Leading in
Consumer Packaging

STRONGER TOGETHER

Annual Financial Report Mayr-Melnhof Karton AG

2024

Contents

Management Report

1 POSITIONING OF THE MM GROUP AND THE DIVISIONS[1)]

Group

Leading in Consumer Packaging
The MM Group (MM) is a global leader in consumer packaging. The Group provides packaging solutions for cartonboard and folding cartons with an attractive offer in kraft papers, uncoated fine papers, leaflets and labels. MM has a long-term orientation and promotes sustainable development through innovative, recyclable packaging and paper products. The MM Group's business activities are managed in three divisions[2)] with independent profit responsibility.

The **MM Food & Premium Packaging** division is the leading producer of folding cartons in Europe with a leading position also in several markets outside Europe. It covers a wide range of sectors in the field of packaging for consumer goods. Business is conducted with large multinationals as well as local consumer goods producers.

MM Pharma & Healthcare Packaging is a market leader in secondary pharma packaging solutions in Europe and North America with an attractive position in GLP-1 analogues (e.g. against diabetes or obesity). From its global production network, MM pursues a broad sales approach and supplies folding cartons, leaflets and labels to the top pharma companies in all indication areas.

MM Board & Paper is a leading cartonboard producer in Europe (excl. liquid packaging cartonboard) with an attractive position in kraft papers and uncoated fine papers. In recent years, MM's portfolio of fibre-based, more sustainable and innovative packaging solutions has grown steadily. Recent major investments have not only further improved quality, but also made production more environmentally friendly and efficient.

In 2024, MM Board & Paper supplied around 15 % of its cartonboard sales to the two Packaging divisions. The majority of cartonboard and paper production is sold outside the Group. The main reasons for this are the lower total purchases of the two Packaging divisions, direct cartonboard purchases by consumer goods producers (direct deals), MM's limited range of speciality cartonboard grades, and geographical positioning. Overall, the two Packaging divisions bought around 31 % of the tonnage processed internally from MM Board & Paper in 2024.

Circular economy an integral part of our business
Demand for cartonboard and cartonboard packaging correlates to a high extent with private consumption, especially of everyday consumer goods. Cartonboard is mainly used as a raw material for the production of folding carton packaging. These are, besides plastics, the most important primary packaging material for daily consumer goods and in particular fulfil sustainability criteria. Folding carton packaging not only provides attractive presentation of the consumer goods and their protection, but is also characterised especially by its more sustainable production from renewable fibre materials that can be recycled many times. A responsible circular economy is thus an integral part of the MM Group's business.

[1)] This chapter covers the contents of ESRS 2, SBM-1.
[2)] In the 2nd quarter of 2024, the MM Group introduced a new organisational structure, which resulted in a split and expansion of the previous MM Packaging division into two areas: MM Food & Premium Packaging and MM Pharma & Healthcare Packaging.

Global presence – focus on Europe
Due to transport costs and service demands, packaging production has a mainly regional character. In addition to our production focus in Europe we are also present in this area in North and South America and have local productions in individual Asian countries.

Although we sell our European cartonboard and paper products to more than 100 countries worldwide, the focus is also on Europe. The aim is to further strengthen sales outside Europe as well.

Kraft papers are supplied in particular to the food and gastronomy industry as well as the laminate industry. Uncoated fine papers (office and printing papers) are sold especially to paper and office supply retailers in Europe.

Focus on efficiency, sustainability and innovation
The strategic focus of the MM Group is based on the pillars of efficiency, sustainability and innovation in order to achieve long-term value enhancement and growth. Under these premises, the Group has implemented extensive transformations and investments in technological modernisation and expansion at major competitive sites in recent years. Smaller machines were decommisioned, and the structures were continuously adapted to market needs. In particular, the further development of the central Group functions, sustainability and innovation, as well as the use of state-of-the-art technology, have created a clear differentiating factor in the market. At the end of 2022, the Company in addition entered broadly into the pharma packaging segment: a business area with growth potential and an attractive position in GLP-1 analogues, which has since then developed in line with an ambitious plan.

The MM Group has been awarded a triple-A (2023) by the global environmental non-profit CDP for its leadership in transparency and performance on climate change, forests and water security and is one of the few companies to be among the top in Europe. In addition, we have further improved our carbon footprint and significantly reduced the number of occupational accidents.

Despite the current difficult market situation, which is expected to persist for some time, MM is still solidly positioned as European market leader. With a well-invested asset base, we continuously strive for cost, technology and innovation leadership. MM's employees receive ongoing training in this regard and the management team is further developed for growing tasks.

MM Food & Premium Packaging

A leading global folding carton producer
MM Food & Premium Packaging is a leading global producer of folding cartons. Through our international network of 38 sites in Europe, America and Asia, we supply our customers competitively from a good geographical positioning. Since folding cartons are usually only delivered within a limited radius due to transport costs and service requirements, they are generally considered a regional product.

With its high level of market expertise and customised technological solutions, MM Food & Premium Packaging supplies not only the broad food market but also the segments premium & specialities as well as beauty & personal care. In 2024, the division generated sales of around EUR 1.7 billion with 6,876 employees. The main market is Europe. Our aim is to supply our customers consistently with high quality from geographically well-positioned and highly competitive production sites. Therefore, we use the latest pre-print, print and finishing technologies to ensure the highest standards.

Folding cartons are produced in several stages which can be described as follows: First, the cartonboard is printed, then creased in a die-cutting process and separated into individual packaging blanks. In the final production stage, these are folded and glued according to the requirements of the respective customer industry. In addition, numerous finishing processes are applied to give the packaging a high-quality finish. The packages are usually shipped in a space-savingly folded state in outer cartons. The consumer goods are then filled in by the customer at their packaging systems. In addition to classic folding cartons, MM Food & Premium Packaging also produces special and customised shaped boxes, microflute, paper packaging and moulded pulp for highly individualised solutions in the field of fibre-based and plastic-free packaging.

Corrugated cartonboard production is an independent industry sector with specific products and markets that differs significantly from cartonboard and folding carton packaging and plays only a minor role for MM Food & Premium Packaging. However, there is an overlap in the area of consumer goods packaging made of fine flute (microflute), which is produced at selected, specialised MM sites. This packaging combines the high stability of corrugated cartonboard with the excellent printability of coated board.

Wide industry coverage and customer-oriented specialisation
MM Food & Premium Packaging supplies a wide range of industries with packaging solutions for everyday consumer goods. The market segment Food accounts for approx. 43 % of sales and Premium & Specialities for approx. 57 %. The latter includes, among others, the areas home care, personal care, beauty, cigarette, luxury, e-commerce and electronics. The dedicated organisation in specialised business units allows us to optimally respond to the individual market and product requirements and efficiently control the value-added process.

The major part of the business – approx. 86 % of sales – is generated with multinational groups that procure via tender procedures and multi-year procurement agreements. The remaining part of sales goes to local customers. In total, MM Food & Premium Packaging currently supplies more than 1,200 customers worldwide.

Cartonboard – a strategic raw material for the production of folding cartons
Cartonboard is the essential raw material for the production of folding cartons and constitutes both the most important input factor and cost factor. The selection of the appropriate cartonboard depends, on the one hand, on the functional requirements of the packaging and, on the other hand, on the specific demands of individual consumer goods sectors and manufacturers. In accordance with the Group's interdivisional profit-centre principle, the procurement of recycled and virgin fibre-based cartonboard and papers is carried out by its own purchase organisation. When doing business with international consumer goods manufacturers, the purchase of cartonboard is often decided or negotiated directly by the customer (direct deals). Significant price changes for cartonboard and other major cost changes are generally taken into account in the sales price formation through appropriate clauses which relate to reference values. In addition to cartonboard and paper, the most important raw materials and input factors in packaging production also include inks, varnishes and tools. Furthermore, the personnel intensity in packaging is consistently higher than in cartonboard production.

Strengthened competitiveness through innovation
In recent years, we have made targeted investments in the expansion of our production capacities and the modernisation of our machinery. These measures have further expanded our competitive strength in key operational areas and created new growth opportunities for our customers. A particular focus was on technical innovations, including customised digital printing solutions and high-quality finishing techniques such as hot and cold foil embossing or UV printing. These technological advances have enabled us to successfully expand into new markets and position us well for future growth.

Sustainable and innovative for further growth
Sustainability is our top priority. That is why we are continuously working on innovative solutions to reduce our carbon footprint. To achieve this, we rely on green energy, including the use of photovoltaic systems at several sites. We also actively support our customers with space-saving packaging solutions that reduce material usage and transport volumes. Particular emphasis is placed on alternatives to plastic packaging, such as our "Carton Cavity" System or "GreenPeel", which replace conventional plastic trays and offer a wide range of applications.

MM Food & Premium Packaging pursues the long-term goal of primarily growing organically. The focus lies on continuously increasing competitiveness and innovative strength as well as on targeting attractive future markets. This is happening against the backdrop of consumers increasingly preferring more sustainable and recyclable fibre-based packaging solutions.

MM Pharma & Healthcare Packaging

Leading in pharma secondary packaging
MM Pharma & Healthcare Packaging is a leading supplier of secondary pharma packaging in Europe and the US with an attractive position in GLP-1 analogues (e.g. against diabetes or obesity). A global production network of 25 sites in 9 countries serves over 600 customers, including 19 of the 20 largest pharma companies and CMOs (Contract Manufacturing Organisations). The product range includes folding cartons, leaflets and labels. They are essential to ensure that patients can be reliably supplied with the medication they need every day. In 2024, MM Pharma & Healthcare Packaging generated sales of approximately EUR 0.6 billion with 3,549 employees.

Location network with great potential
The Pharma & Healthcare Packaging division mainly consists of the company groups Essentra Packaging (Europe and the US) and Eson Pac (Scandinavia) acquired in 2022 as well as Packetis (France), which had already been acquired in 2015. As part of a comprehensive transformation process, a new organisation has been established and operational efficiency and financial performance have been gradually optimised. The recent significant investments and the transfer of know-how from MM are progressing well. MM now has a well-integrated, global production network that is aligned to the specific requirements of pharma packaging.

Focus on high performance and innovative, more sustainable solutions
Customers in the pharmaceutical industry expect the highest delivery reliability and flexibility. MM Pharma & Healthcare Packaging is very well positioned to meet these requirements with its scalable production network and the advantages of MM Board & Paper's virgin fibre-based cartonboard specifically for pharmaceutical applications. In addition, we offer our customers tailored services such as improving the performance of their packaging lines and optimising supply chain processes.

As the market leader, we are committed to providing our customers with relevant innovations in the areas that are most important to them, such as patient safety and sustainability, which are technically feasible and economically reasonable. Particular emphasis is placed on intelligent packaging solutions, counterfeit protection and plastic replacement.

We address a range of requirements through smart packaging, including inventory and supply chain management, sustainability, product integrity and consumer interaction, using a combination of technologies such as RFID labels, NFC labels, e-fingerprints, QR coding and digital watermarks.

Another important value-adding focus is placed on the support of clinical studies through customised packaging solutions that offer quality, consistency and collaborative partnership. In know-how workshops, we expand our customers' knowledge of cartonboard, leaflets and labels, enabling them to solve problems on the packaging lines and improve processes along the entire secondary packaging supply chain.

Fit for future growth
We see promising growth opportunities for the future, driven by the dynamic development of the market for the innovative GLP-1 therapy in the fields of obesity and diabetes as well as oncology, medical devices and eye care. With the comprehensive investments we have recently made, we are well equipped to further strengthen our position as a leading supplier of secondary pharma packaging in Europe and North America.

Strategic focus on increasing results and continuing market consolidation
MM Pharma & Healthcare Packaging is well positioned to grow organically and to raise margins through improved productivity, excellent service and innovative, more sustainable solutions.

MM Board & Paper

Leading cartonboard producer with an attractive offer in kraft papers and uncoated fine papers
MM Board & Paper is a leading European cartonboard producer for the packaging industry (excluding liquid packaging cartonboard). The comprehensive fibre-based product portfolio, which includes various types of cartonboard and paper as well as pulp, is manufactured at seven locations in Europe. In 2024, the division generated sales of approx. EUR 2.0 billion with 4,285 employees. 56 % of the production volume was accounted for by cartonboard, 16 % by paper and 28 % by pulp. Recycled fibres, which are purchased from external suppliers, account for approx. 53 % of the fibres used per year. Another 15 % of the fibres used are mechanical pulp, most of which we largely produce ourselves at our cartonboard mills and in the fibre mill FollaCell in Norway. Pulp, which accounts for 32 % of the fibre demand, is produced to 91 % internally, while 9 % is purchased externally.

A wide range of applications – secure supply based on the multi-mill concept
Our cartonboard products are used as packaging material in numerous consumer goods markets for every day consumer goods. The focus lies on Food, Premium & Specialities (Beauty & Personal Care, etc.) as well as Pharma & Healthcare. Our kraft papers are sold mainly to the food/gastronomy industry and the laminate industry, uncoated fine papers in particular to paper/office supply retailers. The NSBK pulp (Northern Bleached Softwood Kraft) produced in the Polish mill MM Kwidzyn is largely used internally, but is also sold on the international market.

The sales organisation of MM Board & Paper is oriented towards optimally satisfying specific requirements of individual market segments with a high level of expertise. The multi-mill concept which provides for the production of certain cartonboard qualities in several mills guarantees a reliable supply, stable quality and short delivery times.

The main market of MM Board & Paper is Europe, where approx. 87 % of the sales volume was sold in 2024. In addition, a worldwide sales network is maintained, which was recently expanded by a sales office for Board & Paper in the US. In total, more than 1,900 customers in around 110 countries are supplied. These are primarily printing businesses in the medium-sized and highly fragmented European folding carton industry as well as consumer goods producers and the aforementioned customers in the paper sector.

Competitiveness and growth through efficiency, sustainability and innovative products
As part of the most recent comprehensive investment program at the major cartonboard sites in Austria, Germany and Slovenia, we have been able to significantly strengthen our competitiveness through increased cost efficiency, improved product quality and sustainability. In addition, we are constantly pursuing numerous division-wide projects to implement best practices with the aim of upholding our cost, technology and innovation leadership.

A well-coordinated process between innovation, product development and commercialisation pursues both the continuous improvement of existing solutions and processes as well as the development of new market potentials. The approach of MM Board & Paper takes into account aspects from the entire value chain. Our offering is characterised by high quality, functionality, safety and sustainability of our products as well as comprehensive competence and state-of-the-art services.

Focus on high-performance asset base
MM is continuously optimising production and has harmonised the product portfolio in a market-oriented way. Our cartonboard and paper products are currently produced on seven high-performance cartonboard machines and three paper machines at six mills. Each of the machines is adapted to provide specific product qualities: three to recycled fibre-based cartonboard, two to virgin fibre-based cartonboard, one to white coated recycling liner and another cartonboard machine flexibly produces both recycled and virgin fibre-based cartonboard grades. In addition, two paper machines produce uncoated fine papers and packaging kraft papers, while another machine produces saturating kraft paper. The machines and mills are continuously further developed according to the state of the art with a clear focus on growth potential.

Innovative fibre-based solutions
Cartonboard and paper are the preferred packaging materials among consumers. Therefore, MM Board & Paper's aim is to create new possibilities for the substitution of plastic packaging with environmentally friendly, innovative solutions made of cartonboard and paper. With this focus, we are optimising existing products and develop, for example, novel barrier concepts to facilitate the use of cartonboard as an alternative packaging material for a wide range of food products including liquid, chilled, frozen and/or greasy food. Although the impact of the trend towards plastic substitution on our cartonboard and paper sales is difficult to estimate, our aim is to use this as an advantage in order to grow faster than the market.

Fibres and energy central cost factors
Recovered paper is a strategic raw material for the production of coated recycled fibre-based cartonboard, mechanical pulp for virgin fibre-based cartonboard and pulp for kraft and fine papers. In addition, we use wood for our pulp production. Energy, chemicals and logistics are other significant cost factors. The high-quality printability of cartonboard is reached through the application of a coating made from chalk, fillers and binders to the outer surface of cartonboard.

We source recycled fibres entirely from Europe, predominantly on the spot market. Due to the continuous decline in print media and office papers, recovered paper will become a scarcer raw material in the longer term, despite high recycling quotas and existing reserves. However, we continue to consider the supply for our mills to be secured. We also consider the supply of wood, the raw material for mechanical pulp and pulp, to be ensured due to the ongoing procurement from sustainable forestry. Nevertheless, significant fluctuations in supply and prices can occur.

MM Board & Paper mainly uses natural gas as an energy source but is increasingly opting for renewable energies such as biomass and photovoltaics as well as increasing its self-sufficiency and purchasing raw materials with a reduced CO_2e footprint.

Intense competition in the cartonboard industry
MM Board & Paper is the only European supplier that operates several large production sites of recycled and virgin fibre-based cartonboard, respectively. In addition, the Company is the only European cartonboard producer with a significant additional pillar in folding carton production. The largest Scandinavian suppliers focus exclusively on virgin fibre-based cartonboard.

With regards to recycled fibre-based cartonboard, the capacity development in Europe has been achieved for decades through continuous technological modernisation of existing mills, known as “creeping capacity increase”. Regarding virgin fibre-based cartonboard, in particular the structural shift from graphic papers to cartonboard packaging products has resulted in new capacities. Furthermore, the trend towards large, highly efficient mills for sustainable packaging is continuing. There is currently a significant increase in capacity in Europe, particularly for virgin fibre-based cartonboard, which will further intensify the competitive pressure.

Against this background, MM Board & Paper is pursuing a strategic approach of improving profitability through cost management and structural measures.

2 DEVELOPMENT IN THE YEAR 2024

General economic situation

In 2024, the global economy developed very differently from region to region, but overall it expanded moderately. In most major economies, declining inflation rates supported consumption, particularly in the service sector, and set the stage for interest rate cuts. The US recorded solid growth supported by the service sector, a robust labour market and consumer spending. By contrast, Europe – particularly Germany and France – struggled with weak consumption, stagnating industry and declining international competitiveness despite falling energy prices. China experienced a mixed year, with a weaker-than-expected recovery due to a real estate crisis and falling exports. Uncertainties remain high due to the ongoing conflicts in Ukraine and the Middle East, changes in political direction due to elections in many countries and possible trade conflicts.

Industry development

Against the background of a persistently difficult overall economy, the longest market weakness to date on the European cartonboard markets continued in 2024. Despite a certain replenishment effect following the reduction in inventories from the previous year, the market situation remained tense. Economic uncertainties dampened consumer behaviour, particularly with regard to everyday consumer goods, which also led to a slowdown in the use of cartonboard packaging. Overcapacity resulting from the loss of the Russian market and weak and highly competitive markets outside Europe kept prices for recycled and virgin fibre-based cartonboard under pressure. The price increases announced after the drastic price decline of the previous year were implemented only selectively due to the fierce competition.

Prices for recovered paper and pulp rose significantly during the 1st half-year, while energy prices fell during the 1st quarter and rose continuously during the following months. Overall, the pressure on margins in the cartonboard industry remained high throughout the entire year and the fight for market share also continued unabated in the folding carton markets.

Despite the difficult situation, consolidation among suppliers in Europe was only sluggish in 2024. However, at the beginning of 2025, the closure of two medium-sized plants was announced by competitors. At the same time, the capacity expansions in Scandinavia for virgin fibre-based cartonboard, which will gradually come to the market from 2025 onwards, represent a challenge. The supplier structure in the European folding carton sector remains highly fragmented. At the global level, however, two mega-mergers took place: the merger of Smurfit Westrock and the acquisition of DS Smith by International Paper, which primarily affect corrugated board.

Overall, it is clear that the cartonboard industry continues to face significant challenges and that structural changes and consolidation remain necessary.

Development of business 2024

Group

The MM Group was able to successfully stand its ground in an environment of persistently weak consumption and highly intense competition in the core European markets in 2024.

The MM Food & Premium Packaging division showed a strong performance due to productivity increases, cost reductions and volume acquisitions, although profitability did not quite reach the previous year's level.

The MM Pharma & Healthcare Packaging division recorded a decline in volume due to a weaker demand and a change in pricing policy. In addition, there were further costs, including those incurred by the start-up of new machines, resulting in an adjusted operating profit slightly below the previous year's level.

At the MM Board & Paper division, the weak earnings situation persisted despite a considerable volume increase and cost reduction measures. This is mainly due to significantly lower average prices resulting from the weak market situation, while several costs, such as recovered paper, wood and personnel, increased. That resulted in a small operating loss at the level of the previous year.

By consistently implementing the profit & cash protection program, we significantly reduced working capital by the end of the year, cut capital expenditures and strengthened our cost efficiency in a targeted manner. However, the majority of the savings from the cost reduction programs implemented to date will only be reflected in 2025. Net debt decreased to EUR 1,078.7 million (December 31, 2023: EUR 1,261.9 million), the net debt/adjusted EBITDA ratio was 2.6 (December 31, 2023: 2.8).

In line with the earnings development and the long-term dividend policy which provides for the distribution of one third of the profit for the year, a 20 % increase in the dividend to EUR 1.80 per share (2023: EUR 1.50) for the financial year 2024 will be proposed to the 31st Annual Shareholders' Meeting on April 30, 2025.

With regard to non-financial performance, we are pleased to report that absolute CO_2 emissions were significantly reduced by 35 % compared to the previous year. This is due to the switch to renewable, low-carbon forms of energy and energy efficiency measures.

Consolidated income statements

Consolidated income statements (condensed version)

(in millions of EUR)	**2024**	**2023**	**+/-**
Sales	4,079.6	4,164.4	- 2.0 %
Adjusted operating profit	190.0	229.2	- 17.1 %
Financial result and result from investments	(75.7)	(60.9)	+ 24.2 %
Income tax expense	(3.8)	(47.6)	- 92.0 %
Profit for the year	**110.5**	**89.1**	**+ 24.1 %**

At EUR 4,079.6 million, the Group's consolidated sales were slightly below the previous year's figure (2023: EUR 4,164.4 million) by 2.0 % or EUR 84.8 million. A significant volume increase at MM Board & Paper was offset primarily by lower average prices in the MM Food & Premium Packaging and MM Board & Paper divisions. Regarding the geographical distribution of sales, the share of the main market Europe decreased to 78.2 % (2023: 79.2 %), while that of the Americas continued to increase to 10.1 % (2023: 9.3 %) and the share of sales of the rest of the world remained constant at 11.7 % (2023: 11.5 %). Intercompany sales went up volume-related to EUR 192.7 million (2023: EUR 189.6 million) and were mainly related to deliveries from MM Board & Paper to the two Packaging divisions.

Group sales by destination

(in %)	2024	2023
Europe (excl. BLR, RUS, TUR)	78.2 %	79.2 %
thereof Austria	*2.1 %*	*1.7 %*
The Americas	10.1 %	9.3 %
Rest of World	11.7 %	11.5 %
Total	**100.0 %**	**100.0 %**

Expenses

				Percentage of sales	
(in millions of EUR)	2024	2023	+/-	2024	2023
Cost of materials and purchased services	2,172.9	2,229.7	- 2.5 %	53.3 %	53.5 %
Personnel expenses	846.6	840.1	0.8 %	20.8 %	20.2 %
Other expenses	688.9	687.2	0.2 %	16.9 %	16.5 %
Depreciation and amortisation[1]	228.5	221.4	3.1 %	5.6 %	5.3 %

[1] incl. impairment and write-ups on property, plant and equipment, and intangible assets as well as non-current assets held for sale

Cost of materials and purchased services of EUR 2,172.9 million were slightly below the previous year's figure (2023: EUR 2,229.7 million). At 53.3 % the share of sales remained constant compared to the previous year (2023: 53.5 %).

Analogously, personnel expenses of EUR 846.6 million were at the previous year's level (2023: EUR 840.1 million) and their share of sales changed only slightly from 20.2 % to 20.8 %.

Other expenses remained almost unchanged at EUR 688.9 million after EUR 687.2 million in the previous year, resulting in only a slight change in their share of revenues to 16.9 % (2023: 16.5 %).

Depreciation and amortisation was close to the comparative figure from 2023 at EUR 228.5 million (2023: EUR 221.4 million). Its share of sales amounted to 5.6 % (2023: 5.3 %).

Material one-off effects on operating profit and EBITDA

(in millions of EUR)	Operating profit 2024	Operating profit 2023	EBITDA 2024	EBITDA 2023
	190.0	**197.6**	**418.5**	**419.0**
Structural adjustment measures	-	31.6	-	31.2
Closure MM Packaging Schilling[1]	-	*14.3*	-	*14.0*
Restructuring ex-Essentra Packaging[2]	-	*17.3*	-	*17.2*
Total of material one-off effects	**-**	**31.6**	**-**	**31.2**
Adjusted by material one-off effects	**190.0**	**229.2**	**418.5**	**450.2**

[1] MM Food & Premium Packaging
[2] MM Pharma & Healthcare Packaging

The decline in adjusted operating profit to EUR 190.0 million after EUR 229.2 million in 2023 was mainly caused by the division MM Food & Premium Packaging. The Group's adjusted operating margin therefore was 4.7 % (2023: 5.5 %) and the return on capital employed reached 5.6 % (2023: 6.5 %). Adjusted EBITDA totalled EUR 418.5 million (2023: EUR 450.2 million), resulting in an adjusted EBITDA margin of 10.3 % (2023: 10.8 %).

Financial income increased to EUR 27.1 million (2023: EUR 8.7 million). The increase in financial expenses from EUR -58.3 million to EUR -82.9 million resulted in particular from higher interest rates for variable-interest financing. "Other financial result - net" changed to EUR –19.9 million (2023: EUR -11.4 million), mainly owing to currency translations.

Profit before tax totalled EUR 114.3 million after EUR 136.7 million in the previous year. Income tax expense decreased to EUR 3.8 million (2023: EUR 47.6 million), mainly due to the capitalisation of loss carryforwards of the former Essentra Packaging, resulting in an effective Group tax rate of 3.4 % (2023: 34.8 %). The Group's standard tax rate is 19.0 % (2023: 24.4 %).

Profit for the year, earnings per share

Profit for the year increased to EUR 110.5 million (2023: EUR 89.1 million), resulting in the net profit margin slightly increasing to 2.7 % (2023: 2.1 %). An unchanged total average of 20,000,000 shares was outstanding in the reporting year 2024. This results in earnings per share of EUR 5.41 (2023: EUR 4.36) based on the profit for the year attributable to the shareholders of the Company of EUR 108.2 million (2023: EUR 87.2 million).

Assets, capital, and liquid funds

Consolidated balance sheets (condensed version)

(in millions of EUR)	Dec. 31, 2024	Dec. 31, 2023
Non-current assets	3,013.2	3,159.0
Current assets	1,849.9	1,917.9
Total assets	**4,863.1**	**5,076.9**
Total equity	2,128.7	2,012.4
Non-current liabilities	1,660.7	1,971.0
Current liabilities	1,073.7	1,093.5
Total equity and liabilities	**4,863.1**	**5,076.9**

The Group's total assets of EUR 4,863.1 million as of December 31, 2024 were EUR 213.8 million below the figure at year-end 2023 (EUR 5,076.9 million). The Group’s total equity rose from EUR 2,012.4 million (December 31, 2023) to EUR 2,128.7 million, with the growth through profit being offset by the dividend payment. The equity ratio increased to 43.8 % (December 31, 2023: 39.6 %). Return on equity was 5.3 % after 4.5 % in the previous year.

Non-current assets decreased from EUR 3,159.0 million to EUR 3,013.2 million, primarily due to reclassifications to “assets held for sale” resulting from the intended sale of the TANN Group. Current assets decreased from EUR 1,917.9 million to EUR 1,849.9 million, with a decline in cash and cash equivalents and trade receivables offset by the addition of the reclassifications to “assets held for sale”.

Financial liabilities, primarily of a long-term character, decreased from EUR 2,019.5 million at year-end 2023 to EUR 1,631.1 million[1)] as of December 31, 2024 due to repayments. Furthermore, credit lines and credit facilities amounting to EUR 361.0 million (December 31, 2023: EUR 393.0 million), which can be used at any time, were available to the Group at the end of 2024.

With cash available to the Group totalling EUR 552.4 million[2)] (December 31, 2023: EUR 757.5 million), net debt decreased to EUR 1,078.7 million (December 31, 2023: EUR 1,261.9 million). The net debt/equity ratio was 51 % and the net debt/adjusted EBITDA ratio was 2.6 (December 31, 2023: 63 %; 2.8).

[1)] Balance sheet value of EUR 1,628.7 million after reclassification of the TANN Group's financial liabilities to other liabilities from “assets held for sale”

[2)] Balance sheet value of EUR 520.9 million after reclassification of the TANN Group's cash to “assets held for sale”

Cash flow development

Consolidated cash flow statements (condensed version)

(in millions of EUR)	2024	2023
Net cash from operating activities	516.3	786.2
Net cash from investing activities	(188.7)	(409.1)
Net cash from financing activities	(520.6)	103.4
Effect of exchange rate changes	(12.1)	(3.1)
Net change in cash and cash equivalents (< 3 months)	**(205.1)**	**477.4**
Cash and cash equivalents (< 3 months) at the end of the year	**552.4**	**757.5**
Less cash and cash equivalents recognised as assets according to IFRS 5	(31.5)	0.0
Cash and cash equivalents (< 3 months) at the end of the year (in the consolidated balance sheet)	**520.9**	**757.5**

Cash flow from operating activities reached EUR 516.3 million and was thus EUR 269.9 million below the comparative figure of the previous year (2023: EUR 786.2 million). This difference results in particular from a lower reduction in working capital.

Cash flow from investing activities amounted to EUR -188.7 million, after EUR -409.1 million in the previous year. Payments for the acquisition of property, plant and equipment and intangible assets decreased from EUR 425.3 million to EUR 220.9 million subsequent the intensified investment program of the previous years.

Capital expenditures of MM Food & Premium Packaging, totalling EUR 58.3 million (2023: EUR 122.9 million), focused on technological modernisation at selected sites.

The focus of the capital expenditures of MM Pharma & Healthcare Packaging of EUR 55.8 million (2023: EUR 69.1 million) was placed on the renewal and expansion of the machinery.

Capital expenditures of MM Board & Paper in the amount of EUR 106.8 million (2023: EUR 233.3 million) related primarily to technical modernisations, with a focus on the Kolicevo, Slovenia, Kwidzyn, Poland, and Kotka, Finland, sites.

Free cash flow decreased from EUR 369.8 million to EUR 302.2 million.

The cash flow from financing activities changed from EUR 103.4 million to EUR -520.6 million, primarily due to higher repayments and lower issuance of debt.

Further information

Share repurchase program
In accordance with the authorisation by the 30th Annual General Meeting and the Management Board resolution based on it, the Company may repurchase a maximum of 1,000,000 shares or up to 5 % of the share capital in the period from January 3, 2025 to probably December 23, 2025. The transactions are published on our website at www.mm.group/investors/share/.

Definition of financial indicators

Adjusted operating profit/adjusted EBITDA
Operating profit/EBITDA adjusted for material one-off effects (material defined as impact on operating profit of more than EUR 10 million).

EBITDA (Earnings before interest, income taxes, depreciation and amortisation)
Operating profit plus depreciation, amortisation, impairment and write-ups of property, plant and equipment and intangible assets as well as non-current assets held for sale.

Capital expenditures
Capital expenditures include additions to property, plant and equipment and intangible assets (adjusted for non-cash additions, e.g. from leases or capitalised borrowing costs) less received government grants and in addition include payments on account as well as the change in liabilities from investment activities. Capital expenditures are derived from the consolidated cash flow statement.

EBITDA margin/operating margin
Adjusted EBITDA/adjusted operating profit divided by sales.

Employees
Employees at the end of the year, incl. apprentices and part-time employees on a pro-rata basis.

Equity ratio
Total equity divided by total assets.

Free cash flow
Cash flow from operating activities plus proceeds from disposals of property, plant and equipment and intangible assets as well as government grants less payments for acquisition of property, plant and equipment and intangible assets (incl. payments on account).

Net debt/adjusted EBITDA
Net debt/net liquidity divided by adjusted EBITDA.

Net debt/equity
Net debt/net liquidity divided by equity at year-end.

Net debt/net liquidity
The sum of current and non-current interest-bearing financial liabilities including lease liabilities according to IFRS 16 as well as factoring liabilities less cash and cash equivalents. In case the sum of cash and cash equivalents exceeds financial liabilities, there is net liquidity.

In the event of reclassification of these balance sheet items as “available for sale” in accordance with IFRS 5, net debt/net liquidity is adjusted. The calculation is based on the assumption that the reclassified balance sheet items continue to be part of cash and cash equivalents and financial liabilities.

Net profit margin
Profit for the year divided by sales.

Return on capital employed (ROCE)
Adjusted operating profit divided by the sum of average total equity, average current and non-current interest-bearing financial liabilities, incl. lease liabilities according to IFRS 16 as well as factoring liabilities, less average cash and cash equivalents.

Return on equity (ROE)
Profit for the year divided by average total equity.

All indicators were calculated exclusively on the basis of the information provided in the consolidated financial statements.

Business development in the divisions

MM Food & Premium Packaging

In view of the ongoing weak consumption of daily consumer goods, 2024 was overall characterised by restrained market demand in all folding carton market segments. The order situation stabilised again in 2024 after a downward trend in 2023. By focusing strongly on growth, MM Food & Premium was able to increase volumes in the food and beauty segments. At 3,103 million m^2 (2023: 3,027 million m^2), total volume produced was 2.5 % higher than in the previous year.

At the same time, sales prices remained under significant pressure due to strong competition, with also some cartonboard-index-based price reductions taking place. MM Food & Premium successfully counteracted this with tight cash management, cost savings and optimisations in the product mix. In particular significant productivity increases led to considerable progress. In order to make even better use of the division's resources, cooperation between the division's business units was intensified. The establishment of additional gravure printing capacities at the existing food site in Romania is a key project here.

In December 2024, MM has agreed with Evergreen Hill Enterprise, Pte. Ltd., part of an Indonesian-based privately held group of diversified companies, on the sale of 100 % of the shares in TANN Group for an enterprise value of EUR 360 million. This step was taken as the business of TANN (tipping paper) is unrelated to the cartonboard and consumer packaging core areas. The closing is expected in the first half of 2025.

Divisional indicators MM Food & Premium Packaging

(in millions of EUR)	2024	2023	+/-
Sales[1]	1,702.4	1,781.2	- 4.4 %
Adjusted EBITDA	258.3	282.5	- 8.6 %
Adjusted operating profit	179.4	214.9	- 16.5 %
Adjusted operating margin (%)	10.5 %	12.1 %	- 153 bp
Operating profit	179.4	199.8	- 10.2 %
Capital employed	1,152.2	1,272.2	- 9.4 %
Return on capital employed (%)	15.6 %	16.9 %	- 133 bp
Cash flow from operating activities	321.2	418.4	- 23.3 %
Free cash flow	264.9	302.5	- 12.4 %
Capital expenditures	58.3	122.9	- 52.5 %
Produced volume (in millions of m^2)	3,103	3,027	+ 2.5 %

[1] including interdivisional sales

Supported by volume growth and the savings achieved, MM Food & Premium reached a good adjusted operating margin of 10.5 % (2023: 12.1 %). The adjusted operating profit was EUR 179.4 million, after EUR 214.9 million in the previous year. The return on capital employed was 15.6 % (2023: 16.9 %), cash flow from operating activities amounted to EUR 321.2 million (2023: EUR 418.4 million). As a result of the consistent implementation of the profit & cash protection program, capital expenditures decreased significantly to EUR 58.3 million compared to the previous year (2023: EUR 122.9 million).

Sales at EUR 1,702.4 million were mainly price-related below the previous year (2023: EUR 1,781.2 million). 71 % were accounted for by Europe, 8 % by the Americas and 21 % by the rest of the world (2023: 73 %; 7 %; 20 %). MM Food & Premium Packaging supplies around 1,200 customers in various consumer goods industries. The main markets are Food as well as Premium, the latter including the submarkets Home Care, Personal Care, Beauty, Cigarette, Luxury, E-Commerce and Eletronics. As a result of a high concentration in the customer industries, a significant share of business is accounted for by multinational key accounts. In 2024, around 39 % (2023: 39 %) of sales were therefore generated with the five largest customers.

MM Pharma & Healthcare Packaging

The 2024 financial year was characterised by a weak market demand for secondary pharma packaging, especially in Europe. The main factors were customers reducing inventory levels, supply shortages for APIs (Active Pharmaceutical Ingredients) and other components, particularly in the area of GLP-1 medications (diabetes/obesity), and reduced consumption in the non-prescription medication segment. Against this background, MM Pharma & Healthcare Packaging recorded a decline in volume of 4.2 % (957 to 918 million m²).

In 2024, we have significantly advanced the division's transformation process and were able to complete the ambitious investment program for the necessary modernisation of the facilities to increase competitiveness. Overall, more than 40 new machines have been put into operation and will be gradually aligned with MM performance standards.

Operationally, the focus was on consistent price discipline, comprehensive cost reduction measures and the acquisition of new business. The strengthening of the sales force and the innovation and development areas was successfully completed. Important innovation projects in the area of patient safety and sustainability were brought to market maturity together with key customers. MM Pharma & Healthcare Packaging now has a clearly defined growth strategy with a focus on attractive indication areas such as obesity and diabetes (GLP-1) or oncology.

Divisional indicators MM Pharma & Healthcare Packaging

(in millions of EUR)	2024	2023	+/-
Sales[1]	615.7	653.6	- 5.8 %
Adjusted EBITDA	69.9	75.0	- 6.8 %
Adjusted operating profit	29.8	34.1	- 12.5 %
Adjusted operating margin (%)	4.8 %	5.2 %	- 37 bp
Operating profit	29.8	17.6	+ 69.8 %
Capital employed	423.4	405.0	+ 4.6 %
Return on capital employed (%)	7.0 %	8.4 %	- 137 bp
Cash flow from operating activities	71.9	76.2	- 5.6 %
Free cash flow	19.7	7.4	+ 167.0 %
Capital expenditures	55.8	69.1	- 19.4 %
Produced volume (in millions of m²)	918	957	- 4.2 %

[1] including interdivisional sales

The adjusted operating margin reached 4.8 % after 5.2 % in the previous year. The adjusted operating profit totalled EUR 29.8 million (2023: EUR 34.1 million). The return on capital employed was 7.0 % (2023: 8.4 %), the cash flow from operating activities reached EUR 71.9 million (2023: EUR 76.2 million). Capital expenditures totalled EUR 55.8 million and were thus below the previous year's level of EUR 69.1 million.

The switch to MM Board & Paper products was further advanced, with the sister division already being the largest cartonboard supplier.

Sales totalled EUR 615.7 million and were primarily volume-related below the previous year (2023: EUR 653.6 million). Thereof, Europe accounted for 62 %, the Americas for 37 % and the rest of the world for 1 % (2023: 65 %, 34 %, 1 %). MM Pharma & Healthcare Packaging supplies around 650 customers, with the five largest customers accounting for around 29 % (2023: 25 %) of sales.

MM Board & Paper

In the Board & Paper division, market recovery remained below expectations, starting from the low level of the previous year, which was characterised by the reduction of high inventory levels. Competitive and price pressure continued unabated due to overcapacity and weak consumption. However, MM Board & Paper was able to achieve a significant increase in volume after the extensive market- and rebuild-related downtime of the previous year. The volume produced rose by 16.7 % to 3,145,000 tonnes (2023: 2,694,000 tonnes). As a result, capacity utilisation was also significantly higher than in the previous year. The division's average order backlog totalled 172,000 tonnes (2023: 156,000 tonnes).

However, significantly lower average prices outweighed the positive effects of the increased volume. At the same time, the costs of recovered paper and pulp rose significantly. The selectively realised price increases were unable to compensate for this. The MM Board & Paper division benefited only to a limited extent from the lower energy spot prices due to a higher proportion of fixed prices.

The cost-cutting initiatives have already made a noticeable contribution, especially from the second half of the year onwards, although greater effects are expected in 2025. Encouragingly, the latest machine modernisations have led to decisive improvements in our products, which have been very well received by our customers.

Divisional indicators MM Board & Paper

(in millions of EUR)	**2024**	**2023**	**+/-**
Sales[1]	1,954.3	1,919.1	+ 1.8 %
Adjusted EBITDA	90.3	92.7	- 2.5 %
Adjusted operating profit	(19.2)	(19.8)	- 3.3 %
Adjusted operating margin (%)	-1.0 %	-1.0 %	+ 5 bp
Operating profit	(19.2)	(19.8)	- 3.3 %
Capital employed	1,801.3	1,869.1	- 3.6 %
Return on capital employed (%)	-1.1 %	-1.1 %	+ 0 bp
Cash flow from operating activities	123.2	291.6	- 57.7 %
Free cash flow	17.6	59.9	- 70.6 %
Capital expenditures	106.8	233.3	- 54.2 %
Tonnage produced (in thousands of tonnes)	3,145	2,694	+ 16.7 %
Cartonboard[2]	*1,763*	*1,472*	*+ 19.8 %*
Paper	*497*	*473*	*+ 5.0 %*
Pulp[3]	*885*	*749*	*+ 18.2 %*
Market pulp	*119*	*69*	*+ 72.7 %*
Internal pulp	*766*	*680*	*+ 12.7 %*

[1] including interdivisional sales
[2] including coated liner
[3] Chemical pulp and CTMP

The adjusted operating margin remained constant at -1.0 % compared to the previous year, as did the adjusted operating profit of EUR -19.2 million (2023: -1.0 % respectively EUR -19.8 million), which also benefited from a higher CO_2 compensation than in the previous year. The return on capital employed was -1.1 % (2023: -1.1 %), while cash flow from operating activities totalled EUR 123.2 million (2023: EUR 291.6 million). As a result of the profit & cash protection program, capital expenditures were significantly reduced after the major projects in previous years and amounted to EUR 106.8 million (2023: EUR 233.3 million).

At EUR 1,954.3 million, sales were price-related only 1.8 % below the previous year's level (2023: EUR 1,919.1 million). Similar to the previous year, 91 % thereof were generated in Europe, 3 % in the Americas and 6 % in the rest of the world (2023: 92 %, 1 %, 7 %).

The two Packaging divisions were again MM Board & Paper's largest customer with a combined share of deliveries of around 15 % or 265,000 tonnes of cartonboard (2023: 16 % or 234,000 tonnes).

3 RESEARCH AND DEVELOPMENT

The MM Group's research and development activities pursue the goal of strengthening and securing the Group's competitiveness and ability to grow in the long term through innovative and sustainable solutions. We aim to recognise market and future trends at an early stage and proactively develop solutions that create value for our customers and the entire Group. In order to succeed in the long term, we make use of a broad network within and outside our organisation and continuously invest in the future of MM.

Our innovation activities are driven by the demand to continuously optimise products and processes, on the one hand, and by the rapid implementation of solutions that arise from changing conditions, on the other hand. In addition, we strive for exploring new business areas and target applications. When developing and implementing product innovations, we always take into account the environmental impact, possible risks for product safety and the use of existing potential.

Modern innovation process
With our long experience in developing innovative products and our know-how of structuring innovation processes, we work steadily on reaching our strategic growth and sustainability targets. A responsible use of raw materials and the willingness to question the status quo are the cornerstones of our approach.

All product developments at MM pass through a clearly defined and continuously optimised process. This starts with brainstorming and includes evaluation and technical product development in cooperation with experts from our specialised departments and ends with the market launch.

We are convinced that innovation arises from diversity and the combination of different potentials within our Group. Being open to new ideas and active dialogue are key elements of our innovative culture. Therefore, we involve stakeholders such as customers, suppliers, end users and research partners in our innovation process at an early stage. This exchange gives us a holistic perspective on challenges and specific requirements our products have to meet, such as state-of-the-art technological functionality, quality, safety and sustainability. This allows us to incorporate new insights and solutions directly into the product development – with a clear focus on the needs of our customers.

We are exploring innovative concepts for packaging in the food, pharma, personal care and beauty sectors as well as for premium packaging. At the same time, we are continuously evaluating new technologies for the further development of our future board and paper products.

To ensure quality and safety, we rely on external certifications. They provide our customers and end users with reliable proof that our product innovations are sustainable, socially acceptable and harmless to health. They also serve to certify legal conformity in the area of product safety. By the regular testing of both existing products and innovative solutions, we ensure that all certification criteria are consistently met.

We continued our collaborations with external partners like universities and research institutions also in 2024. In the two Packaging divisions, the collaboration focuses on barrier technologies, machine technologies and cooperation on sustainable finishing solutions in combination with anti-counterfeiting systems. Application-oriented basic research on the treatment of wood fibres, the use of alternative or modified fibre raw materials and the use of bio-based materials as a substitute for fossil-based raw materials are the main areas of cooperation in the MM Board & Paper division.

Our internal platform "we.invent" gives all employees the opportunity to contribute their own ideas - regardless of their location or area of activity. Submitted suggestions are reviewed and selected for implementation based on a defined set of criteria in a stage-gate process.

Sustainability in the focus of development and innovation activities
Climate change and the Corona pandemic have made it clear that security and prosperity depend on how we preserve essential common goods, such as climate stability and public health, in the long term. A resilient, sustainable and climate-friendly design of society and economy is therefore essential. Against this background, cartonboard and paper are becoming increasingly important as environmentally friendly packaging. Our goal at MM is to use the opportunity and to actively support our customers in substituting plastic with innovative and proven solutions made of paper and cartonboard. In doing so, we are also picking up the current trend towards sustainable packaging that not only impresses with its natural look, but also offers a high level of convenience and safety and can be optimally integrated into online sales.

Automation – Key to competitive strength
In order to achieve additional competitive advantages, we are continuously advancing the automation of work flows and logistics processes in the divisions. Right from the purchase of new machines the individual sites receive central support to optimise their production processes - from machine configuration and installation to commissioning and acceptance. Reducing downtimes and increasing flexibility are currently at the focus of our future-oriented automation concepts.

Innovation activity in the MM Food & Premium Packaging and MM Pharma & Healthcare Packaging divisons in 2024

Innovation network of our Packaging divisions
The cross-divisional innovation matrix organisation of MM Food & Premium Packaging and MM Pharma & Healthcare Packaging ensures that the entire technical know-how of the MM Group can be used for the needs and requirements of our customers in an efficient and target-oriented manner. It comprises the following: PacProject, the creative Innovation Centre in Hamburg, the Premium Printing Center in Trier and the Technical Account Management team, which coordinates targeted customer briefings with the local Packaging Development Centers and individual plants. Our Divisional Technical Support team and Packaging Development Centers also support our customers, particularly in terms of technical orientation and equipment in order to develop innovative packaging concepts and designs.

At PacProject in Hamburg, concept studies up to the first prototypes are developed in close coordination with the customer. Even at this early stage, first feasibility analyses are carried out together with the Technical Account Management team. At the Premium Printing Center in Trier, we use highly innovative technologies to create packaging designs with extraordinary effects in the shortest possible time. In addition, the demand for e-trainings and digital learning formats is constantly growing in the area of innovation. Therefore we offer customised trend and idea workshops as well as technical training to provide our customers with in-depth knowledge and practical solutions.

With the transition of the Pharma & Healthcare business into a separate division, the established XBU Innovation Team has evolved into a cross-divisional innovation team which consists of the Innovation Directors of the individual business units of MM Food & Premium Packaging, the Innovation Director of MM Pharma & Healthcare and the head of PacProject. This has ensured that the growing customer requirements in terms of innovation can be met in the long term through the regular exchange of best practices.

The cooperation between the individual areas serves to identify areas and technologies in which collaboration is beneficial and synergy effects can be achieved. This is accompanied by close cooperation with MM Board & Paper in the area of innovation.

The aim is to position MM as an innovation leader and preferred supplier in the view of our customers by focusing on more sustainable, customer- and market-oriented innovations.

Current innovation focus
In 2024, the Packaging divisions' innovation activities focused in particular on new fibre-based solutions to replace plastics, more sustainable finishing effects, barrier technologies as well as patient and counterfeit protection. Recyclable packaging was optimised, and new products were developed in close collaboration with customers, suppliers, universities of applied sciences and research institutes.

"MM ReFlect", our more sustainable metallic finishing effects, prove that sustainability and design can go hand in hand. The recyclability certified by external institutes (CEPI method) and the perfect impression on the shelf enable customers to distinguish themselves. The main areas of application are food, beauty and pharma.

We are also expanding our portfolio of plastic-free alternatives with "Cello Replacement" and offer paper-based solutions that can replace cellophane with additional barrier applications. Scratch-resistant and splash-proof coatings for the beauty care sector, supported by tamper-evident solutions, are also part of this range.

Our new "Carton Cavity" System, a passe-partout and individual cavities, replaces plastic trays and blister packaging with a cartonboard solution and can help our customers to reduce Scope 3 emissions.

In the area of patient safety, MM Pharma & Healthcare Packaging develops innovations that support customers in complying with legal regulations and combating product counterfeiting. One example is the ClearCode™ service, where a special coating is applied to packaging to make it easier to affix codes and text for traceability. This reduces waste and increases efficiency.

Innovation activity in the MM Board & Paper division in 2024

The research and development centre of MM Board & Paper at the Frohnleiten site works together with the R&D capacities at the MM Kotkamills site and external research institutions on the implementation of fundamental findings in the context of science and production.

The focus of innovation in 2024 included the further development of innovative dispersion barriers for various packaging applications, which was driven forward for food applications in particular. Improved coatings offer grease resistance, moisture protection or heat-sealing properties and thus enable the replacement of plastic-based packaging with cardboard as a packaging material for dry or moist, chilled, frozen and/or fatty foods. A current focus lies on improving the usability of fibre-based packaging with the aim of meeting our customers' demand for sustainable packaging that complies with current packaging and recycling guidelines.

In terms of the sustainable circular economy, confirmation of the recyclability of the cartonboard and paper grades produced by MM Board & Paper in accordance with CEPI was a key topic in 2024.

Product developments to optimise technical values and processability also played an important role. Additional focal points included improving the barrier quality and processing properties of existing grades in order to meet increasing application requirements.

The new fully coated virgin fibre cartonboard with a cream-colored reverse side (GC2) ALASKA® SMART from the Kolicevo mill, which was launched in 2024, offers an outstanding appearance thanks to its smooth surface and enables excellent performance in high-quality printing, coating and high-speed converting processes. It is also suitable for Braille embossing and offers optimum laser and inkjet coding properties. Thanks to its excellent rigidity values, it can be used for many different applications, such as food and pharma. It impresses with its lightweighting and thus actively contributes to reducing CO_2 emissions without compromising stability.

Another new product from the Kolicevo mill was ALASKA® KRAFT, a new fully coated virgin fibre cartonboard with 10 % post-industrial fibres in the top layer and a kraft reverse side. The brown kraft reverse side creates a natural and rustic appearance, while the white front side has excellent surface properties such as high smoothness and gloss. With optimum stiffness values for excellent product protection, ALASKA® KRAFT is suitable as a packaging material for fruit and vegetable trays, sleeves, take-away and much more. By combining high-quality, pure white recycled fibres with responsibly sourced virgin fibres, the environmental impact is minimised without compromising on quality.

Awards for innovative and more sustainable solutions
MM received the Carton Austria Award for the best cartonboard packaging from Austria from both the expert and public jury for its artfully designed, plastic-free ice cream packaging. The packaging produced from ALASKA® BARRIER GREASE and processed by MM Premium Vienna impressed the jury with the right mix of eye-catching design and intelligent practicality. The packaging, which is perceived as a small work of art, is a clear invitation to reuse and generates a high level of attention. Nevertheless, product protection has top priority.

MMP Behrens also won a Green Star at the Green Star Packaging Awards for a multi-purpose tissue box made from 100 % recycled paper and cardboard, making it both functional and sustainable. The better utilisation during transport and the higher payload make it an environmentally friendly choice that saves transport costs.

4 RISK MANAGEMENT

Due to its business activity, the MM Group is exposed to a variety of industry-specific and general risks. A Group-wide risk management system is in place to safeguard the Group's existence and ability to create value in the long term by identifying and managing significant risks at an early stage. It comprises procedures for the systematic identification, assessment, control and reporting of significant risks which could potentially jeopardise the Group.

The Management Board not only bears overall responsibility for determining the strategy of the MM Group, but also for implementing an appropriate risk management system and internal control system. The Board defines the risk policy, which aims to secure the Group's long-term future by sustainably increasing the Company's value and achieving profitable growth in its core competencies. This requires taking advantage of the opportunities that arise while weighing up the associated risks. A conscious handling of risks and the professional management of these risks in an effective, efficient and transparent manner are important. MM considers the identification of risks that could jeopardise the increase in enterprise value to be an important management task and therefore an integral part of corporate activities. The primary objective is not to avoid all risks, but to actively manage and overcome risks, the risk policy is being characterised by a fundamentally conservative approach. Risk reduction is a high priority and is achieved, where economically justifiable, through suitable control measures and supplemented by the Group's insurance program.

MM Group operates a risk management system to implement the risk policy guidelines of the Management Board and, thanks to its systematisation, is able to identify and assess risks in good time and take appropriate measures to control and manage risks. The staff unit "Risk Management" reports directly to the Management Board and ensures that risk management is implemented and conducted on behalf and in the interest of the Management Board. The risk portfolio is regularly monitored, updated and documented by the staff unit. Each risk area that is considered to be significant is assigned to a risk area officer with relevant expertise who is responsible for analysing, assessing, controlling and monitoring the respective risk area. Thus, the risk management process does not take place in an isolated way, but as an integral part of the organisation and its procedures.

The identified risk areas are assessed in the two dimensions of potential loss and probability of occurrence. Both the inherent gross risk before taking into account the control measures already implemented in the Group and the remaining net risk after taking into account the measures taken are assessed. In this way, the risk areas can be presented graphically in a gross and net risk matrix.

For each risk identified and deemed significant for the Group, individual early detection, control and hedging measures are determined to manage the risk, taking into account the Group-wide risk policy. These measures are continuously evaluated and further developed or supplemented if additional risks arise. They are intended to improve the Group's risk situation without, however, sacrificing opportunities.

The risk situation of the MM Group is summarised in an annual risk report and reported to the Management Board and the Supervisory Board. The Group's auditor confirms the functionality of the MM Group's risk management system annually in accordance with rule no. 83 of the Austrian Corporate Governance Code and reports to the Management Board and Supervisory Board.

As part of the risk management processes, 27 key risk areas were identified for the Group for the year 2024. The risks identified in this way and explained below were analysed, assessed and managed using suitable measures. In terms of risk classification according to potential loss amount and probability of occurrence, there were no changes for 2024 compared to the previous year. In addition to the risk areas considered and assessed separately, the following cross-cutting topic should be mentioned, which is integrated into a large number of risk areas.

Cross-cutting topic sustainability risks

With immediate effect, sustainability is no longer managed as a separate risk area in the MM Group's risk management system. In order to emphasise the integrated approach, sustainability risks are instead implicitly assigned to existing risk areas and considered within them. Close coordination between the risk manager, the sustainability department and the risk field managers ensures that relevant sustainability aspects are systematically incorporated into risk definitions, assessments and measures. On the one hand, physical risks, such as climate change or natural disasters, which can lead to production stoppages, supply bottlenecks or increased raw material prices, are taken into account. On the other hand, transitory risks, such as changing market requirements and legal regulations, also play a role, which can result in fines or the loss of operating licenses in the event of violations. Sustainability also has an influence on investor decisions, product development and the attractiveness as an employer.

To manage sustainability risks, the Group relies on a broad package of measures that includes both strategic and operational elements. These include resource-efficient production, ambitious sustainability targets, the anchoring of sustainability criteria in the remuneration policy and comprehensive monitoring of non-financial key figures. Furthermore, regulatory developments are continuously analysed, while sustainability requirements are increasingly incorporated into research, development and innovation management. In addition, certifications in accordance with PEFC, FSC, EMAS, ISO 14001, ISO 50001 and in the areas of product quality and food safety ensure transparent sustainability performance. External assessments such as CDP rankings and Ecovadis serve as benchmarks for progress. The Group publishes an annual sustainability report in compliance with the EU Corporate Sustainability Reporting Directive (CSRD) and is guided by international frameworks such as the UN Global Compact, UN sustainability goals and the EU Green Deal.

The most significant risk areas to which the Group is exposed and the measures taken to manage these risks are described below.

Procurement

The performance of the MM Group is largely dependent on raw materials and input factors which are sourced externally. For the two Packaging divisions these are in particular cartonboard and paper. In the MM Board & Paper division, these include especially fibre materials (recovered paper, wood, pulp), energy, chemicals and logistics services. For procurement there is basically a risk of availability concerning quantity and quality, on the one hand, and a price risk, on the other hand.

In the area of **fibres** (waste paper, wood, pulp), the availability risk in raw material procurement results from several factors. These include the sufficient availability of waste paper, wood and suppliers that meet the quality requirements. In addition, geopolitical influences, legal requirements such as the EU Green Deal, environmental factors (storms, pest infestation, droughts) and long-term forest reorganisation play a role. Competition from new products that use the same raw materials, transport capacities and developments in energy supply also influence availability. The price risk is determined by the market structure and consumption trends. The number and pricing of suppliers, their contract fulfilment and export demand, particularly from Asia, are key factors. Government regulations, long-term supply contracts and the implementation of new laws (e.g. EUDR) can also have a price-determining effect. Geopolitical uncertainties, bureaucratic hurdles and environmental factors such as calamities and forest reorganisation additionally influence supply and therefore price trends.

The safety and control measures in the fibre procurement of the MM Board & Paper division include monitoring, diversification, strategic planning and optimisation of procurement. Regular monitoring of price and volume trends, existing purchasing contracts and relevant key figures ensures transparency. The wood supply strategy and the diversification of procurement - particularly in Kwidzyn - reduce dependencies. In addition, fibre requirements, warehousing and production output are continuously reviewed. Control and optimisation measures include the adjustment of formulations, consumption control and the distribution of quantities among several suppliers. Strategic warehousing and the substitution of external purchases with in-house production strengthen independence. The long-term procurement strategy is continuously adapted through close market observation, ongoing contact with suppliers and consideration of geopolitical and regulatory developments. Sustainability and compliance, particularly in the context of FSC/PEFC and EUDR, are monitored by the newly implemented “Group Responsible Sourcing” department.

There is also an availability risk and a price risk for **cartonboard and paper**. The availability risk depends on the number of suppliers, their product range and capacity development. Availability is also influenced by suppliers' contract fulfilment, the ability to plan demand through customer orders and rising market demand. Strike risks, particularly in Finland, can also lead to bottlenecks. The price risk results from the market structure, the costs of input factors such as recovered paper, pulp, energy and logistics as well as the general demand situation. Long-term price commitments or caps can help to limit price fluctuations.

The measures for cartonboard and paper procurement in the Packaging divisions focus on diversification, monitoring, strategic planning and optimisation of procurement. To ensure availability, the required quantity per material group is distributed among several suppliers in order to avoid single sourcing, and the Group's internal cartonboard procurement from the MM Board & Paper division is increased. Procurement agreements with suppliers stipulate quantities, prices, quality, service and logistics. Market developments are continuously monitored via specialist platforms, congresses and trade journals, supplemented by regular dialogue with packaging sites and suppliers. In addition, the price and volume development of existing agreements is monitored and critical price values are defined, which require action to be taken if they are reached. The optimisation of the purchasing strategy includes tenders for purchasing volumes and data analysis of current business activities with suppliers via Power BI. Budgeting takes into account consumption and price forecasts, while the four-eyes principle in regard of supplier agreements ensures transparency and security.

In the MM Board & Paper division, **chemicals** are essential for the production of pulp, paper and cartonboard. As they are sourced externally, there is a risk in terms of availability (quantity, quality) and price. Bottlenecks or price fluctuations can cause production problems or stoppages. To ensure availability, the supplier base is diversified and production flexibility is increased by using different qualities and suppliers. Intensive monitoring of needs, prices and supplier stability ensures early risk assessment. Long-term supply contracts with fixed prices ensure stable costs, and central purchasing management optimises procurement. The close exchange with suppliers and market participants helps to minimise supply risks. These measures ensure stable production, controlled costs and reduced dependencies.

Energy and emissions

Energy (gas, coal, electricity, heating oil) is an input factor of strategic importance, especially for the MM Board & Paper division. In risk assessment, purchase price, basic availability and purchase opportunity are essential parameters

The latter refers to the physical availability of energy, which in the case of gas, coal and oil mainly depends on the political stability of producer and transit countries. Political conflicts, armed conflicts and natural disasters can have a significant impact on the availability and price risk of energy. In some cases, minimum purchase quantities are defined in energy agreements. If the level of those is not reached due to standstills or technical faults, compensation settlements are due (take-or-pay rule). The price risk for energy is significantly influenced by the development of global energy prices (gas, coal, electricity). The purchase price depends on supply contracts that define conditions such as duration, quantities and bandwidths. The number of potential suppliers at individual locations determines the competitive situation and thus the price trend. Hedging transactions can limit price fluctuations, whereby their timing and efficiency are crucial. In addition, efficient consumption management and coordination with energy suppliers are essential, as are interactions with emission certificates.

With the loss of gas transit through Ukraine, Europe is increasingly reliant on alternative gas sources such as Norway, North Africa and LNG imports. While sufficient infrastructure is available, the availability of LNG remains uncertain due to global competition. The expansion of LNG capacities and the diversification of coal transport minimise the risk, but geopolitical developments and market pricing remain difficult to influence.

MM Board & Paper counters the energy risk through a combination of long-term hedging, market observation and increased efficiency. Long-term purchasing contracts secure supplies and minimise price fluctuations. The medium-term purchasing policy is managed in close coordination between energy purchasing and management. Continuous monitoring of energy and emissions prices enables the purchasing strategy to be adjusted at an early stage, while linking production and sales planning with energy purchasing improves planning reliability. In addition, the increased use of alternative energy sources, such as biomass or substitute fuels, reduces dependence on fossil fuels. Efficiency measures to reduce specific energy consumption and certification in accordance with ISO 50001 and EMAS also contribute to risk minimisation and sustainable energy management.

The mills of the MM Board & Paper division are confronted with a regulatory risk regarding the availability of **emission certificates**, which are allocated according to the cap and trade principle. Although MM Board & Paper still receives some free allocations due to its energy-efficient plants, these are expected to be gradually reduced as a result of the EU Green Deal. Missing certificates must be purchased on the open market, which creates a price risk that is partially hedged through forward contracts. The indirect cost effects caused by the influence of certificate prices on the electricity price are cushioned in many locations by subsidies (electricity price compensation) on the basis of long-term national regulations. Only Austria has decided to continue this subsidies on an annual basis. The risk of discontinuation is considered in the cost planning in advance. The Packaging divisions are also affected by indirect emissions pricing, as regulatory requirements in the EU and individual countries (e.g. Germany, Austria) can lead to higher CO_2 costs, which affect the overall cost structure of the divisions.

In order to minimise the risk associated with emission certificates, MM Board & Paper relies on the systematic recording and management of CO_2 emissions. The annual recording and forecasting of emissions enables the early identification of surplus or shortfall quantities, which are offset within the Group or purchased on the market in a targeted manner. An own trading platform ensures that certificates are traded in line with demand, while continuous monitoring of price trends supports strategic purchasing decisions. In addition, close cooperation with industry bodies ensures up-to-date information on regulatory changes. These measures reduce the price risk and ensure compliance with legal requirements.

Production

The Group systematically develops and modernises its production facilities and processes to ensure that they are always state of the art. Thereby, a focus is placed on a sustainably responsible production, taking economic, environmental and social aspects into account with the aim of generating long-term benefits for our stakeholders.

A high degree of technical availability (**operational readiness**) is crucial in both cartonboard and folding carton production. Production downtime or limited operational readiness represent a considerable risk. This can be caused by machine defects, power failures, the expiry of operating licences, natural disasters or other unforeseeable events such as fire, flooding or low water levels. Such disruptions can result in loss of sales, customer losses or claims for damages. Environmental and safety risks can also arise, for example due to faulty production processes or occupational accidents. If no countermeasures are taken, breakdowns of critical machines or production sites can cause considerable economic damage.

To minimise this risk, the MM Group relies on comprehensive maintenance and risk management. This includes systematic monitoring of machines, preventive maintenance measures and strategic spare parts storage. In addition, the “mill back-up” concept enables the flexible relocation of production capacities. Regular training, quality certifications and close cooperation with machine suppliers further reduce operational risks. Insurances and continuous risk engineering protect against residual risks. Sustainability measures such as energy efficiency programs, recycling management concepts and resource conservation also help to ensure long-term production reliability and competitiveness.

A lack of **investment efficiency** can result from cost overruns, technical defects or delays in completion. These risks lead to financial losses, production downtime and possible reputational damage. External factors such as supply bottlenecks or unforeseeable events can further exacerbate the situation. This results in economic risks such as value adjustments, loss of sales and increased costs due to inefficient production or external procurement. In addition, failure to fulfil sustainability targets or contractual obligations can lead to further financial and legal consequences.

To minimise risk, the Company relies on careful investment planning and control. The approval process is structured and tracked using a web-based CapEx tool. Clear responsibilities, regular project monitoring as well as tests and pilot projects ensure that investments are implemented efficiently. Fixed price agreements, penalties and bank guarantees serve as a hedge against financial risks. Moreover, investments are continuously recalculated and their sustainability targets monitored. Close cooperation between local specialist departments, central technology and purchasing ensures that proven components and efficient suppliers are selected.

The **fulfilment of product standards** and the assurance of consistently high product quality are of central importance for MM Board & Paper and the Packaging divisions, particularly in the areas of product safety and food contact. Risks arise from legal changes, new scientific findings on ingredients or changes in customer requirements. Non-conformity can lead to liability claims, reputational damage and loss of customers. In addition, compliance with traceability requirements poses a particular challenge, as complete documentation is required along the entire value chain.

To counteract these risks, the Company relies on a multi-stage quality assurance system that includes regular checks and audits along the entire value chain. ISO 9001 and ISO 22000 certifications as well as the GMP system ("Good Manufacturing Practice") ensure that all relevant standards are adhered to. Raw materials are thoroughly tested before use and production adjustments are subject to extensive test phases. The Company also stays informed about regulatory developments by actively participating in European expert committees. Continuous monitoring of customer enquiries and complaints enables early identification of potential risks and a rapid response to ensure product safety.

Sales

The Group supplies a total of several thousand customers in the three divisions. In both the MM Food & Premium Packaging division and the MM Pharma & Healthcare Packaging division, the largest 40 customers are responsible for around three quarters of the respective division's sales. The MM Board & Paper division is a supplier of the highly fragmented folding carton industry and generates around 31 % of the division's sales with 15 main customers. Dependence on individual major customers is considered manageable.

Demand for MM Group's products is directly related to the overall economic situation, in particular the need for everyday consumer goods. Economic fluctuations or changes in packaging trends, including the associated changes in market demand but also import pressure from competitors with cost advantages, can influence sales volumes and prices. The Board & Paper market in particular is currently characterised by intense competition as a result of existing (excess) capacities. In addition, external factors such as political uncertainties, trade restrictions or volatile raw material and energy costs can put considerable pressure on sales markets and margins.

To minimise risk, MM relies on a broad diversification of its customer base and close strategic cooperation with key customers. Regular market analyses and credit rating checks ensure that potential risks are identified at an early stage, while innovative product developments and flexible production capacities increase the ability to adapt to market changes. The multi-mill concept improves delivery reliability and targeted sales strategies help to open up new market segments. By systematically monitoring contracts, price developments and customer requirements, MM can react to challenges at an early stage and secure its competitive position in the long term. In order to consolidate and expand its market position in the long term, the Group is pursuing a strategy of strengthening the competitiveness of the three divisions also through efficiency improvements, sustainability and innovations.

The market and thus the demand for cigarette packaging is subject to increasing regulatory risk, particularly as a result of stricter non-smoking and youth protection measures. Many countries are introducing larger warnings, plain packaging or even sales bans. Within the EU, the Tobacco Products Directive ("TPD2") regulates labelling requirements, while countries around the world such as Canada, Australia and Great Britain are considering additional measures such as warning labels directly on cigarettes. New labelling requirements were also introduced by the Single-Use Plastics Directive ("SUP") and proposed by the Packaging and Packaging Waste Regulation (PPWR) for packaging recyclability. While the EU's plan to combat cancer aims to reduce tobacco consumption to less than 5 % of the population by 2040, Sweden has announced that it will be smoke-free already by 2024. A specialised project team is working closely with cigarette manufacturers to minimise the risk. Broad geographical sales outside the EU contribute to stabilisation. In addition to the regulatory risk, there is also a reputational risk that could cause investors to withdraw, as public awareness of environmental and health issues continues to grow.

The risk in **innovation management** lies in recognising market and technology trends too late or not actively shaping them, which can jeopardise the competitiveness of products, processes and employee know-how. A lack of innovative strength can lead to a loss of sales and a weakening of the market position in the long term. Financial risks due to high investment costs, technological challenges and legal risks in the area of patents, copyrights and licensing rights must also be taken into account.

MM relies on comprehensive innovation management to control risk. A cross-location strategy promotes the development of new materials and technologies, while an expanded innovation network creates synergies between different specialist areas. Regular market analyses, trend observations and customer interactions enable the early identification of developments and requirements. The introduction of structured innovation processes, including an innovation stage gate system and a project management software, ensures efficient management and evaluation of new projects. In addition, MM actively uses the exchange within the industry through cooperation with scientific institutions, participation in trade associations and attendance at innovation competitions and trade fairs. Targeted investments in product and process innovations, for example to reduce plastic packaging, as well as close cooperation with customers in the development of new packaging solutions, secure the market position in the long term and achieve a sustainable reduction in plastic.

Human resources

The MM Group's performance at all hierarchical levels depends to a large extent on qualified, motivated and performance-oriented employees. **Succession planning** and the availability of specialists are influenced by factors such as emigration, retirements, a shortage of specialists on the labor market, illness, strikes and demographic developments. The availability of top employees in key positions in particular poses a considerable risk to the Group's economic success, as they ensure the provision of highly qualified services and thus competitiveness. In addition, inadequate employee training and development can jeopardise market and competence leadership, which can have a long-term negative impact on operational processes and earnings development.

To minimise risk, MM relies on a long-term personnel development strategy that includes performance-related remuneration systems as well as targeted recruiting and young talent development programs. The “MM-Academy” promotes continuous professional development, while trainee programs in sales, finance and technology provide targeted trainings for new specialists. Internal career planning ensures that key positions can be filled by internal talents, while the Mentor Me program supports the transfer of knowledge between generations and locations. To increase its attractiveness as an employer, MM invests in employer branding, recruiting events and an improved online presence. Structured onboarding, international exchange programs and employee health programs such as stress management and safety initiatives also strengthen long-term employee loyalty. The introduction of specialised training courses, such as the “Sales Academy” for sales employees and the “Manager Lab” for leading managers, is a targeted investment in skills development. The introduction of the Group-wide “Get on Board” onboarding platform also improves the onboarding of new employees. Despite the challenging labour market, targeted investments in personnel development, further trainings and employee retention minimise the risk of a shortage of skilled employees in order to ensure the long-term success of the Company.

Finance

Corporate planning and budgeting are based on estimates and forecasts of the economic and financial development of the Group and its subsidiaries. The risk lies in the use of incorrect assumptions or significant misjudgements, which can lead to inaccurate budgeting.

To minimise this risk, a structured and standardised budget process with several review and approval stages is used. Budget data is checked for completeness, plausibility and economic efficiency, and clear guidelines and priorities ensure sound planning. Close cooperation between the locations, specialist departments and divisions ensures comprehensive and realistic budgeting.

Financing risks arise from changes in market interest rates, the Group's credit rating and political and social developments. Rising interest rates increase the credit costs of variable loans, while falling interest rates cause opportunity costs for fixed-interest loans. A deterioration in creditworthiness can also result in higher financing costs or the termination of loans if covenants are breached. Sustainability aspects are becoming increasingly important, whereby ESG criteria can influence the availability and cost of financing.

The Group relies on centralised cash and credit management to manage risk. Liquidity is secured through a broadly diversified financing strategy which also includes factoring programs. A high proportion of fixed-interest loans reduces the interest rate risk. Compliance with financial covenants is continuously monitored, while regular reviews and standardised work instructions ensure transparency. In addition, credit lines are proactively extended and close relationships with banks and rating agencies enable potential risks to be identified at an early stage.

Currency risk arises from exchange rate fluctuations that can have a financial impact on the Group. It comprises the transaction risk resulting from exchange rate changes between the booking of receivables and liabilities and the actual incoming or outgoing payment, as well as the translation risk resulting from the conversion of assets and liabilities of Group companies with a functional currency other than EUR. In addition, there is an economic risk if changes in exchange rates affect competitiveness towards companies from other currency areas, for example due to devaluations of foreign currencies that lower their export prices.

To minimise risk, the MM Group relies on comprehensive currency management with daily monitoring and management of foreign currency positions, analyses of market developments and regular sensitivity analyses. Natural hedging is used to balance income and expenses in the same currency as far as possible. Hedging transactions such as forward exchange transactions and options are also used, with clear guidelines for hedging periods and a central foreign exchange trading platform being used for currency hedging. These measures are regularly coordinated with the Chief Financial Officer to ensure consistent and effective management. Derivative financial instruments are not used for trading or speculative purposes.

An effective management of **working capital**, which includes inventory as well as trade receivables and trade liabilities, is essential to minimise liquidity risks and ensure the financial stability of the Company. Inventory risk arises, on the one hand, from the value retention of stock, which can be impaired by obsolescence, unusability or declining market prices. On the other hand, the level of stock poses a risk: high stock levels tie up capital and can lead to liquidity shortages, while low stock levels increase the risk of production and delivery disruptions. The receivables risk is primarily connected to the potential default of customer payments. Such defaults may result from insufficient creditworthiness or from complaints and disputes regarding services rendered. These failures directly impact the Company's liquidity and can lead to financial bottlenecks.

To reduce inventory risk, stock levels are regularly monitored and analysed. ERP systems and central databases enable efficient monitoring. Measures such as just-in-time production, storage agreements with incentives for timely acceptance and cross-division optimisation projects help manage stock efficiently and prevent obsolescence.

Receivables management is overseen by a central Corporate Receivables Management. Credit rating checks and customer credit insurance for all customers, except for selected international customers with the highest creditworthiness, help keep the risk of payment defaults low. Compliance with credit limits is ensured through system-based controls, and predefined measures such as delivery stops or bonus withholdings are implemented in case of payment delays.

The risk in the areas of **pensions, severance payments and pre-retirement** relates to the affordability of future payments to employees, which arise from legal, collective bargaining or individual commitments. While defined contribution plans are based on ongoing payments to external pension providers and do not pose any additional risk beyond these contributions, defined benefit plans bear the risk of ensuring that sufficient funds are available to cover future obligations. Key influencing factors include changes in the number of beneficiaries, biometric factors, interest rates and the economic performance of pension funds.

To mitigate these risks, the Company relies on comprehensive monitoring and control measures. Legal and collective bargaining obligations are regularly reviewed, individual commitments require approval by the Management Board, and the management of obligations is handled centrally. The current interest rate environment has methodically led to a higher discount rate compared to previous years, reducing the actuarial present value of obligations. The resulting deductible item in equity is considered absolutely manageable in relation to total equity. The projected pension and severance expenses remain stable.

Information technology

MM's IT systems are essential for smooth operations and are exposed to various risks, ranging from system failures and cyberattacks to insufficient IT expertise. Downtime or limited availability can lead to production stoppages or delays in deliveries and invoicing. Deficiencies in information security (e.g., regarding confidentiality, integrity and access control) can result in data manipulation, unauthorised access, system misuse or the loss of sensitive Company data. Cyberattacks, such as ransomware in particular, pose a growing threat, as they can cause significant financial damage and disrupt business operations. Additionally, regulatory requirements, such as the EU General Data Protection Regulation (GDPR), increase the risk of fines and legal consequences. Operational Technology (OT) is also a potential attack target, as it is closely linked to IT systems and often less well-protected.

To mitigate these risks, MM relies on comprehensive IT risk management based on ISO 31000 and a certified information security management system according to ISO 27001. Measures such as 24/7 monitoring, regular security audits, access management and employee training enhance the Company's ability to ward off cyberattacks. A Business Continuity Management System and an emergency manual ensure swift action in case of an incident. The IT transformation, including targeted outsourcing, has led to efficiency gains. The re-certification under ISO 27001 demonstrates that MM has established strong security management and continues to improve to ensure the protection of data and IT systems.

Reporting and compliance

The Management Board is responsible for establishing and designing an adequate **internal control system (ICS)** for financial and non-financial reporting. This system ensures the completeness, reliability and traceability of financial and non-financial information. Additionally, it guarantees the appropriateness and economic efficiency of processes as well as compliance with legal, contractual and internal regulations. There is a risk that financial and non-financial matters may not be recorded and processed or recorded and processed incorrectly, incompletely, disorderly, or not in a timely manner due to a lack of or inadequate ICS, and as a result, financial reporting, non-financial reporting or corporate decisions could be based on incorrect information.

To ensure accurate and reliable financial reporting, the Company relies on clear responsibilities, uniform accounting policies based on IFRS and comprehensive control mechanisms. These include the four-eyes principle, strict segregation of duties and regular internal and external audits. Digital systems with automated interfaces minimise manual errors, while audit trails and reconciliation processes ensure traceability. Web-based reporting systems enable timely and consistent recording of financial data, which is reviewed by both local and central accounting teams. In addition, a close coordination with external experts ensures that changes in IFRS regulations are promptly taken into account and regulatory compliance is maintained.

Detailed standards and control processes also apply to non-financial reporting. The collection and processing of environmental and sustainability data are supported by specialised software that provides an audit trail for tracking changes. Process descriptions ensure that data is recorded consistently and comparably. The four-eyes principle and regular plausibility checks enhance data quality. In addition, both central and local processes are monitored by internal audits. Certifications according to environmental and energy management standards such as EMAS, ISO 14001 and ISO 50001 underscore the reliability of non-financial reporting and contribute to regulatory compliance.

Failure to comply with legal, regulatory or contractual requirements as well as ethical standards is classified as a **compliance risk** and may result in sanctions, fines, or compensation claims. Beyond regulatory risks, non-compliance also carries reputational risks, particularly concerning environmental matters due to increased public awareness. Moreover, violations of social norms or self-commitments, such as the Code of Conduct or the UN Global Compact, can impair the trust of business partners, authorities and stakeholders. Compliance risks for the MM Group have intensified due to increasing regulations, geopolitical developments and stricter requirements regarding sustainability reporting and supply chain due diligence.

To counter these risks, the Group follows a compliance strategy based on Company-wide organisational guidelines, clear approval processes and internal control mechanisms. The "Group Legal" department plays a key role in ensuring legal compliance. The four-eyes principle, regular risk-based audits by internal auditors and digital security measures within systems provide continuous monitoring of critical processes. In addition, employees receive regular trainings on compliance-related topics — both online via the "MM-Academy" and through specialised in-person trainings for high-risk areas.

Additional measures include specific guidelines for sanctions compliance, data protection and antitrust law, supported by monitoring tools and mandatory training sessions. The Group uses digital solutions for centralised archiving and management of legal documents as well as for standardised approval processes. Furthermore, clear directives exist to prevent corruption and conflicts of interest, such as the "Anti-Bribery & Corruption Guideline" and digital reporting systems for potential conflicts of interest. The MM Code of Conduct, the MM Supplier Code of Conduct and the commitment to international human rights and sustainability standards further reinforce the Group’s ethical responsibility and contribute to long-term risk mitigation.

Efficient Tax Compliance refers to the entirety of all Group-wide coordinated measures aimed at ensuring timely, proper and legally compliant payment of taxes and levies. Non-compliance with tax and levy regulations can lead to late payment penalties, additional tax payments, fiscal court proceedings or executive body liabilities. Incorrect or insufficient documentation, particularly in transfer pricing, poses the risk of fines and the non-recognition of business expenses.

To mitigate these risks, the Group relies on clear responsibilities for monitoring timely and proper tax and levy payments. Automated ERP controls, regular plausibility checks and a comprehensive training program have been implemented. Group-wide transfer pricing documentation is conducted in accordance with OECD standards. Additionally, external tax advisors and experts are consulted to minimise tax risks, particularly in complex international matters and communication with tax authorities.

Fraudulent acts ("fraud") include intentional or grossly negligent offences such as theft, fraud, embezzlement or document forgery, through which employees gain personal benefits while causing financial damage to the Group. Risks include asset misappropriation, financial statement manipulation and corruption, which, in extreme cases, can also lead to significant reputational loss.

To minimise risks, the Group employs a variety of control measures. These include Company-wide compliance guidelines, an internal control system with segregation of duties and regular audits by internal auditors. A multi-eyes principle for critical processes, centralised allocation of signing rights, and strict bank account management are designed to reduce potential vulnerabilities. Additionally, the whistleblowing channel "MM Integrity Line" enables both employees and external stakeholders to report misconduct. A fidelity insurance policy provides additional protection against financial losses due to fraudulent activities.

The Corporate Governance Report, integrated into the annual report, is available on our website at www.mm.group/investors/corporate-governance/.

In addition to the risks mentioned here, further risks may exist for the Group. Currently, no such risks are known, or they are considered insignificant.

5 DISCLOSURES ACCORDING TO SECTION 243 A PARA. 1 OF THE AUSTRIAN COMMERCIAL CODE

Composition of capital, stock categories
Please refer to the information provided in the consolidated financial statements under note 13.1.

Restrictions concerning the voting rights and the transfer of shares
Approximately 58 % of the shares are held by the core shareholder families in a syndicate. There is a syndicate agreement which regulates the transferability of shares within the syndicate and to outside parties. Issues that concern the Ordinary Shareholders' Meeting are decided by the syndicate with 65 % of the voting rights, measured by the total number of syndicate votes cast. Modifications of the syndicate agreement (concerning changes in voting rights, changes in the purpose or object of the syndicate, creation or withdrawal of special rights) require unanimity, measured by the total number of all syndicate votes.

Direct or indirect participation in capital of at least 10 %
According to the information provided to the Company, there were the following minimum participations of 10 % in the capital at year-end 2024:

MMS Mayr-Melnhof-Saurau Beteiligungsverwaltung KG
CAMA Privatstiftung

Owners of shares with special control rights and a description of these rights
There are no shares with special control rights.

Type of voting rights control for capital participation by employees, if they do not directly exercise the right to vote
There is no such capital participation model for employees.

Provisions for appointment and revocation of members of the Management Board and the Supervisory Board and regarding alteration of the Articles of Association of the Company that do not arise directly from the Act
There are no provisions of this type.

Authorisation of the members of the Management Board that does not arise directly from the Act, in particular with regard to the option of issuing or repurchasing shares
There are no authorisations of this type.

All significant agreements to which the Company is a party and that take effect are modified or terminated in the event of a change of control of the Company as a result of a takeover offer as well as its effects; agreements which would significantly damage the Company if made public are excepted, unless the Company is obligated to make such information public as a result of other statutory provisions
The protective clause with regard to the disclosure of this information is invoked. The scope of the business in question is considered reasonable.

Existence and significant content of compensation agreements between the Company and the members of its Management and Supervisory Boards or employees in the event of a public takeover offer
There are no agreements of this type.

6 CONSOLIDATED NON-FINANCIAL STATEMENT ACCORDING TO SECTION 267 A OF THE AUSTRIAN COMMERCIAL CODE (SUSTAINABILITY STATEMENT)

This consolidated non-financial statement has been prepared in accordance with the Austrian Sustainability and Diversity Improvement Act (NaDiVeG), which implements EU Directive 2014/95/EU. It covers the key sustainability topics of our Company.

In accordance with Section 267a of the Austrian Commercial Code (UGB), certain topics must be addressed in the non-financial statement if they are relevant to an understanding of the impact of the Company's activities. In this report, these topics are dealt with in the following chapters: E1, E2, E3, E4 and E5 (environmental matters), S1 and S2 (employee matters), as well as S1, S2, S3 and S4 (respect for human rights) and G1 (anti-corruption and bribery).

The consolidated sustainability statement was prepared in accordance with Article 29a of the Accounting Directive and complies with the European Sustainability Reporting Standards (ESRS) and the EU Taxonomy regulation.

6.1 ESRS 2 General information

Reporting principles

The MM Group is structured in three divisions: MM Food & Premium Packaging, MM Pharma & Healthcare Packaging and MM Board & Paper. Due to the separation of the MM Packaging division into MM Food & Premium Packaging and MM Pharma & Healthcare Packaging in the second quarter of 2024, the presentation of content has changed compared to previous years. No specific information has been withheld due to confidentiality. This report covers the same scope of consolidation as the financial reporting. Environmental indicators for non-producing units are based on estimates. The impact of these units on the environmental indicators varies between 0.03 % (energy consumption) and 0.01 % for water withdrawal and waste generation. The key figures disclosed relate to the MM Group in the sustainability statement and are also presented on a divisional basis where it further enhances transparency. This report contains information relating to the entire value chain, although, as part of the materiality analysis, particularly impacts, risks and opportunities (IROs) relating to the upstream supply chain have been identified. Consequently, our policies, measures and targets relate to both our own operations and the upstream supply chain. ESRS 2 BP-1

The sustainability statement is published annually. The reporting period coincides with that of the financial reporting. In this report, we cover the period from January 1, 2024 to December 31, 2024. The methodology used to collect the specific key figures is described in the individual topic chapters under Metrics. The description of the methodology also includes information on whether estimated values were used. This is the case for the environmental indicators of non-manufacturing entities that are not part of a manufacturing entity. The calculation of Scope 3 emissions caused by activities in the upstream supply chain is, on the one hand, based on CO_2 values that we receive from suppliers and, on the other hand, on raw material-specific average values that are provided via special databases for life cycle analyses. A direct query of the carbon footprints of purchased products from suppliers as part of the product carbon footprint calculation has resulted in lower CO_2 factors for example for purchased cardboard. We are in constant dialogue with our most important suppliers in order to increase the proportion of primary data. ESRS 2 BP-2

The sustainability topics disclosed are based on the results of the materiality analysis, which was carried out, approved and reviewed in terms of processes in 2024. The sustainability topics were assessed for the applicable time horizons. A distinction is made between the short, medium and long term, which corresponds to 0-1, 1-5 and 5+ years, respectively. By looking at impacts, risks and opportunities over different time horizons, we can anticipate upcoming developments in the best possible way and adapt our actions accordingly. A detailed description of the process and the results can be found on page 113 and in the specific topic areas.

This report complies with the requirements of EU Directive (EU) 2022/2464 on corporate sustainability reporting, which came into force in 2023.

Sustainability Governance

The role of the Management Board and the Supervisory Board

ESRS 2 GOV-1 The Supervisory Board fulfills its statutory audit obligation, and the disclosure of the non-financial performance indicators is audited and validated by third parties. PwC Wirtschaftsprüfung GmbH, Vienna, has performed an independent audit of the consolidated non-financial statement with limited assurance. The corresponding assurance statement can be found on page 294.

As of December 31, 2024, the Supervisory Board consisted of nine men and the Management Board of three men (the proportion of women is therefore currently 0 %). Professional backgrounds, experience and age structure constitute a balanced composition.

Members of the Supervisory Board:

Wolfgang Eder

Chairman since April 26, 2023 born 1952	Chairman of the Supervisory Board of voestalpine AG, Linz

Nikolaus Ankershofen

1st Deputy Chairman since April 26, 2017 Member of the Supervisory Board since April 28, 2010 born 1969	Lawyer and partner at Ankershofen Goëss Hinteregger Rechtsanwälte OG; Supervisory Board member at Mayr-Melnhof Holz Holding AG, Leoben; Management Board member of several private trusts

Johannes Goess-Saurau

2nd Deputy Chairman since May 7, 2008 Member of the Supervisory Board since May 18, 2005 born 1955	Manager of his own companies

Alexander Leeb

Member of the Supervisory Board since May 7, 2008 born 1959	Deputy Chairman of the Supervisory Board of Plansee Holding AG, Reutte; Chairman of the Board of Trustees of LGT Venture Philanthropy Foundation, Vaduz

Georg Mayr-Melnhof

Member of the Supervisory Board since May 7, 2008 born 1968	Employee of the archdiocese of Salzburg

Ferdinand Mayr-Melnhof- Saurau	
Member of the Supervisory Board since April 29, 2020 born 1987	Managing partner at various real estate investment and real estate development companies; Management Board member of Oskar Vogl Privatstiftung, Graz

Klaus Rabel	
Member of the Supervisory Board since April 29, 2020 born 1961	Auditor and tax consultant, University Professor of Corporate Valuation and Value-Oriented Management at the Institute of Corporate Accounting and Taxation of the Karl-Franzens-University, Graz; Chairman of the Expert Committee for Business Valuation of the Chamber of Tax Consultants and Certified Public Accountants, Vienna; Member of the Europe MSR Board of the International Valuation Standards Council (IVSC), London; Management Board member of Austrian family trusts

Delegated to the Supervisory Board by the works council:

Andreas Hemmer	
Member of the Supervisory Board since October 20, 2009 born 1968	Employee representative

Gerhard Novotny	
Member of the Supervisory Board since May 10, 1995 born 1963	Employee representative

With their diverse professional backgrounds, the members of the Supervisory Board bring a wide range of experience in the field of sustainability to their role and continuously expand and update their expertise in this area.

Independence of the Supervisory Board members

In determining the criteria for assessing the independence of its members, the Supervisory Board follows the guidelines set out in Appendix 1 of the Austrian Code of Corporate Governance. All members of the Supervisory Board (100 %) have declared their independence in accordance with these criteria. This therefore also applies to the committees of the Supervisory Board.

Members of the Management Board:

Peter Oswald	
Chairman, CEO Member of the Management Board since April 1, 2020 appointed until May 31, 2029 born 1962	Strategic and profit-responsible management of the entire Group and in particular the areas: • Group strategy • Group organisation • Human resources of the Group and Board of the subsidiaries • External and internal communication and Investor Relations • Communication with the Presidium and the Supervisory Board members • Sustainability including occupational safety • Determination of representatives at associations • Primary profit responsibility for the Pharma & Healthcare Packaging division (including sales and marketing, production, innovation and product development) • Primary profit responsibility for the Board & Paper division (including sales and marketing, production, innovation and product development)

Roman Billiani	
Member of the Management Board since May 1, 2024 appointed until April 30, 2027 born 1974	• Primary profit responsibility for the Food & Premium Packaging division (including sales and marketing, production, innovation and product development) • Information management (IT) • Procurement (including energy) • Marketing

Franz Hiesinger	
CFO Member of the Management Board since October 1, 2017 appointed until September 30, 2025 born 1965	• Finance and all financing matters • Group reporting and accounting as well as controlling • Merger and acquisition matters • Risk management, insurances • Legal and tax matters including compliance • Internal audit • Information security

The expertise of the Supervisory Board and Management Board in the area of product sustainability and the circular economy is ensured by their many years of relevant industry experience. The Management Board and Supervisory Board therefore have the necessary expertise in the MM Group's products and the geographical regions in which the Company operates. Expertise in the context of social sustainability is ensured by experience in managing large companies. As the MM Group has reported annually on its non-financial matters since the financial year 2020, the Supervisory Board and Management Board also have several years of experience in this context. With regard to current legal developments concerning sustainability reporting, the Management Board was informed in regular meetings with the Group Sustainability & Safety department and the Supervisory Board was also informed of these changes by internal and external experts as part of the reporting process. As a result, the Supervisory Board and Management Board have the relevant expertise to assess and strategically implement the impacts, opportunities and risks identified in the materiality analysis.

ESRS 2 GOV-2

Through regular meetings (at least once a month) with the Group Sustainability & Safety department, the Management Board is informed about developments in the area of sustainability-related impacts, risks and opportunities. Topics include legal requirements, such as the EU Deforestation Regulation (EUDR), the Green Claims Directive or the European Packaging and Packaging Waste Regulation (PPWR), life cycle analyses of our products, the development of the carbon footprint of individual plants and the Group as a whole, as well as associated measures relating to impacts, risks and opportunities, which allows for the defined guidelines to be reviewed effectively. In addition, the Management Board is regularly informed by procurement departments on topics such as wood and energy purchasing. The Human Resources (HR) department informs the Management Board about social issues. When developing and implementing the business strategy, the Management Board takes into account sustainability aspects and the associated positive and negative impacts, opportunities and risks with regard to the environment, social issues and corporate governance. Trade-offs are considered on a case-by-case basis. For example, the Group Sustainability & Safety department is involved in the approval of CapEx projects if they are related to the defined impacts, risks and opportunities.

A key focus of the Supervisory Board's activities in 2024 was again to support the Management Board in the development of strategy and the implementation of forward-looking optimisation measures and long-term investment projects. These are primarily aimed at further increasing the efficiency and flexibility of the market and consistently increasing the share of renewable energy as one of the key elements of the sustainability strategy.

In view of the increasing integration of the financial and sustainability agendas, the responsibilities of the Audit Committee have been expanded to include the relevant sustainability competencies. The Audit and Sustainability Committee held two meetings in 2024. The focus was on the 2024 consolidated and individual financial statements, including the consolidated non-financial statements pursuant to Section 267a of the Austrian Commercial Code (UGB) and the consolidated sustainability statement, as well as their audit. In addition, the scope of non-audit services to be provided by the auditor and the key audit matters were determined. The quality of the Committee's work is ensured by its many years of experience and expertise in the areas of finance, accounting and reporting, as well as its in-depth review of non-financial matters.

The Management Board is informed on a regular basis about the impacts, opportunities and risks in the area of sustainability. In addition, monthly progress reports on energy and emissions are submitted to the Management Board and the Supervisory Board. A steering committee has been set up to incorporate sustainability even more firmly in all relevant business areas. Management and implementation are measured and monitored using appropriate targets. Targets are developed by the relevant departments, with the Group Sustainability & Safety department playing an advisory role. The defined targets are then submitted to the Management Board. New goals and guidelines, as well as any changes made by Group Sustainability & Safety, are approved by the Management Board. The CEO is overall responsible for sustainability issues.

Sustainability-related remuneration

We fulfill the requirements of § 78 c and § 98 a of the AktG by providing a comprehensive overview of the compensation granted and owed to the members of the Management Board and Supervisory Board in the annually published compensation report. The development of the Company is taken into account in the structure of the annual variable remuneration Sustainability-related performance indicators account for 8 % of the total bonus for the Chairman of the Management Board and 6 % of the total bonus for the Chief Financial Officer. For all members of the Management Board, the reduction in occupational accidents compared to the previous year is included in the variable remuneration and the reduction in CO_2 emissions per ton of cartonboard compared to the previous year is part of the variable remuneration of CEO Peter Oswald and Roman Billiani, member of the Management Board. The targets for the Management Board are set by ESRS 2 GOV-3 the Committee for Management Board Issues. When changing non-financial targets compared to the previous year, acquisitions are not considered in the year of acquisition and the following year. If companies are sold, the corresponding figures for the previous year must be adjusted so that these companies are also not considered for the previous year either. The members of the Supervisory Board receive basic remuneration and attendance fees for their activities which are not linked to sustainability indicators. This information can be found in the annually published remuneration report.

In addition, non-financial targets have been implemented in the personal bonus of all managing directors/senior managers in the plants, all managers with leadership responsibility at the corporate headquarters and all sales heads/sales employees across the Group. The bonus-relevant sustainability targets correspond to 10 % of the total bonus of the functions mentioned and consist of 5 % safety and 5 % decarbonisation targets. All other employees at HQ have a 10% safety target. The safety target is based on lost time injury rate, and near miss rate. The decarbonisation target includes the reduction of specific greenhouse gas emissions (Scope 1 and 2). The sustainability-related targets are approved annually by the Management Board and adjusted if necessary.

ESRS 2 GOV-4

Core elements of due diligence	**Paragraphs in the sustainability declaration**
a) Integration of due diligence into governance, strategy and business model	Strategy, business model and value chain (page 111) Processes for assessing materiality (page 113)
b) Involvement of affected stakeholders in all key due diligence steps	Stakeholders and their involvement (page 118)
c) Identification and assessment of negative impacts	Processes for assessing materiality (page 113)
d) Measures to counter these negative effects	Processes for assessing materiality (page 113) Social topics (S1 - S4) (page 154)
e) Tracking the effectiveness of these efforts and communication	Social topics (S1 - S4) (page 154) Governance (page 173)

ESRS 2 GOV-5

The Group has established a comprehensive risk management and internal control system (ICS) to ensure the reliability and transparency of our sustainability reporting. This system includes standardised reporting processes, a clear allocation of responsibilities and regular reviews by the sustainability team. Software is also used to consistently record and evaluate sustainability data

Group risks are identified and assessed using a systematic approach that is described in the Management Report (page 92) and considers the likelihood of occurrence and potential impact. The risk relating to ensuring an appropriate ICS and risk management system with regard to non-financial reporting is considered and assessed as one of the material Group risks. Accordingly, the risk definition, risk assessment and the measures currently in place in relation to the internal control system for sustainability reporting are recorded annually and documented in the Group-wide risk report.

An appropriate ICS ensures the completeness, reliability and traceability of non-financial information as well as compliance with legal, contractual and internal regulations. There is a risk for the Group that non-financial matters are recorded and processed incorrectly, incompletely, inconsistently, not at all and/or not in a timely manner due to a missing or inadequate ICS and that non-financial reporting or corporate decisions are therefore based on incorrect information. In addition, non-compliance with regulatory requirements regarding the preparation and publication of non-financial information can lead to sanctions and damage the Group's reputation. The Company implements the following measures to ensure the completeness, reliability and traceability of non-financial information and to minimise regulatory risks:

- Monitoring and transparency: collection and regular monitoring of non-financial key figures, supported by a data management system, with individual training for all users. An integrated logbook allows to track changes.
- Standardisation and documentation: uniform Group-wide standards for data collection and reporting, supplemented by a detailed process description manual.
- Verification and control mechanisms: application of the dual control principle, clear separation of responsibilities (data collection versus verification and approval) and monthly plausibility checks of the recorded data.
- External and internal audits: Audits by the internal audit department. In addition, certification of selected sites in accordance with EMAS, ISO 14001 (environment) and ISO 50001 (energy).
- Regulatory compliance: ongoing monitoring of new legal requirements and close coordination with external experts to ensure compliance with regulatory requirements, including targeted preparation for enforcement proceedings.

These measures reduce the risk of incorrect, incomplete or delayed reporting and ensure a reliable basis for corporate decisions and compliance with legal regulations.

The results of risk management are systematically incorporated into the data collection and reporting processes. Appropriate security measures are developed and implemented in accordance with the risk assessment.

Internal and external review mechanisms, such as regular internal audits, as well as the ongoing exchange with consulting experts serve to identify potential improvements. They contribute to the ongoing development of the internal control system and thus continuously optimise the quality of reporting.

The results of the Group-wide risk assessment and the security and control measures in place are regularly reported to the Management Board and Supervisory Board. This is done in the form of an annual risk report and, if necessary, ad hoc reporting in the event of significant events. Sustainability reporting is also carried out in close consultation with the Management Board and culminates in the annual sustainability statement.

Strategy, business model and value chain

MM is a leading global supplier of consumer goods packaging. The Group offers packaging solutions made of cartonboard and folding cartons with an attractive range of kraft papers, uncoated fine papers, leaflets and labels. A detailed description of our products, markets and customers can be found in the management report on page 69 (this information covers ESRS 2, SBM-1). Sustainability issues are also reflected in the corporate strategy. Further details on ESRS 2.40 (g) can be found in the management report on page 69. ESRS 2 SBM-1

Building on the materiality analysis, we adapted sustainability-related risks even more closely to the existing risk management system and integrated them into it in 2024 (see the section on Risk management on page 92 of the management report). ESRS 2 GOV-5

Targets

ESRS 2 SBM-1 In connection with the business strategy and the identified sustainability-related impacts, opportunities and risks, we have defined overarching goals that document progress in relation to the key topics. In the environmental area, these cover the core topics of decarbonisation, water efficiency, biodiversity and waste avoidance. They are to be understood as Group-wide goals and include our plants and our global supply chain. Firstly, this will reduce the MM Group's direct impact on the environment and, secondly, it will reduce the environmental footprint of our products and make the use of resources more efficient, thus helping our customers to achieve their decarbonisation targets. With regard to social issues, a strategic focus is placed on promoting occupational safety and avoiding accidents, as well as on continuously expanding the inclusion of suppliers with regard to social (and ecological) issues. The ecological and social goals are in line with the corporate strategy, which is confirmed, among other things, by the fact that decarbonisation and occupational safety are part of the MM Group's remuneration policy. In addition, the MM Group officially commits to a decarbonisation strategy that is in line with the Paris Agreement.

Production-related targets have a direct impact on the environmental performance indicators of our products and affect all customer groups. The most important targets are listed in the table below. The chapters on the individual topics contain further targets.

Sustainability targets

ESRS Topic	Target	Development in 2024	UN sustainable development goals
E1	Reduce absolute scope 1 and 2 greenhouse gas (GHG) emissions by 50.4 % by 2031 and 100 % by 2050 vs. 2019	Reduction of Scope 1 and Scope 2 emissions by 35 % compared to 2023 and 54 % compared to 2019	SDG 7 SDG 13
E1	Reduce scope 3 GHG emissions by 58.1 % per € value added by 2031 and 90 % by 2050 vs. 2019	Reduction of Scope 3 emissions by 37 % compared to 2023 and 52 % compared to 2019	SDG 13
E3	Improve water efficiency by 35 % by 2030 vs. 2019 (only valid for the Board & Paper Division)	Increase in water efficiency by 30 % compared to 2019, resulting in an increase in the target to 35 %	SDG 6
E4	Assess biodiversity at MM plants and key wood-supplier locations by 2028	Biodiversity analyses carried out for MM plants	SDG 15
E5	Reduce waste to landfill to <10kt by 2030 and zero waste to landfill by 2050	Reduction of 16 % compared to 2023 and 31 % compared to 2019	SDG 12
S1	Reduce annual lost time accident rate ($LTAR_{(200)}$)	Reduction of 20 % compared to 2023	SDG 8
G1	Ensure all our key suppliers commit to the MM Supplier Code of Conduct by 2030	New target	SDG 8 SDG 12

Processes for assessing the materiality of sustainability topics (materiality analysis)

In the financial year 2024, the MM Group conducted a double materiality analysis. This means that both the impacts of the value chain and the MM Group's own business activities on third parties and the environment were considered, as well as the financial impacts on the MM Group (risks and opportunities). In general, two processes were carried out for inside-out and outside-in materiality and the results were consolidated at a later stage in a review process. ESRS 2 IRO-1

To take detailed expert knowledge and a more holistic, but therefore also higher level into account, the process was structured using a bottom-up approach. Starting from a broad basis for defining impacts, risks and opportunities (IROs), expert groups were put together in workshops. The resulting IROs were then evaluated by internal expert groups in terms of their materiality. The review process used to consolidate these results consisted of a review by the management C-suite, feedback from external stakeholders, and finally feedback from the Management Board.

At the beginning of the process, a first round of 21 workshops was held in which 222 IROs (129 impacts, 93 risks and opportunities) were initially defined. An expert group was defined for each ESRS topic and a workshop was held to define IROs. The basis for these workshops was a series of ESRS sub-topics and sub-sub-topics based on which IROs were discussed and defined. An initial longlist of IROs was drawn up on the basis of these workshops. Based on this longlist, impact assessment questionnaires and risk and opportunity assessment templates for the respective ESRS topics were created together with the expert groups. As part of this step, some of the impacts from the longlist were already combined into one impact, as they were very similar in their definition or their resulting impact. This step reduced the initial 129 impacts to 75 impacts to be assessed in the questionnaires. These questionnaires were then sent to around 220 internal stakeholders, 181 of whom took part in the survey. The templates for the risk and opportunity assessments were handed over to the expert groups and risk owners. The result was a shortlist of rated IROs, which formed the basis for the review process in which management (Divisional CEOs and CFOs, Group Sustainability Functions) and external stakeholders were able to provide their input on the results and share their views on the topics. The review process was conducted in the form of workshops for internal stakeholders and digital questionnaires were created for external stakeholders to answer.

In order for the results to be incorporated into internal risk management, this process was closely linked and coordinated with the internal risk management reporting procedures. Therefore, the Risk Management department took part in the materiality analysis in all workshops on risks and opportunities, together with the assessment of risks and opportunities. An Excel template was developed for the expert groups. In this template, the risk managers and their teams were able to present their assumptions and calculations for the financial materiality of the defined risks and opportunities.

Assessment of impacts, risks and opportunities

The responses to the questionnaires were collected and the responses to all ESRS topics were consolidated. For each impact, the average values for the responses of all parameters were calculated. The result is an average value of each parameter for each impact assessed.

Based on these values, a materiality score was calculated for each potential impact. For positive impacts the materiality score is defined as $(S_a + S_o) \times P$ and for negative impacts as $(S_a + S_o + I) \times P$ with S_a being the average Scale, S_o the average Scope, I the average irremediability and P the average probability of the impact. In the case of potential negative human rights impacts the severity parameters S_a, S_o and I were not multiplied with P to align calculations with ESRS 1 paragraph 45 and giving precedence to the severity, adapting the calculation to $S_a + S_o + I + P$, hence only adding up all parameters. For actual impacts the materiality score was calculated using $S_a + S_o + I$ or $S_a + S_o$ for negative or positive impacts, respectively.

To assess risks and opportunities, we used the same key figures that are also used in the internal risk management process:

Each risk area is assigned to one of the following four classes as part of the assessment dimension of potential loss:

Low	Amount of loss ≤ 10 % of the average operating result of the Group for the last two years
Medium	Loss amount > 10 % and ≤ 50 % of the average operating result of the Group for the last two years
Serious	Loss amount > 50 % of the average operating result of the Group over the last two years and < 50 % of the average equity over the last two years
Existence-threatening	Loss amount ≥ 50 % of the average equity of the last two years

For the assessment dimension of probability of occurrence, each risk area is assigned to one of the following four probability classes:

Unlikely	> 1 to ≤ 10 %
Possible	> 10 to ≤ 20 %
Probably	> 20 to ≤ 50 %
Very likely	> 50 to ≤ 100 %

After rating these two parameters, a 1-dimensional materiality score was calculated using *D×P* and *F×P* for risks and chances respectively, with *D* being the potential financial damage, *P* being the financial potential and *P* the probability. In a next step, these results were transferred into the materiality scale of one to five using a similar approach as with the impact materiality.

When conducting the materiality analysis, it became clear that some impacts, when analysed as part of an impact chain, also lead to financial risks and opportunities further down the impact chain. For this reason, the defined impacts were also considered in the workshops on financial materiality as a basis for further work, which does not mean that only risks and opportunities resulting from the impacts were taken into account.

In general, the process was structured in such a way that internal expertise and knowledge were primarily applied to the ESRS topics in order to promote the integration of the topics in the various areas of the MM Group. Additionally, external sources were utilised for topics that could not be comprehensively assessed by internal expert groups. These external sources included workshops with external experts and tools such as the WWF Biodiversity Risk Filter or the Sector Guidance for Forestry, Pulp, and Paper of the Task Force on Nature-related Financial Disclosures (TNFD).

The definition and evaluation of IROs was carried out for the entire value chain of the MM Group. This involved documenting where in the value chain the IROs are located. In addition, the topics "S1 Own workforce" and "S2 Workers in the value chain" as well as "S3 Affected communities" focused on geographical regions and/or stages of the value chain.

The assessment of impacts was carried out in accordance with ESRS 1 Chapter 3.4 "Impact materiality" and the assessment of financial materiality in accordance with ESRS 1 Chapter 3.5 "Financial materiality". The results of the IROs were scaled on a scale of 1 to 5 for better comparability. The quantitative threshold for the materiality of IROs was defined as a range on the scale from 2 to 3. The threshold was defined as a range to create the possibility of discussing topics that were on the verge of materiality in greater depth internally and to be able to make an assessment at the end through an additional qualitative evaluation.

Further quantitative analyses in the area of environment for the definition and evaluation of IROs
The analyses in the area of environmental topics are generally structured according to the “LEAP” approach of the TNFD framework, which is also mentioned in the ESRS topic standards. This means that the process can be divided into four phases: locate, evaluate, assess and prepare. These four phases also give the “LEAP” approach its name. In practice, this means that in the first phase of the process, the MM Group's value chain was compared with the respective topics and interfaces with the topics were localised. In the second phase, the points of contact found are then further defined and effects and dependencies defined. The impacts and dependencies can then be prioritised using the materiality analysis in order to be able to proceed efficiently in step three, the assessment of the resulting risks and opportunities. In the last phase, the findings and quantitative analyses are processed and integrated into internal risk management or made available to decision-makers for future strategic decisions. The quantitative analyses supplement the qualitative analyses of the materiality analysis and are incorporated primarily into the evaluation of actual impacts.

Climate change
To create a basis for our internal climate-related risk and resilience analysis, which is based on the current scientific consensus on climate change, the first step was to discuss and analyse the effects of climate change on ecosystems with the help of experts from the scientific community (interviews or workshops). In addition to the results from the stakeholder workshops and surveys, quantitative analyses were also incorporated into the materiality analysis. For example, the greenhouse gas emissions of the MM Group and how these change over time were evaluated (see also “E1 Metrics” for details on the survey). For future projections of greenhouse gas emissions, the analysis is based on the transition plan and the values shown there-in. The analysis follows the TCFD and TNFD framework to best integrate climate and nature related dependencies, impacts, risks and opportunities (DIROs) into existing structures. RCP and SSP scenarios were used to assess physical and transition risks associated with climate change. RCP8.5/SSP5-8.5 were the most relevant scenarios for physical risks and RCP2.6/SSP1-2.6 for transition risks for the time horizons considered. These scenarios were prioritised for the scenario analysis, because they each represent a worst-case scenario for physical and transitory risks, respectively. In a business-as-usual scenario, such as SSP5-8.5, the MM Group will not be overly affected by transitional risks in the form of new or adapted policies for climate change mitigation. However, physical risks will play a significant role in the medium to long term in such a scenario due to the rapid pace of climate change.

In accordance with ESRS 1 paragraph 77, the time horizons considered are defined by the reporting period as short-term, one to five years for medium-term and more than five years for long-term considerations. The time horizons are therefore also aligned with the period for financial reporting and medium and long-term business planning. The results of the risk analysis were subsequently applied in an analysis of the business activities of the MM Group. (See details on the resilience analysis and results in the respective topic areas).

Environmental pollution

For the quantitative analyses on the topic of environmental pollution, data on emissions and pollutants at the MM Group's sites were collected to supplement the qualitative interviews with experts from production sites. A data management software for environmental data is used to collect the data. Only data from our own sites are included in the quantitative analysis. Qualitative assessments were carried out for sites in the upstream and downstream supply chain. We interviewed internal stakeholders at selected sites regarding the impacts on potentially affected communities.

Water and marine resources

The qualitative analyses of IROs in the area of water use were supplemented by quantitative analyses. Water withdrawal, consumption and discharge are continuously recorded at the production sites and then consolidated. Based on this data, an analysis of water scarcity was carried out by external experts. Only data from our own sites is included in the quantitative analysis. Qualitative assessments were carried out for sites in the upstream and downstream supply chain. No affected communities were identified, as the analyses did not show any negative impacts here.

Biodiversity and ecosystems

In order to analyse the impact of the MM Group's production sites on biodiversity, a "Species Area Relationship Model" (SARM) was applied to evaluate land use. With a SARM, it is possible to estimate the potential biodiversity loss due to land use. However, during the impact localisation phase, it was determined that the most relevant influences and dependencies are part of the upstream wood value chain. Therefore, special attention was paid to the associated activities. To assess impacts and dependencies, impact chains were developed in which, based on an input factor, the resulting changes in ecosystems and their reactions to those changes are analysed. In the financial year 2024, the process of implementing a software solution for the quantitative measurement of impacts on ecosystems and biodiversity was also started. This will provide an improved data basis in the future. Affected communities were not involved in the analyses at this point in time.

The MM Group has also conducted an analysis of the proximity of its own sites to protected areas and examined whether these areas are affected by the activities carried out at the sites. Although nine sites are located in or near protected areas, it has been determined that there are no significant negative impacts on these areas and the respective protected species as a result of the activities carried out by the MM Group. Of the nine sites, seven sites with a total area of 29 ha are located in the vicinity of nature reserves and two sites with a total area of 9.7 ha are located in nature reserves. In some cases, analyses were carried out by external bodies on site to verify our internal assumptions and analyses.

Circular economy
The definition and analysis of IROs in relation to the circular economy are based on data on material flows in and out of the MM Group's production processes. Only data from our own sites are included in the quantitative analysis. Qualitative assessments were carried out for sites in the upstream and downstream supply chain. Affected communities are not currently included in the analyses.

Governance
The MM Group is committed to compliance with competitors, business partners and other market participants in all countries in which the MM Group operates. Compliance (all measures to ensure adherence to laws, rules of conduct and other standards) is a central management task of the Management Board in the Group, for which the CFO (Chief Financial Officer) is particularly responsible.

For this purpose, the Compliance department was set up as part of the MM Group's legal department. The Compliance department coordinates the development of compliance management systems with the CFO. In addition, the compliance department regularly carries out efficiency checks of the compliance management systems using a risk-based approach. The internal audit department performs risk-oriented audits of compliance with internal guidelines and requirements (Group Organisational Guidelines), with a focus on operational processes. It reports to the Management Board and is authorised to communicate directly with the audit committee.

The material topics (impacts, risks, and opportunities) in the area of governance were determined as part of a double materiality analysis, in which the MM Group functions Legal, Internal Audit, Investor Relations, Group Sustainability & Safety were involved. Additionally, the Group Accounting and Receivables Management functions were involved to analyse business relationships with suppliers and, in particular, the payment practices of the MM Group.

In addition, quantitative and qualitative information from the internal risk management processes and from the tax and legal department at Group level were taken into account. Based on the Rule of Law Index, geographical regions where there is an increased risk of violations in the area of governance were prioritised. The Rule of Law Index is compiled by the non-governmental organisation “World Justice Project” and provides information on the rule of law in the countries included in it.

Stakeholders and their involvement

ESRS 2 SBM-2

External stakeholders	Interests and views in relation to the strategy of the MM Group
Suppliers	The MM Group's suppliers have an interest in the Company dealing with them fairly and transparently and offering them appropriate payment for their products and services. They also expect reliable cooperation and clear communication to make their business relationships with the MM Group successful.
Customers	Customers of the MM Group have an interest in receiving high-quality products and services that meet their needs and expectations. They also expect excellent customer service and clear communication to make their business relationships with the MM Group successful.
Industry associations	The industry associations have an interest in the MM Group representing the interests and concerns of the industry and adhering to the applicable industry standards. They also expect close cooperation and clear communication to successfully represent the interests of the industry.
Public bodies	In this context, public bodies include government organisations and NGOs. They have an interest in ensuring that the MM Group complies with applicable laws and regulations and makes a positive contribution to society. They also expect close cooperation and clear communication to ensure that the MM Group's business practices comply with applicable laws and regulations and make a positive contribution to society.
Residents	Local residents at MM Group production sites and those within our supply chain have an interest in ensuring that the respective activities do not have a negative impact on the environment and affected communities and that their concerns are taken into account through cooperation and active participation in local initiatives..
Shareholders	The shareholders have an interest in the MM Group shaping its business practices in such a way that they correspond to the interests of the shareholders and make a positive contribution to value creation.

As already mentioned, both internal and external stakeholders were involved in the evaluation and discussion of the material topics for the MM Group. The external stakeholders can be divided into six groups. The internal stakeholders represent another stakeholder group. The external stakeholders can be categorised as suppliers, customers, industry associations, public authorities, neighbours, and shareholders. Internal stakeholders were involved in workshops and questionnaires to develop the key topics, while external stakeholders were presented with the results of the internal process and were able to share their assessments of the results and topics in a questionnaire. Involving external stakeholders in the materiality analysis process allows us to refine the results by diversifying perspectives and to gain a better understanding of material topics and how they affect individual stakeholders. Feedback from external stakeholders regarding the internal assessments of the material topics was incorporated into the decision-making process on the materiality of topics that, based on their assessment, fell within the range of the defined materiality threshold in the management review step. This enabled management to decide which topics were considered material based on both internal and external perspectives. By integrating the results of the materiality analysis into the internal risk management and the management review and approval processes, the material topics and thus also the perspectives of stakeholders are actively incorporated into all relevant corporate structures.

Communication with our own employees plays an important role in defining the vision of MM for all employees. Communication with employees takes place at several levels, including a European Works Council, joint discussions at country level and site-specific engagement. The measures were defined in workshops and supported, for example, by local or business-specific workshops and surveys. The European Works Council meets at least twice a year with the aim of promoting the internal flow of information within the Company and contacts between the Group's HR team in Vienna and the employees. The forum discusses issues related to the Company's global operations that are of importance to employees. The Works Council is not there to discuss matters that are regulated by national or local collective agreements. This year, a new agreement was negotiated and signed with the European Works Council for Packaging, which supports the continuous improvement of MM's commitment to its employees. MM's employees have the right to join a trade union or a works council or not.

Depending on the type of cooperation, dialogue with the employees in the value chain takes place either directly with the employees or via suitable representatives. The managing directors of each plant are responsible for ensuring that the views of employees in the value chain are taken into account when decisions are made. In addition, the MM Group plans to develop a harmonised, Group-wide process for dialogue with suppliers by 2025, which will further incorporate the perspective of employees in the value chain and help to ensure to protect their labour and human rights. This approach ensures that our suppliers adhere to the same standards and that employees in the value chain are treated fairly. Potential negative impacts are attributable to individual events. There are no known systemic or industry-specific negative impacts.

At the local level, there are various ways of engaging with affected communities. The managing directors of our plants are in close contact with local authorities on issues that affect people living near our production sites (e.g. increased traffic or noise pollution). However, this commitment can also take place on a very direct level by inviting local communities to visit the plants, for example during open house days. In the future, the interests of the affected communities will be systematically analysed and given greater consideration in the development of future measures in order to protect their civil and human rights and thus incorporate their perspectives into the MM Group's strategy.

We communicate with consumers and end users through our customers. Through direct customer appointments, we receive feedback on our products and develop innovative packaging solutions together with our customers that meet the needs of consumers. This influences the further development of our products and thus also the business strategy of the MM Group. Responsibility for safeguarding the human rights of consumers lies with our customers, although we support them through our processes. In general, it can be said that the strategy and business activities of the MM Group are not directly influenced by the involvement of consumers.

Results of the materiality analysis

The results of the materiality analysis of the MM Group, which were confirmed by external stakeholders and the Management Board, show that all main topics of the ESRS are to be treated as material, whereby some individual sub-topics and sub-sub-topics are not considered material. ESRS 2 SBM-3

Overview of key topics and subtopics

The result of the materiality analysis indicates which topics and subtopics defined by the ESRS are considered material for the MM Group based on its activities. The following table summarises all material topics, including their main drivers and link to the business model, as well as their effective time horizons and localisation in the value chain.

ESRS 2 IRO-2

Material topic	Material sub-topic	Main drivers and connection to the business model (impact, risks and opportunities)	Time horizon	Localisation in the value chain
Climate change	Climate change mitigation	Greenhouse gas emissions contribute to climate change. Ongoing climate change leads to strategic and asset-related risks for the MM Group, which affect both infrastructure and the availability and prices of raw materials. One opportunity lies in the reduction of our greenhouse gas emissions and the reduction of associated costs through pricing systems.	short - long	own activities
	Climate change adaptation	To increase resilience to climate change, the MM Group is adapting to the changed conditions caused by climate change. Examples include flood protection at its own sites, but also adjustments to the procurement strategy for raw materials.	short - long	supply chain, own activities
	Energy	The production of cardboard and paper requires large amounts of energy. This creates risks relating to supply and costs through emissions trading systems. The substitution of gas by other energy sources is an opportunity for the MM Group to reduce transitory costs.	short - long	own activities
Environmental ,pollution	Pollution of air, water and soil	In addition to greenhouse gases, the MM Group's production processes generate other emissions that can have a negative impact on the quality of air, water and soil. If limit values are exceeded, there is a risk of penalties and reputational damage.	short - long	own activities
Water and marine resources	Water withdrawal, consumption and discharge	A considerable amount of water is required to produce cardboard and paper. A significant portion of this water is treated and subsequently returned to the river system. The MM Group's reliance on water poses a reputational risk.	medium – long	own activities
Biodiversity and ecosystems	Direct impact drivers of biodiversity loss	The MM Group is dependent on the availability of wood as a raw material. The conservation of biodiversity is therefore of particular importance. However, as the MM Group does not manage its own forests, the effects are mainly located in the supply chain. Prices and availability of wood assortments, which are interlinked with biodiversity, represent a risk for the MM Group. One opportunity is to act responsibly now in order to secure supplies in the future.	short - long	supply chain, whereby the wood supply chain is primarily affected
	Impacts on the state of species		short - long	
	Impacts and dependencies on ecosystem services		short – long	
Resource use and circular economy	Resources inflows including resource use	MM Group's specialisation in the production of recycled fibre-based board reduces the amount of virgin fibre required. The products are highly recyclable and thus contribute to a circular economy. Regulations in the packaging industry pose financial risks for the MM Group. The opportunity to substitute plastic with fiber-based products from the MM Group is particularly relevant both financially and economically.	short - long	own activities
	Resource outflows related to products and services		short - long	own activities
	Waste		short - long	own activities
Own workforce	Working conditions	The size of the MM Group and, consequently, the number of employees means that the MM Group has a significant influence on the well-being of many people. If the MM Group fails to meet applicable standards, there are risks of fines and reputational damage. High standards in practice are an opportunity to retain employees.	short - long	own activities
	Equal treatment and opportunities for all		short - long	own activities
	Other work-related rights		short - long	own activities
Workers in the value chain	Working conditions	Complex supply chains with a focus on Central Europe, but also relevant parts in countries with higher risks for employees. Incidents in the value chain can also have a negative impact on the MM Group, which represents a risk. Fair working conditions along the entire value chain are an opportunity for functioning business conditions and supply chains.	short – long	supply chain
	Equal treatment and opportunities for all		short - long	supply chain
	Other work-related rights		short – long	supply chain

Material topic	Material sub-topic	Main drivers and connection to the business model (impact, risks and opportunities)	Time horizon	Localisation in the value chain
Affected Communities	Communities' economic social and cultural rights	The MM Group has a significant impact on the communities in and around the major production sites as well as an indirect impact on the communities that are mainly affected by or dependent on the activities in the forest-related supply chain. In the event of negative impacts on affected communities, the MM Group would face financial and reputational risks. An open culture, especially with communities around operating sites, has a positive effect on employee attraction.	short - long	supply chain, own activities
	Communities' civil and political rights		short - long	supply chain, own activities
	Rights of indigenous peoples		short - long	supply chain
Consumers and end users	Information-related impacts for consumers and/or end-users	The MM Group's products offer its customers the opportunity to communicate information about packaged products to the end user. High-quality production is particularly relevant, as incorrect information could be communicated to end users in the event of errors.	short - long	downstream
	Personal safety of consumers and/or end users	Some MM Group products are used in direct contact with food and therefore require special care.	short - long	downstream
Business Conduct	Corporate culture	The MM Group's activities have an impact on people and society through their reach.	short - long	upstream, own activities, downstream
	Protection of whistleblowers	Whistleblowers must have the opportunity to report grievances to the MM Group. If our complaints channel, the MM Integrity Line, was not available to whistleblowers, this would lead to reputational risks.	short - long	upstream, own activities, downstream
	Management of relationships with suppliers	The management of relationships with suppliers can have a significant impact on the MM Group's suppliers. A good relationship with our suppliers is particularly important for a functioning supply chain in order to avoid the risk of supply bottlenecks.	short - long	upstream
	Corruption and bribery	The MM Group's activities have an impact on people and society through their reach. Violations in the area of corruption and bribery entail a significant reputational risk and fines.	short - long	own activities

The most relevant dependencies, effects, risks and opportunities for the MM Group

The business activities of the MM Group are energy and resource intensive. This directly results in the most relevant interfaces with the environment and nature. Due to the high energy consumption in the production of cartonboard and paper, which is covered primarily by fossil energy sources, CO_2 emissions are released that contribute to climate change. Progressive climate change can alter the fundamentals of the MM Group's business activities, which is why it is particularly important that the MM Group also takes measures to mitigate climate change. In addition to damage to infrastructure and facilities due to more frequent and more intense extreme weather events, the effects of climate change on ecosystems and biodiversity are the most material consequences of climate change for the MM Group. This correlation is particularly relevant due to the dependence on wood as a raw material and water for the production processes. In order to make the MM Group's strategy more resilient to climate change, ambitious targets have been set to reduce emissions. In addition to climate change, it is also important to ensure sustainable forest management in our supply chain to minimise or avoid impacts on biodiversity. The MM Group relies on certification systems such as FSC® or PEFC, which give priority to species protection. To enhance resilience against supply chain uncertainties such as price fluctuations or shortages of specific certified fibre and wood assortments, the MM Group continuously evaluates its procurement strategy and adapts it to evolving conditions.

In addition to the environmentally related IROs, the success of the MM Group depends above all on the availability of qualified personnel. The Group places a high value on employee satisfaction and good working relationships, as it considers this to be an essential basis for creating a productive, inclusive and innovative work environment. Not only is value placed on recruiting and promoting talent, but also on retaining it over the long term through targeted training measures and a healthy work-life balance.

Details on individual IROs and how they affect the strategy and business activities of the MM Group are explained in detail in the respective topics under the item "Description of impacts, risks and opportunities". The resilience of the MM Group to the IROs is also explained in the topics.

Sub-topics identified as not material
In the course of the materiality analysis, individual subtopics of the ESRS topics were identified as not material for the MM Group. In the environmental area, all subtopics of climate change, biodiversity and ecosystems, resource use and circular economy are considered material. In the topic of environmental pollution, the subtopics of pollution of living organisms and food resources, substances of concern and very high concern, and microplastics were not considered material, because the qualitative and quantitative analyses showed that the MM Group's business activities do not have a material impact in these areas. In the chapter "E3 Water and Marine Resources", the subtopic of marine resources and the associated sub-subtopics are not material, because the MM Group does not use or impact marine resources. In the social topics, the sub-topic of social inclusion in the topic of consumers and end users is not material, and the subtopics of animal welfare and political engagement and lobbying activities in the topic of corporate policy are not material.

6.2 Information on the EU Taxonomy

Achieving the goals of the European Green Deal, such as climate neutrality in Europe, can only succeed if cash flows increasingly flow into sustainable investments. To this end, the EU Commission has developed the Taxonomy Regulation, which will make sustainability financially measurable and comparable, leading to increased transparency with regard to sustainable activities. The environmental targets "climate protection" and "adaptation to climate change" were published in 2021, and four further environmental targets (on the circular economy, water, biodiversity and pollution) were published in 2023. As a listed Company, the MM Group is obliged to disclose its activities in accordance with the Taxonomy Regulation.

The MM Group has assessed the economic activities for the six environmental objectives published by the EU Commission in terms of their relevance to its own economic activities in terms of taxonomy capability and taxonomy conformity. In accordance with Delegated Regulation (EU) 2021/2178, the key performance indicators (KPIs) for revenue (revenue KPI), capital expenditure (CapEx KPI) and operating expenditure (OpEx KPI) were developed for 2024 and disclosed in this report. All relevant FAQs of the European Commission on the EU taxonomy were taken into account.

Taxonomy eligibility
An analysis showed that the MM Group's revenue-generating activities will not be reflected in the activity descriptions of the EU taxonomy in 2024 either (as was already the case in 2023). Thus, with the exception of activity CCM4.30, which does not represent the core business activity of the MM Group, the MM Group will not be able to report any revenue-generating taxonomy-eligible activities in 2024 either. For OpEx and CapEx KPIs, this means that only individual measures (category C) can be reported. For example, no CapEx and OpEx (categories A and B) for efficiency measures that make up a significant portion of the MM Group's total CapEx and OpEx can be reported as taxonomy-eligible for the reporting period. As a result, only a small proportion of CapEx and OpEx projects are taxonomy-eligible and taxonomy-aligned. The analysis of taxonomy eligibility included the project level across the Group and all capital expenditure projects with capitalisation in 2024, ensuring that reliable and accurate information is reported in the context of the EU

taxonomy. The projects were compared with the activities of the EU taxonomy and their definitions to check their eligibility. In this process, we worked in close consultation with the respective project managers and gathered information on the projects in terms of their significant contribution to climate protection. Since there were no investments related to adaptation plans in the reporting period, no investments are reported for the EU Taxonomy's 2024 climate change adaptation objective.

Compared to the financial year 2023, CE1.2 “Manufacture of electrical and electronic equipment” and CE2. 7 “Sorting and material recovery of non-hazardous waste” have been added for reporting on individual measures (CapEx C), and the CCM4.30 activity and the additional KPI tables required for it have been integrated into this report.

In the financial year 2024, individual measures were taken at the MM Group's locations to increase energy efficiency and expand renewable energy. Photovoltaic and solar thermal systems were installed at several MM Group locations to increase the share of renewable energy in production. The associated investments are reported in the CCM7.6 taxonomy activity. To promote the switch to electric mobility, charging stations for electric vehicles have been installed at several locations. Investments in this regard are reported in activity CCM7.4. Similar to 2023, activity CCM7.1 “Acquisition and ownership of buildings”, together with the capitalisations in the area of the vehicle fleet, represents a large proportion of the taxonomy-eligible CapEx. In order to save energy used in production processes, a switch to LED lighting of the highest two energy efficiency classes was implemented at some locations in 2023 and reported under the activity CCM7.3.

Taxonomy alignment

In order to check the taxonomy-eligible projects for alignment with the EU taxonomy, a confirmation of taxonomy alignment for the materials used was obtained from the manufacturers of the lighting products used in the projects shown in activity CCM7.3. For the projects reported in EU taxonomy activities CCM7.4 and 7.6, project-specific climate risk analyses were carried out. The climate risk analyses did not reveal any serious risks for the MM Group. Adaptation measures were developed for the respective minor risks identified. These were communicated to the responsible persons at the locations and will be further developed into adaptation plans in the future. During the reporting period, work was carried out on adaptation plans related to EU taxonomy activities, but none were completed. The goal is to have adaptation plans related to the EU taxonomy in place by 2025 in order to be able to report on activities related to the environmental goal of “adaptation to climate change”. Since there were no investments in connection with adaptation plans during the reporting period, no investments are reported for the EU taxonomy's “adaptation to climate change” objective for 2024. A taxonomy conformity check could not be successfully carried out for activity CE1.2 because the data basis at the device level is not granular enough to meet the technical evaluation criteria. For activity CCM4.30, the technical evaluation criteria were checked and found not to be met, which means that no taxonomy aligned share can be reported here. Since no taxonomy eligible activities could be determined for activity CE2.7, no check for taxonomy eligibility was carried out.

Minimum social safeguards
At the MM Group level, it was determined whether measures and guidelines are in place to ensure compliance with the minimum protection requirements. In analysing the requirements, the MM Group is guided by the information in the final report on minimum protection published by the EU Commission on October 11, 2022. The MM Group's principles of conduct are summarised in our MM Code of Conduct. They include the universal principles of the UN Global Compact, the OECD Guidelines for Multinational Enterprises, human rights including employee and consumer protection, anti-corruption, fair competition and taxation, and provide guidance for the responsible behaviour of our employees in order to comply with the ethical principles in the areas of legal compliance, human rights and labour standards everywhere in the Group.

KPI in relation to turnover (turnover KPI)
Due to the dynamic regulatory developments in the area of the EU taxonomy, the delegated acts and the relevant annexes were used to assess the KPI. The economic activities described therein are not consistent with the sales-related activities of the MM Group, as they do not include any activities that reflect the activities of the paper and board industry or the production of fibre-based packaging. However, combined heat and power plants, which are mainly fuelled by natural gas, are used to provide the energy required to produce cardboard and paper. Due to fluctuations in the energy required for production, there are occasional energy surpluses in the form of electricity and/or heat. These are fed into the electricity or district heating network, where available, to avoid losses. This results in minor turnovers, which are reported under activity 4.30 “High-efficiency cogeneration of heat and power/cooling with fossil gaseous fuels”. The total denominator of the sales revenues corresponds to the net sales revenues according to the consolidated profit and loss statement in the consolidated financial statements 2024, which amount to EUR 4,079.6 million for the financial year 2024. In contrast, the activity 4.30 has a turnover of EUR 6.6 million, which corresponds to a share of 0.16 % of the total turnover and is classified as taxonomy eligible. The check for taxonomy alignment showed that the technical evaluation criteria are not met, which is why no taxonomy-aligned turnover is reported.

KPI in relation to capital expenditure (CapEx KPI)
The basis for the KPI is provided by data from “Corporate Planning and Reporting” on all investment projects that led to an addition to fixed assets in the reporting period. The denominator of the KPI corresponds to the total of additions to fixed assets and additions to the scope of consolidation for property, plant and equipment and intangible assets in accordance with the tables “Development of property, plant and equipment 2024” and “Development of intangible assets including goodwill 2024” in the 2024 consolidated financial statements and amounts to EUR 239.6 million. As described in the chapter “Taxonomy eligibility” at the beginning, the CapEx KPI refers exclusively to Category C CapEx. There is currently no CapEx plan that provides for an extension of taxonomy eligibility or taxonomy compliance, which is why no Category B CapEx is shown either. The project data sets resulting from the preparation were then compared with the activities listed in Annex 1 to EU Regulation 2020/852 and checked for EU taxonomy eligibility, as explained in the chapter “Taxonomy Eligibility”. The numerator of the KPI is derived from this comparison, in which extensive information on the taxonomy-eligible projects was obtained in close cooperation with the production sites. A uniform, granular reporting structure for the investment projects avoids double counting and ensures that all projects relevant for the numerator are recorded. The taxonomy-eligible activities were checked for alignment with the EU taxonomy, as described in the chapter “Taxonomy alignment”.

Quantitative breakdown of the CapEx KPI at the level of economic activity (in thousands of EUR)

Activity	Additions to property, plant and equipment	Internally generated or acquired intangible assets	Rights of use	Total	Thereof through acquired business combinations	Thereof part of an investment plan
CE 1.2	3,317.05	0	0	**3,317.05**	0	0
CCM 4.30	5,861.78	0	0	**5,861.78**	0	0
CCM 6.5	1,692.76	0	32.92	**1,725.69**	0	0
CCM 6.6	2,588.06	0	0	**2,588.06**	0	0
CCM 6.14	245.20	0	0	**245.20**	0	0
CCM 7.3	342.37	0	0	**342.37**	0	0
CCM 7.4	27.88	0	0	**27.88**	0	0
CCM 7.6	986.91	0	0	**986.91**	0	0
CCM 7.7	6,243.09	0	0	**6,243.09**	0	0

With 97 % of all taxonomy-aligned activities, investments in renewable energy technologies represent the majority of these. The installation of charging stations for electric vehicles enables e-mobility and is therefore another relevant taxonomy-aligned activity. At the sites, LED lighting was renewed and/or installed in 2024 to save energy, resulting in a share of activity CCM 7.3 of 0.14 %. The taxonomy-aligned part of the metre consists entirely of additions to fixed assets. In the reporting period, 0.42 % is reported as taxonomy-aligned and 8.48 % as taxonomy-eligible capital expenditures, as shown in the table “EU taxonomy – CapEx KPI” (page 187) in the appendix of the consolidated non-financial report and the sustainability declaration. The low percentage is due to the fact that the MM Group's revenue-generating activities are not covered by the EU taxonomy in the reporting period and therefore only individual measures in the category CapEx C are shown here. Compared to the previous year, the share of taxonomy-eligible CapEx is larger because activities CE 1.2 and CCM 4.30 are also being reported for the first time in 2024. Investments in electronic devices account for 1.38 % of additions to fixed assets and investments in combined heat and power plants account for 2.45 %.

KPI in relation to operating expenses (OpEx KPI)

The basis for the KPI is provided by data from Corporate Planning and Reporting on operating expenses at the individual sites and on research and development expenses. The total of the accounts for operating expenses and research and development expenses represents the denominator of the KPI and amounts to EUR 114.6 million. To determine the numerator, Group Consolidation & Reporting requested information from all sites on operating expenses that could be assigned to relevant activities. The information from the operating sites was used to determine the numerator for this key figure. Double counting is avoided by directly comparing the information with the responsible persons at the locations. For taxonomy-eligible OpEx, an alignment check with the EU taxonomy was carried out by ensuring the avoidance of significant adverse impacts and by demonstrating minimum protection.

Quantitative breakdown of the counter of the OpEx KPI

	OpEx (in thousands of EUR)
R&D costs	-
Building refurbishment measures	11,978.66
Non-capitalised leasing contracts	-
Maintenance and repair	6,173.97
Total	18,152.64

In the reporting period, 15.84 % are reported as taxonomy-eligible OpEx. The majority is attributable to activity CCM7.7 and thus to the maintenance of buildings. 3.50 % of total OpEx were spent on vehicle maintenance (activities CCM6.5 and 6.6). The generally low share of taxonomy-eligible OpEx is due to the fact that the MM Group's revenue-related activities in the reporting period are not covered by the EU taxonomy and therefore only individual measures in the OpEx C category are shown here.

Double counting across different environmental objectives is excluded for all KPIs, as the individual activities are only counted under one environmental objective.

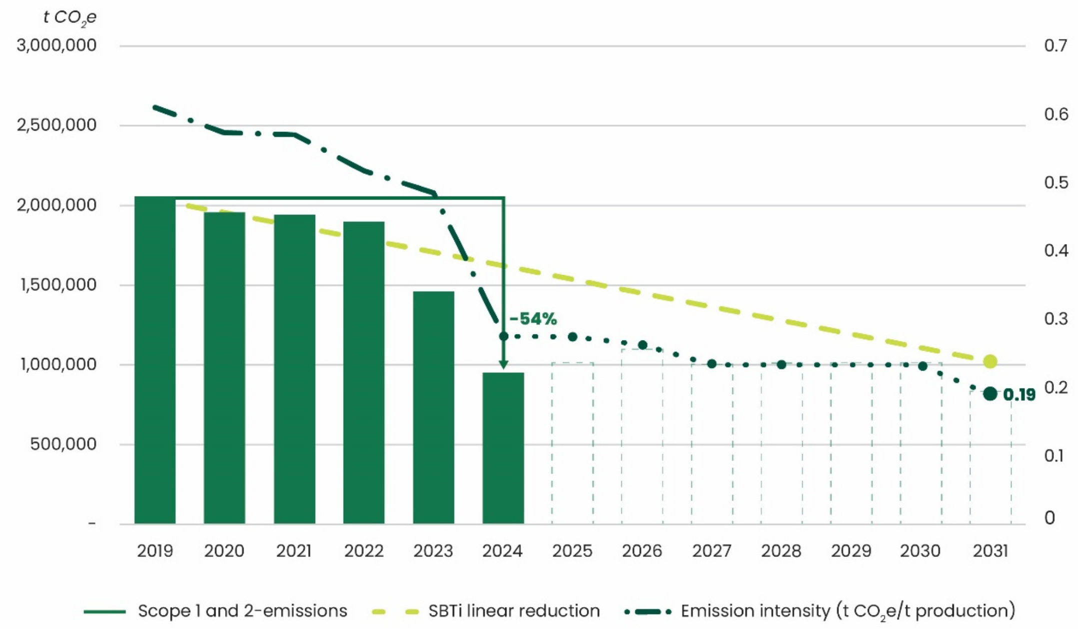
6.3 E1 Climate change

Management of impacts, risks and opportunities

Management approach
The production of cartonboard and pulp in the Board & Paper mills is energy-intensive, and also during the further processing at our packaging plants energy is required. Natural gas is predominantly used as the primary energy source in the MM Board & Paper mills. Most mills have their own power plants in which natural gas is used to generate steam and electricity as required for cartonboard and paper production and turbines are used to generate electricity from the high-pressure steam produced. Biofuels also play an important role in the Board & Paper division: 51 % of the primary energy sources used in the Board & Paper division are of renewable origin (e.g. biomass). In addition, electricity is purchased from energy supply companies. Other fossil fuels used in the mills are hard coal, heating oil, diesel and liquid gas. Electricity is the main source of energy in production at the packaging plants.

E1-1 The MM Group's decarbonisation strategy is in line with the 1.5 °C pathway of the Paris Agreement and has been approved by the Science Based Targets initiative, which means that Scope 1 and 2 emissions must be reduced by 50.4 % (1,037,077 t CO_2) and Scope 3 emissions by 58 % per value creation by 2031, based on a 2019 baseline. To ensure compatibility with the transition to a sustainable economy and the goal of limiting global warming to 1.5 °C, the following key decarbonisation levers and measures have been identified following business model adjustments: transitioning to renewable or low-carbon electricity across all production sites, increasing the share of renewable energy in Board & Paper mills, and sourcing raw materials with a reduced carbon footprint. The MM Group is not excluded from the EU's Paris benchmarks.

MM Transition Plan



The MM Group's emission reduction targets are gross targets, which means that offsetting, emission credits or avoided emissions are not included. The historical development of our Scope 1 and 2 emissions and the expected development based on the CO_2e reduction measures are shown graphically in the MM Transition Plan. In addition, there will be a further adjustment of CapEx and OpEx management to the criteria set out in Commission Delegated Regulation 2021/2139 (EU Taxonomy) in the future. As part of the "MM Sustainability Bonus 2024", all production sites have received energy or CO_2-related efficiency targets, had to carry out energy flow analyses and had developed project ideas to reduce Scope 1 and Scope 2 emissions.

The investments to implement our transition plan include energy efficiency measures, the switch to electricity from renewable and low-carbon sources and the continuous replacement of fossil fuels with biomass. In 2024, we invested EUR 3.3 million in the purchase of renewable electricity and EUR 9.3 million in energy efficiency projects. The replacement of fossil fuels is linked to the strategic investment in our Board & Paper mill in Kwidzyn. To achieve these targets, no significant OpEx investments are required. Locked-in emissions have been identified and taken into account as part of the transition plan. The investments in our natural gas power plants should also be mentioned in this context, as, on the one hand, the project led to a reduction in emissions, as this investment increased the efficiency of the power plant. On the other hand, emissions from fossil fuels are fixed, as a switch to green electricity is not possible unless the return on investment (ROI) is achieved. In 2024, around EUR 5.9 million were spent on investments related to natural gas (e.g. overhaul of turbines). Further information on investment plans related to climate change mitigation and adaptation can be found in the chapter on the "EU Taxonomy", page 122. The Transition Plan is aligned with MM's overall business strategy as it follows our Group-wide decarbonisation targets. The achievement of these targets and thus the implementation of the transition plan is closely linked to our CapEx management and is therefore part of the Company's financial planning.

This transition is being led by the Group Sustainability & Safety department, Energy Sourcing and Technology Board & Paper and approved by the Management Board and Supervisory Board.

In the reporting year, absolute Scope 1 and Scope 2 emissions were reduced by 54 % (2023: 35 %) compared to 2019. Specific Scope 1 and Scope 2 emissions were reduced by 34 % at the Group level in 2024 compared to 2023 (and 71 % compared to 2019).

Description of impacts, risks and opportunities

The analysed risks (process description in the chapter on ESRS 2) were applied to the business activities of the MM Group as part of a resilience analysis, and specific climate-related risks for the MM Group were defined. Specific risks refer to risks that have been defined on the basis of various climate hazards via impact chains in connection with our own activities and along the value chain. As part of the resilience analysis, common socio-economic pathway (SSP) scenarios were used, which are linked to the aforementioned RCP scenarios and the International Energy Agency's (IEA) adjusted net-zero emissions scenario (NZE), to examine future socio-economic scenarios. The use of SSP scenarios also allows us to analyse transition risks that arise from the paths that policymakers and society might choose to mitigate and/or adapt to climate change. Several critical assumptions have been made about how the transition to a lower-carbon and more resilient economy will directly or indirectly affect the MM Group's operations. The most important of these are changes in the supply and demand of renewable and fossil fuels, the increase in new regulations and growing consumer awareness of climate change. It is also important to understand that scenario-based resilience analysis is subject to a range of uncertainties. The confidence levels for future developments in society and the climate are taken from the IPCC's sixth synthesis report (AR6). The results of the resilience analysis show that climate change poses both physical and transition risks for the business activities of the MM Group, which either affect individual sites or are strategic risks that could affect a division or the entire Group.

The physical risks associated with flooding and water scarcity depend on the future development of precipitation patterns and types, which can be estimated by taking into account the RCP/SSP scenarios. However, the impact of the risks also depends on the structural adaptation of the infrastructure to the respective risks. For example, one physical risk arising from flooding is damage to infrastructure and production downtime in the event of the flooding of production facilities, which, depending on the geographical location, can be caused by heavy rainfall and/or rising sea levels. On the other hand, droughts can contribute to water scarcity. If water levels in the water bodies from which water is taken for the production of cartonboard and paper are too low, this may result in insufficient water being available for production. This can result in a reduction of production capacity, which in turn represents a specific risk for MM. It is therefore important to regularly monitor water levels and, if necessary, take measures to ensure the water supply to the plants. In addition to water as a raw material, cartonboard and paper production also relies heavily on wood as a raw material. Calamities, as described above on the basis of the impact chain, are becoming more frequent as climate change progresses. They contribute to a reduction in the certified quantities of wood in the European purchasing areas and can therefore lead to a reduction or interruption of production capacities due to a shortage of wood or wood-based raw materials. Increased indirect and/or direct operating costs due to emission certification schemes and due to increased raw material costs have been identified as significant temporary climate-related risks. As the MM Group operates in an energy-intensive sector, there is a risk of increasing energy and electricity costs due to the adjustment of CO_2 pricing mechanisms within the EU. Rising operating costs for other companies in the MM Group's supply chain could also lead to higher raw material costs. Another transitional risk is the unavailability of natural gas, which is also used in cartonboard and paper production. This could lead to costs for the conversion of energy supply from fossil fuels such as coal and gas to alternative energy sources. The MM Group's investments also reflect the adjustments associated with this risk. For example, we are planning investment projects at our site in Kwidzyn to reduce the emissions caused by energy generation and to lower the consumption of fossil energy sources. You can find a description of the ways in which our business model and strategy can be adapted to climate change in the “Actions and measures” chapter.

Policies

Overview of the environmental policies

The MM Group is committed to promoting environmental sustainability and a circular economy as an integral part of its business activities, including climate change, consumption of raw materials and responsible procurement practices. Publicly available frameworks and guidelines define our values and goals, including our own activities and our value chain, as we expect our suppliers to also maintain high sustainability standards. The MM Group has adopted the following policies to manage the significant impacts on workers in the value chain and the associated significant risks and opportunities: E1-2

- Environmental Policy
  - Includes fundamental commitments to environmental issues, international frameworks (e.g. Guiding Principles of the UN Global Compact) and compliance with land use rights along the supply chain
  - The main topics covered are:
    - Climate change, energy and decarbonisation
    - Use and conservation of forest-related raw materials and water
    - Environmental pollution in terms of waste water and exhaust air
    - Waste management
    - Engagement of the supply chain in the area of environmental sustainability
- Policy for Forests and Natural Ecosystems
  - Includes further commitments to responsible sourcing and use of natural raw materials
  - The main topics covered are:
    - Responsible procurement of forest-related raw materials
    - Responsible use of water as a resource
- MM Supplier Code of Conduct
  - Includes core requirements for our suppliers with regard to environmental and social sustainability.
  - Included focus topics for suppliers in the area of environmental sustainability are:
    - Reduction of GHG emissions
    - Resource efficiency and biodiversity
    - Transparency in the event of environmental violations
    - Data transparency and willingness to share data for the sake of sustainability

The MM Group's guidelines and policies cover environmental and social aspects. They ensure that our business activities comply with the following international standards and frameworks:

- UN Sustainable Development Goals
- Paris Climate Agreement
- The ten principles of the UN Global Compact

The mentioned policies and guidelines are publicly available on the MM Group website. Internal and external stakeholders were involved in defining the material content of the guidelines during the materiality assessment. The above-mentioned documents apply to all fully consolidated companies of the MM Group and include the Company's own operations and the value chain of MM, without any geographical exceptions. The guidelines are approved by the Management Board, and the Head of the Sustainability & Safety department is responsible for their organisational implementation in the Group.

Guidelines on climate change
In view of climate change, we are committed to reducing our CO_2e emissions in our own operations and our value chain, increasing the share of renewable/low-carbon electricity, improving energy efficiency and not investing in the expansion of fossil fuels or financing climate-damaging lobbying (see Environmental Policy and MM Supplier Code of Conduct). This relates to the significant impacts, risks and opportunities defined as material with regard to energy and climate protection and explicitly includes the areas of climate change mitigation, energy efficiency and the expansion of renewable energy. Adaptation to climate change is seen particularly in connection with the procurement of forest-related products. In this context, the goal is to achieve net-zero emissions by 2050, which is supported by targets for electricity from renewable energy sources and commitments to reduce energy consumption, as well as our internal carbon pricing system and the avoidance of investments in the expansion of fossil fuels (see Environmental Policy). Progress is continuously monitored by a monthly monitoring of energy consumption and associated Greenhouse Gas (GHG) emissions. The Management Board and Supervisory Board are informed of the developments on a monthly basis.

Actions and measures

E1-3 The reduction of energy-related CO_2e emissions is seen as a strategic issue with high priority, as all business activities of the MM Group are assigned to climate-intensive sectors. The reduction is due to decarbonisation measures in the area of energy efficiency, the switch to renewable and low-carbon electricity, the reduction of fossil fuel consumption and the replacement of fossil fuels by energy from renewable sources. In addition, we are focusing on reducing our Scope 3 emissions by working with our suppliers. All CO_2-related product information is transparently communicated to the downstream value chain to support our customers in achieving their decarbonisation targets. To achieve our decarbonisation targets, CapEx projects are necessary. OpEx expenditures are disclosed in connection with the purchase of renewable/low-carbon electricity.

Energy and climate change mitigation (own activities)

Energy efficiency

Our energy management is aimed at sustainably reducing energy consumption at our sites, increasing efficiency and procuring higher proportions of renewable energy and electricity. In this context, we are certified according to ISO 50001, EMAS and ISO 14001. The provisions of the ISO 50001 certification are applied primarily in the mills of the more energy-intensive MM Board & Paper division, but we also strive for comprehensive energy management at the sites of the packaging divisions. In order to further promote the replacement of fossil fuels as primary energy sources, the following projects were implemented or planned in 2024:

- Fit For Future (MM Kotkamills/MM Kwidzyn)
  - As part of our Fit For Future projects, we will implement various measures to increase energy efficiency and reduce CO_2e emissions at our MM Kwidzyn and MM Kotkamills mills. Significant projects for CO_2 reduction include, for example, the extension of the recovery boiler in Kwidzyn (2026)
- Frohnleiten 2025
  - This project focuses on the expansion of stock preparation. The aim is to make more efficient use of fibre raw materials and increase energy efficiency, as the more energy-intensive processing of virgin fibres can be replaced by recycled fibres (see also chapter "E5 Resource use and circular economy", page 148) (2025).
- New power plant at MM Neuss
  - The new power plant (start of operation in 2025) and the renewal of energy generation at our MM Neuss cartonboard mill will lead to more efficient energy generation, including the possibility of replacing natural gas with hydrogen in the long term.
- Ongoing efficiency measures
  - Energy efficiency is a by-product of a wide range of projects involving the replacement of old machinery, heating and cooling systems, and the renovation of buildings.

Renewable/low-carbon electricity

In 2024, the share of renewable and low-carbon electricity rose to 94 % (2019: 15.6 %; 2023: 25 %). In 2024, the MM Group operated ten photovoltaic systems and one solar power plant for the self-generation of renewable electricity. In order to further increase the share of renewable/low-carbon electricity, the following projects were implemented or planned in 2024:

- 47 production sites obtained 100 % of their electricity from renewable or low-carbon sources in 2024.
- 29 production sites were converted to renewable and/or low-carbon electricity in 2024.

Substitution/reduction of fossil fuels

Reducing our Scope 1 emissions is closely linked to replacing fossil fuels with biofuels (e.g. biomass). 51 % of the primary energy sources used in the Board & Paper division are from renewable sources. Another way to replace fossil fuels is to generate biogas as part of the wastewater treatment process by adding an anaerobic digestion stage. To further the replacement of fossil fuels as a primary energy source, the following projects were implemented or planned in 2024:

- At MM FollaCell and MM Gernsbach, the wastewater treatment plants (WWTP) were expanded to include an anaerobic stage in order to replace natural gas with biogas.
- Strategic investment projects are being developed to further reduce the consumption of fossil fuels at MM Kwidzyn.

In 2024, we have invested EUR 13 million in energy efficiency measures, renewable electricity and the substitution of fossil fuels (CapEx: EUR 9 million; OpEx: EUR 3 million).

We plan to make further investments of EUR 97 million over the next few years. By implementing the planned investment projects, we will reduce our Scope 1 emissions by approximately 189,100 t CO_2e. Based on the expenses in 2024, we can expect annual costs of EUR 3 million based on current price levels.

Further projects are currently being developed but are not yet included in any investment plan. For the coming years, we plan to further increase the share of purchased electricity from renewable energies or low-carbon sources. Contracts for the purchase of electricity from renewable energies or low-carbon sources generally run for several years and are therefore part of the total energy budget, which is treated confidentially. To avoid double counting, the investments in the wastewater treatment plants are included in chapter 'E2 – Environmental pollution' (page 139).

Internal CO_2 pricing

E1-8 With regard to emissions, there is a regulatory risk concerning the costs of emission certificates. The EU Emissions Trading System (EU ETS) is the central European climate protection instrument for reducing greenhouse gas emissions in the EU and a few non-EU countries, such as Norway. It covers the energy industry and selected energy-intensive industrial sectors such as the cartonboard and paper industry and thus also the six MM Board & Paper mills in the EU and the MM FollaCell mill in Norway. For the years 2021 up to and including 2025, the CO_2 certificates were allocated free of charge. This was done on the basis of benchmarks and technical criteria set by the EU authorities. In the financial year 2024, an internal CO_2 pricing system was introduced at the MM Group level. The internal CO_2 price is a shadow pricing method and creates cost transparency for CapEx projects and electricity procurement, and promotes CO_2 reduction solutions. The definition of the internal pricing system was influenced by earlier developments of the EU ETS pricing system, but also includes Scope 2 emissions with an applied price of EUR 90/tCO_2e in addition to Scope 1 emissions. This pricing system goes beyond the scope of the EU ETS, as all MM Group sites are taken into account. The internal CO_2e pricing system serves to ensure cost transparency for upcoming projects and decisions regarding changes in the electricity mix and can be used by decision-makers for all projects/decisions made in this context. 100 % of the MM Group's Scope 2 emissions and 100 % of the Scope 1 emissions of the MM Food & Premium Packaging and MM Pharma & Healthcare Packaging divisions are covered. The Scope 1 emissions of the MM Board & Paper division are not covered as they are already included in the EU-ETS. The next step could be the integration of Scope 3 emissions, as these are not yet covered by the existing pricing system.

It is therefore a suitable preparation for a possible tightening of the EU ETS system, which is already affecting the Board & Paper division and is part of the financial planning.

Mitigation of climate change (upstream value chain)

In 2024, we continued to drive our supplier engagement to reduce our Scope 3 emissions. In this program, we focused on the most affected product categories (pulp and cartonboard) and contacted the relevant suppliers directly. Due to its business activities in the production of cartonboard and paper as well as related products, the MM Group is heavily dependent on the availability of forestry raw materials such as wood and water. Therefore, it is particularly important for the MM Group to understand how climate change affects the wood and water supply. As climate change progresses, precipitation patterns will change, extreme weather events will become more frequent, and natural resources such as wood and water will come under increasing pressure. As part of a year-long project, we exchanged ideas with experts from the scientific community in the financial year 2024 in order to supplement our quantitative analyses with qualitative parameters. In 2024, a new responsible sourcing department was established, with primary responsibility for responsible sourcing. Engaging with key suppliers and reducing our Scope 3 emissions is one of the main activities identified.

Mitigation of climate change (downstream value chain)

The MM Group is committed to promoting sustainability through product and process innovation. We conduct internal life cycle assessments (LCA) to quantify the performance of our products. To this end, we have developed a tool ("meta-model") that we use to calculate the carbon footprint of our products semi-automatically, enabling us to provide our customers with the results even faster. Product-level life cycle assessments are conducted in accordance with the international standards of the GHG Protocol and ISO 14040. Tools such as the meta-model help us to understand the need for a transformation of our business model in line with sustainability, since investments already made not only affect the Company's carbon footprint, but ultimately also have an impact at the level of the products. We can also use these assessments to better understand and manage the transition of our energy supply from non-renewable to renewable/low-carbon energy. It therefore helps us to adapt to climate change in order to reduce future non-renewable energy-related costs. In addition, we support our customers in adapting their business models to climate change. We focus on promoting circular economy concepts and the substitution of plastics to promote product safety and sustainability. Our core business is the production of consumer packaging made of cartonboard and paper, which are predominantly made from renewable raw materials and can be fully recycled after use. We offer innovative and competitive solutions in cartonboard and paper that can substitute plastics and create attractive future potential. As a producer of virgin fibre cartonboard, recycled cartonboard, and folding cartons made from both virgin and recycled fibres, the MM Group covers key elements of a circular business model in the field of fibre-based packaging solutions.

Adaptation to climate change

Wood procurement strategy
Climate change is leading to altered weather patterns and thus to droughts, heat waves and extreme weather events, which affect the condition of forests. This leads to more volatile timber markets. To meet this challenge, the MM Group is adapting its wood procurement strategy by continuously monitoring timber markets and their impact on climate change and by being more flexible in the procurement of assortments.

The MM Group is adapting to climate change by procuring wood from sustainably managed forests (FSC® or PEFC), among other things. This ensures that forests are managed in a way that promotes their health and resilience to climate change (see chapter "E4 Biodiversity and ecosystems", page 146)

Adaptation to flooding

To minimise the impact of flooding on the production sites, analyses were first carried out for the affected Board & Paper plants (2022) to assess the risk for each plant. Various measures have already been implemented at the plant level, ranging from flood plans to physical flood protection. Since these are individual, plant-specific requirements, the topic of flood protection has not been included in the Group-wide environmental policy.

Measures to mitigate climate change, which also lead to adaptation

The measures mentioned above relating to energy efficiency, renewable electricity, fossil fuel substitution, and the internal CO_2 pricing system also contribute to climate change adaptation by reducing emissions. Specifically, the MM Group applies these measures to adapt to the increasing costs of climate change policies.

Targets

E1-4 To reduce our impact on climate change, we have set ourselves targets for climate protection and energy. The targets were defined and calculated using the methodology of the GHG Protocol. The emission reduction targets for Scopes 1, 2 and 3 follow the 1.5°C reduction path of the Paris Agreement and have been officially confirmed by the Science Based Targets initiative. The targets apply to the entire Group and cover all production sites. The main levers for achieving these targets are electricity from renewable energy sources, low-carbon electricity, renewable energy, increasing energy efficiency and purchasing raw materials with a lower carbon footprint. The targets were defined with the support of internal stakeholders from the areas of energy and investment management and approved by the Management Board. Calculation of progress against the targets is based on the management of our non-financial data, which is the responsibility of the Group Sustainability & Safety department. To avoid false assumptions, all emissions-related data are voluntarily verified by external experts and reviewed as part of the annual audit. In the event of significant changes to our organisational structure, e.g. as a result of acquisitions, the science-based targets will need to be recalculated.

Target	Scope	Science-Based Target	Value Base year	Value 2024	Comment on the progress
Reduce absolute scope 1 and 2 greenhouse gas (GHG) emissions by 50.4 % by 2031 (and 46.2 % by 2030) vs. 2019	Absolute Scope 1 and 2 emissions from own operations	Approved and in line with the 1.5 °C reduction pathway	2,057,692 tCO_2 in 2019	956,718 tCO_2e (54 % reduction)	On track (2023: 1,469,077 tCO_2e)
Reduce absolute scope 1 and 2 greenhouse gas (GHG) emissions by 100 % by 2050 vs. 2019	Absolute Scope 1 and 2 emissions from own operations	No	2,057,692 tCO_2 in 2019	956,718 tCO_2e (54 % reduction)	On track (2023: 1,469,077 tCO_2e)
Increase annual sourcing of renewable and/or low-carbon electricity to 100 % by 2031 (and 93.0 % by 2030)	Scope 2 emissions from own operations	No	15.6 % in 2019	94 %	On track (2023: 35 %)
Reduce scope 3 GHG emissions by 58.1 % per EUR value added by 2031 vs. 2019 (and 53.2 % by 2030)	Specific Scope 3 emissions from the value chain	Approved and in line with the 1.5°C reduction pathway	2.56 tCO_2e/t€ in 2019	1.2 tCO_2e/t€ (52 % reduction)	On track (2023: 1.94 tCO_2e/t€)
Engage with 80 % of key suppliers with the aim of reducing Scope 3 emissions by 2026	Scope 3 emissions from the value chain	No	-	-	New target

Metrics

Scope 1 and 2 emissions are mainly generated in the Board & Paper Division. The MM Group's economic activities are assigned to NACE codes 17.1 and 17.2 and thus correspond to the definition of energy-intensive sectors. Most Scope 3 emissions arise in the upstream value chain. The largest share is attributable to purchased goods and services, followed by fuel- and energy-related activities not included in Scope 1 and 2 from our own operations and waste generated in the production process. Further Scope 3 emissions are caused by employee commuting.

Our carbon footprint calculation follows the guidelines of the GHG Protocol and includes all consolidated units. Energy-related KPIs are reported monthly by the production sites. After an internal verification process, the emissions for the amount of energy consumed are calculated at the Group level by the Group Sustainability & Safety department. Greenhouse gas (GHG) emissions are generally calculated automatically in our data management tool using predefined formulas. Annual and plant-specific CO_2 factors can be stored for the calculation. The general formula is consumption x CO_2e factor. The CO_2 factors are obtained from recognised secondary data providers. The calculation is carried out automatically in the data management tool. The sales volumes of the three divisions are provided by controlling. The emission factors for Scope 1 are updated annually. Market-based factors are used to calculate Scope 2 emissions where available.

All Scope 3 emissions are calculated on the basis of external databases (therefore 0 % primary data). The following Scope 3 categories are not considered relevant because they have no significant influence on Scope 3 emissions: capital goods, upstream transport and distribution, business travel, downstream transport and distribution, end-of-life of sold products, leased assets (downstream). In order to avoid double counting in the carbon footprint, the processing of sold products is excluded. Not applicable are emissions from leased assets (upstream), use of sold products, franchises and investments (N/A) as there are no Scope 3 emissions.

For the other three Scope 3-relevant categories, waste generated by the Company and fuel- and energy-related activities, the calculation is fully integrated into our data management tool using predefined formulas. The CO_2 factors are obtained from recognised providers of secondary data. A location-based approach is used for the fuel- and energy-related activities category.

Specific consumption and emissions are calculated using net revenue (see Management Report).

Our Scope 1, 2 and 3 emissions are externally assured on an annual basis. CO_2 emissions (0.001 % of our total emissions) from non-manufacturing units were estimated based on the average energy consumption per person at our headquarters.

The climate-related risk assessment is based on Representative Concentration Pathway (RCP) climate scenarios provided by the International Institute for Applied Systems Analysis (IIASA) and integrated into the Intergovernmental Panel on Climate Change (IPCC) AR5 assessment report. The risks considered are based on the European Commission list in Annex A of Annex 1 of EU Regulation 2020/852, as they are also relevant for EU Taxonomy reporting.

E1-6 Greenhouse gas emissions 2024

	MM Group[1]	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper
Greenhouse gas emissions (GHG) (tCO_2e)				
Scope 1 emissions	880,116	21,661	2,158	856,235
Scope 1 emissions from regulated emissions trading systems	97 %	0 %	0 %	100 %
Scope 2 emissions (location-based)	560,155	82,855	16,506	460,363
Scope 2 emissions (market-based)	76,908	30,200	14,309	31,663
Scope 3 emissions[2]	1,543,198	519,039	179,085	837,092
Total emissions (location-based)	2,983,469	624,455	197,749	2,153,690
Total emissions (market-based)	2,499,916	571,799	195,552	1,724,990
GHG emissions per net sales (tCO_2e/thousand EUR)				
Emissions/net sales (location-based)	0.7	0.4	0.3	0.8
Emissions/net sales (market-based)	0.6	0.3	0.3	0.9
Net sales in thousands of EUR[3]	4,079,633	1,702,361	615,693	1,954,309
Biogenic emissions (tCO_2e) [4]				
Biogenic emissions that are not included in Scope 1 GHG emissions	1,431,252	191	0	1,431,060
Biogenic emissions that are not included in Scope 2 GHG emissions	0	0	0	0
Biogenic emissions that arise in the value chain and are not included in Scope 3 GHG emissions	0	0	0	0

[1] includes estimated values of non-producing units (e.g. sales offices)
[2] all Scope 3 emissions in the category "employee commuting" are included in "MM Group"
[3] including sales between the divisions
[4] CO_2 emissions from the combustion or biodegradation of biomass

Greenhouse gas emissions (AR48)

	Retrospective				Milestones and target years			
	Base year - 2019	2023	2024	% 2024/2023	2025	2030	2050	Annual % of target / base year
Scope 1 greenhouse gas emissions (GHG)								
Gross Scope 1 GHG emissions (t CO_2e)	1,456,424	852,449	880,116	3 %	N/A	N/A	0	s. E1 targets
Percentage of Scope 1 GHG from regulated emissions trading schemes (in %)	98 %	97 %	97 %	0 %	N/A	N/A	N/A	s. E1 targets
Scope 2 GHG emissions								
Gross location-based Scope 2 GHG emissions (t CO_2e)	510,715	597,693	560,155	-6 %	N/A	N/A	N/A	s. E1 targets
Gross market-based Scope 2 GHG emissions (t CO2e)	601,268	616,628	76,908	-88 %	N/A	N/A	0	s. E1 targets
Significant Scope 3 GHG emissions								
Total gross indirect (Scope 3) GHG emissions (t CO_2e)	2,805,321	1,459,234	1,543,198	6 %	N/A	N/A	N/A	s. E1 targets
Purchased goods and services	2,149,167	1,025,512	1,101,484	7 %	N/A	N/A	N/A	s. E1 targets
Fuel and energy-related activities (not included in Scope1 or Scope 2)	279,426	251,582	317,250	26 %	N/A	N/A	N/A	s. E1 targets
Waste generated in operations	375,610	180,771	117,382	-35 %	N/A	N/A	N/A	s. E1 targets
Employee commuting	1,118	1,370	7,082	417 %	N/A	N/A	N/A	s. E1 targets
Total GHG emissions								
Total GHG emissions (location-based) (t CO_2e)	4,772,460	2,909,376	2,983,469	3 %	N/A	2,567,583	N/A	s. E1 targets
Total GHG emissions (market-based) (t CO_2e)	4,863,013	2,928,311	2,500,222	-15 %	N/A	2,616,301	N/A	s. E1 targets

E1-5 Energy consumption 2024

	MM Group[1)]	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper
Energy consumption of own operations (MWh)	9,370,431	308,674	85,330	8,974,248
Energy intensity (MWh/thousand EUR net sales)	2.3	0.2	0.1	4.6
Energy consumption by source (MWh)				
Renewable energy	5,066,663	152,406	44,497	4,869,760
% of renewable sources in total energy consumption	54 %	49 %	52 %	54 %
Fossil fuels	3,749,301	152,510	30,243	3,564,368
% of fossil sources in total energy consumption	40 %	49 %	35 %	40 %
Nuclear sources	554,549	3,758	10,636	540,155
% of nuclear sources in total energy consumption	6 %	1 %	12 %	6 %
Fuel consumption by source (MWh)				
Renewable energy	4,105,359	972	0	4,104,386
Natural gas	2,427,543	83,446	7,894	2,335,914
Coal and coal products	931,267	0	0	931,267
Crude oil and petroleum products	45,585	16,185	883	28,517
Other fossil fuels	226,531	2,966	1,282	222,283
Consumption of purchased energy (MWh)				
Electricity, heat, steam and cooling (renewable sources)	961,304	151,433	44,497	765,374
Electricity, heat, steam and cooling (fossil fuels)	672,924	53,672	30,820	586,544
Self-generated energy (MWh)				
Renewable energy	4,109,093	3,289	0	4,105,804
Non-renewable energy	3,394,704	95,916	10,125	3,288,662
Self-generated non-fuel-based renewable energy	3,732	2,316	0	1,416

1) includes estimated values of non-producing units (e.g. sales offices)

6.4 E2 Environmental pollution

Management of impacts, risks and opportunities

Management approach
In accordance with the environmental impact assessments and the associated environmental permits issued, our production sites operate in compliance with the relevant permits and take into account the relevant operational management systems. The environmental permit sets out the necessary requirements for monitoring water and air-related emissions and impacts, and appropriate programs are implemented to ensure compliance. Regular risk assessments and regulatory inspections are carried out to ensure that the production units are operating appropriately and that the monitoring measures are properly implemented.

Description of impacts, risks and opportunities

Air pollution can be caused by fuels in the Board & Paper division's mills, in particular by the combustion process. The relevant emissions include carbon dioxide, sulphur dioxide, nitrogen oxides and microparticles. In order to reduce air pollution, the MM Group carefully controls the combustion processes, which includes cleaning the flue gases.

Water pollution can occur in the context of wastewater treatment, which is carried out at Board & Paper division mills on their own premises. Almost all water is first mechanically cleaned and then treated in a multi-stage biological wastewater treatment process before being discharged into the adjacent bodies of water. This process prevents overuse or pollution. We ensure this with our modern wastewater treatment plants.

In terms of materiality, air and water pollution are particularly relevant for the MM Board & Paper division. Six out of seven production sites in this division use fossil fuels in the production process. In contrast, only a negligible amount of fossil energy is used in the production process at the packaging plants. A similar situation applies with regard to (waste) water management, where untreated or insufficiently treated wastewater must be prevented from being discharged into bodies of water. To ensure optimum water treatment, five of the seven mills in the division have their own wastewater treatment plants. Water pollution is therefore particularly relevant for the Board & Paper division.

Air and water emissions can have a negative impact on the environment, which is why these emissions are managed in accordance with the relevant legal regulations. Exceeding certain limits, especially in the event of malfunctions, can lead to fines. Increasing regulations in the area of pollution prevention could lead to current BAT (best available technology) requirements being adapted, with new investments in existing plants required in the future to comply with evolving regulations. One positive aspect of our wastewater treatment plants is that they support municipal water management. For example, the municipal wastewater from the city of Kwidzyn is treated and purified in our wastewater treatment plant.

E2-1 *Policies*

Overview of environmental policies
This information can be found in chapter "E1 Climate Change" on page 129.

Policies on environmental pollution
With regard to air and water pollution, we work in accordance with legal requirements and binding regulations. We are committed to purifying and treating water in modern wastewater treatment plants before it is discharged back into the adjacent water bodies, to prevent pollution and preserve freshwater ecosystems. To further reduce water-related pollutants, we measure nitrogen (N), adsorbable organic halogens (AOX), chemical oxygen demand (COD), biological oxygen demand (BOD) and phosphorus (P). In connection with air pollution, we are committed to measuring and reducing air emissions such as sulphur dioxide (SO_2) and nitrogen oxides (NO_x) (see Environmental Policy).

E2-2 *Actions and measures*

In 2024, the focus was placed on modernising and expanding the wastewater treatment plants at our cartonboard and paper mills in order to reduce our negative impact and minimize risks associated with environmental pollution. The aim is to further reduce water and air-related pollutant. In this context, CapEx projects are required. OpEx expenditures are not reported due to insufficient relevance. The following projects can be highlighted:

- Modernisation of wastewater treatment plants (WWTP)
  - At MM Frohnleiten, we have installed new biofilters to improve exhaust air purification at the wastewater treatment plant (2024).
  - At MM Kolicevo, the existing flow-through jet system will be replaced by a more powerful and energy-efficient process to reduce chemical oxygen demand (COD) in the wastewater treatment plant (2024/2025).
  - At MM FollaCell (2025) and MM Gernsbach (2024), the wastewater treatment plant was/will be expanded to include an anaerobic stage in order to reduce the COD load.
- Installation of new measuring devices for monitoring emissions and wastewater flows
  - Installation of measuring devices for water and air emissions at MM Kotkamills and for wastewater flows at MM Kwidzyn (2024/2025).
  - New electrostatic precipitator at MM Kotkamills.
  - The installation of an additional electrostatic precipitator at MM Kotkamills will further reduce dust emissions from the recovery boiler (2025).

A total of EUR 8 million was invested in the reduction of pollutants in 2024. Over the next few years, we plan to invest a further EUR 11 million in reducing pollutants. A side effect of anaerobic treatment is that the resulting biogas is used as a substitute for natural gas. This is why these projects are also mentioned in the chapter "E1 Climate change", but the investments are included in the area of environmental pollution. With regard to OpEx expenditure, there is no significant expenditure in this area.

Targets

The effectiveness of our strategies and measures is tracked based on compliance with legal regulations in the area of environmental pollution. Deviations from the limits at Group level have been tracked and disclosed since the financial year2024. Based on this information, we will review in 2025 whether it makes sense to set targets that go beyond the legal requirements. E2-3

Metrics

The Board & Paper division's mills, in particular, emit substances both into the adjacent bodies of water and into the air. These emissions are reported to the authorities. Emissions to water are recorded by laboratory measurements and calculated based on a combination of water flow and concentrations for all mills that treat their wastewater on site. Only harmless nutrients are permitted in water that is directly discharged and approval from the authorities is required. The pollutant parameters of the wastewater after on-site and off-site treatment are continuously monitored and measured. Among other things, the following parameters are monitored in accordance with international standards: chemical oxygen demand (COD) in accordance with ISO 15705, suspended solids (TSS) in accordance with NS 4733/NS 4760. Water samples are analysed in order to compare the pollutant content of the discharged water with that of the returned water. The wastewater values are continuously recorded and evaluated by our own specially trained staff and by regular external analyses. Compliance with the relevant legal regulations is monitored by the responsible national and regional authorities. E2-4

Air emissions such as CO, NO_x, and SO_2 are measured at regular intervals and analysed and calculated by external laboratories in order to comply with national requirements. Due to a different cutoff date set by the Slovenian authorities, the data for MM Kolicevo could not be collected in time for this report. Therefore, estimated values for 2023 were determined and calculated in relation to natural gas consumption and process water consumption using the annual values. The values are regularly submitted to national authorities as part of the emissions reports. The authorities are informed immediately of any deviations from the applicable limits.

Air and water emissions 2024

	MM Group[1]	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper
Air emissions (kg)				
Sulphur oxides (SO_x/SO_2)	381,814	0	0	381,814
Fine dust (particles)	97,186	1,229	0	95,957
Carbon monoxide (CO)	697,001	4,329	0	692,672
Nitrogen oxides (NO_x/NO_2)	1,276,112	4,813	0	1,271,299
Water emissions (kg)				
Chemical oxygen demand (COD)	24,257,595	6,849,759	5	17,407,831
Biochemical oxygen demand (BOD)	2,883,918	1,858,133	27	1,025,758
Total suspended solids (TSS)	3,151,726	662,212	1	2,489,513
Nitrogen	279,374	302	26	279,046
Phosphorus	29,462	29	13	29,420

[1] includes estimated values of non-producing units (e.g. sales offices)

6.5 E3 Water and marine resources

Management of impacts, risks and opportunities

Management approach
The MM Group attaches great importance to effective and efficient water management, particularly in the Board & Paper division, where water is essential for the production of cartonboard, pulp and paper. The main focus of our water management is on the most efficient extraction of fresh water, as this is one of the most important raw materials for our activities. As a result, the Board & Paper division produces considerably more wastewater than the MM Packaging divisions, where water consumption is comparatively low. Water-related issues, including consumption, wastewater treatment, and water quality, are particularly linked to the production process in our Board & Paper division.

Water is an important resource for the Board & Paper division, as large quantities of water must be available throughout the entire production process. Water is used for various purposes, including the preparation of recycled paper and virgin fibres and their processing for the generation of steam as part of energy production and for cooling wastewater as part of the cleaning process. A fundamental distinction must be made between water use and water consumption. A significant proportion of the water is temporarily required in the production process - e.g. as cooling water - and then discharged again without any consumption. Only a small proportion of the process water used remains in the product as residual moisture or evaporates during the production process. This corresponds to the definition of water consumption.

The water withdrawal of process and cooling water is continuously measured and reported monthly by our reporting and control system. Water consumption is the difference between the process water input and the process water output. Cooling water is kept in a separate circuit, which is why treatment is not required. The cooling water is discharged back into the natural watercourse without any quantity or quality restrictions.

MM's water strategy is based on four main pillars: Assessment, Strategy, Act and Monitoring, all of which aim to systematically improve water management within the MM Group and are aligned with internationally recognised frameworks, including the Alliance for Water Stewardship (AWS) Standard and the UN Global Compact´s CEO Water Mandate. The implementation of this strategy is tailored to the specific needs of the catchment areas of our production sites to ensure that we take into account local availability, quality and environmental impact with regard to our water withdrawal.

Description of impacts, risks and opportunities

Efficient water use is ensured by compliance with high water quality standards, particularly in the production of recycled cartonboard. When purified water is returned to natural bodies of water, strict criteria are followed to ensure that the discharged water has no negative impact on local biodiversity.

Water is an important resource for the production of pulp, cartonboard and paper, and the Board & Paper division relies heavily on the abstraction of water from rivers and groundwater. The MM Group is aware of the potential impact of its water consumption and has taken measures to reduce it. While the majority of the water is only temporarily needed in the necessary production process and can be reused, a small proportion is consumed and either remains in the product or evaporates. The Company also takes into account the risk of water scarcity during periods of drought, which can lead to a reduction in production capacity. In addition, permits to withdraw water from surface waters and groundwater are only granted for a limited period of time, which means that less water may be available to a production site if an extension or a new permit is not granted. To reduce water consumption, the MM Group collects and condenses water vapour during production processes, which can then be returned to the process water cycle. This helps to close water cycles in the production process and thus reduce water consumption. The MM Group is committed to the responsible use of water and strives to monitor and improve its practices in order to further minimise its impact on the environment.

Policies

Overview of the environmental policies
This information can be found in chapter "E1 Climate change" on page 129.

Water-related policies

E3-1

Our policies on the responsible use of water (see Environmental Policy) focus on the efficient and economical use of water throughout the production process of the Board & Paper division. We are therefore committed to full compliance with the relevant legal requirements and regulations, which are regularly reviewed by national and regional authorities. In line with this, we recognise the human right to water and sanitation by adhering to the principles of water, sanitation and hygiene (WASH) at all our sites and supporting the United Nations Sustainable Development Goal 6 (SDG 6) on clean water and sanitation. The Environmental Policy is publicly available on the MM Group's website. Internal and external stakeholders were involved as part of the materiality analysis in defining the most important contents of the policy.

MM strives to reduce its water withdrawal and consumption and therefore continuously measures both water input and water output at our production sites. By implementing recirculation systems and innovations to improve efficiency, we strive to further increase water efficiency. We pursue a process of water reuse in which we extract groundwater or surface water for cooling and then reuse it at various stages as process water. Before the water leaves our plants, it is purified and treated in state-of-the-art wastewater treatment plants to ensure it meets environmental standards. Our efforts go beyond operational efficiency - we are also committed to preserving freshwater ecosystems and minimising their pollution. Water efficiency in the area of cartonboard and paper production has a direct impact on the water footprint of our products. The consumption of water in areas affected by water scarcity is not explicitly mentioned, as this only applies to three of our MM Food & Premium Packaging sites (in Chile, Iran and Spain), where water does not play a significant role in the production process (see Environmental Policy).

Actions and measures

E3-2

Our water management approach involves the multiple use of groundwater or surface water within the production process, first as cooling water and then as process water, in order to minimise consumption.

Increasing water efficiency is closely linked to the cartonboard and paper production process. Investments in new production facilities and maintenance measures help us to achieve higher efficiency rates in water consumption. OpEx expenses are not reported due to their lack of relevance. The amount of water consumed is relatively low, as only 7 % of the water used is consumed through evaporation or binding to the cartonboard produced.

In 2024, various projects were carried out with regard to water consumption:

- Increasing water efficiency:
  - A project to use cooling water more efficiently during the production process is being implemented at our plant in MM Kwidzyn (2024).
- Reduction of fresh water consumption:
  - At our MMP Neupack Polska plant, rainwater retention basins were built to collect rainwater in order to reduce fresh water consumption (2024).

In 2024, investments amounting to EUR 3 million were made to reduce freshwater consumption. We are planning further investments of EUR 2 million in the coming years. With regard to OpEx, it was determined that there is no significant expenditure in this area.

Three of the MM Group's plants are located in areas affected by water shortages. However, these are plants of the Packaging divisions. Water is not used in the production process but only as drinking water, for sanitary and cleaning purposes. For this reason, no measures were implemented in connection with water scarcity. For this reason, no targets were defined for this area.

Targets

E3-3

Target	Scope	Value base year	Value 2024	Comment on the progress
Improve water efficiency by 35 % by 2030 vs. 2019	Water consumption in the Board & Paper division's own operations	0 % in the year 2019	30 %	On track - original target (30 %) was reached in 2024, which is why the target was raised to 35 %
Acquire third-party certification for water management at all Board & Paper mills by 2030 compared to 2022	Water consumption in the Board & Paper division's own operations	57 % (4 out of 7) in 2022	71 % (5 out of 7)	On track

All targets are set voluntarily and are not prescribed by law. The targets are based on data collected internally in previous years. The targets relate only to the Board & Paper division. None of our Board & Paper mills are located in areas at risk of water pollution or in areas of high water stress. Internal stakeholders were involved in the target-setting process as part of the materiality assessment.

Metrics

Water withdrawal includes the withdrawal of process and cooling water in the board and paper mills as well as water withdrawal in the packaging plants. Water discharge includes the volume of water treated in our wastewater treatment plants (division Board & Paper) and the total volume of water in the Packaging divisions. Water consumption is an estimate of the amount of water that evaporates during the production process and wastewater treatment, as well as the water in the products and in the sludge (only in the Board & Paper division) and the water for cleaning or sanitary purposes in the Board & Paper division and Packaging divisions. Recycled and reused water is the amount of cooling water required for wastewater treatment processes that is recirculated and therefore reused. Wastewater is mechanically cleaned and then treated in a multi-stage biological purification process before being safely discharged to prevent overuse or pollution (see chapter "E2 Environmental pollution"). The water consumption of non-manufacturing units, <0.01 % of our total water consumption, is estimated based on the average water consumption per person at Group headquarters. The data point "stored water" is not applicable to the business activities of the MM Group and is therefore not included in the table below.

Water use 2024

E3-4

	MM Group[1]	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper
Water consumption (m^3)				
Water withdrawal	68,714,620	612,439	63,683	68,035,023
Water discharge	63,851,802	487,868	60,818	63,299,641
Water consumption	4,862,818	124,572	2,864	4,735,382
Total water consumption in water-prone areas including areas with high water stress	36,951	36,951	0	0
Total amount of water recycled and reused[2]	5,911,554	N/A	N/A	5,911,554
Water intensity ratio (m^3/ thousand EUR)[3]	16.8	0.4	0.1	34.8
Water withdrawal by source (m^3)				
Surface water	60,445,820	27,609	0	60,418,211
Groundwater	6,763,632	276,326	0	6,487,306
Seawater	811,300	0	0	811,300
Water from third parties	693,869	308,505	63,683	318,206

[1] includes estimated values of non-producing units (e.g. sales offices)
[2] refers to cooling water used only in the Board & Paper division
[3] water withdrawal per net sales in thousands of EUR 2024

6.6 E4 Biodiversity and ecosystems

Management of impacts, risks and opportunities

Management approach

E4-1 In order to approach the topic of biodiversity and ecosystems, the first step was to conduct a resilience analysis based on the framework of the Taskforce on Nature-related Financial Disclosures (TNFD) and in particular the LEAP approach described therein. As ecosystems, and forest ecosystems in particular, are complex systems and to better understand how biodiversity loss and climate change are linked, external stakeholders from the scientific community were consulted as part of the resilience analysis. The resilience analysis covers all of the MM Group's own activities and focuses on the forestry supply chain, as this is our most important interface with nature. The dependence on wood as a raw material for the production of cartonboard and paper represents a key risk for the MM Group. At the same time, the forest management of the forests from which we source wood has a potentially greater impact on biodiversity than the operation of our own production sites. Dependencies, impacts, risks and opportunities were defined and assessed over a short, medium and long-term horizon of 0-1, 1-5 and >5 years, respectively.

The MM Board & Paper division produces cartonboard and paper at seven sites in Europe and therefore relies on renewable raw materials such as wood. In addition to wood, large quantities of water are required for production. The production processes of MM Board & Paper are therefore material for the assessment of nature-related dependencies, impacts, risks and opportunities. The two packaging divisions are less resource-intensive, but are also dependent on the availability of cartonboard, which is required for the production of folding cartons and packaging solutions.

Ultimately, the most important impacts on biodiversity and ecosystems are to be found in the forestry supply chain. The management of forests for timber production has a negative impact on biodiversity compared to primary forests. Even if certification systems that guarantee certain standards for sustainable forest management, such as FSC® or PEFC, can mitigate these impacts, they must still be considered as material.

As the MM Group's activities are affected by the loss of biodiversity through the dependency on ecosystem services, we are increasing our resilience through active procurement policies and strategies. The key strategy for this area is our wood procurement strategy.

Description of the effects, risks and opportunities

An important driver of biodiversity loss is climate change, which is caused by greenhouse gases that are also generated in the MM Group's production processes. We therefore recognise the effects of climate change and our role as an emitter of greenhouse gases and discuss this in chapter "E1 Climate change". Another (indirect) impact of the MM Group's activities is forest management in the forests from which we source wood. This can lead to changes in the forest structure and species composition compared to primary forests. Negative effects on biodiversity can also represent a significant risk for the MM Group. It is thus important that the MM Group's forestry supply chain is based on sustainable forest management.

Should certain types of wood no longer be available on the market due to changes in biodiversity, this could mean that production processes and/or products within the MM Board & Paper division would have to be adapted, resulting in costs for the implementation of new technologies or innovations for new products.

Policies

Overview of the environmental policies
This information can be found in chapter "E1 Climate change" on page 129.

Policies on biodiversity and ecosystems
The topic of biodiversity is addressed in our Environmental Policy at Group level, which takes into account the interfaces with nature for both aquatic and forest ecosystems. The policy reflects the main topics derived from our analysis of the dependencies, impacts, risks and opportunities of biodiversity and ecosystems and includes a section dedicated to the responsible sourcing of forestry-related raw materials, including their traceability and deforestation-free origin for the MM Board & Paper division. A cornerstone of this policy is the use of external certification schemes (FSC® and / or PEFC) for sustainable forest management in the forests from which we source wood. This helps to reduce the impact on biodiversity and also takes into account the social impact within the supply chain. The policy does not apply to the Group's own sites and downstream value chain in or near biodiversity-sensitive areas, which have their own policies to ensure that there is no negative impact on biodiversity-sensitive areas. E4-2

Actions and measures

In recognition of the value of biodiversity for the MM Group and the importance of preserving biodiversity and thus functioning ecosystems, the MM Group has already implemented or is in the process of implementing the following actions and measures: E4-3

- Building a solid, data-driven basis
  - The MM Group has already assessed the potential impact of its own sites on the biodiversity and is currently working together with external partners to develop robust indicators to assess the condition of forests in its upstream supply chain. Implementation began in 2023 with the analysis of our own sites and is expected to be completed by 2028.
- Action plans
  - Based on the data, the MM Group will develop action plans within the upstream forestry value chain by 2028 in order to mitigate negative impacts on biodiversity and thus reduce risks to biodiversity resulting from our dependence on wood as a raw material.
- Adaptation of strategies
  - The MM Group continuously reviews and adapts its strategies in relation to the upstream forestry value chain in order to make our supply chain more resilient. This measure is implemented on an ongoing basis.

The actions and measures are informed by the EU Biodiversity Strategy for 2030 and contribute to its objectives. The MM Group does not use any compensation mechanisms in connection with biodiversity. With regard to CapEx and OpEx, it was determined that there is no significant expenditure in this area.

Targets

E4-4	Target	Target area	Value base year	Value 2024	Comment on the progress
	Assess biodiversity at MM plants and key wood-supplier locations by 2028. If necessary, action plans are developed.	Impact of own operations on biodiversity and impact on biodiversity in the forests of the main wood suppliers. The main wood suppliers are defined as the wood suppliers that cover a total of 70 % of wood procurement.	0 % own plants and main suppliers in 2022	100 % own plants and 0 % main suppliers	In 2023, MM conducted a biodiversity analysis based on Species Area Relationship Models (SARs) for our own mills, covering 100 % of the mills. We are currently working on implementing an analysis for our main wood suppliers.

6.7 E5 Resource use and circular economy

Management of impacts, risks and opportunities

Management approach
Our procurement organisation is geared towards ensuring optimal origin and quality control as well as maximum supply security. This is why we pay particular attention to responsible sources of supply when using virgin fibres in cartonboard and paper production. This enables us to ensure that 100 % of the virgin fibres used come from certified and/or controlled sources. The purchased wastepaper is subject to strict quality requirements which are defined in the EN 643 standard.

Circular economy is the core of our business model. Through the production of virgin fibre and recycled cartonboard and the processing of both materials into recyclable packaging solutions, the MM Group's business model comprises key process steps of a circular economy for fibre-based packaging.

We place particular emphasis on independent monitoring of raw materials procurement and verifiable compliance of suppliers' working practices with international environmental standards. Efficient resource consumption, waste avoidance in production and a positive contribution to the long-term preservation of natural areas and biodiversity are a high priority for MM. Waste management is implemented at the sites by the respective waste officer. Depending on the type of waste, disposal itself is carried out by approved waste disposal companies in accordance with country-specific legal requirements.

Description of the effects, risks and opportunities

The most important positive impact of MM is the contribution to a circular economy through the production of recyclable products based on renewable raw materials. This leads to a reduction in primary raw materials such as wood. The increase in resource efficiency reduces the use of primary raw materials and thus procurement costs.

In line with the requirements of the EU Green Deal, we expect to see growing demand for recyclable products and for products made using recycled raw materials, both of which are part of our product portfolio. Substitution of products with poorer recyclability than that of the fibre-based products of the MM Group enables the entry into new markets and thus increases in sales. As Europe's leading manufacturer of cartonboard made from recycled fibres, we see the expected requirements of the European Packaging and Packaging Waste Regulation (PPWR) regarding the proportion of recycled material not only as a challenge, but also as an opportunity to further strengthen our market position. On the other hand, the EU has set targets for reducing packaging material in general, which could have a negative impact on our business model.

The stated legal requirements pursue an overarching goal, namely the reduction of waste. This is also relevant for our production processes. It goes without saying that we fulfil all legal requirements for waste treatment. Nevertheless, we have to expect that regional legislation will become stricter, which may require investments in waste treatment in the future.

Policies

Overview of the environmental policies

This information can be found in chapter "E1 Climate change" on page 129.

Policies on resource use and the circular economy

MM is committed to producing recyclable packaging and paper products from renewable, fibre-based raw materials to replace plastic packaging. Promoting environmental sustainability and the circular economy is an integral part of the MM Group's business activities and includes raising awareness of environmental issues among our stakeholders. As our products are based on forest-related raw materials, we are committed to responsible sourcing. In accordance with our Policy for Forests and Natural Ecosystems, we ensure this by complying with the requirements of the FSC® or PEFC certificates, and go even further in terms of deforestation, endangered species and the traceability of our wood supplies. In addition to wood, large quantities of water are also used in the entire production process of cardboard and paper manufacturing. When it comes to water use, we rely on the concept of reusing the extracted groundwater or surface water multiple times, first as cooling water and then at several stages as process water. The water is then cleaned and treated in state-of-the-art water treatment plants before it is discharged again (see chapter “E2 Environ-mental pollution” and “E3 Water and marine resources”). In terms of waste management, we are committed to utilising process waste as raw materials or energy in line with the waste hierarchy (avoid, reduce, reuse, recycle and responsibly dispose) while minimising the amount of waste sent to landfill (see Environmental Policy, MM Supplier Code of Conduct and Policy for Forests and Natural Ecosystems). E5-1

Actions and measures

Resource inflow and consumption

We use management systems and certifications – such as FSC® or PEFC – to ensure that our forestry raw materials are procured responsibly. In 2024, all MM Board & Paper mills are certified according to FSC® standards (License FSC-C003336, License FSC-C005528, License FSC-C007894, FSC-C118559) or PEFC criteria (License PEFC/06-33-215, License PEFC/ 02-32-40, License PEFC/32-31-049, PEFC/03-31-54). We verify that all virgin fibres used in the production of cardboard and paper come from responsibly managed forests or controlled sources. In the financial year 2024, we worked intensively on implementing the requirements of the European Deforestation Regulation (EUDR), which comes into force in 2025 and contains new provisions for sustainable forestry. In this context, we have set up a Responsible Sourcing department, which is responsible, among other things, for implementing the EUDR requirements. E5-2

As part of the efficient use of fibres, various measures are being implemented at our plant in Frohnleiten.

- Frohnleiten 2025 project
  - The aim of this project is to increase efficiency in the stock preparation process, which leads to a reduction in fibre use. In addition to resource efficiency, this enables the production of cartonboard grades that consist almost entirely of recycled fibres.

Resource outflow/products
In the financial year 2024, we have made significant progress in developing more sustainable packaging solutions that meet the highest standards of recyclability and set new standards for more environmentally friendly packaging solutions. This progress is in line with the European Packaging and Packaging Waste Regulation and the Single-Use Plastics Directive (SUPD). The main aim of these regulations is to reduce and harmonise packaging waste across Europe. The overarching goal is to ensure that all packaging is reusable or recyclable in an economically viable way by 2030. Measures are also planned to reduce the consumption of resources by avoiding secondary packaging. To optimise the recyclability and substitution of (single-use) plastic packaging, a project task force was set up in 2024 to combine innovation, sustainability and our customers' product requirements. The following investment projects are related to these developments:

- New production line for the substitution of plastics
  - A new production line for molded pulp with a capacity of 500 t/year is being built at MM Kwidzyn (2024-2026).
  - MM Premium France is building a new production line for "GreenPeel" with a capacity of 110 t/year (2024-2026).
  - A pilot project to further develop our “Carton Cavity System” was carried out at MM Premium Vienna (2024).

Resource outflow/waste
A large number of projects to reduce waste from cartonboard and paper pulp through process optimisation and improvements in fibre recovery were implemented in 2024. The cartonboard and paper mills are constantly working on projects to optimise the use of fibres. Technological innovations to update machines aim, among other things, to increase the efficiency of fibre use and reduce fibre consumption. Continuous monitoring ensures optimum capacity utilisation during operation.

Waste-related projects are reported on in the chapter “E1 Climate change”, as they are related to the production of renewable energy (black liquor) and the substitution of fossil fuels.

In 2024, investments of EUR 10 million were made to increase resource efficiency in the production process and promote the substitution of plastics. We are planning further investments of EUR 15 million over the next few years. These investments are included in our CapEx plan. No relevant expenditure was identified with regard to OpEx.

Targets

E5-3

Target waste management	Scope	Level of the waste hierarchy	Value base year	Value 2024	Comment on the progress
Reduce waste to landfill to <10kt by 2030 and zero waste to landfill by 2050	Own operations	Waste disposal	38,600 tonnes in 2019	26,566 t	On track (2023: 31,696 t)

Target resource inflow	Scope	Value base year	Value 2024	Comment on the progress
Purchase all wood from certified or controlled responsible sources[1]	Upstream value chain of the Board & Paper division	100 % in 2023	100 %	Fulfilled in 2024
Purchase all wood-based materials from verified responsible suppliers by 2030	Upstream value chain of the MM Group	-	-	New target

[1] including FSC®-certified/from controlled sources; PEFC-controlled and/or meeting EUDR requirements

The topic of the circular economy will be developed further in 2025. This also includes the definition of targets in relation to the outflow of resources. All targets are set on a voluntary basis.

Metrics

Resource inflow and use

The most important resource inflows relate to wood fibres or their recyclates, and therefore predominantly E5-4
to renewable raw materials. The most important objects and facilities for the production of cartonboard and paper are pulp mills, board machines, effluent treatment plants and power stations. In addition, warehouses and storage areas are used for raw materials and finished products. In the packaging plants, the most important objects are printing presses, cutting machines and warehouses. In the upstream value chain, the most important objects and machine equipment are connected with forestry, the chemical industry and pulp production. The fibres are wood-based and therefore biological materials. A distinction is made between virgin fibres and recycled fibres. Both types of fibres are procured externally. In addition to fibres, water (see chapter "E3 Water and marine resources") and energy (see chapter "E1 Climate change"), coating chemicals for cartonboard surface are the most important input factors in cartonboard production. The most important inputs for the production of folding cartons are virgin fibre-based or recycled cartonboard as well as paper, printing inks, varnishes and energy. To avoid double counting at the Group level, internally sold cartonboard is only recorded in the cartonboard production of the Board & Paper division.

Resource outflows and products

The MM Group manufactures packaging solutions for consumers. In view of the "end-of-life", the recycla- E5-5
bility of our products is an important requirement. To quantify the performance of our products, we conduct internal life cycle assessments (LCAs). Our product carbon footprints include the greenhouse gas emissions generated during a product's life cycle, and we use various LCA methods to take into account the different life cycle phases (e.g. cradle-to-gate). To ensure the accuracy and credibility of our greenhouse gas accounting, we undergo a final external audit in accordance with ISO 14064-3, 2019. The amount of

recycled content is estimated based on the use of fibres in the Board & Paper division and the use of cartonboard in the Packaging divisions. No statement can be made about the durability of the products, as depends on the intended use of the packaged end product.

Resource outflows and waste

Waste figures are collected according to hazardous and non-hazardous waste, on-site or off-site treatment and the type of treatment according to the waste hierarchy (reuse/recycling, with energy recovery, without energy recovery and landfill). The largest proportion of waste by volume in the recycled cartonboard mills consists of residues from wastepaper processing, the so-called rejects. Sewage sludge and commercial waste similar to household waste are either thermally recycled within the mill or handed over to authorised disposal companies. During pulp processing, black liquor is produced as an energy-rich by-product that is recycled and used as an energy source to generate electricity and process heat. Hazardous waste such as waste oil, chemicals, contaminated liquids, wastewater contaminated with chemicals, workshop waste and rechargeable batteries are handed over to authorised disposal companies, which dispose of the waste in accordance with legal regulations.

In the MM Packaging divisions, by far the largest proportion of waste consists of non-hazardous fibre-based materials that are fed into the recycling loop. The most significant waste category in terms of volume is cartonboard waste from the die-cutting process. Cardboard waste is largely recycled and processed into new cardboard. Solvent residues, ink and varnish residues, waste oils as well as wet and dirty water from printing presses are classified as hazardous waste, which only makes up a small proportion of the total waste volume. All waste generated by the packaging divisions is processed by external waste management companies.

Primary data, such as invoices or purchase quantities, are used to calculate the amount of waste generated. Waste generated by non-production units, 0.01 % of our total waste, is estimated based on the average waste generated per person at our headquarters. Waste is classified as hazardous or non-hazardous in accordance with applicable national regulations.

Raw materials and waste

E5-4
E5-5

	2024			
	MM Group[1)]	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper
Resource inflows and outflows (t)				
Total weight of inflows (products and technical and biological materials used)[2)]	4,726,481	1,864,527	225,800	2,901,436
Percentage of organic materials from sustainable sources[3)]	85 %	46 %	58 %	100%
Secondary reused or recycled materials[4)]	1,557,476	453,481	8,488	1,095,507
Percentage of secondary reused or recycled materials[4)]	33 %	24 %	4 %	38 %
Total weight of recyclable products[5)]	3,550,244	810,320	88,731	2,651,194
Percentage of recyclable products[5)]	100 %	100 %	91 %	100 %
Waste (t)				
Total amount of waste	454,585	142,792	36,753	275,040
Non-recycled waste	186,612	10,687	3,441	172,484
Percentage of non-recycled waste	41 %	8 %	9 %	63 %
Total amount of hazardous waste	3,840	2,727	794	320
Total amount of radioactive waste	0	0	0	0
Internal waste treatment				
Incineration of non-hazardous waste with energy recovery	9,328	0	0	9,328
Landfilling of non-hazardous waste	9,833	0	0	9,833
External waste treatment				
Non-hazardous waste reused	1,313	1,150	0	163
Non-hazardous waste recycled[6)]	266,470	130,914	33,013	102,544
Non-hazardous waste recovered [7)]	83,080	3,424	184	79,473
Incineration of non-hazardous waste with energy recovery	62,868	1,373	1,697	59,798
Incineration of non-hazardous waste without energy recovery	1,387	113	0	1,275
Landfilling of non-hazardous waste[8)]	16,367	2,998	1,063	12,306
Hazardous waste reused	0	0	0	0
Hazardous waste recycled	1,502	1,191	298	12
Hazardous waste recovered	628	370	83	175
Incineration of hazardous waste with energy recovery	1,133	725	393	15
Incineration of hazardous waste without energy recovery	309	236	19	54
Landfilling of hazardous waste[6)]	366	298	3	64

1) includes estimated values of non-producing units (e.g. sales offices)
2) fibre input and externally purchased cardboard
3) FSC® certified/from controlled sources, PEFC controlled
4) including secondary intermediates and secondary materials used in the manufacture of the Company's products and services (including packaging)
5) The recyclable share of our products is determined by the fibre material used. Intercompany sales between the divisions are excluded to avoid double counting.
6) Recovery operations by which waste materials are reprocessed into products, materials or substances, either for the original purpose or for other purposes.
7) Process whose main outcome is to put waste to a useful purpose within the facility or in the wider economy by replacing other materials that would otherwise have been used to fulfil a specific function
8) includes non-production waste (e.g. construction waste)

6.8 S1 Own workforce

Management of impacts, risks and opportunities

Management approach
The MM Group takes responsibility for the well-being and labour rights of its employees, with a strong focus on workplace safety, optimal working conditions and the protection of human rights.

Our management approach to our own workforce includes MM employees who are in an employment relationship with MM, encompassing permanent employees, temporary workers and students. The term “own workforce” is defined more broadly than the aforementioned definition of employees and includes both employees and non-employees. Individuals who are not directly employed by MM but perform work for MM for a specific period of time are classified as non-employees, which includes freelancers and temporary agency workers. In general, a distinction is made between blue-collar and white-collar employees. Blue-collar employees work directly in production, whereas white-collar employees work in one of our offices. When it comes to workplace safety, employees in production facilities face a higher level of risk compared to office employees. Ensuring safe working conditions is actively managed with the highest priority. Therefore, an Occupational Health and Safety (OSH) Key Performance Indicator (KPI) is integrated into the compensation structure of the Management Board (see also ESRS 2, page 109) as well as the remuneration of managers at the production sites and the headquarters. Fair treatment applies to all employees. Forced labour can be ruled out within MM Group’s operations. The implementation of our transition plan has no negative impact on our workforce. In general, we are continuously expanding our organisation’s knowledge of decarbonisation through training sessions and workshops.

Description of the impacts, risks and opportunities

Ensuring adequate working conditions, fair wages, reasonable working hours, employee participation, supportive measures and a safe working environment creates a positive working environment that leads to greater satisfaction, engagement and retention of employees. Inadequate working conditions, rigid working hours and excessive overtime, on the other hand, negatively affect the overall well-being of employees and their families. Working in a safe and balanced working environment is an important factor in promoting well-being and productivity. There is a potential financial risk for MM Group if low wages, non-supportive corporate policies, long working hours and unsafe workplaces result in a high rate of employee absenteeism or reputational damage and penalties.

MM has a significant opportunity to enhance equality and engagement by fostering a positive training culture and promoting diversity in the workforce. In addition, fostering an inclusive environment that leads to a diverse workforce can result in more innovation, creativity and better problem-solving, which positively impacts the operation and performance of the Company. By fostering a good training culture and promoting diversity, employee engagement and productivity can be increased. Equality in filling vacancies and in compensating employees is important for promoting the well-being and professional development of employees.

A violation of labour rights can result in human suffering, inequality and a deterioration in the quality of life of employees and their families. The reputation of the MM Group would suffer as a result. Employee satisfaction and workforce engagement with the Company would decrease.

Policies

Overview of social policies

The implemented policies and tools of the MM Group encompass all our own employees, employees within our value chain, affected communities, as well as consumers and end-users. MM is committed to responsible corporate governance. Mutual trust forms the basis for constructive collaboration within the Company and with business partners. To meet the high standards in the best possible way, MM sets high expectations for both its employees and customers, suppliers, service providers and other contractual partners in terms of responsible and integral behaviour. S1-1 S1-2

The MM Group has implemented the following policies and guidelines to manage its significant impacts on internal and external employees, as well as the associated significant risks and opportunities:

- MM Code of Conduct
- Policy Statement on Human Rights
- Safety Policy Statement
- HR Guidelines - Creating Value Together

The policies and guidelines of the MM Group and participation in certification systems cover human and labour rights aspects. Through them, we ensure that all employees, affected communities and customers, regardless of age, gender, culture, religion, origin or other diversity characteristics, are granted equal rights and opportunities, including those in our value chain. This is done in accordance with the following international standards and frameworks:

- UN Sustainable Development Goals
- 10 Principles of the UN Global Compact
- UN Guiding Principles on Business and Human Rights
- OECD Guidelines for Multinational Enterprises
- ILO Core Labour Standards
- International Bill of Human Rights

The listed policies and the MM Code of Conduct apply to all fully consolidated companies of the MM Group and include MM's own activities and value chain without geographical exceptions. All documents mentioned are publicly available and approved by the Management Board.

The **MM Code of Conduct** is a framework and guideline for sustainable and responsible conduct both within the Company and in its partnerships. The MM Group expects all employees, customers, suppliers and other partners to fully comply with the principles of the MM Code of Conduct. The Management Board of the MM Group is the highest level in the Company and responsible for implementing the MM Code of Conduct. The MM Code of Conduct is derived from the core values of the MM Group and is in line with the ILO Core Labour Standards, the OECD Guidelines for Multinational Enterprises, and the UN Global Compact Initiative, of which MM is a member. Awareness of diversity, equality, inclusion and non-discrimination are promoted through the MM Code of Conduct and the implementation of local training initiatives. MM strives to create an inclusive environment where everyone feels valued and respected. Such practices can create a positive work environment that leads to higher employee satisfaction, engagement and retention. The principle of non-discrimination applies throughout the employee cycle, whether it is a permanent, temporary or part-time employment, and underscores our commitment to equal treatment and equal opportunities for all. The document is publicly available on the Company's website.

The **Policy Statement on Human Rights** describes the MM Group’s approach to implementing and dealing with human rights issues based on the UN Guiding Principles on Business and Human Rights, the OECD Guidelines for Multinational Enterprises, the ILO Core Labour standards and the International Declaration of Human Rights.

The **Safety Policy** applies to employees, temporary workers, and visitors of the MM Group. It is therefore also relevant for employees in the value chain. The policy defines the Company's vision and commitments for a safe workplace.

Policies on the interests of our own workforce
In addition to the formal guidelines, there is also the global HR guideline Creating Value Together, which provides an overview of MM's global HR policy and is a strategic guideline that serves to manage critical dimensions of modern workforce management and establish a standardised approach to various important HR topics. The document lays the foundations for MM's commitment to promoting diversity. It ensures that recruitment processes are fair and transparent, and that compensation and benefits packages reflect the dignity of employees. It also promotes flexibility and development in work organisation to meet the changing needs of employees. MM has a zero-tolerance attitude towards harassment in the workplace. The policy not only requires compliance with MM Group standards, but also MM's commitment to setting standards for ethical and sustainable business practices. In essence, this Group-wide HR policy is not just a set of guidelines, but a testament to MM's vision as an employer that transcends boundaries, where each individual receives the tools and support needed to thrive. An environment characterised by passion, collaboration, results orientation and responsibility. The MM Group HR Guideline is relevant for all MM stakeholders, including employees, customers, suppliers and the associated communities. In the HR Guideline, the MM Group reaffirms its commitment to Directive 2011/36/EU on preventing and combating trafficking in human beings and protecting its victims. In addition to combating human trafficking, the MM Group's HR Guideline explicitly addresses forced or compulsory labour and child labour. MM strictly prohibits any form of forced or compulsory labor in accordance with international labour standards. MM does not use child labour and is committed to safeguarding the rights and welfare of young people.

Involvement of the workforce and complaint management
S1-2 Engaging with its own employees plays a crucial role in defining MM's vision for all employees. Communication with employees occurs at multiple levels, including a European Works Council, joint discussions at country level and site-specific engagement. At plant level, the respective managing director is responsible for involving employees. Measures were defined in workshops and supported for instance by local or business-unit-specific workshops and surveys. The European Works Council meets at least twice a year with the aim of promoting the internal information flow within the Company and contacts between the Group HR team in Vienna and the Group’s employees. Additionally, MM conducts regular employee surveys and, following the acquisition of Essentra Packaging last year, conducted an integration and employee survey. Employee surveys are the responsibility of the HR department, which supports senior management in processing the survey results and considering them in decision-making. The survey results were discussed at all levels of the organisation, and local action plans were developed to address key issues.

Complaint management and remedial measures

MM Group employees have various options for raising concerns. They can contact their direct supervisor, the occupational health and safety officer or the HR Department. Alternatively, they can anonymously use our MM Integrity Line complaints channel. S1-3

All employees have access to the MM Integrity Line if they observe misconduct or non-compliance with the MM Code of Conduct, or any unlawful behaviour that may affect the MM Group or the well-being of MM employees (see G1 Governance "Actions and measures", page 175). All complaints and integrity inquiries concerning the Company's own workforce are investigated by a member of the management team, and the HR department has insight into all complaints. Each complaint is communicated and may include suggestions for improvement and solutions. Regarding the identification of human rights impacts, the MM Integrity Line is an important tool for MM to review and assess issues. In 2024, the Integrity Line received 60 personnel-related cases, none of which indicated human rights issues within the Company. An assessment of the awareness of our own employees of the processes described above is not available for 2024.

Actions and measures

Working conditions

Ongoing measures to ensure the best possible working conditions are particularly focused on safe working and employment conditions, working hours and work-life balance, appropriate remuneration and social dialogue. MM offers a secure workplace with fair remuneration, including salary, bonuses and variable remuneration. Many locations work in shifts, which allows for great flexibility in working hours and promotes a good work-life balance. In all countries in which MM operates, local legislation is complied with. MM ensures that all employees are paid at least in accordance with minimum wage standards, but usually more. Remuneration is reviewed annually to ensure that an appropriate level is maintained. All our employees have the opportunity to join a works council or trade union, and collective bargaining agreements are in place at some locations. In the event of changes in corporate strategy, MM will always try to limit new hires and transfer employees before reducing jobs. Any restructuring is carried out in accordance with the relevant legislation in the respective country and in consultation with the relevant trade union, works council and employees with the aim of avoiding permanent losses. S1-4

In the financial year 2024, the MM Group launched a wellbeing and health initiative in which each location was tasked with introducing a wellbeing initiative. This program is accompanied by online training initiatives that are available to all employees. Through measures that promote employee wellbeing, MM not only supports the personal health and wellbeing of employees, but also promotes a more productive and engaged workforce.

The ongoing monthly collection and evaluation of occupational health and safety indicators for all operational organisational units allows for timely measures. In 2024, numerous site visits were carried out that went far beyond basic inspections. The focus is always on long-term and sustainable improvement of our safety culture. This is done using modern, holistic methods and a clear definition of responsibilities. Potential hazards arise from shift work, handling chemicals, working in confined spaces and working with fire and hot work. Mental stress can also impact the health of employees. For this reason, the five major risks and opportunities are visualised in each of our plants to focus on continuous improvements. The priorities are determined based on a detailed assessment of retrospective and prospective performance indicators. The evaluation shows the specific situation of each individual location. Centrally managed, individual targets are used for further development. In the area of prevention, the aim is to overachieve in order to significantly reduce the risk of accidents. At the same time, the continuous reduction in the severity of accidents is an important indicator. The high importance of occupational safety is also reflected in our internal remuneration policy which includes performance indicators from this area (see section "Sustainability-related remuneration", page 109).

Equal treatment and equal opportunities
MM's vision is to promote gender equality and equity as well as diversity and inclusion as part of the Company’s continuous development. In 2024, a review of pay equity was conducted, and an improvement target was set for the following year. Improvements in the traditionally male-dominated packaging industry are seen as a challenge in the context of MM's social responsibility.

The MM Group's learning and development activities are managed by the HR Department. The MM-Academy is the overarching system that covers all learning and development activities at MM. Examples of the MM-Academy include leadership development offerings such as the Leading Together program, a joint leadership development program that allows individuals to determine what is needed to further develop their leadership skills. Competency development focuses on the continuous development of professional competence and skills in relation to core processes and leadership qualities. In the financial year 2024, the MM-Academy offered a variety of leadership development programs involving a total of 140 individuals and 5,985 training hours.

In 2024, MM advanced the implementation of a centralised HR system, which will eventually include all employees. By the end of 2024, just over 25 % of the workforce had been included. In the coming years, we will continue to roll out the centralised HR system in our organisation and implement further measures on an ongoing basis in order to ensure the best possible working conditions and promote diversity.

MM's AI-based recruitment solution is an important part of MM's strategy to promote diversity among applicants and employees by encouraging people from different backgrounds to apply to MM. This method of recruitment encourages hiring managers to consider their unconscious biases and their potential impact on hiring decisions. In 2024, an additional twelve of our locations were trained in this type of recruitment. In addition, the careers section of the website was redesigned to give more people access to job vacancies.

Other work-related rights
To ensure that there are no cased of child labour, forced labour or human rights violations among our own employees, an annual survey is conducted at plant level. Guidelines for the prevention of child and forced labour are defined in our policies and are addressed, among other things, as part of the onboarding process for new employees (see chapter "S1 Policies" page 155).

No significant CapEx investments were made in 2024, and there are no significant CapEx investments planned for this area in the future. Incurred OpEx expenses are already included in the general OpEx budget and are therefore not reported separately here.

Targets

With regard to our own workforce, we have set ourselves the target of improving safety and training opportunities and introducing a Group-wide HR IT system that will help MM in its efforts to collect key figures for HR reporting and a better experience for employees and external applicants. The targets were set by Group Sustainability & Safety department and the HR department and approved by the Management Board. The occupational safety target is part of MM's bonus structure as described in ESRS 2 "Sustainability-related remuneration" (page 109). S1-5

Target	Scope	Value base year	Target value	Comment on the progress
Reduce annual lost time accident rate ($LTAR_{(200)}$)	Own operation	1.01 (2024)	<1.0 (2025)	The target is set on an annual basis
75 % of all MM employees will be integrated into the Group-wide HR IT system by 2025	Own operation	25 % (2024)	75 % (2025)	The target is set on an annual basis
3 % increase of taken MM-Academy training hours per employee (FTE) in 2025 compared to 2024	Own operation	4.13 (2024)	4.26 (2025)	The target is set on an annual basis

Further employee-related targets will be defined in the coming years. The effectiveness of the guidelines is monitored through tracking relevant KPIs within the internal platform for sustainability data management, the MM Integrity Line, as well as local training hours and the type of training.

Metrics

These employee-related key figures are collected annually as part of non-financial reporting. One exception is key figures on occupational safety. These are collected monthly and reported to the management.

With regard to our employees, our workforce includes permanent and temporary employees. Permanent employment contracts include direct employees of MM, with the exception of interns and trainees. Interns, trainees and temporary workers generally have fixed-term contracts. Full-time employees work the standard weekly working hours in accordance with the collective agreement and the statutory provisions defined by the respective country and correspond to one FTE (Full Time Equivalent). Part-time employees are thus all employees who work fewer hours per week than defined by statutory provisions in the collective agreement.

The gender pay gap is defined as the difference in pay between men and women and includes all employees, regardless of regional differences. The calculation includes base salaries, bonuses as well as short-term and long-term monetary incentives.

No incidents of human rights violations were reported in 2024. As a result, there were no penalties or compensation payments in this context.

With regard to S1-7, S1.AR77, the phase-in option was used for 2024.

Employees[1)] by gender[2)] (headcount[3)])

S1-6

	2024
Male	11,026
Female	3,825
Other	0
Not specified	0
Total	**14,851**

1) includes directly employed workers, excluding interns, trainees and temporary workers
2) Gender is declared by the employees themselves
3) Data collection took place with reference date 31.12.2024

Employees per country (headcount)

S1-6

	2024
Poland	3,114
Germany	2,198
Austria	1,841
other countries[1)]	7,698
Total	**14,851**

1) includes among others France, UK, USA, Turkey, Spain and Finland

Employees by type of contract and gender (FTE[1)])

S1-6

	2024				
	Female	**Male**	**Other**	**Not specified**	**Total**
Number of employees	3,637	11,073	0	0	14,710
Number of employees with permanent employment contracts	3,342	10,545	0	0	13,887
Number of employees with fixed-term employment contracts	295	528	0	0	823
Number of on-call employees	0	0	0	0	0
Number of full-time employees	3,327	10,988	0	0	14,315
Number of part-time employees	310	85	0	0	395

1) includes all full-time and part-time employees excluding long-term sick leave, leaves of absence and maternity leave

Employees by region (FTE)

S1-6

	2024				
	Europe (excl. Austria)	Austria	America	Asia and Africa	Total
Number of employees	10,495	1,785	1,587	843	14,710
Number of employees with permanent employment contracts	9,896	1,759	1,389	843	13,887
Number of employees with fixed-term employment contracts	599	26	198	0	823
Number of on-call employees	0	0	0	0	0
Number of full-time employees	10,179	1,713	1,581	842	14,315
Number of part-time employees	316	72	6	1	395

Employee turnover (FTE)

S1-6

	2024
Employee turnover rate[1)] (%)	15 %
Number of employees who left the Company in 2024	2,214
Thereof male	1,595
Thereof female	619
Of which diverse	0
Thereof under 30	612
Of which between 30 and 50	1,154
Of which over 50	447

[1)] Number of employees who left MM in 2024 divided by the average total number of employees in 2024

S1-8

	Collective agreement coverage		Social dialogue
	Employees - EEA	Employees - Non-EEA countries	Employees - EEA
Coverage rate 2024	for countries with >50 employees who make up >10% of the total number	Estimation for regions with >50 arebitreators, which account for >10% of the total number	for countries with >50 employees who make up >10% of the total number
0-19 %			Poland
20-39 %			
40-59 %			
60-79 %	Poland		
80-100 %	Germany, Austria		Germany, Austria

Further diversity KPIs (FTE)

	2024	
Gender ratio in management positions[1]		S1-9
Male	1,022 (73.1 %)	
Female	375 (26.9 %)	
Distribution by age		
under 30	2,001	
between 30 and 50	7,891	
over 50	4,818	
Employees with disabilities		S1-12
Male (%)	1.8 %	
Female (%)	0.6 %	
Diverse (%)	0.0 %	

[1] Managers are employees who have at least one employee reporting to them.

Appropriate remuneration

	2024	
Percentage of employees receiving less than the applicable benchmark for fair pay[1]	1 %	S1-10

[1] includes employees in Germany, Romania, Italy, China, Canada and Hungary

Training and further education

	2024
Total training hours - in hours	402,781
Of which average number of hours per employee	27
Average number of hours per employee - male	28
Average number of hours per employee - female	22
Average number of hours per employee - diverse	0
Site-specific plant training - in hours	342,012
Of which average number of hours per employee	23
Average number of hours per employee - male	24
Average number of hours per employee - female	16
Average number of hours per employee - diverse	0
Group-wide training courses of the MM-Academy[1] - in hours	60,769
Of which average number of hours per employee	4
Average number of hours per employee – male	4
Average number of hours per employee - female	5
Average number of hours per employee - diverse	0
Group-wide training portfolio of the MM-Academy	437
Participants in MM-Academy training courses	8,095
Of which managers	140
Employees who have received a regular performance and career development review[2]	66 %
Thereof in management	7 %
Of which in the office	19 %
Thereof in the plant	40 %
Thereof male	43 %
Thereof female	23 %
Of which diverse	0 %

[1] recorded centrally via the learning management system
[2] Assumption: the number of performance appraisals carried out corresponds to the number of agreed performance appraisals

Employee health and safety

S1-14

	2024
Employees covered by a health and safety management system based on legal requirements and/or recognised standards or guidelines (%)	100 %
Accidents at work[1] with more than one day lost	128
Accident rate LTAR[2] (calculated for 1 million h)	5.03
Accident rate LTAR (calculated for 200,000 h)	1.01
Working hours (in million h)	26
Prevention - number of reports of near misses	19,835
Days lost due to accidents[1]	2,144
Plant visits by Group OHS managers at locations	67
Occupational accidents[1] with serious consequences	0
Occupational accidents[1] with fatal consequences	0
Number of cases of notifiable work-related illnesses of employees	19

[1] The number of days includes the first full day and the last day of absence (incl. work-related illnesses)
[2] Lost Time Accident Rate (LTAR)

Pay Gaps 2024

S1-16	Gender Pay Gap[1]	22 %
	Remuneration Gap[2]	1:134

[1] Difference between the average remuneration of female and male employees, expressed as a percentage of the average remuneration of male employees
[2] Ratio of the annual total remuneration of the highest-paid person to the average annual total remuneration of all employees (excluding the highest-paid person)

Incidents of discrimination

		2024
S1-17	Total number of incidents of discrimination during the reporting period[1]	1
	Reports via the complaints channel (whistleblower hotline)[2]	78

[1] Cases are annually collected via data management for non-financial indicators.
[2] Plausible reports received via the MM Integrity Line

6.9 S2 Workers in the value chain

Management of impacts, risks and opportunities

Management approach
The MM Group's value chain comprises all workers who are not part of the Group's own workforce but who are or can be significantly influenced by the MM Group. This includes employees of suppliers and subcontractors who work at the MM Group's sites, employees of logistics providers and external employees who provide services in the MM Group's value chain. However, sole contractors and workers provided through employment services are part of the Group's own workforce.

The employees of subcontractors are responsible for the further processing of the MM Group's products and contribute to the fulfilment of customer requirements. The employees of logistics service providers are responsible for the transportation of raw materials and other production components to the plants and for the transportation of manufactured products for further processing or to customers. External workers who provide services to the Company include contractors, consultants and other service providers who work for the MM Group on a project basis or on a daily basis. For example, they carry out maintenance work on the Company's machines, systems and premises. The MM Group recognises the importance of these stakeholders and is committed to ensuring that their working conditions comply with legal requirements to ensure fair treatment.

The MM Group works with various stakeholders in different ways and has established policies, procedures and reporting channels to ensure that they are treated fairly and that their contribution is recognised. A MM Supplier Code of Conduct sets out the Company's expectations regarding ethical behaviour and environmental responsibility. Regular meetings and audits are conducted with suppliers to ensure that they comply with the defined standards. The MM Group works closely with its suppliers to build long-term relationships based on mutual trust and respect. The MM Group adheres to its Sanction Policy and does not conduct business activities in sanctioned areas or with sanctioned persons.

Description of the effects, risks and opportunities

As a globally operating Company with production sites and suppliers on different continents, it is of great importance to the MM Group that suppliers comply with the MM Supplier Code of Conduct. Non-compliance can have negative impacts on the workforce in the value chain and lead to human rights violations, especially in high-risk countries with a poor Rule of Law Index. This entails the risk of legal consequences, supply chain disruptions, unavailability of key raw materials and associated reputational damage if violations occur within the value chain. This can have a negative impact on financial performance, such as possible fines and loss of sales. Exemplary behaviour, on the other hand, has a positive impact on talent attraction and external ratings, which in turn can lead to improved credit conditions and strengthened customer relations. The MM Group has an ambitious Supplier Code of Conduct, which ensures that its suppliers are audited for compliance with the specified standards. Wood supply chain certifications require that suppliers comply with local laws and regulations, respect the rights and culture of indigenous peoples, respect the rights of workers and ensure safe working conditions. The certification standards define geographical risk categories and corresponding assessment criteria.

The MM Group's strategy is supported by standardised quality management systems such as ISO 45001 (safety). The Company continuously adapts to changing legal requirements and the expectations of stakeholder groups. Failure to adapt to these requirements can represent a potential risk that can lead to fines. The MM Group attaches great importance to equal treatment and equal opportunities in its relationships with suppliers and customers to avoid violations along the entire value chain that could damage the Company's reputation.

Policies

Overview of social policies

The content described in section “S1 Own workforce” also applies to the workers in the value chain. Further relevant information can be found in chapter "S1 Overview of social policies" on page 155.

Policies on workers in the value chain

MM is committed to respecting internationally recognised human rights in all its activities, as set out in the S2-1
MM Code of Conduct, the MM Supplier Code of Conduct and the Policy Statement on Human Rights, with no exceptions based on geographical or ethnic origin. This explicitly includes the prohibition of human trafficking, forced labour and child labour. We pay particular attention to regions with a low Rule of Law Index in which we operate directly or have suppliers. The obligation to comply with international human rights standards is valid even if regional legislation would legally permit a weakening. Our actions therefore meet the highest ethical standards and protect us from both sanctions and fines. The MM Supplier Code of Conduct is communicated to business partners when purchase contracts are concluded and is included in our General Terms and Conditions of Purchase. In 2024, no cases were reported in either the upstream or downstream supply chain that would have implied a violation of the UN Guiding Principles on Business and Human Rights, the ILO Core Labour Standards or the OECD Guidelines.

Involvement of employees along the value chain and remedial measures

The involvement of the labour force in the value chain is an integral part of our due diligence process and is taken into account in the certification protocols. Engagement with the labour force is either direct or through appropriate representatives, depending on the nature of the engagement. Suitable representatives can for example be managing directors of the site, project or production managers, persons responsible for occupational safety, key account managers or auditors. There are various models of involvement that are used depending on the type of collaboration, such as the evaluation of supplier contracts, project planning, safety training and project follow-up. S2-2

The purchasing organisation within the MM Group is operationally responsible for the involvement of employees or corresponding representatives along the value chain. The responsible persons are defined in the procurement agreements or corresponding documents. The managing director of the respective plant is responsible for ensuring that the views of the value chain workforce are considered in the Company's decisions. In 2025, the MM Group will develop a Group-wide supplier engagement process to ensure that the perspective of workers in the value chain is taken even more into account.

The MM Group has implemented two processes to identify and assess potential violations of human and employee rights in the value chain. Firstly, there is the MM Integrity Line, a publicly accessible complaints channel that is available to all internal and external stakeholders. Secondly, a supply chain risk management tool based on artificial intelligence has been introduced to monitor and assess potential risks and events that have occurred in the supply chain using a 360° risk scoring model. Both processes are an important part of the procedure for preventing and remedying negative impacts in human and employee rights and are described in more detail in the chapter "G1 Governance" on page 173. The results can be used for the overall assessment of suppliers and the planning of audits. By using these processes and tools, the MM Group can take appropriate measures to eliminate any negative impacts on employees in the value chain and ensure compliance with the MM Supplier Code of Conduct and other relevant standards and regulations. The frequency of involvement varies according to the type of involvement and therefore ranges from ad hoc to continuous. In the future, the extent to which workers in the value chain are aware of these opportunities to report complaints will also be analysed.

The MM Group has implemented processes to remedy negative impacts based on the OECD due diligence process. In the event of a report, the reported cases are investigated via the above-mentioned channels and appropriate measures are taken to prevent similar violations in the future. In the event of damage, appropriate remedial measures are offered. In 2024, no incidents relating to labour in the value chain were identified that would have required remedial action. The MM Group has taken relevant measures to minimise material risks arising from the impact and dependencies of workers in the value chain. The Company monitors the effectiveness of its efforts through appropriate KPIs and the monitoring of reports of misconduct. In 2024, no cases of serious human rights violations in either the upstream or downstream supply chain were reported. S2-3

Actions and measures

The MM Group has various means of influence to manage its impact on labour in the value chain through its business relationships, including economic leverage. This may include enforcing contractual requirements such as termination clauses to ensure compliance with the MM Supplier Code of Conduct. A breach of the MM Supplier Code of Conduct may be considered a material breach of the contractual terms, giving the MM Group the right to terminate the main contract. This reaffirms the importance of protecting the rights of workers in the value chain. S2-4

To promote cooperation with suppliers with regard to responsible business conduct, we created the Responsible Sourcing department in 2024 and defined the relevant resources, including the Group Sustainability, Responsible Sourcing and HR departments, to manage their material impact.

In 2025, the MM Group will further develop its evaluation criteria for suppliers with regard to compliance with the requirements of the MM Supplier Code of Conduct and implement a tool that includes a geographical risk assessment in relation to human rights, particularly in the wood supply chain. The MM Group will also analyse supplier audit protocols to ensure that they are harmonised with the requirements of the MM Supplier Code of Conduct. In addition, a program for further supplier engagement will be developed in 2025.

No significant CapEx investments were made in 2024 and no significant CapEx investments are planned for this area in the future either. Incurred OpEx expenses are already included in the general OpEx budget and are therefore not reported separately here.

Targets

The targets were set on the basis of the results of our materiality analysis. No other external stakeholders were involved in the target-setting process. S2-5

Target	Scope	Value base year	Value 2024	Comment on the progress
Evaluate and assess 80 % of key suppliers [1] on ESG performance by 2028	Supply chain	-	-	New target

[1] Suppliers accounting for 70 % of procurement expenditure

6.10 S3 Affected communities

Management of impacts, risks and opportunities

Management approach
MM's most important stakeholders were identified as part of the stakeholder mapping that was part of our materiality assessment. The affected communities include farmers, communities around production sites, communities around logistics routes, communities of indigenous peoples along the value chain. Communities affected by our supply chain and communities in countries with a low Rule of Law Index are prioritised in addition to communities at major production sites.

Description of the effects, risks and opportunities

The MM Group can strengthen local communities in the vicinity of its production sites by setting standards that go beyond the law. Especially in areas with a low Rule of Law Index, this can support local communities. Strengthening local communities leads to confidence building and can promote knowledge building within the communities. A positive side effect is the availability of skilled local labour. The presence of MM production facilities in areas with a low Rule of Law Index harbours reputational risks, as weak legal systems lead to an increased risk of corruption, among other things. Compliance with sanctions is therefore crucial in order to avoid reputational damage and fines.

Special attention is paid to indigenous peoples along the supply chain. Even though the majority of the wood comes from areas within the EU, there is a residual risk of negative impacts on indigenous population groups, for example in Finland. Due to the vulnerability of these population groups, conflicts can arise at the interface between forestry land use and the restriction of the indigenous population's habitat, especially when conflicts arise regarding land use rights. Violations of the rights of indigenous population groups within the upstream supply chain are associated with reputational risks for the MM Group.

Policies

Overview of social policies

The content described in "S1 Own workforce", in principle, also applies to chapter "S3 Affected communities". This relevant information can be found in chapter "S1 Overview of social policies" on page 155.

Policies on affected communities

S3-1 The MM Group incorporates internationally recognised human rights in all its activities, as set out in the MM Code of Conduct, the MM Supplier Code of Conduct and the Declaration of Principles on Human Rights, with no exceptions based on geographical or ethnic origin. We pay particular attention to regions with a low Rule of Law Index in which we operate directly or have suppliers. The obligation to comply with international human rights standards is upheld even if regional legislation would legally permit a weakening. Our actions therefore meet the highest ethical standards, which protects the MM Group from both sanctions and fines.

Respect for the rights of indigenous peoples is addressed in our MM Supplier Code of Conduct and is an integral part of our Policy for Forests and Natural Ecosystems, which refers to FSC® or PEFC certificates that include respect for the rights of indigenous peoples in their principles. As part of our Policy for Forests and Natural Ecosystems, we are committed to sourcing wood responsibly. This includes ensuring that no wood is procured if it has been harvested illegally, in violation of traditional or civil rights (including those of indigenous peoples), or without securing Free, Prior and Informed Consent (FPIC).

Involvement of affected communities and remedial measures

S3-2 Responsibility for compliance with the guidelines relevant to human rights lies with our Human Rights Of-
S3-3 ficer and the purchasing organisations. In the future, the interests of the affected communities will be systematically analysed and given greater consideration when developing measures. There are various types of engagement with affected communities at local level. The managing directors of our mills are in close contact with the local authorities, for example in the context of construction measures if these lead to increased noise and pollution. The local population is also informed about measures through targeted press releases in the local media. Affected groups can also be involved at a very direct level, for example by inviting the local population to open days at the mills. Here, we give local residents and interested parties an insight into the processes at the mill site, thereby promoting transparency and trust.

Respect for the rights of indigenous peoples relates in particular to timber procurement. Strict criteria for social sustainability are met through compliance with the certification requirements (further information in chapter "E5 Resource use and circular economy"). This includes respecting the right of indigenous peoples to free, prior and informed consent (FPIC). Dialogue with indigenous peoples thus takes place indirectly, as it is based on interaction with the forest certification organisations. The effectiveness of engagement with affected communities is assessed by analysing complaints received through our MM Integrity Line and through internal processes at a mill or plant.

We have two procedures in place to identify and assess potential human and employee rights violations in our value chain. One is the MM Integrity Line, a publicly accessible channel for all our internal and external stakeholders to raise concerns. Secondly, we have implemented an artificial-intelligence-based supply chain risk management tool to monitor risk incidents in our supply chain using a 360° risk scoring model. Both processes are an important part of our negative impact remediation process and are described in more detail in the chapter "G1 Governance" on page 173. The processes for remediating negative impacts are based on the OECD due diligence process. In 2024, no incidents were identified in relation to affected communities that would have required remedial action. In the event of incidents, the appropriate remedial measures are reviewed on an individual basis.

This gives us insight into the nature of the complaints and whether they specifically affect local and vulnerable communities. We are planning further analysis to determine the extent to which these communities use these channels. We are also in close contact with our suppliers regarding legal requirements such as the EUDR and certifications such as FSC® or PEFC. As all mills of the MM Board & Paper division are certified for responsible forest management (see "E5 Resource use and circular economy", page 148), we ensure that human rights are respected along the forestry supply chain. The forestry supply chain is of particular importance in this context, as it can overlap with the rights of indigenous peoples.

Actions and measures

In the context of investment projects, assessments are currently carried out in accordance with the mini- S3-2
mum requirements for social protection measures in order to avoid negative impacts on affected commu- S3-3
nities (see also chapter "Information on the EU taxonomy", page 122). S3-4

In 2024, various measures were taken to manage significant risks in connection with affected communities. To this end, a Responsible Sourcing department was set up in 2024. Based on the results of the 360° risk score model, the existing process will be further developed in 2025 to determine which measures are required in response to a specific actual or potential negative impact on affected communities. To minimise future risks, an even stronger integration of responsible sourcing measures into our purchasing activities is planned.

No significant CapEx investments were made in 2024 and no significant CapEx investments are planned for this area in the future either. Incurred OpEx expenses are already included in the general OpEx budget and are therefore not reported separately here.

Targets

S3-5	Target	Scope	Value base year	Value 2024	Comment on the progress
	Ensure that there are no serious human rights violations in relation to the affected communities	Own operation and value chain	0 (2023)	0	On track

The goal was defined with the involvement of internal interest groups. Direct involvement of external stakeholders in general and affected communities in particular is planned for the coming years. Target achievement is monitored via internal reporting, internal audits and supply chain risk management tools.

6.11 S4 Consumers and end users

Management of impacts, risks and opportunities

Management approach
The MM Group's products are used in various packaging applications, including food, pharmaceuticals, personal care products and tobacco. This means consumers may come into contact with MM's products and be exposed to potential risks. MM produces packaging for a wide range of products, from breakfast foods and frozen goods to luxury boxes for bottles. Food contact regulations apply universally, except for primary packaging for infants and young children, which has additional requirements. However, MM does not currently produce such packaging. Since MM's customers operate globally, its products are accessible to consumers worldwide without regional restrictions.

Our cartonboard products facilitate communication between manufacturers (MM customers) and end consumers of food and pharmaceuticals. Clear legibility and a high-quality surface are essential, as errors could lead to illegibility or misinformation. Constant monitoring of regulations is crucial, as non-compliance poses significant risks. New requirements may necessitate changes to products and production processes, leading to increased investment needs. However, new technologies can provide competitive advantages, particularly in counterfeit protection. While MM products protect packaged goods from external influences, they may also pose a risk of substance migration. Complaints related to this could result in product recalls, financial losses and reputational damage.

For packaging used with food for infants and young children, additional precautions must be taken regarding migrating substances. Ultimately, the manufacturer (MM customer) is responsible for ensuring compliance.

Description of impacts, risks and opportunities

In the context of MM Group's impacts, risks and opportunities (IROs), information-related and safety-related aspects are particularly important. Printed folding cartons play a key role in providing essential product information to consumers, including ingredients, usage instructions and safety precautions. This ensures that consumers are well-informed about the products they purchase. However, misprints or illegible packaging could lead to negative impacts by obscuring critical product information. On the other hand, opportunities arise from combating illegal trade through measures that prevent counterfeit products and protect legitimate goods from infringement. Risks stem from evolving legal and regulatory requirements which may necessitate new processes and investments in updated machinery.

Regarding personal safety, packaging serves as a crucial barrier against external influences such as light, moisture and contamination. It helps maintain product quality and safety, ensuring that consumers receive goods that meet their expectations. A potential negative impact could occur if substances migrate from the packaging into food or if contamination occurs, posing health risks. Such incidents could also lead to reputational damage for MM Group.

Policies

Overview of social policies
The content described in "S1 Own workforce", in principle, also applies to "S4 Consumers and end users". The respective information can be found in the chapter on "S1 Overview of social policies" on page 155.

Policies on consumers and end users
Our MM Code of Conduct requires us to ensure that our products comply with relevant legal and industry- S4-1
specific standards while meeting our customers' high expectations for continuous quality, product and food safety. Product safety and quality for the MM Group's consumers are governed by respective certified management systems. The material impacts, risks and opportunities (IROs) identified in our materiality assessment are addressed in the MM Code of Conduct, MM Supplier Code of Conduct, quality agreements with suppliers, customer quality requirements and local quality policies. We emphasise the highest quality and safety standards, particularly in food safety, by maintaining strict hygiene practices at MM production sites. We also expect our suppliers to adhere to these standards, as outlined in the MM Supplier Code of Conduct and supplier quality agreements.

Going forward, MM Group will establish a Group-wide quality policy in addition to existing local guidelines. This policy aims to minimise environmental impacts, prevent risks to human health, and assure consumers that our products are produced sustainably and safely.

Involvement of consumers and end users and remedial measures

S4-2 The MM Group is not directly connected to consumers. Instead, manufacturers (MM customers) interact with consumers through their own processes to assess specific requirements and needs, often via customer surveys. As a result, MM's processes focus on providing customers with all relevant information to enable the safe manufacturing and marketing of products.

Consumers are generally not informed about the origin of the cartonboard and packaging materials. However, MM Group offers a reporting mechanism - the MM Integrity Line on its website - where individuals can
S4-3 report risks, incidents, or other concerns that may negatively impact human health or the environment.

In customer-related incidents, the primary point of contact is typically the sales representative or customer service. Defined claim management processes are in place for handling customer-specific remedial measures, including tracking and monitoring their effectiveness. These measures are outlined in contracts and agreements tailored to each customer.

Actions and measures

S4-4 The Group Product Safety department continuously monitors regulations related to food-contact materials, critical substances and product safety developments. Raw materials and components are carefully selected with their intended use in mind. A standardised approval and release process for all product-relevant chemicals is in place to minimise the risk of hazardous substance transfer. Good manufacturing practices (GMP) are implemented across all sites to mitigate risks associated with MM's products.

MM maintains close contact with national authorities, testing laboratories and international industry bodies to assess, monitor and implement the latest product safety developments in a timely manner. Relevant changes are communicated by Group Product Safety to internal stakeholders, including the Management Board, relevant departments and production sites, as well as to external stakeholders, such as customers. This proactive approach allows MM to collaborate with suppliers and prepare in advance for any necessary product or process adjustments. As a result, MM ensures that only legally compliant and safe products are brought to market, meeting the high expectations of its customers. This is verified through testing conducted by accredited external laboratories.

In the event of customer complaints, a root cause analysis is conducted, and a reliable, safe solution is developed in collaboration with suppliers and external institutions. These processes are continuously updated to align with evolving legal requirements and customer expectations, necessitating ongoing adjustments.

No significant capital expenditures (CapEx) were made in this area in 2024, nor are any major CapEx investments planned for the future. Operational expenditures (OpEx) for this area are already included in the general OpEx budget and are therefore not reported separately.

Targets

The MM Group is working to establish results-oriented targets for 'S4 Consumers and End Users' by 2025. S4-5
However, the effectiveness of its strategies and measures is continuously monitored and improved through qualitative indicators, such as regular compliance checks.

6.12 G1 Governance

Management of impacts, risks and opportunities

Management approach
The objective of MM Group is to sustainably increase the Company's value through responsible corporate action, in full compliance with legal provisions, industry standards and the universal principles of the United Nations Global Compact, particularly in the areas of legal compliance, human rights and labour standards.

The MM Group's strategy to achieve these goals is to define core values and embed them into all business
activities. To foster a strong corporate culture, the MM Group regularly communicates and reinforces its G1-1
four key values — responsibility, collaboration, results-orientation and passion — through training, internal communication initiatives, conferences and events. These values serve as the foundation for the MM Group's strategic pillars, purpose and mission. By integrating these values into key corporate activities, the MM Group ensures they remain central to both day-to-day operations and long-term strategy. To continuously evaluate and enhance corporate culture, the MM Group actively promotes open dialogue and encourages participation at all levels of the organisation.

Description of impacts, risks and opportunities

Corporate culture
Our MM Message House approach, which incorporates our corporate purpose - 'Leading in consumer packaging using renewable resources' -, fosters a unifying corporate culture that positively impacts all employees. Its goal is to enable people to 'live a better life on a better planet'. The MM Message House presents a valuable opportunity, as its clear values - particularly the emphasis on collaboration - can strengthen relationships with customers and suppliers. This can enhance innovation potential and positively impact sales. However, the high expectations set within the MM Message House may be demanding for employees, potentially leading to increased stress levels and related challenges.

Protection of whistleblowers
The institutionalisation of whistleblower protection within the MM Group through the digital MM Integrity Line has a positive impact on potential whistleblowers. The tool's anonymity, ease of use and low-threshold access have helped build trust among whistleblowers. However, insufficient communication about the MM Integrity Line could negatively impact its effectiveness, as a lack of awareness may prevent employees from utilising the tool. The successful integration of the MM Integrity Line ensures that grievances can be addressed internally before becoming public, thereby protecting the MM Group's reputation. Conversely, if the tool does not function properly or awareness remains low, there is a risk of reputational damage and potential sanctions against the MM Group.

Management of supplier relations

G1-2 Improper management of supplier relations, including payment practices, could negatively impact suppliers contracting with the MM Group. Potential issues include increased administrative costs for suppliers due to reviews and audits, the promotion of a centralised purchasing structure that may exert price pressure and internal compliance processes (e.g., know-your-supplier/KYS) taking precedence over timely contract fulfilment. Effective supplier management - through careful selection and audits - should be seen as an opportunity, as it enhances supplier availability and ensures a steady supply of raw materials. However, an excessive focus on internal compliance, particularly strict adherence to KYS processes, may negatively affect supplier relations. This could impair supplier availability, especially in a less resilient supply chain, potentially disrupting the supply of raw materials or other critical input factors.

Corruption and Bribery

Our sensitivity in handling corruption and bribery is seen as a positive impact, as it enables us to enhance transparency and efficiency while strengthening the trust of other businesses and society in our activities. Conversely, improper handling of corruption and bribery could negatively impact the environment, society or the MM Group itself. The MM Group sees maintaining a strict and transparent corporate culture regarding anti-corruption and bribery as an opportunity. This approach can provide competitive advantages, including greater customer trust and higher employee satisfaction, ultimately contributing to increased sales. However, non-compliance with social expectations, industry practices, standards and codes of conduct related to anti-corruption and bribery laws poses a significant risk and could result in reputational damage and the potential loss of business partners.

Policies

G1-1 The MM Group places high expectations on the responsible behaviour and integrity of all its employees, customers, suppliers, service providers, and other contractual partners. Clear and comprehensive principles are an integral part of the Company's strategy for achieving governance and compliance objectives while effectively managing material impacts, risks and opportunities related to business conduct and corporate culture. The Company's policies and strict compliance measures are designed to mitigate risks, manage identified impacts, and capitalise on opportunities. These policies apply to all fully consolidated MM Group companies, covering both upstream and downstream value chains without geographical exceptions. The guidelines are approved by the Management Board.

The principles and core values of the MM Group's business conduct promote mutual trust as the foundation for collaborative and constructive relationships - both within the Company and with business partners. The MM Code of Conduct, introduced in 2023, formalises MM Group's commitment to respecting human rights, adhering to the OECD Guidelines for Multinational Enterprises, the UN Global Compact Principles and the ILO Core Labour Standards along its entire supply chain. The MM Code of Conduct and the MM Supplier Code of Conduct are publicly available on the MM Group's website. Compliance with these standards is a mandatory element of all contractual relationships with trading partners across the value chain.

In addition to these codes, 18 internal Group Organisational Guidelines further support the MM Group's compliance framework. These guidelines can be accessed by all employees via the Company intranet and are directed at team leaders, who ensure their implementation within their respective organisational units. Furthermore, the core principles of MM Group's Anti-Bribery and Corruption (ABC) Policy are also published on the Company's website.

To ensure awareness and understanding of these principles, the Management Board and the Compliance department, as part of the Legal department, oversee continuous communication efforts and a structured training program.

The compliance training plan includes both online training (via the MM-Academy) and face-to-face training. The MM Group's training approach is structured in such a way that training is allocated according to a risk-based approach, taking into account the specific responsibilities and roles of employees and representatives. Online anti-corruption and anti-bribery training is mandatory for all employees and must be completed once a year, with training regularly updated to reflect relevant developments. Sanctions compliance training must be completed annually by specific target groups. The completion of this training by all persons for whom this training is mandatory is consistently monitored. In addition, (face-to-face) training courses and workshops on anti-corruption and anti-bribery, competition law, sanctions and export controls and business ethics are organised for specific target groups and tailored to specific situations.

Actions and measures

The MM Group stands for responsible corporate governance. Guided by the principles of integrity, honesty and transparency, we are committed to upholding the highest possible standards in quality, safety and sustainability. Misconduct within the MM Group - particularly systematic misconduct - has never been tolerated in the past and will not be tolerated in the future.

To ensure compliance with internal guidelines, the Internal Audit department conducts risk-based audits, focusing on operational processes. It reports directly to the Management Board and is authorised to communicate with the Audit Committee. G1-3

The MM Group operates the MM Integrity Line, a whistleblower system that is actively promoted through various channels, including office screens, the intranet, and as a key component of the onboarding process. For external stakeholders, the MM Integrity Line is an integral part of the MM Code of Conduct. To institutionalise and emphasise whistleblower protection, a dedicated guideline was introduced to provide clear and well-defined information on reporting processes and whistleblower protection. These measures help mitigate risks related to the potential malfunction or lack of awareness of the MM Integrity Line. The MM Group encourages all employees and stakeholders to report misconduct through this system. The Legal department is responsible for its conceptual implementation, while the Internal Audit department handles initial responses and follow-up measures, involving local whistleblower teams as required by law. Regular coordination between Internal Audit, the Legal department and local whistleblower teams ensures a streamlined investigation process.

All reports are handled and investigated thoroughly and according to a strict procedure. Reports are treated as strictly confidential in accordance with the Whistleblowing Policy and the Whistleblowing System Guidelines and are subject to our Data Protection Policy. Whistleblowers may remain anonymous to ensure the best possible protection against retaliation. All whistleblowers acting in good faith are protected from retaliation, even if no wrongdoing is ultimately proven. This protection also applies to third parties who assist in the investigation. Anyone who retaliates against such whistleblowers will be subject to disciplinary action. These measures address and monitor the identified potential impacts on whistleblower protection.

G1-1 The MM Group employs an AI-based supply chain risk monitoring tool to assess potential social and environmental risks and incidents. At the core of this tool is a 360° risk-scoring model that evaluates business partners based on industry and regional risks, previous incidents and annual spending. Suppliers are categorised accordingly, and institutionalised assessments will be conducted from 2025 onward. In case of an incident, MM Group immediately contacts the suppliers affected and takes appropriate action based on the severity of the issue.

G1-3 In 2024, MM Group implemented several measures to prevent and detect corruption and bribery in all forms, addressing not only actual incidents but also allegations. A key step was the rollout of a comprehensive Anti-Bribery and Corruption (ABC) Guideline, aligned with the United Nations Convention Against Corruption and the UN Guide for Anti-Corruption Policies. This guideline has been implemented across all MM Group entities, and team leaders are required to enforce its procedures in all business processes. The ABC Guideline mandates principles such as dual control, transparency and documentation for all business decisions. It also establishes a strict approval process for gifts and hospitality, setting a Group-wide threshold with possible local adjustments. An approval tool for gifts and entertainment has been introduced to monitor such exchanges, with a firm prohibition on offering gifts or hospitality to public officials. Additionally, MM Group launched a Conflicts of Interest Portal in 2024 to monitor and mitigate risks associated with potential conflicts of interest. The Management Board and Supervisory Board are regularly updated on any irregularities or developments. These measures aim to mitigate identified risks while leveraging opportunities from ethical, corruption-free business practices.

The Legal department's Compliance team is responsible for implementing and maintaining these measures. Internal Audit, as part of its risk-based audit approach, regularly reviews compliance with the ABC Guideline, investigates irregularities, and ensures that any corruption or bribery allegations are promptly addressed. Any identified risks or negative effects are immediately recorded and managed.

As part of its broad-based compliance approach, MM Group introduced mandatory anti-corruption and anti-bribery training in 2023/2024, covering rules for gifts, invitations and approval procedures. This training is compulsory for all employees and representatives with an MM email address and will continue annually as per the training plan.

MM Group recognises that prioritising due diligence in supplier relations may present challenges but actively fosters strong partnerships based on mutual trust. To ensure sustainability standards along the entire supply chain, suppliers are required to adhere to the MM Supplier Code of Conduct, which reinforces commitments to human rights, the OECD Guidelines for Multinational Enterprises, the UN Global Compact Principles, and ILO Core Labour Standards. In 2024, MM Group further developed supplier monitoring, with plans for continued expansion in 2025. This includes a risk-based approach to supplier background assessments, incorporating environmental and social criteria. The AI-based supply chain risk management tool plays a central role in this ongoing monitoring process. Currently, environmental and social criteria are not considered in standard supplier selection procedures, but efforts are being made to integrate them. G1-2

To standardise purchasing processes, MM Group has implemented a Sourcing Guideline applicable to all purchasing activities across the organisation. This guideline establishes that the MM Group’s General Terms and Conditions of Purchase (GTCP), which are updated periodically, form the legal basis for supplier relations unless agreed otherwise. The GTCP define clear payment terms and deadlines, with the possibility of negotiated contract terms, including late payment fees and incentives for shorter payment periods. The process ensures that all supplier payment terms are either contractually agreed upon or based on the GTCP.

In 2024, MM Group's average payment term was 58 days, calculated using the Days Payables Outstanding (DPO) metric. This is determined by dividing month-end trade payables by the average daily purchasing volume over the previous three months.

G1-6

At the end of each year, the number of outstanding legal disputes is reported to the Management Board and Supervisory Board. In 2024, there were no outstanding court proceedings due to payment defaults.

Regarding capital and operational expenditures, it was determined that there are no significant expenses in this area.

Targets

Target	Scope	Value base year	Value 2024	Comment on the progress
Ensure all our key suppliers commit to the MM Supplier Code of Conduct by 2030.	Supply chain	-	-	New target

This target was established based on the input of both internal and external stakeholders as part of the materiality analysis. It is measured through a 'know-your-supplier' process, which enables the clear and systematic identification of suppliers who have confirmed their acceptance of the MM Supplier Code of Conduct. This ensures transparent tracking and evaluation within the supplier network.

In the area of 'G1 Governance', the MM Group is in the process of defining results-oriented targets to be implemented by 2025. While the MM Group does not consider all topics under G1 to be inherently results-oriented, the ongoing push for digitalisation and compliance throughout the value chain will naturally lead to the definition of additional targets in this area, particularly concerning training plans and the adherence of trading partners to the MM Code of Conduct and the MM Supplier Code of Conduct.

The effectiveness of these strategies and measures is continuously monitored using both qualitative indicators, such as regular compliance checks and internal audits, and quantitative indicators, including acknowledgement campaigns and training sessions.

Metrics

KPIs for corporate management

G1-4

	2024
Risky functions covered by training programs (%)	99 %
Number of convictions for violations of anti-corruption and anti-bribery laws	0
Amount of fines for violations of anti-corruption and anti-bribery laws	0
Average number of days until payment of the invoice from the date on which the calculation of the contractual or statutory payment period begins	58
Payments in accordance with the standard payment terms (%)	100 %
Number of outstanding court proceedings due to late payment	0

Anti-corruption and anti-bribery training

	2024			
	Risk-bearing functions	Manager	Management Board	Other own employees
Scope of training				
In total	1,300	1,300	3	5,700
Total number of training participants	1,300	1,300	3	5,700
Training method and duration				
Training in the classroom	0	0	0	0
Computer-aided training	40 min	40 min	40 min	40 min
Voluntary computer-based training	0	0	0	0
Frequency				
How often training is required	yearly	yearly	yearly	yearly
Topics covered				
Definition of corruption	Yes	Yes	Yes	Yes
Guidelines	Yes	Yes	Yes	Yes
Procedure in the event of suspicion/discovery	Yes	Yes	Yes	Yes

	Number of employees to whom the training was assigned	Completion rate 2023/2024
Comprehensive training on anti-corruption and bribery (with a focus on gifts and hospitality)	7,000	95 %

6.13 Appendix

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TNFD (Task Force on Nature-related Financial disclosures)

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	A(ii) Describe the organization's processes for identifying, assessing and prioritizing nature-based dependencies, impacts, risks and opportunities in its upstream and downstream value chain(s).	**Overview:** ESRS 2; Processes for assessing the materiality of sustainability topics; Results of the materiality analysis **Detail:** ESRS E1-4; Management of impacts, risks and opportunities	128 139 142 146
	B. Describe the organization's processes for managing natural dependencies, impacts, risks and opportunities.	ESRS E1-4; Actions and measures ESRS E1-4; Management of impacts, risks and opportunities; Management approach	128 139 142 146
	C. Describe how the processes for identifying, assessing, prioritizing and monitoring nature-based risks are integrated into and influence the organization's overall risk management processes.	ESRS 2; Processes for assessing the materiality of sustainability topics ESRS E1-4; Guidelines	129 140 143 147
Key figures and targets	A. Disclosure of the metrics used by the organization to assess and manage material nature-based risks and opportunities in accordance with its strategy and risk management process.	ESRS E1-4; Actions and measures ESRS E1-4; Objectives ESRS E1-3 and E5; Metrics	130 140 143 147
	B. Disclosure of key performance indicators used by the organization to assess and manage dependencies and impacts on nature.		134, 141, 144 148
	C. Describe the objectives and targets that the organization uses to manage nature-based dependencies, impacts, risks and opportunities, and its performance against them.		135 141 144 151

EU Taxonomy Turnover KPI

Financial year	2024			Substantial contribution criteria						DNSH criteria (Do No Significant Harm)									
Economic activities	Code	Turnover	Proportion of turnover, 2024	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Minimum safeguards	Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) Turnover, 2023	Category (enabling activity)	Category (transitional activity)
Text		*T€*	*%*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*%*	*E*	*T*
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
Turnover of environmentally sustainable activities (Taxonomy-aligned (A.1)		0.00	0.00%	N	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y			
Of which Enabling		0.00	0.00%	0%	0%	0%	0%	0%	0%	Y	Y	Y	Y	Y	Y	Y		E	
Of which Transitional		0.00	0.00%	0%						Y	Y	Y	Y	Y	Y	Y			T
A.2 Taxonomy-eligible but not environmentally sustainable acitivities (not Taxonomy-aligned activities) (g)																			
				EL/N	*EL/N*	*EL/N*	*EL/N*	*EL/N*	*EL/N*										
High-efficiency co-generation of heat/cool and power from fossil gaseous fuels	CCM 4.30	6,632.00	0.16%	EL	N	N	N	N	N										
Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activitites) (A.2)		6,632.00	0.16%	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%										
A. Turnover of Taxonomy eligible activities *(A.1 + A.2)*		6,632.00	0.16%	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%										
B. TAXONOMY NON-ELIGIBLE ACTIVITIES																			
Turnover of Taxonomy-non-eligible activities		4,073,000.51	99.84%																
TOTAL		4,079,632.51	100.00%																

Proportion of turnover/Total turnover		
	Taxonomy-aligned per objective	Taxonomy-eligible per objective
CCM	0.00%	0.16%
CCA	0.00%	0.00%
WTR	0.00%	0.00%
CE	0.00%	0.00%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

EU Taxonomy CapEx KPI

Financial year 2024	2024			Substantial contribution criteria						DNSH criteria (Do No Significant Harm)									
Economic activities	Code	CapEx	Proportion of CapEx, 2024	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Minimum safeguards	Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) CapEx, 2023	Category (enabling activity)	Category (transitional activity)
Text		T€	%	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	0.00	0.00%	Y	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y	0.07%		
Freight transport services by road	CCM 6.6	0.00	0.00%	Y	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y	0.03%		
Installation, maintenance and repair of energy efficiency equipment	CCM 7.3	0.00	0.00%	Y	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y	0.01%		
Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings)	CCM 7.4	27.88	0.01%	Y	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y	0.01%	E	
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	986.91	0.41%	Y	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y	0.71%		
CapEx of environmentally sustainable activities		1,014.78	0.42%	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%	Y	Y	Y	Y	Y	Y	Y	0.83%		
thereof enabling activities		27.88	0.01%	2.75%	0.00%	0.00%	0.00%	0.00%	0.00%	Y	Y	Y	Y	Y	Y	Y	1.49%	E	
thereof transitional activities		0.00	0.00%	0.00%						Y	Y	Y	Y	Y	Y	Y	0.00%		T
A.2 Taxonomy-eligible but not environmentally sustainable acitivities (not Taxonomy-aligned activities) (g)																			
				EL/N	EL/N	EL/N	EL/N	EL/N	EL/N										
Manufacture of electrical and electronic equipment	CE 1.2	3,317.05	1.38%	N	N	N	N	EL	N										
High-efficiency co-generation of heat/cool and power from fossil gaseous fuels	CCM 4.30	5,861.78	2.45%	EL	N	N	N	N	N										
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	1,725.69	0.72%	EL	N	N	N	N	N								0.36%		
Freight transport services by road	CCM 6.6	2,588.06	1.08%	EL	N	N	N	N	N								0.44%		
Infrastructure for rail transport	CCM 6.14	245.20	0.10%	EL	N	N	N	N	N								0.01%		
Construction of new buildings	CCM 7.1	0.00	0.00%	EL	N	N	N	N	N								0.00%		
Rennovation of existing buildings	CCM 7.2	0.00	0.00%	EL	N	N	N	N	N								0.00%		
Installation, maintenance and repair of energy efficiency equipment	CCM 7.3	342.37	0.14%	EL	N	N	N	N	N								0.25%		
Acquisition and ownership of buildings	CCM 7.7	6,243.09	2.61%	EL	N	N	N	N	N								1.37%		
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activitites) (A.2)		20,323.23	8.48%	83.68%	0.00%	0.00%	0.00%	16.32%	0								2.88%		
A. CapEx of Taxonomy eligible activities (A.1 + A.2)		21,338.01	8.91%	84.45%	0.00%	0.00%	0.00%	15.55%	0								3.71%		
B. TAXONOMY NON-ELIGIBLE ACTIVITIES																			
CapEx of Taxonomy-non-eligible activities		218,262.99	91.09%																
TOTAL		239,601.00	100%																

proportion of CapEx / total CapEx		
	Taxonomy-aligned per objective	Taxonomy-eligible per objective
CCM	0.42%	7.10%
CCA	0.00%	0.00%
WTR	0.00%	0.00%
CE	0.00%	1.38%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

EU Taxonomy OpEx KPI

	2024			Substantial contribution criteria						DNSH criteria (Do No Significant Harm)									
Economic activities	Code	OpEx	Proportion of OpEx, year 2024	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Climate change mitigation	Climate change adaptation	Water	Pollution	Circular economy	Biodiversity	Minimum safeguards	Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) OpEx, 2023	Category (enabling activity)	Category (transitional activity)
Text		T€	%	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
OpEx of environmentally sustainable activities (Taxonomy-aligned (A.1)		0.00	0.00%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%		0.0%		
Of which Enabling		0.00	0.00%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	E	
Of which Transitional		0.00	0.00%								0%	0%	0%	0%	0%	0%	0%		T
A.2 Taxonomy-eligible but not environmentally sustainable acitivities (not Taxonomy-aligned activities) (g)																			
				EL/N	EL/N	EL/N	EL/N	EL/N	EL/N										
Manufacture of electrical and electronic equipment	CE 1.2	520.47	0.45%	N	N	N	N	EL	N										
High-efficiency co-generation of heat/cool and power from fossil gaseous fuels	CCM 4.30	404.37	0.35%	EL	N	N	N	N	N										
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	1,343.08	1.17%	EL	N	N	N	N	N								0.23%		
Freight transport services by road	CCM 6.6	2,668.88	2.33%	EL	N	N	N	N	N								2.28%		
Infrastructure for rail transport	CCM 6.14	979.98	0.86%	EL	N	N	N	N	N								1.32%		
Installation, maintenance and repair of energy efficiency equipment	CCM 7.3	109.23	0.10%	EL	N	N	N	N	N								0.14%		
Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings)	CCM 7.4	8.01	0.01%	EL	N	N	N	N	N								0.01%		
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	139.95	0.12%	EL	N	N	N	N	N								0.30%		
Acquisition and ownership of buildings	CCM 7.7	11,978.66	10.45%	EL	N	N	N	N	N								10.55%		
OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activitites) (A.2)		18,152.64	15.84%	99.55%	0.00%	0.00%	0.00%	0.45%	0.00%										
A. OpEx of Taxonomy eligible activities *(A.1 + A.2)*		18,152.64	15.84%	99.55%	0.00%	0.00%	0.00%	0.45%	0.00%										
B. TAXONOMY NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy-non-eligible activities		96,447.29	84.2%																
TOTAL		114,599.93	100%																

Proportion of Opex of toal OpEx		
	Taxonomy-aligned per objective	Taxonomy-eligible per objective
CCM	0.00%	15.39%
CCA	0.00%	0.00%
WTR	0.00%	0.00%
CE	0.00%	0.45%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

Notification form 1 Activities in the areas of nuclear energy and fossil gas

Line	Activities in the field of nuclear energy	Turnover	CapEx	OpEx
1.	The company is active in the research, development, demonstration and deployment of innovative power generation plants that generate energy from nuclear processes with minimal waste from the fuel cycle, finances such activities or holds risk positions in connection with these activities.	No	No	No
2.	The company is active in the construction and safe operation of new nuclear facilities for the generation of electricity or process heat - including for district heating or industrial processes such as hydrogen production - as well as in their safety improvement using the best available technologies, finances such activities or holds risk positions in connection with these activities. activities.	No	No	No
3.	The company is active in the safe operation of existing nuclear facilities for the generation of electricity or process heat - including for district heating supply or industrial processes such as hydrogen production - as well as in their safety-related improvement, finances such activities or holds risk positions in connection with these activities.	No	No	No
	Activities in the fossil gas sector			
4.	The company is active in the construction or operation of plants for the generation of electricity from fossil gaseous fuels, finances such activities or holds risk positions in connection with these activities.	No	No	No
5.	The company is active in the construction, modernization and operation of plants for combined heat, power and cooling with fossil gaseous fuels, finances such activities or holds risk positions in connection with these activities. activities.	Yes	Yes	Yes
6.	The company is active in the construction, modernization and operation of plants for heat generation that produce heat/cooling from fossil gaseous fuels, finances such activities or holds risk positions in connection with these activities.	No	No	No

Reporting form 2 Taxonomy-aligned economic activities (denominator)

Turnover - taxonomy-eligible activities that are taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	**Economic activities**	**Amount [TEUR]**	**%**	**Amount [TEUR]**	**%**	**Amount [TEUR]**	**%**
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0%	0.00	0%	0.00	0%
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0%	0.00	0%	0.00	0%
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0%	0.00	0%	0.00	0%
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0%	0.00	0%	0.00	0%
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0%	0.00	0%	0.00	0%
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0%	0.00	0%	0.00	0%
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	0.00	0%	0.00	0%	0.00	0%
8.	**Total applicable KPI**	**0.00**	**100 %**	**0.00**	**100 %**	**0.00**	**100 %**

CapEx - taxonomy-eligible activities that are taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	Economic activities	Amount [TEUR]	%	Amount [TEUR]	%	Amount [TEUR]	%
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity as defined in section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	1,014.78	100 %	0.00	0 %	0.00	0 %
8.	**Total applicable KPI**	**1,014.78**	**100 %**	**0.00**	**100 %**	**0.00**	**100 %**

OpEx - taxonomy-eligible activities that are taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	Economic activities	Amount [TEUR]	%	Amount [TEUR]	%	Amount [TEUR]	%
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	0.00	0 %	0.00	0 %	0.00	0 %
8.	**Total applicable KPI**	**0.00**	**100 %**	**0.00**	**100%**	**0.00**	**100 %**

Reporting form 3 Taxonomy-aligned economic activities (numerator)

Turnover - taxonomy-eligible activities that are taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	**Economic activities**	**Amount [TEUR]**	**%**	**Amount [TEUR]**	**%**	**Amount [TEUR]**	**%**
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	0.00	0 %	0.00	0 %	0.00	0 %
8.	**Total applicable KPI**	**0.00**	**100 %**	**0.00**	**100 %**	**0.00**	**100 %**

CapEx - taxonomy-eligible activities that are taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	Economic activities	Amount [TEUR]	%	Amount [TEUR]	%	Amount [TEUR]	%
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	1,014.78	100 %	0.00	100 %	0.00	100 %
8.	**Total applicable KPI**	**1,014.78**	**100 %**	**0.00**	**100 %**	**0.00**	**100 %**

OpEx - taxonomy-eligible activities that are taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	Economic activities	Amount [TEUR]	%	Amount [TEUR]	%	Amount [TEUR]	%
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	0.00	0 %	0.00	0 %	0.00	0 %
8.	**Total applicable KPI**	**0.00**	**100 %**	**0.00**	**100 %**	**0.00**	**100 %**

Template 4 Economic activities that are taxonomy-eligible but not taxonomy-aligned

Turnover - taxonomy-eligible activities that are not taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	Economic activities	Amount [TEUR]	%	Amount [TEUR]	%	Amount [TEUR]	%
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	6,632.00	100 %	6,632.00	100 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	0.00	0 %	0.00	0 %	0.00	0 %
8.	**Total applicable KPI**	**6,632.00**	**100 %**	**6,632.00**	**100 %**	**0.00**	**100 %**

CapEx - taxonomy-eligible activities that are not taxonomy-aligned

Line	Economic activities	Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
		Amount [TEUR]	%	Amount [TEUR]	%	Amount [TEUR]	%
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	5,861.78	34 %	5,861.78	34 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	11,144.40	71 %	11,144.40	71 %	0.00	0 %
8.	**Total applicable KPI**	**17,006.18**	**100 %**	**17,006.18**	**100 %**	**0.00**	**100 %**

OpEx - taxonomy-eligible activities that are not taxonomy-aligned

		Amount and share (in monetary amounts and as a percentage)					
		CCM + CCA		Climate protection (CCM)		Adaptation to climate change (CCA)	
Line	Economic activities	Amount [TEUR]	%	Amount [TEUR]	%	Amount [TEUR]	%
1.	Amount and share of taxonomy-aligned economic activity according to section 4.26 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0%
2.	Amount and share of taxonomy-aligned economic activity according to section 4.27 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
3.	Amount and share of taxonomy-aligned economic activity according to section 4.28 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
4.	Amount and share of taxonomy-aligned economic activity according to section 4.29 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
5.	Amount and share of taxonomy-aligned economic activity according to section 4.30 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	317.96	2 %	317.96	2 %	0.00	0 %
6.	Amount and share of taxonomy-aligned economic activity according to section 4.31 of Annexes I and II to Delegated Regulation (EU) 2021/2139 in the denominator of the applicable KPI	0.00	0 %	0.00	0 %	0.00	0 %
7.	**Amount and share of other taxonomy-aligned economic activities not listed in lines 1 to 6 in the denominator of the applicable KPI**	16,707.33	98 %	16,707.33	98 %	0.00	0 %
8.	**Total applicable KPI**	**17,025.29**	**100 %**	**17,025.29**	**100 %**	**0.00**	**100 %**

Form 5 Economic activities not eligible for the taxonomy

According to the EU taxonomy, information on non-taxonomy-eligible economic activities must be disclosed, indicating the amount and share of activities related to nuclear energy and fossil gas (4.26-4.31). Activities related to nuclear energy (4.26-4.28) and activities related to fossil gas (4.29-4.31) fall under the EU taxonomy and are therefore taxonomy-eligible. Template 5 is therefore not applicable.

7 OUTLOOK ON THE FINANCIAL YEAR 2025

This outlook reflects the assessment of the Management Board as of March 17, 2025, and does not take into consideration the effects of any acquisitions, disposals or other structural changes in 2025. Previous and subsequent forward-looking statements are subject to known as well as unknown risks and uncertainties that may result in actual events differing from the forecasts made here.

MM aims to strengthen and expand its market position in the three divisions by pursuing cost, technology and innovation leadership in the core competence areas of packaging and cartonboard. The sales focus is placed on a broadened distribution approach, innovative solutions and the substitution of plastics. Furthermore the objective is to improve profitability through cost management and structural optimisation measures. Based on the encouraging progress made to date, a comprehensive efficiency program called "Fit-for-Future" is being rolled out for the entire Group.

On the procurement markets, the situation is currently showing a rather stable development at an elevated level.

Capital expenditures in 2025 will focus primarily on improving competitiveness and increasing the share of renewable energies and are expected to amount to around EUR 300 million. The annual maintenance shutdowns for Board & Paper, which mainly affect the pulp mills in Poland and Finland, will take place primarily in the 3rd quarter of this year. The related expenses are currently estimated at around EUR 41 million (2024: EUR 26 million).

The closing of the sale of the TANN Group is expected in the first half of 2025. The aim is to use the proceeds from the sale to reduce the Group's debt.

In 2025, MM will continue to work consistently on implementing its sustainability targets. The focus here is placed on the core environmental topics of decarbonisation, water efficiency, biodiversity and waste avoidance. In the social area, the focus is on promoting occupational safety and avoiding accidents. In addition, suppliers are to be integrated even more comprehensively with regard to sustainability aspects.

With a highly competitive asset base and solid financing, MM is very well positioned to successfully navigate the persistently challenging market situation in 2025 and to create long-term added value with sustainable and innovative packaging.

Vienna, March 17, 2025

The Management Board

Peter Oswald m. p.

Roman Billiani m. p. | Franz Hiesinger m. p.

Consolidated Financial Statements

Consolidated Balance Sheets

(all amounts in thousands of EUR)	Notes	**Dec. 31, 2024**	**Dec. 31, 2023**
ASSETS			
Property, plant and equipment	6	2,024,691	2,056,030
Intangible assets including goodwill	6	906,294	1,047,746
Investments accounted for using the equity method, securities and other financial assets	8	8,251	10,776
Deferred tax assets	9	73,921	44,486
Non-current assets		**3,013,157**	**3,159,038**
Inventories	10	556,312	582,637
Trade receivables	11	282,663	384,512
Income tax receivables	9	8,502	16,284
Prepaid expenses and other current assets	12	187,359	175,886
Cash and cash equivalents	31	520,875	757,515
Assets held for sale[1)]	5	294,206	1,016
Current assets		**1,849,917**	**1,917,850**
TOTAL ASSETS		**4,863,074**	**5,076,888**
EQUITY AND LIABILITIES			
Share capital	13	80,000	80,000
Additional paid-in capital	13	172,658	172,658
Retained earnings	13	2,043,445	1,965,210
Other reserves	13	(173,967)	(210,997)
Equity attributable to shareholders of the Company		**2,122,136**	**2,006,871**
Non-controlling (minority) interests	13	6,529	5,523
Total equity		**2,128,665**	**2,012,394**
Non-current financial liabilities	14	1,505,194	1,768,942
Provisions for non-current liabilities and charges	15	98,818	119,841
Deferred tax liabilities	9	56,734	82,178
Non-current liabilities		**1,660,746**	**1,970,961**
Current financial liabilities	14	123,530	250,514
Current tax liabilities	9	19,691	25,593
Trade liabilities	16	588,130	515,272
Deferred income and other current liabilities	17	237,839	263,568
Provisions for current liabilities and charges	18	38,496	38,586
Liabilities related to assets held for sale	5	65,977	0
Current liabilities		**1,073,663**	**1,093,533**
Total liabilities		**2,734,409**	**3,064,494**
TOTAL EQUITY AND LIABILITIES		**4,863,074**	**5,076,888**

The accompanying notes are an integral part of these consolidated financial statements.
1) in the previous year the amount was recognised in the line item "Prepaid expenses and other current assets" due to immateriality

Consolidated Income Statements

(all amounts in thousands of EUR except share and per share data)	Notes	2024	2023
Sales	19	4,079,633	4,164,403
Change in goods		7,612	(69,232)
Cost of materials and purchased services	10	(2,172,898)	(2,229,741)
Personnel expenses	22	(846,629)	(840,098)
Other operating income	20	39,748	80,868
Other operating expenses	21	(688,940)	(687,190)
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		**418,526**	**419,010**
Depreciation, amortisation, impairments and write-ups	6	(228,520)	(221,376)
Operating profit		**190,006**	**197,634**
Financial income	25	27,095	8,736
Financial expenses	26	(82,862)	(58,277)
Other financial result – net	27	(19,922)	(11,402)
Profit before tax		**114,317**	**136,691**
Income tax expense	9	(3,834)	(47,628)
Profit for the year		**110,483**	**89,063**
Attributable to:			
Shareholders of the Company		108,235	87,198
Non-controlling (minority) interests	13	2,248	1,865
Profit for the year		**110,483**	**89,063**
Earnings per share for profit attributable to the shareholders of the Company during the year:			
Average number of shares outstanding	28	20,000,000	20,000,000
Earnings per share	**28**	**5.41**	**4.36**

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Comprehensive Income Statements

(all amounts in thousands of EUR)	Notes	2024	2023
Profit for the year		**110,483**	**89,063**
Other comprehensive income:			
Actuarial valuation of defined benefit pension and severance obligations	13	2,000	(4,080)
Effect of income taxes	9	(1,099)	1,221
Total of items that will not be reclassified subsequently to the income statement		**901**	**(2,859)**
Foreign currency translations[1]	13	19,206	45,590
Foreign currency translations - Recycling		712	110
Cash flow hedge - Changes in fair value	7	5,380	(59,125)
Cash flow hedge - Recycling	7	15,132	67,898
Effect of income taxes	9	(4,102)	(1,755)
Total of items that will be reclassified subsequently to the income statement		**36,328**	**52,718**
Other comprehensive income (net)		**37,229**	**49,859**
Total comprehensive income		**147,712**	**138,922**
Attributable to:			
Shareholders of the Company		145,265	137,281
Non-controlling (minority) interests	13	2,447	1,641
Total comprehensive income		**147,712**	**138,922**

The accompanying notes are an integral part of these consolidated financial statements.
[1] incl. hyperinflation adjustments of thous. EUR -2,559 (2023: thous. EUR 1,873)

Consolidated Statements of Changes in Equity

		Equity attributable to shareholders of the Company									
					Other comprehensive income						
(all amounts in thousands of EUR)	Notes	Share capital	Additional paid-in capital	Retained earnings	Foreign currency translations	Actuarial gains and losses	Cash flow hedge	**Other reserves**	**Total**	Non-controlling (minority) interests	**Total equity**
Balance at Jan. 1, 2023		**80,000**	**172,658**	**1,961,996**	**(195,981)**	**(41,366)**	**(23,733)**	**(261,080)**	**1,953,574**	**5,480**	**1,959,054**
Profit for the year		0	0	87,198	0	0	0	0	87,198	1,865	89,063
Other comprehensive income					45,923[1]	(2,859)	7,019	50,083	50,083	(224)	49,859
Total comprehensive income		**0**	**0**	**87,198**	**45,923**	**(2,859)**	**7,019**	**50,083**	**137,281**	**1,641**	**138,922**
Transactions with shareholders:											
Dividends paid	13	0	0	(84,000)	0	0	0	0	(84,000)	(1,582)	(85,582)
Change in majority interests		0	0	16	0	0	0	0	16	(16)	0
Balance at Dec. 31, 2023		**80,000**	**172,658**	**1,965,210**	**(150,058)**	**(44,225)**	**(16,714)**	**(210,997)**	**2,006,871**	**5,523**	**2,012,394**
Profit for the year		0	0	108,235	0	0	0	0	108,235	2,248	110,483
Other comprehensive income		0	0	0	19,724[1]	896	16,410	37,030	37,030	199	37,229
Total comprehensive income		**0**	**0**	**108,235**	**19,724**	**896**	**16,410**	**37,030**	**145,265**	**2,447**	**147,712**
Transactions with shareholders:											
Dividends paid	13	0	0	(30,000)	0	0	0	0	(30,000)	(1,441)	(31,441)
Balance at Dec. 31, 2024		**80,000**	**172,658**	**2,043,445**	**(130,334)**	**(43,329)**	**(304)**	**(173,967)**	**2,122,136**	**6,529**	**2,128,665**

The accompanying notes are an integral part of these consolidated financial statements.
[1] incl. hyperinflation adjustments of thous. EUR -2,559 (2023: thous. EUR 1,873)

Consolidated Cash Flow Statements

(all amounts in thousands of EUR)	Notes	2024	2023
CASH FLOW FROM OPERATING ACTIVITIES:			
Profit for the year		110,483	89,063
Adjustments to reconcile profit for the year to net cash from operating activities excluding interest and taxes paid:			
Income tax expense	9	3,834	47,628
Depreciation and amortisation of property, plant and equipment, and intangible assets	6	228,045	218,504
Impairments and write-ups of property, plant and equipment, and intangible assets[1]	6	475	2,872
Gains (losses) from disposals of property, plant and equipment, and intangible assets	20	(4,221)	(3,050)
Financial income	25	(27,095)	(8,736)
Financial expenses	26	82,862	58,277
Share of profit (loss) of other investments	27	(523)	(443)
Result from hyperinflation adjustments	27	1,985	(3,756)
Result of associated companies and joint ventures	27	(2,466)	(1,350)
Other adjustments	31	5,814	(5,701)
Net cash from profit		**399,193**	**393,308**
Changes in working capital:			
Inventories (incl. payments on account)	10	(5,962)	165,252
Trade receivables	11	80,158	313,018
Prepaid expenses and other current assets	12	(32,387)	17,387
Trade liabilities	16	120,380	(16,666)
Deferred income and other current liabilities	17	(1,617)	(18,838)
Provisions for current liabilities and charges	18	922	10,445
Changes in working capital		**161,494**	**470,598**
Cash flow from operating activities excluding interest and taxes paid		**560,687**	**863,906**
Income taxes paid		(44,390)	(77,671)
Net cash from operating activities		**516,297**	**786,235**
CASH FLOW FROM INVESTING ACTIVITIES:			
Proceeds from disposals of property, plant and equipment, and intangible assets[1]		6,797	8,864
Payments for acquisition of property, plant and equipment, and intangible assets (incl. payments on account, excl. proceeds from government grants)	16	(220,868)	(425,346)
Payments for acquisition of companies or other business entities, net of cash and cash equivalents acquired (2024: thous. EUR 0; 2023: thous. EUR 0)	5	0	(1,505)
Proceeds from disposals of securities and other financial assets		254	188
Payments for securities and other financial assets		(222)	(244)
Dividends received	27	523	443
Interest received		24,835	8,529
Other adjustments		23	21
Net cash from investing activities		**(188,658)**	**(409,050)**
CASH FLOW FROM FINANCING ACTIVITIES:			
Interest paid		(83,047)	(56,342)
Issuances of interest-bearing financial liabilities incl. factoring liabilities	31	69,469	399,709
Repayments of interest-bearing financial liabilities	31	(457,297)	(135,518)
Repayments of lease liabilities	31	(18,352)	(18,889)
Dividends paid to the shareholders of the Company	13	(30,000)	(84,000)
Dividends paid to non-controlling (minority) shareholders	13	(1,441)	(1,582)
Other adjustments		118	0
Net cash from financing activities		**(520,550)**	**103,378**
Effect of exchange rate changes on cash and cash equivalents		(12,185)	(3,111)
Change in cash and cash equivalents		**(205,096)**	**477,452**
Cash and cash equivalents at the beginning of the year (in the consolidated balance sheet)		**757,515**	**280,063**
Cash and cash equivalents at the end of the year		**552,419**	**757,515**
Less cash and cash equivalents recognised as assets according to IFRS 5	5	**(31,544)**	**0**
Cash and cash equivalents at the end of the year (in the consolidated balance sheet)		**520,875**	**757,515**

Free cash flow		**302,226**	**369,753**

The accompanying notes are an integral part of these consolidated financial statements.
[1] incl. assets held for sale

Notes to the Consolidated Financial Statements

1 BASIC INFORMATION

The MM Group
Mayr-Melnhof Karton AG and its subsidiaries ("the Group") are engaged in manufacturing and selling cartonboard, paper and folding cartons with a focus on Europe. The parent company of the Group is Mayr-Melnhof Karton AG, located at Brahmsplatz 6, 1040 Vienna, Austria. The shares of the Company are listed on the Vienna Stock Exchange.

Segment information
The Group has been divided into three operating segments since the 2nd quarter of 2024 (see note 19): MM Food & Premium Packaging, MM Pharma & Healthcare Packaging and MM Board & Paper. MM Food & Premium processes cartonboard into folding cartons, mainly for the food industry (e. g., cereals, dried foods, sugar and baked products, high-end confectionery packaging) and other consumer goods industries (e. g., cosmetics, toiletries, detergents, household goods, tobacco products and toys). MM Pharma & Healthcare Packaging processes cartonboard into folding cartons for the pharmaceutical industry. Furthermore, the product range also comprises leaflets and labels. MM Board & Paper manufactures and markets numerous grades of cartonboard, focusing on coated cartonboard produced predominantly from recycled fibres as well as virgin fibre-based cartonboard. In addition, the division's product range also includes kraft papers, uncoated fine papers and pulp.

Significant events affecting the Group's financial situation and profitability
The Group's financial situation and profitability are particularly affected by the overall challenging economic environment. Furthermore, the reclassification of assets and liabilities according to IFRS 5 due to the planned sale of the TANN Group has affected the comparability of the financial position with previous year's figures (see note 5). Additionally, as in the previous year, a positive effect on working capital resulted from the expansion of the factoring program (see notes 7 and 11).

2 PRINCIPLES OF PREPARING THE CONSOLIDATED FINANCIAL STATEMENTS

Basic accounting principles and declaration of compliance
The consolidated financial statements of Mayr-Melnhof Karton AG and its subsidiaries and notes thereto have been prepared according to section 245 a of the Austrian Commercial Code in accordance with International Financial Reporting Standards and their interpretations released by the International Accounting Standards Board "IASB" to be applied within the European Union. Additional requirements according to section 245 a paragraph 1 of the Austrian Commercial Code have been met.

The consolidated financial statements are prepared based on historical acquisition or manufacturing costs, except for certain positions that are described in the relevant notes (e. g., note 7 and 15).

The present consolidated financial statements comprise the period from January 1 to December 31, 2024 and have been signed by the Management Board and approved by the Supervisory Board on March 17, 2025.

The consolidated financial statements are reported in Euro. Unless stated otherwise, all amounts herein, except for share data and per share amounts, are specified in thousands of Euro.

Application of new and revised standards

During the preparation of the consolidated financial statements and notes thereto, relevant amendments to existing IAS and IFRS, as published in the Official Journal of the European Union no later than December 31, 2024 and with an effective date no later than this date, were taken into consideration:

Revised standards	Content	Effective
IAS 1	Classification of Liabilities as Current or Non-Current	1. 1. 2024
IAS 1	Classification of Liabilities with Covenants as Current or Non-Current	1. 1. 2024
IFRS 16	Lease Liability in a Sale and Leaseback	1. 1. 2024
IAS 7 / IFRS 17	Supplier Finance Arrangements	1. 1. 2024

The amendments to IAS 1 concern the classification of liabilities as current or non-current for the purpose of presentation on the balance sheet. In this regard, IAS 1.69 defines a set of criteria for classifying a liability as current, while all other liabilities are classified as non-current. Until the amendment, a liability had to be classified as current, among other reasons, if the reporting entity had no unconditional right to postpone settlement for at least twelve months after the balance sheet date. Due to the amendment such an unconditional right is not necessary anymore for the classification as a non-current liability. Instead, it is sufficient if there is a substantial right. If the right to postpone settlement for at least twelve months depends on certain covenants that need to be fulfilled after the balance sheet date, these covenants do not affect the presentation on the balance sheet. The assessment only considers covenants that need to be fulfilled as of the balance sheet date or beforehand. For liabilities classified as non-current that are subject to covenants needing to be fulfilled within twelve months after the balance sheet date, information must be presented in the notes that enable an assessment of the existing risks in this regard.

The amendments to IFRS 16 concern the accounting rules for sale and leaseback transactions. Here, it is clarified that the lessee must measure the lease liability following a sale in such a transaction in a manner that ensures that no gain or loss is recognized related to the right-of-use asset retained. This clarification addresses a lack of clarity that previously existed regarding the consideration of “real” variable lease payments, which, according to general rules of IFRS 16, are not to be included in the measurement of the lease liability. In case of a sale and leaseback transaction, however, this could lead to a gain or loss being recognised related to the right-of-use asset retained.

The amendments to IAS 7 and IFRS 7 do not concern the balance sheet itself but result only in an extension of the information to be presented in the notes regarding so-called supplier finance. In these arrangements, an external finance provider offers to pay the amounts that an entity owes its suppliers, with the finance provider being regularly remunerated at a later point in time. In effect, this prolongs the payment term for trade payables.

If applicable, the effective regulations were applied in the present consolidated financial statements. The above mentioned changes did not have any significant impact on the Group’s financial situation and profitability.

Furthermore, the following revised standards were endorsed by the EU until December 31, 2024; their application is, however, not yet compulsory for the financial year 2024 and they have not yet been applied voluntarily:

Revised standards	Content	Effective
IAS 21	Lack of Exchangeability	1. 1. 2025

Additionally, the following new and revised standards were published by IASB until December 31, 2024 but have not yet been endorsed by the EU:

New	Content	Effective
IFRS 18	Presentation and Disclosure in Financial Statements	1.1 .2027
IFRS 19	Subsidiaries without Public Accountability: Disclosures	1.1. 2027
Revised Standards	**Content**	**Effective**
IFRS 9, IFRS 7	Classification and Measurement of Financial Instruments	1. 1. 2026
IFRS 9, IFRS 7	Power Purchase Agreements	1. 1. 2026
	Annual Improvements to the IFRS – Vol. 11	1.1. 2026

The Group is currently evaluating the above mentioned changes, whose effects on the Group's financial situation and profitability cannot yet be conclusively assessed from today's perspective.

3 ACCOUNTING PRINCIPLES

The significant accounting and recognition principles applied in the Group are explained in the corresponding note.

Consolidation principles and methods
The consolidated financial statements and notes thereto include Mayr-Melnhof Karton AG ("the Company") and its subsidiaries. These are all companies over which the Group has control. The Group has control when it is exposed to both positive and negative variable returns of its involvement in the entity and has an influence on the amount of these variable returns. Generally, an ownership of more than 50 % of voting shares provides an entity with control. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. The criteria whether the Group has control over another entity are reviewed even when the Group holds less than 50 % of voting rights. The Group has the majority of shares and voting rights in all of its controlled entities. There are no additional agreements which rule out control.

The subsidiaries, provided that they are not of subordinate importance for the presentation of the financial situation and profitability, are consolidated as of the date on which control is transferred to the Group. They are deconsolidated on the date on which such control ceases to exist, or a subsidiary is deemed to be insignificant by the Group.

Changes in shareholdings of the Group which do not lead to a loss of control over the subsidiaries are presented only as equity transactions (change in majority interests) and therefore have no impact on the consolidated income statement.

When the Company loses control of a subsidiary, the deconsolidation gain or loss is recognised in profit or loss. This is calculated as the difference between

- the total amount of the fair value of the consideration received
- less carrying amount of net assets disposed of (including goodwill proportionately attributable to the respective CGU) plus the carrying amount of non-controlling (minority) interests.

If the disposal of a foreign operation results in a loss of control, of joint control or of significant influence, the cumulative amount recognised in the currency translation reserve at that date is reclassified to the consolidated income statement as part of the result of deconsolidation.

Non-controlling (minority) interests represent the external shareholders' proportionate share in equity and total annual result in subsidiaries of the Group. These minority interests are presented separately within equity.

Any effects of intercompany transactions are entirely eliminated.

Currency translation
Assets including goodwill and liabilities of foreign subsidiaries with a functional currency other than the Euro are translated into Euro using the average exchange rates as of the balance sheet date. Revenues and expenses are converted using average exchange rates for the year. The annual average rates are calculated as the arithmetic mean of the individual closing rates at month-end, the exchange rate of December 31 of the last year always being taken as the first closing rate. Translation differences arising from the currency translation of assets and liabilities in comparison with the previous year are recognised directly in equity. Gains and losses resulting from foreign currency transactions are recognised in the income statement as incurred.

The transactions of the Company in currencies other than the functional currency are converted using the exchange rates on the date of transaction. Monetary items in foreign currency are converted using the exchange rates on the balance sheet date. Resulting exchange rate differences as well as effects of the realisation are recognised in the income statement.

Translation differences arising in connection with monetary items that are part of a net investment in a foreign operation are initially reported as a separate component of equity and are recognised in the income statement only upon intentional repayment or disposal of the net investment. Currently there are no net investments within the Group.

The exchange rates of the relevant currencies of non-Euro participating countries used in preparing the consolidated financial statements and notes thereto were as follows:

		Exchange rate at Dec. 31, 2024	Exchange rate at Dec. 31, 2023	Annual average exchange rate 2024	Annual average exchange rate 2023
Country:	**Currency:**	**1 EUR =**	**1 EUR =**	**1 EUR =**	**1 EUR =**
Bulgaria	BGN	1.96	1.96	1.96	1.96
Canada	CAD	1.49	1.46	1.48	1.46
Chile	CLP	1,034	979	1,021	910
China	CNY	7.53	7.86	7.72	7.64
Colombia	COP	4,566	4,222	4,404	4,636
Czech Republic	CZK	25.19	24.72	25.12	23.98
Denmark	DKK	7.46	7.45	7.46	7.45
Great Britain	GBP	0.83	0.87	0.85	0.87
Hungary	HUF	411	383	396	382
Jordan	JOD	0.74	0.78	0.77	0.77
Norway	NOK	11.80	11.24	11.61	11.38
Philippines	PHP	60.47	61.47	61.99	60.22
Poland	PLN	4.27	4.35	4.31	4.54
Romania	RON	4.97	4.97	4.97	4.95
Russia	RUB	106.10	99.19	100.14	90.40
Sweden	SEK	11.46	11.10	11.42	11.45
Switzerland	CHF	0.94	0.93	0.95	0.97
Tunisia	TND	3.32	3.39	3.37	3.36
Turkey	TRY	36.74	32.57	36.74	32.57
Ukraine	UAH	43.93	42.21	43.42	39.68
United States of America	USD	1.04	1.11	1.08	1.08
Vietnam	VND	26,529	26,928	27,081	25,863

Superpak Ambalaj sanayi ve ticaret anonim sirketi applies IAS 29 “Financial Reporting in Hyperinflationary Economies”.

Adjustments resulting from the consideration of the currency devaluation of the monetary balance sheet items are reflected in profit or loss and are included in the consolidated income statement in “Other financial result – net”. The Turkish consumer price index (TÜFE, 2005=100) published by the Turkish Statistical Office (TURKSTAT) was used for this purpose. The value of the index applied at the reporting date was 2,291 and increased by 51 % compared to the previous year (January 1, 2024: 1,516).

For the year ended December 31, 2024, the adjustments from hyperinflation accounting resulted in an increase of total assets in the amount of thous. EUR 6,158 (December 31, 2023: thous EUR 6,439). This mainly results from the indexation of property, plant and equipment of thous. EUR 5,447 (December 31, 2023: thous. EUR 5,576) and inventories of thous. EUR 385 (December 31, 2023: thous. EUR 348). On the liabilities side, equity increased by thous. EUR 6,158 (December 31, 2023: thous. EUR 5,787) and deferred tax liabilities by thous. EUR 0 (December 31, 2023: thous. EUR 652). In the income statement, there was in particular an increase in cost of materials and depreciation and amortisation, which led to a negative effect on the operating profit in the amount of thous. EUR 2,365 (2023: thous. EUR 2,996). In addition, a monetary loss in the amount of thous. EUR 1,985 (2023: gain of thous. EUR 3,756) was recognised, which is included in “Other financial result – net”.

Effective as of January 1, 2023, the functional currency of MM Graphia Izmir Karton sanayi ve ticaret anonim sirketi has changed from Turkish lira to Euro.

Business combinations

All new acquisitions of subsidiaries and businesses are accounted for using the acquisition method.

The acquisition costs of the transaction classified as a business correspond to the fair values of the assets transferred and liabilities received or taken over on the acquisition date (value of consideration transferred).

The identifiable assets acquired and liabilities assumed in the course of business combinations are measured at fair value at the acquisition date. Depending on the nature and materiality of the acquisition, land, buildings and machines are basically valuated based on independent external expert reports. Intangible assets are, according to their nature and due to the complexity of identifying the fair values, measured based on reports of independent external experts or internally, applying adequate valuation methods. Any non-controlling (minority) interests in the acquiree are recognised at the non-controlling (minority) interests' proportionate share in the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

Potential contingent considerations are measured at fair value at the acquisition date. Subsequent changes in contingent consideration classified as asset or liability are also measured at fair value, and the resulting profit or loss is recognised in the profit for the year.

The excess of the consideration transferred and the amount of the non-controlling (minority) interest in the acquiree over the fair value of identifiable net assets acquired shall be capitalised as goodwill. After repeated assessment, negative goodwill shall be recognised directly in the income statement.

Assets held for sale, liabilities related to assets held for sale

In accordance with IFRS 5 (Assets Held for Sale), an asset is classified as asset held for sale if the respective carrying amount will be recovered principally through a sale transaction rather than through continuing use. A sale must be planned, realisable and highly probable within the subsequent twelve months. Immediately prior to initial classification as assets held for sale, the carrying amounts of the assets must be measured in accordance with the relevant IFRS. In case of reclassification, the assets are measured at the lower of carrying amount and fair value less costs to sell and presented separately in the balance sheet. Analogously, liabilities related to assets held for sale are presented separately in the balance sheet.

Derivative financial instruments

The Group uses derivative financial instruments to hedge risks arising from its operating activities. Financial instruments are not held for the purpose of generating a profit from short-term fluctuations in market price.

Accounting for derivative financial instruments not designated as hedge accounting

Derivative financial instruments that are not designated as hedge accounting are classified as held for trading and recognised at fair value in accordance with IFRS 9. At the balance sheet date, the fair value of open derivatives is calculated as the present value of future cash flows using currency quotations. Any gain or loss resulting from the valuation is recognised in profit or loss.

Hedge accounting

In order to reflect the economic effects of risk management activities in the area of over-the-counter hedging of commodity prices in Finland, the MM Group applies the provisions of hedge accounting according to IFRS 9. At the inception of the hedge transaction, the MM Group documents the economic relationship between the hedging instrument and the hedged item, including the risk management objectives and the underlying business strategy for undertaking the hedge. The material terms of the payments from the hedged items and hedging instruments are generally identical or opposite ("critical terms match"). Derivatives are generally initially recognised at fair value on the date a derivative contract is entered into and are measured at fair value at the end of each reporting period. Depending on the fair value (positive or negative), derivative financial instruments are recognised as other receivables or other liabilities.

If a derivative is designated as a cash flow hedge, the effective portion of the changes in fair value is recognised in other comprehensive income and accumulated in the cash flow hedge reserve. The effective portion of changes in fair value recognised in other comprehensive income is limited to the cumulative change in the fair value of the hedged item (calculated on a present value basis) since the inception of the hedge. Reclassification to the consolidated income statement takes place when the corresponding underlying transaction is recognised in profit or loss. Any ineffective amount of change in the fair value of the derivative is recognised immediately in profit or loss.

Government grants

Government grants are only recognised if there is reasonable assurance that the conditions attached to them will be met and the grants will be received. Grants related to income are recognised in the Group using the net method and deducted from the associated expenses.

4 DISCRETIONARY DECISIONS, ASSUMPTIONS AND ESTIMATES

The consolidated financial statements and the notes thereto are prepared in accordance with generally accepted accounting and recognition standards of IFRS using estimates and assumptions for certain items which affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the balance sheet date as well as the reported amounts of revenues and expenses during the reporting period and the reported values at the balance sheet date. In the process of applying the Group's accounting policies, management makes various judgments and actual values may ultimately differ from these assumptions and estimates. Estimates are obtained carefully and underlying assumptions are constantly monitored and prospectively recognised. These assumptions are based on past experience and other factors including expectations about future events that could have a financial impact on the Group and are applied appropriately under given circumstances.

The consolidated financial statements and notes thereto include the following material items, the determination of whose carrying amounts is highly dependent on the underlying assumptions and estimates:

Useful life of non-current assets
Property, plant and equipment as well as acquired intangible assets are recognised at acquisition and manufacturing costs and are depreciated/amortised on a straight-line basis over their estimated useful lives. The estimation of useful lives is based on assumptions concerning wear and tear, aging, technical standards, contract periods and changes in demand. Changes in these factors may result in a shorter or longer useful life of an asset. Hence, the carrying amount would be depreciated/amortised over the remaining shorter or longer useful life, resulting in higher or lower annual depreciation/amortisation expenses (see note 6).

In the course of the transformative acquisitions, the Group reviewed the useful lives of property, plant and equipment and intangible assets and extended the useful lives of individual items of property, plant and equipment with effect from January 1, 2023. The reasons for extending the useful lives were, on the one hand, improved materials and repair options and, on the other hand, the later replacement of production facilities due to a lack of technological progress.

Accounting of business combinations
As a consequence of company acquisitions a goodwill is reported in the consolidated balance sheet, or a negative difference (badwill) is recognised directly in the income statement after repeated assessment. As part of the initial consolidation of a company acquisition, all identifiable assets, liabilities and contingent liabilities are recognised at fair value as of the effective acquisition date. The valuation of intangible assets in particular is based on the forecast of the total expected cash flows and strongly depends on the management's assumptions regarding future developments and the underlying developments of the discount rate to be applied (see note 5).

Impairment of assets
Goodwill is tested for impairment in the course of an annual impairment test. Furthermore, a recoverability evaluation of fixed assets is performed whenever events that have occurred or circumstances that have changed indicate that the carrying amount of an asset or a group of assets exceeds its recoverable amount. During this impairment test, the evaluation of fixed assets is also based on budget, assessments of market or company-specific discount rates, expected growth rates and EBITDA margin/cost development. The assumptions involved in these calculations may change and may lead to an impairment loss in future periods (see note 6).

Other intangible assets
The Group is obliged to redeem CO_2 emission rights for carbon dioxide emissions incurred during cartonboard and paper production.

These emission rights have partly been allocated free of charge to the Group within the European Union and Norway. If this allocation is not sufficient to cover the volume of CO_2 emissions caused by the respective facility, the Group acquires further certificates on the market.

CO_2 emission rights are recognised in accordance with IAS 38 “Intangible Assets” as intangible assets in “Prepaid expenses and other current assets”, measured at cost if they are acquired in return for payment. If the rights have been allocated free of charge, they are measured at cost amounting to zero. If actual carbon dioxide emissions in the course of the reporting period exceed the amount of available emission rights at the balance sheet date, a provision for the missing certificates has to be accounted for, which is presented under the position “Provisions for current liabilities and charges” (see note 18).

Expenses from the use of emission rights acquired in return for payment as well as income from the sale of redundant emission rights are recorded in the income statement.

Assets held for sale
Whether a sale is considered highly probable and the assets (or disposal groups) concerned can be classified as assets held for sale in accordance with IFRS 5 may require judgment. Due to the absence of a more specific definition of the term “separate major line of business or geographical area of operations”, classification as a discontinued operation may also require judgment.

Income taxes
The Group operates in numerous countries and is therefore subject to a wide range of tax laws in numerous tax jurisdictions. Calculating global tax liabilities requires comprehensive assessments that may result in the actual outcome of such tax-related uncertainties differing from the original estimate and in impacts on tax liabilities and deferred taxes (see note 9).

Realisation of deferred tax assets
Deferred taxes are calculated by applying the tax rates which are effective on the balance sheet date or have essentially been legally adopted and which are expected to be valid at the time of realisation of a deferred tax asset or the settlement of a deferred tax liability as well as by evaluating the capacity of future taxable income. Future taxable results which differ from the assumptions may result in the fact that the realisation of deferred tax assets becomes improbable, and a change in estimate of deferred tax assets for the respective assets has to be recorded (see note 9).

Duration of leases

The Group determines the duration of leases based on the non-cancellable base term of the lease as well as by including the period arising from an option to extend the lease. When assessing whether there is sufficient certainty that the option to extend or terminate the lease is exercised or not, discretionary decisions are made. All relevant factors representing an economic incentive are considered. These are scrutinised and re-evaluated as circumstances change, which can result in an adjustment of the lease term and thus in adjustments of the lease liability and the right-of-use asset. The relevant assumptions for determining the useful life of significant leased offices and warehouses with unlimited agreements were adopted according to strategic objectives, location and costs. The underlying discount rate used to calculate the present value also depends on the determination of the term. For each country, currency and term of the respective leases, a base interest rate is used, which is increased by a credit spread and a country risk premium (see note 14).

Provisions for pensions, severance payments, and anniversary bonuses

The actuarial calculation of obligations regarding pensions, severance payments and anniversary bonuses is based on assumptions about discount rates, salary and pension adjustments, life expectancy and retirement age. Additionally, the probable employee turnover depending on the years of service is used for assessing anniversary bonuses. Actual outcomes may be different from these assumptions due to changes in the economic environment and market conditions and, as a consequence, can result in a significant change in non-current provision as well as equity (see note 15).

Other provisions

The recognition and valuation of other provisions is based on the best possible estimation of probability of the future resources outflow as well as experience and known circumstances as of the balance sheet date. Therefore, the actual realised resources outflow can differ from the provision amount reported on the balance sheet date (see note 15 and 18).

In connection with the Group's activities, obligations for the demolition or dismantling of facilities and for land reclamation may arise. At the time an obligation incurs, it is fully provided for by recognising the present value of future reclamation expenditures. An asset is recognised in the same amount as part of the carrying amount of the asset. The calculation of the obligation is based on best estimates. The compounding of the provisions results in an interest expense or income (in the case of a negative discounting interest rate) and increases or decreases the obligation at each balance sheet date until the dismantling of a facility. Provisions are recognised for other environmental risks and measures, if these obligations are probable and the amount of the obligation can be reasonably estimated.

Restructuring provisions are recognised in accordance with IAS 37, if a sufficiently detailed formal plan exists and the implementation of the restructuring measures has already begun or the plan has been communicated before the balance sheet date.

Financial instruments

The Group has designated hedging transactions ("cash flow hedge"), which were measured on the basis of the expected purchase volumes for underlying gas contracts and the TTF future prices available at the designation date (see note 7).

Inventories

The acquisition of Essentra Packaging in October 2022 resulted in the exploitation of synergies and the analysis and harmonisation of numerous processes. In this context, the shelf life of cartonboard was also analysed. It can be used for more than the warranty period of twelve months, provided it is stored correctly. The divisions MM Food & Premium Packaging and MM Pharma & Healthcare Packaging have the necessary storage capacities to double the usability to 24 months. With effect from January 1, 2023, the valuation allowances for cartonboard in these both divisions were therefore adjusted. Inventories older than twelve months are valued with 25 % discount. Inventories older than 24 months are written down in full.

Climate-related risks

The MM Group follows the TCFD framework (Task Force on Climate-Related Financial Disclosures) in order to integrate climate-change-related risks and opportunities into the existing reporting structures and the consolidated financial statements in the best possible way.

For the business activities of the MM Group, the progressing of climate change results in both physical risks that affect individual locations and strategic risks that can affect a business area or the entire Group.

The risks are divided into transitory and physical risks. Transitory risks include changes in available energy sources and associated emissions trading systems such as the EU Emissions Trading System (EU ETS). Physical risks relate in particular to the effects of climate change on the availability of resources such as water and forestry raw materials, which are important for paper and cartonboard production. Climate-related risks are subject to significant uncertainties and can potentially have an impact on the reported assets of the MM Group.

In order to carry out a comprehensive risk analysis and to minimise potential risks, various strategies are pursued in business planning and decision-making. On the one hand, measures are developed to reduce CO_2 emissions, which are carefully evaluated and planned. A particular focus here is placed on the way in which these measures can be integrated into business practices in order to achieve long-term environmental and economic benefits.

On the other hand, efforts are focused on securing the procurement of all key sustainable raw materials. This includes ensuring a reliable and sustainable supply chain for all raw materials that are important for the company. A proactive procurement strategy can avoid potential supply bottlenecks and reduce the risk of unforeseen price increases.

In addition, the environmental risk is further reduced through the use of forward hedging transactions for CO_2 certificates, natural gas and electricity. These hedging measures serve to control the costs and risks associated with environmental factors and ensure that the company remains stable and competitive even under difficult market conditions.

5 CHANGES IN THE CONSOLIDATED COMPANIES AND OTHER SIGNIFICANT EVENTS

5.1 Significant events in 2024

Agreement on sale of the TANN Group

Mayr-Melnhof Karton AG (MM) has agreed with Evergreen Hill Enterprise, Pte. Ltd., part of an Indonesian-based privately held group of diversified companies, on the sale of 100 % of the shares in TANN Group, headquartered in Traun, Austria, for a cash- and debt-free enterprise value of EUR 360 million. TANN Group prints on and finishes externally sourced fine paper to produce tipping paper and, as part of the MM Food & Premium Packaging division, contributes to the Group result until the sale of the investment. The transaction, which is subject to usual completion conditions and regulatory approvals, is expected to be closed in the first half-year of 2025.

Since the agreement with the buyer dated December 18, 2024, all assets and liabilities of the TANN Group have been treated as a disposal group within the meaning of IFRS 5. An impairment test of these assets and liabilities according to IFRS 5.18 immediately prior to classification as held for sale did not reveal any need for impairment. The disposal group is reported after consolidation of all intragroup assets and liabilities in the consolidated balance sheet as of December 31, 2024 under the item "Assets held for sale" or under the item "Liabilities related to assets held for sale". The composition of the two items can be seen in the following overview:

(in thousands of EUR)	Dec. 31, 2024
Assets	**283,961**
Property, plant and equipment	63,435
Intangible assets including goodwill[1)]	130,264
Investments accounted for using the equity method, securities and other financial assets	5,251
Deferred tax assets	1,770
Inventories	23,059
Trade receivables	22,368
Prepaid expenses and other current assets	6,270
Cash and cash equivalents	31,544
Liabilities	**65,977**
Deferred tax liabilities	20,548
Provisions for non-current liabilities and charges	9,021
Financial liabilities	2,359
Trade liabilities	23,466
Prepaid expenses, other current liabilities and provisions	10,583

[1)] for details on allocation of goodwill see note 6

Other changes in 2024

In addition to the TANN Group, the assets held for sale also include a land held for sale by MM Packaging Polska Sp. z o.o.

5.2 Changes in the consolidated companies in 2024

In 2024, there were further insignificant effects for the Group resulting from changes in the consolidated companies (see note 33).

5.3 Changes in the consolidated companies in 2023

Business combination Essentra Packaging

In the previous year's financial statements, the purchase price allocation for Essentra Packaging, which was acquired in October 2022, was completed within the measurement period in accordance with the provisions of IFRS 3. The review of the provisional allocation of the purchase price based on information obtained after the reporting date about the circumstances on the acquisition date led to the following adjustments with an impact on the consolidated balance sheet as of December 31, 2022.

(in thousands of EUR)	**Oct. 2, 2022**	**Adaptations**	**Oct. 2, 2022 adapted**
Property, plant and equipment	196,489	(17,499)	178,990
Intangible assets	22,716	(972)	21,744
Deferred tax assets	2,575		2,575
Inventories	52,672		52,672
Trade receivables	99,523		99,523
Prepaid expenses and other current assets	16,899		16,899
Cash and cash equivalents	13,458		13,458
Deferred tax liabilities	(23,891)	6,198	(17,693)
Provisions for non-current liabilities and charges	(12,011)		(12,011)
Financial liabilities	(21,842)		(21,842)
Trade liabilities	(68,848)		(68,848)
Prepaid expenses, other current liabilities and provisions	(35,954)	3,477	(32,477)
Net assets	**241,786**	**(8,796)**	**232,990**
Goodwill	83,349	16,362	99,711

The purchase price determined as part of the final settlement with the seller on the basis of the final net working capital amounted to thous. EUR 332,701. Accordingly, the existing reclaim from the overpayment of the purchase price at the acquisition date in the item "Prepaid expenses and other current assets" was reduced by thous. EUR 7,566 as of December 31, 2022. The adjustments listed in the table have also led to insignificant changes in the consolidated income statement and in currency translation differences as of December 31, 2022. No items in the consolidated cash flow statement were affected by this adjustment, with exception of those that were adjusted in the consolidated income statement.

Business combination Eson Pac

In the previous year's financial statements, the purchase price allocation of the Eson Pac Group acquired in April 2022 was completed within the measurement period in accordance with the provisions of IFRS 3. The review of the provisional allocation of the purchase price did not result in any adjustments. The contingent purchase price liability recognised in connection with the acquisition was paid to the seller in May 2023.

Other changes
In addition, there were further insignificant effects resulting from changes in the consolidated companies (see note 33).

5.4 Other significant events in 2023

The Cervia site of the packaging company MM Packaging Italy S.r.l., which produces folding cartons for the pharmaceutical market in Italy and Europe, was severely affected by flooding in May 2023 and had to cease operations as a result. The costs of the flooding were covered by insurance except for an insurance deductible.

In total, the Group incurred expenses of thous. EUR 31,612 from restructuring measures in the financial year 2023, in particular the closure of the Schilling site and the shutdown of Cervia, which mainly resulted from expenses for social plans in the MM Pharma & Healthcare Packaging division. There were also insignificant impairments of property, plant and equipment and inventories.

The production site Cervia was sold in 2024.

6 DEVELOPMENT OF FIXED ASSETS

6.1 Property, plant and equipment including leases

Property, plant and equipment
Property, plant and equipment are recognised at acquisition or manufacturing cost less accumulated depreciation and impairment. Depreciation expense is recognised applying the straight-line method over the following estimated useful lives:

Buildings	10 – 50 years
Technical equipment and machines	3 – 20 years
Other equipment, fixtures and fittings	3 – 20 years

The Group capitalises significant renewal investments and leasehold improvements. Generally, costs resulting in a prolongation of utilisation or in an increase in future utilisation of assets are capitalised. Current costs of maintenance and repairs are recognised as expenses as incurred.

The costs of internally generated assets include the respective direct costs as well as attributable material and manufacturing overhead costs including depreciation.

Borrowing costs that are directly attributable to the acquisition, construction or manufacturing of a qualifying asset are capitalised as part of the cost of that asset. All other borrowing costs are recognised in profit or loss in the period in which they are incurred. In the financial year 2023, in the course of comprehensive investment measures in the MM Board & Paper division, interest on borrowings in the amount of thous. EUR 1,088 were capitalised. For non-specific financing, a Group-wide interest rate of 3.2 % was applied in the previous year. In 2024, there were no borrowing costs eligible for capitalisation.

Development of property, plant and equipment 2024

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	Construction in progress	**Property, plant and equipment**
ACQUISITION OR MANUFACTURING COSTS:					
Balance at Jan. 1, 2024	**945,852**	**2,478,826**	**203,323**	**221,937**	**3,849,938**
Effect of exchange rate changes	5,393	6,426	150	1,314	13,283
Additions	20,720	120,381	15,871	80,867	237,839
Disposals	(5,703)	(35,092)	(9,484)	(24)	(50,303)
Hyperinflation adjustments	3,028	10,461	452	22	13,963
Reclassifications	16,214	163,775	8,524	(190,860)	(2,347)
Reclassifications according to IFRS 5[1]	(51,775)	(55,842)	(6,586)	(4,511)	(118,714)
Other[2]	(3,678)	0	0	0	(3,678)
Balance at Dec. 31, 2024	**930,051**	**2,688,935**	**212,250**	**108,745**	**3,939,981**
ACCUMULATED DEPRECIATION AND IMPAIRMENT:					
Balance at Jan. 1, 2024	**343,675**	**1,311,753**	**134,085**	**4,395**	**1,793,908**
Effect of exchange rate changes	1,046	1,014	88	6	2,154
Disposals	(5,695)	(32,846)	(9,110)	0	(47,651)
Depreciation/amortisation expense for the year	36,470	142,212	18,288	0	196,970
Impairments	703	0	0	0	703
Write-ups	0	0	0	(228)	(228)
Hyperinflation adjustments	2,646	9,147	327	0	12,120
Reclassifications	9	1,565	1,633	0	3,207
Reclassifications according to IFRS 5[1]	(7,892)	(33,321)	(4,680)	0	(45,893)
Balance at Dec. 31, 2024	**370,962**	**1,399,524**	**140,631**	**4,173**	**1,915,290**
NET BOOK VALUE:					
Net book value at Dec. 31, 2024	**559,089**	**1,289,411**	**71,619**	**104,572**	**2,024,691**
Net book value at Dec. 31, 2023	**602,177**	**1,167,073**	**69,238**	**217,542**	**2,056,030**

[1] see note 5
[2] includes the offsetting effect of the discounting of a long-term recultivation provision without impact on the income statement (see note 15)

Development of property, plant and equipment 2023

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	Construction in progress	**Property, plant and equipment**
ACQUISITION OR MANUFACTURING COSTS:					
Balance at Jan. 1, 2023	**889,944**	**2,219,155**	**188,824**	**220,498**	**3,518,421**
Effect of exchange rate changes	6,669	7,660	(288)	1,545	15,586
Additions	33,014	179,405	17,517	208,098	438,034
Disposals	(7,157)	(61,163)	(10,195)	(366)	(78,881)
Hyperinflation adjustments	1,908	4,035	136	1	6,080
Reclassifications	29,010	129,734	7,329	(207,839)	(41,766)
Other[1)]	(7,536)	0	0	0	(7,536)
Balance at Dec. 31, 2023	**945,852**	**2,478,826**	**203,323**	**221,937**	**3,849,938**
ACCUMULATED DEPRECIATION AND IMPAIRMENT:					
Balance at Jan. 1, 2023	**311,125**	**1,276,298**	**130,613**	**4,363**	**1,722,399**
Effect of exchange rate changes	(484)	(3,164)	(229)	1	(3,876)
Disposals	(4,354)	(59,043)	(9,780)	0	(73,177)
Depreciation/amortisation expense for the year	39,319	124,324	15,694	0	179,337
Impairments	875	5,611	54	31	6,571
Write-ups	(1,064)	(2,736)	0	0	(3,800)
Hyperinflation adjustments	133	2,441	55	0	2,629
Reclassifications	(1,875)	(31,979)	(2,321)	0	(36,175)
Balance at Dec. 31, 2023	**343,675**	**1,311,753**	**134,085**	**4,395**	**1,793,908**
NET BOOK VALUE:					
Net book value at Dec. 31, 2023	**602,177**	**1,167,073**	**69,238**	**217,542**	**2,056,030**
Net book value at Dec. 31, 2022	**578,819**	**942,857**	**58,211**	**216,135**	**1,796,022**

1) includes the offsetting effect of the discounting of a long-term recultivation provision without impact on the income statement (see note 15)

Leases

The Group is a lessee of leases. The tables present additional information on the right-of-use assets by classes of underlying assets:

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	**Property, plant and equipment**
Balance at Jan. 1, 2024	**89,823**	**9,027**	**681**	**99,531**
Effect of exchange rate changes	1,104	23	(17)	1,110
Additions	12,266	4,151	745	17,162
Disposals	0	(218)	0	(218)
Depreciation/amortisation expense for the year	(13,300)	(5,419)	(521)	(19,240)
Reclassifications according to IFRS 5[1)]	(1,469)	0	0	(1,469)
Balance at Dec. 31, 2024	**88,424**	**7,564**	**888**	**96,876**

1) see note 5

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	**Property, plant and equipment**
Balance at Jan. 1, 2023	**94,850**	**13,494**	**1,040**	**109,384**
Effect of exchange rate changes	1,537	275	22	1,834
Additions	10,223	2,614	247	13,084
Disposals	(2,296)	(436)	(9)	(2,741)
Depreciation/amortisation expense for the year	(12,724)	(6,048)	(618)	(19,390)
Impairments	(167)	(548)	0	(715)
Reclassifications	(1,600)	(324)	(1)	(1,925)
Balance at Dec. 31, 2023	**89,823**	**9,027**	**681**	**99,531**

Disposals of right-of-use assets also include contract adjustments and changes in term assumptions.

6.2 Intangible assets including goodwill

Intangible assets acquired for valuable consideration which are determined to have a finite useful life are capitalised at acquisition cost and amortised on a straight-line basis over the following estimated useful lives:

Concessions, licenses and similar rights	5 – 10 years
Customer relationships and other intangible assets	5 – 21 years

Development of intangible assets including goodwill 2024

(in thousands of EUR)	Concessions, licences and similar rights	Goodwill	Customer relationships and other intangible assets	**Intangible assets including goodwill**
ACQUISITION OR MANUFACTURING COSTS:				
Balance at Jan. 1, 2024	**113,347**	**799,673**	**302,817**	**1,215,837**
Effect of exchange rate changes	193	9,205	1,571	10,969
Additions	1,762	0	0	1,762
Disposals	(427)	0	0	(427)
Hyperinflation adjustments	276	0	0	276
Reclassifications	6,325	0	914	7,239
Reclassifications according to IFRS 5[1)]	(1,602)	(57,080)	(101,676)	(160,358)
Balance at Dec. 31, 2024	**119,874**	**751,798**	**203,626**	**1,075,298**
ACCUMULATED DEPRECIATION AND IMPAIRMENT:				
Balance at Jan. 1, 2024	**62,766**	**8,948**	**96,377**	**168,091**
Effect of exchange rate changes	111	0	27	138
Disposals	(418)	0	0	(418)
Depreciation/amortisation expense for the year	8,498	0	22,577	31,075
Hyperinflation adjustments	178	0	0	178
Reclassifications	(880)	0	914	34
Reclassifications according to IFRS 5[1)]	(1,193)	0	(28,901)	(30,094)
Balance at Dec. 31, 2024	**69,062**	**8,948**	**90,994**	**169,004**
NET BOOK VALUE:				
Net book value at Dec. 31, 2024	**50,812**	**742,850**	**112,632**	**906,294**
Net book value at Dec. 31, 2023	**50,581**	**790,725**	**206,440**	**1,047,746**

[1)] see note 5

Development of intangible assets including goodwill 2023

(in thousands of EUR)	Concessions, licences and similar rights	Goodwill	Customer relationships and other intangible assets	**Intangible assets including goodwill**
ACQUISITION OR MANUFACTURING COSTS:				
Balance at Jan. 1, 2023	**90,474**	**773,816**	**296,191**	**1,160,481**
Effect of exchange rate changes	(340)	25,948	6,626	32,234
Additions	16,345	0	0	16,345
Disposals	(236)	0	0	(236)
Hyperinflation adjustments	94	0	0	94
Reclassifications	7,010	(91)	0	6,919
Balance at Dec. 31, 2023	**113,347**	**799,673**	**302,817**	**1,215,837**
ACCUMULATED DEPRECIATION AND IMPAIRMENT:				
Balance at Jan. 1, 2023	**56,065**	**9,036**	**63,373**	**128,474**
Effect of exchange rate changes	(327)	3	1,128	804
Disposals	(236)	0	0	(236)
Depreciation/amortisation expense for the year	7,291	0	31,876	39,167
Hyperinflation adjustments	74	0	0	74
Reclassifications	(101)	(91)	0	(192)
Balance at Dec. 31, 2023	**62,766**	**8,948**	**96,377**	**168,091**
NET BOOK VALUE:				
Net book value at Dec. 31, 2023	**50,581**	**790,725**	**206,440**	**1,047,746**
Net book value at Dec. 31, 2022	**34,409**	**764,780**	**232,818**	**1,032,007**

In the financial year 2024, depreciation, amortisation and impairment expenses recorded under “Property, plant and equipment” and “Intangible assets including goodwill” amounted to thous. EUR 228,748 (2023: thous. EUR 225,075). The amortisation and impairment of the position “Intangible assets including goodwill” are recorded mainly for assets related to customer relationships as well as for software licences. For details related to impairments and write-ups please refer to note 6.3.

There was no pledge right implied on the Group’s property to secure the liabilities.

The MM Board & Paper division has started to introduce SAP as part of a realignment of the ERP landscape and will continue this project also in the next years. In this context, additions to intangible assets included thous. EUR 12,571 for software and customising in the previous year.

6.3 Recoverability of non-current assets

A recoverability evaluation of non-current assets is performed as soon as events have occurred or circumstances have changed, indicating that the carrying amount of an asset or a group of assets could exceed its recoverable amount. In such a case, the carrying amount of the asset or the group of assets is compared to the higher of fair value less costs to sell or its present value of estimated future cash flows from use of the asset. The impairment loss resulting from the comparison of the carrying amounts with the recoverable amount is allocated proportionally to the assets based on the carrying amounts of each asset. The individual assets are not to be reduced below their fair value less costs to sell. If the reason for an impairment no longer exists, a reversal has to be conducted.

Property, plant and equipment and intangible assets with a finite useful life
Property, plant and equipment and intangible assets with a finite useful life are recognised at acquisition or manufacturing cost less accumulated depreciation and impairment and depreciated over their useful lives. Based on external and internal information sources, the Group monitors events and changed circumstances indicating that those assets could have been impaired (e. g., technical or physical obsolescence of assets or unscheduled downtimes as well as changed economic circumstances).

As soon as such events have occurred or circumstances have changed, the value in use is determined for the concerned cash generating unit based on the present value of estimated future cash flows (free cash flows) before taxes using the discounted cash flow method. If and when necessary, external expert opinions for determining the fair value less costs to sell are additionally obtained. If, based on this procedure and these underlying assumptions, the recoverable amount (value in use or fair value less costs to sell) is lower than the respective book value of the group of assets, the difference is recorded as impairment.

Impairments and write-ups in the financial year 2024
As of December 31, 2024, the Group's market capitalisation amounted to thous. EUR 1,592,000 (December 31, 2023: thous. EUR 2,532,000) and the book value of equity amounted to thous. EUR 2,128,665 (December 31, 2023: thous. EUR 2,012,394). Due to this shortfall and the continuing generally difficult economic situation, the Group carried out impairment tests for all cash-generating units in the 2024 financial year. Based on the information available at that time, the Group does not expect any material negative effects on the future detailed planning calculations and cash flows of its cash-generating units and therefore there was generally no need to recognise impairment losses on property, plant and equipment.

Impairments and write-ups in the financial year 2023
Due to the generally difficult economic situation for cash-generating units in various countries, the Group performed also in 2023 an impairment test in which the persistently high energy prices as well as downtimes due to the weak order situation constituted indicators for potential impairment. Based on the information available at that time, the Group did not expect any significant negative effects on the future detailed budget and cash flows of its cash-generating units and therefore there was basically no need for impairment of property, plant and equipment.

In the MM Pharma & Healthcare Packaging division, impairment losses of thous. EUR 1,570 were recognised on property, plant and equipment in the financial year 2023, while impairment losses of thous. EUR 2,028 were reversed in the MM Food & Premium Packaging division.

In the MM Board & Paper division, impairments were recognised for individual machinery and equipment in the amount of thous. EUR 5,001 in the financial year 2023, which mainly resulted from restructuring measures. This was offset by write-ups of thous. EUR 1,771 from the revaluation to the higher fair value less cost of disposal.

In addition, impairments related to assets held for sale in the amount of thous. EUR 100 were included in the position "Depreciation, amortisation, impairments and write-ups" in the consolidated income statement.

Goodwill
Goodwill is recognised at acquisition cost and is not amortised but tested for impairment on an annual basis as of December 31 or when there is an indication that a significant impairment may exist.

Goodwill allocation
Goodwill within the Group is monitored at the level of the operating segments MM Food & Premium Packaging, MM Pharma & Healthcare Packaging and MM Board & Paper (see note 19). The impairment test is carried out at this organisational level. Goodwill is allocated to the operating segments as follows:

(in thousands of EUR)	**Dec. 31, 2024**	**Dec. 31, 2023**
Goodwill MM Food & Premium Packaging	178,438	234,670
Goodwill MM Pharma & Healthcare Packaging	101,464	98,810
Goodwill MM Board & Paper	462,948	457,245
Goodwill Group	**742,850**	**790,725**

The presentation of goodwill for the previous year was adjusted to the new corporate structure (see note 19). Goodwill was reallocated based on the ratio of the values in use of the groups of cash-generating units MM Food & Premium Packaging and MM Pharma & Healthcare Packaging. For comparison purposes, the values before the allocation for the previous year are shown here:

(in thousands of EUR)	**Dec. 31, 2023**
Goodwill MM Packaging	333,480
Goodwill MM Board & Paper	457,245
Goodwill Group	**790,725**

In addition, goodwill of the MM Food & Premium Packaging segment in the amount of thous. EUR 57,080 was reclassified to the item "Assets held for sale" in connection with the agreement to sell the TANN Group (see Note 5). To determine this amount, the value in use of the TANN Group (taking into account the disposal scenario) was compared with the value in use of the cash-generating unit MM Food & Premium Packaging and the goodwill was allocated using this ratio.

Any possible impairment will be recorded in the amount by which the book value of the respective operating segment including the respective goodwill assigned to this segment exceeds the recoverable amount. The recoverable amount is defined as the higher of value in use and fair value less cost to sell of the Group's respective cash generating units. For the impairment test, the respective recoverable amount is determined based on the calculation of value in use for each operating segment.

Calculation of value in use

Value in use is determined for the respective operating segment based on the present value of estimated future cash flows (free cash flows) before taxes using the discounted cash flow method (DCF method) based on the following underlying assumptions (parameters):

Discount rate	The discount rate represents the weighted average cost of capital (WACC) of the Group before taxes, and, for the current financial year, it amounts to 12.60 % for the segment MM Food & Premium Packaging, 9.51 % for the segment MM Pharma & Healthcare Packaging and 10.00 % for the segment MM Board & Paper. In the previous year, the calculation was based on the old business structure with a WACC of 12.50 % for the segment MM Packaging and 10.54 % for segment MM Board & Paper. Cost of equity is derived from a general risk premium for which the Group's specific risk premium is taken into consideration by applying the beta factor as well as country-specific risk indicators. The beta factor and cost of debt are derived from peer-group capital market information.
The detailed forecast period	The detailed forecast period is five years (2023: five years). The last planned year is also used for the cash flow calculation hereafter and modified using further assumptions for the terminal value.
Free cash flow	The free cash flows in the detailed forecast period are based on the estimates of the medium-term corporate planning of the three segments, which was approved by the Supervisory Board. This includes assumptions about volume and earnings developments which were derived from external forecasts, historical experience, and internal management projections of the market environment, such as material and selling prices, and internal input factors, such as investment and personnel planning.
Growth rate	For the free cash flows after the five year detailed forecast period a continuous growth rate of 1.5 % p.a. (2023: 1.5 % p.a.) including a retention rate is considered.
EBITDA margin/Cost development	Based on the current low level, the Group expects an increase in EBITDA margins in the planning period due to increased capacity utilisation and a stable fixed cost development. Planned capital expenditures are offset by depreciation and amortisation in an appropriate amount.

If, based on this procedure and these underlying assumptions, the recoverable amount (value in use) is determined to be lower than the respective book value of the cash generating operating segment including the respective goodwill assigned, the difference is recorded as impairment.

The Group has conducted its annual impairment test as of December 31, 2024 and December 31, 2023. Neither in 2024 nor in 2023 an impairment on goodwill was recognised on this basis.

Sensitivity of underlying assumptions

Regarding the underlying parameters for calculating the value in use, the above stated assumptions were met. From today's perspective, after due deliberation, no significant changes of one or more underlying assumptions used for determining the value in use of all three operating segments are expected, which would result in the book value of the respective operating segments including goodwill assigned to this segment exceeding the recoverable amount in the following financial year.

The respective pre-tax discount rate according to which the value in use would equal the book value as of December 31, 2024 amounts to 15.24 % for the operating segment MM Food & Premium Packaging, 16.05 % for the operating segment MM Pharma & Healthcare Packaging as well as 13.01 % for the operating segment MM Board & Paper. Based on the old business structure, the pre-tax discount rate as of December 31, 2023 amounted to 14.52 % for the operating segment MM Packaging and 12.76% for the operating segment MM Board & Paper.

A decrease in free cash flows by 10.0 % points or in growth rate by 0.5 % points would not have led to any impairment as of December 31, 2024 for all three operating segments.

Further sensitivity analyses of reasonably possible changes in the underlying assumptions of the CGUs MM Food & Premium Packaging and MM Pharma & Healthcare Packaging as well as MM Board & Paper included:

- 10 % price increase for cartonboard or 20 % increase in energy costs in the CGU MM Food & Premium Packaging.
- 10 % price increase for cartonboard or 20 % increase in energy costs in the CGU MM Pharma & Healthcare Packaging.
- 10 % price increase for fibres or 20 % increase in energy costs in the CGU MM Board & Paper.

None of these sensitivity analyses resulted in the need for impairment.

For more details on climate-related risks please refer to note 4.

7 FINANCIAL INSTRUMENTS DISCLOSURES

7.1 Classification and measurement of financial instruments

Financial instruments comprise financial assets and financial liabilities and are recognised in different categories which determine the respective measurement method and thus also the resulting type of income and expense. Below, the financial instruments are assigned to the respective categories. Afterwards, the carrying amounts included in the balance sheet that correspond to the respective categories are presented. In conclusion, the income and expenses resulting from the different categories are shown.

Financial assets of the Group comprise securities, other financial assets, loans, trade receivables, other receivables and assets (except for certain positions which do not represent financial instruments, such as receivables regarding taxes and other charges), cash and cash equivalents as well as derivative financial instruments with a positive balance.

Financial assets are classified and measured as follows:

Category	**Examples in MM Group**
At amortised cost	Trade receivables, cash and cash equivalents
At fair value through other comprehensive income	Trade receivables in connection with factoring agreements
At fair value through profit or loss	Derivatives

The categories of financial assets are explained in greater detail below.

A financial asset shall be measured at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows.
- The contractual terms of the financial asset give rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding.

The Group classifies trade accounts receivable that are not sold to banks as part of factoring agreements and all other financial receivables in this category. In addition, all cash and cash equivalents, such as fixed deposits, are classified in this measurement category.

A debt instrument that meets the following two conditions is measured at fair value through other comprehensive income (as items that will subsequently be reclassified to the income statement):

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- On specified dates, the contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Some of the Group's trade receivables are sold to banks as part of factoring agreements (see note 7.2). That part of the receivables portfolio as of December 31, 2024 that is offered to banks at nominal value after this reporting date, is measured at fair value through other comprehensive income. Measurement at fair value has no material impact on the consolidated financial statements. For this reason, it is assumed that the fair value corresponds to the previous measurement standard of amortised cost.

The Group does not hold any other debt instruments that are measured at fair value through other comprehensive income.

A financial asset that is not measured at amortised cost or at fair value through other comprehensive income shall be valued at fair value through profit or loss. This includes, for example, debt instruments held which do not meet the two business model conditions (e. g., trading portfolio) and/or whose cash flows are not solely payments of principal and interest.

Investments in equity instruments (shareholdings) are basically measured at fair value through profit or loss, if, at their initial recognition, they are not irrevocably designated as at fair value through other comprehensive income, provided that they are not held for trading. However, in limited circumstances, cost may be an appropriate estimate of fair value for (non-listed) equity instruments. This may be the case if insufficient current information is available to measure fair value or if there is a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range. In the Group, there are equity investments in unconsolidated companies. In general, these are to be measured at fair value. The acquisition costs, however, represent an appropriate estimate of fair value. Due to the minor importance of these entities, particularly with regard to their low business volume and their significance for the Group, fair value has not been calculated.

In the Group, derivative financial assets with a positive fair value and certain securities are classified as at fair value through profit or loss.

Recognition and derecognition
A regular purchase or sale of financial assets is recognised using the trade date, i. e., the day on which the Group commits itself to purchasing or selling the asset. Financial assets are derecognised when the rights for payment have been transferred or expired and the Group has transferred considerable risks and rewards associated with ownership.

Measurement
Financial assets classified in the category "at amortised cost" are initially measured at fair value plus transaction costs. At their initial recognition, trade receivables are measured at their transaction price, if they do not contain a significant financing component. In the Group, financial assets are not valued in accordance with the effective interest rate method, thus there is no result recorded from this method in the comprehensive income.

Financial assets classified as "at fair value through profit or loss" are first measured at their fair value; associated transaction costs are directly recognised in profit and loss.

In subsequent periods, financial assets are evaluated either at amortised costs or at their fair value through profit and loss.

Impairment
Financial assets are assessed at the end of each reporting period to determine whether an impairment exists. The impairment model of IFRS 9 is based on the premise of providing for expected losses. The Group has implemented a framework for determining simplified expected credit losses from trade receivables in accordance with IFRS 9, which provides reliable results by using suitable parameters based on historical defaults. A detailed description of the model can be found in this note under section c) under credit and default risk.

The Group considers the other financial assets as insignificant regarding potential impairment.

Financial liabilities of the Group comprise interest-bearing financial liabilities incl. factoring liabilities, lease liabilities, trade liabilities, other liabilities (except for certain positions which do not represent financial instruments, such as liabilities regarding taxes and other charges) as well as derivative financial liabilities with a negative balance.

Financial liabilities are classified and measured as follows:

Category	**Examples in MM Group**
At fair value through profit or loss	Derivatives
At fair value through other comprehensive income	Gas supply contracts (cash flow hedge)
At amortised cost	Financial liabilities, trade liabilities

Financial liabilities measured at fair value through profit and loss or through other comprehensive income (OCI) are initially recorded at their fair value, transaction costs are directly recognised in profit and loss. At their initial recognition, financial liabilities valued at amortised cost are measured at their fair value net of transaction costs. A financial liability is only recognised if there is a contractual obligation and the Group cannot avoid it.

In subsequent periods, financial liabilities are evaluated either at amortised costs, using the effective interest method, or at their fair value through profit and loss or through other comprehensive income.

The following table shows in which category financial assets included in the balance sheet are recognised and by which method these financial instruments are measured:

(in thousands of EUR)	At fair value through profit and loss	At fair value through OCI	At amortised cost[2]	Total
	Carrying amount at Dec. 31, 2024			
Securities and other financial assets[1]	1,538	0	945	2,483
Trade receivables	0	34,393	248,270	282,663
Other receivables and assets incl. derivatives[3]	2,255	0	23,978	26,233
Cash and cash equivalents	0	0	520,875	520,875
Total	**3,793**	**34,393**	**794,068**	**832,254**
	Carrying amount at Dec. 31, 2023			
Securities and other financial assets[1]	1,833	0	995	2,828
Trade receivables	0	45,729	338,783	384,512
Other receivables and assets incl. derivatives[3]	2,281	0	24,660	26,941
Cash and cash equivalents	0	0	757,515	757,515
Total	**4,114**	**45,729**	**1,121,953**	**1,171,796**

[1] For measurement of "other financial assets" classified as "at fair value through profit and loss", see note 7.6.
[2] The reported amounts regarding financial assets measured at amortised cost represent a proper approximation to the fair value.
[3] see note 12

The following table shows in which category financial liabilities included in the balance sheet are recognised and by which method these financial instruments are measured:

(in thousands of EUR)	At fair value through profit and loss	At fair value through OCI	At amortised cost[1]	Total
	Carrying amount at Dec. 31, 2024			
Interest-bearing financial liabilities incl. factoring liabilities	0	0	1,527,018	1,527,018
Lease liabilities	0	0	101,706	101,706
Trade liabilities	0	0	588,130	588,130
Other liabilities incl. derivatives[2]	5,361	382	36,001	41,744
Total	**5,361**	**382**	**2,252,855**	**2,258,598**
	Carrying amount at Dec. 31, 2023			
Interest-bearing financial liabilities incl. factoring liabilities	0	0	1,916,100	1,916,100
Lease liabilities	0	0	103,356	103,356
Trade liabilities	0	0	515,272	515,272
Other liabilities incl. derivatives[2]	7,791	20,894	34,267	62,952
Total	**7,791**	**20,894**	**2,568,995**	**2,597,680**

[1] The reported amounts regarding financial liabilities measured at amortised cost represent a proper approximation to the fair value. The fair value of fixed-interest financial liabilities can be found in note 14.1.
[2] incl. interest accruals from financial liabilities (see note 17)

The following table shows the types of income and expenses from financial assets assigned to categories and measurement methods, respectively:

	At fair value through profit and loss	At amortised cost	**Total**
(in thousands of EUR)		**Income and expense 2024**	
In profit for the year	**495**	**27,021**	**27,516**
Interest/dividends received	523	27,090	27,613
Fair value/carrying amount changes	(33)	(69)	(102)
Gains/losses from disposals	5	0	5
In other comprehensive income	**0**	**0**	**0**
Change in fair value	0	0	0
Net profit/loss	**495**	**27,021**	**27,516**

		Income and expense 2023	
In profit for the year	**(1,148)**	**9,914**	**8,766**
Interest/dividends received	443	8,733	9,176
Fair value/carrying amount changes	(1,603)	1,181	(422)
Gains/losses from disposals	12	0	12
In other comprehensive income	**0**	**0**	**0**
Change in fair value	0	0	0
Net profit/loss	**(1,148)**	**9,914**	**8,766**

The following table shows the types of income and expenses from financial liabilities assigned to categories and measurement methods, respectively:

(in thousands of EUR)	At fair value through profit and loss	At fair value through OCI	At amortised cost	**Total**
		Income and expense 2024		
In profit for the year	**2,430**	**(15,132)**	**(83,039)**	**(95,741)**
Interest	0	0	(82,867)	(82,867)
Cost of materials and purchased services	0	(15,132)	0	(15,132)
Fair value/carrying amount changes	2,430	0	(172)	2,258
In other comprehensive income	**0**	**20,512**	**0**	**20,512**
Change in fair value	0	5,380	0	5,380
Cash flow hedge - recycling	0	15,132	0	15,132
Net profit/loss	**2,430**	**5,380**	**(83,039)**	**(75,229)**
		Income and expense 2023		
In profit for the year	**(5,367)**	**(67,898)**	**(58,397)**	**(131,662)**
Interest	0	0	(58,211)	(58,211)
Cost of materials and purchased services	0	(67,898)	0	(67,898)
Fair value/carrying amount changes	(5,367)	0	(186)	(5,553)
In other comprehensive income	**0**	**8,773**	**0**	**8,773**
Change in fair value	0	(59,125)	0	(59,125)
Cash flow hedge - recycling	0	67,898	0	67,898
Net profit/loss	**(5,367)**	**(59,125)**	**(58,397)**	**(122,889)**

7.2 Factoring

The Group has been recognising a factoring agreement in Finland since 2021. Trade receivables are transferred to a bank in return for cash and are derecognised in full, as the main opportunities and risks associated with the receivables sold have been transferred to the acquirer. Only an insignificant default risk remains in the Group.

In the financial years 2023 and 2024, the Group concluded further factoring agreements. In the course of these agreements trade receivables in various currencies are transferred to two banks in exchange for cash. Selected subsidiaries in Austria, Germany, Poland, France, the UK, Spain and Romania are participating in this program. The transferred receivables are fully derecognised in accordance with IFRS 9, as both opportunities and risks have been transferred to the acquirer. The default risk was transferred to the acquirers. Receivables management remains within the Group.

7.3 Derivatives

The Group recognises derivative financial instruments as financial assets or liabilities measured at their fair value. These hedging relationships established to secure cash flows or fair values related to single underlying transactions reduce the currency risk or procurement risk in the Group.

In this connection, foreign exchange forward and swap transactions are used in order to mitigate the short-term effects of exchange rate fluctuations.

The most important foreign currencies for which the Group protects itself against fluctuation effects are the British Pound, the US Dollar as well as the Euro for the companies with functional currencies other than the Euro. The changes in market values of these derivatives are recognised in "Foreign currency exchange rate gains (losses) – net" (see note 27). The settlement of these transactions and the trade are generally executed by Corporate Treasury.

As of December 31, 2024, the Group had concluded foreign exchange forward and swap contracts with a nominal value of receivables of thous. EUR 618,573 (December 31, 2023: thous. EUR 521,846) and liabilities of thous. EUR 623,143 (December 31, 2023: thous. EUR 528,059) with a negative total market value of thous. EUR 3,106 (December 31, 2023: negative total market value of thous. EUR 5,510).

The derivative financial instruments related to forward exchange contracts are recorded in the consolidated balance sheet under "Prepaid expenses and other current assets" as current assets in the amount of thous. EUR 2,255 (December 31, 2023: thous. EUR 2,281) and under "Deferred income and other current liabilities" as current liabilities in the amount of thous. EUR 5,361 (December 31, 2023: thous. EUR 7,791). Hedge accounting is not applied for these derivative financial instruments.

In the past, MM Kotkamills in Finland had been unable to consume the contractually hedged minimum purchase volumes of gas at fixed prices due to shutdowns, which had resulted in a resale of the surplus and thus the elimination of the own-use exemption. Therefore, in this context, hedging transactions had been designated ("cash flow hedge"), which had been valued based on the expected purchase volumes for underlying gas contracts and the TTF future prices available at the designation date.

As of December 31, 2024, the recognised fair values of these contracts amount to thous. EUR -382 based on the TTF future prices effective at the reporting date (December 31, 2023: thous. EUR -20,894). In the financial year 2024, the hedging relationship in Finland was realised with the planned and fixed purchase quantities. An amount of thous. EUR 15,132 (December 31, 2023: thous. EUR 67,898) was reclassified through profit or loss (recycled). The valuation effects amounted to thous. EUR 5,380 (December 31, 2023: thous. EUR -59,125), resulting in a total effect on other comprehensive income of thous. EUR 20,512 (December 31, 2023: thous. EUR 8,773). As of the balance sheet date, the thereby resulting financial liability amounted to thous. EUR 382 (December 31, 2023: thous. EUR 20,894). In this context, there were no significant ineffectivities.

7.4 Financial Risk Management

The Group is exposed to various financial risks arising from its operating activities and the structure of its financing. These financial risks include primarily credit risk, liquidity risk, currency risk and risk of interest rate changes. These risks are limited using centralised risk management which is applied throughout the Group. The identification, analysis and evaluation of financial risks as well as the decisions concerning the application of financial instruments to manage these risks are basically carried out by the Group's headquarters.

Credit and default risk
Credit risk is the risk arising from a non-fulfilment of contractual obligations by business partners, which may result in losses. The immanent risk of default of business partners resulting from the underlying transaction is widely hedged in the Group by credit risk insurance, bank guarantees, and letters of credit. The criteria to be applied for credit ratings are based on contractual agreements with credit insurance institutions and are defined by internal guidelines.

Credit and default risks are continuously monitored; existing and identifiable risks are provided for by recording appropriate allowances or provisions. For the assessment of the overall risk, existing insurance coverage, possible guarantees and letters of credit are taken into consideration. Financial instruments which may in certain cases cause a concentration of financial risks within the Group comprise primarily cash and cash equivalents and trade receivables. Trade receivables derive from a broad and diversified customer base with different credit ratings. The financial risk arising from customers is monitored by ongoing credit rating assessments. Additionally, the Group concludes credit insurance contracts in order to cover losses arising from certain potentially non-collectible receivables and goods that have already been produced.

Furthermore, the Group forms allowances based on the expected loss of the total volume of receivables. If trade accounts receivable are insured against default and if an allowance becomes necessary, only the amount not covered by insurance is to be recognised. The Group reports single or specific lump-sum allowances; at Group level, the expected credit loss model according to IFRS 9 is applied. The impairment model is based on the premise of providing for expected losses. The Group has implemented a framework for determining simplified expected credit losses from trade receivables in accordance with IFRS 9, which provides reliable results by using suitable parameters based on historical defaults. For the measurement, the Group applies a simplified approach using an allowance matrix which considers probability-weighted total credit losses ("life-time expected credit loss model"). The calculation of estimated expected credit losses is based on actual credit loss experiences over the past five years separately for the regions Europe, the Americas and the rest of the world. The inclusion of forward-looking information in the determination is taken into account by using CDS spreads for the calculation, as they reflect the future default risk. The Group considers the other financial assets as insignificant in view of a potential impairment.

As a result of the broad and diversified customer base and the existing credit insurance contracts, there is no concentrated risk of default. There are mainly trade receivables against customers with credit insurance and customers with very good creditworthiness; accordingly, bad debt losses were insignificant in the past.

The Group also uses foreign exchange forward and swap transactions. All the respective contract partners are renowned international financial institutions with which the Group has ongoing business relations. Therefore and due to the short-term maturities of these hedges, the Group considers the risk of non-fulfilment by a contract partner and the related risk of loss as low.

Money market investments are concluded with corporate banks with investment-grade ratings.

The carrying amounts of financial assets reflect the theoretical maximum default risk.

Liquidity risk
The liquidity risk is referred to as the risk of having to raise the required funds at any time in order to settle the amounts payable in due course. The Group's financing policy is oriented towards long-term financial planning and is managed centrally and monitored constantly. Based on well-timed liquidity management, sufficient liquidity of all the Group's subsidiaries is provided for by the availability of adequate cash and cash equivalents as well as unused credit lines available. The companies of the MM Group are financed mostly internally. Consequently, inter-company credit lines and a cash-pooling system with financial limits are available. Liquidity risk is thus assessed as low.

The following table shows the undiscounted future cash outflows arising from interest-bearing financial liabilities incl. factoring liabilities, lease liabilities, trade liabilities, payment obligations and payment entitlements arising from derivative financial instruments as well as interest for interest-bearing financial liabilities and lease liabilities based on the remaining maturity as of the balance sheet date or referred to the contractually agreed maturity. Outflows in the amount of the fixed gas volumes resulting from the cancellation of the own-use exemption and the thus resulting liabilities are not included because they are not taken into account as part of liquidity management.

(in thousands of EUR)	Up to 3 months	3 months up to 1 year	1 - 2 years	2 - 5 years	Over 5 years
Balance at Dec. 31, 2024					
Interest-bearing financial liabilities incl. factoring liabilities	68,654	38,364	246,375	531,625	642,000
Interest for interest-bearing financial liabilities	19,811	10,600	24,792	48,177	113,419
Lease liabilities	5,128	11,384	14,018	22,873	48,303
Interest for lease liabilities	961	2,602	2,900	6,251	19,611
Trade liabilities	584,434	3,696	0	0	0
Payment obligations from derivative financial instruments[1]	623,143	0	0	0	0
Payment entitlements for derivative financial instruments[1]	(618,573)	0	0	0	0
Balance at Dec. 31, 2023					
Interest-bearing financial liabilities incl. factoring liabilities	90,940	144,074	83,306	812,788	784,992
Interest for interest-bearing financial liabilities	23,989	24,934	42,651	84,904	145,986
Lease liabilities	4,838	10,662	11,666	23,303	52,887
Interest for lease liabilities	936	2,584	2,975	6,789	21,553
Trade liabilities	503,566	11,706	0	0	0
Payment obligations from derivative financial instruments	528,059	0	0	0	0
Payment entitlements for derivative financial instruments	(521,846)	0	0	0	0

[1] incl. payment obligations and entitlements of the TANN Group (see note 5)

Currency risk

Currency risk is the risk arising from changes in the value of financial instruments due to exchange rate fluctuations. This risk exists when business transactions are processed in currencies other than the functional (local) currency of the Company. This is particularly the case for business relations to customers and suppliers in the British Pound, the US Dollar and the Euro, from the perspective of companies which do not have the Euro as their functional currency. The respective currency risks are, as far as possible, reduced by matching business transactions in similar currencies and by price adjustment mechanisms in longer-term agreements as well as foreign exchange forward and swap transactions.

Provided that currencies related to current and non-current financial receivables and financial liabilities as of December 31, 2024 (December 31, 2023) stated below changed by the below-stated percentage ("volatility"), assuming that all other variables remained constant, the profit for the year and hence equity would have increased or decreased by the following values.

	Volatility	Impact on profit for the year and equity in thousands of EUR	
Currency		**2024**	**2023**
EUR[1]	+/- 5 %	+ / - 293	-/+ 727
GBP	+/- 5 %	+ / - 115	- /+ 118
USD	+/- 5 %	- /+ 267	- /+ 696

The currency risk was calculated including the companies of the TANN Group.
[1] From the perspective of companies which do not have the Euro as functional currency.

Interest rate risk

The interest rate risk is referred to as the risk arising from changes in market interest rates which can result in a fluctuation of the values of balance sheet items or a fluctuation in cash flows. For balance sheet items with fixed interest, the risk consists mainly in fluctuations in value (price risk); when the market interest rate changes, the (present) value of financial instruments with fixed interest payments will also change. Due to these value fluctuations, profit or loss can arise; these are particularly realised when the financial instrument is sold before maturity. For balance sheet items with a variable interest rate, there is mainly the risk of fluctuating cash flows. In case the market interest rate changes, the amount of interest receivable or payable from financial instruments with variable interest payments will also change. Such changes would alter the ongoing interest payments and thus also interest income and expense. As of December 31, 2024, the Group is financed via financial liabilities with variable as well as fixed interest rates and holds almost only financial assets with variable interest rates.

If the interest rates as of December 31, 2024 (December 31, 2023) had been higher or lower by hundred basis points (i. e., 1 %), assuming that all other variables remained constant, the profit for the year and hence equity would have increased or decreased for the whole year as follows:

	Change in interest rate	Impact on profit for the year and equity in thousands of EUR	
		2024	2023
Financial assets with variable interest	+/- 1 %	+/- 1,970	+/- 4,785
Financial liabilities with variable interest	+/- 1 %	-/+ 3,995	-/+ 7,181

7.5 Capital management

Capital employed includes the equity of the Group and interest-bearing financial liabilities less cash and cash equivalents.

Capital management aims in particular to ensure an equity-to-total-assets ratio that is appropriate for the long-term economic development of the Group, taking into consideration a continuous dividend policy, as well as to ensure the necessary liquidity reserves.

Equity and total assets as of December 31, 2024 and December 31, 2023 amounted to:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Total equity	2,128,665	2,012,394
Total assets	4,863,074	5,076,888
Equity ratio	43.8 %	39.6 %

The aim of capital management is an equity ratio ranging from 35 % to 50 %. The Company fulfils legal and statutory minimum capital requirements. Mayr-Melnhof Karton AG is subject to the minimum capital requirements of the Austrian Stock Corporation Act. The Articles of Association do not stipulate capital requirements.

Net debt is calculated as of December 31, 2024 and December 31, 2023 as follows:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Cash and cash equivalents	552,419	757,515
Financial liabilities	(1,631,083)	(2,019,456)
Net debt[1)]	**(1,078,664)**	**(1,261,941)**

[1)] incl. cash and financial liabilities of the TANN Group (see note 5)

There are financial covenants agreed with lenders on financial liabilities in the amount of thous. EUR 1,451,876. For financing agreements amounting to thous. EUR 246,875, the lender is entitled to terminate the respective financing agreement if the covenants are not complied with; for financing agreements amounting to thous. EUR 1,205,001, a breach of the covenants results in a deterioration of the margin. The financial covenants are mainly related to the equity ratio (higher than 30 %) and the net-debt-to-EBITDA ratio (lower than 4). As of the end of 2024, the equity ratio amounted to 43.8 % (December 31, 2023: 39.6 %) and the net-debt-to-EBITDA ratio to 2.6 (December 31, 2023: 2.8) and was therefore above the externally defined threshold. The threshold is monitored on a half-year basis.

7.6 Measurement at fair value

The amounts of financial assets and financial liabilities which are recognised at fair value are as follows:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Financial assets:		
Trade receivables (level 3)[1)]	34,393	45,729
Derivative financial instruments (level 2)	2,255	2,281
Securities (level 1)	0	295
Financial liabilities:		
Gas supply contracts (level 3)	382	20,894
Derivative financial instruments (level 2)	5,361	7,791

[1)] from factoring agreements, see note 7.2

Measurement methods

The Group applies the following hierarchy to determine the measurement method and to identify the fair value of financial instruments, depending on the availability of information about market prices:

Availability of information, sorted by level	Measurement method used
Level 1 – Quoted market prices are available	Measurement based on quoted market prices for similar financial instruments
Level 2 – Quoted market prices for identical instruments are not available, but all necessary measurement inputs can be derived from active markets	Measurement based on measurement methods using directly or indirectly observable market data
Level 3 – There are no (derived) market prices available	Measurement based on valuation models by using input factors, which cannot be observed on the market

The fair value of securities (level 1 measurement) is determined based on the prices quoted on active markets.

The fair value of derivative financial instruments (level 2 measurement) is mostly determined on the basis of spot prices as of the balance sheet date, taking into account forward premiums or discounts with relevant maturity.

In addition, there are financial instruments measured at fair value based on parameters for which no observable market data exist (level 3 measurement).

The valuation of the hedge of commodity price risks ("cash flow hedge") is based on the expected purchase volumes and transit costs (level 3 parameters) for underlying gas contracts in the years 2024 to 2025 and the TTF future prices available at the valuation date.

As of December 31, 2024, other financial assets classified as "at fair value through profit or loss" include investments in unconsolidated companies in the amount of thous. EUR 1,538 (December 31, 2023: thous. EUR 1,538). In general, these must be measured at fair value. However, cost represents an appropriate estimate of fair value. Due to the minor importance of these entities, particularly with regard to their low business volume and their significance to the Group, fair value has not been calculated.

8 INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD, SECURITIES AND OTHER FINANCIAL ASSETS

Investments in associated companies

Investments in associated companies in which the Group has the ability to exercise significant influence but no dominant control over their operating and financial policies are accounted for using the equity method and are primarily recognised at their acquisition costs. This is generally the case when the voting interest is between 20 % and 50 %. Additionally, the Group also has investments in associated companies which are not measured using the equity method. In general, these are to be measured at fair value. The acquisition costs, however, represent an appropriate estimate of the fair value, or the amount is immaterial for the Group.

Investments in joint ventures

Investments in joint ventures are accounted for using the equity method and are primarily recognised at their acquisition costs. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Securities

The Group measures its securities mostly at fair value through profit and loss. Premiums and accretions of discount of debt securities are allocated over their maturity period and are included in the income statement under the positions "financial income" or "financial expenses".

Securities are to be classified as non-current if they are not going to be sold or not intended to be sold within 12 months of the balance sheet date. Otherwise, they must be classified as current. Currently the Group does not hold any current securities.

Other financial assets

Other financial assets comprise other investments, loans and other financial investments. Other investments are defined as part of the category "at fair value through profit and loss". However, cost represents an appropriate estimate of the fair value and the amount is of low significance for the Group.

The carrying amounts of investments in associated companies and joint ventures, non-current securities and other financial assets consist of:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Investments in associated companies	5,768	4,217
Investments in joint ventures	0	3,731
Other investments	1,538	1,538
Liability insurance not pledged to beneficiaries	696	726
Non-current securities	198	490
Other loans	51	74
Investments accounted for using the equity method, securities and other financial assets	**8,251**	**10,776**

The Group holds 45 % of shares in Société Tunisienne des Emballages Modernes (STEM), Tunis, Tunisia (see note 33). The shares in this company represent an individually immaterial associated company that is accounted for using the equity method.

The Group holds 40 % of shares in Zhejiang TF Special Papers Co., Ltd., Quzhou City, China (see note 33), which is recognised in the position “Assets held for sale” in 2024 (see note 5) as of December 31, 2024. Decisions on relevant activities must be made unanimously. The shares in this company thus represent a joint venture that is individually immaterial and accounted for using the equity method.

The following table summarises the financial information:

	Investments in associated companies		**Investments in joint ventures**	
(in thousands of EUR)	**2024**	**2023**	**2024**	**2023**
Share of result for the year[1]	1,437	1,007	1,029	343
Share of other comprehensive income[2]	113	(93)	485	(209)
Share of total comprehensive income	**1,550**	**914**	**1,514**	**134**
Total carrying amounts of the Group's shares	**5,711**	**4,160**	**0**	**3,731**
Carrying amount - assets held for sale[3]			**4,951**	

[1] recognised in “other financial result – net”
[2] share of currency translations in the consolidated comprehensive income statement
[3] see note 5

9 INCOME TAXES

Income taxes are recognised in profit and loss unless they are associated with positions directly recognised in equity or other comprehensive income of total comprehensive income. In this case, income taxes are also recorded in equity or other comprehensive income of total comprehensive income.

Current tax expense of the period comprises current and deferred taxes and is recognised according to the tax regulations of the countries in which the subsidiaries are active and generate their taxable income.

Deferred tax assets and liabilities are recognised for all temporary differences between tax and the consolidated balance sheet. Deferred taxes are evaluated using the tax rates which are already in force on the balance sheet date or which have essentially been legally adopted and which are expected to be valid at the time of realisation of a deferred tax asset or the settlement of a deferred tax liability. Deferred tax assets are recognised only if there is a probability that sufficient taxable profit will be available for the utilisation of the deductible temporary differences. Unrecognised deferred tax entitlements are reassessed at every balance sheet date. If losses are incurred in the current period or were incurred in the previous period, deferred tax assets are only recognised in case of objective evidence of a future taxable result, as, for example, through sufficiently positive planning calculations or following an internal reorganisation of subsidiaries.

Deferred tax liabilities arising from temporary differences related to investments in subsidiaries, joint ventures and associated companies are recognised unless the Group is able to control the date of reversal and it is probable that these temporary differences will not be reversed in the foreseeable future due to this influence. This is the case for dividends within the Group that are subject to withholding tax or that are not covered by the international participation exemption, for example.

Deferred tax assets will be offset with deferred tax liabilities only if the entity has the legal right to settle on a net basis, if they are related to income taxes and if they are levied by the same tax authority on the same taxable entity or different taxable entities that intend to realise the asset and settle the liability at the same time. This applies, in particular, to subsidiaries that are part of the Austrian tax group or to entities of the MM Group that are part of a tax unity.

The effect of tax rate changes on deferred tax assets and liabilities is recognised as income tax expense or in the consolidated comprehensive income statement in the period of a tax rate change.

The Group falls within the scope of the OECD Pillar Two model rules ("Pillar Two"), the so-called global minimum taxation. Pillar Two legislation was adopted in Austria and has been effective since January 1, 2024. Pillar Two legislation was also adopted in other countries in which Group companies are domiciled with effect from January 1, 2024 at the earliest.

As of the reporting date, the Group is subject to an additional tax burden due to Pillar Two. The Group applies the mandatory exemption from the recognition of deferred taxes in connection with Pillar Two income taxes.

In accordance with the Pillar Two rules, the Group must pay an additional tax for each country in the amount of the difference between the effective tax rate and the minimum tax rate of 15 %. The Group's effective tax rate at the reporting date is lower than the global minimum tax rate of 15 %.

For the 2024 reporting period, Group companies are based in some countries where the effective tax rate is below 15 %. For some countries in which the effective tax rate is below 15 %, the Group must pay a top-up tax in Austria. This relates to jurisdictions that did not implement the Pillar Two model in the reporting period (Philippines, Puerto Rico).

The MM Group opted to apply the Transitional Country-by-Country Report (“CbCR”) Safe Harbour test; accordingly, the GloBE top-up tax in a jurisdiction is deemed to be nil if one of the following conditions are met[1]:

1. **De Minimis Test**: The jurisdiction has a CbCR revenue of less than EUR 10 million and a CbCR profit (loss) before income tax of less than EUR 1 million.
2. **Simplified Effective Tax Rate Test (ETR):** The effective tax rate is calculated in a simplified manner based on the pre-tax profit/loss reported in the CbCR and the income tax expense reported in the annual financial statements. Uncertain tax positions, if any, will be deducted from the income tax expense recognised in the financial statements.The test is considered to have been met if the multinational group of companies in the respective tax jurisdiction has a simplified effective tax rate that is at least as low as the applicable transition tax rate for the year in question. The transition tax rate for the 2024 fiscal year is 15 %.
3. **Routine Profits Rate:** The profit before taxes from CbCR is less than or equal to the amount excluded as a substance-based income exclusion (SBIE) under the GloBE provisions. The SBIE consists of 9.8 % of the posted payroll and 7.8 % of the book values of tangible fixed assets.

As a result of the Safe Harbour calculation, the following MM jurisdictions did not meet any of the above mentioned conditions: Switzerland, Spain, Ireland, Puerto Rico, the Phillipines and Turkey.

It should be noted that the jurisdictions of Puerto Rico and the Philippines have not yet implemented the Pillar Two rules into their domestic legislation. For this reason, Mayr-Melnhof Karton AG, as the ultimate parent company, is obliged to calculate and pay the top-up tax of these jurisdictions according to the Income Inclusion Rule (IIR) included in the Austrian Minimum Taxation Act. The top-up tax for Mayr-Melnhof Karton AG in the 2024 financial year amounts to thous. EUR 1,097.

MM companies in the tax jurisdictions of Switzerland, Spain, Ireland and Turkey are obliged to pay the corresponding top-up tax ampounting to thous. EUR 375 in accordance with their national GloBE Pillar Two regulations.

This information is based on the profits and tax expenses determined while preparing the consolidated financial statements in accordance with the Group accounting standard.

[1] OECD (2022), Safe Harbours and Penalty relief: Global Anti-Base Erosion Rules (Pillar Two), OECD/G20 Inclusive Framework on BEPS, OECD Publishing, Paris.

9.1 Deferred taxes recognised in the balance sheet

Deferred tax assets and liabilities due to temporary differences and tax loss carryforwards recognised in the balance sheet as of the balance sheet dates are as follows:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Intangible assets	2,589	1,181
Property, plant and equipment	14,440	15,029
Inventories	14,545	14,794
Defined benefit plans and other liabilities and charges	12,419	16,891
Loans receivable, investments and securities	8,770	9,010
Loss carryforwards	55,462	40,630
Interest carryforwards	13,937	10,670
Financial liabilities	15,929	19,096
Trade and other liabilities	16,048	21,515
Other	16,054	6,995
Gross deferred tax assets	**170,193**	**155,811**
Unrecognised deferred tax assets	(14,754)	(32,038)
Net deferred tax assets	**155,439**	**123,773**
Offset	(81,518)	(79,287)
Deferred tax assets in the balance sheet	**73,921**	**44,486**
Intangible assets	(16,677)	(41,060)
Property, plant and equipment	(94,280)	(95,830)
Inventories	(1,286)	(1,443)
Defined benefit plans and other liabilities and charges	(9,777)	(9,522)
Trade and other liabilities	(4,658)	(7,761)
Other	(11,574)	(5,849)
Net deferred tax liabilities	**(138,252)**	**(161,465)**
Offset	81,518	79,287
Deferred tax liabilities in the balance sheet	**(56,734)**	**(82,178)**

The interest carryforwards result from previously unused interest expenses due to the interest barrier regulation in Finland. The unrecognised deferred tax assets in the amount of thous. EUR 14,754 (December 31, 2023: thous. EUR 32,038) comprise thous. EUR 9,009 (December 31, 2023: thous. EUR 24,080) of unrecognised loss carryforwards.

The following table shows the expected realisation of deferred tax assets and liabilities:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Deferred tax assets, realised within 12 months	43,479	47,247
Deferred tax assets, realised after 12 months	111,960	76,526
Deferred tax assets	**155,439**	**123,773**
Deferred tax liabilities, realised within 12 months	(21,062)	(17,798)
Deferred tax liabilities, realised after 12 months	(117,190)	(143,667)
Deferred tax liabilities	**(138,252)**	**(161,465)**

Deferred tax liabilities which result from the difference between the tax carrying amount of investments and pro-rata equity (outside basis differences) were not recognised for certain subsidiaries and investments in joint ventures and associated companies, as it is probable that this temporary difference will not be dissolved in the near future. These retained earnings amounted to thous. EUR 1,400,123 at December 31, 2024 (December 31, 2023: thous. EUR 1,451,960). For retained earnings which are intended for distribution, the valuation of deferred tax liabilities was adjusted according to the applicable capital gains and withholding taxes on profit distribution.

The Group is exposed to various risks arising from its operating activities as well as from national and international regulations. After detailed analyses of potential risks, the Group assumes that due to the lack of predictability regarding the assessment by tax authorities in Austria and abroad, these uncertainties have been sufficiently covered at the time of preparing the financial statements.

9.2 Tax loss carryforwards

An overview of the Group's tax loss carryforwards as of the respective balance sheet dates is presented below:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Loss carryforwards with expiration	83,901	59,169
Loss carryforwards with no expiration	146,383	112,113
Loss carryforwards	**230,284**	**171,282**

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Recognised loss carryforwards	191,847	68,083
Unrecognised loss carryforwards	38,437	103,199
Loss carryforwards	**230,284**	**171,282**

The loss carryforwards limited in time will expire between 2025 and 2035, unless they are utilised before these dates. The Group has capitalised losses from the Polish company in Kwidzyn within the Austrian tax group. For the reporting period 2024, the Austrian tax group was expanded to include Group members in Germany and Slovenia.

The assessment of the recognition of loss carryforwards showed that for thous. EUR 191,847 (December 31, 2023: thous. EUR 68,083) deferred tax assets amounting to thous. EUR 46,466 (December 31, 2023: thous. EUR 16,528) were recognised. For the remaining amount of thous. EUR 38,437 (December 31, 2023: thous. EUR 103,199), deferred tax assets amounting to thous. EUR 9,009 (December 31, 2023: thous. EUR 24,080) were not recorded in the balance sheet. These relate to the following countries:

(in thousands of EUR)	**2024**	**2023**
France	14,350	13,292
Finland	11,854	2,464
Spain	4,786	4,666
Turkey	4,681	17,437
USA	1,926	20,427
Germany	422	462
Great Britain	0	33,068
Ireland	0	11,181
Other	418	202
Total	**38,437**	**103,199**

The expiry dates of these unrecognised loss carryforwards are as follows:

(in thousands of EUR)	**2024**	**2023**
1 year	988	520
2 years	1,188	1,092
3 years	808	1,641
4 years	0	1,286
5 years	4,673	14,795
After 5 years	9,957	17,535
No expiration	20,823	66,330
Total	**38,437**	**103,199**

In 2024, loss carryforwards were capitalised in the following countries due to current positive tax results and the positive outlook in the planning period:

	2024		2023	
(in thousands of EUR)	Recognised losses	Deferred income taxes on recognised losses	Recognised losses	Deferred income taxes on recognised losses
Great Britain	39,199	9,780	2,862	715
Germany	34,166	10,542	11,906	3,629
Austria	29,863	6,868	20,969	4,823
Finland	29,818	5,964	18,443	3,689
Slovenia	20,734	4,561	0	0
USA	16,784	4,028	0	0
Ireland	6,496	812	0	0
Italy	4,695	1,310	0	0
Other	10,092	2,601	13,903	3,672
Total	**191,847**	**46,466**	**68,083**	**16,528**

9.3 "Income tax expense" recognised in the income statement

The position "income tax expense" is comprised as follows:

(in thousands of EUR)	2024	2023
Current taxes:		
Current period	50,014	60,203
Due to utilisation of previously unrecognised loss carryforwards	(616)	(1,943)
Prior periods	(3,663)	712
Deferred taxes:		
Due to temporary differences	(3,672)	1,530
Due to tax credits and interest carryforwards	(6,607)	(3,255)
Due to tax loss carryforwards of the current period	(23,999)	(12,848)
Due to utilisation of recognised loss carryforwards	2,470	1,256
Due to tax loss carryforwards of previous periods and changes in recoverability	(8,098)	2,406
Due to changes in estimates of deferred tax assets	(2,165)	(275)
Due to tax rate changes	171	(158)
Income tax expense	**3,834**	**47,628**

9.4 Tax effects on "Other comprehensive income"

The following table shows the tax effects on the individual items of "Other comprehensive income":

	Before taxes	Tax impact	After taxes
(in thousands of EUR)		**2024**	
Actuarial valuation of defined benefit pension and severance obligations	2,000	(1,099)	901
Total of items that will not be reclassified subsequently to the income statement	**2,000**	**(1,099)**	**901**
Cash Flow Hedge	20,512	(4,102)	16,410
Total of items that will be reclassified subsequently to the income statement	**20,512**	**(4,102)**	**16,410**
		2023	
Actuarial valuation of defined benefit pension and severance obligations	(4,080)	1,221	(2,859)
Total of items that will not be reclassified subsequently to the income statement	**(4,080)**	**1,221**	**(2,859)**
Cash Flow Hedge	8,773	(1,755)	7,018
Total of items that will be reclassified subsequently to the income statement	**8,773**	**(1,755)**	**7,018**

9.5 Group tax rate

Reconciliation from the applicable tax rate which results from the geographical allocation of income and the applicable nominal tax rates of the respective tax jurisdictions to the effective tax rate which burdens the profit before tax is as follows:

(in thousands of EUR)	**2024**	**2023**
Profit before tax	114,317	136,691
Theoretical tax expense 23 % (2023: 24 %)	**26,293**	**32,806**
Foreign tax rate adjustments	(4,491)	1,904
Non-deductible expenses and tax-free income	963	1,035
Unrecognised loss carryforwards of the financial year	10,715	17,537
Recognition of loss carryforwards of previous years	(9,535)	660
Utilisation of unrecognized loss carryforwards	(616)	(1,943)
Changes of estimates of deferred tax assets	(2,165)	(275)
Capital gains and withholding tax	1,348	4,076
Tax rate changes	171	(158)
Non-periodic income tax expense or revenue (current and deferred)	(8,241)	(2,083)
Hyperinflation adjustments	(5,531)	(3,177)
Special effects tax credits	(5,181)	(4,965)
Other effects	104	2,211
Income tax expense recognised	**3,834**	**47,628**
Effective tax rate	**3.35 %**	**34.84 %**

10 INVENTORIES

Inventories are valued at the lower of acquisition or manufacturing costs and the net realisable value. The net realisable value is based on expected selling prices and takes into consideration remaining costs of completion as well as estimated selling and distribution expenses. In the MM Food & Premium Packaging and MM Pharma & Healthcare Packaging divisions, the purchase costs of raw materials, manufacturing and operating supplies as well as goods for resale are basically recognised using the actual sequence of consumption (specific identification method). In order to determine purchase costs of raw materials, manufacturing and operating supplies as well as goods for resale, a weighted average price method, taking into consideration the sales market, is primarily applied in the MM Board & Paper division. The value of raw materials, manufacturing and operating supplies recognised in the balance sheet is based on data from physical stock-taking or from the inventory management system. The devaluation of raw materials, manufacturing and operating supplies depends on each individual case.

Work in process and finished goods consist of direct costs, such as material and labour costs, and material and production overheads as well as production-related administrative costs. Write-downs for slow moving and obsolete inventories are recognised considering the storage period and sales situation.

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Raw materials, manufacturing and operating supplies	332,981	356,569
Work in process	42,389	48,580
Finished goods and goods for resale	259,574	259,271
Total	**634,944**	**664,420**
Write-downs	(78,632)	(81,783)
Inventories – net	**556,312**	**582,637**

In the financial year 2024, write-downs of inventories recognised as an expense amounted to thous. EUR 10,376 (2023: thous. EUR 13,759) and the reversal of write-downs of inventories recognised as income amounted to thous. EUR 3,429 (2023: thous. EUR 13,012). The carrying amount of inventories carried at net realisable value amounted to thous. EUR 32,358 (December 31, 2023: thous. EUR 10,892).

Cost of materials and purchased services recognised in cost of goods sold presented in the Group's income statement can be broken down as follows:

(in thousands of EUR)	2024	2023
Cost of materials	2,128,070	2,179,505
Cost of purchased services	44,828	50,236
Total	**2,172,898**	**2,229,741**

The position „Cost of materials" includes energy cost reimbursement in the amount of thous. EUR 94,024 (2023: thous. EUR 57,444). In the financial year 2024, energy cost reimbursements of thous. EUR 35,632 for previous periods and thous. EUR 35,713 for the current period were recognised in Poland according to the recognition criteria of IAS 20.

11 TRADE RECEIVABLES

Trade receivables are comprised as follows:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Trade receivables	284,963	388,306
Allowances	(2,300)	(3,794)
Trade receivables – net	**282,663**	**384,512**

As of December 31, 2024, trade receivables in the amount of thous. EUR 444,166 (December 31, 2023: thous. EUR 336,307) were sold to banks at 100 % of the nominal value or collected early from the factoring banks as part of factoring agreements (see note 7.2).

Customer payments received shortly before December 31, 2024 for receivables already transferred will be transferred to the factoring banks after the balance sheet date. In this context, there are liabilities of thous. EUR 66,444 (December 31, 2023: thous EUR 68,837) to the factoring banks (see note 14). These figures result in a total positive effect of thous. EUR 377,722 (December 31, 2023: thous. EUR 267,470).

As of December 31, 2024 and December 31, 2023, the aging of trade receivables overdue but not individually impaired is as follows:

(in thousands of EUR)	Dec. 31, 2024	Dec. 31, 2023
Up to 30 days overdue	17,629	15,285
31 - 60 days overdue	4,677	6,340
61 - 365 days overdue	3,785	6,707
More than 365 days overdue	959	1,206
Total of trade receivables overdue but not impaired	**27,050**	**29,538**

For an explanation of the criteria which were considered for the determination of the allowances, please refer to the remarks on credit and default risk (see note 7).

Allowances for trade receivables developed as follows:

(in thousands of EUR)	2024	2023
Allowances at the beginning of the year	**3,795**	**6,915**
Effect of exchange rate changes	39	6
Utilisation	(421)	(1,946)
Reversal	(1,145)	(1,716)
Increase	1,214	535
Reclassifications[1]	(1,182)	0
Allowances at the end of the year	**2,300**	**3,794**

[1] incl. reclassification according to IFRS 5 (see note 5)

12 PREPAID EXPENSES AND OTHER CURRENT ASSETS

Prepaid expenses and other current assets are as follows:

(in thousands of EUR)	**Dec. 31, 2024**	**Dec. 31, 2023**
Value-added tax receivables	45,352	48,647
Payments on account of property, plant and equipment and inventory	17,946	40,520
Prepaid expenses	45,559	35,074
Other tax receivables	2,628	11,772
Derivative assets	2,255	2,281
Other receivables and other assets	73,619	37,592
Prepaid expenses and other current assets	**187,359**	**175,886**
Thereof financial assets	26,233	26,941
Thereof non-financial assets	161,126	148,945

In the previous year, assets held for sale were recognised in the position "Prepaid expenses and other current assets" due to immateriality.

The line item "Other receivables and other assets" mainly includes receivables from energy cost reimbursements, investment grants as well as other grants and a number of individual items.

13 EQUITY

13.1 Share capital/additional paid-in capital

Ordinary shares are classified as equity.

As in the previous year, the fully-paid share capital of the Company amounts to thous. EUR 80,000 and comprises 20,000,000 approved and issued no-par value shares. One no-par value share grants a calculated share of EUR 4.00 in share capital. Each share participates equally in equity and grants the same rights and responsibilities, especially the entitlement to resolved dividends and the voting right at the Ordinary Shareholder's Meeting. There are neither any different share classes nor shares with special control rights.

Additional paid-in capital derives from the share premium raised at the capital increase in the course of the initial public offer in 1994 and the cancellation of treasury shares less the increase of share capital by conversion of additional paid-in capital in 2008 and 2010, representing the amount of the tied capital reserve.

At the 30th Annual General Meeting on April 24, 2024, the Management Board was authorised to acquire own shares up to a maximum of 10 % of the share capital until October 24, 2026.

The Management Board made use of this authorisation on December 23, 2024. It was decided to purchase own ordinary bearer shares of Mayr-Melnhof Karton Aktiengesellschaft at the market price via the Vienna Stock Exchange and over the counter. The share repurchase program is scheduled to begin on January 3, 2025 (inclusive) and is expected to last until December 23, 2025 (inclusive). The lowest consideration to be paid upon repurchase may not be less than EUR 10.00 per share; the highest consideration to be paid upon repurchase may not exceed EUR 80.00 per share. The intention is to repurchase up to 1,000,000 shares corresponding to up to around 5 % of the share capital of Mayr-Melnhof Karton Aktiengesellschaft either via the Vienna Stock Exchange or in a volume of up to 600,000 shares corresponding to up to around 3 % of the share capital of Mayr-Melnhof Karton Aktiengesellschaft over the counter.

A credit institution will be commissioned to carry out the share repurchase via the stock exchange. A review of the requirements of IAS 32 has shown that no financial liability is to be recognised as of the reporting date (see note 7).

Furthermore, the 30th Annual General Meeting authorised the Management Board, in accordance with § 169 of the Austrian Stock Corporation Act (AktG), until June 28, 2029, to increase the share capital with the approval of the Supervisory Board, from the current amount of thous. EUR 80,000 by up to a further thous. EUR 8,000 by issuing up to 2.0 million new bearer shares in the Company in return for cash and/or non-cash contributions, excluding subscription rights.

13.2 Retained earnings/dividend

Retained earnings comprise accumulated results from previous years.

Under the Austrian Stock Corporation Act, the amount of dividend available for distribution to shareholders is based on the unappropriated retained earnings from the annual financial statements of Mayr-Melnhof Karton AG, determined in accordance with the Austrian Commercial Code. As of December 31, 2024, the distributable unappropriated retained earnings amounted to thous. EUR 100,000 (December 31, 2023: thous. EUR 100,000).

Extract from the individual financial statements of Mayr-Melnhof Karton AG

(in thousands of EUR)	2024	2023
Unappropriated retained earnings at the beginning of the financial year	**100,000**	**150,000**
Profit of the current year	140,022	153,067
Changes in reserves	(110,022)	(119,067)
Dividend paid	(30,000)	(84,000)
Unappropriated retained earnings at the end of the financial year	**100,000**	**100,000**

For the year ended December 31, 2024, the Management Board has proposed to the Supervisory Board and subsequently to the Shareholders' Meeting a dividend of EUR 1.80 per voting share after EUR 1.50 for 2023, resulting in a dividend of thous. EUR 36,000 as of the balance sheet date of 2024. The dividend for 2023, amounting to thous. EUR 30,000, was paid out according to schedule on May 8, 2024 (see consolidated statement of changes in equity).

13.3 Non-controlling (minority) interests

Non-controlling (minority) interests comprise the interest in equity and total profit for the year attributable to external shareholders' investments in subsidiaries of Mayr-Melnhof Karton AG. The non-controlling (minority) interests as of the acquisition date are presented as part of net assets (equity) of the respective entity or businesses and are adjusted in the following period taking into consideration profit or loss attributable to the shareholders, dividend paid as well as paid-in or paid-out capital. There are no non-controlling (minority) interests in the MM Pharma & Healthcare division.

The summarised information about the subsidiaries in which the Group holds non-controlling (minority) interests is stated below. The disclosures correspond to the amounts before intra-group eliminations. Further information on these subsidiaries can be found in note 33. The companies of the disposal group (see note 5) are no longer included in the disclosures on net assets and the resulting carrying amount of non-controlling (minority) interests.

	Dec. 31, 2024		Dec. 31, 2023	
(in thousands of EUR)	MM Food & Premium Packaging	MM Board & Paper	MM Food & Premium Packaging	MM Board & Paper
Non-current assets	126	5,548	15,238	5,473
Current assets	3,485	11,019	19,041	9,328
Non-current liabilities	0	807	285	1,024
Current liabilities	792	4,946	5,974	4,455
Net assets	**2,819**	**10,814**	**28,020**	**9,322**
Carrying amount of the non-controlling (minority) interests	**193**	**1,874**	**4,095**	**1,428**
Carrying amount - assets held for sale[1]	**4,462**			

	2024		2023	
Sales	39,777	23,765	36,523	25,435
Profit for the year	7,752	2,207	5,366	2,555
Thereof attributable to non-controlling (minority) interests	**1,518**	**730**	**1,154**	**711**
Total comprehensive income	9,372	1,818	4,446	3,270
Thereof attributable to non-controlling (minority) interests	**1,704**	**743**	**895**	**746**
Dividend paid to non-controlling (minority) interests	1,144	297	1,136	446
Net change in cash and cash equivalents	**5,480**	**57**	**(1,805)**	**1,043**

[1] see note 5

13.4 Other comprehensive income of the consolidated comprehensive income statement

Other reserves comprise certain changes directly recognised in equity. These are, in particular, differences arising from currency translation including hyperinflation adjustments, actuarial gains and losses arising from the defined benefit pension and severance obligations as well as gains and losses arising from the valuation of derivatives. With the exception of currency translations, the other items take into account the related recoverable income taxes.

In 2024, profit and loss recognised in other comprehensive income consisted of currency translations with a positive amount of thous. EUR 19,206 (2023: positive amount of thous. EUR 45,590), a significant amount of which is attributable to the appreciation of the Polish zloty and the British pound. Actuarial gains amounted to thous. EUR 2,000 (2023: losses of thous. EUR 4,080). Furthermore, gains from cash flow hedge in the amount of thous. EUR 20,512 (2023: gains of thous. EUR 8,773) were recognised in the cash flow hedge reserve.

14 FINANCIAL LIABILITIES AND LEASES

Financial liabilities comprise interest-bearing financial liabilities, current financial liabilities from factoring agreements and lease liabilities and are recognised at amortised cost. This amount is calculated as initially paid out nominal value less redemptions plus accrued interest.

The financial liabilities of the Group are as follows:

(in thousands of EUR)	**Dec. 31, 2024**	**Dec. 31, 2023**
Non-current interest-bearing financial liabilities	1,420,000	1,681,086
Non-current lease liabilities	85,194	87,856
Non-current financial liabilities	**1,505,194**	**1,768,942**
Current interest-bearing financial liabilities	40,574	166,177
Current financial liabilties from factoring agreements	66,444	68,837
Current lease liabilities	16,512	15,500
Current financial liabilities	**123,530**	**250,514**
Financial liabilities	**1,628,724**	**2,019,456**

14.1 Interest-bearing financial liabilities

As of December 31, 2024 and December 31, 2023, interest-bearing financial liabilities comprised liabilities against banks and insurance companies. These financial liabilities at current interest rates can be summarised as follows:

(in thousands of EUR)	**Dec. 31, 2024**
3.288 % EUR loan(s) due 2025	31,875
54.583 % TRY loan(s) due 2025	8,165
3.717 % EUR loan(s) due 2026	246,375
3.967 % EUR loan(s) due 2027	71,875
1.744 % EUR loan(s) due 2028	427,875
3.288 % EUR loan(s) due 2029	31,875
3.288 % EUR loan(s) due 2030	31,875
1.815 % EUR loan(s) due 2031	250,375
4.153 % EUR loan(s) due 2032	23,750
1.900 % EUR loan(s) due 2033	51,000
2.000 % EUR loan(s) due 2035	17,500
2.100 % EUR loan(s) due 2036	142,500
1.882 % EUR loan(s) due 2039	125,000
Used loan facilities	534
Interest-bearing financial liabilities	**1,460,574**
Thereof non-current interest-bearing financial liabilities	1,420,000
Thereof current interest-bearing financial liabilities	40,574

(in thousands of EUR)	Dec. 31, 2023
3.595 % EUR loan(s) due 2024	166,104
4.630 % EUR loan(s) due 2025	74,098
54.583 % TRY loan(s) due 2025	9,212
4.187 % EUR loan(s) due 2026	268,597
4.688 % EUR loan(s) due 2027	94,097
1.984 % EUR loan(s) due 2028	450,097
4.401 % EUR loan(s) due 2029	54,097
4.401 % EUR loan(s) due 2030	54,097
2.156 % EUR loan(s) due 2031	272,597
5.045 % EUR loan(s) due 2032	45,972
2.854 % EUR loan(s) due 2033	73,222
2.000 % EUR loan(s) due 2035	17,500
2.100 % EUR loan(s) due 2036	142,500
1.882 % EUR loan(s) due 2039	125,000
Used loan facilities	73
Interest-bearing financial liabilities	**1,847,263**
Thereof non-current interest-bearing financial liabilities	1,681,086
Thereof current interest-bearing financial liabilities	166,177

As of December 31, 2024, the weighted average interest rate for these financial liabilities was 2.691 % (December 31, 2023: 3.235 %).

As of December 31, 2024, the Group had available current interest-bearing loan facilities in the amount of thous. EUR 534 (December 31, 2023: thous. EUR 73), of which thous. EUR 534 (December 31, 2023: thous. EUR 73) had been used as of the balance sheet date. As of December 31, 2024, the weighted average interest rate of these current loans, used by foreign subsidiaries outside the Euro area, was 7.913 % (December 31, 2023: 7.500 %). These loans are subject to common banking terms and conditions.

Of the interest-bearing financial liabilities, loans in the amount of thous. EUR 1,061,105 (December 31, 2023: thous. EUR 1,129,210) are subject to a fixed interest rate whose fair value amounts to thous. EUR 974,672 (December 31, 2023: thous. EUR 1,017,574). The calculation is based on the present value of future cash flows discounted by the currently observable yield curve (level 2). Amortised costs represent a proper approximation to the fair value for financial liabilities subject to variable interest rates.

No collaterals were provided in order to secure the financial liabilities described above. As of December 31, 2024, the Group had unused current and non-current credit lines available in the amount of thous. EUR 360,500 (December 31, 2023: thous. EUR 392,899).

As of December 31, 2023, current revolving bank credits in an amount of thous. EUR 17,980 were included in the interest-bearing financial liabilities which were paid back in 2024

14.2 Leases

The Group is predominantly lessee in lease transactions. Leases are recognised as right-of-use asset and a corresponding lease liability at the date at which the leased asset has become available for use by the Group.

Lease liabilities with a term of more than twelve months are measured at the present value of the remaining lease payments.

In principle, the implicit interest rate based on the lease contract is applied, if it can be determined. Otherwise, leases are discounted using the lessee's incremental borrowing rate, i.e., the interest rate that a lessee would have to pay for comparable transactions.

Payments for short-term leases of equipment and vehicles and all leases of low-value assets are not recognised in the balance sheet but as an expense. Lease contracts with terms of up to 12 months are classified as short-term leases.

The Group mainly rents and leases buildings, land, warehouses, offices and other facilities that are necessary for the operating business. Extension and termination options are included in a number of real estate leases. The Group has assessed these and considered them accordingly. These contract conditions are used to maximise operational flexibility in terms of managing assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

An overview of the lease liabilities recognised in the balance sheet as of December 31, 2024 and December 31, 2023 is presented below:

(in thousands of EUR)	**Dec. 31, 2024**	**Dec. 31, 2023**
Non-current lease liabilities	85,194	87,856
Current lease liabilities	16,512	15,500
Lease liabilities	**101,706**	**103,356**

In 2024, total cash outflows for leases included in lease liabilities amounted to thous. EUR 22,315 (2023: thous. EUR 22,739).

Expenses related to payments not included in the measurement of the lease liability are as follows:

(in thousands of EUR)	**2024**	**2023**
Expenses related to variable lease payments	9,533	8,207
Expenses related to short-term leases	6,165	6,769
Expenses related to leases of low value assets	748	1,239

15 PROVISIONS FOR NON-CURRENT LIABILITIES AND CHARGES

Defined benefit pension obligations and other benefits related to severance obligations are valued actuarially in accordance with IAS 19 "Employee benefits" using the projected unit credit method. The present value of defined benefit obligations is calculated based on the years of service, the anticipated development of the employee's compensation as well as the enacted contractual and statutory pension revaluation requirements. The service cost is recognised in personnel cost; the net interest cost for the provisions is recognised in "other financial result – net". Actuarial gains and losses as well as gains from plan assets, excluding the amounts which are already included in the net interest on net liability, are recognised in other comprehensive income in the statement of comprehensive income in accordance with IAS 19.

Provisions for anniversary bonuses are valued actuarially for non-current obligations against employees related to the number of years of their service based on collective or plant bargaining agreements using the projected unit credit method. The service cost is recognised in personnel cost; the net interest cost for the provisions is recognised in "other financial result – net". Actuarial gains and losses are recognised in the income statement in accordance with IAS 19.

Provisions for pre-retirement programs are accrued upon conclusion of individual contractual agreements as well as for probable pre-retirement agreements in the future, if employees have the right to participate in pre-retirement programs based on plant bargaining agreements or collective agreements. Statutory deposits of securities for covering pre-retirement programs are netted with the provisions for pre-retirement programs, provided that they meet the definition of plan assets.

15.1 Development of provisions for non-current liabilities and charges

In the financial year 2024, provisions for non-current liabilities and charges developed as follows:

(in thousands of EUR)	Pensions	Severance	Anniversary bonuses	Other	Total
Balance at Jan. 1, 2024	**45,523**	**36,459**	**11,264**	**26,595**	**119,841**
Effect of exchange rate changes	58	(158)	0	606	506
Reclassifications[1)]	(835)	(5,901)	(2,276)	(514)	(9,526)
Utilisation	(5,704)	(4,510)	(838)	(269)	(11,321)
Reversal	0	0	(165)	(221)	(386)
Increase	2,881	3,020	514	892	7,307
IAS 19 remeasurements through other comprehensive income	(2,155)	155	0	0	(2,000)
Benefit payments from and contributions to plan assets	(844)	0	0	0	(844)
Discounting effects[2)]	0	0	0	(4,759)	(4,759)
Balance at Dec. 31, 2024	**38,924**	**29,065**	**8,499**	**22,330**	**98,818**

[1)] incl. reclassification according to IFRS 5 (see note 5)
[2)] Discounting of a recultivation provision with an offsetting effect in property, plant and equipment respectively impact on the income statement (see note 6)

In the financial year 2023, provisions for non-current liabilities and charges developed as follows:

(in thousands of EUR)	Pensions	Severance	Anniversary bonuses	Other	Total
Balance at Jan. 1, 2023	**44,844**	**36,131**	**10,661**	**29,760**	**121,396**
Effect of exchange rate changes	60	(848)	0	891	103
Reclassifications	0	(488)	0	3,623	3,135
Utilisation	(5,545)	(3,476)	(1,005)	(697)	(10,723)
Reversal	0	0	(491)	(122)	(613)
Increase	2,346	3,378	2,099	676	8,499
IAS 19 remeasurements through other comprehensive income	2,313	1,762	0	0	4,075
Benefit payments from and contributions to plan assets	1,505	0	0	0	1,505
Discounting effects[1)]	0	0	0	(7,536)	(7,536)
Balance at Dec. 31, 2023	**45,523**	**36,459**	**11,264**	**26,595**	**119,841**

[1)] Discounting of a recultivation provision without impact on the income statement and an offsetting effect in property, plant and equipment (see note 6)

As of December 31, 2024, securities with a fair value of thous. EUR 1,270 (December 31, 2023: thous. EUR 1,066) have been provided as security for provisions for pre-retirement programs within the scope of the respective legal commitments. At December 31, 2024 and December 31, 2023, those securities were deducted as plan assets from the underlying obligations.

The position “Other” mainly includes non-current obligations for environmental measures and dismantling obligations in the amount of thous. EUR 21,142 (December 31, 2023: thous. EUR 25,297).

The dismantling obligations in the Pharma & Healthcare Packaging division mainly result from the obligation to remove leasehold improvements after termination of the lease. In the MM Board & Paper division, the obligations mainly relate to environmental measures in connection with a landfill in Kwidzyn (Poland) as well as post-closure obligations in Kolicevo (Slovenia) and at the former site in Hirschwang. The provision values are determined with their present values assuming the expected costs taking into account term-specific interest rates.

15.2 Provisions for pensions and severance payments

The majority of the Group's employees are covered by government-sponsored pension and welfare programs, while the Group also makes periodic payments to various government agencies, which are expensed as incurred. In addition, the Group provides certain employees with additional retirement benefits through the sponsorship of defined contribution plans and defined benefit plans. The benefits provided by the Group depend on the legal, fiscal and economic circumstances of each individual country and are primarily based on the length of service and the employee's compensation.

Under the defined contribution plans, the Group makes fixed payments to external pension funds. Once the contributions have been made, the Group does not have any further payment obligations towards the employees. These periodical contribution payments are recognised as part of the annual pension and severance costs and amounted to thous. EUR 17,775 in the financial year 2024 (2023: thous. EUR 17,648).

Defined benefit obligations in the Group consist of pensions and severance payments. These obligations exist in several countries where the Group has employees, in particular in Germany, Austria and Great Britain.

The pension obligations cover the arrangement of a pension program for active employees and, after fulfilment of the vesting period, for former employees, including their surviving dependants. Essentially, these are managers and also employees for whom a corresponding commitment originating from a time before the acquisition of the respective subsidiary was assumed by the Group. Therefore, obligations exist both towards employees in existing employment relationships and also towards employees who have quit or retired.

Expected payments under the pension plan may depend on the salary received by the employee in the last year of service or on an average of several years and, as a rule, are based on the length of service. Pension benefits are granted as a non-recurring payment or as monthly retirement payments. In case of retirement payments, the Group bears the risk of longevity and inflation due to pension adjustments to the full extent.

Obligations arising from the severance of employees cover legal and contractual claims for non-recurring severance payments made by the Group to employees due to certain reasons, such as termination, dissolution of an employment relationship by mutual agreement, retirement, or death of an employee. These payments significantly depend on the number of years of service and the cause of termination.

Defined benefit pension and other benefit plans are measured and recognised applying the internationally common projected unit credit method according to IAS 19. According to this method, the actuarial calculation of future obligations is based on the proportionate obligations as of the balance sheet date. The valuation was conducted based on assumptions and assessments as of the balance sheet date. Significant influencing factors were discount interest rate, estimated life expectancy, expected salary growth rate, expected pension growth rate as well as retirement age.

Actuarial gains and losses which result from changes in the number of plan participants and from differences between actual trends and estimates that are the basis for calculation are recognised in other comprehensive income in the consolidated comprehensive income statement according to IAS 19.

The calculation of defined pension obligations and other benefits related to severance obligations is based on the following actuarial assumptions:

	Dec. 31, 2024		Dec. 31, 2023	
(in %)	**Pensions**	**Severance**	**Pensions**	**Severance**
Discount rate	3.87 %	6.77 %	3.56 %	5.25 %
Salary growth rate	2.42 %	5.98 %	3.07 %	4.76 %
Pension growth rate	2.38 %		2.73 %	

The information presented above shows the weighted average of all relevant entities of the Group.

Valuation of life expectancy was performed based on local mortality tables. These are in particular for Austria: AVÖ 2018-P “Angestellte” or “Gemischt” (2023: AVÖ 2018-P “Angestellte” or “Gemischt”), for Germany: Heubeck-Richttafeln 2018 G (2023: 2018 G), for Great Britain: Post Retirement and Pre Retirement: S4PA CMI_2023_M/F [1.25 %] (2023: S3PA CMI_2022_M/F [1.25 %]). As a rule, the retirement age corresponds to the respective country-specific legal provisions.

The following expenses were recorded for defined benefit pension and severance commitments:

	2024		2023	
(in thousands of EUR)	**Pensions**	**Severance**	**Pensions**	**Severance**
Service cost	549	1,770	482	1,843
Net interest on the net defined benefit liability	1,455	1,750	1,662	1,626
Past service cost	0	31	0	14
Effects due to plan changes	308	(531)	0	(105)
Administration costs from the investment of plan assets	569	0	202	0
Net periodic benefit cost	**2,881**	**3,020**	**2,346**	**3,378**

The defined benefit obligation and plan assets developed as follows:

(in thousands of EUR)	2024 Pensions	2024 Severance	2023 Pensions	2023 Severance
Defined benefit obligation at the beginning of the year	**103,274**	**36,459**	**99,040**	**36,131**
Effect of exchange rate changes	1,113	(158)	700	(848)
Service cost	549	1,770	482	1,843
Interest cost	3,614	1,750	3,916	1,626
Past service cost	0	31	0	14
Plan participants contributions	82	0	79	0
Remeasurements	(6,951)	155	4,602	1,762
Thereof (gains)/losses from change in demographic assumptions (e. g. life expectancy, retirement age)	*(109)*	*(96)*	*(557)*	*61*
Thereof (gains)/losses from change in financial assumptions (e. g. discount rate, salary growth rate, pension growth rate)	*(6,861)*	*(741)*	*4,849*	*1,271*
Thereof experience (gains)/losses (deviation between actual value and planned value)	*19*	*992*	*310*	*430*
Benefit payments	(5,704)	(4,510)	(5,545)	(3,476)
Reclassifications[1]	(1,112)	(5,901)	0	(488)
Effects due to plan changes	308	(531)	0	(105)
Defined benefit obligation at the end of the year	**95,173**	**29,065**	**103,274**	**36,459**

[1] incl. reclassification according to IFRS 5 (see note 5)

(in thousands of EUR)	Pensions 2024	Pensions 2023
Fair value of plan assets at the beginning of the year	**60,131**	**58,780**
Effect of exchange rate changes	1,055	640
Interest income	2,237	2,428
Administrative expense	(569)	(202)
Remeasurements	(4,405)	(91)
Thereof return on plan assets excluding amounts included in interest income - net	*(4,405)*	*(91)*
Employer contributions	4,006	1,521
Plan participants contributions	82	79
Benefit payments from plan	(3,162)	(3,024)
Reclassifications[1]	(277)	0
Fair value of plan assets at the end of the year	**59,098**	**60,131**

[1] incl. reclassification according to IFRS 5 (see note 5)

An overview of the geographic and divisional allocation of net periodic benefit costs for defined benefit pensions and severance, defined benefit obligation, and the fair value of plan assets for the financial years 2024 and 2023 is represented as follows:

	2024											
	MM Food & Premium Packaging				MM Pharma & Healthcare Packaging				MM Board & Paper			
(in thousands of EUR)	Germany	Austria	Other countries	**Total**	Germany	Austria	Other countries	**Total**	Germany	Austria	Other countries[1]	**Total**
Net periodic benefit cost	1,048	865	1,374	**3,287**	0	19	241	**260**	488	672	1,194	**2,354**
Defined benefit obligation at the end of the year	23,100	8,728	6,364	**38,192**	0	762	2,404	**3,166**	12,457	32,802	37,621	**82,880**
Fair value of plan assets	849	1,775	0	**2,624**	0	515	0	**515**	817	26,207	28,935	**55,959**

[1] This primarily includes the pension plan in Great Britain.

	2023											
	MM Food & Premium Packaging				MM Pharma & Healthcare Packaging				MM Board & Paper			
(in thousands of EUR)	Germany	Austria	Other countries	**Total**	Germany	Austria	Other countries	**Total**	Germany	Austria	Other countries[1]	**Total**
Net periodic benefit cost	1,135	912	1,037	**3,084**	0	24	148	**172**	563	700	1,205	**2,468**
Defined benefit obligation at the end of the year	26,260	16,182	6,615	**49,057**	0	1,032	2,517	**3,549**	14,040	33,783	39,304	**87,127**
Fair value of plan assets	849	1,852	293	**2,994**	0	530	0	**530**	838	26,566	29,203	**56,607**

[1] This primarily includes the pension plan in Great Britain.

The employers' contributions to plan assets for the year 2025 are expected to amount to thous. EUR 191. This includes a contribution for increasing plan assets and for other expenses in Great Britain in the amount of thous. EUR 0.

The structure of plan assets

There are plan assets for pension obligations in Austria and Germany in the form of qualifying insurance policies which are pledged to the respective beneficiaries. The Group contributes to qualifying insurance policies as required.

The pension fund in the UK restructured its plan assets in the year 2024. Instead of shares and bonds, the fund now uses insurance commitments to cover the claims of its beneficiaries. There are also plan assets in the form of a collective foundation in Switzerland.

The portfolio structure of plan assets as of December 31, 2024 and of December 31, 2023:

(in thousands of EUR)	Dec. 31, 2024	in %	Dec. 31, 2023	in %
Equity instruments:				
– developed markets	0		7,780	
– emerging markets	0		1,220	
Total	**0**	**0 %**	**9,000**	**15 %**
Debt instruments:				
– Corporate bonds	0		10,816	
– Government bonds	0		3,044	
Total	**0**	**0 %**	**13,860**	**23 %**
Qualifying insurance policies pledged to beneficiaries and other insurance contracts	**59,013**	**100 %**	**36,050**	**60 %**
Money market investments/Bank deposits	**85**	**0 %**	**1,221**	**2 %**
Total	**59,098**	**100 %**	**60,131**	**100 %**

All instruments in the category equity instruments and debt instruments are traded on active markets. Ratings of investments in debt instruments correspond at least to “investment grade”.

Plan assets market price risk

Return on plan assets is assumed in accordance with IAS 19 using the discount rate for the underlying obligation. This corresponds to the return on corporate bonds with good credit ratings. Provided that the actual return on plan assets exceeds (falls below) the discount interest rate used, net liability from the present plans decreases (increases). Furthermore, the obligations which reach maturity in the next years can be fulfilled using current cash flow of the Group and other components of plan assets.

The net liability from pension and severance obligations and the reconciliation to the net liability recognised are as follows:

	Dec. 31, 2024		Dec. 31, 2023	
(in thousands of EUR)	Pensions	Severance	Pensions	Severance
Defined benefit obligation	**95,173**	**29,065**	**103,274**	**36,459**
Thereof obligations covered by provisions	*35,634*	*29,065*	*38,862*	*36,459*
Thereof obligations covered by funds	*59,539*	*0*	*64,412*	*0*
Less fair value of plan assets	(59,098)	0	(60,131)	0
Net liability	**36,075**	**29,065**	**43,143**	**36,459**
Effect due to asset ceiling	2,849	0	2,380	0
Net liability recognised as provision for non-current liabilities and charges	**38,924**	**29,065**	**45,523**	**36,459**

The following sensitivity analysis for pension and severance provisions presents the impact a possible change in significant actuarial assumptions might have on the obligation. If one significant assumption is changed, the other assumptions are kept constant.

	Impact on the defined benefit obligation 2024		
(in %)	Change in assumption	Increase in assumption	Decrease in assumption
Discount rate	1.00 %	Decrease by 10.1 %	Increase by 12.2 %
Salary growth rate	1.00 %	Increase by 2.3 %	Decrease by 2.2 %
Pension growth rate	1.00 %	Increase by 7.7 %	Decrease by 7.2 %
		Increase by one year in assumption	
Retirement age		Decrease by 1.1 %	
Life expectancy		Increase by 2.8 %	

	Impact on the defined benefit obligation 2023		
(in %)	Change in assumption	Increase in assumption	Decrease in assumption
Discount rate	1.00 %	Decrease by 10.8 %	Increase by 11.3 %
Salary growth rate	1.00 %	Increase by 2.8 %	Decrease by 2.7 %
Pension growth rate	1.00 %	Increase by 7.0 %	Decrease by 6.6 %
		Increase by one year in assumption	
Retirement age		Decrease by 1.4 %	
Life expectancy		Increase by 2.5 %	

The weighted average duration of the defined benefit obligation is 11.6 years as of the balance sheet date (December 31, 2023: 11.4 years).

The expected maturity analysis of defined benefit obligations for the next ten years as of December 31, 2024 and December 31, 2023 in relation to actual payments is as follows:

(in thousands of EUR)	Less than a year	Between 1 - 2 years	Between 2 - 5 years	Between 5 - 10 years	Total
As of Dec. 31, 2024					
Defined benefit plans	6,541	6,564	22,194	47,647	**82,946**
As of Dec. 31, 2023					
Defined benefit plans	7,881	6,457	21,541	50,723	**86,602**

16 TRADE LIABILITIES

Current liabilities are, as a rule, recognised at the redemption amount.

Trade liabilities amounting to thous. EUR 588,130 (December 31, 2023: thous. EUR 515,272) as of December 31, 2024 comprise liabilities from acquisition of property, plant and equipment, and intangible assets amounting to thous. EUR 25,460 (December 31, 2023: thous. EUR 52,802) which are taken into consideration as non-cash transactions within the cash flow from investing activities, as well as advances from customers in an amount of thous. EUR 1,374 (December 31, 2023: thous. EUR 5,158).

17 DEFERRED INCOME AND OTHER CURRENT LIABILITIES

Accruals comprise liabilities for which the exact time of utilisation or amount is uncertain and which, at the same time, are definable to a high degree of certainty. Even if the amount and the exact time are occasionally only estimated, the measurement precision of accruals is significantly higher than that of provisions. Therefore, they are recognised according to their origin as trade liabilities (see note 16) and other current liabilities, especially in personnel and social costs.

(in thousands of EUR)	**Dec. 31, 2024**	**Dec. 31, 2023**
Obligations for personnel and social costs	115,119	118,821
Liabilities for customer rebates and bonuses	28,913	30,506
Derivative liabilities	5,743	28,685
Other tax liabilities	28,355	28,596
Deferred income	23,495	22,427
Interest accruals	17,090	17,366
Other liabilities	19,124	17,167
Deferred income and other current liabilities	**237,839**	**263,568**
Thereof financial liabilities	41,744	62,952
Thereof non-financial liabilities	196,095	200,616

Obligations for personnel and social costs particularly include premiums and bonuses for employees, unused vacations as well as other deferred personnel-related obligations.

The calculation of liabilities for customer rebates and bonuses is based on the bonus and rebates claims of customers included in the underlying customer arrangements. Bonuses are set up in a way that customers receive a retrospective reimbursement if a certain purchase volume was reached within an invoicing period.

In the previous year, derivative liabilities mainly resulted from hedge accounting in connection with the hedging of raw material prices in Finland (see note 7).

Liabilities from interest accruals mainly result from existing Schuldschein loans and Namensschuldverschreibungen.

18 PROVISIONS FOR CURRENT LIABILITIES AND CHARGES

Provisions are created when the Group has a present legal or constructive obligation to a third party as a result of a past event, if it is probable that it will be settled and if the amount of the obligation can be reliably estimated. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date.

Provisions for large numbers of similar obligations, e. g., warranties, are measured at a probability-weighted expected value of assets reduction based on this group of obligations. A provision is also recognised even if the probability of a claim on assets is negligible for a single obligation included in this group.

In the financial year 2024, provisions for current liabilities and charges developed as follows:

(in thousands of EUR)	Sales	Provision for restructuring costs	Other provisions	**Total**
Balance at Jan. 1, 2024	**7,126**	**11,991**	**19,469**	**38,586**
Effect of exchange rate changes	20	8	177	205
Reclassifications[1)]	(307)	504	(444)	(247)
Utilisation	(2,417)	(7,260)	(6,904)	(16,581)
Reversal	(1,289)	(3,039)	(1,128)	(5,456)
Increase	1,890	128	19,971	21,989
Balance at Dec. 31, 2024	**5,023**	**2,332**	**31,141**	**38,496**

[1)] incl. reclassification according to IFRS 5 (see note 5)

In the financial year 2023, provisions for current liabilities and charges developed as follows:

(in thousands of EUR)	Sales	Provision for restructuring costs	Other provisions	**Total**
Balance at Jan. 1, 2023	**5,606**	**9,759**	**14,902**	**30,267**
Effect of exchange rate changes	19	0	170	189
Reclassifications	393	(5,622)	2,567	(2,662)
Utilisation	(2,196)	(1,297)	(3,088)	(6,581)
Reversal	(797)	(798)	(3,031)	(4,626)
Increase	4,101	9,949	7,949	21,999
Balance at Dec. 31, 2023	**7,126**	**11,991**	**19,469**	**38,586**

The provisions for sales are recognised on product warranties and guarantees as well as returned goods. The provisions for product warranties and guarantees are made both on a legal and a contractual basis. Single risks, on the one hand, and the overall risk based on past experience, on the other hand, are taken into consideration for the calculation.

The restructuring provisions in the previous year mainly resulted from the measures implemented at the Cervia site (see note 5).

The position "Other provisions" primarily comprises provisions for a shortage of CO_2 emission certificates. Moreover, the position includes an environmental provision in connection with a landfill site, provisions for litigations and legal costs, provisions for other taxes as well as a variety of immaterial individual items.

19 SEGMENT REPORTING INFORMATION

In the second quarter of 2024, the MM Group introduced a new organisational structure, which resulted in a split and expansion of the previous MM Packaging division into two areas: MM Food & Premium Packaging and MM Pharma & Healthcare Packaging, as the pharma business area pursues a different business model and is perceived as very specialised within the packaging industry. The aim of this reorganisation is to increase transparency.

Internal reporting and the relevant information presented to the chief operating decision maker for the purpose of assessing profitability and allocating resources have been adjusted to reflect the new organisational structure.

Mayr-Melnhof Karton AG and its subsidiaries operate from now on in three operating areas, the production of folding cartons and packaging (MM Food & Premium Packaging division and MM Pharma & Healthcare Packaging division) and the production of cartonboard and paper (MM Board & Paper division). The Group is organised according to these three operating areas and is managed by the Management Board based on the financial information acquired thereon. Hence, the segments reported correspond to these three operating areas.

The MM Food & Premium Packaging division converts cartonboard into printed folding cartons purchased by customers in a variety of industries including food and consumer goods (e. g., packaging for cereals, dried foods, sugar, confectionary and baked goods, cosmetics and toiletries, detergents, domestic appliances, toys, tobacco products and high-grade confectionary).

The MM Pharma & Healthcare Packaging division processes cartonboard into printed folding cartons for pharmaceutical industry. Furthermore, it also comprises leaflets and labels.

The MM Board & Paper division manufactures and distributes numerous grades of cartonboard, focusing in particular on coated cartonboard made from recycled and virgin fibres as well as kraft papers, uncoated fine papers and pulp.

Data provided by the management information system on which segment reporting is based is in accordance with the accounting and recognition principles applied to the consolidated financial statements. Central operations are completely allocated to the operating segments by an allocation system in analogy with the procedures in the management information system. Results from intersegment transactions have already been eliminated in the segment results.

The segment information for previous periods was adjusted in accordance with the requirements of IFRS 8.29. Furthermore, the new organisational structure resulted in a reorganisation of the goodwill-bearing cash-generating units and thus also a new allocation of goodwill (see note 6).

The Group measures the performance of its operating segments by assessing adjusted EBITDA and adjusted operating profit.

Intersegment sales are carried out on an arm's length basis.

Sales are allocated based on the shipment destinations of finished goods, whereas non-current assets are allocated according to the location of the respective units.

Capital expenditures include additions of property, plant and equipment as well as intangible assets excluding the additions of right-of-use assets (see note 6) and deducting received government grants. In addition, they also include payments on account (see note 12) as well as the change in liabilities from investment activities (see note 16).

Revenue recognition
Revenues comprise all income generated by the typical business activities of the MM Group and include income from the sale of numerous grades of cartonboard and folding cartons. The disaggregation of performance obligations under certain circumstances may result in a separation of performance obligations related to rendered transportation services, depending on the individual terms of delivery agreed with customers. These transportation services are, however, of low significance for the Group. Apart from this, no further material multiple-component contracts covering, for example, the performance of services besides the delivery of goods were identified. Tools, such as die cutting tools and engravings, are not to be considered as individual service obligations, because they are necessary for the fulfilment of contracts.

The transaction price to which the Group is entitled in exchange for the transfer of goods consists of the price for the transferred goods and any variable element in the form of customer rebates and bonuses and is to be paid on credit. Due to the agreed terms of payment, there is no financial component. The variable component is considered as “liability for customer rebates and bonuses”. The amount of this liability depends on the probable claim of a customer and is regularly evaluated and adjusted, if necessary.

Revenues from manufacturing and selling cartonboard and folding cartons are recognised at a point in time based on the agreed individual terms of delivery.

The segment reporting information concerning the Group’s operating segments can be illustrated as follows:

	2024				
(in thousands of EUR)	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper	Eliminations	**Group**[1]
Sales to external customers	1,701,254	615,685	1,762,694	0	4,079,633
Intersegment sales	1,107	8	191,615	(192,730)	0
Total sales	**1,702,361**	**615,693**	**1,954,309**	**(192,730)**	**4,079,633**
Cost of materials and purchased services	(916,527)	(235,623)	(1,212,980)	192,232	(2,172,898)
Personnel expenses	(340,553)	(230,371)	(275,705)	0	(846,629)
Adjusted EBITDA	258,315	69,920	90,396	(105)	418,526
Adjusted operating profit	179,446	29,822	(19,157)	(105)	190,006
Financial income	13,840	576	15,514	(2,835)	27,095
Financial expenses	(31,599)	(8,418)	(45,680)	2,835	(82,862)
Income tax expense	(25,760)	14,913	6,944	69	(3,834)
Capital Employed[2]	1,152,193	423,434	1,801,275	(36)	3,376,866
Free cash flow	264,926	19,711	17,589	0	302,226
Capital expenditures	58,365	55,758	106,850	(105)	220,868
Depreciation and amortisation	(78,858)	(40,089)	(109,098)	0	(228,045)
Impairments and write-ups[3]	(11)	(9)	(455)	0	(475)
Employees as of December 31	6,876	3,549	4,285	0	14,710

[1] figures according to primary financial statements components, there were no material one-off effects of more than EUR 10 million in 2024
[2] incl. cash and financial liabilities of the TANN Group (see note 5)
[3] for property, plant and equipment, and intangible assets

	2023				
(in thousands of EUR)	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper	Eliminations	**Group**[1]
Sales to external customers	1,777,635	652,831	1,733,937	0	4,164,403
Intersegment sales	3,579	844	185,139	(189,562)	0
Total sales	**1,781,214**	**653,675**	**1,919,076**	**(189,562)**	**4,164,403**
Cost of materials and purchased services	(973,068)	(279,394)	(1,166,086)	188,807	(2,229,741)
Personnel expenses	(329,655)	(244,638)	(265,805)	0	(840,098)
Adjusted EBITDA[2]	282,467	75,033	92,706	0	450,206
Adjusted operating profit[3]	214,965	34,084	(19,803)	0	229,246
Financial income	7,124	694	3,316	(2,398)	8,736
Financial expenses	(20,114)	(6,704)	(33,857)	2,398	(58,277)
Income tax expense	(41,656)	(330)	(5,642)	0	(47,628)
Capital Employed	1,272,044	404,980	1,869,139	115	3,546,278
Free cash flow	302,473	7,383	59,897	0	369,753
Capital expenditures[4]	122,952	69,141	233,253	0	425,346
Depreciation and amortisation	(69,688)	(39,537)	(109,279)	0	(218,504)
Impairments and write-ups[5]	1,920	(1,562)	(3,230)	0	(2,872)
Employees as of December 31	6,829	3,679	4,579	0	15,087

[1] figures according to primary financial statement components with the exception of adjusted EBITDA and adjusted operating profit (adjusted = significant one-off effects of more than EUR 10 million)
[2] adjusted for significant one-off effects in the amount of thous. EUR 14,306 for the MM Food & Premium division resulting from restructuring measures and in the amount of thous. EUR 16,890 for the MM Pharma & Healthcare Packaging division resulting from restructuring measures
[3] adjusted for significant one-off effects in the amount of thous. EUR 14,306 for the MM Food & Premium division resulting from restructuring measures and in the amount of thous. EUR 17,306 for the MM Pharma & Healthcare Packaging division resulting from restructuring measures
[4] adjusted due to change of internal reporting structure
[5] for property, plant and equipment, and intangible assets as well as assets held for sale

The following table shows a country-by-country breakdown of net sales based on shipment destinations as well as a summary of non-current assets and capital expenditures based on locations:

	2024			2023		
(in thousands of EUR)	**Net sales**	**Non-current assets**	**Capital expenditures**	**Net sales**	**Non-current assets**	**Capital expenditures**[1]
Europe	3,189,343	2,695,439	191,853	3,298,846	2,845,055	375,961
Austria	*84,711*	*419,378*	*23,620*	*70,765*	*597,143*	*75,642*
Germany	*555,532*	*368,581*	*32,502*	*602,537*	*372,399*	*76,711*
Poland	*538,766*	*802,583*	*41,761*	*568,720*	*801,841*	*68,753*
France	*436,718*	*109,882*	*13,783*	*421,785*	*107,785*	*26,404*
Great Britain	*325,435*	*195,854*	*8,156*	*327,851*	*192,227*	*8,295*
Rest of Europe	*1,248,181*	*799,161*	*72,031*	*1,307,188*	*773,660*	*120,156*
The Americas	413,111	133,743	17,342	386,188	130,106	34,461
Rest of the World	477,179	101,803	11,673	479,369	128,615	14,924
Consolidated total	**4,079,633**	**2,930,985**	**220,868**	**4,164,403**	**3,103,776**	**425,346**

[1] adjusted due to change of internal reporting structure

Non-current assets comprise property, plant and equipment and intangible assets including goodwill (see note 6).

20 OTHER OPERATING INCOME

(in thousands of EUR)	2024	2023
Insurance claims	6,115	27,346
Income from energy sales	12,812	21,418
Rental income	2,958	3,244
Gains and losses from disposal of property, plant and equipment, and intangible assets – net	4,221	3,050
Other income	13,642	25,810
Other operating income	**39,748**	**80,868**

In the previous year, the income from insurance claims mainly included compensation for damages that were reimbursed as a result of the flooding at the Italian site in Cervia (see note 5). In addition, a compensation paid by the Group to a customer was covered by insurance in the previous year. In 2024, this position includes among others insurance compensation for the flooding at the Kolicevo mill in Slovenia.

As in the previous year, income from energy sales result in particular from gas resales in Finland resulting from lower consumption due to market- and conversion-related production downtimes.

Gains and losses from disposal of property, plant and equipment, and intangible assets - net include in particular sales of some printing machines as well as other disposals of minor significance.

The position "Other income" mainly includes income from energy efficiency refunds in the amount of thous. EUR 3,132 (2023: thous. EUR 3,770) and many individual items. The income from energy efficiency refunds is not offset by any corresponding expenses. In the previous year, this position included a grant related to the removal of inherited liabilities in the amount of thous. EUR 5,700.

21 OTHER OPERATING EXPENSES

(in thousands of EUR)	2024	2023
Logistics, freight and transportation expenses	261,231	241,472
Repairs and maintenance	177,809	196,803
IT and consulting expenses	97,076	90,439
Rental, leasing and insurance expenses	43,367	42,541
Other taxes and charges	20,228	16,832
Other expenses	89,229	99,103
Other operating expenses	**688,940**	**687,190**

The position "Other expenses" includes expenses for travel activities and vehicle fleet, marketing, training, cleaning, security, sewer and waste disposal fees as well as a large number of individual items.

22 PERSONNEL EXPENSES

Personnel expenses from all Group areas can be broken down as follows:

(in thousands of EUR)	2024	2023
Gross wages	350,288	338,484
Gross salaries	303,994	293,497
Severance expenses	4,102	25,235
Pension expenses	17,716	16,828
Expenses for statutory social security as well as payroll-related taxes and compulsory contributions	121,197	116,122
Other welfare expenses	26,175	25,309
Expenses for temporary personnel	23,157	24,623
Total	**846,629**	**840,098**

The average number of employees (excluding temporary personnel) is as follows:

(Number of persons)	2024	2023
Factory workers	11,213	11,749
Office staff	3,706	3,615
Total	**14,919**	**15,364**

Remuneration of the management

The key management of the Group includes the Management Board and the Supervisory Board. The remuneration of the management is as follows:

(in thousands of EUR)	2024	2023
Salaries and other short-term employee benefits (incl. remuneration of the Supervisory Board)	7,830	4,265
Post-employment benefits	1,621	1,337
Long-term employee benefits (Management Board)	693	1,356
Total	**10,144**	**6,958**

The payment of long-term benefits (long-term profit-sharing) is conditional on the achievement of a certain operating margin for the next three years based on a three-year plan. For an operating margin determined at the beginning, the Management Board is entitled to a profit-sharing payment in a defined amount. Deviations from this average operating margin lead to increases or decreases in the target amount.

The short-term benefits of the members of the Management Board are as follows:

(in thousands of EUR)	2024	2023
Fixed remuneration	2,507	2,135
Variable remuneration	4,583	1,393
Total	**7,090**	**3,528**

The provision for variable compensations that has not yet been paid out amounted to thous. EUR 6,348 as of December 31, 2024 (December 31, 2023: thous. EUR 3,860).

In the financial year 2024, pensions and other post-employment benefits were paid to former board members and their surviving dependents, amounting to thous. EUR 1,418 (2023: thous. EUR 4,408).

The remuneration of the members of the Supervisory Board elected by the shareholders for the financial year 2024 amounted to thous. EUR 740 (2023: thous. EUR 737).

23 EXPENSES FOR THE GROUP AUDITOR

The 30th Ordinary Shareholders' Meeting on April 24, 2024 appointed PwC Wirtschaftsprüfung GmbH as auditor for the consolidated and individual financial statements of Mayr-Melnhof Karton AG. Furthermore, they audited the individual financial statements of all material Austrian subsidiaries. In 2024, expenses for services rendered by PwC Wirtschaftsprüfung GmbH in Austria amounted to thous. EUR 1,181 (2023: thous. EUR 1,033), of which thous. EUR 914 (2023: thous. EUR 862) were related to auditing, thous. EUR 150 (2023: thous. EUR 125) to other assurance services and thous. EUR 117 (2023: thous. EUR 46) were related to other services.

24 RESEARCH AND DEVELOPMENT EXPENSES

Research and development costs are recognised as expenses as incurred. Neither as of December 31, 2024 nor as of December 31, 2023 have any development costs been capitalised.

Research and development costs recognised as expenses in the consolidated income statement amounted to thous. EUR 12,538 in the financial year 2024 (2023: thous. EUR 5,644). This increase is primarly due to innovation activities in connection with the further development of cartonboard grades.

25 FINANCIAL INCOME

(in thousands of EUR)	**2024**	**2023**
Interest from bank deposits	26,777	8,326
Other financial income	318	410
Total financial income	**27,095**	**8,736**

The increase in interest from bank deposits is mainly due to higher bank balances and the increased interest rate level.

26 FINANCIAL EXPENSES

(in thousands of EUR)	**2024**	**2023**
Interest expense related to financial liabilities	(57,190)	(45,479)
Interest expense on lease liabilities	(3,963)	(3,850)
Interest expense on factoring agreements	(17,252)	(3,781)
Other financial expenses	(4,457)	(5,167)
Total financial expenses	**(82,862)**	**(58,277)**

The increase in interest expense from financial liabilities mainly results from higher interest rates for variable-rate loans. Other financial expenses particularly comprise commitment fees for unused credit lines and commissions in connection with the financing of acquisitions.

The factoring program was significantly expanded at the end of the previous financial year. In the previous year the associated financial expenses were included in the position “Other financial expenses”.

27 OTHER FINANCIAL RESULT – NET

(in thousands of EUR)	**2024**	**2023**
Foreign currency exchange rate gains (losses) – net	(16,763)	(13,155)
Net interest cost from benefit obligation	(3,553)	(3,659)
Result from investments accounted for using the equity method	2,466	1,350
Dividend income	523	443
Result from hyperinflation adjustments (IAS 29)	(1,985)	3,756
Other financial income	6	462
Other financial expenses	(616)	(599)
Other financial result – net	**(19,922)**	**(11,402)**

28 EARNINGS PER SHARE

Earnings per share are calculated in accordance with IAS 33 “Earnings per Share”. The standard requires the calculation and disclosure of two key figures: basic and diluted earnings per share. Basic earnings per share are calculated by dividing profit or loss attributable to the shareholders of the Company by the weighted average number of shares outstanding during the financial year. As there were no dilutive stock options neither as of December 31, 2024 nor as of December 31, 2023, it was not necessary to calculate the diluted earnings per share, which thus correspond to the basic earnings per share.

Basic earnings per share are calculated by dividing net profit for the year attributable to ordinary shareholders of the parent company by the weighted average number of ordinary shares outstanding during the year.

	2024	**2023**
Profit attributable to ordinary shareholders of the parent company (in thousands of EUR)	108,235	87,198
Weighted average number of ordinary shares	20,000,000	20,000,000
Basic earnings per share attributable to ordinary shareholders of the parent company (in EUR)	5.41	4.36

As in the previous year, the number of shares issued as of December 31, 2024 amounted to 20,000,000 shares.

29 COMMITMENTS AND CONTINGENT LIABILITIES

Commitments from legal proceedings and similar claims
The Group is subject to various claims and legal proceedings that have arisen in the ordinary course of business. Based on all facts available to the Management, the Group believes that the ultimate resolution of these claims and legal proceedings will be unlikely to have a material adverse effect on its financial position or consolidated profit, although no assurance can be given with respect to the outcome of such claims or litigations.

Commitments from environmental matters
The Group is also subject to various environmental laws and regulations in the countries in which it operates. Expenditures for environmental matters which relate to existing conditions caused by past operations and have no significant future benefit are expensed as incurred. If an expense is probable and the respective amount can be reliably estimated, the Group recognises provisions for environmental risks and post-closure obligations (see notes 15 and 18 as well as note 4 for climate related risks).

Other contingent liabilities
As of December 31, 2024, purchase obligations regarding planned capital expenditures for fixed assets and intangible assets amounted to thous. EUR 128,610 (December 31, 2023: thous. EUR 174,791). This is due to planned Group-wide investment programs focusing on expansion and renewal. In addition, there are long-term purchase obligations in connection with the Group's supply of raw materials and energy, which are managed by Procurement Management.

30 DISCLOSURES ON TRANSACTIONS WITH RELATED PARTIES

Raw materials for the production of cartonboard amounting to thous. EUR 8,437 were purchased from other related companies in 2024 (2023: thous. EUR 8,606). As of December 31, 2024, trade liabilities with other related companies amounted to thous. EUR 686 (December 31, 2023: thous. EUR 417).

In 2024, sales from transactions with associated companies amounted to thous. EUR 544 (2023: thous. EUR 1,194). As of December 31, 2024, trade and other receivables with associated companies amounted to thous. EUR 282 (December 31, 2023: thous. EUR 404).

Raw materials amounting to thous. EUR 6,024 were purchased from joint ventures in 2024 (2023: thous. EUR 5,942). As of December 31, 2024, trade liabilities with joint ventures amounted to thous. EUR 2,041 (December 31, 2023: thous. EUR 666), which are recognized in the position “Liabilities related to assets held for sale” in 2024.

Transactions with these companies are carried out on an arm’s length basis.

Key management personnel of the Group (active Management Board and Supervisory Board members of Mayr-Melnhof Karton AG) and their close relatives are considered as related parties. For information regarding management remuneration, please refer to note 22.

In the financial year 2024, expenses for consulting services rendered by members of the Supervisory Board amounted to thous. EUR 28 (2023: thous. EUR 8). As of December 31, 2024, liabilities amounting to thous. EUR 2 (December 31, 2023; thous. EUR 0) were recognised in this context. Standard market rates were charged for these consulting services.

For information on contributions to the pension benefit plan in Great Britain in the previous year, please refer to note 15.

31 NOTES ON THE CONSOLIDATED CASH FLOW STATEMENTS

Cash and cash equivalents

Cash and cash equivalents comprise cash, checks and short-term demand deposits at financial institutions with expiration dates within three months. Cash equivalents include money market funds that can be converted into a fixed amount of cash at any time and are only subject to insignificant fluctuations in value. Cash and cash equivalents denominated in foreign currencies are converted into Euro using the exchange rates at the balance sheet date. For the purpose of the statement of cash flows, the above defined cash and cash equivalents comprise the following:

(in thousands of EUR)	**Dec. 31, 2024**	**Dec. 31, 2023**
Fixed deposits	37,821	277,077
Unrestricted bank deposits and cash	382,760	479,134
Money market funds	98,118	0
Other restricted bank deposits	2,176	1,304
Cash and cash equivalents	**520,875**	**757,515**

Cash flow from operating activities is derived from the consolidated financial statements using the indirect method, while cash flows from investing and financing activities are calculated directly on the basis of cash inflows and outflows.

Cash flow from operating activities decreased from thous. EUR 786,235 to thous. EUR 516,297. This change is mainly the result of a lower reduction in working capital compared to the previous year.

Other adjustments in net cash from profit result in particular from the changes in non-current provisions and from effects of exchange rate changes.

Cash flow from investing activities changed from thous. EUR -409,050 to thous. EUR -188,658, which was primarily due to lower payments for the acquisition of property, plant and equipment and intangible assets after the intensified investment program of the previous years.

Cash flow from financing activities changed from thous. EUR 103,378 to thous. EUR -520,550. Higher issuance of debt in the previous year was offset by significantly higher loan repayments and increased interest payments in 2024.

The following table shows a reconciliation of financial liabilities from cash and non-cash changes:

(in thousands of EUR)	Non-current financial liabilities	Current financial liabilities	**Total**
Balance at Jan. 1, 2024	**1,768,942**	**250,514**	**2,019,456**
Issuances of financial liabilities	0	69,469	69,469
Repayments of financial liabilities	(197,778)	(277,871)	(475,649)
Total cash changes	**(197,778)**	**(208,402)**	**(406,180)**
Effect of exchange rates	(65)	772	707
Other non-cash changes	(65,905)	80,646	14,741
Total non-cash changes	**(65,970)**	**81,418**	**15,448**
Balance at Dec. 31, 2024	**1,505,194**	**123,530**	**1,628,724**

Other non-cash changes mainly include additions to lease liabilities which are set off by the acquisition of assets in the same amount. Furthermore, this position includes reclassifications from non-current to current financial liabilities as well as reclassifications according to IFRS 5 (see note 5).

(in thousands of EUR)	Non-current financial liabilities	Current financial liabilities	**Total**
Balance at Jan. 1, 2023	**1,674,040**	**87,549**	**1,761,589**
Issuances of financial liabilities	249,210	150,499	399,709
Repayments of financial liabilities	(1,001)	(153,406)	(154,407)
Total cash changes	**248,209**	**(2,907)**	**245,302**
Effect of exchange rates	1,663	780	2,443
Other non-cash changes	(154,970)	165,092	10,122
Total non-cash changes	**(153,307)**	**165,872**	**12,565**
Balance at Dec. 31, 2023	**1,768,942**	**250,514**	**2,019,456**

32 SIGNIFICANT SUBSEQUENT EVENTS AND FURTHER INFORMATION

In connection with the share buyback program (see note 13), the Group began to carry out transactions in January 2025. These are published weekly on our website at www.mm.group/investors/share/.

Futhermore there have been no other subsequent events after the balance sheet date with any material effect on the consolidated financial statements of the Group.

33 TABLE OF AFFILIATED AND ASSOCIATED COMPANIES

2024					2023				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
Mayr-Melnhof Karton Aktiengesellschaft, Vienna (AUT)	EUR	80,000	-	FC[1]	Mayr-Melnhof Karton Aktiengesellschaft, Vienna (AUT)	EUR	80,000	-	FC[1]
MM Service GmbH, Vienna (AUT)	EUR	35	100.00 %	FC[1]	MM Service GmbH, Vienna (AUT)	EUR	35	100.00 %	FC[1]
MM PACKAGING GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC[1]	MM PACKAGING GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC[1]
MM FOOD & PREMIUM PACKAGING					**MM FOOD & PREMIUM PACKAGING**				
Beaucrest Limited i. L., Hong Kong (HKG)	HKD	1	100.00 %	NC[4]	Beaucrest Limited, Hong Kong (HKG)	HKD	1	100.00 %	NC[4]
-	-	-	-	-	C. P. Schmidt Verpackungs-Werk Beteiligungsgesellschaft mbH, Kaiserslautern (DEU)	EUR	180	100.00 %	FC[1]
Danubia International, Kiev (UKR)	UAH	1	100.00 %	NC[4]	Danubia International, Kiev (UKR)	UAH	1	100.00 %	NC[4]
Gundlach GmbH, Bielefeld (DEU)	EUR	52	100.00 %	FC[1]	Gundlach GmbH, Bielefeld (DEU)	EUR	52	100.00 %	FC[1]
MM Packaging Solutions Ibérica S. L. U., Valencia (ESP)	EUR	7,500	100.00 %	FC[1]	MM Packaging Solutions Ibérica S. L. U., Valencia (ESP)	EUR	7,500	100.00 %	FC[1]
MM Packaging GmbH/Jordan PSC, Amman (JOR)	JOD	5,000	100.00 %	FC[1]	MM Packaging GmbH/Jordan PSC, Amman (JOR)	JOD	5,000	100.00 %	FC[1]
Mayr-Melnhof Packaging Marinetti Limitada, Santiago de Chile (CHL)	CLP	5,000	100.00 %	FC[1]	Mayr-Melnhof Packaging Marinetti Limitada, Santiago de Chile (CHL)	CLP	5,000	100.00 %	FC[1]
Mayr-Melnhof Printing and Packaging Tehran Company, Private Joint Stock, Teheran (IRN)	IRR	514,800,000	100.00 %	FC[1]	Mayr-Melnhof Printing and Packaging Tehran Company, Private Joint Stock, Teheran (IRN)	IRR	514,800,000	100.00 %	FC[1]
MM Bangor Ltd., Bradford (GBR)	GBP	0	100.00 %	FC[1]	MM Bangor Ltd., Bradford (GBR)	GBP	0	100.00 %	FC[1]
MM C. P. Schmidt GmbH, Kaiserslautern (DEU)	EUR	3,000	100.00 %	FC[1]	MM C. P. Schmidt GmbH, Kaiserslautern (DEU)	EUR	3,000	100.00 %	FC[1]
MM Graphia Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	5,538	100.00 %	FC[1]	MM Graphia Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	5,538	100.00 %	FC[1]
MM Graphia GmbH, Bielefeld (DEU)	EUR	25	100.00 %	FC[1]	MM Graphia GmbH, Bielefeld (DEU)	EUR	25	100.00 %	FC[1]
MM Graphia Izmir Karton sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	24,613	100.00 %	FC[1]	MM Graphia Izmir Karton sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	24,613	100.00 %	FC[1]
MM Graphia Trier GmbH, Trier (DEU)	EUR	3,500	100.00 %	FC[1]	MM Graphia Trier GmbH, Trier (DEU)	EUR	3,500	100.00 %	FC[1]
MM Gravure Trier GmbH, Trier (DEU)	EUR	7,000	100.00 %	FC[1]	MM Gravure Trier GmbH, Trier (DEU)	EUR	7,000	100.00 %	FC[1]
MM Innovaprint GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC[1]	MM Innovaprint GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC[1]
MM Labels Lublin Sp. z o. o., Lublin (POL)	PLN	34,078	100.00 %	FC[1]	MM Labels Lublin Sp. z o. o., Lublin (POL)	PLN	34,078	100.00 %	FC[1]

2024					2023				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
-	-	-	-	-	MM Graphia Bielefeld GmbH, Bielefeld (DEU)	EUR	526	100.00 %	FC[1)]
MM Neupack GmbH, Reichenau/Rax (AUT)	EUR	1,820	100.00 %	FC[1)]	MM Neupack GmbH, Reichenau/Rax (AUT)	EUR	1,820	100.00 %	FC[1)]
MM Packaging Behrens GmbH, Alfeld (Leine) (DEU)	EUR	3,000	100.00 %	FC[1)]	MM Packaging Behrens GmbH, Alfeld (Leine) (DEU)	EUR	3,000	100.00 %	FC[1)]
MM Packaging Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC[1)]	MM Packaging Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC[1)]
MM Packaging Caesar GmbH, Traben-Trarbach (DEU)	EUR	3,000	100.00 %	FC[1)]	MM Packaging Caesar GmbH, Traben-Trarbach (DEU)	EUR	3,000	100.00 %	FC[1)]
MM Packaging Colombia S.A.S., Santiago de Cali (COL)	COP	84,000,000	100.00 %	FC[1)]	MM Packaging Colombia S.A.S., Santiago de Cali (COL)	COP	84,000,000	100.00 %	FC[1)]
MM Packaging Deeside Limited, Deeside (GBR)	GBP	9,700	100.00 %	FC[1)]	MM Packaging Deeside Limited, Deeside (GBR)	GBP	9,700	100.00 %	FC[1)]
-	-	-	-	-	MM Packaging Deutschland GmbH, Bielefeld (DEU)	EUR	26	100.00 %	FC[1)]
MM PACKAGING France S.A.S., Monéteau (FRA)	EUR	7,289	100.00 %	FC[1)]	MM PACKAGING France S.A.S., Monéteau (FRA)	EUR	7,289	100.00 %	FC[1)]
MM Packaging Leeuwarden B. V., Leeuwarden (NLD)	EUR	18	100.00%	FC[1)]	MM Packaging Leeuwarden B. V., Leeuwarden (NLD)	EUR	18	100.00%	FC[1)]
MM Packaging Polska Sp.z.o.o., Jozefow (POL)	PLN	71,500	100.00 %	FC[1)]	MM Packaging Polska Sp.z.o.o., Bydgoszcz (POL)	PLN	71,500	100.00 %	FC[1)]
MM Packaging Romania S. R. L., Blejoi (ROU)	RON	5,504	100.00 %	FC[1)]	MM Packaging Romania S. R. L., Blejoi (ROU)	RON	5,504	100.00 %	FC[1)]
-	-	-	-	-	MM Packaging Schilling GmbH, Heilbronn (DEU)	EUR	2,500	100.00 %	FC[1)]
MM Packaging Ukraine LLC, Cherkassy (UKR)	UAH	56,896	100.00 %	FC[1)]	MM Packaging Ukraine LLC, Cherkassy (UKR)	UAH	56,896	100.00 %	FC[1)]
MM Packaging Vidon Limited Liability Company, Ho Chi Minh City (VNM)	VND	280,000,000	100.00 %	FC[1)]	MM Packaging Vidon Limited Liability Company, Ho Chi Minh City (VNM)	VND	280,000,000	100.00 %	FC[1)]
MM Premium Vienna GmbH, Vienna (AUT)	EUR	3,050	100.00 %	FC[1)]	MM Premium Vienna GmbH, Vienna (AUT)	EUR	3,050	100.00 %	FC[1)]
MMP Neupack Polska Sp.z.o.o., Bydgoszcz (POL)	PLN	28,700	100.00 %	FC[1)]	MMP Neupack Polska Sp.z.o.o., Bydgoszcz (POL)	PLN	28,700	100.00 %	FC[1)]
MMP Premium Polska Sp.z.o.o., Bydgoszcz (POL)	PLN	26,000	100.00 %	FC[1)]	MMP Premium Polska Sp.z.o.o., Bydgoszcz (POL)	PLN	26,000	100.00 %	FC[1)]
MMP Premium Printing Center GmbH, Trier (DEU)	EUR	500	100.00 %	FC[1)]	MMP Premium Printing Center GmbH, Trier (DEU)	EUR	500	100.00 %	FC[1)]
MMP Premium SAS, Ancenis (FRA)	EUR	6,686	100.00 %	FC[1)]	MMP Premium SAS, Ancenis (FRA)	EUR	6,686	100.00 %	FC[1)]
MPC Besitzgesellschaft mbH, Traun (AUT)	EUR	3,700	100.00 %	FC[1)]	MPC Besitzgesellschaft mbH, Traun (AUT)	EUR	3,700	100.00 %	FC[1)]
PacProject GmbH, Hamburg (DEU)	EUR	26	100.00 %	FC[1)]	PacProject GmbH, Hamburg (DEU)	EUR	26	100.00 %	FC[1)]

2024					2023				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
Private Joint Stock Company "Graphia Ukraina", Cherkassy (UKR)	UAH	5,880	94.78 %	FC[1]	Private Joint Stock Company "Graphia Ukraina", Cherkassy (UKR)	UAH	5,880	94.78 %	FC[1]
Société Tunisienne des Emballages Modernes, Tunis (TUN)	TND	9,640	45.00 %	EC[3]	Société Tunisienne des Emballages Modernes, Tunis (TUN)	TND	9,640	45.00 %	EC[3]
Superpak Ambalaj sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	116,331	100.00 %	FC[1]	Superpak Ambalaj sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	116,331	100.00 %	FC[1]
TANN ARGENTINA S.A., i. L., Buenos Aires (ARG)	ARS	12	100.00 %	NC[4]	TANN ARGENTINA S.A., Buenos Aires (ARG)	ARS	12	100.00 %	NC[4]
Tann Beteiligungs GmbH, Traun (AUT)	EUR	35	100.00 %	FC[1]	Tann Beteiligungs GmbH, Traun (AUT)	EUR	35	100.00 %	FC[1]
TANN Colombiana S.A.S., i.L., La Ceja/Medellin (COL)	COP	351,000	100.00 %	FC[1]	TANN Colombiana S.A.S., i.L., La Ceja/Medellin (COL)	COP	351,000	100.00 %	FC[1]
TANN GERMANY GmbH, Glinde (DEU)	EUR	512	100.00 %	FC[1]	TANN GERMANY GmbH, Glinde (DEU)	EUR	512	100.00 %	FC[1]
TANN Holding GmbH, Traun (AUT)	EUR	70	100.00 %	FC[1]	TANN Holding GmbH, Traun (AUT)	EUR	70	100.00 %	FC[1]
TANN Invest GmbH, Traun (AUT)	EUR	35	100.00 %	FC[1]	TANN Invest GmbH, Traun (AUT)	EUR	35	100.00 %	FC[1]
TANN Longyou Ltd., Longyou (Zhejiang) (CHN)	CNY	97,245	95.69 %	FC[1]	TANN Longyou Ltd., Longyou (Zhejiang) (CHN)	CNY	97,245	95.69 %	FC[1]
TANN PAPER Limited, Woodstock (New Brunswick) (CAN)	CAD	600	100.00 %	FC[1]	TANN PAPER Limited, Woodstock (New Brunswick) (CAN)	CAD	600	100.00 %	FC[1]
TANN Philippines, Inc., Santo Tomas (Batangas) (PHL)	PHP	470,000	100.00 %	FC[1]	TANN Philippines, Inc., Santo Tomas (Batangas) (PHL)	PHP	470,000	100.00 %	FC[1]
TANN Service GmbH, Traun (AUT)	EUR	35	100.00 %	FC[1]	TANN Service GmbH, Traun (AUT)	EUR	35	100.00 %	FC[1]
TANN Shanghai Co., Ltd., Shanghai (CHN)	CNY	31,522	51.00 %	FC[1]	TANN Shanghai Co., Ltd., Shanghai (CHN)	CNY	31,522	51.00 %	FC[1]
TANNPAPIER GmbH, Traun (AUT)	EUR	1,000	100.00 %	FC[1]	TANNPAPIER GmbH, Traun (AUT)	EUR	1,000	100.00 %	FC[1]
TBG Development Philippines, Inc., Makati City (Metro Manila) (PHL)	PHP	53,320	100.00 %	FC[1]	TBG Development Philippines, Inc., Makati City (Metro Manila) (PHL)	PHP	53,320	100.00 %	FC[1]
VTV Verpackungstechnische Verfahren GmbH, Kaiserslautern (DEU)	EUR	200	100.00 %	FC[1]	VTV Verpackungstechnische Verfahren GmbH, Kaiserslautern (DEU)	EUR	200	100.00 %	FC[1]
Zhejiang TF Special Papers Co., Ltd., Quzhou City (CHN)	CNY	50,000	40.00 %	EC[3]	Zhejiang TF Special Papers Co., Ltd., Quzhou City (CHN)	CNY	50,000	40.00 %	EC[3]

2024					2023				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
MM PHARMA & HEALTHCARE PACKAGING					**MM PHARMA & HEALTHCARE PACKAGING**				
MM Clayton LLC, Wilmington (USA)	USD	181	100.00 %	FC[1]	MM Clayton LLC, Wilmington (USA)	USD	181	100.00 %	FC[1]
MM Eson Pac AB, Veddige (SWE)	SEC	10,000	100.00 %	FC[1]	MM Eson Pac AB, Veddige (SWE)	SEC	10,000	100.00 %	FC[1]
MM Eson Pac Denmark A/S, Taastrup (DEN)	DKK	6,000	100.00 %	FC[1]	MM Eson Pac Denmark A/S, Taastrup (DEN)	DKK	6,000	100.00 %	FC[1]
MM Fiber Packaging S. A. U., Barcelona (ESP)	EUR	1,920	100.00 %	FC[1]	MM Fiber Packaging S. A. U., Barcelona (ESP)	EUR	1,920	100.00 %	FC[1]
MM Fiber Packaging Ireland Limited, Dublin (IRL)	EUR	378	100.00 %	FC[1]	MM Fiber Packaging Ireland Limited, Dublin (IRL)	EUR	378	100.00 %	FC[1]
MM Lublin Sp. z o. o., Lublin (POL)[5]	PLN	53,500	100.00 %	FC[1]	MM Lublin Sp. z o. o., Lublin (POL)[5]	PLN	53,500	100.00 %	FC[1]
MM Nekicesa S. L. U., Madrid (ESP)	EUR	18,881	100.00 %	FC[1]	MM Nekicesa S. L. U., Madrid (ESP)	EUR	18,881	100.00 %	FC[1]
MM Newport Ltd., Bradford (GBR)	GBP	1,231	100.00 %	FC[1]	MM Newport Ltd., Bradford (GBR)	GBP	1,231	100.00 %	FC[1]
MM Packaging Italy S. r. l., Podenzano (ITA)	EUR	3,000	100.00 %	FC[1]	MM Packaging Italy S. r. l., Podenzano (ITA)	EUR	3,000	100.00 %	FC[1]
MM Packaging Puerto Rico Inc., Guaynabo (PRI)	USD	1	100.00 %	FC[1]	MM Packaging Puerto Rico Inc., Guaynabo (PRI)	USD	1	100.00 %	FC[1]
MM Packaging Sarreguemines S. A. R. L., Sarreguemines (FRA)	EUR	4,115	100.00 %	FC[1]	MM Packaging Sarreguemines S. A. R. L., Sarreguemines (FRA)	EUR	4,115	100.00 %	FC[1]
MM Packaging & Securing Solutions Limited, Bradford (GBR)	GBP	70,149	100.00 %	FC[1]	MM Packaging & Securing Solutions Limited, Bradford (GBR)	GBP	70,149	100.00 %	FC[1]
MM Packaging UK Limited, Bradford (GBR)	GBP	139,391	100.00 %	FC[1]	MM Packaging UK Limited, Bradford (GBR)	GBP	139,391	100.00 %	FC[1]
MM Packaging US Inc., Wilmington (USA)	USD	5	100.00 %	FC[1]	MM Packaging US Inc., Wilmington (USA)	USD	5	100.00 %	FC[1]
MM Wolfen GmbH, Bitterfeld-Wolfen OT Wolfen (DEU)	EUR	25	100.00 %	FC[1]	MM Wolfen GmbH, Bitterfeld-Wolfen OT Wolfen (DEU)	EUR	25	100.00 %	FC[1]
MMP Packetis SAS, Chazelles (FRA)	EUR	1,677	100.00 %	FC[1]	MMP Packetis SAS, Chazelles (FRA)	EUR	1,677	100.00 %	FC[1]

2024					2023				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
MM BOARD & PAPER					**MM BOARD & PAPER**				
CP (CartPrint) International Trading AG, Worb (CHE)	CHF	100	100.00 %	FC1)	CP (CartPrint) International Trading AG, Worb (CHE)	CHF	100	100.00 %	FC1)
free-com solutions GmbH, Vienna (AUT)	EUR	35	51.00 %	FC1)	free-com solutions GmbH, Vienna (AUT)	EUR	35	51.00 %	FC1)
Lokalbahn Payerbach-Hirschwang Gesellschaft m.b.H., Reichenau/Rax (AUT)	EUR	190	100.00 %	FC1)	Lokalbahn Payerbach-Hirschwang Gesellschaft m.b.H., Reichenau/Rax (AUT)	EUR	190	100.00 %	FC1)
MM BOARD & PAPER GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC1)	MM BOARD & PAPER GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC1)
MM FollaCell AS, Follafoss (NOR)	NOK	10,000	100.00 %	FC1)	MM FollaCell AS, Follafoss (NOR)	NOK	10,000	100.00 %	FC1)
MM Frohnleiten GmbH, Frohnleiten (AUT)	EUR	7,500	100.00 %	FC1)	MM Frohnleiten GmbH, Frohnleiten (AUT)	EUR	7,500	100.00 %	FC1)
MM Gernsbach GmbH, Gernsbach (DEU)	EUR	9,205	100.00 %	FC1)	MM Gernsbach GmbH, Gernsbach (DEU)	EUR	9,205	100.00 %	FC1)
MM Kolicevo d.o.o., Domzale (SVN)	EUR	12,828	100.00 %	FC1)	MM Kolicevo d.o.o., Domzale (SVN)	EUR	12,828	100.00 %	FC1)
MM Kotkamills Absorbex Oy, Kotka (FIN)	EUR	2	100.00 %	FC1)	MM Kotkamills Absorbex Oy, Kotka (FIN)	EUR	2	100.00 %	FC1)
MM Kotkamills Boards Oy, Kotka (FIN)	EUR	10,200	100.00 %	FC1)	MM Kotkamills Boards Oy, Kotka (FIN)	EUR	10,200	100.00 %	FC1)
MM Kotkamills Oy, Kotka (FIN)	EUR	80	100.00 %	FC1)	MM Kotkamills Oy, Kotka (FIN)	EUR	80	100.00 %	FC1)
MM Kotkamills Wood Oy, Kotka (FIN)	EUR	2	100.00 %	FC1)	MM Kotkamills Wood Oy, Kotka (FIN)	EUR	2	100.00 %	FC1)
MM Kwidzyn Sp. z o. o., Kwidzyn (POL)	PLN	90,000	100.00 %	FC1)	MM Kwidzyn Sp. z o. o., Kwidzyn (POL)	PLN	90,000	100.00 %	FC1)
MM Neuss GmbH, Baiersbronn (DEU)	EUR	7,500	100.00 %	FC1)	MM Neuss GmbH, Baiersbronn (DEU)	EUR	7,500	100.00 %	FC1)
Nomamasa GmbH, Düsseldorf (DEU)	EUR	25	100.00 %	FC1)	Nomamasa GmbH, Düsseldorf (DEU)	EUR	25	100.00 %	FC1)
Tor-Pal Sp. z o. o., Kwidzyn (POL)	PLN	384	92.59 %	FC1)	Tor-Pal Sp. z o. o., Kwidzyn (POL)	PLN	384	92.59 %	FC1)
Trading companies & sales offices of MM Board & Paper					**Trading companies & sales offices of MM Board & Paper**				
Keminer Remmers Spiehs Kartonhandels GmbH, Gernsbach (DEU)	EUR	1,280	100.00 %	FC1)	Keminer Remmers Spiehs Kartonhandels GmbH, Gernsbach (DEU)	EUR	1,280	100.00 %	FC1)
Mayr-Melnhof & Wilfried Heinzel Tehran Co., Teheran (IRN)	IRR	100,000	36.00 %	NE2)	Mayr-Melnhof & Wilfried Heinzel Tehran Co., Teheran (IRN)	IRR	100,000	36.00 %	NE2)
MM Board Benelux B.V., Amstelveen (NLD)	EUR	91	100.00 %	FC1)	MM Board Benelux B.V., Amstelveen (NLD)	EUR	91	100.00 %	FC1)
MM Board Bulgaria EOOD, Sofia (BGR)	BGN	5	100.00 %	FC1)	MM Board Bulgaria EOOD, Sofia (BGR)	BGN	5	100.00 %	FC1)

2024					2023				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
MM Board Czech s.r.o., Prague (CZE)	CZK	820	100.00 %	FC[1]	MM Board Czech s.r.o., Prague (CZE)	CZK	820	100.00 %	FC[1]
MM Board France SARL, Paris (FRA)	EUR	8	100.00 %	FC[1]	MM Board France SARL, Paris (FRA)	EUR	8	100.00 %	FC[1]
MM Board Germany GmbH, Neuss (DEU)	EUR	26	100.00 %	FC[1]	MM Board Germany GmbH, Neuss (DEU)	EUR	26	100.00 %	FC[1]
MM B&P Hungary Kft., Budaörs (HUN)	HUF	20	100.00 %	FC[1]	MM B&P Hungary Kft., Budaörs (HUN)	HUF	20	100.00 %	FC[1]
MM Board Italy SRL, Milan (ITA)	EUR	51	75.00 %	FC[1]	MM Board Italy SRL, Milan (ITA)	EUR	51	75.00 %	FC[1]
MM Board Mexico S. de R. L. de C. V., Monterrey (MEX)	MXN	3	100.00 %	FC[1]	MM Board Mexico S. de R. L. de C. V., Monterrey (MEX)	MXN	3	100.00 %	FC[1]
MM Board North Africa SARL, Tunis (TUN)	TND	80	100.00 %	FC[1]	MM Board North Africa SARL, Tunis (TUN)	TND	80	100.00 %	FC[1]
MM Board Polska Sp. z o. o., Poznan (POL)	PLN	50	100.00 %	FC[1]	MM Board Polska Sp. z o. o., Poznan (POL)	PLN	50	100.00 %	FC[1]
MM Board SI d.o.o., Domzale (SVN)	EUR	30	100.00 %	FC[1]	MM Board SI d.o.o., Domzale (SVN)	EUR	30	100.00 %	FC[1]
MM Board Spain S.A., Barcelona (ESP)	EUR	60	75.00 %	FC[1]	MM Board Spain S.A., Barcelona (ESP)	EUR	60	75.00 %	FC[1]
MM Board UK Limited, Theale-Reading (GBR)	GBP	1,000	100.00 %	FC[1]	MM Board UK Limited, Theale-Reading (GBR)	GBP	1,000	100.00 %	FC[1]
MM Board & Paper Sales GmbH, Vienna (AUT)	EUR	35	100.00 %	FC[1]	MM Board & Paper Sales GmbH, Vienna (AUT)	EUR	35	100.00 %	FC[1]
MM Board & Paper USA Inc., New Jersey (USA)	USD	0	100.00 %	FC[1]	MM Board & Paper USA Inc., Wilmington (USA)	USD	0	100.00 %	FC[1]
-	-	-	-	-	MM Karton Russia LLC, Moscow (RUS)	RUB	14,290	100.00 %	FC[1]
MM Shared Services Sp. z o. o., Warsaw (POL)	PLN	5,662	100.00 %	FC[1]	MM Shared Services Sp. z o. o., Warsaw (POL)	PLN	5,662	100.00 %	FC[1]
Varsity Packaging Limited, Theale-Reading (GBR)	GBP	300	100.00 %	FC[1]	Varsity Packaging Limited, Theale-Reading (GBR)	GBP	300	100.00 %	FC[1]

The voting rights are equal to the ownership interests. The parent company does not hold any preferred interests in the subsidiary.
[1] FC ... fully consolidated company
[2] NE ... joint venture or associated company, but not consolidated at equity due to immateriality
[3] EC ... consolidated at equity
[4] NC ... not consolidated due to immateriality
[5] The company is also operating in the MM Food & Premium Packaging segment.

34 BOARD MEMBERS

During the financial year 2024, the Board Members were as follows:

Management Board
Peter Oswald (Chairman)
Roman Billiani (Member of the Management Board since May 1, 2024)
Franz Hiesinger (Member of the Management Board)

Supervisory Board
Wolfgang Eder (Chairman)
Nikolaus Ankershofen (1st Deputy Chairman)
Johannes Goess-Saurau (2nd Deputy Chairman)
Alexander Leeb (Member of the Supervisory Board)
Georg Mayr-Melnhof (Member of the Supervisory Board)
Ferdinand Mayr-Melnhof-Saurau (Member of the Supervisory Board)
Klaus Rabel (Member of the Supervisory Board)
Andreas Hemmer (Employee Representative)
Gerhard Novotny (Employee Representative)

Vienna, March 17, 2025

The Management Board

Peter Oswald m. p.   Roman Billiani m.p.   Franz Hiesinger m. p.

Auditor’s Report

Report on the Consolidated Financial Statements

Audit Opinion

We have audited the consolidated financial statements of Mayr-Melnhof Karton Aktiengesellschaft, Vienna, and its subsidiaries (the Group), which comprise the consolidated balance sheet as at December 31, 2024, the consolidated income statement, the consolidated comprehensive income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the financial year then ended, and the notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements comply with legal requirements and give a true and fair view of the financial position of the Group as at December 31, 2024, and of its financial performance and cash flows for the financial year then ended in accordance with International Financial Reporting Standards as adopted by the EU (IFRSs) and the additional regulations of section 245a Austrian Company Code.

Basis for Opinion

We conducted our audit in accordance with Regulation (EU) No. 537/2014 (hereinafter EU Regulation) and Austrian Generally Accepted Standards on Auditing. Those standards require the application of the International Standards on Auditing (ISAs). Our responsibilities under those provisions and standards are further described in the “Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements” section of our report. We are independent of the Group in accordance with Austrian Generally Accepted Accounting Principles and professional requirements, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained until the date of the auditor’s report is sufficient and appropriate to provide a basis for our opinion by this date.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the financial year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have structured key audit matters as follows:

- Description
- Audit approach and key observations
- Reference to related disclosures

1. Reallocation of goodwill due to changes in the segment reporting resulting from the change of the company structure in the previous segment MM Packaging

Description

The MM Group implemented in the 2nd quarter of 2024 a new company structure, which resulted in the division of the previous operating segment MM Packaging into two operating segments: MM Food & Premium Packaging and MM Pharma & Healthcare Packaging. The aim of this reorganization is increasing the transparency of the reporting and improving control because the segment of Pharma & Healthcare Packaging follows a different business model than that of Food & Premium Packaging and is perceived as very specialized within the packaging industry. The internal reporting and the relevant information, which are presented to the responsible company body regarding the assessment of the profitability and allocation of resources, were adjusted and reflect the new organisational structure.

This change in the segment division is also connected to the reallocation of the goodwill as at June 30, 2024, which was allocated to the previous segment MM Packaging. For these purposes, impairment tests were performed as at June 30, 2024, in accordance with the requirements of IAS 36.87 for the previous operating segment MM Packaging as well as for both new operating segments MM Food & Premium Packaging and MM Pharma & Healthcare Packaging and the goodwill was reallocated in relation to the values in use, determined using the discounted cash flow method (DCF method).

Derived from this, the existing goodwill of MM Packaging will be reallocated with 29.9 % to the new segment MM Pharma & Healthcare Packaging and with 70.1 % to the segment MM Food & Premium Packaging as at June 30, 2024.

There is a risk that the new operating segments do not meet the requirements of the IRFS 8.5 and that the goodwill recorded in the previous operating segment MM Packaging was not reallocated adequately to the two new operating segments.

The impairment tests performed as at June 30, 2024 and the subsequent determination of the relative shares for reallocation of the goodwill to the new segments are subject to the same risks and estimation uncertainties, resulting from the impairment tests for the determination of the value in use within the discounted cashflow method. Detailed explanations to the material assumptions and uncertainties within the impairment tests applying the discounted cashflow method can be found in the disclosures to the key audit matter "Recoverability of goodwill of the operating segments MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging as well as recoverability of the carrying amounts of the cash generating units and group of assets".

Audit approach and key observations

We have critically assessed the implementation of the changed reporting structure on Executive Board and management level and evaluated whether both new operating segments MM Food & Premium Packaging and MM Pharma & Healthcare Packaging fulfill the requirements of IFRS 8.5 (amongst others that the operating segments perform operating activities generating net sales, the availability of separate financial information and regular monitoring of the operating results by the responsible company body regarding the decisions for resource allocation). Furthermore, we assessed the new segment structure regarding the existing monitoring and control of the goodwill since June 30, 2024, in the segments MM Food & Premium Packaging and MM Pharma & Healthcare Packaging and verified the methodology applied as well as the mathematical accuracy of the reallocation of the goodwill to both new operating segments.

The methodology applied for reallocating a goodwill, including determining the relative proportions required in this context based on the values in use determined using the discounted cash flow method (DCF method) in accordance with IAS 36.87 is adequate. The presentation of the new segments including the presentation of the comparative period is adequate. The disclosures in the notes required by IAS 36 an IFRS 8 are complete and adequate.

Reference to related disclosures
Related disclosures with regard to this key audit matter are to be found in the notes to the consolidated financial statements as at December 31, 2024 under section 6.3 – "Recoverability of non-current assets" and under Note 19 "Segment reporting".

2. **Recoverability of goodwill of the operating segments MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging as well as recoverability of the carrying amounts of the cash generating units or group of assets**

Description
Under the item "intangible assets including goodwill", the consolidated financial statements of Mayr-Melnhof Karton Aktiengesellschaft, Vienna, include goodwill in the amount of thous. EUR 742,850, representing approximately 15.3 % of total assets of the Group. This item relates with thous. EUR 462,948 to the goodwill of MM Board & Paper, with thous. EUR 178,438 to the goodwill of MM Food & Premium Packaging and with thous. EUR 101,464 to MM Pharma & Healthcare Packaging. In order to determine a potential need for impairment, management performs a mandatory impairment test of goodwill each year at the reporting date or if there is any indication that an asset may be impaired. Due to the reclassification of the TANN group, which was part of the operating segment MM Food & Premium Packaging until the requirements of a disposal group pursuant to IRFS 5 are met, a proportionate goodwill in the amount of thous. EUR 57,080 was allocated to the disposal group according to the requirements of IAS 36.86.

Moreover, the consolidated financial statements as at December 31, 2024 include other intangible assets in the amount of thous. EUR 163,444 and property, plant and equipment in the amount of thous. EUR 2,024,691. In case of any indications in this regard pursuant to IAS 36, management evaluates whether the carrying amounts of a cash generating unit may be impaired.

The impairment of goodwill is tested at the level of the respective operating segment MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging to which the goodwill pertains. In the course of the impairments test an impairment loss on goodwill is recognised if the carrying amount of the operating segment as cash generating unit exceeds the respective recoverable amount. Moreover, an impairment loss is recognised to the extent that the carrying amount of the asset, the group of assets or the cash generating unit exceeds the recoverable amount. The recoverable amount of an asset, a group of assets or a cash generating unit is the higher of the value in use and the fair value less cost of disposal. When evaluating whether there are any indications for impairment, external and internal sources of information are to be taken into account. In doing so, expectations regarding the future market development, assumptions regarding the development of macroeconomic factors as well as the expected development of costs of raw materials (especially wood, recovered paper), the cost of energy and the impact of the climate change on the business activities in the segment are also taken into account. The Group determines the value in use by means of a discounted cash flow method (DCF method). In addition to forecasts of future cash flows (free cash flows) before tax, particularly the capitalisation rate (WACC) is also to be classified as such that it requires significant discretionary decisions. Discounting is made based on the weighted average capital costs of the operating segments or the cash generating unit of the operating segment.

As already slight changes in the capitalisation rate or in future cash flows may have a significant impact on the recoverable amount, there are major estimation uncertainties with regard to the determination of the value in use and thus the recoverable amount of the goodwill, the group of assets or the carrying amount of the cash generating units. In case there are any indications for a potential need for impairment and the value in use is below the carrying amount of the asset, a group of assets or a cash generating unit, management determines the fair value less cost of disposal of the asset, the group of assets or the cash generating unit together with external independent experts, allocating a calculated impairment at the level of the cash generating unit to the assets pertaining to it up to a maximum of their respective fair value less cost of disposal.

In the financial year 2024, no impairment of goodwill was recognised on the basis of impairment tests of goodwill at segment level. In the financial year 2024, no impairment of carrying amounts was recognised on the basis of impairment tests of cash generating units.

Valuation of the recoverable amount is complex, requires relevant expertise and depends on significant assumptions and discretionary decisions made by management to a considerable extent. For the consolidated financial statements, there is the risk that the valuation assumptions serving as a basis for the impairment test – in case the recoverable amounts of the assets, the group of assets or the cash generating unit are not determined appropriately – may result in an unidentified impairment not recognised in the consolidated balance sheet.

Audit approach and key observations
We examined the indications for a possible impairment observed by the Management Board and checked whether there were any indications that the cash generating units identified in this process are at risk and may be impaired.

In the course of our audit and by partially involving our valuation specialists we verified among others the methodical approach in identifying indications for a need for impairment and in performing the impairment test. Moreover, we ascertained the appropriateness of the significant assumptions and input parameters made with regard to the planned development of future cash flows before tax as well as the valuation of the values in use and, where relevant, the fair values less cost of disposal, and evaluated whether all relevant internal and external sources of information were taken into account by management. The future expected cash flows were derived from the budget for 2025 of the segments MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging which was adopted by management and approved by the Supervisory Board. In addition, we evaluated the appropriateness of the calculation especially by reconciliation with general and industry-specific market expectations. In this context, we also verified the Management Boards' estimates regarding the development of revenue and profit margin, working capital development, investment levels and the potential impact of climate change and verified their consideration in determining the future cash flows. Knowing that already slight changes in the discount rate may have a significant impact on the recoverable amount determined in this way, we assessed these changes and how they were derived both with regard to the individual assumptions and parameters based on company-specific information, historical data, available market data and considering a critical overall evaluation and discussed them with management. We checked the valuation models used in determining the values in use for mathematical accuracy and consistency with the valuation principles of the relevant IFRS regulations. Furthermore, we have checked, on the one hand, whether the carrying amounts of the TANN group held as a disposal group pursuant to IFRS 5 as well as the future cash flows attributable to the TANN group have been eliminated correctly from the impairment test of the goodwill of the operating segment MM Food & Premium Packaging and on the other hand, whether the proportionate goodwill, which is attributable to the TANN group pursuant to the requirements of IAS 36.86, was appropriately determined and subsequently allocated to the disposal group.

To take into account the existing forecast uncertainties, we verified the sensitivity analyses prepared by management. In doing so, we noted that, considering the information available, the goodwill of the operating segments MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging as well as the carrying amounts of the cash generating units were sufficiently covered by the discounted future cash flows.

Finally, we evaluated whether the disclosures in the notes to the consolidated financial statements on the recoverability of goodwill and of the carrying amounts of the cash generating units are complete and adequate. The carrying amounts of goodwill and of the cash generating units that were identified by management for impairment testing are complete and adequate. The significant assumptions and discretionary decisions made in this context are plausible and within a reasonable range. The disclosures in the notes to the consolidated financial statements as at December 31, 2024 with regard to the recoverability of goodwill and of the carrying amounts of the cash generating units are complete and proper.

Reference to related disclosures

Related disclosures with regard to this key audit matter are to be found in the notes to the consolidated financial statements as at December 31, 2024 under note 6 – "Development of fixed assets" in section 6.1 – "Property, plant and equipment including leases", section 6.2 – "Intangible assets including goodwill" and in section 6.3 – "Recoverability of non-current assets" as well as under note 5 – "Subsequent events in 2024" in section 5.1..

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements, the management report for the Group and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Audit Committee for the Consolidated Financial Statements
Management is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the EU (IFRSs) and the additional regulations of section 245a Austrian Company Code, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Audit Committee is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements
Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the EU Regulation and with Austrian Generally Accepted Standards on Auditing, which require the application of ISAs, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the EU Regulation and with Austrian Generally Accepted Standards on Auditing, which require the application of ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit.

In addition, the following applies:
We identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risks of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

We obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

We evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

We conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Group to cease to continue as a going concern.

We evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with all relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, on measures taken to eliminate identified threats or on applied safeguards.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Comments on the Management Report for the Group

Pursuant to Austrian Generally Accepted Accounting Principles, the management report for the Group is to be audited as to whether it is consistent with the consolidated financial statements and as to whether the management report for the Group was prepared in accordance with the applicable legal regulations. Regarding the consolidated non-financial statement contained in the management report for the Group, it is our responsibility to examine whether it has been prepared, to read it and to consider whether it is, based on our knowledge obtained in the audit, materially inconsistent with the consolidated financial statements or otherwise appears to be materially misstated.

Management is responsible for the preparation of the management report for the Group in accordance with Austrian Generally Accepted Accounting Principles.

We conducted our audit in accordance with Austrian standards on auditing for the audit of the management report for the Group.

Opinion

In our opinion, the management report for the Group was prepared in accordance with the applicable legal regulations, comprising the details in accordance with section 243a of the Austrian Company Act, and is consistent with the consolidated financial statements.

Statement

Based on the findings during the audit of the consolidated financial statements and due to the obtained understanding concerning the Group and its circumstances no material misstatements in the management report for the Group came to our attention.

Additional Information in Accordance with Article 10 of the EU Regulation

We were elected as statutory auditor at the ordinary general meeting dated April 24, 2024 and subsequently appointed by the Supervisory Board. We have audited the Company since the financial year 2019.

We confirm that the audit opinion in the "Report on the Consolidated Financial Statements" section is consistent with the additional report to the Audit Committee referred to in Article 11 of the EU Regulation.

We declare that no prohibited non-audit services (Article 5 para. 1 of the EU Regulation) were provided by us and that we remained independent of the audited company in conducting the audit.

Responsible Engagement Partner

Responsible for the proper performance of the engagement is Mr. Frédéric Vilain, Austrian Certified Public Accountant.

Vienna, March 17, 2025

PwC Wirtschaftsprüfung GmbH

Frédéric Vilain m. p.
Austrian Certified Public Accountant

This report is a translation of the original report in German, which is solely valid. Publication and sharing with third parties of the consolidated financial statements together with our auditor's report is only allowed if the consolidated financial statements and the management report for the Group are identical with the German audited version. This auditor's report is only applicable to the German and complete consolidated financial statements with the management report for the Group. For deviating versions, the provisions of section 281 para. 2 Austrian Commercial Code (UGB) apply.

We draw attention to the fact that the English translation of this auditor's report according to section 274 of the Austrian Commercial Code (UGB) is presented for the convenience of the reader only and that the German wording is the only legally binding version.

Independent Assurance Report

We have performed a limited assurance engagement of the consolidated sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" of Mayr-Melnhof Karton Aktiengesellschaft, Vienna, for the financial year ended as at December 31, 2024.

Conclusion Based on a Limited Assurance Engagement
Based on the procedures performed and evidence obtained nothing has come to our attention that causes us to believe that the consolidated sustainability reporting included in the management report for the Group in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" does not comply, in all material aspects, with the requirements of Article 29a of the Directive 2013/34/EU, including:

- compliance with the European Sustainability Reporting Standards (hereinafter ESRS) including carrying out the process to identify the information to be reported pursuant to ESRS (hereinafter "Materiality Assessment Process"), and its presentation in disclosure "Processes for assessing the materiality of sustainability topics (materiality analysis)", and
- compliance with the reporting requirements pursuant to Article 8 of the Taxonomy Regulation (EU) 2020/852 (hereinafter EU Taxonomy Regulation).

Basis for Conclusion
We performed our limited assurance engagement in accordance with the legal requirements and the professional standards applicable in Austria with regard to other limited assurance engagements in accordance with KFS/PG 13. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Assurance Engagement of the Consolidated Sustainability Reporting" section of our report.

We are independent of the Group in accordance with professional requirements and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Our assurance activities are subject to the requirements of KSW-PRL 2022, which essentially corresponds to the requirements pursuant to ISQM 1, applying an extensive quality management system including documented guidelines and processes to adhere to ethical requirements, professional standards as well as applicable legal and regulatory requirements.

We believe that the assurance evidence we have obtained until the date of the independent assurance report is sufficient and appropriate to provide a basis for our opinion by this date.

Other Matter – Prior-year Disclosures as at December 31, 2023
Prior-year disclosures were not subject to a comparable assurance engagement.

Other Information
Management is responsible for the other information. The other information comprises the information included in the consolidated financial statements and the management report for the Group and the Annual Report 2024, but does not include the "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" and our independent assurance report.

Our conclusion on the consolidated sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our limited assurance engagement of the consolidated sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" or our knowledge obtained in the limited assurance engagement, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management
Management is responsible for the preparation of the sustainability statement including developing and performing the Materiality Assessment Process pursuant to the applicable requirements and standards. This responsibility includes

- identifying actual and potential impacts as well as risks and opportunities related to sustainability aspects and assessing the materiality of these impacts, risks and opportunities,
- preparing the sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" complying with the requirements of Article 29a of the Directive 2013/34/EU, including compliance with the ESRS,
- including disclosures in the sustainability statement in accordance with the EU Taxonomy Regulation as well as
- designing, implementing and maintaining such internal controls as management determines is relevant to enable the preparation of sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" that is free from material misstatements, whether due to fraud or error, and performing the Materiality Assessment Process pursuant to the requirements of the ESRS.

Furthermore, this responsibility includes the selection and application of appropriate methods regarding sustainability reporting as well as making assumptions and estimates on the individual sustainability disclosures appropriate under the given circumstances.

Inherent Limitations for the Preparation of the Sustainability Reporting

When reporting on future-oriented information, the Company is required to prepare this future-oriented information based on disclosed assumptions about events that may occur in the future as well as possible future actions by the Group. Actual outcomes are likely to be different since anticipated events frequently do not occur as expected.

When determining disclosures pursuant to the EU Taxonomy Regulation, management is required to interpret undefined legal terms. Undefined legal terms may be interpreted differently, also regarding legal compliance of the interpretations, thus they are subject to uncertainties.

For reporting on greenhouse gas emissions, the scientific basis plays a decisive role. However, this may lead to challenges, in particular regarding the determination of emission factors, especially when these factors are required to combine emissions of different gases and describe them in a single unit of measurement such as CO_2 equivalents. Therefore, incomplete scientific knowledge may lead to uncertainties in reporting.

Auditor's Responsibilities for the Assurance Engagement of the Consolidated Sustainability Reporting

Our responsibility is to plan and perform a limited assurance engagement to obtain limited assurance about whether the consolidated sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" including the comprised Materiality Assessment Process and the reporting pursuant to the EU Taxonomy Regulation is free from material misstatement, whether due to fraud or error, and to issue an independent assurance report that includes our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the sustainability statement.

We exercise professional judgment and maintain professional skepticism throughout the limited assurance engagement.

Our responsibilities include:

- performing risk-based procedures comprising obtaining an understanding of internal controls relevant to this engagement in order to identify disclosures where material misstatements are likely to arise, whether due to fraud or error, but not for the purpose of expressing a conclusion on the effectiveness of the Group's internal controls, and
- developing and performing procedures regarding disclosures in the sustainability reporting, where material misstatements are likely to arise.

The risks of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Summary of Performed Work

A limited assurance engagement requires performing procedures to gain evidence on the sustainability reporting included in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)”. The nature, timing and scope of the selected procedures depend on professional judgement including identifying disclosures in the sustainability reporting where material misstatements are likely to arise, whether due to fraud or error.

In our limited assurance engagement regarding the sustainability reporting in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” we proceed as follows:

- We obtain an understanding on the Materiality Assessment Process, especially through:
    - interviews, to understand the information sources used by management; and
    - reviewing the internal process documentation; and
- We evaluate whether the Materiality Assessment Process complies with the ESRS requirements and the process presentation in disclosure “Processes for assessing the materiality of sustainability topics (materiality analysis)”, based on the evidence obtained from our procedures performed.
- We evaluate whether all relevant information identified in the Materiality Assessment Process were included in the sustainability statement.
- We obtain an understanding of the Company’s procedures relevant for the preparation of the sustainability statement.
- We evaluate whether the structure and presentation of the consolidated sustainability reporting included in the sustainability statement comply with the ESRS.
- Regarding the linkage with other parts of the corporate reporting and connected information, we compare selected disclosures in the sustainability statement with the corresponding disclosures in the management report for the Group and the other sections of the management report for the Group. Furthermore, we evaluate whether information included in the sustainability statement pursuant to ESRS 1.119 by reference comply with the requirements of the ESRS.
- We interview relevant employees and perform analytical audit procedures regarding selected disclosures in the sustainability statement.
- We perform sample-based, result-oriented procedures regarding selected disclosures in the sustainability statement.
- We obtain evidence on the presented methods regarding the development of estimates and future-oriented information.
- We obtain an understanding of the procedure to identify taxonomy-eligible and taxonomy-aligned economic activities and of the preparation of the corresponding disclosures in the sustainability statement.

Limited Liability
The limited assurance engagement of the sustainability statement is voluntary. According to the agreement, in the event of liability, any contributory negligence on the part of the company subject to a limited assurance engagement, its legal representatives and vicarious agents must be taken into account. Because our report is prepared solely for and on behalf of the client, it does not constitute a basis for any reliance on its contents by third parties. Therefore, no claims of third parties can be derived from it.

Our independent assurance report is issued based on the engagement letter agreed with the Company and is governed by the General Conditions of Contract for the Public Accounting Professions (AAB 2018) enclosed to this report, which also apply towards third parties.

Deviating from item 7 para. 2 AAB 2018, our liability for gross negligence to the Company is limited to half of the liability limit, thus to EUR 6 million, pursuant to section 275 para. 2 UGB corresponding to the Company's size criteria based on the size criteria pursuant to section 221 UGB.

Responsible Engagement Partner
Responsible for the proper performance of the limited assurance engagement of the sustainability reporting is Mr. Frédéric Vilain, Austrian Certified Public Accountant.

Vienna, March 17, 2025

PwC Wirtschaftsprüfung GmbH

Frédéric Vilain m. p.
Austrian Certified Public Accountan

This report is a translation of the original report in German, which is solely valid. Publication and sharing with third parties of the sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" together with our independent assurance report is only allowed if the sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" is identical with the German audited version. This independent assurance report is only applicable to the German and complete sustainability statement. For deviating versions, the provisions of section 281 para. 2 UGB apply.

We draw attention to the fact that the English translation of this independent assurance report according to section 273 UGB (Austrian Company Code) is presented for the convenience of the reader only and that the German wording is the only legally binding version.

Lagebericht

GEM. § 243 UGB DER MAYR-MELNHOF KARTON AKTIENGESELLSCHAFT ÜBER DAS GESCHÄFTSJAHR VON 1. JÄNNER 2024 BIS 31. DEZEMBER 2024

Die Mayr-Melnhof Karton Aktiengesellschaft ist die geschäftsleitende Holdinggesellschaft des Mayr-Melnhof Konzerns, der in drei operativen Segmenten[1)] geführt wird: MM Food & Premium Packaging, MM Pharma & Healthcare Packaging und MM Board & Paper.

MM Food & Premium Packaging verarbeitet Karton zu Faltschachteln und beliefert ein breites Branchenspektrum mit Verpackungslösungen für Konsumgüter des täglichen Bedarfes in den beiden Hauptmärkten Food und Premium & Specialities. Letzteres umfasst unter anderem die Bereiche Home Care, Personal Care, Beauty, Cigarette, Luxury, E-Commerce und Electronics.

MM Pharma & Healthcare Packaging ist führender Anbieter von Pharma-Sekundärverpackungen in Europa und den USA mit einer attraktiven Position bei GLP-1-Analoga (z. B. gegen Diabetes oder Adipositas). Die Produktpalette umfasst Faltschachteln, Beipackzettel und Etiketten. Sie sind eine wesentliche Voraussetzung dafür, dass Patient:innen täglich sicher mit den benötigten Medikamenten versorgt werden können.

MM Board & Paper produziert und vermarktet ein vielfältiges Angebot an Karton- und Papierprodukten, die für eine Vielzahl von Konsumgütermärkten für Güter des täglichen Bedarfes als Verpackungsmaterial eingesetzt werden. Schwerpunkte sind Food, Premium & Specialities (Beauty & Personal Care etc.) sowie Pharma & Healthcare. Unsere Kraftpapiere werden vor allem an die Lebensmittel-/Gastronomiebranche und die Laminatindustrie verkauft, ungestrichene Feinpapiere insbesondere an Papier-/Bürobedarfshändler. Der im polnischen Werk MM Kwidzyn erzeugte NSBK-Zellstoff (Northern Bleached Softwood Kraft) wird großteils intern eingesetzt, aber auch auf dem internationalen Markt verkauft.

Die von der Gesellschaft wahrgenommenen Führungs- und Steuerungsaufgaben umfassen die Bereiche Strategie, Investitionen, Rechnungswesen, Controlling, Steuern, Finanz- und Risikomanagement, Investor Relations, Qualitätswesen, Einkauf, Informationstechnologie und Human Resources.

1 GESCHÄFTSVERLAUF UND LAGE DES UNTERNEHMENS IN 2024

1.1 Branchenentwicklung

Vor dem Hintergrund der anhaltend schwierigen Gesamtwirtschaft setzte sich die bislang längste Marktschwäche auf den europäischen Kartonmärkten auch im Jahr 2024 fort. Trotz eines gewissen Auffülleffektes nach dem Lagerabbau aus dem Vorjahr blieb die Marktsituation angespannt. Wirtschaftliche Unsicherheiten dämpften das Konsumverhalten, insbesondere bei Gütern des täglichen Bedarfes, was auch zu einer Verlangsamung des Einsatzes von Kartonverpackungen führte. Überkapazitäten aufgrund des Wegfalls des russischen Marktes und schwache bzw. wettbewerbsintensive außereuropäische Märkte hielten das

[1)] Im 2. Quartal 2024 führte der MM Konzern eine neue Unternehmensstruktur ein, die eine Teilung und Erweiterung des bisherigen Bereiches MM Packaging in zwei Bereiche zur Folge hatte: MM Food & Premium Packaging und MM Pharma & Healthcare Packaging.

Preisniveau sowohl bei Recycling- als auch bei Frischfaserkarton unter Druck. Die nach dem drastischen Preisverfall zum Vorjahr angekündigten Preiserhöhungen wurden aufgrund des intensiven Verdrängungswettbewerbes nur selektiv umgesetzt.

Die Preise für Altpapier und Zellstoff verzeichneten im 1. Halbjahr eine deutliche Aufwärtsbewegung, während die Energiepreise im 1. Quartal fielen und in den Folgemonaten wieder kontinuierlich anstiegen. Insgesamt blieb der Margendruck in der Kartonindustrie über das gesamte Jahr hoch und der Kampf um Marktanteile setzte sich auch auf den Faltschachtelmärkten unvermindert fort.

Trotz der schwierigen Lage verlief die Konsolidierung auf der Anbieterseite in Europa im Jahr 2024 nur schleppend. Anfang 2025 wurde jedoch die Schließung von zwei mittelgroßen Werken vom Mitbewerb angekündigt. Gleichzeitig stellen die Kapazitätserweiterungen in Skandinavien bei Frischfaserkarton, die ab 2025 sukzessive auf den Markt kommen, eine Herausforderung dar. Die Anbieterstruktur im europäischen Faltschachtelbereich bleibt stark fragmentiert. Auf globaler Ebene fanden jedoch zwei Megafusionen statt: der Zusammenschluss Smurfit Westrock und die Akquisition von DS Smith durch International Paper, die vor allem jedoch das Produkt Wellpappe betreffen.

Insgesamt zeigt sich, dass die Kartonindustrie weiterhin mit erheblichen Herausforderungen konfrontiert ist und strukturelle Veränderungen und Konsolidierungen notwendig bleiben.

1.2 Geschäftsverlauf 2024 in den Divisionen

MM Food & Premium Packaging

Angesichts der anhaltenden Konsumschwäche bei Gütern des täglichen Bedarfes war das Jahr 2024 insgesamt von einer zurückhaltenden Marktnachfrage in allen Marktsegmenten der Faltschachtel geprägt. Die Auftragslage hat sich nach rückläufiger Tendenz in 2023 im Jahr 2024 wieder stabilisiert. MM Food & Premium konnte durch starken Fokus auf Wachstum vor allem die Menge in den Bereichen Food und Beauty steigern. Insgesamt lag die produzierte Menge mit 3.103 Millionen m^2 (2023: 3.027 Millionen m^2) um 2,5 % über dem Vorjahr.

Gleichzeitig blieben die Verkaufspreise aufgrund hoher Wettbewerbsintensität stark unter Druck, wobei es auch zu kartonindexbasierten Preisreduktionen kam. MM Food & Premium setzte dem ein straffes Cash-Management, Kosteneinsparungen und Optimierungen im Produktmix erfolgreich entgegen. Besondere Fortschritte gelangen vor allem durch deutliche Produktivitätssteigerungen. Um die Ressourcen der Division noch optimaler zu nutzen, wurde die Zusammenarbeit zwischen den Business Units der Division intensiviert. Der Aufbau zusätzlicher Tiefdruckkapazitäten am bestehenden Food-Standort in Rumänien ist dabei ein Schlüsselprojekt.

Im Dezember 2024 hat sich MM mit Evergreen Hill Enterprise, Pte. Ltd., einem Unternehmen innerhalb einer diversifizierten indonesischen Unternehmensgruppe, auf den Verkauf von 100 % der Anteile an der TANN Gruppe zu einem Unternehmenswert von 360 Mio. EUR geeinigt. Dieser Schritt erfolgte, da das Geschäftsfeld von TANN (Tipping Paper) außerhalb der Kernbereiche Karton und Konsumgüterverpackung liegt. Das Closing wird im 1. Halbjahr 2025 erwartet.

Dank des Mengenwachstums und der erzielten Einsparungen erreichte MM Food & Premium eine gute bereinigte Operating Margin von 10,5 % (2023: 12,1 %). Das bereinigte betriebliche Ergebnis lag bei 179,4 Mio. EUR nach 214,9 Mio. EUR im Vorjahr. Der Return on Capital Employed betrug 15,6 % (2023: 16,9 %), der Cash Flow aus der Geschäftstätigkeit belief sich auf 321,2 Mio. EUR (2023: 418,4 Mio. EUR). In konsequenter Umsetzung des Profit & Cash-Protection Programmes reduzierten sich die Investitionen mit 58,3 Mio. EUR deutlich gegenüber dem Vorjahreswert (2023: 122,9 Mio. EUR).

Die Umsatzerlöse lagen mit 1.702,4 Mio. EUR vor allem preisbedingt unter dem Vorjahr (2023: 1.781,2 Mio. EUR). Diese entfielen zu 71 % auf Europa, zu 8 % auf Amerika sowie zu 21 % auf die übrige Welt (2023: 73 %; 7 %; 20 %). MM Food & Premium beliefert rund 1.200 Kunden in verschiedenen Konsumgüterbranchen. Die Hauptmärkte sind Lebensmittel sowie Premium, wobei Letzterer die Teilmärkte Home Care, Personal Care, Beauty, Cigarette, Luxury, E-Commerce und Electronics umfasst. Aufgrund der hohen Konzentration in den Abnehmerindustrien wird ein erheblicher Teil des Geschäftes mit multinationalen Großkunden erwirtschaftet. In 2024 entfielen demnach rund 39 % (2023: 39 %) der Umsatzerlöse auf die fünf größten Kunden.

MM Pharma & Healthcare Packaging

Das Geschäftsjahr 2024 war von einer schwachen Marktnachfrage nach sekundärer Pharmaverpackung geprägt, vor allem in Europa. Hauptfaktoren waren der Abbau von Lagerständen bei Kunden, Lieferengpässe für APIs (Active Pharmaceutical Ingredients) und andere Komponenten vor allem im Bereich der GLP-1-Medikamente (Diabetes/Adipositas) sowie reduzierter Konsum im Bereich verschreibungsfreier Medikamente. MM Pharma & Healthcare Packaging verzeichnete vor diesem Hintergrund in 2024 einen Mengenrückgang von 4,2 % (957 auf 918 Millionen m²).

In 2024 haben wir den Transformationsprozess der Division deutlich vorangetrieben und konnten das anspruchsvolle Investitionsprogramm für die notwendige Modernisierung der Anlagen zur Steigerung der Wettbewerbsfähigkeit abschließen. Insgesamt sind mehr als 40 Maschinen neu in Betrieb genommen worden, welche schrittweise an die MM Performance-Standards herangeführt werden.

Operativ lagen Schwerpunkte auf konsequenter Preisdisziplin, umfassenden Kostenreduktionsmaßnahmen und Neugeschäftsgewinnung. Die Stärkung des Vertriebes und der Innovations- und Entwicklungsbereiche konnte erfolgreich abgeschlossen werden. Wichtige Innovationsprojekte im Bereich Patientensicherheit und Nachhaltigkeit wurden gemeinsam mit Schlüsselkunden zur Marktreife gebracht. MM Pharma & Healthcare Packaging verfügt nun über eine klar definierte Wachstumsausrichtung mit dem Fokus auf attraktive Indikationsbereiche wie Adipositas und Diabetes (GLP-1) oder Onkologie.

Die bereinigte Operating Magin lag bei 4,8 % nach 5,2 % im Vorjahr. Das bereinigte betriebliche Ergebnis belief sich auf 29,8 Mio. EUR (2023: 34,1 Mio. EUR). Der Return on Capital Employed betrug 7,0 % (2023: 8,4 %), der Cash Flow aus der Geschäftstätigkeit erreichte 71,9 Mio. EUR (2023: 76,2 Mio. EUR). Die Investitionen beliefen sich auf 55,8 Mio. EUR und lagen damit unter dem Vorjahreswert von 69,1 Mio. EUR. Die Umstellung auf Produkte von MM Board & Paper wurde weiter vorangetrieben, wobei die Schwesterdivision schon jetzt größter Kartonlieferant ist.

Die Umsatzerlöse beliefen sich auf 615,7 Mio. EUR und lagen vor allem mengenbedingt unter dem Vorjahr (2023: 653,6 Mio. EUR). Davon entfielen 62 % auf Europa, 37 % auf Amerika und 1 % auf die übrige Welt (2023: 65 %; 34 %; 1 %). MM Pharma & Healthcare Packaging beliefert rund 650 Kunden, wobei ca. 30 % (2023: 25 %) der Umsatzerlöse mit den fünf größten Kunden erzielt wurden.

MM Board & Paper

Bei Board & Paper entwickelte sich die Markterholung vom tiefen Niveau des Vorjahres, das durch Abbau hoher Lagerstände geprägt war, unter den Erwartungen. Wettbewerbs- und Preisdruck setzten sich aufgrund von Überkapazitäten und schwachem Konsum unvermindert fort. MM Board & Paper gelang jedoch nach den umfangreichen markt- und umbaubedingten Stillständen des Vorjahres ein deutlicher Volumenanstieg. Die produzierte Menge stieg um 16,7 % auf 3.145.000 Tonnen (2023: 2.694.000 Tonnen). Dadurch lag auch die Kapazitätsauslastung deutlich über dem Vorjahr. Der durchschnittliche Auftragsstand der Division belief sich auf 172.000 Tonnen (2023: 156.000 Tonnen).

Deutlich tiefere Durchschnittspreise überwogen aber die positiven Effekte aus der gesteigerten Menge. Gleichzeitig stiegen die Kosten für Altpapier und Zellstoff signifikant an. Die selektiv realisierten Preiserhöhungen konnten dies nicht kompensieren. Von den niedrigeren Energie-Spotpreisen profitierte die MM Board & Paper Division aufgrund eines hohen Anteiles von Festpreisen nur eingeschränkt.

Die Kostensenkungsinitiativen lieferten vor allem ab dem 2. Halbjahr bereits spürbare Beiträge, wobei größere Effekte erst für 2025 erwartet werden. Erfreulich führten die jüngsten Maschinenumbauten zu entschiedenen Verbesserungen unserer Produkte, welche von unseren Kunden sehr gut aufgenommen wurden.

Die bereinigte Operating Margin blieb mit -1,0 % konstant zum Vorjahr, ebenso das bereinigte betriebliche Ergebnis in Höhe von -19,2 Mio. EUR (2023: -1,0 % bzw. -19,8 Mio. EUR), welches auch von einer höheren CO_2-Kompensation als im Vorjahr profitierte. Der Return on Capital Employed belief sich auf -1,1 % (2023: -1,1 %), der Cash Flow aus der Geschäftstätigkeit betrug 123,2 Mio. EUR (2023: 291,6 Mio. EUR). Im Zuge des Profit & Cash Protection-Programmes wurden die Investitionen nach den Großprojekten in den Vorjahren deutlich reduziert und betrugen 106,8 Mio. EUR (2023: 233,3 Mio. EUR).

Die Umsatzerlöse lagen mit 1.954,3 Mio. EUR preisbedingt um nur 1,8 % über dem Vergleichswert (2023: 1.919,1 Mio. EUR). Sie verteilen sich ähnlich wie im Vorjahr zu 91 % auf Europa, 3 % auf Amerika und 6 % auf die übrige Welt (2023: 92 %; 1 %; 7 %).

Die beiden Packagingdivisionen von MM waren mit einem gemeinsamen Lieferanteil von rund 15 % bzw. 265.000 Tonnen Karton (2023: 16 % bzw. 234.000 Tonnen) unverändert größter Kunde von MM Board & Paper.

1.3 Geschäftsverlauf der Gesellschaft im Jahr 2024

Im Geschäftsjahr 2024 verzeichnete die Gesellschaft verglichen zum Vorjahr geringere Beteiligungserträge, denen die Dividendenzahlung für 2024 gegenüberstand.

Der Geschäftsverlauf der Gesellschaft war vor allem durch die Ausübung der Holdingfunktionen sowie der Verwaltung der Anteile an verbundenen Unternehmen gekennzeichnet.

1.4 Finanzielle Leistungsindikatoren

(in EUR)	2024	2023
Finanzergebnis	178.823.720,39	171.736.603,44
Umsatzerlöse	17.872.683,17	7.399.788,56
Betriebsergebnis	(14.946.397,29)	(5.461.848,58)
Cash Earnings	140.232.345,28	152.707.167,19
Eigenkapitalausstattung	37,31 %	31,31 %
Netto-Geldfluss aus laufender Geschäftstätigkeit	139.759.653,91	158.662.483,80
Netto-Geldfluss aus der Investitionstätigkeit	(113.555.778,66)	(386.884.740,27)
Netto-Geldfluss aus der Finanzierungstätigkeit	(377.883.168,18)	156.000.000,00

1.5 Nichtfinanzielle Leistungsindikatoren

Personal
Die Gesellschaft beschäftigt keine Arbeitnehmer.

Umweltbelange
Kreislaufwirtschaft ist durch unsere Konzentration auf Karton- und Papierprodukte, die vorwiegend unter Einsatz nachwachsender Rohstoffe erzeugt und nach dem Gebrauch stofflich wieder verwertet werden, bereits lange immanenter Teil unserer Tätigkeit. Daher sind wir bestrebt, in der aktuellen Verpackungsdiskussion durch verstärkte Innovation und nachhaltige Investitionstätigkeit im Konzern mit kompetitiven Lösungen aus Karton und Papier neue Möglichkeiten für die Substitution von Kunststoffen zu bieten und attraktives Zukunftspotenzial für MM zu schaffen.

Grundlage der nachhaltigen Ausrichtung der MM Gruppe bilden unsere strategische Positionierung als Marktführer auf Basis von Technologie- und Innovationsführerschaft sowie die Wohlverhaltensregeln unseres Unternehmenskodex (Code of Conduct), welche u. a. auch die universellen Prinzipien des UN Global Compact in den Bereichen Arbeitsnormen, Menschenrechte, Umweltschutz und Korruptionsbekämpfung miteinschließen. Laufende Zielsetzungen und Ressourcenallokationen im Konzern folgen dieser Ausrichtung.

Im aktuellen Trend hin zu nachhaltigen Verpackungsformen sind Kartonverpackungen aus erneuerbaren Rohstoffen infolge der hohen Recyclingfähigkeit sehr gut positioniert.

1.6 Zweigniederlassungen

Die Gesellschaft betreibt keine Zweigniederlassungen.

1.7 Weitere Informationen

Gemäß der Ermächtigung durch die 30. Ordentliche Hauptversammlung und des darauf basierenden Vorstandsbeschlusses kann die Gesellschaft in der Periode von 3. Januar 2025 bis voraussichtlich 23. Dezember 2025 maximal 1.000.000 Aktien bzw. bis zu 5 % des Grundkapitals zurückkaufen. Die Transaktionen werden auf unserer Website unter www.mm.group/de/investoren/aktie/ veröffentlicht.

2 DIE VORAUSSICHTLICHE ENTWICKLUNG UND DIE RISIKEN DES UNTERNEHMENS

2.1 Voraussichtliche Entwicklung des Unternehmens in 2025

Dieser Ausblick entspricht den Einschätzungen des Vorstandes zum 17. März 2025 und berücksichtigt keine Auswirkungen von Akquisitionen, Veräußerungen oder anderen strukturellen Änderungen innerhalb des Jahres 2025. Die vorangegangenen und nachfolgenden vorausblickenden Aussagen unterliegen sowohl bekannten als auch unbekannten Risiken und Unsicherheiten, die dazu führen können, dass die tatsächlichen Ereignisse von den hier getroffenen Aussagen abweichen können.

Die schwache Marktnachfrage hält angesichts der getrübten gesamtwirtschaftlichen Aussichten in den europäischen Hauptmärkten weiter an.

MM strebt danach, seine Marktposition in den drei Divisionen durch die Verfolgung von Kosten-, Technologie- und Innovationsführerschaft in den Kernkompetenzbereichen Verpackung und Karton zu festigen bzw. auszubauen. Die Absatzschwerpunkte liegen auf einem verbreiterten Vertriebsansatz, innovativen Lösungen und der Substitution von Plastik. Zielsetzung ist es, darüber hinaus auch durch Kostenmanagement und strukturelle Optimierungsmaßnahmen die Ertragskraft zu verbessern. Aufgrund der erfreulichen bisherigen Fortschritte wird ein umfassendes Effizienzsteigerungsprogramm „Fit-for-Future" für die gesamte Gruppe ausgerollt.

Die Situation auf den Beschaffungsmärkten zeigt aktuell eine eher stabile Entwicklung auf erhöhtem Niveau.

Investitionen werden sich in 2025 insbesondere auf die Steigerung der Wettbewerbsfähigkeit sowie die Erhöhung des Anteiles erneuerbarer Energien konzentrieren und in einer Höhe von rund 300 Mio. Euro erwartet. Die jährlichen Wartungsstillstände bei Board & Paper, welche vor allem die Zellstofffabriken in Polen und Finnland betreffen, werden heuer vor allem im 3. Quartal stattfinden. Die diesbezüglichen Aufwendungen werden aktuell auf rund 41 Mio. EUR (2024: 26 Mio. EUR) geschätzt.

Das Closing des Verkaufes der TANN Gruppe wird im 1. Halbjahr 2025 erwartet. Ziel ist, aus dem Verkaufserlös die Verschuldung des Konzerns zu verringern.

MM wird in 2025 konsequent an der Umsetzung seiner Nachhaltigkeitsziele weiterarbeiten. Dabei stehen die umweltbezogenen Kernthemen Dekarbonisierung, Wassereffizienz, Biodiversität und Abfallvermeidung im Fokus. Im sozialen Bereich liegt der Schwerpunkt auf der Förderung von Arbeitssicherheit und der Vermeidung von Unfällen. Darüber hinaus sollen Lieferanten noch umfassender in Bezug auf Nachhaltigkeitsaspekte einbezogen werden.

Mit einer wettbewerbsstarken Anlagenbasis und soliden Finanzierung ist MM sehr gut aufgestellt, um die anhaltend herausfordernde Marktsituation im Jahr 2025 erfolgreich zu bewältigen und mit nachhaltigen und innovativen Verpackungen langfristig Mehrwert zu schaffen.

2.2 Wesentliche Risiken und Ungewissheiten

Die Gesellschaft ist als geschäftsleitende Holding mit einer Anzahl von Risiken konfrontiert, die ein systematisches und kontinuierliches Risikomanagement erforderlich machen. Zu den Finanzinstrumenten, die in der Gesellschaft in bestimmten Fällen eine Konzentration des Finanzrisikos verursachen können, zählen vor allem liquide Mittel, Wertpapiere und Forderungen aus Beteiligungserträgen. Die Risiken und ihre potenziellen Auswirkungen werden im Rahmen des Risikomanagements erhoben, analysiert und auf Basis der definierten Risikopolitik bewältigt. Ziel ist es, die im Rahmen unserer Tätigkeit entstehenden potenziellen Risiken frühzeitig zu identifizieren, zu bewerten, ihre Folgen abzuschätzen und geeignete Vorsorge- und Sicherungsmaßnahmen einzuleiten.

Finanzinstrumente sind auf Vertrag basierende wirtschaftliche Vorgänge, die einen Anspruch auf Zahlungsmittel beinhalten. Dabei unterscheidet man einerseits originäre Finanzinstrumente wie liquide Mittel, Wertpapiere, Forderungen und Verbindlichkeiten aus Lieferungen und Leistungen oder auch Finanzforderungen und Finanzverbindlichkeiten. Andererseits gehören hierzu auch die derivativen Finanzinstrumente, die als Sicherungsgeschäfte zur Absicherung gegen Risiken aus Änderungen von Währungskursen eingesetzt werden.

Ein aktives Cash- und Credit-Management stellt sicher, dass ausreichend Liquidität (eigene Mittel bzw. jederzeit ausnutzbare Kreditlinien) verfügbar ist, um eingegangene Verbindlichkeiten zu begleichen. Die Einhaltung der Covenants aus aufgenommenen Schuldscheindarlehen, Namensschuldverschreibungen und Darlehen wird zur Risikominimierung regelmäßig überwacht.

Die Forderungen aus Lieferungen und Leistungen bestehen ausschließlich gegenüber verbundenen Unternehmen. Für diese wurden daher keine Kundenkreditversicherungen abgeschlossen.

Die sonstigen Forderungen bestehen im Wesentlichen gegenüber verbundenen Unternehmen und resultieren großteils aus konzerninternen Cash Pool-Vereinbarungen. Im Hinblick auf die wirtschaftliche Situation wird das Risiko als gering angesehen, da sich die verbundenen Unternehmen jederzeit am Markt refinanzieren können.

Für unser Geschäft können zusätzlich zu den aufgeführten Risiken weitere Risiken bestehen. Zum gegenwärtigen Zeitpunkt sind solche Risiken nicht bekannt oder werden diese von uns für vernachlässigbar gehalten.

Die Gesamteinschätzung der Risikosituation der Gesellschaft weist keine bestandsgefährdenden Elemente auf. Derartige Risiken sind auch im kommenden Geschäftsjahr nicht zu erwarten.

3 FORSCHUNG UND ENTWICKLUNG

Die Forschungs- und Entwicklungstätigkeiten der MM Gruppe verfolgen das Ziel, die Wettbewerbs- und Wachstumsfähigkeit des Konzerns durch innovative und nachhaltige Lösungen langfristig zu stärken und abzusichern. Wir streben danach, Markt- und Zukunftstrends frühzeitig zu identifizieren und proaktiv Lösungen zu entwickeln, die sowohl unseren Kunden als auch dem gesamten Konzern einen Mehrwert bieten. Um dies nachhaltig zu erreichen, nutzen wir ein breites Netzwerk in und außerhalb unserer Organisation und investieren kontinuierlich in die Zukunft von MM.

Der Antrieb unserer Innovationsleistungen liegt zum einen in dem Bestreben, Produkte und Prozesse kontinuierlich zu optimieren, und zum anderen in der schnellen Umsetzung von Lösungen, die sich aus veränderten Rahmenbedingungen ergeben. Zudem streben wir an, neue Geschäftsfelder und Zielanwendungen zu erschließen. Bei der Entwicklung und Umsetzung von Produktinnovationen berücksichtigen wir stets die Umweltauswirkungen, potenzielle Risiken für die Produktsicherheit sowie die Nutzung vorhandener Potenziale.

Moderner Innovationsprozess
Mit unserer langjährigen Erfahrung in der Entwicklung innovativer Produkte und dem Know-how in der Gestaltung von Innovationsprozessen arbeiten wir kontinuierlich daran, unsere strategischen Wachstums- und Nachhaltigkeitsziele zu erreichen. Ein verantwortungsvoller Umgang mit Rohstoffen sowie die Bereitschaft, den Status quo zu hinterfragen, bilden die Grundpfeiler unseres Ansatzes.

Alle Produktentwicklungen bei MM durchlaufen einen klar definierten und fortlaufend optimierten Prozess. Dieser beginnt mit der Ideenfindung und umfasst, unter Einbeziehung der Expert:innen unserer Fachabteilungen, die Bewertung und technische Produktentwicklung und endet mit der Markteinführung.

Wir sind davon überzeugt, dass Innovation aus Vielfalt und der Verbindung unterschiedlicher Potenziale innerhalb unserer Gruppe entsteht. Offenheit für neue Ideen und ein aktiver Dialog sind zentrale Elemente unserer Innovationskultur. Daher beziehen wir Stakeholder wie Kunden, Lieferanten, Endverbraucher und Forschungspartner frühzeitig in unseren Innovationsprozess ein. Dieser Austausch ermöglicht uns eine ganzheitliche Perspektive auf Herausforderungen sowie auf spezifische Anforderungen, wie modernste technologische Funktionalität, Qualität, Sicherheit und Nachhaltigkeit, die unsere Produkte erfüllen müssen. So lassen sich neue Erkenntnisse und Lösungen direkt in die Produktentwicklung integrieren – mit dem klaren Fokus auf die Bedürfnisse unserer Kunden.

Wir erforschen innovative Konzepte für Verpackungen in den Bereichen Lebensmittel, Pharma, Personal Care und Beauty sowie für Premiumverpackungen. Gleichzeitig evaluieren wir kontinuierlich neue Technologien zur Weiterentwicklung unserer zukünftigen Karton- und Papierprodukte.

Zur Gewährleistung von Qualität und Sicherheit setzen wir auf externe Zertifizierungen. Sie bieten unseren Kunden und Endnutzern einen verlässlichen Nachweis dafür, dass unsere Produktinnovationen nachhaltig, sozial verträglich und gesundheitlich unbedenklich sind. Zudem bestätigen sie die rechtliche Konformität im Bereich der Produktsicherheit. Durch regelmäßige Prüfungen sowohl bestehender Produkte als auch innovativer Lösungen stellen wir sicher, dass alle Zertifizierungskriterien konsequent eingehalten werden.

Unsere Kooperationen mit externen Partnern wie Universitäten und Forschungseinrichtungen haben wir auch im Jahr 2024 fortgesetzt. Bei den beiden Packagingdivisonen konzentriert sich die Zusammenarbeit auf Barrieretechnologien, Maschinentechnologien und Kooperationen bei nachhaltigen Veredelungslösungen in Kombination mit Anti-Fälschungssystemen. Die anwendungsorientierte Grundlagenforschung zur Behandlung von Holzfasern, der Einsatz alternativer bzw. modifizierter Faserrohstoffe und die Nutzung biobasierter Materialien als Ersatz für fossile Rohstoffe sind die Hauptfelder der Zusammenarbeit in der Division MM Board & Paper.

Unsere unternehmensinterne Plattform „we.invent“ bietet allen Mitarbeiter:innen die Möglichkeit, eigene Ideen einzubringen – unabhängig von ihrem Standort oder Tätigkeitsbereich. Eingereichte Vorschläge werden anhand eines klar definierten Kriterienkataloges im Stage-Gate-Prozess geprüft und zur Umsetzung ausgewählt.

Nachhaltigkeit im Fokus der Innovationstätigkeit
Der Klimawandel und die Corona-Pandemie haben deutlich gemacht, dass Sicherheit und Wohlstand davon abhängen, wie wir essenzielle Gemeingüter wie Klimastabilität und öffentliche Gesundheit langfristig bewahren. Eine widerstandsfähige, nachhaltige und klimafreundliche Gestaltung von Gesellschaft und Wirtschaft ist daher unerlässlich. Vor diesem Hintergrund gewinnt Karton und Papier als umweltfreundliche Verpackung weiter an Bedeutung. Unser Ziel bei MM ist es, diese Chance zu nutzen und unsere Kunden aktiv bei der Substitution von Kunststoff durch innovative sowie bewährte Lösungen aus Papier und Karton zu unterstützen. Damit greifen wir den aktuellen Trend zu nachhaltigen Verpackungen auf, die nicht nur durch ihre natürliche Optik überzeugen, sondern auch hohe Convenience und Sicherheit bieten sowie optimal in den Onlinevertrieb integriert werden können.

Automatisierung als Schlüssel für Wettbewerbsstärke
Um zusätzliche Wettbewerbsvorteile zu erzielen, treiben wir die Automatisierung von Arbeitsabläufen und Logistikprozessen in den Divisionen kontinuierlich voran. Bereits bei der Anschaffung neuer Maschinen erhalten die Standorte zentrale Unterstützung zur Optimierung ihrer Produktionsprozesse – von der Maschinenkonfiguration über die Installation bis hin zur Inbetriebnahme und Abnahme. Der Fokus unserer zukunftsorientierten Automatisierungskonzepte ist derzeit auf die Reduzierung von Stillstandszeiten und die Steigerung der Flexibilität gerichtet.

3.1 Innovationstätigkeit 2024 in den Divisionen MM Food & Premium Packaging und MM Pharma & Healthcare Packaging

Innovationsnetzwerk unserer Packagingdivisionen
Die divisionsübergreifende Innovations-Matrixorganisation von MM Food & Premium Packaging und MM Pharma & Healthcare Packaging stellt sicher, dass das gesamte technische Know-how der MM Gruppe effizient und zielgerichtet für die Bedürfnisse und Anforderungen unserer Kunden eingesetzt werden kann. Es setzt sich aus folgenden Einheiten zusammen: aus PacProject, dem kreativen Innovationszentrum in Hamburg, dem Premium Printing Center in Trier sowie dem Technical Account Management-Team, das gezielte Kundenbriefings mit den lokalen Packaging Development-Centern und einzelnen Werken koordiniert. Unser Divisional Technical Support-Team und die Packaging Development-Centers begleiten unsere Kunden insbesondere hinsichtlich technischer Ausrichtung und Ausstattung, um innovative Verpackungskonzepte und -designs umzusetzen.

Bei PacProject in Hamburg entstehen in enger Abstimmung mit unseren Kunden Konzeptstudien bis hin zu Prototypen. Bereits in dieser frühen Phase werden gemeinsam mit dem Technical Account Management-Team erste Machbarkeitsanalysen durchgeführt, um die Umsetzbarkeit und Effizienz der Ideen sicherzustellen. Im Premium Printing Center in Trier setzen wir hoch innovative Technologien ein, um Verpackungsdesigns mit außergewöhnlichen Effekten in kürzester Zeit zu realisieren. Zudem wächst im Bereich Innovation die Nachfrage nach E-Trainings und digitalen Lernformaten stetig. Daher bieten wir gezielt maßgeschneiderte Trend- und Ideenworkshops sowie technische Trainings an, um unseren Kunden fundiertes Wissen und praxisnahe Lösungen zu vermitteln.

Mit dem Übergang des Geschäftsbereiches Pharma & Healthcare in eine eigene Division hat sich das etablierte XBU-Innovationsteam zu einem divisionsübergreifenden Innovationsteam entwickelt, das sich aus den Innovation Directors der einzelnen Geschäftsfelder von MM Food & Premium Packaging, dem Innovation Director von MM Pharma & Healthcare und dem Leiter von PacProject zusammensetzt. Damit konnte sichergestellt werden, dass die wachsenden Kundenanforderungen an die Innovation durch regelmäßigen Best-Practice-Austausch langfristig erfüllt werden können.

Die Kooperation der einzelnen Bereiche dient dazu, Bereiche und Technologien zu identifizieren, in denen eine Zusammenarbeit sinnvoll ist und Synergieeffekte erzielt werden können. Damit einher geht auch eine enge Zusammenarbeit mit MM Board & Paper im Bereich Innovation.

Zielsetzung ist es, MM durch den Fokus auf nachhaltigere, kunden- und marktorientierte Innovationen als Innovationsführer und bevorzugten Lieferanten in den Augen unserer Kunden zu positionieren.

Aktuelle Innovationsschwerpunkte
Die Innovationstätigkeit der Packagingdivisionen konzentrierte sich im Jahr 2024 insbesondere auf die Themen neue faserbasierte Lösungen zum Ersatz von Kunststoff, nachhaltigere Veredelungseffekte, Barrieretechnologien sowie Patienten- und Fälschungssicherheit. In enger Zusammenarbeit mit Kunden, Lieferanten, Fachhochschulen und Forschungsinstituten wurden wiederverwertbare Verpackungen optimiert und neue Produkte entwickelt.

„MM ReFlect“, unsere nachhaltigeren metallischen Veredelungseffekte, beweisen, dass Nachhaltigkeit und Design Hand in Hand gehen können. Die von externen Instituten (CEPI-Methode) zertifizierte Recycelbarkeit und der perfekte Eindruck im Regal ermöglichen den Kunden eine Differenzierung. Einsatzbereiche sind vor allem bei Lebensmitteln, Beauty und Pharma.

Zusätzlich erweitern wir mit „Cello Replacement“ unser Portfolio an plastikfreien Alternativen und bieten papierbasierte Lösungen, die Zellophan durch zusätzliche Barriereanwendungen ersetzen können. Auch kratzfeste und spritzwassergeschützte Beschichtungen für den Schönheitspflegebereich, unterstützt durch manipulationssichere Lösungen, gehören zu diesem Angebot.

Unser neues „CartonCavity“-System, ein Passepartout und einzelne Kavitäten, ersetzt Kunststoffschalen und Blisterverpackung durch eine Kartonlösung und kann dazu beitragen, Scope 3-Emissionen unserer Kunden zu reduzieren.

Im Bereich Patientensicherheit entwickelt MM Pharma & Healthcare Packaging Innovationen, die Kunden bei der Einhaltung gesetzlicher Vorschriften und der Bekämpfung von Produktfälschungen unterstützen. Ein Beispiel ist der ClearCode™-Service, bei dem eine Spezialbeschichtung auf Verpackungen aufgetragen wird, um Codes und Texte für Rückverfolgbarkeit einfacher anzubringen. Dies reduziert Abfall und steigert die Effizienz.

3.2 Innovationstätigkeit 2024 in der Division MM Board & Paper

Das Forschungs- und Entwicklungszentrum von MM Board & Paper am Standort Frohnleiten arbeitet gemeinsam mit den F&E-Kapazitäten am Standort MM Kotkamills sowie externen Forschungseinrichtungen an der Umsetzung grundlegender Erkenntnisse im Kontext von Wissenschaft und Produktion.

Zu den Innovationsschwerpunkten im Jahr 2024 gehörte die Weiterentwicklung innovativer Dispersionsbarrieren für verschiedene Verpackungsanwendungen, welche insbesondere für Lebensmittelanwendungen vorangetrieben wurde. Verbesserte Beschichtungen bieten Fettbeständigkeit, Feuchtigkeitsschutz oder Heißsiegeleigenschaften und ermöglichen so den Ersatz von kunststoffbasierten

Verpackungen durch Karton als Verpackungsmaterial für trockene oder feuchte, gekühlte, gefrorene und/oder fetthaltige Lebensmittel. Ein aktueller Schwerpunkt ist die verbesserte Einsetzbarkeit von faserbasierten Verpackungen mit dem Ziel, dem Bedarf unserer Kunden an nachhaltigen, aktuellen Verpackungs- und Recyclingrichtlinien entsprechenden Verpackungen gerecht zu werden.

Im Sinne der nachhaltigen Kreislaufwirtschaft war die Bestätigung der Rezyklierbarkeit nach CEPI der von MM Board & Paper hergestellten Karton- und Papiersorten ein zentrales Thema im Jahr 2024.

Zudem spielten Produktweiterentwicklungen zur Optimierung technischer Werte sowie der Verarbeitbarkeit eine wichtige Rolle. Zusätzliche Schwerpunkte waren die Verbesserung der Barrierequalität und der Verarbeitungseigenschaften bestehender Sorten, um den steigenden Anwendungsanforderungen zu entsprechen.

Der in 2024 neu eingeführte vollgestrichene Frischfaserkarton mit einer cremefarbenen Rückseite (GC2) ALASKA® SMART aus dem Werk Kolicevo bietet dank seiner glatten Oberfläche ein hervorragendes Erscheinungsbild und ermöglicht ausgezeichnete Performance bei hochwertigen Druck-, Lackierungs- und High-Speed-Verarbeitungsprozessen. Zusätzlich eignet er sich für Braille-Prägung und bietet optimale Laser- und Inkjet-Codierungseigenschaften. Durch seine sehr guten Steifigkeitswerte ist er für viele verschiedene Anwendungen, wie Lebensmittel und Pharma, einsetzbar. Er überzeugt durch Lightweighting und trägt damit aktiv zur Reduzierung der CO_2-Emissionen bei, ohne die Stabilität zu beeinträchtigen.

Eine weitere Produktneuheit aus dem Werk Kolicevo war ALASKA® KRAFT, ein neuer vollgestrichener Frischfaserkarton mit 10 % postindustriellen Fasern in der Deckschicht und einer Kraft-Rückseite. Die braune Kraft-Rückseite schafft ein natürliches und rustikales Erscheinungsbild, während die weiße Vorderseite hervorragende Oberflächeneigenschaften wie hohe Glätte und Glanz besitzt. Durch optimale Steifigkeitswerte für einen hervorragenden Produktschutz eignet sich ALASKA® KRAFT als Verpackungsmaterial für Obst- und Gemüse-Trays, Sleeves, Take-away und vieles mehr. Durch die Kombination hochwertiger, reinweißer Recyclingfasern mit verantwortungsvoll bezogenen Frischfasern wird die Umweltbelastung minimiert, ohne Kompromisse bei der Qualität einzugehen.

Auszeichnungen für innovative und nachhaltigere Lösungen
MM erhielt den Carton Austria Award für die beste Kartonverpackung aus Österreich sowohl von der Fach- als auch von der Publikumsjury für kunstvoll inszenierte, plastikfreie Eisverpackungen. Die aus ALASKA® BARRIER GREASE produzierte und von MM Premium Vienna verarbeitete Verpackung überzeugte die Jury durch die richtige Mischung aus auffälligem Design und intelligenter Zweckmäßigkeit. Die Verpackung, die als kleines Kunstwerk wahrgenommen wird, ist eine klare Aufforderung zur Wiederverwendung und erzeugt hohe Aufmerksamkeit. Dennoch hat der Produktschutz oberste Priorität.

Ferner durfte sich MMP Behrens über einen Green Star bei den Green Star Packaging Awards für eine Mehrzweck-Taschentuchbox freuen, welche zu 100 % aus Recyclingpapier und -karton besteht und somit sowohl funktional als auch nachhaltig ist. Die bessere Auslastung beim Transport und die höhere Nutzlast machen sie zu einer umweltfreundlichen Wahl, die Transportkosten spart.

4 DIE WESENTLICHEN MERKMALE DES INTERNEN KONTROLL- UND DES RISIKO-MANAGEMENTSYSTEMS IM HINBLICK AUF DEN RECHNUNGSLEGUNGSPROZESS

Der Vorstand ist für die Einrichtung und Ausgestaltung eines angemessenen internen Kontrollsystems (IKS) im Hinblick auf die finanzielle und nichtfinanzielle Berichterstattung verantwortlich. Dieses gewährleistet die Vollständigkeit, Zuverlässigkeit und Nachvollziehbarkeit von Finanzinformationen und nichtfinanziellen Informationen. Darüber hinaus werden dadurch die Zweckmäßigkeit und Wirtschaftlichkeit der Prozesse sowie die Einhaltung der gesetzlichen, vertraglichen und internen Regelungen sichergestellt. Es besteht das Risiko, dass finanzielle und nichtfinanzielle Sachverhalte aufgrund eines fehlenden oder mangelhaften IKS nicht, unrichtig, unvollständig, ungeordnet und/oder nicht zeitgerecht erfasst und verarbeitet werden und folglich die Finanzberichterstattung, die nichtfinanzielle Berichterstattung oder Unternehmensentscheidungen auf falschen Informationen basieren.

Zur Sicherstellung einer korrekten und zuverlässigen Finanzberichterstattung setzt das Unternehmen auf klare Verantwortlichkeiten, einheitliche Rechnungslegungsrichtlinien nach IFRS und umfassende Kontrollmechanismen. Dazu gehören das Vier-Augen-Prinzip, eine strikte Trennung von Zuständigkeiten sowie regelmäßige interne und externe Prüfungen. Digitale Systeme mit automatisierten Schnittstellen minimieren manuelle Fehler, während Audit-Trails und Abgleichsprozesse die Nachvollziehbarkeit gewährleisten. Webbasierte Reporting-Systeme ermöglichen eine zeitnahe und konsistente Erfassung von Finanzdaten, die durch lokale und zentrale Buchhaltungen sowie Wirtschaftsprüfer überprüft werden. Zudem erfolgt eine enge Abstimmung mit dem Konzernwirtschaftsprüfer und externen Fachexperten, um Änderungen in den IFRS-Regelungen rechtzeitig zu berücksichtigen und die Einhaltung regulatorischer Anforderungen sicherzustellen.

Auch für die nichtfinanzielle Berichterstattung bestehen detaillierte Standards und Kontrollprozesse. Die Erhebung und Verarbeitung von Umwelt- und Nachhaltigkeitsdaten wird durch spezialisierte Software unterstützt, die ein Audit-Trail zur Nachvollziehbarkeit von Änderungen bietet. Prozessbeschreibungen stellen sicher, dass die Daten konsistent und vergleichbar erfasst werden. Das Vier-Augen-Prinzip sowie regelmäßige Plausibilitätsprüfungen erhöhen die Datenqualität. Zusätzlich werden zentrale und lokale Prozesse durch die interne Revision sowie durch Schwerpunktprüfungen externer Wirtschaftsprüfer überwacht. Zertifizierungen nach Umwelt- und Energiemanagement-Standards wie EMAS, ISO 14001 oder ISO 50001 untermauern die Verlässlichkeit der nichtfinanziellen Berichterstattung und tragen zur Erfüllung regulatorischer Anforderungen bei.

5 ANGABEN ZU KAPITAL-, ANTEILS-, STIMM- UND KONTROLLRECHTEN UND DAMIT VERBUNDENEN VERPFLICHTUNGEN

Zusammensetzung des Kapitals, Aktiengattungen
Es wird auf die Anhangangabe 3.8 verwiesen.

Beschränkungen hinsichtlich der Stimmrechte bzw. der Übertragung von Aktien
Rund 58 % der Aktien werden von den Kernaktionärsfamilien in einem Syndikat gehalten. Es besteht ein Syndikatsvertrag, welcher die Übertragbarkeit der Aktien innerhalb des Syndikates und nach außen regelt. Angelegenheiten, die die Hauptversammlung betreffen, beschließt das Syndikat mit 65 % der Stimmen, gemessen an der Gesamtzahl der abgegebenen Syndikatsstimmen. Änderungen des Syndikatsvertrages (betreffend Veränderung der Stimmrechte, Änderung des Syndikatszwecks oder –gegenstandes, Begründung oder Entzug von Sonderrechten) bedürfen der Einstimmigkeit, gemessen an der Gesamtzahl aller Syndikatsstimmen.

Direkte oder indirekte Beteiligungen am Kapital, die zumindest 10 vom Hundert betragen
Nach den der Gesellschaft bekannt gegebenen Informationen bestanden per Jahresende 2024 folgende Beteiligungen von mindestens 10 Prozent am Kapital:

MMS Mayr-Melnhof-Saurau Beteiligungsverwaltung KG
CAMA Privatstiftung

Die Inhaber von Aktien mit besonderen Kontrollrechten und eine Beschreibung dieser Rechte
Es bestehen keine Aktien mit besonderen Kontrollrechten.

Die Art der Stimmrechtskontrolle bei einer Kapitalbeteiligung der Arbeitnehmer, wenn sie das Stimmrecht nicht unmittelbar ausüben
Es besteht kein derartiges Kapitalbeteiligungsmodell für Mitarbeiter.

Die sich nicht unmittelbar aus dem Gesetz ergebenden Bestimmungen über die Ernennung und Abberufung der Mitglieder des Vorstandes und des Aufsichtsrates und über die Änderung der Satzung der Gesellschaft
Es bestehen keine Bestimmungen dieser Art.

Die sich nicht unmittelbar aus dem Gesetz ergebenden Befugnisse der Mitglieder des Vorstandes, insbesondere hinsichtlich der Möglichkeit, Aktien auszugeben oder zurückzukaufen
Es bestehen keine Befugnisse dieser Art.

Alle bedeutenden Vereinbarungen, an denen die Gesellschaft beteiligt ist und die bei einem Kontrollwechsel in der Gesellschaft infolge eines Übernahmeangebotes wirksam werden, sich ändern oder enden, sowie ihre Wirkungen; ausgenommen hiervon sind Vereinbarungen, deren Bekanntmachung der Gesellschaft erheblich schaden würde, es sei denn, die Gesellschaft ist zur Bekanntgabe derartiger Informationen aufgrund anderer Rechtsvorschriften ausdrücklich verpflichtet
Es wird von der Schutzklausel hinsichtlich der Bekanntgabe Gebrauch gemacht. Die Größenordnung des betroffenen Geschäftes ist als überschaubar einzustufen.

Bestand und wesentlicher Inhalt von Entschädigungsvereinbarungen zwischen der Gesellschaft und ihren Vorstands- und Aufsichtsratsmitgliedern oder Arbeitnehmern für den Fall eines öffentlichen Übernahmeangebotes

Es bestehen keine Vereinbarungen dieser Art.

Wien, am 17. März 2025

Der Vorstand

Mayr-Melnhof Karton Aktiengesellschaft, Wien

MMag. Peter OSWALD e.h.

Mag. Roman BILLIANI e.h.

Mag. Franz HIESINGER e.h.

Bilanz

AKTIVA (in EUR)	Stand 31. Dez. 2024	Stand 31. Dez. 2023
A. ANLAGEVERMÖGEN		
I. Immaterielle Vermögensgegenstände		
1. Konzessionen, gewerbliche Schutzrechte und ähnliche Rechte und Vorteile sowie daraus abgeleitete Lizenzen	8.823,60	10.588,32
II. Sachanlagen		
1. Grundstücke, grundstücksgleiche Rechte und Bauten, einschließlich der Bauten auf fremdem Grund	1.486.578,52	1.550.763,40
2. Andere Anlagen, Betriebs- und Geschäftsausstattung	251.496,51	235.693,41
	1.738.075,03	**1.786.456,81**
III. Finanzanlagen		
1. Anteile an verbundenen Unternehmen	304.066.939,31	304.066.939,31
2. Ausleihungen an verbundene Unternehmen	1.605.967.675,00	1.587.392.800,00
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 1.582.467.675,00 (2023: EUR 1.552.894.175,00)		
3. Beteiligungen	494.917,78	494.917,78
4. Wertpapiere (Wertrechte) des Anlagevermögens	778.666,00	601.984,00
	1.911.308.198,09	**1.892.556.641,09**
	1.913.055.096,72	**1.894.353.686,22**
B. UMLAUFVERMÖGEN		
I. Forderungen und sonstige Vermögensgegenstände		
1. Forderungen gegenüber verbundenen Unternehmen	542.539.542,97	462.734.318,02
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2023: EUR 0,00)		
2. Sonstige Forderungen und Vermögensgegenstände	594.511,04	10.577.118,58
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2023: EUR 0,00)		
3. Wertpapiere und Anteile		
a) sonstige Wertpapiere und Anteile	95.006.272,33	0,00
	638.140.326,34	**473.311.436,60**
II. Kassenbestand und Guthaben bei Kreditinstituten	158.485.264,49	510.164.557,42
	796.625.590,83	**983.475.994,02**
C. RECHNUNGSABGRENZUNGSPOSTEN	**2.592.475,30**	**3.032.262,97**
D. AKTIVE LATENTE STEUERN	**606.990,00**	**702.464,89**
SUMME AKTIVA	**2.712.880.152,85**	**2.881.564.408,10**

PASSIVA (in EUR)	Stand 31. Dez. 2024	Stand 31. Dez. 2023
A. EIGENKAPITAL		
I. Eingefordertes und einbezahltes Grundkapital	80.000.000,00	80.000.000,00
II. Kapitalrücklagen		
1. Gebundene Kapitalrücklagen	172.658.448,08	172.658.448,08
III. Gewinnrücklagen		
1. Andere Rücklagen (freie Rücklagen)	659.483.920,63	549.462.091,17
IV. Bilanzgewinn	100.000.000,00	100.000.000,00
davon Gewinnvortrag EUR 70.000.000,00 (2023: EUR 66.000.000,00)		
	1.012.142.368,71	**902.120.539,25**
B. RÜCKSTELLUNGEN		
1. Rückstellungen für Pensionen	759.283,00	813.442,89
2. Steuerrückstellungen	3.075.419,79	7.744.467,23
3. Sonstige Rückstellungen	8.257.034,91	6.439.691,69
	12.091.737,70	**14.997.601,81**
C. VERBINDLICHKEITEN		
davon mit einer Restlaufzeit von bis zu einem Jahr EUR 308.646.046,44 (2023: EUR 352.571.487,04)		
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 1.380.000.000,00 (2023: EUR 1.611.874.780,00)		
1. Verbindlichkeiten gegenüber Kreditinstituten	1.411.875.000,00	1.680.000.000,00
davon mit einer Restlaufzeit von bis zu einem Jahr EUR 31.875.000,00 (2023: EUR 68.125.220,00)		
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 1.380.000.000,00 (2023: EUR 1.611.874.780,00)		
2. Verbindlichkeiten aus Lieferungen und Leistungen	316.336,48	203.524,97
davon mit einer Restlaufzeit von bis zu einem Jahr EUR 316.336,48 (2023: EUR 203.524,97)		
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2023: EUR 0,00)		
3. Verbindlichkeiten gegenüber verbundenen Unternehmen	260.820.212,01	268.569.179,98
davon mit einer Restlaufzeit von bis zu einem Jahr EUR 260.820.212,01 (2023: EUR 268.569.179,98)		
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2023: EUR 0,00)		
4. Sonstige Verbindlichkeiten		
davon mit einer Restlaufzeit von bis zu einem Jahr EUR 15.634.497,95 (2023: EUR 15.673.562,09)		
davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2023: EUR 0,00)		
a) Steuern	5.793,58	5.868,21
b) Soziale Sicherheit	9.873,17	6.344,15
c) Übrige	15.618.831,20	15.661.349,73
	15.634.497,95	**15.673.562,09**
	1.688.646.046,44	**1.964.446.267,04**
SUMME PASSIVA	**2.712.880.152,85**	**2.881.564.408,10**

Gewinn- und Verlustrechnung

(in EUR)	2024	2023
1. Erträge aus Beteiligungen		
a) Verbundene Unternehmen	81.100.000,00	101.100.000,00
b) Übrige	445.900,00	389.900,00
	81.545.900,00	**101.489.900,00**
2. Sonstige Zinsen und ähnliche Erträge		
a) Verbundene Unternehmen	145.113.314,06	113.039.626,41
b) Übrige	10.625.146,08	1.984.054,15
	155.738.460,14	**115.023.680,56**
3. Aufwendungen aus Finanzanlagen und aus Wertpapieren	0,00	(66.514,90)
4. Zinsen und ähnliche Aufwendungen		
a) verbundene Unternehmen	(7.183.410,31)	(6.202.240,23)
b) übrige	(51.277.229,44)	(38.508.221,99)
	(58.460.639,75)	**(44.710.462,22)**
5. Zwischensumme aus Z 1 bis 4 (Finanzergebnis)	**178.823.720,39**	**171.736.603,44**
6. Umsatzerlöse	17.872.683,17	7.399.788,56
7. Sonstige betriebliche Erträge		
a) Übrige	81.965,20	101.391,82
	81.965,20	**101.391,82**
8. Personalaufwand		
a) Gehälter	(7.222.838,34)	(4.191.132,74)
b) Soziale Aufwendungen	(1.440.134,77)	(2.040.200,72)
davon Aufwendungen für Altersvorsorgen	(843.431,97)	(1.410.766,07)
aa) Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeitervorsorgekassen	(80.400,15)	(159.522,86)
bb) Aufwendungen für gesetzlich vorgeschriebene Sozialabgaben sowie vom Entgelt abhängige Abgaben und Pflichtbeiträge	(470.469,45)	(445.683,71)
cc) Sonstige Sozialaufwendungen	(45.833,20)	(24.228,08)
	(8.662.973,11)	**(6.231.333,46)**
9. Abschreibungen		
a) auf immaterielle Vermögensgegenstände und Sachanlagen	(115.040,93)	(113.455,80)
	(115.040,93)	**(113.455,80)**
10. Sonstige betriebliche Aufwendungen		
a) Steuern, soweit sie nicht unter Steuern vom Einkommen und vom Ertrag fallen	(1.714,35)	(1.714,35)
b) Übrige	(24.121.317,27)	(6.616.525,35)
	(24.123.031,62)	**(6.618.239,70)**
11. Zwischensumme aus Z 6 bis 10 (Betriebsergebnis)	**(14.946.397,29)**	**(5.461.848,58)**
12. Ergebnis vor Steuern (Zwischensumme aus Z 5 und Z 11)	**163.877.323,10**	**166.274.754,86**
13. Steuern vom Einkommen und vom Ertrag	(23.855.493,64)	(13.207.536,21)
davon latente Steuern EUR 95.474,,89 (2023: EUR -473.507,26)		
14. Jahresüberschuss	**140.021.829,46**	**153.067.218,65**
15. Zuweisung zu Gewinnrücklagen	(110.021.829,46)	(119.067.218,65)
16. Jahresgewinn	**30.000.000,00**	**34.000.000,00**
17. Gewinnvortrag aus dem Vorjahr	70.000.000,00	66.000.000,00
18. Bilanzgewinn	**100.000.000,00**	**100.000.000,00**

Anhang

DER MAYR-MELNHOF KARTON AKTIENGESELLSCHAFT FÜR DAS GESCHÄFTSJAHR VON 1. JÄNNER 2024 BIS 31. DEZEMBER 2024

1 ALLGEMEINE ERLÄUTERUNGEN

Der vorliegende Jahresabschluss wurde unter Beachtung der Grundsätze ordnungsmäßiger Buchführung, Bilanzierung und der Generalnorm, ein möglichst getreues Bild der Vermögens-, Finanz- und Ertragslage des Unternehmens zu vermitteln, aufgestellt. Die Bestimmungen des Unternehmensgesetzbuches in der zum Bilanzstichtag geltenden Fassung stellen die Grundlage dieses Jahresabschlusses dar.

Bei der Bilanzierung und Bewertung wurde den allgemein anerkannten Grundsätzen Rechnung getragen. Dabei wurden die in § 201 Abs. 2 UGB kodifizierten Grundsätze ordnungsmäßiger Buchführung ebenso beachtet wie die Gliederungs- und Bewertungsvorschriften für die Bilanz und die Gewinn- und Verlustrechnung der §§ 195 bis 211 und 222 bis 235 UGB.

Die im vorjährigen Jahresabschluss angewandten Bilanzierungs- und Bewertungsmethoden sowie der Ausweis gegenüber dem Vorjahr sind unverändert geblieben.

Die Gesellschaft ist Mutterunternehmen gemäß § 189a Z 6 UGB des Mayr-Melnhof Konzerns und stellt den Konzernabschluss für den größten und kleinsten Kreis der Unternehmen auf. Dieser Konzernabschluss wird in Wien beim Handelsgericht Wien hinterlegt.

Die rechtlichen und wirtschaftlichen Beziehungen zu verbundenen Unternehmen gemäß § 238 Abs. 1 Z 20 UGB werden nicht angegeben, da sie dem Unternehmen oder einem verbundenen Unternehmen einen erheblichen Nachteil zufügen würden.

Der Grundsatz der Vollständigkeit wurde bei der Erstellung des Jahresabschlusses eingehalten.

Bei der Bewertung der einzelnen Vermögensgegenstände und Schulden wurde der Grundsatz der Einzelbewertung beachtet und eine Fortführung des Unternehmens unterstellt.

Dem Vorsichtsprinzip wurde dadurch Rechnung getragen, dass nur die am Abschlussstichtag verwirklichten Gewinne ausgewiesen wurden. Alle erkennbaren Risiken und drohenden Verluste wurden berücksichtigt.

Schätzungen beruhen auf einer umsichtigen Beurteilung. Soweit statistisch ermittelbare Erfahrungen aus gleich gelagerten Sachverhalten vorhanden sind, hat das Unternehmen diese bei den Schätzungen berücksichtigt.

Die Gliederung der Gewinn- und Verlustrechnung wird nach dem Gesamtkostenverfahren aufgestellt und entsprechend der Holdingfunktion der Mayr-Melnhof Karton Aktiengesellschaft so dargestellt, dass der Finanzerfolg an den Anfang der Gewinn- und Verlustrechnung gestellt wird.

2 BILANZIERUNGS- UND BEWERTUNGSMETHODEN

2.1 Anlagevermögen

Immaterielle Vermögensgegenstände
Die Zugänge sind mit Anschaffungs- zuzüglich Anschaffungsnebenkosten bewertet.

Die unter diesem Posten ausgewiesenen Softwarelizenzen sind zu Anschaffungskosten bewertet und werden planmäßig auf 10 Jahre linear abgeschrieben.

Sachanlagen
Das Sachanlagevermögen ist mit Anschaffungs- zuzüglich Anschaffungsnebenkosten bewertet. Zinsen für Fremdkapital zur Finanzierung der Herstellung von Gegenständen des Anlagevermögens werden nicht aktiviert.

Die Ermittlung der planmäßigen Abschreibung erfolgt linear unter Anwendung folgender Nutzungsdauern:

Gebäude	10 - 40 Jahre
Andere Anlagen, Betriebs- und Geschäftsausstattung	3 - 10 Jahre

Geringwertige Vermögensgegenstände mit Einzelanschaffungskosten unter EUR 1.000,00 (2023: EUR 1.000,00) werden wie im Vorjahr gem. § 204 Abs. 1a UGB im Jahr ihrer Anschaffung oder Herstellung voll abgeschrieben.

Bei voraussichtlich dauernder Wertminderung werden Gegenstände des Anlagevermögens außerplanmäßig auf den niedrigeren beizulegenden Wert am Abschlussstichtag abgeschrieben. Sofern die dafür maßgeblichen Gründe nicht mehr bestehen, gilt die Verpflichtung, den Betrag der außerplanmäßigen Abschreibung im Umfang der Werterhöhung unter Berücksichtigung der Abschreibungen, die inzwischen vorzunehmen gewesen wären, zuzuschreiben. Im vorliegenden Jahresabschluss sind keine Beträge aus solchen Zuschreibungen enthalten.

Finanzanlagen
Die Anteile an verbundenen Unternehmen und die Beteiligungen sind zu Anschaffungskosten bewertet. Voraussichtlich dauerhafte und wesentliche Wertminderungen werden durch außerplanmäßige Abschreibungen berücksichtigt.

Als verbundene Unternehmen werden alle Tochterunternehmen bezeichnet, die von der Mayr-Melnhof Karton Aktiengesellschaft unmittelbar oder mittelbar beherrscht werden (§ 189a Z 7 und 8 UGB).

Ausleihungen sind zu Anschaffungskosten bewertet. Voraussichtlich dauerhafte und wesentliche Wertminderungen werden durch außerplanmäßige Abschreibungen berücksichtigt.

In den Wertpapieren (Wertrechte) des Anlagevermögens sind Ansprüche aus Rückdeckungsversicherungen aufgrund von Pensionszusagen enthalten. Der Ansatz dieser Ansprüche erfolgt mit dem Deckungskapital.

Die Gesellschaft hat eine Rückdeckungsversicherung für ihre Pensionsverpflichtung gegenüber den Begünstigten abgeschlossen. Die Ansprüche aus der Rückdeckungsversicherung wurden an die Anspruchsberechtigten verpfändet. Die Ansprüche wurden daher mit entsprechenden Gesamtpensionsverpflichtung saldiert.

Bei Finanzanlagen, die keine Beteiligungen sind, erfolgt die Abschreibung auf den niedrigeren beizulegenden (Zeit-) Wert. Bei Finanzanlagen dürfen solche Abschreibungen auch vorgenommen werden, wenn die Wertminderung voraussichtlich nicht von Dauer ist. Sofern die Gründe für die außerplanmäßige Abschreibung nicht mehr bestehen, gilt die Verpflichtung, den Betrag der außerplanmäßigen Abschreibung im Umfang der Werterhöhung unter Berücksichtigung der Abschreibungen, die inzwischen vorzunehmen gewesen wären, zuzuschreiben. Im vorliegenden Jahresabschluss sind keine Beträge aus solchen Zuschreibungen enthalten.

2.2 Umlaufvermögen

Bei Gegenständen des Umlaufvermögens erfolgt gegebenenfalls eine Abschreibung, um sie mit dem niedrigeren beizulegenden Wert zum Abschlussstichtag anzusetzen. Sofern die Gründe für die Abschreibung nicht mehr bestehen, gilt die Verpflichtung, den Betrag der Abschreibung im Umfang der Werterhöhung zuzuschreiben. Im vorliegenden Jahresabschluss sind keine Beträge aus solchen Zuschreibungen enthalten.

Forderungen und sonstige Vermögensgegenstände
Forderungen und sonstige Vermögensgegenstände sind mit dem Nennwert angesetzt. Erkennbare Einzelrisiken werden durch Wertberichtigungen berücksichtigt.

Wertpapiere und andere Anteile
Wertpapiere und andere Anteile werden mit den Anschaffungskosten vermindert um allfällige Abschreibungen auf den niedrigeren beizulegenden Wert am Abschlussstichtag angesetzt.

2.3 Aktive Rechnungsabgrenzungsposten

Als Rechnungsabgrenzungsposten werden Ausgaben vor dem Abschlussstichtag ausgewiesen, soweit sie Aufwand für eine bestimmte Zeit nach diesem Tag darstellen. Die aktive Rechnungsabgrenzung beinhaltet Disagios im Zusammenhang mit der Aufnahme von Finanzverbindlichkeiten. Die Disagios werden über die Laufzeit der Verbindlichkeiten linear aufgelöst.

2.4 Aktive latente Steuern

Aktive latente Steuern werden auf Differenzen, die zwischen den unternehmensrechtlichen und steuerrechtlichen Wertansätzen von Vermögensgegenständen, Rückstellungen, Verbindlichkeiten und Rechnungsabgrenzungsposten bestehen, die sich in späteren Geschäftsjahren voraussichtlich abbauen, angesetzt. Die Bewertung der latenten Steuern erfolgt mit dem Steuersatz von 23% (2023: 23%) ohne Berücksichtigung einer Abzinsung. Für steuerliche Verlustvorträge wurden keine aktiven latenten Steuern gebildet.

2.5 Rückstellungen

Rückstellungen werden nach dem Grundsatz der unternehmerischen Vorsicht in Höhe des voraussichtlichen Erfüllungsbetrages gebildet, der bestmöglich geschätzt wurde.

Die Pensionsrückstellungen werden gemäß der Stellungnahme 27 des Austrian Financial Reporting and Auditing Committee (AFRAC) „Personalrückstellungen (UGB)“, Stand Juni 2022, bilanziert. Bei der Berechnung, die nach dem Anwartschaftsbarwertverfahren („Projected Unit Credit Method") erfolgt, werden zukünftige Lohn- und Gehaltssteigerungen in Form einer langfristigen Prognose berücksichtigt. Der Zinssatz wird nach dem aktuellen langfristigen Zinssatz am Kapitalmarkt zum Bilanzstichtag bemessen.

Der Berechnung der Pensionsrückstellungen werden das frühestmögliche Anfallsalter für die (vorzeitige) Alterspension gemäß Pensionsreform 2004 (Budgetbegleitgesetz 2003) unter Berücksichtigung der Übergangsregelungen sowie die biometrischen Richttafeln AVÖ 2018-P „Angestellte" – Rechnungsgrundlage für Pensionsversicherung (2023: AVÖ 2018-P „Angestellte" – Rechnungsgrundlage für Pensionsversicherung) zugrunde gelegt. Für Vorstandsmitglieder wird ausschließlich auf die Dauer des Vorstandsmandats abgestellt.

Pensionszusagen, die durch verpfändete Rückdeckungsversicherungen gedeckt sind und für die die Gesellschaft wirtschaftlich somit kein Risiko trägt, werden in der Bilanz saldiert ausgewiesen.

Bei der Bilanzierung der Rückstellung für Pensionen, sowie der sonstigen langfristigen personenbezogenen Verpflichtungen wird vom Wahlrecht, die rechnungsmäßigen Zinsen im Finanzergebnis auszuweisen, Gebrauch gemacht.

2.6 Verbindlichkeiten

Die Verbindlichkeiten sind mit ihrem Erfüllungsbetrag angesetzt.

2.7 Währungsumrechnung

Fremdwährungsforderungen sowie die Zahlungsmittel in Fremdwährungen sind mit dem Anschaffungskurs bzw. dem niedrigeren Devisenkurs zum Bilanzstichtag bewertet worden.

Die Fremdwährungsverbindlichkeiten sind mit dem Anschaffungskurs bzw. dem höheren Devisenkurs zum Bilanzstichtag bewertet worden.

3 ERLÄUTERUNGEN ZU EINZELNEN POSTEN DER BILANZ UND GEWINN- UND VERLUSTRECHNUNG

Bilanz

3.1 Anlagenspiegel gemäß § 226 UGB

	Anschaffungs- bzw. Herstellungskosten					Kumulierte Abschreibungen					
	Stand	**Zugänge**	**Abgänge**	**Umbuchung**	**Stand**	**Stand**	**Zugänge**	**Abgänge**	**Stand**	**Buchwert**	**Buchwert**
(in EUR)	**01.01.2024**	**2024**	**2024**	**2024**	**31.12.2024**	**01.01.2024**	**2024**	**2024**	**31.12.2024**	**31.12.2024**	**31.12.2023**
I. Immaterielle Vermögensgegenstände											
1. Konzessionen, gewerbliche Schutzrechte und ähnliche Rechte und Vorteile sowie daraus abgeleitete Lizenzen	**17.647,08**	0,00	0,00	0,00	17.647,08	7.058,76	1.764,72	0,00	8.823,48	8.823,60	**10.588,32**
Summe I	**17.647,08**	**0,00**	**0,00**	**0,00**	**17.647,08**	**7.058,76**	**1.764,72**	**0,00**	**8.823,48**	**8.823,60**	**10.588,32**
II. Sachanlagen											
1. Grundstücke, grundstücksgleiche Rechte und Bauten, einschließlich der Bauten auf fremdem Grund											
a) Grundwert	577.352,82	0,00	0,00	0,00	577.352,82	0,00	0,00	0,00	0,00	577.352,82	577.352,82
b) Gebäudewert	2.659.935,45	0,00	0,00	0,00	2.659.935,45	1.686.524,87	64.184,88	0,00	1.750.709,75	909.225,70	973.410,58
2. Andere Anlagen, Betriebs- und Geschäftsausstattung [1)]	381.539,47	64.894,43	0,00	0,00	446.433,90	145.846,06	49.091,33	0,00	194.937,39	251.496,51	235.693,41
Summe II	**3.618.827,74**	**64.894,43**	**0,00**	**0,00**	**3.683.722,17**	**1.832.370,93**	**113.276,21**	**0,00**	**1.945.647,14**	**1.738.075,03**	**1.786.456,81**
Summe I und II	**3.636.474,82**	**64.894,43**	**0,00**	**0,00**	**3.701.369,25**	**1.839.429,69**	**115.040,93**	**0,00**	**1.954.470,62**	**1.746.898,63**	**1.797.045,13**
III. Finanzanlagen											
1. Anteile an verbundenen Unternehmen	304.066.939,31	0,00	0,00	0,00	304.066.939,31	0,00	0,00	0,00	0,00	304.066.939,31	304.066.939,31
2. Ausleihungen an verbundene Unternehmen	1.587.392.800,00	74.673.850,00	56.098.975,00	0,00	1.605.967.675,00	0,00	0,00	0,00	0,00	1.605.967.675,00	1.587.392.800,00
3. Beteiligungen	494.917,78	0,00	0,00	0,00	494.917,78	0,00	0,00	0,00	0,00	494.917,78	494.917,78
4. Wertpapiere (Wertrechte) des Anlagevermögens	601.984,00	411.678,02	326.615,00	91.618,98	778.666,00	0,00	0,00	0,00	0,00	778.666,00	601.984,00
Summe III	**1.892.556.641,09**	**75.085.528,02**	**56.425.590,00**	**91.618,98**	**1.911.308.198,09**	**0,00**	**0,00**	**0,00**	**0,00**	**1.911.308.198,09**	**1.892.556.641,09**
Gesamt	**1.896.193.115,91**	**75.150.422,45**	**56.425.590,00**	**91.618,98**	**1.915.009.567,34**	**1.839.429,69**	**115.040,93**	**0,00**	**1.954.470,62**	**1.913.055.096,72**	**1.894.353.686,22**

[1)] Im Jahr 2024 sind geringwertige Vermögensgegenstände in Höhe von EUR 0,00 zu- und abgegangen.

3.2 Aufgliederung der Anteile an verbundenen Unternehmen

	31.12.2024	Geschäftsjahr 2023	
(in EUR)	**Anteil in %**	**Eigenkapital**	**Jahresergebnis**
Lokalbahn Payerbach-Hirschwang Gesellschaft m.b.H., Reichenau/Rax (AUT) [1]	100,00	4.502.486,54	k. A
MM Service GmbH, Wien (AUT) [1]	100,00	22.502.765,28	k. A
MM BOARD & PAPER GmbH, Wien (AUT) [1]	100,00	195.343.566,42	k. A
MM PACKAGING GmbH, Wien (AUT) [1]	100,00	593.864.600,39	k. A

[1] Hinsichtlich der Angabe der Jahresergebnisse wird von der Schutzklausel gemäß § 242 Abs. 2 UGB Gebrauch gemacht.

3.3 Ausleihungen an verbundene Unternehmen

Im Posten Ausleihungen an verbundene Unternehmen ist ein Betrag in Höhe von EUR 1.605.967.675,00 (31. Dezember 2023: EUR 1.587.392.800,00) enthalten. Davon sind EUR 1.574.933.578,66 (31. Dezember 2023: EUR 1.552.894.175,00) nicht innerhalb eines Jahres fällig.

3.4 Wertpapiere (Wertrechte) des Anlagevermögens

Unter Wertpapiere (Wertrechte) des Anlagevermögens sind Rückdeckungsversicherungen ausgewiesen, die auf Grund von Umgliederungen nicht mehr mit der Verpflichtung saldiert werden, sowie solche, die im Wesentlichen zugunsten der Pensionsberechtigten verpfändet sind. Die verpfändeten Rückdeckungsversicherungen sind bis zur Vermögensobergrenze mit den Pensionsverpflichtungen saldiert ausgewiesen.

3.5 Forderungen

Zum 31. Dezember gliedern sich die Forderungen wie folgt:

(in EUR)	31.12.2024	31.12.2023
1. Forderungen gegenüber verbundenen Unternehmen		
a) aus Lieferungen und Leistungen	9.162.030,50	3.120.656,59
b) aus sonstigen Forderungen	533.377.512,47	459.613.661,43
	542.539.542,97	**462.734.318,02**
2. Sonstige Forderungen und Vermögensgegenstände	594.511,04	10.577.118,58
Gesamt	**543.134.054,01**	**473.311.436,60**

Unter den sonstigen Forderungen gegenüber verbundenen Unternehmen sind auch Forderungen aus Cash Pooling-Vereinbarungen in Höhe von EUR 532.369.514,57 (31. Dezember 2023: EUR 454.213.754,49) ausgewiesen, wobei die Mayr-Melnhof Karton Aktiengesellschaft für vier Euro Cash Pools als Cash Pool Leader fungiert.

Die Cash Pool Forderungen gegenüber MM Kotkamills Wood Oy in Höhe EUR 8.696.948,52 (2023: EUR 6.640.7941,93) wurde um EUR 7.696.948,52 (2023: EUR 0,00), und jene der MM Fiber Packaging S.A.U. in Höhe von EUR 12.281.306,04 (2023: EUR 0,00) um EUR 9.281.306,04 (2023: EUR 0,00) wertberichtigt, da eine vollständige Rückzahlung nicht wahrscheinlich ist.

Der Aufwand in Höhe von EUR 16.978.254,56 (2023: EUR 0,00) ist unter den sonstigen betrieblichen Aufwendungen ausgewiesen.

Weiters sind in den sonstigen Forderungen gegenüber verbundenen Unternehmen Forderungen aus Steuerumlagen in Höhe von EUR 942.226,37 (31. Dezember 2023: EUR 5.392.170,71) sowie Forderungen aus dem konzerninternen Clearing („IC-Netting") in Höhe von EUR 15.677,71 (31.12.2023: EUR 2.254,63) enthalten.

Wie im Vorjahr sind in den sonstigen Forderungen und Vermögensgegenständen Erträge von unwesentlicher Höhe enthalten, welche erst nach dem Bilanzstichtag zahlungswirksam werden.

3.6 Wertpapiere und Anteile

Unter den Wertpapieren und Anteilen sind Anteile an Geldmarktfonds zur kurzfristigen Veranlagung in Höhe von EUR 95.006.272,33 (31. Dezember 2023: EUR 0,00), die wiederum fast ausschließlich in verzinsliche Wertpapiere und Geldmarktinstrumente investieren, ausgewiesen.

3.7 Latente Steuern

Der latente Steueranspruch aus dem Saldo der aktiven und passiven latenten Steuern beträgt zum 31. Dezember 2024 EUR 606.990,00 (31. Dezember 2023: EUR 702.464,89).

Die aktiven latenten Steuern wurden auf Unterschiede zwischen dem steuerlichen und unternehmensrechtlichen Wertansatz zum Bilanzstichtag, unter Zugrundelegung eines Körperschaftsteuersatzes von 23% (31. Dezember 2023: 23%), für folgende Posten gebildet:

	2024		2023	
	Aktive latente Steuern	**Passive latente Steuern**	**Aktive latente Steuern**	**Passive latente Steuern**
Rückstellungen für Pensionen	X		X	

.

Die aktiven latenten Steuern entwickelten sich wie folgt:

(in EUR)	2024	2023
Aktive latente Steuern 01.01.	**702.464,89**	**228.957,63**
Auflösung	(95.474,89)	0,00
Zuführung	0,00	473.507,26
Aktive latente Steuern 31.12.	**606.990,00**	**702.464,89**

3.8 Eigenkapital

Grundkapital
Das Grundkapital in Höhe von EUR 80.000.000,00 ist in 20.000.000 Stück nennbetragslose Stückaktien aufgeteilt, von denen jede am Grundkapital in gleichem Umfang beteiligt ist.

Aktienrückkaufprogramm Grundkapital
Der Vorstand wurde in der 30. Ordentlichen Hauptversammlung vom 24 April 2024 ermächtigt, eigene Aktien im Ausmaß von bis zu 10 % des Grundkapitals mit Wirksamkeit bis 24. Oktober 2026 zu erwerben.

Von dieser Ermächtigung hat der Vorstand am 23. Dezember 2024 Gebrauch gemacht. Es wurde beschlossen, eigene Inhaberstammaktien der Mayr-Melnhof Karton Aktiengesellschaft zum Marktpreis über die Wiener Börse sowie außerbörslich zu erwerben. Das Rückerwerbsprogramm soll am 3. Januar 2025 (einschließlich) beginnen und voraussichtlich bis zum 23. Dezember 2025 (einschließlich) dauern. Der geringste beim Rückerwerb zu leistende Gegenwert darf EUR 10,00 je Aktie nicht unterschreiten; der höchste beim Rückerwerb zu leistende Gegenwert darf EUR 80,00 je Aktie nicht überschreiten. Beabsichtigt ist der Rückerwerb von insgesamt bis zu 1.000.000 Aktien, somit bis zu ca. 5 % des Grundkapitals der Mayr-Melnhof Karton Aktiengesellschaft entweder über die Börse oder in einem Volumen von bis zu 600.000 Aktien, somit bis zu ca. 3 % des Grundkapitals der Mayr-Melnhof Karton Aktiengesellschaft, außerbörslich.

Ein Kreditinstitut wurde mit der Durchführung des Aktienrückerwerbs über die Börse beauftragt.

Darüber hinaus wurde der Vorstand durch die 30. Ordentliche Hauptversammlung gemäß § 169 AktG bis zum 28. Juni 2029 ermächtigt, mit Zustimmung des Aufsichtsrates, das Grundkapital von derzeit Tsd. EUR 80.000 um bis zu weitere Tsd. EUR 8.000 durch Ausgabe von bis zu 2,0 Mio. Stück neuen auf Inhaber lautende Stückaktien der Gesellschaft gegen Bar- und/oder Sacheinlagen samt Ausschluss des Bezugsrechts zu erhöhen.

3.9 Rückstellungen

Pensionsverpflichtungen
Die Rechenparameter zu den jeweiligen Stichtagen stellen sich wie folgt dar:

	31.12.2024	31.12.2023
(in %)	Pensionen	Pensionen
Abzinsungsfaktor	3,50 %	3,30 %
Langfristige Gehaltssteigerungsraten	3,00 %	3,00 %
Langfristige Rentensteigerungsraten	2,50 %	2,50 %

Versicherungsmathematische Gewinne bzw. Verluste, die sich aufgrund von Änderungen im Bestand der Versorgungsberechtigten und Abweichungen der tatsächlichen Entwicklung gegenüber den der Berechnung zugrunde gelegten Annahmen ergeben, werden zur Gänze erfolgswirksam erfasst.

Die Anwartschaftsbarwerte betreffend Pensionsverpflichtungen sowie die Überleitungen zum bilanzierten Rückstellungsbetrag stellen sich wie folgt dar:

(in EUR)	Pensionen
Bilanzierte langfristige Rückstellung 31.12.2023	**7.478.976,28**
Zuführung Dienstzeitaufwand 2024	191.324,28
Zuführung Zinsaufwand 2024	205.647,00
Auszahlungen 2024	(1.218.422,00)
Versicherungsmathematische Verluste bzw. (Gewinne) 2024	626.996,00
Bilanzierte langfristige Rückstellung 31.12.2024	7.284.521,56
Deckungskapital	(6.525.238,56)
Saldierte Pensionsverpflichtung	**759.283,00**

Der Zinsaufwand ist unter dem Posten „Zinsen und ähnliche Aufwendungen" im Finanzergebnis ausgewiesen.

Der Wert der Ansprüche aus der Rückdeckungsversicherung beträgt EUR 6.525.238,56 (31. Dezember 2023: EUR 6.665.533,39). Die Ansprüche aus der Rückdeckungsversicherung wurden an die Anspruchsberechtigten verpfändet und daher, unter Beachtung der Vermögensobergrenze, mit der entsprechenden Gesamtpensionsverpflichtung in Höhe von EUR 7.284.521,00 (31. Dezember 2023: EUR 7.478.976,28) saldiert.

Sonstige Rückstellungen
Neben der Rückstellung für die Vorstandsbezüge in Höhe von EUR 6.906.822,20 (31. Dezember 2023: EUR 4.424.947,00), die die variablen Vorstandsbezüge und die kumulierten langfristigen Vergütungszusagen beinhalten, sind in den sonstigen Rückstellungen im Wesentlichen Rückstellungen für nicht konsumierte Urlaube, Rechts-, Prüfungs- und Beratungsaufwand und die Vergütung für die Aufsichtsratstätigkeit ausgewiesen. Von der Rückstellung für die variablen Vorstandsbezüge sind EUR 673.587,33 (31. Dezember 2023: EUR 1.158.671,52) langfristig.

3.10 Verbindlichkeiten

Zum 31. Dezember gliedern sich die Verbindlichkeiten wie folgt:

(in EUR)	31.12.2024	Davon Restlaufzeit über 5 Jahre	31.12.2023	Davon Restlaufzeit über 5 Jahre
1. Verbindlichkeiten gegenüber Kreditinstituten	1.411.875.000,00	642.000.000,00	**1.680.000.000,00**	784.992.000,00
2. Verbindlichkeiten aus Lieferungen und Leistungen	316.336,48	0,00	**203.524,97**	0,00
3. Verbindlichkeiten gegenüber verbundenen Unternehmen				
a) aus Lieferungen und Leistungen	26.276,07	0,00	**7.473.017,62**	0,00
b) aus sonstigen Verbindlichkeiten	260.793.935,94	0,00	**261.096.162,36**	
	260.820.212,01	0,00	**268.569.179,98**	**0,00**
4. Sonstige Verbindlichkeiten				
a) Steuern	5.793,58	0,00	**5.868,21**	0,00
b) Soziale Sicherheit	9.873,17	0,00	**6.344,15**	0,00
c) Übrige	15.618.831,20	0,00	**15.661.349,73**	0,00
	15.634.497,95	0,00	15.673.562,09	0,00
Gesamt	1.688.646.046,44	642.000.000,00	**1.964.446.267,04**	**784.992.000,00**

Die Verbindlichkeiten gegenüber Kreditinstituten bestehen aus Darlehen in Form von Kreditverträgen, Schuldscheinen und Namensschuldverschreibungen in Höhe von EUR 1.411.875.000,00 (31. Dezember 2023: EUR 1.680.000.000,00). Die Laufzeiten der zu marktüblichen Konditionen verzinsten Darlehen betragen zwischen 1 und 15 Jahren.

Unter den sonstigen Verbindlichkeiten gegenüber verbundenen Unternehmen sind auch Verbindlichkeiten aus den Cash Pooling-Vereinbarungen in Höhe von EUR 254.950.993,30 (31. Dezember 2023: EUR 256.533.401,40) enthalten, wobei die Mayr-Melnhof Karton Aktiengesellschaft für vier Euro Cash Pools als Cash Pool Leader fungiert.

Weiters sind hier sonstige Verbindlichkeiten aus Steuerumlagen in Höhe von EUR 5.851.157,59 (31. Dezember 2023: EUR 4.751.844,80) sowie Forderungen aus dem konzerninternen Clearing („IC-Netting") in Höhe von EUR 12.009,90 (31.12.2023: Verbindlichkeiten EUR 1.373,64) ausgewiesen.

Der in den übrigen sonstigen Verbindlichkeiten enthaltene abgegrenzte Betrag für das Schuldscheindarlehen betreffende Zinsen beträgt EUR 14.939.588,05 (31. Dezember 2023: EUR 15.416.156,50).

In den sonstigen Verbindlichkeiten sind Aufwendungen in Höhe von EUR 15.618.354,25 (31. Dezember 2023: EUR 15.660.872,78) enthalten, welche erst nach dem Bilanzstichtag zahlungswirksam werden.

Es gibt keine dinglichen Sicherheiten.

Gewinn- und Verlustrechnung

3.11 Nettoerlöse nach geografischen Märkten

(in EUR)	2024	2023
Verbundene Unternehmen		
Österreich	16.602.056,78	6.310.048,52
Andere EU-Länder	1.085.859,20	941.511,68
Nicht EU-Länder	184.767,19	148.228,36
Gesamt	**17.872.683,17**	**7.399.788,56**

Der Umsatzanstieg im Geschäftsjahr 2024 resultiert im Wesentlichen aus der Umstellung auf Vollkostenverrechnung, im Gegensatz zu den Vorjahren, in welchen nur die Personalkosten verrechnet wurden.

3.12 Personalaufwand

Die in Aufwendungen für Leistungen an betriebliche Mitarbeitervorsorgekassen enthaltenen Beiträge weisen EUR 80.400,15 (2023: EUR 159.522,86) auf.

Die Aufwendungen an ausgelagerte Einheiten in Form von beitragsorientierten Plänen betragen EUR 203.000,02 (2023: EUR 130.000,02).

3.13 Sonstige betriebliche Aufwendungen

Zu den Aufwendungen, die im Geschäftsjahr auf die Tätigkeit des Abschlussprüfers entfallen, wird auf die Angaben im Konzernabschluss zum 31. Dezember 2024 der Mayr-Melnhof Karton Aktiengesellschaft verwiesen.

3.14 Steuern vom Einkommen und vom Ertrag

Im Dezember 2005 hat die Gesellschaft als Gruppenträger einen Antrag auf Feststellung einer Unternehmensgruppe gemäß § 9 Abs. 8 KStG 1988 mit nachfolgend angeführten verbundenen Unternehmen als Gruppenmitglieder zum Zwecke der Gruppenbesteuerung ab dem Veranlagungsjahr 2005 eingebracht. Es wurde ein Steuerumlagevertrag abgeschlossen, der die Belastungsmethode vorsieht.

Im Dezember 2024 wurde die Unternehmensgruppe um die slowenische MM Količevo d.o.o. und die deutsche MM Neuss GmbH erweitert.

Die Gruppenmitglieder im Inland sind:

MM BOARD & PAPER GmbH, Wien
MM Board & Paper Sales GmbH, Wien
MM Frohnleiten GmbH, Frohnleiten
MM Neupack GmbH, Reichenau an der Rax
MM PACKAGING GmbH, Wien
MM Premium Vienna GmbH, Wien

MM Service GmbH, Wien
free-com solutions GmbH, Wien

Die Gruppenmitglieder im Ausland sind:

MM Kotkamills Oy, Kotka
MM Kwidzyn Sp. z o.o., Kwidzyn
MM Količevo d.o.o.
MM Neuss GmbH

Aufgrund des Umlagevertrages zwischen den inländischen Gesellschaften wurden im Geschäftsjahr 2024 EUR 36.752.453,74 (2023: EUR 19.193.507,00) an die Gruppenmitglieder weiterverrechnet.

Die Steuern vom Einkommen und vom Ertrag weisen im Jahr 2024 einen Aufwand von EUR 23.760.018,75 (2023: EUR 13.681.043,47) auf.

Im Jahr 2024 erfolgte keine Berücksichtigung des Verlustes der ausländischen Gruppenmitglieder.

Das Wahlrecht gemäß §198 (9) UGB, für die Zurechnung von Verlustvorträgen für Gruppemitgliedern, einen Posten für aktive latente Steuer zu bilden wurde nicht genutzt.

Für den aus der polnischen Gesellschaft MM Kwidzyn Sp. z o.o.im Rahmen der österreichischen Steuergruppe im Jahr 2023 verwerteten Verlust in Höhe von EUR 5.547.006,00 wurde keine Rückstellung gebildet, da die Nachversteuerung erst beim Ausscheiden aus der österreichischen Steuergruppe bzw. bei der Liquidation der polnischen Gesellschaft erfolgen würde.

Dieser Tatbestand liegt in der Verfügungsmacht des Konzerns und ist aus heutiger Sicht nicht absehbar.

Der Konzern fällt in den Anwendungsbereich der OECD-Säule-2-Modellregeln („Pillar Two"), der sogenannten globalen Mindestbesteuerung. Die Pillar Two-Gesetzgebung ist seit dem 1. Januar 2024 in Österreich in Kraft. Pillar Two-Gesetzgebungen in anderen Ländern, in denen Konzerngesellschaften ansässig sind, erfolgten mit Wirkung frühestens ab 1. Januar 2024.

Der Konzern unterliegt zum Berichtszeitpunkt einer zusätzlichen Steuerbelastung aufgrund von Pillar Two. Der Konzern wendet die verpflichtende Ausnahmeregelung von der Bilanzierung latenter Steuern im Zusammenhang mit Pillar Two-Ertragsteuern an.

Gemäß der Pillar Two-Regelungen muss der Konzern je Land eine Zusatzsteuer (Top Up-Tax) in Höhe der Differenz zwischen dem Effektivsteuersatz und dem Mindeststeuersatz von 15 % zahlen. Der effektive Steuersatz des Konzerns im Berichtszeitpunkt liegt unter dem globalen Mindeststeuersatz von 15 %.

Für den Berichtszeitraum 2024 ergibt sich, dass Konzerngesellschaften in einigen Ländern ansässig sind, in denen der effektive Steuersatz unter 15 % liegt. Für einige Länder, in denen der effektive Steuersatz unter 15% beträgt, muss der Konzern in Österreich eine sog. Top Up-Tax leisten. Dies betrifft Jurisdiktionen, die das Pillar Two-Modell im Berichtszeitraum nicht umgesetzt haben (Philippinen, Puerto Rico).

Die MM Gruppe hat sich für die Anwendung des „Safe-Harbour-Test“ (Transitional Country by Country Report – CbCR) entschieden, d.h. die GloBE (Global Anti-Base Erosion) Aufstockungssteuer in einem Land ist gleich Null, wenn eine der folgenden Bedingungen erfüllt ist[1]:

1. **De-Minimis Test**: Das Land hat CbCR-Einnahmen von weniger als 10 Millionen EUR und einen CbCR Gewinn/Verlust vor Steuern von weniger als 1 Million EUR.
2. **Vereinfachte Berechnung des Effektivsteuersatzes:** Der effektive Steuersatz wird vereinfacht anhand des im CbCR ausgewiesenen Gewinn/Verlust vor Steuern und den im Jahresabschluss ausgewiesenen Ertragssteueraufwand berechnet. Von dem im Jahresabschluss ausgewiesenen Ertragssteueraufwand werden etwaige unsichere Steuerpositionen abgezogen werden.
   Der Test gilt als erfüllt, wenn die multinationale Unternehmensgruppe in dem jeweiligen Steuergebiet einen vereinfachten, effektiven Steuersatz aufweist, der zumindest dem für das jeweilige Jahr geltenden Übergangsteuersatz („Transition Rate“) entspricht. Der Übergangsteuersatz beträgt für das Geschäftsjahr 2024 15%.
3. **Routinegewinn-Test**: Der Gewinn vor Steuern aus dem CbCR ist kleiner oder gleich dem unter den GloBE Bestimmungen als Substanzausnahme freigestellten Betrag (Substance Based Income Exclusion – SBIE). Der SBIE setzt sich aus 9,8% der gebuchten Lohnsumme und 7,8% der Buchwerte materieller Wirtschaftsgüter des Anlagevermögens zusammen.

Infolge der Berechnung des „Safe-Harbour-Test“ erfüllt im Geschäftsjahr 2024 die Schweiz, Spanien, Irland, Puerto Rico, die Philippinen und die Türkei keine der oben genannten Bedingungen.

Es ist anzumerken, dass die Jurisdiktionen Puerto Rico und Philippinen die Regeln der Pillar II noch nicht in ihre nationale Gesetzgebung umgesetzt haben. Aus diesem Grund ist die Mayr-Melnhof Karton AG als oberste Konzerngesellschaft verpflichtet, die Top Up-Tax dieser Jurisdiktionen nach der im österreichischen Mindestbesteuerungsgesetz enthaltene nationale Ergänzungsteuer (Income Inclusion Rule, IIR) zu berechnen und abzuführen. Im Geschäftsjahr 2024 Im Geschäftsjahr 2024 ergibt sich für die Mayer-Melnhof Karton AG eine Top Up-Tax in Höhe von EUR 1.096.844,00 (2023: EUR 0,00).

MM Konzerngesellschaften in den Steuergebieten, Schweiz, Spanien, Irland und Türkei, sind verpflichtet, die entsprechende Top Up-Tax gemäß ihren nationalen GloBE Pillar II-Vorschriften in Höhe von EUR 375.000,00 (2023: EUR 0,00) abzuführen.

[1] OECD (2022), Safe Harbours and Penalty Relief: Global Anti-Base Erosion Rules (Pillar Two), OECD/G20 Inclusive Framework on BEPS, OECD Publishing, Paris.

3.15 Ergebnisverwendung

Der Vorstand schlägt vor, aus dem Bilanzgewinn in Höhe von EUR 100.000.000,00 eine Dividende von EUR 1,80 je Aktie auszuschütten.

4 SONSTIGE ANGABEN

4.1 Haftungen

Die Mayr-Melnhof Karton Aktiengesellschaft hat am 05. Februar 2025 gegenüber der MM Neuss GmbH und am 06. März 2025 gegenüber der MM Graphia Beteiligungs- und Verwaltungs GmbH und der MM Packaging Beteiligungs- und Verwaltungs GmbH eine Einstandserklärung abgegeben. Die Mayr-Melnhof Karton Aktiengesellschaft verpflichtet sich, dass die Gesellschaften in der Weise geleitet und finanziell ausgestatten werden, dass sie stets in der Lage sind, ihren bis zum Abschlussstichtag (31.12.2024) eingegangenen Verpflichtungen im Geschäftsjahr 2025 nachzukommen. Mit der Abgabe der Einstandserklärung wird der Jahresabschlusserstellungsprozess für die drei Gesellschaften optimiert.

4.2 Angaben über Organe und Mitglieder

Die Gesellschaft beschäftigt keine Arbeitnehmer.

Bezüge des Vorstandes
An die aktiven Vorstandsmitglieder wurden die nachfolgend dargestellten Vergütungen gewährt:

(in EUR)	**2024**	**2023**
a) von der Gesellschaft	7.986.414,00	5.013.449,00
Gesamt	**7.986.414,00**	**5.013.449,00**
Davon		
a) fixe Bezüge	2.710.726,00	2.264.508,00
b) variable Vergütung	5.275.688,00	2.748.941,00
Gesamt	**7.986.414,00**	**5.013.449,00**

An ehemalige Vorstandsmitglieder wurden im Geschäftsjahr 2024 Leistungen nach Beendigung des Dienstverhältnisses in Höhe von insgesamt EUR 1.417.804,00 (2023: EUR 4.407.649,00) gezahlt, hiervon EUR 199.766,00 (2023: EUR 3.200.483,00) an Dr. Andreas Blaschke.

Dr. Andreas Blaschke hat mit 31. Oktober 2022 sein Vorstandsmandat zurückgelegt. Der Anstellungsvertrag endete einvernehmlich mit 30. April 2023. Die jährliche Erfolgsbeteiligung für das Geschäftsjahr 2022 wurde ergebnis- und vertragsgemäß nach der Hauptversammlung 2023 ausbezahlt. Für den Zeitraum 1. Jänner bis 30. April wurden an Dr. Andreas Blaschke noch EUR 199.766,00 im Jahr 2024 als Karenzentschädigung ausbezahlt.

Für die Mitglieder des Vorstandes bestehen weder Vorschüsse noch Haftungen.

Bezüge des Aufsichtsrates

(in EUR)	2024	2023
von der Gesellschaft	740.014,00	737.124,00
Gesamt	**740.014,00**	**737.124,00**

Die Organe der Gesellschaft setzten sich im abgelaufenen Geschäftsjahr wie folgt zusammen:

Vorstand
MMag. Peter OSWALD (Vorsitzender)
Mag. Roman BILLIANI (Mitglied des Vorstandes) ab 1. Mai 2024
Mag. Franz HIESINGER (Mitglied des Vorstandes)

Aufsichtsrat
Dr. Wolfgang EDER (Vorsitzender)
Dr. Nikolaus ANKERSHOFEN (1. Stellvertretender Vorsitzender)
Mag. Johannes GOESS-SAURAU (2. Stellvertretender Vorsitzender)
Dr. Alexander LEEB (Mitglied des Aufsichtsrates)
MMMag. Georg MAYR-MELNHOF (Mitglied des Aufsichtsrates)
Mag. Ferdinand MAYR-MELNHOF-SAURAU, MSc (Mitglied des Aufsichtsrates)
Univ.-Prof. Dr. Klaus RABEL (Mitglied des Aufsichtsrates)
Andreas HEMMER (Arbeitnehmervertreter)
Gerhard NOVOTNY (Arbeitnehmervertreter)

4.3 Ereignisse nach dem Abschlussstichtag und weitere Informationen

Im Zusammenhang mit dem Aktienrückkaufprogramm (siehe Anhangangabe 3.8) hat der Konzern im Januar 2025 begonnen Transaktionen zu tätigen. Diese werden wöchentlich auf unserer Website unter www.mm.group/de/investoren/aktie/ veröffentlicht.

Darüber hinaus sind nach dem Bilanzstichtag keine Ereignisse eingetreten, die wesentliche Auswirkungen auf die Vermögens-, Finanz- und Ertragslage der Gesellschaft haben.

Wien, am 17. März 2025

Der Vorstand
Mayr-Melnhof Karton Aktiengesellschaft, Wien

MMag. Peter OSWALD e.h.

Mag. Roman BILLIANI e.h.

Mag. Franz HIESINGER e.h.

Bestätigungsvermerk

Bericht zum Jahresabschluss

Prüfungsurteil
Wir haben den Jahresabschluss der Mayr-Melnhof Karton Aktiengesellschaft, Wien, bestehend aus der Bilanz zum 31. Dezember 2024, der Gewinn- und Verlustrechnung für das an diesem Stichtag endende Geschäftsjahr und dem Anhang, geprüft.

Nach unserer Beurteilung entspricht der beigefügte Jahresabschluss den gesetzlichen Vorschriften und vermittelt ein möglichst getreues Bild der Vermögens- und Finanzlage zum 31. Dezember 2024 sowie der Ertragslage der Gesellschaft für das an diesem Stichtag endende Geschäftsjahr in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften.

Grundlage für das Prüfungsurteil
Wir haben unsere Abschlussprüfung in Übereinstimmung mit der EU-Verordnung Nr. 537/2014 (im Folgenden EU-VO) und mit den österreichischen Grundsätzen ordnungsmäßiger Abschlussprüfung durchgeführt. Diese Grundsätze erfordern die Anwendung der International Standards on Auditing (ISA). Unsere Verantwortlichkeiten nach diesen Vorschriften und Standards sind im Abschnitt „Verantwortlichkeiten des Abschlussprüfers für die Prüfung des Jahresabschlusses“ unseres Bestätigungsvermerks weitergehend beschrieben. Wir sind von der Gesellschaft unabhängig in Übereinstimmung mit den österreichischen unternehmensrechtlichen und berufsrechtlichen Vorschriften und wir haben unsere sonstigen beruflichen Pflichten in Übereinstimmung mit diesen Anforderungen erfüllt. Wir sind der Auffassung, dass die von uns bis zum Datum des Bestätigungsvermerks erlangten Prüfungsnachweise ausreichend und geeignet sind, um als Grundlage für unser Prüfungsurteil zu diesem Datum zu dienen.

Besonders wichtige Prüfungssachverhalte
Besonders wichtige Prüfungssachverhalte sind solche Sachverhalte, die nach unserem pflichtgemäßen Ermessen am bedeutsamsten für unsere Prüfung des Jahresabschlusses des Geschäftsjahres waren. Diese Sachverhalte wurden im Zusammenhang mit unserer Prüfung des Jahresabschlusses als Ganzes und bei der Bildung unseres Prüfungsurteils hierzu berücksichtigt, und wir geben kein gesondertes Prüfungsurteil zu diesen Sachverhalten ab.

Unsere Darstellung dieser besonders wichtigen Prüfungssachverhalte haben wir wie folgt strukturiert:

- Sachverhalt
- Prüferisches Vorgehen und Erkenntnisse
- Verweis auf weitergehende Informationen

1. Bewertung der Anteile an verbundenen Unternehmen und der Ausleihungen an verbundene Unternehmen

Sachverhalt
Die unter den Finanzanlagen ausgewiesenen Anteile an verbundenen Unternehmen in Höhe von TEUR 304.067 und Ausleihungen an verbundene Unternehmen in Höhe von gesamt TEUR 1.605.968 stellen einen wesentlichen Anteil an den Aktiva der Gesellschaft dar (in Summe 73,7 % der Bilanzsumme). Bei den Anteilen an verbundenen Unternehmen handelt es sich im Wesentlichen um die Divisionsholdings. Die Ausleihungen betreffen ebenfalls die Divisionsholdings bzw. indirekt gehaltene operative Gesellschaften der Gruppe. Finanzanlagen werden zu fortgeführten Anschaffungskosten bewertet und gemäß § 204 Abs. 2 UGB bei voraussichtlich dauernder Wertminderung auf den niedrigeren am Abschlussstichtag beizulegenden Wert abgewertet. Sowohl im Berichtsjahr als auch in den Vorjahren wurden keine außerplanmäßigen Abschreibungen vorgenommen.

Aufgrund der aktuellen marktwirtschaftlichen Unsicherheiten haben die gesetzlichen Vertreter der Gesellschaft die Anteile an verbundenen Unternehmen und der Ausleihungen an verbundene Unternehmen auf Werthaltigkeit überprüft. In die Ermittlung des beizulegenden Werts der Anteile an verbundenen Unternehmen und der Ausleihungen an verbundene Unternehmen fließen im Rahmen des angewendeten Discounted-Cashflow-Verfahrens zahlreiche bewertungsrelevante Annahmen in Bezug auf die seitens der gesetzlichen Vertreter erwarteten künftigen Zahlungsströme aus der Summe der in der jeweiligen Divisionsholding befindlichen Tochtergesellschaften („Free Cash Flows“, wie etwa Annahmen zu der Umsatz- und Profitabilitätsentwicklung, Entwicklung des Working Capitals, geplante Investitionsniveau sowie die Wachstumsrate für die ewige Rente) ein, die mit erheblichen Schätzungsunsicherheiten und Ermessen verbunden sind. Der für die Ermittlung des beizulegenden Wertes heranzuziehende Kapitalisierungszinssatz (WACC) stellt einen wesentlichen Inputparameter dar und ist ebenfalls als stark ermessensbehaftet einzustufen.

Für den Abschluss besteht aufgrund dieser Schätzungsunsicherheiten das Risiko, dass die Anteile an verbundenen Unternehmen bzw. die Ausleihungen an verbundene Unternehmen nicht werthaltig sind.

Prüferisches Vorgehen und Erkenntnisse
Wir haben die Vorgehensweise des Managements bezüglich der Werthaltigkeitsbeurteilung von Anteilen an verbundenen Unternehmen und Ausleihungen an verbundene Unternehmen dahingehend beurteilt, ob sie einen möglichen Abwertungsbedarf angemessen identifiziert.

Zur Prüfung der Werthaltigkeitsbeurteilung der Gesellschaft haben wir insbesondere das Bewertungsmodell an sich beurteilt und uns mit den wesentlichen Werttreibern der beizulegenden Werte auseinandergesetzt.

Unter teilweiser Einbezug unserer internen Bewertungsspezialisten haben wir überprüft, ob die gewählte Bewertungsmethode anerkannten Bewertungsgrundsätzen entspricht, und haben die seitens der Gesellschaft verwendeten Parameter (insbesondere geplante Zahlungsströme, Wachstumsraten, Entwicklung des Working Capitals, Investitionsniveau sowie Diskontierungszinsätze) mit den Management besprochen, mit unternehmensspezifischen Information bzw. industrierelevante Daten und Quellen verglichen und dahingehend beurteilt, ob sie anhand von historischen Daten plausibel und angemessen sind.

Das von der Gesellschaft eingesetzte Bewertungsmodell ist für die Überprüfung der Werthaltigkeit der Anteile an verbundenen Unternehmen bzw. der Ausleihungen an verbundene Unternehmen geeignet. Die der Ermittlung des beizulegenden Zeitwerts zugrunde liegenden Annahmen und Bewertungsparameter und die damit verbundenen Angaben sind plausibel und angemessen.

Verweis auf weitergehende Informationen
Weitergehende Informationen zu diesem besonders wichtigen Prüfungssachverhalt finden sich im Anhang des Jahresabschlusses zum 31. Dezember 2024 unter Anhangangabe 2.1 – „Finanzanlagen" unter Abschnitt 2 „Bilanzierungs- und Bewertungsmethoden".

Sonstige Informationen
Die gesetzlichen Vertreter sind für die sonstigen Informationen verantwortlich. Die sonstigen Informationen umfassen alle Informationen im Geschäftsbericht, ausgenommen den Jahresabschluss, den Lagebericht und den Bestätigungsvermerk.

Unser Prüfungsurteil zum Jahresabschluss erstreckt sich nicht auf diese sonstigen Informationen, und wir geben dazu keine Art der Zusicherung.

Im Zusammenhang mit unserer Prüfung des Jahresabschlusses haben wir die Verantwortlichkeit, diese sonstigen Informationen zu lesen und dabei zu würdigen, ob die sonstigen Informationen wesentliche Unstimmigkeiten zum Jahresabschluss oder zu unseren bei der Abschlussprüfung erlangten Kenntnissen aufweisen oder anderweitig falsch dargestellt erscheinen.

Falls wir auf der Grundlage der von uns zu den vor dem Datum dieses Bestätigungsvermerks erlangten sonstigen Informationen durchgeführten Arbeiten den Schluss ziehen, dass eine wesentliche falsche Darstellung dieser sonstigen Informationen vorliegt, sind wir verpflichtet, über diese Tatsache zu berichten. Wir haben in diesem Zusammenhang nichts zu berichten.

Verantwortlichkeiten der gesetzlichen Vertreter und des Prüfungsausschusses für den Jahresabschluss
Die gesetzlichen Vertreter sind verantwortlich für die Aufstellung des Jahresabschlusses und dafür, dass dieser in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften ein möglichst getreues Bild der Vermögens-, Finanz- und Ertragslage der Gesellschaft vermittelt. Ferner sind die gesetzlichen Vertreter verantwortlich für die internen Kontrollen, die sie als notwendig erachten, um die Aufstellung eines Jahresabschlusses zu ermöglichen, der frei von wesentlichen falschen Darstellungen aufgrund von dolosen Handlungen oder Irrtümern ist.

Bei der Aufstellung des Jahresabschlusses sind die gesetzlichen Vertreter dafür verantwortlich, die Fähigkeit der Gesellschaft zur Fortführung der Unternehmenstätigkeit zu beurteilen, Sachverhalte im Zusammenhang mit der Fortführung der Unternehmenstätigkeit – sofern einschlägig – anzugeben, sowie dafür, den Rechnungslegungsgrundsatz der Fortführung der Unternehmenstätigkeit anzuwenden, es sei denn, die gesetzlichen Vertreter beabsichtigen, entweder die Gesellschaft zu liquidieren oder die Unternehmenstätigkeit einzustellen, oder haben keine realistische Alternative dazu.

Der Prüfungsausschuss ist verantwortlich für die Überwachung des Rechnungslegungsprozesses der Gesellschaft.

Verantwortlichkeiten des Abschlussprüfers für die Prüfung des Jahresabschlusses
Unsere Ziele sind, hinreichende Sicherheit darüber zu erlangen, ob der Jahresabschluss als Ganzes frei von wesentlichen falschen Darstellungen aufgrund von dolosen Handlungen oder Irrtümern ist, und einen Bestätigungsvermerk zu erteilen, der unser Prüfungsurteil beinhaltet. Hinreichende Sicherheit ist ein hohes Maß an Sicherheit, aber keine Garantie dafür, dass eine in Übereinstimmung mit der EU-VO und mit den österreichischen Grundsätzen ordnungsmäßiger Abschlussprüfung, die die Anwendung der ISA erfordern, durchgeführte Abschlussprüfung eine wesentliche falsche Darstellung, falls eine solche vorliegt, stets aufdeckt. Falsche Darstellungen können aus dolosen Handlungen oder Irrtümern resultieren und werden als wesentlich angesehen, wenn von ihnen einzeln oder insgesamt vernünftigerweise erwartet werden könnte,

dass sie die auf der Grundlage dieses Jahresabschlusses getroffenen wirtschaftlichen Entscheidungen von Nutzern beeinflussen.

Als Teil einer Abschlussprüfung in Übereinstimmung mit der EU-VO und mit den österreichischen Grundsätzen ordnungsmäßiger Abschlussprüfung, die die Anwendung der ISA erfordern, üben wir während der gesamten Abschlussprüfung pflichtgemäßes Ermessen aus und bewahren eine kritische Grundhaltung.

Darüber hinaus gilt:
Wir identifizieren und beurteilen die Risiken wesentlicher falscher Darstellungen aufgrund von dolosen Handlungen oder Irrtümern im Abschluss, planen Prüfungshandlungen als Reaktion auf diese Risiken, führen sie durch und erlangen Prüfungsnachweise, die ausreichend und geeignet sind, um als Grundlage für unser Prüfungsurteil zu dienen. Das Risiko, dass aus dolosen Handlungen resultierende wesentliche falsche Darstellungen nicht aufgedeckt werden, ist höher als ein aus Irrtümern resultierendes, da dolose Handlungen kollusives Zusammenwirken, Fälschungen, beabsichtigte Unvollständigkeiten, irreführende Darstellungen oder das Außerkraftsetzen interner Kontrollen beinhalten können.

Wir gewinnen ein Verständnis von dem für die Abschlussprüfung relevanten internen Kontrollsystem, um Prüfungshandlungen zu planen, die unter den gegebenen Umständen angemessen sind, jedoch nicht mit dem Ziel, ein Prüfungsurteil zur Wirksamkeit des internen Kontrollsystems der Gesellschaft abzugeben.

Wir beurteilen die Angemessenheit der von den gesetzlichen Vertretern angewandten Rechnungslegungsmethoden sowie die Vertretbarkeit der von den gesetzlichen Vertretern dargestellten geschätzten Werte in der Rechnungslegung und damit zusammenhängende Angaben.

Wir ziehen Schlussfolgerungen über die Angemessenheit der Anwendung des Rechnungslegungsgrundsatzes der Fortführung der Unternehmenstätigkeit durch die gesetzlichen Vertreter sowie, auf der Grundlage der erlangten Prüfungsnachweise, ob eine wesentliche Unsicherheit im Zusammenhang mit Ereignissen oder Gegebenheiten besteht, die erhebliche Zweifel an der Fähigkeit der Gesellschaft zur Fortführung der Unternehmenstätigkeit aufwerfen können. Falls wir die Schlussfolgerung ziehen, dass eine wesentliche Unsicherheit besteht, sind wir verpflichtet, in unserem Bestätigungsvermerk auf die dazugehörigen Angaben im Jahresabschluss aufmerksam zu machen oder, falls diese Angaben unangemessen sind, unser Prüfungsurteil zu modifizieren. Wir ziehen unsere Schlussfolgerungen auf der Grundlage der bis zum Datum unseres Bestätigungsvermerks erlangten Prüfungsnachweise. Zukünftige Ereignisse oder Gegebenheiten können jedoch die Abkehr der Gesellschaft von der Fortführung der Unternehmenstätigkeit zur Folge haben.

Wir beurteilen die Gesamtdarstellung, den Aufbau und den Inhalt des Jahresabschlusses einschließlich der Angaben sowie ob der Jahresabschluss die zugrunde liegenden Geschäftsvorfälle und Ereignisse in einer Weise wiedergibt, dass ein möglichst getreues Bild erreicht wird.

Wir planen die Jahresabschlussprüfung und führen sie durch, um ausreichende geeignete Prüfungsnachweise zu den Finanzinformationen der Einheiten oder Geschäftsbereiche innerhalb der Gesellschaft zu erlangen als Grundlage für die Bildung eines Prüfungsurteils zum Jahresabschluss. Wir sind verantwortlich für die Anleitung, Beaufsichtigung und Durchsicht der für Zwecke der Jahresabschlussprüfung durchgeführten Prüfungstätigkeiten. Wir tragen die Alleinverantwortung für unser Prüfungsurteil.

Wir tauschen uns mit dem Prüfungsausschuss unter anderem über den geplanten Umfang und die geplante zeitliche Einteilung der Abschlussprüfung sowie über bedeutsame Prüfungsfeststellungen, einschließlich etwaiger bedeutsamer Mängel im internen Kontrollsystem, die wir während unserer Abschlussprüfung erkennen, aus.

Wir geben dem Prüfungsausschuss auch eine Erklärung ab, dass wir die relevanten beruflichen Verhaltensanforderungen zur Unabhängigkeit eingehalten haben, und tauschen uns mit ihm über alle Beziehungen und sonstigen Sachverhalte aus, von denen vernünftigerweise angenommen werden kann, dass sie sich auf unsere Unabhängigkeit und – sofern einschlägig – auf vorgenommene Handlungen zur Beseitigung von Gefährdungen oder angewandte Schutzmaßnahmen auswirken.

Wir bestimmen von den Sachverhalten, über die wir uns mit dem Prüfungsausschuss ausgetauscht haben, diejenigen Sachverhalte, die am bedeutsamsten für die Prüfung des Jahresabschlusses des Geschäftsjahres waren und daher die besonders wichtigen Prüfungssachverhalte sind. Wir beschreiben diese Sachverhalte in unserem Bestätigungsvermerk, es sei denn, Gesetze oder andere Rechtsvorschriften schließen die öffentliche Angabe des Sachverhalts aus oder wir bestimmen in äußerst seltenen Fällen, dass ein Sachverhalt nicht in unserem Bestätigungsvermerk mitgeteilt werden sollte, weil vernünftigerweise erwartet wird, dass die negativen Folgen einer solchen Mitteilung deren Vorteile für das öffentliche Interesse übersteigen würden.

Sonstige gesetzliche und andere rechtliche Anforderungen

Bericht zum Lagebericht

Der Lagebericht ist aufgrund der österreichischen unternehmensrechtlichen Vorschriften darauf zu prüfen, ob er mit dem Jahresabschluss in Einklang steht und ob er nach den geltenden rechtlichen Anforderungen aufgestellt wurde.

Die gesetzlichen Vertreter sind verantwortlich für die Aufstellung des Lageberichts in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften.

Wir haben unsere Prüfung in Übereinstimmung mit den Berufsgrundsätzen zur Prüfung des Lageberichts durchgeführt.

Urteil

Nach unserer Beurteilung ist der Lagebericht nach den geltenden rechtlichen Anforderungen aufgestellt worden, enthält zutreffende Angaben nach § 243a UGB und steht in Einklang mit dem Jahresabschluss.

Erklärung

Angesichts der bei der Prüfung des Jahresabschlusses gewonnenen Erkenntnisse und des gewonnenen Verständnisses über die Gesellschaft und ihr Umfeld wurden wesentliche fehlerhafte Angaben im Lagebericht nicht festgestellt.

Zusätzliche Angaben nach Artikel 10 der EU-VO

Wir wurden von der ordentlichen Hauptversammlung am 24. April 2024 als Abschlussprüfer gewählt und im Anschluss vom Aufsichtsrat beauftragt. Wir sind seit dem Geschäftsjahr 2019 Abschlussprüfer der Gesellschaft.

Wir erklären, dass das Prüfungsurteil im Abschnitt „Bericht zum Jahresabschluss“ mit dem zusätzlichen Bericht an den Prüfungsausschuss nach Artikel 11 der EU-VO in Einklang steht.

Wir erklären, dass wir keine verbotenen Nichtprüfungsleistungen (Artikel 5 Abs. 1 der EU-VO) erbracht haben und dass wir bei der Durchführung der Abschlussprüfung unsere Unabhängigkeit von der geprüften Gesellschaft gewahrt haben.

Auftragsverantwortlicher Wirtschaftsprüfer

Der für die Abschlussprüfung auftragsverantwortliche Wirtschaftsprüfer ist Herr Frédéric Vilain.

Wien, am 17. März 2025

PwC Wirtschaftsprüfung GmbH

Frédéric Vilain e. h.
Wirtschaftsprüfer

Die Veröffentlichung oder Weitergabe des Jahresabschlusses mit unserem Bestätigungsvermerk darf nur in der von uns bestätigten Fassung erfolgen. Dieser Bestätigungsvermerk bezieht sich ausschließlich auf den deutschsprachigen und vollständigen Jahresabschluss samt Lagebericht. Für abweichende Fassungen sind die Vorschriften des § 281 Abs. 2 UGB zu beachten.

Consolidated Corporate Governance Report

As a listed, internationally active company, the MM Group is committed to responsible Corporate Governance focusing on sustainable value added. We consider this to be an essential prerequisite for achieving our long-term corporate success and take care that Corporate Governance is consistently practiced and continuously optimised in all areas of the Company. This includes the whole management and control system of the Company with the approach of promoting trust in the MM Group among our employees, shareholders, business partners and the public and ensuring a high level of transparency.

This present report provides information on the disclosures required by sections 243 c and 267 b of the Austrian Commercial Code.

COMMITMENT TO THE AUSTRIAN COPORATE GOVERNANCE CODE

The MM Group has voluntarily committed to compliance with the Code in its respectively applicable version since the Austrian Corporate Governance Code (Österreichischer Corporate Governance Kodex – ÖCGK) became effective in 2002. The Code is based on the provisions of Austrian stock corporation, stock exchange and capital market laws, EU recommendations as well as the guidelines contained in the OECD Principles of Corporate Governance. The Code is regularly reviewed against the background of national and international developments and adjusted as necessary. The current Austrian Corporate Governance Code can be downloaded from the website of the Austrian Working Group for Corporate Governance at www.corporate-governance.at. The compliance with the Corporate Governance Code is subject to an annual internal evaluation provided by the MM Group. Furthermore, an external evaluation of compliance with C rules is carried out every three years, which was performed again in 2024 in order to rotation.

The implementation and evaluation for the business year 2024 is based on the Code's version of January 2023. The MM Group continues to comply with all legal provisions without any restrictions. Almost all additional C Rules and R Rules (Recommendations) contained in the Code, which do not require any explanation in case of deviations, have been complied with.

The Company gives the following explanations for deviations from C Rules for 2024:

Rule 27a	The Management Board contracts do not contain any provisions stipulating that the economic situation is to be taken into account in the event of the premature retirement of a Management Board member. However, due to the long-term profit-sharing scheme, future developments are taken into account by means of surcharges or deductions.

COMPOSITION OF THE BOARD

The Management Board

Peter Oswald	
Chairman, CEO Member of the Management Board since April 1, 2020 appointed until May 31, 2029 born 1962	Strategic and profit-responsible management of the entire Group and in particular the areas: • Group strategy • Group organisation • Human resources of the Group and Board of the subsidiaries • External and internal communication and Investor Relations • Communication with the Presidium and the Supervisory Board members • Sustainability including occupational safety • Determination of representatives at associations • Primary profit responsibility for the Pharma & Healthcare Packaging division (including sales and marketing, production, innovation and product development) • Primary profit responsibility for the Board & Paper division (including sales and marketing, production, innovation and product development)

Roman Billiani	
Member of the Management Board since May 1, 2024 appointed until April 30, 2027 born 1974	• Primary profit responsibility for the Food & Premium Packaging division (including sales and marketing, production, innovation and product development) • Information management (IT) • Procurement (including energy) • Marketing

Franz Hiesinger	
CFO Member of the Management Board since October 1, 2017 appointed until September 30, 2025 born 1965	• Finance and all financing matters • Group reporting and accounting as well as controlling • Merger and acquisition matters • Risk management, insurances • Legal and tax matters including compliance • Internal audit • Information security

The members of the Management Board do not hold any mandates in Supervisory Boards outside the Group.

The Supervisory Board

Wolfgang Eder

Chairman since April 26, 2023 born 1952	Chairman of the Supervisory Board of voestalpine AG, Linz

Nikolaus Ankershofen

1st Deputy Chairman since April 26, 2017 Member of the Supervisory Board since April 28, 2010 born 1969	Lawyer and partner at Ankershofen Goëss Hinteregger Rechtsanwälte OG; Supervisory Board member at Mayr-Melnhof Holz Holding AG, Leoben; Management Board member of several private trusts

Johannes Goess-Saurau

2nd Deputy Chairman since May 7, 2008 Member of the Supervisory Board since May 18, 2005 born 1955	Manager of his own companies

Alexander Leeb

Member of the Supervisory Board since May 7, 2008 born 1959	Deputy Chairman of the Supervisory Board of Plansee Holding AG, Reutte; Chairman of the Board of Trustees of LGT Venture Philanthropy Foundation, Vaduz

Georg Mayr-Melnhof

Member of the Supervisory Board since May 7, 2008 born 1968	Employee of the archdiocese of Salzburg

Ferdinand Mayr-Melnhof- Saurau

Member of the Supervisory Board since April 29, 2020 born 1987	Managing partner at various real estate investment and real estate development companies; Management Board member of Oskar Vogl Privatstiftung, Graz

Klaus Rabel

Member of the Supervisory Board since April 29, 2020 born 1961	Auditor and tax consultant, University Professor of Corporate Valuation and Value-Oriented Management at the Institute of Corporate Accounting and Taxation of the Karl-Franzens-University, Graz; Chairman of the Expert Committee for Business Valuation of the Chamber of Tax Consultants and Certified Public Accountants, Vienna; Member of the Europe MSR Board of the International Valuation Standards Council (IVSC), London; Management Board member of Austrian family trusts

Delegated by the works council:

Andreas Hemmer	
Member of the Supervisory Board since October 20, 2009 born 1968	Employee representative

Gerhard Novotny	
Member of the Supervisory Board since May 10, 1995 born 1963	Employee representative

The current mandate of Mr Eder will expire at the 34th Ordinary Shareholders' Meeting in 2028, which will resolve on the discharge for the financial year 2027. The mandates of all other members of the Supervisory Board elected by the Annual General Meeting will expire at the 31st Ordinary Shareholders' Meeting in 2025, which will resolve on the discharge for the financial year 2024. The mandates of the employees' representatives are awarded for an indefinite period of time.

Members of the Committees of the Supervisory Board

Committee for Management Board Issues (Presidium)
Wolfgang Eder, Chairman
Nikolaus Ankershofen
Johannes Goess-Saurau

Audit and Sustainability Committee
Klaus Rabel, Chairman
Wolfgang Eder
Nikolaus Ankershofen
Johannes Goess-Saurau
Gerhard Novotny

Members of the Supervisory Board with additional Supervisory Board mandates in publicly listed companies

Wolfgang Eder
Chairman of the Supervisory Board of voestalpine AG, Linz

Independence of the members of the Supervisory Board

The Supervisory Board is oriented to the guidelines set out in annex 1 of the Austrian Corporate Governance Code when determining the criteria of their independence:

A Supervisory Board member must not maintain, or have maintained in the past year, any business relations with the Company or any of its subsidiaries with significance for the member of the Supervisory Board. This also applies to relationships with companies in which a member of the Supervisory Board has a considerable economic interest, but not to the performance of institutional functions in the Group. The approval of individual transactions by the Supervisory Board in accordance with L Rule 48 (Company Contracts with Members of the Supervisory Board outside their activity in the Supervisory Board) does not automatically qualify the person as not independent.

The Supervisory Board member must not have acted as an auditor of the Company or have owned a share in the auditing company or have worked there as an employee in the past three years.

The Supervisory Board member must not be a member of the Management Board of another company in which a member of the Company's Management Board is a Supervisory Board member.

The Supervisory Board member must not be closely related (direct offspring, spouse, life partner, parent, uncle, aunt, brother, sister, niece, nephew) to a member of the Management Board or employees in leading positions, the auditor or employees of the auditing company.

All members of the Supervisory Board have declared their independence in accordance with these criteria. Consequently, this also applies to all members of the Committees of the Supervisory Board.

This independence ensures that stakeholder concerns can also be taken into account on a regular basis, without any conflicts of interest.

The members of the Supervisory Board pay attention to the provisions of the Austrian Corporate Governance Code regarding conflicts of interest. Furthermore, new members of the Supervisory Board receive detailed information on the avoidance of conflicts of interest at the start of their activities.

Representation of interests of a share > 10 % in Mayr-Melnhof Karton AG
There are two independent members of the Supervisory Board representing a shareholding of more than 10 %:

Nikolaus Ankershofen
Ferdinand Mayr-Melnhof-Saurau

Contracts between members of the Supervisory Board and the Company subject to approval
In the financial year 2024, this related to:

Nikolaus Ankershofen
Ankershofen Goëss Hinteregger Rechtsanwälte OG, where Nikolaus Ankershofen is lawyer and partner, acts as a legal advisor to Mayr-Melnhof Karton AG on an ad-hoc basis. These mandates mainly relate to employment law matters between the Management Board and Mayr-Melnhof Karton AG. Ankershofen Goëss Hinteregger Rechtsanwälte OG charges on the basis of hourly rates customary for lawyers. In the financial year 2024, fees totalling thous. EUR 28 were charged.

REMUNERATION OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

Detailed information on the remuneration of the Management Board and the remuneration of the Supervisory Board have been included in the Company's remuneration report, which is presented annually to the Shareholders' Meeting, and in the remuneration policy. Weblink: www.mm.group/investors/corporate-governance/

INFORMATION ON THE PROCEDURES OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

The Management Board manages the business in accordance with the law, its bylaws and the Articles of Association of the Company. The latter are available on the Company's website at www.mm.group/investors/corporate-governance/. The bylaws of the Management Board govern the assignment of responsibilities as well as the cooperation within the Management Board and include a list of business cases which require the prior consent of the Supervisory Board. The members of the Management Board cooperate closely as colleagues, informing one another of all significant measures and occurrences within their respective areas of operation. The Management Board of Mayr-Melnhof Karton AG holds Board meetings at regular intervals, at least once a month, to discuss material topics that are of relevance for the Group and the divisions. In developing and implementing the corporate strategy, the Management Board takes into account aspects of sustainability and associated positive and negative effects as well as opportunities and risks with regard to the environment, social issues and corporate governance. The Chairman of the Management Board is responsible for chairing and preparing the meetings and for exchanging information with the Supervisory Board.

Type and decision-making power of the Committees of the Supervisory Board
The Supervisory Board has established the following Committees constituted by its members:

Committee for Management Board Issues (Presidium)
The principal task of the Presidium is to discuss the Company's strategy and orientation on a continuous basis and to prepare resolutions for the Supervisory Board concerning all strategic matters. Furthermore, this Committee decides on issues concerning the Management Board in accordance with statutory regulations and also fulfils the functions of the Nomination and Compensation Committee. The quality of the Committee's work is guaranteed by the long-standing experience and know-how of its members in the field of remuneration policy.

Audit and Sustainability Committee
The activity field of the Audit Committee, whose decision-making power derives from statutory regulations, was expanded in 2024 to include sustainability issues relevant to the Supervisory Board. The quality of the Committee's work is guaranteed by the long-standing experience and know-how of its members in the fields of finance, accounting and reporting as well as an in-depth consideration of non-financial matters.

A close communication network ensures that the Supervisory Board and the Committees are able to take decisions promptly in urgent cases. Each Chairmen of the Committees inform the Supervisory Board on a regular basis about the activities of the Committees.

Focus of the Supervisory Board
In the financial year 2024, the Supervisory Board has fulfilled its tasks in accordance with the law, the Articles of Association and the bylaws within six plenary meetings, with all members attending at least five of them.

In a persistently difficult market environment, the MM Group is gearing its strategy towards strengthening its profitability, growth and competitiveness through a targeted focus on its core competences. A central focus of the Supervisory Board's activities in 2024 was therefore again placed on supporting the Management Board in the corresponding strategy development and in the implementation of future-oriented optimisation measures and long-term investment projects. These are primarily aimed at further increasing efficiency and flexibility on the market and consistently raising the share of renewable energy as one of the central elements of the sustainability strategy.

The general positioning of the Company with its focus on a growth-oriented, yet from an industry perspective balanced consumer goods packaging business besides the cyclical segment Board & Paper has proven to be the right strategy, especially in times where the pressure on earnings in the traditional cartonboard sector remains high.

In order to give the specific nature of the pharma packaging business the greatest possible transparency, it has been managed as a separate "Pharma & Healthcare Packaging" segment alongside the "Food & Premium Packaging" division since mid-2024. In this context, the Group's organisation was further developed by creating the new executive board area "Food & Premium Packaging", which is headed by Mr. Roman Billiani, a proven packaging expert.

A further focus of the Supervisory Board's activities was placed on monitoring the Group-wide profit &cash protection program and measures to ensure a balanced financial structure for the Group in the long term. The sale of the TANN Group, which is currently in process, is intended not only to streamline the strategic portfolio but also to secure financial resources for strengthening the core areas in the long term.

The Supervisory Board also once again dealt with a number of sustainability issues, focusing on the current EU requirements. In light of the increased integration of financial and sustainability agendas, the responsibilities of the Audit Committee were expanded to include corresponding sustainability competences. This step is also reflected in the change of the Committee's name ("Audit and Sustainability Committee").

In order to ensure that the Group has the appropriate management expertise in the long term, the Supervisory Board also addressed issues relating to the development of the management team as well as succession and talent management in 2024.

The Supervisory Board also dealt with IT systems/cyber security, sustainability and risk management as well as corporate governance and compliance.

The Supervisory Board carried out a self-evaluation for the financial year 2024 based on a questionnaire, with the result that the activity of the Supervisory Board was assessed as generally efficient. The regular exchange of information as well as the discussion of major topics in cooperation with the Management Board and the Group Auditor contribute significantly thereto.

Also in 2024, discussions and explanations in the Supervisory Board and Management Board meetings were characterised by a high degree of constructiveness and openness. All participants had sufficient opportunities to participate in discussions and ask questions.

Focus of the Committees of the Supervisory Board
In 2024, the Committee for Management Board Issues (Presidium) met fifteen times. It dealt especially with strategic development, restructurings, investments as well as the current corporate management control and matters relating to the Management Board and management succession. Furthermore, the meetings of the Supervisory Board were prepared.

In addition, the Committees takes care of the implementation and review of the remuneration policy and the reporting on remuneration (see remuneration report 2024 at www.mm.group/investors/ir-news-reports/reports/).

In 2024, the Audit and Sustainability Committee held two meetings. A focus was placed on dealing with the consolidated financial statements and the annual financial statements for 2023 as well as the preparation of the consolidated financial statements and the annual financial statements for 2024 including the consolidated non-financial statement according to section 267 a of the Austrian Commercial Code and their audit. In addition, details concerning the scope of non-auditing services rendered by the auditors and key audit matters were determined.

Due to the regular exchange between the Chairman of the Audit Committee and the Group Auditor outside the meetings, a discussion during the meetings without the participating Management Board members was not necessary.

MEASURES TO PROMOTE WOMEN AND DESCRIPTION OF THE CONCEPT OF DIVERSITY

As a sustainably operating company, the MM Group considers diversity as a key driver for creating long-term corporate value. Inclusion and equality improve engagement and job satisfaction and contribute directly to the profitability and sustainability of the MM Group. We therefore actively promote diversity at all levels of the Company with the aim of creating an environment in which every individual feels valued, supported and empowered, regardless of their role or location. In doing so, we support the inclusion of a broad range of diversity aspects to ensure a sense of belonging for all. The MM Group's diversity concept is set out in the Code of Conduct and in the Human Resource Guidelines. It is laid down there that we commit to creating a working environment throughout the Group that is characterised by openness and mutual respect. Moreover, the MM human rights policy documents our clear attitude to non-discrimination at the workplace.

We monitor compliance with this obligation through various standards. In addition, we carefully monitor and respond to every case reported via the MM Integrity Line (Whistleblowing Hotline). We regard the diversity of the employees as an essential resource and as an enrichment that enables us to perform our tasks even more effectively and innovatively. The MM Group opposes any discrimination or harassment based on gender, ethnic origin, skin colour, religion, national origin, disability or sexual orientation. Employees and applicants are assessed in accordance with the principle of equal treatment.

When filling management positions, the MM Group generally follows the recommendation of the Equal Opportunities Act to pay attention to diversity and to strive for an appropriate distribution of gender, age and competence. As a company in a strongly technically oriented industry, it is in particular a strategic objective to further increase the proportion of women in management positions and to achieve the best possible diversity, also at top management level. For many years, women have been holding an increasing number of top management positions within the MM Group. These include in particular the areas of Sustainability & Safety, Human Resources, Information Management (IT), Legal, Internal Audit & Risk Management as well as the management of individual subsidiaries. Within the framework of internal management development, we attach great importance to further increasing the share of female participants. We support this with a variety of initiatives, such as succession planning, mentoring and ensuring a healthy work-life balance, which promotes the compatibility of career and family through flexible working arrangements.

The share of women in the MM Group amounted to around 26 % in 2024. Being an attractive employer for women in both technical and commercial occupations is our long-term aspiration. Due to the activity in heavy industry and work in shifts, the share of women in the Group and in recruitment processes tends to be low. Every year, awareness is raised in this regard, in particular through various activities on International Women's Day.

At present, the Supervisory Board consists of nine men, and the Management Board consists of three men who are the only employees of the listed holding company. In the election of Supervisory Board members, attention is paid to the professional and personal qualifications, independence and impartiality of the candidates and to a well-balanced composition. Achieving a more balanced gender ratio of the Supervisory Board remains our objective.

Details on employee development can be found in the section “S1- own workforce” of the non-financial statement.

EXTERNAL EVALUATION

The Code (ÖCGK) provides for a regular (at least every three years) external evaluation of the Company’s compliance with the C rules (Comply or Explain). The evaluation was carried out by PwC Wirtschaftsprüfung GmbH, Vienna in the course of the 2024 annual audit. The review of compliance with the rules of the Code regarding the audit was conducted by Georg Eckert, professor at Vienna University of Economics and Business. As a result of this evaluation, the auditors have determined that the declaration given by Mayr-Melnhof Karton AG regarding compliance with the Corporate Governance Code corresponds to the actual conditions. The next external evaluation is planned for the corporate governance report of the year 2027.

EVENTS AFTER THE BALANCE SHEET DATE

There were no changes of matters requiring reporting between the reporting date and the preparation of the corporate governance report.

Vienna, March 17, 2025

The Management Board

Peter Oswald m. p.

Roman Billiani m. p. Franz Hiesinger m. p.

Statement of the Management Board

according to Section 124 of the Austrian Stock Exchange Act

We confirm to the best of our knowledge that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, as required by the applicable accounting standards, and that the Group management report gives a true and fair view of the development and performance of the business and the position of the Group together with a description of the principal risks and uncertainties the Group faces.

We confirm to the best of our knowledge that the separate financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the parent company as required by the applicable accounting standards and that the management report gives a true and fair view of the development and performance of the business and the position of the company together with a description of the principal risks and uncertainties the company faces.

Vienna, March 17, 2025

The Management Board

Peter Oswald m. p.
Chairman of the
Management Board

Roman Billiani m. p.
Member of the
Management Board

Franz Hiesinger m. p.
Member of the
Management Board