



# Management Report

**Overview of the Economic Environment and the Past Financial Year**

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**Business Results**

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**Research and Development**

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**Purchasing and Manufacturing**

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**Employees**

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**Environmental Management**

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**Subsidiaries and Investments**

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**Risk Report**

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**Outlook**

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**Other Information**

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**Events after the Reporting Period**

# 1. Overview of the Economic Environment and the Past Financial Year

## 1.1 Development of the Semiconductor Sector

The global semiconductor market grew by 22.5% to USD 772 billion in 2025 compared to the previous year (2024: USD 631 billion). This increase was driven primarily by the very volatile memory market (+28%) and the IC logic market (+37%), with the latter benefiting from demand for AI in particular. On both markets ams OSRAM is currently not active to a significant extent. The key segments for the Company, optoelectronic and analog semiconductors and sensors, had significantly lower growth in 2025 after recording a decline in 2024. The market for optoelectronic semiconductors grew by 3.7% in the reporting year (2024: -4.8%), the sensors segment by 10.4% (2024: -5.1%) and analog semiconductors by 7.5% (2024: -2.2%).<sup>1</sup>

The most important end markets for ams OSRAM are the automotive sector, industrial and medical technology applications, and consumer devices such as smartphones and wearables. Global automotive production rose by 3.7% in 2025<sup>2</sup> following a decline of -1.1% in the previous year. In the industrial and medical technology sectors relevant to ams OSRAM, the rate of change based on ZVEI (Global Electro and Digital Industry) data was 1 to 5% in 2025 (2024: 0 to 4%).<sup>3</sup> Deliveries in the global smartphone market rose by 0.6% in 2025 following an increase of 7.1% in the previous year.<sup>4</sup> In the global market for smartwatches, the volume grew by 7.7% in 2025 (2024: decline of -2.0%).<sup>5</sup>

## 1.2 Structure and Development of the Segments

The 2025 financial year for ams OSRAM was characterized by a challenging market environment. Global economic development remained subdued for the Company in several material industries. Additional operational challenges arose due to geopolitical tensions and a volatile environment. Although overall demand for vehicles or smartphones was not materially affected, the new US tariff rules, in particular, led to increased complexity in individual supply chains and had a noticeable impact on business developments in a variety of segments.

In the Lamps & Systems segment, extensive inventory adjustments by US distribution partners in the auto lamp aftermarket business weighed on revenue in the second quarter.

In the semiconductor business the previous persistent inventory adjustment in the automotive sector came to an end at mid-year, as expected, but the increase in demand in the second half of the year anticipated across the industry failed to materialize. Supply chains in the automotive area continued to be dominated by extremely low Days Inventory Outstanding and orders being placed at short notice, making it noticeably more difficult to predict business developments.

The industry and medical businesses displayed initial signs of a modest recovery following an almost two-year phase of weakness. The gratifying development in the consumer business was predominantly due to the fact that demand for newly introduced customer-specific components for smartphones and wearables was significantly higher than expected, which also led to high utilization of the corresponding production capacities.

Moreover, the revenue trend was decisively affected by external factors. Currency effects resulted in a decline in revenue totaling a nine-digit EUR amount; this is due, in particular, to the significant weakening of the USD against the EUR. At the same time, notably higher prices of raw materials, especially gold and other precious metals, additionally weighed down the cost base.

ams OSRAM's business activities are spread across three segments:

- Opto Semiconductors (OS) with a focus on emitters;
- CMOS Sensors and ASICs (CSA) with a focus on sensor technology and analog mixed-signal chips; and
- Lamps & Systems (L&S) specializing in traditional lamps and lighting products with a focus on the automotive, industrial and medical technology end markets.

The semiconductor area, covered by OS and CSA, was once again the Group's main revenue driver in 2025, generating over 70% of revenue.

### Opto Semiconductors (OS)

Semiconductor-based light emitters are the core competence of OS. The portfolio ranges from standard LEDs, infrared emitters, infrared and visible lasers through to multi-chip and multi-pixel solutions. Most notably in the largest end market, automotive, OS is the global leader with a broad selection of applications for the exterior and interior of a vehicle. These include differentiated LED solutions for headlights and other front lighting systems, signal/rear lights and other exterior lighting, as well as ambient lighting for vehicle interiors. Other business areas in our OS segment include interior sensors, components for safety and ADAS systems, and visualization technologies.

In the first half of 2025, the inventory adjustment that set in during the third quarter of 2024 continued. The return of inventory levels to normal predicted by many semiconductor manufacturers operating in the automotive sector at the start of the year failed to materialize in the second half of the year. Suppliers and OEMs continued to operate with extremely low inventories; moreover, they placed orders at very short notice owing to the uncertain general market environment. Although the business performance in the second half of the year was muted, it remained satisfactory across the reporting period as a whole. In 2025, OS furthermore reaffirmed its position as globally leading provider of LED automotive lighting, and we were able to further expand the customer project base and innovation pipeline across many product families.

In the industrial area, developments were mixed: demand for 'Hyper Red' LEDs (special red light-emitting diodes for lighting systems for plant cultivation) remained solid despite a difficult market setting. Sales of LED products for industrial and outdoor applications were also satisfactory. By contrast, the mass market through distribution channels and the industrial imaging sector recovered only slightly, reflecting the overall slowdown in economic activity.

Overall, currency-adjusted revenue in the OS segment posted a decline in a low single-digit percentage range compared to the previous year, although the segment's relative strength compared with the rest of the competition is worth highlighting. For the first time ever, according to market intelligence provider TrendForce, OS was able to establish itself as the world's leading manufacturer of LED components in casings.

<sup>1</sup> Sources: WSTS forecasts as of December 2, 2025

<sup>2</sup> Sources: IHS Global Light vehicle production forecast as of January 2026

<sup>3</sup> Sources: ZVEI forecasts as of October 2025

<sup>4</sup> Sources: OMDIA smartphone tracker as of November 20, 2025

<sup>5</sup> Sources: Canalys wearable band forecast as of December 2, 2025

### CMOS Sensors and ASICs (CSA)

Our CSA segment is one of the global market leaders in light sensors and specializes in sensor and analog mixed-signal ICs. Its core business is with CMOS-based sensors and sensor components. Our technical expertise includes optical filters and housings, photodiodes, integrated readout, driver and logic circuits, as well as software.

Mobile devices such as smartphones and wearables are by far our most important end market. Our CSA segment's business focus includes display management, proximity sensors, 3D technologies, spectral and biosensor technology, and other optoelectronic applications. The Consumer Applications business recorded a very good year in 2025. Demand for the customer-specific sensor products introduced in the prior year was significantly higher than expected. Global smartphone sales remained stable despite the announcement of tariffs, which benefited the business with often standardized sensor components for Android-based devices. At the same time, the Group cemented its leading position in important submarkets as several customers selected sensors from ams OSRAM for their future devices.

Business performance in the industrial and medical technology markets in the CSA segment recovered only gradually. Inventory adjustments continued in the first half of the year, in particular. The slight recovery, e.g. among end customers in production automation, was not reflected in the order intake until the second half of the year. Demand in the medical technology market only stabilized slightly toward the end of the year, particularly in China.

### Lamps & Systems (L&S)

L&S's automotive business mainly comprises classic halogen or xenon-based lamps, LED-based replacement lamps and retrofit lighting systems for vehicles. As the leading supplier of vehicle lighting, L&S serves both automotive manufacturers and the automotive aftermarket in the most important regions. In 2025, the automotive division of L&S recorded a mixed business development. The first quarter was in line with the typical seasonal trend. In the second quarter, North American aftermarket customers reduced their inventories on account of what has become known as the tariff shock. The development in the second half was also atypical as exceptionally high demand was recorded in the fourth quarter. The OEM business was down, as expected, due to the ongoing increase in the use of LED-based lighting solutions in original equipment. The Entertainment and Industry Lamps (ENI) business of L&S

was sold to Ushio Inc., Tokyo (Japan) on July 28, 2025, as part of the plan to de-leverage the balance sheet published on April 30, 2025. Until the planned completion of the transaction at the end of the first quarter of 2026, revenue and earnings of this business unit will be fully included in the consolidated financial statements of ams OSRAM. It comprises lighting products for a variety of applications in industry (e.g. production systems for semiconductors) and medical technology. Reflecting the subdued demand in the markets for industrial semiconductor applications, these areas posted relatively weak results.

## 1.3 'Re-establish the Base' Strategy and Efficiency Program

The 'Re-establish the Base' efficiency program launched in 2023 was systematically continued in the reporting year and generated faster progress than planned. It aims to focus on the profitable semiconductor business, streamline the organization, and shorten innovation cycles. Non-strategic activities were largely spun off. The planned savings of up to EUR 225 m by 2026 have mostly been realized already: as of the end of 2025, run-rate savings stood at around EUR 220 m.

At the same time, management pushed ahead with strengthening the balance sheet. Accelerated deleveraging became a key strategic focus. Important steps included the sale of the Entertainment-and-Industry-Lamps-Business (ENI) announced in July 2025. In addition, after the balance sheet date the sale of the non-optical analog/mixed-signal sensor business to Infineon for a purchase price of EUR 570 m was announced. Closing of the transaction is expected in the second quarter of 2026. For further details, see section [11. Events after the Reporting Period](#).

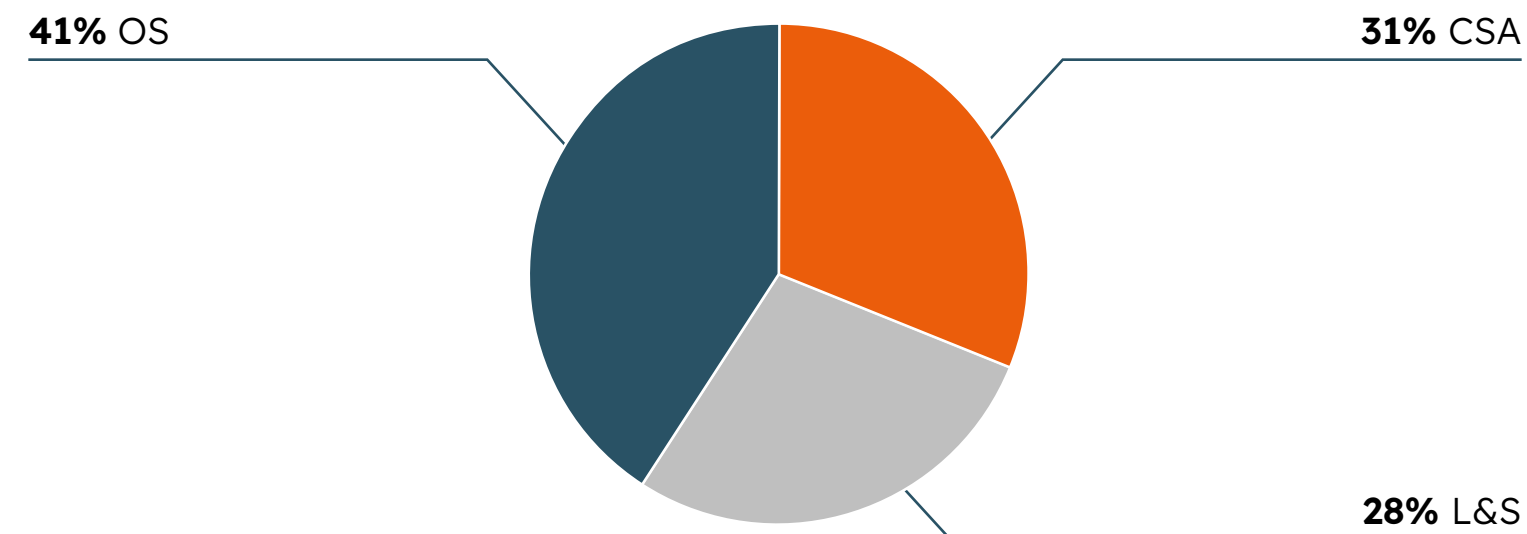
## 2. Business Results

### 2.1 Revenue

Revenue generated by ams OSRAM in 2025 declined by 3% to EUR 3,323 m (2024: EUR 3,428 m). Of this amount, the OS segment accounted for EUR 1,375 m (2024: EUR 1,448 m) or 41% of revenue (2024: 42%). The CSA segment generated EUR 1,010 m (2024: EUR 981 m) or 31% of revenue (2024: 29%). The L&S segment contributed EUR 938 m (2024: EUR 1,000 m) or 28% (2024: 29%) of revenue.

Alongside the weaker USD, the decline in revenue at OS is primarily attributable to inventory corrections by automotive LED customers and the cyclical demand low in the industry end market. The CSA consumer business recorded a positive performance in the reporting period. This was due in particular to new products, whose contribution to sales increased significantly in the 2025 financial year after their market launch in 2024. Despite negative currency effects resulting from the depreciation of the USD and portfolio effects from the disposal of business activities amounting to EUR 21 m, this positive performance led to an overall increase in revenue for CSA. The portfolio effects resulted from the spin-off of the Passive Optical Components business (OC business) with sites in Singapore and Switzerland in the second half of 2024. That transaction was part of our 'Re-establish the Base' program, which aims to increase our focus on profitable core activities. At L&S, too, the weaker USD together with the uncertainty caused by the US tariff policy and the muted performance of the US retail chains in the automotive replacement lamp business (aftermarket) led to declining revenue.

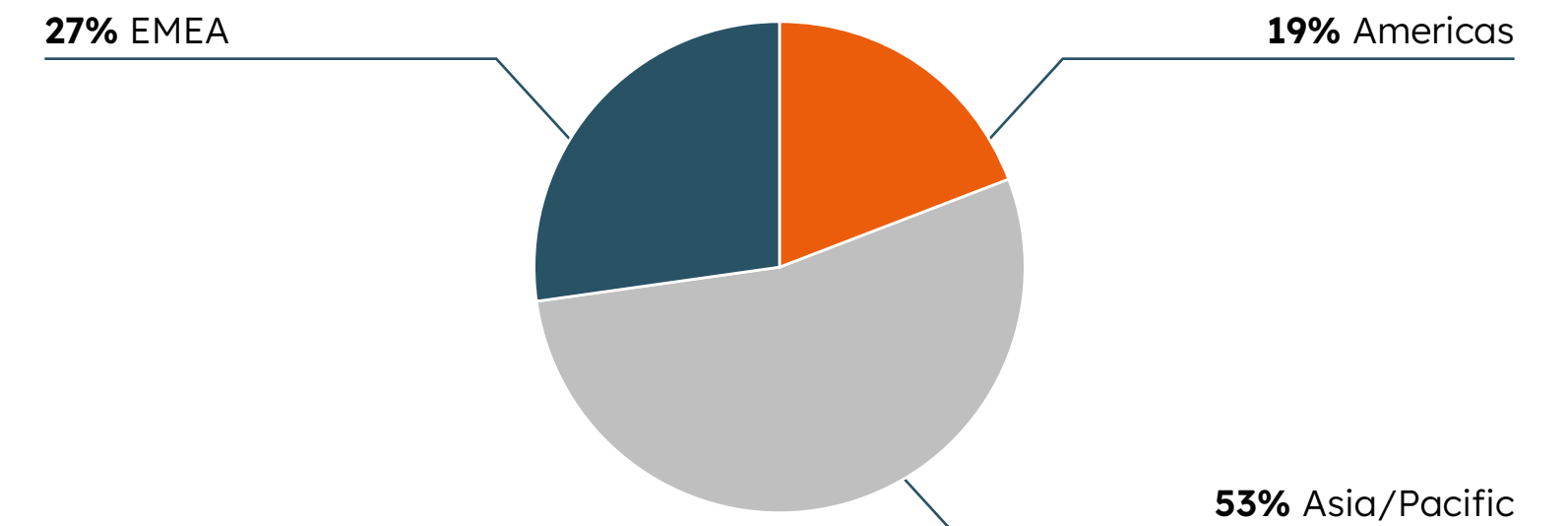
Revenue by Segment



in EUR million	2025	% of revenue	2024	% of revenue	Change in %
OS	1,375	41%	1,448	42%	-5%
CSA	1,010	31%	981	29%	3%
L&S	938	28%	1,000	29%	-6%
	<b>3,323</b>		<b>3,428</b>		<b>-3%</b>

Revenue by Region

The revenue breakdown by region reflects the location of the invoice recipient.



in EUR million	2025	% of revenue	2024	% of revenue	Change in %
EMEA	912	27%	924	27%	-1%
Americas	641	19%	747	22%	-14%
Asia/Pacific	1,770	53%	1,757	51%	1%
	<b>3,323</b>		<b>3,428</b>		<b>-3%</b>

Revenue generated in the EMEA region fell slightly to EUR 912 m in 2025, compared to EUR 924 m in the previous year. This is attributable to the CSA segment, in particular, where revenue fell to EUR 150 m, down from EUR 183 m in the previous year. The expiration of contract manufacturing orders for external third parties and, secondly, portfolio effects from the sale of the Passive Optical Components business (OC business) in the 2024 financial year were responsible for this fall. An increase in revenue to EUR 401 m (2024: EUR 394 m) was recorded in the OS segment. Declines in automotive lighting were more than offset by increases in the consumer business. Revenue of the L&S segment rose by EUR 14 m to EUR 361 m. Sales of warning lights, which replaced warning triangles as compulsory for all vehicles – bar a few exemptions – in Spain to be carried as of January 1, 2026, are largely responsible for this increase.

Revenue in North and South America (Americas) fell from EUR 747 m to EUR 641 m. The EUR 51 m decrease in the OS business unit to EUR 206 m resulted from the weaker USD and, in particular, from inventory adjustments by automotive LED customers and the cyclical demand low in the industry and medical technology end markets. In the CSA segment, where the negative impact of currency effects was not fully offset by a positive demand trend, revenue of EUR 45 m is below the previous year's figure of EUR 50 m. At L&S, the weaker USD along with the uncertainty caused by the US tariff policy and the muted performance at US retail chains in the automotive replacement lamp business led to a EUR 49 m drop in revenue to EUR 390 m.

In the Asia/Pacific region, revenue rose from EUR 1,757 m in the previous year to EUR 1,770 m despite negative currency effects. The OS segment recorded a decline in revenue of EUR 30 m to EUR 767 m that was attributable to the automotive and industry end markets. Revenue in the CSA segment increased by EUR 67 m to EUR 815 m, in particular due to the launch of new products in the consumer segment in 2024. Our L&S segment, in which revenue fell by EUR 26 m to EUR 187 m, was particularly impacted by the muted demand in the automotive industry and by currency effects.

## 2.2 Result of Operations

in EUR million	2025	2024	Change in %
Revenue	3,323	3,428	-3%
Cost of sales	-2,475	-2,571	-4%
Gross profit	848	857	-1%
Gross margin - IFRS reported	26%	25%	
Gross profit - adjusted	968	984	-2%
Gross margin - adjusted	29%	29%	

Gross profit fell to EUR 848 m in the 2025 financial year, compared to EUR 857 m in the previous year. The decline was driven by lower revenue in the OS and L&S segments that could not be fully offset by the positive revenue and gross margin

performance in the CSA segment. On the cost side, the sharp increase in precious metal prices, gold in particular, had a negative impact. Nevertheless, the gross profit margin reported in accordance with IFRS rose to 26%, up from 25% in the previous year, in part thanks to improved productivity following the successful implementation of measures forming part of the 'Re-establish the Base' program and lower transformation costs than in the previous year. The gross profit margin for the full year 2025, adjusted for acquisition-related expenses, transformation costs, and expenses for share-based payments, was 29%, as in the previous year.

in EUR million	2025	2024	Change in %
Research and development expenses	-388	-419	-7%
Selling, general, and administrative expenses	-431	-422	+2%
microLED adaption result	16	-576	

In addition, research and development expenses accounted for 12% of revenue, unchanged from the previous year. The absolute amount decreased by EUR 31 m to EUR 388 m, in particular thanks to measures to adjust the cost basis in the context of the 'Re-establish the Base' program.

Selling, general, and administrative expenses rose from EUR 422 m in the previous year to EUR 431 m. The main reasons were the spin-off costs incurred in connection with the sale of the Entertainment-and-Industry-Lamps-Business (ENI) and the cost of preparing the planned sale of further business activities in the context of the implementation of the plan, communicated in April 2025, to accelerate the Company's deleveraging with the aim of generating well in excess of EUR 500 m in divestment proceeds. On February 3, 2026, ams OSRAM entered into an agreement to sell its non-optical analog/mixed-signal sensor business for automotive, industrial, and medical applications to Infineon Technologies AG, see [11. Events after the Reporting Period](#). By contrast, measures to adjust the cost basis in the context of the 'Re-establish the Base' program had a positive impact. Selling and administrative expenses accounted for 13% of revenue, up from 12%.

The microLED adaption result had a positive net effect of EUR 16 m, which resulted from the reversal of provisions of EUR 33 m and offsetting additional expenses of EUR 18 m. In the previous year the adjustment of the microLED strategy due to the termination of the microLED project with a customer resulted in net expenses of

EUR 576 m. In particular, this included impairment losses on property, plant, and equipment in the amount of EUR 364 m, and on capitalized project-specific development costs in the amount of EUR 125 m.

in EUR million	2025	2024	Change in %
<b>Result from operations (EBIT) - IFRS reported</b>	<b>102</b>	<b>-547</b>	<b>-119%</b>
EBIT margin - IFRS reported	3%	-16%	
Amortization, depreciation, and impairment	425	942	-55%
<b>EBITDA - IFRS reported</b>	<b>527</b>	<b>395</b>	<b>33%</b>
EBITDA margin - IFRS reported	16%	12%	
<b>EBITDA - adjusted</b>	<b>608</b>	<b>575</b>	<b>6%</b>
EBITDA margin - adjusted	18%	17%	

IFRS-reported EBIT amounted to EUR 102 m in the 2025 financial year (2024: EUR -547 m). Alongside the above-mentioned positive (2024: negative) effects from the microLED adjustment, income amounting to EUR 37 m was recorded from the successful termination of the litigation surrounding the violation of business secrets and patents during the reporting year.

The primary parameters for managing and evaluating our operating results are EBITDA and adjusted EBITDA. EBITDA in 2025 came to EUR 527 m, up from EUR 395 m in the previous year, that was weighed down by EBITDA-impacting expenses incurred in connection with the microLED adjustment of EUR 85 m while EBITDA-impacting income of EUR 16 m from the microLED adjustment was recorded in 2025. Adjusted EBITDA rose by EUR 32 m to EUR 608 m compared to the previous year as a result of factors including positive effects from savings in the context of the 'Re-establish the Base' program.

in EUR million	2025	2024	Change in %
Financial income	166	85	96%
Financial expenses	-385	-290	33%
<b>Financial result</b>	<b>-218</b>	<b>-205</b>	<b>7%</b>

Our financial result deteriorated from EUR -205 m to EUR -218 m, due to a EUR 25 m increase in interest expenses, largely as a result of the higher average interest rate on outstanding interest-bearing loans and borrowings. Interest income declined by EUR 14 m.

Currency and valuation effects from foreign currency derivatives had a negative impact of EUR -9 m on the change in our financial result. Currency effects generated income of EUR 100 m in 2025 (2024: expenses of EUR 12 m) while foreign currency derivatives resulted in expenses of EUR 83 m (2024: income of EUR 39 m). The valuation of options for early repayment of bonds generated income of EUR 21 m (2024: expenses of EUR 2 m).

in EUR million	2025	2024	Change in %
Current taxes	-29	-45	-37%
Deferred taxes	16	12	30%
<b>Income taxes</b>	<b>-12</b>	<b>-33</b>	<b>-63%</b>

Tax expenses of EUR 12 m were reported in the 2025 financial year (2024: EUR 33 m). Actual income taxes of EUR -29 m (2024: EUR -45 m), which mainly resulted from foreign companies that were profitable, were offset by a positive net effect totaling EUR 16 m (2024: EUR 12 m) from deferred taxes.

Our net result amounted to EUR -129 m, compared to EUR -785 m in the previous year. The return on equity was -14% (2024: -64%), while the return on revenue, was -4% (2024: -23%).

in EUR million	2025	2024	Change in %
Gross profit	848	857	-1%
Gross margin - IFRS reported	26%	25%	
Gross profit - adjusted	968	984	-2%
Gross margin - adjusted	29%	29%	
EBITDA (IFRS)	527	395	33%
EBITDA margin (IFRS)	16%	12%	
EBITDA - adjusted	608	575	6%
EBITDA margin - adjusted	18%	17%	
Result from operations (EBIT) - IFRS reported	102	-547	-119%
EBIT margin - IFRS reported	3%	-16%	
Financial result	-218	-205	7%
Result before income taxes	-117	-752	-84%
Net result	-129	-785	-84%
Return on equity	-14%	-64%	
Return on revenue	-4%	-23%	

The gross profit margin (adjusted) is adjusted for goodwill impairment, acquisition-related expenses, the microLED adaption result and transformation costs, and expense for share-based compensation.

EBITDA (adjusted) is additionally adjusted for depreciation and amortization included in earnings before interest and taxes (EBIT, IFRS) and the result from investments accounted for using the equity method and from the sale of businesses.

Acquisition-related expenses include depreciation, amortization, and impairment losses on assets from purchase price allocations, as well as integration, carve-out, and acquisition costs. The amount for the 2025 financial year includes income of EUR 37 m from the successful termination of litigation concerning the violation of business secrets and patents.

The microLED adaption result includes impairment losses and reversals of impairment losses on fixed assets and changes in provisions since the termination of the microLED project on February 28, 2024.

Transformation costs result primarily from necessary measures to improve our competitiveness and cost position, as well as efficiency measures and other restructuring expenses.

Reconciliation of adjusted financial figures to the financial figures reported in accordance with IFRS:

in EUR million	2025	2024
<b>Gross profit - adjusted</b>	<b>968</b>	<b>984</b>
Acquisition-related expense	-42	-44
Share-based compensation	-3	-3
Transformation costs	-75	-79
<b>Gross profit - IFRS reported</b>	<b>848</b>	<b>857</b>
<b>EBITDA - adjusted</b>	<b>608</b>	<b>575</b>
microLED adaption result	16	-85
Acquisition-related expense <sup>1</sup>	19	-5
Share-based compensation	-22	-18
Transformation costs	-88	-62
Result from the sale of businesses	-2	-2
Results from investments accounted for using the equity method, net	-3	-7
<b>EBITDA - IFRS</b>	<b>527</b>	<b>395</b>
Amortization, depreciation, and impairment	-425	-942
<b>Result from operations (EBIT) - IFRS reported</b>	<b>102</b>	<b>-547</b>
Financial result	-218	-205
Income taxes	-12	-33
<b>Net result</b>	<b>-129</b>	<b>-785</b>

<sup>1</sup> The amount for the 2025 financial year includes income of EUR 37 m from the successful termination of litigation concerning the violation of business secrets and patents.

## 2.3 Assets and Financial Position

Assets in EUR million			Liabilities, provisions and equity in EUR million		
	2025	2024		2025	2024
Inventories	724	809	Interest-bearing loans and borrowings	2,561	2,511
Trade receivables	415	496	Trade liabilities	477	472
Other current assets	1,833	1,437	Other liabilities	2,078	2,249
Non-current assets	3,780	4,085	Provisions	747	436
Deferred tax assets	60	74	Equity	948	1,235
<b>Total assets</b>	<b>6,812</b>	<b>6,903</b>	<b>Total liabilities, provisions and equity</b>	<b>6,812</b>	<b>6,903</b>

The balance sheet of the ams OSRAM Group has a high ratio of non-current assets to total assets, which is common in the semiconductor industry. At the same time, intangible assets reflect the significant acquisitions carried out in recent years. At 52%, the proportion of total assets accounted for by property, plant, and equipment and by intangible assets at the end of 2025 was slightly below the previous year's figure of 55%. The equity ratio fell to around 27% at the end of the past financial year, compared to 33% in the previous year.

Cash and cash equivalents increased by EUR 385 m to EUR 1,483 m, thanks to cash proceeds of EUR 391 m from the retransfer of assets for pension plan commitments in Germany. Inventories decreased from EUR 809 m in the previous year to EUR 724 m, in particular due to reclassifications in assets held for sale and currency conversion effects. Trade receivables amounted to EUR 415 m as at the reporting date (2024: EUR 496 m).

The decline in other current non-financial assets to EUR 152 m (2024: EUR 267 m) is due in particular to the partial payment of EUR 83 m in funding as part of the European Union's European Chips Act. As of December 31, 2025, a residual liability of EUR 32 m remained, which is due to be paid in the second quarter of the 2026 financial year.

Assets held for sale amounted to EUR 116 m (2024: EUR 23 m). They included EUR 110 m in assets of the Entertainment-and-Industry-Lamps-Business (ENI) and

property, plant, and equipment of EUR 6 m (2024: EUR 23 m) to be sold to a customer in the OS segment as part of a development project for new LED technologies.

The carrying value of property, plant, and equipment (after taking government grants into account) fell to EUR 1,565 m (2024: EUR 1,729 m). Among other factors, this is due to scheduled depreciation of EUR 257 m and impairment losses of EUR 40 m that exceeded the additions (after consideration of government grants) of EUR 165 m and reversals of impairment losses in connection with the adjustment of the microLED strategy amounting to EUR 33 m. It was additionally reduced by currency effects of EUR 47 m and reclassifications in assets held for sale of EUR 14 m. Additions to fixed assets included, among others, investments for the construction of a new factory to expand production capacity in Premstaetten (Austria).

The decrease in intangible assets to EUR 1,945 m (2024: EUR 2,054 m) is due in particular to scheduled depreciation of EUR 112 m that exceeded the additions of EUR 61 m. At EUR 59 m, the additions related primarily to capitalized development costs. Reclassifications in assets held for sale of EUR 44 m also contributed to the reduction in intangible assets.

Cash-effective investments in fixed assets after taking government grants into account were EUR 117 m during the reporting period. Depreciation in the amount of EUR 425 m (2024: EUR 942 m) included scheduled depreciation totaling EUR 315 m (2024: EUR 334 m).

Interest-bearing loans and borrowings increased by EUR 50 m to EUR 2,561 m (2024: EUR 2,511 m). The EUR bond issued in November 2023 with a nominal volume of EUR 625 m, which was increased to a nominal volume of EUR 825 m in the course of a private placement, was increased again to a nominal volume of EUR 1,025 m on July 22, 2025, in the course of a further private placement. The interest payable is 10.50% p.a. with a maturity date of March 30, 2029. At the same time, the USD bond with a nominal volume of USD 400 m issued in November 2023 was increased to USD 750 m on July 22, 2025, in the course of a private placement. The interest payable is 12.25% p.a. with a maturity date of March 30, 2029. The scheduled repayment of the EUR convertible bond with an original nominal amount of EUR 600 m had the opposite effect as its repurchase amount of EUR 447 m following repurchases in earlier financial years corresponded to the nominal amount still outstanding at the time of redemption. All told, the carrying amount of the bonds and convertible bonds

increased by EUR 59 m to EUR 2,394 m (2024: EUR 2,335 m). The repayment of bank loans and promissory note loans was almost fully refinanced by taking out new loans and loan extensions and led to a EUR 9 m decline in interest-bearing loans and borrowings.

Net financial debt decreased from EUR 1,413 m in the previous year to EUR 1,078 m despite the increase in interest-bearing loans and borrowings; the reason for this was the retransfer of assets for the pension commitments in Germany, which generated EUR 391 m in proceeds for ams OSRAM and led to an increase in cash and cash equivalents to EUR 1,483 m as of December 31, 2025 (2024: EUR 1,098 m). Taking into account liabilities of a financing nature – i.e. liabilities from sale and leaseback financing of EUR 440 m (2024: EUR 441 m) reported under other non-current financial liabilities – net financial debt decreased from EUR 1,854 m in the previous year to EUR 1,517 m.

At EUR 477 m (2024: EUR 472 m), trade payables remained virtually unchanged from the previous year. Other current financial liabilities came to EUR 927 m (2024: EUR 1,001 m). The acquisition of non-controlling interests in OSRAM Licht AG contributed EUR 80 m to this decline.

The rise in other current non-financial liabilities of EUR 35 m to EUR 309 m was connected, in particular, to an advance payment from a customer, of which a partial amount of EUR 90 m was reclassified from other non-current non-financial liabilities. In 2026, revenue from product deliveries to the customer is expected in an amount that will lead to the use of the advance payment of EUR 90 m. This was offset by the fulfillment of an advance payment from a customer for equipment amounting to EUR 25 m, which was recognized as part of liabilities as of December 31, 2024, because the equipment was delivered to the customer in 2025.

The decrease in other non-current financial liabilities of EUR 50 m to EUR 537 m resulted primarily from the change in lease liabilities, which declined from EUR 140 m to EUR 88 m. This resulted, first of all, from the reclassification of lease liabilities to liabilities in connection with assets held for sale and, secondly, from the expiry of rental agreements at locations that are either no longer used or no longer fully in use. The EUR 94 m reduction in other non-current non-financial liabilities to EUR 202 m was due to the reclassification of an advance payment from a customer amounting to EUR 90 m described above.

The increase in provisions for employee benefits of EUR 150 m to EUR 513 m was connected with the retransfer of assets for pension plan commitments in Germany, which generated an increase in recognized pension obligations of EUR 391 m, with no impact on profit or loss.

Liabilities associated with assets held for sale came to EUR 37 m and included liabilities of the Entertainment-and-Industry-Lamps-Business (ENI).

Group equity decreased by a total of EUR 286 m to EUR 948 m as of December 31, 2025. This change essentially resulted from a net result of EUR -129 m from other comprehensive income amounting to EUR -161 m. Other comprehensive income included currency effects of EUR -182 m from the euro translation of foreign subsidiaries, resulting from the appreciation of the EUR against other currencies, in particular the USD.

The ratio of financial liabilities to equity was 270% (2024: 203%), while the equity ratio amounted to 14% (2024: 18%).

For information on financial instruments and changes in equity, please refer to the disclosures in the notes to the consolidated financial statements.

	2025	2024
Equity ratio	14%	18%
Debt to equity ratio	270%	203%
Equity to fixed assets ratio	27%	33%
Net debt	1,078	1,413
Net debt including liabilities from a sale and leaseback financing transaction	1,517	1,854

The above performance indicators are derived directly from the consolidated financial statements. The equity ratio is calculated as the share of equity in the balance sheet total. The equity to fixed assets ratio expresses the proportion of the carrying amounts of property, plant, and equipment, and intangible assets that are financed by equity. Net debt is calculated from the carrying amounts of current and non-current interest-bearing loans and borrowings less cash and cash equivalents. In addition to interest-bearing loans and borrowings, the line item Net debt

including liabilities from a sale and leaseback financing transaction also includes the liability from the sale and leaseback financing of the semiconductor plant in Kulim (Malaysia).

## 2.4 Cash Flow

in EUR million	2025	2024	Change in %
Cash flows from operating activities	237	435	-46%
Cash flows from investing activities	299	-424	-170%
Free cash flow	535	12	4,426%
Free cash flow – adjusted	145	12	1,122%
Cash flows from financing activities	-97	-98	-1%
Effects of changes in foreign exchange rates on cash and cash equivalents	-54	40	-234%
Cash and cash equivalents	1,483	1,098	35%

Free cash flow includes cash flows from operating activities, payments for the acquisition of intangible assets and property, plant, and equipment, inflows from government grants for property, plant, and equipment, inflows from sale of financial investments, intangible assets and property, plant, and equipment, and inflows from sale of businesses, net of cash and cash equivalents disposed. Adjusted free cash flow of the 2025 financial year is adjusted for proceeds of EUR 391 m from the retransfer of assets for pension plan commitments in Germany. They are included in the inflows from sale of financial investments within cash flows from investing activities.

in EUR million	2025	2024	Change in %
Cash flows from operating activities	237	435	-46%

Cash flows from operating activities decreased to EUR 237 m in the period under review, down from EUR 435 m in the 2024 financial year. In the 2024 financial year ams OSRAM received a long-term advance payment from a customer amounting to EUR 224 m, which is a one-off non-interest-bearing advance payment in connection with an agreement for the delivery of customized products in the consumer business. Capital employed of EUR 3 m was released under current assets and liabilities (2024: increase in capital employed of EUR 50 m). Interest paid amounted to EUR 238 m (2024: EUR 180 m) and was lower than interest expenses, in particular due to non-cash interest expenses calculated using the effective interest method, and an increase in interest accrued as of December 31, 2025, compared to the previous year. Excluding the above-mentioned positive one-off effect of EUR 224 m in 2024,

cash flows from operating activities increased by EUR 26 m despite higher interest payments.

in EUR million	2025	2024	Change in %
<b>Cash flows from investing activities</b>	<b>299</b>	<b>-424</b>	<b>-170%</b>
therein:			
Additions to intangible assets and property, plant, and equipment	-199	-502	-60%
Inflows from government grants for property, plant, and equipment	83	-	
Inflows from sale of financial investments	391	-	
Inflows from sale of intangible assets, and property, plant, and equipment	25	36	-31%
Inflows from sale of businesses, net of cash and cash equivalents disposed	-	43	

Cash flows from investing activities came to EUR 299 m during the reporting year (2024: EUR -424 m). Investments in intangible assets and property, plant, and equipment after taking government grants into account declined from EUR -502 m to EUR -117 m because they were reduced in line with the strategic orientation in the context of the 'Re-establish the Base' program with a focus on the core portfolio. As in the previous year, one focus of investment in 2025 was the expansion of production capacities for CMOS products in Premstaetten (Austria). Cash flows from investing activities in 2025 included inflows of EUR 83 m from funding received from the European Commission's European Chips Act. The inflows from sale of financial investments amounting to EUR 391 m resulted from the retransfer of assets for pension plan commitments in Germany.

Free cash flow in the 2025 financial year amounted to EUR 535 m (2024: EUR 1 m). Adjusted for EUR 391 m in proceeds from the retransfer of assets for pension plan commitments in Germany, adjusted free cash flow came to EUR 145 m (2024: EUR 12 m). Freely available liquidity in the form of cash and cash equivalents increased by EUR 385 m to EUR 1,483 m. As of December 31, 2025, ams OSRAM had unused committed credit facilities from banks totaling EUR 697 m (2024: EUR 666 m). The change resulted from the EUR/USD exchange rate trend for the amount drawn down in USD for the provision of guarantees for liabilities of USD 250 m. On July 3, 2025, the revolving syndicated credit facility was extended by one year until September 29, 2027.

in EUR million	2025	2024	Change in %
<b>Cash flows from financing activities</b>	<b>-97</b>	<b>-98</b>	<b>-1%</b>
therein:			
Inflows from issuance of bonds	526	201	162%
Transaction costs for the issue of interest-bearing loans and borrowings as well as for the capital increase	-12	-17	-30%
Repayment of convertible bonds	-447	-	
Acquisition of non-controlling interests in OSRAM Licht AG	-80	-25	218%

Cash flows from financing activities amounted to EUR -97 m in the past financial year (2024: EUR -98 m). They included inflows before transaction costs of EUR 526 m from the increase in the volume of EUR and USD bonds issued in the context of private placements in July 2025. The scheduled repayment of the EUR convertible bond with an original nominal amount of EUR 600 m had the opposite effect as its repurchase amount of EUR 447 m following repurchases in earlier financial years corresponded to the nominal amount still outstanding at the time of redemption. The inflows from the issue of bonds of the 2024 financial year totaling EUR 201 m before transaction costs resulted from the increase in the volume of the EUR bond in the context of a private placement in September 2024.

EUR 80 m was paid for the acquisition of shares in OSRAM Licht AG in 2025 (2024: EUR 25 m). As a result, the stake held by ams-OSRAM AG in OSRAM Licht AG increased from 86.35% to 88.22% as of December 31, 2025.

### 3. Research and Development

As one of the technological leaders in the development and production of high-quality sensor and lighting technologies for use in automotive lighting, industrial applications, medical diagnostic technology, and mobile devices, ams OSRAM boasts expertise based on intensive research and development activities. In order to secure and expand its strong market position, ams OSRAM invests heavily in research and development. Research and development expenses amounted to EUR 388 m (12% of revenue) in the 2025 financial year, compared with EUR 419 m (12% of revenue) in the 2024 financial year. The average number of employees working in R&D was 2,544 in 2025, compared with 2,783 in 2024.

ams OSRAM has 25 large development hubs worldwide. LED development is in Germany and Malaysia, while IC design and development takes place in Austria, Germany, India, USA, Italy, Spain, and Switzerland. The development of packaging and conversion solutions, CMOS technologies, and optical filters is spread across Austria, Germany, Malaysia, China, and Singapore. This global network and the associated leading expertise give ams OSRAM a strategic and competitive advantage.

ams OSRAM's R&D activities mainly comprise optical technologies for applications involving sensors, lighting, and visualization. Our broad technology portfolio serves the automotive, industrial, medical, and consumer end markets. Furthermore, the development of software and algorithms, including the integration of machine learning and artificial intelligence, are an integral part of ams OSRAM's R&D activities.

One development focus of ams OSRAM in 2025 was high-performance ambient light sensors for mobile applications. ams OSRAM once again affirmed its market leader position by combining state-of-the-art CMOS technology with extremely sensitive integrated photodiodes, high-performance IC designs, and hybrid optical filters manufactured using advanced thin-film processes. The combination of advanced designs and customized high-performance technologies and chip-scale packaging solutions enables finely tuned and brilliant displays for smartphones, wearables, and automotive applications.

In automotive lighting, ams OSRAM is continuing to introduce advanced LED solutions for the extremely demanding automotive dynamic lighting applications both inside and outside of the vehicle. In particular, the intensive development of intelligent multi-pixel LEDs has paved the way for a new era in automotive lighting. The EVIYOS HD25 featuring 25,600 individually controllable pixels (320 x 80) has

been successfully launched. The positive response from end customers led to a rapid rise in demand that is being met on an ongoing basis through a rapid ramp-up of the production of this highly complex technology. This groundbreaking innovation earned the prestigious German Future Award for Digital Light in 2024 for the development teams from ams OSRAM and the Fraunhofer Institute for Reliability and Microintegration (IZM). Further penetration of this game changing technology continued at pace in 2025, in particular in the area of vehicle lighting.

The new ALIYOS™ LED-on-foil technology creates unprecedented effects in automotive lighting, delivering 'light out of nowhere.' In 2025, significant technological improvements were made for this product platform through thin, transparent, and 2.5D bendable solutions. This progress will enable automotive customers to express their brand personality through both exterior and interior lighting in previously unattainable ways.

In 2025, ams OSRAM launched a variety of further new LED and laser products that improve performance, expand end-device design possibilities, and enable new applications. Among others, a new generation of UV-C LEDs with record readings in terms of wall-plug efficiency (WPE) of more than 10% was introduced – a decisive milestone for their wide use in LED-based disinfection applications. The efficiency readings were independently verified by the National Metrology Institute in Germany (PTB). Furthermore, various projection applications can benefit from the introduction of a new series of high-performance laser lighting products named Vegalas Power PLPM7 455QA. With multiple power lasers combined in a single module, this new laser achieves a high optical power output of 42W in short-pulse cycles and about 45% wall-plug efficiency (WPE).

ams OSRAM offers high-performance, robust sensor solutions for innovative consumer applications such as Augmented Reality (AR) and Virtual Reality (VR) smart glasses. The ams OSRAM image sensors combine industry-leading high performance with extremely low power consumption and a compact footprint of only 1 mm<sup>2</sup>. Furthermore, they offer maximum design flexibility for products with limited space, such as smart glasses and endoscopy systems. In addition to these sensors, a special eye-tracking LED driver for AR/VR applications ensures a high degree of accuracy, fast update rates, minimum power consumption, and a tiny form factor.

In the area of medical imaging, ams OSRAM is developing ultra-low noise solutions that provide unprecedented image quality with reduced radiation exposure. The ams OSRAM detector, developed for next-generation computed tomography (CT), enables a photon counting technology that directly quantifies individual x-ray photons using special sensor material. This leads to better image quality and substantially reduces radiation exposure, which is especially beneficial for at-risk groups such as children and chronically ill patients. In 2025, ams OSRAM received the OVE Innovation Award from the Austrian Electrotechnical Association (OVE) for its AS5920 Photo Counting Module.

ams OSRAM has presented a new, direct time-of-flight (dToF) sensor that combines precise 3D maps with stable performance under different conditions. By optimizing its appearance and the photo sensor array, adding dual VCSEL light sources and improving on-chip signal processing, it achieves a high resolution with a compact form factor. This innovation enables advanced applications in the areas of robotics, intelligent buildings, and AR, and opens up new opportunities for machine learning.

Building on its extensive experience in IQ sensing (Intelligence in Quality sensing) ams OSRAM has designed a high-performance capacitive sensor specifically for steering wheels. It thus takes account of the high demand for steering wheel recognition systems due to the growing number of autonomous driving functions. This technology has developed into the industry standard for the reliable recognition of the driver's hands on the steering wheel, and its proven principle is now also used in other areas of the vehicle, including important exterior applications such as door handles.

ams OSRAM is participating in a variety of different research programs supported by the European Commission, as well as country-specific funding programs around the world. One success story is the IPCEI (Important Project of Common European Interest)-funded 'OptoSuRe' project, which is supported by the Federal Ministry of Economics and Climate Protection and the Free State of Bavaria. Moreover, ams OSRAM enters into strategic research partnerships and collaborates with leading research institutes, universities, and other partners worldwide. These successful cooperative projects include, for example, "DIOHELIOS," which explores the necessary technologies and developments along the value chain for laser-induced nuclear fusion for energy generation. Another successful cooperation is "NewLife," where a

## 4. Purchasing and Manufacturing

new remote non-invasive monitoring solution will ensure the health of mothers and babies before and after birth.

Through the “OS4EU” investment project ams OSRAM contributes to Europe’s security of supply with semiconductors. This project involves the construction of a new factory to expand production capacity in Premstaetten, funded by the Republic of Austria as part of the European Chips Act. The EU granted the factory the status of Integrated Production Facility (IPF) and of Open EU Foundry (OEF), which is also accessible to companies without their own semiconductor production. The production site, certified as “first of a kind”, is a state-of-the-art factory for the manufacture of next-generation semiconductors.

The creation, maintenance, enforcement, and use of patents, trademarks, and other intellectual property rights are an important aspect of our strategy to differentiate ourselves in the marketplace and to protect and monetize our R&D investments. Our global patent portfolio comprises around 12,100 patents and patent applications (2024: 13,100), corresponding to approximately 4,600 patent families (2024: 5,000). The decline is also attributable to structural optimizations of the patent portfolio and related cost saving measures.

All told, cost savings were achieved in the procurement of materials, primary products, and services in the 2025 financial year. The market price trend for precious metals, in particular gold, counteracted the savings achieved through price negotiations and productivity projects, however.

As of December 31, 2025, the ams OSRAM Group had 16 production sites and two test sites (unchanged from the previous year), in Premstaetten (Austria), Regensburg, Herbrechtingen (both in Germany), Singapore, Wuxi (China), Penang and Kulim (both in Malaysia), Antwerp (Belgium), Nové Zámky (Slovakia), Hillsboro (New Hampshire, USA), Exeter (New Hampshire, USA), and in Calamba City (Philippines), among other locations.

As in the previous year, one focus of investment in 2025 was the construction of a new factory to expand production capacities in Premstaetten (Austria), designed to expand the capacity for the manufacture of CMOS-based sensors. The aim is to respond more quickly and more flexibly to increased demand, as well as to reduce the risk of dependence on external producers and thereby strengthen productivity and profitability in the long-term.

## 5. Employees

Our employees form the foundation of the long-term business success of ams OSRAM. With their expertise and commitment, they create the added value ams OSRAM wants to offer its customers. It is therefore important to offer our employees a long-term job with appealing working conditions and prospects, to contribute to their development, and to pay them fairly. Due to the Company’s global activities, there is great emphasis on diversity among our employees. As of December 31, 2025, the Group had 19,120 employees (2024: 19,665). The average number of employees for the year was 18,896 (2024: 19,577), based on FTEs (full-time equivalents). These figures exclude interns, working students, graduate students, doctoral candidates, and persons in vocational training or continuing education.

At ams OSRAM, we are aware of our responsibility as an important employer in the regions where we operate our own sites. Accordingly, we continued to offer comprehensive internal and external training and development opportunities for all of our employee groups during the past year, and are committed to training apprentices in various professions.

ams OSRAM seeks to retain its employees in the long term by offering an attractive, long-term remuneration concept. A profit-sharing program for all ams OSRAM employees adds an attractive direct component to our existing stock option plans and employee remuneration programs, which is intended to honor the joint contribution of all staff members to the success of ams OSRAM.

In addition, active internal company and employee communication as well as recurring employee events – a long-standing company tradition – support staff identification with ams OSRAM. Such events include dialog formats such as town hall meetings or webcasts given by our Management Board and other management representatives. ams OSRAM also conducts employee surveys to obtain feedback from staff members. In the most recent survey on organizational health (Organizational Health Index, OHI) in 2024, employees were asked about the strategic orientation, internal structures and processes, working conditions, well-being, and opportunities for development.

## 6. Environmental Management

As an industrial company, ams OSRAM consumes natural resources and causes greenhouse gas emissions at its production facilities. In order to meet our environmental responsibilities, we have committed to conserving resources through environmental management and to developing innovative and energy-efficient products, and have developed a climate strategy that is in line with the Paris Climate Agreement. Through that strategy, we first aim to achieve CO<sub>2</sub> neutrality in our own value creation by 2030. Secondly, we aim to reduce emissions in the ‘purchased goods and services’ category of our supply chain by 47.5% per euro of value added by 2030, and by 97% per euro of value added by 2050, compared to our base year 2021. As part of our environmental reporting, we also collect data on energy consumption, greenhouse gas emissions, water abstraction, and waste generation.

The ways in which ams OSRAM implements environmental management and addresses other aspects of sustainability are described in the [7. Sustainability Report](#), which is also part of the ams OSRAM Annual Report 2025. In addition to describing our organizational structure, responsibilities, guidelines, and processes, the report also explains the specific goals, measures, and results relating to all topics of importance to ams OSRAM.

## 7. Subsidiaries and Investments

As the parent company of the ams OSRAM Group, ams-OSRAM AG had 74 subsidiaries in 37 countries as of December 31, 2025 (2024: 76 subsidiaries in 38 countries). The decline resulted from measures intended to optimize our Group structure. In addition, ams-OSRAM AG held direct or indirect interests in 20 companies as of December 31, 2025 (December 31, 2024: 20 companies).

As of December 31, 2025, ams-OSRAM AG held 88.22% (2024: 86.35%) of the outstanding shares in OSRAM Licht AG. OSRAM Licht AG directly or indirectly holds 100% of the shares in all fully consolidated OSRAM companies, with the exception of OSRAM China Lighting Ltd., in which it holds only 90% of the shares.

### Significant Associates and Other Investments:

As of December 31, 2025, significant associates for ams OSRAM that are accounted for using the equity method particularly included the following:

Name of holding	Country of incorporation	Ownership interest
Jinan Smart Sensing Sensor Co. Ltd.	China	49.00%
Sciosense Holding B.V.	Netherlands	45.21%

Jinan Smart Sensing Sensor Co. Ltd. is a holding company for a provider of environmental sensors and high-performance flow sensing systems. Sciosense Holding B.V. is a direct subsidiary of Jinan Smart Sensing Sensor Co. Ltd.

As of December 31, 2025, significant investments for ams OSRAM that are accounted for at fair value particularly included the following:

Name of holding	Country of incorporation	Ownership interest
TensorDyne Inc. (formerly Recogni Inc.)	USA	4.12%
SiLC Technologies Inc.	USA	3.48%

## 8. Risk Report

### Main Features of the Accounting-related Internal Control System

The accounting-related internal control system (ICS) of the ams OSRAM Group is based upon principles, requirements, and processes established by the Management Board. These are coordinated by the central office for risk management and ICS. The ICS covers the significant entities of the Company included in the consolidated financial statements. The Management Board has overall responsibility for the ICS. The management of each area of responsibility is obligated to apply the company-wide principles and guidelines in its area of responsibility and to implement appropriate controls. The ICS is continuously refined to ensure the relevant requirements are fulfilled.

The overarching goal of the ams OSRAM ICS is to ensure the accuracy of financial reporting in the annual and consolidated financial statements. Both preventative and detective controls are used for this. They are designed to ensure compliance with applicable rules regarding accounting, measurement, and account assignment on a systematic basis. Existing processes and rules for the separation of functions and the dual control principle in the preparation of the financial statements, as well as individual access authorizations for accounting-related IT systems, are further refined and contribute to the effectiveness of the ICS. The assessment of the effectiveness of the ICS is part of the annual closing process. The relevant internal controls are revised as necessary, where areas of weakness are identified. The internal audit function moreover uses continuous and company-wide audits to ensure compliance with company-wide guidelines as well as the reliability and functionality of the ICS.

The Audit Committee of the Supervisory Board monitors the accounting process and the effectiveness of the ICS, and issues recommendations or suggestions for ensuring its reliability. In addition, it audits the individual financial statements of ams-OSRAM AG and the consolidated financial statements. In doing so, it discusses the individual financial statements of ams-OSRAM AG, the consolidated financial statements, and the Group management report with the Management Board and the auditor.

### Enterprise Risk Management (ERM) System

ams OSRAM applies systematic risk management to identify, assess, and control risks. Risks that could jeopardize the ams OSRAM Group's continued existence as a going concern or the achievement of strategic, operational, financial, and compliance objectives are to be identified at an early stage and mitigated through targeted measures. The existing ERM system is continually refined and adapted in order to meet changing internal and external requirements. For example, in the previous year the existing project risk management was expanded and integrated into the ERM system. The central risk management function coordinates the company-wide ERM process and provides a methodology and reporting formats to be applied. It manages the timely and process-compliant receipt of risk submissions from central functions and the operating units, consolidates them into a consistent group-level overview, and prepares the formal risk reporting. Responsibility for the identification, assessment, reporting, and management of significant risks is borne by the management at the level of the central functions and the operating units. The assessment is carried out consistently with respect to their potential impact on the Company's business activity and their probability of occurrence. ams OSRAM applies the net principle, in which the Company assesses risks in light of initiated countermeasures.

Non-financial risks, including sustainability-related risks such as transitory and physical climate risks, are also included in the ERM process and are qualitatively assessed using the aforementioned method. Should this assessment show significant risks for the Group, the risks would be shown as part of the subsequent risk reporting.

The ERM system is a part of interrelated processes and systems used for managing the Company. Strategic business planning, controlling, and reporting provide detailed information about the Company's development. While ERM focuses on the systematic identification, assessment, and management of enterprise-related risks, the strategy, planning, and controlling processes concentrate on identifying and realizing business opportunities.

Since the start of the 2025 financial year, reporting on the significant risks for the Group to the Management Board and the Audit Committee of the Supervisory Board has also taken place on a quarterly basis. Where required, this regular process is supplemented by ad hoc reports in order to ensure information is provided in full and in a timely manner. The Management Board of the ams OSRAM Group assesses

whether individual risks or risks in their entirety represent an existential threat and whether they are a substantial threat to the going concern. The Audit Committee of the Supervisory Board monitors the effectiveness of the ERM system.

### Material Risks

The following section provides a description of the material risks to which the ams OSRAM Group was exposed as of December 31, 2025, and which could have particularly negative effects overall on ams OSRAM's business activity and on the results of operations, financial position, and net assets. The risks that were classified and reported as particularly negative in the previous year also represent in their entirety the material risks for the Company as of December 31, 2025.

### Strategic Risks

#### Competition for the Introduction of New Technologies

ams OSRAM operates in a high-tech industry with a strong focus on technologically advanced applications and relatively short product life cycles. There is a risk that disruptive technologies could quickly become market-ready. Moreover, competitors could introduce alternative products or technologies on the market that are more cost-effective, of higher quality, possess greater functionality, or are more energy-efficient or more competitive for other reasons. This harbors the risk of price erosion of the products concerned, see section [Competitive Environment](#). There is also the risk that changes in market and customer requirements are not considered early enough and to a sufficient extent, or that such changes can be implemented only at a higher cost. In addition to entirely product-specific and technical requirements, requirements from other areas, such as meeting expanded customer-specific and regulatory requirements, see section [Legal and Compliance Risks](#), are also becoming increasingly important, including those related to climate change and environmental protection. With the introduction of new technologies in particular, there are also various uncertainties involving if, when, and to what extent revenue will be generated from the products based on these new technologies. These uncertainties may lie within the Company's sphere of influence (e.g. product and technology development) or could be outside of its control (e.g. dependencies on other parts of the customer's value chain or market acceptance by customers). This might create significant dependencies. It is possible that the actual adoption of new and highly innovative technologies by the markets will deviate from the Company's or the cus-

customer's expectations and may require an adjustment of the technology roadmap. As a result, there is a risk that expenses already incurred in research and development or investments in property, plant, and equipment cannot be recovered, or that the amortization through revenue may be delayed or may not be sufficient. In particular, newly created production capacities, but also those already in operation, could not be utilized or not used to a sufficient extent and thus lose value. There is also the possibility that government grants already received and related to technology developments could be reclaimed. This risk could occur if funded projects are abandoned, milestones relevant to the funding cannot be achieved to a sufficient extent, or if the funding provider is unable to provide sufficient funding. These risks may have a negative impact on the results of operations, financial position, and net assets of the ams OSRAM Group.

In the previous year, the unexpected cancellation of the key project in the microLED area led to an adjustment of the microLED strategy. Some of the risks from the development of this technology have materialized as a result of the cancellation and impacted the results of operations, financial position, and net assets in the 2024 financial year. Despite the materialization, the risk "competition for the introduction of new technologies" remains very significant for the Company. ams OSRAM must therefore develop innovative and differentiated technologies, as well as products that are competitive in terms of technology and cost for the right applications and markets, and must make them market-ready in a timely manner. The future success of ams OSRAM also depends upon whether its internally developed intellectual property can be sufficiently protected and profitably utilized. Failure to do so may endanger the future growth and competitiveness. There is the risk of a rapid decline in market share in established areas of business or failure to achieve growth objectives in new fields of technology. Expenses already incurred in research and development could not be sufficiently (or at all) recouped through revenue, which would thereby reduce the profitability of the Company.

ams OSRAM counters these risks with specific measures. Potential new fields of technology are monitored and the results are considered in its strategic planning. Technological expertise that will be necessary in the future is incorporated into the technology roadmap for the respective business units at an early stage. The technology roadmaps are an integral part of medium and long-term strategic planning. Special teams regularly perform market analyses and review areas of technology as well as research and development projects so that they can be focused on more

sharply and reinforced if needed. The most important areas of application for new technologies are monitored, and the progress of implementation for ongoing projects is tracked systematically using dedicated project management. The risk management for central innovation projects is firmly established and is systematically applied. The processes are reviewed on an ongoing basis in operational product development and further optimized where required.

#### **Macroeconomic Effects as well as Volatile and Cyclical Market Developments**

At the moment, current macroeconomic development is strongly influenced by the impact of ongoing geopolitical crises such as the war in Ukraine, as set out under [Geopolitical Risks](#). In addition, other factors such as (i) the emergence of new geopolitical conflicts or an intensification of existing conflicts ([Geopolitical Risks](#)), (ii) a further intensification of trade disputes, or (iii) the increase in tariffs introduced or the introduction of additional tariffs, could negatively affect global economic trends. On the whole, ams OSRAM considers that significant uncertainties currently still exist regarding ongoing global economic developments, and that these uncertainties could further increase in future.

Over the course of the reporting year, the inflation rates in many regions continued to decline and are now in the area of the target values of individual governments. A number of central banks further loosened their monetary policy in 2025 and lowered interest rates accordingly, which led to a slight overall expansion of the global economy. This trend nevertheless varied widely, both regionally and in terms of specific industries. According to the current economic forecasts, global economic growth might slow down in 2026 compared to 2025. There is a risk that the economic climate will develop more weakly than expected and that the global situation, as well as the environment in relevant regional submarkets will turn out less favorable than assumed in the planning for the 2026 financial year.

The global semiconductor market is closely linked to the global economic trend and therefore subject to economic fluctuations. In the markets served by ams OSRAM, there is moreover a risk of short-term market fluctuations. Economic and, in particular, industry-specific trends could cause consumer-driven end customer demand for technologically advanced consumer products and vehicles to show a weaker performance than anticipated in plans. In addition, consolidation is possible in relevant markets. These factors could have adverse effects on the demand for semiconductor-based technologies such as sensors, LEDs, or optical solutions, and could cause

customers to make short-term adjustments to their purchase quantities. In addition to the revenue risk, this creates a cost risk for ams OSRAM due to fluctuations in capacity utilization of our own production and potentially higher inventories. Individual countries and regions could moreover experience significant increases in wages and salaries due to a shortage of skilled labor in particular, which would lead to a higher increase in personnel costs. The risk resulting from wage and salary trends has, however, fallen overall compared to previous years, also due to the muted economy and declining rates of inflation.

ams OSRAM monitors appropriate early warning indicators on an ongoing basis and incorporates them into continuously refined market models to develop and continuously adapt effective response strategies. Proactive measures are introduced where needed to safeguard the generation of profits and liquidity. ams OSRAM closely monitors inventory levels and structures and has established a strict receivables management system. Planned investments are regularly assessed in light of changing conditions, and are rescheduled or reduced if necessary and possible.

In addition, the value chain – both the Company's global and regional presence as well as relevant processes – is evaluated at regular intervals. With these measures, ams OSRAM strives to achieve cost savings and increases in productivity that will enable the Company to secure its profitability, even in unfavorable economic conditions.

### Geopolitical Risks

Global geopolitical risks remained high in the 2025 financial year. The ongoing war in Ukraine and its global economic and political impact continue to dominate the geopolitical situation. The risk from the conflict in the Middle East was reduced in the reporting year due to the Gaza peace plan. Nevertheless, the regional situation remains fragile, and we cannot therefore completely rule out indirect effects on ams OSRAM's business activity. The macroeconomic effects of these risks are described in greater detail under [Macroeconomic Effects as well as Volatile and Cyclical Market Developments](#).

Additionally, there is the risk of a further escalation in China's claims of sovereignty over Taiwan and therefore a further increased decoupling of the relationship between the USA and China, and the existing trade conflict could intensify further.

In addition, the increasing protectionism still poses a high risk. Political conflicts between individual states and the accompanying tariff conflicts create additional trade barriers that could have an adverse impact not only on the global economic development but also the globally interconnected semiconductor industry and thus the ams OSRAM business.

First and foremost, a further increase in the political tensions between the USA and China would impair the trade relationships of both nations' economies that are important for ams OSRAM's business and lead to further restrictions. This could have a particular effect on sales volume and procurement by ams OSRAM in both markets. Customers and suppliers could be directly affected by the negative consequences of the geopolitical conflicts. It is also possible that customers or suppliers adapt their business policies or strategic orientation to the increase in protectionism. This might also have an adverse effect on ams OSRAM's business.

In addition, the indirect consequences as described under [Macroeconomic Effects as well as Volatile and Cyclical Market Developments](#) could also affect sales volumes and procurement markets.

The adjustment of economic policy associated with the new administration in the USA also harbors risks for ams OSRAM. Possible punitive tariffs imposed by the USA and the corresponding countermeasures by other countries might adversely affect

the results of operations, financial position, and net assets, and additionally weigh on global supply chains.

A possible geographical expansion of the war in Ukraine to NATO countries could have serious effects on the macroeconomic environment and the market environment of ams OSRAM. The energy sector, too, is affected by military conflicts. In 2025, energy prices in part stabilized following the strong fluctuations of the previous years, but they remain at a high level. The ongoing war in the Ukraine and the existing geopolitical uncertainties have led to a continuing tense supply situation in the energy sector and an accompanying high price level. This could have a negative effect on the economic development and result in an increase the risks described under [Macroeconomic Effects as well as Volatile and Cyclical Market Developments](#), [Business Interruption Risk](#), [Financial Risk](#), and [Dependence on Suppliers](#), and, if they should materialize, could negatively affect the results of operations, financial position, and net assets of the ams OSRAM Group.

There is also the risk that despite enormous care and systematic implementation of the increasing regulator requirements within international supply chains, violations of foreign regulations could occur, leading to negative effects on the businesses of ams OSRAM, see section [Legal and Compliance Risks](#).

In this context, there is also the risk that possible future export restrictions, particularly in the areas of semiconductor technology, could lead to customer-specific and country-specific trade restrictions. Were this risk to materialize, it could result in an inability to completely realize future sales potentials.

ams OSRAM is monitoring developments very closely to be prepared for changing business conditions and to be able to react quickly. Resources in the areas involved within the Company have been and are being reviewed and adjusted as necessary. Geopolitical developments are also playing an increasingly important role in pending investment decisions.

### Competitive Environment

Competitive pressure in the semiconductor industry is generally high due to a large number of existing competitors and new companies entering the market.

Global demand for semiconductor products gained momentum slightly in 2025 as a whole. But the risks described in the previous year remain on the submarkets served by ams OSRAM. The demand trend displayed on those markets remains volatile and cyclical. The risk of a muted global economic performance or a potential deterioration in growth prospects of individual submarkets served by ams OSRAM, as described under [Macroeconomic Effects as well as Volatile and Cyclical Market Developments](#), may additionally strengthen the competitive risks.

In addition, government-subsidized market entries and capacity expansions by existing competitors increase the pressure on prices. This leads to the danger of manufacturers such as ams OSRAM having to differentiate themselves through price to a greater degree than expected in order to fully utilize their production capacities. Increased price competition could negatively influence the achievement of company objectives with regard to profitability and market share.

ams OSRAM continuously monitors and analyses its competitive environment. Moreover, the Company continuously reviews productivity enhancement and cost reduction measures, including the consolidation of production capacities. ams OSRAM also focuses on targeted research and development expenditures that allow it to differentiate its products through technological advances, thereby ensuring the profitable utilization of existing capacities. In addition, applications for participation in government subsidy programs are reviewed on a regular basis. These efforts help ams OSRAM to counteract the risk described under [Competition for the Introduction of New Technologies](#).

The effectiveness of the Company's own marketing and distribution channels is also reviewed on a regular basis.

## Operational Risks

### Customer Concentration

A high percentage of revenue and profit earned from individual customers may lead the Company to become dependent upon the business success or market share of these customers.

If these customers cannot be contractually committed to minimum order quantities, customer order quantities may be reduced, and projects and orders may be delayed or even completely cancelled. In such a case, it may be impossible (or possible only to a limited extent) to recoup through revenue the expenditure already incurred in research and development or investment in customer-specific production capacities.

Above all, newly created production capacities but also production capacities being built up for specific customers could not be sufficiently utilized and would therefore lose value. This can lead to an overall deterioration of profitability or of the financial position of ams OSRAM.

There is also the risk that customer-specific product adaptations for orders from key customers could lead to higher development and production costs in serial production, and additional costs thereby incurred could not be adequately compensated, for example through price adjustments. Thus, profit contributions from business with key customers could be lower than forecast in the original plans.

In the previous year, one customer-specific key project in the microLED area was canceled. This also meant that part of the customer concentration risk materialized, reducing the importance of the risk for ams OSRAM. All in all, however, the risk is still considered as material.

ams OSRAM generally aims to have a broad customer and product portfolio in order to reduce possible negative effects from the business with key customers. Moreover, the Company has established project management for important individual orders at key customers.

### Cyber Risks and IT Risks

Given the digitization of our business processes, the reliability and security of our system infrastructure are extremely important. Regulatory requirements for data protection, integrity, and availability are also on the rise. IT systems and networks are subject to disruptions for a number of reasons, including increasing complexity, unauthorized access, cyber attacks, power failures, application errors, and an array of other hardware, software, and network problems.

There have been a large number of cyber attacks worldwide by organized groups and individuals with a broad range of motives. The quality of these attacks continues to increase due to the use of advanced technology such as AI. Therefore, external attacks on the Company's IT systems also cannot be ruled out. Such attacks could result in the theft of business information, intellectual property, or personal data, and could also cause intentional disruptions. Insufficient risk awareness by employees and improper handling of IT systems could also make external attacks easier, or could lead to situations in which data are lost or can be recovered only at significant expense. The Company's IT landscape could also be disrupted by natural disasters, for example. Such disruptions could result in significant interruptions in production or supply chains, which would entail a loss of revenue.

To counter these risks, ams OSRAM has already transferred IT systems and applications to sufficiently secure cloud solutions. Moreover, the Company conducts independent tests at regular intervals to determine the vulnerability of existing IT systems. In information security, the Company has an information security management system (ISMS) in accordance with the ISO 27001 standard and the TISAX standard for the automotive industry. The Company held external certifications for both in 2025. Employee training sessions are also conducted at regular intervals. In the event of a serious cyber attack, the Company has contracted with an emergency response service provider. Organizationally, information security at ams OSRAM is established in an independent department, whose director reports to the persons responsible for company-wide IT. In addition to technical measures, effective communication and governance measures are also fundamental aspects of an effective information security structure. The existing system at ams OSRAM is continually

refined and its effectiveness monitored through internal and external audits. The Supervisory Board is kept informed about the results of these activities.

A comprehensive data protection management system has been implemented within the Company, and globally applicable corporate guidelines ensure company-wide standards for handling personal data. Data protection efforts are further refined by actions including training for all employees and the implementation of uniform technical and organizational measures, particularly when data are being processed by external service providers.

### Business Interruption Risk

The continuous optimization and focusing of the integrated production environment means that dependence on individual production locations is increasing. Thus, there is a risk that disruptions at our own plants or external influences could result in an inability to produce or deliver products in the planned scope. That is why, in addition to insuring against damage to equipment and buildings, ams OSRAM also maintains appropriate insurance cover to protect against risks arising from business interruption. The Company also conducts regular maintenance and has defined emergency plans for critical areas to ensure product availability and quality. Fire and disaster protection for significant locations is also continually reviewed and improved. Existing or potentially emerging geopolitical conflicts and crises, as well as a possible further increase in protectionist measures, also pose a threat to international supply chains. To counter this risk, during the reporting period ams OSRAM began to introduce a dual-site production strategy for the products of the BU OS. The risk of supply bottlenecks is reduced where possible by diversifying the Company's supplier base and closely monitoring critical vendors and materials. In addition, ams OSRAM has a forward-looking inventory and procurement management system and can adjust the stockpiling of critical materials according to the situation ([Dependence on Suppliers](#)).

The ongoing war in Ukraine is still having enormous effects on global energy supply, particularly in Europe ([Geopolitical Risks](#)). As a result, generally speaking the gas supply of the plants in Germany and Austria also is exposed to heightened risks. Over the past few years ams OSRAM has drafted and implemented measures and thus largely eliminated the risk that could arise from a gas shortage. Nevertheless, energy supply bottlenecks could lead to rationing of energy supplies, or in a worst-case scenario could even cause unannounced, longer lasting, and widespread power outages. ams OSRAM is countering this risk with appropriate contingency plans.

#### Dependence on Suppliers

To avoid dependence on individual suppliers for critical materials, ams OSRAM generally vets at least one secondary source in addition to the preferred vendor. This is not always possible or economically practical, however. Moreover, certain production services in the semiconductor industry can be outsourced to only a limited number of wafer producers.

ams OSRAM faces the risk of price increases by suppliers. In addition, one or more suppliers may fail to fulfill their supply obligations, which would impair the Company's delivery capacity and thus also have a negative impact on revenue. Changes on the international capital and raw materials markets can also affect the prices of individual raw materials required by ams OSRAM in production ([Price Risk for Precious Metals and Other Critical Raw Materials](#)).

There are still dependencies on suppliers based in Taiwan. The occurrence or worsening of the geopolitical risks described under [Geopolitical Risks](#) could negatively affect the supply situation for these suppliers, and in a worst-case scenario could even lead to business interruptions ([Business Interruption Risk](#)). Moreover, it is possible that the Company will be unable to develop a long-term business relationship with some of its alternate suppliers and must therefore establish new supplier relationships. If existing or potentially emerging trade conflicts result in export or import restrictions for certain critical goods, in particular rare earths, their purchase could become significantly more expensive (e.g. due to punitive tariffs) or, in a worst-case scenario, lead to business interruptions ([Business Interruption Risk](#)).

Information collection and regular monitoring of its suppliers' financial situation are fixed components of ams OSRAM's supplier risk management process. Dedicated employees coordinate ams OSRAM's collaboration with important production ser-

vice providers. ams OSRAM also maintains a forward-looking inventory and procurement management process and concludes long-term delivery agreements wherever possible. ams OSRAM is also working on substituting important substances with alternative materials and hedging procurement prices for important raw materials ([Price Risk for Precious Metals and Other Critical Raw Materials](#)).

#### Manpower Shortages and the Loss of Skilled Employees

To develop, produce, and sell its high-tech products and solutions, and also in other areas, the ams OSRAM Group requires highly qualified employees in the engineering sciences and other technical areas, as well as executives with international experience. There is tough competition for such talent, particularly in the semiconductor industry, which is characterized by long-term growth, and in the regions where ams OSRAM is active. In addition, the restructuring measures and realignment of the business led to employees leaving the Company, and it had not been possible to retain certain key personnel to the desired extent. Measures in connection with the 'Re-establish the Base' program may also mean that more specialists and key personnel leave the Company than desired. The future performance of ams OSRAM also depends upon the degree to which the Company can identify, recruit, develop, and retain talent.

ams OSRAM is countering this risk with a mix of professional measures in the areas of recruiting and personnel marketing. These measures are continuously adapted and optimized to meet current market conditions. A strong presence in the social media and recruitment activities via these channels should be used to recruit specialists for the Company. In addition, the Company regularly participates in career events, such as training days and career fairs for students to present the Company as an attractive employer and to have focused exchanges with relevant target groups.

Moreover, ams OSRAM is using information gained from employee surveys to implement measures aimed at making working at the Company even more attractive for staff members. ams OSRAM places a high priority on further enhancing opportunities for career development and employee satisfaction in order to ensure the long-term retention of important skilled employees and top performers. Well-defined processes and programs, as well as targeted succession planning for key functions, help with staff development and prepare staff for their next career steps.

#### Quality Risk

Meeting market-related, customer-specific, and legal requirements for its products is particularly important for ams OSRAM's business success. The increasing complexity of products and the manufacturing processes required for their manufacture, as well as ever-shorter development cycles, increase the risk of possible quality issues. Products manufactured by ams OSRAM are moreover integrated into complex electronic systems. Errors or functional defects could directly or indirectly compromise the property, health, or life of third parties and therefore lead to recalls from customers. In addition to having a direct negative impact on the results of operations, financial position, and net assets, such events could also have negative effects on ams OSRAM's reputation.

This risk is countered through group-wide quality processes, which are audited internally and externally (by customers) at regular intervals based upon established standards (e.g. ISO 14001, ISO 45001, ISO 13485, ISO 9001, and IATF 16949), and are also certified by external companies. ams OSRAM suppliers are also systematically integrated into these quality processes. The Company has established an effective reporting system to ensure a timely response in the event of quality defects or product safety incidents.

#### Financial Risks

The ams OSRAM Group is subject to a variety of financial risks. These include in particular liquidity risk, interest-rate risk, foreign currency risk, and credit risk.

Changes in credit ratings, currency exchange rates, interest rates, and the general capital market situation can influence both the Company's operational business and its investment and financing activities. Market price fluctuations can lead to significant volatility in profits and payment flows.

The Central Treasury department manages financial risk in accordance with the policies set out by the Company's Management Board and Supervisory Board. The Treasury department assesses and hedges against financial risks, which also encompasses the use of financial derivatives, in close collaboration with the operational business areas.

### Liquidity Risk

The liquidity risk is that ams OSRAM could be incapable of meeting its financial obligations when they come due. Debt financing undertaken in conjunction with the acquisition of the OSRAM Group has generally increased both the need for financing and expectations concerning the Group's financial performance.

Short-term and long-term liquidity and business planning, which also takes into account the possible sale of assets and parts of companies and the achievement of cost synergies from the 'Re-establish the Base' program, are aimed at securing the future financial success of the ams OSRAM Group. In November 2024, the program was extended until the end of 2026 and the planned run-rate cost savings increased by a further EUR 75 m to a total of EUR 225 m. By December 31, 2025, EUR 220 m of the cost savings were realized. All measures to achieve the savings target of EUR 225 m by the end of 2026 have already been defined.

To secure the refinancing that will fall due in the coming years and the targeted structural growth, ams OSRAM prepared a multi-stage financing plan and took initial material measures for its implementation already in the 2023 financial year. In 2025, the Company once again implemented further targeted funding measures. Thus the EUR 800 m revolving credit facility was extended by another year, until September 2027. As of December 31, 2025, EUR 672 m of this facility remained unutilized. The credit facility is due to be reduced to EUR 600 m by the end of December 2026. In addition, a private placement of senior notes of EUR 200 m and USD 350 m maturing in 2029 was made. These funds were used to pre-finance the partial repurchase of convertible bond maturing on November 3, 2027, in January 2026, see [11. Events after the Reporting Period](#). The remaining amount of approx. EUR 334 m may also be used to acquire non-controlling interests in OSRAM Licht AG if tendered by shareholders of OSRAM Licht AG.

The refinancing measures implemented and the diversification of financing instruments increase the predictability of the financial result, which also counteracts the risk explained under [Interest Rate Risk](#). The Company also had cash and cash equivalents of EUR 1,483 m (2024: EUR 1,098 m) as of December 31, 2025, as well as unused committed credit facilities of EUR 697 m (2024: EUR 666 m).

Several financing agreements contain arrangements customary for the market, under which the ratio of net financial debt including sale and leaseback financing

to adjusted EBITDA (as defined in each case) in the 2025 financial year may not exceed 4.00:1. If this ratio, which is reviewed on a quarterly basis, is exceeded, the banks are generally entitled to terminate the agreement. If the majority of banks do not waive their right of termination, lenders under the other financing agreements, including the bonds issued and the convertible bond, generally also have a right of termination (pari passu). The resulting risk of calls for early repayment or blocks on utilization of credit is intensively analyzed in the context of short- and long-term business and financial planning. The 'Re-establish the Base' program is also intended to sustainably strengthen the Group's profitability. Moreover, ams OSRAM is evaluating strategic courses of action for selected parts of the Company – in addition to the sale of the factory building in Kulim already announced – with the aim of generating proceeds substantially in excess of EUR 500 m. These measures form part of the accelerated and comprehensive debt reduction program. On February 3, 2026, ams OSRAM entered into an agreement to sell its non-optical analog/mixed-signal sensor business for automotive, industrial, and medical applications to Infineon Technologies AG, see [11. Events after the Reporting Period](#).

Most notably, the realization, either to their full extent or in a disadvantageous combination, of the risks described under [Macroeconomic Effects as well as Volatile and Cyclical Market Developments](#), [Geopolitical Risks](#), [Competition for the Introduction of New Technologies](#), and [Customer Concentration](#) could significantly increase future financing risk.

### Interest Rate Risk

In particular, the effects and risks described under [Macroeconomic Effects as well as Volatile and Cyclical Market Developments](#) and [Geopolitical Risks](#) have led to changes on the financial markets over the course of 2025 financial year. On the one hand, individual central banks have cut interest rates on account of the further decrease in global inflation rates, as a result of which overall interest rates on global markets have fallen further compared to the previous year. On the other hand, the high level of debt of individual countries and companies continues to lead to restrictive financing.

In principle, an increase in interest rates could lead to rising financing costs for ams OSRAM and thus increased interest-rate risk, while falling interest rates could lead to lower interest income from financial investments. This risk of changes in interest rates is countered by the fact that most of the Company's interest-bearing financial

liabilities existing as of December 31, 2025, have fixed interest rates. Upcoming refinancing of existing fixed-interest-rate financing may encumber the future interest result, depending upon how the market develops. Under assets, risks of changes in interest rates primarily relate to short-term time deposits, which are linked to the market interest rate.

Most notably, the realization, either to their full extent or in a disadvantageous combination, of the risks described under [Competition for the Introduction of New Technologies](#) and [Customer Concentration](#), [Macroeconomic Effects as well as Volatile and Cyclical Market Developments](#) and [Geopolitical Risks](#) could cause rating agencies to adjust the financial valuation of the ams OSRAM Group. Possible adjustments could negatively affect the Group's future individual financing terms. The 'Re-establish the Base' program is intended to increase the Group's profitability over the long term. In addition, the Company plans to use the expected proceeds substantially in excess of EUR 500 m from the sale of selected parts of the Company to implement an accelerated and comprehensive reduction of its debt. In this way the Group seeks to strengthen the foundations for an improved rating from the rating agencies.

### Foreign Currency Risk

As a global company, ams OSRAM conducts financial transactions in various currencies. This results in risks caused by fluctuations in foreign currency exchange rates, both in the operational business and in financial reporting resulting from currency conversion into the group reporting currency. Given the Company's corporate structure and investing activities, currency risk results primarily from fluctuations of the euro vis-à-vis the US-dollar and the Malaysian ringgit. Exchange rate fluctuations can have a negative impact on the Company's profit, equity, and cash flow. In order to hedge currency risks from its operational business and financial exposures, the Company monitors all transaction risks and conversion risks. Depending on the respective risk situation, it also uses financial derivatives to hedge against net risks from monetary balance sheet items and possible risks from scheduled transactions.

### Credit Risk

Credit risks arise when a customer or a counterparty to a financial instrument is incapable of fulfilling its payment obligations. The maximum default risk corresponds to the carrying amounts of the recognized financial assets. In accordance with the treasury and risk management policy, investments and transactions involving derivative financial instruments are carried out only with a diversified selection of financial institutions having a high level of creditworthiness (i.e. having an investment-grade rating or higher). Individual credit limits for customers and financial institutions are defined on the basis of external and internal data and are monitored on an ongoing basis to avoid any concentrations of credit risk at the level of customers and financial institutions.

### Price Risk for Precious Metals and Other Critical Raw Materials

Due to the use of precious metals and other critical raw materials in certain production processes, ams OSRAM is exposed to price risks, particularly with respect to gold. Developments in international commodity markets — for example as a result of geopolitical developments, macroeconomic trends, or monetary policy measures — may lead to significant price volatility and adversely affect the Group's cost position. To manage these risks, the Central Treasury department continuously monitors the relevant commodity markets and hedges raw material price risks, where economically appropriate, through suitable hedging instruments. In addition, ams OSRAM is striving to further reduce the use of precious metals in its production processes. These measures help to limit potential negative effects on the results of operations, financial position, and net assets of the ams OSRAM Group.

### Legal and Compliance Risks

As a global company, the ams OSRAM Group with its subsidiaries is subject to a variety of legal and compliance risks. These include in particular the risk of litigation, the risk of infringement of industrial property rights, and the risk of non-compliance with regulatory requirements. ams OSRAM may therefore be confronted with various court proceedings, claims, and official investigations. These could cause the Company to incur costs, e.g. for damages, recalls, fines, or other financial detriments, as well as reputational damage.

Like ams OSRAM itself, many of its competitors, suppliers, and customers also protect their technology through patents or other industrial property rights. The enforcement of claims by other parties based upon an alleged infringement of industrial property rights could lead to significant costs in the form of court costs, damages, and/or license fees. In addition, ams OSRAM's business may be hindered by such claims. ams OSRAM mitigates this risk by maintaining, and if necessary enforcing, a strong IP and brand portfolio and monitoring the external IP landscape. If necessary, ams OSRAM also acquires licenses to ensure freedom of action.

ams OSRAM is also subject to a wide range of government regulations worldwide in areas such as climate and environmental protection, product safety, and labor conditions. Particularly the increasing regulations relating to reporting obligations in the area of sustainability, the implementation and meeting of emission targets, and in dealing with the protection of human rights in the supply chains are very complex. Under certain circumstances, a failure to comply with the applicable regulations may result in significant fines and reputational risk. To preclude this to the extent possible and to anticipate future regulatory changes in a timely manner, ams OSRAM monitors global changes in the legal landscape through central departments that support the country-specific implementation of appropriate processes and controls. Due to the increase in complexity and the steadily growing number of new export control regulations and laws, there is a risk that penalties or fines could be imposed as a result of unintended violations. In addition, the growing number of geopolitical conflicts ([Geopolitical Risks](#)) and the associated widening of such conflicts together with adjustments to international sanctions lists at short notice contribute to a further increase in the risk potential. ams OSRAM continuously monitors the global development of the legal landscape in the individual countries in order to mitigate these risks and limit their potential impact. Moreover, it monitors international sanctions

lists on an ongoing basis, implements automated audit processes based on them, and carries out regular training of the relevant specialist areas.

Insofar as economically practical, ams OSRAM also purchases insurance to cover a portion of the risks. [Note 22. Provisions of the Notes to the Consolidated Financial Statements](#) provides an overview of significant legal disputes. ams OSRAM also has a group-wide compliance management system in order to avoid and, if necessary, identify compliance-related events in a timely manner.

### Overall Estimate of Risks

In the 2025 financial year, the ams OSRAM Group's risk situation was decisively marked by the continuation of uncertain macroeconomic conditions and their impact on the markets that are of relevance to the Company.

The risk [Competition for the Introduction of New Technologies](#) continues to be highly relevant for a technology group such as ams OSRAM. The persistently high risks in the area of [Macroeconomic Effects and Volatile and Cyclical Market Developments](#) are primarily connected to the ongoing geopolitical uncertainties and risks ([Geopolitical Risks](#)). These geopolitical tensions and their consequences for the global economy and for the industries that are important to ams OSRAM continue to impact the financial risks despite the measures initiated to reduce debt ([Financial Risks](#)). The risks from the [Competitive Setting](#) gained further in importance in the 2025 financial year. Changes on the sales side are closely linked to the current sector-specific development of the semiconductor industry and ams OSRAM's key markets. The relevance of risks on the procurement side ([Dependence on Suppliers](#)) has increased slightly and must also be seen in the context of the geopolitical uncertainties ([Geopolitical Risks](#)). Even though ams OSRAM has been able to further reduce its dependence on suppliers as a whole thanks to appropriate measures, dependencies and the corresponding risks remain when it comes to the procurement of individual selected components and materials. The price risk associated with the procurement of precious metals and critical raw materials is now explained in detail under [Price Risk for Precious Metals and Other Critical Raw Materials](#) and [Dependence on Suppliers](#). The said risks, which are still heavily influenced by the continuing geopolitical uncertainties and crises, could have a significant adverse impact on ams OSRAM's business and necessitate additional operational measures and strategic adjustments. The

## 9. Outlook

extent and duration of this potential impact on the business is monitored carefully and continuously.

The unexpected cancellation of the key project of microLED technology in the previous year had a lasting impact on the risk profile and led to the partial materialization of the risks [Competition for the Introduction of New Technologies](#) and [Customer Concentration](#), especially in the 2024 financial year. Despite the considerable materialization of these risks, both risks are still classified as material risks for ams OSRAM. In particular, the risk [Competition for the Introduction of New Technologies](#) is of very high relevance for ams OSRAM in the 2025 financial year as well. The risk [Customer Concentration](#) also remains of material importance for the Group.

Taking into account the respective probability of occurrence, the potential effects, and also the described partial materialization of individual risks, the risks enumerated in this report do not currently threaten ams OSRAM's ability to continue as a going concern, either individually or in their entirety. Given our balance sheet structure and current business prospects, the Management Board does not anticipate any substantial threat to ams OSRAM's ability to continue as a going concern either. This assessment is also supported by the current financing structure (see [Note 20. Interest-bearing Loans of the Notes to the Consolidated Financial Statements](#)).

The revenue and earnings trend at ams OSRAM in the 2026 financial year will be influenced by special effects to a significant extent. They include divestments for accelerated deleveraging, one-off costs for the implementation of the 'Simplify' transformation program, and other impacts.

In the first quarter of the 2026 financial year ams OSRAM expects a modest decline in revenue compared to the previous year due to the usual seasonal decline, the projected completion of the sale of the Entertainment and Industry Lamps (ENI) business to Japanese producer Ushio Inc., and a significantly weaker USD compared with the previous year.

In the semiconductor business, demand in the course of the year is expected to follow the usual seasonal pattern with a weaker first quarter. Automotive, Consumer, and Industrial & Medical Technology should record a year-on-year decline although a gradual recovery is emerging in the industrial and medical technology markets. For the first quarter of 2026 the Company therefore projects revenue in a range from EUR 710 m to EUR 810 m and an adjusted EBITDA margin of 15% with a fluctuation range of  $\pm 1.5\%$  based on an assumed EUR/USD rate of 1.19. The currency effect compared to the previous year weighs on revenue with around EUR 50 m in the first quarter.

On a full-year basis, revenue of the Company might decrease slightly due to factors including the divestments and the USD. Since a change in the exchange rate of USD 0.01 has an effect of around EUR 20 m on annual revenue of ams OSRAM, a rise in the exchange rate from USD/EUR 1.13 to USD/EUR 1.19 would reduce revenue by around EUR 120 m.

Adjusted EBITDA will foreseeably be decreased by various one-off effects. They include the disappearance of transferred earnings contributions from the sold business areas, stranded costs from overhead costs that were not sold at the same time, higher precious metal prices, and further special effects.

As part of the accelerated plan to improve the balance sheet structure the Company is consistently pushing ahead with deleveraging. The transactions signed in 2025 and early 2026 – the sale of the Entertainment and Industry Lamps (ENI) business and of the non-optical analog/mixed-signal sensor business – are expected to result in cash inflows of approx. EUR 670 m in the 2026 financial year.

Following completion of the transformation phase, ams OSRAM as a focused semiconductor photonics company will operate with a clearly aligned structure, with a position as market leader in digital photonics. The Company boasts the broadest portfolio of state-of-the-art emitter sensor technologies across the industry, supplemented by high-performance driver and power management ICs. Customers profit from geopolitically resilient, vertically integrated supply chains across numerous segments. As part of the new 'Simplify' program, the organization will be aligned further to efficiency, cost reduction, and profitability. Despite the short- and medium-term strain, the Company sees significant growth and margin potential, driven by the global megatrend of digital photonics, which opens up substantial market opportunities in the areas of optical emitters and sensor systems.

## 10. Other Information

For information on equity, treasury shares, and equity investments, please refer to the Notes to the Consolidated Financial Statements

## 11. Events after the Reporting Period

### Partial Repurchase of the Convertible Bond

In December 2025, the Management Board of ams-OSRAM AG decided to repurchase the convertible bond with a nominal amount of EUR 760,000,000 and a term until November 3, 2027 in a maximum amount of EUR 300,000,000 for the purpose of reducing the liabilities from the convertible bond and improving the capital structure. The denomination is EUR 100,000 per bond. After the offer period expired on January 16, 2026, 1,999 convertible bonds were offered to ams OSRAM for repurchase, corresponding to a total principal amount of EUR 199,900,000. The repurchase price per bond offered was determined in a Dutch auction process and amounted to 96.00% of the principal amount per bond offered. This corresponds to EUR 96,000 per bond and a total amount of EUR 191,904,000. Following completion of the public buyback offer, 5,601 bonds with a total principal amount of EUR 560,100,000 are still outstanding.

### Sale of Non-optical Analog/Mixed-signal Sensor Business

On February 3, 2026, ams OSRAM agreed to sell its non-optical analog/mixed-signal sensor business for automotive, industrial and medical applications to Infineon Technologies AG, Neubiberg (Germany). The sale is part of ams OSRAM's comprehensive debt reduction plan. The consideration amounts to EUR 570 m in cash on a cash and debt-free basis. ams OSRAM expects to generate a disposal gain in the mid nine-digit EUR range from the transaction. In addition, ams OSRAM will provide manufacturing services to the buyer over several years. The criteria under IAS 12 for the recognition of deferred tax assets on existing tax loss carryforwards are not met as of December 31, 2025. However, the planned sale could enable the utilization of currently unrecognized tax loss carryforwards. The transaction is expected to close in the second quarter of 2026, subject to standard regulatory approvals.

### “Simplify” Transformation and Cost-saving Program

ams OSRAM announced the “Simplify” transformation and cost-saving program on February 10, 2026. “Simplify” aims to reduce complexity, speed up decision-making, streamline processes, slim down the product portfolio and lower product costs to be competitive. The plan is to shift the focus of European locations to innovative and distinctive products in the future, while standardized, cost-intensive products will mainly be manufactured in Asia. In connection with this, there are plans to partially relocate production and related research and development activities. Investments in automation and artificial intelligence are also planned with a view to increasing productivity at the locations and making central functions more efficient through

organizational simplifications. The measures are expected to generate structural annual cost savings of around EUR 200 m by the end of 2028. The plans also include a global reduction of just over 2,000 jobs over a three-year period. Around half of the job cuts will affect European locations – mainly in Germany – with the remainder will affect locations in Asia. These planned transformation measures are expected to incur implementation costs in the low nine-digit EUR range over the next three years.

Premstaetten, February 26, 2026



Aldo Kamper  
Chief Executive Officer  
CEO



Rainer Irle  
Chief Financial Officer  
CFO



# Group Financial Statements

Consolidated Financial Statements as of December 31, 2025

Notes to the Consolidated Financial Statements

Auditor's Report

# IFRS Consolidated Financial Statements as of December 31, 2025

## Consolidated Statement of Income

for the financial year ending December 31, 2025, including prior period

in EUR million	Note	2025	2024
Revenue	<a href="#">Note 2</a>	3,323	3,428
Cost of sales		-2,475	-2,571
<b>Gross profit</b>		<b>848</b>	<b>857</b>
Research and development expenses		-388	-419
Selling, general, and administrative expenses		-431	-422
microLED adaption result <sup>1</sup>	<a href="#">Note 5</a>	16	-576
Other operating income	<a href="#">Note 3</a>	78	39
Other operating expenses	<a href="#">Note 4</a>	-17	-21
Results from investments accounted for using the equity method, net	<a href="#">Note 16</a>	-3	-7
<b>Result from operations</b>		<b>102</b>	<b>-547</b>
Financial income	<a href="#">Note 6</a>	166	85
Financial expenses	<a href="#">Note 6</a>	-385	-290
<b>Financial result</b>		<b>-218</b>	<b>-205</b>
<b>Result before income taxes</b>		<b>-117</b>	<b>-752</b>
Income taxes	<a href="#">Note 7</a>	-12	-33
<b>Net result</b>		<b>-129</b>	<b>-785</b>
<b>Attributable to:</b>			
Non-controlling interests		1	1
Shareholders of ams-OSRAM AG		-130	-786
Basic earnings per share (in EUR)	<a href="#">Note 28</a>	-1.31	-7.94
Diluted earnings per share (in EUR)	<a href="#">Note 28</a>	-1.31	-7.94

<sup>1</sup> microLED adaption result reflects net charges (impairments and reversals of impairments on assets as well as additions to and reversals of provisions) due to the cancellation of the microLED project on February 28, 2024 (see Note 5. [microLED Adaption Result](#)).

## Consolidated Statement of Comprehensive Income

for the financial year ending December 31, 2025, including prior period

in EUR million	Note	2025	2024
Net result		-129	-785
Remeasurements of defined benefit plans	<a href="#">Note 25, 26</a>	14	21
therein income tax effects		-11	-4
Fair value measurement of equity instruments (FVOCI)	<a href="#">Note 26</a>	-3	-1
therein income tax effects		-	0
<b>Items that will not be reclassified in profit or loss</b>		<b>11</b>	<b>20</b>
Currency translation differences	<a href="#">Note 26</a>	-182	129
Fair value measurement of debt instruments (FVOCI)	<a href="#">Note 26</a>	2	2
therein income tax effects		-1	-1
Derivative financial instruments for hedging purposes	<a href="#">Note 26</a>	25	-10
therein income tax effects		-11	5
<b>Items that may be reclassified subsequently to profit or loss</b>		<b>-155</b>	<b>121</b>
<b>Other comprehensive income (loss)</b>		<b>-144</b>	<b>141</b>
<b>Total comprehensive income (loss)</b>		<b>-273</b>	<b>-644</b>
<b>Attributable to:</b>			
Non-controlling interests		0	2
Shareholders of ams-OSRAM AG		-273	-646

## Consolidated Balance Sheet

for the financial year ending December 31, 2025, including prior period

in EUR million	Note	December 31, 2025	December 31, 2024
<b>ASSETS</b>			
Cash and cash equivalents	<a href="#">Note 8</a>	1,483	1,098
Trade receivables	<a href="#">Note 9</a>	415	496
Other current financial assets	<a href="#">Note 10</a>	81	49
Inventories	<a href="#">Note 11</a>	724	809
Other current non-financial assets	<a href="#">Note 12</a>	152	267
Assets held for sale	<a href="#">Note 31</a>	116	23
<b>Total current assets</b>		<b>2,972</b>	<b>2,743</b>
Property, plant, and equipment	<a href="#">Note 13</a>	1,565	1,729
Intangible assets	<a href="#">Note 14</a>	1,945	2,054
Right-of-use assets	<a href="#">Note 15</a>	120	189
Investments in associates	<a href="#">Note 16</a>	5	4
Other non-current financial assets	<a href="#">Note 17</a>	89	58
Deferred tax assets	<a href="#">Note 18</a>	60	74
Other non-current non-financial assets	<a href="#">Note 19</a>	56	52
<b>Total non-current assets</b>		<b>3,840</b>	<b>4,160</b>
<b>Total assets</b>		<b>6,812</b>	<b>6,903</b>

in EUR million	Note	December 31, 2025	December 31, 2024
<b>LIABILITIES AND EQUITY</b>			
Liabilities			
Current interest-bearing loans and borrowings	<a href="#">Note 20</a>	59	495
Trade payables		477	472
Other current financial liabilities	<a href="#">Note 21</a>	927	1,001
Current provisions	<a href="#">Note 22</a>	183	227
Income tax payable		36	45
Other current non-financial liabilities	<a href="#">Note 23</a>	309	274
Liabilities associated with assets held for sale	<a href="#">Note 31</a>	37	-
<b>Total current liabilities and provisions</b>		<b>2,028</b>	<b>2,514</b>
Non-current interest-bearing loans and borrowings	<a href="#">Note 20</a>	2,502	2,016
Other non-current financial liabilities	<a href="#">Note 21</a>	537	587
Employee benefits	<a href="#">Note 25</a>	513	150
Non-current provisions	<a href="#">Note 22</a>	51	58
Deferred tax liabilities	<a href="#">Note 18</a>	30	46
Other non-current non-financial liabilities	<a href="#">Note 23</a>	202	296
<b>Total non-current liabilities and provisions</b>		<b>3,836</b>	<b>3,153</b>
<b>Equity</b>			
Issued capital		998	998
Additional paid-in capital		2,022	2,090
Treasury shares		-32	-87
Other components of equity		110	292
Retained earnings		-2,156	-2,064
<b>Total equity attributable to shareholders of ams-OSRAM AG</b>		<b>942</b>	<b>1,229</b>
Non-controlling interests		6	6
<b>Total equity</b>	<a href="#">Note 26</a>	<b>948</b>	<b>1,235</b>
<b>Total liabilities, provisions and equity</b>		<b>6,812</b>	<b>6,903</b>

## Consolidated Statement of Cash Flows

for the financial year ending December 31, 2025, including prior period

in EUR million	Note	2025	2024
<b>Operating activities</b>			
Net result		-129	-785
Reconciliation between net result and cash flows from operating activities			
Amortization, depreciation, and impairment	<a href="#">Note 13, 14, 15</a>	425	942
Expenses from stock option plans (acc. to IFRS 2)	<a href="#">Note 4</a>	22	18
Income taxes	<a href="#">Note 7</a>	12	33
Financial result	<a href="#">Note 6</a>	218	205
Result from sales of businesses, intangible assets and property, plant, and equipment	<a href="#">Note 3, 4</a>	-19	-1
Result from investments in associates	<a href="#">Note 16</a>	3	7
Changes in current assets and current liabilities			
Inventories	<a href="#">Note 11</a>	30	-79
Trade receivables	<a href="#">Note 9</a>	53	-7
Other current assets	<a href="#">Note 12</a>	4	11
Trade payables		12	-4
Current provisions	<a href="#">Note 22</a>	-38	-14
Other current liabilities	<a href="#">Note 21, 23</a>	-57	43
Changes in other assets and liabilities			
Non-current prepayment received from a customer	<a href="#">Note 23</a>	-	224
Income taxes paid	<a href="#">Note 7</a>	-34	-48
Dividends received		0	0
Interest received	<a href="#">Note 6</a>	25	38
Interest paid	<a href="#">Note 6</a>	-238	-180
<b>Cash flows from operating activities</b>		<b>237</b>	<b>435</b>

in EUR million	Note	2025	2024
<b>Investing activities</b>			
Additions to intangible assets and property, plant, and equipment	<a href="#">Note 13, 14</a>	-199	-502
Inflows from government grants for property, plant, and equipment	<a href="#">Note 24</a>	83	-
Acquisition of financial investments	<a href="#">Note 17</a>	-	-1
Inflows from sale of financial investments	<a href="#">Note 25</a>	391	-
Inflows from sale of intangible assets, and property, plant and equipment	<a href="#">Note 13, 14, 17</a>	25	36
Inflows from sale of businesses, net of cash and cash equivalents disposed	<a href="#">Note 31</a>	-	43
<b>Cash flows from investing activities</b>		<b>299</b>	<b>-424</b>
<b>Financing activities</b>			
Inflows from bonds	<a href="#">Note 20, 30</a>	526	201
Transaction costs for the issue of interest-bearing loans and borrowings as well as for the capital increase	<a href="#">Note 20, 26</a>	-12	-17
Repayment of convertible bonds	<a href="#">Note 20</a>	-447	-
Acquisition of treasury shares	<a href="#">Note 26</a>	-6	-
Sale of treasury shares	<a href="#">Note 26</a>	-	2
Inflows from loans and other financial liabilities	<a href="#">Note 20, 21, 30</a>	70	243
Repayment of loans	<a href="#">Note 20, 30</a>	-66	-422
Repayment of lease liabilities	<a href="#">Note 30</a>	-53	-57
Inflows from sale and lease back financing	<a href="#">Note 21, 30</a>	-	10
Acquisition of non-controlling interests in OSRAM Licht AG	<a href="#">Note 21</a>	-80	-25
Dividends paid to shareholders of OSRAM Licht AG	<a href="#">Note 21</a>	-27	-30
Dividends paid to non-controlling shareholders		-1	-1
<b>Cash flows from financing activities</b>		<b>-97</b>	<b>-98</b>
Change in cash and cash equivalents		385	-47
Effect of changes in foreign exchanges rates on cash and cash equivalents		-54	40
Cash and cash equivalents at the beginning of the period		1,098	1,146
<b>Cash and cash equivalents at the end of the period</b>		<b>1,483</b>	<b>1,098</b>
Less: Cash and cash equivalents of assets held for sale at the end of period		-	-
<b>Cash and cash equivalents at the end of the period</b>		<b>1,483</b>	<b>1,098</b>

## Consolidated Statement of Changes in Equity

for the financial year ending December 31, 2025, including prior period

in EUR million	Note	Issued capital	Additional paid-in capital	Treasury shares	Other components of equity	Retained earnings	Total equity attributable to shareholders of ams-OSRAM AG	Non-controlling interests	Total equity
<b>Balance as of January 1, 2024</b>		<b>998</b>	<b>2,130</b>	<b>-103</b>	<b>162</b>	<b>-1,289</b>	<b>1,899</b>	<b>6</b>	<b>1,905</b>
Net result						-786	-786	1	-785
Other comprehensive income (loss)	<a href="#">Note 25, 26</a>				129	11	140	0	141
<b>Total comprehensive income (loss)</b>					<b>129</b>	<b>-775</b>	<b>-646</b>	<b>2</b>	<b>-644</b>
Share based payments <sup>1</sup>	<a href="#">Note 4</a>		25				25		25
Acquisition and sale of treasury shares	<a href="#">Note 26</a>			0			0		0
Reissuance of treasury shares <sup>1</sup>	<a href="#">Note 28</a>		-16	16			-		-
Non-controlling interests – Put Option	<a href="#">Note 21</a>		-49				-49		-49
Dividends paid								-1	-1
<b>Balance as of December 31, 2024</b>		<b>998</b>	<b>2,090</b>	<b>-87</b>	<b>292</b>	<b>-2,064</b>	<b>1,229</b>	<b>6</b>	<b>1,235</b>
<b>Balance as of December 31, 2024 = January 1, 2025</b>		<b>998</b>	<b>2,090</b>	<b>-87</b>	<b>292</b>	<b>-2,064</b>	<b>1,229</b>	<b>6</b>	<b>1,235</b>
Net result						-130	-130	1	-129
Other comprehensive income (loss), net of tax	<a href="#">Note 25, 26</a>				-182	38	-143	-1	-144
<b>Total comprehensive income (loss)</b>					<b>-182</b>	<b>-92</b>	<b>-273</b>	<b>0</b>	<b>-273</b>
Share based payments	<a href="#">Note 4</a>		22				22		22
Acquisition and sale of treasury shares	<a href="#">Note 26</a>			-6			-6		-6
Reissuance of treasury shares	<a href="#">Note 28</a>		-61	61			-		-
Non-controlling interests – Put Option	<a href="#">Note 21</a>		-29				-29		-29
Dividends paid								-1	-1
<b>Balance as of December 31, 2025</b>		<b>998</b>	<b>2,022</b>	<b>-32</b>	<b>110</b>	<b>-2,156</b>	<b>942</b>	<b>6</b>	<b>948</b>

<sup>1</sup> The figures for the prior year have been adjusted to reflect the gross amounts of share-based payment expenses and the value of shares issued for share-based payments.

# Notes to the Consolidated Financial Statements

## 1. General Principles

### Reporting Entity

ams-OSRAM AG (the Company) is a stock corporation under Austrian law and is headquartered in 8141 Premstaetten, Austria. The Company is one of the world's leading companies in the design, manufacture, and sale of high-performance LED solutions for automotive and industrial applications as well as of optical sensor solutions for the automotive, industrial, medical technology, and consumer end-user markets. The Company is also a leading provider of optical technologies and solutions for sensors, lighting, and visualization. These technologies and solutions may also contain packaging and software. The IFRS consolidated financial statements as of December 31, 2025 encompass the parent company ams-OSRAM AG and its subsidiaries (together referred to as ams OSRAM Group, the Group, or ams OSRAM).

The Management Board prepared the IFRS consolidated financial statements as of December 31, 2025 on February 26, 2026 and released them to the Supervisory Board for approval. The consolidated financial statements were prepared on the basis of the going concern assumption.

The section below describes general presentation and financial reporting principles that are not directly addressed on a topic-specific basis in other sections of the Notes.

### Statement of Compliance

The consolidated financial statements have been prepared in accordance with the IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) as applicable in the EU and the additional requirements pursuant of Section 245a of the Austrian Commercial Code (UGB).

### Changes to Material Accounting Policies

The standards and interpretations, or amendments to standards and interpretations, issued by the IASB and applicable for the first time in 2025, and which were not adopted early by ams OSRAM, relate to amendments to IAS 21 (Lack of Exchangeability) and had no effects on the consolidated financial statements.

Other issued amendments to standards concern Amendments to IFRS 9 and IFRS 7 (Amendments to the Classification and Measurement of Financial Instruments), which are to be applied by ams OSRAM for the first time in the 2026 financial year. In particular, the amendments relate to clarifications at the time of derecognition of financial liabilities, the treatment of ESG or other conditional cash flow characteristics, as well as non-recourse assets and contractually linked instruments. The effects of these new standards are deemed not material.

The published changes to IFRS 9 and IFRS 7 (Nature-dependent Electricity Contracts) contain clarifications regarding the application of the own use exception according to IFRS 9 for nature-dependent electricity contracts, the applicability of hedge accounting if these contracts are used as hedging instruments, as well as new disclosure requirements. The impact of these new requirements, which ams OSRAM will be required to apply for the first time in the 2026 financial year, is not considered to be material.

The collective amendment standard (Annual Improvements to IFRS Accounting Standards - Volume 11) was also published. It contains amendments to IFRS 1 First Time Adoption of International Financial Reporting Standards, IFRS 7 Financial Instruments: Disclosures, IFRS 9 Financial Instruments, IFRS 10 Consolidated Financial Statements, and IAS 7 Statement of Cash Flows. The annual improvements of the IASB are restricted to changes that either clarify the wording of an IFRS standard or correct relatively minor unintended consequences, oversights, or conflicts between requirements in the standards. ams OSRAM is currently analyzing the effects of these changes. The impact of these new requirements, which ams OSRAM will be required to apply for the first time in the 2026 financial year, is not considered to be material.

A new standard, IFRS 18 Presentation and Disclosures in Financial Statements, was published to replace IAS 1 Presentation of Financial Statements. IFRS 18 is to be applied by ams OSRAM for the first time in the 2027 financial year and contains the following new requirements in particular:

- The statement of income must be broken down into five categories for each of the following areas: operating, investing, and financing activities, income taxes, and discontinued operations. For ams OSRAM, this means, among other things, that certain expenses and income currently reported in the financial result will be reported in the operating result or result from investing activities under IFRS 18. For example, interest income and currency effects from bank deposits will be included in result from investing activities in the future. Results from investments accounted for using the equity method, which is currently included in the result from operating activities, will also be allocated to result from investing activities. Within operating activities, selling, general, and administrative expenses are reported separately under IFRS 18.
- In the statement of cash flows, the baseline figure to be used is the result from operating activities if the statement of cash flows is prepared using the indirect method, as is the case at ams OSRAM. The current baseline figure in the statement of cash flows at ams OSRAM is the net result. In addition, interest paid must be reported within cash flows from financing activities under IFRS 18. Currently, ams OSRAM has opted to report interest paid within cash flows from operating activities.
- For certain management-defined performance measures (e.g. adjusted earnings figures), additional disclosures must be made in a separate section of the Notes, such as reconciliations to comparable IFRS subtotals. Based on current interpretation, the key financial figures for which additional disclosures are required under IFRS 18 at ams OSRAM include adjusted gross profit, adjusted EBITDA, and adjusted net result.
- Moreover, additional requirements governing how information is to be structured and broken down in the financial statements must be complied with. Under IFRS 18, goodwill must be reported as a separate item in the balance sheet, whereas at ams OSRAM it is currently reported under intangible assets. There could also be some adjustments to the composition and presentation of other items in the primary financial statement components and the related disclosures in the Notes. Since ams OSRAM presents its statement of income using the cost of sales

(function-of-expense) method, additional disclosures by nature of expense are required in the Notes.

ams OSRAM is currently continuing to analyze the impact of IFRS 18 in detail and will apply the standard for the first time in the 2027 financial year.

### Basis of Presentation

The consolidated financial statements have been prepared in millions of euros (EUR m), rounded to the nearest million. The use of automated calculation systems may give rise to rounding differences in the totals of rounded amounts and percentages. All individual assets are measured on the basis of historical cost, with the exception of the following material line items:

- Certain financial assets and financial liabilities: fair value
- Derivative financial instruments: fair value
- Employee benefits: present value of the defined benefit obligation
- Share option plans (share-based compensation): fair value
- Non-current provisions: present value of expected future cash outflows
- Deferred taxes

### Contingencies and Main Judgements

The preparation of the consolidated financial statements in accordance with IFRS requires senior management to make judgments in applying accounting rules and estimates when making assumptions about future developments that may materially impact the recognition and measurement of assets and liabilities, the disclosure of other obligations as of the reporting date, and the recognition of income and expenses during the financial year.

The main judgments made in applying accounting rules relate to:

- The consolidated financial statements were prepared on the basis of the going concern assumption. This assessment is based on assumptions that are based on estimates about future developments that are subject to uncertainty and are not fully within the control of ams OSRAM. If the results of measures do not materialize to a significant extent, this could lead to a breach of covenants and thus to an immediate repayment of borrowings (Notes [20. Interest-bearing Loans and Borrowings](#) and [29. Financial Instruments and Management of Financial Risks](#)). Key assumptions relating to the availability of sufficient and freely available liquidity relate in particular to assumptions regarding the development of the operating business, the expected improvement in profitability due to measures taken as part of the “Re-establish the Base” strategy and efficiency program, the extent to which put options are exercised by remaining OSRAM Licht AG minority shareholders, proceeds from the sale of assets and businesses, the repayment of financial liabilities as part of the deleveraging plan, and meeting the conditions for receiving expected government grants.
- ams OSRAM is expecting revenue growth in the coming years, both from fully leveraging the market potential for existing products and from launching new products in new, growing markets. In addition, ams OSRAM expects profitability to improve due to measures taken as part of the ‘Re-establish the Base’ strategy and efficiency program.
- Classification of the option rights for the convertible bond issued in euros as equity (Notes [20. Interest-bearing Loans](#) and [26. Equity](#)).
- In the case of the existing government funding, the assessment of compliance with the funding conditions and the determination of the grant amounts are also based on management’s judgment and estimates. In the case of a significant funding commitment provided in Germany, ams OSRAM, in extensive dialog with the authorities providing the funds, has come to the conclusion that it can therefore be assumed with reasonable certainty that the funding will be received and that it is unlikely to be reclaimed; the grant amounts were recognized accordingly (see Note [24. Government Grants](#)).
- Capitalization of development costs based on future economic benefits and determination of the expected useful life of intangible assets (Note [14. Intangible Assets](#)).

- Determining the date from which a non-current asset is classified as held for sale and assessing whether a group of assets constitutes a discontinued operation (Note [31. Assets and Liabilities Classified as Held for Sale](#)).

In the case of the following assumptions and estimates, there is a risk, which is not insignificant, that they could lead to changes in the value of assets and liabilities in the next financial year:

- The assessment of the recoverability of goodwill (Note [14. Intangible Assets](#)) and property, plant, and equipment (Note [13. Property, Plant, and Equipment](#)) and capitalized development costs (Note [14. Intangible Assets](#)) is subject to significant estimation uncertainties, both in determining the indications of impairment and in calculating the recoverable amounts. These estimation uncertainties also affect the asset impairments in the course of the microLED adaption and their reversals (see Note [5. microLED Adaption Result](#)).
- Estimation uncertainties also exist as regards the measurement of leases, particularly with respect to the estimation of lease term and discount rates as well as concerning sale and leaseback transactions with respect to meeting the true sale criteria (see Note [15. Right-of-use Assets](#)).
- Deferred tax assets are recognized if sufficient future taxable profit is available. This taxable profit is derived from corporate planning over a period of five years and existing taxable temporary differences and is therefore subject to risks and uncertainties associated with forecasting of future performance. The eligibility of recognized and unrecognized deferred tax items is assessed at every reporting date (see Note [18. Deferred Tax Assets and Deferred Tax Liabilities](#)).
- Measurement of the existing long-term obligations to employees, primarily pension obligations: assumptions about the discount rate, retirement age, employee turnover, and future salary and pension increases are used for this purpose (see Note [25. Employee Benefits](#)).
- Recognition of restructuring provisions and estimation uncertainties in their measurement (Note [22. Provisions](#)).
- ams OSRAM is subject to litigation and regulatory proceedings in various jurisdictions. Such proceedings may result in criminal or civil sanctions, penalties, or disgorgement orders against ams OSRAM. Litigation, regulatory proceedings, or investigations by authorities often involve complex legal issues and are subject to substantial uncertainties. Accordingly, senior management exercises considerable judgment in determining whether there is a present obligation as a result

of a past event at the end of the reporting period, whether it is more likely than not that such an obligation will result in an outflow of resources, and whether the amount of the obligation can be reliably estimated. Provisions and obligations in connection with ongoing legal proceedings may have to be adjusted in the future due to new developments (see Note 22. [Provisions](#) and Note 21. [Other Financial Liabilities](#)).

There are increased estimation uncertainties with regard to macroeconomic effects and geopolitical conflicts, such as trade and tariff disputes. These could have an indirect impact on the business activities of ams OSRAM. For example, growing protectionism could lead to restrictions in international supply chains and temporary operational disruptions.

As part of the systematic enterprise risk management process (ERM process) applied at ams OSRAM, non-financial risks – including potential climate-related risks – are recorded and evaluated uniformly in accordance with the methodology defined in the ERM process. The identified and evaluated risks are reported, depending on specified materiality thresholds. As of December 31, 2025, there were no material climate-related risks with an impact on balance sheet line items.

As the ams OSRAM product portfolio focuses on energy-efficient products, the trend towards environmentally friendly and energy-saving products could create considerable sales opportunities. Significant negative effects of increased climate awareness on demand for ams OSRAM products or the solvency of our customers have not been identified. In terms of costs, the climate strategy (becoming carbon-neutral with respect to our own business activities by 2030) currently has no significant impact on planning, as its implementation will lead to only a slight increase in energy costs in the medium term, and the future costs to obtain green electricity are currently estimated at a manageable level. Furthermore, investments required as part of the implementation of the climate strategy are largely in line with the long-standing objective of efficient and energy-saving production. In addition to feasibility considerations, climate-friendly implementation is being taken into account in investments that are being implemented or planned.

In addition, potential climate risks are generally taken into account in the course of impairment tests of cash-generating units and goodwill if they are sufficiently specific in accordance with the requirements of IAS 36.

From a current perspective, identified physical and transition climate risks do not have any significant effects in the short or medium term. For a long-term assessment (beyond five years), ams OSRAM closely monitors developments and incorporates the results into the evaluations as appropriate. These risks are generally taken into account in the impairment tests as part of general risk parameters in cash flow planning, the discount rate, and the terminal value growth rate. Likewise, there are currently no effects on useful lives or residual values of property, plant, and equipment and intangible assets.

Sustainability and climate-related targets are also enshrined in the remuneration policy for the Management Board of ams-OSRAM AG. Accordingly, a Scope 1 and 2 CO<sub>2</sub> emissions reduction target with a 20% weighting in line with the sustainability and climate strategy was included in the LTIP program in the 2023 financial year (see Note 4. [Expenses](#)). Furthermore, certain government grants that have been received or committed are subject to compliance with climate and environmental conditions as well as with applicable laws and regulations, and ams OSRAM expects to meet these conditions as planned.

### Basis of Consolidation

Subsidiaries are all companies that are under the control of ams-OSRAM AG. ams-OSRAM AG controls a company if it is exposed, or has rights, to variable returns from its investment in the Company and has the ability to affect those returns through its power over the investee. For the following German subsidiaries, the exemption option in accordance with Section 264 (3) HGB was applied with regard to the preparation, audit, and disclosure of stand-alone financial statements: ams Sensors Germany GmbH, ams Offer GmbH, OSRAM GmbH, OSRAM Beteiligungen GmbH, ams-OSRAM International GmbH, and Fluxunit GmbH.

### Revenue from Contracts with Customers

ams OSRAM generates most of its revenue from the manufacture and supply of products that are sold to end customers, either directly or via distributors. Sales revenue is generated from licenses and development services (engineering services) only to a minor extent.

If individual products can be sold to several customers (standard products), revenue is recognized when the customers obtain control over these products. This is generally the case when the risks and rewards are transferred to the customers in accordance with the applicable terms of delivery (Incoterms). The transaction price for revenue includes both fixed and variable price components. ams OSRAM takes into account possible price adjustments due to contractual agreements, volume discounts, rebates, and other price reductions (see Note 23. [Other Non-financial Liabilities](#)). Unless they directly reduce the invoice amount, they are reported as refund liabilities until they are subsequently paid out to the customer. Estimates regarding revenue reductions are based primarily on past experience, contract terms, and expectations regarding future revenue development, particularly in the case of bonus levels.

In the case of customer-specific products, which due to their nature can be sold only to one specific customer and therefore have no alternative use for ams OSRAM, the products are generally manufactured on the basis of advance information and orders from the customer, often based on existing framework agreements. In this context, control passes to the customer if an unconditional order exists and ams OSRAM is entitled to compensation for the costs incurred, including an appropriate margin, in the event that the customer withdraws from the contract. In this case, revenue is recognized in accordance with the stage of completion over the period of time. Due to the short lead time in the manufacturing of products and the fact that binding orders are often placed by customers at relatively short notice, there were no material circumstances as of January 1 and December 31, 2025 in which contract assets and revenue would have had to be recognized before the invoice has been issued. ams OSRAM applies the practical expedient under IFRS 15.63 and does not adjust the transaction price for the effects of a significant financing component if the payment terms are one year or less. Performance obligations are usually satisfied within a period of less than one year. Consequently, the option pursuant to IFRS

15.121 is exercised and no disclosures on existing performance obligations are made at the end of the respective reporting period.

## 2. Segment Reporting and Revenue

Operating segments are the business units (BUs) based on their independent operating activities and the internal reporting structure. The operating segments also represent the reporting segments in accordance with IFRS 8. Group activities are managed through the following business units:

- BU Opto Semiconductors (OS) with a focus on emitters
- BU CMOS Sensors and ASICs (CSA) with a focus on sensor technology and analog mixed-signal chips
- BU Lamps & Systems (L&S) specializing in traditional lamps and lighting products with a focus on the automotive, industrial, and medical end markets

Costs of corporate functions that are not directly allocated to the BUs and functions shared in the Semiconductor business are centrally accumulated and presented as 'Corporate Items'.

The segment indicator "segment result" is EBITDA and includes gross profit, research and development expenses, selling, general and administrative expenses, microLED adaption result, other operating income and expenses as well as the result from investments in associates. Depreciation, amortization, impairment losses, and reversals of impairments, and financial result are not included in the segment result.

### Business Segments

Business segments in EUR million	OS		CSA		L&S		Corporate Items		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
<b>Consolidated revenue</b>	<b>1,375</b>	<b>1,448</b>	<b>1,010</b>	<b>981</b>	<b>938</b>	<b>1,000</b>	-	-	<b>3,323</b>	<b>3,428</b>
<b>Segment result</b>	<b>235</b>	<b>168</b>	<b>158</b>	<b>102</b>	<b>126</b>	<b>156</b>	<b>8</b>	<b>-31</b>	<b>527</b>	<b>395</b>
<b>Material items:</b>										
Research & development expenses	-214	-212	-134	-163	-29	-29	-13	-15	-388	-419
therein: depreciation, amortization, impairments, and reversals of impairments	-45	-43	-16	-23	-1	-1	-1	-1	-61	-68
Depreciation, amortization, impairments, and reversals of impairments <sup>1</sup>	-237	-728	-140	-153	-43	-61	-5	-1	-425	-942
microLED adaption result	16	-576	-	-	-	-	-	-	16	-576
therein: depreciation, amortization, impairments, and reversals of impairments	0	-491	-	-	-	-	-	-	0	-491

### Reconciliation of the Segment Result to Earnings before Income Tax

in EUR million	2025	2024
<b>Segment result</b>	<b>527</b>	<b>395</b>
Depreciation, amortization, impairments, and reversals of impairments	-425	-942
Financial result	-218	-205
<b>Result before income taxes</b>	<b>-117</b>	<b>-752</b>

Segment assets include only those assets that are directly attributable to the segment and are internally reported as such, such as segment-specific property, plant, and equipment, intangible assets, right-of-use assets under leases, and inventories.

<sup>1</sup> Including impairments and reversals of impairments on microLED-related assets.

### Segment Assets

Business segments in EUR million	OS		CSA		L&S		Total	
	2025	2024	2025	2024	2025	2024	2025	2024
			2024 reclas- sified <sup>1</sup>	2024 reclas- sified <sup>1</sup>				
<b>Segment assets</b>	<b>2,696</b>	<b>2,907</b>	<b>910</b>	<b>960</b>	<b>748</b>	<b>915</b>	<b>4,354</b>	<b>4,782</b>
<b>Reconciliation to the consolidated financial statements</b>								
Cash and cash equivalents							1,483	1,098
Trade receivables							415	496
Deferred tax assets							60	74
Assets held for sale							116	23
Other non-current financial assets							89	58
Investment in associates							5	4
Other non-allocated assets							290	368
<b>Total assets</b>							<b>6,812</b>	<b>6,903</b>

In terms of geographical regions, the Group is broken down into the following three regions: EMEA (Europe, Middle East, and Africa), Americas (North and South America), and Asia/Pacific. Revenue is allocated to these regions based on customers' geographical location (billing address). The highest amount of revenue came from a customer in the OS and CSA segments and accounted for more than 10% and less than 20% of revenue (2024: more than 10% and less than 20% of revenue).

<sup>1</sup> Segment assets as of December 31, 2024, were reallocated between BUs CSA and L&S.

### Revenue by Region

Business segments in EUR million	OS		CSA		L&S		Total	
	2025	2024	2025	2024	2025	2024	2025	2024
	<b>EMEA</b>	<b>401</b>	<b>394</b>	<b>150</b>	<b>183</b>	<b>361</b>	<b>347</b>	<b>912</b>
thereof Austria	19	21	0	9	14	15	33	45
thereof Germany	217	207	59	64	101	68	379	339
<b>Americas</b>	<b>206</b>	<b>257</b>	<b>45</b>	<b>50</b>	<b>390</b>	<b>439</b>	<b>641</b>	<b>747</b>
thereof USA	175	213	22	32	331	370	528	615
<b>Asia/Pacific</b>	<b>767</b>	<b>797</b>	<b>815</b>	<b>748</b>	<b>187</b>	<b>213</b>	<b>1,770</b>	<b>1,757</b>
thereof Greater China <sup>1</sup>	485	521	779	699	91	106	1,355	1,326
<b>Total</b>	<b>1,375</b>	<b>1,448</b>	<b>1,010</b>	<b>981</b>	<b>938</b>	<b>1,000</b>	<b>3,323</b>	<b>3,428</b>

### Non-current Assets by Region

in EUR million	2025	2024
EMEA	1,815	1,942
Americas	425	453
Asia/Pacific	1,390	1,578
<b>Total</b>	<b>3,630</b>	<b>3,972</b>
thereof Austria	360	324
thereof Germany	1,173	1,309
thereof Malaysia	851	993

<sup>1</sup> The Greater China line combines China, Hong Kong and Taiwan.

## 3. Other Operating Income

in EUR million	2025	2024
Gains from the disposal of property, plant, and equipment, and intangible assets	22	9
Gains from disposal of businesses	3	10
Gains from sale of patents	-	4
Other	53	16
<b>Other operating income</b>	<b>78</b>	<b>39</b>

Gains from the disposal of property, plant, and equipment and intangible assets in the 2025 financial year mainly result from the sale of office and manufacturing premises in Singapore in the amount of EUR 16 m.

Gains from disposal of businesses relate to the sale of the majority interest in the newly formed company AlphaLum SA, Lausanne (Switzerland), to which part of the Group's augmented/virtual reality business had previously been transferred. In the previous year, this item included gains from the disposal of assets in the Passive Optical Components business.

The Other item mainly includes income of EUR 37 m from a settlement agreement in connection with a legal dispute. The item also includes income from the reversal of provisions and income from transitional service agreements as part of disposal of businesses.

## 4. Expenses

### Other Operating Expenses

in EUR million	2025	2024
Losses from disposal or liquidation of businesses	3	13
Losses on sales of property, plant, and equipment, and intangible assets	2	2
Allowances on receivables	1	0
Other	11	6
<b>Other operating expenses</b>	<b>17</b>	<b>21</b>

Losses from the disposal of businesses in the 2025 financial year relate to purchase price adjustments from disposals in previous years. In the previous year, this item mainly included realized accumulated currency differences from the liquidation of subsidiaries amounting to EUR 9 m and from the sale of OOO OSRAM, Moscow (Russia), amounting to EUR 3 m.

The Other item mainly includes loss allowances on various other assets.

### Personnel Expenses

in EUR million	2025	2024
Wages and salaries	998	1,053
Statutory social welfare contributions	187	175
Personnel expenses for share-based compensation	22	18
Expenses relating to pension plans and employee benefits	12	11
<b>Total</b>	<b>1,218</b>	<b>1,258</b>

### Number of Employees<sup>1</sup> by Function

in FTE	2025	2024
Production and service	13,477	13,857
Research and development	2,544	2,783
Administration and sales	2,875	2,938
<b>Total</b>	<b>18,896</b>	<b>19,577</b>

The number of employees decreased by 681 in the 2025 financial year, mainly due to personnel reduction measures.

### Share-based Compensation

The Group uses share-based compensation arrangements to remunerate the members of the Management Board and selected groups of managers, under which a defined number of awards or options to purchase ams OSRAM shares are issued, subject to the specified terms and conditions being met. The share-based compensation granted can be settled by ams OSRAM either through granting equity instruments or through cash settlement.

The share-based compensation arrangements are classified as equity-settled plans and are therefore measured at fair value at the grant date. The options and awards are measured on the basis of the Black-Scholes model. The expected volatility was derived from the historical price performance of the ams OSRAM share during the last three years (source: Bloomberg). For share-based compensation whose vesting depends on the fulfillment of market-related performance criteria, the probabilities of fulfillment are determined using a Monte Carlo simulation and taken into account in the valuation of the options and awards at the grant date.

The interpretation of the market information needed to determine fair values is subject to management judgment. This can result in a difference between the disclosed values and the values subsequently realized on the market.

The determined value of the share-based compensation is expensed over the vesting period until the options become exercisable and the awards become vested. The amount recognized as an expense is adjusted if expectations regarding the achievement of service conditions and non-market-based performance conditions change in such a way that the amount ultimately recognized as an expense is based on the number of those options and/or awards that satisfy the relevant service conditions and non-market-based performance conditions at the end of the vesting period.

### Impact of Equity Measures

Following the capital increase in 2023 and the 10:1 reverse share split in 2024, ams OSRAM took measures to adjust the number of outstanding options and awards not yet granted to reflect the dilutive effect of the capital increase and the reduction in the total number of shares resulting from the reverse share split. Details can be found in the Notes to the Consolidated Financial Statements as of December 31, 2024 under Note 4. Expenses.

Key information on the individual plans is as follows:

<sup>1</sup> Excluding interns, working students, diploma students, doctoral students, and persons in vocational training and continuing education.

### Long Term Incentive Plan 2014

The Long Term Incentive Plan (LTIP 2014) was adopted in October 2014 and entitles the participants to purchase, for each option held and exercisable, one no-par value share in ams-OSRAM AG at an exercise price of EUR 6.76 (adjusted for equity measures). As of December 31, 2025, all options outstanding from the LTIP 2014 are exercisable and no further options will be granted.

The options developed as follows:

#### Long Term Incentive Plan 2014

LTIP 2014	2025		2024	
	Options	Weighted average exercise price (in EUR)	Options	Weighted average exercise price (in EUR)
<b>Outstanding at January 1</b>	<b>14,266</b>	<b>6.76</b>	<b>723,297</b>	<b>0.68</b>
Granted during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Exercised during the period	5,329	6.76	2,183	0.68
Expired during the period	5,837	6.76	10,422	0.68
Cash settlement options	-	-	492,115	0.68
Reduction due to equity measures <sup>1</sup>	-	-	204,311	0.68
<b>Outstanding at December 31</b>	<b>3,100</b>	<b>6.76</b>	<b>14,266</b>	<b>6.76</b>
Exercisable at December 31	3,100	6.76	14,266	6.76
Not yet granted	-	-	-	-
Weighted average share price at the date of exercise (in EUR)	10.66		2.17	
Range of exercise price (in EUR)	6.76		6.76	
Remaining contractual life	Until June 30, 2028		Until June 30, 2028	

<sup>1</sup> As part of the 10:1 reverse share split in the 2024 financial year, the options held were adjusted at the corresponding ratio (with ten old options resulting in one new option).

### Special Stock Option Plan 2017

The special stock option plan (SSOP 2017) was adopted in June 2017 and entitles the participants to purchase, for each option held and exercisable, one no-par-value share in ams-OSRAM AG at an exercise price of EUR 186.30 (adjusted for equity measures). As of December 31, 2025, all options outstanding from the SSOP 2017 are exercisable and no further options will be granted.

The options developed as follows:

#### Special Stock Option Plan 2017

SSOP 2017	2025		2024	
	Options	Weighted average exercise price (in EUR)	Options	Weighted average exercise price (in EUR)
<b>Outstanding at January 1</b>	<b>122,384</b>	<b>186.30</b>	<b>2,366,441</b>	<b>18.63</b>
Granted during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Exercised during the period	-	-	-	-
Expired during the period	-	-	10,438	18.63
Cash settlement options	-	-	1,132,386	18.63
Reduction due to equity measures <sup>1</sup>	-	-	1,101,233	18.63
<b>Outstanding at December 31</b>	<b>122,384</b>	<b>186.30</b>	<b>122,384</b>	<b>186.30</b>
Exercisable at December 31	122,384	186.30	122,384	186.30
Not yet granted	-	-	-	-
Weighted average share price at the date of exercise (in EUR)	-		-	
Range of exercise price (in EUR)	186.30		186.30	
Remaining contractual life	Until June 30, 2027		Until June 30, 2027	

<sup>1</sup> As part of the 10:1 reverse share split in the 2024 financial year, the options held were adjusted at the corresponding ratio (with ten old options resulting in one new option).

### Special Long Term Incentive Plan 2018

The special long term incentive plan (SLTIP 2018) was adopted in October 2018 and entitles the participants to purchase, for each option held and exercisable, one no-par-value share in ams-OSRAM AG at an exercise price of EUR 293.40 (adjusted for equity measures). As of December 31, 2025, all options outstanding from the SLTIP 2018 are exercisable and no further options will be granted.

The options developed as follows:

#### Special Long Term Incentive Plan 2018

SLTIP 2018	2025		2024	
	Options	Weighted average exercise price (in EUR)	Options	Weighted average exercise price (in EUR)
<b>Outstanding at January 1</b>	<b>3,046</b>	<b>293.40</b>	<b>411,246</b>	<b>29.34</b>
Granted during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Exercised during the period	-	-	-	-
Expired during the period	-	-	-	-
Cash settlement options	-	-	380,849	29.34
Reduction due to equity measures <sup>1</sup>	-	-	27,351	29.34
<b>Outstanding at December 31</b>	<b>3,046</b>	<b>293.40</b>	<b>3,046</b>	<b>293.40</b>
Exercisable at December 31	3,046	293.40	3,046	293.40
Not yet granted	-	-	-	-
Weighted average share price at the date of exercise (in EUR)	-		-	
Range of exercise price (in EUR)	293.40		293.40	
Remaining contractual life	Until October 11, 2028		Until October 11, 2028	

<sup>1</sup> As part of the 10:1 reverse share split in the 2024 financial year, the options held were adjusted at the corresponding ratio (with ten old options resulting in one new option).

### Special Stock Option Plan 2019

The special stock option plan (SSOP 2019) was adopted in February 2019 and entitles the participants to purchase, for each option held and exercisable, one no-par-value share in ams-OSRAM AG at an exercise price of EUR 139.40 (adjusted for equity measures). As of December 31, 2025, all options outstanding from the SSOP 2019 are exercisable and no further options will be granted.

The options developed as follows:

### Special Stock Option Plan 2019

SSOP 2019	2025		2024	
	Options	Weighted average exercise price (in EUR)	Options	Weighted average exercise price (in EUR)
<b>Outstanding at January 1</b>	<b>26,390</b>	<b>139.40</b>	<b>671,170</b>	<b>13.94</b>
Granted during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Exercised during the period	-	-	-	-
Expired during the period	-	-	-	-
Cash settlement options	-	-	408,502	13.94
Reduction due to equity measures <sup>1</sup>	-	-	236,278	13.94
<b>Outstanding at December 31</b>	<b>26,390</b>	<b>139.40</b>	<b>26,390</b>	<b>139.40</b>
Exercisable at December 31	26,390	139.40	26,390	139.40
Not yet granted	-	-	-	-
Weighted average share price at the date of exercise (in EUR)	-	-	-	-
Range of exercise prices (in EUR)	139.40	-	139.40	-
Remaining contractual life	Until February 5, 2029	-	Until February 5, 2029	-

<sup>1</sup> As part of the 10:1 reverse share split in the 2024 financial year, the options held were adjusted at the corresponding ratio (with ten old options resulting in one new option).

### Long Term Incentive Plan 2019

The Long Term Incentive Plan 2019 (LTIP 2019) was adopted in June 2019, whereby the last grant of options under the LTIP 2019 took place in 2022.

Three different types of options were granted: PSUs, RSUs, and SPSUs (performance share units, restricted share units, and special performance share units). The PSUs are pegged to the performance of the total shareholder return (TSR, defined as the change in the ams-OSRAM AG share price plus reinvested dividends over the performance period) relative to a peer group, as well as achieving a specific Earnings per Share (EPS) target in the year the option is granted. They become exercisable after three years. The RSUs and SPSUs can be exercised within four years of their grant and are contingent solely on the employee remaining with the Company. Each year, one quarter of the total grant of RSUs and/or SPSUs can be exercised respectively.

At the date of the implementation of the LTIP 2019, each PSU and RSU granted entitled the participant to purchase one no-par-value share in ams-OSRAM AG at an exercise price of EUR 1.00. Each SPSU granted entitles the participant to purchase one no-par-value share at a price based on the average share price of the last 60 days prior to the grant date.

As part of the equity measures, the exercise price for the issued PSUs and RSUs was increased to EUR 6.78 per share, and that for the SPSUs to EUR 166.36 per share on average. All options granted can be exercised at the latest ten years after their grant.

The options developed as follows:

### Long Term Incentive Plan 2019

LTIP 2019	2025		2024	
	Options	Weighted average exercise price (in EUR)	Options	Weighted average exercise price (in EUR)
<b>Outstanding at January 1</b>	<b>199,922</b>	<b>166.36</b>	<b>8,451,219</b>	<b>4.84</b>
Granted during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Exercised during the period	-	-	4,390	0.91
Expired during the period	99,475	125.69	1,110,048	0.68
Cash settlement options	-	-	5,340,803	0.68
Reduction due to equity measures <sup>1</sup>	-	-	1,796,056	16.66
<b>Outstanding at December 31</b>	<b>100,447</b>	<b>206.64</b>	<b>199,922</b>	<b>166.36</b>
Exercisable at December 31	91,558	204.99	124,858	211.15
Not yet granted	-	-	-	-
Weighted average share price at the date of exercise (in EUR)	-	-	1.82	-
Range of exercise price (in EUR)	6.78-226.90	-	6.78-226.90	-
Remaining contractual life	Until June 30, 2032	-	Until June 30, 2032	-

<sup>1</sup> As part of the 10:1 reverse share split in the 2024 financial year, the options held were adjusted at the corresponding ratio (with ten old options resulting in one new option).

### Long Term Incentive Plan 2023

On May 25, 2023, the Supervisory Board and the Management Board resolved a new Long Term Incentive Plan (LTIP 2023) in place of the LTIP 2019.

The LTIP 2023 comprises a maximum of 27,428,928 awards, which corresponded to about 10% of the Company's share capital as of the date of the implementation of the LTIP 2023. The awards issued under the LTIP 2023 are granted within five years of approval of the plan and were allocated for the first time in July 2023. The maximum number of awards was reduced to 9,984,439 following the reverse share split at a ratio of 10:1 in the 2024 financial year and the capital increase carried out in the 2023 financial year.

Every award granted entitles the participant to one no-par-value ams-OSRAM AG share without payment of consideration (exercise price: EUR 0.00) subject to the terms of the LTIP 2023. The awards are broken down into the following two categories: PSUs (performance share units) and RSUs (restricted share units).

The PSUs are conditional upon satisfying the following performance criteria: (a) the cumulative adjusted EBIT defined for one performance period (in the future, this performance criterion will be measured on the basis of adjusted EBITDA for grants starting in the 2025 financial year), (b) the relative total shareholder return (Relative TSR) of the Company compared with a defined peer group over one performance period, and (c) the fulfillment of environmental, social, and governance (ESG) targets, as specified by the Company. In case there is an overachievement of the performance criteria for the PSUs (achievement between 100% and 150%), the participant may receive up to 50% more shares per PSU when PSUs are redeemed. However, if the performance criteria are not achieved, the participant may receive fewer shares.

The PSU awards become redeemable after three years from the grant date, with the exception of the first award, where the grant was on June 30, 2023 and the vesting period ends on March 31, 2026. The Management Board members are additionally subject to a one-year waiting period after the end of the vesting period. For the RSU awards, one-third of the awards will be redeemable in each case on the first, second, and third anniversaries of the grant date, with the exception of the first award, where the vesting period is shorter and one-third of the RSU awards become redeemable on March 31, 2024, 2025, and 2026, respectively. PSUs and RSUs require

uninterrupted employment at the Company for the duration of the vesting period in order to be redeemed.

All awards granted can be exercised at the latest ten years after their grant.

On March 31, 2025, ams OSRAM granted 2,953,796 awards under the LTIP 2023, thereof 1,878,354 RSUs and 1,075,442 PSUs were issued, which resulted in an expense of EUR 6 m in the 2025 financial year.

The following parameters were used to determine the value of the awards for one, two, three, and four years:

#### Valuation of Awards (Weighted Average) for the 2025 Grant

		PSU	RSU
Share price at grant	in EUR	5.58	5.58
Duration	in years	10	10
Risk-free rate	in %	2.24	2.24
Expected volatility	in %	54.02	54.02
Fair value per award	in EUR	6.92	5.58

The awards developed as follows:

LTIP 2023	2025	2024
<b>Outstanding at January 1</b>	<b>2,901,952</b>	<b>4,206,495</b>
Granted during the period	2,953,796	23,019,191
Forfeited during the period	-	-
Exercised during the period	668,655	1,729,562
Expired during the period	420,175	461,710
Reduction due to equity measures <sup>1</sup>	-	22,132,462
<b>Outstanding as at December 31</b>	<b>4,766,918</b>	<b>2,901,952</b>
Exercisable at December 31	-	-
Not yet granted	4,307,459	7,261,255
Share price at the time of exercise (weighted average in EUR)	-	-
Exercise price (in EUR)	-	-
Remaining contractual life	Until March 31, 2028	Until March 31, 2027

<sup>1</sup> 4,085,117 additional awards (based on the former denomination of units prior to reverse share split) were granted in the 2024 financial year due to the 2023 capital increase. As part of the 10:1 reverse share split in the 2024 financial year, the awards held were adjusted at the corresponding ratio (with ten old awards resulting in one new award).

## 5. microLED Adaption Result

On February 28, 2024, the Management Board was informed by a customer of the unexpected termination of a key project involving the development of a microLED program. The cancellation resulted in a revision of the microLED strategy in the 2024 financial year, leading to expenses of EUR 576 m. All impairment losses, reversals of impairment losses, additions to and reversals of provisions, and other expenses resulting from this termination are included in the income statement under microLED adaption result.

Adjustments were necessary in the reporting year, resulting in a positive net effect of EUR 16 m, which is allocated entirely to the Opto Semiconductors operating segment and recognized in line item microLED adaption result in the consolidated statement of income. This net effect includes impairment losses on property, plant, and equipment amounting to EUR 33 m. The impairment loss on property, plant, and equipment was determined based on fair value less costs to sell, which represents Level 3 of the IFRS 13 measurement hierarchy. Key valuation assumptions are based on experience. Furthermore, alternative uses within the Group for property, plant, and equipment that had already been impaired in the previous year led to the reasons for impairment no longer applying and to reversals of impairments on property, plant, and equipment amounting to EUR 33 m. The reversal of impairment was made up to the deemed amortized cost had there not been any impairment.

In addition, provisions for cancellation fees and contract terminations amounting to EUR 21 m were released in the reporting year. Furthermore, provisions for outstanding orders for fixed and current assets amounting to EUR 13 m were released, as it was possible to cancel some of these orders. In the reporting year, the revision of the microLED strategy also resulted in additional expenses of EUR 16 m for relocation and conversion costs, as well as personnel-related expenses of EUR 2 m.

In the previous year, the microLED adaption result mainly comprised impairment losses on property, plant, and equipment in the amount of EUR 364 m and capitalized project-specific development costs in the amount of EUR 125 m, write-downs on inventories of EUR 6 m, the recognition of provisions for cancellation fees and contract terminations of EUR 49 m, and for outstanding orders for non-current and current assets of EUR 15 m, and other expenses of EUR 16 m.

## 6. Financial Result

in EUR million	2025	2024
Exchange differences	100	-
Interest income	26	40
Valuation of options for early repayment of bonds	21	-
Income from precious metal derivatives	14	3
Amortization of adjustment of carrying amount of bonds for embedded derivatives	5	3
Income from foreign currency derivatives	-	39
Other financial income	0	1
<b>Financial income</b>	<b>166</b>	<b>85</b>
Interest expenses	-297	-272
Expenses from foreign currency derivatives	-83	-
Exchange differences	-	-12
Valuation of options for early repayment of bonds	-	-2
Other financial expense	-5	-4
<b>Financial expenses</b>	<b>-385</b>	<b>-290</b>
<b>Financial result</b>	<b>-218</b>	<b>-205</b>

Interest expenses include an amount of EUR 15 m (2024: EUR 13 m) in connection with the supply chain financing programs from the sale of trade receivables to the factor; the amount was reclassified from other comprehensive income included in retained earnings to the consolidated statement of income.

## 7. Income Taxes

in EUR million	2025	2024
Current tax expense, net, current financial year	-33	-53
Current tax benefit, net, prior financial years	5	8
<b>Current taxes</b>	<b>-29</b>	<b>-45</b>
Deferred tax benefit, net, from changes in temporary differences	12	12
Deferred tax benefit from tax loss carryforwards and tax credits	4	0
<b>Deferred taxes</b>	<b>16</b>	<b>12</b>
<b>Income taxes</b>	<b>-12</b>	<b>-33</b>

### Reconciliation to Actual Income Tax Result

in EUR million	2025	2024
Result before income taxes	-117	-752
Group tax rate	23%	23%
<b>Expected income tax benefit</b>	<b>27</b>	<b>173</b>
Increase/decrease in income taxes resulting from:		
Non-deductible expenses and change in permanent differences	-73	-24
Tax-free income	19	16
Taxes for prior years	11	8
Change in realizability of deferred tax assets and tax credits	-9	-246
Foreign tax rate differential	14	41
Change in tax rates	2	0
Other, net	-3	-1
<b>Actual income tax result as presented in the consolidated statement of income</b>	<b>-12</b>	<b>-33</b>

## Income Taxes

in EUR million	2025	2024
Income taxes	-12	-33
Taxes included in other comprehensive income	-22	0

Deferred tax assets are recognized for all temporary differences and losses carried forward, to the extent that it is probable that future taxable profit against which they can be utilized will be available within a foreseeable period. No deferred tax assets were recognized for tax loss carryforwards and interest carryforwards of EUR 3,374 m (2024: EUR 3,167 m), for temporary differences of EUR 567 m (2024: EUR 716 m), and for tax credits of EUR 38 m (2024: EUR 44 m). The utilization of a previously unrecognized loss carryforward resulted in a EUR 5 m reduction in current tax expense.

Of the tax loss carryforwards for which no deferred tax assets have been recognized as of December 31, 2025, EUR 16 m (2024: EUR 10 m) are subject to a time limitation. The expiry of these loss carryforwards will start after 2035.

For distributable profits of subsidiaries, income and withholding taxes arising in connection with the distribution are recognized as deferred tax liabilities if it is expected that these profits will be subject to corresponding taxation, and it is intended that they will not be permanently reinvested.

As of December 31, 2025, no deferred tax liabilities were recognized for differences at subsidiaries amounting to EUR 3,063 m (2023: EUR 3,170 m), as these amounts are to be reinvested for an indefinite period and their reversal is therefore not likely in the foreseeable future.

In accordance with the Pillar Two rules, a jurisdiction-related top-up tax in the amount of the difference between the global minimum tax rate of 15% and the lower effective tax rate has to be levied. For ams OSRAM, the application of Pillar Two results in an actual immaterial tax expense of less than EUR 1 m for 2025, comparable to the previous year.

## 8. Cash and Cash Equivalents

in EUR million	2025	2024
Bank deposits	1,483	1,098
Loss allowance	0	0
<b>Cash and cash equivalents</b>	<b>1,483</b>	<b>1,098</b>

Expected credit losses with respect to deposits with banks are measured using publicly available credit ratings.

## 9. Trade Receivables

in EUR million	2025	2024
Gross carrying amount of trade receivables	430	512
Valuation allowance	-15	-16
<b>Net carrying amount of trade receivables</b>	<b>415</b>	<b>496</b>

### Loss Allowances

in EUR million	Total	Expected impairment losses	Impairment losses on credit impaired receivables
<b>Balance as of January 1, 2024</b>	<b>-18</b>	<b>-8</b>	<b>-10</b>
Derecognition of receivables	2	0	2
Change in loss allowances recorded in the statement of income in the current period	0	2	-2
<b>Balance as of December 31, 2024</b>	<b>-16</b>	<b>-6</b>	<b>-10</b>
<b>Balance as of January 1, 2025</b>	<b>-16</b>	<b>-6</b>	<b>-10</b>
Derecognition of receivables	2	-	2
Change in loss allowances recorded in the statement of income in the current period	-1	1	-2
<b>Balance as of December 31, 2025</b>	<b>-15</b>	<b>-5</b>	<b>-10</b>

Loss allowances for trade receivables are measured at the lifetime expected credit loss. The expected loss rates were derived from historical information and future expectations. A receivable is deemed defaulted, and an impairment is deemed to have occurred if insolvency proceedings have been initiated against the debtor or if there are other significant reductions in the debtor's ability to pay, which is assumed no later than when the amounts are more than 90 days past due.

For trade receivables measured at amortized cost, with a gross carrying amount of EUR 255 m (2024: EUR 222 m), the expected loss allowances are calculated on the basis of credit ratings, which are then used to determine portfolio-specific default rates. Customers are grouped in risk categories with low, moderate, and higher credit risk based on credit ratings provided by external agencies.

### Gross Carrying Amount of Trade Receivables Measured Based on Ratings

in EUR million	2025	2024
Risk class 1: low risk	82	54
Risk class 2: moderate risk	128	127
Risk class 3: higher risk	38	35
Risk class 4: insolvent	3	4
Customers without individual rating	4	2
<b>Total</b>	<b>255</b>	<b>222</b>

Trade receivables include receivables with a carrying amount of EUR 173 m (2024: EUR 291 m) that are measured at fair value. These are receivables from customers that are sold on a case-by-case basis to a factoring company in connection with customers' supply-chain financing programs. They are subsequently derecognized. In addition, receivables are sold via two own factoring programs and subsequently derecognized. Some of the risk of late payment by the customer (late payment risk) remains with ams OSRAM. In the context of one program, some of the default risk (10%) also remains with ams OSRAM. The original carrying amount of the receivables sold under the two programs amounted to EUR 62 m (2024: EUR 13 m) as of December 31, 2025. For the default and late payment risks remaining with ams OSRAM, other current financial liabilities amounting to EUR 2 m were recognized as of December 31, 2025, and trade receivables in the same amount continued to be

reported, as of December 31, 2024, this amount was immaterial. Proceeds from the sale of receivables to factoring companies are reported in the consolidated statement of cash flows under cash flows from operating activities.

Of the trade receivables measured at amortized cost, EUR 19 m (2024: EUR 17 m) was pledged to a bank in connection with government-backed export financing as of December 31, 2025.

The gross carrying amount of trade and other financial receivables is derecognized if, following an appropriate assessment, the Group no longer believes that the financial asset can be fully or partially realized. In general, this is the case particularly when the statute of limitations has elapsed, when a debtor is legally released from the original obligation, or when insolvency proceedings are not initiated for lack of assets.

#### Trade Receivables by Region

in EUR million	2025	2024
EMEA	122	142
Americas	120	187
Asia/Pacific	173	167
<b>Trade receivables</b>	<b>415</b>	<b>496</b>

## 10. Other Current Financial Assets

in EUR million	2025	2024
Derivative financial instruments	28	8
Receivables from the sale of business units and tangible assets	10	12
Debit balances of trade payables	3	4
Other	40	25
<b>Other current financial assets</b>	<b>81</b>	<b>49</b>

As of December 31, 2025, the Other item included a receivable of EUR 11 m arising from the termination of a lease agreement for land in Penang, Malaysia; see also Note 15. [Right-of-Use Assets](#). The total amount of the lease payments had originally been paid to the lessor as a prepayment.

## 11. Inventories

in EUR million	2025	2024
Raw materials and supplies	264	297
Work in progress	242	248
Finished goods and merchandise	216	260
Advances to suppliers	1	4
<b>Inventories</b>	<b>724</b>	<b>809</b>

As of December 31, 2025, EUR 29 m (2024: EUR 37 m) relate to spare parts and tools, which are reported under raw materials and supplies. Cumulative loss allowances for inventories stood at EUR 166 m as of December 31, 2025 (2024: EUR 199 m).

Raw materials and supplies are recognized at the lower of weighted average cost or using the FIFO method and the net realizable value. For certain inventories, this is measured at the replacement cost.

Work in progress and finished goods are measured at the lower of cost or net realizable value. The net realizable value is calculated based on the expected sales

proceeds in the ordinary course of business, less the estimated costs of completion and the expected administrative and selling expenses still to be incurred. The cost of inventories includes all costs incurred in acquiring the item and bringing it to the required condition and location. In the case of finished goods and work in progress, cost comprises the direct cost of materials and production, the directly attributable proportion of materials and production overheads, and production-related depreciation.

The cost of inventories produced comprised an appropriate share of the production overheads based on normalized production capacity utilization.

## 12. Other Current Non-Financial Assets

in EUR million	2025	2024
Tax receivables	69	80
Receivables from government grants	51	152
Prepaid expenses	27	22
Other	5	12
<b>Other current non-financial assets</b>	<b>152</b>	<b>267</b>

In the 2025 financial year, receivables from government grants mainly include a receivable under the European Chips Act in the amount of EUR 31 m (2024: EUR 130 m) and EUR 12 m (2024: EUR 13 m) from the IPCEI ME/CT project (Important Project of Common European Interest, Microelectronics and Communication Technologies, see Note 24. [Government Grants](#)).

## 13. Property, Plant, and Equipment

in EUR million	Gross carrying amount as of January 1, 2025	Additions	Retirements	Reclassification in assets held for sale	Reclassifications	Translation differences	Gross carrying amount as of December 31, 2025	Accumulated depreciation and impairment as of January 1, 2025	Additions	Retirements	Impairment Losses	Reversal of Impairment	Reclassification in assets held for sale	Translation differences	Accumulated depreciation and impairment as of December 31, 2025	Net book value as of December 31, 2025	Net book value as of January 1, 2025
Land and buildings	1,136	20	-36	-1	12	-28	1,102	-508	-34	35	-4	-	1	15	-495	608	630
Technical machinery and equipment	4,746	47	-208	-109	113	-155	4,435	-3,821	-215	205	-9	33	95	123	-3,589	844	922
Furniture and office equipment	187	-1	-12	-6	20	-5	184	-166	-7	12	0	1	5	4	-151	32	21
Advances to suppliers and assets under construction	181	98	-6	-1	-145	-2	126	-25	-	5	-26	1	-	0	-46	80	156
<b>Property, plant, and equipment</b>	<b>6,250</b>	<b>165</b>	<b>-263</b>	<b>-115</b>	<b>-</b>	<b>-189</b>	<b>5,848</b>	<b>-4,521</b>	<b>-257</b>	<b>257</b>	<b>-40</b>	<b>35</b>	<b>101</b>	<b>142</b>	<b>-4,282</b>	<b>1,565</b>	<b>1,729</b>

As of December 31, 2025, commitments to purchase fixed assets amounted to EUR 40 m (2024: EUR 74 m). The impairments in the financial year include impairments of assets amounting to EUR 33 m (2024: EUR 364 m) relating to the microLED adjustment in the Opto Semiconductors (OS) operating segment. The reversals of impairments in the financial year include reversals of impairments amounting to EUR 33 m for assets that had been impaired in the prior year as part of the microLED adjustment (see Note 5. [microLED Adaption Result](#)). For reclassifications to assets held for sale, see Note 31. [Assets and Liabilities Classified as Held for Sale](#).

in EUR million	Gross carrying amount as of January 1, 2024	Additions	Retirements	Reclassification in assets held for sale	Reclassifications	Translation differences	Gross carrying amount as of December 31, 2024	Accumulated depreciation and impairment as of January 1, 2024	Additions	Retirements	Impairment Losses	Reversal of Impairment	Reclassification in assets held for sale	Translation differences	Accumulated depreciation and impairment as of December 31, 2024	Net book value as of December 31, 2024	Net book value as of January 1, 2024
Land and buildings	690	0	-20	0	433	34	1,136	-423	-30	20	-64	-	0	-12	-508	630	267
Technical machinery and equipment	4,192	108	-298	-25	588	181	4,746	-3,453	-221	290	-303	-	2	-136	-3,821	922	739
Furniture and office equipment	203	7	-34	0	6	5	187	-186	-5	34	-5	-	0	-5	-166	21	18
Advances to suppliers and assets under construction	974	207	-2	0	-1,027	29	181	-1	0	0	-21	-	0	-3	-25	156	973
<b>Property, plant, and equipment</b>	<b>6,059</b>	<b>321</b>	<b>-355</b>	<b>-25</b>	<b>-</b>	<b>250</b>	<b>6,250</b>	<b>-4,062</b>	<b>-257</b>	<b>344</b>	<b>-393</b>	<b>-</b>	<b>3</b>	<b>-155</b>	<b>-4,521</b>	<b>1,729</b>	<b>1,997</b>

Property, plant, and equipment is measured at cost less accumulated depreciation and impairment losses and net of government grants. The cost of internally generated property, plant, and equipment includes the cost of materials, direct labor, the directly attributable proportion of production overheads, and borrowing costs for qualifying assets.

Depreciation of property, plant, and equipment is recognized in profit or loss on a straight-line basis over the estimated useful life of the assets. Land is not depreciated. If the cost of certain components of an item of property, plant, and equipment is significant in relation to the total cost of the item, these components are accounted for and depreciated separately. Residual values and useful lives are reviewed annually and, if expectations differ from previous estimates, adjusted accordingly. An impairment test is carried out if there are indications that the recoverable amount of an asset is lower than its carrying amount.

Carrying amounts are based on the following useful lives:

Buildings	10 – 50 years
Technical equipment and machinery	2 – 15 years
Other non-current assets	3 – 5 years

For some rented buildings, there is an obligation to return the building to the lessor in a certain condition at the end of the lease term (asset restoration obligation). The projected cost of such a restoration is recognized as part of the cost of the respective asset and as a provision for the asset restoration obligation. The provision for the asset restoration obligation is measured at the present value of the expenditure expected to be required to settle the obligation, using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The unwinding of the discount on the provision due to the passage of time is recognized as a financial expense. Changes in the estimated expenditure result in an adjustment of the amount recognized as part of the cost.

## 14. Intangible Assets

in EUR million	Gross carrying amount as of January 1, 2025	Additions	Retirements	Reclassification in assets held for sale	Reclassifications	Translation differences	Gross carrying amount as of December 31, 2025	Accumulated depreciation and impairment as of January 1, 2025	Additions	Retirements	Impairment Losses	Reversal of Impairment	Reclassification in assets held for sale	Reclassifications	Translation differences	Accumulated depreciation and impairment as of December 31, 2025	Net book value as of December 31, 2025	Net book value as of January 1, 2025
Goodwill	3,071	-	-	-43	-	-7	3,021	-1,590	-	-	-	-	-	-	-	-1,590	1,431	1,481
Customer base	629	-	-	-	6	-25	610	-483	-46	-	-	-	0	-7	24	-512	98	146
Technology	319	-	-	-	-	0	319	-276	-27	-	-3	-	-	-	-	-307	12	42
Trademarks	234	-	-	-	-	-	234	-7	-	-	-	-	-	-	-	-7	226	226
Capitalized development costs	548	59	-125	-	0	-8	475	-410	-35	125	-3	-	0	0	7	-317	157	138
Patents, licenses, and other rights	270	2	-4	0	-6	-6	256	-249	-3	4	0	-	0	7	6	-235	21	21
<b>Intangible assets</b>	<b>5,070</b>	<b>61</b>	<b>-129</b>	<b>-44</b>	<b>0</b>	<b>-45</b>	<b>4,914</b>	<b>-3,016</b>	<b>-112</b>	<b>129</b>	<b>-7</b>	<b>-</b>	<b>0</b>	<b>-</b>	<b>36</b>	<b>-2,969</b>	<b>1,945</b>	<b>2,054</b>

The reclassification within goodwill in the financial year to assets held for sale in the amount of EUR 43 m relates to the planned sale of the Entertainment and Industry Lamps business (see Note 31. Assets and Liabilities Classified as Held for Sale). The retirement of EUR 125 m reported in capitalized development costs relates to the development costs fully impaired in the previous year as part of the microLED adjustment.

in EUR million	Gross carrying amount as of January 1, adjusted <sup>1</sup>	Additions	Retirements	Reclassification in assets held for sale	Reclassifications	Translation differences	Gross carrying amount as of December 31, 2025	Accumulated depreciation and impairment as of January 1, 2024 adjusted <sup>1</sup>	Additions	Retirements	Impairment Losses	Impairment Reversal	Reclassification in assets held for sale	Reclassifications	Translation differences	Accumulated depreciation and impairment as of December 31, 2024	Net book value as of December 31, 2024	Net book value as of January 1, 2024
Goodwill	3,076	0	-5	-	-	-1	3,071	-1,590	-	-	-	-	-	-	-	-1,590	1,481	1,487
Customer base	614	-	0	-	-	15	629	-421	-49	0	-	-	-	-	-13	-483	146	193
Technology	319	-	-	-	-	0	319	-246	-31	-	-	-	-	-	-	-276	42	73
Trademarks	234	-	-	-	-	-	234	-6	-1	0	-	-	-	-	-	-7	226	226
Capitalized development costs	503	58	-15	-	-2	4	548	-263	-29	10	-125	-	-	0	-3	-410	138	240
Patents, licenses, and other rights	273	1	-10	-	2	4	270	-243	-7	8	-2	0	-	-1	-4	-249	21	30
<b>Intangible assets</b>	<b>5,018</b>	<b>60</b>	<b>-30</b>	<b>-</b>	<b>0</b>	<b>22</b>	<b>5,070</b>	<b>-2,769</b>	<b>-116</b>	<b>18</b>	<b>-127</b>	<b>0</b>	<b>-</b>	<b>-1</b>	<b>-20</b>	<b>-3,016</b>	<b>2,054</b>	<b>2,249</b>

<sup>1</sup> The balance of intangible assets carried forward was adjusted for the previous year. The adjustment relates to a revision of historical carrying amounts from previous legacy data transfers and system migrations, which had resulted in non-homogeneous net disclosure and a shift within individual assets. With the return to full gross recognition in accordance with IAS 38, the original acquisition or production cost and the accumulated amortization were adjusted accordingly. The net carrying amount of the assets affected remains unchanged.

Intangible assets acquired by the Group are recognized at cost less accumulated amortization and impairment losses. Goodwill and trademarks arising from business combinations are measured at cost less accumulated impairment losses.

Development expenses are capitalized from the date on which the technical and commercial feasibility of the asset for sale or use has been established. This assessment is subject to judgment and estimation uncertainties. The Group has around 90 projects for which development expenses have been capitalized, some of which are still under development, while others are already in use. The carrying amount of projects still under development is EUR 75 m (2024: EUR 43 m). One of the largest projects relates to the development of various generations of automotive lighting products using intelligent multipixel LEDs and has a carrying amount of EUR 48 m (2024: EUR 41 m) as of the reporting date. Each product generation is amortized over ten years once development is complete.

Amortization of intangible assets – with the exception of assets with indefinite useful life and goodwill – is recognized in profit and loss on a straight-line basis over the estimated useful life of the assets. Amortization is included in the line item Cost of sales in the consolidated statement of income. As a general rule, the following useful lives are assumed:

Patents, licenses, and software	3 – 5 years
Customer base	5 – 15 years
Technology	5 – 10 years
Capitalized development costs	3 – 10 years

Trademarks are assumed to have an indefinite useful life. The long-term protection of trademarks is an important aspect of the brand strategy for successful differentiation in the market. As an integral part of the Group companies, brand names are also closely linked to the continued existence of these companies, which is why an indefinite useful life is assumed.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at each balance sheet date or more frequently if there are indications that the recoverable amount of the assets could be lower than their carrying amount. For this purpose, the assets are combined into the smallest group of assets that generates cash inflows from continuing use that are largely

independent of the cash inflows from other assets (cash-generating unit). When assessing the recoverability of intangible assets under development, the expected marketability (which is affected by technological changes and competitive pressure, among other factors) and the applicability of the knowledge gained to internal process improvements in particular are associated with increased estimation uncertainties.

#### Goodwill and Trademarks with Indefinite Useful Lives

Goodwill is allocated to a CGU or a group of CGUs if it is expected to benefit from the synergies of the acquisition. The business units represent the CGUs or groups of CGUs for the consolidated ams OSRAM Group, at which level goodwill is monitored by the Management Board.

For purposes of impairment testing, goodwill and trademarks with indefinite useful lives are allocated as follows:

in EUR million	2025	
	Goodwill	Trademarks
Opto Semiconductors (OS)	986	158
CMOS Sensors and ASICs (CSA)	148	-
Lamps & Systems (L&S)	297	68
<b>Total</b>	<b>1,431</b>	<b>226</b>
	2024	
	Goodwill	Trademarks
Opto Semiconductors (OS)	993	158
Advanced Optical Sensors (AOS)	147	-
Lamps & Systems (L&S)	341	68
<b>Total</b>	<b>1,481</b>	<b>226</b>

The goodwill of the BU L&S decreased as the goodwill of the Entertainment and Industry Lamps business, which is classified as held for sale, was reclassified to assets held for sale (see Note 31. [Assets and Liabilities Classified as Held for Sale](#)).

The recoverable amount of the respective cash generating unit (CGU) or group of CGUs is determined on the basis of the discounted cash flow method. An impairment test was carried out during the fourth quarter of the 2025 financial year for all CGUs and groups of CGUs at the level of which goodwill is monitored. Moreover, at each reporting date, an assessment is made to determine whether there is any indication of impairment. This assessment is based on external factors such as market environment, market interest rates and yields, and market capitalization, as well as internal factors such as obsolescence, damages, discontinuation, or possibilities of alternative uses.

The impairment tests carried out in the fourth quarter of 2025 for all BUs revealed no need to recognize impairment losses. The recoverable amount is determined based on the higher of value in use and fair value less costs to sell. The recoverable amount of all BUs was determined using the fair value less costs to sell. The calculations were based on the discounted cash flow method. The measurement based on fair value less costs to sell is classified as Level 3 of the IFRS 13 measurement hierarchy. The discounted cash flows are based on five-year forecasts.

The key assumptions used for determining the recoverable amount were the expected sales revenue and EBITDA margins that are used as the basis for business planning, the growth rates pertaining to the detailed and perpetuity phase, which are driven in particular by market trends and potential, technological trends, and expected sales prices, and finally the discount rates. The values of the assumptions are based on past experience, and take into account external inflation and market growth expectations, as well as macroeconomic data and industry-specific trends.

Sales revenue is budgeted taking regional circumstances and customer information into account. In this context, possible future price reductions, which are typical for the semiconductor sector in particular, are also factored in. Planning also accounts for factory utilization and capacities. Based on current market expectations and the resulting corporate planning, the growth rates of the detailed planning phase of the BUs CSA and OS are significantly higher than the assumed terminal value growth rate. Direct costs are planned on the basis of these sales, taking into account expected inflation and price developments for cost of materials. The operating costs take into account the expected personnel development and salary trends.

The calculation was based on a detailed planning period up to 2030; the positive cash flow for the subsequent planning period is regarded as sustainable and serves as the basis for calculating the present value of a perpetuity. BU-specific growth rates were used to extrapolate the cash flows in the perpetuity. These growth rates are based, among other things, on long-term inflation expectations for the countries relevant to sales. The discount rates were determined on the basis of BU-specific weighted average costs of capital (WACC), assuming a market yield of 9.0%.

The assumptions regarding growth rate and discount rate for determining the recoverable amount were as follows:

**Valuation Parameters (Perpetuity Growth Rate; Pre-tax Discount Rate)**

	2025	
	Perpetuity growth rate	Discount rate
Opto Semiconductors (OS)	1.4%	11.0%
CMOS Sensors and ASICs (CSA)	1.2%	12.8%
Lamps & Systems (L&S)	1.1%	11.6%

	2024	
	Perpetuity growth rate	Discount rate
Opto Semiconductors (OS)	1.4%	12.1%
CMOS Sensors and ASICs (CSA)	1.2%	14.0%
Lamps & Systems (L&S)	1.1%	13.5%

A change in the key assumptions regarding the discount rate and the long-term EBITDA margin that is considered possible could result in the carrying amount of the BU L&S exceeding its recoverable amount. As of December 31, 2025, the recoverable amount of the L&S BU exceeds its carrying amount by EUR 57 m. The discount rate used for this calculation is 11.6%, and the long-term EBITDA margin used is 12.7%. An increase in the discount rate by 0.8 percentage points or a decrease of the long-term EBITDA margin by 1.3% would result in a carrying amount that approximates the recoverable amount.

In the previous year, a change that had been considered possible could have resulted in the carrying amount of the BU OS exceeding its recoverable amount. The recoverable amount of the OS BU exceeded its carrying amount by EUR 288 m. The discount rate used for this calculation was 12.1%, and the long-term EBITDA margin used was 25.8%. An increase in the discount rate by 1.0% or a decrease of the long-term EBITDA margin by 2.6% would have resulted in a carrying amount that approximates the recoverable amount.

## 15. Right-of-Use Assets

in EUR million	Gross carrying amount as of January 1, 2025	Additions	Retirements	Reclassification in assets held for sale	Reclassifications	Translation differences	Gross carrying amount as of December 31, 2025	Accumulated depreciation and impairment as of January 1, 2025	Additions	Retirements	Impairment Losses	Reclassification in assets held for sale	Reclassifications	Translation differences	Accumulated depreciation and impairment as of December 31, 2025	Net book value as of December 31, 2025	Net book value as of January 1, 2025
Land and buildings	314	11	-81	-26	-	-15	203	-150	-27	41	0	11	-	9	-116	88	164
Technical machinery and equipment	44	19	-1	0	-	-1	62	-26	-7	0	-3	0	-	1	-36	26	18
Furniture and office equipment	15	5	-4	0	-	0	15	-8	-4	4	-	0	-	0	-9	7	6
<b>Right-of-use assets</b>	<b>373</b>	<b>35</b>	<b>-86</b>	<b>-27</b>	<b>-</b>	<b>-15</b>	<b>280</b>	<b>-184</b>	<b>-38</b>	<b>46</b>	<b>-4</b>	<b>11</b>	<b>-</b>	<b>10</b>	<b>-160</b>	<b>120</b>	<b>189</b>

The retirements of land and buildings include the disposal of land in Penang (Malaysia) with a carrying amount of EUR 23 m due to a contract termination.

The reclassifications to assets held for sale with a carrying amount of EUR 16 m relate to the planned sale of the Entertainment and Industry Lamps business (see Note 31. Assets and Liabilities Classified as Held for Sale).

in EUR million	Gross carrying amount as of January 1, 2024	Additions	Retirements	Reclassification in assets held for sale	Reclassifications	Translation differences	Gross carrying amount as of December 31, 2024	Accumulated depreciation and impairment as of January 1, 2024	Additions	Retirements	Impairment Losses	Reclassification in assets held for sale	Reclassifications	Translation differences	Accumulated depreciation and impairment as of December 31, 2024	Net book value as of December 31, 2024	Net book value as of January 1, 2024
Land and buildings	324	11	-34	-	-	12	314	-131	-32	25	-6	-	-	-5	-150	164	193
Technical machinery and equipment	33	9	-1	-	-	3	44	-18	-6	0	-1	-	-	-2	-26	18	15
Furniture and office equipment	14	4	-3	-	-	0	15	-7	-4	3	-1	-	-	0	-8	6	7
<b>Right-of-use assets</b>	<b>372</b>	<b>24</b>	<b>-38</b>	<b>-</b>	<b>-</b>	<b>15</b>	<b>373</b>	<b>-157</b>	<b>-42</b>	<b>28</b>	<b>-7</b>	<b>-</b>	<b>-</b>	<b>-7</b>	<b>-184</b>	<b>189</b>	<b>215</b>

Disposal with a carrying amount of EUR 3 m reported under Land and buildings concerns the sale of the business with passive optical components (see Note 31. Assets and Liabilities Classified as Held for Sale).

### Expenses Related to Lease Contracts

in EUR million	2025	2024
Rental expenses for short-term leases	4	4
Rental expenses for low-value leases	2	2
Interest expense	8	9
Variable lease expenses	0	6
<b>Expenses related to lease contracts</b>	<b>14</b>	<b>21</b>

Variable lease expenses relate to rental agreements of factory buildings in Wuxi (China). Variable rental expenses are expected to be in the mid-seven-digit EUR range for the 2026 financial year.

## 16. Investments in Associates

Investments in associates are accounted for using the equity method, with the acquisition costs of the investment being adjusted by the pro rata profit or loss of the associate.

An impairment loss is recognized if there are objective indications of impairment and the recoverable amount of the investment is lower than the carrying amount. Impairment losses are recognized through the statement of income. If the recoverable amount subsequently increases, the impairment loss is reversed.

in EUR million	2025	2024
Share of profit (loss) from associates	-1	-6
Reversals of impairments / impairments	-2	-1
<b>Result from investments accounted for using the equity method</b>	<b>-3</b>	<b>-7</b>

The carrying amount of the equity-accounted associates amounted to EUR 5 m as of December 31, 2025 (2024: EUR 4 m). All investments in associates individually account for an immaterial share of the total carrying amount of investments in associates and of the total result from associates.

In accordance with IAS 28, no further losses were recognized after the carrying amount reached zero, as there are no obligations to absorb losses.

in EUR million	2025	2024
<b>Unrecorded losses as of January 1</b>	<b>0</b>	<b>-</b>
Proportional loss for the period	-2	0
<b>Unrecorded losses as of December 31</b>	<b>-3</b>	<b>0</b>

In the reporting year, ams OSRAM spun off parts of its augmented/virtual reality business into the newly formed standalone company AlphaLum SA, Lausanne (Switzerland). The transaction resulted in loss of control as defined by IFRS 10. The remaining 40.8% shareholding in AlphaLum SA represents an investment in an associate and is recognized at a carrying amount of EUR 4 m as of December 31, 2025.

iThera Medical GmbH, Munich (Germany), in which ams OSRAM holds a 7.2% interest, filed for insolvency in the reporting year, and the remaining book value of EUR 2 m was fully impaired.

## 17. Other Non-current Financial Assets

in EUR million	2025	2024
Options for early repayment of bonds	53	22
Financial investments	18	20
Receivables from sale of property, plant, and equipment	8	-
Other	11	16
<b>Other non-current financial assets</b>	<b>89</b>	<b>58</b>

The financial investments relate to strategic equity investments that do not give rise to significant influence or control. They comprise investments in Tensordyne Inc. (formerly Recogni Inc.) in the amount of EUR 14 m (2024: EUR 15 m) and SiLC Technologies Inc. in the amount of EUR 3 m (2024: EUR 3 m). The investment in LeddarTech Holdings Inc., whose carrying amount as of December 31, 2024, was EUR 2 m, was written down to a fair value of EUR 0 m in other comprehensive income in the 2025 financial year due to the company's insolvency.

Upon initial recognition of an equity investment that is not held for trading, there is an irrevocable option to recognize subsequent changes in fair value through other comprehensive income. This option is exercised on a case-by-case basis for each investment. The decision on whether to classify an equity instrument as at fair value through profit or loss (FVTPL) or at fair value through other comprehensive income (FVOCI) is made on the basis of an individual assessment of each single investment. FVOCI is generally chosen for transactions of particular strategic significance. As of December 31, 2025, all equity investments were accounted for at fair value through other comprehensive income (FVOCI).

For Options for early repayment of bonds, see Note 20. [Interest-bearing Loans and Borrowings](#) and Note 29. [Financial Instruments and Management of Financial Risks](#).

The receivables from sale of property, plant, and equipment contain the outstanding portion of the purchase price from the disposal of a clean room in Singapore.

As of December 31, 2025, the line item Other included a rent deposit in the amount of EUR 6 m (2024: EUR 6 m) in connection with the sale and leaseback financing of

the main and adjacent buildings of the 8-inch semiconductor plant in Kulim (Malaysia), (see Note [21. Other Financial Liabilities](#)).

## 18. Deferred Tax Assets and Deferred Tax Liabilities

in EUR million	2025			2024		
	Net	Deferred tax assets	Deferred tax liabilities	Net	Deferred tax assets	Deferred tax liabilities
Intangible assets, property, plant, and equipment, and other non-current assets	-78	42	-120	-114	52	-166
Other current receivables and assets	-37	24	-61	-8	28	-36
Inventories	22	22	0	26	27	-1
Employee benefits	30	30	0	34	34	0
Provisions	7	15	-8	15	16	-1
Liabilities	16	31	-15	9	29	-20
Tax losses and tax credit carried forward	73	73	0	69	69	0
Other	-4	0	-4	-3	0	-3
<b>Deferred taxes</b>	<b>30</b>	<b>237</b>	<b>-207</b>	<b>28</b>	<b>255</b>	<b>-227</b>
Netting		-177	177		-181	181
<b>Item in the statement of financial position</b>	<b>30</b>	<b>60</b>	<b>-30</b>	<b>28</b>	<b>74</b>	<b>-46</b>

Loss carryforwards recognized as deferred tax assets relate primarily to ams-OSRAM AG (Austria), OSRAM Licht AG (Germany), and ams-OSRAM USA Inc. (USA). In Austria and Germany, tax losses can be carried forward indefinitely and can be offset against a maximum of 75% of the current taxable profit in Austria and 60% in Germany (as a general rule). For the period 2025–2027, however, 70% of current taxable profit can be offset against tax loss carryforwards for corporation tax in Germany.

ams OSRAM assumes that sufficient positive taxable income will be available to recognize deferred tax assets on temporary differences and tax loss carryforwards and recognized tax credits.

In this context, deferred tax assets of EUR 5 m (2024: EUR 3 m) have been recognized for entities that generated a tax loss in the current period or in the prior period. These losses result from the reversal of temporary differences at companies with positive operating results; there is no history of losses.

For OSRAM Licht AG (Germany), additional deferred tax assets of EUR 7 m were recognized in 2025 arising from tax planning in connection with the sale of businesses.

A law to reduce corporation tax was passed in Germany during the reporting year. The reduction will be implemented in five annual stages, beginning in the year 2028. The tax rate will be reduced by one percentage point in each stage. A tax rate of 30.65% was applied to deferred taxes that are expected to be realized before the change in the corporation tax rate. For deferred taxes that will be realized in subsequent years, the tax rate applicable at the expected date of realization was applied.

Future changes in tax laws and regulations, as well as their interpretation, and other changes in tax systems could materially affect the existing tax assets and liabilities, as well as the deferred tax assets and liabilities. This could result in a higher expense for direct and indirect taxes, as well as higher tax payments. In addition, uncertainty in the tax environment of some regions could limit the ability to enforce ams OSRAM's rights.

Some ams OSRAM Group entities have not yet been finally assessed by the tax audit for several years. ams OSRAM recognizes appropriate provisions for those outstanding assessment periods considering numerous factors, including interpretations of tax law and past experience.

The distribution of dividends by ams-OSRAM AG, Austria, to its shareholders has no income tax-related consequences for the distributing company.

## 19. Other Non-Current Non-Financial Assets

in EUR million	2025	2024
Overfunding of pension plans	29	24
Deferred compensation assets	13	13
Receivables from government grants	2	3
Prepaid expenses	1	2
Other	11	11
<b>Other non-current non-financial assets</b>	<b>56</b>	<b>52</b>

Refer to Note [25. Employee Benefits](#) for more information on the development of overfunding of pension plans.

## 20. Interest-bearing Loans and Borrowings

### Interest-bearing Loans and Borrowings

in EUR million	Current		Non-current	
	2025	2024	2025	2024
Bank loans	49	50	108	116
Promissory notes	10	-	-	10
Convertible bond	-	445	715	691
Bonds	-	-	1,679	1,199
<b>Interest-bearing loans and borrowings</b>	<b>59</b>	<b>495</b>	<b>2,502</b>	<b>2,016</b>

### Repayments, Interest Rates, and Terms

December 31, 2025 in EUR million	Effective interest rate	Carrying amount	Expected cash flow	0-1 year	2-5 years
Bank loans (R&D loans)					
EUR – fixed rate	1.50%	17	18	9	9
Bank liabilities (export credits)					
EUR – floating rate	3.35%	40	41	41	-
Other bank loans					
EUR – floating rate	6.76%	100	111	7	104
Promissory note					
EUR – fixed rate	2.05%	10	10	10	-
Convertible bond					
EUR – fixed rate (EUR 760 million)	5.42%	715	791	16	775
Bonds					
USD – fixed rate (USD 400 million)	13.78%	337	512	45	467
EUR – fixed rate (EUR 625 million)	11.81%	618	841	67	775
EUR – fixed rate (EUR 200 million)	11.42%	202	269	21	248
USD – fixed rate (USD 350 million)	11.25%	312	420	37	383
EUR – fixed rate (EUR 200 million)	9.71%	210	269	21	248
<b>Interest-bearing loans and borrowings</b>		<b>2,561</b>	<b>3,282</b>	<b>274</b>	<b>3,008</b>

December 31, 2024 in EUR million	Effective interest rate	Carrying amount	Expected cash flow	0-1 year	2-5 years
Bank loans (R&D loans)					
EUR – fixed rate	1.26%	25	26	10	15
Bank liabilities (export credits)					
EUR – floating rate	3.92%	40	42	42	-
Other bank loans					
EUR – fixed rate	6.23%	100	110	6	104
Promissory note					
EUR – fixed rate	2.05%	10	10	0	10
Convertible bond					
EUR – fixed rate (EUR 600 million)	2.11%	445	447	447	-
EUR – fixed rate (EUR 760 million)	5.42%	691	808	16	791
Bonds					
USD – fixed rate (USD 400 million)	13.78%	379	557	45	512
EUR – fixed rate (EUR 625 million)	11.81%	615	908	67	841
EUR – fixed rate (EUR 200 million)	11.42%	206	290	21	269
<b>Interest-bearing loans and borrowings</b>		<b>2,511</b>	<b>3,198</b>	<b>654</b>	<b>2,543</b>

On February 26, 2018, ams-OSRAM AG issued a convertible bond with a nominal amount of EUR 600 m, which was repaid on maturity in March 2025. The repayment amount of EUR 447 m corresponded to the principal amount outstanding at the maturity date after repurchases in previous financial years.

On November 3, 2020, ams-OSRAM AG issued a convertible bond with a nominal amount of EUR 760 m. The term of the bond is seven years. The holders of the convertible bond have the right to convert the bond into a total of 5,292,405 ordinary shares at any time (conversion price: EUR 143.6020 per share). This option represents equity at a fair value of EUR 151 m at the time of issue and will not be remeasured subsequently. No bonds had been converted or repurchased by December 31, 2025. In December 2025, the Management Board of ams-OSRAM AG resolved to repurchase the convertible bond up to a maximum amount of EUR 300 m in order to

reduce liabilities from the convertible bond and improve the capital structure (see also Note 37. Events after the Reporting Period).

On November 30, 2023, ams-OSRAM AG issued two bonds: a bond denominated in euros with a nominal volume of EUR 625 m and a bond denominated in US dollars with a nominal volume of USD 400 m. The proceeds from the issuance before transaction costs amounted to EUR 619 m and USD 396 m, respectively. The interest payable is 10.50% p.a. for the euro tranche and 12.25% p.a. for the US dollar tranche. The maturity date for both tranches is March 30, 2029.

The nominal volume of the EUR bond was increased to a nominal volume of EUR 825 m in September 2024 and to a nominal volume of EUR 1,025 m on July 22, 2025 by private placements. The proceeds from the private placement in the 2025 financial year amounted to EUR 208 m before transaction costs. The interest payable is 10.50% p.a. with a maturity date of March 30, 2029. Simultaneously, the USD bond was increased to USD 750 m on July 22, 2025, through a private placement. The issue proceeds amounted to USD 367 m (EUR 318 m) before transaction costs. The interest payable is 12.25% p.a. with a maturity date of March 30, 2029. All tranches of the EUR and USD bonds contain an option allowing ams OSRAM to redeem them early, at the earliest on March 30, 2026, at contractually agreed redemption prices. These options represent embedded derivatives whose positive fair values were recognized as other non-current financial assets with no effect on profit or loss at the time the bonds were issued, combined with an increase in the carrying amounts of the bonds in the same amount. This adjustment to the carrying amount of the bonds is amortized as income in the financial result on a straight-line basis over the term of the bonds. The embedded derivatives are subsequently measured at fair value through profit or loss.

As of December 31, 2025, the credit facilities drawn down from banks amounted to EUR 228 m (2024: EUR 244 m). The credit facilities include standard market covenants according to which the ratio of net financial debt, including sale and leaseback financing, to adjusted EBITDA (as defined in each case) may not exceed 4.00:1, which is reviewed each quarter. Of this amount, EUR 100 m (2024: EUR 100 m) was attributable to loans paid out in cash and EUR 128 m and USD 150 m (2024: EUR 144 m and USD 150 m) to bank guarantees. If this ratio, which is reviewed on a quarterly basis, is exceeded, the banks are generally entitled to terminate the agreement. If the majority of banks do not waive their right of termination, lenders under

the other financing agreements, including the bonds issued and the convertible bond, generally also have a right of termination (pari passu).

#### Risk of Change of Interest Rates from Interest-bearing Loans

in EUR million	Current		Non-current	
	2025	2024	2025	2024
Fixed rate loans and borrowings	19	455	2,402	2,016
Floating rate loans and borrowings	40	40	100	-
<b>Interest-bearing loans and borrowings</b>	<b>59</b>	<b>495</b>	<b>2,502</b>	<b>2,016</b>

Impact on consolidated statement of income	2025		2024	
	+100 BP	-100 BP	+100 BP	-100 BP
Floating rate loans	-2	2	0	0

## 21. Other Financial Liabilities

in EUR million	Current		Non-current	
	2025	2024	2025	2024
Obligation to acquire the non-controlling interests in OSRAM Licht AG	505	585	-	-
Liability from a sale and leaseback financing transaction	-	-	440	441
Liabilities from supply chain financing programs	77	112	-	-
Refund liabilities toward customers	89	89	-	-
Accrued interest	50	38	-	-
Obligation from dividends guaranteed to shareholders of OSRAM Licht AG	31	29	-	-
Obligation from interest guaranteed to shareholders of OSRAM Licht AG	50	49	-	-
Customer prepayments	43	19	-	6
Lease liabilities	38	42	88	140
Liabilities to factoring companies	30	4	-	-
Derivative financial instruments	2	16	-	-
Credit balances on trade receivables	2	7	-	-
Other	11	11	10	0
<b>Other financial liabilities</b>	<b>927</b>	<b>1,001</b>	<b>537</b>	<b>587</b>

A domination and profit and loss transfer agreement was entered into by OSRAM and ams Offer GmbH (ams) on September 22, 2020, amended on November 2, 2020, approved by the Extraordinary General Meeting of OSRAM Licht AG on November 3, 2020, and entered in the commercial register on March 3, 2021. On the basis of this agreement, there is a time-limited obligation to acquire the OSRAM shares of any outside OSRAM shareholder, upon request by such shareholder, in return for a cash settlement of EUR 45.54 per OSRAM share (plus pro-rata interest of five percentage points above the applicable benchmark figure, net of any dividends recognized). The shares held by these shareholders are therefore recognized in other liabilities rather than in non-controlling interests. The non-controlling shareholders will be granted a guaranteed dividend of EUR 2.57 (gross) or EUR 2.24 (net) per year starting from the 2021 financial year (reduced pro-rata in short financial years) until the OSRAM

shareholders have exercised their right to sell the shares. In principle, the obligation to acquire OSRAM shares ends two months after the day on which the entry in the commercial register of the existence of the domination and profit and loss transfer agreement was announced. Owing to legal objections relating to the domination and profit and loss transfer agreement raised by 71 non-controlling shareholders of OSRAM Licht AG by the end of July 2021, ams OSRAM has an obligation to acquire OSRAM shares at the specified price and to pay the guaranteed dividend payment until the proceedings have ended. A liability was recognized against additional paid-in capital for the guaranteed dividend and interest payments until the expected conclusion of the proceedings in mid-2026 (see also the line item “Non-controlling interests – put option” in the consolidated statement of changes in equity). In the 2025 financial year, 1,760,345 shares of OSRAM Licht AG were acquired, which resulted in a EUR 80 m decline in the liability.

On October 30, 2023, ams OSRAM signed a sale and leaseback transaction with gross proceeds of EUR 391 m. The transaction relates to the main and adjacent buildings of the newly constructed 8-inch semiconductor factory in Kulim and was completed on December 15, 2023. The contractual term is ten years. The transaction does not meet the criteria for a true sale under IFRS 15, and the buildings will therefore continue to be accounted for as property, plant, and equipment under IAS 16. The building, with a carrying amount of EUR 377 m as of December 31, 2025 (2024: EUR 405 m), serves as collateral for investors in the underlying financing transaction. On the liabilities side, a financial liability was recognized in accordance with IFRS 9 in the amount of the present value of the future payments, which is subsequently measured at amortized cost using the effective interest method.

The utilization of two supply chain financing programs in the amount of EUR 77 m led to the derecognition of the original trade payables and the recognition of other financial liabilities to the payment service provider. The programs comprise liabilities denominated in euros and US dollars. As of December 31, 2025, the maximum volume of the two programs amounted to EUR 55 m and USD 33 m. The use of the supply chain financing programs extends the original payment terms for ams OSRAM by 60 days. However, termination of the supply chain financing program by the payment service provider for an extraordinary reason may result in the liability to the payment service provider becoming due immediately. Payment terms toward suppliers are normally between 45 and 90 days. The payment service provider makes a payment of the original trade payables, which are then extinguished. The

payments made by ams OSRAM to the payment service provider are reported in the consolidated statement of cash flows as part of operating activities.

The item “Customer prepayments” includes prepayments from a customer in the amount of EUR 37 m (2024: EUR 19 m) related to the procurement of assets (of which EUR 0 m is long-term, 2024: EUR 6 m) and EUR 6 m (2024: EUR 4 m) related to relocation services for customer assets and assets to be sold to the customer, where ams OSRAM must forward the payments received from the customer to the suppliers.

Liabilities to factoring companies result from sold trade receivables that have already been paid by the customer after the sale and for which ams OSRAM must forward the payments received to the factoring companies.

## 22. Provisions

in EUR million	Warranties	Order-related losses and risks	Other personnel	Other	Total
<b>Balance at the beginning of the 2025 financial year</b>	<b>16</b>	<b>6</b>	<b>135</b>	<b>129</b>	<b>286</b>
Additions	10	17	114	40	181
Usage	-9	-6	-93	-68	-176
Reversals	-	-	-18	-39	-57
Foreign currency translation effects	-1	0	-1	2	1
Other changes	-1	-0	0	0	-1
<b>Balance at the end of the 2025 financial year</b>	<b>15</b>	<b>17</b>	<b>138</b>	<b>64</b>	<b>234</b>
therein non-current	2	-	19	30	51

### Warranties

Provisions for warranties are recognized for warranty claims asserted by customers.

#### **EBV Elektronik SAS vs. ams-OSRAM International GmbH**

On January 20, 2016, ams-OSRAM International GmbH (AOI) was joined in the case pending before the commercial court in Nanterre (France), between EBV Elektronik SAS (EBV) and Société Provence D’Electronique et Cabelage (SPEC) by means of an action in warranty. SPEC is suing EBV for damages relating to the supply of allegedly faulty AOI LEDs in SPEC passenger information boards. EBV brought AOI into the action in order to seek recourse from AOI as the supplier of the allegedly defective products. Following the clarification of preliminary procedural issues, the commercial court in Nanterre was declared as the court competent to hear the case. In its pronouncement of the judgment/ruling on February 26, 2020, the commercial court ordered that technical and financial expert proceedings were to take place. These proceedings have been pending since May 2020.

No further information will be disclosed with respect to the aforementioned matters, as ams OSRAM believes that such disclosure could seriously prejudice the outcome of the litigation in question.

ams OSRAM was named as a defendant in various legal disputes and proceedings in connection with its business activities. Some of the legal actions include claims for indeterminate amounts of damages and/or punitive damages claims. In light of the number of legal disputes and other proceedings in which ams OSRAM is involved, there is a possibility that some of these proceedings could result in decisions against ams OSRAM that may have a considerable effect on ams OSRAM’s net assets, financial position, and results of operations. In these cases, a provision is recognized only to the extent that ams OSRAM considers it probable that the legal dispute will result in a future payment obligation.

### Order-related Losses and Risks

Provisions for order-related losses and risks relate to contracts with customers concerning the development of certain products in which the expected revenue is lower than the necessary costs.

### Other Personnel Provisions

Provisions for other personnel expenses primarily include variable salary components and employee bonuses due within 12 months after the reporting date of EUR 71 m (2024: EUR 77 m).

Commitments in connection with workforce reductions amount to EUR 36 m (2024: EUR 25 m) and relate to measures to improve the cost structure and focus of the portfolio. Restructuring expenses are primarily included in cost of sales.

### Other Provisions

Other provisions include asset retirement obligations of EUR 13 m (2024: EUR 15 m), which have a high long-term component, onerous contracts in connection with the disposal of assets amounting to EUR 9 m (2024: EUR 13 m), and obligations in connection with the adaptation of the microLED strategy, in particular for outstanding orders for non-current and current assets, cancellation fees, and contract terminations amounting to EUR 4 m (2024: EUR 48 m).

## 23. Other Non-Financial Liabilities

in EUR million	Current		Non-Current	
	2025	2024	2025	2024
Customer prepayments	90	-	134	224
Employee-related liabilities	96	101	40	43
Liabilities from precious metal lending transactions	65	70	-	-
Deferred revenue	13	13	-	-
Other	46	90	27	29
<b>Other non-financial liabilities</b>	<b>309</b>	<b>274</b>	<b>202</b>	<b>296</b>

The ‘Customer prepayments’ line item refers to a one-off, non-interest-bearing advance payment of USD 250 m made in connection with an agreement with a customer for the delivery of customer-specific products. The liability of EUR 224 m reported for the customer prepayment represents a contract liability for performance obligations not yet fulfilled in accordance with IFRS 15, for which revenue is expected in the same amount. This is a non-monetary liability that is translated from USD to EUR at the transaction date and is therefore not remeasured as of the reporting dates. The revenue with which the contractual liability is to be settled is expected in the 2026 (EUR 90 m), 2027 (EUR 90 m) and 2028 financial years (EUR 44 m). In the event that future revenue from the products is not sufficient to repay the prepayment, the customer has the option of offsetting it against deliveries of other products to the customer or having it repaid in the form of a cash payment from ams OSRAM to the customer. In the consolidated statement of cash flows, the customer prepayment is reported under cash flows from operating activities, as it is directly related to products to be delivered as part of operating activities and therefore represents a prepaid consideration for future product deliveries.

Liabilities arising under precious metal lending transactions represent a non-financial benefit-in-kind obligation. They are recognized at the average acquisition costs of the inventories capitalized as part of the lending transaction. If the benefit-in-kind obligation exceeds the precious metal inventories, this excess is measured at the market price as of the reporting date.

Among other things, the ‘Other’ line item includes advance payments from a customer as part of a contract for the sale of assets in the amount of EUR 4 m (2024: EUR 25 m).

## 24. Government Grants

in EUR million	2025	2024
Project-related research funding	77	81
European Chips Act funding	31	130
R&D premium	15	23
Other funding	2	2
<b>Total government grants</b>	<b>125</b>	<b>237</b>
thereof offset against the respective expense items	92	103
thereof reduction of acquisition costs of subsidized assets	31	132
thereof recognized in other operating income	2	2

Grants for the acquisition or production of non-current assets and capitalized development costs are generally recognized as a reduction of the cost of the assets concerned and reduce future depreciation and amortization. Grants related to expenses are recognized in the statement of income in the corresponding expense item as the subsidized expenses are incurred. Government grants without a specific relation to projects or types of costs are recorded as other operating income.

Government grants are recognized when there is reasonable certainty that the conditions attached to the grants will be complied with and that the grants will actually be received. Depending on the type of government grant, the reasonable certainty required for recognition generally arises through the approval of grant applications as well as by way of current and future fulfillment of the conditions set out in the approval. With regard to the factors taken into account to assess the reasonable certainty of fulfilling future conditions for the grant, please refer to the information on the main judgments in Note 1. [General Principles](#).

### IPCEI

Since the beginning of the 2023 financial year, ams OSRAM has been participating in the IPCEI ME/CT project (Important Project of Common European Interest, Microelectronics and Communication Technologies) with the project ‘Efficient Optoelectronics for a Sustainable and Resilient European Semiconductor Ecosystem’. A major condition for receiving public funding is the development and subsequent production of sustainable, innovative products in the field of microelectronics and communication technologies at the Regensburg site and in the European Union.

The eligible costs amounted to around EUR 148 m in the 2025 financial year (2024: EUR 143 m). Multiplied by the funding rate approved by the German Federal Ministry of Economic Affairs and Energy, ams OSRAM recognized grants of EUR 61 m in 2025; a further EUR 9 m was recognized as part of a recalculation for 2024. EUR 73 m was recognized in 2024, of which EUR 15 m was for the recalculation of the previous year. The grants were recognized in full as a reduction in expenses (research and development expenses). In the 2025 financial year, grants of EUR 72 m (2024: EUR 75 m) had already been paid to ams OSRAM; outstanding payments were reported under non-financial receivables ([12. Other Current Non-Financial Assets](#)). In addition to the development and production of innovative microelectronics in the European Economic Area and in Switzerland, the payment is essentially linked to the project’s profitability. Other funding conditions include requirements relating to jobs, the production site, resource consumption, and sustainability that must be met until the end of the commitment period in December 2032. If the project is more profitable than previously assumed or if the funding provider believes that other funding conditions are not met, amounts already paid out can be fully or partially reclaimed. ams OSRAM does not currently anticipate any repayment.

### European Chips Act

In the reporting year, the Austrian Federal Ministry for Economic Affairs, Energy and Tourism (BMWET) issued an official funding commitment for the expansion of mass production in Premstaetten (Austria) under the European Chips Act. The European Chips Act is a European package of measures designed to strengthen Europe's competitiveness, resilience, and technological leadership in semiconductor technologies and applications, thereby contributing to the realization of the digital and ecological transition. ams OSRAM will use the funding to build a first-of-a-kind (FOAK) production facility for optical semiconductors, enabling the future mass production of next-generation semiconductors and integrated sensors in Europe. The project is being implemented using national funds, which are earmarked in Austria until 2031.

In the 2025 financial year, investment grants totaling EUR 31 m were deducted from the cost of acquisition or production for property, plant, and equipment capitalized during the reporting period. In the previous year, grants totaling EUR 130 m were recognized as a reduction of acquisition costs for property, plant, and equipment for the 2022 to 2024 financial years. EUR 83 m in funding for the 2022 to 2024 financial years was paid out to ams OSRAM in the 2025 financial year. The receivable from the funding provider for the 2025 grants is reported under non-financial receivables (see Note 12. [Other Current Non-Financial Assets](#)). By accepting the funding proposal, ams OSRAM has committed to a location guarantee for the funded assets for a period of ten years after the end of the project in 2027. In the event that the subsidized project proves to be more profitable than originally anticipated, or if the location guarantee is not met, amounts already paid out may be reclaimed in whole or in part. No repayment obligation is currently anticipated.

## 25. Employee Benefits

At ams OSRAM, almost all employees in Germany and many employees in other countries have defined benefit and/or defined contribution pension entitlements based on contractual arrangements and statutory requirements. ams OSRAM regularly reviews the design of the pension plans, which are predominantly based on defined benefit obligations for historical reasons. The majority of ams OSRAM's pension obligations are funded with assets in segregated entities.

### Defined Benefit Plans

ams OSRAM's principal pension plans and similar commitments relate to Germany and the USA.

#### Germany

In Germany, ams OSRAM provides pension benefits predominantly through the OSRAM Altersversorgung ('BOA') defined contribution plan launched in the 2024 financial year, legacy defined benefit plans, and deferred compensation plans. The BOA is a pension plan in which the benefits are predominantly based on contributions made by the Company and the returns earned on such contributions, subject to a minimum return guaranteed by the Company. The obligations under this plan thus continue to be affected by the life expectancy of plan participants, inflation adjustments, and salary increases. The plan is therefore recognized as a defined benefit plan in accordance with IAS 19.

No further employee entitlements can be added to the majority of the legacy defined benefit plans. Nevertheless, these frozen plans still expose the Company to financial and demographic risks such as investment risk, interest-rate risk, and longevity risk.

ams OSRAM (at the time: OSRAM) entered into a trust agreement with the Deutsche Treuinvest Stiftung, Frankfurt am Main (Germany), in November 2011 for all funded pension plans. The trustee structure for the German pension plan commitments was reorganized in the 2025 financial year. The previous group arrangement with Deutsche Treuinvest Stiftung, Frankfurt am Main, was terminated and a new single trustee, ams OSRAM Pension Trust e. V., was appointed. The trustee administers the plan assets and is responsible for ensuring that they are invested in line with the

trust agreement with the Company. A deferred compensation plan is also offered to employees.

#### USA

The majority of the employees at OSRAM SYLVANIA INC., Wilmington (USA), who joined the Company up to December 31, 2006, are members of two closed defined benefit pension plans. The benefits for most of the employees under these plans are largely linked to final salary on retirement, although the benefits for a small group of employees are based on fixed amounts. All these defined benefit plans expose the Company to financial and demographic risks such as interest-rate risk, risk from salary and wage increases, investment risk, and longevity risk. Benefits for salaried participants are frozen and therefore a risk of future increases in remuneration for these employees is eliminated.

The plans are subject to the applicable legal and regulatory framework, which is determined by the U.S. Employee Retirement Income Security Act (ERISA). Based on this legislation, a funding assessment is undertaken yearly to ensure that the minimum funding level for funded defined benefit plans is achieved. The funding level must be at least 80% to avoid benefit restrictions. The evaluation of the funding level is used as a basis for determining the statutory contributions to the plan assets. As the sponsoring employer, OSRAM SYLVANIA Inc. has set up an investment committee comprising members of the Company's senior management to make investment decisions.

The Company provides other post-employment benefits in the form of two closed medical benefit plans. For one of the plans, the benefits are indexed with a fixed interest rate, while the other plan is mainly based on life insurance benefits for pensioners.

#### Unfunded Commitments

Unfunded commitments predominantly relate to a pension plan and similar commitments in the USA, the severance payment obligation at ams-OSRAM AG in Austria, and other similar commitments in a number of countries.

### Defined Contribution Plans

The defined contribution plans are structured in such a way that the Company pays contributions to public or private institutions on the basis of statutory or contractual provisions or on a voluntary basis, without assuming any obligation to provide further benefits to employees. In the calendar year 2025, contributions to defined contribution plans amounted to EUR 10 m (2024: EUR 11 m).

### Actuarial Assumptions

The amount of the obligation arising from defined benefit plans is generally determined as of the end of the reporting period on the basis of reports prepared by external, independent actuaries. The actuarial measurement of the present value of the defined benefit obligation (DBO) is based on demographic and financial assumptions. Significant assumptions include mortality rates, pension trends, trends in healthcare costs, and the discount rate. Here, the Company makes its best estimate, taking into account the economic environment of the country in question and existing expectations.

The discount rates used are determined by reference to market yields on high-quality fixed-income corporate bonds at the end of the reporting period. In countries where there is no liquid market in such corporate bonds, market yields on government bonds are used.

### Funding Policy and Investment Strategy

The policy for funding defined benefit plans is an integral part of ams OSRAM's financial management, and also includes an ongoing analysis of the structure of the defined benefit liabilities. The investment strategy for plan assets is derived from the structure and characteristics of the liabilities and is based on asset-liability modeling studies at the individual plan level.

ams OSRAM intends to reduce the volatility of the proportion of commitments covered by plan assets through liability-driven investing (LDI). Risk budgets are used as the basis for determining the investment strategy at the individual plan level and also serve as the basis for the strategic asset allocation of key plan assets and the level of appropriate limits for interest-rate and credit spread risk hedging. The investment strategy, hedging rules, and changes in the proportion of commitments covered by plan assets are regularly reviewed, with the participation of external experts in the international asset management industry, to permit an integral view

of the interaction of plan assets and defined benefit obligations. A plan's asset allocation is evaluated regularly in order to initiate appropriate measures at a very early stage. This is done by looking at the duration of the related defined benefit obligation and analyzing trends and events that may affect asset values. Asset managers are selected on the basis of a process of quantitative and qualitative analysis. The performance of each asset manager mandate and the risk it entails is monitored continually, both individually and in a more general portfolio context. ams OSRAM's investment strategy is based mainly on investments in securities such as bonds and shares. As part of an integrated risk management approach for assets and liabilities and to reduce risk, ams OSRAM also uses derivatives, either to reduce the fluctuations in the value of plan assets or to reduce volatility in the proportion of commitments covered by plan assets. OTC derivatives are collateralized on a daily basis to mitigate counterparty risk.

### Repayment of Plan Assets

The trustee structure for the German pension plan commitments was reorganized in the 2025 financial year. The previous group trust arrangement with Deutsche Treuinvest Stiftung, Frankfurt am Main, was terminated and a new single trustee, ams OSRAM Pension Trust e. V., was appointed. In this context, the new trust agreement provided for the option of making changes with the consent of the Works Council as the collective representative of the beneficiaries. This option was exercised, and assets that no longer served a protective function due to the change were transferred back to the Company. Assets with a protective function remain part of the trust assets. The purpose of this measure was to optimize the intended protection function, with the effect of optimizing the liquidity and financial structure of the ams OSRAM Group.

The portion of the assets transferred back to the Company in the amount of EUR 391 m no longer meets the criteria for classification as plan assets. The decisive factor here is the date of the contract amendment with the collective consent of the beneficiaries, which creates a substantively changed legal situation. Accordingly, these assets are no longer classified as plan assets in the balance sheet, and the offsetting for the portion of the assets transferred back no longer applies. The present value of the defined benefit obligations remains unchanged as a result of the contract amendment, so there is no need to remeasure the obligations. The net pension obligation increases in line with the reduction in plan assets, with no impact on profit or loss. In the same amount, this transfer back increases cash and cash equivalents by

EUR 391 m. As a result, the liability for pensions and similar commitments worldwide amounts to EUR 487 m as of December 31, 2025, of which EUR 419 m is in Germany. The retransferred assets will be used to refinance and transform the financing structure of the ams OSRAM Group and may not be distributed to shareholders. The assets remaining in the new trust structure, amounting to EUR 167 m, continue to meet the criteria for recognition as plan assets. These assets continue to be measured at fair value and are offset against the corresponding defined benefit obligations.

### Notes on the Obligations Presented in the Consolidated Financial Statements

The consolidated balance sheet contained the items below, related to pension plans and similar commitments as of December 31, 2025.

The funded status of these plans and the reconciliation of the funded status to the carrying amounts contained in the relevant balance sheet items were as follows:

#### Commitments by Type and Funded Status

in EUR million	2025	2024
DBO for funded plans	-782	-822
Fair value of plan assets	394	818
Non-capitalizable plan assets due to asset celling	-3	-6
<b>Funded status of funded plans (Funding ratio: 50%, 2024: 99%)</b>	<b>-391</b>	<b>-10</b>
DBO for unfunded plans (without funding)	-95	-108
<b>Funded status</b>	<b>-487</b>	<b>-119</b>
thereof pension plans	-451	-78
thereof similar commitments	-36	-40
<b>Reconciliation of the funded status to the amount recognized in the balance sheet</b>		
Obligation for employee benefits	-507	-143
Liabilities related to assets held for sale	-8	-
Other assets	29	24

In the 2022 financial year the previously closed Canadian pension plan was sold to an external insurer in return for the transfer of part of the plan assets. The remaining plan assets of EUR 4 m may not be capitalized in the balance sheet until regulatory approval of the distribution of the funds (asset ceiling) has been obtained.

The following table shows the expenses recognized in connection with the pension plans and similar commitments presented in the consolidated statement of income and consolidated statement of comprehensive income:

### Defined Benefit Costs

in EUR million	2025	2024
Current service cost	16	18
Past service cost	-	1
Net interest expense	4	5
Liability administration cost	1	1
<b>Defined benefit cost recognized in consolidated statement of income</b>	<b>20</b>	<b>24</b>
thereof Germany	13	13
thereof USA	3	5
thereof other countries	5	6
Gains (-) and losses on plan assets excluding amounts included in net interest on the net defined benefit liability (asset)	7	-1
Actuarial gains (-) and losses arising from changes in demographic assumptions	-	2
Actuarial gains (-) and losses arising from changes in financial assumptions	-30	-19
Actuarial gains (-) and losses arising from experience adjustments	10	-7
Gains (-) and losses from change in unrecognizable plan assets due to asset ceiling	-3	2
<b>Remeasurements of the net defined benefit liability (asset) recognized in consolidated statement of other comprehensive income</b>	<b>-16</b>	<b>-24</b>
thereof Germany	-7	-17
thereof USA	-6	-7
thereof other countries	-3	-
<b>Defined benefit cost</b>	<b>5</b>	<b>-</b>

The expected contributions to defined benefit plans in the 2026 financial year amount to EUR 1 m.

The Group reports the current service cost for the pension entitlements acquired in the reporting period, past service cost, net interest expense, and administrative expenses incurred for the pension obligation under functional costs (cost of sales, research and development expenses, and marketing, selling, and general adminis-

trative costs) in line with the functional area of the respective profit centers and cost centers.

A detailed reconciliation of the changes in the present value of the defined benefit obligation (DBO) for the reporting period is provided in the following table.

#### Development of the Present Value of the DBO

in EUR million	2025	2024
<b>DBO at beginning of financial year</b>	<b>930</b>	<b>938</b>
Current service cost	16	18
Settlement	-	-2
Interest cost	33	34
Actuarial gains (-) and losses arising from changes in demographic assumptions	-	2
Actuarial gains (-) and losses arising from changes in financial assumptions	-30	-19
Actuarial gains (-) and losses arising from experience adjustments	10	-7
Plan participants' contributions	3	5
Benefits paid	-55	-54
Divestments	-	-1
Foreign currency translation effects	-29	16
Other	-	2
<b>DBO at end of financial year</b>	<b>878</b>	<b>930</b>
thereof Germany	586	610
thereof USA	215	243
thereof other countries	76	77

A detailed reconciliation of the changes in the fair value of plan assets for the reporting period is provided in the following table:

#### Change in Plan Assets

in EUR million	2025	2024
Fair value of plan assets at beginning of financial year	818	821
Interest income	29	29
Gains (-) and losses on plan assets, excluding amounts including in net interest on the net defined benefit liability (asset)	-7	1
Employer contributions	1	-4
Return of plan assets	-391	-
Plan participants' contributions	1	3
Benefits paid	-32	-43
Settlements	-	-2
Liability administration cost	-1	-1
Foreign currency translation effects	-24	12
<b>Fair value of plan assets at end of financial year</b>	<b>394</b>	<b>818</b>
thereof Germany	167	574
thereof USA	186	202
thereof other countries	42	41

In addition to the effects of the return of assets that no longer serve a protective function, refunds from plan assets in Germany amounting to EUR 19 m were made in the 2025 financial year for benefits previously paid directly by the employer. Of this amount, EUR 1 m concern benefits paid in the 2024 financial year that are reported as negative employer contributions. In the 2024 financial year, contributions to plan assets mainly took the form of employer contributions to the pension fund in Switzerland and amount to EUR 1 m.

#### Composition of Plan Assets

in EUR million	2025	2024
Equities		
Global equities (excl. emerging markets)	28	68
Emerging markets equities	2	13
Fixed income		
Government bonds	37	167
Corporate bonds	201	451
Mixed funds	50	49
Commodities	3	7
Cash and similar assets	73	74
<b>Plan assets that do have a quoted market price in an active market</b>	<b>394</b>	<b>828</b>
Derivative financial instruments	-	-10
<b>Plan assets that do not have a quoted market price in an active market</b>	<b>-</b>	<b>-10</b>
<b>Fair value of plan assets at end of financial year</b>	<b>394</b>	<b>818</b>

The main actuarial and demographic assumptions as of the reporting date were as follows:

#### Key Assumptions for the Calculations of the DBO

	2025	2024
<b>Discount rate</b>	<b>4.23%</b>	<b>3.81%</b>
Germany	3.91%	3.33%
USA	5.47%	5.55%
<b>Expected pension development<sup>1</sup></b>	<b>1.66%</b>	<b>1.68%</b>
Germany	1.66%	1.64%
USA	-	-
<b>Mortality tables</b>		
Germany	Reference tables Heubeck 2018G	Reference tables Heubeck 2018G
USA	Pri-2012 Healthy Generational Projected	Pri-2012 Healthy Generational Projected

The US Society of Actuaries usually publishes an update of its projection tables (Mortality Improvement Scale) once a year, which is subsequently used to measure the ams OSRAM Group's pension obligations in the United States. No update of the projection tables was published in the reporting period, however.

The financial measurement parameters are weighted using the amount of the obligation at the end of the reporting period and include all pension plans and similar commitments.

The measurement assumptions determined at the beginning of ams OSRAM's financial year are used to determine the current service cost, interest income, and interest expenses for the obligations in existence. The following sensitivity analysis shows the effects of a change in actuarial assumptions on the amount of the defined benefit obligation as of December 31, 2025.

<sup>1</sup> According to plan regulations, 1.00% is always used for BOA in Germany and no adjustment is made to current pensions in the USA.

## Sensitivity Analysis

in EUR million	Effect on DBO as of December 31, 2025	
	50-basis-points increase	50-basis-points decrease
Discount rate	-35	39
Rate of pension progression	19	-18

A 10% decrease in mortality probability for each age bracket would result in an increase of EUR 18 m in the DBO. The weighted average duration of the DBO for defined benefit plans and similar commitments was 8.8 years.

## 26. Equity

As of December 31, 2025, the share capital of ams-OSRAM AG consisted of 99,844,394 no-par value bearer shares with a notional value of EUR 10.00 each. On September 24, 2024, the Company carried out a reverse share split in accordance with the resolution of the General Meeting on June 14, 2024, in which the previous share capital of 998,443,940 shares with a nominal value of EUR 1.00 each was divided by a factor of 10 (reverse share split). The share capital remained unchanged as a result of the reverse share split and amounted to EUR 998,443,940.00 as at the reporting date.

The holders of ordinary shares have one vote per share at the Company's General Meeting. All shares rank equally with regard to the Company's residual assets.

### Contingent Capital

In recent years, the General Meeting has authorized the Management Board on several occasions to issue a limited number of new shares for a specific purpose (contingent capital increases in accordance with Section 159 (2) of the Austrian Stock Corporation Act (AktG)). Three contingent capital increases of the Company are currently recorded, each in connection with financial instruments in accordance with Section 174 AktG.

Most recently, in June 2024 the General Meeting revoked the existing contingent increase in share capital of June 23, 2023 and authorized a contingent increase in share capital in accordance with Section 159 (2) Z 1 AktG by up to EUR 99,844,394.00, by issuing up to 99,844,394 no-par-value bearer shares (9,984,439 shares after the reverse share split) with a pro rata amount of the share capital of EUR 1.00 per share (EUR 10.00 per share after the reverse share split) to creditors of financial instruments in accordance with Section 174 AktG, provided that the creditors of the financial instruments make use of their conversion and/or pre-emption rights with respect to the Company's shares (Contingent Capital 2024).

The contingent capital increase resolved upon by the General Meeting on June 23, 2023 (Contingent Capital 2023) was revoked at the General Meeting on June 14, 2024, at which point it represented around 2.75% of the share capital.

There is also an authorization, which was resolved upon by the General Meeting in June 2020, that empowers the Management Board to carry out a contingent increase in the share capital in accordance with Section 159 (2) Z 1 AktG of up to EUR 27,428,928.00 by issuing up to 27,428,928 no-par-value bearer shares (2,742,893 shares after the reverse share split) to creditors of financial instruments in accordance with Section 174 AktG, provided that the creditors of the financial instruments make use of their conversion and/or pre-emption rights with respect to the Company's shares ('Contingent Capital 2020'). These potential shares are reserved for the convertible bond that was issued in euros in 2020.

There is also another authorization, resolved upon by the General Meeting in June 2017, which empowers the Management Board to carry out a contingent increase in the share capital in accordance with Section 159 (2) Z 1 AktG of up to EUR 8,441,982.00 by issuing 8,441,982 no-par-value bearer shares (844,198 shares after the reverse share split) to creditors of financial instruments in accordance with section 174 AktG, provided that the creditors of the financial instruments make use of their conversion and/or pre-emption rights with respect to the Company's shares (Contingent Capital 2017). This authorization has been redundant since March 5, 2025, as the EUR convertible bonds issued in 2018, for which the Contingent Capital 2017 was intended to be used, have been repaid in full.

### Authorized Capital

The Annual General Meeting on June 26, 2025 authorized the Management Board, with the consent of the Supervisory Board, to increase the Company's share capital within five years from the registration of the amendment to the Articles of Association in the commercial register by up to EUR 99,844,390 through the issuance of up to 9,984,439 new bearer no-par value shares against cash and/or contributions in kind (Authorized Capital 2025). The Management Board is authorized to determine the issue price and the terms of issuance in agreement with the Supervisory Board. Exclusion of subscription rights is only permitted in certain cases. The total number of shares issued under exclusion of subscription rights may not exceed 10% of the share capital. This limit includes all subscription and conversion rights to new shares granted on convertible, exchangeable or option bonds issued during the term of this authorization under exclusion of subscription rights from Conditional Capital 2024. The corresponding amendment to Section 3 of the Articles of Association was made on August 6, 2025.

### Additional Paid-in Capital

Additional paid-in capital comprises:

- the difference between paid-in capital when shares are issued and the par value of the shares
- expenses for share-based compensation recognized in accordance with IFRS 2
- the fair value of the conversion options resulting from the issue of the convertible bonds denominated in euros
- the difference resulting from the acquisition of further shares in OSRAM Licht AG and the change in the liability arising from compensation payments to non-controlling shareholders of OSRAM Licht AG (see also Note [21. Other Financial Liabilities](#)).

### Treasury Shares

In recent years, the General Meeting has authorized the Management Board to acquire treasury shares in amounts that are within the statutory limits. According to the Austrian Stock Corporation Act, such authorizations are always limited to a maximum of 30 months.

The current authorization arising from the General Meeting held on June 26, 2025, empowers the Management Board in the period up to December 25, 2027, to acquire

treasury shares in accordance with Section 65 (1) Z4 and Z8 and (1a) and (1b) AktG. The total of the to be acquired and held treasury shares is limited to 10% of the issued share capital existing on the date the resolution was adopted i.e. to a maximum of 9,984,439 shares. The treasury shares can be acquired either via the stock market or over the counter. Furthermore, the pro rata disposal rights that may arise with such acquisitions can be excluded (reverse disapplication of pre-emption rights). During December 2025, the Company acquired 749,344 treasury shares to settle obligations from share-based compensation vesting in March 2026.

Furthermore, the Management Board has been authorized:

- to decide, in accordance with Section 65 (1b) AktG, to sell or use treasury shares by way of sale other than via the stock market or through a public offer, analogously applying the rules on disapplying the pre-emption rights of shareholders,
- for a period of five years (until June 22, 2028), to sell treasury shares at any time via the stock market or through a public offer or in any other legally permitted manner, including over the counter, whereby the Management Board can also decide on the exclusion of the general purchase option,
- to reduce the Company's share capital by retiring no-par-value bearer treasury shares without the adoption of a further resolution by the General Meeting, whereby the Supervisory Board is authorized to adopt resolutions on amendments to the Articles of Association resulting from the reduction,
- to use treasury shares to settle share options and share awards of employees, executives, and members of the Management Board of the Company or of its affiliates,
- to use treasury shares to settle convertible bonds, and
- to use treasury shares as consideration for the acquisition of companies, operations, partial operations, or shares in one or more companies in Austria or abroad.

#### Other Components of Equity

Other components of equity contain cumulative currency translation differences, which amounted to EUR 110 m as of December 31, 2025 (2024: EUR 292 million), resulting from the translation of the annual financial statements of foreign subsidiaries.

#### Accumulated Other Comprehensive Income Reported under Retained Earnings

in EUR million	Defined benefit obligations	Equity instruments FVOCI	Debt instruments FVOCI	Derivative financial instruments held for hedging	Total
<b>Balance as of January 1, 2024</b>	<b>49</b>	<b>-113</b>	<b>-7</b>	<b>2</b>	<b>-68</b>
Other comprehensive income	21	-1	2	-10	11
<b>Balance as of December 31, 2024</b>	<b>70</b>	<b>-114</b>	<b>-5</b>	<b>-8</b>	<b>-57</b>
<b>Balance as of January 1, 2025</b>	<b>70</b>	<b>-114</b>	<b>-5</b>	<b>-8</b>	<b>-57</b>
Other comprehensive income	14	-3	2	25	38
Other changes	-9	-	-	-	-9
<b>Balance as of December 31, 2025</b>	<b>75</b>	<b>-117</b>	<b>-3</b>	<b>16</b>	<b>-28</b>

#### Non-controlling Interests

Owing to the domination and profit and loss transfer agreement between ams Offer GmbH, which is a wholly owned subsidiary of ams-OSRAM AG, and OSRAM Licht AG, under which the minority shareholders have a time-limited right to sell their shares in OSRAM Licht AG, the value of OSRAM Licht AG assigned to the non-controlling interests constitutes a liability rather than an item of equity (see Note 21. [Other Current Financial Liabilities](#)).

#### Management of Capital

Economic capital corresponds to the equity reported on the consolidated balance sheet less non-controlling interests. The Management Board's objective is to provide the Group with a solid capital base in order to maintain the confidence of investors, creditors, and customers, and to ensure that the Company can continue to grow. Among other things, the Management Board continuously monitors the equity ratio and return on equity. Capital increases, dividend payments, and the repurchase of shares are considered possible measures for ensuring capital adequacy.

The Management Board aims to achieve a balance between profitability and liquidity that is customary in the industry. To this end, the Company constantly monitors that liquidity and profitability are ensured on a long-term basis. Profitability is measured on the basis of EBITDA. This indicator comprises gross profit, research

and development expenses, selling and administrative expenses, microLED adaption expenses, other operating income and expenses, and the result from investments in associates. EBITDA does not include depreciation, amortization, impairment losses, reversals of impairments, and financial result (for a reconciliation to result before income taxes see Note 2. [Segment Reporting and Revenue](#)).

## 27. Statement of Cash Flows

The consolidated statement of cash flows is prepared using the indirect method. Cash and cash equivalents comprise deposits with banks with a term of up to three months. In the 2025 financial year, advance payments from customers had a positive effect of EUR 18 m (2024: EUR 248 m) on cash flows from operating activities. The item "Inflows from sale of financial assets" within cash flows from investing activities includes cash inflows of EUR 391 m from the retransfer of assets for pension plan commitments in Germany (see 25. [Employee Benefits](#)). In the 2025 financial year, additions to intangible assets and property, plant, and equipment according to the statements of changes in non-current assets (EUR 226 m) were higher than the outflows for investments in intangible assets and property, plant, and equipment after taking into account inflows from government grants for property, plant, and equipment reported in the consolidated statement of cash flows (EUR 117 m). The reason for this was that the additions in 2025, which will not be paid out until the 2026 financial year, exceeded the additions in 2024, which were paid out in 2025.

Cash flows from investing activities included prepayments received from customers in the amount of EUR 4 m (2024: EUR 25 m) in connection with the sale of assets.

## 28. Earnings per Share

	2025	2024
Net result (in EUR million)	-129	-785
Net result attributable to non-controlling interests (in EUR million)	1	1
<b>Net result attributable to shareholders of ams-OSRAM AG (in EUR million)</b>	<b>-130</b>	<b>-786</b>
Weighted average number of shares outstanding	99,383,770	98,874,910
<b>Earnings per share (basic)</b>	<b>-1.31</b>	<b>-7.94</b>
Weighted average number of diluted shares	99,383,770	98,874,910
<b>Earnings per share (diluted)</b>	<b>-1.31</b>	<b>-7.94</b>
<b>Dividends per share (paid in financial year)</b>	<b>0.00</b>	<b>0.00</b>

In principle, the share-based compensation issued under the LTIP 2014, SSOP 2017, SLTIP 2018, SSOP 2019, LTIP 2019, and LTIP 2023 may result in a dilutive effect. Such a dilution effect would occur only to the extent that the share-based compensation resulted in the issue of shares at a price below the average market price and would have to be taken into account only if the dilution effects were to lead to lower earnings per share or a higher loss per share. As at December 31, 2025, 2,509,384 shares from share-based payments were not included in the weighted average number of diluted shares, as they would not have had a dilutive effect due to the negative net result after taxes.

Dilutive effects may arise in connection with the issued convertible bonds. Such dilutive effects have to be taken into account only if they lead to lower earnings per share or a higher loss per share. In the 2025 financial year and in the previous year, no dilutive effects had to be taken into account with respect to the convertible bonds issued in euros.

## Treasury Shares

in number of shares	2025	2024
<b>Reconciliation of number of outstanding shares</b>		
Outstanding shares as of January 1	98,924,792	98,751,178
Acquisition and sale of treasury shares	-75,360	173,614
<b>Outstanding shares as of December 31</b>	<b>98,849,432</b>	<b>98,924,792</b>
<b>Reconciliation of weighted average number of outstanding shares</b>		
Outstanding shares as of January 1	98,924,792	98,751,178
Weighted average number of treasury shares acquired and sold	458,978	123,732
<b>Weighted average number of shares during the financial year</b>	<b>99,383,770</b>	<b>98,874,910</b>
<b>Reconciliation of number of treasury shares</b>		
Treasury shares as of January 1	919,602	1,093,216
Cancellation of treasury shares <sup>1</sup>	-	0
Acquisition of treasury shares	749,344	-
Sale of treasury shares	-	-
Usage as part of share-based compensation	-673,984	-173,614
<b>Treasury shares as of December 31</b>	<b>994,962</b>	<b>919,602</b>

In the 2025 financial year, 673,984 treasury shares with a book value of EUR 61 m were issued on vesting of awards and exercise of options under the share-based compensation schemes.

In December 2025 the Company acquired 749,344 treasury shares for EUR 6 m in order to settle the obligations arising on vesting of awards under the share-based compensation scheme (LTIP 2023) in the year 2026.

<sup>1</sup> In order to divide the number of shares by 10 as part of the reverse share split at a ratio 10:1 on September 30, 2024, two treasury shares were retired.

## 29. Financial Instruments and Management of Financial Risks

In the course of its business activities, the Group is exposed to a wide variety of risks attaching to financial instruments, specifically credit risk, interest-rate risk, currency risk, and liquidity risk.

The Central Treasury department manages financial risk in accordance with the policies set out by the Company's Management Board and Supervisory Board. The Treasury department assesses and hedges against financial risks, which also encompasses the use of financial derivatives, in close collaboration with the operational business areas.

### Credit Risk

Credit risks arise when a customer or a counterparty to a financial instrument is incapable of fulfilling their payment obligations. The maximum default risk corresponds to the carrying amounts of the recognized financial assets. In accordance with the treasury and risk management policy, investments and transactions involving derivative financial instruments are carried out only with a diversified selection of financial institutions having a high level of creditworthiness (i.e. having an investment grade rating or higher). Individual credit limits for customers and financial institutions are defined on the basis of external and internal data and are monitored on an ongoing basis to avoid any concentrations of credit risk at the level of customers and financial institutions.

### Interest-rate Risk

ams OSRAM may be exposed to interest-rate risk, especially as a result of rising finance costs due to an increase in interest rates; conversely, falling interest rates lead to lower interest income from deposits. This interest-rate risk is countered by the fact that the majority of interest-bearing financial liabilities existing as of December 31, 2025, are fixed-rate. Under assets, risks of changes in interest rates primarily relate to short-term time deposits, which are linked to the market interest rate.

### Currency Risk

Financial transactions in the semiconductor industry are predominantly conducted in US dollars. All transaction and translation risks are monitored on an ongoing basis

in order to hedge against currency risk. Within the Group, cash flows in the same currency are netted. Exchange rate fluctuation affecting transactions in foreign currencies primarily relate to the US dollar. Depending on the specific risk situation, net risks attaching to monetary line items on the balance sheet and, where applicable, to planned transactions are also hedged using derivative financial instruments, primarily forward exchange contracts.

### Liquidity Risk

Liquidity risk is the risk that the Company may be unable to fulfill its financial obligations at the maturity date. ams OSRAM carries out short-term and long-term liquidity planning and corporate planning at regular intervals in order to monitor and manage liquidity risk. The borrowing taken out in connection with the acquisition of OSRAM has increased the Company's need for funding. As of December 31, 2025, the liquidity reserve in the form of cash and cash equivalents amounted to EUR 1,483 m (2024: EUR 1,098 m). As of December 31, 2025, ams OSRAM also had at its disposal unused committed credit facilities from banks amounting to EUR 697 m (2024: 666 m). The change resulted from the EUR/USD exchange rate development for the amount drawn down in USD to provide guarantees for liabilities arising from a customer prepayment of USD 250 m. Of the entire unused credit facilities, EUR 672 m (2024: EUR 656 m) relate to a revolving syndicated credit facility arranged with the core banks of ams OSRAM, which may be utilized only in compliance with an arrangement customary for the market, under which the ratio of net financing debt including sale and leaseback financing to adjusted EBITDA may not exceed 4.00:1. This ratio is reviewed each quarter. Such arrangements also exist for the credit facilities utilized as of December 31, 2025 (see Note 20. [Interest-bearing Loans](#)). On July 3, 2025, the revolving syndicated credit facility was extended by one year until September 29, 2027.

Net debt is calculated from the carrying amounts of current and non-current interest-bearing loans and borrowings less cash and cash equivalents. In addition to interest-bearing loans and borrowings, the line item Net debt including liabilities from a sale and leaseback financing transaction also includes the liability from the sale and leaseback financing of the semiconductor plant in Kulim (Malaysia).

### Future Payments for Financial Liabilities

in EUR million	0-1 years	1-5 years	more than 5 years	Total
Interest-bearing loans and borrowings	275	3,008	-	3,283
Trade payables	477	-	-	477
Liability from a sale and leaseback financing transaction	25	105	650	780
Lease liabilities	44	92	48	185
Obligation to acquire the non-controlling interests in OSRAM Licht AG and obligation from dividends and interest guaranteed to shareholders of OSRAM Licht AG	586	-	-	586
Other financial liabilities	302	10	-	311
Liabilities from derivative financial instruments	2	-	-	2
<b>Total</b>	<b>1,710</b>	<b>3,215</b>	<b>698</b>	<b>5,623</b>

The amount and timing of the cash payments for the obligation to purchase the non-controlling interests in OSRAM Licht AG depend on when and to what extent the non-controlling shareholders exercise their right to sell their shares to ams OSRAM. The future payments for interest-bearing loans and borrowings, the liability from a sale and leaseback financing transaction, and the lease liabilities represent the undiscounted payments, including the interest component. A portion of the interest in the sale and leaseback financing arrangement is only paid at the end of the term.

As of December 31, 2025, the interest-bearing loans and borrowings encompass lines of credit drawn down from banks that involve arrangements that are customary for the market and under which the ratio of net financing debt including sale and leaseback financing to adjusted EBITDA (as defined in each case) may not exceed 4.00:1. If this ratio, which is reviewed on a quarterly basis, is exceeded, the banks are generally entitled to terminate the agreement. If the majority of banks do not waive their right of termination, lenders under the other financing agreements, including bonds and the convertible bond, generally also have a right of termination (*pari passu*) (see Note 20. [Interest-bearing Loans](#)).

The current and non-current non-financial liabilities of EUR 224 m reported for a prepayment received from a customer are not included in the above table. In the event that the future revenue from the products is not sufficient to repay the advance payment, the customer has an option to demand repayment in cash, which may result in this liability assuming a financial character (see Note 23. [Other Non-Financial Liabilities](#)). This case may also occur if ams OSRAM violates other provisions of the advance payment agreement, in particular if ams OSRAM's available liquidity (cash and cash equivalents plus unused credit facilities) is below the equivalent value of USD 600 m on a quarterly reporting date, or if the ratio of net financial debt to adjusted EBITDA including sale and leaseback financing exceeds 4.00:1, which is also reviewed each quarter.

Other financial liabilities also include liabilities from a supply chain financing program in the amount of EUR 77 m. Termination of the supply chain financing program by the payment service provider for an extraordinary reason may result in the liability to the payment service provider becoming due immediately.

### Carrying Amounts and Fair Values of Financial Assets and Liabilities

in EUR million	Category according to IFRS 9	December 31, 2025		December 31, 2024	
		Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets</b>					
Cash and cash equivalents	FAaC	1,483	1,483	1,098	1,098
Trade receivables	FAaC	183	183	206	206
Trade receivables that are to be held/sold under a factoring agreement <sup>1</sup>	FVOCI	59	59	120	120
Trade receivables that are to be sold under a factoring agreement	FVTPL	173	173	171	171
Other current financial assets <sup>1</sup>					
Derivates not designated in a hedge accounting relationship	FVTPL	5	5	8	8
Derivates in connection with cash flow hedges	n.a.	24	24	0	0
Other financial assets	FAaC	53	53	41	41
Other non-current financial assets					
Option for early repayment of bonds	FVTPL	53	53	22	22
Equity instruments <sup>2</sup>	FVOCI	18	18	20	20
Other	FAaC	19	19	16	16

in EUR million	Category according to IFRS 9	December 31, 2025		December 31, 2024	
		Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial liabilities</b>					
Interest-bearing loans	FLaC	2,561	2,695	2,511	2,816
Trade payables	FLaC	477	477	472	472
Other current financial liabilities <sup>1,3</sup>					
Derivatives not designated in a hedge accounting relationship	FVTPL	2	2	4	4
Derivates in connection with cash flow hedges	n.a.	-	-	12	12
Obligation to acquire the non-controlling interests in OSRAM Licht AG	n.a.	505	505	585	585
Other financial liabilities	FLaC	420	420	400	400
Other non-current financial liabilities <sup>3</sup>					
Liabilities from a sale and lease-back financing transaction	FLaC	440	448	441	441
Other financial liabilities	FLaC	98	98	146	146

<sup>1</sup> The derivatives are mainly forward exchange contracts.

<sup>2</sup> The equity instruments assigned to the FVOCI category are set out in Note 36. Other Equity Investments.

<sup>3</sup> As of December 31, 2025, other current financial liabilities and other non-current financial liabilities included lease liabilities totaling EUR 147 m (2024: EUR 183 m) accounted for in accordance with IFRS 16.

### Aggregated Carrying Amounts

in EUR million	Category according to IFRS 9	2025	2024
<b>Financial assets</b>			
Financial assets measured at amortized cost	FAaC	1,738	1,361
Debt instruments measured at fair value through other comprehensive income with recycling to profit or loss	FVOCI	59	120
Equity instruments measured at fair value through other comprehensive income without recycling to profit or loss	FVOCI	18	20
Financial assets at fair value through profit or loss	FVTPL	231	200
<b>Financial liabilities</b>			
Financial liabilities at amortized cost	FLaC	3,996	3,971
Financial liabilities at fair value through profit or loss	FVTPL	2	4

The classification of trade receivables that can be sold on the basis of factoring programs as debt instruments at fair value through other comprehensive income (FVOCI) or as at fair value through profit or loss (FVTPL) depends on the business model as defined under IFRS 9. Receivables that can be sold under supply chain financing programs are attributable to the Hold-or-Sell business model, as these programs are used by ams OSRAM on a selective basis. In contrast, under the factoring program, receivables are regularly sold. Therefore, the receivables not yet sold as of the reporting date, but which can be tendered to the factor, are to be allocated to the Sell business model.

The fair value of the current financial assets and current financial liabilities essentially corresponds to their carrying amount because they are due to mature soon.

For the financial assets and liabilities measured at fair value, the following tables show the level of the fair value hierarchy to which the fair value is to be assigned. The levels are defined as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities

Level 2: inputs, other than quoted prices included in Level 1, that are observable for the asset or liability either directly (i.e. as prices) or indirectly (derived from prices). The fair value of forward exchange contracts is calculated on the basis of forward exchange rates. The measurement of trade receivables measured at fair value is based on future payments, which are discounted at a risk-adjusted interest rate.

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs). The measurement of options for the early repayment of EUR and USD bonds, which are derivatives embedded in loan agreements, is based on an option pricing model that uses a logarithmic normal distribution model. The value of the options is primarily determined by the market interest rate as of the reporting date compared with the interest rate terms of the bonds. The model uses an ams OSRAM-specific credit spread as an input, which is extrapolated from data available on the market and is therefore classified as Level 3. Overall, the ams OSRAM-specific interest rate is composed of the risk-free interest rate and the credit spread. The average risk-free interest rate used to measure EUR bonds was 2.2% p.a. and the credit spread was 4.6% p.a. as of 31 December 2025. For USD bonds, the average risk-free interest rate on the yield curve as of December 31, 2025 was 3.5% p.a. and the credit spread was 6.4% p.a. A change in the credit spread of +25 basis points or -25 basis points would have the following effect on the measurement of the options and consequently on the statement of income:

### Sensitivity Analysis

in EUR million	2025	
	+25 BP	-25 BP
Effect of a change in the credit spread on the income statement		
Options for early repayment of EUR bonds	-7	7
Options for early repayment of USD bonds	-1	1
Total	-8	8

### Valuation Category

2025 in EUR million	Level 1	Level 2	Level 3	Total
Current financial assets	-	261	-	261
Non-current financial assets	-	-	71	71
Current financial liabilities	-	2	-	2
2024 in EUR million	Level 1	Level 2	Level 3	Total
Current financial assets	-	299	-	299
Non-current financial assets	2	-	41	42
Current financial liabilities	-	16	-	16

The change in the carrying amount of Level 3 non-current financial assets resulted in EUR 10 m from the initial recognition of options for early repayment of bond tranches issued on July 22, 2025 in the course of private placements. Effects from changes in the fair values of options for early repayment of bonds, which are recognized in the financial result, amounted to EUR 21 m. In addition, the fair value of the investment in Tensordyne Inc. (formerly Recogni Inc.) decreased by EUR 1 m to EUR 14 m.

ams OSRAM uses derivative financial instruments, especially forward exchange contracts, to hedge against exchange rate fluctuation. Certain derivative financial instruments that are used to hedge planned transactions and pending transactions (hedged items) and meet the requirements for hedge accounting are accounted for as cash flow hedges. Derivative financial instruments are initially recognized on the trade date.

There is an economic relationship between each of the hedged items and the hedging instruments, as the terms of the forward exchange contracts match those of the highly probable planned transactions, in terms of both the nominal amount and the expected payment date. The underlying risk of the forward exchange contracts is identical to that of the hedged risk components. A hedge ratio of 1:1 was therefore specified. To test hedge effectiveness, ams OSRAM uses the dollar offset method, which involves comparing the change in the fair value of the hedging instruments to the change in the fair value of the hedged items attributable to the hedged risks. As of December 31, 2025, the net balance of the cumulative change in the fair values of the hedging instruments was EUR 23 m (2024: EUR -12 m), whereas the net balance of the fair values of the hedged items changed by EUR 23 m (2024: EUR 12 m).

### Forward Exchange Contracts Designated as Hedging Instruments

in USD million	Maturity					Total
	up to 3 months	3 to 6 months	6 to 9 months	9 to 12 months	13 to 24 months	
<b>Balance as of December 31, 2025</b>						
Nominal amount in USD million	60	92	52	45	-	248
Average forward rate (EUR/USD)	1.045	1.067	1.076	1.069	-	

in USD million	Maturity					Total
	up to 3 months	3 to 6 months	6 to 9 months	9 to 12 months	13 to 24 months	
<b>Balance as of December 31, 2024</b>						
Nominal amount in USD million	96	97	97	78	48	416
Average forward rate (EUR/USD)	1.088	1.090	1.090	1.074	1.072	

In connection with cash flow hedges, a realized hedging result before taxes amounting to EUR 25 m (2024: EUR -5 m) was reclassified from other comprehensive income within retained earnings to the consolidated statement of income, where it was recognized under cost of sales. This reclassification was due to the realization of the hedged item. Hedging losses of EUR 25 m (2024: EUR -10 m) were recognized under other comprehensive income in the course of the financial year.

### Currency Risk

As of the balance sheet date, USD-denominated financial instruments (excluding net investments in subsidiaries and shares in associates) and net cash inflows from planned transactions in USD amounted to:

### USD Exposure

in USD million	2025	2024
Net currency risk before hedging	376	372
Net currency risk after hedging	291	280

### Sensitivity Analysis

A 10% appreciation/depreciation of the EUR against the USD would have affected the statement of income, other comprehensive income, and equity (before tax effects) as follows:

### Sensitivity Analysis

in EUR million	2025					
	Profit & Loss		Other comprehensive income (loss)		Equity	
	+10%	-10%	+10%	-10%	+10%	-10%
Sensitivity of the EUR against the USD	-7	8	19	-23	12	-15

in EUR million	2024					
	Profit & Loss		Other comprehensive income (loss)		Equity	
	+10%	-10%	+10%	-10%	+10%	-10%
Sensitivity of the EUR against the USD	-2	2	35	-43	34	-42

This analysis assumes that all other variables, particularly interest rates, remain constant. It also only includes USD foreign currency positions existing as of the reporting date of companies whose functional currency is the euro and currency derivatives to hedge USD currency risks against the euro outstanding as of the reporting date. Offsetting effects from planned transactions not recognized are not included in this analysis.

The table above does not include the impact of currency changes on equity resulting from the translation of financial statements prepared in foreign currencies.

The following exchange rates were used during the financial year:

### Exchange Rates

In foreign currency units		Middle spot December, 31		Annual average exchange rate financial year	
		2025	2024	2025	2024
US Dollar	USD	1.176	1.039	1.131	1.083
Malaysian Ringgit	MYR	4.773	4.647	4.856	4.946
Swiss Franc	CHF	0.931	0.941	0.936	0.953
Singapore Dollar	SGD	1.511	1.417	1.477	1.447
Chinese Renminbi	CNY	8.215	7.584	8.105	7.784

The functional currency of the parent company is the euro (EUR). The functional currency of the subsidiaries is the relevant national currency or the US dollar (USD).

The assets and liabilities of subsidiaries located outside the eurozone, including any goodwill arising upon acquisition, are translated at the average exchange rate at the reporting date; income and expenses are translated into euros at the average rate for the financial year.

### 30. Reconciliation of Changes in Liabilities to Cash Flows from Financing Activities

in EUR million	Bank loans and promissory notes	Convertible bonds	Bonds	Lease liabilities	Sale and leaseback financing	Obligations to acquire the non-controlling interests in OSRAM Licht AG	Obligation from guaranteed dividend to shareholders of OSRAM Licht AG	Total
<b>Carrying amount as of January 1, 2025</b>	<b>175</b>	<b>1,137</b>	<b>1,199</b>	<b>183</b>	<b>441</b>	<b>585</b>	<b>29</b>	<b>3,749</b>
Inflows from bonds			526					526
Transaction costs for the issue of bonds			-4					-4
Inflows from bonds (nominal amount)		-447						-447
Loans received	58							58
Repayment of loans	-66							-66
Repayment of lease liabilities				-53				-53
Acquisition of non-controlling interests in OSRAM Licht AG						-80		-80
Dividends paid to shareholders of OSRAM Licht AG							-27	-27
<b>Cash flows from financing activities</b>	<b>-8</b>	<b>-447</b>	<b>521</b>	<b>-53</b>	<b>0</b>	<b>-80</b>	<b>-27</b>	<b>-94</b>
Effects of changes in foreign exchange rates			-51	-3	-12			-66
Non-cash interest expenses		26	4		10			40
Amortization of carrying amount adjustment from embedded derivatives as income (options for early repayment)			-5					-5
Recognition in additional paid-in capital without affecting profit or loss							29	29
Carrying amount adjustment for embedded derivatives recognized directly in equity (options for early repayment)			10					10
Reclassification to liabilities associated with assets held for sale				-21				-21
Other changes				20				20
<b>Carrying amount as of December 31, 2025</b>	<b>167</b>	<b>715</b>	<b>1,679</b>	<b>126</b>	<b>440</b>	<b>505</b>	<b>31</b>	<b>3,663</b>

in EUR million	Bank loans and promissory notes	Convertible bonds	Bonds	Lease liabilities	Sale and leaseback financing	Obligations to acquire the non-controlling interests in OSRAM Licht AG	Obligation from guaranteed dividend to shareholders of OSRAM Licht AG	Total
<b>Carrying amount as of January 1, 2024</b>	<b>355</b>	<b>1,105</b>	<b>998</b>	<b>209</b>	<b>384</b>	<b>611</b>	<b>30</b>	<b>3,692</b>
Inflows from bonds			201					201
Transaction costs for the issue of bonds			-3					-3
Loans received	243							243
Repayment of loans	-422							-422
Inflows from sale and leaseback financing					10			10
Repayment of lease liabilities				-57				-57
Acquisition of non-controlling interests in OSRAM Licht AG						-25		-25
Dividends paid to shareholders of OSRAM Licht AG							-30	-30
<b>Cash flows from financing activities</b>	<b>-180</b>	<b>0</b>	<b>197</b>	<b>-57</b>	<b>10</b>	<b>-25</b>	<b>-30</b>	<b>-84</b>
Effects of changes in foreign exchange rates			22	4	37			63
Non-cash interest expenses		32	6		10			47
Amortization of carrying amount adjustment from embedded derivatives as income (options for early repayment)			-3					-3
Recognition in additional paid-in capital without affecting profit or loss							29	29
Carrying amount adjustment for embedded derivatives recognized directly in equity (options for early repayment)			6					6
Other changes			-27	26				-1
<b>Carrying amount as of December 31, 2024</b>	<b>175</b>	<b>1,137</b>	<b>1,199</b>	<b>183</b>	<b>441</b>	<b>585</b>	<b>29</b>	<b>3,749</b>

## 31. Assets and Liabilities Classified as Held for Sale

Non-current assets, or disposal groups containing assets and liabilities, are classified as held for sale if it is highly likely that their carrying amount will be recovered principally through their sale or distribution rather than through continued use. A sale is highly probable at the latest when the purchase agreement has been signed.

A disposal group is classified as a discontinued operation if, prior to the intended sale, it was an independent cash generating unit and represented a major line of business or geographical area of operations. Materiality is reviewed on a case-by-case basis and is primarily based on the total assets and external revenue of the disposal group in relation to the entire Group.

Control is generally lost upon the closing of the sales transaction, i.e. at the date when the ownership in the shares of the sold subsidiary is transferred with legal effect to the buyer.

### Sale of the Entertainment and Industry Lamps (ENI) disposal group

On July 28, 2025, ams OSRAM signed an agreement to sell its Entertainment and Industry Lamps (ENI) business to Ushio Inc., Tokyo (Japan), a global leader in optical technologies. The ENI business is part of the Lamps & Systems segment. The sale of this unit is a first step in the accelerated, comprehensive plan announced by ams OSRAM to achieve its debt reduction targets. The transaction price before customary purchase price adjustments amounts to EUR 128 m. As of December 31, 2025, ams OSRAM recognized assets of EUR 110 m as held for sale. Liabilities related to assets held for sale from the sale of the ENI business amount to EUR 37 m. The transaction is expected to close at the end of the first quarter in 2026.

in EUR million	2025
Goodwill	43
Inventories	42
Right-of-use assets	16
Property, plant, and equipment	10
<b>Assets</b>	<b>110</b>
Lease liabilities	21
Pension provisions	8
Personnel provisions	7
Warranty provisions	1
<b>Liabilities</b>	<b>37</b>
<b>Net assets</b>	<b>73</b>

### Other assets held for sale

On December 4, 2024, ams OSRAM signed a contract for the sale of property, plant, and equipment to a customer as part of a development project for new LED technologies in its OS segment. On September 24, 2025, ams OSRAM signed an addendum to the agreement for the sale of further items of property, plant, and equipment as part of the same project. As in the previous year, the assets were impaired in the first quarter of 2024 as a result of the termination of the microLED project (see Note 5. [microLED Adaption Result](#)) and were remeasured by EUR 3 m to the sale price of EUR 4 m prior to classification as held for sale. The acquisition costs of the assets amounted to EUR 8 m. As of the reporting date, property, plant, and equipment totaling EUR 5 m (2024: EUR 23 m) from these transactions is still recognized as held for sale.

In the previous year, the assets were remeasured by EUR 13 m to the sale price of EUR 23 m before being classified as held for sale. The acquisition costs of the assets in the previous year amounted to EUR 25 m.

## 32. Related Parties

### Identity of Related Parties

The Company has business relationships with associated companies.

Related parties are persons in key positions within the Company:

- the members of the Management Board and their close family members as well as
- the members of the Supervisory Board and their close family members

### The Company's Governing Bodies

Members of the Management Board: Aldo Kamper (Chief Executive Officer (CEO)), Rainer Irle (CFO).

Members of the Supervisory Board: Dr. Margarete Haase (Chairwoman), Andreas W. Mattes (Deputy Chairman), DI (FH) Andreas Gerstenmayer (member), Univ. Prof. Dr. Monika Henzinger (member), Yen Yen Tan, MBA (member), Kin Wah Loh (member), Mag. Brigitte Ederer (member), DI Arunjai Mittal (member), Ing. DI (FH) Wolfgang Koren (employee representative), DI Dr. Nadine Stoiser-Raidl (employee representative), DI Michael Krainz (employee representative), Martin Bauer (employee representative).

### Remuneration

The Management Board's remuneration as of December 31, 2025 and as of December 31, 2024 was as follows:

### Management Board Remuneration

in EUR million	2025	2024
Salary		
Salary, not variable	2	2
Salary, variable	1	1
Share-based payments	3	4
Other remuneration	0	0

In the financial year, the members of the Management Board were granted a total of 434,951 awards (2024: 310,077 awards following the reverse share split at a ratio of 10:1) of ams-OSRAM AG. These awards were granted from the PSU tranche under the LTIP 2023, which means that their vesting conditions are linked to the achievement of performance targets. As soon as they have vested and a twelve-month waiting period has elapsed, ams-OSRAM AG shares are transferred to the eligible Management Board members in exchange for the PSUs without requiring any consideration. In the 2025 financial year, no awards were available for exercise by members of the Management Board (2024: 0).

The following table shows the ams-OSRAM AG shares and financial instruments held by the members of the Management Board:

#### Management Board Members' Holdings of ams-OSRAM AG Shares and Financial Instruments

Number	Dec. 31, 2025	Dec. 31, 2024
Shares	11,250	11,250
Awards	827,719	392,768

The members of the Management Board in office as at December 31, 2025, held financial instruments for the transfer of shares in ams-OSRAM AG only as part of share-based compensation plans.

As of December 31, 2025, persons related to Management Board members held neither shares (2024: 0) nor financial instruments (2024: 0) for the acquisition of shares in ams-OSRAM AG.

The remuneration for the Company's Supervisory Board amounted to EUR 1 m in the 2025 financial year (2024: EUR 1 m). All remuneration was and is paid directly by the Company. The remuneration shown relates to the amounts actually paid in the financial year. The remuneration and the amounts payable for the 2025 financial year were determined on the basis of the principles adopted by the Annual General Meeting in 2021, which were not changed by the Annual General Meeting on June 26, 2025.

Supervisory Board members held neither shares (2024: 0) nor financial instruments (2024: 0) in ams-OSRAM AG as of December 31, 2025. As of December 31, 2025, related parties of the members of the Supervisory Board held neither shares (2024: 0 shares) nor financial instruments (2024: 0 financial instruments) in ams-OSRAM AG. There are no ongoing loan arrangements with members of the Supervisory Board or Management Board or persons related to them.

#### Transactions with Associates

in EUR million	Sales of goods and services and other income		Purchases of goods and services and other expense	
	2025	2024	2025	2024
Associates	4	2	0	0

Loans granted to associates amounted to EUR 4 m as of December 31, 2025 (2024: EUR 4 m). As of December 31, 2025, no cumulative loss allowances on loans and receivables were recognized (2024: EUR 0 m). These equity investments represent strategic equity investments.

### 33. Auditor's Fees

Audit firm Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna, charged EUR 1.2 m in fees during the reporting year for the audit of the consolidated financial statements and the financial statements of the parent company. Other assurance services amounted to EUR 0.2 m in the reporting year in connection with the review of the 2025 interim consolidated financial statements. No fees were incurred for tax consulting services in the reporting year (2024: EUR 0 m), nor were any fees incurred for other consulting services in the reporting year (2024: EUR 0 m).

The fees relate to Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna, which assumed the audit mandate starting in the 2025 financial year. In the 2024 financial year, the expenses for the auditor KPMG for auditing the annual and consolidated financial statements amounted to EUR 0.9 m. Other consulting services provided by KPMG in the 2024 financial year amounted to EUR 0.2 m.

## 34. Group Companies

	Accounting method	Country of incorporation	Functional currency	Ownership interest	
				2025	2024
ams Asia Inc.	Fully consolidated	Philippines	PHP	100.00%	100.00%
ams International AG	Fully consolidated	Switzerland	CHF	100.00%	100.00%
ams Italy S.r.l.	Fully consolidated	Italy	EUR	100.00%	100.00%
ams Offer GmbH	Fully consolidated	Germany	EUR	100.00%	100.00%
ams-OSRAM Sensors S.R.L.	Fully consolidated	Romania	RON	100.00%	100.00%
ams-OSRAM France SASU	Fully consolidated	France	EUR	100.00%	100.00%
ams R&D Spain S.L.	Fully consolidated	Spain	EUR	100.00%	100.00%
ams R&D UK Ltd.	Fully consolidated	United Kingdom	GBP	100.00%	100.00%
ams Semiconductors India Pvt. Ltd.	Fully consolidated	India	INR	100.00%	100.00%
ams Sensors Belgium BV	Fully consolidated	Belgium	EUR	100.00%	100.00%
ams Sensors Germany GmbH	Fully consolidated	Germany	EUR	100.00%	100.00%
ams Sensors Netherlands BV	Fully consolidated	Netherlands	EUR	100.00%	100.00%
ams-OSRAM Asia Pacific Pte. Ltd.	Fully consolidated	Singapore	USD	100.00%	100.00%
Heptagon Oy	Fully consolidated	Finland	EUR	100.00%	100.00%
Seven Sensing Software BV	Fully consolidated	Belgium	EUR	100.00%	100.00%
7 Sensing Software SASU	Fully consolidated	France	EUR	100.00%	100.00%
OSRAM Licht AG	Fully consolidated	Germany	EUR	88.22%	86.35%

### Entities held via OSRAM Licht AG (Group share in OSRAM Licht AG: 88.22%)

	Accounting method	Country of incorporation	Functional currency	Share OSRAM Licht AG	
				2025	2024
ams Sensors Portugal Lda.	Fully consolidated	Portugal	EUR	100.00%	100.00%
ams-OSRAM International GmbH	Fully consolidated	Germany	EUR	100.00%	100.00%
ams-OSRAM Japan Ltd.	Fully consolidated	Japan	JPY	100.00%	100.00%
ams-OSRAM Korea Ltd.	Fully consolidated	Korea	KRW	100.00%	100.00%
ams-OSRAM Taiwan Ltd.	Fully consolidated	Taiwan	TWD	100.00%	100.00%
ams-OSRAM USA Inc.	Fully consolidated	USA	USD	100.00%	100.00%
Chorus Lighting S.p.A.	Fully consolidated	Italy	EUR	100.00%	100.00%
Fluxunit GmbH	Fully consolidated	Germany	EUR	100.00%	100.00%
Light Distribution GmbH	Fully consolidated	Germany	EUR	100.00%	100.00%
OSRAM (Malaysia) Sdn. Bhd.	Fully consolidated	Malaysia	MYR	100.00%	100.00%
OSRAM (Thailand) Co. Ltd.	Fully consolidated	Thailand	THB	100.00%	100.00%
OSRAM A/S	Fully consolidated	Denmark	DKK	100.00%	100.00%
OSRAM AB	Fully consolidated	Sweden	SEK	100.00%	100.00%
OSRAM AS	Fully consolidated	Norway	NOK	100.00%	100.00%
OSRAM Asia Pacific Ltd.	Fully consolidated	Hong Kong	HKD	100.00%	100.00%
OSRAM Asia Pacific Management Co. Ltd.	Fully consolidated	China	CNY	100.00%	100.00%
OSRAM Benelux BV	Fully consolidated	Netherlands	EUR	100.00%	100.00%
OSRAM Beteiligungen GmbH	Fully consolidated	Germany	EUR	100.00%	100.00%
OSRAM Česká republika s.r.o.	Fully consolidated	Czech Republic	CZK	100.00%	100.00%
OSRAM China Lighting Ltd.	Fully consolidated	China	CNY	90.00%	90.00%
OSRAM Co. Ltd.	Fully consolidated	Korea	KRW	100.00%	100.00%
OSRAM Comercio de Solucoes de Iluminacao Ltda.	Fully consolidated	Brazil	BRL	100.00%	100.00%
OSRAM d.o.o.	Fully consolidated	Croatia	EUR	100.00%	100.00%
OSRAM de México S.A. de C.V.	Fully consolidated	Mexico	MXN	100.00%	100.00%
OSRAM ENI GmbH	Acquisition / Production cost	Germany	EUR	100.00%	0.00%
OSRAM GmbH	Fully consolidated	Germany	EUR	100.00%	100.00%
OSRAM Kunshan Display Optic Co. Ltd.	Fully consolidated	China	CNY	100.00%	100.00%

	Accounting method	Country of incorporation	Functional currency	Share OSRAM Licht AG	
				2025	2024
OSRAM Lighting (Pty) Ltd.	Fully consolidated	South Africa	ZAR	100.00%	100.00%
OSRAM Lighting AG	Fully consolidated	Switzerland	CHF	100.00%	100.00%
OSRAM Lighting Middle East FZE	Fully consolidated	UAE	USD	100.00%	100.00%
OSRAM Lighting Private Ltd.	Fully consolidated	India	INR	100.00%	100.00%
OSRAM Lighting Private Ltd.	Fully consolidated	Singapore	SGD	100.00%	100.00%
OSRAM Lighting SASU	Fully consolidated	France	EUR	100.00%	100.00%
OSRAM Lighting S.L.	Fully consolidated	Spain	EUR	100.00%	100.00%
OSRAM Ltd.	Fully consolidated	United Kingdom	GBP	100.00%	100.00%
OSRAM Ltd.	Fully consolidated	Japan	JPY	100.00%	100.00%
OSRAM Ltd.	Fully consolidated	Canada	CAD	100.00%	100.00%
OSRAM Opto Semiconductors (China) Co. Ltd.	Fully consolidated	China	CNY	100.00%	100.00%
OSRAM Opto Semiconductors (Malaysia) Sdn Bhd	Fully consolidated	Malaysia	MYR	100.00%	100.00%
OSRAM Opto Semiconductors Asia Ltd.	Fully consolidated	Hong Kong	HKD	100.00%	100.00%
OSRAM Opto Semiconductors Trading (Wuxi) Co. Ltd.	Fully consolidated	China	CNY	100.00%	100.00%
OSRAM Oy	Fully consolidated	Finland	EUR	100.00%	100.00%
OSRAM Pty. Ltd.	Deconsolidated	Australia	AUD	0.00%	100.00%
OSRAM Romania S.R.L.	Fully consolidated	Romania	RON	100.00%	100.00%
OSRAM S.A.	Fully consolidated	Argentina	ARS	100.00%	100.00%
OSRAM S.A. de C.V.	Fully consolidated	Mexico	MXN	100.00%	100.00%
OSRAM S.p.A. - Società Riunite OSRAM Edison Clerici	Fully consolidated	Italy	EUR	100.00%	100.00%
OSRAM Sales EOOD	Fully consolidated	Bulgaria	BGN	100.00%	100.00%
OSRAM SBT GmbH	Deconsolidated	Germany	EUR	0.00%	100.00%
OSRAM Servicios Administrativos S.A. de C.V.	Fully consolidated	Mexico	MXN	100.00%	100.00%
OSRAM SL GmbH	Deconsolidated	Germany	EUR	0.00%	100.00%
OSRAM Sp. z o.o.	Fully consolidated	Poland	PLN	100.00%	100.00%
OSRAM SYLVANIA INC.	Fully consolidated	USA	USD	100.00%	100.00%
OSRAM Taiwan Company Ltd.	Fully consolidated	Taiwan	TWD	100.00%	100.00%
OSRAM Teknolojileri Ticaret Anonim Sirketi	Fully consolidated	Turkey	TRY	100.00%	100.00%

	Accounting method	Country of incorporation	Functional currency	Share OSRAM Licht AG	
				2025	2024
OSRAM a.s.	Fully consolidated	Slovakia	EUR	100.00%	100.00%
OSRAM Lda.	Fully consolidated	Portugal	EUR	100.00%	100.00%
P.T. OSRAM Indonesia	Fully consolidated	Indonesia	IDR	100.00%	100.00%
Ring Automotive Ltd.	Fully consolidated	United Kingdom	GBP	100.00%	100.00%
Vixar Inc.	Fully consolidated	USA	USD	100.00%	100.00%

## 35. Associates

	Accounting method	Country of incorporation	Functional currency	Ownership interest	
				2025	2024
AlphaLum SA	At equity	Switzerland	CHF	40.80%	0.00%
Circadian Zirlight LLC	At equity	USA	USD	6.13%	6.13%
Jinan Smart Sensing Sensor Co. Ltd.	At equity	China	CNY	49.00%	49.00%
New Scale Technologies Inc.	At equity	USA	USD	41.27%	41.27%
Sciosense Holding B.V.	At equity	Netherlands	EUR	45.22%	45.22%

Entities held via OSRAM Licht AG (Group share in OSRAM Licht AG: 88.22%)

	Accounting method	Country of incorporation	Functional currency	Share OSRAM Licht AG	
				2025	2024
Bolb Inc.	At equity	USA	USD	22.00%	22.00%
CarbonBook Inc.	At equity	Canada	CAD	12.94%	12.94%
iThera Medical GmbH	At equity	Germany	EUR	7.15%	7.15%
VividQ Limited	At equity	United Kingdom	GBP	3.11%	3.11%

## 36. Other Equity Investments

	Accounting method	Country of incorporation	Functional currency	Ownership interest	
				2025	2024
Axzon Inc. (formerly: RFMicron Inc.)	FVOCI	USA	USD	9.83%	9.83%
GreenTropism SAS	FVOCI	France	EUR	9.31%	9.31%
Leman Micro Devices SA	FVOCI	Switzerland	CHF	15.43%	15.43%
Silicon Alps Cluster GmbH	FVOCI	Austria	EUR	4.00%	4.00%

Entities held via OSRAM Licht AG (Group share in OSRAM Licht AG: 88.22%)

	Accounting method	Country of incorporation	Functional currency	Share OSRAM Licht AG	
				2025	2024
Caruso GmbH	sold	Germany	EUR	0.00%	0.55%
GSB - Sonderabfall-Entsorgung Bayern GmbH	FVOCI	Germany	EUR	0.07%	0.07%
ILOF - Intelligent Lab on Fiber Ltd.	FVOCI	United Kingdom	GBP	1.19%	1.19%
LAMP NOOR (P.J.S.) Co.	FVOCI	Iran	IRR	20.00%	20.00%
LeddarTech Holdings Inc.	FVOCI	Canada	CAD	4.49%	4.49%
Tensordyne Inc. (formerly Recogni Inc.)	FVOCI	USA	USD	4.12%	3.60%
SiLC Technologies Inc.	FVOCI	USA	USD	3.48%	3.48%
TetraVue Inc.	FVOCI	USA	USD	6.36%	6.36%

## 37. Events after the Reporting Period

### Partial Repurchase of the Convertible Bond

In December 2025, the Management Board of ams-OSRAM AG decided to repurchase the convertible bond with a nominal amount of EUR 760,000,000 and a term until November 3, 2027, in a maximum amount of EUR 300,000,000 for the purpose of reducing the liabilities from the convertible bond and improving the capital structure. The denomination is EUR 100,000 per bond. After the offer period expired on January 16, 2026, 1,999 convertible bonds were offered to ams OSRAM for repurchase, corresponding to a total principal amount of EUR 199,900,000. The repurchase price per bond offered was determined in a Dutch auction process and amounted to 96.00% of the principal amount per bond offered. This corresponds to EUR 96,000 per bond and

a total amount of EUR 191,904,000. Following completion of the public buyback offer, 5,601 bonds with a total principal amount of EUR 560,100,000 are still outstanding.

### Sale of Non-optical Analog/Mixed-signal Sensor Business

On February 3, 2026, ams OSRAM agreed to sell its non-optical analog/mixed-signal sensor business for automotive, industrial, and medical applications to Infineon Technologies AG, Neubiberg (Germany). The sale is part of ams OSRAM's comprehensive debt reduction plan. The consideration amounts to EUR 570 m in cash on a cash and debt-free basis. ams OSRAM expects to generate a disposal gain in the mid nine-digit EUR range from the transaction. In addition, ams OSRAM will provide manufacturing services to the buyer over several years. The criteria under IAS 12 for the recognition of deferred tax assets on existing tax loss carryforwards are not met as of December 31, 2025. However, the planned sale could enable the utilization of currently unrecognized tax loss carryforwards. The transaction is expected to close in the second quarter of 2026, subject to standard regulatory approvals.

### “Simplify” Transformation and Cost-saving Program

ams OSRAM announced the “Simplify” transformation and cost-saving program on February 10, 2026. “Simplify” aims to reduce complexity, speed up decision-making, streamline processes, slim down the product portfolio, and lower product costs to be competitive. The plan is to shift the focus of European locations to innovative and distinctive products in the future, while standardized, cost-intensive products will mainly be manufactured in Asia. In connection with this, there are plans to partially relocate production and related research and development activities. Investments in automation and artificial intelligence are also planned with a view to increasing productivity at the locations and making central functions more efficient through organizational simplifications. The measures are expected to generate structural annual cost savings of around EUR 200 m by the end of 2028. The plans also include a global reduction of just over 2,000 jobs over a three-year period. Around half of the job cuts will affect European locations – mainly in Germany – with the remainder will affect locations in Asia. These planned transformation measures are expected to incur implementation costs in the low nine-digit EUR range over the next three years.

Premstaetten, February 26, 2026

Aldo Kamper  
Chief Executive Officer  
CEO

Rainer Irle  
Chief Financial Officer  
CFO

# Auditor's Report\*

## Report on the Consolidated Financial Statements

### Audit Opinion

We have audited the accompanying consolidated financial statements of ams-OSRAM AG, and of its subsidiaries (the Group) comprising the consolidated statement of financial position as of December 31, 2025 the consolidated statement of income and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the fiscal year then ended, and the notes to the consolidated financial statements.

Based on our audit the consolidated financial statements were prepared in accordance with the legal regulations and present fairly, in all material respects, the assets and the financial position of the Group as of December 31, 2025 and its financial performance and cash flows for the year then ended in accordance with the IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) as adopted by the EU, and the additional requirements under section 245a UGB (Austrian Company Code).

### Basis for Opinion

We conducted our audit in accordance with the regulation (EU) no. 537/2014 (in the following "EU regulation") and in accordance with Austrian Standards on Auditing. Those standards require that we comply with International Standards on Auditing (ISAs). Our responsibilities under those regulations 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 Austrian General Accepted Accounting Principles and professional requirements and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained until the date of this auditor's report is sufficient and appropriate to provide a basis for our opinion by this date.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the fiscal year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Below, we present our identified Key Audit Matter:

Key Audit Matter	How We Addressed This Matter in the Course of Our Audit
<p><b>Impairment of Assets</b> The consolidated financial statements of ams-OSRAM AG report as of 31 December 2025 MEUR 1,565 of property, plant and equipment and MEUR 1,945 of intangible assets – including MEUR 1,431 of goodwill and MEUR 301 of intangible assets with indefinite useful lives or intangible assets under development.</p> <p>In accordance with IAS 36, goodwill must be allocated to the respective cash-generating units. Goodwill as well as intangible assets with indefinite useful lives or intangible assets under development must be tested for impairment at least annually. In addition, if there are impairment triggers or indications of a reversal during the year, an interim impairment assessment must be performed.</p> <p>Assessing the recoverability of intangible assets and property, plant and equipment requires estimations to determine whether an impairment exists and, if so, in what amount.</p> <p>The recoverable amount of the cash-generating units is determined based on the higher of value in use and fair value less costs of disposal, derived from discounted future cash flows using a risk-adequate discount rate.</p> <p>The main risk relates to management's estimates of future cash flows and discount rates, which serve to determine the recoverability of intangible assets and property, plant and equipment.</p> <p>The relevant disclosures of ams-OSRAM AG are included in the notes "13. Property, Plant and Equipment" and "14. Intangible Assets".</p>	<p>We assessed how management determined any potential impairment of intangible assets and property, plant and equipment as part of the impairment assessment. Furthermore, we evaluated the estimates on which management based its calculations. Our audit procedures included, among others, the following tasks:</p> <ul style="list-style-type: none"> <li>- Assessment of the design and implementation of the process and controls for identifying potential impairment triggers and for the subsequent measurement of assets</li> <li>- Assessment of the composition of the cash-generating units (CGUs) and the assets allocated to each CGU Examination and assessment of management's identification of impairment triggers</li> <li>- Review of planning documents as well as plausibility checks and analysis of the assumptions made regarding key value drivers (revenue, expenses, investments, changes in working capital and cash flow), using external market data and other external and internal sources</li> <li>- Verification of the derivation of forecast revenue and results against the plans submitted to the Supervisory Board and reconciliation to the requirements of IAS 36</li> <li>- Assessment of the methodology applied, mathematical accuracy of the documents and calculations submitted, and assessment of the discount rate used for determining the recoverable amount of the cash-generating units, involving our valuation specialists</li> <li>- Assessment of the adequacy of the related note disclosures</li> </ul>

\* This report is a translation of the original report in German, which is solely valid. Publication or sharing with third parties of the consolidated financial statements together with our auditor's opinion is only allowed if the consolidated financial statements and the management report for the Group are identical with the German audited version. This audit opinion is only applicable to the German and complete consolidated financial statements with the management report for the Group. Section 281 (2) UGB (Austrian Company Code) applies to alternated versions.

**Other Matter Paragraph**

The group financial statements of ams-OSRAM AG, Premstätten for the year ended December 31, 2024 were audited by another group auditor who expressed an unmodified opinion on those consolidated statements on March 5, 2025.

**Other Information**

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements, the Group's management report and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and of the Audit Committee for the Consolidated Financial Statements**

Management is responsible for the preparation of the consolidated financial statements in accordance with IFRS Accounting Standards as adopted by the EU, and the additional requirements under section 245a UGB (Austrian Company Code) for them to present a true and fair view of the assets, the financial position and the financial performance of the Group and for such internal controls as management determines are necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Audit Committee is responsible for overseeing the Group's financial reporting process.

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the EU regulation and in accordance with Austrian Standards on Auditing, which require the application of ISAs, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the EU regulation and Austrian Standards on Auditing, which require the application of ISAs, 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 by management.
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- 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 to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide the Audit 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, related safeguards.

From the matters communicated with the Audit 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

### Comments on the Management Report for the Group

Pursuant to Austrian Generally Accepted Accounting Principles, the management report for the Group is to be audited as to whether it is consistent with the consolidated financial statements and as to whether the management report for the Group was prepared in accordance with the applicable legal regulations.

Management is responsible for the preparation of the management report for the Group in accordance with Austrian Generally Accepted Accounting Principles.

We conducted our audit in accordance with Austrian Standards on Auditing for the audit of the management report for the Group.

### Opinion

In our opinion, the management report for the group was prepared in accordance with the valid legal requirements comprising accurate disclosures pursuant to Section 243a UGB (Austrian Company Code) and is consistent with the consolidated financial statements.

### Statement

Based on the findings during the audit of the consolidated financial statements and due to the thus obtained understanding concerning the Group and its circumstances no material misstatements in the management report for the Group came to our attention.

### Responsible Austrian Certified Public Accountant

The engagement partner is Ms. Rosemarie König, Certified Public Accountant.

Vienna, February 27, 2026

**Ernst & Young**  
**Wirtschaftsprüfungsgesellschaft m.b.H.**

Mag. Stefan Uher mp  
Wirtschaftsprüfer /  
Certified Public Accountant

Mag. (FH) Rosemarie König mp  
Wirtschaftsprüferin /  
Certified Public Accountant

# Glossary

<b>3D technologies / sensing</b>	Sensing technologies incorporating the acquisition of depth information to capture image or spatial data in three dimensions.	<b>CSRD</b>	The Corporate Sustainability Reporting Directive (CSRD) requires the companies affected to carry out comprehensive sustainability reporting using the ESRS (see there).
<b>8", 8 inches</b>	Diameter of wafer used for chip production.	<b>CT</b>	Computed tomography
<b>ADAS</b>	Advanced driver-assistance systems are groups of electronic technologies that assist vehicle operators in driving and parking functions, increasing car and road safety. ADAS use automated technology such as sensors and cameras to detect nearby obstacles or driver errors and respond accordingly.	<b>DBO</b>	Defined benefit obligation
<b>ALIYOS</b>	ALIYOS™ is an LED-on-foil technology for use in vehicles. The technology enables individualized segmentation to create light signatures and text on different kinds of materials.	<b>EBIT</b>	Earnings Before Interest and Taxes, result from operations
<b>AOI</b>	ams-OSRAM International GmbH	<b>EBITDA</b>	Earnings Before Interest, Taxes, Depreciation and Amortization
<b>AR/VR</b>	Augmented reality/virtual reality: AR is an interactive experience of a real-world environment where the objects that reside in the real world are enhanced by computer-generated perceptual information. VR is a simulated experience that can be similar to or completely different from the real world. Applications of virtual reality include entertainment, education, and business.	<b>EEL</b>	An edge-emitting laser is a semiconductor-based laser with light emission from the edge of the chip, in contrast to VCSEL, which emits light via the surface.
<b>ASIC</b>	Application-specific integrated circuit	<b>EPS</b>	Earnings per share
<b>BMSVG</b>	Austrian Corporate Staff and Self-Employment Provision Act	<b>ERISA</b>	U.S. Employee Retirement Income Security Act: a US Federal law enacted in 1974 that sets minimum standards for retirement plans in private industry for US employees.
<b>BOA</b>	OSRAM defined-contribution pension plan	<b>ERM</b>	Enterprise risk management system
<b>BU</b>	Business unit	<b>ESG</b>	Environment, social, governance
<b>C2X</b>	Car-to-everything technology, also described as Car2X: technology that allows cars/vehicles to communicate with their environment (X) as well as with each other.	<b>ESRS</b>	ESRS stands for European Sustainability Reporting Standards and describes the binding reporting standards developed by the EU that must underpin sustainability reporting according to the CSRD. They comprise rules on environmental, social, and governance issues.
<b>CGU</b>	Cash-generating unit	<b>EVIYOS</b>	Proprietary highly-pixelated matrix headlamps technology of ams OSRAM with > 25,000 individually addressable pixels.
<b>CMOS</b>	CMOS: complementary metal-oxide-semiconductor	<b>IASB</b>	International Accounting Standards Board
<b>CSA</b>	CMOS Sensors and ASICs, business unit	<b>IC</b>	An integrated circuit (IC) is an electronic circuit mounted on a thin wafer of semiconductor material, usually a few millimeters in size.
		<b>IFRS</b>	International Financial Reporting Standards



**III-V compound semiconductors** Compound containing elements from groups III (earth metals/boron group) and V (nitrogen-phosphorus group) in the periodic table. When combined, these materials produce the electrical conductivity in semiconductors.

**IoT** Internet of Things (IoT): The Internet of Things is a collective noun for technologies of a global infrastructure of information societies that interconnects physical and virtual objects to help them cooperate through information and communication technologies.

**ISA** International Standards on Auditing

**IZM** Fraunhofer Institute for Reliability and Microintegration

**L&S** Lamps and Systems, business unit

**LCA** Life cycle assessments

**LCD** A liquid-crystal display is a flat-panel display or other electronically modulated optical device that uses the light-modulating properties of liquid crystals combined with polarizers. Liquid crystals do not emit light directly, instead using a backlight or reflector to produce images in color or monochrome.

**LDI** Liability-driven investment

**LiDAR** Light detection and ranging is a measuring technology that measures distance by illuminating the target with pulsed laser light and processing the reflected pulses with a sensor. Differences in laser return times and wavelengths can then be used to make digital 3D representations of the target (3D LiDAR).

**LTIP** Long Term Incentive Plan

**Matrix headlamps** Integrated intelligent light source based on a monolithic structured LED chip with > 25,000 individually addressable pixels, enables adaptive driving beam and projection capabilities. (also see EVIYOS).

**microLED** Tiny LED with structure size of < 50 µm. Among other things, display technology today uses arrays of these microscopic LEDs.

**Micro-modules** Combination and assembly of different single optical components (e.g. emitters, optics, detectors, ICs) into one integrated module with a very small form factor.

**MIDA** Malaysian Investment Department Authority

**MIS** Management information system

**Mixed-signal** Mixed-signal: generic term for the processing of both analog and digital electrical (input) signals in, for example, electrical measuring devices such as oscilloscopes or for integrated circuits that process both analog and digital signals.

**NTE – Near to eye** Augmented-reality systems allow smart glasses to merge the virtual and physical worlds. It is expected that the next advancement in this technology will be the projection of virtual information onto special glasses or directly onto the user’s retina.

**OEM** Original equipment manufacturer

**OHI** Organizational Health Index, employee survey

**OS** Opto Semiconductors, business unit

**OSP** Open System Protocol: an open, license-free communication technology for connecting red-green-blue (RGB) LEDs, sensors, and microcontrollers from various manufacturers

**OVE** Austrian Electrotechnical Association

**Photon counting** Photon counting for x-ray images, a technology that enables higher-resolution computed tomography.

**Photon** An elementary particle that is a quantum of the electromagnetic field, including electromagnetic radiation such as light and radio waves.

**Pixel** A pixel is generally thought of as the smallest single component of a digital image.

**PSU** Performance Share Unit

**R&D** Research and Development



<b>Relative TSR</b>	Relative total shareholder return
<b>RSU</b>	Restricted Share Unit
<b>S&amp;P Global CSA</b>	The Standard & Poor's (S&P) Global Corporate Sustainability Assessment (CSA) is an annual evaluation of companies' sustainability practices. It covers over 10,000 companies from around the world and focuses on sustainability criteria that are both industry-specific and financially material.
<b>SER</b>	SIX Exchange Regulation (SER) is an independent regulatory and monitoring organization that regulates and monitors issuers and participants on the Swiss Stock Exchange.
<b>SLTIP</b>	Special Long Term Incentive Plan
<b>SpO<sub>2</sub> measurement</b>	Also pulse oximetry: noninvasive method for monitoring arterial oxygen saturation by measuring light absorption or light emission during fluoroscopy of the skin
<b>SPSU</b>	Special Performance Share Unit
<b>SSOP</b>	Special Stock Option Plan
<b>TSR</b>	Total shareholder return
<b>TSV</b>	Through-silicon via: typically a vertical electrical connection made of metal that completely passes through a silicon substrate (wafer, chip)
<b>UGB</b>	(Austrian) Commercial Code
<b>UV-C LED</b>	Illumination of UV-C spectrum invisible light based on LED technology used for disinfection applications (e.g. air, surfaces, water)
<b>VCSEL</b>	A VCSEL (Vertical-Cavity Surface-Emitting Laser) is a type of semiconductor laser diode that emits light vertically from the top surface of a chip. This technology is used in, for example, 3D sensing, biometric identification, and the security of mobile devices.



# Imprint

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