

# Financial Report Interroll Holding AG

Balance sheet	2
Income statement	2
Statement of changes in equity	3
<b>Notes to the financial statements</b>	<b>4</b>
1 General information on the financial statements	4
2 Other statutory disclosures	5
3 Other disclosures according to Swiss law	6
4 Proposal for the appropriation of available earnings	6
<b>Report of the statutory auditor to the General Meeting of INTERROLL HOLDING AG, Sant'Antonino</b>	<b>7</b>

# Financial statements of Interroll Holding AG

## Balance sheet

in thousands CHF	see notes*	31.12.2025	31.12.2024
<b>Assets</b>			
Cash and cash equivalents		11,435	2,203
Accounts receivable from subsidiaries		59	66
Other receivables from third parties		41	433
Loans to subsidiaries	2.3	15,500	1,912
<b>Total current assets</b>		<b>27,034</b>	<b>4,614</b>
Investments		121,878	121,878
Loans to subsidiaries	2.3	—	—
<b>Total non-current assets</b>		<b>121,878</b>	<b>121,878</b>
<b>Total assets</b>		<b>148,912</b>	<b>126,491</b>
<b>Equity and liabilities</b>			
Trade and other accounts payable from subsidiaries		460	584
Trade and other accounts payable from third parties		24	430
Loans from subsidiaries	2.4	—	—
Accrued expenses		1,881	2,430
<b>Total current liabilities</b>		<b>2,364</b>	<b>3,444</b>
<b>Total non-current liabilities</b>		<b>—</b>	<b>—</b>
Share capital	2.5	854	854
Legal reserve			
- Share premium		8	8
- Other legal reserves		5,209	5,209
- Available earnings		182,880	172,929
Treasury shares	2.1	-42,404	-55,953
<b>Total shareholder's equity</b>		<b>146,548</b>	<b>123,047</b>
<b>Total liabilities and equity</b>		<b>148,912</b>	<b>126,491</b>

\*See notes to the financial statements, which are an integral part of this year's financial statements.

## Income statement

in thousands CHF	2025	2024
Investment income	39,290	15,315
Royalty income	4,919	5,127
Other operating income	526	649
Financial income	288	4,575
<b>Total income</b>	<b>45,023</b>	<b>25,666</b>
Administration expenses	-987	-1,044
Personnel expenses	-1,567	-1,632
Other operating expenses	-3,684	-1,658
Financial expenses	-2,122	-620
<b>Total expenses</b>	<b>-8,360</b>	<b>-4,953</b>
<b>Result before income taxes</b>	<b>36,663</b>	<b>20,713</b>
Direct taxes	—	-768
<b>Result</b>	<b>36,663</b>	<b>19,946</b>

## Statement of changes in equity

in thousands CHF	Share capital	Reserves from capital contrib.	Legal reserve	Available earnings	Own shares	Total
<b>As of 1.1.2024</b>	<b>854</b>	<b>8</b>	<b>5,209</b>	<b>179,455</b>	<b>-67,248</b>	<b>118,278</b>
Result 2024				19,946		<b>19,946</b>
Dividend payment, net				-26,472		<b>-26,472</b>
Change of balance for treasury shares					11,295	<b>11,295</b>
<b>Per 31.12.2024</b>	<b>854</b>	<b>8</b>	<b>5,209</b>	<b>172,929</b>	<b>-55,953</b>	<b>123,047</b>
Result 2025				36,663		<b>36,663</b>
Dividend payment, net				-26,712		<b>-26,712</b>
Change of balance for treasury shares					13,549	<b>13,549</b>
<b>Per 31.12.2025</b>	<b>854</b>	<b>8</b>	<b>5,209</b>	<b>182,880</b>	<b>-42,404</b>	<b>146,548</b>

# Notes to the financial statements

## 1 General information on the financial statements

### 1.1 Accounting policies

#### Accounting law

The 2025 financial statements were prepared according to the provisions of Swiss law on Accounting and Financial Reporting (32<sup>nd</sup> title, Swiss Code of Obligations).

#### Current/non-current distinction

Current assets are assets expected to be realized or consumed in the normal course of the company's operating cycle or assets held for trading purposes. All other assets are classified as non-current assets.

Current liabilities are liabilities expected to be settled by use of cash generated in the normal course of the company's operating cycle or liabilities due within one year from the reporting date. All other liabilities are classified as non-current liabilities.

#### Foreign currency translation

Transactions in foreign currencies are recorded using exchange rates prevailing at the time of the transaction. Gains or losses arising upon settlement of these transactions are included in the current year's income under financial income and financial expenses, respectively. Monetary assets and liabilities denominated in foreign currencies as at December 31 are translated using the exchange rates prevailing at the balance sheet date. Any gains or losses resulting from this translation are also included in the current year's income, except for realized gains, which are deferred.

#### Forgoing a cash flow statement and additional disclosures in the notes

As Interroll Holding AG has prepared its consolidated financial statements in accordance with a recognized accounting standard (IFRS), it has decided to forgo presenting additional information on interest-bearing liabilities and audit fees in the notes as well as a cash flow statement in accordance with the law.

### 1.2 Valuation principles

#### Cash and cash equivalents, accounts receivable and payable

Cash and cash equivalents are stated at nominal value. Accounts receivable are stated at nominal value less any valuation adjustment for credit risks. Accounts payable are stated at nominal value. Accounts receivable from Group companies arise from services provided by Interroll Holding AG and related invoiced interest and royalties. These services are recognized on an accrual basis.

#### Treasury shares

Treasury shares are stated at acquisition price. In case of sales, a potential difference between sales price and acquisition price is accounted in the P&L statement.

#### Loans

Non-current loans receivable are stated at nominal value less any valuation adjustments deemed necessary to reflect the credit risk. Non-current loans payable are stated at nominal value.

#### Investments

Investments are stated at cost less any valuation adjustments deemed necessary to recognize a decline other than temporary in value (impairment).

#### Accrued expenses

Accrued expenses primarily relate to interest due on loans payable stated at nominal value and to accruals for the remuneration of the Board of Directors.

## 2 Other statutory disclosures

### 2.1 Treasury shares

#### Shares sold, acquired, and held in the periods under review

In the year under review, the company sold 5,450 own shares (previous year: 4,800 shares were sold). In the year under review, the company did not acquire any shares (previous year: 0 shares). At year-end 2025, the company held 19,209 own shares at a book value of CHF 42.4 million (previous year: 24,893 own shares at a book value of CHF 56.0 million).

#### Allocation of treasury shares to employees

234 shares (previous year: 225) at a carrying value of CHF 0.5 million (previous year: CHF 0.6 million) were attributed to employees.

### 2.2 Investments

An overview on the material either directly or indirectly held investments can be found in the notes to the consolidated statements of the Interroll Group (see note "7.4 – Scope of consolidation").

### 2.3 Loans to subsidiaries

The interest rates used were the following:	lowest	highest
In the year 2025	0.20%	1.00%
In the year 2024	0.20%	1.50%

The loans due to Group companies are normally redeemable with a notification period of three months. As of year-end, the total outstanding Group loans amounted to CHF 15.5 million (previous year: CHF 1.9 million). During the year under review, no valuation allowance was accounted for (previous year: CHF 0.0 million).

### 2.4 Loans from subsidiaries

The following interest rates were used:	lowest	highest
In the year 2025	1.0%	5.8%
In the year 2024	1.5%	5.8%

Loans due from subsidiaries are normally redeemable with a notice period of three months. As at year-end 2025, no Group loans were due.

### 2.5 Equity capital

#### Composition of the share capital

The share capital consists of 854,000 fully paid-in registered shares with a par value of CHF 1.00 each (previous year: CHF 1.00). Each share entitles the holder to equal dividend and voting rights.

#### Significant shareholders (at least 3% of the share capital)

The following table shows the number of shares held by the most significant shareholders as well as their participation in percent.

Shareholder/shareholder group	31.12.2025		31.12.2024	
	Number of shares	in %	Number of shares	in %
Familie Ghisalberti	69,004	8.08	69,004	8.08
Stiftung Erlebnispark Fördertechnik GmbH	34,275	4.01	34,275	4.01
UBS Funds Management (Switzerland) AG	74,219	8.69	65,701	7.69
EGS Beteiligungen AG, Zurich	60,000	7.03	57,627	6.75
Swisscanto Fondsleitung AG	35,308	4.13	—	—
BlackRock, Inc., New York	—	—	25,755	3.02
Various other shareholders	581,194	68.06	601,638	70.45
<b>Total</b>	<b>854,000</b>	<b>100.00</b>	<b>854,000</b>	<b>100.00</b>

### 2.6 Contingent liabilities

Interroll Holding AG has issued a guarantee for an existing shared credit facility in the amount of CHF 58.5 million (previous year: CHF 58.5 million) in favor of Interroll (Schweiz) AG. As at year-end 2025, no credit facility was used (previous year: CHF 0.0 million).

In addition, Interroll Holding AG issued letters of continuing financial support in favor of the following Group companies:

Country	Company
Germany	Interroll Automation GmbH, Sinsheim (DE)
France	Interroll S.A.S., La Roche-sur-Yon (FR)

Interroll Holding AG carries joint liability in respect of the federal tax authorities for value added tax debts of all Swiss subsidiaries. Interroll Holding AG also granted advance payment guarantees of CHF 1.7 million in favor of customers from its subsidiaries.

### 3 Other disclosures according to Swiss law

#### 3.1 Full-time positions

There are no full-time employees at Interroll Holding AG.

#### 3.2 Remuneration of and shares held by the Board of Directors and Group Management

The remuneration of the members of the Board of Directors and Group Management and the shares and options held by the members of the Board of Directors at year-end are disclosed in the Remuneration Report in accordance with art. 734 et seq. of the Swiss Code of Obligations (see Remuneration Report, pages ## to ##).

#### 3.3 Shares and options held by Group Management

Shares and options owned by the members of Group Management and their related parties were as follows:

	Shares per 31.12.		Share of voting rights in % as of 31.12. (rounded)	
	2025	2024	2025	2024
Markus Asch	45	0	0.01	—
Ingo Steinkrüger*	127	70	0.02	0.01
Heinz Hösli	98	60	0.01	0.01
Maurizio Catino	91	68	0.01	0.01
Alp Ayhan Demirel*	6	0	—	—
Richard Keely	77	108	0.01	0.01
Dr. Ben Xia	1,052	951	0.13	0.12
<b>Total</b>	<b>1,496</b>	<b>1257</b>	<b>0.18</b>	<b>0.15</b>

\*Left Group Management during the year 2025.

### 4 Proposal for the appropriation of available earnings

#### Appropriation of available earnings

The Board of Directors proposes to the Annual General Meeting to appropriate the available earnings as per the end of the year under review as follows:

in thousands CHF	31.12.2025	31.12.2024
Result	36,663	19,946
Available earnings carried over from previous year	146,217	152,983
<b>Total available earnings carried forward</b>	<b>182,880</b>	<b>172,929</b>
Distribution of a dividend of	27,328	26,712
To be carried forward	155,552	146,217
<b>Total available earnings carried forward</b>	<b>182,880</b>	<b>172,929</b>

#### Proposed dividend payment

The Board of Directors proposes to the Annual General Meeting to pay a dividend of CHF 32.00 per share. Treasury shares are not entitled to a dividend. A maximum total of CHF 27.3 million would be distributed. In the previous year, a dividend in the amount of CHF 32.00 per share or a maximum of CHF 27.3 million was approved. If this year's dividend proposal is approved, the respective payment will be processed in June 2026.

# Report of the statutory auditor to the General Meeting of INTERROLL HOLDING AG, Sant'Antonino



## Report on the audit of the financial statements

### Opinion

We have audited the financial statements of INTERROLL HOLDING AG (the Company), which comprise the balance sheet as at 31 December 2025, and the income statement, and the statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (pages 1 to 6) comply with Swiss law and the Company's articles of incorporation.

### Basis for opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession that are relevant to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Our audit approach

### Materiality

The scope of our audit was influenced by our application of materiality. Our audit opinion aims to provide reasonable assurance that the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall materiality for the financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate, on the financial statements as a whole.

<b>Overall materiality</b>	CHF 500,000
<b>Benchmark applied</b>	Total assets
<b>Rationale for the materiality benchmark applied</b>	We chose total assets as the benchmark as the company primarily holds equity investments in subsidiaries.

We agreed with the Audit Committee that we would report to them misstatements above CHF 50,000 identified during our audit as well as any misstatements below that amount which, in our view, warranted reporting for qualitative reasons.

### Audit scope

We designed our audit by determining materiality and assessing the risks of material misstatement in the financial statements. In particular, we considered where subjective judgements were made; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Company, the accounting processes and controls, and the industry in which the Company operates.

### Key audit matters

We have determined that there are no key audit matters to communicate in our report.

### Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements, the consolidated financial statements, the remuneration report and our auditor's reports thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Board of Directors' responsibilities for the financial statements

The Board of Directors is responsible for the preparation of financial statements in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and SA-CH will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Swiss law and SA-CH, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with the Board of Directors or its relevant committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them regarding all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Board of Directors or its relevant committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on other legal and regulatory requirements**

In accordance with article 728a para. 1 item 3 CO and PS-CH 890, we confirm the existence of an internal control system that has been designed, pursuant to the instructions of the Board of Directors, for the preparation of the financial statements.

We further confirm that the proposed appropriation of available earnings complies with Swiss law and the Company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

PricewaterhouseCoopers AG

Gerhard Siegrist  
Licensed audit expert  
Auditor in charge

Regina Spälti  
Licensed audit expert

Zurich, 11 March 2026