ANNUAL REPORT 2024

AKWEL

EFFICIENT AUTOMOTIVE SOLUTION

Public	Internal use	Restricted	Confidential
X			

TABLE OF CONTENTS

MESSAGE FROM THE PRESIDENT OF THE EXECUTIVE BOARD 5
ADMINISTRATION, MANAGEMENT AND SUPERVISION 6
1. Supervisory Board 6
2. Executive Board 6
3. Executive Committee 7
4. Statutory Auditors 7
RESPONSIBLE PERSONS 8
EXECUTIVE BOARD AND SUPERVISORY BOARD REPORTS 9
EXECUTIVE BOARD MANAGEMENT REPORT PRESENTED TO THE COMBINED GENERAL MEETING OF SHAREHOLDERS ON TUESDAY, SEPTEMBER 30, 2025 10
1. Presentation of the Consolidated Annual Accounts 10
2. Presentation of the parent company financial statements 14
3. Sustainability Report 24
REPORT ON CERTIFICATION OF SUSTAINABILITY REPORTING AND VERIFICATION OF DISCLOSURE REQUIREMENTS SET OUT IN ARTICLE 8 OF REGULATION (EU) 2020/8542 124
SUPPLEMENTARY EXECUTIVE BOARD REPORTS 130
1. Special Report on Transactions Carried Out by the Group or Its Affiliates under Stock Subscription or Purchase Options Reserved for Employees and Officers (Article L. 225-184 of the French Commercial Code) 130
2. Special Report on Transactions Carried Out by the Group or Its Affiliates Involving the Allocation of Free Shares to Employees and Officers (Article L. 225-197-4 of the French Commercial Code) 131
THE EXECUTIVE BOARD'S REPORT ON THE PROPOSED RESOLUTIONS OF THE COMBINED GENERAL MEETING OF TUESDAY, SEPTEMBER 30, 2025 132
1. Ordinary Business 132
2. Extraordinary Business 135
3. Ordinary Business 135
SUPERVISORY BOARD'S REPORT ON CORPORATE GOVERNANCE, INCLUDING ITS OBSERVATIONS ON THE MANAGEMENT REPORT AND ANNUAL ACCOUNTS FOR THE YEAR 136
1. Specific Terms and Conditions Governing Shareholder Participation in General Meetings 136
2. Governance 137
3. Remuneration of Corporate Officers 150
4. Factors That Could Have an Impact in the Event of a Public Offer 179
5. Additional Information 180
6. Observations by the Supervisory Board on the management report prepared by the Executive Board and on the annual accounts for the 2024 financial year 192
LIST OF POSITIONS, DUTIES AND PROFESSIONAL ADDRESSES OF THE SUPERVISORY BOARD AND THE EXECUTIVE BOARD AS AT DECEMBER 31, 2024 194
7. List of positions and duties of the member of the Supervisory Board as at December 31, 2024 194
8. List of positions and duties of the members of the Executive Board as at December 31, 2024 198
FINANCIAL STATEMENTS — AKWEL GROUP 202
CONSOLIDATED BALANCE SHEET 203
CONSOLIDATED INCOME STATEMENT 205
NET INCOME STATEMENT AND THE GAINS AND LOSSES RECOGNIZED DIRECTLY IN SHAREHOLDER EQUITY 206
CONSOLIDATED CASH FLOW STATEMENT 207

CHANGES IN CONSOLIDATED SHAREHOLDER EQUITY 209
NOTES TO THE CONSOLIDATED ACCOUNTS 210
1. Accounting Rules and Methods 210
2. Scope of Consolidation 223
3. Segment Information 224
4. Net Non-Current Revenue and Expenses 224
5. Financial income 224
6. Income Taxes 225
7. Goodwill 225
8. Other intangible assets 226
9. Property, plant and equipment 227
10. Non-current financial assets 229
11. Deferred taxes 229
12. Inventory 230
13. Accounts receivable and other assets related to customer contracts 230
14. Other Current Receivables 231
15. Share capital 231
16. Current and non-current provisions 231
17. Net Financial Debt 232
18. Other debt 232
19. Assets and Liabilities Held for Sale or Disposal 232
20. Off-Balance Sheet Commitments and Guarantees Provided 233
21. Workforce 233
22. Financial Instruments 235
23. Related-party transactions 235
24. Remuneration of Corporate Officers 236
25. Share Purchase Options 236
26. Risks and Disputes 236
27. Business combinations 236
28. Post-Balance Sheet Events 236
29. Statutory Auditors' Fees 237
STATUTORY AUDITOR'S REPORT ON THE CONSOLIDATED ACCOUNTS 238
FINANCIAL STATEMENTS — AKWEL 242
BALANCE SHEET 243
INCOME STATEMENT 245
NOTE TO THE PARENT COMPANY FINANCIAL STATEMENT 246
1. Presentation of AKWEL and Key Events in the Financial Year 246
2. Accounting Principles and Valuation Methods 246
3. Notes to the Balance Sheet 249
4. NOTES TO THE INCOME STATEMENT 253
5. OTHER INFORMATION 255
STATUTORY AUDITOR'S REPORT ON THE ANNUAL ACCOUNTS 258
SPECIAL STATUTORY AUDITOR'S REPORT ON THE RELATED-PARTY TRANSACTIONS 263

ADDITIONAL INFORMATION 265
GENERAL INFORMATION ON AKWEL 266
GENERAL INFORMATION CONCERNING THE GROUP'S CAPITAL 269
AGENDA OF THE COMBINED GENERAL MEETING OF TUESDAY, SEPTEMBER, 30 2025 270
1. Ordinary Business 270
2. Extraordinary Business 271
3. Ordinary Business 271
TEXT OF PROPOSED RESOLUTIONS OF THE COMBINED GENERAL MEETING OF TUESDAY SEPTEMBER 30, 2025 272
1. Ordinary business 272
2. Extraordinary Business 278
3. Ordinary Business 279

MESSAGE FROM THE PRESIDENT OF THE EXECUTIVE BOARD

Dear Sir or Madam,

During 2024, the world's automotive and HGV markets remained very volatile, with strong competition between manufacturers, a disjointed energy transition and a morose economic climate, accentuated by geopolitical or inflationary pressures.

In this context, the Group's financial position remained robust, despite declining turnover and profitability. The decrease in turnover was linked to market developments, the drop in diesel volumes, the poor commercial performance of some of our manufacturer customers (particularly in the second half of the year) and electric vehicles delayed or with production volumes not reached.

Profitability also deteriorated because, even though we adapted production costs for the lower turnover and improved the recovery percentage, the expenses and investments to prepare for the future remained at the same level as in 2023. We continued to work on innovation, adapting products to new expectations and integrating added value, and made the necessary industrial changes. We took a significant level of orders for electrified vehicles and for combustion-engine vehicles. This generates significant development costs, but should allow us to return to previous levels of turnover growth in the medium-term.

In other areas, the operational indicators are progressing. Regarding AKWEL's health, safety, delivery performance or social responsibility, improvements have been noted. Thanks to the many actions undertaken, we are improving the well-being at work of our Akwelis* and the efficiency of our tools, we are reducing the carbon footprint of our activities, we are recycling our waste better and reducing our energy and water consumption, and we are more ethical, internally and in our supply chain.

In 2025, we will continue to be very flexible and pragmatic, in order to adapt to the ongoing instability and the geopolitical decisions taken by the various countries in which we are located. To do this, we can rely on our industrial localization policy, which should protect us from certain negative impacts, and on our ability to adapt costs. We will improve and adapt our work habits to seek more efficiency and copy the best practices of our competitors. We will continue to develop our industrial facilities and our means of production with the opening of new plants and potential restructuring to follow market developments.

Finally, to continue to prove our level of competence, commitment and performance to our customers and stakeholders, we will obtain several certifications: ISO 45001, relating to staff health and safety, ISO 50001, for improving energy performance and Tisax, for information security.

We will continue to roll out our CSR "AKWEL being" approach, based on four pillars:

- A sustainable pillar, through eco-design and the reduction of our environmental impact;
- A social pillar, for more respect for inclusion, diversity and merit;
- An ethical pillar, through daily reminders of our commitment to ethics, anti-corruption and strong decisions in case of non-compliance;
- And reflecting our desire to be a responsible buyer through more involvement in the assessment and audit of our suppliers.

Mathieu Coutier
President of the Executive Board

* AKWEL employees

ADMINISTRATION, MANAGEMENT AND SUPERVISION

1. Supervisory Board

André Coutier	President of the Supervisory Board
Nicolas Job	Vice-President of the Supervisory Board
Geneviève Coutier	Member
Émilie Coutier	Member
COUTIER DEVELOPPEMENT represented by Christophe Coutier	Member
Guillaume Wesolowski (*)	Member
Anne Vignat Ducret	Member

(*) Member elected by employees.

In *paragraph 2.1.1.2.* of the Supervisory Board's Corporate Governance Report, which includes the Supervisory Board's observations on the management report and annual accounts, you will find information indicating their age, independent status, member status regarding the Audit Committee and the CSR and Remuneration Committee, the number of shares they hold in the Group, the end date of their terms of office within the Group, and the positions and offices they hold in other companies, whether listed or not.

2. Executive Board

Mathieu Coutier	President of the Executive Board
Benoit Coutier	Member — Legal & Financial VP
Nicolas Coutier	Member — Business Development VP

In *paragraph 2.2.1.2.* of the Supervisory Board's Corporate Governance Report, which includes the Supervisory Board's observations on the management report and annual accounts, you will find information indicating their age, the number of shares they hold in the Group, the end date of their terms of office within the Group, and the positions and offices they hold in other companies, whether listed or not.

3. Executive Committee

Jayram Athavale	Executive Vice President, Operations, Asia
Benoit Coutier	Member of the Executive Board — Legal & Financial VP
Mathieu Coutier	President of the Executive Board
Nicolas Coutier	Member of the Executive Board — Business Development VP
Maxime Delorme	Executive Operation VP
Pierre Gaillard	Human Resources VP
Patrick Gressel	Information Technology VP
Laurent Hien	Manufacturing Performance VP
Gilles Kern	Quality, Safety, Environment and Energy VP
Karine Lesne	Purchasing VP
Philippe Mao	Executive Operation VP
Ludovic Mercier	Marketing and Sales VP
Alfredo Soto	Executive Operation VP
Jean-Philippe Ventura	Industrialization and Standardization VP

4. Statutory Auditors

	Date of First Appointment	Date of Reappointment	End of Term of Office (Annual General Meeting of Shareholders Called to Approve the Accounts for the Year Ended)
Primary Auditors			
PRICEWATERHOUSECOOPERS AUDIT **Matthieu Moussy** 63, rue de Villiers 92200 Neuilly-sur-Seine	May 23, 2024	-	December 31, 2029
FORVIS MAZARS **Jérôme Neyret** 109, rue tête d'or 69006 Lyon, France	February 23, 2004	May 23, 2024	December 31, 2029

RESPONSIBLE PERSONS

Document Manager

Mathieu Coutier, President of the Executive Board

Tel.: +33 (0)4 50 56 98 98

Certification by the Person Responsible for the Annual Financial Report

I hereby certify, to the best of my knowledge, that the annual accounts and consolidated accounts have been drawn up in accordance with the applicable accounting standards and give a true and fair view of the assets and liabilities, the financial position and the profits or losses of the Company and all the companies included in the consolidation, and that the Group Management Report on page 10 presents a true and fair view of the evolution and results of the Company and the financial position of the Company and of all the companies included in the consolidation, as well as a description of the main risks and uncertainties they face, and has been prepared in accordance with the applicable sustainability information standards.

Mathieu Coutier
President of the Executive Board

Financial Reporting Manager

Benoit Coutier, Legal & Financial VP

Tel.: +33 (0)4 50 56 98 98

EXECUTIVE BOARD AND SUPERVISORY BOARD REPORTS

EXECUTIVE BOARD MANAGEMENT REPORT PRESENTED TO THE COMBINED GENERAL MEETING OF SHAREHOLDERS ON TUESDAY, SEPTEMBER 30, 2025

Dear Shareholders,

In accordance with legal and regulatory provisions and the Group's bylaws, the Executive Board has convened this Combined General Meeting of Shareholders to report to you on the management of your company and its subsidiaries, and to submit for your approval the financial statements for the year ended December 31, 2024.

Notices of meeting were duly sent to you, and all documents and materials required by current regulations were sent to you or made available to you within the legal deadlines.

1. Presentation of the Consolidated Annual Accounts

Accounting Standards

The consolidated financial statements of the AKWEL Group (hereinafter the "Group") were prepared in accordance with IFRS, as adopted by the European Union.

During the year, the Group adopted the mandatory standards, amendments and interpretations over the reporting period. These texts had a limited impact on the Group's net income and financial position.

1.1. Significant Events during the Reporting Period

1.1.1. A decrease in activity

In a global automotive production market down by 1.1% in 2024, the Group posted turnover of €989.0 million, a reported fall of -7.3% compared to the previous year. On a like-for-like basis with constant exchange rates, the decrease in annual turnover was -7.0%. The decrease in activity was more significant in the Europe, Middle East and Africa area, with turnover down by -9.2%. The Americas zone decreased by -3.5% and Asia by -0.3%. The largest product lines were cooling and fuel, thanks in particular to the successful repositioning on gas and hybrid vehicles. The decontamination product line contracted sharply, particularly in the spare parts activity.

1.1.2. Highlights of financial year 2024

During the past financial year, significant operations and events in terms of scope or organization were as follows:

- Closure of the Chongqing plant in China;
- Closure of the Gournay-en-Bray plant in France;
- Sale of the Mureaux plant in France, generating a capital gain of €3.3 million;
- Sale of the Córdoba plant in Argentina, generating a capital gain of €2.7 million;
- The tense economic environment has created difficulties in the Group's relations with some of its suppliers (suppliers who are in arrears, renegotiations or early order stoppages) and with some of its customers forced to postpone, revise downward and even terminate projects.

1.2. Analysis of the Consolidated Annual Accounts

The consolidated key figures for financial year 2024 were as follows:

(in thousands of euro)	12/31/2024	12/31/2023
Turnover excl. tax	989.0	1,066.4
Current operating income	38.4	61.0
Operating income	39.7	49.3
Net income, Group share	**24.2**	**35.7**
Cash flow	**66.3**	**84.7**

The value-added ratio rose to 40.0% of turnover, compared with 38.0% in 2023. This improved performance is due to higher sales prices, which partially offset increases in material costs.

Personnel costs, including those for temporary staff and any employee profit-sharing, amounted to €305.5 million, up 2.4% compared to the previous financial year. This increase was mainly due to wage inflation.

EBITDA amounted to €87.2 million, down 14.4% compared to the previous financial year. At 8.8% of turnover, EBITDA for 2024 was 0.8 points lower than in 2023.

Depreciation and amortization amounted to €39.3 million, compared to €38.6 million in 2023.

Net allocations to provisions amounted to -€9.6 million, compared to -€2.3 million in 2023. This increase was mainly due to additional "warranty" risks of €4.2 million, tax risk provisions of €1 million, employee risks (pensions and employee disputes) of €2.6 million and customer default risks (in particular one defaulting customer affecting the accounts by €0.8 million).

Current operating income stood at €38.4 million, down 37% compared to the previous financial year. At 3.9% of turnover, profitability for financial year 2024 decreased compared to the previous year (5.7%).

Other revenue and non-current expenses amounted to €1.3 million, compared to -€11.8 million in 2023. The recognition of restructuring costs of €9.2 million, linked to the closure of the Gournay site, had weighed heavily on financial year 2023.

The cost of net financial debt was positive at €1.8 million in 2024 compared to €0.3 million, thanks to investments and lower utilization of debt.

Other financial income and expenses represented an expense of €0.5 million, compared to an expense of €0.1 million in 2023.

The income tax expense amounted to €16.6 million in 2024, compared to €13.0 million in 2023. This high tax burden was due to the non-activation of tax deficits, while more entities in the group were in deficit in 2024.

1.3. Analysis of the Group's Financial Position, Particularly Its Debt Position

Net income, Group share amounted to €24.2 million, compared to €35.5 million in 2023. Net profitability was 2.4%, down compared to 2023 (3.3%).

Net cash, including lease obligations, amounted to €133.4 million, compared to €105.0 million in 2023. Gross cash amounted to €150.4 million, compared to €151.5 million in 2023.

1.4. Investment Policy

Shareholders' equity stood at €607.1 million, compared to €610.3 million in the previous financial year. This accounted for 72.6% of the balance sheet total (and over 88.5% excluding cash and cash equivalents).

Non-financial investments amounted to €46.9 million, compared to €59.3 million in the previous financial year.

1.5. Significant Events since the Financial Year-End and the Date of Preparation of the Management Report

In March 2025, the Group announced a project for the amicable termination of the collective agreement in France, resulting
in the reorganization of the teams in order to adapt to recent market developments. 69 posts at 7 sites would be affected by this project.

1.6. Foreseeable Trends and Future Prospects

The 2025 financial year will be marked by a further decrease in turnover, comparable to that observed in 2024, reflecting the outlook in the automotive sector, as well as the planned shutdown of certain products, such as SCR tanks, and a slight increase in profitability compared to 2024.

In addition, there are uncertainties in the US market, where the government is introducing tariffs on certain products from foreign countries. The impacts of these measures are not quantifiable at this time.

1.7. Insurance and Risk Coverage

The Group has taken out insurance policies with reputable, solvent insurance companies to cover the risks arising in the normal course of its business, at levels the Group deems appropriate in view of its size and the risks involved. All companies of which the Group has over 50% ownership, or for which the Group is responsible for insurance, are covered by these insurance policies.

Where necessary, these insurance policies are backed by local policies in all the countries where the Group operates.

All Group insurance policies are negotiated and coordinated by the Group's Legal & Financial VP, who is responsible for identifying the Group's insurable risks, assessing their potential consequences for the Group, and designing and structuring appropriate insurance policies with the help of leading insurance brokers with international networks.

The Group’s insurance policies are designed to cover the main risks that could affect its business, results or assets, providing the following coverage:

- Property damage and business interruption insurance;
- Operations and product liability insurance, with the exception of new claims concerning SCR tanks;
- Directors' and officers' liability insurance;
- Insurance covering specific risks (vehicle fleet, *auto-mission* cover [coverage of employees' personal vehicles when used for work], transportation of goods, employee travel).

The Group’s insurance policies contain exclusions, ceilings and deductibles that could expose it to adverse consequences should significant events occur or legal action be brought against it.

In addition, the Group may be required to indemnify third parties for damages not covered by its insurance policies, or it may incur significant expenses that may not be covered or be insufficiently covered, under its policies.

Since January 1, 2023, the loss ratio and tougher market conditions have led to a sharp increase in premiums and in the deductibles applicable in the event of a recall.

1.8. Research and Development Activity

In 2024, the Group continued to devote significant resources to Research and Development. Research and Development costs amounted to €55.7 million, or 5.6% of consolidated turnover, compared to €62.6 million in 2023 (5.9% of consolidated turnover).

These Research and Development costs have been recognized as an expense, as they do not meet all the criteria required by accounting standards for capitalization.

The Group benefited from a research tax credit of €0.9 million, the same amount as in 2023.

The main areas of focus of our Research and Development activities are aimed at providing solutions to environmental issues, in particular:

- The prevention and treatment of pollutant emissions;
- Reducing CO_2 emissions (by designing lighter parts, for example);
- Solutions compatible with biofuels or that meet the requirements of hybrid or electric vehicles;
- Eco-design and product recycling.

1.9. Information on essential intangible resources (Article L. 22-10-35 6 and RT)

The Group's business is based on a set of essential intangible resources, including its portfolio of patents related to fluid management systems, its know-how in mechanical engineering and its strategic relationships with the main automotive manufacturers.

Technological innovation and the optimization of manufacturing processes are key areas of value creation for the Group, enabling it to support the evolution of the sector, particularly in terms of electrification and sustainability.

1.10. Impact of the Company's activities to combat tax evasion (Article L. 22-10-35 1° of the French Commercial Code)

The Group's tax policy is transparent and fully in line with its corporate responsibility strategy. The Group therefore practices responsible corporate citizenship, not only complying with legislation, but above all making a fair contribution to the countries in which it operates.

To this end, the Group's tax policy is based on the following principles:

- Compliance with the international tax standards set out by the OECD ("Transfer Pricing Guidelines for Multinational Enterprises and Tax Administrations"), so that intra-Group transactions comply with the arm's length principle;
- Not attempting to evade the payment of taxes, particularly through complex and opaque structures. The Company does not hold any entity in jurisdictions on the EU list of non-cooperative tax states and territories;
- Providing transparent declarations to the competent authorities.

1.11. Relationship between the nation and the military and supporting commitment to the National Guard reserves (Article L. 22-10-35 2° of the Commercial Code)

Although the Company did not implement any specific action to support the relationship between the nation and the military during the financial year, it has among its staff an employee in the operational reserves, thus demonstrating the involvement of its employees as citizens and its indirect contribution to this national commitment.

2. Presentation of the parent company financial statements

The corporate annual accounts have been prepared in accordance with the accounting principles applicable in France.

2.1. Group Position and Activity during the Year — Balance Sheet and income statement

Turnover amounted to €303.5 million, down 16% compared to the previous year. This decrease in turnover was due to a slowdown in activity (decrease in automotive production in Europe of 4.7%) and the decrease in the activity of replacing SCR tanks.

Value-added amounted to €83.2 million, down 9.8% compared to the previous year. It nevertheless increased to 27.4%, from 25.5% in 2023, due to the achievement of better purchasing conditions and the control of indirect purchases.

Taxes and levies amounted to €3.6 million, down 14.2% compared to the previous financial year.

Personnel costs amounted to €60.5 million, up 3.6%. They represented 19.9% of turnover, compared to 16.1% in 2023.

EBITDA amounted to €19.2 million, compared to €29.7 million in the previous financial year. Depreciation and amortization amounted to €8.3 million, compared to €9.4 million in 2023. This trend is logical, given the reduction in investment levels over the past few financial years.

Net provision allocations/reversals amounted to -€1.2 million, compared to -€8.5 million in 2023. The 2023 allocations to the provisions were affected in particular by the announced closure of the Gournay site.

In view of the above, operating income amounted to €7.5 million, compared to €11.5 million in 2023.

Financial income was €16.8 million, compared to -€12.7 million in 2023. The Company received dividends of €36.9 million from its subsidiaries in the 2024 financial year.

Exceptional income was €3.7 million. It mainly consisted of the sale of the Les Mureaux site for €3.4 million.

The Company posted an income tax charge of €0.3 million for the financial year, compared to a credit of €0.5 million in the previous year. A research tax credit of €0.9 million was recognized (the same amount as in 2023). The tax charge includes the impact of the tax audit of €0.8 million.

Taking into account the above items, the Company's net income amounted to €27.7 million.

2.2. Analysis of the Company’s Financial Position, Particularly Its Debt Position

Total assets stood at €442.7 million, compared to €454.1 million in 2023.

Acquisitions of intangible assets and property, plant and equipment (net of changes in assets under construction) amounted to €8.4 million, compared to €7.8 million in the previous financial year. This trend reflects the resumption of capital expenditure in the current financial year.

Associated companies increased by €7.8 million in 2024 following capital increases by the Moroccan and Thai subsidiaries. Receivables related to associated companies decreased by €4.6 million following cash flows from some of the subsidiaries, notably in the US.

In view of the above, the Company's net debt stood at €139.1 million, compared to €174.4 million in 2023. The sharp decrease in outstanding loans over the year, from €34.5 million to €1.5 million in 2024, should be noted. This level of debt still seems very reasonable, given the Group's size, assets and profitability, particularly as over €189.7 million, i.e. 99%, consists of intra-Group loans.

Shareholders' equity before the allocation of income amounted to €153.2 million, compared to €138.3 million in the previous financial year. Shareholders' equity accounts for 34.6% of the balance sheet total.

2.3. Significant Events since the Financial Year-End and the Date of Preparation of the Management Report

In March 2025, the Group announced a plan for an amicable agreement to end their contract in France, resulting in the reorganization of the teams in order to adapt to recent market developments. 69 posts at 7 sites would be affected by this project.

2.4. Foreseeable Trends and Future Prospects

The 2025 financial year will be marked by a further decrease in turnover, given the outlook in the automotive sector and the planned shutdown of certain products, such as SCR tanks.

2.5. Research and Development Activity

In 2024, the Company continued to devote significant resources to Research and Development. Research and Development costs amounted to €19.2 million, or 6.3% of consolidated turnover.

These Research and Development costs have been recognized as an expense, as they do not meet all the criteria required by accounting standards for capitalization.

The Group benefited from a research tax credit of €0.9 million, identical to 2023.

The main areas of focus of our Research and Development activities are aimed at providing solutions to environmental issues, in particular:

- The prevention and treatment of pollutant emissions;
- Reducing CO2 emissions (by designing lighter parts, for example);
- Solutions compatible with biofuels or that meet the requirements of hybrid or electric vehicles;
- Eco-design and product recycling.

2.6. Income and Allocation

The Ordinary General Meeting will be asked to approve the transactions reflected in the income statement and balance sheet submitted to it, and then to approve the allocation of the €27,646,198.68 income for the year.

It is proposed that a dividend of €7,965,132 be distributed to shareholders, representing a gross dividend per share of €0.30.

The balance will be allocated entirely to retained earnings, which will amount to €91,402,757.15 after the allocation.

It should be noted that this dividend is subject (unless the shareholder expressly requests otherwise, and provided it meets the criteria imposed by law) to the compulsory flat-rate withholding tax of 12.8%, imposed by Article 117 *quater*, as amended, of the French General Tax Code. The dividend is also subject to social security deductions at the rate of 17.2%.

Dividends are taxed either under the 30% flat-rate withholding tax system, which has already been deducted as indicated above, or, at the shareholder's option, under the income tax system after application, for individuals domiciled in France for tax purposes, of the deduction provided for in Article 158, 3-2° of the French General Tax Code.

In accordance with the provisions of Article 243 *bis* of the French General Tax Code, we hereby inform you that the dividends distributed over the previous three financial years were as follows:

Financial Year Ended	Dividend per Share (in €)	Income Eligible or Ineligible for Tax Deduction
December 31, 2021	0.45	40% deduction when applicable
12.31.22	0.30	40% deduction when applicable
December 31, 2023	0.30	40% deduction when applicable

In accordance with the provisions of Article 223 quater of the French General Tax Code, we ask you to approve the expenses and charges referred to in Article 39.4 of said Code, which amount to €48,132 and result in taxation of €12,033 (at the rate of 25%).

2.7. Activities of Subsidiaries and Controlled Companies

2.7.1. Table of Subsidiaries and Holdings

The table of subsidiaries and associated companies is presented in the notes to the AKWEL SA financial statements (see note *5.9.*).

2.7.2. Acquisition of Shareholdings or Control of Companies Headquartered in France during the Financial Year (Article L. 233-6 of the French Commercial Code)

In financial year 2024, the Company did not acquire any new shareholdings or controlling interests.

2.7.3. Reciprocal Cross Holdings (Article L. 233-29 and R. 233-19 of the French Commercial Code)

There are no reciprocal cross holdings to be disclosed in accordance with regulations in force at the date of preparation of this report.

2.7.4. Disposal of Shares to Regularize Cross Holdings

There was no disposal of shares during the financial year.

2.8. Share Capital and Shareholding Structure (Article L. 233-13 of the French Commercial Code)

At December 31, 2024, the Company's share capital was distributed as follows:

Shareholders	Shares	% of share capital	Voting Rights	% of Voting Rights
COUTIER DEVELOPPEMENT (1)	15,331,170	57.74	30,662,340	67.55
COUTIER SENIOR (2)	3,259,480	12.27	6,518,960	14.36
COUTIER family (natural persons)	61,990	0.23	110,250	0.24
COUTIER family subtotal (3)	18,652,640	70.24	37,291,550	82.15
AMIRAL GESTION	2,408,374	9.07	2,145,633	4.73
Other registered and bearer shareholders	5,483,182	20.67	5,952,221	13.12
Treasury shares (4)	6044	0.02	-	-
Total	**26,550,240**	**100.00**	**45,198,921**	**100.00**

(1) A public limited company with an Executive Board and Supervisory Board and share capital of €46,249,840, having its registered office at Champfromier (01410), 975 Route des Burgondes and registered in the Bourg-en-Bresse Trade and Companies Register under the unique identification number 395 006 398 COUTIER DEVELOPPEMENT is controlled by Messrs. André and Roger Coutier and their descendants, directly and/or indirectly, in particular via asset management holdings. Mr. André Coutier is President of the Executive Board and Mr. Roger Coutier is President of the Supervisory Board.
(2) *Société civile* with share capital of €4,822,000, having its registered office in Champfromier (01410), 975 route des Burgondes, registered in the Bourg-en-Bresse Trade and Companies Register under unique identification number 451 360 150 COUTIER SENIOR is held by COUTIER DEVELOPPEMENT (100% of share capital and voting rights). Mr. Roger Coutier is the Manager.
(3) See AMF document 207C1059 of June 6, 2007.
(4) In accordance with Article L. 225-10 of the French Commercial Code, shares held by the Group are not entitled to dividends or voting rights.

To the best of the Company's knowledge, at the date of preparation of this report, no shareholder other than those mentioned above held, directly or indirectly, alone or jointly, more than 5% of the Group's share capital or voting rights.

2.9. Agreements Referred to in Article L. 225-86 of the French Commercial Code

In accordance with Article L. 225-86 of the French Commercial Code, the Supervisory Board presents the General Meeting of Shareholders with the agreements referred to in Article L. 225-86 of the same Code that were entered into or continued during the financial year just ended. The Statutory Auditors have been duly advised of these agreements, which they have described in their special report.

2.10. Inventory of Marketable Securities

A complete list of the Company's French and foreign holdings is provided in the table of subsidiaries and holdings.

2.11. Financial results for the last five financial years (Articles R. 225-83 and R. 225-102 of the French Commercial Code) (in euro, except "Average number of employees during the financial year")

FINANCIAL YEARS CONCERNED NATURE OF INDICATIONS	From 01/01/20 to 12/31/20	From 01/01/21 to 12/31/21	From 01/01/22 to 12/31/22	From 01/01/23 to 12/31/23	From 01/01/24 to 12/31/24
Capital at Financial Year-End					
a) Share capital	21,392,832	21,392,832	21,392,832	21,392,832	21,240,192
b) Existing shares					
- number	26,741,040	26,741,040	26,741,040	26,741,040	26,550,240
- par value of shares	0.8	0.8	0.8	0.8	0.8
c) Number of preference shares (non-voting)	-	-	-	-	-
d) Maximum number of future shares to be issued	-	-	-	-	-
- through bond conversions	-	-	-	-	-
- by exercising subscription rights	-	-	-	-	-
Operations and Results for the Financial Year					
a) Turnover, excluding taxes	325,148,045	318,130,181	323,462,410	362,167,517	303,485,074
b) Income before tax, employee profit-sharing, depreciation and amortization, and provisions	54,068,390	45,030,903	8,785,480	20,980,835	50,173,961
c) Income tax	-970,038	-855,039	-250,798	-507,058	385,500
d) Employee profit-sharing for the financial year	-	-	-	-	-
b) Income after tax, employee profit-sharing, depreciation and amortization, and provisions	1,193,005	1,230,502	-12,987,890	-93,890	27,646,199
f) Distributed earnings	12,033,468	12,033,468	8,022,312	8,022,312	7,965,132(*)
Earnings per Share	**Earnings per Share**				
a) Income after tax and employee profit-sharing, but before depreciation, amortization and provisions	0.87	0.27	-0.34	0.76	1.87
b) Income after tax, employee profit-sharing, depreciation and amortization, and provisions	0.04	0.05	-0.48	-0.78	1.04

c) Net dividend per share	0.45	0.45	0.30	0.30	0.30*
Personnel					
a) Average number of employees during the financial year	1407	1297	1171	1099	1072
b) Total payroll for the financial year	44,222,473	47,806,567	45,749,577	44,363,955	45,480,732
c) Amount paid for employee benefits during the financial year (social security, social welfare, etc.)	15,065,910	15,228,833	14,584,691	14,004,362	14,982,783

* This refers to the dividend distribution that the Executive Board will propose to the General Meeting of September 30, 2025.

2.12. Securities Transactions by Members of the Executive Board and Supervisory Board

No other corporate officer has carried out any individual transactions. The same applies to people closely linked to them.

2.13. Employee Share Ownership

At the end of the financial year, employees of the Company and companies related to them pursuant to Article L. 225-180 of the French Commercial Code held no interest in the Company's capital under a company savings plan (*plan d'épargne d'entreprise* — PEE) governed by Articles L. 3332-1 et seqq. of the French Labor Code.

At the same date, these same employees held no interest in the Company's capital through company mutual funds.

2.14. Choice of Terms and Conditions Governing the Retention by Corporate Officers of Free Shares Allocated Resulting from the Exercise of Stock Options

None.

2.15. Calculation Elements and Results of the Adjustment of the Conversion Bases and the Subscription or Exercise Conditions for Securities Giving Access to the Capital or Share Subscriptions or Purchases

None.

2.16. Transactions in Group Securities during Financial Year 2024 under the Liquidity and Market-Making Contract

This section describes the information required by Article L. 225-211 of the French Commercial Code.

2.16.1. Share buyback program authorized on May 23, 2024

The Combined General Meeting of Shareholders of May 23, 2024 authorized the Executive Board, for a period of eighteen months from the date of said meeting, i.e. until November 22, 2025, to implement a share buyback program for up to 10% of the share capital.

The Company's share buyback program allows the Executive Board to buy back up to 10% of the Company's shares, with a view to:

- Ensuring a liquid market for the Group's securities through an investment services provider, acting independently under a liquidity contract that complies with regulations;
- Retaining the shares repurchased and subsequently reissuing them in exchange for or as payment in connection with merger, demerger, contribution or external growth operations;
- Potentially canceling some or all of the shares repurchased;
- Implementing any market practice that may be permitted by the regulations, and more generally carrying out any transaction that complies with the regulations in force.

A description of this share buyback program is included in the financial report filed with the AMF under number D. 22-0078 on March 30, 2023.

The maximum purchase price has been set at €50 per share, and the maximum amount of funds earmarked for this buyback program has been set at €133,403,000.

2.16.2. Transactions Carried Out under the Buyback Program

In the last financial year, the Company did not use the authorization to purchase its own shares.

All shares held have been allocated to cancellation.

No treasury shares were reallocated for any other purpose in 2024.

At the date of preparation of this report, the Executive Board canceled 190,800 repurchased shares.

Summary declaration table as of December 31, 2024	
Number of treasury shares held directly or indirectly as of May 23, 2024	196,844
Number of shares purchased between May 23, 2024 and December 31, 2024	0
Number of treasury shares held as of December 31, 2024	6,044
% of share capital	0.022%
Gross weighted average price of shares purchased (in euro)	39.7586383
Number of shares canceled over the past 24 months	190,800
Number of securities held in the portfolio as of December 31, 2024	6,044
Par value of treasury shares	€4835.20
Net book value of treasury shares (in euro)	€52,808.32
Market value of the portfolio (in euro) based on the share price on December 31, 2024, i.e. €8.06	€48,714.64

No treasury shares were reallocated for any other purpose in 2024.

2.16.3. Breakdown of Shares Held by the Company by Purpose

At December 31, 2024, the 6044 shares held by the Company were allocated to cancellation.

2.17. Description of the Share Buyback Program

This section describes the information that must be included in the description of the share buyback program pursuant to Article 241-2 of the General Regulations of the Autorité des Marchés Financiers.

It was proposed that the Combined General Meeting of Tuesday, September 30, 2025 authorize a new buyback program for the Company's shares, the conditions of which would be as follows:

- Securities concerned: AKWEL ordinary shares listed on Euronext Paris, compartment B, ISIN FR0000053027;
- Maximum purchase price: €50 per share;
- The maximum amount of the transaction is therefore set at €123,863,000;
- Maximum share authorized for repurchase: 10% of the share capital, it being specified that this limit is assessed at the date of the buybacks in order to take into account any capital increases or reductions that may take place throughout the duration of the program.

The number of shares used to calculate this limit corresponds to the number of shares purchased.

- Maximum duration: 18 months from the date of the General Meeting.

These acquisitions may be made with a view to:

- Ensuring a liquid market for the Company's securities through an investment services provider, acting independently under a liquidity contract that complies with the regulations;
- Retaining the shares repurchased and subsequently reissuing them in exchange for or as payment in connection with merger, demerger, contribution or external growth operations;
- Potentially canceling some or all of the shares repurchased, under the conditions provided for by law;
- Implementing any market practice that may be permitted by the regulations, and more generally carrying out any transaction that complies with the regulations in force, in which case the Company will inform its shareholders by means of a press release.

As the objective of retaining shares for subsequent reissue in connection with external growth transactions no longer qualifies as an accepted market practice under the new European regulations, it is not included in the draft resolution.

Dividends on shares will be allocated to retained earnings.

These share purchases may be carried out by any means, including the acquisition of blocks of securities, and at the times deemed appropriate by the Executive Board.

The Company reserves the right to use options or derivatives in accordance with applicable regulations.

2.18. Treasury shares

As at December 31, 2024, the Company held 6044 shares following the termination of the liquidity contract on December 7, 2022.

2.19. Price Fluctuation Risk

None.

2.20. Financial Penalties for Anti-Competitive Practices

None.

2.21. Main Risks and Uncertainties Facing the Group; Use of Financial Instruments

Please refer to the chapter of the Group management report referred to in *paragraph 5.9. Risk Factors*.

2.22. Information on Supplier and Customer Payment Terms (Article L. 441-14 of the French Commercial Code)

2.22.1. Invoices Received but Not Paid by the End of the Financial Year (Article D. 441-6°of the French Commercial Code)

	0 Days (Indicative)	1 to 30 days	31 to 60 days	61 to 90 days	91 days or more	Total (1 day or more)
(A) Payment Delay Range						
Number of invoices concerned	4596	139	67	24	113	**343**
Total amount of invoices concerned, incl. taxes	24,665,895	25,826	260,207	96,132	207,496	**589,661**
Percentage of total purchases for the year, incl. taxes	9.47%	0.01%	0.10%	0.04%	0.08%	**0.23%**
(B) Invoices Excluded from (A) Relating to Disputed or Unrecorded Payables and Receivables						
Number of invoices excluded	65	40	12	10	60	**122**
Total amount of invoices excluded, incl. taxes	440,480	320,513	33,926	95,167	-137,184	**312,422**
(C) Reference Payment Terms Used (Contractual or Legal — Article L. 441-6 or Article L. 443-1 of the French Commercial Code)						
Payment terms used to calculate late payments	• Contractual terms: Excluding tooling (payment by installments and according to approval letter), the average payment term is 45 days from the end of the month, but can vary from 30 days net to 90 days from the end of month, depending on the supplier • Legal terms: 45 days from the end of month with French suppliers (excluding tooling)					

2.22.2. Invoices Issued but Not Paid by the End of the Financial Year (Article D. 441 I. - 2° of the French Commercial Code)

	0 Days (Indicative)	1 to 30 Days	31 to 60 days	61 to 90 days	91 Days or More	Total (1 Day or More)
(A) Payment Delay Range						
Number of invoices concerned	6552	405	298	124	516	1343
Total amount of invoices concerned, incl. taxes	52,365,040	88,587	308,195	-525,572	2,618,432	2,489,642
Percentage of turnover for the year, incl. taxes	14.38%	0.02%	0.08%	-0.14%	0.72%	15.06%
(B)* Invoices Excluded from (A) Relating to Disputed or Unrecorded Payables and Receivables						
Number of invoices excluded	3	9	20	3	128	163
	72	3249	22,585	9374	248,522	283,802

** including 82 invoices for doubtful receivables totaling €186,384*

(C) Reference Payment Terms Used (Contractual or Legal — Article L. 441-6 or Article L. 443-1 of the French Commercial Code)	
Payment terms used to calculate late payments	• Contractual terms: excluding tooling (payment by installments and according to approval letter), the average payment term is 45 days from the end of the month, but can vary from 30 days to 90 days from the end of month depending on the customer • legal terms: 45 days from the end of month with French customers (excluding tooling)

2.23. Mention of Existing Branches (Article L. 232-1 of the French Commercial Code)

As of December 31, 2024, the Company had no branches.

2.24. Inter-Company Loans Granted under Article L. 511-6 3 bis of the French Monetary and Financial Code

In accordance with the provisions of Article L. 511-6 3 *bis* of the French Monetary and Financial Code, we hereby inform you that no loans maturing in less than two years have been granted to companies with which the Company has economic ties.

2.25. Major Contracts

Over the past three years and as at the date of this document, the Company has not entered into any major contracts, other than those entered into in the ordinary course of business, that would give rise to a significant obligation or commitment for the Group as a whole.

2.26. Information on essential intangible resources

Please see the chapter of the Group management report referred to in *paragraph 1.9*.

2.27. Promoting the relationship between the nation and the military and supporting commitment to the National Guard reserves

Please see the chapter of the Group management report referred to in *paragraph 1.11*.

2.28. Impact of the Company's activities to combat tax evasion

Please see the chapter of the Group management report referred to in *paragraph 1.10*.

3. Sustainability Report

Introduction

The European Directive 2022/2464/EU, the so-called Corporate Sustainability Reporting Directive (hereinafter "CSRD"), and the ESRS (European Sustainability Reporting Standards), require companies to report on their environmental, social and governance (ESG) impact.

This section of the management report, in accordance with these requirements, presents AKWEL's material sustainability issues. This information makes it possible to understand both the effects of the key issues on the financial position and performance of AKWEL and the Company's impacts on the environment and the population.

This is the first year of publication under this new regulatory framework, a significant evolution compared to previous reporting obligations, in terms of both content and depth of analysis.

Against this backdrop, this report is based on the data and analyses available and the internal processes at the date of its preparation. Some information, in particular information relating to the value chain, is being consolidated or further researched and will be further developed in future years.

As a result, methodological limitations or uncertainties may still exist on certain indicators or analyses, due in particular to:

- The collection of external data, in particular in the value chain;
- The complexity of certain technical topics;
- The heterogeneity of reporting tools, which makes it more difficult to obtain homogeneous data;
- Quantification limits for certain indicators concerning emissions of air pollutants. AKWEL is not yet able to quantify these emissions across all its activities;
- The continuous evolution of regulatory interpretations and good practice.

Missing indicators and unavailable information

For this first year, AKWEL focused on the publication of mandatory information (excluding transitional provisions) but was not able to publish all of this information due to difficulties in collecting it.

AKWEL is committed to continuing its efforts to ensure the gradual completion of these indicators in the next few years. A two-year action plan will be drawn up to significantly increase the availability of the requested information.

In accordance with the requirements of ESRS, the following information cannot be communicated at this stage due to the unavailability of certain data or collection processes still under development.

This includes:

ESRS	Publication requirement	Missing or incomplete information	Reference in the sustainability report
ESRS 2	GOV-4 Statement on due diligence	Statement in the process of being drafted. Publication scheduled for next financial year	Section 3.1.2.7
E1 Climate change	E1.SBM-3 Description of the resilience of its strategy and economic model to climate change	Analysis not yet formalized. Current financial year	Section 3.2.2.4
E1 Climate change	E1.IRO-1 Description of the processes to identify and assess material climate-related impacts, risks and opportunities	Process being structured with internal stakeholders	Section 3.2.2.4
E1 Climate change	E1-3 GHG emission reductions achieved and expected	Transition plan for climate change mitigation	Section 3.2.2.2
E1 Climate change	E1-5 Energy consumption and mix	Quantitative information. Partial collection via sites	Section 3.2.2.8
E1 Climate change	E1-6 GHG emissions	Quantitative information – Scope 3 in development	Section 3.2.2.9
E1 Climate change	E1-4 GHG emission reduction targets	Quantitative information	Section 3.2.2.9.2
E2 Pollution	E2-4 Pollution of air, water and soil	Information on waste -Lack of Group consolidation	Section 3.2.3.5

E3 Water and marine resources	E3-4 Water consumption – Total amount of water recycled and reused	Quantitative information - Indicator to be built	Section 3.2.4.6
E3 Water and marine resources	E3-4 Water consumption – Total amount of water stored and changes in storage	Quantitative information - Indicator to be built.	Section 3.2.4.6
E4 Biodiversity and ecosystems	SBM-3 List of material sites within the framework of its own activities, including the sites under its operational control	Quantitative information Partial mapping. Consolidation in progress	Section 3.2.5.7
E4 Biodiversity and ecosystems	E4-1 Description of the resilience of its strategy and economic model in relation to biodiversity and ecosystems	Action plan – lack of methodology for analyzing impacts on biodiversity	Section 3.2.5.1
E4 Biodiversity and ecosystems	E4-2 Measures taken to prevent or mitigate negative impacts	Quantitative information Indicator to be built	Section 3.2.5.4
E4 Biodiversity and ecosystems	E4-3 Actions and resources related to biodiversity and ecosystems	Action plan Analysis not yet formalized	Section 3.2.5.5
E4 Biodiversity and ecosystems	E4-5 Impact metrics related to biodiversity and ecosystems change	Identification of impacting sites not carried out Consolidation in progress	Section 3.2.5.7
E5 Resource use and circular economy	E5-4 The following information on the materials used to produce its products and services during the reporting period	Data not collected. Collection in progress via Purchasing/R&D	Section 3.2.6.6
E5 Resource utilization and circular economy	E5-5 Information relating to products and materials	Focus on priority products	Section 3.2.6.7
E5 Resource utilization and circular economy	E5-5 Breakdown of waste quantities	Data available per site not consolidated at Group level - consolidation in progress	Section 3.2.6.7
S1 Own workforce	S1-10 Adequate wages	Qualitative information – Analysis in progress	Section 3.3.1.19
S1 Company workforce	S1-11 Employees covered by social protection against income losses due to major life events	Quantitative information – Locally available data – Group consolidation in progress	-
S1 Company workforce	S1-16 Gender pay gap, and pay gap as a ratio of highest pay to median pay	Quantitative information – Measurement methodology in development	Section 3.3.1.21
S2 Workers in the value chain	S2-3 Processes for engaging with affected communities	Lack of formalized process of engagement Unfinalized process of engagement	Section 3.3.2.5
S3 Affected communities	S3-2 Processes to remediate negative impacts	Lack of formalized dialog process Unfinalized dialog process	Section 3.3.3.4
S 3 affected Communities	S3-4 Taking action on material impacts on affected communities	Action plan in the draft stage – Follow-up being structured	Section 3.3.3.6
G1 Business conduct	G-3 Percentage of at-risk functions covered by anti-bribery and corruption training programs	Quantitative information Non-centralized coverage rate - Consolidation in progress	Section 3.4.1.5
G1 Business Conduct	G-1 6 Indicators relating to payment practices	Reporting is being structured to enable collection of all metrics related to material IROs	Section 3.4.2.3

Action plan for the publication of missing indicators

AKWEL has embarked on a continuous improvement approach and several changes are planned in the coming years, both in terms of data and in terms of the structuring of processes:

- The progressive strengthening of reporting practices to meet the requirements of ESRS;
- The development of internal control applicable to sustainability data;
- Regular updating of our double materiality analysis to include internal and external developments;
- Better structuring of governance and sustainability processes.

Furthermore, in order to be able to publish, in future sustainability reports, the data that could not be published in this report, in particular the E1-6 indicators **"**Gross Scope 3 GHG emissions,**"** E2-4 "Pollution of air, water and soil" and S1-16 "Gender pay gap," the following action plans have been launched:

- Regarding pay gaps, the action plan enabling publication in 2026 is as follows:
  - Implementation of a reporting methodology by site and country for pay gaps by gender and role: 2025.
  - Initialization of a Group remuneration database: 2025.
  - Gap analysis and action plan if necessary: 2026.

This action plan is under the supervision of the Human Resources Management Committee.

- With regard to scope 3 emissions, the action plan is as follows to be able to publish in 2026:
  - Consolidation of the assessment methodology for each category: 2025.
  - Expanding data collection: 2025.
  - Enhanced training of local teams for data collection: 2025.

The follow-up is carried out by the Environment and Energy Management Committee.

- With regard to pollution, the action plan is as follows in order to be able to publish in 2026:
  - Consolidation of the methodology for assessing water, air and soil pollutants: 2025
  - Expanding data collection: 2025
  - Enhanced training of local teams for data collection: 2025.

This subject is also the responsibility of the Environment and Energy Management Committee.

Uncertainties related to indicators

AKWEL is working on a continuous improvement plan to reduce the degree of uncertainty of its carbon footprint. The sources of uncertainty associated with greenhouse gas (GHG) emission estimates for this first year of application of ESRS are as follows:

- Carbon emissions from purchases are estimated from financial ratios available on the ADEME website, and therefore present uncertainties associated with this calculation method.
- For 20 of the Group's sites (~13% of the total sample), the volumes of waste water discharged to the treatment networks are estimated in relation to the volumes sampled, which represents an uncertainty over the overall volume.

Given these considerations, AKWEL believes that the presentation and preparation of this sustainability report have been carried out in accordance with the legislation in force and the requirements of the CSRD and that no other specific information relating to particular circumstances is necessary in the context of this Sustainability Report.

3.1. General disclosures [ESRS 2]

3.1.1. Basis for preparation

3.1.1.1. General basis for preparation of sustainability statements (ESRS 2/BP-1 § 4, § 5)

3.1.1.1.1. Scope of the sustainability report

Unless otherwise specified, the scope covered by the sustainability report is the same as that of the financial statements and covers all of its activities and its upstream and downstream supply chain.

With the exception of AKWEL VIGO SPAIN, which is required to publish a sustainability report, all other subsidiaries of AKWEL are not required to publish a sustainability report, as they are below the thresholds of application of the Directive.

The various reporting mechanisms are:

- Occupational health and safety reporting

Occupational health and safety reporting enables the periodic consolidation of statistical data on occupational risk prevention. It covers all of the Group's workforce, with the exception of the Daman (India) and Chongqing (China) sites.

Following the signing of the transfer protocol of Gold Seal Avon Polymers, the Daman site was removed from the reporting scope. The Chongqing (China) site was also removed from the reporting scope following its closure. In 2024, no new production sites entered the reporting scope.

- Human resources reporting

This enables the periodic consolidation of statistical data on human resources management.

The social indicators relating to human resources cover all employees of the Group who have an employment contract with the Group.

In 2024, the reporting covered all staff, with the exception of the Daman (India) and Chongqing (China) sites.

Following the signing of the transfer protocol of Gold Seal Avon Polymers, the Daman site was removed from the reporting scope. The Chongqing (China) site was also removed from the reporting scope following its closure. In 2024, no new production sites entered the reporting scope.

- Reporting scope for environmental indicators

Environmental reporting enables periodic consolidation of environmental data. The environmental impact, measured in terms of consumption of raw materials and energy, greenhouse gas emissions and waste, concerns the production sites.

It includes all production sites except Gournay-en-Bray (France), Daman (India), Chongqing (China) and Córdoba (Argentina).

Following the signing of the transfer protocol for Gold Seal Avon Polymers, the Daman site was removed from the reporting scope. The Gournay-en-Bray, Chongqing and Córdoba sites were also removed from the reporting scope following their closure.

The environmental impact, measured in terms of raw material consumption, energy, greenhouse gas emissions and waste, concerns the production sites.

The environmental impact of the Tokyo and Eppstein representative office is currently not included in the scope of this report due to the low materiality of the data.

In 2024, no new production site entered the reporting scope of the environmental indicators.

3.1.1.1.2. Reporting period and reference year

Environmental, social and governance data is reported on December 31 of the past reporting year, within the scope of one calendar year.

The reference year to measure progress against energy targets is 2021. The reference years for carbon targets are2021 for scopes 1 and 2 and 2023 for scope 3.

3.1.1.1.3. Value chain in the sustainability report

All the information presented in this *section 3 Sustainability Report* covers the entire AKWEL value chain, both upstream, including direct and indirect tier 1 suppliers, and downstream.

3.1.1.1.4. Option to omit specific information (ESRS 1)

AKWEL did not make use of the option that allows it to omit certain information relating to intellectual property, know-how or results of innovations.

3.1.1.1.5. Publication of disclosures in relation to specific circumstances (ESRS 2/BP-2 § 11)

3.1.1.1.5.1. Reporting methodology

Data collection for 2024 was organized as follows:

Corporate, social and environmental indicators were collected from each Group subsidiary in accordance with the procedure described in the AKWEL Management System.

These different elements are entered in three fields: social, health and safety and environmental.

The data and supporting documents are recorded in the Group's collaborative portal in an area dedicated to sustainability reporting (hosted on the internal server) in order to centralize the storage of data and supporting documents and to facilitate access to those involved in the drafting of the sustainability report.

Given these considerations, AKWEL considers that the presentation and preparation of this sustainability report has been carried out in accordance with the legislation in force and the requirements of the CSRD and that no other specific information relating to particular circumstances is necessary in the context of this sustainability report.

3.1.1.1.6. Information incorporated by reference (ESRS-2 § 16)

ESRS standard	Publication requirement	Data point	Reference
ESRS 2	GOV-1 - The role of administrative, management and supervisory bodies	20; 21a, c.	Section 3.1.2
ESRS 2	SBM-3 - Material impacts, risks and opportunities and their interaction with strategy and business model	48	Section 3.2.2.3 ESRS E1 Section 3.2.3.1 ESRS E2 Section 3.2.4.2 ESRS E3 Section 3.2.5.2 ESRS E4 Section 3.2.6.2 ESRS E5 Section 3.3.1.2 ESRS S1 Section 3.3.2.2 ESRS S2 Section 3.3.3.2 ESRS S3 Section 3.3.4.2 ESRS S4 Section 3.4.1.2 ESRS G1 Section 3.5.2 Specific information
ESRS S1	ESRS S1-6 Characteristics of the undertaking's employees	50 a	Section 3.1.3.2.1.3

3.1.2. Governance (ESRS 2 – GOV-1)

3.1.2.1. The functioning and role of the administrative, management and supervisory bodies (ESRS 2/GOV-1)

AKWEL's governance regarding sustainability impacts, risks and opportunities is structured along the lines of several committees, including the Executive Committee, the Health and Safety Management Committee, the Environment and Energy Management Committee, the HR Management Committee, the CSR and Remuneration Committee, the Audit Committee, the Supervisory Board and the Executive Board.

These bodies oversee the development of the sustainability strategy, the identification of non-financial risks, the implementation of related action plans and their progress.

For more information on the functioning and role of the administrative, management and supervisory bodies, see *section 2, paragraph 2.1 of the Corporate Governance Report of the Supervisory Board*. The composition of the Supervisory Board is described in detail in *paragraph 2.2.1 Composition of the Supervisory Board*.

3.1.2.2. Composition of administrative, management and supervisory bodies and their access to expertise and skills in sustainable development (ESRS 2/GOV-1 § 20 (a)/§ 21 (b))

3.1.2.2.1. The Executive Board

As at December 31, 2024, the Executive Board, composed of three members, was chaired by Mathieu Coutier. It is currently composed exclusively of male members.

The information required regarding the composition of the Executive Board pursuant to paragraphs 20(a) and 21(a) of ESRS 2 GOV 1 is incorporated by reference to paragraph *"2.1.1 Composition of the Executive Board" of section 2 of the Supervisory Board's Corporate Governance Report*.

3.1.2.2.2. The Executive Committee

As at December 31, 2024, the Executive Committee, composed of 14 members, was chaired by Mathieu Coutier. Its members are either operational managers or functional managers.

The proportion of women on the Executive Committee is 7.14%.

The information required regarding the composition of the Executive Committee pursuant to paragraph 20(a) of ESRS 2 GOV 1 is incorporated by reference to paragraph *"2.3.2 Composition of the Executive Committee" in section 2 of the Supervisory Board's Corporate Governance Report*.

3.1.2.2.3. The Supervisory Board

On December 31, 2024, the Supervisory Board, composed of seven members, was chaired by André Coutier.

According to the criteria for assessing the structure of governance bodies as defined by the CSRD, 28.57% of Supervisory Board members are independent. The proportion of women is 42.86%.

The calculation of the ratios, as provided for by the CSRD, includes the member of the Supervisory Board representing the employees.

In addition, a representative of the Social and Economic Committee (SEC) on the Supervisory Board participates in the meetings without the right to vote.

The information required regarding the composition of the Supervisory Board pursuant to paragraph 20(a) of ESRS 2 GOV 1 is incorporated by reference to paragraph *"2.2.1 Composition of the Supervisory Board" in section 2 of the Supervisory Board's Corporate Governance Report*.

3.1.2.2.4. Corporate Social Responsibility (CSR) and Remuneration Committee

As at December 31, 2024, the Corporate Social Responsibility and Remuneration Committee (hereinafter "the CSR Committee"), composed of three members, was chaired by Nicolas Job, an independent member.

The CSR Committee is currently composed exclusively of male members.

The information required regarding the composition of the Supervisory Board pursuant to paragraph 20(a) of ESRS 2 GOV 1 is incorporated by reference to paragraph *"2.3.1.2 Composition of the CSR Committee" in section 2 of the Supervisory Board's Corporate Governance Report*.

3.1.2.2.5. Audit Committee

As at December 31, 2024, the Audit Committee, composed of four members, was chaired by Nicolas Job, an independent member.

The proportion of women on the Audit Committee is 25%.

The information required regarding the composition of the Audit Committee pursuant to paragraph 20(a) of ESRS 2 GOV 1 is incorporated by reference to paragraph *"2.3.1.2 Composition of the CSR Committee" in section 2 of the Supervisory Board's Corporate Governance Report*.

3.1.2.2.6. The Management Committees

The Health and Safety Management Committee is composed of the following members:

- Business Development VP;
- Information Technology VP;
- Human Resources VP;
- Manufacturing Performance VP;
- Director of Quality, Compliance and Transformation;
- President of the Executive Board.

The Health and Safety Management Committee is currently composed exclusively of male members.

The Environment and Energy Management Committee is composed of the following members:

- Business Development VP;
- Purchasing VP
- Manufacturing Performance VP;
- Director of Quality, Compliance and Transformation
- President of the Executive Board.

The proportion of women on the Environment and Energy Management Committee is 20%.

The Human Resources Management Committee is composed of the following members:

- Business Development VP;
- Human Resources VP;
- Manufacturing Performance VP;
- President of the Executive Board.

The Human Resources Management Committee is currently composed exclusively of male members.

3.1.2.3. *The role and responsibility of the administrative, management and supervisory bodies in the area of sustainable development (ESRS 2/GOV-1 § 20 (b)/§ 22)*

Governance in the area of sustainable development is organized around the following bodies:

3.1.2.3.1. The Executive Board

The Executive Board plays a key role in implementing the Group's sustainable development approach. It meets weekly, and as needed, to ensure that the Group's strategic and financial objectives are met.

The Executive Board decides on AKWEL's strategy and policies, social, environmental and governance matters, and actions to be implemented within the Group.

This includes:

- The development of CSR (Corporate Social Responsibility) policy: the Executive Board helps to define the objectives of the IROs, as well as those related to sustainable development, and is required to ensure that they are aligned with the Group's activities;
- Strategic guidance of decisions: It must ensure that decisions are made in line with sustainability commitments, both in terms of internal practices (carbon footprint reduction, resource management) and in terms of impact on stakeholders (employees, customers, suppliers, etc.).

The Executive Board oversees the management of IROs in terms of sustainability. This includes:

- The assessment of environmental risks, such as CO_2 emissions, waste management and the use of natural resources;
- Assessment of social risks, such as working conditions, human rights in the supply chain and relations with local communities.

It also has to put performance indicators in place to measure progress on IROs. This may include:

- Monitoring of environmental objectives, including the reduction of greenhouse gas emissions, improvements to energy efficiency, etc.;
- Monitoring of social objectives, including improving diversity within the company, reducing workplace accidents, etc.

The Executive Board is regularly kept informed of the management of material IROs by Management Committee supervisors.

As a management body, the Executive Board reports to the Supervisory Board. It presents a quarterly report detailing the actions taken and the results achieved with regard to IROs, as well as those relating to sustainable development.

The Executive Board must also ensure that this information is accessible to shareholders, in particular at the General Meeting.

3.1.2.3.2. Executive Committee

The Executive Committee is a space for discussion and information exchange between the various departments, particularly with regard to sustainability issues. It meets twice a month.

3.1.2.3.3. The Supervisory Board

The Supervisory Board reviews and approves the Executive Board's sustainable development strategy, ensures the implementation of actions and monitors their progress. It meets every quarter.

As such, it is responsible for:

- Ensuring that shareholders and investors receive reports on the strategy, development model, the consideration of significant non-financial issues for the Group and its long-term outlook;
- Regularly examining, in line with the strategy adopted by the Executive Board, opportunities and risks such as financial, legal, operational, social and environmental risks and the measures taken accordingly;
- Reviewing the report on the deployment and operation of the anti-corruption system;
- Reviewing the management report;
- Ensuring that the sustainable development strategy implemented by the Executive Board includes an action plan and time horizons for completion of the actions. It reviews the methods for implementing this strategy as presented by the Executive Board, as well as the results achieved annually.

The Supervisory Board is informed of the impacts, risks and opportunities identified as material for AKWEL and, in the context of its prerogatives, carries out regular monitoring and follow-up of the identified subjects.

3.1.2.3.4. The CSR Committee

The CSR Committee is dedicated, within the Supervisory Board, to the preparation of sustainability issues. It meets twice a year.

The CSR Committee oversees the reporting process, the effectiveness of internal control and risk management systems for sustainable development and, where appropriate, internal audits related to sustainable development reporting.

It verifies the consistency between the Group's strategy and the CSR approach and that sustainability issues are properly taken into account.

It monitors the evolution of new non-financial reporting requirements and the reliability of the calculation of non-financial indicators, in particular those relating to the European Taxonomy and the process of developing and monitoring sustainability information. It oversees the drafting of the sustainability report.

It submits recommendations to the Supervisory Board.

The CSR Committee receives comprehensive information on sustainable development issues from the Quality, Compliance and Transformation VP, and the HR VP.

3.1.2.3.5. The Management Committees

The Health and Safety Management Committee and the Environment and Energy Management Committee meet every month under the chairmanship of the President of the Executive Board and under the guidance of the Quality, Compliance and Transformation VP.

The Human Resources Management Committee also meets monthly under the chairmanship of the President of the Executive Board and under the guidance of the Human Resources VP.

These committees are responsible for monitoring, analyzing and guiding IROs within their area of competence.

Members of the Management Committees provide internal CSR expertise, propose strategy, related policies, short, medium and long-term objectives, and work plans resulting from the IROs.

These various elements are presented to the Executive Board for approval and to the Supervisory Board for examination.

These committees also assess performance and the progress of actions through indicators, and make any additional necessary decisions.

Management Committees supervisors are involved in the drafting of the sustainability report.

3.1.2.3.6. The Group's operational and functional departments

The operational and functional departments are responsible for the implementation and management of the action plans and the achievement of the objectives defined in the Executive Board's guidelines on the IROs for which they are responsible.

The operational departments establish their own objectives and actions in line with the expectations set by the Executive Board.

3.1.2.4. The expertise and competence of the administrative, management and supervisory bodies in the area of sustainable development (ESRS 2/GOV-1 § 20 (c))

To date, the members of the Supervisory Board do not yet have specific expertise in environmental sustainability, but their proven experience in social and governance aspects allows them to progressively address sustainability issues.

To remedy this situation, a program of specialized training on environmental issues will be put in place for members of the Supervisory Board. This program will also be extended to members of the Executive Board and the Executive Committee in order to deepen their understanding of sustainability challenges and their ability to integrate IROs into strategic decision-making.

The training sessions will be organized by external experts.

In 2024, all members of the Supervisory Board, the Executive Board and the Executive Committee were made aware of the new expectations of the European Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS).

3.1.2.5. Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies (ESRS 2/GOV-2)

The CSR Committee, the Audit Committee, the Supervisory Board and the Executive Board are informed, at least twice a year, of the material impacts, risks and opportunities, and the results and effectiveness, of the policies, actions, measures and objectives adopted to address them.

For more information about material IROs, see *section 3.1.3.6 Description of the processes to identify and assess material impacts, risks and opportunities*.

3.1.2.5.1. Activities of the CSR Committee in the area of sustainable development in 2024

In 2024, the CSR Committee examined:

- The double materiality analysis;
- Non-financial information;
- The mapping, assessment and examination of non-financial risks;
- The reporting methodology;
- The review of sustainable development performance;
- Expectations for the preparation of the 2024 sustainability report.

A report on this work is then presented by the Chair of the CSR Committee to the Supervisory Board.

The list of impacts, risks and opportunities and their relationship to the strategy and business model addressed by the CSR Committee, the Audit Committee and the Supervisory Board is contained in Part *SBM-3, section 3.1.3.7.2 "Results analysis."*

3.1.2.5.2. Sustainable development activities of the Supervisory Board in 2024

The Supervisory Board reviewed the Executive Board's quarterly reports on the Group's progress on sustainability and duly noted the report on the work of the CSR Committee.

3.1.2.5.3. Activities of the Executive Board in the area of sustainable development in 2024

Every year, the functional and operational departments present their five-year strategic plan to the Executive Board. This plan incorporates both the Business Roadmap (planning, budget, resources, KPI, etc.) and sustainable development issues, particularly climate issues (energy consumption and CO_2emissions).

The Executive Board has validated the IROs and examined the Group's progress concerning them.

3.1.2.5.4. Activities of the Health and Safety Management Committee for people and tools and the Environment and Energy Management Committee in relation to sustainable development

In 2024, the following topics were gradually rolled out and will continue in 2025:

- Development of a STOP WORK approach: all Group employees are responsible for stopping any situation deemed to be dangerous;
- Strengthening the safety culture: development of a welcome and awareness program for new hires and visitors, implementation of appropriate standard support;
- Identification of high-risk activities and definition of mandatory behavior and actions for all, i.e. the "golden rules";
- Machine and manual control safety, interference with moving parts and/or powered parts: cross-disciplinary best practices meeting the most demanding standards, and roll-out;
- Structuring to comply with CDP and EcoVadis;
- Visual management and wearing of protective equipment.

The Group uses a standard digital safety register for all its entities. This register now allows for a dynamic scorecard to be updated every week, noting any accidents with lost time, accidents without lost time and incidents, and for priority actions to be determined.

3.1.2.5.5. Activities of the Human Resources Management Committee on sustainable development

In 2024, the Human Resources Management Committee discussed the following topics:

- The AKWEL Academy project;
- The L. Halley survey on Akwelis engagement;
- The people review;
- Promoting AKWEL's DNA.

3.1.2.5.6. Activities of the functional and operational departments in the area of sustainable development

The various functional and operational departments (Industrial Performance, Business Development, Human Resources, etc.) are incorporating the monitoring of the IROs and the relevant actions and objectives.

3.1.2.6. Integration of sustainability results into incentive systems (ESRS 2/GOV-3 § 29)

The remuneration structure of corporate officers is consistent with that applicable to Group managers.

It is made up of fixed remuneration and variable remuneration (annual and multi-year).

As part of AKWEL's commitment to sustainable development and the continuous improvement of its environmental, social and governance performance, the multi-year variable remuneration of members of the Executive Board and Executive Committee is conditional on the award of the EcoVadis silver medal following the assessment of the corporate social responsibility management system by EcoVadis on the basis of the data communicated in 2025.

The multi-year variable remuneration is capped at 10% of the cumulative amount of the annual fixed remuneration paid to each of the members of the Executive Board and managers over the reference period (from January 1, 2023 to December 31, 2025).

The payment of this multi-year bonus is 100% dependent on the award of the EcoVadis silver medal.

The remuneration of corporate officers is the responsibility of the governance bodies (Supervisory Board and General Meeting) and follows a decision-making process in accordance with the recommendations of the Middlenext Code and the legislative provisions provided for in Article L. 22-10-8 of the French Commercial Code.

The management remuneration policy is the responsibility of the Executive Board.

For more information, see *paragraph 3.1 of section 3 "Remuneration of corporate officers" of the Supervisory Board's Corporate Governance Report*.

3.1.2.7. Statement on due diligence (ESRS 2/GOV-4 § 30)

Essential elements of due diligence	Paragraph in the sustainability report
Integrate due diligence into governance, strategy and business model	GOV-1 The role of the administrative, management and supervisory bodies GOV-2 Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies GOV-3 Integration of sustainability-related performance in incentive schemes ESRS 2: Strategy, business model and value chain (SBM-1)
Engage with the stakeholders concerned at all stages of the due diligence process	SBM-2 Interests and views of stakeholders
Identify and assess negative impacts	IRO-1 Description of the processes to identify and assess material impacts, risks and opportunities
Take action to address these negative impacts	ESRS E1: Actions and resources in relation to climate change policies (E1-3) ESRS E2 Actions and resources related to pollution (E2-2) ESRS E3: Actions and resources related to water and marine resources (E3-2) ESRS E4: Actions and resources related to biodiversity and ecosystems (E4-3) ESRS E5: Actions and resources related to resource use and circular economy (E5-2) ESRS S1: Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions (S1-4) ESRS S2: Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those actions (S2-4) ESRS S3: Taking action on material impacts on affected communities, and approaches to mitigating material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions (S3-4) ESRS S4: Targets related to managing material negative impacts on consumers and end-users, and approaches to mitigating material risks and pursuing material opportunities related to consumers and end-users, and effectiveness of those actions (S4-4)
Monitoring the effectiveness of these efforts and communicating	ESRS E1: Targets related to climate change mitigation and adaptation (E1-4) ESRS E1: Energy consumption and energy mix (E1-5) ESRS E1: Gross GHG emissions from scopes 1, 2, 3 and total GHG emissions (E1-6) ESRS E2: Pollution of air, water and soil (E2-4) ESRS E3: Targets related to water and marine resources (E3-3) ESRS E3: Water consumption (E3-4) ESRS E4: Impact metrics related to biodiversity and ecosystems change (E4-5) ESRS E5: Targets related to resource use and circular economy (E5-3) ESRS E5: Resource inflows (E5-4) ESRS E5: Resource outflows (E5-5) ESRS S1: Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (S1-5) ESRS S1: Characteristics of the undertaking's employees (S1-6) ESRS S1: Characteristics of non-employee workers in the undertaking's own workforce (S1-7) ESRS S1: Collective bargaining coverage and social dialogue (S1-8) ESRS S1: Diversity metrics (S1-9) ESRS S1: Adequate wages (S1-10) ESRS S1: Social protection (S1-11) ESRS S1: Persons with disabilities (S1-12) ESRS S1: Training and skills development metrics (S1-13) ESRS S1: Health and safety metrics (S1-14) ESRS S1: Work-life balance metrics (S1-15) ESRS S1: Compensation metrics (pay gap and total compensation) (S1-16) ESRS S2: Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (S2-5) ESRS S4: Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (S4-5)

3.1.3. Strategy, business model and value chain (ESRS 2 SBM-1)

3.1.3.1. Strategy (ESRS 2 SBM-1 § 38)

Our Mission, Vision and Values make collaboration truly meaningful. These three pillars help to define our strategy and guide its implementation in our employees' daily work. They are essential to the success and growth of the Group. The strategy is the way forward.

It determines the actions to be put in place as a priority and the resources to be used to achieve the associated objectives.

Sustainability targets have been set at Group level and are not dependent on product type, geographical area or customer type.

*AKWEL employees

This strategy is based on the Group's ability to capitalize on its expertise and mastery of materials to develop new products, the growing use of mechatronics, a constantly evolving organization, an ever finer understanding of customer needs, and the ongoing training of its teams.

The Group conducts its business in a constantly changing environment, with a wide range of challenges and stakeholders (customers, competitors, suppliers, local authorities, investors, etc.).

The impacts, risks and opportunities related to our business are identified, qualified and addressed in order to control the future of the Group.

AKWEL undertakes to:

- Reduce its CO_2 footprint and offer sustainable mobility solutions;
- Engage in an open, responsible and balanced way with its stakeholders;
- Contribute to economic development and create social value through local hiring;
- Encourage the greatest possible diversity in its recruitment and career management processes, while promoting working conditions tailored to individual needs;
- Provide professional training and career development for its employees.

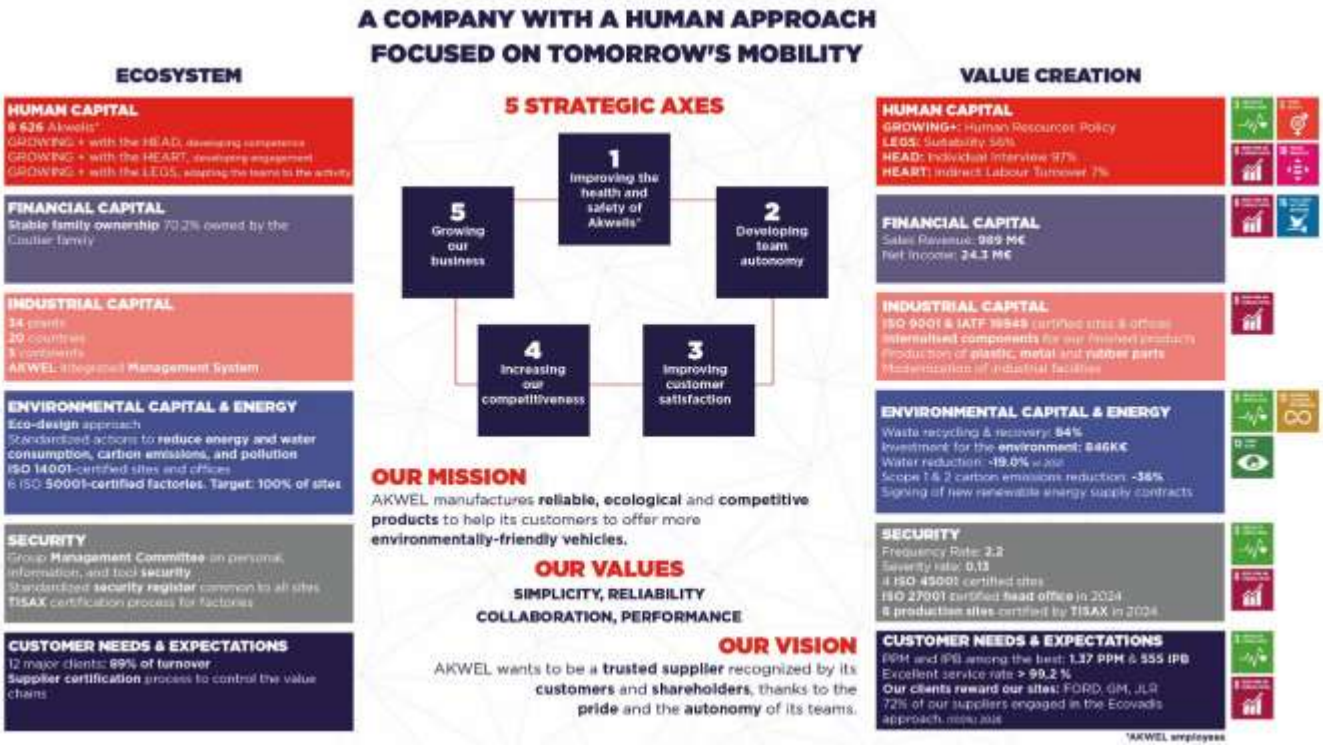
The Group's strategy is based on a commitment to a transition to a sustainable economic model. The main pillars of this strategy include decarbonizing its activities, promoting diversity and inclusion and optimizing the use of natural resources.

Each pillar is supported by specific and measurable objectives, defined in accordance with the requirements of the ESRS and monitored quarterly.

In accordance with the ESRS, the Group has formalized an impact assessment framework for its sustainability policies. This framework assesses the effectiveness of each policy in relation to the Sustainable Development Goals (SDGs).

Every year the Group carries out its review to ensure that it remains in line with regulatory developments and stakeholder expectations.

3.1.3.2. The business model (ESRS 2 SBM-1 § 38)



3.1.3.2.1. Presentation of AKWEL (ESRS 2 SBM-1 § 38)

3.1.3.2.1.1. A Global Tier 1 Parts Manufacturer

AKWEL is a parts and systems manufacturer for the automotive and heavy-vehicle industries, specialized in fluid management (84% of turnover), mechanisms (14% of turnover) and e-powertrain parts for electric and other vehicles (2% of turnover).

Its business model is based on the design, manufacture and supply of components and systems for automotive manufacturers (OEMs) and, in some cases, the aftermarket.

Its business is built around an integrated value chain, ranging from research and development (R&D) to industrial production, raw material supply and logistics.

AKWEL develops innovative solutions in response to the performance, safety and sustainability requirements imposed by the automotive industry and environmental regulations.

Its business model is based on long-term contracts with manufacturers, which often involve volume and quality commitments.

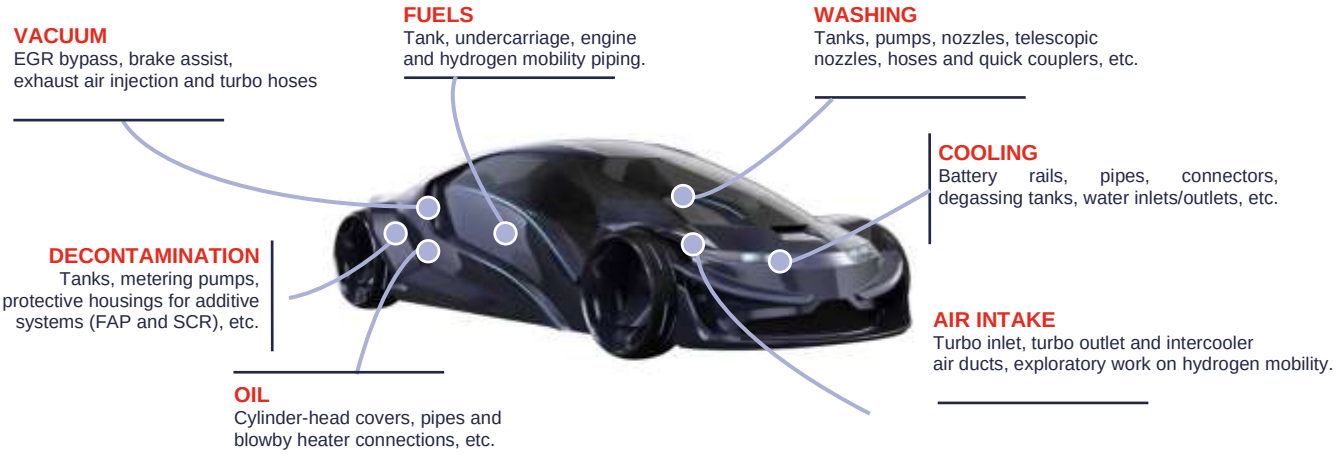
Optimization of production costs, efficient supply chain management and adoption of advanced technologies (such as vehicle electrification or lightweight materials) are essential to maintain its competitiveness.

AKWEL mainly buys plastics, metal and rubber, which are essential for the manufacture of its products.

3.1.3.2.1.2. Three main areas of expertise (ESRS 2 SBM-1 § 40 (a))

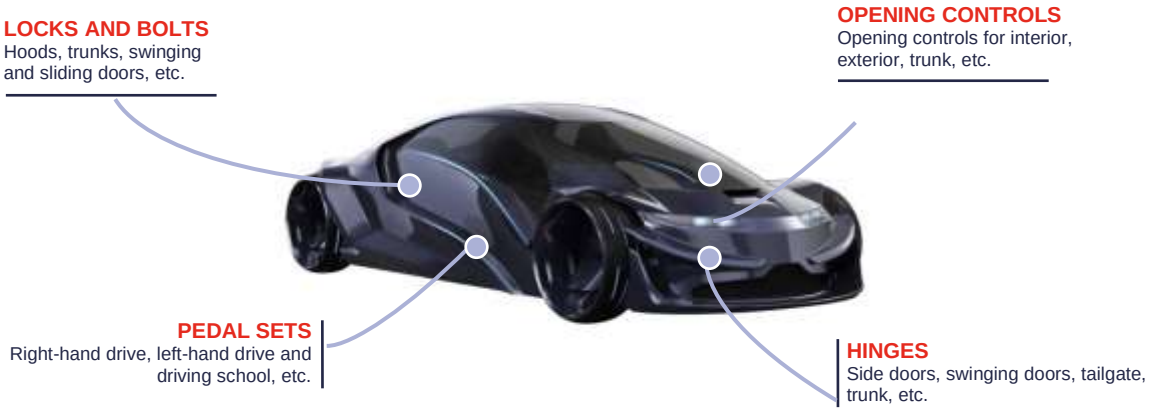
FLUID MANAGEMENT

Storage, dosing, transfer, reheating, cooling, separation, mixing, filtration, etc.



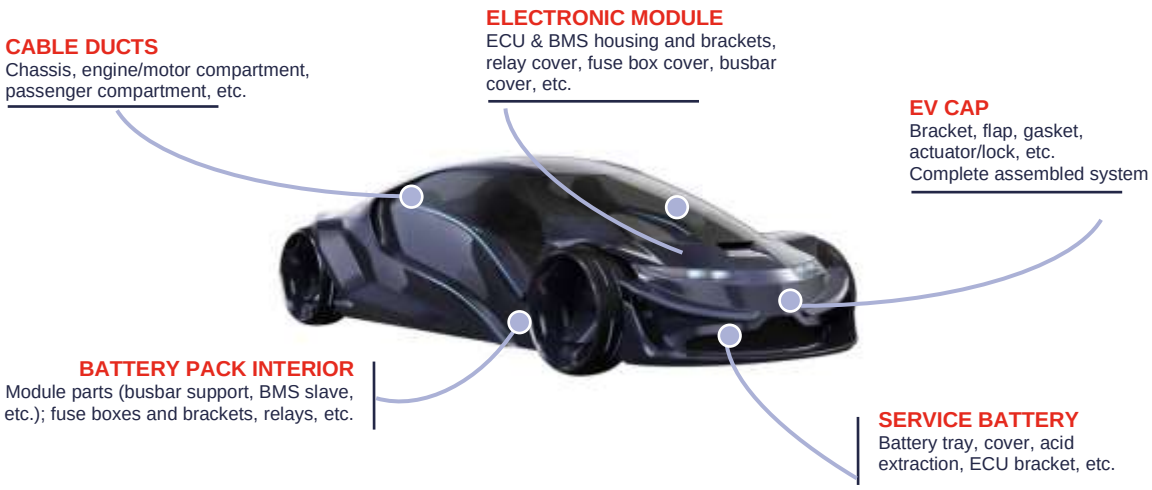
MECHANISMS

Hoods, trunks, side doors, swinging doors, car bodies, etc.



STRUCTURAL PARTS FOR ELECTRIC AND OTHER VEHICLES

Complex shapes, specific materials (GF/GB, CTI, V0), easy assembly, recycling



Diversified Turnover Focused on the Mobility of the Future

AKWEL supports numerous brands in their efforts to produce more environmentally friendly vehicles, by developing and distributing high-performance products and systems. Our Akwelis community possesses first-rate industrial and technological know-how in the application and transformation of materials and in mechatronics integration.

3.1.3.2.1.3. An International Presence Close to Its Customers

Present in 20 countries, covering 5 continents and with 34 production sites, AKWEL provides its customers with innovative, reliable solutions at competitive prices, thanks to the skills and commitment of its 8626 employees.

AKWEL's facilities are located as close as possible to production and delivery sites.

3.1.3.3. Value chain (ESRS 2 SBM-1 § 42)

AKWEL's value chain is diverse and brings together a variety of activities and stakeholders from raw material supply to the end consumer.

The upstream value chain includes all actors in its supply chain contributing to the Group's economic activities.

These actors include:

- **Suppliers of raw materials** that supply the basic materials needed to manufacture the products (metals, plastics, rubbers);
- **Suppliers of components** that produce specific parts or sub-assemblies used by AKWEL in its finished products. These can provide electronic components, braking systems, sensors and other technical parts;
- **Suppliers of capital goods** (machines, robots, tools, computer equipment, etc.). They may be local, national or international, and are selected according to the requirements of the pre-established criteria for traceability and sustainability;
- **Logistics providers** transport and manage stocks of raw materials, components and finished products;
- **Research centers and R&D partners and customers** working together to innovate and improve products. They are involved in the development of new technologies, the integration of greener solutions and the improvement of component efficiency.

Activities related to the value chain downstream of AKWEL are focused on the use of products manufactured by the Group.

The main actors in this process are:

- **Manufacturers**: Automotive manufacturers are AKWEL's main customers. They buy the products and components supplied by AKWEL to integrate them into their vehicles. The relationship with automotive manufacturers is key because they impose specific requirements in terms of quality, innovation and sustainability, particularly in the context of environmental commitments;
- **Distributors and resellers**: Although most of AKWEL's production goes directly to manufacturers, some components may also be distributed through specialized resellers or distributors for maintenance, repair or spare part market needs;
- **Customers of automotive manufacturers** (end-users): Although they do not interact directly with AKWEL, end-users use vehicles that incorporate AKWEL products and components. The requirements and expectations of end-users with regard to sustainability, performance and safety influence value chain innovations;
- **Regulators and standardization bodies**: Governments, regulatory bodies and international organizations play an important role in setting standards and regulations. These include environmental, safety and quality requirements that influence the entire value chain from design to market;
- **After-sales service providers**: These actors include maintenance workshops and automotive repair services that work with manufacturers to maintain and repair vehicles.

All these actors contribute interdependently to the AKWEL value chain, with each link playing an essential role in the efficiency and sustainability of the overall process.

As part of its commitment to sustainable production, AKWEL recognizes the importance of every stage of its value chain, from product design to end-of-life management.

Staff and employee representatives are an integral part of AKWEL's activities and contribute to the Group's success. Local communities are also key stakeholders as they are integrated in the immediate surroundings of AKWEL's production sites.

Financial partners, such as investors and banks, provide AKWEL with the necessary capital to ensure its development.

3.1.3.4. Interests and views of stakeholders (ESRS 2 SBM-2 § 42)

3.1.3.4.1. Commitment to the Sustainable Development Goals (SDGs)

In 2015, members of the United Nations defined 17 Sustainable Development Goals that call for action from all countries — poor, rich and middle-income — and provide the approach to follow in order to achieve a better, more sustainable future for all.

Out of the 17 Sustainable Development Goals, AKWEL focuses on 7 SDGs that it considers relevant to the Group and its stakeholders and to which it can and wants to contribute.

AKWEL has defined its commitments and aims to constantly pursue their achievement and to add to them through objectives, measures and key performance indicators.

Environmental	Social	Governance

3.1.3.4.2. Engagement with stakeholders (SBM-2 § 45)

The Group's main stakeholders are employees, customers and suppliers, as well as accreditation bodies and public bodies.

Discussions with stakeholders have not led to any changes in the strategy to date. No changes are currently envisaged, while we remain attentive to the expectations expressed.

Engagement with the Group's stakeholders is described in the table below:

	Workforce	Customers	Suppliers	Financial partners	Regulators
Who are they?	Employees, employee representatives	Automotive manufacturers	Suppliers	Shareholders, investors, banks	Public bodies, certification bodies
Expectations	• Training and development • Occupational health and safety • Well-being at work • Ethics • Diversity and inclusion • Societal values	• Ethics • Quality of service • Operational excellence • Occupational health and safety • Cybersecurity • Reduced GHG emissions	• Occupational health and safety • Long-term relations	• Financial performance • CSR commitment	-
Types of engagement	• Engagement surveys • Meetings of the CESC and the European Committee • One-on-one interviews • Internal communication • Quarterly meeting • Ethics Charter and Codes	• Tender discussions (RFQ) • Technical meetings • Road show (Tech Day) • Social media	• Tender discussions (RFQ) • Technical meetings • Code of Conduct for partners • EcoVadis ratings • Annual letter to suppliers as a reminder of the Group's objectives and expectations	• Meetings with shareholders and investors (investor days, road shows, individual meetings, general meetings) • Publication of official documents: Financial report, • Financial results, press releases	• Responses to questionnaires • Audits
Responses provided	• Signatures of collective agreements • Implementation of the "Stop Work" approach	• Commitment on PPM and IPB levels • EcoVadis rating • IATF 16949 labeling • ISO certification (9001-14001-45001-27001-50001) • TISAX labeling • CDP • Responses to customer questionnaires	• TISAX labeling • ISO certifications, etc. • Adherence to the Ethics Charter	-	-

3.1.3.5. Management of sustainability-related impacts, risks and opportunities (ESRS 2 / GOV-5)

To date, AKWEL has not yet implemented a formalized internal control system specifically dedicated to sustainability information.

However, AKWEL is aware of the challenges related to the reliability and quality of non-financial disclosures and so is actively working on the structuring of this system.

With this in mind, AKWEL will conduct an in-depth analysis aimed at identifying the risks associated with the collection, consolidation and reporting of sustainability data. This approach is part of a desire for continuous improvement and compliance with regulatory requirements, in particular those of the CSRD and the ESRS.

The aim is to gradually integrate appropriate internal control mechanisms to ensure robust governance and increased transparency on AKWEL's environmental, social and governance performance.

3.1.3.6. *Description of the processes to identify and assess material impacts, risks and opportunities (ESRS 2 / IRO-1 § 53)*

3.1.3.6.1. Publication of information on the materiality assessment procedure (ESRS 2 / IRO-1)

In 2024, AKWEL carried out its double materiality analysis at the Group level with the support of an external consulting firm in order to guarantee the robustness and neutrality of the methodology.

For this first double materiality analysis exercise, AKWEL did not directly solicit external stakeholders.

The double materiality analysis takes into account two dimensions:

- Impact materiality, which refers to impacts, positive and negative, real or potential, on the environment and on people, related to the activities of the Group and its value chain;
- Financial materiality, which refers to the positive (opportunity) and negative (risk) effects related to sustainability issues on AKWEL's financial performance.

The analysis conducted by AKWEL incorporates the entire scope of its value chain.

Each year, AKWEL plans a review of the materiality analysis to ensure the absence of a generating event requiring an update of the double materiality analysis and a more in-depth review at a frequency that remains to be defined.

The identification and assessment of IROs have been centralized at Group level by a working group (hereinafter referred
to as the "Working Group"), composed of several departments (Quality, Compliance and Transformation, Human Resources, Purchasing, Legal & Financial, Business Development and Group Product Line) during workshops and working meetings. This has enabled us to benefit from a global and strategic vision of the challenges involved.

The results of the double materiality analysis have been approved by the Executive Board. These results have also been presented to the CSR Committee and the Supervisory Board.

3.1.3.6.2. Identification of impacts, risks and opportunities

Developing the list of IROs is the first step in the double materiality process.

The process of drawing up this list followed the principles mentioned below:

- The identification of IROs was structured around the detailed list of sustainability matters proposed by ESRS 1 AR 16. This analysis takes into account AKWEL's strategic priorities and the expectations of stakeholders (customers, suppliers, investors, etc.);
- IROs were identified taking into account all of the Group's activities and its value chain.

When identifying IROs, where appropriate, the specificities of its activities and of the geographical areas in which it operates were taken into account:

- Risks were identified using the Group's risk management system;
- IROs are considered in a "gross" way, i.e. without taking into account the action plans implemented by AKWEL to prevent, mitigate or remediate the realization of risks and negative impacts, or to amplify its positive impacts and opportunities.

The identification of IROs has made it possible to identify the impacts for which AKWEL is directly responsible and those resulting from its value chain.

3.1.3.6.3. Assessment of the materiality of impacts, risks and opportunities

The assessment of the impact materiality and financial materiality of AKWEL's IROs on the environment and people is the second step in the process of the double materiality analysis.

Impact materiality – impact rating method

The aim of this step was to assess the materiality/importance of AKWEL's impacts on the environment and people.

AKWEL applied the objective criteria defined in chapter 3.4 of ESRS 1 using appropriate quantitative and qualitative thresholds to assess the importance of current and potential impacts, which is based on severity and, for potential impacts, also on probability.

Each impact was assessed according to the following criteria:

- If the impact is classed as negative, the following four criteria are to be scored:
  - Magnitude: the severity of the consequences on the environment and on a stakeholder in the short term (less than one year), medium term (two to five years) and long term (more than five years). The probable evolution of some impacts was anticipated in order to identify future issues;
  - Scope/extent;
  - Irremediable nature: applies only to negative impacts when the damage is irreversible;
  - Probability of being realized: classified into four levels: low, significant, major, critical.

In the case of a potential negative impact on human rights, the severity of the impact (criteria 1, 2 and 3), AKWEL took into account the fact that the severity of the impact outweighs its probability.

- If the impact is classed as positive, the following three criteria are to be scored:
  - Magnitude;
  - Scope/extent;
  - Probability of being realized.

Financial materiality – method of assessing risks and opportunities

The aim of this step was to assess the materiality/importance of the risks and opportunities generated by sustainability issues.

Each sustainability risk and opportunity was assessed based on the potential magnitude of the short-, medium- and long-term financial effects and its probability of occurrence. AKWEL applied the objective criteria set out in chapter 3.5 of ESRS 1 using appropriate quantitative and qualitative thresholds to assess magnitude and probability.

- The financial materiality of risks and opportunities is assessed on the basis of a combination of:
  - The potential magnitude of financial impacts;
  - The probability of occurrence.

3.1.3.7. Publication requirements for ESRS covered by the sustainability report (ESRS2 – IRO 2 – SBM 3)

3.1.3.7.1. Setting materiality thresholds

Materiality thresholds were established using the same methodology as that used internally to set the criticality thresholds
for the risk analysis (half of the scale used).

The threshold for impact materiality selected is set at 6 and the threshold for financial materiality was set at 12.

3.1.3.7.2. Analysis of results

Of the seven sustainability topics identified and translated into IRO in the governance topic, three topics were identified as material. The three subjects selected were considered to have only financial materiality.

In total, 90 IROs were identified based on the list of sustainability matters proposed by ESRS 1 AR 16 (46 IROs in environmental matters, 37 IROS in social matters and 7 IROs in translated governance matters), and 1 specific IRO (cybersecurity management) not on this list.

Environmental matters are the most material for AKWEL, since 18 IROs were identified as material out of the 46 IROs identified. Of the 18 IROs, 6 matters were regarded as having impact materiality, 2 as having financial materiality and 4 as having double materiality.

Of the 37 sustainability IROs identified and translated into IROs in social topics, 12 were identified as material. Of the 12 social IROs, 7 IROs were regarded as having impact materiality, 1 as having financial materiality and 4 as having double materiality.

Of the 7 IROs identified in the governance topic, 3 IROs were identified as material. The 3 IROs selected were regarded as having only financial materiality.

One AKWEL-specific IRO has been identified as material. This IRO was regarded as not having financial materiality.

Regarding the potential/expected financial effects, AKWEL applies the transitional provisions of ESRS 1.

The outcome of the assessment is presented below:

ENVIRONMENT

ESRS	Sub-topics	Matter	Description	IRO type	Impact		Scope		
					Current	Potential	Upstream value chain	Own activity	Downstream value chain
E1 Climate change	Climate change adaptation	Physical risks that may affect the Group's business	Decrease in, or even stoppage of, the activity of production sites or the production sites of suppliers in case of climatic hazards.	Physical risk			X	X	
	Climate change mitigation	Carbon footprint and sobriety of production (Scopes 1 and 2)	GHG emissions related to AKWEL's production activity and energy consumption.	Negative impact	X			X	
			GHG emissions from extraction and transportation of raw materials purchased by AKWEL.	Negative impact	X		X	X	X
			Loss of market share due to non-compliance with environmental criteria imposed by customers or regulators.	Financial risk of transition			X	X	X
		Carbon footprint and sobriety of production (Scope 3)	Increased demand for electric vehicles due to growing environmental awareness among consumers and to incentivising or even coercive regulation (ban on the sale of new combustion-engine vehicles in Europe from 2035).	Financial opportunity			X	X	X
			GHG emissions from extraction and transportation of raw materials purchased by AKWEL.	Negative impact	X		X	X	
			Loss of business relationship (with customers) as a result of market changes (transition from combustion-engine market to the electrical market).	Transition financial risk			X	X	X
	Energy	Energy efficiency	Pressure on natural resources related to the use of fossil fuels in production.	Negative impact	X		X	X	

ESRS	Sub-topics	Challenge	Description	IRO type	Impact		Scope		
					Current	Potential	Upstream value chain	Own activity	Downstream value chain
E2 Pollution	Pollution of soil	Soil pollution	Soil degradation due to waste from AKWEL's production sites or its upstream or downstream value chain.	Negative impact		X	X	X	X
	Pollution of water	Water pollution	Pollution of stormwater and process water due to waste from production sites (e.g. infiltration on parking lots, industrial plastic pellets).	Negative impact		X		X	
			Water pollution due to the industrial processes of suppliers in the value chain.	Negative impact		X	X		
			Deterioration in the health of local populations in the event of water pollution due to the industrial processes of suppliers.	Negative impact		X	X		
			Financial penalties for failing to comply with stricter regulations or a breach of regulations (hydrocarbons in groundwater, discharge threshold exceeded > penalty of up to €50,000).	Financial risk			X		
	Pollution of air	Air pollution	Deterioration in air quality due to waste from AKWEL's production sites and its value chain.	Negative impact		X	X	X	X
E3 Water and marine resources	Water	Water management	Pressure on water resources (consumption) particularly in regions/geographical areas identified as being at risk from water stress.	Negative impact	X		X	X	

ESRS	Sub-topics	Challenge	Description	IRO type	Impact		Scope		
					Current	Potential	Upstream value chain	Own activity	Downstream value chain
E4 Biodiversity and ecosystem	Impact on the extent and condition of ecosystems Impacts and dependencies on ecosystem services	Biodiversity – resilience of supply chains: Impact on the extent and condition of ecosystems Impact and dependence on ecosystem services	Degradation of ecosystems due to the sourcing of raw materials (e.g. deforestation related to the use of vegetable oil to reduce the use of rubber-metal, electronic components).	Negative impact	X		X		X
	Direct impact on loss of biodiversity – impact on the status of species	Biodiversity – impact of activities on ecosystem integrity	Negative environmental impacts related to land artificialization.	Negative impact	X			X	
	Impact on the extent and condition of ecosystems Impacts and dependencies on ecosystem services	Biodiversity – resilience of supply chains: responsible procurement	Disruption of the supply chain due to scarcity of raw materials from ecosystems.	Financial risk			X		
E5 Circular economy and waste	Waste	Waste management and recovery	Environmental footprint of waste related to the end of life of products (treatment, recovery, sorting, etc.).	Negative impact	X		X	X	X
	Resource inflows, including resource use	Resource management and eco-design	Risks of additional costs associated with higher prices of eco-designed raw materials.	Financial risk			X	X	X
	Waste	Waste management and recovery	Environmental footprint of waste generated by production activities.	Negative impact	X		X	X	X
	Resource outflows related to products and services	Resource management and eco-design	Diversification of activity through end-of-life reconditioning.	Financial opportunity			X	X	X

SOCIAL

ESRS	Sub-topics	Challenge	Description	IRO type	Impact		Scope		
					Current	Potential	Upstream value chain	Own activity	Downs tream value chain
S1 Own workforce	Other work-related rights	Respect of privacy	Violation of the privacy of customers in the event of their personal data being mismanaged.	Negative impact		X	X	X	X
	Working conditions	Employee health and safety	Deterioration of the health and safety of employees in the event of workplace accidents or occupational diseases.	Negative impact	X			X	
			Financial costs in the event of a workplace accident due to employer gross negligence (increased contribution and insurance rates).	Financial risk				X	
		Workforce management	Job insecurity due to the use of short-term contracts or sudden redundancies not meeting basic needs.	Negative impact		X		X	
			Development of employees due to taking into account the needs and expectations of employees in the Group's strategy.	Positive impact	X			X	
			Reduced ability to attract and retain talent due to outdated working conditions (tools, telework, etc.).	Financial risk				X	
			Reduced productivity caused by employee disengagement and/or significant industrial disputes.	Financial risk				X	
		Adequate wages	Deterioration in the standard of living due to inadequate wages that do not provide for basic needs.	Negative impact		X		X	
		Training and skills development	Loss of employee employability due to poor management of professional development.	Negative impact	X			X	
			Increased productivity through the development of training in digital tools and artificial intelligence in order to optimize R&D and production processes.	Financial opportunity				X	
			Lack of competitiveness due to employees lacking expertise in new process technologies related to the energy transition.	Financial risk				X	
	Equal treatment and equal opportunities for all	Gender equality and equal pay for work of equal value	Employee discrimination related to a breach of the principle of gender equality and equal opportunities.	Negative impact		X		X	

ESRS	Sub-topics	Challenge	Description	IRO type	Impact		Scope		
					Current	Potential	Upstream value chain	Own activity	Downstream value chain
S2 Workers in the value chain	Working conditions	Working conditions of workers in the value chain	Pressure from AKWEL on suppliers impacting the mental health of workers in the value chain.	Negative impact due to isolated incidents		X	X		X
	Other work-related rights	Other fundamental rights in the value chain	In the event of the recruitment of minors and/or illegal work by AKWEL subcontractors, there may be an infringement of these children's fundamental rights to education.	Negative impact due to isolated incidents		X	X		X
S3 Affected communities	Economic, social and cultural rights of communities	Pressure on resources and nuisances to communities	Noise pollution harming the living conditions of communities neighboring the production sites.	Systemic negative impact	X		X	X	X
S4 Consumers and end-users	Safety of consumers and/or end-users	Quality and safety of products	Harmful to the health and safety of consumers and/or end-users in the event of the development or design of faulty and unsuitable products (e.g. pedal sets).	Negative impact due to isolated incidents		X		X	X
			Disputes related to products that are defective and in breach of current regulations concerning the health and safety of end-users.	Financial risk			X	X	X
	Impacts related to information for consumers and/or end-users	Protecting customer information	Violation of the privacy of customers in the event of their personal data being mismanaged.	Negative impact due to isolated incidents		X	X	X	X
		Information and satisfaction of end-user customers and consumers	Financial costs related to regulatory and technological developments and to meet growing expectations for sustainability.	Financial risk			X	X	X

GOVERNANCE

ESRS	Sub-topics	Challenge	Description	IRO type	Impact		Scope		
					Current	Potential	Upstream value chain	Own activity	Downstream value chain
G1 Business conduct	Corruption and bribery	Ethics, business integrity and anti-corruption	Legal and reputational risk in the event of a breach of business ethics.	Financial risk			X	X	X
	Managing supplier relationships including payment practices	Managing supplier relationships	Cessation of activity due to dependence on, or mismanagement of, supplier contracts.	Financial risk			X	X	X

SPECIFIC

ESRS	Sub-topics	Challenge	Description	IRO type	Impact		Scope		
					Current	Potential	Upstream value chain	Own activity	Downstream value chain
NA – Specific	Cybersecurity	Cybersecurity management at AKWEL	Financial and reputational risks in the event of cyberattacks.	Financial risk	-	-	X	X	X

NB: The following subjects are excluded from the scope of the analysis because they are considered too far from the Group's activity and therefore non-material:

- The fight against food waste;
- The fight against food insecurity;
- Respect for animal welfare;
- Responsible, equitable and sustainable food.

3.1.3.B. *Publication requirements for the ESRS covered by the sustainability statement (ESRS-2 IRO-2 § 56)*

Following the determination of material impacts, risks and opportunities, the Group assessed the materiality and relevance of each publication requirement, then each datapoint.

ESRS standard	Publication requirement	Reference
ESRS 2	BP-1 – BP-2 – Basis for preparation	Section 3.1.1
ESRS 2	GOV-1 – GOV-5 – Governance	Section 3.1.2
ESRS	2 SBM-1 – SBM-3 – Strategy	Section 3.1.3.1
ESRS 2	IRO-1 – IRO-2 – Impact, risk and opportunity management	Section 3.1.4
ESRS 2	MDR-P/A/M/T – Minimum disclosure requirements on policies, actions, metrics and targets	Each ESRS topic
ESRS E1	ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with the strategy and business model	Section 3.2.2.3
ESRS E1	ESRS 2 IRO-1 – Description of the processes to identify and assess material climate-related impacts, risks and opportunities	Section 3.2.2.4
ESRS E1	ESRS 2 GOV-3 – Integration of sustainability-related performance in incentive schemes	Section 3.1.2.6
ESRS E1	E1-1 – E1-8	Sections 3.2.2.2 to 3.2.2.11
ESRS E1	E1-9 – Anticipated financial effects from material physical and transition risks and potential climate-related opportunities	Transitional provision
ESRS E2	ESRS-2 IRO-1 – Description of the processes to identify and assess material pollution-related impacts, risks and opportunities	Section 3.2.3.1
ESRS E2	E2-1 – E2-4.	Sections 3.2.3.2 to 3.2.3.5
ESRS E2	E2-4 28 a: Each pollutant released to water and soil listed in Annex II to Regulation (EC) No 166/2006 of the European Parliament and of the Council	Not available
ESRS E2	E2-5 – Substances of concern and substances of very high concern	Non-material
ESRS E2	E2-6 – Anticipated financial effects from pollution-related impacts, risks and opportunities	Transitional provision
ESRS E3	ESRS-2 IRO-1 – Description of the processes to identify and assess material water and marine resources-related impacts, risks and opportunities	Section 3.2.4.1
ESRS E3	E3-1 – E3-4.	Sections 3.2.4.2; 3.2.4.4 to 3.2.4.6
ESRS E3	E3-5 – Potential financial effects from water and marine resources-related impacts, risks and opportunities	Transitional provision
ESRS E4	ESRS-2 IRO-1 – Description of processes to identify and assess material biodiversity and ecosystem-related impacts, risks and opportunities	Section 3.2.5.3
ESRS E4	E4-3 – Financial impacts (direct and indirect costs), in monetary terms, of measures to compensate for biodiversity loss	Section 3.2.5.5
ESRS E4	E4-6 – Potential financial effects from biodiversity and ecosystem-related risks and opportunities	Transitional provision
ESRS E5	ESRS-2 IRO-1 – Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities	Section 3.2.6.1
ESRS E5	E5-1 – E5-4.	Sections 3.2.6.3 to 3.2.6.6
ESRS E5	E5-5 – Resource outflows	Section 3.2.6.7
ESRS E5	E5-6 – Anticipated financial effects from resource use and circular economy-related impacts, risks and opportunities	Transitional provision
ESRS S1	ESRS-2 SBM-2 – SBM-3 – Strategy	Section 3.3.1.1
ESRS S1	S1-1 – S1-17	Sections 3.3.1.3 to 3.3.1.20
ESRS S1	S1-9 66b – Distribution of employees by age group	Section 3.3.1.13.2
ESRS S1	S1-16 –Gender pay gap and total annual remuneration ratio (RRAT) not calculated on the basis of all remuneration granted (i.e. deferred remuneration and retirement) to align numerators and denominators	Section 3.3.1.19
ESRS S1	S1-17 103c – The total amount of fines, penalties and compensation for damages as a result of incidents and complaints, [for discrimination including harassment], as well as a reconciliation of these monetary amounts and the most relevant amount presented in the financial statements	Section 3.3.1.20.1
ESRS S1	S1-17 104b – The total amount of fines, penalties and compensation for damages resulting from the cases described in point (a) above [severe human rights incidents], and a reconciliation of the amounts thus declared and the most relevant amount presented in the financial statements	Section 3.3.1.20.2
ESRS S2	ESRS-2 SBM-2 – SBM-3 – Strategy	Section 3.3.2.2
ESRS S2	S2-1 – S2-5.	Sections 3.3.2.3 to 3.3.2.7
ESRS S3	ESRS-2 SBM-2 – SBM-3 – Strategy	Section 3.3.3.2
ESRS S3	S3-1 – S3-5.	Sections 3.3.3.3 to 3.3.3.7
ESRS S4	ESRS-2 SBM-2 – SBM-3 – Strategy	Section 3.3.4.2
ESRS S4	S4-1 – S4-5.	Sections 3.3.4.3 to 3.3.4.7
ESRS G1	ESRS-2 GOV-1 – The role of the administrative, management and supervisory bodies	Section 3.4.1.1
ESRS G1	ESRS-2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities	Section 3.4.1.2
ESRS G1	G1-1 – G1-4, G1-6	Sections 3.4.1.3 to 3.4.2.3
ESRS G1	G1-6 33a, b, c, d – Supplier payment deadlines	Not available
ESRS G1	G1-5 – Political influence and lobbying activities	Non-material

3.1.3.9. *List of datapoints for cross-cutting and topical standards derived from other EU legislation.*

Below is a list of datapoints for cross-cutting and topical standards derived from other EU legislation.

The table below aims to meet the regulatory obligation of the European Union Directive CSRD, ESRS 2, Appendix B, which contains a list of datapoints related to the sustainability of other European Union legislation (SFDR, Pillar 3, Benchmark Regulation, EU Climate Reference), as well as a table of concordance between these datapoints and their equivalent within the CSRD.

Disclosure requirement and related datapoint	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU Climate Law reference	Financial report section
ESRS 2 GOV-1 Gender diversity in governance bodies, paragraph 21 (d)	Indicator No 13, table 1, Annex I.		Annex II to Commission Delegated Regulation (EU) 2020/1816 (1);		Management report, chapter 3, section 3.2, paragraph 3.1.2.1.1. (iii)
ESRS 2 GOV-1 Percentage of independent directors, paragraph 21 (e)			Annex II to Commission Delegated Regulation (EU) 2020/1816		Management report, chapter 3, section 3.2, paragraph 3.1.2.1.1. (iii)
ESRS 2 GOV-4 Statement on due diligence, paragraph 30	Indicator No 10, table 3, Annex I				Management report, chapter 3, section 3.2, paragraph 3.1.2.7.
ESRS 2 SBM-1 Involvement in activities related to fossil fuels, paragraph 40 (d) (i)	Indicator No 4, table 1, Annex I	Article 449a of Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 (2), table 1: Qualitative information on environmental risk and table 2: Qualitative information on social risk	Annex II to Commission Delegated Regulation (EU) 2020/1816		Non-material
ESRS 2 SBM-1 Involvement in activities related to chemical production, paragraph 40 (d)(ii)	Indicator No 9, table 2, Annex I		Annex II to Commission Delegated Regulation (EU) 2020/1816		Non-material
ESRS 2 SBM-1 Involvement in activities related to controversial weapons, paragraph 40 (d) (iii)	Indicator No 14, table 1, Annex I		Article 12 (1) of Delegated Regulation (EU) 2020/1818 (3), Annex II to Delegated Regulation (EU) 2020/1816		Non-material
ESRS 2 SBM-1 Involvement in activities related to cultivation and production of tobacco, paragraph 40 (d) (iv)			Delegated Regulation (EU) 2020/1818, Article 12(1) of Delegated Regulation (EU) 2020/1816, Annex II.		Non-material
ESRS E1-1 Transition plan to reach climate neutrality by 2050, paragraph 14				Article 2 (1) of Regulation (EU) 2021/1119	Management report, chapter 3, section 3.2, paragraph 3.2.2.2
ESRS E1-1 Undertakings excluded from the Paris-aligned benchmark indexes (Paris Agreement), paragraph 16 (g)		Article 449a Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453 Model 1: Banking book — Climate change transition risk: Credit quality of exposures by sector, issues and residual maturity	Article 12(1) (d) to (g) and Article 12(2), Delegated Regulation (EU) 2020/1818		Management report, chapter 3, section 3.2, paragraph 3.2.2.2
ESRS E1-4 GHG emission reduction targets, paragraph 34	Indicator No 4, table 2, Annex I.	Article 449a Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453 Model 3: Banking book — Climate change transition risk: alignment metrics	Article 6 of Delegated Regulation (EU) 2020/1818		Management report, chapter 3, section 3.2, paragraph 3.2.2.7
ESRS E1-5 Energy consumption from fossil fuels broken down by energy source (only sectors with a strong climate impact), paragraph 38	Indicator No 5, table 1 and indicator No 5, table 2, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.2.8
ESRS E1-5 Energy consumption and energy mix, paragraph 37	Indicator No 5, table 1, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.2.8
ESRS E1-5 Energy intensity of activities in sectors with high climate impact, paragraphs 40 to 43	Indicator No 6, table 1, Annex I				Non-material
ESRS E1-6 Gross GHG emissions from Scopes 1, 2 or 3 and total GHG emissions, paragraph 44	Indicators 1 and 2, table 1, Annex I	Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453 Model 1: Banking portfolio — Climate change transition risk: Credit quality of exposures by sector, issues and residual maturity	Article 5(1), Article 6 and Article 8(1) of Delegated Regulation (EU) 2020/1818		Management report, chapter 3, section 3.2, paragraph 3.2.2.9
ESRS E1-6 Intensity of gross GHG emissions, paragraphs 53 to 55	Indicator No 3, table 1, Annex I	Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453 Model 3: Banking portfolio — Climate change transition risk: Alignment indicators	Article 8 (1) of Delegated Regulation (EU) 2020/1818		Management report, chapter 3, section 3.2, paragraph 3.2.2.9

ESRS E1-7 GHG removals and carbon credits, paragraph 56				Article 2 (1) of Regulation (EU) 2021/1119	Management report, chapter 3, section 3.2, paragraph 3.2.2.10
ESRS E1-9 Exposure of the benchmark portfolio to climate-related physical risks, paragraph 66			Annex II to Delegated Regulation (EU) 2020/1818, Annex II to Delegated Regulation (EU) 2020/1816		Transitional provision
ESRS E1-9 Disaggregation of monetary amounts by acute and chronic physical risk, paragraph 66 (a) ESRS E1-9 Location of significant assets exposed to material physical risk, paragraph 66 (c)		Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453 paragraphs 46 and 47 Model 5: Banking book — Physical risk related to climate change: exposures subject to physical risk.			Transitional provision
ESRS E1-9 Breakdown of the carrying amount of the company's real estate assets by energy-efficiency class, paragraph 67 (c)		Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453(34), Model 2: Banking portfolio — Climate change transition risk: Mortgages — Energy efficiency of collateral			Transitional provision
ESRS E1-9 Degree of exposure of the book to climate-related opportunities, paragraph 69			Annex II to Commission Delegated Regulation (EU) 2020/1818		Transitional provision
ESRS E2-4 Amount of each pollutant listed in Annex II to Regulation E-PRTR (European Pollutant Release and Transfer Register) released to air, water and soil, paragraph 28	Indicator No 8, table 1, Annex I, indicator No 2, table 2, Annex I, Indicator No 1, table 2, Annex I; indicator No 3, table 2, Annex I				Not available
ESRS E3-1 Water and marine resources, paragraph 9	Indicator No 7, table 2, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.4
ESRS E3-1 Dedicated policy, paragraph 13	Indicator No 8, table 2, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.4.3
ESRS E3-1 Sustainable practices with regard to oceans and seas, paragraph 14	Indicator No 12, table 2, Annex I				Non-material
ESRS E3-4 Total percentage of water recycled and reused, paragraph 28(c)	Indicator No 6.2, table 2, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.4.6
ESRS E3-4 Total water consumption in m^3 in relation to the turnover generated by the company's own activities, paragraph 29	Indicator No 6.1, table 2, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.4.6
ESRS 2- SBM 3 - E4 Paragraph 16, point (a) i	Indicator No 7, table 1, Annex I				Non-material
ESRS 2- SBM 3 - E4 paragraph 16 (b)	Indicator No 10, table 2, Annex I				Non-material
ESRS 2- SBM 3 - E4 paragraph 16 (c)	Indicator No 14, table 2, Annex I				Non-material
ESRS E4-2 Sustainable land/agricultural practices or policies, paragraph 24 (b)	Indicator No 11, table 2, Annex I				Non-material
ESRS E4-2 Sustainable practices or policies with regard to oceans/seas, paragraph 24 (c)	Indicator No 12, table 2, Annex I				Non-material
ESRS E4-2 Policies to address deforestation, paragraph 24 (d)	Indicator No 15, table 2, Annex I				Non-material
ESRS E5-5 Non-recycled waste, paragraph 37 (d)	Indicator No 13, table 2, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.6.7.
ESRS E5-5 Hazardous waste and radioactive waste, paragraph 39	Indicator No 9, table 1, Annex I				Management report, chapter 3, section 3.2, paragraph 3.2.6.7.
ESRS 2- SBM3 - S1 Risk of forced labor, paragraph 14 (f)	Indicator No 13, table 3, Annex I				Management report, chapter 3, section 3.3, paragraph 3.3.1.3.1.
ESRS 2- SBM3 - S1 Risk of child exploitation through labor, paragraph 14 (g)	Indicator No 12, table 3, Annex I				Management report, chapter 3, section 3.3, paragraph 3.3.1.3.1.
ESRS S1-1 Human rights policy commitments, paragraph 20	Indicator No 9, table 3, and indicator No 11, table 1, Annex I				Management report, chapter 3, section 3.3, paragraph 3.3.1.3.

ESRS S1-1 Due diligence policies issues addressed by fundamental International Labor Organization Conventions 1 to 8, paragraph 21		Annex II to Commission Delegated Regulation (EU) 2020/1816	Management report, chapter 3, section 3.3, paragraph 3.3.1.3.3.
ESRS S1-1 Processes and measures for preventing trafficking of human beings, paragraph 22	Indicator No 11, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.1.3.3.
ESRS S1-1 Workplace accident prevention policy or management system, paragraph 23	Indicator 1, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.1.
ESRS S1-3 Mechanisms for handling grievances or complaints, paragraph 32 (c)	Indicator No 5, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.1.5.
ESRS S1-14 Number of deaths and number and rate of work-related accidents paragraph 88 (b) and (c)	Indicator No 2, table 3, Annex I	Annex II to Commission Delegated Regulation (EU) 2020/1816	Management report, chapter 3, section 3.3, paragraph 3.3.1.17.
ESRS S1-14 Number of days lost due to injury, accident, death or illness, paragraph 88 (e)	Indicator No 3, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.1.17.
ESRS S1-16 Unadjusted gender pay gap, paragraph 97 (a)	Indicator No 12, table 1, Annex I	Annex II to Delegated Regulation (EU) 2020/1816	Management report, chapter 3, section 3.3, paragraph 3.3.1.19. - Not available
ESRS S1-16 Excessive CEO pay ratio, paragraph 97 (b)	Indicator No 8, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.1.19. Not available
ESRS S1-17 Incidents of discrimination, paragraph 103 (a)	Indicator No 7, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.1.20.
ESRS S1-17 Non-respect of the Guiding Principles on Business and Human Rights and the OECD Guidelines, paragraph 104 (a)	Indicator No 10, table 1, and indicator No 14, table 3, Annex I	Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818	Management report, chapter 3, section 3.3, paragraph 3.3.1.20.
ESRS 2- SBM3 — S2 Significant risk of child exploitation through labor or forced labor in the value chain, paragraph 11 (b)	Indicators No. 12 and No. 13, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.2.2.
ESRS S2-1 Human rights policy commitments, paragraph 17	Indicator No 9, table 3, and indicator No 11, table 1, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.2.3.
ESRS S2-1 Policies related to value chain workers, paragraph 18	Indicators No 11 and No 4, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.2.3.
ESRS S2-1 Non-respect of the Guiding Principles on Business and Human Rights and the OECD Guidelines, paragraph 19	Indicator No 10, table 1, Annex I	Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818	Management report, chapter 3, section 3.3, paragraph 3.3.2.3.
ESRS S2-1 Due diligence policies on issues addressed by fundamental International Labor Organization Conventions 1 to 8, paragraph 19		Annex II to Delegated Regulation (EU) 2020/1816	Management report, chapter 3, section 3.3, paragraph 3.3.2.3.
ESRS S2-4 Human rights issues and incidents* related to the upstream or downstream value chain, paragraph 36	Indicator No 14, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.2.8.
ESRS S3-1 Commitments to a human rights policy, paragraph 16	Indicator No 9, table 3, Annex I, and indicator No 11, table 1, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.3.3.
ESRS S3-1 Non-respect of the Guiding Principles on Business and Human Rights, the ILO Principles or the OECD Guidelines, paragraph 17	Indicator No 10, table 1, Annex I	Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818	Management report, chapter 3, section 3.3, paragraph 3.3.3.3.
ESRS S3-4 Human rights issues and incidents, paragraph 36	Indicator No 14, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.3.6.
ESRS S4-1 Policies related to consumers and end-users, paragraph 16	Indicator No 9, table 3, and indicator No 11, table 1, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.4.3.
ESRS S4-1 Non-respect of the Guiding Principles on Business and Human Rights and the OECD Guidelines, paragraph 17	Indicator No 10, table 1, Annex I	Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818	Management report, chapter 3, section 3.3, paragraph 3.3.4.3.

ESRS S4-4 Human rights issues and incidents, paragraph 35	Indicator No 14, table 3, Annex I		Management report, chapter 3, section 3.3, paragraph 3.3.4.6.
ESRS G1-1 United Nations Convention against Corruption, paragraph 10 (b)	Indicator No 15, table 3, Annex I		Management report, chapter 3, section 3.4, paragraph 3.4.1.3.1.
ESRS G1-1 Protection of whistleblowers, paragraph 10 (d)	Indicator No 6, table 3, Annex I		Management report, chapter 3, section 3.4, paragraph 3.4.1.3.7.
ESRS G1-4 Fines for violation of anti-corruption and anti-bribery legislation, paragraph 24 (a)	Indicator No 17, table 3, Annex I	Annex II to Delegated Regulation (EU) 2020/1816	Management report, chapter 3, section 3.4, paragraph 3.4.1.6.
ESRS G1-4 Standards of anti-corruption and anti-bribery, paragraph 24 (b)	Indicator No 16, table 3, Annex I		Management report, chapter 3, section 3.4, paragraph 3.4.1.6.

This requirement provides that issuers identify, within their sustainability statement, the paragraphs where the datapoints listed in Appendix B are located or, where applicable, the indication that these datapoints are not material.

3.2. Environmental Information

3.2.1. Publication of information pursuant to Article 8 of Regulation 2020/852 (Taxonomy Regulation)

3.2.1.1. Presentation — Publication Obligation

In order to promote transparency and a long-term vision in economic activities, and to redirect capital flows toward environmentally sustainable investments, the European Union (EU) action plan on financing for sustainable growth has led to the creation of a common classification system for corporate activities, allowing for the identification of economic activities considered to be sustainable.

This system is defined in European Regulation 2020/852 of June 18, 2020 (the “Taxonomy Regulation”) and aims to define the EU’s environmental objectives and corresponding economic activities.

Sustainable economic activities, or aligned activities, are defined in Article 3 of the Taxonomy Regulation.

To determine whether an activity can be considered sustainable, it must:

(i) contribute substantially to one or more of the following six environmental objectives: (i) climate change mitigation; (ii) climate change adaptation; (iii) the sustainable use and protection of water and marine resources; (iv) the transition to a circular economy; (v) pollution prevention and control; and (vi) the protection and restoration of biodiversity and ecosystems.

(ii) do no significant harm to any of the other five environmental objectives;

(iii) be carried out in compliance with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights, including the International Labour Organization (ILO) Declaration on Fundamental Principles and Rights at Work, the eight core ILO Conventions and the International Bill of Human Rights.

The European Commission adopted:

- on June 4, 2021, Delegated Regulation EU 2021/2139 (the "Climate Regulation"), which establishes the technical screening criteria relating to the first two environmental objectives (climate change mitigation and climate change adaptation) and identifies more than 80 economic activity sub-sectors representing 93% of greenhouse gas emissions in the European Union and requiring priority action ("European taxonomy-eligible" activities);
- on March 9, 2022, Delegated Regulation (EU) 2022/1214 amending Delegated Regulation (EU) 2021/2139 as regards economic activities in certain energy sectors and Delegated Regulation (EU) 2021/2178 as regards specific public disclosures for those economic activities;
- on June 27, 2023:
  - Delegated Regulation (EU) 2023/2485, which amends the Climate Regulation by adding a new activity to Notes I, entitled "3.18. Manufacture of automotive and mobility components" and establishing technical screening criteria relating to climate change mitigation and adaptation for this new economic activity;
  - Delegated Regulation 2023/2486 (the "Environmental Delegated Regulation") establishing the technical screening criteria determining the conditions under which an economic activity qualifies as contributing substantially to the sustainable use and protection of water and marine resources, the transition to a circular economy, pollution prevention and control, and the protection and restoration of biodiversity and ecosystems.

Pursuant to the Taxonomy Regulation and the Delegated Regulation relating to Article 8 of the Taxonomy Regulation published on July 6, 2021, the Group is required to publish its exposure to the European Green Taxonomy and sustainability indicators such as:

- the proportion of turnover, capital expenditure (CapEx) and operating expenditure (OpEx) associated with "eligible" activities, i.e. those classified in the European Taxonomy, and "non-eligible" activities;
- the proportion of its turnover, capital expenditure (CapEx) and operating expenditure (OpEx) associated with "sustainable" activities, i.e. activities that comply with the technical examination criteria associated with each of the "eligible" activities, do not harm other environmental objectives (DNSH) and respect minimum social safeguards.

For the 2024 financial year and beyond, AKWEL is required to publish:

- "taxonomy-eligible" and "taxonomy-non-eligible" economic activities as a proportion of its total turnover, capital expenditure (CapEx) and operating expenditure (OpEx), with regard to all published environmental objectives;
- taxonomy-aligned and taxonomy-non-aligned economic activities as a proportion of its total turnover, capital expenditure (CapEx) and operating expenditure (OpEx), with regard to all published environmental objectives;

3.2.1.2. Methodology — Scope

The various analyses were based on a cross-functional approach involving the Group's finance, legal and non-financial teams.

The scope of analysis covers the following points:

- The turnover, capital expenditure and operating expenses considered cover all of the Group's activities corresponding to the scope of the companies under its control;
- The companies in which the Group and its undertakings exercise joint control or significant influence are excluded from the calculation of the ratios defined by the Delegated Act relating to Article 8 of the Taxonomy Regulation published on July 6, 2021 (Delegated Regulation (EU) 2021/2178);

The financial data is taken from the consolidated financial statements as at December 31, 2024. The turnover and capital expenditure can therefore be reconciled with the consolidated financial statements.

3.2.1.3. *Eligibility Analysis of Activities*

The eligibility analysis consists of identifying the Group's activities listed in the various Delegated Regulations of the Taxonomy Regulation. These activities are referred to as "eligible."

In 2024, AKWEL carried out a new eligibility analysis of its activities:

- Result of the analysis of climate change mitigation targets;

Number	Activity	TURNOVER	CAPEX	OPEX
1.1	Manufacturing, installation and associated services for leak control technologies to reduce and prevent leaks in water supply systems (WSS)	-	X	-
3.18	Manufacture of automotive and mobility components	X	X	-
5.1	Repair, refurbishment and remanufacturing	X		-
5.2	Sale of spare parts	X		-
6.5	Transport by motorbikes, passenger cars and light commercial vehicles	-	X	-
7.2	Renovation of existing buildings	-	X	-
7.3	Installation, maintenance and repair of energy efficiency equipment	-	X	-
7.7	Acquisition and ownership of buildings	-	X	-

- Result of the analysis of objectives for transition to a circular economy

Number	Activity	TURNOVER	CAPEX	OPEX
5.1	Repair, refurbishment and remanufacturing	X	X	-
5.2	Sale of spare parts	X	-	-

3.2.1.4. *Activity Alignment Review*

Due to an incomplete analysis of the technical criteria, in particular those relating to DNSH and the lack of sufficient and appropriate documentation of the process implemented by AKWEL to determine the sustainability of the Group's activities, alignment is declared to be zero.

3.2.1.5. Publication

3.2.1.5.1. Share of Turnover Aligned with the European Green Taxonomy

The turnover considered is that generated by the equipment of all types of vehicles, regardless of engine or vehicle type.

31/12/2024		2024		Substantial contribution criteria						Criteria for absence of significant harm ("DNSH criterion")									
Economic activities	Codes	Revenue	Share of turnover	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum Guarantees	Share of revenue aligned with the taxonomy (A.1) or eligible for the taxonomy (A.2), year N-1	Enabling activity	Transitional activity
		(in million)	(%)	(Yes/No/N/A)	(Yes/No/N/A)	(Yes/No/N/A)	(Yes/No/N/A)	(Yes/No/N/A)	(Yes/No/N/A)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(%)	H	T
A. ACTIVITIES ELIGIBLE FOR TAXONOMY																			
A.1 - Environmentally sustainable activities (aligned with the taxonomy)																			
3.18 - Manufacture of automotive components and components for mobility		-	0,00%	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0%		
Revenue from environmentally sustainable activities (aligned with the taxonomy) (A.1)		-	**0,00%**	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0%		
Of which enabling		-	0%																
Of which transitional		-	0%																
A.2 - Activities eligible for taxonomy but not environmentally sustainable (not aligned with taxonomy)																			
3.18 - Manufacture of automotive components and components for mobility		24,5	829973285	**Yes**	N/A	N/A	N/A	N/A	N/A								0%		
5.1 - Repair, refurbishment, and reconditioning		22,5	871547017	N/A	N/A	N/A	N/A	**Yes**	N/A								0%		
5.2 - Sale of spare parts		71,9	530910010	N/A	N/A	N/A	N/A	**Yes**	N/A								0%		
Revenue from activities eligible for taxonomy but not environmentally sustainable (not aligned with taxonomy) (A.2)		**118,9**	**12,02%**	0%	0%	0%	0%	0%	0%								0%		
A. Turnover from activities eligible for taxonomy (A.1 + A.2)		118,9	12,02%																
B. ACTIVITIES NOT ELIGIBLE FOR TAXONOMY																			
Turnover from activities not eligible for the taxonomy (B)		870,1	88%																
Total (A + B)		989,0	100%																

YES: Activity eligible for taxonomy and aligned with taxonomy in terms of the environmental objective targeted.
NO: Activity eligible for taxonomy but not aligned with taxonomy in terms of the targeted environmental objective.
N/EL: Not eligible. Activity not eligible for taxonomy with regard to the targeted environmental objective

	Share of revenue/total revenue	
	Aligned with taxonomy by objective	Eligible for taxonomy by objective
CCM (Climate Change Mitigation)	NA	2,48%
CCA (Climate Change Adaptation)	NA	NA
WTR (Water and Marine Resources)	NA	NA
CE (Circular Economy)	NA	9,55%
PPC (Pollution Prevention and Control)	NA	
BIO (Biodiversity)	NA	NA

3.2.1.5.2. Capital Expenditure (CAPEX)

The Group's eligible and aligned capital expenditure was not significant for the 2024 financial year.

31/12/2024	2024			Substantial contribution criteria						Criteria for no significant harm ("DNSH criteria")									
Economic activities	Codes	CapEx	Share of CapEx	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum Guarantees	Share of CapEx aligned with the taxonomy (A.1) or eligible for the taxonomy (A.2), year N-1	Enabling activity category	Transitional activity category
		(in million)	(%)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(%)	H	T
A. ACTIVITIES ELIGIBLE FOR TAXONOMY																			
A.1 Environmentally sustainable activities (aligned with taxonomy)																			
Activity 1.1 - 1.1 Manufacturing, installation, and associated services for leakage control technologies enabling leakage reduction and prevention in water supply systems (WSS)			0,00%	N/A	N/A	N/A	N/A	N/A	N/A								0%		
Activity 3.18 - Manufacture of automotive and mobility components			0,00%	N/A	N/A	N/A	N/A	N/A	N/A								0%		
Activity 6.5 - Transport by motorcycles, passenger cars, and light commercial vehicles			0,00%	N/A	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.2 - Renovation of existing buildings			0,00%	N/A	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.3 - Installation, maintenance, and repair of energy efficiency equipment			0,00%	N/A	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.6 - Installation, maintenance and repair of energy efficiency equipment			0,00%	N/A	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.7 - Acquisition and ownership of buildings			0,00%	N/A	N/A	N/A	N/A	N/A	N/A								0%		
CapEx for environmentally sustainable activities (aligned with taxonomy) (A.1)		-	**0,00%**	0%	0%	0%	0%	0%	0%								0%		
Of which enabling		0	0,00%	0%	0%														
Of which transitional		0																	

31/12/2024		2024		Substantial contribution criteria						Criteria for no significant harm ("DNSH criteria")									
Economic activities	Codes	CapEx	Share of CapEx	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum Guarantees	Share of CapEx aligned with the taxonomy (A.1) or eligible for the taxonomy	Enabling activity category	Transitional activity category
		(in million)	(%)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes;No;N/A)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(%)	H	T
A.2 Activities eligible for taxonomy but not environmentally sustainable (not aligned with taxonomy)																			
		(in million)	(%)	(EL;N/EL)	(EL;N/EL)	(EL;N/EL)	(EL;N/EL)	(EL;N/EL)	(EL;N/EL)										
Activity 1.1 Manufacturing, installation, and related services for leak control technologies that enable the reduction and prevention of leaks in water supply systems (WSS)		0,0	0,03%	Yes	N/A	N/A	N/A	N/A	N/A										
Activity 3.18 - Manufacture of automotive and mobility components		4,2	11,52%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 5.1 - Repair, refurbishment, and reconditioning		-	0,00%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 5.2 - Sale of spare parts		-	0,00%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 5.3 - Renewal of wastewater collection and treatment networks		1,4	3,68%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 6.5 - Transport by motorcycles, passenger cars, and light commercial vehicles		0,6	1,72%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.2 - Renovation of existing buildings		0,2	0,42%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.3 - Installation, maintenance, and repair of energy efficiency equipment		0,4	1,13%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.6 - Installation, maintenance, and repair of renewable energy technologies		0,2	0,45%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
Activity 7.7 - Acquisition and ownership of buildings		4,5	12,20%	Yes	N/A	N/A	N/A	N/A	N/A								0%		
CapEx for activities eligible for taxonomy but not environmentally sustainable (not aligned with taxonomy) (A.2)		**11,47**	31,14%														0%		
A. CapEx for activities eligible for taxonomy (A.1 + A.2)		**11,47**	31,14%	0%	0%	0%	0%	0%	0%								0%		
B. ACTIVITIES NOT ELIGIBLE FOR TAXONOMY																			
CapEx for activities not eligible for the taxonomy (B)		25,36	68,86%																
Total (A + B)		36,83	100%																

YES: Activity eligible for taxonomy and aligned with taxonomy in terms of the environmental objective targeted.

NO: Activity eligible for taxonomy but not aligned with taxonomy in terms of the targeted environmental objective.

N/EL: Not eligible. Activity not eligible for taxonomy with regard to the targeted environmental objective

	Share of CapEx/Total CapEx	
	Aligned with taxonomy by objective	Eligible for taxonomy by objective
CCM (Climate Change Mitigation)	NA	31,14%
CCA (Climate Change Adaptation)	NA	NA
WTR (Water and Marine Resources)	NA	NA
CE (Circular Economy)	NA	0,00%
PPC (Pollution Prevention and Control)	NA	NA
BIO (Biodiversity)	NA	NA

3.2.1.5.3. Capital expenditure/OPEX

31/12/2024	2024			Substantial contribution criteria						Criteria for no significant harm ("DNSH criteria")									
Economic activities	Codes	OpEx	Share of Opex	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum Guarantees	Share of OpEx aligned with taxonomy (A.1) or eligible for taxonomy (A.2), year N-1	Enabling activity category	Transitional activity category
		(in l million	(%)	(Yes;No; N/A)	(Yes;No; N/A)	(Yes;No; N/A)	(Yes;No; N/A)	(Yes;No; N/A)	(Yes;No; N/A)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(Yes/No)	(%)	H	T
A. ACTIVITIES ELIGIBLE FOR TAXONOMY																			
A.1 Environmentally sustainable activities (aligned with taxonomy)																			
No activity																	0%		
Of which enabling		0	0%	0%	0%	0%	0%	0%	0%										
Of which transitional		0																	
A.2 Activities eligible for taxonomy but not environmentally sustainable (not aligned with taxonomy)																			
		(in l million	(%)	(EL; N/EL)	(EL; N/EL)	(EL; N/EL)	(EL; N/EL)	(EL; N/EL)	(EL; N/EL)										
No activity																	0%		
A. OpEx for activities eligible for taxonomy (A.1 + A.2)		0	0%	0%	0%	0%	0%	0%	0%										
B. ACTIVITIES NOT ELIGIBLE FOR TAXONOMY																			
OpEx for activities not eligible for taxonomy (B)		0	0%																
Total (A + B)		0	0%																

YES: Activity eligible for taxonomy and aligned with taxonomy in terms of the environmental objective targeted.

NO: Activity eligible for taxonomy but not aligned with taxonomy in terms of the targeted environmental objective.

N/EL: Not eligible. Activity not eligible for taxonomy with regard to the targeted environmental objective

Share of OpEx/Total OpEx		
Aligned with taxonomy by objective		
CCM (Climate Change Mitigation)	NA	NA
CCA (Climate Change Adaptation)	NA	NA
WTR (Water and Marine Resources)	NA	NA
CE (Circular Economy)	NA	NA
PPC (Pollution Prevention and Control)	NA	NA
BIO (Biodiversity)	NA	NA

Note:

Complementary indicator to CapEx. The complexity differed from OpEx taxonomic vs financial OpEx

3.2.1.6. *Activity related to nuclear energy and fossil gas*

Line	Activities related to nuclear energy	Yes/No
1	The company carries out, funds or is exposed to research, development, demonstration and deployment of innovative nuclear electricity generation facilities with minimal waste from the fuel cycle.	No
2	The company carries out, funds or has exposures to the construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purpose of district heating or industrial processes such as hydrogen production, including their safety upgrades, using the best available technologies.	No
3	The company carries out, funds or has exposures to the safe operation of existing nuclear installations to produce electricity or process heat, including for the purpose of district heating or industrial processes such as hydrogen production from nuclear energy, including their safety upgrades.	No

Line	Fossil gas-related activities	Yes/No
1	The company carries out, funds or has exposures the construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels.	No
2	The company carries out, funds or has exposures to the construction, refurbishment and operation of combined heat/cooling and electricity generation facilities using fossil gaseous fuels.	No
3	The company carries out, funds or has exposures to the construction, refurbishment or operation of heat generating facilities that produce heat/cooling using fossil gaseous fuels.	No

3.2.2. Climate change (ESRS E1)

3.2.2.1. *Integration of sustainability-related performance in incentive mechanisms (ESRS 2 GOV-3)*

Currently, AKWEL has not incorporated any climate-related indicators into the annual and multi-year variable remuneration of members of the Executive Board and managers.

For more information, see *section 3.1.2.6. Integration of sustainability-related development performance in incentive systems*.

3.2.2.2. *Transition plan for climate change mitigation (ESRS E1-1 § 14,17)*

To date, AKWEL has not implemented a transition plan for climate change mitigation.

However, AKWEL has set quantitative targets and has already implemented actions to reduce its carbon emissions and energy consumption.

These actions include:

- Exposure to physical risks related to climate change for each site was conducted on three ST, MT and LT scenarios (wind, temperature, water and soil). The analysis is in progress and elements will be published in 2025;
- Reducing CO_2 emissions;
- Supporting suppliers toward achieving AKWEL's objectives;
- Reducing the intensity of energy consumption;
- Using green energy;
- The elimination of unsafe industrial fuels.

As part of its climate strategy and in line with the regulatory requirements and objectives of the Paris Agreement, AKWEL
is currently developing its transition plan for climate change mitigation.

This plan will define the trajectories for reducing greenhouse gas emissions and the main actions needed to align the activities of the AKWEL Group with a low-carbon economy.

Its adoption is planned for the end of 2025, with gradual implementation in the following years.

The governance of the transition plan will be overseen by the Environment and Energy Management Committee. Its deployment within the production sites will be entrusted to the Manufacturing Performance Department.

3.2.2.3. *Material impacts, risks and opportunities and their interaction with strategy and business model (ESRS 2 SBM-3 § 18)*

The risks and impacts listed below have been identified by the Working Group.

For more information on the dual materiality analysis and identification of material risks, impacts, risks and opportunities, please refer to *section 3.1.3.6. Description of procedures for identifying and assessing material impacts, risks and opportunities*.

Topics	Description	Impact / Risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Adaptation to climate change	Decrease or even stop the activity of production sites or those of suppliers in case of climatic hazards.	Physical risk			X	X	X	X		
Climate change mitigation	GHG emissions from extraction and transportation of raw materials purchased by AKWEL.	Negative impact	X		X	X	X	X		
	Loss of market share due to non-compliance with environmental criteria imposed by customers or regulators.	Transition financial risk			X	X	X		X	
	Pressure on natural resources related to the use of fossil fuels in production.	Negative impact	X		X	X	X	X		
	GHG emissions linked to AKWEL's production activity and energy consumption (Scopes 1 and 2).	Negative impact	X			X		X		
	Increased demand for electric vehicles due to growing environmental awareness among consumers and to incentivising or even coercive regulation (ban on the sale of new combustion-engine vehicles in Europe from 2035).	Financial opportunity			X	X	X			X
	Loss of business relationship (with customers) as a result of market changes (transition from combustion-engine market to the electrical market).	Transition financial risk			X	X	X	X		
Energy	Pressure on natural resources related to the use of fossil fuels in production.	Negative impact	X		X	X		X		

3.2.2.4. Description of the processes to identify and assess material impacts, risks and opportunities related to climate change [ESRS 2 SBM-3 § 20)

The impacts, risks and opportunities were assessed by the Working Group.

For more information on the dual materiality analysis and risk identification, please refer to *section 3.1.5 Management of sustainability-related impacts, risks and opportunities*.

Each plant assessed the impact of climate change on its infrastructure and activities according to three time horizons:

- Short-term: less than 1 year;
- Medium-term: between 1 and 5 years;
- Long-term: more than 5 years.

Taking into account topics related to water, wind, temperature and soil.

For more information on the double materiality analysis and the identification of risks, impacts and opportunities, please refer to *section 3.1.4 Management of sustainability-related impacts, risks and opportunities*.

3.2.2.5. Policies related to climate change mitigation and adaptation (ESRS E1-2)

3.2.2.5.1. Policy (ESRS E1-2 § 24)

AKWEL has implemented policies related to climate change mitigation and adaptation to respond to the IROs.

The Manufacturing Performance Department is responsible for deploying policies within the Group.

AKWEL is committed to contributing to combating climate change by aligning its activities with the objectives of the Paris Agreement, in particular by limiting global warming to 1.5°C.

AKWEL's policies aim to:

- Reduce CO_2 emissions;
- Greater use of renewable energy;
- Contribute to carbon neutrality for our activities by 2050;
- Integrate adaptation measures to increase the resilience of production sites to climate risks.

The policies cover all operating activities, including product development, manufacturing, procurement and transportation.

They apply to AKWEL's own activities and to all Group subsidiaries and are transmitted to our suppliers via the supplier manual, the general terms and conditions of purchase, the CSR partnership commitment and the annual supplier objectives letter.

Employees are made aware of the fight against climate change through internal communication campaigns on sustainability issues.

The policies to combat global warming are available through several channels:

- **Integration into official documents**: every year, the principles and objectives of the policies are published in the sustainability report that is available to all stakeholders on the AKWEL website;
- **Dialog and exchanges with stakeholders**: AKWEL communicates directly and regularly with key stakeholders (customers, suppliers, investors, employees) to share actions, collect feedback and adapt strategies as appropriate.

AKWEL's policies comply with several external benchmarks to ensure its credibility and effectiveness, including:

- ISO 14001 standards: all AKWEL Group sites are ISO 14001 certified;
- Carbon Disclosure Project (CPD) questionnaire: AKWEL reports on its effects on the climate on the CPD platform annually and makes this available to its major customers.

3.2.2.5.2. Governance and monitoring

The governance of climate change mitigation and adaptation policies is overseen by the Environment and Energy Management Committee, which ensures that climate and sustainability issues are integrated into the work plans of all the Group's production sites.

This committee assesses performance and progress, and takes any necessary decisions.

The Manufacturing Performance Department is responsible for the operational monitoring of projects, identifies areas for improvement and ensures that actions are consistent with the commitments made. It coordinates the Group's various subsidiaries.

The Environment and Energy Management Committee assesses the performance and the progress of the actions and makes any necessary additional decisions. The committee monitors the consolidation of KPIs at Group level.

Each site director is responsible for deploying the policy at the local level. An environmental risk analysis is carried out at all sites in accordance with ISO 14001 and regulatory requirements.

	2024	2023	2022
% of operational sites that have conducted an environmental risk analysis	100%	100%	100%
% of operational sites that are ISO 14001 certified	100%	100%	100%

3.2.2.6. *Actions and resources in relation to climate change policies (ESRS E1-3 § 26, 29)*

Actions related to climate change are as follows:

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Emissions reduction	Adopt clean technologies (eliminate industrial fuel).	Eliminate industrial fuel.		Actions to be carried out in 2025: • Define priorities for each plant according to the specific characteristics of the country; • Define the responses and alternatives to be determined at plant level in line with the footprint (targets at 5–10 years); • Define a strategy before implementing actions and making choices.
	Improve energy efficiency	Reduce consumption of natural gas.	• The sites track their consumption with meters installed on the French sites (mapped consumption areas). • 36% reduction (compared to 2021) achieved for Scopes 1 and 2; • 19% reduction (compared to 2023) for Scope 3.	To continue in 2025: • Replacement of conventional lighting with LED technology across the entire Group.
		Determine actions to consume less electricity through a large process family (autoclaves, extruders, robotic machine area, presses, etc.) e.g. heating time.	• Tracking of plastic cooling. • Reuse of cooling water from rubber ducts with installation of a closed loop treatment circuit; • Installation in place at the Tondela site: ▪ Water consumption gain of 13% (3000/23,000).	• Feasibility studies to be launched for the closed-loop installation of the cooling circuit for rubber parts at potential sites (Gebze and Rayong); • Confirm the adequacy of the Group's current standards with energy and environmental objectives; • Continue to renew and adapt the tools according to the defined and confirmed standards; • Finalize the study consisting in equipping the heater collars on the injection molding sleeves with insulating sheaths.
		Replacement of existing technologies.	• Hydraulic presses switched to electric presses; • Investment in four new hybrid presses in 2024.	• Continuation of the renewal of the injection press fleet (four new hybrid presses invested in 2024 according to Group standard): % of hybrid presses in 2024: 275/423, i.e. 65% of the machine fleet; • Investment in two electric forming furnaces according to the latest Group standard for the Stara Zagora (Bulgaria) and Gebze (Türkiye) sites; • Study in progress to equip the heater collars on the injection molding sleeves with insulating sheaths; • Objective: increased power consumption on the "plasticizing" function = 20%.

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Emissions reduction	Improve energy efficiency	Work on less energy-intensive processes such as forming cooling tubes for electric vehicles => replacing fuel and gas autoclaves with electric furnaces.	• In the AKWEL Asia region: ▪ Optimize the production plan for forming corrugated tubes in the furnace; ▪ Reduce the number of cycles in order to save energy; ▪ Investment in two electric forming furnaces for TPV material, replacing the autoclave furnace for rubber hose.	In 2025: • Systematically offer this alternative to rubber hose when the product and customer requirements allow it; • Replace boilers, end-of-life autoclaves or defective boilers with new generation, more energy-efficient equipment.
Energy transition	Replace fossil fuels with renewable energy or cleaner technologies, such as electricity from green sources.	Formalize the supply of green electricity by country and plant. Install solar panels to generate electricity at plants.	• Electricity production from solar panels: installation on the roofs and parking lots of the Parades de Coura site (Portugal) (100% green energy); • Implementation of a power purchase agreement (PPA) with green electricity for all of our French sites; • Replacement of conventional lighting with LED technology at the Parades de Coura (Portugal), Bursa (Türkiye), Villieu Loyes Mollon (France), Champfromier–Siege (France) and Tondela (Portugal) sites.	In the next three years: • 70% Group consolidation in 2028; • 5% of Group consumption from solar energy; • Substitution of conventional lighting to LED technology across the entire Group.
Organizational measures	Promote the circular economy and increase the use of renewable energy.	Raise employee awareness of AKWEL's policy.	• Display of four posters on energy saving best practices at the sites; • Publication of posters in the in-house newsletter, *ECHANGES*; • Launch of challenge "all together against waste."	
	Assess the physical risks related to climate change (floods, heat waves, etc.) and implement adaptation plans for the most exposed sites.	Know the risks for each site.	• The risk inventory for each site was carried out in 2024.	• Define the actions needed for each plant to adapt to climate change.

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Organizational measures	Standardize energy savings across all sites.	Have an energy contact person for the Group and coordinators at each plant.	• ISO 50001 certification of six French sites (Beaurepaire, Champfromier, Monteux, Nesle, Romans and Vieux-Thann); • ISO 14001 certification of all plants; • Adaptation of the AKWEL management system applicable at all plants; • Energy audit at the Rudnik site (Czech Republic); • Appointment at all sites of a contact person for energy with the mission of leading an energy management team and being the internal relay for the Quality, Compliance and Transformation and the Production departments in the area of measurement, monitoring and implementation of progress actions for the control and continuous improvement of energy performance; • Appointment of an energy coordinator in charge of mainstreaming good practices with the contact persons within the plants.	• ISO 50001 certification of all sites by the end of 2025; • AKWEL management system: The last adaptation actions will be carried out no later than the first half of 2025; • Perform energy audits according to local regulations. • Monitor consumption, progress and action plans.
	Structure the continuous improvement plan on energy savings.	Define the main lines of activity aimed at energy saving.	• Nine lines have been defined: lighting, heating and air conditioning, processes, organization, behaviors, controls, communication, green energy and fossil energy; • Inclusion of new criteria such as energy cost and green energy in the strategic D line of improving the "industrial footprint" to search for new locations.	• Continue and enrich the work done on the nine lines by the sites, which must act to meet the objectives set by the Executive Board; • The definition of the lines will be reviewed in December 2025; • The criteria will be reviewed in December 2025.
		Track the criteria corresponding to the emission factors in reporting.	• Implement the new plant assessment system with integration of the following criteria in monthly reporting: the intensity energy, carbon, water, waste and recycled materials; • In 2024, 50% of plants implemented the new assessment system.	• Fully deploy the new assessment system in the monthly reporting of each plant.
	Group travel policy.	Integrate best practices into the Group travel policy.	• Group travel policy updated to incorporate the identified good practices.	

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Value chain commitment	Work with suppliers and customers to reduce emissions across the value chain.	Update the purchasing policy	• Carbon-free energy suppliers researched by country; • The needs of all interested parties defined in order to make the necessary data available; • Feedback of suppliers' compliance with our requirements monitored; • Our requirements integrated into the value chain; • Inventory and costing drawn up on the basis of the information sent by the plants; • Collection of certificates of origin.	

3.2.2.7. *Targets related to climate change mitigation and adaptation (ESRS E1-4 § 30, § 33, § 34)*

AKWEL has not undertaken a scientific study for targets related to climate change mitigation and adaptation. These are defined on a voluntary basis.

To date, the Group has not published information on the methods and key assumptions used to define the targets, including, where applicable, the selected scenario, data sources, alignment with national EU or international strategic objectives, and how the targets take into account the broader context of sustainable development and/or the local context in which impacts occur.

AKWEL's objectives, aligned with its customers' demands, for climate change mitigation are as follows:

3.2.2.7.1. Contribution to carbon neutrality (the baseline for AKWEL is 2021)

- CO_2 reduction – Scopes 1 and 2
  - -15% in 2025 (-9663 T CO_2);
  - -40% in 2028 (-25,767 T CO_2);
  - -50% in 2030 (-32,210 T CO_2).

- CO_2 reduction – Scope 3:

AKWEL asks its suppliers of raw materials (main Scope 3 factors (metal, plastic, rubber)) to commit to the same objectives for their own Scopes 1 and 2 in order to meet the following targets:

- 5% in 2025;
- 30% in 2028;
- 40% in 2030.

For 2024, AKWEL uses the financial ratio for all materials and products purchased (amount purchased in euro x emission factor per euro provided by ADEME). The business travel and commuting travel sections were calculated on the basis of information provided by travel providers and employees.

In the future, AKWEL plans to use a hybrid method consisting of financial ratios and emissions data provided by suppliers in accordance with the provisions detailed in AKWEL's ESG Partnership Commitment Norm.

The reporting covers the most significant categories and is being structured based on the other categories.

Carbon neutrality no later than 2050.

3.2.2.7.2. Use of renewable electricity

- 70% in 2028;
- 75% in 2029;
- 80% in 2030.

3.2.2.7.3. Elimination of unsafe industrial fuel

- -100% in 2028.

3.2.2.7.4. Use of green materials is to represent (life cycle analysis for all new projects, the eco-design approach applied, including remanufacturing projects):

- 10% of the product weight of all new projects in 2025;
- 20% of the product weight of all new projects in 2026;
- 30% of the product weight of all new projects in 2028.

And for each new project, a life cycle analysis is carried out, the eco-design approach applied, including for remanufacturing projects (recovery of the product from the customer, disassembly, upgrade, return to the customer).

3.2.2.7.5. Carbon Disclosure Project for carbon and water

- To reach B by 2025 (C in 2022).

3.2.2.8. Energy consumption and energy mix (ESRS E1-5 § 38)

The following tables present the consumption, the evolution of energy consumption and the energy mix related to the Group's production activities.

Energy consumption and energy mix at constant scope	2024	2023	2022
(i) Fuel consumption from coal and coal-based products (MWh)	-	-	-
(ii) Fuel consumption from crude oil and petroleum products (MWh)	-	-	-
(iii) Fuel consumption from natural gas (MWh)	-	-	-
(iv) Fuel consumption from other fossil sources (MWh)	-	-	-
(v) Consumption of electricity, heat, steam and cooling purchased or acquired from fossil sources (MWh)	-	-	-
(vi) Total fossil energy consumption (MWh) (calculated as the sum of lines (i) to (v))	-	-	-
Fossil sources as a proportion of total energy consumption (in %)	-	-	-
(vii) Consumption from nuclear sources (MWh)	-	-	-
Consumption from nuclear sources as a proportion of total energy consumption (in %)	-	-	-
(viii) Consumption of fuel from renewable sources, including biomass (also including biological industrial and municipal waste, biogas, renewable hydrogen, etc.) (MWh)	-	-	-
(ix) Consumption of electricity, heat, steam and cooling purchased or acquired from renewable sources (MWh)	-	-	-
(x) Self-produced non-combustible renewable energy consumption (MWh)	-	-	-
(xi) Total renewable energy consumption (MWh) (calculated as the sum of lines 8 to 10)	63,901	-	-
Renewable sources as a proportion of total energy consumption (%)	28.7%	-	-
Total energy consumption (MWh) (calculated as the sum of lines (vi), (vii) and (xi))	223,114	236,560	237,178

The intensity of total energy consumption is 225.8 MWh/million euro of turnover in 2024, 221.9 MWh/million euro of turnover in 2023 and 239.5 MWh/million euro of turnover in 2022.

AKWEL is not able to communicate all the elements on its energy mix as the uncertainties over this data are too great. The reliability of the data will be addressed from 2025.

Renewable electricity produced on-site (MWh) with the breakdown between sale and self-consumption (%)	2024	2023	2022
Total renewable electricity produced on site (MWh)	-	-	-
of which self-consumption (%)	-	-	-
of which sold	-	-	-

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD and the ESRS. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.2.2.9. *Gross GHG emissions from Scopes 1, 2, 3 and total GHG emissions (ESRS E1-6 § 44)*

3.2.2.9.1. Methodology

Following the implementation of a tool to consolidate our carbon accounting in 2021 (using the GHG Protocol method), the Group was able to consolidate its accounting covering Scope 1 and Scope 2 under the Protocol.

As the tool was optimized throughout 2021, it allowed us to obtain a relatively complete 2024 footprint for the Group as a whole. This was comparable to 2021, with the exception of the Tokyo and Eppstein offices, whose consumption is negligible at the Group level.

Emissions related to the consumption of Scope 1 fuels (fixed and mobile direct emissions + fugitive emissions) are calculated from emission factors proposed by the French Agence de l'Environnement et de la Maîtrise de l'Énergie (ADEME, Environment and Energy Control Agency) and from emission factors from the sixth report of the Intergovernmental Panel on Climate Change (IPCC).

Indirect emissions related to the purchase of electricity (Scope 2) are calculated using the location-based approach of the national production mix by country with the latest data available on the "Our World in Data" website.

Scope 3 indirect emissions are calculated according to the GHG Protocol and include the following categories:

- 3.1 Purchased goods and services;
- 3.2 Capital goods;
- 3.4 Upstream transportation and distribution;
- 3.6 Business travel;
- 3.7 Employee commuting;
- 3.9 Downstream transportation and distribution.

The other categories were not recognized, including the use of sold products, category 11 of the GHG Protocol. A more in-depth analysis will be undertaken in 2025 to assess their applicability and/or impact.

For all of the selected purchasing categories, expenditure is multiplied by a monetary emission factor (in tCO_2e/€1000 of expenditure) from the ADEME Footprint Database®.

Business travel and employee commuting are calculated for the whole Group using emission factors from the ADEME Footprint Database®.

3.2.2.9.2. Emissions recognized in the Group's carbon footprint

The recognized emission items in the Group's carbon footprint are listed in the table below by influence and by scope.

Carbon footprint (in tons of CO_2e)	Retrospective data				Milestones and target years			
	2022	**2023**	**2024**	**% N-1**	**2025**	**2029**	**(2050)**	**Annual target in %/reference year**
Scope 1 GHG emissions								
Gross Scope 1 GHG emissions [$teqCO_2$]	28,742	28,123	27,288	-2.97%	-	-	-	-
Percentage of Scope 1 GHG emissions covered by regulated emission trading systems (%)	-	-	-	-	-	-	-	-
Scope 2 GHG emissions								
Gross Scope 2 location-based GHG emissions ($teqCO_2$)	29,766	28,623	12,262	-57.16%	-	-	-	-
Gross Scope 2 market-based GHG emissions ($teqCO_2$)	No data	No data	-	-	-	-	-	-
Scopes 1 & 2 GHG emissions	58,508	56,746	39,550	-30%	-15% vs 2021	-45% vs 2021	-	-
Scope 3 GHG emissions								
Gross Scope 3 GHG emissions ($teqCO_2$) – Categories 3.1/3.2/3.4/3.9	435,341	457,410	380,546	-16.8%	-5% Scope 3 vs. 2023*	-35% Scope 3 vs. 2023*	-	-
Business travel	No data	No data	1354	-	-	-	-	-
Employee commuting			7561	-	-	-	-	-
Total Scope 3 upstream ($teqCO_2$)	435,341	457,410	389,462	-14.85%****	-	-	-	-
Total GHG emissions								
Total location-based GHG emissions ($teqCO_2$)	493,849	514,157	429,012	-16.6%**	-	-35% vs 2023***	Neutral	-
Total market-based GHG emissions ($teqCO_2$)	-	-	-	-	-	-	-	-

* The year 2023 has been chosen as the reference year for Scope 3 corresponding to the year in which our calculation method was validated. Variations are assessed at constant scope.

** Calculated at current scope.

*** Including increases related to other Scope 3 categories.

**** Variation at current scope, including two additional categories since 2024: "business travel" and "employee commuting"

The other Scope 3 categories will be published in 2025.

Intensity	2022	2023	2024
Total GHG emissions	499.34 $teqCO_2$/€M	482.32 $teqCO_2$/€M	433.78 $teqCO_2$/€M

In 2024, Scope 1 emissions declined slightly in net value.

Two sites in Mexico experienced gas supply disruptions and switched back to fuel with higher CO_2 emissions, leading to a slight increase in intensity in 2024.

Scope 2 emissions decreased, primarily due to changes in country emission factors, in line with the Group's energy production mix. In 2022, energy-saving action plans were launched at all of our sites.

AKWEL has implemented an energy management approach certified under ISO 50001 at six French sites (Beaurepaire, Champfromier, Monteux, Nesle, Romans and Vieux-Thann), with the aim of optimizing energy performance and reducing GHG emissions.

Since January 2022, AKWEL has launched initiatives to develop the use of green energy, particularly for electricity.

The emission factor taken into account by each plant is based on the energy source used. For electricity, this factor depends on the method of production (nuclear, wind, solar, hydro, coal, etc.).

In 2024, our electricity supply contracts were modified to use green sources. They are 100% green at our plants in Mexico and China, and at our new facility in Bulgaria. We are continuing this formalization process for other countries. Some countries (Sweden and France) already have low emission factors.

In addition, AKWEL is developing the installation of photovoltaic panels on factory parking lot canopies. This initiative could generate 10% to 15% of our electricity consumption. Panels were installed at the Juarez and Ixtac sites in Mexico in 2024.

AKWEL's other major energy source is natural gas. Our transition from rubber products to thermoplastics has enabled us to use more green electricity, while reducing the use of natural gas, whose emission factor does not change by virtue of its nature.

3.2.2.10. *GHG removals and GHG mitigation projects financed through carbon credits (ESRS E1-7 § 56)*

To date, AKWEL has not implemented any specific projects aimed at mitigating or directly absorbing greenhouse gas emissions.

Similarly, no carbon offset mechanisms, such as the purchase of carbon credits, are currently used to offset the Group's emissions.

At present, AKWEL's initiatives focus primarily on improving energy efficiency and reducing emissions at source.

3.2.2.11. *Internal carbon pricing (ESRS E1-8 § 62)*

To date, AKWEL does not apply any internal carbon pricing system. This project will be assessed in the next two years.

3.2.3. Pollution (ESRS E2)

3.2.3.1. *Description of the processes to identify and assess material pollution-related impacts, risks and opportunities (ESRS 2 IRO-1 § 11)*

For this initial assessment, AKWEL did not undertake any scientific studies on pollution or hold any specific consultations with stakeholders, as the regulatory measures at its sites are compliant, and it did not conduct any scientific studies to define its pollution targets.

AKWEL implements a structured framework to assess, manage and mitigate the pollution-related impacts, risks and opportunities generated by its operations, products and value chain. This framework is based on a systematic approach that incorporates procedures for assessing and continuously monitoring environmental performance.

AKWEL regularly analyzes potential sources of pollution (air emissions, liquid discharges, solid waste and specific pollutants) through:

- Environmental impact mapping: identifying operations that potentially generate significant pollution;
- Impact assessment: measuring the environmental impact of the emitted pollutants, particularly on air, water, soil and ecosystems;
- Risks and opportunities analysis: considering risks of regulatory non-compliance, biodiversity impacts and process optimization opportunities.

This assessment is conducted by applying methodologies aligned with the requirements under the CSRD and the ESRS, and is based on external benchmarks, including IPCC, the European Environment Agency and applicable local regulations.

Data is collected periodically using monitoring devices and digital tools that enable real-time traceability.

Where a significant risk is identified, appropriate action plans are implemented, including:

- Pollutant reduction measures: improving industrial processes, replacing hazardous substances, capturing and treating emissions;
- Resource optimization: implementing cleaner technologies, reducing water and energy consumption;
- Environmental incident management: rapid response procedures in the event of accidental pollution;
- Engagement with stakeholders: dialog with local communities, environmental authorities and organizations.

The Environment and Energy Management Committee oversees the entire process and ensures periodic performance reviews. This committee ensures that:

- The assessment results are incorporated into the global sustainability strategy;
- Objectives and action plans are adapted in line with regulatory and technological developments;
- Transparent reporting is observed, particularly through the annual publication of results in the sustainability report.

For more information on double materiality analysis and risk identification, please refer to *section 3.1.3.5. Management of sustainability-related impacts, risks and opportunities*.

Following the consolidated double materiality analysis conducted at Group level, the material pollution-related IROs identified are as follows:

Topics	Description	Impact/risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Soil pollution	Soil degradation through waste from AKWEL production sites or its upstream or downstream value chain.	Negative impact		X	X	X	X	X		
Pollution of water	Pollution of stormwater and process water through waste from production sites (e.g. infiltration on parking lots, industrial plastic pellets).	Negative impact		X	X	X	X		X	
	Water pollution from industrial processes of suppliers in the value chain.	Negative impact		X	X		X	X		
	Deterioration in the health of local populations in the event of water pollution from the industrial processes of suppliers.	Negative impact		X	X		X	X		
	Financial penalties in the event of stricter regulations or regulatory breaches (hydrocarbons in groundwater, exceeding discharge thresholds > fine up to €50,000).	Financial risk	-	-	X		X		X	
Air pollution	Air degradation resulting from emissions from AKWEL production sites and across its value chain.	Negative impact		X	X	X	X	X		

For more information on double materiality analysis and risk identification, please refer to section *3.1.3.5. Management of sustainability-related impacts, risks and opportunities.*

3.2.3.2. *Policies related to pollution (ESRS E2-1 12)*

AKWEL has implemented a pollution policy (air, water, soil) to minimize the environmental impact of its operations and value chain.

AKWEL's policy aims to:

- Reduce pollutant emissions to air, water and soil from its production and transportation processes;
- Localize production to reduce polluting transportation and logistics operations that have an impact on climate change, which helps to reduce the overall environmental and energy footprint of our products;
- Prevent and limit accidental spills of fluids and hazardous substances. The expenditure incurred to prevent the environmental impact of the Group's operations amounted to €846K in 2025.

It includes pollution prevention measures, control systems, and incident and emergency management.

The policy applies to all Group operations.

AKWEL complies with international and local pollution regulations by monitoring emissions across its operations.

The Manufacturing Performance Department is responsible for implementing the policy in the Group.

AKWEL complies with international and local pollution regulations by monitoring emissions across its operations.

The policy is made available via various channels:

- The principles and objectives of the policies are published annually in the sustainability report, which is made available to all stakeholders via the AKWEL website;
- AKWEL communicates directly and regularly with key stakeholders (customers, suppliers, investors, employees) to share actions, collect feedback and adjust strategies as needed.

AKWEL's policy complies with ISO 14001 to ensure credibility and effectiveness: all AKWEL Group sites are ISO 14001 certified.

3.2.3.3. *Actions and resources related to pollution (ESRS E2-2 16)*

The expenditure incurred to prevent the environmental consequences of the Group's operations amounted to €846K in 2024.

The actions and resources related to pollution undertaken by AKWEL are as follows.

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Reduction of emissions to air	Install filters and advanced systems.	Use filtration devices (e.g. HEPA filters, electrostatic purifiers) to reduce fine particulate emissions into the atmosphere.	• Conduct periodic testing of refrigerant gas leaks in facilities across all sites; • Local certification: environmental permits (air emissions).	• Continue to monitor local site standards and regulations on air emissions, including local certifications.
	Optimize manufacturing processes.	Adjust industrial processes to minimize emissions.	• Monitor and control industrial gaseous effluents – chimneys (Tondela site, Portugal); • Comply with local regulations at all of our sites and implement remediation measures in the event of an alert.	• Analyze technologies and equipment that can be replaced and modernized to reduce emissions to air; • Define targets to limit environmental impacts related to pollution.
Water protection	Implement wastewater treatment systems to filter heavy metals, waste oils and other contaminants.	Monitor wastewater quality.	• Install an oil-water separation system at the Paredes de Coura and Tondela (Portugal) sites before discharge into the public wastewater network. Annual analyses are conducted; • Installation of retention basins for all chemicals to prevent spills and subsequent soil and water contamination (Tondela); • Industrial wastewater is correctly channeled to either the WTS or the industrial collector based on the analysis of the different sources (Tondela site (Portugal).	• Perform wastewater quality control at all sites; • Reduce water consumption by upgrading cooling circuits in rubber-processing plants to -20% (GPM) in 2028.

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Water protection	Implement wastewater treatment systems to filter heavy metals, waste oils and other contaminants.	Schedule spill prevention.	• Application of the IPG (Industrial Plastic Granules) regulation to minimize the pollution of water networks at sites in (France), Parades de Coura (Portugal), Villieu Loyes Mollon (France), Parades de Coura (Portugal) and Timisoara (Romania). Fully completed; • Establish a water treatment plant to reduce water resources at the Parades de Coura site (Portugal); • Quarterly monitoring of stormwater quality before discharge into the environment at the Villieu Loyes Mollon site (France).	In the next 3 years: • Install pollution barriers, sealed tanks and automatic leak detection systems at all sites to prevent accidental contamination of the watercourse or groundwater.
Waste and soil management	Materials recycling	Develop recovery channels for production waste (metals, plastics, etc.).	• Sorting waste to improve recycling and disposal of residual waste at the Champfromier (France) and Parades de Coura (Portugal) sites; • Separate non-industrial waste for collection and treatment by category for recycling (Parades de Coura (Portugal): all industrial waste is recycled); • Essential equipment and liquid containers to prevent spills at sites in Portugal.	In the next 3 years: • Reduce the number of rubber hose structures. Reduce the number of startups, which has an impact on the production of startup scraps => economic production campaign. • Reduce production scraps by managing, via action plans, plants in the series phase (existing products) and performance validation during production startup, from industrialization to ramp-up.

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Design of eco-responsible products	Product recyclability	Incorporate materials that are easy to disassemble and recycle into the design of mechanisms and fluid systems.	• Eco-design: Benchmark implementation for eco-design approach CLI02-01-008 - fully completed; • REMAN project: collection of returned components under warranty to manufacture new components on the SCR lines; • Use of recycled materials to manufacture components at the Parades de Coura site (Portugal); • Replace chemicals with "green" products, which do not require pictograms.	In the next 3 years: • Eco-design: Implement the project across the Group's scope; • Increase the recycling and recovery rate for waste other than metal, plastic and rubber

3.2.3.4. Targets related to pollution (ESRS E2-3 § 20)

AKWEL has not yet set targets to minimize its pollution-related environmental impacts. Local regulations are complied with at all of our sites and remediation measures are implemented in the event of an alert.

3.2.3.5. Pollution of air, water and soil (ESRS E2-4 § 26)

Based on risk analyses carried out at each site, the associated emergency situations have been identified. In most cases, they involve risks of spills, fire or explosion. For each emergency situation, the steps to be taken to react and the prevention methods are identified, listed and formalized in the security plan or another document. They are tested periodically, as far as possible, on all personnel.

AKWEL does not currently monitor the quantity of each pollutant. Pollutant analysis is scheduled to be conducted within the next three years.

3.2.4. Water and marine resources (ESRS E3)

3.2.4.1. Description of the processes to identify and assess material water and marine resources-related impacts, risks and opportunities (ESRS 2 IRO-1 § 8)

Risks and/or impacts related to water and marine resources were identified during the double materiality analysis conducted by the Working Group.

AKWEL has identified its sites experiencing water stress. By combining the consumption reported by the sites and the mapping data of the Aqueduct Water Risk Atlas published by World Resources Institute, AKWEL has identified ten sites located in water stress areas and equipped with water reuse solutions (index greater than or equal to 40%).

These ten sites represent 33.8% of the Group's water consumption.

AKWEL is committed to reducing water consumption at its sites and protecting water from pollution.

For more information on double materiality analysis and risk identification, please refer to Section *3.1.3.5, respectively. Management of sustainability impacts, risks and opportunities*.

3.2.4.2. Environmental impacts, risks and opportunities related to water and marine resources

Following a consolidated analysis at Group level by the Working Group, the following water and marine resources-related impacts, risks and material opportunities were identified:

Topics	Description	Impact / Risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Water	Pressure on water resources (consumption) particularly in regions/geographical areas identified as at risk of water stress	Negative impact	X		X	X	X	X		

In the upstream value chain, the impact on water resources is primarily related to raw material extraction and manufacturing processes.

3.2.4.3. Policies related to water and marine resource (ESRS 2 IRO-1 § 9,12,13)

As part of its resource efficiency policy, reducing water consumption is an operational objective for all production sites and is monitored and managed by the Environment and Energy Management Committee.

In line with good environmental practices, AKWEL takes concrete measures to reduce water consumption, minimize waste and protect water quality, and especially water consumption, by modernizing cooling systems at its rubber processing plants.

The policy covers all Group operations and applies to all Group companies. To date, AKWEL has not introduced a specific policy for sites located in water stress areas.

Employee awareness of water resource preservation is raised via internal communication campaigns on sustainability issues.

The Manufacturing Performance Department is tasked with implementing the policy across the Group.

The water consumption policy is made available via various channels:

- **Incorporation into official documents**: the principles and objectives of the policies are published annually in the sustainability report, which is accessible to all stakeholders via the AKWEL website;
- **Dialog and exchanges with stakeholders**: AKWEL communicates directly and regularly with key stakeholders (customers, suppliers, investors, employees) to share actions, collect feedback and adjust strategies as needed.

3.2.4.4. *Actions and resources related to water and marine resources (ESRS E3-2 § 15)*

Actions and resources related to water and marine resources by AKWEL are as follows:

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Reduce water consumption.	Development of closed-loop water circuits. Awareness-raising campaign on protection of water resources.	Reduce water consumption.	Installation of a water treatment plant at the Parades de Coura site (Portugal).	Establish a policy for sites located in water stress areas and develop associated action plans to reduce water consumption and increase site resilience.

3.2.4.5. *Targets related to water and marine resources (ESRS E3-3 § 20)*

AKWEL has set voluntary targets to reduce pressure on water by 2029.

Objectives	KPI	Quantified targets for 2029	Reference year
Reduce water consumption	m^3	-22%	2021

3.2.4.6. *Water consumption (ESRS E3-4 28)*

Water consumption (m^3) and distribution by source (%)

Water consumption	2024	2023	2022
Total water sample (m^3)	603,684	707,275	782,102
Of which municipal water (%)	78.4%	68.7%	72%
Of which rainwater (%)	-	-	-
Of which groundwater (%)	19.8%	29.25%	25.89%
Of which surface water (%)	1.7%	1.95%	2%
Water discharge (m^3)	535,101	557,805	523,664
Recycled and reused water (m^3)	-	-	-
Total water consumption (m^3)	68,582	129,469	258,437
2023/2024 variation table	-47%	-	-

The total water consumption intensity is 69.3 m^3/€M in 2024, 121.4 m^3/€M in 2023 and 261.4 m^3/€M in 2022.

3.2.5. Biodiversity and ecosystems (ESRS E4)

3.2.5.1. *Transition plan and consideration of biodiversity and ecosystems in strategy and business model (ESRS E4-1 11)*

To date, AKWEL has not yet formalized a specific transition plan that integrates biodiversity considerations into the overall strategy of its business model. However, it is aware of the growing importance of issues related to the protection of ecosystems and biodiversity and is committed to integrating these issues into its strategic thinking.

Efforts are under way to identify the potential impacts of its operations on biodiversity and ecosystems, with the aim of defining concrete objectives and actions in this area.

3.2.5.2. *Material impacts, risks and opportunities and their interaction with strategy and business model (ESRS 2 SBM-3)*

Following the consolidated double materiality analysis conducted at Group level by the Working Group, the material IROs identified related to biodiversity and ecosystems are as follows:

Topics	Description	Impact/risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Impacts on the extent and condition of ecosystems. Impacts and dependencies on ecosystem services.	Degradation of ecosystems due to the sourcing of raw materials (e.g. deforestation related to the use of vegetable oil to reduce the use of rubber-metal, electronic components).	Negative impact	X		X			X		
Direct impacts on biodiversity loss Impact on the condition of species.	Negative environmental impacts related to land artificialization.	Negative impact	X			X		X		
Impacts on the extent and condition of ecosystems.	Disruption of the supply chain due to scarcity of raw materials from ecosystems.	Financial risk			X			X		

3.2.5.3. *Description of the processes to identify and assess material biodiversity and ecosystem-related impacts, risks and opportunities (ESRS 2 IRO-1)*

At this stage, AKWEL has not yet conducted an assessment of its biodiversity impacts and ecosystem dependencies and has not verified whether its sites are within or near biodiversity-sensitive areas.

No consultation has been held with affected communities on the assessment of the sustainability of shared biological resources and ecosystems.

To date, AKWEL is not in a position to determine whether biodiversity mitigation measures need to be implemented.

3.2.5.4. *Policies related to biodiversity and ecosystems (ESRS E4-2)*

To date, AKWEL has not yet adopted a formalized policy related to biodiversity and ecosystems. Although the protection of ecosystems and natural resources has an increasing influence on strategic planning, no specific measures have been implemented due to the lack of identified major impacts of our operations on biodiversity.

Nevertheless, AKWEL remains attentive to changing regulatory requirements and stakeholder expectations on this issue.

In the future, AKWEL is also committed to evaluating the incorporation of a more structured approach to biodiversity into
our global sustainability approach.

3.2.5.5. *Actions and resources related to biodiversity and ecosystems (ESRS E4-3)*

To date, AKWEL has not conducted actions or allocated specific resources related to biodiversity and ecosystems.

This is because no assessment of the impact of its operations on biodiversity and ecosystems has yet been conducted in accordance with ESRS E4. In addition, AKWEL has not yet mapped the location of its sites in relation to sensitive areas and has not engaged in dialog with stakeholders.

AKWEL plans to launch an initial diagnostic phase by the end of 2026.

This phase will include:

- Mapping the location of sites in relation to sensitive areas and ecosystems by increasing the number of locations included in geographical environmental databases (GIS data), using tools such as Natura 2000 maps and other spatial data portals, to identify proximity to protected or at-risk natural areas;
- Assessing impacts and dependencies on biodiversity and ecosystems;
- Launching engagement with internal and external stakeholders to prioritize the most exposed ecosystems and define the initial measures to be implemented.

3.2.5.6. Targets related to biodiversity and ecosystems (ESRS E4-4)

To date, AKWEL has not yet set targets related to biodiversity and ecosystems.

3.2.5.7. Impact metrics related to biodiversity and ecosystems change (ESRS E4-5)

To date, AKWEL has not yet set specific metrics to measure the impact of its operations on biodiversity and ecosystems.

Although biodiversity protection is a key matter for sustainable development, establishing appropriate methodologies and identifying relevant metrics is still complex and under assessment.

AKWEL is committed to continuing its reflections in this regard, within the framework of a continuous improvement approach, to better integrate these aspects into its environmental management practices in the future.

3.2.6. Resource use and circular economy (ESRS E5)

3.2.6.1. Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities (ESRS 2 IRO-1)

The double materiality analysis, which identified the impacts, risks and opportunities related to resource use and circular economy, was conducted by the Working Group.

For more information on the double materiality analysis and risk identification, please refer to *section 3.1.3.6.*

3.2.6.2. *Material impacts, risks and opportunities and their interaction with resource use and circular economy (ESRS 5 SBM 3)*

Following the double materiality analysis conducted at Group level by the Working Party, the material IROs identified related to pollution are as follows:

Topics	Description	Impact/risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Waste management and recovery	Environmental footprint of waste related to end-of-life of products (treatment, recovery, sorting, etc.)	Negative impact	X		X	X	X	X		
	Environmental footprint of waste generated by manufacturing operations	Negative impact	X		X	X		X		
Resource management and eco-design	Risks of additional costs associated with higher prices of eco-designed raw materials	Financial risk			X	X		X		
Resource outflows linked to products and services	Diversification of operations through end-of-life reconditioning	Financial risk				X	X		X	

3.2.6.3. *Policies related to resource use and circular economy (ESRS E5-1)*

3.2.6.3.1. *Key areas of the policy*

AKWEL's policy is structured around five strategic areas:

3.2.6.3.1.1. *The Eco-Design Approach*

An eco-design approach has been in place since 2018 and applies to all products designed or modified by the Group.

This eco-design approach forms part of a sustainable development approach, allowing the environmental impacts of components designed by AKWEL to be taken into account throughout the life cycle of these products.

- Increase product lifespan;
- Minimize the impact of raw materials;
- Reduce energy consumption;
- Integrate manufacturing constraints and minimize waste related to supplies and manufacturing processes;
- Reduce the impact of transportation;
- Take action on use;
- Study the end-of-life from the design stage by minimizing waste and promoting recyclability.

We keep a close eye on environmentally responsible materials, including bio-sourced materials, in order to better meet our customers' needs, and on the use of recycled materials in order to minimize the use of new resources.

3.2.6.3.1.2. The "REMANufacturing" Project: the Circular Economy

AKWEL has implemented a circular economy to limit the waste of resources and its environmental impact at every stage
of a product's life cycle. This is based on a number of factors, including increasing product lifespan through reuse, repair and recycling. This circular economy is known as "REMANufacturing."

3.2.6.3.1.3. Green materials

Since 2021, AKWEL has been committed to finding environmentally responsible solutions for new products and, in particular, integrating green materials (bio-based, low carbon, recycled, etc.) into every rubber, plastic and metal product for the vehicles of tomorrow.

Projects are underway and will enter into production in 2025, enabling us to reduce our carbon footprint.

3.2.6.3.1.4. Optimizing Thermal Regulation

With the new EURO 7 standard and new requirements on battery durability, AKWEL has been on the hunt for products that improve battery management on control circuits and structural parts.

3.2.6.3.1.5. A responsible supply chain

AKWEL is committed to ensuring responsibility in its development operations across its supply chain.

Moreover, in all European contracts, AKWEL requires contractors to make every effort to reduce the project's carbon footprint, and project design managers are encouraged to pay particular attention to this contractual requirement.

3.2.6.3.2. Governance and monitoring

The scope of the resource use and circular economy policy covers all of the Group's operations in addition to the upstream chain. It covers consolidated financial reporting entities.

The Business Development Department is responsible for implementing the policy.

As part of implementing the policy, AKWEL complies with environmental and corporate social responsibility laws and regulations applicable to operations in the countries where the Group operates.

3.2.6.3.3. Measuring our progress

To ensure transparency, AKWEL will implement key performance indicators (KPIs) to monitor progress in the following areas:

- Proportion of recycled materials used;
- Reduction of CO_2 emissions per product;
- Volume of waste diverted from landfills.

These efforts are supported by regular reports and internal audits to assess our results and adjust our actions.

3.2.6.4. Actions and resources in resource use and circular economy (ESRS E5-3)

Actions and resources related to resource use and circular economy by AKWEL are as follows:

Objectives	Shares	Expected results	Completed in 2024	Still to complete
Design of eco-responsible products	Product recyclability	Incorporate materials that are easy to disassemble and recycle into the design of mechanisms and fluid systems.	• Benchmark implementation for the Eco-Design approach - fully completed • REMAN project: collection of returned components under warranty to manufacture new components on the SCR lines. • Use of recycled materials to manufacture components at the Parades de Coura site (Portugal) • Replace chemicals with "green" products, which do not require pictograms.	In the next 3 years: • Eco-design: Implement the project across the Group's scope • Increase the recycling and recovery rate for non-metal waste: plastic and rubber

3.2.6.5. Targets related to resource use and circular economy (ESRS E5-3)

Objectives	KPI	Quantified targets for 2028
Reduce waste production	Metric tons/GPM[2]	-15%[1]
Recycle and recover waste	% of production waste	95%[1]

[1] Compared to 2021
[2] Gross production margin

The targets set by AKWEL are optional.

The target for 2025 is to generate more than €10 million in sales in the scope of the REMANufacturing circular economy.

3.2.6.6. Resource inflows (ESRS E5-4)

AKWEL mainly buys plastics, metal and rubber, which are essential for the manufacture of its products.

These raw materials are sourced from a diverse network of suppliers, with particular attention paid to quality, durability and traceability.

As part of our commitment to sustainability, AKWEL collaborates with its partners to prioritize recycled or low-carbon materials.

In addition, an environmental and social risk assessment across our supply chain is conducted to ensure responsible sourcing in accordance with the targets set by the ESRS.

This process forms part of our global strategy to optimize resource use, reduce waste and limit the environmental impacts associated with our resource inflows.

Resource Consumption

Consumption	2024	2023	2022
Plastic materials (metric tons) *	12,678	18,136	13,756
Metal materials (metric tons) *	16,374	20,920	17,477
Rubber materials (metric tons) *	17,436	14,898	22,208

*Metric tons purchased in 2024 based on open orders.

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.2.6.7. *Resource outflows (ESRS E5-5)*

The total volume of waste generated at a site primarily depends on its level of operations.

However, AKWEL is committed to taking steps toward effective waste management. For example, the Group aims to increase waste sorting and implement innovative waste management solutions.

Appropriate waste sorting facilities are in place at all sites, with the majority equipped with specific sorting facilities and treatment solutions for organic waste, particularly at the Champfromier site.

All sites have established contracts with waste collection providers, which include rules for sorting and recovery. Monthly monitoring and half-yearly consolidation are in place to track the quantities of waste generated and the proportion recycled and recovered.

Waste (tons)	**2024**	**2023**	**2022**
Non-hazardous industrial waste	18,846	21,745	15,767
Recycled non-hazardous industrial waste	-	-	-
Non-hazardous industrial waste incinerated with energy recovery	-	-	-
Non-hazardous industrial waste incinerated without energy recovery	-	-	-
Non-hazardous industrial waste sent to approved landfills	-	-	-
Hazardous industrial waste (metric tons)	1124	1286	1402
Recycled hazardous industrial waste	-	-	-
Hazardous industrial waste incinerated with energy recovery	-	-	-
Hazardous industrial waste incinerated without energy recovery	-	-	-
Hazardous industrial waste sent to approved landfills	-	-	-
Total hazardous and non-hazardous waste	**19,970**	**23,031**	**17,169**
Non-recycled waste	3093	3325	3205
	15.5%	14.4%	18.7%
Recycled waste in tons	16,865	19,662	13,958
Waste recycling and recovery rate	84.45%	85.37%	81.3%

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3. Corporate Information

3.3.1. Own workforce (ESRS S1)

3.3.1.1. Interests and views of stakeholders (ESRS 2 SBM-2 12)

To understand how AKWEL engages with its stakeholders, please refer to *section 3.1.3.4 Interests and views of stakeholders*.

The Group's Human Resources Policy is the result of an in-depth analysis of the impacts, risks and opportunities faced by AKWEL.

The material IROs identified in the employment field highlight our main challenges. These contextual elements are complemented by the needs expressed by stakeholders: shareholders, senior management, employees, candidates applying to join the Group and local communities.

We listen to the expectations of each stakeholder (discussions with Akwelis and their representatives, Akwelis engagement questionnaires, surveys and interviews) and identify their needs to implement appropriate action to develop the Group's corporate social responsibility.

3.3.1.2. *Material impacts, risks and opportunities and their interaction with strategy and business model (ESRS 2 SBM-3 14(b), (d))*

The double materiality analysis identified 12 material IROs related to AKWEL personnel, namely:

Topics	Description	Impact/risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Working conditions	Deterioration of the health and safety of employees in the event of workplace accidents or occupational diseases.	Negative impact	X			X		X		
	Financial costs in the event of a workplace accident linked to employer gross negligence (increased contribution and insurance rates).	Financial risk				X		X		
	Job insecurity due to the use of short-term contracts, sudden redundancies not meeting basic needs.	Negative impact		X		X		X		
	Employee fulfillment linked to taking into account their needs and expectations in the Group's strategy.	Positive impact	X			X		X		
	Reduced attractiveness and talent retention due to lagging behind in terms of working conditions (tools, remote work, etc.).	Financial risk	-	-		X		X		
	Reduced productivity caused by employee disengagement and/or significant social conflicts.	Financial risk	-	-		X		X		
	Loss of employee employability due to poor management of professional developments.	Negative impact	X			X		X		
	Increased productivity through the development of training on digital tools, artificial intelligence in order to optimize R&D and production processes.	Financial opportunity				X			X	
	Lack of competitiveness linked to insufficient employee expertise in new process technologies related to the energy transition.	Financial risk				X			X	
Decent wages	Deterioration in the standard of living due to inadequate wages that do not provide for basic needs.	Negative impact		X		X		X		
Equal treatment and equal opportunities for all	Employee discrimination related to a breach of the principle of gender equality and equal opportunities.	Negative impact	X			X		X		
Other work-related rights	Violation of the privacy of customers in the event of their personal data being mismanaged.	Negative impact		X		X		X		

For more information on double materiality analysis and risk identification, please refer to *Section 3.1.3.5, respectively. Management of sustainability impacts, risks and opportunities*.

AKWEL recognizes that its workforce is a key asset and workforce-related impacts, risks and opportunities are closely linked to its strategy and business model.

3.3.1.3. Policies related to own workforce (ESRS S1-1 17, 20(a), (b) (c), 22, 23, 24)

All the HR policies described below apply to all Group employees.

The Human Resources Department is responsible for implementing HR policies across the Group.

In this context, AKWEL has structured its employer brand around four action verbs that embody its guiding principles: **GROW+**

It encompasses the specific policies outlined below.

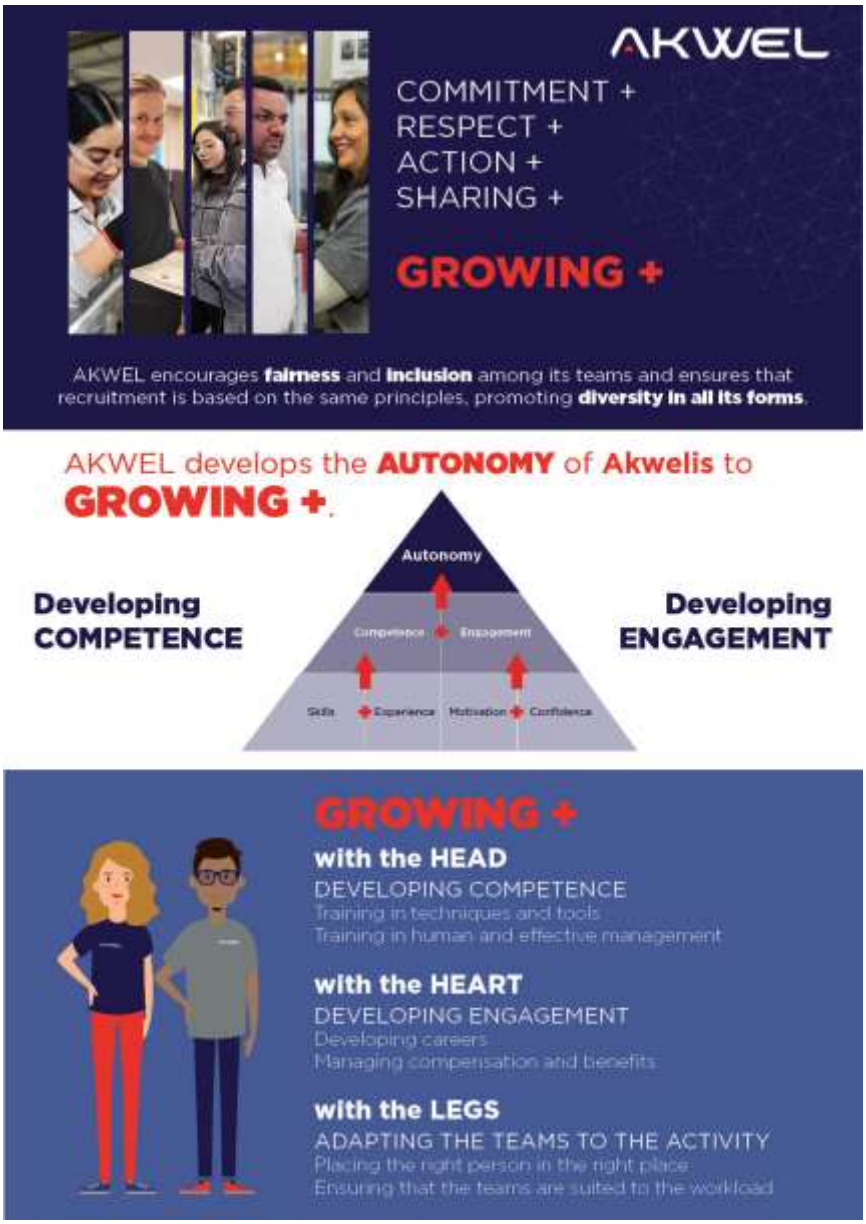
GROW+: At AKWEL, we learn from one another and we grow together, which enables the Group to progress in turn. We cultivate the ability to go beyond our limits. We face demanding but rewarding challenges, which form part of the Group's DNA. We operate in a dynamic industrial and technological environment, which provides a rewarding and enriching daily work life. AKWEL's priority is to grow individually and collectively to achieve our goal.

COMMIT: Working at AKWEL means taking part in the adventure of a family-owned group with down-to-earth and authentic values. It also means contributing to the ongoing story of an international company. As an independent Group with a strong financial foundation, we operate wherever our customers are present and are building an exemplary reputation in the countries where we are established. Sustainability drives AKWEL's history. Thus, each employee who is committed alongside us contributes to the Group's future and has the opportunity to build a long-term career in an international environment, if they so wish.

RESPECT: Working at AKWEL involves collaboration built on mutual commitments. Our family's history and our exemplary reputation command respect. Our family is consequently committed to setting an example to employees. In return, we expect exemplary employee conduct. At AKWEL, we respect every member of personnel, regardless of their role, with constant attention to fairness. We provide everyone with equal opportunities for success within the Group, ensuring that everyone receives the same attention, and benefits from the same conditions and the same tools to progress with confidence. Our values of authenticity and transparency require us to act with the utmost honesty toward our employees. We consider that speaking truthfully is an essential mark of respect. AKWEL promotes equity and inclusion within its teams and ensures recruitment in line with the same principles by fostering diversity in all its forms.

DO: We provide our strategic customers with increasingly more reliable and competitive solutions. Every contract awarded is a real challenge, requiring our employees to demonstrate high standards at all times. Working at AKWEL also provides the opportunity to develop diverse skill sets and new expertise (robotic machine area, mechatronics, etc.) up to full mastery level. The culture of manufacturing performance, efficiency, results and customer satisfaction is the foundation and the driving force behind our Group's progress. To meet customer needs, our employees are encouraged to cultivate pragmatism to design the right solution for each problem, with creativity and agility.

SHARE: We are careful to transfer knowledge and provide opportunities to the young people we train by sharing our expertise. At AKWEL, young joiners have the opportunity to build a career by learning from their peers, some of whom have long-term experience in our Group. We aim to share and transfer our technical knowledge along with our values. We impart genuine professional know-how in addition to business expertise. At AKWEL, each employee can gain unique know-how through a comprehensive understanding of their role as a result of our specific organization, which encompasses management of the entire production chain.



AKWEL develops the AUTONOMY of Akwelis to GROW+: developing skills (knowledge and experience) and building engagement (motivation and trust).

At AKWEL, our GROW+ vision applies to three pillars: HEAD, HEART and LEGS.

GROW+ with your HEAD - Develop Skills and:

- Train in techniques and tools;
- Train in human and effective management.

GROW+ with your HEART - Build Engagement and:

- Develop careers;
- Drive remuneration and benefits.

GROW+ with your LEGS – Adapt teams to Operations and:

- Put the right person in the right place;
- Make sure the teams match the workload.

3.3.1.3.1. Respect for the human rights, including labor rights, of its personnel

AKWEL supports and considers as a priority the protection of "fundamental human rights, in the dignity and worth of the human person and in the equal rights of men and women" as internationally recognized in the Universal Declaration of Human Rights and Principles 1 and 2 of the United Nations Global Compact. "Global Compact"

AKWEL prohibits all forms of forced or compulsory labor.

During the employment relationship, AKWEL undertakes to ensure that its employees are free to accept or refuse a position or a promotion within the Group, to express their views, to join a trade union and to terminate their employment contract in accordance with the laws and practices in force in their host country.

In accordance with the International Labor Organization guidelines on minimum age and national legislation, the Group is committed to the effective abolition of child labor, by prohibiting employment of candidates who are below the required minimum age and/or who do not fulfill the legal obligations of the country in which it operates.

3.3.1.3.2. Engaging with its personnel

In accordance with the International Labor Organization Convention on the right to organize and collective bargaining within the scope of national legislation, AKWEL promotes social dialog between personnel representatives and management in order to have constructive discussions, primarily regarding employee-employer relations and working and employment conditions.

In line with provisions on trade union freedom and protection of union rights, AKWEL respects the right of employees to join forces, join a trade union, appoint a representative and be elected in accordance with the specific rules in each country.

3.3.1.3.3. Measures to remediate and/or enable remediation of human rights impacts

In accordance with the requirements of ESRS and the United Nations Guiding Principles on Business and Human Rights, AKWEL is committed to identifying, preventing and, where necessary, remediating any negative impacts on human rights resulting from its operations and value chain.

To this end, AKWEL has introduced a whistleblowing process that allows any stakeholder, including employees, suppliers and local communities, to report any potential human rights breaches anonymously and safely.

When an impact is identified, AKWEL undertakes to implement appropriate corrective measures, which may include compensation, rehabilitation or other forms of redress depending on the severity and nature of the harm.

3.3.1.3.4. Occupational health and safety

All Group employees have the right to a safe and healthy working environment.

Safety is our priority. It is central to all of our processes, every day, in every action, at all of our sites. Everyone working at AKWEL, as an employee, provider or supplier, should be able to work in a healthy and safe working environment.

To ensure this, AKWEL has incorporated employee health and safety protection into its management system. The occupational health and safety policy is defined by the QCT VP and approved by the Health and Safety Management Committee.

The Manufacturing Performance VP is responsible for implementation.

The occupational health and safety policy and the associated objectives apply to all sites and are adjusted locally when performance exceeds the Group target, in order to maintain the trend of continuous progress toward no accidents.

This procedure, which is constantly updated, is made available to all employees in addition to national laws and regulations.

Moreover, the Group enforces and complies with regulations on harassment. AKWEL consequently prohibits any conduct that constitutes moral or sexual harassment.

Any employee who becomes aware of a risk to themselves or others must immediately inform either their manager or the Human Resources Manager. All requests are handled with the strictest confidentiality, in accordance with the whistleblowing right in force in the company.

3.3.1.3.5. Personal data management

AKWEL has formalized its GDPR policy around two methodologies:

Methodology for managing personal data breaches, which defines the conditions, responsibilities and action to be taken in the event of a personal data breach resulting from security failures at AKWEL. This ensures compliance with the requirements of Regulation (EU) No 2016-679 of April 27, 2016 on the protection of individuals with regard to the processing of personal data and on the free movement of such data (GDPR).

Methodology for the protection of personal data aimed at ensuring that all personal data processed by the company is protected in accordance with the General Data Protection Regulation (GDPR).

3.3.1.3.6. Equity, diversity and inclusion

AKWEL is committed to promoting respect for difference, whether cultural, social or economic. AKWEL promotes equity and inclusion within its teams and ensures recruitment in line with the same principles by fostering diversity in all its forms.

For AKWEL, inclusion means creating an environment where everyone feels respected, valued and included, regardless of their differences. We recognize and value the skills, experiences, opinions and ideas of all Akwelis, regardless of gender, age, ethnicity, disability, sexual orientation or any other personal characteristics.

Diversity is a strength for AKWEL because it stimulates creativity and fosters innovation through the varied profiles in the company. We encourage cultural diversity, diverse skills, diverse career paths and diverse perspectives and ideas.

Therefore, no person may be excluded from recruitment processes or access to internships or periods of training in the company, no employee may be subjected to disciplinary measures, dismissed or directly or indirectly discriminated against, particularly with regard to remuneration, redeployment training, assignment, qualification, classification, professional promotion, transfer or renewal of a contract by reason of their origin, gender, morals, sexual orientation, age, family status or pregnancy, genetic characteristics, real or perceived membership or non-membership of an ethnic group, nation or race, political opinions, trade union or mutualist activities, religious beliefs, physical appearance, last name, health status or disability.

For several years, AKWEL has been sharing initiatives to continuously improve the integration of people with disabilities. 160 Akwelis with disabilities contribute to AKWEL's performance every day. AKWEL Group intends to continue to integrate people with disabilities.

AKWEL seeks to achieve a fair overall outcome that rewards individual and collective performance and does not discriminate on grounds of origin, gender, nationality or any other personal criteria.

An awareness module on inclusion and diversity helps to train Akwelis on non-discrimination issues. These materials are available in e-learning format for new joiners during their onboarding.

3.3.1.3.7. Gender equality

In accordance with the Convention of the International Labor Organization (ILO) and the principles of the Global Compact, the Group is implementing concrete action in the field of remuneration and vocational training to promote gender equality in the workplace. On a daily basis, this is reflected by the existence, dissemination and application of common recruitment processes, performance appraisals, access to training and remuneration. All of these approaches are based solely on the skills of our employees and candidates.

AKWEL is committed to promoting the role of female Akwelis at every level of the company's organization. AKWEL encourages representation by female Akwelis in management roles across the company.

In 2024, female Akwelis accounted for 41% of the workforce but only 22% of managers. AKWEL aims for them to represent 25% of managers in 2027 and 30% of Group managers in 2030. We run local initiatives at each of our sites for International Women's Day on March 8, and highlight the example of Akwelis women's inspiring career paths in our *ECHANGES* internal newsletter.

The Group's principle in terms of career development is to promote professional development. To this end, job opportunities are available to all employees worldwide, internally on our collaborative portal, and externally on the Group's website and recruitment websites.

3.3.1.3.8. Cultural and intergenerational diversity

AKWEL is present in 20 countries spanning five continents and welcomes employees from diverse regions across the world, including Europe (excluding France & Africa) 34%, France 14%, America 32% and Asia 20%, with diverse cultures, ages and backgrounds, in order to build effective and inclusive teams.

Therefore, the proportion of Akwelis aged under 30 is the same as the proportion of Akwelis aged over 50.

The company is committed to keeping seniors in employment until retirement and has consequently concluded a collective company agreement on the projected management of jobs and career paths including specific measures to support employees at the end of their careers.

3.3.1.3.9. Employee culture and engagement

3.3.1.3.9.1. Cultivating AKWEL's DNA

On the occasion of its 50th anniversary, AKWEL is looking back at the half-century that shaped its history by launching a website, www.akwel.com. This website presents the AKWEL of yesterday, today and tomorrow, providing an in-depth look at the family story behind AKWEL Group and sharing this collective adventure since 1972. By gaining a deeper understanding of the Group's history, potential candidates, Akwelis, can become familiar with the corporate culture.

We have formalized our mission (what we do), our vision (where we are heading), our values (our shared objectives), our strategy (the way forward) and our five priorities.

On the AKWEL Vision Days, we convene the Group VPs to align with the three-year strategy, which we distribute to the Akwelis.

Each year, we recognize team performance in relation to our five priorities through the AKWEL Awards and cross-cutting best practices.

Akwelis at each site compete in the International AKWEL Challenge to implement a local team initiative on a subject chosen by the Group for the year: our mission, the Stop Work safety program, everyone against waste, initiative with local communities.

3.3.1.3.9.2. Career development

Through annual performance and autonomy appraisals, we anticipate the next stage of each employee's career and encourage internal promotion to help all Akwelis who aim to GROW+.

The People Review at AKWEL is an essential HR process that enables mobility solutions to be offered to personnel identified via the resource adequacy matrix. This tool is key to talent retention and succession planning for career management.

To this end, the People Review has three main goals:

- Identifying "High Performer" Akwelis to anticipate their next career stages at AKWEL;
- Retaining employees and key roles by identifying competent and engaged Akwelis through a succession plan;
- Supporting "Low Performer" Akwelis with the implementation of a Performance Improvement Plan, in conjunction with their managers to help them achieve the expectations of their role.

3.3.1.3.9.3. Performance bonus

AKWEL compensates individual and collective performance through a bonus system that helps to better engage and empower teams in order to achieve the Group's strategic objectives.

The bonus system applies to all Group employees, since each AKWEL employee contributes to the Group's success. The maximum level of the bonus depends on the employee's role at the company. The amount of the bonus increases in proportion to the impact that the role has on the Group's overall performance.

Performance is assessed based on two or three criteria covering customer satisfaction and profitability in a balanced way. The criteria are defined to be simple (easy to understand and calculate), measurable, sustainable (no change every year) and known to employees.

AKWEL has set a target that all personnel will be eligible for a performance bonus by 2027.

3.3.1.4. *Processes for engaging with own workforce and workers' representatives about impacts (ESRS S1-2 27, S1-8 63)*

The Human Resources VP has operational responsibility to ensure that this engagement takes place and that its outcomes support AKWEL's approach to managing these impacts.

3.3.1.4.1. Social dialog

To take account of the Group's international dimension and promote social dialog on transnational issues, an AKWEL European Works Council (EWC) was established in October 2019.

The EWC covers all Group employees in seven countries: Czech Republic, France, Germany, Portugal, Romania, Spain and Sweden.

The EWC is informed of and consulted on the Group's strategic decisions. The employee delegation consists of 14 members (staff or union representatives).

It meets at least twice a year.

It covers a range of topics within the European scope, such as the employment situation and likely employment trends, organizational developments, the introduction of new production processes, production transfers, mergers, investments and so on.

3.3.1.4.2. Communication

Our internal newsletter, *ECHANGES*, is distributed every quarter to Akwelis to share the Group's news and what is happening at our sites. It is translated into every language for a better understanding of all the articles.

The *ECHANGES* editorial is a quarterly opportunity to focus on a key message related to the company's operations.

The editorial is regularly prepared jointly by the Group President and a VP directly connected to the message for the quarter.

3.3.1.4.3. Quarterly meeting

A meeting is held for each site every quarter. These meetings provide an opportunity for information sharing and exchanges between management and Akwelis.

They open the way for communicating regularly, transparently and interactively with all employees.

These meetings contribute to employee engagement through regular information on the Group's plans, culture and values. During the meetings, management presents the President's message, and information on the Group and the site. Discussion time is provided to answer questions raised by Akwelis.

3.3.1.5. *Processes to remediate negative impacts and channels for own workers to raise concerns (ESRS S1-3 32)*

3.3.1.5.1. Akwelis' concerns are raised through a range of channels

At quarterly meetings, to facilitate exchanges and in compliance with local regulations, it is advisable to share a meeting agenda and allow employees to ask questions prior to the meeting. Management prepares the answers that will be given to any questions raised by employees.

The annual meeting is an important management task carried out each year, where employee concerns are identified and action plans can be developed in the event of dissatisfaction.

The whistleblowing process implemented at AKWEL states that "No employee may be subjected to disciplinary measures, dismissed or discriminated against for having reported or related the actions defined above".

A policy aimed at protecting against potential retaliation has been implemented and forms part of the broader policy on whistleblowers.

Each employee can accordingly act with confidence: all open whistleblowing reports are treated confidentially and AKWEL Group makes every effort to meet expectations. To report the existence of conduct or incidents contrary to the rules set out in the Charter, employees may first opt to use traditional channels (line management, specialist committees) before using the whistleblowing process. They must also ensure that they comply with the law and rules applicable to their country of residence and operations.

Any employee who witnesses an incident or conduct that appears contrary to the content of the existing charters and codes within the Group and AKWEL's principles may inform the following individuals:

- Their direct or indirect manager (preferred contact);
- Various local contact persons depending on the issue (Human Resources Manager, QCT Manager, Finance Controller, IT Correspondent);
- The legal manager of the site where the incident occurred;
- And, lastly, the Ethics Officer: (ethics@akwel-automotive.com).

3.3.1.5.2. Employee engagement survey

AKWEL organized an Akwelis engagement survey, conducted by an independent external company, of all employees at all Group sites. This survey, completed in 2024, made it possible to question all Group employees with a participation rate of 84% and a commitment level of 4.04 out of 5.

This anonymous survey identified the main reasons for employee concerns that could impact their engagement levels at each site concerned. An action plan was implemented at each site to identify appropriate solutions to address the main barriers to engagement: job satisfaction, clarity of roles and responsibilities, pride in belonging, etc.

3.3.1.6. Taking action on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions (ESRS S1-4 § 37, § 38, § 40)

Actions were identified based on the analysis of risks and opportunities that was conducted by the Working Group.

3.3.1.6.1. Decent wages

Negative impact: Deterioration in the standard of living due to inadequate wages that do not provide for basic needs.

3.3.1.6.1.1. Remuneration

Remuneration is made up of several components: salary (fixed remuneration); bonuses (variable remuneration); benefits (health insurance, life insurance, etc.); and benefits in kind (company car).

Each component of this remuneration is governed by rules that take into account local legislation, labor market conditions in each region, the position held or level of responsibility exercised, and the employee's performance. The aim is to attract, retain and motivate Akwelis, while guaranteeing competitiveness in the local market.

For example, variable remuneration, based on the Group's strategic objectives, represents a larger proportion of remuneration the higher the level of responsibility.

3.3.1.6.1.2. Performance-based remuneration

We compensate individual and collective performance through a bonus system that helps to better engage and empower teams to achieve the Group's strategic objectives.

The bonus system applies to all Group employees since each AKWEL employee contributes to the Group's success. The maximum level of the bonus depends on the employee's role at the company. The amount of the bonus increases in proportion to the impact that the role has on the Group's overall performance.

Performance is assessed based on two or three criteria covering customer satisfaction and profitability in a balanced way. The criteria are defined to be simple (easy to understand and calculate), measurable, sustainable (no change every year) and known to employees.

The Group postponed the 2024 reporting and focused on identifying employees who are paid the minimum wage this year, i.e. 124 individuals or 1.44% of our workforce. All of our employees are paid the minimum wage and 98.56% are paid more than this amount.

A policy and adequate wage targets will be developed in the Group in 2026.

AKWEL has set the goal of conducting an adequate wage analysis at all sites by 2030.

3.3.1.6.2. Gender equality and equal pay for work of equal value

Negative impact: discrimination against employees due to a breach of the principle of gender equality and equal opportunities.

AKWEL runs local initiatives at each of our sites for International Women's Day on March 8, and highlight the example of Akwelis women's inspiring career paths in our *ECHANGES* internal newsletter.

3.3.1.6.3. Respect of privacy

Negative impact: breach of employee privacy in the event of mismanagement of their personal data.

In 2024, AKWEL formalized its GDPR policy around two methodologies to protect personal data:

Methodology for managing personal data breaches, which defines the conditions, responsibilities and action to be taken in the event of a personal data breach resulting from security failures at AKWEL. This ensures compliance with the requirements of Regulation (EU) No.°2016-679 of April 27, 2016 on the protection of individuals with regard to the processing of personal data and on the free movement of such data (GDPR).

Methodology for the protection of personal data aimed at ensuring that all personal data processed by the company is protected in accordance with the General Data Protection Regulation (GDPR).

In 2024, AKWEL updated its HR guidelines to include detailed information on data retention periods and standard contractual clauses (confidentiality, GDPR and information security).

AKWEL has formalized the GDPR register at the registered office, which provides details on personal data processing by department.

Awareness training for Akwelis on personal data protection is scheduled for 2025.

3.3.1.6.4. Training and skills development

Negative impact: loss of employee employability due to poor management of professional development.

Opportunity: increased productivity through the development of training on digital tools and artificial intelligence to optimize R&D and production processes.

Risk: lack of competitiveness due to a lack of employee skills in new process technologies related to energy transition.

In 2024, AKWEL devoted an average of 15.43 hours to training per Akweli. More than 1000 priority training sessions were organized in this context. Akwelis mainly took training on safety, production and processes.

For 2025, AKWEL wants to develop training in team management and increase technical training for teams. We aim to continue to increase the average number of training hours per Akweli, which has steadily risen since 2022 with 12.9 hours, 14.4 hours in 2023, and finally 15.43 hours in 2024.

Digitalization projects will be launched in 2025 with the implementation of a dedicated information system for supplier management, cash management software and electronic invoicing. These projects aim to improve the efficiency of the Team/Tool alignment.

3.3.1.6.5. Employee health and safety

Negative impact: deterioration in employee health and safety in the event of workplace accidents or occupational diseases.

Risk: financial costs in the event of a workplace accident due to the employer's negligence (higher contribution and insurance rates).

In 2024, AKWEL Group's safety performance (TF 2.14 vs 4.50/TG 0.13 vs 0.18) confirms the effectiveness of the action taken to improve Akwelis' health and safety.

In terms of action aimed at meeting its health and safety objectives, AKWEL continued to implement Stop Work programs at all sites. Guidelines on golden safety rules for all personnel have been drawn up and approved by the Health and Safety Management Committee, and will be distributed in 2025.

In addition, man-machine interfaces (part of moving machinery) were analyzed using internal guidelines on good practices and compliance. Discrepancy processing was launched in 2024 and pursued in 2025.

In 2025, AKWEL decided to extend ISO 45001 certification to all sites.

These various measures should continue the declining trend in the number of accidents that has been seen for several years.

3.3.1.6.6. Workforce management

Negative impact: job insecurity due to the use of short-term contracts or sudden redundancies not meeting basic needs.

Positive impact: development of employees due to taking into account the needs and expectations of employees in the Group's strategy.

Risk: reduced productivity caused by employee disengagement and/or significant industrial disputes.

Risk: reduced attractiveness and talent retention due to lagging behind in terms of working conditions (tools, remote work, etc.).

AKWEL has drawn up and distributed a methodology on remote work for all of its teams. These guidelines are supplemented by a list of eligible roles, which was updated in the course of 2024.

In 2025, the People Review implemented at all sites worldwide aims to anticipate next career stages.

3.3.1.7. Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (ESRS S1-5 § 47)

AKWEL promotes internal mobility by anticipating the next stage of Akwelis' careers. Each of the Group's sites evaluates the proportion of internal recruitment every month and conducts local initiatives to promote internal mobility among employees who are eligible to apply for vacancies.

AKWEL has set a target that all personnel will be eligible for a performance bonus by 2027.

AKWEL seeks to maintain a balance between internal recruitment at 40% and external recruitment at 60%, which enables teams in place to grow (GROW+) and new employees to be integrated who enrich the company with their professional experience.

AKWEL aims to strengthen the gender balance in the Group. AKWEL is committed to promoting the role of female Akwelis at every level of the company’s organization. Akwelis women account for 41% of the workforce. AKWEL encourages Akwelis female representation in management roles at the company. They now represent 22% of managers, with a representation target of 25% in 2027 and 30% in 2030.

AKWEL has set a target of organizing a survey of the entire workforce by an independent body every five years with the aim of maintaining an engagement ratio of at least four out of five.

For several years, AKWEL has been sharing initiatives to continuously improve integration of people with disabilities. 160 Akwelis with disabilities contribute to AKWEL’s performance every day.

AKWEL Group intends to continue to integrate people with disabilities.

As part of our commitment to continuous improvement in health and safety, AKWEL aims to achieve a lost-time accident frequency rate of less than 2.9 and a severity rate of 0.15 by 2028.

AKWEL's ambition is to continue its trajectory toward a frequency rate of less than 1 and no accidents.

Objectives	2025	2026	2027	2028	2029
Frequency rate of lost-time accidents – FR1	2.9	2.75	2.5	2.25	2
Severity rate of lost-time accidents – GR1	0.15	0.14	0.13	0.12	0.10

AKWEL has set a target of organizing a survey of the entire workforce by an independent body every five years starting in 2028 with the aim of maintaining an engagement ratio of at least four out of five.

AKWEL prohibits forced labor, child labor and all forms of exploitation. We aim to achieve no proven reports on these matters.

To meet some of our customers' requirements, AKWEL certified 3% of these operational sites under the SA 8000 international social responsibility standard in 2025.

The Timisoara site in Romania achieved a compliance level of 92.3% in February 2025.

AKWEL has set the goal of training 80% of the workforce in 2026.

AKWEL set the target of appraising all Akwelis once a year as from 2024 as part of an annual performance review with their manager.

3.3.1.8. Characteristics of the undertaking's employees (ESRS S1-6 50)

3.3.1.8.1. Workforce by gender

As at December 31, 2024, the Group had 8626 employees (on permanent and fixed-term contracts), representing a 10.44% increase compared to 2023.

Gender	2024	2023	2022
Men	5108	5667	5398
Women	3518	3965	4007
% women	41%	41%	43%
Other*	-	-	-
Not stated**	-	-	-
Total employees	8626	9632	9405
Total number of hours worked	17,746,531	19,421,042	19,065,070

* In some Member States, it is legally possible to register a third, often neutral, gender, which is classed as "other" in the table above.

** In some Member States, it is legally possible for individuals to register as having a third, often neutral, gender, which is categorized as "other" in the table above. However, if the company publishes data on employees for whom this option is not available, it can explain this and specify that the category "other" is not applicable.

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.8.2. Breakdown of Workforce by Category

Breakdown of Workforce by Category	2024	2023	2022
Executives	549	521	512
Employees and technicians	3339	3489	3397
Workers	4738	5622	5496
Total	8,626	9,632	9405

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.8.3. Breakdown of Employees by Geographical Area

The Group's workforce was spread across 20 countries in 2024. 34.26% of the Group's workforce is located in Europe (excluding France) and Africa; 31.75% in North America; 13.88% in France; 19.86% in Asia and the Middle East (including Türkiye); and 0.25% in South America.

Countries in which the company employs 50 or more people, representing at least 10% of the total number of its employees.	2024	2023	2022
France	1197	1261	1280
Europe (excluding France) and Africa	2955	3330	3208
North America	2739	3113	2992
Asia and the Middle East (including Türkiye)	1713	1906	1892
South America	22	22	33
Total	8,626	9,632	9,405

For a breakdown of the workforce by country, please refer to *section 3.1.3.2 "Group business model"*.

3.3.1.8.4. Type of employment contract

Present as at 12/31/2024	Women	Men	Other*	Not specified	Total
Number of employees	3661	5,398	-	-	9059
Number of registered employees on permanent and fixed-term contracts	3,518	5,108	-	-	8,626
Number of temporary employees	143	290	-	-	433
Number of employees with non-guaranteed work schedules	-	-	-	-	-
Present on 12/31/2023	**Women**	**Men**	**Other***	**Not specified**	**Total**
Number of employees	4144	6060	-	34	10,205
Number of registered employees under permanent and fixed-term contracts	3,965	5,667	-	-	9,632
Number of temporary employees	179	394	-	34	573
Number of employees with non-guaranteed work schedules	-	-	-	-	-
Present on 12/31/2022	**Women**	**Men**	**Other***	**Not specified**	**Total**
Number of employees	4195	4,195	-	-	10,012
Number of registered employees under permanent and fixed-term contracts	4,007	4,007	-	-	9,405
Number of temporary employees	188	188	-	-	607
Number of employees with non-guaranteed work schedules	-	-	-	-	-

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.8.5. Number of employees (by workforce) by contract type, broken down by country

As at December 31, 2024, the registered AKWEL workforce represented 95.22% of the total and temporary personnel represented 4.78%.

Present on 12/31/2024	France	Europe (excluding France) and Africa	North America	Asia and the Middle East (including Türkiye)	South America	Total
Number of employees	1313	3086	2774	1862	24	9,059
Number of registered employees under permanent and fixed-term contracts	1,197	2,955	2,739	1,713	22	8,626
Number of temporary employees	116	131	35	149	2	433
Number of employees with non-guaranteed work schedules	-	-	-	-	-	-

3.3.1.8.6. Personnel turnover rate

In 2024, the personnel turnover rate, which is calculated as the total number of resignations, dismissals, voluntary contractual terminations, retirements, trial period terminations and deaths divided by the number of employees under permanent contracts at the end of 2024, was 27% (compared to 33% in 2023).

Employee departures	2024	2023	2022
Total number of employees who left AKWEL	2645	3066	3336
Departure rate in %	27.5%	32.6%	34.5%

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.8.7. Types of employee departures

In 2024, the Group recorded 2645 departures, comprising voluntary departures and departures for other reasons (1595), in addition to dismissals and terminations (952). Voluntary departures from the Direct Labor Force (1084) totaled 39% of departures, primarily in Mexico, where the job market remains highly competitive.

Departures	2024	2023	2022
Lay-offs and terminations	952	829	920
Retirement	98	97	64
Voluntary departures and other reasons*	1595	3066	3336
Total	**2645**	**3992**	**4320**

*"Voluntary departures and other reasons" include resignations, the end of fixed-term contracts, trial periods and deaths.

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.8.8. Absenteeism

For all Group sites, the rate of absenteeism in 2024 was 4.77%, excluding maternity-related absences.

Absenteeism	2024	2023	2022
Total rate of absenteeism	5.32%	4.87%	5.01%
Rate of absenteeism excluding maternity leave	4.77%	4.33%	4.40%

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.8.9. Recruitment

In 2024, the Group recruited 1641 new staff, mainly at sites in North America and Asia, and at other sites exposed to high-growth markets.

Employees by contract type	2024	2023	2022
Permanent contract	1496	3704	3652
Fixed-term contract	145	515	412
Total	1641	4219	4064

(1) Excluding internships

In 2024, of the 1641 new employees recruited, 8.84% were on permanent contracts.

3.3.1.8.10. Number of Employees Working in Shifts

5997 employees work in shifts, particularly in production (2 x 8, 3 x 8).

Number of Employees Working in Shifts	2024	2023	2022
Total	5997	7252	7048

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.8.11. Weekly Working Hours

Working hours are adapted to best meet our customers' needs within the framework of legal working hours, which vary from one legislation to another and range from 35 hours to 48 hours per week.

In some plants, night shifts are also organized to meet our customers' needs.

	2024	2023	2022
Weekly Working Hours	35 to 48 hours	35 to 48 hours	35 to 48 hours

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.9. Characteristics of non-employees in the AKWEL Group's workforce (ESRS S1-7 § 57)

The Group's workforce, active in 20 countries, is enriched by the diversity of its independent providers. However, due to their broad geographical distribution and the nature of their engagement, it is not yet possible to monitor information on individual providers at a global level.

3.3.1.10. Collective bargaining coverage and social dialogue (ESRS S1-8 § 60)

Negotiations at all Group sites led to the signing of 21 collective agreements, including 5 on health and safety at work.

	Coverage of collective bargaining agreements		Social dialog
Coverage rate	Employees – EEA (for countries with >50 employees representing >10% of the total workforce)	Employees – Outside the EEA (estimate for regions with >50 employees representing >10% of total employment)	Workplace representation (EEA only) (for countries with >50 employees representing >10%)
0–19%			
20–39%			
40–59%	**North America**		
60–79%	**Asia, Middle East**		
80–100%	**France**	**Europe (excluding France) and Africa**	**France**

Either 5223 employees covered by a collective agreement in 2024 or 61% of the workforce.

Either 6426 employees covered by an Economic and Social Council in 2024 or 74% of the workforce.

In 2030, AKWEL set itself the target of having 80% of its workforce covered by an Economic and Social Committee.

3.3.1.11. HSE

HSE Committees	2024	2023	2022
Number of sites with an HSE committee	31(*)	33(**)	34
% of sites with an HSE committee	100%	100%	100%

(*) 2024: closures of the Gournay and Chongching sites.
(**) 2023: closure of the Cordoba site.
Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

Either 7683 employees covered by an HSE committee in 2024 or 89% of the workforce.

3.3.1.12. Percentage of workforce with an annual performance review (ESRS S1-13 § 66)

In 2024, 96% of employees had an annual performance review.

Annual Performance Review	2024	2023	2022
Number of annual performance reviews	8365	8643	8569
Percentage of workforce with an annual review	96%	93%	92%

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

AKWEL set the target of appraising all Akwelis once a year as from 2024 as part of an annual performance review with their manager.

3.3.1.13. Diversity metrics (ESRS S1-9 § 66)

In 2025, 100% of employees were made aware of discrimination, equity and inclusion during information meetings in the first quarter of the year.

3.3.1.13.1. Gender distribution in number and percentage at top management level among employees

In 2024, 11% of women and 89% of men held top management positions. Top management positions correspond to management roles in the Group's operational and functional departments.

Number and percentage at top management level	Women	%	Men	%	Other*	Not specified **	Total
2024	7	11%	56	89%	-	-	63
2023	8	12%	60	88%	-	-	68
2022	10	14%	61	86%	-	-	71

*In some Member States, it is possible to legally register as having a third, often neutral, gender which is classified as "other" in the table above.

Percentage of women present in governance bodies	2024	2023	2022
Supervisory Board	43%	43%	43%
Executive Board	0	0	0
Executive Committee	7%	13%	7%

** In some Member States, it is legally possible for individuals to register as having a third, often neutral, gender, which is categorized as "other" in the table above. However, if the company publishes data on employees for whom this option is not available, it can explain this and specify that the category "other" is not applicable.

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.13.2. Distribution of employees by age group

Distribution of Employees by Age Group	Under 30 years old	Between 30 and 50 years old	Over 50 years old	Not published	Total
2024	1877	4873	1876	-	8,626
2023	2416	5321	1895	-	9,632
2022	2285	5312	1808	-	9,405

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.14. Adequate wages (ESRS S1-10 § 67)

At this stage, the Group has not yet carried out a specific assessment of the adequate nature of the wages paid to its employees, nor has it established a methodology for determining an adequate wage by geographical area.

In the absence of this analysis, the Group is unable to confirm whether the remuneration paid meets the criteria for an adequate wage as defined in ESRS S1 and the ILO guidelines.

3.3.1.15. Persons with disabilities (ESRS S1-12 § 79)

At the end of 2024, 1.9% of the Group's employees were recognized as workers with disability status.

Employment of People with Disabilities	2024	2023	2022
Number of employees with disabilities	160	150	137

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.16. Training and skills development metrics (ESRS S1-13 § 83)

Training	2024	2023	2022
Amounts dedicated to training (as a percentage of payroll)	0.61%	1.02%	0.83%
Workforce training rate (workforce trained/total workforce)	**2024**	**2023**	**2022**
Workforce trained	6825	7049	6814
Percentage	79.12%	73.18%	72.45%
Average number of training hours per employee (no. of hours/total workforce)	**2024**	**2023**	**2022**
Training hours	133,119	138,832	121,462
Average number of training hours per employee	15,43	14.37	12.91

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

Average number of training hours per employee (no. of hours/workforce by category)	Women	Men	Other*	Not specified**	Total
2024	16.04	15.01			15.43
2023	11.39	14.24			14.37
2022	12.07	12.24			12.91

3.3.1.16.1. Professional Development

The Group's professional development policy has two objectives:

- To prioritize the best-performing employees, with opportunities for training that leads to qualifications, internal promotion and individual raises, giving them the chance to grow within the business;
- To promote diversity. The Group firmly believes that diversity of gender, age, origin and skills enhances our own capabilities, particularly our ability to innovate and design innovative products. As the automotive market changes rapidly, we are strengthening our ability to adapt to new demands and technologies, and to develop the international potential of Akwelis.

In 2024, the Group's workforce and skills management policy addressed two of AKWEL's major challenges:

- Adapting our workforce to ensure the economic balance of our activities;
- Developing our technical skills and support in order to improve the quality and performance of our products and services and maintain our development and innovation capacities.

3.3.1.16.2. Training

In addition to maintaining our workforce of employees and technicians, we have made, and will continue to make, special efforts in the area of training. Training within the Group is a lever for developing the performance and professionalism of our teams. It allows us to keep pace with changes in our businesses and to adapt to new technological developments.

3.3.1.17. Health and safety metrics (ESRS S1-14 § 88)

Health and safety is our priority and forms the foundation of all our processes; it is at the heart of everything we do, every single day. Everyone involved with the Group (employees, service providers, suppliers, etc.) must work in a safe and healthy environment.

The health and safety management system covers 100% of the Group's employees and applies to all stakeholders.

	2024	2023	2022
% of operational sites that have conducted a health and safety risk analysis	100%	100%	100%
% of ISO 45001 certified sites	13%	10%	0%

No deaths from work-related accidents or occupational diseases occurred in 2024.

In 2024, we had 38 lost-time accidents.

Work-Related Accidents, Including Frequency and Severity	2024	2023	2022
Frequency rate	2.14	2.55	4.09
Severity rate	0.13	0.12	0.14
Number of days lost due to work-related accidents	2251	2348	2725
Number of days lost due to occupational diseases	2539	3721	3255
Number of lost-time accidents	38	50	78
Number of work-related accidents with and without lost time	322	365	475

The formula used for the frequency rate is the number of lost-time accidents divided by the number of hours worked and multiplied by 1,000,000. The severity rate corresponds to the number of days lost divided by the number of hours worked and multiplied by 1000.

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.3.1.18. *Gender Equality Index*

In France, AKWEL achieved the gender equality index target, which aims to reduce the gender pay gap, with a score of 87/100.

Gender Equality Index	2024	2023	2022
Total out of 100	87	87	86

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

The indicators making up the index received the following scores:

- Pay gap indicator: 37/40;
- Individual raise rate gap indicator: 20/20;
- Promotion rate gap indicator: 15/15;
- Percentage of employees who received a raise during the year following their return from maternity leave: 15/15;
- Number of employees of the under-represented sex among the 10 highest earners: 0/10.

3.3.1.19. *Compensation metrics (ESRS S1-16 § 95)*

AKWEL is currently not in a position to publish the gender pay gap. The data will be introduced in 2025.

For the ratio of the median total remuneration for employees and members of the Executive Board, see the calculation of the equity ratio in the *Supervisory Board's Corporate Governance Report, chapter 3.3.4*. In 2024, AKWEL continued to apply its historical calculation methodology on a scope limited to AKWEL SA.

This situation is due to several factors:

- Data availability: identifying the median remuneration of employees requires a thorough consolidation of salary data across the Group, which has not yet been finalized.
- Calculation methodology: the definition and harmonization of calculation parameters (taking into account the different remuneration elements, scope of consolidation, etc.) are being developed to ensure reliable and consistent information.
- Information system: The current tools do not yet allow for this data to be extracted and aggregated in an automated way, making it more complex to collect and requiring technical adjustments.

Aware of the importance of this information to ensure transparency on pay gaps, AKWEL is actively working on the implementation of the processes necessary to provide this ratio.

This data is expected to be published in the next sustainability report.

However, partial information is available solely for the AKWEL scope, as part of the gender equality index (see *section 3.3.1.18* above).

3.3.1.20. *Incidents, complaints and severe human rights impacts (ESRS S1-17 § 103 (a), (b), (c) § 104 (a), (b))*

In 2024, there were no cases of discrimination or incidents, complaints or severe human rights impacts within the activities of AKWEL or involving its staff.

3.3.1.20.1. Cases of discrimination escalated by the AKWEL whistleblowing procedure

	2024	2023	2022
Number of cases of discrimination, including harassment	0	0	0
Number of complaints filed through whistleblowing channels and mechanisms	0	0	0
Total amount of fines, penalties and compensation for damages resulting from incidents and complaints	0	0	0

However, some information may have been processed locally by managers without being reported via the whistleblowing procedure, as it is deemed unnecessary or inadmissible. In 2025, AKWEL will also collect this information in its whistleblowing monitoring tool.

3.3.1.20.2. Identified cases of severe human rights incidents (e.g. forced labor, human trafficking or child labor)

	2024	2023	2022
Number of severe human rights incidents connected to the workforce	0	0	0
Total amount of material fines, penalties and compensation for damages resulting from severe human rights incidents	0	0	0

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

Since 2022, AKWEL has set itself the target of having 0 reports related to forced child labor.

3.3.2. Workers in the value chain (ESRS S2)

3.3.2.1. Interests and views of stakeholders (ESRS 2 SBM-2 § 9)

For this first exercise, external stakeholders were not consulted.

3.3.2.2. Material impacts, risks and opportunities and their interaction with strategy and business model (ESRS 2 SBM-3 § 10 (a), (b), (c))

Value chain workers include all employees involved in the AKWEL ecosystem, whether directly employed by suppliers, subcontractors or partners, sales representatives or working downstream or in connection with AKWEL's activities.

AKWEL recognizes the interest of taking into account sustainability issues throughout the value chain, with the establishment of a partnership with suppliers based on a system of performance and governance including environmental, societal and economic parameters.

As part of its double materiality exercise, AKWEL identified impacts, risks and opportunities relating to value chain workers.

As part of its analysis of social impacts and human rights, AKWEL identified several categories of workers within its value chain that may have specific characteristics and increased vulnerability.

These include workers from suppliers located in countries at risk in terms of working conditions, temporary workers exposed to greater job insecurity and migrant workers who may encounter difficulties in accessing social rights.

In addition, workers involved in the extraction of critical raw materials, vehicle recycling and dismantling, as well as logistics and transport, may face demanding working conditions and significant risks to their health and safety.

The IROs identified on the value chain are as follows:

Topics	Description	Impact /risk	Scope			Time horizon		
			Upstream value chain	Group operations	Downstream value chain	Short -term	Mediu m-term	Long- term
Working conditions	Pressure from AKWEL on suppliers impacting the mental health of value chain workers	Negative impact due to isolated incidents	X	X	X	X		
Other work-related rights	In the event of the recruitment of minors and/or illegal work by AKWEL subcontractors, there may be an infringement of these children's fundamental rights to education	Negative impact due to isolated incidents	X	X	X	X		

3.3.2.3. Policies related to value chain workers (ESRS S2-1 § 16, § 18, § 19)

AKWEL is aware of its responsibility to workers throughout its value chain, in line with its commitment to human rights, decent work and sustainable development.

In order to meet stakeholder expectations and regulatory requirements, AKWEL has adopted a policy to ensure respect for fundamental rights and promote safe, fair and inclusive working conditions.

Through its activities, AKWEL applies the principles set out in the ILO conventions on the fundamental rights of workers (prohibition of forced and child labor, non-discrimination, collective bargaining and freedom of association) to the health and welfare of workers and to decent working conditions (salary, working hours, etc.).

These principles are reflected in the Ethics Charter and the Supplier Code of Conduct and apply to all value chain workers.

In order to meet stakeholder expectations and regulatory requirements, AKWEL has adopted a policy to ensure respect for fundamental rights and promote safe, fair and inclusive working conditions.

Once a year, AKWEL communicates its expectations to its suppliers, with a request to achieve an EcoVadis rating of at least 50, including environmental, ethical, decent and sustainable criteria.

Through the adherence of suppliers to the Ethics Charter, which is a prerequisite for inclusion in the supplier pool, AKWEL ensures that the practices of its suppliers comply with the fundamental ethical principles defined in its policy on value chain workers.

These commitments include:

- The absolute prohibition of forced labor, child labor and all forms of human exploitation and trafficking;
- Promoting safe working conditions, including compliance with occupational health and safety standards;
- Ensuring decent wages in accordance with local laws, sufficient to cover the basic needs of workers;
- Respect for trade union rights and freedom of association, allowing workers to bargain collectively and defend their interests;
- Combating all forms of discrimination and harassment within its supply chain;
- Promoting diversity, equity and inclusion throughout the value chain.

The Purchasing Department is responsible for implementing the policy within the Group. The policy applies to its entire supply chain.

3.3.2.4. Processes for engaging with value chain workers about impacts (ESRS S2-2 § 32)

To date, AKWEL has not yet implemented a structured process for engaging with workers in its value chain regarding social and environmental impacts.

However, AKWEL recognizes the importance of these interactions to better understand the issues facing these workers, identify potential risks and work together to build solutions.

In the near future, it is committed to developing an inclusive and transparent framework for engagement, in collaboration with its partners, in order to meet the expectations of stakeholders and strengthen the management of its impacts in the value chain.

Information on the progress of this approach will be communicated in our next sustainability reports.

3.3.2.5. *Processes to remediate negative impacts and channels for value chain workers to raise concerns (ESRS S2-3 § 27)*

To date, AKWEL has not put in place any processes to remediate negative impacts on affected value chain workers or specific channels for them to raise their concerns.

However, AKWEL has established a single whistleblowing system for all its stakeholders, including value chain workers, to report breaches of the Ethics Charter and any violations of their rights.

For more information on the whistleblowing system, please refer to *paragraph 3.4.1.3.5*.

3.3.2.6. *Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those actions (ESRS S2-4 § 27)*

The actions put in place concerning material impacts on value chain workers are as follows:

3.3.2.6.1. *Due diligence and supplier assessment*

AKWEL has a rigorous due diligence process in place to identify, assess and manage social risks related to its business and value chain.

This process includes:

- Mapping of social risks, taking into account geographical and sectoral contexts;
- The use of third-party assessment tools, such as the EcoVadis platform, a service provider specializing in third-party risk analysis, to better assess
  - supplier commitment to (i) worker safety;
  - (ii) compliance with human rights policies (child labor, forced labor and others);
  - (iii) promotion of diversity, equity and inclusion,
- to assess partner compliance;
- Audits to verify the effective implementation of responsible practices.

Once a year, AKWEL communicates its expectations to its suppliers, with a request to achieve an EcoVadis rating of at least 50, including environmental, ethical, decent and sustainable criteria.

In the event of non-compliance, corrective measures are systematically required. If the problems identified are not resolved within a reasonable time, AKWEL reserves the right to suspend or terminate the business relationship with the relevant supplier.

3.3.2.6.2. *Transparency and monitoring*

AKWEL is committed to reporting annually on its actions and progress in relation to the rights of value chain workers.

In this regard, AKWEL will include in its next sustainability report:

- The results of social audits carried out on its supply chains;
- The corrective measures implemented to remedy the identified violations;
- Awareness-raising and training initiatives carried out.

This data allows AKWEL not only to demonstrate its progress, but also to identify areas for improvement to further strengthen its practices.

By the end of 2024, 72.2% of AKWEL's suppliers had been assessed by EcoVadis. This criterion is taken into account in measuring supplier performance, and thus guides our choices for future projects.

Following the integration of all of AKWEL's direct and indirect suppliers into the supplier risk classification, it appears that 15.18% of the Group's suppliers have a significant level of risk.

The participation of AKWEL's suppliers in the EcoVadis program and the monitoring of the sustainable performance of these suppliers will enable AKWEL to improve these results.

No serious human rights issues and incidents have been reported in the past year, either in the supply chain or in downstream activities.

3.3.2.6.3. Training

AKWEL is committed to training its buyers in responsible purchasing.

	2024	2023	2022
% of buyers trained in responsible purchasing	77%	77%	0%

The training was introduced in 2023, with the goal of training all buyers by 2026.

3.3.2.7. Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (ESRS S2-5§ 39)

Targets	KPI	Quantified targets for 2028
Ensure suppliers adhere to our Ethics Charter	% of suppliers who have signed the Ethics Charter	100%
Ensure suppliers join EcoVadis	Suppliers representing 95% of turnover with EcoVadis rating of > 50	80%

3.3.3. Affected communities (ESRS S3)

3.3.3.1. Interests and views of stakeholders (ESRS 2 SBM-2 § 7)

Affected communities include groups of people living or working in the vicinity of the operations of the undertaking or its value chain, and who are affected or likely to be affected by those operations.

To date, AKWEL has not undertaken specific actions to gather stakeholder views on the potential impacts of its activities on affected communities.

However, it recognizes the importance of this approach as part of its commitment to sustainability and plans to explore appropriate approaches to integrate these perspectives in the future.

3.3.3.2. *Material impacts, risks and opportunities and their interaction with strategy and business model (ESRS 2 SBM -3 § 9 (a), (b) § 10)*

The double materiality analysis was carried out at Group level by the Working Group. The assessment carried out at this stage did not specifically take into account affected communities with particular characteristics.

For more information on the double materiality analysis and identification of material risks, impacts and opportunities, please refer to *section 3.1.3.6. Description of procedures for identifying and assessing material impacts, risks and opportunities*.

The IRO identified on the value chain is as follows:

Topic	Description	Impact/risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Affected communities	Noise pollution degrading the living conditions of communities surrounding production sites	Systemic negative impact	X		X	X	X	X		

To date, AKWEL has not identified any other material impact, risk or opportunity related to affected communities in connection with its own activities.

3.3.3.3. *Policies related to affected communities (ESRS S3-1 § 12)*

Although AKWEL has identified noise pollution as a negative impact on communities living near its production sites, no specific policy has yet been formalized.

This situation is due to several factors:

- The absence of complaints or formal feedback from residents on our production sites, which may have initially led to an under-assessment of the need for formalization;
- The absence of a dedicated role or position with responsibility for relations with the affected communities;
- Lack of visibility on potential sound impacts within our value chain.

However, given the materiality of this issue, AKWEL has undertaken work aimed at developing a formal policy for the prevention and management of noise pollution.

This policy will include the identification of affected stakeholders, prevention measures and engagement procedures.

3.3.3.4. *Processes for engaging with affected communities about impacts (ESRS S3-2 § 21)*

To date, AKWEL has not yet implemented a structured process for engaging with the communities affected by its activities.

However, AKWEL recognizes the importance of these interactions to better understand the issues facing these stakeholders, identify potential risks and work together to build appropriate solutions.

It undertakes to assess the future implementation of appropriate mechanisms to identify their concerns, prevent negative impacts and strengthen constructive relationships.

3.3.3.5. *Processes to remediate negative impacts and channels for affected communities to raise concerns (ESRS S3-3 § 29)*

To date, AKWEL has not yet implemented a formalized process to remediate negative impacts on affected communities or specific channels to enable them to raise their concerns.

3.3.3.6. *Taking action on material impacts on affected communities, and approaches to mitigating material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions (ESRS S3-4 § 29)*

Although the impact has been identified in the context of AKWEL's activities and its value chain, further assessment is needed to fully measure its scope and implications.

In this regard, it is reflecting on the implementation of actions aimed at improving the identification and management of potential impacts, in particular through better risk mapping and enhanced engagement with stakeholders.

No complaints have been reported in the past year and no action has been taken.

AKWEL aims to implement actions by the end of 2026 and is committed to communicating on the evolution of this approach in its next sustainability reports.

3.3.3.7. Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (ESRS S3-5 § 39)

AKWEL aims to strengthen the transparency and traceability of social risks by developing impact mapping and gradually integrating these considerations into its due diligence processes.

In addition, AKWEL aims to structure regular engagement with the relevant stakeholders in order to identify the levers to minimize the risks and maximize the positive impacts of its activities.

Finally, the Group plans to establish monitoring indicators to measure the effectiveness of the actions implemented and to integrate these elements.

AKWEL plans to set targets by 2026.

3.3.4. Consumers and end-users (ESRS S4)

3.3.4.1. Interests and views of stakeholders (ESRS 2 SBM-2 § 8)

As an automotive parts manufacturer, AKWEL designs and manufactures parts primarily for automobile manufacturers.

AKWEL is committed to providing automobile manufacturers with solutions that improve the end-user experience while meeting the quality, performance and sustainability requirements of direct consumers.

Product safety, reliability and sustainability are at the heart of AKWEL's strategy. Its products are designed to guarantee high levels of performance and safety, complying with the precise requirements provided by the manufacturers in the specifications.

AKWEL works closely with automobile manufacturers to innovate and design products that reduce the environmental impact of vehicles, including by incorporating recycled materials. This not only meets customer requirements, but also end-user expectations for greener and more sustainable vehicles.

AKWEL has started life-cycle assessments on these products to maximize their sustainability and minimize their environmental impact, in response to the increasing demand from end-users for environmentally friendly products.

3.3.4.2. Impacts, risks and opportunities related to consumers and end-users (ESRS 2 SBM-3 3 § 9, 10, 12)

The direct consumers of AKWEL's products are the automobile manufacturers that integrate its parts and components into their vehicles, while the end-users are the drivers of those vehicles.

AKWEL has no direct relationship with end-users.

The risks and impacts mentioned below were identified during the double materiality analysis carried out by the Working Group.

Topics	Description	Impact /risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Safety of consumers and/or end users	Harmful to the health and safety of consumers and/or end users in the event of the development or design of faulty and unsuitable products (e.g. pedal sets).	Negative impact due to isolated incidents		X	X	X	X	X		
	Disputes related to products that are defective and in breach of current regulations concerning the health and safety of end-users.	Financial risk			X	X	X	X		
Impacts related to information for consumers and/or end users	Financial costs related to regulatory and technological developments to meet growing sustainability expectations	Financial risk			X	X	X	X		
	Violation of fundamental rights (privacy) in the event of mismanagement of customers' personal data	Negative impact due to isolated incidents		X	X	X	X	X		

The material impacts identified are likely to have effects on all consumers and end-users.

The risk of "Disputes related to products that are defective and in breach of current regulations concerning the health and safety of end-users" arises from the negative impact of "Damage to the health and safety of consumers and/or end-users in the event of the development or design of defective and unsuitable products."

3.3.4.3. *Policies related to consumers and end-users (ESRS S4-1 § 15, 16, 17)*

Product safety and sustainability, personal data management and the protection of consumer and end-user rights are the core elements of AKWEL's policy that allows it to manage identified IROs related to consumers and end-users.

It applies to its value chain as well as to all Group companies.

The Manufacturing Performance VP, assisted by the Quality, Compliance and Transformation VP, is responsible for implementing the Group's policies on the health and safety of consumers and end-users.

No cases of non-compliance with the United Nations Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work or the OECD Guidelines for Multinational Enterprises involving consumers or end-users have been reported in its upstream or downstream value chain.

3.3.4.3.1. *Safety*

AKWEL prioritizes the quality of the products and solutions it supplies to its customers, and has collaborated with them to set itself a target in this regard.

The product safety policy stems from the "zero defect" approach and is in line with the customer satisfaction strategy.

AKWEL is committed to ensuring that all its products comply with specific safety rules (REACH, safety standards, etc.). This product safety approach covers the Group's entire value chain.

3.3.4.3.2. *Sustainability*

AKWEL manufactures reliable, ecological and competitive products to help its customers to offer end-users more environmentally friendly vehicles. AKWEL strives to be a trusted third party recognized by its customers.

AKWEL's resource use and circular economy policy is described in *section 3.2.6.3*.

3.3.4.3.3. Personal data management

Through its Personal Data Protection Policy, AKWEL is committed to protecting the personal data and privacy of its employees, customers, suppliers and service providers in the course of its daily business.

It is developed in accordance with the General Data Protection Regulation (GDPR) and the processes designed to minimize and secure the data collected.

3.3.4.3.4. Rights of consumers and end-users

AKWEL is firmly committed to respecting the rights of consumers and end-users, aligning itself with internationally recognized frameworks, such as the Universal Declaration of Human Rights, the United Nations Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work and the OECD Guidelines for Multinational Enterprises.

AKWEL ensures that these principles are integrated into consumer and end-user risk management by protecting consumer privacy and ensuring access to remedies in the event of a violation of rights.

These commitments are regularly monitored to allow for adaptation to changing stakeholder expectations and international regulatory requirements. When a report is received, the Group's Internal Audit VP is informed. An investigation is then conducted into the elements and causes of the report.

For more information on the whistleblowing system, see *section 4.4.1.4.5 Whistleblowing system*.

3.3.4.4. Processes for engaging with consumers and end-users (ESRS S4-2 § 20)

As part of its commitment to the satisfaction and safety of consumers and end-users, AKWEL has put in place rigorous processes for non-compliance and continuous improvement.

To resolve process and quality-related problems throughout its entire value chain as quickly as possible, AKWEL uses a specific method called 8D (Eight Disciplines problem solving) widely adopted in the automotive industry.

This approach allows AKWEL to guarantee sustainable solutions, limit risks for its customers and improve the reliability of its products throughout their life cycle.

In addition, AKWEL monitors its customers' web portals every week and takes into account all the information transmitted about incidents encountered by end-users during the warranty period and/or any extension of warranty.

These incidents are then discussed and processed with manufacturer customers according to procedures formalized either by customers or by the AKWEL Management System.

3.3.4.5. Processes to remediate negative impacts and channels for affected communities to raise concerns (ESRS S4-3 § 25, 26)

3.3.4.5.1. Customer safety

The 8D method, widely adopted in the automotive industry, allows AKWEL to analyze product quality incidents, identify root causes and implement corrective and preventive actions.

This approach allows AKWEL to guarantee sustainable solutions, limit risks for its customers and improve the reliability of its products throughout their life cycle.

Depending on customers' web portals and/or their internal procedures, AKWEL may have access to end-user transcripts when they have been registered by the repairer.

These transcripts help us to understand the incident, which is then analyzed according to the procedures for problem solving and processing events under warranty, provided for in the AKWEL Management System.

3.3.4.5.2. Management of customers' personal data

Regarding data protection, AKWEL has in place a robust data protection governance framework, supervised by the Quality, Compliance and Transformation VP, assisted by the Data Protection Correspondent.

3.3.4.5.3. Whistleblowing system

The whistleblowing system set up by AKWEL allows all employees to report a quality problem or non-compliance. To process the report, the operational teams assume responsibility for analyzing and processing it in accordance with the 8D method.

Employees who make a report are protected from possible retaliation.

For more information on the whistleblowing system, please refer to *sections 3.4.1.3.5. "Whistleblowing system"* and *3.4.1.3.7. "Protection of whistleblowers*."

3.3.4.6. *Taking action on material impacts on consumers and end-users, and approaches to mitigating material risks and pursuing material opportunities related to consumers and end-users, and effectiveness of those actions (ESRS S4-4 § 29)*

The actions taken by AKWEL are as follows:

3.3.4.6.1. Customer Safety

Assessment and certification: adoption of recognized standards (ISO 14001, ISO 45001, ISO 50001, IATF 16949) to guarantee the quality, safety and sustainability of the Group's products.

Performance monitoring: implementation of monitoring indicators (performance indicators, customer satisfaction) to continuously measure and improve its impact. In 2024, the quality performance of the AKWEL Group (555 IPB vs 1100/1.34 PPM vs 2.20) confirms the actions to improve the quality of the parts delivered to our customers.

3.3.4.6.2. Management of Customer Personal Data

Personal data protection: integration of personal data protection into AKWEL's supply chain management by requiring Group suppliers and partners to comply with protection standards equivalent to those upheld by AKWEL. Specific clauses are included in our contracts to ensure this compliance.

3.3.4.6.3. Sustainability

Innovation and sustainable R&D: investment in research to develop cleaner and more efficient technologies (emission reduction, product reduction, recyclability solutions).

Collaborative engagement: customer and stakeholder engagement to anticipate regulatory and technological developments and meet growing sustainability expectations.

As at December 31, 2024, no human rights incidents related to consumers and end-users were reported.

3.3.4.7. *Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (ESRS S4-5 § 38, 40)*

AKWEL has defined measurable objectives and indicators to manage material negative impacts and identified risks. The targets for these indicators are set at Group level.

AKWEL first follows performance indicators such as IPBs and PPMs with the goal of continuously reducing non-conformities and customer returns. AKWEL's objectives for IPBs and PPMs are: IPBs 1000 and PPMs 2.

Then, AKWEL monitors a customer satisfaction indicator, again with the goal of continuous improvement.

Finally, AKWEL has implemented monitoring of the rate of product safety incidents, which it follows closely.

3.4. Governance information – Business conduct (ESRS G1)

3.4.1. Ethics and business conduct (ESRS G1)

3.4.1.1. *The role of the administrative, supervisory and management bodies (ESRS 2 GOV-1 § 5)*

The governance of the anti-corruption and bribery policy is based on a structured organization involving several levels of responsibility:

The Executive Board defines the strategic expectations, decides on the corresponding policy and ensures the effective implementation of this policy. It defines the procedures for the prevention and detection of corruption situations and ensures the mobilization of the necessary resources.

The Supervisory Board, with the support of the Audit Committee, ensures the establishment of the policy and its implementation. It approves and monitors the evolution of the anti-corruption and bribery system.

The Ethics Officer coordinates actions to prevent, detect and manage corruption risks. They work in collaboration with the departments concerned (Human Resources, Internal Audit and Legal) to ensure the consistent application of the policy and to ensure the follow-up of the preventive and corrective actions identified. They receive and process reports sent via the whistleblowing system and draw up an annual report detailing the measures implemented that they present to the Audit Committee.

Internal controls are carried out by the Internal Audit Department, which conducts regular audits to assess the effectiveness of anti-corruption systems, identify possible shortcomings and make appropriate recommendations.

Finally, site managers, operational managers and functional managers are responsible for ensuring that the policy is properly implemented by personnel under their authority.

For more information on the composition of the Executive Board, the Supervisory Board and the Audit Committee, please refer to *section 3.1.2.2 Composition of the administrative, management and supervisory bodies*.

3.4.1.2. Description of the processes to identify and assess material impacts, risks and opportunities (ESRS 2 IRO-1 GOV-1 § 6)

The ethical and business conduct risk assessment is integrated into the Group's risk analysis approach.

The mapping of corruption and influence peddling risks is carried out on the basis of the recommendations of the French Anti-Corruption Agency.

	2024	2023	2022
% of operational sites that have conducted an ethical/corruption risk analysis	100%	100%	100%

For more information on the double materiality analysis and identification of material risks, impacts and opportunities, please refer to *section 3.1.3.6. Description of procedures for identifying and assessing material impacts, risks and opportunities*.

Following the double materiality analysis carried out by the Working Group, the IROs identified are as follows:

Topics	Description	Impact/ risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Corruption and bribery	Legal and reputational risk in the event of a breach of business ethics	Financial risk	-	-	X	X	X	X		
Managing supplier relationships including payment practices	Cessation of activity due to dependence on, or mismanagement of, supplier contracts	Financial risk	-	-	X	X	X	X		

3.4.1.3. Business conduct policies and corporate culture (ESRS G1-1 § 7, § 9)

As part of its sustainability strategy, AKWEL has adopted a business conduct policy aimed at promoting ethics, responsible governance and sustainable business practices of the highest standards. It reflects AKWEL's core values and serves as a guide for employees, partners and stakeholders.

It applies to all Group employees, managers and corporate officers and to relations with all third parties of the Group.

The Manufacturing Performance VP, assisted by the Quality, Compliance and Transformation VP, reports on the Group's policy and its implementation.

For more details, please refer to paragraph *3.4.1.5. - Information on anti-corruption*.

3.4.1.3.1. Guiding principles

AKWEL is committed to combating corruption in all its forms, in accordance with its values of integrity, transparency and accountability.

AKWEL's ethical principles are based on the highest international standards:

- The United Nations Convention against Corruption;
- The OECD Guidelines for Multinational Enterprises;
- The International Charter of Human Rights;
- The International Labor Organization (ILO) Conventions.

AKWEL's policy is also part of a proactive approach to ensuring ethical business practices that comply with international and local regulations, such as the Sapin II law in France, the Foreign Corrupt Practices Act (FCPA) in the United States and the Bribery Act in the United Kingdom.

It is based on the following principles:

- Any form of active or passive bribery is strictly prohibited;
- Employees, corporate officers and business partners are required to follow transparent practices that comply with applicable laws;
- Gifts, invitations and donations are supervised to ensure that they remain within reasonable limits and do not compromise any business or ethical decision;
- Facilitation payments are strictly prohibited in all our activities.

3.4.1.3.2. Components of the policy

Firmly committed to a long-term relationship of trust with its stakeholders, AKWEL maintains sound relations with its points of contact, based on respect for universal ethical rules in business.

To promote this corporate culture and share these rules with everyone, several documents have been drawn up and are available at https://akwel-automotive.com/:

- An Ethics Charter that serves as a guideline for everyone in the Group. It sets out the Group's principles, particularly in terms of compliance with legislation and respect for fair competition, prohibits conflicts of interest and insider trading, and reaffirms environmental protection, health and safety in the workplace, fair accounting and financial reporting, and the fight against all forms of discrimination and harassment;
- A Code Against Corruption and Influence Peddling, the aim of which is to implement measures to ensure that all our employees, managers and corporate officers, wherever they may be located, can prevent AKWEL from becoming involved in any corrupt or influence-peddling practices and, if necessary, can report any such practices;
- A Stock Market Code of Ethics designed to remind all insiders (corporate officers, employees or third-party service providers acting on behalf of AKWEL) of the regulations applicable to the possession, disclosure and use of insider information to which they may have access by virtue of their roles, mandates or assignments;
- A Code of Conduct on Competition, the aim of which is to promote fair and equitable competition by preventing practices that may restrict or distort competition, while protecting AKWEL from legal, financial and reputational risks associated with anti-competitive behavior;
- A whistleblowing procedure that details the processes of the whistleblowing system. It is accessible to all employees, business partners and all interested parties, to report, in complete confidentiality, any situation of non-compliance involving, for example, acts of non-compliance with the code of ethics, fraud, corruption, conflicts of interest, accounting and financial crime, anti-competitive practice, discrimination and harassment at work, health, hygiene and safety at work, environmental protection, human rights, data breach, document breach, etc.

The signing of the Ethics Charter is a prerequisite for inclusion in the AKWEL supplier pool.

3.4.1.3.3. Policy governance and monitoring

The Manufacturing Performance Department, assisted by the Quality, Compliance and Transformation VP, reports on the Group's policy and its implementation.

3.4.1.3.4. Monitoring and assessment of the business conduct policy

As part of its commitment to preventing and combating corruption, AKWEL has established annual monitoring of the business conduct policy to assess its effectiveness and ensure continuous improvement.

To this end, key indicators are monitored, in particular:

Training and awareness: number of employees trained, participation rate in training, results of post-training assessments.

Incident detection and processing: number of reports received, report processing times, type of incidents identified, corrective actions implemented.

Compliance and internal controls: audits carried out, compliance rate with internal requirements, follow-up of corrective action plans.

Stakeholder engagement: number of third parties assessed for corruption risks, anti-corruption clauses incorporated into contracts.

Integrity culture: during annual interviews, employees' perception of anti-corruption measures, level of confidence in reporting mechanisms.

These indicators are regularly analyzed and are the subject of reports sent to the Executive Board and the Audit Board in order to present the work carried out, identify areas for improvement and ensure compliance with legal requirements and good practices.

The results of the actions undertaken in this area, as well as the progress made, are monitored and reported in the sustainability report.

3.4.1.3.5. Whistleblowing system (ESRS G1-1 § 7, § 10 (a))

The whistleblowing system was developed to comply with Articles 6, 8 and 17 of French Law No. 2016-1691, known as "Sapin II."

In 2023, it was further adapted to meet the requirements of:

- French Law No. 2022-401 of March 21, 2022 aimed at improving the protection of whistleblowers;
- French Decree No. 2022-1284 of October 3, 2022 on procedures for collecting and processing whistleblower reports and establishing the list of external authorities established by French law.

The whistleblowing system provides the framework for receiving reports relating to the existence of conduct or situations contrary to a regulation in force, the Ethics Charter, the Stock Market Code of Ethics, the Code Against Corruption and Influence Peddling and the Code of Conduct on Competition, emanating from Group employees and any external individuals.

The whistleblowing system is set out in AKWEL's codes (Code of Conduct on Competition and Code Against Corruption and Influence Peddling), and the processes for reporting cases under this system are detailed in a specific procedure (AKWEL Group whistleblowing procedure) translated into all the Group's languages and accessible on the Group's Intranet and website.

This procedure details the whistleblowing procedures implemented by the Group as part of its ethical approach.

Through its whistleblowing procedure, AKWEL protects the anonymity of whistleblowers and does not disclose under any circumstances their identity, except to the judicial authority, and only with their consent.

AKWEL ensures that employees do not experience any deterioration in their working conditions or suffer any disciplinary sanction for issuing a report or failing to file a report.

This whistleblowing system has been presented to employee representative bodies of all AKWEL subsidiaries.

Since the whistleblowing system does not provide for the possibility of making an oral report, the reports must be sent to the Group Ethics Officer either (i) to the email address ethics@akwel-automotive.com or (ii) by post to the address of AKWEL's registered office.

Any employee who observes a breach in the areas of the scope defined above is encouraged to report the facts. To do so, they may choose to favor traditional channels of communication, such as their line manager and the employee representative bodies.

If the fact of informing their direct or indirect manager presents or may present difficulties, or does not or may not give rise to appropriate follow-up of the report, then the employee may decide to report the facts through the whistleblowing system or make a report.

The Ethics Officer is the only person who has access to the email address ethics@akwel-automotive.com and is the only person authorized to open letters received in respect of any internal report and to conduct admissibility operations on the reports received. In the event that the report is submitted to a recipient other than the Ethics Officer, that recipient is informed that they must pass on the report without delay to the Ethics Officer and that they are subject to strict confidentiality regarding receipt of the report.

After the receipt and preliminary assessment of a report by the Ethics Officer, the latter, if they consider it necessary, may seek the assistance of one or more members of the Ad Hoc Committee in order to analyze admissibility and to jointly manage the processing of the report if it is deemed admissible.

In the event that, after its preliminary assessment, the report is deemed admissible, the Ad Hoc Committee then leads the investigation into the report and, to that end, takes all necessary measures to gather all relevant elements of assessment, including by gathering all supporting documents of any kind, as well as all testimonies, and by launching, if necessary, an investigation in strict compliance with the applicable laws.

This investigation may be conducted either (i) by an internal team specifically trained to take on such duties and subject to a reinforced confidentiality obligation and the signature of a declaration of no conflicts of interest, or (ii) by third parties specializing in conducting investigations or in certain areas relevant to the investigation (for example, IT, legal, financial, accounting, HR), also subject to a strict obligation of confidentiality.

These persons have, by their positioning or status, the competence, authority and means sufficient to carry out their duties. They may, where appropriate, contact the whistleblower in order to obtain additional information necessary for investigation of the report.

As at December 31, 2024, the members of the Ad Hoc Committee were the Ethics Officer and, depending on the purpose and context of the report, (i) the Group's Legal VP, (ii) the Group's Financial VP and (ii) the Group's Human Resources VP.

	2024	2023	2022
Number of reports recorded	4	5	0

3.4.1.3.6. Prompt investigation procedure (ESRS G1-1 § 7, § 10 (e))

To date, AKWEL has put in place a specific procedure to promptly investigate suspicions of corruption or other ethical breaches, in addition to its whistleblowing procedure.

This procedure allows for prompt, independent and objective investigation.

3.4.1.3.7. Protection of whistleblowers (ESRS G1-1 § 7, § 10 (c))

AKWEL fully complies with the provisions of French Law No. 2016-1691 of December 9, 2016, known as "Sapin II," and French Law No. 2022-401 of March 21, 2022, known as the "Waserman law," transposing Directive (EU) 2019/1937 on the protection of whistleblowers.

These frameworks ensure the confidentiality of reports, protection against retaliation and the establishment of secure channels to report non-compliant or illegal practices.

These requirements have been extended to all Group subsidiaries, including those outside France.

Each subsidiary has to determine whether these provisions can be applied in their national legislation. Should they require adaptation, AKWEL ensures that robust and high internal standards are implemented, based on international best practices, while complying with local regulations.

3.4.1.4. Prevention and detection of corruption and bribery (ESRS G1-3 § 18)

AKWEL is committed to preventing, detecting and combating all forms of corruption because its economic and social consequences present a major obstacle to economic development.

Pursuant to French Law No. 2016-1691 on transparency, anti-corruption and modernizing economic life, known as "Sapin II," AKWEL has implemented tools to detect and prevent acts of corruption or influence peddling:

- Risk mapping;
- A Code Against Corruption and Influence Peddling;
- Internal and external accounting control procedures;

- A training system;
- A whistleblowing system;
- Procedures for assessing the situation of customers, suppliers and intermediaries;
- Disciplinary sanctions for breaches of codes.

These various documents are intended to prevent and detect the risks of non-compliance as well as to carry out corrective actions.

3.4.1.5. Information on anti-corruption (ESRS G1-1 § 10 (g))

In order to raise awareness and instill a compliance culture in the Group, AKWEL is rolling out a prevention and awareness program to train its employees on the risks of corruption and the behaviors to be adopted.

Anti-corruption awareness-raising is delivered to new employees.

Mandatory training sessions are organized for exposed roles identified during risk mapping, such as the sales and accounting teams, buyers and senior management.

These training sessions ensure a thorough understanding of corruption issues and the applicable legal obligations.

In 2024, 96% of the employees present were made aware of the risks of corruption and bribery during their annual review through a formalized sequence of discussions on anti-corruption and anti-influence peddling. A complementary awareness-raising session was organized at a quarterly information meeting in April 2024.

Since 2017, training on the prevention and detection of corruption and bribery has been organized for buyers. This training has not been renewed for employees who received the training initially.

Specific, tailored training on corruption risk for buyers will be introduced in 2026.

Training in the prevention and detection of corruption and bribery	2024	2023	2022
% of buyers trained in anti-corruption	92%	87%	13%

In 2026, AKWEL committed to providing this training to all risk functions.

For details on the whistleblowing procedure, please refer to *paragraph 3.4.1.3.5. "Whistleblowing system."*

3.4.1.6. Confirmed incidents of corruption or bribery (ESRS G1-4 § 24 (a) (b))

	2024	2023	2022
Number of convictions for infringement of anti-corruption law	0	0	0
Amount of fines for infringement of anti-corruption law (in euro)	0	0	0

Some of the information presented in this table goes beyond the reporting requirements set out in the CSRD Directive and ESRS standards. Nevertheless, this information is included in order to meet the specific expectations of our stakeholders and the requirements of certain third parties.

3.4.2. Management of relationships with suppliers (ESRS G1-2)

3.4.2.1. Strategy, policy and process (G1-2 § 14)

AKWEL has established an enhanced process for selecting and monitoring its suppliers in terms of both financial sustainability and social, environmental and ethical aspects.

In particular, these processes cover:

- The inclusion of a new supplier in the pool via an internal questionnaire;
- The adherence of a new supplier to AKWEL's Ethics Charter;

- The assessment of suppliers and subcontractors covering their sense of social responsibility, their environmental policy, their GHG emissions and the traceability of their products and services, via the EcoVadis platform. Suppliers must achieve a minimum score of 50/100.

Suppliers are reviewed on a regular basis.

In addition, as it is AKWEL's intention that suppliers meet its decarbonization targets, they are asked to commit to measuring their CO2 emissions (Scopes 1-2-3) and to share their results via the EcoVadis platform.

At the same time, AKWEL requests that direct suppliers be ISO 14001 and ITAF 16949 certified.

Commercial relations that do not respect AKWEL's values may be terminated. To this end, contractual clauses have been included in the Group's contracts, purchase orders and general terms and conditions.

The principles apply to the entire supply chain and to all relevant Group employees.

The Purchasing Department is responsible for implementation of the policy.

The documents around which the Purchasing Policy is structured are aligned with:

- The United Nations Convention against Corruption;
- The US Foreign Corrupt Practices Act (FCPA);
- The UK Bribery Act;
- The Sapin II law;
- The ILO and OECD anti-corruption conventions;
- Other human rights regulations such as the Uyghur forced Labor Prevention Act.

AKWEL works with a large number of suppliers and ensures that it is not exposed to the risk of relying on only a few essential suppliers.

AKWEL has not mapped risks related to sustainable development in its supply chain.

In addition to the principles and rules detailed in AKWEL's procedures and in particular in the Ethics Charter, all purchases must comply with applicable local law, including labor and environmental law.

3.4.2.2. *Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities (ESRS G1-3)*

Shares	KPI	Quantified targets for 2028
Ensure our suppliers adhere to our Ethics Charter	% of suppliers who have signed the Ethics Charter	100%
Ensure that our suppliers join EcoVadis	Suppliers representing 95% of turnover with EcoVadis rating of > 50	80%

3.4.2.3. *Late payment practices (ESRS G1-6 § 31)*

AKWEL attaches great importance to compliance with payment deadlines in its Responsible Purchasing Policy. Internal supplier accounting teams manage payment processes in accordance with each country's legal requirements.

Employees are made aware of the importance of paying suppliers on time. AKWEL considers compliance with payment deadlines to be a priority and ensures its follow-up.

3.5. Cybersecurity Information (Specific Information)

3.5.1. Description of the processes to identify and assess material impacts, risks and opportunities (ESRS 2 IRO-1)

In terms of cybersecurity, the double materiality analysis was carried out at Group level by the Working Group.

For more information on the double materiality analysis and identification of material impacts, risks and opportunities, please refer to *section 3.1.3.6. Description of procedures for identifying and assessing material impacts, risks and opportunities*.

3.5.2. Description of impacts, risks and opportunities

In the area of cybersecurity, following the double materiality analysis conducted at Group level by the Working Group, the following IRO was selected:

Topics	Description	Impact/ risk	Impact		Scope			Time horizon		
			Current	Potential	Upstream value chain	Group operations	Downstream value chain	Short-term	Medium-term	Long-term
Cybersecurity management at AKWEL	Financial and reputational risks in the event of cyber attacks	Financial risk	-	-	X	X	X	X		

Cyber attacks represent an increasing risk that can lead to major disruptions, ranging from production interruption to the leakage of sensitive data.

These incidents can affect several dimensions:

- Economic: costs related to business interruptions, security investments, financial losses.
- Social: invasion of privacy, loss of customer and employee trust.
- Environmental: increase in the digital footprint due to the increased number of security and surveillance mechanisms.

3.5.3. Strategy, policy and process

Information security is crucial for the sustainability of AKWEL's business. It is imperative for AKWEL to strengthen internal controls in order to protect the confidentiality, integrity and availability of information created, held, stored, transferred and/or processed by our Group.

The objective is to protect its data against all threats, whether internal or external, deliberate or accidental, and to guarantee the protection of personal data belonging to its customers, employees and other interested parties, and to make them aware of their personal responsibility as regards its proper functioning and integrity.

AKWEL aims to gain the trust of its customers, employees and partners by integrating information security into AKWEL's processes and activities.

In line with ISO 27001 certification, the information security management system has been defined and integrated into our global management system.

The information security policy is applicable to the entire Group and its entities for all Information Technology (IT) and Operational Technology (OT), and this applies to all stakeholders who interact with these technologies (customers, employees, suppliers, service providers).

The Information Technology VP is responsible for the effective implementation of this policy.

To promote this corporate culture and share these rules with everyone, several documents have been drawn up and are available at https://akwel-automotive.com/.

AKWEL implements an information and communication system necessary for its business, including a computer and telephone network, as well as mobile tools.

In the performance of their duties, employees are encouraged to use the IT and telephone tools made available to them and to access the company's communication services.

The aim of the IT Charter is to organize the use by employees of the Company's information systems and technological tools.

This is for the purpose of:

- ensuring their use in compliance with AKWEL rules and regulations in force;
- ensuring their security, availability and integrity;
- ensuring the protection and proper use of data including personal data.

It has to make each employee aware of the importance of the information system and of their personal responsibility for its proper functioning and integrity.

It has to foster an attitude of vigilance in the face of malicious actions with users and cohesion between all employees.

Finally, with a view to transparency toward users, promoting the fair, responsible and secure use of the information and communication system, it defines the means of control and monitoring put in place to protect the interests of the Group and employees in accordance with the laws in force.

3.5.4. Cybersecurity actions

As information security is central to the Group's concerns, it been integrated into the Health and Safety Management Committee.

To ensure information security and respond to cyber attack threats, an IT team dedicated to cybersecurity has been created and an Information Systems Security Officer has been appointed.

Structural projects have been implemented to secure our IT facilities from both a prevention and a service restoration perspective.

The actions concerning prevention are as follows:

- Site protection (firewall): solution currently being rolled out (US and China);
- Rollout of our Sentinel One EDR: project completed in 2024;
- New cyberdefense service: solution rolled out in 2024;
- Our systems update solution (WSUS): solution rolled out in 2025.

Actions related to service restoration:

- Overhaul of business continuity plans: project in progress;
- Overhaul of backup systems: project completed in 2024;
- Improvement and testing of our recovery processes (DRPs): project in progress;
- Tool for securing the Group's mobile fleet: solution in the process of being rolled out.

In 2025, the following projects will be launched:

- Management of information system accesses and their traceability;
- Monitoring tool for our information system that collects and analyzes events to detect suspicious activity.

Monitoring and performance indicators have been implemented along with the appropriate actions.

Confirmed information security incidents	2024	2023	2022
Number of confirmed information security incidents	0	1	0

To meet the expectations of its customers, AKWEL has further developed its rollout strategy.

In 2024, the registered office was ISO 27001 certified and two sites were TISAX certified: Ixtaczoquitlan (Mexico) and Ningbo (China).

3.5.5. Cybersecurity objectives

Four additional sites will be labeled in 2025: Orizaba (Mexico), Stara Zagora (Bulgaria), Rudnik (Czech Republic) and Timisoara (Romania). The remaining sites will be planned in 2026 and 2027.

The objective is to have all operational sites TISAX certified by 2027, i.e. 100%.

TISAX or ISO 27001 labeling	2024	2023	2022
% of sites TISAX and ISO 27001 certified	10%	0%	0%

The goal is to roll out awareness raising on information security to 95% of teams by 2026 and to renew this every two years.

REPORT ON CERTIFICATION OF SUSTAINABILITY REPORTING AND VERIFICATION OF DISCLOSURE REQUIREMENTS SET OUT IN ARTICLE 8 OF REGULATION (EU) 2020/8542

Year ended December 31, 2024

To AKWEL's General Meeting,

This report is issued in our capacity as statutory auditor of AKWEL. It covers the sustainability reporting and information set out in Article 8 of Regulation (EU) 2020/852 for the year ended December 31, 2024, included in section 3 of the Group's Management Report (hereinafter the "Sustainability Report").

Pursuant to Article L. 233-28-4 of the French Commercial Code, AKWEL is required to include the above information in a separate section of the Group's Management Report. This information was prepared in the context of the first-time application of the aforementioned articles, entailing uncertainty over the interpretation of the texts, the use of significant estimates, and the absence of established practices and frameworks, in particular for the double materiality analysis, as well as by an evolving internal control system. It provides an understanding of the impact of the Group's business on sustainability issues, as well as how those issues affect the evolution of the Group's business, results and situation. Sustainability issues encompass environmental, social and corporate governance matters.

Pursuant to Article L. 821-54 II of the aforementioned Code, our assignment consists of performing the work necessary to issue an opinion, expressing limited assurance, concerning:

- Compliance with the sustainability reporting standards adopted pursuant to Article 29b of Directive (EU) 2013/34 of the European Parliament and of the Council of December 14, 2022 (hereinafter ESRS for European Sustainability Reporting Standards) of the process implemented by AKWEL to determine the information disclosed, and compliance with the obligation to consult the Social and Economic Committee provided for in the sixth paragraph of Article L. 2312-17 of the French Labor Code;
- Compliance of the sustainability reporting included in the Sustainability Report with the requirements of Article L. 233-28-4 of the French Commercial Code, including the ESRS; and
- Compliance with the disclosure requirements of Article 8 of Regulation (EU) 2020/852.

This assignment is carried out in accordance with the ethical rules, including those of independence, and the quality rules prescribed by the French Commercial Code.

It is also governed by the guidelines of the French High Audit Authority "Certification of sustainability reporting and verification of disclosure requirements set out in Article 8 of Regulation (EU) 2020/852."

In the three separate parts of the report that follow, we present, for each of the aspects of our assignment, the nature of the audits we conducted, the conclusions we drew from them, and, in support of these conclusions, the elements to which we paid particular attention and the due diligence conducted in relation to these elements. We draw your attention to the fact that we do not express a conclusion on these elements taken in isolation and that the due diligence described should be regarded as relating to the overall context of the formation of the conclusions issued for each of the three aspects of our assignment.

Finally, where we feel it necessary to draw your attention to one or more aspects of the sustainability reporting provided by AKWEL in the Sustainability Report, we have prepared an observations section.

Limits of our assignment

As the objective of our assignment is to express limited assurance, the nature (selection of verification techniques) of the work, its scope (amplitude), and its duration, are less than those necessary to obtain reasonable assurance.

Moreover, the purpose of this assignment is not to guarantee the viability or quality of AKWEL's management, or to carry out an assessment, which would exceed compliance with ESRS disclosure requirements on the relevance of AKWEL's choices in terms of action plans, targets, policies, scenario analyses and transition plans.

It does, however, allow us to express conclusions concerning the process of determining the sustainability information disclosed, the information itself, and the information disclosed pursuant to Article 8 of Regulation (EU) 2020/852, as to the absence of identification or, on the contrary, the identification, of errors, omissions or inconsistencies of such importance that they would be likely to influence any decisions that readers of the information subject to our audits might make.

Our assignment does not cover any comparative data.

Compliance with ESRS of the process implemented by AKWEL to determine the information disclosed, and compliance with the obligation to consult the Social and Economic Committee provided for in the sixth paragraph of Article L. 2312-17 of the French Labor Code.

Type of audits performed

Our work consisted of verifying that:

- The process defined and implemented by AKWEL has allowed it, in accordance with the ESRS, to identify and assess its sustainability-related impacts, risks and opportunities and to identify those material impacts, risks and opportunities that resulted in the publication of sustainability disclosures in the Sustainability Report, and
- The disclosures provided on this process also comply with the ESRS.

We also verified compliance with the obligation to consult the Social and Economic Committee.

Conclusion of the audits carried out

Based on our audits, we have not identified any material errors, omissions or inconsistencies regarding the compliance of the process implemented by AKWEL with the ESRS.

With regard to the consultation of the Social and Economic Committee provided for in the sixth paragraph of Article L. 2312-17 of the French Labor Code, we hereby inform you that, as of the date of this report, this consultation has not yet taken place.

Elements subject to particular attention

Regarding stakeholder identification

Information relating to stakeholder identification is provided in section 3.1.3.4.2. "Engagement with stakeholders (SBM-2 § 45)" of the Sustainability Report

We have reviewed the analysis conducted by AKWEL to identify:

- Stakeholders that may affect, or be affected by, the entities within the scope of the disclosures, as a result of their activities and direct or indirect business relationships in the value chain;
- The main users of sustainability statements (including the main users of the financial statements)

To this end, we interviewed the management and/or individuals we deemed appropriate and reviewed the available documentation. Our work included:

- Assessing the consistency of the main stakeholders identified by AKWEL with the nature of its activities and its geographical location, taking into account its business relationships and value chain;
- Exercising our critical thinking to assess the representativeness of the stakeholders identified by AKWEL;

Regarding the identification of impacts, risks, and opportunities

Information relating to the identification of impacts, risks, and opportunities is provided in section 3.1.3.6 "Description of the processes to identify and assess material impacts, risks, and opportunities (ESRS 2/IRO-1§53)" of the Sustainability Report.

We have reviewed the process implemented by the entity for identifying actual or potential impacts (negative or positive), risks and opportunities ("IROs") related to the sustainability matters mentioned in paragraph AR 16 of the "Application Requirements" of ESRS 1, as presented in Note 3.1.3.6.2 "Identification of impacts, risks, and opportunities" of the Sustainability Report.

In particular, we assessed the approach implemented by the entity to determine its impacts and dependencies, which may be sources of risk or opportunity.

We also assessed the comprehensiveness of the activities included in the scope selected for identifying IROs.

We reviewed the entity's mapping of identified IROs, including a description of their distribution across its own activities and the value chain, as well as their time horizon (short, medium or long-term), and assessed the consistency of this mapping with our knowledge of the entity and, where applicable, with the risk analyses conducted by Group entities.

We also:

- Assessed AKWEL's approach to gathering information on subsidiaries;
- Assessed how AKWEL considered the list of sustainability matters listed in ESRS 1 (AR 16) in its analysis;
- Assessed the consistency of the actual and potential impacts, risks, and opportunities identified by AKWEL with the available sector analyses;
- Assessed how AKWEL took into account different time horizons, particularly with regard to climate matters.

Regarding the assessment of impact materiality and financial materiality

Information relating to the assessment of impact materiality and financial materiality is included in the Group's Management Report and presented in section 3.1.3.6 "Description of the processes to identify and assess material impacts, risks and opportunities" of the Sustainability Report.

Through interviews and analyses of the available documentation, we reviewed the entity's process for assessing impact materiality and financial materiality and assessed its compliance with the criteria defined by ESRS 1.

In particular, we assessed how the entity established and applied the materiality criteria for information defined by ESRS 1, including those relating to the setting of thresholds, to determine the material information disclosed for the indicators relating to material IROs identified in accordance with the relevant topical ESRS.

Compliance of sustainability information included in the Sustainability Report with the requirements of Article L. 233-28-4 of the French Commercial Code, including with the ESRS

Type of audits performed

Our work consisted of verifying that, in accordance with legal and regulatory requirements, including the ESRS:

- the information provided enables an understanding of how the sustainability information included in the Sustainability Report was prepared and governed, including how information relating to the value chain was determined and the disclosure exemptions selected;
- the presentation of this information ensures that it is readable and comprehensible;
- the scope selected by AKWEL for this information is appropriate; and
- based on a selection process, founded on our analysis of the risks of non-compliance of the information provided and the expectations of its users, that this information does not contain any material errors, omissions, or inconsistencies, i.e. that could influence the judgment or decisions of the users of this information.

Conclusion of the audits carried out

Based on our audits, we have not identified any material errors, omissions, or inconsistencies regarding the compliance of the sustainability information included in the Sustainability Report with the requirements of Article L. 233-28-4 of the French Commercial Code, including the ESRS.

Observations

Without calling into question the above conclusion, we would like to draw your attention to the information contained in the "Introduction" to the Sustainability Report, which specifies the uncertainties and limitations inherent in the context of the first application of the CSRD directive, as well as the main methodological limitations or uncertainties and the information not available in this first year of application, which are listed in the table published in this same note and the associated action plan, in particular with regard to:

- Pollution-related indicators (E2-4 – Information on emissions) as specified in paragraph 3.2.3.5 "Pollution of air, water and soil."
- Scope 3 downstream emissions (E1-6 - Gross Scope 3 GHG emissions) as specified in paragraph 3.2.2.9 "Gross GHG emissions from Scopes 1, 2, 3 and total GHG emissions," which describes the methodological choices made concerning Scope 3 categories, in particular the fact that some of them have not been taken into account for financial year 2024 (in particular, the use of products sold, category 11 of the GHG Protocol);
- The information provided in paragraphs 3.3.1.14 "Adequate wages" and 3.3.1.19 "Compensation metrics" of the Sustainability Report, which explains the reasons for not disclosing this information for the year ended December 31, 2024 and the methodological choices made by AKWEL concerning the calculation of the annual total remuneration ratio according to a historical definition different from that defined in ESRS S1-16.

Items that received particular attention

Information provided pursuant to the ESRS E1 environmental standard

Information disclosed on climate change (ESRS E1) is mentioned in section "3.2.2 Climate change" of the Sustainability Report.

Below we present the items to which we have paid particular attention concerning the compliance of this information with the ESRS.

Our process included assessing the appropriateness of the information presented in the environmental section of the sustainability information included in the Sustainability Report, and its overall consistency with our knowledge of the entity.

With regard to the information disclosed by the entity in section "3.2.2 Climate change" of the Sustainability Report, concerning its greenhouse gas (GHG) emissions:

- We have assessed the consistency of the scope considered for the greenhouse gas emissions assessment with the scope of the consolidated annual accounts, the activities under operational control and the upstream and downstream value chain;
- We have familiarized ourselves with the greenhouse gas emissions inventory protocol used by the Group to draw up its greenhouse gas emissions report, and have assessed its application to a selection of emissions categories and sites, for Scope 1 and Scope 2;
- With regard to Scope 3 emissions, we have assessed the information gathering process and the justification for including and excluding the various categories, as well as the information presented in this respect in the Sustainability Report, particularly in paragraph 3.2.2.9 "Gross GHG emissions from scopes 1, 2, 3 and total GHG emissions";
- We have assessed the appropriateness of the emission factors used and the related conversion calculations, as well as the calculation and extrapolation assumptions, taking into account the uncertainty inherent in the state of scientific or economic knowledge and in the quality of the external data used;
- For physical data (such as energy consumption), we have reconciled, on the basis of surveys, the underlying data used to present the detailed breakdown of the Group's CO_2 emissions with supporting documents.
- We have implemented analytical procedures;
- With regard to the estimates that we considered to be fundamental and that AKWEL used to assess its GHG emissions, we reviewed, through interviews with QSEE management, the methodology used to calculate the estimated data and the sources of information on which these estimates are based;
- We verified the arithmetic accuracy of the calculations used to establish this information.

Information provided in accordance with the ESRS S1 social standard

Information disclosed regarding the Group's workforce (ESRS S1) is included in section 3.3.1 "Own workforce" of the Sustainability Report.

Our main processes in relation to this information consisted of the following:

- Based on interviews with the human resources data analysis department, we:
  - reviewed the collection and compilation procedure for processing qualitative and quantitative information for the purpose of disclosing material information in the Sustainability Report;
  - reviewed the underlying documentation available;
  - implemented procedures to verify the correct consolidation of these data;
- Based on selected information from surveys, we:
  - reviewed the geographical and legal scope of the information provided;
  - assessed whether the methods and assumptions used by the entity to determine the information disclosed are appropriate in light of ESRS S1;
  - defined and implemented analytical procedures adapted to the information examined, in line with changes in the activity;
  - reviewed the supporting documents with the corresponding information,
  - verified the arithmetic accuracy of the calculations used to establish this information where applicable, after applying rounding rules.

We also assessed:

- whether the description of the policies, actions, and targets implemented by the entity covers the following areas: workforce management, remuneration, health and safety, training and skills development and privacy.
- the description of the means by which company personnel can raise concerns, as well as how issues reported via the whistleblowing system, among other channels, are followed up.

Finally, we assessed the appropriateness of the information presented in section 3.3.1 "Own workforce" of the Sustainability Report and its overall consistency with our knowledge of the Group.

Compliance with disclosure requirements under Article 8 of Regulation (EU) 2020/852

Type of audits performed

Our work consisted of verifying the process implemented by AKWEL to determine the eligibility and alignment of the activities of the entities included in the consolidation.

It also consisted of verifying the information disclosed in accordance with Article 8 of Regulation (EU) 2020/852, which involves verifying:

- compliance with the rules for presenting this information, which ensure its readability and comprehensibility;
- on the basis of a selection, the absence of material errors, omissions or inconsistencies in the information provided, i.e. that could influence the judgment or decisions of the users of this information.

Conclusion of the audits carried out

Based on the audits we have carried out, we are unable to comment on compliance with the information disclosure requirements set out in Article 8 of Regulation (EU) 2020/852, in particular with regard to the alignment of the Group's activities, due to an incomplete analysis of the technical criteria, in particular those relating to DNSH, and the lack of sufficient and appropriate documentation of the process implemented by AKWEL to determine the sustainability of the Group's activities, as also specified in paragraph 3.2.1.4 "Activity alignment review"" of the Sustainability Report.

Items that received particular attention

Given the impossibility of issuing an opinion as expressed above, we hereby inform you that there are no such items to be included in our report.

The Statutory Auditor
Forvis Mazars
Annecy, France - June 3, 2025

Jérôme Neyret
Associate

SUPPLEMENTARY EXECUTIVE BOARD REPORTS

1. Special Report on Transactions Carried Out by the Group or Its Affiliates under Stock Subscription or Purchase Options Reserved for Employees and Officers (Article L. 225-184 of the French Commercial Code)

Below, you will find the information contained in the special report designed to inform shareholders of transactions carried out pursuant to the provisions of Articles L.225-184 and L.225-186 of the French Commercial Code, concerning the granting and exercise, during the financial year just ended, of Group stock subscription or purchase options.

1.1. Stock Subscription or Purchase Options Granted during the Financial Year

1.1.1. Stock Subscription or Purchase Options Granted to the Top Ten Non-Corporate-Officer Employees during the Financial Year

No stock subscription or purchase option plans were implemented for the top ten non-corporate-officer employees during the financial year.

1.1.2. Stock Subscription or Purchase Options Granted to Corporate Officers during the Financial Year

No stock subscription or purchase option plans were implemented for corporate officers during the financial year.

1.2. Stock Subscription or Purchase Options Exercised during the Financial Year

1.2.1. Stock Options Exercised by the Top Ten Non-Corporate-Officer Employees during the Financial Year

No stock subscription or purchase option plans were exercised by the top ten non-corporate-officer employees during the financial year.

1.2.2. Stock Options Exercised by Corporate Officers during the Financial Year

No stock subscription or purchase option plans were exercised by corporate officers during the financial year.

2. Special Report on Transactions Carried Out by the Group or Its Affiliates Involving the Allocation of Free Shares to Employees and Officers (Article L. 225-197-4 of the French Commercial Code)

Below, you will find the information contained in the special report designed to inform shareholders of transactions carried out pursuant to the provisions of Articles L. 225-197-1 to L. 225-197-3 of the French Commercial Code.

2.1. Free Share Allocation Plans Granted during the Financial Year

No free share allocation plans were implemented during the financial year.

2.2. Definitive Allocation of Free Shares Granted during the Financial Year

No free shares were granted during the year.

On behalf of the Executive Board,
Mr. Mathieu Coutier,
President of the Executive Board

THE EXECUTIVE BOARD'S REPORT ON THE PROPOSED RESOLUTIONS OF THE COMBINED GENERAL MEETING OF TUESDAY, SEPTEMBER 30, 2025

Twenty-five resolutions will be submitted to the shareholders at the Combined General Meeting of Shareholders to be held on Tuesday September 30, 2025 at 11:00 AM at the Group's head office.

These resolutions fall into two groups:

I — The first 23 resolutions (from the first to the twenty-second) and the last resolution (the twenty-fifth resolution) fall within the remit of the Ordinary General Meeting and concern:

- The approval of the annual and consolidated accounts for the year ended December 31, 2024;
- The allocation of income and the approval of related-party agreements governed by Articles L.225-86 et seq. of the French Commercial Code;
- The reappointment of André Coutier as a member of the Supervisory Board;
- The non-renewal of the term of office of Geneviève Coutier as a member of the Supervisory Board;
- The reappointment of Emilie Coutier as a member of the Supervisory Board;
- The reappointment of Nicolas Job as a member of the Supervisory Board;
- The reappointment of the company COUTIER DEVELOPPEMENT as a member of the Supervisory Board;
- The approval of the information referred to in I of Article L. 22-10-9 of the French Commercial Code;
- The approval of the remuneration policy for corporate officers;
- The approval of the components of the remuneration and benefits of any kind paid to members of the Executive Board and the President of the Supervisory Board for the financial year ended December 31, 2023, and allocated to members of the Executive Board and the President of the Supervisory Board during the same year;
- Authorization to be given to the Executive Board to implement a share buyback program pursuant to Articles L.22-10-62 et seq. of the French Commercial Code.

II — The twenty-fourth resolution and the twenty-fifth resolution fall within the jurisdiction of the Extraordinary General Meeting and concern:

- The authorization for the Executive Board to reduce the share capital by canceling treasury shares;
- The cancellation of treasury shares resulting from the liquidity contract and the corresponding reduction in share capital.

1. Ordinary Business

1.1. Approval of the accounts for the 2024 financial year (first and third resolutions) and full discharge of the members of the Executive Board and Supervisory Board (second resolution)

The purpose of the first resolution is to approve the corporate annual accounts for the year ended December 31, 2024, showing a profit of €27,646,198.68 and non-tax-deductible expenses and charges.

This resolution also approves the expenses and charges referred to in Article 39-4 of the French General Tax Code, amounting to €48,132, and the corresponding tax charge of €12,033.

The purpose of the 2nd resolution is to discharge the members of the Executive and Supervisory Boards for their management of the Group during the 2024 financial year.

The purpose of the third resolution is to approve the consolidated annual accounts for the year ended December 31, 2024, which show a net income, Group share, of €24,189,733.

1.2. Allocation of income for 2024 (fourth resolution)

The purpose of the fourth resolution is to approve the allocation of the Company's income for the 2024 financial year and the payment of a dividend.

The annual accounts for the year ended December 31, 2024 show a net profit of €27,646,198.68. Together with retained earnings of €71,721,690.47, this brings the total distributable amount available to €99,443,380.94.

It is proposed that a dividend of €7,965,132 be distributed among the shareholders, representing a gross dividend per share of €0.30.

This amount will be deducted in full from net income. The balance of the income will be allocated to retained earnings, which will then amount to €91,402,757.15.

When paid to individuals domiciled in France for tax purposes, this dividend is subject to a single flat-rate withholding tax of 12.8% on the gross dividend (Article 200 A of the French General Tax Code) or, at the taxpayer's express irrevocable option, to income tax according to the progressive scale after a 40% deduction (Article 200 A, 13, and 158 of the French General Tax Code). The dividend is also subject to social security deductions at the rate of 17.2%.

If this proposal is adopted, the coupon will be detached on October 2, 2025 and the dividend will be paid on October 7, 2025.

Upon detachment of these dividends, the dividend corresponding to treasury shares held by the Group would be allocated to "Retained earnings."

1.3. Related-party agreements (fifth, sixth, seventh and eighth resolutions)

In the 5th resolution, we request that the renewal of the service agreement with COUTIER DEVELOPPEMENT be approved.

It is tacitly renewed each year and approved at the General Meeting as a regulated agreement.

In the 6th resolution, we request that the renewal of the technical services agreement with COUTIER DEVELOPPEMENT be approved.

It is tacitly renewed each year and approved at the General Meeting as a regulated agreement.

In the 7th resolution, we request that the renewal of the agreement with COUTIER DEVELOPPEMENT for the provision of premises and legal assistance be approved.

It is tacitly renewed each year and approved at the General Meeting as a regulated agreement.

In the 8th resolution, we request that the renewal of the agreement with COUTIER SENIOR for the provision of premises and legal assistance be approved.

It is tacitly renewed each year and approved at the General Meeting as a regulated agreement.

These agreements are listed in the special report of the Statutory Auditors on regulated agreements and commitments – *page 271*.

1.4. Reappointments of Supervisory Board members (ninth, tenth, eleventh, twelfth and thirteenth resolutions)

The ninth, tenth, eleventh, twelfth and thirteenth resolutions submitted for shareholder approval concern the renewal of the terms of office of Supervisory Board members.

The terms of office of André Coutier, Geneviève Coutier, Emilie Coutier, Nicolas Job and Coutier Developpement will expire at the close of this General Meeting.

Your Supervisory Board has unanimously decided to propose the renewal of these terms of office for a period of three years, i.e. until the close of the General Meeting called in 2028 to approve the annual accounts for the year ending December 31, 2027, with the exception of the term of office of Geneviève Coutier, who has decided not to seek re-appointment.

1.5. Approval of the information referred to in I of Article L. 22-10-9 of the French Commercial Code (fourteenth resolution)

The purpose of the 14th resolution is to approve the information referred to in Article L 22-10-9 I of the French Commercial Code contained in the corporate governance report.

1.6. Approval of the fixed and variable remuneration paid or awarded to members of the Executive Board during 2024 (fifteenth to eighteenth resolutions)

Pursuant to Article L. 22-10-34-II paragraph 2 of the French Commercial Code, in view of the vote taken by the General Meeting of Shareholders on May 22, 2024 on the remuneration policy for the year ending December 31, 2024, you are asked, by voting in favor of the 15th, 16th, 17th and 18th resolutions, to approve the fixed and variable components of the total remuneration and benefits of any kind paid during 2023 or awarded during the same year to members of the Executive Board as part of their mandate, as presented in the corporate governance report in paragraph *3*.3.1.

1.7. Approval of the remuneration and benefits of any kind paid or awarded to André Coutier, President of the Supervisory Board, for the financial year just ended (nineteenth resolution)

The nineteenth resolution submits, for shareholder approval, the remuneration and benefits of any kind paid or awarded to André Coutier, President of the Supervisory Board, for the financial year just ended, as presented in the Corporate Governance Report in paragraph *3.3.2.*

1.8. Approval of the remuneration policy for corporate officers (twentieth and twenty-first resolutions)

The purpose of the twentieth and twenty-first resolutions is to submit, for your approval, pursuant to Article L. 22-10-26-I of the French Commercial Code, the remuneration policy for members of the Executive Board and Supervisory Board for financial year 2024, as presented in the Corporate Governance Report in paragraph *3*.4.

Pursuant to Article L. 22-10-34-II paragraph 2 of the French Commercial Code, the amounts resulting from the application of these principles and criteria will be submitted for approval to shareholders called to approve the 2024 accounts.

1.9. Authorization for a share buyback program (twenty-second resolution)

At the Combined General Meeting on May 25, 2023 (20th resolution), you authorized the Group to trade in its own shares on the stock market.

As at December 31, 2024, the total number of treasury shares was 6044. We remind you that these shares do not carry voting rights, and their dividends are allocated to retained earnings.

In the twenty-second resolution, you are asked to authorize, for a maximum period of 18 months, the acquisition of a number of Group shares (including under a liquidity contract), up to a limit of 10% of the number of shares making up the Group's share capital, adjusted where necessary to take into account any capital increases or reductions that may take place during the term of the program, under the following conditions:

The maximum purchase price would be set at €50 and the maximum number of shares that could be acquired would be limited to 10% of the number of shares comprising the share capital as at December 31, 2024, i.e. 2,648,980 shares, for a total maximum amount of €132,449,000, as calculated on the basis of the share capital as at April 3, 2025 and the 6044 treasury shares held at the same date.

This authorization would be granted for the purpose of:

- ensuring a liquid market for the Company's securities through an investment services provider, acting independently under a liquidity contract that complies with regulations;
- retaining the shares repurchased and subsequently reissuing them in exchange for or as payment in connection with merger, demerger, contribution or external growth operations;
- Potentially canceling some or all of the shares repurchased, under the conditions provided for by law;
- implementing any market practice that may be permitted by regulations.

The resolution stipulates that the authorization would apply at any time, including during a takeover bid.

This new authorization would cancel the authorization granted by the Combined General Meeting of Shareholders on May 23, 2024, subject to its approval.

2. Extraordinary Business

2.1. Authorization for the Executive Board to cancel Group treasury shares purchased under the terms of Article L. 22-10-62 of the French Commercial Code (twenty-third resolution)

The twenty-third resolution submitted for shareholder approval concerns the authorization to be given to the Executive Board for a period of 24 months in order to reduce the share capital by canceling treasury shares acquired by the Company itself, up to a limit of 10% of the Company's share capital calculated as of the date of the cancellation decision, minus any shares canceled during the previous 24 months.

2.2. Cancellation of treasury shares resulting from the termination of a liquidity contract and the corresponding reduction in share capital (twenty-fourth resolution)

The (twenty-fourth resolution submitted for shareholder approval concerns the cancellation of 6044 treasury shares held by the Company and the corresponding reduction in share capital, in accordance with Article L. 22-10-62 of the French Commercial Code.

The Company has established a liquidity contract to manage its cash position and regularize trading of its shares, in accordance with the authorizations granted by previous General Meetings and in compliance with applicable regulations.

Following the termination of this contract on December 7, 2022, the Company recovered 6044 treasury shares, representing a nominal value of €4835.20 and corresponding to 0.0002% of the share capital.

In accordance with the applicable legal provisions, these shares had to be sold or allocated to a specific use within one year, failing which they were to be canceled. As this period has expired without any allocation or transfer having been made, their cancellation is now necessary.

It is therefore proposed that the General Meeting cancel these treasury shares, resulting in a reduction of the Company's share capital of €4835.20, from €21,240,192 to €21,235,356.80.

This operation will have no impact on shareholders' rights, apart from a slight proportional increase in their stake in the share capital.

In accordance with the provisions of Article L. 225-204 of the French Commercial Code, Articles 6 and 7 of the bylaws will be amended \to reflect this reduction.

Consequently, it is proposed that the General Meeting cancel these treasury shares, resulting in a reduction in the Company's share capital.

The cancellation of 6044 treasury shares will result in a total reduction in share capital of €4835.20. The share capital will thus be reduced from €21,240,192 to €21,235,356.80.

3. Ordinary Business

3.1. Powers to carry out formalities (twenty-fifth resolution)

The 25th resolution is a standard resolution to authorize any bearer of a copy or extract of the minutes of the General Meeting to carry out, where appropriate, any formalities required by law to enforce the decisions made at this Meeting.

You will find the agenda on *page 270* and the text of the resolutions we propose for your approval on *page 280*.

SUPERVISORY BOARD'S REPORT ON CORPORATE GOVERNANCE, INCLUDING ITS OBSERVATIONS ON THE MANAGEMENT REPORT AND ANNUAL ACCOUNTS FOR THE YEAR

In accordance with the final paragraph of Article L. 225-68 of the French Commercial Code, the Supervisory Board's corporate governance report includes the information specified in Articles L. 22-10-9 to L. 22-10-11 and Article L. 225-37-4 of the French Commercial Code:

- Specific terms and conditions for shareholder participation in the General Meeting;
- The composition of the Company's Supervisory Board and Executive Board, and a list of all the mandates and positions held by each of them in companies other than the Company;
- The conditions governing the preparation and organization of the Supervisory Board's work during the year ended December 31, 2024;
- The delegations of authority for capital increases and other authorizations granted to the Executive Board and valid for the 2024 financial year;
- Agreements entered into between an officer or shareholder holding more than 10% of the Company's voting rights and a subsidiary (excluding standard agreements);
- Remuneration of members of the Executive Board and Supervisory Board;
- Factors that could have an impact in the event of a public offer;
- Risk factors;
- Internal control and risk management procedures.

This report also contains the Supervisory Board's observations on the management report prepared by the Company's Executive Board, and on the annual accounts for the 2024 financial year.

This report, which is the responsibility of the Supervisory Board, has been prepared on the basis of contributions from several departments, notably the Group's Finance and Legal Departments.

Information on corporate governance is based on various internal documents (bylaws, minutes of the Supervisory Board and its committees, etc.).

This report has been submitted to the Statutory Auditors for review at the Audit Committee meeting on March 27, 2025, and for approval by the Supervisory Board on April 3, 2025.

In terms of corporate governance, since the Supervisory Board meeting of June 26, 2015, our Company has referred to the Corporate Governance Code for small and mid-cap companies published by Middlenext, revised in September 2021. The Middlenext Code is available at www.middlenext.com.

The Supervisory Board felt that the Middlenext Corporate Governance Code was well suited to the Company, given its size and capital structure.

Pursuant to the "comply or explain" rule set out in Article L. 22-10-10 of the French Commercial Code and the Middlenext Code, the Company specifies that it applied all the recommendations of the Middlenext Code during the 2024 financial year.

1. Specific Terms and Conditions Governing Shareholder Participation in General Meetings

Articles 12 and 20 of the Company's bylaws set out the terms and conditions governing shareholder participation in General Meetings and the exercise of voting rights.

The right to attend meetings or to be represented at them is subject to registration of the shares in the name of the shareholder or of the intermediary registered on their behalf, by midnight Paris time on the second business day preceding the meeting, either in the registered share accounts held by the Company or in the bearer share accounts held by an intermediary referred to in Article L. 211-3 of the French Monetary and Financial Code.

The Company's shareholders' meetings are convened, held and deliberate under the conditions established by law. Meetings are held either at the head office or at another location specified in the notice of meeting.

2. Governance

The Combined General Meeting on May 26, 1998 approved the adoption of a dual management structure with a Supervisory Board and an Executive Board. This organization separates the management and executive roles performed by the Executive Board from the supervisory functions performed by the Supervisory Board, which represents the shareholders.

The Company has opted for this form of organization, considering that it ensures a better balance of power for the benefit of all stakeholders.

In the case of French limited companies with an Executive Board and a Supervisory Board, executive officers include the President and members of the Executive Board.

2.1. The Supervisory Board

2.1.1. Composition of the Supervisory Board

In accordance with the Company's bylaws, the Supervisory Board is composed of a minimum of three members and a maximum
of 18 members, appointed by the General Meeting of Shareholders.

The members of the Supervisory Board, the number of which may not be less than the legal minimum nor more than the legal maximum, are appointed for a term of three years, expiring at the end of the Ordinary General Meeting of Shareholders called to approve the annual accounts for the previous year and held in the year in which the term of office expires.

At the date this report was drawn up, the Company's Supervisory Board was composed of seven (7) members, including one (1) legal entity and six (6) natural persons (including the member representing employees).

One member of the Supervisory Board (Guillaume Wesolowski) was appointed by the Company's Central Works Council to represent employees.

2.1.1.1. Changes in 2024

The following changes occurred during the year:

Effective Date	Change
-	No changes took place in 2024

2.1.1.2. *Current Composition of the Supervisory Board*

The members of the Supervisory Board at the date of preparation of this document are as follows:

Members of the Supervisory Board	Nationality	Age	Gender	Number of registered shares held as of December 31, 2024	Main Function	Audit Committee	CSR and Remuneration Committee	Date of First Appointment	Date of Reappointment	End Date of Term of Office
André Coutier	FR	76	M	13,750	President	Member	Member	06/29/2016	05/25/2022	05/25/2025
Anne Vignat Ducret [1]	FR	61	F	0	Member	_		10/29/2020	05/25/2023	05/25/2026
COUTIER DEVELOPPEMENT Represented by Christophe Coutier	FR	47	M	15,331,170	Member	Member	Member	06/29/2016	05/25/2022	05/25/2025
Geneviève Coutier	FR	77	F	11,350	Member	Member	_	06/29/2016	05/25/2022	05/25/2025
Émilie Coutier	FR	43	F	0	Member	_	_	06/29/2016	05/25/2022	05/25/2025
Nicolas Job [1]	FR	70	M	0	Vice-President	President	President	06/29/2016	05/25/2022	05/25/2025
Guillaume Wesolowski [2]	FR	46	M	0	Member	_	_	05/25/2022	_	05/25/2025

[1] Independent member. The notion of independence is defined in section 2.1.1.3 of this report.
[2] Member representing employees appointed as members of the Supervisory Board representing employees, by decision of the Central Works Council on March 3, 2022 with effect from May 25, 2022.

The average age of the Board members is 60, and 42.85% are under 50.

The expertise and experience of the members of the Supervisory Board stems from the various paid mandates, roles and management positions they have previously held.

The terms of office as Supervisory Board members of Geneviève Coutier, Emilie Coutier, André Coutier, Nicolas Job and Coutier Developpement will expire at the close of the General Meeting of September 30, 2025.

At the General Meeting of September 30, 2025, shareholders will be asked to renew the terms of office of Geneviève Coutier, Emilie Coutier, André Coutier, Nicolas Job and Coutier Developpement for a further three years, until the close of the General Meeting called in 2028 to approve the annual accounts for the year just ended.

In accordance with the conditions laid down in the Company's bylaws, Julien Egret was appointed as a member of the Supervisory Board representing employees, by decision of the Central Works Council on March 5, 2025, with effect from September 30, 2025.

2.1.1.3. *Review of Board Member Independence*

The Company is majority-owned by a group of family shareholders.

As stipulated in the Middlenext Code, five criteria are used to presume the independence of Supervisory Board members, which is characterized by the absence of any significant financial, contractual, family or close relationship likely to affect the independence of their judgment:

- Not having been an employee or executive officer of the Company or a Group company in the past five years;
- Not having had a significant business relationship with the Company or a Group company (customer, supplier, competitor, service provider, creditor, banker, etc.) in the past two years;
- Not being a core shareholder of the Group or holding a significant percentage of voting rights;
- Not having any close family ties with a corporate officer or a core shareholder;
- Not having been a Group statutory auditor in the past six years.

The Board is required to verify each year—as well as at the time of their appointment—the situation of these members with regard to the independence criteria listed above.

On the basis of the independence criteria defined above, the Supervisory Board, at its meeting on April 3, 2025, at which the annual review of Board member independence was on the agenda, noted that two members: Ms. Anne Vignat Ducret and Mr. Nicolas Job, meet these criteria and can therefore be considered independent members, having no significant relationship with the Company or its management, or with a consolidated Group company, which could affect their freedom of judgment.

Mr. Guillaume Wesolowski, Supervisory Board member representing employees, does not qualify as an independent member.

The other members of the Supervisory Board (Ms. Geneviève Coutier, Ms. Emilie Coutier, Mr. André Coutier and Mr. Christophe Coutier), permanent representatives of the COUTIER DEVELOPPEMENT Group, have close family ties with the Company's management.

2.1.1.4. Balanced Representation of Men and Women on the Supervisory Board — Diversity on the Supervisory Board

With regard to the representation of men and women on the Board, it should be noted that, at the time this report was drafted, the Board had three female members.

Accordingly, the Group complies with the legal provisions concerning the "balanced representation of men and women on boards of directors and supervisory boards, and gender equality in the workplace" as set out in Article L.225-69-1 of the French Commercial Code, which stipulate that the Supervisory Board must consist of at least 40% female members and, given the size of the Board, that there may not be a difference of more than two between the number of members of each gender.

The mandate of the Board member representing employees is not taken into account when calculating gender equality on the Board.

2.1.2. Conditions Governing the Preparation and Organization of the Supervisory Board's Work

2.1.2.1. Duties and Powers of the Supervisory Board

The Supervisory Board is the supervisory body of the Company and its subsidiaries, which are managed by the Executive Board. It ensures that the strategy applied by the Executive Board is consistent with the guidelines approved by the Board.

It gives the Executive Board prior authorization to carry out any operations that it is unable to complete without the Board's approval.

It appoints the members of the Executive Board, designates its President and, where applicable, the Managing Directors, and sets their remuneration.

Without prejudice to the powers conferred by law to the General Meeting, the Supervisory Board may dismiss members of the Executive Board.

The Supervisory Board sets the remuneration of Executive Board members and/or any other benefits of a similar nature.

It determines the terms and conditions for collecting the remuneration allocated to Supervisory Board members and for distributing it among them. It also sets the remuneration of the President and, where applicable, the Vice-President, and the resources allocated to them for the performance of their duties.

At any time of the year, the Supervisory Board may carry out any checks and controls it deems appropriate, and may request any documents it deems useful for the performance of its duties.

2.1.2.2. Notice of Meetings of Supervisory Board Members and Statutory Auditors

The Group draws up a provisional schedule of Supervisory Board meetings in year N for year N+1.

In addition, the Group sends notices of meetings to the members of the Supervisory Board and to the delegate of the Social and Economic Committee around seven (7) days before a meeting is due to take place, by email, and by letter with acknowledgment of receipt for the Joint Statutory Auditors when this is required. All documents, technical files and information required by all Supervisory Board members are sent to them at the same time as the notice of meeting.

In addition, Supervisory Board members are notified of the confidentiality of documents communicated to them, whether within the documents themselves, or within emails or other correspondence accompanying them (Recommendation 1 of the Middlenext Code).

The Social and Economic Committee delegate receives the same information as Board members, within the same time frame.

The Joint Statutory Auditors are invited to attend Supervisory Board meetings called to review the half-yearly and annual accounts.

2.1.2.3. *Supervisory Board Meetings and Attendance Rates*

The Supervisory Board meets as often as required in the interests of the Group, and at least once a quarter.

Executive Board members are invited to attend all Supervisory Board meetings. During the 2023 financial year, all members of the Executive Board attended and participated in the various Supervisory Board meetings, speaking in their areas of expertise.

An attendance log is signed by all Supervisory Board members present.

The Supervisory Board met seven times during the financial year: on February 8, 2024, April 4, 2024, May 2, 2024, June 20, 2024, August 22, 2024, September 19, 2024 and November 7, 2024. This frequency enabled in-depth examinations and discussions of matters falling within its remit.

The effective attendance rate of members at Supervisory Board meetings is calculated on the basis of the number of members present divided by the total membership. This rate for the year was 95.92%.

The table below shows the attendance rate for each Supervisory Board meeting held in 2024:

Date of Meeting	Attendance Rate (Members Present)
02/08/2024	100%
04/04/2024	100%
05/02/2024	100%
06/20/2024	100%
08/22/2024	100%
09/19/2024	71.42%
11/07/2024	100%

The President of the Supervisory Board chaired all meetings in 2024.

Supervisory Board meetings are held either at the head office or at any other location indicated in the notice of meeting.

In accordance with Article 16 of the bylaws and Article 5 of the rules of procedure, Supervisory Board members who take part in Board meetings by videoconference or other means of telecommunication that allow them to be identified and guarantee their effective participation are deemed to be present for the purposes of calculating the quorum and majority. This provision does not apply to the verification and auditing of the corporate annual accounts and consolidated annual accounts.

However, members are encouraged to attend meetings in person. If a member is unable to attend in person, they may participate by videoconference or, failing that, by telephone.

At each ordinary meeting, the Executive Board presents a report on the business and results of the Group and its main subsidiaries for the previous quarter. A detailed income statement with comments is presented by the Executive Board at each half-yearly or annual closing.

Within three months of the end of each financial year, the corporate and consolidated annual accounts approved by the Executive Board are submitted to the Supervisory Board for verification.

The Supervisory Board then submits its observations on the Executive Board's report, and on the annual accounts for the year, to the General Meeting, which are included in this corporate governance report.

With regard to the preparation of the half-yearly annual accounts, only the consolidated annual accounts are prepared and submitted to the Supervisory Board within three months of the half-year-end.

The Supervisory Board asks the Executive Board and management to provide any information or analysis it deems appropriate, or to make a presentation on any specific topic.

Minutes are drawn up at the end of each Board meeting. These are formally approved at the next Supervisory Board meeting.

2.1.2.4. *Topics discussed at Board meetings in 2024*

In 2024, the Supervisory Board's main deliberations concerned:

- The verification and control of the half-yearly and annual consolidated and corporate annual accounts, and the review of related financial communications;
- The presentation of the budget for the 2024 financial year;
- The quarterly financial position as at March 31 and September 30, 2024;
- The review of the Executive Board's quarterly activity reports,
- The annual review of regulated agreements;
- The renewal of the annual authorization given to the Executive Board to grant sureties, endorsements and guarantees;
- The review of Board member independence;
- The assessment of the Supervisory Board's performance;
- The distribution of remuneration awarded to Supervisory Board members;
- Deliberations on professional and salary matters, in particular equal pay and professional equality;
- Setting the remuneration policy for Executive Board members for the 2024 financial year;
- The main elements of the Company's policy on sustainable development and Corporate Social Responsibility;
- Preparation for the General Meeting of May 22, 2024, and review of the reports submitted to the Meeting.

The Supervisory Board was also informed or consulted by the Executive Board on a number of subjects, although its prior authorization was not required.

2.1.2.5. *Independence and Duty of Expression*

Each member of the Supervisory Board must ensure that they retain their independence of judgment, decision and action. They undertake not to allow themselves to be influenced by factors other than the Company’s corporate interests, which they are required to pursue.

Each member of the Supervisory Board is required to inform the Supervisory Board of any matters of which they become aware and which they consider likely to affect the Company’s interests

Each member of the Supervisory Board is expected to share their questions and opinions in order to ensure that the Group’s corporate interests are safeguarded, and is expected to strive to guide the other members of the Supervisory Board toward decisions that allow such corporate interests to be maintained on an ongoing basis. In the event of a disagreement between members during a Supervisory Board meeting, the dissenting member may request that their position be recorded in the minutes of the meeting.

2.1.2.6. *Independence and Conflicts of Interest*

Each member must endeavor to avoid any conflict between their own interests and the Company’s corporate interests. They must inform the Supervisory Board as soon as they become aware of any potential conflict of interest, and consequently refrain from taking part in discussions or voting on any resolution relating thereto.

The Supervisory Board carries out an annual review of conflicts of interest, including potential conflicts, of which it has been informed.

To the best of the Company’s knowledge, as at the date of preparation of this report there are no conflicts of interest between the duties of each Board member to the Group and their private interests or other duties.

The Supervisory Board has familiarized itself with the rules applicable to the prevention of insider misconduct, and in particular with the periods during which trading in securities is prohibited.

2.1.2.7. *Loyalty and Good Faith*

All Supervisory Board members shall refrain from any behavior likely to go against the Company's corporate interests in any way whatsoever, and shall act in good faith in all circumstances.

Each member of the Supervisory Board undertakes to apply all the decisions adopted by the Supervisory Board that comply with applicable laws and regulations.

2.1.2.8. *Confidentiality*

In accordance with the provisions of Article L. 225-92 of the French Commercial Code, all members and participants of the Supervisory Board are bound by professional confidentiality with regard to the discussions and deliberations of the Supervisory Board and its Committees, and with regard to any information of which they may become aware in the course of their duties.

All Supervisory Board members and participants undertake to never disclose such information outside the Supervisory Board.

2.1.2.9. *Insider Trading Policy*

All Supervisory Board members and meeting participants must comply with the Company's insider trading policy.

2.1.2.10. *Diligence*

In accepting their mandate, each member of the Supervisory Board undertakes to devote the necessary time, care and attention to their duties, in accordance with the applicable laws and regulations. Unless unavoidable circumstances prevent them from doing so, each Supervisory Board member must attend all meetings of the Supervisory Board and the Committees to which they belong, as well as the general meetings of shareholders.

Each member of the Supervisory Board must step down from their position if they believe they are unable to perform their duties in accordance with applicable laws and regulations and/or rules of procedure.

2.1.2.11. *Professionalism, Self-Appraisal and Protection*

Each member of the Supervisory Board must contribute to the collaborative and efficient management of the work of the Supervisory Board and of any Committees. They must make any recommendations likely to improve Board procedures.

Each member of the Supervisory Board is required to ensure that the Supervisory Board's decisions are made in the Company's best interests, and that these are recorded in the minutes of its meetings.

Each member of the Supervisory Board is responsible for ensuring that all the information required for the discussion of an item on the agenda is obtained in a timely manner.

Once a year, the President of the Supervisory Board obtains the opinion of each Supervisory Board member on the performance of the Board and its Committees, and on the preparation of the Board's work.

As part of this process, the Supervisory Board assesses its performance through an operating rules assessment questionnaire, which is given to each Board member and is answered anonymously.

The summary of the responses from Supervisory Board members, which was shared with Board members and discussed at the meeting on November 7, 2024, continues to show that members are satisfied with the way the Supervisory Board operates.

The President of the Supervisory Board ensures that the potential liability of Supervisory Board members is duly insured, and informs each member of the coverage in place.

2.1.2.12. *Assessment Procedure for Standard Agreements Concluded in the Normal Course of Business*

In accordance with the provisions of Article L. 22-10-29 of the French Commercial Code, the Supervisory Board, at its meeting on February 13, 2020, implemented an internal procedure for assessing agreements related to current operations and concluded in the normal course of business.

The purpose of this procedure is to regularly assess whether agreements related to current operations and concluded in the normal course of business meet the conditions set out in Article L. 22-10-29 of the French Commercial Code.

This procedure:

- Defines the criteria for identifying these standard agreements;
- Establishes a procedure for categorizing and assessing them.

Each year, the Company's Finance and Legal Departments draw up a list of agreements governed by Article L. 225-87 of the French Commercial Code, and assess whether they meet the criteria for classification as standard agreements concluded in the normal course of business. The Finance and Legal Departments report annually to the Audit Committee and the Board.

In accordance with this procedure, the Supervisory Board meeting on April 3, 2025 assessed the agreements concluded by the Group.

2.1.2.13. *Stock Market Code of Ethics*

The Company has drawn up a Stock Market Code of Ethics, which is sent to all persons who may have access to insider information. This code includes a reminder of the definition of insider information, a description of the legal and regulatory provisions in force, a calendar for the year including blackout periods, and information on the penalties incurred.

2.1.2.14. *Committees*

The Supervisory Board may decide to establish its own Committees to facilitate its smooth operation and contribute effectively to the preparation of its decisions.

The role of a Committee is to study the matters and projects submitted to it by the Supervisory Board or its President, to prepare the work and decisions of the Supervisory Board related to these matters and projects, and to report its findings to the Supervisory Board in the form of reports, proposals, opinions, information and recommendations.

The Committees carry out their duties under the responsibility of the Supervisory Board. No Committee may, on its own initiative, take on matters that go beyond the specific scope of its responsibility.

The Committees have no decision-making powers.

2.1.2.15. *Service Contract*

Supervisory Board members have no service contracts with the Company or any of its subsidiaries.

2.2. The Executive Board

2.2.1. Composition of the Executive Board

2.2.1.1. *Changes in 2024*

Effective Date	Change
05/31/2024	Resignation of Frédéric Marier

2.2.1.2. *Current Composition of the Executive Board*

The Executive Board may consist of up to seven members. As at the date of this report, the Executive Board consists of three members, all of whom are individuals, appointed by the Supervisory Board and remunerated by the Company, and all of whom are under the age of 70.

The members of the Executive Board are appointed for a three-year term, expiring at the end of the General Meeting called to approve the annual accounts for the previous year and held in the year in which their term of office expires. All members of the Executive Board are eligible for re-appointment.

The current members of the Executive Board were reappointed by the Supervisory Board at its meeting on May 25, 2022.

The current members of the Executive Board are as follows:

Members of the Executive Board	Nationality	Age	Gender	Number of registered shares held as of December 31, 2024	Main Function	Date of First Appointment	Date of Reappointment	End Date of Term of Office
Mathieu Coutier	FR	50	M	13,410	President	2009	05/25/2022	05/25/2025
Benoit Coutier	FR	47	M	23,500	Member — Legal & Financial VP	12/20/2013	05/25/2022	05/25/2025
Nicolas Coutier	FR	44	M	10	Member — Business Development VP	12/20/2013	05/25/2022	05/25/2025

With regard to the composition of the Executive Board, the Supervisory Board will be asked to renew the terms of office of the Executive Board members at the close of the General Meeting of September 30, 2025.

The expertise and management experience of the members of the Executive Board stems from the various paid and management positions they have previously held.

2.2.2. Executive Board Operations

2.2.2.1. *Duties and Powers of the Executive Board*

The Executive Board is responsible for the management of the Company and the conducting of its business.

The Executive Board is vested with the broadest powers to act, in all circumstances. on behalf of the Group in its dealings with third parties, within the limits of the corporate purpose and subject to those powers expressly conferred by law on the Supervisory Board and on meetings of shareholders, in accordance with the provisions of Article 15 of the Company's bylaws.

The Executive Board meets as often as required in the interests of the Group, when convened by its President or half of its members, at the head office or at any other location specified in the notice of meeting.

In 2024, the Executive Board met on average once a week.

The Executive Board prepares each dossier for the Supervisory Board meetings, ensuring it presents the situation of each of the Group's businesses over the previous quarter in detail.

The Executive Board examines and makes collective decisions on the various investment projects presented to it by the operating teams.

The Executive Board also approves the half-yearly and annual accounts, as well as forecast documents and the terms of the Group's management report, which are then submitted to the Supervisory Board for review.

Finally, the Executive Board decides on the Group's financial communications.

2.2.2.2. *Confidentiality*

In accordance with Article L. 225-92 of the French Commercial Code, all members of the Executive Board and all other persons attending Executive Board meetings are bound by professional confidentiality with regard to the discussions and deliberations of the Executive Board, and with regard to any information of which they may become aware in the course of their duties.

2.2.2.3. *Compliance*

All members of the Executive Board and all other persons attending Executive Board meetings undertake to comply with the Group's insider trading policy. All members of the Executive Board are required to comply with, and ensure compliance with, the commitments set out in the Group's Ethics Charter, with regard to the activities for which each of said members, or employees acting under their responsibility, is responsible.

2.3. Specialized Committees

2.3.1. Supervisory Board Committees

In accordance with Recommendation 7 of the Middlenext Code, the Supervisory Board has established a number of committees designed to improve the Board's performance and contribute effectively to the preparation of its decisions.

The Board has established the following standing committees: the Audit Committee and the CSR and Remuneration Committee.

The Committees have not drawn up their own rules of procedure.

2.3.1.1. *Audit Committee*

2.3.1.1.1. Composition of the Audit Committee

The Supervisory Board's rules of procedure stipulate that the Audit Committee must be composed of at least three (3) and no more than five (5) members, at least one of whom must be chosen from among the independent members, and must not include any executive officers. From among its members, the Audit Committee appoints a member of the Board to act as its Chair. The President must be an independent member. The Audit Committee consists of four members appointed for the duration of their term of office as Supervisory Board members.

The members of the Audit Committee are:

Nicolas Job	Committee Chair — independent member
Geneviève Coutier	Member
André Coutier	Member
Christophe Coutier	Member

2.3.1.1.2. Audit Committee Operations

The Audit Committee acts as a specialized committee, monitoring issues related to the preparation and control of accounting and financial information, in accordance with Articles L. 823-19 and L. 823-20-4 of the French Commercial Code.

Each meeting of the Audit Committee is reported to and acknowledged by the members of the Supervisory Board. Minutes of each meeting are drawn up and approved at the following meeting.

During the 2024 financial year, the Audit Committee met two (2) times, with an attendance rate of 100%.

2.3.1.1.3. Duties of the Audit Committee

The Audit Committee is responsible for independently assessing the Group's risks, their management and their translation into financial information.

The Audit Committee performs the duties set out in Article L. 823-19 of the French Commercial Code.

In particular, it assists the Supervisory Board in the following areas:

- The process of preparing financial information and, where appropriate, making recommendations to ensure its integrity;
- Critically reviewing the annual accounts and consolidated accounts and periodic information;
- Issuing a recommendation on the Statutory Auditors proposed for appointment;
- Monitoring the adequacy of internal controls, taking into account the perception of risks and the effectiveness of both internal and external audits, and, more generally, ensuring compliance with regulations and legal requirements, which are essential factors in the Group's reputation and value;
- Monitoring the Statutory Auditors' performance of their duties;
- Ensuring the independence of the Statutory Auditors;
- Approving the Statutory Auditors' provision of services other than the certification of the accounts.

The Audit Committee reports regularly to the Supervisory Board on the performance of its duties.

During the financial year, the Audit Committee had the opportunity to interview both the Statutory Auditors (including in the absence of management) and the Head of Internal Audit.

The Audit Committee held in-depth discussions with the Statutory Auditors during the preparation of their report.

The work of the Audit Committee was in line with the objectives assigned to it during the year, it being specified that, since the auditing reform, the Audit Committee's scope of action has been expanded.

2.3.1.1.4. Topics discussed at Audit Committee meetings in 2024

During the 2024 financial year, the Audit Committee carried out the following work:

- review of the annual accounts and consolidated accounts;
- review of the half-yearly consolidated accounts as at June 30;
- review of off-balance sheet commitments;
- the 2025 budget;
- review of the financial sections of the financial report;
- monitoring of internal control assignments carried out during the year;
- review of risk mapping, excluding social and environmental risks;
- review of the procedure for assessing standard agreements concluded under arm's length conditions;
- the Statutory Auditors' assignments and fees for 2024, and the 2024–2025 audit plan;
- monitoring of financial communications.

2.3.1.2. Corporate Social Responsibility (CSR) and Remuneration Committee

At its meeting on February 10, 2022, the Group's Supervisory Board decided to expand the scope of responsibility of the Remuneration Committee to include issues of Corporate, Environmental and Social Responsibility, and to change its name to reflect these new responsibilities.

2.3.1.2.1. Composition

The CSR and Remuneration Committee is composed of at least three (3) and no more than five (5) members, at least one of whom must be chosen from among the independent members, and must not include any executive officers.

From among its members, the CSR and Remuneration Committee appoints a member of the Board to act as its Chair. The President must be an independent member.

The CSR and Remuneration Committee consists of three members appointed for the duration of their term of office as Supervisory Board members.

The members of the CSR and Remuneration Committee are:

Nicolas Job	Chair — independent member
André Coutier	Member
Christophe Coutier	Member

2.3.1.2.2. CSR and Remuneration Committee Operations

The CSR and Remuneration Committee meets at least once a year. Subject to this, it defines the frequency and periodicity of its meetings in agreement with the President of the Supervisory Board.

Each meeting of the CSR and Remuneration Committee is reported to the members of the Supervisory Board.

During the 2024 financial year, the CSR and Remuneration Committee met two (2) times, with an attendance rate of 100%.

At these meetings, it mainly made proposals to the Supervisory Board concerning the achievement of the Executive Board's qualitative targets for the 2024 financial year and the amount of the corresponding payments.

2.3.1.2.3. Duties of the CSR and Remuneration Committee

Corporate, Environmental and Social Responsibility Duties

The role of the CSR and Remuneration Committee is to prepare the Supervisory Board's deliberations on the review and monitoring of matters related to the Group's corporate, environmental and social responsibility, and the way in which the Group strives to promote long-term value creation by considering the social and environmental challenges of its activities.

To this end, it formulates opinions, proposals and recommendations within its areas of competence. It acts under the authority of the Supervisory Board, to which it reports and which it must not replace, and informs it of any difficulties encountered in the performance of its duties.

As part of its duties, the CSR and Remuneration Committee:

- reviews the Group's corporate, environmental and social issues, risks, challenges and opportunities (regulatory context, market, etc.);
- reviews the Group's policies and commitments in terms of corporate, environmental and social responsibility, the implementation of these policies through action plans and the results obtained;
- monitors and examines all non-financial information published by the Group;
- regularly reviews the Group's non-financial rating.

It presents Supervisory Board members with a report on the actions taken during the year.

The Committee may be entrusted with any other regular or ad-hoc tasks assigned to it by the Supervisory Board within its area of competence. It may suggest to the Supervisory Board that it be consulted on any particular point that it deems necessary or relevant.

Remuneration Duties

At the beginning of each year, the Remuneration Committee makes recommendations to the Supervisory Board concerning
the remuneration of the Group's executive officers for the current year, and ensures that the various components of remuneration are comprehensive, consistent and balanced.

It proposes rules for determining the variable component of executive officers' remuneration, and monitors the application of the rules it has recommended if they have been adopted by the Board.

It may also have a say in the Group's general policy on the remuneration of managers and all Group employees.

In addition, the Remuneration Committee is responsible for proposing to the Board any rules for the distribution of remuneration allocated to Supervisory Board members.

It is also responsible for examining any issues referred to it by the President of the Supervisory Board.

2.3.1.2.4. Topics discussed at CSR and Remuneration Committee meetings in 2024

In 2024, the CSR and Remuneration Committee gave its opinion on:

- the calculation of the variable component of Executive Board members' remuneration for 2023;
- the approval of the distribution of the amount of remuneration allocated to Supervisory Board members;
- the review of the factors used to determine the independence of Board members;
- the determination of individual performance targets for each member of the Executive Board for the 2024 financial year;
- the review of the Group's Non-Financial Statement;
- the review of social and environmental risk mapping.

2.3.2. Executive Committee

To involve Group managers in the Group's strategic guidelines, the Executive Board has established an Executive Committee made up of Executive Board members and managers.

2.3.2.1. *Composition of the Executive Committee*

The Executive Committee is composed, to date, of:

Jayram Athavale	Executive Vice President, Operations, Asia
Benoit Coutier	Member of the Executive Board — Legal & Financial VP
Mathieu Coutier	President of the Executive Board
Nicolas Coutier	Member of the Executive Board - Business Development VP
Maxime Delorme	Executive Operation VP
Pierre Gaillard	Human Resources VP
Patrick Gressel	Information Technology VP
Laurent Hien	Manufacturing Performance VP
Gilles Kern	Quality, Safety, Environment and Energy VP
Karine Lesne	Purchasing VP
Philippe Mao	Executive Operation VP
Ludovic Mercier	Marketing and Sales VP
Alfredo Soto	Executive Operation VP
Jean-Philippe Ventura	Industrialization and Standardization VP

2.3.2.1.1. *Executive Committee Operations*

During the 2024 financial year, the Executive Committee met on average two (2) times per month.

2.3.2.1.2. *Duties of the Executive Committee*

The Executive Committee is responsible for assisting the Executive Board by issuing opinions and recommendations on any projects, operations or measures submitted to it by the President of the Executive Board. It encourages the Group's divisions to exchange and share their best practices.

3. Remuneration of Corporate Officers

In accordance with the provisions of Articles L. 22-10-9-I and L. 22-10-26-I of the French Commercial Code, the following
is presented below:

- the remuneration policy for the Group's corporate officers, pursuant to Article L. 22-10-26 for the financial year beginning on January 1, 2025 (see 3.1 below);
- the elements of the remuneration policy relating to each corporate officer submitted to a shareholder vote in accordance with Article L. 22-10-26. II of the French Commercial Code (see 3.2);
- the remuneration elements paid during the year, duly approved by the General Meeting of May 23, 2024, or awarded for 2024 in accordance with the principles and criteria approved by the same Meeting, to members of the Executive Board and to the President of the Supervisory Board. (see 3.3 below);
- the information referred to in Article L. 22-10-9-I of the French Commercial Code concerning each of the directors in office during the year ended December 31, 2024.

3.1. Remuneration Policy for Corporate Officers

The Company's remuneration policy for corporate officers (hereinafter the "Remuneration Policy") has been drawn up pursuant to Article L. 22-10-26-I of the French Commercial Code and the recommendations of the Middlenext Corporate Governance Code. It also takes into account the Company's specific characteristics.

It is in line with the policy approved by the Combined General Meeting of Shareholders on May 28, 2020, and has not been modified since.

It will apply, where applicable, to any additional corporate officers appointed during the 2025 financial year, until the next General Meeting called to approve the remuneration policy for corporate officers.

3.1.1. General Principles

The Remuneration Policy, as detailed below, and in particular the performance criteria, is aligned with the Company's corporate interest, contributes to the Company's business strategy and long-term viability, and takes into consideration the remuneration and employment conditions of the Company's employees.

The Remuneration Policy is designed to be competitive with the remuneration policies adopted by other companies of comparable size and in the same sector, in order to attract, reward and retain talent recognized as particularly competent in the Group's areas of activity.

The principles of the Remuneration Policy also take into account the following objectives:

- the remuneration should be considered in its entirety: all components of remuneration and the balance between them should be taken into account;
- a balance between fixed and variable remuneration;
- When setting variable remuneration, it should take into account a combination of individual performance, the Company's general economic situation and the Group's results. The assessment of individual performance is based on quantitative (financial) and qualitative (non-financial) criteria.

3.1.1.1. Remuneration Paid to Members of the Executive Board

Remuneration paid to members of the Executive Board consists of the following components:

- fixed annual remuneration;
- variable annual remuneration;
- multi-year variable remuneration;
- benefits in kind.

Executive Board members are entitled to the reimbursement of expenses incurred in the performance of their duties, in particular travel and accommodation expenses.

3.1.1.1.1. Fixed Annual Remuneration

Fixed remuneration is designed to attract talent from within the Company's ranks or, where appropriate, from outside, to the highest management positions. It must also contribute to their commitment and loyalty.

It is determined in consideration of their experience, skills and the responsibilities assumed by each of them.

Fixed remuneration is paid in 12 monthly installments.

Changes in fixed remuneration are reviewed annually but — except in exceptional circumstances — fixed remuneration is only revised at relatively long intervals.

The criteria taken into account when deciding on an increase are changes in the scope and level of responsibility, the incumbent's performance and development in the position held, market positioning for equivalent roles in multinational companies of a comparable size, and the economic and social context of the Group and the Group to which it belongs.

3.1.1.1.2. Variable Annual Remuneration

Variable annual remuneration is intended to reflect the personal contribution of Executive Board members to the Group's development.

Its payment is conditional on the achievement of specific and demanding performance targets for each financial year, thus helping to maintain a link between the Group's performance and the remuneration of Executive Board members in a short-term perspective.

Variable annual remuneration is balanced in relation to fixed annual remuneration, and may therefore give rise to each member of the Executive Board receiving variable annual remuneration equal to 60% of their fixed remuneration (hereinafter referred to as the Variable Remuneration Cap).

The targets that determine the granting of variable annual remuneration to Executive Board members are based, in equal proportions, on return on capital employed and customer satisfaction, with these two criteria being assessed over the two half-years of the financial year.

At the beginning of the year, the Supervisory Board, on the recommendation of the Remuneration Committee, sets the performance targets for the current year, assigning a weighting coefficient reflecting its priorities, as well as the associated points grid for each of the indicators selected.

The amount of variable remuneration ranges from 0 to a cap of 60% of the Executive Board member's fixed remuneration, depending on the number of points obtained for each indicator.

The amount of variable annual remuneration is equal to the sum of the various bonuses determined in this way.

Variable remuneration is paid in June of the year of allocation, subject to approval by the General Meeting of Shareholders in accordance with the conditions set out in Article L. 22-10-34-II paragraph 2 of the French Commercial Code.

The payment of variable remuneration is not coupled with a reimbursement system.

The performance targets and indicators adopted by the Supervisory Board at its meeting on April 3, 2025 for the current year are as follows:

- Indicator linked to the return on capital employed

Return is defined as the ratio of operating income to capital employed. This indicator reflects the quality of the Group's economic and financial management.

The target set by the Supervisory Board for the current financial year and the weighting of this indicator in the amount of annual variable remuneration are as follows:

Indicator	-	=	+	++
ROCE (RE/CE)	<= 10.4%	> 10.4% =/<11.7%	> 11.7% =/<13%	13%
Weighting of the indicator in the amount of variable annual remuneration (50% of the annual remuneration cap)	0	1/3	2/3	3/3

Customer Satisfaction Indicator:

Customer satisfaction (R) groups together three quality indicators, which are:

R = PPM + IPB + Responsiveness
PPM (parts per million): number of bad or non-conforming parts declared by customers per million parts delivered.
IPB (incidents per billion): number of incidents reported by customers per billion parts delivered.
Post-incident responsiveness: 8D steps closed in time by number of 8D reports. This quality indicator makes it possible to ensure that problems identified during audits are resolved quickly.

The results of the indicators concerned will be those recorded in the manufacturer customer portals on December 31 of each year.

The purpose of these indicators is to monitor the Company's production quality and its response to production incidents.

The target set by the Supervisory Board for the current year and the weighting of this indicator in the amount of annual variable remuneration are as follows:

Indicators	-	=	+	++
PPM	More than 4	Between 3 and 4	Between 2.5 and 3	Fewer than 2.5
IPB	More than 1,750	Between 1,500 and 1,750	Between 1500 and 1250	Fewer than 1.250
Post-incident responsiveness	Less than 90%	Between 90% and 92%	Between 92% and 94%	More than 94%
Weighting of the indicator in the amount of variable annual remuneration (50% of the annual remuneration cap)	0	1/3	2/3	3/3

The points grid attached to these indicators is as follows:

Number of PPM Points	Number of IPB points	Number of Post-Incident Responsiveness Points	Rating	
6 pts	9 pts	3 pts	++	15 « R « 18
4 pts	6 pts	2 pts	+	10 « R « 14
2 pts	3 pts	1 pt	=	5 « R « 9
0 pt	0 pt	0 pt	-	0 « R « 4

3.1.1.1.3. Multi-year variable remuneration

The purpose of multi-year variable remuneration is to reflect the personal contribution of the Executive Board member from a medium- and/or long-term perspective, assessed over several consecutive financial years.

Multi-year variable remuneration is balanced in relation to fixed annual remuneration, and capped at 10% of the cumulative amount of fixed annual remuneration paid to each member of the Executive Board over a reference period, which may not be less than two financial years (hereinafter the "Reference Period").

The target on which the granting of multi-year variable remuneration is based is the Group's turnover outlook, or any other performance indicator (alternative or otherwise), as determined by the Supervisory Board.

Multi-year variable remuneration is paid in the year following the end of the Reference Period.

Multi-year variable remuneration is paid in June of the year of allocation, subject to approval by the General Meeting of Shareholders under the conditions set out in Article L. 22-10-34-II of the French Commercial Code.

The payment of the multi-year variable remuneration is not subject to any restitution mechanism.

At its meeting of April 5, 2023, the Supervisory Board, acting on a proposal from the CSR and Remuneration Committee, made its payment conditional on criteria related to corporate social responsibility (CSR) and selected the following criteria:

- Reference period: January 1, 2023 to December 31, 2025;
- Qualitative criteria: EcoVadis Silver Medal awarded to the Company following the assessment of its Corporate Social Responsibility management system (Environment, Social & Human Rights, Ethics and Responsible Purchasing) by EcoVadis, based on data submitted in 2025.

3.1.1.1.4. Benefits in Kind

Executive Board members are entitled to the benefits in kind customary for corporate officers of groups or companies of a comparable size, such as a company car and a cell phone.

3.1.1.2. Remuneration Paid to Members of the Supervisory Board

3.1.1.2.1. Annual Remuneration Package Allocated to Supervisory Board Members for Their Work, and Rules for Allocation

In accordance with Article L. 225-83 of the French Commercial Code, Supervisory Board members are entitled to a fixed annual remuneration decided by the General Meeting of Shareholders in recognition of their work and participation in the work of the Board and its committees.

This cap applies to remuneration paid to Supervisory Board members for a calendar year, irrespective of the date of payment.

The rules governing the allocation of remuneration to Supervisory Board members were amended in 2022.

At its meeting on April 7, 2022, the Supervisory Board, acting on a proposal from the CSR and Remuneration Committee, reviewed the rules governing the allocation of remuneration to Supervisory Board members in order to comply with the recommendations of the Middlenext Code in this area, by introducing a minimum fixed remuneration.

The remuneration allocated to each member of the Supervisory Board would comprise a fixed portion, in recognition of each member's attendance at and contribution to Board and committee meetings, and a predominantly variable portion, based on actual attendance at meetings.

The terms and conditions governing the allocation of this remuneration among Supervisory Board members are decided by the Board on the recommendation of the Remuneration Committee.

At the end of the financial year, the Supervisory Board reviews the allocation of remuneration to Supervisory Board members remuneration and the individual amount allocated to each member for the year, on the basis of verifications on their actual attendance at Supervisory Board meeting; absence from a Supervisory Board meeting is accepted and will have no impact on the payment of the overall cap.

For terms of office ending or taking effect during the year, the remuneration payable is calculated *pro rata temporis*.

Supervisory Board members are entitled to the reimbursement of expenses incurred in the performance of their duties (in particular any travel and accommodation expenses incurred in connection with Board and Committee meetings).

3.1.1.2.2. Remuneration of the President and Vice-President of the Supervisory Board

Pursuant to Article L. 225-81 paragraph 1 of the French Commercial Code, the President and Vice-President of the Supervisory Board will receive a fixed remuneration.

The Supervisory Board will determine the amount of this remuneration, taking into account, in particular, market conditions, the specific developments of the Company, changes in the remuneration of Group employees and the remuneration practices of comparable companies.

The President and Vice-President of the Supervisory Board's annual fixed remuneration will only be revised at relatively long intervals, except in exceptional circumstances.

3.1.1.3. Other Remuneration of Corporate Officers

3.1.1.3.1. Extraordinary Remuneration

The Supervisory Board has adopted the following principle:

- The members of the Executive Board may receive extraordinary remuneration in exceptional circumstances, which must be explicitly communicated and substantiated. Such remuneration can only be paid subject to the approval of the shareholders pursuant to Article L. 22-10-26-I of the French Commercial Code;
- Members of the Supervisory Board may receive extraordinary remuneration in cash for specific assignments entrusted to certain members or due to the unique nature of their profile or role; such remuneration is subject to the approval procedure for related-party transactions.

3.1.1.3.2. Share Subscription or Purchase Option Plans

The corporate officers do not receive allocations of options to subscribe or purchase shares.

3.1.1.3.3. Performance Shares

The corporate officers do not receive allocations of performance shares or bonus shares.

3.1.1.3.4. Post-Employment Benefits

Remuneration or benefits payable or likely to become payable upon termination or change of duties.

Corporate officers do not receive any contractual compensation for the termination of their mandate.

End-of-Career Benefits. Corporate officers do not receive end-of-career benefits in the event of retirement. Employment contracts of corporate officers who had such a contract before their appointment are suspended for the duration of their corporate mandate. Moreover, on the same basis and under the same conditions as Group employees, members of the Management Board who have an employment contract may receive a statutory end-of-career bonus.

Corporate Benefits. Corporate officers benefit, on the same basis as all executives, from the collective welfare, health and retirement plans in force within the Group.

Non-Compete Agreement. The corporate officers do not benefit from any commitment made by the Company corresponding to indemnities under a non-compete clause.

3.1.2. Decision-Making Process for Drafting, Revising and Implementing the Remuneration Policy

To ensure that the remuneration of corporate officers aligns with the interests of shareholders and the Group's performance, the Supervisory Board and the CSR and Remuneration Committee play a crucial role in drafting, revising and implementing the Remuneration Policy.

The same applies to shareholders who vote on the Remuneration Policy and the components paid out through a binding vote annually at the General Meeting.

At the beginning of the year, the Remuneration Policy is subject to review by the CSR and Remuneration Committee, which proposes that the Supervisory Committee keep it unchanged or amend it according to market conditions, changes in the Company itself, changes in employee remuneration at the Company and the remuneration paid by comparable companies, or in the event of a significant change in the scope of responsibility of the members of the Executive Board.

At the proposal of the CSR and Remuneration Committee, the Supervisory Committee stipulates the remuneration of the Group's corporate officers.

Specifically, it determines their fixed and their variable annual remuneration (ceiling, thresholds, terms and criteria for allocation) for the financial year ending on December 31 of the previous year, taking into account the changes in the environment and competitive context. It sets the economic and non-economic criteria on which the variable remuneration for the coming year will be based.

The CSR and Remuneration Committee develops the decisions to be submitted to the General Meeting of Shareholders concerning these matters.

The Supervisory Board has adopted the principle that it shall not deviate from the application of the Remuneration Policy.

3.1.3. Process of Evaluating the Performance of Executive Board Members

Following the close of the financial year, the Remuneration Committee assesses to what extent achievement of these annual or multi-year objectives have been achieved. Then, based on this review, the Supervisory Board decides to allocate all or part of the variable annual remuneration and, if applicable, the multi-year variable remuneration to the members of the Executive Board.

As such, variable remuneration allocated for a financial year is settled and paid during the following financial year, after approval by the General Meeting, in accordance with Article L. 22-10-34. II paragraph 2 of the French Commercial Code

3.2. Items in the Remuneration Policy Pertaining to Each Corporate Officer Subject to a Shareholders' Vote Pursuant to Article L. 22-10-26 II of the French Commercial Code

Pursuant to Article L. 22-10-26. In accordance with Article II of the French Commercial Code, the General Shareholders' Meeting on September 30, 2025 will be asked to vote on a resolution proposal establishing the remuneration policy for corporate officers as follows.

The remuneration policy for members of the Management Board was approved by the General Shareholders' Meeting on May 23, 2024, with a majority of 99.91%, and the policy for members of the Supervisory Board was also approved with a majority of 100%.

3.2.1. Remuneration Policy for the Members of the Supervisory Board

Types of Remuneration	Principles	Determination Criteria
Remuneration	The General Meeting shall determine the total amount of remuneration paid to the members of the Board.	
Variable remuneration	Each member of the Supervisory Board receives variable remuneration based on the Board and Committee meetings they attend.	The amount of variable remuneration is defined in accordance with the rules mentioned in *paragraph 3.1.1.2* of the Corporate Governance Report.
Extraordinary Remuneration	Supervisory Board members may receive exceptional remuneration for specific assignments entrusted to certain members or due to the uniqueness of their profile or role.	Such remuneration is subject to the approval procedure for related-party transactions.

3.2.2. Remuneration Policy Applicable to Mr. André Coutier, President of the Supervisory Board

At its meeting of April 4, 2024, the Supervisory Board, at the recommendation of the Remuneration Committee, set the fixed annual remuneration for the President of the Supervisory Board at €176,000.

Types of Remuneration	Principles	Determination Criteria
Remuneration	Mr. André Coutier receives his remuneration in 12 fixed monthly installments.	André Coutier's fixed remuneration amounts to €176,000 per annum.
Variable remuneration	In his capacity as a Member of the Supervisory Board, Mr. André Coutier receives variable remuneration based on the Board and Committee meetings he attends.	The amount of variable remuneration is defined in accordance with the rules mentioned in *paragraph 3.1.1.2* of the Corporate Governance Report.

3.2.3. Remuneration Policy for the Members of the Executive Board

At its meeting of April 4, 2024, the Supervisory Board, acting on a proposal from the Remuneration Committee, decided to increase the remuneration of Executive Board members by 10%.

This revaluation of Executive Board members' remuneration took effect on July 1, 2024.

3.2.3.1. *Remuneration Policy Applicable to Mr. Mathieu Coutier, President of the Executive Board*

Types of Remuneration	Principles	Determination Criteria
Remuneration	Mr. Mathieu Coutier receives his remuneration in 12 fixed monthly installments.	This annual remuneration is fixed at €441,000.
Variable Annual Remuneration	Mr. Mathieu Coutier receives variable remuneration, the amount of which is tied to his performance. This remuneration is paid over the course of the financial year following the one for which the performances were assessed. Pursuant to Article L. 22-10-26. I of the French Commercial Code, the payment of variable remuneration is subject to approval by an ordinary general meeting of Mathieu Coutier's remuneration components pursuant to Article L. 22-10-34. II of the French Commercial Code. The payment of the variable annual remuneration is not subject to any restitution mechanism.	According to the policy described in *paragraph 3.1.1.1.2* of the Corporate Governance Report, the amount of the variable remuneration attributable to Mathieu Coutier is capped at 60% of the amount of his fixed remuneration. This remuneration is equally reliant on both the return on the capital employed and customer satisfaction, with assessment of these two criteria conducted over the two halves of the financial year. The Board reserves the right to amend these criteria as needed.
Multi-year variable remuneration	Mr. Mathieu Coutier receives multi-year variable remuneration, the amount of which is tied to his performance. Multi-year variable remuneration is paid over the financial year following the end of the Reference Period. This remuneration relies on criteria pertaining to the Group's corporate, social and environmental responsibility (CSR). Pursuant to Article L. 22-10-26. I of the French Commercial Code, the payment of variable remuneration is subject to approval by an Ordinary General Meeting of Mathieu Coutier's remuneration components pursuant to Article L. 22-10-34. II of the French Commercial Code. The payment of the multi-year variable remuneration is not subject to any restitution mechanism.	In accordance with the policy described in *paragraph 3.1.1.1.3* of the Corporate Governance Report, the amount of multi-year variable remuneration attributable to Mathieu Coutier is capped at 10% of the cumulative amount of his fixed annual remuneration paid over the period from January 1, 2023 through December 31, 2025. The payment of the multi-year variable remuneration is subject to the achievement of the following objective: EcoVadis Silver Medal awarded to the Group following the assessment of its Corporate Social Responsibility management system (Environment, Social & Human Rights, Ethics and Responsible Purchasing) by EcoVadis, based on data submitted in 2025. The Board reserves the right to amend these criteria as needed.
Benefits in Kind	Mr. Mathieu Coutier has a company vehicle.	

3.2.3.2. *Remuneration Policy Applicable to Mr. Benoit Coutier, Member of the Executive Board*

Types of Remuneration	Principles	Determination Criteria
Remuneration	Mr. Benoit Coutier receives his remuneration in 12 fixed monthly installments.	This annual remuneration is fixed at €390,000.
Variable Annual Remuneration	Mr. Benoit Coutier has a company vehicle and receives variable remuneration, the amount of which is tied to his performance. This remuneration is paid over the course of the financial year following the one for which the performances were assessed. Pursuant to Article L. 22-10-26. I of the French Commercial Code, the payment of variable remuneration is subject to approval by an ordinary general meeting of Benoit Coutier's remuneration components pursuant to Article L. 22-10-34. II of the French Commercial Code. The payment of the variable annual remuneration is not subject to any restitution mechanism.	According to the policy described in *paragraph 3.1.1.1.2* of the Corporate Governance Report, the amount of the variable remuneration attributable to Benoit Coutier is capped at 60% of the amount of his fixed remuneration. This remuneration is equally reliant on both the return on the capital employed and customer satisfaction, with assessment of these two criteria conducted over the two halves of the financial year. The Board reserves the right to amend these criteria as needed.
Multi-year variable remuneration	Mr. Benoit Coutier receives multi-year variable remuneration, the amount of which is tied to his performance. Multi-year variable remuneration is paid over the financial year following the end of the Reference Period. This remuneration relies on criteria pertaining to the Group's corporate, social and environmental responsibility (CSR). Pursuant to Article L. 22-10-26. I of the French Commercial Code, the payment of variable remuneration is subject to approval by an ordinary general meeting of Benoit Coutier's remuneration components pursuant to Article L. 22-10-34. II of the French Commercial Code. The payment of the multi-year variable remuneration is not subject to any restitution mechanism.	In accordance with the policy described in *paragraph 3.1.1.1.3* of the Corporate Governance Report, the amount of the multi-year variable remuneration attributable to Benoit Coutier is capped at 10% of the cumulative amount of his fixed annual remuneration paid over the period from January 1, 2023 through December 31, 2025. The payment of the multi-year variable remuneration is subject to the achievement of the following objective: EcoVadis Silver Medal awarded to the Group following the assessment of its Corporate Social Responsibility management system (Environment, Social & Human Rights, Ethics and Responsible Purchasing) by EcoVadis, based on data submitted in 2025. The Board reserves the right to amend these criteria as needed.
Benefits in Kind	Mr. Benoit Coutier has a company vehicle.	

3.2.3.3. *Remuneration Policy Applicable to Mr. Nicolas Coutier, Member of the Executive Board*

Types of Remuneration	Principles	Determination Criteria
Remuneration	Mr. Nicolas Coutier receives his remuneration in 12 fixed monthly installments.	This annual remuneration is fixed at €390,000.
Variable Annual Remuneration	Mr. Nicolas Coutier receives variable remuneration, the amount of which is tied to his performance. This remuneration is paid over the course of the financial year following the one for which the performances were assessed. Pursuant to Article L. 22-10-26. I of the French Commercial Code, the payment of variable remuneration is subject to approval by an ordinary general meeting of Nicolas Coutier's remuneration components pursuant to Article L. 22-10-34. II of the French Commercial Code. The payment of the variable annual remuneration is not subject to any restitution mechanism.	According to the policy described in *paragraph 3.1.1.1.2* of the Corporate Governance Report, the amount of the variable remuneration attributable to Nicolas Coutier is capped at 60% of the amount of his fixed remuneration. This remuneration is equally reliant on both the return on the capital employed and customer satisfaction, with assessment of these two criteria conducted over the two halves of the financial year. The Board reserves the right to amend these criteria as needed.
Multi-year variable remuneration	Mr. Nicolas Coutier receives multi-year variable remuneration, the amount of which is tied to his performance. Multi-year variable remuneration is paid over the financial year following the end of the Reference Period. This remuneration relies on criteria pertaining to the Group's corporate, social and environmental responsibility (CSR). Pursuant to Article L. 22-10-26. I of the French Commercial Code, the payment of variable remuneration is subject to approval by an ordinary general meeting of Nicolas Coutier's remuneration components pursuant to Article L. 22-10-34. II of the French Commercial Code. The payment of the multi-year variable remuneration is not subject to any restitution mechanism.	In accordance with the policy described in *paragraph 3.1.1.1.3* of the Corporate Governance Report, the amount of the multi-year variable remuneration attributable to Nicolas Coutier is capped at 10% of the cumulative amount of his fixed annual remuneration paid over the period from January 1, 2023 through December 31, 2025. The payment of the multi-year variable remuneration is subject to the achievement of the following objective: EcoVadis Silver Medal awarded to the Group following the assessment of its Corporate Social Responsibility management system (Environment, Social & Human Rights, Ethics and Responsible Purchasing) by EcoVadis, based on data submitted in 2025. The Board reserves the right to amend these criteria as needed.
Benefits in Kind	Mr. Nicolas Coutier has a company vehicle.	

3.3. Information Referred to in Article L. 22-10-9 Paragraph I, of the French Commercial Code for Each of the Group's Corporate Officers

In accordance with the provisions of Article L. 22-10-34-II, paragraph 1, of the French Commercial Code, the General Meeting of September 30, 2025 will be asked to vote on a proposed resolution concerning the remuneration paid in 2024 or allocated during the same financial year to the corporate officers.

All of the remuneration paid or attributed to the Executive Board members in 2024 was in compliance with the Remuneration Policy adopted by the shareholders at the General Meeting of May 22, 2024, in the twentieth and twenty-first resolutions.

3.3.1. Remuneration Paid to the Executive Board Members

The total amount of remuneration that the Group paid to the members of the Executive Board for performing their duties in 2024 was €1,834,407.

3.3.1.1. Table summarizing the remuneration for each Executive Board member due and/or paid in 2024 and throughout the fiscal year ended December 31, 2023

	Amounts for financial year 2024 (in euro)		Amounts for financial year 2023 (in euro)	
Mr. Mathieu Coutier President of the Executive Board	**Due**	**Paid in 2024**	**Due**	**Paid in 2023**
Fixed remuneration (1)	420,900 (4)	420,900 (4)	400,800	400,800
Variable remuneration (2)	126,720	141,720	141,720	120,240
Multi-year variable remuneration	0	0	0	0
Benefits in kind (3)	4135	4,135	4,135	4,135
Total	**551,305**	**566,755**	**546,655**	**525,175**

(1) Gross basis before tax.
(2) The objectives underlying the granting of the variable annual remuneration are based on quantitative criteria related, in particular, to the return on capital employed, and qualitative criteria related, in particular, to customer satisfaction; both criteria being assessed over the two halves of the financial year.
(3) The benefits in kind correspond to the provision by the Group of a passenger vehicle.
(4) The amount of fixed remuneration allocated to Mathieu Coutier was calculated prorata temporis from July 1, 2024.

	Amounts for financial year 2024 (in euro)		Amounts for financial year 2023 (in euro)	
Mr. Benoit Coutier Member of the Executive Board	**Due**	**Paid in 2024**	**Due**	**Paid in 2023**
Fixed remuneration (1)	372,000(4)	372,000(4)	354,000	354,000
Variable remuneration (2)	111,600	123,900	123,900	106,200
Multi-year variable remuneration	0	0	0	0
Benefits in kind (3)	1,595	1,595	1,595	1,595
Total	**483,600**	**497,495**	**479,495**	**461,795**

(1) Gross basis before tax.
(2) The objectives underlying the granting of the variable annual remuneration are based on quantitative criteria related, in particular, to the return on capital employed, and qualitative criteria related, in particular, to customer satisfaction; both criteria being assessed over the two halves of the financial year.
(3) The benefits in kind correspond to the provision by the Group of a passenger vehicle.
(4) The amount of fixed remuneration allocated to Benoit Coutier was calculated prorata temporis from July 1, 2024.

	Amounts for financial year 2024 (in euro)		Amounts for financial year 2023 (in euro)	
Mr. Nicolas Coutier Member of the Executive Board	**Due**	**Paid in 2024**	**Due**	**Paid in 2023**
Fixed remuneration (1)	372,000(4)	372,000(4)	354,000	354,000
Variable remuneration (2)	111,600	123,900	123,900	106,200
Multi-year variable remuneration	0	0	0	0
Benefits in kind (3)	1,595	1,595	1,595	1,595
Total	**483,600**	**497,495**	**479,495**	**461,795**

(1) Gross basis before tax.
(2) The objectives underlying the granting of the variable annual remuneration are based on quantitative criteria related, in particular, to the return on capital employed, and qualitative criteria related, in particular, to customer satisfaction; both criteria being assessed over the two halves of the financial year.
(3) The benefits in kind correspond to the provision by the Group of a passenger vehicle.
(4) The amount of fixed remuneration allocated to Nicolas Coutier was calculated prorata temporis from July 1, 2024.

	Amounts for financial year 2024 (in euro)		Amounts for financial year 2023 (in euro)	
Mr. Frédéric Marier Member of the Executive Board	**Due**	**Paid in 2024**	**Due**	**Paid in 2023**
Fixed remuneration (1)	147,500(4)	147,500(4)	354,000	354,000
Variable remuneration (2)	0	123,900	123,900	106,200
Multi-year variable remuneration	0	0	0	0
Benefits in kind (3)	1262(5)	1,262(5)	3029	3,029
Total	**148,762**	**272,662**	**480,929**	**463,229**

(1) Gross basis before tax.
(2) The objectives underlying the granting of the variable annual remuneration are based on quantitative criteria related, in particular, to the return on capital employed, and qualitative criteria related, in particular, to customer satisfaction; both criteria being assessed over the two halves of the financial year.
(3) The benefits in kind correspond to the provision by the Group of a passenger vehicle.
(4) The fixed remuneration paid to Frédéric Marier, whose term of office ended on May 31, 2024, has been calculated pro rata temporis until May 31, 2024.
(5) The amount of benefits in kind allocated to Frédéric Marier has been calculated pro rata temporis until May 31, 2024.

3.3.1.2. *Decisions regarding the variable remuneration of the members of the Executive Board allocated for financial year 2024*

3.3.1.2.1. Variable Annual Remuneration of the Members of the Executive Board

Reminder of Objectives and of Quantitative and Qualitative Criteria

The payment of the variable annual remuneration for 2024 to the members of the Executive Board is subject to the achievement of several specific, pre-established objectives, both quantitative and qualitative in nature, with minimum, target and maximum thresholds set by the Supervisory Board.

The variable annual remuneration is equally based on return on capital employed and customer satisfaction.

For 2024, the Supervisory Board decided to frame the Executive Board's objectives around the following two indicators:

- Indicator linked to the return on capital employed

Indicator	-	=	+	++
ROCE (RE/CE)	<= 10.4%	> 10.4% =/<11.7%	> 11.7% =/<13%	> 13%
Weighting of the indicator in the amount of variable annual remuneration (50% of the annual remuneration cap)	0	1/3	2/3	3/3

Customer Satisfaction Indicator:

Customer satisfaction (R) groups together three quality indicators, which are:

R = PPM + IPB + Responsiveness
PPM (parts per million): number of bad or non-conforming parts declared by customers per million parts delivered.
IPB (incidents per billion): number of incidents reported by customers per billion parts delivered.
Post-incident responsiveness: 8D steps closed in time by number of 8D reports. This quality indicator makes it possible to ensure that problems identified during audits are resolved quickly.

The Supervisory Board has also decided that these two indicators will be assessed over the two halves of the financial year.

The objective set by the Supervisory Board for the 2024 financial year and the weight of the indicator related to customer satisfaction in the amount of annual variable remuneration were as follows:

Indicators	**-**	**=**	**+**	**++**
PPM	More than 4	Between 3 and 4	Between 2.5 and 3	Fewer than 2.5
IPB	More than 1750	Between 1500 and 1750	Between 1500 and 1250	Fewer than 1250
Post-incident responsiveness	Less than 90%	Between 90% and 92%	Between 92% and 94%	More than 94%
Weighting of the indicator in the amount of variable annual remuneration (50% of the annual remuneration cap)	0	1/3	2/3	3/3

The scoring grid associated with these indicators for 2023 is as follows:

Number of PPM Points	**Number of IPB Points**	**Number of Post-Incident Responsiveness Points**	**Rating**	
6 pts	9 pts	3 pts	++	15 « R « 18
4 pts	6 pts	2 pts	+	10 « R « 14
2 pts	3 pts	1 pt	=	5 « R « 9
0 pt	0 pt	0 pt	-	0 « R « 4

3.3.1.2.2. Calculation of the Variable Annual Remuneration Amount

Based on the results achieved, the Supervisory Board, at its meeting of April 3, 2025, at the recommendation of the CSR and Remuneration Committee, determined the variable annual remuneration amount for each member of the Executive Board for the 2024 financial year as follows:

a) Results achieved and amount of variable remuneration attributable to the members of the Executive Board for the first half of 2024

	Mathieu Coutier President of the Executive Board	**Benoit Coutier Member of the Executive Board**	**Nicolas Coutier Member of the Executive Board**
Amount of the fixed remuneration (in euro)	400,800	354,000	354,000
Amount of the variable annual remuneration cap (in euro)	240,480	212,400	212,400
Amount of the variable remuneration cap in the first half of 2024 (in euro)	120,240	106,200	106,200
Structure and level of the variable annual component (expressed as a percentage of the fixed component)	Variable component: from 0 to 100% if the objectives set by the Board are achieved		
Indicator linked to the return on capital employed	Weighting in the target variable component: 50% of the variable annual remuneration cap.		
ROCE (Return on Capital Employed) at 06/30/2024		8.70%	
Indicator achievement rate	0/3	0/3	0/3
Amount of the variable component with regard to the objectives related to the profitability of capital employed at 06/30/2024 (in euro) (A1)	0	0	0
Customer satisfaction indicator	Weighting in the target variable component: 50% of the variable annual remuneration cap.		
PPM (part per million) at 06/30/2024		0.98	
Achievement rate	3/3	3/3	3/3
Number of points	6	6	6
IPB (incident per billion) at 06/30/2024		606	
Achievement rate	3/3	3/3	3/3
Number of points	9	9	9
Post-incident responsiveness at 06/30/2024		98.40%	

Achievement rate	3/3	3/3	3/3
Number of points	3	3	3
Total number of points	18	18	18
Overall indicator achievement rate	++	++	++
Amount of the variable component with regard to the objectives related to customer satisfaction at 06/30/2024 (in euro) (A2)	60,120	53,100	53,100
Global amount of the annual variable remuneration at 06/30/2024 (in euro) (A) = (A1) + (A2)	60,120	53,100	53,100

b) Results achieved and amount of variable remuneration attributable to the members of the Executive Board in the second half of 2024

	Mathieu Coutier President of the Executive Board	Benoit Coutier Member of the Executive Board	Nicolas Coutier Member of the Executive Board
Amount of the fixed remuneration (in euro)	441,000	390,000	390,000
Amount of the variable annual remuneration cap (in euro)	264,600	234,000	234,000
Amount of the variable remuneration cap in the second half of 2024 (in euro)	132,300	117,000	117,500
Structure and level of the variable annual component (expressed as a percentage of the fixed component)	Variable component: from 0 to 100% if the objectives set by the Board are achieved		
Indicator linked to the return on capital employed	Weighting in the target variable component: 50% of the variable annual remuneration cap.		
ROCE (Return on Capital Employed) at 12/31/2024	8.10%		
Indicator achievement rate	0/3	0/3	0/3
Amount of the variable component with regard to the objectives related to the profitability of capital employed at 12/31/2024 (in euro) (A1)	0	0	0
Customer satisfaction indicator	Weighting in the target variable component: 50% of the variable annual remuneration cap.		
PPM (part per million) at 12/31/2024	1.37		
Achievement rate	3/3	3/3	3/3
Number of points	6	6	6
IPB (incident per billion) at 12/31/2024	555		
Achievement rate	3/3	3/3	3/3
Number of points	9	9	9
Post-incident responsiveness at 12/31/2024	98.40%		
Achievement rate	3/3	3/3	3/3
Number of points	3	3	3
Total number of points	18	18	18

Overall indicator achievement rate	++	++	++
Amount of the variable component with regard to the objectives related to customer satisfaction at 12/31/2024 (in euro) (A2)	66,150	58,500	58,500
Global amount of the annual variable remuneration in the second half of 2024 (in euro) (A) = (A1) + (A2)	66,150	58,500	58,500

c) Global annual variable remuneration for the entire year ended December 31, 2024

	Mathieu Coutier President of the Executive Board	**Benoit Coutier Member of the Executive Board**	**Nicolas Coutier Member of the Executive Board**
Global amount of the annual variable remuneration at 12/31/2024 (in euro) (A)	60,120	53,100	53,100
Global amount of the annual variable remuneration at 12/31/2024 (in euro) (B)	66,150	58,500	58,500
Global amount of the variable annual remuneration (in euro) (A+B)	126,270	111,600	111,600
Amount of the fixed remuneration (in euro)	420,900	372,000	372,000
Percentage of the variable component compared to the target variable component	50%	50%	50%
Percentage of the variable remuneration in relation to the fixed remuneration	30%	30%	30%

Pursuant to the provisions of Article L. 22-10-34. II paragraph 2 of the French Commercial Code, the payment of the variable remuneration to the President and members of the Executive Board requires the approval by the Combined General Meeting of September 30, 2025 of the remuneration of the relevant person under the conditions provided for in Article L. 225-100 of the Commercial Code.

3.3.1.2.3. Multi-Year Variable Remuneration of the Members of the Executive Board

No multi-year variable remuneration is due for the 2024 financial year.

3.3.1.2.4. Percentage of the Variable Remuneration in Relation to the Fixed Remuneration for the Executive Board Members

	Percentage of the variable remuneration in relation to the fixed remuneration paid out in 2024
Mathieu Coutier, President of the Executive Board	30%
Benoit Coutier, Member of the Executive Board	30%
Nicolas Coutier, Member of the Executive Board	30%

3.3.2. Remuneration due or paid out in 2024 to the Supervisory Board members and over the course of the financial year ended December 31, 2024

The total amount of remuneration that the Group paid to the members of the Supervisory Board for performing their duties in 2024 was €353,600.

The following table summarizes the amount of remuneration for the roles of members of the Supervisory Board and other remuneration received in 2024 and 2023 by the members of the Group's Supervisory Board.

	Amounts for financial year 2024 (in euro)		Amounts for financial year 2023 (in euro)	
Mr. André Coutier **President of the Supervisory Board**	**Due**	**Paid in 2024**	**Due**	**Paid in 2023**
Fixed remuneration for role as President of the Supervisory Board (1) (2)	168,000	160,000 (3)	160,000	160,000
Remuneration for role as a Member of the Supervisory Board (1)	26,400	26,400	24,000	24,000
Total	**194,400**	**186,400**	**184,000**	**184,000**

(1) Gross basis before tax.
(2) The amount of fixed remuneration allocated to André Coutier was calculated prorata temporis from July 1, 2024.
(3) An adjustment of €8000 was made in payroll for March 2025.

	Amounts for financial year 2024 (in euro)		Amounts for financial year 2023 (in euro)	
Mr. Nicolas Job **Vice-President of the Supervisory Board**	**Due**	**Paid in 2024**	**Due**	**Paid in 2023**
Fixed remuneration for role as Vice-President of the Supervisory Board (1)	57,750	55,000	55,000	55,000
Remuneration for role as a Member of the Supervisory Board (1)	26,400	26,400	24,000	24,000
Total	**84,150**	**81,400**	**79,000**	**79,000**

(1) Gross basis before tax
(2) The amount of fixed remuneration awarded to Nicolas Job was calculated prorata temporis
(3) An adjustment of €2750 was made in payroll for March 2025.

Ms. Geneviève Coutier Member of the Supervisory Board	Amounts for financial year 2024 (in euro) Due	 Paid in 2024	Amounts for financial year 2023 (in euro) Due	 Paid in 2023
Remuneration for role as a Member of the Supervisory Board (1)	19,800	19,800	18,000	18,000
Total	**19,800**	**19,800**	**18,000**	**18,000**

Ms. Emilie Coutier Member of the Supervisory Board	Amounts for financial year 2024 (in euro) Due	 Paid in 2024	Amounts for financial year 2023 (in euro) Due	 Paid in 2023
Remuneration for role as a Member of the Supervisory Board (1)	13,200	13,200	12,000	12,000
Total	**13,200**	**13,200**	**12,000**	**12,000**

Anne Vignat Ducret Member of the Supervisory Board	Amounts for financial year 2024 (in euro) Due	 Paid in 2024	Amounts for financial year 2023 (in euro) Due	 Paid in 2023
Remuneration for role as a Member of the Supervisory Board (1)	13,200	13,200	12,000	12,000
Total	**13,200**	**13,200**	**12,000**	**12,000**

Mr. Christophe Coutier — Permanent Representative of COUTIER DEVELOPPEMENT Member of the Supervisory Board	Amounts for financial year 2024 (in euro) Due	 Paid in 2024	Amounts for financial year 2023 (in euro) Due	 Paid in 2023
Remuneration for role as a Member of the Supervisory Board (1)	26,400	26,400	24,000	24,000
Total	**26,400**	**26,400**	**24,000**	**24,000**

Mr. Guillaume Wesolowski Member of the Supervisory Board	Amounts for financial year 2024 (in euro) Due	 Paid in 2024	Amounts for financial year 2023 (in euro) Due	 Paid in 2023
Remuneration for role as a Member of the Supervisory Board (1)	13,200	13,200	12,000	12,000
Total	**13,200**	**13,200**	**12,000**	**12,000**

(1) Gross basis before tax.

3.3.3. Remuneration and Benefits of Any Kind Due or Paid to Corporate Officers

3.3.3.1. Share subscription or purchase options exercised during the year ended December 31, 2024

None.

3.3.3.2. Share subscription or purchase options allocated during the year ended December 31, 2024

None.

3.3.3.3. Bonus shares allocated during the year ended December 31, 2024

None.

3.3.3.4. Bonus shares allocated during the year ended December 31, 2024 and tied to multi-year performance

None.

3.3.3.5. Bonus shares acquired during the year ended December 31, 2024

None.

3.3.3.6. Remuneration Paid or Allocated by a Company Included in the Scope of Consolidation within the Meaning of Article L. 233-16 of the French Commercial Code.

None.

3.3.3.7. Commitments of Any Kind Made by the Group and Corresponding Remuneration, Indemnities or Benefits Due or Likely to Become Due As a Result of the Assumption, Cessation or Change of Duties, or Subsequent to the Exercise Thereof

None.

3.3.4. Equity Ratio and Change in Remuneration and in the Group's Performance

In accordance with Article L.22-10-9 of the French Commercial Code, the table below indicates, for each corporate officer of the Group, the ratios between their level of remuneration and:

- the mean remuneration on a full-time equivalent basis of Group employees other than corporate officers;
- the median remuneration on a full-time equivalent basis of Group employees other than corporate officers.

Furthermore, in addition to the regulatory requirements mentioned above and in accordance with the provisions of the Middlenext Code, the table indicates for each corporate officer of the Group the ratio between their level of remuneration and the level of the gross annual minimum wage (SMIC).

The table also presents the annual changes in remuneration for each corporate officer, the performance of the Group (consolidated turnover and current operating income, and the mean remuneration of Group employees over the past five financial years).

The evolution of the equity ratio is compared with the evolution of consolidated turnover and current operating income.

The amount of the annual gross minimum wage was obtained by adding the monthly minimum wage amount as at January 1, 2024 (€1766.92 gross monthly), multiplied by 10, and the minimum wage amount as at November 1, 2024 (€1801.80 gross monthly) multiplied by 2.

As such, the amount of the gross annual net minimum wage for 2024 is €21,272.80 (based on 35 hours per week).

For 2024, the median salary of Group employees employed full time, other than corporate officers, amounts to €30,777.36, and the mean salary of employees employed full time amounts to €38,180.64.

In order to identify the median and mean employee salaries, all employees registered at the end of the month were taken into account, with the exception of subsidized contracts (apprentices, professionalization) and interns. Part-time employees were excluded from the calculation.

Total remuneration includes:

- For Group employees: the basic salary, arrears, bonuses (quality bonus, performance bonus, other bonuses (exceptional bonus, birth, patent, purchasing power compensation)), sums received under profit-sharing schemes and benefits in kind;
- For members of the Executive Board: (i) their fixed remuneration for corporate officer positions held in the Group, (ii) their variable remuneration (bonuses), and (iii) benefits in kind paid out;
- For the President of the Supervisory Board, the total remuneration includes (i) his remuneration for his role as President of the Supervisory Board and (ii) his remuneration awarded for his participation in the governance of the Group (formerly attendance fees).

André Coutier — President of the Supervisory Board

	12/31/2024	12/31/2023	12/31/2022	12/31/2021	12/31/2020
Total remuneration (in euro)	186,400.00	184,000.00	184,000.00	184,000.00	162,666.00
Change compared to the previous financial year	1.30	0.00	0.00	13.12	-11.59
Mean employee remuneration (in euro)	38,180.64	36,810.96	34,264.72	33,909.00	33,020.00
Ratio compared to mean employee remuneration	4.88	5.00	5.37	5.43	4.93
Change in ratio compared to the previous financial year	-2.36	-6.91	-1.04	10.15	-11.81
Median employee remuneration (in euro)	30,777.36	29,588.88	27,438.72	27,624.00	24,024.00
Ratio compared to median employee remuneration	6.06	6.22	6.71	6.66	6.77
Change in ratio compared to the previous financial year	-2.63	-7.27	0.67	-1.63	-1.82
Amount of the minimum wage over 12 months (in euro)	21,272.80	20,814.72	19,449.24	18,759.63	18,473.04
Ratio compared to the minimum wage	8.76	8.71	9.46	9.81	8.81
Change in ratio compared to the previous financial year	0.60	-7.97	-3.55	11.39	-12.64
Change in COI compared to the previous financial year	-37.10	58.06	-48.64	-32.72	23.32
Change in consolidated turnover compared to the previous financial year	-7.26	7.65	7.38	-1.58	-14.89

Mathieu Coutier — President of the Executive Board	12/31/2024	12/31/2023	12/31/2022	12/31/2021	12/31/2020
Total remuneration (in euro)	566,755.00	525,175.56	605,335.56	493,742.00	579,462.00
Change compared to the previous financial year	7.92	-13.24	22.60	-14.79	-7.04
Mean employee remuneration (in euro)	38,180.64	36,810.96	34,264.72	33,908.88	33,020.00
Ratio compared to mean employee remuneration	14.87	14.27	11.67	14.56	17.55
Change in ratio compared to the previous financial year	4.20	-19.24	21.32	-17.03	-7.27
Median employee remuneration (in euro)	30,777.36	29,588.88	27,438.72	27,623.88	24,024.00
Ratio compared to median employee remuneration	18.45	17.75	22.06	17.87	24.12
Change in ratio compared to the previous financial year	3.94	-19.55	23.43	-25.90	3.23
Amount of the minimum wage over 12 months (in euro)	21,272.80	20,814.72	19,449.24	18,759.63	18,473.04
Ratio compared to the minimum wage	26.69	25.23	31.12	26.32	31.37
Change in ratio compared to the previous financial year	5.79	-18.93	18.25	-16.09	-8.14
Change in COI compared to the previous financial year	-37.10	58.06	-48.64	-32.72	23.32
Change in consolidated turnover compared to the previous financial year	-7.26	7.65	7.38	-1.58	-14.89

Benoit Coutier — Member of the Executive Board	12/31/2024	12/31/2023	12/31/2022	12/31/2021	12/31/2020
Total remuneration (in euro)	497,495	461,795.40	532,595.40	435,083.00	512,743.00
Change compared to the previous financial year	7.73	-13.29	22.41	-15.15	-6.96
Mean employee remuneration (in euro)	38,180.64	36,810.96	34,264.72	33,908.88	33,020.00
Ratio compared to mean employee remuneration	13.03	12.55	15.54	12.83	15.53
Change in ratio compared to the previous financial year	3.82	-19.29	21.13	-17.37	-7.18
Median employee remuneration (in euro)	30,777.36	29,588.88	27,438.72	27,623.88	24,024.00
Ratio compared to median employee remuneration	16.16	15.61	19.41	15.75	21.34
Change in ratio compared to the previous financial year	3.52	-19.59	23.24	-26.20	3.32
Amount of the minimum wage over 12 months (in euro)	21,272.80	20,814.72	19,449.24	18,759.63	18,473.04
Ratio compared to the minimum wage	23.39	22.19	27.38	23.19	27.76
Change in ratio compared to the previous financial year	5.41	-18.98	18.07	-16.44	-8.06
Change in COI compared to the previous financial year	-37.10	58.06	-48.64	-32.72	23.32
Change in consolidated turnover compared to the previous financial year	-7.26	7.65	7.38	-1.58	-14.89

Nicolas Coutier — Member of the Executive Board	12/31/2024	12/31/2023	12/31/2022	12/31/2021	12/31/2020
Total remuneration (in euro)	497,495	461,795.40	532,595.40	435,083.00	512,743.00
Change compared to the previous financial year	7.73	-13.29	22.41	-15.15	-6.96
Mean employee remuneration (in euro)	38,180.64	36,810.96	34,264.72	33,908.88	33,020.00
Ratio compared to mean employee remuneration	13.03	12.55	15.54	12.83	15.53
Change in ratio compared to the previous financial year	3.82	-19.29	21.13	-17.37	-7.18
Median employee remuneration (in euro)	30,777.36	29,588.88	27,438.72	27,623.88	24,024.00
Ratio compared to median employee remuneration	16.16	15.61	19.41	15.75	21.34
Change in ratio compared to the previous financial year	3.52	-19.59	23.24	-26.20	3.32
Amount of the minimum wage over 12 months (in euro)	21,272.80	20,814.72	19,449.24	18,759.63	18,473.04
Ratio compared to the minimum wage	23.39	22.19	27.38	23.19	27.76
Change in ratio compared to the previous financial year	5.41	-18.98	18.07	-16.44	-8.06
Change in COI compared to the previous financial year	-37.10	58.06	-48.64	-32.72	23.32
Change in consolidated turnover compared to the previous financial year	-7.26	7.65	7.38	-1.58	-14.89

Fréderic Marier — Member of the Executive Board	12/31/2024	12/31/2023	12/31/2022	12/31/2021	12/31/2020
Total remuneration (in euro)	272,662	463,228.56	534,028.56	436,383.00	516,022.00
Change compared to the previous financial year	-41.14	-13.26	22.74	-15.43	-6.22
Mean employee remuneration (in euro)	38,180.64	36,810.96	34,264.72	33,908.88	33,020.00
Ratio compared to mean employee remuneration	7.14	12.58	15.88	12.87	15.63
Change in ratio compared to the previous financial year	-43.24	-19.25	21.46	-17.65	-6.45
Median employee remuneration (in euro)	30,777.36	29,588.88	27,438.72	27,623.88	24,024.00
Ratio compared to median employee remuneration	8.85	15.66	19.46	15.80	21.48
Change in ratio compared to the previous financial year	-43.43	-19.56	23.57	-26.45	4.14
Amount of the minimum wage over 12 months (in euro)	21,272.80	20,814.72	19,449.24	18,759.63	18,473.04
Ratio compared to the minimum wage	12.82	22.25	27.46	23.26	27.93
Change in ratio compared to the previous financial year	-42.39	-18.95	-1.70	-16.73	-7.33
Change in COI compared to the previous financial year	-37.10	58.06	-48.64	-32.72	23.32
Change in consolidated turnover compared to the previous financial year	-7.26	7.65	7.38	-1.58	-14.89

3.4. Remuneration Components and Any Benefits Provided or Allocated for the Past Financial Year to Members of the Executive Board and the President of the Supervisory Board for Their Positions (Ex-Post Individual Say on Pay) Subject to Shareholder Vote in Accordance with Article L. 22-10-34-II Paragraph 1 of the French Commercial Code

In accordance with Article L. 22-10-34-II, paragraph 1, of the French Commercial Code, the General Meeting of September 30, 2025 will be asked to vote on resolutions concerning the fixed, variable and extraordinary components of the total remuneration and benefits paid out during 2024 or awarded for the same financial year:

- To the President of the Executive Board: Mathieu Coutier;
- To the other members of the Executive Board: Benoit Coutier, Nicolas Coutier and Frédéric Marier;
- To the President of the Supervisory Board. André Coutier.

These components, which are the subject of this Supervisory Board report on corporate governance, are also presented in the Executive Board's report on the proposed resolutions.

Please keep in mind that the payment of components of variable remuneration to the members of the Executive Board will be conditional on the approval by the Ordinary General Meeting of the components of remuneration and benefits paid out or allocated in connection with their position for the past financial year.

The components of remuneration presented below will be submitted to the General Meeting for its approval under Resolutions 15 (for Mathieu Coutier), 16 (for Benoit Coutier), 17 (for Nicolas Coutier) and 18 (for Frédéric Marier).

As a reminder, the components of remuneration due or allocated for the financial year ended December 31, 2024 to Mathieu Coutier, in his capacity as President of the Executive Board, and to Benoit Coutier, Nicolas Coutier and Frédéric Marier, in their capacities as Members of the Executive Board, were submitted to the vote of the shareholders at the Ordinary General Meeting of May 23, 2024, in the fifteenth, sixteenth, seventeenth and eighteenth resolutions, and were each approved by 99.58%, 99.92%, 99.92% and 99.71% of the votes cast.

3.4.1. The remuneration payable or paid out to Mathieu Coutier, President of the Executive Board, for the 2024 financial year is as follows:

Remuneration paid to or awarded for the fiscal year ended on December 31, 2024 (Article R.225-56-1 of the French Commercial Code)	Amounts (in euro)	Remarks
Fixed Annual Remuneration	420,900	
Variable Annual Remuneration	141,720	Amount paid following the General Meeting of May 23, 2024.
Variable Annual Remuneration	126,270	Amount to be paid after approval by the General Meeting.
Remuneration for role as a Member of the Supervisory Board	None	Executive Board members may not be members of the Supervisory Board and, as such, are not entitled to any remuneration in this regard.
Allocations of options to subscribe or purchase shares	None	
Allocations of bonus shares	None	
Remuneration, compensation or benefits due or likely to become due upon taking office	None	
Severance pay	None	
Non-compete clause	None	
Components of remuneration and benefits of any kind due or likely to become due, under agreements concluded, directly or through an intermediary, due to the position, with the Group, any company controlled by it within the meaning of Article L.233-16, any company controlling it within the meaning of the same article, or any company under the same control as it within the meaning of this article	None	
Any other kind of remuneration attributable due to the position	None	
Benefits of any kind granted due to the corporate position	4,135	

3.4.2. The remuneration payable or awarded to Benoit Coutier, member of the Executive Board, for the 2024 financial year is as follows:

Remuneration paid out or awarded for the financial year ended December 31, 2024 (Article R. 225-56-1 of the French Commercial Code)	**Amounts (in euro)**	**Remarks**
Fixed Annual Remuneration	372,000	
Variable Annual Remuneration	123,900	Amount paid following the General Meeting of May 23, 2024.
Variable Annual Remuneration	111,600	Amount to be paid after approval by the General Meeting.
Multi-year variable remuneration	None	
Extraordinary Remuneration	None	
Remuneration for role as a Member of the Supervisory Board	None	Executive Board members may not be members of the Supervisory Board and, as such, are not entitled to any remuneration in this regard.
Allocations of options to subscribe or purchase shares	None	
Allocations of bonus shares	None	
Remuneration, compensation or benefits due or likely to become due upon taking office	None	
Severance pay	None	
Non-compete clause	None	
Components of remuneration and benefits of any kind due or likely to become due, under agreements concluded, directly or through an intermediary, due to the position, with the Group, any company controlled by it within the meaning of Article L.233-16, any company controlling it within the meaning of the same article, or any company under the same control as it within the meaning of this article	None	
Any other kind of remuneration attributable due to the position	None	
Benefits of any kind granted due to the corporate position	1,595	

3.4.3. The remuneration payable or awarded to Nicolas Coutier, member of the Executive Board, for the 2024 financial year is as follows:

Remuneration paid to or awarded for the fiscal year ended on December 31, 2024 (Article R.225-56-1 of the French Commercial Code)	**Amounts (in euro)**	**Remarks**
Fixed Annual Remuneration	372,000	
Variable Annual Remuneration	123,900	Amount paid following the General Meeting of May 23, 2024.
Variable Annual Remuneration	111,600	Amount to be paid after approval by the General Meeting.
Extraordinary Remuneration	None	
Remuneration for role as a Member of the Supervisory Board	None	
Allocations of options to subscribe or purchase shares	None	
Allocations of bonus shares	None	
Remuneration, compensation or benefits due or likely to become due upon taking office	None	
Severance pay	None	
Non-compete clause	None	
Components of remuneration and benefits of any kind due or likely to become due, under agreements concluded, directly or through an intermediary, due to the position, with the Group, any company controlled by it within the meaning of Article L.233-16, any company controlling it within the meaning of the same article, or any company under the same control as it within the meaning of this article	None	
Any other kind of remuneration attributable due to the position	None	
Benefits of any kind granted due to their corporate position	1,595	

3.4.4. The remuneration payable or awarded to Frédéric Marier, member of the Executive Board, for the 2024 financial year is as follows:

Remuneration paid to or awarded for the fiscal year ended on December 31, 2024 (Article R.225-56-1 of the French Commercial Code)	Amounts (in euro)	Remarks
Fixed Annual Remuneration	147,500	
Variable Annual Remuneration	123,900	Amount paid following the General Meeting of May 23, 2024.
Variable Annual Remuneration	0	Amount to be paid after approval by the General Meeting.
Multi-year variable remuneration	None	
Extraordinary Remuneration	None	
Attendance fees associated with the position	None	Executive Board members may not be members of the Supervisory Board and, as such, are not entitled to any remuneration in this regard.
Allocations of options to subscribe or purchase shares	None	
Allocations of bonus shares	None	
Remuneration, compensation or benefits due or likely to become due upon taking office	None	
Severance pay	None	
Non-compete clause	None	
Any other kind of remuneration attributable due to the position	None	
Benefits of any kind granted due to their corporate position	1262	

3.4.5. The remuneration payable or awarded for the financial year ended December 31, 2024 to André Coutier, President of the Supervisory Board, is set out below:

The components of remuneration set out below for André Coutier will be submitted for approval to the General Meeting as the 19th resolution.

Remuneration paid to or awarded for the fiscal year ended on December 31, 2024 (Article R.225-56-1 of the French Commercial Code)	Amounts (in euro)	Remarks
Fixed Annual Remuneration	168,000	
Remuneration for their role as a Member of the Supervisory Board (formerly attendance fee)	24,000	
Any other kind of remuneration attributable due to the position	None	

3.5. Employment Contract, Specific Pensions, Severance Pay and Non-Compete Clause

	Employment Contract	Supplementary Retirement Scheme	Remuneration or Benefits Likely to Become Due upon Termination or Change of Duties	Remuneration Related to a Non-Compete Clause
André Coutier, President of the Supervisory Board	No	No	No	No
Nicolas Job, Vice-President of the Supervisory Board	No	No	No	No
Geneviève Coutier, President of the Supervisory Board	No	No	No	No
Anne Vignat Ducret, Member of the Supervisory Board	No	No	No	No
Christophe Coutier representing COUTIER DEVELOPPEMENT, Member of the Supervisory Board	Yes (1)	No	No	No
Emilie Coutier, Member of the Supervisory Board	No	No	No	No
Guillaume Wesolowski, Member of the Supervisory Board	Yes	No	No	No
Mathieu Coutier, President of the Executive Board	No	No	No	No
Benoit Coutier, Member of the Executive Board	Yes (1)	No	No	No
Nicolas Coutier, Member of the Executive Board	Yes (1)	No	No	No

(1) Contract suspended upon nomination.

The powers delegated to the Executive Board regarding capital increases and other authorizations granted to the Executive Board.

The General Meeting of Shareholders has not granted any delegation of authority to the Executive Board concerning capital increases.

The powers delegated to the Executive Board in accordance with Article L. 22-10-62 of the French Commercial Code are as follows:

- Authorization in force

	Date of the Meeting	Maturity	Maximum Authorized Amount
Delegation of authority to the Executive Board to oversee the repurchase of the Company's own shares	05/23/2024 (23rd resolution)	18 months (11/23/2025)	€50 per share 10% of the capital
Authorization to be granted to the Executive Board to cancel shares repurchased by the Company	05/23/2024 (24th resolution)	24 months (05/23/2026)	€50 per share 10% of the capital

- Authorization submitted to the vote of the General Shareholders' Meeting on September 30, 2025

	Date of the Meeting	Maturity	Maximum Authorized Amount
Authorization to be given to the Executive Board to oversee the repurchase of the Company's own shares	09/30/2025 (twenty-second resolution)	18 months (11/22/2026)	€50 per share 10% of the capital
Authorization to be granted to the Executive Board to cancel shares repurchased by the Company	09/30/2025 (twenty-third resolution)	24 months (05/22/2027)	€50 per share 10% of the capital

4. Factors That Could Have an Impact in the Event of a Public Offer

Please take note of the following points pursuant to Article L. 22-10-11 of the French Commercial Code:

The capital structure as well as the known direct stakes in the Group's capital are described above and below.

There is concerted action within the meaning of Article 233-10 of the French Commercial Code between COUTIER DEVELOPPEMENT (a family holding company controlled by André, Roger, the successors of Joseph Coutier and their family) and André, Roger and the successors of Joseph Coutier, who represent 70.24% of the capital and 82.15% of the voting rights.

In addition, please keep in mind that COUTIER DEVELOPPEMENT and André and Roger Coutier signed an agreement on May 24, 1994 in which they decided to coordinate to implement a common shareholder policy for the Group. This agreement has been subject to regulatory declarations to the supervisory authorities, who have ensured its disclosure (SBF Notice No. 94-2365 of July 29, 1994). The duration of this shareholder agreement is five years, automatically renewable for successive five-year periods unless one of the parties terminates its commitment before the expiration of the period. In such case, the remaining members in the agreement would still be bound by the resulting obligations.

Double voting rights exist.

Article 10, paragraph III, of the Group's bylaws imposes an obligation of disclosure on any person who acquires or disposes of a percentage of capital or voting rights equal to or greater than 1%, or any multiple thereof, up to a threshold of 50%.

In case of non-compliance with this disclosure obligation, the shares exceeding the portion that should have been declared are deprived of voting rights at shareholder meetings if, at a meeting, the failure to declare is noted and if one or more shareholders jointly holding 5% of the capital or voting rights make such request at that meeting. In this case, the shares deprived of voting rights regain this right only after a period of two years following the date on which such notice is properly served.

The Group's bylaws do not contain any other specific provisions, particularly regarding the rules for appointing and revoking members of the Executive Board and the Supervisory Board, as well as the rules governing the management of powers within these bodies.

Any amendment to the Group's bylaws must carried out in accordance with legal and regulatory provisions.

5. Additional Information

5.1. Family Links between the Corporate Officers

The Company is majority-owned by a group of family shareholders. As a result, there is a family link between various members of the Executive Board and/or some members of the Supervisory Board.

André Coutier and Geneviève Coutier are married and are the parents of Benoit Coutier and Mathieu Coutier.

Emilie Coutier, Nicolas Coutier and Christophe Coutier are cousins of Benoit Coutier and Mathieu Coutier.

Emilie Coutier, Nicolas Coutier and Christophe Coutier are siblings.

To the best of the Group's knowledge, there are no other close family relationships among the corporate officers.

5.2. Lack of Fraud Convictions against Members of the Executive Board or the Supervisory Board

To the best of the Company's knowledge, no member of the Executive Board or the Supervisory Board has been subject to a fraud conviction in the past five years.

5.3. Bankruptcy, Court-Ordered Receivership or Liquidation with Which Members of the Executive Board or the Supervisory Board Have Been Associated

To the best of the Company's knowledge, none of the members of the Management Board or the Supervisory Board has been involved in a bankruptcy, court-ordered receivership or liquidation in the past five years as a member of a management, executive or supervisory body.

5.4. Official Public Indictment and/or Sanction Imposed against Members of the Executive Board or the Supervisory Board

To the best of the Company's knowledge, no member of the Executive Board or the Supervisory Board has been subject to any official public indictment or sanction imposed by the statutory or regulatory authorities (including designated professional bodies) in the last five years.

5.5. Ban on Acting As a Corporate Officer or Intervening in the Management or Conduct of Affairs of an Issuer

To the best of the Company's knowledge, no member of the Executive Board or the Supervisory Board has been prohibited by a court from acting as a member of a management body, including executive or supervisory roles, or from intervening in the management or conduct of affairs of an issuer in the last five years.

5.6. Conflicts of Interest at the Level of Executive and Supervisory Bodies

As at the date of this report, to the best of the Company's knowledge, no conflicts of interest have been identified between the duties of each member of the Executive Board or the Supervisory Board toward the Group in their capacity as corporate officers and their private interests or other duties.

5.7. Restrictions on Asset Transfers

To the best of the Company's knowledge, no restriction has been accepted by a member of the Supervisory Board concerning the transfer, for a given period, of their holding in the Group's share capital.

5.8. Agreements Entered Into between a Director or a Significant Shareholder and a Subsidiary

Throughout the financial year, the agreements entered into within the scope of Article L.225-37-4 (2) of the French Commercial Code are as follows:

- the lease agreement between COUTIER DEVELOPPEMENT and AKWEL GERMANY SERVICES GMBH;
- the lease agreement between COUTIER DEVELOPPEMENT and AKWEL CADILLAC USA, INC.

5.9. Risk Factors

The Group has reviewed the risks that could have a material adverse impact on its business, financial position, results, prospects or ability to achieve its objectives, and considers that there are no significant risks other than those presented.

The criticality of the risks presented has been assessed in terms of the likelihood of occurrence and the financial impact on the Group, taking into account the risk mitigation measures implemented by the Group (net risks).

The results are classified into four categories (major, high, moderate and low) and presented by theme in the remainder of this chapter.

However, other risks may exist or arise of which the Group is unaware as at the date of this financial report, or the occurrence of which is not considered likely, as at such date, to have a material adverse impact on the Group, its business, financial position, results or prospects.

There are no risk factors specific to the Group; its main risks are inherent in a business that operates almost entirely in the automotive original equipment industry.

5.9.1. Risk Summary Table

Risk Families	Rating (net risk)
Operational Risks	
Risks related to dependence on the automotive industry and customers	Major
Supplier risks	High
Risk related to the development and launch of new products	High
Risks of cyber-attacks and information system failures	High
Risks related to dependence on new models	Low
Risks related to changes in the technological environment	Major
Financial and Market Risks	
Interest rate risks	Low
Foreign exchange risks	Low
Liquidity risks	Low
Risks related to the prices of raw materials and components	High
Customer risks	Low
Environmental Risks	
Environmental impact of sites and climate change	Low
Legal Risks	
Risks related to non-conformity of products sold	Moderate
Intellectual property risks (patents and trademarks)	Low
Business ethics and compliance	Moderate

5.9.2. Details of the Group's Main Risks

This section describes the main general risks facing the Group. The risk categories listed below are not presented in order of importance.

5.9.2.1. Operational Risks

5.9.2.1.1. Risks related to dependence on the automotive industry and customers

Risk Identification and Description

The Group's turnover depends directly on the level of automotive production worldwide, particularly in Europe, North America, Türkiye and Asia. This production can be affected by the general economic situation, government programs (notably vehicle purchase incentives), trade agreements, regulatory changes, and social issues (including strikes and work stoppages).

In addition, the Group does 61% of its business directly with the two automakers Stellantis and Ford. The performance of these two manufacturers therefore has a considerable impact on the Group's revenue.

Potential Impact on the Group

This risk could have a major impact on the Group.

A downturn in the automotive market, or a change in regulations, tariffs, taxes or other trade barriers or restrictions in the regions where the Group and its customers operate, could lead to a decline in the Group's results and/or the failure of some of its customers or suppliers, and affect its financial position.

Risk Management

The Group operates in 20 countries. It also benefits from the diversification of its sales by region, customer, and vehicle make and model, which reduces its exposure to unfavorable trends in any one of its markets.

The Group is working to expand its customer portfolio.

5.9.2.1.2. Supplier risks

Risk Identification and Description

The Group is dependent on its suppliers to manufacture the products it sells to its customers. Securing operations by managing supplier risks remains a major strategic challenge for the Group.

Against the current backdrop of geopolitical, economic and regulatory tensions, operational risks (quality and logistics) are compounded by the risk of failure of suppliers weakened by successive crises and the global economic slowdown.

Potential Impact on the Group

As the Group's production is partly dependent on its suppliers, this risk could have a negative impact on the Group's results, as it would be unable to deliver to customers products that meet their expectations in terms of quality and quantity.

Such a situation would have a negative short-term financial impact, with a drop in sales, as well as an unfavorable non-financial impact, with damage to the Group's reputation.

Risk Management

Faced with the risks of shortages, supplier failures or supply chain disruptions, the Group has implemented a purchasing and supplier location strategy aimed at reducing the Group's dependence on a single supplier and/or country. As a result, the top direct supplier, the top five and the top ten respectively account for 5%, 18% and 27% of the Group's production purchases.

The integration of suppliers into the pool and the monitoring of supplier performance comply with current quality, environmental and social standards, in order to minimize the risks inherent in suppliers. Selection criteria include financial, quality, logistical, environmental, ethical, social, technical and logistical parameters, as well as dependence on the Group.

5.9.2.1.3. Risk related to the development and launch of new products

Risk Identification and Description

The Group is subject to the risks inherent in the development and launch of new products. The Group may face issues related to project management, from design to industrialization, including the management of modifications after order intake.

Owing to its international activities, the Group is also exposed to risks related to possible changes in legislation or regulations affecting its products in all or part of its markets, or in export control systems.

Potential Impact on the Group

This risk could have a high impact on the Group.

Failure to deliver innovative solutions on time, or to meet changing standards, or to deliver products expected by customers on time, could damage the Group's reputation and affect its financial position.

The Group could also be subject to administrative and criminal sanctions, and customers and/or suppliers could temporarily or permanently suspend their activities.

Risk Management

Before acceptance, all new projects are subject to a standardized profitability analysis, with profitability and return on investment criteria set by the Executive Board. Once a project has been accepted, it is monitored from startup to series production, with milestones at which all financial and technical data are analyzed and corrected if necessary.

5.9.2.1.4. Risks of cyber-attacks and information system failures

Risk Identification and Description

The development, implementation and uninterrupted performance of the Group's hardware, network, website and other IT systems, including those that may be supplied by third parties, play an essential role in the Group's business, in particular purchasing and shipping management, production, customer order processing, plant performance monitoring, and new product design and development.

The Group is also dependent on its IT systems in the financial and administrative fields (invoicing, reporting, consolidation operations).

Risks to information systems may take the form of attacks on the confidentiality, integrity or availability of data and transactions processed by information systems (system malfunction, data theft, destruction or loss of data integrity).

Potential Impact on the Group

This risk could have a high impact on the Group.

There are many sources of the disruptions likely to affect the Group's business, many of which are beyond the Group's control; notably:

- loss of power and failure of telecommunication systems;
- software and hardware errors, failures, defects or interruptions;
- computer viruses and similar disruptive problems;
- fires, floods and other natural disasters that may affect our infrastructure or electricity supply;
- network attacks or damage to computer systems, software and other systems that are carried out by hackers or cybercriminals;
- the performance of third-party suppliers.

Any disruption or significant slowdown in the Group's information systems may:

- result in the loss or delayed transmission of information, including data relating to customer orders and deliveries;
- have a material adverse impact on the Group's business (delays in product delivery to customers), financial position and operating results, as well as on its reputation and image.

Risk Management

The Group has implemented a series of safeguards, processes and regular analyses to mitigate the impact of a potential key system outage and to optimize its resilience:

- incident monitoring;
- backup and restoration of all application environments;
- preventive maintenance plan;
- business continuity plan.

In order to prevent cyberattacks, cyber threats and cyber espionage, information system security has been reinforced through the implementation of an Information System Security Policy (ISSP) that includes technical protections (firewalls, antivirus software, etc.) as well as cyber awareness-raising initiatives for employees.

All the rules governing the use of information systems and tools provided by the Group are set out in the IT Charter communicated to all employees.

5.9.2.1.5. Risks related to dependence on new models

Risk Identification and Description

Supply contracts with automakers take the form of open orders for all or part of a vehicle model's equipment requirements, with no guarantee of volume. They are awarded separately for each vehicle function, and are generally valid for the life of the model.

Potential Impact on the Group

This risk could have a low impact on the Group.

The Group's turnover, results and financial position could be affected by the commercial failure of a model and/or by the fact that the Group is not selected for a new generation of models. In addition, in certain cases the manufacturer may reserve the right to change supplier at its own discretion during the life of the model.

Risk Management

These risks are widespread, as the Group offers a wide range of products, installed or used on a large number of vehicle types.

5.9.2.1.6. Risks related to changes in the technological environment

Risk Identification and Description

The Group's growth depends on its ability to anticipate technological and/or regulatory developments, and to adapt to profound changes and disruptions in the automotive market.

The automotive industry is highly competitive and subject to rapid technological change.

The Group is currently in the process of adapting some of its products to meet the decarbonization objectives of the automotive market and to comply with current commitments and potential future requirements in terms of climate impact mitigation (no more registrations of new combustion-engine vehicles from 2035).

Potential Impact on the Group

This risk could have a major impact on the Group.

The unanticipated acceleration of a technology on the market, or difficulties in the internal development of a new technology, would prevent the Group from seizing opportunities linked to technological breakthroughs, and could impact the Group's competitive positioning, growth and profitability.

There could be a material adverse impact on the Group's business, operating results and financial position if it is unable to offer its customers products that allow them to participate in the electrification of vehicles, while ensuring that its products remain competitive and affordable to customers.

Risk Management

In order to prevent the occurrence or limit the impact of such risks, the Group implements the following measures in particular: technology monitoring to regularly keep up-to-date on the latest technologies and their marketing;

- identifying different product developments and trends, particularly in electric vehicles, and the opportunities that the Group may have;
- investing in research and innovation.

5.9.2.2. *Financial and Market Risks*

5.9.2.2.1. Interest rate risks

Risk Identification and Description

The Group's activities could be affected by changes in interest rates. In the normal course of its business, the Group raises funds on the markets and also makes use of bank loans.

Potential Impact on the Group

The Group's net income may be influenced by changes in interest rates, insofar as these have a direct impact on the cost of debt.

This risk has a low impact on the Group.

Risk Management

The Group has little exposure to interest rate risk as virtually all its debt is at fixed rates.

A 1 point change in benchmark indexes would have an impact of less than €400 thousand on the amount of financial interest paid.

Therefore, no interest rate hedges have been set up.

5.9.2.2.2. Foreign exchange risks

Risk Identification and Description

As it operates in an international context, the Group may be subject to "operational currency risk," due to the location of some of its production sites and to the purchase or sale of materials and components, or the sale of production from these sites, in currencies other than the functional currencies of entities carrying out transnational operations.

In addition, the financing requirements of foreign subsidiaries outside the euro area, covered by intra-Group loans, expose certain Group entities to "financial exchange risk" (risk arising from changes in the value of financial debts or receivables denominated in currencies other than the functional currency of the borrowing or lending entity).

Lastly, the Group is subject to translation risk arising from the contribution of subsidiaries whose operating currency is not the euro to the Group's consolidated income. The sales, income and cash of these subsidiaries, when translated into euro, are sensitive to variations in the exchange rate of their reporting currency against the euro.

The main currencies used are the euro (45% of business) and the US dollar (33% of business).

Potential Impact on the Group

This risk has a low impact on the Group.

Risk Management

In order to minimize the impact of exchange rates, the Group makes purchases in the operating currencies of each entity whenever possible, and stipulates an exchange rate pass-through in its contracts with customers. Where this is not the case, exchange rate impacts are the subject of commercial discussions, which generally result in the majority of the differences being passed on to its sales prices.

Therefore, no currency hedges have been set up.

5.9.2.2.3. Liquidity risks

Risk Identification and Description

At all times, the Group must have sufficient financial resources to finance its day-to-day business and the investments required for its development, as well as to deal with any exceptional events.

The Group's liquidity risk arises mainly from its obligations to repay its existing debt, finance its future needs and comply with its financial ratios.

Potential Impact on the Group

This risk has a low impact on the Group.

Risk Management

In order to manage its liquidity risk, the Group relies on the funds at its disposal. It can also tap into the capital markets through, on the one hand, long-term resources to secure all its net debt over a long period (medium-term credit lines) and, on the other hand, short-term financial instruments (account discounts, authorized overdrafts).

The share of medium-term loans granted to the Group, subject to compliance with financial covenants since 2014, accounts for almost all medium-term debt. Ratios are calculated mainly on the basis of the annual consolidated annual accounts.

Over the past 15 years, these covenants have always been respected. In addition, AKWEL's cash position is monitored on a daily basis, and that of its subsidiaries is monitored on a monthly basis.

As current assets far exceed current liabilities, no information is provided on maturities of less than one year.

The Group believes that it is in a position to meet its future maturities.

5.9.2.2.4. Risks related to the prices of raw materials and components

Risk Identification and Description

The Group's business requires the purchase of significant quantities of raw materials, which are highly vulnerable to financial, geopolitical and climatic risks. Inflation, shortages and procurement management, which have been priorities since 2020, seem to be showing signs of easing, but the situation remains fragile due to global geopolitical tensions, climate events and recent political changes, with associated trade wars. The main raw materials used by the Group are plastics, rubber, elastomers and steel, plus electronic components subject to long lead times.

The components that the Group purchases are also largely subject to the same risks as those observed for raw materials.

The year 2024 will continue to be marked by supplier failures, combating cyber-attacks and maintaining competitiveness. In addition, the challenges of CSR, sustainability and decarbonization remain a priority at all levels of the supply chain.

Potential Impact on the Group

The volatility of purchasing commodities in an unpredictable context calls for considerable resilience in order to ensure profitability at Group level. As the additional costs associated with these increases in materials and components, supplier failures, and one-off issues cannot always be passed on to suppliers, a search for efficiency is required throughout the value chain.

As Group purchases account for over 50% of the Group's turnover, there is a considerable risk of a decline in the Group's operating margin if these additional costs are not taken into account by our customers.

Risk Management

Most of the contracts signed with our customers do not provide for a mechanism that passes on all variations in our purchasing costs. Nevertheless, occasional negotiations with our customers allow us to minimize the impact on our operating margin, albeit with an average delay of six months and a negative impact on our WCR.

5.9.2.2.5. Customer risks

Risk Identification and Description

Given the economic context of the automotive sector, the Group cannot rule out the possibility that several of its customers may be unable to honor certain contracts, or find themselves in a difficult financial situation.

Potential Impact on the Group

This risk has a low impact on the Group.

Risk Management

Every month, the Finance Department publishes a statement of receivables outstanding and overdue by customer, as well as a summary statement of disputes by entity. Our finance and sales teams' high level of awareness of these issues has resulted in very few bad debts (see *note 13*).

As at December 31, 2024, late payments represented €2.5 million, or 0.25%, of consolidated turnover for the year.

5.9.2.3. *Environmental Risks*

5.9.2.3.1. Environmental impact of sites and climate change

Risk Identification and Description

Environmental risks are described in the *Sustainability Report*.

The Group's business, in the various countries in which it is conducted, is subject to diverse and evolving environmental regulations requiring it to comply with increasingly strict environmental protection standards concerning emissions into the air and water, the use of hazardous substances and waste disposal.

Potential Impact on the Group

This risk could have a low impact on the Group.

Risk Management

As part of this approach, the Group has implemented an environmental policy based on the ISO 14001 standard. Plant general managers are responsible for managing and monitoring environmental risks, in coordination with the Manufacturing Performance VP.

5.9.2.4. *Legal Risks*

5.9.2.4.1. Risks related to non-conformity of products sold

Risk Identification and Description

The Group is responsible for the safety and quality of the products it markets.

Despite the internal procedures implemented to identify defective products, the Group cannot rule out all cases of manufacturing defects (non-compliance with specifications or the legitimate expectations of its customers), or even serious defects.

In such cases, the Group could be exposed to the risk of warranty or liability claims from its customers with regard to the products sold.

The Group is also exposed to the risk of liability claims in the event of damage caused by defects in the products and services sold.

This risk tends to be higher both in terms of frequency and cost, particularly with the volume effect linked to the pooling of products (platforms, partnerships between customers).

Potential Impact on the Group

This risk could have a moderate impact on the Group.

The occurrence of one or more of these risks, and in particular any significant increase in product returns, could adversely affect the Group's business, results, financial position, development, prospects and image.

Risk Management

To protect itself against this risk, the Group has taken out a third-party liability insurance policy covering the financial consequences of such claims. However, the Group's liability toward its customers is usually unlimited, whereas insurance coverage is systematically capped. There is therefore a theoretical residual risk.

In addition, a reasonable provision has been made for current risks.

5.9.2.4.2. Intellectual property risks (patents and trademarks)

Risk Identification and Description

The Group holds numerous patents and trademarks.

Infringement, whether intentional or unintentional, is a risk to which the Group is exposed in terms of intellectual property.

It may entail:

- third parties counterfeiting industrial products patented by the Group;
- unintentional acts on the part of the Group, given the length of time it takes third parties to publish patent applications.

Finally, the Group also faces the risk of its trademarks being infringed.

Potential Impact on the Group

This risk could have a low impact on the Group.

Risk Management

Wherever possible, and whenever the technological stakes so justify, the Group's industrial know-how and innovations are patented in order to protect industrial property.

The geographical scope and duration of protection are in line with industry practice and adapted to the needs of the operating entities; they are systematically and regularly reviewed.

Where the risk of infringement exists, this approach is an effective legal weapon in the fight against it.

The Group steadfastly defends its rights against infringement, and these measures serve as a basis for initiating legal proceedings or taking action itself to stop and punish infringements of the Group's intellectual property rights.

The Innovation Department is responsible for managing the risk of unintentional active infringement.

In the event of active infringement, current developments or even products recently launched on the market could also be affected. The Group would be forced to increase the research and development costs for the project, or to negotiate rights of use for the patented component.

5.9.2.4.3. Business ethics and compliance

Risk Identification and Description

The Group is particularly attentive to the values of business ethics and compliance. Owing to its international presence, the Group may be impacted by legislation with a possible extraterritorial impact and extensive criminal risk.

Potential Impact on the Group

If the Group were to be questioned on these issues, it could have a significant impact on its reputation — both on the financial markets and as an employer brand — and on its business and its financial position.

This risk could have a moderate impact on the Group.

Risk Management

With the Ethics Charter and the Anti-Corruption Code of Conduct as its basis, the Group—via its General Management—is committed to promoting its values and ethical behavior, particularly with regard to the risks of corruption.

The Group's ethical commitments are therefore formalized and detailed in the Ethics Charter, which sets out the essential rules of conduct and ethics that apply to all employees and partners.

Translated into the Group's various languages, this Ethics Charter is given to each new employee and can be viewed on the Intranet.

All Group employees and managers are required to comply with the Ethics Charter, and to ensure that it is shared and respected by their colleagues.

The Group has a whistleblowing procedure, which was updated during the year following the entry into force of the Waserman Act of March 21, 2022.

5.10. Internal Control and Risk Management Procedures

In accordance with Article 117 of Law 2003-706 of August 1, 2003 supplementing Article L. 225-68 of the French Commercial Code, this section of the report is descriptive and does not include an assessment.

5.10.1.1. *Reminder of the Group's Objectives in Terms of Internal Control Procedures*

The Group's internal control procedures and organization are designed to:

- ensure that management actions, the performance of operations and the behavior of employees are consistent with the guidelines set for the activities of the business by the management bodies, by applicable laws and regulations, and by the internal values, standards and rules of the business;
- verify that the accounting, financial and management information provided to the Group's management bodies accurately reflects the activity and situation of the business.

One of the objectives of the Group's internal control system is to prevent and control risks arising from the Group's activities, as well as risks of error or fraud, particularly in the accounting and financial fields. Like any control system, however, it cannot provide an absolute guarantee that these risks have been totally eliminated.

The control and management of the risks associated with the Group's activities are based on the following principles:

- a decentralized operational organization based on plants grouped by industrial region and on product lines in order to promote industrial performance, responsiveness and customer proximity;
- an annual budget procedure and monthly reporting procedure that are essential for the Group in managing its operations;
- widespread and frequent risk-awareness training for all personnel;
- strong cross-functional departments responsible for enforcing Group policies within their scope, and monitoring their effective application;
- plants specialized by production technology, to reinforce and accelerate experience curves;
- formal delegation by the President of the Executive Board of the control and management of certain risks to the Directors most concerned;
- separation of functions (between operational and support functions, between those that incur expenses and those that record and settle them, between those that do and those that control, etc.);
- setting targets in line with global or internal best practices, and regularly measuring the gap between performance and these targets;
- the involvement of all hierarchical levels and all sites in improving performance and controlling activities.

In addition, Group employees are made aware of their ethical obligations through the welcome booklet, the Ethics Charter, the Code Against Corruption and Influence Peddling, the Stock Market Code of Ethics, and the Group IT Charter.

In addition, each site has its own rules of procedure, which are widely distributed to all employees.

5.10.1.2. *Analysis of the Internal Control Environment*

5.10.1.2.1. Summary Description of the General Organization of Internal Control Procedures

The President of the Executive Board delegates some of his powers to the various Directors.

Procedures are established by the Group. The Group distinguishes between two categories of procedures: those relating to a function (e.g. financial procedures) and those relating to a process (delivery, handling of non-conformities, etc.). There are 11 processes that have been identified within the Group (five customer-oriented processes and six support or management processes). They cover all the Group's activities (from promoting the Group to new customers to improving the performance of our suppliers). There are 33 mandatory indicators (21 performance indicators and 12 efficiency indicators) that cover these 11 processes, allowing us to verify that these operating procedures have been properly implemented and are performing well.

These procedures are available on an Intranet-type network, allowing them to be shared immediately to all those concerned.

Internal Group memos may supplement, detail or reiterate these procedures.

The cross-functional departments manage the organizational processes and ensure that they are properly implemented. At least once a year, they are required to report to the Executive Board on the results achieved within their scope.

The Quality, Safety, Environment and Energy Department (QSE²) ensures that these procedures are properly applied, by monitoring periodic reporting and carrying out internal audits.

The Finance Department ensures that accounting and financial standards are properly applied.

The Internal Audit function ensures compliance with directives, methodologies and any other instructions issued by operational or cross-functional departments. It reports directly to the Legal Department.

In addition, each Group site has its own health, safety and working conditions committee. Each committee meets regularly to assess, propose and approve all measures relating to health, safety, working conditions and risk prevention.

Each year, the Executive Board devotes at least two half-days to each cross-functional department and industrial region:

- one to approve strategic options (Products, Markets, Customers, Action Plans) within the framework of Medium-Term Plans;
- one to approve short-term financial options within the framework of budgets and year-end forecasts.

For all product lines, the Management Board devotes one day each year to reviewing and approving Research and Innovation activities (Product and/or Process).

In addition, since 2008, a specific half-day meeting has been held for each region. This meeting is dedicated to reviewing the main productivity actions implemented and those planned over the next 12 months.

5.10.1.2.2. Summary Description of Accounting and Financial Information Processing

Accounting and financial information processing is handled internally by the Finance Department.

Accounting teams are either located at production sites or grouped together in Shared Services Centers (SSCs). The accounting teams, which are managed by the Director of Accounting & Tax, carry out three main activities:

- customer relations (invoicing, collection, reminders, customer disputes)
- supplier matters
- general accounting and cash management.

The software used is an ERP (SAP). The accounting module (FI) benefits directly from these decisions. No significant specific developments have been carried out on this ERP.

Finance Controllers are present at each of the Group's main sites. There is complete separation between the finance control and accounting teams, even though information is exchanged on an ongoing basis.

Reference manuals are used to prepare:

- the annual accounts (general chart of accounts);
- the consolidated financial statements;
- the monthly internal financial reports.

The financial data provided are regularly verified by Group personnel.

In addition, our Statutory Auditors carry out an annual audit of the annual accounts as part of its legal audit obligation.

6. Observations by the Supervisory Board on the management report prepared by the Executive Board and on the annual accounts for the 2024 financial year

Dear Shareholders,

Summoned to the Combined General Meeting in accordance with the law and the bylaws, notably to present the accounts of the past fiscal year for your consideration and approval, you have recently reviewed the reports of the Executive Board and of the Statutory Auditors on the fiscal year ended December 31, 2024.

In accordance with the provisions of Article L. 22-10-20 of the French Commercial Code, we would like to draw your attention to our observations regarding the Executive Board's management report and the accounts for the fiscal year ended December 31, 2024.

Furthermore, we wish to inform you of the topics discussed by the Supervisory Board, as presented in *section 2.1.2.4* of the annual report.

Firstly, good relations were maintained throughout the financial year with the Executive Board, which regularly provided reports on its activities and all necessary information, enabling the Supervisory Board to fulfill its ongoing monitoring endeavor with due diligence.

We would like to inform you that the statutory and consolidated accounts for the fiscal year ended December 31, 2024, along with the management report, have been submitted to the Supervisory Board within the deadlines stipulated by the legal and regulatory provisions.

Thus, during the meeting of the Supervisory Board on April 3, 2025, the Executive Board presented to us the corporate annual accounts for the 2024 financial year, the consolidated financial statements and the management report prepared on the accounts and operations for the year ended December 31, 2024.

The Executive Board's report to the General Meeting does not elicit any specific comments from the Supervisory Board.

The accounts for the fiscal year ended December 31, 2024, highlight the following main items:

(in thousands of euro)	Consolidated Accounts	Parent company accounts
Balance Sheet Total	836,238	442,717
Revenue	988,994	303,485
Profit/Loss for the Year	24,190	27,646

Over the year, the activity was notably marked by:

- the 1.1% decline in the global automotive market, which negatively impacted the Group's turnover and profitability.
- Net cash increased by €28 million compared with 2023 (€133 million).

The Supervisory Board studied the proposals for resolutions that were submitted to the General Meeting and invites you to approve them in order to provide the Executive Board the necessary means to implement its strategy.

The Supervisory Board does not have any particular observation to make concerning the accounts for the year ended December 31, 2024, as they were presented to you after being examined by the Audit Committee and certified by the Statutory Auditors. The Supervisory Board members also ask that you approve the agreements and commitments provided for in Article L. 22-10-20 of the French Commercial Code, duly authorized. Your Statutory Auditors have been regularly informed of these agreements. They will present them to you and provide you with their special report.

For the Supervisory Board
André Coutier,
President of the Supervisory Board

LIST OF POSITIONS, DUTIES AND PROFESSIONAL ADDRESSES OF THE SUPERVISORY BOARD AND THE EXECUTIVE BOARD AS AT DECEMBER 31, 2024

7. List of positions and duties of the member of the Supervisory Board as at December 31, 2024

7.1. André Coutier

Duties:	**Professional Address:**
President and Member of the Supervisory Board Member of the Audit Committee Member of the Remuneration Committee	975, route des Burgondes 01410 Champfromier, France
Current Mandates:	
French companies	***Duties***
COUTIER DEVELOPPEMENT SA with Executive and Supervisory Boards (Champfromier)	President and Member of the Executive Board
COFA2M, SAS (Champfromier)	CEO
COFA2B, SAS (Champfromier)	CEO
FOREX, SAS (Champfromier)	CEO
Foreign Companies	***Duties***
AKWEL USA, INC (United States) (formerly AVON AUTOMOTIVE HOLDING Inc.)	Director
COUTIER DEVELOPMENT LCC (United States)	Director
AKWEL RUDNIK CZECH REPUBLIC AS (Czech Republic) (formerly AVON AUTOMOTIVE AS)	Member of the Supervisory Board
Mandates and Duties Expired in the Last Five Financial Years:	
Permanent representative of AKWEL in his capacity as Director of the P.E.P VALORISATION Group (until 2021) Director of COUTIER DEVELOPPEMENT (formerly COUTIER JUNIOR) President of the Executive Board of AKWEL (formerly MGI COUTIER) President of the Board of Directors of AKWEL VIGO SPAIN SLU (Spain) (formerly MGI COUTIER ESPANA) President of the Board of Directors of AKWEL TIMISOARA ROMANIA SRL (Romania) (formerly MGI COUTIER ROM) Representative of AKWEL BIRMINGHAM UK LTD (formerly MGI COUTIER UK) (United Kingdom) in his capacity as Director President of the Board of Directors of AKWEL MEXICO SA DE CV (Mexico) (formerly MGI COUTIER MEJICO SA DE CV) Director and Vice-President of the Board of Directors of AKWEL BURSA TURKEY OTOMOTIVE Group (Türkiye) (formerly MGI COUTIER MAKINA YEDEK PARÇA IMALAT VE SANAYI)	

7.2. Geneviève Coutier

Duties:	**Professional Address:**
Member of the Supervisory Board Member of the Audit Committee	975, route des Burgondes 01410 Champfromier, France
Current Mandates: None	
Mandates and Duties Expired in the Last Five Financial Years: None	

7.3. Émilie Coutier

Duties:	**Professional Address:**
Member of the Supervisory Board	975, route des Burgondes 01410 Champfromier, France
Current Mandates:	
French companies	***Duties***
COUTIER DEVELOPPEMENT, SA with Executive and Supervisory Boards (Champfromier)	Permanent representative of COFA2E, in her capacity as Member of the Supervisory Board
COFA2E, SAS (Champfromier)	President
Mandates and Duties Expired in the Last Five Financial Years: None	

7.4. COUTIER DEVELOPPEMENT

Duties:	**Professional Address:**
Member of the Supervisory Board	975, route des Burgondes 01410 Champfromier, France
Current Mandates: None	
Mandates and Duties Expired in the Last Five Financial Years: None	

7.5. Christophe Coutier

Duties:	Professional Address:
Permanent representative of COUTIER DEVELOPPEMENT, SA on the Executive and Supervisory Boards (Champfromier) Member of the Audit Committee Member of the CSR and Remuneration Committee	975, route des Burgondes 01410 Champfromier, France
Current Mandates:	
French companies	***Duties***
COUTIER DEVELOPPEMENT SA with Executive and Supervisory Boards (Champfromier)	Member of the Executive Board
COFA2C, SAS (France) (Champfromier)	President
FOREX, SAS (France) (Champfromier)	President
GFF Groupement Forestier (Champfromier)	Manager
Foreign Companies	***Duties***
COUTIER DEVELOPMENT LCC (United States)	President
Mandates and Duties Expired in the Last Five Financial Years:	
Director of COUTIER DEVELOPPEMENT (formerly COUTIER JUNIOR)	

7.6. Anne Vignat Ducret

	Address
Member of the Supervisory Board	891, Route de Saint André sur Vieux Jonc Le Thioudet, 01960 Peronnas, France
Current Mandates:	
French companies	***Duties***
COUTIER DEVELOPPEMENT SA with Executive and Supervisory Boards (Champfromier)	Member of the Supervisory Board
FORESTIERE & DEVELOPPEMENT (SAS) (Maillat)	CEO
LES FILS DE CYRILLE DUCRET (SAS) (Maillat)	CEO
FORETS ET SCIAGES AUTUN - F.S.A (SAS) (Autun)	CEO
POINT BOIS (SAS) (Cayenne, Guyana)	CEO
SCIAGE USINAGE PANNEAUX BOIS-SUPBOIS (SA) (Janville-en-Beauce)	Director
FORETS & SCIAGES COMTOIS: FSC (SAS) (Pierrefontaine-les-varans)	CEO
CAISSE REGIONALE DE CREDIT AGRICOLE CENTRE-EST (Champagne-au-Mont d'Or)	Director
BOIS & SCIAGES GUYANAIS – BSG (SARL)	Manager

(Roura, Guyana)	
COVEMAT (SAS) (France – Martinique)	CEO
PACABOIS (SAS) (Maillat)	CEO
MATBOIS (SAS) (Le Lamentin - Martinique)	CEO
SYSCOBOIS (SARL) (Baume-les-dames)	Manager
BOIS CARRE (SAS) (Baume-les-dames)	CEO
O GREEN (SAS) (Ambérieu Bugey)	CEO
SOCIETE CIVILE DES PRES (SCI) (Pierrefontaine-les-varans)	Manager
GROUPEMENT FORESTIER DE LA VIELLE (Autun)	Manager
Foreign Companies	***Duties***
MBAO BOIS SENEGAL (SARL) (Senegal)	Manager
Mandates and Duties Expired in the Last Five Financial Years:	
Manager of the SCI (real estate investment company) Sous les Roches (France)	
Manager of Groupement Forestier du Violon (France)	

7.7. Nicolas Job

Duties:	**Professional Address:**
Vice-President and Member of the Supervisory Board President and Member of the Audit Committee Chair and member of the CSR and Remuneration Committee	11, chemin des anciennes vignes 69410 Champagne-au-Mont-d'Or, France
Current Mandates:	
French companies	***Duties***
NJ CONSULTING	Manager
COUTIER DEVELOPPEMENT SA with Executive and Supervisory Boards (Champfromier)	Member of the Supervisory Board
Mandates and Duties Expired in the Last Five Financial Years: None	

7.8. Guillaume Wesolowski

Duties:	**Professional Address:**
Member of the Supervisory Board Engineering Manager	AKWEL — European Industrial Area 76220 GOURNAY-EN-BRAY, France
Current Mandates: None	
Mandates and Duties Expired in the Last Five Financial Years: None	

8. List of positions and duties of the members of the Executive Board as at December 31, 2024

8.1. Mathieu Coutier

Duties:	**Professional Address:**
President and Member of the Executive Board	975, route des Burgondes 01410 Champfromier, France
Current Mandates:	
French companies	***Duties***
COUTIER DEVELOPPEMENT, SA with Executive and Supervisory Boards (Champfromier)	Member of the Executive Board
AKWEL VANNES FRANCE, SAS (Vannes)	Permanent representative of AKWEL, in his capacity as President
AKWEL AUTOMOTIVE VANNES FRANCE, SAS (Vannes)	Permanent representative of AKWEL, in his capacity as President
COFA2M, SAS (Champfromier)	President
SCI DU PAYS DE BRAY SUD (Champfromier)	Manager
FERMOB, SA (Saint-Didier-sur-Chalaronne)	Director
Foreign Companies	***Duties***
AKWEL CHIPPENHAM UK LTD (United Kingdom)	Director
AKWEL BIRMINGHAM UK LTD (United Kingdom)	Permanent representative of AKWEL, in his capacity as Director
MGI COUTIER FINANCE, LTD (United Kingdom)	Director
AKWEL GERMANY SERVICES GMBH (Germany)	Manager
AKWEL RUDNIK CZECH REPUBLIC (Czech Republic)	Member of the Executive Board
AKWEL VIGO S.L (Spain)	Director and President
AKWEL SANT JUST SPAIN S.L (Spain)	Director and President
AKWEL TIMISOARA ROMANIA SRL (Romania)	Director
AKWEL SWEDEN AB (Sweden)	Director and President
AKWEL AUTOMOTIVE SWEDEN AB (Sweden)	Director and President
AKWEL BURSA TURKEY OTOMOTIVE A.S. (Türkiye)	Vice-President and Director
GOLD SEAL AVON POLYMERS PVT LTD (India)	Director
AKWEL NINGBO CHINA CO, LTD	Director

AKWEL WUHAN AUTO PARTS CO, LTD	Director
AKWEL CHONGQING AUTO PARTS CO, LTD	Director and President
AKWEL JAPAN SERVICES CO LTD (Japan)	Director
AKWEL USA, INC (United States)	Director and President
AKWEL CADILLAC USA, INC (United States)	Director and Treasurer
AKWEL MEXICO USA, INC (United States)	Director and Treasurer
AKWEL AUTOMOTIVE USA, INC (United States)	Director and President
AKWEL JUAREZ MEXICO, S.A. DE C.V (Mexico)	Director and President
AKWEL MEXICO, S.A. DE C.V (Mexico)	Director and President
AKWEL ORIZABA MEXICO, S.A. DE C.V (Mexico)	Director and Treasurer
MGI COUTIER ILIA CO PJS (Iran)	Director (until December 10, 2024)
Mandates and Duties Expired in the Last Five Financial Years:	
Director of COUTIER DEVELOPPEMENT (formerly COUTIER JUNIOR) President of the Board of Directors of AKWEL WUHAN AUTO PARTS CO, LTD (formerly WUHAN MGI COUTIER AUTO PARTS CO LTD)	

8.2. Benoit Coutier

Duties:	**Professional Address:**
Member of the Executive Board	975, route des Burgondes 01410 Champfromier, France
Current Mandates:	
French companies	***Duties***
COUTIER DEVELOPPEMENT, SA with Executive and Supervisory Boards (Champfromier)	Member of the Executive Board
COFA2B, SAS (Champfromier)	President
Foreign Companies	***Duties***
AKWEL STARA ZAGORA (Bulgaria) EOOD (Bulgaria)	Manager
AKWEL TIMISOARA ROMANIA SRL (Romania)	President and Director
AKWEL TONDELA (PORTUGAL), LDA (Portugal)	Manager
AKWEL SWEDEN AB (Sweden)	Director
AKWEL AUTOMOTIVE SWEDEN AB (Sweden)	Director
AKWEL VIGO S.L (Spain)	Director
AKWEL SANT JUST SPAIN S.L (Spain)	Director
MGI COUTIER FINANCE, LTD (United Kingdom)	Director
AKWEL CHIPPENHAM UK LTD (United Kingdom)	Director
AKWEL BIRMINGHAM UK LTD (United Kingdom)	Director

AKWEL NINGBO CHINA CO, LTD	Director
AKWEL CHONGQING AUTO PARTS CO, LTD (China)	Director
AKWEL WUHAN AUTO PARTS CO, LTD (China)	Director
GOLD SEAL AVON POLYMERS PVT LTD (India)	Director
AKWEL AUTOMOTIVE PUNE INDIA PVT LTD (India)	Director
AKWEL RAYONG (THAILAND) CO, LTD (Thailand)	Director
AKWEL JAPAN SERVICES CO LTD (Japan)	Director
MGI COUTIER ILIA CO PJS (Iran)	Permanent representative of AKWEL in his capacity as Director (until December 10, 2024)
AKWEL BURSA TURKEY OTOMOTIV AS (Türkiye)	Director and President of the Board of Directors
AKWEL USA, INC (United States)	Director and Secretary (Officer)
AKWEL MEXICO USA, INC (United States)	Director and President
AKWEL AUTOMOTIVE USA, INC (United States)	Director and Officer
AKWEL CADILLAC USA, INC (United States)	Director and Secretary
AKWEL MEXICO, S.A. DE C.V (Mexico)	Director and President
AKWEL ORIZABA MEXICO, S.A. DE C.V (Mexico)	Director
AKWEL JUAREZ MEXICO, S.A. DE C.V (Mexico)	Director and Vice-President

Mandates and Duties Expired in the Last Five Financial Years:
Director of the COUTIER DEVELOPPEMENT, SA Group (formerly COUTIER JUNIOR), Manager of AKWEL JUNDIAI BRASIL-INDUSTRIA DE AUTOPEÇAS LTDA (Brazil)

8.3. Nicolas Coutier

Duties:	**Professional Address:**
Member of the Executive Board	975, route des Burgondes 01410 Champfromier, France
Current Mandates:	
French companies	***Duties***
COUTIER DEVELOPPEMENT, SA with Executive and Supervisory Boards (Champfromier)	Member of the Executive Board
COFA2N, SAS (Champfromier)	President
Foreign Companies	***Duties***
AKWEL VIGO SPAIN SL (Spain)	Director
AKWEL SANT JUST SPAIN S.L (Spain)	Director
AKWEL AUTOMOTIVE PUNE INDIA PVT LTD	Director
AKWEL JAPAN SERVICES CO LTD (Japan)	Supervisor
AKWEL AUTOMOTIVE SWEDEN AB (Sweden)	Director
AKWEL SWEDEN AB (Sweden)	Director
Mandates and Duties Expired in the Last Five Financial Years: None	
Director of COUTIER DEVELOPPEMENT, SA (formerly COUTIER JUNIOR)	
Manager of AKWEL PAREDES DE COURA (Portugal) UNIPESSOAL, LDA (formerly MGI COUTIER LUSITANIA UNIPESSOAL LDA)	
Director of the Group GOLD SEAL AVON POLYMERS (India)	

FINANCIAL STATEMENTS — AKWEL GROUP

CONSOLIDATED BALANCE SHEET

At December 31, 2024
(in thousands of euro)

ASSETS	Notes No	31.12.2024	31.12.2023
Intangible assets			
Goodwill	7	35 381	33 665
Other intangible assets	8	2 330	2 517
Intangible assets		**37 711**	**36 182**
Tangible fixed assets			
Land		20 827	21 710
Buildings		72 135	70 433
Technical installations & equipment		122 528	126 650
Other tangible fixed assets		8 353	9 168
Assets related to usage rights		13 536	13 159
Work in progress, advances and prepayments		48 314	42 560
Tangible fixed assets	9	**285 693**	**283 681**
Non-current financial assets	10	2 064	2 204
Deferred tax assets	11	12 493	10 054
Total non-current assets		**337 961**	**332 121**
Inventories and work in progress	12	141 628	173 452
Trade receivables and other assets related to customer contracts	13	142 933	166 233
Other receivables	14	63 258	59 613
Cash and cash equivalents	17	150 458	151 523
Total current assets		**498 277**	**550 821**
Assets held for sale	19	-	-
Total assets		**836 238**	**882 942**

LIABILITIES	Notes No.	31.12.2024	31.12.2023
Share capital	15	21 240	21 393
Share premium		6 863	9 705
Revaluation surplus land		- 255	- 418
Reserves and retained earnings		554 483	543 316
Interim dividends		-	-
Net income for the period attributable to the Group		**24 190**	**35 722**
Equity attributable to the Group		**606 520**	**609 718**
Minority interests		**625**	**532**
Equity		**607 146**	**610 250**
Non current provisions	16	64 218	57 782
Medium- and long-term financial debt	17	3 843	2 237
Non-current lease obligations	17	9 573	9 181
Deferred tax liabilities	11	9 954	6 314
Total non-current liabilities		**87 588**	**75 514**
Current provisions	16	9 680	11 896
Current Financial liabilities	17	1 686	33 561
Current lease obligations		1 963	1 520
Trade payable		85 370	110 402
(including accounts payable for fixed assets)		*1 800*	*3 269*
Other liabilities	18	42 806	39 798
Total current liabilities		**141 505**	**197 177**
Liabilities held for sale or discontinued operations	19	-	-
Total liabilities		**836 238**	**882 942**

CONSOLIDATED INCOME STATEMENT

At December 31, 2024
(in thousands of euro)

	Notes No.	31.12.2024 (12 months)	31.12.2023 (12 months)
REVENUE	3	**988 994**	**1 066 373**
Change in stored production		-16 929	10 791
Consumption		-439 079	-502 579
Discounts granted		116	-245
Other external expenses		-135 489	-169 539
VALUE ADDED		**397 613**	**404 801**
Taxes		-4 892	-4 521
Personnel and temporary staff expenses		-305 499	-298 374
GROSS OPERATING SURPLUS		**87 222**	**101 905**
Depreciation and amortization		-39 269	-38 599
Net provisions/reversals		-9 557	-2 265
CURRENT OPERATING INCOME	3	**38 396**	**61 042**
Other net non-current income (expenses)	4	1 322	-11 786
OPERATING INCOME		**39 718**	49 255
Cash and cash equivalents		3 438	2 004
Gross financial debt expense		-1 597	-1 690
Net cost of financial debt	5	**1 841**	**314**
Other financial income (and expenses)	5	-448	-148
Gains and losses on monetary positions	5		
Current and deferred taxes	6	-16 642	-12 978
Share in the results of associated companies		-208	-976
NET INCOME FROM CONTINUING OPERATIONS		**24 261**	**35 469**
Net income after tax from discontinued operations or operations held for sale			
NET INCOME		**24 261**	**35.469**
* of which attributable to the consolidated Group		24 190	35 722
* of which attributable to minority interests		71	-253
Net income attributable to the Group per share (in euros)		**0,91**	**1,34**
Diluted net income attributable to the Group per share (in euros)		**0,91**	**1,34**

Value-added and EBITDA are indicators used in the Group's management reports. As such, they are presented above.

NET INCOME STATEMENT AND THE GAINS AND LOSSES RECOGNIZED DIRECTLY IN SHAREHOLDER EQUITY

At December 31, 2024
(in thousands of euro)

	31.12. 2024	31.12. 2023
NET INCOME	**24 261**	**35 469**
Translation differences	-20 696	-5 128
OCI - Recyclable		-
Actuarial gains and losses on pension obligations net of tax	105	-439
OCI - Non-recyclable	-	-
GAINS AND LOSSES RECOGNIZED IN EQUITY	**-20 591**	**-5 567**
COMPREHENSIVE INCOME	**3 670**	**29.902**
* of which attributable to the consolidated Group	3 576	30 184
* of which attributable to minority interests	93	-282

Clarification: all components of other comprehensive income are intended to be recycled into profit or loss, except for actuarial gains and losses related to post-employment obligations and fair value changes of non-consolidated equity securities.

CONSOLIDATED CASH FLOW STATEMENT

At December 31, 2024
(in thousands of euro)

	Note No	31/12/2024	31/12/2023
NET INCOME		**24 261**	**35 469**
Goodwill of amortization	7	0	0
Amortization charges excluding rights of use	2	36 621	35 667
Amortization charges related to rights of use	9.2	2 648	2 932
Gains/losses on asset disposals		-4 681	18
Change in provisions and other operating resources		7 233	9 591
Net income after tax from discontinued operations or operations held for sale		0	0
Elimination of net income from associated companies		207	975
SELF-FINANCING		**66 289**	**84 652**
Change in other current assets and liabilities		30 249	-20 748
CHANGE IN CASH FLOW FROM OPERATING ACTIVITIES		**96 538**	**63 904**
Acquisitions of tangible and intangible fixed assets	8 and 9	-46 910	-57 535
Acquisitions of financial assets		-144	334
Disposals of fixed assets		6 712	939
Change in the scope of consolidation	2	0	-2 995
CHANGE IN CASH FLOWS FROM INVESTING ACTIVITIES		**-40 342**	**-59 258**
Distribution of dividends		-7 963	-8 020
Change in debt	17	-30 282	-8 702
Capital increase/decrease		-153	0
Repayment of lease liabilities		542	728
CHANGE IN CASH FLOW FROM FINANCING		**-37 856**	**-15 993**
Impact of exchange rate variations		-19 415	-3 687
NET CHANGE IN CASH FLOW		**-1 075**	**-15 036**
CASH AT THE BEGINNING OF THE PERIOD		**151 476**	**166 512**
CASH AT CLOSING	1.11	**150 401**	**151 476**

The rules for preparing the Cash Flow Statement are outlined in note 1.12 below.

Closing net cash includes current bank overdrafts of €57 thousand.

Breakdown of Changes in Other Short-Term Assets and Liabilities

	31.12. 2024 (12 months)	31.12. 2023 (12 months)
Change in financial expenses	-	-
Change in inventories	32 692	-18 314
Change in current receivables	19 890	-6 275
Change in current liabilities	-24 056	-1 473
Change in non-current receivables	491	4 884
Change in non-current liabilities	1 232	430
Change in available-for-sale assets and liabilities	0	-
Change in other current assets and liabilities	**30 249**	**-20 748**

Breakdown of changes in debt (excluding rental debts)

	31.12. 2024 (12 months)	31.12. 2023 (12 months)
Capital increase or contributions		-
Proceeds from loans	3 416	664
Repayment of loans	-33 698	-9 366
Treasury shares	-	-
Change in debt (excluding rental debt)	**-30 282**	**-8 702**

CHANGES IN CONSOLIDATED SHAREHOLDER EQUITY

At December 31, 2024
(in thousands of euro)

	Capital	Premiums	Reserves	Gains and losses recognized in shareholder equity	Total Group share	Minority interests	Total
Equity as at December 31, 2022	21 393	9 704	631 093	- 65 399	596 791	815	597 607
Impact of restatement of the standard for Turkish entities				-4 329	-4 329		-4 329
Shareholder equity as at December 31, 2022, restated	**21 393**	**9 704**	**631 093**	**-69 728**	**592 463**	**815**	**593 278**
Net income for fiscal year 2022	-	-	35 722	-	35 722	-253	35 469
Gains and losses recognized in equity	-	-	-	-770	-770	-29	-799
OCI	-	-	-	-439	-439	0	-439
S/Total Comprehensive income	**-**	**-**	**35 722**	**-1 209**	**34 513**	**-282**	**34 231**
Distribution of dividends	-	-	-8 020	-	-8 020	0	-8 020
Other changes	-	-	-9 237	-	-9 237	-1	-9 238
Equity as at December 31, 2023	21 393	9 704	649 558	-70 937	609 718	532	610 250
Change in capital	-153	-2 842	2 995	-	0		0
Net income for fiscal year 2024	-	-	24 190	-	24 190	71	24 261
Gains and losses recognized in equity	-	-	-	-20 718	-20 718	22	-20 696
OCI	-	-	-	105	105	0	105
S/Total Comprehensive income	**-**	**-**	**24 190**	**-20 613**	**3 577**	**93**	**3 670**
Distribution of dividends	-	-	-7 944	-	-7 944	0	-7 944
Other changes	-	-	1 169	-	1 169	0	1 169
Equity as at December 31, 2024	**21 240**	**6 862**	**669 968**	**-91 550**	**606 520**	**625**	**607 145**

End-of-career bonuses were calculated taking into account the update to standard IFRIC IC. Actuarial gains and losses recognized in OCI amount to €105,000.

NOTES TO THE CONSOLIDATED ACCOUNTS

December 31, 2024

1. Accounting Rules and Methods

The Group's consolidated financial statements were approved by the Executive Board Wednesday on April 3, 2025.

1.1. Key Events of the Past Financial Year

During the past financial year, significant operations and events in terms of scope or organization were as follows:

- Decrease in turnover due to a difficult market environment for automobile production
- Increase in personnel costs due to wage inflation
- Closure and sale of the Mureaux plant, generating a capital gain of €3.3 million;
- Sale of the Cordoba plant in Argentina, generating a capital gain of €2.7 million.

1.2. Climate-related information

Faced with the climate emergency marked by pollution and the gradual disappearance of species and resources, regulatory changes in environmental matters that affect more and more companies, changing consumer attitudes and the growing number of ethical and co-responsible commitments on the part of manufacturers, the Group has embarked on a CSR initiative. The Group aims to move toward carbon neutrality.

At the end of 2024, climate risks and decarbonization commitments were not likely to have a material impact on the financial statements. There were no sources of uncertainty relating to significant estimates and judgments linked to potential climate risks.

1.3. Compliance Statement

In accordance with European Regulations 1606/2002 and 1725/2003, the consolidated financial statements of the AKWEL Group are prepared in accordance with the international accounting standards applicable within the European Union as of December 31, 2024. International accounting standards include IFRS (International Financial Reporting Standards), IAS (International Accounting Standards), and amendments by the SIC and the IFRIC (Standards Interpretations Committee and International Financial Reporting Interpretations Committee) and their interpretations, which are available on the following website: http://eur-lex.europa.eu/en/index.htm.

The consolidated accounts are presented in euro and rounded to the nearest thousand.

1.4. New standards, amendments and interpretations applicable in 2024

The consolidated financial statements are prepared in accordance with the accounting and valuation rules defined by the IFRS framework (standards, amendments and interpretations) adopted by the European Commission as of December 31, 2024. This framework is available on the European Commission’s website.

The new standards, amendments and interpretations adopted by the European Commission, applicable from January 1, 2024, are presented below:

- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16), published by the EU in November 2023;
- Non-current Liabilities with Covenants (Amendments to IAS 1), adopted by the EU in December 2023;
- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7), adopted by the IASB in May 2023 and currently being adopted by the EU;

These amendments had no impact on the Group's accounts as of December 31, 2024.

The Group has chosen not to implement in advance the standards, amendments and interpretations adopted or in the process of being adopted by the European Union, but whose early application would have been possible as interpretations of existing texts, and which will come into force after December 31, 2024, notably:

For periods beginning on or after January 1, 2025:

- Lack of Exchangeability (Amendments to IAS 21), adopted by the IASB in August 2023 and currently being adopted by the EU.

For periods beginning on or after January 1, 2026:

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7), including clarifications on the "basic lending agreement" criterion and other terms, adopted by the IASB in May 2024, and currently being adopted by the EU.
- Contracts Referencing Nature-dependent Electricity—Amendments to IFRS 9 and IFRS 7, including clarifications on PPAs and VPPAs, adopted by the IASB in December 2024 and currently being adopted by the EU.
- Annual Improvements to IFRS Accounting Standards—Volume 11, amending IFRS 10 by clarifying guidance related to the "Determination of a de facto agent", adopted in July 2024 and currently being adopted by the EU.

The Group does not expect these amendments to have a significant impact on its financial statements.

- Use of estimates and assumptions

The financial statements reflect the assumptions and estimates made by the Group's Management. Presenting financial statements requires the use of estimates and assumptions in order to evaluate certain assets, liabilities, income, expenses and commitments. The final data may differ from these estimates and assumptions. Goodwill, impairment tests, deferred tax assets, provisions recorded in the balance sheet liabilities and lease contract durations are the main elements of the consolidated financial statements affected by the use of assumptions and estimates.

During the financial year, the Group did not observe a significant change in the level of uncertainty related to these estimates and assumptions, especially considering the uncertainties associated with the macroeconomic and geopolitical environment, with the exception of the very high volatility of the discount rate used to calculate employee commitments (see *note 1.7.9 Pension obligations*) and those related to translation adjustments.

1.4.1. The Impacts of Hyperinflation in Türkiye and Argentina on the Group

1.4.1.1. The Euro as the Functional Currency for Turkish Subsidiaries

IAS 21 "The Effects of Changes in Foreign Exchange Rates" has applied to the Turkish subsidiaries since financial year 2022, as their functional currency is the euro.

1.4.1.2. Impacts of Hyperinflation in Argentina

Considering the non-significant nature of the subsidiary, the Group does not apply IAS 29 "Financial Reporting in Hyperinflationary Economies."

1.5. Scope of Consolidation

Significant companies in which the Company has direct or indirect exclusive control are fully consolidated. The exclusive control is assessed according to the criteria defined by IFRS 10 (direct or indirect power to direct the financial and operational policies of the relevant activities, exposure to variable returns and the ability to use its power to influence returns). This control is generally presumed to exist in companies where the Company directly or indirectly holds more than 50% of the voting rights of the controlled entity. To assess this control, potential immediately exercisable voting rights are taken into account, including those held by another entity.

Significant associated companies in which the Group directly or indirectly exerts notable influence are accounted for using the equity method. Notable influence refers to having the power to shape the financial and operational policies of a company without, however, exercising control over its policies. It is presumed to exist when the Company directly or indirectly holds between 20% and 50% of the voting rights. Equity accounting involves substituting the carrying amount of the securities held with the share they represent of the associated Company's equity, including the results for the financial year.

The analysis of partnerships conducted according to the criteria defined by IFRS 11 revealed only joint ventures and no joint activities. Joint ventures are accounted for using the equity method.

The list of companies included in the consolidation scope as at December 31, 2024 is provided in *note 2*.

All significant transactions between the consolidated companies are eliminated, as well as unrealized internal profits included in the fixed assets and inventories of the consolidated entities.

1.5.1. Business Combinations

Since 2010, the Company has been applying the revised standards IFRS 3 "Business Combinations" and IAS 27 "Consolidated and Separate Financial Statements." In accordance with this method, the Company recognizes the identifiable assets, liabilities and contingent liabilities at their fair value, as of the date of acquisition.

The acquisition cost corresponds to the fair value, at the date of the exchange, of the assets transferred, liabilities incurred and/or equity instruments issued in exchange for control of the acquired entity.

Expenses related to a business combination are not part of the fair value exchanged. They are recognized as expenses and are not included in the acquisition cost of the securities.

The Company assesses minority interests in a takeover either at their fair value (full goodwill method) or based on their share of the acquired Group's net assets (partial goodwill method). The option is chosen for each acquisition.

The impact of changes in the consolidation scope without amending the control is recognized directly in consolidated reserves.

When the business combination agreement provides for a price adjustment dependent on future events, the Company includes the amount of this adjustment in the business combination cost at the acquisition date if this adjustment is likely and can be reliably measured. Any subsequent variation is recognized in profit or loss.

The Group has a 12-month period from the acquisition date to complete the accounting for the business combination in question (excluding changes in price adjustments — see above). Any change to the acquisition price made outside the allocation period results in no change to the acquisition cost or goodwill. This 12-month period does not apply to price adjustment clauses, the variations of which are recognized in profit or loss post-acquisition.

1.6. Conversion of the Financial Statements and Foreign-Currency Transactions

The financial statements of foreign subsidiaries are prepared in their functional currency, which is the currency that is significant to the operations of the respective subsidiary. This is most often the local currency.

The Group applies the closing-rate method to convert subsidiary financial statements:

- all balance-sheet items of foreign subsidiaries are converted at the closing rate, except for equity;
- income statement items of foreign subsidiaries, denominated in the local currency, are converted at the average rate for the period;
- Group share of equity is converted at the historical rate, except for the current year's income, which is converted at the average rate;
- translation adjustments are recognized in other comprehensive income;
- goodwill arising from foreign subsidiaries is recorded in the subsidiary's currency.

Exchange differences resulting from currency transactions during the period are included in the income statement under current operating income.

The accounting principles adopted for the conversion of subsidiaries located in hyperinflationary economies are presented in *note 1.4.1*.

The Group has not implemented any currency risk hedging instruments for the periods presented.

In the event of the disposal of foreign subsidiaries that prepare their accounts in a currency other than the euro, the cumulative translation adjustments are recycled into profit or loss to be included in the gain or loss on disposal.

Exchange differences related to a monetary item that is essentially part of the net investment in a foreign subsidiary are recognized directly in consolidated equity under the “Translation adjustment” item, provided the criteria defined by the standard are met.

1.7. Accounting Principles and Methods

The accounts of the Group's companies, prepared according to the accounting rules in force in their country of operation, are adjusted before being consolidated when there are discrepancies in accounting principles compared to those adopted by the Group.

1.7.1. Intangible assets

Intangible assets are recorded on the balance sheet at their acquisition cost and primarily include the following:

- Patents (amortized on a straight-line basis over their protection period);
- Software (amortized on a straight-line basis over a period ranging from one to three years).

Pursuant to Article 212-3 of the General Chart of Accounts, development costs may be included as assets if they relate to clearly individual projects with a serious chance of technical success and commercial profitability.

The cumulative criteria to be met are as follows:

- Technical feasibility, necessary for the completion of the intangible asset with a view to its commissioning or sale;
- Intention to complete the intangible asset and use or sell it;
- Ability to use or sell the tangible asset;
- Probable future economic benefits;
- Availability of appropriate resources for production from the intangible asset;
- Ability to reliably assess the expenditures attributable to the intangible asset during its development.

In 2024, as in 2023, no development costs were capitalized as the capitalization criteria were not met.

The amount of Research and Development expenses recognized as expenses during the 2024 financial year was €55.7 million (€62.6 million in 2023).

1.7.2. Goodwill

The positive difference between the acquisition cost of the securities and the fair value of the subsidiary's assets and liabilities at that date constitutes goodwill, which is recorded as an intangible asset under "Goodwill" in the consolidated balance sheet.

The acquisition price includes the impact of any adjustments to the acquisition price, such as price supplements. Price supplements are calculated by applying the criteria stipulated in the purchase agreement (turnover, income, etc.) to the most likely forecasts. They are estimated again upon each closure, and any changes are allocated to profit or loss (including within one year following the acquisition date). They are updated whenever there is a significant impact. Where appropriate, the impact of the "unwinding" of the debt recorded in the liabilities is recognized in the "Cost of net financial indebtedness" category. Acquisition costs are recognized directly as expenses.

When goodwill is negative, it is immediately recognized in profit or loss.

Goodwill is not amortized. They are, however, subject to impairment tests (see *note 7*).

Impairment Tests on Non-Financial, Non-Current Assets

In accordance with IAS 36, impairment tests are conducted at least once a year for non-amortized assets (mainly goodwill), and for other tangible and intangible assets if there are indications of impairment.

In practice, non-financial non-current assets correspond to goodwill, land and other non-current assets.

For the impairment testing of goodwill, the goodwill is allocated among the cash-generating units (CGUs), which are homogeneous groups that generate independent cash flows.

Regarding goodwill, the CGUs correspond to the countries of operation (France, Spain, Türkiye, China, United States, Sweden, etc.). There have been no CGU changes over the financial years presented.

The carrying amount of the assets grouped in this manner is compared to the higher of their value in use and their net market value minus sales costs. In practice, only the value in use is applied.

The value in use of goodwill is determined based on the discounted future cash flows of the CGUs using the following economic assumptions:

- The cash flows used are derived from the 2025 budgets and are extended over a total explicit period of five years;
- Beyond this period, the terminal value is calculated by capitalizing the last cash flow of the explicit period to infinity at a perpetual growth rate of 1.5% (1.5% in 2023);
- The discount rate corresponds to a weighted average cost of capital after tax. Using this method results in recoverable amounts that are identical to those obtained using a pre-tax rate on pre-tax cash flows.

The discount rate used as at December 31, 2024 to discount future cash flows was between 10.4% and 12.6%, depending on the country.

When the tests indicate an impairment, it is first charged against goodwill, and then against the other assets of the CGU, up to their recoverable amount. Impairments are recognized in either current or non-current operating income, depending on the cause of the impairment. Impairments on goodwill are irreversible until the related cash-generating units are disposed of, except in the case of equity associates.

1.7.3. Property, plant and equipment

Fixed assets are measured at their acquisition cost or at their fair value in the case of business combinations. The Group has opted for the revaluation of land as presented below in *note 9*.

The analysis conducted according to IAS 23 did not result in the capitalization of borrowing costs.

Depreciation is adjusted on a straight-line basis over the assets' useful life.

The generally adopted depreciation periods are as follows:

- Buildings: 25 to 40 years;
- Building fixtures: 5 to 10 years;
- Technical installations: 5 to 10 years;
- Industrial equipment and tools: 5 to 10 years;
- General installations: 10 years;
- Furniture and office equipment: 5 to 10 years.

In accordance with IAS 36, the Group would conduct impairment tests, using a methodology similar to that applied to goodwill, if any indicators of impairment were identified.

The Group's assets are not subject to expenditures under major multi-year maintenance or overhaul programs. The expenses incurred serve solely to verify the proper functioning of the installations and to perform maintenance without extending their useful life beyond the initially planned period.

The Group's property, plant and equipment do not have significant residual values.

The analysis conducted did not identify any lease-related assets that would need to be tested independently of a cash generating unit (CGU).

Accounting Principles Related to the Adjustments of Lease Contracts

IFRS 16 no longer distinguishes, from the lessee's perspective, between finance leases and operating leases.

Lease contracts, or contracts that contain a lease, are agreements that grant the right to control the use of an identified asset for a specified period in exchange for consideration.

Lease contracts meeting this definition are accounted for according to the guidelines below, except in cases of exemptions stipulated by the standard (such as contracts with terms under 12 months or low-value underlying assets) and for contracts not adjusted due to their negligible impact. In practice, the analysis has resulted in adjustments being made solely for real estate lease contracts.

For contracts not treated as lease contracts, rental payments are recognized as expenses evenly over the contract term.

For contracts falling under the purview of IFRS 16, the accounting treatment is as follows:

- At the contract start date, the Group recognizes an asset for the right of use and a financial liability for the lease obligation;
- The lease obligation is measured at the discounted value of the unpaid lease payments over the contract term. The discounted value is calculated using the explicit interest rate for finance leases and the incremental borrowing rate for other cases. The incremental borrowing rate is calculated for each country according to the contract term and the repayment profile (duration rate);
- The lease term is the non-cancelable period that corresponds to the enforceable period. In accordance with the IFRS IC interpretation of November 2019, the Group considers the date until which the lessee is reasonably certain to continue the lease beyond the contractual term;
- There are no early termination clauses in the various leases, and there are no clauses that would lead lessors to pay the Group a more than insignificant penalty if the lease were not renewed at the end of the non-cancelable period.

In practice:

- The terms used for leases in France correspond to the enforceable period of nine years ("3/6/9" commercial leases): a non-cancelable period of three years and certainty of exercising renewal options after three and six years. In cases where there is no specified duration in the contract, assets related to the right of use will be amortized over ten years, which corresponds to the average economic useful life of the assets concerned.
- There are no early termination clauses in the various leases, and there are no clauses that would lead lessors to pay the Group a more than insignificant penalty if the lease is not renewed at the end of the non-cancellable period.

Lease payments include fixed payments, variable payments dependent on an index or rate, and the exercise prices of purchase options that the lessee is reasonably certain to exercise. In practice, most lease payments are fixed and there are no purchase options.

Assets related to usage rights are measured using the cost model as follows: the cost is reduced by the accumulated depreciation and impairment losses, and adjusted to reflect any revaluations of the lease liability.

Assets related to usage rights are amortized over the economic useful life for leases with a purchase option, and over the lease term used to determine the lease liability for other leases.

Impact on Cash Flows

In accordance with IAS 7, only the repayments of debt related to lease liabilities are reported in the cash flow statement — under financing activities. The flows related to the increase in assets and liabilities from lease contracts are offset.

The interest paid on lease liabilities is presented under “Changes in debt,” similar to other interest payments.

1.7.4. Non-current financial assets

Financial assets valued at amortized cost:

This item primarily includes deposits and guarantees paid by the Group's companies.

Assets measured at fair value through other comprehensive income:

The Group measures non-consolidated equity securities at their fair value through other comprehensive income, which is not recyclable to profit or loss (see *note 1.10*). In exceptional circumstances (e.g. lack of reliable and recent information), the historical cost is deemed to be an acceptable benchmark of the fair value.

Assets measured at fair value through profit and loss:

No non-current financial assets are included in this category.

1.7.5. Inventory

Inventory is valued at the purchase price for raw materials and at the factory cost price for finished goods and work in progress. Factory cost price excludes overheads that do not contribute to production and financial expenses. All of these costs are calculated using the first in, first out method and, given the inventory turnover, are close to the latest cost prices.

Maintenance stocks are valued using the weighted average cost method.

A provision for impairment is recognized when the net value of the inventory exceeds its net realizable value and/or when indicators of impairment are identified (turnover, obsolescence, etc.).

Tools are valued at full cost up to the billable price to customers.

1.7.6. Accounts receivable, other assets and liabilities related to customer contracts

Accounts Receivable:

Accounts receivable are initially recorded at the fair value of the consideration to be received. The fair value of accounts receivable is considered to be their nominal value, given the usual payment terms of three months or less. Accounts receivable are adjusted at the balance sheet date for bills sent for collection that are not yet due, as well as for bills subject to discounting. Trade receivables that have not yet matured and are sold under a factoring agreement, and do not meet the derecognition criteria of IFRS 9, remain under the "Trade and similar receivables" item; otherwise, they are recognized as cash or cash equivalents.

A provision is recognized in accordance with IFRS 9 based on expected credit losses, taking into account any collateral. It should be noted that, overall, the customer risk is considered low due to the small amount of bad debts recorded in previous years.

The Group applies the simplified approach for impairment of receivables. The Group distinguishes doubtful receivables (customers with a high risk of default) from other accounts receivable.

Doubtful receivables are adjusted on a case-by-case basis.

Non-doubtful accounts receivable are adjusted based on a provisioning matrix, which considers both the probability of default and the probability of loss given default.

The probabilities are based on a risk analysis considering quantitative and qualitative criteria such as the financial situation of the customer, the age of the receivable and the existence of any disputes.

Other assets related to customer contracts:

There are no assets related to the costs of obtaining or executing contracts.

Netting agreements:

None.

Contracts with a significant financing component:

None.

Liabilities related to customer contracts:

Liabilities related to customer contracts include:

- Debts owed to customers for consideration to be paid to customers;
- Deferred income, of little significance, aimed at allocating turnover over the financial year.

1.7.7. Cash and cash equivalents

Cash at bank and in hand essentially comprises overdraft bank accounts.

Cash and cash equivalents are marketable securities that meet the criteria of IAS 7 for classification as “cash and cash equivalents”: short-term investments, highly liquid and easily convertible into a known amount of cash, and subject to negligible risk of value fluctuations.

They are initially recorded at acquisition cost and subsequently measured at fair value, which corresponds to the market value at the balance sheet date. Changes in fair value are recorded under financial income.

1.7.8. Payable and Deferred Taxes

Taxes Payable

Tax receivables and payables include assets and liabilities related to tax uncertainties and risks, in accordance with IFRIC 23. In practice, no amount has been reported in the financial years presented regarding tax uncertainties.

Deferred taxes

Deferred taxes reflect the timing differences between expenses and revenues recognized for financial reporting purposes in the consolidated financial statements and those recognized for corporate income tax purposes.

These deferred taxes, determined using the variable-rate method, mainly result from:

- Provisions not deductible on a temporary basis;
- Consolidation adjustments (amortization method, leases, severance pay, etc.).
- Elimination of internal profit included in inventories.

Deferred tax assets and liabilities are calculated using the enacted or substantially enacted tax rate at year-end. In practice, no significant changes in tax rates are expected. Deferred tax assets related to deductible temporary differences and tax loss carryforwards are recognized only to the extent that they can be offset against future taxable differences when there is a reasonable likelihood of realization or recovery through offsetting against future results, or when there are opportunities for tax optimization initiated by AKWEL. The time horizon for estimating future profits is a maximum of five years, with a periodic review of the assumptions and forecasts used. Furthermore, any regulations governing the capping of the use of deficits are considered, where relevant.

Applying the above principles has led to the non-recognition, at Group level, of deferred tax assets related to tax losses incurred by certain subsidiaries at year-end due to uncertainties regarding their future use and the absence of a precise schedule for using tax losses.

Deferred tax assets and liabilities have been offset when they relate to the same tax entity.

In accordance with IAS 12, deferred taxes are not discounted.

The application of Pillar 2 did not result in any additional tax charge for the financial year.

1.7.9. Pension Obligations

For defined contribution plans, the Group’s payments are recognized as expenses in the period to which they relate.

For defined benefit plans concerning post-employment benefits, the costs of benefits are estimated using the projected unit credit method with end-of-career salary.

The amounts of rights acquired by employees under various applicable collective agreements are assessed based on actuarial assumptions (changes in salary, retirement age, mortality, staff turnover), then discounted to their present value based on a discount rate. The corresponding provision for these acquired rights is fully recognized in provisions for retirement and other benefits.

In the absence of collective agreements providing for ceilings and/or acquisition tiers of rights, the obligations are recognized taking into account employees’ length of service.

The discount rate was determined taking into account the yield on private bonds with no risk and a maturity close to that of the commitments.

The amounts were calculated based on a discount rate of 3.36% (compared to 3.22% at year-end 2023), a salary increase of 2.5% (compared to 2.5% at year-end 2023) for both executives and non-executives, a retirement age of 67 and average assumptions regarding staff turnover. These assumptions apply to the French entities, which represent the most significant portion of the recognized pension obligations.

Active and former members of the governing and management bodies does not receive any specific benefit in terms of pension.

The cost of services rendered and the financial cost are reported in consolidated profit or loss. The impact of changes in system is also immediately recognized in consolidated profit or loss. There have been no changes in system over the financial years presented.

Actuarial gains and losses (related to changes in actuarial assumptions and experience adjustments) are recognized in other comprehensive income and are not recyclable to profit or loss.

No changes or amendments to the plan have occurred during the periods presented, except for the pension reform in France, which was adopted in April 2023 and came into force on September 1, 2023. The impact of this reform is insignificant.

Finally, the Group has not opted to outsource funding of the obligation to a fund.

1.7.10. Share-Based Payments

Where applicable, pursuant IFRS 2, the stock subscription or purchase options granted to employees that are settled in shares are measured at their fair value. This fair value is recognized in the income statement over the vesting period of the exercise rights by the employees, taking into account a probability of rights vesting, re-evaluated at each year-end. The cumulative benefit amount is fixed at the vesting date, based on the rights actually vested. It is then reclassified to reserves when the rights are exercised or forfeited.

1.7.11. Provisions (Excluding Tax Uncertainties)

In general, management has reviewed every known dispute involving the Group as at the balance sheet date. Where appropriate, after consulting with external advisors, provisions deemed necessary have been made to hedge the estimated risks.

Contingent assets are disclosed in the notes when their realization is likely and their amount is significant. Contingent liabilities are disclosed in the notes when their amount is significant.

1.7.12. Loans and Financial Debt

Loans and financial debt are measured at amortized cost using the effective interest rate method.

The accounting rules for lease liabilities under IFRS 16 are presented in *note 1.7.3 Accounting principles related to the adjustments of leases*.

1.7.13. Derivatives

1.7.13.1. Currency Risk

The Group and its subsidiaries primarily conduct purchase and sales transactions in the same currencies, thereby naturally hedging against exchange rate fluctuations. As a result, the Group does not currently use financial instruments to hedge its commercial flows.

1.7.13.2. Interest-Rate Risk

Historically, the Group's companies have not held any hedging contracts to secure a maximum fixed rate on a portion of the variable-rate financings in place.

1.7.14. Assets/Liabilities Held for Sale, Discontinued Operations

Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value minus costs to sell.

When applicable, and in compliance with IFRS 5, the results of discontinued operations are presented on a separate line in the income statement. No assets or liabilities meet this definition for the periods presented.

1.7.15. Own Shares

Movements (acquisitions and disposals) of the parent company's shares, whether held by the Parent Company itself or by one of its consolidated subsidiaries, are recognized directly in equity.

Gains or losses on the disposal of these shares are directly allocated to equity, net of the corresponding tax.

1.8. Presentation of the Income Statement

1.8.1. Revenue

IFRS 15 establishes the principles for recognizing revenue based on a five-step analysis:

- identification of the contract;
- identification of the various performance obligations, i.e. the list of goods or services the seller has committed to providing to the buyer;
- determination of the overall contract price;
- allocation of the overall price to each performance obligation;
- recognition of turnover and the related costs when a performance obligation is met.

Sales of parts and tools are recognized as revenue at the time of delivery, which corresponds to the date control is transferred, according to the specific terms of each contract or order.

The Group has selected the main transactions and contracts that represent its current and future activities. These transactions and contracts have been analyzed according to the five-step model required by the standard, particularly to identify areas of judgment. The conclusions of this analysis are outlined below.

For a particular automotive project, the three main commitments made by the Group to a manufacturer, generally identified during the preliminary analysis, are as follows:

- the product study, which includes determining the intrinsic technical specifications of the parts as well as those related to the associated production process;
- the provision of production tools, such as molds and other equipment used for manufacturing parts;
- the supply of parts.

The analysis concluded that these three phases are distinct performance obligations for which the Group recognizes revenue upon delivery/completion. In most cases, each performance obligation has a specific legal contract. Each contract is therefore independent, and after fulfilling the performance obligation, the manufacturer can opt out of the other contracts related to the same references without penalty, demonstrating the distinct nature of these performance obligations. When multiple performance obligations are combined in a single contract, the Group's policy is to set the price for each performance obligation independently. This approach mitigates the risk of loss if a contract is terminated after a specific service is completed.

Revenue from tools is recognized when control is transferred to the customer, which is considered satisfied when the customer validates the conformity of the tool. Until this transfer is completed, production costs are capitalized up to the billable amount to the customer.

Transaction prices are allocated to the performance obligations based on the contractual prices specific to each obligation as described above. Given the independence of the contracts and the risk of the manufacturer opting out of executing the other legal contracts, the Group negotiates with manufacturers for each contract based on standalone prices.

As for contributions received from clients on development costs and prototypes, they are now presented on the "Turnover" line as they result from a contract with a customer to obtain, in exchange for consideration, goods or services derived from the Group's regular activities. Moreover, the guarantees given are not optional.

Guarantees:

Furthermore, the Group considers that the contractual promise made to the manufacturer regarding the warranty of supplied parts does not meet the definition of a distinct performance obligation as it does not entail an “additional service.” Therefore, warranty costs will continue to be recognized in accordance with IAS 37 “Provisions, Contingent Liabilities and Contingent Assets.”

Agent/Principal Distinction:

The use of subcontracting is limited due to the degree of integration within the Group. When subcontracting occurs, the Group bundles subcontracted products into larger groups and therefore remains responsible for providing the goods or services as the principal.

For certain specific contracts, upon reviewing the relationship with the end customer, the Group considers itself to be acting as an agent rather than a principal.

Other points:

- customer contracts do not include a "financing" component;
- turnover recognition rules do not rely on significant estimates.

1.8.2. Personnel expenses

Personnel expenses include temporary staff costs and employee profit-sharing.

1.8.3. Territorial Economic Contribution

Both CVAE (contribution on the added value of enterprises) and CFE (business property tax) are classified as operational expenses.

1.8.4. Current operating income

The Group primarily uses current operating income as a performance indicator.

The current operating income corresponds to the net income before taking into account:

- various income and expenses, which mainly include significant restructuring costs;
- gains and losses and changes in provisions covering exceptional events, either because they are abnormal in amount or impact, or because they occur rarely;
- gains or losses on disposals or write-downs of assets;
- non-current goodwill write-downs, where the event leading to the write-down is non-current in nature;
- financial income;
- current and deferred taxes;
- the net income of associated companies.

This presentation is in line with French Accounting Standards Authority (ANC) Recommendation 2020-01, dated March 6, 2020.

1.9. Earnings per Share

Earnings per share is calculated based on the average number of shares in circulation during the financial year, using the net income attributable to the Group.

Diluted earnings per share takes into account potential shares resulting from the exercise of rights attached to issued subscription warrants. As of December 31, 2024, there were no new shares that could potentially be created, as no subscription options were outstanding or exercised.

1.10. Financial Instruments — Financial Assets and Liabilities, Derivatives

Financial assets and liabilities are presented in several sections of the balance sheet (non-current financial assets, customers, other current assets, trade payables, other current debt, financial liabilities, cash and cash equivalents). Financial instruments are allocated to categories that do not correspond to identified sections of the balance sheet, with the allocation determining the rules for recognition and measurement.

Presentation of the three categories of financial assets: see *note 1.7.4.*

The main financial liabilities (mainly loans and trade payables) are evaluated at amortized cost.

The Group has not implemented hedging instruments meeting the definition of hedge as provided in IFRS 9.

In accordance with IFRS 13, financial instruments are presented in three categories (see *note 22*), according to a hierarchy of methods for determining fair value:

- Level 1: Fair value calculated by reference to unadjusted quoted prices in an active market for identical assets and liabilities;
- Level 2: Fair value calculated by reference to observable market data for the asset or liability concerned, either directly (adjusted Level 1 quoted prices), or indirectly through data derived from pricing techniques based on observable data such as prices of similar assets or liabilities or parameters quoted in an active market;
- Level 3: Fair value calculated by reference to data relating to the asset or liability that is not based on observable market data (e.g. based on valuation techniques relying in whole or in part on unobservable data such as prices in an inactive market or valuation based on multiples for unquoted securities).

The application of this standard to calculate the fair value of financial instruments did not result in identifying adjustments due to non-performance risk (counterparty risk and own credit risk) compared to previous calculations.

1.11. Segment Information

The Group has defined only one business segment, which is the design, production and delivery of components, parts or functions for the automotive industry.

The Group has identified three geographical regions to allocate resources to different sectors and to assess their performance:

- Europe Middle East & Africa, or EMEA (Europe, Türkiye, Morocco and Tunisia)
- America
- Asia

These regions were determined based on their geographical proximity, their similar economic characteristics, and their contribution to the Group's revenue and income.

The breakdown of turnover and assets by geographical area is provided in *note 3.1*.

Geographical data tracked in the Group's management reports is limited to investments only.

The Group's revenue depends directly on the level of automotive production worldwide, particularly in Europe, North America, Türkiye and China. This production can be affected by the general economic situation, government programs (notably vehicle purchase incentives), trade agreements, regulatory changes, and social issues (including strikes and work stoppages). In addition, the Group does 67% of its business directly with the three automakers (Stellantis, Ford and Renault-Nissan-Mitsubishi). The performance of these three manufacturers therefore has a considerable impact on the Group's revenue.

1.12. Cash Flow Statement

The Group applies the indirect method of presenting cash flows, following a presentation similar to the model proposed by the French Accounting Standards Authority (ANC) in its Recommendation 2020-01, dated March 6, 2020.

The cash flows for the financial year are divided between cash flows generated by operating activities, investing activities and equity transactions.

The cash flow statement is prepared based on the following rules:

- Net cash corresponds to the net balance of debit and credit positions;
- Capital gains and losses are presented net of tax when the Group recognizes a tax liability;
- Provisions for current assets are recorded in the changes in operating flows of working capital and are allocated to the corresponding asset items (inventory, accounts receivable, other current or non-current receivables);
- Acquisitions of fixed assets are presented net of changes in liabilities on acquisitions of fixed assets. Income from disposals is presented net of changes in receivables from fixed asset disposals;
- Increases in right-of-use assets (IFRS 16) are offset against increases in lease liabilities;
- Repayments of lease liabilities are presented in financing cash flows;
- The interest paid on lease liabilities is presented under "Changes in debt," similar to other interest payments.

The impact of changes in consolidation scope is presented as a net amount in investment cash flows. It corresponds to the price actually paid/received during the financial year, adjusted for the acquired cash assets/liabilities.

2. Scope of Consolidation

Companies	% owned	Consolidation method	Location
AKWEL (PARENT COMPANY)			Champfromier, France
PAYS DE BRAY SUDSCI	100	Full consolidation	Champfromier, France
AKWEL NINGBO CHINA CO, LTD	100	Full consolidation	Cixi, China
AKWEL MATEUR TUNISIA SARL	100	Full consolidation	Mateur, Tunisia
AKWEL CORDOBA ARGENTINA SA	100	Full consolidation	Cordoba, Argentina
AKWEL JUNDIAI BRASIL-INDUSTRIA DE AUTOPEÇAS LTDA	100	Full consolidation	Jundiai, Brazil
AKWEL BIRMINGHAM UK LTD	100	Full consolidation	Minworth, UK
AKWEL BURSA TURKEY OTOMOTIVE A.S.	100	Full consolidation	Bursa, Turkey
AKWEL VIGO SPAIN S.L	100	Full consolidation	Vigo, Spain
AKWEL MEXICO, S.A. DE C.V	100	Full consolidation	Veracruz, Mexico
AKWEL TIMISOARA ROMANIA SRL	100	Full consolidation	Timisoara, Romania
AKWEL TOOLING FRANCE	100	Full consolidation	Treffort, France
AKWEL AUTOMOTIVE PUNE INDIA PVT LTD	100	Full consolidation	Pune, India
MGI COUTIER FINANCE LTD	100	Full consolidation	Chippenham, UK
AKWEL USA INC	100	Full consolidation	Cadillac, USA
AKWEL AUTOMOTIVE USA, INC	100	Full consolidation	Cadillac, USA
AKWEL CADILLAC USA, INC	100	Full consolidation	Cadillac, USA
AKWEL MEXICO USA, INC	100	Full consolidation	Cadillac, USA
AKWEL JUAREZ MEXICO, S.A DE C.V	100	Full consolidation	Juarez, Mexico
AKWEL ORIZABA MEXICO SA DE CV	100	Full consolidation	Orizaba, Mexico
AKWEL CHIPPENHAM UK LTD	100	Full consolidation	Chippenham, UK
AKWEL GEBZE TURKEY OTOMOTIV SANAYI LTD SIRKETI	100	Full consolidation	Gebze, Turkey
AKWEL GERMANY SERVICES GMBH	100	Full consolidation	Stuttgart, Germany
AKWEL AUTOMOTIVE VANNES FRANCE	100	Full consolidation	Vannes, France
AKWEL VANNES FRANCE	100	Full consolidation	Vannes, France
AKWEL RUDNIK CZECH REPUBLIC A.S.	100	Full consolidation Full consolidation	Rudnik, Czech Republic
AKWEL SANT JUST SL	100	Full consolidation	St Just, Spain
AKWEL TONDELA (PORTUGAL), LDA	100	Full consolidation	Tondela, Portugal
GOLD SEAL AVON POLYMERS PVT LTD	55	Full consolidation	Daman, India
AKWEL CHONGQING AUTO PARTS CO., LTD	100	Full consolidation	Chongqing, China
AKWEL AUTOMOTIVE SWEDEN AB	100	Full consolidation	Varberg, Sweden
AKWEL SWEDEN AB	100	Full consolidation	Varberg, Sweden
AKWEL PAREDES DE COURA (PORTUGAL) UNIPESSOAL, LDA	100	Full consolidation Full consolidation	Paredes De Coura, Portugal
AKWEL EL JADIDA MOROCCO SARL	100	Full consolidation	El Jadida, Morocco
AKWEL WUHAN AUTO PARTS CO, LTD	100	Full consolidation	Wuhan, China
AKWEL RAYONG (THAILAND) CO, LTD	100	Full consolidation	Rayong, Thailand
AKWEL STARA ZAGORA (Bulgaria) EOOD	100	Full consolidation	Vidin, Bulgaria
HOLDING ENRICAU	21,47	Equity method	Vougy, France
BIONNASSAY REAL ESTATE	50	Equity method	Vougy, France
AKWEL SERVICE TUNISIA	100	Full consolidation	Tunis, Tunisia

All of the Group's subsidiaries close their financial year on December 31 of each year with the exception of AKWEL AUTOMOTIVE PUNE INDIA PVT LTD and GOLD SEAL AVON POLYMERS PVT LTD, whose financial year closes on March 31 of each year.

BIONNASSAY REAL ESTATE is accounted for by the equity method despite a holding of 50% due to the lack of effective control.

AKWEL JAPAN SERVICES CO, LTD, an entity wholly owned by the Group, is not consolidated due to the difficulty of obtaining the necessary information within compatible deadlines, and due to its insignificance within the Group.

3. Segment Information

3.1. By Geographic Area

(in thousands of euros)	EMEA	America	Asia	Internal eliminations	Total
As of December 31, 2024					
Total sales	913 481	442 191	41 788	-408 466	988 994
Current operating income	25 466	16 075	-2 090	-1 054	38 396
(in thousands of euros)	**EMEA**	**America**	**Asia**	**Internal eliminations**	**Total**
As of December 31, 2023					
Total sales	1 009 511	455 288	44 122	-442 548	1 066 373
Current operating income	41 207	19 236	1 087	-488	61 042

The breakdown of fixed assets excluding goodwill (intangible and tangible) by geographic area is as follows:

(in thousands of euros)	Gross values	Net values
EMEA	617 121	168 776
America	167 615	97 298
Asia	42 976	21 949
Total fixed assets	**827 712**	**288 023**

The geographical areas defined in this report are consistent with the Group's organization and internal controls. The EMEA region includes France (the country of the consolidating entity).

4. Net Non-Current Revenue and Expenses

(in thousands of euros)	31/12/2024	31/12/2023
Restructuring costs (net)	-2 384	-9 956
Net gains on asset disposals	5 845	18
Goodwill impairment	0	0
Other	-2 139	-1 848
Total	**1 322**	**-11 786**

In 2023, restructuring costs included a provision of €9.2 million for the closure of the Gournay site. This provision was supplemented by an additional allocation of €1.1 million in 2024 due to additional costs for employee redundancies.

Redundancy plans were also implemented in 2024 in the Czech and Romanian subsidiaries.

Capital gains on disposals mainly correspond to the sale of the building on the Mureaux site following its closure (€3.3 million) and the sale of the Cordoba plant (€2.7 million).

5. Financial income

(in thousands of euros)	31.12.2024	31.12.2023
Interest on short- and medium-term financing (1)	1 841	314
Net foreign exchange gains and (losses)		
Gains and losses on monetary positions		
Other income (expenses)	-448	-148
Total	**1 393**	**166**

(1) Of which €601 thousand in interest related to IFRS 16.

The Group's exposure to foreign exchange and credit risks is outlined in *paragraph 5.9.2.2.2* of the management report.

6. Income Taxes

(in thousands of euros)	31.12.2024	31.12.2023
Current taxes	-15 186	-15 715
Deferred taxes	-1 456	2 737
Total	**-16 642**	**-12 978**

The tax calculation is performed individually at the level of each consolidated tax entity. Deferred tax positions have been recognized based on the projected timing of the reversal of deferred tax bases.

The reconciliation between the total tax expense recognized in the consolidated financial statements and the theoretical tax expense is as follows:

(in thousands of euros)	31.12.2024	31.12.2023
Income before tax of consolidated companies	41 110	49 421
Non taxable income (temporary exemption)		
Utilization of previously unrecognized/lost tax losses	22 523	4 479
Long-term capital gains		
Permanent differences and other (*)	-6 096	-1 514
Taxable base	**57 537**	**52 386**
Tax at the standard rate of 25%	-14 384	-13 097
Different tax rates	-1 743	239
Tax credit	-314	-102
Other impacts (including tax adjustments)	-201	-18
Effective tax expense	**-16 642**	**-12 978**

The “Other impacts” line primarily includes incentives and tax benefits for American companies. Deferred taxes are presented below in *note 11*.

(*) concerning the treatment of assets measured at fair value through other comprehensive income – see *note 1.7.4*).

7. Goodwill

(in thousands of euros)	31.12.2024	31.12.2023
Value as of January 2024	33 665	34 635
Acquisitions		
Adjustment of asset and liability values of activities acquired prior to the fiscal year		
Disposals		
Translation differences (and other movements)	1 716	-970
Depreciation		
Net amount	**35 381**	**33 665**

Goodwill mainly relates to the AKWEL sub-entity in the US for €28,684 thousand, AKWEL SANT JUST SPAIN S.L in Spain
for €2,307 thousand and other entities for €4,389 thousand.

8. Other intangible assets

The other intangible assets changed as follows:

(in thousands of euros)	Software	Other	Total
Gross amounts recognized			
Value as of January 2024	13 798	7 133	20 931
Acquisitions	210	129	339
Disposals	-148	-1	-149
Capitalization of assets under construction	100	283	383
Translation adjustment and other items	-20	-11	-31
Value as of December 31, 2024	**13 940**	**7 533**	**21 473**
Accumulated depreciation and impairment losses			
Value as of January 2024	-13 092	-5 322	-18 414
Depreciation	-502	-352	-854
Reversal of depreciation			0
Net impairment losses			
Disposals	123	1	124
Translation adjustment and other items	59	-58	1
Value as of December 31, 2024	**-13 412**	**-5 731**	**-19 143**
Net amounts recognized as of December 31, 2024	**528**	**1 802**	**2 330**

9. Property, plant and equipment

9.1. Property, Plant and Equipment (Excluding Usage Rights)

There changes in property, plant and equipment were as follows:

(in thousands of euros)	Land	Buildings	Technical installations Equipment & Tools	Other Intangible assets	Assets under construction	Total
Gross amounts recognized						
Value as of January 2024	22 074	123 055	499 122	46 200	42 560	733 011
Acquisitions		340	5 604	1 420	35 006	42 370
Disposals		-478	-12 448	-2 757	-28	-15 711
Capitalization of assets under construction	24	35 201	50 126	1 808	-87 542	-383
Translation adjustment and other items	-851	-30 463	-29 010	-1 381	58 318	-3 387
Value as of December 31 2024	**21 247**	**127 655**	**513 394**	**45 290**	**48 314**	**755 900**
Accumulated depreciation and impairment losses						
Value as of January 2024	-364	-52 621	-372 472	-37 032		-462 489
Depreciation	-36	-3 884	-29 267	-2 576		-35 763
Reversals						
Net impairment losses						
Disposals		323	11 938	2 701		14 962
Translation adjustment and other items	-20	662	-1 065	-30		-453
Value as of December 31 2024	**-420**	**-55 520**	**-390 866**	**-36 937**	**0**	**-483 743**
Net amounts recognized as of December 31 2024	**20 827**	**72 135**	**122 528**	**8 353**	**48 314**	**272 157**

9.2. Assets related to usage rights

Changes in assets related to usage rights were as follows:

(in thousands of euros)	Land	Buildings	Technical installations Equipment & Tools	Other Tangible Fixed Assets	Total
Gross amounts recognized					
Value as of January 2024	266	37 477	10 180	637	48 560
Acquisitions		2 716		36	2 752
Decreases		-2 429		-134	-2 563
Translation differences and other		1 582		8	1 590
Value as of December 31 2024	**266**	**39 346**	**10 180**	**547**	**50 339**
Accumulated depreciation and impairment losses					
Value as of January 2024		-24 678	-10 180	-543	-35 401
Depreciation		-2 596		-57	-2 653
Reversals					
Net impairment losses					
Decreases		2 429		134	2 563
Translation differences and other		-1 282		-30	-1 312
Value as of December 31 2024	**0**	**-26 127**	**-10 180**	**-496**	**-36 803**
Net amounts recognized as of December 31 2024	**266**	**13 219**	**0**	**51**	**13 536**

As indicated in *note 1.7.3*, the analysis performed did not identify any right-of-use assets that should be tested as standalone assets.

In accordance with IAS 7, increases and decreases not generating cash flows are not reported in the investment flows of the cash flow statement.

10. Non-current financial assets

Changes in non-current financial assets were as follows:

(in thousands of euros)	Equity securities *	Other	Total
Gross amounts recognized			
Value as of January[1] 2024	1 945	3 272	5 217
Increases		144	144
Decreases	-1 164	-91	-1 255
Changes in the scope of consolidation			0
Translation adjustment and other items		14	14
Equity method income	-206		-206
Value as of December 31 2024	**574**	**3 339**	**3 913**
Accumulated depreciation and impairment losses			
Value as of January[1] 2024	-1 164	-1 849	-3 013
Impairment			0
Net impairment losses			0
Disposals/reversals	1 164		1 164
Changes in the scope of consolidation			0
Translation adjustment and other items			0
Value as of December 31 2024	**0**	**-1 849**	**-1 849**
Net amounts recognized as of December 31 2024	**574**	**1 490**	**2 064**

(*) concerning the treatment of assets measured at fair value by other comprehensive income – see *note 1.7.4*).

The Group's exposure to foreign exchange and liquidity risks is outlined in *paragraph 5.9.2.2.2* of the management report.

11. Deferred taxes

Deferred taxes (€12,494 thousand in assets, €9,955 thousand in liabilities, i.e. a net amount of €3,741 thousand) break down as follows:

(in thousands of euros)	31.12.2024	31.12.2023
Expert revaluation of land in France	-875	-875
Acceleration depreciation and other regulated provisions	-6 267	-6 722
Retirement	1 685	1 618
Tax losses carried forward	6 120	6 743
Other differences	1 876	2 976
Total	**2 539**	**3 740**
Of which deferred tax assets	**12 493**	**10 054**
Of which deferred tax liabilities	**-9 954**	**-6 314**

As of December 31, 2024, the uncapitalized losses are as follows:

Non-capitalized deficit		
(bases - in thousands of euros)	**31.12.2024**	**31.12.2023**
AKWEL SANT JUST SL	20 770	22 310
AKWEL AUTOMOTIVE VANNES France	3 638	3 997
AKWEL CHONGQING AUTO PARTS CO., LTD	9 077	8 129
AKWEL WUHAN AUTO PARTS CO, LTD	6 608	1 448
AKWEL RAYONG (THAILAND) CO, LTD	7 520	6 155
AKWEL AUTOMOTIVE VANNES France	3 638	3 821
Total	**51 251**	**45 860**

A portion of the losses of the AKWEL SANT JUST SL Group is capitalized at a rate of 25%, as these tax losses are expected to be used within the next five years (€502 thousand used in 2024).

Only the AKWEL RAYONG entity has a time limit for the use of its losses (five years).

12. Inventory

(in thousands of euros)	Gross value	Provisions for impairment	Net value 12/31/2024	Net value 12/31/2023
Materials, components & merchandise	59 998	-8 964	51 034	64 664
Intermediate and finished products	72 229	-5 004	67 225	82 777
Work in progress	23 369	0	23 369	26 010
Total	**155 596**	**-13 968**	**141 628**	**173 452**

Inventory at the end of December 2024 was reduced to take account of sales forecasts and to adapt to the economic situation. The projection method for inventory was not changed in 2024.

13. Accounts receivable and other assets related to customer contracts

(in thousands of euros)	31.12.2024	31.12.2023
Accounts receivable	145 124	167 605
Provisions for impairment	-2 191	-1 372
Net value	**142 933**	**166 233**

Accounts receivable have a maturity of less than one year.

The Company is unable to report the total amount of overdue receivables. Each entity performs monthly tracking, but this is not consolidated. However, due to the historical attention given to this matter, overdue receivables are very minimal, even for delays of one to five days.

Receivables over six months old that are not impaired are not significant. There are no other significant unimpaired receivables.

Almost all provisions for impairment relate to doubtful receivables, which are fully impaired for the amounts excluding tax. No significant unpaid receivables were recorded during the financial year.

The analysis performed did not lead to any changes to the provisioning model for accounts receivable, nor to the implementation procedures.

The decrease in receivables at the end of December 2024 compared to December 2023 was the result of the decline in activity over the year.

14. Other Current Receivables

(in thousands of euros)	31.12.2024	31.12.2023
Prepaid expenses	1 587	1 775
Tax receivables	14 356	15 873
Social security and other receivables	1 133	477
Sundry debtors	11 861	11 197
Contract assets [1]	36 172	31 056
Gross value	**65 109**	**60 378**
Impairment	-1 851	-766
Net value	**63 258**	**59 613**

[1] All receivables classified as "Other receivables" are considered to be due within one year.

Miscellaneous receivables include insurance claims to be received, including €9.5 million in 2024 related to warranty returns and modernization campaigns.

15. Share capital

As at December 31, 2024, the capital consisted of 26,550,240 shares, each with a nominal value of €0.80. The family group holds 67.53% of the capital, of which 57.33% is held by COUTIER DEVELOPPEMENT.

The Company is not subject to any specific regulatory or contractual obligation regarding share capital.

The Company does not have a specific capital management policy. The balance between external financing and capital increase is made on a case-by-case basis depending on the operations envisaged. The equity monitored by the Group includes the same components as the consolidated equity.

16. Current and non-current provisions

(in thousands of euros)	31.12.2023	Increases	Utilizations	Reversals without purpose/Other	31.12.2024
Retirement and end-of-career benefits	13 606	3 644	-1430	-1860	13 960
Other provisions for risks and charges	56 073	11 767	-7042	-860	59 938
Total	**69 679**	**15 411**	**-8472**	**-2720**	**73 898**

The changes in consolidation scope during the year are not significant.

The increase in other provisions for risks and expenses is mainly due to technical and commercial risks, notably guaranteed returns. For these provisions, the amounts recognized as provision allowances were estimated based on the guaranteed returns observed during the year, contractual warranty periods and available insurance claim histories net of insurance proceeds.

Other provisions for risks and expenses mainly include provisions for SCR risks (€41.8 million) and other risks related to product warranties for €4.6 million. They also include a provision related to the closure of the Gournay site of €8.04 million and provisions related to the closure of the Mureaux site. Provisions for tax risks were also made in the amount of €2 million.

As of December 31, 2024, the provisions are analyzed as follows according to their maturity:

(in thousands of euros)	31.12.2024	Less than one year	More than one year
Retirement and end-of-career benefits	13 960	15	13 945
Other provisions for risks and charges	59 938	9 665	50 273
Total	**73 898**	**9 680**	**64 218**

At the close of the presented financial years, there were no significant contingent assets or liabilities.

17. Net Financial Debt

Financial debt is analyzed as follows:

(in thousands of euros)	31.12.2023	Issuance of loans	Repayments	Exchange rate differences and Other	31.12.2024
Loans and debts with credit institutions	35 397		-33 674		**1 723**
Lease Liabilities	10 702	3 336	-2 794	292	**11 536**
Other					
Other financing	354	3 416	-24	4	**3 750**
Bank overdrafts	46		-46	56	**56**
Subtotal financial debt	**46 499**	**6 752**	**-36 538**	**352**	**17 065**
Subtotal cash at bank and in hand, and cash equivalents	**151 523**	**0**	**-1 502**	**437**	**150 458**
Net financial debt	**-105 024**	**6 752**	**-35 036**	**-85**	**-133 393**

As of December 31, 2024, financial debt is analyzed as follows according to its maturity:

- Less than one year: €7,301 thousand, of which €1,963 thousand for lease liabilities (€35,034 thousand in 2023);
- One to five years: €4,954 thousand (€6,698 thousand in 2023);
- Over five years: €4,619 thousand (€4,720 thousand in 2023).

At the end of the presented financial years, the Group had no debt related to the acquisition of securities. Fixed-rate debts amounted to €17,039 thousand, and variable-rate debts amounted to €56 thousand.

Certain bank loans are subject to compliance with financial covenants (based on profitability, debt and capitalization criteria). In March 2024, AKWEL took out revolving credit of €40 million with an accordion clause of €80 million subject to compliance with the net gearing ratio (net financial debt/EBITDA) of less than 2.5.

At December 31, 2024, all Group companies are in full compliance with these covenants.

The Group's exposure to credit and liquidity risks is outlined in *paragraph 5.9.2.2.3* of the management report.

18. Other debt

(in thousands of euros)	31.12.2024	31.12.2023
Advances and prepayments received	1 439	3 582
Deferred income	813	137
Subtotal Other liabilities on customer contracts	**2 252**	**3 719**
Tax liabilities	11 104	5 177
Social security liabilities	28 986	30 717
Other liabilities	464	185
Total	**42 806**	**39 798**

Deferred income primarily corresponds to tools billed in advance at the request of the customers in question.

19. Assets and Liabilities Held for Sale or Disposal

As at the end of December 2024, no assets were held for sale or disposal.

20. Off-Balance Sheet Commitments and Guarantees Provided

Commitments related to external growth operations: none.

Commitments related to financial transactions:

As at December 31, 2024, the amount of other commitments to financial institutions was €3,943 thousand, in respect of guarantees provided by the Parent Company for the needs of certain foreign subsidiaries of the Group, including:

- AKWEL EL JADIDA MOROCCO SARL: €460 thousand;
- BIONNASSAY REAL ESTATE: €988 thousand;
- €2,499 thousand in respect of guarantees granted on non-financial assets (this amount is already included in the Group's financial debts).

21. Workforce

The breakdown of the workforce by category at year-end is as follows:

	12/31/2024	12/31/2023
Executives	549	521
Employees and technicians	3,339	3,489
Workers	4,738	5,622
Total	**8,626**	**9,632**

As at December 31, 2024, the total workforce of the Group was 8,626 people, including 1,197 in France. The changes in the workforce are as follows:

Companies	12/31/2024	12/31/2023
AKWEL (PARENT COMPANY)	1 040	1 100
AKWEL TOOLING FRANCE	17	15
AKWEL VANNES FRANCE SAS	140	146
Total (France)	**1 197**	**1 261**
NINGBO MGI COUTIER AUTO PLASTICS CO LTD	103	106
AKWEL MATEUR TUNISIA SARL	727	854
AKWEL SERVICES TUNISIA SARL	41	32
AKWEL CORDOBA ARGENTINA SA	1	1
AKWEL JUNDIAI BRASIL-INDÚSTRIA DE AUTOPEÇAS LTDA	22	21
AKWEL BIRMINGHAM UK LTD	0	0
AKWEL BURSA TURKEY OTOMOTIV AS	629	725
AKWEL VIGO SPAIN S.L	381	378
AKWEL TIMISOARA ROMANIA SRL	451	543
AKWEL AUTOMOTIVE PUNE INDIA PVT LTD	37	30
AKWEL CADILLAC USA INC	344	387

Companies	12/31/2024	12/31/2023
AKWEL JUAREZ MEXICO SA DE CV	942	1,144
AKWEL ORIZABA MEXICO SA DE CV	1 453	1 582
AKWEL CHIPPENHAM UK LTD	35	35
AKWEL GEBZE TURKEY OTOMOTIVE SANAYI LTD	706	726
AKWEL GERMANY SERVICES GMBH	8	7
AKWEL RUDNIK CZECH REPUBLIC A.S	225	374
AKWEL SANT JUST SPAIN S.L	138	145
AKWEL TONDELA (PORTUGAL), LDA	372	388
GOLD SEAL AVON POLYMERS PVT LTD	39	57
AKWEL JAPAN SERVICES CO LTD	2	3
AKWEL CHONGQING AUTO PARTS CO., LTD	1	42
AKWEL AUTOMOTIVE SWEDEN AB	262	270
AKWEL PAREDES DE COURA (PORTUGAL) UNIPESSOAL, LDA	193	195
AKWEL EL JADIDA MOROCCO SARL	80	79
AKWEL WUHAN AUTO PARTS CO, LTD	47	50
AKWEL RAYONG (THAILAND) CO, LTD	149	167
AKWEL STARA ZAGORA (Bulgaria) EOOD	42	30
Total	**8 626**	**9 632**

22. Financial Instruments

Balance sheet items - Financial year 2024 (in thousands of euros)	Designation of financial instruments	Fair value levels (see below)	Net book value	Fair value
Assets				
Non-consolidated securities and related receivables	A	2	764	764
Other non-current financial assets	D	-	726	726
Trade receivables and related accounts	D	-	142 933	142 933
Other current assets (excluding prepaid expenses and tax and social security receivables)	D	-	46 182	46 182
Fair value of financial instruments	B	2	0	0
Cash and cash equivalents	B	1	150 458	150 458
Liabilities				
Financial liabilities (non current and current)	D	2	5 473	5 473
Debts on acquisition of securities (non current and current)	D	2	-	-
Current bank overdrafts	D	2	56	56
Fair value of financial instruments	D	2	-	-
Suppliers and related accounts	D	-	85 370	85 370
Other current liabilities (excluding deferred income and tax and social security liabilities)	D	-	1 667	1 667

A: Financial assets and liabilities valued at amortized cost.
B: Financial assets at fair value through other comprehensive income (a).
C: Assets at fair value through profit and loss.
D: Financial liabilities at fair value (a).
E: Derivatives.

When fair value is used, either to measure financial assets/liabilities (such as marketable securities) or to provide information in the notes in the previous table on the fair value of other financial assets/liabilities, financial instruments are classified according to the hierarchy defined by IFRS 13, implemented in 2013.

The definitions of the fair value levels are presented in *note 1.10*. No level of assessment is indicated when the net carrying amount is close to the fair value.

23. Related-party transactions

Identification of related parties:

- The COUTIER DÉVELOPPEMENT group (made up of COUTIER DÉVELOPPEMENT; COUTIER SÉNIOR; Forestier grouping; Forex) exercising exclusive control over the AKWEL SA entity;
- Companies accounted for by the equity method: HOLDING Enriceau, 21.47%-owned by AKWEL SA, and Bionassay Real Estate, 50%-owned by AKWEL SA.

Transaction with the COUTIER DÉVELOPPEMENT group:

- Current account of €1,514 thousand with COUTIER SÉNIOR
- Current account of €2,116 thousand with COUTIER DÉVELOPPEMENT

Transaction with Bionassay:

- Current account of €630 thousand

24. Remuneration of Corporate Officers

The total remuneration paid to the members of the Executive Board concerning AKWEL was €1,834,407 for the financial year ended December 31, 2024 (€1,911,994 in 2023), while the remuneration paid to the members of the Supervisory Board amounted to €353,600 (€341,000 in 2023).

25. Share Purchase Options

AKWEL has not authorized or granted any share purchase options to corporate officers.

26. Risks and Disputes

The review of risks that could have a material adverse impact on the Group's business, financial position or income is presented in *5.9* in the management report.

27. Business combinations

AKWEL did not make any acquisitions during the year.

28. Post-Balance Sheet Events

In March 2025, the Group announced a plan to terminate collective agreements in France, resulting in the reorganization of the teams in order to adapt to recent market developments. 69 posts at 7 sites would be affected by this project.

29. Statutory Auditors' Fees

(in euros)	MAZARS SA - MAZARS			PWC			OTHERS*		
	Amount (excluding VAT)		%	Amount (excluding		%	Amount (excluding		%
	N	N-1	(N)	N	N-1	(N)	N	N-1	(N)
Audit									
Statutory audit, certification, review of individual and consolidated accounts:									
Issuer	183 000	189 000	-3%	181 000		100%		109 800	-100%
Fully consolidated subsidiaries	294 600	270 000	9%	282 369		100%		170 700	-100%
Sustainability certification:	115 000								
Services other than audit certification:									
Issuer	101 500	36 500	178%			100%		10 000	-100%
Fully consolidated subsidiaries	29 500	13 500	119%			100%		-	0%
Total	**723 600**	**509 000**	**42%**	**463 369**	**-**	**100%**	**-**	**290 500**	**-100%**

*The "Other" column includes the fees of the firm ORFIS, the statutory auditor until 2023, replaced by PWC in 2024.

Services other than certification of the accounts relate to the provision of tax compliance reviews, including in the areas of the taxonomy, and internal control reviews in China, Thailand and Bulgaria.

STATUTORY AUDITOR'S REPORT ON THE CONSOLIDATED ACCOUNTS

Year ended December 31, 2024

PricewaterhouseCoopers Audit
Grand Hôtel Dieu
3 Cour du Midi - CS 30259
69287 Lyon cedex 02

Forvis Mazars
Parc des Glaisins
7 Avenue du Pré Félin
74940 Annecy-le-Vieux

To the General Meeting of AKWEL,

Opinion

In accordance with the assignment entrusted to us by your General Meeting, we have conducted an audit of AKWEL's consolidated accounts for the year ended December 31, 2024, as attached to this report.

We hereby certify that the consolidated accounts are, in accordance with IFRS as adopted by the European Union, regular and accurate and provide a true and fair view of the results of operations for the past financial year, as well as the financial position and assets at the end of the financial year, of the entire group, comprising the persons and entities included in the scope of consolidation.

The opinion expressed above is consistent with the content of our report to the Audit Committee.

Basis for the Opinion

Audit Standards

We conducted our audit in accordance with professional standards applicable in France. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under these standards are described in the "Responsibilities of the Statutory Auditors relating to the audit of the consolidated accounts" section of this report.

Independence

We carried out our audit assignment in compliance with the independence rules set forth in the French Commercial Code and the Code of Ethics for Statutory Auditors for the period from January 1, 2024 to the date of issuance of our report. We did not provide any services prohibited under Article 5, Paragraph 1, of Regulation (EU) No 537/2014.

Justification of Assessments — Key Audit Matters

In accordance with the provisions of Articles L.821-53 and R.821-180 of the French Commercial Code concerning the justification of our assessments, we wish to bring to your attention the key audit matters related to the risks of material misstatement that, in our professional opinion, were the most significant for the audit of the consolidated accounts for the year, as well as the responses we provided to address these risks.

These assessments are made in the context of the audit of the consolidated accounts taken as a whole and in the formation of our opinion expressed above. We do not express an opinion on individual components of these consolidated accounts.

Evaluation of Provisions Related to Technical and Commercial Risks

Notes 1.7.11 "Provisions (excluding tax uncertainties)" and 16 "Current and non-current provisions" of the notes to the consolidated accounts

Identified Risk

As the Group is present in several countries and is a supplier to numerous automotive manufacturers, it is exposed to risks inherent in its business, particularly regarding commercial and industrial considerations.

With this in mind, the Group may encounter uncertain, litigious or contentious situations, particularly in the context of technical risks and recall campaigns carried out by automobile manufacturers.

The estimation of risks is regularly reviewed by the Group's management. Incomplete identification and/or incorrect assessment of a risk could result in the Group overestimating or underestimating its provisions.

At the close of the 2024 financial year, other provisions for risks and expenses amounted to €60 million and primarily relate to technical and commercial risks. We considered the evaluation of provisions related to technical and commercial risks to be a key audit matter due to the potential financial impact on the Group and management's judgment in estimating the risks and the amounts recognized.

Responses Provided during Our Audit

Our work predominantly included:

- obtaining external confirmations from attorneys to identify the litigations and contentious situations involving the Group;
- reviewing the Group's risk analysis and the corresponding documentation and, where applicable, corroborating these by comparing them with the written consultations of its external advisors;
- conducting interviews with the product line director responsible for technical risks in order to respond to the identified risks;
- Assessing the main risks identified and examining the soundness of the assumptions made by management in estimating the amount of provisions recognized, based on the information collected.

Specific Checks

Additionally, in accordance with the professional standards applicable in France, we performed the specific checks required by legal and regulatory texts regarding the information related to the Group provided in the Executive Board's management report.

We have no comments to make concerning their accuracy and their consistency with the consolidated accounts.

Other Checks or Information Required by Legal and Regulatory Texts

Presentation Format of the Consolidated Accounts Intended for Inclusion in the Annual Financial Report

In accordance with the professional standard on auditing procedures relating to annual and consolidated financial statements set out in the European Single Electronic Format (ESEF), we also verified the compliance of this format as defined by Delegated European Regulation No. 2019/815 of December 17, 2018, in the presentation of the consolidated accounts intended to be included in the annual financial report mentioned in Article L. 451-1-2 of the French Monetary and Financial Code, prepared under the responsibility of the President of the Executive Board. With regard to consolidated accounts, our procedures include verifying the compliance of the tagging of these accounts with the format defined by the aforementioned regulation.

On the basis of our work, we conclude that the presentation of the consolidated accounts intended for inclusion in the annual financial report complies, in all material aspects, with the European Single Electronic Format.

It is not our responsibility to verify that the consolidated accounts that your company will actually include in the annual financial report filed with the AMF correspond to the ones on which we carried out our work.

Appointment of Statutory Auditors

We were appointed as Statutory Auditors of AKWEL by the Ordinary General Meeting of February 23, 2004, for the firm Forvis Mazars, and by the Combined General Meeting of May 23, 2024, for the firm PricewaterhouseCoopers Audit.

As at December 31, 2024, Forvis Mazars was in its twenty-first consecutive year of its assignment and PricewaterhouseCoopers Audit was in its first year, therefore respectively 1 year and 13 years since the company's securities were admitted to trading on a regulated market in 2011.

Responsibilities of Management and Those Charged with Governance for the Consolidated Accounts

Management is responsible for preparing consolidated accounts that provide a true and fair picture in accordance with IFRS as adopted by the European Union. It is also tasked with implementing the internal control it deems necessary to ensure the consolidated accounts are free from material misstatement, whether due to fraud or error.

In preparing the consolidated accounts, management is obligated to assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations.

The Audit Committee is responsible for monitoring the financial reporting process and overseeing the effectiveness of internal control and risk management systems, as well as internal audit—where applicable—in relation to the procedures involved in preparing and processing accounting and financial information.

The consolidated accounts have been approved by the Executive Board.

Responsibilities of the Statutory Auditors Relating to the Audit of the Consolidated Accounts

Audit Objective and Approach

We are tasked with preparing a report on the consolidated accounts. Our goal is to achieve reasonable assurance that the consolidated accounts, as a whole, are free from material misstatements. Reasonable assurance means a high level of assurance, but there is no guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if it could reasonably be expected that they, individually or collectively, could impact the economic decisions made by users relying on these accounts.

As specified by Article L.821-55 of the French Commercial Code, our certification engagement does not involve guaranteeing the viability or quality of your company's management.

In the context of an audit conducted in accordance with professional standards applicable in France, the Statutory Auditor exercises professional judgment throughout the audit.

Furthermore:

- It identifies and assesses the risks of material misstatements in the consolidated accounts, whether due to fraud or error, defines and implements audit procedures to address these risks and gathers sufficient and appropriate evidence to support its opinion. The risk of not detecting a significant misstatement resulting from fraud is higher than that of a significant misstatement resulting from an error, as fraud may involve collusion, falsification, deliberate omissions, misrepresentations or circumvention of internal controls;
- It reviews the relevant internal control for the audit in order to define appropriate audit procedures for the circumstances, and not to express an opinion on the effectiveness of the internal control;
- It assesses the appropriateness of the accounting methods adopted and the reasonableness of management's accounting estimates, as well as the information concerning them provided in the consolidated accounts;
- It evaluates the appropriateness of management's application of the going concern basis of accounting and, based on the information collected, determines whether there is material uncertainty regarding events or circumstances that could raise doubts about the company's ability to continue operating. This assessment is based on the information collected up to the date of its report; however, it should be kept in mind that subsequent events or circumstances could challenge the going concern assumption. If it determines that there is significant uncertainty, it will draw the attention of readers to the information provided in the consolidated accounts regarding this uncertainty. In cases where such information is not provided or is irrelevant, it issues a qualified opinion or declines to certify;
- It evaluates the overall presentation of the consolidated accounts and assesses whether they accurately reflect the underlying transactions and events to provide a true and fair view;
- Regarding the financial information of persons or entities included in the consolidation scope, it gathers sufficient and appropriate evidence to express an opinion on the consolidated accounts. It is responsible for directing, overseeing and conducting the audit of the consolidated accounts, as well as for the opinion expressed on these accounts.

Report to the Audit Committee

We submit to the Audit Committee a report outlining the scope of our audit work and the implemented work plan, as well as the conclusions resulting from our work. Additionally, we bring to its attention any significant weaknesses in internal control that we have identified regarding procedures related to the preparation and processing of accounting and financial information.

Included in the report to the Audit Committee are the risks of material misstatements that we deem to have been the most important for the audit of the consolidated accounts for the period. They represent the key audit areas, which we are responsible for describing in this report.

We also provide the Audit Committee with the declaration required under Article 6 of Regulation (EU) No 537-2014 confirming our independence, in accordance with the applicable rules in France as defined primarily by Articles L.821-27 to L.821-34 of the French Commercial Code and the code of ethics for statutory auditors. Where appropriate, we discuss with the Audit Committee the risks to our independence and the safeguarding measures implemented.

Signed in Lyon and Annecy-le-Vieux, September 8, 2025

The Statutory Auditors

PricewaterhouseCoopers Audit	Forvis Mazars
Matthieu Moussy	Jérôme Neyret

FINANCIAL STATEMENTS — AKWEL

BALANCE SHEET

Parent company financial statement
as at December 31, 2024
(in thousands of euro)

ASSETS	Notes No.	Gross amounts	Depreciation or provisions	31.12.24 Net amounts	31.12.23 Net amounts
Uncalled subscribed capital		-	-	-	-
Formation expenses		-	-	-	-
Intangible assets					
Goodwill		6 327	4 726	1 601	1 601
Other		10 662	10 463	200	415
		16 989	**15 188**	**1 800**	**2 016**
Tangible fixed assets	3.1				
Land		989	193	797	801
Buildings		28 962	19 242	9.720	10 212
Technical installations, equipment, and tools		169 798	148 569	21 229	24 443
Other tangible fixed assets		19 995	17 141	2 855	3 102
Assets under construction, advances and deposits		4 014	-	4 014	2 678
		223 759	**185 144**	**38 615**	**41 237**
Financial fixed assets	3.2				
Investments		262 820	79 738	183 081	179 811
Receivables related to equity investments		74 530	34 188	40 343	53 367
Other financial fixed assets		321	187	133	3 171
		337 671	**114 114**	**223 557**	**236 349**
Inventories	3.3				
Raw Material Inventories		13 244	101	13 143	18 261
Finished and semi-finished product inventory		23 289	6 097	17 192	19 266
In-transit inventory		29		29	956
		36 562	**6 198**	**30 364**	**38 483**
Advances and deposits paid on orders		**26 238**	**-**	**26 238**	**25 756**
Receivables					
Trade receivables and related accounts	3.4	57 598	85	57 513	64 066
Other receivables	3.5	11 874	-	11 874	13 178
		69 472	**85**	**69 387**	**77 244**
Cash and marketable securities	3.6				
Cash		52 142		52 142	32 416
Securities		0		0	-
		52 142	**-**	**52 142**	**32 416**
Prepaid Expenses		**612**	**-**	**612**	**555**
Expenses to be allocated over several financial years		**0**	**-**	**0**	**67**
Translation adujstment for assets		**1**	**-**	**1**	**-**
Total assets		**763 445**	**320 729**	**442 717**	**454 128**

LIABILITIES	Notes No.	31.12.24	31.12.23
Shareholder equity	3.9		
Share capital		21 240	21 393
Merger and contribution premiums		6 863	9 705
Legal reserve		2 139	2 139
Regulated reserves		41	41
Other reserves		-	-
Retained earnings		71 722	79 779
Interim dividends		-	-
Net income for the period		27 646	- 94
Regulated provisions		23 556	25 346
Net Equity before distribution		**153 207**	**138 308**
Other equity			
Conditional advances		-	-
		-	**-**
Provisions for risks and charges			
Provisions for risks		1	
Provisions for expenses		46 321	42 200
	3.10	**46 322**	**42 200**
Liabilities			
Loans and debts with credit institutions	3.11	1 516	34 613
Loans and financial debts	3.11	39	203
Partners - miscellaneous financial liabilities	3.11	189 683	172 000
Suppliers and related accounts		39 749	51 914
Tax and social security liabilities	3.12	11 210	10 860
Other liabilities	3.12	991	4 030
		243 187	**273 619**
Deferred income		**-**	**-**
Translation adjustment for Liabilities		**-**	**-**
Total liabilities		**442 717**	**454 128**

INCOME STATEMENT

At as December 31, 2024
Parent company financial statement
(in thousands of euro)

	Notes No.	31.12.24 (12 months)	31.12.23 (12 months)
Sales of goods		16 259	16 112
Production sold		287 226	346 056
NET TURNOVER	4.1	**303 485**	**362 168**
Change in inventory and work in progress		-3 509	2 748
Capitalized production		0	0
Operating grants		-9	68
Other operating income		5 433	4 768
OPERATING INCOME		**305 399**	**369 752**
Purchases		-59 216	-84 754
Change in inventories and work in progress		-5 149	1 552
Other purchases and external expenses		-157 813	-194 278
VALUE ADDED		**83 220**	**92 272**
Taxes and duties		-3 573	-4 164
Personnel expenses		-60 464	-58 368
GROSS OPERATING SURPLUS		**19 183**	**29 740**
Depreciation and amortization		-8 398	-9 358
Reversals and provisions allowance		-1 208	-8 458
Other income and expenses		-2 058	-464
OPERATING INCOME		**7 520**	**11 460**
Financial income and expenses	4.2	16 766	-12 665
CURRENT RESULT BEFORE TAX		**24 287**	**-1 205**
Extraordinary income and expenses	4.3	3 745	604
Employee profit sharing		0	0
RESULT BEFORE TAX		**28 032**	**-601**
Provisions for taxes	4.4	-386	507
NET INCOME		**27 646**	**-94**

NOTE TO THE PARENT COMPANY FINANCIAL STATEMENT

December 31, 2024

1. Presentation of AKWEL and Key Events in the Financial Year

AKWEL's activities include designing, developing and producing tools and parts, which are mainly sold to French and international automobile and heavy-vehicle manufacturers. Its mission is to act as a designer, manufacturer and assembler of functional components. AKWEL, as the Group's parent company, also coordinates the industrial and financial activities of all the Group's subsidiaries.

The annual accounts are prepared in thousands of euro.

For the past financial year, significant operations or events concerning the scope or organization include:

- A decrease in turnover due to the difficulties in global automobile production;
- A decrease in value-added and EBITDA due to this decrease in volume and an increase in personnel costs.
- A positive financial result due to dividend payments from subsidiaries of AKWEL SA and a decrease in the use of external debt.
- Closure of the Gournay plant in France
- Sale of the Mureaux plant generating a capital gain of €3.3 million.

The company has not recorded any material direct impacts related to the war in Ukraine or the Middle East, as the company is not active in these markets.

At the close of 2024, the company did not record any material impacts related to environmental risks.

2. Accounting Principles and Valuation Methods

2.1. Accounting Principles

The financial statements as of December 31, 2024, are presented in accordance with generally accepted accounting principles in France and take into account ANC Regulation 2023-05 of November 10, 2023, amending ANC Regulation No. 2014-03 related to the General Accounting Plan.

The general accounting conventions have been applied while adhering to the principle of prudence, in accordance with the following basic assumptions:

- going concern;
- consistency of accounting methods from one financial year to the next;
- independence of financial years.

Furthermore, the general rules for preparing and presenting annual accounts have been followed.

There have been no changes in accounting methods during the financial years presented.

2.2. Fixed Assets and Depreciation

Fixed assets are valued at their acquisition or production cost.

2.2.1. Intangible Assets

Research and development expenses are recorded as expenses in the financial year during which they are incurred. In 2024, as in 2023, no development costs were capitalized as the capitalization criteria were not met. An analysis of compliance with these criteria is carried out each time the question of capitalization of the R&D costs of a project is identified.

Goodwill is recorded based on its transfer value. Goodwill listed on the balance sheet is subject to a write-down provision when the current value is lower than the net carrying amount. The present value is determined based on criteria related to the observed profitability and future outlook of the relevant activity. After applying Regulation 2002-10 on January 1, 2005, AKWEL no longer amortizes goodwill listed as an asset on the balance sheet.

Microcomputer software is amortized over a period of 12 months. Other software or expenses incurred while setting up a new information system (SAP) are capitalized and amortized over a period of three years.

Patents are amortized over their protection period.

AKWEL performs impairment tests on its goodwill each year.

The useful life of goodwill is presumed to be indefinite.

AKWEL depreciates the value of an asset when its current value (the higher of fair value and value in use) falls below its net carrying amount.

Other intangible assets include patents and licenses for a net carrying amount of €176 thousand and software for a net amount of €24 thousand.

2.2.2. Tangible Assets

Amortization of property, plant and equipment is calculated over the useful life of the property based on the rate of consumption of the expected benefits of the asset, using the straight-line or declining balance method.

The main depreciation periods selected can be summed up as follows:

- Buildings: 25 to 40 years;
- Building fixtures: 5 to 10 years;
- Technical installations: 5 to 10 years;
- Industrial equipment and tools: 5 to 10 years;
- General installations: 10 years;
- Furniture and office equipment: 5 to 10 years.

Additional depreciations resulting from the application of tax provisions (declining-balance, extraordinary) are treated as accelerated depreciation, which is recognized under “Regulated provisions.”

Assets on the balance sheet are written down when their net carrying amount is greater than their estimated present value (the higher of the market value and value in use).

Other property, plant and equipment consists of reusable packaging.

2.2.3. Financial Assets

Equity investments and other equity interests are recorded on the balance sheet at their acquisition cost, including acquisition expenses (transfer rights, commissions, etc.).

Equity investments are subject to a provision for impairment when their value in use appears to be lower than their book value. The value in use of equity investments is determined either on the basis of equity or according to the discounted cash flow method, which takes into account the outlook for development and profitability.

The economic assumptions used are as follows:

- The cash flows used are derived from the 2025 budgets and are extended over a total explicit period of five years;
- Beyond this period, the terminal value is calculated by capitalizing the last cash flow of the explicit period to infinity at a perpetual growth rate of 1.5% (1.5% in 2023);
- The discount rate corresponds to a weighted average cost of capital after tax. Using this method results in recoverable amounts that are identical to those obtained using a pre-tax rate on pre-tax cash flows.

The discount rate used as at December 31, 2024 to discount future cash flows is between 10.4% and 12.6% depending on the country.

2.3. Receivables Concerning Associated Companies

As of January 2, 2002, the Group has established cash management agreements among all its subsidiaries. Such agreements stipulate that all matured and unpaid intra-group commercial receivables and debts are treated as cash advances. As the settlement of these advances is not scheduled, they are recognized under the headings “Receivables concerning associated companies” or “Payables related to investments.”

The receivables are measured at their nominal value and may be impaired, in connection with the analysis conducted on the equity investments, to reflect the risks of non-recovery to which they may give rise based on the information available at the closing date of the accounts.

2.4. Inventory

Inventory is valued at the purchase price for raw materials using the first in, first out method, and at the factory cost price for finished goods and work in progress. Cost price excludes overheads that do not contribute to production and financial expenses.

Provisions are made as necessary for inventory at risk of obsolescence or for which the cost exceeds the realization value. Tools are valued at full cost (external costs) up to the billable price to customers.

2.5. Accounts receivable

Receivables and payables are valued at their nominal value. Provisions for doubtful receivables are determined based on the age of unrecovered receivables. A provision is also recorded whenever a real and serious dispute is identified, or when a customer becomes subject to legal proceedings.

Additionally, provisions for the impairment of accounts receivable are calculated based on the age of the outstanding invoices, following these guidelines:

- Provision equal to 25% of the amount excluding taxes of unrecovered receivables for receivables overdue by more than 150 days but less than 360 days;
- Provision equal to 100% of the amount excluding taxes of unrecovered receivables for receivables overdue by more than 360 days.

2.6. Provisions for Liabilities and for Expenses

In general, management has reviewed every known dispute involving AKWEL as at the balance sheet date. Where appropriate, after consulting with external advisors, provisions deemed necessary have been made to hedge the estimated risks.

2.7. Pension Obligations

Rights acquired by employees for end-of-career bonuses are not adjusted. However, they are valued and their amount at the end of the financial year is disclosed as financial commitments (see *5.1*).

The amounts of rights acquired by employees under various applicable collective agreements are assessed based on assumptions (changes in salary, retirement age, mortality, staff turnover), then discounted to their present value based on a discount rate. The assumptions were made based on a discount rate of 3.36% (compared to 3.22% at year-end 2023), a salary increase of 2.5% (compared to 2.5% at year-end 2023) for both executives and non-executives, a retirement age of 67 and average assumptions regarding staff turnover. AKWEL has assessed the impact of Law No. 2010-1330 of November 9, 2010 concerning pension reform on the valuation of its employee commitments. After examining the characteristics of its employee population (age, date of entry into employment, career profile, etc.), AKWEL has maintained the assumption of a retirement age of 67. Long-service awards are not subject to provisions for liabilities and expenses because the corresponding commitments are not significant. The collective agreements applicable to AKWEL’s establishments do not provide for this obligation, and AKWEL’s practices in this area remain incidental.

2.8. Extraordinary Expenses and Income

Extraordinary income includes, in particular, income and expenses resulting from events or transactions clearly distinct from the company's ordinary activities and that, as such, are not expected to occur frequently or regularly. Extraordinary expenses and income include, in particular, allocations or reversals related to accelerated depreciation, proceeds from asset disposals, and income and expenses unrelated to ordinary activities.

2.9. Foreign Currency Transactions

Foreign currency expenses and income are recorded at their equivalent value on the transaction date. Foreign currency receivables and payables are valued at the exchange rate in effect at the closing date. The difference resulting from the revaluation of foreign currency payables and receivables at the closing rate is recognized in the balance sheet as translation adjustment. Unrealized exchange losses are treated as provisions for liabilities.

2.10. Tax Consolidation

AKWEL has entered into a tax consolidation agreement with its French subsidiaries with a direct or indirect holding of over 95%.

This agreement, which first came into effect on December 22, 2011, was signed as part of AKWEL's choice for the Group regime as defined in Articles 223 A et seqq. of the French General Tax Code. Each fiscally integrated company is placed in the situation it would have been in if it had been taxed separately. The additional tax savings or expense resulting from the difference between the tax owed by the consolidated subsidiaries and the tax resulting from the determination of the consolidated result is recorded by AKWEL.

The application of the tax consolidation regime resulted in net tax savings of €264,647 in 2024 for the scope of consolidation.

3. Notes to the Balance Sheet

3.1. Intangible and Tangible Assets

(in thousands of euros)	31.12.2023	Increases	Decreases	31.12.2024
Intangible assets	16 957	166	-135	16 989
Land	989			989
Buildings	29 018	373	-429	28 962
Technical installations, equipment, and tools	174 505	3 559	-8 266	169 798
General installations, miscellaneous fixtures and fittings	8 872		-1 242	7 630
Transport equipment	1 680	159	-190	1 649
Office equipment, furniture	9 277	333	-853	8 757
Other tangible fixed assets	2 015		-55	1 959
Assets under construction, advances and deposits	2 678	1 336		4 014
Gross values	**245 991**	**5 926**	**-11 170**	**240 747**
Amortization of other intangible assets	-14 941	-357	110	-15 188
Provisions for land	-188	-5		-193
Depreciation of buildings	-18 806	-747	311	-19 243
Depreciation of technical installations	-150 062	-6 517	8 010	-148 569
Depreciation of general installations, various fixtures and fittings	-7 178	-217	1 215	-6 180
Depreciation of transportation equipment	-1 385	-118	190	-1 313
Depreciation of office equipment, furniture	-8 209	-326	846	-7 689
Depreciation of other fixed assets	-1 970	-45	55	-1 960
Total depreciation/provisions	**-202 739**	**-8 332**	**10 737**	**-200 334**
Net value	43 252	-2 406	-433	40 413

"Intangible assets" are as follows at December 31, 2024:

(in thousands of euros)	Gross amount	Depreciation	Net amount
Software	3 707	-3 684	23
Goodwill	6 327	-4 726	1 601
Other intangible assets	6 955	-6 778	176
Total	**16 989**	**-15 188**	**1 800**

Research and Development expenses recognized as expenses for the financial year amounted to €19,156 thousand (€18,789 thousand for the 2023 financial year).

3.2. Financial Assets

(in thousands of euros)	31.12.2023	Increases	Decreases	31.12.2024
Equity investments	256 108	7 875	-1 164	262 819
Receivables related to equity investments	79 082	12 913	-17 464	74 531
Other financial fixed assets	3 318		-2 997	321
Gross values	**338 508**	**20 788**	**-21 625**	**337 671**
Provisions on equity securities	-76 297	-7 202	3 761	-79 738
Provisions on related receivables	-25 715	-19 421	10 948	-34 188
Provisions on other fixed assets	-147	-40		-187
Total provisions	**-102 159**	**-26 663**	**14 709**	**-114 113**
Net value	**236 349**	**-5 875**	**-6 916**	**223 558**

Other financial assets include own shares for €240 thousand at the end of December 2024, which corresponds to 6,044 shares. The transactions carried out under the share buyback program are detailed in *paragraph 2.16.2*.

The increases in shareholdings are the result of a capital increase at AKWEL El Jadida for €5.2 million and at AKWEL Rayong for €2.6 million. The Group also sold its subsidiary MGI COUTIER Ilia.

Provision allowances for equity investments and related receivables mainly concern AKWEL Stara Zagora for €18.7 million and AKWEL El Jadida for €4 million. Provision reversals for equity investments and related receivables mainly concern AKWEL Automotive Pune for €4.6 million and AKWEL Sweden AB for €4.3 million.

3.3. Inventory

(in thousands of euros)	31.12.2024	31.12.2023
Raw materials	13 244	18 393
Work in progress	3 145	3 057
Intermediate and finished products	20 173	23 770
Merchandise	-	1
Gross value	**36 562**	**45 221**
Provisions for impairment	-6 198	-6 738
Net value	30 364	38 483

Inventory at the end of December 2024 was reduced to take account of sales forecasts and to adapt to the economic situation. The projection method for inventory was not changed in 2024.

3.4. Accounts receivable

(in thousands of euros)	31.12.2024	31.12.2023
Accounts receivable	57 598	64 152
Provisions for impairment	-85	-86
Net value	**57 513**	**64 066**

The decrease in trade receivables is consistent with the decline in the company's activity, particularly in the last quarter of 2024.

3.5. Other receivables

(in thousands of euros)	31.12.2024	31.12.2023
Income taxes	2 429	3 538
VAT	1 234	1 510
Other	8 211	8 130
Gross value	**11 874**	**13 178**
Provisions for impairment	-	-
Net value	**11 874**	**13 178**

This item consists of accrued income from insurance for warranties related to SCR products.

3.6. Cash at bank and in hand, and securities

(in thousands of euros)	31.12.2024	31.12.2023
Cash and cash equivalents	52 142	32 416
Net value	**52 142**	**32 416**

Cash at bank and in hand at the end of December 2024 consisted of bank account balances as well as term investments (less than one year).

3.7. Maturities of receivables and payables

Receivables:

(in thousands of euros)	31.12.2024	Due dates within one year	Due dates over one year
Related receivables on investments	74 530		74 530
Other financial fixed assets	321		321
Accounts receivable	57 598	57 505	93
Other receivables	11 874	11 874	-
Total	**144 323**	**69 379**	**74 944**

Payables:

(in thousands of euros)	Total	Due dates within one year	Due dates over one year	Due dates more than five years
Financial liabilities	1 555	1 555		
Partners - Miscellaneous financial liabilities	189 683	189 683		
Accounts payable and related accounts	39 749	39 749		
Tax and social security liabilities	11 210	11 210		
Other liabilities	991	991		
Total	**191 238**	**191 238**	**-**	**-**

3.8. Expenses to be amortized over several financial years

The issuance costs of borrowing are recognized as expenses to be amortized over several financial years and are spread linearly over the term of the loans. As at December 31, 2024, the remaining unamortized expenses to be allocated for loan issuance costs amounted to €0.

3.9. Shareholder equity

The share capital consists of 26,550,240 shares with a nominal value of €0.80.

The change in equity during the 2024 financial year breaks down as follows:

(in thousands of euros)	31.12.2023	Allocation of 2023 profit	Distribution of dividends	Net income for the year	Capital reduction	Other changes	31.12.2024
Capital	21 393				-153		21 240
Merger premium	8 200				-2 842		5 358
Contribution premium	1 505						1 505
Legal reserve	2 139						2 139
Other reserves	41						41
Retained earnings	79 779	-94	-7 963				71 721
Net income	-94	94		27 646			27 646
Regulated provisions	25 346					-1 790	23 556
Total shareholders' equity	**138 308**	**0**	**-7 963**	**27 646**	**-2 995**	**-1 790**	**153 206**

The capital decrease corresponds to a cancellation of treasury shares.

3.10. Provisions for Liabilities and for Expenses

Provisions for liabilities and for expenses, which correspond in particular to ongoing disputes with third parties, to redundancy measures and to unrealized exchange losses, are analyzed as follows:

(in thousands of euros)	31.12.2023	Allocations	Utilizations	Reversals/Other movements	31.12.2024
Provisions for litigation	32 236	6 705	-1 207	-236	37 498
Provisions for site closures	9 185	1 129	-2 271		8 044
Provisions for foreign exchange losses	0	1			1
Other provisions	779				779
Total	**42 200**	**7 835**	**-3 478**	**-236**	**46 322**

Provisions and reversals for disputes are mainly related in financial year 2024 to technical and commercial risks, notably warranty returns. A new provision of this type was allocated during the financial year for €3.4 million and a as well as a supplement for SCR warranties of €2.7 million. For this type of provision, the amounts were estimated based on the warranty returns recorded during the year, contractual warranty periods and available insurance claim histories. The reversals recorded on these provisions correspond to the costs actually borne by the company in respect of these warranty returns.

Other provisions include a risk of loss on the Enricau subsidiary.

3.11. Financial debt

(in thousands of euros)	31.12.2024	31.12.2023
Group debt	189 683	172 000
Non-Group debt:		
- Loans	1 516	34 525
- Interest payable	-	164
- Other	39	127
Total	**191 238**	**206 816**

Certain bank loans are subject to compliance with financial covenants. At December 31, 2024, AKWEL complies with all these covenants.

Group payables correspond to the current accounts of the company with its subsidiaries.

Non-Group payables at the end of December 2024 correspond to two loans that will be fully repaid during 2025.

3.12. Tax, Employee and Other Liabilities

(in thousands of euros)	31.12.2024	31.12.2023
Social security organizations	3 863	3 636
Personnel	5 263	4 752
Government (VAT, corporate income tax, etc.)	2 085	2 472
Advances and deposits received	910	992
Other liabilities, accrued expenses	81	3 038
Total	**12 200**	**14 890**

3.13. Expenses Payable and Accrued Income

Accrued income includes the following:

(in thousands of euros)	31.12.2024	31.12.2023
Insurance proceeds relating to warranty returns	8 114	8 094
Supplier credits	3 978	6 547
Invoices to be issued	9 030	4 394
Other	53	30
Total	**21 175**	**19 065**

Expenses payable include the following:

(in thousands of euros)	31.12.2024	31.12.2023
Invoices not received	16 980	19 232
Credit notes to be issued	6 551	9 150
Tax and social security liabilities payable	7 771	7 294
Other	81	3 202
Total	**31 383**	**38 878**

Other debt included a payable of €3 million to AKWEL Bursa which was fully repaid during the year.

3.14. Bills of Exchange

Trade receivables include a sum of €0 thousand (€276 thousand in 2023) corresponding to the unmatured and undiscounted bills received. Trade payables include bills due for an amount of €0 thousand (€442 thousand in 2023).

4. NOTES TO THE INCOME STATEMENT

4.1. Turnover Breakdown

The main income from company activities is recorded as follows:

- product sales (parts, tools, etc.) on shipment of the good
- services sales (management fees, product lines, misc. rebilling, etc.) depending on the effective service date

turnover in France amounted to €142,553 million, representing 47% of the total turnover (54% in 2023). Export turnover amounted to €160,932 million, representing 45.82% of total turnover (46% in 2023).

4.2. Financial Income and Expenses

(in thousands of euros)	31.12.2024	31.12.2023
Income from investments	36 914	610
Net exchange differences	1 264	0
Net (allocations)/reversals to provisions	-11 955	-8 604
Write-offs of receivables	-6 109	0
Financial interest and other financial expenses (net)	-3 347	-4 671
Total	**16 766**	**-12 665**

Provision allowances/reversals for equity investments amounted to €3,440 thousand (€1,564 thousand in 2023). These provisions primarily concern the subsidiaries AKWEL RAYONG (Thailand) and AKWEL EL JADIDA (Morocco).

Provision allowances/reversals for receivables concerning associated companies amounted to €8,474 thousand (€7,041 thousand in 2023). They mainly concern the subsidiary AKWEL Stara Zagora (Bulgaria).

The company has granted a debt write-off of €6,109 thousand to its subsidiary AKWEL Automotive Sweden AB.

Financial interest and other financial expenses mainly consist of interest on current accounts with subsidiaries.

4.3. Extraordinary Income

(in thousands of euros)	31.12.2024	31.12.2023
Depreciation and provisions (net)	1 790	617
Net asset disposals	2 088	-11
Other income (expenses)	-133	-2
Total	**3 745**	**604**

The net asset disposals correspond to the proceeds of the sale of the Mureaux plant for €3.3 million, partly offset by the exit of MGI COUTIER Ilia's securities for €1.2 million.

4.4. Allocation of Tax between Current and Extraordinary Income

(in thousands of euros)	Pre-tax profit	Taxes	Net income after tax
Current profit (and profit sharing)	24 287	-386	23 901
Extraordinary income	3 745	0	3 745
Accounting profit	**28 032**	**-386**	**27 646**

The company is part of a group subject to the OECD GloBE (Global Anti-Base Erosion, also known as Pillar 2) rules, applicable for the first time in financial year 2024. Pursuant to these rules, the group is required to pay an additional tax for the difference between its effective GloBE tax rate in each jurisdiction and the minimum rate of 15%.

In this context, the company carried out an impact assessment of the GloBE rules and concluded that there was no impact on the 2024 accounts.

4.5. Increase and Decrease in Future Tax Liability

(in thousands of euros)	31.12.2024	31.12.2023
Basis		
Special depreciation allowances	19 984	22 006
Non-deductible provisions and accrued expenses	1 510	710
	21 494	**22 716**
Taxes at a rate of 25%		
	5 374	**5 679**

5. OTHER INFORMATION

5.1. Retirement

The cumulative amount of retirement indemnity commitments not provisioned at financial year-end was €4,198 thousand. The calculation assumptions are specified in *note 2.7*.

5.2. Lease agreements

The original value of assets acquired under lease agreements amounted to €30,101 thousand, and their net value would be €2,753 thousand if they had been acquired outright and depreciated.

As AKWEL no longer has any ongoing contracts, there are no lease payments to be made.

5.3. Identity of the consolidating Group

AKWEL's financial statements are included in the consolidated accounts of the AKWEL Group, of which the Group head is:

AKWEL

975 route des Burgondes

01410 CHAMPFROMIER

Registered in the Bourg-en-Bresse Trade and Companies Register under No. 344 844 998

The consolidated financial statements are available under "Financial Reports" on the AKWEL website.

5.4. Other financial commitments

At December 31, 2024, other commitments to financial institutions broke down as follows:

- €1,448 thousand, for guarantees granted;
- €2,495 thousand, in respect of guarantees granted on non-financial assets (this amount is already included in the Group's financial debts).

5.5. Related Companies

All transactions with related parties concern transactions with subsidiaries and are concluded under normal market conditions. Those meeting the criteria for regulated agreements are mentioned in the special report of the Statutory Auditors on *page 271,*

5.6. Remuneration to Corporate Officers

The total remuneration paid to members of the Executive Board amounted to €1,834,407 for the financial year ended December 31, 2024 (€1,911,994 in 2023). The total remuneration paid to members of the Supervisory Board amounted to €353,600 for the financial year ended December 31, 2024 (€341,000 in 2023).

5.7. Average Workforce

	2024	2023
Executives	242	234
Middle management	454	460
Workers	376	406
Total	**1,072**	**1,100**

5.8. Transfer of Expenses

The amount of operating expense transfers recorded during the financial year amounted to a net credit balance of €2,371 thousand (compared to a net debit balance of €4,222 thousand in 2023), mainly related to insurance income.

5.9. Table of Subsidiaries and Equity Investments

(in thousands of euros)	Equity before allocation of profit		Net income for the last fiscal year	Percentage of capital held (%)	Book value of shares held		Loans and advances granted		Guarantees and endorsements	Turnover excluding VAT for the last financial year	Dividends received during the financial year
	Share capital (including premiums)	Reserves *			Gross	Net	Gross	Net			
Subsidiaries owned more than 50%											
SCI PAYS DE BRAY SUD	0	690	70	100%	762	762	0		0	95	0
AKWEL MATEUR TUNISIA SARL	1 681	14 927	1 451	100%	4 424	4 424	0		0	47 211	0
AKWEL NINGBO CHINA CO, LTD	10 608	11 406	161	100%	10 511	10 511	0		0	7 559	5 587
AKWEL CORDOBA ARGENTINA SA	76	-1 042	1 343	100%	13 925	0	0		0	66	0
AKWEL BURSA TURKEY OTOMOTIVE A.S.	8 927	10 937	-3 082	100%	14 775	14 775	1 962	1 962	0	64 766	364
AKWEL JUNDIAI BRASIL-INDUSTRIA DE AUTOPEÇAS LTDA	2 106	58	493	100%	13 919	3 426	0		0	3 077	420
AKWEL BIRMINGHAM UK LTD	95 400	53 737	4 896	100%	96 517	96 517					
AKWEL VIGO SPAIN S.L	6 022	34 743	12 131	100%	4 772	4 772				119 385	7 500
AKWEL MEXICO SA DE CV	2	-2 366	3 929	100%	6	0				50 159	
AKWEL TIMISOARA ROMANIA SRL	1 447	33 150	-848	100%	1 963	1 963	0		0	62 994	17 000
AKWEL TOOLING France	408	1 573	422	100%	895	895				2 623	2 984
AKWEL USA INC	18 228	446 429	-7 124	100%	28 402	28 402				0	
AKWEL VANNES FRANCE	916	4 597	1 911	100%	0	0	775	775	0	28 446	
AKWEL AUTOMOTIVE PUNE INDIA PVT LTD	2 195	-1 308	258	100%	2 597	2 597	2 340	2 340		4 288	
AKWEL AUTOMOTIVE SWEDEN AB	3 054	-667		100%	32 881	0				0	
AKWEL PAREDES DE COURA (PORTUGAL) UNIOESSOAL, LDA	7 350	15 762	3 471	100%	7 350	7 350	43	43	0	67 812	3 059
AKWEL EL JADIDA MOROCCO SARL	5 418	-408	-1 665	100%	12 499	3 350	4 493	4 493	0	9 324	
AKWEL RAYONG (THAILAND) CO, LTD	11 218	-7 975	-1 842	100%	10 566	0	10 091	0		24 096	
AKWEL STARA ZAGORA (BULGARIA) EOOD	998	-4 075	-4 580	100%	1 000	0	18 791	0		569	
AKWEL WUHAN AUTO PARTS CO, LTD	15 165	282	-855	100%	3 260	3 260				2 672	
BIONNASSAY REAL ESTATE	201	1 321	-374	50%	67	67				769	
AKWEL SERVICES TUNISIA	6	48	-50	-	10	10	584	584		1 272	
Subsidiaries owned at less than 50%											
HOLDING ENRICAU	7 887	-12 708	-2 321	21%	1 717	0	630	0		97 847	
Indirectly owned subsidiaries											
Gold Seal Avon Polymer PVT Ltd							199	199			
AKWEL CHONGQINQ							4 279	4 279			
AKWEL GEBZE							4 896	4 896			
AKWEL SWEDEN AB							8 579	5 753			
AKWEL CADILLAC							14 995	14 995			
MGI Coutier Ilia							1 849	0			
Total				-	**262 818**	**183 081**	**74 506**	**40 319**			**36 914**

* Reserves include reserves, retained earnings, investment grants, regulated provisions and translation adjustments.

5.10. Statutory Auditors' Fees

The Statutory Auditors' fees are presented in *note 29* to the consolidated accounts.

STATUTORY AUDITOR'S REPORT ON THE ANNUAL ACCOUNTS

Year ended December 31, 2024

Forvis Mazars
Parc des Glaisins
7, avenue du Pré Félin
Annecy-Le-Vieux
74940 Annecy

PricewaterhouseCoopers Audit
Grand Hôtel Dieu
3 Cour du Midi - CS 30259
69287 Lyon cedex 02

To the General Meeting of AKWEL,

Opinion

In accordance with the assignment entrusted to us by your General Meeting, we have conducted an audit of AKWEL's annual financial statements for the year ended December 31, 2024, as attached to this report.

We certify that the annual accounts, in accordance with French accounting rules and principles, are regular and sincere and provide a true and fair picture of the results of operations for the past financial year as well as the financial position and assets of the company at the end of this financial year.

The opinion expressed above is consistent with the content of our report to the audit committee.

Basis for the Opinion

Audit Standards

We conducted our audit in accordance with professional standards applicable in France. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under these standards are described in the section "Responsibilities of the Statutory Auditors relating to the audit of the annual accounts" of this report.

Independence

We carried out our audit assignment in compliance with the independence rules set forth in the French Commercial Code and the Code of Ethics for Statutory Auditors, from January 1, 2024, to the date of issuance of our report. We did not provide any services prohibited by Article 5, paragraph 1, of Regulation (EU) No 537/2014.

Justification of Assessments — Key Audit Matters

In accordance with the provisions of Articles L.821-53 and R.821-180 of the French Commercial Code concerning the justification of our assessments, we wish to bring to your attention the key audit matters related to the risks of material misstatement that, in our professional judgment, were the most material for the audit of the annual accounts for the year, as well as the responses we provided to address these risks.

These assessments are made in the context of the audit of the annual accounts taken as a whole and the formation of our opinion expressed above. We do not express an opinion on individual components of these annual accounts.

Valuation of Equity Investments and Receivables Concerning Associated Companies

Notes 2.2.3 "Financial," 2.3 "Receivables concerning associated companies" and 3.2 "Financial assets" in the notes to the annual accounts

Identified Risk

Equity investments and receivables concerning associated companies are reported on AKWEL's balance sheet as at December 31, 2024, for a net amount of €223.4 million.

Equity investments are recognized at their acquisition cost and are impaired when their estimated value in use at the end of the reporting period is lower than their carrying amount. The value in use of equity investments is assessed using several criteria, in particular including equity and the growth and profitability outlook. This assumption requires management to exercise judgment, particularly when based on forecast items.

Due to the inherent uncertainties associated with forecast items used in these calculations, we have considered the evaluation of equity investments, and by extension, the receivables related to them, to be a key point of our audit.

Responses Provided during Our Audit

We have reviewed the controls implemented by the company to estimate the value in use of equity investments. Our work predominantly included:

- comparing the proportional share of net assets used to determine the values in use of equity investments to data derived from the accounting records;
- verifying, when values in use were determined based on forecast elements, that their estimation was based on an appropriate valuation method;
- assessing the soundness of the main assumptions used in estimating values in use through discussions with Management;
- checking the arithmetic accuracy of the value-in-use calculations performed by the Company;
- assessing the recoverability of receivables related to the results of impairment tests for equity investments.

Evaluation of Provisions Related to Technical and Commercial Risks

Note 2.6 "Provisions for risks and expenses" and 3.10 "Provisions for risks and expenses" in the notes to the annual accounts

Identified Risk

As a first-tier supplier to numerous automotive manufacturers, the company is exposed to risks inherent in its business, particularly regarding commercial and industrial considerations.

With this in mind, the company may encounter uncertain, litigious or contentious situations, particularly in the context of technical risks and recall campaigns carried out by automobile manufacturers.

The estimation of risks is regularly reviewed by the company's management. Incomplete identification and/or incorrect assessment of a risk could result in the company overestimating or underestimating its provisions.

At the close of the 2024 financial year, provisions for disputes amounted to €37.5 million and are primarily related to technical and commercial risks. We considered the evaluation of provisions related to technical and commercial risks to be a key audit matter due to the potential financial impact on the company and management's judgment in estimating the risks and the amounts recognized.

Responses Provided during Our Audit

Our work predominantly included:

- Obtaining external confirmations from attorneys to identify the litigations and contentious situations involving the Group;
- Reviewing the Group's risk analysis, corresponding documentation and, where applicable, corroborating them with the written consultations of its external advisors;
- Reviewing the Group's risk analysis, corresponding documentation and, where applicable, the written consultations of its external advisors;
- Conducting interviews with the product line director responsible for technical risks in order to respond to the identified risks;
- Assessing the main risks identified and examining the soundness of the assumptions made by management in estimating the amount of provisions recognized, based on the information collected.

Specific Checks

We have also conducted specific checks in accordance with the applicable professional standards in France, as required by legal and regulatory texts.

Information Provided in the Management Report and in Other Documents on the Financial Position and Annual Accounts Addressed to Shareholders

We have no observations to make as to whether the information provided by the Executive Board in the management report and other financial documents sent to shareholders accurately matches the annual accounts.

We attest to the accuracy and consistency with the annual accounts of the information regarding payment terms mentioned in Article D. 441-6 of the French Commercial Code.

Corporate Governance Report

We certify the presence, in the Supervisory Board's Corporate Governance Report, of the information required by Articles L.225-37-4, L.22-10-10 and L.22-10-9 of the French Commercial Code.

Regarding the information provided in accordance with the provisions of Article L.22-10-9 of the French Commercial Code concerning the remuneration and benefits paid or attributed to corporate officers, as well as commitments made in their favor, we have verified their consistency with the accounts or the data used to prepare these accounts and, where appropriate, with the information gathered by your company from the companies controlled by it that are included in the scope of consolidation. Based on this work, we confirm the accuracy and sincerity of this information.

With regard to the information on items that your company considered likely to have an effect in the event of a public takeover bid or exchange offer, provided in accordance with the provisions of Article L. 22-10-11 of the French Commercial Code, we have verified their conformity to the documents from which they originate that have been shared with us. Based on this work, we have no comments to make on this information.

Other Information

In accordance with the law, we have ensured that the various information relating to the identity of shareholders or voting rights holders has been communicated to you in the management report.

Other Checks or Information Required by Legal and Regulatory Texts

Presentation Format of the Annual Accounts Intended for Inclusion in the Annual Financial Report

In accordance with the professional standard on auditing procedures relating to annual and consolidated financial statements set out in the European Single Electronic Format (ESEF), we also verified the compliance of this format as defined by Delegated European Regulation No. 2019/815 of December 17, 2018, in the presentation of the annual accounts intended for inclusion in the annual financial report mentioned in Article L. 451-1-2 of the French Monetary and Financial Code, prepared under the responsibility of the President of the Executive Board.

On the basis of our work, we conclude that the presentation of the annual accounts intended for inclusion in the annual financial report complies, in all material aspects, with the European Single Electronic Format.

It is not our responsibility to verify that the annual accounts that your company will actually include in the annual financial report filed with the AMF correspond to the ones on which we carried out our work.

Appointment of Statutory Auditors

We were appointed as Statutory Auditors of AKWEL by the Ordinary General Meeting on February 23, 2004, for the firm Forvis Mazars, and by the Combined General Meeting on May 23, 2024, for the firm PricewaterhouseCoopers Audit.

As at December 31, 2024, Forvis Mazars was in its 21st consecutive year of assignment and PricewaterhouseCoopers Audit was in its 1st year, of which 13 years and 1 year, respectively, since the company's securities were admitted to trading on a regulated market in 2011.

Responsibilities of Management and Those Charged with Governance for the Annual Accounts

Management is responsible for preparing annual accounts that provide a true and fair view in accordance with French accounting rules and principles. It is also tasked with implementing the internal control it deems necessary to ensure the annual accounts are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, management is obligated to assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations.

The Audit Committee is responsible for monitoring the financial reporting process and overseeing the effectiveness of internal control and risk management systems, as well as internal audit—where applicable—in relation to the procedures involved in preparing and processing accounting and financial information.

The annual accounts have been approved by the Executive Board.

Responsibilities of the Statutory Auditors Relating to the Audit of the Annual Accounts

Audit Objective and Approach

We are tasked with preparing a report on the annual accounts. Our goal is to achieve reasonable assurance that the annual accounts, as a whole, are free from material misstatements. Reasonable assurance means a high level of assurance, but there is no guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement. Misstatements can arise due to fraud or error and are considered material if it could reasonably be expected that they, individually or collectively, may impact the economic decisions made by users based on these accounts.

As specified by Article L. 821-55 of the French Commercial Code, our certification assignment does not involve guaranteeing the viability or quality of your company's management.

In the context of an audit conducted in accordance with professional standards applicable in France, the Statutory Auditor exercises professional judgment throughout the audit.

In addition:

- It identifies and assesses the risks of material misstatements in the annual accounts whether due to fraud or error, defines and implements audit procedures to address these risks and gathers sufficient and appropriate evidence to support its opinion. The risk of not detecting a material misstatement resulting from fraud is higher than that of a material misstatement resulting from an error, as fraud may involve collusion, falsification, deliberate omissions, misrepresentations or circumvention of internal controls;
- It reviews the relevant internal control for the audit to define appropriate audit procedures in the circumstances, not to express an opinion on the effectiveness of internal control;
- It assesses the appropriateness of the accounting methods adopted and the reasonableness of management's accounting estimates, as well as the information concerning them provided in the annual accounts;
- It evaluates the appropriateness of management's application of the going concern basis of accounting and, based on the information collected, determines whether there is significant uncertainty regarding events or circumstances that could raise doubts about the company's ability to continue operating. This assessment is based on the information collected up to the date of its report; however, it should be kept in mind that subsequent events or circumstances could challenge the going concern assumption. If it determines that there is material uncertainty, it will draw the attention of readers to the information provided in the annual accounts regarding this uncertainty. In cases where such information is not provided or is irrelevant, it issues a qualified opinion or declines to certify;
- It evaluates the overall presentation of the annual accounts and assesses whether they accurately reflect the underlying transactions and events to provide a true and fair view.

Report to the Audit Committee

We submit to the Audit Committee a report outlining the scope of our audit work and the executed work plan, as well as the conclusions resulting from our work. Additionally, we bring to its attention any significant weaknesses in internal control that we have identified regarding procedures related to the preparation and processing of accounting and financial information.

Included in the report to the Audit Committee are the risks of significant misstatements that we deem to have been the most important for the audit of the annual accounts for the period. These risks represent the key audit areas, which we are responsible for describing in this report.

Furthermore, we provide the Audit Committee with the declaration required under Article 6 of Regulation (EU) No 537/2014 confirming our independence, in accordance with the applicable rules in France as defined primarily by Articles L.821-27 to L.821-34 of the French Commercial Code and the code of ethics for statutory auditors. Where appropriate, we discuss with the Audit Committee the risks to our independence and the safeguard measures implemented.

The Statutory Auditors

Forvis Mazars

Annecy-le-Vieux, September 8, 2025

Jérôme Neyret

Associate

PricewaterhouseCoopers Audit

Lyon, September 8, 2025

Matthieu Moussy

Associate

SPECIAL STATUTORY AUDITOR'S REPORT ON THE RELATED-PARTY TRANSACTIONS

General Meeting to approve the accounts for the year ended December 31, 2024

Forvis mazars
Parc des Glaisins
7, avenue du Pré Félin
Annecy-Le-Vieux
74940 Annecy

PricewaterhouseCoopers Audit
Grand Hôtel Dieu
3 Cour du Midi - CS 30259
69287 Lyon cedex 02

To the General Meeting of AKWEL,

As the Statutory Auditors of your company, we hereby present our report on related-party transactions.

It is our responsibility to report to you, based on the information provided to us, the characteristics, essential terms and reasons justifying the interest of the company in the transactions of which we have been informed or that we may have discovered in the course of our duties, without having to assess their usefulness and merit or to search for the existence of other transactions. It is your responsibility, according to the terms of Article R. 225-58 of the French Commercial Code, to assess the interest attached to the conclusion of these transactions in view of their approval.

It is also our responsibility, if applicable, to communicate to you the information required by Article R. 225-58 of the French Commercial Code concerning the execution, during the past financial year, of transactions already approved by the General Meeting.

We have performed the necessary due diligence according to the professional standards set forth by the French National Company of Statutory Auditors concerning this engagement. This due diligence involved verifying the consistency of the information provided to us with the underlying documents.

Transactions Submitted for the Approval of the General Meeting

Transactions Authorized and Concluded during the Past Financial Year

In accordance with Article L. 225-88 of the French Commercial Code, we have been informed of the following transactions concluded during the past financial year that were subject to prior authorization by your Supervisory Board.

The persons involved in these transactions and commitments are indicated in the attached table at the end of this report.

- Liquidity agreement with COUTIER DEVELOPPEMENT

The company entered into a liquidity agreement with COUTIER DEVELOPPEMENT.

The purpose of this agreement is for COUTIER DEVELOPPEMENT to provide its own resources, assistance and advice in defining the general policy and strategy of the AKWEL Group through its advisory, planning, organizational and coordination activities, as well as its internal and external knowledge.

This agreement was concluded for a term of three years, renewable automatically from July 1, 2015.

The liquidity services rendered are not subject to any remuneration.

No expenses were recognized for this agreement during the 2024 financial year.

The continuation of this agreement was authorized for the 2024 financial year by the Supervisory Board on May 2, 2024.

- Technical service provision agreement with COUTIER DEVELOPPEMENT

The company entered into a technical service provision agreement with COUTIER DEVELOPPEMENT.

The purpose of this agreement includes assisting in the technical definition of new products, identifying new markets, research, and focusing on industrialization in line with “Tack Time” and “One piece Flow” for the factory of the future, as well as optimizing tool design.

Initially drawn up for a period of three years starting from July 1, 2015, this agreement has been subsequently renewed automatically each year.

The remuneration for the agreement corresponds to the costs incurred by COUTIER DEVELOPPEMENT, plus a margin of 8%.

The charges recognized under this agreement during the 2024 financial year amounted to €249,000.

The continuation of this agreement was authorized for the 2024 financial year by the Supervisory Board on May 2, 2024.

- Agreement with COUTIER DEVELOPPEMENT and COUTIER SENIOR for the provision of premises and legal assistance

Your company provides these two companies with a premises to accommodate their headquarters and performs legal assistance services during the approval of their annual accounts.

Initially drawn up for a period of one year starting from January 1, 2004, this agreement is renewed automatically each year.

AKWEL's legal intervention in COUTIER DEVELOPPEMENT is not limited to approving the accounts, but it has also encompassed secretary and accounting engagements since 2019. The terms of the agreement have been amended accordingly.

Income recognized under this agreement during the 2024 financial year amounted to:

- COUTIER DEVELOPPEMENT: €32,156
- COUTIER SENIOR: €383

The continuation of this agreement was authorized for the 2024 financial year by the Supervisory Board on November 7, 2024.

Transactions Already Approved by the General Meeting

We inform you that we have not been notified of any transactions already approved by the General Meeting whose execution continued during the past financial year.

The Statutory Auditors

Forvis Mazars

Annecy-le-Vieux, September 8, 2025

Jérôme Neyret

Associate

PricewaterhouseCoopers Audit

Lyon, September 8, 2025

Matthieu Moussy

Associate

ADDITIONAL INFORMATION

GENERAL INFORMATION ON AKWEL

Name and Head Office:

AKWEL

975, route des Burgondes — 01410 Champfromier, France

Incorporation Date and Duration of the Group:

AKWEL was incorporated on February 14, 1989. It will expire in 2088 unless there is dissolution or extension.

Nationality:

French

Form and Legislation:

Société anonyme (French joint-stock company) with an Executive Board and Supervisory Board, governed by French law.

Trade and Companies Register:

344 844 998 RCS BOURG-EN-BRESSE — APE (principal activity) code: 2932 Z

Activity:

AKWEL's purpose, directly and indirectly, both in France and abroad, is:

- Manufacturing and selling thermoplastic parts obtained through extrusion, blow molding and injection, with a focus on plastic materials processing;
- Injection molding, blow molding, extrusion molding and other plastic material transformation techniques, as well as similar general mechanics and mold mechanics;
- Cutting, stamping, welding, assembly, turning, stamping shop operation, metalworking, light and general mechanical work, including various mechanical developments;
- Manufacturing, purchasing and selling parts and accessories, as well as electrical, mechanical and electronic equipment;
- Designing, producing and assembling industrial assemblies, parts, mechanisms, accessories and manufactured products made of various materials and alloys;
- Patenting, transferring and exploiting patents directly or through licensing, and industrial processes required for AKWEL's activities;
- Purchasing, selling, importing, exporting, leasing, representing, licensing and distributing all industry-related equipment, objects and products;
- Direct or indirect participation by AKWEL in any industrial, commercial or financial activities or operations whatsoever, relating to tangible or intangible property, in France or abroad, as long as they are directly or indirectly related to its corporate purpose or to any similar, related or complementary purposes;
- The company may engage in its activities directly or indirectly, on its own account or for third parties, either alone or with partners, through the creation of new companies, contributions, limited partnerships, subscriptions, purchases of securities or social rights, mergers, alliances, joint ventures or management of any assets or rights or by other means;
- In general, it may undertake any financial, commercial, industrial or civil operations, relating to tangible or intangible property, that relate directly or indirectly to any of its stated purposes or to any similar or related purposes that could promote its expansion or development.

Financial Year:

Each financial year lasts one year, beginning on January 1 and ending on December 31.

General Meetings (Article 20 of the Bylaws):

General Meetings are convened and deliberate under the conditions set by law.

Shareholders' collective decisions are made at ordinary, extraordinary or special General Meetings, depending on the type of decisions to be made.

The Executive Board, the Supervisory Board, the Statutory Auditors, or a court-appointed representative may convene General Meetings, as provided by law.

Meetings take place at the company's headquarters or any other location specified in the notice.

Every shareholder is entitled to participate in the deliberations, either personally or through a proxy, upon providing proof of the accounting registration of their shares in their name or in the name of an intermediary registered on their behalf pursuant to Article L.228-1 paragraph 7 of the French Commercial Code, by midnight, Paris time, on the second business day prior to the meeting. This can be in either the registered share accounts kept by AKWEL or in the bearer share accounts kept by an intermediary mentioned in Article L.211-3 of the French Monetary and Financial Code.

Each shareholder can only be represented by their spouse or another shareholder; the proxy must provide evidence of their authorization to this effect.

Shareholders may also vote by mail using a form prepared and sent to AKWEL under the conditions set by law and regulations; this form must reach AKWEL for counting three days before the meeting date.

An attendance sheet, duly signed by the shareholders present and represented, to which the powers granted to each proxy and, if applicable, the postal voting forms are attached, is certified as accurate by the Meeting's committee.

General Meetings are chaired by the President of the Supervisory Board or, in their absence, by the Vice-President of the Supervisory Board or by a member of the Board specifically delegated for this purpose by the Board. Failing this, the Meeting itself will appoint its Chair.

The functions of vote tellers are performed by the two shareholders, present and accepting, who have the greatest number of votes, either personally or as proxies.

The assembled committee shall appoint a secretary, who may not be a shareholder.

Minutes are recorded, and copies or extracts of the deliberations are issued and certified in accordance with the law.

Ordinary and extraordinary general meetings, deliberating under the quorum and majority conditions prescribed by their respective governing provisions, exercise the powers attributed to them by law.

Voting Rights:

In accordance with Law 2014-384 of March 29, 2014 (the "Florange" law), a double voting right is granted to all shares fully paid up that have been registered in the name of the same shareholder for at least two years.

Corporate Results (Article 22 of the Bylaws):

If the accounts for the financial year approved by the General Meeting show a distributable profit as defined by law, the General Meeting shall decide whether to allocate it to one or more reserve accounts, to carry it forward or to distribute it as dividends.

Any losses, after the accounts are approved by the General Meeting, are carried forward to be offset against future profits until fully absorbed.

Each shareholder's share of profits and contribution to losses is proportional to their share in the capital stock.

The General Meeting may decide to distribute amounts taken from reserves, specifying the exact reserve accounts being used. However, dividends are primarily taken from the distributable profit of the financial year.

Dividend Payments (Article 23 of the Bylaws):

The General Meeting may offer shareholders the option to receive all or part of the dividend or interim dividends either in cash or in shares, as per legal conditions.

The methods for paying cash dividends are determined by the General Meeting, or by the Executive Board if the Meeting does not specify.

Dividends in cash must be paid within a maximum period of nine months after the close of the financial year, provided a court has not authorized an extension.

Threshold Crossing (Article 10 III of the Bylaws):

Any person, acting alone or in concert, who acquires a percentage of the capital or voting rights (if the number and distribution of voting rights do not correspond to the number and distribution of shares) equal to or greater than 1%, or any multiple of this percentage, up to the threshold of 50%, must inform AKWEL of their stake as well as any subsequent changes in this stake. Starting from the date the participation threshold is exceeded, this information must be communicated by registered mail with acknowledgment of receipt to AKWEL at its head office within the timeframe specified by stock market regulations.

The same information must also be provided within the same time frames if the stake falls below the thresholds specified.

If they have not been declared under the conditions mentioned above, the shares exceeding the portion that should have been declared are deprived of voting rights at shareholder meetings if, at a meeting, the failure to declare is noted and if one or more shareholders jointly holding 5% of the capital or voting rights make such request at that meeting. In this case, the shares deprived of voting rights regain this right only after a period of two years following the date on which such notice is properly served.

Place for Consulting the Documents and Information about AKWEL

Documents about AKWEL and, specifically, its bylaws, its accounts, and the reports that the Executive Board, Supervisory Board and Statutory Auditors present to its Meetings can be consulted at the head office from:

Benoit Coutier, Legal & Financial VP

AKWEL
975, route des Burgonds

01410 CHAMPFROMIER (France)

Tel.: +33 (0)4 50 56 98 98

GENERAL INFORMATION CONCERNING THE GROUP'S CAPITAL

Share Capital:

The share capital as at December 31, 2024 was €21,240,192, divided into 26,550,240 shares of €0.80.

AKWEL's shares have been registered on the Euronext Paris market — sub-fund B, since April 4, 2011 under security code FR 00000 53027.

Stock Market Information:

The average price over the 2024 financial year was €12.02.

The highest price reached during the financial year was €17.44 (on February 7, 2024), while the lowest price was €7.71 (on December 5, 2024).

The closing price on December 31, 2024 was €8.06, valuing the Group at €213.99 million.

Total volumes traded during the year amounted to 1,088,009 shares across a total of 12,528 transactions (compared to 2,350,314 shares across 28,552 transactions in 2023), representing a decrease in the number of transactions of approximately 56.12% compared to the previous financial year.

Securities Giving Access to Capital:

None.

Share Purchase Options:

None.

Threshold-crossing declarations during the 2024 financial year

On February 9, 2024, Amiral Gestion declared that it had crossed below the statutory threshold of 1% ownership of the Group's capital, decreasing its stake to 0.960% of the voting rights.

On May 24, 2024, Amiral Gestion declared that it had crossed above the statutory threshold of 9% ownership of the Group's capital, increasing its stake to 9.01% of the capital and 5.30% of the voting rights.

On June 11, 2024, LBPAM declared that it had crossed above the statutory threshold of 2% ownership of the voting rights, increasing its stake to 2.002% of the voting rights.

On June 24, 2024, LBPAM declared that it had crossed below the statutory threshold of 2% ownership of the voting rights, decreasing its stake to 1.999% of the voting rights.

AGENDA OF THE COMBINED GENERAL MEETING OF TUESDAY, SEPTEMBER, 30 2025

1. Ordinary Business

1. Approval of the annual accounts for the year ended December 31, 2024 – Approval of non-deductible expenses and charges for tax purposes.
2. Discharge of the members of the Executive Board and the Supervisory Board.
3. Approval of the consolidated accounts for the year ended December 31, 2024.
4. Allocation of the result of the year and determination of the dividend.
5. Approval of the renewal of the liquidity agreement with COUTIER DEVELOPPEMENT as outlined in the special report of the Statutory Auditors.
6. Approval of the renewal of the technical services agreement with COUTIER DEVELOPPEMENT as outlined in the special report of the Statutory Auditors.
7. Approval of the renewal of the agreement with COUTIER DEVELOPPEMENT for the provision of premises and legal assistance as outlined in the special report of the Statutory Auditors.
8. Approval of the renewal of the agreement with COUTIER SENIOR for the provision of premises and legal assistance as outlined in the special report of the Statutory Auditors.
9. Reappointment of André Coutier as a member of the Supervisory Board,
10. Non-renewal of the term of office as a member of the Supervisory Board of Geneviève Coutier,
11. Reappointment of Emilie Coutier as a member of the Supervisory Board,
12. Reappointment of Nicolas Job as a member of the Supervisory Board,
13. Reappointment of the company COUTIER DEVELOPPEMENT as a member of the Supervisory Board;
14. Approval of the information referred to in Article L. 22-10-9, paragraph I, of the French Commercial Code for the Company's corporate officers,
15. Approval of all components of remuneration and benefits of any kind paid during the past financial year or awarded for the same year to Mathieu Coutier, President of the Executive Board,
16. Approval of all components of remuneration and benefits of any kind paid during the past financial year or awarded for the same year to Benoit Coutier for his role as a member of the Executive Board,
17. Approval of all components of remuneration and benefits of any kind paid during the past financial year or awarded for the same year to Nicolas Coutier for his role as a member of the Executive Board,
18. Approval of all components of remuneration and benefits of any kind paid during the past financial year or awarded for the same year to Frédéric Marier for his role as a member of the Executive Board,
19. Approval of all components of remuneration and benefits of any kind paid for the past financial year or awarded for the same year to André Coutier, President of the Supervisory Board,
20. Approval of the Remuneration Policy for the members of the Executive Board.
21. Approval of the Remuneration Policy for the members of the Supervisory Board.
22. Authorization to be given to the Executive Board to implement a share buyback program pursuant to Articles L.22-10-62 et seqq. of the French Commercial Code.

2. Extraordinary Business

23. Authorization for the Executive Board to cancel Company shares repurchased under the terms of Articles L.22-10-62 et seq. of the French Commercial Code.
24. Cancellation of treasury shares resulting from the termination of a liquidity contract and subsequent reduction in share capital,

3. Ordinary Business

25. Powers to carry out formalities.

TEXT OF PROPOSED RESOLUTIONS OF THE COMBINED GENERAL MEETING OF TUESDAY SEPTEMBER 30, 2025

1. Ordinary business

First Resolution

(Approval of the annual accounts for the year ended December 31, 2024 – Approval of non-deductible expenses and charges for tax purposes).

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings — having reviewed the management report of the Executive Board, the Supervisory Board report, both of which it fully approves, as well as the Statutory Auditors' report on the annual accounts — approves the annual accounts for the financial year ended December 31, 2024, as presented, showing a profit of €27,646,198.68, along with the transactions reflected in these accounts and summarized in these reports.

The General Meeting also approves the total amount of non-deductible expenses and charges for corporate tax purposes, amounting to €48,132, as well as the related tax incurred due to these expenses and charges, amounting to €12,033.

Second Resolution

(Discharge of the members of the Executive Board and the Supervisory Board.)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, grants full and unconditional discharge to the members of the Executive Board and the members of the Supervisory Board to perform their duties for said financial year.

Third Resolution

(Approval of the consolidated accounts for the year ended December 31, 2024).

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, after reviewing the Group's management report and the Statutory Auditors' report, approves the consolidated accounts as at December 31, 2024, as presented, showing a positive net income, Group share of €24,189,733, as well as the transactions reflected in these accounts and reports.

Fourth Resolution

(Allocation of net income.)

The General Meeting, at the proposal of the Executive Board, deliberating under the quorum and majority conditions required for Ordinary General Meetings, resolves to allocate the net income for the financial year ended December 31, 2024, amounting to €27,646,198.68, as follows:

Determination of Distributable Amounts	
Profit/Loss for the Year	€27,646,198.68
Retained earnings	€71,721,690.47
Amount to be allocated	**€99,637,889.15**
Proposed Allocation	
Dividends: €0.30 per share (x 26,550,240)	€7,695,132.00
Retained earnings	€91,402,757.15
Total	**€99,367,889.15**

The General Meeting reports that the total gross dividend per share is set at €0.30. When this dividend is paid out to individuals tax resident in France, it is subject either to a single flat-rate tax on the gross dividend at the flat rate of 12.8% (Article 200 A of the French General Tax Code) or, at the taxpayer's express, irrevocable and global option, to income tax according to the progressive scale after a 40% deduction (Article 200 A, 13 and 158 of the French General Tax Code). The dividend is also subject to social security contributions at a rate of 17.2%.

The dividend to be paid will go ex-dividend on October 2, 2025 and will be paid out on October 7, 2025. It is specified that if the Company holds any of its own shares at the time the dividend goes ex-dividend, then the amounts corresponding to the unallocated dividends for those shares will be allocated to the "Retained earnings" item.

In accordance with the law, the General Meeting notes that the dividends distributed for the past three financial years were as follows:

Financial Year Ended	Dividend per share (in €)	Income Eligible or Ineligible for Tax Deduction
December 31, 2021	0.45	40% deduction when applicable
December 31, 2022	0.30	40% deduction when applicable
December 31, 2023	0.30	40% deduction when applicable

Fifth Resolution

(Approval of the renewal of the liquidity agreement with COUTIER DEVELOPPEMENT as outlined in the special report of the Statutory Auditors.)

The General Meeting, deliberating under the quorum and majority conditions required for ordinary general meetings, having reviewed the special report of the Statutory Auditors on the agreements and commitments referred to in Articles L. 225-86 et seqq. of the French Commercial Code, approves the renewal of the liquidity agreement entered into during the financial year between the Group and COUTIER DEVELOPPEMENT.

Sixth Resolution

(Approval of the renewal of the technical services agreement with COUTIER DEVELOPPEMENT as outlined in the special report of the Statutory Auditors.)

The General Meeting, deliberating under the quorum and majority conditions required for ordinary general meetings, having reviewed the special report of the Statutory Auditors on the agreements and commitments referred to in Articles L. 225-86 et seqq. of the French Commercial Code, approves the renewal of the technical services agreement entered into during the financial year between the Group and COUTIER DEVELOPPEMENT.

Seventh Resolution

(Approval of the renewal of the agreement with COUTIER DEVELOPPEMENT for the provision of premises and legal assistance as outlined in the special report of the Statutory Auditors.)

The General Meeting, deliberating under the quorum and majority conditions required for ordinary general meetings, having reviewed the special report of the Statutory Auditors on the agreements and commitments referred to in Articles L. 225-86 et seqq. of the French Commercial Code, approves the renewal of agreement for the provision of premises and legal and administrative assistance entered into during the financial year between the Group and COUTIER DEVELOPPEMENT.

Eighth Resolution

(Approval of the renewal of the agreement with COUTIER SENIOR for the provision of premises and legal assistance as outlined in the special report of the Statutory Auditors.)

The General Meeting, deliberating under the quorum and majority conditions required for ordinary general meetings, having reviewed the special report of the Statutory Auditors on the agreements and commitments referred to in Articles L. 225-86 et seqq. of the French Commercial Code, approves the renewal of agreement for the provision of premises and legal assistance entered into during the financial year between the Group and COUTIER SENIOR.

Seventh Resolution

(Renewal of the term of office of André Coutier as a member of the Supervisory Board)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having read the report of the Executive Board, and noting that the term of office as member of the Supervisory Board of:

- André Coutier,

comes to an end on this day, hereby renews this term for a further period of three (3) years, which will end at the close of the Ordinary General Meeting called to approve the accounts for the financial year ended December 31, 2027, to be held in 2028.

Tenth Resolution

(Renewal of the term of office as a member of the Supervisory Board of Geneviève Coutier)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having read the report of the Executive Board, and noting that the term of office as member of the Supervisory Board of:

- Geneviève Coutier

comes to an end today, duly notes its decision not to request the renewal of her term of office as a member of the Supervisory Board.

Eleventh Resolution

(Renewal of the term of office as a member of the Supervisory Board of Emilie Coutier)

The General Meeting, acting under the quorum and majority conditions required for Ordinary General Meetings, having read the report of the Executive Board, and noting that the term of office as member of the Supervisory Board of:

- Emilie Coutier,

comes to an end on this day, renews this term for a further period of three (3) years, which will end at the close of the Ordinary General Meeting of Shareholders called to approve the accounts for the year ended December 31, 2027, to be held in 2028.

Twelfth Resolution

(Renewal of the term of office as member of the Supervisory Board of Nicolas Job)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having read the report of the Executive Board, and noting that the term of office as member of the Supervisory Board of:

- Nicolas Job,

comes to an end on this day, renews this term for a further period of three (3) years, which will end at the close of the Ordinary General Meeting of Shareholders called to approve the accounts for the year ended December 31, 2027, to be held in 2028.

Thirteenth Resolution

(Renewal of the term of office as member of the Supervisory Board of COUTIER DEVELOPPEMENT)

The General Meeting, acting under the quorum and majority conditions required for Ordinary General Meetings, having read the report of the Executive Board, and noting that the term of office as member of the Supervisory Board of:

- COUTIER DEVELOPPEMENT, a French limited company (*société anonyme*) with an Executive Board and a Supervisory Board and share capital of €46,249,840, having its registered office in Champfromier, France, at 975 route des Burgondes, registered in the Bourg-en-Bresse Trade and Companies Register under number 395 006 398.

comes to an end on this day, renews this term for a further period of three (3) years, which will end at the close of the Ordinary General Meeting of Shareholders called to approve the accounts for the year ended December 31, 2027, to be held in 2028.

Fourteenth Resolution

(Approval of the information referred to in Article L. 22-10-9 paragraph I of the French Commercial Code contained in the corporate governance report.)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, approves, pursuant to Article L. 22-10-34-I of the French Commercial Code, the information mentioned in paragraph 1 of Article L. 22-10-9 of the French Commercial Code as presented in the Corporate Governance Report and appearing in the 2024 annual financial report.

Fifteenth Resolution

(Approval of all fixed and variable components of the total remuneration and benefits of any kind paid during the 2024 financial year or awarded for the same year to André Coutier, President of the Executive Board).

The General Meeting, deliberating pursuant to Article L. 22-10-34-II of the French Commercial Code and under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, approves the fixed and variable components of the total remuneration and benefits paid during the 2024 financial year or allocated for the same year to Mathieu Coutier for his role as President of the Executive Board, as presented in the Corporate Governance Report and appearing in the 2024 annual financial report.

Sixteenth Resolution

(Approval of the fixed and variable components making up the total remuneration and benefits of all kinds paid during the 2024 financial year or awarded for the same year to Benoit Coutier, member of the Executive Board).

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Group's Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, approves, pursuant to Article L 22-10-34 II of the French Commercial Code, the fixed and variable components making up the total remuneration and benefits of any kind paid during the 2024 financial year or allocated for the same year to Benoit Coutier for his role as President of the Company's Executive Board, as presented in the Corporate Governance Report and appearing in the 2024 annual financial report.

Seventeenth Resolution

(Approval of all fixed and variable components making up the total remuneration and benefits of all kinds paid during the 2024 financial year or awarded for the same year to Nicolas Coutier, member of the Executive Board).

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Group's Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, approves, pursuant to Article L. 22-10-34 II of the French Commercial Code, the fixed and variable components making up the total remuneration and benefits of any kind paid during the 2024 financial year or awarded for the same year to Nicolas Coutier for his role as member of the Company's Executive Board, as presented in the Corporate Governance Report and appearing in the 2024 annual financial report.

Eighteenth Resolution

(Approval of the fixed and variable components making up the total remuneration and benefits of any kind paid for the 2024 financial year or awarded for the same year to Fréderic Marier, member of the Executive Board).

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Group's Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, approves, pursuant to Article L. 22-10-34 II of the French Commercial Code, the fixed and variable components making up the total remuneration and benefits of any kind paid during the 2024 financial year or awarded for the same year to Frédéric Marier for his role as member of the Company's Executive Board, as presented in the Corporate Governance Report and appearing in the 2024 annual financial report.

Nineteenth Resolution

(Approval of the fixed and variable components making up the total remuneration and benefits of any kind paid for the 2024 financial year or awarded for the same year to André Coutier, President of the Supervisory Board).

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Group's Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, approves, pursuant to Article L. 22-10-34 II of the French Commercial Code, the fixed and variable components making up the total remuneration and benefits of any kind paid during the 2024 financial year or awarded for the same year to André Coutier for his role as President of the Company's Supervisory Board, as presented in the Corporate Governance Report and appearing in the 2024 annual financial report.

Twentieth Resolution

(Approval of the Remuneration Policy for the members of the Executive Board.)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Supervisory Board's Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, describing the components of the Remuneration Policy for corporate officers, approves, pursuant to Article L. 22-10-26 of the French Commercial Code, the Remuneration Policy for the Members of the Executive Board as presented in the aforementioned report, appearing in the 2024 annual financial report.

Twenty-First Resolution

(Approval of the Remuneration Policy for the members of the Supervisory Board.)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Supervisory Board's Corporate Governance Report referred to in Article L. 225-68 of the French Commercial Code, describing the components of the Remuneration Policy for corporate officers, approves, pursuant to Article L. 22-10-26 of the French Commercial Code, the Remuneration Policy for the Supervisory Board as presented in the aforementioned report, appearing in the 2024 annual financial report.

Twenty-Second Resolution

(Authorization to be given to the Executive Board to implement a share buyback program pursuant to Articles L.22-10-62 et seqq. of the French Commercial Code.)

The General Meeting, deliberating under the quorum and majority conditions required for Ordinary General Meetings, having reviewed the Executive Board's report, authorizes it to acquire shares of the Company, in compliance with the conditions and obligations set forth in Articles L.22-10-62 et seq. of the French Commercial Code, as well as Articles 241-1 to 241-6 of the General Regulation of the French markets regulator (Autorité des Marchés Financiers).

The Company may acquire its own shares on the market or off-market, and sell all or part of the shares thus acquired, subject to the following limits:

- The total number of shares held shall not exceed 10% of the total number of shares composing the share capital. It is specified that this limit shall apply to an amount of the Company's share capital adjusted, if necessary, to take into account operations affecting the share capital during the authorization period. The acquisitions made by the Company shall in no case allow it to directly or indirectly hold more than 10% of its share capital;
- The number of shares used to calculate the 10% limit mentioned above corresponds to the number of shares purchased, net of shares resold during the authorization period;
- The unit purchase price shall not exceed €50 (excluding acquisition costs). However, the Board of Directors may adjust the aforementioned maximum purchase price in the event of the incorporation of reserves, profits or share premiums, merger or contributions, or any other amounts whose capitalization would be permitted, resulting in either an increase in the share's par value, the creation and free allocation of shares and in the event of a split of the share's par value, or a consolidation of shares, or any other transactions affecting shareholder equity to take into account the impact of these transactions on the share value;
- Shares may be acquired, sold or transferred by any means, on the market or over the counter, including by acquisition or sale of blocks, under conditions authorized by the market authorities. These transactions may be performed at any time in compliance with the applicable legal and regulatory provisions.

As a result, the maximum amount of funds allocated to the buyback program was €132,449,000, calculated based on the share capital as at April 3, 2025 and the 6,044 treasury shares held on the same date.

The General Meeting decides that these redemptions may be made for the following purposes:

- ensuring a liquid market for the Company's securities through an investment services provider, acting independently under a liquidity contract that complies with regulations;
- retaining the shares repurchased and subsequently reissuing them in exchange for or as payment in connection with merger, demerger, provision or external growth operations;
- Potentially canceling some or all of the shares repurchased, under the conditions provided for by law;
- implementing any market practice that may be permitted by regulations, and more generally carrying out any transaction that complies with the regulations in force, in which case the Company will inform its shareholders by means of a press release.

The Executive Board is granted full authority, with powers to subdelegate, to:

- Assess the appropriateness of implementing this delegation;
- Determine the conditions and terms of acquisition and disposal, including the price of the shares purchased;
- carry out, by any means, the acquisition, sale or transfer of these shares, and place orders on the stock exchange;
- Conclude any agreements, especially to maintain the registers of share purchases and sales, making all necessary declarations to the Autorité des Marchés Financiers and any other relevant body, and complying with all formalities;
- Establish, where appropriate, the description of the communication plan related to the implementation of the buyback program and publish it in accordance with the provisions of Article 221-3 of the same regulation, prior to the implementation of a buyback program;
- In general, do everything necessary to perform and implement this decision.

This authorization is granted for a period of 18 months from the date of this General Meeting, i.e. until March 29, 2027.

This authorization terminates, with immediate effect, for the unused portion, and replaces, the authorization granted by the Ordinary General Meeting of May 23, 2024, in its twenty-third resolution, to proceed with the purchase by the Company of its own shares.

2. Extraordinary Business

Twenty-Third Resolution

(Authorization for the Executive Board to cancel group shares purchased under the terms of Articles L. 22-10-62 et seqq. of the French Commercial Code.)

The General Meeting, deliberating under the quorum and majority conditions of extraordinary general meetings, having taken note of the Executive Board's report and the special report of the Statutory Auditors:

- grants the Executive Board, with delegation powers and at its sole discretion, the authorization to cancel, on one or more occasions, in the proportions and at the times it deems appropriate, within the limit of 10% of the total number of shares making up the share capital on the day the Executive Board makes this cancellation decision, after deducting any shares canceled during the previous 24 months, the shares that the Company holds or may hold owing to repurchases made in accordance with Article L. 22-10-62 of the French Commercial Code, as well as to reduce the share capital accordingly within the legal and regulatory provisions in force;
- sets the validity period of this authorization at 24 months from the date of this Meeting.

The Board of Directors is granted full powers, with the option of delegation, to implement this authorization, in particular including:

- making all decisions necessary to carry out transactions to cancel or reduce the capital;
- allocating the difference between the share purchase price and their nominal value to reserves of its choice, including "share premiums, mergers and contributions";
- adjusting the 10% limit on the capital to account for transactions that would affect this capital after the date of this Meeting;
- amending the Company's bylaws accordingly;
- Taking all actions, making all declarations and completing all formalities, including all declarations to the French Autorité des Marchés Financiers; and
- more generally, taking all necessary measures.

This authorization is granted for a period of 24 months from the date of this Meeting.

Twenty-Fourth Resolution

(Cancellation of treasury shares resulting from the termination of a liquidity contract and subsequent reduction in share capital)

The General Meeting, deliberating under the quorum and majority conditions required for Extraordinary General Meetings, having reviewed the Executive Board's report and the Statutory Auditors' report, drawn up pursuant to Articles L. 22-10-62 and L. 22-10- 65 of the French Commercial Code,

Having noted that:

- Following the termination of the liquidity contract on December 7, 2022, the Company holds a total of 6,044 own shares, representing 0.0002% of the share capital;
- In accordance with Article L. 22-10-62 of the French Commercial Code, these shares had to be used within one year, which has now expired;
- Consequently, these treasury shares must be canceled, resulting in a corresponding reduction in share capital.

Decides:

- to cancel the 6,044 treasury shares held by the Company, representing a total amount of €4,835.20;
- to reduce the company's share capital accordingly by an amount of €4,835.20, bringing the share capital from €21,240,192 to €21,235,356.80;
- to apply the difference between the nominal value of the canceled shares and their acquisition price to the issue premium;
- to amend Articles 6 "CAPITAL FORMATION – CONTRIBUTIONS" and 7 "SHARE CAPITAL" of the bylaws as follows:

The following paragraph is added to the end of Article 6 - CAPITAL FORMATION – CONTRIBUTIONS:

Following the resolution of the Extraordinary General Meeting of September 30, 2025, the share capital was reduced by an amount of €4,835.2 through the cancellation of 6,044 shares.

Article 7 – The SHARE CAPITAL of the bylaws is amended as follows:

The share capital is set at the sum of TWENTY-ONE MILLION TWO HUNDRED AND THIRTY-FIVE THOUSAND THREE HUNDRED AND FIFTY-SIX EUROS AND EIGHTY CENTS (€21,235,356.80).

It is divided into TWENTY-SIX MILLION FIVE HUNDRED AND FORTY-FOUR THOUSAND ONE HUNDRED AND NINETY-SIX (26,544,196) shares of €0.80 each, all of the same category, fully paid up.

3. Ordinary Business

Twenty-Fifth Resolution

(Powers to carry out formalities)

The General Meeting, deliberating under the quorum and majority conditions required for ordinary general meetings, grants full powers to the bearer of copies or excerpts of these minutes to comply with all legal formalities.

AKWEL

AKWEL-AUTOMOTIVE.COM

975, route des Burgondes
01410 Champfromier
France
TEL +33 (0)4 50 56 98 98