

Report of the Supervisory Board

Dear Ladies And Gentlemen,

The reporting period was characterised by a dynamic and challenging environment. Global economic uncertainties and geopolitical tensions influenced the framework conditions within which companies operate. The Leifheit Group was able to navigate successfully through these challenges and further improve its profitability.

In 2024, we put strategy development at the focus of the Leifheit Group's activities. The Board of Management involved the Supervisory Board in the development of the new Group strategy "LEADING WITH FOCUS. CREATING SUSTAINABLE VALUE.", which focuses on profitable growth and cost efficiency, at an early stage. With the new strategy, we have set a decisive course for the long-term success of the Leifheit Group. You can find details of the strategy in the "Foundations of the Group" section of the combined management report.

The Supervisory Board supported the Board of Management constructively as well as with critical advice and fulfilled all of its obligations under the law, the articles of incorporation and the rules of procedure. The Board of Management kept us informed of business developments, strategic measures, corporate planning, the risk situation and transactions requiring approval at all times, in writing and verbally, in a timely and detailed manner. The Supervisory Board was directly involved at an early stage in all decisions of fundamental importance to the company. The Supervisory Board made all decisions after thoroughly examining and verifying the plausibility of the corresponding resolutions proposed by the Board of Management. The members of the Supervisory Board had sufficient opportunity within the committees and in the plenary to thoroughly examine the reports and decisions proposed and put forward their own suggestions.



Dr Günter Blaschke

Chair of the Supervisory Board

The Supervisory Board carefully and constantly monitored the management activities of the Board of Management and regularly advised it on its management of the company. We were always satisfied with the lawfulness, appropriateness and correctness of the Board of Management's work. The Board of Management used the risk management system in operational, financial and sustainability-related matters and was supported in the process by the Finance, Controlling, Legal Affairs and Auditing departments. We were regularly and comprehensively informed of risks and opportunities, compliance and cybersecurity. The remuneration

system is the subject of regular discussion and review by the Supervisory Board in connection with concluding and extending Board of Management contracts.

The Supervisory Board held twelve meetings in financial year 2024. Five meetings were held as video conferences and seven meetings were held in person. The members of the Board of Management took part in Supervisory Board meetings except on occasions when it was considered appropriate for the Supervisory Board to discuss individual issues, such as personnel matters relating to the Board of Management, without the Board of Management being present. Supervisory Board meetings also regularly included agenda items that provided an opportunity for discussion without the Board of Management.

The Chair of the Supervisory Board maintained regular personal and telephone contact with the Board of Management. He informed the other members of the Supervisory Board promptly about the results of these discussions. The regular self-evaluation of the effectiveness of the Supervisory Board and of its committees was conducted in spring 2024. It revealed that the requirements for efficient work are being met.

In the reporting period, there was no indication of conflicts of interest among the members of either the Board of Management or the Supervisory Board that would have required immediate disclosure to the Supervisory Board and reporting to the Annual General Meeting.

The Chair of the Supervisory Board held discussions with a variety of investors on issues relating to the Supervisory Board, in accordance with the recommendation of the German corporate governance code (GCGC).

The members of the Supervisory Board are responsible for completing any training and professional development measures that are required in order to perform their duties. The company provides suitable assistance to members of the Supervisory Board in exercising their duties as well as in taking part in training and educational measures. In 2024, the entire Supervisory Board took part in an in-house training seminar on the topic of ESG/CSRD. Mr Böhle also took part in a training and information event organised by KPMG which covered ESG reporting, among other things. In the reporting period, Ms Böhm took part in multi-day seminars on sustainability-related topics and ESG reporting.

Changes in Leifheit AG organs

The following changes occurred in the organs of Leifheit AG in 2024:

The following employee representatives on the Supervisory Board were elected on 7 May 2024:

- Alexander Keul, Lahnstein (DE), process consultant at Leifheit AG,
- Thomas Standke, Balduinstein (DE), toolmaker at Leifheit AG.

The Annual General Meeting on 29 May 2024 elected the following members to the Supervisory Board:

- Dr Günter Blaschke, Buchloe (DE), pensioner,
- Rüdiger Böhle, Bruchsal (DE), CFO and commercial managing director of Blanco GmbH + Co. KG, Oberderdingen (DE),
- Larissa Böhm, Wiesbaden (DE), managing director of Alantra EQMC Asset Management SGIIIC, Madrid (ES),
- Stefan De Loecker, Chexbres (CH), CEO of Schleich GmbH, Munich (DE).

The Supervisory Board appointed Dr Günter Blaschke as its Chair and Stefan De Loecker as its Deputy Chair.

The Supervisory Board also extended the contract with Igor Iraeta Munduate as a member of the Board of Management (COO) by a further three years until 31 October 2028. His previous contract runs until 31 October 2025.

Supervisory Board meetings

The members of the Supervisory Board participated as follows in the meetings held in financial year 2024:

Member/meeting	Supervisory Board	Audit Committee	Personnel Committee	Nominating Committee	Sales/Marketing Committee	Product Range/Innovation Committee
Dr Günter Blaschke	12/12	9/9	4/4	2/2	1/1	1/1
Rüdiger Böhle	8/8	5/5	–	–	–	–
Larissa Böhm	8/8	5/5	3/3	–	1/1	1/1
Stefan De Loecker	11/12	6 ¹	4/4	2/2	1/1	1/1
Georg Hesse	3/4	1 ¹	1/1	–	–	1 ¹
Alexander Keul	8/8	–	–	–	–	–
Marcus Kreß	4/4	1 ¹	–	–	–	1 ¹
Thomas Standke	10/12	4/4	–	–	–	1/1
Dr Claus-O. Zacharias	4/4	4/4	–	2/2	–	1 ¹

¹ Guest.

Important topics discussed at meetings

Regular discussions at ordinary Supervisory Board meetings covered the current business situation and earnings performance of the Group as well as the segments, the financial position, the business situation of the main interests, the strategic focus of the company, the risk situation and cybersecurity. In financial year 2024, the Supervisory Board discussed and passed resolutions on personnel matters relating to the Board of Management at several meetings.

The Supervisory Board also addressed the following topics:

- At the meeting on 22 March 2024, the Supervisory Board, in the presence of the auditor, intensively discussed and reviewed the consolidated financial statements and the annual statements, the combined management report of Leifheit Aktiengesellschaft and the Leifheit Group, the non-financial Group report, the remuneration report, the resolution regarding the report of the Supervisory Board, the resolution regarding the appropriation of the balance sheet profit and the agenda for the 2024 Annual

General Meeting. The topics strategy process, share buyback, liquidation of a subsidiary and safety measures at the production location in the Czech Republic and strategy issues were also addressed. The results of the Supervisory Board's efficiency audit were presented and discussed. The Supervisory Board then considered the candidates recommended by the Nominating Committee for the Supervisory Board elections at the 2024 Annual General Meeting.

- On 25 March 2024, the Supervisory Board approved the audited annual financial statements of the Leifheit Group and Leifheit AG and adopted the annual financial statements of Leifheit AG. The Supervisory Board also dealt once again with the election proposals for the Supervisory Board election and approved the agenda and proposed resolutions for the Annual General Meeting on 29 May 2024.
- At the meeting on 2 and 3 May 2024, the Audit Committee's report on the quarterly financial statements and the quarterly statement as well as the share buyback program were discussed. The 2024 share buyback program was adopted. This was followed by a visit to the test laboratory. The second day of the meeting focussed on discussing the new Group corporate strategy.
- Following the Annual General Meeting on 29 May 2024, the constituent meeting of the newly elected Supervisory Board was held. In addition to standard topics, the status of the share buyback program was presented.
- On 2 August 2024, the Supervisory Board discussed business development in the first half-year and the half-year financial report.
- An extraordinary meeting was convened on 2 September 2024 to discuss the latest publications regarding the Günter Leifheit cause.
- At the meeting on 24 September 2024, the chairs of the Audit Committee and the Sales/Marketing Committee reported on the discussions regarding key audit areas and the audit program for 2025 as well as strategy-related changes to the marketing organisation and brand positioning. The Board of Management also reported on the implementation of the strategy. The Supervisory Board then dealt intensively with the topic of

sustainability reporting in accordance with CSRD. An external consultant then gave a training seminar. In this context, the Board of Management also reported on key ESG topics and the status of the implementation of sustainability reporting in accordance with CSRD.

- At the meeting on 4 November 2024, the Audit Committee's report on the quarterly financial statements and the quarterly statement were discussed, the non-financial performance targets (modifiers) for the Board of Management for the 2025 financial year were set, adjustments to the Board of Management's rules of procedure were adopted and the extension of a Board of Management contract was discussed.
- The meeting on 4 and 5 December 2024 was held at the Czech production location in Blatná, where a presentation and tour of the plant took place. The meeting dealt with budget planning for 2025 and medium-term planning for 2025 to 2027. On the second day of the meeting, various topics were discussed, including the setting of targets for variable Board of Management remuneration, the extension of a Board of Management contract, succession planning, key ESG issues, the climate strategy, the declaration of conformity with the GCGC, the draft agenda items for the Annual General Meeting 2025 and the preparation of the Supervisory Board's effectiveness and efficiency review. At this meeting, the Supervisory Board also discussed the fact that the Corporate Sustainability Reporting Directive (CSRD) had not yet been transposed into German law by the end of 2024 and considered options for reporting and auditing with the Board of Management.

Work of the committees

The Supervisory Board has formed an Audit Committee, Personnel Committee, Nominating Committee, Sales/Marketing Committee and Product Range/Innovation Committee. The five committees are primarily tasked with preparing decisions and topics for meetings of the Supervisory Board plenary. The committee chairs provided regular and detailed reports on the work of their committees to the Supervisory Board in financial year 2024.

The Audit Committee met nine times in financial year 2024 to discuss the monitoring of accounting, the accounting process, the appropriateness and effectiveness of the accounting-related internal control system and the risk management system, the internal audit system, the audit of the annual financial statements, the audit of the non-financial Group report, the audit of the quality of the financial statements, compliance and the tender for the audit of the financial statements. The Audit Committee also presented a recommendation on the choice of auditor, monitored the auditor's independence, issued the audit engagement to the auditor, prepared certain focal points of the audit and agreed on the auditor's fee. The internal control system and the risk management system were also examined as well as the findings of the internal audits were presented and discussed.

The Audit Committee's work focused on the audit of the annual and consolidated financial statements, including the combined management report, the non-financial declaration, the corporate governance declaration and the auditor's reports as well as the preparation of resolutions to be made by the Supervisory Board on these subjects. The Audit Committee also extensively discussed the interim reports (quarterly reports and the financial report for the first half-year) and prepared the focal points of the audit for the annual and consolidated financial statements.

The Board of Management and the Financial Director attended the Audit Committee meetings and gave an in-depth presentation of the annual financial statements as well as all reports to be published, explained them and answered the committee members' questions. The auditors were also present at two meetings and reported in detail on the audit of the financial statements and all aspects that arose during planning and performance of the audit which have a direct bearing on the work of the Supervisory Board.

The Personnel Committee examined all employment contracts for the members of the Board of Management, including remuneration and the remuneration system. The Personnel Committee met four times in financial year 2024. A key topic was succession planning for the Board of Management. It also addressed the conclusion

and extension of Board of Management contracts, auditing the remuneration report, the remuneration system for the Board of Management, setting variable remuneration objectives for the Board of Management and determining the extent to which such objectives had been met.

The Sales/Marketing Committee met once in financial year 2024 and dealt primarily with the marketing organisation, market positioning, the marketing plan and the sales force organisation.

The Product Range/Innovation Committee met once in financial year 2024 and dealt with the innovation pipeline, the e-commerce strategy and the product range strategy.

The tasks of the Nominating Committee include seeking out and selecting suitable Supervisory Board candidates for election by the Annual General Meeting. The Nominating Committee met twice for this purpose in 2024.

Audit and approval of the annual financial statements

The annual financial statements of the Leifheit Group and the combined management report for financial year 2024, which have been prepared in accordance with section 315e of the German commercial code (HGB) on the basis of the International Financial Reporting Standards (IFRS) as well as the financial statements of Leifheit AG for financial year 2024, which have been prepared in accordance with the provisions of the HGB, have been audited by the auditor, KPMG AG Wirtschaftsprüfungsgesellschaft, and have not led to any reservations in its audit opinion. The audit – as reflected in the audit reports – did not result in any grounds for objection.

The documents pertaining to the financial statements as well as the audit reports and the Board of Management's proposal for the appropriation of the balance sheet profit, were handed out to all members of the Supervisory Board. The documents pertaining to the financial statements and the audit reports were discussed in depth at the Audit Committee meeting on 7 April 2025; special attention was paid to the defined focal points of the audit. At the Supervisory Board's balance sheet meeting on 7 April 2025, the Audit Committee and its chair presented an in-depth report to the members of the Supervisory Board.

The auditors took part in the meetings and reported on the key findings of their audit. They also reported their findings on the internal control and risk management systems in relation to the accounting process. They determined that the Board of Management has set up an appropriate information and monitoring system suitable for promptly identifying developments that could jeopardise the continued existence of the company.

The audit opinions were discussed with the auditors. The most significant audit matters in the consolidated financial statements were the impairment testing of goodwill as well as the realisation of turnover and the turnover recognition cut-off. The auditor confirmed that in both particularly important audit matters, the procedures, accounting and underlying assumptions and parameters were appropriate and in accordance with the applicable valuation principles in both key audit issues. The auditors were available for further questions and information.

Based on its own examination of the annual financial statements, the consolidated financial statements, the combined management report and the remuneration report as well as the report and the recommendations of the Audit Committee, the Supervisory Board approved the findings of the audit as presented by the auditor. The Supervisory Board has raised no objections to the final results of the audit. The Supervisory Board approved both the financial statements and the consolidated financial statements on 7 April 2025. The financial statements are therefore adopted according to section 172 of the German stock corporation act (AktG).

In view of the failure to implement the project, the Board of Management has prepared a separate non-financial group report in accordance with sections 315b, 315c in conjunction with sections 289c to 289e HGB based on the European Sustainability Reporting Standards (ESRS) as an internationally recognised framework for sustainability reporting. This report was subjected to an external audit by the KPMG AG auditing company with limited assurance. The Supervisory Board examined and approved the separate non-financial Group report (sustainability declaration).

It also passed a resolution on the declaration of corporate management and the remuneration report.

The Board of Management and the Supervisory Board resolved to propose a dividend of € 1.15 and a special dividend of € 0.05 per eligible share to the Annual General Meeting on 28 May 2025.

The Supervisory Board would like to thank all of the employees, the management team, the Board of Management and the workforce representatives for their extremely dedicated commitment and their work in the past financial year. It would also like to thank the company's customers and shareholders for their trust and support.

Nassau/Buchloe, 7 April 2025

The Supervisory Board

Dr Günter Blaschke
Chair