Report of the Supervisory Board
(Section 96 Austrian Stock Corporations Act [*Aktiengesetz, AktG*])

Report of the Supervisory Board of Kapsch TrafficCom AG to the Annual General Meeting of shareholders on September 9, 2026 concerning the financial year from April 1, 2025 to March 31, 2026 regarding the audited financial statements and management report of Kapsch TrafficCom AG as well as the consolidated financial statements and consolidated management report (incl. consolidated non-financial statement) as well as the consolidated corporate-governance-report

1. In addition to the constituent meeting, the **Supervisory Board** of Kapsch TrafficCom AG held six further meetings in financial year 2025/26 (April 1, 2025 to March 31, 2026). All members of the Supervisory Board attended all Supervisory Board meetings in the financial year 2025/26.

   The Supervisory Board was moreover constantly informed by the Executive Board in writing and verbally as well as in joint meetings with the Executive Board about the situation as well as the development and the strategic orientation of the Company. In light of the challenges encountered during the reporting period, the Supervisory Board engaged extensively, both in its meetings and in numerous discussions with the Executive Board, in assessing their implications, opportunities, and risks. In doing so, the Supervisory Board not only monitored the Executive Board's management on an ongoing and comprehensive basis but also provided advisory support to the Executive Board on key strategic decisions. Furthermore, as Chairwoman of the Supervisory Board, I was in regular contact with the Chairman of the Executive Board to discuss the Company's business development, liquidity and financing situation as well as risk management in detail.

   Transactions with members of the Supervisory Board or with companies in which a member of the Supervisory Board has a significant economic interest and, hence, require approval can be found in the group notes under "Related parties". Moreover, there was no transaction subject to approval pursuant to Section 95 (5) no. 12 AktG in the past financial year.

2. The Executive Board submitted the annual financial statements and the management report of Kapsch TrafficCom AG as well as the consolidated financial statements and the consolidated management report (incl. consolidated non-financial statement), each as of March 31, 2026. The appointed auditor, PwC Wirtschaftsprüfung GmbH, Vienna, audited these documents and issued an unqualified audit opinion on July 27, 2026.

   The financial statements and the audit reports (incl. the "Management Letter") of the auditor as well as the consolidated corporate-governance-report were dealt with in detail in the Audit Committee with the Executive Board and the auditor and submitted to the Supervisory Board.

   The Supervisory Board reviewed these documents pursuant to Section 96 AktG and approved the annual financial statements, which are thus adopted pursuant to Section 96 (4) AktG. As the annual financial statements for the financial year 2025/26 show a balance sheet loss, no resolution is required. Such loss is to be carried forward to new account.

3. The **Audit Committee** held a total of four meetings in the financial year 2025/26 and fulfilled the tasks listed in Section 92 (4a) AktG (where applicable) and Regulation (EU) No 537/2014. This includes auditing and preparing the approval of the annual financial statements and annual consolidated financial statements, auditing the consolidated corporate-governance-report and consolidated non-financial statement, the review of the audit and group audit process and the independence of the auditor (incl. the evaluation and approval of non-audit services), the preparation of the proposal on the allocation of the balance sheet profit as well as the preparation of the report to the Annual General Meeting. Moreover, the Audit Committee reviews the accounting process as well as the effectiveness of the internal control system and the risk management system.

   In light of the challenges facing the Company, the Audit Committee - within the scope of its responsibilities - closely monitored the Company's assets, financial position as well as earnings situation and engaged thoroughly, both in its meetings and in numerous discussions with the Executive Board, in assessing the risks associated therewith.

   In the reporting period, the Audit Committee also supervised a selection process for the auditor and the group auditor in accordance with Art. 16 of Regulation (EU) No 537/2014 and prepared the proposal of the Supervisory Board on the selection of the auditor and group auditor as well as the auditor of the consolidated sustainability reporting for the financial year 2026/27. All committee members attended more than half of the committee meetings in financial year 2025/26.

4. In financial year 2025/26, the **Remuneration Committee** held two meetings on the following topics: Remuneration Executive Board: Adjustment of targets, Remuneration Executive Board: Achievement of targets and review of the appointment of Samuel Kapsch as COO. All committee members attended all committee meetings in financial year 2025/26.

5. The Supervisory Board thanks the members of the Executive Board and all employees of Kapsch TrafficCom AG for their work in financial year 2025/26.

Vienna,

Sonja Hammerschmid
Chairwoman of the Supervisory Board