technotrans

Annual Report 2024

Future Ready –
transforming strategy into growth

2024 financial year: Financial highlights of the technotrans Group

238.1 m €

Revenue

(PY: 262.1 m €)

Technology: 177.7 m € (PY: 199.6 m €)
Services: 60.4 m € (PY: 62.5 m €)

12.3 m €

EBIT

(PY: 14.2 m €)

Technology: 3.6 m € (PY: 5.2 m €)
Services: 8.9 m € (PY: 9.0 m €)

5.2 %

EBIT margin

(PY: 5.4 %)

Technology: 2.0 % (PY: 2.6 %)
Services: 14.7 % (PY: 14.4 %)

11.8 %

ROCE

(PY: 13.3 %)

8.5 m €

Free cash flow

(PY: 12.8 m €)

60.5 %

Equity ratio

(PY: 55.9 %)

0.53 €

Dividend proposal

(PY: 0.62 €)

1.06 €

Earnings per share

(PY: 1.24 €)

1,514

Employees as of Dec 31, 2024

(PY: 1,598)

Future Ready

Contents

To our Shareholders

Combined Management Report

Consolidated Financial Statements

Further information

Natascha Sander, CFO

Michael Finger, CEO

Dear Shareholders,

The political and economic environment presented us with numerous challenges in the 2024 financial year. Germany stayed in recession for a second successive year. These developments affected our markets in some cases to a considerable degree. The priority for technotrans was therefore to optimise costs, structures and processes at a time of reduced revenue, and to focus our activities even more closely on markets and customers. Amid such an unstable environment, our main concern was to strengthen our Group's future resilience. We succeeded in this. We launched the most far-reaching organisational restructuring in the history of the Group. Meanwhile we improved our market position, secured strategically important contracts and achieved a solid net profit.

Stable profitability despite reorganisation

Even though the economic environment did not improve in the manner expected, we increased our performance quarter by quarter. The 2024 financial year saw us realise consolidated revenue amounting to € 238.1 million, with an EBIT margin of 5.2 %. To protect profitability, we had already implemented the ttSprint efficiency programme at the start of the year; at its core, it comprises rigorous cost cutting and the introduction of a market-led organisation. It already began to bear fruit in the 2024 financial year. Despite € 24 million lower revenue, the EBIT margin stayed broadly unchanged from the previous year. In fact, the EBIT margin also includes temporary expenses for severance payments and the reorganisation. Without those charges, the technotrans Group would have achieved an EBIT margin of 6.0 %.

Thermal management as critical success factor for artificial intelligence (AI)

Our prospects for sustained profitable growth improved again in the 2024 financial year thanks to increasing demand for AI. Progress with electrification, the focus on decarbonisation and the steady spread of digitalisation meant our core skill of thermal management significantly gained in importance. The rapid advances of AI applications such as ChatGPT are opening up new horizons. The performance of the processors used in those areas can only be achieved and maintained with liquid cooling. For this rapidly expanding market, technotrans supplies technologically mature cooling systems for existing and new data centres and has already secured several major contracts. Volume production has now started. We were able to draw on experience in this forward-looking sector by having previously delivered such systems, and are steadily refining our products.

Focus markets: Energy Management the most dynamic

Our markets showed a differentiated development. The Energy Management focus market continued its strong growth in expanding by 27 %. Our position as European market leader helped us to generate a steady flow of revenue with battery thermal management systems (BTMS) for rail vehicles. We used this expertise as the starting point for the development of a BTMS modular system for electric road and off-road vehicles. In the growing market for e-buses we were also able to improve our position by securing several major contracts. The prevailing economic environment meant Plastics, Healthcare & Analytics and Print were unable to match their high prior-year revenue figures. Although the Laser focus market was cyclically the worst affected with around a 25 % decline in revenue, business in the remaining focus markets gradually firmed up as the year progressed. Print benefited especially from follow-on orders for packaging printing after the leading industry exhibition drupa.

Future Ready 2025: market-led organisation introduced

Since the publication of the Future Ready 2025 strategy in 2020, the economic and geopolitical conditions have changed fundamentally. To position technotrans optimally in Phase II of the strategy, we launched the ttSprint efficiency enhancement programme. The programme addressed the four components portfolio & markets, efficiencies, innovation and organisation.

In essence we are increasing the sense of commercial responsibility and the focus on markets and customers throughout the Group. Four divisions have been created, each responsible for the entire value chain in its market. This new setup means the organisation now specifically reflects the differing dynamics of the focus markets. It is supported by corporate functions (shared services). Above the divisions, the Technology and Services segments continue to act as the corporate management units of the technotrans Group.

By adjusting the organisational structure, technotrans will sharpen its customer focus, boost its responsiveness and increase profitability. The first positive effects were already evident in the 2024 financial year. The new 2025 financial year should then bring further improvements in revenue.

The Board of Management will also has a new composition going forward. From now on it will comprise two members (CEO and CFO). In Natascha Sander, we have been able to recruit a colleague from within the company with strong personal and professional credentials to fill the responsible position of CFO. Ms Sander took over the CFO position on an interim basis in November 2024 and has been a full Board of Management member since February 2025.

The very name technotrans stands for technology and transfer. Our thermal management technology equips us ideally to tackle the challenges of the future. With the transfer of our expertise from the printing industry to a range of expanding markets, we have created a resilient and balanced portfolio.

To complement our strategy, the introduction of the new market-led organisation now gives us further foundations on which to build a bright future. In the past financial year we demonstrated our ability to respond to contrary winds by making appropriate efficiency improvements and carrying out significant restructuring while maintaining operations throughout. Looking forward, the figures nevertheless show the need for further efforts if we are to achieve our target margins. Acknowledging that we will have to live with political and economic challenges for the foreseeable future, we have streamlined our organisation and adopted a crisis management plan that enables us to respond proactively to changes.

Outlook and thanks

The macroeconomic challenges equally dominate our outlook for the new financial year. For 2025, we therefore expect consolidated revenue in the range of € 245 to € 265 million, an EBIT margin of between 7.0 % and 9.0 % and ROCE of 13.0 % to 16.0 %.

The restructuring described above demands much from all concerned, but especially from the people who make technotrans what it is! On behalf of the Board of Management I would like to extend my deep thanks to each and every employee worldwide. With their exceptional efforts, they made a vital contribution to the business performance of the technotrans Group in the 2024 financial year. By participating comprehensively in the reorganisation, they also helped to cement the future prospects of the technotrans Group.

Dear Shareholders,

Our explicit thanks are also due to you, the owners of technotrans. We acknowledge your trust, support and patience as we continue with the process of building a sustainably successful and profitable company.

technotrans achieved a consolidated net profit in a difficult year. And we would like you to participate suitably in this success. We will therefore propose the distribution of a dividend of € 0.53 per share to the Annual General Meeting on May 16, 2025. This represents a distribution rate of 50 % and is in line with our long-standing dividend policy.

We look forward to further enhancing technotrans' position as a global leading supplier of innovative and sustainable thermal management worldwide, with you at our side. The actions we have taken make us "Future Ready 2025".

On behalf of the Board of Management

Michael Finger

CEO

Peter Baumgartner, Chairman of the Supervisory Board

Dear Shareholders,

We look back on twelve challenging months. The year 2024 was defined by Russia's continuing war of aggression against Ukraine, the conflict between Israel and Hamas, higher energy prices and high inflation that meant the German economy remained persistently weak. Our business felt the impact of this geopolitical and general economic environment. Instead of registering an improvement in the underlying conditions for German industry in 2024, we ascertained that matters deteriorated further.

Against the backdrop of these increasingly difficult circumstances, technotrans pressed ahead with its Future Ready 2025 strategy. The strategy was also complemented by the ttSprint efficiency programme as a means of addressing the changed circumstances even more effectively, going forward. A key component of ttSprint is the creation of a market-led organisation. This most radical change in the Group's organisation to date was kicked off during 2024 and successfully completed at the end of the financial year. It means technotrans now has the right structural setup to address the individual opportunities and risks in the focus markets and achieve further profitable growth.

Our goal is to become one of the world's leading suppliers of thermal management solutions in our focus markets. I would like to thank you, Dear Shareholders, for accompanying us on this trailblazing path.

The Supervisory Board satisfies all the applicable criteria with regard to its composition and skills. We continue to support the strategic direction of technotrans SE and will again act as an advisor to the Board of Management in the 2025 financial year.

Continuing dialogue with the Board of Management

The Supervisory Board of technotrans SE performed the duties incumbent upon it under the law and in accordance with the Articles of Association and the Rules of Procedure in full and with great care in the past 2024 financial year. We continuously oversaw and advised on the activities of the Board of Management in running the company based on detailed written and oral reports submitted, and were involved directly and promptly in all decisions of fundamental significance. The Chair of the Su-pervisory Board and the committee chairs also maintained a close, regular exchange of information with all members of the Board of Management in between the committee meetings. The Board of Management at all times fulfilled its duties to report and inform, in the form set out in the Declaration of Compliance, under the statutory requirements and the Articles of Association as well as met the recommendations of the German Corporate Governance Code (GCGC) as amended on April 28, 2022 and informed the Supervisory Board regularly, promptly and comprehensively of the current status of transactions, the intended business policy and the economic position of the company and the Group, the prevailing risks, risk management as well as relevant questions of compliance and sustainability, strategy and corporate planning. Significant business transactions were discussed in the committees and the meetings of the full Supervisory Board on the basis of reports. Any deviations in the business performance from the plans and targets were explained individually and discussed at length by the Supervisory Board, for example at meetings of the Audit Committee.

Composition of the Supervisory Board and committees; meetings attended

The Supervisory Board held nine meetings in the 2024 financial year, which the Board of Management also attended in part. Those meetings took place on February 16, March 6, March 20, May 16, May 17, August 6, September 19, October 10 and December 17. The meetings on March 20, May 16 and Sep-tember 19 took the form of solely in-person meetings at the head offices of technotrans SE in Sassen-berg. The meeting on May 17 was an in-person meeting of the Supervisory Board members on the premises of the Münsterland Hall Exhibition and Congress Centre, following the Annual General Meet-ing. The meetings on March 6 and October 10 had a virtual-only format as a video conference and, in part, a telephone conference. All other meetings had a hybrid format, in other words in-person meet-ings with the option to participate virtually. One resolution was moreover passed by written proce-dure.

No meetings exclusively took the form of a telephone conference. In addition to the meetings, individual Supervisory Board members held discussions through telephone conversations, video calls and by e-mail. For certain periods of its meetings the Supervisory Board also met without the Board of Management in attendance. This was to address agenda items that either related to the Board of Management itself or were internal Supervisory Board matters. Prior to the ordinary meetings of the Supervisory Board, both the employee and shareholder representatives held preliminary discussions independently of each other.

The company has four committees – the three committees named in the Rules of Procedure of the Supervisory Board, namely the Audit Committee, the Committee for Personnel and Organisation Development and the Committee for Strategy and Innovation, as well as a Nominating Committee in anticipation of the upcoming Supervisory Board elections. The Nominating Committee met four times in 2024. The Audit Committee met eight times in the 2024 calendar year. With regard to the Committee for Personnel and Organisation Development and the Committee for Strategy and Innovation, in view of the particular developments in 2024, namely the exits of the Board of Management members Peter Hirsch and Robin Schaede but also in light of the far-reaching transformation of the Group organisation under the ttSprint efficiency programme, the elementary issues and the related decisions were for the most part discussed and dealt with by the full Supervisory Board. There were consequently informal talks among the members of the Committee for Personnel and Organisation Development and among the members of the Committee for Strategy and Innovation before and after the discussions. That aside, the Committee for Strategy and Innovation held only one committee meeting, in December 2024.

The following table indicates both the composition of the committees and the number of meetings each member attended.

	Meeting Attendance	Attendance rate (%)
Supervisory Board		
Peter Baumgartner (Chair)	9 / 9	100
Andrea Bauer	8 / 9	89
Dr.-Ing. Gottfried H. Dutiné (Deputy Chair)	9 / 9	100
Florian Herger	9 / 9	100
Andre Peckruhn	9 / 9	100
Thorbjørn Ringkamp	9 / 9	100
Audit Committee		
Andrea Bauer (Chair & Member until October 8, 2024)	5 / 5	100
Peter Baumgartner (member from October 10, 2024)	8 / 8	100
Florian Herger (Chair from October 10, 2024)	8 / 8	100
Andre Peckruhn	8 / 8	100
Committee for Personnel & Organisation Development		
Peter Baumgartner (Chair)	- / -	-
Andrea Bauer	- / -	-
Florian Herger	- / -	-
Thorbjørn Ringkamp	- / -	-
Committee for Strategy & Innovation		
Dr.-Ing. Gottfried H. Dutiné (Chair)	1 / 1	100
Andre Peckruhn	1 / 1	100
Thorbjørn Ringkamp	1 / 1	100
Peter Baumgartner (as Guest)	1 / 1	100
Florian Herger (as Guest)	1 / 1	100
Nominating Committee		
Peter Baumgartner (Chair)	4 / 4	100
Andrea Bauer	4 / 4	100
Dr.-Ing. Gottfried H. Dutiné	4 / 4	100
Florian Herger	4 / 4	100

With one exception all members of the Supervisory Board attended all Supervisory Board meetings and were in most cases present in person. The same applies to the respective committee members at the meetings of the committees formed by the Supervisory Board. Individual members joined individual meetings by video call. Apologies for absence were received from Andrea Bauer for the Supervisory Board meeting on March 6, 2024. The meetings of the Nominating Committee had a virtual-only format. The Board of Management members all attended the meetings of the full Supervisory Board, with the exceptions of the meetings on March 6, 2024, May 17, 2024 and October 10, 2024; at certain other meetings individual matters and agenda items were also discussed and considered solely by the Supervisory Board, without the presence of Board of Management members.

Key themes of the Supervisory Board meetings in the 2024 financial year

Recurring subject matters at the meetings of the Supervisory Board included the reports by the Board of Management and supervision and guidance of the Board of Management by the Supervisory Board. At every meeting, the Board of Management provided reports with updates on the business situation and financial position of the technotrans Group. Regular topics also included the reports of the Board of Management on the adoption of the new divisional structure and the associated Grouip organisation, as well as the report on the status quo of the ttSprint efficiency programme. The Supervisory Board supported the Board of Management in an advisory capacity with the further development of the corporate strategy and its operational execution.

Other items on the agenda included the development of the capital market, the development of the technotrans SE share price, M&A matters and presentations from the Board of Management portfolios.

At its meetings the Supervisory Board also considered the reports by the Board of Management on aspects of risk management, preventive compliance work, ongoing litigation, ESG developments and corporate governance. The Board of Management also informed the Supervisory Board on matters of particular significance outside the context of meetings. In my capacity as Supervisory Board Chair, I held regular discussions on important topical matters with the Chief Executive Officer outside the context of the meetings.

The Supervisory Board addressed the following matters as a priority at its meetings:

The Supervisory Board held its first meeting of 2024 on February 16, 2024. The main topics were updates on the status of the ttSprint efficiency programme and on the further development of the organisation. The findings of the self-evaluation of the Supervisory Board conducted in December and the recommendations and action derived from it were also discussed.

The Supervisory Board held its second meeting on March 6, 2024 without the presence of the Board of Management. Apologies for absence were received from Supervisory Board member Andrea Bauer. This meeting discussed the diverging proposals of the Board of Management members on possible ways of implementing the task directed by the Supervisory Board to create a business unit structure across the Group.

In agreement with the company Peter Hirsch, COO/CTO, surrendered office before the end of his term on March 11, 2024. Responsibility for these portfolios was transferred to CEO Michael Finger and CFO Robin Schaede. Our particular thanks are due to Peter Hirsch for his major personal contribution to the flourishing of the company over almost eleven years of service, including nearly six years as a Board of Management member.

The main topic of the meeting on March 20, 2024 was the annual financial statements of technotrans SE at December 31, 2023 and the Consolidated Financial Statements at December 31, 2023. The Supervisory Board discussed the submissions and, following intensive dialogue with the auditor

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Osnabrück, and on the recommendation of the Audit Committee, approved the annual financial statements of technotrans SE, which were thus adopted, as well as the Consolidated Financial Statements for the 2023 financial year. The Supervisory Board also approved the dividend proposal by the Board of Management and the proposed agenda for the 2024 Annual General Meeting with the resolution proposals set forth therein. In this connection the Supervisory Board set the agenda item of the resolution proposal on the election of PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Osnabrück, as auditor of the annual financial statements and Consolidated Financial Statements for the 2024 financial year. Other items on the agenda for this Supervisory Board meeting were the review of the Combined Non-Financial Statement as well as reports on the status quo of the ttSprint efficiency programme and the further development of the organisation. In addition, the Supervisory Board passed the resolution that the number of Board of Management members be specified as two members (CEO and CFO) until further notice.

On the day before the Annual General Meeting, on May 16, 2024, the Supervisory Board came together for its meeting. This provided the Board of Management with an opportunity to report at length on the business performance over the months January to April 2024, give an outlook for the remainder of the 2024 financial year and outline the measures to safeguard revenue and earnings for the Group as a whole. The Supervisory Board also considered the progress with establishing a market-led organisation. In addition, the Board of Management provided information on the preparations for the Annual General Meeting held the next day.

Immediately after the Annual General Meeting of technotrans SE on May 17, 2024 the members of the Supervisory Board met again. At this meeting, the members of the Supervisory Board confirmed the existing composition of the Audit Committee, the Committee for Personnel and Organisation Development and the Committee for Strategy and Innovation. The Nominating Committee was also formed in light of the end of the term of office of Andrea Bauer in May 2025 as well as the approaching end of the terms of office of Dr-Ing Gottfried H Dutiné and myself at the Annual General Meeting in 2026.

The Supervisory Board held a further meeting on August 6, 2024. The main topic of the meeting was the status quo of the introduction of the new organisational structure.

At the Supervisory Board meeting on September 19, 2024 the Supervisory Board discussed the business performance of the Group at August 31, 2024 and was informed of the status quo of the introduction of the non-central organisational structure with four divisions and initial key points for a long range plan for the divisions. In addition, the Board of Management presented key points of the planning process for the 2025 budget.

The Supervisory Board meeting on October 10, 2024 focused on filling the vacancy on the Audit Committee following Andrea Bauer's resignation as member and Chair of the Audit Committee a few days earlier. The Supervisory Board elected me at that meeting as new member of the Audit Committee with immediate effect for the period up until the close of the Annual General Meeting in 2025.

The contract of Robin Schaede, CFO, was terminated early by mutual agreement with effect from November 30, 2024. Mr Schaede left the Board of Management of the company for personal reasons. The Supervisory Board would like to thank Robin Schaede for his work and extends every best wish for his future and his career. The Supervisory Board has since been considering succession planning. For the interim period Natascha Sander, Head of Group Controlling, has been appointed as acting Head of the Financial portfolio.

The meeting of the Supervisory Board on December 17, 2024 looked at the forecast for the nearly completed 2024 financial year and the budgeting for the 2025 financial year including revenue, cost, profit, investment and human resources planning as well as the target agreements for the Board of Management for the 2024 and 2025 financial years. The final results of the long range plan for the divisions were also presented. The Supervisory Board was additionally informed of the results of the ttSprint efficiency programme as part of a concluding report.

Our duties include regularly examining and improving the quality of our work on the Supervisory Board. To that end, we conduct a self-evaluation on a regular basis. Such a review again took place in December 2024-

The work of the Supervisory Board committees in 2024

A key element of the Supervisory Board's work is the work of the committees. In accordance with the current Rules of Procedure of the Supervisory Board, the Supervisory Board has formed the following committees: the Audit Committee, the Committee for Personnel and Organisation Development, and the Committee for Strategy and Innovation. A Nominating Committee is only formed on an ad hoc basis, in each case in ample time ahead of the ending of the term of office of at least one Supervisory Board member elected by the shareholders. The committees prepare resolutions and matters to be addressed by plenary Supervisory Board meetings. The Supervisory Board may delegate decision-making authority to committees to the extent permitted by law. The committee chairs report on the work of the committee to the Supervisory Board at the next meeting. They also hold consultations with the Supervisory Board Chair in between the committee meetings. The following table indicates the composition of the committees and which individual members attended the committee meetings.

The Nominating Committee met four times in 2024, on June 18, August 12, October 24 and November 20, to make in-depth, long-term preparations for the upcoming ending of terms of office of Supervisory Board members in the coming years. Specifically, the committee considered the ending of the term of office of Andrea Bauer in May 2025 as well as the terms of office of Dr-Ing Gottfried H Dutiné and myself that end in May 2026.

The Audit Committee met on eight occasions in 2024: on January 26, March 11, June 20, September 10, October 1, October 10 (constituent), November 27 and December 17; representatives of the auditor attended the meetings in March, September and December for part of the time. The Audit Committee addressed matters concerning the annual financial statements for the 2023 and 2024 financial years, the presentation of the accounts and International Financial Reporting Standards (IFRS) accounting, the Internal Control System, sustainability reporting and the effectiveness of the compliance and Risk Management System. The presentation of the accounts and IFRS accounting covered primarily the Consolidated Financial Statements and the Combined Management Report of the parent company and Group (including CSR reporting), intra-year financial information and the separate financial statements of technotrans SE according to the German Commercial Code. Other aspects included fiscal matters, the statement of independence by the auditors, the recommendation of the Audit Committee on the awarding of the audit mandate, the audit priorities for the auditors for 2024, as well as the audit of the 2024 annual financial statements. Other priorities in the Audit Committee meetings included the monthly financial reporting ("Supervisory Board reporting"), the ongoing development of internal reporting and potential reporting structures. The Audit Committee was also given reports on the topics of financing strategy and working capital optimisation. The meeting on March 11, 2024 focused on preparing the Supervisory Board's financial statements meeting and the auditing of the accounts for the 2023 financial year. Following verification of its independence, the committee gave the Supervisory Board the recommendation that PricewaterhouseCoopers GmbH

Wirtschaftsprüfungsgesellschaft, Osnabrück, be proposed to the 2024 Annual General Meeting as auditor for the 2024 financial year. There were no findings that necessitated the exclusion, questioned the impartiality or threatened the independence of the auditors. The Combined Non-Financial Statement of technotrans SE and the technotrans Group for the 2023 financial year were also reviewed as part of the Combined Management Report. At the committee meetings held in June, September, October, November and December, the Board of Management reported on the prevailing business and financial situation and in each case provided an updated outlook for 2024 as a whole. Another matter of focus was optimising the net working capital. The meeting on October 10 was moreover a constituent meeting at which Florian Herger was elected as Chair of the Audit Committee because Andrea Bauer surrendered office as member and Chair of the Audit Committee. The meeting on December 17, 2024 was mainly given over to a discussion of the forecast for the 2024 financial year, progress with the audit of the annual financial statements, budget planning for the coming 2025 financial year and an update on risk management for the Group.

The Committee for Strategy & Innovation came together for one meeting in the past financial year, on December 3, 2024. Questions concerning innovation and strategy were discussed at length with representatives of the Supervisory Board, Board of Management and management members. The committee discussed in particular the plans of the Board of Management and heads of division to finalise the structure of the divisions, as well as a progress check in 2025. As a supplementary measure committee chair Dr-Ing Gottfried H Dutiné held further regular meetings with the members of the Board of Management and relevant managers in the course of the 2024 financial year to ascertain the development and introduction of the new divisional structure, and provided supportive advice.

In light of the particular developments in 2024, the matters and related decisions facing the Committee for Personnel and Organisation Development were discussed and dealt with by the full Supervisory Board. There were informal talks between the members of the Committee for Personnel and Organisation Development prior to and following on from the discussions.

Independence, conflicts of interest, professional development

The members of the Supervisory Board were independent in sufficient numbers and had sufficient time to serve as non-executive directors. They had ample opportunity to assess the reports and resolution proposals of the Board of Management constructively in the committees and plenary meetings, and also to contribute their own suggestions. In accordance with the recommendation in the GCGC, the Supervisory Board members of technotrans SE disclose any conflicts of interest to the Supervisory Board without delay. No conflicts of interest that should be disclosed to the Supervisory Board and would need to be reported to the Annual General Meeting arose in the year under review.

The members of the Supervisory Board are to stay informed by intensive reading of relevant trade media and publications by the public auditors and by sharing insights with representatives of other listed companies. Furthermore, independent firms of consultants are brought in to advise on specific matters on an ad hoc basis.

As a fundamental principle Supervisory Board members were individually responsible for obtaining the additional training and professional development required for their duties. They received extra support for this from the company in the form of specialist presentations by technotrans employees at Supervisory Board meetings on the topics of business process management, sustainability and HR development.

Adoption of the annual financial statements and approval of the Consolidated Financial Statements as of December 31, 2024

The annual financial statements of technotrans SE as well as the Combined Management Report for technotrans SE and the Group for the 2024 financial year have been prepared in accordance with the requirements of German law. The Consolidated Financial Statements have been prepared according to the International Financial Reporting Standards (IFRS) as adopted in the European Union (EU). In accordance with the audit mandate of the Supervisory Board, the auditors PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Osnabrück, appointed by the Annual General Meeting for the annual financial statements and Consolidated Financial Statements, audited the annual financial statements of technotrans SE for the 2024 financial year, the 2024 Consolidated Financial Statements and the Combined Management Report for 2024 of technotrans SE and the Group and in each case granted an unqualified audit certificate.

The auditors established that the risk early-warning system complies with the legal requirements and is suitable for identifying risks to the company as a going concern. As planned, no reviews of interim financial reports were carried out.

The audit reports and accounting records for the 2024 financial year as well as the Board of Management's proposal on the appropriation of profit for the 2024 financial year were sent to all Supervisory Board members in good time. These were discussed in detail both by the Audit Committee at its meeting on March 17, 2025 and by the Supervisory Board at its meeting on April 1, 2025. The committee in particular addressed the key audit matters described in the respective audit certificate.

The examination by the Supervisory Board also covered the non-financial disclosures for technotrans SE and the Group incorporated into the Combined Management Report. At the meetings, the representatives of the auditors of the accounts reported on the key findings of the examinations and were available for questions. The Chairman of the Audit Committee likewise reported to the Supervisory Board on the examinations of the Audit Committee.

Following examination of the annual financial statements, the Consolidated Financial Statements and the Combined Management Report, the Supervisory Board raised no objections to the findings of the audit and on April 1, 2025, following its own review and consultations, adopted and approved the 2024 annual financial statements and Consolidated Financial Statements prepared by the Board of Management. The review of the Combined Non-Financial Statement by the Supervisory Board equally gave rise to no objections. The annual financial statements for the 2024 financial year are thus adopted pursuant to Section 172 first sentence AktG.

Based on its own examination the Supervisory Board supports the proposal of the Board of Management on the appropriation of profit. At its meeting on April 1, 2025, taking into account the recommendation and preference of the Audit Committee on the election of the auditor, the Supervisory Board adopted the resolution proposal to the Annual General Meeting. This decision was based on the declaration of the Audit Committee that its recommendation was free from any improper influence by third parties and that no clauses restricting choice within the meaning of Art. 16 (6) of the EU Audit Regulation were imposed on it.

Thanks and outlook

The Supervisory Board wishes to thank the Board of Management and all employees worldwide for their huge commitment and successful work in an especially intensive financial year. It also thanks the shareholders for the confidence that they again placed in the company.

Thank you for your support.

The Supervisory Board approved this report on April 1, 2025 pursuant to Section 171 (2) AktG.

On behalf of the Supervisory Board

Peter Baumgartner

Chair

Board of Management

Michael Finger
Board Spokesman - CEO

– Engineering Graduate
– Member of the Board since May 2020
– Spokesman since August 2020
– Responsibilities:
  Segments Technology & Services
  Divisions, Country Organisations, HR, QM,
  ESG, IR, Group Communications, Marketig

Natascha Sander
Member of the Board - CFO

– Executive MBA, Graduate in business administration
– Interim Member of the Board since November 2024
– Member of the Board since Februaray 2025
– Responsibilities:
  Finance & Controlling, Treasury,
  Procurement, Logistics, IT,
  Legal & Compliance, gds

Peter Hirsch (until March 11, 2024)
Robin Schaede (until October 11, 2024)

Supervisory Board

Peter Baumgartner
Chairman of the Supervisory Board

– Engineering Graduate
– Independent management consultant

Andrea Bauer
Member of the Supervisory Board

– Graduate in economics
– Independent management consultant

Dr-Ing Gottfried H. Dutiné
Deputy Chairman of the Supervisory Board

– Independent management consultant

Andre Peckruhn
Employee Representative

– Operational purchaser at technotrans SE, Sassenberg, Germany

Florian Herger
Chairman of the Audit Committee (since October 10, 2024)

– Graduate in business administration
– Member of the Supervisory Board of Nexus AG, Donaueschingen, Germany
– Member of the Supervisory Board of Medios AG, Berlin
– Principal for listed investments at Luxempart S.A., Luxembourg

Thorbjørn Ringkamp
Employee Representative

– Senior Sales Manager Global at gds GmbH, Sassenberg, Germany

Heinz Harling, Honorary Chairman

Success Story

2021

Commissioning of the enery-efficient new building in Holzwickede

Establishing the technotrans umbrella brand

technotrans becomes system supplier to leading rail vehicle manufacturers

2022

Phase I of the Future Ready 2025 strategy successfully completed

technotrans commits to climate-neutral production by 2030

2020

New strategy Future Ready 2025: technotrans sets course of the future

50th anniversary of the company

2019

Commissioning of the enery-efficient new building in Baden-Baden

2009

gds outsourced off as a spin-off with competence for technical documentation

2011

Acquisition of termotek AG, Baden-Baden (now technotrans systems GmbH)

Entry into the markets of laser, e-mobility, medical and machine tool technology

2002 - 2007

Foundation of a worldwide sales and service network including production sites in the USA and China

1998

Initial public offering

2023

New production site in Steinhagen goes into operation

Entry into the market for liquid cooling of data centers

2024

Efficiency programme ttSprint for corporate optimisation launched

Organisational structure with 4 divisions and shared service centres implemented

2018

technotrans AG becomes technotrans SE

Acquisition of Reisner Cooling Solutions GmbH, Holzwickede (now technotrans solutions GmbH)

2016

Acquisition of gwk Gesellschaft Wärme Kältetechnik mbH, Meinerzhagen (now technotrans solutions GmbH)

Entry into the market plastics processing industry

2013

Acquisition of klh Kältetechnik GmbH, Bad Doberan (now technotrans SE)

Expansion of competence to a fullrange supplier in the laser sector

2014

Expansion of competence in the field of e-mobility to include stationary solutions for batteries and converters in trains

1992

technotrans becomes original equipment supplier to leading printing press manufacturers worldwide

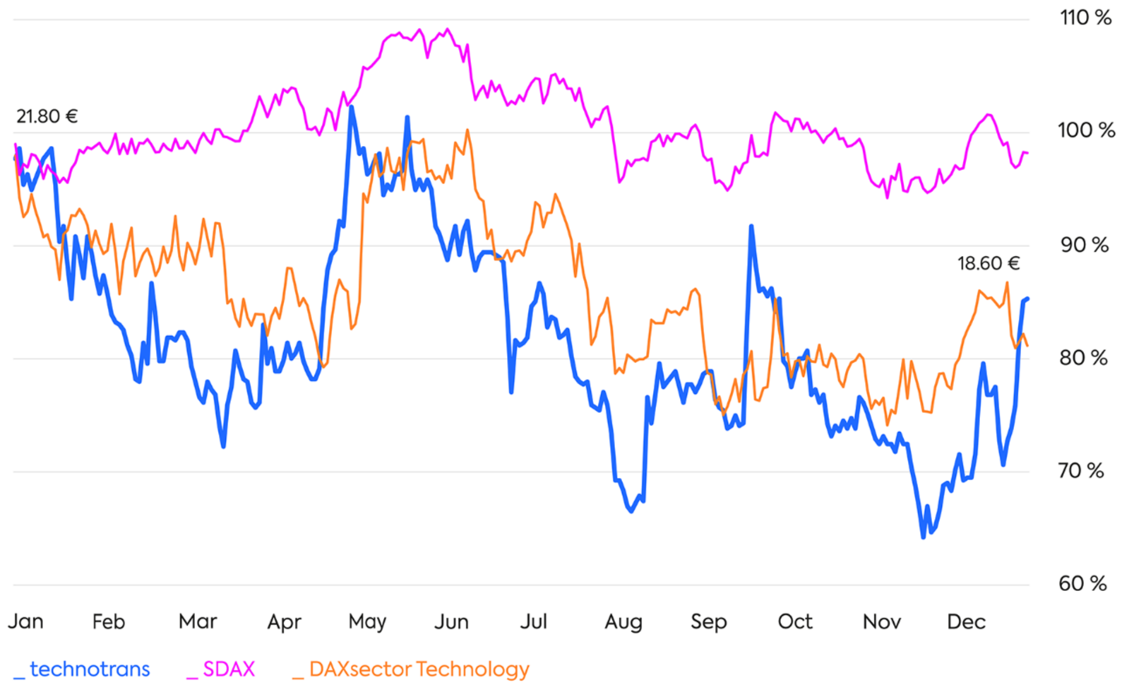
1970

Foundation of the company and start of the success story

technotrans on the capital market – shares

The German stock market showed a mixed development in 2024. The DAX reached an all-time high of 20,523 points (intraday on December 13, 2024). By contrast, small and mid-cap indices ended the year down. Weak economic prospects in Germany, combined with a growing preference for other asset classes and regions, led to net outflows from small and mid-cap funds. The reduced liquidity of these segments prompted valuation haircuts, which were in some cases quite significant. Positive reports of substantial orders secured in the data centre and e-bus areas boosted the trading price of technotrans shares. The ad hoc announcement dated November 15, 2024 on the cyclical adjustment to the medium-range forecast put pressure on the share price. The following day, the shares touched their year-low of € 14.00 (Xetra closing price). The shares subsequently made up considerable ground to end the year on a Xetra closing price of € 18.60. Over the year as a whole, the trading price of technotrans shares declined by 14.7 %. Market capitalisation on the final trading day of the year was € 128.5 million. The SDAX and DAXsector Technology fell by 1.8 % and 18.8 % respectively in the period under review.

Performance of technotrans shares in 2024 financial year (Xetra)



On German stock exchanges, 56 % of trades were handled via Xetra. The average daily Xetra trading volume increased by over 50 % to 5,369 units (previous year: 3,488 units).

Investor Relations work

The Board of Management and Investor Relations team were widely available for discussions at conferences, roadshows, in bilateral talks, podcasts and at the Annual General Meeting. Our communications work was complemented by regular analyst webcasts and Börsenradio interviews. Conferences at which technotrans was represented included the ODDO BHF Digital Forum, the Warburg Highlights in Hamburg, Montega's Hamburg Investors Days (HIT), the Berenberg & Goldman Sachs German Corporate Conference in Munich, the German Equity Forum in Frankfurt and the virtual CIC Forum. technotrans also organised an investors and analysts meet at the drupa show. Another highlight was its involvement in the Investor Forum of the DSW – Deutsche Schutzvereinigung für Wertpapierbesitz e.V. in Münster, which proved hugely successful.

Performance indicators for technotrans shares

		2024	2023	2022	2021
Trading price (Xetra closing price)					
High	€	22.30	29.20	29.50	31.95
Low	€	14.00	15.90	21.55	23.90
End of financial year	€	18.60	21.80	25.45	29.50
Number of shares[1]		6,907,665	6,907,665	6,907,665	6,907,665
Market capitalisation[1]	k€	128,483	150,587	175,800	203,776
Net profit per share (basic, IFRS)	€	1.06	1.24	1.29	1.02

[1] End of financial year

Analyst assessments as of December 31, 2024

Institution	Recommendation	Price target
Hauck & Aufhäuser	hold	€ 21.00
LBBW	buy	€ 20.00
Warburg Research	buy	€ 21.00

Ad hoc announcement dated November 15, 2024: medium-range forecast adjusted

On November 15, 2024 the Board of Management of technotrans SE published an ad hoc announcement to inform that in light of the reduced economic forecasts for the 2025 financial year, especially for Germany, it expected revenue within a range of € 245 to € 265 million (previously: € 265 to € 285 million) with an EBIT range of between 7.0 % and 9.0 % (previously: 9.0 % and 12.0 %) as well as ROCE of between 13.0 % and 16.0 % (previously: above 15.0 %).

Annual General Meeting

The Annual General Meeting of technotrans SE took place on May 17, 2024. Including the postal votes received, 63.9 % of the registered share capital was represented. The shareholder resolutions covered such matters as the distribution of a dividend of € 0.62 per dividend-bearing share (previous year: € 0.64). This represents a total distribution of € 4,282,752.30.

Those eligible to vote also elected Florian Herger, Principal of Luxempart S.A., to the Supervisory Board as shareholder representative and confirmed Andre Peckruhn and Thorbjørn Ringkamp as employee representatives, in each case for a period of five years. The Annual General Meeting furthermore approved an Authorised Capital of 20 % for the period until May 16, 2029.

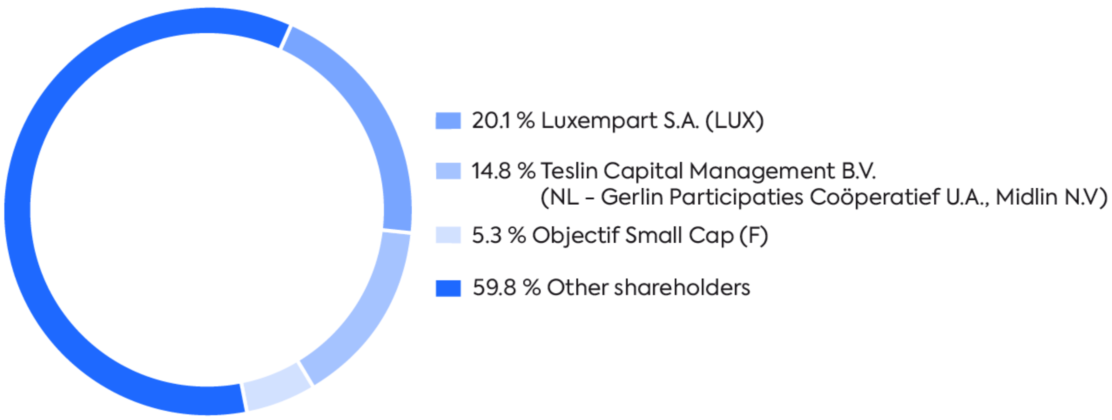
Investor Relations information

Extensive information on technotrans shares and the economic development of the technotrans Group is available on the technotrans website. There is the convenient option of receiving information via the IR Newsletter. Interested parties can subscribe at any time on the website under the IR Service menu item.

Composition of shareholders

The shareholder structure is dominated by European institutional investors with long-term investment intentions. Shareholders with notifiable voting rights of more than 3 % hold a total of 40.2 % (previous year: 45.6 %) of shares. Deutsche Börse calculated a free float market capitalisation of 79.88 % as of December 31, 2024.

Shareholder structure as of December 31, 2024



The Board of Management and Supervisory Board propose a dividend of € 0.53

The Board of Management and Supervisory Board propose to the Annual General Meeting on May 16, 2025 that a dividend of € 0.53 per share be distributed for the financial year of 2024.

The dividend yield based on the Xetra closing price of € 18.60 on December 30, 2024 is 2.8 %. The distribution rate of 50 % is in line with the long-established dividend policy of giving shareholders an appropriate share of profit by distributing up to 50 % of consolidated net profit.

Financial Year		2024	2023	2022	2021	2020
Dividend per share	in €	0,53	0,62	0,64	0,51	0,36
Payout Ratio	in %	50	50	50	50	50
Amount Distributed[1]	in k€	3,661	4,283	4,421	3,523	2,487
Dividend yield[2]	in %	2.8	3.0	2.4	2.0	1.4

2024: proposal to Annual General Meeting

[1] Based on the number of dividend-bearing shares for the past financial year on the day of the Annual General Meeting
[2] Dividend payment / Xetra closing price of technotrans shares on day of Annual General Meeting
For 2024 financial year: dividend proposal / Xetra closing price of technotrans shares as of December 30, 2024

Combined Management Report

Opportunities and Risks Report

Report on Expected Developments

Group structure

Organisational and legal corporate structure

technotrans SE is a technology and services group operating worldwide. The company's core skill focuses on application-specific solutions in the area of thermal management. This comprises energy optimisation along with precision control of the temperatures encountered in liquid and gaseous media in sophisticated technological applications.

technotrans is a one-stop shop for its customers with a wide range of services available worldwide. They include individual concept design, engineering, production, technical documentation and an extensive portfolio of services that are on call 24/7.

The technotrans portfolio comprises primarily energy-efficient, intelligent thermal management systems of various sizes, covering a very broad range of applications and performances. To complement these, technotrans develops and manufactures systems for pumping and spraying as well as filtering and separating liquids.

The Group parent is technotrans SE, with its registered office in Sassenberg, North Rhine-Westphalia. The Consolidated Financial Statements cover 15 companies. An overview of shareholdings is provided in the Notes to the Consolidated Financial Statements, in the “Consolidated companies” section.

technotrans SE has a dual control corporate governance setup. This comprises the Board of Management and Supervisory Board. The Board of Management of at least two members is responsible for the operational management of the company. The Board of Management temporarily had only one member during the 2024 financial year. The Supervisory Board appoints, advises and oversees the Board of Management. It comprises six members. Of these six, four are representatives of the shareholders and two are employee representatives.

technotrans SE has been a listed company since 1998 and meets the transparency requirements of the Prime Standard, the segment of the Frankfurt Stock Exchange that is regulated by law.

The global network of the technotrans Group

The technotrans Group has 8 production plants and 9 sales and service locations in Germany and internationally. The production plants specialise in the development and manufacture of customer-specific one-off and series production units. The sales and service companies are responsible for direct sales, installation and service of the systems in their designated regions.

Production sites			Sales and Services sites		
A.1	(DE)	| Sassenberg HQ	1	(GB)	| Colchester
A.2		| Steinhagen	2	(FR)	| Saint Maximin
A.3		| Meinerzhagen	3	(DE)	| Berlin
A.4		| Holzwickede	4	(IT)	| Legnano
A.5		| Bad Doberan	5	(BR)	| Indaiatuba
A.6		| Baden-Baden	6	(JP)	| Kobe
B	(US)	| Chicago	7	(IN)	| Chennai
C	(CN)	| Taicang	8	(SG)	| Singapur
			9	(AU)	| Melbourne

Business model

Core skill of thermal management

A wide range of industrial processes generate heat, which requires precision control. The current megatrends of decarbonisation, electrification and digitalisation are bringing rising technical requirements into the equation. Based on its core skill of thermal management, technotrans can supply its customers with the necessary expertise. As a partner for technologically sophisticated, sustainable cooling and temperature control systems, technotrans designs and builds custom solutions that are an integral part of customer systems. They satisfy the highest standards of control accuracy, failsafe performance and quality. Thanks to their high energy efficiency, technotrans systems also help to reduce the carbon footprint. The technology enterprise also brings extra added value for customers through its global sales and service network and its financial stability.

Specialised sales teams with comprehensive technical and industry-specific expertise help determine each customer's specific needs. technotrans strives to continuously improve its portfolio of products and services and progressively identify new applications and sales markets. The company also benefits from a well-diversified customer structure: over many years, a large number of renowned industrial enterprises have come to trust technotrans solutions.

Segments

The management of business activities and the corresponding reporting are broken down by the Technology and Services segments in the technotrans Group. These segments are the principal management and reporting entities, which are assessed on the basis of segment sales and segment EBIT.

The Technology segment covers development and production activities. The bulk of the systems manufactured are cooling and temperature control systems covering a performance range of 0.1 kW to 5,000 kW. These systems extend over a temperature range from -80 °C to +430 °C and achieve control accuracy of 0.01 K to 1.0 K. technotrans also builds systems for pumping, spraying or conditioning liquids, often used in combination with its thermal management systems. The Technology segment brought in around 75 % of consolidated revenue in the 2024 financial year.

The Services segment comprises a comprehensive portfolio of services through which technotrans provides its customers with all-round support for everything from installation and commissioning to modernisation and repair or maintenance tasks. The round-the-clock worldwide supply of parts is a key aspect of these services. This segment also includes the full-service offering of the Group company gds for Technical Documentation, including the compilation of technical documents in all major foreign languages and the accompanying content management and content delivery software. In the 2024 financial year, the Services segment brought in around 25 % of consolidated revenue.

THERMAL MANAGEMENT

Cooling capacity
0.1 kW – 5,000 kW

Temperature range
-80°C – +430°C

Tolerance/precision
0.01 K – 1.0 K

PLASTICS

ENERGY MANAGEMENT

TECHNOLOGY & SERVICES

LASER

PRINT

HEALTHCARE & ANALYTICS

Global player

Customised solutions

Sustainable concepts

Markets and customers

Under the Future Ready 2025 strategy, technotrans consistently tailors its sales and service activities to the five focus markets Plastics, Energy Management, Healthcare & Analytics, Print and Laser. In these markets, the company already holds or is actively working towards a leading position.

In the Plastics focus market technotrans supplies custom, energy-efficient cooling and temperature control solutions to machinery manufacturers, mould makers and plastics processors.. These systems guarantee precision temperature control of machinery and tools for injection moulding, plastic and rubber extrusion processes. Fully integrated, turnkey large-scale cooling systems for producing process refrigeration and equipment for water treatment and tool cleaning complete the product range. The customer base is well diversified and is being steadily expanded.

The Energy Management focus market at technotrans brings together intelligent thermal management solutions for electric mobility and data centres, which pave the way for substantial reductions in carbon emissions from transport and IT. Battery thermal management systems (BTMS) for electric rail, road and special vehicles maintain consistently high performance and extend the operating life of the traction batteries. As a tier 1 supplier (systems supplier), technotrans is accredited with all major train manufacturers in Europe. Another priority field is thermal management systems for the rapid-charging infrastructure; these are used for cooling charging cables and inverters or in ultra-rapid charging stations, for instance. The company also offers the complementary application of energy-efficient, liquid-based cooling for data centres. It can implement custom-built green IT concepts at rack and server level, both for the initial equipment and for retrofitting.

High-precision temperature control systems by technotrans play a pivotal role in the Healthcare & Analytics focus market. They find use in such fields as dermatology and ophthalmology, laser-based surgical techniques, cancer treatment, computer tomography (CT), magnetic resonance therapy (MRT) and analytics. Because they are technologically related, cooling systems for high-speed baggage scanners at airports also belong in this market. Target customers include manufacturers of medical appliances and diagnostic systems, pharmaceutical products, biological and chemical process systems and baggage scanners. The exacting technological standards and strict regulatory requirements pave the way for long-term business relationships.

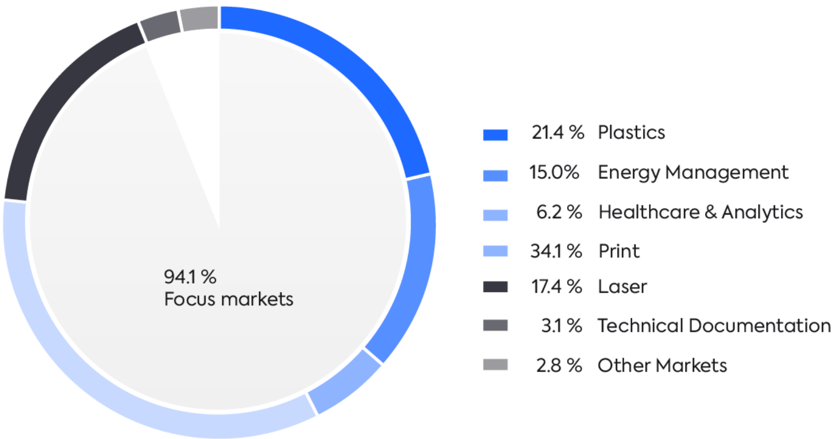
The Print focus market is a reminder of technotrans' lengthy, successful development as a company. As a technological leader for thermal management, filtration, spraying and metering systems, technotrans supplies the necessary peripherals for all mainstream printing processes (offset, digital and flexo printing). technotrans maintains close partnerships with leading printing press manufacturers worldwide and in certain product groups achieves market shares of well over 50 %. The growth impetus from packaging and film printing is compensating for the decline in newspaper printing and will therefore keep the market trend steady overall in the medium term.

In the Laser focus market technotrans has spent many years building up a position as a solutions provider for technologically sophisticated, customer-specific requirements. The company's systems for example handle cooling for EUV lasers in semiconductor production, which require ultra-precise temperature control. technotrans is now a long-established partner to leading manufacturers and integrators in Europe; the resulting systems are in service worldwide.

In addition, technotrans offers a cross-industry, comprehensive portfolio of services for technical documentation via the Group company gds. Technical documentation involves compiling documentation in digital or analogue form, providing translations into all major languages, and developing and supplying content management and content delivery software.

Activities away from core business and highly promising areas of business that have not yet achieved the critical mass are grouped together as "Other Markets". Considered region by region, 54.8 % of revenue is achieved in the domestic market, followed by 23.9 % in Europe and 12.2 % in America.

Revenue shares by market (Technology & Services) in the 2024 financial year



Research & development

As a leading technology business in the field of thermal management, technotrans is deeply involved in research and development projects. Under the Future Ready 2025 strategy, it remained the company's priority in the 2024 financial year to increase the energy and resource efficiency of its solutions. As a highly innovative technology partner, technotrans conducted a significant portion of its research and development activities on behalf of customers. The cost of these activities is shown in the income statement either under "Development costs" or, in the case of contract-related projects, under "Cost of sales". In the 2024 financial year the development costs that were not directly contract-related but captured in the income statement came to € 2.6 million (previous year: € 3.4 million). The prior-year figures were adjusted in accordance with IAS 8. For further explanatory remarks we refer to Note 23) "Development Costs" in the Notes to the Consolidated Financial Statements.

Where the requirements are satisfied, development costs are treated as an intangible asset pursuant to IAS 38 and recognised as such. Development costs recognised as an intangible asset for assets developed for own account amounted to € 0.9 million (previous year: € 0.9 million) in the 2024 financial year, contrasting with depreciation and amortisation of € 0.7 million (previous year: € 0.6 million). Further information is provided in the Notes to the Consolidated Financial Statements, in Note 4 "Intangible assets".

Procurement, production and quality management

A reliable supply of input materials and commodities for production operations is a top priority for technotrans. To guarantee this, the company employs operational and strategic supply chain management. Group-wide coordination moreover generates procurement synergies while protecting the flexibility of the individual production locations. A Group-wide quality management system – accredited to DIN EN ISO 9001:2015 and using a multi-site management approach – ensures that the systems manufactured consistently satisfy all functional and quality requirements. It is thus possible to supply customers reliably even if development timescales are very tight.

To support the rapidly expanding business for rail transport, technotrans SE has introduced specialised processes according to DIN ISO / TS 22168 (IRIS) at the Sassenberg location. Cross-divisional quality management also underwent further development in order to realise further synergy effects under the Future Ready 2025 strategy.

Goals and strategies

Through the Future Ready 2025 corporate strategy, the technotrans Group targets a permanent increase in revenue and profitability and seeks to establish leading market positions in the field of thermal management.

Phases of the Future Ready 2025 strategy

The implementation of the strategy is divided into two phases. Phase I spanned the 2021 and 2022 financial years, when the targets of "stabilising the business performance" and "increasing profitability" were achieved in full. In Phase II (2023 to 2025) the emphasis is on accelerated profitable growth. This is to be achieved primarily by expanding sales activities in the defined focus markets, increasing the international footprint, targeted investments, increased innovation activity and the integration of new technologies. Complementary acquisitions may add to the pace of growth. For each phase, clear milestones have been defined as a means of gauging progress.

Key components of the strategy

Core skill of thermal management

To secure long-term growth and sustained profitability, technotrans concentrates on the strategically important core skill of thermal management. It is focusing on establishing and building on a technologically leading position in this field.

Emphasis on focus markets/market-led organisation

The sales activities are aligned with the five defined focus markets, which are ones either where there is high potential for growth or where technotrans already occupies a leading market position. Its declared aim is to grow revenue in those markets faster than the market itself is growing in order to increase market penetration. To that end, technotrans presents itself as a development and system partner for globally active industrial OEMs. The fact that the business cycles vary from one focus market to another means cyclical developments in individual sectors can be absorbed, enhancing the stability of the Group in the manner desired.

Mergers of Group companies/consolidation

The efficiency of the Group is steadily increased by consolidating Group companies and expanding corporate shared services, for example for Procurement, HR, Accounts/Controlling and the international sales and service network.

technotrans umbrella brand

The shared market presence under the technotrans umbrella brand highlights the pooling of skills across the Group. The established brands gwk, Reisner, KLH and termotek establish the basis for the technotrans brand presence. Merely in the Technical Documentation area does the gds brand maintain a separate identity.

Sustainability & ESG

Sustainability is an integral element of the corporate strategy. With clearly defined sustainability targets, the plan to make manufacturing operations climate-neutral by 2030 and the focus on sustainable innovations, technotrans supports its customers with their own drive to become more sustainable. To that end, it has set up a separate Sustainability Management area. technotrans is also a partner in the VDMA initiative Blue Competence and a member of the UN Global Compact.

M&A

technotrans is considering how to accelerate its growth through targeted corporate acquisitions. Its focus is on profitable mid-cap industrial enterprises in Germany and internationally that enable strategic expansion especially in the focus markets, while also increasing value added. For this purpose, Europe and North America are considered to be the key target regions.

Internationalisation

Because technotrans' customers predominantly have operations worldwide, internationalisation is a core component of the growth strategy. The primary goals include expanding regional sales expertise and the customer base, with a focus on Europe and North America.

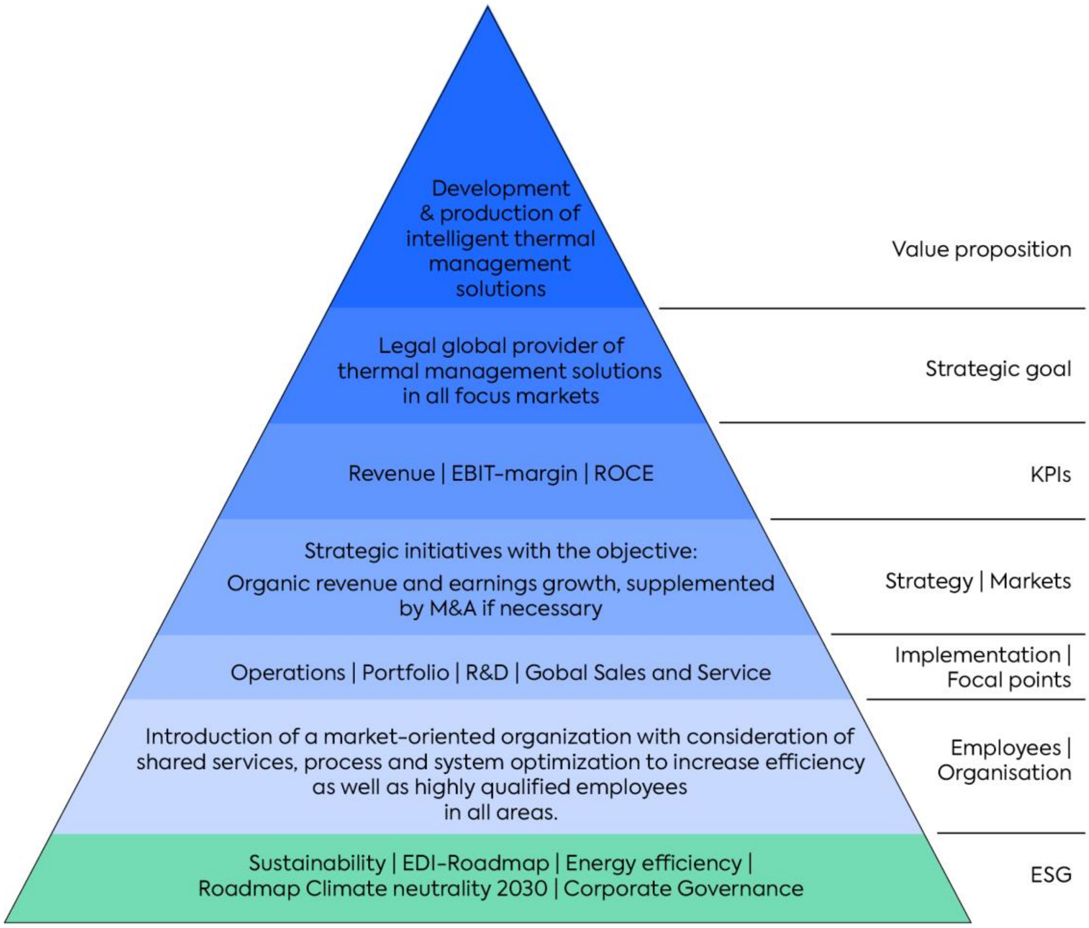
Strategy Review

In response to the shift in the economic environment, the Board of Management appointed an external consultant in 2023 to review its existing strategic assumptions for any need for updates. The findings of the review reaffirm the focus on thermal management as the core skill of the technotrans Group because it offers high potential for organic growth and profit. It also confirmed the emphasis on the focus markets Plastics, Healthcare & Analytics, Energy Management, Print and Laser.

In Phase II of Future Ready 2025, based on these supplementary findings technotrans is concentrating on market-led and strategic initiatives, operational implementation priorities, organisational adjustments and ESG-relevant aspects in an effort to guarantee long-term value creation.

One particular focus will be the four core topics of production processes, portfolio, research & development and the internationalisation of sales and service activities. These measures are designed to deliver organic growth, improved profitability, enhanced efficiency and optimised costs – with the goal of further reinforcing the technotrans brand and cementing its leading position in the field of thermal management.

The strategic targets and implementation priorities for Phase II of the Future Ready 2025 strategy at a glance:



ttSprint efficiency programme / market-led organisation

Based on the Strategy Review, technotrans has launched a broad programme of efficiency enhancements under the name of ttSprint. This programme aims to improve commercial responsibility throughout the Group. It is also designed to sharpen customer focus, increase responsiveness and boost profitability. One major milestone is the new organisational structure of four divisions: Plastics, Healthcare & Analytics, Energy Management & Laser and Print. The setup of the divisions reflects the specific requirements of each market. The transformation phase was successfully completed in the 2024 financial year.

Strategic financial targets

The financial targets for the 2025 financial year comprise consolidated revenue in a range of € 245 to € 265 million with an EBIT margin of between 7.0 % and 9.0 % as well as ROCE of between 13.0 % and 16.0 %. These targets were adjusted to these figures on November 15, 2024 in light of downgraded economic forecasts, especially for Germany.

Goals of financial and liquidity management

technotrans SE handles financial management on behalf of the Group and therefore manages liquidity, the raising of borrowed capital and the interest and foreign currency risks. Its overriding goal in this respect is to fund the financing required for business operations and the capital expenditure needed for organic growth from its own resources.

Any additional capital requirements are met by raising short, medium and long-term borrowings with a balanced maturities structure from a range of domestic lenders with good credit standing. Appropriate credit facilities are available for short-term financing. As a listed company technotrans can also employ equity instruments if authorised to do so by the Annual General Meeting. It aims to keep the gearing ratio consistently at investment grade level.

Control system

The control system for the technotrans Group ensures that the corporate strategy is implemented systematically and the define targets are achieved. The main elements of this system are regular Board of Management meetings, strategic discussions of the Board of Management, monthly analyses of business performance, and intrayear planning talks with the managing directors and local heads of the Group companies and the global head of the Services segment. Additionally, regular meetings take place between the Board of Management and managers.

The performance of the Group and the reporting segments is monitored centrally by Group Controlling. Non-central controllers at the Group companies submit performance reports to Group Controlling on a regular basis. The information required is continuously prepared and submitted by Group Reporting.

The Board of Management reports regularly to the Supervisory Board on the business performance and strategic direction of the Group.

FINANCIAL PERFORMANCE INDICATORS

The main target and control parameters of the technotrans Group are the indicators revenue, EBIT margin and return on capital employed (ROCE), as determined on the basis of the International Financial Reporting Standards (IFRS) and agreed with the Supervisory Board. These performance indicators are planned and continuously monitored for the Group.

ROCE represents EBIT divided by capital employed. Capital employed comprises property, plant and equipment, right-of-use assets, intangible assets, inventories, and trade receivables. Trade payables and advances received are deducted.

Consolidated revenue in the range of € 245 to € 270 million, an EBIT margin of between 5.5 % and 7.5 % and ROCE of 14.0 % to 16.0 % were forecast for the 2024 financial year. Due to the weak economic development the forecast was clarified at the lower end of these forecast ranges in the Quarterly Communication dated November 19, 2024.

In the 2024 financial year the technotrans Group achieved consolidated revenue of € 238.1 million with an EBIT margin of 5.2 % and ROCE of 11.8 %. Based on the forecast at the lower end of the ranges, as clarified on November 19, 2024, consolidated revenue and the EBIT margin were slightly weaker than expected. The ROCE fell well short of the forecast range.

The EBIT margin reflected temporary expenses for severance payments and reorganisation costs amounting to € 2.1 million, of which € 1.1 million was allocated to the Technology segment and € 1.0 million to the Services segment. Without these temporary expenses, the technotrans Group would have achieved an EBIT margin of 6.0 % in the 2024 financial year.

Target attainment for the main control parameters

		Actual 2023	Forecast *	Actual 2024	Level of achievement
Group					
Revenue	m€	262.1	245.0 - 270.0	238.1	not achieved
EBIT-Margin	%	5.4	5.5 - 7.5	5.2	not achieved
ROCE	%	13.3	14.0 - 16.0	11.8	not achieved

*) clarified at lower end on Nov. 19, 2024.

NON-FINANCIAL PERFORMANCE INDICATORS (ESG KPIs)

In addition to the financial performance indicators, the technotrans Group monitors non-financial goals that cover qualitative factors in the spheres of environmental, employee and social matters, respect for human rights and the combating of corruption and bribery.

Under the Future Ready 2025 strategy, the Group also defined five strategic sustainability goals (ESG KPIs) that relate to environment, social and governance aspects. Taking these as its basis, the Group sets specific targets for such matters as the use of renewables, the fuel consumption of the vehicle fleet, diversity, human resources development and the recycling of packaging materials. For further information, please refer to the Non-Financial Group Statement pursuant to Sections 315b ff. of the German Commercial Code (HGB), which forms part of this Management Report.

Development of the economic environment

Cyclical and structural pressures prevented a stronger economic recovery in Germany in 2024. These pressures included especially the growing competition for Germany's export-oriented economy in important sales markets, high energy costs and still-elevated interest rates. Additional uncertainty was created by political developments, ranging from Russia's war of aggression against Ukraine to the turbulence affecting the German government's budget decisions and the breakdown of the three-party coalition government. Meanwhile investment propensity declined, with an especially negative impact on the German mechanical engineering sector.

Slight falls in energy prices and slightly weaker overall economic momentum worldwide prompted a moderate downturn in inflation rates in the eurozone and the United States over the course of 2024. In combination with this declining economic momentum, the major central banks worldwide shed off their restrictive monetary policies and embarked on a global cycle of interest-rate cuts. The Federal Reserve (FED), for example, reduced the key rate range to 4.25–4.50 % over the course of the year, while the European Central Bank (ECB) cut the main refinancing rate to 3.15 %. Due to the gap in economic performance and interest rates between the United States and the eurozone, the euro weakened against the US dollar to end the year on a EUR/USD rate of 1.04.

Against this backdrop, 2024 saw Germany experience a second successive year of recession. As indicated in the "World Economic Outlook" published by the International Monetary Fund (IMF) in January 2025, Germany's gross domestic product fell 0.2 % (previous year: -0.3 %) and therefore performed distinctly weakly compared to other countries. According to the IMF the global economy grew by 3.2 % in 2024, with the United States achieving 2.8 %, the eurozone 0.8 % and China 4.8 %.

An analysis by the German Engineering Federation (VDMA) showed that Germany's mechanical engineering sector experienced a decline in order figures for the second year in a row in 2024, with an overall fall of 8 %. In Germany itself orders were down 13 %, compared to 5 % lower exports. For 2024, the German mechanical engineering sector posted a real-terms fall in revenue of 8 %.

The 2024 business performance at a glance

technotrans continues to expand its market position in the highly dynamic Energy Management focus market and introduces a market-led organisation to operate even more effectively going forward.

- Consolidated revenue totalled EUR 238.1 million (previous year € 262.1 million).
- The consolidated operating result (EBIT) came to € 12.3 million (previous year: € 14.2 million).
- The EBIT margin reached 5.2 % (previous year: 5.4 %).
- ROCE came to 11.8 % (previous year: 13.3 %).
- EBIT includes temporary expenses amounting to € 2.1 million. Without these charges, technotrans would have realised an EBIT margin of 6.0 % and ROCE of 13.8 %.
- The order backlog of € 68 million and the book-to-bill ratio of 1.0 are indicative of a solid flow of business despite the slack economy.
- The Group generated a free cash flow of € 8.5 million (previous year: € 12.8 million).
- The Technology segment realised revenue of € 177.7 million (previous year: € 199.6 million) and an EBIT margin of 2.0 % (previous year: 2.6 %).
- The Services segment posted revenue of € 60.4 million (previous year: € 62.5 million). The EBIT margin for the segment rose to 14.7 % (previous year: 14.4 %).
- Energy Management remained the strongest-growing focus market, expanding by 27 %.
- The ttSprint efficiency programme launched in the 2024 financial year was implemented according to plan to assure the Group's strategic profitability target, bearing in mind the shift in the economic environment.

Key events for the technotrans Group in the 2024 financial year

As outlined in the previous section, the economic challenges became even tougher in the financial year. Germany stayed in recession for a second successive year. Anticipating an economically challenging phase, technotrans already implemented the ttSprint efficiency programme before the start of the 2024 financial year as an additional component of its strategy.

The programme addressed the components portfolio, markets, efficiencies, innovation and organisation. At its core, the programme sought to increase commercial responsibility across the Group by creating autonomous divisions. The divisions represent the company's focus markets. Each division is set up to focus individually on the requirements of its respective market. All tasks and areas that could not be assigned to the divisions are covered at corporate level by shared service functions. This organisational form is an effective means of keeping focused on markets and customers. Above the divisions, the Technology and Services segments continue to act as the corporate management units of the technotrans Group. The most radical corporate restructuring of the company's history was completed on schedule in the 2024 financial year.

The business cycles described led to a year-on-year decline in revenue in the Print, Plastics, Healthcare & Analytics and Laser focus markets. Over the course of the year Print reduced its initial shortfalls with steady improvements to its quarterly revenue after the drupa, the sector's leading exhibition. Energy Management again enjoyed the highest growth rate of any focus market with revenue up 27 %. Especially with its battery management systems for e-buses and liquid cooling for data centres, technotrans clinched highly promising new deals and significantly improved its market position.

The cyclically lower level of revenue along with temporary expenditure for the transformation phase amounting to € 2.1 million, in the form of severance payments and restructuring, weighed on the operating result (EBIT). Following a very weak first quarter, however, profitability was increased in line with expectations. The factors at work here were the gradual rise in quarterly revenue and the initial positive impact on earnings from the ttSprint efficiency programme.

The original forecast envisaged consolidated revenue of € 245 to € 270 million with an EBIT margin of 5.5 % to 7.5 % and ROCE of 14.0 to 16.0 %. Due to the weaker-than-expected economic development in the Print and Laser focus markets, upon publication of the nine-month figures the forecast was clarified with an indication that these key figures would each be at the lower end of the forecast range. The consolidated revenue of € 238.1 million achieved in the 2024 financial year and the EBIT margin of 5.2 % were just below the forecast figures. Disregarding the temporary expenses presented above, the technotrans Group would have achieved an EBIT margin of 6.0 % in the 2024 financial year. ROCE of 11.8 % fell well short of the forecast range, though the adjusted ROCE of 13.8 % was only just below the forecast.

The strong equity ratio of 60.5 % emphasises the technotrans Group's stable net assets and financial position. Free cash flow remained solid at € 8.5 million.

Financial performance, net worth and financial position

REVENUE AND PROFITABILITY PERFORMANCE

Despite the challenging economic environment, consolidated revenue reached € 238.1 million. Revenue declined by 9.2 %. Of the revenue total, the Technology segment contributed € 177.7 million (previous year: € 199.6 million) and the Services segment € 60.4 million (previous year: € 62.5 million). Revenue of € 238.1 million was below the forecast range of € 245.0 to € 270.0 million.

The Energy Management focus market experienced substantial revenue growth of 27 %. In the remaining focus markets, the economic environment resulted in a fall in revenue. The Laser focus market in particular was affected very badly by the development of the economic environment and contracted by 25 %.

technotrans closed the financial year with an order backlog of € 68.3 million (previous year: € 73.6 million). The book-to-bill ratio was 1.0. With regard to the region-by-region performance, the greater part of billed consolidated revenue continues to be achieved in Germany, on 54.8 % (previous year: 56.1 %) followed by Europe on 23.9 % (previous year: 23.3 %), America on 12.2 % (previous year: 12.0 %) and Asia on 8.8 % (previous year: 8.3 %).

Results of operations

Gross profit declined by € 3.7 million to € 64.5 million due to the fall in revenue. The cost of sales, which comprises the cost of materials, personnel costs and other allocable costs, fell to € 173.5 million (previous year: € 193.9 million). The gross margin reached 27.1 % (previous year: 26.0 %). The increase was the result of an optimised product mix with a higher share of service business, along with the implementation of efficiency-enhancing measures.

	2024		2023		Change
	m€	in %[1]	m€	in %[1]	in %
Gross Income[2]	64.5	27.1	68.2	26.0	-5.4
EBIT	12.3	5.2	14.2	5.4	-13.4
Net Profit	7.3	3.1	8.5	3.2	-14.1

Development in margins of the technotrans Group

Distribution costs showed a moderate year-on-year fall of € 0.8 million to € 26.7 million. The decline was driven mainly by the revenue-led decrease in freight and packaging costs and in sales commissions.

Administrative expenses climbed by € 0.3 million to € 23.0 million. The increase stemmed largely from higher personnel costs, which included temporary expenses for severance payments, and the costs of reorganisation. On the other hand IT expenses and consultancy costs were reduced. As in the previous year, the recognition of development expenditure as an intangible asset produced a profit contribution of € 0.9 million.

The result was diminished by temporary expenses for severance payments and consultancy expenses for the reorganisation amounting to € 2.1 million. This amount includes the severance payment for the exit of two Board of Management members. Of the € 2.1 million total, € 1.0 million applied to the Services segment and € 1.1 million to the Technology segment.

EBITDA, which comprises EBIT plus depreciation and amortisation, reached € 19.2 million (previous year: € 21.2 million). Depreciation and amortisation totalled € 6.9 million (previous year € 7.0 million).

The consolidated operating result (EBIT) fell to € 12.3 million (previous year: € 14.2 million) in a reflection of the cyclically led downturn in revenue and the temporary pressures on earnings outlined above. The EBIT margin achieved of 5.2 % (previous year: 5.4 %) was below the forecast range of 5.5 % to 7.5 %. Excluding the temporary expenses, the technotrans Group would have achieved an EBIT margin of 6.0 % in the 2024 financial year.

Despite a reduction in capital employed from € 106,6 million to € 104.2 million, the return on capital employed (ROCE) declined to 11.8 % and therefore likewise undershot the forecast range of 14.0 to 16.0 %.

The consolidated result after tax was € 7.3 million (previous year: € 8.5 million). This yielded earnings per share outstanding of € 1.06 (previous year € 1.24).

SEGMENT REPORT

The Technology segment generated 74.6 % of consolidated revenue (previous year: 76.1 %). The Services segment accounted for 25.4 % of revenue (previous year: 23.9 %).

Technology segment

Revenue for the Technology segment declined by around 11 % to € 177.7 million as a result of the extremely challenging conditions (previous year: € 199.6 million). Revenue was lower most notably in the Print and Laser focus markets. Technology revenue in the Energy Management focus market continued to perform strongly and was up 27 %. Due to the economic climate and the temporary pressures outlined above, EBIT for the segment came to € 3.6 million (previous year: € 5.2 million). The EBIT margin for the segment fell to 2.0 % (previous year: 2.6 %).

Services segment

The Services segment posted a slight fall in revenue of around 3 % to € 60.4 million (previous year: € 62.5 million). The Print and Laser markets were the only areas of the segment where revenue contracted. There was a clear rise in service revenue especially in the Energy Management and Healthcare & Analytics markets. Thanks to strict cost management and efficiency gains, the decline in EBIT for the segment was limited to € 0.1 million, to a total of € 8.9 million (previous year: € 9.0 million). The segment’s profitability rose to 14.7 % (previous year: 14.4 %).

NET ASSETS

The balance sheet total at December 31, 2024 came to € 162.5 million (previous year: € 170.4 million). Pursuant to IAS 8.42 b) the prior-year figures were adjusted by € 0.2 million retroactively with no effect on income. We refer in this connection to the Notes to the Consolidated Financial Statements, Note 1 “Property, plant and equipment”.

Asset and capital structure (€ million)

Assets	2024	2023
Long-term assets	67.4	68,9
Inventories	41.7	45.0
Receivables	31.0	30,2
Other short-term assets	3.6	3,5
Cash and cash equivalents	18.8	22,8
	162.5	170.4

Equity and liabilities	2024	2023
Equity	98.4	95.3
Long-term debts	24.6	34.0
Short-term debts	39.5	41.1
	162.5	170.4

Assets

Non-current assets decreased year on year from € 68.6 million to € 67.4 million. The main factors here were depreciation and amortisation of € 6.9 million, which exceeded investments of € 5.2 million. Investments were mainly for rights-of-use leases, plant and office equipment, and development expenditure recognised as an intangible asset.

Inventories fell year on year by € 3.3 million to € 41.7 million thanks to the reduction in the order backlog. The revenue growth, especially in November and December, prompted a year-on-year rise in receivables of € 0.8 million to € 31.0 million.

Equity and liabilities

Equity as of December 31, 2024 came to € 98.4 million (previous year: € 95.3 million). The equity ratio climbed to 60.5 % as a result of the buildup of equity in conjunction with the reduced balance sheet total. High repayments of financial liabilities reduced non-current liabilities by € 9.4 million to € 24.6 million. The lower volume of project business accounted for the decline in advances received. The € 2.1 million reduction in income tax payable stemmed mainly from the clearing of domestic tax liabilities for the years 2021 and 2022. Net working capital, which represents current assets (inventories and trade receivables) less current liabilities (trade payables and advances received), amounted to € 61.3 million (previous year: € 62.0 million). The net working capital ratio increased to 25.7 % (previous year: 23.6 %).

FINANCIAL POSITION

Cash and cash equivalents declined by € 4.0 million to € 18.8 million mainly as a result of high repayments and the clearing of tax liabilities. Bank borrowings fell correspondingly by € 5.7 million to € 33.2 million (previous year: € 38.9 million).

Cash flow (€k), condensed statement

	2024	2023
Cash flow from operating activities	18,934	21,119
Net cash flow from operating activities	11,701	17,517
Cash flow from investing activities	-3,180	-4,708
Free cash flow	8,521	12,809
Cash and cash equivalents at end of period	18,810	22,770

A cash flow from operating activities before working capital changes (cash inflow) of € 18.9 million was generated in the 2024 financial year (previous year: € 21.1 million). Taking into account the change in working capital, net cash from operating activities amounted to € 11.7 million (previous year: € 17.5 million). The high tax payments of € 6.1 million especially for the years 2021 and 2022 weighed on liquidity. The net cash outflow for investing activities amounted to € 3.2 million (previous year: € 4.7 million). This left a positive free cash flow of € 8.5 million (previous year: € 12.8 million).

In the 2024 financial year a long-term fixed-rate loan of € 3.5 million was raised and loan repayments of € 9.2 million were made. The dividend distribution resulted in an outflow of liquidity of € 4.3 million. Taking into account the loan repayments and the lease liabilities repaid, this led to a cash outflow from financing activities of € -12.6million (previous year: € -2.5 million).

The technotrans Group again had a sound liquidity base at December 31, 2024. Unutilised portions of borrowing facilities at the balance sheet date amounted to € 20.3 million (previous year: € 16.8 million).

Economic development of technotrans SE

The annual financial statements of technotrans SE are prepared in accordance with the German Commercial Code (HGB) and published in the Business Register. The Management Report of technotrans SE and the Group Management Report are combined in accordance with the requirements of Section 315 (5) HGB in conjunction with Section 298 (2) HGB. The development of technotrans SE as presented below is based on its annual financial statements.

BUSINESS MODEL OF TECHNOTRANS SE AND ECONOMIC ENVIRONMENT

technotrans SE is a listed technology and services enterprise with worldwide operations, with its head office in Sassenberg, in North Rhine-Westphalia. Its core skill involves application-specific solutions in the area of thermal management. This comprises energy optimisation and management of the temperatures encountered in sophisticated technological applications. It engages its own employees and subsidiaries for its sales operations. It directly and indirectly holds interests in 15 companies and also handles the central functions of the Group. There are production locations in Sassenberg, Bad Doberan and Steinhagen. The economic environment for technotrans SE is essentially the same as for the technotrans Group. The management approach for the Group parent is based on revenue and the EBIT margin.

RESULTS OF OPERATIONS

The general economic environment presented greater challenges for technotrans SE in the financial year. Especially the continuing weak economic development in the Laser and Print focus markets led to a downturn in revenue for technotrans SE of 13 % to € 116.2 million. By contrast, revenue in the Energy Management focus market increased substantially. Development expenditure of € 0.5 million (previous year: € 0.4 million) was recognised as an intangible asset in the 2024 financial year.

The cost of purchased materials fell by € 12.9 million to € 53.6 million. The optimised product mix and the measures taken in the financial year to boost efficiency through the ttSprint project prompted a decrease in the cost of purchased materials ratio to 46.2 % (previous year: 50.0 %). Personnel costs declined by € -0.1 million to € 42.1 million. Within personnel costs, € 1.1 million of the total of € 1.4 million in temporary expenses is for severance payments. These amounts mainly reflect the severance payments for two former Board of Management members. The fall in other operating expenses to € 16.2 million (previous year: € 18.8 million) is attributable in particular to the clear reduction in the use of temporary employees and to rigorous cost management.

Income from profit and loss transfer agreements (PLTAs) rose to € 2.3 million (previous year: € 1.3 million). In the previous year the result was diminished by write-downs on financial assets of € 1.4 million. There was an overall increase in the financial result to € 3.1 million (previous year: € 0.8 million).

Income Statement

k€	2024	2023
Revenue	116,223	133,540
Inventory change	-269	-619
Other own work capitalised	528	428
Total output	116,482	133,349
Other operating income	1,594	1,865
Cost of material	53,566	66,451
Personal expenses	42,100	42,196
Depreciation and amortisation	1,831	1,939
Other operating expenses	16,178	18,835
Net finance costs	3,115	786
Result on ordinary activities	7,516	6,579
Taxes	2,597	2,280
Annual net profit	4,919	4,299
Profit carried forward	23,649	23,771
Dividend distribution	4,283	4,421
Net profit	24,285	23,649

For the 2024 financial year, the Board of Management expected a slight downturn in revenue and the EBIT margin. The weaker economic development in the Laser and Print markets as well as temporary pressures on earnings meant the forecast was undershot. Revenue came to € 116.2 million (previous year: € 133.5 million). The operating result before interest and taxes (EBIT) came to € 4.3 million (previous year: € 5.7 million). This produced an EBIT margin of 3.7 % (previous year: 4.3 %). A net income of € 4.9 million was achieved for the 2024 financial year (previous year: € 4.3 million).

RECONCILIATION OF NET INCOME FOR THE YEAR WITH EARNINGS BEFORE THE FINANCIAL RESULT AND INCOME TAXES (EBIT)

k€	2024	2023
Net profit for the period (Income Statement)	4,919	4,299
Income from investments (-)	678	831
Income from profit transfer agreements (-)	2,258	1,316
Interest and similar income (-)	1,249	960
Expenses from allowance financial assets (-)	0	1,420
Interest and similar expenses (+)	1,070	901
Income tax expense (+)	2,516	2,203
Earnings before interest and taxes (EBIT)	4,320	5,716

NET ASSETS AND FINANCIAL POSITION

The balance sheet total for technotrans SE at December 31, 2023 was up € 4.9 million on the previous year at € 137.6 million (previous year: € 132.7 million).

Assets

k€	31/12/2024	31/12/2023
Fixed assets	53,791	55,072
Inventories	21,224	23,640
Receivables and other assets	46,576	43,597
Cash and cash equivalents	8,824	14,007
Current assets	76,624	81,244
Deferred items	695	885
Deferred tax assets	357	388
Total assets	131,467	137,589

Cash payments for investments in fixed assets amounted to € 1.5 million (previous year: € 2.6 million). The investments were principally for development expenditure recognised as an intangible asset and for operating equipment . The capital reduction of € 0.9 million for the US subsidiary was behind a decrease in shares in affiliated companies to € 43.1 million. The economic slowdown in the Laser and Print focus markets, combined with working capital management, explain the reduction in inventories to € 21.2 million (previous year: € 23.6 million). Tax payments made in the financial year for previous years and the high loan repayments of € 4.3 million net reduced cash and cash equivalents from € 14.0 million to € 8.8 million.

Equity and liabilities

k€	31/12/2024	31/12/2023
Issued capital	6,908	6,908
Capital reserve	19,096	19,096
Retained earnings	41,106	41,106
Accumulated profit	24,285	23,649
Equity	91,395	90,759
Provisions	6,201	8,423
Liabilities	33,093	37,773
Deferred items	86	48
Deferred tax liabilities	692	586
Total equity and liabilities	131,467	137,589

Because the net profit of € 4,9 million for 2024 exceeds the dividend payout of € 4.3 million made in 2024, equity increased to € 91.4 million (previous year: € 90.8 million). This represents an equity ratio of 69.5 % (previous year: € 66.0 %).

The reduction of € 2.2 million in provisions results principally from tax payments for the years 2021 and 2022. High loan repayments in 2024 reduced bank borrowings by € 4.3 million net to € 27.0 million.

EMPLOYEES

The number of employees increased slightly. On December 31, 2024 technotrans SE had 619 employees (previous year: 676). The number of apprentices was 101 (previous year: 92).

OPPORTUNITIES AND RISKS

The business performance of technotrans SE is essentially subject to the same opportunities and risks as that of the technotrans Group. Merely in the risk categories “General and industry-specific risks” and “Corporate strategy risks” does technotrans SE exhibit certain higher risks than the Group in view of its lower target earnings.

If the expected economic or industry-specific developments or expectations for newly developed products should not prove to be accurate, the revenue and therefore also the earnings target could be missed. The Board of Management currently assesses these risks as moderate. The opportunities and risks for the Group are presented in the Combined Management Report (chapter: “Opportunities and risks profile”).

OUTLOOK

In view of the ties between technotrans SE and the Group companies as well as its high importance within the Group, the Board of Management refers to the comments made in the Report on Expected Developments. These reflect particularly the expectations for the parent company.

Overall statement by the Board of Management on the 2024 financial year

technotrans clearly strengthens market positions in electric mobility and for data centres and increases efficiency with a new, market-led organisation.

As presented above, the German economy is in its second year of recession. This persistently difficult economic environment weighed on the revenue performance in the focus markets Print, Plastics, Healthcare & Analytics and Laser. The Energy Management focus market maintained its strong revenue growth in the areas of electric mobility and data centres.

The business performance once again confirms the importance of a clearly defined strategy coupled with an ability to adapt swiftly to changing conditions. The technotrans Group demonstrated this capacity with its prompt implementation of the ttSprint efficiency programme as an additional component of the Future Ready 2025 strategy. The core objective of the efficiency programme is the implementation, now completed, of a new market-led organisation for the Group. An initial impact on earnings is already evident in the figures for the 2024 financial year.

The need for greater diversification of focus markets and reporting segments has also become apparent. Particularly in the Energy Management area, the period under review saw highly promising new deals agreed; these are now increasingly having an effect. The main highlights were orders for battery cooling systems for e-buses and for liquid cooling systems for data centres.

Overall, consolidated revenue fell slightly short of our expectations. The same applied to the consolidated EBIT margin. ROCE was well below the forecast range. Despite the strategic and operational milestones reached, we are not satisfied with the performance of the technotrans Group in the 2024 financial year. This development has been mirrored by the parent company technotrans SE. Revenue and the EBIT margin were below our expectations and we are not satisfied with the business performance of technotrans SE.

That said, we regard the achievements of our transformation process as the basis for future profitable growth. Despite the € 24 million fall in revenue, the EBIT margin was maintained at virtually the same level as in the previous year. After elimination of non-recurring expenses, the EBIT margin was actually 6.0 % up on the previous year. This motivates us to press ahead with the strategic further development of the technotrans Group in order to grow sustainably and profitably – notwithstanding the still-difficult economic climate.

The Board of Management and Supervisory Board of technotrans SE will propose to the Annual General Meeting on May 16, 2025 that a dividend in the amount of € 0.53 (previous year € 0.62) per no par value share be distributed for the 2024 financial year. The recommended amount for distribution therefore totals € 3.7 million (distribution rate of 50 %).

Remuneration Report

The remuneration of the members of the Board of Management and Supervisory Board is presented in the Remuneration Report published separately.

The Remuneration Report pursuant to Section 162 AktG, the Independent Auditors' Report pursuant to Section 162 AktG, the current remuneration system of the Board of Management pursuant to Section 87a (1) and (2) first sentence (1) AktG and the most recent resolution of the Annual General Meeting on Supervisory Board remuneration pursuant to Section 113 (3) AktG can be accessed on our website at the following address:

https://www.technotrans.com/company/corporate-governance/remuneration-board-of-management-supervisory-board

Further disclosures on the remuneration of governing bodies can also be found in Section 34 of the Notes.

Supplementary disclosures pursuant to Sections 289a, 315a HGB

The following disclosures satisfy the requirements pursuant to Section 289a HGB and Section 315a HGB.

1 The issued capital (share capital) at December 31, 2024 comprises 6,907,665 fully paid no par value shares each representing a nominal amount of € 1.00 of the share capital. The shares of technotrans SE are registered shares. Exclusively ordinary shares have been issued. The rights and obligations they carry are in line with the relevant statutory requirements, taking account of the requirements under the Articles of Association of technotrans SE.

2 The Board of Management was not notified of any voting trust agreements between shareholders or restrictions on the transfer of shares.

3 As of December 31, 2024 Teslin Capital Management BV, Maarsbergen, the Netherlands, and Luxempart S.A., Leudelange, Luxembourg, have shareholdings in the share capital of technotrans SE each exceeding 10 %. Teslin Capital Management BV reported a shareholding of 14.80 % on February 28, 2024. Pursuant to the voting rights notification published on March 9, 2022 Luxempart S.A. has a shareholding of 20.12 %. No other direct or indirect interests in the capital amounting to more than ten percent of the voting rights are known.

4 All shares grant identical rights. No shares are equipped with special rights, in particular none imparting authority to control.

5 Employees participating in the capital exercise their voting rights directly.

6 The statutory requirements pursuant to Articles 39, 40 of the SE Regulation on the appointment and dismissal of the members of the Board of Management are applied. Over and above these, the provisions of the Articles of Association are to be observed. Over and above the requirement of Article 46 of the SE Regulation the Supervisory Board appoints the members of the Board of Management, as specified in the Articles of Association and Section 84 AktG, for a maximum of five years. To amend this point in the Articles of Association, pursuant to Section 179 AktG in conjunction with Section 21 (2) of the Articles of Association the Annual General Meeting must pass a resolution by a simple majority.

7 The Board of Management is authorised, with the consent of the Supervisory Board, to increase the share capital on one or multiple occasions by up to a total of € 1,381,533 by issuing new shares against contributions in kind or in cash until May 16, 2029. No use was made of this authorisation in 2024. The subscription right of the shareholders may be excluded insofar as the requirements of Section 186 (3) fourth sentence AktG are met or insofar as the purpose is the acquisition of companies or participating interests in companies or other assets, if the acquisition or participating interest is in the properly understood interests of the company. Other than that, the subscription right may only be excluded for the purpose of compensating for fractional amounts.

Furthermore, the Board of Management is authorised until May 11, 2028 to acquire treasury shares up to 10 % overall of the share capital existing at the time of the resolution, or at the time of this authorisation being exercised if the latter figure is lower. If acquired by stock exchange dealings, the purchase price per share shall not exceed or undercut by more than 10 % the average Xetra closing price (or, insofar as the Xetra closing price serves as the basis for this authorisation, the closing price determined by a successor system taking the place of the Xetra system) on the Frankfurt Stock Exchange on the five trading days preceding the acquisition. If acquired on the basis of a public offer to buy, the acquisition price per share (excluding incidental acquisition costs) shall not exceed or undercut by more than 10 % the average Xetra closing price on the Frankfurt Stock Exchange on the eighth to fourth trading day (in each case inclusive) before disclosure of the offer to buy.

The Board of Management is authorised to retire all or some of the treasury shares acquired on the basis of the authorisation, without the need for a further resolution of the Annual General Meeting.

The Board of Management is furthermore authorised to dispose of the acquired shares via the stock market or to third parties, by cash sale. In these cases the selling price shall not undercut the average Xetra closing price on the Frankfurt Stock Exchange on the five trading days prior to sale by more than 5 %.

The Board of Management is, with the consent of the Supervisory Board, moreover authorised to dispose of the acquired treasury shares in a manner other than by sale on the stock market or by offer to all shareholders if they are offered and transferred to third parties in exchange for contributions in kind, especially for the acquisition of businesses or of participating interests in businesses or of other assets. The price at which the acquired treasury shares are surrendered to a third party shall not significantly undercut the average Xetra closing price on the Frankfurt Stock Exchange on the last five trading days before the concluding of the agreement on the acquisition of the contribution in kind in question. The acquired treasury shares may also be used in fulfilment of obligations in respect of conversion options granted as a result of the issuing of convertible bonds.

The subscription right of the shareholders is excluded for the use of treasury shares in the last three cases.

8 There are no material agreements of the parent company that are conditional on a change of control following a takeover bid.

9 No compensation has been agreed with the members of the Board of Management or with employees in the event of a takeover bid.

Combined Non-Financial Statement of technotrans SE and the technotrans Group in accordance with Sections 289b ff., 315b ff. German Commercial Code (HGB)

Sustainable corporate governance is an integral component of the Future Ready 2025 technotrans Group strategy. It is of fundamental importance for acquiring new customers, obtaining secure financing and being an attractive employer.

In publishing this section of its report, technotrans fulfils its obligation to disclose non-financial information for the 2024 financial year in accordance with the provisions of Sections 289b–e HGB on the Non-Financial Statement, and of Sections 315b–c HGB on the Non-Financial Group Statement and Non-Financial Group Report. Pursuant to Section 315b (1) sentence 1 HGB, this report applies to both technotrans SE and the technotrans Group. The purpose is to inform all stakeholders about the sustainable setup and about aspects that are relevant in that context.

We used recognised frameworks such as the German Sustainability Code (GSC), the guidelines of the United Nations Global Compact (UNGC), the EFFAS (European Federation of Financial Analyst Societies) performance indicators as well as selected indicators following the ESRS (European Sustainability Reporting Standards) as our basis in preparing the Non-Financial Statement. Additionally, technotrans reports in accordance with the requirements of the EU Taxonomy Regulation.

The Non-Financial Statement was reviewed by the Supervisory Board of technotrans SE.

SUSTAINABILITY MANAGEMENT

technotrans is exposed to a constantly changing environment. That also includes sustainable corporate governance requirements in respect of our stakeholders. We safeguard our long-term successful business development by maintaining a transparent and constructive dialogue and by approaching opportunities and risks responsibly.

At Board of Management level, CEO Michael Finger holds responsibility for sustainable corporate governance matters. They are handled operationally by the Sustainability Management area.

An effective compliance and Risk Management System as well as an effective Internal Control System (ICS) assure the long-term viability and competitiveness of the technotrans Group by satisfying the legal requirements and contributing towards the attainment of strategic targets.

All entrepreneurial decisions throughout the Group conform to the applicable laws as well as to internal rules and voluntary commitments. We are a member of Blue Competence, the sustainability initiative of the German Engineering Federation. We also mention especially our membership of the UN

Global Compact (UNGC). This core worldwide initiative for sustainable corporate governance revolves around ten principles covering human rights, labour standards, environmental protection and anti-corruption. To embed this bigger perspective in the corporate culture at technotrans, the principles have been incorporated into the technotrans Code of Conduct, which is binding for all employees throughout the Group and serves as a corporate compliance guideline. As such, it constitutes a meaningful tool for implementing the sustainability strategy. In addition to setting fundamental standards for cooperation within the company, it defines how to behave towards external stakeholders. It also contains important regulations on issues such as occupational safety, data protection and IT security. All new employees receive a written copy of the code. Awareness of sustainability aspects is also raised through individual target agreements. Updates to the Code of Conduct and other compliance provisions are communicated via the e-learning platform “technotrans Campus” that has been rolled out Group-wide. The current version of the technotrans Code of Conduct can be accessed on our website.

An effective compliance management system following DIN ISO 37301 has moreover been implemented; the Board of Management bears overall responsibility for it. It is an effective means of assuring Group-wide compliance with statutory requirements and voluntarily adopted principles. The managing directors/general managers of the national and international Group companies are likewise obliged to uphold it and are supported in this by local compliance officers. The latter coordinate, train and monitor application of the compliance regulations and arrange updates as necessary, for example by revising organisational guidelines.

The whistleblower system is an important element of the compliance management system. It serves to identify and rectify breaches of applicable law and internal corporate guidelines. It also guarantees protection for the whistleblower against civil-law, criminal-law and internal consequences or reprisals. Within their respective responsibilities for compliance and supervision, the Board of Management and Supervisory Board are informed of current compliance topics through an annual compliance report, as well as directly if necessary. Regular checks are also conducted proactively.

A further important component is the Group-wide Risk Management System based on the DIN ISO 31000 standard in conjunction with the audit standard PS 340, new version. This helps technotrans to identify and respond early on to potential opportunities and risks in respect of sustainability aspects, for example. It involves regular, prompt reporting to the Board of Management, among other things. For further information, please refer to the section “Risk Management and Internal Control System” in the Combined Management Report of this Annual Report.

The German Supply Chain Act (LkSG) took effect on January 1, 2023. It requires sustainable and responsible entrepreneurial behaviour along the global value chain. Enterprises must identify potentially negative effects of their activity on human rights and the environment, and if necessary prevent, remedy or mitigate the consequences of such effects. The obligations include for example guarding against child and forced labour, discrimination and land grabs, upholding labour and health protection, the right to fair pay and to create trade unions, and protecting against environmental breaches. In order to promote the above human rights and environmental protection, the enterprises in question are obliged to meet defined due diligence obligations. These cover their own area of business, the actions of direct contractual partners in the supply chain and also indirect suppliers if any breaches involving them come to light. Enterprises thus bear responsibility along the entire supply chain.

technotrans has already been indirectly affected by LkSG since the 2023 financial year via a number of customers because the provisions of LkSG already applied from the time it came into force for larger enterprises with over 3,000 employees. Since January 1, 2024 it has also applied directly to enterprises with over 1,000 employees and therefore to technotrans. technotrans uses a software solution to assure effective monitoring of the supply chain.

DOUBLE MATERIALITY

The 2024 financial year saw the technotrans Group introduce a double materiality analysis in compliance with the requirements of the Corporate Sustainability Reporting Directive (CSRD). The double materiality analysis is a method of determining and evaluating material impacts, risks and opportunities (IROs), for which a comprehensive view of all possible sustainability aspects from two perspectives is drawn up. On the one hand the financial perspective serves to determine the impacts of sustainability aspects on the business success of the technotrans Group (financial materiality). On the other hand the impact perspective considers the effects of the technotrans Group's business activities on sustainability aspects (impact materiality). The spectrum of all sustainability aspects considered covered the topics, sub-topics and sub-sub-topics of the European Sustainability Reporting Standards (ESRS) and was also widened to include company-specific sustainability topics. The following sections present the process of the double materiality analysis.

a) Corporate context: business model, value chain and stakeholder identification

Developing an understanding of an organisation's business activities in light of the value chain and determining (potentially) affected stakeholders constituted the first step of the double materiality analysis. The technotrans Group is a technology and services group with worldwide operations, with its head office in Sassenberg. The company's core skill involves application-specific solutions for thermal management. The Group parent is technotrans SE. A detailed description of the business model can be found in the Combined Management Report in the section "Business model".

The evaluation of the industry and country risks of all suppliers was taken as the basis for obtaining an understanding of the upstream value chain. This risk assessment is performed using a wide range of recognised factors for assessing human rights, social, environmental and governance risks. Factors considered include, for example, ratification of the International Labour Organization (ILO), current international environmental accords and pacts, as well as indices for the assessment of economic, social, cultural, civil and political rights. Taking all factors into account, an overall risk score is calculated and expressed as one of three categories: low risk, moderate risk, and high risk. The approach to calculating the overall risk score is generally conservative because the country risk for many EU member states has in fact been calculated as moderate. An exceptionally high proportion of all technotrans Group suppliers carry a low risk.

The downstream value chain was analysed specifically for each technotrans focus market using publicly available information from financial and sustainability reports. This information was then used to compile a summary of the markets and customers in technotrans' downstream supply chain. Particular attention was paid to current or planned strategies, goals and activities affecting sustainability-related aspects in the downstream supply chain, permitting a comprehensive identification of risks and opportunities further down the double materiality analysis process.

Stakeholders were identified using the findings obtained while drawing up the corporate context, including the value chain. Relevant stakeholders were considered to include all persons, organisations, communities and institutions that could be affected by actual or potential influences or could have a legitimate interest in information about technotrans' sustainability. Furthermore, the environment was included as a "silent stakeholder". It is essential to consider stakeholder interests in obtaining a comprehensive double materiality analysis. technotrans took expenditure stakeholder interests into account by including them in the process for identifying and evaluating IROs (impacts, risks and opportunities). To that end, selected technotrans employees were nominated as stakeholder representatives. Employees were considered to be suitable as stakeholder representatives if they have frequent, direct contact with stakeholders in the course of their activities or are directly assigned the task of identifying stakeholder interests in the course of their activities. In addition, the employees were expected to have an adequate capacity for abstraction in adopting the stakeholder viewpoint.

b) Preliminary evaluation

The sustainability team at technotrans conducted a technical preliminary evaluation of all sustainability topics listed in the ESRS. It started by identifying the IROs for all topics. Topics where no IROs could be identified were considered separately. If separate consideration still failed to identify any IROs, justified reasons were formulated for considering these topics as clearly immaterial. This process resulted in a list that contained all ESRS sustainability topics, but disregarding those considered clearly immaterial. The process findings were discussed directly with the CEO, as was the approval of the list of topics for continued use in the double materiality analysis.

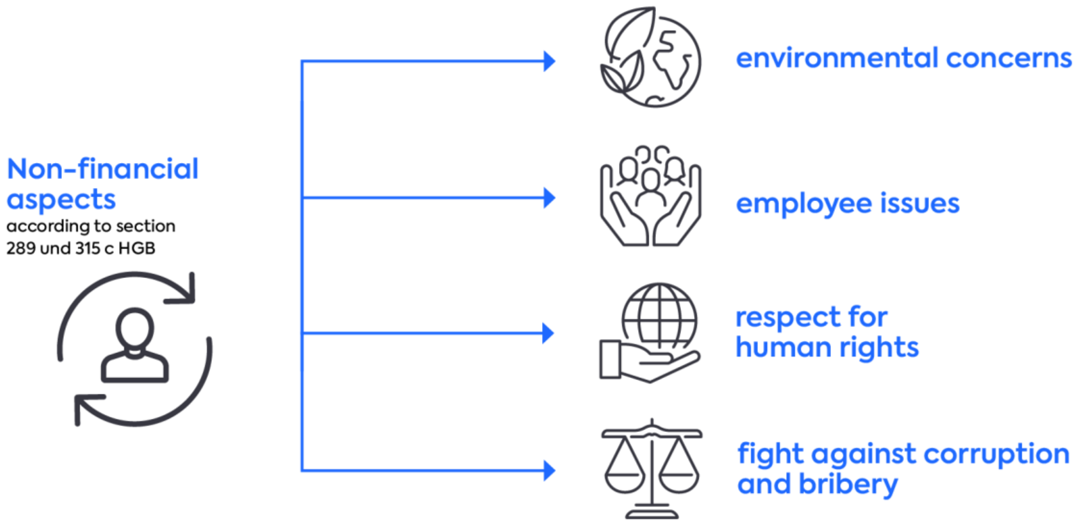
c) Stakeholder workshop

The comprehensive identification of IROs for technotrans' business activity was carried out at an internal materiality workshop with the involvement of the employees nominated as stakeholder representatives. The information base previously compiled was explained to all participants at the start of the workshop. The climate scenarios assumed at the identification and then the evaluation stage were also explained. Physical climate risks were evaluated based on the Representative Concentration Pathway 8.5 (RCP 8.5). This is a pessimistic scenario that assumes severe climate change and therefore severe consequences of climate change. Transient risks were in turn identified based on the optimistic Shared Socioeconomic Pathway 1 (SSP 1), which describes a sustainable economic and social development path. The IROs were identified on a topic-by-topic basis, in each case adopting the inside-out perspective to identify the impact materiality and the outside-in perspective to identify the financial materiality. It was also assessed whether the IROs were situated in the upstream value chain, in the core business activity or in the downstream value chain. Short, medium and long-term time horizons were also defined and indicated for each IRO. The IROs identified by all stakeholder representatives were collated in a long list. The sustainability team then evaluated the IROs. This task involved adapting threshold values for financial loss levels along the lines of the existing Group-wide Risk Management System and adding non-financial loss levels. Based on the loss levels and probability of occurrence, and taking into account the time horizons, risk figures were calculated for each IRO. The material IROs were determined based on the defined threshold value for the risk figure, or the risk appetite. The evaluation results were shared with the participants of the materiality workshop for plausibility checking, with an opportunity for intervention. Material IROs were identified in the topic areas E1 Climate change, E5 Resource use and circular economy, S1 Own workforce and G1 Business conduct. Material IROs were moreover identified for company-specific topics.

d) Material non-financial aspects

technotrans reports on four out of five non-financial aspects in the present non-financial statement pursuant to Sections 289 and 315 c HGB. The material topics identified in the course of the double materiality analysis are reflected in it in the following form: the section Environmental matters presents information on the topics of climate change, resource use and circular economy, and refrigerants. The section "Employee matters" reports on the company's own workforce. The two sections "Respect for human rights" and "Combating corruption and bribery" contain information on the corporate policy. With regard to social matters, no material topics were identified in the course of the double materiality analysis so it will no longer be included in reporting. Based on the principle of materiality, we report selected key figures such as energy consumption only for the domestic production locations and for the Taicang (CN) and Mt Prospect (USA) locations.

NON-FINANCIAL ASPECTS



ENVIRONMENTAL MATTERS

Protecting the environment and climate is an ambitious but important challenge. In developing innovative solutions for its customers, technotrans contributes to the protection of precious resources throughout the entire product life-cycle. Sustainable environmental, energy and resource management is especially important at the production locations.

Alongside technotrans' own efforts, regulations are creating increasingly tough sustainability requirements for products and their production process. Examples include the Ecodesign Directive and the F-Gas Regulation. technotrans always assures conformity at an early point in the process and sets itself the goal of reducing the environmental impact of its own activities and products beyond what is required by law.

e) Sustainable products and technologies

The development and manufacturing of sustainable products is a core skill of technotrans. The sustainability of its products is primarily a question of energy efficiency and climate-friendly refrigerants. At drupa 2024 the leading international exhibition for the printing and packaging industry, technotrans' highlight exhibits included systems that use the natural refrigerant R290 (propane). The ECOtec.chiller xtend, with its performance-controlled components, always operates energy-efficiently and also needs 60 % less refrigerant than conventional solutions. Sustainable cooling and temperature control technology for the plastics processing industry were showcased by technotrans at Fakuma 2024. The product portfolio that technotrans exhibited there likewise focused on the climate-friendly, natural refrigerant R290 and on performance control with the pump efficiency module.

technotrans also unveiled the ecoAnalyzer, which makes it possible to maintain an overview of the entire energy management and visualise all key efficiency data. A world first for the Healthcare & Analytics focus market went into production in October 2024: an air-transportable propane laboratory cooler with a cooling capacity of more than 3 kilowatts. The innovative modular concept demonstrates the technical possibilities in terms of performance, energy efficiency and future viability.

As a systems supplier of a wide range of future-proof, climate-friendly technologies, technotrans contributes to climate neutrality and decarbonisation. technotrans supplies the requisite thermal management of static frequency converters for the electrification of rail networks. This application is underpinned by a partnership of more than ten years with a renowned supplier of mobility solutions, reflecting how trustworthy technotrans solutions are in terms of reliability and performance. As well as in infrastructure for rail transport, technotrans technology is also used directly in battery-electric powered rail vehicles. technotrans presented a forward-looking evolutionary form of thermal management solutions for rail transport at InnoTrans 2024 in Berlin, the international industry exhibition for rail and transport technology. The combined unit on show provides cooling for both the traction battery and the power electronics of the vehicle, and is therefore an especially space-efficient concept that can also be supplied with the climate-friendly, natural refrigerant R290. technotrans can also report notable achievements in 2024 in the area of electric mobility for road vehicles. In addition to a follow-on contract in the high single-digit millions for rapid-charging station cooling, it secured a major contract for battery cooling system for new e-buses, again in the single-digit millions.

f) Refrigerants, waste and water

Refrigerants and waste are significant environmental issues and technotrans makes every effort to keep improving its sustainability performance in those areas. Water is no longer a material topic based on the new fundamental assessment criteria of the double materiality analysis, because water consumption is very low. For technical applications it only occurs during testing and qualification of terminal devices. For those applications technotrans consistently recycles and treats the water, thus keeping water consumption to a minimum.

The average annual GWP (global warming potential) of all refrigerants used by technotrans had a target figure of 651 t CO_2e by the end of 2024. The actual GWP of all refrigerants used by technotrans in the 2024 financial year was 1,021 t CO_2e and therefore represented a reduction of 4.1 % compared with the previous year (1,065 t CO_2e). The ambitious target of 651 t CO_2e was not achieved. This goal was drawn up based on the now-superseded Regulation (EU) on fluorinated greenhouse gases. This involved calculating the average GWP of all refrigerants brought into circulation in the EU for the base year in the regulation. Taking the average GWP for the base year and the regulatory phase-down requirement of 31 % of global warming potential from the base year, a mathematical average GWP of 651 t CO_2e was determined by way of a target. The superseded Regulation (EU) 517/2014 on fluorinated greenhouse gases envisaged system and performance-specific criteria when choosing permissible refrigerants. Regarding the choice of refrigerants for particular types of system with a power rating of 12 kW and upwards, the regulation laid down less restrictive requirements. Systems with a power rating of 12 kW and upwards make up a significant proportion of the technotrans product portfolio. It proved to be extremely challenging to achieve a reduction in average GWP evenly across all equipment performance categories in the absence of a regulatory requirement. Overall, it can be stated that every piece of equipment supplied by technotrans meets the regulatory requirements on refrigerant use. Moreover, technotrans already has solutions, and continues to develop such solutions, that will meet even the toughest future regulatory requirements.

The total volume of waste at the production locations came to 891.3 t in the 2024 financial year. This represents a clear reduction in waste volume of 12.9 % compared with the prior-year figure (2023: 1,023 t). The waste volume relative to revenue was reduced by 4.1 % to 3.74 t per €m consolidated revenue (2023: 3.90 t per €m consolidated revenue).

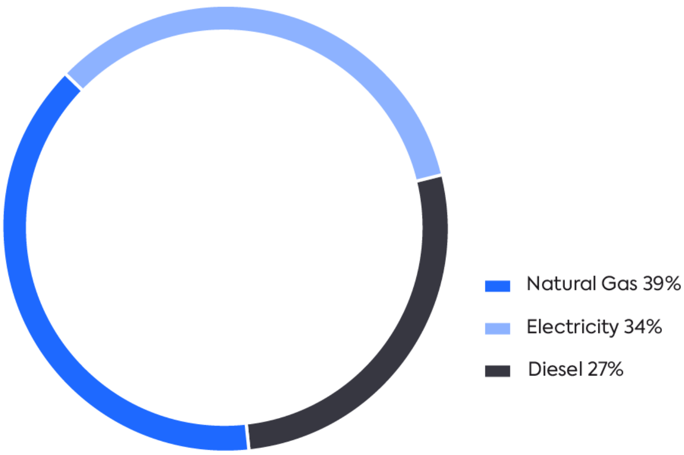
Water consumption at our production locations decreased by 8.2 % or 728 m³ in the 2024 financial year, and therefore amounted to 8,188 m³ (2023: 8,916 m³). Expressed as a ratio of consolidated revenue, fresh water consumption rose slightly to 34.4 m³ per €m (2023: 34.0 m³ per €m).

g) Energy consumption

The efficient use of energy and the eco-friendly handling of resources are high priorities for us. We are therefore always looking for scope to improve the energy efficiency of our operating processes and products, and conduct the statutorily required energy audits according to DIN EN 16247-1 on a four-year cycle. In accordance with the materiality principle, the following data refers to the eight production locations of the technotrans Group and the energy sources power, natural gas and fuels, plus green hydrogen at the Holzwickede location.

Total energy consumption of 14.5 GWh in the 2024 financial year was 3.97 % lower than in the previous year (2023: 15.1 GWh). In terms of revenue performance, consumption rose to 61 MWh per €m (2023: 58 MWh per €m). The energy mix remained almost identical compared to previous years. Due to its low share of 0.3 %, hydrogen is not included in the following diagram.

Aggregate energy mix across the locations



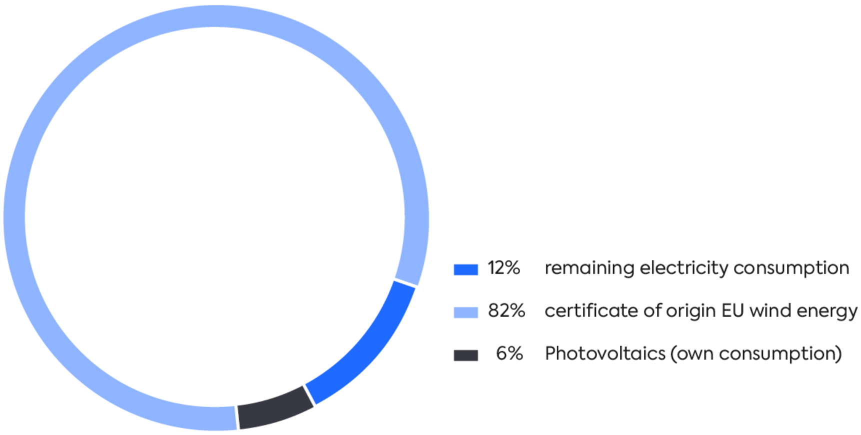
technotrans believes it is important to handle resources responsibly; that includes both the raw materials for products and especially the use of energy. The Future Ready 2025 Group strategy therefore includes the following defined sustainability goals:

- Electricity: increasing the share from renewable resources to 100 % by 2030
- Fuel: cutting fuel consumption by an average of 5 % annually

Power consumption – in 2024 technotrans succeeded in reducing its power consumption to 4.89 GWh (2023: 5.09 GWh) In revenue terms, there was an increase of 6.2 % to 20.6 MWh per €m (2023: 19.4 MWh per €m). As a means of incentivising the expansion of renewable energy even before EEG electricity is taken into account, we seek to cover this consumption entirely from renewables; in keeping with our sustainability goal we therefore use both self-generated power at our locations and purchase certificates of origin from European wind farms and photovoltaic plants, paying an additional levy to promote environmental protection and nature conservation projects.

There was no further expansion in power generation capacity using photovoltaics (PV) in the 2024 financial year. The proportion of electricity obtained from our own PV systems remained unchanged from the previous year at 6 %. Taking into account the power fed into the grid, 9 % of overall electricity consumption was covered from internally generated PV power. In terms of our goal, we achieved a share of around 88 % for 2024 based on the definition stated, representing a year-on-year rise of 22 percentage points.

Status of ESG target: 100 % renewable power



Power consumption – A further goal of the Future Ready 2025 strategy was to reduce fuel consumption by an average of 5 % per year. technotrans thus targeted an overall reduction of 25 % by the end of 2025. The target was adjusted in the 2023 financial year to focus on a benchmark average annual reduction of 5 % in specific fuel consumption relative to consolidated revenue. This adjustment is intended to suitably reflect the dynamic revenue growth achieved in the preceding years, because it goes hand in hand with an absolute rise in fuel consumption.

The decline in revenue in the 2024 financial year had a negative effect on the revenue-specific fuel consumption figure. This figure increased to 16.1 MWh per €m, and therefore by 3.9 % compared with the previous year (2023: 15.5 MWh per €m). Meanwhile absolute fuel consumption declined by 5.6 % to 3,835 MWh (2023: 4,061 MWh). A comparison with 2019, the base year for the target, reveals a 7.9 % reduction in absolute fuel consumption and a 19.5 % reduction in specific fuel consumption.

Gas consumption – Natural gas is the third major fuel source at the locations and therefore among the drivers of CO_2e emissions, which is why technotrans aims to successively scale back use of this fossil fuel. Year on year, consumption at our eight production locations fell to 5.7 GWh (2023: 6.0 GWh).

Measured against revenue, this represents an increase of 5 % to 24 MWh per €m (2023: 23 MWh per €m). For the future, we would like to scale back natural gas consumption further by for example using a substitute fuel, modernising the heat generation and distribution system, and reducing thermal losses at the locations.

Greenhouse gas performance of the technotrans Group

Climate neutrality – technotrans supports the Paris Climate Agreement signed in 2015 with the aim of limiting global warming to no more than 1.5 °C and a maximum of 2 °C. To complement the goals from the Future Ready 2025 strategy and based on the corporate carbon footprint, a roadmap was drawn up in 2022 to map out how to achieve climate neutrality at the eight production locations and in the sales and service units (SSU) by 2030. The primary ways of realising this goal are by improving energy efficiency and generating renewable energy at the locations. In line with its goal from the Future Ready 2025 strategy to use 100 % renewable power at the production locations, technotrans also plans to buy in renewable power as necessary. It will then use certified climate protection projects only to compensate for the remaining CO_2e emissions from 2030 on. This is how we are translating our responsibility to limit climate change into action.

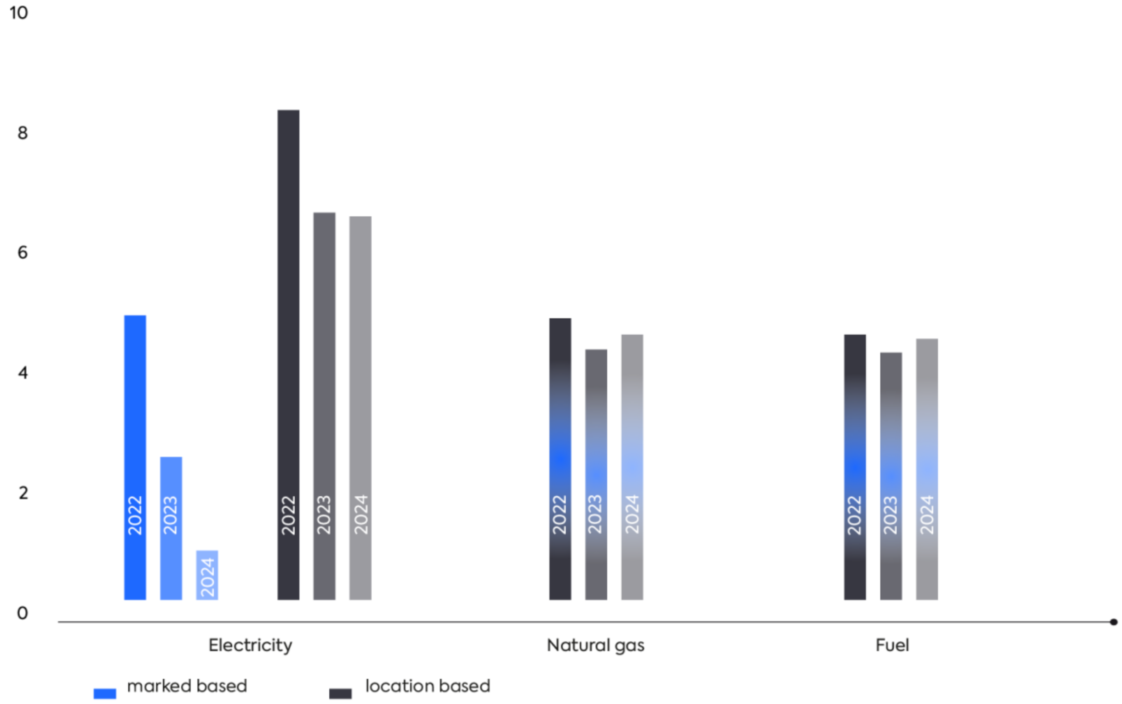
Greenhouse gas performance – One key matter that goes hand in hand with the use of fossil fuels is CO_2e emissions. To be transparent and highlight progress for instance in the form of the use of renewables, we have been reporting our Scope 1 and Scope 2 emissions based on the Greenhouse Gas Protocol (GHG) since the 2021 financial year. The underlying reporting approach serves as our basis for clearly defined measures that will improve our performance. It should be pointed out that adjustments have been made to the calculation methodology for Scope 2 emissions. The adjusted calculation was carried out for the previous three financial years to maintain comparability and transparency. These are presented in the table “Selected sustainability performance indicators for the Group at a glance”. Specifically, the electricity emission factors applied for the market-based Scope 2 emissions changed. Previously, supplier-specific emission factors that are marked with the fuel mix disclosure of each electricity supplier were used for the calculation. However under Section 42 of the German Energy Industry Act (EnWG) electricity suppliers are merely obliged to declare the fuel mix for the previous year until July 1 of a given calendar year. Supplier-specific emission factors fundamentally provide a higher degree of accuracy, though this declines due to their late availability and the need to use prior-year figures. Going forward, the national electricity mix for Germany and the corresponding carbon footprint will be used. This brings the advantage that very accurate forecasts of the electricity mix for the previous year are available early on. Both approaches are permissible according to the GHG protocol.

In view of the lesser relevance of the sales and service units for CO_2e emissions (< 7 % in 2022), as is the case for energy consumption the following results refer to the eight production locations of the technotrans Group.

In 2024 the market-based[1] CO_2e emissions caused by technotrans in Scopes 1 and 2 came to 2,283 t CO_2e (2023: 2,799 t CO_2e), which relative to revenue is a reduction of 10 % to 9.6 t CO_2e per €m (2023: 10.7 t CO_2e per €m). Scope 1 emissions account for 91 % (2,088 t CO_2e) of market-based CO_2e emissions, and Scope 2 emissions for the remaining 9 % (195 t CO_2e). The decisive factor here is the high proportion of green power, which results in correspondingly low market-based Scope 2 emissions. Disregarding the renewable power purchased by technotrans (location-based view), the absolute emissions declined to 3,610 t CO_2e (2023: 3,863 t CO_2e). Specific CO_2e emissions per €m of revenue increased by 3 % to 15.2 t CO_2e (2023: 14.7 t CO_2e). In the location-based view, the Scope 1 emissions are responsible for 57.9 % (2,088 t CO_2e) of total emissions and the Scope 2 emissions for 42.1 % (1,521 t CO_2e). The following summary shows the weighting and development of emission sources.

[1] Market-based: emissions that include the electricity mix in Germany and certificates of origin for power; location-based: emissions based on the electricity mix in Germany. Figure for the provisional electricity mix for 2024: 312 g CO_2 e / kWh (Agora Energiewende (2025): Die Energiewende in Deutschland: Stand der Dinge 2024. Rückblick auf die wesentlichen Entwicklungen sowie Ausblick auf 2025. *[Energy transition in Germany: 2024 snapshot. Review of key developments and outlook for 2025.], p. 42*

Market and location-based CO_2e emissions in t per €m of consolidated revenue



EU Taxonomy Regulation 2020 / 852

The goal of the EU Taxonomy Regulation is to classify economic activities consistently across the EU in terms of how they contribute to six defined environmental objectives, based on defined requirements. These environmental objectives are: (1) climate change mitigation, (2) climate change adaptation, (3) sustainable use and protection of water and marine resources, (4) transition to a circular economy, waste avoidance and recycling, (5) pollution prevention and control, and (6) protection of ecosystems. Economic activities are taxonomy-eligible if they make a substantial contribution to attainment of one or more of the six environmental objectives. Over and above the requirements of taxonomy eligibility, economic activities are taxonomy-conforming if they satisfy certain screening criteria. They must then not impede other environmental objectives. Moreover, minimum safeguards must be met. Reportable economic activities comprise revenue, operational expenditures (OpEx) and capital expenditures (CapEx), which are assigned to the above criteria.

Approach to determining key performance indicators

The basis for the reporting below is a reconciliation of the economic activities described in the EU Taxonomy with those of the technotrans Group. This serves as the starting point for discussions with the experts from each area in order to identify those activities for which the technical screening criteria are or may be fulfilled. The experts' assessments were captured accordingly. This mapping and the expert interviews refer to revenue, CapEx and OpEx.

The purpose of many of the products made by the technotrans Group is to reduce energy consumption and therefore also carbon emissions, as well as to enable applications in the area of electric mobility. In the drafting of the EU Taxonomy, mechanical and plant engineering (MPE) was not treated as a separate branch of industry. Some of technotrans' products can be directly allocated above all to category 3.6 (Manufacture of other low-carbon technologies) of environmental objective 1 from Annex 1 of EU IR 2021/2139. The allocated products are high-efficiency versions that enable energy and emission savings compared with their standard version.

To identify the potentially taxonomy-conforming products that come under category 3.6, the portfolio was filtered for those solutions that demonstrably produce material efficiency gains and reduce carbon emissions compared with standard systems.

As the technical criteria for economic activity 3.6 from Annex I of Regulation (EU) 2021/2139 require interpretation for them to be usable, ambiguities were addressed according to the following definitions:

- technotrans supplies its customers with individual solutions. The comparison with the best alternative on the market required by the taxonomy is therefore not achievable. To enable it nevertheless, in each case we compare our standard product versions with our high-efficiency product versions for the same applications.
- The taxonomy requires a material saving in carbon emissions compared with the benchmark but does not define that term more closely. For this purpose it was decided that this saving must be at least 20 % in a comparison of product versions.
- According to the taxonomy, screening must involve a life cycle assessment. Because the standard version and the counterpart high-efficiency version with which it is being compared are extensively identical in design and differ by merely a few components, the comparison of carbon emissions is based only on the components that differ and on the emissions that occur in use from the product versions' difference in energy consumption.

In addition to revenue from products that meet the requirements of category 3.6 in their own right, technotrans can also show relevant revenue in the area of what are referred to as enabling activities under Article 10 paragraph 1 letter i of the Taxonomy Regulation. Such an enabling activity exists if a technotrans product is used in a larger product system that can, in turn, be allocated to a taxonomy-eligible economic activity. That is the case for various products in the Energy Management area, for example.

Revenue of technotrans that can be classified as enabling technology because it is taxonomy-eligible or taxonomy-conforming can be allocated to the categories 3.18 (Manufacture of automotive and mobility components), 3.19 (Manufacture of rail rolling stock constituents), 3.20 (Manufacture of high, medium and low voltage electrical equipment for electrical transmission and distribution) and 6.14 (Infrastructure for rail transport). To that end revenue from suitable products is broken down and allocated to the relevant category based on target application.

EU IR 2023/2486 dated June 27, 2023, the annexes of which contain the technical screening criteria for environmental objectives 3 to 6, in addition identifies two further economic activities with regard to environmental goal 4 on which technotrans can report taxonomy-eligible revenue for the 2024 financial year. They relate to the categories 5.1 (Repair, refurbishment and remanufacturing) and 5.4 (Sale of second-hand goods) from Annex II of IR 2023/2486.

An examination of taxonomy conformity was mandatory merely for environmental goals 1 to 6 in the 2024 reporting year. This extends beyond taxonomy eligibility and involves meeting further test criteria: technical screening criteria to demonstrate a substantial contribution to the environmental goal in question, DNSH criteria and the criteria for minimum safeguards. With regard to the analysis of the

DNSH criteria that follow on from the "substantial contribution" step, it is principally a matter of compliance with statutory requirements at product and location level. While the examination of the DNSH criteria for environmental goals 2, 3, 5 and 6 is carried out at location level, environmental goal 4 is considered at product level.

For the minimum safeguards criteria, conformity was examined at Group level. Existing compliance management structures within the Group are used to examine and assure compliance, such as the whistleblower system, the binding Suppliers Code, the Code of Conduct for our employees, minimum standards in employment, risk management and supplier audits. During the internally conducted analysis, contributions to environmental objective 1 "climate protection" and environmental objective 4 "transition to a circular economy" were identified.

Taxonomy-eligible and taxonomy-conforming economic activities

Revenue – The basis is revenue (€m 238.1), as presented in the technotrans Consolidated Financial Statements principally under V. Notes to the Segment Report. It is possible to allocate taxonomy-eligible and taxonomy-conforming revenue to several economic activities.

technotrans makes a significant contribution through the "manufacture of other low-carbon technologies" (economic activity 3.6 pursuant to Annex I of EU IR 2021/2139) with the high-efficiency versions of products that lead to considerable energy savings in operation through the systematic use of performance-controlled components and additionally through the integration of free cooling to support compression cooling in central refrigeration systems. For some efficient product versions, compliance with the criteria as set out in the above interpretations of the technical screening criteria could not be clearly ascertained and for that reason they are identified as merely taxonomy-eligible. For the economic activities 3.18 (Manufacture of automotive and mobility components), 3.19 (Manufacture of rail rolling stock constituents), 3.20 (Manufacture of high, medium and low voltage electrical equipment for electrical transmission and distribution) and 6.14 (Infrastructure for rail transport) pursuant to Annex I of EU IR 2021/2139 and IR 2023/2485, technotrans makes a significant contribution with enabling technologies in the form of heat management systems. Through activities in the service area, technotrans contributes to the transition to a circular economy. These activities include repair services and the sale of remanufactured spare parts. The revenues from these activities are taxonomy-eligible pursuant to categories 5.1 (Repair, refurbishment and remanufacturing) and 5.4 (Sale of second-hand goods) from Annex II of EU IR 2023/2486. Taxonomy conformity was determined for the first time for the 2024 financial year through examination of the DNSH criteria.

Operational expenditures (OpEx) – OpEx within the meaning of the EU Taxonomy (€ 5.6 million) covers expenditure captured in the Consolidated Income Statement that cannot be capitalised, or spending on research and development, building renovation measures, short-term leases, maintenance and repair as well as all other direct expenditure from the repair of property, plant and equipment to keep the taxonomy-eligible assets operational. No direct reference to the income statement is possible. In the 2022 and 2023 financial years primarily research and development expenditure for currently or foreseeably taxonomy-conforming products was named (9.1 "Close to market research, development and innovation"). The reported research and development projects were to increase the energy efficiency or the use of low-GWP or natural refrigerants or avoid refrigerants in order to reduce CO_2e emissions over the product life-cycle. As a result of new findings concerning technical screening criteria for operational expenditures in the area of close to market research, development and innovation, no firm taxonomy eligibility and conformity can currently be established. For the time being, expenditures for research, development and innovation will therefore not be stated under taxonomy-eligible or conforming OpEx.

Capital expenditures (CapEx) – The basis of the economic activities to be analysed comprises additions to both property, plant and equipment and to intangible assets in the amount of € 5.2 million. Taxonomy-conforming capital expenditures are primarily the expenditures to create a charging infrastructure for electric cars at the Sassenberg and Meinerzhagen locations (7.4, Installation [...] of charging stations for electric vehicles [...]). The period of the projects to install the charging stations ran from 2023 until early 2024 and was therefore included pro rata in reporting on taxonomy-eligible CapEx for each of those financial years.

The following KPIs as well as the key figures in the following comprehensive reporting forms are correspondingly reduced in line with the descriptions.

Share of revenue from taxonomy-conforming and taxonomy-eligible economic activities

Financial year 2024		Year		Substantial contribution criteria						DNSH criteria ("Does Not Significantly Harm")									
Economic Activities (1)	Code (2)	Turnover (3)	Proportion of Turnover, year 2023 (4)	Climate Change Mitigation (5)	Climate Change Adaption (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Climate Change Mitigation (11)	Climate Change Adaption (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, year 2023 (18)	Category enabling activity (19)	Category transitional activity (20)
Text		kEUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
Manufacture of other low carbon technologies	CCM 3.6	18.088	7,6%	Y	N	N/EL	N/EL	N/EL	N/EL	-	Y	Y	Y	Y	Y	Y	7,1%		
Manufacture of rail rolling stock constituents	CCM 3.19	13.514	5,7%	Y	N	N/EL	N/EL	N/EL	N/EL	-	Y	Y	Y	Y	Y	Y	3,6%	E	
Manufacture of high, medium and low voltage electrical equipment	CCM 3.20	7.061	3,0%	Y	N	N/EL	N/EL	N/EL	N/EL	-	Y	Y	Y	Y	Y	Y	2,6%	E	
Repair, refurbishment and remanufacturing	CE 5.1	21.674	9,1%	N/EL	N/EL	N/EL	N/EL	J	N/EL								7,2%		
Sale of second-hand goods	CE 5.4	122	0,1%	N/EL	N/EL	N/EL	N/EL	J	N/EL								0,0%		
Infrastructure for rail transport	CCM 6.14	437	0,2%	Y	N	N/EL	N/EL	N/EL	N/EL	-	Y	Y	Y	Y	Y	Y	0,2%	E	
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)		**60.895**	**25,6%**	**100%**	**0%**	**0%**	**0%**	**0%**	**0%**	**-**	**Y**	**Y**	**Y**	**Y**	**Y**	**Y**	**13,5%**		
Of which enabling		21.012	34,5%	34,5%	0%	0%	0%	0%	0%	-	Y	Y	Y	Y	Y	Y	47,5%	E	
Of which transitional		0	0%	0%						-	Y	Y	Y	Y	Y	Y	0%		T
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
Manufacture of other low carbon technologies	CCM 3.6	1.478	0,6%	EL	EL	N/EL	N/EL	N/EL	N/EL								0,8%	E	
Manufacture of automotive and mobility components	CCM 3.18	9.937	4,2%	EL	EL	N/EL	N/EL	N/EL	N/EL								1%	E	
Turnover of Taxonomy eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**11.414**	**4,8%**	**1,00**	**100,0%**	**0%**	**0%**	**0,0%**	**0%**								**9,1%**		
A. Turnover of Taxonomy-eligible activities (A.1+A.2)		**72.310**	**30,4%**	**69,9%**	**15,8%**	**0%**	**0%**	**30,1%**	**0%**								**22,5%**		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
Turnover of Taxonomy-non-eligible activities		**165.766**	**69,6%**																
TOTAL		**238.076**	**100%**																

Share of OpEx from taxonomy-conforming and taxonomy-eligible economic activities

Financial year 2024	Year			Substantial contribution criteria						DNSH criteria ("Does Not Significantly Harm")									
Economic Activities (1)	Code (2)	OpEx (3)	Proportion of OpEx, year 2023 (4)	Climate Change Mitigation (5)	Climate Change Adaption (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Climate Change Mitigation (11)	Climate Change Adaption (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) OpEx, year 2023 (18)	Category enabling activity (19)	Category transitional activity (20)
Text		kEUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	23	0,4%	Y	N	N/EL	N/EL	N/EL	N/EL	-	Y	Y	Y	Y	Y	Y	0,0%		
OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		**23**	**0,4%**	**100%**	**0%**	**0%**	**0%**	**0%**	**0%**	-	**Y**	**Y**	**Y**	**Y**	**Y**	**Y**	**5,7%**		
Of which enabling		-	0%	0%	0%	0%	0%	0%	0%	-	-	-	-	-	-	-	0,0%	E	
Of which transitional		-	0%	0%						-	-	-	-	-	-	-	0,0%		T
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
OpEx of Taxonomy eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**0**	**0%**	-	-	-	-	-	-								**0,0%**		
A. OpEx of Taxonomy-eligible activities (A.1+A.2)		**23**	**0,4%**	-	-	-	-	-	-								**6,2%**		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy-non-eligible activities		**5.532**	**99,6%**																
TOTAL		**5.555**	**100%**																

Share of CapEx from taxonomy-conforming and taxonomy-eligible economic activities

Financial year 2024	Year			Substantial contribution criteria						DNSH criteria ("Does Not Significantly Harm")									
Economic Activities (1)	Code (2)	CapEx (3)	Propor-tion of CapEx, year 2023 (4)	Climate Change Mitigation (5)	Climate Change Adaption (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Climate Change Mitigation (11)	Climate Change Adaption (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) CapEx, year 2023 (18)	Category enabling activity (19)	Category transitional activity (20)
Text		kEUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
Installation, maintenance and repair of charging stations for electric vehicles	CCM 7.4	58	1,1%	Y	N	N/EL	N/EL	N/EL	N/EL	-	Y	Y	Y	Y	Y	Y	1%		
CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		**58**	**1,1%**	**100%**	**0%**	**0%**	**0%**	**0%**	**0%**	-	**Y**	**Y**	**Y**	**Y**	**Y**	**Y**	**2,5%**		
Of which enabling		-	0%	0%	0%	0%	0%	0%	0%	-	-	-	-	-	-	-	0%	E	
Of which transitional		-	0%	0%						-	-	-	-	-	-	-	0%		T
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
CapEx of Taxonomy eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**0**	**0,0%**	**100%**	**0%**	**0%**	**0%**	**0%**	**0%**								**1,9%**		
A. CapEx of Taxonomy-eligible activities (A.1+A.2)		**58**	**1,1%**	**100%**	**0%**	**0%**	**0%**	**0%**	**0%**								**4,4%**		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
CapEx of Taxonomy-non-eligible activities		**5.142**	**98,9%**																
TOTAL		**5.200**	**100%**																

Highlights of 2024

Local public transport connection for Sassenberg location – The employee survey conducted in 2023 revealed substantial interest in a local public transport connection for the main Sassenberg location. In collaboration with the town of Sassenberg, Warendorf district and WB Westfalen Bus GmbH, a new bus stop was created to offer our employees an option for climate-friendly mobility. The bus stop was initially installed on a trial basis until the end of 2024 but thanks to its huge popularity all parties agreed to make it permanent.

Electric mobility for our employees – A charging infrastructure was installed and commissioned at our Sassenberg and Meinerzhagen locations at the start of 2024. It has been available to all employees for charging private cars since December 2024. Providing employees with a charging option is vital to removing the barriers to switching to climate-friendly electric mobility. The decarbonisation of the technotrans vehicle fleet is being promoted by the new company car regulation that took effect in the 2024 financial year.

Green hydrogen – Following the initial successful conclusion of the H_2HoWi project at the end of 2023, the Holzwickede location will continue to be supplied with green hydrogen. The hydrogen-powered heating system, combined with a heat pump, provides sustainable heating for the location. Natural-gas heating merely serves as a back-up if the hydrogen heating is unavailable. The heat supply at the Holzwickede location is future ready.

The future of lab cooling with R290 – For the new cooler, technotrans uses the climate-friendly, natural refrigerant R290 (propane) with a GWP of 3. The propane laboratory cooler is air-transportable and achieves a cooling capacity of over 3 kilowatts.

World first: battery and power electronics cooling for rail vehicles – At the Berlin InnoTrans technotrans presented a combined unit for cooling the battery and power electronics in battery-electric rail vehicles. technotrans can therefore now offer its customers a space-saving and energy-efficient all-in system that is also available with the climate-friendly, natural refrigerant propane.

spray.xact reflection – The no-compressed-air spray lubrication system using a patented technique applies a precise, mist-free coating of release agent and therefore uses resources especially sparingly. The new generation was unveiled at the EuroBLECH trade show in a version with more valves and with a spray covering a much greater width. This allows it to be used in the manufacturing of bipolar plates. Bipolar plates are essential components of hydrogen systems such as fuel cells and electrolysers. technotrans consequently now saves resources in the manufacturing of sustainable technologies.

Temperature control technology for battery manufacturing – technotrans supplies energy-efficient compact temperature control systems for a sub-process of battery production at a German car manufacturer. The systems are used to control tool temperatures in foam moulding, a temperature-sensitive process used in joining the battery cells. The order volume is in the medium single-digit millions and the contract runs until the end of 2025.

Rapid-charging station cooling – technotrans secured a follow-on contract in the high single-digit millions in February 2024. Custom technotrans cooling solutions are used for battery-storage rapid-charging stations.

Volume production of battery cooling systems for e-buses – An initial major contract in May 2024 led to technotrans also clinching the follow-on order in September. In each case the orders had a value in the high single-digit millions. The expansion of volume production and the placing of a follow-on order serve to highlight the customer's confidence in technotrans as a reliable partner.

h) Employee matters, training and qualification

Committed employees with excellent qualifications are the basis of our corporate performance. We offer targeted upskilling and a comprehensive programme of advanced training as effective ways of supporting the personal and professional development of our specialists and managers. A positive corporate culture and attractive prospects are key success factors. Meanwhile we also encourage a work-life balance by offering flexible working hours models and work-from-home options. The technotrans Group places particular emphasis on on-the-job training. We see it as an expression of social responsibility and an investment in the future. Apprentices and dual-study students make a significant contribution to the continuing development of our technology company.

Demographic change and the growing shortage of skilled labour represent challenges for human resources management. To avoid the negative consequences of unfilled posts and assure continuity in personnel cover, the technotrans Group maintains a consistently high proportion of apprentices. As part of our strategic human resources planning, we have also taken steps to maintain the requisite staffing levels for the Group's planned growth over the medium to long term.

The technotrans Group offers its employees and juniors excellent development prospects. Specialists and management employees are recruited in the first instance from our own pool and from the Group companies' home regions. The #ttalents development programme specifically prepares high-potentials for future specialist or managerial tasks. For university graduates, there is a trainee programme as an option for joining the technotrans Group.

The number of apprentices rose by 16 individuals compared with the previous year to reach 151 at December 31, 2024 (previous year: 135). The steepest growth again occurred at technotrans SE. At the Sassenberg and Bad Doberan locations, there were 101 (previous year: 90) apprentices engaged. The proportion of apprentices across the Group therefore rose from 8 % to 10 %. At technotrans SE, it climbed from 12 % to 14 %.

The Group trains apprentices in a total of 28 different vocations. Assignments at different locations promote dialogue at professional and personal levels alike, and reflect the strategic significance of Group-wide collaboration. This approach also enhances the appeal of the apprenticeships.

Employee structure of the technotrans Group

The following table indicates the employee structure of the technotrans Group:

	2024		2023	
	Number	in %	Number	in %
Employees as of Dec. 31	1,514		1,598	
Employees by segment				
Technology	1,130	74.6	1,193	74.7
Services	384	25.4	405	25.3
Age structure				
Employees up to 20 years	110	7.3	114	7.1
Employees 21 to 30 years	290	19.2	310	19.4
Employees 31 to 40 years	353	23.3	385	24.1
Employees 41 to 50 years	322	21.3	327	20.5
Employees over 50 years	439	29.0	462	28.9
Period of employment				
up to 5 years	658	43.5	760	47.6
6-10 years	283	18.7	269	16.8
11-20 years	276	18.2	272	17.0
21-30 years	228	15.1	229	14.3
over 30 years	69	4.6	68	4.3
Employees by qualifications				
Employees with vocational training	763	50.4	819	51.3
Employees with an academic degree	294	19.4	315	19.7
Employees with an engineering qualification	216	14.3	232	14.5
Employees without qualification	90	5.9	97	6.1
Trainees	151	10.0	135	8.4
Diversity				
Number of male employees	1,225	80.9	1,287	80.5
Numer of female / diverse employees	289	19.1	311	19.5

The manufacturing companies have their own training workshops, including a special electrics training room for apprentices. A combination of in-house instruction, training in a range of departments and continuing upskilling of apprentices ensures that they are comprehensively prepared for their future tasks. 26 apprentices in total successfully completed their training at technotrans in the 2024 financial year. 16 of them were taken on permanently, producing a retention rate of 62 % (previous year: 93 %).

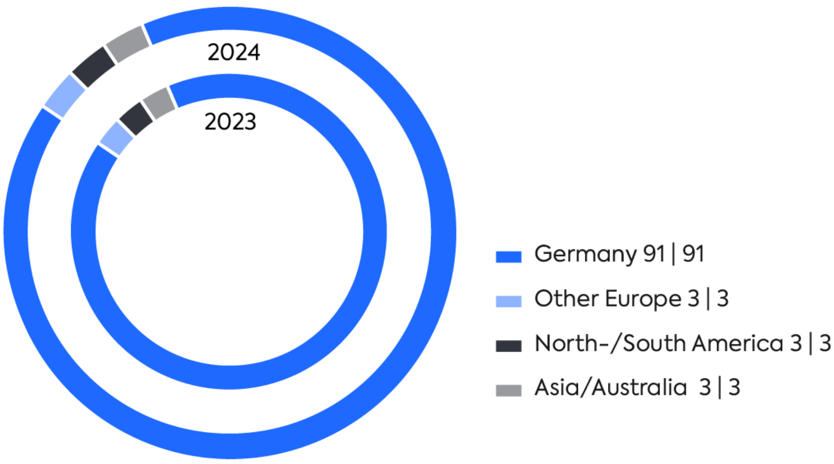
technotrans offers former apprentices who have chosen to pursue a course of studies or continue with their school education the chance to work for the company out of term. This arrangement establishes long-term contact at an early stage and facilitates potentially returning to the company after graduating from school or college.

There were comprehensive training and upskilling courses led by internal specialists and external instructors in the 2024 financial year. The goal of these measures is to ensure everyone throughout the Group always has access to sound specialist expertise. Employees clarify their training requirements with their line manager at least once a year. For further-reaching measures Human Resources is involved in the planning of tailored professional development. Budgets and priorities are defined based on annual planning talks with heads of department. The effectiveness of the measures is then assessed at the next evaluation. Employees of technotrans SE and gds GmbH can access the full spectrum of human resources development opportunities through an online training catalogue (“technotrans Campus”).

Human resources development is a key component of our corporate strategy. Bearing that in mind, as one of our ESG targets we have committed to increase average spending on human resources development (per full-time equivalent) by 5 % annually measured against the base year 2019. This target was achieved in the 2024 financial year with an increase of 28 % compared with the base year. Year on year, however, there was a decrease of 12 %.

The regional composition of our workforce remained unchanged from the previous year.

Composition of Group workforce by location, 2024 / 2023 (%)



Employee structure of technotrans SE

The following table indicates the employee structure of technotrans SE. It differs from the summary in the HGB annual financial statements.

	2024		2023	
	Number	in %	Number	in %
Employees as of Dec. 31[1]	721		771	
Employees by segment				
Technology	592	82.1	640	83.0
Services	129	17.9	131	17.0
Age structure				
Employees up to 20 years	76	10.5	77	10.0
Employees 21 to 30 years	162	22.5	177	23.0
Employees 31 to 40 years	143	19.8	162	21.0
Employees 41 to 50 years	141	19.6	146	18.9
Employees over 50 years	199	27.6	209	27.1
Period of employment				
up to 5 years	357	49.5	422	54.7
6-10 years	108	15.0	100	13.0
11-20 years	118	16.4	108	14.0
21-30 years	112	15.5	114	14.8
over 30 years	26	3.6	27	3.5
Employees by qualifications				
Employees with vocational training	369	51.2	410	53.2
Employees with an academic degree	121	16.8	130	16.9
Employees with an engineering qualification	97	13.5	102	13.2
Employees without qualification	33	4.6	39	5.1
Trainees	101	14.0	90	11.7
Diversity				
Number of male employees	582	80.7	625	81.1
Numer of female / diverse employees	139	19.3	146	18.9

Health management

Promoting the health of our employees is a high priority for technotrans. Our active health management helps boost the performance of all employees along the entire process chain. The occupational health service conducts the check-ups required by law on a regular basis. On top of that, our employees are entitled to a free flu vaccination and to employer-financed top-up dental insurance.

In the 2024 financial year, all employees for the first time enjoyed access to a digital platform to support their mental and physical wellbeing. It offers such features as anonymous advice, subject-specific topics and individual coaching. This solution reduces stress, promotes resilience and increases satisfaction at the workplace.

To encourage a sustainable, healthy form of mobility, technotrans now also offers arrangements for employees to lease bikes. These proved very popular, with 193 contracts taken out by December 31, 2024. Our employees also benefit from taking part in collective sports events such as company runs; these provide a health boost and encourage social contact.

Remuneration and employee rights

Our employees receive competitive remuneration that is standardised across the domestic locations and comprises fixed and variable components. Employees are placed in specific remuneration bands that reflect their respective positions and areas of responsibility, and also take account of their agreed targets. Managers receive an additional bonus that is linked to the company targets and their personal performance. Annual pay increases for all employees are agreed between the Board of Management, management (of subsidiaries) and Works Council based on the business performance of the Group. We also offer certain fringe benefits on a location-by-location basis to reflect local circumstances.

Employee safety is of paramount importance to us. We make sure that all statutory requirements regarding industrial, operational, occupational and fire safety as well as environmental protection are met. Our occupational safety specialists support management employees on all matters of occupational and health protection at each location so that the workplace is guaranteed to be safe, healthy and state-of-the-art. Moreover, managers are responsible for ensuring that the workforce complies with all regulations. Such guidelines are communicated and refreshed through regular training.

As the facilities and production processes vary from location to location, we have developed individual concepts for each site to ensure that occupational safety is always optimal. Based on the statutory regulations, we hold quarterly meetings of the occupational safety committee, which the occupational safety specialists, medical officer, Works Council members, safety specialists and a representative of the company attend. As a complementary measure, there are scheduled or impromptu site inspections as well as meetings with first responders and the fire and safety officers to identify potential risks early on and take appropriate preventive action.

The interests of our employees are represented by the Works Council and Group Works Council. The latter comprises two members of the Works Councils of technotrans SE at each of the Sassenberg and Bad Doberan locations, and of technotrans solutions GmbH, technotrans Systems GmbH and gds GmbH. It addresses cross-location matters arising at the domestic Group companies and drafts agreements that apply across the Group. The SE Works Council of technotrans SE comprises these ten members as well as three representatives of the European branches. This committee agrees employee-related regulations at European level. A professional, non-discriminatory dialogue between the employee representatives and management is part and parcel of our corporate culture, of which openness and trust are the hallmarks. Our aim is always to strike an equitable balance of interests between workforce and employer.

A youth and apprentices council has been set up to support young employees and those taking vocational training. It promotes dialogue between young employees, the Works Council and the company management and represents their interests on apprenticeship and professional matters. This ensures that the questions and concerns of apprentices and younger employees are adequately addressed and that they can take their issues to a knowledgeable body.

Equal opportunities, diversity and work-life balance

Our corporate culture within the Group is based on the principle that we do not tolerate discrimination of any kind against persons on the basis of their age, nationality, skin colour, gender, religion, social background or any health limitations. We systematically punish violations of this principle. All human resources decisions – whether on appointments, promotions, remuneration or dismissals – are reached in accordance with these guiding principles. We see diversity as enriching, which is why we consistently advocate equity, diversity and inclusion. These values are enshrined in our worldwide Code of Conduct and are practised in our daily dealings with each other.

At the reporting date of December 31, 2024 technotrans SE had employees from 19 nations at the locations Sassenberg, Bad Doberan and Steinhagen. The workforce across the Group represented 39 nations. The variety of outlooks and experience that we enjoy as a result increases our innovative capability.

One of our priority diversity initiatives is to raise the proportion of women in specialist and management positions. Across the Group, 19 % of employees were women. This fell marginally short of the strategic target figure of at least 20 %. In management tiers 1 and 2, the proportion of women was 7 % and 16 % respectively at the end of the year.

As an employee-friendly enterprise, we actively help our employees to achieve a good balance between their working and private spheres. To that end, we offer flexible working hours models such as flexitime, a range of part-time options and scope to work from home. Around 12 % of Group employees work part-time, and home-working opportunities are readily taken up. To support parents, we have teamed up with a municipal day care centre at the Sassenberg location.

The satisfaction and motivation of our employees are major factors in the long-term success of the Group. Open, fair and trustworthy communication between management and workforce is therefore a core element of our corporate culture. Our human resources policy aims to reinforce this culture and position the technotrans Group as an attractive employer in order to ensure there are always enough qualified specialists available. An employee survey was conducted at the German locations in the 2023 financial year. Based on the findings, there were workshops on the topics Organisation, Further Training and Health in the 2024 financial year to draw up concepts on how the employees' working environment can be developed further.

Whenever an employee hands in their notice, we hold an exit interview to identify the causes of fluctuation and take prompt corrective action. The fluctuation rate was around 6 % in the 2024 financial year.

At the balance sheet date of December 31, 2024 the Group had 1,514 employees (previous year: 1,598). The employee total for technotrans SE was 721 (previous year: 771).

i) Respect for human rights

Equal opportunities, equal rights, fairness, mutual acceptance and tolerance are elementary components of the technotrans Group's corporate culture. We explicitly welcome diversity both within the organisation and among business partners. The goal is to ensure that all employees of the technotrans Group act in line with internationally recognised human rights and also with the principal labour and social standards.

For us, upholding the protection of human rights and complying with labour standards are a top priority. We categorically reject child and forced labour. As a member of the UN Global Compact (UNGC), we integrate its principles into our Code of Conduct and therefore make these directives binding for all employees worldwide. Implementing specific national standards is the responsibility of local management and is subject to regular checks. All Group-wide directives on labour standards and human rights were complied with in the 2024 financial year.

We also apply very exacting standards in selecting service providers and suppliers. New suppliers of technotrans SE have to complete a standardised clearance process that requires positive ratings for our compliance code, compliance with labour and social standards, and also with environmental requirements. This process is implemented in a corresponding form at all Group companies and assures uniform buying criteria across the Group.

technotrans successfully implements the requirements of the German Supply Chain Act (LkSG). LkSG obliges us to ensure that human rights and environmental standards are complied with along the entire supply chain. To that end we have set up a comprehensive risk management system, regularly conduct risk analyses and implement targeted preventive and corrective measures. There is also an effective complaints procedure in place. These proactive steps mean we both meet the statutory requirements and boost our reputation as a responsible and sustainable enterprise. Also, we fundamentally require our direct suppliers to inform their upstream suppliers of our standards and to ensure the latter likewise comply with our compliance code. In doing so, we strive for maximum transparency and conformity along the entire supply chain.

j) Combating corruption and bribery

Collaboration with our business partners is based on quality, reliability, competitive prices and compliance with environmental and social standards. These principles are pivotal to technotrans' positive image in procurement and sales markets and make a major contribution to securing new customers as long-term partners.

To protect the technotrans Group against potential risks, we attach high importance to transparency and effective internal control mechanisms. One key element is strict adherence to our company-wide, binding anti-corruption policy, which is firmly embedded in the compliance management system. All employees are under an obligation to notify the relevant manager immediately of any suspicion of actual or attempted bribery. In cases of ambiguity, the Legal & Compliance department or the Group Board of Management should be involved.

Irregular contractual clauses or blanket agreements with special provisions must without fail be cleared with the Legal & Compliance department and documented. New employees are comprehensively familiarised with the applicable compliance regulations on their very first day at work. Regular refresher training is obligatory and is delivered Group-wide at the workplace using a special application. Learning results are checked on a test basis to assure consistently high integrity and compliance with the statutory requirements in all areas of the Group. A Group-wide signatory policy that stipulates joint signatures also prevents illegal transactions from being conducted. No cases of corruption were reported in the 2024 financial year. Compliance with our anti-corruption policies is monitored worldwide in agreement with the statutory requirements applicable locally. An established whistleblowing system is also in place throughout the Group, in accordance with current EU requirements.

Strategic sustainability goals

The level of target attainment of the strategic sustainability goals in the 2024 financial year is summarised in the following table:

ESG-criteria		Description	Target / KPI	Status 2023
1.	Electricity	Use of renewable energies	share 2025: 100 % „green power“	67 % renewable power
2.	Vehicle fleet	Reduced revenue-related fuel consumption	Reduction of 5% p.a. on average	22,6 % reduction compared to base year 2019
3.	Diversity	Continuous upholding of the group wide share of female / diverse employees (HC)	min. 20%	Share on Dec. 31, 2024: 19.1 %
4.	Personnel development	Increase of expenses	Increase of 5% p.a.	28 % increase compared to base year 2019
5.	Reduction of packaging waste	Sole use of single-origin recyclable packaging material	share 2025: 100%	3 out of 7 sites converted[1]

[1] The leased production location Steinhagen is not included

Overview of selected sustainability key figures:

	Indicator	EFFAS Indicator	Unit	2022	2023	2024	YOY
Environmental	I. Energy consumption*						
	Total energy consumption	E01-01	MWh	15,162	15,119	14,481	-4%
	- Consumption of purchased renewable electricity**		MWh	2,065	2,920	4,000	37%
	- Consumption self-generated renewable electricity		MWh	119	293	305	4%
	- Renewable energy production		MWh	203	451	445	-1%
	- Fuel consumption from renewable sources		MWh	18	47	50	6%
	Total renewable energy consumption		MWh	2,202	3,260	4,355	34%
	Share of renewable sources in total consumption		%	15	22	30	37%
	- Fossil fuels		MWh	3,963	4,061	3,835	-6%
	- Natural Gas		MWh	6,077	5,973	5,699	-5%
	- Consumption of purchased fossil electricity		MWh	2,854	1,714	589	-66%
	Total non-renewable energy consumption		MWh	12,960	11,859	10,124	-15%
	Share of non-renewable sources in total consumption		%	85	78	70	-10%
	II. Greehouse gases*						
	Scope 1 emissions		t CO_2e	2,172	2,174	2,088	-4%
	Scope 2 emissions (location-based)		t CO_2e	1,944	1,689	1,521	-10%
	Scope 2 emissions (market-based)		t CO_2e	1128	625	195	-69%
	Total emissions (location-based)	E02-01	t CO_2e	4,117	3,864	3,610	-7%
	Total emissions (marketbased)		t CO_2e	3,300	2,799	2,283	-18%
	Average GWP of refrigerants		kg CO_2e / kg	1,000	1,065	1,021	-4%
	III. Waste*						
	Total waste	E04-01	t	973	1023	891	-13%
	Waste per turnover		t/M€	4.1	3.9	3.7	-4%
	Percentage of recycled waste	E05-01	%	78	75	64	-15%
	IV. Water*						
	Total water consumption		m^3	7,797	8,916	8,188	-8%
	Water consumption per turnover		m^3/M€	33	34	34	0%
Social	V. Employee structure						
	Age structure	S03-01					
	- up to 20 years		FTE	2	5	2	-58%
	- 21-30 years		FTE	235	245	224	-9%
	- 31-40 years		FTE	337	362	340	-6%
	- 41-50 years		FTE	292	314	307	-2%
	- from 51 years		FTE	407	439	446	2%
	Female/diverse employees in the group	S10-01	%	17.7	17.8	17.8	0%
	Female managers in the Group (first and second management level)		%	12	12	13	8%
	Trainees in the Group***		Anzahl	107	135	151	12%
	Fluctuation		%	7	7	6	-11%
	VI. Employee health						
	Sickness rate as a percentage of total working hours		%	6	6	5	-7%
	VII. Employee qualification						
	Qualification, education and training	S02-02	€/FTE	403	411	360	-12 %
Gover-nance	VIII. Corporate Governance						
	Employees in the Group who have received the technotrans Code of Conduct		%	100	100	100	-
	Payments to political parties	G01-01	%	0	0	0	-
	Penalties for anti-competitive practices	V01-01	€	0	0	0	-

* Production facilities Germany (Sassenberg, Steinhagen, Meinerzhagen, Baden-Baden, Bad Doberan, Holzwickede), Taicang and Mt. Prospect | ** in 2022 only "EU-Wind power", since 2023 Wind and PV-power | *** Adjusted value for 2022

Corporate Governance Declaration pursuant to Sections 289f, 315d German Commercial Code (HGB)

The Corporate Governance Declaration in accordance with Section 289f HGB and Section 315d HGB contains the disclosures in accordance with Section 289f (2) HGB and in particular the Declaration of Compliance with the German Corporate Governance Code (GCGC), notes on the publication of the Remuneration Report and remuneration system and of the Independent Auditor's Report pursuant to Section 162 AktG and notes on the remuneration resolution, relevant disclosures on corporate governance practices, information on the management and control of the company, the description of the modus operandi of the Board of Management and Supervisory Board as well as of their composition and the modus operandi of Supervisory Board committees, the specified targets according to Section 76 (4) and Section 111 (5) AktG and the disclosures on attainment of the targets as well as a description of the diversity concept pursuant to Section 289f (2) No. 6 HGB.

The Corporate Governance Declaration in accordance with Section 289f HGB and Section 315d HGB as presented below is also posted on the company's website under the menu item Company/Corporate Governance.

Fundamentals of corporate governance

General disclosures on the company and the governing bodies

technotrans SE is a German company with the legal form of a European Company (Societas Europaea) with its registered office in Sassenberg, North Rhine-Westphalia. It is entered on the Commercial Register of the Local Court of Münster under HRB 17351. technotrans SE is listed on the stock exchange and its reporting reflects the transparency requirements of the Prime Standard of the Frankfurt Stock Exchange.

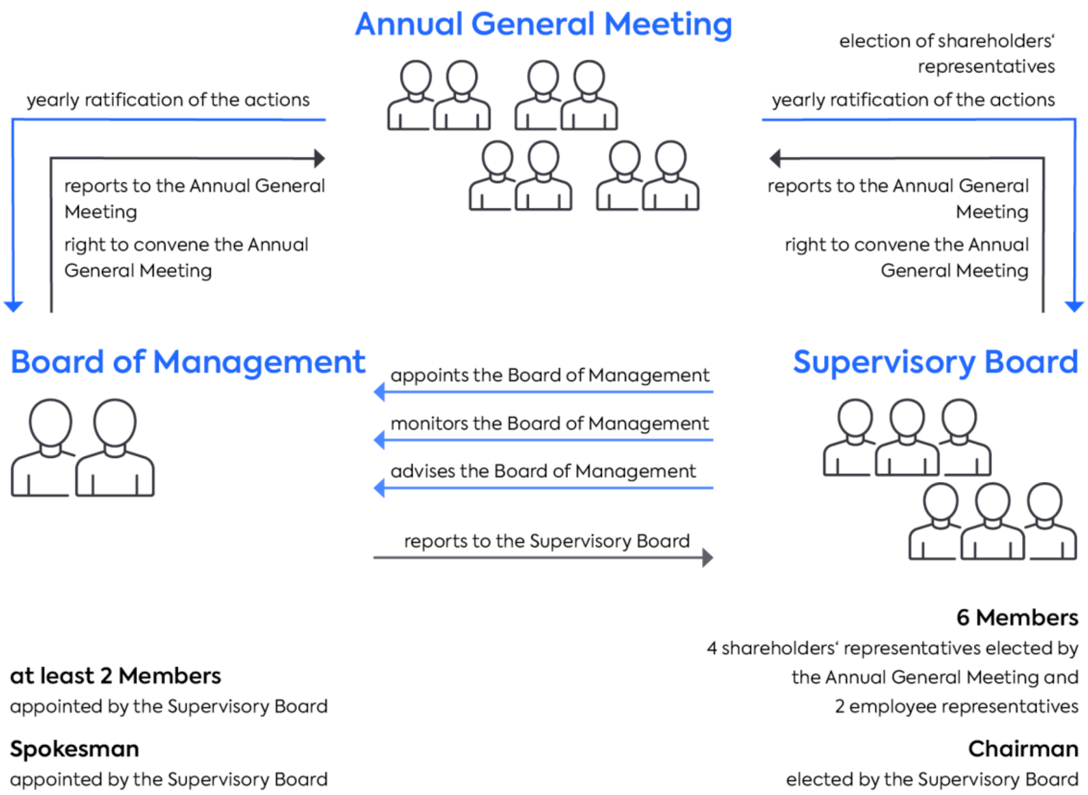
In accordance with its Articles of Association the purpose of the company is the development, manufacture, construction, sale, installation, repair and servicing of technical plant, systems and components, the trading in such plant, systems and components, and the provision of maintenance and other services, including technical services. technotrans SE may also set up branches, establish subsidiaries or acquire identical or similar companies, or invest therein.

technotrans SE has a dual-board management structure comprising Board of Management and Supervisory Board. The Board of Management is responsible for the operational management of the company. The Supervisory Board performs a supervisory role. Both boards work together on a basis of trust in the interests of technotrans SE and the technotrans Group. The Articles of Association can be accessed on the company's website.

The Board of Management has set up an Internal Control and Risk Management System within the Group. From dealing with internal control and risk management, the Board of Management is not aware of any circumstances that suggest the system is not adequate or effective.

Independent supervision of the Internal Control and Risk Management System is performed by the Supervisory Board. The adequacy and effectiveness of areas of the Internal Control System are also examined by independent external auditors.

The governing bodies of technotrans SE



Corporate and Group structure

technotrans SE is an operationally active Group parent. The Consolidated Financial Statements include technotrans SE and its 15 subsidiaries.

Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act (AktG)

Corporate governance means a responsible form of management and control of companies in a manner that strives for long-term value creation. This especially includes purposeful, effective collaboration between the Board of Management and Supervisory Board, regard for the interests of shareholders and employees, openness and transparency in corporate communications, and the suitable handling of risks.

The Board of Management and Supervisory Board consider themselves obliged to protect the company as a going concern and create value sustainably. Our corporate bodies believe sound corporate governance is an essential component of sustained corporate success. Responsible, value-led corporate management and transparent corporate information are important elements in every area of the company. Corporate governance at technotrans SE takes the recommendations of the GCGC, in each case as amended, as its benchmark.

On September 19, 2024 the Board of Management and Supervisory Board issued the following Declaration of Compliance pursuant to Section 161 AktG on the basis of GCGC as amended on April 28, 2022:

"Since December 15, 2023 (publication of the previous Declaration of Compliance) and going forward, technotrans SE has complied and will comply with the recommendations of the German Corporate Governance Code (GCGC) as amended on April 28, 2022 (announced in the Federal Gazette on June 27, 2022) with the exception of the following departures:

Article B.1 (Composition of the Board of Management; diversity)

GCGC recommends in Article B.1 of its current version that the Supervisory Board also heed diversity in the composition of the Board of Management, with the company particularly taking the recommendation to mean that women are to be adequately represented. The Supervisory Board still considers that a specific gender is not an attribute that would specially qualify a female or male candidate for a particular position as a primary consideration. When deciding on the appointment of new members of the Board of Management, the emphasis will therefore be placed on the personal and professional qualifications of the candidates and not on the secondary consideration of gender. The Supervisory Board's options and decisions when appointing new Board of Management members would otherwise be severely limited. The Supervisory Board also takes this approach as its basis in specifying the targets for the proportion of women on the Board of Management in accordance with Section 111 (5) of the German Stock Corporation Act in conjunction with Article 9 (1) letter c) (ii) of the SE Regulation. A departure from Article B.1 of GCGC is therefore declared.

Article F.2 (Transparency and external reporting; publication deadlines)

In its current version in Article F.2, the GCGC recommends that the Consolidated Financial Statements and the group management report be made publicly accessible within 90 days from the end of the financial year, and that mandatory interim financial information be made publicly accessible within 45 days from the end of the reporting period. Bearing in mind the increasing regulatory requirements for reporting, the Board of Management and Supervisory Board consider it to be adequate to treat these deadlines merely as guidance. In particular the Board of Management and Supervisory Board believe that briefly exceeding the deadlines recommended by the GCGC, which are transparently shorter than the statutory deadlines applicable in the respective stock exchange rules for the Frankfurt Stock Exchange (Prime Standard), is not at odds with diligent transparency and the requirement to inform shareholders and other users. The provision of information by the company both to meet the statutory requirements and to satisfy the interests of stakeholders is therefore assured and prioritised throughout. This departure moreover helps to maintain the requisite standard of quality for the company's financial information."

The versions of the Declaration of Compliance as amended as well as previous versions are available on the company's website.

Remuneration of governing bodies

The current remuneration systems of the Board of Management and Supervisory Board comply with the recommendations of GCGC. They were approved by the Annual General Meeting on May 7, 2021. The Remuneration Report for the 2023 financial year was approved by the Annual General Meeting on May 17, 2024.

The Remuneration Report in each case for the completed financial year within the meaning of Section 162 AktG, the Independent Auditor's Report pursuant to Section 162 AktG, the current remuneration system of the Board of Management pursuant to Section 87a (1) and (2) first sentence (1) AktG, the most recent resolution of the Annual General Meeting on Supervisory Board remuneration pursuant to Section 113 (3) AktG and Remuneration Reports for past financial years from 2021 can be accessed on the technotrans website pursuant to Section 162 (4) AktG.

Board of Management

Composition of the Board of Management and diversity

In accordance with the Articles of Association of the company, the Board of Management of technotrans SE comprises at least two members. One of them may be appointed Chief Executive Officer. In 2024 the Board of Management of the company temporarily had only one member. The Board of Management currently comprises Michael Finger (CEO) and Natascha Sander (CFO). Michael Finger is appointed to the Board of Management of technotrans SE for the period until December 31, 2026. Natascha Sander's appointment was with effect from February 1, 2025 and runs until January 31, 2028.

Michael Finger, DOB 1970, Engineering graduate in Mechanical Engineering, is responsible for the Technology and Services segments as well as for the divisions, national organisations, HR, Investor Relations, Group Communications, Marketing, Quality Management and Sustainability. Having held various senior positions at major international companies in the automotive supply industry, Michael Finger possesses comprehensive expertise particularly in the domain of strategic corporate governance and sales.

Natascha Sander, DOB 1980, Business Management graduate with an Executive MBA Controlling & Accounting qualification, is responsible for the Controlling, Accounting, Treasury, Purchasing, Logistics, IT, Legal & Compliance and Risk Management areas as well as for gds. Natascha Sander has held senior positions at various major international companies and therefore possesses comprehensive experience of working in an international and industrial environment.

The Supervisory Board considers that the present composition of the Board of Management satisfies the diversity concept currently in place for technotrans SE, with its particular focus on expertise and experience and also in view of its goal of promoting women to senior positions. The Supervisory Board goal of appointing a woman with the requisite personal and professional skills to the Board of Management of technotrans SE by June 30, 2027 has been achieved early with the appointment of Natascha Sander to the Board of Management with effect from February 1, 2025. During the 2024 financial year, Peter Hirsch was appointed to the Board of Management until March 11, 2024 and Robin Schaede until October 11, 2024.

Long-term succession planning for the members of the Board of Management is laid down by the Supervisory Board on the basis of internal consultations and an intensive dialogue between the Board of Management and Supervisory Board. As part of its long-term succession planning, based on the recommendations of the German Corporate Governance Code and in keeping with the statutory regulations the Supervisory Board has adopted job profiles for members of the Board of Management that are designed to assure an appropriate composition of that management body.

In long-term succession planning and when making appointments to Board of Management positions, the Supervisory Board takes account of the following aspects in particular:

_ Supplementary knowledge: when a new appointment needs to be made, it is necessary first to check what required professional knowledge is missing from the Board of Management or needs to be improved. Candidates who possess this professional knowledge are to be identified.

_ Diversity: for diversity in the composition of the Board of Management, the Supervisory Board seeks a variety of professional and international experience as well as a suitable proportion of women.

_ International character: at least one member of the Board of Management should have particular international experience.

_ Balanced age structure: breadth of life experience in line with age should be considered when selecting candidates.

_ Professional experience and expertise: the members of the Board of Management are to bring a range of professional experience and expertise. This should comprise both professional training and specialist experience at various companies and in various positions over their career.

_ Age limit: a candidate for the Board of Management may be appointed up until to their 65th birthday.

At regular intervals the Supervisory Board examines to what extent the Board of Management members meet the above criteria, whether the composition of the Board of Management as a whole is suitable and whether the targets in the job profile are still appropriate.

Ultimately the Supervisory Board decides which candidate to choose for a Board of Management position based on the interests of the company and after due consideration of the particular case.

Modus operandi of the Board of Management

The Rules of Procedure for the Board of Management lay down the specific tasks of the Chief Executive Officer, which matters are to be addressed by the Board of Management as a whole, what decision-making process is followed, what majority is required for individual decisions and for which measures and transactions the prior consent of the Supervisory Board needs to be obtained. The portfolios of the individual Board of Management members are specified in the schedule of responsibilities. The Board of Management normally holds an in-person meeting each week. The Board of Management may also vote on matters away from in-person meetings or by circulation procedure.

The Board of Management and Supervisory Board of technotrans SE work together to the benefit of the company. The Board of Management submits regular, comprehensive reports to the Supervisory Board on the current business performance, the corporate strategy as well as possible risks. Furthermore, the Board of Management regularly informs the Supervisory Board Chair of current developments. The principles that apply within the company are also implemented on the basis of existing programmes and management systems.

The most senior management body of the technotrans Group below the Board of Management is the Executive Board. It has an advisory function and is involved the strategic and operational development of the technotrans Group. At its regular meetings this board agrees on the progress and implementation of the Group strategy and ensures the defined goals are achieved. The Executive Board comprises the heads of division, the global heads of HR, Service and Purchasing and the head of Group Accounting. The board currently has nine members.

Corporate governance practices

Information on the activities and decisions of the Board of Management appears regularly in the form of annual reports, interim reports and quarterly communications. The publication dates of this publication can be found in the Financial Calendar on the technotrans website at: https://www.technotrans.com/en/investor-relations/financial-calendar.html

technotrans SE also issues press releases and ad hoc announcements to report on events within the Group that are relevant for the capital market. In addition, employees receive information in employee meetings and through the intranet.

Sustainably economic, ecological and socially responsible activity in keeping with applicable law is an indispensable element of entrepreneurial culture for technotrans and an integral part of its corporate strategy. technotrans regularly updates its stakeholders on the current status and relevance of sustainability. A report is also published in the form of a Combined Non-Financial Statement (CSR report) in accordance with the provisions of Sections 289b-e HGB on the Non-Financial Statement, and of Sections 315b-c HGB on the Non-Financial Group Statement. Pursuant to Section 315b (1) sentence 2 HGB this Non-Financial Statement applies both to technotrans SE and to the technotrans Group, and is published annually as part of the Combined Management Report. With the adoption of the CSRD, this form of reporting will evolve further.

Employees are also actively encouraged to embrace sustainability in their day-to-day actions. technotrans is a member of the UN Global Compact and has incorporated its principles into the technotrans Code of Conduct, which is binding for all employees worldwide. This document constitutes the corporate compliance guideline at Group level. It defines standards on how all employees should deal with each other and on how to behave towards external stakeholders such as customers, suppliers, government agencies and business partners. It also contains important regulations on compliance with employment standards, data protection, IT security, anti-corruption, competition law, money laundering legislation and environmental protection. As such, it constitutes an important tool for implementing the sustainability strategy. The current version can in each case be accessed on the technotrans website at: https://www.technotrans.com/company/corporate-governance/compliance

To ensure compliance with statutory requirements and voluntarily adopted principles, the technotrans Group uses an effective compliance management system based on DIN ISO 19600. The Board of Management bears overall responsibility for it. The managing directors / general managers of the national and international Group companies have likewise committed to upholding it. They are supported in their efforts by local compliance officers. This permanently guarantees the uniform management and control of Group regulations as well as compliance with statutory requirements and voluntary commitments at all locations.

A further significant component of the sustainability strategy is the Group-wide Risk Management System based on DIN ISO 31000 in conjunction with the IDW Assurance Standard PS 340, new version. This helps employees and managers to identify and respond to potential opportunities and risks early on. It involves regular, prompt reporting to the Board of Management, among other things.

Board of Management remuneration and securities transactions

On February 2, 2021, with the approval of the Annual General Meeting on May 7, 2021, the Supervisory Board resolved a remuneration system for the Board of Management members that meets the requirements of the Shareholder Rights Directive Implementation Act (ARUG II) and takes account of the recommendations of GCGC. The remuneration system comprises a fixed basic salary, short term incentives (STI), long term incentives (LTI) and variable remuneration components, the latter linked to the share price. Further details of the features of the remuneration system and the actual level of total remuneration are provided in the Remuneration Report, which is available on the technotrans website at the following address:
https://www.technotrans.com/company/corporate-governance/remuneration-board-of-management-supervisory-board

According to Article 19 of the EU Market Abuse Regulation, the members of the Board of Management are obliged to make a public declaration if they acquire or sell shares in technotrans SE with a total volume of € 20,000 or more within one calendar year. In the 2024 financial year Michael Finger acquired a total of 2,500 technotrans shares for a total price of € 43,500.00. Natascha Sander purchased 1,500 technotrans shares for a total price of € 21,110.10. Prior to his exit from the Board of Management of technotrans SE, former member Robin Schaede acquired 2,425 technotrans shares for a total price of € 40,400.75. The securities portfolios of the Board of Management members are stated in the Annual Report.

No advance payments and / or loans were granted to Board of Management members in the 2024 financial year. Nor did the company enter into any contingent liabilities on their behalf.

Mandates held by Board of Management members at other companies

No member of the Board of Management currently holds mandates for governing bodies of other companies outside the technotrans Group. Please refer to the technotrans website for current information on this matter.

Supervisory Board

Composition and diversity of the Supervisory Board

The Supervisory Board of technotrans SE comprises six members. In accordance with the company's Articles of Association and the agreement between the company and the shareholders following the completion of the modifying conversion in 2018, it comprises four representatives of the shareholders and two employee representatives. Information on the members of the Board of Management is available on the technotrans website. This includes particulars of their professional background, the year and period of appointment, other mandates outside technotrans SE, membership of committees and information on professional knowledge.

The target for the proportion of women on the Supervisory Board is 33.3 % by June 30, 2027. For the six-member Supervisory Board, this corresponds to two women members. Currently there is one female member of the Supervisory Board. The proportion of women is therefore 16.7 %. Based on the defined target, the Supervisory Board would like to develop the composition of the board to reflect the expertise and various diversity aspects set out in the qualification matrix. The Supervisory Board has a right to make proposals for the shareholder representatives on the Supervisory Board. Supervisory Board members are appointed by the Annual General Meeting, which in respect of the employee representatives is bound by the proposals of the employees, who choose them in an election among employees..

The Supervisory Board has declined to stipulate a limit on how long a person may serve on the Supervisory Board. It believes the interests of the company are best served by selecting members solely on the basis of their knowledge and professional qualifications.

The Supervisory Board has adopted its own expertise and job profile to ensure that the process for selecting new members follows objective suitability criteria. The line-up of the board should always be such that it is qualified to perform its supervisory and advisory functions as intended in accordance with the SE Regulation, SEAG and SEBG as well as AktG and GCGC, and can therefore perform these functions properly. For each aspect of the Supervisory Board's activities there should be at least one competent person on the board, so that the necessary range of expertise and experience is fully covered by the Supervisory Board members as a whole.

The Supervisory Board updated the expertise and job profile for its members at its meeting on February 2, 2021. It currently covers the following criteria:

Supervisory Board members should as a whole meet the following standards over and above general requirements regarding education, reliability, professional experience and specialist suitability, or acquire this expertise where it goes the minimum standard required under the German Stock Corporation Act:

- An understanding of the business activities of the technotrans Group, including its market and competitive environment, the focus markets, the customer structure and the strategic direction
- The ability to make a qualified assessment of reports to the Supervisory Board and draw their own conclusions
- The ability to evaluate the correctness, cost effectiveness, appropriateness and legality of the decision papers to be examined

With regard to special knowledge of individual Supervisory Board members that needs to be exhibited by the board as a whole, the following subject areas in particular are highly relevant:

_ Appropriate expertise and personal experience in the technology sector, knowledge of its political importance and of how the various stakeholder interests in the sector interact

_ Leadership experience

_ International experience

_ Appropriate expertise in matters of capital market law

_ Expertise in the fields of accounting or auditing held in each case by one independent member of the Supervisory Board

_ Sustainable corporate governance / ESG

_ Particular knowledge of and experience in the application of accounting standards and internal control procedures held by the Chair of the Audit Committee. The person in question must equally be independent and should not be a former Board of Management member of the company whose term of office ended less than two years ago. Also, suitable expertise in the area of auditing held by one further member of the Audit Committee and the Supervisory Board.

Florian Herger, Chair of the Audit Committee, possesses the requisite expertise in accounting and auditing on the basis of his qualifications as Business Administration graduate, CFA and MBA as well as his many years of professional experience working with businesses, consultants and investors.

Peter Baumgartner has over 40 years of experience in C-level functions at international consultancy, private equity and industrial enterprises. After having worked for several years in a variety of functions as a member of a management body as well as Supervisory Board member, including as CFO and Supervisory Board Chair, Mr Baumgartner has gained extensive experience in corporate governance and has acquired the necessary expertise in the field of accounting, for example, through having served at Board of Management and Supervisory Board level for several years. There is an age cap for members of the Supervisory Board. Only persons who are not above the age of 70 at the time of the election may be proposed for election or re-election to the Supervisory Board. The composition of the Supervisory Board meets the recommendations of GCGC as amended on April 28, 2022. The Supervisory Board of technotrans SE in addition satisfies all other defined requirements. The members of the Supervisory Board of technotrans SE between them have all the key knowledge, abilities and experience that are required for them to perform their duties properly. New Supervisory Board members receive a comprehensive information package comprising the Articles of Association and the Rules of Procedure for the Supervisory Board, Audit Committee and Board of Management, as well as information on capital market regulations for Supervisory Board members, information on liability insurance (D&O policy) and training information. Further information about its organisation is given in the Rules of Procedure for the Supervisory Board, which are available on the technotrans website.

Qualification matrix for the Supervisory Board

	Andrea Bauer	Peter Baumgartner
Position in the Supervisory Board	Member	Chairman
Committee chair	Audit Committee (until Oct. 8, 2024)	Committee for Personnel and Organizational Development
Shareholder / Employee representative	Shareholder representative	Shareholder representative
Member of the Supervisory Board since	2020	2021
Personal skills		
Regulatory requirement	X	X
Independence[1]	X	X
No overboarding[2]	X	X
Previous pos. in Board of Management of technotrans SE	no	no
Diversity		
Sex	female	male
Year of birth	1966	1954
Nationality/ies	german	german, swiss
Professional education	Dipl.-oec, tax consultant, auditor, US Certified Public Accountant	Engineering Graduate, Mechanical Engineering
Profession	Independent Management Consultant	Independent Management Consultant
Professional skills		
Strategy & Transformation		
Strategy Development & Realisation	(X)	X
Mergers & Acquisitions	X	X
Innovation / R & D		
Industriy experience / Markets & Products	X	X
Corporate Governance & Controlling	X	X
International Experience	X	(X)
Legal & Compliance	X	(X)
Risikmanagement	X	(X)
Digitalisation / Digital Transformation	(X)	
HR / HR-Management	X	(X)
Operations / Production / Procurement	(X)	(X)
Sales / Marketing	(X)	
Finance- and Accounting		
Financial Expertise acc. to § 100 (5) AktG	X	
Expertise in Accounting	X	X
Expertise in Auditing	X	
Corporateplanning & -steering	X	X
Corporate Finance & Capital Markets	X	(X)
Sustainable Corporate Governance / ESG	(X)	X

X = Criterion met / core expertise
(X) = Complementary expertise
1 Pursuant to recommendations of the German Corporate Governance Code
2 Pursuant to Section 100 AktG as well as Principle 12, Recommendations C.4 and C.5 of GCGC

Dr.-Ing. Gottfried H. Dutiné	Andre Peckruhn	Florian Herger	Thorbjørn Ringkamp
Deputy Chairman	Member	Member	Member
Committe for strategy and Innovation		Audit Committee (from Oct.10, 2024)	
Shareholder representative	Employee representative	Shareholder representative	Employee representative
2021	2019	2023 (appointed by court)	2019
X	X	X	X
X	X	X	X
X	X	X	X
no	no	no	no
male	male	male	male
1952	1977	1981	1976
german	german	german	german
Dr. Engineering Graduate	Industrial Manager	Business Administration Graduate	Business Administration Graduate
Independent Management Consultant	Operational Purchaser, technotrans SE, Sassenberg	Principal of Listed Investments, Luxempart S.A., Luxembourg	Senior Sales Manager Global, gds GmbH, Sassenberg
X	(X)	X	(X)
X		X	(X)
X	(X)		(X)
X	X	(X)	X
X		X	(X)
X	X	X	X
(X)	X	X	X
(X)	X	X	(X)
(X)	X	(X)	(X)
(X)	(X)	(X)	X
(X)	X		(X)
X	X	(X)	X
	(X)	X	
	(X)	X	
X	(X)	X	(X)
		X	
X	(X)	X	(X)

Modus operandi of the Supervisory Board

The Supervisory Board appoints the Board of Management, approves its schedule of responsibilities, oversees the Board of Management's running of the company and advises it. The board also holds responsibility for dismissing Board of Management members. In addition it determines the structure and amount of Board of Management remuneration, with the remuneration system being presented to the Annual General Meeting for approval. The Board of Management involves the Supervisory Board in all key entrepreneurial decisions. The principles of cooperation for the whole Supervisory Board of technotrans SE and its committees are set forth in the Rules of Procedure of the Supervisory Board. As a fundamental rule the members of the Supervisory Board are individually responsible for obtaining the training and professional development required for their duties and are supported in this by the company, possibly with independent consultancy firms brought in to advise on specific matters. Board of Management members and specialist managers moreover provide extensive assistance throughout the induction phase of new Supervisory Board members by providing detailed information about the company and governance structure in personal discussions and being available to answer any questions. Detailed training on capital market law and training on specific topics by company employees complete the range of training and professional development. Once a year, the Supervisory Board examines the effectiveness of its activities in the form of a structured questionnaire. The topics covered by the self-evaluation include in particular whether the Board of Management has supplied the Supervisory Board with prompt, substantively adequate information, the processes within the Supervisory Board and the flow of information between the committees and the Supervisory Board. The most recent self-evaluation was carried out in December 2024. For detailed information on the work of the Supervisory Board and its committees, please refer in each case to the current Report of the Supervisory Board published in the Annual Report.

Activities of the Supervisory Board in the year under review

The Supervisory Board of technotrans SE performed the duties incumbent upon it under the law and in accordance with the Articles of Association and the Rules of Procedure in full and with great care in the 2024 financial year. It regularly advised the Board of Management on the running of the company and continuously oversaw its activities. It was involved directly and at an early stage in all decisions of fundamental significance.

The Board of Management at all times fulfilled its duties to report and inform under the statutory requirements and the Articles of Association and informed the Supervisory Board regularly, promptly and comprehensively of the current status of transactions, the business performance and the economic position, aspects of sustainability, the prevailing risks, risk management as well as relevant questions of compliance, strategy and planning. Significant business transactions were discussed in the committees and the plenary meetings on the basis of reports. Deviations in the business performance from the plans and targets were explained individually and discussed at length by the Supervisory Board.

For details of the matters discussed in the meetings, please refer in each case to the Report of the Supervisory Board in the Annual Report.

No conflicts of interest arose among Supervisory Board in the 2024 financial year. Should any arise, they must be disclosed without delay to the Supervisory Board. The Annual General Meeting must also be notified of conflicts of interest.

Committees and their modus operandi

To enable it to fulfil its duties efficiently, the Supervisory Board has currently formed four committees: the Audit Committee, the Committee for Strategy and Organisation Development, the Committee for Personnel and Organisation Development, and the Nominating Committee. However the tasks of the Committee for Personnel and Organisation Development were handled largely by the full Supervisory Board in 2024 in view of the importance of coordinating talks between the Supervisory Board Chair and the chair of that committee.

Current members of the committees

Audit Committee
Florian Herger (Chair), Andre Peckruhn, Peter Baumgartner.

Florian Herger possesses expertise in the fields of accounting and auditing, and Peter Baumgartner has expertise in the field of accounting. The requirements pursuant to Section 100 (5) AktG are thus met.

Committee for Strategy and Innovation
Dr-Ing Gottfried H Dutiné (Chair), Andre Peckruhn, Thorbjørn Ringkamp

Committee for Personnel and Organisation Development
Peter Baumgartner (Chair), Andrea Bauer, Florian Herger, Thorbjørn Ringkamp

Nominating Committee
Peter Baumgartner (Chair), Andrea Bauer, Florian Herger, Dr-Ing Gottfried H Dutiné

For details of the tasks of the committees, please refer to Sections 7 ff. of the Rules of Procedure of the Supervisory Board. The chairs of the committees regularly brief the Group Supervisory Board on their work. Details of the work of the committees are provided in the Report of the Supervisory Board, within the Annual Report. The Chair of the Supervisory Board and the committee chairs also maintained an intensive dialogue with the Board of Management outside the regular board meetings.

Supervisory Board remuneration and securities transactions

The remuneration of the Supervisory Board is based on the relevant resolutions passed by the Annual General Meeting and is laid down in Article 17 of the Articles of Association of technotrans SE. Detailed disclosures on the remuneration of the Supervisory Board and the amounts paid to its individual members are contained in the Remuneration Report. It can be accessed on the technotrans website at the following address: www.technotrans.com/company/corporate-governance/remuneration-board-of-management-supervisory-board

In accordance with Article 19 of the EU Market Abuse Regulation the members of the Supervisory Board are obliged to make a public declaration if they acquire or dispose of shares in technotrans SE with a total volume of € 20,000 or more within one calendar year No such transactions were reported by the Supervisory Board members in 2024.

There were no advance payments and / or loans to members of the Supervisory Board in the 2024 financial year. Nor did the company enter into any contingent liabilities on their behalf.

Mandates held by Supervisory Board members at other companies

Mandates held by Supervisory Board members for governing bodies of other enterprises are disclosed on the technotrans website and can be viewed there at any time.

Management structure

In the interests of efficient entrepreneurial decision-making, technotrans SE has a lean management structure, with three to four management tiers depending on location. This setup assures short decision-making paths at all times, which is a prerequisite of agile, market-led corporate governance. Alongside specialist expertise, when filling management functions in the company the Board of Management attaches special importance to the criterion of diversity and in particular seeks to give appropriate consideration to women. The Board of Management is therefore receptive to involving and promoting women to senior positions. In light of the relatively small number of senior positions at technotrans SE, it does not treat belonging to a particular gender in itself to be an appropriate criterion for the selection of management employees. Rather, it looks at overall picture of all candidates' professional and personal qualifications when recruiting for senior positions.

On June 30, 2023 the Board of Management specified targets of 7 % (first management tier) and 15 % (second tier) as the proportion of women in the two management tiers below the Board of Management. These targets apply until June 30, 2028. As of December 31, 2024 the proportion of women in management tiers 1 and 2 was 7 % and 16 % respectively. The targets are thus achieved for the 2024 financial year.

Corporate reporting and auditing

Corporate reporting

technotrans SE prepares annual financial statements and consolidated financial statements. For the Group, it also prepares an Interim Financial Report pursuant to Section 115 of the German Securities Trading Act (WpHG) and quarterly communications pursuant to Section 53 of the Rules and Regulations of the Frankfurt Stock Exchange. The separate financial statements of technotrans SE on which the dividend payment is based are prepared according to the provisions of the German Commercial Code (HGB). The Consolidated Financial Statements are prepared in accordance with the International Financial Reporting Standards (IFRS). technotrans also publishes a Combined Management Report pursuant to Section 315 HGB in conjunction with Section 289 HGB, in which the business performance and situation of the company are presented. technotrans provides information on relevant aspects of sustainability in the Combined Non-Financial Statement, which forms part of the Combined Management Report pursuant to Sections 289b, 315b HGB. This satisfies the statutory requirements on sustainability reporting under the CSR Directive Implementation Act.

Financial reports including their dates of publication as well as other information about the company and Group, such as press releases, ad hoc announcements and voting rights notifications, can be found on the technotrans website. The company holds video conferences for financial analysts when trading figures are published. Recordings are subsequently made available on the technotrans website. Above and beyond these publication dates, information is shared with financial analysts, investors and other capital market operators. Other instruments used for investor dialogue are talks at roadshows, conferences and plant tours for investors. In line with the recommendations of GCGC, the Chair of the Supervisory Board is involved in these activities. There were several meetings in the 2024 financial year where the Supervisory Board Chair discussed matters relating to the Supervisory Board with institutional investors. Inside information pursuant to Art. 17 (1) of the EU Market Abuse Regulation is disclosed in the form of ad hoc announcements. Such an announcement was published on November 15, 2024 on the adjusted forecast. No other ad hoc announcements were made during the 2024 financial year. Current and past ad hoc announcements are available on the technotrans website.

Auditing of the financial statements

The Audit Committee of the Supervisory Board oversees auditing of the financial statements from a professional and quality perspective. It examines the independence of the auditors and appraises the supplementary services provided by the auditors. It also prepares the proposal to the Annual General Meeting on the election of the auditors and makes a recommendation on the matter. It is moreover responsible for awarding the audit mandate, specifying supplementary audit priorities and agreeing the fee with the auditors. During the audit the Chair of the Audit Committee maintains constant contact with the auditors and discusses the content of the financial statements audit with them. In accordance with legal requirements the auditors of the annual financial statements and Consolidated Financial Statements are elected by the Annual General Meeting for one financial year at a time. Most recently the Annual General Meeting on May 17, 2024 appointed PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft (PwC), Osnabrück, as auditors for the 2023 financial year at the proposal of the Supervisory Board. Under the currently applicable statutory requirements to rotate auditors, PwC may be commissioned with the audit for a final time for the 2028 financial year. PwC was additionally elected by the Annual General Meeting as auditor of the Sustainability Report of technotrans SE and the technotrans Group for the 2024 financial year. Due to a change in the regulatory requirements, no audit of the Sustainability Report of the technotrans Group took place.

By means of internal rotation PwC furthermore ensures that the audit procedures are always conducted with the requisite independence from the company. Before the Audit Committee makes a recommendation to the Supervisory Board on the appointment of the auditors, it obtains a statement from the firm of auditors on whether and to what extent there exist any commercial, financial, personal or other relationships between it, its governing bodies and its audit managers on the one hand, and the audited technotrans companies and their governing bodies on the other hand, that could raise doubts about the independence of the auditors. If, during the audit, matters should arise that undermine the auditors' impartiality or are grounds for their exclusion and cannot be immediately remedied, the auditors shall notify the Chair of the Audit Committee immediately. They must equally notify the Supervisory Board of all material matters relating to their tasks which come to their attention during the audit. Also, they must inform the Supervisory Board or note in the audit report if they establish facts that are at odds with the company's Declaration of Compliance. The company provides information in the Consolidated Financial Statements on the fees paid for the statutory audit of the annual financial statements and Consolidated Financial Statements. PwC audited the annual financial statements and Consolidated Financial Statements of technotrans for the 2024 financial year. The fee for the auditor of the financial statements in the 2024 financial year was € 419 thousand (including € 3 thousand unrelated to the accounting period). No fees were paid to the auditor for consultancy services.

Risk Management and Internal Control System

pursuant to Section 289 (4) of German Commercial Code (HGB), Section 315 (4) of German Commercial Code (HGB)

In its entrepreneurial activity technotrans aims to continuously identify opportunities and exploit them to increase corporate value. The taking of risks is an intrinsic part of that. The Opportunity and Risk Management System in place at technotrans optimises the balance between opportunities and risks in order to assure sustained business success. technotrans employs suitable tools for this task and continuously refines them.

The systematic and efficient Risk Management System of the technotrans Group defines principles for its risk policy. Current developments are regularly logged, analysed and evaluated. Where necessary, countermeasures are taken. The Risk Management System helps to safeguard the technotrans Group permanently as a going concern through early identification of all risks that could materially impair the net assets, financial position and results of operations of the Group. The cross-divisional, cross-disciplinary Internal Control System (ICS) is an integral component of Group-wide risk management. It provides legally sound control over all risk-relevant areas of the Group. The Risk Management System is summarised in the following.

THE GROUP-WIDE RISK MANAGEMENT SYSTEM OBSERVES THE FOLLOWING RISK PRINCIPLES, AMONG OTHERS:

- The overriding risk principle in the technotrans Group is to protect the company as a going concern. Actions or decisions may not endanger the company as a going concern and must always be consistent with the company's risk strategy and risk policy.
- Any risks to the company as a going concern must be reported to the Board of Management without delay.
- Unavoidable risks are consciously accepted to a justifiable extent as opportunities for economic success. Risks to income must always be balanced out by the prospect of appropriate opportunities of a return.
- Risks are fundamentally to be avoided. Where economically advisable, risks are to be insured against. They are to be monitored continuously and communicated to the Board of Management as part of regular risk reporting, as well as to the Supervisory Board if they are particularly serious. Appropriate measures are to be taken to minimise residual risks.

The Risk Management System at technotrans promotes an awareness of opportunities and risks among employees and guards against potential risks. The processes and rules of communication that apply for all corporate divisions have been defined by the Board of Management and stipulated as binding in a Group-wide organisational guideline. Risks are recorded non-centrally and reported regularly in a standardised form to the Legal & Compliance department.

The managers are responsible for compliance with the applicable regulations and for risk management in their respective areas. The Legal & Compliance department conducts regular reviews to monitor the proper implementation of the current guidelines.

The Risk Management System including the ICS is continuously updated. It serves as the basis for the systematic identification, analysis, evaluation, management, documentation and communication of the various risk types and profiles. The same applies to the compliance management system. technotrans does not tolerate any contravention of applicable law. The internal set of rules as well as the compliance organisation set up within the Group are regularly examined and evolve to reflect recent court decisions. With regard to the adequacy and effectiveness of the Risk Management System and Internal Control System, we refer to the remarks in the Corporate Governance Declaration.

ORGANISATION OF THE RISK MANAGEMENT SYSTEM

A responsible approach to entrepreneurial opportunities and risks is inherent to sound corporate management and promotes the risk culture. The Board of Management reports to the Audit Committee, and if necessary to the full Supervisory Board, on existing risks and how they develop. Organisationally, risk management comes under the Legal & Compliance department, which ensures that reports are submitted to the Board of Management regularly and promptly with the support of Group Controlling. The organisational structure implemented makes it possible to identify risks quantitatively at an early stage based on key performance indicators, and pick up on trends. This approach ensures that the Board of Management is always informed of material shifts and can immediately take appropriate measures.

The reach and setup of the ICS lie within the scope of judgement and responsibility of the Board of Management. One key objective of the ICS is to ensure that the (Consolidated) Financial Statements are legally compliant. The ICS contains the principles, processes and measures involved in assuring proper accounting. It is structured such that the annual financial statements are prepared according to the relevant requirements of the German Commercial Code (HGB) and the German Stock Corporation Act (AktG). The Consolidated Financial Statements are prepared according to the International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and the commercial law requirements additionally to be observed in accordance with Section 315e (1) HGB.

The Group financial reporting processes are managed by the relevant employees in Group Accounting. The Accounting organisation features a uniform, centrally defined reporting system which is based on the prevailing statutory requirements and is in harmony with the Group principles. The Group companies periodically submit IFRS-compliant reports, as part of Group reporting. Newly established or acquired companies are integrated into the reporting process without delay.

A uniform ERO and bookkeeping system is implemented at all production locations. The reporting and consolidation processes for all Group companies are performed using an IT system that is made available centrally by technotrans SE.

There are regular internal checks on the Group companies' financial reporting, as well as non-central compliance audits. These also take the form of random examinations and plausibility checks with IT support. At the end of the financial year the Group companies' financial statements are audited internally before they are released for the Consolidated Financial Statements.

Risk management is organised uniformly across the Group. The risk early-warning system meets the requirements of the German Corporate Control and Transparency Act (KonTraG) and of Section 91 (2) AktG.

Group-wide risk communication is handled using a standardised format, in consultation with the Legal & Compliance corporate department at technotrans SE as well as between the non-central units of the subsidiaries. Depending on the risk characteristic that is determined based on a list of criteria, reporting takes place bi-annually, quarterly or immediately. The reports comprise a substantive and economic assessment of the risks as well as suggestions of effective countermeasures. The risks are analysed and assessed based on their probability, the potential loss (gross view) and taking account of the proposed countermeasures (net view). Residual risks are evaluated separately, enhanced by additional measures as required. In the event of a crisis, the company responds without delay by implementing emergency plans or deploying an appropriate crisis team headed up by the Board of Management.

The approach described is the following, as illustrated by receivables management: to avoid defaults, every customer is assigned general and individual credit limits (which may reflect trade credit insurance, for example). Receivables are regularly analysed and payment histories monitored to assess what measures are needed in the event of default. For standard business, first a suspension of supplies is announced; if the customer remains in arrears, this status is retained until they are back below the credit limit. Customer creditworthiness is also monitored based on external sources. The limits are adjusted to reflect changes. Particularly if repeated suspensions and / or arrears occur, the limits are reduced.

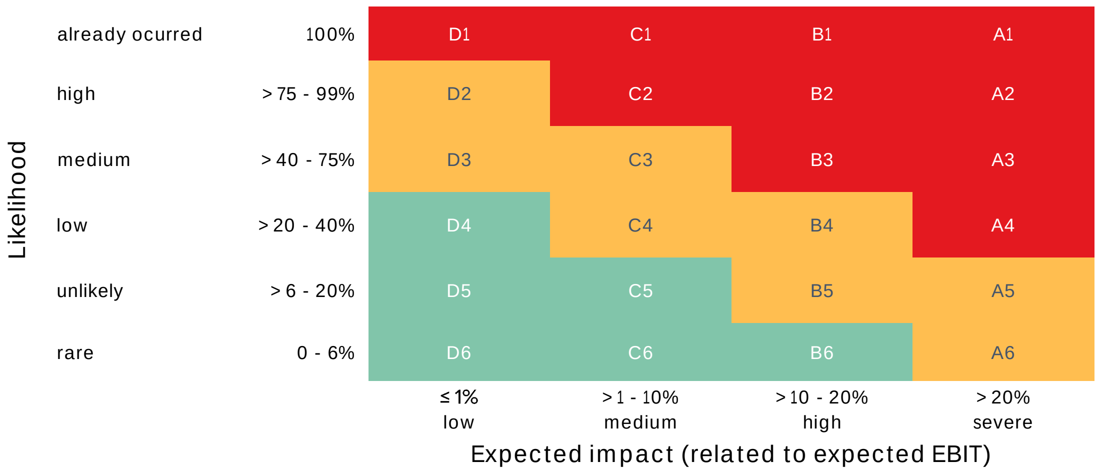
The Board of Management discusses in detail the risks determined and how they are rated in one-to-on talks and at routine meetings with top-tier management.

Those circumstances and events that cause a percentage deviation in the expected EBIT value in the annual planning are defined as risks and classified using a risk matrix.

Risks are also classified qualitatively as low, medium and high. Taking account of the potential scale of a loss and the probability of risks materialising, the quantified individual risks are aggregated into the risk categories A1 to D6. These are then expressed relative to the planned net profit for the period (plan EBIT). The outcome constitutes the assessment basis for each risk category.

The current risk strategy of the technotrans Group is represented in the following risk matrix. technotrans takes this as the starting point in defining its risk categories for the financial year in question.

Risk matrix



A risk category is correspondingly classified as

- low if the risk potential of the individual risk is in the green zone of the matrix
- moderate if the risk potential of the individual risk is in the amber zone
- high or a threat to the company as a going concern if the risk potential of the individual risk is in the red zone of the risk matrix.

Opportunities and risks profile

As a technology company, technotrans is in a market environment in which new opportunities and risks continually arise. technotrans' long-term success depends on identifying and seizing opportunities at an early stage. Meanwhile the company is exposed to risks that could limit the attainment of its short and medium-term targets. Opportunity and risk management supports the Board of Management with achieving the corporate targets.

technotrans perceives opportunities in advantageous developments that mean it exceeds defined targets, consequently promoting the development of the business. Risks are taken to mean uncertain internal and external events that could adversely affect the attainment of corporate targets.

Opportunities and risks are inseparably linked and may balance each other out. The structures and processes of the Risk Management System as presented in the Risks Report correspondingly also support the managing of opportunities. All employees of the technotrans Group share responsibility for identifying opportunities and risks.

The risk management system groups together substantively related individual risks into a single overall risk. Based on the recommendations of German Accounting Standard No. 20 (DRS 20), technotrans categorises its risks as general economic, corporate strategy, financial, economic performance and legal risks.

The individual risk categories are explained below. Unless otherwise indicated, the risks apply to both the Technology and Services reporting segments. The Board of Management assessed the probability of all risks occurring simultaneously as low.

GENERAL AND INDUSTRY-SPECIFIC RISKS

The success of the technotrans Group is determined substantially by the macroeconomic developments in its sales markets. These include especially the focus markets Plastics, Energy Management, Healthcare & Analytics, Print and Laser.

Economic fluctuations can impact the business activities of the technotrans Group to varying degrees. If the economic environment is weaker, pressures on consolidated revenue and consolidated earnings are to be expected, for example. technotrans has a well-diversified portfolio for instance in terms of sectors and regions. It is therefore in a position to absorb adverse effects to some degree. Active management of the risk from the business cycle primarily involves controlling capacities and costs. Flexible production structures allow technotrans to adjust to changes in the order situation.

As described in the section “Development of the economic environment”, the economic and geopolitical environment remains tense and fraught with considerable uncertainty. In the core region Germany, gross domestic product contracted for the second year in succession in 2024. It is expected to flatline in the 2025 financial year.

The German mechanical and plant engineering sector remains characterised by low investment confidence, which translates into declining levels of orders. The VDMA estimated that output for 2024 fell by 8 %. No improvement is in sight: it forecasts a contraction of 4 % for 2025.

technotrans generates a substantial portion of its revenue from the leading printing press manufacturers worldwide (OEMs). Economic difficulties or the market exit of a customer in this category could temporarily have a considerable impact on the financial position and results of operations of the company. The Board of Management does not expect this would have any lasting consequences because consolidation among manufacturers would probably not have any influence on the overall volume of the market for printing presses. The stimulus from packaging printing for films and cartons continues to maintain a steady development in the Print market, in a reflection of the increased online retail volume.

There are new risks in the form of potential protectionist actions by the new United States government. It is not currently possible to estimate a specific impact on future business development. The potential effects have therefore not been included in the forecast for the 2025 financial year.

As previously, the Board of Management assesses the risks in this risk category as high.

CORPORATE STRATEGY RISKS

The effects of past strategic decisions in the form of corporate acquisitions as well as risks arising from the ongoing Future Ready 2025 strategy are regarded as corporate strategy risks.

technotrans SE has also achieved growth in the past through corporate acquisitions. Such ventures entail risks to the net assets, financial position and results of operations of the Group if expectations with regard to the economic development of the acquired companies are not met. To reduce these risks, acquired companies are included immediately in the technotrans Group's reporting and risk management system. The Group reported goodwill from past acquisitions amounting to € 23.5 million (previous year: € 23.5 million). Pursuant to IAS 36 this must be tested for impairment at least once a year. If impairment is established, the goodwill for the asset in question is to be written down. In the year under review no write-downs were recognised.

The Future Ready 2025 Group strategy defines measures designed to safeguard attainment of the medium-term revenue and earnings targets. To increase the technotrans Group's resilience in an economically challenging climate, the ttSprint efficiency programme was implemented in the 2024 financial year as an additional component of the corporate strategy. It essentially comprises a market-led reorganisation, including of shared service functions, which technotrans will embark on in the 2025 financial year.

To expand the market position both nationally and internationally, technotrans concentrates on its core skill of thermal management. It takes a selective approach to niche markets where Group companies make a positive contribution to Group targets by acting as system partners to industrial clients.

To complement organic growth, technotrans also considers options to expand its technological expertise through acquisitions that are a perfect fit, access attractive international markets and broaden the portfolio of products and services.

To maintain competitiveness, meet market requirements and attract new customers, technotrans is investing steadily in the further development and optimisation of its own technologies, products and processes, especially in the focus markets.

In unlocking new markets and customers as well as launching new products, there is fundamentally the risk that the defined targets will not be achieved. The probability of this occurring is assessed as low because of the steadily growing number of customers. Nevertheless, it is possible that there will be miscalculations with regard to the strategic direction of the Group and its market potential, along with a lack of customer acceptance of newly developed products; these could have adverse effects on the competitive position and revenue of the technotrans Group. technotrans tackles these risks and systematically expands its market position by maintaining an intensive dialogue with customers and conducting its own market observations. At the balance sheet date there is development expenditure recognised as an intangible asset for development projects with a residual carrying amount of € 2.6 million (previous year: € 2.3 million). If impairment is established for these projects, the respective residual carrying amounts of the projects are written down. In the year under review, write-downs came to € 0.1 million (previous year: € 0.0 million).

In summary, as previously the Board of Management assesses the corporate strategy risks as low.

FINANCIAL RISKS

Financial risks include especially the liquidity, interest, exchange and bad debt risk.

The individual Group companies fundamentally finance themselves from their business operations. technotrans SE supports them as required in its capacity as the central lending institution for the Group. technotrans SE always holds appropriate liquidity reserves to keep all Group companies in a position to act at all times.

Credit financing for the Group is spread across several core banks with good credit standing. This approach has the result of minimising financing risks from the failure of individual lenders. Thanks to its solid economic circumstances, the technotrans Group moreover has a credit rating in the upper investment grade range.

The financing portfolio exhibits a balanced maturities structure. The emphasis is currently on maturities in the range of one to five years. The greater part of loan liabilities carry no interest rate risk thanks to fixed-interest agreements. A medium-term finance arrangement concluded in 2023 with an outstanding value of € 8.7 million at December 31, 2024 was deliberately taken out at a floating rate in order to benefit from expected future interest rate cuts.

A major negative variation in the results of operations, financial position and net assets from the plan for the 2025 financial year could necessitate drawing on the available borrowing facilities to a greater extent than planned. The Board of Management continues to assess this risk as low.

In view of the company's structure and the growth of its international activities, exchange rate movements influence the business activities of the technotrans Group. Because business operations are billed overwhelmingly in euros, there are only limited exchange rate risks. Exchange-rate developments can also affect the competitiveness of our customers and therefore affect the technotrans Group indirectly.

Exchange rate risks at financial reporting level arise at Group companies outside the eurozone from the translation of revenue, income and expenses as well as of intragroup receivables and liabilities into euros. Exchange rate movements may correspondingly increase or reduce the consolidated result.

The continuing hostilities between Russia and Ukraine and the war in the Middle East are not expected to have any direct impact on the technotrans Group's economic development because of the only minor level of business activity in those countries. Indirect risks arising, for example in the form of trade restrictions or higher financing costs due to inflation, continue to apply.

As described in the section "Development of the economic environment", output in the mechanical and plant engineering sector is expected to decline again in 2025. The bad-debt and insolvency risk on the debtor side has increased again since the previous year due to economic developments and is therefore rated as high overall (previous year: moderate). Systems to continuously monitor creditworthiness, demand collateral and implement trade credit insurance are effective ways of minimising the risk for technotrans.

There are systematic checks to reduce financial risks from potential compliance cases and fraud. Targeted, ongoing employee communications, effective IT security standards and observance of the General Data Protection Regulation (GDPR) are especially relevant in this connection.

As previously, the Board of Management rates the financial risks for the Group as moderate.

ECONOMIC PERFORMANCE RISKS

The procurement markets are currently characterised by the general economic development and geopolitical tensions. The resulting risks may lead to production bottlenecks and delays.

technotrans is dependent on receiving supplies of the required volume and quality at all times. Key pillars of the procurement strategy are continuous performance assessment and the early identification of economic risks at our suppliers. technotrans addresses price risks through long-term framework contracts with selected suppliers, for example. Cross-divisional collaboration in purchasing operations enables technotrans to use synergies more effectively, optimise processes and fine-tune our procurement strategies.

The procurement markets remained calm in the 2024 financial year. The general availability of components improved and the price level stabilised, with a few exceptions. The challenges for materials purchasing, logistics, stock management, pricing, production planning and sales nevertheless remain very demanding. A shortage of input materials can have an adverse effect on agreed delivery dates and therefore on the revenue performance. Price increases arising on the purchasing side cannot always be passed on directly and in full to customers. The risk continues to be assessed as moderate.

The sales risk represents another risk in this category. This refers to the failure to meet customer expectations. Thanks to improved punctuality of delivery and the better availability of materials, the risks in this category have fallen. The risk is assessed as moderate, as in the previous year.

A secure and effective IT infrastructure is the basis of a modern process-led organisation. technotrans operates a uniform SAP ERP system at all manufacturing companies. The integration of numerous IT systems and the need for permanent, unrestricted availability place high demands on the information technology used. Software-based mapping of business processes means technotrans' business data is exposed to a general IT risk. This includes above all the dangers of system failures, data losses as well as virus and hacker attacks, which could lead to an interruption in business activities. Technically and organisationally, technotrans addresses potential risks such as the failure of computer systems and networks, unauthorised accessing of data and data misuse through a corporate shared service function as well as by continuously investing in state-of-the-art hardware and software. To limit future IT risks, technotrans uses preventive measures for system security. That includes the use of virus scanners and the introduction of firewall systems, as well as penetration tests and access controls. Businesses worldwide increasingly face cyber attacks. technotrans has not yet been affected by this issue. In the context of the European Union's NIS 2 Directive, which seeks to assure a high level of cyber security within the EU, technotrans examined and adjusted the security measures already in place. It has also taken out appropriate insurance cover for cyber risks. technotrans has appointed a Chief Information Security Officer (CISO). As previously, the Board of Management assesses the IT risks as moderate.

The Group's success is critically influenced by having qualified and motivated employees and managers. technotrans therefore invests both in retaining its employees and in improving job appeal, to rise to the challenge of progressive digitalisation and demographic change. There exist possible risks mainly in the areas of personnel recruitment and human resources development. Changes to structures or processes harbour the risk of losing employees and their expertise if they are unable to identify with the measures taken and are therefore prompted to move. technotrans reduces this risk through focused training and advancement measures, by spreading individual expertise among teams and by offering commensurate pay.

The Board of Management continues to assess the economic performance risks as moderate.

LEGAL RISKS

The international business activities of technotrans SE and its Group companies mean the companies are exposed to a variety of legal risks. The national and international drafting of contracts is of particular relevance. The nature of the individual companies' business operations means there are risks especially regarding guarantee and product liability claims from customer complaints. These risks are extensively covered by insurance policies as an element of the risk management system. To guard against the risks, provisions for payments to be made under warranty amounting to € 1.4 million (previous year: € 1.6 million) were accounted for in 2024.

In response to material individual risks of Group companies from litigation and associated litigation risks, a provision is formed as soon as litigation is pending and its scale can be estimated reasonably. There is currently no litigation with a potential outcome that we believe could significantly impact the results of operations or net assets.

Risks may also arise from changing regulations and laws, and from the associated changes in standards – for example regarding the use of commodities or constituents – especially in Germany and the EU (Green Deal). The imposition of trade and competition restraints can have a negative impact. Effective contract and quality management plus a compliance management system can minimise these risks but not neutralise them altogether. As a precaution, technotrans has taken out insurance policies to cover these risks. In addition, provisions are created on a case-by-case basis.

The Board of Management again assesses all legal risks as low.

Overall statement of the Board of Management on the opportunity and risk situation

In the view of the Board of Management, the risk management system in place is suitable for identifying, analysing and quantifying the existing risks in order to manage them adequately.

Risks that pose an existential threat either by themselves or combined with other factors are not currently in evidence. The Group is well placed in that respect. With an acceptable risk profile, the ground is prepared for technotrans to achieve the goals of the medium-term corporate strategy and successfully maintain a course of profitable growth.

The risk resilience of the Group is determined by aggregating all categories across all business units and functions to obtain a risk inventory, which is compared with the risk coverage potential. Adequate risk resilience remains assured.

The overall opportunity and risk situation has not changed to any notable degree from the previous year.

In the Board of Management's view, the Group remains well positioned to achieve the goals of the Future Ready 2025 strategy with regard to its risk positions and resilience.

Future parameters

In its World Economic Outlook (WEO) published in January 2025, the International Monetary Fund (IMF) anticipates continuing steady but tentative growth. It expects the global economy to expand by 3.3 % in each of 2025 and 2026. Growth rates therefore remain below the historical average of 3.7 % (2000 to 2019). The forecasts for industrial nations present a mixed picture. In the United States, domestic demand is robust, supported by strong wealth effects, a looser monetary policy and favourable terms for financing. Growth is forecast to reach 2.7 % in 2025, bolstered by effects from 2024, solid labour markets and rising capital spending. Growth will then probably decline to 2.1 % in 2026. In the eurozone, growth is expected to rise but geopolitical tension continues to weigh on sentiment. In view of the economic slowdown at the end of 2024 and increased political uncertainty, the IMF scaled back its forecast for 2025 in the previous WEO published in October 2024 by 0.2 percentage points to 1.0 %. It anticipates growth climbing to 1.4 % in 2026 on the back of more favourable financing terms, rising confidence and easing uncertainty. The forecast for China for 2025 is 4.6 %. The fiscal measures announced in November 2024 largely iron out the negative effects of the trade policy and real estate market. Growth of 4.5 % is expected for 2026 because uncertainty surrounding the trade policy will fade and the rise in the retirement age will cushion the growing labour shortage. Germany continues to lag behind with GDP growth expected to reach just 0.3 % in 2025 and 1.1 % in 2026.

Nevertheless, the mood in Germany improved somewhat at the start of 2025, as the rise in the monthly ifo business confidence index for January from 84.7 to 85.1 points indicates. Meanwhile the deterioration in business expectations to 84.2 points, the lowest level since February 2024, reflects continuing uncertainty among businesses. Given this context, the VDMA expects price-adjusted output for the German mechanical engineering sector to decline by 2 % in 2025.

EXPECTED CHANGE IN GROSS DOMESTIC PRODUCT (GDP, %)

	2025	2026
World	3,3	3,3
USA	2.7	2.1
Euro Area	1.0	1,4
Germany	0,3	1,1
Emerging Economies	4,6	4.5

Source: International Monetary Fund, World Economic Outlook, January 2025

Based on the current economic forecasts, the Board of Management anticipates that a tentative start to the first half of the 2025 financial year will develop into a moderate recovery in the economic environment in the second half.

Expected development of the markets of relevance for technotrans

Digitalisation, decarbonisation and electrification remain the key driving forces of a steady rise in demand for our intelligent thermal management solutions. Nevertheless, short-term cyclical fluctuations may adversely affect economic development in our markets. With our technologically leading position and the market-led organisation implemented throughout the group in the 2024 financial year, we are optimally placed to expand our market positions in the focus markets as a long-term development and system partner for specific customer requirements.

We expect the following developments in our focus markets in the 2025 financial year:

Plastics

We aim to employ targeted sales activities to increase our market penetration for temperature control systems and large-scale refrigeration plants especially in the OEM segment. The technological emphasis will be on temperature control systems, ultra-low-temperature systems and large-scale refrigeration plant. We continue to focus strongly on improving energy efficiency and on expanding thermal management solutions that run on the natural refrigerant R290 (propane). We are also constantly stepping up our international sales activities. In October 2025 we will be taking part in the Düsseldorf K, an important major exhibition for us. This could provide an added stimulus for new business. All in all, in view of the weak economic development at the start of the 2025 financial year we expect a tentative start and the gradual stabilisation of business, especially in Q4 2025.

Energy Management

We expect the Energy Management focus market to again deliver clear revenue growth in the 2025 financial year. One major driver is the politically supported expansion of zero-emission transport concepts and the associated growth in demand for solutions for electric mobility. Based on this development we will further extend our market positions for battery thermal management systems (BTMS) for rail vehicles and e-buses, and in rapid-charging infrastructure. The pace of the market for charging infrastructure depends very substantially on unit sales of hybrid or plug-in electric cars. With growing electrification, we also expect a steady rise in demand for technotrans BTMS for special vehicles (e.g. mining trucks).

Furthermore, we identify substantial growth potential for liquid cooling in data centres. Rising demand for computer and cooling capacity, above all for AI-based applications, is giving liquid-based cooling at chip level added significance. We possess comprehensive technological expertise in this area and can supply custom cooling systems for racks, servers and complete data centres – whether for new installations or retrofits. We expect to see comfortable revenue growth here, especially in the second half of 2025.

Healthcare & Analytics

In the Healthcare & Analytics focus market, medical advances in laser and temperature-based treatment methods will continue to be a major driver of growth in the 2025 financial year. As a technology partner for sustainable thermal management systems with superlative control accuracy and failsafe performance, we are very well positioned in this market and will continue to build up our expertise. Our development activities concentrate on thermal management systems that use the natural refrigerant R290 and on new, especially high-performance control electronics. With regard to sales, our priority is to establish long-term partnerships with further internationally active businesses in the field of health and analytics. In particular, we identify much potential for temperature-based process control for analytics. Whereas we still detected some reluctance to invest among customers in the year under review, a number of investment projects already came to fruition at the start of the new financial year.

Print

We expect a solid business performance, underpinned by continuing high demand for solutions for packaging and label printing and the trend towards customising print products. We also detect growing receptiveness to sustainable and energy-efficient plant and production processes; this increases the added value we can offer our customers as an enabler of sustainability and adds substance to our globally leading market position.

Laser

We anticipate a mixed development in the Laser market. We expect a solid performance for technologically sophisticated applications, such as EUV lithography as a cutting-edge technique for making ultra-high-performance semiconductors. Meanwhile the weak economic performance of the highly competitive market for standard laser cooling systems will very probably continue to hold back development. We are prepared for this situation and will respond flexibly to changes in the market in lockstep with our customers.

Prospective development of the technotrans Group in the 2025 financial year

Natascha Sander, CFO Michael Finger, CEO

We foresee a wide range of challenges for the 2025 financial year. The exacting economic and geopolitical environment is also engendering increased uncertainty among our customers. After two years of recession we expect to see a gradual recovery in the German economy, especially in light of the new political direction following the parliamentary elections at the end of February 2025. We anticipate that this positive momentum will gather pace especially in the second half of 2025. Somewhat more solid growth prospects for the global economy will help. This demonstrates the potential of our internationally oriented, diversified business model.

That said, we assume that the economic environment will remain demanding. At the present time there are no insights into what impact potential protectionist measures in the United States might have on the business performance.

To prepare for these challenges as effectively as possible and increase our resilience, we reorganised in the past financial year to enable the Technology and Services segments to respond more flexibly to customer requirements. The key feature of the reorganisation is the introduction of autonomous divisions that are closely aligned with the specifics and dynamics of the markets they serve. In parallel, there are shared service areas operating across the whole Group.

As outlined in the section "Expected development of the markets relevant to us", we anticipate a differentiated market development in the 2025 financial year. In the Energy Management focus market, we expect the vigorous revenue growth to continue, above all thanks to continuing political support for zero-emissions mobility and the AI-led rise in demand for data centre cooling. In the Print and Healthcare & Analytics focus markets, we expect a solid revenue development that should stabilise especially in the second half after an initially moderate start to the year. In the Plastics focus market, we expect to see a rather subdued development due to the cyclically lower investment propensity in export-oriented sectors. The Laser focus market is likely to continue to suffer from major economic pressures.

In terms of human resources, we are not planning any further recruitment drive or substantial pay increases. Rather, the priorities for the 2025 financial year will be to improve staff retention and satisfaction and achieve high satisfaction among our employees.

Our activities for the 2025 financial year focus on increasing profitability, especially in the Technology segment. We are confident of achieving our strategic financial targets. We expect consolidated revenue for the 2025 financial year to be in the range of € 245 to € 265 million, with an EBIT margin of between 7.0 % and 9.0 % %. The return on capital employed (ROCE) will prospectively be in the range of 13.0 % to 16.0 %. This forecast is subject to no new strains from the geopolitical and economic environment. In view of the subdued environment at the start of the 2025 financial year, we anticipate a steady improvement in quarterly results as the year progresses.

Group		Actual 2024	Forecast 2025
Revenue	€ million	238.1	245.0 - 265.0
EBIT margin	%	5.2	7.0 - 9.0
ROCE	%	11.8	13.0 - 16.0

Based on our anticipated earnings performance, we forecast a slight rise in cash flows from operations. Our working capital and capital expenditure plans point to a positive free cash flow.

Prospective development of technotrans SE in the 2025 financial year

For the 2025 financial year the Board of Management expects technotrans SE (HGB annual financial statements) to experience an economic recovery in the Print focus market and a continuing dynamic performance in the Energy Management focus market. The Board of Management expects the HGB annual financial statements of technotrans SE to show a slight improvement in revenue and the EBIT margin. At the present time there are no insights into what impact potential protectionist measures in the United States might have on the business performance.

Overall statement of the Board of Management on the future business performance in the 2025 financial year

The economic and political environment remains difficult in the 2025 financial year. The Future Ready 2025 strategy and the new, market-led organisation equip us even better to improve our market positions even in such conditions, and increase profitability especially in the Technology segment. We continue to fine-tune and implement measures to increase our resilience and boost efficiency.

We expect a differentiated development in our markets. The Energy Management focus market will maintain its healthy revenue growth based on our intelligent solutions for electric mobility and data centres. In the Print and Healthcare & Analytics focus markets, we expect a performance at least on a par with the previous year. The Plastics focus market starts the new financial year cyclically depressed and will stabilise provided the economic situation in Germany becomes more solid following the parliamentary elections there. The K industry exhibition in October may provide fresh impetus. By contrast, we expect the performance of the Laser focus market to be subdued in the 2025 financial year because the majority of the systems are used in overtly cyclical industries.

Thanks to our existing production capacities, highly qualified personnel and stable procurement markets, we are confident of achieving the forecast revenue and earnings growth in the 2025 financial year. Our technological expertise in thermal management is becoming ever more important in light of global megatrends. With our state-of-the-art solutions that reflect precisely what customers need and our outstanding employees, we are very well placed to achieve the stated revenue and EBIT targets.

DISCLAIMER

The Combined Management Report contains future-related statements. Considerable variation between anticipated developments and actual outcomes is possible due to any aforementioned or other element of uncertainty, or if the assumptions on the basis of which the forecasts are made prove to be incorrect.

Sassenberg, March 31, 2025

The Board of Management

Michael Finger

Natascha Sander

Consolidated Balance Sheet

Assets

	Note	31/12/2024	31/12/2023
		k€	k€
Non-current assets			
Property, plant and equipment*	(1)	34,863	36,103
Right-of-use assets	(2)	4,082	4,479
Goodwill	(3)	23,513	23,513
Intangible assets	(4)	3,995	4,028
Other financial assets		194	210
Deferred tax	(27)	752	631
		67,399	68,964
Current assets			
Inventories	(5)	41,720	44,990
Trade receivables	(6)	31,022	30,212
Income tax receivable	(7)	611	233
Other financial assets	(8)	932	859
Other assets	(8)	1,963	2,390
Cash and cash equivalents	(9)	18,810	22,770
		95,058	101,454
Total assets		162,457	170,418

*Pursuant to IAS 8.42 b) the prior-year figures were adjusted retroactively with no effect on income. We refer in this connection to Note 1 "Property, plant and equipment".

Equity and liabilities

	Note	31/12/2024	31/12/2023
		k€	k€
Equity	(10)		
Issued capital		6,908	6,908
Capital reserve		19,097	19,097
Retained earnings*		69,995	65,829
Other reserves		-4,957	-5,086
Net profit for the period*		7,318	8,535
Total equity attributable to technotrans SE shareholders*		98,361	95,283
Non-controlling interests in equity		0	0
		98,361	95,283
Non-current liabilities			
Financial liabilities	(11)	20,326	29,668
Employee benefits	(15)	1,202	1092
Other financial liabilities	(12)	2,181	2,504
Deferred tax	(27)	926	726
		24,635	33,990
Current liabilities			
Financial liabilities	(11)	12,840	9,240
Trade payables	(13)	7,335	7,165
Advances received	(14)	4,128	6,066
Employee benefits	(15)	5,479	5,607
Provisions	(16)	2,956	3,200
Income tax payable	(17)	1,178	3,259
Other financial liabilities	(18)	2,868	3,004
Other liabilities	(18)	2,677	3,604
		39,461	41,145
Total equity and liabilities		162,457	170,418

*Pursuant to IAS 8.42 b) the prior-year figures were adjusted retroactively with no effect on income. We refer in this connection to Note 1 “Property, plant and equipment”.

Consolidated Income Statement

	Note	2024	2023
		k€	k€
Revenue	(19)	238,076	262,116
of which Technology		177,652	199,590
of which Services		60,424	62,526
Cost of sales*	(20)	-173,533	-193,914
Gross profit*		64,543	68,202
Distribution costs	(21)	-26,724	-27,505
Administrative expenses	(22)	-22,976	-22,678
Development costs*	(23)	-2,555	-3,416
Income/expenses from value adjustment of financial assets and contract assets	(6)	-154	-226
Other operating income	(24)	1,606	1,501
Other operating expenses	(25)	-1,408	-1,700
Earnings before interest and taxes (EBIT)*		12,332	14,178
Financial income		309	135
Financial expenses		-1591	-1567
Financial result	(26)	-1,282	-1,432
Earnings before taxes*		11,050	12,746
Income tax expense	(27)	-3,732	-4,211
Net profit for the period*		7,318	8,535
of which:			
Profit attributable to technotrans SE shareholders*		7,318	8,535
Profit attributable to non-controlling interests		0	0
Earnings per share (€)	(28)		
Basic		1.06	1.24
Diluted		1.06	1.24

*Pursuant to IAS 8.42 b) the prior-year figures were adjusted retroactively with no effect on income. We refer in this connection to Note 1 “Property, plant and equipment” and Note 23 “Development costs”.

Consolidated Statement of Other Comprehensive Income

	Note	2024	2023
		k€	k€
Net profit for the period*		7,318	8,535
Other result			
Items not reclassified to the income statement			
Revaluation of the net liability from defined benefit pension plans	(15)	-41	14
Deferred tax		11	-5
Deferred tax		-14	0
		-44	9
Items reclassified to the income statement or available for subsequent classification			
Exchange differences from the translation of foreign Group companies		715	-23
Change in the amount recognised within equity (net investments in a foreign operation)	(10)	-240	135
Change in the market values of cash flow hedges		-31	-40
Deferred tax		5	7
Change in the amount recognised within equity (cash flow hedges)	(30)	-26	-33
		449	79
Other profit after tax		405	88
Overall result for the financial year*		7,723	8,623
of which:			
Profit attributable to technotrans SE shareholders*		7,723	8,623
Profit attributable to non-controlling interests		0	0

*Pursuant to IAS 8.42 b) the prior-year figures were adjusted retroactively with no effect on income. We refer in this connection to Note 1 “Property, plant and equipment”.

Consolidated Cash Flow Statement

	Note	2024	2023
		k€	k€
Cash flow from operating activities			
Net profit for the period*		7,318	8,535
Adjustments for:			
Depreciation and amortisation*		6,862	7,007
Income tax expense	(27)	3,732	4,211
Gain (-)/loss (+) on the disposal of property, plant and equipment	(24), (25)	-16	-126
Foreign exchange losses (+)/gains (-)		-82	190
Financial result	(26)	1,282	1,432
Other non-cash changes		-162	-130
Cash flow from operating activities before working capital changes		18,934	21,119
Change in:			
Inventories	(5)	3,270	5,213
Receivables and other assets		-440	-2,549
Liabilities and advances received		-2,794	-90
Provisions and employee benefits	(15), (16)	-262	-283
Cash from operating activities		18,708	23,410
Interest income		308	117
Interest expense		-1,203	-1,046
Income taxes paid/income tax rebates		-6,112	-4,964
Net cash from operating activities		11,701	17,517
Cash flow from investing activities			
Cash payments for investments in property, plant and equipment and in intangible assets		-3,205	-4,853
Proceeds from the sale of property, plant and equipment		25	145
Net cash used for investing activities		-3,180	-4,708

*Pursuant to IAS 8.42 b) the prior-year figures were adjusted retroactively with no effect on income. We refer in this connection to Note 1 “Property, plant and equipment”.

	Note	2024	2023
		k€	k€
Cash flow from financing activities			
Cash receipts from the raising of short-term and long-term loans		3,500	20,000
Cash payments from the repayment of loans		-9,242	-15,492
Distribution to investors		-4,283	-4,421
Cash payments from the repayment of lease liabilities		-2,558	-2,578
Net cash used in financing activities		-12,583	-2,491
Change in cash and cash equivalents		-4,062	10,318
Cash and cash equivalents at start of period		22,770	12,445
Effects of currency translation on cash and cash equivalents		102	7
Cash and cash equivalents at end of period	(9)	18,810	22,770

Consolidated Statement of Changes in Equity

(Note 11)

	Issued capital	Capital reserve	Retained earnings*
	€k	€k	€k
01/01/2023	6,908	19,097	70,241
Net profit for the period	0	0	8,535
Other result	0	0	9
Overall result for the financial year	0	0	8,544
Distributions	0	0	-4,421
Share-based payment	0	0	0
Transactions with owners	0	0	-4,421
Total transactions with owners of the company	0	0	-4,421
31/12/2023 / 01/01/2024	6,908	19,097	74,364
Net profit for the period	0	0	7,318
Other result	0	0	-44
Overall result for the financial year	0	0	7,274
Distributions	0	0	-4,283
Share-based payment	0	0	-42
Transactions with owners	0	0	-4,325
Total transactions with owners of the company	0	0	-4,325
31/12/2024	6,908	19,097	77,313

*Pursuant to IAS 8.42 b) the prior-year figures were adjusted retroactively with no effect on income. We refer in this connection to Note 1 "Property, plant and equipment".

Other reserves						
Exchange differences	Reserve for exchange rate differences, equity financing	Hedging reserve	Share-based remuneration	Equity attributable to technotrans SE shareholders	Non-controlling interests in equity	Group equity
€k	€k	€k	€k	€k	€k	€k
-3,343	-2,350	73	291	90,917	0	90,917
0	0	0	0	8,535	0	8,535
-23	135	-33	0	88	0	88
-23	135	-33	0	8,623	0	8,623
0	0	0	0	-4,421	0	-4,421
0	0	0	164	164	0	164
0	0	0	164	-4,257	0	-4,257
0	0	0	164	-4,257	0	-4,257
-3,366	-2,215	40	455	95,283	0	95,283
0	0	0	0	7,318	0	7,318
715	-240	-26	0	405	0	405
715	-240	-26	0	7,723	0	7,723
0	0	0	0	-4,283	0	-4,283
0	0	0	-320	-362	0	-362
0	0	0	-320	-4,645	0	-4,645
0	0	0	-320	-4,645	0	-4,645
-2,651	-2,455	14	135	98,361	0	98,361

I. APPLICATION OF IFRS – BASIC NOTES

technotrans SE is a publicly traded corporation domiciled in Sassenberg (Robert-Linnemann-Str. 17, 48336 Sassenberg), Germany. The company is entered on the register of the local Court of Münster under the number HRB 17351. These Consolidated Financial Statements of technotrans SE and its subsidiaries (the "Group") at December 31, 2024 were approved for forwarding to the Supervisory Board by resolution of the Board of Management dated March 31, 2025. The task of the Supervisory Board is to examine the Consolidated Financial Statements and declare whether it will sign off the Consolidated Financial Statements.

The object of the technotrans Group is the development, manufacture, construction, sale, installation, repair and servicing of technical plant, systems and components, the trading in such plant, systems and components, and the provision of maintenance and services, including technical services in the area of thermal management. The Group is divided into the Technology and Services segments.

The Consolidated Financial Statements have been prepared on the basis of Section 315e of the German Commercial Code (HGB) ("Consolidated financial statements to International Financial Reporting Standards") in accordance with the International Financial Reporting Standards (IFRS) and the related interpretations of the International Accounting Standards Board (IASB). All standards the application of which is mandatory, as adopted by the European Union, were applied.

The Consolidated Financial Statements are based on standard accounting and valuation principles and relate to the financial year from January 1 to December 31, 2024. Details of the accounting policies are provided in the section "II. Group c) Accounting and valuation principles". Changes to key accounting policies are presented in the section "Accounting and valuation principles". The financial statements are prepared in euros (€); unless otherwise stated the figures reported are in thousand euros (€k).

II. Group

a) Scope of consolidation

The Consolidated Financial Statements include technotrans SE and its 15 subsidiaries over which it exercises control. Control is routinely deemed to exist where a majority of voting rights is held. technotrans SE directly or indirectly holds a majority of voting rights in 14 subsidiaries. The Group does not hold a majority of voting rights in SHT Immobilienbesitz GmbH & Co. Vermietungs KG, which exclusively manages the factory premises in Bad Doberan that are let out to technotrans SE. However, based on the terms of the lease agreement the Group essentially receives the entire income from this activity. SHT Immobilienbesitz GmbH & Co. Vermietungs KG is therefore consolidated as a subsidiary.

Subsidiaries that are of minor significance for the Group and for the presentation of a true and fair view of the net assets, financial position and results of operations in view of their suspended or only minor level of business activity are fundamentally not included in the Consolidated Financial Statements. Three subsidiaries that are already in liquidation were not included in the Consolidated Financial Statements for reasons of minor significance.

Company	Country	Domicile	Interest	
			%	
technotrans SE	D	Sassenberg	Parent company	
technotrans solutions GmbH	D	Meinerzhagen	100	[2]
technotrans systems GmbH	D	Baden-Baden	100	[2]
SHT Immobilienbesitz GmbH & Co. Vermietungs KG	D	Mainz	94	[1]
technotrans Grundstücksverwaltungs GmbH	D	Sassenberg	100	[2]
gds GmbH	D	Sassenberg	100	[2]
gds Sprachenwelt GmbH	D	Sassenberg	100	[2] [3]
technotrans graphics ltd.	GB	Colchester	100	
technotrans france s.a.r.l.	F	Saint-Maximin	100	
technotrans italia s.r.l.	I	Legnano	100	
technotrans america inc.	USA	Mt Prospect	100	
technotrans américa latina ltda.	BR	Indaiatuba	100	
technotrans group (taicang) co. ltd.	CHN	Taicang	100	
technotrans technologies pte. ltd., (Singapore and Melbourne)	SGP	Singapore	100	
technotrans india pvt ltd	IN	Chennai	100	[4]
technotrans japan K.K.	JP	Kobe	100	
gwk Heating & Cooling Technology (Nanchang) Co. Ltd	CHN	Nanchang	100	[5]

[1] Limited partnership interest held by technotrans SE; consolidated pursuant to IFRS 10
[2] The domestic subsidiary has met the necessary conditions for taking advantage of the exemption provisions pursuant to Section 264 (3) HGB and uses the option not to prepare a management report and disclose its annual financial statements
[3] Indirect interest held through gds GmbH
[4] Indirect interest held through technotrans technologies pte. ltd.
[5] Indirect interest held through technotrans solutions GmbH; company is currently in liquidation and was not included in consolidation for reasons of minor significance

b) Consolidation methods

The Consolidated Financial Statements are based on the Group companies' annual financial statements and interim financial statements (Commercial Balance Sheet II based on IFRS) prepared in accordance with standard accounting and valuation principles at December 31, 2024.

Capital consolidation for the subsidiaries is performed according to the purchase method pursuant to IFRS 3. The acquisition costs of the business combination in each case correspond to the cash components paid and the liabilities arising and acquired at the time of acquisition. These acquisition costs are distributed between the identifiable assets, liabilities and contingent liabilities of the acquiree by their recognition at the respective fair values at the time of acquisition. The positive differences remaining after purchase price allocation are recognised as goodwill. The non-controlling interests are measured at acquisition cost (partial goodwill method). Changes in the Group's interest in a subsidiary that do not lead to a loss of control are accounted for as equity transactions. Goodwill is recognised as an asset and subjected to an impairment test annually. The costs associated with the business combination are recognised as an expense when they arise.

All intra-group receivables and liabilities, revenues, expenses and income as well as balances from intra-group supplies are eliminated on consolidation. Deferred taxes are recognised, where necessary, for consolidation processes recognised through profit or loss.

c) Accounting and valuation principles

With the exception of certain financial instruments that are reported at fair value, the Consolidated Financial Statements are prepared based on historical cost.

Accounting estimates and judgements

The preparation of the Consolidated Financial Statements in accordance with IFRS requires the Board of Management to make estimates and assumptions which influence the amounts reported and the disclosures made on them in the Notes. Significant judgements outside the context of estimates concern the definition of the cash-generating units, the consolidation of companies in which no majority of voting rights is held, the point of revenue realisation and the term of leases.

All estimates and assumptions are made to the best of our knowledge, in the interests of providing a true and fair view of the net assets, financial position and results of operations of the Group. Such estimates and assumption-based policies involve uncertainty and may change in the course of time. The actual results may deviate from these assessments. Responsibility for regularly monitoring all key fair value measurements, including the Level 3 fair values, rests with Group Controlling. Changes are reported to the Finance Director. Regular reviews of the key non-observable input factors and of fair value adjustments are carried out.

The estimates and underlying assumptions are examined on a regular basis. If a reassessment results in a difference, that difference is recognised in the accounting period in which the reassessment was made if it relates to that period only. It is recorded in the accounting period in which the reassessment was made, as well as in subsequent periods if it also influences the subsequent periods.

Assessments made by the Board of Management that are subject to a significant degree of uncertainty and bring with them the risk of significant adjustments in future financial years concern the following matters in particular:

1) Accounting of acquisitions

Goodwill is recognised in the Group's balance sheet as a result of acquisitions. Upon initial consolidation of an acquisition, all identifiable assets, liabilities and potential liabilities are stated at their fair value at the date of acquisition. Assets such as land, buildings, plant and equipment are normally measured on the basis of independent appraisals, while the fair value of an intangible asset is determined internally using an appropriate valuation technique depending on its nature and the complexity of its determination. The assumptions made for this purpose are regularly subject to forecast uncertainty. There is goodwill from corporate acquisitions. Goodwill is tested for impairment annualls or whenever any basis for impairment is identified. With regard to significant accounting judgements for 2024, see Note 3 "Goodwill" and Note 4 "Intangible assets".

2) Recoverability of assets

At each balance sheet date the Board of Management is to assess whether there is an indication that the carrying amount of a property, plant and equipment item, a right-of-use asset or an intangible asset might be impaired. In that case, the "recoverable amount" of the asset in question is estimated. The "recoverable amount" is the higher of the fair value less the costs of disposal, or the value in use. In order to determine the value in use, the discounted future cash flows of the asset in question need to be determined. This estimate includes significant assumptions regarding the economic environment and future cash flows. Changes in these assumptions or circumstances could result in additional reductions for impairment in the future, or in reversals. With regard to significant accounting judgements for 2024, see Note 1 "Property, plant and equipment", Note 2 "Leases" and Note 4 "Intangible assets".

3) Recognition and measurement of provisions

For the recognition and measurement of provisions, the level and probability of future drawdowns are estimated. The level of the actual drawdowns may differ from the estimates. The assumptions and estimates are based in each case on the current state of knowledge and the data currently available. With regard to significant accounting judgements for 2024, see Note 15 "Employee benefits" and Note 16 "Provisions".

4) Income tax expense

Because the Group operates and earns income in many different countries, it is subject to a wide variety of tax laws in a large number of tax jurisdictions. Although management believes it has made a reasonable estimate of tax contingencies, no assurance can be given that the actual outcome of such tax contingencies will be the same as the original estimate. Any differences could have an impact on tax liabilities and the deferred taxes. At each balance sheet date, the Board of Management assesses whether the realisability of future tax benefits is sufficiently probable for the recognition of deferred tax assets. This requires management among other things to assess the tax benefits arising from available tax planning strategies and future taxable income. The recognised deferred tax assets could decrease if estimates of planned taxable income are lowered or if changes in current tax legislation limit the realisability of future tax benefits. With regard to significant accounting judgements for 2024, see Note 27 "Income taxes".

5) Revenue recognition

IFRS 15 establishes a comprehensive framework for determining whether, in what amount and at what time revenue is recognised. According to IFRS 15, revenue is recognised when a customer obtains control of goods or services. The Group recognises revenue when a customer obtains control over the goods or, in the case of services, when the service is rendered. Consolidated revenue is in principle recognised on a point-in-time basis.

Where contracts include two or more delivery obligations, the transaction price is allocated to the products or the product and service based on the relative stand-alone selling prices. For contracts that include a delivery obligation and an installation obligation, an individual assessment of the status of fulfilment of the delivery obligation at the balance sheet date and the terms of the contract, including the INCO terms, is necessary. In the event of a temporal discrepancy between the fulfilment of the delivery and installation obligations across periods, the revenue and expense portion attributable to the delivery obligation is realised provided that the power of control was provided to the customer in the financial year and the other criteria of IFRS 15 are fulfilled.

As a rule, the Group's sales contracts do not contain any financing components.

If a discount is granted, it is allocated to both obligations based on their relative stand-alone selling prices. Management determines the individual selling prices at the beginning of the contract. With regard to significant accounting judgements for 2024, see Note 19 "Revenue".

6) Valuation of financial assets

For trade receivables and any contract assets pursuant to IFRS 15, the simplified approach for determining value adjustments for financial assets according to IFRS 9 is adopted. Upon initial recognition and at every subsequent reporting date, risk provisioning over the total term in the amount of the expected credit loss is recognised through profit or loss. The Group uses an allowance matrix to measure expected credit losses on trade receivables and contract assets. The Group uses past default rates and forward-looking information to determine expected loss rates. The assumptions used to determine the loss ratios are based on the Group's estimates. With regard to significant accounting judgements for 2024, see Note 30 "Financial instruments".

7) Leases

The term of leases is included in the measurement of assets and liabilities from leases. In determining the term of leases, all facts and circumstances that provide an economic incentive to exercise renewal options or not to exercise termination options are taken into account. Term changes resulting from the exercise of renewal or termination options shall only be included in the contract term if renewal is reasonably certain. Estimates are necessary in determining the marginal borrowing rate of the lease. With regard to significant accounting judgements for 2024, see Note 2 "Leases".

Accounting and valuation methods

The application of a specific IFRS is explained in the notes to the individual items of the financial statements. In principle the following accounting and valuation methods were applied:

Property, plant and equipment are valued at historical cost less depreciation and accumulated impairment losses. Subsequent acquisition costs are capitalised where they increase the value of the property, plant and equipment. In the case of internally generated assets, the production cost is calculated on the basis of direct costs as well as the systematically allocable fixed and variable production overheads, including depreciation. Ongoing maintenance and repair costs are recorded as an expense after they have occurred.

With the exception of land, items of property, plant and equipment are depreciated according to the straight-line method over their useful life. The useful life and method of depreciation are reassessed annually.

The components of property, plant and equipment with a significant acquisition value in relation to the total value are depreciated separately. Upon sale or decommissioning, the carrying amounts of the assets are derecognised from the balance sheet; any gains or losses arising are recognised through profit or loss.

Useful life of property, plant and equipment

Buildings	20 to 50 years
Land improvements, fixtures and fittings	10 to 15 years
Tools, plant and equipment	3 to 10 years
Hardware, vehicle fleet	3 to 6 years

If there are indications of impairment, property, plant and equipment are tested for impairment pursuant to IAS 36. Where necessary, property, plant and equipment are written down to the "recoverable amount". If the underlying circumstances subsequently cease to apply, these value adjustments are reversed up to a maximum of the net carrying amount that would have resulted if no such value adjustments had been made.

Lease assets and liabilities are recognised as right-of-use assets and lease liabilities at the inception of a lease. At the inception of a contract, the Group assesses whether it creates or contains a lease. If the contract includes the right to control the use of an identified asset for a specified period of time in exchange for consideration, the contract creates or contains a lease. In order to assess whether a contract confers the right to control the use of an identified asset, the technotrans Group applies the definition of a lease in accordance with IFRS 16.

At the inception or revaluation of a contract that includes a lease component, the Group allocates the consideration agreed in the contract on a relative unit basis. There is thus a separation of lease and non-lease components.

The lease is recognised at present value. The lease liability includes the present value of the following lease payments:

- Fixed lease payments, including substantial fixed payments, less any lease incentives to be received;
- Variable lease payments that depend on an index or a price, initially measured at the index or the price at the commencement date;
- Expected payments from the utilisation of residual value guarantees;
- The exercise price of a call option, the exercise of which is sufficiently certain for the Group;
- Lease payments for a renewal option if the Group is reasonably certain to exercise it and
- Penalty payments for the early termination of a lease, provided that the term takes into account that the Group will exercise the corresponding termination option.

Lease payments are discounted at the implicit interest rate underlying the lease, if determinable. As this is usually not the case in the Group, discounting is carried out at the lessee's marginal borrowing rate. This is the interest rate at which the lessee would have to borrow under similar economic conditions for a loan with a similar term and comparable collateral in order to acquire an asset with a similar value in a comparable economic environment.

To determine a marginal borrowing rate, the Group uses a risk-free interest rate as a starting point and adjusts it to the credit risk. Other adjustments relate to the term of the lease, the economic environment and the currency of the lease.

The lease liability is revalued if there is a change in the future lease payments due to a change in an index or a rate, a change in the estimate of residual value guarantees to be paid or a change in the Group's estimate of the exercise of purchase, renewal or termination options. If there is a revaluation of the lease liability, a corresponding adjustment is made to the carrying amount of the right-of-use asset.

Lease payments are divided into principal and interest payments. The interest component of the lease payment is recognised through profit or loss, resulting in interest on the balance of the liability for each period.

Right-of-use assets are valued at acquisition cost. This is composed as follows:

- The amount of the initial measurement of the lease liability;
- Lease payments made at or before the commencement date, less any lease incentives received from the lessor;
- Initial direct costs incurred; and
- Estimate of the costs incurred to dismantle and remove a leased asset, restore the site on which it is located, or restore the underlying asset to the condition required under the lease agreement.

The right-of-use assets are written down on a straight-line basis over the term of the underlying lease. The term for lease contracts for vehicles is usually 3 to 4 years, and for real estate 1 to 7 years. Depreciation begins at the inception of the lease. If the carrying amount of a right-of-use asset is impaired in the course of a revaluation in accordance with IAS 36, the adjustment is recognised through profit or loss.

The Group has leases with contractual terms of 12 months or less or leases of low-value assets. Neither right-of-use assets nor lease liabilities are recognised for these leases. The expenses associated with these leases are recognised on a straight-line basis over the term of the lease.

The goodwill recognised represents the difference between the purchase price and the fair value of the net assets acquired in business combinations. Pursuant to IAS 36, goodwill must be tested for impairment once a year or whenever there are indications of impairment. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that expect to benefit from the synergies of the business combination. Where necessary, value adjustments are made to the "recoverable amount". Pursuant to IAS 36.124, such a value adjustment is not reversed if the reasons subsequently cease to apply.

Intangible assets acquired for consideration, namely concessions, industrial property rights and similar assets, are recognised at cost. They are reduced by scheduled depreciation using the straight-line method, according to their useful life. Trademarks, licences and customer bases acquired in business combinations are recognised at fair value at the acquisition date. Intangible assets identified from previous acquisitions have finite useful lives and are subsequently carried at cost less accumulated depreciation. The residual carrying amount, useful life and method of depreciation are reviewed annually.

Internally generated intangible assets are recognised at cost. Development expenditure on the fundamental reengineering of a product is capitalised if the product is technically and economically realisable, the development is marketable, the expenditure can reliably be measured and the Group has sufficient resources to complete the development project. Pursuant to IAS 38.65 ff, it comprises the directly allocable direct costs as well as the production overheads that can be directly allocated to the creation, manufacture and preparation of the asset, where they arise between the start of the development phase and its completion. The capitalisation requirements of IAS 38.21, 38.22 and 38.57 are observed. Amortisation of development expenditure recognised as an intangible asset commences as soon as the asset is available for use. This usually coincides with the start of its commercial use.

Useful life of intangible assets

Patents, licences	3 to 10 years
Capitalised development costs	5 years
Customer base, order backlog, brand	2 to 10 years

All internally generated intangible assets acquired for consideration, with the exception of goodwill, have a finite useful life. The notes on property, plant and equipment apply analogously to any necessary value adjustments to the "recoverable amount" of the intangible assets.

Taxes for the period comprise current and deferred taxes. Tax is recognised in the income statement unless it relates to items recognised directly in equity or other comprehensive income. In these cases, the corresponding taxes are likewise recognised in equity or in other comprehensive income. In accordance with IAS 12, deferred taxes are accounted for using the balance sheet method in respect of temporary differences between the carrying amounts in the IFRS Balance Sheet and the Tax Balance Sheet (liability method) and in respect of tax loss carryforwards for creditable tax. Deferred tax assets for temporary differences as well as tax loss carryforwards are only recognised to the extent that it is probable that sufficient taxable income will be available in the future to make use of them. Deferred taxes are measured using the locally applicable tax rates that have been enacted or announced at the balance sheet date.

Deferred tax assets and liabilities are also recognised on temporary differences arising from business combinations, except for temporary differences on goodwill where the latter are not fiscally recognised. Deferred tax assets and liabilities are offset if there is a right of set-off and the items relate to income taxes levied by the same taxation authorities.

In principle, inventories are valued at acquisition or production cost using the average cost method or, if lower, at net realisable value. In accordance with IAS 2, production costs include not only direct material and production costs, but also fixed and variable production overheads that can be allocated by way of overhead costing and are incurred during production.

Net realisable value is the estimated selling price less the estimated costs of completion and the estimated costs necessary to make the sale. If the reasons that led to a devaluation no longer exist, a reversal is made.

Trade receivables and other current receivables are generally recognised at amortised cost, using the effective interest method. Impairments, which are made in the form of individual and group portfolio value adjustments, take sufficient account of the default risk. For further information on Group accounting for trade receivables and a description of the Group's impairment policy, see Note 30 "Financial instruments". Objective defaults lead to a derecognition of the receivable in question.

Cash and cash equivalents are stated at nominal value and are translated into euros at the exchange rate prevailing on the balance sheet date. They comprise cash on hand and demand deposits as well as financial assets that can be converted into cash at any time.

Issued capital (no par value shares) is recognised at nominal value.

If the Group acquires treasury shares, these are deducted from equity. The purchase and sale, issuance and retirement of treasury shares are not recognised through profit or loss, but as an addition to or disposal from equity. Differences between the acquisition costs of the issued shares and their fair values upon their sale or issuance are offset against the capital reserves.

Liabilities are generally recognised at amortised cost. Liabilities in foreign currency are translated in accordance with IAS 21.21 and 23 (a). Financial liabilities are initially measured at fair value including the transaction costs and subsequently at amortised cost using the effective interest method.

Provisions are recognised for obligations to third parties if it is probable that an outflow of resources will be required to settle the obligation at the balance sheet date and a reliable estimate can be made of the amount of the obligation. They are recognised at the expected settlement amount. Long-term provisions are discounted.

Provisions for warranties are created at the time of sale of the goods in question. The amount is based on the historical development of warranties and a consideration of all possible future warranty cases weighted with their probability of occurrence. An individually assessed warranty provision is created for separable warranty cases.

Provisions for litigation settlements are created in the amount of the expected claim and the costs of the proceedings.

Employee benefits are measured at the amounts expected to be paid to settle the liabilities. They are recognised as current liabilities if the benefits are expected to be settled in full within 12 months of the end of the period in which the employees render the service in question.

Post-employment benefits are both defined benefit and defined contribution plans. Provisions for pensions and for similar obligations are measured using the projected unit credit method. Gains and losses resulting from the change in expectations regarding life expectancy, future expected pension and pay increases and the discount rate compared to actual development during the period are recognised directly in other comprehensive income in the Statement of Other Comprehensive Income.

Termination benefits are payable when employment is terminated by the Group or when an employee voluntarily leaves employment in return for a termination payment. The Group recognises such benefits if the Group can no longer withdraw the offer for such benefits.

Financial instruments in the Group consist mainly of trade receivables and other financial assets and liabilities. Financial assets and liabilities are recognised for the first time on the trade date when the company becomes a party to the contract under the contractual provisions of the instrument. Upon initial recognition, a financial asset is classified and measured as follows:

- At amortised cost,
- At fair value through other comprehensive income (FVOCI), or
- At fair value through profit or loss (FVTPL).

The classification of financial assets and liabilities is based on the company's business model for the management of financial assets and liabilities and the characteristics of the contractual cash flows.

Financial assets are not reclassified after initial recognition unless the Group changes its business model for the management of financial assets. For classification, see Note 30 "Financial instruments".

The Group measures its financial assets at amortised cost if the financial assets are held in the ordinary course of business with the objective of collecting the contractual cash flows and the contractual terms of the financial asset give rise to cash flows at specified dates that are solely payments of principal and interest on the principal outstanding.

A debt instrument is designated as FVOCI if the debt instrument is held within a business model whose objective is to collect the contractual cash flows and sell financial assets and where the cash flows are solely payments of interest and principal. Changes in the carrying amount are recognised in other comprehensive income. When the debt instrument is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss.

Financial liabilities are classified and measured at amortised cost or fair value through profit or loss (FVTPL). A financial liability is classified at FVTPL if it is classified as held for trading, is a derivative or is designated as such upon initial recognition.

For the accounting of derivative financial instruments, the Group ensures that the hedging relationships are in line with the Group's risk management objectives and strategy. The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions resulting from changes in interest rates. The technotrans Group currently uses exclusively interest rate swaps to hedge future interest payment flows. Where they qualify as cash flow hedges, the correspondingly effective adjustments to the market price are recognised directly in equity. The amount recognised in equity is reclassified to profit or loss in the period in which the hedged expected future cash flows affect the profit or loss.

Government grants are recognised at fair value if there is reasonable assurance that the grant will be received and the Group will comply with all grant conditions. The grants are treated as income and are in principle offset in the periods in which the expenses they are intended to compensate are incurred. Government grants for assets are offset against the acquisition and production costs of the subsidised asset and thus represent a reduction in acquisition costs. The grants are recognised pro rata within income in the form of lower depreciation. In financial year 2024, income from funding programmes in the amount of € 88 thousand (2023: € 184 thousand) was received. Work support scheme money passed on to our employees in the 2024 financial year is treated as a pass-through item for accounting purposes. At December 31, 2024 this resulted in claims for reimbursement against the Federal Labour Office in the amount of € 0 thousand (2023: € 50 thousand) for the work support scheme money paid in advance in the financial year.

Financial income and expenses are recognised on an accrual basis in accordance with the effective interest method. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset in accordance with IAS 23. As in the previous year, no financing costs were capitalised in the 2024 financial year.

Currency translation: The financial statements of all foreign Group companies prepared in foreign currency are translated according to the functional currency concept (IAS 21). The functional currency of the companies included in the Consolidated Financial Statements is generally the respective local currency.

Transactions that a Group company conducts in a currency other than its functional currency are initially translated into the functional currency and accounted for using the prevailing spot exchange rate on the date of the transaction. At each subsequent balance sheet date, monetary items (cash and cash equivalents, receivables and liabilities) denominated in a currency other than the functional currency are translated at the closing rate; the resulting exchange rate differences are recognised in profit or loss. Non-monetary items are translated at the historical rate.

The assets and liabilities of foreign subsidiaries are translated at the mean exchange rate on the balance sheet date (closing rate) and included in the Consolidated Financial Statements. Expenses and income are translated at the daily exchange rate, approximated to the average exchange rate for the year; the resulting differences are recognised directly in equity.

Exchange rate differences from the net investment in a foreign operation (Group company) are recognised directly in equity.

The following exchange rates used for currency translation:

	Average exchange rate for the financial year		Mean exchange rates at balance sheet date	
	2024	2023	31/12/2024	31/12/2023
USD	1.082	1.081	1.039	1.105
JPY	163.860	151.990	163.060	156.330
GBP	0.847	0.870	0.829	0.869
CNY	7.787	7.660	7.583	7.851
BRL	5.830	5.401	6.425	5.362
INR	90.556	89.300	88.934	91.905

d) Changes in accounting policies

The Consolidated Financial Statements of technotrans SE at December 31, 2024 take account of all standards and interpretations adopted by the European Union and whose application is mandatory for the 2024 financial year. In June 2024 the IFRIC IC published an agenda decision on IFRS 8: “Disclosure of Revenue and Expenses for Reportable Segments (IFRS 8 Operating Segments)”. The results of this agenda decision have been correspondingly implemented in the segment reporting.

The following standards were applicable for the first time in the 2024 financial year:

Standard / amendment / interpretation		Effective date	Impact on technotrans
IAS 1	Classification of Liabilities as Current or Non-current (Amendments to IAS 1)	January 1, 2024	None
IAS 1	Non-current Liabilities with Covenants	January 1, 2024	None
IAS 7	Supplier Finance Arrangements (Amendment to IAS 7)	January 1, 2024	None
IFRS 16	Lease Liability in a Sale and Leaseback (Amendment to IFRS 16)	January 1, 2024	None

New accounting standards

A number of new standards and interpretations are to be adopted in the first reporting period of a financial year beginning on or after January 1, 2025, with early adoption being possible; in the technotrans Group, however, the new or amended standards were not adopted early in the preparation of these Consolidated Financial Statements.

Standard / amendment / interpretation		Effective date	Impact on technotrans
IAS 21	Clarification of accounting in the event of a lack of exchangeability	January 1, 2025	None
IFRS 9 / IFRS 7	Amendments to the Classification and Measurement of Financial Instruments	January 1, 2026	None
IFRS 18	Standard “Presentation and Disclosure in Financial Statements” replaces IAS 1	January 1, 2027	To be assessed
IFRS 19	Standard “Subsidiaries without Public Accountability: Disclosures”	January 1, 2027	To be assessed

III. Notes to the Consolidated Balance Sheet

Consolidated Statement of Changes in Fixed Assets

2023		Cost					
		Position at 01/01/2023	Exchange differences	Additions	Disposals	Transfers	Position at 31/12/2023
		k€	k€	k€	k€	k€	k€
Property, plant and equipment	(1)						
Real estate*		45,869	-25	164	0	696	46,704
Technical equipment and machinery		8,553	-19	483	-492	390	8,915
Other equipment, plant and office equipment		12,509	-19	2,539	-517	-981	13,531
Construction in progress		46	0	456	0	-46	456
		66,977	-63	3,642	-1,009	59	69,606
Right-of-use assets	(2)						
Land and buildings		5,080	-99	1,130	-128	0	5,983
Technical equipment and machinery		448	0	132	0	0	580
Other equipment, plant and office equipment		3,800	2	1,637	-1,267	0	4,172
		9,328	-97	2,899	-1,395	0	10,735
Intangible assets	(4)						
Goodwill	(3)	23,513	0	0	0	0	23,513
Concessions, industrial property rights and similar rights		15,244	-24	168	-117	123	15,394
Capitalised development costs		6,230	0	918	-191	0	6,957
Payments on account		247	0	127	0	-182	192
		45,234	-24	1,213	-308	-59	46,056

2024		Cost					
		Position at 01/01/2024	Exchange differences	Additions	Disposals	Transfers	Position at 31/12/2024
		k€	k€	k€	k€	k€	k€
Property, plant and equipment	(1)						
Real estate*		46,704	13	29	-2	0	46,744
Technical equipment and machinery		8,915	18	460	-256	100	9,237
Other equipment, plant and office equipment		13,531	23	1,445	-664	85	14,420
Construction in progress		456	0	14	0	-185	285
		69,606	54	1,948	-922	0	70,686
Right-of-use assets	(2)						
Land and buildings		5,983	148	802	-291	0	6,642
Technical equipment and machinery		580	0	84	-355	0	309
Other equipment, plant and office equipment		4,172	10	1,108	-1,079	0	4,211
		10,735	158	1,994	-1,725	0	11,162
Intangible assets	(4)						
Goodwill	(3)	23,513	0	0	0	0	23,513
Concessions, industrial property rights and similar rights		15,394	35	244	-7	191	15,857
Capitalised development costs		6,957	0	945	-1,504	0	6,398
Payments on account		192	0	69	0	-191	70
		46,056	35	1,258	-1,511	0	45,838

*Land, land rights and buildings, including buildings on land owned by others. In the 2024 financial year an error was corrected for prior periods pursuant to IAS 8, as described in Note 1.

	Depreciation and amortisation					Residual carrying amounts
Position at 01/01/2023	Exchange differences	Depreciation for the year	Disposals	Transfers	Position at 31/12/2023	Position at 31/12/2023
k€	k€	k€	k€	k€	k€	k€
17,434	-18	1,274	0	24	18,714	27,990
6,556	-18	434	-462	121	6,631	2,284
7,470	-11	1,354	-510	-145	8,158	5,373
0	0	0	0	0	0	456
31,460	-47	3,062	-972	0	33,503	36,103
2,636	-56	1,152	-124	0	3,608	2,375
311	0	89	0	0	400	180
2,456	2	1,049	-1,259	0	2,248	1,924
5,403	-54	2,290	-1,383	0	6,256	4,479
0	0	0	0	0	0	23,513
12,907	-23	1,081	-117	0	13,848	1,546
4,283	0	575	-191	0	4,667	2,290
0	0	0	0	0	0	192
17,190	-23	1,656	-308	0	18,515	27,541

	Depreciation and amortisation					Residual carrying amounts
Position at 01/01/2024	Exchange differences	Depreciation for the year	Disposals	Transfers	Position at 31/12/2024	Position at 31/12/2024
k€	k€	k€	k€	k€	k€	k€
18,714	10	1,255	-5	0	19,974	26,770
6,631	17	476	-245	0	6,879	2,358
8,158	25	1,441	-654	0	8,970	5,450
0	0	0	0	0	0	285
33,503	52	3,172	-904	0	35,823	34,863
3,608	96	1,165	-284	0	4,585	2,057
400	0	84	-354	0	130	179
2,248	5	1,157	-1,045	0	2,365	1,846
6,256	101	2,406	-1,683	0	7,080	4,082
0	0	0	0	0	0	23,513
13,848	36	630	-7	0	14,507	1,350
4,667	0	655	-1,499	0	3,823	2,575
0	0	0	0	0	0	70
18,515	36	1,285	-1,506	0	18,330	27,508

1) Property, plant and equipment

The additions to technical equipment and machinery as well as to other equipment, plant and office equipment mainly relate to replacement purchases. Extraordinary write-downs and write-ups in the amount of € 0 thousand (2023: € 20 thousand) were made in the year under review. Property amounting to € 9,362 thousand (2023: € 10,049 thousand) belonging to the group is used as collateral for long-term loans (cf. Note 11 "Financial liabilities").

An investment grant presented in current earnings in 2022 in accordance with IAS 20.24 for a loan connected to the construction of a building was adjusted retroactively in the 2024 financial year. The retroactive adjustment is made to the opening balance of property, plant and equipment at January 1, 2023 in the amount of € 153 thousand. Pursuant to IAS 8.42 b) this amount is offset directly against retained earnings. As a consequence of this change, depreciation and amortisation contained in the cost of sales for the 2023 financial year changes retroactively by € 3 thousand.

2) Leases

The Group has leases on various properties, vehicles, IT equipment and technical equipment and machinery. Because lease contracts are individually negotiated, they exhibit a wide range of different terms and conditions. The term for lease contracts for vehicles is usually 3 to 4 years, and for real estate 1 to 7 years. A number of property and equipment contracts contain renewal options. These contractual conditions are used to maintain maximum operational flexibility within the Group. The development of the right-of-use-assets can be seen in the Consolidated Statement of Changes in Fixed Assets. The lease liabilities are reported under other financial liabilities.

Lease liabilities

	31/12/2024	31/12/2023
	k€	k€
Up to 1 year	2,011	2,048
More than 1 year and up to 5 years	2,139	2,504
More than 5 years	42	0
	4,192	4,552

Amounts recognised in the income statement

	2024	2023
	k€	k€
Interest expenses on lease liabilities	177	149
Expenses for short-term leases	247	109
Expenses for leases of low-value assets	43	25
Expense for variable lease payments not included in the measurement of the lease liability	113	173
	580	456

3) Goodwill

The following table shows the residual carrying amounts of technotrans goodwill, broken down by segment:

	31/12/2024	31/12/2023
	k€	k€
Technology segment: laser cooling	5,672	5,672
Technology segment: plastics engineering	5,757	5,757
Technology segment: cooling technology	4,152	4,152
	15,581	15,581
Services segment: services	7,171	7,171
Services segment: translation services	585	585
Services segment: software solutions for technical documentation	176	176
	7,932	7,932
	23,513	23,513

The allocation of the purchase prices to the acquired assets and liabilities is in accordance with IFRS 3.

Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired.

As scheduled in December, all six cash-generating units or groups of cash-generating units were subjected to an impairment test in the 2024 financial year in accordance with IAS 36.10. This involves comparing the carrying amount of a cash-generating unit with the recoverable amount. The recoverable amount is the higher of the fair value less the costs of disposal or the value in use.

At technotrans, the recoverable amount corresponds to the value in use. This value in use was based on key assumptions. The starting point for the cash flow forecasts for goodwill was the 2025 budget and revenue trends of the respective cash-generating unit for the financial years 2026 to 2029. For the subsequent financial years, no separate revenue planning was carried out for the cash-generating units concerned; instead, further average and constant revenue growth rates were assumed for the cash-generating units (long-term market trend for the respective industry). In addition, the costs (material, personnel and other costs) for each cash-generating unit were estimated on the basis of assumptions for the forecast period; cost increases were taken into account accordingly. All assumptions made by the Board of Management are based on experience and reflect the expectations of the relevant customers and the industry.

The growth rates for the planning period used for the impairment test in 2023 and 2024, the average EBIT margins, the capital cost rates used to discount the forecast cash flows and the assumed constant growth rates after the planning period are shown in the following table:

	Revenue growth		Average EBIT margin		Pre-tax capital cost rate		Growth rate (perpetual annuity)	
	2024	2023	2024	2023	2024	2023	2024	2023
Parameters for the impairment test	%	%	%	%	%	%	%	%
Technology segment: laser cooling	4.5	4.8	7.4	8.5	12.3	14.6	1.5	1.5
Technology segment: plastics engineering	8.1	9.8	4.8	4.3	14.3	14.7	1.0	1.0
Technology segment: cooling technology	4.7	3.3	8.0	5.4	10.7	11.8	0.9	0.9
Services segment: services	3.7	4.4	12.4	15.0	12.3	13.2	0.7	0.7
Services segment: translation services	1.8	3.7	22.0	13.5	12.3	13.2	1.5	1.5
Services segment: software solutions for technical documentation	2.4	2.5	9.5	11.3	12.6	13.7	1.5	1.5

The values in use determined on the basis of these assumptions in each case exceed the carrying amounts of the cash-generating units. Within the framework of each impairment test, two sensitivity analyses were carried out. The analyses included a reduction of the EBIT margin by 10 % and an increase in the capital cost rate of 1 % point. The sensitivity analyses did not indicate a need for impairment of the carrying amounts of the cash-generating units for any of the six segments.

4) Intangible assets

Scheduled depreciation and amortisation of € 330 thousand (2023: € 653 thousand) relates to the intangible assets recognised as part of the purchase price allocation, all with a definite useful life.

Intangible assets arising from development are capitalised in accordance with IAS 38 if it is probable that a future economic benefit is associated with the use of the asset and the cost of the asset can be reliably determined. In the 2024 financial year, the Group capitalised intangible assets arising from development for own account in the amount of € 945 thousand (2023: € 918 thousand). Due to non-fulfilment of the recognition requirements of IAS 38, € 2,555 thousand (2023: € 3,416 thousand) of the development costs was recognised as an expense. These development expenses include costs for the development of products whose technical completion, sale or subsequent use is not sufficiently certain, cf. IAS 38.57. Extraordinary write-downs in the amount of € 78 thousand (2023: € 0 thousand) were made.

There are no concessions, industrial and similar assets or capitalised development costs with an indefinite useful life. The useful life underlying the scheduled amortisation of software and capitalised development expenditure is three to five years.

The scheduled amortisation of capitalised development costs is allocated to the cost of sales in the income statement according to the cost of sales method. Scheduled amortisation of concessions, industrial property rights and similar assets is allocated to cost of sales, distribution costs, general administrative expenses and development costs by means of cost centre accounting.

5) Inventories

	31/12/2024	31/12/2023
	k€	k€
Raw materials and supplies	28,056	30,792
Work in progress	7,555	8,027
Finished goods and merchandise	6,109	6,171
	41,720	44,990

Of the total inventories, € 5,313 thousand (2023: € 3,178 thousand) is recognised at fair value less production costs and distribution costs still to be incurred. In the 2024 financial year, impairment on inventories amounting to € 2,444 thousand (2023: € 2,068 thousand) was recognised as an expense. In the same period, reversals of impairment in the amount of € 746 thousand (2023: € 785 thousand) resulted in income, as higher net realisable values were achieved than assumed in the previous year.

The vast majority of raw materials and supplies held in inventories at the balance sheet date and not yet paid for are subject to retention of title by our suppliers.

6) Trade receivables

Receivables from contracts with customers are included exclusively in trade receivables. At the reporting date, receivables from contracts with customers amount to € 31,022 thousand (2023: € 30,212 thousand).

In the year under review, the balance of income from the reversal of value adjustments and expenses from the addition to value adjustments on receivables in the amount of € -154 thousand (2023: € -226 thousand) is recognised through profit or loss. Impairment is applied in order to measure the receivables at the lower fair value. Impairment amounts to € 475 thousand individually (2023: € 532 thousand) and to € 366 thousand collectively (2023: € 361 thousand). € 628 thousand of impairment relates to the Technology segment and € 213 thousand to the Services segment. The figures are measured on the basis of the expected default risk. Impairment is applied in particular if the debtor is has significant financial difficulties. The valuations of trade receivables are in principle corrected via an allowance account. Receivables are only derecognised when the debtor has opened insolvency proceedings or the receivable has become irrecoverable. For the calculation of the value adjustment, see Note 30 “Financial instruments”.

The following table provides an overview of the impairment on the receivables portfolio:

	31/12/2024	31/12/2023
	k€	k€
Opening balance	893	785
Additions/reversals	154	226
Derecognition of receivables	-164	-50
Cash receipts for receivables written off	-54	-77
Exchange differences	12	9
Closing balance	841	893

The gross receivables of € 31,863 thousand (2023: € 31,105 thousand) are reduced by impairment of € 841 thousand (2023: € 893 thousand) to the amount of the reported net receivables of € 31,022 thousand (2023: € 30,212 thousand).

7) Income tax receivable

This mainly comprises income tax refund claims for the years 2023 and 2024.

8) Other current assets

	31/12/2024	31/12/2023
	k€	k€
Other financial assets		
Receivables from suppliers	309	165
Current assets from derivative financial instruments	16	48
Deposits	31	33
Other	576	613
	932	859
Other assets		
Prepayments	1,086	1193
Creditable input tax	700	811
Other	177	386
	1,963	2,390
	2,895	3,249

9) Cash and cash equivalents

Cash and cash equivalents comprise balances with banks and cash on hand. The fair value of cash and cash equivalents corresponds to the carrying amount. There were no marketable securities at the balance sheet date.

The development of cash and cash equivalents is shown in the cash flow statement.

10) Equity

The development of equity is shown in the Consolidated Statement of Changes in Equity. The equity of the Group totalled € 98,361 thousand at December 31, 2024 (2023: € 95,433 thousand).

Issued capital

The issued capital (share capital) of technotrans SE at December 31, 2024 comprises 6,907,665 no par value registered shares issued and outstanding. The shares outstanding are fully paid up. The arithmetical share in the share capital is € 1 per no par value share. All shares grant identical rights. No special rights or preferences are granted to individual shareholders. This also applies to the dividend subscription right.

Authorised capital

The Board of Management was, with the consent of the Supervisory Board, authorised until May 16, 2029 to increase the share capital on one or more occasions by up to a total of € 1,381,533.00, through the issuance of new shares against contributions in kind or in cash. With the consent of the Supervisory Board the shareholders' subscription right may be excluded if the requirements of Section 186 (3) sentence 4 of the German Stock Corporation (AktG) are met or in the case of the acquisition of companies or participations in companies or other assets; the subscription right may moreover be excluded if fractional amounts are to be compensated. No use was made of this authorisation in 2024.

Capital reserve

The premium from the past share issues in the context of the issuance of subscription shares of the conditional capital and the issuance of ordinary shares of the authorised capital (capital increase for contribution in kind) was put into the capital reserve. The costs of the share issues were deducted. The IFRS capital reserve corresponds to the capital reserve of the parent company according to German Commercial Code (HGB).

Retained earnings

Retained earnings include the results of the companies included in the Consolidated Financial Statements to the extent that they have not been distributed. Of this amount, € 691 thousand (2023: € 691 thousand) relates to the legal reserve of technotrans SE pursuant to Section 150 (2) AktG. Retained earnings were adjusted retroactively by € 153 thousand at January 1, 2023. The adjustment is explained in Note 1 "Property, plant and equipment".

Pursuant to Section 268 (8) HGB, an amount of € 1,538 thousand (2023: € 1,271 thousand) of retained earnings of the parent company cannot be distributed due to the capitalisation of internally generated intangible assets and an amount of € 326 thousand (2023: € 347 thousand) cannot be distributed due to the capitalisation of deferred taxes. The difference from the measurement of the provisions for pensions pursuant to Section 253 (6) HGB is € -1 thousand at December 31, 2024 (previous year € 1 thousand).

A dividend of € 0.62 per no par value share was distributed in the year under review on share capital of € 6,907,665.00 bearing dividend entitlements

Other reserves

	31/12/2024	31/12/2023
	k€	k€
Exchange differences	-2,651	-3,366
Reserve for net investments in a foreign operation	-2,455	-2,215
Hedging reserve	14	40
Share-based payment	135	455
	-4,957	-5,086

Pursuant to IFRS 9, the positive market value of the interest rate swap used was offset in the hedging reserve after deduction of deferred taxes (see Note 31 “Financial instruments”). In the 2024 financial year, a loss of € 31 thousand (2023: € 40 thousand loss) was recognised within equity with no effect on income. In return, deferred tax income of € 5 thousand (2023: € 7 thousand income) was recognised directly in equity.

technotrans SE has granted its subsidiaries loans that are to be regarded as net investments in foreign business operations. Pursuant to IAS 21.32 and IAS 12.61A, the accumulated translation differences up to the balance sheet date and any taxes on them are offset directly within equity. In the 2024 financial year, translation losses from the aforementioned loans in the amount of € 240 thousand (2023: € 135 thousand gains) were offset directly within equity. The total amount of the net investment in a foreign operation is € -2,455 thousand (2023: € -2,215 thousand).

The exchange differences include differences from the translation of the subsidiaries’ equity to be consolidated at the historical rate and at the rate on the balance sheet date. This item furthermore includes the differences resulting from the translation of the assets and liabilities of the international subsidiaries at the exchange rate on the balance sheet date and from the translation of the expenses and income at the average rate for the year.

Treasury stock

At the Annual General Meeting on May 12, 2023 the shareholders authorised the Board of Management to acquire treasury shares pursuant to Section 71 (1) No. 8 AktG until May 11, 2028. The authorisation extends to the acquisition of treasury shares of up to a total of 10 % of the share capital of the company at the time of the resolution or – if this value is lower – at the time of exercise of the authorisation. Pursuant to IAS 32.33 the reacquired shares are deducted from equity at their cost (including incidental acquisition costs). No treasury shares were acquired in the 2024 financial year.

Capital management

At December 31, 2024 the equity ratio was 60.5 % (2023: 56.0 %). The most important financial objectives of technotrans SE include ensuring solvency at all times and achieving a sustained increase in value of the Group.

The creation of sufficient liquidity reserves is of great importance in this context. To ensure this objective is achieved, various measures to reduce capital costs and optimise the capital structure are implemented and effective risk management is practised. technotrans is not subject to any capital requirements under the Articles of Association.

11) Financial liabilities

	31/12/2024	31/12/2023
	k€	k€
Short-term financial liabilities	12,840	9,240
Long-term financial liabilities	20,326	29,668
	33,166	38,908

There were no hedged liabilities at the balance sheet date. Interest rate hedges only exist for financial liabilities.

Residual maturities of financial liabilities

2024	Collateral	Up to 1 year	1 to 5 years	Over 5 years	Total	Interest p.a.
		k€	k€	k€	k€	
	None	7,099	10,369	0	17,468	0,92 % - 3,80 %
	Land charge	1,591	3,629	428	5,648	0,80 % - 2,05 %
€ fixed rate credit	Chattel mortgage	0	0	0	0	0
Variable **€ credit**	None	4,150	5,900	0	10,050	6M EURIBOR interest rate swap (fixed rate: 1.91 %) - 3M EURIBOR (4,65 %)
		12,840	19,898	428	33,166	

2023	Collateral	Up to 1 year	1 to 5 years	Over 5 years	Total	Interest p.a.
		k€	k€	k€	k€	
	None	4,842	13,970	0	18,812	0,92 % - 3,80 %
	Land charge	1,591	4,540	1,108	7,239	0,80 % - 2,05 %
€ fixed rate credit	Chattel mortgage	7	0	0	7	2.10 % - 2.35 %
Variable **€ credit**	None	2,800	10,050	0	12,850	0 % - 6-month EURIBOR interest rate swap (fixed rate: 1.91 %)
		9,240	28,560	1,108	38,908	

The secured bank loans are collateralised with land and buildings with a carrying amount of € 9,362 thousand (2023: € 10,049 thousand).

No collateral was provided for loans in the amount of € 27,518 thousand (2023: € 31,662 thousand).

12) Other non-current financial liabilities

The other non-current financial liabilities include the non-current lease liabilities of € 2,181 thousand (2023: € 2,504 thousand) resulting from the adoption of IFRS 16.

13) Trade payables

	31/12/2024	31/12/2023
	k€	k€
Trade payables	5,556	5,483
Outstanding purchase invoices	1,779	1,682
	7,335	7,165

All trade payables have a term of up to one year, as in the previous year.

14) Advances received

The advances received are mainly from project business. They finance the customer contracts currently in progress included in the inventories for which revenue could not yet be realised.

15) Employee benefits

	Obligations to personnel	Provisions for pensions	Total
	k€	k€	k€
Opening balance at 01/01/2024	6,308	391	6,699
Exchange rate movements	39	0	39
Used	6,226	11	6,237
Reversed	121	0	121
Compounding	0	14	14
Allocated	6,233	54	6,287
Closing balance at 31/12/2024	6,233	448	6,681
Long-term employee benefits	754	437	1,191
Short-term employee benefits	5,479	11	5,490

Obligations to personnel mainly consist of staff gratuities, employee bonuses as well as time accounts. These obligations are primarily uncertain in terms of their maturity.

The Group has concluded defined post-employment benefit plans in Germany and France. In Germany they grant lifetime pension payments; in France, a one-off payment is made. The amount of the benefits depends on the length of employment and the salary of the beneficiary.

In Germany, a direct pension commitment has been made to the employees of the former BVS Beratung Verkauf Service Grafische Technik GmbH. The three remaining pension beneficiaries have already left the company. Pensions are paid for all employees. To calculate the pension provisions, the defined benefit obligation (DBO) was determined by an actuarial report using the 2018 G mortality tables by Prof Dr Klaus Heubeck. The interest costs on the DBO in 2024 amount to € 6 thousand (2023: € 5 thousand), and the actuarial loss recognised in other comprehensive income actuarial amounts to € 9 thousand (2023: € 7 thousand gain). In 2024, payments for pensions amounting to € 11 thousand (2023: € 11 thousand) were made.

Employees of technotrans france s.a.r.l., France, are also entitled to post-employment benefits. The plans are not fund-financed. Pensions are paid out immediately to the beneficiaries when they fall due. Of the 17 pension beneficiaries, 17 employees (2023: 16) are actively working for the company. The calculation of the defined benefit obligation (DBO) is based on an actuarial report. The mortality probabilities used are based on standard mortality tables and empirical values for the country. The interest costs on the DBO in 2024 amount to € 8 thousand (2023: € 8 thousand), and the actuarial loss recognised in other comprehensive income amounts to € 32 thousand (2022: € 6 thousand gain). No pension payments were made in 2024 (2023: € 0 thousand).

The defined benefit pension commitments developed as follows in the financial year:

Present value of the obligation	2024	2023
	k€	k€
Opening balance at 01/01	391	390
Current service cost	13	12
Interest expense	14	13
Pensions paid	-11	-11
Total amount recognised in the income statement	16	14
Revaluations		
Actuarial gain/loss from change in financial assumptions	41	-13
Experience adjustments	0	0
Total amount recognised in other comprehensive income	41	-13
Closing balance at 31/12	448	391

The calculations are based on the following actuarial assumptions:

	Actuarial assumptions			
	Germany		France	
	2024	2023	2024	2023
	%	%	%	%
Discount rate	3.50	4.25	3.20	3.10
Salary growth rate	n/a	n/a	3.65	3.00
Fluctuation	n/a	n/a	5.00	1.33
Pension growth rate	2.00	2.00	n/a	n/a

The sensitivities of the defined benefit obligations with regard to changes in the key assumptions are as follows:

		Impact on defined benefit obligation			
		Increase in assumption		Decrease in assumption	
		2024	2023	2024	2023
		k€	k€	k€	k€
Discount rate	1.0 %	-41	-39	48	45
Salary growth rate	1.0 %	5	42	-6	-36
Pension growth rate	1.0 %	14	13	-12	-12

16) Provisions

	Payments to be made under warranty	Other provisions	Total
	k€	k€	k€
Opening balance at 01/01/2024	1,586	1,614	3,200
Exchange rate movements	8	5	13
Used	975	1,145	2,120
Reversed	156	60	216
Allocated	936	1,143	2,079
Closing balance at 31/12/2024	1,399	1,557	2,956
Short-term provisions	1,399	1,557	2,956

The provisions for warranty and retrofit obligations are created for current statutory, contractual and constructive obligations towards third parties. The provisions are measured on the basis of past experience, taking into account the circumstances on the balance sheet date.

In the course of its general business activities technotrans is involved in litigation both in and out of court, of which the outcome cannot be predicted with certainty. Litigation may arise for example in connection with product liability cases and warranties. Provisions are set up for risks resulting from this that are not already covered by insurance, provided that the claim is probable and the anticipated amount of the provision required can be reliably estimated. At the 2024 balance sheet date, there were provisions for litigation of € 1 thousand (2023: € 10 thousand) recognised under other provisions.

Miscellaneous other provisions comprise costs relating to the annual financial statements, commissions and other obligations. Here again, the amount is the factor of uncertainty. A provision of € 0 thousand (2023: € 64 thousand) was recognised for onerous contracts.

17) Income tax payable

In the year under review, income tax payable relates primarily to technotrans SE and its controlled companies as well as technotrans solutions GmbH.

18) Other current liabilities

	31/12/2024	31/12/2023
	k€	k€
Other financial liabilities		
Lease liabilities	2,011	2,048
Debtors with credit balances	776	879
Current liabilities from derivative financial instruments	0	0
Miscellaneous other financial liabilities	81	77
	2,868	3,004
Other liabilities		
Sales tax	1,009	1,675
Operating taxes	762	848
Liabilities in respect of social insurance	129	149
Miscellaneous other liabilities	777	932
	2,677	3,604
	5,545	6,608

In the context of adopting IFRS 16, recognised lease liabilities that exhibit a short-term character are reported under other financial liabilities.

IV. Notes to the Consolidated Income Statement

19) Revenue

The Group generates revenue primarily from the sale of products and the provision of services to its customers amounting to € 238,076 thousand (2023: € 262,116 thousand). Revenue recognition in the Group is in principle date-based.

For greater clarity, all revenue-related information is explained in the Segment Report (see Section V. "Notes to the Segment Report").

Contract balances

The following table provides information on contract assets and contract liabilities from contracts with customers:

	31/12/2024	31/12/2023
	k€	k€
Contract assets	644	527
Contract liabilities	4,853	6,719

Contract assets mainly relate to the Group's claims for consideration for services completed but not yet invoiced at the reporting date. Contract assets are reported in the balance sheet under trade receivables.

Contract liabilities are reported in the balance sheet mainly under advances received and other liabilities. Of the contract liabilities of € 6,719 thousand reported at the beginning of the period, € 6,524 thousand was recognised as revenue in the 2024 financial year. It is expected that the contract liabilities will essentially be fulfilled within the next financial year.

Delivery obligations and revenue recognition methods

Revenue is measured on the basis of the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control of the product or service to a customer. Invoices are issued in accordance with the contractual agreements. There are no significant financing components, as short-term, standard market payment terms are generally agreed.

20) Cost of sales

Cost of sales includes the cost of goods sold and the purchase costs of merchandise sold. In accordance with IAS 2, it includes both costs which can be directly allocated, such as cost of materials and cost of labour, and also overheads, including pro rata depreciation and amortisation on property, plant and equipment used for production, on right-of-use assets and on intangible assets. The amount for inventories recognised as an expense in the reporting period essentially corresponds to the cost of materials (raw materials, consumables and changes in inventories of finished goods and work in progress). The costs of the service sales force and the expenses incurred in connection with warranty obligations are also reported in the cost of sales. Other cost of sales mainly includes other building costs.

	2024	2023
	k€	k€
Cost of materials	95,529	112,179
Personnel costs*	58,673	60,621
Subcontractors, personnel leasing	6,557	8,687
Depreciation and amortisation*	3,909	3,751
Travel expenses	2,444	2,400
Operating requirements	1,058	1,388
Warranty and goodwill	1,617	1,328
Energy costs	1,250	991
Other	2,496	2,569
	173,533	193,914

* The prior-year figures were adjusted in accordance with IAS 8. We refer to Note 1 "Property, plant and equipment" and Note 1 "Development costs" in the Notes to the Consolidated Financial Statements.

21) Distribution costs

In addition to the costs of the sales department and the internal service department, the distribution costs include the costs of advertising and logistics. Furthermore, the amortisation of intangible assets (customer relationships and brands) recognised as part of the purchase price allocation is reported under distribution costs. This item also contains sales-related commission expenses.

	2024	2023
	k€	k€
Personnel costs	17,404	16,818
Logistics costs	3,928	4,727
Depreciation and amortisation	1,536	1,796
Promotional and exhibition costs	1,330	1,248
Travel expenses	845	903
Other	1,681	2,013
	26,724	27,505

22) Administrative expenses

Administrative expenses include personnel and material costs of the management and administration units, except where these have been charged to other cost centres as internal services.

	2024	2023
	k€	k€
Personnel costs	14,000	12,746
IT costs	1,772	2,098
Consultancy, audits	1,407	1,963
Depreciation and amortisation	1,138	1,217
Insurances	1,099	1,050
Rent and leasing costs	1,201	1,008
Energy and building costs	576	675
Other	1,783	1,921
	22,976	22,678

	2024	2023
	k€	k€
Fees for		
Auditing of the financial statements	419	374
Tax consultancy services	0	0
Other services	0	0
	419	374

In the 2024 financial year, the auditor's fee recognised as an expense within the meaning of Section 319 (1) sentences 1, 2 HGB totalled € 419 thousand (2023: € 374 thousand), which includes € 3 thousand (2023: € 0 thousand) in expenses unrelated to the accounting period. The disclosures for the 2024 financial year include fees and expenses paid to the auditor of the Consolidated Financial Statements, PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft ("PWC"), for the statutory audit of the separate financial statements and Consolidated Financial Statements of technotrans SE. This sum is in line with PWC's worldwide professional fee structure.

23) Development costs

No research costs were incurred in the period under review. Development costs are charged to current expense until the criteria of IAS 38.57 are cumulatively met. From that point on, the development costs are capitalised (see Note 4 "Intangible assets"). Development costs relating to billed orders are recognised in cost of sales. To standardise accounting within the Group, a portion of development costs for one Group company was reclassified as cost of sales for the first time in 2024. This change in how costs are allocated was adjusted retroactively in 2023 in accordance with IAS 8 and in 2023 leads to a reduction in development costs and an increase in the cost of sales (Technology segment) in the amount of € 1,643 thousand. This change had no effect on the consolidated result.

24) Other operating income

	2024	2023
	k€	k€
Income unrelated to the accounting period		
Reversal of provisions	257	51
Book profits on the disposal of assets	25	145
Other income unrelated to the accounting period	304	227
	586	423
Other operating income		
Foreign currency gains	368	324
Personnel-related revenue	222	232
Insurance payments	155	98
Other	275	424
	1,020	1,078
	1,606	1,501

25) Other operating expenses

	2024	2023
	k€	k€
Expenses unrelated to the accounting period		
Book losses on the disposal of assets	8	18
Other expenses unrelated to the accounting period	3	55
	11	73
Other operating expenses		
Foreign currency losses	286	514
Other operating taxes	337	283
Other	774	830
	1,397	1,627
	1,408	1,700

26) Financial result

	2024	2023
	k€	k€
Financial income	309	135
Financial expenses	-1,591	-1,567
Financial result	-1,282	-1,432

Financial income in the amount of € 308 thousand (2023: € 117 thousand) results from interest on bank balances, and in the amount of € 1 thousand (2023: € 18 thousand) from the measurement of employee benefits.

Financial expenses mainly comprise interest on the Group's financial debt.

In addition, financial expenses from the compounding of lease liabilities in the amount of € 177 thousand (2023: € 149 thousand), (see Note 2 "Leases") and from the compounding of employee benefits in the amount of € 14 thousand (2023: € 13 thousand) are included in this item.

No borrowing costs were capitalised in the reporting period.

27) Income tax expense

	2024	2023
	k€	k€
Actual income tax expense		
Tax expense for the period	-3,555	-4,142
Tax expense unrelated to the accounting period	-76	-54
	-3,631	-4,196
Deferred tax		
Occurrence or reversal of temporary differences	-32	35
Reduction in tax rate	23	-1
Recognition or utilisation of tax loss carryforwards previously unrecognised	-92	-49
Recognition of previously unrecognised or derecognition of previously recognised deductible temporary differences	0	0
	-101	-15
Income tax expense	-3,732	-4,211

Income tax expense includes the corporation and trade income taxes of the domestic companies as well as income taxes of the foreign businesses. Other operating taxes are included in other operating expenses.

Deferred taxes result from temporary differences between the tax balance sheets of the companies and the values in the Consolidated Balance Sheet according to the balance sheet liability method.

The recognised deferred tax assets also include tax reduction claims insofar as the use of existing loss carryforwards is expected in subsequent years. Deferred taxes are calculated on the basis of the tax rates that apply or will soon apply in the individual countries at the time of realisation.

The calculation of the domestic applicable tax rate for the reporting year of 30.05 % (2023: 30.06 %) is based on a corporate income tax rate of 15.00 %, a solidarity surcharge of 5.50 % and an effective trade tax rate of 14.22 % (2023: 14.24 %).

The tax rates applied to the foreign companies in the financial year ranged from 17.0 % to 34.6 %.

The following recognised deferred tax assets and liabilities are attributable to accounting and valuation differences in the individual balance sheet items and to loss carryforwards that can be used in the future:

2024	Position at 01/01	Exchange rate differences	Recognised in profit or loss	Recognised in OCI	Position at 31/12 Net	Deferred tax assets	Deferred tax liabilities
	k€	k€	k€	k€	k€	k€	k€
Non-current assets	-2,107	0	94	0	-2,013	346	2,360
Inventories	339	0	-18	0	321	552	231
Receivables	31	0	-81	-6	-56	166	222
Provisions	326	0	25	11	362	408	46
Liabilities	1,292	0	-83	0	1,209	1,210	0
Loss carryforwards	23	0	-20	0	3	3	0
Tax assets (liabilities) before offsetting	-96	0	-83	5	-174	2,685	2,859
Offsetting						1,933	1,933
Tax assets (liabilities) net					-174	752	926

2023	Position at 01/01	Exchange rate differences	Recognised in profit or loss	Recognised in OCI	Position at 31/12 Net	Deferred tax assets	Deferred tax liabilities
	k€	k€	k€	k€	k€	k€	k€
Non-current assets	-1,841	0	-266	0	-2,107	369	2,476
Inventories	404	0	-65	0	339	419	79
Receivables	-30	0	55	6	31	204	173
Provisions	250	0	80	-4	326	385	59
Liabilities	1,107	0	185	0	1,292	1,292	0
Loss carryforwards	30	0	-7	0	23	23	0
Tax assets (liabilities) before offsetting	-80	0	-18	2	-96	2,692	2,787
Offsetting					0	2,061	2,061
Tax assets (liabilities) net					-96	631	726

Exchange differences from deferred taxes are recognised through profit or loss. Deferred tax liabilities from non-current assets include deferred taxes in the amount of € 163 thousand (2023: € 260 thousand) on intangible assets capitalised within the scope of the business combinations.

No deferred taxes on tax loss carryforwards were adjusted in value in the financial year (2023: € 0 thousand). In total, there are tax loss carryforwards of € 1,341 thousand in 2024 (2023: € 1,697 thousand). Deferred taxes in the amount of € 3 thousand (2023: € 23 thousand) were capitalised on loss carryforwards € 16 thousand (2023: € 97 thousand) in accordance with IAS 12.34. For the remaining loss carryforwards amounting to € 1,325 thousand (2023: € 1,600 thousand), no deferred taxes were capitalised. The unrecognised loss carryforwards can be used indefinitely.

The following table shows the reconciliation of expected tax expense with actual income tax expense:

	2024	2023
	k€	k€
Applicable tax rate	30.05%	30.06%
Consolidated earnings before taxes on income	11,050	12,746
Theoretical tax expense/income	-3,320	-3,831
Differences compared with local tax rates	-95	129
Impairment (-) or reversal of impairment (+) on deferred tax assets on tax loss carryforwards and temporary differences	0	0
Expense or income from the non-recognition of deferred tax assets on tax losses ocurring in the financial year and temporary differences	0	-115
Tax effect from the use of deferred taxes on temporary differences and from tax loss carryforwards following impairment	-92	0
Tax effect of non-deductibility of business expenses and tax-exempt income	-172	-264
Changes to deferred tax resulting from tax rate changes	23	-1
Other taxes not relating to the period	-76	-129
Actual and deferred income tax expense	-3,732	-4,211

The change in cash flow hedges in the year under review resulted in deferred tax income amounting to € 5 thousand (2023: € 7 thousand income), which is recognised in other comprehensive income. The change in the pension obligation and other effects resulted in deferred tax income in the amount of € 11 thousand (2023: € 5 thousand expense).

28) Earnings per share

		2024	2023
Net profit for the period	**k€**	7,318	8,535
of which:			
Profit attributable to technotrans SE shareholders		7,318	8,535
Profit attributable to non-controlling interests		0	0
Average number of ordinary shares outstanding in the year		6,907,665	6,907,665
Basic / diluted earnings per share	**in €**	1.06	1.24

In the 2024 financial year and in the previous year, there were again no subscription rights issued that would have had a dilutive effect on earnings per share in accordance with IAS 33.

V. Notes to the Segment Report

		Technology	Services	Consolidated / not allocated	Group
		€k	€k	€k	€k
External revenue	2024	177,652	60,424	0	238,076
	2023	199,590	62,526	0	262,116
Inter-segment revenue	2024	0	1,338	-1,338	0
	2023	0	1,504	-1,504	0
Segment result	2024	3,601	8,901	-170	12,332
	2023	5,183	9,040	-45	14,178
Cost of sales*	2024	144,214	29,319	0	173,533
	2023	162,079	31,835	0	193,914
Depreciation and amortisation	2024	4,450	2,412	0	6,862
	2023	4,568	2,439	0	7,007

*The prior-year figures were adjusted in accordance with IAS 8. We refer in this connection to Note 23 "Development costs".

Segment information is presented based on the internally reported business segments. In June 2024 the IFRIC IC published an agenda decision on IFRS 8: "Disclosure of Revenue and Expenses for Reportable Segments (IFRS 8 Operating Segments)". The results of this agenda decision have been correspondingly implemented in the segment reporting. The segmentation into the Technology and Services divisions is in line with the internal reporting structure of the technotrans Group.

The Technology segment generates revenue through the sale of equipment and plant in the area of thermal management as well as revenue from the initial installation of plant. If revenues are generated in connection with customised developments, these are also allocated to this segment.

The Services segment generates revenue from after-sales service, installation, commissioning, maintenance, repair and the spare parts supply, as well as from compiling technical documentation and producing and distributing document creation software. The revenue generated by gds Sprachenwelt GmbH from translation services is also allocated to the Services segment.

The Board of Management assesses the performance of each segment on the basis of revenue and segment results. Assets, liabilities, financial income, financial expenses and income taxes are not determined for each segment, nor are they regularly reported to or reviewed by the Board of Management. The delivery prices for revenues are generally agreed between the segments as between third parties and mainly relate to the provision of technical documentation and translation services within the Group.

Segment information includes both directly allocable and reasonably allocable variables. A reconciliation of segment data to Group data is not necessary, as the information in the segment reporting is consistent with the information in the Consolidated Income Statement and the Consolidated Cash Flow Statement. The cumulative result of both segments of € 12,502 thousand (2023: € 14,223 thousand) less intercompany margins in the amount of € 170 thousand (2023: € 45 thousand), reduced by the financial result of € -1,282 thousand (2023: € -1,432 thousand) recognised in the income statement, produces earnings before taxes of € 11,050 thousand (2023: € 12,746 thousand).

The revenue was generated in the following areas:

	2024	2023
	€k	€k
Technology		
Sale of equipment and systems	168,619	189,459
Initial installation	7,828	8,891
Development cost refunds	1,205	1,240
	177,652	199,590
Services		
Parts	35,613	38,023
Conversions and retrofits of equipment and plant	875	1,541
After-sales services	16,565	16,106
Technical Documentation	7,371	6,856
	60,424	62,526

Geographically, revenue is made up as follows:

	2024	2023
	€k	€k
Technology		
Germany	100,162	114,969
Rest of Europe	41,466	45,094
America	18,471	21,516
Asia	17,073	17,840
Africa / Oceania	480	171
	177,652	199,590
Services		
Germany	30,368	32,094
Rest of Europe	15,426	16,056
America	10,627	10,063
Asia	3,769	3,852
Africa / Oceania	234	461
	60,424	62,526

The revenue amounting to € 238,076 thousand (2023: € 262,116 thousand) comprises € 130,530 thousand (2023: 147,063 thousand) generated in Germany and € 107,546 thousand (2023: € 115,053 thousand) generated internationally. The composition of revenue is based on the registered office of the customer with which the revenue is realised.

The revenue was generated in the following markets:

	2024	2023
	€k	€k
Technology		
Plastics	39,601	45,444
Energy Management	34,175	26,682
Healthcare & Analytics	13,580	14,369
Print	51,192	59,641
Laser	34,250	47,661
Other Markets	4,854	5,793
	177,652	199,590
Services		
Plastics	11,421	11,344
Energy Management	1,460	1,347
Healthcare & Analytics	1,198	1,062
Print	29,953	32,155
Laser	7,492	8,152
Technical Documentation	7,371	6,856
Other Markets	1,529	1,610
	60,424	62,526

In the 2024 and 2023 financial years, no single customer generated more than 10 % of total sales.

The non-current assets of € 66,396 thousand (2023: € 68,483 thousand) can be broken down by region as follows: Germany € 64,396 thousand (2023: € 65,932 thousand) and international € 2,251 thousand (2023: € 2,401 thousand). The non-current assets do not include any deferred tax assets.

VI. Other notes

29) Notes to the Consolidated Cash Flow Statement

The cash flow statement in accordance with IAS 7 "Cash Flow Statements" records cash flows for a financial year in order to present information on the movements of the company's cash and cash equivalents. The cash flow statement is structured according to cash flows from operating activities, investing activities and financing activities. Cash and cash equivalents comprise cash and demand deposits. They correspond to the cash and cash equivalents shown on the balance sheet.

30) Financial instruments

The financial instruments (financial assets and liabilities) have been allocated to the classification categories “measured at amortised cost”, “measured at fair value through profit or loss” (FVTPL) and “measured at fair value through other comprehensive income” (FVOCI).

Classifications and fair values

The following table shows the categories to which the financial instruments were allocated and the carrying amounts and fair values of financial assets and liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value. The different levels are as follows:

Level 1: Quoted prices for identical assets and liabilities in active markets

Level 2: Valuation factors other than quoted market prices that are observable for assets or liabilities either directly (i.e. as a price) or indirectly (i.e. derived from the price)

Level 3: Valuation factors for assets and liabilities not based on observable market data

There were no transfers between the fair value hierarchy levels in the financial year.

	Note	31/12/2024 Carrying amount	31/12/2024 Fair value	31/12/2023 Carrying amount	31/12/2023 Fair value	Fair value hierarchy
		€k	€k	€k	€k	
Derivatives in hedging relationships						
Market value of interest rate swaps	(19)	16	16	48	48	Level 2
Assets measured at amortised cost						
Rent deposits	(5), (9)	194	194	210	210	Level 2
Financial liabilities not measured at fair value						
Financial liabilities	(12)	-33,166	-33,071	-38,908	-37,996	Level 2
Other non-current financial liabilities	(13)	0	0	0	0	Level 2
		-33,166	-33,071	-38,908	-37,996	
		-32,956	-32,861	-38,650	-37,738	
Gains (+) or losses (-) not entered			95		912	

The carrying amounts of financial instruments (for example, cash and cash equivalents, trade receivables and payable, and other receivables and liabilities) in principle reflect their fair values. For receivables with a term to maturity of up to one year, their nominal value less any value adjustments made is the most reliable estimate of fair value. The fair value of receivables with a term to maturity of more than one year is derived from their discounted cash flows.

In contrast, there are differences between the carrying amounts and fair values of financial liabilities. The fair value of interest-bearing liabilities is calculated from the discounted cash flows from principal and interest payments. Current reference interest rates were requested from banks and used to determine the fair values at the balance sheet date. In accordance with the term, the reference interest rates were between 2.05 % and 4.67 %. An appropriate risk premium was added.

The market values of the interest rate swaps are calculated using observable yield expectations from major German banks based on the expected present value of future cash flows.

Net gains or losses on financial instruments by measurement category

	From interest	From subsequent measurement			2024	2023
		At fair value	Currency translation	Allowance		
	€k	€k	€k	€k	€k	€k
Derivatives in hedging relationships	0	0	0	0	0	0
Financial liabilities measured at fair value (FVTPL)	0	0	0	0	0	0
Assets measured at amortised cost	268	0	-108	-77	83	-221
Financial liabilities not measured at fair value	-1,203	0	0	0	-1,203	-1,046
	-935	0	-108	-77	-1,120	-1,267

Nature and extent of risks arising from financial instruments

The Group is exposed to the following risks from the use of financial instruments:

- Default risk
- Liquidity risk
- Market risk

Default risk is the risk that one party to a financial instrument will cause a loss to the other party by failing to meet its obligations. Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The market risk is materialised in interest rate risks and exchange rate risks. Liquidity risk is the risk that the Group may not be able to meet its financial obligations as contractually agreed, e.g. the risk of not being able to extend loans or raise new loans to repay maturing loans.

Default risk

At technotrans, significant risks relate to the default risk on trade receivables, other financial assets, contract assets and theoretically also the insolvency risk of the banks with which technotrans holds credit balances.

Banks are selected on the basis of many years of positive experience as well as on the basis of the banks' ratings. The Group considers its cash and cash equivalents to be at low risk of default based on the external ratings of banks and financial institutions.

The credit risks exist in the amount of the reported carrying amounts of € 50,958 thousand (2023: € 54,051 thousand). Trade receivables and contract assets are partly credit-insured. The credit-insured volume of € 11,410 thousand at the reporting date (2023: € 11,256 thousands) was not included in impairment.

The bad debt risk involves a certain concentration of risk, as a significant proportion of the receivables portfolio is attributable to OEMs in the various industries. No significant losses on receivables occurred in the financial year.

With regard to new customers, the risk of bad debts is limited by obtaining credit information and by the IT-supported observance of credit limits. In addition to observing credit limits, retention of title is regularly agreed until final payment of the delivery or service. A significant portion of the trade receivables is insured through trade credit insurance. As a rule, technotrans does not require customers to provide collateral.

The Group recognises allowances for expected credit losses on financial assets. In determining the expected loss, the Group considers reasonable and robust information that is relevant and available with reasonable outlay.

At each reporting date the Group assesses whether financial assets at amortised cost are credit impaired. Indicators for this are significant financial difficulties of the debtor, breach of contract, insolvency of the debtor or other reorganisation procedures. Impairment of financial assets is deducted from the gross carrying amount after deduction of value added tax. The assessment of the timing and amount of depreciation is made individually for each financial asset.

In addition to the individually determined allowances, the Group uses an allowance matrix to measure the expected credit losses of trade receivables and contract assets. The loss rates used here are calculated based on past experience with defaults. This calculation takes account of the trade credit insurance and the country risk.

The following table provides information on the estimated default risk and expected credit losses for trade receivables and contract assets:

	31/12/2024			31/12/2023		
	Loss rate	Gross carrying amount	Allowance	Loss rate	Gross carrying amount	Allowance
	%	€k	€k	%	€k	€k
Not individually impaired receivables:						
Not overdue	0.1	23,198	-32	0.1	22,518	-24
Overdue by up to 30 days	0.2	5,580	-11	0.4	5,071	-19
Overdue by between 31 and 60 days	3.6	1,372	-49	3.7	1,470	-54
Overdue by between 61 and 90 days	11.1	386	-43	16.8	555	-93
Overdue by more than 90 days	27.1	852	-231	17.8	959	-171
		31,388	-366		30,573	-361
Individually impaired receivables:		475	-475		532	-532
		31,863	-841		31,105	-893

For the purpose of measuring expected credit losses, trade receivables and contract assets were aggregated based on common credit risk characteristics and days past due. Contract assets relate to work in progress that has not yet been invoiced, and have essentially the same risk characteristics as trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for contract assets.

The expected loss rates are based on the payment behaviour of the contractual partners in recent years prior to January 1, 2024. This rate is uplifted by a risk premium to reflect current and forward-looking information on macroeconomic factors that affect customers' ability to pay receivables.

Impairment from trade receivables is shown in the income statement under impairment losses on financial assets and contract assets.

Liquidity risk

technotrans SE uses rolling financial and liquidity planning to determine its liquidity requirements. Care is taken to ensure that sufficient liquid funds are available at all times to settle liabilities. The Group is not subject to any financial covenants.

The future cash flows from the interest rate swap may differ from the amounts shown in the following table as interest rates or the relevant terms are subject to change.

Except for these financial liabilities, it is not expected that a cash flow included in the maturity analysis could occur significantly earlier or at a significantly different amount.

The available liquid funds are held exclusively with financial institutions that have a very good credit rating. In addition, there are unused credit lines of up to € 20.3 million (2023: € 16.8 million) at the balance sheet date.

The following table shows the contractual maturities of financial liabilities, including any interest payments:

			Due within				
	Carrying amount	Contractual/ expected payment	6 months	6–12 months	1–2 years	2–5 years	Over 5 years
	€k	€k	€k	€k	€k	€k	€k
At 31/12/2024:							
Financial liabilities	33,166	34,330	5,099	8,568	9,616	10,986	61
Lease liabilities	4,192	4,440	1,157	957	1,419	859	48
Other non-current financial liabilities	0	0	0	0	0	0	0
Trade payables	7,335	7,335	7,335	0	0	0	0
Other current financial liabilities	857	857	857	0	0	0	0
Interest rate swaps	0	0	0	0	0	0	0
	45,550	46,962	14,448	9,525	11,035	11,845	109
At 31/12/2023:							
Financial liabilities	38,908	41,580	3,856	6,417	13,963	16,161	1,183
Lease liabilities	4,552	4,869	1,161	1,015	1,538	1,142	13
Other non-current financial liabilities	0	0	0	0	0	0	0
Trade payables	7,165	7,165	7,165	0	0	0	0
Other current financial liabilities	955	955	955	0	0	0	0
Interest rate swaps	0	0	0	0	0	0	0
	51,580	54,569	13,137	7,432	15,501	17,303	1,196

Market risks

technotrans pursues the objective of only limited exposure to interest rate risks. Financial liabilities in the amount of € 23,116 thousand (2023: € 26,058 thousand) were therefore taken out at a fixed interest rate. A variable-rate long-term loan in the amount of € 1,350 thousand (2023: € 1,350 thousand) was converted into a fixed-rate loan using an interest rate swap. No interest rate hedging instruments were concluded for two long-term variable-rate loans with a volume of € 8,700 thousand (2023: € 11,500 thousand). The Group does not recognise fixed-rate financial assets and liabilities at fair value through profit or loss. Derivatives (interest rate swaps) are not designated as fair value hedging instruments. A change in the interest rate at the reporting date would therefore not affect profit or loss.

The carrying amounts of the interest rate swaps are equally exposed to an interest rate risk. An interest rate change of 1 % produces an increase (interest rate rise) or decrease (interest rate reduction) of approximately € 24 thousand in the fair value of the interest rate swap (2023: € 35 thousand).

The Group is exposed to exchange rate risks in the course of its operating activities. At December 31, 2024, trade receivables and cash and cash equivalents are mainly denominated in euros; significant partial amounts are denominated in US dollars, Chinese renminbi and British pounds. The above-mentioned foreign currency holdings are essentially held by technotrans SE and the respective national companies of the Group.

		31/12/2024			31/12/2023		
		USD	CNY	GBP	USD	CNY	GBP
Trade receivables	k	4,647	2,139	179	3,287	3,076	231
	€k	4,473	282	216	2,975	392	266
Cash and cash equivalents	k	2,076	5,828	650	917	4,779	804
	€k	1,998	769	784	829	609	925

Financial liabilities are mainly denominated in euros.

Further foreign currency risks are limited within the technotrans Group by the fact that production is essentially carried out within the euro zone and the invoicing currency is generally the same as the production currency. In the event of significant deviations, this exchange risk is hedged by derivative financial instruments. As in the previous year, there were no currency hedges at December 31, 2024.

Sensitivity analysis

A possible strengthening or weakening of the most important foreign currency closing rates by 10 % against the euro in the Group would have had the following effects on equity and profit after tax at the balance sheet date, assuming that all other variables, in particular interest rates, remain unchanged:

	Effect on equity		Effect on profit after tax	
€k	Strengthening +10 %	Weakening -10 %	Strengthening +10 %	Weakening -10 %
At 31/12/2024				
USD	-466	466	-122	122
GBP	-49	49	-10	10
BRL	394	-394	-2	2
At 31/12/2023				
USD	-409	409	-213	213
GBP	-48	48	-16	16
BRL	419	-419	-1	1

In the presentation, a change in both the closing rate and the average rate was included in the consideration of the reporting period, each with a change of 10 % compared to the exchange rates used in the respective Consolidated Financial Statements.

Market risks due to interest rate fluctuations only exist for the interest rate swap. A reduction in the interest rate by one percentage point would have only a minor negative impact on the valuation of the interest rate swap and thus on equity.

Hedging instruments

At the balance sheet date, the following derivative financial instruments were in place to hedge the interest rate risk of the variable-rate loans denominated in euros (see Note 12 “Financial liabilities”); including these derivative financial instruments, the financial assets and financial liabilities are not exposed to any significant interest rate risk.

The fair values result from the valuation of the outstanding positions without taking into account opposing value developments from the underlying transactions. The fair values are determined (Level 2 in accordance with IFRS 13.82) by major German banks on the basis of discounted cash flows.

Interest rate swap

	Nominal amount	Repaid	Balance	Fixed rate	Variable interest	Maturity	Fair value
	€k	€k	€k	% p.a.			€k
Payer swap	1,350	0	1,350	1.91	6-month EURIBOR	Oct 2025	16

The hedged item and hedging instrument match in terms of nominal value or principal amount, maturities, interest payment dates, interest adjustment dates, maturity dates and currencies. In cases where a hedging transaction exists to hedge a future transaction, hedge accounting was only applied if the occurrence of this transaction was considered highly probable. The efficiency of the hedging transaction within the meaning of IFRS 9.6.4.1 (c) (iii) is high, amounting to almost 100 %. Otherwise the requirements of IFRS 9.6.4.1 are met.

The interest rate swaps are accounted for as cash flow hedges at market price; valuation gains and losses from changes in market price are recognised directly in equity in the hedging reserve. The fair value of the hedging instruments of € +16 thousand at the balance sheet date is recognised under other financial assets (2023: € 48 thousand). The underlying loan transactions are measured at amortised cost using the effective interest method.

The deferred taxes attributable to the change in market prices are offset directly against the hedging reserve. The hedging reserve thus developed as follows:

	€k
Balance at 01/01/2023	73
Amount reclassified to the income statement	0
Change in the market values of cash flow hedges	-40
Deferred tax on these not affecting income	7
Balance at 31/12/2023 / 01/01/2024	40
Amount reclassified to the income statement	0
Change in the market values of cash flow hedges	-31
Deferred tax on these not affecting income	5
Closing balance at 31/12/2024	14

Reconciliation of movements in liabilities with cash flows from financing activities

Financing activities

	Liabilities	
	Financial liabilities	Lease liabilities
	€k	€k
01/01/2023	34,400	4,002
Change in cash flow from financing activities		
Cash receipts from the raising of loans	20,000	0
Cash payments from the repayment of loans	-15,492	0
Cash payments from the repayment of lease liabilities	0	-2,578
Overall change in cash flow from financing activities	4,508	-2,578
Other changes		
Interest expense	1,046	149
Interest paid	-1,046	0
Repayment bonus	0	0
Other reductions of lease liabilities	0	0
Additions to lease liabilities	0	2,979
Total other changes related to liabilities	0	3,128
31/12/2023 / 01/01/2024	38,908	4,552
Change in cash flow from financing activities		
Cash receipts from the raising of loans	3,500	0
Cash payments from the repayment of loans	-9,242	0
Cash payments from the repayment of lease liabilities	0	-2,558
Overall change in cash flow from financing activities	-5,742	-2,558
Other changes		
Interest expense	1,203	177
Interest paid	-1,203	0
Other reductions of lease liabilities	0	0
Additions to lease liabilities	0	2,021
Total other changes related to liabilities	0	2,198
31/12/2024	33,166	4,192

31) Future payment obligations

	31/12/2024				31/12/2023
	Up to 1 year	1–5 years	Over 5 years	Total	Total
	€k	€k	€k	€k	€k
Rent and operating lease agreements	712	526	0	1,238	1,380
Maintenance contracts	930	305	0	1,235	1,280
Framework contracts	6,194	3,188	0	9,382	10,743
Investment commitments for property, plant and equipment	236	0	0	236	262
Leases (IFRS 16)	156	587	0	743	716
Other	68	6	0	74	65
	8,296	4,612	0	12,908	14,446

Future payment obligations are measured at their nominal amount; foreign currency amounts were converted using the exchange rate on the reporting date.

The future obligations for rental and lease agreements mainly relate to rental obligations that are classified as current or low-value according to IFRS 16 and are thus not recognised as a lease liability, exercising the option on reporting. Expenses from rental and lease liabilities (minimum lease payments) amount to € 1,610 thousand in the reporting year (2023: € 1,393 thousand).

Framework agreements exist with suppliers for the purchase of agreed quantities of goods.

32) Personnel expenses

	2024	2023
	€k	€k
Wages and salaries	75,580	76,655
Social insurance	15,328	15,043
Expenses for retirement benefits and maintenance payments	1,120	1,125
	92,028	92,823

The wages and salaries item includes termination benefits in the amount of € 481 thousand (2023: € 280 thousand). Within social insurance, the expenses for defined contribution plans amount to € 974 thousand (2023: € 949 thousand).

33) Average number of employees over the year

	2024	2023
Average number of employees	1,539	1,567
of which in Germany	1,400	1,421
of which internationally	139	146
Technicians/skilled workers	1,018	1,042
Academic background	302	322
Trainees	127	106
Other	92	97

34) Related parties

Related parties include the members of the Board of Management and Supervisory Board of technotrans SE and their close family members, in line with IAS 24.

The remuneration system for the Board of Management complies with the legal requirements of the Act on the Appropriateness of Management Board Compensation (German VorstAG). The members of the Board of Management receive a fixed remuneration paid monthly, a short-term incentive (STI), a long-term incentive (LTI), retirement benfits as well as other fringe benefits such as a company car. The ratio of fixed remuneration to the variable remuneration components is 60 % to 40 % if target attainment is 100 %. Regarding the remuneration components, please refer to the Remuneration Report, which is published separately.

No related party transactions that go beyond regular remuneration as an employee of the technotrans Group or Supervisory Board remuneration were recorded in the financial year.

The members of the Board of Management receive receive defined contribution plans that do not constitute pension commitments by the company. No loans have been granted to them and no guarantee obligations have been assumed in favour of the members of the Board of Management.

The members of the Board of Management and Supervisory Board are listed separately in the section "Corporate bodies".

The employment contract with former Board of Management member Peter Hirsch was terminated early by mutual agreement on March 11, 2024, with effect from April 30, 2024. The appointment of Peter Hirsch to the Board of Management ended on March 11, 2024. The employment contract with former Board of Management member Robin Schaede was terminated early by mutual agreement on October 11, 2024, with effect from November 30, 2024. The appointment of Robin Schaede to the Board of Management ended on October 11, 2024.

Remuneration of members of the Board of Management and Supervisory Board

2024	Michael Finger Granted	Peter Hirsch (until April 30, 2024) Granted	Robin Schaede (until November 30, 2024) Granted	Total
Fixed remuneration	360	100	275	735
Short-term incentive (STI)	12	3	7	22
Long-term incentive (LTI)	0	0	0	0
Pension (defined contribution plans)	30	25	28	83
Severance payment	0	477	473	950
Fringe benefits	30	7	22	59
Total remuneration 2024	432	612	805	1,849

2023	Granted	Granted	Granted	Total
Fixed remuneration	330	300	300	930
Short-term incentive (STI)	49	47	47	143
Long-term incentive (LTI)	84	77	77	238
Pension (defined contribution plans)	30	30	30	90
Fringe benefits	30	19	23	72
Total remuneration 2023	523	473	477	1,473

The total amount of the personnel expenses for Board of Management members reported in the financial year within the meaning of IAS 24.17 is € 1,724 thousand (2023: € 1,634 thousand), of which € 815 thousand (2023: € 1,191 thousand) is for short-term benefits and € 83 thousand (2023: € 90 thousand) for post-employment benefits as well as € -124 thousand (2023: € 353 thousand) for share-based payments. Severance payments for former Board of Management members in the amount of € 950 thousand (2023: € 0 thousand) were made in 2024. The long-term incentive is a share-based payment in accordance with IFRS 2 (see Note 36 “Share-based payment”).

	2024 €k	2023 €k
Supervisory Board		
Current remuneration		
– Fixed payments	373	370
– Variable payments	0	0
	373	370

As in the previous year, all payments constitute short-term benefits in accordance with IAS 24.17.

Shareholdings of the members of the Board of Managementm Supervisory Board and their family members

	Total shares	
	31/12/2024	31/12/2023
Board of Management		
Michael Finger	11,500	9,000
Natascha Sander[1]	1,500	0
Peter Hirsch[2]	9,875	7,500
Robin Schaede[2]	2,925	500
Supervisory Board		
Andrea Bauer	0	0
Peter Baumgartner	100	100
Dr-Ing Gottfried H Dutiné	0	0
Florian Herger	0	0
Andre Peckruhn	76	76
Thorbjørn Ringkamp	385	385
Family members		
Family members of the Supervisory Board	1,050	1,050
Family members of the Board of Management	71	71

[1] Board of Management member since February 1, 2025
[2] Former Board of Management members (end of employment contract: P Hirsch with effect from April 30, 2024 and R Schaede with effect from November 30, 2024)

35) Share-based payment

On May 7, 2021 the Long Term Incentive Plan (“LTI”) was approved by the Annual General Meeting as part of the current Board of Management contracts. The LTI provides for an annual bonus payment in favour of the Board of Management for the contractual term of the Board of Management employment contracts. Long-term variable remuneration is determined on the basis of a planning-oriented ROCE target. The ROCE target is set with a +/- range of 1.5 %. If the lower threshold (-1.5 % ROCE compared with the ROCE target) is reached, a 50 % shortfall is assumed. This causes the remuneration component to lapse. If the upper threshold is reached (+1.5 % ROCE compared with the ROCE target), a 50 % overshoot is assumed. If the upper threshold is exceeded there is no further increase in the remuneration component. The LTI is paid to the Board of Management within three months after the approval of the Consolidated Financial Statements for the year in question. The Board of Management must then, within three months, invest the amount paid out after tax in shares of the company, which are to be held for at least four years and may then be disposed of freely in accordance with the statutory regulations. No opportunities or risks arise for the technotrans Group from the performance of the shares acquired by the respective Board of Management member.

The grant date was defined as the date of signing the employment contract. The vesting period was defined as vesting of the last LTI remuneration tranche. Vesting is accounted for using the graded vesting method. The fair value of the LTI remuneration commitments was determined taking account of expected target attainment.

The fair value of the total commitment at December 31, 2024 is € 260 thousand for Michel Finger for the new employment contract. In the 2024 financial year, a total personnel income of € 124 thousand (2023: € 353 thousand expense) was recognised. The income is substantially the result of the early termination of the contracts of Peter Hirsch and Robin Schaede. Equity includes € 135 thousand under other reserves for share-based payments (2023: € 455 thousand).

For the 2024 financial year the LTI paid out for Michael Finger amounts to € 0 thousand (2023: € 84 thousand), and also to € 0 thousand for each of the former Board of Management members Peter Hirsch and Robin Schaede (2023: € 77 thousand each).

36) Corporate governance

The Board of Management and Supervisory Board issued the Declaration of Compliance pursuant to Section 161 AktG on September 19, 2024 and made it permanently available to shareholders and interested parties on the company's website (https://www.technotrans.com/company/corporate-governance/declaration-of-compliance).

37) Subsequent events

The date for release of the annual financial statements by the Board of Management in accordance with IAS 10.17 is March 31, 2025. These Consolidated Financial Statements are subject to approval by the Supervisory Board (Section 171 (2) AktG).

With effect from February 1, 2025 Natascha Sander was appointed Chief Financial Officer.

On January 17, 2025 the company signed a purchase agreement for a plot of land measuring around 13,000 square metres in Porschestrasse 4, Sassenberg. The site is directly adjacent to technotrans' main location and is earmarked for new production and logistics space. Ownership of the land was transferred in February 2025.

On February 18, 2025 we published a voting rights notification by our shareholder Midlin N.V., Maarsbergen, Netherlands, to the effect that its shareholding decreased from 5.19 % to 4.99 % on February 14, 2025.

No further events of particular significance occurred after the end of the 2024 financial year.

Proposal on the appropriation of profit

In accordance with the German Stock Corporation Act, the dividends distributable to the sharehold-ers are based exclusively on the accumulated profit at December 31, 2024 as reported in the annual financial statements of technotrans SE under commercial law.

The Board of Management and Supervisory Board will propose to the Annual General Meeting that the accumulated profit of technotrans SE of € 24,285,187.96 as reported in the annual financial state-ments be distributed as follows:

Distribution of a dividend of € 3,661,062.45 (€ 0.53 per no par value share) on the dividend-bearing share capital of € 6,907,665.00. The remaining accumulated profit will be carried forward to new ac-count.

The dividend shall be payable on May 21, 2025.

Sassenberg, March 31, 2025

technotrans SE

The Board of Management

Michael Finger

Natascha Sander

Responsibility Statement by the Board of Management

To the best of our knowledge, and in accordance with the applicable reporting principles for financial reporting, the Consolidated Financial Statements give a true and fair view of the net assets, financial position and results of operations of the Group, and the Combined Management Report of the Group includes a fair review of the development and performance of the business and the position of the Group, together with a description of the principal opportunities and risks associated with the expected development of the Group.

Sassenberg, March 31, 2025

technotrans SE

The Board of Management

Michael Finger

Natascha Sander

Independent Auditor's report

INDEPENDENT AUDITOR'S REPORT

To technotrans SE, Sassenberg

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND OF THE GROUP MANAGEMENT REPORT

Audit Opinions

We have audited the consolidated financial statements of technotrans SE, Sassenberg, and its subsidiaries (the group) – comprising the consolidated balance sheet at December 31, 2024, the consolidated statement of comprehensive income, the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the financial year from January 1 to December 31, 2024 as well as the notes to the consolidated financial statements, including key information on accounting policies. In addition, we have audited the group management report of technotrans SE, which is combined with the management report of the company, for the financial year from January 1 to December 31, 2024. In accordance with German legal requirements, we have not audited the content of the part of the group management report mentioned in the section "Other information" of our report.

In our opinion, on the basis of the knowledge obtained in the audit,

- the accompanying consolidated financial statements comply, in all material respects, with the IFRS Accounting Standards published by the International Accounting Standards Board (IASB) (hereinafter "IFRS accounting standards") as adopted by the EU, and the additional requirements of German law pursuant to Section 315e (1) of the German Commercial Code (HGB), and, in accordance with these requirements, give a true and fair view of the net assets and financial position of the group at December 31, 2024 and of its results of operations for the financial year from January 1 to December 31, 2024, and
- the accompanying group management report as a whole provides an appropriate view of the group's position. In all material respects, this group management report is consistent with the consolidated financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. Our audit opinion on the group management report does not extend to the content of the part of the group management report mentioned in the section "Other information".

In accordance with Section 322 (3) sentence 1 HGB, we declare that our audit has not led to any reservations relating to the legal compliance of the consolidated financial statements and of the group management report.

Basis for the Audit Opinions

We conducted our audit of the consolidated financial statements and the group management report in accordance with Section 317 HGB and the EU Audit Regulation (No. 537/2014; referred to subsequently as "EU Audit Regulation") in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public

Auditors in Germany] (IDW). We conducted our audit of the consolidated financial statements in supplementary compliance with the International Standards on Auditing (ISA). Our responsibilities under those requirements, principles and standards are further described in the “Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements and of the Group Management Report” section of our auditor’s report. We are independent of the group entities in accordance with the requirements of European law and German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. In addition, we declare that, pursuant to Article 10 (2) letter f) of EU Audit Regulation, we did not perform any prohibited non-audit services within the meaning of Article 5 (1) of EU Audit Regulation. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions on the consolidated financial statements and the group management report.

Key Audit Matters in the Audit of the Consolidated Financial Statements

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements for the financial year from January 1 to December 31, 2024. Those matters were addressed in the context of our audit of the consolidated financial statements as a whole, and, in forming our opinion thereon; we do not provide a separate audit opinion on these matters.

In our view, the matter of most significance in our audit was as follows:

Recoverability of the Carrying Amount of Goodwill

Our presentation of this key audit matter has been structured as follows:

1) Matter and issue
2) Audit approach and findings
3) Reference to further information

Hereinafter we present the key audit matter:

Recoverability of the Carrying Amount of Goodwill

1) In the consolidated financial statements of the company, goodwill totalling € 23.5 million (14.5 % of total assets and 23.9 % of equity) is reported under the balance sheet item “Goodwill”. Goodwill is subject to an impairment test by the company once a year or as and when required in order to determine a possible need for amortisation. The impairment test is performed at the level of the groups of cash-generating units to which the respective goodwill is allocated. As part of the impairment test, the carrying amount of the respective cash-generating units including goodwill is compared with the corresponding recoverable amount. The recoverable amount is fundamentally determined based on the value in use. The basis of measurement is routinely the present value of future cash flows from the respective group of cash-generating units. The present values are determined using discounted cash flow models. The group’s approved medium-term plan forms the starting point, which is extrapolated on the basis of assumptions regarding long-term growth rates. This also takes into account expectations about future market developments and assumptions about the development of macroeconomic factors. Discounting is based on the weighted average cost of capital of the respective group of cash-generating units. As a result of the impairment test, no need for impairment was identified.

The result of this valuation depends to a large extent on the assessment of the legal representatives with regard to the future cash inflows of the respective group of cash-generating units, the discount rate used, the growth rate and other assumptions and is therefore subject to considerable uncertainty. Against this background and due to the complexity of the valuation, this matter was of particular importance within the scope of our audit.

2) As part of our audit, we have among other things reviewed the methodological procedure for carrying out the impairment test. After comparing the future cash flows used in the calculation with the group's approved medium-term planning, we assessed the appropriateness of the calculation, in particular by comparing it with general and industry-specific market expectations. We have also assessed the proper recognition of the costs of corporate functions. With the knowledge that even relatively small changes in the discount rate applied can have a substantial impact on the amount of the enterprise value determined in this way, we have intensively studied the parameters used to determine the discount rate applied and have reproduced the calculation scheme. In order to account for the existing forecast uncertainties, we have reproduced the sensitivity analyses prepared by the company. We have determined that the carrying amounts of the cash-generating units including the allocated goodwill are sufficiently covered by the discounted future cash flows, taking into account the information available.

   The valuation parameters and assumptions applied by the legal representatives are generally in line with our expectations and are also within the ranges that we consider to be acceptable.

3) The information provided by the company on the impairment test is contained under Note 3, in the notes to the consolidated financial statements.

Other Information

Management is responsible for the other information. The other information comprises the following not-audited parts of the group management report:

_ The group statement on corporate governance pursuant to Section 289f HGB and Section 315d HGB in the section "Corporate Governance Declaration in accordance with Section 289f HGB and Section 315d HGB" of the management report

_ The non-financial statement pursuant to Sections 289b to 289e HGB and Sections 315d to 315c HGB contained in the section "Combined non-financial statement of technotrans SE and the technotrans Group in fulfilment of Section 289b et seq., 315b et seq. HGB" of the management report

Other information also includes all the remaining parts of the Annual Report – without further cross-references to external information – with the exception of the audited consolidated financial statements, the audited group management report and our audit opinion.

Our audit opinions on the consolidated financial statements and on the group management report do not cover the other information, and consequently we do not express an audit opinion or any other form of assurance conclusion thereon.

In connection with our audit, our responsibility is to read the above mentioned other information and, in so doing, to consider whether the other information

- is materially inconsistent with the consolidated financial statements, with the content-verified group management report disclosures or with our knowledge obtained in the audit, or
- otherwise appears to be materially misstated.

If, on the basis of the work carried out by us, we reach the conclusion that this other information is materially misrepresented, we are obliged to report on that fact. We have nothing to report in that regard.

Responsibilities of Management and the Supervisory Board for the Consolidated Financial Statements and the Group Management Report

Management is responsible for the preparation of the consolidated financial statements, which comply in all material respects with the IFRS Accounting Standards as adopted in the EU and the additional requirements of German law pursuant to Section 315e (1) HGB, and for ensuring that in accordance with these requirements the consolidated financial statements give a true and fair view of the net assets, financial position and results of operations of the group. In addition, management is responsible for such internal controls as they have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the group's ability to continue as a going concern. It also has the responsibility for disclosing, as applicable, matters relating to going concern. In addition, it is responsible for financial reporting based on the going concern basis of accounting unless there is an intention to liquidate the group or to cease operations, or there is no realistic alternative but to do so.

Furthermore, management is responsible for the preparation of the group management report that, as a whole, provides an appropriate view of the group's position and is, in all material respects, consistent with the consolidated financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, the executive directors are responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a group management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the group management report.

The Supervisory Board is responsible for overseeing the group's financial reporting process for the preparation of the consolidated financial statements and of the group management report.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and of the Group Management Report

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatements due to fraudulent acts or errors, and whether the group management report as a whole provides an appropriate view of the group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our audit opinions on the consolidated financial statements and on the group management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Section 317 HGB and the EU Audit Regulation and in compliance with Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) as well as in supplementary compliance with the ISA will always detect a material misstatement. Misstatements can arise through fraudulent acts or errors 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 consolidated financial statements and this group management report.

We exercise professional judgement and maintain professional scepticism throughout the assurance engagement. We also

_ identify and assess the risks of material misstatements in the consolidated financial statements and the group management report, whether due to fraudulent acts or errors, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinions. The risk of not detecting a material misstatement resulting from fraudulent acts is higher than the risk of not uncovering a material misstatement resulting from errors, because fraudulent acts may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

_ reach an understanding of the internal controls relevant to the audit of the consolidated financial statements and of arrangements and measures (systems) relevant to the audit of the group management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of the group's internal controls or these arrangements and measures.

_ evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.

_ conclude on the appropriateness of the executive 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 group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements and in the group management report or, if such disclosures are inadequate, to modify our respective audit opinions. 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 group to cease to be able to continue as a going concern.

_ evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the net assets, financial position and financial performance of the group in compliance with IFRS Accounting Standards as adopted by the EU and the additional requirements of German commercial law pursuant to Section 315e (1) HGB.

_ plan the group audit and conduct it in such a way as to obtain sufficient appropriate audit evidence regarding the accounting information of the entities or sub-units within the group to express audit opinions on the consolidated financial statements and on the group management report. We are responsible for the direction, supervision and performance of the auditing activities conducted for purposes of the group audit. We remain solely responsible for our audit opinions.

_ evaluate the consistency of the group management report with the consolidated financial statements, its conformity with German law, and the view of the group's position it provides.

_ perform audit procedures on the prospective information presented by the executive directors in the group management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by the executive directors as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate audit opinion on the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with the relevant independence requirements and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, the actions taken or safeguards introduced to eliminate threats to our independence.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for 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.

OTHER LEGAL AND STATUTORY REQUIREMENTS

Assurance Report in Accordance with Section 317 (3a) HGB on the Electronic Reproduction of the Consolidated Financial Statements and the Group Management Report Prepared for Publication Purposes

Audit Opinion

We have performed an assurance engagement in accordance with Section 317 (3a) HGB to obtain reasonable assurance about whether the reproduction of the consolidated financial statements and the group management report (hereinafter the "ESEF documents") contained in the electronic file technotrans_SE_KA+LB_ESEF-2024-12-31.zip and prepared for publication purposes complies in all material respects with the requirements of Section 328 (1) HGB for the electronic reporting format ("ESEF format"). In accordance with German legal requirements, this assurance engagement only extends to the conversion of the information contained in the consolidated financial statements and the group management report into the ESEF format and therefore relates neither to the information contained within this reproduction nor to any other information contained in the above-mentioned electronic file

In our opinion, the reproduction of the consolidated financial statements and the group management report contained in the above-mentioned electronic file and prepared for publication purposes complies in all material respects with the requirements of Section 328 (1) HGB for the electronic reporting format. We do not express any opinion on the information contained in this reproduction nor on any other information contained in the above-mentioned electronic file beyond this reasonable assurance conclusion opinion and our audit opinion on the accompanying consolidated financial statements and the accompanying group management report for the financial year from January 1 to December 31, 2024 contained in the "Report on the Audit of the Consolidated Financial Statements and on the Group Management Report" above.

Basis for the Audit Opinion

We conducted our assurance engagement on the reproduction of the consolidated financial statements and the group management report contained in the above-mentioned electronic file in accordance with Section 317 (3a) HGB and the IDW Assurance Standard: Assurance in Accordance with Section 317 (3a) HGB on the Electronic Reproduction of Financial Statements and Management Reports Prepared for Publication Purposes (IDW AsS 410 [06/2022]) and the International Standard on Assurance Engagements 3000 (Revised). Accordingly, our responsibilities are further described in the section "Group Auditor's Responsibilities for the Assurance Engagement on the ESEF Documents". Our audit firm has applied the Requirements for a Quality Management System under the IDW Standard on Quality Management: Requirements for Quality Management in the Audit Firm (IDW QMS 1 [09/2022]).

Responsibilities of the Executive Directors and the Supervisory Board for the ESEF Documents

The executive directors of the company are responsible for the preparation of the ESEF documents including the electronic reproduction of the consolidated financial statements and the group management report in accordance with Section 328 (1) sentence 4 No. 1 HGB and for the tagging of the consolidated financial statements in accordance with Section 328 (1) sentence 4 No. 2 HGB.

In addition, the executive directors of the company are responsible for such internal control as they have considered necessary to enable the preparation of ESEF documents that are free from material non-compliance with the requirements of Section 328 (1) HGB for the electronic reporting format, whether due to fraud or error.

The Supervisory Board is responsible for overseeing the process of preparing the ESEF documents as part of the financial reporting process.

Group Auditor's Responsibilities for the Assurance Engagement on the ESEF Documents

Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material non-compliance with the requirements of Section 328 (1) HGB, whether due to fraud or error. We exercise professional judgement and maintain professional scepticism throughout the assurance engagement. We also

_ identify and assess the risks of material non-compliance with the requirements of Section 328 (1) HGB, whether due to fraud or error, design and perform assurance procedures responsive to those risks, and obtain assurance evidence that is sufficient and appropriate to provide a basis for our assurance conclusion.

_ obtain an understanding of internal control relevant to the assurance engagement of the ESEF documents in order to design assurance procedures that are appropriate in the circumstances, but not for the purpose of expressing an assurance conclusion on the effectiveness of these controls.

_ evaluate the technical validity of the ESEF documents, i.e., whether the electronic file containing the ESEF documents meets the requirements of the Delegated Regulation (EU) 2019/815 in the version applicable as at the balance sheet date on the technical specification for this electronic file.

_ evaluate whether the ESEF documents enable an XHTML reproduction with content equivalent to the audited consolidated financial statements and to the audited group management report.

_ evaluate whether the tagging of the ESEF documents with Inline XBRL technology (iXBRL) in accordance with Articles 4 and 6 of the Delegated Regulation (EU) 2019/815 as applicable on the reporting date enables an appropriate and complete machine-readable XBRL copy of the XHTML reproduction.

Further Information pursuant to Article 10 of the EU Audit Regulation

We were elected as group auditor by the Annual General Meeting on May 17, 2024. We were engaged by the Supervisory Board on December 5, 2024. We have been the group auditor of technotrans SE, Sassenberg, without interruption since the 2019 financial year.

We declare that the audit opinions contained in this audit certificate are consistent with the supplementary report to the Audit Committee pursuant to Article 11 of EU Audit Regulation (audit report).

NOTE ON OTHER MATTERS – USAGE OF THE AUDIT OPINION

Our audit opinion should always be read in conjunction with the audited consolidated financial statements and the audited group management report as well as the audited ESEF documents. The consolidated financial statements and the group management report converted to the ESEF format – including the versions to be published in the Federal Gazette – are merely electronic reproductions of the audited consolidated financial statements and the audited group management report and do not replace them. In particular, the "Report on the audit of the electronic reproductions of the consolidated financial statements and the group management report prepared for disclosure purposes in accordance with Section 317 (3a) HGB" and our audit opinion contained therein can only be used in conjunction with the audited ESEF documents provided in electronic form.

GERMAN PUBLIC AUDITOR RESPONSIBLE FOR THE ENGAGEMENT

The German Public Auditor responsible for the audit is Thomas Twelkemeier.

Osnabrück, March 31, 2025

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft

Thomas Twelkemeier	ppa. Philipp Bußmann
Wirtschaftsprüfer [German Public Auditor]	Wirtschaftsprüfer [German Public Auditor]

Glossary

Explanation of technical terms and key figures

BOOK-TO-BILL RATIO
Book-to-bill ratio = order intake for the period / revenue for the period

GROSS PROFIT
Gross profit = revenue – cost of goods sold (COGS)

CAGR
Compound annual growth rate

CO_{2e}
CO_2 equivalents are a unit of measurement for standardising the climate impact of the various greenhouse gases, usually considered over a period of 100 years. In addition to carbon dioxide (CO_2), methane (CH_4) and nitrous oxide (N_2O) are particularly relevant greenhouse gases, but fluorinated gases (F gases) are also relevant.

COGS
Cost of goods sold

EBIT
Earnings before interest and taxes

EBITDA
EBITDA = EBIT + depreciation and amortisation

ESG KPI – environmental, social, governance key performance indicator
Generic term for sustainability indicators

FREE CASH FLOW
Free cash flow = net cash from operating activities + net cash from investing activities

Net cash from operating activities = net cash from operating activities + interest and taxes paid

Net cash from operating activities = cash flow from operating activities before working capital changes + change in working capital

Change in working capital = inventories + receivables and other assets + liabilities and advances received + provisions

GEARING
Gearing = net debt / equity

GHG
Greenhouse gases are a group of gases that contribute to global warming and climate change. The Kyoto Protocol covers several greenhouse gases: carbon dioxide (CO_2), methane (CH_4), nitrous oxide (N_2O), and some fluorinated gases (F gases).

GWP
Global warming potential is a term that describes the relative effectiveness of a greenhouse gas, taking into account how long it remains active in the atmosphere. GWP is usually calculated over 100 years. Carbon dioxide (CO_2) is used as a reference gas and given a 100-year GWP of 1.

COO
Certificates Of Origin are electronic documents that certify that a certain amount of electricity from renewable energy sources was produced and fed into the grid by a specific plant, thus defining the electricity quality. Producers receive a COO for each megawatt hour (MWh) of renewable electricity, which they can market if it is not remunerated under the Renewable Energies Act (German EEG). The COO is decommissioned (cancelled) after its one-time marketing; this avoids duplicate reporting.

GROSS MARGIN
Gross margin = gross profit / revenue

NET WORKING CAPITAL
Net working capital = inventories + receivables – trade payables – advances received

NET WORKING CAPITAL RATIO
Net working capital ratio = net working capital / rolling revenue

NET DEBT
Net debt = financial liabilities + lease liabilities – cash and cash equivalents

SCOPE 1
Direct greenhouse gas emissions from own or directly controlled sources. These include emissions from the combustion of fossil fuels in boilers or vehicles.

SCOPE 2
Indirect greenhouse gas emissions from the generation of purchased forms of energy. These include electricity, heating, cooling and compressed air, insofar as these are purchased from utilities. Scope 2 emissions occur physically in the generation plant, e.g. in the case of electricity in a coal-fired power plant or a combined heat and power plant for district heating.

SCOPE 3
This scope includes all indirect greenhouse gas emissions not included in Scope 2 that occur in the value chain, including upstream and downstream emissions. They range from the extraction of raw materials and the production of purchased parts to the transport and use of the products and services sold and their recycling or disposal.

ROCE - Return on Capital Employed
ROCE = EBIT / capital employed

Capital employed = property, plant and equipment + right-of-use assets + intangible assets + inventories + trade receivables – trade payables – advances received

Financial Calendar

Publication	Date
Quarterly Communication 1-3/2025	May 6, 2025
Interim Financial Report 1-6/2025	August 13, 2025
Quarterly Communication 1-9/2025	November 18, 2025

Events	
Annual General Meeting	May 16, 2025
HIT - Hamburg Investor Days	August 28, 2025
German Equity Forum	November 24 – 25, 2025

Current information on events can be found on our website at https://www.technotrans.com/investor-relations/financial-calendar

This Version of the Annual Report in English language is a translation provided for information purposes only. The original German text shall prevail in the event of any discrepancies between the English translation and the German original. We do not accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may arise from the translation.

Rounding differences may occur.

Contact

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Key figures of the technotrans Group (IFRS)

		Δprevious year	2024	2023	2022	2021	2020
Revenue	k€	-9.2 %	238,076	262,116	238,218	211,102	190,454
Technology	k€	-11.0 %	177,652	199,590	180,203	156,890	141,916
Services	k€	-3.4 %	60,424	62,526	58,015	54,212	48,538
EBITDA	k€	-9.4 %	19,194	21,185	21,107	18,069	13,849
EBITDA margin	%		8.1	8.1	8.9	8.6	7.3
EBIT	k€	-13.0 %	12,332	14,178	14,329	11,030	6,780
EBIT margin	%		5.2	5.4	6.0	5.2	3.6
Net profit for the period[1]	k€	-14.3 %	7,318	8,535	8,900	7,020	4,956
as percentage of revenue	%		3.1	3.3	3.7	3.3	2.6
ROCE	%		11.8	13.3	13.3	12.5	7.8
Net profit per share	€		1.06	1.24	1.29	1.02	0.72
Dividend[2]	€	-14.5 %	0.53	0.62	0.64	0.51	0.36
Balance sheet	k€	-4.7 %	162,457	170,418	162,715	147,197	148,117
Equity	k€	3.2 %	98,361	95,283	91,070	84,776	79,418
Equity ratio	%		60.5	55.9	56.0	57.6	53.6
Return on equity[3]	%		7.4	9.0	9.8	8.3	6.2
Net debt[4]	k€	-10.4 %	18,548	20,690	25,957	15,344	21,539
Net working capital ratio[5]	%		25.7	23.6	26.6	20.6	21.0
Free cash flow[6]	k€	-33.5 %	8,520	12,809	-3,738	9,955	3,915
Employees (balance sheet date)		-5.3 %	1,514	1,598	1,500	1,433	1,409
Employee (FTE) (average)	Ø	-3.4 %	1,319	1,365	1,275	1,247	1,263
Personnel expenses	k€	-0.9 %	92,028	92,823	84,504	84,504	78,750
as percentage of revenue	%		38.7	35.4	35.5	37.3	39.8
Revenue per employee (FTE)	k€	-6.0 %	180	192	187	169	151
Number of shares outstanding at end of period			6,907,665	6,907,665	6,907,665	6,907,665	6,907,665
Share price max[7]	€		22.30	29.20	29.50	31.95	28.65
Share price min[7]	€		14.00	15.90	21.55	23.90	10.14

[1] Net profit for the period: Profit attributable to shareholders of technotrans SE
[2] Dividend: Proposal to the Annual General Meeting
[3] Return on equity: Net profit of the period / equity of technotrans SE's shareholders
[4] Net debt: Interest-bearing financial liabilities (including lease liabilities in accordance to IFRS 16 – cash and cash equivalents
[5] Net working capital ratio: Net working capital / revenue
[6] Free cashflow: Net cash from operating actitivities + net cash used for investments according to cash flow statement
[7] Xetra closing price

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