

SOURCES OF ESTIMATION AND OUTCOME UNCERTAINTY

A certain degree of measurement uncertainty exists for individual parameters, particularly in high-volume measurements related to water and wastewater, as well as in the estimated costs of future environmental regulations.

Information on measurement uncertainties and assumptions can be found in the respective topic-specific sections.

INCORPORATION BY REFERENCE

Please find a list of ESRS disclosure requirements that have been referenced in the report below:

Chapter	Datapoints	Reference document	Chapter in reference document
GOV-1 The role of the administrative, management, and supervisory bodies	ESRS 2-GOV-1 21c ESRS 2-GOV-1 23 ESRS 2-GOV-1 21a GOV-1 G1 5a GOV-1 G1 5b	Consolidated Corporate Governance Report 2024/25	Composition of the Management Board/ Composition of the Supervisory Board
GOV-3 Integration of sustainability-related performance in incentive schemes	ESRS 2-GOV-3 29 ESRS 2-GOV-3 29a ESRS 2-GOV-3 29b ESRS 2-GOV-3 29c ESRS 2-GOV-3 29d ESRS 2-GOV-3 29e GOV-3 E1 13	Remuneration Report for members of the Management and Supervisory Board BY 2024/25	Remuneration of the Management Board Remuneration of the Supervisory Board

GOVERNANCE

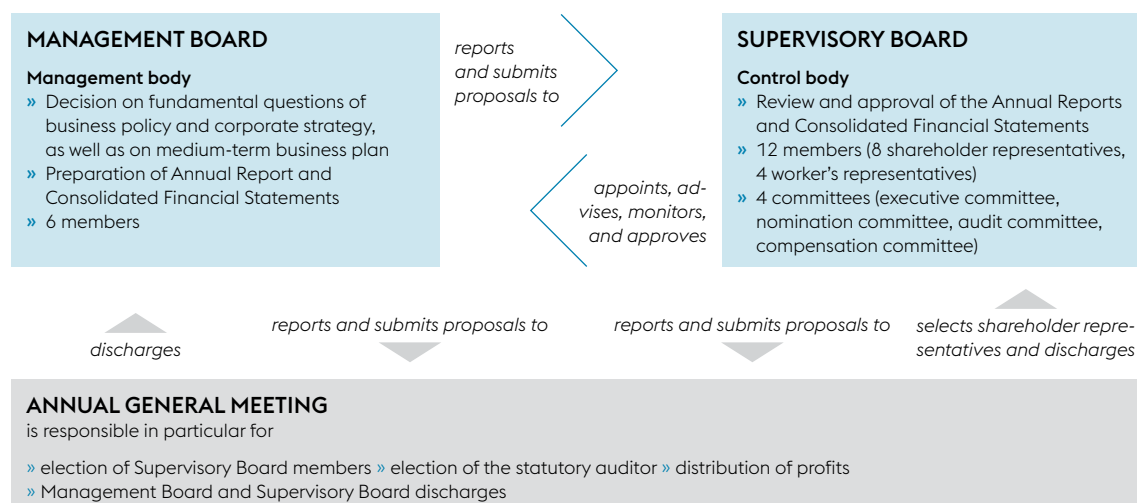
GOV-1 – The role of the administrative, management, and supervisory bodies

GOV-1 – GENERAL INFORMATION

The governance structure of voestalpine AG is based on a dual management model. This model includes the Management Board as a management body and the Supervisory Board as a supervisory body. The Management Board takes over the management and representation of the joint stock company and is responsible for the strategic decisions. The Supervisory Board supervises the management of the Management Board and is responsible for the appointment of members of the Management Board. The Articles of Association authorize the Supervisory Board to appoint committees and to define their rights and responsibilities. In addition to the statutory audit committee, the Supervisory Board of voestalpine AG has formed a General Committee, a Compensation Committee, and a Nomination Committee from among its members.

The dual management system ensures a clear separation between the company's operational management and the independent oversight of its activities.

DUAL voestalpine MANAGEMENT SYSTEM

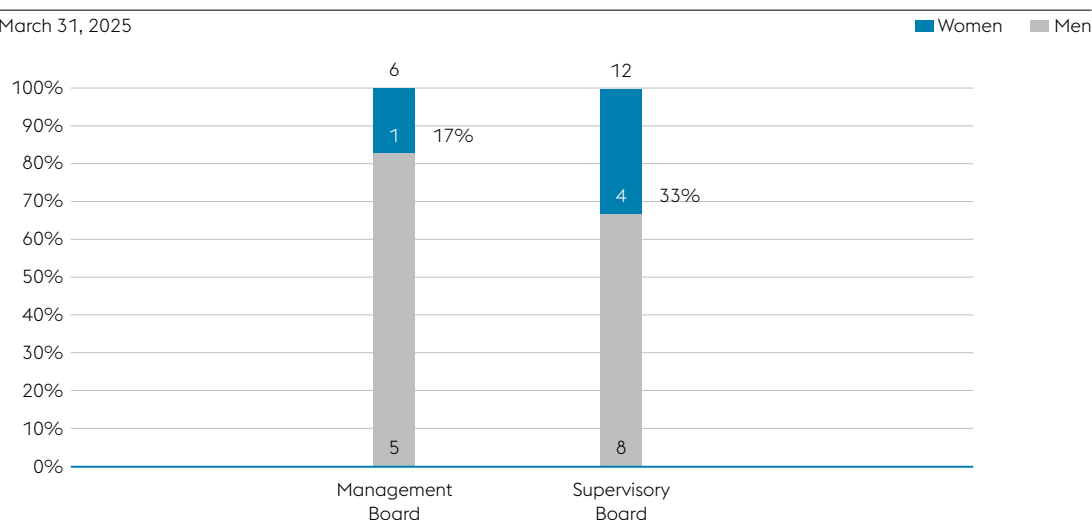


The Management Board of voestalpine AG currently consists of six members, including one woman, resulting in the board's proportion of women coming to approximately 17%. Five board members have Austrian citizenship, while one member is a German citizen.

The Supervisory Board of voestalpine is made up of eight shareholder representatives and four employee representatives. The proportion of women in the Supervisory Board is 33.33%, comprising three shareholder representatives and one employee representative. With the exception of one member who holds Swiss citizenship, all Supervisory Board members are Austrian.

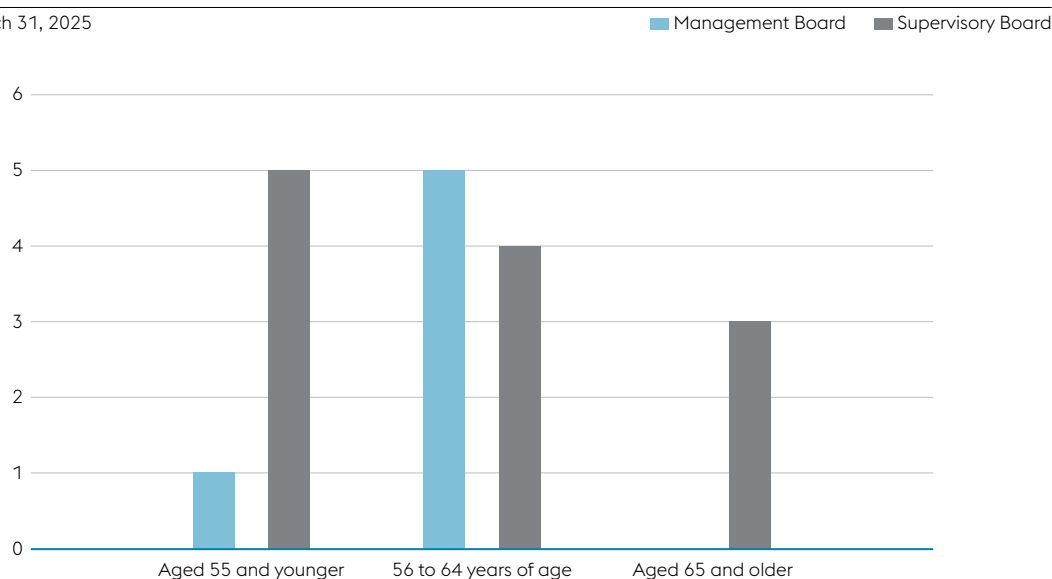
GENDER STRUCTURE OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD

as of March 31, 2025



AGE STRUCTURE OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD

as of March 31, 2025



For informational purposes, it is noted that, effective May 1, 2025, the Group Works Council of voestalpine AG has nominated Manfred Hippold as the employee representative on the Supervisory Board of voestalpine AG, replacing Hans-Karl Schaller. The age and gender structure remains unchanged.

Additional information on the composition of the Management Board can be found in the most recent Consolidated Corporate Governance Report 2024/25 (chapter “Composition of the Management Board”). There, the members of the Management Board are listed by name, along with details on their professional background, highlighting their expertise and experience in relation to sustainability matters. Additionally, relevant knowledge regarding the company sectors, products, and geographic locations of voestalpine is presented. The report also contains information on the terms of office and areas of responsibility of the individual members of the Management Board.

Additional information regarding the composition of the Supervisory Board, its committees, as well as the number and key topics of meetings in the 2024/25 business year can also be found in the most recent Consolidated Corporate Governance Report 2024/25 (chapter “Composition of the Supervisory Board”). The Supervisory Board possesses a wide range of expertise, professional experience, and management skills, ensuring effective oversight and guidance of the Management Board. This expertise is particularly important in the context of the Corporate Sustainability Reporting Directive (CSRD). An overview of the specific skills and expertise of the Supervisory Board members can be found in the qualifications matrix in the Consolidated Corporate Governance Report 2024/25, in the chapter “Composition of the Supervisory Board.”

The Management Board and the Supervisory Board are regularly informed and trained on relevant topics related to compliance, auditing, and sustainability during Management Board and Supervisory Board meetings. In addition, they may consult internal and external advisers and experts as required to enhance their knowledge on certain subjects. This ensures that the committees consistently possess up-to-date and well-founded expertise on sustainability.

Both the Management Board and the Supervisory Board bring together diverse competencies and experience to effectively address the material impacts, risks, and opportunities.

GOV-1 – G1 BUSINESS CONDUCT

The Code of Corporate Governance provides Austrian stock corporations with a framework for transparent, responsible, and sustainable corporate management and oversight. It is based on the provisions of Austrian stock corporation, stock exchange, and capital market law and is aligned with the OECD Guidelines for Corporate Governance.

The Austrian Code of Corporate Governance was most recently revised in January 2025. Compliance with the code is voluntary and aims to promote responsible corporate governance focused on sustainable and long-term value creation. Through its voluntary commitment, voestalpine adheres to these principles and promotes a high level of transparency for all stakeholders of the company.

The Management Board and the Supervisory Board of voestalpine AG resolved as early as in 2003 to recognize the Austrian Code of Corporate Governance, and have implemented all amendments made up until 2023 by the end of the reporting period. The C Rules and R Rules of the Code, as of the January 2025 version, will be implemented starting from the 2025/26 business year. In the business year 2024/25, voestalpine AG complied with the Code's mandatory L Rules as well as with the C Rules (excepting C Rule 39 from which it deviated) and all R Rules.

C RULE 39

Under C Rule 39, the majority of committee members shall satisfy the independence criteria established by the Supervisory Board in accordance with C Rule 53. In addition to one employee representative, the General and the Compensation Committee comprise two members elected by the Annual General Meeting. Following his election as the Chairman of the Supervisory Board of voestalpine AG effective April 1, 2022, and pursuant to the Supervisory Board's internal rules of procedure, Dr. Wolfgang Eder also assumed the chairmanship of both the General Committee (which simultaneously serves as the Nomination Committee) and the chairmanship of the Compensation Committee.

Owing to his prior position as the Chairman of voestalpine AG's Management Board until July 3, 2019, Dr. Eder does not fulfill one of the Supervisory Board's criteria of independence pursuant to Rule 53. Given this composition, therefore, the two Committees deviate from Rule C 39 of the Code because they do not include a majority of members elected by the Annual General Meeting who are independent as required under the independence criteria stipulated by the Supervisory Board.

By electing Dr. Eder to the position of Chairman of the Supervisory Board and thus also to the chairmanship of both the General and the Compensation Committees, in the company's interest the Supervisory Board is relying on his ability to fulfill these core responsibilities thanks to his many years of experience in the industry and management as well as his insight into the Group. As of August 2024, Dr. Eder will satisfy all of the independence criteria established by the Supervisory Board, with the result that full compliance with C Rule 39 will once again be assured from that date onward.

As of August 2024, all members of the Supervisory Board elected by the Annual General Meeting, and therefore all of the shareholder representatives, are to be classified as independent within the meaning of the criteria laid down by the Supervisory Board in accordance with C Rule 53 of the Austrian Code of Corporate Governance.

DUTIES AND RESPONSIBILITIES OF THE MEMBERS OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD IN RELATION TO SUSTAINABILITY

The Management Board proactively drives progress on sustainability topics and plays a central role in monitoring, managing, and overseeing the impacts, risks, and opportunities. It is informed about sustainability topics during regular board meetings and is involved in monitoring actions, setting new targets, and addressing emerging challenges.

In close coordination with the administrative, management, and supervisory bodies, voestalpine's sustainability-related goals were defined in terms of material impacts, risks, and opportunities as part of the development of the Group Strategy 2030+ and the associated sustainability strategy. The progress and achievement of the goals is monitored as part of the annual strategy review process.

Strategic responsibility for sustainability within the Management Board lies with the CEO. The corresponding operational tasks are handled by the sustainability organization, led by the Head of Group Sustainability, and by the Corporate Development department. Further information on the composition and tasks of the Group sustainability organization can be found in sections GOV-2 and GOV-5. Regular reports to the Supervisory Board of voestalpine AG enable effective oversight. This oversight also acts as a central control procedure for the management of impacts, risks, and opportunities, and results, for example, in the Group-wide resilience analysis, which assesses the company's resilience to climate-related risks and opportunities (for more information on resilience analysis see SBM-3 E1 Climate change and IRO-1 E1 Climate change).

GOV-2 – Information provided to and sustainability matters addressed by the undertaking's administrative, management, and supervisory bodies

The CEO is responsible for the sustainability strategy of voestalpine AG, while the member of the Management Board responsible for the Finance division is responsible for risk management. The Group Sustainability department, which was newly created in 2023, acts as a central coordination point for the sustainability strategy. The Management Board receives regular reports from the divisions and business units on key sustainability matters. The reports cover impacts, risks, and opportunities as well as the implementation of the sustainability due diligence. In addition, they include the results and an assessment of the effectiveness of the agreed policies, actions, metrics, and targets.

The Supervisory Board of voestalpine AG oversees the Group's risk management system and sustainability efforts. SBM-3 details the impacts, risks, and opportunities that have been identified as material to voestalpine. The objectives of the sustainability strategy are central to both day-to-day operations and long-term projects.

The material impacts, risks, and opportunities are taken into account by the Management and Supervisory Boards in strategic decisions and significant transactions.

In the business year 2024/25, the Supervisory Board and Management Board of voestalpine addressed all significant IROs in accordance with SBM-3.

GOV-3 – Integration of sustainability-related performance in incentive schemes

The compensation policy for the Management Board of voestalpine AG defines the framework and principles for compensating Management Board members, implementing the requirements of the Austrian Stock Corporation Act (Sections 78 to 78b of the Austrian Stock Corporation Act [*Aktiengesetz – AktG*]) as well as the Austrian Code of Corporate Governance. The compensation policy currently in effect was prepared by the General Committee, acting in its capacity as the Compensation Committee of voestalpine AG, and was formally approved by the Supervisory Board in its meeting held on June 4, 2024. It was submitted to the 32nd Annual General Meeting of the company for a vote on July 3, 2024.

The key principles of the compensation policy, along with detailed information on the compensation of the members of the Management Board and Supervisory Board, are presented in the compensation report for the Management and Supervisory Boards for the business year 2024/25. The report was audited by Deloitte Audit Wirtschaftsprüfungs GmbH and will be submitted for approval to the 33rd Annual General Meeting of voestalpine AG on July 2, 2025.

Since both the compensation policy and the compensation report will be submitted to the Annual General Meeting for approval, feedback from stakeholders will also be taken into account. The voting results for the compensation report and the compensation policy from the 32nd Annual General Meeting of the company held on July 3, 2024, are published on the voestalpine AG website. The compensation system for the Management Board aims to ensure appropriate compensation in relation to the size and financial position of voestalpine AG and to create incentives for long-term successful corporate management. The compensation of the Management Board members consists of a fixed, non-performance-based salary and a variable, performance-based component. The latter is based on a performance agreement concluded at the beginning of the business year between the Management Board and the general committee of the Supervisory Board of the company. The agreement includes both financial targets in the form of quantitative metrics and non-financial qualitative targets. Care is taken when determining these performance criteria to promote the long-term development of the company and avoid creating incentives for short-term effects only. During the reporting period, non-financial targets included sustainability matters that are not based on performance metrics but are instead of a qualitative nature.

Sustainable action is achieved by setting quantitative targets for a three-year period.

The shareholder representatives on the Supervisory Board receive fixed compensation without any variable components. The compensation of the members of the Supervisory Board is therefore not dependent on the achievement of specific sustainability targets. Members of the Supervisory Board appointed by the employee representatives do not receive Supervisory Board compensation (including attendance fees).

GOV-3 – E1 CLIMATE CHANGE

Climate-related considerations form part of the variable compensation of voestalpine's Management Board. Details regarding the proportion of compensation-relevant climate-related criteria and their formulation are included in the compensation report for voestalpine AG's Management and Supervisory Board members for the business year 2024/25, in the chapter "Remuneration of the Management Board."

GOV-4 – Statement on due diligence

voestalpine has implemented governance processes to fulfill its due diligence obligations in order to identify, assess, and take appropriate actions regarding material actual and potential negative impacts of its business activities on people and the environment. This ongoing process extends across the entire value chain, including the company's own operations as well as upstream and downstream relationships with various stakeholder groups.

The due diligence governance processes comprise several successive steps:

1. Identifying and assessing material adverse impacts

- » The materiality assessment serves as a central tool for identifying and assessing actual and potential adverse impacts on people and the environment.
- » The assessment covers all business units and stages of the value chain and is based on the criteria of "severity of impact" and "likelihood of occurrence," as outlined in international guidelines (UN Guiding Principles on Business and Human Rights, OECD Guidelines for Multinational Enterprises).
- » The insights gained are prioritized and serve as the basis for developing prevention and remediation measures.

2. Integrating impacts into the corporate strategy and operational processes

- » The identified material negative impacts are incorporated into voestalpine's strategic planning processes.
- » They are also integrated into corporate management, governance mechanisms, and internal risk management systems.
- » voestalpine integrates these insights into decisions on investments, business model development, and operational processes, with the goal of minimizing or, where possible, preventing negative impacts.

3. Implementing preventive and remedial actions

- » Development and implementation of specific actions to prevent, mitigate, or remedy negative impacts.
- » Carrying out targeted training programs for employees on human rights and environmental due diligence responsibilities.
- » Periodic supplier assessments, in particular with regard to labor and environmental standards.
- » Promotion of sustainable procurement practices and initiatives to reduce CO₂ emissions in production processes.

4. Monitoring and reporting

- » Regular reviews of the progress and effectiveness of the implemented actions.
- » Documentation of developments and challenges covered in voestalpine's sustainability reports, including both quantitative and qualitative metrics for measuring success.
- » Transparent communications on practices and results of the due diligence, including through reporting, press releases, and by posting on the company's website.

voestalpine follows a continuous improvement process to further optimize its due diligence. The insights gained are incorporated into the further development of the sustainability strategy to effectively counteract negative impacts and ensure long-term responsible business practices. Progress and challenges related to the fulfilment of our due diligence obligations are monitored on a regular basis.

GOV-4: The following table provides an overview of how voestalpine applies the core elements of due diligence for human rights and the environment, and where they are presented in this sustainability report.

DUE DILIGENCE REFERENCES

Core Elements of Due Diligence	ESRS-Paragraphs
a) Embedding due diligence in governance, strategy, and business model	<p>ESRS 2 GOV-2 Information provided to and sustainability matters addressed by the undertaking's administrative, management, and supervisory bodies</p> <p>ESRS 2 GOV-3 Integration of sustainability-related performance in incentive schemes</p> <p>ESRS 2 SBM-3 Material impacts, risks, and opportunities and their interaction with strategy and business model</p> <p>ESRS SBM-3 E1 Climate change</p> <p>ESRS SBM-3 E4 Biodiversity and ecosystems</p> <p>ESRS 2 SBM-3 S1 Own workforce</p> <p>ESRS 2 SBM-3 S2 Workers in the value chain</p> <p>ESRS 2 SBM-3 S3 Affected communities</p>
b) Engaging with affected stakeholders in all key steps of the due diligence	<p>ESRS 2 GOV-2 Information provided to and sustainability matters addressed by the undertaking's administrative, management, and supervisory bodies</p> <p>ESRS 2 SBM-2 Interests and views of stakeholders</p> <p>ESRS 2 SBM-2 S1 Own workforce</p> <p>ESRS 2 SBM-2 S2 Workers in the value chain</p> <p>ESRS 2 SBM-2 S3 Affected communities</p> <p>ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks, and opportunities</p> <p>ESRS 2 MDR-P (Policies and procedures for stakeholder engagement in due diligence processes)</p> <p>In each topical chapter (E1, E2, E3, E4, E5, S1, S2, S3, G1, R&D, Taxes): stakeholder engagement</p>
c) Identifying and assessing adverse impacts	<p>ESRS 2 IRO-1 Description of the processes to identify and assess material impacts, risks, and opportunities</p> <p>ESRS 2 SBM-3 Material impacts, risks, and opportunities and their interaction with strategy and business model</p> <p>ESRS SBM-3 E1 Climate change</p> <p>ESRS SBM-3 E4 Biodiversity and ecosystems</p> <p>ESRS 2 SBM-3 S1 Own workforce</p>
d) Taking actions to address those adverse impacts	<p>ESRS 2 MDR-A Actions</p> <p>In each topical chapter (E1, E2, E3, E4, E5, S1, S2, S3, G1, R&D, Taxes): actions, including transition plans to address impacts</p>
e) Tracking the effectiveness of these efforts and communicating	<p>ESRS 2 MDR-M Metrics</p> <p>ESRS 2 MDR-T Targets</p> <p>In each topical chapter (E1, E2, E3, E4, E5, S1, S2, S3, G1, F&E, Taxes): metrics and targets</p>

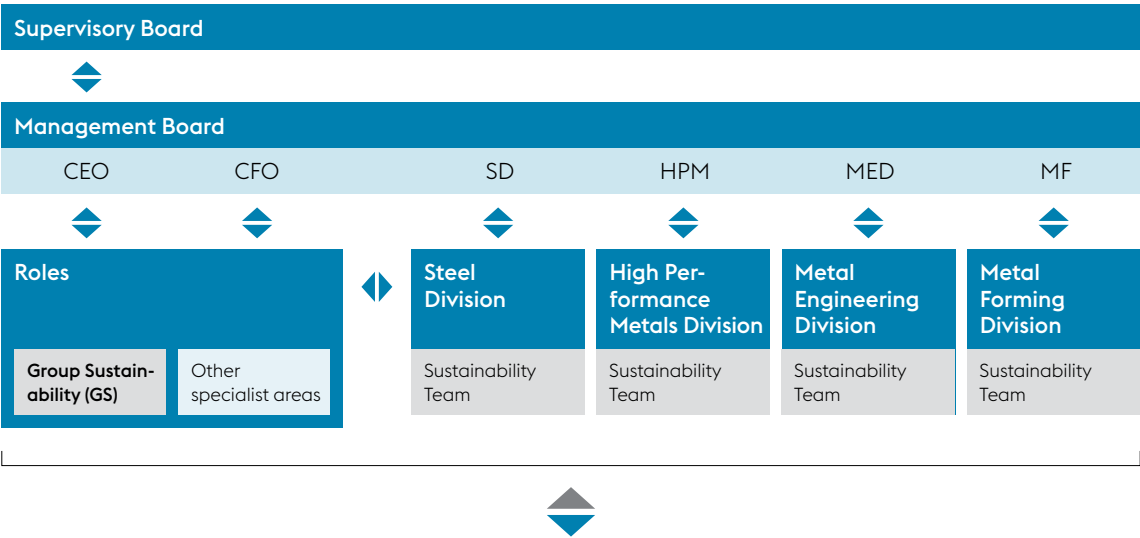
GOV-5 – Risk management and internal controls over sustainability reporting

ORGANIZATIONAL ANCHORING OF SUSTAINABILITY AT voestalpine

The Group Sustainability department, which was newly created at Group level in 2023, is responsible for all sustainability agendas at voestalpine. It acts as a central coordination point for corporate responsibility management and all sustainability initiatives. In addition, a secondary organization was established in the reporting period in the form of a board and committee structure in order to ensure consistent cross-functional and cross-divisional cooperation at all levels. This structure also includes risk management processes and internal control mechanisms related to sustainability reporting.

ORGANIZATIONAL STRUCTURE—SUSTAINABILITY MANAGEMENT

PRIMARY ORGANIZATION



SECONDARY ORGANIZATION



Group Sustainability department

The Group Sustainability (GS) department is responsible for coordinating reporting and regularly updating report content in consultation with the relevant departments and in compliance with legal standards. GS is responsible for implementing an internal control system (ICS) as part of sustainability reporting, insofar as the processes are not already covered by an existing ICS (e.g., ICS for financial processes).

Internal Audit and Risk Management department

Risk management is responsible for Group-wide risk management as well as for Internal Audit. The ICS for sustainability reporting supplements existing internal control systems (finance, sales, personnel) at voestalpine. Therefore, responsibility for monitoring the processes lies with the Internal Audit and Risk Management department.

Specialist departments

All relevant departments are responsible for the correct and complete provision of the necessary data and information required for sustainability reporting. It is the responsibility of the individual departments to ensure adherence to the respective ICS requirements for sustainability reporting.

The sustainability reporting processes are embedded within the overarching risk management structures, including internal control systems. The numerous Group policies, published on the intranet, define Group-wide minimum standards and provide the framework for ethical, responsible, and sustainable business conduct, incorporating basic principles of internal control systems, such as:

- » The dual control principle
- » Functional separation
- » Transparency and traceability
- » Need-to-know principle
- » Security of property and assets

An integral part of the risk analysis and assessment is the comprehensive materiality assessment conducted in accordance with ESRS, which ensures that all sustainability topics relevant to voestalpine are identified and considered in the sustainability report. In the business year 2023/24, the perspective of stakeholders was increasingly incorporated into this analysis. An audit ensures that the identified topics are covered in the sustainability report.

Sustainability reporting is subject to risks, such as human error, incomplete data, or inconsistent information. Risks relate in particular to the accuracy of data entries and manual processing steps in the reporting process.

Furthermore, the materiality assessment conducted as part of the initial application of ESRS posed a particular challenge: In certain areas, such as biodiversity, there was limited reliable information available at the time of the assessment to accurately assess concrete impacts as well as financial risks and opportunities. voestalpine is working to systematically improve its expertise and the underlying data foundation in these areas.

voestalpine has implemented a series of control mechanisms to minimize risks in sustainability reporting to the greatest possible extent:

- » The CSRD project core team regularly reviews the requirements for sustainability reporting and the regulations during the reporting process.
- » Internal experts from a wide range of specialist departments as well as external experts examine the topic-specific chapters, carry out cross-comparisons with other chapters (dual control principle), and review or validate subject-specific content.
- » The Group Sustainability Committee reviews and subsequently approves the material intended for publication.
- » In addition, the sustainability report is subject to an external audit with limited assurance.
- » In areas where data is incomplete—such as biodiversity—voestalpine systematically documents any information gaps. These then serve as the basis for the further development of the materiality assessment and reporting in future reporting periods.

The appointed auditors conduct analytical audit procedures and conduct sample audits as part of the limited assurance process for the company's sustainability report. Audit activities performed by the external auditor are described in the assurance statement.

Furthermore, voestalpine has implemented additional internal controls based on its risk assessment in the sustainability report. These include quantitative and qualitative audit mechanisms, the involvement of key corporate functions, and the participation of the Group-wide Sustainability Board. These controls are complemented by system-based access controls and automated input controls in the IT systems used for sustainability reporting.

STRATEGY

SBM-1 – Strategy, business model, and value chain

voestalpine is a global steel and technology group with a unique combination of material and processing expertise. The Group's organizational structure consists of a holding company and four divisions. With high-quality product and system solutions made from steel and other metallic materials, voestalpine is a leading partner in the automotive, energy, mechanical engineering, consumer goods, and aerospace industries. In addition, voestalpine is the world market leader in rail infrastructure systems, tool steel, and special sections. The Group's broad customer base contributes to earnings stability in a cyclical market environment overall.

The Group Strategy 2030+ outlines the path for voestalpine in the coming years, aiming to ensure the company's future viability and enable further value-enhancing growth. As an international Group, voestalpine is committed to global climate targets and is working intensively on technologies to reduce CO₂ emissions as well as on long-term decarbonization.

The Steel Division has been setting environmental benchmarks in steel production for years and is developing hydrogen-based future technologies to achieve CO₂-neutral steel production. With its high-quality strip steel, the Steel Division is a partner to renowned automotive manufacturers and suppliers around the globe.