

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 3, 2025 concerning the financial year from April 1, 2024 to March 31, 2025 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), the consolidated corporate-governance-report as well as the proposal on the allocation of the balance sheet profit presented by the Executive Board

1. In addition to the constituent meeting, the **Supervisory Board** of Kapsch TrafficCom AG held six further meetings in financial year 2024/25 (April 1, 2024 to March 31, 2025). All members of the Supervisory Board attended all Supervisory Board meetings in the financial year 2024/25.

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 of the Company and its strategic orientation; in the reporting period it continuously and comprehensively monitored the Executive Board's management of the Company and acted in an advisory capacity. Furthermore, as the Chairwoman of the Supervisory Board, I was in regular contact with the Chairman of the Executive Board to discuss the Company's development and risk management.

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 a transaction subject to approval pursuant to Section 95 (5) no. 12 AktG in the past financial year with CANCOM Austria AG, a company affiliated to Franz Semmernegg.

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, 2025. The appointed auditor, PwC Wirtschaftsprüfung GmbH, Vienna, audited these documents and issued an unqualified audit opinion on June 24, 2025.

The financial statements, the Executive Board's proposal on the allocation of the balance sheet profit 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. The Supervisory Board follows the Executive Board's proposal for the allocation of the balance sheet profit. The Executive Board will propose to the Annual General Meeting on September 3, 2025 to pay out no dividend for the financial year 2024/25.

3. The **Audit Committee** held a total of four meetings in the financial year 2024/25 and fulfilled the tasks listed in Section 92 (4a) AktG 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 prepares the proposal of the Supervisory Board on the selection of the annual auditor and group auditor as well as the auditor of the sustainability statement for the financial year 2025/26, reviews the accounting process as well as the effectiveness of the internal control system and the risk management system. All committee members attended all committee meetings in financial year 2024/25.

4. In financial year 2024/25, the **Remuneration Committee** held two meetings on the following topics: Revision of the compensation policy 2020 (which was resolved at the Annual General Meeting on September 4, 2024), Executive Board compensation: adjustment of targets, Executive Board compensation: target achievement and new targets and renewal of the Executive Board mandates of Georg Kapsch as well as Alfredo Escribá. All committee members attended all committee meetings in financial year 2024/25.
5. The Supervisory Board thanks the members of the Executive Board and all employees of Kapsch TrafficCom AG for their work in financial year 2024/25.

Vienna, 24.06.2025

Sonja Hammerschmid
Chairwoman of the Supervisory Board