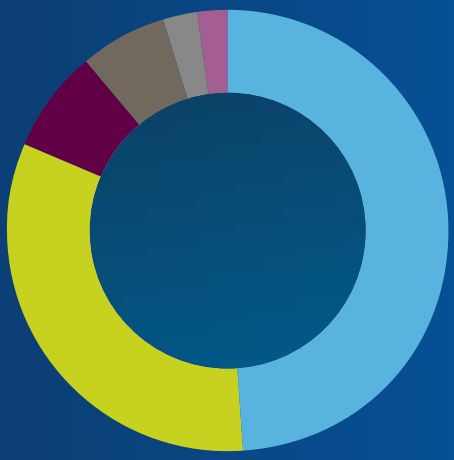

STADLER
2025
ANNUAL REPORT
#SWISSQUALITY

# 2025 RESULTS AT A GLANCE

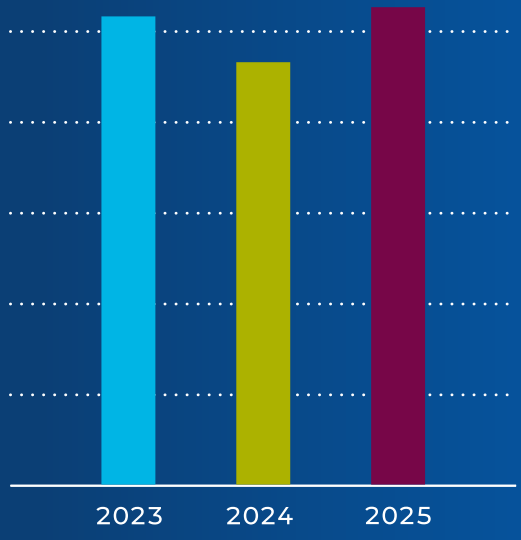
Stadler – the provider of mobility solutions
in rail vehicle construction, service and signalling technology

Net revenue by geographical market



- Germany, Austria, Switzerland: 49.0%
- Western Europe: 32.5%
- Eastern Europe: 7.4%
- America: 6.6%
- CIS: 2.4%
- Rest of the World: 2.1%

Net revenue




- 2023: 3.6 billion CHF
- 2024: 3.3 billion CHF
- 2025: 3.7 billion CHF

# 32.3
ORDER BACKLOG
IN CHF BILLION
PREVIOUS YEAR: 29.2

# 33,437
REGISTERED SHAREHOLDERS
AS AT 31 DECEMBER 2025
PREVIOUS YEAR: 35,714

# 4.4%
EBIT MARGIN
PREVIOUS YEAR: 3.1%

# 160.6
EBIT IN CHF MILLION
PREVIOUS YEAR: 100.5

# 17,119
EMPLOYEES WORLDWIDE
(Ø FTE 2025)
PREVIOUS YEAR: 15,203

# 100.7
NET PROFIT IN CHF MILLION
PREVIOUS YEAR: 55.0

# 6.1
ORDER INTAKE
IN CHF BILLION
PREVIOUS YEAR: 6.4

# 10.0
TONNES OF $CO_2$ SCOPE 1
AND 2 PER CHF MILLION
OF REVENUE
PREVIOUS YEAR: 12.1

# KEY FIGURES

| in millions of CHF or as noted | 2025 | as % of net revenue | 2024 | as % of net revenue | Change in % |
|---|---|---|---|---|---|
| **Stadler** | | | | | |
| Order intake | 6,121.6 | | 6,368.0 | | (4%) |
| Order backlog | 32,286.4 | | 29,180.3 | | 11% |
| Net revenue | 3,679.3 | 100.0% | 3,255.6 | 100.0% | 13% |
| Gross margin[1] | 420.2 | 11.4% | 370.9 | 11.4% | 13% |
| EBITDA[2] | 278.5 | 7.6% | 217.7 | 6.7% | 28% |
| Operating result (EBIT) | 160.6 | 4.4% | 100.5 | 3.1% | 60% |
| Profit for the year | 100.7 | 2.7% | 55.0 | 1.7% | 83% |
| Earnings per share (in CHF) | 0.88 | | 0.38 | | 129% |
| Net cash flow from operating activities | (349.1) | | 286.4 | | |
| Capital expenditure[3] | 277.7 | | 232.9 | | |
| Free cash flow[4] | (588.4) | | 140.1 | | |
| Net working capital[5] | (421.8) | | (1,010.9) | | |
| Work in progress (net)[6] | (1,140.4) | | (1,726.6) | | |
| Net cash[7] | (275.5) | | 368.0 | | |
| Equity | 856.2 | | 774.1 | | |
| Staff as FTEs | 17,119 | | 15,203 | | 13% |
| **“Rolling Stock” segment** | | | | | |
| Order intake | 4,439.8 | | 4,830.7 | | (8%) |
| Order backlog | 22,387.8 | | 20,926.5 | | 7% |
| Net revenue (third parties) | 2,954.4 | 80.3% | 2,696.2 | 82.8% | 10% |
| **“Service & Components” segment** | | | | | |
| Order intake | 1,578.5 | | 1,017.2 | | 55% |
| Order backlog | 9,348.7 | | 7,637.1 | | 22% |
| Net revenue (third parties) | 607.4 | 16.5% | 510.4 | 15.7% | 19% |
| **“Signalling” segment** | | | | | |
| Order intake | 103.2 | | 520.1 | | (80%) |
| Order backlog | 549.9 | | 616.6 | | (11%) |
| Net revenue (third parties) | 117.5 | 3.2% | 49.0 | 1.5% | 140% |

[1] Gross margin is calculated as net revenue less cost of goods sold and services provided
[2] EBITDA is calculated as the sum of EBIT and depreciation and amortisation
[3] Capital expenditure is calculated as the sum of investments in property, plant and equipment and intangible assets less grants received for property, plant and equipment and intangible assets
[4] Free cash flow is calculated as EBITDA less capital expenditure less change in net working capital
[5] Net working capital is calculated by subtracting the sum of trade payables, liabilities from work in progress, other current liabilities, current provisions and deferred income and accrued expenses from the sum of trade receivables, inventories, work in progress, other current receivables, compensation claims from work in progress and accrued income and deferred expenses
[6] Work in progress (net) is calculated as work in progress (asset) less liabilities from work in progress
[7] Net cash is calculated as cash and cash equivalents less current and non-current financial liabilities

# Contents

8
PRODUCTION LOCATIONS

8
COMPONENT PLANTS

8
ENGINEERING LOCATIONS

80+
SERVICE LOCATIONS

# COMPANY PROFILE

Stadler has been building trains for more than 80 years. Since the company was founded in 1942, Stadler has developed from a small engineering office into a leading international provider of mobility solutions in rail vehicle construction, service and signalling technology. The headquarters is located in Bussnang, in eastern Switzerland. Across its production, engineering, and service sites in Switzerland, Europe, the United Kingdom, and the USA, the company employs more than 17,100 people, around 6,000 of whom work in Switzerland.

**Stadler stands for sustainable products**

Stadler is conscious of its social responsibility for sustainable mobility and stands for innovative, durable products of the highest quality. The company is the market leader in the field of sustainable drive solutions such as battery and hydrogen trains and, as a driver of innovation, offers the broadest product portfolio in the industry. Its range of products for mainline and urban transport includes high-speed trains, intercity trains, regional and suburban trains, underground trains, tram trains and trams. Stadler also manufactures mainline locomotives, shunting locomotives and passenger coaches. In addition, Stadler is the world's leading manufacturer of customised vehicles (Tailor Made). This includes rack railways, which Stadler is the only company in the world to produce.

In the field of signalling technology, Stadler provides individual solutions for mainline, branch line, light rail vehicle (LRV), metro and depot applications. Stadler's digital solutions and services ensure efficient, digital and sustainable rail operations. The broad signalling portfolio includes solutions for automated train operation and even for driverless operation, European and national automatic train protection systems, as well as conventional and state-of-the-art infrastructure technology. Innovative interlocking technology in particular forms the fundamental basis for high-performance, future-proof rail operations.

**Customer proximity**

Stadler has over 80 service locations around the world where it offers its customers services ranging from the supply of individual spare parts to full-service solutions. Stadler's extensive geographical base enables it to remain close to its customers and products, even after the sale of its rail vehicles, to fulfil regional requirements as fully as possible and to optimise the life cycle of its vehicles, thereby ensuring that its products are both economical and environmentally friendly. At the same time, the findings from operational maintenance can be incorporated into the development of future products.

The Signalling division is strengthening its strategic focus and continuing its expansion abroad.

# CORPORATE STRATEGY

Stadler defines its strategy for the coming years in the three reporting segments “Rolling Stock”, “Signalling” and “Service & Components”. In the “Rolling Stock” segment, Stadler is pursuing its current course and endeavouring to normalise its operating growth. The aim is to selectively gain market share with the best trains and new products such as green drive technologies (battery and hydrogen), locomotives, light rail vehicles and underground trains. The focus is on highly efficient, on-time processing of incoming orders – in line with the quality standards expected by its customers.

**A stronger global market position for Signalling**

The Signalling Division is consistently pursuing its growth course. It has further consolidated its strategic focus and achieved significant expansion abroad.

By opening the first strategic Signalling location in Atlanta, USA, the company is strengthening its independence and operational proximity to the North American market. The new location will enable Stadler to provide direct support for the major project being undertaken by the Metropolitan Atlanta Rapid Transit Authority (MARTA) involving the NOVA Pro CBTC system. With a volume of over USD 500 million, this project marks a significant milestone for the international development of the division.

At the same time, Stadler has also successfully reinforced its position in Europe. The company has been awarded a contract to equip the next expansion stage of the light rail network in Bergen, Norway, with a train detection system, interlocking technology and a fully integrated control centre. In addition, the GUARDIA ETCS solution continues to be used and optimised in several European countries. This confirms the technological sovereignty of Stadler’s Signalling Division. As one of the three strategic pillars of the Group, signalling technology makes a key contribution to Stadler’s further development as a system provider.

**Additional boost from digitalisation**

In the “Service & Components” segment, Stadler is experiencing growth in the open markets and above all in the company’s installed base. Innovations are being introduced in the form of new service solutions such as digital twins and the Rail Diagnostic System. The sector is receiving an additional boost from digitalisation. Stadler operates fully automated maintenance centres and is playing a pioneering role in this area.

Stadler has opened its first Signalling office in Atlanta – near its customers.

# MARKET TRENDS

**Market leader in alternative drives**

Stadler operates in a growing market (CAGR 2023–2028 according to SCI: 5.8 percent) and is expanding faster than the market as a whole. This is clearly reflected in the strong order intake seen in recent years. The growth drivers for the overall market are not only population growth and urbanisation, but also the global need to invest in public transport in order to achieve climate targets in light of environmental pollution and congestion on the roads. Stadler has the right vehicles and mobility solutions in its portfolio to manage this turning point. Transport can be decarbonised with battery and hydrogen trains, even on routes without electric overhead contact lines. Stadler is the market leader in the field of alternative drives with a market share of around 50 percent in Europe.

Stadler is driven by the goal of building the best trains for its customers and providing them with mobility solutions. In the railway sector, Stadler is one of the top 3 manufacturers worldwide; in its European home market, Stadler is aiming for a strong number 2 position. The main markets are still in Europe and North America. One of the company's main focuses is on the multiple unit, light rail vehicle and locomotive segments.

**Expansion in the USA**

Stadler has grown rapidly in recent years, particularly in the USA. The Salt Lake City plant was managed by its own separate North America Division for the first time in the reporting year. Following the order from Trinity Metro from Texas (USA) for eight diesel-electric FLIRT trains in 2015, Stadler established its US headquarters in Salt Lake City in 2016. In doing so, Stadler made sure it complied with the "Buy America Act", which stipulates that at least 70 percent of the added value of government-financed projects must be generated in the USA. Since then, Stadler has been operating successfully on the US market, regularly obtaining new orders and experiencing continuous growth. Over 500 people currently work at the site. Since November 2025, car bodies have been manufactured in the company's own plant in the USA for the first time, meaning they no longer have to be shipped from Europe to North America at great expense. The foundation stone for the expansion of the site was laid back in October 2024 – the larger plant with a higher production capacity is scheduled to open in 2026.

**Signalling: international expansion of the division**

In the last few months of 2025, Stadler received an order for 20 additional Stadler CITYLINK light rail vehicles for the Utah Transit Authority (UTA). In addition, Stadler vehicles with hydrogen drives from the GTW, KISS and FLIRT series operate in various regions of the USA, and Stadler markets a wide range of products in North America.

The Signalling Division also opened its own offices in the heart of Atlanta in the USA during the reporting year. The new site in the USA marks the first major international expansion of the Signalling Division and represents an important step for the further development of signalling activities in North America. Stadler Signalling has been tasked with equipping the entire rail network in Atlanta with its CBTC (Communication-Based Train Control) solution.


FLIRT EVO for SBB: In the field of multiple units, Stadler is among the three largest manufacturers worldwide.

# STADLER INCREASES PROFITABILITY AND REVENUE

Peter Spuhler, Executive Chairman of the Board of Directors (l.), and Markus Bernsteiner, Group CEO (r.)

Dear Shareholders

Stadler improved earnings in the 2025 financial year: revenue rose to 3.7 billion francs and the EBIT margin stood at 4.4 percent. The 2025 result continues to be impacted by the consequences of the massive flooding in Valencia. The economic situation in Germany and the strong franc also left their mark. However, the good order intake, strong order backlog and high-quality orders received provide positive momentum for the coming years. Revenue of well over 5 billion francs is already expected in the 2026 financial year. Due to Stadler's conservative accounting approach, production output in 2025 was over one billion francs higher than the reported revenue. Stadler expects an EBIT margin of over 5 percent in the current financial year.

Stadler closed the 2025 financial year in line with the forecasts and was able to improve its result despite ongoing challenging conditions.

- Stadler enjoys a strong position in the rail vehicle market thanks to its broad product portfolio. Stadler is also the global market leader for battery and hydrogen green drive technologies. As a result, Stadler continues to operate very successfully on the market and receives large numbers of orders. The order situation progressed well once again in 2025. Order intake totalled 6.1 billion francs last year (previous year: 6.4 billion francs), while the order backlog rose to over 32 billion francs (31 December 2024: 29.2 billion francs).
- Sales increased by 13 percent (15 percent when adjusted for currency effects) to 3.7 billion francs (previous year: 3.3 billion francs).
- EBIT totalled 160.6 million francs (previous year: 100.5 million francs). This corresponds to an EBIT margin of 4.4 percent (previous year: 3.1 percent). Net profit almost doubled to around 100.7 million francs (previous year: 55.0 million francs).

Stadler is pursuing the trajectory adopted in the course of the 2025 financial year to improve earnings. It confirmed the anticipated revenue growth announced last year of well over 10 percent in relation to 2024. It also achieved the forecast EBIT margin of between 4 and 5 percent.

**Persistent effects of the Valencia flooding**
The recovery measures implemented following the flooding in Valencia began to take effect and led to a further improvement in the second half of the year. Nevertheless, the severe environmental disaster in Valencia at the end of October 2024 and the associated damage suffered by suppliers and infrastructure continue to have a negative impact on supply chains, production and earnings. Stadler had to reorganise some of the affected supply chains, develop alternative sources of supply and adapt production processes. The stability of supply chains had improved by the end of 2025, but the consequences of the massive flooding are still likely to be felt until 2027. Despite the catch-up programme initiated by Stadler in 2025, the flooding has had an impact on the costs and deliveries of rail vehicles. This resulted in lost revenue of 350 million francs in 2024.

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Stadler is the global leader for battery and hydrogen green drive technologies. Stadler continues to be very successful on the market and receives large numbers of orders. The order situation progressed well again in 2025.»

**Peter Spuhler, Executive Chairman of the Board of Directors**

**Strong franc and economic situation in Germany**
In addition to the effects of the flooding in Valencia, the economic situation in Germany continues to weigh on the result. Stadler has been consistently implementing an efficiency programme at the Berlin site since the beginning of 2025. A future collective labour agreement signed with the IG Metall trade union in April 2025 will help to strengthen competitiveness. Stadler employees at the Berlin Pankow plant agreed to work 40 instead of 38 hours per week last year to safeguard the future of the site. The internal efficiency programme is starting to yield results at the Berlin Pankow plant: productivity increased across the entire value chain.

The strong Swiss franc is having a negative impact on Switzerland as an industrial centre. Switzerland already has higher labour and non-wage costs compared to the rest of Europe. An increasingly strong domestic currency is another negative factor that is holding back the export industry. This reduced Stadler's revenue by 50 million francs, which corresponds to 2 percent. The strong Swiss franc is further jeopardising the competitiveness of rail vehicles manufactured at Swiss sites and exported to other countries.

**Vehicle orders expected in Berlin**
Stadler is expecting a call-off order for up to 1,500 metro cars from Berliner Verkehrsbetriebe (BVG) by the end of December 2026. A call-off order should also be placed by S-Bahn Berlin for over 350 trains. Berlin residents have been waiting for new S-Bahn trains since 2020. The submission date for the tender was repeatedly postponed for years.

The tariffs imposed by US President Trump have affected Stadler – but not to the full extent. Since 2016, the "Buy America Act" has forced Stadler to demonstrably generate at least 70 percent of added value in the USA. At the end of September 2025, Stadler put its in-house aluminium welding shop for car bodies into operation at its plant in Salt Lake City. This had been planned long before Trump's presidency and led to a further increase in the local share of added value in the USA.

**"Rolling Stock" segment: strong growth in revenue**
Order intake in the "Rolling Stock" reporting segment totalled 4.4 billion francs in 2025. This is 8 percent below the prior-year period. The order backlog increased by 7 percent compared to the end of 2024 to 22.4 billion francs (31 December 2024: 20.9 billion francs). Revenue in the "Rolling Stock" segment amounted to 3.0 billion francs in 2025. This represents a rise in revenue of 10 percent year-on-year (2024: 2.7 billion francs).

In contrast to all its competitors, Stadler applies the "units of delivery" accounting method in the "Rolling Stock" segment. Vehicles must generally be completed and accepted by the customer before the corresponding sales and earnings can be recognised. This approach means that there may be several years between the signature of the contract and the realisation of sales and earnings. As a result of this conservative accounting approach, production output in 2025 was over one billion francs higher than the reported revenue. Based on the planned deliveries and acceptances of the vehicles produced, Stadler expects revenue to leap to well over 5 billion francs in 2026.

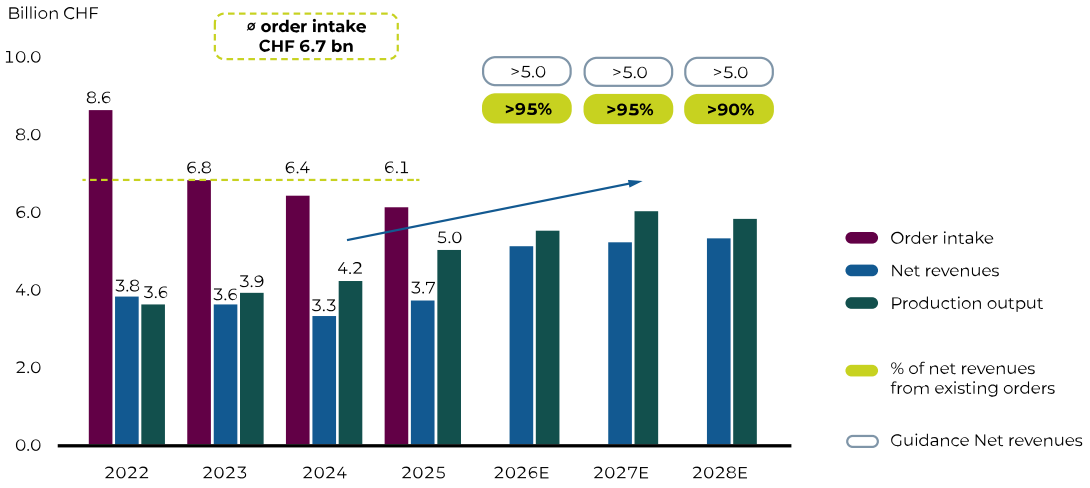
**"Service & Components" segment: strong increase in order intake**

Order intake in the "Service & Components" segment totalled 1.6 billion francs in 2025. This is 55 percent above the previous year's figure (2024: 1.0 billion francs). Stadler obtained various multi-year full-service contracts last year and continued to grow in this segment. This underlines Stadler's strategic objective to continuously expand its service business and further increase the proportion of recurring revenue. The order backlog in the service business rose by 22 percent to 9.3 billion francs (31 December 2024: 7.6 billion francs). Revenue in the "Service & Components" segment increased by 19 percent to 607.4 million francs (2024: 510.4 million francs).

**"Signalling" segment: growth in revenue**

At 103.2 million francs, order intake in the "Signalling" segment in 2025 was significantly below the prior-year period (2024: 520.1 million francs). The decline is due to a major order from Atlanta worth 500 million francs that was recognised at the end of 2024. The order backlog amounted to 549.9 million francs as at 31 December 2025 (31 December 2024: 616.6 million francs). The "Signalling" reporting segment generated revenue of 117.5 million francs in 2025 (2024: 49.0 million francs).

**Production output versus revenues**




Production output equals revenue plus the delta of gross work in progress. The bar height for revenue from 2026E to 2028E illustrates the revenue guidance. The bar height for production output from 2026E to 2028E shows the expected increase in production output.

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The consequences of the flooding in Valencia, the economic situation in Germany and the strong franc continue to weigh on the 2025 result. However, the measures implemented by Stadler are beginning to have an effect. The good order intake, strong order backlog and high-quality orders received provide positive momentum for the coming years.»

**Markus Bernsteiner, Group CEO**

**Major market successes in 2025**

Stadler obtained a number of significant orders in 2025 and further expanded existing customer relationships. This confirms the company's strong market position in Europe and beyond.

- The Dutch railway operator Nederlandse Spoorwegen (NS) and Stadler signed a contract for the delivery of 36 FLIRT trains for commuter transport. These trains will enable NS to increase capacity and comfort on the network in the Netherlands. The vehicles will be put into operation in 2030. Following this new order, Stadler has now sold more than 3,000 FLIRT vehicles in 24 countries worldwide.
- The first MGBahn and Stadler ORION multiple unit in the world to be fitted with the new "v+" rack-and-pinion brake system was presented in Andermatt. It will be used on the 181 per mil gradient on the Andermatt–Göschenen route. Thanks to the new technology, the train will be able to travel safely downhill at up to 30 km/h instead of the previous 21 km/h.
- Hydrogen trains from Stadler will run through the volcanic landscapes of Mount Etna in the future. The railway company Ferrovia Circumetnea (FCE) has ordered two customised narrow-gauge trains with hydrogen drive. Stadler is the market leader for alternative drives. No other manufacturer in Europe sells more rail vehicles with sustainable, $CO_2$-free battery and hydrogen drives.
- Stadler Signalling beat well-known competitors to win a public tender with a project volume of around 50 million euros in Bergen (Norway). The customised signalling solution meets the full range of safety requirements right up to the highest level of railway technology. Almost all the components will be produced in-house at Stadler Signalling.
- Stadler has obtained a significant urban rail transport contract to deliver 132 high-floor light rail vehicles for Kölner Verkehrs-Betriebe (KVB). The order volume amounts to around 700 million euros. The modular design of the vehicles, which are specially adapted to Cologne's light rail network, will allow flexible capacity expansion.
- Stadler is supplying 36 FLIRT XL multiple units for the Rhine-Ruhr S-Bahn; the new vehicles will increase capacity and comfort in the densely frequented metropolitan area and strengthen Stadler's presence in the German S-Bahn market.
- The Luxembourg locomotive leasing company NEXRAIL has commissioned Stadler to build up to 200 EURO9000 hybrid locomotives. Stadler will build the locomotives in Valencia.
- The new EURO9000 locomotive has an innovative pantograph-battery hybrid drive which allows it to travel on non-electrified sections of routes with its own battery. The EURO9000 locomotive can be used for cross-border operations between Germany, Austria, Belgium, the Netherlands, Switzerland and Italy. This milestone in Stadler's locomotive business will support the decarbonisation of freight transport.
- Poland: Stadler is supplying 14 FLIRT trains to the Polish regional railway company Koleje Mazowieckie. Thanks to a long-term service contract, Stadler is further strengthening its position in Polish regional transport.
- Sweden: Stadler has received an order from the Swedish railway company A-Train AB for seven new FLIRT trains for the Arlanda Airport–Stockholm route. The order includes a 15-year maintenance contract with Stadler Service. The vehicles will be produced in the St. Gallen Rhine Valley. Stadler will supply trains for the famous Arlanda Express for the first time with this order worth around 350 million francs.

**Production output and revenue will rise sharply**

The high level of order intake in recent years means that production output – and hence revenue – will substantially increase over the next few years. Stadler has once again invested extensively in production capacity in order to achieve this leap in revenue. In addition, the high advance payments from previous years are now being used to fulfil current orders and build vehicles. This had a negative impact on free cash flow, net working capital and the net cash position in the past financial year.

After a free cash flow of –744.2 million francs in the first half of 2025, a positive free cash flow of 155.9

million francs was achieved in the second half of the year despite continued high investments. This results in a free cash flow of –588.4 million francs for the full year 2025. Net working capital remains negative at –421.8 million francs (31 December 2024: –1,010.9 million francs). This means that the advance payments received from customers are still higher than the costs for the production of current orders. The net cash position as at 31 December 2025 was –275.5 million francs (31 December 2024: 368.0 million francs).

**Stadler confirms medium-term guidance**

For the 2026 financial year and the following years, Stadler has confirmed its projections for revenue of well over 5 billion francs. Stadler expects an EBIT margin of over 5 percent in 2026 thanks to the strong order backlog, increase in production output and the efficiency programme launched in Germany. Order intake is likely to be in the range of 1 to 1.5 times annual revenue. This will form the basis for sustainable capacity utilisation and further growth. Stadler also anticipates total investments of around 250 million francs in 2026.

**According to Group CEO Markus Bernsteiner: "We expect EBIT to be considerably higher in 2026"**

Markus Bernsteiner, Group CEO, emphasises: "Our efforts following the environmental disasters are beginning to bear fruit. The combination of a very solid order backlog, stabilised supply chains and consistent implementation of our efficiency programme is having an impact. We expect revenue and EBIT to be considerably higher in 2026."

Stadler believes that it will be able to increase the EBIT margin to between 6 and 8 percent in the medium term thanks to stable supply chains and steady revenue of over 5 billion francs. The medium-term guidance has therefore been confirmed and remains unchanged.

All the information on the outlook is based on the assumption that the framework conditions will remain stable, particularly with regard to supply chains, the currency situation and global geopolitical tensions.

The Board of Directors intends to put forward a proposal to the General Meeting for the payment of a dividend of 50 million francs (0.50 francs per share) for the 2025 financial year compared to 20 million francs (0.20 francs per share) in the previous year.

**Thank you to employees and shareholders**

We would like to take this opportunity to thank our workforce of some 17,000 employees – including around 6,000 in Switzerland – for all their hard work at each of our sites. Their commitment and the obvious passion they put into finding solutions and making the impossible possible never cease to amaze us. Their dedication to the company and strong sense of teamwork remained important factors for the company's success once again last year. We have proven our ability to respond rapidly and appropriately to challenges. We have succeeded in laying the foundations for Stadler's continued success. The key figures are moving in the right direction.

Our good performance proves that our broad and innovative product portfolio sets us in good stead for continued future success in a rapidly growing market. We have also put in place targeted packages of measures to effectively tackle the various challenges we face. We would like to thank you – our shareholders – for joining us on this exciting rail journey.

We appreciate your support.

**Peter Spuhler**
**Executive Chairman of the Board of Directors**

**Markus Bernsteiner**
**Group CEO**


Group CEO Markus Bernsteiner with two future train builders: Silvan Walser (18) and Vjollca Abdi (18).

# “RAIL VEHICLE CONSTRUCTION IS TEAMWORK”

CEO Markus Bernsteiner was interviewed by two apprentices, Vjollca Abdi and Silvan Walser, at Stadler’s bogie competence centre in Winterthur. They gave the CEO a good grilling to find out how Stadler is tackling current challenges. All three of them see a great future for skilled trades at Stadler – especially with the growth of artificial intelligence (AI).

**Silvan Walser: Natural catastrophes had a major impact on the 2024 results. What was the defining theme in 2025?**
**Markus Bernsteiner:** The effects of the floods in Valencia, Switzerland and Austria in 2024 continued in 2025 and will still be felt this year. They caused delays in production and deliveries. The economic situation in Germany is holding back the results, as is the strong Swiss franc. Despite these challenges, we’ve increased revenue to CHF 3.7 billion and got the EBIT margin up to 4.4 percent. We’ve already achieved improvements in Germany as well, and boosted productivity thanks to the efficiency programme and with the help of all our employees. To summarise, we’ve overcome the challenges of 2025 and laid the foundations for further growth. The year was also marked by significant incoming orders in Europe and the USA. We were able to take strategically important steps in Signalling, such as retrofitting the Bybanen trams in Norway.

**Silvan Walser: The company has won a lot of tenders, but not the SBB order for 200 double-decker trains for the Zurich S-Bahn and western Switzerland. Why has Stadler lodged an objection?**
**Markus Bernsteiner:** Let’s take the evaluation criterion for sustainability: Stadler wanted to build the trains locally in Switzerland, using over 200 suppliers from different parts of the country. It doesn’t make sense that we didn’t score points for this approach. We haven’t received a thorough explanation of SBB’s decision, either; a lot of questions remain unanswered. We want to be able to understand the logic behind the decision. That’s why we decided to take legal action. We also owe it to all our employees in Switzerland, who put a lot of hard work in over the years to prepare.

**Vjollca Abdi: Siemens is sometimes a partner for us, sometimes a competitor. How do you deal with this unusual competitive situation?**
**Markus Bernsteiner:** We deal with all competitive situations professionally. We look at the order description, prepare for it as well as we can and offer the best possible solution, either with or without a partner.

**Vjollca Abdi: What’s the situation at our plant in Valencia after the storms a year and a half ago?**
**Markus Bernsteiner:** The environmental disaster in Spain near Valencia at the end of October 2024 was of historic proportions! The damage suffered by suppliers and infrastructure is still having a negative impact on our supply chains and earnings. The consequences of the flooding will continue to be felt in the current year and will lead to persistent additional costs and delays in the delivery of new rail vehicles. But the measures introduced immediately are clearly having an effect. We’ve reorganised some of the affected supply chains, developed alternative sources of supply and adapted production

processes. The supply chains have been stable again since the end of 2025, and production is running at full capacity.

**Silvan Walser: What has Stadler learnt from this crisis?**
**Markus Bernsteiner:** Natural disasters of this magnitude will always have an impact. But this incident has reminded us how interlinked we are with our suppliers and how interruptions in the supply chain can affect the entire production process. We've tightened up risk and supplier management, which was already quite strong, we've checked if suppliers are located in risk areas, and we've set up redundancies for important components where necessary.

«

Stadler is actively shaping the ongoing decarbonization of rail transport in Europe and the USA.»

**Markus Bernsteiner, Group CEO**

**Vjollca Abdi: Were you able to learn any personal lessons from this event?**
**Markus Bernsteiner:** Once again, we've seen how important leadership is in times of crisis. Stadler's recipe for success is largely based on its decentralised organisation. That makes us agile. But when there's a crisis, strong, centralised leadership is needed. We've proved that we're capable of both decentralised and centralised management approaches, depending on the situation. That makes us very robust.

**Vjollca Abdi: Can you give an example of why centralised management is more important during a crisis?**
**Markus Bernsteiner:** If there's a shortage of aluminium due to an environmental disaster, orders need to be prioritised centrally to allocate limited resources so that customer needs can be met as efficiently as possible in every order. This means that different plants can't all approach suppliers individually. That worked brilliantly in this case. After the three floods in 2024, the Stadler team once again proved its resilience.

**Silvan Walser: What are Stadler's goals for the new financial year in 2026?**
**Markus Bernsteiner:** We're anticipating revenue of over CHF 5 billion in the 2026 financial year. We can expect an EBIT margin of over 5 percent in 2026 thanks to the strong order backlog, increase in production output and the efficiency programme launched in Germany. Our order intake generally corresponds to between 1 and 1.5 times annual revenue – this is an important key figure that points to further growth. So much for the figures. Our goal must also be to remain a driver of innovation.


Vjollca Abdi, prospective design engineer at the Winterthur site, explains: "It was the team spirit and family atmosphere that convinced me to start an apprenticeship at Stadler."

**Silvan Walser: What makes Stadler a driver of innovation?**
**Markus Bernsteiner:** We've invested a great deal in the development of our vehicles and now have the broadest portfolio on the market, with products ranging from rack-and-pinion rail vehicles and locomotives to high-speed trains. In the reporting year, we launched the new TINA tram that sets new standards for passenger comfort. Stadler is the market leader for alternative drive technologies such as battery and hydrogen trains, and is making an active contribution to the ongoing process of decarbonisation in Europe and the USA.

**Vjollca Abdi: Where does Stadler stand in terms of digitalisation?**
**Markus Bernsteiner:** We've reorganised the sector and hired additional staff. The various digitalisation initiatives that have been in progress in the company for a while are now managed centrally. We're driving forward the digitalisation of work processes, vehicles, infrastructure and maintenance. There's a lot going on. One of the things we've achieved is to introduce a digital control room to manage our support requirements around the clock.

**Silvan Walser: Do you think we should be worried about our professions because of artificial intelligence?**
**Markus Bernsteiner:** No, I don't think so. AI will take on supporting tasks that simplify error detection and data analysis. This will make our professions more demanding, but also more exciting. An understanding of technology is becoming more important. I see a great future for skilled trades and especially for the corresponding apprenticeships! That's why I'm so pleased that we've been able to build up the range of apprenticeships available at Stadler even further and even surpass our own objectives.

**Vjollca Abdi: What does surpass mean?**
**Markus Bernsteiner:** Our initial aim was to train 300 apprentices in rail vehicle construction. This is very important for the entire industry to help counter the shortage of skilled labour. Now the figures are pointing more towards 400. We've also successfully established the Swiss-style apprenticeship programme at our plant in the USA.

**Markus Bernsteiner: How did you both end up at Stadler?**
**Silvan Walser:** I knew early on that I wanted to do something manual in the digital world, preferably in electronics. I chose Stadler after my taster apprenticeship because I liked the prospect of working in a big company with a large team of other apprentices in a family atmosphere.

**Vjollca Abdi:** It was the same for me. It was the team spirit and, as Silvan says, the family atmosphere that convinced me. I also like the international focus of the company.

**Markus Bernsteiner:** I'm always very pleased when we can get young people interested in rail vehicle construction, especially young women, because unfortunately there are still not enough of them. That's why I think it's great that you've chosen this path, Vjollca!

Silvan Walser, prospective automation technician at the St. Margrethen site, says: "I knew early on that I wanted to do something manual in the digital world."

**Markus Bernsteiner: I have another very simple question for you: if you were an employer, would you allow your employees to work from home?**
**Vjollca Abdi:** If I trust the employees, then yes. I'd let them work from home one day a week.

**Markus Bernsteiner:** What about you, Silvan?

**Silvan Walser:** I'd tend to say no. Face-to-face contact is an extremely important part of teamwork.

**Vjollca Abdi:** What's your position as CEO?

**Markus Bernsteiner:** I'm not a fan of working from home. Train construction is teamwork, and personal contact is crucial. You can't fix vehicle problems if you're at home in your flip-flops. That's why we require a certain amount of solidarity towards employees who aren't able to work from home. We don't want remote working to get out of hand. But we have to make concessions in some areas. Otherwise, we would no longer be able to recruit the necessary skilled labour for sites in outlying areas that involve a long commute.

**Silvan Walser: When you were an apprentice in machinery mechanics, did you already know that you wanted to become a CEO one day?**
**Markus Bernsteiner:** No. A number of factors brought me to where I am today. For example, a very strong inner desire to win. It's a part of my personality that's evident in everything I do, whether it's sport or studying. For instance if I decide I want to be able to crimp as quickly as possible.

**Vjollca Abdi:** What's crimping?

**Silvan Walser:** Crimping means pressing a conductor with a connecting element to create a permanent electrical connection.

**Markus Bernsteiner:** Exactly. And there are two other driving forces that have determined my career. Firstly, I taught myself early on to always stay one step ahead. That was true for completing assignments when I was studying, but still applies to management duties today. Secondly, it's important never to stand still. To keep on learning. But what about you, would you like to run a company one day?

**Silvan Walser:** I don't think that far ahead. But I know that I'd like to take on a management role one day.

**Vjollca Abdi:** I don't make plans that far into the future either. For now, I'm concentrating on my training. But I definitely always want to keep on learning, no matter what I do.

**Markus Bernsteiner:** I think that's really important. That's exactly what helps people move forward. If you remain ambitious, keep an open mind, take advantage of opportunities and keep challenging yourself, there are a lot of paths open to you. You can decide one step at a time whether you will end up leading a team, a project or a company later in life.

**Silvan Walser: As CEO, what is your responsibility towards future generations?**
**Markus Bernsteiner:** My most important task is to hand over a well-managed, healthy company to a well-trained, strong younger generation.


***About Stadler Winterthur***
*As the successor to Schweizerische Lokomotiv- und Maschinenfabrik (SLM) Stadler Winterthur has over 130 years of railway vehicle expertise. In recent years, the plant has been expanded into a bogie competence centre. There are 414 employees at the site, and 16 apprentices are being trained in five professions.*


Group CEO Markus Bernsteiner and the apprentices at the Stadler bogie factory in Winterthur. 1,520 bogies are produced there every year.

# Important events

## Modernised interlocking systems

**January**

Stadler Signalling and Chemins de fer du Jura (CJ) have signed a contract for the replacement of the safety and signalling systems at railway stations. Along with other modernisation projects already commissioned, the CJ will fit half of its Tavannes–Le Noirmont line with the latest generation of electronic interlocking technology by 2027, allowing travellers to benefit from a more punctual and safer rail service. Stadler's EUROLOCKING safety systems have already proven themselves many times over.

## New traction systems

**January**

The Czech Republic and Slovakia are converting their traction power system from 3 kV direct current to 25 kV/50 Hz alternating current. The transport company Leo Express is equipping its five Stadler FLIRT trains with additional AC traction so that they will be able to run on both power systems and almost all electrified routes in the Czech Republic, Slovakia and Poland in the future.

## TINA: more comfort for Rostock

**February**

The first of a total of 29 Stadler TINA trams arrived in Rostock in February. This marks an important milestone in the modernisation of public transport in the eastern German city. Thanks to accessible entrances and a spacious interior, the new trams offer greater comfort, easier access and an improved travelling experience for all passengers. The first new-generation TINA tram was put into regular service as planned at the end of 2025 and has been driving forward the transport revolution in Rostock ever since.

## Fastest rack railway in the world

The new “v+” rack-and-pinion brake system is the result of a joint innovation project between MGBahn and Stadler. The first ORION multiple unit fitted with this system was presented in Andermatt and will be used on the steep Andermatt–Göschenen route (gradient of 18.1 percent). Thanks to the new technology, the train will be able to travel safely downhill at up to 30 km/h instead of the previous 21 km/h. The higher braking power will ensure that trains always come to a stop within the safety distance, despite the increase in operating speed. The innovation will increase both efficiency and operational safety on the steeply inclined rack-and-pinion track. Further insights can be found in the innovation section (p. 41).

**March**

**March**

## Three SMILE trains for Austria

Westbahn ordered three high-speed trains of the established SMILE model from Stadler. The SMILE is the first high-speed train from Stadler to operate in Austria and can reach speeds of up to 250 kilometres per hour. The three SMILE trains were built in Bussnang and were integrated into Westbahn’s regular passenger service less than two years after the contract was signed. Commissioning usually takes four to five years.

## Bye-bye, $CO_2$

Eight customised hybrid metre-gauge multiple units are being built for the route between Nice and Digne-les-Bains. The new vehicles will replace the previous diesel fleet of Chemins de fer de Provence and reduce $CO_2$ emissions by up to 77 percent. Thanks to their battery and hybrid drive, low-emission journeys in urban areas are just as possible as reliable operation on rural stretches of track. The project is one of the largest orders in the French market and supports the sustainable further development of regional rail transport.


**April**

**April**

## New EURO DuFour

With only four axles, an exceptionally low weight and a peak power of 7 MW, the new EURO DuFour model from Stadler sets new standards for locomotives. It meets the latest European TSI standards and is available as an optional hybrid version with traction batteries that can also run with zero emissions on non-electrified routes without overhead contact lines. The EURO DuFour locomotive stands for maximum performance, sustainability and lower track access costs.

## Customised signalling solution in Norway

Stadler Signalling has been part of the success story in Bergen since 2007. In April 2025, Stadler beat well-known competitors to win a public tender with a project volume of around 50 million euros. The modern, customised signalling solution meets the full range of safety requirements right up to the highest level of railway technology. Almost all the components are produced by Stadler Signalling itself in Braunschweig.


**April**

**May**


## Stockholm: 50 percent more capacity

Stadler has received an order from the Swedish railway company A-Train AB for seven new FLIRT trains for the Arlanda Airport–Stockholm route. The trains will be almost twice as long as the previous vehicles, increasing seating capacity by over 50 percent and offering a high level of comfort. The new vehicles will be brought into service from the end of 2029. The order also includes a 15-year maintenance contract. The vehicles will be produced in the St. Gallen Rhine Valley. Stadler will supply trains for the famous Arlanda Express for the first time with this order worth around 350 million Swiss francs.


## US expansion of the “Signalling” Division

In the middle of the year, Stadler opened a new signalling office in Atlanta, thereby strengthening its presence in the US market. This marks the first major international expansion of the Stadler “Signalling” Division and an important strategic step for further growth in North America. The decision was prompted by a major signalling technology contract from the MARTA transport authority in Atlanta.

**June**

**July**

## 132 trams for Cologne

Stadler has obtained a significant urban rail transport contract to deliver 132 high-floor light rail vehicles for Kölner Verkehrs-Betriebe (KVB). The order volume amounts to around 700 million euros. The modular design of the vehicles, which are specially adapted to Cologne’s light rail network, will allow flexible capacity expansion and more efficient utilisation of the infrastructure.

**July**

## 300 million kilometres travelled

The 123 FLIRT trains for the Hungarian state railway MÁV have now covered 300 million kilometres. Since 2007, they have saved around 250 million euros in energy costs and avoided around 2 million tonnes of $CO_2$. Despite being only a third of the way through their planned service life, the vehicles already form the backbone of Hungarian passenger transport.

## Stadler rolling stock in New Zealand for the first time

The regular use of the new DM class locomotives is a première for rail transport in New Zealand. The first vehicles have already been handed over to KiwiRail and successfully integrated into operations. The DM class is equipped with a 2.7 MW AC drive, remote diagnostics and a fuel-saving system to reduce emissions. The locomotives are designed to cope with the challenging local topography, including the line through the Otira Tunnel on the South Island. The introduction of the DM class is the first time that rolling stock from Stadler has ever operated in New Zealand.


# August

# September


## 100 EURODUAL locomotives for sustainable freight transport

The 100th EURODUAL locomotive was delivered to the leasing company European Loc Pool (ELP) and is now in service for Havelländische Eisenbahn (HVLE). The locomotive combines emission-free electric operation with powerful diesel traction and sets an example for flexible applications in freight transport. This milestone confirms the successful establishment of the EURODUAL platform as a benchmark for efficient, sustainable and economical rail freight transport solutions in Europe.


## 63 Tango trams in Helsinki

63 modern Tango Nordic trams are to be delivered for operation in the greater Helsinki area. The contract includes an option for up to 120 additional vehicles. The trams, which have been specially developed for the Nordic climate and network requirements, offer more capacity, high passenger comfort and energy-efficient operation. The long-term contract also includes maintenance services for more than 30 years. The project will support the sustainable further development of public transport and strengthen Stadler's presence in the Nordic market.

**October**

**November**

## 200 locomotives in cross-border operation

The Luxembourg locomotive leasing company NEXRAIL has commissioned Stadler to build up to 200 EURO9000 hybrid locomotives. Stadler will build the locomotives in Valencia. The new EURO9000 has an innovative pantograph-battery hybrid drive. As it is equipped with the corresponding country-specific systems, it can be used for cross-border operations between Germany, Austria, Belgium, the Netherlands, Switzerland and Italy.

## Hydrogen première around Mount Etna in Italy

Hydrogen trains will run through the volcanic landscapes of Mount Etna in the future. In an initial contract, the Sicilian railway company Ferrovia Circumetnea (FCE) has ordered the manufacture and delivery of two customised narrow-gauge trains with hydrogen drive. Particular attention was paid to ensuring that the drive system could cope with the steep gradients on the Circumetnea line. The static converters and traction batteries are positioned above the motor bogies to ensure excellent grip and optimal traction effort in all weather conditions. The vehicles will be the world's first narrow-gauge trains to operate with a hydrogen drive and fuel cells.

**December**

**December**

## Success for CITYLINK tram-trains

The receipt of several orders for CITYLINK tram-trains underlines the strong international demand for flexible vehicle solutions for urban-regional transport. In the USA, an order was placed for additional CITYLINK vehicles for Utah, which will be manufactured locally and support the expansion of sustainable mobility in the region. At the same time, new CITYLINK tram-trains have also been ordered in Europe for Aarhus, and Stadler has obtained a contract for 27 vehicles for the Regionaltangente West in the Frankfurt area. These projects demonstrate the versatility of the platform and its successful positioning in various transport networks worldwide.


Stadler is building eight new rack-and-pinion trains for the spectacular route from Montreux to the summit of Rochers-de-Naye. Passengers will be able to marvel at the breathtaking view of Lake Geneva through the panoramic windows.

# TAILOR MADE: WHERE EMOTIONS ARE BUILT

Stadler has been building special vehicles for over 80 years, keeping unique railway expertise alive in Switzerland and around the world. The Tailor Made sector creates unique trains that are often more than just a means of getting from A to B: they transport emotions.

“There are very few people left in the world who have specific knowledge of rack railways. The vast majority of them work for us,” says Christoph Leiterer, Head of Engineering in the Tailor Made sector at Stadler. Stadler is the absolute world leader in the rack-and-pinion market. No other company supplies this type of product. “We are the centre of excellence for rack-and-pinion technology, preserving this unique railway knowledge for the future,” says Leiterer. In other words, without Stadler, at some point there would probably be no rack railways left in the world.

In addition to rack railways, the Tailor Made sector also produces customised battery and hydrogen trains, narrow-gauge trains and locomotives, as well as maintenance and special vehicles.

“The customer tells us what they want, and we build it for them,” says Leiterer. This summarises the Stadler philosophy. “There’s no such thing as no can do.”

**Special vehicles are part of Stadler’s DNA**

Special trains from Stadler are not only in operation in Switzerland on the Rhaetian Railway (RhB) network, on the Pilatus, over the “GoldenPass” and on the route to Zermatt, but can also be found in Rio de Janeiro, in southern Italy and in many other places around the world. Around 500 people are currently working on customised projects in Bussnang. With vehicles from the Tailor Made segment, Stadler generated over 500 million Swiss francs in revenue last year. They therefore account for a significant share of Stadler's total revenue.

Tailor-made specialists. From left to right: Monika Thalmann, Head of Technical Order Processing and Christoph Leiterer, Head of Engineering.

Special vehicles are part of Stadler's DNA. Following its foundation in 1942, Stadler produced customised products and small series of locomotives for 50 years, starting with battery locomotives for mines. It was not until 1997 that Stadler entered the field of series production vehicles with the articulated railcar (GTW).

**"We add the emotions"**

Stadler's enthusiasm for small series and customised products has remained intact. "We employ an above-average number of people that don't just regard trains as a job, but as a passion and a hobby," says Monika Thalmann, Head of Technical Order Processing for the Tailor Made sector, who has been with the company for 24 years. "We build vehicles for places that are associated with special moments for many people – in places where they go on holiday. It's often about the experience, not just a matter of getting from A to B."

This creates a special connection: Stadler trains are linked to experiences, and therefore to emotions. "You could say that we add the emotions at Stadler," says Thalmann with a smile.

Stadler is currently working on hydrogen-powered narrow-gauge trains for Sardinia, Calabria and the region around Mount Etna in Sicily, for example. The fuel-cell drive system is a key feature of the vehicles. The new trains are based on the first narrow-gauge battery train in Europe, which Stadler presented to the public in 2025. It is currently being manufactured for the southern Italian railway company Ferrovie Appulo Lucane (FAL). "To build these narrow-gauge multiple units, we install the batteries where the diesel engine used to be. But because there isn't enough space there, we also put batteries on the roof," says Leiterer.

Stadler has been commissioned to manufacture new rack-and-pinion trains for the Rochers de Naye line in the Vaud canton. "The rack railway in Rochers de Naye has a track gauge of 800 mm, whereas the track for the Gornergrat railway in the Valais that we supplied new rack-and-pinion trains for in 2022 has a 1,000 mm gauge width. It's a completely different starting point," explains engineer Leiterer.

The new hydrogen trains for Sicily are expected to run along the Etna Nature Park from 2028. Each vehicle consists of two passenger cars and a central "Power Pack", which contains elements such as the water tank.

**Each vehicle is unique**
It is clear from the examples that every project in the Tailor Made sector is unique. With different gradients, curve radii, tunnel profiles, voltage systems, drives and, last but not least, track widths, every project is like starting from scratch. “Whenever we begin a new project, we try to integrate as much as possible from previous projects,” says Christoph Leiterer. “But ‘as much as possible’ usually means less than 50 percent.” This is not only reflected in the exterior design of the trains, but also in the engineering and processing. There are always new, completely different challenges to overcome.

**A mutual exchange of experience between Tailor Made and series production**
Although Stadler’s passion for customised vehicles is unchanged, the regulatory requirements have increased significantly since the early days. This is a cost driver, especially for small series. “Even if you only build one vehicle, you need a licence and have to meet the cyber security requirements,” explains Leiterer.

The Tailor Made sector draws on comprehensive expertise from series production. “When it comes to documentation, authorisation for projects outside Switzerland, software development or cyber security, we rely on the experience gained from the standard-gauge mainlines,” says Monika Thalmann. “That’s a great help. If we had to work it all out for ourselves, it would be a lot more complicated.” In return, new suppliers, products or technologies are tested by the Tailor Made sector. This in turn benefits the rest of the company. This is another reason why this field of activity remains so important for Stadler.

**Competition from cable cars and Postbuses**
In Swiss mountain regions, Stadler is often the only supplier for the procurement of new vehicles. Nevertheless, the company always makes competitive and fairly priced offers – even for small series. Often, the fundamental question to be answered is whether a special railway line will remain in service at all in the long term. The main competition comes less from other manufacturers and more from alternative modes of transport such as cable cars or Postbuses. “That’s why we can’t offer fantasy prices,” emphasises Leiterer.

“Many rack railway operators appreciate the fact that we are still building vehicles at all,” adds Thalmann. “The ‘sparring effect’ creates significant added value for both sides in this type of project.” It enables knowledge to be exchanged and passed on, and skills to be retained. This will allow us to safeguard the rail industry’s diverse landscape so that future generations of travellers can enjoy unforgettable railway experiences.

***Stadler Tailor Made since the 1940s***
*The tailor-made concept has shaped Stadler since day one. From the 1940s onwards, company founder Ernst Stadler designed customised special locomotives for mines, power plants and industrial operations. The focus was not on a standard product, but on the ability to build highly customised vehicles suitable for special operating conditions. Even after becoming one of the world’s leading manufacturers of rail vehicles, Stadler continues to develop vehicles that were previously not available on the market: rack-and-pinion trains, narrow-gauge and broad-gauge vehicles, and heavy locomotives for extreme geographical and climatic conditions. It combines engineering skills and specific expertise with flexible design and production. In 2026, assembly work will begin on a record-breaking eleven projects in the Tailor Made sector. This shows that Tailor Made is not only a tradition, but also the future.*


TREENO
IL TRENO È GREEN
SRBe 312.001


«

The Tailor Made sector also builds battery trains. The customer tells us what they want, and we build it for them.»

**Christoph Leiterer,**
**Head of Engineering in the Tailor Made sector**


The trains are monitored in real time by Stadler whilst in operation. If a fault occurs, the control room can step in immediately to assist the driving personnel.

# EVERY SECOND COUNTS: THE STADLER CONTROL ROOM AT WORK

Train disruptions are annoying and cause delays. It's vital to find a solution as quickly as possible. The Stadler control room steps in to assist train drivers when faults occur. Innovative AI software plays a crucial role.

It's the beginning of January and the thermometer reads minus 10 degrees. It's a difficult time for rail transport: ice, snow and grit can cause damage to trains and railway infrastructure. Doors become more sensitive, hoses are stressed by ice and snow build-up, and sensors may trigger alerts. This can lead to disruption, delays and dissatisfied passengers. Stadler has developed a control room to cope with precisely this type of situation. This new service helps train drivers with troubleshooting in real time.

**First aid for train drivers**

The control room is located in the SBB and Thurbo service centre in Weinfelden. From here, Stadler helps train drivers from SBB, Thurbo and Regionalps to resolve technical faults during ongoing operations. The service is currently limited to Stadler's FLIRT Evo trains. If a fault occurs on a vehicle, the driver can get directly in touch with the control room, which is managed by Stadler. The common objective is to resolve the problem as quickly as possible and avoid delays. Since January 2026, the control room has been an integral part of operations involving the FLIRT Evo fleet.

Emin Aykutlu is one of the employees in the Stadler control room. Before joining Stadler, Emin worked as an engine driver and control centre employee at Deutsche Bahn. Since the beginning of 2025, he has been part of the five-person core team that works with other employees to operate the control room in two shifts virtually around the clock. "I've seen both sides of the picture," he says. "I know how things work in the driver's cab, but I also understand what goes on behind the train control screens. This helps me to evaluate situations quickly, stay calm under time pressure and make the right decisions."

**Live train status data**

Emin has four large screens in front of him. All the status data for the FLIRT Evo trains is collated in Stadler's in-house Rail Data System software. The system indicates the vehicle mode in real time. It shows whether the pantograph is raised, whether it's under voltage, how high the pressure is in the brake line and what the status of the doors is. The train's location is also visible.

"Just like a doctor making a diagnosis, I can assess the status of our vehicles based on their data," explains Emin. He can't intervene in the train's actual systems. But he can see exactly what's happening in the vehicle and what steps the driver has already taken. All these details are integrated into the analysis. "For now, we are only observing a few trains and gaining experience. There's a steep learning curve. As more and more FLIRT Evo trains are gradually being put into service, our work will become increasingly important. I'm looking forward to that."

**Artificial intelligence to help with troubleshooting**

On this icy cold winter morning in January 2026, a train driver reports a door fault. The train is ready to depart, but one of the doors won't close properly. The train can't set off with an open door. Emin opens the detailed view of the affected vehicle on his screen in Weinfelden. He checks the error messages and the door status. The real-time data shows that a sensor in the sliding step is not responding correctly due to the low temperatures.

"Artificial intelligence helps us to detect and resolve problems in situations like this. That's why we designed the PULSE system," explains Emin. PULSE stands for "**P**roactive **U**tility for **L**evel-one **S**upport **E**xcellence", i.e. a kind of first aid for trains. Known faults, proven measures and empirical values are stored in the software. The system analyses images of faults, recognises recurring patterns and helps employees to rapidly apply tried-and-tested solutions. This means that faults can be rectified more and more quickly.

**Maintaining a punctual rail service**

A solution is soon found for the problem with the sliding step. Emin picks up the phone and explains to the train driver step by step what needs to be done: "You have to remove the mechanical force, push the step back by hand until it engages, then block the door." No sooner said than done. The issue is resolved within minutes. The Thurbo train leaves Wil SG with a slight delay, but is able to make up the time on the journey and arrives punctually at the terminus in Romanshorn TG. The disruption goes unnoticed by passengers. Objective achieved.

**Data for more robust trains**

Another major benefit of the control room is that optimal use is made of the available data. "The control room represents a central link between the vehicle, operations and development," emphasises Emin. Artificial intelligence makes it easier to identify recurring faults and provides a more reliable way to understand their technical causes.

"These findings from day-to-day operations are systematically fed back into the development process. This will help us to design vehicles that are more robust and easier to maintain in the future," explains the Stadler Service employee. The added value of combining AI with human expertise to ensure stable and punctual rail operations is particularly evident in challenging conditions like those found in Switzerland in the winter.


Emin Aykutlu helped to set up the control room in Weinfelden (Thurgau).

# STADLER AS A GLOBAL DRIVER OF INNOVATION

The control room is not Stadler's only groundbreaking idea. The company develops pioneering innovations for more efficient, more sustainable and safer rail transport worldwide.

**Innovative braking technology for rack-and-pinion rail vehicles**

Stadler and the Matterhorn Gotthard Bahn (MGBahn) have developed a new braking system, "v+", an innovative technology that marks a breakthrough in rack railway operations.

The system is the outcome of an innovation project launched by Stadler and MGBahn in 2021. With "v+", operations become more efficient, safer and even more reliable.

Thanks to the new system, MGBahn trains on the Andermatt–Göschenen line can now travel downhill at speeds of up to 30 km/h, compared to the previous maximum of 21 km/h. The increased braking power ensures that trains come to a stop well within the required safety distance, even on steep gradients. This improves both punctuality and operational safety. Passengers benefit from more stable timetables, shorter journey times and better connections.

One of MGBahn's newest Stadler multiple units was equipped with the system, fully integrated and extensively tested as the project's prototype. Since its public unveiling in March 2025, the vehicle has been operating successfully in regular service between Andermatt and Göschenen.


**Innovative green mobility solutions**

Stadler's Class 93 locomotive demonstrates just how far sustainable railway technology has come. It seamlessly switches between electric, diesel and battery operation depending on the route section.

Developed for the Rail Operations Group (ROG) in Great Britain, the tri-modal Class 93 is a locomotive equally at home on electrified and non-electrified lines. It primarily runs on zero-emission electric power, uses its battery for last-mile operation, and relies on a fuel-efficient diesel engine only when no other option is available.

Regenerative braking captures additional energy, reducing fuel consumption, noise and $CO_2$ emissions. This innovative drive system not only protects the environment but also significantly increases operational flexibility.

With a top speed of 177 km/h, the Class 93 is suitable for both fast freight and passenger transport. The ten locomotives entering service in 2025 will strengthen rail freight operations across Great Britain. Their modern propulsion technology, energy efficiency and versatile performance show how decarbonisation is possible even in areas where full grid electrification may still take decades.

**From idea to design award**

Customised solutions are not just a promise at Stadler. They are a daily reality. As well as manufacturing vehicles, Stadler also develops customised design concepts at the request of its customers.

The FLIRT Nordic Express trains that Stadler is manufacturing for the Norwegian state-owned company Norske Tog are one of the most recent examples. The new vehicles will be used in Norwegian long-distance transport as day and night trains starting in 2028.

In 2025 Norske Tog wanted a new design in a modern Scandinavian style for the sleeping compartments. Although the basic concept was suggested by the customer, Norske Tog commissioned Stadler to adapt the design both visually and technically and integrate it into the vehicles. Stadler has created a high-quality interior with clear lines, warm materials and a more attractive look, and optimised the arrangement and design of elements such as the ladder for the bed and the washbasin in the bathroom area. The new solutions increase comfort and make more efficient use of space – improving the travelling and sleeping experience for passengers.

Stadler's design expertise has also been recognised by experts. In December 2025, it won the "New Cabin of the Year" award for the design of another Scandinavian customer project. This confirms that Stadler's innovative solutions not only fulfil the needs of its customers, but also establish new benchmarks in rail transport.


**Higher safety for rail travel**

Stadler Signalling is setting new standards in the field of driver assistance and collision avoidance with Stadler NOVA Smartsense. The AI-based system uses an intelligent combination of radar, camera and LiDAR sensors to automatically recognise when the brakes need to be applied. It enables predictive object recognition and uses a multi-stage warning strategy to prevent potential collisions at an early stage.

NOVA Smartsense ensures maximum safety and reliability, especially under demanding conditions – for example at night, in tunnels or in bad weather. The modular architecture and scalable sensor technology also allow flexible integration into different vehicle types.

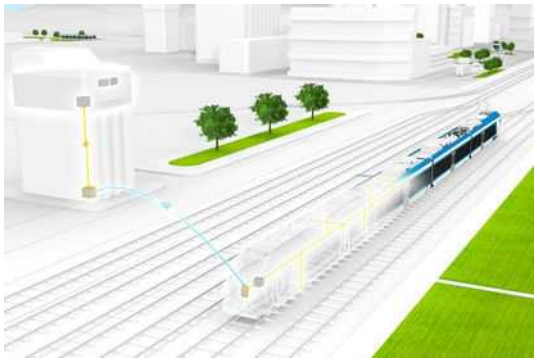
**Experience the vehicles of tomorrow today**
How is it possible to board a train before it is even built? Stadler has developed digital vehicle concepts that allow precisely this, anywhere in the world.

Stadler creates digital prototype train models, known as mock-ups, for its entire product portfolio – from mainline trains and trams to customised vehicles. Using virtual reality glasses, customers can take a virtual tour that gives them the impression that they are actually standing in the finished vehicle. They can see how it feels to sit in the driver's cab of the RS ZERO model, for instance, or walk through the coaches and interact with elements such as door buttons, internal doors or luggage racks.

This creates considerable added value for potential customers and the general public. They can experience trains, spaces and components first-hand, and any requests for adjustments can be discussed directly and implemented in real time. This ensures maximum planning security and allows projects to be tailored precisely to individual customer needs.

The digital mock-ups are developed at the competence centre in St. Margrethen (SG) in close collaboration with engineering and design departments. Since 2017, they have replaced the previous elaborate wooden models, helping to make the vehicle development process more efficient, customer-focused and environmentally friendly.

Scan the QR code opposite for an immersive experience of the Stadler RS ZERO prototype model.



**Next-generation train operation**
Stadler Signalling has developed the Stadler NOVA Pro (CBTC) system for automated, highly efficient railway operations. The system is based on the principle of Automatic Train Operation (ATO), with an on-board computer that takes over all or part of train control.

ATO has wide-ranging applications such as brake activation and drive control to adjust vehicle speed, drive and door control at stop signals, and even fully autonomous driverless operation.

One of the main advantages is that ATO can be seamlessly integrated into current train control and signalling systems and used with existing rolling stock. This allows much more efficient use to be made of the available infrastructure – without the need for extensive modifications.

# SUSTAINABILITY

# Contents

# GENERAL DISCLOSURES

## Basis for the preparation of the sustainability statement

The sustainability statement was prepared on a consolidated basis and includes all relevant information on the company and its subsidiaries.

The scope of consolidation corresponds to that of the Annual Report on page 211 and includes all fully consolidated companies. If certain disclosures only relate to individual companies within the scope of consolidation, this is explicitly indicated in the relevant sections.

For the sake of simplicity, reference is made to “Stadler” or “the company” throughout.

Stadler’s sustainability statement was prepared for the first time in the reporting year in accordance with the European Sustainability Reporting Standards (ESRS) for the 2025 financial year in order to prepare for future mandatory reporting in accordance with the Corporate Sustainability Reporting Directive (CSRD). The report relates both to the company’s own business activities and to material parts of the upstream and downstream value chain. A materiality assessment was performed to identify relevant impacts, risks and opportunities along the entire value chain (see the “Double materiality” section).

Sustainability policies, actions and targets also take into account relevant aspects within and outside the company’s own business operations. Where possible, key figures are also reported using data from the value chain. This relates in particular to Scope 3 emissions, resource consumption in the product life cycle and governance issues in relation to suppliers. The availability and quality of external data are continuously reviewed and enhanced.

KPMG AG was commissioned to perform an independent limited assurance engagement on selected key figures in this Sustainability Report. The audit covered selected key figures from the following ESRS standards: E1-5, E1-6, S1-14, G1-2, G1-3, G1-4 as well as selected company specific KPIs. The audited key figures are marked with a ✔ in the corresponding tables.

In conjunction with the Financial Report, this sustainability statement forms the management report required in the future by the CSRD. This year, the climate report was not published in a machine-readable electronic format in accordance with the Swiss Ordinance on Climate Disclosures due to the current lack of a taxonomy standard for digital climate reporting in Switzerland.

**Information in relation to specific circumstances**

As this sustainability statement is not the company’s first report, comparative information is available for previous reporting periods. Any assumptions and estimates made with regard to data are indicated in the relevant sections. Data was extrapolated for sites with fewer than 50 employees. The information on supplier data in Scope 3 is also partly based on estimates. Due to these assumptions, there are several uncertainties regarding the quantitative key figures.

No errors in the previous year’s figures were identified during the audit and update of the sustainability statement. However, due to the change in the reporting basis, certain sustainability information has been adjusted compared to the previous year. This is due to the fact that Stadler now reports in accordance with the ESRS, whereas in previous years reporting took place in accordance with the GRI. The 2025 report therefore includes a greater scope of information and more performance indicators than in the previous year. Details of the adjustments can be found in the relevant sections.

In the interest of transparency and comparability with previous years, the GRI standards are also stated in the index. Additional information can be found in the Annual Report, on the Stadler website and in the statement on the OECD Guidelines referred to in this sustainability statement.

The sustainability statement is based on relevant legal norms and recognised standards. In addition to the ESRS mandatory disclosures, Stadler takes into account the requirements of the Swiss Code of Obligations (CO) on transparency regarding non-financial matters pursuant to Art. 964b CO, as well as the obligations of due diligence pursuant to Art. 946j CO. In particular, reporting is supplemented by Art. 964a et seq. CO in accordance with the Task Force on Climate-related Financial Disclosures (TCFD) and implements the requirements of Art. 964c para. 1 no. 4 CO by means of appropriate organisational measures to prevent corruption.

**Information disclosed in this report**

Stadler has made a structured selection of the relevant disclosure requirements on the basis of the materiality assessment (see the "Double materiality" section). It is generally assumed that all disclosure requirements relating to the topics identified as material are relevant. In individual cases where specific information has no connection to the identified material impacts, risks, or opportunities, certain information or parameters are not disclosed. These exceptions are explained transparently in the relevant sections of the report as well as in the ESRS Index in the appendix.

In addition, due to insufficient data availability, Stadler has applied the permitted gradual transitional provisions to omit the following information in the first year of preparation of its sustainability statement in accordance with the ESRS:

- SBM-3 48d Anticipated financial effects of material risks and opportunities on the financial position, financial performance and cash flows over the short, medium and long term.
- E1-9 Anticipated financial effects from material physical and transition risks and potential climate-related opportunities
- E2-6 Anticipated financial effects from material pollution-related risks and opportunities
- E5-6 Anticipated financial effects from material resource use and circular economy-related risks and opportunities
- S1-11 Social protection

Optimised data collection processes have already been implemented to allow full disclosure in the future.

A complete overview of all disclosure requirements contained in the ESRS and covered by this report, including a brief description of any reasons for omission, is provided in the ESRS Index.

*EU Taxonomy*

In addition to the ESRS data points, the report includes the disclosure of the taxonomy-aligned proportion of environmentally sustainable economic activities in accordance with Article 8 of Regulation (EU) 2020/852. This represents the proportion of economic activities that align with the technical assessment criteria of the EU Taxonomy.

*Other disclosed data points*

Stadler is also subject to other legal requirements for the disclosure of sustainability information, in particular the provisions on non-financial reporting in accordance with Art. 964 CO. Additional information is therefore disclosed that is considered “not material” according to the ESRS materiality assessment but is nevertheless reported for legal reasons. This applies to the topics of anti-corruption and climate adaptation. Reporting on climate-related issues is based on the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD).

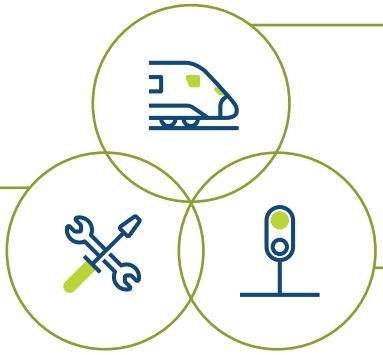
In addition to the ESRS disclosure requirements, company specific KPIs have been defined and disclosed in the relevant sections of the report (described in the tables as “specific”). These company-specific key figures are important for Stadler’s business activities and are therefore collected in addition to other key figures. By integrating additional information into this report, Stadler ensures that information that is not material but is required by law and expected by stakeholders is also presented transparently.

# Company profile

**Stadler develops, designs and manufactures rail vehicles and is increasingly also taking on responsibility for their long-term maintenance. As a system integrator, Stadler combines in-house development and manufacturing expertise with a broad supplier network so that it can offer complete solutions for the entire vehicle life cycle.**

**Company segments and sites**

Stadler Rail is headquartered in Bussnang (Switzerland). Stadler also operates several production and component sites worldwide, as well as various service locations. An overview of sites can be found on page 7 of the Annual Report. In total, Stadler employed 17,119 people in the reporting year. Stadler Rail has been listed on the Swiss stock exchange since 2019 and reports in the "Rolling Stock", "Service and Components" and "Signalling" segments. In the 2025 financial year, the Stadler Group generated revenue of CHF 3.7 billion. Around 80 percent of this revenue is achieved by the "Rolling Stock" segment. The "Service and Components" segment is responsible for 17 percent of revenue. The remaining revenue is attributable to the "Signalling" segment. Further details can be found on page 188 of the Financial Report.



**Rolling Stock**

Rolling stock includes locomotives, high-speed and intercity trains, regional and suburban trains, underground trains, tram-trains, trams, and rack railways.

**Service and Components**

Service and Components covers the entire service business – from spare parts, overhauls, repairs and modernisations to full-service maintenance – and is complemented by the supply of key components such as car bodies and bogies.

**Signalling**

Signalling includes solutions for fully and partially automated driving, automatic train protection (European Train Control System, ETCS), classic trackside signalling technology, CBTC complete systems, as well as signalling and passenger information systems.

**Sales markets and customer groups**

Stadler is one of the world's top five suppliers of rail vehicles and has been the market leader in the field of alternative drives since 2022.

The global rail vehicle market has an estimated volume of around 160 billion euros. The relevant market for Stadler is worth around 60 billion euros and includes high-speed trains, intercity trains, regional and suburban trains, underground trains, tram-trains, trams, locomotives and sleeper cars. The company's customer groups are highly diversified; depending on the segment and order, Stadler works with public and private rail transport operators, infrastructure operators and system customers.

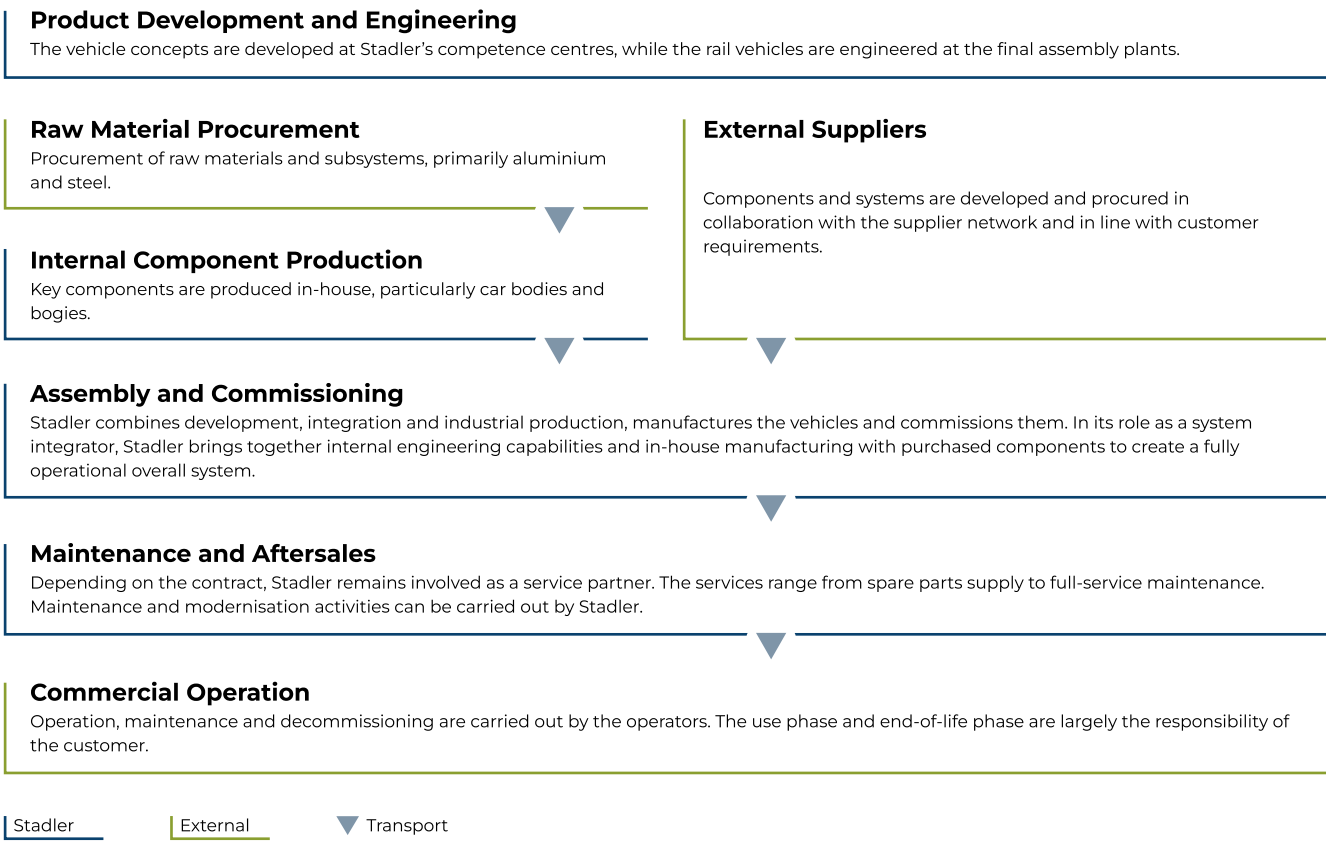
**Value chain**

As a system integrator, Stadler coordinates cooperation between suppliers of raw materials, components and subsystems and the subsequent operators along the entire value chain.

Upstream value creation begins with the procurement of key materials: around 85% of a train consists of metals, particularly aluminium and steel, which are mainly sourced from Europe as semi-finished products such as aluminium structural profiles and panels. It also uses other material groups including polymers, elastomers, electronics, glass and modified organic natural materials. Procurement is decentralised in the production plants, but coordinated centrally. As production schedules are tight, on-time and quality-assured delivery is crucial. The combination of local production and local procurement strengthens proximity to customers and suppliers and enables Stadler to respond to changes in an agile manner. Further information can be found under "Supply chain management".

Stadler is responsible for the integration, production and commissioning of vehicles in its own value chain. It also provides contractually agreed services. Downstream value creation lies with the operators; Stadler remains involved by providing service and maintenance in line with individual contractual arrangements. Depending on the model, Stadler makes a significant contribution to vehicle availability and maintenance. In the field of signalling, Stadler offers solutions for fully and partially automated driving, automatic train protection (European Train Control System, ETCS), classic trackside signalling technology and CBTC solutions for complete systems, as well as interlocking technology and passenger information systems.

Along this value chain, Stadler is represented nationally and internationally in over 140 associations and interest groups, including transport and rail industry associations, business and trade associations, employers' organisations, standards associations and specialist bodies. These include Swissrail, the VDB, APTA, IG Metall and Unia. The following graph illustrates Stadler's value chain.


Product Development and Engineering
The vehicle concepts are developed at Stadler's competence centres, while the rail vehicles are engineered at the final assembly plants.
Raw Material Procurement
Procurement of raw materials and subsystems, primarily aluminium and steel.
Internal Component Production
Key components are produced in-house, particularly car bodies and bogies.
External Suppliers
Components and systems are developed and procured in collaboration with the supplier network and in line with customer requirements.
Assembly and Commissioning
Stadler combines development, integration and industrial production, manufactures the vehicles and commissions them. In its role as a system integrator, Stadler brings together internal engineering capabilities and in-house manufacturing with purchased components to create a fully operational overall system.
Maintenance and Aftersales
Depending on the contract, Stadler remains involved as a service partner. The services range from spare parts supply to full-service maintenance. Maintenance and modernisation activities can be carried out by Stadler.
Commercial Operation
Operation, maintenance and decommissioning are carried out by the operators. The use phase and end-of-life phase are largely the responsibility of the customer.
Stadler
External
Transport

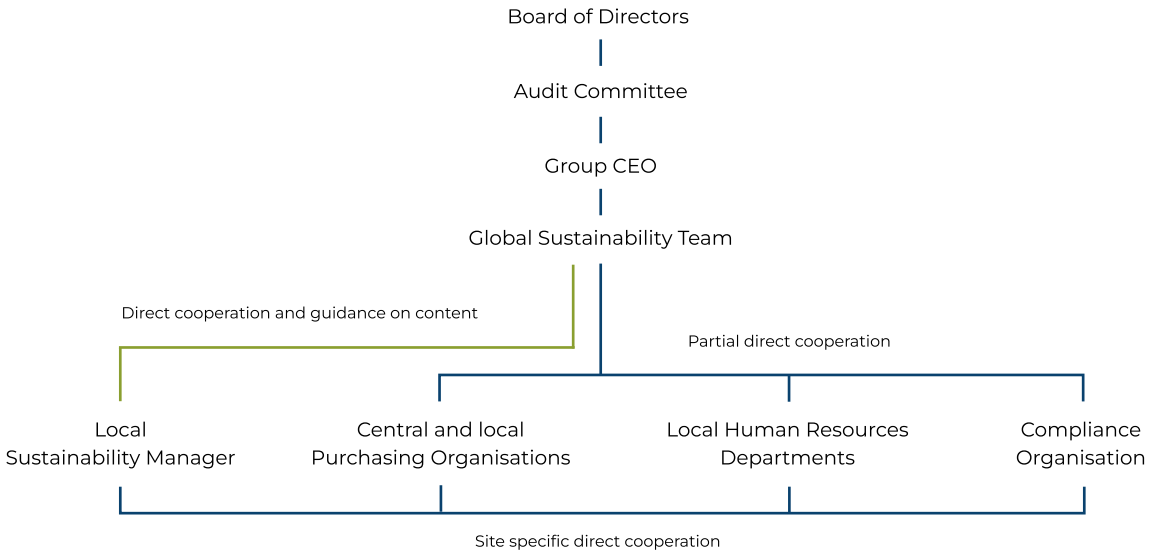
**External certifications**

Stadler makes no compromises when it comes to quality. At all bigger locations, Stadler relies on externally verified assessment of quality, environmental, and social aspects based on internationally recognised standards. An overview of the certifications of company sites is shown in the certification matrix below:

| ISO | 9001 | 22163 / IRIS | 14001 | 45001 | 50001 | 27001 | ECM1 | ECM2 | ECM3 | ECM4 | 18085 | 15085-2 | 17460 |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Production sites** | | | | | | | | | | | | | |
| Stadler Rail Schweiz AG | ● | ● | ● | ● | | ● | | | | ● | | ● | ● |
| Stadler US Inc. | ● | ● | ● | ● | | | | | | | | | |
| Stadler Deutschland GmbH | ● | | ● | | ● | | | | | | | | |
| Stadler Rail Valencia S.A.U. | ● | ● | ● | ● | | ● | ● | ● | ● | ● | | ● | ● |
| Stadler Kazakhstan LLP | ● | | ● | ● | | | | | | | | | |
| Stadler Polska Sp.z.o.o. | ● | ● | ● | ● | | ● | ● | ● | ● | ● | | ● | ● |
| CJSC Stadler Minsk | ● | | ● | ● | | | | | | | | ● | |
| **Component sites** | | | | | | | | | | | | | |
| Stadler Winterthur AG | ● | | ● | ● | | | | | | | | | |
| Stadler Stahlguss AG (Biel) | ● | | ● | ● | | | | | | | ● | | |
| Stadler Szolnok Kft. | ● | ● | ● | ● | ● | | | | | | | | |
| Stadler Środa Sp.z.o.o | ● | ● | ● | ● | | | | | | | | ● | |
| **Signalling** | | | | | | | | | | | | | |
| Stadler Signalling AG | ● | | ● | ● | | ● | | | | | | ● | |
| Stadler Mannheim GmbH | ● | | ● | | | From 2026 | | | | | | | |
| Stadler Signalling Deutschland GmbH | ● | | ● | | | From 2026 | | | | | | ● | |
| **Service** | | | | | | | | | | | | | |
| Stadler Service AG | ● | ● | ● | ● | | ● | ● | ● | ● | ● | | ● | ● |
| Stadler Service Nederland BV. | ● | ● | ● | ● | | ● | | | ● | ● | | | |
| Stadler Service Norway AS | ● | | ● | ● | | ● | | | ● | ● | | | |
| Stadler Service Polska Sp. z o.o. | ● | | ● | ● | | ● | | | | | | | |
| Stadler Rail Service UK Ltd. | ● | | ● | ● | | ● | | | | | | | |
| Stadler Service Sweden AB | ● | | ● | ● | | ● | | | | ● | | ● | |
| Stadler Service Italy S.r.l | ● | | ● | ● | | ● | ● | ● | ● | ● | | | |
| Stadler Rail Service Deutschland GmbH | ● | | ● | ● | ● | ● | ● | ● | ● | ● | | ● | ● |
| Stadler Magyarország Kft. | ● | ● | ● | ● | | ● | | | ● | ● | | | |

## Sustainability governance

**Stadler's Annual Report contains a detailed Governance Report (from page 140) which provides information on the composition of the Board of Directors, the Audit Committee and the Executive Board, and outlines their duties and responsibilities. The following section examines the aspects of governance that are directly related to sustainability matters.**




**Board of Directors**

The Board of Directors takes on key responsibilities within the framework of corporate governance. In particular, this includes supervising the company, issuing the necessary directives and defining the corporate strategy, including the sustainability strategy. Considering and monitoring relevant sustainability issues are a central part of its role. This involves integrating impacts, risks and opportunities into the corporate strategy, overseeing the risk management process and guiding key corporate decisions.

By approving the materiality assessment, the Board of Directors determines the basis for the sustainability strategy. In addition, the Board of Directors monitors the target setting in relation to material impacts, risks, and opportunities. It examines various information and key sustainability topics, including the following aspects in particular:

1. **Strategy monitoring:** the Board of Directors examines whether the strategy and target paths are compatible with material impacts, risks and opportunities. It receives regular reports on performance indicators, target achievement and deviations. Decisions are adjusted if necessary (e.g. readjustment of targets, prioritisation of actions).
2. **Important transactions:** whenever decisions are made on major investments, the risks and impacts on the sustainability strategy are reviewed and incorporated into the decision-making process.
3. **Risk management procedures:** ESG-related material impacts, risks and opportunities are included in the overarching risk map. Monitoring takes place via reports drawn up at least one a year based on a traffic light system and defined actions.

The material impacts, risks and opportunities examined by the Board of Directors and the Executive Board can be found in the list of material IROs (page 61).

*Skills and expertise of the Board of Directors*

The members of the Board of Directors have many years of experience in the rail and mobility industry and are familiar with the products, markets and geographical regions of activity relevant to Stadler. Their industry-specific expertise gives them a good understanding of significant developments and trends. The individual qualifications and main areas of expertise of the Board members are presented in detail in the Corporate Governance Report (see the "Board of Directors" section).

Sustainability matters are monitored based on the expertise available within the Board and by means of regular reviews of strategic and regulatory developments and the assessment of material sustainability impacts, risks and opportunities. A global sustainability team that reports directly to the Group CEO is responsible for reporting, legal compliance, sustainability controlling and the implementation of the sustainability strategy in association with individual Group sites. The organisation and working methods of this global sustainability team are described in more detail later in the report (see section "Global sustainability team"). The combination of Board governance and sustainability expertise embedded in the organisation ensures that sufficient knowledge is available to analyse and evaluate sustainability matters in relation to material impacts, risks and opportunities and to derive effective management concepts and actions from this analysis.

*Composition and diversity of the Board of Directors*

| Criterion | Information |
|---|---|
| Number of Executive Members | 1 |
| Number of Non-Executive Members | 7 |
| Representation of Employees and Other Workers | 0 |
| Relevant Experience for the Company's Sectors, Products and Geographical Locations | 8 |
| Gender Ratio (F:M) | 1:3 |
| Proportion of Independent Board Members (according to the "Swiss Code of Best Practice for Corporate Governance") | 7 |

**Audit Committee**

As set out in the Organisational Regulations, the Audit Committee is made up of elected members of the Board of Directors. It defines the principles of external auditing and is responsible for their implementation. The committee also examines the reports of the statutory auditors and the Group auditors and informs the Board of Directors of its findings. In addition, the Audit Committee monitors the effectiveness of the compliance programme and the compliance organisation.

**Executive Board**

*Management responsibility*

Technical responsibility for sustainability at management level lies with the Group CEO. He assumes operational responsibility for sustainability procedures, controls and processes. Responsibilities are clearly assigned. The CEO also has overall responsibility for integrating sustainability into the corporate strategy. Material topics and targets are agreed within the Executive Board.

*Role of the Executive Board*

The Executive Board defines specific action plans, milestones and interim targets that are firmly embedded in the sustainability strategy and reviewed on an annual basis. Progress is monitored according to defined performance indicators and monitoring systems. The members of the Board of Directors are kept regularly informed of the implementation status, the achievement of targets and relevant events, typically at meetings of the Board of Directors and the Audit Committee.

*Diversity of the Executive Board*

The gender ratio in the Executive Board is currently zero women to eleven men. All members of the Executive Board have relevant experience in the company's sectors, products and geographical locations. Detailed information on the members of the Executive Board can be found in the Corporate Governance Report (see Stadler "Group Executive Board" section).

*Global sustainability team*

Stadler has a global sustainability team that is directly accountable to the Group CEO. This team is responsible for reporting, legal compliance on sustainability and the implementation of the sustainability strategy and actions to achieve the targets in association with the different sites in the Group.

The global sustainability team manages the Group programme to implement laws and regulations in connection with sustainability, manages the definition of targets, is responsible for Group-wide sustainability controlling and prepares the Sustainability Report. This is done in close cooperation with the local sustainability managers at the Group sites. To ensure efficient and effective cooperation, sustainability is embedded throughout the Group in a matrix organisation. Close cooperation enables the standardised collection of reported key figures. Regular exchanges within the sustainability organisation as a whole help ensure the continuous development and expansion of Group-wide knowledge in this dynamic environment.

*Reporting to the CEO and the Executive Board*

The Head of Global Sustainability provides the Group CEO with an update on the status of material sustainability matters and developments once a fortnight. If necessary, information and coordination also takes place within the Executive Board in general. In addition, as part of its annual reporting, the Executive Board carries out a review and assessment of the development of sustainability impacts and performance.

**Remuneration**

The company's remuneration system does not yet include any climate-related or other sustainability-related incentive system. There is therefore no performance evaluation based on the targets presented on page 58.

**Due diligence statement**

Stadler has a process in place to fulfil its human rights and environmental due diligence obligations that is based on internationally recognised standards such as the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Enterprises. This process is integrated into management responsibilities and applies to the entire value chain as far as possible.

The most important steps in this process, which range from risk analysis to effectiveness monitoring, are described in various sections of the sustainability statement. A detailed description of the key elements of corporate due diligence obligations can be found in the appendix.

| Key element of due diligence | Sections in the sustainability statement |
|---|---|
| a) Integration of due diligence into governance, strategy, and business model | General disclosures » Sustainable Governance<br>General disclosures » Integrated sustainability strategy<br>General disclosures » Key impacts, risks and opportunities at a glance<br>Environmental information » Climate change » Resilience analysis<br>Topic-specific chapters » IRO table |
| | Environmental information » Climate change » Report in accordance with TCFD » Governance[1]<br>Environmental information » Climate change » Report in accordance with TCFD » Strategy[1] |
| b) Involvement of affected stakeholders | General disclosures » Interests and views of stakeholders<br>General disclosures » Double Materiality<br>Social information » Own workforce » Procedure for engaging with own workforce<br>Social information » Own workforce » Procedure for remedying negative impacts<br>Topic-specific chapters » Guidelines, targets and measures |
| c) Identification and assessment of negative impacts | General disclosures » Double Materiality<br>General disclosures » Integrated sustainability strategy<br>General disclosures » Key impacts, risks and opportunities at a glance<br>Environmental information » Climate change » Report in accordance with TCFD » Risk management |
| | Environmental information » Climate change » Report in accordance with TCFD » Risk management[1]<br>Environmental information » Climate change » Report in accordance with TCFD » Strategy[1] |
| d) Measures against these negative effects | Environmental information » Climate change » Transition plan for climate change mitigation<br>Topic-specific chapters » Measures |
| | Environmental information » Climate change » Report in accordance with TCFD » Strategy[1] |
| e) Tracking the effectiveness of these efforts and communication | General disclosures » Integrated sustainability strategy<br>Topic-specific chapters » Performance indicators<br>Topic-specific chapters » Targets |
| | Environmental information » Climate change » Report in accordance with TCFD » Strategy[1] |

[1] Due diligence obligations in connection with reporting pursuant to Art. 964a ff. OR in accordance with the Task Force on Climate-related Financial Disclosures (TCFD)

**Risk management and internal controls over sustainability reporting**

Stadler has set up a structured risk and internal control system (ICS) to monitor sustainability reporting, which defines responsibilities, processes, IT interfaces and quality assurance.

Risk assessment is based on a standardised approach, e.g. probability of occurrence × impact, depicted in a heatmap (e.g. on a scale of 1 to 5). Priorities are set according to defined thresholds and a traffic light system. The assessment is updated and reported on to the Board of Directors as part of a full annual review. Risk assessment and control findings are systematically integrated into internal functions, in particular for planning processes and company-wide reporting.

The Board of Directors is responsible for the final assessment and approval of the quantitative and qualitative information in this sustainability statement. It is also responsible for strategic decisions relating to the materiality assessment, sustainability management and sustainability reporting.

There are material risks in the company's reporting process that can influence the quality and completeness of reporting. One of these material risks concerns the completeness and quality of data, particularly in areas where Stadler is dependent on information from suppliers or other third parties, as missing or incomplete information can significantly impair the informative value of the report. Process and data obligations have been defined and implemented to minimise this risk. These measures ensure that all relevant data is systematically recorded and verified. Other risks may also arise, which are assessed individually depending on the company's situation and addressed using suitable mitigation approaches.

The data relevant to sustainability reporting is collected, checked and processed according to defined processes and responsibilities. Quantitative data is collected by the global sustainability team, processed centrally and checked for plausibility. Data collection and monitoring are the responsibility of the Local Sustainability Managers, who in turn collate the necessary data locally with the QEHS, HR and Finance departments.

Stadler relies on external certifications to systematically record and evaluate environmental and social aspects.

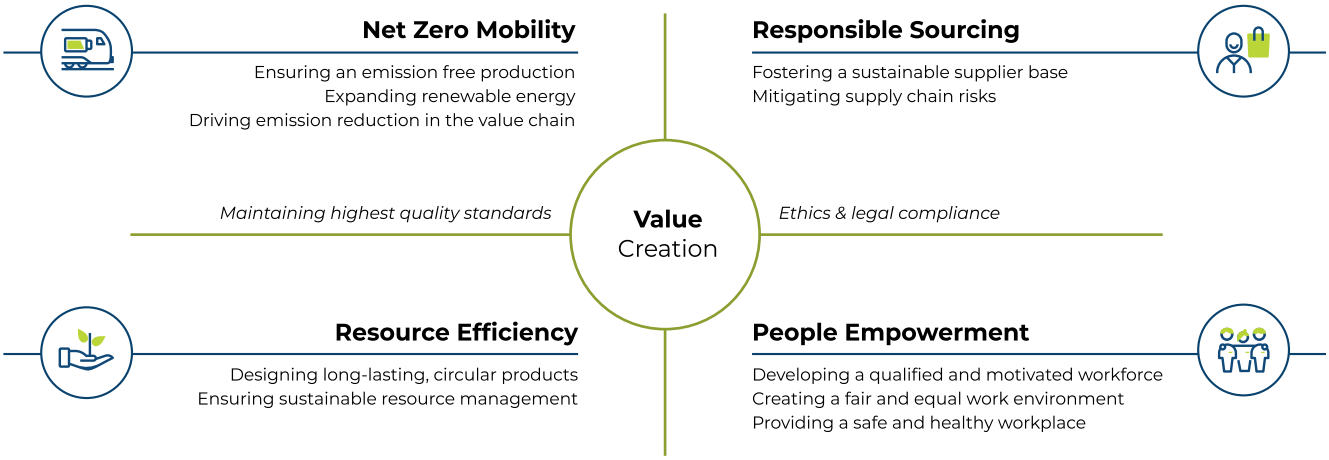
## Integrated sustainability strategy

**Sustainability is an effective lever for Stadler's corporate strategy. Stadler holds a strong position in the field of alternative, climate-friendly drive systems and is actively shaping the sustainable transformation through innovation, efficiency and the strengthening of employee, customer and supplier relationships. For Stadler, this means that sustainability remains a clear differentiator and a key driver of trust, innovation and growth. The market demands sustainability, the public expects it, and the next generation chooses employers who act responsibly.**

Stadler operates in a sustainability environment that is shaped by dynamic regulation in the EU and Switzerland and subject to project-related requirements. Due to these framework conditions, the company frequently falls within the scope of new regulations and therefore consistently ensures compliance and forward-looking management. At the same time, customers are incorporating sustainability criteria into tenders. Participation requires solid supporting documents, effective environmental management systems, greenhouse gas reduction pathways, social value contributions, responsible procurement and independent ratings. Furthermore, Stadler is convinced that a globally active company must make a significant contribution to achieving the United Nations' development goals and overcoming global challenges. Stadler is therefore establishing sustainability as an integral part of its strategy, business model and value chain.

Four fields of action were defined on the basis of the materiality assessment:
- *Net Zero Mobility,*
- *Resource Efficiency,*
- *Responsible Sourcing* and
- *People Empowerment.*

These fields of action are reinforced by the principle of *Value Creation*, which focuses on the highest quality standards and on ethical and legal conduct. This structure provides guidance throughout the Group, prioritises topics along the core processes and forms the basis for downstream target and action management.
The individual areas of action within the strategy are described below, along with their contribution to the United Nations' development goals.




### Net Zero Mobility


In the Net Zero Mobility field of action, Stadler is aligning its own sites and the upstream and downstream value chain with a resilient and science-based decarbonisation pathway, thereby addressing material climate-related requirements and impacts along Scope 1, 2 and 3.

The focus is on clear guidelines, energy and process efficiency, the gradual expansion of renewable energies and the substitution of fossil fuels in order to meet regulatory requirements, customer expectations and energy price volatility, while increasing planning security and supply stability at the same time. Where appropriate, in-house energy generation and suitable procurement models are used to minimise price and supply risks. The approach is aligned with market and regulatory expectations as well as with internationally recognised target systems such as the Science Based Targets initiative (SBTi), which stipulates that carbon offsetting through compensation projects is not permitted.

Emphasis is placed on production and energy supply at Stadler sites, on procured raw materials and materials with high greenhouse gas emissions and on the customer's usage phase. In addition, the supply chain is being successively integrated into the reduction strategy in order to cut Scope 3 emissions and

strengthen procurement resilience. In the short term, the priority is to introduce basic guidelines and initial action plans. In the medium to long term, more attention will be paid to technological changes, cooperation with suppliers and product and system innovations.

In financial terms, the transformation and the associated supply chain activities will primarily require investments and organisational adjustments in the short term, while operating cost effects, better planning and competitive advantages in $CO_2$-sensitive markets are expected in the medium to long term. Overall, this approach ensures the resilience of the strategy and business model to regulatory and energy market risks.

**Resource Efficiency**


In the Resource Efficiency field of action, Stadler is pursuing a consistently circular-based strategy for its product portfolio and production processes to address significant resource-related impacts of raw material extraction and processing, material efficiency, use of secondary materials, and waste and cycle management.

The main areas of impact are in product development, procurement, design and production, while transparency is increasingly required in tenders. The key levers are product and industrial design based on life cycle thinking, the standardisation of environmental product data as a basis for supporting documentation and decisions in tenders, and effective waste and resource management at all sites. In addition, cooperation with suppliers is being strengthened to optimise the use of materials and recycled content on a project and site-specific basis and to explore options for increasing recycled content and providing reliable data. This also supports GHG reduction in the supply chain.

Stadler is taking action for important market and resource-related reasons: circularity KPIs and higher recycling rates are increasingly becoming industry benchmarks and creating competitive advantages. Life cycle assessments and environmental product declarations (LCA/EPD) are becoming established as standard documentation and decision-making criteria, and stricter disclosure and documentation obligations are increasing the pressure to act. In addition, conserving primary resources by improving recycling and utilisation rates helps to reduce environmental pollution and material dependencies.

From a financial perspective, short-term efforts mainly concern data transparency, process adjustments and circular economy measures. In the medium term, cost savings through material efficiency and waste reduction will become noticeable, and in the long term, competitive advantages may result from circular design and reliable documentation. This strategy also increases the company's resilience to price and availability risks on raw material markets.

**Responsible Sourcing**


Responsible Sourcing strengthens the governance, resilience and integrity of the supply chain and establishes effective measures for developing the company's own organisation and business partners in the supply chain.

The core elements are the binding Code of Conduct for all business partners, risk-based assessments with in-depth analyses of high-risk groups and the gradual expansion of ESG audits. Training in the purchasing organisations, alignment with recognised guidelines and close cooperation with suppliers clarify expectations and integrate them firmly into processes. A predominantly European supplier base helps ensure short delivery distances, high-quality standards and rapid response times. At the same time, the supply chain is being prepared for increasing regulatory requirements.

Our processes address compliance and governance-related risks along the value chain. These risks can arise from deviations from legal, normative, or internal requirements and can lead to legal, contractual, and reputational risks, as well as market access restrictions. Stadler is therefore also taking action to strengthen trust and its brand in a targeted manner. Responsible procurement meets the growing expectations of customers, investors and supervisory authorities, promotes innovation and efficiency through partnership-based collaboration and increases responsiveness in volatile markets by prioritising regionality and agility.

In financial terms, this involves short-term expenditure on systems, assessments, audits and training. In the medium and long term, a resilient supplier network helps to reduce risks and secure access to markets with high obligations in terms of governance and due diligence.

**People Empowerment**


In the People Empowerment field of action, Stadler is combining qualification initiatives and the long-term retention of employees with a fair, inclusive working environment and high health and safety standards.

This addresses material topics affecting the company's own workforce which apply to all Stadler sites and to its central HR processes. Current challenges include the shortage of skilled labour, staff turnover and additional skills requirements. In addition, the health of Stadler's employees is always a top priority. Further opportunities can be harnessed in employer branding, quality, productivity and innovation.

There are plans for a Group-wide employee survey with subsequent action plans, the systematic expansion of training and further education programmes and structured gender equality management. Key figures on occupational health and safety are firmly integrated into the control system. The safety culture and site-specific early warning indicators help to detect risks at an early stage and protect the health and safety of employees at all times. Regular, systematic feedback creates transparency about strengths and improves management. Clear employer positioning increases attractiveness and loyalty in a tight labour market, while effective qualification initiatives reduce fluctuation costs and increase quality and productivity on a permanent basis.

In the short term, expenses are incurred for surveys, training and safety measures. In the medium to long term, Stadler expects efficiency and quality gains, lower fluctuation and cancellation costs, as well as greater attractiveness as an employer. Overall, the systematic development, diversity and protection of the workforce increases the resilience of the business model over long project durations.

**Value Creation**

Value Creation is a fundamental principle of the corporate strategy alongside the fields of action on specific topics. It encompasses key principles of acting with integrity, complying with the law and acting responsibly at all sites, while also adhering to the highest safety standards in public transport.

The focus is on creating added value for customers, passengers and society by providing rail vehicles that are innovative, reliable and safe. Maintaining the highest quality standards is crucial. This ensures product quality and technical reliability as well as the protection of passengers, operating personnel and third parties. Product safety is a core component of Stadler's corporate culture and quality promise. To live up to this promise, Stadler continuously invests in robust quality and safety management and in the integration of technical and regulatory developments into its production processes. Furthermore, Stadler sees compliance with ethical responsibility and conformity with laws and guidelines as the basis of a corporate culture of integrity that creates long-term trust and allows sustainable value creation.

Deviations from legal, normative or internal requirements can lead to legal and liability risks, operational disruptions, market access restrictions and considerable reputational damage. At the same time, a strong corporate culture, reliable supply chains and above-average product and safety performance open up new opportunities.

In the short term, this involves expenditure on systems, assessments, audits and training, as well as on testing and authorisation processes. In the medium and long term, however, stable approval and operating processes, a good safety record and a strong brand will strengthen Stadler's profitability and financial position. Overall, an actively enforced culture of integrity and compliance makes the business model more resilient to regulatory changes and stakeholder expectations.

**Quantitative targets – key topics**

As part of the transition to ESRS reporting, current targets were re-evaluated compared to the previous year and revised as required. The targets relate to the full scope of consolidation.

| Targets | Baseline | Progress | Targets |
|---|---|---|---|
| **Net Zero Mobility** | | | |
| Reduction of Scope 1 and Scope 2 emissions | 2022: **40,817 $tCO_2$** | 36,892 $tCO_2$ (–9.6%) | 2030: **–50%**<br>2050: **–100%** |
| Increase in the share of renewable energies in total energy consumption | 2022: **26%** | 33.4% | 2030: **50%** |
| Reduction of Scope 3 emissions | 2024: **5,327,112 $tCO_2$** | 7,898,266 $tCO_2$ (+48.3%) | 2030: **–25%**<br>2050: **–100%** |
| **Resource Efficiency** | | | |
| Increase the secondary material share in aluminium | 2024: **42%** | 42% | 2030: **50%** |
| Increase in the waste recycling rate | 2022: **39.5%** | 50.7% | 2030: **60%** |
| Preparation of a life cycle analysis for each combination of train type and drive type for which more than 25 vehicles were sold for passenger transport | | 29.4% | 2030: **100%** |
| **Responsible Sourcing** | | | |
| Signed codes of conduct for new suppliers | | 95.6% | 2026: **100%** |
| Development of a concept and training of the entire procurement organization on the topic of sustainable procurement | | new | 2028: **100%** |
| In-depth sustainability analysis is carried out for all new suppliers posing a risk | | 94.7% | Continuously: **100%** |
| **People Empowerment** | | | |
| Reduction in unwanted turnover rate | 2022: **12.1%** | 4.3% | Continuously: **<7.5%** |
| Increasing the proportion of women in management positions | 2025: **14.6%** | 14.6% | 2030: **20%** |
| Reduction in Lost-time incident rate (LTIR) | 2022: **LTIR 19.2** | 12.3 (–35.9%) | 2030: **LTIR 9.6 (–50%)** |

# Interests and views of stakeholders

**Stadler's business model is linked to a large number of stakeholder groups that include suppliers of raw materials and components, rail transport operators and the relevant authorities, as well as passengers, employees, investors and society in general.**

### Key stakeholder groups and cooperation

Stadler carried out a stakeholder relevance assessment in 2025 as part of its double materiality assessment. It took into account the extent to which a stakeholder can influence Stadler's decisions, processes or results, as well as the extent to which a stakeholder is dependent on Stadler's services and decisions in order to meet its own targets. The most important stakeholders are employees, customers, suppliers, investors and authorities.

**Employees** are considered a key factor for success, which is why Stadler places great importance on good working conditions, targeted qualification and long-term career prospects. At the same time, employees expect an attractive and safe working environment, opportunities for development and a future-oriented corporate culture – expectations that Stadler meets with corresponding measures.

**Customers** are closely involved in the development and production processes. Their expectations regarding safe, reliable and increasingly sustainable mobility solutions are central to this process. Stadler positions itself as a partner that designs trains from the customer's perspective and supports the operation of the vehicles with a service offering aimed at ensuring long-term partnerships.

Since Stadler manufactures only part of its components in-house, high-performing **suppliers** are a key element of the value chain. For this reason, the company has intensified its engagement with suppliers in recent years to ensure reliable and sustainability-oriented supply chains, while also meeting supplier expectations regarding fair, long-term collaboration and clear ESG requirements.

**Investors,** including more than 35,000 shareholders, are addressed through regular and transparent reporting as well as the General Assembly as a platform for dialogue, ensuring that their expectations for transparency and long-term value creation are met.

In the regulated rail sector, **authorities** play a central role, as they are responsible for approvals, safety requirements, environmental matters and other permits. Stadler maintains continuous dialogue with the relevant bodies, ensuring compliance with legal and regulatory standards, product safety, and contributions to climate and transport objectives in line with the expectations of the authorities.

### Interests that could influence Stadler's strategy and business model

Stadler uses the stakeholder relevance assessment and the results of the double materiality assessment to understand the interests of its most important stakeholders in relation to its strategy and business model. For the purpose of the materiality assessment, representatives of the prioritised stakeholder groups were directly involved in the process. Their feedback on expectations, concerns and sustainability matters was compared with the internal assessments of impacts, risks and opportunities and integrated into the definition of material topics. At the same time, the relevant interface functions – such as procurement and supplier management, product development and sales, finance and investor relations – engage in constant dialogue with their stakeholders. This ensures that suggestions and requirements from day-to-day business are continuously incorporated into processes, guidelines and improvement measures.

The findings from stakeholder dialogue had a direct influence on the clarification of the sustainability strategy and the definition of the fields of action. They form the basis for the alignment of Stadler's business model with long-term value creation. Stadler achieves this in various ways, for example by facilitating climate-friendly and resource-efficient mobility solutions, ensuring a robust and responsible supply chain, strengthening its own workforce, and applying high quality and safety standards in development, production and operations.

Stadler's aim is to further strengthen cooperation with stakeholders, identify expectations at an early stage and systematically incorporate results into strategic decisions and action programmes. The results of the double materiality assessment– including the assessments of stakeholder influence and dependency – and the findings from stakeholder dialogue are incorporated into internal reporting in aggregated form. The relevant management bodies will use this information to assess the significance of stakeholder interests for the strategy, business model and sustainability-related key topics and take it into account in decision-making processes.

# Double Materiality

**New methodology according to ESRS**

The company's last materiality assessment was carried out in 2023 in accordance with the requirements of the Global Reporting Initiative (GRI). In 2025, a new methodology for determining and assessing material impacts, risks and opportunities in accordance with the principle of "double materiality" was applied for the first time. This was implemented in a documented process in accordance with the requirements of the European Sustainability Reporting Standards (ESRS).

**Process description**

The first step was to set up a cross-divisional group of experts made up of representatives of ESG Global, QEHS (Quality, Environment, Health and Safety), Compliance, Human Resources, Production, Product Development, Project Management, Supply Chain Management, Finance and Sales. An external consulting team guided the entire process and assisted the internal group of experts with understanding the ESRS requirements, implementing the relevant processes and satisfying the documentation obligations.

Material topics were identified in a multi-stage process that consisted of a clear sequence of steps. Firstly, the relevant sustainability matters were described, consolidated and supplemented with company-specific topics based on the ESRS and other recognised frameworks. The next step was to analyse the internal and external context. A moderated workshop was then held to define focus topics for in-depth analysis. The main impacts, risks and opportunities along the value chain were analysed for each topic. The views of external interest groups were collected in a structured manner via internal interfaces to relevant stakeholder groups and included in the evaluation. Finally, the results were consolidated and scenarios for determining materiality were compared to determine the definitive set of material topics, which was agreed upon and approved with the management and the Board of Directors.

The assessment was carried out according to defined criteria in line with the requirements of the ESRS and in coordination with existing processes in the Group risk management system. The assessment was based on findings from previous risk assessments, as well as current internal data (consumption data, incident statistics) and external sources (industry databases, studies). Site-related factors were taken into account where possible. All assumptions made (business development, cost factors) were documented in order to ensure an objective understanding within the group of experts. Based on the results of the materiality assessment, the following topics were found to be most relevant to Stadler:

**E**

**E1:** Climate Change
**E1:** Climate Change Adaption*
**E1:** Energy
**E2:** Air pollution
**E5:** Resource inflows, including resource use
**E5:** Resource outflows related to products and services
**E5:** Waste

**S**

**S1:** Working at Stadler
**S1:** Health and safety
**S1:** Equal treatment and equal opportunities
**S1:** Training and skills development

**G**

**G1:** Compliance, ethics and integrity
**G1:** Management of supplier relationships, including payment practices
**G1:** Corruption and bribery*
**Specific:** Quality, product safety and customer protection

** Classified as immaterial in the double materiality analysis, but legally reportable.*

**Integration into risk management and future updates**

The results of the materiality assessment were integrated into the existing risk management system. Sustainability risks have been systematically harmonised and managed with other risk types. In addition, the company's sustainability strategy has undergone a review process based on the latest findings and has been optimised where necessary (see chapter "Integrated sustainability strategy").

An annual review and update of material topics should take place in the future, particularly if significant changes arise in the internal or external environment of the company.

## Overview of material impacts, risks and opportunities

| Topic | IRO | I / R / O | Category | Localization | Time horizon |
|---|---|---|---|---|---|
| **E1: Climate Change Adaption**[1] | Physical climate risks | R | Operational Risks | ●●● | ▬▬▬ |
| | Increasing climate requirements and regulations are promoting rail transport | O | Market Opportunities | ●●● | ▬▬ |
| **E1: Energy** | Environmental protection through sustainable energy management | I (+) | Environment | ●●○ | ▬ |
| | Uncertainties in energy supply | R | Market Price Risks | ●●○ | ▬ |
| | Cost advantages through the use of renewable energies | O | Cost Efficiency | ●●○ | ▬▬ |
| **E1: Climate protection** | GHG emissions Scope 1, 2 and 3 | I (-) | Environment | ●●● | ▬▬▬ |
| | Provision of low-emission transport technologies | I (+) | Society, Environment | ●●● | ▬▬▬ |
| **E2: Air pollution** | VOC emissions during production processes | I (-) | Environment | ●●● | ▬ |
| **E5: Waste** | Waste prevention and recycling | I (+) | Environment | ●●● | ▬▬ |
| | Efficient waste management | O | Cost Efficiency | ●●○ | ▬ |
| **E5: Resource outflows related to products and services** | Reduced environmental impact through sustainable product design | I (+) | Environment | ●●● | ▬▬▬ |
| | Durable and recyclable products and services | O | Market Opportunities | ●●● | ▬▬▬ |
| **E5: Resource inflows, including resource use** | Extraction and processing of raw materials | I (-) | Environment | ●●● | ▬▬▬ |
| | Use of secondary materials | I (+) | Environment | ●●○ | ▬▬ |
| | Resource scarcity in the value chain | R | Market Price Risks, Operational Risks | ●●● | ▬▬ |
| **S1: Working conditions** | Wage pressure due to skills shortages and global competition | R | Market Price Risks | ●●○ | ▬ |
| | Strengthening the employer brand | O | Competitiveness | ●●○ | ▬▬ |
| | Unwanted fluctuation | R | Operational Risks | ●●○ | ▬ |
| | Safe and fair jobs | I (+) | Society | ●●○ | ▬▬ |
| **S1: Training and skills development** | Qualification pressure exacerbates skills shortage | R | Management Risks | ●●○ | ▬▬ |
| | Innovation through highly qualified employees | O | Market Opportunities | ●●● | ▬▬▬ |
| | Competitiveness through internal know-how and training opportunities | O | Competitiveness | ●●○ | ▬▬ |
| **S1: Equal treatment and equal opportunities for all** | Employer attractiveness through inclusion | O | Competitiveness | ●●○ | ▬▬ |
| **S1: Health and Safety** | Prevention of illness and accident | O | Cost Efficiency | ●●○ | ▬ |
| **G1: Corporate Culture** | Outdated corporate culture reduces attractiveness | R | Reputational Risks | ●●○ | ▬▬ |
| | Corruption / Bribery: Risk of sanctions and liability claims | R | Regulatory Risks | ●●○ | ▬ |
| | Corruption / Bribery: Risk of losing a contract due to compliance violations | R | Order Loss Risk | ●●○ | ▬ |
| **G1: Management of supplier relation-ships, including payment practices** | Implementation of sustainability criteria in procurement | I (+) | Society, Environment | ●●● | ▬▬ |
| | Supply chain innovation through collaboration | O | Competitiveness | ●●○ | ▬▬ |
| | Dependencies in the supply chain | R | Management Risks | ●●○ | ▬ |
| | Regulatory costs | R | Regulatory Risks | ●●○ | ▬ |
| **Quality, product safety and customer protection** | Highest quality standards in public transport | I (+) | Society | ●●● | ▬▬▬ |
| | High product safety and quality improve brand perception | O | Competitiveness | ●○● | ▬▬ |

[1] not material, but relevant for TCFD

O = Opportunities / R = Risks / I (+) = Positive Impacts / I (-) = Negative Impacts

●●○ Upstream areas ○●○ Own operations ○●● Downstream areas

▬ Short term ▬▬ Medium term ▬▬▬ Long-term

# ENVIRONMENTAL INFORMATION

## Climate change

**Stadler has made climate change mitigation a central component of its sustainability strategy. As part of the Net Zero Mobility field of action, the company is aligning its sites, products and value chains with a science-based decarbonisation pathway in accordance with the criteria of the Science Based Targets Initiative (SBTi), supported by a corresponding transition plan for climate change mitigation. As a technology and market leader in the field of alternative drives, Stadler makes a significant contribution to reducing emissions in rail transport. At the same time, the company systematically analyses climate-related risks along the value chain as part of TCFD reporting, thereby strengthening its climate resilience. Stadler also uses the EU Taxonomy to demonstrate how its activities are helping to meet European climate and environmental targets. Overall, Stadler is positioning itself as a driving force for climate-friendly mobility and creating the necessary conditions for making a decisive contribution to the decarbonisation of the industry.**

**IRO table**

| Topic | IRO | I / R / O | Description | Management |
|---|---|---|---|---|
| E1: Climate change adaptation[1] | Physical Climate Risks | R | Production delays or failures as well as restricted deliveries due to acute or chronic climate risks (e.g. heat in production halls, water shortages, extreme weather events) | Specific Risk and Resilience Analysis (TCFD) |
| | Increasing climate requirements and regulations promote rail transport | O | National regulations and high carbon prices for specialised mobility solutions will increase, making the train the preferred mode of transport for domestic travel. | Provision of innovations and sustainable mobility solutions for railway operators (hydrogen, battery, etc.) |
| E1: Energy | Environmental protection through sustainable energy management | I (+) | Environmental protection through more efficient energy use and the expansion of renewable energies in our own infrastructure | Investments in solar power systems, heat pumps and energy efficiency measures at all locations; energy efficiency analyses by external partners |
| | Uncertainties in energy supply | R | Volatility of energy prices and uncertainties in energy supply | |
| | Cost advantages through the use of renewable energies | O | Reduced market price risk and long-term cost advantages in operational processes through the use of renewable energies, on-site energy generation and power purchase agreements. | |
| E1: Climate change mitigation | GHG emissions Scope 1, 2 and 3 | I (-) | GHG emissions in the upstream supply chain, in our own operations, and during product use | Reduction strategy according to SBTi |
| | Provision of low-emission transport technologies | I (+) | Supporting the climate goals of economies worldwide by providing, promoting and deploying innovations and technologies to reduce emissions in their own products | Further development and production of low-emission transport technologies (e.g. Stadler RS Zero or FLIRT $H_2$) |

[1] not material, but relevant for TCFD

**Transition plan for climate change mitigation**

Stadler is pursuing ambitious targets in the area of climate change mitigation (see section "Targets") . The transition plan is based on the scientifically grounded targets of the Science Based Targets initiative (SBTi) and aligns Stadler's climate strategy with the goals of the Paris Agreement. The transition plan includes both operational emissions and material sources of emissions along the value chain. The transition plan identifies various decarbonisation levers for achieving the climate targets. These decarbonisation levers are operationalised by actions that have already been implemented and others that are planned for the future, which are explained in more detail in the "Measures" section. In the future, the aim is to coordinate the transition plan even more closely with the overall Stadler strategy. Approval is also required from the Board of Directors.

*Scope 1 and Scope 2 decarbonisation*

Major decarbonisation levers in Scope 1 and 2 can be seen in the switch to green electricity (11% reduction compared to the 2022 emissions inventory), the company's own production of PV electricity (7%), the electrification of company vehicles (4%) and the replacement of fuel for heating purposes (3%). Various efficiency measures with regard to electricity and heating (2.5%) also help reduce greenhouse gas emissions. Stadler believes that there is another major lever in the ongoing decarbonisation of the energy mix that Stadler obtains from its en-

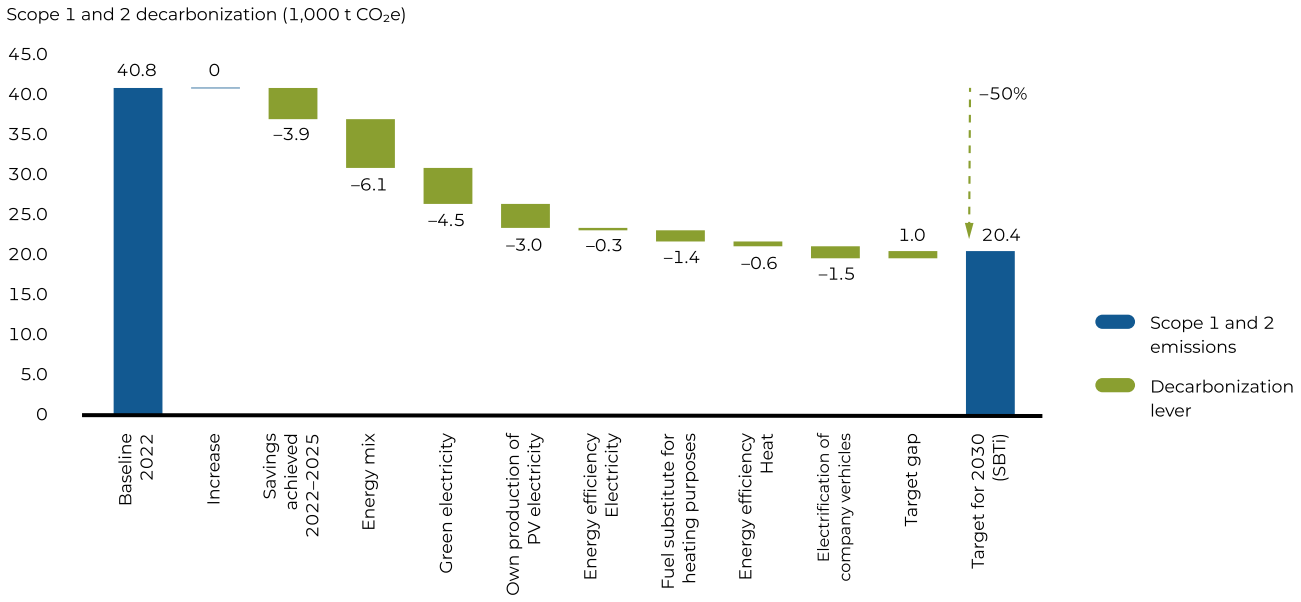
ergy suppliers (16%). Decarbonisation is based on the projected $CO_2$ intensity of the energy purchased. This assumption is made according to the historical development of the $CO_2$ intensity of the electricity mix.

The cumulative effect of the decarbonisation levers in Scope 1 & 2 (for the period 2026–2030) is around 17,500 t $CO_2e$, which corresponds to a decarbonisation of 44.5%. Added to this, $CO_2$ savings of approx. 3,900 t $CO_2e$ have been achieved to date (= 10% impact share) in relation to the reference year 2022. This means that the predicted $CO_2$ reduction is around 1,000 tonnes of $CO_2$ (= 4%) higher than the target savings that would be required to achieve the Scope 1 & 2 halving target. This buffer compensates for the lack of $CO_2$ savings as a result of unimplemented measures or growth-related emissions. In the event of unexpected excess emissions, additional actions are implemented to remain on track and avoid jeopardising target achievement. Stadler is continuously working on expanding the transition plan and will identify and exploit further decarbonisation opportunities by 2030.
The associated investment costs represent CHF 22.3 million for the Group as a whole. The annual operating costs arising from the operation and maintenance of the decarbonisation actions implemented amount to approximately CHF 400,000.

Embodied greenhouse gas emissions can impair the achievement of targets in Scope 1 & 2, as installations and products typically have long investment and usage cycles lasting several years or decades. At Stadler, potentially embodied emissions arise on the one hand from stationary heating systems (e.g. natural gas heating at individual sites), and on the other hand from company vehicles that still run on fossil fuels. Some of these capital assets will not reach the end of their useful life before 2030. Due to the high investment costs, the aim is to continue using them until the end of their life for economic reasons, although this limits the rapidity of Scope 1 & 2 decarbonisation. Consequently, the lack of $CO_2$ savings from these emission sources must be compensated for elsewhere by investing in solutions that are already more climate-friendly today.

The main levers and their impact on the targeted emissions reduction by 2030 are illustrated below.

**Transition plan: Scope 1 and 2**




*Scope 3 decarbonisation*
Stadler sees the greatest Scope 3 savings potential in the decarbonisation of the means of transport sold, which come under category 3.11 (use of sold products). Firstly, this is because of the importance of the decarbonisation of the energy mix in the countries where the means of transport are used. The projected increase in renewable energies will lead to a reduction in emissions linked to operating activities. Over five years, this corresponds to a cumulative reduction of around 20% in the underlying category. This results in an overall Scope 3 reduction of around 10%, which corresponds to an absolute reduction of around 540,000 tonnes of $CO_2e$. Another key decarbonisation lever in category 3.11 relates to the demand-driven increase in sales of low-emission products such as innovative drive technologies that can replace $CO_2$-intensive diesel-powered rail vehicles. This will contribute to the gradual decarbonisation of rail operations. It is assumed that 50% of diesel and diesel-electric vehicles can be replaced by lower-$CO_2$ drive types by 2030. This would also result in a halving of diesel consumption, which would go hand in hand with a considerable reduction in $CO_2$ emissions because, according to our calculations, substituting diesel with electricity halves $CO_2$ emissions on average. A 50% reduction in diesel consumption with reference to the base year 2024 would lead to an absolute reduction of around 420,000 tonnes of $CO_2e$ and would therefore correspond to a Scope 3 reduction effect of 8%.

Despite a clear trend among customers towards products with a low greenhouse gas intensity, considerably more greenhouse gas-intensive vehicles were delivered to customers in the 2025 financial year than in the previous year. This led to a marked increase in Scope 3 emissions and widened the target gap in relation to the Scope 3 reduction target. Current forecasts for deliveries indicate that emissions from diesel and diesel-electric vehicles will continue to fall in the coming years. The additional emissions compared to the base year 2024 should therefore decrease again, and the target gap will narrow as a result. Stadler has nevertheless recognised that it will be necessary to identify and activate additional decarbonisation levers. Stadler will therefore examine additional actions to bring about a reduction in Scope 3 emissions. One idea is to use more biodiesel to operate diesel-powered vehicles. Stadler must examine this idea more closely to determine whether it is achievable in practice.

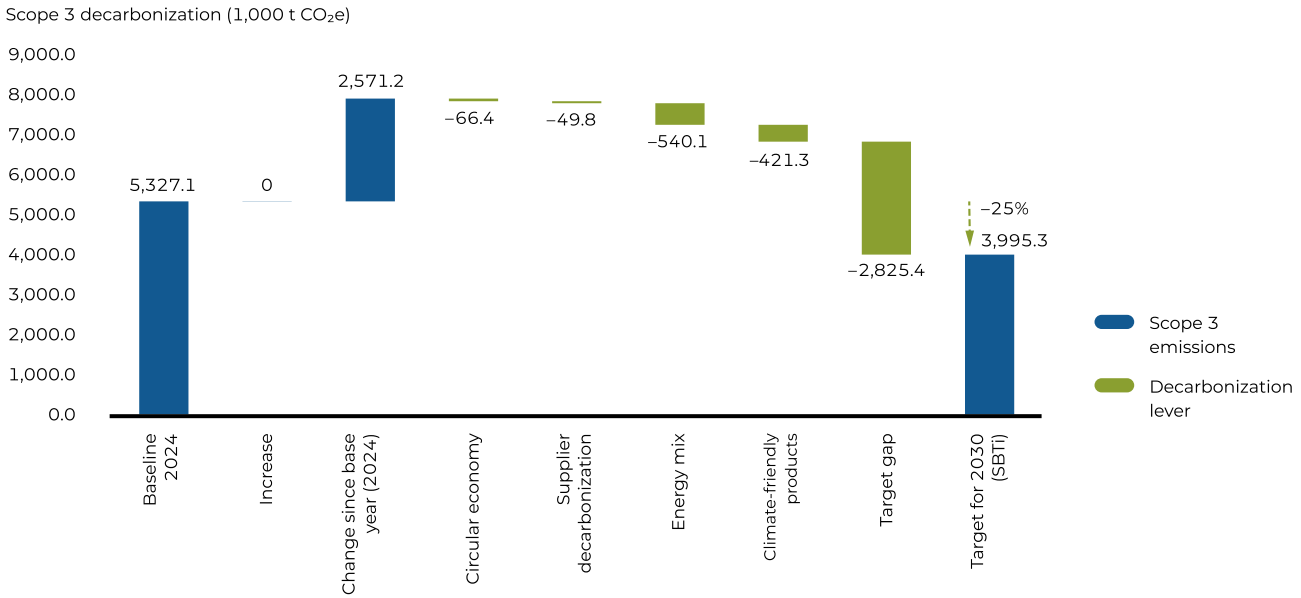
In the upstream supply chain, Stadler sees the greatest reduction potential in continuing to strengthen the circular economy, and especially in increasing the secondary share of aluminium. An increase from 42% to 50% – in line with the targets of our main aluminium supplier – would reduce Cat 3.1 emissions by around 6% or 66,000 tonnes of $CO_2e$ in absolute terms. Stadler expects a similarly high reduction potential as a result of supplier decarbonisation. The majority of suppliers are pursuing ambitious climate strategies and aim to reach net zero by or before 2050. The two decarbonisation levers in Scope 3.1 combined account for an estimated 120,000 t $CO_2$ or 2% of total Scope 3 emissions.

The decarbonisation levers identified to date result in cumulative Scope 3 savings of approx. 1,100,000 t $CO_2e$. This corresponds to a planned reduction of 20% in 2030 compared to the reference year 2024. An additional 5% reduction in emissions must be achieved to meet the reduction target of 25%. Stadler plans to close this target gap by signing supplier agreements. In addition, any excess emissions in 2025 in relation to 2024 must be compensated for. As shown above, emissions in the downstream supply chain fluctuate greatly depending on specific orders. For downstream emissions, a reliable multi-year forecast can currently only be presented to a limited extent, as the underlying assumptions are still subject to increased volatility. Stadler will examine additional decarbonisation measures that can be implemented on an adequate scale if necessary in order to achieve the required $CO_2$ reduction effect in the downstream supply chain. Actions in other Scope 3 categories will also continue to be analysed.

Embodied greenhouse gas emissions can also affect the achievement of targets in Scope 3. These emissions arise from products sold, particularly from diesel and diesel-electric vehicles, which embody emissions from category 3.11 for many years due to their long lifespan. A high proportion of deliveries of this type may jeopardise the achievement of Scope 3 interim targets by 2030 and increase the transition risk, for example if customer preferences shift towards diesel-based solutions. At the same time, Stadler is strengthening its market position as a supplier of particularly climate-friendly rail vehicles by providing innovative drives.

The reduction potential identified for Scope 3 is summarised below.

### Transition plan: Scope 3



## Targets

| Quantitative targets | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| Increase share of renewable energy in total energy consumption | 2022: 24.8% | **33.4%** | 50.0% | 2030 |
| Reduction of scope 1 and 2 emissions (short-term target) | 2022: 40,817 t $CO_2e$ | **36,892 t $CO_2$ (–9.6%)** | 20,408 t $CO_2$ (–50%) | 2030 |
| Reduction of scope 1 and 2 emissions (net-zero target) | 2022: 40,817 t $CO_2e$ | **36,892 t $CO_2$ (–9.6%)** | 0 t $CO_2$ (–100%) | 2050 |
| Reduction of scope 3 emissions (short-term target) | 2024: 5,327,112 t $CO_2e$ | **7,898,266 t $CO_2$ (+48.3%)** | 3,995,332 t $CO_2$ (–25%) | 2030 |
| Reduction of scope 3 emissions (net-zero target) | 2024: 5,327,112 t $CO_2e$ | **7,898,266 t $CO_2$ (+48.3%)** | 0 t $CO_2$ (–100%) | 2050 |

| Qualitative targets | |
|---|---|
| Create internal policies for $CO_2$ reduction and energy usage until 2026 | 2026 |
| Creation of a scope 3 decarbonisation roadmap | 2026 |

Stadler submitted its science-based climate targets to the Science Based Targets initiative (SBTi) for validation in January 2026 after signing the commitment letter in 2024. The short-term targets include a 50% reduction in Scope 1 and Scope 2 emissions by 2030 in relation to the base year 2022 and a 25% reduction in Scope 3 emissions by 2030 in relation to the base year 2024.

The targets are based on the requirements of the SBTi and are therefore in line with the goals of the Paris Climate Agreement. The reduction target for combined Scope 1 & 2 emissions follows a 1.5°C-compatible reduction pathway. The Scope 3 target corresponds to a "well-below 2 °C" ambition level. The Absolute Contraction Method was applied to develop the target pathways. This method applies a linear reduction in emissions over the target horizon.

Stadler is also aiming to reach net zero 2050 in accordance with the criteria of the SBTi's Corporate Net-Zero Standard. Confirmation of the targets from the SBTi is expected in the course of 2026.

Stadler's GHG emission reduction targets are gross targets, i.e. they relate to the reduction of reported emissions without taking offsetting or carbon credits into account. The extent of reduction per scope corresponds to the limits of the greenhouse gas inventory in accordance with the GHG Protocol (see the "GHG emissions" section). For Scope 1 and Scope 2, the target includes all sites and emission sources included in the scope of consolidation. For Scope 3, the target comprises the ten Scope 3 categories recorded in the inventory.

To ensure that the targets remain consistent with the limits of the greenhouse gas inventory in the long term, the base-year emissions and target pathways are reviewed in accordance with the rebaselining rules of the GHG Protocol and the SBTi specifications in the event of structural changes or significant methodological changes and are adjusted if necessary.

The base years were defined to reflect the activities covered in a typical operating year. There is no formal normalisation for external impact drivers such as temperature anomalies. However, Stadler verifies each year whether exceptional external conditions had a significant influence on energy consumption and the associated emissions in the reporting year and explains such effects qualitatively as part of the root cause analysis of the emissions trend. This ensures that changes in emissions are primarily attributable to actions implemented and structural developments.

### Policies

Stadler's environmental management is based on Swiss, European and international energy and climate policy, such as the Paris Climate Agreement. Climate change mitigation is firmly integrated into Group-wide environmental management and is mapped in the relevant guidelines, processes and specifications. Since 2012, Stadler has operated a certified environmental management system that has systematised the collection and analysis of energy data. This is a key component of the integrated management system for quality, the environment, health and safety. All larger sites are certified in accordance with ISO 14001 (see the Certification matrix on page 51). Responsibility for climate-related issues lies with the Global Head of Sustainability; strategic guidelines are approved by the management and reviewed annually.

All larger sites have also introduced a quality, environmental and health and safety policy based on the corporate strategy, the needs of stakeholders and the legal requirements. It covers operational environmental protection and the environmental performance of products and services. The guideline calls for the development and use of efficient technologies and reusable materials and aims to reduce energy consumption at sites and in products and to increase energy efficiency. The agreement is intended for relevant interest groups, including employees and suppliers. Stadler sites exchange information on processes and the harmonisation of guidelines.

An internal OECD specification document, "Compliance with environmental standards", has been in place throughout the Stadler Group since 2023. This document contains a section on climate policy and sets the target of achieving climate-neutral production by 2050. Management takes a leading role in communicating these principles. In addition, the Stadler Code of

Conduct for Business Partners obliges business partners to comply with all applicable environmental laws, conventions and regulations. It also requires them to act responsibly towards the environment, to minimise environmental pollution and to implement continuous improvements with regard to environmental protection.

As part of its climate strategy, Stadler has submitted its science-based climate targets to the Science Based Targets initiative (SBTi) for validation. At the same time, Stadler is continuing to expand its reporting on climate-related financial risks and opportunities in accordance with the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) in order to systematically assess and transparently disclose the financial effects of climate change and the transition to a low-carbon economy.

*Greenhouse gas removals and emission credits*
Stadler did not implement any projects for the removal and storage of greenhouse gases in its own activities or in the upstream and downstream value chain in the reporting year. Similarly, no certificates for the reduction or removal of greenhouse gas emissions outside the company's own value chain were financed, and nor was their acquisition planned for future reporting years.

*Internal $CO_2$ pricing system*
Stadler does not currently use an internal $CO_2$ pricing system.

**Actions**
To implement its climate strategy, Stadler is implementing a structured action plan that addresses both operational emissions in Scope 1 and Scope 2 and the main sources of emissions in Scope 3. The actions are designed to implement the transition plan for climate change mitigation and make a key contribution to achieving the science-based climate targets set out in the SBTi.

The $CO_2$ savings achieved in the reporting year as a result of the actions initiated are shown in the table below. The categorisation is based on the decarbonisation levers discussed in the "Transition plan for climate change mitigation" section. As well as indicating the $CO_2$ reduction achieved, the financial expenses incurred in the reporting year (investment costs and operating costs) are also stated.

| Category of measures | $CO_2$ reduction (t $CO_2$e) | CapEx and OpEx (CHF) |
|---|---|---|
| Procurement of green electricity | 6,950 | 10,000 |
| Installation of PV systems | 2,100 | 7,000,000 |
| Energy efficiency Electricity | 500 | 170,000 |
| Fuel substitute for heating purposes | 280 | 2,000,000 |
| Electrification of service and logistics vehicles | 60 | 7,000 |
| Energy efficiency Heat | 110 | 0 |
| Total | 10,000 | 9,200,000 |

Stadler's ability to implement the measures taken and planned depends on the availability and targeted allocation of financial resources in terms of scope and schedule. Significant measures, in particular climate-related investments, require continuous access to financing at competitive capital costs and sufficient internal financing capacity. Limited availability of financing, rising capital costs or changed priorities in the allocation of funds may result in measures being reduced, extended or adjusted in sequence. Stadler manages this dependency through rolling liquidity and investment planning and prioritises investment decisions based on defined criteria and, if necessary, through multi-year investment programmes.
A complete and up-to-date allocation of material CapEx and OpEx amounts to individual sustainability measures is carried out primarily through existing cost centres and project structures. However, these are not in all cases designed in a way that allows for a clear comparison with the relevant items in the financial statements, the taxonomy KPIs, and the CapEx plan at the level of individual measures. Stadler is working on further developing its internal controlling processes to improve this in the future.

***Actions to reduce Scope 1 and Scope 2 emissions***
To reduce operational emissions, Stadler is concentrating on several areas of action within its own sphere of influence that are derived from the decarbonisation levers for Scope 1 and Scope 2 defined in the transition plan. An action plan is drawn up listing the actions to be taken, specifying their impact on $CO_2$ reduction and an implementation date. This type of action plan allows Stadler to forecast future emissions and identify target gaps at an early stage so that additional measures can be taken to counteract them in good time if necessary. This ensures that Stadler has an effective target monitoring system in place that will help it to meet the climate targets it has set itself. In the same way as for Scope 1 & 2, an action plan will also be drawn up for Scope 3 in the current year.
The target values in the action plan are set values that correspond to the SBTi reduction pathway for the Stadler Group. This is compatible with the 1.5 °C target of the Paris Climate Agreement. Accordingly, the warming scenario considered for the Scope 1 and 2 reduction plan is not identical to, but comparable with, the SSP1-2.6 climate scenario, which was used to quantify climate risks.

*Switching to green electricity*
Indirect emissions from purchased electricity is continiously reduced by gradually switching to certified green electricity. In the reporting year, several sites – including the Valencia production site – were supplied with almost 100% green electricity through enery attribute certificates (EACs) for the first time. A total of around 20,000 MWh of green electricity was purchased, replacing the same amount of $CO_2$-intensive electricity. As the proportion of renewable energies grows, Stadler is reducing the carbon footprint of its own sites while at the same time strengthening planning security with a view to future emission trends.

*Own production of PV electricity*
Stadler is continuously expanding its own production of solar power in order to further reduce site-related emissions in Scope 1 and Scope 2 and ensure the supply of renewable energy in

the long term. Photovoltaic capacity was increased at several sites in the reporting year. This included the commissioning of a new system at Stadler's production sites in Szolnok and Salt Lake City. The cumulative production capacity of the newly installed systems is approximately 4,000–5,000 MWh per year. In Switzerland, the plants in Erlen, Bussnang and St. Margrethen have a combined installed PV capacity of around 2,800 kWp, which covers a growing proportion of local energy requirements. By increasing the proportion of self-generated renewable energy, Stadler is reducing its dependence on fossil fuels and at the same time strengthening its resilience to price fluctuations on the energy market.

*Energy efficiency of electricity*
Stadler is increasing the energy efficiency of its electricity thanks to technical and organisational improvements at several sites. The main focus is on the optimisation of production and ventilation systems, the modernisation of lighting systems and the reduction of electricity-related losses in operational processes. In the reporting year, the lighting in central production areas at the Środa site was converted to energy-efficient LED technology, for example. This makes a noticeable reduction to electricity consumption. In addition, the Energy Agency for Industry (EnAW) is helping Stadler to identify and evaluate useful efficiency measures at several sites in Switzerland. This will provide a sound basis for making decisions on their implementation.

*Fuel replacement for heating purposes*
Emissions in the heating sector are reduced via the targeted replacement of fossil heating systems. In the reporting year, gas and oil-fuelled systems were replaced by heat pumps and other low-emission technologies at several sites. The installation of a new heat pump at the headquarters in Bussnang is just one example. The new pump saves around 280 tonnes of $CO_2$ per year and makes a noticeable contribution to reducing Scope 1 emissions. As the gradual expansion of climate-friendly heat generation continues, Stadler is reducing its dependence on fossil fuels and increasing the predictability of future emission trends at the same time.

*Energy efficiency in heating*
Energy efficiency in heating is improved through targeted structural and technical optimisations at various sites. This includes measures to reduce heat loss, for example by improving building shells, optimising production hall doors or modernising heating systems. A full roof refurbishment was carried out at the Berlin-Pankow site in the reporting year, for instance. This significantly reduced heat loss, helping to achieve a noticeable reduction in energy consumption. By increasing efficiency in this way, Stadler is reducing its need for fossil fuels while improving the energy performance of its production and service infrastructure at the same time.

*Electrification of company vehicles*
Stadler is reducing emissions from company transport by gradually converting the company fleet to electric and hybrid vehicles. This conversion process continued in the reporting year; around 40 percent of the company fleet at the Prague site already consists of electric or hybrid vehicles. In addition, the charging infrastructure was expanded at selected sites in order to ensure the electrification of the vehicle fleet in the long term. The growing proportion of electric vehicles reduces the consumption of fossil fuels, which leads to a direct reduction in Scope 1 emissions.

*Energy mix (passive reduction)*
Stadler is also benefiting from the ongoing decarbonisation of national energy mixes, which is leading to a reduction in the $CO_2$ intensity of the electricity purchased in many operating countries. This positive development supports the planned reduction pathway in Scope 2 and complements the actions actively taken at the company's own sites.

*Further actions*
In addition to the prioritised areas of action, Stadler is implementing further initiatives to reduce Scope 1 and Scope 2 emissions. Steps include the optimisation of energy-intensive production processes, such as the targeted reduction of compressed air losses or the improvement of technical processes that minimise energy consumption during operations. In addition, fossil fuel powered logistics vehicles are gradually being replaced by electric models at certain sites, further decreasing the use of fossil fuels. To support operational decarbonisation, Stadler also carried out training and awareness-raising in the reporting year to encourage employees to use energy efficiently and act in an environmentally conscious manner. These supplementary actions increase the effectiveness of the overarching decarbonisation strategy and facilitate the gradual reduction of operational emissions.

***Actions to reduce Scope 3 emissions***
Reducing Scope 3 emissions requires actions along the entire value chain. Stadler is focusing on the areas of action with the highest decarbonisation potential, particularly during the vehicle use phase and in material procurement.

*Circular economy*
At Stadler, actions in relation to the circular economy not only help to reduce the consumption of resources, but also contribute to the decarbonisation of the upstream and downstream value chain. Making increased use of secondary materials is a key starting point. This applies in particular to aluminium, as the production of secondary aluminium only causes around a tenth of $CO_2$ emissions compared to primary aluminium. Stadler is striving to increase the proportion of secondary aluminium even further and is continuously improving material efficiency along the supply chain. In addition, the long service life of vehicles, which are designed to last approximately 30 years, supports decarbonisation over the entire product life cycle. A longer customer use phase means that fewer new vehicles need to be produced, which contributes to climate protection for society as a whole. In addition, life cycle assessments and environmental product declarations allow the identification of emission-intensive materials and are specifically incorporated into the optimisation of future vehicles. Further information on ecodesign and the implementation of the circular economy at

Stadler can be found in the "Resource use and circular economy" section.

*Supplier decarbonisation*

Stadler is working to systematically reduce emissions in the upstream supply chain and to actively support the decarbonisation efforts of key suppliers. An important step in this process is collecting emissions data and climate targets from the most significant suppliers, in order to better understand the $CO_2$ relevance of individual product groups and to identify future reduction potentials in a targeted manner. In the reporting year, supplier questionnaires were used to collect information on Scope 1 to Scope 3 emissions, data availability and existing climate strategies. This information forms the basis for future supplier agreements that will help Stadler to achieve additional emission reductions along the value chain. Stadler also chooses to work with suppliers who are already pursuing ambitious climate targets or are increasingly switching their production processes to low-emission energy sources. Thanks to these partnerships and the integration of climate-relevant requirements into procurement processes, Stadler is helping to reduce emissions in category 3.1 in the long term. The increasing transparency of emissions data and the consistent focus on climate targets also strengthen the basis for specifically reducing material and processing steps with a high carbon footprint and gradually decarbonising the supply chain.

*Climate-friendly products*

The most decisive lever for reducing Scope 3 emissions can be found in the use phase of the vehicles sold by Stadler. Many railway routes still do not have overhead contact lines, meaning that diesel-powered vehicles remain frequently in use on these routes. In order to effectively reduce the associated emissions, Stadler is increasingly opting for low-emission alternative drives. It offers solutions that allow low-emission operation even on non-electrified or only partially electrified routes. Options include battery-powered and hydrogen-based drives, which can gradually replace vehicles that run on diesel. The technological maturity of these systems has been demonstrated several times in recent years. The FLIRT Akku model set a world record for the longest journey in pure battery operation in 2021, while the hydrogen-powered FLIRT H2 vehicle set a new Guinness World Record in March 2024 with a continuous journey of 2,803 kilometres without recharging or refuelling. These successes demonstrate the reliability, performance and operational readiness of Stadler's alternative drive systems. At the same time, a complete replacement of conventional drives in individual market segments is not yet viable. Stadler therefore continues to offer diesel and diesel-electric vehicles, which are used in particular where electrification of the infrastructure is not economically or technically feasible in the short term. These vehicles meet the applicable emission standards, and Stadler is constantly enhancing the technology behind them. At the same time, the company is working to make low-emission alternative drive solutions available in more and more areas of application. The increasing use of climate-friendly vehicles in customer fleets can significantly reduce fuel-related emissions in the use phase. The substitution of diesel-powered vehicles is therefore a key lever for reducing emissions in category 3.11 and helps operators to gradually decarbonise rail operations. By continuously developing and increasing the use of these technologies, Stadler is helping to facilitate low-emission mobility, even on routes that will not be fully electrified in the long term. The company plays a pioneering role in the field of alternative drives globally and makes a significant contribution to reducing use phase emissions.

*Energy mix in operating countries*

The energy mix in the countries in which Stadler's vehicles operate is a key impact driver for the emissions of the vehicles delivered by the company. As the vehicle use phase (category 3.11) accounts for by far the largest proportion of Stadler's total emissions, the proportion of renewable energies in traction current has a direct impact on the level of downstream emissions. As the decarbonisation of electricity grids continues, the $CO_2$ intensity of traction current is continuously decreasing. This significantly reduces the emissions of Stadler vehicles over their entire service life. Stadler welcomes this development and sees the increased use of renewable energies in rail operations as an important driver for decarbonisation. Even if decisions regarding the composition of national energy mixes are beyond Stadler's control, the increasing availability of green electricity strengthens the climate impact of low-emission vehicle technologies and supports the sustainable transformation of rail transport.

Building on its existing supplier surveys, Stadler also intends to ask its customers questions about their available data and climate targets. Thanks to the information obtained, Stadler will be able to calculate its downstream emissions more accurately and create a more reliable emissions forecast for Scope 3 over the next few years. Stadler can then evaluate the actions it needs to implement in order to achieve the defined Scope 3 reduction targets. Furthermore, customer surveys not only reveal the need for action, but also identify potential for additional emission reductions. Building on its existing supplier agreements, Stadler intends to examine whether agreements can also be entered into with customers to drive $CO_2$ reduction and hence facilitate the achievement of Stadler's Scope 3 reduction target.

**Performance indicators**

*GHG emissions*

Scope 1 emissions increased by 5.2% in the financial year. This is primarily due to the company's growth, but also partly to the weather conditions at some sites. Nevertheless, the rise in Scope 1 emissions is significantly lower than the 12.6% increase in FTEs.
Scope 2 emissions (market-based) decreased by 15.5% in the financial year. This is mainly attributable to the procurement of green electricity and the addition of PV systems at several sites (see the actions section).
The combined Scope 1 & 2 emissions fell by 6.6% compared to the previous year. As a result, Stadler was even able to reduce $CO_2$ slightly more than the required figure according to the linear SBTi reduction pathway (–6.25% per year). Stadler's achievement of an SBTi-compatible Scope 1 & 2 reduction despite a notable increase in the workforce (+12.6%) demonstrates its firm intention to achieve its climate targets. In the remaining years until 2030, Stadler will have to remain committed its ambitious climate roadmap and achieve a significant reduction in $CO_2$ emissions.

Scope 3 emissions increased by 48.3% in the financial year. This is principally due to the higher number of diesel and diesel-electric vehicles delivered in the financial year.

Stadler did not have any unconsolidated investments under its operational control in the reporting year. The Scope 1 and Scope 2 emissions of such units are therefore 0 $tCO_2e$.

| Reference | GHG-emissions | Unit | 2023 | 2024 | ✓ 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Scope 1 – Gross GHG emissions** | | | | | | |
| E1-6 | Gross scope 1 GHG emissions | t $CO_2e$ | 16,505 | 16,986 | 17,867 | 5.2% |
| E1-6 | Share covered by regulated emission trading schemes | % | 0 | 0 | 0 | 0 |
| **Scope 2 – Gross GHG emissions** | | | | | | |
| E1-6 | Location based | t $CO_2e$ | 22,716 | 23,268 | 28,293 | 21.6% |
| E1-6 | Market based | t $CO_2e$ | 23,027 | 22,525 | 19,025 | (15.5%) |
| **Material Scope 3 – Gross GHG emissions** | | | | | | |
| E1-6 | Total indirect (Scope 3) GHG emissions | t $CO_2e$ | - | 5,327,112 | 7,898,266 | 48.3% |
| E1-6 | 1. Purchased Goods and Services | t $CO_2e$ | - | 1,070,278 | 1,636,186 | 52.9% |
| E1-6 | 2. Capital Goods | t $CO_2e$ | - | 42,863 | 178,870 | 317.3% |
| E1-6 | 3. Fuel and Energy-Related Activities | t $CO_2e$ | - | 12,709 | 14,269 | 12.3% |
| E1-6 | 4. Upstream Transportation and Distribution | t $CO_2e$ | - | 28,507 | 44,840 | 57.3% |
| E1-6 | 5. Waste Generated in Operations | t $CO_2e$ | - | 5,289 | 4,471 | (15.5%) |
| E1-6 | 6. Business Travel | t $CO_2e$ | - | 13,998 | 19,446 | 38.9% |
| E1-6 | 7. Employee Commuting | t $CO_2e$ | - | 19,440 | 20,295 | 4.4% |
| E1-6 | 9. Downstream Transportation and Distribution | t $CO_2e$ | - | 23,713 | 5,918 | (75%) |
| E1-6 | 11. Use of Sold Products | t $CO_2e$ | - | 4,104,726 | 5,970,764 | 45.5% |
| E1-6 | 12. End-of-Life Treatment of Sold Products | t $CO_2e$ | - | 5,589 | 3,208 | (42.6%) |
| **Total GHG emissions** | | | | | | |
| E1-6 | Total GHG emissions (location based) | t $CO_2e$ | - [1] | 5,406,877 | 7,944,426 | 46.9% |
| E1-6 | Total GHG emissions (market based) | t $CO_2e$ | - [1] | 5,366,623 | 7,935,158 | 47.9% |

[1] No data for scope 3 emissions

| Reference | GHG intensity | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| E1-6 | Total GHG emissions (location based) per net revenue | t $CO_2e$ / Million CHF | - [1] | 1,660 | 2,159 | 30.1% |
| E1-6 | Total GHG emissions (market based) per net revenue | t $CO_2e$ / Million CHF | - [1] | 1,648 | 2,157 | 30.9% |

[1] No data for scope 3 emissions

| Reference | Biogenic GHG emissions | Unit | 2023 | 2024 | ✓ 2025 | Δ% |
|---|---|---|---|---|---|---|
| E1-6 | Biogenic scope 1 emissions | t $CO_2e$ | 184 | 267 | ✓ 211 | (21.0%) |
| E1-6 | Biogenic scope 2 emissions | t $CO_2e$ | 3,118 | 2,973 | 2,594 | (12.7%) |
| E1-6 | Biogenic scope 3 emissions | t $CO_2e$ | - | 479,646 | 767,525 | 60% |

**Accounting principles**
The company's GHG emissions inventory is prepared in accordance with the requirements of the Greenhouse Gas Protocol Corporate Accounting and Reporting Standards and the Greenhouse Gas Protocol Corporate Value Chain Accounting and Reporting Standards (or GHG Protocol for short). When compiling this inventory, the company takes into account the requirements of the Science Based Targets initiative (SBTi) for the development of science-based climate targets. The emissions accounting process is based on the principles of relevance, completeness, consistency, transparency and accuracy.

Emissions are calculated according to consumption data and the corresponding emission factors. Primary data was used where possible. The proportion of Scope 3 GHG emissions that were calculated using primary data from suppliers or other partners in the value chain and did not require extrapolation is >95%. Although most of the calculated emissions are based on primary data, some estimates and assumptions had to be made. For example, a mileage ratio of 50:50 was assumed for some diesel-electric vehicles. Energy consumption had to be estimated for some individual orders. In cases without primary data, recognised secondary data was used. Where data was missing, emissions were extrapolated to 100% using the available data. Emission factors were taken from scientifically validated sources such as Ecoinvent, DEFRA, Exiobase or mobitool. All emissions are reported in $CO_2$ equivalents and include the greenhouse gases listed in the IPCC Assessment Report: carbon dioxide ($CO_2$), methane ($CH_4$), nitrous oxide ($N_2O$), hydrofluorocarbons (HFCs), perfluorocarbons (PFCs), sulphur hexafluoride ($SF_6$) and nitrogen trifluoride ($NF_3$). The "operational control" consolidation approach was adopted for greenhouse gas accounting. The activities taken into account are therefore those under Stadler's direct control.

All sites with at least 50 employees were included when collecting data for the environmental and employee key figures. Any data missing for individual sites was taken into account by extrapolation to the Group, resulting in a coverage rate of 100 percent. The total values of the reported data were divided by the data collection rate.

**Scope 1 emissions:** consumption data (activity data) for the Scope 1 categories "Fossil fuels for heating purpose", "Fossil fuels for service and logistics vehicles", "Refrigerants" and "Industrial processes" was consulted. To determine Scope 1 emissions, the activity data was multiplied by the emission factors from the DEFRA database (for fossil fuels) and by the global warming potential of greenhouse gases from the IPCC Assessment Report (AR6) (for fugitive emissions from refrigerants).

**Scope 2 emissions:** Scope 2 emissions were analysed in the categories "electricity procurement", "district heating procurement" and "purchase of heating, cooling and compressed air" and reported using the dual reporting method. The activity data was therefore multiplied by both the location-based and the market-based emission factors and reported as two different Scope 2 totals. The location-based emission factors for electricity were taken from the Ecoinvent database and represent the consumer mix of the relevant country (Scope 2 share of "market for electricity, low voltage"). For district heating, the location-based emission factor corresponds to the market-based emission factor. The reason for this equation is, on the one hand, limited data availability on national or regional district heating emission factors and, on the other hand, the fact that district heating networks represent the heat supply for entire neighbourhoods or regions.
Stadler used the following contractual instruments for the procurement of electrical energy in the reporting year: standard supply contract / full supply (without attribute), supply contract with "green electricity" production (with attributes), Guarantees of Origin (GoO/HKN) procured and cancelled separately (unbundled).

Standard supply contracts without bundled energy attributes account for 79% of the electricity purchased. 5% is attributable to supply contracts in which the guarantees of origin are linked to the physical electricity (bundled energy attributes). In addition, energy attributes for 16% of electricity purchases are procured and cancelled separately through guarantees of origin (unbundled GoOs). 6,688 MWh of electricity comes from in-house production from PV systems. Of this, 957 MWh was fed into the grid and 5,731 MWh was used by Stadler itself. Stadler's own consumption of self-produced renewable electricity represents 9% of the total renewable electricity consumed. 100% of district heating is purchased via standard district heating contracts without bundled energy attributes. The proportions are consolidated and disclosed annually on the basis of the energy volumes purchased.

**Scope 3 emissions:** Stadler measures Scope 3 emissions on the basis of the GHG Protocol, which defines 15 emission categories. The relevant Scope 3 categories were determined in advance by means of a materiality analysis. If the score exceeds the set threshold, the category is considered relevant. For Stadler, emissions from seven Scope 3 categories were found to be material, six of which are in the upstream value chain and one in the downstream value chain. However, the non-relevance of a category does not automatically result in its exclusion from the data collection. Stadler voluntarily collects data for additional Scope 3 categories. In total, data is collected for ten Scope 3 categories, which together make up the total inventory of Scope 3 emissions (see the table below). Data is collected in accordance with the methods recommended in the GHG Protocol. For each category, mainly physical or mainly financial data is analysed, taking into account the availability of data. The following table shows the Scope 3 categories relevant to Stadler, how they are taken into account when collecting data, the underlying calculation methodology and the emission factors used for the calculation.

To calculate Scope 3 emissions, physical data (e.g. kg of material, kWh of energy and passenger kilometres) was multiplied by emission factors from Ecoinvent v3.11 and DEFRA 2025 (unit: kg of $CO_2e$ per kg of material, energy unit or passenger kilometre). For categories 3.1 (purchased goods and services) and 3.2 (capital goods), financial data was taken into account in the calculation in addition to physical data if sufficient physical data was not available. Financial data was calculated using emission factors from DEFRA 2025 and Exiobase 2019 (e.g. Kg $CO_2e$/CHF). For transport-related emissions, the distance-based method was applied in each case using the emission factors from mobitool v3.0 (kg $CO_2e$/tkm or kg $CO_2e$/pkm).

Emissions trading: Stadler is not part of the European Emissions Trading Scheme. Corresponding values were therefore not included in the reporting. The table shows emissions in accordance with the consolidated Group's accounting.

**Biogenic emissions:** greenhouse gas emissions in connection with the combustion of biomass are reported outside Scope 1-3 in accordance with the GHG Protocol. Direct biogenic greenhouse gas emissions are calculated by multiplying the energy consumption of fuels for heating purposes and fuels for service and logistics vehicles (kWh) by the respective bioenergy share and the biogenic emission factors. Indirect biogenic emissions were calculated using a comparable approach: the amounts of electricity and district heating were multiplied by the biogenic energy shares of the electricity and district heating mix and the corresponding biogenic emission factors of these energy sources. The emission factors for biogenic energy sources are taken from DEFRA 2025. Biogenic emissions outside the company are largely generated in the downstream supply chain by the operation of vehicles. Biogenic emissions can be generated by both diesel-powered vehicles and vehicles running on electricity. An average bioenergy share of 7% was assumed for diesel-powered vehicles. Biogenic emissions result from the cumulative diesel consumption, multiplied by the bioenergy share and the biogenic emission factor for biodiesel. The biogenic emission factor for biodiesel is taken from DEFRA 2025. For vehicles running on electricity, the consumer mix of the country in which the vehicle is used was taken into account. The biogenic emission factors for each country are taken from the Ecoinvent Database, version 3.11 (impact category: climate change – biogenic; process: market for electricity, medium voltage; unit: kg $CO_2e$/kWh). To calculate the emissions, the biogenic emission factor of the electricity used was multiplied by the total amount of electricity consumed by the vehicle during its operating phase.

| Scope 3 category | Name | Relevance according to materiality analysis | Inclusion in data collection | Calculation method | Emission factors |
|---|---|---|---|---|---|
| 3.1 | Purchased Goods and Services[1] | Yes | Yes | Average-based method, spend-based method | Ecoinvent v3.11, DEFRA 2025, Exiobase 2019 |
| 3.2 | Capital Goods | Yes | Yes | Spend-based method | DEFRA 2025, Exiobase 2019 |
| 3.3 | Fuel- and Energy-Related Activities[2] | Yes | Yes | Consumption-based method | Ecoinvent v3.11, DEFRA 2025 |
| 3.4 | Upstream Transportation and Distribution[3,4] | No | Yes | Distance-based method | Mobitool v3.0 |
| 3.5 | Waste Generated in Operations[5] | Yes | Yes | Waste-type-specific method | Ecoinvent v3.11, DEFRA 2025 |
| 3.6 | Business Travel[6] | Yes | Yes | Distance-based method | Mobitool v3.0, DEFRA 2026 |
| 3.7 | Employee Commuting[7] | Yes | Yes | Distance-based method | Mobitool v3.0 |
| 3.8 | Upstream Leased Assets[8] | No | No | | |
| 3.9 | Downstream Transportation and Distribution | No | Yes | Distance-based method | Mobitool v3.0 |
| 3.10 | Processing of Sold Goods[8] | No | No | | |
| 3.11 | Use of Sold Products[9] | Yes | Yes | Consumption-based method, distance-based method | Ecoinvent v3.11 |
| 3.12 | End-of-Life Treatment of Sold Products[10] | No | Yes | Waste-type-specific method | Ecoinvent v3.11, DEFRA 2025 |
| 3.13 | Downstream Leased Assets[10] | No | No | | |
| 3.14 | Franchises[10] | No | No | | |
| 3.15 | Investments[10] | No | No | | |

1 Goods from external suppliers
2 Activity data from scope 1 and 2 data collection
3 Supplied goods from external and internal suppliers
4 The non-relevance of this Scope 3 category is based on a low score in the materiality analysis (combination of the assessment of the locations, the Global Environmental Manager and the relevance assessment of Stadler's competitors) conducted in preparation for the Scope 3 data collection. In some cases, locations have nevertheless voluntarily recorded their emissions. In no case did the calculated emissions contribute significantly to the total emissions of the location, which confirms the actual irrelevance of this category.
5 Activity data from Scope 1 and 2 data collection
6 Travel routes incl. hotel accommodation
7 Data collection is based on a mobility survey conducted in 2024.
8 The non-relevance of this Scope 3 category is based on a low score in the materiality analysis (combination of the assessment of the locations, the Global Environmental Manager and the relevance assessment of Stadler's competitors) conducted in preparation for the Scope 3 data collection. In some cases, locations have nevertheless voluntarily recorded their emissions. In no case did the calculated emissions contribute significantly to the total emissions of the location, which confirms the actual irrelevance of this category.
9 Calculation of operational emissions from vehicles delivered in the financial year: emissions (kg $CO_2e$) = specific energy consumption (kWh/km) x mileage (km/year) x service life (years) x emission factor (kg $CO_2e$/kWh)
10 The non-relevance of this Scope 3 category is based on a low score in the materiality analysis (combination of the assessment of the locations, the Global Environmental Manager and the relevance assessment of Stadler's competitors) conducted in preparation for the Scope 3 data collection. In some cases, locations have nevertheless voluntarily recorded their emissions. In no case did the calculated emissions contribute significantly to the total emissions of the location, which confirms the actual irrelevance of this category.

*Energy*

Total energy consumption rose by 11.5% in the reporting year.

As the workforce experienced similar growth, there was virtually no change in energy consumption per FTE. Around a third of the energy consumed comes from renewable sources, which represents an increase of 5% compared to the previous year. The higher proportion of renewable energy in total energy consumption is mainly due to the increase in the purchase of renewable electricity and rise in Stadler's own production (and consumption) of self-produced renewable electricity. This also explains the considerable decrease in Scope 2 emissions in the reporting year (see the "GHG emissions" section). The consumption of fossil fuels has declined not only in relative terms but also in absolute terms. In contrast, the share of nuclear energy sources rose by almost half compared to the previous year.

| Reference | Energy consumption and energy mix | Unit | 2023 | 2024 | ✓ 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Fossil sources** | | | | | | |
| E1-5 | Fuel consumption from coal and coal products | MWh | 0 | 0 | 0 | 0% |
| E1-5 | Fuel consumption from crude oil and petroleum products | MWh | 7,358 | 10,582 | 10,568 | (0.1%) |
| E1-5 | Fuel consumption from natural gas | MWh | 65,420 | 66,078 | 62,438 | (5.5%) |
| E1-5 | Fuel consumption from other fossil sources | MWh | 0 | 0 | 0 | 0% |
| E1-5 | Consumption of purchased or acquired electricity, heat, steam, or cooling from fossil sources | MWh | 46,368 | 51,138 | 52,012 | 1.7% |
| **E1-5** | **Total energy consumption from fossil sources** | **MWh** | **119,146** | **127,798** | **125,018** | **(2.2%)** |
| E1-5 | Share of fossil sources in total energy consumption | % | 67.2 | 66.9 | 58.7 | (8.2%) |
| **Nuclear energy** | | | | | | |
| **E1-5** | **Energy consumption from nuclear sources** | **MWh** | **10,655** | **11,580** | **16,918** | **46.1%** |
| E1-5 | Share of nuclear sources in total energy consumption | % | 6.0 | 6.1 | 7.9 | 1.8 |
| **Renewable sources** | | | | | | |
| E1-5 | Fuel consumption for renewable sources including biomass (also comprising industrial and municipal waste of biologic origin, biofuels, biogas, hydrogen from renewable sources, etc.) | MWh | 896 | 1,192 | 999 | (16.2%) |
| E1-5 | Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources | MWh | 45,140 | 48,389 | 64,376 | 33.0% |
| E1-5 | Consumption of self-generated non-fuel renewable energy | MWh | 1,487 | 2,044 | 5,731 | 180% |
| **E1-5** | **Total renewable energy consumption** | **MWh** | **47,523** | **51,625** | **71,106** | **37.7%** |
| E1-5 | Share of renewable sources in total energy consumption | % | 26.8 | 28.2 | 33.4 | 5.2% |
| **E1-5** | **Total energy consumption** | **MWh** | **177,324** | **191,003** | **213,041** | **11.5%** |
| **Own generation** | | | | | | |
| E1-5 | Own generation of non-renewable energy | MWh | 0 | 0 | 0 | 0% |
| E1-5 | Own generation of renewable energy | MWh | 1,808 | 3,868 | 6,688 | 72.9% |

**Accounting principles**

Stadler provides information on its energy consumption and energy mix. Energy consumption is reported in megawatt hours (MWh), based on the lower heating value. It includes all processes within the plant boundaries (gate-to-gate) over which Stadler has operational control. However, the energy consumption reported does not include the upstream (cradle-to-gate) and downstream (gate-to-grave) energy consumption for products and processes associated with Stadler. Non-energy fuels and double counting are excluded.

The table contains information on final energy consumption. This corresponds to the amount of energy actually utilised. Losses from conversion or distribution processes are not recognised.

Renewable energy sources are only taken into account in Stadler's energy and emissions accounting if Stadler's energy suppliers, certification bodies or trading platforms provide relevant evidence (e.g. in the form of electricity labelling or green electricity certificates).

# Report on the Task Force on Climate-related Financial Disclosures (TCFD)

In the following section, Stadler reports on climate-related risks, opportunities and the resilience of its business model. Reporting is carried out in accordance with the guidelines of the Task Force on Climate-related Financial Disclosures (TCFD). In terms of methodology, the EU Taxonomy DNSH criteria for climate change adaptation were also taken into account and implemented in the analysis of physical risks. To avoid repetition, information that can already be found in other parts of this report is listed here:

- Organisational structure: see the "Company Profile" chapter.
- Strategic goals and climate targets: see the "Integrated Sustainability Strategy" and "Climate Change" chapter
- Key figures on greenhouse gas emissions and energy consumption: see the "Climate Change" chapter.

This section supplements this information with an assessment of climate-related risks and opportunities, the resulting resilience analysis and the underlying scenario analysis.

**Governance**

The following paragraphs complement the information given in the "Sustainability Governance" and "Integrated Sustainability Strategy" chapters.

Stadler's Board of Directors and Audit Committee are regularly informed about climate-related issues. Additionally, specific climate-related topics, including their strategic implications and any regulatory developments, are presented to the Board of Directors as required. This ensures that the Board of Directors can effectively monitor and manage Stadler's sustainability strategy. As part of risk management and the corporate strategy, the Board of Directors monitors progress towards achieving climate-related measures and targets by means of the sustainability report, the analysis of key figures and reviews of the implementation of key actions.

The Head of Global Sustainability acts as the central point of contact for all sustainability matters within the company. He is responsible for monitoring climate-related risks and opportunities and verifying key performance indicators. He consolidates the assessments of environmental dependencies, impacts, risks and opportunities. He ensures their effective management and monitors environmental policy and targets, as well as progress towards implementation. He is also responsible for strategic plans on climate change and reporting to ensure sustainable corporate governance.

**Risk management**

Stadler has implemented a comprehensive risk management system that aims to identify and assess potential risks at an early stage and manage them by initiating appropriate actions. This systematic approach ensures continuous monitoring and adaptation to changing risk landscapes. Climate change is recognised as a relevant risk for Stadler. This is influenced not least by experience of extreme weather events in 2024, which highlighted the need for effective risk minimisation. Stadler's focus is on reducing potential financial risks by means of preventive actions while ensuring greater financial sustainability at the same time.

In particular, Stadler analysed physical climate risks in greater depth during the financial year and incorporated the latest scientific models into its analysis. Stadler is committed to the ongoing development of climate risk management and to promoting its integration into the company's global risk management system.

Decisions on managing these risks – whether through mitigation, transfer, acceptance or control – are made on the basis of a materiality analysis. This analysis ensures that the most significant risks for the company are managed proactively. Climate-related risks are embedded in the company-wide risk management system and are regularly reviewed. The risk management process, which covers climate-related risks and opportunities, is described in detail below.

*Risk identification*

Potential risks in all areas of the company are recorded at regular intervals. This includes climate-related risks. The expertise of key internal functions is harnessed to identify these climate-related opportunities and risks. The aim of risk identification is to find, recognise and describe risks that could prevent Stadler from meeting its targets.

*Risk categorisation*

Stadler's categorisation of climate-related opportunities and risks follows the recommendations of the TCFD framework, which suggests dividing climate change risks into physical and transition risks.

Physical risks are divided into acute and chronic risks:

- **Physical – Acute:** risks arising from extreme weather events such as storms, floods, heatwaves or forest fires, which can have a direct impact on operating sites, supply chains, employees and business activities.
- **Physical – Chronic:** risks arising from long-term, gradual changes in the climate, such as a sustained rise in temperature, rising sea levels or permanent changes in weather and precipitation patterns, which can have a negative impact on infrastructure, production capacities and supply chains.

A distinction is made between the following types of transitory risks:

- **Transition – Policy & Legal:** financial and operational risks due to changes in the political and legal framework, such as stricter climate protection laws, $CO_2$ pricing or extended reporting obligations, which can lead to higher costs or legal consequences.
- **Transition – Technology:** risks arising from the transition to new, climate-friendly technologies, such as high investment costs, technical uncertainties, disruptive innovations or a loss

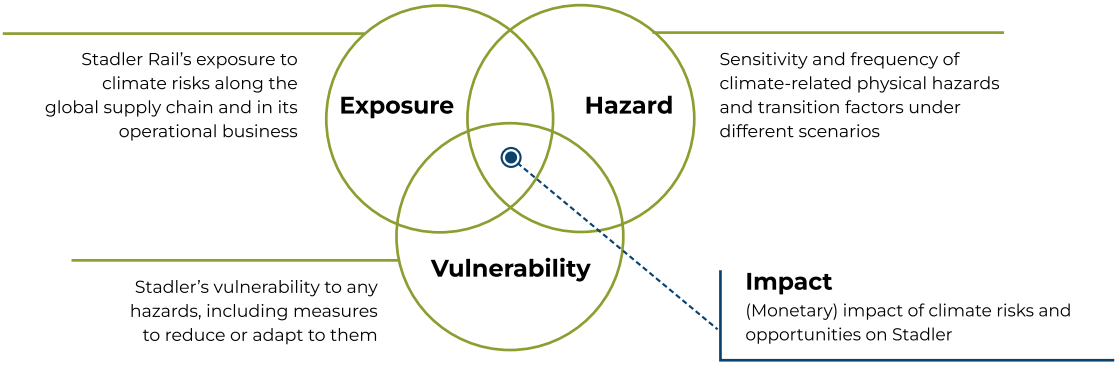
of competitiveness due to delayed adaptation to technological developments.
- **Transition – Market:** risks arising from changing market conditions, such as a shift in demand towards climate friendly products, rising costs for emission-intensive raw materials or the loss of market share to competitors who respond more quickly to sustainable trends.
- **Transition – Reputation & Brand:** risks arising from the loss of trust among customers, investors or other stakeholders if a company is perceived as insufficiently climate conscious, for example due to inadequate sustainability measures or non-compliance with climate targets.
- **Transition – Product & Services:** risks that arise if existing products and services no longer meet the requirements of a low-carbon economy. This can lead to a loss of market share, drop in demand or the need for cost-intensive product adjustments.

*Methodology for analysing physical climate risks for Stadler sites*

In 2025, Stadler commissioned an in-depth external scenario analysis to assess physical climate risks. This updates and supplements the risk analysis from the previous year, which analysed transitory and physical risks. In the quantitative scenario analysis, the company's 50 most important assets were analysed on a site-specific basis. The analysis takes into account three scientifically established climate scenarios (SSP1-2.6, SSP2-4.5 and SSP5-8.5) and is based on current General Circulation Models (CMIP6 or NEX-GDDP-CMIP6), which physically represent the Earth system and are internationally recognised for climate risk assessments. The IPCC scenarios analysed cover a broad spectrum of future climate forecasts:
- Scenario with low emissions, in which warming remains below 2°C (SSP1-2.6),
- Scenario with intermediate emissions, in which warming by the end of the century is between 2 and 3°C (SSP2-4.5),
- Scenario with very high emissions, in which global warming exceeds 4°C (SSP5-8.5).

Climate risks were systematically quantified using the three components *Exposure, Hazard* and *Vulnerability*. The spatial exposure of Stadler's sites *(exposure)* to the intensity and frequency of climatic hazards *(hazard)* and the vulnerability of the relevant installations and processes *(vulnerability)* are combined to determine the potential effects *(impact)*.

A total of 25 physical climate risks from five categories – temperature, precipitations, wind, flooding and other hazards – were analysed. Risks with particularly high hazard scores were examined in greater depth. Taking into account exposure and vulnerability, the potential impacts, such as damage to buildings or loss of revenue, were then quantified for Stadler. The results are made available in the form of anticipated financial effects and are incorporated into the Group-wide risk and resilience assessment.



*Analysis of physical climate risks*

| Temperature-related risks | Precipitation-related risks | Wind-related risks | Flood-related risks | Other risks |
|---|---|---|---|---|
| Heat stress | Drought | Tropical cyclones | Fluvial flooding | Forest fires |
| Heat waves | Heavy rain | Storms | Coastal flooding | Landslides |
| Temperature variability | Water stress | Changing wind patterns | Sea level rise | Avalanches |
| Changing air temperature | Precipitation variability | | | Permafrost thawing |
| Cold stress | | | | Glacial lake outbursts |
| Changing freshwater temperature | | | | Ocean acidification |

The analysis uses three established risk metrics to categorise financial effects: average annual loss, return period loss and expected extreme loss (expected shortfall). These metrics are used to record the potential impact of regular and infrequent climate-related events in a structured manner and to prepare data for internal risk management. The model-based estimates of potential losses are currently undergoing further internal analysis and being used for site-specific risk monitoring purposes. In its external reporting, Stadler focuses on key risk drivers, spatial patterns and long-term developments.

*Methodology for analysing further physical and transitory climate impacts along the entire value chain*

Stadler is aware that climate-related risks and opportunities arise not only at its own sites, but also in the upstream and downstream value chain. The quantitative scenario analysis of physical risks currently focuses on Stadler's 50 main sites and will be gradually extended to central parts of the supply chain in the future. However, further impacts are currently being analysed in a more qualitative manner. This will ensure that no important risks and opportunities are overlooked.

Transitory risks and opportunities cannot be assessed using the same model-based methodology due to their political, regulatory, technological and market-related dynamics. Stadler is therefore drawing on the analysis already carried out by its internal specialist departments in 2024. The analysis was performed in a structured manner in the form of workshops involving key personnel from internal specialist departments. As part of this process, both transitory and physical risks and opportunities were assessed according to a five-level scale in terms of probability of occurrence, extent of damage and potential opportunities.

The analysis covers the entire value chain – i.e. Stadler's own sites as well as upstream and downstream supply and sales chains – and is based on two IPCC scenarios: SSP1-2.6 ("Paris Alignment & Transition") and SSP5-8.5 ("Resignation"). The analysis supplements the model-based findings on physical risks at the company's own sites as well as providing additional information. The results are reported with the results of the quantitative analysis in the following strategy section.

*Time horizons of the analyses*

The time horizons for the climate risk and resilience analyses are defined as follows:

| Time horizon | Description | Explanation |
|---|---|---|
| Short-term | Today, and in the next three years | In line with the management period. |
| Medium-term | Until the 2030 fiscal year | Timeframe for Stadler's medium-term environmental targets for the year 2030 |
| Long-term | Until the 2050 fiscal year | Timeframe for Stadler's long-term environmental targets for the year 2050. In line with the life expectancy of our trains (approx. 30 years) |
| Very long-term | Until the 2080 fiscal year | Timeframe reflecting very long-term and extreme impacts of climate change (considered only for physical risks at Stadler sites) |

*Risk, opportunity and resilience assessment*

The aim of the resilience assessment is to prioritise actions and help with decision-making. The assessment is based on the results of the analyses of the impact of climate risks and opportunities on Stadler. If a certain climate factor is considered relevant in certain time horizons and scenarios, a detailed resilience assessment is carried out. Risk minimisation measures are then developed. Aspects that are not categorised as significant are included in an extended list and their relevance is updated at regular intervals. In 2026, Stadler will review the latest results of the quantitative analysis of physical climate risks for its sites in greater depth and evaluate them in terms of climate resilience.

*Monitoring*

Stadler plans to carry out regular reviews to assess the effectiveness of the planned actions for the most significant risk and opportunity aspects and to make adjustments where necessary. By adopting a structured approach, Stadler endeavours to

ensure that risks are managed proactively and that the company's targets can be achieved. Stadler has expanded the management of climate-related risks even further, given the increasing importance of and focus on this type of risk.

**Strategy**

In recent years, extreme weather events have had a noticeable impact on Stadler's value chain. These climate-related impacts emphasise the growing need for proactive climate risk management in order to strengthen the resilience of sites and supply chains to climatic influences. The aim is to further increase Stadler's resilience to climate change and to ensure a structured, forward-looking approach to climate risks. Stadler therefore expanded its climate risk analysis in the financial year using new quantitative methods and formulated science-based Scope 3 targets and a transition plan.

Stadler recognises that climate change is already having a significant impact on society, the economy and infrastructure, and that this will intensify as global warming progresses. With this in mind, Stadler has undertaken to achieve net-zero greenhouse gas emissions by 2050. By 2030, the company aims to halve Scope 1 and Scope 2 emissions and reduce Scope 3 emissions by 25 percent along the value chain. All targets follow a science-based reduction pathway in accordance with the criteria of the Science Based Targets initiative (SBTi). Stadler signed the SBTi commitment letter in January 2024 and, more recently, submitted its SBTi targets on time. This reaffirms the company's long-term commitment to climate change mitigation.

*Results of the physical climate risk analysis of Stadler sites*

The externally commissioned quantitative analysis of physical climate risks shows that the most significant physical climate risks for Stadler are wind storms and flooding events. The other climate risks considered also pose risks for some sites, but play a lesser role in the overall impact assessment.

On average, windstorms cause less damage per event than flood risks, but affect a larger number of sites, particularly in north-west Europe and Scandinavia. The average modelled annual loss due to windstorms is expected to remain largely stable over the coming decades, with risks increasing for certain sites and decreasing slightly for others. As well as causing direct physical damage, wind events can also result in impairments to mobility and infrastructure that are only partially reflected in pure damage modelling.

River floods (fluvial floods) cause much higher damage per event compared to windstorms, although only a few sites – primarily in Germany and Switzerland – are affected. The amount of damage per event is much higher than for windstorms. While the modelled risks from classic river floods tend to decrease in the long term, the risks from heavy rainfall and precipitation-related floods (pluvial floods) are likely to increase. This could mean that the overall risks from flood events increase again over time, even if large-scale pluvial events can only be modelled to a limited extent. Stadler intends to analyse pluvial events in greater depth in the future.

The following table summarises the most important findings of the analysis. The analysis also includes numerical risk estimates of financial effects, which are being analysed in more detail internally and incorporated into risk monitoring as factors to consider. In Stadler's external reporting, the key findings are summarised in the form of risk drivers, regional patterns and trends.

| | **Windstorms** | **Flooding** |
|---|---|---|
| Description | Windstorm impacts assessed based on 1-in-100-year wind speeds using a model resolution of 0.25° × 0.25° (~25 km) | Fluvial flooding impacts assessed based on the annual frequency of flooding exceeding 10 cm, using a model resolution of ~5 km |
| Risk category | Physical – acute | Physical – acute |
| Trend | Largely stable over time across scenarios (with location-specific increases/decreases) | Long-term decline across scenarios; however, increasing risk from pluvial flooding (surface runoff) |
| Geographical focus areas | Northwestern Europe and Scandinavia | Only few sites are affected - primarily Germany and Switzerland |
| Additional notes | May cause indirect, far-reaching disruptions to mobility and infrastructure (only partially visible in damage estimates) | High damage per event; classical river flooding decreasing, while the pluvial share is likely to increase. Flooding events are highly localised and influenced by factors such as land use, precipitation intensity, and characteristics of the river catchment area. |
| Management response | Modification | Modification |

*Supplementary results on transitory and supply chain-related opportunities and risks*

In addition to the modelled physical risks at Stadler's own sites, transitory developments and climate-related risks along the upstream and downstream value chain also have a significant impact on the company's future development. While physical site risks were assessed using a quantitative scenario analysis, the assessment of transitory risks and opportunities, as well as physical risks in the supply chain, is based on a qualitative, workshop-based process. The expected impacts of political, regulatory, technological and market-related changes were taken

into account, as were potential climate-related disruptions affecting key suppliers.

The analysis complements the quantitative analysis of physical climate risks with a broader perspective on risks and opportunities that can influence Stadler's business model and value chain.

The qualitative analysis of other climate risks and opportunities shows that climate-related disruptions affecting suppliers – for example due to heat, heavy rainfall or extreme regional events – represent another important source of risk. Events of this kind can lead to production delays, increased costs and restrictions in a supplier's ability to deliver.

On the opportunity side, stricter regulatory framework conditions, rising $CO_2$ prices and the growing demand for low-emission and energy-efficient mobility solutions open up clear growth and differentiation potential for Stadler. Additional opportunities arise from the expansion of renewable energies and greater use of secondary materials in production.

The main risks and opportunities are presented in the following tables.

*Climate-related risks along the value chain*

| | **Disruption of the delivery and operation of Stadler trains** | **Climate-related disruptions to the supply chain** |
|---|---|---|
| Risk category | Physical (value chain) – chronic | Physical (supply chain) - acute |
| Description | Long-term rising temperatures may particularly affect the downstream value chain. Extreme heat, for example, can lead to damage to rail infrastructure (rail networks) or other transport infrastructure and cause defects in trains. As a result, the delivery and operation of Stadler products may be negatively affected. | Disruption of the supply chain due to the impacts of climate change, potentially leading to production delays or interruptions at Stadler. The risk is amplified by stronger dependencies on individual, partly highly specialised suppliers whose production facilities may have higher vulnerability to extreme weather events. |
| Primary potential impact | Revenue | Expenses – OpEx |
| Time horizon | Medium to long term | Short to long term |
| Management response | Sharing | Modification |

*Climate-related opportunities along the value chain*

| | **Increased demand for climate-friendly Stadler products** | **Increased incentives for rail transport** | **Cost reductions through renewable energy and the use of secondary materials** |
|---|---|---|---|
| Opportunity category | Transition – Market | Transition – Policy & Legal | Transition – Technology |
| Description | Stadler is a leading provider of innovative products (e.g. Flirt Akku, Flirt $H_2$). In the context of the increasing relevance of "sustainable" products, Stadler, as a market leader, can expect increased sales. | Stricter national regulations and rising $CO_2$ prices for certain mobility solutions, particularly domestic flights, create a competitive advantage for rail transport. Trains are considered environmentally friendly alternatives and are becoming the preferred option for domestic travel. | The transition to lower-emission energy sources in Stadler's own operations is, on the one hand, a key element in reducing the ecological footprint and, on the other hand, an opportunity to achieve more stable and lower energy prices in the long term. In addition, the circular economy approach not only offers the possibility of reducing Stadler's ecological footprint but also provides long-term economic benefits through cost savings. |
| Primary potential impacts | Revenue | Revenue | Expenses - OpEx |
| Time horizon | Medium to long term | Medium to long term | Short to medium term |
| Management response | Maintaining a strong market position and further expanding innovative and sustainable solutions | Maintaining cooperation with government and regulatory authorities and continuously monitoring market developments | Significant $CO_2$ reduction potential. Stadler has set the goal of increasing recycling rates at many of its sites. |

As part of the qualitative analysis of further climate risks and opportunities, risks and opportunities were considered that had been categorised as less significant for Stadler.

Further risks:
- Potential cost increases due to raw material shortages and $CO_2$ pricing,
- Increasing regulatory requirements for vehicles and production processes,
- Uncertainties with regard to market signals and political framework conditions,
- Possible delays in the introduction of new technologies or products,
- Increasing complexity of regionally differing $CO_2$ standards.

Further opportunities:
- Additional potential resulting from energy efficiency improvements in companies,

– Expansion of renewable energy sources and own generation capacities,
– Access to funding for innovative and low-emission technologies,
– Regulatory support for rail transport in the form of national climate targets.

*Stadler's resilience to climate risks*
The combination of a model-based analysis of physical site risks and a qualitative assessment of transitory and supply chain-related risks and opportunities shows that Stadler has a robust starting position overall. At the same time, the company is deliberately cautious in assessing its resilience, as climate-related developments – both physical and political/regulatory – are associated with inherent uncertainties.

Stadler counters physical climate risks by taking out insurance cover, initiating actions to maintain business operations and enhancing its risk management. However, there are structural limits to diversification in the supply chain, as certain key components are only manufactured by a few specialised suppliers. This concentration is an example of dependencies that cannot be completely eliminated despite active management, with risks that are only partially within Stadler's direct sphere of influence. Consequently, Stadler works closely with its partners, strengthens transparency in the supply chain and continuously develops procurement processes.

Transitory risks and opportunities that could arise from an accelerated decarbonisation of the economy are also actively addressed. As a leading provider of innovative drive technologies, Stadler can benefit from the rising demand for sustainable mobility solutions, while at the same time meeting growing expectations in terms of climate change mitigation and resource efficiency. Thanks to a science-based reduction pathway for Scope 1 to Scope 3 emissions, product life cycle assessments and a greater proportion of secondary materials, Stadler is strengthening the future viability of its portfolio.

Further planned actions for climate change adaptation and climate change mitigation, as well as the allocated financial resources, are described in the "Measures" section in the "Climate change" chapter. Based on the IRO assessment – taking into account the underlying assumptions, uncertainties and time horizons – Stadler has come to the conclusion that the company's business model and strategy are sufficiently resilient to the effects of climate change for the foreseeable future.

Measures such as employee training, the modernisation of emission-intensive assets and the strategic development of the product portfolio towards climate-friendly solutions have already been initiated and are complemented by a capital management policy that aims to ensure a permanently solid financial base. This combination strengthens Stadler's resilience and adaptability and at the same time supports efficient access to the capital markets.

**Metrics and targets**
To avoid repetition, all the details of TCFD-relevant key figures and targets are explained in other sections of the report. Stadler pursues science-based climate targets (SBTi) and reports the complete climate metrics and target pathways in the "Climate Change" chapter. This concerns Scope 1 to Scope 3 emissions, energy consumption, emission intensities and the net-zero target pathway by 2050.

# EU Taxonomy

**Background and targets**

In 2020, the European Commission introduced the EU Taxonomy in Regulation (EU) 2020/852 in support of the target to achieve climate neutrality in Europe by 2050. The EU Taxonomy is a classification system for environmentally sustainable economic activities. It is intended to channel capital flows towards sustainable investments and create transparency for companies and investors.

The Stadler Group's disclosures are made in accordance with the Taxonomy Regulation (EU) 2020/852 and the Delegated Regulations (EU) 2021/2139, (EU) 2021/2178 and (EU) 2023/2486. Reporting for the 2025 financial year is also based on the Delegated Regulation (EU) 2026/73 of 4 July 2025. This regulation was published in the Official Journal on 8 January 2026 and applies from 1 January 2026. The regulation and the simplifications it contains have already been applied in this Annual Report.

In accordance with the regulation, the Stadler Group discloses the proportion of revenue and capital expenditure (CapEx) for the 2025 financial year that is Taxonomy-eligible or Taxonomy-aligned. The EU Taxonomy Regulation is a dynamic, evolving piece of legislation. Its formulations and terms are sometimes subject to a certain degree of interpretation uncertainty. The following information is therefore based on Stadler's current understanding and interpretation of the regulation. The approach adopted for this year's reporting may be subject to change in the future.

Stadler is determined to shape the future in an environmentally sustainable way by producing sustainable means of transport and investing in sustainable business activities. Classification according to the EU Taxonomy makes this commitment transparent and confirms that Stadler's economic activities demonstrably make a significant contribution to environmental sustainability and to the environmental objectives of the European Union.

**Analysis of Taxonomy eligibility**

An economic activity is considered Taxonomy-eligible if it is described in one of the delegated acts supplementing the Taxonomy Regulation. Stadler is a leading international provider of mobility solutions in rail vehicle construction, service and signalling technology. Its range of products for mainline and urban transport includes high-speed trains, intercity trains, regional and suburban trains, underground trains, tram trains and trams. Stadler also manufactures mainline locomotives, shunting locomotives and passenger carriages. According to the definition in the Taxonomy Regulation (Article 10, point 1.c), these activities are Taxonomy-eligible for the environmental objective of climate change mitigation (CCM) as "enabling activities".

For the 2025 financial year, Stadler is limiting Taxonomy reporting to the main economic activity, category CCM 3.3 Manufacture of low-carbon technologies for transport. This applies to the entire "Rolling Stock" segment, as well as to service work in the "Service & Components" segment. Stadler carries out other economic activities that are also Taxonomy-eligible (e.g. "Signalling"), but for the time being, these areas have not been subjected to a more detailed examination for the 2025 financial year due to their lower relevance (Signalling revenue represents approximately 3% of total revenue) and are therefore excluded from the Taxonomy KPI numerators. Stadler plans to extend Taxonomy reporting to all Taxonomy-eligible economic activities in the future.

Overview of Taxonomy-eligible economic activities according to the EU Taxonomy

| Taxonomy-eligible activity | Definition of the activity | Economic activity Stadler |
|---|---|---|
| 3.3. Manufacture of low carbon technologies for transport | Manufacture, repair, maintenance, retrofitting, repurposing and upgrade of low carbon transport vehicles, rolling stock and vessels.<br><br>The economic activities in this category could be associated with several NACE codes, in particular C29.1, C30.1, C30.2, C30.9, C33.15, C33.17 in accordance with the statistical classification of economic activities established by Regulation (EC) No 1893/2006.<br><br>An economic activity in this category is an enabling activity in accordance with Article 10(1), point (i), of Regulation (EU) 2020/852 where it complies with the technical screening criteria. | Manufacture as well as repair, maintenance and retrofitting of high-speed trains, intercity trains, regional and suburban trains, metro trains, tram-trains and trams, mainline locomotives, shunting locomotives and passenger coaches. |

**Analysis of Taxonomy alignment**

Stadler has assessed its Taxonomy-eligible economic activities for Taxonomy alignment. According to Article 3 of Regulation (EU) 2020/852, an economic activity must satisfy three conditions to be considered Taxonomy-aligned:

– **It must make a substantial contribution to climate change mitigation:** the economic activity contributes substantially to one or more of the six environmental objectives. Stadler has reviewed the activities and investments in the economic activity "CCM 3.3 Manufacture of low-carbon technologies for transport" to examine whether they make a significant contribution to the environmental objective of "climate change mitigation".

- **Principle of Do No Significant Harm (DNSH):** the economic activity causes no significant harm to any of the five other environmental objectives. The environmental objectives are "climate change adaptation", "sustainable use and protection of water and marine resources", "transition to a circular economy", "pollution prevention and control" and "protection and restoration of biodiversity and ecosystems".
- **Compliance with minimum safeguards:** the company's activities in connection with its business operations are in line with social standards on human rights, bribery and corruption, fair competition and taxation.

Taxonomy alignment was verified on the basis of the technical screening criteria in accordance with Annex I to Delegated Regulation (EU) 2021/2139. For non-financial companies, Regulation 2026/73 also updated the DNSH criteria for the environmental objective of "pollution prevention and control". Stadler has taken the relevant changes into account when determining and disclosing the Taxonomy KPIs in this report. Additional tools were used to complement the verification, including information and FAQs from the European Commission's official EU Taxonomy Compass. Internal checklists for the technical screening criteria were drawn up based on extensive technical information in order to ensure objective verification and evidence-based documentation. Internal guidelines on environmental management, human rights and compliance were also taken into account for DNSH and minimum safeguards. Detailed explanations of the methodology are given in the relevant sections below.

**Significant contribution to climate change mitigation**

With regard to the condition of making a significant contribution to climate change mitigation, the EU Taxonomy defines the following criteria for category *CCM 3.3 Manufacture of low-carbon technologies for transport*:

Manufacture, repair, maintenance, retrofitting, repurposing and upgrade of the following products as part of the economic activity:

- Trains, passenger coaches and wagons that have zero direct (tailpipe) $CO_2$ emissions
- Trains, passenger coaches and wagons that have zero direct (tailpipe) $CO_2$ emissions when operated on a track with necessary infrastructure, and use a conventional engine where such infrastructure is not available (bimode)

Based on the defined criteria, Stadler classifies the manufacture and maintenance of electric trains (with e-traction or battery technology), hydrogen trains, bimodal trains and hybrid green-tech solutions as Taxonomy-aligned. The manufacture or maintenance of diesel trains, on the other hand, is considered non-aligned. Alignment was checked for each individual customer order.

**Principle of Do No Significant Harm (DNSH)**

*Climate change adaptation (DNSH Appendix A)*

To demonstrate Taxonomy alignment, the EU Taxonomy states that the economic activity must cause no significant harm to the environmental objective of "climate change adaptation". It specifies that the company must carry out a robust climate risk and vulnerability analysis. This enables climate risks to be mitigated in good time.

Stadler is aware that climate change is causing acute and chronic physical risks that are already having an impact on Stadler's economic activities. Stadler has therefore already carried out climate risk and vulnerability analyses in the past and reported on them as part of its TCFD reporting. In the 2025 financial year, Stadler commissioned an updated climate risk and vulnerability analysis that specifically meets the requirements of DNSH Appendix A to the EU Taxonomy. The study is based on state-of-the-art climate projections for the IPCC's existing series of SSP-RCP scenarios. Adaptation plans will be defined for each site based on the results. Details of the analysis can be found in the "Report on the Task Force on Climate-related Financial Disclosures (TCFD)" section.

Consequently, the condition of causing no significant harm to the environmental objective of "climate change adaptation" has been met. Further short to medium-term adaptation solutions are planned, and Stadler's long-term goal is to always operate according to the best available technology with regard to climate-friendly production.

*Sustainable use and protection of water and marine resources (DNSH Appendix B)*

Stadler carries out an environmental impact assessment at all production sites for ISO 14001 certification purposes. The environmental impact assessment includes the identification of risks associated with the use and conservation of water, the implementation of a water consumption and protection plan, and the introduction of appropriate control measures for the identified risks. The implementation of Stadler's water management and water protection programme is in line with the objectives of preserving water quality and avoiding water scarcity. Water management is part of the general ISO 14001-certified environmental management system. Further details are given in the "Additional Information for Stakeholders" section in the appendix.

Through the Group-wide implementation of an environmental management system in accordance with ISO 14001 in line with the objectives of Directives 2011/92/EU and 2000/60/EC, Stadler causes no significant harm to the environmental objective of "the sustainable use and protection of water and marine resources".

*Transition to a circular economy*

For CCM 3.3, the Delegated Regulation sets out criteria for ecodesign and waste management. Stadler takes ecodesign principles into account in its planning and vehicle production processes. The C2C principle (Cradle to Cradle) prescribes a closed raw material cycle and is of central importance to Stadler. As part of this approach, material mixtures in components are avoided right from the design stage in order to facilitate the process of dismantling, sorting and collecting these materials at the end of a product's service life. Other important aspects for Stadler include the economical and careful use of

natural resources and the careful selection of materials with a focus on durability, recyclability, easy dismantling and adaptability. More than 95 percent of the vehicle mass of Stadler vehicles can be recycled. Stadler also imposes requirements on suppliers for the use of recycled materials. Stadler considers the product-related DNSH criteria for the circular economy to have been satisfied for all solutions in the portfolio that have been designed according to the ecodesign approach. Further details of the ecodesign principles are given in the "Resource use and circular economy" section.

The circular economy is also integrated into Stadler's waste management process and covered by ISO 14001 certification. For this reason, aligned activities relate to Stadler's own operating sites, which comply with the ISO 14001 principle of sound waste management and prioritise recycling over disposal. Stadler has set itself the target of increasing the recycling rate of total operational waste to over 60 percent by 2030. Further details on operational waste management can be found in the "Resource use and circular economy" section.

By implementing ecodesign principles and waste management in accordance with ISO 14001 and giving priority to recycling, Stadler causes no significant harm to the environmental objective of "the transition to a circular economy".

*Pollution prevention and control (DNSH Appendix C)*
According to DNSH Appendix C to Delegated Regulation (EU) 2021/2139, as updated by Regulation 2026/73, the EU Taxonomy states that the economic activity must cause no significant harm to the environmental objective of "pollution prevention and control". The criteria include, in particular, avoiding the manufacture, placing on the market or use of:

- Persistent organic pollutants (as defined in Annexes I and II to Regulation (EU) 2019/1021).
- Mercury and mercury compounds, their mixtures and mercury-added products (as defined in Article 2 of Regulation (EU) 2017/852).
- Substances that deplete the ozone layer (as defined in Annexes I and II to Regulation (EU) 2024/590), with exceptions for certain uses.
- Substances that do not comply with the RoHS Directive (Annex II, III and IV to Directive 2011/65/EU), where applicable.
- Substances that meet the criteria laid down in Article 57 of the REACH Regulation (EC No 1907/2006) and are present in a concentration above 0.1% (w/w) [MF1], unless no suitable alternatives are available and they are used under controlled conditions.

An additional requirements is that vehicles must not contain lead, mercury, hexavalent chromium and cadmium, in accordance with Directive 2000/53/EC. This directive applies to road vehicles and is therefore not relevant to Stadler's activities.

The DNSH criterion for avoiding substances that deplete the ozone layer was updated in Regulation (EU) 2026/73. For its verification of DNSH criteria in the 2025 financial year, Stadler originally relied on the requirements of the EU Taxonomy known at the time of the verification, i.e. Regulation (EC) No. 1005/2009. However, following a basic assessment, Stadler also assumes that the requirements of (EU) 2024/590 are met. Directive/Regulation (EU) 2024/590 has been in force since 2024, and the corresponding content requirements were also adopted in the Chemical Risk Reduction Ordinance (ORRChem) in Switzerland in autumn 2025. Stadler continuously ensures conformity with applicable environmental regulations. This is also regularly reviewed as part of ISO 14001 certifications.

Alignment was evaluated on a per-order basis. Checks were based on the applicable quality, environmental and safety agreements, as well as the general technical specifications defined for each specific order. These specifications contain clear requirements for the prevention and reduction of environmental pollution and refer to the relevant EU regulations and national laws. In most cases, reference is also made to UIC Standard 345:2006. Furthermore, specifications often contain requirements that are based on the Railway Industry Substance List (RISL). The RISL specifies the prohibited and declarable chemicals applicable to the railway industry in the European Union, Australia, Canada, the United Kingdom, the United States of America and Switzerland.

The requirements apply not only to manufactured vehicles, but also to all installed components, and therefore to suppliers. Alignment was established when all relevant DNSH requirements were met.

In the 2025 financial year, however, some activities were still being carried out to complete underlying orders dating back several years. At the time work started on the order, it was not yet possible to take into account all the requirements for these projects that are necessary under the current EU Taxonomy. Although Stadler ensures that all applicable environmental regulations are complied with as part of its ongoing production activities, a complete, Taxonomy-aligned audit and verification of these older orders is not possible without considerable additional effort. In these circumstances, Stadler has decided to classify these projects as "non-aligned" with regard to EU Taxonomy indicators. Following the successive completion of older orders, Stadler expects a significant increase in the alignment rate in relation to the DNSH criteria for the environmental objective of "pollution prevention and control".

*Protection and restoration of biodiversity and ecosystems (DNSH Appendix D)*
According to DNSH Appendix D to Delegated Regulation (EU) 2021/2139, the EU Taxonomy states that the economic activity must cause no significant harm to the environmental objective of "the protection and restoration of biodiversity and ecosystems". Stadler ensures this by means of the environmental impact assessments conducted under the ISO 14001-certified environmental management system. These assessments include the identification of potential risks to biodiversity and ecosystems and the implementation of appropriate risk mitigation measures. The environmental management system is applied in line with the objectives of ensuring the protection of ecologically sensitive areas and habitats of endangered species by pri-

oritising the avoidance of negative impacts, reducing unavoidable impacts and offsetting residual impacts. Alignment is evaluated for each individual site, based on valid ISO 14001 certification of the site. Further details on the topic of biodiversity and ecosystems can be found in the appendix under “Additional Information for Stakeholders”.

By implementing an environmental management system in accordance with ISO 14001 across the board in line with the objectives of Directive 2011/92/EU, Stadler causes no significant harm to the environmental objective of “the protection and restoration of biodiversity and ecosystems”.

**Minimum safeguards**

According to Article 18 of Regulation (EU) 2020/852, companies are obliged to implement procedures that ensure compliance with fundamental international standards in the areas of human rights, labour rights and responsible corporate governance. The requirements are based on internationally recognised frameworks, particularly the OECD Guidelines for Multinational Enterprises, the UN Guiding Principles on Business and Human Rights, the Core Labour Standards of the International Labour Organization (ILO) and the International Bill of Human Rights.

Stadler is committed to respecting human rights and ensuring fair working conditions both in its own operations and along the supply chain. Stadler published a “Statement on OECD Guidelines” in 2023. Stadler is guided by internationally recognised standards and guidelines, including the OECD Guidelines, the UN Guiding Principles on Business and Human Rights, the UN Convention on the Rights of the Child and the ILO Conventions. Further information on this topic can be found in the “Compliance, Ethics and Integrity" chapter.

Stadler has established comprehensive internal guidelines and processes to implement these obligations. One of the aims of these processes is to ensure compliance with statutory due diligence requirements such as the UK Modern Slavery Act, the German Supply Chain Due Diligence Act (LkSG) and the Swiss Ordinance on Due Diligence and Transparency with regard to Minerals and Metals from Conflict-Affected Areas and Child Labour (DDTrO). Stadler has procedures in place that include, in particular, due diligence in the company’s own operations and in the supply chain, measures to prevent corruption and to ensure compliance, and mechanisms for reporting and dealing with violations. There were no human rights violations in the reporting year. Further details on these topics are given in the “Compliance, Ethics and Integrity” chapter of the report and under “Working at Stadler”.

The procedures implemented at Stadler ensure that the requirements of Article 18 of the EU Taxonomy are met. Stadler therefore ensures compliance with the minimum safeguards as a prerequisite for the classification of Taxonomy-aligned economic activities.

**Determination of KPIs for Taxonomy-eligible and Taxonomy-aligned economic activities**

In accordance with Article 8 of the EU Taxonomy Regulation and the Delegated Regulations (EU) 2021/2178 and 2021/2139, three key performance indicators (KPIs) are determined for reporting purposes: turnover, capital expenditure (CapEx) and operating expenses (OpEx). These indicators quantify the proportion of Taxonomy-eligible and Taxonomy-aligned economic activities in the company’s overall business. The calculation is based on the consolidated financial data in accordance with Swiss GAAP FER. In accordance with the simplifications introduced by Regulation (EU) 2026/73, the “OpEx” indicator is not reported as there are no relevant items.

The analysis relates to the economic activity CCM 3.3: Manufacture of low-carbon technologies for transport. The calculation is based on the definitions of the EU Taxonomy, with transparent documentation of methodology in order to ensure clear interpretation. As the EU Taxonomy Regulation is an evolving set of rules, some of its requirements are subject to interpretation and require further clarification. The information is based on Stadler’s current understanding and interpretation of the regulation.

**Turnover**

In the reporting year, consolidated turnover totalled TCHF 3,679,250, of which TCHF 2,824,709 (77%) is Taxonomy-eligible and TCHF 2,274,749 (62%) is Taxonomy-aligned.

The calculation is based on consolidated net sales (denominator) in accordance with Swiss GAAP FER, as shown in the consolidated income statement. Sales are adjusted for revenue reductions and VAT. Non-consolidated units and sales from discontinued operations are excluded.

To determine the Taxonomy-eligible and Taxonomy-aligned turnover (numerator), customer orders are analysed per order and allocated to the economic activities defined in the Delegated Regulations. Each order is checked with regard to the technical evaluation criteria. Only orders that satisfy all the criteria are considered Taxonomy-aligned.

The detailed turnover figures are shown on the turnover declaration form.

**Capital expenditure (CapEx)**

Total capital expenditure (CapEx) amounted to TCHF 277,700 in the reporting year, of which TCHF 159,604 (57%) is Taxonomy-eligible and TCHF 104,659 (38%) is Taxonomy-aligned.

The CapEx figures show the proportion of investments that can be allocated to Taxonomy-eligible and Taxonomy-aligned economic activities.

The calculation of the denominator is based on the total investments in property, plant and equipment, intangible assets, right-of-use assets and capitalised development costs in the reporting year, before depreciation, amortisation and impairment. This is based on the definition in accordance with the Dele-

gated Regulation (EU) 2021/2178 and the disclosures in the Swiss GAAP FER consolidated financial statements. Non-consolidated units and investments that cannot be allocated to the production business are excluded.

The numerator for Taxonomy-eligible and Taxonomy-aligned capital expenditure is determined for all investments for the main activity of "Manufacture of low-carbon technologies for transport". Capital expenditure at Stadler mainly concerns the manufacture of rolling stock and is therefore directly related to the production sites. As investments cannot always be clearly allocated to individual customer orders, they are calculated in proportion to sales figures. For this purpose, capital expenditures per location are deducted from the location-specific taxonomy eligibility and taxonomy alignment of turnover. This procedure ensures consistent and traceable allocation. Consequently, according to the Delegated Regulation (EU) 2021/2178 Annex I, point 1.1.2.2 a, only the capital expenditure related to assets or processes that are associated with Taxonomy-aligned transport technologies is considered Taxonomy-aligned.

The detailed CapEx results are given on the CapEx declaration form.

**Operating expenses (OpEx)**

According to the EU Taxonomy, Operating expenses (OpEx) are defined as non-capitalised direct costs relating to research and development, renovation and maintenance of buildings, short-term leases, and ongoing maintenance and service. New provisions in Regulation (EU) 2026/73 provide some simplifications with regard to operating expenses (OpEx): if the operating expenses to be taken into account in OpEx according to the EU Taxonomy Regulation are of minor importance, disclosure can be limited to the total value of operating expenses. The OpEx indicator in the context of taxonomy reporting is of minor importance for the Stadler Group. The majority of total costs in connection with contract manufacturing are attributable to materials and external services as well as personnel costs for production, engineering and order processing. These costs do not fall within the narrow scope of taxonomy-relevant OpEx.

The total value of operating expenses amounts to TCHF 285,819 and is based on the Group-wide monthly financial data reporting. It includes other operating expenses and therefore goes beyond the definition of Taxonomy-relevant OpEx. In addition to the expenses to be included in accordance with the EU Taxonomy, it also includes selected IT expenses from support functions, administration costs and expenses in connection with energy consumption and waste disposal.

**Regulatory reporting forms for EU Taxonomy**

*Reporting form for the overview of summarised KPIs (financial year 2025)*

| | | | | | Breakdown by environmental objectives of Taxonomy-aligned activities | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| KPI (1) | Total (2) | Proportion of Taxonomy-eligible activities (3) | Taxonomy-aligned activities (4) | Proportion of Taxonomy-aligned activities (5) | Climate Change Mitigation (6) | Climate Change Adaptation (7) | Water (8) | Circular Economy (9) | Pollution (10) | Biodiversity (11) | Proportion of enabling activities (12) | Proportion of transitional activities (13) | Not assessed activities considered non-material (14) | Taxonomy-aligned activities in previous financial year (N-1) (15) | Proportion of Taxonomy-aligned activities in previous financial year (N-1) (16) |
| Text | in 1'000 CHF | % | in 1'000 CHF | % | % | % | % | % | % | % | % | % | % | Currency | % |
| **Turnover** | 3,679,250 | 77% | 2,274,749 | 62% | 62% | - | - | - | - | - | 62% | 0% | 3% | - | - |
| **CapEx** | 277,700 | 57% | 104,659 | 38% | 38% | - | - | - | - | - | 38% | 0% | 1% | - | - |
| **OpEx** | 285,819 | - | - | - | - | - | - | - | - | - | - | - | 100% | - | - |

*Turnover reporting form (financial year 2025)*

| | | | | | Environmental objective of Taxonomy-aligned activities | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Activities (1) | Code (2) | Taxonomy-eligible KPI (Proportion of Taxonomy-eligible Turnover) (3) | Taxonomy-aligned KPI (monetary value of Turnover) (4) | Taxonomy-aligned KPI (Proportion of Taxonomy-aligned Turnover) (5) | Climate Change Mitigation (6) | Climate Change Adaptation (7) | Water (8) | Circular Economy (9) | Pollution (10) | Biodiversity (11) | Enabling activity (12) | Transitional activity (13) | Proportion of Taxonomy-aligned in Taxonomy-eligible (14) |
| Text | | % | in 1'000 CHF | % | % | % | % | % | % | % | (E where applicable) | (T where applicable) | % |
| **3.3 Manufacture of low carbon technologies for transport** | CCM 3.3. | 77% | 2,274,749 | 62% | 62% | | | | | | E | | 81% |
| **Sum of alignment per objective** | | | | | 62% | | | | | | | | |
| **Total KPI (Turnover)** | | 77% | 2,274,749 | 62% | 62% | | | | | | | | 81% |

*CapEx reporting form (financial year 2025)*

| | | | | | Environmental objective of Taxonomy-aligned activities | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Activities (1) | Code (2) | Taxonomy-eligible KPI (Proportion of Taxonomy-eligible CapEx) (3) | Taxonomy-aligned KPI (monetary value of CapEx) (4) | Taxonomy-aligned KPI (Proportion of Taxonomy-aligned CapEx) (5) | Climate Change Mitigation (6) | Climate Change Adaptation (7) | Water (8) | Circular Economy (9) | Pollution (10) | Biodiversity (11) | Enabling activity (12) | Transitional activity (13) | Proportion of Taxonomy-aligned in Taxonomy-eligible (14) |
| Text | | % | in 1'000 CHF | % | % | % | % | % | % | % | (E where applicable) | (T where applicable) | % |
| **3.3 Manufacture of low carbon technologies for transport** | CCM 3.3. | 57% | 104,659 | 38% | 38% | | | | | | E | | 66% |
| **Sum of alignment per objective** | | | | | 38% | | | | | | | | |
| **Total KPI (CapEx)** | | 57% | 104,659 | 38% | 38% | | | | | | | | 66% |

# Environmental pollution

**Paints used in rail vehicle construction often contain volatile organic compounds (VOCs), which can have potentially negative effects on the environment and human health. Stadler has already initiated appropriate actions and is continuously evaluating additional options to further reduce the use of solvent-based coatings and improve the handling of remaining VOC emissions at its production sites.**

### IRO table

| Topic | IRO | I / R / O | Description | Management |
|---|---|---|---|---|
| E2: Air pollution | VOC emissions from production processes | I [-] | VOC emissions in the production process during vehicle painting, which have negative effects on the environment and health | Investments in exhaust air purification systems (ALURA); use of alternative coating materials |

### Targets

| Quantitative target | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| Group-wide reduction of VOC emissions | 2021: 240 t VOC | **303.4 t VOC** | –15% | 2030 |

*Responsibilities*
Responsibility for achieving the Group-wide targets for reducing VOC emissions is held at various levels of the organisation. The global sustainability team tracks progress according to defined key figures and coordinates the implementation of suitable actions across the Group in line with the sustainability strategy. The Quality, Environment, Health and Safety departments (QEHS) at each site ensure compliance with the applicable legal requirements, record relevant data and develop and implement site-specific actions to meet both local requirements and the overarching Group targets.

*Dialogue with stakeholder groups*
Stadler engages in regular dialogue with key stakeholder groups to support the achievement of its targets. Legislators and local environmental authorities are of particular importance, as they define the regulatory requirements for measuring and reducing VOC emissions. Stadler is also working with paint manufacturers to continue to reduce the VOC content of the coating materials used. In addition, discussions are ongoing with the suppliers of exhaust air purification technologies to find an effective solution for minimising VOC emissions. According to the materiality analysis, the topic of VOC emissions is currently of secondary importance for customers.

*Guidelines*
The targets and actions for reducing VOC emissions are based on the applicable legal and regulatory requirements in the relevant markets. In the European Union, Switzerland, the USA and Belarus, binding regulations exist to limit VOC emissions due to their potential impact on the environment and human health. The regulatory framework in the EU comprises the VOC Directive 1999/13/EC and the Decopaint Directive (Directive 2004/42/EC) in particular. In Switzerland, corresponding requirements have been laid down in the Ordinance on Air Pollution Control based on the Environmental Protection Act, supplemented by cantonal regulations. These specifications define limit values for VOC concentrations and mass flows and are used as a central reference for defining and implementing the company's internal reduction targets.

*Relation of targets to concepts and regulations*
Stadler has set itself a Group-wide target to reduce operational VOC emissions. This target is firmly established in the Group's sustainability strategy and aims to reduce VOC emissions by 15 percent by 2030 in relation to the base year 2021. Despite the company's growth and the increase in absolute VOC emissions in recent years, Stadler considers the target achievement to be realistic thanks to the reduction measures already implemented and planned at various sites.

A VOC reduction target has been set to gradually reduce emissions relevant to the environment and health and to help ensure regulatory compliance in the relevant markets.

Apart from reducing VOC emissions, Stadler is currently not pursuing any further quantitative reduction targets for other pollutants in the area of environmental pollution. The latest screening shows that no such pollutants are emitted into the air, water or soil in detectable quantities by any Stadler plant, and they are therefore of minor importance according to the latest materiality analysis. Additional targets may be defined in the future depending on the results of a new materiality analysis or new legal requirements.

### Policies
*Specification document*
In 2023, Stadler adopted an internal OECD specification document on the environment. This document forms the conceptual framework for dealing with environmentally relevant emissions and classes VOC emissions as a material topic for the company. The OECD specification document also sets a Group-

wide reduction target of a 15 percent reduction in VOC emissions by 2030 in relation to the base year 2021. A Group-wide VOC reduction strategy is therefore now being developed to define and implement specific actions in Stadler's own production process and in the upstream supply chain.

*Prevention and management of emergencies*
The company has concepts and processes in place to prevent incidents and emergency situations in Stadler's own business area and along the upstream and downstream value chain. They consist mainly of preventive measures in the areas of occupational health and safety and environmental protection, as well as regular risk analyses, employee training and guidelines for suppliers. Stadler has prepared emergency and crisis management plans to deal with emergency situations that aim to limit the impact on people and the environment as rapidly as possible, minimise damage and ensure an orderly resumption of business activities.

*REACH*
Stadler pays particular attention to the REACH (Registration, Evaluation, Authorisation and Restriction of Chemicals) chemicals regulation in its resource management at European level. This regulation obliges companies to declare compounds of concern if they are contained in the products that they manufacture and sell. Stadler meets this obligation and informs its customers about declarable substances in train components and waste disposal procedures. For this reason, Stadler's suppliers must complete a substance declaration stating any declarable substances.

**Actions**
The actions implemented to reduce VOC emissions follow the reduction hierarchy set out in the ESRS and address both upstream stages of the value chain and Stadler's own production processes. In addition, supporting actions are taken to improve the quality of data collection and reporting. A distinction is made between measures that have already been implemented and new measures that were introduced in the reporting year.

Both personnel resources and financial resources are used to implement the actions. Expenses for the prevention or elimination of environmental pollution are included in the data collected on environment-related operating expenses and investments in environmental protection measures. A list of actions should also be drawn up to describe the environmental impact, investments and operating costs of the planned actions. This makes the future investment requirements and expected costs clear to Stadler as soon as possible and allows the company to secure the necessary financial resources at an early stage.

*Avoidance of VOC emissions*
Upstream value chain: Stadler is continuously investigating the use of alternative coating materials with a lower solvent content or no solvents at all. However, water-based or solvent-free paints available on the market cannot currently be used for all coating layers on train components. This applies in particular to primers and coatings to protect against stone chipping, which are not yet able to fully satisfy the technical and customer-specific requirements. Discussions with paint manufacturers on the further development of suitable products are ongoing.

*Reduction of VOC emissions*
Own production: since August 2022, a clear coat with a four percent lower VOC content has been used at the St. Margrethen site, reducing VOC emissions by several hundred kilograms per year. A self-adhesive floor was installed at the Berlin-Pankow site in 2023 as part of a customer order, which led to a comparable reduction in VOC emissions. The transferability of similar solutions is being examined at all sites. In an effort to reduce VOC emissions in the reporting year, the solvent content of the paints and hardeners used was limited in order to counterbalance the rise in production volumes.

To reduce VOC emissions, two-component systems are in operation at the St. Margrethen and Bussnang sites, enabling automated feeding and mixing of the two components, paint and hardener. The automation process results in more precise dosing and efficiency gains due to fewer diffuse emissions.

*Elimination and treatment of VOC emissions*
Own production: air purification systems have been installed at various sites to treat unavoidable VOC emissions. At the Szolnok site, VOC emissions are reduced using activated carbon filters. At the Valencia site, exhaust air containing VOCs is oxidised using ozone, which can reduce VOC emissions by around a third.

Practical tests of a pilot system for exhaust air purification were completed at the St. Margrethen site in the reporting year. The purpose of the pilot system is to test the efficiency of VOC reduction at the site and to clarify the suitability of an ALURA (VOC reduction on a large technical scale). The pilot system also helps to ensure more effective management of process parameters and optimise operations for future generalisation. The selection of the process took into account the fluctuating VOC concentrations that occur in the painting process, as well as different volumes of exhaust air. The system is designed for almost complete autothermal operation. The necessary energy is taken from the oxidation of the exhaust air constituents. By using an iron oxide catalyst, the impurities are oxidised at low temperatures (approx. 350–550 °C), which is not only beneficial in terms of energy consumption, but also avoids the formation of nitrogen oxides. The pilot system is linked to the paint booth for the collection of exhaust air, and its operation is synchronised with painting processes. An evaluation of the results has shown that this process can also be used at the Bussnang site. Its possible extension to other sites is currently being clarified.

*Supporting actions*
To improve the quality of data collection and reporting, the St. Margrethen site has implemented a waste concept for the strict separation of paint waste containing VOCs. Waste with a high VOC content is collected and analysed separately from waste with a low VOC content. This measure increases the plausibility of the VOC analyses and improves the quality of the reported emissions data.

**Financial Effects**

As an incentive to reduce VOC emissions, Switzerland levies a tax of CHF 3 per kilogramme of VOC purchased on substances containing VOCs This regulation concerns Stadler sites based in Switzerland. To ensure regulatory compliance, Stadler prepares annual VOC accounting figures and determines the corresponding emissions in accordance with the calculation methodology specified by the relevant authorities.

Stadler did not incur any costs for the elimination and remediation of existing impacts in connection with environmental pollution in the reporting year. Furthermore, no costs were incurred to compensate losses.

**Performance indicators**

Stadler regularly collects and reports key figures on VOC emissions from its own business activities if they are classified as material. The main focus is on VOC emissions, as the threshold values specified in Appendix II of Regulation (EC) No. 166/2006 are exceeded for this emission category.

VOC emissions also increased in 2025, although to a lesser extent than in the previous year. In the 2025 financial year, large-scale measures to reduce VOC emissions were still in the planning phase. An exhaust air purification system is scheduled to go into operation at the St. Margrethen and Bussnang sites at the end of 2026. The two exhaust air purification systems will treat around one third of Stadler's VOC emissions in the future. Stadler will be able to quantify the exact VOC reduction effect once the systems have been commissioned. It will then also be clear how many additional measures are needed to achieve the set VOC reduction target. It is already clear today that the two exhaust air purification systems will result in a considerable reduction in emissions and initiate a trend reversal in VOC emissions.

| Reference | Pollution | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Air pollution** | | | | | | |
| E2-4 | VOC emissions | t | 255 | 292 | 303.4 | 3.9% |
| Specific | VOC emissions per painted car body | t/painted car body | 0.19 | 0.18 | 0.20 | 11.1% |

**Accounting principles**

Due to regulatory requirements, VOC emissions at Stadler are not determined using a standardised calculation method across the Group. In Switzerland, VOC emissions are quantified according to substance accounting, which takes into account the purchased substances and products containing VOCs, the quantities of VOCs disposed of (in particular via special paint waste), and the changes in inventories. At other European production sites, however, VOC emissions are recorded on the basis of emission measurements and extrapolated to annual values.

Changes over time are recorded and analysed in the annual emissions inventories in order to illustrate the progress made in reducing VOCs. The accounting methods are based on recognised standards, such as the Swiss Ordinance on the Incentive Tax on Volatile Organic Compounds (OVOC) and are determined – depending on the source – by continuous emission measurements, random sampling or calculated emission factors. Data is collected and processed by the environmental managers at individual sites and collated by the company's central environmental management system. Primary data is taken from product data sheets and measuring systems. Secondary data is only used if a site with VOC emissions has no or too little primary data for VOC accounting. The company works with measuring institutes (e.g. laboratories that draw up a VOC analysis report of waste containing VOCs) and the public authorities to carry out calibration tests and to check the regular measurement results. All data is reviewed and documented in accordance with internal quality standards to ensure transparency and comparability across reporting periods.

# Resource use and circular economy

**As far as resource inflows and outflows are concerned, the focus is on two aspects: the environmental impact of the materials used in production and the delivered end products that are reused in the downstream value chain. Stadler's production processes generate a high proportion of hazardous waste, particularly due to painting and cleaning work. Stadler is therefore endeavouring to continuously reduce waste and hazardous waste while increasing the recycling rate at the same time. This is based on a three-point approach: resource-conserving production, the use of easily recyclable materials, and optimised waste separation. All waste is of course disposed of properly.**

**IRO table**

| Topic | IRO | I / R / O | Description | Management |
|---|---|---|---|---|
| E5: Waste | Waste prevention and recycling | I (+) | Reducing environmental pollution through waste prevention and recycling | Implementation of a waste management process, waste concept |
| | Efficient waste management | O | Cost savings and revenue opportunities through efficient waste management in production | |
| E5: Resource outflows related to products and services | Reduced environmental impact through sustainable product design | I (+) | Improving long-term environmental health through sustainable product design | Ecodesign process, sustainable vehicle design |
| | Durable and recyclable products and services | O | Development and marketing of durable and circular products and services | |
| E5: Resource inflows, including resource use | Extraction and processing of raw materials | I (-) | Environmental pollution caused by the extraction and processing of raw materials | Avoid virgin raw materials through revisions, reconditioning of components and spare parts, increase the proportion of secondary aluminium material, resilience in procurement |
| | Use of secondary materials | I (+) | Reducing material consumption through efficient use and application of secondary materials | |
| | Resource scarcity in the value chain | R | Fluctuations in the availability and prices of resources due to global scarcity | |
| | | R | Production delays and failures due to resource scarcity in the value chain | |

**Process for assessing material impacts, risks and opportunities**

Stadler regularly assesses the short, medium and long-term impacts, risks and opportunities in relation to resource inflows, resource outflows and waste. The aim is to make potential impacts on material supply, production processes, cost structure, regulatory compliance and market opportunities transparent and to build up strategic resilience. Circular economy issues are primarily addressed, monitored and optimised in a structured manner at the production sites thanks to environmental management processes. In addition, the global sustainability team uses common evaluation methods such as LCA studies, market analyses, market forecasts for materials (particularly aluminium) and the proportion of secondary materials contained in a product, as well as supplier dialogue and supplier key figures. If no supplier-specific data is available, Stadler bases its assessments on literature data or emission factors from LCA databases.

These assessments show that the material impacts, risks and opportunities in connection with resource use and the circular economy arise primarily in the upstream value chain and at Stadler's production sites. This mainly applies to material-intensive preliminary work for vehicle construction and material-intensive production steps.

The main materials Stadler uses for vehicle construction are iron/steel (approx. 40–50% of vehicle weight) and aluminium (approx. 30–40% of vehicle weight). However, further impacts, risks and opportunities can be seen in connection with lower quantities of lithium and rare earth elements.

If business continues as usual, the high environmental and climate impacts from primary material production and related processes will persist. At the same time, supply and price risks, especially for critical raw materials, would increase. Opportunities arise from the transition to a circular economy, especially via the reduction of primary material use thanks to a higher proportion of secondary materials and closed loops, the recovery and reuse of critical raw materials from batteries and components to reduce dependencies, and the improvement of recyclability and substitution of critical substances or substances containing VOCs throughout design, material selection and production processes. This would help to achieve a noticeable reduction in climate and resource-related environmental impacts overall.

As part of its environmental management processes, Stadler regularly consults with the local environmental authorities in order to identify and minimise the potential impact of its business activities on the environment at an early stage. These consultations take the form of discussions with local representatives. Feedback from these discussions is systematically documented and is incorporated into the assessment of environmental aspects and the subsequent definition of mitigation measures. Liaising with the authorities is vital, as Stadler has to comply with environmental regulations on the storage and disposal of hazardous waste. Stadler also works with certified waste disposal companies.

### Targets

| Quantitative targets | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| Preparation of a life cycle analysis for each combination of train type and drive type of which more than 25 vehicles have been sold for passenger transport (prevention) | 2022: 30% | **29.4%** | 100% | 2030 |
| Increase in the share of secondary aluminium | 2024: 42% | **42%** | 50% | 2030 |
| Increase in the waste recycling rate (recycling) | 2022: 39.5% | **50.7%** | 60% | 2030 |

| Qualitative targets | |
|---|---|
| Development of a detailed waste management strategy (targets, measures, training) (reduce, reuse, recycle) | 2026 |
| Increase in the proportion of recycled materials in delivered vehicles (reuse) | Continuous |

The targets take into account the production phase, the customer use phase and the end of the useful life of products and materials, as well as waste at the sites. The applicable principle of the waste hierarchy is labelled accordingly for the individual targets. The targets are based on the principle of prevention before recycling, taking into account national and European guidelines on quality and environmental issues, as well as relevant industry standards.

The aim of preparing life cycle assessments is to increase transparency along the entire supply chain and to develop targeted actions to improve circularity and sustainable purchasing. Stadler also wants to reduce the consumption of primary raw materials and minimise the environmental impact of material procurement by increasing the proportion of secondary aluminium. In the long term, further materials will also be systematically evaluated in order to continuously increase the proportion of recycled materials in the entire vehicle.
At the same time, Stadler is driving forward the increase in the waste recycling rate in order to ensure efficient waste management and circularity. This is reinforced by the strategic target of developing a comprehensive waste management strategy. This target defines clear guidelines for optimising waste streams and achieving a higher rate of reintegration into the cycle.

The targets apply to all Stadler sites, although local conditions and requirements are taken into account during implementation and evaluation. The targets were set based on internal statistics on waste generation, existing LCA studies, the material and energy recycling factors from the UNIFE Recycling Template, industry trends and dialogue with suppliers. Key stakeholders such as Local Sustainability Managers, suppliers and customers were actively involved in the target definition process by means of workshops, systematic analyses and regular dialogue. Assumptions regarding the targets are mainly based on common methods within LCA studies and the UNIFE Recycling Template; the details are described under concepts and actions. The targets will not impact biodiversity or have any other effects on the ecosystem.

*Relation of targets to internal concepts and external regulations*
The targets are derived from the sustainability strategy in the area of “Resource Efficiency”. The concepts described in the following section are related to the targets and support their achievement. Stadler has concepts in place for waste management, LCAs and ecodesign. The binding nature of the targets is governed by internal monitoring and obligations to customers.

The regulatory reference for the targets is based on European specifications for life cycle assessments, including the established LCA methods and reference systems of the EU Commission. The EU Ecodesign Regulation ESPR (EU 2024/1781) forms a central regulatory framework. It includes the Digital Product Passport (DPP), which creates transparency about materials and environmental impact throughout the entire life cycle. The new EU Regulation on shipments of waste (EU 2024/1157) applies to waste recycling and transport and will be fully applicable from 2026, introducing stricter requirements for waste streams and digital processes to promote more sustainable management within the EU. There are also other upcoming EU initiatives such as the planned Circular Economy Act, which is set to provide additional impetus for waste prevention, secondary material markets and the circular economy from 2026. Stadler continuously monitors the development of these and other relevant regulations in order to take legal requirements into account at an early stage and continuously adapt to new requirements.

*Progress monitoring*
Stadler uses KPIs based on its annual sustainability reporting to effectively measure progress towards achieving its targets. The global sustainability team consolidates and monitors KPIs across the Group and coordinates measures to ensure that the targets from the sustainability strategy are reached. This requires close cooperation with the Quality, Environment, Health and Safety departments (QEHS) and other stakeholders (e.g. engineering teams or the Group Procurement Team) at each site. If necessary, the targets are adapted in line with new scientific findings, regulatory requirements or internal strategy adjustments. Changes and the underlying methods are documented transparently and included in sustainability reports, internal status reports and external disclosures. This is implemented via internal guidelines, processes and requirements for products and suppliers. If deviations from target achievement are identified, corrective actions are initiated accordingly.

### Policies
The concepts cover the company’s own activities as well as the upstream and downstream value chain and are integrated into the existing environmental and sustainability management sys-

tem. If the concept does not cover the entire value chain, clear information on the stages covered is mentioned. The concepts take into account key raw material flows, waste types and material cycles and are based on the principles of the waste hierarchy and the strategies of the circular economy. In addition, all considerations are always viewed in the context of the entire life cycle and evaluated and prioritised accordingly. Close cooperation between the different departments and divisions within Stadler is essential in order to create the necessary transparency and develop effective guidelines and solutions.

At the same time, Stadler maintains close dialogue with its stakeholders, as customers are increasingly making demands in relation to the circular economy. The involvement of suppliers is crucial in order to fulfil these requirements.

*Waste management*
Stadler's manufacturing processes generate waste of high environmental relevance, e.g. hazardous waste from solvent-based paint products and cleaning agents. The company is constantly seeking to reduce the volume of waste and the associated environmental impacts and risks. In the area of waste management, Stadler complies with the following legal requirements: the Regulation of the European Parliament and of the Council on shipments of waste (Regulation (EU) 2024/1157) and the German Regulation on the European Waste Catalogue (EWC). Additional country-specific requirements form the basis for waste management. Most sites operate an environmental management system certified in accordance with ISO 14001 (see Certification matrix, page 13), which sets out clear guidelines and processes for dealing with waste. The internal OECD document "Compliance with environmental standards" also defines waste-related KPIs for the Group's non-financial reporting and identifies environmental risks in the area of waste and hazardous substances. Liaising with the authorities is vital, as Stadler has to comply with environmental regulations on the storage and disposal of hazardous waste. Stadler also works with certified waste disposal companies. Stadler prioritises the avoidance and minimisation of waste over waste treatment in line with the basic principle of "Reuse, Repair, Refurbish, Remanufacture, Repurpose". Recycling is only taken into account if prior prevention measures cannot be implemented.

*LCA studies*
Stadler has the expertise to prepare environmental assessments (LCAs and EPDs) for the trains it manufactures. Stadler uses the life cycle assessment software "SimaPro", which contains the Ecoinvent Database. Preparing product life cycle assessments gives Stadler significant advantages. Firstly, they satisfy customer requirements. Customers are increasingly demanding product life cycle assessments as early as the tender phase or after the contract has been awarded so that the data can be taken into account in ambitious climate strategies. By producing high-quality life cycle assessments, Stadler increases its chances of obtaining orders, which in turn improves its position in relation to competitors. Secondly, life cycle assessments are part of product-based environmental management. They provide quantitative information on the environmental impact in various life cycle phases and processes and reveal potential for improvement. Detailed information on processes helps Stadler to quantify the impact of certain improvement measures more accurately. The $CO_2$ savings achieved by substituting primary aluminium with secondary aluminium can be visualised in life cycle assessments. In addition to the absolute savings (in tonnes of $CO_2e$), the relative savings are also illustrated as a percentage over the entire life cycle. This information shows Stadler that increasing the proportion of recycled aluminium is an important measure for significantly reducing the $CO_2$ footprint of its trains. As the cumulative greenhouse gas emissions over the entire life cycle of the trains delivered by Stadler correspond approximately to Stadler's Scope 1–3 inventory, LCA studies are also a valuable tool for the Scope 1–3 reduction strategy and therefore for operational environmental management in general.
Last but not least, LCA studies are vital for achieving the sustainability target of preparing a life cycle assessment for each combination of train type and drive type of which more than 25 vehicles have been sold for passenger transport.

*Ecodesign process*
Stadler manages its projects via an internal ecodesign process to ensure sustainable product development. This process aims to develop products and services to fulfil the needs of customers while conserving resources and minimising their impact on the environment and society at the same time. This is based on an approach that designs or revises products, processes and systems in such a way that environmental damage is avoided or reduced. Stadler bases its categorisation on the Ecodesign Regulation (2024/1781) for sustainable products (ESPR) that is now in force in the EU. 16 ecodesign criteria can be derived from this regulation and used as a reference for sustainable product design. According to the life cycle assessment, the company applies five overarching ecodesign priorities in accordance with ISO 14006, which are taken into account in the design and manufacture of the vehicles:
- Long service life of trains
- Resource savings
- High recyclability
- Use of renewable materials or careful choice of materials
- Minimum ecological footprint

The C2C principle (Cradle to Cradle) provides a closed raw material cycle and is a crucial consideration. As part of this approach, material mixtures in components are avoided right from the design stage in order to facilitate the process of dismantling, sorting and collecting these materials at the end of a product's service life. Emphasis is also placed on the economical and prudent use of natural resources and the careful selection of materials. This involves using recycled materials for aluminium components or seat covers (e.g. e-leather), as well as choosing materials that guarantee the highest possible material recovery rate once trains have been taken out of service. Thanks to this measure, Stadler is working to increase the proportion of recycled materials in the vehicles it delivers. The life cycle assessment quantifies the environmental impact of the selected processes and indicates their relevance in relation to individual life cycle phases and the life cycle as a whole. It is therefore an important evaluation tool for ecodesign projects

and can also have a significant influence on the decision-making process for the introduction of appropriate actions.

**Actions**

Stadler takes targeted actions to manage the main impacts, risks and opportunities associated with resource use and the circular economy and to achieve the targets set out in internal company concepts. The actions cover the company's own activities as well as the upstream and downstream value chain and are supported by defined financial, human and technological resources. The actions focus on increasing the proportion of recycled main materials as part of ecodesign, as well as efforts in the area of recycling and raising awareness among employees and other stakeholder groups. Both personnel resources and financial resources are used to implement the actions. Expenses in relation to the circular economy are mainly project and order-related and are not recognised separately, meaning that it is not currently possible to reliably quantify the corresponding amounts for the reporting year. Data collection will be optimised where possible in the coming years.

*Increasing the proportion of recycled aluminium products*

The production of one kilogramme of primary aluminium is very energy-intensive and requires around 15 kWh of electricity. These high energy requirements are accompanied by high $CO_2$ emissions. This is clearly discernible in the product carbon footprint (PCF) of approx. 10 kg $CO_2$e/kg. Unsurprisingly, this makes aluminium one of the most $CO_2$-intensive materials used in vehicle construction. The high environmental and climate relevance of primary aluminium production is confirmed by Stadler's life cycle assessment studies for its vehicles. For vehicles that run on low-$CO_2$ electricity, the production of primary aluminium can be the most climate-relevant point (measured as absolute $CO_2$ emissions in tonnes) in the entire life cycle. Stadler sees aluminium not only as a material with a major impact on the climate, but also as a decarbonisation lever that needs to be activated. Stadler is therefore endeavouring to replace primary aluminium with secondary aluminium, which represents a much more environmentally friendly version and offers ecological advantages. Secondary aluminium causes only around a tenth of the $CO_2$ emissions of primary aluminium. In addition, no chemical digestion processes such as the use of caustic soda are necessary, as the refining of bauxite is not required.

Stadler is already looking for ways to increase the proportion of recycled aluminium. Of the more than 10,000 tonnes of aluminium that Stadler procured from its largest aluminium supplier in 2025, 42% is currently recycled. Stadler's main aluminium supplier has set itself the target of using 50% of recycled aluminium for its manufactured products by 2030. Whether this value is sufficient to achieve the Scope 3 reduction targets in combination with other measures has yet to be determined. If Stadler comes to the conclusion that a higher secondary aluminium content is necessary to achieve the set Scope 3 reduction targets, it will implement additional actions and, if possible, conclude supplier agreements accordingly.

*Recycling*

Stadler relies on a comprehensive waste concept that includes the principle of strict waste separation so that as much waste as possible can be recycled and as little as possible has to be disposed of. The waste statistics underline the advantages of this type of system. For certain metals, waste separation is also financially worthwhile, as the waste disposal companies pay to recover it. Waste management takes place locally at site level. The following materials are generally collected separately:

- Packaging material (wood, cardboard and paper),
- Metal offcuts (sheet steel, aluminium, cables), and
- Material residues from processes (e.g. paint residues from painting or sand from sandblasting).

Stadler also considers hazardous waste to be a key area of action, as proper disposal is particularly important in order to prevent environmental damage such as soil and air contamination. To ensure efficient waste management, Stadler works with local experts and waste service providers to find the best possible solution in each case. In addition, training and awareness-raising campaigns are organised locally on an ongoing basis and selectively as required to ensure waste separation. As a side effect, there is also an increase in awareness of the issue as a whole, which encourages more mindful use of resources in all company processes.

These actions actively support Stadler's target of increasing the recycling rate and developing a detailed waste management strategy. The global sustainability team is planning to organise regular discussions between local sites in the 2026 financial year in order to provide greater support for planned actions and to strengthen synergies between the sites with regard to concepts & best practice.

In addition to optimised waste separation, Stadler sees adapted disposal processes as a second way to increase the recycling rate. Plastics, waste wood and chemicals can be both recycled and incinerated, for example. The focus is on switching from thermal to material recycling: plastics, waste wood and chemicals are already recycled at some sites. Stadler will examine expanding the material disposal routes to additional sites and report on its feasibility.

The substitution of poorly recyclable materials with easily recyclable materials is another way of increasing the recycling rate. New materials coming onto the market represent an opportunity for additional recycling. However, the potential for increasing Stadler's recycling rate is still unclear. Recyclability, market readiness, compatibility with quality requirements, cost efficiency and availability play a key role, but relevant information is currently insufficient.

*Reducing the use of critical products and promoting the recycling of plastics*

Stadler uses various chemicals in painting and cleaning work, including aliphatic and aromatic hydrocarbons, alcohols, aldehydes/ketones, esters and inorganic substances. According to safety data sheets, some of these substances are considered harmful to health. As a result, paint and varnish waste is

mainly thermally disposed of by high-temperature incineration, while the Środa site (Poland) recycles solvents by means of distillation. Stadler also encourages the recycling of plastics: in St. Margrethen, LDPE films are collected separately and recycled. The associated ecological and economic benefits are currently being examined throughout the Group. At the same time, Stadler is continuously reducing the use of critical substances – for example by lowering the toluene content of a rinsing solution from 90–100% to 20–30% or by replacing harmful products such as "Maxolen Corr Protect" with the less harmful alternative, "Dinitrol 77b", at several sites.

**Performance indicators**

*Resource inflows*

In the reporting year, 28% of the materials used for product manufacturing were aluminium, 38% iron/steel, 3% electronics & batteries, 4% plastic and 8% biological materials. Stadler already knows the recycled content of aluminium: it currently stands at 42%. However, the information on other material categories is currently limited. In future, the recycled content of the various material categories will be determined more precisely on the basis of supplier-specific data. Rare raw materials (especially lithium and rare earths) are mainly found in electronic components, including batteries. Certified materials are largely available for wood products in the form of the FSC label. Stadler already applies the cascade principle at individual sites. At the Bussnang site, for example, waste wood is processed into chipboard. Thanks to material recovery, the wood can continue to be used as a product and remains in the economic cycle as a raw material. The wood is only used for energy once its quality has deteriorated. The recycling of waste paper into new paper products is another example.

| Resource category | Total weight |
|---|---|
| Aluminium | 27,200 t |
| Steel/iron | 36,600 t |
| Electronics/batteries | 3,000 t |
| Plastic | 4,300 t |
| Biological materials (wood and textiles) | 7,700 t |
| Other materials | 18,100 t |
| Sum of total weight (in t) | 96,900 t |

**Accounting Principles**

Stadler regularly collects data on material resource inflows from its own business activities and from the upstream value chain. As no complete and analysable physical data is available for individual purchased goods, resource inflows are determined indirectly. Calculations are based on a mass balance approach: the material outputs in a calendar year (in the form of vehicles delivered and waste disposed of) should correspond to the material inputs (i.e. resource inflows) in the same year. To determine the material quantities delivered, the cumulative weight of the vehicles delivered, which is known to Stadler from the Scope 3 data collection, is multiplied by the empirical material proportions of the vehicles. Stadler knows the material proportions from material declarations and LCA studies from various projects. Stadler can quantify the amounts of materials disposed of from the waste data collected at its sites.
The aim is to determine resource inflows directly via purchased goods in the future. This requires as much information as possible on the weight and material composition of the purchased goods.

Stadler is adopting a systematic approach to analysing the materials used and initially focusing on the main materials such as aluminium, which are particularly relevant due to their high climate impact, followed by steel. Other relevant substances such as rare earth elements or plastics will then be analysed step by step.

*Resource outflows*

To promote the circular economy, Stadler regularly records and reports on products and materials that are designed according to circular principles. Properties such as durability, reparability and recyclability are taken into account. Stadler documents the eco properties of its products by vehicle. Stadler vehicles have an expected service life of around 30 years, which is within the normal range for the industry. Reparability is guaranteed by comprehensive services, which also include overhauls at fixed intervals and refits to extend service life. The vehicles are over 95% recyclable at the end of their life. This is due in particular to the high proportion of aluminium and steel, which are almost completely recyclable. A detailed breakdown of individual materials is shown in the following table.

| Product/material | Circularity-oriented properties | Recyclable share in products and packaging |
|---|---|---|
| Aluminium for train car bodies | High durability, reduction of $CO_2e$ | 98 |
| Steel | High recyclability, enabling the use of secondary materials in manufacturing and allowing the reuse of components at the end of the product life cycle | 98 |
| Batteries | High recyclability, enabling the use of secondary materials in manufacturing and allowing the reuse of components at the end of the product life cycle | 79 |

**Accounting Principles**
The material quantities of resource outflows are determined by multiplying the vehicle mass delivered in the reporting year (Scope 3, Category 9) by the characteristic material composition of the vehicles. Stadler knows the material composition of the vehicles from material declarations for the vehicles.

*Waste*

The total volume of waste increased by over 5,000 tonnes in 2025 and was therefore around a quarter higher than in the previous year. At the same time, the recycling rate rose significantly from 47% to 51%. As a result, despite the higher volume of waste, less waste was channelled out of the recycling system than in the previous year. It is striking that easily recyclable materials such as aluminium and iron/steel were disposed of in higher quantities. In contrast, the volume of hazardous waste decreased slightly. Waste wood is the third largest category of waste after metal waste and hazardous waste. Together, these three waste categories account for 70% of total waste.

The total amount of waste is the sum of production waste (residues from manufactured/processed vehicle components), packaging and auxiliary materials used. Production waste is predominantly metallic (e.g. offcuts from profiles, pipes and sheet metal). The auxiliary materials are mainly chemicals that are used in production for vehicle construction but are not part of the product. The packaging is mostly paper, cardboard, wood and plastic. Critical raw materials and substances are primarily associated with electronic parts, plastics and chemicals. Certain aluminium and iron alloys can also have a significant environmental impact due to certain trace elements or coatings that are in short supply.

| Reference | Resource outflows | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Waste by type** | | | | | | |
| Specific | Aluminium | t | 2,251 | 1,971 | 2,257 | 14.5% |
| Specific | Iron/steel | t | 2,639 | 2,657 | 3,448 | 29.8% |
| Specific | Other materials | t | 772 | 670 | 467 | (30.3%) |
| Specific | Plastics (polymers) | t | 191 | 173 | 421 | 143% |
| Specific | Elastomers | t | 73 | 74 | 80 | 8.1% |
| Specific | Electronic waste | t | 45 | 43 | 57 | 32.6% |
| Specific | Glass | t | 25 | 18 | 45 | 150.0% |
| Specific | Paper and cardboard | t | 909 | 998 | 1,274 | 27.7% |
| Specific | Waste wood | t | 4,569 | 4,720 | 5,806 | 23.0% |
| Specific | Textiles | t | 61 | 70 | 56 | (20.0%) |
| Specific | Residual waste | t | 2,790 | 2,662 | 4,672 | 75.5% |
| Specific | Bulky waste | t | - | - | 15 | - |
| Specific | Mineral waste | t | - | - | 832 | - |
| Specific | Hazardous waste | t | 5,826 | 6,220 | 6,166 | (0.9%) |
| Specific | Radioactive waste | t | 0 | 0 | 0 | 0% |
| Specific | Other | t | - | - | 124 | - |
| **E5-5** | **Total waste generated** | **t** | **20,151** | **20,276** | **25,720** | **26.8%** |
| **Waste by category** | | | | | | |
| E5-5 | Hazardous waste | t | 5,826 | 6,220 | 6,166 | (0.9%) |
| E5-5 | Non-hazardous waste | t | 14,325 | 14,056 | 19,554 | 39.1% |
| **Total waste volume** | | | | | | |
| Specific | Waste generated per car body | t / car body | 13.2 | 9.9 | 12.7 | 28.3% |
| Specific | Waste generated per FTE | t / FTE | 1.4 | 1.3 | 1.5 | 15.4% |
| E5-5 | Recycling rate | % | 51.4 | 46.9 | 50.7 | 3.8% |

| Treatment method | Treatment of waste (t) | Share (%) |
|---|---|---|
| Reused waste | 0 | 0 |
| Recycled waste | 13,044 | 50.7 |
| Waste recovered for energy | 6,996 | 27.2 |
| Landfilled waste | 5,393 | 21.0 |
| Residual waste | 287 | 1.1 |
| Total | 25,720 | 100 |

**Accounting principles**

Waste generation: Stadler records important key figures on waste avoidance, waste management and recycling. The data is based on direct measurements from the waste statistics of each site, which are consolidated annually and reported as part of Stadler's sustainability reporting.

The total volume of waste is broken down into recycling and disposal. Stadler works with waste disposal partners to record the composition of the main types of waste in order to map waste streams transparently. Information is documented on the types of materials contained in waste, the proportion of the total volume and the relevance of critical raw materials and rare earth elements, including their origin or process step. The waste categories, hazardous waste and radioactive waste are classified as "hazardous waste", while the remaining waste is assigned to "non-hazardous waste".

The material and thermal recovery rate is determined on the basis of material and waste category-specific recycling and energy recovery factors. The quotas shown represent a quantitatively weighted average of recoverability, with higher quantities of waste being taken into account to a greater extent. The recycling factors applied are partly based on the UNIFE Recycling Template.

# Sustainable from the first kilometre

**Instead of sending hundreds of lorries over Swiss roads, Stadler now transports its trains to customers by rail using its own climate-friendly rolling stock. Here is a look behind the scenes of a delivery – for an insight into a transport logistics solution that saves $CO_2$ and relieves transport routes.**

Bussnang, 6.30 a.m. on a Monday morning. The fog hangs heavily over the railway tracks on this cold January day. By the time the first lights are switched on in the offices at Stadler's headquarters, operations in the production halls have already been running in full swing for hours.

"David? He's already outside," comes the reply from the commissioning office in Hall 3. Shunting manager David Freiknecht has only been working at Stadler for three weeks and is already preparing his second delivery of the morning. However, the world of trains is familiar territory for Freiknecht, who is also an engine driver – he worked for SBB for many years before joining Stadler.

His radio tells him that the blue and yellow train for the Bernese Oberland Railway (BOB) is awaiting transport in the hall. The BOB has ordered a total of 15 customised metre-gauge multiple units to replace its fleet. All the vehicles should be in operation on the route from Interlaken Ost to Lauterbrunnen and Grindelwald by 2027.

**Rail instead of road**

However, before they can bring passengers to the Jungfrau region, the trains have to find their way there from Bussnang. This represents a logistical conundrum that would previously have been solved by road. Today, however, the most sustainable route is by rail whenever possible.

Metre-gauge trains cannot simply be transported on the conventional rail network. The trick is to use "Rollschemel" transporter wagons – short railway wagons with an open loading area that can transport trains with a different track gauge over the standard gauge network. "We couldn't manage without them," says Andreas Buser, head of Stadler's in-house railway transport company.

Buser has been at Stadler for 16 years and describes himself as a "real railwayman". Five years ago, he and several colleagues founded Stadler's own railway transport company, EVU. "We build rail vehicles, so we should transport our vehicles by rail, too," says Buser. Before the EVU was founded, SBB was sometimes called in to take care of the transport, or trains were moved by lorry.

The car bodies of the 42 high-speed Stadler trains ordered by SBB were also transported by rail from the production plant in Bussnang to Erlen thanks to "Rollschemel" transporter wagons. The bogies were mounted on site, saving around 450 lorry journeys. Road transport not only consumes resources, but also places a burden on the road network. "If we transport new trains by rail, they arrive at the customer's site fully assembled. This not only reduces emissions, but also saves time and nerves," says Buser with a smile.

In front of Hall 3 at Stadler's headquarters in Bussnang, Freiknecht and his team are now assembling the ramp that will enable the train to drive onto the transporter wagons. The fog has lifted a little, and the metallic sound of tools echoes across the site. It's precision work which requires great concentration, but it is now also a routine task for the workers.

**Faster transport options**

"Of course we still have to transport some trains by lorry. For example if there is no standard-gauge connection to the customer's narrow-gauge network. Or if trains are too wide for the standard gauge network in Switzerland, such as vehicles for Finland," explains Buser. Even more transport operations will be shifted to rail in the future, however. Stadler has designed its own transporter wagons especially for this purpose. They are currently under construction and awaiting approval. They will replace the 85-year-old models from mid-2026 and will be able to travel at 120 km/h instead of just 80 km/h on the Swiss rail network.

**A game changer for Stadler – and for the environment**

The decision to handle transport in-house by rail was a turning point: it is more efficient, saves costs – and causes much fewer emissions. "This saves us a lot of time, money and, of course, reduces harmful emissions of $CO_2$," says Buser. He takes the BOB as an example: "It would take at least five lorry journeys to deliver just one train. Three for the car bodies and two for the bogies." When 15 trains need delivering, as is the case for the Bernese Oberland Railway (BOB), that would mean 75 lorry journeys – right across the country.

The train driver slowly sets the train in motion. One centimetre at a time, the BOB multiple unit rolls out of the production hall, goes up the ramp and is carefully positioned on the waiting transporter wagons. Freiknecht and his team check the couplers, brake lines and fuses. One last look, a hand signal – and everything is in place.

Then comes a short radio message.

Buser nods with satisfaction.

And everyone forgets the morning fog for a moment when Freiknecht announces: "Safe to depart!".

Destination: the Bernese Oberland. The train will be ready for use shortly after unloading. Ready to transport people reliably and in a climate-friendly manner through Switzerland's natural alpine landscapes for decades to come.

Whenever possible, Stadler transports its trains to customers by rail. In the case of the narrow-gauge trains for the Berner Oberland Railway (BOB), this saves 75 truck journeys.

# SOCIAL INFORMATION

## Own workforce

**Employees are the basis for Stadler's success. For this reason, Stadler attaches great importance to offering an attractive, safe and inclusive working environment in which all employees can fulfil their potential. Regular dialogue with employees is essential for Stadler in order to manage the main impacts, opportunities and risks and to create a positive working environment.**

**IRO table**

| Topic | IRO | I / R / O | Description | Management |
|---|---|---|---|---|
| S1: Working conditions | Wage pressure due to skills shortages and global competition | R | Increasing pressure on wages due to skills shortages and global competition | Collective agreements and cooperation with trade unions, employee involvement, programs and benefits for employees |
| | Strengthening the employer brand | O | Strengthening the employer brand and improving positioning in the competition for skilled workers | |
| | Unwanted fluctuation | R | Knowledge loss, high workload and additional administrative burden due to high staff turnover | |
| | Safe and fair jobs | I (+) | Promoting societal prosperity through secure jobs, fair working conditions and wages, and increasing the attractiveness of the location through good and stable jobs. | |
| S1: Training and Skills Development | Qualification pressure exacerbates skills shortage | R | Increased qualification opportunities and requirements are exacerbating the shortage of skilled workers in traditional manufacturing, as employees increasingly orient themselves towards commercial or technical careers. | Training program for in-house specialists, leadership training and other training options |
| | Innovation through highly qualified employees | O | Development of innovative technologies and solutions to expand the business model or product portfolio through highly qualified employees | |
| | Competitiveness through internal know-how and training opportunities | O | Strengthening competitiveness by expanding internal know-how in professional and methodological competence as well as through a diverse range of training pathways, dual study programs, internships and other qualification formats to counteract the shortage of skilled workers. | |
| S1: Equal treatment and equal opportunities for all | Employer attractiveness through inclusion | O | Strengthening the employer brand and improving positioning in the competition for skilled workers. | Women's advancement program |
| S1: Health and Safety | Prevention of illness and accident | O | Prevention of illnesses and accidents and the associated reduction of downtime. | Clear processes according to ISO 45001 and the use of a Global Safety Team |

The above-mentioned IROs generally affect all Stadler employees (employees, self-employed and temporary workers) in all areas of activity and regions. No separate IROs that affect the labour force are expected from the defined transition plans. Furthermore, the IROs identified are of a systematic nature and were not collected in connection with specific incidents involving individual workers or groups of people.

**Policies, targets and actions**

Stadler has developed the policies described in detail in the following sections specifically to identify, assess, manage and continuously improve material impacts on its own workforce and the associated risks and opportunities, with the aim of creating fair, safe and sustainable working conditions for all employees. Stadler focuses on material risks such as occupational accidents, skills shortages and discrimination, while at the same time leveraging opportunities, for example by strengthening employee retention, promoting innovation through diversity and training employees for new areas of activity. The policies and targets generally cover all Stadler sites, but specific local characteristics may apply. The affected stakeholders are not only employees, but also external workers, works councils and trade unions, whose perspectives must be taken into account during the development stage and whose involvement is required after implementation.

The company's policies are in line with applicable law and the following internationally recognised instruments:

– UN Guiding Principles on Business and Human Rights
– UN Convention on the Rights of the Child
– ILO Conventions
– OECD Guidelines for Multinational Enterprises
– ISO certificates (see certification matrix on page 51)

These standards are taken into account in the relevant guidelines, procedures and contracts. They explicitly include the issues of human trafficking, forced labour and child labour, as well as anti-discrimination and equal opportunities.

The effectiveness of the policies is verified through a defined monitoring process consisting of regular employee surveys, structured HR reporting, the annual evaluation of Group-wide KPIs and management reviews at all leadership levels.

Ultimate responsibility lies with the Executive Board, while operational implementation is carried out by the compliance organisation, relevant HR business partners and local management. Regular reports to the Group Executive Board and the Board of Directors ensure effective oversight.

Stadler sets itself short, medium and long-term targets in all focus areas in order to act transparently and produce results to reduce material negative impacts on its own labour force, to promote positive effects, and to address material risks and opportunities associated with the business model, strategy or operational changes.

The targets are based on internal standards, international frameworks and company agreements and are geared towards promoting decent work, fair conditions and equal opportunities for development. The targets are reviewed annually and, where necessary, adjusted to reflect societal developments, new regulatory requirements, and internal strategy updates. Information on progress and the underlying methods is documented transparently and disclosed in sustainability reports and internal status reports.

Stadler defines targets for its own workforce by means of a structured process. This includes the direct involvement of employees where appropriate. Performance in relation to these targets is regularly monitored and reviewed on the basis of defined key figures. Findings from these assessments are incorporated into future planning in order to make continuous improvements.

Stadler also pursues a structured approach to ensure that its actions bring about positive impacts for the workforce and do not result in negative impacts. Suitable actions are identified by means of dialogue with specialists and employees, risk and impact analyses and interdisciplinary workshops. Effectiveness is monitored using key figures such as staff turnover, occupational safety and diversity. Progress on each topic is regularly reviewed by HR, QEHS and sustainability teams and compared with internal targets and industry standards. If deviations are found, specific corrective actions are implemented to achieve the targets. Sufficient resources such as personnel and hourly and financial budgets are made available for this purpose (see the KPIs for training expenses, investment in health promotion and the number of safety officers on page 113). These overarching principles apply to all targets and actions presented in the following sections for each topic area.

**Procedure for engaging with own workforce**

Stadler regards its employees as a key interest group. The interests, viewpoints and rights of employees are systematically integrated into the company's strategy and business model. Stadler actively involves its employees in the development and implementation of all formats to ensure the best possible consideration of employees' concerns. The local management is generally responsible for involving employees, and is supported in this area by local HR business partners. This takes place as part of the ongoing due diligence process and takes into account positive and negative as well as actual and potential impacts on the workforce. Stadler uses a combination of participation formats:

– Direct formats: employee surveys, feedback meetings, individual end-of-year appraisals
– Indirect formats: workers' representatives and works councils
– Regular participation formats: staff meetings, workshops, interdisciplinary project work

The findings from this dialogue are incorporated into all relevant decision-making processes, including decisions on site and personnel development as well as the sustainability strategy. Stadler also systematically analyses the extent to which the strategy and the underlying business model itself influence employees' working conditions, rights and development opportunities. If strategic decisions could have a potentially negative impact, for example due to restructuring, digitalisation projects or site decisions, appropriate changes are made to minimise risks for the workforce. This can be achieved, for example, by the early involvement of employees, qualification measures or socially acceptable transitional arrangements.

**Procedure for remedying negative impacts**

Stadler has formalised procedures in place to improve or contribute to the improvement of negative impacts on individuals within its own workforce. There are also specific channels that allow employees to voice their concerns and have their opinions and needs taken into account. These procedures are based on the UN Guiding Principles on Business and Human Rights (particularly Principle 31 on effectiveness criteria for non-judicial grievance mechanisms) and the OECD Due Diligence Guidance (focus on remedies & grievance mechanisms).

All employees have the right to raise a complaint or concern without fear of retaliation or disadvantage. All concerns are taken seriously and treated confidentially. The aim is to provide clear, accessible, and effective channels for raising concerns, processing them, providing remedies, and ensuring follow-up, and to agree on measures with those affected, including reviewing their effectiveness. This ensures that effective channels are available at all workplaces. Information about the availability of these channels is provided proactively via the intranet. In addition, telephone numbers of contact persons are physically displayed in the production halls so that people without computer access can obtain the necessary information.

The first point of contact for employees at all Stadler sites is their direct line manager and the relevant HR Business Partner. In addition, Stadler engages in fair and constructive dialogue with its social partners. The proper representation of employee interests is regularly reviewed and enhanced in the course of dialogue with trade unions. Many sites also have internal workers' representatives, whose contact details are available on the intranet and are physically posted on site. Employees can contact these representatives at any time if they have any concerns. Finally, an official compliance reporting procedure is available to all employees as well as to external parties, third parties, suppliers and other stakeholders. The process is made publicly accessible via a form on the Stadler website and is available in German and English.

If a material negative impact is caused or contributed to by the company, Stadler will initiate corrective actions. The compliance reporting procedure is as follows: each report is confirmed within seven days, checked and, if necessary, forwarded internally or to the competent authority. Once the subsequent investigation is complete, a report is prepared stating findings and recommendations for action such as risk management or disciplinary proceedings. All involved employees are impartial and are subject to a special duty of confidentiality to protect employees and whistleblowers in accordance with the whistleblower protection system. The actions adopted are then managed, implemented and evaluated according to the responsibilities and procedures described in the previous sections.

# Working at Stadler

**At Stadler, employees are at the centre, as their contribution is essential to the company's successful positioning in a demanding market environment. Accordingly, Stadler places great importance on fair working conditions and a respectful, supportive working environment. Clear framework conditions and a constructive working climate foster personal growth and professional development, while helping to ensure motivation and long-term satisfaction.**

**Targets**

| Quantitative target | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| Reduction in unwanted staff turnover | 2022: 12.1% | **4.3%** | < 7.5% | Continuous |

| Qualitative target | |
|---|---|
| Conduct employee satisfaction survey and set improvement target | 2026 |

**Policies**

he local HR departments are responsible for looking after employees throughout their employment relationship. Managers also actively contribute to this process and play a key role in the implementation and further development of HR strategies. Knowledge and experience are pooled in the course of cross-national and cross-divisional collaboration in order to share best practices and harness synergies.

Stadler ensures compliance with the applicable national labour laws at all its sites. In addition to these legal requirements, internal regulations apply that are designed to continuously improve working conditions and guarantee the highest standards of fairness, safety and employee satisfaction. Both Group-wide guidelines and country-specific guidelines are used to fulfil the various requirements. The "Employee rights & social partners" OECD specification document defines the minimum standards for all sites.

*Human rights*

The establishment of a comprehensive human rights policy is crucial. The implementation of the human rights policy is carried out through the integration of the UN Guiding Principles into company processes, an internal human rights directive, and a Code of Conduct designed to raise employee awareness. The basic UN Guiding Principles "Protect, Respect, Remedy" are implemented as follows:

- *Prohibition of modern slavery and human trafficking:* taking clear action against all forms of forced labour and exploitation.
- *Prohibition of child labour:* consistently adhering to age limits in accordance with international standards.
- *Occupational health and safety:* establishing and ensuring safe working environments.
- *Fair working conditions:* ensuring fair pay and conditions that protect the dignity of workers.
- *Respect for the freedom of assembly of employees:* supporting the rights of employees to form unions for the protection of their interests.
- *Mutual appreciation:* promoting equal treatment regardless of age, disability, religion, origin, gender or sexual orientation.

The double materiality assessment carried out in the reporting year revealed that no material impacts, risks or opportunities in relation to human rights have currently been identified for Stadler. Nevertheless, Stadler considers human rights risks to be a permanently relevant topic and carries out regular reviews in order to detect potential changes at an early stage. Annual site analyses on the risks of child labour and the employment of young workers are one of the main components of these reviews. Stadler also ensures the ongoing development of human rights due diligence obligations in the supply chain.

Stadler has integrated the UN Guiding Principles on Business and Human Rights into its strategy and its corporate processes. The main requirements are set out in the internal documents on "Human rights", "Labour rights and social partners", "Supplier evaluation and supply chain" and in the Code of Conduct. These guidelines form the basis for the protection and promotion of human rights within the company and along the entire supply chain. Stadler attaches great importance to respecting human rights and preventing labour-related incidents that could result in discrimination or other serious consequences for the workforce. Stadler's Group human rights office makes employees aware of the topic, conducts internal training and manages the process in the event of incidents, complaints and serious impacts in connection with human rights.

Stadler systematically assesses child labour risks as part of the human rights risk assessment. It examines external indicators such as the *Children's Rights in the Workplace Index* (UNICEF), which is also used in the ESG risk assessment of the supply chain in accordance with the Ordinance on Due Diligence and Transparency in relation to Minerals and Metals from Conflict-Affected Areas and Child Labour (DDTrO). The risk assessment includes an annual analysis of all Stadler's own sites with regard to potential risks in connection with child labour and the illegal employment of young workers. For the 2025 reporting year, these reviews did not reveal any indications of breaches or unauthorised employment relationships. In addition, Stadler has clear internal guidelines and processes to ensure compliance with the ILO Conventions and national minimum age regulations. For more information on respecting human rights in the supply chain, see the chapter «Supply chain management».

*Collective agreements & social dialogue*

Stadler operates under collective bargaining agreements in countries such as Switzerland, Denmark, Germany, Norway, Sweden and Great Britain. Working and employment conditions such as working hours, remuneration, vacation entitlements, additional benefits and employee co-determination are largely shaped by collective bargaining agreements. In other countries, such as Poland and Finland, there are collective agreements or a process whereby employees are consulted before the introduction of collective regulations in order to ensure that their interests are adequately taken into account.

Stadler is also actively committed to encouraging social dialogue between employees and employer. The company attaches great importance to social dialogue with workers' representatives. Agreements on workers' representation are handled locally at each site by the management team and comply with the applicable national regulations. In most countries, this dialogue is supported by works councils or similar organisations. The works council is involved in all key issues and meets regularly with the management. In addition, there are workers' representatives at several sites who are elected by the workforce in regular cycles.

*Adequate wages*

Stadler is also committed to paying its employees adequate, fair wages. It ensures that all employees receive an adequate wage in accordance with the criteria defined in ESRS S1, AR 73. To achieve this, Stadler promotes cooperation with trade unions to create fair working conditions. An audit was performed to check whether all internal employees (excluding interns and trainees) receive remuneration that is at least in line with the applicable reference values for adequate wages. Detailed information on the calculation methodology can be found under "Performance indicators".

*External labour*

Stadler uses external labour for its business activities, particularly to cope with capacity peaks in production and for project-related work in engineering. A total of 800 external employees worked for the company in the reporting period. Most of the external workforce is employed for a period lasting a few months. In the field of engineering, the duration of assignments depends primarily on the duration of the relevant project.

Regular dialogue with the specialist departments ensures that there is no long-term substitution of permanent jobs. The use of external labour is deliberately limited in line with the corporate strategy, which focuses on long-term employment and the retention of skilled workers. Regular checks are carried out to determine whether it would make sense to hire internal staff. Relationships with external workers are governed by clear contractual regulations. Stadler always ensures that legal requirements regarding working conditions, working hours and remuneration are complied with.

**Actions**

*On- and offboarding*

Since Stadler continued to experience growth in the reporting year, special priority was given to recruiting and retaining employees. With employee growth of over 10 percent in 2025, professional on- and offboarding processes are becoming more and more important. Both processes are a key component of the corporate culture and are crucial to keeping staff turnover low in the long term. During onboarding, Stadler supports new employees through clearly defined processes, targeted introductory training, and access to all relevant information. Monthly welcome days are organised at the larger sites to facilitate the arrival of new employees and promote rapid integration into the working environment. This enables an efficient start and establishes the foundation for a lasting professional relationsship. Offboarding also follows a standardised process. Employees leaving the company are offered a structured exit interview during which valuable feedback is collected and careful transfer of knowledge is ensured. This helps to retain experience and process knowledge within the company and makes an important contribution to the continuous development of the organisation.

*Employee satisfaction*

Stadler regularly conducts local employee surveys at many of its sites to encourage the involvement of its employees. The resulting feedback serves as a basis for site-specific improvement measures and helps to address needs and challenges directly on site. Stadler plans to gradually introduce a global employee survey starting from 2026. It intends to create a standardised data basis that will make it possible to identify trends and areas for action across all Stadler sites. The global perspective complements the local surveys and helps Stadler to set priorities across the Group and decide on actions in a targeted manner.

A new employee app has been introduced at Stadler Winterthur as a pilot project. The aim is to strengthen internal communication and involve employees more closely in company matters, especially workers in the production halls. Initial surveys show that employees feel much better informed and involved thanks to readily available information and their direct participation in processes. This is also reflected in a stable participation rate of over 90 percent. Automatic translation functions are used to translate all content into the language of employees' devices to remove language barriers.

*Volunteering*

Stadler offers its employees a wide range of volunteering opportunities and activities that strengthen cohesion within the company. These offerings promote exchange and collaboration across departments and locations, contributing to a positive working culture and a strong sense of community. Activities include various forms of social and community involvement, sports and health programmes, as well as site-specific initiatives that help to strengthen employee loyalty, such as participation in marathons or charity runs, bike-to-work campaigns, family days or tree-planting events.

**Performance indicators**

In the reporting year, Stadler expanded the performance indicators for its workforce based on ESRS requirements. Differences in relation to previous years are therefore only shown for the data points that were already published for 2024.

There was a significant change in the number of employees and FTEs, which rose by over 10 percent in the reporting year. Despite this strong growth, Stadler was able to retain large numbers of employees and once again reduced the fluctuation rate compared to the previous year. Fluctuation now stands at 4.91 percent, well below the defined target of 7.5 percent. The reduction is based partly on an actual decrease and partly on an adjustment of the definition — from total turnover to unwanted turnover.

| Reference | Working at Stadler | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Employees** | | | | | | |
| S1-6 | Employees (annual average) | FTE | 13,944 | 15,203 | 17,119 | 12.6% |
| S1-6 | Employees total per 31.12. | Quantity | 14,649 | 16,415 | 18,343 | 11.7% |
| **Employees per country** | | | | | | |
| S1-6 | Switzerland | Quantity | - | - | 5,724 | - |
| S1-6 | Spain | Quantity | - | - | 2,907 | - |
| S1-6 | Germany | Quantity | - | - | 2,549 | - |
| S1-6 | Poland | Quantity | - | - | 1,903 | - |
| S1-6 | Others | Quantity | - | - | 5,260 | - |
| **Non-employees in own workforce** | | | | | | |
| S1-7 | Total non-employees | Quantity | - | 574 | 800 | 39.4% |
| S1-7 | Self-employed | Quantity | - | - | 261 | - |
| S1-7 | Agency workers | Quantity | - | - | 539 | - |
| **Employee turnover** | | | | | | |
| S1-6 | Number of departures | FTE | 1,397 | 1,165 | 692 | (40.6%) |
| S1-6 | Employee turnover rate | % | 10.0 | 7.7 | 4.3 | (3.4%) |
| **Collective Bargaining Coverage** | | | | | | |
| S1-8 | Total number of employees covered by collective bargaining agreements | % | - | - | 71 | - |
| S1-9 | Collective bargaining agreements in EEA | Quantity | - | - | 35 | - |
| S1-10 | Collective bargaining coverage EEA Germany | % | - | - | 78 | - |
| S1-11 | Collective bargaining coverage EEA Poland | % | - | - | 0 | - |
| S1-12 | Collective bargaining coverage EEA Spain | % | - | - | 100 | - |
| S1-13 | Collective bargaining coverage non-EEA: Europe | % | - | - | 90 | - |
| S1-14 | Collective bargaining coverage non-EEA: Rest of World | % | - | - | 52 | - |
| **Social Dialogue** | | | | | | |
| S1-8 | Total number of employees covered by social dialogue agreements | % | - | - | 70 | - |
| S1-8 | Social dialogue EEA Germany | % | - | - | 95 | - |
| S1-8 | Social dialogue EEA Poland | % | - | - | 12 | - |
| S1-8 | Social dialogue EEA Spain | % | - | - | 100 | - |

| Reference | Working at Stadler | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Human Rights** | | | | | | |
| S1-17 | Number of incidents of discrimination (incl. harassment) | Quantity | - | - | 8 | - |
| S1-17 | Complaints filed through channels for people in own workforce to raise concerns (excl. discrimination) | Quantity | - | - | 7 | - |
| S1-17 | Number of complaints filed to OECD-National Contact Points | Quantity | - | - | 0 | - |
| S1-17 | Amount of fines/penalties/ compensation for damages as result of incidents and complaints filed | CHF | - | - | 0 | - |
| S1-17 | Number of severe human rights issues and incidents connected to own workforce | Quantity | - | - | 0 | - |
| S1-17 | Number of severe human rights issues and incidents connected to own workforce that are cases of non respect of UN Guiding Principles and OECD Guidelines for Multinational Enterprises | Quantity | - | - | 0 | - |
| S1-17 | Amount of fines, penalties, and compensation for severe human rights issues and incidents connected to own workforce | CHF | - | - | 0 | - |

**Accounting principles**

Unless otherwise stated, all data as of 31 December 2025 were calculated based on headcount and include all employees with a valid Stadler employment contract. This includes part-time employees, temporary employees and trainees. External employees are not considered to be employees and are shown separately. Third-party employees are not taken into account unless they are expressly mentioned. Figures are evaluated annually as part of sustainability reporting. The total figures presented correspond to the information in the consolidated financial statements on p. 188.

Fluctuation: fluctuation is calculated using the BDA formula. Unwanted staff departures are measured against the annual average of FTEs (full-time equivalents). One FTE corresponds to a full-time position with a 100 percent workload. Part-time positions are converted in proportion to working time. Working students, interns and other temporary employees are not taken into account.

Human rights: data was collected according to the number of reports received via the official reporting systems. All relevant impact drivers were taken into account, including the legal framework and data protection regulations.

Collective agreements and social dialogue: the table shows the collective agreement coverage and worker representation in the European Economic Area (EEA) for countries with more than 50 employees, which account for more than 10 percent of the total workforce as at 31 December 2025. For non-EEA countries, the two regions Europe (approx. 40% share of FTE) and Rest of World (approx. 10% share of FTE) are shown.

Adequate Wage: The lowest wage was calculated on the basis of the lowest guaranteed pay grade (excluding interns/trainees), including all fixed additional payments. The applicable statutory minimum wage was taken as a reference value for sites in the European Union. This represents a permissible benchmark within the meaning of the ESRS. As the requirements of Directive (EU) 2022/2041 on adequate minimum wages had not yet been fully transposed into national law in Poland at the time of the report, a supplementary, methodologically robust reference value was determined for the Polish sites. This involved a generally applicable standard for an adequate wage based on established EU criteria. The latest official income data from the national office of statistics for the year 2025 was used in the calculations. For sites outside the EU, the legally binding national minimum wage was taken in each case to meet the requirements for a permissible reference value in accordance with the ESRS. The data is based on the internal salary structure as at 31 December 2025. The calculations took into account gross wages plus guaranteed fixed bonuses, and all wages were added up to an employment level of 100%.

# Training & development

**Stadler faces the challenge of attracting qualified specialists and retaining them in the long term, particularly in the light of skilled abour shortage and demographic changes. To counteract this, Stadler makes extensive investments in the continuous development of its employees and offers a wide range of internal and external career and advancement opportunities – both for management positions and for specialised careers. The aim is to ensure the long-term employability of employees and to develop their qualifications in line with operational requirements.**

**Targets**

| Qualitative targets | |
|---|---|
| Ensure highest possible retention rate of apprentices on completion of their training | Continuous |
| Increase training hours and set qualitative goal for 2030 | 2030 |

**Policies**

Training and continuing education are an important focus at all Stadler sites. Stadler promotes the continuous development of its employees through regular performance and career assessments. Individual further training actions are defined in the course of annual qualification meetings. These measures are facilitated via flexible working time models and financial support. In addition, each local HR department applies an internal personnel development plan and ensures succession planning for key positions. Potential future leaders are identified at an early stage and prepared for taking on these key positions through tailored development plans and continuous support. Both internal and external management training courses prepare managers for their future tasks as effectively as possible.

Stadler has local training and further education concepts in place at all sites and offers a wide range of internal and external courses on subjects ranging from specialised areas to soft skills. Stadler is also particularly invested in training young workers in the form of apprenticeships in order to mitigate the shortage of skilled labour.

Stadler also relies on international assignments. The deployment of employees abroad is a key element in promoting knowledge transfer, global collaboration, and international partnerships. Comprehensive secondment regulations were introduced in 2019 to ensure a smooth transition to the host country and to clarify social security, tax and compliance issues as efficiently as possible. Thanks to these practical secondment regulations, which are continuously evaluated and updated, Stadler takes account of changing requirements and provides employees with the best possible support for the entire duration of their assignments abroad. There were around 100 ongoing secondments in the reporting year. Stadler takes advantage of existing expertise to provide new employees with practical training at various sites. For instance, employees from the new site in Kazakhstan, were sent to Spain, Germany, Switzerland and Poland to gain local experience and gain the necessary expertise for their roles.

**Actions**

*Professional and specialised training*

Stadler invests extensive amounts to train its own workforce. It is creating apprenticeships and training skilled workers around the world to counteract the shortage of skilled labour. In the reporting year, Stadler employed 250 apprentices in mechanical engineering and metalworking. The company houses modern training workshops in Bussnang and St. Margrethen, which enabled 72 percent of apprentices to be taken on in Bussnang in the reporting year – and as many as 91 percent in St. Margrethen.

In the reporting year, the number of apprenticeships available in Switzerland was increased, and a supplementary training model was introduced to create additional training places at sites that do not offer full apprenticeship options. This allows apprentices to complete two years of basic training in Bussnang before moving on to the site specified in their contract to receive more specialised training. As a result, Stadler is now able to expand its apprenticeship programme to all its Swiss sites, offering other young talents attractive career entry and development opportunities and helping to retain qualified specialists in the long term.

Vocational education and training is also proving a great success internationally: the eighth intake of apprentices is already being recruited in the USA. The training centre in Valencia continues to grow, with the aim of ensuring the availability of new employees with the necessary qualifications and promoting continuous learning among employees. Stadler also maintains close local contacts with universities and offers traineeships, internships and working student positions in order to inspire talented young people and attract them to the rail industry.

At the headquarters in Bussnang, a comprehensive training catalogue named “STARTrain” was compiled for employees. It includes specialised, management and project training. Stadler’s internal railway technology course represents a long-standing training component. The series of courses given by internal and external experts imparts basic knowledge on various areas of railway technology, ranging from system basics to brakes, tracks, air conditioning and drive systems to railway law and track planning. As there is no traditional training for railway technicians in Switzerland, these courses are particularly popular with employees from different technical departments.

*Management training*
Further training for managers is a key area of action at Stadler to promote a positive work culture. A wide variety of internal and external programmes took place in the reporting year. In the Switzerland, Signalling, Service and Components Divisions, around 200 current and potential managers again attended a total of 24 two-day leadership training courses in the reporting year.

In these annually recurring training sessions, all the participants take part in a detailed personality analysis and are taught valuable information on leadership and on the corporate culture. The interdisciplinary, transnational discussions between participants from 15 countries are particularly noteworthy. The leadership training programme for Swiss production plants was enhanced in 2025, and a second leadership module was added to build on the first module, which focuses on self-management. Module 2 enriches this content and expands it to include internal input on the issues of management style, team leadership and business fundamentals. Further courses on the existing modules are scheduled for 2026, and a third module will also be developed.

A management programme was successfully introduced at Stadler Deutschland in 2024. Building on this success, the company developed a new format in the 2025 reporting year to encourage the further development of leadership skills. The approach is built around development centres to systematically observe the behaviour of participating managers. Individual actions for further development are then determined and translated into specific, personalised development plans. This ensures the continuous and needs-based strengthening of leadership skills.

*Mentoring*
Mentoring continues to gain in significance at Stadler and is increasingly being used in several areas of the company. The aim is to promote the exchange of knowledge, strengthen professional and personal development and provide targeted support for new employees.

An international mentoring programme was organised in the Service business for the first time in the reporting year. It promotes the development of talented employees within the organisation while facilitating cooperation between Stadler sites. In the pilot run, 30 mentoring pairs were formed, with each mentoring cycle lasting one year. This first run will be evaluated in 2026 and the programme will be expanded based on the findings. Structured mentoring formats are also used at the components plant in Poland to allow experienced specialists to pass on their knowledge. In addition, various sites have introduced buddy systems that make it easier for new employees to get started and help them settle into the team.

### Performance indicators

In 2025, Stadler once again recorded an increase in the number of apprentices. Stadler also increased its investment per employee in the area of employee development and reported training hours per employee for the first time.

| Reference | Training and skills development | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Apprentices** | | | | | | |
| Specific | Number of Apprentices | Quantity | 260 | 292 | 332 | 13.7% |
| **Performance reviews** | | | | | | |
| S1-13 | Employees that participated in regular performance and career development reviews – total | % | - | - | 94% | - |
| S1-13 | Employees that participated in regular performance and career development reviews – Women | % | - | - | 95% | - |
| S1-13 | Employees that participated in regular performance and career development reviews – Men | % | - | - | 94% | - |
| **Training and further education** | | | | | | |
| S1-13 | Training hours per person for employees - total | h/FTE | - | - | 16 | - |
| S1-13 | Training hours per person for employees - Women | h/FTE | - | - | 25 | - |
| S1-13 | Training hours per person for employees - Men | h/FTE | - | - | 15 | - |
| Specific | Investment rate in education and training - total | CHF / FTE | 450 | 433 | 492 | 13.6% |
| Specific | Investment rate in education and training - Women | CHF / FTE | 501 | 425 | 530 | 24.7% |
| Specific | Investment rate in education and training - Men | CHF / FTE | 427 | 441 | 485 | 10.0% |

**Accounting principles**

Performance reviews: career assessments and performance reviews are organised at least once a year in accordance with internal company processes and are based on transparent criteria that are known to all employees and their line managers. Assessments are mainly carried out by direct superiors.

Training hours: training hours and investment rates are calculated per FTE. The number of FTEs refers to the average total number of FTEs in 2025 (see the “Working at Stadler” chapter). Training hours include internal and external training hours. Figures are evaluated at least once a year as part of the sustainability reporting process. The figure for training hours was recorded at a global level for the first time in 2025 and will be improved in the coming years through more standardised definitions.

# Equal treatment and equal opportunities

**Stadler stands for a corporate culture that values diversity and sees a diverse workforce as an enriching factor. The aim is to provide equal opportunities for all employees – regardless of gender, age, origin, sexual orientation, educational background or religion. With employees from more than 75 nations and with diverse educational and personal backgrounds, Stadler fosters an inclusive and diverse working environment.**

## Targets

| Quantitative target | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| Increase of share of women in leadership functions | 2025: 14.6% | **14.6%** | 20% | 2030 |

| Qualitative targets | |
|---|---|
| Increase of share of women | 2030 |
| Keep promoting equal opportunities | Continuous |

## Policies

Stadler sets out the guidelines for internal cooperation in the internal Code of Conduct for Employees. By signing this Code of Conduct, all employees undertake to create and foster a working environment that is free from all forms of discrimination, degradation and conflict and that encourages equal opportunities as well as mutual respect. The Code of Conduct also requires all employees to treat other stakeholders with dignity and respect. Structured HR processes, especially for newly recruited and promoted employees, ensure that employees are familiarised with the guidelines. There is also an annual monitoring process which includes KPIs (see chapter “Compliance, ethics and integrity”).

In addition, equal opportunities issues are firmly established in local agreements and guidelines. The collective labour agreement for Switzerland promotes the well-being of employees and the company by ensuring progressive working conditions. As well as specifying minimum wages and protecting older employees against dismissal, it includes regulations on the promotion of women, equal treatment and the integration of people from different backgrounds and employees with disabilities. At the Valencia site, specific protective measures for the LGTBIQ+ community were added to the collective labour agreement in 2025. There are also plans to implement training and awareness-raising actionss on equal opportunities and equal treatment by 2030. Furthermore, Stadler in Germany concluded an inclusion agreement for the participation of people with disabilities in 2025. Similar provisions can be found in the collective labour agreements for other sites.

Managers and HR managers regularly take part in training courses to raise awareness of the opportunities offered by a diverse workforce and to avoid breaches of equal treatment guidelines. Until now, equal opportunities officers have only been appointed in countries with corresponding legal requirements, such as Germany.

*Work-life balance*

Stadler attaches great importance to being perceived an attractive employer in order to continue to attract and retain qualified specialists in the future. It is particularly keen to promote a good work-life balance for employees. Stadler employees worldwide can take paid or unpaid leave for family commitments. The corresponding regulations ensure that all genders have equal access to these opportunities and support a family-friendly working environment. To promote flexibility, Stadler offers the option of part-time work – even for managers. Employees also have the possibility to work partly from home if this is compatible with their tasks. These options help to provide targeted support for employees in different situations and cater to individual needs. The actions in place are regularly reviewed to ensure that all employees can benefit equally from family-friendly working conditions.

*Equal pay*

Stadler regularly analyses the remuneration structure in order to ensure transparency regarding pay differences and remuneration ratios within the company. The collection of these key figures allows Stadler to make a well-founded assessment of income distribution and serves as a basis for measures to promote pay equity. Collective labour agreements in individual countries form the basis for ensuring equal pay. They set salaries based on the tasks assigned to employees to ensure that they are remunerated fairly. In Switzerland, Stadler works with a salary system that compares and validates salaries internally and externally. This ensures equal pay and fair remuneration. In addition, compliance with the applicable equal pay requirements is reviewed and documented regularly. Stadler promotes diversity at all hierarchical levels and in all job profiles by making an active commitment to equal opportunities and equal pay. This is implemented via guidelines, programmes for the advancement of women, training courses, complaints procedures and skills development programmes.

**Actions**

Stadler's innovative strength is shaped by the diversity of its employees, their different perspectives, experiences and strengths. Stadler is convinced that teams realise their full potential when each team member is allowed to express themselves and is given equal opportunities. Stadler therefore applies global and local measures to promote a sense of belonging and strengthen an inclusive working environment. Stadler firmly believes that the ideas that drive innovation and bring about future-proof technologies can only emerge in environments where all individuals are free to develop.

*Promotion of women*

Stadler's goal is to increase the proportion of women in the company and achieve at least 20 percent of women in management positions by 2030. The targeted promotion of women in technical apprenticeships is an important starting point. In Germany, Stadler is involved in initiatives such as "Women in Mobility" and "Girlsatec", which aim to get girls and women interested in technical professions and the rail industry. In Switzerland, too, young women and young people from different backgrounds are approached at an early stage, for example during the Future Day or via other programmes to promote career choices. Initial progress is already being made: at the Bussnang site, there has been at least one woman in every apprenticeship profession since 2024. Stadler is also involved in industry-specific networks to work with other companies to develop solutions to promote women in the rail industry and reduce structural barriers.

The Service Division pursues a comprehensive strategy to support women based on four fields of action: "Empower", "Inspire", "Connect" and "Design". Targeted projects and initiatives in these fields are implemented to assist women with their professional development and increase the proportion of women in the long term. In 2025, a mentoring programme was introduced as part of this strategy. It is designed to strengthen talent development and integrate employees into the company. The programme is targeted primarily at potential future leaders, with women being admitted at a high rate. In addition, further actions are being planned to specifically increase the promotion of women at higher management levels and to sustainably raise the proportion of women in the company.

*International women's network*

The international women's network at Stadler provides an important platform for promoting internal networking and dialogue. It regularly organises various events ranging from local lunches to "Lunch & Learn" sessions and other formats that facilitate knowledge transfer and spark inspiration. The number of members doubled in 2025 and is expected to grow further in 2026. The network makes an active contribution to increasing the visibility of women in the company, highlighting career opportunities and strengthening an inclusive corporate culture.

*Reintegration measures*

Stadler also implements actions to promote equal opportunities at its international sites. In the USA, the company works with a non-profit organisation that supports women returning to work after maternity, divorce or other changes in their circumstances. Stadler is also committed to the reintegration of former prisoners in the USA. Around 97 percent of prisoners return to society after their time in prison, so stable employment is crucial. In partnership with the Utah Department of Corrections, Stadler offers qualified individuals second-chance work opportunities to give them a fresh start and help them to make a positive contribution to the community.

*"Unconscious bias" training*

Stadler's annual unconscious bias training sessions are a central component of the strategy to promote equal opportunities. These training courses aim to recognise and eliminate unconscious bias. This is essential to ensure a fair and inclusive corporate culture. Since 2025, the courses have been firmly integrated into management training (see chapter "Training and skills development") to ensure that Stadler's managers are conscious of this important topic. The training sessions will be optimised in 2026 based on feedback from participants.

**Performance indicators**

The proportion of women in the company fell slightly in the reporting year and now stands at 14.5 percent. The proportion of women at management level was also calculated for the first time and amounts to 14.6 percent. The targeted promotion of women in management and executive positions will be a key issue at Stadler in the coming years. This is underpinned by the global target of 20% women in top management by 2030. The Group Executive Board currently consists of eleven men (100 percent). The proportion of women on the Board of Directors is 30 percent (three women to seven men).

The unadjusted gender pay gap of 11.1 percent is influenced by various factors, in particular the disproportionate representation of men in management positions. Country-specific differences in the proportion of women and in remuneration levels also push up the figure. As mentioned at the beginning of this section, detailed local equal pay analyses have been carried out, which do not reveal any systematic disadvantages for any particular group either locally or nationally.

| Reference | Diversity and equal opportunities | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Gender distribution** | | | | | | |
| S1-6 | Number of employees total | Quantity | 14,649 | 16,415 | 18,343 | 11.7% |
| S1-6 | Number of employees – Women | Quantity | 2,062 | 2,547 | 2,667 | 4.7% |
| S1-6 | Number of employees – Men | Quantity | 12,587 | 13,868 | 15,672 | 13.0% |
| S1-6 | Number of employees – Diverse | Quantity | 0 | 0 | 1 | - |
| S1-6 | Share of women | % | 14.1 | 15.5 | 14.5 | (1.0%) |
| **Gender distribution in top management** | | | | | | |
| S1-9 | Number of top management members – total | Quantity | - | - | 165 | - |
| S1-9 | Women in top management | Quantity | - | - | 24 | - |
| S1-9 | Men in top management | Quantity | - | - | 141 | - |
| S1-9 | Share of women | % | - | - | 14.6 | - |
| S1-9 | Share of men | % | - | - | 85.4 | - |
| **Employees by contract type** | | | | | | |
| S1-6 | Permanent work contracts – total | Quantity | - | - | 16,022 | - |
| S1-6 | Permanent work contracts – Women | Quantity | - | - | 2,251 | - |
| S1-6 | Permanent work contracts – Men | Quantity | - | - | 13,771 | - |
| S1-6 | Temporary work contracts – total | Quantity | - | - | 1,797 | - |
| S1-6 | Temporary work contracts – Women | Quantity | - | - | 299 | - |
| S1-6 | Temporary work contracts – Men | Quantity | - | - | 1,498 | - |
| S1-6 | Full time employees – total | Quantity | 13,736 | 15,130 | 16,576 | 9.6% |
| S1-6 | Full time employees – Women | Quantity | - | - | 2,130 | - |
| S1-6 | Full time employees – Men | Quantity | - | - | 14,446 | - |
| S1-6 | Part time employees – total | Quantity | 913 | 1,285 | 1,267 | (1.4%) |
| S1-6 | Part time employees – Women | Quantity | - | - | 437 | - |
| S1-6 | Part time employees – Men | Quantity | - | - | 830 | - |
| **Age distribution** | | | | | | |
| S1-9 | < 30 years | Quantity (%) | - | - | 4,191 (22.8%) | - |
| S1-9 | 30–50 years | Quantity (%) | - | - | 11,021 (60.1%) | - |
| S1-9 | > 50 years | Quantity (%) | - | - | 3,124 (17.0%) | - |

| Reference | Diversity and equal opportunities | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Employees with disabilities** | | | | | | |
| S1-12 | Number of employees with disabilities | Quantity | - | - | 163 | - |
| **Family-related leave** | | | | | | |
| S1-15 | Employees entitled to take family-related leave | % | - | - | 99.7% | - |
| S1-15 | Employees that took family-related leave | % | - | - | 9.4% | - |
| S1-15 | Employees that took family-related leave - Women | Quantity | - | - | 392 | - |
| S1-15 | Employees that took family-related leave - Men | Quantity | - | - | 1,331 | - |
| **Remuneration** | | | | | | |
| S1-16 | Gender pay gap | % | - | - | 11.1% | - |
| S1-16 | Annual total remuneration ratio | x: 1 | - | - | 28 | - |

**Accounting principles**

The data in the table is based on the reporting date of 31 December 2025 and includes all employees as defined in ESRS S1. Data was collected based on headcount. The data collection is based on headcount. The data were collected locally at the sites in a standardised format and consolidated centrally.

Gender distribution: figures are based on the classification of managers in accordance with the internal hierarchy definition of employees at management level 1.

Contract types: the proportion of fixed-term employment contracts results from the standard industry practice of initially hiring new employees on a temporary basis before offering them permanent employment. Part-time employment is mainly based on voluntary agreements and offers employees flexibility for training, childcare or caregiving responsibilities.

Employees with disabilities: Stadler collects data on the proportion of employees with recognised disabilities. The data is based on voluntary self-disclosure or official proof of status in accordance with national regulations at Stadler's different sites. Data was collected in accordance with the data protection regulations in force in each country.

Gender Pay Gap: the unadjusted gender pay gap was calculated according to standardised definitions for employment type and remuneration components in accordance with the ESRS. The calculation is based on average gross hourly earnings, extrapolated to full-time employment (100%) of all employees, excluding variable remuneration. Foreign currencies were converted into Swiss francs for the analysis.

Remuneration: The median of all salaries (excluding the highest-paid individual) was used to calculate the ratio of employees' total annual remuneration. The gross salary including variable remuneration components such as bonuses and other additional benefits was taken as the calculation basis. All foreign currencies were converted into Swiss francs for the analysis.

# Health and safety

**Protecting employees from occupational accidents and health risks is a top priority for Stadler. Effective safety management in the workplace is based on appropriate framework conditions and the responsible commitment of all employees. The interplay between these two elements makes it possible to pursue the shared goal of continuously reducing the number of occupational accidents.**

### Targets

| Quantitative target | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| Reduction of occupational accidents with days lost (LTIR) | 2022: LTIR 19.2 | **LTIR 12.3** | LTIR 9.6 (–50%) | 2030 |

| Qualitative targets | |
|---|---|
| Establish a global safety culture | 2026 |
| Continuously reduce accidents with zero-accident vision | 2050 |

### Policies

Stadler operates a management system to prevent occupational accidents and to promote health and safety. The management system complies with the requirements of occupational health and safety legislation, ISO 45001. An overview of ISO-certified sites is shown as a table on page 51. All locations are covered by an internal management system. Risks to employees cannot be completely ruled out in certain areas of work at Stadler, for instance for work near the tracks, in the track field or on signal boxes, as well as work at a height or with potentially dangerous chemicals. This underscores the importance of exercising the utmost care and consistently implementing protective actions.

The management systems include regular hazard and risk analyses in the workplace and follow consistent, standardised processes. In line with the safety policy, employees receive comprehensive training on safety regulations, are informed about safe work processes and provided with suitable work equipment and personal protective equipment. In addition, the divisions define site-specific occupational safety targets each year. Target achievement is verified through systematic KPI monitoring. Ensuring occupational health and safety is not only part of corporate responsibility, but is also a legal requirement at some Stadler production sites. In Szolnok, Valencia and Berlin, for example, there are mandatory health and safety regulations in force. Non-compliance can result in criminal consequences. Serious accidents also jeopardise the company's reputation, while effective employee protection reduces sickness-related absences, boosts motivation and guarantees the company's economic performance in the long term.

The same safety requirements apply to service providers, trainees and fixed-term or temporary employees as to Stadler employees. Visitors to Stadler sites receive an introduction to the applicable safety regulations upon arrival.

Responsibility for occupational safety lies directly with the managers. As part of their duties, all employees are obliged to comply with the applicable guidelines and, depending on their area of activity, to wear the necessary protective equipment to guarantee their own safety and protect their health. At least one occupational health and safety specialist is appointed in the Quality, Environment, Health and Safety (QEHS) department at each company site. Specially trained safety specialists act as contact persons and ensure that the necessary protective measures are implemented. Certain sites, for instance in Hungary, also call in external consultants on occupational safety. The local HR departments are responsible for the promotion of health within the company. In addition, Stadler has a global safety team with representatives from every site who meet four times a year to further strengthen occupational safety. This holistic approach is intended to reduce accidents and raise additional awareness about the importance of safety in the workplace.

### Actions

*Safety training & campaigns*

All Stadler employees receive an introduction to occupational safety on their first day at work. In addition, regular awareness-raising workshops on the Stadler safety culture are organised in all departments. The training hours are documented and used as a KPI in various committees. In 2025, an average of 6.8 training hours per FTE were dedicated to safety. Specific training courses are held for managers, covering areas such as responsibility, legal principles and risk analyses. Apprentices are also involved right from the start of their training: during their introductory week in August, they participate in a training course that covers the most important safety topics in a fun way. Safety campaigns are also a key part of accident prevention at all Stadler sites. They are redesigned each year and tailored to each country in order to effectively address current priorities. Various communication measures were implemented in the reporting year, including training videos, posters and regular meetings with team leaders in production, as well as safety walks and safety talks. Detailed accident statistics are used for monitoring purposes and reinforce internal communication by illustrating trends and identifying risk areas. Occupational safety is a consistently high priority at Stadler. Existing acions are continuously optimised, developed and adapted to the needs of employees.

*Risk identification*
Stadler encourages employees to play an active part in the continuous improvement of processes and the strengthening of occupational safety. Potential hazards can be reported to the occupational safety specialists or line managers at any time. The whistleblower system enables Stadler to react quickly to risks and take appropriate action. All the reports submitted are regularly discussed in the relevant committees. Stadler also raises awareness among employees through campaigns, training courses and instructions as well as articles on the intranet. It publishes relevant key safety figures for both internal and external stakeholder groups.

Depending on the site, different systems and processes are used to record and track reports in a structured manner. Another risk prevention tool was introduced in Valencia in 2025, where the occupational safety systems were expanded thanks to smart technologies on the assembly lines, including proximity sensors, automatic stop functions and digitalised safety protocols. These actions help to identify risks at an early stage and further improve safety in the production environment.

*Promotion of health*
Stadler offers a variety of health and wellness programmes at its sites to strengthen the physical and mental health of its employees. Actions include preventive medical check-ups by company doctors, eye examinations, hearing tests and vaccination programmes. In addition, mental health courses are organised on topics such as stress prevention, resilience and mindfulness.

Almost all sites offer a wide range of sports activities. In addition to internal training facilities and company sports clubs, many locations also provide financial contributions toward gym memberships. Stadler's health programme for employees is completed by smaller initiatives such as nutrition tips, healthy lifestyle campaigns, bike-to-work programmes and other fringe benefits to promote the well-being of employees in their everyday lives.

Mental health of employees is a high priority at Stadler, and targeted initiatives are being implemented in several countries including Germany, Spain, the UK and Switzerland. Managers at Stadler Signalling took part in a Mental Health First Aid course in the reporting year, for example. This course provides practical tools for recognising early signs of stress or psychological harassment in teams and explains how to hold sensitive discussions clearly and tactfully. This promotes a work culture in which mental health is openly addressed and employees receive prompt support when they need it.

**Performance indicators**

The accident rate with lost time (LTIR) was reduced for the third consecutive year in 2025. This brings Stadler another step closer to its goal of a 50 percent reduction by 2030. The accident rate (TRI) was also reduced, but this is also due to a stricter definition including accidents with at least a medical treatment. Work-related illnesses, on the other hand, increased in the reporting year.

In the reporting year, there was also a fatal accident involving the employee of an external construction company during construction work for a new plant in Henningsdorf. Responsibility for the execution of the work lay with the contracted company. Stadler deeply regrets the incident.

| Reference | Occupational health and safety | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| S1-14 | Management system coverage | % | - | - | 100% | - |
| S1-14 | Number of work-related accidents (TRI) | Quantity | 893 | 905 | 689 | (23.9%) |
| S1-14 | Rate of work-related accidents (TRIR) | TRI / 1,000,000h | 38.7 | 34.2 | 23.8 | (30.4%) |
| Specific | Number of work-related accidents with days lost (LTI) | Quantity | 418 | 350 | 356 | 1.7% |
| Specific | Accident rate (LTIR) | LTI / 1,000,000h | 18.2 | 13.2 | 12.3 | (6.8%) |
| S1-14 | Number of cases of work-related ill health | Quantity | 11 | 11 | 21 | 90.9% |
| S1-14 | Number of fatalities as a result of work-related injuries or ill health | Quantity | 0 | 0 | 0 | 0.0% |
| S1-14 | Number of fatalities as a result of work-related injuries among third-party workers | Quantity | - | - | 1 | - |
| S1-14 | Days lost due to work-related accidents, fatalities, and ill health | Days | 6,899 | 9,665* | 11,667 | 20.7% |
| Specific | Number of safety officers per thousand employees | Safety officers / 1,000 FTE | 5.8 | 5.8 | 3.5 | (39.7%) |
| Specific | Training hours in the area of occupational safety | Hours / FTE | 3.3 | 11.3 | 6.8 | (39.8%) |

**Accounting principles**

The data is taken from the monthly safety reporting for all sites in the survey period 1 January – 31 December 2025. Unless specifically mentioned in the description, all data points refer to Stadler's own workforce. Stadler's own workforce includes all employees with a valid Stadler employment contract. This includes part-time employees, temporary employees and apprentices. External employees are not considered as employees and are shown separately. In some cases where figures were newly collected in 2025, no comparative value is yet available in relation to the previous year.

Management system coverage: management system coverage was assessed on the basis of the existence of an ISO 45001 certificate or – for sites without a certificate – on the basis of an internal occupational health and safety policy in accordance with the applicable national legal requirements. If one of these elements was present at a site, the requirement was considered to be fulfilled for the local workforce.

Occupational accidents: the actual hours worked were used to calculate the accident rate. All reportable workplace accidents requiring at least a medical treatment were taken into account for the TRI. Occupational accidents with at least one day of absence were included in the LTI figure; the day of the accident itself does not count as a day of absence. Days lost were calculated on the basis of calendar days (including weekends and public holidays). The following formula was used for the accident rates: (number of relevant accidents* actual hours worked) / 1,000,000 hours.

Work-related illnesses: illnesses (physical and mental) were included if there was medical evidence that they were work-related and the case was officially recognised by a local insurance company. Days lost were calculated on the basis of calendar days (including weekends and public holidays).

*Days lost: days lost are not directly comparable with prior figures, as in previous years, only days lost due to work-related accidents were taken into account, not days lost to work-related illnesses.

# GOVERNANCE INFORMATION

## Compliance, ethics and integrity

**Integrity in business conduct is fundamental for Stadler. As rail vehicles are largely financed from public funds, there are strict requirements for transparent processes. A good reputation is one of the prerequisites for success in international tenders. Stadler counters potential risks with clear compliance guidelines, actively enforced ethical principles and consistent adherence to all legal standards.**

**IRO table**

| Topic | IRO | I / R / O | Description | Management |
|---|---|---|---|---|
| G1: Corporate Culture | Outdated corporate culture reduces attractiveness | R | Loss of employer attractiveness due to a lack of or outdated corporate culture | Regulated cooperation (corporate values, code of conduct, OECD) |
| | Corruption/Bribery: Risk of sanctions and liability claims | R | Potential sanctions, liability claims and legal disputes for non-compliance with laws and standards | Compliance program |
| | Corruption/Bribery: Risk of losing a contract due to compliance violations | R | Loss of contracts due to compliance violations, e.g. in the area of corruption | Compliance program |

**Targets**

| Quantitative targets | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| 100% of relevant employees have signed codes of conduct | - | **99%** | 100% | 2026 |
| No confirmed serious breaches of personal data protection | - | **0** | 0 | Continuous |
| No confirmed cases of corruption | - | **0** | 0 | Continuous |

**Policies and actions**

Stadler's business conduct is of great relevance to a large number of stakeholders. Rail vehicles are largely financed from public funds, which is why high requirements for legally compliant and ethical business practices are applied when awarding contracts. An impeccable reputation is a prerequisite for participants in these procurement processes. This is even more true because Stadler is exposed to such a high risk of corruption, bribery and anti-competitive behaviour both due to the specific characteristics of the industry and to the fact that it has so many sites around the world. Stadler's good reputation is an asset that the company preserves and protects worldwide by implementing compliance, ethics and integrity as a responsible partner. This good reputation is also a prerequisite for maintaining the trust of the company's various stakeholder groups and for establishing long-term business relationships. Combating corruption throughout the industry also helps to create equal, fair conditions for all market participants.

Stadler pursues a comprehensive approach to corporate governance and relies on a value-based corporate culture. The aim is to firmly establish responsible conduct with the company, promote integrity and build trust among internal and external stakeholders. Stadler's compliance programme forms the basis for its business relationships. As part of the compliance programme, particular attention is paid to the agents who work for Stadler. In the sales process, Stadler works with local agents who have been carefully selected and checked beforehand. This is necessary due to the international nature of its business and to the knowledge required of local conditions. A separate, Group-wide directive governs the handling and constant monitoring of these agents throughout the entire business process in order to ensure transparency.

Training programmes and internal communication campaigns are organised to promote and regularly evaluate the corporate culture. Internal corporate governance training is specially designed for managers and employees in high-risk areas. Training is provided in various forms, for example as part of onboarding processes and during recurring compliance courses. The participation rates and results are documented and analysed to verify effectiveness.

***Compliance programme***

Stadler's success and good reputation are based partly on the trust placed in the company on all sides. This begins with shareholders and employees, and continues with stakeholders such as customers, suppliers, consultants or agents and the relevant authorities, right through to the general public. Stadler aims to live up to this trust in every respect by using its compliance programme to preventively and actively ensure that the business practices implemented by Stadler and its service providers always comply with the applicable laws and internal directives. Stadler's compliance programme comprises the following elements: the Compliance directive, the Compliance organisation, the Code of Conduct, the Agents directive, the training and

compliance helpline, and all related guidelines, sample contracts and checklists.

*Compliance directive*
The Compliance directive defines the compliance structure, responsibilities and reporting in the area of compliance. It also sets out the most important principles of compliance training.

*Compliance organisation*
Stadler's compliance organisation consists of the Chief Compliance Officer (CCO) and the Local Compliance Officers (LCOs) in the individual divisions, as well as the superordinate Audit Committee (Board of Directors' Committee). The CCO assists and advises the Group CEO, the Audit Committee and the LCOs on all issues relating to the compliance programme. Among other things, the CCO is responsible for the implementation and enhancement of the compliance programme throughout the Group, for the development of organisational and technical tools, and for the planning and implementation of compliance training courses. Each division appoints an LCO responsible for the relevant division. Among other things, the LCO is in charge of implementing the compliance programme and for applying additional measures to comply with local laws. The Audit Committee provides input for the further development of the compliance programme and the compliance organisation, and monitors compliance checks as part of the internal control system (ICS). Stadler's auditors verify that an internal control system designed in accordance with the requirements of the Board of Directors is in place in the area of compliance. Any objections identified are included in the report to the Board of Directors. The relevant management team is responsible for conveying information on and monitoring compliance with the Code of Conduct.

*Code of Conduct for Employees*
The Code of Conduct forms the basis for responsible conduct at Stadler. It applies to all sites, establishes common values and principles, defines rules for accepting and giving gifts, and obliges employees to actively uphold human rights both in their conduct and in their decisions. The document is available in ten languages and, for risk profile reasons, is intended in particular for employees with a managerial role, employees in purchasing, sales and approval, and project managers. The Code of Conduct is also an integral part of every contract that an agent concludes with Stadler. The anti-corruption guidelines are integrated into compliance training. All employees and agents are required to uphold the principles of the Code of Conduct and report any suspected violations. The core principles of the Code of Conduct are integrity and legality, ethical behaviour and responsibility. Compliance with the Code of Conduct is communicated and monitored by the management of each company. Stadler pursues a zero-tolerance policy with regard to violations of applicable law or the Code of Conduct.

INTEGRITY AND LEGALITY
Stadler is committed to complying with all applicable laws and internal guidelines. This applies in particular to legal requirements relating to corruption, antitrust law and money laundering. Both the Code of Conduct for Employees and Agents and the Code of Conduct for Business Partners strictly prohibit the solicitation or acceptance ("passive corruption") and the promise or granting ("active corruption") of undue advantages. Business practices that are unfair or that are proscribed under competition law, including market and price agreements, are also forbidden. Any conflicts of interest must be avoided. Conflicts of interest arise when a person's personal interests differ from or compete with those of Stadler. The Code of Conduct obliges all employees to prevent situations of this kind and to report any existing conflicts immediately to their line manager or the CCO. Sensitive information must be protected at all times and must not be disclosed.

ETHICAL CONDUCT
Stadler values trusting and respectful partnerships. Employees always treat others with respect, tolerance and courtesy. Discrimination and any form of degrading behaviour are strictly prohibited and are not accepted at Stadler.

RESPONSIBILITY
Stadler assumes its responsibility towards its employees, business partners, shareholders and the environment. As a reliable partner, Stadler fulfils its obligations on time and with due care. In addition, all employees actively help to create a positive overall image of the company.

*Compliance directive – agents*
For the international distribution of its products, Stadler works with local agents with in-depth knowledge of local conditions who have been carefully selected and screened. To ensure transparency, a Group-wide directive governs the entire process, from the initial selection of agents to ongoing monitoring throughout the working relationship. The "Compliance – Agents in the Stadler Rail Group" directive defines the processes for approving and overseeing Stadler agents. A compliance check by an independent third party is one of the components of the directive.

*Compliance training for employees*
Regular mandatory training is an important pillar of Stadler's compliance programme. Training is organised for all managers, project managers and employees in purchasing, sales and approval who are in regular direct contact with authorities, suppliers or customers. This enhances employees' understanding and awareness of compliance issues Training takes place shortly after a new employee joins the company or is promoted to a position that requires compliance training, and is subsequently repeated once every two years. Topic-specific classroom training sessions are held locally in addition to the online training provided at Group level. The CCO regularly informs the Audit Committee about the training courses organised.

Training sessions cover key compliance principles and the consequences of breaching the rules. They provide information on the rules to be observed in relation to corruption and antitrust law. Theoretical explanations are combined with examples of practical scenarios. Control questions must be answered at the end of each module, and a test on the full course content must

be completed at the end of the training. Reference is also made to Stadler's Code of Conduct during the training.

During the reporting year, all members of the Stadler Group Executive Board and the Board of Directors were familiarised with the principles of compliance and applicable rules.

*Compliance helpline*
In the event of suspected violations of laws or Stadler's compliance programme, or if there are any doubts about the interpretation of individual provisions, employees can contact their line manager, the Local Compliance Officer (LCO) or the Chief Compliance Officer (CCO). They can also choose to contact the helpline, which is available on both the intranet and the Internet. The helpline can be used by internal and external stakeholders alike and also allows reports to be made in the event of breaches of human rights or environmental risks. All reports are handled by the CCO or the LCOs, are treated confidentially and may remain anonymous. Unless a report is submitted anonymously, the reporting person will receive confirmation of receipt and – if possible and legally permitted – information on the measures taken. Possible outcomes of investigations include recommendations for disciplinary action or other remedial measures.

*Additional guidelines*
Stadler has drawn up internal guidelines on corruption and competition, employee rights and social partnership, protection of human rights, supply chain and supplier evaluation, as well as compliance with environmental standards. These documents are in line with the OECD Guidelines for Responsible Business Conduct. The documents outline information such as the relevant directives, specifications and processes in each area, the risks that have been identified and assessed, measures to ensure compliance with requirements, the procedure for violations of the law or guidelines, and KPIs for measuring progress towards target achievement.

The effectiveness of these measures is monitored using defined key figures and spot checks and reported on annually. Sufficient resources such as personnel and a financial budget are made available for this purpose (see, for example, the information on the Compliance organisation and on training courses on corruption and bribery).

***Corruption and bribery***
Stadler has a comprehensive system in place to prevent, detect and investigate allegations or incidents of corruption and bribery. The system includes clear internal rules of conduct, specific responsibilities and a whistleblower system that allows the anonymous reporting of suspected cases. Internal guidelines and training courses raise awareness of corruption risks among all relevant employees. Stadler pursues a proactive approach to preventing corruption and bribery across all its business processes.

Potential cases are examined by investigation officers who are both organisationally and functionally separate from the management lines involved. The results of investigations are communicated to the members of the Board of Directors via compliance reports and in meetings. This ensures that the highest corporate bodies are informed promptly and can make the necessary decisions regarding the management and ongoing development of the compliance system.

***Whistleblower protection***
The protection of whistleblowers is a top priority for Stadler. This is reflected in the Group-wide adherence to national regulations for the protection of whistleblowers. This ensures that all reports are handled confidentially and with care. Protection against reprisals is guaranteed. Whistleblowers can choose to remain anonymous, and reports are handled with the utmost discretion.

The following concepts have been introduced to ensure whistleblower protection:
- Stadler offers internal and external channels for submitting reports, which can also be used anonymously if desired. An overview of reporting channels is available on the Stadler website. They include a web-based portal, a dedicated e-mail address and special telephone numbers. There is a documented process that governs the receipt of reports, the verification and documentation of cases and the definition of appropriate measures. Employees receive regular information on how to use the channels, e.g. in classroom training sessions or at information points. This applies to all Stadler employees.
- Compliance reports are investigated by the local Compliance Officers or the Chief Compliance Officer, who are obliged to maintain confidentiality. Whistleblowers are protected from reprisals. Discriminatory behaviour such as dismissal, demotion or bullying is prohibited. If necessary, interim protection is provided, e.g. by means of coaching or by adapting duties. The identity of a reporting party is only disclosed if this is required by law or with the party's express consent. Findings are channelled into process improvements or any necessary training courses. All cases are documented.

***Data protection***
Stadler attaches great importance to handling personal data responsibly and to protecting the privacy of employees, customers and business partners. In order to comply with the relevant legal requirements, Stadler has implemented a Group data protection policy based on the Federal Act on Data Protection (FADP) and the European General Data Protection Regulation (GDPR). The aim is to ensure the transparent and secure processing of personal data.

Stadler's data protection organisation consists of the Group Data Protection Officer (Group DPO), who reports directly to the CEO, as well as the Local Data Protection Officers (Local DPOs) in the individual divisions. They are responsible for implementing the data protection programme and complying with local laws. External experts are also called in if necessary.

The data protection programme includes binding guidelines, training for employees and regular audits, as well as technical and organisational security measures. Stadler also applies infor-

mation security in accordance with ISO standards: the Group's corporate functions have been ISO 27001-certified since 2021, and this certification has also applied to other sites within the EU since 2024.

Stadler regularly reviews and updates its data protection processes. Breaches of data protection are systematically identified, evaluated and documented. The aim is to ensure the long-term protection of personal data and to strengthen the trust of all stakeholders.

### Performance indicators

| Reference | Corporate governance | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Corruption and bribery** | | | | | | |
| G1-3 | Percentage of functions-at-risk covered by training programmes | % | 91% | 99% | 98% | (1%) |
| Specific | Percentage of relevant employees with external contact who have been familiarised with anti-corruption policies and procedures | % | 97% | 99% | 99% | 0.0% |
| Specific | Percentage of members of the Board of Directors and Group Executive Board who have been familiarised with and trained in anti-corruption policies and procedures | % | 100% | 100% | 100% | 0.0% |
| Specific | Total number of business locations checked for corruption risks | Quantity | 42 | 44 | 44 | 0.0% |
| G1-4 | Total number of confirmed violations in the area of corruption or antitrust law by employees or agents | Quantity | 0 | 0 | 0 | 0.0% |
| G1-4 | Total number of confirmed incidents in which employees were dismissed or warned due to corruption | Quantity | 0 | 0 | 0 | 0.0% |
| G1-4 | Total number of confirmed incidents in which contracts with business partners were suspended or terminated due to corruption violations | Quantity | 0 | 0 | 0 | 0.0% |
| G1-4 | Total number of public law proceedings initiated against Stadler or its employees in the areas of corruption and competition law | Quantity | 0 | 0 | 0 | 0.0% |
| G1-4 | Amount of fines | CHF | 0 | 0 | 0 | 0.0% |
| G1-4 | Number of convictions | Quantity | 0 | 0 | 0 | 0.0% |
| **Data protection** | | | | | | |
| Specific | Total number of confirmed serious breaches of personal data protection | Quantity | 0 | 0 | 0 | 0.0% |

**Accounting principles**

Training courses on corruption and bribery concern employees with a managerial role, employees in purchasing, sales and approval and project managers. They receive a copy of the Code of Conduct at the start of their contract and and receive mandatory training every two years. The percentage refers to the employees assigned to training during the reporting period.

The percentage of employees who have been familiarised with the anti-corruption guidelines is based on control procedures from January and June 2025 and takes into account signed and correctly archived Codes of Conduct.

The total number of operating sites that were reviewed for corruption risks by the respective LCO and CCO as part of the group-wide annual risk analysis corresponds to the number of fully consolidated companies, with the exception of the new subsidiary in Portugal that was established at the end of 2025.

# Supply chain management

**Stadler is dependent on strong partnerships so that it can provide reliable rail vehicles and solutions. This makes suppliers a key success factor. The company endeavours to guarantee sustainable procurement and efficient supply chain management based on the same high standards that apply internally. This results in products that combine quality, safety, sustainability and respect for human rights. Reliable suppliers that are readily available and offer a high level of quality and innovative strength are essential in all of Stadler's business areas to ensure delivery capability and product quality for customers.**

### IRO table

| Topic | IRO | I / R / O | Description | Management |
|---|---|---|---|---|
| G1: Management of supplier relationships, including payment practices | Implementation of sustainability criteria in procurement | I (+) | Implementing ecological and social criteria in procurement, such as focusing on local sourcing, promotes global environmental and climate protection, equality, jobs, and social development at the location. | Structured ESG assessments, ESG audits and a focus on local sourcing |
| | Supply chain innovations through collaboration | O | Increased innovative strength through collaborative partnerships and joint development of technologies in the supply chain | «Railsponsible», individual collaborations on projects |
| | Dependencies in the supply chain | R | High concentration in the supplier market and reduced resilience of the supply chain with regard to long-term project agreements | Active supplier management, local supply chain |
| | Regulatory costs | R | Costs of complying with stricter legal regulations and standards | Monitoring of requirements |

### Targets

| Quantitative targets | Base year value | Current value | Target value | Target year |
|---|---|---|---|---|
| Signed codes of conduct for new suppliers | - | **95.6%** | 100% | 2026 |
| Development of a concept and training of the entire procurement organisation on the topic of sustainable procurement | 2025: new | **new** | 100% | 2028 |
| In-depth sustainability analysis is carried out for 100% of new suppliers with increased ESG risk | - | **94.7%** | 100% | Continuous |
| Increase in the annual number of ESG audits | 2025: new | **5** | ≥ 6 | Continuous |

| Qualitative targets | |
|---|---|
| Appropriate measures in every case of a confirmed human rights violation | Continuous |
| Focus on local sourcing | Continuous |

### Policies

Stadler organises its supply chain in a responsible and sustainable manner. This includes respecting human rights and protecting the environment along the entire value chain. As a global industrial company, Stadler is aware that its supply chains generally harbour higher ESG risks than the direct corporate environment due to regional, political and economic conditions.

Stadler's due diligence obligations are based on internationally recognised guidelines, including the OECD Guidelines for Multinational Enterprises, the UN Guiding Principles on Business and Human Rights, the ILO Core Labour Standards and regulatory requirements such as the German Supply Chain Due Diligence Act (LkSG) and the Swiss Ordinance on Due Diligence and Transparency (DDTrO). These standards form the basis for responsible supply chain management and the continuous development of internal systems.

Stadler pays particular attention to risk areas that are especially relevant to the rail industry and global supply chains. These include human rights risks in connection with child and forced labour, as well as risks along raw material supply chains, including potential conflict minerals. Stadler also considers environmental risks in the supply chain, for example in connection with environmental management practices, resource use and climate-related requirements.

To firmly establish the UN Guiding Principles within the organisation, Stadler has integrated the key requirements into internal OECD documents on the "Protection of human rights", "Supplier evaluation and supply chain", and the Code of Conduct for Business Partners. These guidelines form the basis for the protection and promotion of human rights within the company and along the entire supply chain. Several channels are available to employees who wish to report suspected cases of human rights violations. They can either inform their direct su-

periors, contact the management or the Chief Compliance Officer, or notify the compliance reporting centre, which offers both employees and external stakeholders the opportunity to anonymously report violations of laws or internal guidelines. Further information on the reporting centre can be found in the "Compliance, Ethics and Integrity" section. If Stadler becomes aware of a violation of human rights obligations within the company or in the supply chain, the company will take immediate action. The aim is to prevent violations, put an end to them or minimise their impact by introducing appropriate remedial measures.

*Code of Conduct for Business Partners*
Signing the Code of Conduct or an equivalent or stricter code is a fundamental requirement for working with Stadler. This ensures that Stadler's business partners assume their responsibilities on an economic, social, ethical and ecological level. The Code of Conduct is based on international standards such as the OECD Guidelines, the ILO Conventions and the ICESCR Pact, as well as on national and international laws. By signing the Code of Conduct, business partners undertake to comply with applicable laws and regulations on aspects including:

- Fair working conditions
- Safeguarding employee rights
- Prohibition of child and forced labour
- Equal opportunities and anti-discrimination
- Corruption, unfair competition and money laundering
- Environmental aspects
- Conflict minerals

By applying a Code of Conduct, Stadler is establishing a clear basis for tackling global challenges responsibly alongside its suppliers and business partners. All new suppliers must sign the Code of Conduct by 2026 at the latest. Violations of legal requirements or of the Code of Conduct are consistently penalised – Stadler applies a zero-tolerance policy in this regard. Stadler's guidelines protect and promote human rights within the company and along the entire supply chain. Business partners are also required to enforce these standards among their own suppliers.

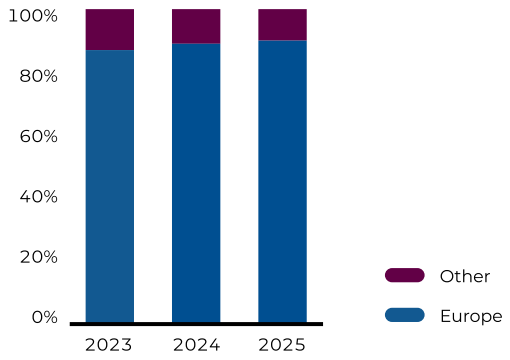
*Guidelines for responsible supply chains: "Prevent, Monitor, Act"*
In 2025, Stadler intensified its efforts to firmly establish sustainable principles within supply chain management. To do so, Stadler is guided by the following recognised principles for responsible supply chain management:

- *Responsible procurement:* ensuring sustainable and ethical supply practices along the entire value chain.
- *Risk management:* identifying, assessing and minimising environmental, social and ethical risks within the supply chain.
- *Transparency and traceability:* strengthening the traceability of materials and products to fulfil regulatory requirements.
- *Compliance with environmental and social standards:* promoting processes to conserve resources and the application of fair working conditions by suppliers.
- *Supplier responsibility:* obliging business partners to comply with the defined sustainability standards.
- *Continuous improvement:* supporting a sustainable supply chain by means of audits, training and close cooperation with suppliers.

*Organisation*
Stadler's supply chain management takes into account both sustainability risks and operational dependencies. Stadler pursues a strategic, holistic approach to managing its supplier relationships. Stadler's supply chain management is deliberately organised in a decentralised manner. Orders are mainly processed locally and independently in the relevant country, which means that responsibility for procurement lies directly with the plant responsible for the order. This decentralised organisation strengthens long-term, locally based partnerships and allows early identification and targeted management of potential risks with business partners. It also strengthens cooperation with regional suppliers, facilitates quality control thanks to physical proximity and helps to support the local economy. Stadler's global sustainability team is responsible for managing strategic initiatives and preparing Group guidelines. This includes the further development of supplier evaluation according to ESG criteria. In addition, the central team coordinates procurement data from the regions, ensures structured monitoring at Group level and monitors the efficient implementation of global requirements at individual sites. The aim is to guarantee operational resilience and to address social and environmental impacts responsibly throughout the supply chain.

*Supplier evaluation specification document (Supply Chain Policy)*
The global supplier management guideline stipulates which agreements, data and information must be available before a new supplier relationship can be entered into. At the same time, it governs the ESG supplier risk analysis and specifies in which cases measures such as ESG assessment questionnaires, action plans or audits are required. The guideline also sets out criteria for the possible suspension of supplier relationships, particularly in the event of breaches of social or environmental standards. This illustrates how Stadler is strengthening the sustainable management of its supply chain and increasing transparency and due diligence in the procurement process.

*Responsible and local procurement*
Social and ecological criteria play an important part in supplier selection. Stadler defines minimum requirements in supplier contracts, codes of conduct and purchasing guidelines. The results of these evaluations play a role in the decision-making process for the approval and categorisation of new suppliers. Risk-based sustainability aspects are taken into account alongside technical and economic criteria when selecting new suppliers. Local and certified suppliers are prioritised wherever possible in order to shorten supply routes, strengthen regional value creation and meet the requirements regarding the local value-added share. Stadler works with many small, locally based suppliers. Around 90 percent of the total procurement volume is processed with contractual partners from European countries.




Local sourcing (share of procurement volume)

*ESG supplier risk analysis*

The Group-wide ESG supplier risk analysis tool enables Stadler to systematically assess sustainability risks. Suppliers are analysed specifically to identify environmental, social and ethical risks. Since 2023, the supplier process has been adapted to the legal requirements of the German Supply Chain Due Diligence Act (LkSG) and the Swiss Ordinance on Due Diligence and Transparency (DDTrO) and implemented throughout the Group. Processes are constantly being enhanced to satisfy regulatory and customer-specific requirements.

The analysis is divided into two main steps:

- **Abstract risk analysis:** an abstract risk analysis is carried out for all new suppliers. The abstract risk of a supplier takes into account both country-specific and industry-specific risks. Stadler uses recognised data sources to assess human rights and environmental risks.
- **Specific risk analysis:** a specific risk analysis is performed if an increased abstract risk is identified for a supplier. The specific analysis is more detailed and includes the evaluation of a detailed questionnaire and further documentation from the supplier.

*Abstract ESG risk*

The supplier evaluation is based on 15 indicators:

Human rights risks

- *Children's Rights in the Workplace Index (UNICEF)*
- *End of Childhood Index (Save the Children)*
- *Freedom in the World (Freedom House)*
- *Global Slavery Index (Walk Free)*
- *Global Gender Gap Index (World Economic Forum)*
- *Minimum Wage Index (OECD)*
- *Global Rights Index (International Trade Union Confederation)*
- *Rule of Law Index (World Justice Project)*
- *Conflict-Affected and High-Risk Areas (TDi Sustainability)*
- *Study on human rights in the value chain (BMAS Germany)*

Environmental risks

- *Intensity of Mercury Emissions (UNEP)*
- *Mercury Imports (WITS)*
- *Intensity of Hazardous Waste (Eurostat)*
- *Global Waste Index (Sensoneo)*
- *Environmental Performance Index (Yale Center for Environmental Law and Policy & CIESIN)*

An aggregated score is calculated on the basis of the assessment of the individual indicators. This determines the abstract risk classification of the supplier. Suppliers are divided into five categories: no, low, medium, high or very high risk. If no risk or a low abstract risk is identified, the supplier is approved. In the abstract risk is higher (medium or above), a specific risk analysis is carried out.

Regardless of the result of the abstract risk analysis, a specific risk analysis must always be carried out for suppliers who deliver critical materials such as batteries or lighting components to Stadler.

*Specific ESG risk*

If a medium, high or very high risk is identified in the abstract risk analysis, the supplier must undergo a detailed risk assessment. In addition, a specific risk analysis is always carried out for suppliers of critical materials or if there is an increased risk of conflict minerals. The specific analysis includes an ESG questionnaire. Discussions may also be held with the supplier. The questionnaire covers key topics such as internal guidelines (e.g. the Code of Conduct), employee rights and working conditions, cooperation with social partners, protection of human rights, measures to prevent corruption and competition, conflict minerals and environmental standards. The results are evaluated by Stadler and summarised in the form of a specific risk score. If the results of the specific ESG risk assessment do not meet Stadler's criteria, a corrective action plan must be defined and implemented in association with the supplier. Stadler raises awareness among those suppliers with an increased risk and develops targeted measures with them. Suppliers subject to action plans are monitored by Stadler. Stadler also reserves the right to carry out an ESG audit for suppliers with an increased risk. The risk is reassessed based on the results of the ESG audit. If, after completion of the analysis, there is still evidence of a high or very high specific ESG risk and action plans are ineffective or inadequate, the business relationship with the supplier will be suspended or terminated. If demonstrable breaches are found, a supplier may be blocked immediately without an action plan.

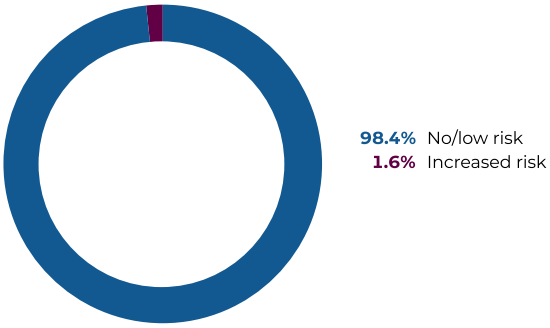
**Payment practices**

Stadler attaches great importance to fair and transparent payment practices towards all business partners. Observing agreed payment deadlines is part of responsible supplier management and is particularly important for the stability of small and medium-sized enterprises (SMEs) in the supply chain. During the reporting period, all the relevant key figures were collected and analysed in order to identify potential for optimisation at an early stage. To avoid payment delays, particularly for payments to small and medium-sized enterprises (SMEs), Stadler has set up internal processes to ensure that invoices are processed on time. Payment deadlines are regularly reviewed and adjusted in consultation with suppliers.

**Actions**

Stadler implements various measures to identify risks in the supply chain and to manage them in a responsible manner. This includes systematic ESG risk assessment of suppliers, in-depth specific risk analyses for suppliers with an increased risk and targeted ESG audits. Stadler also examines regulatory issues such as child labour and conflict minerals both in the supply chain and at its own sites.

Reliable and constructive cooperation with suppliers is of crucial importance to Stadler. Information is exchanged with suppliers using established quality, process and audit formats. ESG aspects are considered alongside technical and operational issues whenever they are relevant to the business relationship or identified risk areas. In-depth discussions take place with individual suppliers, for example in the course of ESG audits, on specific risk issues or as part of measures to reduce upstream Scope 3 emissions. Stadler strengthens the stability of its supply chains by building up long-term partnerships with key suppliers. Priority is given to local procurement wherever possible in order to shorten supply routes, minimise risks and meet the requirements regarding the local value-added share. Stadler also participates in industry initiatives that promote discussions on sustainability requirements and best practices.




Implementation and results of the ESG supplier risk analysis

The optimisation of the Group-wide ESG supplier risk assessment tool continued in 2025. The tool, which has been in use since 2023, allows a systematic and risk-based assessment of environmental, social and governance risks in the supply chain and forms the basis for prioritising in-depth audits.

The ESG risk assessment covers all new suppliers. It also concerns the majority of existing suppliers that exceeded an expenditure threshold of CHF 75,000 when the tool was introduced. In the reporting year, 1,077 new suppliers were registered in the ESG risk tool and fully assessed according to environmental and social criteria. ✔ The database comprises a total of 3,939 suppliers with an abstract ESG risk score. Based on this initial assessment, 63 suppliers (1.6%) with an increased abstract risk were identified since the introduction of the analyses and subjected to an in-depth specific risk analysis, which involved collecting detailed information on human rights, social, ethical and environmental practices.

The majority of suppliers with an increased abstract ESG risk were able to prove in the course of the specific risk analysis that they meet the ESG criteria defined by Stadler. However, an increased specific risk was confirmed for a small number of suppliers. These cases are examined and evaluated in detail to ensure that potential risks are addressed appropriately. In a certain number of individual cases, Stadler decided against working with potential new suppliers because their ESG risk was deemed too high. In principle, Stadler reserves the right to take appropriate steps to minimise risks if necessary – up to and including restricting or terminating the business relationship if risks cannot be adequately reduced.

There are no indications of child labour in the value chain for the reporting year. Stadler pays particular attention to child labour risks, both in the ESG risk assessment of suppliers and in internal site analyses. Stadler's sites are reviewed annually to identify potential risks in connection with child labour and young employees; again, there were no indications of violations. Stadler therefore remains exempt from the reporting obligation under the DDTrO in 2025.

*ESG audits*

Stadler introduced a structured programme for ESG supplier audits in 2025, thereby taking a step towards further strengthening sustainable supply chains. Five ESG audits were conducted in the reporting year. These audits were primarily carried out for suppliers with high purchasing volumes and critical components. ESG audits assess key environmental, social and governance aspects. A particular focus is placed on:

- Environmental aspects: environmental management, climate strategies, waste and water management
- Social aspects: occupational safety, working conditions, human and labour rights
- Governance aspects: prevention of corruption, business ethics, compliance structures and sustainability due diligence

If non-conformities are identified, this can lead to an upgrading of the supplier risk. A structured escalation and improvement process is then initiated to limit risks and encourage suppliers to make improvements. In the event of serious violations, Stadler may terminate the business relationship with the suppliers concerned. By introducing ESG audits, Stadler has established an additional measure to increase transparency about ESG risks and drive forward continuous improvements in the supply chain. The expansion of the audit programme will continue in 2026 in order to reinforce its integration into existing purchasing and risk management processes.

*Due diligence and transparency regarding conflict minerals*

In the 2025 reporting year, all sites involved in purchasing activities received comprehensive information on the risks associated with the import and processing of conflict minerals and metals. To identify potentially affected materials, the sites used data collection forms and customs tariff numbers in accordance with the Swiss DDTrO and EU Regulation 2017/821. The data collected was analysed centrally by the global sustainability team to ensure a uniform assessment throughout the

Group. The analysis showed that Stadler did not import any conflict minerals as defined by the relevant regulations in the reporting year. This is largely due to the performance of systematic customs tariff checks and the fact that Stadler mainly purchases semi-finished products rather than raw materials. As well as evaluating its own imports, Stadler checks which suppliers deliver critical materials with an increased risk of conflict minerals in the course of the ESG supplier risk analysis. A specific risk analysis is always carried out for these suppliers. Suppliers are required to complete an ESG questionnaire that includes questions regarding minerals from conflict regions with reference to Regulation (EU) 2017/821 & CO 964. The analysis did not reveal any specific risk in relation to conflict minerals among the suppliers evaluated. Stadler is therefore not subject to any reporting obligations in Switzerland for the 2025 reporting year. The results of these verifications were presented to the Board of Directors for inspection.

*Employee training*

In the reporting year, refresher training courses were held on the topic of ESG supplier risk analysis. The main focus was on purchasing and QEHS (quality, environment, health and safety). In addition, the Local Compliance Managers were informed about current human rights requirements and best practices during Group-wide training sessions. They will now transfer this knowledge to their individual companies and support the local implementation of due diligence obligations. An e-learning programme on human rights and fair supply chains for the whole Group was developed in the reporting year and will be rolled out successively from 2026. It teaches the basic principles of human rights due diligence obligations, legal requirements and key human rights issues such as child labour, forced labour and wage dumping. It is initially intended for employees in purchasing, HR and managers in roles with particular responsibility for due diligence.

*Dialogue with suppliers*

Reliable, constructive relationships with suppliers are of central importance to Stadler. Dialogue mainly takes place as part of existing quality, process and audit formats, such as system and process audits or initial sample inspections. ESG issues are addressed if they are relevant to the relationship or if risks are identified in particular areas. In-depth discussions are held with individual suppliers, for example in the course of ESG audits or if specific risks are identified. In addition, suppliers still have the possibility to use the whistleblower system in the event of potential breaches of the law. Stadler also involves selected suppliers in discussions on topics relating to climate targets and $CO_2$ reduction measures, particularly with regard to upstream Scope 3 emissions. Furthermore, Stadler is a member of the industry-wide Railsponsible initiative, which promotes sustainable procurement in the rail industry and advocates common climate, environmental and social standards.

*Digitalisation of supplier management*

Stadler is gradually working on the further development of digital solutions in supplier management. The aim is to create a harmonised and more efficient database in the long term. A digital platform has already been put into practice at some sites. It facilitates the structured recording and management of supplier-relevant information and lays the groundwork for its future application throughout the Group. The current focus is on the gradual standardisation of processes and the improvement of data quality and transparency. The harmonisation of systems, the standardisation of material classifications and the optimisation of digital data collection will make the supply chain more efficient and transparent in the long term.

## Performance indicators

| Reference | Partnership with suppliers | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| **Supply chain management** | | | | | | |
| Specific | Proportion of procurement volume with contractual partners from European countries | % | 86.5 | 89.4 | 90.2 | 0.8% |
| Specific | Percentage of procurement volume with contractual partners outside Europe | % | 13.5 | 10.6 | 9.8 | (0.8%) |
| Specific | Percentage of new suppliers who have signed the Stadler Code of Conduct for Business Partners | % | - | - | 95.6 | - |
| Specific | Number of ESG supplier audits conducted | Quantity | - | - | 5 | - |
| **ESG supplier risk analysis** | | | | | | |
| Specific | Number of suppliers analysed for ESG risks | Quantity | 2,559 | 2,862 | 3,939 | 37.6% |
| Specific | Percentage of suppliers with increased abstract risk | % | 0.8 | 1.5 | 1.6 | 0.1% |
| Specific | Percentage of suppliers with increased specific risk | % | - | < 0.1 | < 0.1 | 0.0% |
| **Terms of payment** | | | | | | |
| G1-6 | Average payment period for an invoice | Quantity | - | - | 25 | - |
| G1-6 | Percentage of payments made in accordance with the terms of payment | % | - | - | 80.6 | - |
| G1-6 | Number of pending court proceedings for late payment | Quantity | - | - | 0 | - |

**Accounting principles**

Supply chain management: the proportions of the procurement volume within and outside Europe are shown. This is based on spend data from the Global Procurement Office. Additionally, the table shows what percentage of newly registered suppliers signed the Stadler Code of Conduct for Business Partners. The percentage is based on control procedures carried out in January and June 2025 and takes into account signed and correctly archived codes of conduct. The indicator was collected for the first time in 2025. The number of ESG supplier audits carried out in the reporting year is also indicated; this measure was implemented for the first time in 2025.

ESG supplier risk analysis: the results of the ESG supplier risk analysis include both the abstract analysis of all the suppliers recorded in the system and in-depth specific risk analyses for suppliers with an increased risk. The data is based on Stadler's own ESG risk assessment tool, which is used throughout the Group. The figures show the total number of suppliers assessed, the proportion of suppliers with a high or low abstract risk. For suppliers subject to a specific ESG analysis, the proportions of suppliers with an increased specific risk and the proportion of suppliers with an increased concrete risk are shown.

Payment conditions: a representative sample was used to determine the average payment duration. The sample comprises 85 percent of all incoming invoices booked in the reporting year for all the main supplier groups. The average standard payment period for suppliers and business partners is 30 days net from the start of the contractually or legally defined payment period. This applies to around 50 percent of all invoices. In some countries, the agreed payment terms may vary, and are often in the range of 14 to 60 days.

# Quality, product safety and customer protection

**Stadler focuses on the safety of products and customers throughout the entire life cycle. As a provider of mobility solutions in rail transport, the company has a particular responsibility for the safety of passengers, employees, railway operators and passers-by. In order to keep the number of serious accidents down to zero, Stadler is continuously investing in modern train safety technologies and automatic train protection systems. Furthermore, reliable and innovative suppliers are crucial to ensure consistently high product quality and availability. Stadler's trackside and on-board signalling solutions make a significant contribution to safe and sustainable rail transport.**

### IRO table

| Topic | IRO | I / R / O | Description | Management |
|---|---|---|---|---|
| Quality, product safety and customer protection | Highest quality standards in public transport | I (+) | Ensuring full compliance with the highest safety standards in public transport | Reliable compliance with legal requirements and careful checks before the vehicles are used |
| | High product safety and quality improve brand perception | O | Improving brand perception and customer trust through high product safety and product quality | Regular exchange with suppliers and employees to ensure qualifications, professional maintenance of vehicles after the warranty expires, and development of proprietary technologies for signalling and collision warning |

### Targets

| Qualitative targets | Target year |
|---|---|
| No serious accidents due to technical failure with Stadler vehicles during regular operation | Continuous |
| Further development of train control and driver assistance systems to increase safety in rail transport | Continuous |

### Policies

Compliance with all safety-related customer requirements, legal regulations, standards and norms is a top priority and is non-negotiable for Stadler.

Stadler's understanding of safety forms the basis for the development and commissioning of all new rail vehicles. The company relies on consistent compliance with legal requirements, international standards and standardised processes throughout its operations – from the design stage until proof of product safety. Stadler products are manufactured in accordance with strict quality guidelines. Each vehicle is comprehensively tested before being put into commercial use and is only released once all the necessary approvals have been obtained. Standards taken into account cover the stability of car bodies, wheel sets and bogie frames, collision safety regulations and requirements for fire protection and electromagnetic compatibility. Stadler continuously integrates current and new standards into all its processes and manufactures vehicles and signalling technology that meet the latest requirements.

Stadler applies established safety procedures for the approval of new vehicles and signalling systems based on the legal requirements of the CSM RA (Common Safety Methods for Railway Applications) and the EN 50126 standard, which defines the requirements for reliability, availability, maintainability and safety (RAMS). These methods ensure a systematic risk analysis and safe design of vehicles and signalling technology. Stadler integrates comprehensive safety management processes that comply with international standards for the specification and verification of RAMS.

Stadler also takes other standards into account, including:

- ECM: amended Implementing Regulation 2019/77; this applies in all EU countries and Switzerland
- EN 50129:2018 Railway applications – Communication, signalling and processing systems – safety-related electronic systems for signalling
- International TSI requirements (Technical Specification for Interoperability): Stadler consistently implements these requirements in order to guarantee safety, which represents a key concern for passengers.

The responsibility for the safety of transport during operation lies with the vehicle operators, who must comply with national railway regulations.

Stadler's product safety is based on recognised certifications and standards, which are implemented at all sites by means of integrated management systems. These systems are certified according to ISO 9001 and IRIS. The consistent implementation of standardised quality and testing procedures, as well as measures to detect and prevent errors, guarantees maximum safety. It also includes the rapid identification and elimination of potential quality deviations. Stadler also maintains close dialogue with its suppliers to ensure that its rail vehicles meet the highest quality and safety requirements throughout the entire product life cycle. Further details can be found in the certification matrix (p. 51). The various components and system assemblies demonstrably comply with the applicable technical specifications, standards, legal requirements and the current state of the art.

*Integrated safety processes*
Stadler firmly integrates product safety and passenger protection into the entire value chain: from development and procurement, production and commissioning through to approval and maintenance. In the event of deviations in vehicles or systems, a clearly defined intervention process is initiated. This involves analysing and rectifying faults, reacting to safety-relevant events and communicating openly with customers. Stadler uses vehicle-specific risk analyses to ensure that all the necessary measures have been implemented to reduce potential risks.

As part of the commissioning and type tests carried out on its vehicles, Stadler provides all the necessary safety-relevant evidence in accordance with the order specification, which is then verified by independent bodies. Stadler emphasizes the importance of precise implementation of all process steps and compliance with the defined safety standards. These processes are an established part of the integrated management system and are subject to regular internal and external audits.

*Safety and quality guidelines at Stadler*
Stadler ensures that all employees have the necessary qualifications to carry out processes adequately. Maximum vehicle safety goes hand in hand with the consistent implementation of strict quality standards. An integrated management system, which is in place in most sites, ensures meeting the applicable requirements.

Stadler is also committed to quality, environmental and safety policies. This requires an active commitment to quality and product safety from all employees, suppliers and contractors. As part of its safety policy, Stadler expects all the parties involved to contribute to the production of flawless products on their own responsibility. This allows Stadler to keep up with constantly changing customer expectations and requirements. Every plant and every site is responsible for product safety. This ensures that national requirements are taken into account and that any necessary actions are taken in line with local conditions, thereby guaranteeing product safety at all times. A safety officer appointed at each development site is responsible for safe development, documentation and verification. This role is often assigned to Safety Management. At sites where vehicle maintenance is carried out, a corresponding function is designated in accordance with the ECM (Entity in Charge of Maintenance).

**Actions**
Safe rail transport strengthens confidence in public transport. By taking proactive measures to prevent personal injury and other incidents, Stadler protects its reputation and avoids official sanctions and legal consequences.

*Awareness-raising and training*
Stadler is committed to raising awareness of safety issues by organising regular internal training and issuing practical instructions. Stadler also ensures that all safety requirements are implemented correctly. In addition, the company encourages open and constructive dialogue with employees and business partners in order to continuously guarantee compliance with safety standards and quality specifications.

*Continuous monitoring*
In the Service business, Stadler attaches great importance to preventive and corrective maintenance of rail vehicles after the warranty expires. By using technology-driven systems for continuous operational monitoring (Rail Data Services), potential risks can be detected at an early stage and rectified in a targeted manner.

*Technologies for safe and comfortable travelling*
Stadler continuously monitors market trends and integrates new technologies into its products in order to increase the operational and functional safety of its vehicles and to meet the high demands for safe, robust products. Stadler is continuously improving safety in rail transport with in-house signalling and collision warning technologies. As well as offering proven trackside and on-board automatic train protection systems, Stadler has developed its own collision warning system in recent years. This feature is integrated into the driver assistance system and provides early warning of potential dangers. The system can apply preventive vehicle braking as the basis for automated train control. This significantly improves passenger safety, especially in urban transport. The plan is to equip all Stadler trams with this technology over the next few years. In addition to safety, Stadler attaches great importance to comfort: ergonomic seats, air conditioning, pleasant lighting concepts and step-free boarding and facilitates access between the platform and the vehicle for all travellers, while the installation of ramps instead of steps inside vehicles makes it easier for passengers to move between individual coaches. Comfortable vehicles and a pleasant travelling experience increase the attractiveness of rail transport. This is confirmed by the various design awards received by Stadler for its vehicles: in the reporting year, the RS Zero won the Baden-Württemberg Design Award with Focus Gold and the Brandenburg Design Award, while the Arlanda Express was chosen for the “New Cabin of the Year” award.

*Process innovation and international partnerships*
To optimise its in-house processes and products, Stadler analyses safety-related incidents worldwide and maintains dialogue with national approval bodies and regulatory authorities such as the Federal Office of Transport (FOT), the Federal Railway Authority (EBA) and the European Railway Agency (ERA). Stadler employees are also involved in specialist committees for the further development of standards and regulations, thereby making an active contribution to increasing safety in rail transport and participating in the Railsponsible industry initiative for the sustainable rail transport of the future. Stadler is striving to make rail transport even safer thanks to continuous product and process improvements.

**Performance indicators**

In 2025, there were no serious accidents due to technical failures involving Stadler vehicles in regular operation.

| Reference | Accidents | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| Specific | Major accidents | Quantity | 0 | 0 | 0 | 0.0% |

Starting in 2025, eight new narrow-gauge multiple units from Stadler will operate in regular service on the world-famous, picturesque Centovalli Railway line. The electric trains connect Switzerland with northern Italy, making an important contribution to sustainable and environmentally friendly transport.

# APPENDIX

## GRI & ESRS Index

The index refers to the ESRS version published in the Official Journal of the European Union on 22 December 2023.

| ESRS disclosure requirement | GRI disclosure | Reference | Chapter / Paragraph | Notes / Omissions |
|---|---|---|---|---|
| **ESRS 2 – General disclosures** | | | | |
| BP-1 – General basis for preparation of sustainability statements | 2 – 2 Entities included in the organisation's sustainability reporting<br>2 – 3 Reporting period, frequency and contact point<br>2 – 5 External assurance | p. 47<br>p. 211 - 212 | General basis for preparation of sustainability statements<br>List of investments | |
| BP-2 – Disclosures in relation to specific circumstances | 2 – 4 Restatements of information | p. 47<br>p. 49 | Disclosures in relation to specific circumstances<br>Information disclosed in this report | |
| GOV-1 – The role of the administrative, management and supervisory bodies | 2 – 9 Governance structure and composition<br>2 – 10 Nomination and selection of the highest governance body<br>2 – 11 Chair of the highest governance body<br>2 – 12 Role of the highest governance body in overseeing the management of impacts<br>2 – 13 Delegation of responsibility for managing impacts<br>2 – 15 Conflicts of interest<br>2 – 16 Communication of critical concerns<br>2 – 17 Collective knowledge of the highest governance body<br>2 – 18 Evaluation of the performance of the highest governance body | p. 52 - 53<br>p. 53<br>p. 53<br>p. 143 - 144<br>p. 146 - 154<br>p. 155 - 160 | Board of Directors<br>Audit Committee<br>Executive Board<br>Corporate Governance<br>Stadler Board of Directors<br>Stadler's Group Executive Board | |
| GOV-2 – Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies | | p. 52 - 53<br>p. 53<br>p. 61<br>p. 152 - 154 | Board of Directors<br>Executive Board<br>Key impacts, risks and opportunities at a glance<br>Stadler Board of Directors | |
| GOV-3 - Integration of sustainability-related performance in incentive schemes | 2 – 19 Remuneration policies | p. 53 | Remuneration | |
| GOV-4 - Statement on due diligence | 2 – 23 Policy commitments<br>2 – 24 Embedding policy commitments | p. 54 | Statement on due diligence | |
| GOV-5 - Risk management and internal controls over sustainability reporting | 2 – 14 Role of the highest governance body in sustainability reporting | p. 54 | Risk management and internal controls over sustainability reporting | |
| SBM-1 – Strategy, business model and value chain | 2 – 1 Organisational details<br>2 – 6 Activities, value chain and other business relationships<br>2 – 28 Membership associations | p. 49 - 51<br>p. 55 - 58 | Company profile<br>Integrated sustainability strategy | |
| SBM-2 – Interests and views of stakeholders | 2 – 29 Approach to stakeholder engagement | p. 59 | Interests and views of stakeholders | |
| SBM-3 - Material impacts, risks and opportunities and their interaction with strategy and business model | 3 – 3 Management of material topics | p. 55 - 58<br>p. 61 | Integrated sustainability strategy<br>Key impacts, risks and opportunities at a glance | Application of the transitional provisions pursuant to ESRS 1, Appendix C: Omission of disclosures |
| IRO-1 - Description of the process to identify and assess material impacts, risks and opportunities | 3 – 1 Process to determine material topics<br>3 – 2 List of material topics | p. 60 | Materiality assessment | |
| IRO-2 – Disclosure requirements in ESRS covered by the undertaking's sustainability statement | | p. 48 | Information disclosed in this report | |
| **ESRS E1 – Climate change** | | | | |
| ESRS 2 GOV-3 Integration of sustainability-related performance in incentive schemes | | p. 53 | Remuneration | |

| | | | | |
|---|---|---|---|---|
| E1-1 – Transition plan for climate change mitigation | 305 – 5 Reduction of GHG emissions<br>302 – 4 Reduction of energy consumption | p. 62 - 65 | Transition plan for climate change mitigation | |
| ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model | | p. 55 -58<br>p. 62<br>p. 73 - 76<br>p. 76 - 78 | Integrated sustainability strategy<br>IRO-Table<br>Risk management<br>Strategy | |
| ESRS 2 IRO-1 – Description of the processes to identify and assess material climate-related impacts, risks and opportunities | | p. 60<br>p. 73 - 77 | Materiality assessment<br>Risk management | |
| E1-2 – Policies related to climate change mitigation and adaptation | | p. 66 | Policies | «Adaptation to climate change» not material; disclosure is provided solely in relation to Art. 964a ff. OR |
| E1-3 – Actions and resources in relation to climate change policies | | p. 66 - 69 | Actions | «Adaptation to climate change» not material; disclosure is provided solely in relation to Art. 964a ff. OR |
| E1-4 – Targets related to climate change mitigation and adaptation | | p. 65 | Targets | «Adaptation to climate change» not material; disclosure is provided solely in relation to Art. 964a ff. OR |
| E1-5 – Energy consumption and mix | 302 – 1 Energy consumption within the organisation<br>302 – 3 Energy intensity<br>302 – 4 Reduction of energy consumption | p. 72 | Metrics | |
| E1-6 – Gross Scopes 1, 2, 3 and Total GHG emissions | 305 – 1 Direct (Scope 1) GHG emissions<br>305 – 2 Energy indirect (Scope 2) GHG emissions<br>305 – 3 Other indirect (Scope 3) GHG emissions<br>305 – 4 GHG emissions intensity<br>305 – 5 Reduction of GHG emissions | p. 69 - 71 | Metrics | |
| E1-7 – GHG removals and GHG mitigation projects financed through carbon credits | | p. 66 | Policies | |
| E1-8 – Internal carbon pricing | | p. 66 | Policies | |
| E1-9 – Anticipated financial effects from material physical and transition risks and potential climate-related opportunities | | - | - | Application of the transitional provisions pursuant to ESRS 1, Appendix C: Omission of disclosures |
| **ESRS E2 – Pollution** | | | | |
| ESRS 2 IRO-1 – Description of the processes to identify and assess material pollution-related impacts, risks and opportunities | | p. 60<br>p. 85 | Materiality assessment<br>IRO-Table | |
| E2-1 – Policies related to pollution | | p. 85 - 86<br>p. 86 | Targets<br>Policies | «Water pollution» and «Soil pollution» not material; therefore disclosure only in relation to «Air pollution» |
| E2-2 – Actions and resources related to pollution | | p. 85 - 86 | Actions | |
| E2-3 – Targets related to pollution | | p. 85 - 86 | Targets | |
| E2-4 – Pollution of air, water and soil | 305 – 7 Nitrogen oxides (NOx), sulphur oxides (SOx), and other significant air emissions | p. 87 | Metrics | |
| E2-5 – Substances of concern and substances of very high concern | | - | - | «Substances of concern» not material; therefore omitted |
| E2-6 – Anticipated financial effects from pollution-related impacts, risks and opportunities | | - | - | Application of the transitional provisions pursuant to ESRS 1, Appendix C: Omission of disclosures |
| **ESRS E5 – Resource use and circular economy** | | | | |
| ESRS 2 IRO-1 – Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities | | p. 60<br>p. 88 - 89 | Materiality assessment<br>Process to assess material impacts, risks and opportunities | |
| E5-1 – Policies related to resource use and circular economy | | p. 90 - 91 | Policies | |

| | | | | |
|---|---|---|---|---|
| E5-2 – Actions and resources related to resource use and circular economy | | p. 91 - 92 | Actions | |
| E5-3 – Targets related to resource use and circular economy | | p. 89 - 90 | Targets | |
| E5-4 – Resource inflows | 301 – 1 Materials used by weight or volume<br>301 – 2 Recycled input materials used | p. 92 | Metrics | |
| E5-5 – Resource outflows | 306 – 1 Waste generation and significant waste-related impacts<br>306 – 2 Management of significant waste-related impacts<br>306 – 3 Waste generated<br>306 – 4 Waste diverted from disposal<br>306 – 5 Waste directed to disposal | p. 92 - 94 | Metrics | |
| E5-6 – Anticipated financial effects from resource use and circular economy-related impacts, risks and opportunities | | - | - | Application of the transitional provisions pursuant to ESRS 1, Appendix C: Omission of disclosures |
| **ESRS S1 – Own workforce** | | | | |
| ESRS 2 SBM-2 – Interests and views of stakeholders | | p. 59<br>p. 96 | Interests and views of stakeholders<br>Process to involve employees | |
| ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model | | p. 55 - 58<br>p. 97 - 98 | Integrated sustainability strategy<br>IRO-Table | |
| S1-1 – Policies related to own workforce | 403 – 1 Occupational health and safety management system<br>403 – 2 Hazard identification, risk assessment, and incident investigation<br>403 – 3 Occupational health services<br>403 – 7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships<br>408 – 1 Operations and suppliers at significant risk for incidents of child labour<br>409 – 1 Operations and suppliers at significant risk for incidents of forced or compulsory labour | p. 97 - 98<br>p. 100 - 102<br>p. 104<br>p. 107<br>p. 111 | Policies, targets and actions<br>Policies<br>Policies<br>Policies<br>Policies | |
| S1-2 – Processes for engaging with own workforce and workers' representatives about impacts | 403 – 4 Worker participation, consultation, and communication on occupational health and safety | S. 98 | Process to involve employees | |
| S1-3 – Processes to remediate negative impacts and channels for own workforce to raise concerns | 2 – 25 Processes to remediate negative impacts<br>2 – 26 Mechanisms for seeking advice and raising concerns | p. 98 - 99<br>p. 116 | Process to remedy negative effects | |
| S1-4 – Taking action on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions | 403 – 2 Hazard identification, risk assessment, and incident investigation<br>403 – 4 Worker participation, consultation, and communication on occupational health and safety<br>403 – 5 Worker training on occupational health and safety<br>403 – 6 Promotion of worker health<br>403 – 7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships | p. 97 - 98<br>p. 101<br>p. 104 - 105<br>p. 107 - 108<br>p. 111 - 112 | Policies, targets and actions<br>Actions<br>Actions<br>Actions<br>Actions | |
| S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities | | p. 97 - 98<br>p. 100<br>p. 104<br>p. 107<br>p. 111 | Policies, targets and actions<br>Targets<br>Targets<br>Targets<br>Targets | |
| S1-6 – Characteristics of the undertaking's employees | 2 – 7 Employees<br>401 – 1 New employee hires and employee turnover | p. 102 - 103<br>p. 109 - 110 | Metrics<br>Metrics | |
| S1-7 – Characteristics of non-employees in the undertaking's own workforce | 2 – 8 Workers who are not employees | p. 102 - 103 | Metrics | |
| S1-8 – Collective bargaining coverage and social dialogue | 2 – 30 Collective bargaining agreements | p. 102 - 103 | | |
| S1-9 – Diversity metrics | 405 – 1 Diversity of governance bodies and employees | p. 109 - 110 | Metrics | |
| S1-10 – Adequate wages | | p. 101 | Policies | |

| | | | | |
|---|---|---|---|---|
| S1-11 – Social protection | | - | - | Application of the transitional provisions pursuant to ESRS 1, Appendix C: Omission of disclosures |
| S1-12– Persons with disabilities | | p. 110 | Metrics | |
| S1-13 – Training and skills development metrics | 404 – 1 Average hours of training per year per employee<br>404 – 2 Programs for upgrading employee skills and transition assistance programs | p. 106 | Metrics | |
| S1-14 – Health and safety metrics | 403 – 8 Workers covered by an occupational health and safety management system<br>403 – 9 Work-related injuries<br>403 – 10 Work-related ill health | p. 113 | Metrics | |
| S1-15 – Work-life balance metrics | | p. 110 | Metrics | |
| S1-16 – Remuneration metrics (pay gap and total remuneration) | 2 – 21 Annual total compensation ratio | p. 110 | Metrics | |
| S1-17 – Incidents, complaints and severe human rights impacts | 406 – 1 Incidents of discrimination and corrective actions taken | p. 103 | Metrics | |
| **ESRS G1 – Business conduct** | | | | |
| ESRS 2 GOV-1 – The role of the administrative, supervisory and management bodies | | p. 52 - 53<br>p. 53<br>p. 53<br>p. 143 - 144<br>p. 146 - 154<br>p. 155 - 160 | Board of Directors<br>Audit Committee<br>Executive Board<br>Corporate Governance<br>Stadler Board of Directors<br>Stadler's Group Executive Board | |
| ESRS 2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities | | p. 60 | Materiality assessment | |
| G1-1– Business conduct policies and corporate culture | 2 – 27 Compliance with laws and regulations | p. 114 - 116<br>p. 116<br>p. 116<br>p. 116 - 117 | Policies and actions<br>Corruption and bribery<br>Whistleblower protection<br>Data protection | |
| G1-2 – Management of relationships with suppliers | 308 – 1 New suppliers that were screened using environmental criteria<br>308 – 2 Negative environmental impacts in the supply chain and actions taken<br>408 – 1 Operations and suppliers at significant risk for incidents of child labour<br>409 – 1 Operations and suppliers at significant risk for incidents of forced or compulsory labour<br>414 – 1 New suppliers that were screened using social criteria<br>414 – 2 Negative social impacts in the supply chain and actions taken | p. 118 - 120<br>p. 120<br>p. 121 - 122<br>p. 123 | Policies<br>Payment practices<br>Actions<br>Metrics | |
| G1-3 – Prevention and detection of corruption and bribery | 205 – 2 Communication and training about anti-corruption policies and procedures | p. 114 - 116<br>p. 116<br>p. 117 | Policies and actions<br>Corruption and bribery<br>Metrics | |
| G1-4 – Incidents of corruption or bribery | 205 – 1 Operations assessed for risks related to corruption<br>205 – 3 Confirmed incidents of corruption and actions taken<br>206 – 1 Legal actions for anti-competitive behaviour, anti-trust, and monopoly practices<br>418 – 1 Substantiated complaints concerning breaches of customer privacy and losses of customer data | p. 117 | Metrics | |
| G1-5 – Political influence and lobbying activities | | - | - | «Political influence and lobbying activities» not material; therefore omitted. |
| G1-6 – Payment practices | 204 – 1 Proportion of spending on local suppliers | p. 120<br>p. 123 | Payment practices<br>Metrics | |

| Voluntary disclosure | GRI disclosure | Reference | Chapter / Paragraph | Notes / Omissions |
|---|---|---|---|---|
| **Specific: Product and customer safety** | | | | |
| Concepts related to product and customer safety | 416 – 1 Assessment of the health and safety impacts of product and service categories | p. 124-125 | Policies | Company-specific aspect; voluntary disclosure |
| Actions related to product and customer safety | | p. 125 | Actions | Company-specific aspect; voluntary disclosure |
| Targets related to product and customer safety | | p. 124 | Targets | Company-specific aspect; voluntary disclosure |
| Metrics related to product and customer safety | 416 – 2 Incidents of non-compliance concerning the health and safety impacts of products and services | p. 126 | Metrics | Company-specific aspect; voluntary disclosure |
| **Zusätzliche Informationen für die Stakeholder** | | | | |
| Management of impacts, risks and opportunities related to water | | p. 134 | Water | «Water» not material; disclosure is voluntary |
| Management of impacts, risks and opportunities related to biodiversity | | p. 134 | Biodiversity | «Biodiversity» not material; disclosure is voluntary |

# CO reference Index

This Sustainability Report covers reporting on non-financial matters in accordance with the Swiss Code of Obligations. The table below shows the allocation of Stadler's material topics to non-financial matters. These contents are subject to the approval of the Board of Directors and the General Meeting.

Stadler's business model (requirement pursuant to Swiss Code of Obligations (CO), Art. 964b, para. 2, item 1) is covered in the Company profile section. Reporting on climate-related matters (in accordance with CO Art. 964a-c) can be found in the chapter "Climate change" to this report and is based on the recommendations of the Task Force on Climate-Related Financial Disclo sures (TCFD). Finally, the areas of conflict minerals and due diligence (in accordance with CO Art. 946j-l) are reported in the chapter "Supply chain management".

| Non-financial matters in accordance with Art. 964b CO | Chapters in this report |
|---|---|
| Environmental issues | Climate change |
| | Environmental pollution |
| | Resource use and circular economy |
| Social issues | Own workforce |
| | Working at Stadler |
| | Compliance, ethics and integrity |
| | Supply chain management |
| | Quality, safety, customers |
| Employee issues | Own workforce |
| | Working at Stadler |
| | Training and development of expertise |
| | Equal treatment and equal opportunities |
| | Health and safety |
| Respect for human rights | Own workforce |
| | Working at Stadler |
| | Supply chain management |
| Combating corruption | Compliance, ethics and integrity |

# Additional information for stakeholders

**Water**

Stadler monitors water consumption at all production sites as part of its ISO 14001-certified environmental management system. Environmental impact assessments are conducted on a regular basis and include the identification and assessment of risks related to water consumption, water quality and local water availability. Based on these assessments, site-specific water protection plans are implemented and appropriate control measures are applied. Stadler has not identified any material water-related impacts, risks or opportunities, but continues to monitor local developments and applicable regulatory requirements.

In 2025, water consumption rose by a good third in relation to the previous year. The proportion of water sources remained virtually constant. Around two thirds (67%) of the water used comes from groundwater resources. The other third is surface water (29%) and seawater (4%).
Most sites are not affected by water scarcity.

| Reference | Water consumption | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| Specific | Water consumption | $m^3$ | - | 200,809 | 274,287 | 36.6% |
| Specific | Percentage of groundwater | % | - | 67 | 67 | 0.0% |
| Specific | Percentage of surface water | % | - | 28 | 29 | 1.0% |
| Specific | Percentage of seawater | % | - | 5 | 4 | (1.0%) |

**Biodiversity**

Biodiversity is not a material topic for Stadler identified in the materiality analysis, but it is systematically taken into account as part of the ISO 14001-certified environmental management system. Potential impacts on local ecosystems, sensitive habitats and species are identified in the course of regular environmental impact assessments and are minimised by means of appropriate actions. In all construction and expansion projects, or whenever there are any significant operational changes, Stadler ensures that the relevant environmental regulations are complied with and that disturbance to natural habitats is avoided wherever possible. Some sites also maintain green spaces or preserve existing vegetation structures to promote local biodiversity.

The entire plant site covers an area of 277.5 hectares. This figure has increased by a good quarter compared to the previous year. Green spaces account for around one eighth of the total area. As data on green spaces and sealed areas for 2024 is unavailable, the year-on-year change cannot be disclosed. The area of vegetated roofs was increased in 2025. It now totals 15,655 square metres (+8% compared to the previous year). Vegetated roofs create valuable ecological niches by providing alternative habitats for specialist plants and insects. They also have a positive impact on water retention and temperature regulation, preventing excessive dryness, heat and cold.

| Reference | Biodiversity | Unit | 2023 | 2024 | 2025 | Δ% |
|---|---|---|---|---|---|---|
| Specific | Land use | $m^2$ | - | 2,188,193 | 2,775,281 | 26.8% |
| Specific | Proportion of sealed area | % | - | - | 87.6 | - |
| Specific | Proportion of green space | % | - | - | 12.4 | - |

# Assurance statement

KPMG

## Independent limited assurance report on selected Sustainability Information of Stadler Rail AG

**To the Board of Directors of Stadler Rail AG, Bussnang**

We have undertaken a limited assurance engagement on Stadler Rail AG's (hereinafter "Stadler") and its subsidiaries (the Group) following selected Sustainability Information in the Sustainability Statement for the year 2025 (hereinafter "Sustainability Information").

Our limited assurance on selected Sustainability Information consists of key performance indicators in the areas «Energy consumption and energy mix», «GHG emissions», «Occupational health and safety», «Corruption and bribery» and «Supplier Assessment» for the year 2025, which are marked with a checkmark in the Sustainability Statement.

### Our Limited Assurance Conclusion

Based on the procedures we have performed as described under the *'Summary of the work we performed as the basis for our assurance conclusion'* and the evidence we have obtained, nothing has come to our attention that causes us to believe that the selected Sustainability Information in the areas «Energy consumption and energy mix», «GHG emissions», «Occupational health and safety», «Corruption and bribery» and «Supplier Assessment» for the year 2025 is not prepared, in all material respects, in accordance with the Sustainability Reporting Criteria.

Our assurance report and our assurance conclusion regarding the selected sustainability information do not extend to other information relating to prior reporting periods or to forward-looking information that accompanies or includes the Sustainability Information, nor do they extend to any other information included in the Sustainability Statement, the Financial Report or the Annual Report, or to any information linked from these reports.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

### Understanding how Stadler has Prepared the Sustainability Information

The European Sustainability Reporting Standards (ESRS) and entity specific criteria have been used as criteria references for the Sustainability Information.

For the Sustainability Information in the area of «Supplier Assessment» the criteria as disclosed in the Sustainability Statement on p.121ff. were applied. For entity specific Sustainability Information in the areas «Occupational health and safety» and «Corruption and bribery» the criteria as disclosed in the Sustainability Statement on p.113 and p.117 were applied.

Consequently, the Sustainability Information needs to be read and understood together with the criteria.

### Inherent Limitations in Preparing the Sustainability Information

Due to the inherent limitations of any internal control structure, it is possible that errors or irregularities may occur in disclosures of the Sustainability Information and not be detected. Our engagement is not designed to detect all internal control weaknesses in the preparation of the Sustainability Information because the engagement was not performed on a continuous basis throughout the period and the audit procedures performed were on a test basis.

The accuracy and completeness of selected sustainability information, including the quantification of greenhouse gas emissions, are subject to inherent limitations due to their nature and the methods used to determine, calculate, and estimate these data. In addition, the quantification of sustainability information is associated with inherent uncertainty, as scientific knowledge regarding the factors underlying emission factors and the values required, for example, to combine the emissions of different gases, is incomplete.

**Stadler's Responsibilities**

The Board of Directors of Stadler is responsible for:

- selecting or establishing suitable criteria for preparing the Sustainability Information, taking into account applicable law and regulations related to reporting the Sustainability Information;
- the preparation of the Sustainability Information in accordance with the criteria
- designing, implementing and maintaining internal control over information relevant to the preparation of the Sustainability Information that is free from material misstatement, whether due to fraud or error.

**Our Responsibilities**

We are responsible for:

- planning and performing the engagement to obtain limited assurance about whether the Sustainability Information is free from material misstatement, whether due to fraud or error;
- forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- reporting our independent conclusion to the Board of Directors of Stadler Rail AG.

As we are engaged to form an independent conclusion on the Sustainability Information as prepared by the Board of Directors, we are not permitted to be involved in the preparation of the Sustainability Information as doing so may compromise our independence.

**Professional Standards Applied**

We performed a limited assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised) *Assurance Engagements other than Audits or Reviews of Historical Financial Information (ISAE 3000)* issued by the International Auditing and Assurance Standards Board (IAASB).

**Our Independence and Quality Control**

We have complied with the independence and other ethical requirements of the *International Code of Ethics for Professional Accountants (including International Independence Standards)* issued by the International Ethics Standards Board for Accountants (IESBA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality, and professional behavior.

Our firm applies ISQM 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Our work was carried out by an independent and multidisciplinary team including assurance practitioners and sustainability experts. We remain solely responsible for our assurance conclusion

**Summary of the Work we Performed as the Basis for our Assurance Conclusion**

We are required to plan and perform our work to address the areas where we have identified that a material misstatement of the Sustainability Information is likely to arise. The procedures we performed were based on our professional judgment. Carrying out our limited assurance engagement on the Sustainability Information included, among others:

- assessment of the design and implementation of systems, processes and internal controls for determining, processing and monitoring sustainability performance data, including the consolidation of data;
- inquiries of employees responsible for the determination and consolidation as well as the implementation of internal control procedures regarding the selected disclosures;
- inspection of selected internal and external documents to determine whether quantitative and qualitative information is supported by sufficient evidence and presented in an accurate and balanced manner;
- assessment of the data collection, validation and reporting processes as well as the reliability of the reported data on a test basis and through testing of selected calculations;
- analytical assessment of the data and trends of the quantitative disclosures included in the scope of the limited assurance engagement;
- assessment of the consistency of the disclosures applicable to Stadler with the other disclosures and key figures and of the overall presentation of the disclosures through critical reading of the Sustainability Statement 2025.

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 we performed a reasonable assurance engagement.

KPMG AG

Toni Wattenhofer
Licensed Audit Expert

Silvan Jurt
Licensed Audit Expert

Zurich, 17 March 2026

KPMG AG, Badenerstrasse 172, CH-8036 Zürich


Subway


# CORPORATE GOVERNANCE

# The management and control of Stadler Rail AG meet internationally recognised standards, even at the highest corporate level.

The principles and rules of corporate governance at Stadler are laid down in numerous documents, in particular the Articles of Association, the Organisational Regulations and the Regulations of the Board of Directors' Committees. In terms of content and structure, in this report Stadler follows the Directive on information relating to Corporate Governance (DCG) published by SIX Exchange Regulation AG and the associated guidelines. Unless otherwise stated, all figures refer to 31 December 2025. Information is continuously updated at https://www.stadlerrail.com/en/investor-relations. The Articles of Association of Stadler Rail AG, to which reference is made regularly throughout this report, are available at https://www.stadlerrail.com/en/downloads. Reference is in some cases made to the financial section of this Annual Report. The Remuneration Report is shown starting on page 165.

## 1 Group structure and shareholders

### Group structure

Stadler Rail AG is a company incorporated under Swiss law headquartered in Bussnang. The shares of the company are listed on the SIX Swiss Exchange (security number 217818, ISIN CH0002178181, security symbol SRAIL). The market capitalisation as at 31 December 2025 stood at CHF 2020 million.

As at 31 December 2025, the Group Executive Board consisted of the Group CEO and ten other members who report directly to the Group CEO. Cross-group functions include the Heads of Finance, Sales, the General Secretariat, IT, Legal/Compliance and Communications. Eight Executive Vice Presidents (EVPs) are currently responsible for the economic performance and operational management of the Service, Signalling and Components divisions and the geographical regions Switzerland, Germany, Spain, Central Europe and North America. Subsidiaries are established for legal, commercial and financial reasons.

As at 31 December 2025, the Stadler Group comprised 48 companies worldwide (fully consolidated: 45 companies; consolidated at equity: 3 companies). An overview of Group companies, including the company name, registered office and share capital, as well as the percentage of shares held by the Stadler Group, is shown on pages 210 to 212. The management organisation of the Stadler Group is independent of the legal structure of the Group and of the individual companies.

### Significant shareholders

As at 31 December 2025, Stadler was aware that the following shareholders held 3 percent or more of all voting rights of the company:

PCS Holding AG, Frauenfeld, Switzerland, and Peter Spuhler, Warth-Weiningen: 42.3 percent (30.7 percent indirectly via PCS Holding, 11.6 percent directly); UBS Fund Management (Switzerland) AG: 3.2 percent.

All notifications from shareholders holding 3 percent or more of all voting rights in the company were reported to the Disclosure Office of the SIX Swiss Exchange pursuant to Article 120 of the Financial Market Infrastructure Act (FinMIA) and published on its electronic publication platform. They can be viewed via the search function at https://www.ser-ag.com/en/resources/notifications- market-participants/significant-shareholders.html#/.

As at 31 December 2025, Stadler Rail AG held 3,973 treasury shares.

### Cross-investments

Stadler is not aware of any cross-investments in which the capital or voting shareholdings on either side exceed a threshold of 5 percent.

## 2 Capital structure

### Share capital

As at 31 December 2025, the share capital of Stadler Rail AG amounted to CHF 20,000,000 and was divided into 100,000,000 fully paid-up registered shares with a nominal value of CHF 0.20 each. The shares are listed on the SIX Swiss Exchange (security number 217818, ISIN CH0002178181, security symbol SRAIL).

### Capital band

In accordance with Article 5 of the Articles of Association, Stadler Rail AG has a capital band of between CHF 19 million (lower limit) and CHF 22 million (upper limit). Within the scope of the capital band, the Board of Directors is authorised to increase or reduce the share capital once or several times by any amount, or to acquire or sell shares directly or indirectly, until 11 May 2026 or the earlier expiry of the capital band. The capital increase or reduction may be effected by issuing up to 10,000,000 fully paid-up registered shares with a nominal value of CHF 0.20 each, or by cancelling up to 5,000,000 registered shares with a nominal value of CHF 0.20 each, or by increasing or reducing the nominal values of the existing registered shares within the scope of the capital band.

The subscription and acquisition of the new registered shares and every subsequent transfer of these registered shares shall be subject to the transfer restrictions pursuant to Article 6 of the Articles of Association. The Board of Directors shall determine the number of shares, the issue price, the type of contribution, the date of issue, the conditions for the exercise of subscription rights and the commencement of dividend entitlement. The Board of Directors may issue new registered shares

by means of a firm underwriting through a bank, a banking syndicate or another third party and a subsequent offer of these shares to the existing shareholders or third parties. The Board of Directors is authorised to permit, to restrict or to exclude the trade with subscription rights. In the event of subscription rights not being exercised, the Board of Directors may, at its discretion, either allow such rights to expire worthless, or place them or the shares to which they are entitled either at market conditions or use them otherwise in the interests of the company.

In case of a capital increase in accordance with Article 5 of the Articles of Association, the Board of Directors is empowered to withdraw or restrict the shareholders' subscription rights and to allocate such rights to individual shareholders or third parties in the event:

a. of the new shares being used to acquire companies, parts thereof or participations, to acquire products, intellectual property or licenses or for the financing or refinancing of such transactions, or for the financing of new investment projects undertaken by the company;
b. of the new shares being used either to extend the shareholder base in certain financial or investor markets, in conjunction with the listing of new shares on domestic or foreign stock exchanges or for purposes of the participation of strategic partners;
c. of new shares being placed nationally or internationally (including by way of private placement) at not less than market conditions for the purpose of raising equity in a swift and flexible manner that would be difficult to arrange or only at materially less favourable conditions if the subscription rights to the new shares were not restricted or withdrawn;
d. in case of good cause in the sense of Article 652b, paragraph 2 of the Swiss Code of Obligations.

**Conditional capital for employee benefit plans**

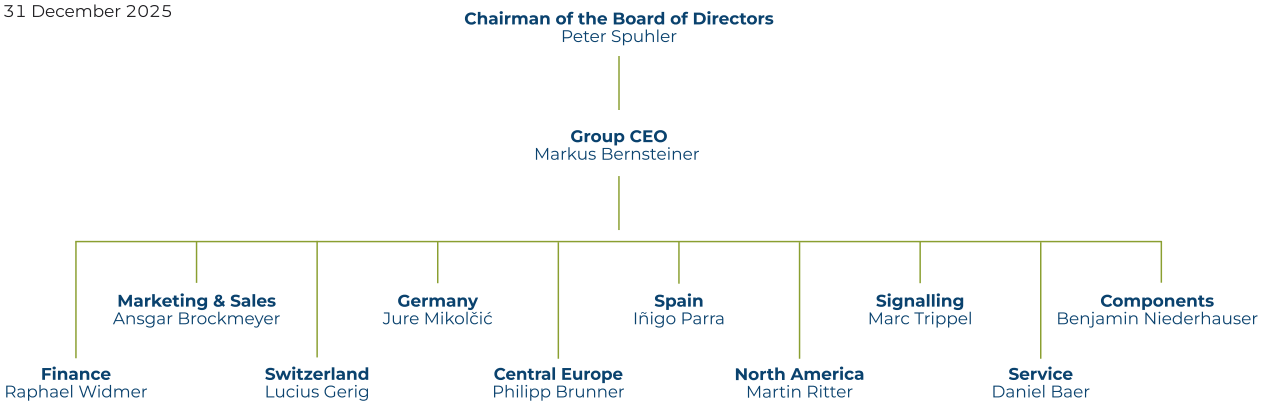
In accordance with Article 4 of the Articles of Association, Stadler Rail AG has conditional share capital for employee benefit plans with a nominal value of CHF 400,000, which represents 2 percent of the existing share capital.

The share capital of the company may be increased by up to CHF 400,000 through the issuance of up to 2,000,000 fully paid-up registered shares, each with a nominal value of CHF 0.20, through the exercising of rights or entitlements in respect of shares (share-related rights) by written declaration or via electronic means granted to employees or directors of the company, its consolidated subsidiaries or other entities in which the company has a direct or indirect stake of at least 50 percent in accordance with regulations and terms and conditions to be specified by the Board of Directors.

Shareholders' subscription rights and advance subscription rights are excluded.

The acquisition of registered shares based on Article 4 of the Articles of Association and any subsequent transfer of such registered shares are subject to the transfer restrictions pursuant to Article 6 of the Articles of Association.

**Organisation of Stadler Rail AG**
Status: 31 December 2025



**Changes in capital**
The share capital of Stadler Rail AG has not changed since the IPO on 12 April 2019.

**Participation and profit sharing certificates**
Stadler Rail AG has issued neither participation nor profit sharing certificates.

**Shares**
Stadler Rail AG has issued 100,000,000 fully paid-up registered shares with a nominal value of CHF 0.20 each. According to Article 15 of the Articles of Association, each share entitles its holder to one vote at the General Meeting of Stadler Rail AG. Only those shareholders entered in the share register as shareholders with voting rights in accordance with Article 6 of the Articles of Association by a specific qualifying day (record date) designated by the Board of Directors are entitled to vote at the General Meeting. In the absence of such designation, the record date shall be ten days prior to the General Meeting. The Board of Directors is authorised to specify or supplement the provisions laid down in Article 15 of the Articles of Association in the notice of a General Meeting or in general regulations or guidelines.

The company shall keep a share register in which owners and usufructuaries' family and given names (or the company name in the case of legal entities), address and citizenship (or the registered office in the case of legal entities) are registered. Any person registered in the share register who changes their address must inform the company accordingly.

After hearing the registered shareholder or nominee, the Board of Directors may cancel such person's registration in the share register with retroactive effect as of the date of registration if such registration was made based on false or misleading information. Any such cancellation must be communicated immediately to the shareholder concerned.

In accordance with Article 7 of the Articles of Association, the company may issue its registered shares in the form of single certificates, global certificates or uncertificated securities. As far as is legally permissible, the company may convert shares issued in one of these classes into another class of share at any time and without the consent of the shareholders. The company shall bear the costs incurred. A shareholder has no right to request a conversion of the registered shares issued in one form into another form. Each shareholder may, however, ask the company at any time to issue a certificate for the registered shares held by them in accordance with the share register. A disposition of shares in the form of uncertificated securities which are not registered in the main register of a custodian shall be effected by way of a written declaration of assignment and requires, as a condition for validity, to be notified to the company. In contrast, a disposition of shares which exist in the form of book entry securities based on uncertificated securities registered in the main register of a custodian shall be effected solely by entries in securities accounts in accordance with applicable law, without prerequisite to be notified to the company; a disposition of such shares by way of assignment without corresponding entry in a securities account is excluded.

In accordance with Article 8 of the Articles of Association, the company shall only accept one representative per share. The voting right and the rights associated therewith may be exercised vis-à-vis the company by a shareholder, usufructuary or nominee only to the extent that such person is registered in the share register with voting rights.

**Restrictions on transferability and nominee registrations**
In accordance with Article 6 of the Articles of Association, persons acquiring registered shares shall on application be entered in the share register without limitation as shareholders with voting rights, provided that they expressly declare to have acquired the said shares in their own name and for their own account, that there is no agreement on the redemption or return of the corresponding shares, and that they bear the economic risk associated with the shares.

Persons who do not expressly make the declarations pursuant to Article 6, paragraph 2 of the Articles of Association in their application for registration or at the request of the company shall be entered directly in the share register as shareholders with voting rights up to a maximum of 5 percent of the share capital issued in each case. Above this limit, shares held by nominees shall be entered in the share register with voting rights only if the nominee in question in the application for registration or thereafter upon request by the company makes known the names, addresses and shareholdings of the beneficial owners for whose account they are holding 1 percent or more of the outstanding share capital available at the time and provided that the disclosure requirements stipulated in the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (Financial Market Infrastructure Act, FinMIA) are complied with. The Board of Directors may enter into a contractual agreement with such a nominee which, in particular, further specifies the disclosure of beneficial owners and contains rules on the representation of shareholders and the voting rights. The Board of Directors may withhold registration with voting rights until the nominee has entered into such an agreement. For the purposes of the Articles of Association (i) a "nominee" is a financial intermediary that does not expressly declare in the application form to hold the shares for its own account and shall include, without limitation, a custodian, nominee of such a custodian, depositary or nominee of such a depositary; and (ii) a "beneficial owner" shall include, without limitation, any beneficial owner of depositary interests or depositary receipts representing shares of the company.

The restrictions on registration in accordance with Article 6 of the Articles of Association also apply to shares acquired by the exercise of subscription, pre-emptive, option or conversion rights.

Pursuant to Article 6 of the Articles of Association, legal entities and partnerships or other groups of persons or joint ownerships

that are related to each other through capital ownership, voting rights, common control or otherwise, as well as individuals or legal entities or partnerships acting in concert (in particular, as a syndicate) in view of a circumvention of the provisions concerning the nominees are deemed to be one shareholder or one nominee.

The company may in special cases approve exceptions to the above restrictions.

Until an acquirer becomes a shareholder with voting rights for the shares in accordance with Article 6 of the Articles of Association, they may neither exercise the voting rights connected with the shares nor other rights associated with the voting rights.

In accordance with Article 18 of the Articles of Association, a resolution of the General Meeting passed by at least two thirds of the represented share votes and the absolute majority of the represented shares' nominal value is required for the easement or abolition of the restrictions on the transferability of the registered shares.

**Convertible bonds and options**
Stadler Rail AG has no convertible bonds and no options outstanding.

## 3 Board of Directors

The composition, the general rights, duties and responsibilities, as well as the functioning of the Board of Directors (BoD) of Stadler Rail AG are based on the Swiss Code of Obligations as well as the Articles of Association and the Organisational Regulations of Stadler Rail AG.

**Members of the Board of Directors**
The Board of Directors of Stadler Rail AG is composed of at least five members in accordance with Article 19 of the Articles of Association. On 31 December 2025, the Board of Directors comprised eight members. With the exception of the executive Chairman of the Board of Directors Peter Spuhler ("eVRP"), all members of the Board of Directors are non-executive.

**Independence of non-executive members**
None of the non-executive members of the Board of Directors has exercised an operational activity for Stadler in the three financial years preceding the reporting period. As a partner of Valfor Rechtsanwälte AG, Hans-Peter Schwald provides services for Stadler Rail AG or its subsidiaries at irregular intervals.

**Permitted activities outside the Stadler Group**
In accordance with Article 28 of the Articles of Association, a member of the Board of Directors may not hold more than the following number of further mandates:

a. up to 15 mandates in companies with an economic purpose, whereof up to five in listed companies with an economic purpose;
b. up to 20 mandates in foundations, associations, charitable organisations and similar organisations.

Mandates held in different legal entities of the same group, in companies connected with each other, or by order of the company or of another legal entity pursuant to the above-mentioned Article 28 of the Articles of Association (including pension funds and joint ventures) shall not count as separate mandates. The limits set out in Article 28 of the Articles of Association may be exceeded for a short period.

A "mandate" within the meaning of Article 28 of the Articles of Association is any membership of the Board of Directors, the Group Executive Board or the Advisory Board, or a comparable function under foreign law, of a company with an economic purpose.

**Election, term of office and principles of the election procedure**
The Chairman and the other members of the Board of Directors are elected individually by the General Meeting for a term of office of one year until the conclusion of the next Ordinary General Meeting. Re-election is possible. As a rule, members of the Board of Directors resign at the next Ordinary General Meeting after reaching their 70th birthday. In the event of special circumstances, in particular if the member of the Board of Directors holds more than 20 percent of the voting rights of the company, the Board of Directors may exceptionally increase this age limit for the corresponding member, taking into account the average age of all members. According to Article 11 of the Articles of Association, the General Meeting is also responsible for electing and recalling the members of the Compensation Committee, the statutory auditors and the independent proxy.

When nominating new candidates to the Board of Directors, care is taken to ensure a balanced composition of the Board. Industry and international management experience as well as special professional skills are taken into account.

**Internal organisation**
The Board of Directors is responsible for the overall management of the company and for supervising the management of the company. It bears responsibility for the business of the company and the Group, as well as for sustainable corporate success. The Board of Directors determines the strategic objectives of the company, ensures that the company has the necessary financial and human resources to achieve its objectives, and supervises and oversees the management of the company. The Board of Directors is authorised to pass resolutions on all matters that are not expressly reserved for the General Meeting or another corporate body by law, the Articles of Association or the Organisational Regulations.

The supreme responsibility of the Board of Directors for the strategy and management of the business operations of the company and the Group includes in particular:

i. the determination of the overall business strategy, taking into account the information, proposals and options presented by the Group CEO; and
ii. the approval of all business operations and decisions to the extent that such approval exceeds the authority delegated

by the Board of Directors to the committees, the eVRP, the Group CEO or the Group Executive Board.

The eVRP chairs the meetings of the Board of Directors and the General Meetings and fulfils the other tasks and duties set out in the Organisational Regulations. The eVRP supervises the Group through the Board of Directors. They communicate actively with the Group CEO and the Group Executive Board. The eVRP and the Group CEO hold regular meetings (usually weekly). The eVRP may inspect the minutes of all corporate bodies of the Group and attend all meetings of the Group Executive Board, the extended Group Executive Board and the Sales department. Together with the Group CEO, the eVRP is responsible for ensuring effective communication with shareholders or stakeholders, including authorities, regulators and public organisations. The eVRP coordinates the committees and synchronises their tasks in relation to each other. The eVRP may attend their meetings provided that they are not personally affected.

The GoldenPass Express has bogies with adjustable wheel sets and can therefore run on both narrow-gauge and standard-gauge tracks. It was named the most beautiful train in the world by National Geographic in 2023.

# STADLER
# BOARD OF DIRECTORS

Board of Directors from 8 May 2025. From left to right:
Hans-Peter Schwald, Prof. Dr. Christoph Franz, Doris Leuthard, Wojciech Kostrzewa, Peter Spuhler, Niko Warbanoff, Danijela Karelse, Prof. Dr. Stefan Asenkerschbaumer.

## Peter Spuhler (1959)

### Executive Chairman of the Board of Directors

Swiss citizen

**Initial election to the Board of Directors**
Board member and Chairman since 1989

**Education, professional experience, career**
Studied Business Administration at HSG St. Gallen from 1979 to 1985 (with interruptions for military service and an internship); Group CEO of Stadler Rail AG from 1989 until the end of 2017; Group CEO a. i. of Stadler Rail AG from 21 May 2020 to 31 December 2022

**Other activities and vested interests**
Chairman of the Board of Directors of PCS Holding AG and, until June 2025, of Aebi Schmidt Holding AG; member of the Board of Directors of several other companies, including – since July 2025 – Aebi Schmidt Holding AG, European Loc Pool AG, Allreal Holding AG, Rieter Holding AG, the Sönmez Transformer Company (STS), PMT Management AG, Wohnpark Promenade AG, Florhof Immobilien AG and Chesa Sül Spelm AG; since 1 April 2019, a limited partner of Robert Bosch Industrietreuhand KG and a member of the Advisory Board of Robert Bosch GmbH; Chairman of the Board of Directors of Rana Aps AG, Warth-Weiningen, Vice Chairman of the Board of Directors of DHS Holding AG, Warth-Weiningen and member of the Board of Trustees of Tele D, Diessenhofen, member of the Executive Committee of Swissmem, Zurich and member of the Executive Committee and Vice Chairman of LITRA, Bern; from 1999 to 2012, member of the Swiss National Council and member of the Board of Directors of Von Roll Holding AG (2002 to 2004), UBS AG (2004 to 2008), Kühne Holding AG (2006 to 2008), Autoneum Holding AG (2011 to 2021) and Evonik Industries AG (2018 to 2021), among others

**Committee memberships**
Member of the Nomination and Compensation Committees, Chairman of the Strategy and Investment Committee

Executive

## Hans-Peter Schwald (1959)

### Vice Chairman

Swiss citizen

**Initial election to the Board of Directors**
Board member since 1989; Vice Chairman since 2002

**Education, professional experience, career**
lic. Iur. (law graduate) HSG, lawyer; Senior Partner at the law firm Valfor Rechtsanwälte AG

**Other activities and vested interests**
Chairman of Autoneum Holding AG; until June 2025, Chairman and, from July 2025, member of the Board of Directors of VITREA Schweiz AG and Schweizer VITREA Rehakliniken; Chairman of the Board of AVIA Vereinigung unabhängiger Schweizer Importeure und Anbieter von Energieprodukten, Genossenschaft (until June 2025); member of the Board of Directors of PCS Holding AG (until June 2025), of Rieter Holding AG (until April 2025) and member of the Board of Directors of other Swiss corporations

**Committee memberships**
Member of the Audit Committee and of the Nomination and Compensation Committees

Non-executive

## Barbara Egger-Jenzer (1956)

### Member (until 7 May 2025)

Swiss citizen

**Initial election to the Board of Directors**
Board member since 2019 (stepped down from the Board of Directors on 7 May 2025)

**Education, professional experience, career**
lic. iur. (law graduate) from the University of Bern; lawyer; former state councillor of the canton of Bern and head of the Federal Department of the Environment, Transport, Energy and Communications (2002 to 2018)

**Other activities and vested interests**
Member of the Board of Directors of Kraftwerke Oberhasli AG (since 2018) and Chairwoman of the Board of Directors since March 2020; Senior Advisor at Energy Infrastructure Partners, Zurich; member of the Board of Directors of BKW Energie AG and BLS AG from 2002 to 2018

**Committee memberships**
Member of the Nomination and Compensation Committees (until 7 May 2025)

Non-executive

## Prof. Dr. Christoph Franz (1960)

### Member

German and Swiss citizen

**Initial election to the Board of Directors**
Board member since 2011

**Education, professional experience, career**
Graduated in Industrial Engineering from the Technical University Darmstadt, Germany; Doctorate in Economics (Dr. rer. pol.); Honorary Professor of Business Administration at the University of St. Gallen; former CEO of Deutsche Lufthansa AG (2009 to 2014) and of Swiss International Airlines AG (2004 to 2009); Chairman of the Board of Directors of Roche (2014 to 2023)

**Other activities and vested interests**
Vice Chairman of the Board of Directors of Zurich Insurance Group; Vice Chairman of Artemis Holding AG, Hergiswil; member of the Board of Directors of Chugai Pharmaceutical Co., Ltd, Tokyo (until March 2025); member of the Assembly and Council of the Assembly of the International Committee of the Red Cross, Geneva; member of the Board of Trustees of the Ernst Göhner Foundation, the Lucerne Festival and the Swiss Study Foundation

**Committee memberships**
Chairman of the Compensation and Nomination Committees

Non-executive

## Prof. Dr. Stefan Asenkerschbaumer (1956)

### Member

German citizen

**Initial election to the Board of Directors**
Board member since 2022

**Education, professional experience, career**
Studied Business Education and Business Administration at the University of Erlangen-Nuremberg; Doctorate in Corporate Innovation Management; various management positions in the Bosch Group since 1990

**Other activities and vested interests**
Personally liable partner of Robert Bosch Industrietreuhand KG, Stuttgart, Germany; Chairman of the Supervisory Board of Robert Bosch GmbH, Stuttgart, Germany; Deputy Chairman of the Supervisory Board of BASF SE, Ludwigshafen, Germany

**Committee memberships**
Member of the Audit Committee and the Strategy and Investment Committee

Non-executive

## Wojciech Kostrzewa (1960)

### Member

Polish citizen

**Initial election to the Board of Directors**
Board member since 2012

**Education, professional experience, career**
Studied Economics at the University of Kiel (Diplom-Volkswirt); studied Law at the University of Warsaw, Poland; 1998 to 2004, Chairman and CEO of mbank SA; 2005 to 2018, Chairman and CEO of the media conglomerate ITI Group; since 2017, member of the Board of Directors, 2019 to 2024, CEO, and 2024 to 2025, Chairman of Billon Group Ltd, United Kingdom

**Other activities and vested interests**
Since 2025, Chairman of the Supervisory Board of Alior Bank SA; since 2017, member and Deputy Chairman of the Supervisory Board and Chairman of the Audit Committee of ERGO Hestia SA and ERGO Hestia Life SA (life insurance); since May 2019, Chairman of the Management Board of the Polish Business Roundtable; 2024 to 2025, member of the Supervisory Board of Gremi Media SA; 2019 to 2025, Chairman of the Supervisory Board of Wydawnictwo Pascal; 2020 to 2022, member of the Supervisory Board of CANAL+ Polska SA; and 2007 to 2020, Deputy Chairman of the Confederation of Employers Konfederacja Lewiatan, Warsaw, Poland

**Committee memberships**
Member of the Audit Committee

Non-executive

## Doris Leuthard (1963)

### Member

Swiss citizen

**Initial election to the Board of Directors**
Board member since 2020

**Education, professional experience, career**
Studied Law at the University of Zurich before being admitted to the bar; member of the Swiss National Council from 1999 to 2006; member of the Swiss Federal Council from 2006 to 2018, including eight years (2010 to 2018) as head of the Federal Department of the Environment, Transport, Energy and Communications (DETEC); President of the Swiss Confederation in 2010 and 2017

**Other activities and vested interests**
President of the Ulrico-Hoepli-Stiftung until 2025; Vice Chairwoman of the Board of Directors of the Coop Group, the Bell Food Group and of Transgourmet Holding AG; member of the Board of Directors of Coop Pronto AG; President of the Jury for the Green Business Award; Co-President of the Advisory Board of Lucerne Dialogue; President of the Swiss Digital Initiative Foundation, Geneva until 2025; member of the Board of Trustees of the ETH Zürich Foundation, member of the Board of Trustees of Venture, Zurich; Co-Chairwoman of Svizra27, Aarau; since 2025, Chairwoman of the Board of Directors of Neue Holzbau AG, Lungern

**Committee memberships**
Member of the Compensation Committee, the Nomination Committee and the Strategy and Investment Committee

Non-executive

## Kurt Rüegg (1960)

### Member (until 7 May 2025)

Swiss citizen

**Initial election to the Board of Directors**
Board member since 2002 (stepped down from the Board of Directors on 7 May 2025)

**Education, professional experience, career**
HWV business graduate; 1999 to 2014 development of Swiss Capital Corporate Finance AG, 2014, merger of this company with the globally active N+1 Group, which was renamed Alantra AG in 2016, Senior Advisor to Alantra AG, Zurich

**Other activities and vested interests**
Member of the Board of Directors of Casino Theater AG Winterthur; member of the Board of Directors of PCS Holding AG (until June 2025)

**Committee memberships**
Chairman of the Audit Committee (until 7 May 2025)

Non-executive

## Danijela Karelse (1981)

### Member

Swiss citizen

**Initial election to the Board of Directors**
Board member since 2024

**Education, professional experience, career**
Degree in Business Administration from the University of Applied Sciences Zurich; certification as IFRS/IAS Accountant, Controller Akademie; CAS International Boards of Directors, HSG / Swiss Board School; CFO of Olympus Schweiz AG (2016 to 2018), CFO of Schweiz NETSTAL Maschinen AG (2018 to 2021), Group CFO of NETSTAL Maschinen AG (2021 to 2025), Vice President of the Employee Benefits Foundation of NETSTAL Maschinen AG (until 2025)

**Other activities and vested interests**
Group CFO of Ecorobotix SA (from September 2025)

**Committee memberships**
Chairwoman (from 8 May 2025) or member (until 7 May 2025) of the Audit Committee

Non-executive

## Niko Warbanoff (1975)

### Member

German citizen

**Initial election to the Board of Directors**
Board member since 2024

**Education, professional experience, career**
Degree in Industrial Engineering (FH); Managing Director/ CEO of various Deutsche Bahn Group companies (2009 to present)

**Other activities and vested interests**
Deutsche Bahn AG, CEO of DB E.C.O Group and CEO of DB International Operations GmbH; member of the Presidium of the Ostausschuss der Deutschen Wirtschaft; member of the Management Board of the Nah- und Mittelostverein; member of the Board of Trustees of the bbw Hochschule, Berlin

**Committee memberships**
Member of the Strategy and Investment Committee

Non-executive

The Board of Directors consists of the eVRP, the Vice Chairman and the other members. The eVRP and the other members of the Board of Directors are elected individually by the General Meeting for a term of office of one year until the conclusion of the next Ordinary General Meeting. Re-election is possible. The Board of Directors is otherwise self-constituting, subject to the provisions of the law and the Articles of Association.

The Board of Directors meets as often as business requires, but at least four times a year. Meetings are called by the eVRP or, if the eVRP is prevented from doing so, by the Vice Chairman. Meetings of the Board of Directors may be held in person at a meeting venue or by electronic means (in application by analogy of Articles 701c – 701e of the Swiss Code of Obligations). Each member of the Board of Directors and the Group CEO is entitled to ask the eVRP to convene a meeting, stating the reason for doing so. The eVRP or, in the event that the eVRP is prevented from doing so, the Vice Chairman shall chair the meeting. The Board of Directors may make decisions if the majority of its members are present. The participation of the eVRP or Vice Chairman is obligatory. The Group CEO and members of the Group Executive Board may attend the meetings as guests. They do not have the right to vote. The Board of Directors meets at least twice a year without the presence of the Group CEO and the members of the Group Executive Board. The eVRP is free to invite the Group CEO to the private meetings.

The Board of Directors adopts resolutions by an absolute majority of the votes cast. Each member has one vote. The Chairman of the meeting has the casting vote in the event of a tie. The Board of Directors may also pass its resolutions in writing on paper or in electronic form, unless a member requests an oral discussion. No signatures are required if a resolution is passed electronically. Resolutions of this kind require the approval of the majority of all members of the Board of Directors. They shall be entered in the minutes of the next Ordinary General Meeting.

In 2025, the members of the Board of Directors met physically for five regularly scheduled meetings. The face-to-face meetings lasted between half a day and a full day; one meeting took place abroad. All members of the Board of Directors were present at two meetings, two members of the Board of Directors were absent with apologies from one meeting, and one Board member was absent with apologies each time from the two remaining meetings. The agenda for Board meetings is set by the eVRP. Any member of the Board of Directors may request that items be added to the agenda. Board meetings are generally also attended by the Group CEO and the Group CFO, as well as by the other members of the Group Executive Board. They present the results, the outlook and the budget of their operating units and the projects that require the approval of the Board of Directors.

**Committees**

Subject to the authority of the General Meeting, the Board of Directors may, based on the Organisational Regulations, form committees for specific areas. The permanent committees are the Nomination Committee, the Compensation Committee, the Strategy and Investment Committee and the Audit Committee. The Board of Directors may form other committees and issue committee charters for them. Subject to the election of the members of the Compensation Committee by the General Meeting, the Board of Directors appoints the members of the committees and their chairmen from among the members of the Board of Directors. The committee charters govern the duties, mandates, responsibilities and reporting of the committees.

The Nomination Committee consists of four members. The chairman of this committee is Christoph Franz. The other members are Peter Spuhler, Hans-Peter Schwald and Doris Leuthard, who joined the committee on 8 May 2025. Barbara Egger-Jenzer stepped down from the Nomination Committee on 7 May 2025.

The Nomination Committee meets at the invitation of its Chairman as often as business requires, but at least twice a year. The task of the Nomination Committee is to support the Board of Directors in the performance of its duties, in particular in the following areas:

- Succession planning and nomination at Board of Director and Group Executive Board level;
- Monitoring and assessment of developments in the field of corporate governance and regular reviews of its structures.

The members of the Nomination Committee held eight face-to-face meetings and one additional video conference in 2025. All members were physically present at six of the meetings. The other two meetings were attended by one member via video conference while all the remaining members took part in person.

The Compensation Committee consists of four members. The chairman of this committee is Christoph Franz. The other members are Peter Spuhler, Hans-Peter Schwald and Doris Leuthard, who was newly elected to the committee on 7 May 2025. Barbara Egger-Jenzer stepped down from the Compensation Committee on 7 May 2025.

The Compensation Committee meets at the invitation of its Chairman as often as business requires, but at least twice a year. The task of the Compensation Committee is to assist the Board of Directors in the performance of its duties, in particular in determining and reviewing the remuneration strategy and guidelines and the qualitative and quantitative criteria for remuneration, as well as in preparing proposals for the General Meeting regarding the remuneration of the Board of Directors and the Group Executive Board. It also has decision-making powers with regard to the remuneration (including target agreements) of the Group CEO and other members of the Group Executive Board.

The members of the Compensation Committee held two regular face-to-face meetings in 2025. All members were physically present at one of the meetings. The other meeting was attended by one member via video conference while all the remaining members took part in person.

The Strategy and Investment Committee is composed of four members of the Board of Directors. The Chairman is Peter Spuhler; the other members are Doris Leuthard, Stefan Asenkerschbaumer and Niko Warbanoff. The Strategy and Investment Committee meets at the invitation of its Chairman as often as business requires, but at least twice a year. The Strategy and Investment Committee may invite management representatives and other persons to its meetings. The role of the Strategy and Investment Committee is to support the Board of Directors in the performance of its tasks in the area of strategy and investment. The Strategy and Investment Committee performs the following tasks in particular:

- Support and monitoring in the area of strategic planning;
- Monitoring and assessment of developments and changes in Stadler's environment and regular reviews of Stadler's short and long-term strategic direction, particularly in the areas of business model, markets, customers, competition, products and technologies, processes and standards, employees and management, and financing;
- Assistance in strategic matters such as acquisitions, disposals, joint ventures, restructuring measures and similar matters;
- Preparation and supervision of special projects on behalf of and for the attention of the Board of Directors;
- Discussion and evaluation of investments, shareholdings and financing in excess of CHF 20 million and recommendations to the Board of Directors;
- Discussion and evaluation of the purchase/sale of shareholdings and intangible assets in excess of CHF 10 million and recommendations to the Board of Directors;
- Discussion and evaluation of research and development expenses that are not order-related, not included in the regular budget and exceed CHF 0.5 million.

The members of the Strategy and Investment Committee held two regular meetings in 2025. All four committee members were present in person at both meetings.

The annual two-day strategy seminar with the Board of Directors, management and other key employees took place in November 2025.

The Audit Committee consisted of five members until 7 May 2025 and has comprised four members since this date. Kurt Rüegg stepped down as Chairman of the Audit Committee on 7 May 2025. Danijela Karelse was newly elected as Chairwoman. The other members are Hans-Peter Schwald, Wojciech Kostrzewa and Stefan Asenkerschbaumer.

The Audit Committee meets whenever necessary, but at least twice a year. The Audit Committee develops and implements the principles for external auditing for the attention of the Board of Directors.

The Audit Committee performs the following tasks in particular:

- The Audit Committee reviews the design of the accounting system (applicable accounting standards, reporting liquidity, valuation approaches) in terms of appropriateness, reliability and effectiveness and, if necessary, takes the necessary measures to make changes to it.
- The Audit Committee assesses the audit reports of the statutory and group auditors, reports to the Board of Directors and assists the Board of Directors in the nomination of the statutory and group auditors for the attention of the General Meeting.
- The Audit Committee approves the audit programme for the following year and reports to the Board of Directors.
- The Audit Committee monitors the compliance programme and the compliance organisation with regard to their effectiveness.

The members of the Audit Committee held three ordinary meetings in 2025. All three meetings were attended by all committee members (no absences). Peter Spuhler was present at all three meetings as a guest.

**Division of responsibilities**

In accordance with the Organisational Regulations, the Board of Directors has delegated operational management to the Group Executive Board under the leadership of the Group CEO. With regard to the duties and powers of the Group Executive Board, the Organisational Regulations state that the Group Executive Board, under the leadership of the Group CEO, is responsible to the Board of Directors for the management of the company. Under the direction of the Group CEO, it implements the corporate strategy as adopted by the Board of Directors and ensures that the decisions of the Board of Directors are implemented in accordance with applicable law, the Articles of Association, the Organisational Regulations and the resolutions of the General Meeting. In addition, the Group CEO regularly informs the Board of Directors at its meetings about the current business performance and all significant business transactions of the company and the Group, including expected opportunities and risks. In the event of extraordinary events (including unexpected material developments, litigation and proceedings), the Group CEO shall immediately notify the eVRP.

**Information and control instruments vis-à-vis the Group Executive Board**

The Board of Directors receives a regular report from the Group Executive Board containing information on current tenders, order intake and order backlog, as well as statements on the development of major current orders. Key figures are also reported in comparison with the budget, including appropriate explanations on hourly rates, productivity, personnel, operating costs and liquidity as well as investments. As well as being given details of the quarterly financial statements (balance sheet, income statement and cash flow statement), the Board of Directors is informed at each meeting about the course of business, important orders and risks, as well as current earnings and liquidity planning. The projects approved by the Board of Directors are monitored by means of a special project controlling system, which is submitted to the Board of Directors on a quarterly basis. Once a year, the Board of Directors discusses and approves the strategic plan drawn up by the Group Executive Board along with the financial plan. Financial statements are prepared twice a year for publication. In addition, the eVRP, the

Group CEO and the Group CFO remain in regular contact on all major corporate policy issues.

**4. Group Executive Board**

As at 31 December 2025, the Group Executive Board consisted of eleven people: the Group CEO, the Group CFO, the EVP for Marketing & Sales and the EVP for each division (Switzerland, Germany, Central Europe, Spain and North America, as well as Components, Service and Signalling). Further information on the members of the Group Executive Board is provided on pages 156 to 160.

**Permitted activities outside the Stadler Group**

In accordance with Article 28 of the Articles of Association, a member of the Group Executive Board may not hold more than the following number of further mandates:

a. up to four mandates in companies with an economic purpose, whereof up to two in listed companies with an economic purpose;
b. up to ten mandates in foundations, associations, charitable organisations and similar organisations.

Mandates held in different legal entities of the same group, in companies connected with each other, or by order of the company or of another legal entity pursuant to the above-mentioned Article 28 of the Articles of Association (including pension funds and joint ventures) shall not count as separate mandates. The limits set out in Article 28 of the Articles of Association may be exceeded for a short period.

A “mandate” within the meaning of Article 28 of the Articles of Association is any membership of the Board of Directors, the Group Executive Board or the Advisory Board, or a comparable function under foreign law, of a company with an economic purpose.

**Management contracts**

There are no management contracts between Stadler Rail AG and third parties.

# STADLER'S GROUP EXECUTIVE BOARD

From left to right: Jure Mikolčić, Daniel Baer, Marc Trippel, Philipp Brunner, Iñigo Parra, Markus Bernsteiner, Martin Ritter, Raphael Widmer, Dr. Ansgar Brockmeyer, Lucius Gerig, Benjamin Niederhauser.

## Markus Bernsteiner (1966)

### Group CEO

Swiss citizen

**Member of the Group Executive Board in various functions since 1999**

**Education, professional experience, career**

Exec. MBA HSG; Machine Mechanic FA and Operating Technician FA; Quality System Manager SA; dipl. Quality System Manager EOQ, KMU dipl. HSG, AMP-HSG; Activities at Stadler: 1999 to 2005, COO of Stadler Bussnang AG; 1999 to 2006, Head of Production at Stadler Bussnang AG; 2006 to 2011, and again in 2021 and 2022, CEO of Stadler Bussnang AG; 2011, COO of the Switzerland Division; 2012 to 2014 and 2020 to 2022, Executive Vice President of the Switzerland Division; 2014 to 2020, Executive Vice President of the Components Division; 2019 to 2022, CEO of Stadler Rheintal AG; 2020 to 2022, Deputy Group CEO (internal)

**Other activities and vested interests**

None

## Dr. Ansgar Brockmeyer (1966)

### Executive Vice President of the Marketing & Sales Division and Deputy Group CEO

German citizen

**Member of the Group Executive Board since 2019**

**Education, professional experience, career**

Graduated in Electrical Engineering from RWTH Aachen University; Doctorate from RWTH Aachen University in 1997; from 1997 to 2013, various positions at Siemens Verkehrstechnik (now Siemens Mobility), most recently as CEO of the Business Unit High-Speed and Commuter Rail in Krefeld (Germany); from 2013 to 2018, Chairman of the Executive Board of Knorr-Bremse Asia Pacific (Holding) Ltd. in Hong Kong

**Other activities and vested interests**

From 2007 to 2013 and again since 2019, lecturer on “Electric Railway Drives” at RWTH Aachen University; since 2022, First Chairman of the Deutsche Maschinentechnische Gesellschaft (DMG) e. V.

## Raphael Widmer (1964)

### Group CFO

Swiss citizen

**Member of the Group Executive Board since 2016**

**Education, professional experience, career**

lic. oec. HSG; MBA from IESE Business School Barcelona; Swiss certified public accountant; before joining Stadler, worked in various CFO positions for the ABB Group for 25 years in Switzerland, Malaysia and the USA in power plant construction, downstream oil & gas, and power transmission and distribution

**Other activities and vested interests**

Member since 2017 and Managing Director (until May 2020), President of the Board of Trustees of the Pension Fund of Stadler Rail since 2019; Chairman of the Board of Directors of Hürlimann Railtec AG; member of the Audit Committee of the municipality of Zumikon; President of the Audit Committee of the Catholic parish of Zollikon-Zumikon

## Daniel Baer (1980)

### Executive Vice President of the Service Division

Swiss citizen

**Member of the Group Executive Board since 2021**

**Education, professional experience, career**

Certified HF technician (2008); degree in Industrial Engineering from Zurich University of Applied Sciences (2015); member of the management of the Service Division in Bussnang from 2014 to 2021; Managing Director of the service activities of Stadler Pankow GmbH, Berlin from 2017 to 2019; Deputy Head of the Service Division from 2019 to 2021

**Other activities and vested interests**

Associate of ÖBB Stadler Service GmbH

## Jure Mikolčić (1974)

### Executive Vice President of Germany Division

German citizen

**Member of the Group Executive Board since 2019**

**Education, professional experience, career**

Graduated in Economics from the University of Trier (2000); from 2001, worked for Siemens in various functions; from 2011 to April 2015, sales manager for mass transit systems in Germany at Siemens; between May 2015 and January 2019, at Knorr-Bremse Systeme für Schienenfahrzeuge GmbH as CEO of Knorr-Bremse PowerTech GmbH and Knorr-Bremse PowerTech GmbH & Co. KG; since February 2019, Executive Vice President of the Germany division and – until December 2022 and from November 2023 to June 2024 – CEO of Stadler Deutschland GmbH (formerly Stadler Pankow GmbH)

**Other activities and vested interests**

Member of the Presidium of the German Railway Industry Association (VDB), Vice President for Vehicles; Advisory Board of KUGEL Edelstahlverarbeitung GmbH, Germany

## Iñigo Parra (1964)

### Executive Vice President of the Spain Division and CEO of Stadler Rail Valencia S. A.U.

Spanish citizen

**Member of the Group Executive Board since 2016**

**Education, professional experience, career**

Graduated from the Walter Haas Business School at the University of California, Berkeley, USA in 1984; degree in Advanced Mechanical Engineering from the University of Zaragoza in Spain (1988); Master's degree in Business Administration and Business Management (I. E. S. E.) from the University of Navarra in Spain (1990); from 2000 to 2001, studied at the Advanced Management Seminar, INSEAD, at the University of Fontainebleau, France; from 2005 to 2015, CEO of Vossloh España S. A. (Stadler Rail Valencia S. A.U.'s predecessor); since 2016, CEO of Stadler Rail Valencia S. A.U.

**Other activities and vested interests**

Chairman of the Board of Directors of Colegio Guadalaviar and member of the Board of Directors of Hinojosa S.A.

## Philipp Brunner (1984)

### Executive Vice President of Central Europe Division

Swiss citizen

**Member of the Group Executive Board since 2021**

**Education, professional experience, career**
MBA ETH, Zurich; B. A. HSG, St. Gallen; various functions at UBS AG and Feldschlösschen Getränke AG; around 15 years in various management positions in the Stadler Group, including in India, Algeria, Belarus, Poland, Germany and Switzerland

**Other activities and vested interests**
Member of the Executive Committee of Asstra Associated Traffic AG, Zurich, since 2018

## Marc Trippel (1985)

### Executive Vice President of the Signalling Division

Swiss citizen

**Member of the Group Executive Board since 2022**

**Education, professional experience, career**
MAS UZH, Zurich; M. A. HSG, St. Gallen; B. A. UZH, Zurich; started his career in the financial industry at Goldman Sachs; subsequently held various roles in corporate acquisitions, integrations and restructurings at CGS Management AG and ZETRA International AG; since 2020, various management positions at Stadler Group, including Chief of Staff

**Other activities and vested interests**
Managing Director of BW Center GmbH, Stallikon

## Lucius Gerig (1987)

### Executive Vice President of the Switzerland Division and CEO of Stadler Rail Schweiz AG – St. Margrethen site

Swiss citizen

**Member of the Group Executive Board since 2023**

**Education, professional experience, career**
Master of Arts in Business Innovation from the University of St. Gallen (HSG); Master of Science in Entrepreneurship & New Business Venturing from the Rotterdam School of Management (RSM); has held various positions at the Stadler Group since 2014, initially assisting the development of the Components Division, then heading the Corporate Development department under the then Group CEO Peter Spuhler. Chief Financial Officer (CFO) of the Central Europe Division from January 2019 to December 2020 and CFO of the Switzerland Division from December 2020 to December 2022

**Other activities and vested interests**
Member of the LITRA Finance Committee (since 2023); member of the Executive Board of the Eastern Switzerland Compensation Fund for Trade and Industry since 2021 and Chairman of the Board since 2023

## Benjamin Niederhauser (1987)

### Executive Vice President of the Components Division

Swiss citizen

**Member of the Group Executive Board since 2023**

**Education, professional experience, career**

Bachelor's degree in Business Administration from the University of Zurich; Master's degree in Finance from the University of Zurich and the University of Cape Town; worked for a leading auditing and consulting company, for a global facility management company and in management and strategy consulting; since 2018 has headed various Stadler production sites in the Service & Components business segment, held country and regional management positions and was Deputy Head of Division (2021–2023)

**Other activities and vested interests**

None

## Martin Ritter (1985)

### Executive Vice President of the North America Division

Swiss citizen

**Member of the Group Executive Board since 2025**

**Education, professional experience, career**

Bachelor's degree in Business Administration and Master's degree in Accounting and Finance from the University of St. Gallen (HSG); worked for a leading auditing and consulting company; since 2013 has worked in various positions for the Stadler Group, including CEO of Stadler USA since 2016

**Other activities and vested interests**

Member of the Board of Directors of the Aebi Schmidt Group, member of the Board of Directors of Quevita AG, member of the Board of Governors of the Salt Lake City Chamber of Commerce

## 5 Significant changes since the balance sheet date

Philipp Brunner has also assumed the role of Executive Vice President of the Germany Division as of 1 January. Jure Mikolčić stepped down from the Group Executive Board with effect from 1 January 2026.

## 6 Remuneration, shareholdings and loans, credits and employee benefits

The content and method of determining the remuneration and the shareholding programmes, as well as information on the remuneration, shareholdings, loans, credits and employee benefits of the Board of Directors and Group Executive Board can be found in the Remuneration Report starting on page 67 and in the Annual Financial Statements starting on page 227.

## 7 Participation rights of shareholders Restrictions on voting rights

Stadler Rail AG has no restrictions on voting rights.

### Statutory quorums

In accordance with Article 17 of the Articles of Association, the General Meeting passes its resolutions and conducts its elections by a simple majority of the votes cast, irrespective of the number of shareholders present and shares represented, unless a mandatory provision of the law or the Articles of Association stipulates otherwise. Abstentions and invalid votes shall not be considered as votes cast.

A resolution of the General Meeting passed by at least two thirds of the represented share votes and the absolute majority of the represented shares' nominal value is required for:

- the cases specified in Article 704 para. 1 of the Swiss Code of Obligations and in Articles 18 and 64 of the Mergers Act;
- the easement or abolition of the restrictions on the transferability of the registered shares;
- an amendment to Art. 18 of the Articles of Association.

### Convocation of the General Meeting, agenda and proxy voting

In accordance with Article 12 of the Articles of Association, the General Meeting is convened by the Board of Directors or, if necessary, by the statutory auditors. Liquidators and, in the case of bond issues, representatives of bond holders shall also be entitled to convene a General Meeting.

The time and place of the General Meeting, which may be held abroad, is determined by the Board of Directors or by any other body authorised to convene the General Meeting. The Board of Directors, or another body authorised to convene the General Meeting, may also decide that:

a. the General Meeting can be held at several different locations at the same time;
b. shareholders who are not present at the venue of the General Meeting can exercise their rights electronically;
c. the General Meeting can be held by electronic means without a meeting venue.

The Board of Directors determines the use of electronic means. It ensures that:

a. the identity of the participants is clearly established;
b. votes at the General Meeting are transmitted directly;
c. each participant can submit proposals and take part in the discussion;
d. the result of the vote cannot be falsified.

The Ordinary General Meeting takes place every year within six months after the close of the financial year. Extraordinary General Meetings shall be called as and when necessary, and in particular in the cases set out by law.

A General Meeting may also be called by one or more shareholders who together represent at least 5 percent of the share capital or of the votes. Shareholders who together represent at least 0.5 percent of the share capital or of the votes may request that an item be placed on the agenda of a General Meeting, provided they submit details thereof to the company in writing at least 45 calendar days in advance of the General Meeting concerned. In accordance with Article 13 of the Articles of Association, notice of the Ordinary or Extraordinary General Meeting shall be given by publication in the Swiss Official Gazette of Commerce at least 20 calendar days before the date of the meeting. If the postal and/or e-mail addresses of the shareholders are known, notice may also be given by post and/or e-mail. As well as specifying the type, date, time and location of the meeting where applicable, the notice convening the meeting must list the items on the agenda and the motions proposed either by the Board of Directors or by the shareholders who asked for a General Meeting to be held or for an item to be put on the agenda (with a short justification), as well as the name and address of the independent proxy.

The Annual Report and the Auditors' Report must be made available to the shareholders 20 calendar days before the Ordinary General Meeting at the latest. If the documents are not available electronically, each shareholder may ask to receive a copy in good time. If the documents are not accessible electronically, each shareholder may also ask for the Annual Report in the form approved by the General Meeting and the Auditors' Report to be sent to them within one year of the General Meeting.

Pursuant to Article 15 of the Articles of Association, a shareholder may be represented at the General Meeting by granting a written power of attorney to a third party who need not be a shareholder. Members of the Board of Directors and the Group Executive Board may represent shareholders, provided that there is no institutionalised representation. Custodians may represent shareholders and are not deemed to be securities account representatives (within the meaning of Article 689e CO) provided that they are acting on the basis of a written power of attorney and in accordance with specific or general instructions from the shareholder concerned. The Board of Directors may issue procedural rules in connection with the participation and representation of shareholders at the General Meeting and, in particular, may regulate in more detail the issuing of instructions to the independent proxy. It shall ensure that shareholders may also issue electronic powers of attorney and instructions to the independent proxy, and shall be authorised

to waive, in whole or in part, the requirement for a qualified electronic signature, in derogation of Article 15 of the Articles of Association.

In accordance with Article 16 of the Articles of Association, the independent proxy is elected by the General Meeting for a term of one year until the conclusion of the next Ordinary General Meeting. Ulrich B. Mayer, lic. Iur., lawyer, has been designated as the independent proxy until the conclusion of the Ordinary General Meeting 2025.

In accordance with Article 17 of the Articles of Association, a nominal vote may be carried out by electronic or written voting or by show of hands. In order to expedite the counting of votes, the Chairman may determine, in the case of written votes, that only the votes of shareholders abstaining or voting against shall be counted and that the remaining shares represented at the General Meeting at the time of voting shall be counted as yes votes.

The Chairman may at any time have an open or electronic ballot or vote repeated by means of a written ballot or vote if, in his opinion, there are doubts about the result. In this case, the preceding open or electronic ballot or vote shall be deemed not to have taken place.

**Entries in the share register**

In accordance with Article 6 of the Articles of Association, the company shall keep a share register in which owners and usufructuaries' family and given names (or the company name in the case of legal entities), address and citizenship (or the registered office in the case of legal entities) are registered. In accordance with Article 15 of the Articles of Association, each share entitles its holder to one vote. Only those shareholders entered in the share register as shareholders with voting rights in accordance with Article 6 of the Articles of Association by a specific qualifying day (record date) designated by the Board of Directors are entitled to vote at the General Meeting. In the absence of such designation, the record date shall be ten days prior to the General Meeting. The Board of Directors is authorised to specify or supplement these provisions in the notice of the General Meeting or in general regulations or guidelines.

## 8 Change of control and defensive measures

**Mandatory tender offer**

According to Article 9 of the Articles of Association, the duty to make a public tender offer pursuant to Article 135, paragraph 1 FinMIA only applies if the threshold of 49 percent of the voting rights is exceeded (opting-up).

**Change of control clauses**

There are no change of control clauses in Stadler's employment and mandate contracts.

## 9 Statutory auditors

**Duration of the mandate and term of office of the lead auditor**

KPMG AG, Zurich, have been Stadler's statutory auditors since the 2011 financial year. Toni Wattenhofer, a licensed audit expert, has been the lead auditor for this mandate at KPMG since the 2024 financial year. The term of office of the lead auditor is limited to seven years.

**Audit fees and additional fees**

KPMG has invoiced Stadler around CHF 1.5 million for the 2025 financial year for services in connection with the audit of the annual financial statements of Group companies, Stadler's consolidated financial statements and the Remuneration Report. KPMG charged around CHF 0.1 million for additional services such as tax and transaction advice.

**Information instruments of the external auditors**

The external auditors report in writing on relevant audit activities and other important events relating to the company. The auditors have access to the minutes of the meetings of the Board of Directors.

The Audit Committee of the Board of Directors assesses the performance, remuneration and independence of the statutory and group auditors on an annual basis and submits a proposal to the Board of Directors on which external auditor should be proposed for election at the General Meeting. Each year, the Audit Committee also reviews the scope of the external audit, the audit plans and the relevant procedures, and discusses the audit results with the external auditors.

## 10 Information policy

Stadler maintains regular, open dialogue with all stakeholders, in particular with investors, financial analysts and bank and media representatives. Communication takes place via the Annual and Interim Reports, the General Meeting and an annual media conference.

The shareholders and the capital market are informed about significant current changes and developments by means of media releases. The disclosure of potentially price-sensitive events is ensured in accordance with the ad hoc publicity requirements of the SIX Swiss Exchange. Stadler also maintains dialogue with investors, financial analysts and media representatives at appropriate events. Shareholders and other interested parties can register at https://www.stadlerrail.com/en/media to receive media releases automatically.

Reporting on the 2025 financial year comprises the Annual Report, a media release and a presentation. The Annual Report can be ordered by the shareholders. The Annual Report is available for inspection by the shareholders at the latest 20 calendar days before the General Meeting at the company's registered office. At the General Meeting, the Board of Directors and the Group Executive Board provide information on the annual financial statements and the course of business of the company and answer shareholders' questions.

**Sources of information**

Stadler provides comprehensive information for all interested parties, which can be accessed on the Internet via the following links:

- Website of Stadler Rail AG: https://www.stadlerrail.com
- Articles of Association of Stadler Rail AG: https://www.stadlerrail.com/en/downloads
- Annual Reports including the Financial Report: https://www.stadlerrail.com/en/investor-relations
- Corporate Governance: https://www.stadlerrail.com/en/investor-relations
- Media releases: https://www.stadlerrail.com/en/media/media-releases
- Automatic receipt of media releases: https://www.stadlerrail.com/en/media
- Agenda (including the Annual and Interim Reports and the General Meeting): https://www.stadlerrail.com/en/investor-relations
- Contact: https://www.stadlerrail.com/en/contact or as follows:

**Investors and financial analysts**

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**Stadler Rail AG**

Ernst-Stadler-Strasse 1
9565 Bussnang
Switzerland

**General trading blackout periods**

During ordinary blackout periods, blocked persons and the issuer may not trade in securities of the issuer and derivatives derived from them or make recommendations to other persons.

The following general trading blackout periods apply:

- from 31 December until the end of one SIX trading day following the publication of the company's annual results; and
- from 30 June until the end of one SIX trading day following the publication of the company's half-year results.

The general trading blackout periods apply to the following persons:

- The members of the Board of Directors, the Group CEO, Group CFO, Deputy Group CFO, Group Treasurer, Controller and their respective assistants as well as the other members of the Group Executive Board and
- any other person designated by the eVRP, the Group CEO, the Group CFO or the General Secretariat if the person in question is involved in, or has access to, the preparation, analysis, review or communication of the company's financial results.

The company shall maintain a list of blocked persons and inform such persons of their classification as blocked persons and of the beginning and end of the general trading blackout periods. No exceptions are provided for without the prior written consent of the eVRP, the Group CEO or the Group CFO. No exceptions to the general rules were granted in the reporting year.


Rigi

# REMUNERATION REPORT

The Remuneration Report describes the remuneration system and its application at Stadler in the 2025 reporting year. The Remuneration Report is prepared in accordance with the law on public limited companies applicable since 1 January 2023 (the Ordinance Against Excessive Remuneration in Listed Companies (ERCO) has been integrated into this law) and follows the recommendations of the Swiss Code of Best Practice for Corporate Governance of Economiesuisse and the requirements of the Directive Corporate Governance (DCG) of the SIX Swiss Exchange.

## 1 Remuneration system

### Principles

Stadler's remuneration system is intended to encourage employees in general to ensure a sustainable increase in the value of the company by offering competitive remuneration as well as variable salary components awarded according to a performance-based system. The system is designed in such a way that the interests of the top management are in line with the interests of the company and its shareholders.

Individual responsibility and professional experience are also taken into account for the members of the Group Executive Board.

### Board of Directors

#### Fixed remuneration

The remuneration of the Board of Directors comprises a yearly fee consisting of a fixed basic salary for serving on the Board of Directors and fixed compensation for the chairmanship and/or membership of committees. The remuneration of the executive Chairman of the Board of Directors includes compensation for the chairmanship and/or membership of committees. The remuneration of the Board of Directors is determined annually by the Board of Directors at its own discretion at the request of the Compensation Committee. Members of the Board of Directors may attend meetings of the Compensation Committee and have a right to be heard. The Chairman of the Board of Directors receives a fee of CHF 300,000, and the Vice Chairman a fee of CHF 150,000. The other members of the Board of Directors each receive a fee of CHF 90,000. In addition to this compensation, members of a committee receive CHF 20,000, and committee chairs CHF 30,000.

In accordance with the remuneration regulations, the fixed remuneration is paid in cash and/or in shares of Stadler Rail AG, at the discretion of the individual member of the Board of Directors. The relevant decision must be made by the end of May of each financial year. The shares are subject to a four-year vesting period after allocation and are allocated at a vesting discount of 20% in relation to the defined value. During the vesting period, the member of the Board of Directors concerned is prohibited from selling, pledging, transferring or otherwise disposing of the corresponding shares. Each member remains entitled to voting and dividend rights during the vesting period. The volume-weighted average share price during November of the calendar year of allocation (less vesting discount) is taken as the defined value of the shares. With regard to share or cash components, the respective member of the Board of Directors must set an individual default in the event that the annual election cannot take place due to restrictions under stock exchange law. This default can be adjusted annually. The shares are allocated in the month of December of the respective remuneration period.

The members of the Board of Directors do not receive attendance fees. No further remuneration is paid for the preparation and attendance of ordinary and extraordinary meetings of the Board of Directors and its committees.

#### Variable remuneration

The members of the Board of Directors do not receive any variable or performance-related remuneration.

#### Other benefits

Stadler bears the statutory social contributions and also reimburses members of the Board of Directors for actual expenses incurred.

The members of the Board of Directors do not receive any benefits in kind, nor are they granted loans and credits or employee benefits other than occupational benefits or securities. Furthermore, Board members are not granted any entry bonuses or severance payments.

**Stadler Group Executive Board**

**Fixed remuneration**
The members of the Group Executive Board receive fixed remuneration, which is paid monthly. This fixed remuneration depends on the individual function as well as the qualification and professional experience of the respective member of the Group Executive Board. The amount is determined annually by the Board of Directors at its own discretion. The fixed remuneration is paid in cash.

**Variable remuneration[1]**
The members of the Group Executive Board also receive variable remuneration based on the achievement of certain performance targets. Performance targets may include quantitative and qualitative performance criteria that take into account the performance of the Group, individual divisions or business units and/or individual objectives. In the 2025 reporting year, 65% of the target agreements (previous year: 65%) consisted of quantitative Group targets (such as EBIT margin, net cash, order intake in relation to the average revenue of the current and two previous financial years, observance of warranty cost budgets and compliance with factory acceptance dates) and 35% (previous year: 35%) of individual targets. The achievement of the objectives averaged 61% for 2025 (previous year: 37%).

In accordance with the remuneration regulations, the Board of Directors, at the request of the Compensation Committee, determines the weighting of the performance targets, the respective objectives and the proportional ratio between the annual fixed remuneration and the variable remuneration components. The setting of individual objectives and their achievement may be delegated to the Group CEO for any member of the Group Executive Board (with the exception of the Group CEO). A minimum and a maximum target value are defined for each quantitative Group target. If the minimum target value is not reached, nothing is paid out for this partial target. There is no interpolation within target value achievement levels, but attainment is measured by level.

The variable remuneration of the Group CEO amounts to a maximum of 120% of the fixed remuneration. At least 40% of the variable remuneration must be received in shares of Stadler Rail AG, whereby the Group CEO can, at his own discretion, decide on the share proportion, of between 40% and 100% of the variable remuneration, by the end of December of the current financial year.

The variable remuneration of the other members of the Group Executive Board amounts to a maximum of 80% of the fixed remuneration. At least 30% of the variable remuneration must be received in shares of Stadler Rail AG, whereby the relevant Group Executive Board member can, at their own discretion, decide on the share proportion, of between 30% and 100% of the variable remuneration, by the end of December of the current financial year.

The shares of all Group Executive Board members are subject to a four-year vesting period after allocation (following approval of the annual financial statements by the Annual General Meeting) and are allocated at a vesting discount of 20% in relation to the defined value. During the vesting period, the member of the Group Executive Board concerned is prohibited from selling, pledging, transferring or otherwise disposing of the corresponding shares. Each member remains entitled to voting and dividend rights during the vesting period. The volume-weighted average share price during March of the calendar year of allocation (less vesting discount) is taken as the defined value of the shares.

If the Board of Directors or the Compensation Committee deems it appropriate, it may also grant long-term incentives, which are linked to future performance regardless of the achievement of past performance targets. No such allocations were made in the 2024 and 2025 financial years.

**Other benefits**
Stadler bears the pension and social security contributions stipulated by the law and the regulations. Like all Stadler employees, members of the Group Executive Board receive a Christmas bonus of a maximum of CHF 1,000 depending on the course of business, and are entitled to a long-service bonus every five years. Members of the Group Executive Board also receive a monthly expense allowance for representation expenses which, as a substitute, does not constitute remuneration. In addition, a mobile phone is made available to each member of the Group Executive Board.

Pursuant to Article 30 of the Articles of Association, the members of the Group Executive Board may be granted loans, credits, guarantees or securities at market conditions, but only up to a total amount per person not exceeding (i) 500% of the current fixed annual remuneration as a secured loan for the acquisition of real estate or (ii) 200% of the current fixed annual remuneration for other loans, credits, guarantees or securities.

Members of the Group Executive Board are not granted any entry bonuses or severance payments.

**2 Responsibilities and powers**
The Compensation Committee consists of at least three members of the Board of Directors. Candidates are proposed by the Board of Directors to the General Meeting and elected by the latter for a period of one year until the next Ordinary General Meeting. Re-election is possible.

The Compensation Committee assists the Board of Directors in determining and reviewing the remuneration strategy and guidelines and the qualitative and quantitative criteria for the variable remuneration of members of the Group Executive Board, as well as in preparing proposals for the General Meeting regarding the remuneration of members of the Board of Directors and of the Group Executive Board.

[1] The full statutory provision on variable remuneration is set out in Article 25 of the Articles of Association, which can be found at https://www.stadlerrail.com/en/downloads.

The basic principles of the remuneration strategy are reviewed annually. The Compensation Committee held two (previous year: two) meetings in the 2025 financial year. The members of the Board of Directors who are not members of the Compensation Committee did not attend the committee meetings during the year, but were informed by the Chairman of the Compensation Committee at the next meeting of the full Board of Directors about the main resolutions and measures relating to the remuneration process and system.

The approval of the remuneration by the Board of Directors is subject to approval by the General Meeting. In accordance with the Articles of Association, the General Meeting votes annually on the maximum total remuneration to be paid to the Board of Directors and Group Executive Board for the financial year following the Annual General Meeting.

If the General Meeting does not approve a total amount, the provisions of Article 27, paragraph 2 of the Articles of Association apply. Stadler may align remuneration subject to subsequent approval by the General Meeting.

In accordance with Article 27, paragraph 4 of the Articles of Association, Stadler is authorised to pay additional remuneration (including any compensation for loss of remuneration or for financial disadvantages in connection with a change of employment) to members of the Group Executive Board who join the Group Executive Board or are promoted within it after the date of approval of the remuneration by the General Meeting and to the extent that the amount already approved is insufficient for the relevant period. These additional amounts do not have to be approved by the General Meeting provided that they do not exceed 50% of the maximum total remuneration approved for the Group Executive Board.

### 3 Remuneration for the 2025 financial year

The remuneration of the Group Executive Board is reported in accordance with the accrual principle since the variable remuneration is not paid until the following year. In the case of new members joining the Board of Directors or the Group Executive Board, remuneration is included from the date of assumption of the corresponding function (pro rata). The same applies to departures.

## Board of Directors

| | Function | Remuneration in cash | Remuneration in shares | Social security contributions[1] | 2025 Total | 2024 Total |
|---|---|---|---|---|---|---|
| | | in TCHF | in TCHF | in TCHF | in TCHF | in TCHF |
| Peter Spuhler | Chairman of the Board of Directors<br>Chairman of Strategy Committee<br>Member of Compensation Committee<br>Member of Nomination Committee | – | 375 | 19 | 394 | 394 |
| Hans-Peter Schwald[2] | Vice-Chairman of the Board of Directors<br>Member of Audit Committee<br>Member of Compensation Committee<br>Member of Nomination Committee | 190 | – | 11 | 201 | 210 |
| Dr. Stefan Asenkerschbaumer | Member of the Board of Directors<br>Member of Audit Committee<br>Member of Strategy Committee | 97 | 41 | – | 138 | 140 |
| Dr. Christoph Franz | Member of the Board of Directors<br>Chairman of Compensation Committee<br>Chairman of Nomination Committee | 120 | – | 7 | 127 | 129 |
| Danijela Karelse[3] | Member of the Board of Directors<br>Chairwoman of Audit Committee | 88 | 36 | 9 | 133 | 79 |
| Wojciech Kostrzewa | Member of the Board of Directors<br>Member of Audit Committee | 110 | – | | 110 | 110 |
| Doris Leuthard[4] | Member of the Board of Directors<br>Member of Strategy Committee<br>Member of Compensation Committee<br>Member of Nomination Committee | 123 | – | 10 | 133 | 124 |
| Niko Warbanoff[5] | Member of the Board of Directors<br>Member of Strategy Committee | 55 | 69 | – | 124 | 83 |
| Barbara Egger-Jenzer[6] | Member of the Board of Directors<br>Member of Compensation Committee<br>Member of Nomination Committee | 37 | – | 1 | 38 | 116 |
| Kurt Rüegg[7] | Member of the Board of Directors<br>Chairman of Audit Committee | 40 | – | 2 | 42 | 129 |
| **Total remuneration to members of the Board of Directors[8]** | | **860** | **521** | **59** | **1,440** | **1,514** |

1 Social security benefits include the employer's portion of social security contributions.
2 Mr. Schwald resigned from the Strategy Committee on 22 May 2024.
3 Ms. Karelse was elected to the Board of Directors at the General Meeting held on 22 May 2024. She has been Chairwoman of the Audit Committee since 7 May 2025 (she was previously a member).
4 Ms. Leuthard has been a member of the Compensation and Nomination Committees since 7 May 2025.
5 Mr. Warbanoff was elected to the Board of Directors at the General Meeting held on 22 May 2024.
6 Ms. Egger-Jenzer was a member of the Board of Directors until the General Meeting held on 7 May 2025.
7 Mr. Rüegg was a member of the Board of Directors until the General Meeting held on 7 May 2025.
8 The remuneration for membership and chairmanship of the Nomination and Compensation Committees totals TCHF 20 and TCHF 30 per year respectively.

## Group Executive Board

| | Fixed remuneration | Variable remuneration in cash | Variable remuneration in shares | Other benefits[1] | 2025 Total | 2024 Total |
|---|---|---|---|---|---|---|
| | in TCHF | in TCHF | in TCHF | in TCHF | in TCHF | in TCHF |
| Markus Bernsteiner, Group CEO | 650 | 228 | 190 | 388 | 1,456 | 1,861 |
| Other members of the Group Executive Board | 4,296 | 940 | 1,462 | 2,007 | 8,705 | 5,552 |
| **Total remuneration to the Group Executive Board** | **4,946** | **1,168** | **1,652** | **2,395** | **10,161** | **7,413** |

1 Other benefits include the employer's portion of social security and pension fund contributions, as well as contributions for accident and illness insurance. Christmas bonuses and seniority bonuses are also included.

At the 2024 Annual General Meeting, the Board of Directors was awarded total remuneration of CHF 2,000,000 and the Group Executive Board total remuneration of CHF 11,800,000 for the 2025 financial year. The total remuneration for the Board of Directors and the Group Executive Board for 2025 is within the approved range.

### 4 Remuneration to former members of executive bodies

No remuneration was paid to former members of executive bodies. Former members of executive bodies are persons who stepped down before the start of the current reporting period.

### 5 Remuneration to related parties

No remuneration was paid to related parties of the Board of Directors or Group Executive Board.

### 6 Loans and credits

As at 31 December 2025, there is a secured loan of CHF 2,924,695 outstanding to Martin Ritter (Executive Vice President of the North America Division) for the acquisition of property. The loan was granted at standard market conditions. Besides this, neither Stadler nor any other Group company granted any loans or credits to related parties or to former or current members of executive bodies. There were no loans or credits outstanding in the previous year.

### 7 Shareholdings of the Board of Directors and Group Executive Board

The members of the Board of Directors and the Group Executive Board (including related parties) hold the following number of shares in Stadler Rail AG:

**Board of Directors**

| in units | 31.12.2025 | 31.12.2024 |
|---|---|---|
| Peter Spuhler | 42,389,509 | 42,140,153 |
| Hans-Peter Schwald | 850,000 | 850,000 |
| Dr. Stefan Asenkerschbaumer | 7,446 | 5,769 |
| Dr. Christoph Franz | 1,190,781 | 1,370,781 |
| Danijela Karelse | 1,761 | – |
| Wojciech Kostrzewa | 150,000 | 150,000 |
| Doris Leuthard | 5,320 | 5,320 |
| Niko Warbanoff | 4,611 | 1,773 |
| Barbara Egger-Jenzer | n/a | 5,306 |
| Kurt Rüegg | n/a | 388,504 |
| **Total number of shares Board of Directors** | **44,599,428** | **44,917,606** |

**Group Executive Board**

| in units | 31.12.2025 | 31.12.2024 |
|---|---|---|
| Markus Bernsteiner | 301,023 | 290,963 |
| Raphael Widmer | 90,000 | 90,000 |
| Ansgar Brockmeyer | 44,422 | 42,334 |
| Lucius Gerig | 4,798 | 2,874 |
| Jure Mikolčić | 32,175 | 34,815 |
| Philipp Brunner | 8,420 | 6,452 |
| Iñigo Parra | 43,791 | 41,595 |
| Martin Ritter | 14,298 | n/a |
| Marc Trippel | 3,886 | 2,387 |
| Daniel Baer | 22,159 | 26,928 |
| Benjamin Niederhauser | 4,951 | 1,802 |
| **Total number of shares Group Executive Board** | **569,923** | **540,150** |

## 8 Activities in other companies

### Board of Directors

| | Function | Stock listed | 31.12.2025 | 31.12.2024 |
|---|---|---|---|---|
| **Peter Spuhler** | | | | |
| PCS Holding AG | Chairman of the Board of Directors | no | x | x |
| Allreal Holding AG | Member of the Board of Directors | yes | x | x |
| Rieter Holding AG | Member of the Board of Directors | yes | x | x |
| Aebi Schmidt Holding AG | Member of the Board of Directors | yes (since 2025) | x | x (Chairman) |
| DSH Holding AG | Vice-Chairman of the Board of Directors | no | x | x |
| European Loc Pool AG | Member of the Board of Directors | no | x | x |
| Sönmez Transformer Company (STS) | Member of the Board of Directors | no | x | x |
| Florhof Immobilien AG | Member of the Board of Directors | no | x | x |
| Chesa Sül Spelm AG | Member of the Board of Directors | no | x | x |
| RANA APS AG | Chairman of the Board of Directors | no | x | x |
| Robert Bosch GmbH | Member of the Supervisory Board | no | x | x |
| Robert Bosch Industrietreuhand KG | Limited Partner | no | x | x |
| Tele D | Member of the Board of Trustees | no | x | x |
| LITRA | Member of the Management Committee and Vice-Chairman of the Board of Directors | no | x | x |
| Swissmem | Member of the Executive Committee | no | x | x |
| PMT Management AG | Member of the Board of Directors | no | x | x |
| Wohnpark Promenade AG | Member of the Board of Directors | no | x | x |
| **Hans-Peter Schwald** | | | | |
| Autoneum Holding AG | Chairman of the Board of Directors | yes | x | x |
| AVIA Vereinigung | Chairman of the Executive Board | no | | x |
| Dagda Consulting AG | Chairman of the Board of Directors | no | x | x |
| DSH Holding AG | Member of the Board of Directors | no | | x |
| PCS Holding AG | Member of the Board of Directors | no | | x |
| Rehaklinik Tschugg AG | Chairman of the Board of Directors | no | x | x |
| Retsch Holding AG | Member of the Board of Directors | no | x | x |
| Rieter Holding AG | Member of the Board of Directors | yes | | x |
| VITREA Schweiz AG (formerly VAMED Management und Service Schweiz AG) | Member of the Board of Directors | no | x | x (Chairman) |
| Rehaklinik Zihlschlacht AG | Member of the Board of Directors | no | x | x (Chairman) |
| Rehaklinik Dussnang AG | Member of the Board of Directors | no | x | x (Chairman) |
| Rehaklinik Seewis AG | Member of the Board of Directors | no | x | x (Chairman) |
| Valfor Attorneys-at-law Association | Chairman of the Executive Board | no | x | x |
| VAMED Health Project Schweiz AG | Chairman of the Board of Directors | no | x | x |
| ZSC Lions Arena Immobilien AG | Chairman of the Board of Directors | no | x | x |
| **Dr. Stefan Asenkerschbaumer** | | | | |
| Robert Bosch GmbH | Chairman of the Supervisory Board | no | x | x |
| Robert Bosch Industrietreuhand KG | Managing Partner | no | x | x |
| BASF SE | Deputy Chairman of the Supervisory Board | yes | x | x |

| | Function | Stock listed | 31.12.2025 | 31.12.2024 |
|---|---|---|---|---|
| **Dr. Christoph Franz** | | | | |
| Chugai Pharmaceutical Co., Ltd. | Member of the Board of Directors | yes | | x |
| Zurich Insurance Group AG | Vice-Chairman of the Board of Directors | yes | x | x |
| Zürich Versicherungs-Gesellschaft AG | Vice-Chairman of the Board of Directors | no | x | x |
| Konzernvorsorgestiftung der Zürich Versicherungs-Gruppe | Member of the Board of Trustees | no | x | x |
| Ernst Göhner Stiftung | Member of the Board of Trustees | no | x | x |
| Rantum Equity Participation GmbH & Co. KG | Member of the Advisory Board | no | x | x |
| Artemis Holding AG | Vice-Chairman of the Board of Directors | no | x | x |
| **Danijela Karelse** | | | | |
| NETSTAL Maschinen AG | CFO | no | | x |
| Personalvorsorgestiftung der NETSTAL Maschinen AG | Vice-Chairwoman | no | | x |
| NETSTAL Benelux BV | Director | no | | x |
| NETSTAL Shanghai Machinery LLC | Director | no | | x |
| NETSTAL Iberica SA | Director | no | | x |
| NETSTAL France SAS | Director | no | | x |
| NETSTAL Italia S.r.l. | Director | no | | x |
| NETSTAL Singapore Pte. Ltd. | Director | no | | x |
| NETSTAL UK Ltd. | Director | no | | x |
| NETSTAL Inc. | Director | no | | x |
| Ecorobotix SA | CFO | no | x | |
| MAARDA GmbH | Managing Director | no | x | x |
| **Wojciech Kostrzewa** | | | | |
| Billon Group Ltd. | Chairman of the Board of Directors | no | | x |
| Alior Bank SA | Chairman of the Supervisory Board | yes | x | |
| ERGO Hestia SA | Vice-Chairman of the Supervisory Board | no | x | x |
| ERGO Hestia Life SA | Member of the Supervisory Board | no | x | x |
| Wydawnictwo Pascal | Chairman of the Supervisory Board | no | | x |
| WK Consult | CEO | no | | x |
| Art Polonia SL | Director | no | | x |
| Gremi Media SA | Member of the Supervisory Board | yes | | x |
| Cricklade Investments | Director | no | | x |
| Kostrzewa, Marciniak-Małecka, Evox KG | General Partner | no | x | x |
| Squirro AG | Member of the Advisory Board | no | x | x |
| **Doris Leuthard** | | | | |
| Coop Genossenschaft | Vice-Chairwoman of the Management | no | x | x |
| Coop-Gruppe Genossenschaft | Vice-Chairwoman of the Management | no | x | x |
| Coop Pronto AG | Member of the Board of Directors | no | x | x |
| Transgourmet Holding AG | Vice-Chairwoman of the Board of Directors | no | x | x |
| Bell Food Group AG | Vice-Chairwoman of the Board of Directors | yes | x | x |
| ETH Zürich Foundation | Member of the Board of Trustees | no | x | x |
| Venture | Member of the Board of Trustees | no | x | x |
| Neue Holzbau AG Lungern | Member of the Board of Directors | no | x | |

| | Function | Stock listed | 31.12.2025 | 31.12.2024 |
|---|---|---|---|---|
| **Niko Warbanoff** | | | | |
| Deutsche Bahn AG; DB E.C.O. Group | CEO | no | x | x |
| DB International Operations GmbH | CEO | no | x | x |
| **Barbara Egger-Jenzer** | | | | |
| Kraftwerke Oberhasli AG | Chairwoman of the Board of Directors | no | n/a | x |
| **Kurt Rüegg** | | | | |
| PCS Holding AG | Member of the Board of Directors | no | n/a | x |
| Casino Theater AG Winterthur | Member of the Board of Directors | no | n/a | x |

## Group Executive Board

| | Function | Stock listed | 31.12.2025 | 31.12.2024 |
|---|---|---|---|---|
| **Markus Bernsteiner** | | | | |
| – | – | – | | |
| **Raphael Widmer** | | | | |
| Pensionskasse der Stadler Rail Group | Chairman of the Board of Trustees | no | x | x |
| Hürlimann Railtec AG | Chairman of the Board of Directors | no | x | x |
| **Ansgar Brockmeyer** | | | | |
| – | – | – | | |
| **Lucius Gerig** | | | | |
| Ostschweizer Ausgleichskasse für Handel und Industrie | Chief Executive | no | x | x |
| LITRA | Member of the Finance Committee | no | x | x |
| **Jure Mikolčić** | | | | |
| KUGEL Edelstahlverarbeitung GmbH | Member of the Advisory Board | no | x | |
| **Philipp Brunner** | | | | |
| AsstrA-Associated Traffic AG | Member of the Executive Committee | no | x | x |
| **Iñigo Parra** | | | | |
| Colegio Guadalaviar | Chairman of the Board of Directors | no | x | x |
| Hinojosa S.A. | Member of the Board of Directors | no | x | x |
| **Martin Ritter** | | | | |
| Aebi Schmidt Holding AG | Member of the Board of Directors | yes | x | n/a |
| Quevita AG | Member of the Board of Directors | no | x | n/a |
| Peakstone Alpine Holding, LLC | Managing Director | no | x | n/a |
| Knights Ranching LLC | Managing Director | no | x | n/a |
| **Marc Trippel** | | | | |
| AngelStar S.r.l. | Member of the Board of Directors | no | x | x |
| BW Center GmbH | Managing Director | no | x | x |
| **Daniel Baer** | | | | |
| ÖBB Stadler Service GmbH | Partner | no | x | x |
| **Benjamin Niederhauser** | | | | |
| – | – | – | | |

# Report of the Statutory Auditor

**To the General Meeting of Stadler Rail AG, Bussnang**

## Report on the Audit of the Remuneration Report

**Opinion**
We have audited the Remuneration Report of Stadler Rail AG (the Company) for the year ended 31 December 2025. The audit was limited to the information pursuant to Art. 734a-734f of the Swiss Code of Obligations (CO) in the sections 3 to 8 on pages 168 to 174 of the Remuneration Report.

In our opinion, the information pursuant to Art. 734a-734f CO in the accompanying Remuneration Report complies with Swiss law and the Company's articles of incorporation.

**Basis for Opinion**
We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Audit of the Remuneration Report" section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Other Information**
The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the tables marked "audited" in the Remuneration Report, the consolidated financial statements, the stand-alone financial statements and our auditor's reports thereon.

Our opinion on the Remuneration Report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Remuneration Report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the audited financial information in the Remuneration Report or our knowledge obtained in the audit 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.

**Board of Directors' Responsibilities for the Remuneration Report**
The Board of Directors is responsible for the preparation of a Remuneration Report in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the preparation of a Remuneration Report that is free from material misstatement, whether due to fraud or error. The Board of Directors is also responsible for designing the remuneration system and defining individual remuneration packages.

**Auditor's Responsibilities for the Audit of the Remuneration Report**
Our objectives are to obtain reasonable assurance about whether the information pursuant to Art. 734a-734f CO is 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 Swiss law and SA-CH 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 this Remuneration Report.

As part of an audit in accordance with Swiss law and SA-CH, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

— Identify and assess the risks of material misstatement in the Remuneration Report, 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 risk 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.

— 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 Company's internal control.

— Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.

We communicate with the Board of Directors or its relevant 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 Board of Directors or its relevant committee with a statement that we have complied with 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, actions taken to eliminate threats or safeguards applied.

KPMG AG

Toni Wattenhofer
Licensed Audit Expert
Auditor in Charge

Nicolas Wuffli
Licensed Audit Expert

Zurich, 17 March 2026

KPMG AG, Badenerstrasse 172, CH-8036 Zurich


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# CONSOLIDATED FINANCIAL STATEMENTS

# Contents

**Financial statements of Stadler Rail AG**



**Notes to the financial statements**



**Report of the Statutory Auditor on the financial statements**

# Consolidated income statement

| in thousands of CHF or as noted | Note | 2025 | | 2024 | |
|---|---|---|---|---|---|
| **Net revenue** | 1.1 | **3,679,250** | **100.0%** | **3,255,595** | **100.0%** |
| Material and external services | | (1,949,257) | 53.0% | (1,703,516) | 52.3% |
| Material overheads | | (134,292) | 3.6% | (125,823) | 3.9% |
| Warranty costs | 2.6 | (114,263) | 3.1% | (92,164) | 2.8% |
| Production costs | | (770,159) | 20.9% | (678,899) | 20.9% |
| Engineering costs | | (245,780) | 6.7% | (249,096) | 7.7% |
| Project management costs | | (45,307) | 1.2% | (35,186) | 1.1% |
| **Cost of goods sold and services provided** | | **(3,259,058)** | **88.6%** | **(2,884,684)** | **88.6%** |
| **Gross margin** | | **420,192** | **11.4%** | **370,911** | **11.4%** |
| Development costs | | (33,573) | | (35,852) | |
| Sales costs | | (70,865) | | (78,420) | |
| Administration costs | | (152,834) | | (139,697) | |
| Other operating income | | 10,916 | | 8,333 | |
| Other operating expenses | | (13,265) | | (24,794) | |
| **Operating result (EBIT)** | | **160,571** | **4.4%** | **100,481** | **3.1%** |
| Financial result | 5.1 | (16,674) | | (1,519) | |
| Share of results from associated companies | 4.3 | 6,452 | | 4,002 | |
| **Ordinary result** | | **150,349** | **4.1%** | **102,964** | **3.2%** |
| Non-operating result | 5.5 | (93) | | (169) | |
| **Profit before income taxes** | | **150,256** | **4.1%** | **102,795** | **3.2%** |
| Income taxes | 5.2 | (49,592) | | (47,829) | |
| **Profit for the year** | | **100,664** | **2.7%** | **54,966** | **1.7%** |
| – thereof attributable to shareholders of Stadler Rail AG | | 88,024 | | 38,417 | |
| – thereof attributable to minority interests | | 12,640 | | 16,549 | |
| **Basic and diluted earnings per share (in CHF)** | 1.5 | **0.88** | | **0.38** | |

# Consolidated balance sheet

| in thousands of CHF | Note | 31.12.2025 | | 31.12.2024 | |
|---|---|---|---|---|---|
| **Assets** | | | | | |
| Cash and cash equivalents | | 664,190 | | 1,260,853 | |
| Trade receivables | 2.1 | 432,843 | | 414,269 | |
| Other current receivables | 2.7 | 126,257 | | 110,585 | |
| Compensation claims from work in progress | 1.3 | 833,407 | | 775,715 | |
| Inventories | 2.2 | 385,087 | | 327,863 | |
| Work in progress | 1.2 | 1,682,584 | | 1,332,912 | |
| Accrued income and deferred expenses | | 112,347 | | 59,951 | |
| **Total current assets** | | **4,236,715** | **71.1%** | **4,282,148** | **73.1%** |
| Property, plant and equipment | 2.3 | 1,200,533 | | 1,095,731 | |
| Financial assets | 2.4 | 186,797 | | 187,311 | |
| Investments in associated companies | 4.3 | 28,437 | | 24,367 | |
| Intangible assets | 2.5 | 303,087 | | 265,895 | |
| **Total non-current assets** | | **1,718,854** | **28.9%** | **1,573,304** | **26.9%** |
| **Total assets** | | **5,955,569** | **100.0%** | **5,855,452** | **100.0%** |
| **Liabilities & equity** | | | | | |
| Current financial liabilities | 3.1 | 433,906 | | 49,787 | |
| Trade payables | 2.1 | 304,288 | | 230,215 | |
| Liabilities from work in progress | 1.2 | 2,823,004 | | 3,059,483 | |
| Other current liabilities | 2.7 | 161,935 | | 171,019 | |
| Current provisions | 2.6 | 117,378 | | 93,944 | |
| Deferred income and accrued expenses | 2.7 | 587,763 | | 477,581 | |
| **Total current liabilities** | | **4,428,274** | **74.4%** | **4,082,029** | **69.7%** |
| Non-current financial liabilities | 3.1 | 505,737 | | 843,042 | |
| Employee benefit obligations | 5.3 | 1,773 | | 2,620 | |
| Non-current provisions | 2.6 | 163,563 | | 153,682 | |
| **Total non-current liabilities** | | **671,073** | **11.3%** | **999,344** | **17.1%** |
| **Total liabilities** | | **5,099,347** | **85.6%** | **5,081,373** | **86.8%** |
| Share capital | 3.3 | 20,000 | | 20,000 | |
| Capital reserves | | 18,718 | | 17,583 | |
| Treasury shares | 3.3 | (78) | | (23) | |
| Retained earnings | | 685,615 | | 663,259 | |
| Profit for the year, attributable to shareholders of Stadler Rail AG | | 88,024 | | 38,417 | |
| **Stadler Rail AG shareholders' equity** | | **812,279** | **13.6%** | **739,236** | **12.6%** |
| Minority interests | | 43,943 | | 34,843 | |
| **Total equity** | | **856,222** | **14.4%** | **774,079** | **13.2%** |
| **Total liabilities & equity** | | **5,955,569** | **100.0%** | **5,855,452** | **100.0%** |

# Consolidated cash flow statement

| in thousands of CHF | Note | 2025 | 2024 |
|---|---|---|---|
| **Cash flow from operating activities** | | | |
| Profit for the year | | 100,664 | 54,966 |
| Depreciation and amortisation | | 117,880 | 117,209 |
| Loss/(Profit) on disposal of non-current assets | | 160 | (103) |
| Share of results from associated companies | 4.3 | (6,452) | (4,002) |
| Other non-cash items | | (25,302) | (51,920) |
| Addition/(Reduction) employee benefit obligations | 5.3 | (771) | (1,546) |
| Addition/(Reduction) non-current provisions | 2.6 | 12,016 | 32,664 |
| **Change in net current assets** | | | |
| – Reduction/(Addition) trade receivables | 2.1 | (21,787) | (76,538) |
| – Reduction/(Addition) other current receivables | 2.7 | (15,146) | 2,707 |
| – Reduction/(Addition) compensation claims from work in progress | 1.3 | (66,879) | (72,770) |
| – Reduction/(Addition) inventories | 2.2 | (58,193) | (25,430) |
| – Reduction/(Addition) work in progress | 1.2 | (358,768) | (287,260) |
| – Reduction/(Addition) accrued income and deferred expenses | | (52,828) | (25,666) |
| – Addition/(Reduction) trade payables | 2.1 | 76,728 | 69,854 |
| – Addition/(Reduction) liabilities from work in progress | 1.2 | (182,588) | 407,920 |
| – Addition/(Reduction) other current liabilities | 2.7 | (5,553) | 56,197 |
| – Addition/(Reduction) current provisions | 2.6 | 24,207 | 11,394 |
| – Addition/(Reduction) deferred income and accrued expenses | 2.7 | 113,514 | 78,725 |
| **Net cash flow from operating activities** | | **(349,098)** | **286,401** |
| **Cash flow from investing activities** | | | |
| Investments in property, plant and equipment | 2.3 | (212,609) | (169,368) |
| Grants received for property, plant and equipment | 5.4 | 4,101 | 6,588 |
| Proceeds from sales of property, plant and equipment | 2.3 | 117 | 1,995 |
| Investments in financial assets | 2.4 | (3,187) | (1,963) |
| Proceeds from sales of financial assets | 2.4 | 795 | 4,287 |
| Dividends received from associated companies | 4.3 | 2,125 | 1,246 |
| Investments in intangible assets | 2.5 | (69,860) | (70,941) |
| Grants received for intangible assets | 5.4 | 668 | 790 |
| Proceeds from sales of intangible assets | 2.5 | 1,694 | 1,571 |
| **Net cash flow from investing activities** | | **(276,156)** | **(225,795)** |
| **Cash flow from financing activities** | | | |
| Proceeds from current financial liabilities | 3.1 | 93,495 | – |
| Repayment of current financial liabilities | 3.1 | (27,666) | (115,774) |
| Proceeds from non-current financial liabilities | 3.1 | 22,124 | 173,472 |
| Repayment of non-current financial liabilities | 3.1 | (20,066) | – |
| Proceeds from/(Repayment of) bond issuance | 3.1 | – | 200,000 |
| Proceeds from/(Repayment of) promissory note loans | 3.1 | – | (57,142) |
| Payment of capital from minority shareholders | 4.1 | 459 | – |
| (Purchase)/Sale of treasury shares | 3.3 | (2,405) | (2,786) |
| Dividends paid to shareholders of Stadler Rail AG | 3.3 | (19,980) | (89,928) |
| Dividends paid to minority interests | | (1,224) | (8,684) |
| **Net cash flow from financing activities** | | **44,737** | **99,158** |
| **Total net cash flow** | | **(580,517)** | **159,764** |
| Cash and cash equivalents as at 1 January | | 1,260,853 | 1,087,044 |
| Currency translation differences on cash and cash equivalents | | (16,146) | 14,045 |
| **Cash and cash equivalents as at 31 December** | | **664,190** | **1,260,853** |

The other non-cash items include, in particular, changes in deferred tax assets, as well as the effects of share-based remuneration and currency translation differences.

## Accounting principles

Cash and cash equivalents include cash on hand, postal and bank deposits, as well as sight deposits and deposits with a residual term of 90 days or less. These are valued at nominal values.

# Consolidated statement of changes in equity

| in thousands of CHF | Share capital | Capital reserves | Treasury shares | Goodwill offset | Currency translation differences | Other retained earnings | Total retained earnings | Stadler Rail AG shareholders' equity | Minority interests | Total equity |
|---|---|---|---|---|---|---|---|---|---|---|
| **Balance as at 1 January 2024** | **20,000** | **17,389** | **(8)** | **(243,512)** | **(59,337)** | **1,055,749** | **752,900** | **790,281** | **28,979** | **819,260** |
| Profit for the year | – | – | – | – | – | 38,417 | 38,417 | 38,417 | 16,549 | 54,966 |
| Dividends paid | – | – | – | – | – | (89,928) | (89,928) | (89,928) | (8,684) | (98,612) |
| Purchase of treasury shares | – | – | (2,786) | – | – | – | – | (2,786) | – | (2,786) |
| Share-based payments | – | 194 | 2,771 | – | – | – | – | 2,965 | 5 | 2,970 |
| Currency translation differences | – | – | – | – | 287 | – | 287 | 287 | (2,006) | (1,719) |
| **Balance at 31 December 2024** | **20,000** | **17,583** | **(23)** | **(243,512)** | **(59,050)** | **1,004,238** | **701,676** | **739,236** | **34,843** | **774,079** |
| Profit for the year | – | – | – | – | – | 88,024 | 88,024 | 88,024 | 12,640 | 100,664 |
| Dividends paid | – | – | – | – | – | (19,980) | (19,980) | (19,980) | (1,224) | (21,204) |
| Payment of capital from minority shareholders | – | – | – | – | – | – | – | – | 459 | 459 |
| Purchase of treasury shares | – | – | (2,405) | – | – | – | – | (2,405) | – | (2,405) |
| Share-based payments | – | 1,135 | 2,350 | – | – | – | – | 3,485 | (4) | 3,481 |
| Currency translation differences | – | – | – | – | 3,919 | – | 3,919 | 3,919 | (2,771) | 1,148 |
| **Balance at 31 December 2025** | **20,000** | **18,718** | **(78)** | **(243,512)** | **(55,131)** | **1,072,282** | **773,639** | **812,279** | **43,943** | **856,222** |

# Notes to the consolidated financial statements

## Information on the report

This section describes the basis for preparing the financial statements and gives an overview of the key assumptions and estimates made by the management. It also provides an insight into the main events in the financial year that have an impact on the consolidated financial statements.

**The Stadler Rail Group**
Stadler Rail AG ("Holding" or "Company"), headquartered in 9565 Bussnang at Ernst-Stadler-Strasse 1, is a public limited company incorporated under Swiss law, which has been listed on the SIX Swiss Exchange in Zurich with the securities symbol SRAIL since 12 April 2019. The Stadler Rail Group (hereinafter Stadler) is an international, independent rail vehicle manufacturer with a focus on Europe and the development of further regions, which pursues a targeted segment and market strategy with high-quality and customer-specific products.

The consolidated financial statements as at 31 December 2025 present the net assets, financial position and results of operations of Stadler Rail AG and its subsidiaries disclosed in Note 4.4 "List of investments".

**Basis for the preparation of the financial statements**
The consolidated financial statements have been prepared in compliance with all existing guidelines of Swiss GAAP FER (Swiss Accounting and Reporting Recommendations). They provide a true and fair view of the net assets, financial position and results of operations and meet the requirements of Swiss law.

The consolidated financial statements are presented in Swiss francs. Unless otherwise stated, all financial information in Swiss francs has been rounded to the nearest thousand. For this reason, rounding differences may occur.

The valuation basis used in these consolidated financial statements is based on historical acquisition or production costs, unless a standard requires a different valuation basis for an item or a different valuation basis has been used to exercise an option. In this case, it is explicitly mentioned in the accounting principles. Accounting principles that are relevant to an understanding of the consolidated financial statements are set out in the specific notes. The consolidated income statement is presented according to the cost of sales method. The same consolidation, accounting and valuation principles were applied as in the previous year.

**Management assumptions and estimates**
The preparation of the consolidated financial statements in accordance with Swiss GAAP FER requires management to make estimates, judgements and assumptions that have an effect on the application of accounting and measurement methods and impact the reported amounts of assets, liabilities, income and expenses. The estimates and related assumptions are based on past experience and various other factors deemed appropriate. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed regularly. Changes in accounting-related estimates are recognised in the current period and in the periods affected in the future.

Judgements made by management in applying Swiss GAAP FER which have a significant impact on the financial statements, and estimates with a high adjustment risk in the coming year, are presented in the following notes:

| Further information | Description |
|---|---|
| **Note 1.2** | **Work in progress – assessment of the percentage of completion and of total costs** |

# 1. Operating performance

This section presents Stadler's operating performance. Segment reporting reflects the segment revenue taken into consideration at top management level for corporate management purposes. Details of work in progress, personnel expenses and earnings per share are also shown.

## 1.1 Segment reporting

External segment reporting is based on internal reporting, which is used by Group Management for corporate management purposes. Group Management consists of the Group Executive Board and the Board of Directors.

The following three segments exist:

| Segment | Activity |
|---|---|
| **Rolling Stock** | The "Rolling Stock" business segment manufactures various types of rail vehicles. This segment includes various product types in the following sectors: high-speed, intercity, regional trains, city transport, locomotives and Tailor Made. The range of services also encompasses the sale of spare material, the provision of engineering services and small orders. |
| **Service & Components** | The "Service & Components" business segment includes the sale of spare parts, the completion of revision, repair and modernisation work (refits) in the 3R business and the performance of preventive and corrective maintenance in the full-service business. This business segment also includes the supply of vehicle components such as car bodies or bogies. |
| **Signalling** | The "Signalling" business segment develops and distributes various signalling solutions for vehicles and infrastructures. The portfolio includes solutions in the areas of train protection (ETCS and national automatic train protection systems), communication-based train control for driverless operation (CBTC), automatic train operation (ATO), driving assistance systems (CWS/CDAS/DAS), interlocking technologies (RSTW/ ESTW) and other trackside components that make up the complete automatic train protection system. The range of services also encompasses the sale of spare parts and, as a digitalisation partner, the provision of services relating to the planning and implementation of safety systems. |

With reference to the complementary recommendation for listed companies (FER 31/8) on segment reporting, Stadler does not report segment results in the interests of shareholders for the following reasons:

1. Detrimental effect on the negotiating position:

The disclosure of segment results would allow conclusions to be drawn on pricing, which could significantly impair Stadler's negotiating position.

2. Competitive disadvantage in relation to competitors:

Stadler's competitors generally do not report segment information and detailed segment results. The disclosure of segment results would put Stadler at a competitive disadvantage vis-à-vis its competitors, as the results allow conclusions to be drawn about the margin and cost situation per segment.

| in thousands of CHF or as noted | "Rolling Stock" | | "Service & Components" | | "Signalling" | | "Corporate Centre" & Eliminations | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| **Net revenue** | | | | | | | | | | |
| Net revenue per segment | 2,994,045 | 2,738,166 | 1,037,708 | 866,432 | 202,742 | 109,108 | (555,245) | (458,111) | 3,679,250 | 3,255,595 |
| Intersegment revenue | (39,681) | (41,952) | (430,335) | (356,062) | (85,229) | (60,097) | 555,245 | 458,111 | – | – |
| **Total net revenue (third parties)** | **2,954,364** | **2,696,214** | **607,373** | **510,370** | **117,513** | **49,011** | **–** | **–** | **3,679,250** | **3,255,595** |
| of which according to the PoC method | 2,910,967 | 2,651,194 | 457,585 | 378,069 | 106,450 | 38,287 | – | – | 3,475,002 | 3,067,550 |
| **Net revenue by geographical market** | | | | | | | | | | |
| Germany, Austria, Switzerland | 1,568,267 | 1,482,594 | 193,726 | 120,581 | 40,244 | 51,309 | – | – | 1,802,237 | 1,654,484 |
| Western Europe | 855,683 | 662,030 | 330,857 | 293,152 | 7,588 | 1,993 | – | – | 1,194,128 | 957,175 |
| Eastern Europe | 223,210 | 154,364 | 47,016 | 68,506 | 2,805 | 1,989 | – | – | 273,031 | 224,859 |
| America | 160,641 | 146,612 | 15,025 | 10,886 | 66,473 | (6,950) | – | – | 242,139 | 150,548 |
| CIS | 70,345 | 68,573 | 19,714 | 15,659 | – | – | – | – | 90,059 | 84,232 |
| Rest of the world | 76,218 | 182,041 | 1,035 | 1,586 | 403 | 670 | – | – | 77,656 | 184,297 |
| **Total net revenue by market** | **2,954,364** | **2,696,214** | **607,373** | **510,370** | **117,513** | **49,011** | **–** | **–** | **3,679,250** | **3,255,595** |
| **Net revenue by product group** | | | | | | | | | | |
| Trains | 1,289,760 | 1,236,363 | | | | | | | | |
| Locomotives | 514,574 | 451,256 | | | | | | | | |
| LRV | 264,539 | 285,532 | | | | | | | | |
| METRO | 377,469 | 281,206 | | | | | | | | |
| TAILOR MADE | 508,022 | 441,857 | | | | | | | | |
| **Total net revenue by product** | **2,954,364** | **2,696,214** | | | | | | | | |
| **Additions to PPE** | | | | | | | | | | |
| Additions to PPE | 133,694 | 112,336 | 61,353 | 54,638 | 967 | 900 | 7,557 | 3,013 | 203,571 | 170,887 |
| **Total additions to PPE** | **133,694** | **112,336** | **61,353** | **54,638** | **967** | **900** | **7,557** | **3,013** | **203,571** | **170,887** |
| **Staff as FTEs** | | | | | | | | | | |
| Permanent employees | 10,932 | 9,814 | 4,078 | 3,595 | 721 | 629 | 279 | 238 | 16,010 | 14,276 |
| Temporary employees | 449 | 331 | 326 | 302 | 2 | 2 | – | – | 777 | 635 |
| Apprentices | 279 | 242 | 40 | 40 | 13 | 10 | – | – | 332 | 292 |
| **Total staff as FTEs** | **11,660** | **10,387** | **4,444** | **3,937** | **736** | **641** | **279** | **238** | **17,119** | **15,203** |

The "Corporate Centre" is not an operating segment, but is a service provider within Stadler.

## Accounting principles

**Recognition of revenue: "Rolling Stock"**
Revenue in the "Rolling Stock" segment is mainly generated from the sale of rolling stock, and is recognised using the percentage of completion method (see Note 1.2 "Work in progress"). Revenue also includes the sale of spare material and the provision of engineering services and small orders, which are recognised as soon as a service has been provided.

**Recognition of revenue: "Service & Components"**
Revenue in the "Service" subsegment is made up of the sale of spare parts, the completion of revision, repair and modernisation work (refits) in the 3R business and the performance of preventive and corrective maintenance in the full-service business. Revenue from the sale of spare parts is recognised upon the provision of a service. In the 3R business and the full-service business, revenue is recognised according to the percentage of completion method (see Note 1.2 "Work in progress").

Revenue in the "Components" subsegment is recognised upon delivery or transfer of the benefits and risks to the purchaser.

**Recognition of revenue: "Signalling"**
Revenue in the "Signalling" segment is mainly composed of vehicle and infrastructure signalling solutions and is recognised in both cases according to the percentage of completion method (see Note 1.2 "Work in progress"). The range of services also encompasses the sale of spare parts and, as a digitalisation partner, the provision of services relating to the planning and implementation of safety systems. Revenue is recognised upon the provision of a service.

## 1.2 Work in progress

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Work in progress** | | |
| **"Units of delivery" method** | | |
| Work in progress, gross | 2,455,714 | 2,103,661 |
| Advance payments to suppliers | 83,801 | 77,519 |
| Advance payments to suppliers, related parties | – | 1,482 |
| Advance payments to suppliers, associated companies | 39,344 | 22,392 |
| Advance payments from customers | (1,064,674) | (914,116) |
| Advance payments from customers, related parties | (36,936) | (47,483) |
| **Total work in progress "units of delivery" method** | **1,477,249** | **1,243,455** |
| **"Cost to cost" method** | | |
| Work in progress, gross | 72,855 | 10,138 |
| Advance payments to suppliers | 148 | 1,243 |
| Advance payments from customers | (5,947) | (3,807) |
| Full-service contracts, net | 138,279 | 81,883 |
| **Total work in progress "cost to cost" method** | **205,335** | **89,457** |
| **Total work in progress** | **1,682,584** | **1,332,912** |
| **Liabilities from work in progress** | | |
| **"Units of delivery" method** | | |
| Work in progress, gross | 2,631,931 | 1,761,941 |
| Advance payments to suppliers | 166,232 | 181,461 |
| Advance payments to suppliers, related parties | 5,456 | – |
| Advance payments to suppliers, associated companies | 4,864 | 13,519 |
| Advance payments from customers | (5,397,257) | (4,820,109) |
| Advance payments from customers, related parties | (16,855) | (11,887) |
| Advance payments from customers, associated companies | (4,477) | (7,320) |
| **Total liabilities from work in progress "units of delivery" method** | **(2,610,106)** | **(2,882,395)** |
| **"Cost to cost" method** | | |
| Work in progress, gross | 1,823 | 2,718 |
| Advance payments to suppliers | 64 | 319 |
| Advance payments from customers | (41,725) | (39,515) |
| Full-service contracts, net | (173,060) | (140,610) |
| **Total liabilities from work in progress "cost to cost" method** | **(212,898)** | **(177,088)** |
| **Total liabilities from work in progress** | **(2,823,004)** | **(3,059,483)** |
| **Net work in progress / (liabilities from work in progress)** | **(1,140,420)** | **(1,726,571)** |

## Accounting principles

**Recognition and measurement of work in progress and revenue recognition**
**"Rolling Stock" business segment**
Revenue (net proceeds) from the sale of rail vehicles is recognised on the basis of the percentage of completion on the balance sheet date, provided the relevant conditions are met. The percentage of completion is determined individually for each order on the basis of the "units of delivery" method. Acceptance by the customer generally marks the completion of a unit, whereby a unit usually corresponds to a car or vehicle, and the percentage of completion is calculated according to the ratio of delivered units to the total contractually agreed delivery quantity. There are justified cases in which acceptance by the customer is delayed merely for administrative or organisational reasons, but all significant performance obligations have been met. In such cases, the company management assesses the economic situation and may decide to recognise revenue prior to customer acceptance (see Note 1.3 "Compensation claims from work in progress").

Order costs consist of material and external service costs (incl. bank guarantee costs), material overheads (procurement and logistics), as well as production, engineering and project management costs. The cost rates for measuring productive hours are based on a period of several years at normal employment levels.

Costs in connection with development work are allocated to orders to the extent that they are required for customer-specific production. At the latest before the first delivery of a vehicle, the market potential of the associated development is assessed. If this development can be used for future potential orders, the proportion of development costs not borne by the customer is reclassified from work in progress to intangible assets.

Costs incurred for bank guarantees in connection with customer-specific orders are reported under financial expenses on the date of revenue recognition for the corresponding order. The costs of interest-bearing liabilities are recognised directly in the income statement under financial expenses and are not part of order-related expenses.

Contractual penalties owed are recorded as a reduction in revenue according to the percentage of completion and, if not yet paid, are shown under deferred income.

Subsequent costs for an order already recognised in revenue are entered in deferred income.

For loss-free valuation, work in progress is assessed individually. As soon as a loss becomes apparent, a value adjustment is recognised to the full extent of the expected loss. If the value adjustment exceeds the value of the asset for the order, a provision is recognised for the excess amount.

Work in progress comprises orders for which the cumulative services exceed the payments already made. If the advance payments received are higher than the cumulative services provided, they are reported under liabilities from work in progress.

Advance payments received are recognised in the balance sheet and not through the income statement. They are offset against the corresponding orders or compensation claims for which the advance payments were made and disclosed in the notes.

**"Service & Components" business segment – 3R business**
Revenue (net proceeds) from the completion of revision, repair and modernisation work (refits) in the 3R business is recognised on the basis of the percentage of completion on the balance sheet date, provided the relevant conditions are met. The percentage of completion is determined individually for each order on the basis of the "units of delivery" method. Please refer to the relevant explanations regarding the "Rolling Stock" business segment.

**"Service & Components" business segment – full-service business**
Revenue (net proceeds) from the performance of preventive and corrective maintenance in the full-service business is recognised on the basis of the percentage of completion on the balance sheet date, provided the relevant conditions are met. The percentage of completion is determined individually for

each order on the basis of the "cost to cost" method. This results from the ratio between the costs accumulated on orders and the total expected costs over the term of the contract.

Order costs consist of material and external service costs, material overheads (procurement and logistics), as well as production, engineering and order processing costs. The cost rates for measuring productive hours are based on a period of several years at normal employment levels.

Contractual penalties owed are recorded as a reduction in revenue according to the percentage of completion and, if not yet paid, are shown under deferred income.

For loss-free valuation, work in progress is assessed individually. As soon as a loss becomes apparent, a value adjustment is recognised to the full extent of the expected loss. If the value adjustment exceeds the value of the asset for the order, a provision is recognised for the excess amount.

The kilometre allowances received from customers are continually offset against the services provided as an integral part of work in progress. The resulting net position is recognised per contract in the balance sheet item "Work in progress" (if the cumulative services provided exceed the kilometre allowances received) or "Liabilities from work in progress" (if the allowances received exceed the cumulative services provided).

**"Signalling" business segment – vehicle solutions**
Revenue (net proceeds) from signalling solutions on the vehicle side is recognised on the basis of the percentage of completion on the balance sheet date, provided the relevant conditions are met. The percentage of completion is determined individually for each order on the basis of the "units of delivery" method. Please refer to the relevant explanations regarding the "Rolling Stock" business segment.

**"Signalling" business segment – infrastructure solutions**
Revenue (net proceeds) from signalling solutions on the infrastructure side is recognised on the basis of the percentage of completion on the balance sheet date, provided the relevant conditions are met. The percentage of completion is determined individually for each order on the basis of the "cost to cost" method. This results from the ratio between the costs accumulated on orders and the total expected costs over the term of the contract.

Order costs consist of material and external service costs, material overheads (procurement and logistics), as well as production, engineering and order processing costs. The cost rates for measuring productive hours are based on a period of several years at normal employment levels.

Contractual penalties owed are recorded as a reduction in revenue according to the percentage of completion and, if not yet paid, are shown under deferred income.

For loss-free valuation, work in progress is assessed individually. As soon as a loss becomes apparent, a value adjustment is recognised to the full extent of the expected loss. If the value adjustment exceeds the value of the asset for the order, a provision is recognised for the excess amount.

Work in progress comprises orders for which the cumulative services exceed the payments already made. If the advance payments received are higher than the cumulative services provided, they are reported under liabilities from work in progress.

Advance payments received are recognised in the balance sheet and not through the income statement. They are offset against the corresponding orders for which the advance payments were made and disclosed in the notes.

## 1.3 Compensation claims from work in progress

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Compensation claims from work in progress** | | |
| Compensation claims for vehicles whose revenue has been recognised but not yet invoiced | 2,108,289 | 2,188,274 |
| Compensation claims from related parties for vehicles whose revenue has been recognised but not yet invoiced | 7,948 | 109,190 |
| Advance payments from customers for vehicles whose revenue has been recognised but not yet invoiced | (1,282,830) | (1,419,532) |
| Advance payments from related parties for vehicles whose revenue has been recognised but not yet invoiced | – | (102,217) |
| **Total compensation claims from work in progress** | **833,407** | **775,715** |

Compensation claims from work in progress amounting to CHF 833.4 million (previous year: CHF 775.7 million) are composed of claims from contracts where acceptance by customers has not yet taken place but all significant performance obligations have been fulfilled (CHF 200.3 million, previous year: CHF 300.7 million) and claims from contracts where acceptance by customers has already taken place but invoices have not yet been issued in accordance with individual payment plans (CHF 633.1 million, previous year: CHF 475.0 million).

### Accounting principles

**Recognition and measurement of compensation claims from work in progress**
As a rule, a unit is fully invoiced upon its acceptance (and charged against the advance payments received or recognised as a trade receivable for the amount exceeding the advance payments). In cases where the payment schedule does not correspond to the acceptance schedule and invoicing can therefore not take place until a later date, a compensation claim is recorded. If revenue is recognised prior to acceptance by the customer in the situations listed in the accounting principles set out in Note 1.2 “Work in progress”, a compensation claim is recognised in the amount of this revenue (less advance payments received). Otherwise, the accounting principles described in Note 1.2 “Work in progress” apply.

## 1.4 Personnel expenses

| in thousands of CHF | 2025 | 2024 |
|---|---|---|
| **Personnel expenses** | | |
| Wages and salaries | (1,053,767) | (955,708) |
| Social security costs | (158,626) | (137,048) |
| Pension costs | (41,889) | (38,136) |
| Other personnel expenses | (35,448) | (31,188) |
| **Total personnel expenses** | **(1,289,730)** | **(1,162,080)** |

In accordance with the remuneration regulations, a total of 24,663 shares were issued to the Board of Directors in the 2025 financial year as part of their fee (previous year: 21,969). Personnel expenses were charged accordingly with CHF 0.5 million (previous year: CHF 0.5 million). In addition, personnel expenses of CHF 3.8 million were accrued for share-based bonus payments in 2025 in accordance with the remuneration regulations (previous year: CHF 2.8 million). These bonus shares will be allocated in 2026.

Please refer to Note 5.3 “Employee benefits” for information on expenses for employee benefits.

## Accounting principles

**Share-based remuneration**
Under the remuneration regulations, members of the Group Executive Board (GEB), the extended Group Executive Board and managerial levels 1 and 2 receive between 20% and 100% of their variable remuneration in the form of shares. The number of shares to be allocated is calculated on the basis of the volume-weighted average price during the month of March of the following financial year. The shares are subject to a four-year vesting period after allocation and are allocated at a vesting discount of 20% in relation to the defined value. They are granted with no other vesting conditions. The expense is recognised in the year in which the benefit is provided and recorded as an increase in equity (capital reserves). Any differences in relation to the effective allocation value are corrected in the following year and recognised in the income statement.

The members of the Board of Directors have the option to have their fee paid in cash and/or in shares. The number of shares to be allocated is calculated on the basis of the volume-weighted average price during the month of November of the financial year of allocation. The shares are subject to a four-year vesting period after allocation in December and are allocated at a vesting discount of 20% in relation to the defined value. The expense is recognised in the income statement at the current value of the allocation with a corresponding offsetting entry in equity (capital reserves).

Stadler holds treasury shares for the purpose of fulfilling share plans.

# 1.5 Earnings per share

| in thousands of CHF or as noted | 2025 | 2024 |
|---|---|---|
| **Earnings per share** | | |
| Profit for the period attributable to shareholders | 88,024 | 38,417 |
| Weighted average number of shares outstanding | 99,979,626 | 99,988,955 |
| **Basic and diluted earnings per share (in CHF)** | **0.88** | **0.38** |

Treasury shares held by the company are not taken into account when calculating earnings per share. There are no circumstances leading to a dilution of earnings per share. Shares allocated to employees as share-based remuneration (see Note 1.4 “Personnel expenses”) were, or are, entitled to dividends.

# 2. Operating assets and liabilities

Items of current and non-current assets and liabilities relevant to Stadler's operating activities are presented in the following section. The notes on assets focus on trade receivables and payables, inventories and property, plant and equipment, including leased assets. This section also presents the development of provisions and contingent liabilities and contains notes on selected items which are of relevance to operations.

## 2.1 Trade receivables and payables

**Receivables for goods and services**

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Trade receivables** | | |
| Third parties | 429,103 | 415,023 |
| Related parties | 9,208 | 2,410 |
| Associated companies | 632 | 464 |
| Value adjustments | (6,100) | (3,628) |
| **Total trade receivables** | **432,843** | **414,269** |

### Accounting principles

Receivables are reported at nominal value. Business default risks are taken into account by individual and general value adjustments. General value adjustments are made for items which have not already been subject to individual value adjustments. Individual value adjustments are verified for items exceeding a value of CHF 0.2 million. General value adjustments are based on the past experience of Stadler. The change in value adjustments recognised in profit or loss is reported under "Other operating income" or "Other operating expenses".

**Trade payables**

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Trade payables** | | |
| Third parties | 297,390 | 226,911 |
| Related parties | 4,818 | 2,502 |
| Associated companies | 2,080 | 802 |
| **Total trade payables** | **304,288** | **230,215** |

### Accounting principles

Trade payables are reported at nominal value.

## 2.2 Inventories

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Inventories** | | |
| Spare parts | 343,800 | 290,834 |
| Components | 60,076 | 57,169 |
| Value adjustments | (18,789) | (20,140) |
| **Total inventories** | **385,087** | **327,863** |

### Accounting principles

Inventories are composed of spare parts and components. Acquisition or production costs include all direct and indirect expenses to bring the inventories to their present location or to their present state (full costs). In principle, the actual costs incurred are decisive for the determination of the acquisition and production costs. They are calculated according to the average method. Cash discounts (in the sense of a discount for rapid payment) are booked as acquisition price reductions. The difference between the acquisition or production costs and any lower net market value is recorded as a value adjustment (lowest value principle). The change in value adjustments recognised in profit or loss is reported under “Other operating income” or “Other operating expenses”.

## 2.3 Property, plant and equipment

| in thousands of CHF | Land and buildings | Plant and machinery | Equipment | Tools | Vehicles and means of transport | Hardware | Assets under lease | Assets under construction | Total |
|---|---|---|---|---|---|---|---|---|---|
| **Acquisition value** | | | | | | | | | |
| **Balance at 1 January 2024** | **775,179** | **326,468** | **116,668** | **65,325** | **27,954** | **58,346** | **34,254** | **91,132** | **1,495,326** |
| Additions | 29,603 | 15,466 | 12,813 | 13,289 | 4,780 | 5,320 | – | 89,616 | 170,887 |
| Disposals | (1,090) | (3,429) | (3,922) | (943) | (1,526) | (9,194) | – | (18) | (20,122) |
| Reclassifications | 53,271 | 15,600 | 4,886 | 167 | (238) | 281 | – | (73,967) | – |
| Currency translation differences | 6,045 | (819) | 890 | 668 | 150 | 298 | 78 | 968 | 8,278 |
| **Balance at 31 December 2024** | **863,008** | **353,286** | **131,335** | **78,506** | **31,120** | **55,051** | **34,332** | **107,731** | **1,654,369** |
| Additions | 36,624 | 14,205 | 13,112 | 9,202 | 4,109 | 10,235 | 495 | 115,589 | 203,571 |
| Disposals | (4,995) | (1,370) | (171) | (650) | (556) | (1,811) | – | – | (9,553) |
| Reclassifications | 54,752 | 32,163 | 2,849 | 967 | 234 | 61 | (29,283) | (61,743) | – |
| Currency translation differences | (10,070) | 1,584 | (1,356) | (659) | (209) | (288) | (53) | (3,409) | (14,460) |
| **Balance at 31 December 2025** | **939,319** | **399,868** | **145,769** | **87,366** | **34,698** | **63,248** | **5,491** | **158,168** | **1,833,927** |
| **Accumulated depreciation and impairment** | | | | | | | | | |
| **Balance at 1 January 2024** | **155,230** | **181,333** | **54,453** | **43,223** | **14,198** | **38,714** | **10,130** | **–** | **497,281** |
| Additions | 24,776 | 24,076 | 9,378 | 6,776 | 2,943 | 9,635 | 984 | – | 78,568 |
| Disposals | (802) | (2,756) | (3,277) | (930) | (1,302) | (9,175) | – | – | (18,242) |
| Reclassifications | (1) | – | (138) | (6) | – | 145 | – | – | – |
| Currency translation differences | 881 | (992) | 386 | 442 | 79 | 227 | 8 | – | 1,031 |
| **Balance at 31 December 2024** | **180,084** | **201,661** | **60,802** | **49,505** | **15,918** | **39,546** | **11,122** | **–** | **558,638** |
| Additions | 26,994 | 26,834 | 9,936 | 8,337 | 3,520 | 9,641 | 194 | – | 85,456 |
| Disposals | (4,995) | (1,303) | (14) | (650) | (510) | (1,810) | – | – | (9,282) |
| Reclassifications | 10,010 | 7 | (69) | 79 | (3) | (21) | (10,003) | – | – |
| Currency translation differences | (1,573) | 1,177 | (365) | (349) | (123) | (174) | (11) | – | (1,418) |
| **Balance at 31 December 2025** | **210,520** | **228,376** | **70,290** | **56,922** | **18,802** | **47,182** | **1,302** | **–** | **633,394** |
| **Net carrying amounts** | | | | | | | | | |
| **Balance at 31 December 2025** | **728,799** | **171,492** | **75,479** | **30,444** | **15,896** | **16,066** | **4,189** | **158,168** | **1,200,533** |
| **Balance at 31 December 2024** | **682,924** | **151,625** | **70,533** | **29,001** | **15,202** | **15,505** | **23,210** | **107,731** | **1,095,731** |
| **Balance at 1 January 2024** | **619,949** | **145,135** | **62,215** | **22,102** | **13,756** | **19,632** | **24,124** | **91,132** | **998,045** |

The above-mentioned additions to assets totalling CHF 203.6 million (previous year: CHF 170.9 million) include ongoing replacement investments and, in particular, capacity expansions at the car body production plant in Szolnok and the production plants in Valencia and Salt Lake City. Investments were also made in the new commissioning centre in Hennigsdorf.

As in the previous year, the difference between the reported asset additions and the cash outflows for asset purchases results from the change in unpaid creditor invoices recorded in other current liabilities and from government grants offset against asset additions. Furthermore, the additions to assets during the reporting year include items acquired under finance leases.

As at the balance sheet date, investment obligations amounted to CHF 20.0 million (previous year: CHF 8.9 million).

## Accounting principles

Property, plant and equipment is valued at acquisition or production costs less depreciation and impairment necessary for business reasons. Own manufactured assets are only capitalised if the costs can be reliably determined as manufacturing costs and if they bring the company a measurable benefit over several years. Depreciation is charged on a straight-line basis over the economic useful life of the asset.

The depreciation periods are as follows:

| Category | Estimated useful life (years) |
|---|---|
| Land and buildings | max. 33 |
| Plant and machinery | 8 – 20 |
| Equipment | 10 – 15 |
| Tools | 2 – 3 |
| Vehicles and means of transport | 6 – 8 |
| Hardware | 3 – 6 |
| Assets under lease | the shorter of useful life or contract duration |
| Assets under construction | no depreciation |

**Impairment**

An assessment is made on each balance sheet date as to whether there are any indications that the carrying amount of the asset may exceed its recoverable amount (the higher of its fair value and value in use) (impairment). If impairment exists, the carrying amount is reduced to the recoverable amount, with the impairment charged to profit or loss for the period.

If there is a significant improvement in the indications, the recoverable amount is recalculated. If the net carrying amount of the asset is lower than the newly determined recoverable amount, the impairment recognised in prior periods is reversed through profit or loss. The new carrying amount resulting from the reversal is the lower of the recoverable amount and the carrying amount after normal depreciation which would have resulted if no impairment had been recorded.

**Finance leases**

The building in Montceau-les-Mines is recognised under leased assets (see Note 3.1 “Financial liabilities”). The term of the lease contract lasts until 2034, although Stadler has the option to acquire the leased building before the end of the term.

In the previous year, the building in Winterthur was also recognised under leased assets. The option was exercised in the reporting year to acquire the leased property before the end of the term, and the acquisition costs and accumulated depreciation were reclassified accordingly in the statement of changes in fixed assets.

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Liabilities from finance leases** | | |
| Due within 1 year | 424 | 1,230 |
| **Current finance lease liabilities (Note 3.1)** | **424** | **1,230** |
| Due within 1 to 5 years | 1,752 | 5,164 |
| Due after more than 5 years | 852 | 17,212 |
| **Non-current finance lease obligations (Note 3.1)** | **2,604** | **22,376** |
| **Total liabilities from finance leases** | **3,028** | **23,606** |

**Operating lease liabilities**

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Operating lease liabilities** | | |
| Due within 1 year | 29,305 | 26,788 |
| Due within 1 to 5 years | 67,508 | 57,374 |
| Due after more than 5 years | 50,994 | 59,786 |
| **Total undiscounted lease payments** | **147,807** | **143,948** |

## Accounting principles

Usage rights acquired by means of lease contracts under which the opportunities and risks associated with the economic use of the leased asset are essentially transferred to Stadler are classified as finance leases and are initially recognised at the lower of the two values of the present value of future lease payments and the acquisition or net market value. Investments in financial leases are depreciated over their estimated useful lives or shorter lease term if it is not possible to determine with reasonable certainty whether the ownership is transferred to the lessee at the end of the lease term. Payments from operating leases are recognised in the income statement on a straight-line basis over the lease term.

Gains from the sale of property, plant and equipment with subsequent rental under a finance lease (sale and leaseback finance leases) are deferred and amortised over the term of the lease.

# 2.4 Financial assets

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Financial assets** | | |
| Other financial assets, third parties | 17,950 | 33,497 |
| Other financial assets, related parties | 2,180 | – |
| Other financial assets, associated companies | 1,886 | 2,320 |
| Deferred income tax assets | 164,781 | 151,494 |
| **Total financial assets** | **186,797** | **187,311** |

## Accounting principles

**Other financial assets**
Other financial assets include loans and receivables which are recognised at acquisition cost less any necessary impairment.

**Deferred income tax assets**
This item includes deferred tax assets from losses carried forward and from deductible temporary differences. Further details can be found in Note 5.2 “Income taxes”.

## 2.5 Intangible assets

| in thousands of CHF | Software | Licenses, patents | Development costs | Assets in development | Total |
|---|---|---|---|---|---|
| **Acquisition value** | | | | | |
| **Balance at 1 January 2024** | **96,350** | **17,226** | **199,838** | **130,459** | **443,873** |
| Additions | 9,325 | 27 | 11,368 | 48,415 | 69,135 |
| Additions due to reclassifications of work in progress | – | – | – | 5,726 | 5,726 |
| Disposals | (11,057) | (87) | – | (1,046) | (12,190) |
| Reclassifications | 3,918 | 711 | 20,180 | (24,809) | – |
| Currency translation differences | 725 | 18 | 933 | 75 | 1,751 |
| **Balance at 31 December 2024** | **99,261** | **17,895** | **232,319** | **158,820** | **508,295** |
| Additions | 10,016 | 369 | 8,013 | 51,605 | 70,003 |
| Disposals | (478) | – | (101,529) | – | (102,007) |
| Reclassifications | 1,569 | 3 | 26,332 | (27,904) | – |
| Currency translation differences | (409) | (6) | (656) | (34) | (1,105) |
| **Balance at 31 December 2025** | **109,959** | **18,261** | **164,479** | **182,487** | **475,186** |
| **Accumulated depreciation and impairment** | | | | | |
| **Balance at 1 January 2024** | **46,746** | **15,966** | **151,291** | **–** | **214,003** |
| Additions | 12,591 | 1,089 | 24,961 | – | 38,641 |
| Disposals | (10,996) | (87) | – | – | (11,083) |
| Reclassifications | (635) | 635 | – | – | – |
| Currency translation differences | 259 | 10 | 570 | – | 839 |
| **Balance at 31 December 2024** | **47,965** | **17,613** | **176,822** | **–** | **242,400** |
| Additions | 12,141 | 259 | 20,024 | – | 32,424 |
| Disposals | (474) | – | (101,529) | – | (102,003) |
| Currency translation differences | (181) | (7) | (534) | – | (722) |
| **Balance at 31 December 2025** | **59,451** | **17,865** | **94,783** | **–** | **172,099** |
| **Net carrying amounts** | | | | | |
| **Balance at 31 December 2025** | **50,508** | **396** | **69,696** | **182,487** | **303,087** |
| **Balance at 31 December 2024** | **51,296** | **282** | **55,497** | **158,820** | **265,895** |
| **Balance at 1 January 2024** | **49,604** | **1,260** | **48,547** | **130,459** | **229,870** |

The above-mentioned additions to assets in development of CHF 51.6 million are mainly due to the capitalisation of development costs for new vehicle concepts and signalling solutions, as well as to the replacement of ERP systems, as in the previous year (CHF 48.4 million).

In the previous year, development costs of CHF 5.7 million in connection with the firefighting and rescue train were reclassified from gross work in progress within the “Work in progress” balance sheet item to “Intangible assets”.

As in the previous year, the difference between the reported asset additions and the cash outflows for asset purchases results from the change in unpaid creditor invoices recorded in other current liabilities and from government grants offset against asset additions.

## Accounting principles

Intangible assets include software, licenses and patents purchased from third parties, as well as capitalised development costs. They are valued at acquisition or production cost less necessary depreciation and impairment.

Intangible assets acquired from third parties are capitalised if they bring measurable future benefits over several years. Depreciation is calculated on a straight-line basis over a cautiously estimated useful life from the date on which the acquired intangible asset is available for use.

Development costs are capitalised if the required recognition criteria are met (essentially the identifiability and power of disposal over the asset, the existence of a measurable future benefit over several years, separate recognition and measurability of the corresponding expenses, as well as the availability of the necessary funds for completion and use).

In the case of in-house developments, a distinction is made between those without and those with a customer order:

Developments without a customer order:
Development costs are capitalised from the date on which the aforementioned recognition criteria are cumulatively met. Depreciation is calculated on a straight-line basis over the useful life from the date on which the completed development is available for use. If the useful life cannot be clearly determined, depreciation is carried out over five years. Depreciation is recognised in the income statement under the item “Development costs”.

Development costs as part of a customer order:
Order-related development costs in the “Rolling Stock” business segment are initially capitalised in accordance with the “units of delivery” method in the balance sheet item “Work in progress” without affecting the income statement. With the delivery of the first vehicle, these costs are recognised as production costs in the income statement on a pro rata basis in relation to the number of vehicles ordered (including any options exercised on additional vehicles). At the latest before the first delivery of a vehicle, the market potential of the associated development is assessed. If this development can be used for future potential orders, the proportion of development costs not borne by the customer is reclassified from work in progress to intangible assets. Depreciation is calculated on a straight-line basis over the useful life from the date of receipt of the approval required for commercial use, but no later than the date of the first delivery of a vehicle. If the useful life cannot be clearly determined, depreciation is carried out over five years. Depreciation is recognised in the income statement under the item “Development costs”.

In the “Service & Components” business segment, no order-related developments have been carried out so far.

The depreciation periods are as follows:

| Category | Estimated useful life (years) |
|---|---|
| Software | 3 – 10 |
| Licenses, patents | 5 |
| Development costs | max. 10 |

Impairment is treated in the same way as for property, plant and equipment (see Note 2.3 “Property, plant and equipment”).

## 2.6 Provisions and contingent liabilities

| in thousands of CHF | Warranty provisions | Other personnel provisions | Other provisions | Deferred taxes | Total |
|---|---|---|---|---|---|
| **Balance at 1 January 2024** | **140,081** | **42,328** | **3,795** | **14,823** | **201,027** |
| Addition | 102,631 | 45,731 | 4,326 | 40,930 | 193,618 |
| Utilisation | (97,168) | (34,740) | (1,141) | – | (133,049) |
| Reversal | (10,467) | (4,492) | (1,349) | (203) | (16,511) |
| Currency translation differences | 2,261 | 444 | 33 | (197) | 2,541 |
| **Balance at 31 December 2024** | **137,338** | **49,271** | **5,664** | **55,353** | **247,626** |
| - thereof current | 44,340 | 44,907 | 4,697 | – | 93,944 |
| - thereof non-current | 92,998 | 4,364 | 967 | 55,353 | 153,682 |
| Addition | 122,970 | 46,813 | 5,362 | 9,652 | 184,797 |
| Utilisation | (81,264) | (34,856) | (1,374) | – | (117,494) |
| Reversal | (8,707) | (9,154) | (1,539) | (11,680) | (31,080) |
| Currency translation differences | (1,593) | (472) | (85) | (758) | (2,908) |
| **Balance at 31 December 2025** | **168,744** | **51,602** | **8,028** | **52,567** | **280,941** |
| - thereof current | 63,231 | 47,161 | 6,986 | – | 117,378 |
| - thereof non-current | 105,513 | 4,441 | 1,042 | 52,567 | 163,563 |

The warranty costs reported in the income statement consist of the “Addition” and “Reversal” items in the “Warranty provisions” column.

**Contingent liabilities and other obligations not to be recognised in the balance sheet**
Contingent liabilities and other obligations not to be recognised in the balance sheet are disclosed directly in the respective sections of the relevant items:

| Further information | Description |
|---|---|
| **Note 2.3** | **Investment obligations** |
| **Note 2.3** | **Operating lease liabilities** |
| **Note 3.2** | **Sureties and guarantee obligations** |
| **Note 3.2** | **Pledged assets to secure own obligations** |
| **Note 5.5** | **Employee participation plan** |

### Accounting principles

**General – provisions**
Provisions are made for current obligations with an indefinite settlement date or a non-determinable amount where they are due to a past event and a future outflow of funds is likely. Provisions are measured on the basis of the probable cash outflows and are increased, maintained or released as a result of the reassessment. If the effect of discounting is material, then the provision is recognised at present value.

**Warranty provisions**
Warranty provisions are estimated and recognised according to the best possible estimate at the beginning of the warranty period for each individual vehicle (addition warranty provisions) and are continually used to cover warranty claims (utilisation warranty provisions). The amount of the provision to be recognised is based on past experience. If the original provision is not sufficient, an additional provision is recognised (addition warranty provisions) and then used to cover warranty claims (utilisation warranty provisions). Any residual balance at the end of the guarantee period is released to income (reversal warranty provisions). Warranty provisions for vehicles whose warranty period ends within twelve months of the balance sheet date are reported as current. If the warranty period ends after twelve months, the related provisions are reported as non-current.

**Other personnel matters and other provisions**
Provisions for “Other personnel matters” are primarily provisions for anniversary, departure and bonus payments. The “Other provisions” mainly include possible risk and rework provisions, as well as possible process costs. Contingent purchase price payments are also recorded under this item. For non-current provisions, a probability of an outflow of funds in an average of two to three years is assumed.

**Deferred taxes**
Deferred income tax liabilities are reported under “Deferred tax provisions” (see Note 5.2 “Income taxes”).

**Contingent liabilities**
Contingent liabilities and other obligations not to be recognised are valued and disclosed on each balance sheet date. If contingent liabilities and other obligations not to be recognised lead to an outflow of funds without a compensating inflow, and the outflow is probable and can be estimated reliably, a provision is recognised.

## 2.7 Other operating assets and liabilities

### Other current receivables

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Other current receivables** | | |
| VAT receivables | 57,098 | 37,408 |
| Derivative financial instruments | 13,472 | 2,103 |
| Income tax receivables | 3,625 | 16,312 |
| Receivables from the sale of non-current assets | 1,698 | 3,392 |
| Social insurance, source and wage taxes | 1,400 | 7,446 |
| Other current receivables | 48,964 | 43,924 |
| **Total other current receivables** | **126,257** | **110,585** |

### Other current liabilities

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Other current liabilities** | | |
| VAT liabilities | 58,237 | 85,653 |
| Social insurance, source and wage taxes | 37,552 | 33,005 |
| Income tax liabilities | 27,820 | 11,933 |
| Liabilities from the purchase of non-current assets | 15,014 | 17,260 |
| Derivative financial instruments | 5,048 | 2,228 |
| Pension fund current account | 111 | 146 |
| Other current liabilities from third parties | 18,153 | 20,794 |
| **Total other current liabilities** | **161,935** | **171,019** |

## Deferred income/accrued expenses

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Deferred income and accrued expenses** | | |
| Accruals manufacturing costs | 273,351 | 222,628 |
| Outstanding invoices | 110,651 | 98,936 |
| Vacation and overtime | 64,515 | 57,985 |
| Sales commissions, royalties and penalties | 61,671 | 45,951 |
| Other deferred income and accrued expenses | 77,575 | 52,081 |
| **Total deferred income and accrued expenses** | **587,763** | **477,581** |

# 3. Financing

The following section explains the most important aspects of financing. Stadler aims to safeguard an adequate equity base in order to maintain the confidence of investors, creditors and the market and to continue the further expansion of the Group. It uses hedging instruments to manage foreign currency and interest rate risks.

## 3.1 Financial liabilities

| in thousands of CHF or as noted | 31.12.2025 | | | 31.12.2024 | | |
|---|---|---|---|---|---|---|
| | Interest rate | Maturity | Value | Interest rate | Maturity | Value |
| **Current financial liabilities** | | | | | | |
| Operating loans | 0.5 – 5.0% | < 1 year | 93,961 | 1.9 – 5.0% | < 1 year | 3,825 |
| Bank loans for property, plant and equipment | 0.7 – 3.1% | < 1 year | 39,521 | 0.7 – 8.9% | < 1 year | 24,140 |
| Lease liabilities for property, plant and equipment | 1.0 – 4.0% | < 1 year | 424 | 1.0 – 3.2% | < 1 year | 1,230 |
| Loans from governmental institutions | n/a | < 1 year | – | 1.0% | < 1 year | 20,592 |
| Bonds | 0.4% | < 1 year | 300,000 | n/a | n/a | – |
| **Total current financial liabilities** | | | **433,906** | | | **49,787** |
| **Non-current financial liabilities** | | | | | | |
| Operating loans | 3.3 – 4.8% | 1 – 5 years | 3,256 | 3.3 – 4.8% | 1 – 5 years | 1,955 |
| Bank loans for property, plant and equipment | 0.7 – 3.4% | 1 – 12 years | 216,051 | 0.7 – 4.4% | 1 – 13 years | 234,003 |
| Lease liabilities for property, plant and equipment | 1.0 – 4.0% | 1 – 9 years | 2,604 | 1.0 – 3.2% | 1 – 10 years | 22,376 |
| Bonds | 1.7 – 2.0% | 4 – 7 years | 200,000 | 0.4 – 2.0% | 2 – 8 years | 500,000 |
| Promissory note loans | 1.1% | 3 years | 83,826 | 1.1% | 4 years | 84,708 |
| **Total non-current financial liabilities** | | | **505,737** | | | **843,042** |
| **Breakdown by currency** | | | | | | |
| CHF | | | 663,075 | | | 582,757 |
| EUR | | | 264,736 | | | 272,401 |
| HUF | | | 11,280 | | | 14,327 |
| PLN | | | 552 | | | 2,752 |
| USD | | | – | | | 20,592 |
| **Total financial liabilities** | | | **939,643** | | | **892,829** |

Operating loans include loans to finance current assets.

As described in Note 2.3 “Property, plant and equipment”, the option was exercised in the reporting year to acquire the leased property in Winterthur before the end of the term. The existing lease liabilities with a term lasting until 2030 and an interest rate of 1.85% were repaid. The acquisition was financed with new bank loans with terms until 2030 and 2033 respectively and a fixed interest rate of 1.1% and a variable interest rate of 1.0%.

The financing arrangement recorded as a state loan in the previous year was settled during the reporting year. Various parties participated in this financing arrangement as investors, including a Stadler Group company. The Group company’s share was recognised as “Other third-party financial assets” in the previous year and was converted into an intercompany loan following the settlement of the financing arrangement.

Certain financing contracts with lenders include contractual clauses regarding minimum capitalisation and returns (covenants). The key figures taken into account are absolute equity and the EBIT margin. The conditions were met as at the balance sheet date.

## Accounting principles

Financial liabilities are reported at nominal value.

Bonds and promissory note loans are carried at nominal value. The issuing costs incurred in connection with the issue of the bond and the promissory note loans are capitalised under accrued income/deferred expenses and amortised over the term of the bond. Any premiums received on the issue of the bond are recognised under deferred income/accrued expenses and amortised over the term of the bond. The reversal of the issuing costs and of the premium are recognised in the financial result.

# 3.2 Guarantees and pledged assets

**Sureties and guarantee obligations**

As at the balance sheet date, guarantees (warranties and sureties) amounting to CHF 11,351 million (previous year: CHF 9,460 million) were outstanding.

**Assets pledged to secure own liabilities**

| in thousands of CHF | Collateral for: | 31.12.2025 | 31.12.2024 |
|---|---|---|---|
| **Pledged assets** | | | |
| Property | Mortgages | 153,783 | 227,307 |
| Assets under lease | Finance leases | 4,189 | 23,210 |
| **Total pledged assets** | | **157,972** | **250,517** |

# 3.3 Share capital and reserves

**Share capital**

As at 31 December 2025, the share capital of the parent company Stadler Rail AG consisted of 100 million registered shares with a par value of CHF 0.20 each (31 December 2024: 100 million registered shares with a par value of CHF 0.20 each). Shareholders are entitled to receive the dividends decided upon and have one vote per share at the company's Annual General Meeting.

At the Annual General Meeting on 18 March 2019, conditional share capital of a maximum of 2 million registered shares with a par value of CHF 0.20 each was created for employee benefit plans, from which no shares had been issued as at the balance sheet date. Shareholders' subscription rights and advance subscription rights are excluded.

At the Annual General Meeting on 12 May 2023, a capital band of between CHF 19.0 million (lower limit) and CHF 22.0 million (upper limit) was introduced. Within the scope of the capital band, the Board of Directors is authorised to increase or reduce the share capital once or several times by any amount, or to acquire or sell shares directly or indirectly, until 11 May 2026. The capital increase or reduction may be effected by issuing up to 10 million registered shares with a par value of CHF 0.20 each or by cancelling up to 5 million registered shares with a par value of CHF 0.20 each or by increasing or reducing the par values of the existing registered shares within the scope of the capital band. As at the balance sheet date of 31 December 2025, neither an increase nor a reduction of the share capital had been carried out from the capital band.

**Reserves**

The non-distributable legal reserves of the parent company Stadler Rail AG amounted to CHF 4.0 million as at 31 December 2025 (previous year: CHF 4.0 million).

### Dividends

The following dividends were decided upon by the Annual General Meeting and subsequently paid out:

| in thousands of CHF or as noted | 2025 | 2024 |
|---|---|---|
| **Dividends paid** | | |
| Number of registered shares entitled to dividend (in pcs.) | 99,898,886 | 99,919,748 |
| Ordinary dividend per registered share (in CHF) | 0.20 | 0.90 |
| **Total dividends paid** | **19,980** | **89,928** |

After 31 December 2025, the Board of Directors proposed dividends of CHF 0.50 per registered share totalling CHF 50.0 million for 2025. The dividend proposal will be submitted to the Annual General Meeting on 5 May 2026 for approval.

### Treasury shares

| in thousands of CHF | 2025 | | 2024 | |
|---|---|---|---|---|
| | Number | Value | Number | Value |
| **Treasury shares** | | | | |
| **Balance at 1 January** | 1,114 | 23 | 252 | 8 |
| Purchases from third parties | 120,000 | 2,405 | 109,000 | 2,786 |
| Allocations of share-based payments | (117,141) | (2,440) | (108,138) | (2,790) |
| Adjustment to average price | | 90 | | 19 |
| **Balance at 31 December** | **3,973** | **78** | **1,114** | **23** |

The amounts in the “Adjustment to average price” line correspond to the difference between the sales price/ defined value and the average acquisition cost of the treasury shares sold.

In 2025, 120,000 registered shares were acquired at an average price of CHF 20.04 per share (previous year: 109,000 registered shares at an average price of CHF 25.56). There were no sales of registered shares in the 2025 financial year (previous year: none). Within the framework of share-based remuneration (see Note 1.4 “Personnel expenses”), 117,141 registered shares were allocated in the reporting year at an average defined value of CHF 20.83 (previous year: 108,138 registered shares at an average of CHF 25.80).

## Accounting principles

The purchase of treasury shares is made at acquisition cost and is recognised as a negative item in equity. In the event of subsequent sale or allocation (supply) within the scope of share-based remuneration, any excess or shortfall is recognised in the capital reserves without affecting the income statement. Share-based remuneration allocations take place in accordance with the principles described in Note 1.4 “Personnel expenses”.

## 3.4 Derivative financial instruments

Stadler uses derivative financial instruments firstly to hedge contractually fixed cash flows from operating activities and in connection with financial transactions to cover interest rate and currency risks. Secondly, derivative financial instruments are used to hedge existing balance sheet items in foreign currencies.

| in thousands of CHF | Purpose | 31.12.2025 | | 31.12.2024 | |
|---|---|---|---|---|---|
| | | Positive value | (Negative value) | Positive value | (Negative value) |
| **Basic values** | | | | | |
| Currency | Hedge | 104,756 | (76,314) | 34,911 | (37,521) |
| Interest | Hedge | 4 | – | 95 | – |
| **Total derivative financial instruments** | | **104,760** | **(76,314)** | **35,006** | **(37,521)** |
| - thereof to hedge future cash flows | | 91,288 | (71,266) | 32,903 | (35,293) |
| **Total recognised values** | | **13,472** | **(5,048)** | **2,103** | **(2,228)** |

### Accounting principles

Derivative financial instruments are used to hedge future cash flows against foreign currency or interest rate risks. These instruments are not recognised in the balance sheet, but are disclosed in the notes until the hedged underlying transaction occurs. When the underlying transaction occurs, the current value of the derivative financial instrument is recognised in the balance sheet at the same time as the hedged transaction. If the occurrence of the future transaction is no longer expected, immediate recognition of the accumulated profits or losses is made. In such cases, positive replacement values are reported under other current receivables, and negative replacement values under other current liabilities. Positive or negative replacement values of derivative financial instruments used to hedge existing balance sheet items in foreign currencies are recognised in other current receivables or other current liabilities. The ineffective portion of a hedging relationship is recognised immediately in the income statement. All changes in the value of the hedging instrument are reported in the income statement under the same item as the changes in the value of the underlying transaction.

# 4. Group structure

The following section explains Stadler's structure, including the main changes and the resulting effects on the consolidated financial statements. This section also contains disclosures on transactions with related parties, and specifies the general consolidation principles.

## 4.1 Changes in the scope of consolidation

### 4.1.1 Changes in 2025

**Additions (companies founded)**

- As at 21 November 2025: Stadler Digital Labs, S.A., Coimbra, Portugal (purpose: Engineering)
- As at 2 December 2025: Stadler Service Lithuania UAB, Vilnius, Lithuania (purpose: Service)

**Disposals (mergers within the scope of consolidation)**

The net assets of Stadler Rheintal AG (St. Margrethen, Switzerland) were transferred to Stadler Bussnang AG (Bussnang, Switzerland) on 20 June 2025 with effect from 1 January 2025. Stadler Bussnang AG was subsequently renamed Stadler Rail Schweiz AG.

### 4.1.2 Changes in 2024

**Additions (companies founded)**

- As at 3 September 2024: Stadler Converter Sp. z o.o., Białystok, Poland (purpose: Components)
- As at 20 September 2024: Limited liability partnership "SRS Kazakhstan", Almaty, Kazakhstan (purpose: Service)

## 4.2 Scope of consolidation and consolidation principles

### Accounting principles

The consolidated financial statements include the annual financial statements of Stadler Rail AG and the companies which Stadler Rail AG controls. Control exists provided Stadler Rail AG can determine the financial and business policy and thus also benefit from business activities. This is the case if more than 50% of the voting rights are held or if control can be otherwise exercised (see Note 4.4 "List of investments").

Capital consolidation is based on the Anglo-Saxon purchase method. The equity of the Group companies on the date of acquisition or date of founding is offset against the carrying amount of the investment. When a new Group company is acquired, its assets (including previously unrecognised intangible assets relevant to decision-making) and liabilities (together net assets) are valued at current values on this date. Any difference between the acquisition costs and the equity (net assets) of the acquired company is recorded as positive or negative goodwill directly in retained earnings. Transaction costs incurred in connection with the acquisition of a company are included in acquisition costs. The acquisition costs also include deferred or owed purchase price payments. Contingent purchase price payments (e.g. earn-out) are recognised if they are considered probable. They are recorded in provisions until the date of payment. Changes in the estimate of the contingent purchase price payment are recognised directly in equity. Contingent purchase price payments affect goodwill and are offset directly against retained earnings. If shares are acquired in stages, the positive or negative goodwill is calculated separately for each acquisition stage as the difference between the acquisition costs and the pro rata net assets (or, for minority interests, the pro rata carrying amount of the minority interests) and is offset directly against retained earnings. At the time of the acquisition of control, valuation differences on previously held shares are offset directly against retained earnings.

On the basis of the full consolidation method, the assets, liabilities, income and expenses of the consolidated companies are recognised in full. Minority interests in equity and earnings are shown separately in the consolidated balance sheet and consolidated income statement. All intragroup transactions and

relationships are offset mutually and eliminated in the consolidated financial statements. Unrealised gains contained in inventories or work in progress resulting from intragroup deliveries are eliminated in full. Unrealised losses on intragroup transactions are also eliminated, unless there is evidence of impairment.

Investments over which a significant influence can be exercised are not fully consolidated. Significant influence is presumed if the share in voting rights is at least 20% but less than 50% and control cannot be exercised. Significant influence may also exist as a result of specific contractual agreements if the share of voting rights is less than 20%. Associated companies are accounted for using the equity method. At the time significant influence is obtained, the net assets acquired (including previously unrecognised intangible assets relevant to decision-making) of the associated company are revalued if their current value differs significantly from the value that would have resulted if FER had always been applied. Following this revaluation, any difference remaining between the acquisition costs and the pro rata equity (net assets) of the associated company is offset directly against retained earnings as positive or negative goodwill. Transaction costs incurred in connection with the acquisition are part of the acquisition costs. The carrying amount is subsequently adjusted to reflect Stadler's share of the associated company's profit or loss for the year and changes in capital. This amount is shown in the consolidated balance sheet under investments in associated companies. If shares are acquired in stages within the category of associated companies, goodwill is calculated without revaluing the underlying net assets.

Investments of less than 20% are valued at acquisition cost less any value adjustments necessary for business reasons. They are reported under financial assets.

For disposals of shares (in stages), the corresponding gain or loss is calculated separately for each stage of the disposal and recognised in the income statement. The outgoing (pro rata) positive or negative goodwill is also calculated separately for each disposal of shares and recognised in profit or loss. If a significant influence continues to exist after the sale of shares in fully consolidated companies, the remaining share is valued according to the pro rata net assets. The same applies to a disposal of shares (in stages) that leads to recognition as a financial asset. In this case, the remaining pro rata positive or negative goodwill offset against equity at the time of acquisition is reclassified from equity to financial assets without affecting profit or loss. This goodwill now forms part of the acquisition costs of the financial asset and is not amortised on a linear basis.

The presentation currency of the consolidated financial statements is the Swiss franc (CHF). The annual financial statements of Group companies in foreign currency are converted into Swiss francs as follows:
- Assets and liabilities at closing rates
- Equity at historical prices
- Income statement at the average rate of the year
- Cash flow statement at the average rate of the year

The differences resulting from the application of the above-mentioned exchange rates are taken to currency translation differences in retained earnings with no effect on income.

Foreign currency effects on long-term intercompany loans with equity character are recognised directly in equity under currency translation differences in retained earnings. Any such differences are not recycled when the loans are repaid.

If a disposal of shares in a Group company with financial statements in a foreign currency leads to a loss of control or of significant influence, the cumulative currency translation differences recognised in equity (including those on loans with equity character) are derecognised in full through profit or loss. If the shares in a Group company are disposed of in stages without leading to a loss of control, the cumulative currency translation differences are allocated proportionately to the minority interests without affecting profit or loss. In other cases of disposals of shares in stages, the cumulative currency translation differences are recognised in the income statement on a pro rata basis.

Gains and losses from transactions in foreign currencies and from adjustments on foreign currency balances at the balance sheet date are recognised in the income statement.

**Exchange rates:**

| in CHF | Average rates | | Closing rates | |
|---|---|---|---|---|
| | 2025 | 2024 | 31.12.2025 | 31.12.2024 |
| **Currency** | | | | |
| EUR | 0.9370 | 0.9524 | 0.9314 | 0.9412 |
| USD | 0.8302 | 0.8801 | 0.7927 | 0.9060 |
| GBP | 1.0937 | 1.1249 | 1.0674 | 1.1351 |
| NOK | 0.0800 | 0.0819 | 0.0786 | 0.0798 |
| PLN | 0.2210 | 0.2212 | 0.2207 | 0.2202 |
| HUF | 0.0024 | 0.0024 | 0.0024 | 0.0023 |
| CZK | 0.0380 | 0.0379 | 0.0384 | 0.0374 |
| DZD | 0.0063 | 0.0066 | 0.0061 | 0.0067 |
| SEK | 0.0847 | 0.0833 | 0.0861 | 0.0821 |
| RUB | 0.0099 | 0.0095 | 0.0100 | 0.0089 |
| RSD | 0.0080 | 0.0081 | 0.0079 | 0.0080 |
| DKK | 0.1255 | 0.1277 | 0.1247 | 0.1262 |
| GEL | 0.3030 | 0.3238 | 0.2941 | 0.3212 |
| KZT | 0.0016 | 0.0019 | 0.0016 | 0.0017 |
| AZN | 0.4885 | 0.5177 | 0.4664 | 0.5318 |

## 4.3 Investments in associated companies

| in thousands of CHF | 2025 | 2024 |
|---|---|---|
| **Investments in associated companies** | | |
| **Balance at 1 January** | 24,367 | 21,245 |
| Share of results from associated companies | 6,452 | 4,002 |
| Dividends received | (2,125) | (1,246) |
| Currency translation differences | (257) | 366 |
| **Balance at 31 December** | **28,437** | **24,367** |

## 4.4 List of investments

All subsidiaries which are under the legal or effective control of Stadler Rail AG are included in the consolidated financial statements. This applies to the investments listed below. The stakes/capital shares shown also correspond to the respective proportion of voting rights:

| Country | Company | Headquarters | Operating currency | Basic capital in thousands | Share in % 31.12.2025 | Share in % 31.12.2024 | Consolidation | Function |
|---|---|---|---|---|---|---|---|---|
| **Switzerland** | | | | | | | | |
| | Stadler Rail AG | Bussnang | CHF | 20,000 | | | | CS |
| | Stadler Rail Management AG | Bussnang | CHF | 100 | 100 | 100 | ▫ | E, V, CS |
| | Stadler Rail Schweiz AG (formerly Stadler Bussnang AG) | Bussnang | CHF | 10,000 | 100 | 100 | ▫ | P, E |
| | Stadler Rheintal AG (merged on 1 January 2025 with Stadler Bussnang AG) | St. Margrethen | CHF | 2,000 | – | 100 | ▫ | P, E |
| | Stadler Winterthur AG | Winterthur | CHF | 800 | 100 | 100 | ▫ | P |
| | Stadler Service AG | Bussnang | CHF | 200 | 100 | 100 | ▫ | E, S, V, CS |
| | Stadler Stahlguss AG | Biel | CHF | 1,000 | 100 | 100 | ▫ | P |
| | Stadler Signalling AG | Wallisellen | CHF | 100 | 81 | 81 | ▫ | P, E, V, CS |
| **Algeria** | | | | | | | | |
| | Stadler Algérie EURL | Algiers | DZD | 1,200 | 100 | 100 | ▫ | S |
| **Azerbaijan** | | | | | | | | |
| | Stadler Service Azerbaijan LLC | Baku | AZN | 1 | 100 | 100 | ▫ | S |
| **Belarus** | | | | | | | | |
| | CJSC Stadler Minsk | Minsk | EUR | 51,322 | 100 | 100 | ▫ | P, E, V |
| **Denmark** | | | | | | | | |
| | Stadler Service Denmark Aps | Aarhus | DKK | 50 | 100 | 100 | ▫ | S |
| **Germany** | | | | | | | | |
| | Stadler Deutschland GmbH | Berlin | EUR | 6,180 | 100 | 100 | ▫ | P, E, V, CS |
| | STAP Grundstücks-Vermietungsgesellschaft GmbH | Berlin | EUR | 25 | 100 | 100 | ▫ | I |
| | Stadler Rail Service Deutschland GmbH | Berlin | EUR | 3,500 | 100 | 100 | ▫ | S |
| | Stadler Chemnitz GmbH | Chemnitz | EUR | 25 | 100 | 100 | ▫ | E |
| | Stadler Mannheim GmbH | Mannheim | EUR | 100 | 100 | 100 | ▫ | E |
| | Stadler Signalling Deutschland GmbH | Braunschweig | EUR | 3,000 | 100 | 100 | ▫ | P, E |
| **Finland** | | | | | | | | |
| | Stadler Service Finland Oy | Helsinki | EUR | – | 100 | 100 | ▫ | S |
| **France** | | | | | | | | |
| | Erion France S.A.S. | Montceau-les-Mines | EUR | 150 | 100 | 100 | ▫ | S |
| **Georgia** | | | | | | | | |
| | Stadler Service Georgia LLC | Tbilisi | GEL | – | 100 | 100 | ▫ | S |
| **Great Britain** | | | | | | | | |
| | Stadler Rail Service UK Ltd. | Liverpool | GBP | 0.001 | 100 | 100 | ▫ | S |
| **Italy** | | | | | | | | |
| | Stadler Service Italy S.r.l. | Venice | EUR | 10 | 100 | 100 | ▫ | S |
| | AngelStar S.r.l. | Mola di Bari | EUR | 3,000 | 40 | 40 | ▵ | E |
| **Kazakhstan** | | | | | | | | |
| | Limited liability partnership “Stadler Kazakhstan” | Astana | KZT | 5,845,950 | 51 | 51 | ▫ | P |
| | Limited liability partnership “SRS Kazakhstan” | Almaty | KZT | 369 | 51 | 51 | ▫ | S |
| **Lithuania** | | | | | | | | |
| | Stadler Service Lithuania UAB | Vilnius | EUR | 1 | 100 | – | ▫ | S |

| Country | Company | Headquarters | Operating currency | Basic capital in thousands | Share in % 31.12.2025 | Share in % 31.12.2024 | Consolidation | Function |
|---|---|---|---|---|---|---|---|---|
| **Netherlands** | | | | | | | | |
| | Stadler Service Nederland B.V. | Apeldoorn | EUR | 20 | 100 | 100 | ▫ | S |
| | WHAT B.V. | Venlo | EUR | 1 | 50 | 50 | ▵ | I |
| **Norway** | | | | | | | | |
| | Stadler Service Norway AS | Oslo | NOK | 33 | 100 | 100 | ▫ | S |
| **Austria** | | | | | | | | |
| | ÖBB Stadler Service GmbH | Vienna | EUR | 200 | 40 | 40 | ▵ | S |
| | Stadler Austria GmbH | Vienna | EUR | 35 | 100 | 100 | ▫ | V, E, S |
| **Poland** | | | | | | | | |
| | Stadler Polska Sp. z o.o. | Siedlce | PLN | 1,000 | 100 | 100 | ▫ | P, E, V, CS |
| | Stadler Service Polska Sp. z o.o. | Warsaw | PLN | 100 | 100 | 100 | ▫ | S |
| | Stadler Środa Sp. z o.o. | Środa Wielkopolska | PLN | 26,005 | 100 | 100 | ▫ | P |
| | Stadler Converter Sp. z o.o. | Białystok | PLN | 5 | 100 | 100 | ▫ | P |
| **Portugal** | | | | | | | | |
| | Stadler Digital Labs, S.A. | Coimbra | EUR | 1,000 | 51 | – | ▫ | E |
| **Russia** | | | | | | | | |
| | LLC Stadler Rus | Moscow | RUB | 500 | 100 | 100 | ▫ | S |
| **Sweden** | | | | | | | | |
| | Stadler Service Sweden AB | Stockholm | SEK | 50 | 100 | 100 | ▫ | S |
| **Serbia** | | | | | | | | |
| | Stadler Rail d.o.o. | Belgrade | RSD | 60 | 100 | 100 | ▫ | S |
| **Spain** | | | | | | | | |
| | Stadler Rail Valencia S.A.U. | Albuixech Valencia | EUR | 7,060 | 100 | 100 | ▫ | P, E, S, V, CS |
| | Erion Mantenimiento Ferroviario S.A. | Madrid | EUR | 500 | 51 | 51 | ▫ | S |
| **Czech Republic** | | | | | | | | |
| | Stadler Praha s.r.o. | Prague | CZK | 2,000 | 100 | 100 | ▫ | E |
| **Turkey** | | | | | | | | |
| | Stadler Demiryolu Araçları Servisi Anonim Şirketi | Ataşehir | EUR | 100 | 100 | 100 | ▫ | S |
| **Hungary** | | | | | | | | |
| | Stadler Trains Mag. Zrt. | Budapest | HUF | 23,000 | 100 | 100 | ▫ | V |
| | Stadler Szolnok Kft. | Szolnok | HUF | 400,000 | 100 | 100 | ▫ | P |
| | Stadler Mag. Vas. Karb. | Pusztaszabolcs | HUF | 320,000 | 100 | 100 | ▫ | S |
| **USA** | | | | | | | | |
| | Stadler US Inc. | Salt Lake City | USD | 100 | 100 | 100 | ▫ | P, E, S, V |
| | BBR rail automation (US) Inc. | Atlanta | USD | 10 | 100 | 100 | ▫ | E |

**Consolidation**
- ▫ Fully consolidated company
- ▵ Equity method

**Function**
- P Production
- E Engineering
- S Service
- V Sales
- I Property
- CS Corporate Services

## 4.5 Related parties

Related parties are associated companies and members of the Board of Directors, members of the Group Executive Board, pension funds and shareholders with at least 20% of the voting rights in Stadler Rail AG, as well as companies controlled by the aforementioned related parties. Transactions with related parties are generally based on market conditions. All transactions are included in the consolidated financial statements.

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Balance sheet** | | |
| Advance payments to suppliers (Note 1.2) | 49,664 | 37,393 |
| Advance payments from customers (Note 1.2) | 58,268 | 66,690 |
| Compensation claims from work in progress (Note 1.3) | 7,948 | 6,973 |
| Trade receivables (Note 2.1) | 9,840 | 2,874 |
| Trade payables (Note 2.1) | 6,898 | 3,304 |
| Other financial assets (Note 2.4) | 4,066 | 2,320 |
| Other current receivables (Note 2.7) | 745 | 37 |
| Liabilities from the purchase of non-current assets (Note 2.7) | 96 | – |
| Other deferred income and accrued expenses (Note 2.7) | 179 | – |

| in thousands of CHF | 2025 | 2024 |
|---|---|---|
| **Income statement** | | |
| Purchase of goods and services | 123,636 | 126,088 |
| Sale of goods and services | 121,658 | 108,220 |
| Interest received | 119 | 107 |
| Interest paid | 1,912 | 540 |
| Dividends received | 2,125 | 1,246 |

As in the previous year, the sale of goods and services for CHF 121.7 million (previous year: CHF 108.2 million) is mainly attributable to the sale of locomotives to the related company European Loc Pool AG (subsidiary of PCS Holding AG).

As in the previous year, advance payments from customers of CHF 58.3 million (previous year: CHF 66.7 million) originate mainly from European Loc Pool AG from orders for the delivery of locomotives.

Compensation claims from work in progress amounting to CHF 7.9 million (previous year: CHF 7.0 million) also resulted from the sale of locomotives to European Loc Pool AG.

The purchase of goods and services totalled CHF 123.6 million (previous year: CHF 126.1 million). Of this amount, approximately CHF 108.9 million (previous year: CHF 110.6 million) was spent on purchases for the execution of orders, in particular the purchase of traction systems from the related company Traktionssysteme Austria GmbH (subsidiary of PCS Holding AG) and ETCS systems from the associated company Angel-Star S.r.l. In addition, CHF 14.7 million (previous year: CHF 15.5 million) in services were purchased from the related company Innflow AG (subsidiary of PCS Holding AG) in connection with the replacement of ERP systems.

PCS Holding AG (and its subsidiaries) is an organisation which indirectly, through its owner Peter Spuhler, has a significant influence on Stadler and is regarded as a related party within the meaning of FER 15/2.

# 4.6 Goodwill

## Accounting principles

The positive or negative goodwill resulting from an acquisition is recorded in retained earnings on the date of acquisition. When shares of a Group company are sold, the proportional goodwill recorded in retained earnings on the date of acquisition is transferred to the income statement. The closure and liquidation of a Group company are equivalent to a sale. The effects of theoretical capitalisation and amortisation, including any impairment resulting from the assessment of recoverability, are shown below.

For shadow accounting purposes, the goodwill is generally depreciated on a straight-line basis over the economic useful life. If the useful life cannot be determined, depreciation is carried out over five years. If shares are acquired in stages, the useful life of goodwill is determined separately for each acquisition of shares.

Effects of theoretical capitalisation of goodwill on the balance sheet:

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Effects of theoretical capitalisation of goodwill on the balance sheet** | | |
| Shareholders' equity including minority interests | 856,222 | 774,079 |
| Equity ratio | 14.38% | 13.22% |
| Acquisition value of goodwill at the beginning of the year | 243,512 | 243,512 |
| Acquisition value of goodwill at the end of the year | 243,512 | 243,512 |
| Accumulated amortisation of goodwill at the beginning of the year | 206,075 | 189,009 |
| Amortisation current year | 15,810 | 17,066 |
| Accumulated amortisation of goodwill at the end of the year | 221,885 | 206,075 |
| **Theoretical net carrying amount of goodwill** | **21,627** | **37,437** |
| **Theoretical equity including minority interests and net carrying amount of goodwill** | **877,849** | **811,516** |
| Theoretical equity ratio | 14.69% | 13.77% |

Effects of theoretical amortisation of goodwill on profit for the year:

| in thousands of CHF | 2025 | 2024 |
|---|---|---|
| **Effects of theoretical amortisation of goodwill on profit for the year** | | |
| Reported profit for the year | 100,664 | 54,966 |
| Theoretical amortisation of goodwill | (15,810) | (17,066) |
| **Annual profit after theoretical amortisation of goodwill** | **84,854** | **37,900** |

# 5. Other information

## 5.1 Financial result

| in thousands of CHF | 2025 | 2024 |
|---|---|---|
| **Financial income** | | |
| Interest income | 12,705 | 31,007 |
| Foreign exchange gains (net) | 48,194 | 19,722 |
| **Total financial income** | **60,899** | **50,729** |
| **Financial expenses** | | |
| Interest expenses | (42,097) | (19,369) |
| Interest expenses on finance leases | (281) | (435) |
| Bank charges incl. hedging costs | (5,902) | (9,524) |
| Order-related bank guarantee costs | (29,293) | (22,920) |
| **Total financial expenses** | **(77,573)** | **(52,248)** |
| **Net financial result** | **(16,674)** | **(1,519)** |

The foreign exchange gains totalling CHF 48.2 million are mainly due to the foreign currency valuation of balance sheet items (previous year: CHF 19.7 million). Interest income results from cash and cash equivalents, in particular from advance payments received from customers that were invested in short-term financial assets. As the advance payments received from customers were increasingly used to process customer orders in the reporting year, interest income fell accordingly. The increase in interest expenses is due to short-term liquidity financing during the year and the bank loans taken out in the previous year for buildings, property, plant and equipment and bonds.

## 5.2 Income taxes

| in thousands of CHF | 2025 | 2024 |
|---|---|---|
| **Income taxes** | | |
| Current income taxes | (66,348) | (44,386) |
| Deferred income taxes | 16,756 | (3,443) |
| **Total income taxes** | **(49,592)** | **(47,829)** |

| in thousands of CHF | 2025 | 2024 |
|---|---|---|
| **Income taxes** | | |
| Income taxes before consideration of losses carried forward | (9,568) | (8,123) |
| Effect of non-capitalisation of losses carried forward | (40,659) | (35,333) |
| Effect of the use of non-capitalised losses carried forward | 516 | 84 |
| Effect from capitalisation of previously unrecognised losses carried forward | 119 | 575 |
| Effect of the reassessment of previously capitalised losses carried forward | – | (5,032) |
| **Income taxes after consideration of losses carried forward** | **(49,592)** | **(47,829)** |

The average applicable tax rate in relation to the ordinary result and deferred taxes is 20.6% (previous year: 16.2%).

Income taxes rose by CHF 1.8 million to CHF 49.6 million compared to the previous year. In relation to the profit before income tax, income taxes totalled 33.0% compared to 46.5% in the previous period. This relative decrease is mainly due to the weighting of results achieved with different applicable tax rates.

The Stadler Rail Group falls within the scope of the OECD's model global minimum tax rules (OECD Pillar Two). Since 1 January 2024, Stadler has been obliged to pay a supplementary tax if the minimum tax rate of 15% per country is not reached. Based on the local implementation of OECD Pillar Two in the countries concerned and taking into account the applicable transitional safe harbour rules, there is likely to be an extra tax burden of CHF 4.3 million for Stadler in 2025 due to additional taxation.

| in thousands of CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| **Entitlement for deferred income taxes on unused tax loss carryforwards** | | |
| Capitalised | 52,736 | 62,146 |
| Non-capitalised | 115,926 | 76,495 |
| **Total entitlement for deferred income taxes on unused tax loss carryforwards** | **168,662** | **138,641** |

## Accounting principles

Income taxes include both current and deferred income taxes. Current income taxes are calculated applying current tax rates to the taxable annual income or expected taxable income of the year according to the respective tax law regulations for calculating profit. Deferred income taxes are recognised for valuation differences between assets and liabilities measured according to uniform Group-wide guidelines in relation to the respective tax values. Deferred tax liabilities are recognised in the balance sheet under the item "Provisions". Deferred tax assets from losses carried forward and from deductible temporary differences are recognised only to the extent that they are likely to be offset against future taxable profits and are reported in the balance sheet under "Financial assets". Deferred taxes are calculated on the basis of the expected tax rates applicable to the individual companies for the corresponding assets and liabilities.

## 5.3 Employee benefits

There were no employer contribution reserves either in the reporting year or in the previous year.

Economic benefit/obligation and employee benefit expenses:

| in thousands of CHF | Surplus / Deficit | Economic part of the organisation | | Currency translation differences | Change from previous year | Contributions concerning the business period | Pension benefit expenses within personnel expenses | |
|---|---|---|---|---|---|---|---|---|
| | 31.12.2025 | 31.12.2025 | 31.12.2024 | 2025 | 2025 | 2025 | 2025 | 2024 |
| **Economic benefit / economic obligation and pension benefit expenses** | | | | | | | | |
| Pension plans without surplus / deficit | – | – | – | – | – | 33,119 | 33,119 | 30,605 |
| Pension fund without own assets | – | 1,773 | 2,620 | (76) | (771) | 9,541 | 8,770 | 7,531 |
| **Total economic benefit / economic obligation and pension benefit expenses** | **–** | **1,773** | **2,620** | **(76)** | **(771)** | **42,660** | **41,889** | **38,136** |

| in thousands of CHF | Surplus / Deficit | Economic part of the organisation | | Currency translation differences | Change from previous year | Contributions concerning the business period | Pension benefit expenses within personnel expenses | |
|---|---|---|---|---|---|---|---|---|
| | 31.12.2024 | 31.12.2024 | 31.12.2023 | 2024 | 2024 | 2024 | 2024 | 2023 |
| **Economic benefit / economic obligation and pension benefit expenses** | | | | | | | | |
| Pension plans without surplus / deficit | – | – | – | – | – | 30,605 | 30,605 | 26,967 |
| Pension fund without own assets | – | 2,620 | 3,970 | 196 | (1,546) | 9,077 | 7,531 | 8,394 |
| **Total economic benefit / economic obligation and pension benefit expenses** | **–** | **2,620** | **3,970** | **196** | **(1,546)** | **39,682** | **38,136** | **35,361** |

### Accounting principles

**Assets and liabilities from employee benefits (incl. employer contribution reserve)**
The employee benefit plans are either financially independent entities and foundations outside of Stadler (funded plans) or unfunded plans with a corresponding liability in the balance sheet. Financing is provided by employee and employer contributions. The actual economic impact of all employee benefit plans that provide benefits for retirement, death or disability are calculated as at the balance sheet date. In the case of foreign plans, the provisions calculated according to local regulations are included in the consolidated financial statements. A benefit resulting from employer contribution reserves is recognised as an asset. Any additional economic benefit (from a surplus in pension fund cover) is not capitalised. An economic obligation is recognised as a liability if the conditions for the recognition of a provision are met.

## 5.4 Government grants

In the reporting year, asset-related government grants totalling CHF 8.1 million were offset against property, plant and equipment and intangible assets (previous year: CHF 7.4 million).

Stadler was awarded government grants related to income amounting to CHF 79.6 million to fulfil a specific customer order for the production of rail vehicles. The manufacturing order was placed by the government itself. The last tranche totalling CHF 8.7 million was finally paid out in the previous year. Due to the recognition of revenue according to the percentage of completion of this order, the production costs reported in the previous year were reduced by CHF 26.2 million. As the revenue from this order was fully recognised at the end of 2024, there are no longer any effects from this grant in the current reporting year.

### Accounting principles

Government grants are recognised when there is reasonable assurance that the attached conditions will be met and the value can be estimated reliably.

Government grants related to assets are offset directly against the asset.

Monetary government grants related to income are recognised in the periods in which the corresponding expenses are incurred. The relevant grants are reported in “Other operating income”. If the grants already received exceed the amounts recognised in profit or loss, the difference is recognised in deferred income/accrued expenses.

Monetary government grants related to income awarded for the fulfilment of a specific customer order are deducted from the planned costs of the corresponding order when there is reasonable assurance that the attached conditions will be met and the value can be estimated reliably. The costs incurred for “work in progress” or “liabilities from work in progress” are reduced on receipt of the grant (cash-in). Grants are recognised in the income statement at the time of the recognition of revenue according to the percentage of completion of the corresponding order as a reduction in production costs.

Non-monetary grants related to income are disclosed in the notes.

## 5.5 Non-operating result

Following the IPO on 12 April 2019, all shares from the former employee share plan (MAP for short) are freely tradable. The sale of the shares could result in tax consequences for the sellers (taxable income from equity securities). If it is determined that taxable income exists in principle, this is also subject to social insurance contributions to be settled with the social insurance authorities.

The social security contributions for the employer resulting from the sales are recorded in non-operating expenses. The social security contributions payable by Stadler on MAP sales are directly attributable to the IPO, which is not directly related to the ordinary course of business.

## 5.6 Events after the reporting date

No events occurred after the reporting date that could have a significant impact on the 2025 consolidated financial statements.

## 5.7 Approval of the consolidated financial statements

The 2025 financial statements were approved by the Board of Directors on 16 March 2026 and will be recommended for approval at the Annual General Meeting on 5 May 2026.

# Statutory Auditor's Report

**To the General Meeting of Stadler Rail AG, Bussnang**

## Report on the Audit of the Consolidated Financial Statements

**Opinion**
We have audited the consolidated financial statements of Stadler Rail AG and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 31 December 2025 and the consolidated statement of income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements (pages 179 to 219) give a true and fair view of the consolidated financial position of the Group as at 31 December 2025, and its consolidated results of operations and its consolidated cash flows for the year then ended in accordance with Swiss GAAP FER and comply with Swiss law.

**Basis for Opinion**
We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). 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 the provisions of Swiss law and the requirements of the Swiss audit profession that are relevant to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

**VALUATION OF WORK IN PROGRESS "UNITS OF DELIVERY"**

**REVENUE RECOGNITION IN THE ROLLING STOCK BUSINESS SEGMENT**

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 current period. 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.

KPMG AG
Zurich, 17 March 2026

KPMG

## VALUATION OF WORK IN PROGRESS “UNITS OF DELIVERY”

### Key Audit Matter

As at 31 December 2025, work in progress “units of delivery” amounts to CHF 1’477 million and liabilities from work in progress “units of delivery” amounts to CHF 2’610 million.

Work in progress “units of delivery” (gross, before advance payments to suppliers and advance payments from customers) correspond to the accumulated manufacturing costs less the costs of the units already delivered and value allowances from loss-making orders. The manufacturing costs include order-specific material and external service costs, material overheads as well as production, engineering and project management costs.

Upon delivery of a unit, the proportionate manufacturing costs in relation to the estimated total costs are recognized in the income statement. When determining the estimated total costs, there is uncertainty regarding future costs. Therefore, there is significant judgement involved, and management has to make assumptions and estimates.

Due to the extended manufacturing time, there is also a risk that the total costs will change due to inaccurate estimates and have to be reassessed, whereby loss-making orders may not be identified, or not in due time.

Moreover, there is a risk that cost rates are calculated incorrectly or costs are charged to the wrong project.

### Our response

Our procedures included amongst others an assessment of the processes and the relevant controls in the areas of order processing, project controlling and valuation of work in progress.

On a sample basis, we have reconciled new projects to the corresponding contracts. Furthermore, we have examined the correct allocation of costs based on the implemented key controls.

Moreover, for ongoing projects we have critically assessed on a sample basis the appropriateness of the estimates and assumptions regarding the total costs as well as their development over time by performing a retrospective comparison of the initially budgeted total costs and the currently estimated total costs.

Furthermore, we have challenged the valuation of work in progress by comparing the estimated total costs with the expected revenues.

For further information on VALUATION OF WORK IN PROGRESS “UNITS OF DELIVERY” refer to the following:
— 1.2 „Work in progress”

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## REVENUE RECOGNITION IN THE ROLLING STOCK BUSINESS SEGMENT

### Key Audit Matter

In 2025, net sales of goods and services to third parties in the Rolling Stock business segment amount to CHF 2'954 million, thereof CHF 2'911 million according to the Percentage of Completion method.

Revenue recognition in the Rolling Stock business segment is performed almost entirely according to the Percentage of Completion method, whereby the degree of completion is determined following the Units of Delivery method.

Revenue is usually recognized upon acceptance of a unit by the customer, whereby a unit generally corresponds to a vehicle or wagon. The degree of completion is the ratio between the delivered units and the total quantity to be delivered according to a contract.

In some justified cases, acceptance can be delayed only due to administrative or organizational matters. In such cases, revenue is recognized before acceptance, when all significant performance obligations are fulfilled.

In case of revenue recognition before acceptance of a unit, management applies judgement when assessing the fulfillment of the performance obligations. Consequently, there is a risk that revenues are recognized in the wrong period.

### Our response

Our procedures included amongst others an assessment of the processes and the relevant controls regarding revenue recognition.

On a sample basis, we have furthermore assessed the point in time at which revenue was recognized, focusing on transactions around the balance sheet date, by using appropriate third-party evidence (such as contracts or acceptance records).

In cases where revenue was recognized before acceptance by the customer, we have challenged management's assessment by using appropriate evidence

For further information on REVENUE RECOGNITION IN THE ROLLING STOCK BUSINESS SEGMENT refer to the following:

- 1.1 „Segment reporting“
- 1.2 „Work in progress“
- 1.3 „Compensation claims from work in progress”

**Other Information**
The Board of Directors 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 stand-alone financial statements of the company, the compensation report and our auditor's reports 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 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, 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.

**Board of Directors' Responsibilities for the Consolidated Financial Statements**
The Board of Directors is responsible for the preparation of the consolidated financial statements, which give a true and fair view in accordance with Swiss GAAP FER and the provisions of Swiss law, and for such internal control as the Board of Directors 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

**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 Swiss law and SA-CH 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 Swiss law and SA-CH, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

— 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 risk 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.

— 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.

— Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.

— Conclude on the appropriateness of the Board of Directors' 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.

— 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.

— 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 Board of Directors or its relevant 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 Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the Board of Directors or its relevant 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

In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

KPMG AG

Toni Wattenhofer
Licensed Audit Expert
Auditor in Charge

Nicolas Wuffli
Licensed Audit Expert

Zurich, 17 March 2026

KPMG AG, Badenerstrasse 172, CH-8036 Zurich


gornergrat bahn
the matterhorn railway

# FINANCIAL STATEMENTS

# Income statement

| in CHF | Note | 2025 | | 2024 | |
|---|---|---|---|---|---|
| Dividend income | | 91,050,587 | | 84,491,812 | |
| Other financial income | 2.6 | 71,972,046 | | 87,570,526 | |
| Other operating income | 2.7 | 14,700,212 | | 51,164,000 | |
| **Operating income** | | **177,722,845** | **100.0%** | **223,226,338** | **100.0%** |
| Value adjustments on investments | 2.8 | (117,000,000) | | (7,000,000) | |
| Financial expenses | 2.9 | (61,345,334) | | (89,717,782) | |
| Personnel expenses | | (7,455,324) | | (8,683,264) | |
| Other operating expenses | 2.10 | (15,433,570) | | (14,944,092) | |
| **(Loss)/Profit before taxes** | | **(23,511,383)** | **(13.2%)** | **102,881,200** | **46.1%** |
| Income taxes | | 1,392,604 | | (1,429,238) | |
| **(Loss)/Profit for the year** | | **(22,118,779)** | **(12.4%)** | **101,451,962** | **45.4%** |

# Balance sheet

| in CHF | Note | 31.12.2025 | | 31.12.2024 | |
|---|---|---|---|---|---|
| **Assets** | | | | | |
| Cash and cash equivalents | | 119,928,621 | | 496,273,160 | |
| Other current receivables | | | | | |
| – from third parties | | 3,005,345 | | 3,011,282 | |
| – from group companies | | 326,133,867 | | 158,850,090 | |
| Accrued income and deferred expenses | | 1,556,295 | | 2,913,725 | |
| **Total current assets** | | **450,624,128** | **21.6%** | **661,048,257** | **29.8%** |
| Financial assets | 2.1 | 1,039,499,034 | | 969,640,673 | |
| Investments | 2.2 | 593,628,966 | | 588,339,821 | |
| **Total non-current assets** | | **1,633,128,000** | **78.4%** | **1,557,980,494** | **70.2%** |
| **Total assets** | | **2,083,752,128** | **100.0%** | **2,219,028,751** | **100.0%** |
| **Liabilities & equity** | | | | | |
| Current interest-bearing liabilities | | | | | |
| – from third parties | 2.3 | 390,000,000 | | – | |
| – from group companies | | 329,135,462 | | – | |
| Other current liabilities | | | | | |
| – from third parties | | 444,613 | | 187,142 | |
| – from group companies | | 450,054,281 | | 1,088,684,550 | |
| Current provisions | | 4,379,804 | | 3,182,292 | |
| Deferred income and accrued expenses | | 8,641,827 | | 4,942,349 | |
| **Total current liabilities** | | **1,182,655,987** | **56.8%** | **1,096,996,333** | **49.4%** |
| Non-current interest-bearing liabilities | | | | | |
| – from third parties | 2.3 | 200,000,000 | | 500,000,000 | |
| – from group companies | | 349,540,000 | | 228,412,550 | |
| **Total non-current liabilities** | | **549,540,000** | **26.4%** | **728,412,550** | **32.8%** |
| **Total liabilities** | | **1,732,195,987** | **83.1%** | **1,825,408,883** | **82.3%** |
| Share capital | 2.4 | 20,000,000 | | 20,000,000 | |
| Legal retained earnings | | | | | |
| – Legal retained earnings in the narrower sense | | 4,000,000 | | 4,000,000 | |
| Treasury shares | 2.5 | (77,605) | | (22,506) | |
| Available earnings | | | | | |
| – Result carried forward | | 349,752,525 | | 268,190,412 | |
| – (Loss)/Profit for the year | | (22,118,779) | | 101,451,962 | |
| **Total equity** | | **351,556,141** | **16.9%** | **393,619,868** | **17.7%** |
| **Total liabilities & equity** | | **2,083,752,128** | **100.0%** | **2,219,028,751** | **100.0%** |

# Notes to the financial statements

## 1. Principles

**General information**
These financial statements have been prepared in accordance with the provisions of Swiss Accounting Law (32nd title of the Swiss Code of Obligations). The main valuation principles that are not required by law are described below.

**Financial assets**
Financial assets include long-term loans. Loans granted in foreign currencies are valued at the current balance sheet date, whereby unrealised losses are recorded, whereas unrealised gains are not recognised (imparity principle).

**Investments**
Investments were valued at acquisition cost less any necessary value adjustments. The principle of individual valuation is applied.

**Bond issues**
Bonds are carried at nominal value under interest-bearing financial liabilities. The issuing costs incurred in connection with the issue of the bond are capitalised under accrued income/deferred expenses and amortised over the term of the bond. Any premiums received on the issue of the bond are recognised under deferred income/accrued expenses and amortised over the term of the bond. The reversal of the issuing costs and of the premium are recognised in the financial result.

**Treasury shares**
Treasury shares are recognised at acquisition cost and deducted from equity on the date of acquisition. In the event of subsequent sale or allocation (supply) within the scope of share-based remuneration, the gain or loss is recognised through retained earnings without affecting the income statement.

**Share-based remuneration**
The members of the Board of Directors have the option to have their fee paid in cash and/or in shares. In addition, members of the Group Executive Board (GEB), the extended GEB and managerial levels 1 and 2 receive between 20% and 100% of their variable remuneration in the form of shares. The shares are subject to a four-year vesting period after allocation and are allocated at a vesting discount of 20% in relation to the defined value. The expense for the remuneration of the Board of Directors is recognised in the income statement at the current value of the allocation. The expense for the variable remuneration of the (extended) GEB and managerial levels 1 and 2 is recognised and carried as a liability in the year in which the benefit is provided. Any differences in relation to the effective allocation value are corrected in the following year and recognised in the income statement.

**Forgoing a cash flow statement and additional disclosures in the notes**
Since Stadler Rail AG has prepared consolidated financial statements in accordance with a recognised accounting standard (Swiss GAAP FER), in these financial statements it has decided to forgo presenting additional information in the notes on interest-bearing liabilities and audit fees, or to provide a cash flow statement, in accordance with the legal requirements.

# 2. Information on balance sheet and income statement items

## 2.1 Financial assets

| in CHF | 31.12.2025 | 31.12.2024 |
|---|---|---|
| Loans to third parties | – | 15,886,662 |
| Loans to group companies | 1,039,499,034 | 953,754,011 |
| **Total financial assets** | **1,039,499,034** | **969,640,673** |

In the previous year, a subordination of debt of CHF 10.0 million was granted for a loan to Group companies of CHF 220.0 million, which remains unchanged as at the balance sheet date.

## 2.2 Investments

**Direct investments**

| Company | Headquarters | Share of capital and voting rights in % | |
|---|---|---|---|
| | | 31.12.2025 | 31.12.2024 |
| Stadler Rail Management AG | Bussnang (CH) | 100 | 100 |
| Stadler Rail Schweiz AG (formerly Stadler Bussnang AG) | Bussnang (CH) | 100 | 100 |
| Stadler Rheintal AG (merged on 1 January 2025 with Stadler Bussnang AG) | St. Margrethen (CH) | – | 100 |
| Stadler Winterthur AG | Winterthur (CH) | 100 | 100 |
| Stadler Service AG | Bussnang (CH) | 100 | 100 |
| Stadler Signalling AG | Wallisellen (CH) | 81 | 81 |
| CJSC Stadler Minsk | Minsk (BY) | 100 | 100 |
| Stadler Deutschland GmbH | Berlin (DE) | 100 | 100 |
| AngelStar S.r.l. | Mola di Bari (IT) | 40 | 40 |
| Stadler Austria GmbH | Vienna (AT) | 100 | 100 |
| Stadler Polska Sp. z o.o. | Siedlce (PL) | 100 | 100 |
| Stadler Środa Sp. z o.o. | Środa Wielkopolska (PL) | 100 | 100 |
| Stadler Converter Sp. z o.o. | Białystok (PL) | 100 | 100 |
| Stadler Digital Labs, S.A. | Coimbra (PT) | 51 | – |
| Stadler Rail Valencia S.A.U. | Albuixech Valencia (ES) | 100 | 100 |
| Stadler Praha s.r.o. | Prague (CZ) | 100 | 100 |
| Stadler Trains Mag. Zrt. | Budapest (HU) | 100 | 100 |
| Stadler Szolnok Kft. | Szolnok (HU) | 100 | 100 |
| Stadler US Inc. | Salt Lake City (US) | 100 | 100 |

**Indirect investments**

| Company | Headquarters | Share of capital and voting rights in % | |
|---|---|---|---|
| | | 31.12.2025 | 31.12.2024 |
| Stadler Stahlguss AG | Biel (CH) | 100 | 100 |
| Stadler Algérie EURL | Algiers (DZ) | 100 | 100 |
| Stadler Service Azerbaijan LLC | Baku (AZ) | 100 | 100 |
| Stadler Service Denmark Aps | Aarhus (DK) | 100 | 100 |
| STAP Grundstücks-Vermietungsgesellschaft GmbH | Berlin (DE) | 100 | 100 |
| Stadler Rail Service Deutschland GmbH | Berlin (DE) | 100 | 100 |
| Stadler Chemnitz GmbH | Chemnitz (DE) | 100 | 100 |
| Stadler Mannheim GmbH | Mannheim (DE) | 100 | 100 |
| Stadler Signalling Deutschland GmbH | Braunschweig (DE) | 100 | 100 |
| Stadler Service Finland Oy | Helsinki (FI) | 100 | 100 |
| Erion France S.A.S. | Montceau-les-Mines (FR) | 100 | 100 |
| Stadler Service Georgia LLC | Tbilisi (GE) | 100 | 100 |
| Stadler Rail Service UK Ltd. | Liverpool (GB) | 100 | 100 |
| Stadler Service Italy S.r.l. | Venice (IT) | 100 | 100 |
| Limited liability partnership “Stadler Kazakhstan” | Astana (KZ) | 51 | 51 |
| Limited liability partnership “SRS Kazakhstan” | Almaty (KZ) | 51 | 51 |
| Stadler Service Lithuania UAB | Vilnius (LT) | 100 | – |
| Stadler Service Nederland B.V. | Apeldoorn (NL) | 100 | 100 |
| WHAT B.V. | Venlo (NL) | 50 | 50 |
| Stadler Service Norway AS | Oslo (NO) | 100 | 100 |
| ÖBB Stadler Service GmbH | Vienna (AT) | 40 | 40 |
| Stadler Service Polska Sp. z o.o. | Warsaw (PL) | 100 | 100 |
| LLC Stadler Rus | Moscow (RU) | 100 | 100 |
| Stadler Service Sweden AB | Stockholm (SE) | 100 | 100 |
| Stadler Rail d.o.o. | Belgrade (RS) | 100 | 100 |
| Erion Mantenimiento Ferroviario S.A. | Madrid (ES) | 51 | 51 |
| Stadler Demiryolu Araçları Servisi Anonim Şirketi | Ataşehir (TR) | 100 | 100 |
| Stadler Mag. Vas. Karb. | Pusztaszabolcs (HU) | 100 | 100 |
| BBR rail automation (US) Inc. | Atlanta (US) | 100 | 100 |

## 2.3 Interest-bearing liabilities to third parties

Current interest-bearing liabilities to third parties include a bond for a total of CHF 300.0 million, which was issued on 20 November 2019 with a coupon of 0.375%. The issue price was 100.553% of the nominal value. It will be redeemed at par value on 20 November 2026. In addition to this bond, Stadler took out a loan of CHF 90.0 million in the 2025 financial year to secure short-term liquidity. Non-current interest-bearing liabilities to third parties consist of two bonds of CHF 100.0 million each, which were issued on 12 July 2024 with a coupon of 1.6925% and 1.9950% respectively. The issue price for both bonds was 100.000% of the nominal value. They will be redeemed at par value on 12 July 2029 and 12 July 2032. All bonds are listed on the SIX Swiss Exchange.

## 2.4 Share capital

The share capital of CHF 20.0 million consists of 100 million registered shares with a par value of CHF 0.20 each (31 December 2024: 100 million registered shares with a par value of CHF 0.20 each).

As at 31 December 2025, Stadler had conditional share capital of a maximum of CHF 0.4 million (previous year: CHF 0.4 million) and a capital band of between CHF 19.0 million (lower limit) and CHF 22.0 million (upper limit). The capital band was created at the Annual General Meeting on 12 May 2023.

## 2.5 Treasury shares

| | Number (pcs.) | Par value (CHF) | Average transaction price (CHF) | Carrying amount (CHF) |
|---|---|---|---|---|
| **Balance at 1 January 2024** | **252** | **0.20** | **30.85** | **7,775** |
| Purchases from third parties | 109,000 | 0.20 | 25.56 | 2,785,949 |
| Allocations of share-based payments to the Board of Directors | (21,969) | 0.20 | 20.69 | (454,539) |
| Allocations of share-based payments to the Group Executive Board | (39,282) | 0.20 | 27.10 | (1,064,542) |
| Sales to subsidiaries for share-based payments | (46,887) | 0.20 | 27.10 | (1,270,638) |
| Adjustment to average price | | | | 18,501 |
| **Balance at 31 December 2024** | **1,114** | **0.20** | **20.20** | **22,506** |
| **Balance at 1 January 2025** | **1,114** | **0.20** | **20.20** | **22,506** |
| Purchases from third parties | 120,000 | 0.20 | 20.04 | 2,405,293 |
| Allocations of share-based payments to the Board of Directors | (24,663) | 0.20 | 19.38 | (477,969) |
| Allocations of share-based payments to the Group Executive Board | (41,329) | 0.20 | 21.22 | (877,001) |
| Sales to subsidiaries for share-based payments | (51,149) | 0.20 | 21.22 | (1,085,152) |
| Adjustment to average price | | | | 89,928 |
| **Balance at 31 December 2025** | **3,973** | **0.20** | **19.53** | **77,605** |

## 2.6 Other financial income

| in CHF | 2025 | 2024 |
|---|---|---|
| Granting of group guarantees | 3,117,820 | 3,405,813 |
| Interest from loans to group companies | 36,612,151 | 29,064,282 |
| Interest from third parties | 1,634,529 | 3,767,177 |
| Foreign exchange gains | 30,607,546 | 51,333,254 |
| **Total other financial income** | **71,972,046** | **87,570,526** |

## 2.7 Other operating income

| in CHF | 2025 | 2024 |
|---|---|---|
| Income from services | 14,700,212 | 14,860,000 |
| Income from royalties | – | 36,304,000 |
| **Total other operating income** | **14,700,212** | **51,164,000** |

The income from royalties and trademark fees previously received by Stadler Rail AG has been allocated to Stadler Rail Management AG since 1 January 2025.

## 2.8 Value adjustments on investments

The value adjustments on investments totalling CHF 117.0 million consist of a value adjustment of CHF 197.0 million on the investment in Stadler Deutschland GmbH and a reversal of depreciation of CHF 80.0 million on the investment in Stadler Rail Valencia S.A.U. The value adjustment of CHF 7.0 million reported in the previous year resulted from a value adjustment on the investment in Stadler Środa Sp. z o.o.

## 2.9 Financial expenses

| in CHF | 2025 | 2024 |
|---|---|---|
| Bank interest and fees | 15,987,447 | 6,041,897 |
| Interest from loans from group companies | 11,745,055 | 18,033,507 |
| Foreign exchange losses | 33,612,832 | 65,642,378 |
| **Total financial expenses** | **61,345,334** | **89,717,782** |

## 2.10 Other operating expenses

| in CHF | 2025 | 2024 |
|---|---|---|
| Administrative expenses | 2,572,438 | 2,795,576 |
| Consulting expenses | 539,987 | 638,116 |
| Other operating expenses | 12,321,145 | 11,510,400 |
| **Total other operating expenses** | **15,433,570** | **14,944,092** |

# 3. Other information

**Declaration of the average number of full-time employees during the year**
The annual average number of full-time equivalents was between 10 and 50 in the reporting year (previous year: between 10 and 50).

**Derivative financial instruments**
Stadler uses derivative financial instruments exclusively to hedge interest rate and foreign currency risks. The derivative financial instruments concluded are not recognised in the balance sheet. As at the balance sheet date, the positive replacement value of open derivative financial instruments totalled CHF 6.5 million (previous year: CHF 4.7 million).

**Collateral provided for third-party liabilities**
The collateral provided by the company amounts to CHF 12,250.3 million (previous year: CHF 12,391.0 million). These are sureties, letters of comfort and guarantees issued in favour of customers, suppliers and financial institutions.

**Contingent liabilities**
Stadler Rail AG belongs to the Stadler Rail Schweiz AG VAT group and is jointly liable for its VAT liabilities to the tax authorities.

Under the cash pooling agreements with UBS and BNP, there is joint and several liability towards the affiliated Group companies.

**Net release of hidden reserves**
In the reporting year, the net released hidden reserves totalled CHF 80.0 million (previous year: CHF 0.0 million).

**Significant events after the reporting date**
No events occurred after the reporting date that could have a significant impact on the 2025 financial statements.

# Appropriation of profit proposed to the Annual General Meeting

| in CHF | 31.12.2025 |
|---|---|
| **For disposition by the General Meeting** | |
| Results carried forward | 349,752,525 |
| Loss for the year | (22,118,779) |
| **Accumulated profits** | **327,633,746** |
| **Total available earnings** | **327,633,746** |

| in CHF | 31.12.2025 |
|---|---|
| **Proposal of the Board of Directors** | |
| Distribution of a dividend of 250% of the share capital of CHF 20,000,000[1] | 50,000,000 |
| To be carried forward | 277,633,746 |
| **Total proposed appropriation by the Board of Directors** | **327,633,746** |

[1] Shares held as treasury shares at the time of the dividend distribution are not entitled to dividends.

# Statutory Auditor's Report

**To the General Meeting of Stadler Rail AG, Bussnang**

## Report on the Audit of the Financial Statements

**Opinion**
We have audited the financial statements of Stadler Rail AG (the Company), which comprise the balance sheet as at 31 December 2025, and the income statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (pages 227 to 235) comply with Swiss law and the Company's articles of incorporation.

**Basis for Opinion**
We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession that are relevant to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matter**

### VALUATION OF INVESTMENTS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

KPMG AG
Zurich, 17 March 2026

## VALUATION OF INVESTMENTS

### Key Audit Matter

The financial statements of Stadler Rail AG as of 31 December 2025 include investments amounting to CHF 594 million.

The investments are recognized at acquisition costs or the lower value in use. On an annual basis, management assesses whether there are indicators for impairment on investments by comparing the book value of the individual investment with the proportional equity value as per the reporting package (also considering budgeted losses for the following year, if any).

If the book value of the individual investment is below the proportional equity value, the value in use be assessed with the discounted cash flow method (DFC method). This calculation includes significant assumptions made by management, especially in connection with forecasted cash flows, the long-term growth rate and the discount rate. Based on this reason, the valuation of investments was considered a significant audit area.

### Our response

Our audit procedures included, amongst others, the verification of management's impairment assessment in comparing the book value of the individual investment with the proportional equity value as per the (audited, if available) reporting package and the approved budget.

Regarding the DCF method we performed the following audit procedures with the support of our valuation specialists:

- Evaluation of the methodical and mathematical accuracy of the valuation model;
- Reconciliation of applicable plan data with the business plan approved by the board of directors;
- Assessment of the appropriateness of the applied discount rate and long-term growth rate by comparing them with publicly available data as well as our assessment of the economic outlook;
- Reconciliation of the accurate recognition of the impairment charge in case the value in use is below the book value.

For further information on the investments refer to the following:

- Note 2.2 „Investments“
- Note 2.8 „Valuation adjustments on investments”

**Other Information**
The Board of Directors 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 stand-alone financial statements of the Company, the compensation report and our auditor's reports thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit 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.

**Board of Directors' Responsibilities for the Financial Statements**

The Board of Directors is responsible for the preparation of the financial statements in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company'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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

**Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the 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 Swiss law and SA-CH 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 financial statements.

As part of an audit in accordance with Swiss law and SA-CH, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

— Identify and assess the risks of material misstatement of the 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 risk 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.

— 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 Company's internal control

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors' 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 Company'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 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 Company to cease to continue as a going concern.

We communicate with the Board of Directors or its relevant 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 Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the Board of Directors or its relevant committee, we determine those matters that were of most significance in the audit of the 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

In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the financial statements according to the instructions of the Board of Directors.

Based on our audit in accordance with Art. 728a para. 1 item 2 CO, we confirm that the proposal of the Board of Directors complies with Swiss law and the Company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

KPMG AG

Toni Wattenhofer
Licensed Audit Expert
Auditor in Charge

Nicolas Wuffli
Licensed Audit Expert

Zurich, 17 March 2026

KPMG AG, Badenerstrasse 172, CH-8036 Zurich

## Financial Calendar

**2026 Annual General Meeting** 5 May 2026

**2026 Half-Year Report** 26 August 2026

**2026 Annual Report** 17 March 2027

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Gornergratbahn (p. 226 – 227)

All statements in this report that are not based on historical facts are forward-looking statements that offer no guarantee whatsoever with regard to future performance; they involve risks and uncertainties including, but not limited to, future global economic conditions, exchange rates, legal provisions, market conditions, activities of competitors and other factors beyond the control of the company.

March 2026

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