

Remuneration Chair



This Remuneration Report describes the implementation of the Remuneration Policy for the members of the Executive Board and the Supervisory Board.

On behalf of the Remuneration Committee, I'm pleased to introduce TKH's 2025 Remuneration report. In this report, the company outlines the implementation of its remuneration policies in 2025. The 2025 Remuneration report will be subject to an advisory vote at our 2026 AGM.

Remuneration report

Remuneration 2025

For determining an increase in the basic salary, the Remuneration Committee is taking into account, among other things, the collective labor agreement for the large metal industry (Metalektro) and the development of base salaries within the reference group. The total salary increase under the collective labor agreement for the large metal industry (Metalektro) was 6.25% in 2025. In 2025, the basic salary of the Executive Board members has been increased by 3.25%.

The economic and geopolitical environment in 2025 presented numerous complexities, resulting in higher volatility and uncertainty in certain end markets we operate. Despite these challenges, the company achieved a 19.6% Adjusted EBITA growth in Smart Vision systems. While 2025 EBITA for Smart Manufacturing systems was projected to fall below 2024 levels, actual performance slightly exceeded budget. Operationally, 2025 witnessed output issues in the new Eemshaven plant. The main challenges have been resolved, but unfortunately, output of offshore inter-array cables was limited in 2025 as a result. Output was also impacted by the focus on the release of new cable types and type approval tests, which were successfully completed. The higher cost base, due to the Eemshaven plant being fully operational, combined with lower production output significantly impacted the 2025 EBITA performance of the Smart Connectivity

segment. As a result, the total group EBITA performance 2025 was below the defined remuneration threshold for EBITA, resulting in a performance payout of 0% related to the EBITA-target (STI weight of 50%). As a result of the lower output, the turnover 2025 was below the target and resulted in a performance payout of 8.4% compared to a STI-target of 20%. The sustainability performance 2025 related to safety was above target, and the employee satisfaction score was at target, resulting in a performance payout of 25.0%. The total 2025 performance resulted in a bonus payout (STI) for the members of the Executive Board between 13.4% and 16.6% of basic salary (14.5% on average).

For the shares granted under our long-term incentive plan (LTI), the TKH share performance compared to the AMX-index resulted in a multiplier of 0.98, close to the target of 1.0. However, for the financial targets ROS and ROCE there was a below-threshold performance, meaning that 40% of the LTI is forfeited. The carbon footprint in own operations reduced further in 2025, resulting in the maximum performance for the 10% share in the LTI (multiplier of 1.50). The diversity performance related to females in executive and senior management teams was below the minimum threshold, meaning 10% of the LTI is forfeited. The total performance resulted in a net LTI award of 36.8% of basic salary.

Remuneration summary 2025

| | Target 2025 | Remuneration 2025 | | |
|--|-------------|---------------------------|------------------------|-------------------------------|
| | | CEO J.M.A. van der Lof | CFO E.D.H. de Lange | Board member H.J. Voortman |
| Basic salary (TRI) in 1,000 | | €815 | €612 | €590 |
| Short-Term Incentive (STI) – bonus payout % of TRI | 40.0% | 13.4% | 13.4% | 16.6% |
| Long-Term incentive (LTI) – share plan payout % of TRI | 50.0% | 36.8% | 36.8% | 36.8% |

Remuneration Policy of the Executive Board

The Supervisory Board did not use the option to deviate (temporarily) from the remuneration policy on the recommendation of the Remuneration Committee if exceptional circumstances warrant it. Although scenario analyses are used, they were not taken into account in the decision on the final remuneration for 2025.

Stakeholder engagement

In 2025, we continued to focus on engaging with our key stakeholders, to help broaden our understanding of their needs and concerns and ultimately help us deliver our strategy and be a responsible business. Our key stakeholders remain the same as last year: our employees, customers, investors, analysts, banks, suppliers, and other stakeholders including sectorial organizations and NGOs. The engagement and dialogues with stakeholders did not result in any changes in the Remuneration Policy.

Outlook 2026

Looking ahead, the Remuneration Committee will continue to monitor the effectiveness of our policies and adjust as necessary to ensure that we remain competitive in attracting and retaining talent. Like many other companies, we are seeing highly competitive labor markets and are laser focused on ensuring we have the people we need on board to sustain our performance and growth. For 2026, the remuneration targets are based on the strategy program Capitalize & Execute 2028, as presented at the Capital Markets Day in September 2025. As we continue to evolve our remuneration strategy, I want to extend my gratitude to our stakeholders for their ongoing support and for sharing their views on the executive remuneration.

A.M.H. Schöningh

Chair of the Remuneration Committee

The remuneration payable to the members of the Executive Board consist of the following:

| | Total remuneration |
|------------------------------------|--|
| Basic salary (TRI) | Total regular income. Attracts, engages, and retains Executive Board members to deliver on TKH's strategic objectives. |
| Short-Term Incentive (STI) | An annual performance bonus. Contributes to TKH's short-term financial and non-financial performance objectives of TKH. |
| Long-Term incentive (LTI) | Incentive in the form of a share plan aligning the objectives of the Executive Board member with the long-term growth strategy and stakeholders' interests of TKH. |
| Pension | A pension commitment including the right to benefits in the event of poor health or disability, and a widows' and orphans' pension in the event of death. |
| Other compensation elements | Business allowances in accordance with what is generally accepted within the TKH organization. |

| | Long-Term incentive (LTI) |
|----------------------------|--|
| Share Plan | Members of the Executive Board receive shares based on the achievement of targets, on the condition that they personally invest in the same number of shares as they receive under the LTI plan. |
| Personal Investment | Members of the Executive Board receive shares on the condition that they personally invest in the same number of shares as they receive under the LTI plan. By personally investing in the same number of shares as they are awarded under the LTI, each member of the Executive Board invests a significant amount of money in a way that prudently manages risk but still encourages an entrepreneurial spirit to create long-term value. As a result, the interests of the Executive Board and the shareholders remain aligned. |

The Remuneration Policy aims to provide remuneration in line with the market to attract, motivate, and retain qualified executives for the publicly listed company, taking into account the Company's size, strategy, and unique characteristics. TKH aims to be an attractive employer and a sound investment for its Shareholders, with a focus on sustainable long-term value creation. The Remuneration Policy aims to create sustainable long-term value for the Company and the sustainability of the Company as a whole in order to achieve its strategic, financial, and operational objectives. The Remuneration

Policy is aligned with the business strategy through the establishment of specific short-term and long-term objectives that link the remuneration of each Executive Board member to the success of the Company. The size of the LTI (Long-Term Incentive) in the total compensation package and the fact that the members of the Executive Board must invest for their own account in the same number of shares as are granted to them within the framework of the LTI including a holding period of three years are important factors in ensuring the long-term value creation and continuity of the Company.

Furthermore, personal objectives under the Short-Term Incentive (STI) are linked to and aligned with the identity, values, and mission of the Company.

The Remuneration Policy was designed in the context of national and international market trends, statutory requirements, corporate governance best practice, the societal context around remuneration, and the interests of the Company's Shareholders and other stakeholders. The compensation package is periodically reviewed against market trends using information provided by external experts. The compensation package is designed to support both the short-term and long-term objectives of the company. Based on the objectives set, the Remuneration Committee performs scenario analyses regarding the Short-Term Incentive (STI) and Long-Term Incentive (LTI) to be awarded. The Company believes it is important to reward the achievement of growth targets, and the remuneration structure is designed to ensure that Executive Board members are not encouraged to take inappropriate risks.

The General Meeting of Shareholders adopted the Remuneration Policy of the Executive Board in 2024 with 98.8%, with effect from January 1, 2024. The full Remuneration Policy is available on the TKH website.

| AMX | International sector peers |
|---------------------|----------------------------|
| Aalberts Industries | Barco |
| Arcadis | Basler |
| ASM International | Cognex |
| Basic-Fit | Huber+Suhner |
| Corbion | Jenoptik |
| Fugro | Mersen |
| Royal Vopak | NKT |
| SBM Offshore | SGL Carbon |

Reference group

To attract qualified individuals to the Executive Board and retain the current members of the Executive Board for the long term, TKH Group takes into account external reference data when determining appropriate levels of remuneration. A specific reference group (peer group) for the employment market has been defined for this purpose. The reference group consists of an equal mix of Dutch publicly listed companies and international (largely European) sector-specific companies that are comparable to the Company in terms of size, complexity, and international scope. The Remuneration Committee, supported by external experts, regularly reviews this reference group to ensure that the composition remains appropriate.

Although the external market data provides a reference point, it is ultimately the responsibility of the Remuneration Committee and the Supervisory Board to determine and propose to the General Meeting a remuneration package at an appropriate level that reflects the specific context and requirements of the Company and the skills and capabilities of the individual Executive Board members. As such, external market data will be used to support rather than drive decision-making. The Remuneration Committee evaluates the external market data and recommends adjustments, if necessary, to the Supervisory Board for approval. The reference point is the median of total direct remuneration compared to the peer group.

Targets for STI and LTI

Each year, the Supervisory Board sets the performance criteria, their respective weightings and specific targets for the year in question in line with the TKH Group's strategy, taking into account both financial and non-financial factors as well as personal objectives. This enables the Supervisory Board to respond in an agile way to changing business needs and/or strategy adjustments in a changing environment. In doing so, the Supervisory Board takes the following into account:

- Performance criteria must be derived from TKH Group's strategy;
- The focus should be on criteria that are essential for creating long-term value creation;
- Past performance, business prospects, and conditions; and
- Stakeholder expectations.

While financial and non-financial objectives focus on the achievement of overall strategic business objectives and sustainability ambitions, personal targets should relate to the individual member's specific role within the Executive Board. The above ensures that the STI contributes to TKH Group's strategy, long-term interests and sustainability. The annual targets for the STI and LTI relate to TKH's strategic plan and annual business plan derived from it. For 2025, the financial and non-financial targets for the STI and LTI relate to TKH's Accelerate 2025 strategic program and the 2025 business plan derived from it.

Application of the Policy in 2025

1 Basic salary (TRI)

The Remuneration Committee regularly reviews the base salaries of the members of the Executive Board. Based on the recommendation of the Remuneration Committee, the Supervisory Board determines the adjustment (if any), taking into account, among other things, the collective labor agreement for the large metal industry (Metalektro) and the development of base salaries within the reference group. The collective labor agreement for the large metal industry (Metalektro) includes a 3.25% wage adjustment effective January 1, 2025, as well as an additional 3.00% increase effective July 1, 2025. It has been decided to increase the salaries of the Executive Board members by 3.25%, effective January 1, 2025.

2 Performance bonus (STI)

Short-term variable pay is an important part of the remuneration package for members of the Executive Board. Each year, the Supervisory Board sets the targets and criteria on which the performance bonus is based in advance. The Supervisory Board, acting on a recommendation from the Remuneration Committee, determines the

amount of the performance bonus on the basis of the achievement of the targets and criteria. An 'at target' performance results in a bonus of 40% of base salary (TRI). The performance bonus is capped at 60% of the base salary (TRI). Achievement of threshold will result in a bonus of 8% of the base salary (TRI). For below threshold performance, the bonus is 0% of the base salary (TRI).

STI performance of the Executive Board in 2025

The performance bonus is based on the following performance criteria:

- 70% financial performance criteria
- 20% sustainability performance criteria
- 10% personal performance criteria

The STI for members of the Executive Board based on achievement of the 2025 targets is presented in the table below. Payment of the variable remuneration to members of the Executive Board is subject to the condition that the targets upon which the performance bonus is based or the circumstances under which the bonus was originally determined, are accurate.

Financial performance (70%)

Turnover (20% weighting) and EBITA (50% weighting) have been defined as financial performance criteria for 2025. The EBITA performance 2025 was below the threshold, resulting in a performance payout of 0%. The realized turnover 2025 resulted in a performance pay-out of 8.4%.

Sustainability performance (20%)

For 2025, the following two sustainability targets have been defined:

- Safety performance, LTIFR target of 0.70 (10% weighting): The LTIFR figure for 2025 of 0.41 was better than the target and above the maximum threshold (Lost Time Injury Frequency Rate).
- Employee satisfaction score target of 7.8 (10% weighting): The employee satisfaction score in 2025 was 7.8, at target.

The performance in 2025 against sustainability targets results in an overall performance ratio of 25.0%.

| STI 2025 | Bandwidth payout level | | | | Targets | | | Performance | | | | | | |
|---|------------------------|-----------|--------------|----------------|----------------|--------------|----------------|--------------|--------------|--------------------|-----------|-----------|---------|------------------------|
| | KPI | Weight | Threshold 0% | On-target 100% | Maximum 150% | Threshold 0% | On-target 100% | Maximum 150% | Performance | Performance payout | Threshold | On-target | Maximum | Actual payout % of TRI |
| Turnover (in millions) | 20% | 0% | 20% | 30% | €1,581 | €1,860 | €1,953 | €1,738 | 8.4% | ● | ● | | | 3.4% |
| EBITA (in millions) | 50% | 0% | 50% | 75% | €200.6 | €236.0 | €247.9 | €189.2 | 0.0% | ● | | | | 0.0% |
| Financial performance ¹ | 70% | 0% | 70% | 105% | | | | | 8.4% | ● | | | | 3.4% |
| Sustainability performance | 20% | 0% | 20% | 30% | See commentary | | | | 25.0% | | | ● | | 10.0% |
| Personal performance | 10% | 0% | 10% | 15% | See commentary | | | | 2.7% | ● | | | | 1.1% |
| Total performance | 100% | 0% | 100% | 150% | | | | | 36.1% | ● | | | | 14.4% |

1. The turnover and EBITA are adjusted figures (normalized for one-offs, acquisitions, and divestments).

Personal performance (10%)

The personal targets defined for 2025 are related to specific business issues and are not disclosed in detail due to (commercially) sensitive information. The achievement of the personal targets in 2025 results in an overall average performance ratio of 2.7%, consisting of the following performance ratios for each member of the Executive Board:

- 0.0% for J.M.A. van der Lof MBA
- 0.0% for E.D.H. de Lange MBA
- 8.1% for H.J. Voortman MSc

Total performance 2025

The performance percentages times 40% generates the actual payout percentage of TRI. This resulted in award payouts in €1,000 (STI) of the following values for:

| | |
|-------------------------|--|
| J.M.A. van der Lof MBA: | $33.4\% \times 40\% \times \text{TRI} = 109$ |
| E.D.H. de Lange MBA: | $33.4\% \times 40\% \times \text{TRI} = 82$ |
| H.J. Voortman MSc: | $41.5\% \times 40\% \times \text{TRI} = 98$ |

3 Share plan (LTI)

An annual long-term variable compensation plan is in place that provides for share awards linked to long-term targets. This aligns the interests of the members of the Executive Board with those of the Shareholders.

The share plan has two components:

- 1 Acquisition of shares based on the achievement of long-term targets;
- 2 Purchase of shares by members of the Executive Board, for their own account, for an amount equal to the number of shares received free of charge (1).

Subject to the determination of the Remuneration Committee and approval of the Supervisory Board, the share plan enables members of the Executive Board to acquire shares free of charge in return for which the members of the Executive Board are required to invest for their own account in the same number of shares for the

price quoted on the stock exchange at that moment. It is also important that the interests of the Executive Board of TKH Group are aligned with those of long-term Shareholders. As members of the Executive Board are required to purchase the same number of shares under the LTI as they have been granted free shares, each member of the Executive Board invests a substantial amount in TKH Group shares. This ensures that risks are carefully managed and that the entrepreneurial spirit for long-term value creation is maintained. The shares in question are to be held as a long-term investment and may not be transferred for a period of three years after their respective allocation. This applies both to shares purchased for no consideration and to shares purchased by members of the Executive Board. The Supervisory Board has adopted share ownership guidelines that specify the minimum ownership requirements for members of the Executive Board. The share ownership requirement is at least four times the base salary (TRI). Newly appointed members of the Executive Board are subject to a “phase-in” rule, whereby the minimum share ownership is reached after a maximum of eight years.

The Long-Term Incentive is based on the following targets:

- 40% Financial targets (multiplier A)
- 20% Sustainability targets (multiplier B)
- 40% Share price performance (multiplier C)

The financial targets (40%) are set annually and are based on long-term strategic objectives such as ROS (Return on Sales) and ROCE (Return On Capital Employed) and other relevant financial objectives. The sustainability targets (20%) are also set annually and are based on strategic long-term sustainability targets. The performance of the share price (40%) over the last three years compared to the AMX index, which is relevant for the company, may lead to an allocation of shares.

The amount of the long-term bonus is based on the achievement of targets and is determined by a system of multipliers:

- Multiplier A (40%): The applicable performance range for the financial targets is 0.5 to 1.5, with an “at target” level of 1.0.
- Multiplier B (20%): The applicable performance range for the sustainability targets is 0.5 to 1.5, with an “at target” level of 1.0.
- Multiplier C (40%): The performance of the share price (40%) over the last three years compared to the AMX index relevant to the Company results in an index with a performance range of 0.75 to 1.5 with an “at target” level of 1.0. This index is converted into a multiplier ranging from 0.5 to 1.8, with an 'at target' level of 1.0.

The amount of the long-term bonus is calculated by multiplying the multipliers (multiplier A*B*C). The total of the multipliers multiplied by the standard award of 50% results in the net LTI award. A threshold performance level is used for each of the multipliers. If the actual performance for a KPI falls below this threshold, the relevant multiplier and therefore the portion of the LTI based on the weighting of the relevant multiplier is forfeited. For example, if the achievement of the financial targets (multiplier A) is below the threshold performance, 40% of the LTI award is forfeited and the remaining LTI award is calculated using the multiplier B*C. There is no minimum (total) multiplier; if performance is below threshold for all of the multipliers, the LTI will be 0%. The share scheme is capped at a total multiplier factor of 2.7 of base salary (TVI). After the publication of the audited annual figures, the number of shares awarded is determined based on the average closing price over the three trading days following the publication of the annual figures. The shares vest shortly thereafter.

Targets and performance 2025

TKH Group's strategy is to increase the ROS and ROCE through growth in activities related to high-end technologies where relatively high margins can be achieved. The ROS and ROCE are important criteria for monitoring TKH Group's differentiation power based on the group's technology base and the ongoing transformation towards achieving the ROS and ROCE targets. In addition, the development of TKH Group's share price against the AMX index of Euronext Amsterdam is an important confirmation of the Shareholders' appreciation of the strategy. The sustainability objectives focus on the achievement of long-term sustainability ambitions as part of the Accelerate 2025 strategic program with 2030 targets on carbon footprint reduction and diversity in terms of percentage of females in executive and senior management positions.

The following multipliers were achieved for each KPI based on actual overall performance against the performance ranges.

- The financial performance in 2025 was below the thresholds set, for both ROS and ROCE. The relevant multiplier A and therefore the portion of the LTI based on the weighting of the relevant multiplier is forfeited (40%).
- The 2025 sustainability performance regarding the CO₂e footprint, resulted in a CO₂e footprint reduction of 76.3% compared to the reference year 2019 (2024: 70.3%), and is well on track towards the target of 100% carbon neutrality for scope 1 and 2 by 2030. The share of women in executive and senior management teams decreased from 21.6% in 2024 to 20.5% in 2025, below the minimum threshold target. The performance on sustainability targets resulted in a multiplier of 1.50 with a weight of 10%, and 10% of the STI is forfeited.
- The multiplier for the relative stock price developments (C) was 0.98 based on the stock price development of TKH shares compared to the AMX index of Euronext Amsterdam over the last three years (index of 99%).

These multipliers for each KPI resulted in a total multiplier for the LTI of 1.47 (B*C), based on a weight of 50%, which

meant that 1.47 x 50% x the standard award of 50% was granted.

This resulted in award payouts in €1,000 of the following net values for:

J.M.A. van der Lof MBA: 1.47 x 50% x 50% x TRI = 300
 E.D.H. de Lange MBA: 1.47 x 50% x 50% x TRI = 225
 H.J. Voortman MSc: 1.47 x 50% x 50% x TRI = 217

The corresponding gross values are listed in the table showing "total remuneration" in section 6 of this Remuneration Report. The number of certificates of shares associated with the net award will be calculated based on the average closing price over the three trading days following the time of publication of the annual figures. The awarded shares as well as the individually purchased shares in accordance with the LTI plan are included in the Executive Board share ownership table. Members of the Executive Board receive shares on the condition that they personally invest in the same number of shares as they receive under the LTI plan.

| LTI 2025 | Bandwidth payout level | | | | Targets | | | Performance | | | | | | | | |
|---|------------------------|-----------------------------|----------------------|----------------------|--------------------|--------------|----------------|-------------------|-------------|-------------|-------------------------------|--------------|-----------|---------|--|--|
| | KPI | Weight | Threshold multiplier | On-target multiplier | Maximum multiplier | Threshold 0% | On-target 100% | Maximum 150% | Performance | Weight | Multiplier/payout % | Threshold | On-target | Maximum | | |
| A Financial ¹ | 40% | 0.50 | 1.00 | 1.50 | | | | | | 0% | 0.00 | ● | | | | |
| ROS | 20% | | | | 11.7% | 12.7% | 13.7% | 10.9% | 0% | 0.00 | ● | | | | | |
| ROCE | 20% | | | | 16.0% | 17.0% | 18.0% | 15.0% | 0% | 0.00 | ● | | | | | |
| B Sustainability | 20% | 0.50 | 1.00 | 1.50 | | | | | 10% | 1.50 | | | | ● | | |
| CO ₂ footprint reduction | 10% | | | | 70.3% | 73.3% | 76.3% | 76.3% | 10% | 1.50 | | | | ● | | |
| Diversity | 10% | | | | 21.6% | 22.2% | 22.7% | 20.5% | 0% | 0.00 | ● | | | | | |
| C Relative stock price development | 40% | 0.50 | 1.00 | 1.80 | 0.50 | 1.00 | 1.80 | index 0.99 | 40% | 0.98 | | ● | | | | |
| Overall performance ratio | 100% | Performance multiplier: B*C | | | | | | | 50% | 1.47 | | | | ● | | |
| | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | Actual payout % of TRI | 36.8% | ● | | | |

1. The ROS and ROCE are adjusted figures (normalized for one-offs, acquisitions, and divestments).

Executive Board share ownership

| | Balance at 1/1 | Awarded shares | Individually purchased shares | Disposal (at least 3 years in portfolio) | Balance at 31/12 |
|-------------------------------|----------------|----------------|-------------------------------|--|------------------|
| J.M.A. van der Lof MBA | | | | | |
| 2024 ¹ | 112,647 | 17,388 | 17,388 | -17,388 | 130,035 |
| 2025 ¹ | 130,035 | 5,444 | 5,444 | -10,888 | 130,035 |
| E.D.H. de Lange MBA | | | | | |
| 2024 ¹ | 80,099 | 13,053 | 13,053 | -26,106 | 80,099 |
| 2025 ¹ | 80,099 | 4,087 | 4,087 | -8,174 | 80,099 |
| H.J. Voortman MSc | | | | | |
| 2024 ¹ | 40,391 | 12,575 | 12,575 | -11,915 | 53,626 |
| 2025 ¹ | 53,626 | 3,937 | 3,937 | -7,874 | 53,626 |

1. Achieved in the previous financial year and paid out in the following financial year.

4 Pensions

The Remuneration Committee ensures that the pensions of Executive Board members are in line with generally accepted standards and ensures that they are consistent with the pension plans offered for similar positions. In addition, the pension provisions include a right to benefits in case of ill health or disability and a widow's and orphan's pension in case of death on terms similar to those applicable to members of the collective pension fund. The associated costs, up to the maximum allowed under tax law, are included in pension costs. The pension compensation refers to any portion exceeding the maximum allowed under tax law (2025: €137,800).

5 Total remuneration

The table below lists the various gross remuneration components and relative percentages of fixed and variable remuneration of the members of the Executive Board.

6 Other employee benefits not included in total remuneration

Other employee benefits consist mainly of social security premiums paid by the company, and certain business allowances in accordance with what is generally customary and accepted within the TKH organization, which are limited to an expense allowance, private use of

company cars provided to the Executive Board, (mobile) phone, and insurances. Additional governance-related activities are not subject to any additional conditions or remuneration. No option rights are awarded to members of the Executive Board.

7 Pay ratio

In formulating the Remuneration Policy for the Executive Board, one of the factors the Supervisory Board takes into account is the organization's pay ratio. The Supervisory Board believes that there should always be a reasonable balance between the remuneration of the members of the Executive Board and the remuneration of the other employees. The internal pay ratio is understood to mean the ratio between the total annual remuneration of the CEO on the one hand, and, on the other hand, the average annual remuneration of the employees of the company and group companies whose financial data are consolidated by the company, where:

- The total annual remuneration of the CEO includes all the remuneration components (such as fixed remuneration, variable cash remuneration (bonus), the share-based part of the remuneration, social contributions, pension, expense allowance, etc.) included in the consolidated annual accounts on an IFRS basis.
- The average annual remuneration of the employees is determined by dividing the total wage costs for the financial year (as included in the consolidated annual

Total remuneration Executive Board

| (in €1,000 unless stated otherwise) | Basic salary (TRI) | | Variable income (STI) ¹ | | Share plan (LTI) ¹ | | Pension | | Pension compensation | | Total | | Variable share in the total | |
|-------------------------------------|--------------------|--------------|------------------------------------|------------|-------------------------------|------------|------------|------------|----------------------|------------|--------------|--------------|-----------------------------|--------------|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| J.M.A. van der Lof MBA | 815 | 789 | 109 | 135 | 514 | 353 | 54 | 57 | 260 | 251 | 1,752 | 1,585 | 35.6% | 30.8% |
| E.D.H. de Lange MBA | 612 | 593 | 82 | 78 | 386 | 265 | 27 | 27 | 98 | 80 | 1,205 | 1,043 | 38.8% | 32.9% |
| H.J. Voortman MSc | 590 | 571 | 98 | 75 | 372 | 256 | 27 | 27 | 80 | 77 | 1,166 | 1,006 | 40.3% | 32.9% |
| Total remuneration | 2,017 | 1,953 | 289 | 288 | 1,272 | 874 | 108 | 111 | 438 | 408 | 4,122 | 3,634 | 37.8% | 32.0% |

1. Achieved in the previous financial year and paid out in the following financial year. As amounts are expressed in thousands of euros, totals may not add up precisely due to rounding.

| Comparative information on Remuneration and Company performance | | | | | |
|--|-------------|-------------|-------------|-------------|-------------|
| (in €1,000 unless stated otherwise) | 2025 | 2024 | 2023 | 2022 | 2021 |
| Remuneration Executive Board ¹ | | | | | |
| J.M.A. van der Lof MBA | 1,438 | 1,278 | 2,215 | 1,658 | 2,237 |
| E.D.H. de Lange MBA | 1,080 | 936 | 1,663 | 1,244 | 1,678 |
| H.J. Voortman MSc | 1,059 | 902 | 1,603 | 1,127 | 1,523 |
| Company performance | | | | | |
| ROS | 10.8% | 12.7% | 12.8% | 12.9% | 12.4% |
| Adjusted EBITA | 189 | 204 | 237 | 235 | 190 |
| CO ₂ e reduction (vs. 2019) | 76.3% | 70.3% | 64.3% | 42.7% | 29.8% |
| Illness rate of employees | 4.11% | 3.97% | 3.85% | 4.04% | 3.56% |
| Average remuneration per FTE | 62 | 60 | 58 | 57 | 55 |
| CEO pay ratio | 28.2 | 26.6 | 43.0 | 33.7 | 45.3 |

1. Based on TRI, STI, and LTI.

accounts on an IFRS basis) by the average number of FTEs during the financial year.

- The value of the share-based component of the remuneration is determined at the grant date in accordance with the applicable rules under IFRS.

The pay ratio for 2022 and 2024 is lower compared to 2021 and 2023, due to the lower value of STI and LTI as part of the remuneration mainly as a result of a lower STI and a lower multiplier for the relative stock price development. The pay ratio for 2025 is 28.2 and slightly higher compared to 2024, due to a better relative stock price development combined with a lower STI over 2025.

8 Comparative information on remuneration and company performance

The table above shows a five-year comparison of the changes in the remuneration of the Executive Board and the company's performance.

9 Personal loans

No loans, advances, or guarantees are granted to members of the Executive Board.

10 Change of control

There is no "change of control" clause in the employment contracts of the members of the Executive Board. This will be decided by the Supervisory Board taking into account customary practices for this type of situation as well as applicable laws and corporate governance requirements.

11 Severance pay

The maximum severance payment in the event of dismissal is one year's salary (TRI), including the notice period. Pursuant to Mr. Van der Lof's (CEO) employment contract, which was entered into and pre-dates the aforementioned one-year's salary maximum restriction, upon termination of his agreement he may be entitled to

up to 18 months of salary and other emoluments. No severance payment shall be made if the employment contract is terminated prematurely at the initiative of the member of the Executive Board or if the member is guilty of gross misconduct or negligence.

12 Claw-back

The Supervisory Board has the discretionary authority to claw back variable remuneration awarded to members of the Executive Board if it is based on inaccurate (financial) data. In line with claw-back legislation, the payment of variable remuneration to the members of the Executive Board is made on the condition that the relevant (financial) data are correct. For 2025, there was no full or partial recovery of a bonus.

Remuneration Policy of the Supervisory Board

The policy aims to provide a competitive compensation package to attract, motivate, and retain qualified Supervisory Board members for a publicly listed company, taking into account the Company's size, strategy, and unique characteristics. The policy was designed in the context of national and international market trends, statutory requirements, corporate governance best practice, the societal context around remuneration, and the interests of the Company's Shareholders and other stakeholders. The compensation package is periodically reviewed against market trends using information provided by external experts. The overriding principle of the Company's Remuneration Policy is to ensure fairness and transparency. The remuneration structure is designed to encourage Supervisory Board members to perform their role adequately and does not depend on the financial results of the Company. The Supervisory Board acknowledges its responsibility to be aligned with the identity, mission, and core values of the Company. In this context, it has been decided to have only a fixed remuneration income and no variable remuneration to be able to have an independent and objective role regarding the implementation of the Company's strategy, targets, long-term value creation, and sustainability.

In order to attract qualified persons to the Supervisory Board and retain current members of the Supervisory Board over the long term, the Company takes into

account external reference data when determining appropriate levels of remuneration. A specific reference group (peer group) for the labor market has been defined for this purpose. The reference group consists of an equal mix of Dutch publicly listed companies and international (largely European) sector-specific companies that are comparable to the Company in terms of size, complexity, and international scope. The Remuneration Committee, supported by external experts, regularly reviews this reference group to ensure that its composition remains appropriate. Although the external market data provides a useful reference point, it is ultimately the responsibility of the Remuneration Committee and the Supervisory Board to determine and propose to the Annual General Meeting a remuneration package at an appropriate level that reflects the specific context and requirements of the Company and the skills and capabilities of the individual Supervisory Board members. As such, external market data will be used to support rather than drive decision-making. The Remuneration Committee evaluates the external market data and recommends adjustments, if necessary, to the Supervisory Board for approval.

The General Meeting of Shareholders adopted the Remuneration Policy of the Supervisory Board in 2024 with 100.0%, with effect from January 1, 2024. The full Remuneration Policy is available on the TKH website.

The 2025 remuneration of the Supervisory Board is based on the following amounts:

| | |
|---|---------|
| Chairman of the Supervisory Board | €69,674 |
| Member of the Supervisory Board | €52,256 |
| Chairman of the Audit Committee | €11,612 |
| Member of the Audit Committee | €8,129 |
| Chairman of the Remuneration Committee / Selection and Appointment Committee | €9,290 |
| Member of the Remuneration Committee / Selection and Appointment Committee | €6,968 |

The remuneration of the Supervisory Board has been increased by 3.25% with effect from January 1, 2025.

Application of the Policy in 2025

1 Remuneration

The individual remuneration of the members of the Supervisory Board is determined by the General Meeting on a recommendation by the Supervisory Board. The remuneration for the members of the Supervisory Board is set at a level which is considered appropriate to attract individuals with the necessary international experience and the ability to make an important contribution to the Company's affairs. The remuneration is determined taking into account the level of responsibility of each Supervisory Board member and the remuneration paid by other companies of similar size and complexity. Indexation of the remuneration for the Supervisory Board takes place annually.

The remuneration of Supervisory Board members needs to be at a reasonable level compared to the terms of employment and average income of the employees in the company, as well as in relation to the pay ratios that apply within the company. The compensation of a member of the Supervisory Board does not depend on the Company's results and reflects the time spent and the responsibilities of the position. All Supervisory Board members receive a fixed base remuneration to compensate them for the services they provide as members of the Supervisory Board. The Chairman of the Supervisory Board receives a higher remuneration for his services. Additional remuneration is also paid for membership of Supervisory Board committees. If circumstances require members of the Supervisory Board to perform substantially more than their normal activities, they will receive a remuneration of €1,000 for each part of a day, up to a maximum of €2,000 per day. Supervisory Board members do not receive any performance or equity-related compensation. Supervisory Board members do not accrue any pension rights with the Company.

2 Total remuneration

The table on the below lists the total remuneration paid to individual members of the Supervisory Board.

| Total remuneration Supervisory Board | | | | |
|--------------------------------------|----------------------|------------------------------------|------------|------------|
| (x €1,000) | Regular remuneration | Remuneration membership committees | Total 2025 | Total 2024 |
| P.W.B. Oosterveer, <i>Chairman</i> | 70 | 17 | 87 | 88 |
| J.M. Kroon | 52 | 15 | 67 | 65 |
| C.W. Gorter | 52 | 19 | 71 | 70 |
| A.M.H. Schöningh | 52 | 9 | 61 | 58 |
| W.A.A. Peek ¹ | 52 | 7 | 59 | 37 |
| R.L. van Iperen ² | | | | 17 |
| Total remuneration | 278 | 67 | 345 | 335 |

1. As of May 2024.

2. Up to and including May 2024.

As amounts are expressed in thousands of euros, totals may not add up precisely due to rounding.

3 Share ownership of the Supervisory Board

The current members of the Supervisory Board do not own any (depository receipts for) shares in TKH.

4 Comparative information on remuneration

The table on the below shows a five-year comparison of the changes in the remuneration of members of the Supervisory Board.

| Comparative information on remuneration | | | | | |
|---|------------|------------|------------|------------|------------|
| (x €1,000) | 2025 | 2024 | 2023 | 2022 | 2021 |
| P.W.B. Oosterveer, <i>Chairman</i> ¹ | 87 | 88 | 62 | 36 | |
| J.M. Kroon MBA | 67 | 65 | 63 | 60 | 58 |
| C.W. Gorter | 71 | 70 | 68 | 64 | 60 |
| A.M.H. Schöningh ² | 61 | 58 | 56 | 52 | 51 |
| W.A.A. Peek ³ | 59 | 37 | | | |
| R.L. van Iperen ⁴ | | 17 | 75 | 69 | 53 |
| A.J.P. De Proft ⁵ | | | | 23 | 68 |
| P.P.F.C. Houben ⁶ | | | | | 23 |
| Total remuneration | 345 | 335 | 324 | 304 | 313 |

1. As of May 2022.

2. As of May 2020.

3. As of May 2024.

4. Up to and including May 2024.

5. Up to and including May 2022.

6. Up to and including May 2021.