

WIENERBERGER GOVERNANCE ROADSHOW

February 2025



world of **wienerberger**

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TOPICS

› POSITIONING FOR THE FUTURE

› SUPERVISORY BOARD

› MANAGING BOARD

› REMUNERATION

› APPENDIX



WHY INVEST IN WIENERBERGER

Strong commitment to Governance and Sustainability

- › 100% free float, open dialogue with our investors
- › Highest governance standards
- › Solutions for zero carbon buildings
- › Energy efficient products and solutions
- › Focus on biodiversity, emissions reduction, circular economy and our people

Added value for our shareholders through stable earnings growth

- › Organic growth through innovation
- › Higher earnings through operational excellence
- › External growth through M&A

Resilience through diversity

- › Leading market positions, strong brands
- › Extensive industrial footprint
- › Diversified and resilient business model (new build, renovation, infrastructure)

Our 3 Pillars of Growth

All our entrepreneurial activities are subject to clearly defined and ambitious ESG criteria. Our primary goals are to increase our share of value creation in a building and to become a full-range provider of system solutions for energy and water management. To achieve these goals, we focus on three key factors:

innovation

operational excellence

M&A and portfolio optimization

In our core markets in Europe and North America, we are continuously pursuing the expansion of activities in our core segments: new build, renovation, and infrastructure.

SUSTAINABILITY PROGRAM 2026

Environmental Targets

Decarbonization and Energy Mix

Circularity

Biodiversity

Revenue from Products Supporting Net Zero Buildings

New

Water Management

New

Waste Management

New

Social Targets

Diversity, Equity & Inclusion

New

Health & Safety

New

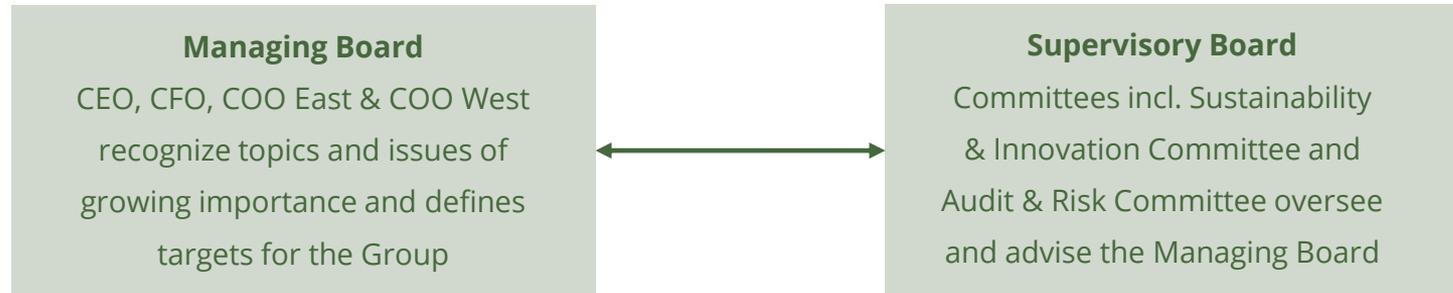
Training & Development

Social Commitment



COLLABORATION BETWEEN THE SUPERVISORY AND MANAGING BOARDS

- The **Managing Board provides** the Supervisory Board with **information on all relevant questions of business performance**.
- The **Chair of the Managing Board** acts as the **central link** to the Supervisory Board.
- The **Chairs of the two Boards** engage in **continuous and open exchange** and discussions on strategic topics.



DIVERSE, FULLY INDEPENDENT SUPERVISORY BOARD



PETER STEINER
Chairman (since 01/01/2021)
 Born 1959
 Independent

Appointed until 157th AGM (2026)
 First elected: 14/06/2018



MYRIAM MEYER
Deputy Chairwoman
 Born 1962
 Independent

Appointed until 158th AGM (2027)
 First elected: 22/05/2015



DAVID DAVIES
Member of the Supervisory Board
 Born 1955
 Independent

Appointed until 156th AGM (2025)
 First elected: 19/05/2017

Re-election at the 2025 AGM



KATRIEN BEULS
Member of the Supervisory Board
 Born 1968
 Independent

Appointed until 158th AGM (2027)
 First elected: 05/05/2023



THOMAS BIRTEL
Member of the Supervisory Board
 Born 1954
 Independent

Appointed until 157th AGM (2026)
 First elected: 03/05/2022



EFFIE K. DATSON
Member of the Supervisory Board
 Born 1970
 Independent

Appointed until 158th AGM (2027)
 First elected: 05/05/2023



MARC GRYNBERG
Member of the Supervisory Board
 Born 1965
 Independent

Appointed until 157th AGM (2026)
 First elected: 03/05/2022

Strengthened Oversight

- All Capital Representatives Independent ✓
- Independent Key Committees ✓
- Independent Chair ✓
- Skills Matrix (See Appendix) ✓
- Diversity (Age, Gender, Nationality) ✓
- Balanced Tenure ✓
- Board Performance Evaluation ✓
- Governance Policies / Rules ✓

KEY TOPICS OVERSEEN BY THE SUPERVISORY BOARD IN 2024

>> The Supervisory Board decides on issues of fundamental importance and on the strategic orientation of the company. The Supervisory Board and the Managing Board maintain intensive cooperation. Their chairpersons regularly engage in discussions on the sustainable development and strategic orientation of the company.

Supervisory Board

- **Succession planning** for Managing Board
- **Strategic M&A projects**, like Terreal closing and integration
- **ESRS/CSRD readiness program** to comply with the new ESRS/CSRD standards
- **Cyber security**

Audit & Risk Committee

- Core ERP Platform upgrade to S4 Hana
- ESRS/CSRD Readiness Program incl. materiality analysis
- Cyber security

Nomination & Remuneration Committee

- Succession planning for Managing Board
- Board evaluation 2024
- Remuneration Policies for the Managing Board and Supervisory Board 2024

Sustainability & Innovation Committee

- Health & Safety initiatives and evaluation
 - Sustainability Program 2026
 - ESRS/CSRD readiness program
 - Innovative products and processes (eg: Uttendorf, solar roof, sono acoustic wall system, market introduction of robotic masonry)
-

STRENGTHENED MANAGING BOARD TO DRIVE FUTURE GROWTH

appointed



HEIMO SCHEUCH, 58

CEO
Wienerberger AG

Mandated until the AGM 2029



GERHARD HANKE, 53

CFO & COO Central
& East
Wienerberger AG

Mandated until 31st December 2027



HARALD SCHWARZMAYER, 55

COO West
Wienerberger AG

Mandated until 30th June 2026



DAGMAR STEINERT, 60

CFO
Wienerberger AG

Appointed from 1st March 2025

NEW CFO IS JOINING WIENERBERGER ON MARCH 1

Dagmar Steinert

- Exceptional leadership and deep market and investor insight
- Proven track record in finance, capital markets, M&A, and transformation processes

- 03/2025** CFO wienerberger
- 2022 – 2024** CFO Rheinmetall
Member of the Managing Board, leading DACH IT and managing M&A transactions
- 2016 – 2022** CFO Fuchs
Member of the Managing Board, Restructuring the IT department, digitalizing the FUCHS group and managing M&A transactions
- 2013 – 2016** Head of Investor Relations FUCHS
- 2003 – 2013** Head of Accounting Rheinmetall
- 1993 – 2003** Tax Consultant and Chartered Accountant



REMUNERATION POLICY TO DRIVE PERFORMANCE

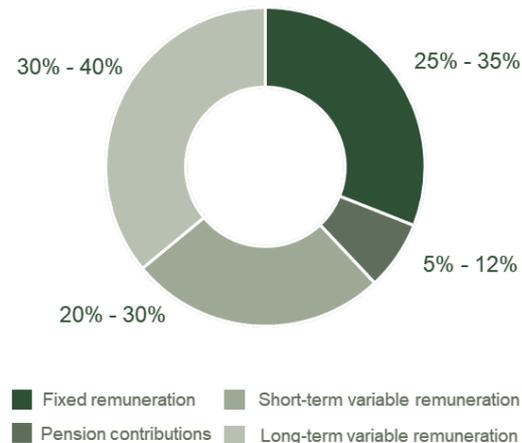
Policy

- › transparent, fair, and performance-oriented system
- › incentivizes sustainable value creation and achievement of key corporate objectives
- › ensures strong alignment with shareholders' interests

Process:

- › appointed independent compensation consultant - hkp///group
- › reviewed proxy advisor policies (ISS and Glass Lewis)
- › considered top Institutional investors' policies
- › consolidated feedback received
- › determined alignment with wider workforce and culture
- › approved by AGM 2024
- › entered into force Jan. 2024

Remuneration structure of total target remuneration
(without fringe benefits)

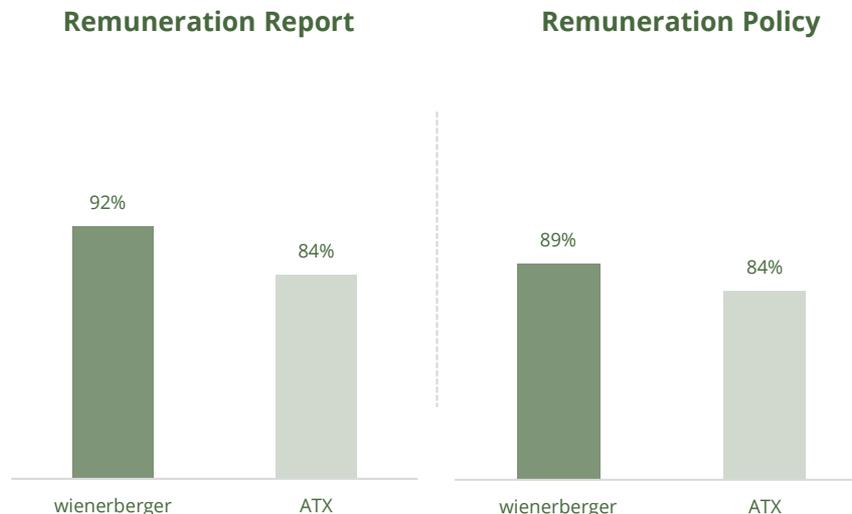


REMUNERATION POLICY TO DRIVE PERFORMANCE

Pay Aligned with Market Expectations

- Responsive to Feedback Received ✓
- Transparent Pay Practices ✓
- Majority of Pay Package Performance-Based ✓
- Performance Share Plan ✓
- Performance Measures and Targets Disclosed Ex Ante (see Appendix) ✓
- Sustainability Considerations in Short- and Long-Term ✓
- Shareholding Guidelines ✓
- Malus and Clawback Provisions ✓
- Discretion Restricted ✓

Shareholder Support (not including Abstentions) vs ATX



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APPENDIX

WIENERBERGER SUSTAINABILITY PROGRAM 2026

 Decarbonization	<ul style="list-style-type: none"> • 25% reduction CO₂ emissions scope 1 & 2 (2020 - 2026) • 10% reduction CO₂ emissions scope 3 (2022 - 2026) • 15% of renewable energy used in own operations (2023 - 2026)
 Circularity	<ul style="list-style-type: none"> • >80% of sales from highly durable products (>100 years) • >90% of products sold are recyclable and / or reusable (2023 - 2026)
 Biodiversity	<ul style="list-style-type: none"> • 10% improvement of fauna, through implemented biodiversity plans for all production plants (2023 - 2026) • 400 biodiversity ambassadors trained (2020 - 2026) • 100,000 trees planted, equaling to one tree per employee each year (2022 - 2026)
 Revenue from products supporting net zero buildings	<ul style="list-style-type: none"> • 75% of total revenue coming from building products contributing to net zero buildings¹⁾
 Water management	<ul style="list-style-type: none"> • 35 million m³ of water harvested, retained and saved through our products in infrastructure and agriculture (2023 - 2026) • 15% reduction of water consumption in own operations (2023 - 2026)
 Waste management	<ul style="list-style-type: none"> • 15% reduction of waste from own operations (2023 - 2026)
 Health & Safety	<ul style="list-style-type: none"> • Zero harm (principle) • 20,000 visible leadership hours (VLM) per year (2023 - 2026)
 Training & Development	<ul style="list-style-type: none"> • 18h of training per employee per year (2023 - 2026) • 500 apprentices cumulatively trained (2023 - 2026) • 30,000 cumulative number of training hours for installers (2023 - 2026)
 Diversity & Inclusion	<ul style="list-style-type: none"> • Development and implementation of inclusion and diversity action plan in all countries (2023 - 2026) Every action plan will include an equal pay and equal opportunity policy
 Social Commitment	<ul style="list-style-type: none"> • 200 housing units per year built with our products for people in need in our local markets

1) Criteria for products supporting net-zero buildings (emission neutral and energy efficient): Solutions that lower the energy use of buildings, solutions and technologies which allow the self-production of energy in and around buildings, products with almost zero-emission in the production phase (<80% lower CO₂ emission in production compared to 2020)

SUPERVISORY BOARD AND ITS COMMITTEES

	Chair	Independence*	Key Activities
Supervisory Board	Peter Steiner	100%	<ul style="list-style-type: none"> • Reviewing and approving financial statements • Reviewing the Company's capital structure, including the issuance of bonds • Approving budget • Reviewing strategy and sustainability roadmap • Approving strategic acquisitions, including how they are financed, and monitoring integration of new businesses
Audit & Risk Committee	David Davies	100%	<ul style="list-style-type: none"> • Monitoring the Group's accounting system, the effectiveness of its internal control, audit (including IT audit plan – cybersecurity) and risk management systems • Monitoring the audit process in a preparatory capacity for the Supervisory Board • Considering the requirements of sustainability regulations in reporting (CSRD, ESRS, EU Taxonomy) • Reviewing the profit distribution proposal • Verifying the independence of the external auditor on an annual basis
Nomination & Remuneration Committee	Peter Steiner	100%	<ul style="list-style-type: none"> • Reviewing the Supervisory Board (SB) and Managing Board (MB) composition • Determining the skills matrix and elaborates proposals for the election of capital representatives • Reviewing the succession plans, with the support of external consultants, and evaluating the qualification of candidates for the MB and SB • Dealing with all matters concerning the remuneration of MB and SB members, including practices and disclosures
Sustainability & Innovation Committee	Myriam Meyer	100%	<ul style="list-style-type: none"> • Supporting the MB in revising and further developing the Group's sustainability and innovation strategy • Discussing global trends and monitoring the implementation of the Group's sustainability and innovation strategy • Discussing material HR topics, such as training & development, including diversity aspects • Discussing of progress of the decarbonization strategy and related research projects and risk analyses • Evaluating of the group-wide health & safety strategy

* Independence calculations do not include employee representatives, mandated by the Works Council.

RISKS ARE CHanneled TO THE APPROPRIATE DEPARTMENTS FOR EFFECTIVE RESPONSE



Regular Reporting

- › Development of various risk indicators embedded within regular group reporting channels

Risk Management Process

- › Workshops to update risk universe and follow up
- › Risk Owners subsequently invited by ARC for deep dive

Ad Hoc

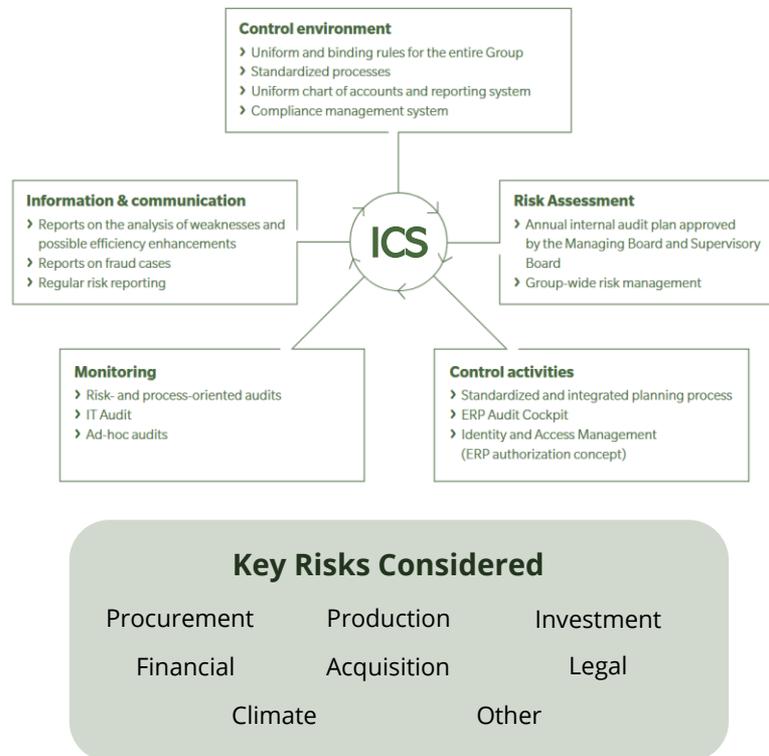
- › Early detection for proactive measures to mitigate or avoid potential negative consequences

to ensure efficient and timely reporting of new and changed risks

RISK MANAGEMENT – PREVENT, REDUCE, AND TRANSFER

The internal control system (ICS) plays a special role in risk management.

- › Based on the standards of the internationally recognized framework for internal control systems (issued by COSO).
- › The ICS serves as a comprehensive tool for the analysis and/or prevention of uncertainties and risks arising from wienerberger's business activities.
- › Rules and controls applicable throughout the Group and across its operating segments are set by the Managing Board.
- › Internal Audit assumes a steering, communication, and monitoring function. To provide reasonable assurance regular audits are performed at the local sites.



SKILLS MATRIX FOR SUPERVISORY BOARD

	Peter Steiner (C)	Myriam Meyer (VC)	Katrien Beuls	Thomas Birtel	Effie Datson	David Davies	Marc Grynberg
Building materials & Construction	●			●			
CEO Experience*	●	●	●	●			●
CFO Experience	●					●	●
M&A	●	●	●	●		●	●
Capital Markets/IR	●		●	●	●	●	●
Senior HR	●	●	●	●			●
Sales & Marketing	●				●		
Manufacturing		●				●	●
Innovation		●	●	●			●
ESG	●	●	●	●	●		●
Supply Chain & Logistics		●					●
Digital	●	●			●		●
Austrian markets			●	●		●	
European markets	●	●	●	●	●	●	●
North America markets	●	●			●	●	●

*Inclusive of positions where the individual led large business divisions of a parent entity

EXPERIENCED, DIVERSE, INDEPENDENT

Board Members

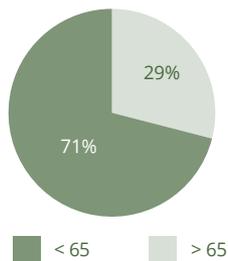
7 Shareholder Representatives

Elected by the Annual General Meeting for a fixed term

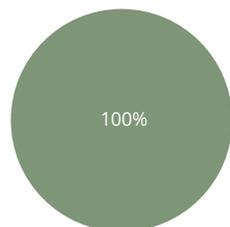
3 Employee Representatives

Delegated by the Works Council for an unlimited period of time (mandatory in Austria)

Age: avg. 62

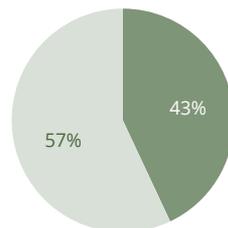


Internationality



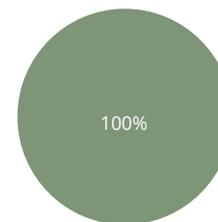
International Austria

Gender Diversity



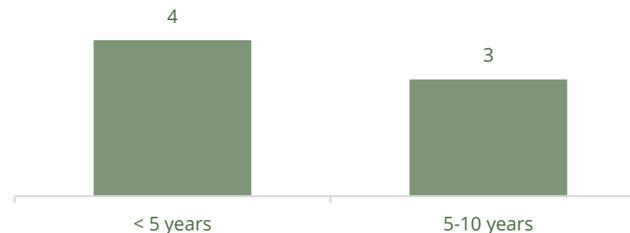
Female Male

Independence



Independent Not independent

Tenure:



› All metrics show shareholder representatives

REMUNERATION POLICY – MANAGING BOARD

Short-Term Incentive (STI)

Features	
KPIs	1) Operating EBITDA 2) Free Cash Flow 3) ESG/Strategic (Up to 2 Targets) – <i>Aligned with Sustainability Program 2023 - 2026</i>
Cap	150% of the Target Amount
KPI Weighting	Pre-defined Weighting Ranges (min/max)
Target Achievement	Target Achievement Cap at 150% for each KPI – <i>no offsetting between targets</i>

- › Maximum opportunity remains
- › Instead of ESG/Strategic we had Efficiency Enhancement Measures
- › Proactively Disclosing KPI weightings (min/max) – full targets will be disclosed prospectively pre-AGM.

REMUNERATION POLICY – MANAGING BOARD

Long-Term Incentive (LTI)

Features	
Plan Type	Performance Share Plan
Cap	250% of the target amount (for cash payment)
Settlement	Minimum 50% in shares, rest in cash
Performance Period	3-years
Holding Period	Holding Period for shares in SOG until the end of service
Target Achievement	Target Achievement Cap at 150% for each KPI – no offsetting between targets

- › Proactively Disclosing KPI weightings (min/max) – full targets will be disclosed prospectively pre-AGM.
- › rTSR measured against the *entire* STOXX Europe 600 Construction & Materials index vs a selection.
- › Measurement over the full performance period (instead of annual measurement of target achievement)
- › SOGs introduced where vested shares are used to meet such requirement (replacing 2-year deferral)

SHORT-TERM INCENTIVE (STI) – TARGETS 2024

STI Performance Criteria	Weighting	Minimum target achievement (= 0%)	Full target achievement (= 100%)	Maximum target achievement (= 150%)
Operating EBITDA	50%	700 mEUR	770 mEUR	800 mEUR
Free Cash Flow	10%	300 mEUR	367 mEUR	400 mEUR
Decarbonization & energy mix				
CO2 - Scope 1 & 2 Reduction	6.67%	-18.0%	-18.5%	-19.0%
CO2 - Scope 3 Reduction	6.67%	-2.0%	-3.0%	-4.0%
Renewable Energy used in own operations	6.67%	8.0%	9.0%	10.0%
Water Management				
35mn m ³ water harvested, retained and saved through our products	10%	6 mn m ³	8 mn m ³	10 mn m ³
15% reduction of water consumption in own operations	10%	-2.0%	-5.0%	-8.0%

LONG-TERM INCENTIVE (LTI) – TARGETS FOR THE TRANCHE 2024 – 2026*

LTI Performance Criteria	Weighting	Minimum target achievement (= 0%)	Full target achievement (= 100%)	Maximum target achievement (= 150%)
Relative TSR	20%	25	50	75
ROCE	40%	14	17	17.5
ESG				
GHG emission Scope 1 & 2 intensity (vs base year 2020)	13.3%	-22	-25	-26
Revenue from building products supporting net zero buildings	13.3%	73	75	76
Reduction of Scope 3 emission (vs base year 2022)	13.3%	-7	-10	-11

* Payout in 2027



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FINANCIAL CALENDAR

February 26, 2025	Full-Year Results 2024
March 31, 2025	Publication Annual Report 2024
May 16, 2025	156 th Annual General Meeting
May 20, 2025	Update for the First Quarter of 2025
August 13, 2025	Results for the First Half-Year of 2025
November 13, 2025	Results for the First Three Quarter of 2025

