



# ESG ROADSHOW Jan. 2023

world of **wienerberger**

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# AGENDA

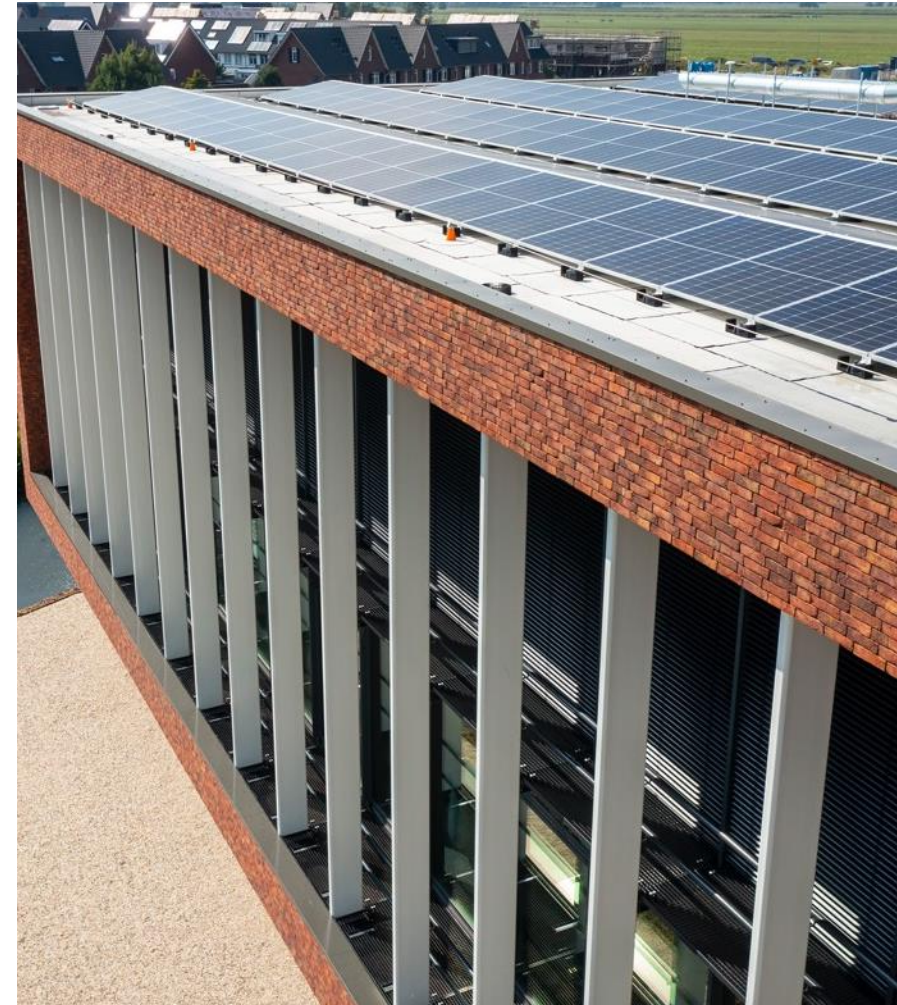
› WE FOCUS ON OUR PEOPLE

› RECAP PERFORMANCE 2022

› ESG MANAGEMENT

› SUPERVISORY BOARD

› REMUNERATION



## AT WIENERBERGER, PEOPLE MATTER AND WE SHARE COMMON VALUES

We realize our vision on the basis of our values, which define who we are and how we work together as a team

Every decision we take and every contribution we make is driven by this set of shared values

We strongly care about our ~20,000 people

- > H&S is our #1 priority
- > Employee survey
- > Strong focus on talent management & attracting new employees
- > Promote training & development
- > Employee participation program
- > Diversity



# HEALTH & SAFETY - OUR #1 PRIORITY WITH FULL FOCUS ON H&S AWARENESS AND BEHAVIOR

- 1 Our goal is zero harm for our employees during work
- 2 Full attention is on raising awareness and changing behaviour
- 3 Leading indicators like VML (visible management leadership) and training increased significantly
- 4 All employees are actively involved in safety concern reporting and closing them out
- 5 As a result also lagging indicators like LTA and AFR are steadily declining



# STRONG HEALTH & SAFETY PERFORMANCE IN 2022

Key H&S KPIs	Development 2022 vs. 2021
	Chg. in %
Fatal accidents	<b>-100%</b>
Lost time accidents	<b>-4%</b>
Minor accidents	<b>0%</b>
Safety concerns	<b>+19%</b>
Visible leadership (hrs)	<b>+76%</b>
Training (hrs)	<b>+65%</b>

## OUR COMPANY VALUES TRUST AND RESPECT ARE FULLY EMBEDDED IN OUR H&S GUIDELINES AND PROGRAMS

- › **Support:** ALL employees shall be trained, supported, and empowered to **STOP** and take **TIME OUT** if any task or activity is in direct contravention of H&S rules.
- › **Accountability:** ALL sites shall acknowledge that any breach of H&S Rules is completely unacceptable without exception.
- › **Continuous Improvement:** ALL sites shall monitor, report, and evaluate their current programmes to improve safety awareness, behaviour and performance.
- › **Shared Learnings:** ALL sites shall communicate shared lessons learned via safety alerts and best practice examples via the Group Safety Portal. ALL employees are encouraged to make suggestions for further improvements.



# AGENDA

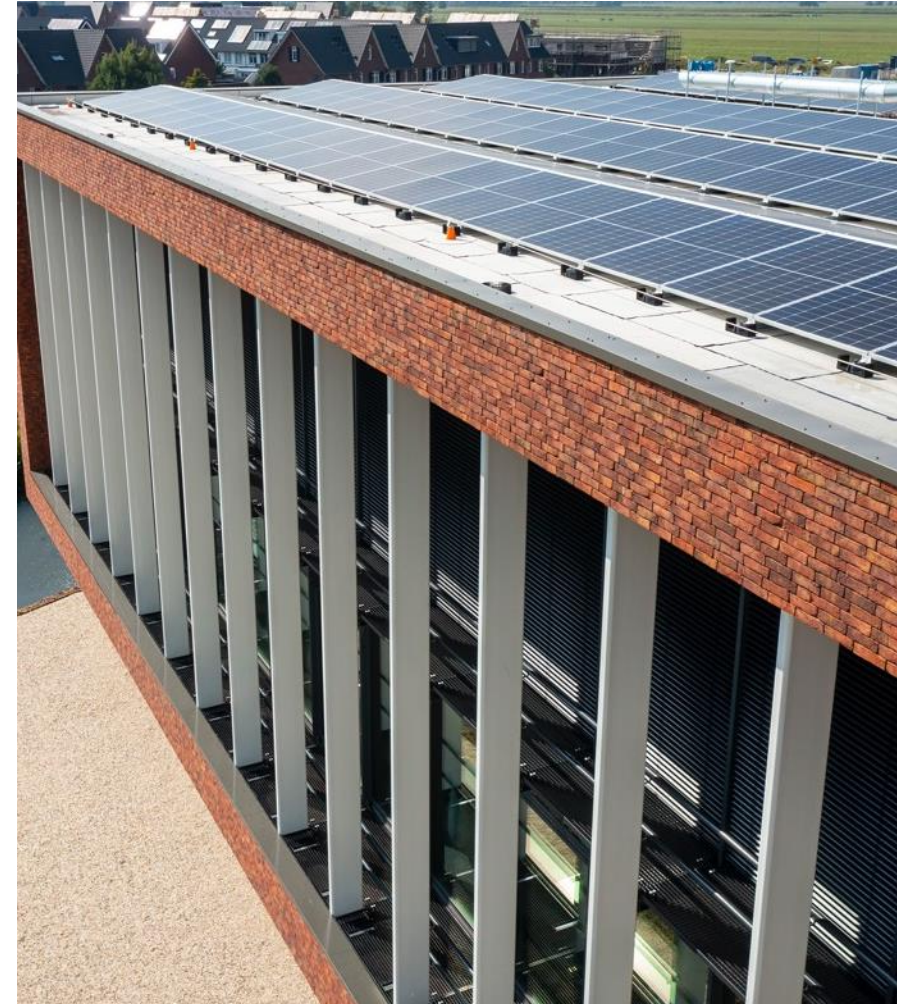
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## SUBSTANTIAL GROWTH DESPITE CHALLENGING ENVIRONMENT

1

**Double-digit organic revenue growth** through strong **sales price evolution** and continued **focus on innovation and system solutions**

2

**Excellent EBITDA development driven by clear price over cost outperformance in all business segments and regions, especially in piping US and ceramics Europe**

3

**Strong Free Cash Flow** and **low financial leverage** enable further organic as well as inorganic growth

# EXCELLENT FINANCIALS REFLECTING STRONG BUSINESS PERFORMANCE

## STRONG ORGANIC REVENUE GROWTH

driven by continuous focus on  
**innovation & system solutions**

Revenues  
**€ <~5,000** (2021: 4.0 bn | ~+25%)

## SIGNIFICANT EARNINGS GROWTH

driven by excellent cost management and  
strong pricing power

Operating EBITDA  
**€ >1,000 mn** (2021: 694 mn | ~+45%)

## SELF HELP AND M&A

**Self help:** Earnings contribution from  
continuous Operational Excellence  
measures of **€ 48 mn**

**M&A:** Value-creating acquisitions result  
in earnings contributions of **€ 77 mn**

## STRONG CASH GENERATION & ROCE

- › Cash conversion rate: ~**86%**
- › **ROCE: >17%** (2021: 4.0 bn | ~+500bp)

## ATTRACTIVE SHAREHOLDER RETURN

- › **€ 297 mn distributed to shareholders** in the form of share buyback & dividend
- › Share buyback of ~**7.7%** financed entirely out of own cash flow
- › Cancellation of 3% boosting **EPS**

## LOW FINANCIAL LEVERAGE

- thanks to disciplined balance sheet management
- › **Net debt / EBITDA: 1.1x**

# OUTPERFORM COST INFLATION DESPITE EXTREMELY VOLATILE TIMES

## SUSTAINABLE PROCUREMENT STRATEGY

- › Firmly established, excellent **procurement organization** at Group level
- › **Forward looking procurement strategy** implemented for required input materials & energy

## COMPETITIVE ADVANTAGE

- › Procurement strategy ensured **availability** of needed **materials** at **fixed prices**
- › Strategy allows for **gradual & consistent pricing**
- › Enabling Wienerberger to **remain a reliable partner** also in a challenging environment

**Successful outperformance of cost inflation in 2022 by demonstrating strong pricing power**

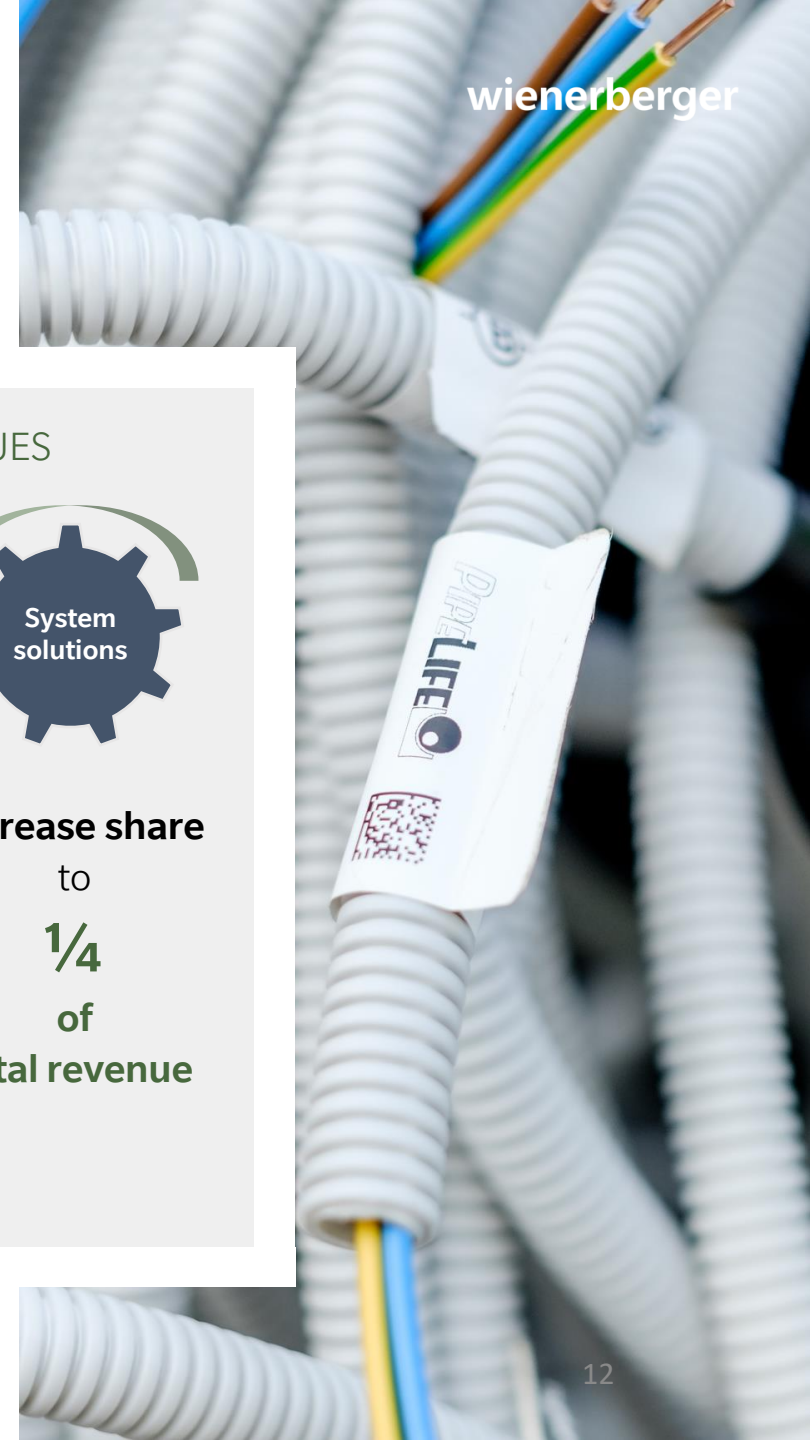
**Wienerberger cost inflation**

**~16%**

**Implemented price increase**

**~21%**

# ORGANIC GROWTH THROUGH INNOVATION & SYSTEM SOLUTIONS



## Organic Growth

### Innovative products & system solutions

- › A **combination** of **products/ services** that **bring** an **intrinsic benefit to our customers (Convenience)** and a **platform** to **further scale our business**
- › **Track record** of M&As directly impacting our growth through innovation & system solutions.
  - › Preflex Spider – Electronic pipe system
  - › Inter Act – Digital services for water systems
  - › FloPlast& Cork Plastic – Rainwater management
  - › Struxura – Prefabricated wall panels
- › With innovation & system competence we **tackle the megatrends & continuously increase profitability**

### TARGET VALUES



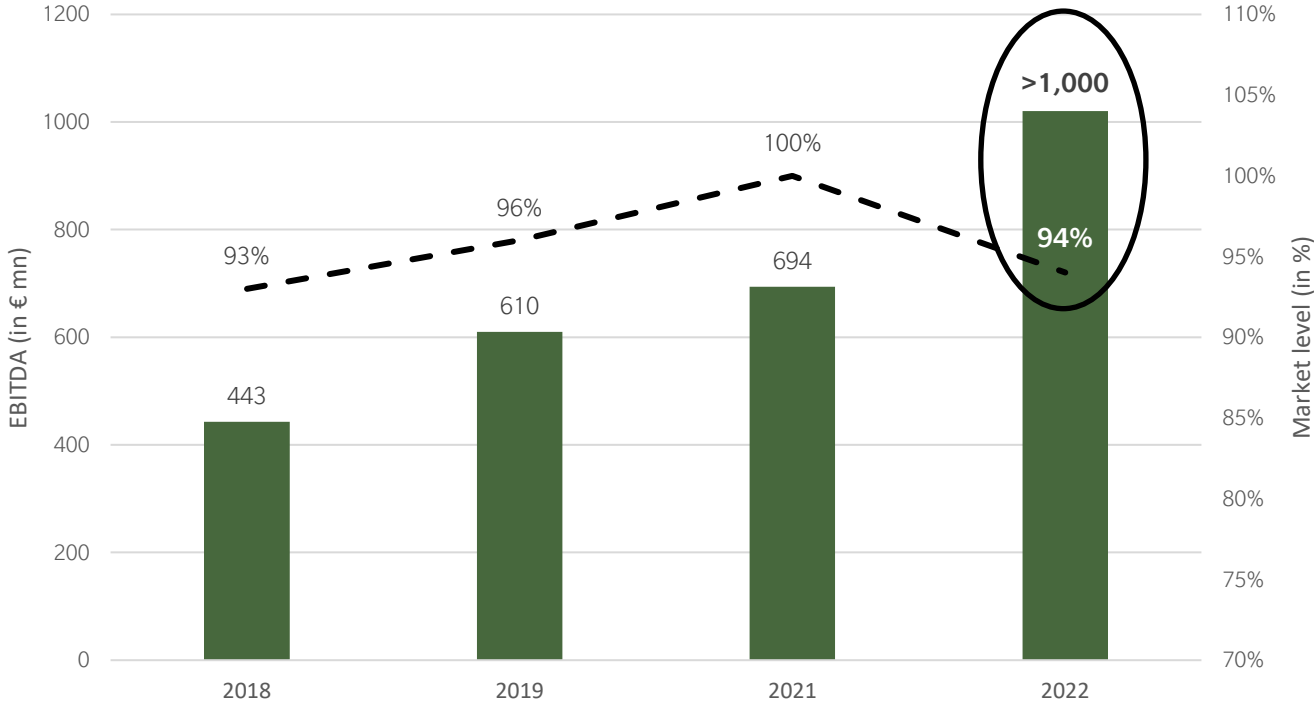
**Retain share**  
of  
**1/3**  
of  
**total revenue**



**Increase share**  
to  
**1/4**  
of  
**total revenue**

EXPECTED EBITDA 2022

# STRONG ORGANIC GROWTH THANKS TO RESILIENT BUSINESS MODEL



> Wienerberger market level reflecting our end market exposure in newbuild, renovation & infrastructure

### 2021

> **Strongest markets** in 2021 reflecting highest market level defined at 100%

### 2022

> In 2022 we will reach the **best result** in Wienerberger’s history **despite declining markets**

Note: Market level calculated according to the weighted Wienerberger end market exposure incl. newbuild, renovation & infrastructure

## KEY DECISIONS IN 2022

- 1 Transformational acquisition of Terreal Group
- 2 Portfolio expansion with further innovative solutions through successful continuation of bolt-on acquisitions (Vargon, Walzer Bausysteme, Mayr Dachkeramik, Otto Bergmann)
- 3 Divestment of Russian brick activities as well as French and Greek piping operations
- 4 Share buyback of 7.7% of shares and cancellation of 3% of shares

# AGENDA

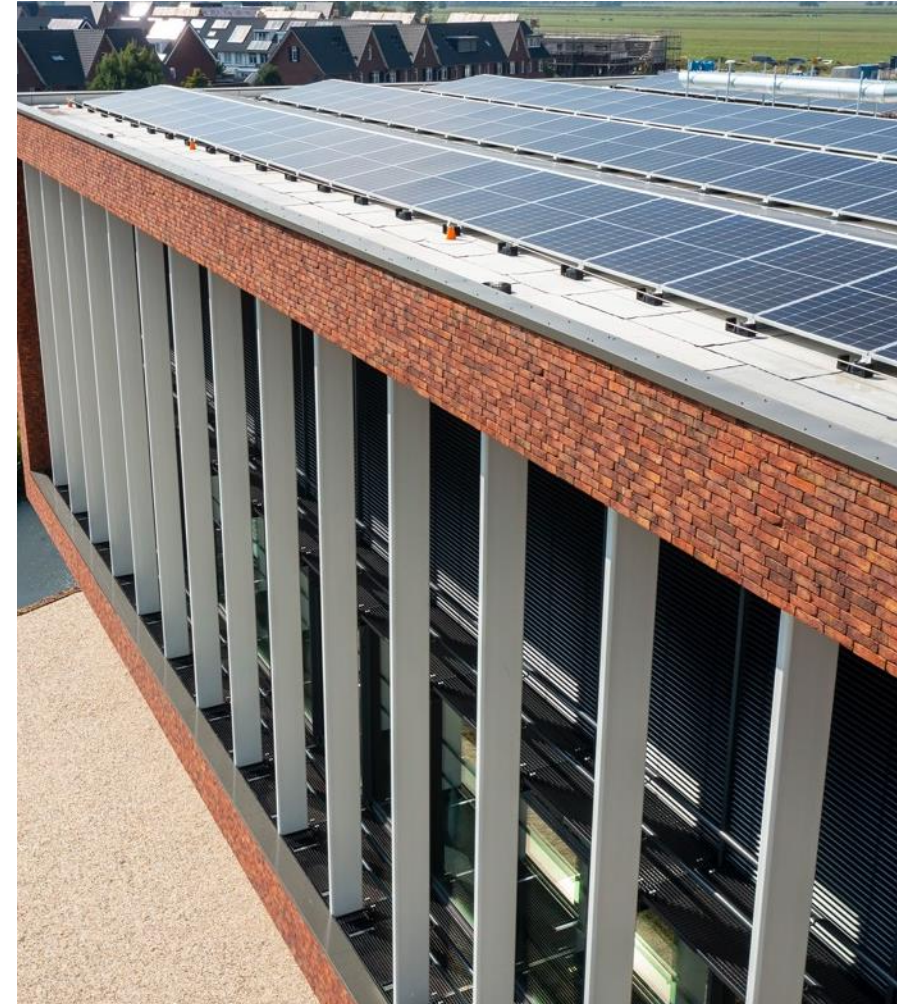
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# WIENERBERGER – A SUSTAINABLE GROWTH COMPANY THAT SIGNIFICANTLY CONTRIBUTES TO THE ENVIRONMENT

## Sustainable Company

**>200 years of  
sustainable business model**



## Sustainable Solutions

**Climate neutral housing  
Energy efficient renovation  
Saving water / modern infrastructure**

We are driving

**Our decarbonization**

**Circular economy**

**Biodiversity**

- ✓ Long-term strategy
- ✓ Short-term targets (3-year programs)

Our solutions

- ✓ last for generations
- ✓ have a lifespan of > 100 years
- ✓ significantly reduce
  - ✓ CO<sub>2</sub> emissions
  - ✓ energy consumption



# CORE AREAS TO ADDRESS TO ENSURE A SUSTAINABLE FUTURE

## ENERGY EFFICIENT BUILDINGS & RENOVATION

**Buildings** in the EU account for **36%** of **greenhouse gas emissions**

The EU aims to **reach carbon neutrality by 2050**

In order to reach carbon neutrality

- › **New houses** need to be **highly energy efficient** and
- › **Europe's old housing stock needs to be renovated**, asking for a significant **increase** of the **renovation rate from 1% to 3% p.a.**

**Regulations** on energy efficient housing are becoming **stricter**

Via the **Green Deal**, the EU provides **significant stimuli packages**

**Sharply rising energy cost** are an additional driver for building renovations

## WATER MANAGEMENT

**~30% water leakage**  
in public networks

**Majority of rainwater is lost**  
via the sewage system





**Loss of water**  
**with conventional irrigation**

**Significant public stimuli packages available for infrastructure investments to safeguard the scarce resource of water**

# WE BUILD SUSTAINABLE HOUSES FOR A SUSTAINABLE FUTURE

ENERGY EFFICIENT	CO <sub>2</sub> NEUTRAL	RECYCLABLE MATERIALS	WATER EFFICIENT
<ul style="list-style-type: none"> <li>› Low need of energy for H&amp;C</li> <li>› Energy needed produced by own PV</li> </ul>	<ul style="list-style-type: none"> <li>› Carbon neutral production of materials used in the house</li> </ul>	<ul style="list-style-type: none"> <li>› Reuse materials to safeguard resources &amp; energy and minimize waste</li> </ul>	<ul style="list-style-type: none"> <li>› Water harvesting to protect scarce resource water</li> </ul>

## OUR SOLUTIONS ARE NEEDED FOR CLIMATE NEUTRAL HOUSING

<ul style="list-style-type: none"> <li>› Our products offer <b>highest thermal efficiency</b> properties and</li> <li>› <b>do not require insulation</b></li> </ul> 	<ul style="list-style-type: none"> <li>› We are <b>already producing CO<sub>2</sub> neutral</b> and</li> <li>› have rollout plan for all our sites</li> </ul> 	<ul style="list-style-type: none"> <li>› Our materials offer a <b>lifespan of &gt;100 years</b> and</li> <li>› are <b>fully recyclable</b></li> </ul> 	<ul style="list-style-type: none"> <li>› Our solutions <b>collect and filter rain water</b> to</li> <li>› reuse it for <b>own consumption</b> and</li> <li>› to <b>return it</b> to the groundwater level</li> </ul> 
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# CLIMATE-NEUTRAL NEW BUILD WITH WIENERBERGER



**2226**

- › 22-26°C all year – without H&C
- › Energy autonomy combined with low building cost

### What is needed

- › Walls with highest thermal efficiency
- › Smart ventilation via windows

# ENERGY-EFFICIENT RENOVATION WITH WIENERBERGER

## REGULATORY ENVIRONMENT

**Buildings** in the EU account for **36% of greenhouse gas emissions**

### European Green Deal

- › Goal = Carbon neutrality by 2050
- › Increase of renovation rate from ~1% to ~3% necessary

### Increasing national regulations

- › Goal = Energy-efficient renovation

**Significant stimuli packages available**

## WIENERBERGER SOLUTIONS



Facade



Roof

## WIENERBERGER CONTRIBUTION

We improve the energy-efficiency<sup>1)</sup> of the façade / the roof by

**>80%**

1) vs. reference year 1970

# WATER SAVING INFRASTRUCTURE FROM WIENERBERGER

## CHALLENGES

~**30%** water leakage  
in public networks

Majority of **rainwater lost**  
(discharged via the sewer)

Loss of water  
with conventional irrigation

## WIENERBERGER SOLUTIONS

### Water Supply Solutions



### Rainwater Management



### Drip irrigation



## WIENERBERGER CONTRIBUTION

- › **Preventing water losses**
- › Providing easy to apply solutions to **renovate our old networks**
- › **Reuse water** for **own consumption**
- › **Return water** to the **groundwater level**
- › **Drip irrigation saves water** and
- › **significantly increases crop production**

# SUSTAINABILITY STRATEGY WITH AMBITIOUS SHORT-TERM GOALS

## DECARBONIZATION



**-15% CO<sub>2</sub>**  
until 2023

**2022: -13.2%**

## CIRCULAR ECONOMY



**90% of our products  
recyclable**

Step by step implementation of  
available recycled materials in  
production processes

**2022: under implementation**

## BIODIVERSITY



**Biodiversity programs  
for ALL SITES  
in place**

until 2023

**2022: 67 sites**

# STRONG PROGRESS IN AMBITIOUS 2023 ESG TARGETS

## Environment



### Decarbonization

**-15%** CO<sub>2e</sub><sup>1)</sup> emissions vs. 2020  
[2022: **-13.2%**]



### Circular Economy

**90%** of new products reusable or recyclable  
[2022: **under implementation**]



### Biodiversity

Biodiversity program for **all our sites** in place  
[2022: **67 sites**]

## Social



### Diversity

**>15%** females in Senior Management [2022: **15%**]  
**>30%** females in white collar positions [2022: **33%**]



### Training & Development

**+10%** more training hours per employee [2022: **+35%**]



### CSR Projects

**200 housing units** built with our products per year for  
people in need in our local markets  
[2022: est. **200**]

## Governance



**Committed to highest national  
and international governance  
standards, with focus on:**

- › Business strategy
- › Board diversity and composition
- › Executive compensation
- › Succession management

1) "Carbon dioxide equivalents" or "CO<sub>2e</sub>" is a term used to describe the global warming potential (GWP) of various greenhouse gases in a single unit  
Note: All goals are set vs. the reference year 2020 // CO<sub>2e</sub> emissions refer to Scope 1 & 2, Scope 3 emissions are yet to be reported

# ENLARGEMENT OF 2023 ESG TARGET ROADMAP UNTIL 2026





ESG STRATEGY

# LEADER IN ESG RATINGS & REPORTINGS, REFLECTING OUR STRONG INCLUSION OF ESG IN OUR BUSINESS MODEL

## ESG RATINGS



B	AAA	Prime Status	Medium Risk	Gold
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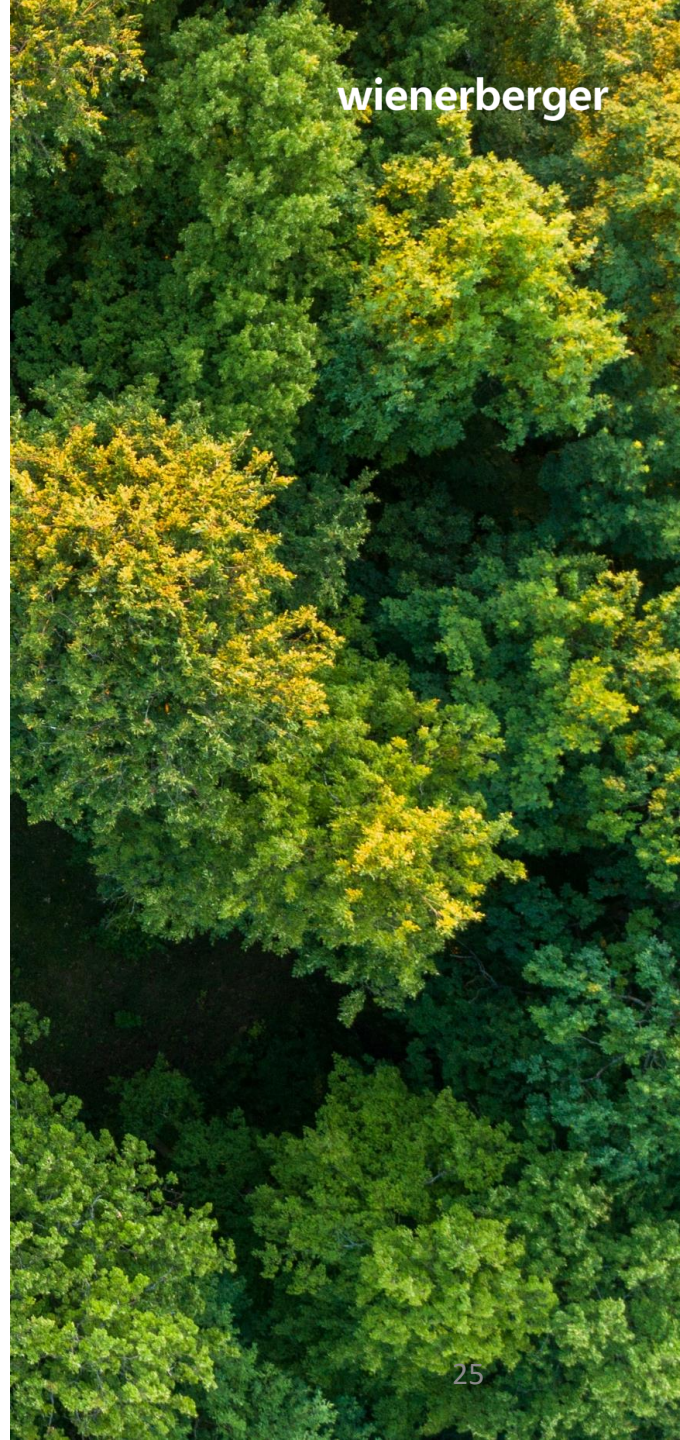
## REPORTING FRAMEWORKS



## EMISSIONS

SCOPE 1+2      SCOPE 3

✓	✓	Timeline being finalized	✓	✓	Planned 2023
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# WIENERBERGER UPDATE ON EU TAXONOMY, SCOPE 3 AND SBTi

## EU TAXONOMY

- ✓ In 2022, as in 2021, only **external walls systems and roofing systems** are included
- ✓ Hence, **EU taxonomy eligibility in 2022** will be roughly the same as last year (**~48%**)
- ✓ Inclusion of piping solutions in the Taxonomy report is expected in 2023
- ✓ **Almost all eligible EU activities** will be **Taxonomy-aligned**

## SCOPE 3 EMISSIONS

- ✓ Further development of Scope 3 reporting structure and expertise in 2022
- ✓ Reporting of **Scope 3 emissions planned for 2023** for the first time
- ✓ **Definition of emissions reduction target** to follow in 2023

## SBTi

- ✓ Wienerberger aims for a sectorial decarbonization approach under SBTi and will **participate in the public consultation period** (April – June 2023) for the development of a building's guidance
- ✓ **The guidance will allow to set intensity targets** which are related to our building performance
- ✓ Finalization of the **guidance is expected for end of September/October 2023**

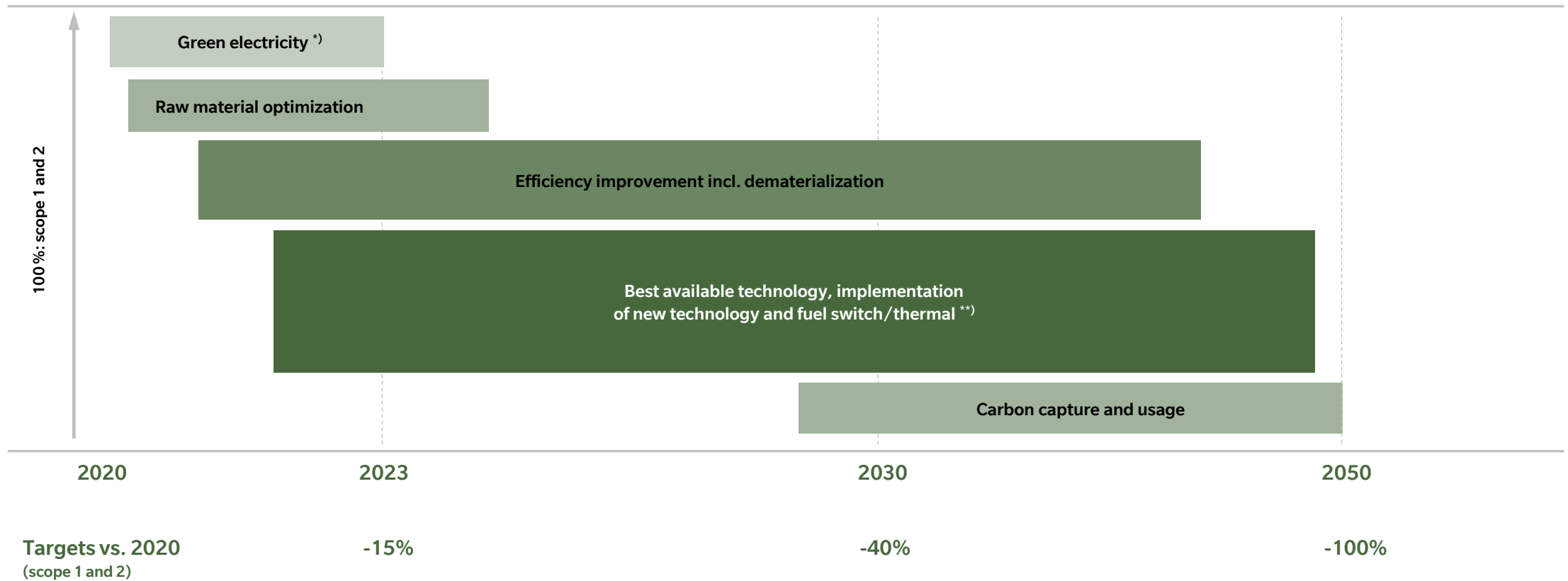
ESG STRATEGY

## SUSTAINABILITY & INNOVATION COMMITTEE OF THE SUPERVISORY BOARD

### SUSTAINABILITY AT THE HIGHEST LEVEL

- ✓ By contributing its experience, the **Committee supports the top management** in
  - ✓ **reviewing, implementing and monitoring** the Group's **sustainability and innovation strategy**
  - ✓ **identifying** relevant **new legislation, requirements, and trends** that impact the respective endeavours of the Group's business units
- ✓ The Committee is chaired by Myriam Meyer, whose relevant expertise derives from many years of **experience in the fields of technology and innovation** gained in board functions in various sectors of industry
- ✓ The remaining members bring a broad spectrum of **experience in the building industry, technology implementation and HR**
- ✓ The **Committee meets regularly** either in person or virtually, usually 4x times per year

# WIENERBERGER PATH TO CARBON NEUTRALITY BY 2050



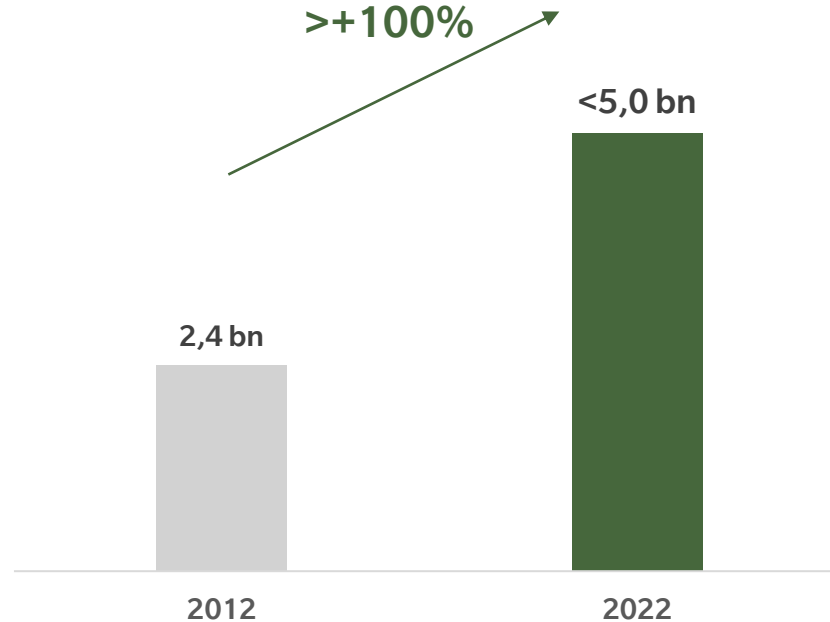
<sup>\*)</sup> green electricity for power usage <sup>\*\*)</sup> incl. green electricity for thermal usage

# SUSTAINABILITY AS CLEAR GROWTH ENABLER

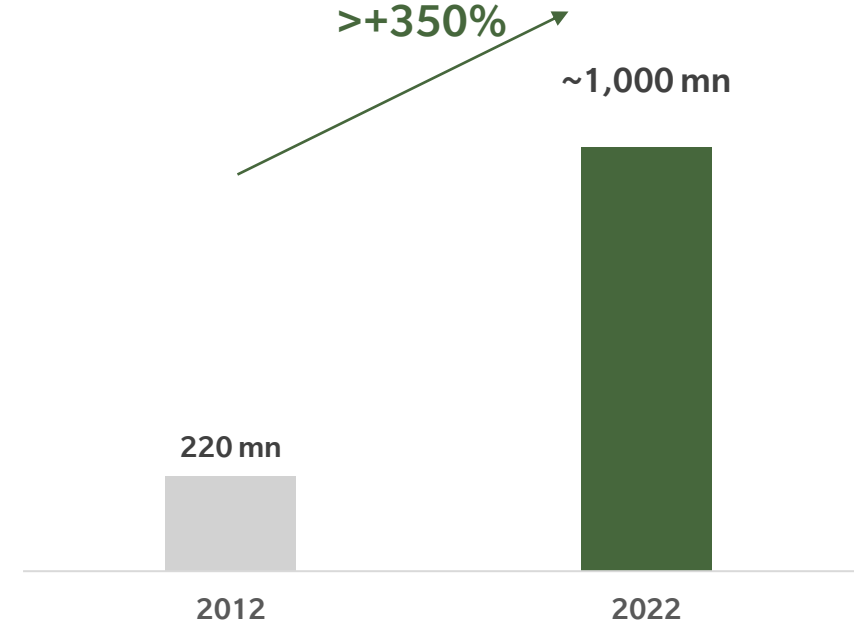
## ESG at Wienerberger

- › ESG is **nothing new for us**
- › We truly **live and implement sustainability since many years**
- › Next to our positive contribution to the environment, our **ESG efforts are reflected in our strong financial performance**

### REVENUES



### EBITDA



# AGENDA

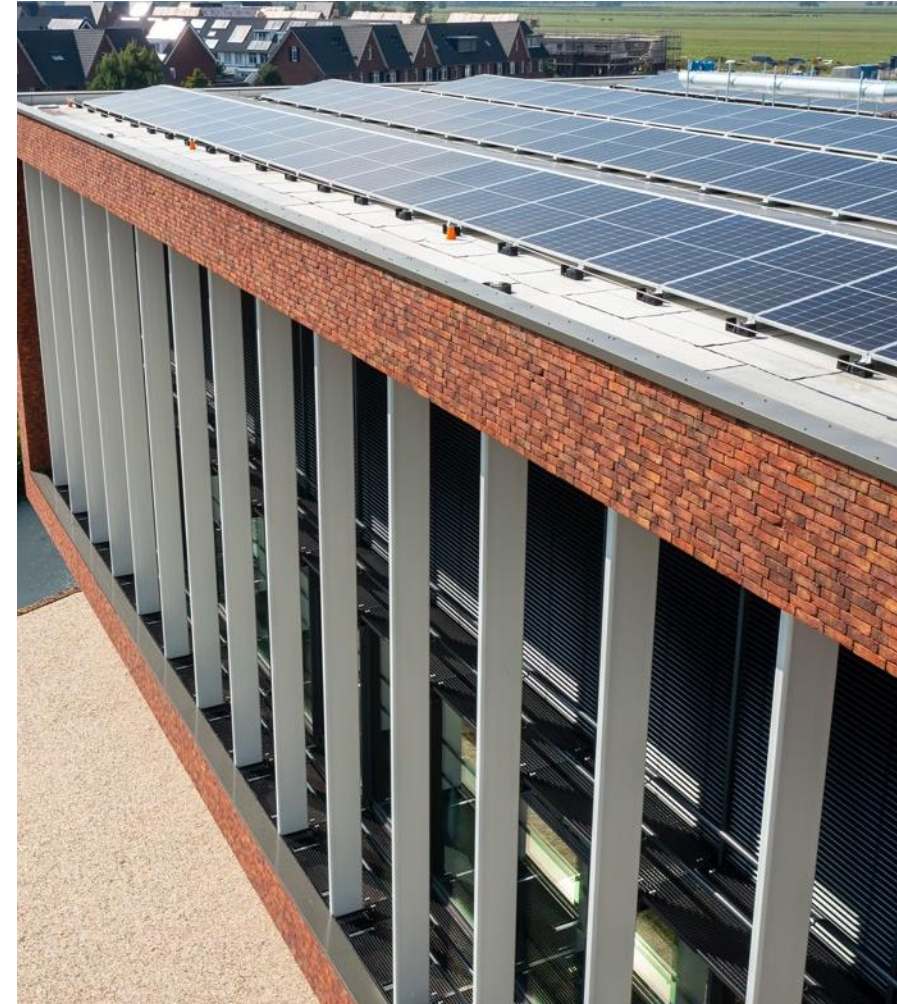
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## PERSONAL STATEMENTS FROM THE CHAIRMAN



### Cooperation with Management

- ✓ Supervisory Board takes an active role to assume its responsibility and support management

### Optimizing size of Supervisory Board

- ✓ Composition of capabilities has always been key
- ✓ Three Supervisory Board members to leave due to age reasons
- ✓ Current size ideal to manage succession
- ✓ Reduction of capital representatives from 8 to 6 to become more agile

### Recruitment of female candidate

- ✓ Active search process for one new female candidate ongoing
- ✓ Key skills for new candidate remain unchanged: sector, ESG, finance, top management, digitalization
- ✓ Any new member is required to provide sufficient time and dedication

### Supervisory Board meetings

- ✓ Enhanced use of virtual meetings to enhance efficiency
- ✓ Very high meeting attendance of capital representatives
- ✓ Active discussions of strategic topics
- ✓ Closely following latest market developments
- ✓ Valuable time spent on site visits



## KEY IMPROVEMENTS IN 2022

- 1 Temporarily increased the overall number of capital representatives to allow for smooth succession management
- 2 Appointed two new independent Board members – Thomas Birtel and Marc Grynberg to guarantee adequate skills and independence
- 3 Strengthened our commitment to achieving ambitious sustainability targets
- 4 Ongoing strong engagement with shareholders
- 5 Continuous discussion with stakeholders



# A CONTINUOUSLY REFRESHED BOARD TO GUARANTEE SKILLS AND EXPERIENCE NEEDED TO GUIDE WIENERBERGER

For reelection at AGM 2023



**Myriam Meyer (Vice Chair)**  
*Independent*

- Sustainability and Innovation Committee (Chair)
- Nomination Committee

Addition of female capital representative



**NN**  
*Independent*

- Ongoing recruiting of qualified female candidate

Discontinuing their mandates in 2023



**Regina Prehofer**  
*Independent*

- Audit & Risk Committee
- Remuneration Committee



**Peter Johnson**  
*Non-Independent*

- Nomination Committee
- Remuneration Committee



**Oswald Schmid**  
*Independent*

- Audit & Risk Committee

- Reducing number of capital representatives from 8 to 6 to enhance **efficiency**
- Increasing **independence**
- Ensuring **diversity**
- **Broad skill set** is guaranteed and will be supplemented by new addition

# SKILLS MATRIX FOR SUPERVISORY BOARD\*

	Up for re-election at AGM 2023					Discontinuing their mandates in 2023		
	Peter Steiner (C)	Myriam Meyer (VC)	David Davies	Thomas Birtel	Marc Grynberg	Oswald Schmid	Peter Johnson	Regina Prehofer
<b>Building materials &amp; Construction</b>	●			●		●	●	
<b>CEO Experience</b>	●	●		●	●	●	●	●
<b>CFO Experience</b>	●		●		●			●
<b>M&amp;A</b>	●	●	●	●	●	●	●	●
<b>Capital Markets/IR</b>	●		●	●	●	●	●	●
<b>Senior HR</b>	●	●		●	●			
<b>Sales &amp; Marketing</b>	●					●	●	●
<b>Manufacturing</b>		●	●		●	●	●	
<b>Innovation</b>		●		●	●	●		
<b>ESG</b>	●	●		●	●	●		
<b>Supply Chain &amp; Logistics</b>		●			●	●	●	
<b>Digital</b>	●	●			●	●	●	
<b>Austrian markets</b>			●	●		●		●
<b>European markets</b>	●	●	●	●	●	●	●	●
<b>North America markets</b>	●	●	●		●	●	●	

## SKILLS MATRIX AS BASIS FOR FUTURE BOARD CANDIDATES

- › The Supervisory Board has put in place **structured succession planning process** aligned with Wienerberger's long-term strategic needs
- › **Potential candidates** shall contribute to the Supervisory Board's **diversity** and, given Wienerberger's increasingly global operations, have sufficient **international experience**
- › **New Supervisory Board members** should bring **expertise** in one or more of the following areas:
  - › ESG with focus on decarbonization, circularity & biodiversity
  - › International management
  - › Sector
  - › Digitalisation
  - › Finance



## FOCUS AREAS IN 2023

- 1 Continued support of the Managing Board in all strategic decisions (e.g. Terreal acquisition)
- 2 Support of further M&As as well as value maximising integration
- 3 Upon successful identification of female candidate for the upcoming AGM, continued search for potential future candidates, factoring in skills, experience, work style and diversity in all criteria
- 4 Update of remuneration policy for both Managing and Supervisory Boards

# STRENGTHENED MANAGING BOARD TO DRIVE FUTURE GROWTH



HEIMO SCHEUCH

as CEO is responsible for the strategic and operational development of the company

Prolonged as CEO until 31st December 2025



GERHARD HANKE

as CFO is responsible for Finances, Procurement, IT & Digitization and Performance Management.

Appointed until 29th February 2024



SOLVEIG MENARD-GALLI

as COO for Wienerberger Building Solutions

Appointed until 31st May 2025



HARALD SCHWARZMAYR

as COO for Wienerberger Piping Solutions

Appointed until 30th June 2023

› **Allows us to move even closer to our customers, increasing our responsiveness and reinforcing our innovative strength**

# AGENDA

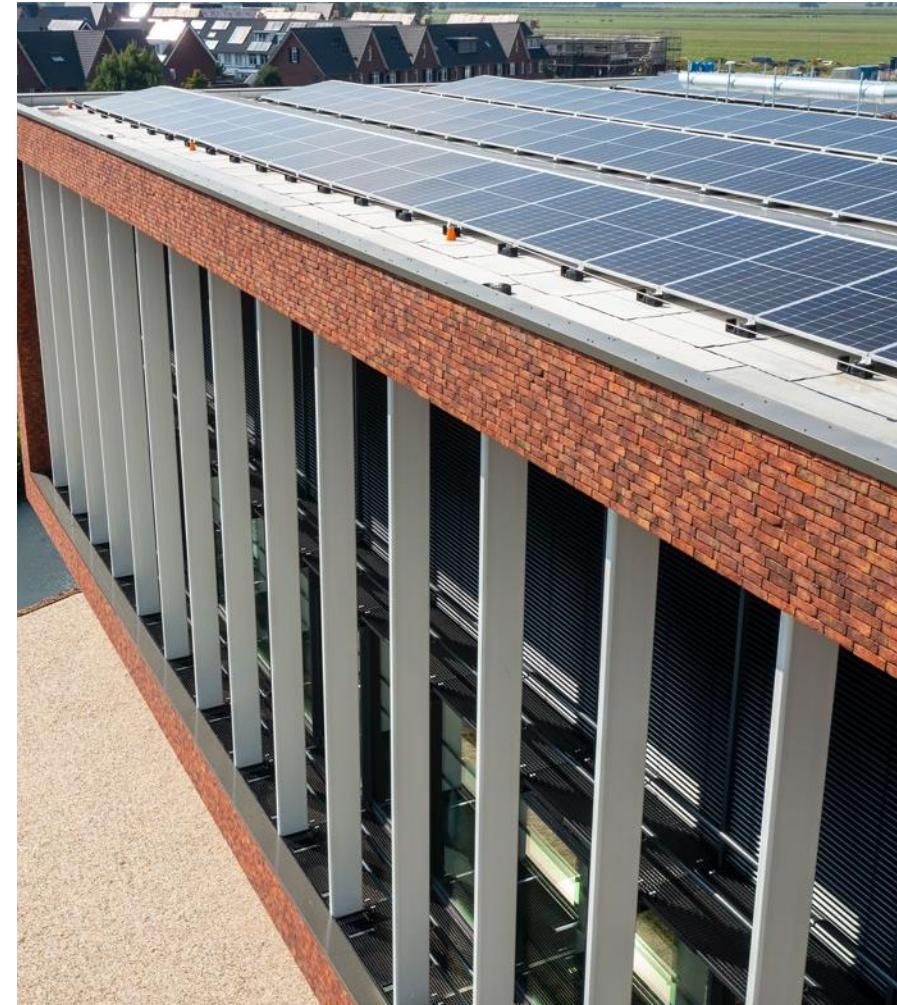
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# REMUNERATION POLICY OVERVIEW

## REMUNERATION POLICY

Wienerberger's Policy aims to incentivize sustainable value creation and realizing key corporate targets in line with shareholders' interests.

## COMPONENTS OF PAY

- › Fixed Remuneration
- › Short-Term Variable Remuneration
- › Long-Term Variable Remuneration
- › Other (Pension, Benefits, etc.)

*Remuneration Policy approved by shareholders in 2020 and will be renewed in 2024*

*Topics being considered: inclusion of ESG criteria (eg. H&S) in STI additional to LTI*

# SHORT-TERM INCENTIVE FOCUSES ON OPERATIONAL PERFORMANCE AND EFFICIENCY ENHANCEMENT

PARAMETER	SHORT-TERM INCENTIVE (STI)	LINK TO STRATEGY
<b>Plan type</b>	Cash settlement	
<b>Performance period</b>	1 year	› EBITDA LFL and Free Cash Flow measure the company’s operating results. Both KPIs are a result of the execution of Wienerberger’s value enhancing strategy.
<b>Cap</b>	100% of base salary	› Efficiency enhancement is linked to a continuous improvement of Wienerberger’s internal processes as well as the positioning in our markets. It is a key enabler in Wienerberger’s Group strategy and a major driver of future EBITDA enhancement from own strength.
<b>Performance measures</b>	Allocation based on (weighted equally): › EBITDA LFL › Free Cash Flow › Efficiency enhancement measures	
<b>Target achievement</b>	› Clearly defined minimum, full, and maximum performance targets › Linear pay-out	
<b>Vesting</b>	› Cliff vesting (paid in one instalment)	

› Targets are disclosed ahead of the AGM. Payout is deferred until the following year.



# LONG-TERM INCENTIVE FOCUSES ON LONG-TERM PROFITABILITY AND SHAREHOLDER VALUE CREATION

PARAMETER	LONG-TERM INCENTIVE (LTI)	LINK TO STRATEGY
<b>Plan type</b>	Share-based remuneration program	
<b>Performance period</b>	3 years LTI performance period under current remuneration policy › LTI 2021-2023 › LTI 2022-2024	› TSR creates an incentive to increase the Company’s long-term earnings performance on a relative basis. It reflects the Managing Board’s incentive to maximize shareholder value. Furthermore, it reflects shareholder feedback.
<b>Cap</b>	CEO up to 175% › CFO up to 150% › COOs up to 150%	› ROCE is Wienerberger’s key KPI for value management. It reflects the value creation by single Business Units and by the Group as a whole. It is also a main driver for future M&A decisions. Wienerberger has a clear target to surpass a 10% ROCE.
<b>Performance measures</b>	› 1/3: Relative TSR* › 1/3: ROCE › 1/3: ESG Targets	› ESG targets are key enablers in Wienerberger’s Group strategy, clearly measurable and transparently reported on an annual basis. Furthermore, it reflects shareholder feedback.
<b>Target achievement</b>	Clearly defined minimum, full, and maximum performance targets	
<b>Vesting</b>	Cliff vesting (paid in one instalment) after 3 with a 2 years’ lock up period for shares	
<b>Settlement</b>	Cash (max. 50%) and Shares (min. 50%)**	

\* Benchmarked against ATX companies or industrial sector peer group from European Building Materials sector. \*\*To be decided by each Board member.

An aerial, top-down view of a multi-story building undergoing renovation. The building's facade is partially covered in grey scaffolding and wooden formwork. A central vertical section of the building shows a different texture, possibly a brick or stone wall. The ground around the building is a mix of dirt, gravel, and construction materials, including stacks of grey blocks and yellow bags. The lighting is bright, casting shadows on the ground.

wienerberger

# APPENDIX

# OVERVIEW OF THE SUPERVISORY BOARD AND ITS COMMITTEES



## AUDIT AND RISK COMMITTEE

- › Monitors the Group's system of accounting and the effectiveness of its internal control, audit and risk management systems
- › Monitors the audit process in a preparatory capacity for the Supervisory Board
- › Verifies the independence of the external auditor on an annual basis
- › Chairman: David Davies

## REMUNERATION COMMITTEE

- › Deals with all matters concerning the remuneration of Managing Board and Supervisory Board members
- › Monitors the remuneration practices and related incentive structures
- › Develops the remuneration policy for the members of the Managing Board and the Supervisory Board
- › Resolutions are adopted by the Supervisory Board
- › Chairman: Peter Steiner

## NOMINATION COMMITTEE

- › Ensures compliance of the Supervisory Board structure with national and international legal provisions
- › Determines the skills matrix of the Supervisory Board
- › Deals with succession on the Managing and Supervisory Boards
- › Evaluates the qualification of candidates for the Managing Board and the Supervisory Board
- › Elaborates proposals for the election of capital representatives to the Supervisory Board on the basis of a defined requirements profile
- › Resolutions are adopted by the Supervisory Board
- › Chairman: Peter Steiner

## SUSTAINABILITY & INNOVATION COMMITTEE

- › Supports the Managing Board in revising and further developing the Group's sustainability and innovation strategy
- › Discusses new provisions and global trends in sustainability and innovation management
- › Monitors the implementation of the Group's sustainability and innovation strategy
- › Chairwoman: Myriam Meyer

# STRUCTURED SEARCH AND NOMINATION PROCESS FOR SUCCESSION IN MANAGING AND SUPERVISORY BOARDS

## PROFILE DEFINITION

- › Development of a profile based on industry and functional expertise
- › Leadership roles and international work experience
- › Consideration of diversity aspects

## LONG LIST DEFINITION

- › Search in cooperation with external consultants
- › Potential external / internal candidates are identified

## SHORT LIST DEFINITION

- › Candidates are identified based on desktop review of potential candidates

## EVALUATION PROCESS

- › Assessment of shortlisted candidates
- › Interview process with Nomination Committee

## NOMINATION

- › Shortlisted candidate is nominated

## DECISION

- › Final decision and development of a transition plan

› The internal process supported by external third-party consultants

# WE ENSURE GREATEST POSSIBLE INDEPENDENCE, DIVERSITY AND INTERNATIONALITY

*\* Due to his tenure, Peter Johnson is not considered independent in terms of the Austrian Corporate Governance Code since May 13, 2020. However, his skillset, rich experience, and knowledge of Wienerberger are considered a valuable contribution to the functioning of the Supervisory Board.*

*\*\* Presence of Employee Representatives is mandatory by Austrian Law*

## INDEPENDENCE

- › Overall Supervisory Board independence is 64%
- › 7 of the 8 capital representatives are independent\*
- › 3 of 11 members are Employee Representatives\*\*

## DIVERSITY

- › Gender, tenure, age, and nationality and skills are considered when determining the Supervisory Board's composition
- › 27% of the entire Supervisory Board is comprised of women

## TENURE

- › Individual terms of 4 years
- › Ensuring a healthy level of Board refreshment
- › Ensuring the right skills and achieving stability and continuity
- › 4 of the 8 capital representatives appointed in the past 5 years

## INTERNATIONAL EXPERIENCE

- › International director representation of 55% is a good reflection of our global operations

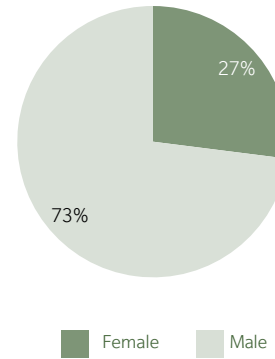
# EXPERIENCED, DIVERSE, INDEPENDENT

› Supervisory Board overview including employee representatives

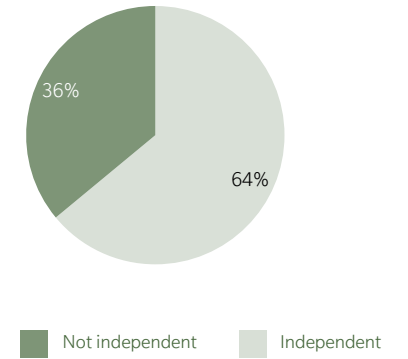
## Board Members

- 8 Shareholder Representatives  
Elected by the Annual General Meeting for a fixed term
- 3 Employee Representatives  
Delegated by the Works Council for an unlimited period of time (mandatory in Austria)

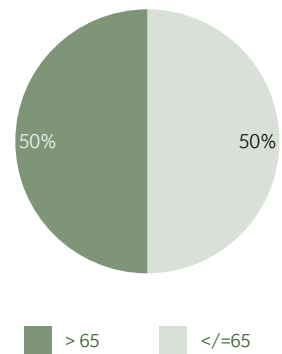
## Gender Diversity



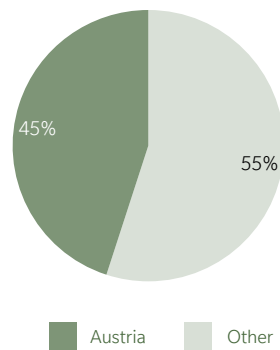
## Independence<sup>1)</sup>



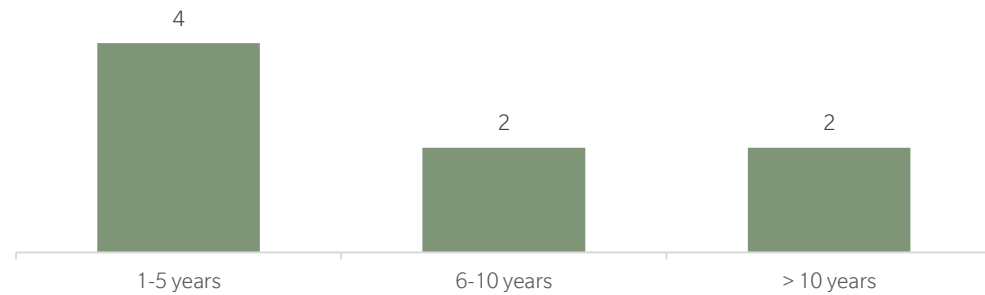
## Age: avg. 65<sup>3)</sup>



## Place of Birth



## Tenure of Shareholder Representatives<sup>2)</sup>



Structure as of EoY 2022

1) 7/8 of the shareholder representatives are independent as of 2022 AGM. Peter Johnson is not independent since May 13, 2020 according to declaration of independence in terms of the Austrian Corporate Governance Code // 2) According to Austrian law, employee representatives are delegated by the Works Council, and their membership is not subject to a time limit. The three employee representatives have been members of the Supervisory Board for ~2, 15 and 19 years, respectively // 3) w/o employee representatives

# VERY HIGH ATTENDANCE OF CAPITAL REPRESENTATIVES AT ALL MEETINGS

Attendance 2022	Committees				
	Supervisory Board	Audit & Risk	Nomination	Remuneration	Sustainability & Innovation
<b>Shareholder representatives</b>					
Peter Steiner <sup>1)</sup>	9/9		2/2	3/3	
Myriam Meyer <sup>2)</sup>	9/9		2/2		4/4
Kati ter Horst <sup>3)</sup>	5/5				2/3
Peter Johnson	8/9		2/2	3/3	
David Davies <sup>4)</sup>	6/9 <sup>7)</sup>	5/5	2/2		
Regina Prehofer	8/9	5/5		3/3	
Oswald Schmid	8/9	5/5			4/4
Marc Grynberg <sup>5)</sup>	6/6	3/3		2/2	2/2
Thomas Birtel <sup>5)</sup>	6/6			2/2	2/2
<b>Employee representatives</b>					
Gerhard Seban	9/9	5/5	2/2	3/3	4/4
Claudia Schiroky	8/9				
Wolfgang Wallner	7/9				

**23 meetings in 2022**

9 Supervisory Board<sup>6)</sup>

2 Nomination

5 Audit & Risk

3 Remuneration

4 Sustainability & Innovation

1) Chair of the Supervisory Board, Nomination and Remuneration Committee // 2) Supervisory Board Vice Chair and Chair of the Sustainability and Innovation Committee. Vice Chairwoman of the Supervisory Board // 3) Member of the Supervisory Board and Sustainability and Innovation Committee until Sept. 2022 // 4) Chairman of the Audit and Risk Committee // 5) elected at AGM May 3, 2022 // 6) 6 regular meetings and 3 extra-ordinary meetings // 7) The meetings that were missed, were due to their short notice nature. In each case David Davis was briefed by Peter Steiner afterwards in detail.

## FIXED REMUNERATION

- › Fixed salaries are in line with the Remuneration Policy 2020-2024
- › Salaries regularly evaluated by the Remuneration Committee by means of comparison to companies of the same size, industry, or complexity\*.
- › Fixed remuneration is divided into fourteen instalments (common practice in Austria) and paid at the end of each month

MANAGING BOARD MEMBER	MEMBER BASE SALARY FY 2022	BASE SALARY FY 2023
Heimo Scheuch (CEO)	EUR 944,865	EUR 944,865*
Gerhard Hanke (CFO)	EUR 460,000	EUR 460,000*
Solveig Menard-Galli (COO WBS)	EUR 460,000	EUR 460,000*
Harald Schwarzmayr (COO WPS)	EUR 460,000	EUR 460,000*

\* Will be adjusted according to Austrian Consumer price indices. Peers include: Uponor OYJ, CRH Plc, Compagnie de Saint-Gobain SA, Boral Limited, Holcim Ltd, Kingspan Group Plc, Rockwool A/S, Heidelberg Cement AG, Ibstock Plc, Forterra Plc, and Sika AG