



REPORT PURSUANT TO THE DIRECTIVE ON CORPORATE GOVERNANCE (DCG) OF THE SIX SWISS EXCHANGE

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As an Austrian company listed in Switzerland, PIERER Mobility AG is subject to the rules of the Directive on Information relating to Corporate Governance of the SIX Swiss Exchange (the “Swiss Directive on Corporate Governance”). The Swiss Directive on Corporate Governance is available at: <https://www.ser-ag.com/dam/downloads/regulation/listing/directives/dcg-en.pdf>

PIERER Mobility AG draws your attention to the fact that the company has been established under Austrian law and that the names, responsibilities and duties of boards of the company may therefore diverge from the rules applicable in Switzerland. Only Austrian legal terminology will be used in what follows. Companies that are not constituted in accordance with the Swiss Code of Obligations are required to fulfill the stipulations of the Swiss Directive on Corporate Governance, which are formulated with close reference to the Code of Obligations, in a manner analogous to Swiss companies. A short description of the Austrian organizational structure therefore follows:

EXECUTIVE BOARD

The Executive Board is responsible for the general management and representation of the company; it is the sole organ of general management and representation. The Executive Board is not bound by any instructions from the shareholders or the Supervisory Board; rather, it acts under its own responsibility and without instruction. Only when undertaking certain extraordinary transactions is the Executive Board required to obtain the consent of the Supervisory Board. Where the Swiss Directive on Corporate Governance requires details of the “management”, details regarding the Executive Board will be provided accordingly. However, the function of the Executive Board does not precisely match that of the “management” in a Swiss company.

SUPERVISORY BOARD

The Supervisory Board appoints, dismisses and oversees the Executive Board. Its consent is also required for certain legal transactions. Where the Swiss Directive on Corporate Governance requires details of the “board of directors”, details regarding the Supervisory Board will be provided accordingly. However, the function of the Supervisory Board does not precisely match that of the Board of Directors of a Swiss company.

GENERAL MEETING

The General Meeting, as the highest board of the company, appoints and dismisses the members of the Supervisory Board and appoints the auditor. Where the Swiss Directive on Corporate Governance requires details of the “general meeting of shareholders”, details regarding the General Meeting will be provided accordingly. Differences exist between Austrian and Swiss law with respect to general meetings.

1 GROUP STRUCTURE AND SHAREHOLDERS

1.1 GROUP STRUCTURE

PIERER Mobility AG is the holding company of KTM AG, one of Europe's leading motorcycle manufacturers. Focused on the premium segment, the company brings together brands such as KTM, GASGAS and Husqvarna under one roof. This premium array of brands also includes the high-performance components from WP and the special KTM X-BOW high-performance sports cars. Husqvarna and GASGAS e-bicycles, along with Felt bicycles, complement the PIERER Mobility Group's bicycle range.

PIERER Mobility AG has its registered office at Edisonstraße 1, 4600 Wels, Austria, and is registered in the commercial register at the Provincial Court of Wels in its capacity as Commercial Court under the registration number FN 78112 x. The PIERER Mobility Group reports in the segments Motorcycle, Bicycle and Others.

The scope of consolidation of PIERER Mobility AG can be seen in the notes to the consolidated financial statements 2024, chapter XII „Group companies (Schedule of equity holdings)“. None of the subsidiaries is listed.

The organizational structure of the PIERER Mobility Group is headed by a management team that includes divisional managers who are responsible for managing a particular product group within the framework of the strategy set by the Executive Board. Divisional managers report directly to the Executive Board of PIERER Mobility AG. For further information on the management structure of the group, please refer to the sections on the Executive Board and Supervisory Board.

1.2 SIGNIFICANT SHAREHOLDERS

The shareholder structure of PIERER Mobility AG as at December 31, 2024 ("reporting date") was as follows (rounded values):

- Pierer Group: 75.0%
 - thereof Pierer Bajaj AG 74.9%
 - thereof Pierer Konzerngesellschaft mbH 0.1%
- Free float 25.0%

PIERER Mobility AG is not aware of any other shareholders who directly or indirectly hold more than 3% of the shares in PIERER Mobility AG.

Notifications of significant shareholders and shareholder groups made to PIERER Mobility AG and the Disclosure Office of SIX Swiss Exchange AG pursuant to Article 120 et seq. of the Swiss Financial Markets Infrastructure Act (FinfraG) can be viewed on the publications platform of the Disclosure Office: <https://www.ser-ag.com/de/resources/notifications-market-participants/significant-shareholders.html#/>.

1.3 CROSS-SHAREHOLDINGS

There are no cross-shareholdings.

2 CAPITAL STRUCTURE

2.1 SHARE CAPITAL

PIERER Mobility AG has a (total) share capital of € 33,796,535, divided into the same number of bearer shares with voting rights.

The shares grant the rights that are due to shareholders under the Austrian Stock Corporation Act (AktG). These include in particular the right to payout of the dividends resolved upon at the Annual General Meeting as well as the right to vote at the Annual General Meeting.

On the reporting date, PIERER Mobility AG held both conditional capital and authorized capital:

- Authorized capital: € 16,898,267, not yet utilized
- Conditional capital: € 4,375,000, not yet utilized

2.2 AUTHORIZED AND CONDITIONAL CAPITAL IN PARTICULAR

AUTHORIZED CAPITAL (PROVISION OF THE ARTICLES OF ASSOCIATION)

The Executive Board is authorized, until April 29, 2027, to increase the share capital of the company from EUR 33,796,535.00 by up to EUR 16,898,267.00 to up to EUR 50,694,802.00 with the consent of the Supervisory Board by issuing, in several tranches if necessary, up to 16,898,267 no-par value bearer shares in return for cash contributions and/or contributions in kind and to determine the initial offering price, the terms and conditions of the issue and the further details of implementing the capital increase in agreement with the Supervisory Board and, if need be, to offer the new shares to the shareholders for subscription by way of the indirect subscription right.

The Executive Board is authorized, with the consent of the Supervisory Board, to exclude the shareholders' subscription right in full or in part,

- (i) if the capital increase was made in return for cash contributions and the total arithmetical proportion of the company's share capital represented by the shares issued in return for cash contributions with exclusion of subscription rights does not exceed the limit of 10% (ten percent) of the company's share capital at the time of granting,
- (ii) if the capital increase is made against contributions in kind,
- (iii) to service an over-allotment (greenshoe) option, and/or
- (iv) to compensate for fractional amounts.

The Supervisory Board is authorized to pass amendments to the Articles of Association that may arise due to the issue of shares from the authorized capital.

CONDITIONAL CAPITAL

The Annual General Meeting of PIERER Mobility AG held on April 21, 2023, authorized the Executive Board, with the consent of the Supervisory Board, up to April 21, 2028, to issue financial instruments within the meaning of Section 174 of the Austrian Stock Corporation Act, in particular convertible bonds, profit-sharing bonds and special dividend rights, with a nominal total of EUR 350 million, which may also grant subscription and/or conversion rights on the acquisition of up to a total of 4,375,000 shares in the company and/or are also organized in such a way that they may be reported as equity, also in multiple tranches and in different combinations, including indirectly by way of a guarantee for the issue of financial instruments by an affiliate of the company with conversion and/or subscription rights to shares in the company.

The Executive Board may use the conditional capital and/or treasury shares or a combination of conditional capital and treasury shares to fulfill options of conversion and/or subscription rights. The issue amount and issue conditions of the financial instruments are to be set by the Executive Board, with the consent of the Supervisory Board, whereby the issue amount is to be determined according to recognized mathematical methods used in finance and the price of shares in the company in a recognized pricing procedure. The Executive Board is authorized, with the consent of the Supervisory Board, to exclude the shareholders' subscription right to financial instruments within the meaning of Section 174 of the Austrian Stock Corporation Act.

Conditional capital (Provision of the Articles of Association)

The company's share capital shall be increased by up to EUR 4,375,000.00 by issuing up to 4,375,000 no-par value bearer shares (ordinary shares) for issue to creditors of financial instruments in accordance with Section 174 of the Austrian Stock Corporation Act, as per the resolution adopted at the General Meeting of April 21, 2023, which are issued using the authorization granted in this General Meeting by the company. The capital increase may only be carried out to the extent that the creditors of financial instruments make use of their options of conversion and/or subscription rights on company shares. The issue amount and the conversion ratio are to be determined according to recognized mathematical methods used in finance and the price of shares in a recognized pricing procedure. The newly issued shares of the conditional capital increase are entitled to dividends to the same extent as the existing shares in the company. The Executive Board is authorized, with the consent of the Supervisory Board, to determine the further details of the implementation of the conditional capital increase. The Supervisory Board is authorized to pass amendments to the Articles of Association that may arise due to the issue of shares from the conditional capital.

Since no financial instruments were issued within the scope of the authorization to issue financial instruments within the meaning of Section 174 of the Austrian Stock Corporation Act, this conditional capital will not be used to serve creditors of such financial instruments.

Amendment of the authorization to issue financial instruments and of the conditional capital after the reporting date

In the Extraordinary General Meeting of January 27, 2025, the authorization to issue financial instruments within the meaning of Section 174 of the Austrian Stock Corporation Act and the conditional capital available for this purpose were supplemented.

Since that date, the Executive Board has been authorized, with the consent of the Supervisory Board, up to January 27, 2030, to issue financial instruments within the meaning of Section 174 of the Austrian Stock Corporation Act, in particular convertible bonds, profit-sharing bonds and special dividend rights, with a nominal total of up to EUR 900 million, which may also grant subscription and/or conversion rights on the acquisition of up to a total of 16,898,267 shares in the company. The remaining conditions are covered by the previous authorization, whereby, under that authorization, the Executive Board may only issue financial instruments that grant the creditor subscription rights on the acquisition of shares in the company in so far as, when exercising all subscription rights of those financial instruments and taking into consideration all shares that were or should have been issued from the 2022 authorized capital (as decided under agenda item 9 of the Annual General Meeting of April 29, 2022), no more than 16,898,267 new shares in the company are created.

The conditional capital for 2023 existing up to that point was replaced by a new conditional capital during the Extraordinary General Meeting of January 27, 2025. Section 5a "Conditional capital" of the Articles of Association of PIERER Mobility AG now reads as follows:

The company's share capital shall be increased in accordance with Section 159 (2) (1) of the Austrian Stock Corporation Act (AktG) by up to EUR 16,898,267.00 by issuing up to 16,898,267 no-par value bearer shares (ordinary shares) for issue to creditors of financial instruments in accordance with Section 174 of the Austrian Stock Corporation Act, as per the resolution adopted at the General Meeting of January 27, 2025, which are issued using the authorization granted in this General Meeting by the company. The capital increase may only be carried out to the extent that the creditors of financial instruments make use of their options of conversion and/or subscription rights on company shares. The issue price and the conversion and/or subscription ratio are to be determined according to customary mathematical methods used in finance and the price of shares in the company in a customary pricing

procedure (bases for calculating the issue price). The issue price may not be lower than the proportional share capital amount. The newly issued shares of the conditional capital increase are entitled to dividends to the same extent as the existing shares in the company. The Executive Board is authorized, with the consent of the Supervisory Board, to determine the further details of the implementation of the conditional capital increase. The Supervisory Board is authorized to pass amendments to the Articles of Association that may arise due to the issue of shares from the conditional capital.

2.3 CHANGES IN CAPITAL DURING THE LAST THREE FINANCIAL YEARS

No changes in share capital took place at PIERER Mobility AG over the last three reporting years.

The total consolidated equity was € 914.4 million as at December 31, 2022, € 909.3 million at December 31, 2023, and € -193.7 million at December 31, 2024. Information on changes in equity are shown in the consolidated statement of changes in equity in the consolidated financial statements.

2.4 / 2.5 / 2.6 / 2.7 SHARES AND PARTICIPATION CERTIFICATES/ DIVIDEND-RIGHT CERTIFICATES/CONVERTIBLE BONDS AND OPTIONS

PIERER Mobility AG has 33,796,535 ordinary bearer shares with voting rights. There are no restrictions on these ordinary shares, either in terms of exercising of shareholders' rights or in terms of transferability. There are also no corporate rules on nominee registrations.

The Company has issued no participation or profit-sharing certificates, nor conversion or option rights.

The rights associated with the PIERER Mobility AG shares can be seen in Appendix 1.

3 SUPERVISORY BOARD

3.1 / 3.2 / 3.3 / 3.4 MEMBERS OF THE SUPERVISORY BOARD, OTHER ACTIVITIES AND VESTED INTERESTS, CROSS-INTERESTS, ELECTIONS AND TERM OF OFFICE

Members of the Supervisory Board of an Austrian Aktiengesellschaft are non-executive directors in Swiss legal terminology.

The Supervisory Board is made up of at least three members who are separately elected by the Annual General Meeting, (shareholder representatives) and as many employee representatives as are required pursuant to Section 110 (1) of the Austrian Labor Relations Act (currently no employee representatives). The shareholder representatives are elected by the General Meeting for a term that shall not go beyond the end of the Annual General Meeting resolving on the discharge of the Executive Board for the fourth financial year following the election; in determining what constitutes the fourth financial year, the financial year in which the member is elected is excluded. The shareholder representatives are generally (and always at the request of a shareholder) elected by the General Meeting individually and not “en-bloc”. Neither the Austrian Stock Corporation Act nor the company’s Articles of Association provide for the whole Supervisory Board to be replaced. Members are therefore usually elected to the Supervisory Board (unless the number is changed by the General Meeting or one member resigns) at the end of a term of office.

In the 2024 financial year, the Supervisory Board of PIERER Mobility AG consisted of six members as follows:

NAME (YEAR OF BIRTH)	POSITIONS AT PIERER MOBILITY AG	INITIAL APPOINTMENT	END OF CURRENT TERM OF OFFICE ¹⁾
Josef Blazicek (1956)	Chairman	2008	2026 ²⁾
Rajiv Bajaj (1966)	Deputy Chairman	2022	2027
Iris Filzwieser (1971)	Member	2022	2027
Michaela Frieppess (1972)	Member	2022	2027
Srinivasan Ravikumar (1957)	Member	2022	2027
Friedrich Roithner (1963)	Member	2023	2028

1) Precisely: End of the Annual General Meeting in the year indicated, which decides on the previous financial year

2) Josef Blazicek resigned from the Supervisory Board effective at the end of the Extraordinary General Meeting on January 27, 2025.

Josef Blazicek (born 1964), an Austrian citizen, has been active in business since completing high school. He began his career in the International Sales division of GIRO Credit Bank der Österreichischen Sparkassen AG. From 1989, he was head of the Trading department at ERSTE BANK AG, before taking up the same position at INVESTMENTBANK AUSTRIA AG in 1991, where he was *inter alia* a director of Bank Austria Securities Ltd. in New York. From 1997 to 2000, he was Head of Syndications at ICE Securities Ltd. in London. This was followed by the position of Managing Partner of OCEAN Equities Ltd. in London until 2003. From 2000, he worked in various roles within the QINO Group. Josef Blazicek is also Chairman of the Supervisory Board of Pierer Industrie AG (Austria).

Rajiv Bajaj (born 1966), an Indian citizen, holds a Master of Science degree in Manufacturing Systems Engineering. He started his career working in the Streamlines Manufacturing Systems department at Bajaj Auto Ltd. in 1990. In 1995, Rajiv Bajaj switched department and worked as General Manager and Vice President in the R+D and Engineering department. In 2000, as Deputy Managing Director he started reorganizing the marketing, sales and service interfaces and promoted export initiatives. In April 2005, he became Managing Director of Bajaj Auto Ltd. Rajiv Bajaj is Managing Director, CEO and shareholder of Bajaj Auto Ltd., Pune, India. Bajaj Auto Ltd. has a significant business relationship with KTM AG, a subsidiary of PIERER Mobility AG. In this context, please refer to note 47 “Related party disclosures” to the consolidated financial statements 2024.

Iris Filzwieser (born 1971), an Austrian citizen, graduated from the Higher Technical Institute for Mechanical Engineering and Business Administration (HTL) in Wolfsberg to become a qualified engineer at the University of Leoben. In June 2005, she received her doctorate in mining engineering. Iris Filzwieser is the founder and Managing Director of UrbanGold GmbH and Managing Director of Mettop GmbH. She also serves as President of Austrian Cooperative Research and sits on the board of directors of the Delta Academy at the University of Leoben. Iris Filzwieser also has other roles, including serving as a member of the jury at the Austrian research company FFG, a member of the delegates’ assembly of the FWF Science Fund and a member of the Board at Vienna University of Technology.

Michaela Frieppess (born 1972), an Austrian citizen, completed a degree in business studies and then began her professional career in 1998 working as a financial analyst and worked in the Business Development department at GE Capital Bank in Vienna and Paris. In September 2003, she joined the PIERER Group. Ms. Frieppess has extensive practical experience and is specialized in capital markets, corporate governance, compliance and sustainability. Most recently, she was a member of the Executive Board of Pierer Industrie AG, where she was responsible for Investor Relations, Compliance and Sustainability until October 2024. Ms. Frieppess is an authorized signatory of Pierer Konzerngesellschaft mbH.

Srinivasan Ravikumar (born 1957), an Indian citizen, has a Bachelor of Commerce degree and is a certified public accountant and tax consultant. He started his career in the Corporate Finance department at Bajaj Auto Ltd. in June 1984. In 1994, he took over the management of the Business Development department. Srinivasan Ravikumar is currently Chief Business Development Officer and responsible for the Business Development & Assurance department. He is also a member of the Corporate Management Committee, Investment Committee and Foreign Exchange Management Committee of Bajaj Auto Ltd. His area of responsibility includes corporate strategy, business development, foreign collaborations and IP management.

Friedrich Roithner (born 1963), an Austrian citizen, graduated from the Johannes Kepler University of Linz with a degree in business administration and then began his career at Ernst & Young GmbH. After three years, he moved to Austria Metall AG, where he worked until 2006 (he became a member of the Executive Board in 2002). From March 2008 to June 2010, Friedrich Roithner was a member of the Executive Board at Invest AG. He joined the CROSS Group (now PIERER Mobility Group) in 2007 and was a member of the Executive Board from 2010 to 2023, serving as CFO from 2015 to 2023. Mr. Roithner was also a member of the Executive Board of Pierer Industrie AG from 2012 to 2024, before joining Pierer Konzerngesellschaft mbH as Managing Director on January 1, 2025. Until his election to the Supervisory Board, Friedrich Roithner served on the Executive Board and was thus part of the management of PIERER Mobility AG.

OTHER MAIN FUNCTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD

The rules of the Remuneration Ordinance are not applicable to the Articles of Association of PIERER Mobility AG as a company with its registered office in Austria, which is why the company's Articles of Association do not stipulate any restriction on the permissible activities for the Supervisory Board. However, a restriction arises from Section 86 of the Austrian Stock Corporation Act, which stipulates that anyone who is already a member of the Supervisory Board at ten corporations, whereby the role of Chair counts twice in calculating this maximum number, cannot be a member of this company's Supervisory Board. In addition, for listed companies such as PIERER Mobility AG, it is not possible for a person to join the Supervisory Board if they are already a member of the Supervisory Board at eight listed companies, whereby the role of Chair counts twice in calculating this maximum number.

A list of the relevant businesses and companies in which the current members of the Supervisory Board, to the best of the company's knowledge, were members of an administrative, management or supervisory body over the last three reporting periods can be found in Appendix 2. The members of the Supervisory Board also have no other material activities, vested interests or cross-interests.

3.5 INTERNAL ORGANIZATION

DIVISION OF RESPONSIBILITIES ON THE SUPERVISORY BOARD

In accordance with the Articles of Association, the Supervisory Board has one Chair and one Deputy Chair. The Supervisory Board meetings are presided over by the Chair, or, in the event of their absence, by the Deputy Chair.

The Supervisory Board performed the duties incumbent upon it under Austrian law, the Articles of Association and the rules of procedure, was involved in fundamental decisions made by the Executive Board at an early stage, and advised the Executive Board. Individual areas were dealt with in greater depth in the committees set up by the Supervisory Board, which in turn reported on their activities to the full Supervisory Board.

The Supervisory Board held four ordinary meetings during the 2024 financial year. In addition, there were further coordination discussions by telephone and resolutions passed by electronic, telephone, or written means. During the last quarter of 2024, the Supervisory Board or members of the Supervisory Board held numerous informal votes and meetings, also with Executive Board participation, due to KTM AG's economic situation.

The Supervisory Board has established three committees:

- Audit Committee
- Remuneration Committee
- Committee for Compliance, Investor Relations (IR) and Sustainability (ESG)

For reasons of efficiency, since the Supervisory Board of PIERER Mobility AG is made up of no more than six members, the tasks of a Nomination Committee are performed by the full Supervisory Board.

LIST OF MEMBERS OF ALL SUPERVISORY BOARD COMMITTEES, THEIR TASKS AND COMPETENCE, AND DELIMITATION

Audit Committee

- Chair: Srinivasan Ravikumar
- Deputy Chair: Friedrich Roithner (financial expert)
- Member: Michaela Frieppess

The Audit Committee has been established in accordance with the Austrian Stock Corporation Act (Aktiengesetz) and performs the required supervisory and control functions. It is responsible for auditing and preparing the approval of the annual financial report, the proposal for the appropriation of profits and the management report, as well as for auditing the consolidated financial statements and the consolidated corporate governance report. The Audit Committee shall submit a proposal for the selection of the auditor and prepare the Supervisory Board's proposal for the election of an auditor at the Annual General Meeting. Pursuant to C-Rule 81a ÖCGK, the Audit Committee shall meet with the auditors to determine the process of mutual communication.

The Audit Committee held three meetings in the 2024 financial year, which were also attended by a representative of the auditors.

Remuneration Committee

- Chair: Josef Blazicek
- Deputy Chair: Michaela Frieppess

The Remuneration Committee convened once in the 2024 financial year. At this meeting, it discussed the compensation report and general matters relating to the compensation of the Executive Committee.

Committee for Compliance, Investor Relations (IR) and Sustainability (ESG)

- Chair: Michaela Frieppess
- Deputy Chair: Josef Blazicek

The Committee for Compliance, IR and ESG convened once in the 2024 financial year. In addition, its members are in regular contact (usually every two weeks) with the ESG steering team of the Pierer Industrie Group. Among other things, the committee deals with the topics of the non-financial statement and regularly monitors the achievement of the goals pursued by PIERER Mobility AG in the areas of compliance, IR and ESG. For this purpose, the committee monitors the measures taken to achieve these goals and supports the implementation of such measures in all areas of PIERER Mobility AG. In addition, the committee regularly evaluates the objectives pursued.

WORKING METHODS OF THE SUPERVISORY BOARD AND ITS COMMITTEES

Members of the Supervisory Board receive the agenda that has been agreed with the Chairman at least seven days before each meeting, together with comprehensive information concerning each item included on the agenda. In urgent cases, the Chairman of the Supervisory Board is permitted to shorten that period, provided it can be demonstrated that all members of the Supervisory Board have been informed of this. In the event that the above-mentioned period is shortened, and if not all members of the Supervisory Board are present or represented, only those items on the agenda that resulted in the notice period being shortened shall be addressed.

A quorum of the Supervisory Board shall be deemed to exist when all members of the Supervisory Board have been duly invited and at least three Supervisory Board members, including the Chairman or a deputy, participate in the meeting.

Resolutions of the Supervisory Board are passed by a simple majority of the votes cast; in the event of a tied vote, the Chairman of the Supervisory Board has the casting vote. The transfer of ownership of shares or equity interests and capital increases of any kind with respect to KTM AG, PIERER New

Mobility GmbH, Kiska GmbH and their subsidiaries, as well as the sale or transfer of ownership of all material assets of PIERER Mobility AG, KTM AG, PIERER New Mobility GmbH and Kiska GmbH and their subsidiaries, require the approval of all shareholders' representatives on the Supervisory Board.

As a rule, the Executive Board shall also attend the meetings of the Supervisory Board and the Audit Committee, unless the Chairman of the Supervisory Board decides otherwise. Members of the Executive Board do not have any voting rights.

At the Supervisory Board meeting, the members of the Executive Board provide a comprehensive explanation of the course of business and the development of the Group. Extensive discussions take place with the members of the Executive Board and among the members themselves. Resolutions on investments, acquisitions, and other motions in accordance with the rules of procedure of the Executive Board are another focus of every Supervisory Board meeting.

The committees formed by the Supervisory Board shall perform their tasks on behalf of the Supervisory Board. Each committee shall consist of at least two members. The Supervisory Board shall appoint a Chairman for each committee from among its members. The rules of procedure of the Supervisory Board shall apply with regard to the notice period, meetings and resolutions of a committee.

The Supervisory Board shall also have the right to appoint an individual member to supervise and audit individual business transactions. That member of the Supervisory Board must report to the Supervisory Board on its activities.

3.6 REGULATION ON RESPONSIBILITIES

Responsibility for the management of an Austrian Aktiengesellschaft lies with the Executive Board. Neither the Supervisory Board nor the Annual General Meeting has a right to issue instructions to the Executive Board. However, under the Austrian Stock Corporation Act, the Executive Board is required to obtain the consent of the Supervisory Board before entering into certain transactions. The Executive Board consults with the Supervisory Board on the strategic direction of the company and discusses the implementation status of the strategy with it at regular intervals.

The duty of the Supervisory Board is to appoint and dismiss the Executive Board and in particular to review the ongoing activities of the Executive Board. To this end, the Executive Board informs the Supervisory Board of its activities on a regular basis.

The Supervisory Board shall be entitled to request written reports from the Executive Board at any time regarding the Company's affairs and management issues. As a rule, the Executive Board shall also attend the meetings of the Supervisory Board and the Audit Committee, unless the Chairman of the Supervisory Board decides otherwise. Members of the Executive Board do not have any voting rights.

At the Supervisory Board meeting, the members of the Executive Board provide a comprehensive explanation of the course of business and the development of the Group. Extensive discussions take place with the members of the Executive Board and among the members themselves. Resolutions on investments, acquisitions, and other motions in accordance with the rules of procedure of the Executive Board are another focus of every Supervisory Board meeting.

3.7 INFORMATION AND CONTROL INSTRUMENTS VIS-À-VIS THE EXECUTIVE BOARD

As a group of companies conducting business on a global scale, the PIERER Mobility Group faces a multitude of possible risks that are monitored by means of a comprehensive risk management system. The Executive Board and Supervisory Board are periodically informed about risks that may have a major impact on business development. Management takes timely action to avoid, minimize and hedge risks.

An internal control system adapted to the company's needs and incorporating basic principles such as segregation of duties and dual control has been integrated into the financial reporting process. Internal and external audits ensure that the processes are continually improved and optimized. Furthermore, a uniform reporting system is in place throughout the group, for the ongoing management and control of the risk management process. Group reporting is subject to a continuous improvement process so that the Executive Board is informed even sooner, and more comprehensively, about the degree to which targets have been achieved and about changes in the market and competition.

The company's management information system collates a large number of performance indicators from various areas of the PIERER Mobility Group, as well as comprehensive financial information. The system processes this data and makes it available to the company's management electronically and in a timely manner. The Supervisory Board receives monthly and quarterly reports based on information in the management information system.

For further information on risk management, see chapter VII „Risk report“ of the notes to the consolidated financial statements 2024 and chapter 6 „Opportunities and risk report“ of the consolidated management report 2024.

3.8 CHANGES ON THE SUPERVISORY BOARD AFTER THE BALANCE SHEET DATE

Effective at the end of the Extraordinary General Meeting of January 27, 2025, Mr. Josef Blazicek, Chairman, resigned from the Supervisory Board. Mr. Stephan Zöchling was elected to the Supervisory Board by this General Meeting. At the subsequent Supervisory Board meeting on the same day, he was elected as the new Chairman of the Supervisory Board. The committees of the Supervisory Board were filled as follows:

	Audit Committee	Remuneration Committee	Committee for Compliance, Investor Relations (IR) and Sustainability (ESG)
Chairperson	Srinivasan Ravikumar	Stephan Zöchling	Michaela Friepess
Deputy Chair	Friedrich Roithner	Michaela Friepess	Stephan Zöchling
Member	Stephan Zöchling	n.a.	n.a.

4 EXECUTIVE BOARD

4.1 / 4.2 MEMBERS OF THE EXECUTIVE BOARD, OTHER ACTIVITIES AND VESTED INTERESTS

Unless otherwise stated below, the members of the Executive Board have no further disclosable activities or vested interests.

In the 2024 financial year, the Executive Board of PIERER Mobility AG was composed as follows:

NAME (YEAR OF BIRTH)	FUNCTION	INITIAL APPOINTMENT	END OF CURRENT TERM OF OFFICE
Stefan Pierer (1956)	Chairman (CEO)	Jun 2, 2015 ¹⁾	Dec 31, 2025
Areas of responsibility: Strategy, R&D, product management, human resources, real estate, motorsports, X-BOW, operations, quality management, supply chain management, purchasing, IT, sustainability			
Gottfried Neumeister (1977)	Deputy Chairman (Co-CEO)	Sep 1, 2024	Aug 31, 2026
Areas of responsibility: Finance & tax, risk management, global sales, customer service, legal, marketing, brand management, corporate communication, investor relations, sustainability, PG&A, joint ventures			
Hubert Trunkenpolz (1962)	Deputy Chairman	Jan 1, 2018	Oct 31, 2024
Florian Kecht (1980)	Member	May 6, 2023	Oct 31, 2024
Alex Pierer (1981)	Member	May 6, 2023	Oct 31, 2024
Rudolf Wiesbeck (1979)	Member	May 6, 2023	Oct 31, 2024
Viktor Sigl (1974)	Member, CFO	Dec 19, 2019	Jul 11, 2024

- 1) Stefan Pierer has been on the Board of Management of CROSS Industries AG (FN 261823 i) since April 30, 2005. At the Annual General Meetings of BF HOLDING AG (FN 78112 x) and CROSS Industries AG held on April 22, 2015, a resolution was passed to merge CROSS Industries AG as the transferring company with BF HOLDING AG as the acquiring company as part of a universal succession. With effect from June 2, 2015, CROSS Industries AG was merged with BF HOLDING AG. At the same time, the trading name of the acquiring company (FN 78112 x) was changed to CROSS Industries AG. Since June 2, 2015, Stefan Pierer has therefore been a member of the Executive Board of CROSS Industries AG (since October 2019: PIERER Mobility AG).

Stefan Pierer (born 1956), an Austrian citizen, graduated from the University of Leoben (Business and Energy Management) and began his career in 1982 as a sales assistant at HOVAL GmbH in Marchtrenk, where he went on to become a sales manager and authorized signatory. In 1987, he founded the PIERER Mobility Group, where he acts as shareholder and Executive Board member. He has been a shareholder and Executive Board member of KTM AG since 1992. In 2011, he began building up Pierer Industrie AG, of which he is the indirect sole shareholder and Chairman of the Executive Board.

Gottfried Neumeister (born 1977), an Austrian citizen, completed his studies in International Business Management at the University of Vienna and began working as a consultant at Siemens AG Austria. In 2003, he founded flyniki together with Niki Lauda and in his capacity as General Manager was responsible for the successful development of the aviation business (until its sale to Air Berlin). In 2012,

he moved to DO & CO Aktiengesellschaft, where he occupied various positions on the Executive Board, most recently (2021-2023) as Co-CEO. Since September 1, 2024, Gottfried Neumeister has been a member of the Executive Board of PIERER Mobility AG and KTM AG and has supported Stefan Pierer with his CEO responsibilities.

Florian Kecht (born 1980), an Austrian citizen, began his professional career in sales at KTM Sportmotorcycle AG. He has been an authorized signatory (since 2012) and member of the Executive Board (since 2015) of KTM AG and, since 2014, General Manager of KTM Sportmotorcycle GmbH. Between May 6, 2023, and October 31, 2024, he was a member of the Executive Board of PIERER Mobility AG.

Alex Pierer (born 1981), an Austrian citizen, began his professional career as a General Manager at Pierer Konzerngesellschaft mbH in Wels. Since 2018, he has also been a General Manager of PIERER Innovation GmbH. He has held the role of General Manager at Kiska GmbH since the end of 2021. Between May 6, 2023, and October 31, 2024, he was a member of the Executive Board of PIERER Mobility AG.

Viktor Sigl, MBA (born 1974), an Austrian citizen, was a member of the Executive Board of KTM AG from 2012, and from December 19, 2019, he was a member of the Executive Board of PIERER Mobility AG, where he held the position of CFO from April 21, 2023. Mr. Sigl left the Executive Board of PIERER Mobility AG on July 11, 2024.

Hubert Trunkenpolz (born 1962), an Austrian citizen, has worked for the PIERER Mobility Group since 1992 and has been a member of the Executive Board of the KTM Group since 2004. From 2018 until October 31, 2024, he was a member of the Executive Board of PIERER Mobility AG, and was the Deputy Chair of the Executive Board from September 1, 2023. Mr. Trunkenpolz left the Executive Board of PIERER Mobility AG on October 31, 2024.

Rudolf Wiesbeck (born 1979), an Austrian citizen, joined the Polytec Group in 2011 after various domestic and foreign assignments. At the Polytec Group, he managed a group of plants and was the division manager responsible for digitalization and IT. He joined KTM AG as head of the Quality Management division, and since 2022 he has held the role of COO. Between May 6, 2023, and October 31, 2024, Rudolf Wiesbeck was a member of the Executive Board of PIERER Mobility AG.

Other main functions of the members of the Executive Board are listed in Appendix 3.

4.3 NUMBER OF PERMITTED ACTIVITIES

The rules of the Remuneration Ordinance are not applicable to the Articles of Association of the Austrian PIERER Mobility AG. Therefore, the company's Articles of Association do not stipulate any restriction on the permissible activities. C-Rule 26 (Comply or Explain Rule) of the Austrian Code of Corporate Governance stipulates that Executive Board members may not hold more than four Supervisory Board seats (Chair counts as two seats) in stock corporations ("Aktiengesellschaften") outside of the Group. PIERER Mobility AG fulfills this rule with the following declaration: "Stefan Pierer holds more than four Supervisory Board seats outside the PIERER Mobility Group. He holds further Supervisory Board seats within the higher-level Pierer Konzerngesellschaft mbH Group ("Pierer Group"). Apart from this, Stefan Pierer is a Supervisory Board member of two further companies outside of the Pierer Group."

4.4 MANAGEMENT CONTRACTS

There are no management contracts.

4.5 CHANGES ON THE EXECUTIVE BOARD AFTER THE BALANCE SHEET DATE

On January 23, 2025, Stefan Pierer handed over the role of CEO to Gottfried Neumeister. Mr. Pierer assumed the role of Co-CEO.

5 COMPENSATION, SHAREHOLDINGS AND LOANS

5.1 CONTENT AND METHOD OF DETERMINING THE COMPENSATION AND THE SHAREHOLDING PROGRAMS

Please refer to the statements in the Remuneration Report for the 2024 financial year.

There are no programs that enable employees at any level or members of the company's boards to acquire equity holdings in the company.

5.2 REMUNERATION REPORT CONSISTENT WITH ARTICLES. 14 TO 16 OF THE SWISS REGULATION TO COMBAT EXCESSIVE REMUNERATION IN LISTED STOCK CORPORATIONS (VEGÜV)

Please refer to the statements in the Remuneration Report for the 2024 financial year. No remuneration was paid and no non-cash benefits were granted to former members of the Supervisory Board or Executive Board in the 2024 reporting year, except for the payment of benefits already granted in financial year 2024.

The following current members of the Executive Board and Supervisory Board of PIERER Mobility AG held shares in the company as of December 31, 2024:

PERSON	SHAREHOLDING		NUMBER OF SHARES	VOTING RIGHTS ¹⁾
	DIRECT	INDIRECT		
Stefan Pierer	No	Yes ²⁾	25,356,561	75.03%
Gottfried Neumeister	Yes	No	22,277	0.07%
Josef Blazicek	No	Yes	80,000	0.24%
Michaela Friepess	Yes	No	58,693	0.17%
Friedrich Roithner	Yes	No	93,700	0.28%

1) rounded

2) via Pierer Konzerngesellschaft mbH and Pierer Bajaj AG

The other members of the Supervisory Board (Rajiv Bajaj, Iris Filzwieser, Srinivasan Ravikumar) did not hold any shares in the Company, neither directly nor indirectly.

6 SHAREHOLDERS' PARTICIPATION RIGHTS

6.1 VOTING RIGHT RESTRICTIONS AND REPRESENTATION

Each ordinary share in PIERER Mobility AG grants one voting right. There are no shares with preferential rights and no restrictions on the shares in issue. The principle of "one share – one vote" thus applies. Voting rights may also be exercised by proxy in the General Meeting.

There are thus no restrictions on voting rights in the Articles of Association, no group clauses and no rules on granting exceptions.

6.2 STATUTORY QUORUMS

Unless the law prescribes a different majority, the General Meeting passes resolutions by a simple majority of the votes cast and, in cases where a capital majority is required, by a simple majority of the share capital represented at the passing of the resolution.

The Articles of Association of PIERER Mobility AG do not set more stringent voting requirements than those set by the Austrian Stock Corporation Act.

6.3 / 6.4 CONVOCAATION OF THE ANNUAL GENERAL MEETING, INCLUSION OF ITEMS ON THE AGENDA

The provisions regarding the convocation of the General Meeting do not diverge from the provisions of the Austrian Stock Corporation Act.

Convocations should be announced no later than the 28th day before an Annual General Meeting, and no later than the 21st day before any other General Meeting. Convocations are announced via the electronic announcement and information platform of the Federal Government (Austria), via a European dissemination system, SWIFT and via CONNEXOR® (Switzerland) and made available on the website of PIERER Mobility AG.

General Meetings are normally convened by the Executive Board.

The Executive Board is also obliged to convene a Shareholder's Meeting if shareholders holding at least 5% of the share capital submit a written demand for convocation, stating the grounds for the demand and presenting an agenda and a proposed resolution for each item thereon.

The Articles of Association may modify this statutory requirement by relaxing the formal requirements or reducing the minimum amount of share capital required to demand convocation of a General Meeting. The Articles of Association of PIERER Mobility AG currently contain no such provisions that deviate from the statutory requirements. The petitioning shareholders must have held their shares for at least three months before submitting the petition and retain them until a decision on the petition is made. If the convocation is not issued by the Executive Board, the Executive Board is obliged to assist as necessary with the proper convocation of and preparation for the General Meeting.

6.5 SHARE REGISTER

PIERER Mobility AG has only bearer shares in issue. It therefore does not maintain a share register.

7 CHANGES OF CONTROL AND DEFENSE MEASURES

7.1 DUTY TO MAKE AN OFFER

PIERER Mobility AG is subject to the provisions of the Austrian Takeovers Act. This Act provides for both mandatory and voluntary takeover bids. The Articles of Association of PIERER Mobility AG, in the version valid as of December 31, 2024, contain an opt-out clause within the meaning of the Swiss Financial Market Infrastructure Act (FinfraG).

On the reporting date, PIERER Mobility AG was subject to the provisions of the Swiss Financial Market Infrastructure Act (FinfraG) on public purchase offers. Article 135 (1) of the FinfraG stipulates that any party who acquires participation rights and thus exceeds the limit of 33 1/3% of the voting rights must, as a fundamental rule, submit a public purchase offer.

On February 26, 2021, the Extraordinary General Meeting of the company resolved to include an opt-out clause in accordance with Swiss takeover law in the company's Articles of Association. The background to the inclusion of the opt-out clause is the fact that, owing to the parallel listing on the SIX Swiss Exchange and the Vienna Stock Exchange, Swiss takeover law and Austrian takeover law would have to be applied to the company concomitantly. In order to avoid any conflict between different laws resulting from this, the company has included an opt-out clause in accordance with Swiss takeover law in the Articles of Association. Accordingly, there is no obligation to make an offer under the Swiss takeover law as long as there is no obligation to make an offer under the provisions of the Austrian takeover law. On the other hand, if a voluntary offer or a mandatory offer is made under Austrian law, the provisions of the Swiss takeover law must continue to be observed.

MANDATORY OFFERS PURSUANT TO THE AUSTRIAN STOCK CORPORATION ACT

If a bidder (acting alone or in concert with other legal entities) obtains a controlling interest in a listed Austrian company, it is obliged under the Takeovers Act to make a mandatory offer to the remaining shareholders. Anyone who controls, directly or indirectly, 30% or more of the permanent voting shares of the listed company is deemed to have a controlling interest.

The obligation to make an offer for all equity shares in a target company is also triggered if a shareholder who has a controlling interest but does not hold more than 50% of the voting shares acquires an additional 2% or more of the voting rights in the company within a twelve-month period ("creeping in").

If a control-relevant threshold is reached, this must be notified to the Takeovers Commission without delay. The offer document must be submitted to the Takeovers Commission within 20 stock-market working days from the date control is attained.

A control-relevant threshold may be reached by a single shareholder or by two or more legal entities acting in concert. It follows that the duty of notification and mandatory offer may be triggered by the conclusion of syndicate or other agreements. Shareholders acting in concert need not be related parties for company law purposes.

When calculating the control-relevant thresholds, treasury shares are not taken into consideration; their votes are suspended.

The Takeovers Act provides for various exceptions to the rules regarding mandatory offers. In such cases, the matter must merely be notified to the Takeovers Commission.

In order to protect the interests of shareholders, the Takeovers Act sets a twofold lower limit for the offer price in the event of a mandatory offer. The offer price must not be less than

- the highest amount of consideration offered by the bidder (or a legal entity acting in concert with the bidder) for shares in the target company during the twelve months before the takeover offer.
- the average stock-exchange price of shares in the target company, weighted according to trading volumes, over the last six months.

VOLUNTARY OFFER TO OBTAIN CONTROL PURSUANT TO THE AUSTRIAN STOCK CORPORATION ACT

Such an offer may be issued by a bidder who does not have, but wishes to obtain, a controlling interest in the target company. The provisions regarding mandatory offers, including those concerning the minimum price, must be applied accordingly.

Where an offer could enable a bidder to obtain a controlling interest, the bidder must, by law, receive declarations of acceptance relating to over 50% of the permanent voting shares that are the object of the offer.

VOLUNTARY OFFER PURSUANT TO THE AUSTRIAN STOCK CORPORATION ACT

A voluntary offer is neither a legal consequence of nor a means of causing a change in control. In practice, voluntary offers are frequently used by existing controlling shareholders to reduce the free float. Bidders making voluntary offers are not subject to statutory rules regarding the offer price, which they can set freely.

7.2 CHANGE OF CONTROL CLAUSES

As at the reporting date, the management of the Company (Executive Board and Supervisory Board) has not made any special contractual agreements to protect itself against a hostile takeover.

7A TRANSPARENCY ON NON-FINANCIAL MATTERS

PIERER Mobility AG issued a consolidated “Non-financial Statement” in accordance with the European Sustainability Reporting Standards (ESRS). As of reporting year 2024, this statement constitutes a section of the consolidated management report (and is therefore a component of the Annual Financial Report) and is subject to external audit.

8 STATUTORY AUDITOR

8.1 DURATION OF MANDATE AND TERM OF OFFICE OF THE LEAD AUDIT PARTNER

During the Annual General Meeting of April 19, 2024, Deloitte Audit Wirtschaftsprüfungs GmbH, Vienna, was appointed as auditor of the financial statements and consolidated financial statements for the 2024 financial year. The lead audit partner is Dr. Matthias Kunsch; he first took up these duties for the 2024 financial year. Furthermore, KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft (FN 269725 f), Linz, was appointed as auditor of the non-financial statement (consolidated non-financial statement pursuant to Section 267a of the Austrian Commercial Code [UGB]). The lead audit partner is Mr. Alexander Gall. In the previous financial year (2023), he was the lead audit partner for the annual financial statements and consolidated financial statements.

8.2 / 8.3 AUDIT FEES/ADDITIONAL FEES

Please refer to notes to the consolidated financial statements 2024, chapter IV “Explanations regarding the consolidated income statement”, note 21 “Expenses for the auditor of the financial statements.”

8.4 INFORMATION INSTRUMENTS PERTAINING TO THE EXTERNAL AUDIT

During the reporting year, the auditor (external audit company) attended two meetings of the Supervisory Board and three meetings of the Audit Committee. The auditor is monitored and evaluated at regular intervals by the Audit Committee of the Supervisory Board.

The Audit Committee makes a proposal for the selection of the auditor and presents the proposal of the Supervisory Board to the Annual General Meeting for voting.

The Audit Committee must also meet with the auditor to establish a mutual line of communication. The Audit Committee must also approve non-audit reviews by the auditor (auditor of the consolidated financial statements). Finally, the independence and activities of the auditor are reviewed and monitored, particularly with regard to the additional services provided to the audited company.

The remuneration paid to the auditor is reviewed regularly for conformity to market terms and conditions. In accordance with Austrian and European legislation, the auditor responsible for carrying out this assignment may participate in the audit for a maximum uninterrupted period of seven years. The auditor responsible for carrying out this assignment must then change (different person, internal rotation). Following the implementation of Regulation (EU) No 537/2014 of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities, statutory auditors may be auditors of a public-interest entity for a maximum uninterrupted period of 10 years. The auditor must then be changed (external rotation).

9 INFORMATION POLICY

The company maintains an Investor Relations area on its website at <https://www.pierermobility.com>. This is freely accessible and serves as a permanent information source. All important information and documents for shareholders can be found here.

PIERER Mobility AG publishes its annual financial statements and interim financial statements for the first half-year, annual consolidated financial statements and an annual consolidated management report, the annual financial statements and management report of PIERER Mobility AG, the consolidated corporate governance report pursuant to the Austrian Code of Corporate Governance and the corporate governance report pursuant to the Swiss Directive on Corporate Governance, and the remuneration report. The company also voluntarily provides an annual report and investor presentation.

The Investor Relations section also contains information on managers' transactions and announcements regarding voting rights.

The company is required to maintain a connection to a suitable Europe-wide electronic information dissemination system and to disseminate via said system, in German and English, the inside information and reports on managers' transactions (that must be published under Article 17 of Regulation (EU) No. 596/2014). Inside information concerning PIERER Mobility AG is available on the websites <https://www.pierermobility.com/en/newsroom/ad-hoc-news> and <http://issuerinfo.oekb.at/startpage.html> and can also be obtained after registering at <https://www.pierermobility.com/en/investor-relations/ir-contact-newsletter> (Investor Relations Newsletter email subscription).

The financial calendar of PIERER Mobility AG with the most important dates of the current financial year can be found at <https://www.pierermobility.com/en/investor-relations/financial-calendar>.

The company's contact information can be found on the company's website at <https://www.pierermobility.com/en/contact>.

The management of PIERER Mobility AG and/or the Investor Relations team take part in numerous investor events (e.g. conferences and roadshows) to inform capital market participants personally about the business situation and strategy.

10 QUIET PERIODS

In the 2024 financial year, as its shares were admitted for trading on the Official Market (segment: prime market) of the Vienna Stock Exchange, PIERER Mobility AG was subject to the provisions of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (Market Abuse Regulation, MAR). This Regulation establishes a ban on trading for people who discharge managerial responsibilities. This ban relates to:

- (i) People who are members of an administrative, management or supervisory body of the company (members of the Executive Board and Supervisory Board) and
- (ii) People who, as senior managers, are not members of any of the aforementioned bodies, but regularly have access to inside information that relates directly or indirectly to that company and who are authorized to make corporate decisions regarding the company's future developments and business prospects.

The ban on trading extends to the closed period of 30 calendar days before the announcement of an interim financial report or year-end financial report that the company is obliged to publish. During this period, people who discharge managerial responsibilities may only conduct transactions involving company shares in individual cases, due to extraordinary circumstances and with the express authorization of the company.

In the 2024 financial year, PIERER Mobility AG established the following general closed periods for people who discharge managerial responsibilities:

- February 26, 2024, until publication of the annual financial statements for 2023 on March 27, 2024;
- July 27, 2024, until publication of the Interim Financial Statements for the first half-year for 2024 on August 27, 2023.

No exceptions to the general ban on trading were requested or granted for these periods.

Furthermore, insiders (as defined in the MAR) are subject to a ban on trading from the period during which inside information becomes known (as defined in the MAR) until its publication.

APPENDIX 1: RIGHTS ASSOCIATED WITH THE SHARES OF PIERER MOBILTIY AG

ASSET RIGHTS

DIVIDEND RIGHTS / RIGHT TO PARTICIPATE IN PROFITS

Every shareholder is entitled to receive a dividend from the net profit reported in the annual financial statements. The Annual General Meeting of PIERER Mobility AG is entitled to exclude all or part of the net profit from distribution on the basis of the provisions of the Articles of Association. If the Annual General Meeting resolves to exclude the profit from distribution, the shareholder has no claim to it, even if the Company generated a profit in the previous financial year and this is shown in the statement of financial position.

The shareholders' share in the profits of the company is determined by their share in the share capital. There are no restrictions for non-resident shareholders in this respect.

Dividends may only be paid from adjusted balance sheet profit as reported in the Company's annual financial statements (non-consolidated), as prepared in accordance with the Austrian Commercial Code (Unternehmensgesetzbuch) and approved by the Executive Board and the Supervisory Board.

Since shares entitled to dividends are held in a clearing system, dividends resolved by the General Meeting are paid in accordance with the rules of the relevant clearing system, less capital gains tax.

PREFERENTIAL RIGHTS IN THE CASE OF SUBSCRIPTION OFFERS FOR SHARES OF THE SAME CLASS

In the event of a capital increase, each shareholder may request to be allotted as many shares as correspond to his existing shareholding (subscription right). The subscription right may be excluded by a resolution of the General Meeting with a qualified majority of three quarters of the share capital represented at the time of the resolution. There must be an objective reason for the exclusion of the subscription right.

RIGHT TO A SHARE OF THE BALANCE IN THE EVENT OF LIQUIDATION

Each shareholder has a claim to the assets remaining after the settlement of all debts (liquidation proceeds) in the course of liquidation. To this extent, the shareholder is a creditor of the company; the claim may be enforced in court. The liquidation proceeds are to be distributed among the shareholders in proportion to their shareholdings and do not necessarily have to be in cash, but may also be distributed in kind.

The provisions on the dissolution of the company are based on the Austrian Stock Corporation Act.

RIGHTS RELATION TO THE GENERAL MEETING

RIGHT TO ATTEND

Every shareholder has the right to attend the General Meeting, as shareholders exercise their rights at the General Meeting. The right to attend the General Meeting is based on the shareholding at the end of the tenth day before the date of the General Meeting (record date).

Shareholders do not have to attend the Annual General Meeting in person; they may also be represented by a duly authorized representative or grant a proxy to exercise their voting rights.

RIGHTS OF PETITION

Pursuant to Section 109 of the Austrian Stock Corporation Act, shareholders whose cumulative shareholdings reach 5% of the share capital may, under certain circumstances, demand in writing that certain items be included on the agenda of the next General Meeting and announced.

Pursuant to Section 110 of the Austrian Stock Corporation Act, shareholders whose cumulative shareholdings reach 1% of the share capital may submit to the company in writing proposals for resolutions on any agenda item and may, under certain circumstances, request that these proposals be published on the company's website.

Pursuant to Section 119 of the Austrian Stock Corporation Act, every shareholder has the right to propose a motion on any item on the agenda at a General Meeting. If a proposal is made at the General Meeting itself, it does not need to be substantiated.

RIGHT TO INFORMATION / RIGHT TO ASK QUESTIONS

Pursuant to Section 118 of the Austrian Stock Corporation Act, every shareholder is entitled to request information about the Company's affairs at the General Meeting, to the extent that such information is necessary for a proper evaluation of an agenda item and the provision of such information does not cause material damage to the Company or the provision of such information would be punishable by law. The right to information allows information to be obtained about the situation of the company and serves as a basis for decision-making by the company's shareholders.

RIGHT TO SPEAK

Every shareholder has the right to express his or her opinion at the General Meeting. It is the information and discussion forum of the shareholders. Speaking time may be limited by the chairperson of the General Meeting at the beginning of the meeting or as required. The right to speak as such may not be completely excluded.

VOTING RIGHTS AND RIGHT TO CHALLENGE RESOLUTIONS

Each shareholder has a voting right at the General Meeting in proportion to the numbers of shares held. Shareholders have three ways of exercising their voting rights: they may vote for a resolution, vote against a resolution or abstain from voting. In certain cases of bias on the part of the shareholder, the right to vote is suspended for the resolution in question. Unless the law prescribes a different majority, the General Meeting passes resolutions by a simple majority of the votes cast and, in cases where a capital majority is required, by a simple majority of the share capital represented at the passing of the resolution. Any shareholder has the right to challenge resolutions of the General Meeting, and a challenge may result in the subsequent rescission of a validly passed resolution. All resolutions that violate the law or the Articles of Association but are not null and void may be challenged. In order to be entitled to challenge a resolution, a shareholder must make an objection in the minutes.

APPENDIX 2: ACTIVITIES OF MEMBERS OF THE SUPERVISORY BOARD ON ADMINISTRATIVE, MANAGEMENT OR SUPERVISORY BODIES

The following table lists the names of the companies and organizations in which the members of the Supervisory Board of PIERER Mobility AG in office on the balance sheet date were – to the best of the Company's knowledge – members of an administrative, management or supervisory body of PIERER Mobility AG or a Group company of PIERER Mobility AG during the last three reporting periods. In addition, current roles in governing and supervisory bodies of important Swiss and foreign organizations, institutions and foundations under private and public law. The column headed "STILL SERVING" indicates whether membership in these boards or as a partner was still active on the balance sheet day:

MEMBER OF THE SUPERVISORY BOARD	COMPANY / ORGANIZATION	POSITION ¹⁾	STILL SERVING
Josef Blazicek	All for One Group SE	SB Chairman	Yes
	Leoni AG	SB member	Yes
	Pankl AG (formerly: Pankl SHW Industries AG) ²⁾	SB member	Yes
	Pankl Racing Systems AG ²⁾	Dep. SB Chairman	Yes
	Pierer Bajaj AG ²⁾	SB member	Yes
	Pierer Industrie AG ²⁾	Dep. SB Chairman	Yes
	swisspartners Group AG	BoD member	Yes
Rajiv Bajaj	KTM AG ³⁾	Dep. SB Chairman	Yes
	Bajaj Auto Ltd.	MD	Yes
	Pierer Bajaj AG ²⁾	Dep. SB Chairman	Yes
Iris Filzwieser	Pierer Bajaj AG ²⁾	SB member	Yes
Michaela Friepess	Leoni AG	SB member	Yes
	Pierer Bajaj AG ²⁾	SB member	Yes
	Schwäbische Hüttenwerke Automotive GmbH ²⁾	SB member	Yes
	SHW AG ²⁾	SB member	Yes
Srinivasan Ravikumar	KTM AG ³⁾	SB member	Yes
	Pierer Bajaj AG ²⁾	SB member	Yes
Friedrich Roithner	KTM AG ³⁾	SB Chairman	Yes
	KTM Components GmbH ³⁾	SB Chairman	Yes
	L1-Beteiligungs GmbH ²⁾	MD	Yes
	Leoni AG	SB Chairman	Yes
	Pankl AG (formerly: Pankl SHW Industries AG) ²⁾	SB member	Yes
	Pankl Racing Systems AG ²⁾	SB member	Yes
	Pierer Bajaj AG ²⁾	EB member	Yes
	Pierer Beteiligungs GmbH ²⁾	MD	Yes
	Pierer Konzerngesellschaft mbH ²⁾	MD	Yes
	Schwäbische Hüttenwerke Automotive GmbH ²⁾	SB member	Yes
	SHW AG ²⁾	SB member	Yes
	PIERER E-Commerce GmbH ³⁾ (formerly: HDC GmbH)	MD	No
	PIERER Mobility AG ³⁾	EB member, CFO	No
	PIERER New Mobility GmbH ³⁾ (formerly: PIERER E-Bikes GmbH)	SB Chairman	No

- 1) SB = Supervisory Board, EB = Executive Board, BoD = Board of Directors, Dep. = deputy, MD = Managing Director, CFO = Chief Financial Officer
- 2) Part of the Pierer Konzerngesellschaft mbH Group
- 3) Part of the PIERER Mobility Group

APPENDIX 3: MATERIAL ADDITIONAL FUNCTIONS OF THE EXECUTIVE BOARD MEMBERS

The following table lists the names of the companies and organizations in which the current members of the Executive Board of PIERER Mobility AG in office on the balance sheet date were – to the best of the Company's knowledge – members of an administrative, management or supervisory body of PIERER Mobility AG or a Group company of PIERER Mobility AG during the last five reporting periods. In addition, current roles in governing and supervisory bodies of important Swiss and foreign organizations, institutions and foundations under private and public law. The column headed "STILL SERVING" indicates whether the membership in these boards or as a partner was still active on the balance sheet day:

MEMBER OF THE EXECUTIVE BOARD	COMPANY / ORGANIZATION	POSITION ¹⁾	STILL SERVING
Stefan Pierer	European Association of Motorcycle Manufacturers	Deputy President	Yes
	Industriellenvereinigung Oberösterreich	President	Yes
	KTM AG	EB Chairman	Yes
	KTM Motorsports Inc.	EB member	Yes
	KTM North America Inc.	EB member	Yes
	Mercedes-Benz AG	SB member	Yes
	Mercedes-Benz Group AG	SB member	Yes
	P Immobilienverwaltung GmbH	MD	Yes
	Pankl AG (formerly: Pankl SHW Industries AG)	SB Chairman	Yes
	Pankl Racing Systems AG	SB Chairman	Yes
	PiMa Beteiligungsverwaltung GmbH	MD	Yes
	Pierer Bajaj AG	EB member	Yes
	Pierer Beteiligungs GmbH	MD	Yes
	PIERER IMMOREAL GmbH	MD	Yes
	Pierer Industrie AG	EB member, CEO	Yes
	Pierer Konzerngesellschaft mbH	MD	Yes
	Pierer Swiss AG	BoD member	Yes
	RM 2 Radbeteiligungs GmbH (formerly: PIERER 2 Radbeteiligungs GmbH) ²⁾	MD	Yes
	Robau Beteiligungsverwaltung GmbH	MD	Yes
	RVG NewCo GmbH	MD	Yes
	Schwäbische Hüttenwerke Automotive GmbH	SB member	Yes
	SHW AG	SB member	Yes
	Kiska GmbH	MD	No
	PIERER E-Commerce GmbH (formerly: HDC GmbH)	MD	No
	PIERER New Mobility GmbH (formerly: PIERER E-Bikes GmbH)	SB member	No
	swisspartners Group AG	BoD member	No
Gottfried Neumeister	KTM AG ³⁾	EB member, Co-CEO	Yes
	KTM Components GmbH ³⁾	SB member	Yes
	KTM North America Inc. ³⁾	EB member	Yes
	Privatstiftung Lauda	EB member	Yes

1) SB = Supervisory Board, EB = Executive Board, BoD = Board of Directors, Dep. = deputy, MD = Managing Director, CFO = Chief Financial Officer

2) Part of the Pierer Konzerngesellschaft mbH Group

3) Part of the PIERER Mobility Group

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