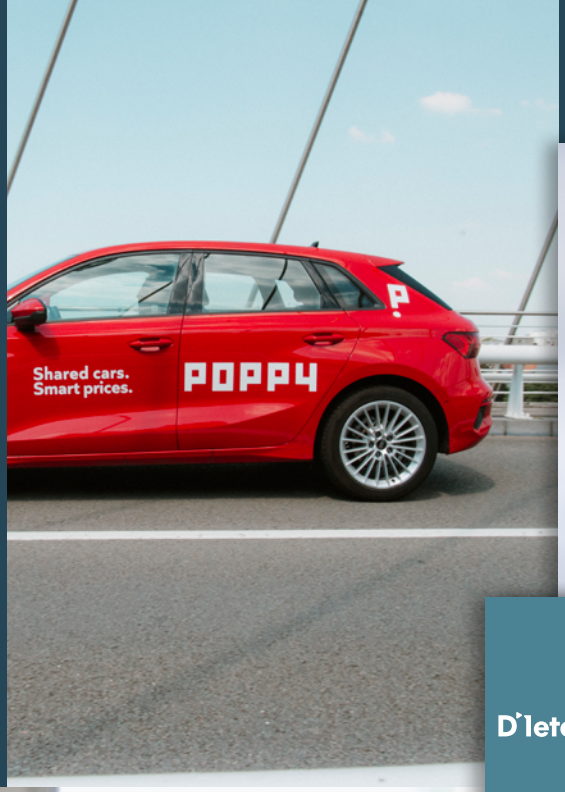
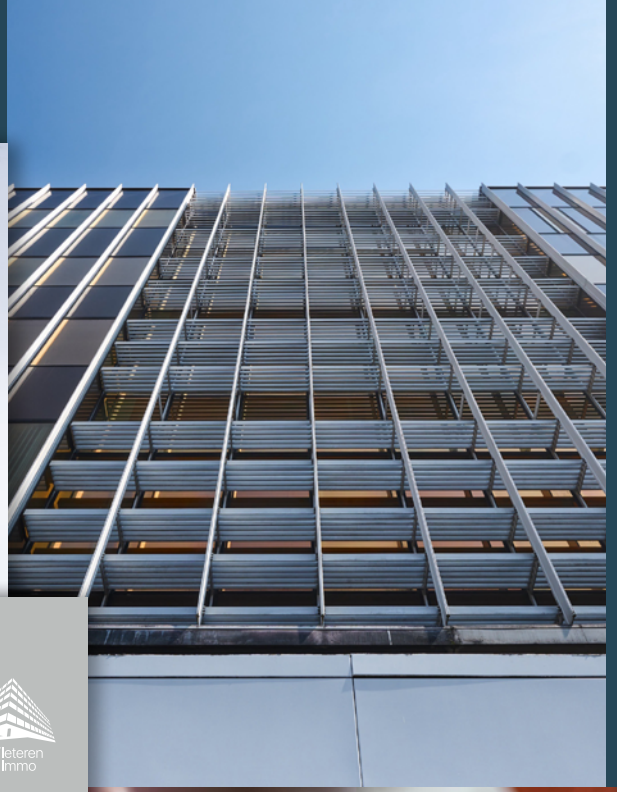






D'Ieteren

BELRON

MOLESKINE

TVH

PHE
PARTS HOLDING EUROPE

D'Ieteren Immo







Integrated Report 2024

1805
D'IeterenGroup

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Who we are

"Our purpose is to build a family of businesses that reinvent industries in search of excellence and meaningful impact"

A family controlled, listed investment company with an international portfolio

Since its foundation in 1805 in Brussels (Belgium), D'Ieteren has been the name of a family of entrepreneurs that has grown over more than two centuries into what is called today the D'Ieteren Group. The mission of the Group is to build a family of businesses that reinvent the industries in which they operate in search of excellence and meaningful impact. Why is the word 'family' so important to us? Because it naturally blends all the qualities we believe are necessary to run a thoughtful, meaningful company for the long term. We are passionate about the companies we invest in and we embark with them on a journey towards long-term value creation for all our stakeholders.

Family of businesses

100%

D'ieteren

"Building seamless and sustainable mobility for everyone"

- #1 car distributor in Belgium with a market share of 24%
- Official distributor of VW brands in Belgium
- Strong network of independent and owned dealerships as well as after-sales services
- Offers financing and expands in new mobility services



50.3%*

BELRON

"Making a memorable difference with care"

- Worldwide leader in vehicle glass repair, replacement & recalibration ("VGRRR")
- Close to 16m jobs performed across 40 countries
- Very high levels of brand awareness and customer satisfaction
- Also manages vehicle glass insurance claims on behalf of insurance companies



100%

MOLESKINE

"Unleash the human genius through hands on paper"

- Premium and aspirational lifestyle brand
- Develops and distributes iconic branded notebooks and writing, travel and reading accessories through a global multichannel platform



40%**

TVH

"Keeps you going and growing"

- Leading global independent distributor for aftermarket parts for material handling, construction & industrial, and agricultural equipment
- Unique operating model with exceptional customer service
- Operates 81 branches across every continent



91%***

PHE
PARTS HOLDING EUROPE

"Supporting affordable and sustainable mobility"

- Omni-channel distribution leader in the independent aftermarket for vehicle spare parts
- Present in 6 Western European countries
- Outstanding customer service enabled by its logistical excellence and superior distribution density



100%

D'ieteren Immo

"Creating timeless living and working spaces adapted to the evolving needs of people and society"

- D'ieteren Group's real estate arm in Belgium
- Manages assets including offices, workshops, dealerships, logistics centers, residential units, car parks and landbanks, mainly occupied by D'ieteren Automotive
- Pursues investment projects and carries out studies into possible site renovations



* other shareholders: CD&R/ GIC, H&F and Blackrock/ Management, Employees and Founding Family
** other shareholders: Thermote Family
*** other shareholders: Management, partners and independent distributors. PHE is consolidated at 100% in D'ieteren Group accounts and Group share figures.

Key figures

Financial

€12,074m
SALES, GROUP'S SHARE

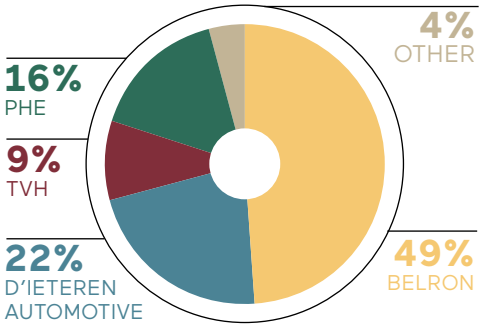
€1,328m
ADJUSTED OPERATING RESULT, GROUP'S SHARE

€1,065m
ADJUSTED PROFIT BEFORE TAX, GROUP'S SHARE

€160.7
SHARE PRICE AS AT 31 DECEMBER 2024

9.6%
ADJUSTED PROFIT BEFORE TAX, GROUP'S SHARE GROWTH IN 2024

ADJUSTED PROFIT BEFORE TAX GROUP´S SHARE



Non-financial

49,687
HEADCOUNT AS AT 31 DECEMBER 2024

EMPLOYEE ENGAGEMENT
5
OF OUR 6 BUSINESSES RECIEVED SCORES HIGHER THAN 74%

NET PROMOTER SCORE
5
OUT OF 6 BUSINESSES ARE MEASURING IT

SBT
4
OF OUR BUSINESSES ARE ENGAGED TOWARDS SBTI

2
OF OUR BUSINESSES HAVE NET-ZERO APPROVED TARGETS

ESG RATINGS IN 2024, D'IETEREN GROUP OBTAINED:

CDP DISCLOSER 2023 — A "C" score for its participation in the CDP Climate Change questionnaire.

ESG INDUSTRY TOP RATED — A score of 11.2 from Sustainalytics, demonstrating a low ESG risk.

MSCI ESG RATINGS AA — Maintained an AA score at MSCI.

Why invest in D'Ieteren Group

1. HIGH QUALITY OF ASSETS

D'Ieteren Group's assets have a proven track record of **sustained and profitable growth and strong cash generating profiles.** Typically active in fragmented markets, where they have achieved leadership positions, they are able to pursue **organic and inorganic growth strategies** to continue their expansion, further supported by **sound financial policies.**

READ MORE ON PAGE 24

2. CORPORATE ADDED-VALUE

With its **experience**, highly engaged and multi-disciplinary team of 29 employees, D'Ieteren Group **engages** with its businesses and **contributes** to their development in different aspects. These range from value creation initiatives to support in M&A, financing, digital transformation and innovation.

READ MORE ON PAGE 23

3. CLEARLY DEFINED STRATEGY

D'Ieteren Group's strategy aims at **long-term value creation**. The Group will continue to look for additional platforms, while supporting its businesses in their developments along the strategic line: **« Invest, support, engage and contribute »**.

READ MORE ON PAGE 13

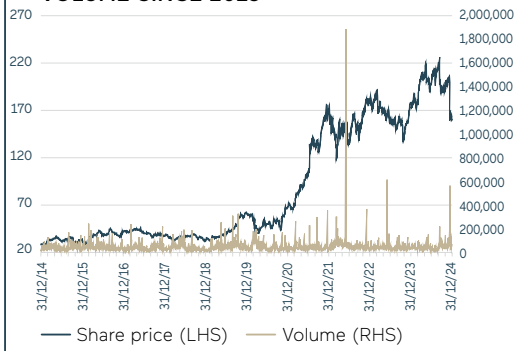
4. DEEPLY ROOTED ESG FOCUS

ESG is deeply rooted into the group's strategy, starting **from investment processes, which integrate an ESG due diligence**. D'Ieteren Group plays an instrumental role in **helping its businesses to frame their ESG strategies** and define the relevant KPIs to track, among which, for all businesses, employee engagement, customer satisfaction and CO_2 emissions.

READ MORE ON PAGE 19

SUSTAINABLE SHAREHOLDER VALUE CREATION

D'IETEREN'S SHARE PRICE AND VOLUME SINCE 2015



€1,065m

ADJUSTED PROFIT BEFORE TAX, GROUP SHARE (+9.6% VS 2023)

+34.8%

TOTAL SHAREHOLDER RETURN IN 2024 (+764.7% VS 2015)

Message from the Chairman



The Group is well-positioned for continued success. The unwavering commitment of our teams, coupled with their dedication to excellence and customer satisfaction, provides us with a solid foundation for future growth.

Ladies and gentlemen,

Dear shareholders,

As we reflect on the past year, I am proud to share that 2024 has been once again an exceptional year for our businesses which have demonstrated outstanding performance.

In today's ever-changing economic environment, where innovation drives progress, I am more convinced than ever that the ability of any industry to endure and to thrive lies in its agility. I am therefore pleased to observe that agility has become a living mindset for our businesses, leading us to stay alert, seize new opportunities, and continue to grow, both organically and by acquisitions.

Our businesses are consistently on the lookout for strategic bolt-on acquisitions to expand into new geographic markets and strengthen our presence. In parallel, they are making forward-looking investments in new and innovative areas. For example, Artificial Intelligence is being tested and integrated at various levels within our businesses. This exploration of AI technologies demonstrates our resolve to embrace technological advancements, ensuring we remain competitive in a continuously evolving market.

As you may know, this year has seen D'Ieteren Group undergo an important change in its shareholding structure. This evolution ensures that the Group is now firmly rooted in one branch of our founding family, reinforcing its long-term vision and stability for generations to come. It is an honour for me, as Chairman, to continue driving the legacy of this bicentenary Group, and I am committed to continue carrying its values and strategy forward with the support of the Board Members.

On this occasion, I am pleased to announce the appointment of three new Directors to the Group: Thierry le Grelle, Olivier Chapelle, and Charles-Antoine Leunen whose expertise and fresh perspectives will further strengthen our governance. I would like to extend a warm welcome to them as they join us in guiding the Group through the exciting opportunities ahead.

I also wish to congratulate the skipper of the D'Ieteren Group sailing boat, Denis Van Weynbergh, for successfully completing the Vendée Globe round-the-world tour, despite encountering numerous challenges to do so. His courage, determination, and resilience throughout the race perfectly embody the core values of our Group while reflecting the spirit of all those driven by the energy to undertake. Bravo Denis!

Looking ahead, the Group is well-positioned for continued success. The unwavering commitment of our teams, coupled with their dedication to excellence and customer satisfaction, provides us with a solid foundation for future growth. I am truly grateful for their hard work. Together, we are united by a long-term vision for a family of businesses with a global reach, poised to thrive and adapt in ever-evolving market landscapes.

Thank you for your continued trust,

Best regards,

Nicolas D'Ieteren
CHAIRMAN OF THE BOARD

"In today's ever-changing economic environment, where innovation drives progress, I am more convinced than ever that the ability of any industry to endure and to thrive lies in its agility."



Message from the CEO



November 10, 2024: Denis Van Weynbergh leaves the port of Les Sables d'Olonne on his D'Ieteren Group IMOCA class sailing boat, as part of the Vendée Globe solo race around the world. Exactly 117 days later, Denis completes his tour around the globe, and becomes the first Belgian ever to finish this ultra-challenging "Mount Everest of sailing" race in one go. During the last year and a half, Denis has become a true hero within the D'Ieteren Group community, in Belgium and beyond. No better person than him exemplifies our values of entrepreneurship, courage, curiosity, respect and care. A true inspiration to us all!

Francis Deprez
CHIEF EXECUTIVE OFFICER

2024 has also witnessed a major entrepreneurial milestone at D'Ieteren Group, with the once-in-a-generation restructuring of the family shareholding. Nicolas D'Ieteren and Olivier Périer, the two family shareholders of the seventh generation, agreed to concentrate the family ownership into a single branch, thereby simplifying the family control of the publicly listed investment company that we are, with Nicolas D'Ieteren now serving as the firm's family anchor for the decades to come. From our point of view as management, this positions the Group optimally to continue executing its existing strategy efficiently and creating value for all stakeholders.

In terms of financial results, 2024 has brought us a double record. We surpassed the €1 billion mark both in Profit before Tax, Group share - the KPI we typically use to guide the financial markets, and in pre-tax pre-acquisition Free Cash Flow, Group share, an internal metric we use to track the cash flow generation of our businesses. This is not a minor symbolic achievement, when compared to the couple of hundred million euros we were generating less than a decade ago.

These records were achieved despite an increasingly turbulent and uncertain macroeconomic environment in which our businesses operated in 2024:

- **D'Ieteren Automotive** reached an operating result of €270m with a record margin, despite delivering 5000 less vehicles than last year in a declining market.
- **Belron** continued on its growth trajectory, increasing its margin in a highly polarized market. In the US, Belron increased its market share in a declining insurance claims market while and in Europe, the company was able to capture significant growth in several countries. The trajectory remained rock solid, but to get there, the management had to muster a lot of agility and determination.
- **TVH** and **PHE**, our two spare parts businesses, both operated in environments with very limited pricing tailwind, and patchy – sometimes negative – volume demand. Nevertheless, both businesses achieved top line growth, as well as higher margins, which is a tribute to the resilience of their business models as well as to the active steering and performance management of their leadership teams.
- **Moleskine** too operated in markets with subdued consumer demand, where brick & mortar retailers remained very cautious in their investments, and online channels no longer experienced the same level of growth as before.

In 2024, the financing structures of our Group and several of our businesses have also changed. Some of these changes were part of the day-to-day planning and optimization of capital structures, as seen at TVH, PHE or D'Ieteren Auto, while others, especially at Belron and at the Group levels, were made in anticipation of the extraordinary dividend of €74 approved by the Special General Assembly of December 6, 2024, and subsequently paid out to all shareholders. At Belron, a combination of TLB and SSN financing was used to refinance the company and raise €3.8 bn of additional debt. By the end of December, Belron's leverage ratio stood at 5.15x, down from the 5.5x communicated in September. At the Group level, we raised a two year bridge loan of €500m of which €250m was already repaid in March 2025, and a bank-syndicated five year loan of €500m. These two facilities combined represent a very moderate loan-to-market cap ratio.

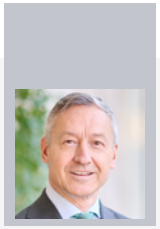
On May 14 of this year, we will hold our Investor Day in London, three years after the previous one. This will be a great opportunity to take stock of the recent past, give an outlook for the next three years, and allow the capital markets and our investors to meet with and ask questions to the CEOs and CFOs of our businesses.

I would also like to take the opportunity of this message to say thank you. First of all to the colleagues of the Corporate team at D'Ieteren Group, who demonstrated extra commitment and flexibility especially in the second half of the year. We also added some new expertise in the central team, most notably in treasury, tax, and ESG, and strengthened our investment professionals team.

Second, I would like to express my gratitude to the management teams of D'Ieteren Automotive, Belron, Moleskine, TVH, PHE and D'Ieteren Immo, for their leadership, creativity and drive, throughout the challenging year 2024. In particular, I want to thank Daniela Riccardi, who retired at the end of December 2024 after five years with us, and welcome Christophe Archaimbault, who took over the helm from her as the CEO of Moleskine. And I want to welcome Steven Boel, who joined over the summer as the new CEO of D'Ieteren Immo.

The 2024 Annual Report is the first to include a sustainability statement aligned with the relevant European reporting standards. Building on the progress made in recent years, it offers a comprehensive view of our Group and businesses' ESG strategies and performance. Most importantly, it underscores our unwavering commitment to guiding the Group towards resilience and creating meaningful impact.

Francis Deprez
CHIEF EXECUTIVE OFFICER



"The 2024 Annual Report is the first to include a sustainability statement aligned with the relevant European reporting standards. Building on the progress made in recent years, it offers a comprehensive view of our Group and businesses' ESG strategies and performance."

>€1 billion

BOTH IN PROFIT BEFORE TAX, GROUP SHARE AND IN PRE-TAX PRE-ACQUISITION FREE CASH FLOW, GROUP SHARE

2024 in brief

GOV FIN

Family shareholding reorganisation and extraordinary dividend

In the last quarter of 2024, D'Ieteren Group's family shareholders reached an agreement to reorganise their respective shareholdings, cementing the long-term stability of the Group's family shareholding. This once-in-a-generation reorganisation, whereby Nayarit acquired 16.7% of D'Ieteren Group's capital from SPDG and thereby increasing its shareholding to 50.1%, concentrates family ownership in one single family branch and optimally positions the Group for the next decades while also sharing a considerable part of the value created through an extraordinary dividend of €74 per ordinary share to all shareholders.



GOV

New CEO



Steven Boel succeeded Paul Monville as D'Ieteren Immo's new Chief Executive Officer as of August 2024. Steven brings a wealth of real estate experience from his previous roles at Ahold Delhaize, Carrefour, Forum Estates & Mileway, ranging from asset management, development and investment roles.

FIN ESG

Leadership in Battery Electric Vehicles

D'Ieteren Automotive has again confirmed its leadership position in terms of registrations of Battery Electric Vehicles in Belgium – with a market share of 24%. This highlights D'Ieteren Automotive's commitment to electrifying the Belgian car park - thus spearheading a transformative shift towards a greener future.



OPS FIN

Mergers and acquisitions

TVH has successfully closed the acquisition of Sincanli, a leading tractor spare parts supplier based in Turkey, along with two smaller deals in the USA and Colombia. These strategic acquisitions are expected to enhance TVH's global footprint and strengthen its market position.

EXTRA

Moleskine's partnership with the Van Gogh Museum receives award

In Las Vegas, the Van Gogh Museum has won a Licensing International Excellence Award in the 'Best Product – Publishing, Social Expression, or Back to School' category for the partnership with Moleskine. The collection offers a blank canvas from which to explore and express one's own creativity, search for your own uniqueness and shine a light on your creative verve, just like Vincent van Gogh did.



OPS

PHE Strategy Day



PHE welcomed D'Ieteren Group's investors in Logisteo, a state-of-the-art distribution facility that revolutionized its logistics approach since 2017 and underscores its commitment to operational excellence. The event provided an opportunity to introduce PHE's leadership team to DIG's investors and highlighted PHE's strategic value creation drivers while showcasing the company's best-in-class capabilities.

EXTRA

Vendée Globe

D'Ieteren Group's sponsorship of the 2024 edition of Vendée Globe has come to a successful end as skipper Denis Van Weynbergh has completed the solitary, uninterrupted and without assistance round-the-world sailing race 117 days. This remarkable achievement highlights the Group's values of entrepreneurship and courage that the skipper embodies.



GOV

New CFO

Carine Van Landschoot succeeded Mark Oosterlinck as TVH's new Chief Financial Officer (CFO) on December 2, 2024. Carine leveraged her extensive background from her previous roles at syncreon and DP World, where she successfully led global finance teams and managed significant corporate projects.



FIN

Successful refinancing and dividend recap

Belron successfully refinanced €4.3bn of existing Term Loans and raised an additional €3.8bn of new debt by issuing a €6.25bn. (euro-equivalent) of Term Loans and €1.85bn (euro-equivalent) of Senior Secured Notes, in a combination of euro and U.S. dollars. The proceeds have further funded a €4.3 bn distribution to shareholders, of which €2.2 bn to D'Ieteren Group.

OPS

Mobilis finalisation and delivery building

Over the course of 2024 the construction works of the 32,000 m² multi-tenant site were finalised and the first spaces delivered to its tenants, a mix of D'Ieteren Group activities and external tenants. In line with its sustainability strategy, D'Ieteren Immo is expecting to receive a BREAAM outstanding certification on the building.



ESG

Ecovadis gold medal

D'Ieteren Automotive has been awarded the Gold medal by EcoVadis, recognizing its outstanding dedication to environmental stewardship and ethical business practices.

The Gold medal places D'Ieteren Automotive among the top companies globally in terms of sustainability performance, reinforcing its leadership in the automotive industry.

OPS

PHE upgraded its organisation to support growth

To sustain its growth trajectory, PHE implemented a strategic reorganization of its management structure, introducing key leadership roles such as France COO B2B, International COO B2B, Head of Purchasing & Supply Chain and Head of AD Parts Intergroup (Spain). Furthermore, the updated organizational structure was designed to expand the scope of some functions to an international scale, notably the management of client networks and the development of body parts.

PHE
PARTS HOLDING EUROPE

ESG

Integration of the Bel 20 ESG

D'Ieteren Group has been included in the BEL ESG Index, reflecting its commitment to sustainability and responsible business practices. This inclusion, effective from September 23, 2024, highlights the Group's efforts in environmental, social, and governance (ESG) fields.



GOV

New CEO

Moleskine has appointed Christophe Archaimbault as its new CEO, succeeding Daniela Riccardi. Christophe, who joined Moleskine in October 2020 as Chief Commercial Officer, has a proven track record of experience from various leadership roles, including his tenure as CEO of Pryde Group and his extensive career at Procter & Gamble.



Business strategy

INVEST – ORIGINATION

D'Ieteren Group will use its existing businesses' cash generative profiles to continue to upstream cash, which will enable the Group to reduce its indebtedness, while gradually recreate a strategic investment capacity. D'Ieteren Group maintains the ambition to further expand the Group with selective new growth platforms.

The Investment team, supported by the Group's experts, continues to look for companies with sustainable operating models and leadership positions. The approach focuses on identifying differentiated businesses with strong positions in defined markets and the potential to scale both organically and through synergetic acquisitions.

Management teams of the Group's businesses are key to its model and success. Before any potential transaction, the Group tries to spend as much time as possible with management to build relationships and test compatibility of mindset and vision. Management and the human dimension are probably the most important elements in the Group's ability to create long-term value.

When considering new acquisitions, the Group strives to acquire control or co-control positions to operate as an active owner. As co-shareholder, the Group is used to working with partners at its side and has gained positive experience at partnering with private equity investors, families, sovereign wealth funds and other long-term investors.

Investment criteria

MARKET

- Large addressable market
- Long-term sustainable growth trends
- Preference for fragmented market with consolidation potential

BUSINESS MODEL

- Proven and scalable business model with global reach potential
- Sustainable competitive advantages with limited capital intensity
- Ability to generate superior returns for employees, customers, society and shareholders

MANAGEMENT

- Strong, ambitious and purposeful management teams
- Cultural proximity and shared values
- Aligned long-term incentives

DEAL STRUCTURE

- Preference to be majority shareholder or in co-control
- Equity ticket of €100m - €1bn, with ability to reinvest follow-on capital
- Use of financial leverage tailored to each business' specificity

ACTIVE OWNERSHIP

D'Ieteren Group's active ownership model is centered around a clear and common strategic vision shared with our businesses' management teams. This strategic vision is subsequently translated into an ambitious development plan featuring defined milestones and formal alignment with management teams.

The Group conducts regular meetings with managements to review both financial and non-financial performance and to monitor the progress of the different relevant projects. These sessions are designed to serve as a platform for constructive two-way dialogue and D'Ieteren Group aims to act as a sounding board for management, encouraging, inspiring and sometimes challenging opinions and providing suggestions to enrich the discussions and lead to better outcomes.

Moreover, the Group also actively encourages and stimulates best practice exchanges between the businesses and provides ad hoc support in several key areas of expertise to drive excellence and foster innovation, ultimately creating value for all stakeholders.





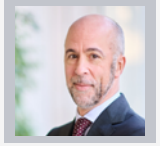
Investment Strategy 2024

2024 was characterised by declining interest rates (4 cuts starting in June) and lower inflation, normally conducive of higher M&A activity overall. Although M&A transactions increased in Europe in 2024, the activity was mainly supported by large corporates and secondary transactions for financial sponsors. In addition, public markets remained subdued with another year of limited number of IPO's (29). Such trends led to another increase in the average hold period of assets at private equity firms and the expectation of a significant exit pipeline for 2025.

In coherence with our strategy, we looked at several acquisition opportunities in the first half of 2024, focusing mainly on Business Services and Industrials, in continuity with 2023.

We are starting 2025 with increased levels of debt at D'Ieteren Group and Belron. Our short-term focus will therefore be on deleveraging, while supporting the development of all our existing businesses. This is what we did in 2024, with the strengthening of Belron's positioning, notably in the US, as well as a further expansion in Spain by PHE and a strategic acquisition by TVH in Turkey.

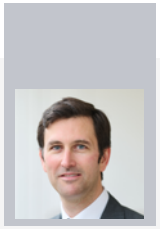
As we are confident that we will gradually re-build a strategic investment capacity from 2025 onwards, we are continuing our investigations for new acquisitions, still concentrating our efforts on the Business Services and Industrial sectors mainly.



"The macro environment was more conductive for M&A in general in 2024 and we see objective reasons for financial sponsors to increase asset divestments in 2025, therefore creating future acquisition opportunities for us. We remain on the lookout for new acquisition opportunities in our preferred sectors, with the short-term priority to deleverage."

NICOLAS SAILLEZ
CHIEF INVESTMENT OFFICER

Active ownership 2024



"2024 was marked by a stronger focus on cash generation and cash planning, in view of the Group's increased leverage.

The Group has also supported its businesses in various projects, in areas such as human resources, digital transformation and ESG.

I'm pleased to witness that this collaboration has been a source of inspiration for us all, thereby fostering our solid and lasting partnership."

EDOUARD JANSSEN
CHIEF FINANCIAL OFFICER

Long-term strategic vision

The shareholder reorganization and extraordinary dividend distribution announced in September 2024 were undoubtedly key focus areas for D'leteren Group's corporate team. The successful completion thereof required active collaboration with the businesses to ensure the financial feasibility of the transaction, at all levels.

ESG

In terms of ESG, D'leteren Group provided guidance and support to its businesses in implementing new reporting standards (CSRD). Moreover, the Group monitored the development and progress of the businesses' sustainability strategies while providing ad hoc support on material ESG aspects.

Leadership & culture

In 2024, several leadership initiatives were undertaken at the businesses, with active involvement of D'leteren Group. Notably, Christophe Archaimbault took over the role of CEO at Moleskine, while Carine Van Landschoot was appointed CFO at TVH. Additionally, organizational changes were implemented at PHE to further support its continued growth, with the addition of two new key roles, i.e. COO International and COO France.

1805 D'leteren Group

Operational excellence Digital transformation & innovation

D'leteren Group continued to facilitate and encourage the exchange of best practices among its businesses on various topics such as, amongst others, logistics, IT / Digital, Finance, innovation, procurement and ESG. These initiatives were well attended and received highly positive feedback by the participating teams.

Acquisitions

In terms of M&A, D'leteren Group's businesses continued their bolt-on acquisition strategies, with the support of the Group. Belron acquired 26 companies, primarily in the US. PHE continued its international expansion with 6 acquisitions, notably a minority position in Morocco. TVH proceeded with 3 acquisitions, among which Sincanli in Turkey, adding 1.1% to TVH's 2024 top-line growth.

Financing / capital structure

A key consideration for the decision to increase leverage at Belron and the decision to take on debt at the holding level was to safeguard the Group's ability to successfully pursue its strategy while continuing to support the development of its existing businesses. The Group assisted Belron in securing a €6.3bn TLB's financing at attractive terms, as well as PHE with the refinancing of €960m outstanding bonds with TLBs.

D'leteren Group strongly believes in the importance of alignment with management teams of its businesses. Long term incentive plans, mostly equity-based, intended to share the value created over the years are or are being structured with the management teams of all our businesses.

Value creation model

RESOURCES

GROUP

REASONABLE LEVERAGE
€653m net debt position at end-24

STABLE SHAREHOLDING STRUCTURE

EXPERIENCED MULTI-DISCIPLINARY TEAM

EXTENSIVE PROFESSIONAL NETWORK

BUSINESSES

LEADERS IN LARGE & GROWING MARKETS

CONSOLIDATION OPPORTUNITIES

SCALABLE BUSINESS MODELS

STRONG & INCENTIVISED MANAGEMENT TEAMS

ENGAGED PERSONNEL

STRATEGY

ORIGINATION

INVEST
Origination

SUPPORT
Long-term value creation

ENGAGE
Open and transparent dialogue

CONTRIBUTE
Active involvement in our businesses

ACTIVE OWNERSHIP

VALUE CREATION*

VALUE CREATION **FOR OUR EMPLOYEES**
KPI: EMPLOYEE ENGAGEMENT

VALUE CREATION **FOR OUR CUSTOMERS**
KPI: CUSTOMER SATISFACTION

VALUE CREATION **FOR SOCIETY**
KPI: CO_2 EMISSIONS

VALUE CREATION **FOR OUR SHAREHOLDERS**

€3,365m
EMPLOYEE BENEFITS[1]

€854m
TOTAL INVESTMENT[2]

€51m
RESEARCH & DEVELOPMENT[3]

€411m
INCOME TAX PAID[4]

€10,173m
EXPENSES RECOGNIZED TOWARDS SUPPLIERS[5]

€4,176m
DIVIDEND & SHARE BUYBACKS[7]

6 The figures include 100% of TVH and Belron.
1. Including social contributions, post-employment benefits, and other advantages such as LTIP.
2. Including CapEx, acquisition of subsidiaries (net of cash acquired), and capital lease repayments.
3. Research and Development costs incurred by the Group during the reporting year.
4. Paid in jurisdictions where D'Ieteren Group's activities are operating according to the applicable laws.
5. Full scope, excluding Inter-Company transactions.
6. Paid in 2024.

Business environment

RESILIENT GLOBAL GROWTH IN 2024 FUELLED BY EASING INFLATION AND TRADE RECOVERY DESPITE GEOPOLITICAL CHALLENGES

The global economic expansion remained resilient in 2024 with a 3.2% increase in world output, albeit still below pre-pandemic levels, reflecting ongoing economic challenges. Headline inflation decreased in most countries, attributed to easing supply-side constraints and restrictive monetary policies, although core inflation has proven stickier than initially anticipated in many regions. Additionally, global markets still faced high uncertainty sparked by expectations of trade and fiscal policy shifts under newly elected governments, political instability in various places around the globe and persisting geopolitical tensions.

The economic gap between the U.S. and Europe widened as the U.S. economy demonstrated stronger-than-expected resilience, with growth driven by strong consumer spending, high investments, and robust labor markets. In contrast, Eurozone struggled with sluggish growth, as high borrowing cost and weak industrial output weighted on economic activity. This triggered a policy divergence between the European Central Bank (ECB) and the Federal Reserve (FED), as the former eased monetary policy faster amid concerns about Europe's long-term economic trajectory relative to the U.S.

RECOVERY IN M&A DEAL VOLUMES AMID PREVAILING INVESTOR CAUTION

2024 marked a year of recovery and cautious optimism, as financial markets improved, inflation decelerated and interest rates started to fall while dealmakers adapted their strategies to focus on more concrete value creation. The global M&A market experienced a return to growth with the global deal value amounting to $3.5 trillion, a 15% increase from previous year, while deal volume grew by 7% reversing a two-year decline.

Valuation trends in 2024 presented a mixed picture. Strategic M&A valuations remained historically low and well below public market valuations, which peaked during the year. This disparity suggests that while deal activity increased, companies remained cautious, focusing on cost synergies and strategic fit rather than pursuing high-premium acquisitions.

Overall, financial markets fostered a more favorable environment for dealmaking while global equity markets supported higher (although still subdued) IPO activity compared to 2023.

INCREASINGLY FAVORABLE MARKET BACKDROP SUPPORTED PICK UP IN PE ACTIVITY

In 2024, the private equity (PE) sector experienced a nuanced landscape marked by both resurgence and challenges. Fundraising remained subdued, with capital raised in the first three quarters dipping to a four-year low. This decline was attributed to cautious investor sentiment and a focus on liquidity. A significant trend was the record $162 billion in PE stakes sold on the secondary markets, 45% more than previous year, as investors sought liquidity amid stagnant dealmaking and reduced cash distribution.

Going into 2025, confidence continued to build in the industry, amid a market backdrop that grew increasingly amenable to a wide range of transactions.

$3.5 trillion

GLOBAL VALUE OF M&A DEALS IN 2024

$162 billion

RECORD OF PRIVATE EQUITY STAKES SOLD ON SECONDARY MARKET IN 2024 (+45% VS 2023)

Sources of information:

- Global Economic Prospects, January 2025, World Bank
- OECD Economic Outlook, December 2024, OECD
- World Economic Outlook, January 2025, IMF

M&A, financial markets and dealmaking processes

- Dealogic and PitchBook data
- Global M&A report 2025, January 2025, Bain & Company
- Private Equity Pulse 2024, January 2025, EY
- Global IPO Watch 2024, PwC

FIRST WAVE OF CSRD REPORTING

2024 has been a year of practical reflection and execution, as the first wave of companies covered by the CSRD published their compliant reports in 2025. Aligning with CSRD standards has required considerable efforts, involving processes such as conducting a double materiality exercise, gathering vast amount of data, obtaining information from global value chains, and securing third-party limited assurance.

Although the first year of reporting was expected to be challenging and there is backlash and uncertainty regarding the EU Commission's plans to simplify some CSRD requirements, some companies adopt a pragmatic approach to CSRD implementation and exceed compliance to accelerate their decarbonization and transformation efforts.

The CSRD's foundation, known as double materiality, mandates a thorough assessment of both the financial and non-financial impacts of a company's operations. This exercise, designed to promote transparency and accountability, also guides business decision-making and resource allocation by focusing on material topics that enhance business resilience. Additionally, the Directive's science-based approach to reporting supports the robustness of transition plans, contributing to both decarbonization and business transformation.

CONTRARY WINDS

With concerns about boosting European competitiveness and growth while maintaining the core objectives of the EU Green Deal, many questions arise about the private sector's ability to handle what has been characterized as a veritable tsunami of disclosure requirements. In 2025, the EU, which has been leading ESG policy globally, has embarked on a simplification phase to reduce the regulatory burden for companies. The Commission's proposed Omnibus simplification package aims to streamline reporting processes, harmonize standards, reduce duplication, and provide clearer compliance guidance. By doing so, the EU aims to maintain its leadership in sustainability while ensuring that companies can remain competitive and continue to grow. The hope is that these changes will foster a more balanced approach to achieving the EU Green Deal's ambitious goals, ultimately benefiting both the environment and the economy.

IN THE FUTURE

Although the United States' de-regulatory agenda under the Trump administration, including the withdrawal from the Paris Agreement and plans to amend provisions of the Inflation Reduction Act (IRA), is seen as a significant setback for climate progress, it is unlikely that ESG developments will come to a global halt amidst this volatility. Despite these challenges, the growing physical risks associated with climate change have become a long-term trend. There is a growing acknowledgement among financial market participants that climate change will have significant impact on the macroeconomy. The importance for investors of considering resilience and adaptation across their portfolios has been underscored by the extreme weather occurrences in 2024. As a result, the attention to climate risk and sustainable investment is expected to continue.



Sources of information:

- ESG Legal Outlook, 2025, Linklaeters
- Global Risks Report, 2025, World Economic Forum
- Sustainability and Climate Trends, 2025, MSCI
- Sustainability Trends, 2025, S&P Global
- How to navigate the EU Omnibus Simplification Package, 2025, EY
- Implementing CSRD for sustainable transformation, 2024, EcoAct

Sustainability strategy

Finalization of the 2020-2025 ESG roadmap

RESPONSIBLE INVESTMENT

In line with its commitment to sustainability and responsible investment, D'Ieteren Group implemented a comprehensive 2020–2025 ESG roadmap. The table below highlights the key objectives and achievements from this period.

RESPONSIBLE INVESTMENT

AMBITION 2025

- **Investment process**

  ESG is embedded in every stage of the investment process.

- **Non-financial reporting**

  Non-financial reporting obtains limited independent assurance and is aligned with the most recognised standards and recommendations.

2024 STATUS

- **Investment process**

  D'Ieteren Group embeds ESG principles across the entire investment cycle, placing particular emphasis on the ownership phase through its active ownership strategy.

- **Non-financial reporting**

  After several years of aligning with GRI standards and obtaining limited assurance on most material KPIs, D'Ieteren Group produced a 2024 statement that complies with the new European Sustainability Reporting standards (ESRS) and received limited assurance on its content. This transition involved several steps including a Double Materiality Analysis (DMA) for the various businesses with results consolidated at Group level.

ACTIVE OWNERSHIP

AMBITION 2025

- **Businesses-specific aspects**

  Each business has a strong sustainability strategy focusing on its most material aspects, including quantitative targets and a proper measurement process.

- **Group-wide aspects**

  Each business measures the Group's three non-financial KPIs - people engagement, customer satisfaction, and CO_2 emissions – aiming to reach a level of excellence in each of them.

2024 STATUS

- **Businesses-specific aspects**

  In 2024 all businesses have started developing or updating their sustainability strategies based on the outcomes of their own DMA to address their specific impacts, opportunities and risks. Their Sustainability teams are responsible for monitoring these strategies, tracking progress and proposing the needed adjustments.

- **Group-wide aspects**

KPI 2024 status	Belron	D'Ieteren Auto	Moleskine	TVH	PHE	D'Ieteren Immo
People Engagement	88%	84%	76%	82%	90%	74.4%
Customer Satisfaction	86.0	S: 63.1 AS: 50.4	/	62	B2B: 4.56/5 B2C: 4.56/5	27
CO_2 emissions	All businesses have measured their carbon emissions and obtained external assurance for this metric. Further details are provided in the Sustainability disclosures.					

Double Materiality and the way forward

Four years after facilitating a first materiality analysis for its businesses, D'Ieteren Group conducted a Double Materiality Analysis (DMA) with each of its businesses to identify their ESG impacts, as well as their ESG risks and opportunities. The outcomes of the DMAs were then consolidated at Group level.

ESG IMPACTS, RISKS AND OPPORTUNITIES OF D'IETEREN GROUP

D'IETEREN GROUP (HOLDING) LEVEL

MATERIAL TOPICS

- **Responsible Investment approach**
- **Corporate governance**

BUSINESS LEVEL

MATERIAL TOPICS

- **Climate change (incl. impact on climate change, climate risk and opportunity management, Energy transition)**
- **Waste management**
- **Employees' Health & Safety**
- **Employees' Training & Development**
- **Governance - Business conduct**
- **Sustainable Value Chain (social and environmental aspects)**

The insights of these assessments will underpin the Group's new 2025-2027 ESG Roadmap. As part of this plan, alongside supporting businesses' own sustainability strategies, D'Ieteren Group will support companies on four intertwined areas where it can bring added value :



Climate Change

D'Ieteren Group is committed to having 100% of its portfolio covered by validated Science Based Targets (SBTs) by the end of 2027. Three businesses — Belron, D'Ieteren Automotive, and Moleskine — have already obtained validation. The Group is actively supporting the remaining three businesses in preparing for this commitment.

Circular Economy

Support businesses in reducing waste across operations and the value chain, while minimizing resource use through circular economy initiatives.

Sustainable Value Chains

Promote the Group-wide adoption of sustainable procurement programmes, including the systematic screening of suppliers based on environmental and social criteria.

ESG Governance

Further integrate ESG into all governance layers of our businesses by supporting training and upskilling programs.

Governance

D'Ieteren Group governance structure

BOARD OF DIRECTORS

12 Directors • all non-executive • 7 independent - 33% of women - 57 average age

→ Strategic Committee
Nomination & Remuneration Committee
Audit Committee

EXECUTIVE COMMITTEE

Francis Deprez — **CEO**
Édouard Janssen — **CFO**
Nicolas Saillez — **CIO**
Amélie Coens — **CLO**

→ Investment Committee
Business Steering Committee
ESG Steering Committee

INVESTMENT TEAM

9 investment professionals
Private Equity, Investment Banking & Management, Consulting backgrounds

EXPERT TEAM

16 experts
Legal, Tax, Consolidation, Financial & Non-financial Communication, ESG, Digital

D'Ieteren	BELRON	MOLESKINE	TVH	PHE — PARTS HOLDING EUROPE	D'Ieteren Immo
5 DIRECTORS APPOINTED BY THE GROUP	5 DIRECTORS APPOINTED BY THE GROUP	4 DIRECTORS APPOINTED BY THE GROUP	3 DIRECTORS APPOINTED BY THE GROUP	5 DIRECTORS APPOINTED BY THE GROUP	2 DIRECTORS APPOINTED BY THE GROUP

→ Boards of Directors
Monthly Business Review Meetings
Audit Committee
Nomination & Remuneration Committee

Committees of the Board of Directors

3 MEMBERS
6 MEETINGS

AUDIT COMMITTEE

Roles and responsibilities:

- Monitor the Group's financial and non-financial information and supervise the risk management and internal controls systems of the Group and its businesses
- Oversee D'Ieteren Group's risk register and related management approach.

2 MEMBERS
7 MEETINGS

STRATEGIC COMMITTEE

Roles and responsibilities:

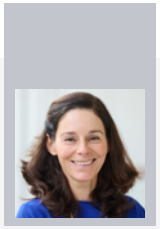
- Consider the Group's development priorities, and analyse its long-term strategies and objectives.
- Examine the progress of strategic projects, analyse future investments and divestments,
- Monitor the progress of the Group's businesses,and prepare strategic points for discussion and decision at the Board of Directors meetings.

4 MEMBERS
5 MEETINGS

NOMINATIONS & REMUNERATION COMMITTEE

Roles and responsibilities:

- Present recommendations to the Board of Directors regarding the appointment and the remuneration of:
  - Non-executive directors
  - The CEO of the Company
- Based on the recommendations of the CEO, present recommendations to the Board of Directors regarding the appointment and remuneration of:
  - Members of the Executive Committee
  - The CEO's of the Group's businesses
- Regularly review procedures, principles and policies related to the appointment and remuneration of the Group's key profiles
- Coordinate with the Nominations and Remunerations Committees existing within the Group's businesses
- Prepare the remuneration report and policy and present them during the Annual General Meeting



"The shareholder restructuring undertaken in 2024 provided an opportunity for D'Ieteren Group to re-evaluate and strengthen key elements of its governance framework. As part of this process, three new directors were appointed to the Board, including one independent director. This has resulted in a majority of independent directors now serving the Board and its sub-committees.

Environmental, Social, and Governance (ESG) considerations have also remained central to our governance agenda throughout the year, as reflected in the publication of our first report aligned with the Corporate Sustainability Reporting Directive (CSRD)."

AMÉLIE COENS
CHIEF LEGAL OFFICER

Executive Committee

The Executive Committee is composed of four members: the Chief Executive Officer, the Chief Financial Officer, the Chief Investment Officer and the Chief Legal Officer. Together, they are mainly responsible for implementing the Group's active ownership approach to its businesses and deploying its investment strategy, with the support of the Group's Corporate team.

The Executive Committee meets on a weekly basis, and participates in all Board meetings.



D'Ieteren Group Team

D'Ieteren Group consists of a team of 29 people, including four members of the Executive Committee, a nine-person investment team as well as experts involved in finance, financial and corporate communication, investor relations, tax, legal affairs, digital, and ESG. In addition, the team is strengthened by three personal assistants who support the team, and the Executive Committee. The Corporate team supports the Group's businesses in various fields (M&A, financing, legal, human resources, digital, ESG, etc) in order to accompany their development and value creation. Simultaneously, the Investment and Expert teams are also active in preparing and implementing new investment opportunities as well as potential divestments.

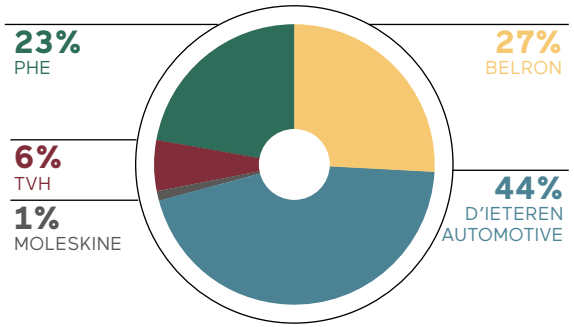


Business overview



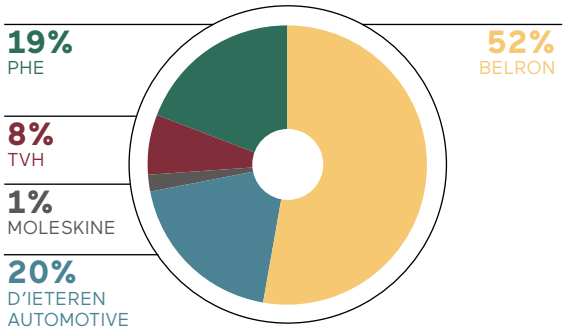
€12,074m

REVENUES, GROUP'S SHARE



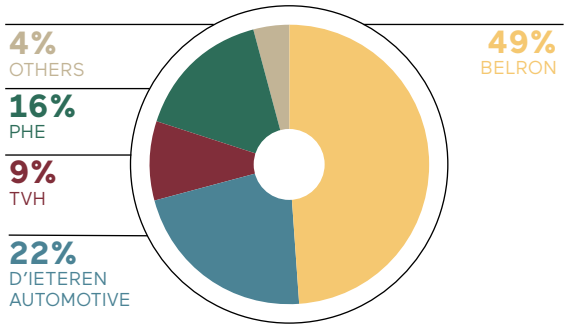
€1,328m

ADJUSTED OPERATING RESULT, GROUP'S SHARE



€1,065m

AJDUSTED PROFIT BEFORE TAX, GROUP'S SHARE



D'ieteren

BUSINESS DESCRIPTION

D'ieteren is the leading distributor of a diverse range of automotive brands in the Belgian market, including Volkswagen, Audi, SEAT, CUPRA, ŠKODA, Bentley, Lamborghini, Bugatti, Maserati, Rimac, Porsche, and Microlino. D'ieteren holds a substantial market share of 23.8% in the new car segment. D'ieteren's operations extend beyond new vehicles sales, with a presence in the used car market, facilitated through MyWay. The distribution network comprises both independent and D'ieteren-owned dealerships, ensuring a widespread and seamless customer experience.

D'ieteren is also dedicated to providing comprehensive After-Sales services and bodyshop repairs with Wondercar, an innovative vehicle smart repair concept. Furthermore, the commitment to offering leasing and financing services is evident through VDFin, a joint-venture with Volkswagen Financial Services. Finally, D'ieteren also invests in the area of new mobility, with among other initiatives, Lucien, an (e-)bike retailer with 22 shops, D'ieteren Energy, offering comprehensive energy solutions to private and business customers (incl. charging stations and solar panels) and Poppy, a car-sharing operator mainly active in Brussels and Antwerp. D'ieteren employs 2,700 FTEs across these various activities.

STRATEGY

Positioned as the market leader, D'ieteren has pursued its mission of providing sustainable and seamless mobility solutions in Belgium, through the active development of four pillars of activities:

Pillar 1: Automotive. The automotive pillar includes all the activities linked to D'ieteren's historic and core business, namely new and used car import and retail, After-Sales, VDFin, etc. For this first pillar, the strategy is to drive the electrification of the Belgian fleet and to grow D'ieteren's share in the various profit pools, by increasing customers' loyalty to D'ieteren products and services over the entire product life cycle. Expanding the used car offering, broadening the After-Sales footprint, developing a tailored After-Sales solution for older (4+ years) and multibrand vehicles, increasing customer satisfaction by offering value-adding digital tools are concrete examples of initiatives to achieve this.

Pillar 2: Lucien. The bike pillar aims at becoming the favourite omni-channel bike retailer in Belgium by offering a unique bike buying experience with experience centres and online interfaces. Lucien specializes in high-end electric bikes and has developed strategic partnerships with selected OEMs. Lucien's strategy is to consolidate a fragmented market in order to reach synergies and offer the best possible customer proposition.



Pillar 3: D'Ieteren Energy. The vision is to become the leader in the transition to green and sustainable mobility with an integrated offer to customers, comprising charging stations and solar panels. The strategy is to reinforce the core business by facilitating the adoption of electric vehicles by customers and simultaneously tap into new adjacent profit pools.

Pillar 4: Transport of people. D'Ieteren supports Poppy, a car-sharing operator active in the major Belgian cities and Husk/Taxi Verts. These activities enable D'Ieteren to offer a comprehensive portfolio of mobility solutions to its private and business customers.





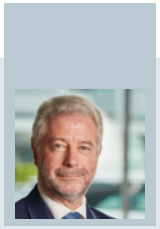
PERFORMANCE

FY-24 was marked by the recovery from global supply chain disruptions and a return to normal delivery times, market declines for Passenger Cars (-6.0% vs FY-23) and Light Commercial Vehicles (-2.4% vs FY-23) and an increasingly competitive environment with some OEMs orchestrating catalogue price declines for some models (particularly BEVs). In this context, D'Ieteren achieved a record market share of 23.8% for the second consecutive year. Registrations increased significantly for Porsche and to a lesser extent for Skoda, but declined for the other brands. D'Ieteren delivered a record market share of 12.9% in the Light Commercial Vehicle segment.

The Belgian automotive landscape continued to undergo rapid electrification with BEV representing 28.5% of new car registrations, a significant increase from 19.6% in FY-23. D'Ieteren remained the market leader in this segment with 24.1% share, ahead of Tesla (16.6%) and BMW (15.2%).

D'Ieteren demonstrated a record financial performance in FY-24. Net sales remained mostly flat (-0.5% vs FY-23) driven by a negative new car volume evolution and partially compensated by favourable price/mix effects, sales growth in the adjacent activities (spare parts, scale-ups) and perimeter effects in Retail. The adjusted EBIT stood at €270 million, a 21% increase vs FY-23, with a margin of 5.1% representing a 90bps improvement from FY-23, driven by a favourable gross margin evolution at import and the accretive impact from the adjacent activities. Trading cash flow improved significantly, primarily driven by a reduction in working capital, and more specifically a reduction in stock levels.

The company ended the year with an order book that is back to a normalised level.



"I would like to thank our customers for their loyalty to our products and services and my teams for their resilience. Our market has again been shaken like never before and we were able to successfully deliver various records. We relentlessly worked on developing sustainable and accessible mobility for all because we believe it will help built a better future."

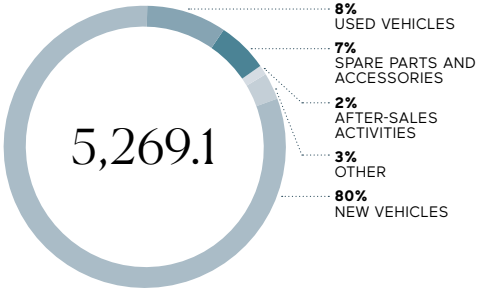
DENIS GORTEMAN
CHIEF EXECUTIVE OFFICER

KEY DEVELOPMENTS

- **Retail Network:** D'Ieteren successfully deployed CROSS, a new dealer management system focused on digital efficiency, across its retail network (owned and independent). Additionally, D'Ieteren acquired Maserati Brussels and Porsche Centre East Flanders to further expand its luxury pole and reach synergies. D'Ieteren also continued to expand its After-Sales networks (WonderCar and WonderService), through acquisitions (Carrosserie De Smet) and an increase in the number of franchisees.
- **Innovation & future mobility:** D'Ieteren's commitment to innovation and future mobility persisted through its continued investment in its scale-ups. Poppy experienced significant revenue growth in FY-24 driven by subscriber expansion (at constant fleet). D'Ieteren Energy, active in charging stations and solar panels, demonstrated a mixed performance, the good performance in charging stations being counterbalanced by a weaker performance in solar panels in the context of a steep market contraction (following the end of subsidies in Flanders). Lucien continued to expand its footprint through the acquisition of bike shops in the Belgian Market and developed its After-Sales activities.
- **People and Customers:** The employee engagement rate increased to 84.9% (vs 83% in FY-23), reflecting D'Ieteren's continued focus on its people and culture (including a strong vision and values, employee well-being, career and talent management initiatives). Customer satisfaction scores (NPS) were above expectations in Sales, mainly driven by a return to normal delivery times, and below expectations in After-Sales, due to long waiting times induced by capacity constraints.

REVENUE BREAKDOWN BY ACTIVITY

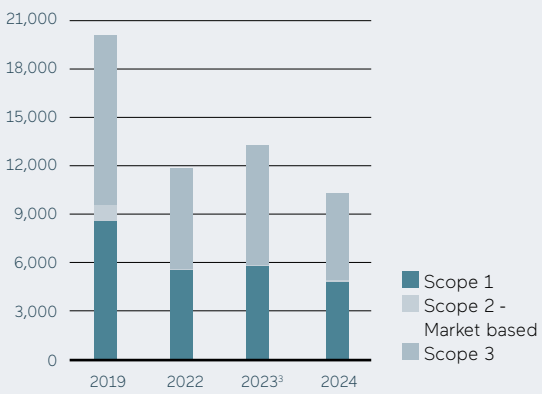
(€ million)	2022	2023	2024
New vehicles	2,893.2	4,294.5	**4,258.9**
Used vehicles	305.9	449.2	**407.3**
Spare parts and accessories	275.1	319.2	**356.6**
After-sales activities	54.5	74.8	**83,8**
Other	80.9	158.8	**162.5**
D'IETEREN AUTOMOTIVE	**3,609.5**	**5,296.5**	**5,269.1**



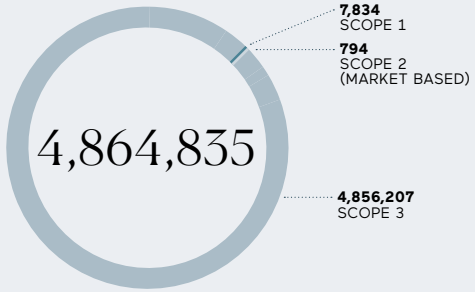
KEY FIGURES

(€ million)	2022	2023	2024
New vehicles delivered (in units)	89,469	124,929	**119,832**
External revenue	3,609.5	5,296.5	**5,269.1**
Adjusted operating result[1]	146.5	222.5	**269.7**
Adjusted operating margin[1]	4.1%	4.2%	**5.1%**
Adjusted result, Group's share[1]			
before tax[2]	154.3	210.7	**238.9**
after tax	106.1	146.2	**165.1**
Headcount (as at 31 December)	2,269*	2,762	**2,902**

CO_2 EMISSIONS (T CO_2E) HISTORICAL SCOPE*



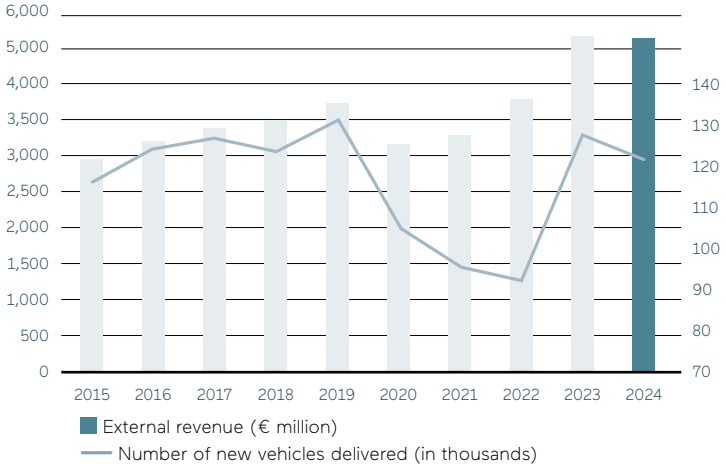
CO_2 EMISSIONS 2024 (T CO_2E) NEW SCOPE[4]



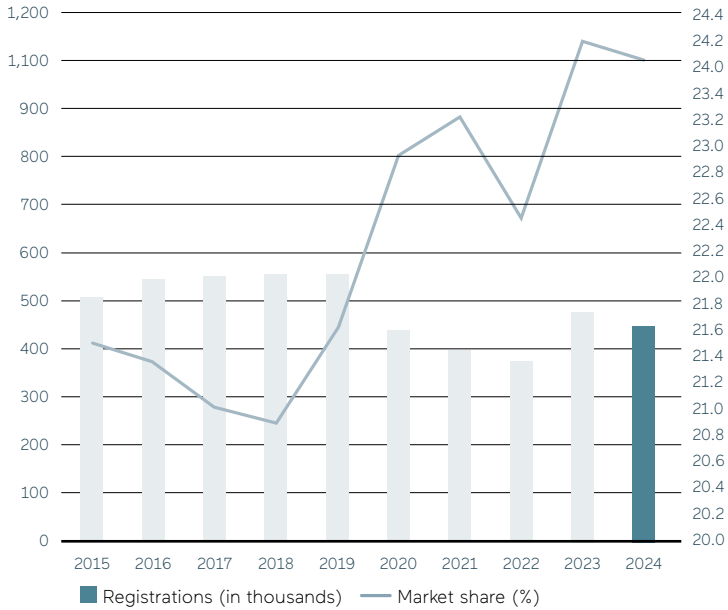
1. Excluding adjusting items (APMs - see glossary p. 60).
2. The adjusted result before tax, Group's share includes the Group's share in the adjusted result before tax of the equity-accounted entities.
3. 2023 figures have been restated due to (i) enhanced data gathering, mostly on buildings as well as own fleet energy consumption and (ii) changes to the calculation methodology of certain categories for increased accuracy, mainly on waste to align with GHG protocol methodology and on private plane fuel where consumption was overestimated. These changes are consistent with 2024 data received and calculation.
4. Since 2022, the scope has been expanded to include all fully consolidated D'Ieteren Automotive entities except the entities which are not fully consolidated by D'Ieteren Automotive such as Volkswagen D'Ieteren Finance (Vdfin) who is inlcuded in D'Ieteren Automotive's Scope 3 category 15: Investments.

* D'Ieteren Automotive has a commitment to reduce direct GHG emissions and limited indirect emissions by 50% in 2025 (2019 base year). For more information on the scope, targets and progress please refer to page 242.

REVENUE AND NUMBER OF VEHICULES DELIVERED



NEW CAR REGISTRATIONS IN BELGIUM AND MARKET SHARE OF D'IETEREN AUTOMOTIVE (NET)





BELRON®

BUSINESS DESCRIPTION

Belron is a worldwide leader in vehicle glass repair, replacement and recalibration, operating in 40 countries across 6 continents through wholly-owned businesses and franchises with market leading brands – including Autoglass®, Carglass®, Lebeau Vitres d'autos®, Speedy Glass®, Safelite®, O'Brien® and Smith&Smith®. In certain countries, Belron also provides insurance companies with claims management solutions to assist them in managing the large volume of claims they receive related to car glass damage, streamlining their claims process, reducing administrative burdens and decreasing their associated costs.

STRATEGY

Belron focuses on its purpose of making a memorable difference with care to its customers, its people, its shareholders and to society. This purpose is shared right across the company and is the driving force behind all its decisions.

Belron's continued growth was achieved thanks to the combination of a strong focus on its core offering to both its mobile and in-branch customers (vehicle glass repair, replacement and recalibration) and its value-added products and services. The company remains at the forefront of windscreen camera recalibration, constantly fostering innovation to remain the industry leader and provide drivers with the highest quality service.

Across all segments Belron is continuously working on strengthening its partnerships with key suppliers and key clients in order to remain the preferred choice for motorists and key accounts in all countries in which it operates.

Belron also strives to deliver continuous process and systems improvements by leveraging technology and innovation, enabling the business to operate more efficiently, and provide a great experience to both its customers and its own people, all the while delivering further profitable growth.

Finally, Belron is always committed to preserving its unique corporate culture and long-held values. It has been making further progress in its Responsible Business agenda, around its core pillars of Sustainable Products and Services, and Investing in People and Society.

PERFORMANCE

Belron delivered another strong performance in 2024. Despite more challenging insurance market conditions in the U.S., very good traction across Europe and the Rest of the World drove continued top-line growth and profit margin improvement. This success reflects the strength, agility, and effectiveness of Belron's management, people, and operating model. Sales reached €6.46bn, a 7% increase year on year driven mostly by organic growth (including the increased penetration rate of recalibration) along with some bolt-on acquisitions.

Thanks to a continued focus on cost management and operating leverage, profitability further improved with an adjusted operating result of €1,369m at a 21.2% margin, up 70bps or a €130m uplift versus 2023. The business also remained highly cash generative, with a free cash flow of €462m in 2024. At the end of the year, Belron's Net Financial Debt/ EBITDA leverage ratio stood at 5.15x. This increase in net leverage is the result of the successful dividend recapitalisation achieved by the company in H2, with €4.3bn of cash returned to its shareholders following a €8.1bn euro-equivalent refinancing.

Last year, Belron performed 16.6m jobs, covering all vehicle glass repair, replacement and recalibration jobs, representing a 4% increase compared to 2023. The rising penetration of ADAS within the vehicle fleet has continued to deliver strong incremental revenues for Belron through the ongoing demand for recalibration. The company continues to invest significantly in recalibration tools, processes and training. Belron saw a reduction in technician turnover in the year and increased capacity in key markets.

The 12th edition of the Best of Belron took place in June in Lisbon, celebrating excellence as the very best technicians in each Belron country took part in the competition to find the best technician in the world. The event brought together over 1,500 people across key suppliers, customers, media, employees and shareholders.

Last but not least, Belron delivered a strong performance on all non-financial metrics. The company further increased its outstanding customer satisfaction level with an NPS of 86, up from 84.7 in 2023. Employee engagement remained strong with a global engagement score of 88%. It maintained a 97% vehicle glass recycling rate for the second year running and over 94% of the electricity consumed in 2024 came from renewable sources. Furthermore, in 2024, Belron gave back more than €10m to its various communities around the world. This included over €2m raised through the 23rd Spirit of Belron Challenge, which brought together 10,500 participants in a ten-day virtual challenge and a day of sports in Dorney Lake to fundraise for their long-term charity partner, Afrika Tikkun.





"Belron delivered a strong performance in 2024, achieving a record year for the business, despite a challenging insurance market in the US. At the same time, we continued to live our purpose of making a memorable difference with care for our customers, our people and society."

CARLOS BRITO
CHIEF EXECUTIVE OFFICER

KEY DEVELOPMENTS

- **Transformation programme:** This year was critical for Belron's transformation programme. In the US and the UK, where workstreams are now live, the programme has started to deliver encouraging results, while at the same time being rolled out to other countries.
- **Refinancing and dividend recap:** Belron successfully refinanced €4.3bn of existing Term Loans by issuing €8.1bn (euro-equivalent) of new debt in a mix of euros and US dollars. The proceeds have funded a €4.3 billion distribution to shareholders.
- **New valuation:** In October, a minority transaction, whereby 1.4% of Belron was sold by Atessa to existing minority shareholders, valued Belron at an Enterprise Value of €32.2bn, resulting in an Equity Value of €23.5bn.



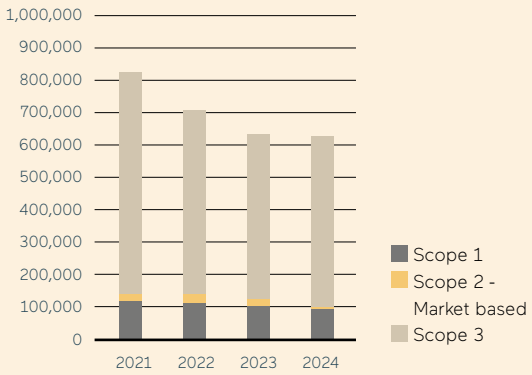


	2019	2020	2021	2022	2023	2024
VGRR[1] prime jobs (in million)	12.3	10.7	12.2	12.6	12.8	**13.0**
NPS[2]	84.2	84.9	83.4	82.2	84.7	**86.0**

KEY FIGURES

(€ million)	2015	2016	2017	2018	2019[5]	2020	2021	2022	2023	2024
External revenue	3,161.2	3,305.4	3,486.2	3,839.7	4,228.1	3,898.8	4,646.8	5,574.3	6,047.7	**6,459.0**
Adjusted operating result[3]	182.0	190.7	189.8	225.7	416.4	583.9	836.0	1,016.7	1,239.5	**1,369.1**
Adjusted operating margin[3]	5.8%	5.8%	5.4%	5.9%	9.8%	15.0%	18.0%	18.2%	20.5%	**21.2%**
Adjusted result, Group's share[3,4]										
before tax	137.6	148.4	134.5	90.3	167.6	248.6	370.6	433.3	511.0	**519.3**
after tax	112.2	122.6	116.0	74.9	116.5	178.3	272.1	309.6	404.3	**388.9**
Headcount (as at 31 December)*	26,390	26,340	28,994	30,567	29,121	25,784	30,328	30,598	32,444	**31,172**

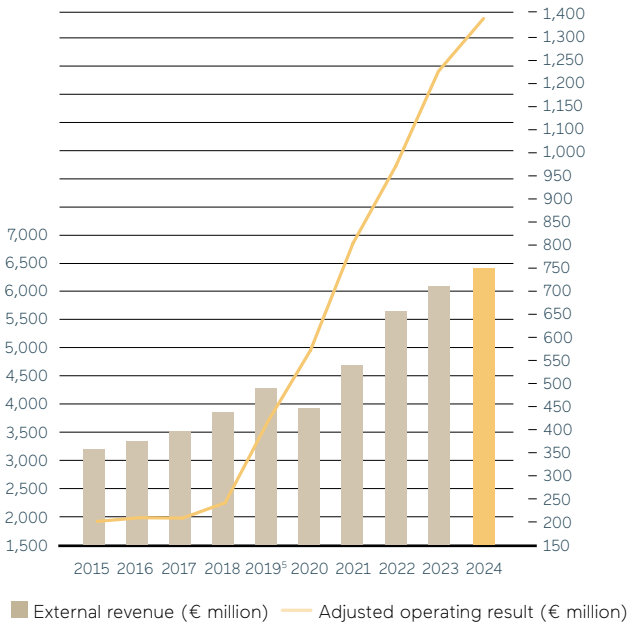
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1. Vehicle Glass Repair and Replacement.
2. Net Promoter Score.
3. Excluding adjusting items (APMs - see glossary p. 60).
4. Average stake in Belron: 94.85% in 2017, 57.78% in 2018, 52.48% in 2019, 53.75% in 2020, 52.88% in 2021, 50.01% in 2022 and 50.20% in 2023.
5. Post-IFRS 16 as from 2019.

* Headcount as of 2022 and onwards. Previous data (2014-2021) is calculated in FTE (full time equivalents as at 31 December).

REVENUE AND ADJUSTED OPERATING RESULT (€ million)





MOLESKINE

BUSINESS DESCRIPTION

Moleskine is an iconic, inspirational brand born from the heritage of a legendary notebook. Its purpose is to unleash the human genius through hands on paper, to empower creativity and knowledge in each individual and the entire world. The product portfolio encompasses what is needed to capture this human genius and includes writing tools, planners and reading accessories. Moleskine bridges the gap between analogue and digital notetaking with its Smart Writing Set, its digital ecosystem of apps, a digital platform and online publications. The company sells its products globally through a multichannel strategy (Wholesale, Retail, e-Commerce and Strategic Partnerships). Moleskine is based in Milan, Italy, and has offices in Köln, New York, Hong Kong, Shanghai and Tokyo.

STRATEGY

Leveraging on its the strength of the brand and its roots, Moleskine has managed to create very loyal base of 10m users. Moleskine wants to continue delighting its highly loyal consumers and increase their attachment to the brand through innovative communication campaigns and new products. Moleskine speaks to all generations, with great attention given to its increasing Gen Z consumer base. Moleskine reaches its consumers through a multi-channel strategy that includes both indirect and direct-to-consumer channels and sees great potential in continuously enriching the shopping experience and accelerating the expansion of its own retail network in the key geographies across the world. Finally, Moleskine believes that creativity can change the world and is committed to driving positive change through its ESG program and partnership with the Moleskine Foundation.



PERFORMANCE

In FY24, Moleskine achieved revenues of €122m, or a consolidated decline of 6.1% year-on-year, or less than the market decline seen by several peers. The year has indeed been marked by cautious discretionary spendings across the globe, leading to a general and global pressure on the category witnessing downtrading behaviours from our consumers and customers in Wholesale and corporate clients in the strategic partnerships segment.

Outside of the challenged Strategic Partnership segment (-13% vs. LY), Moleskine reinforced its position and market share in Notebooks and Journals products category by achieving mid-single digit growth behind innovation and premiumization of the offer while planners felt short of expectations. Finally, the Non-paper categories faced a soft year, with most of the 2024 commercial focus being put on core paper products protection in a difficult market environment.

US region is best performing, flat versus LY due to soft performance in indirect channels but supported by the Retail segment (+29% growth vs. LY, result of both Like for Like improvements and new openings), and the normalisation of the online marketplace business.





"In 2024, Moleskine has shown resilience in a very challenging economic environment. The strength of the core paper line-up, and its unique global footprint have allowed the Company to outperform most players. Looking ahead, in a fast-changing world, we will remain strongly focused on: Elevating the Brand Perception, Elevating the Product and continue innovating to offer superior usage and shopping experience."

CHRISTOPHE ARCHAIMBAULT
CHIEF EXECUTIVE OFFICER

EMEA region declined by 8.7% vs LY, however achieved flat revenues in physical Wholesale channel (facing difficult retailers' situations in Germany, while achieving strong recovery in the domestic Italian market). The online marketplace business faced opportunistic resellers hurting the proprietary brand's sales, up for correction in 2025.

Finally, APAC region has suffered (-13.0% vs LY) from softened Wholesale and SP performance, while Direct channels recorded strong performance wherein Retail achieved a growth of +28% vs. LY and E-commerce +31% vs LY.

Disciplined costs management has allowed to control the fall-through impact of declining revenues, leading to an Ebitda margin of 20.4% (vs. 24.6% LY) and a trading cash flow of €20.2m, i.e achieving a best-in-class 81% cash conversion.





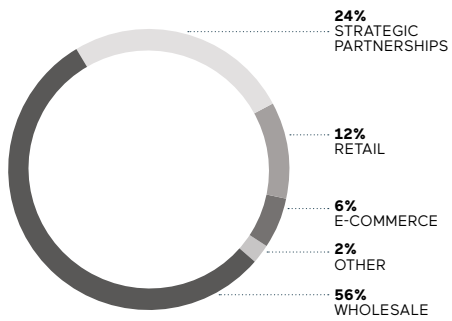
KEY DEVELOPMENTS

- Christophe Archaimbault succeeded Daniela Riccardi as **new CEO** of Moleskine as of the 1st of January 2025. Christophe's unique knowledge and experience of Moleskine and its markets will undoubtedly contribute to the future development of the brand worldwide.
- Pursuing its mission to unleash human genius putting pen to paper, Moleskine has once again delighted its highly loyal consumers and community with **premium and unique collections**, amongst which the awarded Van Gogh edition (Licensing International Excellence Award), flagship and most successful to date Detour exhibition in Milan combined with a unique localized handwriting advocacy campaign.
- Expecting a return to a better global consumption sentiment around the category, Moleskine intends to **focus on disciplined business execution and commercial excellence** across all channels, continuously investing in winning customer relationships in Wholesale and Strategic Partnerships. The latter will mostly consist of doubling down on successful direct partnerships projects with brands and cultural institutions.
- In **Wholesale**, Moleskine will pursue the deployment winning assortment and visual merchandising guidelines across large retailers' doors, on the back of the demonstrated successes at top Italian, French and Spanish key accounts.
- **Direct channels** have once again shown their relevance for consumers (18% of revenue mix, +1.2% vs LY), result of disciplined execution and continuous CRM improvements. Following the net store footprint increase of 6 permanent stores in 2024, Moleskine is determined to spread the Moleskine consumer experience and pursue its disciplined direct-to-consumer strategy execution by opening multiple new stores in key cities in Europe, the US and China.

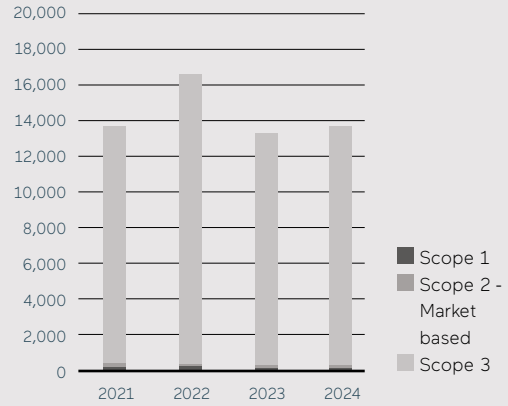
KEY FIGURES

(€ million)	2015	2016	2017	2018	2019[2]	2020	2021	2022	2023	2024
External revenue	128.2	145.2	155.4	174.1	163.9	102.3	121.6	143.3	130.2	**122.3**
Adjusted operating result[1]	34.8	34	25.2	28.6	28.9	-2.5	12.3	23.8	23.4	**15.4**
Adjusted operating margin[1]	27.2%	23.4%	16.2%	16.4%	17.6%	-	10.1%	16.6%	18.0%	**12.6%**
Adjusted result, Group's share[1]										
before tax	34.6	32.9	15.2	18.9	9.5	-13.5	1.6	12.8	2.2	**-3.0**
after tax	27.1	23.3	10.1	22.8	4.7	-14.1	-3.2	11.8	-2.5	**-10.3**
Headcount (as at 31 December)*	359	401	468	491	551	390	352	361	373	**417**

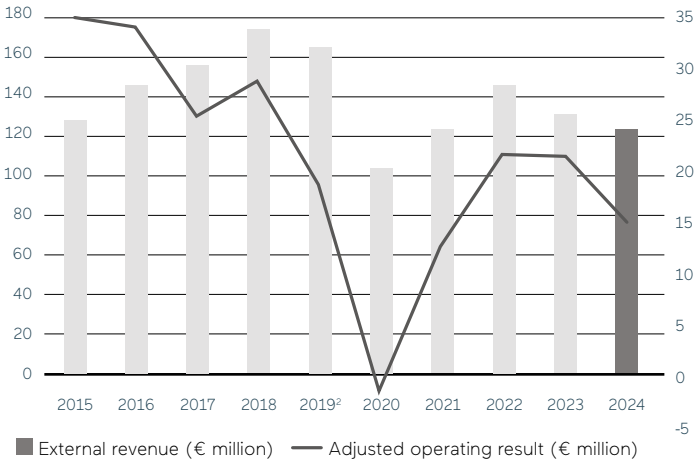
REVENUE BREAKDOWN BY CHANNEL



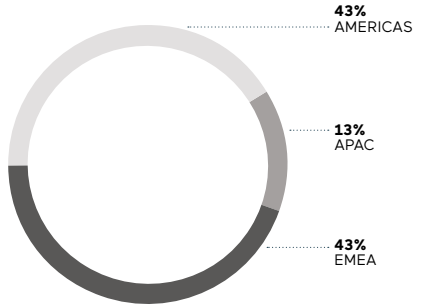
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REVENUE AND ADJUSTED OPERATING RESULT (€ million)



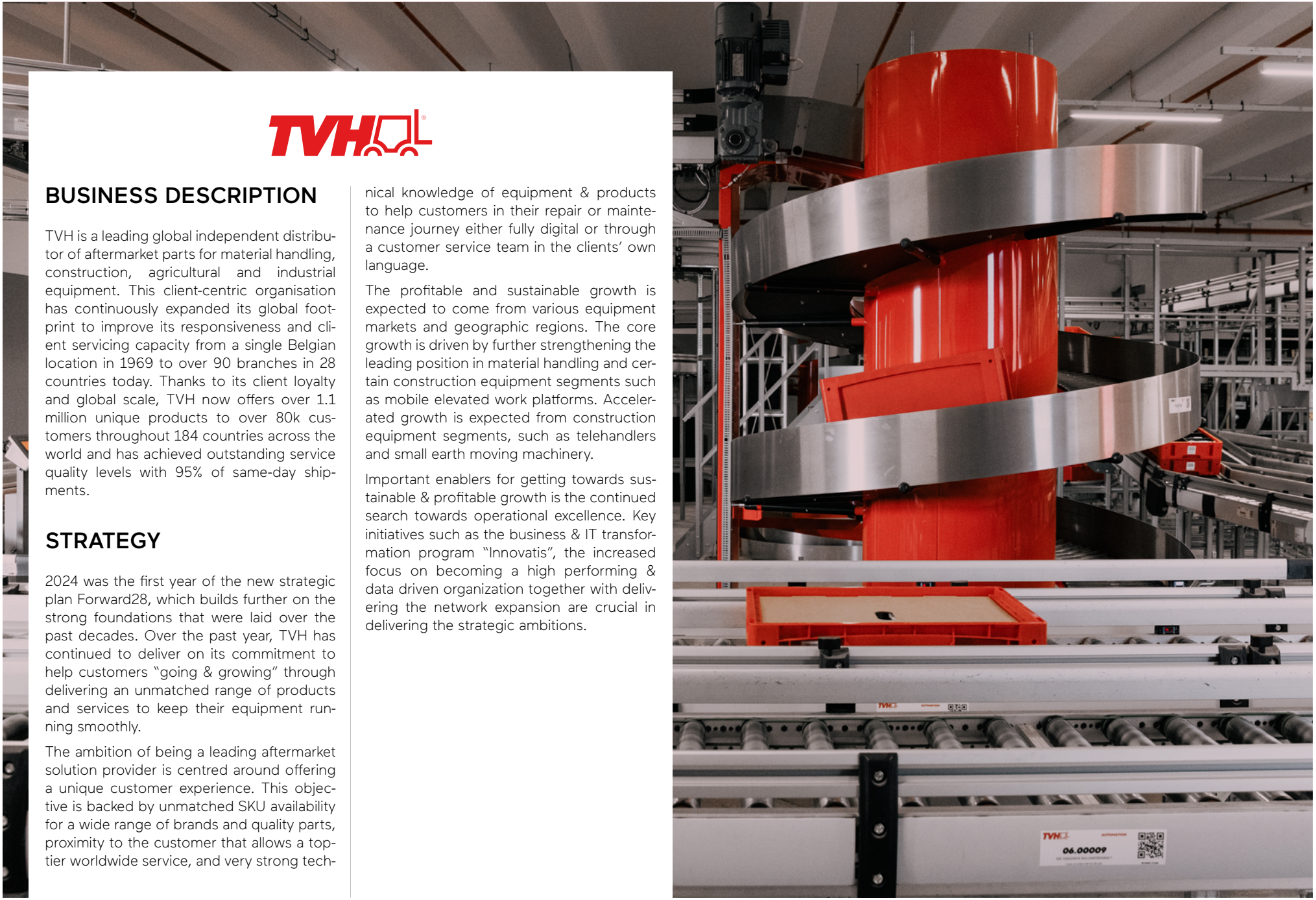
REVENUE BREAKDOWN BY GEOGRAPHY





1. Excluding adjusting items (APMs - see glossary p. 60).
2. Post-IFRS 16 as from 2019.

* Headcount as of 2022 and onwards. Previous data (2014-2020) is calculated in number of employees (year-end).



BUSINESS DESCRIPTION

TVH is a leading global independent distributor of aftermarket parts for material handling, construction, agricultural and industrial equipment. This client-centric organisation has continuously expanded its global footprint to improve its responsiveness and client servicing capacity from a single Belgian location in 1969 to over 90 branches in 28 countries today. Thanks to its client loyalty and global scale, TVH now offers over 1.1 million unique products to over 80k customers throughout 184 countries across the world and has achieved outstanding service quality levels with 95% of same-day shipments.

STRATEGY

2024 was the first year of the new strategic plan Forward28, which builds further on the strong foundations that were laid over the past decades. Over the past year, TVH has continued to deliver on its commitment to help customers "going & growing" through delivering an unmatched range of products and services to keep their equipment running smoothly.

The ambition of being a leading aftermarket solution provider is centred around offering a unique customer experience. This objective is backed by unmatched SKU availability for a wide range of brands and quality parts, proximity to the customer that allows a top-tier worldwide service, and very strong technical knowledge of equipment & products to help customers in their repair or maintenance journey either fully digital or through a customer service team in the clients' own language.

The profitable and sustainable growth is expected to come from various equipment markets and geographic regions. The core growth is driven by further strengthening the leading position in material handling and certain construction equipment segments such as mobile elevated work platforms. Accelerated growth is expected from construction equipment segments, such as telehandlers and small earth moving machinery.

Important enablers for getting towards sustainable & profitable growth is the continued search towards operational excellence. Key initiatives such as the business & IT transformation program "Innovatis", the increased focus on becoming a high performing & data driven organization together with delivering the network expansion are crucial in delivering the strategic ambitions.

PERFORMANCE

In 2024, TVH's aftermarket environment experienced an overall slowdown compared to the higher-growth 2021-2023 period. Despite this, TVH remained focused on delivering a unique customer experience , increasing its NPS from 52 to 62 at the end of 2024. This customer centric approach poised the company to recover from the various headwinds endured in 2023 with a cyberattack, lost business in the CIS region and strong FX effects.

Within this slower growth environment of normalized inflation, TVH managed to realize a decent performance, recording a turnover of €1,676m, up +4.3% vs. 2023, and an Adjusted operating result of €261.7m, representing an increase of +24.9% vs. 2023, mainly driven by the recovered sales and gross margins post-cyberattack while keeping the operating costs well under control, both in SG&A and personnel. Cash conversion resulted in a positive Adjusted free cash flow of €92m, driven by the improved profitability that was offset by a limited increase of working capital and significant capex investments to enable sustainable profitable growth beyond the strategic plan.

The turnover growth was driven by organic growth (+3.4%), primarily composed of the recuperated volumes lost during the cyberattack period. Additionally, TVH realised some external growth (+1.1%), whereas limited FX effects impacted the 2024 results (-0.3%). The organic growth recovery was mainly driven by the core regions EMEA & Americas, with most notable subregions being USA, META & Iberica. From an equipment market perspective, the biggest growth came from the construction market (+13.3%), supported by a strong performance in the SEM segment. The recovery in the core material handling market was more modest.



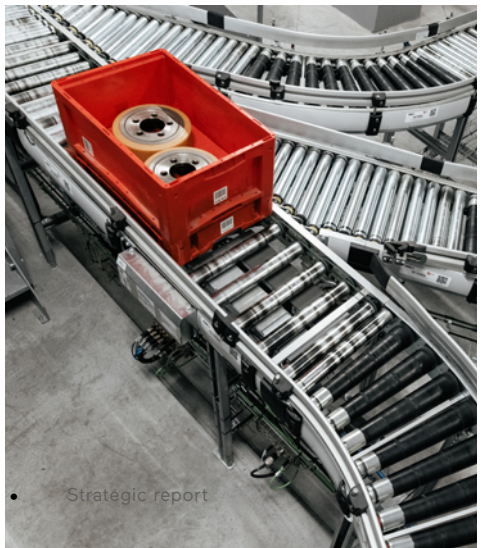
"2024, the first year of our new strategic plan, felt like a recovery year demanding strong focus from the whole TVH organisation. I am there enormously proud to see how TVH delivered a solid performance despite a softened environment. I am also highly confident in the delivery of our strategic ambitions, as there are lots of exciting projects that will be rolled-out during 2025."

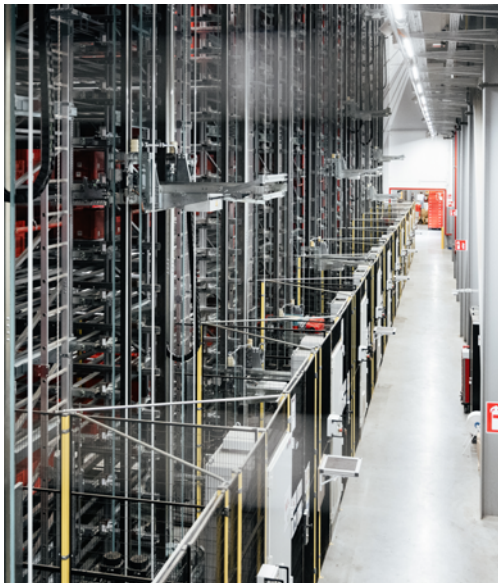
DOMINIEK VALCKE
CHIEF EXECUTIVE OFFICER

KEY DEVELOPMENTS

- **New CFO:** Carine Van Landschoot succeeded Mark Oosterlinck as TVH's new Chief Financial Officer as from December 2024. Carine brings a wealth of experience from her previous roles at Syncreon and DP World, where she successfully led global finance teams and managed significant corporate transformation and integration projects.
- **M&A:** TVH has successfully closed the acquisition of Sincanli, a leading tractor spare parts supplier based in Turkey, along with two smaller deals in the USA and Colombia. These strategic acquisitions are expected to enhance TVH's global footprint and strengthen its global market position.
- **Growth investments:** TVH continued to invest in growth projects such as its logistic footprint, with the ongoing construction of a new 50,000m2 multi-functional distribution centre in Waregem, various operational & automation investments and substantial investments in its Innovatis transformation program.
- **Innovatis:** the transformation program also advanced throughout the year with i.a. the launch of new data models that are future-proof & scaleable, preparations to launch various new logistics & operational solutions in NAM in early 2025 and continued improvements of the of the 3 renewed e-commerce platforms in function of creating an optimal customer experience.



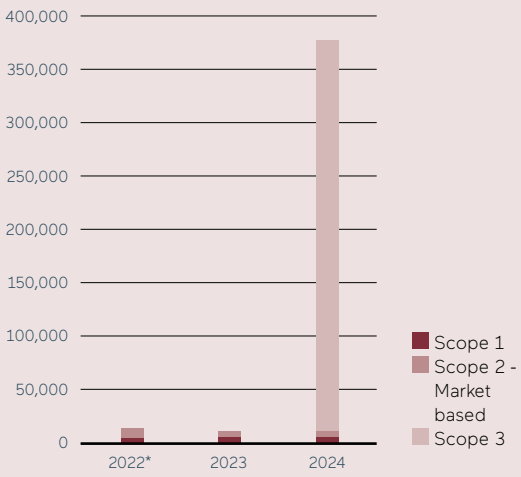




KEY FIGURES

(€ million)	Q4-2021[3]	2022[4]	2023	2024
External revenue	348.0	1,621.7	1,607.0	**1,675.8**
Adjusted operating result[1]	47.8	259.8	217.9	**261.7**
Adjusted operating margin[1]	13.7%	16.0%	13.6%	**15.6%**
Adjusted result, Group's share[1,2]				
before tax	18.6	98.9	74.8	**97.6**
after tax	13.9	77.1	54.4	**77.3**
Headcount (as at 31 December)	4,638	4,944	5,198*	**5,392**

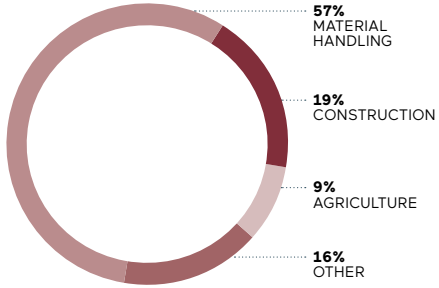
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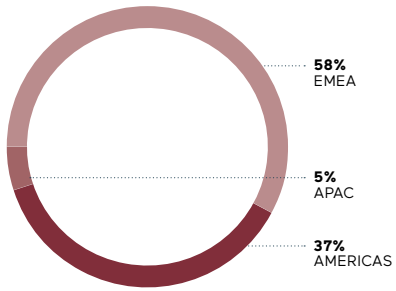
1. Excluding adjusting items (APMs - see glossary p. 60).
2. D'Ieteren Group's share in TVH is 40%.
3. TVH contributes to D'Ieteren Group's results as from Q4-21.
4. 2022 figures have been restated to reflect the classification of share-based payments expenses and other long-term incentive plans as adjusting items.

* As at 24 January 2024 due to a change in HR system.

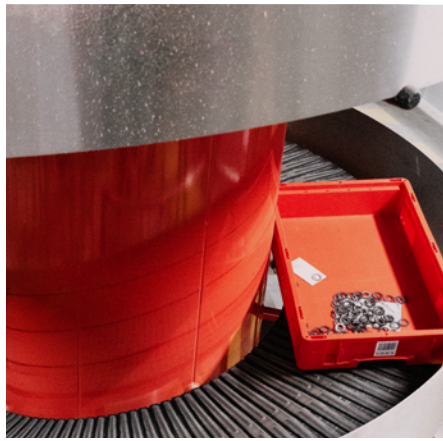
REVENUE BREAKDOWN BY MARKET



REVENUE BREAKDOWN BY GEOGRAPHY











PHE
PARTS HOLDING EUROPE

BUSINESS DESCRIPTION

PHE is an omni-channel distribution leader in the independent aftermarket ('IAM') for heavy and light vehicle spare parts and is present in 6 Western European countries: France, Spain, Italy, and the Benelux. PHE plays a critical role in the complex IAM landscape as it serves c. 70k B2B clients and c. 1m B2C customers with a product offering of over 600k B2B SKUs and c.2m B2C SKUs across various categories (incl. mechanical parts, body parts, paints, garages equipment, etc.). Its mission of 'promoting affordable and sustainable mobility' is made possible through its highly engaged people and its superior operating model relying on logistics excellence and capillary distribution networks.

STRATEGY

PHE's ultimate mission is to deliver the right part at the right time and at the right price to its customers, promoting the repair over replacement of vehicles and hence making mobility more affordable and more sustainable.

Based on its omni-channel and virtuous operating model, PHE aims at strengthening its leadership positions across its geographical footprint, with a strategy built around the following three key pillars:

1. Organic growth driven by structural market expansion, supported by a growing and ageing car parc, increasing regulations, and a rising frequency of operations, along with parts technology inflation. Additionally, growth is fuelled by continuous market share gains, enabled by an expanding product assortment that ensures superior availability -including private label offerings-, a proprietary online order platform, alongside various value-added services to customers (garages) such as trainings, technical assistance and digital tools.

2. Improved profitability by leveraging its ever-increasing scale, highly efficient distribution and logistics network, continuous efficiency and productivity improvements and ramp-up of newer geographies profitability.

3. Continued low-risk and value-accretive M&A in existing markets, focused on generating purchasing synergies and driving operational improvements, while also monitoring M&A opportunities in new geographies and/or new products categories which could further strengthening PHE's leadership positions.

PERFORMANCE

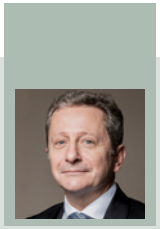
Despite a more challenging macroeconomic context, characterized by purchasing power pressure, continued cost inflation and lower inflation rates on spare parts compared to previous years, PHE delivered a strong 2024 financial year. The company grew net sales by +8% YoY reaching €2.8bn and adjusted operating result by 11 % to €257m. This translated into an adj. EBITDA of €356 m, + 10% YoY with a margin improving from 12.7 % in 2023 to 12.9% in 2024.

The strong topline performance is mainly attributable to organic sales growth of +5% YoY, of which France[1] achieved +4% YoY and International[2] segment +7% YoY, notably through market share gains. Profit margin growth was driven by revenue evolution, strong purchasing capabilities as well as good control on personnel and operating expenses.

M&A[3] remained central in PHE's strategy in 2024, contributing to 36% to total sales growth, as the company completed 5 acquisitions in-year including two small operations in Belgium, two small distribution companies in France, as well as a minority stake in Morocco (Autodistribution Maroc).

PHE also continued to progressively adapt its organisation and management structure, processes and systems in order to support the growth and internationalization of the business. Overall, 2024 has been another positive year for PHE, which confirmed its ability to strengthen its leadership positions in France, Spain and Italy as well as top 3 position in the Benelux.

1 France segment include: Light Vehicle France, Trucks, Oscaro, Central Purchasing Unit, and Platforms (Logisteo, Cora, PTNM and ACR).
2 International Segment include: Doyen Group and Geevers (Benelux), Autodis Italia (Italy), AD Bosch (Spain).
3 M&A include Spain: Auto Industrial Basconia, Masanes & Egido. Belgium: Autofix & Autolux; France: SPA & Opshun



"2024 registered another outstanding organic performance despite lower inflation than anticipated. We have continued to strengthen our leadership position by gaining market shares as well as through little opportunistic M&A. We are very proud of our teams and the strong results achieved, and confident in our 2025, both, organic growth and tangible pipeline of acquisitions."

STÉPHANE ANTIGLIO
CHIEF EXECUTIVE OFFICER

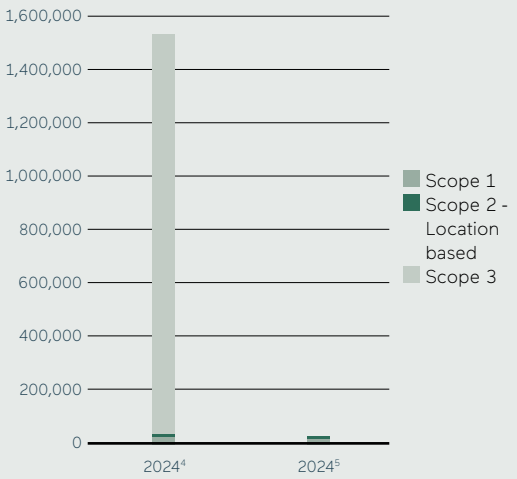
KEY DEVELOPMENTS

- **PHE has upgraded its organisation to support growth:** To sustain its growth trajectory, PHE implemented a strategic reorganization of its management structure, introducing key leadership roles such as France COO B2B, Head of Purchasing & Supply Chain and Head of AD Parts Intergroup (Spain). Furthermore, the updated organizational structure was designed to expand the scope of some functions to an international scale, notably the management of client networks and the development of body parts.
- **Parts Holding Iberia:** PHE and AD Parts (Spain) confirmed their common long-term strategy and collaboration by creating a central purchasing unit, Parts Holding Iberia (PHI), to offer an ever-wider range of products with competitive conditions to their clients. PHI is the materialization of stronger alliances with strategic suppliers, offering synergies and business opportunities in increasingly demanding markets (Spain, Portugal but also other PHE territories).
- **PHE Strategy Day - showcasing operational excellence:** PHE welcomed D'Ieteren Group's investors in Logisteo, a state-of-the-art distribution facility that revolutionized its logistics approach since 2017 and underscores its commitment to operational excellence. The event provided an opportunity to introduce PHE's leadership team to DIG's investors and highlighted PHE's strategic value creation drivers while showcasing the company's best-in-class capabilities.
- **Financing:** In January 2024 and on the back of good continued performance, PHE successfully refinanced its €960m bonds with a new €960m Term Loan B (TLB) at a E+375bps margin. In October 2024, PHE then successfully repriced its TLB by 50bps to E+325bps, translating into a swapped cost of debt of c5.7%.
- **Rating:** Moody's upgraded PHE's credit to B1 in H2 2024, while S&P reaffirmed credit rating at BB-. Both ratings reaffirmed PHE's strong performance and relatively cautious financial policy.





CO_2 EMISSIONS (T CO_2E)



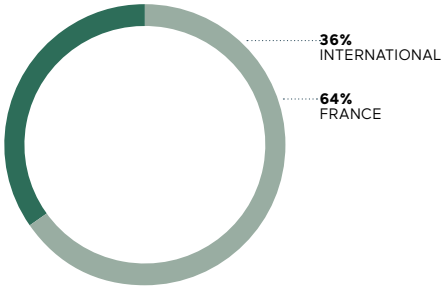
1. Excluding adjusting items (APMs - see glossary p. 60).
2. PHE contributes to D'Ieteren Group's results as from August 2022.
3. 2022 figures have been restated to reflect the finalisation of the purchase price allocation of PHE in the first semester of 2023 and the classification of share-based payments expenses and other long-term incentive plans as adjusting items.
4. PHE has calculated its carbon foootprint for the first time in 2024 for a limited scope. This data is therefore a combination of PHE's actual data and estimated in order to inlcude all of PHE's organisational boundaries within the CO_2 footprint. The scope of this data covers 100% of the sites consolidated by PHE (France, Netherlands, Spain, Italy, Belgium).
5. This represents the CO_2 emissions calculated by PHE for the France, Light Vehicle, B2B segment. This includes the following business unit; Autodistribution, the following platforms; ACR Group, PTNM (Plateforme Technique Nationale Montajault), Cora, Logisteo and PHE's headquarters.

KEY FIGURES

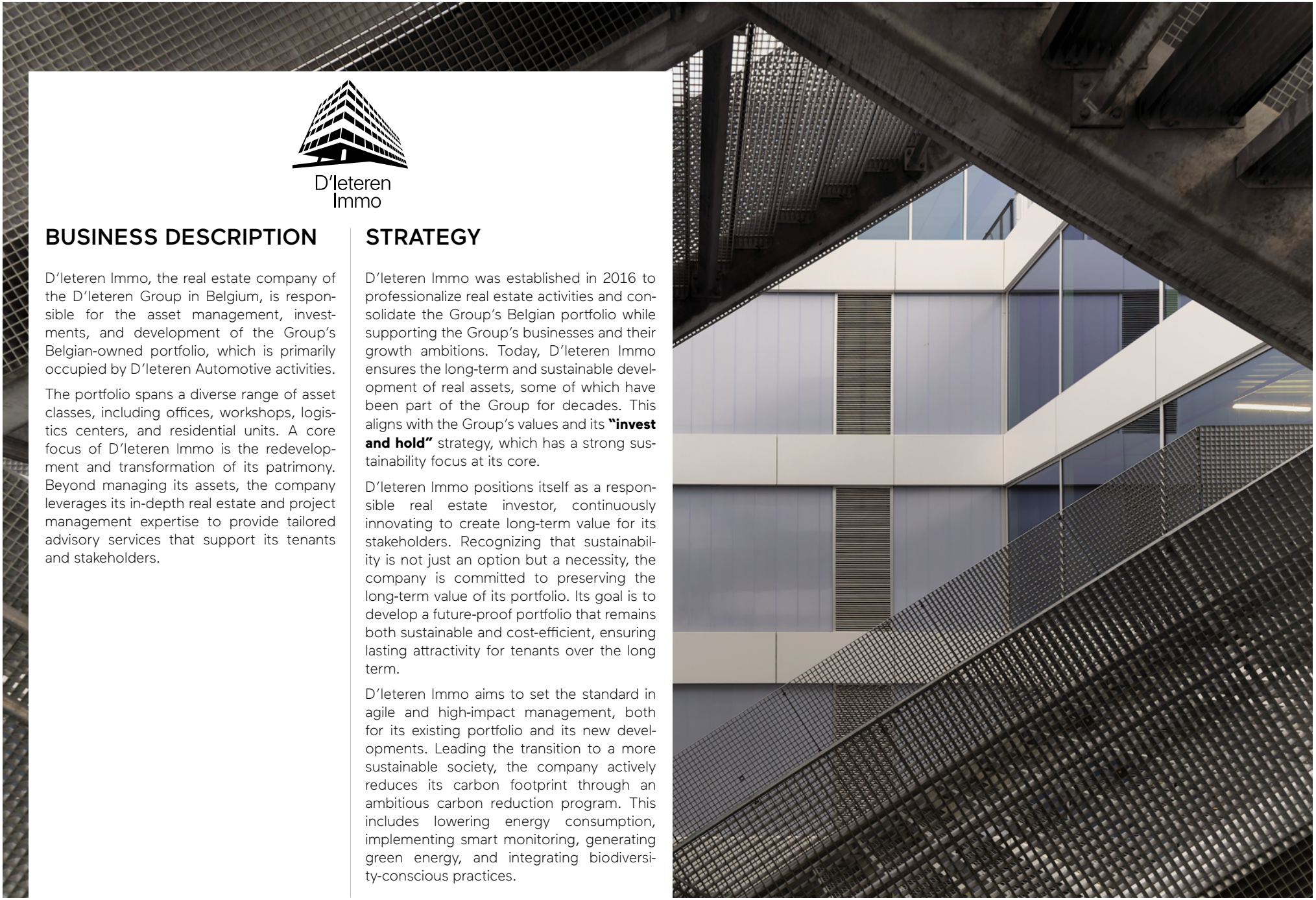
(€ million)	Aug-Dec-2022[2,3]	2023	2024
External revenue	961.8	2,556.9	**2,763.3**
Adjusted operating result[1]	78.6	231.6	**257.0**
Adjusted operating margin[1]	8.2%	9.1%	**9.3%**
Adjusted result, Group's share[1]			
before tax	46.3	137.6	**165.6**
after tax	36.5	105.5	**115.0**
Headcount (as at 31 December)	9,112	9,314	**9,727**

SALES BY SEGMENT

	Aug-Dec-2022[2]	2023	2024
France	65.3%	66.7%	**64.3%**
International	34.7%	33.3%	**35.7%**







D'Ieteren Immo

BUSINESS DESCRIPTION

D'Ieteren Immo, the real estate company of the D'Ieteren Group in Belgium, is responsible for the asset management, investments, and development of the Group's Belgian-owned portfolio, which is primarily occupied by D'Ieteren Automotive activities.

The portfolio spans a diverse range of asset classes, including offices, workshops, logistics centers, and residential units. A core focus of D'Ieteren Immo is the redevelopment and transformation of its patrimony. Beyond managing its assets, the company leverages its in-depth real estate and project management expertise to provide tailored advisory services that support its tenants and stakeholders.

STRATEGY

D'Ieteren Immo was established in 2016 to professionalize real estate activities and consolidate the Group's Belgian portfolio while supporting the Group's businesses and their growth ambitions. Today, D'Ieteren Immo ensures the long-term and sustainable development of real assets, some of which have been part of the Group for decades. This aligns with the Group's values and its **"invest and hold"** strategy, which has a strong sustainability focus at its core.

D'Ieteren Immo positions itself as a responsible real estate investor, continuously innovating to create long-term value for its stakeholders. Recognizing that sustainability is not just an option but a necessity, the company is committed to preserving the long-term value of its portfolio. Its goal is to develop a future-proof portfolio that remains both sustainable and cost-efficient, ensuring lasting attractivity for tenants over the long term.

D'Ieteren Immo aims to set the standard in agile and high-impact management, both for its existing portfolio and its new developments. Leading the transition to a more sustainable society, the company actively reduces its carbon footprint through an ambitious carbon reduction program. This includes lowering energy consumption, implementing smart monitoring, generating green energy, and integrating biodiversity-conscious practices.

PERFORMANCE

After a year of record inflation in 2023, 2024 brought more stable inflation, energy, and construction costs. Throughout the year, D'ieteren Immo continued to invest significantly in new developments and various transformations across its portfolio, in line with its long-term strategy.

By the end of 2024, D'ieteren Immo's portfolio consisted of 38 sites across Belgium, with a fair market value of €414 million. The portfolio generated a net rental yield (including vacancies) of 7.1%. The company achieved strong performance, increasing its net rental income to €26.2 million in 2024. This growth was driven by rental indexations, strategic investments, new contracts, and significant re-leasing spreads.

D'ieteren Immo also reinforced its commitment to being a top employer, maintaining a strong employee satisfaction score of 74% in 2024. Making life easier for its customers is part of D'ieteren Immo's added value, various services have contributed to an NPS of 27 in 2024.

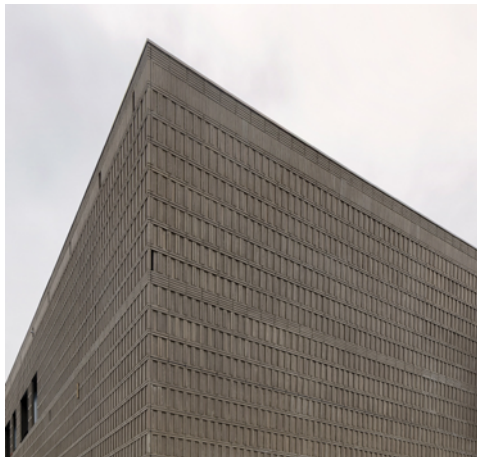




"I am thrilled to have joined such a talented team and to have the opportunity to manage and create value across this vast portfolio. Together, we will continue to invest in growth with a strategic focus, solidifying our role as a true partner to the Group's businesses."

STEVEN BOEL
CHIEF EXECUTIVE OFFICER





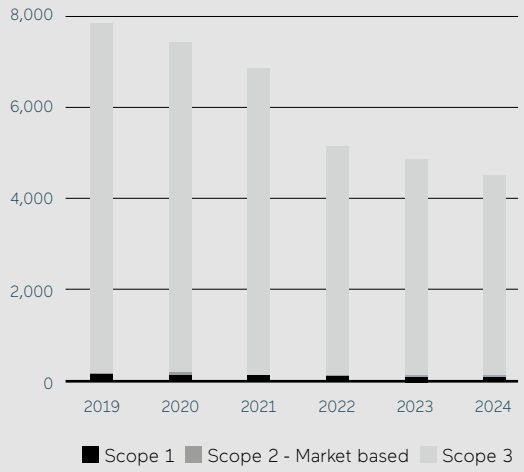
KEY DEVELOPMENTS

- **New CEO:** Steven Boel joined D'ieteren Immo as Chief Executive Officer in August 2024. With extensive real estate experience across various regions and asset classes, he brings valuable expertise from his previous roles at Ahold Delhaize, Carrefour, and Mileway, spanning asset management, development, and investment. In addition, he serves as a board member of the REIT Wereldhave Belgium.
- **Mobilis:** Over the course of 2024, construction of the 32,000 m² multi-tenant site was completed, and the first units were delivered to a mix of D'ieteren Group activities and external tenants. In line with its sustainability strategy, the project received a BREEAM Outstanding certification and was recognized by the Brussels government as one of the winners of the prestigious Be Circular competition.
- **D'ieteren Park:** By the end of 2024, the realization of D'ieteren House — the new hub for D'ieteren Automotive teams — was completed, with delivery set for early 2025. At the same time, a full renovation of another D'ieteren Park building for VDFin is underway, with completion expected in 2025. Both projects aim for BREEAM Outstanding certification, marking a key milestone in the site's transformation towards enhanced sustainability, business efficiency, and user experience.
- **50RM:** The redevelopment of D'ieteren Group's historic headquarters is progressing steadily. Initial interactions with local communities have taken place, creating an open dialogue. At the same time, ongoing engagement with various governmental bodies has been positively received, paving the way for a constructive collaboration.

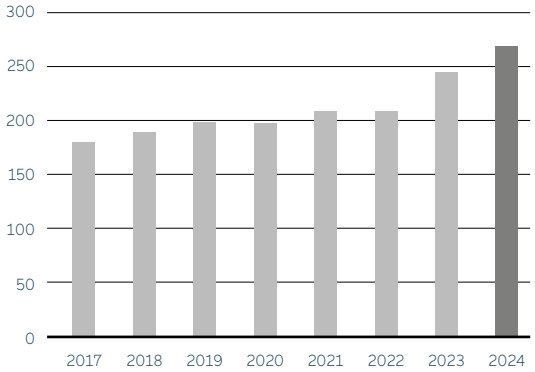
REAL ESTATE PORTFOLIO

M²	2022	2023	2024
Car Parkings	452,390	453,240	**460,365**
Workshops	71,126	71,126	**74,302**
Showrooms	45,259	45,259	**47,559**
Storage	83,287	83,287	**83,308**
Offices	32,234	32,234	**34,911**
Technical / Utility	21,713	13,160	**15,372**
Residential	5,293	5,493	**5,493**
Other	153,246	175,965	**176,295**
TOTAL	**864,548**	**879,764**	**897,605**
of which covered	291,804	292,854	**313,714**
TOTAL LAND AREA	**794,222**	**808,810**	**845,753**

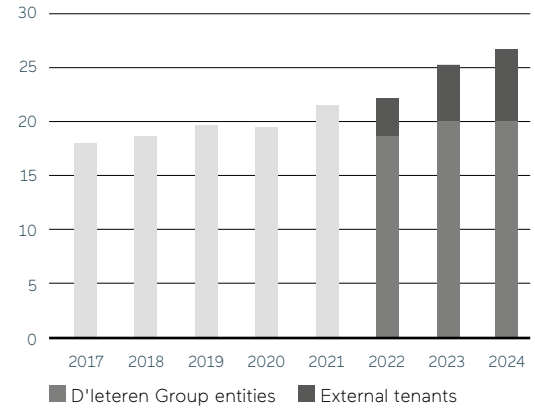
CO_2 EMISSIONS (T CO_2E) HISTORICAL SCOPE



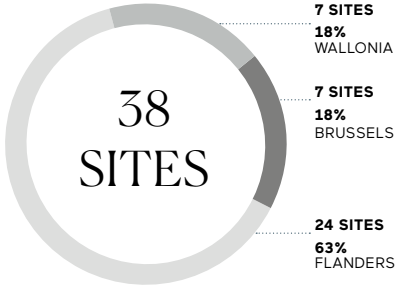
BOOK VALUE OF THE REAL ESTATE PORTFOLIO (€ million)



NET RENTAL INCOME (€ million)



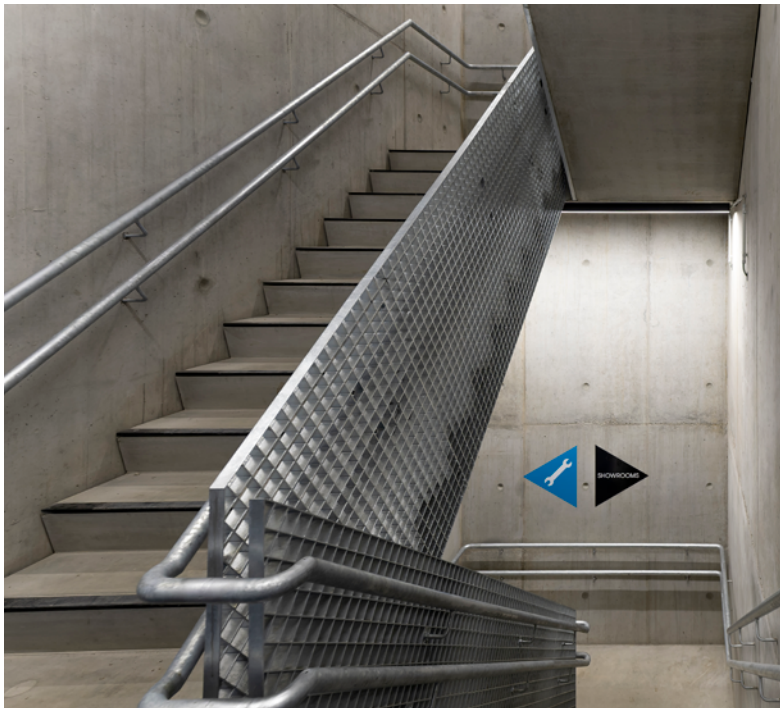
LOCATION



43
PEOPLE

37%
WOMEN

63%
MEN



Key financial figures

	2015	2016[1]	2017[2]	2018[2]	2019[10]	2020[10]	2021[10,11]	2022[10,13,14]	2023[10]	2024[10]
Consolidated results (€ million)										
Revenues	6,035.4	6,471.7	3,455.1	3,578.1	3,798.8	3,318.0	3,360.5	4,714.6	7,983.6	8,154.7
Combined revenues[4]	6,035.4	6,471.7	6,941.3							
Revenues, Group's share[5]				5,799.6	6,017.7	5,413.6	5,956.9	8,161.6	11,662.3	12,073.9
Combined *adjusted* operating result[3,4]	248.5	281.1	300.9							
Adjusted operating result, Group's share[3,5]				262.6	332.4	391.8	557.2	860.8	1,184.3	1,327.9
Adjusted result, Group's share:										
- before tax[3,5]	212.1	241.6	247.9	226.1	295.2	328.7	506.1	756.3	970.8	1,065.0
- after tax[3,5]	186.5	215.3	194.8	182.2	211.6	228.8	366.5	548.5	733.3	773.5
Group's share in the net result for the period[6]	130.7	49.9	112.6	1,048.0	66.1	138.8	252.4	332.7	504.7	372.1

Financial structure	**2015**	**2016[1]**	**2017[2]**	**2018[2]**	**2019[10]**	**2020[10]**	**2021[10,11]**	**2022[10,13,14]**	**2023[10]**	**2024[10]**
Net cash (debt) at the Corporate & Unallocated segment[9,15]	N/A	N/A	398.6	986.3	1 325.6	998.6	782.8	322.0	915.9	-908.2

Data per share (€)	**2015**	**2016[1]**	**2017[2]**	**2018[2]**	**2019[10]**	**2020[10]**	**2021[10,11]**	**2022[10,13,14]**	**2023[10]**	**2024[10]**
Group's share in the net *adjusted* result for the period[3,6,7]	3.32	3.92	3.55	3.32	3.88	4.22	6.80	10.19	13.73	14.45
Group's share in the net result for the period[6,7]	2.38	0.91	2.05	19.12	1.21	2.56	4.68	6.18	9.41	6.94
Gross dividend per ordinary share	0.90	0.95	3.80[8]	1.00	1.00	1.35	2.10	3.00	3.75	75.60[14]

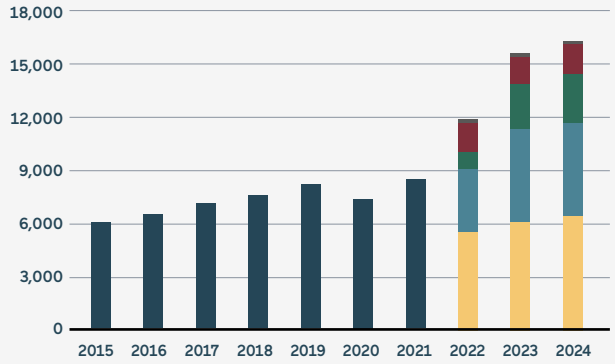
Share Information[7] (€)	**2015**	**2016[1]**	**2017[2]**	**2018[2]**	**2019[10]**	**2020[10]**	**2021[10,11]**	**2022[10,13,14]**	**2023[10]**	**2024[10]**
Highest share price	37.6	45.2	45.9	40.1	63.1	68.6	175.7	183.0	191.8	226.0
Lowest share price	27.4	26.1	35.8	32.4	32.5	36.1	65.1	118.0	137.2	159.4
Share price as at 31/12	34.4	42.0	37.5	32.9	62.6	67.8	171.6	179.2	176.9	160.7
Average share price	32.7	37.8	40.9	36.1	43.3	52.4	113.2	154.4	164.8	196.0
Average daily volume (in number of shares)	43,418	47,723	39,457	42,142	54,800	48,005	44,534	66,569	45,899	50,799
Market capitalisation as at 31/12 (€ million)	1,903.2	2,322.7	2,035.4	1,782.2	3,461.9	3,686.1	9,329.5	9,742.7	9,501.1	8,631.0
Total number of shares issued	55,302,620	55,302,620	55,302,620	55,302,620	55,302,620	54,367,928	54,367,928	54,367,928	53,708,999	53,708,999

Workforce (as at 31 December)	27,970	28,348	31,222	32,951	31,691	28,455	36,549[12]	46,570	50,161*	49,687*

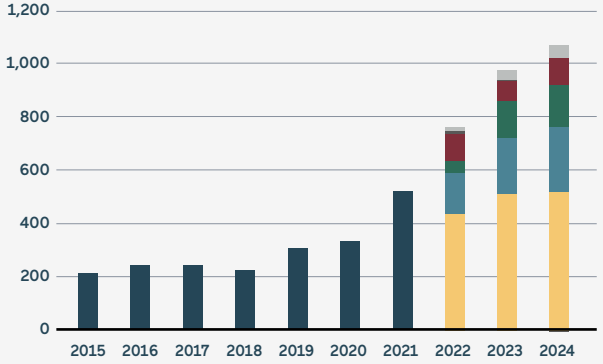
1. Includes Moleskine as from 1 October 2016.
2. Belron is classified under discontinued operations between 1 January 2017 and February 2018. Equity accounting from 7 February 2018 onwards.
3. Excluding adjusting items.
4. Including Belron and TVH at 100%.
5. The Group's share figures include the Group's share in the businesses and the adjusted profit before tax, Group's share include the adjusted result before tax of the entities accounted for using the equity method.
6. Result attributable to equity holders of D'Ieteren Group, as defined by IAS 1.
7. Calculated in accordance with IAS 33.
8. Includes an extraordinary dividend of €2.85.
9. Refer to the frameworks and definitions of the Alternative Performance Measureements (APM) section.
10. Post-IFRS 16.
11. TVH included as from Q4-21.
12. As of 2021, the number of FTEs is communicated at year-end instead of average.
13. PHE included as from August 2022.
14. Includes an extraordinary dividend of €74.
15. Excluding inter-segment loans.

* Headcount (as at December 31).

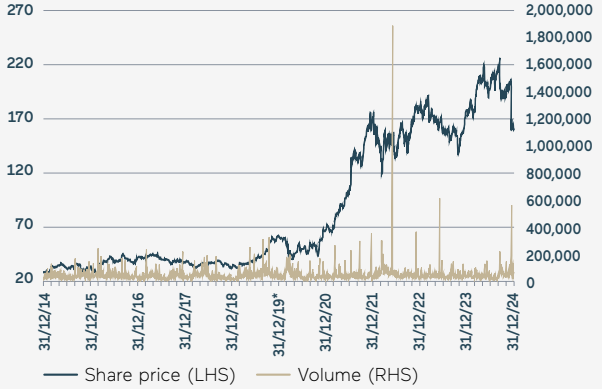
COMBINED REVENUES[1] (€ million)



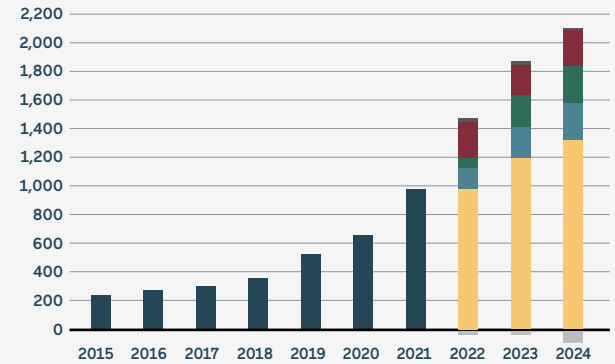
ADJUSTED RESULT BEFORE TAX, GROUP'S SHARE[2,3] (€ million)



D'IETEREN'S SHARE PRICE AND VOLUME SINCE 2015

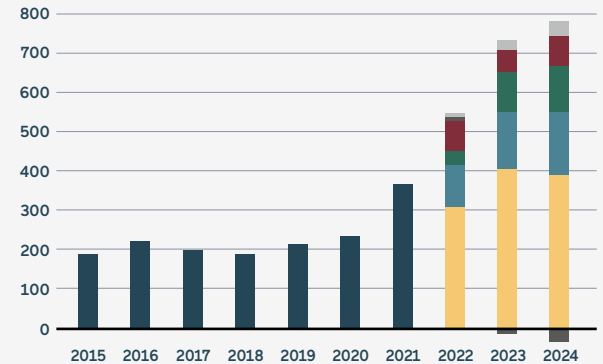


COMBINED *ADJUSTED* OPERATING RESULT[1,2] (€ million)



Group (2015-2021) Belron (100%) D'Ieteren Automotive
PHE (100% as from August 2022) TVH (100% as from Q4 2021)
Moleskine Other

GROUP'S SHARE IN THE *ADJUSTED* NET RESULT[2,3] (€ million)



Group Belron (Group share) D'Ieteren Automotive
PHE (Group share as from August 2022)
TVH (Group share as from Q4 2021) Moleskine Other

1. Including Belron and TVH at 100%.
2. Excluding *adjusting* items.
3. Group's share - see APMs (p.60).

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Declaration by Responsible Persons

Statement on the true and fair view of the consolidated financial statements and the fair overview of the management report

Nicolas D'Ieteren, Chairman of the Board, and Frédéric de Vuyst, Deputy Chairman of the Board, certify, on behalf and for the account of D'Ieteren Group SA/NV, that, to the best of their knowledge, the consolidated financial statements which have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the equity, financial position and financial performance of D'Ieteren Group SA/NV and the entities included in the consolidation as a whole, the management report includes a fair overview of the development and performance of the business and the position of D'Ieteren Group SA/NV, and the entities included in the consolidation, together with a description of the principal risks and uncertainties which they are exposed to, and the consolidated management report was prepared in accordance with the sustainability reporting standards (the « ESRS » standards) and the specifications foreseen in the Delegated Regulation (UE) 2021/2178 (the Taxonomy Regulation).

2024 Full-Year results

Record year and solid cash generation

2024 Full-year highlights

D'Ieteren Group reports another year of robust performance, driven by growth at most of its businesses. The Group's key performance indicator (KPI) – the *adjusted* consolidated profit before tax, Group's share[1] – reached €1,065.0m, up by 9.6%, or 10.1% at constant currency compared to 2023 with Belron at 50.3% for both periods. Excluding the additional financial charges at Belron and at the Corporate segment, the Group's KPI amounted to €1,089.8m, up by 12.1% YoY or 12.7% at constant currency.

- In 2024, majority shareholders reached an agreement to reorganise their respective shareholdings, cementing the long-term stability of the Group's **family shareholding** at a time of solid results. This once-in-a-generation reorganisation was successfully executed and allowed to share a considerable part of the value created through an extraordinary dividend of €74 per ordinary share to all shareholders.
- **Belron's** results reflect solid top-line and bottom-line growth of 6.8% and 10.5% respectively, with a 70bps increase in *adjusted*[1] operating margin, partially offset by increased financial charges related to the dividend recapitalisation. This led to a 1.4% improvement in its *adjusted* profit before tax, Group's share[1] to €519.3m. Excluding the increase in financial charges, the *adjusted* profit before tax, Group's share[1] improved by 7.3% YoY.
- **D'Ieteren Automotive** posted a record *adjusted* profit before tax, Group's share[1] of €238.9m (+13.4% YoY) and a record *adjusted* operating margin[1] of 5.1% driven by a strong price/mix and tight cost management, despite broadly flat sales in a Belgian net new car market[2] decreasing by 6.4% YoY.
- **PHE** continued its growth trajectory with an 8.1% YoY increase in sales and an increase in its *adjusted* operating margin[1] to 9.3%, leading to a 20.3% YoY growth of its *adjusted* profit before tax, Group's share[1] to €165.6m. This performance was mainly driven by market share gains and excellent cost containment.
- **TVH** recorded an *adjusted* profit before tax, Group's share[1] of €97.6m, representing a significant increase of 30.5% compared to 2023. This is notably attributable to the recovery from the cyberattack incurred in 2023, as well as cost containment, in a context of relatively soft end-markets. TVH's *adjusted* operating margin[1] increased with 206bps to 15.6%.
- **Moleskine's** *adjusted* profit before tax, Group's share[1] was at -€3.0m. The year has been marked by cautious discretionary spending leading to a general pressure, notably on strategic partnerships, partly offset by a better performance in direct channels. This translated to a -6.1% decline in sales and a negative operating leverage.
- **Corporate & unallocated** (including corporate and real estate activities) reported an *adjusted* profit before tax, Group's share[1] of €46.6m compared to €34.5m in 2023, largely explained by a higher interest income on the net cash position[3] throughout the year, with a marginal impact on interest charges in 2024 from the loans drawn mid-December 2024.
- **Free cash flow[6]** Group's share further increased by 22.2% to €740.6m in 2024 versus €606.1m in 2023 (Belron at 50.3% for both periods), the increase being primarily driven by D'Ieteren Automotive and PHE, partly offset by a decline at Belron (to €461.6m at 100%), while most of the segments posted a positive free cash flow generation.
- The Board of Directors proposes a **gross ordinary dividend** of €1.60 per share related to the financial year 2024 (versus €3.75 in 2023), rebasing the dividend after the exceptional distribution of €74 per share in December 2024. From now on, the Group's dividend policy will be to keep the dividend at least stable, and to increase it if results allow.

Audited ESG data will be published in D'Ieteren Group's 2024 annual report to be published in April 2025.

This press release has been authorized for issue by the Board of Directors on 10 March 2025.

Outlook 2025

For 2025, D'Ieteren Group expects continued improvement in the operational performance of most of its businesses and its *adjusted* profit before tax, Group's share[1], assuming a **comparable financing perimeter in both years** at Belron and the Corporate & Unallocated segment, **is expected to slightly increase YoY**.

The total full-year **impact in FY-2025 of the financial charges** related to the additional financing at Belron is estimated at c.-€140m Group's share, and for the Corporate & Unallocated segment, the financial charges on the loans are estimated at c.-€40m. Taking these financial charges into account, the Group's *adjusted* profit before tax, Group's share[1] is expected to decline.

Half of the €500m bridge loan at the Corporate & Unallocated segment has been repaid on March 10th, 2025 thanks to cash upstream from D'Ieteren Automotive. This leaves the Group's gross debt at €750m.

This expectation assumes foreign exchange rates that are in line with the rates that prevailed on December 31st, 2024 and a 50.3% economic interest in Belron for both periods.

The following performances are expected from the businesses:

- **Belron**
  - Belron expects a mid-single-digit organic sales growth[5] driven by price/mix and increased ADAS recalibration penetration, and with modest volume growth.
  - Belron is on track to reach its 23% *adjusted* operating margin[1] ambition for 2025 thanks to top-line drivers, productivity improvements and net transformation efficiency gains.
  - Free cash flow[6] is expected to remain at high levels.
- **D'Ieteren Automotive**
  - The Belgian market is expected between 420,000 and 450,000 new registrations (versus gross registrations of 448,277 in 2024).
  - After a new record year in 2024 and a normalised order backlog, D'Ieteren Automotive's sales should be impacted by the market evolution and a mix normalisation, hence are expected to decline by a low- to mid-single-digit YoY.
  - *Adjusted* operating result margin[1] is expected to return to at least 4.0%, still above historical trends, driven by the expected decline in sales and mix normalisation.
- **PHE**
  - PHE expects a mid-single-digit organic sales growth[5] driven by market share gains.
  - *Adjusted* operating result margin[1] is expected to remain stable compared to 2024 (9.3%).
- **TVH**
  - Organic[5] top-line is expected to grow by a mid-single-digit percentage YoY, reflecting market share gains in a still soft market environment.
  - The dilutive sales mix and the absence of the €6.6m cyber-related insurance income received in 2024 should lead to a slightly declining *adjusted* operating result margin[1].
  - Free cash flow generation[6] is expected to remain stable compared to 2024.
- **Moleskine**
  - Sales are expected to grow by a mid-single-digit percentage compared to 2024, improving from the difficult market environment in 2024.
  - *Adjusted* operating result margin[1] should show an improvement of above 100bps, reflecting top-line growth and positive operating leverage.

Key developments

- In January 2024, PHE refinanced its outstanding bonds with a €960m Term Loan B, 7-year maturity. Subsequently, in October 2024, Moody's upgraded PHE's credit rating to B1, outlook stable. S&P has reaffirmed PHE's credit rating at BB-, outlook stable. PHE repriced its Term Loans in November 2024.
- In June 2024, UBS submitted an offer to all investors in the Supply Chain Finance Fund managed by Credit Suisse/UBS. The Group decided to accept the offer and recovered €79.7m on its outstanding investment in August 2024, leading to an additional impairment charge of €15.1m in 2024.
- D'Ieteren Group held a PHE Day at the end of June 2024 at PHE's state-of-the-art logistic centre Logisteo (Réau, France).
- In H1-2024, following the impairment test performed on Moleskine, the Group accounted for a net of tax impairment charge of -€131.4m.
- In September 2024, D'Ieteren Group's family shareholders reached an agreement to reorganise their respective shareholdings, cementing the long-term stability of the Group's family shareholding. This once-in-a-generation reorganisation, whereby Nayarit Participations acquired 16.7% of D'Ieteren Group's capital from SPDG and thereby increased its shareholding to 50.1%, progressively concentrating family ownership in one single family branch. This optimally positions the Group for the next decades while also sharing a considerable part of the value created through an extraordinary dividend of €74 per ordinary share to all shareholders.
- Alongside this agreement, D'Ieteren Group raised €1bn in bank loans and Belron successfully issued new senior secured debt instruments totalling c.€8.1bn. The proceeds from these debt issues were used to refinance existing term loans totalling €4.2bn and to finance a distribution of €4.2bn to its shareholders.
- Rating agencies have updated Belron's credit ratings accordingly:
  - S&P from BBB- to BB-, stable outlook
  - Moody's: from Ba1 to Ba3, stable outlook
  - Fitch: from BBB- to BB, stable outlook
- End-October 2024, existing minority shareholders of Belron have signed a binding agreement to acquire an additional stake of 1.4% in Belron from Atessa, a fellow minority shareholder. The latter remains a sizeable shareholder following the completion of this transaction which valued Belron at an equity value of €23.5bn.
- In December 2024, Carine Van Landschoot joined TVH as Chief Financial Officer (CFO) and member of the Executive Team. Carine brings over 30 years of international financial leadership experience, specializing in managing global teams and driving meaningful corporate transformations.
- In January 2025, Christophe Archaimbault, previously CCO of Moleskine, has been appointed CEO of the company following the retirement of Daniela Riccardi.
- On February 20th, 2025, PHE has announced exclusive negotiations for a majority stake in Top Part in the Republic of Ireland, aimed at strengthening its international development, expanding its geographic footprint and consolidating its position as a leading European aftermarket player.
- On March 10th, D'Ieteren Group has repaid €250m of its €500m 2-year bridge loan thanks to cash upstream from D'Ieteren Automotive.

Governance

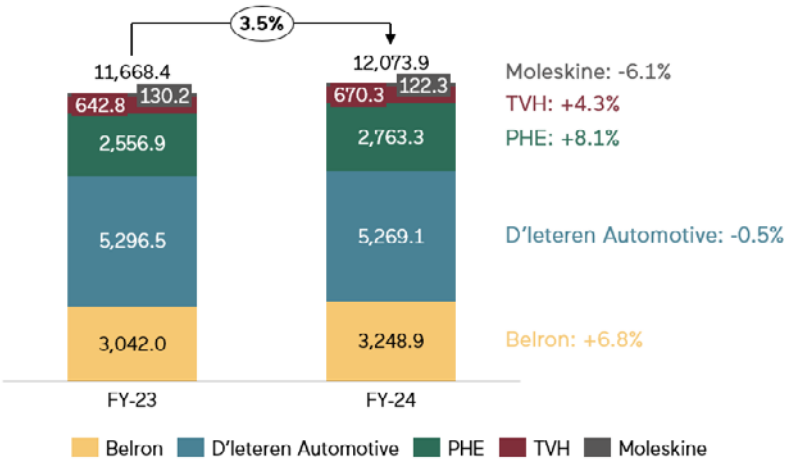
Alongside the shareholder reorganisation, three Directors have resigned: Mr Olivier Périer, SPDG represented by Mr Denis Pettiaux, and GEMA represented by Mr Michel Allé.

D'Ieteren Group's Board of Directors has co-opted one independent Director, Norawild, represented by Mr Thierry le Grelle, and two non-executive Directors, Olivier Chapelle SRL, represented by Mr Olivier Chapelle, and Alcamara, represented by Mr Charles-Antoine Leunen. Their formal appointments will be submitted to the vote of the General Assembly on June 5, 2025.

Group Summary

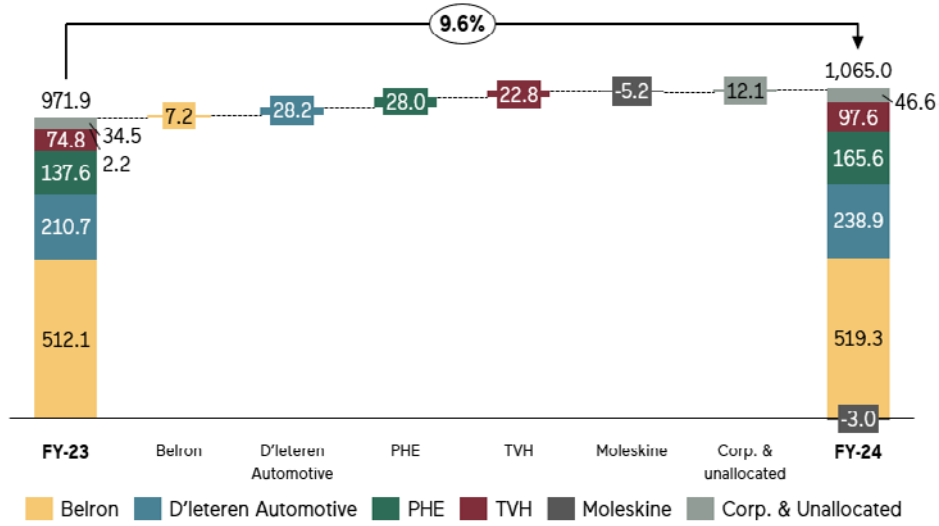
Consolidated sales under IFRS amounted to **€8,154.7m (+2.1% YoY).** This figure excludes Belron and TVH. **Sales, Group's share**[1] amounted to **€12,073.9m (+3.5% YoY)** with Belron at 50.3% for both periods.

Sales, Group's share (€m)



The **consolidated profit before tax under IFRS** reached €470.4m (€612.9m in 2023). The key performance indicator, the **adjusted profit before tax, Group's share**[1], amounted to €1,065.0m, increasing by 9.6% over 2023, or 10.1% at December 31st 2023 foreign exchange rates, the basis of our guidance (Belron at 50.3% for both periods, see appendix). Excluding the additional financial charges at Belron and at the Corporate & unallocated segment, the Group's KPI is up by 12.1% YoY, or 12.7% at constant currency.

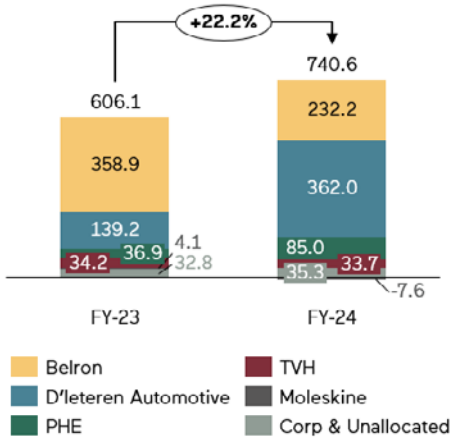
Evolution of the *adjusted* consolidated profit before tax, Group's share[1] (€m)



The **Group's share in the net result** equalled €372.1m (€504.7m in 2023). **The adjusted net profit, Group's share[1],** reached €773.5m (Belron at 50.3%) compared to €733.3m in 2023 (Belron at 50.2%).

Free cash flow, Group's share[1,6] further increased by 22.2% YoY (with Belron at 50.3% for both periods), reaching €740.6m thanks to a significant increase at D'leteren Automotive and at PHE. Belron's free-cash flow[6] was impacted by the additional cash interest charges, while its free cash flow (Group's share, i.e. at 50.3%) remained at a high level of €232.2m.

Evolution of the free cash flow, Group's share[1,6] (€m)



The Board of Directors proposes a rebased **gross ordinary dividend of €1.60** per share to the General Meeting of Shareholders to be held on 5 June 2025.

Alongside the family shareholding reorganisation announced on September 9, 2024, the Corporate & unallocated segment successfully raised €1bn in bank loans, leading to a **net financial debt[3] of €652.8m** (or €908.2m excluding €255.4m inter-segment loan) at the end of 2024 (versus a net cash position of €1,188.3m at the end of 2023, or €915.9m excluding €272.4m of inter-segment loan).

Belron

€m	2023 APM (non-GAAP measures)[1] Adjusted items	2023 APM (non-GAAP measures)[1] Adjusting items	2023 Total	2024 APM (non-GAAP measures)[1] Adjusted items	2024 APM (non-GAAP measures)[1] Adjusting items	2024 Total	% change adjusted items	% change total
VGRR prime jobs (in million)	-	-	12.8	-	-	13.0	-	1.5%
External sales	6,047.7	-	6,047.7	6,459.0	-	6,459.0	6.8%	6.8%
Operating result	1,239.5	-169.9	1,069.6	1,369.1	-226.7	1,142.4	10.5%	6.8%
Net finance (costs)/income	-222.6	-2.5	-225.1	-337.8	-41.4	-379.2	51.8%	68.5%
Result before tax (PBT)	1,018.0	-172.4	845.6	1,032.4	-268.1	764.3	1.4%	-9.6%
Adjusted PBT, group's share[1] (@ 50.30%)	512.1	-	-	519.3	-	-	1.4%	-

Sales and results

Sales

Belron's total sales (at 100%) **increased by 6.8%**, to €6,459.0m in 2024. Sales growth comprises **5.8% organic[5] growth**, contribution from acquisitions of 0.9% and a slightly positive currency effect of 0.1%.

Sales growth was driven by a favourable price/mix effect, a 1.5% volume growth (VGRR prime jobs), and a positive contribution from ADAS (penetration rate of 42.2%) and VAPS (attachment rate of 23.7%).

Organic growth[5] in **North America** (55% of total) was at 0.2%, with volumes slightly down YoY, affected by a mild winter in H1-2024 and more challenging conditions in the insurance segment following significant increases in insurance premia. The **Eurozone** (31% of total) showed a 15.6% organic[5] sales growth thanks to favourable markets, increased mobility, higher levels of capacity in key markets and a positive price/mix effect. Organic[5] sales growth was at 9.8% in the **Rest of World** (14% of total).

Results

The **operating result** (at 100%) for the full year rose by 6.8% YoY to €1,142.4m and the **adjusted operating result**[1] improved by 10.5% to €1,369.1m, implying an *adjusted* operating margin[1] improvement versus 2023 of 70bps to 21.2% (or 77bps at constant foreign exchange). The total amount spent on the global **transformation programme** was €83.7m in 2024 (€124.1m in 2023), of which €25.1m classified as *adjusting* items[1] (€57.1m in 2023), leading to a decrease in *adjusted* transformation costs[1] of -€8.4m YoY. Significant achievements have been made on the programme, and many global platforms have been launched, bringing more operating model efficiency.

Adjusting items[1] at the level of the operating result totalled -€226.7m (see details in the Alternative Performance Measurements – APM – section).

The **profit before tax** reached €764.3m (€845.6m in 2023), primarily impacted by the increased financing costs related to the increased leverage and dividend distribution in October 2024.

The **adjusted profit before tax, Group's share**[1] increased by 1.4% YoY to €519.3m from €512.1m in 2023 (assuming a 50.30% stake in 2023 and 2024). This was driven by the strong operational performance, partially offset by the increased financing costs. Excluding these costs, the *adjusted* profit before tax, Group's share[1] improved by 7.3% YoY.

Net debt and free cash flow

The **free cash flow**[6] (after tax) amounted to €461.6m (€713.5m in 2023). The decline versus 2023 is primarily driven by the increase in cash interest driven by the additional debt raised in October 2024, a working capital outflow versus an inflow in 2023, and a higher cash outflow from *adjusting* items[1]. These elements were partly compensated by a 10.2% YoY EBITDA increase. Net capital expenditures amounted to 1.7% of sales (excluding right of use assets).

Belron's **net financial debt**[3] reached €9,015.6m (100%) at the end of 2024 compared to €4,689.8m at the end of 2023. The €4,325.8m increase since December 2023 is mainly explained by the dividends paid to Belron's shareholders (-€4,189.1m, of which -€2,214.5m to D'Ieteren Group), the repurchase of shares to previous Management Reward Programme participants (-€152.3m), the change in lease liabilities (-€193.8m), the adverse foreign exchange impact on cash and external debt (-€314.7m), partially compensated by a free cash flow of €461.6m.

Belron's Senior Secured Net Leverage Ratio (Senior Secured indebtedess[3]/proforma EBITDA post-IFRS 16[4] multiple) stands at 5.15x, already down from the estimated 5.5x at the time of the announcement of the capital restructuring, and versus 2.95x at the end of December 2023 and 2.81x at the end of June 2024.

D'Ieteren Automotive

€m	2023 APM (non-GAAP measures)[1] Adjusted items	2023 APM (non-GAAP measures)[1] Adjusting items	2023 Total	2024 APM (non-GAAP measures)[1] Adjusted items	2024 APM (non-GAAP measures)[1] Adjusting items	2024 Total	% change adjusted items	% change total
New vehicles delivered (in units)	-	-	124,929	-	-	119,832	-	-4.1%
External sales	5,296.5	-	5,296.5	5,269.1	-	5,269.1	-0.5%	-0.5%
Operating result	222.5	-31.1	191.4	269.7	-45.5	224.2	21.2%	17.1%
Net finance (costs)/income	-15.9		-15.9	-14.2	0.3	-13.9	-10.7%	-12.6%
Result before tax (PBT)	208.0	-33.4	174.6	237.9	-50.0	187.9	14.4%	7.6%
Adjusted PBT, group's share[1]	210.7	-	-	238.9	-	-	13.4%	-

Activities and results

Market and deliveries

The Belgian new car market contracted in 2024. Excluding de-registrations within 30 days[2], the number of Belgian **new car registrations** decreased by -6.4% to 438,210 units.

D'Ieteren Automotive's overall **net market share** slightly declined to 24.0% versus 24.2% in 2023.

The total number of **new vehicles**, including commercial vehicles, delivered by D'Ieteren Automotive in 2024 reached 119,832 units versus 124,929 units in 2023 (-4.1% YoY). The order book normalised throughout the year to reach a level of c.23.5k at the end of 2024.

Sales

D'Ieteren Automotive's **sales** decreased by -0.5% to €5,269.1m, notably driven by the new car market decline, partly compensated by a positive new car price/mix evolution as well as sales growth in most other activities.

- New vehicles sales decreased by -0.8% to €4,258.9m
- Used cars sales declined by -9.3% YoY, reaching €407.3m
- Spare parts and accessories sales gained 11.7% to €356.6m
- Other revenues increased by 2.3% YoY to €162.5m
- Revenues from after-sales activities amounted to €83.8m (+12.0% YoY)

Results

The **operating result** reached €224.2m (+17.1% YoY) and the **adjusted operating result**[1] increased by 21.2% YoY to €269.7m, leading to a 92bps improvement to the *adjusted* operating margin of 5.1%. This notable positive development was largely driven by the price/mix effect on top-line and tight cost management.

Adjusting items[1] at the operating result level were at -€45.5m, including -€29.0m related to the cash-settled share-based payment scheme put in place in April 2021 as part of the Long-Term Incentive Plan (LTIP). See details in the APM section.

The **profit before tax** reached €187.9m (+7.6% YoY) and €237.9m (+14.4%) excluding *adjusting* items[1].

The **adjusted profit before tax, Group's share**[1], improved by 13.4% to €238.9m. The contribution of the equity accounted entities was negative at -€17.6m (versus +€2.9m in 2023, essentially due to Volkswagen D'Ieteren Finance where the decline in residual values and remarketing activity weighed on the results).

Net debt and free cash flow

The **free cash flow**[6] (after tax) was significantly higher than in 2023, at €362.0m compared to €139.2m in 2023. This €222.8m (or 160.1%) increase mainly reflects:

- a positive working capital movement, mostly driven by the normalisation of the end-2023 order book leading to reduced inventories;
- the strong increase in operational results; and

- lower capital expenditures.

D'leteren Automotive's **net financial debt**[3] decreased from €250.0m at the end 2023 to €11.9m at the end of 2024, mainly driven by the strong free cash flow generation. D'leteren Automotive's leverage ratio Net debt[3] / *adjusted*[1] EBITDA[4] was close to 0.0x at the end of 2024.

PHE

NB: The figures presented below represent D'leteren Group's PHE segment, composed of PHE operating company and PHE's holding company.

€m	2023 APM (non-GAAP measures)[1] Adjusted items	2023 APM (non-GAAP measures)[1] Adjusting items	2023 Total	2024 APM (non-GAAP measures)[1] Adjusted items	2024 APM (non-GAAP measures)[1] Adjusting items	2024 Total	% change adjusted items	% change total
External sales	2,556.9	-	2,556.9	2,763.3	-	2,763.3	8.1%	8.1%
Operating result	231.6	-65.2	166.4	257.0	-57.5	199.5	11.0%	19.9%
Net finance (costs)/income	-85.2	-14.6	-99.8	-83.9	-12.3	-96.2	-1.5%	-3.6%
Result before tax (PBT)	146.5	-79.8	66.7	173.2	-69.8	103.4	18.2%	55.0%
Adjusted PBT, group's share[1]	137.6	-	-	165.6	-	-	20.3%	-

Sales and results

Sales

PHE's **total sales** were at €2,763.3m (+8.1% versus FY-2023). This strong performance was driven by 5.2% organic growth[5] and 2.9% from acquisitions.

France (64% of total) showed a 4.4% organic growth[5], and that of international activities' (36% of total) was 6.9%, primarily driven by market share gains in a context of normalising price inflation.

Results

Operating result was at €199.5m (+19.9% YoY). The **adjusted operating result**[1] came in at €257.0m (+11.0% YoY), representing a solid *adjusted* operating margin[1] of 9.3% compared to 9.1% in 2023. This performance was driven by the positive top-line developments, profitability improvement in both France and International organic activities, as well as cost containment initiatives, partially offset by remaining inflationary pressure on some cost items (mainly personnel and building rental costs).

Adjusting items[1] were at -€57.5m at the operating result level (see details in the APM section). These consist primarily of the amortisation of customer relationships recognised as intangibles (-€29.5m) linked to the purchase price allocation finalised by the Group in 2023 and following the acquisitions performed by PHE, as well as the cash-settled share-based payment expense of -€16.3m.

The **profit before tax** reached €103.4m and the **adjusted profit before tax, Group's share**[1] amounted to €165.6m, an increase of 20.3% YoY.

Net debt and free cash flow

Free cash flow[6] for the PHE segment was at €85.0m, driven by:

- a working capital inflow of +€71.3m, primarily related to a non-recourse factoring reserve drawdown; and
- strong operational results, with *adjusted*[1] EBITDA[4] up by 10.7% YoY.

These elements were partly offset by a higher acquisitions spend of €96.4m, related to the payment of deferred considerations on acquisitions and put liabilities, and acquisitions of stakes in Spain, Belgium and France; and higher cash interest charges.

Net financial debt[3] according to D'leteren Group's definition decreased YoY by -€77.0m to €1,118.6m at the end of 2024 mainly due to the free cash flow generation. This definition does not include the put options granted to non-controlling shareholders holding minority interests in some of PHE's direct and indirect subsidiaries and the put options granted to minority investors (including management and several partners and independent distributors), who invested alongside D'leteren Group in the holding company of PHE. The leverage ratio net financial debt[3] / EBITDA[4] (post-IFRS 16), according to lenders' definition, was 3.1x at the end of 2024 versus 3.6x at the end of 2023.

TVH

€m	2023 APM (non-GAAP measures)[1] Adjusted items	2023 APM (non-GAAP measures)[1] Adjusting items	2023 Total	2024 APM (non-GAAP measures)[1] Adjusted items	2024 APM (non-GAAP measures)[1] Adjusting items	2024 Total	% change adjusted items	% change total
External sales	1,607.0	-	1,607.0	1,675.8	-	1,675.8	4.3%	4.3%
Operating result	217.9	-104.4	113.5	261.7	-104.6	157.1	20.1%	38.4%
Net finance (costs)/income	-30.8	-6.1	-36.9	-17.6	-0.6	-18.2	-42.9%	-50.7%
Result before tax (PBT)	187.1	-110.5	76.6	244.1	-105.2	138.9	30.5%	81.3%
Adjusted PBT, group's share[1]	74.8	-	-	97.6	-	-	30.5%	-

Sales and results

Sales

TVH posted **total sales** (at 100%) of €1,675.8m in 2024, which represents a YoY growth of 4.3%, of which 3.4% organic[5], 1.1% external and -0.3% related to currency translation. Organic growth[5] was largely driven by the recovery from 2023's cyberattack. Underlying activity levels throughout 2024 have been faced with a softer market environment, notably in the material handling and in agricultural markets, impacting the growth levels. TVH showed strong growth outperformance in various construction markets.

Results

Operating result (at 100%) improved significantly, reaching €157.1m, and **adjusted operating result**[1] stood at €261.7m (+20.1% YoY), representing an *adjusted* operating margin[1] of 15.6%. The 206bps margin increase was driven by revenue growth, strict cost containment efforts in operating expenses, as well as €6.6m insurance income in 2024 related to the cyberattack in 2023.

Operating costs related to the IT and business transformation programme were at €32.1m, primarily related to the roll-out of new enterprise software solutions and increased costs for software licenses. Part of these costs related to system integrators fees (€9.4m) are reported as *adjusting* items[1].

Adjusting items[1] at the operating result amounted to -€104.6m (see details in the APMs section), primarily related to the purchase price allocation of TVH finalised in the second half of 2022.

The **profit before tax** reached €138.9m in 2024 and the **adjusted profit before tax, Group's share**[1] amounted to €97.6m, showing the strong recovery from 2023 (+30.5% YoY). Note that the 2024 financial result includes significant positive FX-related gains.

Net debt and free cash flow

Free cash flow[6] generation remained broadly stable, at €84.3m (versus €85.6m in 2023), as the higher EBITDA generation (+19.5% YoY) and the lower capital expenditures (4.8% of sales excluding right of use assets) were offset by a working capital outflow (versus an inflow in 2023) and higher acquisitions spend (Sincanli in Turkey notably).

TVH **net financial debt**[3] (100%) decreased from €802.3m at the end of 2023 to €773.3m at the end of 2024. The decline is primarily attributable to the free cash flow generation. The leverage ratio net financial debt[3] / *adjusted*[1] EBITDA[4] decreased to 2.5x as at 31 December 2024.

Moleskine

€m	2023 APM (non-GAAP measures)[1] Adjusted items	2023 APM (non-GAAP measures)[1] Adjusting items	2023 Total	2024 APM (non-GAAP measures)[1] Adjusted items	2024 APM (non-GAAP measures)[1] Adjusting items	2024 Total	% change adjusted items	% change total
External sales	130.2	-	130.2	122.3	-	122.3	-6.1%	-6.1%
Operating result	23.4	3.5	26.9	15.4	-163.1	-147.7	-34.2%	-
Net finance (costs)/income	-21.2		-21.2	-18.1	-	-18.1	-14.6%	-14.6%
Result before tax (PBT)	2.2	3.5	5.7	-2.7	-163.1	-165.8	-	-
Adjusted PBT, group's share[1]	2.2	-	-	-3.0	-	-	-	-

Sales and results

Sales

Moleskine's **sales** declined by -6.1% YoY in 2024 to €122.3m, composed of -5.7% organic decline[5], and a negative currency impact of -0.4%. While growing and reinforcing its market position in core paper products in Wholesale and direct channels, the year has been marked by cautious discretionary spending across the globe, leading to a general and global pressure on the category at end-consumers and business customers level, largely explaining the sales decline.

Sales evolution by region:

- **EMEA** (43% of total) declined by -8.7%, primarily due to adverse policies in online marketplace with ongoing resolution actions.
- **Americas** (43% of total) declined by -0.7%, due to a relatively soft demand environment and despite a strong performance in retail.
- **APAC** (13% of total) also declined by -13.2%, mostly driven by a slower demand in the Strategic Partnership segment.

Results

Operating result decreased due to an impairment charge booked in H1-24 following the impairment test, from €26.9m in 2023 to -€147.7m in 2024. **Adjusted operating result[1]** declined by -34.2%, reflecting a negative operating leverage. *Adjusted* operating margin[1] was at 12.6% in 2024.

Adjusting items[1] at the operating result level amounted to -€163.1m in 2024 (see more details in the APM section). These reflect mainly the impairment charge accounted for in the first half of 2024.

The **profit before tax** amounted to -€165.8m. The **adjusted profit before tax, Group's share**[1] was at -€3.0m versus €2.2m in 2023.

Net debt and free cash flow

Free cash flow[6] decreased versus 2023, to -€7.6m, primarily reflecting the lower *adjusted*[1] EBITDA[4] and includes the payment of €18.8m of inter-segment financing interests.

Moleskine's net financial debt[3] slightly declined to €266.5m at the end of 2024 compared to €269.3m at the end of 2023, and includes €255.4m inter-segment financing. The decrease of -€2.8m is explained by a debt waiver of -€16.9m, partially offset by the free cash flow consumption (€7.6m) and the change in lease liabilities (€6.8m).

Corporate and unallocated

€m	2023 APM (non-GAAP measures)[1] Adjusted items	2023 APM (non-GAAP measures)[1] Adjusting items	2023 Total	2024 APM (non-GAAP measures)[1] Adjusted items	2024 APM (non-GAAP measures)[1] Adjusting items	2024 Total	% change adjusted items	% change total
External sales	-	-	-	-	-	-	-	-
Operating result	-2.6	-6.5	-9.1	-7.5	-10.3	-17.8	-	-
Net finance (costs)/income	37.1	-19.6	17.5	54.1	-15.2	38.9	45.8%	122.3%
Result before tax (PBT)	34.5	-26.1	8.4	46.6	-25.5	21.1	35.1%	151.2%
Adjusted PBT, group's share[1]	34.5	-	-	46.6	-	-	35.1%	-

Results

The segment "Corporate and unallocated" mainly includes the corporate and real estate activities (D'Ieteren Immo S.A.). The **adjusted operating result**[1] reached -€7.5m versus -€2.6m in 2023.

Adjusted[1] net finance income evolution was mainly due to a notable increase in interests received on investments. The new loans of €1bn put in place at the Corporate level were drawn mid-December 2024 and had a marginal impact on 2024 financial charges.

Adjusting items[1] at the level of net finance result of -€15.2m mainly relate to the additional impairment charge recognised on the Group's investment in the Supply Chain Fund managed by Credit Suisse/UBS. See more details in the APMs section.

Adjusted profit before tax, Group's share[1] came in at €46.6m compared to €34.5m in 2023.

Net debt and free cash flow

Free cash flow[6] generated by the "Corporate and unallocated" segment slightly improved from €32.8m in 2023 to €35.3m in 2024, primarily relating to a higher working capital inflow and a higher interest income, partially offset by higher capital expenditures.

The **net financial**[3] position of "Corporate & unallocated" evolved from a net cash surplus of €1,188.3m on 31 December 2023 to a net financial debt of €652.8m on 31 December 2024. The change of €1,841.1m is mainly explained by the dividends paid to the shareholders of D'Ieteren Group (€200.8m ordinary dividend in June 2024 and €3,975.3m of extraordinary dividend in December 2024, following the decision of the Group to reorganise the family shareholding and pay an extraordinary dividend as announced on 9 September 2024), partially compensated by the dividends received from the Belron segment (€2,214.5m), the TVH segment (€29.2m) and the D'Ieteren Automotive segment (€84.5m).

Research and development

Research and development (R&D) costs incurred by D'Ieteren Group totalled c. €51.2m in 2024.

Belron's R&D expenses for the year totalled €5.6m. The company undertakes continuous research and development to ensure it retains its position as the global leader in the vehicle glass aftermarket and rigorous safety standards are met.

D'Ieteren Automotive, invested €4.7m to further develop sustainable and innovative mobility and software solutions for citizens and corporations, such as Poppy, Mbrella and Joule.

Moleskine's R&D expenditure amounted to €419k, focused on developing its digital ecosystem and innovating products and materials, including projects like EDO.IO (a digital company). Of this amount, approximately €200k was allocated to capital expenditures for the development of the new Moleskine Everyday Suite set to launch in 2025.

PHE has continued to invest c. €7.5m in 2024, towards the maintenance, development and upgrade of its proprietary digital solutions including Autossimo (B2B light vehicle spare parts web catalogue and ordering system), AD.FR, idGarages.com (online platforms for bookings, online appointments and on demand estimates) and Oscaro, its B2C website. On top of this, PHE has piloted a garage delivery tracking system as well as a proprietary sales force application, HUB360, aimed at improving the interaction with its customers. Finally, PHE has also invested in AI and RPA (Robotic Process Automation) to improve customer service support as well as gaining deeper insights into customer behavior, particularly customer churn.

TVH continued to leverage its R&D activities investing approximately €33m to further develop innovative solutions across its business operations. Next to the ongoing automation projects in logistics and warehousing and the enhancement of an integrated e-commerce platform and related tools, new initiatives were launched in the fields of product data infrastructure and processing including the development of enhanced search capabilities. To expand its client service offerings, TVH also invested in the continued development of software solutions for its telematics systems activities and the introduction of new services.

Notes

[1] In order to better reflect its underlying performance and assist investors in gaining a better understanding of its financial performance, D'Ieteren Group uses Alternative Performance Measures ("APMs"). These APMs are non-GAAP measures, i.e. their definitions are not addressed by IFRS. D'Ieteren Group does not present APMs as an alternative to financial measures determined in accordance with IFRS and does not give to APMs greater prominence than defined IFRS measures. See the definition of these performance indicators in the APMs appendix.

[2] In order to provide an accurate picture of the car market, Febiac publishes market figures excluding registrations that have been cancelled within 30 days. Most of them relate to vehicles that are unlikely to have been put into circulation in Belgium by the end customer.

[3] The net financial debt is not an IFRS indicator. D'Ieteren Group uses this Alternative Performance Measure to reflect its indebtedness. This non-GAAP indicator is defined as the sum of the borrowings minus cash, cash equivalents and investments in non-current and current financial assets. See details in the APMs section.

[4] EBITDA is not an IFRS indicator. This APM (non-GAAP indicator) is defined as earnings before interest, taxes, depreciation and amortization. Since the method for calculating the EBITDA is not governed by IFRS, the method applied by the Group may not be the same as that adopted by others and therefore may not be comparable.

[5] "Organic growth" is an Alternative Performance Measure used by the Group to measure the evolution of revenue between two consecutive periods, at constant currency and excluding the impact of change in perimeter of consolidation or business acquisitions.

[6] Free cash flow is not an IFRS indicator. This APM measure is defined as [Adjusted EBITDA - other non-cash items – change in working capital – capital expenditures – capital paid on lease liabilities – taxes paid – net interest paid – acquisitions + disposals– cash flow from adjusting items + other cash items]

Auditor's Report

"The statutory auditor, KPMG Bedrijfsrevisoren - Réviseurs d'Entreprises, represented by Axel Jorion, has confirmed that the audit procedures, which have been substantially completed, have not revealed any material misstatement in the accounting information included in the Company's annual announcement."

Forward looking statements

This document contains forward-looking information that involves risks and uncertainties, including statements about D'Ieteren Group's plans, objectives, expectations and intentions. Readers are cautioned that forward-looking statements include known and unknown risks and are subject to significant business, economic and competitive uncertainties and contingencies, many of which are beyond the control of D'Ieteren Group. Should one or more of these risks, uncertainties or contingencies materialise, or should any underlying assumptions prove incorrect, actual results could vary materially from those anticipated, expected, estimated or projected. As a result, D'Ieteren Group does not assume any responsibility for the accuracy of these forward-looking statements.

Alternative Performance Measurement (APM) – Non-Gaap Measurement

Framework and definitions

In order to better reflect its underlying performance and assist investors, securities analysts and other interested parties in gaining a better understanding of its financial performance, the Group uses Alternative Performance Measures ("APMs"). These alternative performance metrics are used internally for analysing the Group's results as well as its business units.

These APMs are non-GAAP measures, i.e. their definition is not addressed by IFRS. They are derived from the audited IFRS accounts. The APMs may not be comparable to similarly titled measures of other companies and have limitations as analytical tools and should not be considered in isolation or as a substitute for analysis of the Group's performance or liquidity under IFRS. The Group does not present APMs as an alternative to financial measures determined in accordance with IFRS and does not give to APMs greater prominence than defined IFRS measures.

Each line of the statement of profit or loss (see below), and each subtotal of the segment statement of profit or loss (see below), is broken down in order to provide information on the *adjusted* result and on the *adjusting* items.

The *adjusting* items are identified by the Group in order to present comparable figures, giving to the investors a better view on the way the Group is measuring and managing its financial performance. They comprise the following items, but are not limited to:

(a) Recognised fair value gains and losses on derivative financial instruments (i.e. change in fair value between the opening and the end of the period, excluding the accrued cash flows of the derivatives that occurred during the period), where hedge accounting may not be applied under IAS 39/IFRS 9;

(b) Exchange gains and losses arising upon the translation of foreign currency loans and borrowings at the closing rate;

(c) Impairment of goodwill and other non-current assets;

(d) Amortisation of intangible assets with finite useful lives recognised in the framework of the allocation as defined by IFRS 3 of the cost of a business combination;

(e) Share-based payment and long-term incentive program expenses;

(f) Other material items that derive from events or transactions that fall within the ordinary activities of the Group, and which individually or, if of a similar type, in aggregate, are separately disclosed by virtue of their size or incidence.

Adjusted result consists of the IFRS reported result, excluding *adjusting* items as listed above.

The Group uses as key performance indicator the *adjusted* consolidated result before tax, Group's share (*Adjusted* PBT, Group's share). This APM consists of the segment reported result before tax (PBT), taking into account the result before tax of the discontinued operations, and excluding *adjusting* items and the share of minority shareholders.

Presentation of APMs in the consolidated statement of profit or loss for the year ended 31 December

€m	2024			2023		
		Of which			*Of which*	
	Total	*Adjusted result*	*Adjusting items*	**Total**	*Adjusted result*	*Adjusting items*
Revenue	**8,154.7**	*8,154.7*	*-*	**7,983.6**	*7,983.6*	*-*
Cost of sales	-6,187.3	*-6,189.1*	*1.8*	-6,177.5	*-6,177.2*	*-0.3*
Gross margin	**1,967.4**	*1,965.6*	*1.8*	**1,806.1**	*1,806.4*	*-0.3*
Commercial and administrative expenses	-1,568.4	*-1,450.3*	*-118.1*	-1,458.0	*-1,353.6*	*-104.4*
Other operating income	50.0	*46.1*	*3.9*	58.1	*52.1*	*6.0*
Other operating expenses	-190.8	*-26.8*	*-164.0*	-30.6	*-30.0*	*-0.6*
Operating result	**258.2**	*534.6*	*-276.4*	**375.6**	*474.9*	*-99.3*
Net finance costs	-89.3	*-62.1*	*-27.2*	-119.4	*-85.2*	*-34.2*
Finance income	50.3	*49.8*	*0.5*	24.1	*23.6*	*0.5*
Finance costs	-139.6	*-111.9*	*-27.7*	-143.5	*-108.8*	*-34.7*
Share of result of equity-accounted investees, net of income tax	301.5	*448.7*	*-147.2*	356.7	*460.2*	*-103.5*
Result before tax	**470.4**	*921.2*	*-450.8*	**612.9**	*849.9*	*-237.0*
Income tax expense	-93.6	*-143.0*	*49.4*	-102.6	*-111.0*	*8.4*
Result from continuing operations	**376.8**	*778.2*	*-401.4*	**510.3**	*738.9*	*-228.6*
Discontinued operations	-	-	-	-	-	-
RESULT FOR THE PERIOD	**376.8**	*778.2*	*-401.4*	**510.3**	*738.9*	*-228.6*
Result attributable to:					-	-
Equity holders of the Company	**372.1**	*773.5*	*-401.4*	**504.7**	*733.3*	*-228.6*
Non-controlling interests ("NCI")	4.7	*4.7*	-	5.6	*5.6*	-
Earnings per share						
Basic (in €)	6.94	*14.43*	*-7.49*	9.41	*13.67*	*-4.26*
Diluted (in €)	6.87	*14.28*	*-7.41*	9.34	*13.57*	*-4.23*
Earnings per share - Continuing operations						
Basic (in €)	6.94	*14.43*	*-7.49*	9.41	*13.67*	*-4.26*
Diluted (in €)	6.87	*14.28*	*-7.41*	9.34	*13.57*	*-4.23*

Presentation of APMs in the segment statement of profit or loss for the year ended 31 December

The Group's reportable operating segments are D'leteren Automotive, Belron, Moleskine, TVH and PHE. The other segments are disclosed in the category "Corporate & Unallocated" (D'leteren Group, corporate and real estate activities). These operating segments are consistent with the Group's organisational and internal reporting structure, and with the requirements of IFRS 8 "Operating Segments". Despite their classification as equity-accounted investees, Belron and TVH remain separate reportable operating segments, reflecting the Group's internal reporting structure.

€m	2024							
	D'leteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
External revenue	5,269.1	6,459.0	122.3	1,675.8	2,763.3	-	-8,134.8	8,154.7
Inter-segment revenue	0.8	-	-	-	-	-	-0.8	-
Segment revenue	**5,269.9**	**6,459.0**	**122.3**	**1,675.8**	**2,763.3**	**-**	**-8,135.6**	**8,154.7**
Operating result (being segment result)	**224.2**	**1,142.4**	**-147.7**	**157.1**	**199.5**	**-17.8**	**-1,299.5**	**258.2**
Of which Adjusted result	*269.7*	*1,369.1*	*15.4*	*261.7*	*257.0*	*-7.5*	*-1,630.8*	*534.6*
Adjusting items	*-45.5*	*-226.7*	*-163.1*	*-104.6*	*-57.5*	*-10.3*	*331.3*	*-276.4*
Net finance costs	-13.9	-379.2	-18.1	-18.2	-96.2	38.9	397.4	-89.3
Finance income	6.1	40.0	1.3	11.1	3.0	39.9	-51.1	50.3
Finance costs	-20.0	-419.2	-0.7	-29.3	-99.2	-19.7	448.5	-139.6
Inter-segment financing interests	-	-	-18.7	-	-	18.7	-	-
Share of result of equity-accounted investees, net of income tax	-22.4	1.1	-	-	0.1	-	322.7	301.5
Result before tax	**187.9**	**764.3**	**-165.8**	**138.9**	**103.4**	**21.1**	**-579.4**	**470.4**
Of which Adjusted result	*237.9*	*1,032.4*	*-2.7*	*244.1*	*173.2*	*46.6*	*-810.3*	*921.2*
Adjusting items	*-50.0*	*-268.1*	*-163.1*	*-105.2*	*-69.8*	*-25.5*	*230.9*	*-450.8*
Income tax expense	-69.7	-208.8	24.6	-27.9	-40.7	-7.8	236.7	-93.6
Result from continuing operations	**118.2**	**555.5**	**-141.2**	**111.0**	**62.7**	**13.3**	**-342.7**	**376.8**
Of which Adjusted result	*164.1*	*773.1*	*-10.1*	*193.2*	*120.5*	*37.5*	*-500.1*	*778.2*
Adjusting items	*-45.9*	*-217.6*	*-131.1*	*-82.2*	*-57.8*	*-24.2*	*157.4*	*-401.4*
Discontinued operations	-	-	-	-	-	-	-	-
RESULT FOR THE PERIOD	**118.2**	**555.5**	**-141.2**	**111.0**	**62.7**	**13.3**	**-342.7**	**376.8**

Attributable to:	D'leteren Automotive	Belron(*)	Moleskine	TVH(*)	PHE	Corp. & unallocated	Group
Equity holders of the Company(*)	**119.2**	**279.4**	**-141.4**	**44.4**	**57.2**	**13.3**	**372.1**
Of which Adjusted result	*165.1*	*388.9*	*-10.3*	*77.3*	*115.0*	*37.5*	*773.5*
Adjusting items	*-45.9*	*-109.5*	*-131.1*	*-32.9*	*-57.8*	*-24.2*	*-401.4*
Non-controlling interests ("NCI")	-1.0	-	0.2	-	5.5	-	4.7
RESULT FOR THE PERIOD	**118.2**	**279.4**	**-141.2**	**44.4**	**62.7**	**13.3**	**376.8**

(*) Belron at 50.30% and TVH at 40.00% – see note 17 of the 2024 consolidated financial statements.

Presentation of APMs in the segment statement of profit or loss for the year ended 31 December (continued)

€m	2023							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
External revenue	5,296.5	6,047.7	130.2	1,607.0	2,556.9	-	-7,654.7	7,983.6
Inter-segment revenue	0.3	-	0.1	-	-	-	-0.4	-
Segment revenue	**5,296.8**	**6,047.7**	**130.3**	**1,607.0**	**2,556.9**	**-**	**-7,655.1**	**7,983.6**
Operating result (being segment result)	**191.4**	**1,069.6**	**26.9**	**113.5**	**166.4**	**-9.1**	**-1,183.1**	**375.6**
Of which Adjusted result	*222.5*	*1,239.5*	*23.4*	*217.9*	*231.6*	*-2.6*	*-1,457.4*	*474.9*
Adjusting items	*-31.1*	*-169.9*	*3.5*	*-104.4*	*-65.2*	*-6.5*	*274.3*	*-99.3*
Net finance costs	-15.9	-225.1	-21.2	-36.9	-99.8	17.5	262.0	-119.4
Finance income	1.5	27.7	0.5	3.6	4.3	15.6	-29.1	24.1
Finance costs	-17.4	-252.8	-1.6	-38.3	-104.1	-20.4	291.1	-143.5
Inter-segment financing interests	-	-	-20.1	-2.2	-	22.3	-	-
Share of result of equity-accounted investees, net of income tax	-0.9	1.1	-	-	0.1	-	356.4	356.7
Result before tax	**174.6**	**845.6**	**5.7**	**76.6**	**66.7**	**8.4**	**-564.7**	**612.9**
Of which Adjusted result	*208.0*	*1,018.0*	*2.2*	*187.1*	*146.5*	*34.5*	*-746.4*	*849.9*
Adjusting items	*-33.4*	*-172.4*	*3.5*	*-110.5*	*-79.8*	*-26.1*	*181.7*	*-237.0*
Income tax expense	-63.2	-171.6	-5.4	-29.1	-25.2	-8.8	200.7	-102.6
Result from continuing operations	**111.4**	**674.0**	**0.3**	**47.5**	**41.5**	**-0.4**	**-364.0**	**510.3**
Of which Adjusted result	*145.0*	*805.3*	*-2.5*	*135.8*	*112.3*	*25.4*	*-482.4*	*738.9*
Adjusting items	*-33.6*	*-131.3*	*2.8*	*-88.3*	*-70.8*	*-25.8*	*118.4*	*-228.6*
Discontinued operations	-	-	-	-	-	-	-	-
RESULT FOR THE PERIOD	**111.4**	**674.0**	**0.3**	**47.5**	**41.5**	**-0.4**	**-364.0**	**510.3**

Attributable to:	D'Ieteren Automotive	Belron(*)	Moleskine	TVH(*)	PHE	Corp. & unallocated	Group
Equity holders of the Company(*)	**112.6**	**338.4**	**0.3**	**19.1**	**34.7**	**-0.4**	**504.7**
Of which Adjusted result	*146.2*	*404.3*	*-2.5*	*54.4*	*105.5*	*25.4*	*733.3*
Adjusting items	*-33.6*	*-65.9*	*2.8*	*-35.3*	*-70.8*	*-25.8*	*-228.6*
Non-controlling interests ("NCI")	-1.2	-	-	-	6.8	-	5.6
RESULT FOR THE PERIOD	**111.4**	**338.4**	**0.3**	**19.1**	**41.5**	**-0.4**	**510.3**

(*) Belron at 50.20% (weighted average economic percentage for the period) and TVH at 40.00% – see note 17 of the 2024 consolidated financial statements.

In both periods, the column "Eliminations" reconciles the segment statement of profit or loss (with the 12-month results of Belron and TVH presented on all lines under global integration method) to the IFRS Group consolidated statement of profit or loss (with the net results of Belron and TVH presented in the line "share of result of equity-accounted investees, net of income tax", representing the share of the Group in the 12-month net results of Belron and TVH).

Explanations and details of the figures presented as *adjusting* items

In 2024 and 2023, the Group identified the following items as *adjusting* items throughout the operating segments:

€m	2024						
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Total (segment)*
Adjusting items							
Included in operating result	***-45.5***	***-226.7***	***-163.1***	***-104.6***	***-57.5***	***-10.3***	***-607.7***
Re-measurements of financial instruments	-	-0.1	-	-	-	-	-0.1
Amortisation of customer contracts	-	-33.8 (4)	-	-46.6 (13)	-29.5 (17)	-	-109.9
Amortisation of brands with finite useful life	-	-5.3 (5)	-	-	-	-	-5.3
Amortisation of other intangibles with finite useful life	-	-1.9 (6)	-	-31.3 (13)	-	-	-33.2
Impairment of goodwill and of non-current assets	-	-	-163.4 (10)	-	-	-	-163.4
Share-based payment and long-term incentive program expenses	-29.0 (1)	-71.0 (7)	-	-13.3 (14)	-16.3 (18)	-5.5 (22)	-135.1
Other adjusting items	-16.5 (2)	-114.6 (8)	0.3	-13.4 (15)	-11.7 (19)	-4.8 (23)	-160.7
Included in net finance costs	***0.3***	***-41.4***	***-***	***-0.6***	***-12.3***	***-15.2***	***-69.2***
Re-measurements of financial instruments	0.3	-	-	-0.6 (16)	-12.3 (20)	-15.1 (24)	-27.7
Other adjusting items	-	-41.4 (9)	-	-	-	-0.1 (23)	-41.5
Included in equity accounted result	***-4.8*** (3)	***-***	***-***	***-***	***-***	***-***	***-4.8***
Included in segment result before taxes (PBT)	***-50.0***	***-268.1***	***-163.1***	***-105.2***	***-69.8***	***-25.5***	***-681.7***

* Total of the *adjusting* items at the level of each segment. The *adjusting* items presented in the Belron and TVH segments should be deducted from this total to reconcile with the Group figures reported in the segment statement of profit or loss.

Explanations and details of the figures presented as *adjusting* items (continued)

€m	2023						
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Total (segment)*
Adjusting items							
Included in operating result	**-31.1**	**-169.9**	**3.5**	**-104.4**	**-65.2**	**-6.5**	**-373.6**
Re-measurements of financial instruments	-	*-0.1*	-	-	-	-	*-0.1*
Amortisation of customer contracts	-	*-33.7 (4)*	-	*-44.5 (13)*	*-28.6 (17)*	-	*-106.8*
Amortisation of brands with finite useful life	-	*-3.2 (5)*	-	-	-	-	*-3.2*
Amortisation of other intangibles with finite useful life	-	*-1.9 (6)*	-	*-30.7 (13)*	-	-	*-32.6*
Share-based payment and long-term incentive program expenses	*-26.0 (1)*	*-37.5 (7)*	*5.8 (11)*	*-2.6 (14)*	*-29.9 (18)*	*-6.0 (22)*	*-96.2*
Other adjusting items	*-5.1 (2)*	*-93.5 (8)*	*-2.3 (12)*	*-26.6 (15)*	*-6.7 (19)*	*-0.5 (23)*	*-134.7*
Included in net finance costs	**-**	**-2.5**	**-**	**-6.1**	**-14.6**	**-19.6**	**-42.8**
Re-measurements of financial instruments	-	-	-	*-1.0 (16)*	*-10.5 (20)*	*-19.6 (24)*	*-31.1*
Other adjusting items	-	*-2.5 (9)*	-	*-5.1 (15)*	*-4.1 (21)*	-	*-11.7*
Included in equity accounted result	**-2.3** *(3)*	**-**	**-**	**-**	**-**	**-**	**-2.3**
Included in segment result before taxes (PBT)	**-33.4**	**-172.4**	**3.5**	**-110.5**	**-79.8**	**-26.1**	**-418.7**

* Total of the *adjusting* items at the level of each segment. The *adjusting* items presented in the Belron and TVH segments should be deducted from this total to reconcile with the Group figures reported in the segment statement of profit or loss.

Explanations and details of the figures presented as *adjusting* items (continued)

D'Ieteren Automotive

(1) In both periods, the share-based payment and long-term incentive program expenses relate to the cash-settled share-based payment scheme put in place in April 2021 as part of the Long-Term Incentive Plan (LTIP), amounting to –€29.0m in 2024 (–€26.0m in the prior period).

(2) In the current period, other *adjusting* items in operating result mainly include -€9.5m of fees from system integrators and -€8.2m of support to network in relation to the finance transformation program initiated in 2023.

In the prior period, other *adjusting* items in operating result mainly included -€3.8m of fees from system integrators in relation to the finance transformation program initiated in 2023 and -€1.1m of write off on furniture and equipment no longer used by the Group.

(3) In the current period, the *adjusting* item included in equity-accounted result relates to the write off of the equity accounted investee Skipr to align its carrying value to its recoverable amount.

In the prior period, the *adjusting* item included in equity-accounted result relates to the write off of the equity accounted investee MyMove to bring its carrying value to zero.

Belron

(4) In the framework of recent acquisitions (mainly in the United States), certain customer contracts were recognised as intangible assets with a finite useful life. The amortisation amounts to -€33.8m (-€33.7m in the prior period).

(5) The amortisation of brands with finite useful lives (certain brands are no longer considered to be intangibles with indefinite useful lives since there is now a limit to the period over which these assets are expected to generate cash inflows) amounts to -€5.3m (-€3.2m in the prior period).

(6) The amortisation of other intangible assets with finite useful lives (mostly franchise agreements recognized on acquisitions) amounts to -€1.9m in both periods.

(7) In the current period, share-based payment and long-term incentive program expenses include -€39.3m recognised in relation to the restricted share units ('RSUs') awarded by the Board of Directors of Belron in December 2021 to employees, of which -€29.5m of share-based payment charge and -€9.8m of associated payroll taxes (-€37.5m in the prior period, of which -€32.2m of share-based payment charge and -€5.3m of associated payroll taxes).

In addition, a new scheme was set out in December 2024, consisting of share-based payment and cash-based components.

Under the share-based component of that scheme, RSUs are granted to participants, with vesting period of 2 years and conditional to the participants remaining in the employ of Belron. The total share-based payment expense recognised in 2024 amounts to -€13.4m (of which -€11.6m related to some RSUs that do not require a service condition to be met and for which the related share-based payment expense was recognised in full on the date of grant).

The cash-based component of that scheme consists in a cash bonus payable in two equal instalments in December 2025 and December 2026. The majority of the participants forfeit their benefit entitlement if they leave the employ of Belron before an instalment payment date. The total expense recognised in 2024 amounts to -€17.6m (of which -€14.5m related to part of the award that is not conditional on service and that vests immediately, although payment is deferred in line with the instalment payment dates). Payroll taxes associated to that new scheme amounts to -€0.7m.

These transactions have and will have no economic impact on the Group and on the 50.30% fully diluted stake held by the Group in Belron at 31 December 2024.

(8) In the current period, other *adjusting* items of -€114.6m mainly include -€25.1m of fees from system integrators in relation to the business transformation programme, -€9.6m of acquisition related costs (mainly is the US), -€7.3m of settlement loss in relation to one of Belron's pension schemes, -€17.9m of warehouse closure and acquisition fees as well as -€11.0m in respect of restructurings in the United States, and -€32.8m in respect of legal claims in the US.

In the prior period, other *adjusting* items of -€93.5m mainly included -€57.1m of fees from system integrators in relation to the business transformation programme, -€7.5m in respect of restructurings and improvements, -€6.4m of acquisition related costs and -€8.5m one-off costs incurred following the alignment to the new inventory provisioning policy adopted by Belron.

(9) In the current period, other *adjusting* items of -€41.4m in net finance costs relates to the refinancing operated in October 2024 (€850m in aggregate principal amount of euro-denominated 4.625% Senior Secured Notes and $1,115m in aggregate principal amount of U.S. dollar denominated 5.75% Senior Secured Notes, as well as €2,050m and $4,690m new term loans maturing October 2031). The proceeds of the new Notes and term loans were used to refinance c.€4.2bn of existing term loans and fund a c.€4.2bn distribution to Belron's shareholders. These -€41.4m costs mainly include -€23.3m of experts fees and -€17.4m of amortisation of remaining deferred financing costs.

In the prior period, other *adjusting* items of -€2.5m in net finance costs related to the additional financing operated in April 2023 (total amount of $870m – or €800m equivalent – with a maturity of 6 years).

Moleskine

(10) In the period, following the impairment test performed on the Moleskine CGU at half-year 2024, the Group accounted for a net of tax impairment charge of -€131.4m, allocated to goodwill (-€48.8m, fully impaired at 31 December 2024), brands with indefinite useful lives (-€114.6m), and deferred tax liabilities on brands with indefinite useful lives (€32.0m). No additional impairment charge has been recognised in H2-2024.

(11) In the prior period, the outstanding provision for the Long-Term Incentive Program (LTIP) was fully reversed for an amount of €5.8m.

(12) In the prior period, other *adjusting* item in operating result related to a provision for an exceptional cash bonus granted to the management for the efforts and the business impact achieved.

TVH

(13) In both periods, the amortisation of customer contracts and other intangible assets with finite useful lives recognised as part of the purchase price allocation finalised by the Group in the second half of 2022 amounts to -€44.5m and -€30.7m respectively. The remaining -€2.7m mainly relates to the amortisation of customer contracts recognized following business combinations performed by TVH during the period.

(14) The provision for the Long-Term Incentive Program (LTIP) amounts to -€13.3m (-€2.6m in the prior period).

(15) In the current period, other *adjusting* items in operating result include -€9.4m of fees from system integrators in relation to the IT and business transformation programme (-€19.6m in the prior period) and -€4.0m in respect of restructurings.

In the prior period, other *adjusting* items in operating result and finance costs include -€12.1m (-€7.0m in operating result and -€5.1m in finance costs) related to the full impairment of the net assets of TVH Russia, classified as held for sale since 30 June 2022.

(16) The re-measurement of financial instruments of -€0.6m (-€1.0m in the prior period) relates to the change in fair value of interest rates swaps.

PHE

(17) Following the purchase price allocation finalised by the Group in 2023, customer relationships have been recognised as intangible assets with finite useful lives. The amortisation amounts to -€25.9m in both periods. The remaining -€3.6m in the current period (-€2.7m in the prior period) relates to the amortisation of customer contracts identified as intangible assets with finite useful lives following the acquisitions performed by PHE since the closing of the acquisition by the Group on the 4th of August 2022.

(18) In the current period, employee costs of -€16.3m include -€15.9m of cash-settled share-based payment expense (-€26.6m in the prior period) that represents the portion of the fair value of the free shares granted to PHE's key management personnel as part of the Management Reward Plan, which is spread over their vesting period (see note 9 of the 2024 consolidated financial statements for more information) as well as -€0.4m of associated payroll taxes (-€3.3m in the prior period).

(19) Other *adjusting* items in operating result mainly include costs related to acquisitions (-€0.5m in 2024; -€1.7m in 2023) and to the restructurings and transformation programme (-€11.1m in 2024, -€5.0m in 2023).

(20) The re-measurement of financial instruments of -€12.3m (-€10.5m in 2023) relates to the change in fair value of interest rates swaps and caps and deferred consideration on acquisitions.

(21) In the prior period, other *adjusting* items in net finance costs relates to the accelerated depreciation of deferred financing costs following the refinancing operated in January 2024.

Corporate & Unallocated

(22) In both periods, the share-based payment and long-term incentive program expenses mainly relate to the equity-settled share-based payment scheme, whereby share options are granted to officers and managers of the Corporate & unallocated segment.

(23) In the period, other *adjusting* items in operating result and in net finance costs (-€4.9m) relate to fees incurred in relation with the family shareholding reorganisation and extraordinary dividend, as announced by the Group on 9 September 2024.

In the prior period, other *adjusting* items in operating result of -€0.5m included write off on furniture and equipment no longer used by the Group.

(24) In the period, the re-measurement of financial instruments of -€15.1m relates to the additional impairment charge recognised on the Group's investment in the Supply Chain Fund managed by Credit Suisse/UBS (-€19.6m in 2023). In June 2024, UBS issued a press release informing all investors of an offer to redeem their holdings in the Fund. Pursuant to the offer, investors receive, per share, 90% of the value of the most recently determined net asset value (NAV) of the fund as at 25 February 2021, less any payments they have received since 25 February 2021. The Group decided to accept the offer and recovered €79.7m on its outstanding investment in August 2024 (€114.4m of gross value less €34.7m of impairment charges recognized in 2023 and 2024).

Adjusted result before tax, Group's share (*adjusted* PBT, Group's share)

€m	2024							2023						
	D'leteren Automotive	Belron (50.30%)	Moleskine	TVH (40%)	PHE	Corp. & unallocated	Total (segment)	D'leteren Automotive	Belron (50.20%)	Moleskine	TVH (40%)	PHE	Corp. & unallocated	Total (segment)
Segment reported PBT	**187.9**	**764.3**	**-165.8**	**138.9**	**103.4**	**21.1**	**1,049.8**	**174.6**	**845.6**	**5.7**	**76.6**	**66.7**	**8.4**	**1,177.6**
Less: Adjusting items in PBT	50.0	268.1	163.1	105.2	69.8	25.5	681.7	33.4	172.4	-3.5	110.5	79.8	26.1	418.7
Segment adjusted PBT	**237.9**	**1,032.4**	**-2.7**	**244.1**	**173.2**	**46.6**	**1,731.5**	**208.0**	**1,018.0**	**2.2**	**187.1**	**146.5**	**34.5**	**1,596.3**
Share of the group in tax on adjusted results of equity-accounted investees	-	-	-	-	-	-	-	1.5	-	-	-	-	-	1.5
Share of non-controlling interests in adjusted PBT	1.0	-513.1	-0.3	-146.5	-7.6	-	-666.5	1.2	-507.0	-	-112.3	-8.9	-	-627.0
Segment adjusted PBT, Group's share	**238.9**	**519.3**	**-3.0**	**97.6**	**165.6**	**46.6**	**1,065.0**	**210.7**	**511.0**	**2.2**	**74.8**	**137.6**	**34.5**	**970.8**

In the period, the percentage used for computing the segment *adjusted* PBT, Group's share of Belron amounts to 50.30% (50.20% in the prior period).

Key Performance Indicator (based on adjusted PBT, Group's share)

€m	2024							2023						
	D'leteren Automotive	Belron (50.30%)	Moleskine	TVH (40%)	PHE	Corp. & unallocated	Total (segment)	D'leteren Automotive	Belron (50.30%)	Moleskine	TVH (40%)	PHE	Corp. & unallocated	Total (segment)
Segment adjusted PBT, Group's share	**238.9**	**519.3**	**-3.0**	**97.6**	**165.6**	**46.6**	**1,065.0**	**210.7**	**511.0**	**2.2**	**74.8**	**137.6**	**34.5**	**970.8**
Adjustment of the share of the Group (comparable basis with 2024)	-	-	-	-	-	-	-	-	1.1	-	-	-	- -	1.1
Adjusted PBT, Group's share (key performance indicator)	**238.9**	**519.3**	**-3.0**	**97.6**	**165.6**	**46.6**	**1,065.0**	**210.7**	**512.1**	**2.2**	**74.8**	**137.6**	**34.5**	**971.9**

The column Belron has been restated in 2023 based on the economic percentage used for computing the segment *adjusted* PBT in 2024 (50.30% in 2024 vs 50.20% in 2023) to make both periods comparable.

Net debt

In order to better reflect its indebtedness, the Group uses the concept of net debt. This non-GAAP measure, i.e. its definition is not addressed by IFRS, is an Alternative Performance Measure ("APM") and is not presented as an alternative to financial measures determined in accordance with IFRS.

Net debt is based on loans and borrowings less cash, cash equivalents and non-current and current asset investments. It excludes the fair value of derivative debt instruments. The hedged loans and borrowings (i.e. those that are accounted for in accordance with the hedge accounting rules of IAS 39) are translated at the contractual foreign exchange rates of the related cross currency swaps. The other loans and borrowings are translated at closing foreign exchange rates.

€m	31 December 2024						31 December 2023					
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated
Non-current loans and borrowings	180.5	9,112.5	13.2	717.1	1,109.8	1,025.7	106.9	4,694.8	7.9	736.4	1,120.2	39.8
Current loans and borrowings	149.9	258.6	6.1	129.1	163.5	3.3	164.5	215.4	4.6	173.6	179.3	3.2
Inter-segment financing	-	-	255.4	-	-	-255.4	-	-	272.4	-	-	-272.4
Adjustment for hedged borrowings	-	-	-	-	-	-	-	12.6	-	-	-	-
Gross debt	**330.4**	**9,371.1**	**274.7**	**846.2**	**1,273.3**	**773.6**	**271.4**	**4,922.8**	**284.9**	**910.0**	**1,299.5**	**-229.4**
Less: Cash and cash equivalents	-313.5	-355.5	-8.2	-72.7	-154.7	-117.6	-16.8	-233.0	-15.6	-107.7	-103.9	-621.6
Less: current financial investments	-2.8	-	-	-0.2	-	-	-	-	-	-	-	-238.3
Less: Other non-current assets	-2.2	-	-	-	-	-3.2	-4.6	-	-	-	-	-99.0
Total net debt	**11.9**	**9,015.6**	**266.5**	**773.3**	**1,118.6**	**652.8**	**250.0**	**4,689.8**	**269.3**	**802.3**	**1,195.6**	**-1,188.3**

D'leteren Automotive's net debt reached €11.9m at the end of December 2024 (€250.0m at the end of December 2023). The decrease of -€238.1m mainly stems from a €362.0m free cash-flow generation, partially offset by the dividend paid to the Corporate & unallocated segment (-€84.5m) and -€39.8m of additional lease liabilities. The strong free cash flow generation arises from a €329.2m *adjusted* EBITDA and €211.1m of cash inflow from change in working capital (mainly thanks to a decrease in inventories), partially offset by -€12.4m Capex, -€74.3m of tax paid, -€33.1m of capital lease repayments, -€31.0m of acquisitions, -€13.6m of interests paid and -€12.7m of cash outflow from *adjusting* items (mainly finance transformation program).

Belron's net financial debt reached €9,015.6m at the end of December 2024. This compares with €4,689.8m at the end of December 2023. The increase of €4,325.8m is mainly explained by the dividends paid to Belron's shareholders (-€4,189.1m, of which -€2,214.5m to the Corporate & unallocated segment), the repurchase of shares to previous MRP participants (-€152.3m), the change in lease liabilities (-€193.8m), the adverse foreign exchange impact on cash and external debt (-€314.7m), partially compensated by a free cash-flow of €461.6m. The strong free cash flow generated relies on a €1.7bn *adjusted* EBITDA, partially offset by -€37m of change in net working capital, -€108m Capex, -€206m of capital lease repayments, -€238m of tax paid, -€356m of financial charges, -€94m of acquisitions and -€158m of cash outflow from *adjusting* items (of which -€38m of fees from system integrators as part of the transformation programme).

In October 2024, Belron successfully priced €850m in aggregate principal amount of euro-denominated 4.625% Senior Secured Notes and $1,115m in aggregate principal amount of U.S. dollar denominated 5.75% Senior Secured Notes, and allocated €2,050m and $4,690m new term loans on the institutional market. The proceeds of the new Notes and term loans were used to refinance c.€4.2bn of existing term loans and fund a c.€4.2bn distribution to Belron's shareholders (see note 4 of the 2024 consolidated financial statements for more information)

At 31 December 2023 and 2024, the inter-segment financing comprise amounts lent by the Corporate & unallocated segment to the Moleskine segment (non-recourse loan in the framework of the acquisition), decreased by -17.0m compared to 31 December 2023 following the payment of €18.8m of interests due in 2024 and a debt waiver of €16.9m. Moleskine's net debt reached €266.5m at the end of December 2024 (€269.3m at the end of December 2023). The decrease of -€2.8m is explained by the debt waiver of -€16.9m, partially offset by the free cash-flow consumption (€7.6m) and the change in lease liabilities (€6.8m).

TVH's net financial debt decreased from €802.3m to €773.3m at the end of December 2024. The decrease of -€29.0m compared to 31 December 2023 is mainly explained by the €84.3m free cash flow generation (mainly arising from an *adjusted* EBITDA of €309.5m, partially offset by a working capital outflow of -€29.3m, Capex of -€80.6m, tax paid of -€54.4m and interests paid of -€21.0m), and the dividend paid (-€73.0m, of which -€29.2m to the Corporate & unallocated segment).

PHE's net financial debt decreased from €1,195.6m at 31 December 2023 to €1,118.6m at 31 December 2024. The decrease of -€77.0m is mainly due to a strong *adjusted* EBITDA of €355.9m and a working capital inflow of €71.3m, partially offset by Capex (-€53.8m), repayment of lease liabilities (-€52.0m), taxes paid (-€34.8m), acquisitions (-€96.4m) and interests paid (-€92.2m).

PHE's net financial debt excludes the put options granted to non-controlling shareholders holding minority interests in some of PHE's direct and indirect subsidiaries (valued at €106.9m at 31 December 2024 and at €116.4m at 31 December 2023) and the put options granted to minority investors (including management and several partners and independent distributors), who invested alongside D'leteren Group in the holding company of PHE, up to c.9% (valued at €185.1m at 31 December 2024, increased by €9.8m compared to 31 December 2023, mainly due to the vesting and change in fair value of the free shares granted to PHE's key management personnel as part of the Management Reward Plan, recognised in profit or loss as *adjusting* items). It also excludes the deferred considerations on acquisitions (nil at December 2024 and €53.7m at 31 December 2023), presented in the lines "other payables" and "trade and other payables" in the consolidated statement of financial position.

The net financial position (including inter-segment financing loans) of the Corporate & unallocated segment evolved from a net cash surplus of €1,188.3m on 31 December 2023 to a net financial debt of €652.8m on 31 December 2024. The change of €1,841.1m is mainly explained by the dividends paid to the shareholders of D'leteren Group (€200.8m ordinary dividend in June 2024 and €3,975.3m of extraordinary dividend in December 2024, following the decision of the Group to reorganise the family shareholding and pay an extraordinary dividend as announced on 9 September 2024), partially compensated by the dividends received from the Belron segment (€2,214.5m), the TVH segment (€29.2m) and the D'leteren Automotive segment (€84.5m).

As part of the family shareholding reorganisation, the Corporate & unallocated segment successfully raised €1bn in bank loans, consisting of a €500m Senior Secured Bridge Loan with a 2-year maturity and a spread of Euribor +175bps base rate with quarterly margin step-ups after 9 months, and a €500m Senior Secured Term Loan with a 5-year maturity and a spread of Euribor +275bps base rate, with margin step-downs based on the company's loan-to-value ('LTV') ratio. Hedges are put in place on the 5-Y Term Loan, aimed at reducing the associated interest rate risk.

Consolidated Financial Statements 2024

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Consolidated Statement of Profit or Loss

Year ended 31 December

€m	Notes	2024	2023
Revenue	5	**8,154.7**	**7,983.6**
Cost of sales	6	-6,187.3	-6,177.5
Gross margin	6	**1,967.4**	**1,806.1**
Commercial and administrative expenses	6	-1,568.4	-1,458.0
Other operating income	6	50.0	58.1
Other operating expenses	6	-190.8	-30.6
Operating result	6	**258.2**	**375.6**
Net finance costs	7	-89.3	-119.4
Finance income	7	50.3	24.1
Finance costs	7	-139.6	-143.5
Share of result of equity-accounted investees, net of income tax	17	301.5	356.7
Result before tax		**470.4**	**612.9**
Income tax expense	11	-93.6	-102.6
Result from continuing operations		**376.8**	**510.3**
Discontinued operations		-	-
RESULT FOR THE PERIOD		**376.8**	**510.3**
Result attributable to:			
Equity holders of the Company		**372.1**	**504.7**
Non-controlling interests ("NCI")		4.7	5.6
Earnings per share			
Basic (in €)	8	6.94	9.41
Diluted (in €)	8	6.87	9.34
Earnings per share - Continuing operations			
Basic (in €)	8	6.94	9.41
Diluted (in €)	8	6.87	9.34

The notes on pages 78 to 148 are an integral part of these consolidated financial statements.

The Group uses Alternative Performance Measures (non-GAAP measures) to reflect its financial performance – Refer to the consolidated management report and the press release for more information.

Consolidated Statement of Comprehensive Income

Year ended 31 December

€m	Notes	2024	2023
Result for the period		376.8	510.3
Other comprehensive income			
Items that will never be reclassified to profit or loss (net of tax):		3.7	-1.3
Re-measurements of defined benefit liabilities/assets		*0.1*	*1.6*
Equity-accounted investees - share of OCI	*17*	*3.6*	*-2.9*
Items that may be reclassified subsequently to profit or loss (net of tax)		-132.4	-10.8
Translation differences		*0.7*	*-0.6*
Cash flow hedges: fair value gains (losses) in equity		*-9.0*	*-0.5*
Equity-accounted investees - share of OCI	*17*	*-124.1*	*-9.7*
Other comprehensive income, net of tax		-128.7	-12.1
Total comprehensive income for the period		**248.1**	**498.2**
being: attributable to equity holders of the Company		**243.3**	**492.6**
attributable to non-controlling interests ("NCI")		**4.8**	**5.6**

The notes on pages 78 to 148 are an integral part of these consolidated financial statements.

Consolidated Statement of Financial Position

At 31 December

€m	Notes	2024	2023 (1)
Goodwill	12	554.9	585.8
Intangible assets	13	1,104.5	1,242.5
Property, plant & equipment	14	789.6	690.3
Investment property	15	38.9	40.1
Equity-accounted investees	17	1,357.6	1,358.7
Financial investments	4	0.6	95.8
Derivative financial instruments	18	2.3	-
Deferred tax assets	11	46.7	56.0
Other receivables	20	29.7	39.9
Non-current assets		**3,924.8**	**4,109.1**
Inventories	16	1,242.8	1,434.3
Financial investments	4	-	238.3
Derivative financial instruments	18	-	3.8
Current tax assets	11	83.7	84.2
Trade and other receivables	20	835.4	889.2
Cash and cash equivalents	19	594.0	757.9
Current assets		**2,755.9**	**3,407.7**
TOTAL ASSETS		**6,680.7**	**7,516.8**

€m	Notes	2024	2023 (1)
Capital & reserves attributable to equity holders		-456.9	3,456.9
Non-controlling interests ("NCI")		13.5	16.0
Equity		**-443.4**	**3,472.9**
Equity-accounted investees	17	**2,346.2**	**308.6**
Employee benefits	10	110.0	79.6
Provisions	22	13.5	12.0
Loans and borrowings	23	2,329.2	1,274.8
Derivative financial instruments	18	15.2	-
Put options granted to non-controlling interests	32	190.6	184.1
Other payables	24	6.6	11.1
Deferred tax liabilities	11	249.4	275.7
Non-current liabilities		**2,914.5**	**1,837.3**
Provisions	22	11.4	11.9
Loans and borrowings	23	322.8	351.6
Derivative financial instruments	18	1.3	-
Put options granted to non-controlling interests	32	106.9	116.4
Current tax liabilities	11	94.3	94.5
Trade and other payables	24	1,326.7	1,323.6
Current liabilities		**1,863.4**	**1,898.0**
TOTAL EQUITY AND LIABILITIES		**6,680.7**	**7,516.8**

(1) As restated to reclassify an amount of €0.7m from the line "Provisions" to the line "Employee benefits" in the framework of continuous improvement of the reporting of financial information. The negative balance for the equity-method investment in Belron (-€308.6m at 31 December 2023) was reclassified from assets below equity in 2023, in an ad-hoc line "Equity-accounted investees" (refer to Note 17 for further detail on this reclassification).

The notes on pages 78 to 148 are an integral part of these consolidated financial statements.

Consolidated Statement of Changes in Equity

€m	Capital and reserves attributable to equity holders								
	Share capital	Share premium	Treasury shares reserve	Hedging reserve	Retained earnings	Cumulative translation differences	Total Group's share	Non-controlling interests	Equity
At 1 January 2023	**160.0**	**24.4**	**-134.1**	**54.0**	**2,933.9**	**105.0**	**3,143.2**	**12.7**	**3,155.9**
Profit for the period	-	-	-	-	504.7	-	504.7	5.6	510.3
Other comprehensive income	-	-	-	-31.7	-1.3	20.9	-12.1	-	-12.1
Total comprehensive income for the period	**-**	**-**	**-**	**-31.7**	**503.4**	**20.9**	**492.6**	**5.6**	**498.2**
Movement of treasury shares	-	-	-60.3	-	-	-	-60.3	-	-60.3
Dividends	-	-	-	-	-160.7	-	-160.7	-	-160.7
Movement arising from transactions with MRP participants	-	-	-	-	40.9	-	40.9	-	40.9
Treasury shares - cancellation	-	-	105.9	-	-105.9	-	-	-	-
Put options - movement of the period	-	-	-	-	-20.7	-	-20.7	-	-20.7
Other movements[1]	-	-	-	-	22.0	-	22.0	-1.9	20.1
Total contribution and distribution	**-**	**-**	**45.6**	**-**	**-224.4**	**-**	**-178.8**	**-1.9**	**-180.7**
Acquisition of NCI without change in control	-	-	-	-	-0.1	-	-0.1	-0.5	-0.6
Acquisition of subsidiary with NCI	-	-	-	-	-	-	-	0.1	0.1
Total change in ownership interests	**-**	**-**	**-**	**-**	**-0.1**	**-**	**-0.1**	**-0.4**	**-0.5**
31 December 2023	**160.0**	**24.4**	**-88.5**	**22.3**	**3,212.8**	**125.9**	**3,456.9**	**16.0**	**3,472.9**
At 1 January 2024	**160.0**	**24.4**	**-88.5**	**22.3**	**3,212.8**	**125.9**	**3,456.9**	**16.0**	**3,472.9**
Profit for the period	-	-	-	-	372.1	-	372.1	4.7	376.8
Other comprehensive income	-	-	-	-14.4	5.2	-119.6	-128.8	0.1	-128.7
Total comprehensive income for the period	**-**	**-**	**-**	**-14.4**	**377.3**	**-119.6**	**243.3**	**4.8**	**248.1**
Movement of treasury shares	-	-	2.1	-	-	-	2.1	-	2.1
Dividends	-	-	-	-	-4,176.1	-	-4,176.1	-	-4,176.1
Put options - movement of the period	-	-	-	-	-2.1	-	-2.1	-	-2.1
Other movements[1]	-	-	-	-	25.7	-	25.7	-0.7	25.0
Total contribution and distribution	**-**	**-**	**2.1**	**-**	**-4,152.5**	**-**	**-4,150.4**	**-0.7**	**-4,151.1**
Acquisition of NCI without change in control	-	-	-	-	-6.7	-	-6.7	-6.6	-13.3
Total change in ownership interests	**-**	**-**	**-**	**-**	**-6.7**	**-**	**-6.7**	**-6.6**	**-13.3**
At 31 December 2024	**160.0**	**24.4**	**-86.4**	**7.9**	**-569.1**	**6.3**	**-456.9**	**13.5**	**-443.4**

(1) The lines "other movements" in 2023 and 2024 mainly include equity-settled share-based payments expenses in the Belron (see note 17) and Corporate & unallocated segments (see note 9).

The notes on pages 78 to 148 are an integral part of these consolidated financial statements.

Consolidated Statement of Cash Flows

Year ended 31 December

€m	Notes	2024	2023
Cash flows from operating activities - Continuing			
Result from continuing operations		376.8	510.3
Income tax expense	11	93.6	102.6
Share of result of equity-accounted investees, net of income tax	17	-301.5	-356.7
Net finance costs	7	89.3	119.4
Operating result from continuing operations		**258.2**	**375.6**
Depreciation on PP&E (including right-of-use assets)	6/14/15	150.2	131.9
Amortisation of intangible assets	6/13	57.5	56.2
Impairment and write-offs on goodwill and other non-current assets	12	163.4	-
Other non-cash items		-0.6	15.2
Share-based payment and other employee benefit expenses	4/9	51.6	53.5
Other cash items		-	-0.2
Change in trade and other receivables	4	69.1	-81.6
Change in trade and other payables	4	32.8	179.7
Change in inventories	4	207.8	-193.4
Cash generated from operations		**990.0**	**536.9**
Income tax paid		-118.2	-100.0
Net cash from operating activities		**871.8**	**436.9**

€m	Notes	2024	2023
Cash flows from investing activities - Continuing			
Purchase of property, plant and equipment and intangible assets	13/14/15	-129.8	-106.5
Sale of property, plant and equipment and intangible assets	13/14/15	21.7	14.9
Net capital expenditure		**-108.1**	**-91.6**
Acquisition of subsidiaries (net of cash acquired)	25	-122.3	-60.4
Acquisition of equity-accounted investees	25	-5.1	-51.6
Disposal of subsidiaries (net of cash disposed of)	4	-	92.1
Proceeds from the sale of / (investments in) financial assets	4	315.5	-225.2
Interest received		47.4	23.3
Dividends received from equity-accounted investees	4/17	2,245.9	765.9
Movement in shareholder loan with equity-accounted investee	17	-	40.0
Loans to employees in relation to Long Term Incentive Plan and stock options		1.1	-2.8
Net cash from investing activities		**2,374.4**	**489.7**

The notes on pages 78 to 148 are an integral part of these consolidated financial statements.

Consolidated Statement of Cash Flows (continued)

Year ended 31 December

€m	Notes	2024	2023
Cash flows from financing activities - Continuing			
Acquisition (-)/Disposal (+) of non-controlling interests		1.3	0.4
Acquisition of treasury shares	21	-30.1	-81.6
Disposal of treasury shares	21	32.2	21.3
Repayment of lease liabilities	23	-93.0	-83.3
Proceeds from loans and borrowings	23	2,035.4	74.1
Repayment of loans and borrowings	23	-1,064.0	-191.1
Interest paid		-115.8	-102.5
Dividends paid by Company	21	-4,176.7	-160.7
Dividends paid to non-controlling interests of consolidated subsidiaries		-	-1.9
Net cash from financing activities		**-3,410.7**	**-525.3**
Cash flows from continuing operations		**-164.5**	**401.3**
Cash flows from discontinued operations		**-**	**-**
TOTAL CASH FLOW FOR THE PERIOD		**-164.5**	**401.3**

€m	Notes	2024	2023
Reconciliation with statement of financial position			
Cash at beginning of period		757.9	345.8
Cash included in non-current assets classified as held for sale		-	11.2
Cash and cash equivalents at beginning of period		**757.9**	**357.0**
Total cash flow for the period		-164.5	401.3
Effects of movement in exchange rates		0.2	-0.4
Fair value adjustment on cash and cash equivalents		0.4	-
Cash and cash equivalents at end of period		**594.0**	**757.9**
Included within "Cash and cash equivalents"		*594.0*	*757.9*
Included within "Non-current assets classified as held for sale"		-	-

The notes on pages 78 to 148 are an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements

Note 1: General information

D'Ieteren Group SA/NV (the Company) is a public company incorporated and domiciled in Belgium. The address of the Company's registered office is: Rue du Mail 50, B-1050 Brussels.

In existence since 1805, and across family generations, D'Ieteren Group (the Group) is an investment company seeking growth and value creation by building a family of businesses that reinvent their industries and search for excellence and meaningful impact. It currently owns the following businesses:

- Belron (50.30% in fully diluted economic rights at 31 December 2024, equity-accounted investee): worldwide leader in vehicle glass repair, replacement and recalibration.
- D'Ieteren Automotive (100% owned): distributor of Volkswagen, Audi, SEAT, Škoda, Bentley, Lamborghini, Bugatti, Cupra, Rimac, Microlino, Maserati and Porsche vehicles in Belgium and expanding into other mobility services.
- PHE (100% in economic rights – see note 4) is a leader in the independent distribution of spare parts for vehicles in Western Europe, present in France, Belgium, The Netherlands, Luxemburg, Italy and Spain.
- TVH (40% owned – equity accounted-investee): leading global independent distributor for aftermarket parts for material handling, construction & industrial, and agricultural equipment.
- Moleskine (100% owned): develops and sells iconic branded notebooks and writing, travel and reading accessories through a global multichannel platform.
- D'Ieteren Immo (100% owned): groups together the Belgian real estate interests of D'Ieteren Group.

The Company is listed on Euronext Brussels under the ticker DIE.

These consolidated financial statements have been authorized for issue by the Board of Directors on 28 March 2025.

Alternative Performance Measurement – Non-GAAP measurement

In order to better reflect its underlying performance and assist investors in gaining a better understanding of its financial performance, the Group uses Alternative Performance Measures ("APMs"). These APMs are non-GAAP measures, i.e. their definition is not addressed by IFRS. The Group does not present APMs as an alternative to financial measures determined in accordance with IFRS and does not give to APMs greater prominence than defined IFRS measures.

Note 2: Basis of preparation

These 2024 consolidated financial statements are for the 12 months ended 31 December 2024. They are presented in euro, which is the Group's functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated. They have been prepared in accordance with the International Financial Reporting Standards ("IFRS") and the related International Financial Reporting Interpretations Committee ("IFRIC") interpretations issued which have been adopted by the European Union ("EU") as at 31 December 2024 and are effective for the period ending 31 December 2024.

These consolidated financial statements have been prepared under the historical cost convention, except for employee benefits, non-current assets and liabilities held for sale, business combination, financial assets and financial liabilities (including derivative instruments) and put options granted to non-controlling interests that have been measured at fair value.

On 31 December 2023 and 31 December 2024, in the consolidated statement of financial position, financial assets measured at fair value are limited to the portfolio of marketable securities held in the Corporate & unallocated segment (see note 4) and to derivative financial instruments (see note 18). At 31 December 2023 and 31 December 2024, financial liabilities measured at fair value are limited to the put options granted to non-controlling interests (see note 32), to contingent considerations recognised in the D'Ieteren Automotive and PHE segments (see note 25) and to derivative financial instruments (see note 18). There are no other financial liabilities measured at fair value at 31 December 2023 and 31 December 2024 in the consolidated statement of financial position.

The preparation of the consolidated financial statements requires management to make estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of income, expenses, assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results may differ from these estimates. If in the future such estimates and assumptions, which are based

on management's best judgement at the date of the financial statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate in the period in which the circumstances change or prospectively. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are listed below. They are also disclosed in the relevant notes.

- Measurement of defined benefit obligations (key actuarial assumptions used). See note 10.
- Recognition of deferred tax assets (availability of future taxable profit against which deductible temporary differences and carried forward tax losses can be used). See note 11.
- Goodwill and brands with indefinite useful lives. See note 12.
- Impairment tests (key assumptions underlying recoverable amounts). See note 12.
- Recognition and measurement of provisions and contingencies (key assumptions about the likelihood and magnitude of an outflow of resources). See note 22.
- Measurement of expected credit loss (ECL) allowance for doubtful trade receivables (key assumptions in determining the weighted average loss rate). See note 20.
- Provision for inventory obsolescence. See note 16.
- Acquisition of subsidiary (fair value of the consideration transferred and of the assets acquired and liabilities assumed). See note 25.
- Lease term (whether the Group is reasonably certain to exercise extension or termination options). See note 31.
- Put options granted to non-controlling interests and share-based payments (discount rates used and estimates of the future profitability of the business). See note 32 and note 9.
- Contingent consideration on acquisitions. See note 25.
- Measurement of financial instruments (key assumptions and valuation techniques used) . See note 18.

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Further information is included in the relevant notes. The main areas are employee benefits (see note 10), share-based payments (see note 9), investment properties (see note 15), financial instruments (see note 18), business combinations (see note 25) and put options granted to non-controlling interests (see note 32). When measuring the fair value of an asset or a liability, the Group used observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques (see note 18).

Risks and uncertainties

The ongoing war in Ukraine and the current uncertain economic environment have a significant impact on the world economy and have increased the overall uncertainties, inflationary pressures and market instability. The Board of Directors considered the impact of these risks on the basis of preparation of these consolidated financial statements.

The Group continues to take measures to minimise the impact of these risks on cash flows and is ensuring that it has the necessary liquidity structure in place for the foreseeable future. Taking this into account, the Board of Directors has a reasonable expectation that the Group is well placed to manage its business risks, has enough funds to continue to meet its liabilities as they fall due and to continue in operational existence for the foreseeable future. These consolidated financial statements have therefore been prepared on a going concern basis.

Note 3: Changes in significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out in note 34. These policies have all been consistently applied to all the years presented, unless otherwise stated.

The Group has adopted "International Tax Reform – Pillar Two Model Rules (Amendments to IAS 12)" upon their release in May 2023.

Pillar Two legislation has been enacted or substantively enacted in certain jurisdictions in which the Group operates. The Group has applied the temporary mandatory exception to the accounting for deferred taxes arising from the implementation of the Pillar Two model rules, as provided in the amendment to IAS 12 issued in May 2023.

The Group is in scope of the enacted or substantively enacted legislation and has performed an assessment of the Group's potential exposure to Pillar Two income taxes. The assessment of the potential exposure to Pillar Two income taxes is based on the financial statements of the constituent entities and the country-by-country underlying data. The calculation for FY2024 has led to the conclusion that the Group meets the transitional safe harbour relief in all the jurisdictions in which it operates.

Belron and TVH, consolidated in the Group using the equity method, are not in scope of the Pillar 2 assessment performed by the Group.

Belron is considered an Ultimate Parent Entity of a separate MNE Group that is subject to the GloBE Rules itself and is therefore not part of D'Ieteren Group for Pillar 2 purposes.

Belron performed an assessment of the potential exposure to Pillar Two income taxes for the year ending 31 December 2024. Based on the assessment, the Pillar Two effective tax rates in most of the jurisdictions in which Belron operates are above 15%. However, Belron has identified an exposure to Pillar Two income taxes in respect of profits earned in the United Kingdom. The Group estimates that the impact of UK Pillar 2 income taxes for the period ending 31 December 2024 is an increase in the tax charge of €8.7m.

TVH is owned 40% by the Group and is therefore not part of D'Ieteren Group for Pillar 2 purposes. TVH performed a simulation based on the latest available country-by-country data and concluded that almost all of the jurisdictions where TVH operates satisfy to the safe

harbour simplifications and that the remaning ones should not trigger an additional tax charge or a material one.

Note 4: Segment information

The Group's reportable operating segments are D'Ieteren Automotive, Belron, Moleskine, TVH and PHE. The other segments are disclosed in the category "Corporate & Unallocated" (D'Ieteren Group, corporate and real estate activities). These operating segments are consistent with the Group's organisational and internal reporting structure, and with the requirements of IFRS 8 "Operating Segments".

D'Ieteren Automotive comprises the automobile distribution activities of the Group through D'Ieteren Automotive SA/NV and its subsidiaries, affiliates, and joint ventures. Belron comprises Belron Group SCA and its subsidiaries, affiliates, and joint ventures. Moleskine includes Moleskine S.p.a. and its subsidiaries, affiliates, and joint ventures. TVH includes TVH Global NV and its subsidiaries, affiliates, and joint ventures. PHE includes Parts Holding Europe SAS and its holding company, its subsidiaries, affiliates, and joint ventures. Despite their classification as equity-accounted investees, Belron and TVH remain separate reportable operating segments, reflecting the Group's internal reporting structure. The segment "Corporate & unallocated" comprises the corporate department and the real estate activities of the Group, through its wholly owned subsidiary D'Ieteren Immo SA/NV (see note 1).

These operating segments are consistent with the Group's organisational and internal reporting structure

Segment Statement of Profit or Loss - Operating Segments (Year ended 31 December)

€m	Notes	2024							
		D'leteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
External revenue	5	5,269.1	6,459.0	122.3	1,675.8	2,763.3	-	-8,134.8	8,154.7
Inter-segment revenue		0.8	-	-	-	-	-	-0.8	-
Segment revenue		**5,269.9**	**6,459.0**	**122.3**	**1,675.8**	**2,763.3**	**-**	**-8,135.6**	**8,154.7**
Operating result (being segment result)		**224.2**	**1,142.4**	**-147.7**	**157.1**	**199.5**	**-17.8**	**-1,299.5**	**258.2**
Net finance costs	7	-13.9	-379.2	-18.1	-18.2	-96.2	38.9	397.4	-89.3
Finance income		6.1	40.0	1.3	11.1	3.0	39.9	-51.1	50.3
Finance costs		-20.0	-419.2	-0.7	-29.3	-99.2	-19.7	448.5	-139.6
Inter-segment financing interests		-	-	-18.7	-	-	18.7	-	-
Share of result of equity-accounted investees, net of income tax	17	-22.4	1.1	-	-	0.1	-	322.7	301.5
Result before tax		**187.9**	**764.3**	**-165.8**	**138.9**	**103.4**	**21.1**	**-579.4**	**470.4**
Income tax expense	11	-69.7	-208.8	24.6	-27.9	-40.7	-7.8	236.7	-93.6
Result from continuing operations		**118.2**	**555.5**	**-141.2**	**111.0**	**62.7**	**13.3**	**-342.7**	**376.8**
Discontinued operations		-	-	-	-	-	-	-	-
RESULT FOR THE PERIOD		**118.2**	**555.5**	**-141.2**	**111.0**	**62.7**	**13.3**	**-342.7**	**376.8**

Attributable to:	D'leteren Automotive	Belron(*)	Moleskine	TVH (*)	PHE	Corp. & unallocated	Group
Equity holders of the Company(*)	**119.2**	**279.4**	**-141.4**	**44.4**	**57.2**	**13.3**	**372.1**
Non-controlling interests ("NCI")	-1.0	-	0.2	-	5.5	-	4.7
RESULT FOR THE PERIOD	**118.2**	**279.4**	**-141.2**	**44.4**	**62.7**	**13.3**	**376.8**

(*) Belron at 50.30% (weighted average economic percentage for the period) and TVH at 40.00% – see note 17.

Segment Statement of Profit or Loss – Operating Segments (Year ended 31 December)

€m	2023							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
External revenue	5,296.5	6,047.7	130.2	1,607.0	2,556.9	-	-7,654.7	7,983.6
Inter-segment revenue	0.3	-	0.1	-	-	-	-0.4	-
Segment revenue	**5,296.8**	**6,047.7**	**130.3**	**1,607.0**	**2,556.9**	**-**	**-7,655.1**	**7,983.6**
Operating result (being segment result)	**191.4**	**1,069.6**	**26.9**	**113.5**	**166.4**	**-9.1**	**-1,183.1**	**375.6**
Net finance costs	-15.9	-225.1	-21.2	-36.9	-99.8	17.5	262.0	-119.4
Finance income	1.5	27.7	0.5	3.6	4.3	15.6	-29.1	24.1
Finance costs	-17.4	-252.8	-1.6	-38.3	-104.1	-20.4	291.1	-143.5
Inter-segment financing interests	-	-	-20.1	-2.2	-	22.3	-	-
Share of result of equity-accounted investees, net of income tax	-0.9	1.1	-	-	0.1	-	356.4	356.7
Result before tax	**174.6**	**845.6**	**5.7**	**76.6**	**66.7**	**8.4**	**-564.7**	**612.9**
Income tax expense	-63.2	-171.6	-5.4	-29.1	-25.2	-8.8	200.7	-102.6
Result from continuing operations	**111.4**	**674.0**	**0.3**	**47.5**	**41.5**	**-0.4**	**-364.0**	**510.3**
Discontinued operations	-	-	-	-	-	-	-	-
RESULT FOR THE PERIOD	**111.4**	**674.0**	**0.3**	**47.5**	**41.5**	**-0.4**	**-364.0**	**510.3**

Attributable to:	D'Ieteren Automotive	Belron(*)	Moleskine	TVH(*)	PHE	Corp. & unallocated	Group
Equity holders of the Company(*)	**112.6**	**338.4**	**0.3**	**19.1**	**34.7**	**-0.4**	**504.7**
Non-controlling interests ("NCI")	-1.2	-	-	-	6.8	-	5.6
RESULT FOR THE PERIOD	**111.4**	**338.4**	**0.3**	**19.1**	**41.5**	**-0.4**	**510.3**

(*) Belron at 50.20% (weighted average economic percentage for the period) and TVH at 40.00% – see note 17.

In 2024 and 2023, the columns "Eliminations" reconcile the segment statement of profit or loss (with the net results of Belron and TVH presented on all lines under global integration method) to the IFRS Group consolidated statement of profit or loss (with the net results of Belron and TVH presented in the line "share of result of equity-accounted investees, net of income tax" representing the share of the Group – 50.20% in 2023 and 50.30% in 2024, see note 17 – in the net result of Belron and the share of the Group – 40%, see note 17 – in the net result of TVH).

In the consolidated statement of profit or loss, the decrease in operating result compared to last year is mainly related to the impairment booked in the Moleskine segment.

D'Ieteren Automotive

In 2024, the line "operating result" includes, amongst other amounts, -€29.0m (-€26.0m in the prior period) of cash-settled share-based payment expense recognised as part of the Long-Term Incentive Plan (LTIP) put in place in April 2021. It also includes -€17.7m (-€3.8m in the prior period) of fees from system integrators and support to network in relation to the finance transformation program initiated in 2023. Those charges are included in the line "commercial and administrative expenses" in the consolidated statement of profit or loss.

The share of result of equity-accounted investees, net of income tax decreased mainly due to the joint-venture VDFin. Refer to note 17 for more information on equity-accounted investees.

Belron

In 2024, the line "Operating result" includes, amongst other amounts, -€71.0m of employees costs in relation to the equity-settled and cash-settled payment schemes awarded by the Board of Directors of Belron in December 2021 and December 2024 to employees. These transactions have and will have no economic impact on the Group and on the 50.30% fully diluted stake held by the Group in Belron at 31 December 2024.

It also includes -€83.7m of costs in relation with the group-wide transformation programme (-€124.1m in the prior period).

Net finance costs increased by €154.1m on the same period last year. The 2024 finance costs reflect the additional interests on the new term loans and senior secured notes concluded in October 2024 along with the associated expensed fees (-€23.3m of experts fees and -€17.4m of amortisation of remaining deferred financing costs) as well as higher interest rates. Refer to the section "Segment Statement of Financial Position - Operating Segment" for more information on the refinancing operated in October 2024.

Moleskine

In 2024, the line "operating result" mainly includes -€48.8m of impairment on goodwill and -€114.6m of impairment on brands with indefinite useful lives recognized following the impairment test performed by the Group on the Moleskine CGU. The deferred tax impact of this impairment amounts to €32.0m (deferred taxes on brands). Refer to note 12 for more information on the impairment test.

In 2023, the line "operating result" included, amongst other amounts, €5.8m related to the full reversal of the outstanding provision for the Long-Term Incentive Program (LTIP) as well as -€2.3m of provision for an exceptional cash bonus granted to the management for the efforts and the business impact achieved these last years. These amounts are included in the line "commercial & administrative expenses" in the consolidated statement of profit or loss.

TVH

In 2024 and 2023, the line "Operating result" includes, amongst other amounts, -€75.2m amortization on customer contracts and other intangible assets with finite useful lives recognized following the finalization of the purchase price allocation by the Group in the second half of 2022. This line also includes -€32.1m of costs in relation to the IT and business transformation programme (-€48.0m in 2023) and -€13.3m of cash-settled share-based payment expense recognised as part of the Long-Term Incentive Plan (LTIP) (-€2.6m in the prior period).

In 2024, the decrease in net finance costs compared to the prior period is mainly due to net unrealized and realized foreign exchange gains of €6.0m, as opposed to a loss of -€5.9m in the prior period. In the prior period, the line "finance costs" also included -€5.1m of impairment on financial assets of TVH Russia (classified as held for sale at 31 December 2023 and 31 December 2024 and fully impaired) as TVH management was uncertain as to whether the carrying value of the remaining assets in Russia could be recovered.

PHE

In 2024 and 2023, the line "Operating result" includes, amongst other amounts, -€25.9m of amortization on customer contracts with finite useful lives recognized following the finalization of the purchase price allocation by the Group in the first half of 2023. In 2024, the line "Operating result" also includes -€15.9m of cash-settled share-based payment expense (-€26.6m in the prior period) that represents the portion of the fair value of the free shares granted to PHE's key management personnel as part of the Management Reward Plan, which is spread over their vesting period (see note 9) as well as -€0.4m of associated payroll taxes (-€3.3m in the prior period).

In 2024, the line "Net finance costs" includes, amongst other amounts, -€12.3m of change in fair value of interest rates swaps and deferred consideration on acquisitions (-€10.5m in the prior period). In the prior period, it also included -€4.1m of accelerated depreciation of deferred financing costs following the refinancing closed beginning of 2024.

The percentage used to consolidate the net result of PHE is 100% in 2023, 2024 and beyond. The results attributable to non-controlling interests are those attributable to minority shareholders holding minority interests at the level of the direct and indirect subsidiaries of PHE. The Group applies the anticipated-acquisition method under which the non-controlling interests are derecognized when the put liability is recognized because the interests subject to the put options are deemed to have been already acquired by the Group (see section "Segment Statement of Financial Position - Operating Segment" and note 32 for more information on the put options granted). Profits and losses attributable to non-controlling interests are therefore presented as attributable to the Group, both in the consolidated statement of financial position, in the consolidated statement of profit or loss and in the consolidated statement of comprehensive income.

Corporate & unallocated

In the period, net finance costs include -€15.1m of additional impairment charge recognised on the Group's investment in the Supply Chain Fund managed by Credit Suisse/UBS (-€19.6m already taken in the prior period). In June 2024, UBS issued a press release informing all investors of an offer to redeem their holdings in the Fund. Pursuant to the offer, investors receive, per share, 90% of the value of the most recently determined net asset value (NAV) of the fund as at 25 February 2021, less any payments they have received since 25 February 2021. The Group decided to accept the offer and recovered €79.7m on its outstanding investment in August 2024 (€114.4m of gross value less €34.7m of impairment charges recognized in 2023 and 2024).

Segment Statement of Financial Position - Operating Segment

€m	Notes	31 December 2024							
		D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Goodwill	12	80.1	829.7	-	798.1	471.7	3.1	-1,627.8	554.9
Intangible assets	13	29.8	513.9	294.5	978.4	780.2	-	-1,492.3	1,104.5
Property, plant & equipment	14	195.9	1,210.9	22.0	548.6	326.6	245.1	-1,759.5	789.6
Investment property	15	-	-	-	-	-	38.9	-	38.9
Equity-accounted investees	17	100.1	1.8	-	-	13.4	-	1,242.3	1,357.6
Financial investments		-	9.1	-	-	0.6	-	-9.1	0.6
Derivative financial instruments	18	-	66.7	-	0.8	-	2.3	-67.5	2.3
Employee benefits		-	99.9	-	-	-	-	-99.9	-
Deferred tax assets	11	20.7	123.5	-	31.3	4.1	21.9	-154.8	46.7
Other receivables	20	3.3	34.1	1.6	10.0	20.1	4.7	-44.1	29.7
Non-current assets		**429.9**	**2,889.6**	**318.1**	**2,367.2**	**1,616.7**	**316.0**	**-4,012.7**	**3,924.8**
Inventories	16	639.8	486.2	27.2	480.4	575.8	-	-966.6	1,242.8
Financial investments		-	-	-	0.2	-	-	-0.2	-
Derivative financial instruments		-	9.0	-	-	-	-	-9.0	-
Current tax assets	11	2.0	18.6	1.1	8.8	7.8	72.8	-27.4	83.7
Trade and other receivables	20	398.9	345.3	32.2	346.1	399.4	4.9	-691.4	835.4
Cash and cash equivalents	19	313.5	355.5	8.2	72.7	154.7	117.6	-428.2	594.0
Current assets		**1,354.2**	**1,214.6**	**68.7**	**908.2**	**1,137.7**	**195.3**	**-2,122.8**	**2,755.9**
TOTAL ASSETS		**1,784.1**	**4,104.2**	**386.8**	**3,275.4**	**2,754.4**	**511.3**	**-6,135.5**	**6,680.7**

Segment Statement of Financial Position - Operating Segment (continued)

€m	Notes	31 December 2024							
		D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Equity		-	-	-	-	-	-443.4	-	-443.4
Equity-accounted investees	17	-	-	-	-	-	-	2,346.2	2,346.2
Employee benefits	10	75.1	9.0	2.2	23.7	31.4	1.3	-32.7	110.0
Provisions	22	13.0	90.7	-	5.1	0.4	0.1	-95.8	13.5
Loans and borrowings	23	180.5	9,112.5	13.2	717.1	1,109.8	1,025.7	-9,829.6	2,329.2
Inter-segment loan		-	-	255.4	-	-	-255.4	-	-
Derivative financial instruments	18	-	6.6	-	-	12.9	2.3	-6.6	15.2
Put options granted to non-controlling interests	32	5.5	-	-	-	185.1	-	-	190.6
Other payables	24	0.8	14.4	0.1	10.5	5.7	-	-24.9	6.6
Deferred tax liabilities	11	1.7	24.4	76.4	245.4	148.3	23.0	-269.8	249.4
Non-current liabilities		276.6	9,257.6	347.3	1,001.8	1,493.6	797.0	-10,259.4	2,914.5
Provisions	22	-	85.9	0.8	2.5	5.4	5.2	-88.4	11.4
Loans and borrowings	23	149.9	258.6	6.1	129.1	163.5	3.3	-387.7	322.8
Derivative financial instruments		-	5.6	-	-	1.3	-	-5.6	1.3
Put options granted to non-controlling interests	32	-	-	-	-	106.9	-	-	106.9
Current tax liabilities	11	9.4	195.9	-	9.0	-	84.9	-204.9	94.3
Trade and other payables	24	792.9	788.3	32.9	202.4	479.8	21.1	-990.7	1,326.7
Current liabilities		952.2	1,334.3	39.8	343.0	756.9	114.5	-1,677.3	1,863.4
TOTAL EQUITY AND LIABILITIES		1,228.8	10,591.9	387.1	1,344.8	2,250.5	468.1	-9,590.5	6,680.7

Segment Statement of Financial Position – Operating Segments (continued)

€m	31 December 2023[1]							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Goodwill	62.8	762.3	48.8	788.6	471.1	3.1	-1,550.9	585.8
Intangible assets	35.9	488.9	409.1	1,021.2	797.5	-	-1,510.1	1,242.5
Property, plant & equipment	155.7	983.3	14.0	516.5	304.4	216.2	-1,499.8	690.3
Investment property	-	-	-	-	-	40.1	-	40.1
Equity-accounted investees	124.8	2.3	-	-	7.5	-	1,224.1	1,358.7
Financial investments	-	9.0	-	-	1.0	94.8	-9.0	95.8
Derivative financial instruments	-	84.6	-	1.4	-	-	-86.0	-
Employee benefits	-	99.8	-	-	-	-	-99.8	-
Deferred tax assets	24.1	72.2	-	25.0	15.7	16.2	-97.2	56.0
Other receivables	6.1	31.3	1.2	10.0	26.9	5.7	-41.3	39.9
Non-current assets	**409.4**	**2,533.7**	**473.1**	**2,362.7**	**1,624.1**	**376.1**	**-3,670.0**	**4,109.1**
Inventories	872.2	419.2	26.9	475.3	535.2	-	-894.5	1,434.3
Financial investments	-	-	-	0.2	-	238.3	-0.2	238.3
Derivative financial instruments	-	14.5	-	-	3.8	-	-14.5	3.8
Current tax assets	3.2	10.2	1.1	7.3	6.8	73.1	-17.5	84.2
Trade and other receivables	356.9	337.2	33.1	332.0	493.3	5.9	-669.2	889.2
Cash and cash equivalents	16.8	233.0	15.6	107.7	103.9	621.6	-340.7	757.9
Current assets	**1,249.1**	**1,014.1**	**76.7**	**922.5**	**1,143.0**	**938.9**	**-1,936.6**	**3,407.7**
TOTAL ASSETS	**1,658.5**	**3,547.8**	**549.8**	**3,285.2**	**2,767.1**	**1,315.0**	**-5,606.6**	**7,516.8**

(1) The negative balance for the equity-method investment in Belron (-€308.6m at 31 December 2023) was reclassified from assets below equity in 2023, in an ad-hoc line "Equity-accounted investees".

Segment Statement of Financial Position – Operating Segments (continued)

€m	31 December 2023[1]							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Equity	-	-	-	-	-	3,472.9	-	3,472.9
Equity-accounted investees	-	-	-	-	-	-	308.6	308.6
Employee benefits	46.7	39.9	2.2	11.5	29.6	1.1	-51.4	79.6
Provisions	9.8	75.4	-	0.7	2.1	0.1	-76.1	12.0
Loans and borrowings	106.9	4,694.8	7.9	736.4	1,120.2	39.8	-5,431.2	1,274.8
Inter-segment loan	-	-	272.4	-	-	-272.4	-	-
Derivative financial instruments	-	26.6	-	-	-	-	-26.6	-
Put options granted to non-controlling interests	8.8	-	-	-	175.3	-	-	184.1
Other payables	0.4	5.3	-	0.1	10.7	-	-5.4	11.1
Deferred tax liabilities	1.0	49.7	108.1	259.7	145.9	20.7	-309.4	275.7
Non-current liabilities	173.6	4,891.7	390.6	1,008.4	1,483.8	-210.7	-5,900.1	1,837.3
Provisions	-	31.9	1.1	2.3	5.6	5.2	-34.2	11.9
Loans and borrowings	164.5	215.4	4.6	173.6	179.3	3.2	-389.0	351.6
Derivative financial instruments	-	5.0	-	-	-	-	-5.0	-
Put options granted to non-controlling interests	-	-	-	-	116.4	-	-	116.4
Current tax liabilities	18.7	166.4	0.6	12.8	-0.9	76.1	-179.2	94.5
Trade and other payables	767.6	735.3	28.8	202.2	512.6	14.6	-937.5	1,323.6
Current liabilities	950.8	1,154.0	35.1	390.9	813.0	99.1	-1,544.9	1,898.0
TOTAL EQUITY AND LIABILITIES	1,124.4	6,045.7	425.7	1,399.3	2,296.8	3,361.3	-7,136.4	7,516.8

(1) As restated – to reclassify an amount of €0.7m from the line "Provisions" to the line "Employee benefits" in the framework of continuous improvement of the reporting of financial information. The negative balance for the equity-method investment in Belron (-€308.6m at 31 December 2023) was reclassified from assets below equity in 2023, in an ad-hoc line "Equity-accounted investees" (refer to Note 17 for further detail on the reclassification).

In 2024 and 2023, the columns "Eliminations" reconcile the segment statement of financial position (including the assets and liabilities of Belron and TVH) to the IFRS consolidated statement of financial position (with Belron and TVH presented as equity-accounted investees – see note 17).

At 31 December 2024 and 31 December 2023, the lines "inter-segment loan" include the amount lent by the Corporate & unallocated segment to the Moleskine segment (non-recourse loan in the framework of the acquisition); decreased by -17.0m compared to 31 December 2023 following the payment of €18.8m of interests capitalised and due in 2024 and a debt waiver of €16.9m.

At 31 December 2024 and 31 December 2023, right-of-use assets recognised under IFRS 16 are included in the line "Property, plant and equipment". The related lease liabilities are accounted for under "Loans and borrowings".

D'Ieteren Automotive

At 31 December 2024, the increase in goodwill (+€17.3m) compared to 31 December 2023 reflects the acquisitions performed in 2024. The goodwill recognised reflects the expected synergies and other benefits resulting from the combination of the acquired activities with those of the D'Ieteren Automotive segment (see note 25).

At 31 December 2024, the increase in Property, plant and equipment compared to 31 December 2023 mainly arises from the recognition of additional right-of-use assets.

At the end of 2023, the inventory level reflected the significant deliveries from the factories, linked to an order book that was still very high compared to historical levels. In 2024, D'Ieteren Automotive massively delivered vehicles. Moreover deliveries from the factories decreased at the end of the year, in line with the order book returning to pre-covid levels.

At 31 December 2024, the increase of the line "Employee benefits" compared to the 31 December 2023 mainly arises from the additional provision for the long-term incentive program (LTIP) put in place in April 2021 (+€29.0m compared to the prior period).

At 31 December 2024, the increase of loans and borrowings compared to the 31 December 2023 mainly arises from the increase in lease liabilities (+€39.8m).

Belron

At 31 December 2024, the increase in Property, plant and equipment compared to 31 December 2023 mainly arise from the recognition of additional right-of-use assets.

At 31 December 2024 and 31 December 2023, the derivative financial instruments included in the non-current assets mainly include interest rates swaps, cross currency interest rate swaps and forward exchange contracts, measured at fair value.

At 31 December 2024, the increase in non-current loans & borrowings is the result of the refinancing transaction that took place in October 2024. The details of the newly issued debt instruments are as follows:

- €850m in aggregate principal amount of euro-denominated 4.625% Senior Secured Notes due in October 2029 ;
- $1,115m in aggregate principal amount of U.S. dollar denominated 5.75% Senior Secured Notes due in October 2029 ;
- $4,690m of U.S. dollar denominated Term loan with a maturity of 7 years (October 2031) and a spread in USD of Sofr +275bps ;
- €2,050m of euro-denominated loan with a maturity of 7 years (October 2031) and a spread in EUR of Euribor +300bps.

The proceeds from these debt instruments were used to settle existing term loans totalling €4,180.2m and to substantively finance a distribution of €4,189.1m to shareholders of Belron on 25 October 2024 (of which €2,214.5m to the Corporate & unallocated segment).

Moleskine

At 31 December 2024, the decrease in goodwill and other intangible assets compared to 31 December 2023 is mainly attributable to the impairment charge recognised on goodwill (-€48.8m) and brands with indefinite useful lives (-€114.6m) following the impairment test performed by the Group on the Moleskine CGU (see note 12). The decrease in deferred tax liabilities during the period is mainly due to the related deferred tax impact (income of €32.0m).

TVH

At 31 December 2024 and 31 December 2023, the lines "Goodwill" and "Intangible assets" include the goodwill embedded in the equity-accounted investee and the value of the customer contracts and other intangible assets with finite useful lives recognised by the Group following the acquisition of a 40% stake in TVH on 1st October 2021.

At 31 December 2024, the decrease in "Loans and borrowings" mainly results from debt repayments amounting to c. €140m partly compensated by new €100m mid-term bullet loan.

PHE

At 31 December 2024, the decrease in "Trade and other receivables" mainly results from the increase of the use of the non-recourse factoring.

At 31 December 2024, the lines "Put options granted to non-controlling interests" include the put options granted to PHE's non controlling interests holding minority interests in some of PHE's direct and indirect subsidiaries (€106.9m at 31 December 2024 compared to €116.4m at 31 December 2023) and the put options granted to minority investors (including management and several partners and independent distributors) who invested alongside D'Ieteren Group in the holding company of PHE up to c. 9% (valued at €185.1m at 31 December 2024, increased by €9.8m compared to 31 December 2023, mainly due to the vesting and change in fair value of the free shares granted to PHE's key management personnel as part of the Management Reward Plan, recognised in profit or loss). Refer to note 9 for more information on this management reward plan and note 32 for the put options granted to non-controlling interests.

At 31 December 2023, the line "Trade and other payables" in the current liabilities mainly included €53.7m of deferred considerations on past acquisitions, fully paid at 31 December 2024.

Corporate and unallocated

At 31 December 2024, the increase in Property, plant and equipment compared to 31 December 2023 mainly arise from development of real estate projects for the Group.

At 31 December 2023, the line "financial investments" in the non-current assets included €94.8m of investments in the Supply Chain Fund managed by Credit Suisse. In 2024, €79.7m have been recovered in cash and the remaining €15.1m have been impaired. Refer to the section "Segment Statement of Profit or Loss - Operating Segments (Year Ended 31 December)" for more information on the underlying investment.

At 31 December 2023, the line "financial Investments" in the current assets comprised investments in a portfolio of marketable securities (mainly corporate bonds in Europe for a total amount of €238.3m at 31 December 2023). These investments were accounted at amortised cost and have been disposed of during the period.

The disposal of non-current and current financial investments in 2024 led to a cash inflow of €317.9m, classified in the line "proceeds from the sale of / (investment in) financial assets" in the consolidated statement of cash flows.

The increase in "Loans and borrowings" compared to 31 December 2023 is the result from the new financing operated by D'Ieteren Group, consisting of the following two floating rate tranches :

- a €500m Senior Secured Bridge Loan with a maturity up to 2 years and a spread equalled to Euribor+175bps base rate with quarterly margin step-ups after 9 months;
- a €500m Senior Secured Term Loan with a maturity of 5 years (amortizes by EUR 75m on each of Dec-27 and Dec-28) and a spread equalled to Euribor+275bps base rate, with margin step-downs based on the company's loan-to-value ('LTV') ratio.

Hedges are put in place on the 5-Y Term Loan, aimed at reducing the associated interest rate risk.

Segment Statement of Cash Flows - Operating Segments (Year ended 31 December)

€m	Notes	2024							
		D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Cash flows from operating activities - Continuing									
Result from continuing operations		118.2	555.5	-141.2	111.0	62.7	13.3	-342.7	376.8
Income tax expense	11	69.7	208.8	-24.6	27.9	40.7	7.8	-236.7	93.6
Share of result of equity-accounted investees, net of income tax	17	22.4	-1.1	-	-	-0.1	-	-322.7	-301.5
Net finance costs	7	13.9	379.2	18.1	18.2	96.2	-38.9	-397.4	89.3
Operating result from continuing operations		**224.2**	**1,142.4**	**-147.7**	**157.1**	**199.5**	**-17.8**	**-1,299.5**	**258.2**
Depreciation on PP&E (including right-of-use assets)	6/14/15	50.2	267.4	6.8	45.9	83.6	9.6	-313.3	150.2
Amortisation of intangible assets	6/13	9.9	64.0	2.8	82.3	44.8	-	-146.3	57.5
Impairment and write-offs on goodwill and other non-current assets		-	0.6	163.4	-	-	-	-0.6	163.4
Other non-cash items		-0.6	-4.5	0.1	2.3	-	-0.1	2.2	-0.6
Share-based payment and other employee benefit expenses	9	28.4	42.8	0.6	13.3	17.4	5.2	-56.1	51.6
Other cash items		-	-	-	6.6	-	-	-6.6	-
Change in net working capital	4	214.3	-23.2	3.1	-29.3	71.3	21.0	52.5	309.7
Cash generated from operations		**526.4**	**1,489.5**	**29.1**	**278.2**	**416.6**	**17.9**	**-1,767.7**	**990.0**
Income tax paid		-74.3	-238.3	-7.0	-54.4	-34.8	-2.1	292.7	-118.2
Net cash from operating activities		**452.1**	**1,251.2**	**22.1**	**223.8**	**381.8**	**15.8**	**-1,475.0**	**871.8**

Segment Statement of Cash Flows - Operating Segments (Year ended 31 December – continued)

€m		2024							
		D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Cash flows from investing activities - Continuing									
Purchase of property, plant and equipment and intangible assets	13/14/15	-33.5	-133.8	-6.1	-86.5	-54.4	-35.8	220.3	-129.8
Sale of property, plant and equipment and intangible assets	13/14/15	21.1	15.5	-	5.9	0.6	-	-21.4	21.7
Net capital expenditure		**-12.4**	**-118.3**	**-6.1**	**-80.6**	**-53.8**	**-35.8**	**198.9**	**-108.1**
Acquisition of subsidiaries (net of cash acquired)	25	-31.0	-88.2	-	-23.4	-91.3	-	111.6	-122.3
Acquisition of equity-accounted investees	25	-	-	-	-	-5.1	-	-	-5.1
Disposal of subsidiaries (net of cash disposed of)		-	1.7	-	-	-	-	-1.7	-
Contribution of cash from/(to) joint venture		-	0.8	-	-	-	-	-0.8	-
Proceeds from the sale of / (investments in) financial assets	4	-	1.4	-	-	-2.4	317.9	-1.4	315.5
Interest received		5.6	24.4	-	3.9	3.1	38.7	-28.3	47.4
Dividends received from /(paid by) equity-accounted investees	4/17	2.2	-4,187.6	-	-73.0	-	2,243.7	4,260.6	2,245.9
Loans to employees in relation to Long Term Incentive Plan and stock options		0.1	-	-	-	-	1.0	-	1.1
Net cash from investing activities		**-35.5**	**-4,365.8**	**-6.1**	**-173.1**	**-149.5**	**2,565.5**	**4,538.9**	**2,374.4**

Segment Statement of Cash Flows - Operating Segments (Year ended 31 December – continued)

€m		2024							
		D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Cash flows from financing activities - Continuing									
Acquisition (-)/Disposal (+) of non-controlling interests		-	-	-	-	-	1.3	-	1.3
Share capital increase		-	0.4	-	-	-	-	-0.4	-
Acquisition of treasury shares	21	-	-	-	-	-	-30.1	-	-30.1
Disposal of treasury shares	21	-	-	-	-	-	32.2	-	32.2
Net proceeds from the sale & purchase of own shares (buyback from MRP participants)		-	-152.3	-	-	-	-	152.3	-
Repayment of lease liabilities	23	-33.1	-206.0	-4.7	-14.5	-52.0	-3.2	220.5	-93.0
Proceeds from loans and borrowings	23	99.3	8,224.2	-	78.4	947.6	988.5	-8,302.6	2,035.4
Repayment of loans and borrowings	23	-82.7	-4,229.5	-	-124.4	-981.2	-0.1	4,353.9	-1,064.0
Inter-segment financing interests		-	-	-18.8	-	-	18.8	-	-
Interest paid		-19.2	-407.0	-0.1	-24.9	-95.3	-1.2	431.9	-115.8
Dividends received from/(paid to) other segment		-84.5	-	-	-	-	84.5	-	-
Dividends paid by the Company	21	-	-	-	-	-0.6	-4,176.1	-	-4,176.7
Net cash from financing activities		**-120.2**	**3,229.8**	**-23.6**	**-85.4**	**-181.5**	**-3,085.4**	**-3,144.4**	**-3,410.7**
Cash flows from continuing operations		**296.4**	**115.2**	**-7.6**	**-34.7**	**50.8**	**-504.1**	**-80.5**	**-164.5**
Cash flows from discontinued operations		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
TOTAL CASH FLOW FOR THE PERIOD		**296.4**	**115.2**	**-7.6**	**-34.7**	**50.8**	**-504.1**	**-80.5**	**-164.5**

Segment Statement of Cash Flows - Operating Segments (Year ended 31 December – continued)

€m	2024							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Reconciliation with statement of financial position								
Cash at beginning of period	16.8	233.0	15.6	107.7	103.9	621.6	-340.7	757.9
Cash and cash equivalents at beginning of period	**16.8**	**233.0**	**15.6**	**107.7**	**103.9**	**621.6**	**-340.7**	**757.9**
Total cash flow for the period	296.4	115.2	-7.6	-34.7	50.8	-504.1	-80.5	-164.5
Effects of movement in exchange rates	-	7.3	0.2	-0.3	-	-	-7.0	0.2
Fair value adjustment on cash and cash equivalents	0.3	-	-	-	-	0.1	-	0.4
Cash and cash equivalents at end of period	**313.5**	**355.5**	**8.2**	**72.7**	**154.7**	**117.6**	**-428.2**	**594.0**
Included within "Cash and cash equivalents	*313.5*	*355.5*	*8.2*	*72.7*	*154.7*	*117.6*	*-428.2*	*594.0*
Included within "Non-current assets held for sale"	-	-	-	-	-	-	-	-

Segment Statement of Cash Flows – Operating Segments (Year ended 31 December – continued)

€m	2023							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Cash flows from operating activities - Continuing								
Result from continuing operations	111.4	674.0	0.3	47.5	41.5	-0.4	-364.0	510.3
Income tax expense	63.2	171.6	5.4	29.1	25.2	8.8	-200.7	102.6
Share of result of equity-accounted investees, net of income tax	0.9	-1.1	-	-	-0.1	-	-356.4	-356.7
Net finance costs	15.9	225.1	21.2	36.9	99.8	-17.5	-262.0	119.4
Operating result from continuing operations	**191.4**	**1,069.6**	**26.9**	**113.5**	**166.4**	**-9.1**	**-1,183.1**	**375.6**
Depreciation on PP&E (including right-of-use assets)	42.7	241.1	6.0	38.5	73.3	9.9	-279.6	131.9
Amortisation of intangible assets	7.8	64.3	3.2	78.0	45.2	-	-142.3	56.2
Impairment and write-offs on goodwill and other non-current assets	-	4.8	-	-	-	-	-4.8	-
Other non-cash items	11.9	1.6	-1.2	15.5	4.7	-0.2	-17.1	15.2
Share-based payment and other employee benefit expenses	26.5	32.2	-5.1	1.6	26.6	5.5	-33.8	53.5
Other cash items	-	-	-0.2	-4.7	-	-	4.7	-0.2
Change in net working capital	26.4	35.3	5.0	28.0	-130.3	3.6	-63.3	-95.3
Cash generated from operations	**306.7**	**1,448.9**	**34.6**	**270.4**	**185.9**	**9.7**	**-1,719.3**	**536.9**
Income tax paid	-63.9	-187.6	-1.3	-50.4	-31.6	-3.2	238.0	-100.0
Net cash from operating activities	**242.8**	**1,261.3**	**33.3**	**220.0**	**154.3**	**6.5**	**-1,481.3**	**436.9**

Segment Statement of Cash Flows – Operating Segments (Year ended 31 December – continued)

€m	2023							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Cash flows from investing activities - Continuing								
Purchase of property, plant and equipment and intangible assets	-38.3	-120.6	-3.1	-98.6	-50.7	-14.4	219.2	-106.5
Sale of property, plant and equipment and intangible assets	3.3	9.8	-	3.1	3.4	8.2	-12.9	14.9
Net capital expenditure	**-35.0**	**-110.8**	**-3.1**	**-95.5**	**-47.3**	**-6.2**	**206.3**	**-91.6**
Acquisition of subsidiaries (net of cash acquired)	-27.6	-57.5	-	-2.4	-32.8	-	59.9	-60.4
Acquisition of equity-accounted investees	-1.6	-	-	-	-	-50.0	-	-51.6
Disposal of subsidiaries (net of cash disposed of)	-	5.2	-	0.2	92.1	-	-5.4	92.1
Contribution of cash from/(to) joint venture	-	0.4	-	-	-	-	-0.4	-
Proceeds from the sale of / (investments in) financial assets	-	0.8	-	-	-1.2	-224.0	-0.8	-225.2
Interest received	1.4	20.7	-	1.7	4.1	17.8	-22.4	23.3
Dividends received from /(paid by) equity-accounted investees	4.9	-1,447.5	-	-	-	761.0	1,447.5	765.9
Movement in shareholder loan with equity-accounted investee	-	-	-	-40.0	-	40.0	40.0	40.0
Loans to employees in relation to Long Term Incentive Plan and stock options	-1.3	-	-	-	-	-1.5	-	-2.8
Net cash from investing activities	**-59.2**	**-1,588.7**	**-3.1**	**-136.0**	**14.9**	**537.1**	**1,724.7**	**489.7**

Segment Statement of Cash Flows – Operating Segments (Year ended 31 December – continued)

€m	2023							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Cash flows from financing activities - Continuing								
Acquisition (-)/Disposal (+) of non-controlling interests	-	-	-	-		0.4	-	0.4
Share capital increase	-	5.5	-	-		-	-5.5	-
Acquisition of treasury shares	-	-	-	-	-	-81.6	-	-81.6
Disposal of treasury shares	-	150.0	-	-	-	21.3	-150.0	21.3
Net proceeds from the sale & purchase of own shares (buyback from MRP participants)	-	-90.5	-	-	-	-	90.5	-
Repayment of lease liabilities	-26.8	-189.1	-5.4	-13.0	-47.6	-3.5	202.1	-83.3
Proceeds from loans and borrowings	61.4	802.0	-	141.9	12.7	-	-943.9	74.1
Repayment of loans and borrowings	-100.1	-43.7	-15.0	-174.2	-75.8	-0.2	217.9	-191.1
Inter-segment financing interests	-	-	-20.0	-	-	20.0	-	-
Interest paid	-15.2	-218.8	-0.7	-25.4	-85.9	-0.7	244.2	-102.5
Dividends received from/(paid to) other segment	-86.9	-	-	-	-	86.9	-	-
Dividends paid by the Company	-	-	-	-	-	-160.7	-	-160.7
Dividends paid to non-controlling interests of consolidated subsidiaries	-	-	-	-	-1.9	-	-	-1.9
Net cash from financing activities	**-167.6**	**415.4**	**-41.1**	**-70.7**	**-198.5**	**-118.1**	**-344.7**	**-525.3**
Cash flows from continuing operations	**16.0**	**88.0**	**-10.9**	**13.3**	**-29.3**	**425.5**	**-101.3**	**401.3**
Cash flows from discontinued operations	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
TOTAL CASH FLOW FOR THE PERIOD	**16.0**	**88.0**	**-10.9**	**13.3**	**-29.3**	**425.5**	**-101.3**	**401.3**

Segment Statement of Cash Flows – Operating Segments (Year ended 31 December – continued)

€m	2023							
	D'Ieteren Automotive	Belron (100%)	Moleskine	TVH (100%)	PHE	Corp. & unallocated	Eliminations	Group
Reconciliation with statement of financial position								
Cash at beginning of period	0.8	146.0	26.9	91.3	122.0	196.1	-237.3	345.8
Cash included in non-current assets held for sale	-	-	-	10.3	11.2	-	-10.3	11.2
Cash and cash equivalents at beginning of period	**0.8**	**146.0**	**26.9**	**101.6**	**133.2**	**196.1**	**-247.6**	**357.0**
Total cash flow for the period	16.0	88.0	-10.9	13.3	-29.3	425.5	-101.3	401.3
Effects of movement in exchange rates	-	-1.0	-0.4	-2.1	-	-	3.1	-0.4
Fair value adjustment on cash and cash equivalents	-	-	-	-	-	-	-	-
Effect of impairment on cash and cash equivalents	-	-	-	-5.1	-	-	5.1	-
Cash and cash equivalents at end of period	**16.8**	**233.0**	**15.6**	**107.7**	**103.9**	**621.6**	**-340.7**	**757.9**
Included within "Cash and cash equivalents	*16.8*	*233.0*	*15.6*	*107.7*	*103.9*	*621.6*	*-340.7*	*757.9*
Included within "Non-current assets held for sale"	-	-	-	-	-	-	-	-

In 2024 and 2023, the column "Eliminations" reconciles the segment statement of cash flows (with Belron and TVH presented on all lines under global integration method) to the IFRS Group consolidated statement of cash flows (with Belron and TVH consolidated under equity-accounting method).

D'Ieteren Automotive

In 2024 and 2023, the line "share based payment and other employee benefit expenses" mainly includes a share-based payment charge in relation to the long-term incentive plan put in place for management (c. €29m in 2024 and c. €26m in 2023).

In 2024, the cash inflow from change in net working capital reflects the sharp drop of inventory levels (-€232.5m compared to the prior period).

In 2024, the line "Sale of property, plant and equipment and intangible assets" mainly relates to the sale of vehicles and bikes to VDFin in the context of sale and leaseback transactions.

In 2024 and 2023, the line "acquisition of subsidiaries (net of cash acquired)" mainly represents the acquisitions of subsidiaries in Belgium (see note 25).

In 2024 and 2023, the line "Dividends received from/(paid to) other segment" includes the dividend paid to the Corporate & unallocated segment.

Belron

In 2024 and 2023, the line "share based payment and other employee benefit expenses" relates to the share-based payment charge in relation to the restricted share units ('RSUs') awarded by the Board of Directors of Belron in December 2021 (€29.5m in 2024 ; €32.2m in 2023) and in 2024 to the share-based payment charge in relation to the restricted share units ('RSUs') awarded by the Board of Directors of Belron in December 2024 (€13.4m) (see note 17).

In 2024, the line "Dividends received from /(paid by) equity-accounted investees" includes the dividend paid to Belron's shareholders (-€4,189.1m, of which -€2,214.5m to the Corporate & unallocated segment) following the refinancing transaction that took place in October 2024.

In 2023, the line "Disposal of treasury shares" represented the proceeds from the disposal of own shares to existing shareholders (€150.0m, of which €50.0m to D'Ieteren Group) (see note 17).

In 2024 and 2023, the line "Net proceeds from the sale & purchase of own shares (buyback from MRP participants)" represents the net cash paid from the sales and purchase of own shares to MRP participants (see note 17).

In 2024, the lines "Proceeds from loans and borrowings" and "Repayment of loans and borrowings" mainly include the proceeds from the refinancing transaction that took place in October 2024 and related settlement of existing term loans. Refer to the section "Segment Statement of Financial Position - Operating Segment" for more information on the refinancing.

Moleskine

In 2024, the line "Impairment and write-offs on goodwill and other non-current assets" includes the non-cash impairment charges recognised on goodwill (-€48.8m) and brands with indefinite useful lives (-€114.6m) following the impairment test performed by the Group on the Moleskine CGU (see note 12).

In 2023, the line "Share based payment and other employee benefit expenses" mainly included the full reversal of the outstanding provision for the Long-Term Incentive Program (LTIP) (€5.8m).

In 2023, the line "Change in net working capital" included, amongst other amounts, a provision for an exceptional cash bonus granted to the management for the efforts and the business impact achieved these last years (-€2.3m ; of which €1.9m paid in 2024).

In 2024 and 2023, the line "Inter-segment financing interests" includes the reimbursement to the Corporate & unallocated segment of the interests due on the shareholder loan.

TVH

In 2024 and 2023, the line "other non-cash items" mainly include write down on inventories and receivables.

In 2024 and 2023, the line "share based payment and other employee benefit expenses" includes the provision for the Long-Term Incentive Program (LTIP) (-€13.3m in 2024 ; -€2.6m in 2023).

In 2024, the line "Acquisition of subsidiaries (net of cash acquired)" mainly represents the acquisition of a business in Turkey.

In 2024, the line "Dividends received from / (paid by) equ. acc. Investees" includes the dividend paid to TVH's shareholders (€73m, of which €29.2m to the Corporate & unallocated segment).

In 2024, the line "proceeds from loans and borrowings" includes the proceeds from the new €100m mid-term bullet loan.

In 2023, the lines "Movement of shareholder loan towards equity-accounted investee", "proceeds from loans and borrowings" and "repayment of loans and borrowings" included the reimbursment of the shareholder loan of €100m (of which €40m to the Corporate and Unallocated segment), and the cash outflow and inflows resulting from the conclusion of the new mid-term loan of €300m in December 2023 and the reimbursment of a large part of the outstanding straight loans.

PHE

In 2024 and 2023, the line "share based payment and other employee benefit expenses" includes, amongst other amounts, the share-based payment expense (-€15.9m in 2024 and -€26.6m in 2023) recognised following the management plan put in place in October 2022 (see note 9).

In 2023, the cash outflow from change in net working capital was mainly explained by the decision of PHE to decrease significantly non-recourse factoring by using cash received from the disposal of Mondial Pare-Brise (and therefore to reduce associated finance costs).

In 2024, the line "Acquisition of subsidiaries (net of cash acquired)" includes the business combinations performed in 2024 (see note 25), the payment of deferred considerations on previous acquisitions and the settlment of put options granted to non-controlling interests.

In 2023, the line "Disposal of subsidiaries (net of cash disposed of)" included the proceeds from the disposal of Mondial Pare-Brise closed in February 2023.

In 2024 the proceeds and repayment of loans and borrowings are related to the refinancing which occured in January 2024 (see note 23).

Corporate & unallocated

In 2024 and 2023, the line "share based payment and other employee benefit expenses" mainly includes the equity-settled share-based payment expenses (see note 9).

In 2024 and 2023, the line "Purchase of property, plant and equipment and intangible assets" is mainly related to real estate projects at D'leteren Immo.

In 2023, the line "Acquisition of equity-accounted investees" represented the acquisition in May 2023 of additional Belron's shares (-€50.0m, previously held by the Employee Benefit Trust). The additional shares acquired increased the fully diluted percentage of the Group in Belron from 50.01% to 50.30%, leading to a weighted average economic percentage of 50.20% in 2023 (see note 17).

In 2024 and 2023, the line "Proceeds from the sale of / (investments in) financial assets" comprises the cash movements related to the investments in a portfolio of marketable securities (mainly corporate bonds in Europe). In 2024, it also includes the recovered amount of €79.7m on the Group investment in the Supply Chain Finance Fund managed by Credit Suisse/UBS. Refer to section "Segment Statement of Profit or Loss - Operating Segments (Year Ended 31 December)" for more information.

In 2024 and 2023, the line "Dividends received from/(paid by) equity-accounted investees" relate to the share of the Group in the dividends received (€2,214.5m received from the Belron segment and €29.2m received from the TVH segment in 2024; €761.0m received from the Belron segment in 2023).

In 2023, the line "movement of shareholder loan towards equity-accounted investee" included the reimbursment of the shareholder loan of TVH.

In 2024 and 2023, the line "Inter-segment financing interests" includes the reimbursement of the interests due on the shareholder loan to Moleskine.

The line "Dividends received from/(paid to) other segment" includes the dividend received from the D'leteren Automotive segment (€84.5m in 2024 ; €86.9m in 2023).

The line "Dividends paid by the Company" includes the distribution to shareholders of the ordinary dividend (2024: €3.75 per share ; 2023: €3.00 per share) as well as the distribution

to shareholders of the extraordinary dividend (€3,974m) paid in December 2024 (€74.00 per share).

Geographical Segment Information (Year ended 31 December)

The Group's operating segments (being D'Ieteren Automotive, Moleskine, PHE and Corporate & unallocated) operate in four main geographical areas, being Belgium (main market for the D'Ieteren Automotive segment), France (being the main market for the PHE segment), the rest of Europe and the rest of the world. Figures for the segments Belron and TVH are not presented in the below table since they are equity-accounted investees.

€m	2024					2023				
	Belgium	France	Rest of Europe	Rest of the world	Group	Belgium	France	Rest of Europe	Rest of the world	Group
Segment revenue from external customers[1]	5,423.4	1,783.2	872.9	75.2	8,154.7	5,369.2	1,713.9	823.4	77.1	7,983.6
Non-current assets[2]	718.4	1,011.6	771.7	16.0	2,517.6	650.6	1,003.3	937.2	7.5	2,598.6

(1) Based on the geographical location of the customers.
(2) Non-current assets, as defined by IFRS 8, consists of goodwill, intangible assets, property, plant and equipment, investment property and non-current other receivables.

Note 5: Revenue

Disaggregation of revenue issued from contracts with customers for the year ended 31 December 2023 and 31 December 2024 is presented in the table below:

€m	2024	2023
D'Ieteren Automotive		
New vehicles	4,258.9	4,294.5
Used cars	407.3	449.2
Spare parts and accessories	356.6	319.2
After-sales activities	83.8	74.8
Other revenue	162.5	158.8
Subtotal D'Ieteren Automotive	**5,269.1**	**5,296.5**
Moleskine		
Europe, Middle-East and Africa (EMEA)	52.8	57.8
America	53.1	53.5
Asia-Pacific (APAC)	16.4	18.9
Subtotal Moleskine	**122.3**	**130.2**
PHE		
France	1,776.0	1,705.3
International	987.3	851.6
Subtotal PHE	**2,763.3**	**2,556.9**
Total Revenue	**8,154.7**	**7,983.6**

There was no material revenue recognised in the current reporting period that related to carried-forward contract liabilities (deferred income) or performance obligations satisfied in the previous year. There is no material revenue that is likely to arise in future periods from unsatisfied performance obligations at the Consolidated Statement of Financial Position date.

There is no material contract income or costs recognised on the Consolidated Statement of Financial Position as contract liabilities or contract assets.

Note 6: Operating result

Operating result is stated after charging:

€m	2024					2023				
	D'leteren Automotive	Moleskine	PHE	Corp. & unallocated	Group	D'leteren Automotive	Moleskine	PHE	Corp. & unallocated	Group
Purchases and changes in inventories	-4,356.8	-25.0	-1,589.0	-1.7	-5,972.5	-4,461.1	-27.7	-1,467.9	-3.6	-5,960.3
Depreciation on PP&E & investment property	-50.2	-6.8	-83.6	-9.6	-150.2	-42.7	-6.0	-73.3	-9.9	-131.9
Amortisation	-9.9	-2.8	-44.8	-	-57.5	-7.8	-3.2	-45.2	-	-56.2
Impairment on goodwill & other non-current assets (see note 12)	-	-163.4	-	-	-163.4	-	-	-	-	-
Write-down on inventories	3.1	0.3	-2.0	-	1.4	-9.7	0.7	-3.3	-	-12.3
Write down on receivables	-2.2	-	-2.2	-	-4.4	-1.9	0.2	-2.9	0.1	-4.5
Employee benefit expenses (see note 10)	-295.2	-24.9	-525.9	-23.1	-869.1	-276.3	-19.5	-498.3	-22.1	-816.2
Gain on sale of property, plant and equipment	1.7	-	-	-	1.7	1.7	-	-	-	1.7
Loss on sale of property, plant and equipment	-0.5	-	-	-	-0.5	-1.0	-	-	-	-1.0
Rental income from investment property	-	-	-	7.4	7.4	-	-	-	6.6	6.6
Sundry[1]	-334.9	-47.4	-316.3	9.2	-689.4	-306.3	-47.8	-299.6	19.8	-633.9
Net operating expenses / income	**-5,044.9**	**-270.0**	**-2,563.8**	**-17.8**	**-7,896.5**	**-5,105.1**	**-103.3**	**-2,390.5**	**-9.1**	**-7,608.0**

(1) Mainly relates to marketing and IT costs, legal and consultancy fees and inter-segment rental income and expenses between the segment "Corporate & unallocated" and D'leteren Automotive.

In 2023 and 2024, the line "depreciation on PP&E & investment property" includes the depreciation on right-of-use assets recognised in accordance with IFRS 16 (see note 31 for additional information on the right-of-use assets).

In 2024, the increase of operating expenses is mainly due to the impairment on the Moleskine CGU (refer to Note 4 Segment information for more information).

Note 7: Net finance costs

Net finance costs are broken down as follows:

€m	2024					2023				
	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group
Finance costs:										
Interest expense	-12.9	-0.3	-75.3	-4.1	-92.6	-14.3	-0.8	-81.3	-0.3	-96.7
Interest costs on pension	-0.3	-0.1	-0.9	-	-1.3	-0.2	-0.1	-0.9	-	-1.2
Other financial charges	-6.8	-0.3	-10.7	-0.5	-18.3	-2.9	-0.7	-11.4	-0.5	-15.5
Subtotal finance costs	-20.0	-0.7	-86.9	-4.6	-112.2	-17.4	-1.6	-93.6	-0.8	-113.4
Re-measurements of financial instruments:										
Measured at fair value upon initial recognition	-	-	-12.3	-15.1	-27.4	-	-	-10.5	-19.6	-30.1
Finance income	6.1	1.3	3.0	39.9	50.3	1.5	0.5	4.3	17.8	24.1
Inter-segment financing interests	-	-18.7	-	18.7	-	-	-20.1	-	20.1	-
Net finance costs	**-13.9**	**-18.1**	**-96.2**	**38.9**	**-89.3**	**-15.9**	**-21.2**	**-99.8**	**17.5**	**-119.4**

In 2023 and 2024, the line "interest expense" includes, amongst other amounts, the interest charges on lease liabilities recognised in accordance with IFRS 16. Refer to note 23 for more information on the lease liabilities.

In both periods, the re-measurements of financial instruments include the change in fair value of interest rates swaps and caps and deferred consideration on acquisitions in the PHE segment, and the impairment charges related to the investment in the Supply Chain Finance Fund managed by Credit Suisse/UBS in the Corporate and unallocated segment, for which €79.7m on the outstanding investment (€114.4m of gross value less €34.7m of impairment charges recognised in 2023 and 2024) has been recovered in August 2024 (refer to the Appendix of the press release for further information).

The increase in finance income compared to 2023 is largely explained by the additional return generated on the cash & cash equivalents held in the Corporate and unallocated segment.

In both periods, the inter-segment financing interests are related to amounts lent by the Corporate & unallocated segment to the Moleskine segment (non-recourse loan in the framework of the acquisition).

Note 8: Earnings per share

Earnings per share ("EPS") and earnings per share from continuing operations ("Continuing EPS") are shown on the face of the consolidated statement of profit or loss. Basic and diluted EPS are based on the result for the period attributable to equity holders of the Company (based on the result from continuing operations attributable to equity holders of the Company for the continuing EPS), after adjustment for participating shares (each participating share confers one voting right and gives right to a dividend equal to one eighth of the dividend of an ordinary share).

The weighted average number of ordinary shares in issue for the period is shown in the table below.

The Group has granted options to employees over ordinary shares of the Company (see note 9). Such shares constitute the only category of potentially dilutive ordinary shares.

The weighted average number of ordinary shares outstanding during the period is 52,997,547 (53,021,486 in the prior period) and the weighted average number of ordinary shares taken into account for diluted EPS is 53,541,023 (53,422,347 in the prior period). The change in the average number of ordinary shares outstanding is the result of the movement in treasury shares.

The options over ordinary shares of the Company increased the weighted average number of shares of the Company taken into account for diluted earnings per share in 2023 and 2024 as option exercise prices were below the average market share price.

The computation of basic and diluted EPS is set out hereafter:

		2024	2023
Result for the period attributable to equity holders		372.1	504.7
Adjustment for participating shares		-4.3	-5.9
Numerator for EPS (€m)	(a)	367.8	498.8
Result from continuing operations		376.8	510.3
Share of non-controlling interests in result from continuing operations		-4.7	-5.6
Result from continuing operations attributable to equity holders		372.1	504.7
Adjustment for participating shares		-4.3	-5.9
Numerator for continuing EPS (in €m)	(b)	367.8	498.8
Weighted average number of ordinary shares outstanding during the period	(c)	52,997,547	53,021,486
Adjustment for stock option plans		543,476	400,861
Weighted average number of ordinary shares taken into account for diluted EPS	(d)	53,541,023	53,422,347
Result for the period attributable to equity holders			
Basic EPS (in €)	(a)/(c)	**6.94**	**9.41**
Diluted EPS (€)	(a)/(d)	**6.87**	**9.34**
Result from continuing operations attributable to equity holders			
Basic continuing EPS (in €)	(b)/(c)	6.94	9.41
Diluted continuing EPS (in €)	(b)/(d)	6.87	9.34

Note 9: Share-based payments

Corporate & unallocated

There is in the Group an equity-settled share-based payment scheme. Since 1999, share option schemes have been granted to officers and managers of the Corporate & unallocated segment, in the framework of the Belgian law of 26 March 1999. The underlying share is the ordinary share of D'Ieteren Group SA/NV. Under these schemes, vesting conditions are three years' service from grant date and holders of vested options are entitled to purchase shares at the exercise price of the related scheme during the exercise period.

Outstanding options are as follows:

Date of grant	Number of options (in units)		Exercise price	Exercise period	
	2024	2023	(€)	From	To
2024	31,681	-	164.00	1/01/2028	17/12/2034
2023	21,194	13,333	96.77	1/01/2027	7/09/2033
2023	267,846	168,500	116.66	1/01/2027	8/03/2033
2022	290,894	183,000	74.41	1/01/2026	9/03/2032
2021	273,411	172,000	43.01	1/01/2025	8/03/2031
2020	62,460	166,500	31.10	1/01/2024	7/06/2030
2019	3,179	3,000	20.91	1/01/2023	28/02/2029
2016	10,953	17,260	18.39	1/01/2020	13/03/2026
2015	5,157	25,796	18.62	1/01/2019	12/03/2025
Total	**966,775**	**749,389**			

A reconciliation of the movements in the number of outstanding options during the year is as follows:

	Number (in units)		Weighted average exercise price (€)	
	2024	2023	2024	2023
Outstanding options at the beginning of the period	749,389	766,348	64.05	64.55
Granted during the period	31,681	181,833	164.00	182.86
Exercised during the period	-165,196	-198,792	28.53	32.94
Other movements during the period	350,901	-	73.30	-
Outstanding options at the end of the period	**966,775**	**749,389**	**76.75**	**101.64**
of which: exercisable at the end of the period	81,749	46,056	28.21	29.32

The average share price during the period was €195.99 (2023: €164.83).

In December 2024, a total of 139,551 options have been offered to the employees of which 31,681 were accepted before the end of the period (while the remaining options could be accepted until the 05th of February 2025). Those options have an exercise price of €164.00 and an exercise period starting 1 January 2028 and ending in December 2034.

The line "other movements during the period" in 2024 relates to the repricing of existing options subsequent to the family shareholding reorganisation and extraordinary dividend paid, as announced by the Group on 9 September 2024. The repricing consists in both an increase in the number of options granted and a decrease in the exercise prices.

With the exception of the additional options granted following this repricing, all outstanding options are covered by treasury shares at 31 December 2024. The Group will therefore gradually purchase additional treasury shares to cover all the outstanding options.

For share options outstanding at the end of the period, the weighted average remaining contractual life is as follows:

	Number of years
31 December 2024	**7.1**
31 December 2023	7.4

IFRS 2 "Share-Based Payments" requires that the fair value of all share options issued after 7 November 2002 is charged to the income statement. A non-cash charge of €5.1m (covering the options granted from 2021 to 2024) has been recognised during the period in employee benefit expenses and presented in the line "Share-based payment and other employee benefit expenses" in the consolidated statement of cash flows and the line "Other movements" in the consolidated statement of changes in equity. The fair value of the options must be assessed on the date of each issue. A simple Black & Scholes valuation model was used at each issue date re-assessing the input assumptions on each occasion. The assumptions for the 2023 and 2024 issues were as follows:

	2024	2023
Number of employees	21	20
Spot share price (in €)	164.0	169.7
Option exercise price (in €)	164.0	185.2
Vesting period (in years)	3.0	3.8
Weighted average fair value per option (in €)	29.1	26.7

Expected volatility and expected dividends are based on multidimensional data and provided by an independent expert (long term volatility curve and dividend yields assumptions). The risk-free rate of return is based upon EUR Interest Rate Swap yield curve with an equivalent term to the options granted.

D'leteren Automotive

In April 2021, D'leteren Automotive implemented a new Long-Term Incentive Plan (LTIP) classified as a cash-settled share-based payment plan. The incentives have been granted in the form of stock options to selected key managers of D'leteren Automotive and its subsidiaries. Underlying shares are ordinary shares of D'leteren Automotive SA/NV (non-listed shares).

In 2021, D'leteren Automotive granted to the managers 272,604 options. In 2022, another 38,339 options have been granted as well as 46.337 options in 2023, translating into 357,280 options granted as of the end of December 2024 (on a total number of available options for this plan of 369,668 options – representing c. 10% of the issued capital). All those options may be exercised from the third calendar year after the offer has been made, the last period ending on the 21 March 2027 for the options granted in 2021 and 2022 and on the 15 May 2028 for the options granted in 2023. All granted options are therefore outstanding as at 31 December 2024 with a weighted average remaining contractual life of 2.4 years.

Until 30 June 2024, the fair value of the options were assessed based on the classical closed-form Black & Scholes formula for European options. At 31 December 2024, given the approaching exercise periods for the first tranche, the valuation methodology has been adapted to better reflect the expected payout.

IFRS 2 "Share-based Payments" requires D'leteren Automotive to remeasure the fair value of the liability at the end of each reporting period and at the date of settlement, with any changes in fair value recognised in profit or loss for the period. In 2024, a non-cash charge of -€29.0m (2023: -€26.0m) has been recognised in employee benefit expenses for this share-based payment plan. This non-cash charge is presented in the line "Share-based payment and other employee benefit expenses" in the consolidated statement of cash flows.

PHE

Following the acquisition of PHE by the Group, a Management Reward Plan (MRP) has been put in place, whereby the Group granted free shares to PHE's key management personnel. In 2022 and 2023, the Group granted free "ratchet" shares. These shares have no economic value until a liquidity event occurs (the holders of the shares will then be entitled to an amount equal to a percentage of the Project Capital Gain). In addition, in March 2023 and March 2024, free ordinary shares and preference shares were granted to PHE's key management personnel, each category of shares having different rights at liquidity. Free preference shares bear a fixed annual compounding interest of 7%.

This management reward plan is a cash-settled share-based payment in scope of IFRS 2. The Group will therefore account in profit or loss for the fair value of the free shares granted to management over the vesting period (being one year as from the grant date), with a corresponding increase in liability. Before and beyond vesting, the change in fair value of the liability will be accounted for in profit or loss.

At 31 December 2024, the Group accounted for a non-cash share-based payment expense of -€15.9m (presented in the line "Share-based payment and other employee benefit expenses" in the consolidated statement of cash flows) with a corresponding increase in liability. The fair value of these shares has been assessed on the 31 of December 2024 by a third-party based on a binomial approach.

Note 10: Employee benefits

Note 10.1: Employee benefit expense

The employee benefit expense is analysed below:

€m	2024					2023 (1)				
	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group
Retirement benefit charges under defined contribution schemes	-	-	*-3.1*	-	*-3.1*	-	-	*-2.9*	-	*-2.9*
Retirement benefit charges under Belgian defined contribution schemes considered as defined benefit schemes	*-3.6*	-	-	*-0.2*	*-3.8*	-3.7	-	-	*-0.3*	*-4.0*
Retirement benefit charges under defined benefit schemes	-	*-0.3*	-	-	*-0.3*	-	*-0.6*	-	-	*-0.6*
Total retirement benefit charge (see note 10.2)	-3.6	-0.3	-3.1	-0.2	-7.2	-3.7	-0.6	-2.9	-0.3	-7.5
Wages, salaries and social security costs	-262.6	-24.6	-506.5	-17.4	-811.1	-246.6	-24.7	-465.5	-15.8	-752.6
Share-based payments and LTIP expenses	-29.0	-	-16.3	-5.5	-50.8	-26.0	5.8	-29.9	-6.0	-56.1
Total employee benefit expense	**-295.2**	**-24.9**	**-525.9**	**-23.1**	**-869.1**	**-276.3**	**-19.5**	**-498.3**	**-22.1**	**-816.2**

(1) As restated to reclassify -€1.2m from the line "Retirement benefit charges under Belgian defined contribution schemes considered as defined benefit schemes" to the line "Wages, salaries and social security costs" in the D'Ieteren Automotive segment, in the framework of continuous improvement of the reporting of financial information.

Note 10.2: Post-employment and long-term employee benefits

Long-term employee benefits include post-employment employee benefits and other long-term employee benefits such as provisions for long-term incentive plans.

The amounts recognised in the statement of financial position in the lines "employee benefits" are summarised as follows, depending on the net position of each pension scheme:

€m	2024	2023
Long-term employee benefit assets	-	-
Long-term employee benefit obligations	-45.5	-44.3
Recognised net deficit (-) / surplus (+) in the schemes	**-45.5**	**-44.3**
of which: amount expected to be settled within 12 months	*-1.5*	*-1.0*
of which: amount expected to be settled in more than 12 months	*-44.0*	*-43.3*
Obligation arising from long-term incentive plans	-64.5	-35.3
Total employee benefit obligation (-) / assets (+)	**-110.0**	**-79.6**

Post-employment employee benefits are analysed below. Where relevant, information relating to long-term incentive programs are disclosed in the relevant notes (see notes 4 and 9).

Post-employment benefits are limited to retirement benefit schemes. Certain Group entities operate schemes which provide retirement benefits, including those of the defined benefit type, which are in most cases funded by investments held outside the Group.

The Group has established pension schemes for its employees in various locations. The major schemes are located in Belgium, France and in Italy. Since Belron and TVH are equity-accounted investees, the schemes in place in those two segments are not separately disclosed. The schemes in Belgium relate to the D'Ieteren Automotive, PHE and "Corporate & unallocated" segments and are funded (in the D'Ieteren Automotive and Corporate & unallocated segment only) and unfunded. The schemes in France relate to the PHE segment and are unfunded, and the schemes in Italy relate to the Moleskine and PHE segments and are unfunded. Independent actuarial valuations for the plans in these countries are performed as required. The Group is and has always been fully compliant with all local governance and funding requirements.

The overall investment policy and strategy for the Group's defined benefit schemes is guided by the objective of achieving an investment return, which together with contributions, ensures that there will be enough assets to pay pension benefits as they fall due while also mitigating the various risks of the plans. The investment strategies for the plans are managed under local laws and regulations in each jurisdiction.

The actual asset allocation is determined by the current and expected economic and market conditions and in consideration of specific asset class risk and risk profile. In addition, consideration is given to the maturity profile of scheme liabilities.

The Group operates one defined benefit scheme in Belgium that was closed to new members in 2005. The retirement capital plan accrues a percentage of annual salary inflated to the point of retirement with an annual average of 2.5% (and a maximum of 4.0%). A full actuarial valuation of the plan is carried out every year by a qualified independent actuary.

The Group also operates defined contribution plans with a minimal interest guarantee borne by the employer under the Belgian Legislation.

The Group recognises all actuarial gains and losses directly in the Consolidated Statement of Comprehensive Income.

The main actuarial assumptions are as follows (the assumptions on life expectancy are provided for the D'Ieteren Automotive and the Corporate & unallocated segments only).

	Funded schemes				Unfunded schemes			
	2024		2023		2024		2023	
	Min.	Max.	Min.	Max.	Min.	Max.	Min.	Max.
Inflation rate	2.0%	2.0%	2.1%	2.2%	0.0%	2.0%	0.0%	2.5%
Discount rate	3.1%	3.3%	3.5%	3.6%	3.0%	4.0%	2.6%	3.2%
Rate of salary increases	3.1%	3.1%	3.1%	3.1%	3.0%	4.0%	3.0%	4.0%
Life expectancy of male pensioner	18.6	18.6	18.6	18.6				
Life expectancy of female pensioner	22.0	22.0	22.0	22.0				
Life expectancy of male non-pensioner	18.6	18.6	18.6	18.6				
Life expectancy of female non-pensioner	22.0	22.0	22.0	22.0				

For all schemes, the amounts recognised in the statement of financial position are analysed as follows:

€m	2024			2023		
	Funded schemes	Unfunded schemes	Total	Funded schemes	Unfunded schemes	Total
Present value of defined benefit obligations	-72.6	-38.8	-111.4	-71.8	-38.8	-110.6
Fair value of scheme assets	65.9	-	65.9	66.3	-	66.3
Net deficit (-) / surplus (+) in the schemes	**-6.7**	**-38.8**	**-45.5**	**-5.5**	**-38.8**	**-44.3**

The amounts recognised through the statement of comprehensive income (excluding the share of other comprehensive income in equity-accounted investees and before any deferred tax impact) are as follows.

€m	2024			2023		
	Funded schemes	Unfunded schemes	Total	Funded schemes	Unfunded schemes	Total
Actual return less interest return on pension assets net of asset management charges	-0.5	-	-0.5	0.4	-	0.4
Experience gain (+) / loss (-) on liabilities	-1.0	2.0	1.0	0.2	-	0.2
Gain (+) / Loss (-) on change of financial assumptions	-0.5	0.6	0.1	0.8	-0.6	0.2
Gain (+) / Loss (-) on change of demographic assumptions	-	-	-	1.2	-	1.2
Actuarial gains (+) / losses (-)	**-2.0**	**2.6**	**0.6**	**2.6**	**-0.6**	**2.0**

The fair value of scheme assets includes the following items:

€m	2024			2023		
	Quoted in an active market	Other	Total	Quoted in an active market	Other	Total
Other assets	-	65.9	65.9	-	66.3	66.3
Fair value of scheme assets	**-**	**65.9**	**65.9**	**-**	**66.3**	**66.3**

The fair value of scheme assets does not comprise any property or other assets used by the Group, nor any financial instruments of the Group. Other assets are mainly composed of cash.

The movements in the fair value of plan assets are as follows:

€m	2024	2023
	Total	Total
Scheme assets at 1 January	**66.3**	**64.2**
Employer contribution	4.9	4.8
Interest on pension assets	2.4	2.1
Contributions paid by employees	1.2	1.2
Benefits paid	-8.4	-6.4
Actual return less interest return on pension assets	-0.5	0.4
Scheme assets at 31 December	**65.9**	**66.3**

The actual return on scheme assets is as follows:

€m	2024	2023
Interest return on pension assets	2.4	2.1
Actual return less interest return on pension assets	-0.5	0.4
Actual net return on pension assets	**1.9**	**2.5**

The movements in the present value of defined benefit obligations are as follows:

€m	2024			2023 (1)		
	Funded schemes	Unfunded schemes	Total	Funded schemes	Unfunded schemes	Total
Defined benefit obligations at 1 January	**-71.8**	**-38.8**	**-110.6**	**-72.9**	**-36.2**	**-109.1**
Current service cost	-4.0	-3.2	-7.2	-4.1	-3.4	-7.5
Interest payable on pension liabilities	-2.5	-1.2	-3.7	-2.2	-1.1	-3.3
Benefits paid	8.4	1.8	10.2	6.4	2.3	8.7
Contribution paid by employees	-1.2	-	-1.2	-1.2	-	-1.2
Experience gain (+) / loss (-) on liabilities	-1.0	2.0	1.0	0.2	-	0.2
Gain (+) / Loss (-) arising from changes to financial assumptions	-0.5	0.6	0.1	0.8	-0.6	0.2
Gain (+) / Loss (-) arising from changes to demographic assumptions	-	-	-	1.2	-	1.2
Group change	-	-	-	-	0.2	0.2
Defined benefit obligations at 31 December	**-72.6**	**-38.8**	**-111.4**	**-71.8**	**-38.8**	**-110.6**

(1) As restated to reclassify -€1.2m from the line "Retirement benefit charges under Belgian defined contribution schemes considered as defined benefit schemes" to the line "Wages, salaries and social security costs" in the framework on continuous improvement of the reporting of financial information.

The amounts recognised in the statement of profit or loss are as follows:

€m	2024			2023		
	Funded schemes	Unfunded schemes	Total	Funded schemes	Unfunded schemes	Total
Current service cost	-4.0	-3.2	-7.2	-4.1	-3.4	-7.5
Pension costs within the operating result	**-4.0**	**-3.2**	**-7.2**	**-4.1**	**-3.4**	**-7.5**
Interest payable on pension liabilities	-2.5	-1.2	-3.7	-2.2	-1.1	-3.3
Interest return on pension assets	2.4	-	2.4	2.1	-	2.1
Net pension interest cost	**-0.1**	**-1.2**	**-1.3**	**-0.1**	**-1.1**	**-1.2**
Expense recognised in the statement of profit or loss	**-4.1**	**-4.4**	**-8.5**	**-4.2**	**-4.5**	**-8.7**

The best estimate of normal contributions expected to be paid to the schemes during the 2025 annual period is ca. €9m.

The obligation of defined benefit schemes is calculated on the basis of a set of actuarial assumptions (including among others: mortality, discount rate of future payments, salary increases, personnel turnover, etc.). Should these assumptions change in the future, the obligation may increase. The defined benefit scheme assets are invested in a diversified portfolio, with a return that is likely to experience volatility in the future. Should the return of these assets be insufficient, the deficit might increase (the surplus might decrease).

The net deficit (€45.5m at 31 December 2024; €44.3m at 31 December 2023) recognised in the consolidated statement of financial position does not include Belron's net surplus

(€90.9m at 31 December 2024) and TVH's net deficit (€23.7m at 31 December 2024) since they are equity-accounted investees.

The following table presents a sensitivity analysis for the discount rate and the inflation rate, showing how the defined benefit obligation at 31 December 2024 would have been affected by changes in the relevant actuarial assumption that were reasonably possible at the balance sheet date. The sensitivity analysis applies to the defined benefit obligation only and not to the net defined benefit pension liability in its entirety, the measurement of which is driven by a number of factors including, in addition to the assumptions below, the fair value of plan assets.

€m	(Increase) / decrease in defined benefit obligation at 31 December 2024	(Increase) / decrease in defined benefit obligation at 31 December 2023
Discount rate		
Increase by 25 basis points	4.4	4.1
Decrease by 25 basis points	-4.7	-4.4
Inflation rate		
Increase by 25 basis points	-3.0	-3.0
Decrease by 25 basis points	2.9	2.8

There is a pension plan in Belgium legally structured as defined contribution plan. Because of the Belgian social legislation applicable, all Belgian defined contribution plans are considered under IFRS as defined benefit plan because the employer must guarantee a minimum return on employee and employer contributions. The Group is therefore exposed to a financial risk (legal obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits). Disclosures in tables above include those Belgian defined contribution plans.

The plan is insured at an insurance company. The insurance company guarantees a minimum rate of return on the contributions paid. However, the minimum guaranteed rates have dropped significantly the last years and are currently below the social minimum return borne by the employer on the contributions (according to article 24 of the Law of 28 April 2003 on occupational pensions, the Group has to guarantee an average minimum return of 3.75% on employee contributions, 3.25% on employer contributions paid up to 31 December 2015, and 1.75% on employer contributions paid as from 1 January 2016). The minimum rate might increase as from 2025 due to the increase of the interest rates observed the last months. The financial risk has therefore increased. The Belgian law of 18 December 2015 entered into effect on 1 January 2016 and amended, inter alia, the calculation of the minimum return guaranteed by law (minimum of 1.75% and maximum of 3.75%).

The IFRS valuation and accounting of this kind of plan with contribution-based promises are not envisaged by IAS 19. Taking into account the change in the pension law and the current consensus on this specific matter, and after analysis of the pension plan, the Group considers that a method based on the IAS 19 methodology ("Projected unit credit" method used for defined benefit plan) is appropriate to measure the liability in the Belgian context as from 2016 onwards. The present value of the defined benefit obligation amounts to €69.0m (2023: €67.5m). The calculation is based on the "Projected unit credit" method with projection of the future contributions and services pro-rate for the employer contract and without projection of the future contributions for the employee contract. The fair value of the scheme assets amounts to €62.8m (2023: €62.4m) and is set equal to the contractual assets held by the insurance company (no application of paragraph 115 of IAS 19). The net deficit amounts to €6.2m (2023: €5.1m), recognized in the consolidated statement of financial position.

Note 11: Current and deferred income taxes

Note 11.1: Income tax expenses

Income tax expense is broken down as follows:

€m	2024	2023
Current year income tax	-121.0	-107.3
Prior year income tax	-0.9	-4.2
Movement in deferred taxes	28.3	8.9
Income tax expense	**-93.6**	**-102.6**

The relationship between income tax expense and accounting profit is explained below:

€m	2024	2023
Result before taxes	**470.4**	**612.9**
Less: share of result of equity-accounted investees, net of income tax	-301.5	-356.7
Result before taxes less share of result of equity-accounted investees	**168.9**	**256.2**
Tax at the Belgian corporation tax rate of 25.00%	-42.2	-64.1
Foreign tax rate differential	-0.9	-2.9
Tax effect of non-taxable income and non-deductible expenses	-40.2	-28.1
Tax effect of current and deferred tax adjustments related to prior years	-1.4	7.5
Current year tax losses for which no deferred tax asset is recognised	-6.1	-6.6
Recognition of previously unrecognised deferred tax assets	0.2	-
Derecognition of previously recognised deferred tax assets	-6.7	-
Effect of change in tax rate on deferred taxes	-	-
Other	3.7	-8.4
Actual income tax on PBT	**-93.6**	**-102.6**

The Group's consolidated effective tax rate for the year ended 31 December 2024 is 19.9% (16.7% for the year-ended 31 December 2023). Excluding the share of the Group in the net result of equity-accounted investees, the Group's effective tax rate is 55.4% (40.0% for the year ended 31 December 2023). The increase in effective tax rate (excluding the share of the Group in the net result of equity-accounted investees) is primarily the result of the impairment on the Moleskine CGU's goodwill, which has no tax effect, included in the line "tax effect of non-taxable income and non-deductible expenses".

The other elements explaining the deviation of the effective tax rate with the nominal rate of 25% are:

- charges recognised as part of the Long-Term Incentive Plans (LTIP) and share-based payment expenses in the PHE and D'Ieteren Automotive segments that are not tax deductible; and
- charges related to the impairment of the Group's investments in the Supply Chain Finance Fund managed by Credit Suisse that is not tax deductible.

The Group is subject to several factors which may affect future tax charges, principally the levels and mix of profitability in different jurisdictions and tax rates imposed.

The Group operates in multiple jurisdictions with often complex legal and tax regulatory environments. The income tax positions taken are considered by the Group to be supportable and are intended to withstand challenge from tax authorities. However, it is acknowledged that some of the positions are uncertain and include interpretations of complex tax laws which could be disputed by tax authorities.

The Group judges these positions on their technical merits on a regular basis using all the information available (legislation, case law, regulations, established practice, authoritative doctrine as well as certain third-party tax opinions issued by Belgian and foreign tax lawyers). These positions are based on facts and circumstances existing at the end of the reporting period and will be reviewed at each reporting date.

A liability is recorded for each item that is not probable of being sustained on examination by the tax authorities and after using all legal remedies of defending the position before Court, based on all relevant information.

Note 11.2: Current tax assets and liabilities

Current tax assets (liabilities) are largely expected to be recovered (settled) within 12 months.

Just like in the comparative period, current tax liabilities include €72.6m related to a tax notice received by the Group for prior years. A current tax asset for the same amount is recognized considering the dispute of the full amount and as supported by tax counsel.

Note 11.3: Deferred income taxes

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

€m	31 December 2024			31 December 2023		
	Assets	Liabilities	Net	Assets	Liabilities	Net
Goodwill & intangible assets	5.4	-284.1	-278.7	8.1	-319.3	-311.2
Property, plant & equipment (excluding right-of use assets)	1.8	-22.4	-20.6	2.0	-21.7	-19.7
Right-of-use assets	2.8	-80.5	-77.7	-	-69.1	-69.1
Derivative financial instruments	4.4	-	4.4	-0.3	-	-0.3
Employee benefits	8.0	-	8.0	7.6	-	7.6
Inventories	10.0	-	10.0	10.7	-	10.7
Provisions	5.8	-	5.8	5.5	-	5.5
Loans & borrowings (excluding lease liabilities)	-	-2.6	-2.6	-	-	-
Lease liabilities	80.6	-	80.6	71.8	-	71.8
Other assets & liabilities	16.5	0.6	17.1	13.8	-0.9	12.9
Deferred tax assets/(liabilities) arising from temporary differences	**135.3**	**-389.0**	**-253.7**	**119.2**	**-411.0**	**-291.8**
Tax losses carried forward	51.0	-	51.0	72.1	-	72.1
Deferred tax assets/(liabilities)	**186.3**	**-389.0**	**-202.7**	**191.3**	**-411.0**	**-219.7**
Set-off of tax	-139.6	139.6	0.0	-135.3	135.3	-
Net deferred tax assets/(liabilities)	**46.7**	**-249.4**	**-202.7**	**56.0**	**-275.7**	**-219.7**

The decrease of the deferred tax liability on the line "Goodwill & intangible assets" compared to the previous period is mainly related to the tax impact of the impairment on brands recognized following the impairment test performed by the Group on the Moleskine CGU (refer to Note 12 for more information).

The net deferred tax balance includes net deferred tax assets amounting to €28.5m (2023: €24.4m) that are expected to be reversed in the following year. However, given the low predictability of deferred tax movements, this net amount might not be reversed as originally foreseen.

At the balance sheet date, the Group has unused tax losses and credits of €147.5m (2023: €133.9m) available for offset against future profits, for which no deferred tax asset has been recognised, due to the unpredictability of future profit streams. These tax losses and credits may be carried forward indefinitely.

At the balance sheet date, no deferred tax liability has been recognized for the aggregate amount of temporary differences associated with the investments in subsidiaries, branches, associates and interests in joint ventures because the Group is in a position to control the timing of the reversal of the temporary differences, and it is probable that such differences will not reverse in the foreseeable future. It should also be noted that the reversal of these temporary differences, for example by way of distribution of dividends by the subsidiaries to the Company, would generate no (or a marginal) current tax effect.

Deferred tax assets are recognised if there is a sufficient probability that they will be recovered in the foreseeable future. Recoverability has been conservatively assessed. However, should the conditions for this recovery not be met in the future, the current carrying amount of the deferred tax assets may be reduced.

The movement in deferred tax assets and liabilities during the period and the prior period is as follows:

€m	2024	2023
Net deferred tax liabilities (negative amounts)		
At 1 January	**-275.7**	**-272.3**
Recognised/(used) in profit or loss	37.2	4.1
Recognised/(used) in other comprehensive income	-	-
Recognised/(used) directly in equity	0.1	-
Recognition arising from business combination	-3.8	-8.3
Exchange rate differences	-	-
Other variation	-7.2	0.8
At 31 December	**-249.4**	**-275.7**

Net deferred tax assets (positive amounts)	2024	2023
At 1 January	**56.0**	**58.8**
Recognised/(used) in profit or loss	-8.9	4.8
Recognised/(used) in other comprehensive income	3.2	0.4
Recognised/(used) directly in equity	-	-0.7
Recognition arising from business combination	-	0.1
Exchange rate differences	0.1	0.2
Other variation	-3.7	-7.6
At 31 December	**46.7**	**56.0**

Note 12: Goodwill

The reconciliation of the carrying amount of goodwill is set out below:

€m	
Gross amount at 1 January 2024	**710.5**
Accumulated impairment losses at 1 January	-124.7
Carrying amount at 1 January 2024	**585.8**
Impairment losses	-48.8
Items acquired through business combinations	17.9
Carrying amount at 31 December 2024	**554.9**
of which: gross amount	*728.4*
of which: accumulated impairment losses	*-173.5*

The line "Items acquired through business cominations" includes €24.7m of goodwill recognized following business combination performed by the Group in 2024 (see note 25) and -€6.8m related to the finalisation of acquisition accounting of prior period's business combination in the PHE segment, whereby PHE re-valued previously acquired assets and liabilities assumed (mainly recognising customer contracts as intangible assets with finite useful lives and related deferred tax impacts), therefore reducing the amount of provisional goodwill recognised at the time of the acquisition. The Group decided not to restate comparative information to reflect the finalisation of these purchase price allocations of PHE, since it is not considered material to the Group.

In accordance with the requirements of IAS 36 "Impairment of Assets", the Group completed a review of the carrying value of goodwill and of the intangible assets with indefinite useful lives (disclosed in note 13). The impairment review is based on the value in use calculation and is carried out to ensure that the carrying value of the assets are stated at no more than their recoverable amount, being the higher of fair value less costs to sell and value in use.

For the purpose of impairment testing, goodwill relates to the following Group's operating segments:

€m	2024	2023
D'Ieteren Automotive	80.1	62.8
Moleskine	-	48.8
PHE	471.7	471.1
Corp. & unallocated	3.1	3.1
Group	**554.9**	**585.8**

As a result of their classification as equity-accounted investees, information on the impairment tests performed in the Belron and TVH segments are provided in note 17.

Impairment testing relies on several critical judgments, estimates and assumptions. Management believes that all its estimates are reasonable since they are consistent with the Group's internal reporting and reflect management best estimates. Projected revenue growth rates, competitive and consumer trends, operating margins, discount rates and terminal growth rates are assumptions and estimates that may be revised in future periods. Should these vary adversely in the future, the value in use of goodwill and intangible assets with indefinite useful lives may reduce below their carrying amounts.

D'Ieteren Automotive

In the D'Ieteren Automotive segment, additional goodwill recognised in 2024 (€17.3m) reflects the acquisitions performed in 2024, as disclosed in note 25. In accordance with IAS 36, the D'Ieteren Automotive segment allocated goodwill across its CGUs, being "D'Ieteren Automotive" (import/support activities), "Retail" (automobile retail activities), "Wondergroup" (used cars and body shops activities), "Lab Box" (mobility services), "Lucien" (bike retail and services), and "EDI/Go solar" (charging points provider for electric vehicles and solar panels provider).

Management of D'Ieteren Automotive performed a review of the carrying value of the goodwill and intangible assets allocated in each of these CGUs and concluded that no impairment charge is required. D'Ieteren Automotive calculated the present value of the estimated future cash flows, based on D'Ieteren Automotive strategic plan (starting from the budget 2025 figures until 2030) prepared by management, reviewed and approved by the Board of Directors. The post-tax rates used to discount future cash flows have been computed individually for each CGU, ranging from 8.1% to 13.9% and are based upon the weighted average cost of capital of the D'Ieteren Automotive segment.

Moleskine

At half-year 2024, the Board of Directors of the Company reviewed the carrying amount of its investment in Moleskine following lower results for the 6-month period ended 30 June 2024 compared to budget. In determining the value in use, the Company calculated the present value of the estimated cash-flows expected to arise, on which a prudence principle view has been applied, based on Moleskine's latest five-year financial projections (over the period 2024 to 2028), with extrapolation thereafter (terminal growth rate of 1.5%). The discount rate applied of 9.5% (10.1% in 2023) was based upon the weighted average cost of capital of the Moleskine segment (considering an appropriate adjustment for the relevant risks associated with the business and with the underlying country - "country risk premium"). A net of tax impairment charge of -€131.4m was recognized and allocated to the following lines of the statement of financial position: -€48.8m on goodwill (now fully impaired), -€114.6m on brands with indefinite useful lives and €32.0m on deferred tax liabilities on brands with indefinite useful lives.

At 31 December 2024, in accordance with IAS 36, the Board of Directors of the Company reviewed the carrying amount of its investment in Moleskine and is satisfied that the carrying value of the Moleskine CGU is stated at no more than its value in use. Sensitivity analyses prepared by management revealed that an individual 1% adverse movement in either the terminal growth rate or the discount rate would not lead to an additional impairment charge.

Corporate & unallocated

The €3.1m goodwill in the Corporate & unallocated segment arose from past acquisitions performed by D'Ieteren Immo. The fair value less costs to sell of the investment properties and property, plant and equipment held by D'Ieteren Immo (based on the most recent market valuation report prepared by an independent expert) being higher than the carrying value of the assets and liabilities, the Group concluded that the Corporate & unallocated cash-generating unit is stated at no more than its recoverable amount.

PHE

At year-end 2024, the carrying value of the CGU PHE was reviewed using management best estimates for the following five years, a weighted average cost of capital of 7.3% and a terminal growth rate of 2.0%. The individual change required for the carrying amount to equal the value in use is 6.0% for the discount rate or -9.1% for the terminal growth rate. The Board of Directors of the Company is satisfied that the carrying amount of the PHE cash-generating unit is stated at no more than its value in use.

Note 13: Intangible assets

Goodwill is analysed in note 12. All intangible assets have finite useful lives, unless otherwise specified.

€m	Brands (finite and indefinite useful lives)	Other	Total
Gross amount at 1 January 2024	649.6	729.5	1,379.1
Accumulated amortisation and impairment losses at 1 January 2024	-	-136.6	-136.6
Carrying amount at 1 January 2024	**649.6**	**592.9**	**1,242.5**
Additions:			
Items separately acquired	-	21.6	21.6
Disposals	-	-0.1	-0.1
Amortisation	-	-57.5	-57.5
Impairment losses	-114.6	-	-114.6
Transfer from (to) another caption	-	-0.8	-0.8
Items acquired through business combinations	-	13.4	13.4
Carrying amount at 31 December 2024	**535.0**	**569.5**	**1,104.5**
of which: gross amount	*649.6*	*763.6*	*1,413.2*
of which: accumulated amortisation and impairment losses	*-114.6*	*-194.1*	*-308.7*
Gross amount at 1 January 2023	649.6	670.6	1,320.2
Accumulated amortisation and impairment losses at 1 January 2023	-	-80.4	-80.4
Carrying amount at 1 January 2023	**649.6**	**590.2**	**1,239.8**
Additions:			
Items separately acquired	-	27.4	27.4
Disposals	-	-0.4	-0.4
Amortisation	-	-56.2	-56.2
Transfer from (to) another caption	-	24.0	24.0
Items acquired through business combinations	-	8.0	8.0
Translation differences	-	-0.1	-0.1
Carrying amount at 31 December 2023	**649.6**	**592.9**	**1,242.5**
of which: gross amount	*649.6*	*729.5*	*1,379.1*
of which: accumulated amortisation and impairment losses	-	*-136.6*	*-136.6*

The Moleskine brand and the brands recognised in the PHE segment have an indefinite useful life, since, given the absence of factors that could cause their obsolescence and in light of the life cycles of the products to which they relate, there is no foreseeable limit to the period over which these assets are expected to generate net cash inflows for the Group.

In 2024, the line "Impairment losses" is related to the impairment charge recognised on the Moleskine brand (-€114.6m) following the impairment test performed by the Group on the Moleskine CGU (see note 12). The Moleskine brand is valued at €289m as at 31 December 2024 compared to €403m as at 31 December 2023.

In 2023, the line "Transfer from (to) another caption" mainly related to the finalisation of purchase price allocations of subsidiaries in the PHE segment, whereby PHE recognised customer contracts, therefore reducing the amount of provisional goodwill recognised at the time of the acquisition and increasing the value of intangible assets with finite useful lives.

The line "Items acquired through business combination" includes the net book value of the intangible assets acquired by PHE in 2024 and by PHE and D'Ieteren Automotive in 2023 following the acquisitions performed in respective periods (see note 25). In 2024, this line

also includes the customer contracts recognised following the finalisation of the acquisition accounting of prior period's business combination of PHE (see note 25).

The caption "Other" mainly includes computer software, other licences and similar rights, and intangibles under development.

The other disclosures required by IAS 36 for intangible assets with indefinite useful lives are provided in note 12.

Note 14: Property, plant and equipment

€m	Property	Plant and equipment	Assets under construction	Total
Gross amount at 1 January 2024	893.2	566.0	36.8	1,496.0
Accumulated depreciation and impairment losses at 1 January 2024	-430.8	-374.9	-	-805.7
Carrying amount at 1 January 2024	**462.4**	**191.1**	**36.8**	**690.3**
Additions	99.1	114.6	55.8	269.5
Disposals	-3.9	-28.0	-2.7	-34.6
Depreciation on PP&E (including right-of-use assets)	-75.0	-73.9	-	-148.9
Transfer from (to) another caption	10.1	16.1	-25.9	0.3
Items acquired through business combinations	9.2	4.3	-	13.5
Translation differences	0.3	0.1	-	0.4
Other movements	-0.1	-0.1	-0.7	-0.9
Carrying amount at 31 December 2024	**502.1**	**224.2**	**63.3**	**789.6**
of which: gross amount	*1,008.8*	*627.3*	*63.3*	*1,699.4*
of which: accumulated depreciation and impairment losses	*-506.7*	*-403.1*	-	*-909.8*
Gross amount at 1 January 2023	748.5	497.9	32.5	1,278.9
Accumulated depreciation and impairment losses at 1 January 2023	-368.8	-344.0	-	-712.8
Carrying amount at 1 January 2023	**379.7**	**153.9**	**32.5**	**566.1**
Additions	134.8	89.2	31.3	255.3
Disposals	-4.3	-8.2	-12.0	-24.5
Depreciation on PP&E (including right-of-use assets)	-65.7	-64.8	-	-130.5
Reversal of impairment	-	0.7	-	0.7
Transfer from (to) another caption	7.9	12.3	-15.0	5.2
Items acquired through business combinations	10.1	8.0	-	18.1
Translation differences	-0.1	-	-	-0.1
Carrying amount at 31 December 2023	**462.4**	**191.1**	**36.8**	**690.3**
of which: gross amount	*893.2*	*566.0*	*36.8*	*1,496.0*
of which: accumulated depreciation and impairment losses	*-430.8*	*-374.9*	-	*-805.7*

At 31 December 2023 and at 31 December 2024, assets under construction mainly include property under construction in the segment "Corporate & unallocated", as part of the real estate activities of the Group.

The right-of-use assets, including those previously held under finance lease under IAS 17, are included in the above at the following amounts (see note 31 for more information on the right-of-use assets):

€m	Total
31 December 2024	**378.0**
31 December 2023	324.3

Note 15: Investment property

€m	2024	2023
Gross amount at 1 January	79.5	79.9
Accumulated depreciation at 1 January	-39.4	-38.1
Carrying amount at 1 January	**40.1**	**41.8**
Disposals	-	-0.1
Depreciation on PP&E & investment property	-1.3	-1.4
Transfer from (to) another caption	0.1	-0.2
Carrying amount at 31 December	**38.9**	**40.1**
of which: gross amount	79.5	79.5
of which: accumulated depreciation	-40.6	-39.4
Fair value	68.8	66.7

The fair value is supported by market evidence and is based on a valuation by an independent valuer who holds a recognised and relevant professional qualification, and who has recent experience in the location and category of the investment property held by the Group. The latest valuations were performed in December 2024.

All items of investment property are located in Belgium and are held by the segment "Corporate & unallocated".

See also note 31 for other disclosures on investment property.

Note 16: Inventories

€m	2024	2023
D'Ieteren Automotive		
Vehicles	581.8	818.2
Spare parts and accessories	49.4	45.1
Other	8.6	8.9
Subtotal	**639.8**	**872.2**
Moleskine	**27.2**	**26.9**
PHE	**575.8**	**535.2**
GROUP	**1,242.8**	**1,434.3**

The accumulated write-down on inventories amounts to €67.6m (2023: €66.6m). The amount of write down of inventories recognised in the period in the cost of sales (see note 6) is an income of €1.4m (2023: a charge of -€12.3m).

The inventories in the PHE segment are mainly composed of goods bought to suppliers and are generally not modified or transformed.

The inventories are expected to be recovered within 12 months and are mainly composed of merchandises.

Note 17: Equity-accounted investees

In 2023 and 2024, the entities accounted for using the equity method are VDFin, Skipr, Lizy and MyMove in the D'Ieteren Automotive segment, Belron Group and TVH. PHE also holds equity-accounted investees, but no further information is provided since they are not considered material to the Group.

€m	2024					2023				
	D'Ieteren Autom.	Belron	TVH	PHE	Group	D'Ieteren Autom.	Belron	TVH	PHE	Group
Interests in joint ventures	100.1	-	1,244.1	13.4	1,357.6	124.8	-	1,226.4	7.5	1,358.7
	-	-2,346.2	-	-	-2,346.2	-	-308.6	-	-	-308.6
Total of equity-accounted investees	**100.1**	**-2,346.2**	**1,244.1**	**13.4**	**-988.6**	**124.8**	**-308.6**	**1,226.4**	**7.5**	**1,050.1**
Share of profit in joint ventures	-22.4	279.4	44.4	0.1	301.5	-0.9	338.4	19.1	0.1	356.7
Total of share of result after tax of equity-accounted investees	**-22.4**	**279.4**	**44.4**	**0.1**	**301.5**	**-0.9**	**338.4**	**19.1**	**0.1**	**356.7**

Belron

In 2023 and 2024, Belron Group SCA ("BGSCA"), the joint venture holding the Belron activities (see note 1 for more information), is accounted for as an equity-accounted investee, and is owned 50.30% in economic rights by the Group on fully diluted basis as at 31 December 2024. The Group has joint control over BGSCA as a result of some reserved matters being shared with Clayton, Dubilier & Rice ("CD&R").

In May 2023, D'Ieteren Group and other shareholders have bought additional shares in Belron from the Employee Benefit Trust.

Following the transaction described above, the Group's share in the net result of Belron for the period ended 31 December 2023 corresponded to a weighted average economic percentage in the ordinary shares over the period (50.20%). For the period ended 31 December 2024, the Group's share in the net result of Belron is 50.30%, corresponding to the Group's percentage of ownership in the ordinary shares on 31 December 2024.

A Management Reward Plan (MRP) involving key employees was set up in 2018. The participants of the MRP acquired non-voting equity instruments in BGSCA (representing the fair value of various classes of equity instruments, being all treated as equity under IFRS). Part of the issued equity consists of "ratchet shares" which will allow management to enjoy additional returns if certain performance hurdles (IRR and Cash on Cash) are satisfied at exit. The share of the Group in the net result of BGSCA in 2023 (50.20%) and 2024 (50.30%) already takes into account the dilutive impact of these MRP shares.

The detailed statement of financial position of Belron as included in its own financial statements (not adjusted for consolidated adjustments) is disclosed in note 4 "Segment information".

At year-end 2024, Belron completed a review of the carrying value of goodwill and other intangible assets with indefinite useful lives, as well as the carrying value of all other assets in each of its cash generating units (being the different countries where it operates). The impairment review was undertaken to ensure that the carrying value of the Belron's assets are stated at no more than their recoverable amount, being the higher of fair value less cost to sell and value-in-use. The recoverable amount of the cash-generating units (CGUs) was determined based on value-in-use calculations which requires the use of key cashflow and discount rate assumptions. The cashflows were obtained from Belron's board approved 2025 budget and the five-year plan, while the discount rates were revised using updated cost of equity and cost of debt data. This review did not result in any impairment charge to be recognised.

In the consolidated statement of comprehensive income, the lines "Equity-accounted investees – share of OCI" include €3.2m of remeasurements of defined benefit assets/liabilities, -€5.5m of movements in cash flow hedges reserve (interest rate swaps and cross currency interest rate swaps used to partially hedge the debt) and -€120.9m related to translation differences.

The table below presents the revenue, profit before tax, the net result, and the other comprehensive income for the year ended 31 December 2023 and 31 December 2024. The Group's share in net result is computed based on the Group's percentage of ownership in the ordinary shares (50.30%) in 2024 and the Group's weighted average percentage of ownership in the ordinary shares (50.20%) in 2023.

€m - Belron	2024	2023
Revenue (100%)	6,459.0	6,047.7
Profit before tax (100%)	764.3	845.6
Result for the period (100%)	555.5	674.0
Other comprehensive income (100%)	-244.7	-16.1
Profit (or loss) and total comprehensive income (100%)	310.8	657.9
Group's share of profit (or loss) and comprehensive income	**156.3**	**330.3**
Group's share of profit (or loss)	*279.4*	*338.4*
Group's share of comprehensive income	*-123.1*	*-8.1*

The reconciliation of the Group's share in the net assets of BGSCA from 31 December 2023 to 31 December 2024 is presented below. In 2023 and 2024, Belron distributed dividends to the Group exceeding the Group's carrying amount of the investment in Belron. As a result, the excess dividend distributions led to a negative carrying amount in the Group's equity method investee balance. This balance was reclassed from assets below equity, in the line "Equity-method investees", and considering the Group's position that it does not have a present obligation to fund the investee.

€m - Belron	
Group's share of net assets at 31 December 2023	**-308.6**
Group's share of profit (or loss) and comprehensive income	156.3
Group's share in dividends	-2,214.5
Other movements, Group's share	20.6
Group's share of net assets at 31 December 2024	**-2,346.2**

In the period, BGSCA purchased own shares from previous MRP participants for an amount of €82.9m (2023: €97.6m). As the repurchase transaction took place at fair value (the fair value of the own shares repurchased corresponds to the cash-out made to acquire these shares at transaction date), the transaction did not impact the carrying amount of the equity-accounted investee that the Group owns in BGSCA as at 31 December 2024 (these shares will be re-purchased in the future by existing and new participants of the MRP). There have been no disposal of own shares giving rise to a disposal gain during the period, therefore no impact on the carrying value of the equity-accounted investee.

Following the closing of the transaction with Belron's new shareholders on 17 December 2021, Belron's Board of Directors has agreed to reward employees with a cash bonus (paid in December 2021) and restricted share units ('RSUs') to thank them for their loyal contribution to the company's success. Under the proposed terms of the equity-settled component of the scheme, BGSCA awarded restricted share units ('RSUs') to each participant in the scheme. On vesting, each RSU will entitle the holder to receive an ordinary non-voting share in BGSCA. Vesting period is currently estimated at 5 years and may be revised if subsequent information indicates that the length of the vesting period is likely to differ from this estimate. In addition, a new scheme was set out in December 2024, whereby RSUs and cash bonus are granted to new participants. The RSUs granted relate to non-voting shares and are conditional to a vesting period of two years and to the participants remaining in the employ of BGSCA. The cash-based component of the scheme consists in a cash bonus payable in two equal instalments in December 2025 and December 2026.

The equity-settled component of these schemes are share-based payment arrangements. Accordingly, they are classified, and accounted for, as equity-settled share-based payment transactions in BGSCA own financial statements, in accordance with IFRS 2.

Each year during the expected vesting period, the Group will therefore account for its share in the share-based payment expense of BGSCA (in the line "share of result of equity-accounted investee, net of income tax" in the consolidated statement of profit or loss and in the line "other movements" in the consolidated statement of changes in equity) and a corresponding increase in the value of the equity-accounted investee (in the consolidated statement of financial position), to reflect its share in the increase of BGSCA shareholders equity. In the period, the increase in the value of the equity-accounted investee relating to these share-based payment plans amounts to €20.3m (2023: €13.3m). These rewards will have no economic impact whatsoever on the Group and other shareholders and there will be no dilution to the 50.30% fully diluted stake held by the Group as at 31 December 2024.

TVH

Under the shareholders' agreement, the Group has joint control on TVH with Wehold (the holding company of the family shareholder), some key reserved matters being shared. TVH is therefore accounted for as an equity-accounted investee in the Group's consolidated financial statement.

In the second half of 2022, in accordance with IAS 28, the Group finalised the purchase price allocation of TVH. TVH brand has been valued at €341.0m. The brand has an indefinite useful life and is therefore not amortized since the Group considers there is no limit to the period over which the brand is expected to generate cash inflows. Customer contracts have been valued at €490.0m. These customer contracts are amortized on a straight-line basis over their estimated economic useful lives of 11 years. Other intangible assets were valued at €261.8m and consists in the technology used by TVH. The value of technology is amortized on a straight-line basis over its estimated economic useful lives of 9 years.

The detailed statement of financial position of TVH is disclosed in note 4 "Segment information".

The group's share of profit in TVH for the period ended 31 December 2024 is €44.4m, representing an increase of €25.3m compared to the period ended 31 December 2023. This variation is mainly explained by the cyberattack which occured in March 2023 and led to an interruption of activities in the first semester of 2023.

The table below presents the revenue, profit before tax and the net result of TVH for the 12-month period ended 31 December 2023 and 31 December 2024.

€m - TVH	2024	2023
Revenue (100%)	1,675.8	1,607.0
Profit before tax (100%)	138.9	76.6
Result for the period (100%)	111.0	47.5
Other comprehensive income (100%)	6.3	-11.3
Profit (or loss) and total comprehensive income (100%)	117.3	36.2
Group's share of profit (or loss) and comprehensive income (40%)	**46.9**	**14.5**
Group's share of profit (or loss)	*44.4*	*19.1*
Group's share of comprehensive income	*2.5*	*-4.6*

In the consolidated statement of comprehensive income, the lines "Equity-accounted investees – share of OCI" include, amongst other amounts, €0.3m of remeasurements of defined benefit assets/liabilities and €0.6m related to translation differences.

The reconciliation of the Group's share in the net assets of TVH from the 31 December 2023 to the 31 December 2024 is presented below:

€m - TVH	
Group's share of net assets at 31 December 2023	**1,226.4**
Group's share of profit (or loss) and comprehensive income (40%)	46.9
Group's share in dividends and proceeds from capital reduction	-29.2
Group's share of net assets at 31 December 2024	**1,244.1**

At year-end 2024, based on IAS 28, the Board of Directors of the Company did not identify any indication of possible impairment (a triggering event) on its investment in TVH (equity-accounted investee) and therefore did not perform an impairment test.

D'Ieteren Automotive

The largest equity-accounted investee in the D'Ieteren Automotive segment is the joint venture Volkswagen D'Ieteren Finance (VDFin), owned 50% minus one share by the Group and 50% plus one share by Volkswagen Financial Services (a subsidiary of the Volkswagen group), active in a full range of financial services related to the sale of the Volkswagen group vehicles on the Belgian market.

The following table summarises the financial information of VDFin as included in its own financial statements, adjusted for differences in accounting policies, and reconciles this summarised financial information to the carrying amount of the Group's interest in VDFin.

€m - VDFin (100% - except otherwise stated)	2024	2023
Non-current assets	2,104.9	1,995.2
Current assets (excluding cash and cash equivalents)	1,416.4	1,367.8
Cash and cash equivalents	92.6	163.9
Non-current liabilities (excluding financial liabilities)	-5.4	-5.5
Non-current financial liabilities	-1,521.8	-1,618.4
Current liabilities (excluding financial liabilities)	-207.8	-192.6
Current financial liabilities	-1,703.0	-1,502.0
Net assets	175.9	208.4
Group's share of net assets (49.99%) and carrying amount of interest in joint venture	**87.9**	**104.2**

€m - VDFin (100% - except otherwise stated)	2024	2023
Revenue	662.5	529.0
Depreciation and amortization	-163.7	-150.9
Net finance costs	1.6	8.8
Profit before tax	-28.3	12.0
Tax expense	-	-3.0
Result for the period	-28.2	9.0
Other comprehensive income	-	0.1
Profit (or loss) and total comprehensive income	-28.2	9.1
Group's share of profit (or loss) and comprehensive income (49.99%)	**-14.1**	**4.6**

The three other equity-accounted investees in the D'Ieteren Automotive segment are Skipr, Lizy and MyMove. The financial information of Skipr, Lizy and MyMove are not material to the Group and are not separately disclosed.

Note 18: Financial instruments – fair value and risk management

Financial instruments - measurement

Financial assets held by the Group at 31 December 2024 are limited to trade and other receivables (see note 20), cash and cash equivalents (see note 19), (at 31 December 2023 only) financial investments (in the Corporate & unallocated segment – see note 4) and derivative financial instruments. Trade and other receivables and cash and cash equivalents are measured at amortised costs under IFRS 9 (except for money market funds which are measured at fair value through profit or loss). Financial investments are measured both at amortised costs under IFRS 9 (for corporate bonds) and at fair value through profit or loss (for equity instruments). Derivative financial instruments are measured at fair value.

Financial liabilities held by the Group at 31 December 2024 consist in loans and borrowings (see note 23), trade and other payables (see note 24), both classified as liabilities at amortised costs under IFRS 9, put options granted to non-controlling interests (see note 32), measured at fair value through equity, contingent consideration on acquisitions (see note 25) measured at fair value through profit or loss and derivative financial instruments measured at fair value.

All Group's financial assets and liabilities measured at fair value in the consolidated statement of financial position are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: quoted market prices in an active market (that are unadjusted) for identical assets and liabilities;
- Level 2: valuation techniques (for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable);
- Level 3: valuation techniques (for which the lowest level input that is significant to the fair value measurement is unobservable).

At 31 December 2023 and 2024, all Group's financial assets and liabilities measured at fair value in the consolidated statement of financial position are classified in level 2 except the equity instruments included in the line "financial investments", classified in level 1 (and level 2 in 2023 for the investment in the Supply Chain Finance Fund managed by Credit Suisse), the money market funds included in the line "cash and cash equivalents" classified in level 1, the contingent considerations and the put options (and associated call options) granted to non-controlling interests classified in level 3. Derivative financial instruments are classified in level 2 category.

Valuation techniques

The fair values of derivative instruments are determined using valuation techniques. The Group uses a variety of methods and makes assumptions based on market conditions at the balance sheet date. The fair value of cross currency interest rate swaps and interest rate swaps is calculated as the present value of future estimated cash flows. The fair value of interest rate caps and collars is valued using option valuation techniques. The fair value of forward exchange contracts is determined using forward exchange market rates at the date of the consolidated statement of financial position. The fair value of fuel hedge instruments is determined using market valuations prepared by the respective banks that executed the initial transactions at the statement of financial position date based on the present value of the monthly futures forward curve for gasoline given the volume hedged and the contract period. The fair value of foreign exchange swap contracts is determined using forward foreign exchange market rate at the date of the consolidated statement of financial position.

The main risks managed by the Group under policies approved by the Board of Directors, are liquidity and re-financing risk, market risk, credit risk, counterparty risk and price risk. The Board periodically reviews the Group's treasury activities, policies and procedures. Treasury policies aim to ensure permanent access to sufficient liquidity, and to monitor and limit interest and currency exchange risks. These are summarised below.

Liquidity and re-financing risk

Liquidity risk is associated with the Group's ability to meet its obligations. Each business unit of the Group manages liquidity risk by maintaining sufficient cash and funding available through an adequate amount of committed credit facilities to cover its anticipated medium-term commitments at all times. To minimise liquidity risk, the Group ensures, on the basis of its long-term financial projections, that it has a core level of committed long-term funding in place, with maturities spread over a wide range of dates, supplemented by various shorter-term facilities, and various funding sources.

Cash pooling schemes are sought and implemented each time when appropriate in order to minimise gross financing needs and costs of liquidity.

The following is an analysis of the contractual undiscounted cash flows payable under financial liabilities.

€m	Due within one year		Due between one and five years		Due after five years		Total	
	Capital	Interest	Capital	Interest	Capital	Interest	Capital	Interest
At 31 December 2024								
Loans and borrowings								
Public bonds	1.2	-	-	-	-	-	1.2	-
Lease liabilities	103.3	1.3	195.9	15.7	93.6	23.4	392.8	40.4
Other borrowings and private bonds	185.3	59.2	1,103.6	333.7	960.0	70.5	2,248.9	463.4
Total	289.8	60.5	1,299.5	349.4	1,053.6	93.9	2,642.9	503.8
Trade and other payables	1,326.7	-	-	-	-	-	1,326.7	-
Total	**1,616.5**	**60.5**	**1,299.5**	**349.4**	**1,053.6**	**93.9**	**3,969.6**	**503.8**
At 31 December 2023								
Loans and borrowings								
Public bonds	1.2	-	-	-	-	-	1.2	-
Lease liabilities	81.8	10.0	187.0	19.8	80.6	7.5	349.4	37.3
Other borrowings and private bonds	218.6	4.2	59.3	4.0	0.4	-	278.3	8.2
Loan notes	-	71.3	-	303.2	960.0	79.5	960.0	454.0
Commercial paper	4.3	-	-	-	-	-	4.3	-
Total	305.9	85.5	246.3	327.0	1,041.0	87.0	1,593.2	499.5
Trade and other payables	1,323.6	-	-	-	-	-	1,323.6	-
Total	**1,629.5**	**85.5**	**246.3**	**327.0**	**1,041.0**	**87.0**	**2,916.8**	**499.5**

Interest Rate Risk

The Group's interest rate risk arises from changes in interest rates on interest-bearing assets and from loans and borrowings.

The Group seeks to cap the impact of adverse interest rates movements on its financial results, particularly in relation to the next 12 months. To manage its interest rate exposures, the Group primarily uses forward rate agreements, interest rate swaps, caps and floors. At 31 December 2024, the derivate financial instruments accounted on the statement of financial position relate to the hedging of interest rate risk (€2.3m of assets and €2.3m of liabilities for the "Corporate & unallocated" segment, and €14.2m of liabilities for PHE).

The interest rate and currency profiles of loans and borrowings are disclosed in note 23.

A change of 100 basis points in interest rate at the reporting date would have increased/decreased the result from continuing operations (excluding equity-accounted investees) by the amounts shown below. This analysis assumes that all other variables remain constant.

€m	Result from continuing operations	
	1% increase	1% decrease
31 December 2024	**-3.2**	**3.2**
31 December 2023	-3.3	3.3

Currency Risk

The Group's objective is to protect its cash flows, commercial transactions and net investments in foreign operations from the potentially high volatility of the foreign exchange markets by hedging any material net foreign currency exposure.

The Group has certain investments in foreign operations whose net assets and related goodwill are exposed to foreign currency translation risk. Group policy is to hedge the economic value of material foreign currency investments (limited to the net book value of the asset) in a particular currency with financial instruments including debt in the currency of the investment. The proportion to which an investment is hedged is individually determined having regard to the economic and accounting exposures and the currency of the investment. To complement these natural hedges, the Group uses instruments such as forwards, swaps, plain-vanilla foreign exchange options and, when appropriate, cross currency swaps. The hedging levels are reviewed periodically, in light of the market conditions and each time a material asset is added or removed.

Price Risk

Price risk is related to oscillations in the prices of raw materials, semi-finished and finished goods purchased. Specifically, the price risk mainly arises from the presence of a limited number of supplier of goods and the need to guarantee procurement volumes. The Group limits price risk through its procurement policy.

Counterparty risk

Exposure limits to financial counterparties in respect of both amount and duration are set in respect of derivatives and cash deposits. Such transactions are entered into with a limited number of pre-designated banks on the basis of their publicly available credit ratings, which are checked at least once a year. Limits on length of exposure per category of transaction are in place to protect liquidity and mitigate counterparty default risks. The instruments and their documentation must be authorized before entering the contemplated transactions.

Note 19: Cash and cash equivalents

Cash and cash equivalents are analysed below:

€m	2024					2023				
	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group
Cash at bank and in hand	81.2	8.2	154.7	26.1	270.2	7.8	15.6	103.9	160.5	287.8
Short-term deposits	-	-	-	21.9	21.9	9.0	-	-	461.1	470.1
Money Market Assets	232.3	-	-	69.6	301.9	-	-	-	-	-
Cash and cash equivalents	**313.5**	**8.2**	**154.7**	**117.6**	**594.0**	**16.8**	**15.6**	**103.9**	**621.6**	**757.9**

Cash and cash equivalents are mainly floating rate assets which earn interest at various rates set with reference to the prevailing EONIA, LIBID or equivalent. Their carrying amount is equal to their fair value. At 31 December 2024, the line "money market assets" includes investments in low-risk and highly liquid money market funds, in line with the treasury policy of the Group. Those money-market funds are measured at fair value and classified in level 1 of the fair value hierarchy (see note 18).

Note 20: Trade and other receivables

€m	2024					2023				
	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group
Non-current receivables	**3.3**	**1.6**	**20.1**	**4.7**	**29.7**	**6.1**	**1.2**	**26.9**	**5.7**	**39.9**
Trade receivables - net	372.4	29.7	326.3	1.6	730.0	331.9	30.7	333.1	0.7	696.4
Current receivables from equity-accounted investees	8.0	-	-	-	8.0	12.7	-	-	-	12.7
Other current receivables	18.5	2.5	73.1	3.3	97.4	12.3	2.4	160.2	5.2	180.1
Trade and other receivables	**398.9**	**32.2**	**399.4**	**4.9**	**835.4**	**356.9**	**33.1**	**493.3**	**5.9**	**889.2**

The trade and other receivables are expected to be recovered within 12 months. Their carrying amount approximates their fair value, and they generate no interest income.

The Group is exposed to credit risk arising from its operating activities (potential losses arising from the non-fulfilment of obligations assumed by trade and financial counterparties). Such risks are mitigated by selecting clients and other business partners on the basis of their credit quality and by avoiding as far as possible concentration on a few large counterparties. Credit quality of large counterparties is assessed systematically, and credit limits are set prior to taking exposure. Payment terms are on average less than one month except where local practices are otherwise. Receivables from sales involving

credit are closely tracked and collected mostly centrally in the D'Ieteren Automotive segment, and at the country level in the Belron segment (equity-accounted investee). In the Moleskine segment, the risk of insolvency is monitored centrally with review of the credit exposure. In the PHE segment, the customer base is very diversified and therefore the risk is mitigated. The credit risk is differentiated by sales channel and the acceptance of new customers is monitored by conducting qualitative and quantitative corporate rating services.

In the D'Ieteren Automotive segment, concentration on top ten customers (excluding trade receivables from VW Group), based on the gross receivables, is 8.9% (2023: 6.1%) and no customer is above 2% (2023: 3%). Certain receivables are also credit insured. In the Belron segment (equity-accounted investee), concentrations of risk with respect to receivables are limited due to the diversity of Belron's customer base. In the Moleskine segment, trade receivables are concentrated due to the distribution model. However, there were no specific concentration risks since the counterparties do not present solvency risk and in any event could be replaced, if required, which would not entail operational difficulties. The credit position of certain customers is also partly guaranteed by letters of credit. In the PHE segment, the Group make usage of factoring services to reduce exposure to credit risk.

Statement of financial position amounts are stated net of provisions for doubtful debts, and accordingly, the maximum credit risk exposure is the carrying amount of the receivables in the statement of financial position.

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected credit loss allowance for trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the historic payment profiles and the corresponding historical credit losses experienced. The historical loss rates are adjusted where relevant to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

As at 31 December 2024, the provisions for bad and doubtful debt amount to €33.6m (2023: €34.3m).

The ageing analysis of trade and other receivables past due but not impaired is as follows:

€m	2024	2023
Up to three months past due	100.8	53.9
Over three months past due	22.9	34.7
Total	**123.7**	**88.6**

In 2023 and 2024, the amounts presented in the aging analysis only include, in the D'Ieteren Automotive segment, the trade receivables of D'Ieteren Automotive SA.

The charge in 2024 for bad and doubtful debts amounts to -€4.4m (2023: -€4.5m). See note 6.

Note 21: Capital and reserves

A reconciliation of share capital and reserves are set out in the consolidated statement of changes in equity.

Share capital

The change in ordinary share capital is set out below:

€m, except number of shares stated in units	Number of ordinary shares	Ordinary share capital
At 1 January 2023	**54,367,928**	**160.0**
Change	-658,929	-
At 31 December 2023	**53,708,999**	**160.0**
Change	-	-
At 31 December 2024	**53,708,999**	**160.0**

The 5,000,000 nominative participating shares do not represent share capital. Each participating share confers one voting right and gives the right to a dividend equal to one eighth of the dividend of an ordinary share.

Treasury shares reserve

Treasury shares are held by the Company and by subsidiaries as set out below:

€m, except number of shares stated in units	31 December 2024		31 December 2023	
	Number	Amount	Number	Amount
Treasury shares held by the Company	645,681	86.4	777,223	88.5
Treasury shares held by subsidiaries	-	-	-	-
Treasury shares held	**645,681**	**86.4**	**777,223**	**88.5**

Treasury shares are held in the framework of the share buyback programme and liquidity contract and to cover the stock option plans set up by the Company since 1999 (see note 9).

During the year 2024, a total of 157,121 treasury shares have been acquired by the Company and 288,663 treasury shares have been sold, for a net amount of €2.1m (of which acquisitions of -€30.1m and disposals of €32.2m).

Hedging reserve

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of hedging instruments used in cash flow hedges pending subsequent recognition in profit or loss as the hedged cash flows affect profit or loss. Cumulative tax impact related to the net change in the fair value of hedging instruments are separately included in retained earnings.

Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations, as well as from the translation of financial instruments that hedge the Group's net investment in a foreign subsidiary.

Registered shares not fully paid-up may not be transferred except by virtue of a special authorisation from the Board of Directors for each assignment and in favour of an assignee appointed by the Board (art. 7 of the Articles). Participating shares may not be transferred except by the agreement of a majority of members of the Board of Directors, in which case they must be transferred to an assignee appointed by said members (art. 8 of the Articles).

The Group's objectives when managing capital are to safeguard each of its activities ability to continue as a going concern and to maintain an optimal capital structure to reduce the cost of capital.

The Group monitors the capital adequacy at the level of each of its activities through a set of ratios relevant to their specific business. In order to maintain or adjust the capital structure, each activity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt, taking into account the existence of non-controlling shareholders.

The controlling shareholders are listed here below:

Shareholders with controlling interest according to the last declaration of transparency dated 17 December 2024.	**Capital shares**		**Participating shares**		**Total voting rights**	
	Number	**%**	**Number**	**%**	**Number**	**%**
Nayarit Participations s.a., Brussels	26,586,333	49.50%	5,000,000	100.00%	31,586,333	53.80%
Mr Nicolas D'Ieteren	10,000	0.02%	–	–	10,000	0.02%
The two abovementioned shareholders (collectively "Nayarit Group") are associated.	**26,596,333**	**49.52%**	**5,000,000**	**100.00%**	**31,596,333**	**53.82%**

The Board of Directors proposed the distribution of a gross dividend amounting to €1.60 per share (2023: gross dividend of €3.75 per share), or €85.9m in aggregate (2023: €200.8m).

Note 22: Provisions

The changes in provisions are set out below for the year ended 31 December 2024, based on their respective maturity:

€m	Other non-current items	Other current items	Total
At 1 January 2024	**12.0**	**11.9**	**23.9**
Charged in the year	8.0	-	8.0
Utilised in the year	-2.8	-0.3	-3.1
Reversed in the year	-4.0	-	-4.0
Transferred during the year	0.3	-0.2	0.1
At 31 December 2024	**13.5**	**11.4**	**24.9**

When the timing of the outflows is uncertain, the provisions are considered as non-current items. The non-current provisions are not discounted since the impact is not considered material to the Group. Current provisions are expected to be settled within 12 months.

Other non-current provisions mainly comprise:

- Provision for the warranty granted on vehicles sold in the D'Ieteren Automotive segment.
- Provision against legal claims that arise in the normal course of business, that are expected to crystallise in the next couple of years. After taking appropriate legal advice, the outcome of these legal claims should not give rise to any significant loss beyond amounts provided at 31 December 2024.

Other current provisions mainly include €5.2m of provisions for the solidarity program of the Group.

Note 23: Loans and borrowings

Loans and borrowings are presented as follows:

€m	2024					2023				
	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group
Non-current loans and borrowings										
Lease liabilities	80.3	13.2	158.9	37.1	289.5	55.6	7.9	152.4	39.8	255.7
Bank and other loans	100.2	-	950.9	988.6	2,039.7	51.3	-	967.8	-	1,019.1
Inter-segment loan	-	255.4	-	-255.4	-	-	272.4	-	-272.4	-
Subtotal non-current loans and borrowings	**180.5**	**268.6**	**1,109.8**	**770.3**	**2,329.2**	**106.9**	**280.3**	**1,120.2**	**-232.6**	**1,274.8**
Current loans and borrowings										
Bonds	-	-	1.2	-	1.2	-	-	1.2	-	1.2
Lease liabilities	41.9	6.1	52.1	3.2	103.3	26.8	4.6	47.3	3.1	81.8
Bank and other loans	108.0	-	110.2	0.1	218.3	133.4	-	130.8	0.1	264.3
Commercial paper	-	-	-	-	-	4.3	-	-	-	4.3
Subtotal current loans and borrowings	**149.9**	**6.1**	**163.5**	**3.3**	**322.8**	**164.5**	**4.6**	**179.3**	**3.2**	**351.6**
TOTAL LOANS AND BORROWINGS	**330.4**	**274.7**	**1,273.3**	**773.6**	**2,652.0**	**271.4**	**284.9**	**1,299.5**	**-229.4**	**1,626.4**

Obligations under lease contracts are analysed below:

€m	2024		2023	
	Minimum lease payments	Present value of minimum lease payments	Minimum lease payments	Present value of minimum lease payments
Within one year	104.6	103.3	81.8	81.8
Between one and five years	211.6	195.9	186.9	180.5
More than five years	117.0	93.6	80.6	75.2
Subtotal	433.2	392.8	349.3	337.5
Present value of lease obligations	**392.8**		**337.5**	

In 2024, the increase in lease liabilities compared to 31 December 2023 is mainly attributable to the D'Ieteren Automotive segment (refer to the note 31 for more information).

In 2023 and 2024, the inter-segment loans comprise amounts lent by the Corporate & unallocated segment to the Moleskine segment (non-recourse loan in the framework of the acquisition). In 2024, it decreased by -17.0m compared to 31 December 2023 following the payment of €18.8m of interests capitalised and due in 2024 and a debt waiver of €16.9m.

In January 2024, PHE announced that it has refinanced its €580m July 2025 Senior Secured Notes and its €380m July 2027 Floating Rate Senior Secured Notes with the issuance of a €960m new Term Loan B with a 7-year maturity. This loan is stated after deduction of deferred financing costs (€12.6m at 31 December 2024). Hedges (mainly interest rate swaps) were put in place to limit the interest rate risk.

The increase in "Loans and borrowings" compared to 31 December 2023 is the result from the new financing operated by D'Ieteren Group, consisting of the following two floating rate tranches : a €500m Senior Secured Bridge Loan with a maturity up to 2 years and a spread equalled to Euribor+175bps base rate with quarterly margin step-ups after 9 months; a €500m Senior Secured Term Loan with a maturity of 5 years (amortizes by EUR 75m on each of Dec-27 and Dec-28) and a spread equalled to Euribor+275bps base rate, with margin step-downs based on the company's loan-to-value ('LTV') ratio. These loans are presented in the statement of financial position net of the deferred financing costs (€11.4m at 31 December 2024). Hedges under the form of an Interest Rate Swap and a Swaption were put in place on the 5-Y Term Loan, aimed at reducing the associated interest rate risk.

On March 10th 2025, D'Ieteren Group has repaid €250m of its €500m 2-year bridge loan thanks to cash upstream from D'Ieteren Automotive.

Non-current loans and borrowings are due for settlement after more than one year, in accordance with the maturity profile set out below:

€m	2024	2023
Between one and five years	2,232.8	239.2
After more than five years	96.4	1,035.6
Non-current loans and borrowings	**2,329.2**	**1,274.8**

The interest rate and currency profiles of loans and borrowings are as follows (excluding the effect of debt derivatives and excluding the lease liabilities accounted for in accordance with IFRS 16 in 2023 and 2024) :

€m	2024			2023		
Currency	**Fixed rate**	**Floating rate**	**Total**	**Fixed rate**	**Floating rate**	**Total**
EUR	34.1	2,225.1	2,259.2	665.5	623.4	1,288.9
Total	**34.1**	**2,225.1**	**2,259.2**	**665.5**	**623.4**	**1,288.9**

The floating rate borrowings bear interest at various rates set with reference to the prevailing EURIBOR or equivalent. The range of interest rates applicable for fixed rate borrowings outstanding is as follows:

	2024		2023	
Currency	**Min.**	**Max.**	**Min.**	**Max.**
EUR	1.0%	6.5%	1.0%	6.5%

The fair value of loans and borrowings (both current and non-current) approximates their carrying amount. Certain of the borrowings in the Group have covenants attached. At year-end, there is no breach of covenants.

The table below provides information about the changes in liabilities arising from financing activities:

€m	At 1 January 2024	Items acquired through business combinations	New loans	Loans repayment	Repayment of lease liabilities	Non-cash movements				At 31 December 2024
						Additions/ Disposals IFRS16	Conversion difference	Transfer	Other	
Long-term loans and borrowings	1,019.1	2.2	1,985.5	-964.7	-	-	-	-4.7	2.3	2,039.7
Short-term loans and borrowings	269.8	5.2	49.9	-99.3	-	-	-	-6.8	0.7	219.5
Lease liabilities	337.5	8.7	-	-	-93.0	139.8	0.1	-0.6	0.3	392.8
Total liabilities arising from financing activities	**1,626.4**	**16.1**	**2,035.4**	**-1,064.0**	**-93.0**	**139.8**	**0.1**	**-12.1**	**3.3**	**2,652.0**

€m	At 1 January 2023	Items acquired through business combinations	New loans	Loans repayment	Repayment of lease liabilities	Non-cash movements				At 31 December 2023
						Additions/ Disposals IFRS16	Conversion difference	Transfer	Other	
Long-term loans and borrowings	1,046.6	2.5	8.2	-3.1	-	-	-	-39.4	4.3	1,019.1
Short-term loans and borrowings	306.8	43.1	65.9	-188.0	-	-	-	41.8	0.2	269.8
Lease liabilities	247.2	6.4	-	-	-83.3	167.4	-0.1	-0.0	-0.1	337.5
Total liabilities arising from financing activities	**1,600.6**	**52.0**	**74.1**	**-191.1**	**-83.3**	**167.4**	**-0.1**	**2.4**	**4.4**	**1,626.4**

In 2024, the -€12.1m of transfers mainly represent a transfer from capitalized accrued interests to trade and other payables.

In 2023, the other non-cash movements relate, among other amounts, to the accelerated depreciation of deferred financing costs in the PHE segment following the refinancing operated on 23 January 2024.

Note 24: Trade and other payables

Trade and other payables are described below:

€m	2024					2023				
	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group	D'Ieteren Automotive	Moleskine	PHE	Corp. & unallocated	Group
Non-current payables	**0.8**	**0.1**	**5.7**	**-**	**6.6**	**0.4**	**-**	**10.7**	**-**	**11.1**
Trade payables	577.4	25.4	365.8	8.4	977.0	543.5	20.3	359.8	3.2	926.8
Accrued charges and deferred income	66.1	0.7	2.1	3.9	72.8	81.6	0.7	2.7	1.0	86.0
Non-income taxes	72.0	1.7	21.4	-	95.1	60.2	1.1	16.8	0.2	78.3
Contingent consideration on acquisitions	2.6	-	-	-	2.6	3.3	-	53.7	-	57.0
Other current creditors	74.8	5.1	90.5	8.8	179.2	79.0	6.7	79.6	10.2	175.5
Trade and other payables	**792.9**	**32.9**	**479.8**	**21.1**	**1,326.7**	**767.6**	**28.8**	**512.6**	**14.6**	**1,323.6**

Trade and other current payables are expected to be settled within 12 months. The carrying value of trade and other current payables approximates their fair value.

In the PHE segment, the contingent consideration on acquisitions of €53.7m at 31 December 2023 have been settled in 2024. The related cash outlfow is included in the line "acquisition of subsidiaries, net of cash acquired" in the consolidated statement of cash-flows.

In both periods, the line "Non-income taxes" mainly include VAT payables in the D'Ieteren Automotive and PHE segment.

In both periods, the line "Other current creditors" includes, amongst other amounts, the payroll related payables.

Note 25: Business combinations

D'Ieteren Automotive

During the period, the D'Ieteren Automotive segment made the following business combinations:

- Acquisition of 100% of De Fietsgarage b.v. in May 2024 and 100% of Fietsen Daan n.v. in August 2024, two bike stores in Belgium
- Acquisition of 100% of Carrosserie De Smet n.v. in June 2024, a bodyshop in Belgium
- Acquisition of 100% of Porsche Center East-Flanders n.v. in July 2024 a car dealer in Belgium.

The additional revenue and net result arising subsequent to these acquisitions amount to respectively €32.6m and €0.5m. If the acquisitions had occurred on the first day of the period, revenue would have been €74.8m and net result €2.1m.

The provisional fair value of the net assets acquired subsequent to these business combinations amounts to €15.7m, for a total consideration of €33.0m (of which €31.0m of cash payment – included in the line "acquisition of subsidiaries, net of cash acquired" in the consolidated statement of cash-flows – and €2.0m of contingent consideration), resulting in a goodwill of €17.3m.

The goodwill recognised reflects the expected synergies and other benefits resulting from the combination of the acquired activities with those of the D'Ieteren Automotive segment. As permitted by IFRS 3 "Business Combinations" (maximum period of 12 months to finalize the acquisition accounting), the above provisional allocation will be reviewed and if necessary reallocated to brands and intangible assets.

The contingent consideration recognised on these acquisitions is initially measured at fair value through profit or loss (FVTPL) and is based on the expected payout that the Group will incur, based on the probability of achievement of financial performances of the underlying acquired businesses (such as target revenue, target gross margin). The fair value calculations require significant judgment and estimates from the management, especially with regards to the revenue growth and gross margin performances). Subsequent change in fair value of the earn-out, if any, will be accounted for in profit or loss.

At 31 December 2024 contingent consideration liability amounts to €3.5m (€3.7m at 31 December 2023) and is presented in the lines "Other payables" for €0.8m (€0.4m at 31 December 2023) and "Trade and other payables" for €2.7m (€3.3m at 31 December 2023) in the consolidated statement of financial position.

There are no trade and other receivables acquired that are expected to be uncollectable at the date of acquisition. The provisional goodwill recognised on these acquisitions is not expected to be deductible for tax purposes.

PHE

During the period, the PHE segment made the following business combinations:

- Acquisition of 60% of Autofix in March 2024, a major multi-brand distributor of spare parts, paint and garage equipment in Belgium
- Acquisition of 75% of Euskolore in April 2024, an entity specialized in automobile paints services in Spain
- Acquisition of 49.75% of Savoie Pièces Auto and Opshun in October 2024, two multi-brand distributors of spare parts in France
- Increase in the percentage of stake in AD Maroc in December 2024 from 4.44% to 22.62%, a multi-brand distributor of spare parts in Morocco (equity-accounted investee)
- Acquisition of 100% of Autolux in December 2024, a multi-brand distributor of spare parts in Belgium

The additional revenue and net result arising subsequent to the acquisition of Autofix amount to respectively €19.6m and -€1.3m. If the acquisition had occurred on the first day of the period, revenue would have been €26.5m and net result would have been -€3.8m.

Additional revenue and net result subsequent to the other business combinations are not material and not separately disclosed.

The provisional fair value of the net assets acquired subsequent to these business combinations amounts to €6.5m for a total consideration of €13.8m, leading to the recognition of a provisional goodwill of €7.4m. The goodwill recognised reflects the expected synergies and other benefits resulting from the combination of the acquired activities with those of the PHE segment. As permitted by IFRS 3 "Business Combinations" (maximum period of 12 months to finalize the acquisition accounting), the provisional allocation will be reviewed and if necessary reallocated to brands and intangible assets.

In the consolidated statement of cash flows, the lines "acquisition of subsidiaries, net of cash acquired" and "acquisition of equity-accounted investees" includes the above-mentioned business combinations for -€13.8m, as well as -€60.3m of contingent considerations paid on previous acquisitions, and -€22.3m of settlement of put options granted to minority investors.

The contingent considerations recognised on the acquisitions performed by PHE are initially measured at fair value through profit or loss (FVTPL) and are based on the expected payout that the Group will incur, based on the probability of achievement of financial performances of the underlying acquired businesses (such as target revenue, target gross margin). The fair value calculations require significant judgment and estimates from the management, especially with regards to the revenue growth and gross margin. Subsequent change in fair value of the earn-out, if any, are accounted for in profit or loss. At 31 December 2023, contingent consideration liability amounted to €53.7m and was presented in the line "Trade and other payables" in the consolidated statement of financial position. There are no contingent consideration liability remaining at 31 December 2024.

There are no trade and other receivables acquired that are expected to be uncollectable at the date of acquisition. The provisional goodwill recognised on the acquisition is not expected to be deductible for tax purposes.

PHE finalised the acquisition accounting of prior period's business combinations (mainly through the recognition of customer contracts and related deferred tax liabilities), leading to a decrease of goodwill of -€6.8m. These adjustments are not considered material and not separately disclosed.

Note 26: List of subsidiaries, associates and joint ventures

The full list of companies concerned by articles 3:104 and 3:156 of the Royal Decree of 29 April 2019 implementing the Company Code will be lodged with the Central Balance Sheet department of the National Bank of Belgium. It is also available on request from the Company head office (see note 1).

The subsidiaries, associates and joint ventures of the Company are listed below:

Name	Country of incorporation	% of share capital owned at 31 December 2024	% of share capital owned at 31 December 2023
D'Ieteren Automotive			
D'Ieteren Automotive s.a./n.v.	Belgium	100%	100%
P.C. Mechelen n.v.	Belgium	100%	100%
P.C. Paal-Beringen n.v.	Belgium	100%	100%
P.C. Liège s.a.	Belgium	100%	100%
P.C. Louvain-La-Neuve s.a.	Belgium	100%	100%
Garage Rietje n.v.	Belgium	absorbed	100%
DMC Multimerk Carrosserie Antwerpen n.v.	Belgium	100%	100%
Rietje Waasland n.v.	Belgium	absorbed	100%
Garage Clissen n.v.	Belgium	absorbed	100%
BAG A/D n.v.	Belgium	100%	100%
ACBornem n.v.	Belgium	100%	100%
Auto Center Kontich b.v.b.a.	Belgium	absorbed	100%
Automobiel Center Puurs n.v.	Belgium	100%	100%
Garage Don Bosco b.v.b.a.	Belgium	100%	100%
Autonatie n.v.	Belgium	absorbed	100%
BAG Overijse n.v.	Belgium	100%	100%
DMC Antwerpen n.v.	Belgium	100%	100%
Sopadis Knokke n.v.	Belgium	100%	100%
Automobile Center Mechelen 2 b.v.b.a.	Belgium	100%	100%
Auto Natie Wommelgem NV	Belgium	absorbed	100%
Auto Natie Kontich b.v.b.a.	Belgium	absorbed	100%
D'ieteren Mobility Company s.a.	Belgium	100%	100%
s.a. Volkswagen D'Ieteren Finance n.v.	Belgium	49.99%	49.99%
s.a. D'Ieteren Lease n.v.	Belgium	49.99%	49.99%
s.a. D'Ieteren Micromobility n.v.	Belgium	100%	100%
s.a. D'Ieteren Micromobility France	Belgium	100%	100%
s.a. WonderAuto n.v.	Belgium	100%	100%
Lab Box s.a.	Belgium	100%	100%
Poppy Mobility n.v.	Belgium	100%	100%
Skipr n.v.	Belgium	50.44%	50.44%
CarASAP s.a.	Belgium	92.40%	92.40%
Electric By D'Ieteren (EDI)	Belgium	92.50%	92.50%
Lizy Belgium n.v.	Belgium	41.41%	41.41%

Name	Country of incorporation	% of share capital owned at 31 December 2024	% of share capital owned at 31 December 2023
Lizy Netherlands b.v.	Netherland	41.41%	0.00%
Lizy France s.a.s.	France	41.41%	41.41%
Lizy Group n.v.	Belgium	41.41%	0.00%
PC Brussels s.a.	Belgium	100%	100%
PC Antwerp n.v.	Belgium	100%	100%
D'Ieteren Centers s.a.	Belgium	100%	100%
Brussels Auto Group Groot-Bijgaarden n.v.	Belgium	100%	100%
Brussels Auto Group Ternat b.v.	Belgium	100%	100%
Wondercar Groot-Bijgaarden b.v.	Belgium	100%	100%
Autralis b.v.	Belgium	100%	100%
MyMove srl	Belgium	56.00%	56.00%
Mbrella srl	Belgium	91.50%	91.50%
Wondergroup s.a.	Belgium	100%	100%
iBike b.v.b.a.	Belgium	100%	100%
Lucien Bike s.a.	Belgium	100%	100%
LB RiHa s.r.l.	Belgium	92.40%	92.40%
Taxi Radio Bruxellois s.a.	Belgium	92.40%	92.40%
Joule n.v.	Belgium	57.88%	57.88%
EDI Network s.a.	Belgium	100%	100%
LB Sunshine s.r.l.	Belgium	92.50%	92.50%
Waassolar b.v.	Belgium	92.50%	92.50%
Go-Solar n.v.	Belgium	92.50%	92.50%
D'Ieteren Mobility Services s.a.	Belgium	100%	100%
Velofixer b.v.	Belgium	absorbed	100%
Re Cycle s.r.l.	Belgium	absorbed	100%
Jennes n.v.	Belgium	100%	100%
Jennes Mechelen n.v.	Belgium	100%	100%
Jennes Leefdaal n.v.	Belgium	100%	100%
Jennes Aarschot n.v.	Belgium	100%	100%
Jennes Used Cars n.v.	Belgium	100%	100%
DMC Multimerk Carrosserie Brusels n.v.	Belgium	100%	100%
Alpha Bikes s.r.l	Belgium	absorbed	100%
Plum-Ghent b.v	Belgium	100%	100%
Transport Care n.v	Belgium	51.00%	51.00%
King+ n.v	Belgium	100%	100%
De Fietsgarage n.v.	Belgium	100%	0.00%
Daan Fietsen n.v.	Belgium	100%	0.00%
De Smet Carrosserie n.v.	Belgium	100%	0.00%
Porsche Centre East Flanders n.v.	Belgium	100%	0.00%

Name	Country of incorporation	% of share capital owned at 31 December 2024	% of share capital owned at 31 December 2023
Belron			
Belron Group SCA (in voting rights)	Luxembourg	54.79%	54.79%
TVH			
TVH Global NV	Belgium	40.00%	40.00%
Moleskine			
Moleskine s.r.l.	Italy	100%	100%
Moleskine America Inc.	United States	100%	100%
Moleskine Asia Ltd.	Hong-Kong	100%	100%
Moleskine Commerce & Trade Shanghai Co. Ltd.	China	100%	100%
Moleskine France s.à.r.l	France	100%	100%
Moleskine Germany GmbH	Germany	100%	100%
Moleskine Singapore Pte Ltd	Singapore	100%	100%
Moleskine Uk Ltd.	United Kingdom	100%	100%
Moleskine Japan k.k.	Japan	100%	100%
Moleskine Korea Co. Ltd.	Korea	100%	100%
Moleskine Café s.r.l.	Italy	100%	100%
Moleskine b.v.	Netherland	100%	100%
Moleskine Digital Studio Pte. Ltd.	Singapore	55.00%	55.00%
EDO.IO s.r.l.	Italy	55.13%	55.13%
Corp. & unallocated			
s.a. D'Ieteren Immo n.v.	Belgium	100%	100%
D'IM s.a.	Luxembourg	100%	100%
D Participation Management Luxembourg s.a.	Luxembourg	100%	100%
s.a. D'Ieteren Services n.v.	Belgium	100%	100%
D Participation Management s.a.	Belgium	100%	100%
Lys Bidco s.à.r.l	Luxembourg	100%	100%
DImmoLux s.à.r.l	Luxembourg	100%	100%
D'Ieteren Cherry MRP s.à.r.l	Luxembourg	100%	100%
s.a. Spider Bidco n.v.	Belgium	100%	100%
PHE			
Lake SAS (in voting rights)	France	90.89%	91.26%

The percentages below are the ones held by Lake SAS (the mother company of PHE) in those subsidiaries:

Name	Country of incorporation	% of share capital owned at 31 December 2024	% of share capital owned at 31 December 2023
Parts Holding Europe	France	100%	100%
ACR Group	France	100%	100%
AD Bassin Parisien Nord	France	99.99%	99.99%
Autodistribution Belux	Belgium	100%	100%
AD bosch Industrial S.A.U.	Spain	75%	75%
AD bosch Recanvis	Spain	75%	75%
AD bosch Serveis	Spain	75%	75%
Autodistribution Gobillot Rhone	France	100%	100%
AD Grand Ouest	France	100%	100%
AD International	Belgium	23.90%	14.90%
AD Normandie Maine	France	79.40%	79.40%
AD Parts Intergroup	Spain	99.90%	99.90%
Aube distribution automobile	France	100%	100%
Marne distribution automobile	France	100%	100%
Ariane	France	100%	100%
Parts Europe	France	100%	100%
Parts Holdings Italie	Italy	62.07%	55.94%
Autodis Italia Holding	Italy	93.89%	84.89%
Autodis Italia	Italy	100%	100%
Autodistribution	France	100%	100%
Autodistribution Poids Lourds	France	100%	100%
Autodistribution Sogo	France	100%	99.95%
Grup Eina Digital	Spain	42.00%	42.00%
Bremstar	France	100%	100%
Cofirhad	France	100%	100%
Cogemad	France	100%	100%
Comptoir VI	France	100%	100%
Cora	France	100%	100%
Digital Aftermarket	France	77.78%	77.78%
Digital Auto Parts Holding	France	100%	100%
Doyen Auto Belgium	Belgium	100%	100%
Doyen Auto France	France	100%	100%
Doyen Auto	Belgium	100%	100%
Autodistribution Nederland	Netherland	100%	100%
Verviers Freins	Belgium	100%	100%
ETS Rembaud	France	100%	100%
Fournitures Industrielles Automobiles (FIA)	France	100%	100%
FGL	Italy	93.89%	84.89%
Freinage Poids Lourds Services (FPLS)	France	100%	100%
AD Poids Lourds Gobillot	France	absorbed	100%

Name	Country of incorporation	% of share capital owned at 31 December 2024	% of share capital owned at 31 December 2023
Gadest	France	100%	100%
General Auto	Italy	93.89%	84.89%
General Parts	Italy	93.89%	84.89%
Go Logistics	Italy	93.89%	84.89%
Ile de France Poids Lourds	France	100%	100%
Instant Packet Service Maragall	Spain	75%	75%
Logisteo	France	100%	100%
Loek Autoparts bv	Belgium	absorbed	100%
Lubridal Oil	Spain	75%	75%
Ovam	Italy	93.89%	84.89%
Pelter Auto Overpelt	Belgium	0%	100%
Partenaires Produits et Services	Belgium	100%	100%
Autodistribution Italia	Italy	62.07%	55.94%
Plateforme Technique Nationale Montajault (PTMN)	France	100%	100%
Port Marly Accessoires (PMA)	France	100%	100%
Ricauto	Italy	93.89%	84.89%
RM Distribution	France	absorbed	100%
Auto Contrôle 193	France	100%	100%
F.R.A.	France	100%	100%
Sarpi	Italy	93.89%	84.89%
SCI Lorat	France	100%	100%
Société Lyonnaise de pneumatiques et accessoires (S.L.P.A.)	France	49.00%	49.00%
Top Car	Italy	93.89%	84.89%
AD Poids Lourds Centre Est	France	100%	100%
AD Poids Lourds Centre Ouest	France	100%	100%
Vallespir Auto Diffusion	France	100%	100%
Oscaro Holding SAS	France	100%	82.50%
Oscaro.com	France	100%	82.50%
Olcani	France	100%	82.50%
Oscarios Recambios	Spain	100%	82.50%
3c.com	France	100%	82.50%
Geevers Auto Parts	Netherland	100%	100%
Geevers Auto Parts België	Belgium	100%	100%
Praefectus	Netherland	absorbed	100%
AD Autoparts	Belgium	100%	100%
Autovak	Belgium	100%	100%
2G Padauto	Italy	93.89%	84.89%
EUMA Parts	Spain	75%	75%

Name	Country of incorporation	% of share capital owned at 31 December 2024	% of share capital owned at 31 December 2023
EUMA Pro 2020	Spain	75%	75%
AD Marina	Spain	75%	75%
Regenauto	Spain	75%	75%
Regenauto Equipos y Servicios	Spain	75%	75%
Acumuladores Navarra	Spain	75%	75%
Cida Auto Components	Italy	93.89%	84.89%
AD Levante Parts	Spain	75%	75%
AD Marche	Italy	93.89%	84.89%
Auto Recambios Vilber	Spain	75%	75%
Penalver	Spain	75%	75%
Attrezzauto.com	Italy	93.89%	84.89%
France Distribution - Fradis	France	100.0%	100.0%
Sarat	Italy	84.50%	76.40%
Auto Industrial Basconia	Spain	75%	75%
AD Masanes	Spain	75%	75%
AD Tecnomobil	Spain	75%	75%
Recambios Egido	Spain	66%	66%
AD Maroc	Morocco	22.62%	4.4%
AD Parts SL	Spain	24.6%	24.6%
Savoie Pièces Auto	France	49.75%	0%
Opshun	France	49.75%	0%
Autofix	Belgium	60%	0%
Autolux	Belgium	100%	0%
Parts Holding Iberia	Spain	81%	0%
Euskolore	Spain	75%	0%

The Group's average stake (used for the income statement) in Belron equalled 50.30% in 2024 (50.20% in 2023). See note 17.

The main entities accounted for using the equity method are the joint venture Belron Group SA, TVH Global NV and Volkswagen D'leteren Finance SA/N.V. See note 17 for adequate disclosures.

Note 27: Contingencies and commitments

€m	2024	2023
Commitments to acquisition of non-current assets	33.9	40.8
Other important commitments:		
Commitments given	1.0	1.0
Commitments received	4.5	4.5

In 2023 and 2024, the commitments to acquisition of non-current assets mainly concern property, plant and equipment in the segment "Corporate & unallocated" and, in 2023 only, commitments to purchase second hand vehicles in the D'leteren Automotive segment. Other important commitments received mainly relate to guarantees received from a contractor as part of a construction project in the segment "Corporate & unallocated".

In the PHE segment, assets are pledged as collateral for the financing of the Senior Secured Notes and the Revolving Credit Facility Agreement. These assets mainly include equity interests in subsidiaries PHE and bank accounts.

In the Corporate and unallocated segment, equity-interests in certain subsidiaries of D'leteren Group SA are pledged as collateral for new financing issued in December 2024 (see note 23).

Note 28: Related party transactions

€m	2024	2023
With entities with joint control or significant influence over the Group:		
Amount of the transactions entered into during the period	1.2	0.9
Outstanding creditor balance at 31 December	-	-
With associates:		
Sales	-	-
Purchases	-	-
Trade receivables outstanding at 31 December	-	-
With joint ventures in which the Group is a venturer:		
Sales(*)	105.4	194.9
Purchases(*)	-3.8	-7.7
Trade receivables outstanding at 31 December(*)	6.9	12.7
With key management personnel:		
Compensation:		
Short-term employee benefits	5.6	5.1
Post-employment benefits	0.4	0.3
Termination benefits	-	-
Total compensation	6.0	5.4
Amount of the other transactions entered into during the period	-	-
Outstanding creditor balance at 31 December	2.0	2.1
With other related parties:		
Amount of the transactions entered into during the period	0.1	0.2
Outstanding creditor balance at 31 December	-	-

(*) In 2023 and 2024, due to lack of information, figures from the D'leteren Automotive segment only include D'leteren Automotive SA and Wonderauto n.v., representing the majority of the transaction and balances of the Group with joint ventures.

Shareholders and other related parties

In 2024, the family shareholders of D'leteren Group have reached an agreement to reorganise their respective shareholdings, cementing the long-term stability of the Group's family shareholding, by concentrating the family ownership in one single family branch, being Nayarit which acquired 16,7% of D'leteren Group's capital from SPDG Group on 17 December 2024. Following this reorganization, the concert which existed between the Nayarit group (Nayarit Participations S.c.a. and Nicolas D'leteren) and the SPDG group (s.a. de Participations et de Gestion, Reptid Commercial Corporation, Catheline D'leteren and Olivier Périer) ended. The Nayarit Group now holds 53.82% of the voting rights of the Company (see note 21) while the SPDG Group holds 9.8% of the voting rights of the Company.

In 2024, some of these shareholders and/or entities related to them carried out commercial transactions with the Company and/or its subsidiaries. These transactions (total of €1.2m) relate to automobile repair, supply of spare parts and sale of vehicles carried out by the Company and invoiced to these parties.

Joint Ventures

Refer to note 17 for more information related to the joint ventures.

In 2024, sales to joint ventures mainly consist in sales of new vehicles by the D'leteren Automotive segment to VDFin. Purchases mainly relate to used cars purchased by the D'leteren Automotive segment from VDFin (former fleet vehicles). The outstanding trade receivables are mainly related to VDFin.

Key management personnel

The key managers comprise the members of the Company's Board of Directors and its Executive Committee (see the Corporate Governance Statement).

In 2024, a total of 92,355 options were offered to key managers (at exercise prices of € 164.00 per option). The total fair value of all share options granted to key management personnel charged to the 2024 income statement amounted to €2.4m. For more information on the remuneration of key managers, reference is made to the remuneration report that can be found in the Corporate Governance Statement.

In December 2024, loans granted by the Company to the members of the Executive Committee were outstanding for a total amount of €2.0m. These loans were granted in the context of the stock option plans in order to enable those concerned to pay the taxes due at the moment the options were accepted.

Note 29: Exchange rates

Monthly income statements of foreign operations are translated at the relevant rate of exchange for that month. Except for the statement of financial position which is translated at the closing rate, each line item in these consolidated financial statements represents a weighted average rate.

The main exchange rates used for the translations were as follows:

Number of euros for one unit of foreign currency	2024	2023
Closing rate		
GBP	1.21	1.15
USD	0.96	0.90
HKD	0.12	0.12
CNY	0.13	0.13
JPY	0.01	0.01
SGD	0.71	0.69
CHF	1.06	1.08
Average rate(1)		
GBP	1.18	1.15
USD	0.92	0.90
HKD	0.12	0.12
CNY	0.13	0.13
JPY	0.01	0.01
SGD	0.69	0.69
CHF	1.05	1.03

(1) Effective average rate for the profit or loss attributable to equity holders

Note 30: Services provided by the statutory auditor

The external audit is conducted by KPMG Réviseurs d'Entreprises, represented by Axel Jorion, whose audit mandate expires at the General Meeting of 2026.

€m	2024	2023
Audit services	**9.3**	**6.7**
KPMG in Belgium	2.3	1.3
Other firms in the KPMG network	7.0	5.4
Non-audit services	**0.9**	**0.2**
KPMG in Belgium	0.6	0.1
Other firms in the KPMG network	0.3	0.1
Services provided by the Statutory Auditor and its network	**10.2**	**6.9**

Note 31: Leases

Leases as lessee

The Group leases buildings, stores, non-fleet vehicles and items of property, plant and equipment. The Group also leases IT equipment for which no right-of-use assets and lease liabilities have been recognised since these leases are short-term and/or leases of low-value items.

Right-of-use assets related to leased properties that do not meet the definition of investment property are presented as property, plant and equipment.

Right-of-use assets recognised under IFRS 16 are presented below.

€m	Land and buildings	Plant and equipment	Total
Balance at 1 January 2024	**264.8**	**58.8**	**323.6**
Items acquired through business combinations	2.2	1.6	3.8
Depreciation charge for the year	-59.7	-34.9	-94.6
Additions to right-of-use assets	84.2	74.2	158.4
Derecognition of right-of-use assets	-2.7	-10.2	-12.9
Others	-0.6	0.3	-0.3
Balance at 31 December 2024	**288.2**	**89.8**	**378.0**

The increase in the net book value of right-of-use assets in the period is mainly explained by the increase in the net book value of right-of-use assets in the D'Ieteren Automotive segment, which is mainly the result of :

- The recognition of right-of-use assets following acquisitions performed in 2024;
- The recognition of an additional right-of-use asset following the opening of a new dealership ;
- The increase of cars lease agreements in the Retail and Import/Support activities.
- New sale and leaseback transactions and extension of contracts duration in the Lab Box activities.

Some property leases contain extension options exercisable by the Group. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the option if there is a significant event or significant change in circumstances within its control. The impact on the lease liability resulting from the exercise of extension options is not considered material to the Group.

The total amount of expenses related to short-term leases and leases of low-value assets is not considered significant to the Group and is not separately disclosed.

Leases as lessor

The Group leases out its investment property (held in the "Corporate & unallocated" segment). All leases are classified as operating leases from a lessor perspective because they do not transfer substantially all the risks and rewards incidental to the ownership of the assets. Rental income recognised by the Group during 2024 equals €7.4m (2023: €6.6m).

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

€m	2024			2023		
	Investment property	Other property, plant and equipment	Total	Investment property	Other property, plant and equipment	Total
Within one year	6.2	-	6.2	5.5	-	5.5
Later than one year and less than five years	21.1	-	21.1	18.0	-	18.0
After five years	9.7	-	9.7	5.8	-	5.8
Total	**37.0**	**-**	**37.0**	**29.3**	**-**	**29.3**

The revenue, expenses, rights and obligations arising from leasing arrangements regarding investment property are not considered material to the Group, and accordingly a general description of these leasing arrangements is not disclosed.

The Group is not acting as a lessor under finance leases.

Note 32: Put options granted to non-controlling interests

PHE

In October 2022, following the closing of the acquisition of Parts Holding Europe, minority investors including management and several partners and independent distributors invested alongside D'Ieteren Group in the holding company of PHE, up to c.9%, in the same proportion between ordinary shares and preference shares. The Group has granted to minority investors put options on the ordinary, preference and "ratchet" shares representing the capital of the holding company of PHE, maturing end of 2026. The exercise price of such put options is reflected as a liability in the line "Put options granted to non-controlling interests" in the consolidated statement of financial position.

The put options on ordinary and preference shares are measured at fair value (based on an EBITDA multiple of PHE at the end of 2026) and a liability is recognized at an amount equal to the discounted present value of the amount of cash that the Group may be required to pay. The estimation of the fair values requires significant judgment and estimates from the management, especially regarding the projected enterprise value, EBITDA multiples and discount rates. At inception, this liability is recognised against shareholders equity and subsequent re-measurements (due to changes in fair value of the underlying and due to the unwinding of the discount) are also recognized against shareholders equity. The Group holds associated call options, which are in scope of IFRS 9 "Financial Instruments", measured at fair value through profit or loss and categorised in level 3 of the fair value hierarchy (see note 18). At 31 December 2023 and 31 December 2024, the fair value of the call options amounts to nil, the underlying exercise prices being equal to the fair value of the underlying ordinary and preference shares.

The "ratchet" shares granted by the Group to PHE's key management personnel as part of the Management Reward Plan (see note 9) are treated as cash-settled share-based payments in scope of IFRS 2. The Group therefore account in profit or loss for the fair value of the free shares granted to management over the vesting period (being one year as from the grant date), with a corresponding increase in liability. Before and beyond vesting, the change in fair value of the liability is accounted for in profit or loss. At 31 December 2024, the Group accounted for a share-based payment expense of -€15.9m (-€26.6m in the prior period), with a corresponding increase in liability.

At 31 December 2024, the carrying value of the put options granted by the Group to non-controlling interests at the level of the holding company of PHE amounts to €185.1m (€175.3m at 31 December 2023) and is presented in the line "Put options granted to non-controlling interests". These put options are accounted under the anticipated-acquisition method under which the non-controlling interests are derecognized when the put liability is recognized because the interests subject to the put options are deemed to have been already acquired by the Group. Profits and losses attributable to non-controlling interests are therefore presented as attributable to the Group, both in the consolidated statement of financial position, in the consolidated statement of profit or loss and in the consolidated statement of comprehensive income.

The interests of the non-controlling shareholders holding put options being entirely recognised as a liability in the consolidated statement of financial position, there will be no attribution of net result to non-controlling interests subject to the put options and 100% of profits and losses of PHE are attributable to the Group. The net result attributable to the preference shares being held by the non-controlling interests are not significant and are therefore not presented as attributable to non-controlling interests.

The -€2.1m movement presented in the statement of changes in equity in 2024 includes, amongst other amounts, -€12.2m of change in fair value of put options granted to non-controlling shareholders holding minority interests in some of PHE's direct and indirect subsidiaries and the subsequent change in fair value of the put options over ordinary shares and preference shares (€6.8m).

In the PHE segment, the line "Put options granted to non-controlling interests" in the short-term liabilities also includes €106.9m of put options granted by PHE to non-controlling shareholders holding minority interests in some its direct and indirect subsidiaries.

D'Ieteren Automotive

In the framework of recent acquisitions, put options have been granted to minority interests (with related call options held by the Group). The fair value of the put options amount to €5.5m and are recognised as a liability in the consolidated statement of financial position (€8.8m at 31 December 2023). The corresponding movement (€3.3m) is included in the line "Put options - movement of the period" in the consolidated statement of changes in equity.

Note 33: Subsequent events

Half of the €500m bridge loan at the Corporate & Unallocated segment has been repaid on March 10 thanks to cash upstream from D'Ieteren Automotive.

No other significant transactions occurred between the closing date and the date these consolidated financial statements were authorised for issue.

Note 34: Accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

The new standards and amendments to standards that are mandatory for the first time for the Group's accounting period beginning on 1 January 2024 are listed below:

- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants
- Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures: Supplier Finance Arrangements
- Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback.

These new standards do not have a material impact on the Group's financial statements.

The standards, amendments and interpretations to existing standards issued by the IASB but not yet effective in 2024 have not been early adopted by the Group.
They are listed below:

- Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (effective 1 January 2025 – subject to endorsement by the EU)
- Amendments to IFRS 9 and IFRS 7: Classification and Measurement of Financial Instruments (effective 1 January 2026 – subject to endorsement by the EU)
- Annual improvements to IFRS accounting standards: volume 11 (effective 1 January 2026 – subject to endorsement by the EU)
- IFRS 18 "Presentation and Disclosure in Financial Statements" (effective 1 January 2027 – subject to endorsement by the EU)
- IFRS 19 "Subsidiaries without Public Accountability: Disclosures" (effective 1 January 2027 – subject to endorsement by the EU).

The amendments are not expected to have a material impact on the Group's consolidated financial statements, except for IFRS 18 for which the Group is currently assessing the impact of the adoption of the new standard on the presentation of its consolidated financial statements.

PRINCIPLES OF CONSOLIDATION

Subsidiaries

Subsidiaries, which are those entities in which the Group has, directly or indirectly, an interest of more than half of the voting rights or otherwise has the power to exercise control over the operations, are consolidated. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date that control is transferred to the Group and are no longer consolidated from the date that control ceases. All inter-company transactions, balances and unrealised gains and losses on transactions between group companies are eliminated upon consolidation.

Transactions with non-controlling interest that do not result in loss of control are accounted for as equity transactions.

Associates and joint ventures

Associates are all entities over which the Group has significant influence but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities. Investments in associates and joint ventures are accounted for using the equity method. The investment is initially recognised at cost (including transaction costs), and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss and OCI of the investee after the date of acquisition as well as the investor's share in dividend distribution and other variations in reserves, until the date on which significant influence ceases. The Group's investment in associates includes goodwill identified on acquisition.

The Group's share of profit from the associate represents the Group's share of the associate's profit after tax. Profits and losses resulting from transactions between the Group and its associate are eliminated to the extent of the Group's interest in the associate. Unrealised gains on transactions between the Group and its associate are also eliminated based on the same principle; unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Impairment of associates and joint ventures

The Group determines at each reporting date whether there is any objective evidence that the investment in the equity-accounted investee is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount (being the higher of the value in use or fair value less costs to sell) of the associate or joint venture and its carrying value and recognises the amount adjacent to "share of result of equity-accounted investees, net of income tax" in the income statement.

FOREIGN CURRENCY TRANSLATION

The Group consolidation is prepared in euro. Income statements of foreign operations are translated into euro at the weighted average exchange rates for the period and statements of financial positions are translated into euro at the exchange rate at the reporting date (except for each component of equity, translated once at the exchange rates at the dates of the relevant transactions). Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as local currency assets and liabilities of the foreign entity and are translated at the closing rate. The translation reserve, which is recorded in other comprehensive income (except to the extent that the translation difference is allocated to NCI) includes both the difference generated by translating income statement items at a different exchange rate from the period-end rate and the differences generated by translating opening shareholders' equity amounts at a different exchange rate from the period-end rate.

Monetary items that are receivable or payable to a foreign operation for which settlement is neither planned nor likely to occur in the foreseeable future are, in substance, a part of the Group's net investment in that foreign operation. Exchange differences arising on a monetary item that forms part of the Group's net investment in a foreign operation is recognised initially in other comprehensive income and reclassified from equity to profit or loss on disposal of the net investment.

Foreign currency transactions are accounted for at the exchange rate prevailing at the date of the transaction. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised within the income statement (or within OCI if it relates to equity instruments designated at FVOCI).

On disposal of a foreign operation, gains and losses accumulated in other comprehensive income are recycled in the income statement.

BUSINESS COMBINATIONS AND GOODWILL

Business combinations are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group. For each business combination, the Group measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

The excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interest over the net recognised amount of the identifiable assets acquired and liabilities assumed constitutes goodwill and is recognised as an asset. In case this excess is negative, it is recognised immediately in the income statement. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured, and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss. Acquisition-related costs, other than those associated with the issue of debt or equity securities that the Group incurs in connection with a business combination, are expensed as incurred.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGU's or groups of CGU's that are expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes.

INTANGIBLE ASSETS

An item of intangible assets is valued at its cost less any accumulated amortisation and any accumulated impairment losses. Customer contracts and brands acquired in a business combination are recognised at fair value at the acquisition date.

Software-as-a-service (SaaS) arrangements are service contracts providing the Group with the right to access the cloud provider's application software over the contract period. As such the Group generally does not receive a software intangible asset at the contract commencement date. A right to receive future access to the supplier's software generally does not, at the contract commencement date, give the customer the power to obtain the future economic benefits flowing from the software itself and to restrict others' access to those benefits. Costs incurred for the development of software code that enhances or modifies, or creates additional capability to, existing on-premise systems and meets the definition of and recognition criteria for an intangible asset are recognised as intangible software assets.

The amortisation method used reflects the pattern in which the assets' future economic benefits are expected to be consumed. Intangible assets with a finite useful life are generally amortised over their useful life on a straight-line basis. The estimated useful lives are comprised between 2 and 21 years.

Brands for which there is a limit to the period over which these assets are expected to generate cash inflows will be amortised on a straight-line basis over their remaining useful lives which are estimated to be up to 5 years. Amortisation periods are reassessed annually.

Brands that have indefinite useful lives are those, thanks to the marketing spend, the advertising made and the absence of factors that could cause their obsolescence, where there is no foreseeable limit to the period over which these assets are expected to generate net cash inflows for the Group. They are therefore not amortised but tested for impairment annually.

For any intangible asset with a finite or indefinite useful life, where an indication of impairment exists, its carrying amount is assessed and written down immediately to its recoverable amount. Impairment losses are recognised in the consolidated income statement.

Expenditure on internally generated intangible assets which does not meet the capitalization conditions under IFRS is recognised in the consolidated income statement as an expense as incurred. Subsequent expenditure on capitalised intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash-generating units and then, to reduce the carrying amount of the other assets in the unit, on a pro rata basis.

PROPERTY, PLANT AND EQUIPMENT

An item of property, plant and equipment is carried at its cost less any accumulated depreciation and any accumulated impairment losses. The cost comprises its purchase price (including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates), plus any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating. If applicable, the initial estimate of the cost of dismantling and removing the item and restoring the site is also included in the cost of the item.

The cost of self-constructed assets includes the cost of materials, direct labour, the initial estimate, where relevant, of the costs of dismantling and removing the items and restoring the site on which they are located, and an appropriate
proportion of production overheads if directly attributable. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

The depreciable amount of the item is allocated according to the straight-line method over its useful life. Land is not depreciated. The main depreciation periods are the following:

- Buildings: 40 to 50 years;
- Plant and equipment: 3 to 15 years;
- IT equipment: 2 to 7 years.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the items will flow to the group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Lessee

At inception of a contract, the Group assesses whether a contract is or contains a lease.

As a lessee, the Group recognizes right-of-use assets and lease liabilities at the lease commencement date.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate at that date. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by reference to the interest rate it would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

The Group has applied judgement to determine the lease term for some lease contracts in which it is a lessee and which include renewal options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which affects the amount of lease liabilities and right-of-use assets recognized.

The lease liability is measured at amortised cost using the effective interest method and is remeasured when there is a change in future lease payments arising from a change in an index or rate or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

In case the lease liability is remeasured, corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Right-of-use assets that do not meet the definition of investment property are presented in "property, plant and equipment" in the statement of financial position, under the same line item than the assets of the same nature that it owns. Lease liabilities are presented in "loans and borrowings" in the statement of financial position.

The Group applies the practical expedient whereby short-term leases (less than or equal to 12 months) and leases of low-value assets are not recognized as right-of-use assets and lease liabilities and to recognize the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

In rare situations in which the Group acts as an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset.

INVESTMENT PROPERTIES

Investment properties are measured at cost less accumulated depreciation and accumulated impairment losses. These items are amortised over their useful life on a straight-line basis method. The estimated useful lives are between 40 and 50 years.

INVENTORIES

Inventories are measured at the lower of cost and net realisable value. The cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Items that are not interchangeable, like new vehicles and second-hand vehicles, are valued using specific identification of their individual costs. Other items are valued using the first in, first out or weighted average cost formula. When inventories are sold, the carrying amount of those inventories are recognised as an expense in the period in which the related revenue is

recognised. Losses and write-downs of inventories are recognised in the period in which they occur. Reversal of a write-down is recognised as a credit to cost of sales in the period in which the reversal occurs.

EMPLOYEE BENEFITS

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. On amendment, curtailment or settlement of a defined benefit plan, a company now uses updated actuarial assumptions to determine its current service and net interest for the period and the effect of the asset ceiling is disregarded when calculating the gain or loss of any settlement of the plan and is dealt with separately in other comprehensive income.

The Group has various defined benefit pension plans and defined contribution pension plans. The majority of these plans is funded, i.e. they are financed through a pension fund or an external insurance policy. The minimum funding level of these schemes is defined by national rules (see note 10).

Obligations for contributions to *defined contribution pension plans* are charged as an expense as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

The Group's commitments under *defined benefit pension plans*, and the related costs, are valued using the "projected unit credit method", with independent actuaries carrying out the valuations at least on a yearly basis. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation. Actuarial gains and losses are recognised in full in the period in which they occur. They are recognised in other comprehensive income. Past service cost is recognised as an expense at the earlier of the following dates: a) when the plan amendment or curtailment occurs; and b) when the entity recognizes related restructuring costs or termination benefits. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss. The long-term employee benefit obligation recognised in the statement of financial position represents the present value of the defined benefit obligations as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of any refunds and reductions in future contributions to the plan.

FINANCIAL INSTRUMENTS EXCLUDING DERIVATIVES

The Group initially recognises loans and receivables and debt securities issued on the date when they are originated. All other financial assets and liabilities are initially recognised when the entity becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

The Group derecognises a financial asset when the contractual rights to cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred, or it neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control over the transferred asset. The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, expire, or are substantially modified.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to offset the amounts and intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

The Group classifies its financial assets in the following categories on initial recognition: at amortised cost; at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL). Management determines the classification of its financial assets at initial recognition based on a) the business model in which the financial asset is held; and b) on the assessment whether contractual cash flows are solely payments of principal and interests (see below). Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Business model assessment

The Group assesses the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;

Assessment whether contractual cash flows are solely payments of principal and interest

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset

on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basis lending risks and costs, as well as profit margin.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

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

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

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

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL, including all derivative financial assets.

Subsequent measurement of financial assets:

- Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss, except for derivatives designated as hedging instruments.
- Financial assets at amortised cost are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
- Debt investment at FVOCI are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
- Equity investments at FVOCI are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Cash and Cash Equivalents

Cash comprises cash on hand and demand deposits, excluding any blocked or restricted cash held by the Group. Cash equivalents are short-term (maximum 3 months), highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents are classified and measured at amortised cost.

Financial liabilities

A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL (except hedging instruments) are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities (excluding put options to minority shareholders) are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effect(s).

Where the Company (or its subsidiaries) reacquires its own equity instruments, those instruments are deducted from equity as treasury shares. Where such equity instruments are subsequently sold, any consideration received is recognised in equity.

Dividends to holders of equity instruments proposed or declared after the balance sheet date are not recognised as a liability at the balance sheet date; it is presented in equity.

DERIVATIVE FINANCIAL INSTRUMENTS

Derivatives are used as hedges in the financing and financial risk management of the Group.

The Group's activities expose it to the financial risks of changes in foreign currency exchange rates and interest rates. The Group uses foreign exchange forward contracts, interest rate swaps, cross currency interest rate swaps, and options to hedge these exposures. The Group does not use derivatives for speculative purposes. However, certain financial derivative transactions, while constituting effective economic hedges, do not qualify for hedge accounting under the specific rules in IFRS 9.

The Group applies hedge accounting rules according to IFRS 9.

Derivatives are recorded initially and subsequently at fair value. Any directly attributable transaction costs are recognised in profit or loss as incurred.

Cash flow hedge

Changes in the fair value of derivative financial instruments that are designated and effective as hedges of future cash flows are recognised directly in other comprehensive income and any ineffective portion is recognised immediately in the income statement. Cumulative tax impact related to the net change in the fair value of hedging instruments are separately included in retained earnings. If the cash flow hedge is a firm commitment or the forecasted transaction results in the recognition of an asset or a liability, then, at the time the asset or liability is recognised, the associated gains or losses on the derivative that had previously been recognised in other comprehensive income are included in the initial measurement of

the asset or liability. For hedges that do not result in the recognition of an asset or a liability, amounts deferred in other comprehensive income are recognised in the income statement in the same period in which the hedged item affects net profit or loss.

Fair value hedge

For an effective hedge of an exposure to changes in the fair value, the hedged item is adjusted for changes in fair value attributable to the risk being hedged with a corresponding entry in profit or loss. Gains or losses from re-measuring the derivative, or for non-derivatives the foreign currency component of its carrying amount, are recognised in profit or loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. In the case of a cash flow hedge, any cumulative gain or loss recognised in other comprehensive income is transferred to profit or loss when profit or loss is impacted by the hedged item. If the forecast transaction is no longer expected to occur, the cumulative gain or loss is reclassified in the profit or loss immediately.

PUT OPTIONS GRANTED TO NON-CONTROLLING INTERESTS

The Group is committed to acquiring the non-controlling interests owned by third parties, should these third parties wish to exercise their put options. The exercise price of such options granted to non-controlling interests is reflected as a liability in the consolidated statement of financial position. A corresponding debit is recognized in equity on initial recognition of the written put on non-controlling interests and is presented as a deduction from shareholders' equity (the non-controlling interests being already fully derecognised at inception). The financial liability related to the put options granted to non-controlling interests correspond to the present value of the cash consideration that the Group may be required to pay, should the third parties wish to exercise their put options, or should the Group wish to exercise its associated call options. Subsequent remeasurements of this liability are realized through reserves.

NON-CURRENT ASSETS (OR DISPOSAL GROUPS) HELD FOR SALE AND DISCONTINUED OPERATIONS

Non-current assets (or disposal groups comprising assets and liabilities) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less costs to sell. Once classified as held for sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

A discontinued operation is a component of the Group's business that represents a separate major line of the business or geographical area of operations that either has been disposed of or is classified as held for sale and is disclosed as a single line item in the income statement. When an operation is classified as a discontinued operation, the comparative statement of profit or loss and statement of comprehensive income is re-presented as if the operation had been discontinued from the start of the comparative year.

REVENUE FROM CONTRACTS WITH CUSTOMERS

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer.

In the D'Ieteren Automotive segment, the Group generates revenue primarily from the sale of new vehicles to independent dealers and to final customers, the sale of used vehicles to final customers, the sale of spare parts and accessories and the rendering of after-sale services. Upon selling vehicles or spare parts to independent dealers or final customers, the Group satisfies its performance obligations and recognizes revenue at a point in time, when control of the goods transfers to the customers. Since the Group issues invoices to customers upon satisfying its performance obligations, rights to financial consideration immediately become unconditional and are therefore recognized as receivables. A legal warranty of 2 years applies to the sale of new vehicles to customers, which in turn corresponds to the legal warranty that the factory grants to the D'Ieteren Automotive segment. This warranty does therefore not represent a separate performance obligation.

The Group offers to customers the possibility to purchase maintenance contracts together with the sale of a new vehicle. The duration of these contracts ranges from 3 to 12 years. This type of contract represents a separate performance obligation and should not be combined with the sale of a new vehicle. Under such arrangements, the Group transfers the benefit of the maintenance services to the customers as it performs and therefore satisfies its performance obligation over time. The Group recognizes revenue over time by estimating the occurrence of performance obligations using historical data and projected revenue. Revenue recognized according to the percentage of completion method is therefore reasonably estimated using cost curves and historical data.

The difference between the consideration received from the final customers and the costs incurred over time to satisfy the performance obligation represent contract liabilities under IFRS 15. Since the amount of contract liabilities are not considered significant to the Group compared to total revenue, they have not been presented in a separate line item in the consolidated statement of financial position.

When rendering other repair or maintenance services to final customers, the Group recognizes revenue over time if deemed significant. The revenue to be recognized over time for other repair and maintenance was not significant as at the end of the reporting period.

Across all sales channels of the Moleskine segment, revenue is recognized at a point in time, as soon as control of the goods transfers to the customers (i.e. when the good is physically delivered to the final customer).

In the PHE segment, revenue arise primarily from the sale of spare parts to independent dealers and customers. Variable considerations are sometimes attached to contracts with customers, such as fidelity premiums and year-end rebates. These variable considerations are estimated by the Group based on contract specificities and past experience and are included in the transaction prices. The Group also sometimes act as an agent in selling spare parts and equipment to customers. In these cases, the Group recognises in revenue

the net amount between the transaction price paid by customers and the amount charged by supplier for the underlying goods. To assess whether the Group acts as a principal or and agent, the Group considers whether it control the underlying good, and assumes the responsibility of execution of the contracts prior to delivering the goods to the final customer.

Disaggregation of revenue from contracts with customers

In selecting the categories to use to disaggregate revenue from contracts with customers, management considered how the information about the Group's revenue is presented for other purpose, including press releases and information presented to the chief operating decision maker, as well as how the nature, amount, timing and uncertainties of revenue and cash flows are affected by economic factors. See note 5 for additional information on disaggregation of revenue.

FINANCE INCOME AND FINANCE COSTS

Finance income and finance costs include interest income, interest expenses, dividend income, and net gains and losses on financial assets and financial liabilities measured at fair value through profit or loss. Interest income and expenses are recognized using the effective interest rate method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- The gross carrying amount of the financial asset; or
- The amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Dividend income is recognized in profit or loss on the date on which the Group's right to receive payment is established.

SHARE-BASED PAYMENTS

Share-based payments are made in connection with employee stock option plans ("ESOP") or management reward plans ("MRP").

In accordance with IFRS 2, the cost of share-based payments corresponds to the fair value of the free shares or options granted and is recognized in the income statement over the vesting period of the awards. For equity-settled share-based payments the expense is taken with a corresponding increase in equity. For cash-settled share-based payments, which are the plans where the Group may be required to settle in cash rather in equity instruments, a liability is recognized.

INCOME TAXES

Income tax expense comprises current and deferred tax. It is recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or other comprehensive income.

Current taxes relating to current and prior periods are, to the extent unpaid, recognised as a liability. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. Current taxes are measured using tax rates enacted or substantially enacted at the reporting date. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset. The benefit relating to a tax loss that can be carried back to recover current tax of a previous period is recognised as an asset. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Current tax assets and liabilities are offset only if the following criteria are met:

- the entity has a legally enforceable right to set off the recognised amounts; and
- intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred taxes are provided using the balance sheet liability method, on temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes (such as unused tax losses carried forward).

Deferred tax is not recognised for:

– temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;

– temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

– taxable temporary differences arising on the initial recognition of goodwill.

The amount of deferred tax recognized is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the unused tax losses and credits can be utilised. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered.

Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised. Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the

same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balance on a net basis.

IMPAIRMENT OF NON-DERIVATIVE FINANCIAL ASSETS

The Group recognizes loss allowances for ECLs (expected credit losses) on financial assets measured at amortized cost, debt investments measured at FVOCI and contract assets. The Group measures loss allowances at an amount equal to lifetime ECLs, except for debt securities that are determined to have low credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) at the reporting date and other debt securities and bank balances for which the credit risk has not increased significantly since initial recognition which are measured at 12-month ECLs. Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs.

The Group considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment, that includes forward-looking information. A financial asset is considered in default, when the debtor is unlikely to pay its credit obligation in full.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

ECLs are a probability-weighted estimate of credit losses, measured as the present value of all cash shortfalls (the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

At each reporting date, the Group assesses whether financial assets carried at amortized costs and debt securities at FVOCI are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- breach of contract such as default;
- probability that the debtor will enter bankruptcy or other financial reorganization;
- disappearance of an active market for security because of financial difficulties.

Loss allowances for financial assets measured at amortized costs are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

IMPAIRMENT OF NON-FINANCIAL ASSETS

At each reporting date, the Group reviews the carrying amount of its non-financial assets (other than investment property recognized at fair value - if any -, inventories, and deferred tax assets) to determine whether there is an indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount. Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amount of other assets in the unit, on a pro-rata basis.

An impairment loss in respect of goodwill is never reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

Statutory Auditor's report

Statutory auditor's report to the general meeting of D'Ieteren Group SA on the consolidated financial statements as of and for the year ended 31 December 2024

In the context of the statutory audit of the consolidated financial statements of D'Ieteren Group SA ("the Company") and its subsidiaries (jointly "the Group"), we provide you with our statutory auditor's report. This includes our report on the consolidated financial statements and the other legal and regulatory requirements. Our report is one and indivisible.

We were appointed as statutory auditor by the general meeting of 25 May 2023, in accordance with the proposal of the board of directors issued on the recommendation of the audit committee and as presented by the workers' council. Our mandate will expire on the date of the general meeting deliberating on the annual accounts for the year ended 31 December 2025. We have performed the statutory audit of the consolidated financial statements of the Group for 11 consecutive financial years.

Report on the consolidated financial statements

Unqualified opinion

We have audited the consolidated financial statements of the Group as of and for the year ended 31 December 2024, prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium. These consolidated financial statements comprise the consolidated statement of financial position as at 31 December 2024, the consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the year then ended and notes, comprising material accounting policies and other explanatory information. The total of the consolidated statement of financial position amounts to EUR 6.680,7 million and the consolidated statement of profit or loss shows a profit for the year of EUR 376,8 million.

In our opinion, the consolidated financial statements give a true and fair view of the Group's equity and financial position as at 31 December 2024 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium.

Basis for our unqualified opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs") as adopted in Belgium. In addition, we have applied the ISAs as issued by the IAASB and applicable for the current accounting year while these have not been adopted in Belgium yet. Our responsibilities under those standards are further described in the "Statutory auditors' responsibility for the audit of the consolidated financial statements" section of our report. We have complied with the ethical requirements that are relevant to our audit of the consolidated financial statements in Belgium, including the independence requirements.

We have obtained from the board of directors and the Company's officials the explanations and information necessary for performing our audit.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

Valuation of goodwill and intangible assets with indefinite useful lives of the cash-generating unit Moleskine

We refer to note 12 "Goodwill" and note 13 "Intangible Assets" of the consolidated financial statements.

- Description

In accordance with the requirements of IAS 36 "Impairment of Assets", the Group completed an impairment test of its cash-generating unit Moleskine (the "CGU"), which includes goodwill and intangible assets with indefinite useful lives. The impairment review, based on the value in use calculation, was carried out to ensure that the carrying value of the CGU's assets are stated at no more than their recoverable amount, being the higher of fair value less costs to sell and value in use.

Based on the results of the impairment test carried out for the year ended 31 December 2024, an impairment charge (net of tax) of EUR 131,4 million was recognized during the year on the goodwill and intangible assets with indefinite useful lives of Moleskine.

We identified the valuation of the cash-generating unit "Moleskine" as a Key Audit Matter due to the significance of the acquisition value of the goodwill and intangible assets with indefinite useful lives and also because of the significant management judgement and estimation required in assessing potential impairment which could be subject to error and potential management bias. In addition, changes in the key assumptions may have a significant financial impact.

- Our audit procedures

With the involvement of our valuation specialists, our procedures included:

- inquiring with management about the key assumptions used for the impairment test (future cash flow projections, discount rate and perpetual growth rate) and assessing the reasonableness of these assumptions;
- comparing the future cash flow forecasts used by management for the impairment test with the budget approved by the Board of Directors;

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Document Classification: KPMG Public

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Réviseurs d'Entreprises BV/SRL
Ondernemingsnummer / Numéro
d'entreprise: 0419.122.548
BTW - TVA BE 0419.122.548
RPR Brussel - RPM Bruxelles
IBAN : BE 95 0018 4771 0358
BIC : GEBABEBB

- challenging the reasonableness of current forecasts by comparing key assumptions and parameters (in particular the discount rate, forecasted period growth rate and inflation rate) to historical results, economic and industry forecasts and internal planning data;
- evaluating the methodology adopted by management in its impairment test, with reference to the requirements of the prevailing accounting standard (*IAS 36 Impairment of Assets*);
- testing the mathematical accuracy of the discounted cash flow model;
- performing a sensitivity analysis to both the discount rate and forecasted cash flows used by the Group to assess what change thereto would result in a different conclusion being reached, and assessing whether there were any indications of management bias in the selection of these assumptions;
- assessing the disclosures in the consolidated financial statements.

Measurement of D'Ieteren Group's share of result of Belron Group SA ("Belron" or "the Component")

We refer to note 17 "Equity-accounted Investees" of the Consolidated Financial Statements.

- Description

Since 2018, Belron is accounted for using the equity method as a result of the joint control shared between the Company and a third-party investor.

One of the matters of most significance in our audit of the Consolidated Financial Statements of D'Ieteren Group for the year ended 31 December 2024 has been the measurement of D'Ieteren Group's share of result of Belron.

D'Ieteren Group's share of result of Belron can be significantly impacted by Belron's estimate of its uncertain tax positions.

This matter ("the Matter") has been considered as a Key Audit Matter for the year ended 31 December 2024 for the following reasons:

- misinterpretation of country specific tax laws and regulations could give rise to additional tax liabilities, interests and penalties resulting in material outflows in subsequent years;
- further assessment of the likely outcome of Belron's uncertain tax positions involved a high degree of judgment and potential estimation bias by the board of directors of Belron;

- Our audit procedures

Our procedures included:

- performing risk assessment procedures with the assistance of the Component Auditor and reviewing the Component Auditor's overall audit strategy and audit plan;

Statutory auditor's report to the general meeting of D'Ieteren Group SA on the consolidated financial statements as of and for the year ended 31 December 2024

- requesting from the auditor of Belron (the "Component Auditor") to perform audit work on the financial information of Belron for the year ended 31 December 2024 in accordance with our evaluation of the risks of material misstatements and the corresponding instructions;
- reviewing the Component Auditor's documentation (including the analysis performed by tax specialists engaged by the Component auditor) and assessing whether the Component Auditor has designed and implemented appropriate audit responses to address the identified Matter. In particular, we assessed the adequacy of the audit procedures performed, audit evidence obtained and conclusions reached by the Component auditor with respect to the process in place at Belron to identify, assess and measure the potential financial impact of uncertain tax positions, and any identification of estimation bias therein;
- assessing the correctness of the determination and recording of D'Ieteren's Group's share of result of Belron and the disclosures included in the consolidated financial statements.

Board of directors' responsibilities for the preparation of the consolidated financial statements

The board of directors is responsible for the preparation of these consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium, and for such internal control as board of directors determines, is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the board of directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Statutory auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance as to 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 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 the users taken on the basis of these consolidated financial statements.

When performing our audit, we comply with the legal, regulatory and professional requirements applicable to audits of the consolidated financial statements in Belgium. The scope of the statutory audit of the consolidated

financial statements does not extend to providing assurance on the future viability of the Group nor on the efficiency or effectivity of how the board of directors has conducted or will conduct the business of the Group. Our responsibilities regarding the going concern basis of accounting applied by the board of directors are described below.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also perform the following procedures:

- 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 controls 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 board of directors;
- conclude on the appropriateness of board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern;

Statutory auditor's report to the general meeting of D'Ieteren Group SA on the consolidated financial statements as of and for the year ended 31 December 2024

- 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;
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide the audit committee with a statement that we have complied with 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.

For the matters communicated with the audit committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

Other legal and regulatory requirements

Responsibilities of the Board of directors

The board of directors is responsible for the preparation and the content of the board of directors' annual report on the consolidated financial statements including the sustainability information and the other information included in the annual report on the consolidated financial statements.

Statutory auditor's responsibilities

In the context of our engagement and in accordance with the Belgian additional standard (revised version 2025) which is complementary to the International Standards on Auditing as applicable in Belgium, our responsibility is to verify, in all material respects, the board of directors' annual report on the consolidated financial statements, and the other information included in the annual report, and to report on these matters.

Aspects concerning the board of directors' annual report on the consolidated financial statements and other information included in the annual report on the consolidated financial statements

The annual report on the consolidated financial statements contains the consolidated sustainability information that is the subject of our separate report on the limited assurance with respect to this sustainability information. This section does not cover the assurance on the consolidated sustainability information included in the annual report on the consolidated financial statements. For this part of the annual report on the consolidated financial statements, we refer to our separate report on this matter.

Based on specific work performed on the board of directors' annual report on the consolidated financial statements, we are of the opinion that this annual report is consistent with the consolidated financial statements for the same period and has been prepared in accordance with article 3:32 of the Companies' and Associations' Code.

In the context of our audit of the consolidated financial statements, we are also responsible for considering, in particular based on the knowledge gained throughout the audit, whether the board of directors' annual report on the consolidated financial statements and other information included in the annual report on the consolidated financial statements, being:

- the "Key Figures - Financial" and the "Key Financial Figures" included in the section "Integrated Report"; and
- the "2024 Full-Year Results" and the "Summarized Statutory Financial Statements" included in the section "Financial and Directors' report 2024";

contain material misstatements, or information that is incorrectly stated or misleading. In the context of the procedures carried out, we did not identify any material misstatements that we have to report to you.

Information about the independence

- Our audit firm and our network have not performed any engagement which is incompatible with the statutory audit of the consolidated accounts and our audit firm remained independent of the Group during the term of our mandate.
- The fees for the additional engagements which are compatible with the statutory audit referred to in article 3:65 of the Companies' and Associations' Code were correctly stated and disclosed in the notes to the consolidated financial statements.

Statutory auditor's report to the general meeting of D'Ieteren Group SA on the consolidated financial statements as of and for the year ended 31 December 2024

European Single Electronic Format (ESEF)

In accordance with the draft standard on the audit of compliance of the annual report with the European Single Electronic Format (hereafter "ESEF"), we have also audited whether the ESEF-format is in accordance with the regulatory technical standards as laid down in the EU Delegated Regulation nr. 2019/815 of 17 December 2018 (hereafter "Delegated Regulation") and the Royal Decree of 14 November 2007 on the obligations of issuers of financial instruments admitted to trading on a regulated market (hereafter the "Royal Decree of 14 November 2007").

The Board of Directors is responsible for the preparation of an annual report, in accordance with the ESEF requirements, including the consolidated financial statements in the form of an electronic file in ESEF format (hereafter "digital consolidated financial statements").

It is our responsibility to obtain sufficient and appropriate information to conclude whether the format of the annual report and the XBRL tagging of the digital consolidated financial statements comply, in all material respects, with the ESEF requirements under the Delegated Regulation and the Royal Decree of 14 November 2007.

In our opinion, based on our work performed, the digital format of the annual report and the tagging of information in the official English version of the consolidated financial statements as per 31 December 2024, included in the annual report of D'Ieteren Group SA and which will be available in the Belgian official mechanism for the storage of regulated information (STORI) of the FSMA, are, in all material respects, in compliance with the ESEF requirements under the Delegated Regulation and the Royal Decree of 14 November 2007.

Other aspect

This report is consistent with our additional report to the audit committee on the basis of Article 11 of Regulation (EU) No 537/2014.

Zaventem, 18 April 2025

KPMG Bedrijfsrevisoren - Réviseurs d'Entreprises
Statutory Auditor
represented by

Axel Jorion
Bedrijfsrevisor / Réviseur d'Entreprises

Summarised Statutory Financial Statements 2024

The statutory financial statements of D'Ieteren Group SA/NV are summarised below in accordance with article 3:17 of the Company Code. The unabridged version of the statutory financial statements of D'Ieteren Group SA/NV, the related management report and Statutory Auditor's report shall be deposited at the National Bank of Belgium within the legal deadline and may be obtained free of charge from the internet site www.dieterengroup.com or on request from:

D'Ieteren Group SA/NV
Rue du Mail 50
B-1050 Brussels

Summarised Balance Sheet

At 31 December

€m		2024	2023
ASSETS			
Fixed assets		**2,383.7**	**3,836.8**
II.	Intangible assets	-	-
III.	Tangible assets	9.3	8.5
IV.	Financial assets	2,374.4	3,828.3
Current assets		**145.8**	**906.7**
V.	Non-current receivables	3.2	4.3
VI.	Stocks	-	-
VII.	Amounts receivable within one year	2.4	6.0
VIII.	Current financial investments	124.1	890.8
IX.	Cash at bank and in hand	15.4	4.3
X.	Deferred charges and accrued income	0.7	1.3
TOTAL ASSETS		**2,529.5**	**4,743.5**

€m		2024	2023
LIABILITIES			-
Capital and reserves		**2,403.4**	**4,526.8**
I.A.	Issued capital	160.0	160.0
II.	Share premium account	24.4	24.4
IV.	Reserves	2,204.5	4,327.9
V.	Accumulated profits	14.5	14.5
Provisions and deferred taxes		**21.7**	**5.9**
Creditors		**104.4**	**210.8**
VIII.	Amounts payable after one year	-	-
IX.	Amounts payable within one year	104.4	209.9
X.	Accrued charges and deferred income	-	0.9
TOTAL LIABILITIES		**2,529.5**	**4,743.5**

Summarised Income Statement

Year ended 31 December

€m		2024	2023
I.	Operating income	15.8	15.4
II.	Operating charges	49.6	25.3
III.	Operating profit	-33.8	-9.9
IV.	Financial income	2,027.3	901.9
V.	Financial charges	46.7	11.3
IX.	Result for the period before taxes	1,946.8	880.7
IXbis.	Deferred taxes	-	-
X.	Income taxes	-9.0	-3.8
XI.	Result for the period	1,937.8	876.9
XII.	Variation of untaxed reserves(1)	-	-
XIII.	Result for the period available for appropriation	1,937.8	876.9

(1) Transfers from untaxed reserves (+) / Transfers to untaxed reserves (-).

Summarised Appropriation

Year ended 31 December

€m	2024	2023
APPROPRIATION ACCOUNT		
Profit (loss) to be appropriated	1,952.3	891.4
Gain (loss) of the period available for appropriation	1,937.8	876.9
Profit (loss) brought forward	14.5	14.5
Withdrawals from capital and reserves	3,977.6	3.7
from capital and share premium account		
from reserves	3,977.6	3.7
Transfer to capital and reserves	1,854.8	679.8
to capital and share premium account	-	-
to legal reserve	-	-
to other reserves	1,854.8	679.8
Profit (loss) to be carried forward	14.5	14.5
Profit to be distributed	4,060.6	200.8
Dividends	4,060.6	200.8

This proposed appropriation is subject to approval by the Annual General Meeting of 5 June 2025.

Summary of Accounting Policies

Tangible Fixed Assets are recognised at their acquisition value; this value does not include borrowing costs. The rates of depreciation for fixed assets depend on the probable economic lifetime for the assets concerned. As from 1 January 2003, tangible fixed assets acquired or constructed after this date shall be depreciated pro rata temporis and the ancillary costs shall be depreciated at the same rate as the tangible fixed assets to which they relate.

The main depreciation rates are the following:

	Rate	Method
Buildings	5%	L/D
Building improvements	10%	L/D
Furniture	10%	L
Office equipment	20%	L
Rolling stock	25%	L
Heating system	10%	L/D
EDP hardware	33%	L

L: straight line.
D: declining balance (at a rate twice as high as the equivalent straight-line rate).

Tangible fixed assets are revalued when their value, determined based on their utility for the company, exceeds their accounting value in a definite and long-term way. Depreciation of any revaluation surplus is calculated over the remaining lifetime in terms of the depreciation period of the asset concerned.

Financial Fixed Assets are entered either at their acquisition price, after deduction of the uncalled amounts (in the case of shareholdings), or at their nominal value (amounts receivable). They can be revalued when their value, determined based on their utility for the company, exceeds their accounting value in a definite and long-term way. They are written down if they suffer a capital loss or a justifiable long-term loss in value. The ancillary costs are charged to the income statement during the financial year.

Amounts Receivable within one year and those receivable after one year are recorded at their nominal value. Write-downs are applied if repayment by the due date is uncertain or compromised in whole or in part, or if the repayment value at the closing date is less than the book value.

Treasury Investments and Cash at Bank and in Hand are recorded at their acquisition value. They are written down if their realisation value on the closing date of the financial year is less than their acquisition value.

When these treasury investments consist of own shares held for hedging share options, additional write-downs are applied if the exercise price is less than the book value resulting from the above paragraph.

Provisions for Liabilities and Charges are recorded, where applicable, to cover losses or charges that are clearly limited in nature, but which, at the closing date of the financial year, are probable or certain, but undermined in terms of their amount.

Provisions for Liabilities and Charges are subject to individual valuation, taking into account any foreseeable risks. They are written back by the appropriate amount at the end of the financial year if they exceed the current assessment of the risks which they were set aside to cover.

Amounts Payables are recorded at their nominal value.

Valuation of assets and liabilities in foreign currencies

Monetary items and commitments are valued at the official rate on the closing date, or at the contractual rate in the case of specific hedging operations. Only negative differences for each currency are entered in the income statement.

Corporate governance statement

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CORPORATE GOVERNANCE STATEMENT

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In 2024, the Company adhered to the principles laid out in the 2020 Belgian Code on Corporate Governance ("2020 Code"), which is available at www.corporategovernancecommittee.be. The Company's board of directors has approved a new corporate governance charter on February 28, 2019 (the "Corporate Governance Charter"), which is available at www.dieterengroup.com. The Company takes its specific shareholder structure into account, i.e. the stable majority shareholding by the Company's founding family, when applying the principles of the 2020 Code. Page 164 lists which principles of the 2020 Code the Company does not comply with and the relevant explanations. In 2024, the family shareholders of D'Ieteren Group have reached an agreement to reorganise their respective shareholdings, cementing the long-term stability of the Group's family shareholding, by concentrating the family ownership in one single family branch, being Nayarit which acquired 16,7% of D'Ieteren Group's capital from SPDG Group on 17 December 2024 (the "**Family Shareholding Reorganization**").

1. Composition and Functioning of the Board of Directors and Executive Management Bodies

1.1. Board of Directors

1.1.1. COMPOSITION

Following completion of the Family Shareholding Reorganization, the Board of Directors was comprised of:

- four non-executive Directors, appointed upon proposal of the majority family shareholder;
- one non-executive Director, appointed upon proposal of a reference family shareholder; and
- seven independent Directors, chosen on the basis of their competences and experience.

The Chairman and Deputy Chairman of the Board of Directors are selected among the Directors appointed upon proposal of the majority shareholder. Four female directors sit on the Board of Directors.

1.1.2. ROLES AND ACTIVITIES

Without prejudice to its legal powers, its powers under the articles of association and the legal powers of the General Meeting, the role of the Board of Directors is to:

- determine the Company's strategy and values;
- approve its plans and budgets;
- decide on material financial transactions, acquisitions and divestments concerning the Group and its key subsidiaries;
- ensure that appropriate organisational structures, processes and controls are in place to achieve the Company's objectives and manage the associated risks;
- appoint the directors proposed by the Company to the boards of directors of the key subsidiaries;
- appoint and dismiss the CEO and, based on a proposal by the CEO, the other members of the Executive Committee and the CEOs of the Group's activities, and set the remuneration of such persons;
- monitor and review the performance of the daily management;
- monitor communications with the Company's shareholders and other stakeholders;
- approve the Company's statutory and consolidated accounts, as well as set the dividend which will be proposed to the General Meeting;
- monitor and review the Company's commitments and implementation on ESG matters.

Composition of the Board of Directors on 31 December 2024		Joined Board in	End of mandate
Nicolas D'Ieteren (49)[1]	Chairman of the D'Ieteren Group Board of Directors, Chairman of Belron Nicolas D'Ieteren holds a BSc Finance & Management from the University of London. He is also a graduate from the Asia Int'l Executive Program and Human Resources Management in Asia Program (INSEAD). He led projects at Bentley Germany and Porsche Austria. He worked as a finance director of a division of Total UK from 2003 to 2005. Since 2005, he is the managing director of a private equity fund.	2005	May 2029
Nayarit Participations SA[1]	**Deputy Chairman of the Board – Permanent representative: Frédéric de Vuyst (51)** Frédéric de Vuyst holds a Bachelor of Laws (Université de Namur), a BA & BSc Business and Finance (London Metropolitan University) and an Executive MBA (EDHEC Paris). Since 2012, he is Managing Director of Nayarit Participations, a private investment firm. Previously, he held various management and international positions at BNP Paribas CIB in Brussels and Paris. Ultimately, he was Head of Business Development Investment Banking and member of the Management Board Corporate Banking at BNP Paribas Fortis. He holds various directorships including Belron, D'Ieteren Automotive, TVH, PHE, and the Advisory Board BNP Paribas Fortis.	2001	May 2027
Michèle Sioen (59)[1]	**Non-Executive Director** Michèle Sioen holds a Degree in economics. She is currently the CEO of Sioen Industries, a multinational specialised in technical textiles. She holds various directorships in listed Belgian companies, notably Sofina and Immobel. She is Honorary Chairwoman of the FEB (Federations of Belgian companies). She is the Chairwoman of Kanal (museum of contemporary art) and director of Vlerick Management school, concours Reine Elisabeth, Europalia and Fedustria.	2011	June 2028
Pierre-Olivier Beckers SRL	**Independent Director – Permanent representative: Pierre-Olivier Beckers (64)** Pierre-Olivier Beckers holds a Master in Management Sciences from LSM (Louvain-la-Neuve) and an MBA from Harvard Business School. He joined the Delhaize Group in 1983, where he was Chairman of the Executive Committee and Chief Executive Officer from 1999 to 2013. He was President of the Belgian Olympic and Interfederal Committee from 2004 to 2021, is a member of the International Olympic Committee (IOC), and Chairman of its Audit Committee. After having served as Chairman of the Coordination Committee for the 2024 Paris Olympics, he is now Chairman of the Coordination of the French Alps Olympics 2030. He is also Chairman of the Fondation Louvain. He holds various directorships and is advisor to and investor in start-up and scale-up companies.	2014	May 2026
CB Management SARL unipersonnelle	**Independent Director– Permanent representative : Cécile Bonnefond (68)** Cécile Bonnefond has an MBA from European Business School in Paris. She graduated from the Senior Executive Program at IMD Lausanne and the International Directors Programme at Insead. Previous positions include Danone (1979-1984), Kellogg's (1984-1994), Diageo-Foods/Sara Lee (1995-2000), LVMH as President & CEO of Veuve Clicquot champagne (2001-2008), Bon Marché (2009-2010), EPI Group as President and co-investor at Piper & Charles Heidsieck champagnes and General Manager EPI Group - J.M. Weston, Bonpoint (2011-2015). Since 2015, she sits on boards and specialized Committees of International listed and/or family-run Corporations and is a Senior Advisor for Bpifrance (Banque Publique d'Investissement) for small and medium independent companies.	2018	May 2026

Composition of the Board of Directors on 31 December 2024		Joined Board in	End of mandate
HECHO SRL	**Independent Director – Permanent representative: Hugo De Stoop (51)** Hugo De Stoop holds a Master in Chemical Engineering (Ecole Polytechnique - ULB), an MBA (INSEAD) and a Corporate Venture and Innovation degree (INSEAD). He is currently the founder and CEO of Marine Steel, a venture dedicated to reshaping ship recycling through sustainable, safe, and profitable dismantling methods to recover high-quality homogeneous scrap steel. Previously, Hugo was CEO of Euronav, which he joined in 2004. He served as CFO from 2008 to 2019, before becoming CEO and Chairman of the Management Board and Sustainability Committee. During his tenure, Euronav grew into the world's largest crude oil tanker operator listed on the NYSE and Euronext. He began his career with Mustad International Group, working across the US, Europe and Latin America. In 2000, he co-founded First Tuesday (US and Latin America), the largest global meeting platform for high-tech entrepreneurs and investors. He later joined Davos Financial Corp, a UBS-affiliated private equity fund, as an Investment Manager. Hugo currently sits on the Boards of Victrix (family office) and EBE Shipping. He is also a member of the Advisory Committee of the Great Whale Conservancy and Together in Safety, a non-regulatory industry consortium connecting the maritime sector to improve safety performance.	2022	June 2025
LSIM SA	**Independent Director - Permanent representative : Wolfgang de Limburg Stirum (53)** Wolfgang holds an MBA from the University of Chicago, Booth School of Business (USA) and a Master in Applied Economics and Business Administration from the Louvain School of Management. During his 25 years of experience in finance and private equity in Europe and the US, he has invested in numerous sectors, including healthcare, speciality chemicals, niche industries, services, leisure and media. Since 2005, he has been the Managing Partner of Apheon, a mid-market private equity investment company with €3 billion under management. Prior to this, he had spent most of his career in investment banking (mergers and acquisitions) at Lehman Brothers in New York and London, where he became co-head of the European M&A Healthcare team. Wolfgang de Limburg Stirum's current other positions are: Director of Haudecoeur, Telenco, opseo, svt, Stationary Care Group, Dental Services Group, Fiabila, Immobel and VPK Group.	2023	May 2027
Allegra Patrizi Unipersonnelle	**Independent Director - Permanent representative: Allegra Patrizi (50)** Allegra Patrizi holds a Master of Business Administration (MBA) from Insead, and a Master and DEA in engineering from Ecole Normale Supérieure, France. From August 2023, Allegra has been a member of the executive committee of Virgin Money Bank, where she sat as Managing Director Business and Commercial in charge of all customers and the bank's revenue base across all of the bank's products and geographies. She left in December 2024 following the acquisition by Nationwide. Allegra has over 25 years' experience in the financial services industry, both working for large international companies and in an advisory capacity. Educated in France, she has extensive international experience, having worked in the UK, Benelux, Czech Republic, France, Germany, Italy, Romania, the US and Russia. Among the youngest ever to be elected as a Partner at McKinsey, Allegra was a member of the leadership teams for banking, wholesale banking, and asset management and insurance. In addition, she contributed to a number of initiatives aimed at shaping the financial landscape in Europe. Prior to working in the insurance sector, Allegra held various positions at the UK asset management company F&C Investments. She joined Prudential Plc in 2009, where as a member of the CEO office she was involved in helping define the group strategy and managing the US business, before focusing on risk, culminating in her appointment as Prudential's Group Risk Director in 2013. Allegra joined Aegon at the end of 2015, when she was appointed Chief Risk Officer of Aegon NV and a member of Aegon's Management Board as of 2016. She was appointed CEO of Aegon The Netherlands in 2021. From 2017 until 2022 she was also Supervisory Board Member, and Chairperson of the Risk Committee of Leaseplan NV, world leader in auto and truck leasing and mobility solutions. And in 2021-2023, she was Vice-chair of Insurance Europe ECOFIN, as well as member of the Board of the Verbond van Verzekeraars. In her spare time, Allegra has authored cook books and competed in horse-riding international eventing competitions under the Belgian flag.	2023	May 2027

Composition of the Board of Directors on 31 December 2024		Joined Board in	End of mandate
Diligencia Consult SRL	**Independent Director - Permanent representative: Diane Govaerts (40)** Diane holds a Master in Management Engineering from Solvay Business School, a second year MBA from Darden Graduate School of Business Administration, Charlottesville, VA, USA, a financial analyst's diploma awarded by CFA Institute, and an Executive Master in "SME Director" from Solvay Business School. Since 2015, Diane has been Chief Executive Officer of Ziegler Group, an international transport and logistics organisation founded in Brussels in 1908 employing more than 3,200 people and with turnover of 1.3 billion EUR. Ziegler has a very dense world network across 156 operational sites located in 16 countries. As CEO and a member of the Board of Directors, her main achievements have included updating and implementing the group's strategy, its vision and its values, speeding up the pace of innovation and digitalising and defining the company's sustainable development strategy. Trends Tendance elected her "2022 Manager of the Year". Before joining Ziegler Group, Diane began her career at Degroof Bank - Asset Management and Private Banking - as a fund manager and asset management co-ordinator. Diane is a member of the Rotary Club and the YPO, a board member of Logistics in Wallonia and BECI, and a regional advisor to the Banque de France.	2023	May 2026
Olivier Chapelle SRL(1)	**Non-executive Director – Permanent representative: Olivier Chapelle (60)** Olivier holds a Master in Mechanical Engineering from the Louvain-la-Neuve University and a License in Business Administration from the Solvay Business School. After having held operational roles in international companies such as GlaxoSmithKline, Owens Corning, and Faurecia, he joined Recticel in 2010 as Director and Chief Executive Officer until August 2023. He is currently the Chairman of Schréder, a Director and Member of the Remuneration & Nomination Committee of Cofinimmo, a Director and investor in 2 scale-up companies, and an Advisor to Sofindev Private Equity Partners.	2024	June 2028
Norawild SRL	**Independent Director – Permanent representative: Thierry le Grelle (49)** Thierry le Grelle holds a Master in Business Engineering from the Solvay Brussels School of Economics and Management. He is currently co-Chairman of Tom&Co, a leading pet care retailer, which he acquired from the Delhaize Group through a management buy-in in 2016. He previously held the roles of CFO and CEO, where he oversaw the company's carve-out, transformation and growth. Prior to this, Thierry spent 13 years in investment banking at Lazard as Managing Director, specializing in mergers and acquisitions across the consumer, retail, and industrial sectors. He also advised private equity firms and family offices in major transactions, working out of Paris, London, and Amsterdam. Thierry began his career in investment banking at ABN Amro in Amsterdam. In addition to his role at Tom&Co, Thierry serves as a board member of Finasucre, an agro-industrial holding company, and is Chairman of the Queen Paola Foundation.	2024	June 2028
Alcamara SRL	**Non-executive Director – Permenent representative : Charles-Antoine Leunen (49)** Charles-Antoine Leunen obtained a Master of Laws at the KU Leuven in 1996 and a LL.M./Business degree from Northwestern University School of Law and JL Kellogg School of Management in 1999. He is a member of the Brussels Bar and was a partner at international law firm Linklaters LLP until 2024, where he specialised in corporate and finance matters for investment holding companies and industrials. He was a member of the legal and regulatory committee of Invest Europe. He is a research fellow in insolvency law at the KU Leuven. Charles-Antoine is also a director of Crédal SCES and a member of the Supervisory Committee and of the Impact & ESG Committee of Junction Growth Investors.	2025(2)	June 2028

(1) Director appointed upon proposal of majority shareholder.
(2) The mandate is effective as of 20 January 2025.

The Board of Directors meets at least six times a year. Additional meetings are held occasionally if necessary. The Board of Directors' decisions are taken by a majority of the votes, the Chairman having a casting vote in case of a tie. In 2024, the Board met 10 times. All Directors attended the meetings that were fixed in advance, as well as the more occasional meetings.

1.1.3. TENURE OF DIRECTORS

One mandate expired in 2024: Mr. Nicolas D'Ieteren, renewed for a duration of five years. Three Directors resigned in 2024 following the Family Shareholding Reorganization : SPDG represented by Mr. Denis Pettiaux, Mr. Olivier Périer and Gema SRL represented by Mr. Michel Allé. Three new Directors were coopted in 2024: Olivier Chapelle SRL represented by Mr. Olivier Chapelle ; Norawild SRL represented by Mr. Thierry le Grelle ; and Alcamara SRL represented by Mr. Charles-Antoine Leunen.

1.1.4. COMMITTEES OF THE BOARD OF DIRECTORS

Composition (at 31/12/2024)	Audit Committee[1]	Nominations and Remuneration Committee[1]	Strategic Committee
Chairman	Frédéric de Vuyst[2]	Nicolas D'Ieteren	
Members			Nicolas D'Ieteren
	Cécile Bonnefond[3]	Pierre-Olivier Beckers[4]	Frédéric de Vuyst[2]
	Hugo De Stoop[6]	Allegra Patrizi[5]	
		Cécile Bonnefond[3]	

(1) The members of the Audit Committee and the members of the Nominations and Remuneration Committee have the expertise required by law in accounting and audit matters and in remuneration policy respectively in view of their respective education and management experience in industrial and financial companies.
(2) Permanent representative of Nayarit Participations SA.
(3) Permanent representative of CB Management SARL unipersonelle. Independent Director.
(4) Permanent representative of Pierre-Olivier Beckers SRL. Independent Director.
(5) Permanent representative of Allegra Patrizi Unipersonnelle. Independent Director.
(6) Permanent representative of HECHO SRL Independent director.

The Audit Committee met six times in 2024. All meetings were held in the presence of the Statutory Auditor. All of its members attended all of the meetings.

The Nominations and Remuneration Committee met five times in 2024. All of its members attended all of the meetings.

The Strategic Committee met 7 times in 2024.

Each Committee reported on its activities to the Board of Directors.

1.1.5. FUNCTIONING OF THE COMMITTEES

Audit Committee

On 31 December 2024, the Audit Committee was comprised of three non-executive Directors, two of which were independent Directors. The Audit Committee's primary role is to monitor the Company's financial and non financial information and supervise the risk management and internal controls systems of the Company and its key subsidiaries. The Audit Committee reviews the Statutory Auditor's reports on the half-year and annual financial statements of the Company and of the portfolio companies. The Audit Committee meets at least four times a year, including at least once every six months in the presence of the Statutory Auditor, and reports on its activities to the Board of Directors. At least two specific meetings are dedicated to the supervision of the risk management, internal controls systems and ESG reporting. The Statutory Auditor, KPMG, reappointed by the Ordinary General Meeting of May 25, 2023, has outlined the methodology for auditing the statutory and consolidated accounts as well as the applicable materiality and reporting thresholds. The Audit Committee's charter adopted by the Board of Directors is set out in Appendix I of the Governance Charter published on the Company's website.

Nominations and Remuneration Committee

On 31 December 2024, the Nominations and Remuneration Committee was comprised of four Directors, including the Chairman of the Board of Directors, who presides over the meetings and three independent Directors.

The role of the Nominations and Remuneration Committee is as follows:

- To make proposals to the Board of Directors relating to appointments of non-executive Directors, the CEO, and based on a proposal by the CEO, the other members of the Executive Committee and the CEOs of the Group's key subsidiaries, and ensure that the Company has formal, rigorous and transparent procedures to support these decisions.
- To make proposals to the Board of Directors relating to the remuneration of the non-executive Directors, the CEO, and, based on a proposal by the CEO, the other members of the Executive Committee and the CEOs of the Group's key subsidiaries, and ensure that the company has formal, rigorous and transparent procedures to support these decisions.
- To regularly review the procedures, principles and policies relating to the appointment and remuneration of managers of the Company and the Group's key subsidiaries, and to coordinate with the existing Nominations and Remuneration Committees within the Group's key subsidiaries.
- To prepare the remuneration report and policy and to comment on it during the Annual General Meeting.

The Nominations and Remuneration Committee meets at least four times a year and reports on its work to the Board of Directors. The Committee's Charter adopted by the Board of Directors is set out in Appendix II of the Governance Charter available on the Company's website.

Strategic Committee

The Strategic Committee meets at least once a month and brings together the Chairman and Deputy Chairman of the Board of Directors. The members of the Executive Committee are permanent guests. At the level of the Group and its subsidiaries, and subject to the Board of Director's competence to determine the Company's strategy, the Strategic Committee's role is to consider the Group's development priorities, to analyse the long-term strategies and objectives of the Group, to examine the progress of strategic projects, to analyse future investments and divestments, to monitor progress of the Group's businesses, and to prepare strategic points for discussion and decision at the Board of Directors meetings. The Strategic Committee's Charter, adopted by the Board of Directors, is set out in Appendix III of the Company's Governance Charter available on the Company's website.

Policy on conflict of interest

Without prejudice to the provisions on conflicts of interests contained in article 7:96 and 7:97 of the Company Code, the Corporate Governance Charter (Annex 5) describes the Company's policy on transactions or other potential contractual relations between the Company, including affiliated companies, and Directors, in cases where these transactions or other contractual relations are not covered by legal provisions on conflicts of interest.

Evaluation of the Board of Directors and its Committees

The Board of Directors and its Committees assess on a regular basis, and at least once every three years, their size, composition, procedures, performance and their relationships with management, as well as the individual contribution of each Director to their overall functioning in order to constantly improve the effectiveness of their actions and the contribution of those actions to the Group's proper governance.

The Board of Directors and its Committees carried out an assessment exercise during the first quarter of 2022. This process was conducted with the help of an outside professional who interviewed all Directors and members of the Executive Committee. A summary of the interviews was presented to the Board of Directors along with clear recommendations for the Board of Directors' consideration.

1.2. Group Executive Management

The members of the Executive Committee are responsible for the day-to-day management of the Company. On 31 December 2024, the Group Executive Committee was comprised of the Group CEO (Chairman of the Group Executive Committee), the Group Chief Investment Officer (CIO), the Group Chief Financial Officer (CFO), and the Group Chief Legal Officer (CLO).

Composition of the Executive Committee on 31 December 2024		Start of mandate
Francis Deprez (59)	**Chairman of the Executive Committee - CEO** Degree in Applied Economic Sciences (UFSIA Antwerp) and Master's in Business Administration (Harvard Business School). Associate (1991-1998) and Partner (1998-2006) at McKinsey & Company Belgium. In the Deutsche Telekom Group, served as Managing Director of the Center for Strategic Projects (2006-2011), Chief Strategy and Policy Officer of Deutsche Telekom AG (2007–2011), member of the Supervisory Boards of T-Mobile International (2007-2009) and of T-Systems International (2008-2011), Chief Executive Officer of Detecon International GmbH (2011-2016). Director at Belron and TVH. Chairman of the Boards of D'ieteren Automotive, Moleskine and PHE.	2019 (CEO) 2016 (as a member of the Executive Committee)
Edouard Janssen (46)	**Member of the Executive Committee – CFO** Edouard Janssen joined D'ieteren Group on September 1st, 2023, as Group CFO and Member of the Executive Committee. He is currently a member of the Board of Directors or permanent guest at the D´ieteren Group entities. Edouard Janssen started his career at Morgan Stanley in London. Between 2005 and 2021, he spent most of his career in different financial and executive management roles at Solvay, based in different worldwide geographies. He is currently a Board member at Syensqo and Union Financière Boël. Edouard Janssen holds a M. of Sc. in Finance and Management from the Solvay Brussels School of Economics and Management (with Magna cum Laude and Prix de Barsy, 2000) and an MBA from Insead (2009).	2023
Amélie Coens (48)	**Member of the Executive Committee – CLO** Amélie Coens graduated from law school (Université Libre de Bruxelles) in 1999 and spent a year studying intellectual property law at the Katholieke Universiteit Brussel. She was as a lawyer for five years at Clifford Chance in Brussels where she practised mainly corporate law and M&A. In 2006, she joined the Dexia Group as Executive Advisor to the CEO, and from 2009 to 2015, she was General Secretary and Head of Legal at the investment firm Petercam. She joined D'ieteren Group in 2015 as Chief Legal Officer. Today, Amélie is also in charge of HR at D'ieteren Group and Board member of Moleskine and D'ieteren Immo.	2023
Nicolas Saillez (53)	**Member of the Executive Committee – CIO** Nicolas was appointed Chief Investment Officer and joined the D'ieteren Group Executive Committee in September 2023. As Chief Investment Officer, Nicolas heads the Investment Team in its efforts to find new investment opportunities across all verticals and is also responsible for large M&A, financing exercises, or changes in capital structure at existing portfolio companies. He is a member of the Board of Directors of Belron, PHE, and Moleskine. Prior to joining D'ieteren Group in 2015, Nicolas started his career in M&A at BNP Paribas and PwC. He then worked in London in a venture capital firm, joined ING investment bank (ING Barings) in the Telecommunications and Tech Group, and then became Head of M&A at Proximus. Nicolas holds a degree in Economics from LSM (Louvain School of Management), is a certified European Financial Analyst, and has an MBA from the London School of Economics, NYU Stern, and HEC Paris.	2023

The members of the Group Executive Committee act collegially. At the Group level, they are in charge of origination, monitoring and developing the Group's activities, human resources, finance, financial and non-financial communication, investor relations, treasury, M&A, sustainability, digital, legal and tax matters.

1.3. Executive Management of the six businesses

D'leteren Group owns six businesses which each have their own executive management structure: D'leteren Automotive, Belron, TVH, PHE, Moleskine and D'leteren Immo.

D'leteren Automotive, has a board of directors comprised of six directors: five appointed by the Company, and the CEO of D'leteren Automotive.

Belron, of which the Company owned 54.79% of the voting rights on December 31, 2024, has a board of directors comprised of ten directors: five who are appointed by the Company, two appointed by CD&R (minority shareholder in Belron), one appointed by H&F (minority shareholder in Belron) and the current CEO and the former CEO of Belron. The Belron board of directors is chaired by the Chairman of the Company's Board of Directors.

TVH, of which the Company owned 40% of the voting rights on December 31, 2024, has a board of directors comprised of nine directors: four who are appointed by Wehold (majority shareholder in TVH), three appointed by the Company, one independent chairman and one independent director.

PHE, in which the Company owned 91.3 % of the voting rights on December 31, 2024, has a board of directors comprised of seven members: five appointed by the Company, as well as the PHE CEO and CFO.

Moleskine, a wholly-owned subsidiary of the Company, is governed by a board of directors comprised of five directors: four appointed by the Company, and the Moleskine CEO.

D'leteren Immo, a wholly-owned subsidiary of the Company, is managed by a board of directors comprised of three directors: two appointed by the Company, and the CEO of D'leteren Immo.

1.4. External Audit

The external audit is conducted by KPMG Réviseurs d'Entreprises, represented by Axel Jorion, whose mandate to audit the statutory and consolidated accounts for 2023, 2024 and 2025 was renewed at the Ordinary General Meeting of May 25, 2023.

The total fees charged by the Statutory Auditor and linked companies for the work carried out in 2024 on behalf of D'leteren Group SA/NV and affiliated companies amounted to EUR 10.2 million, excluding VAT and excluding the audit on sustainability information according to CSRD. Details of the fees are included in the annexe of the 2024 Consolidated Financial Statements (note 30 of the consolidated financial statements).

1.5. Deviation from the 2020 Belgian Code of Corporate Governance

The Company deviates from the following provisions of the 2020 Code:

1.5.1. DEVIATION FROM PROVISION 5.6.

Some directors may be appointed for a term exceeding four years. This is justified by the fact that those directors represent the long-term family shareholders. It furthermore allowed to prevent that too many director mandates expire at the same time.

1.5.2. DEVIATION FROM PROVISION 7.6.

The Directors only receive a fixed remuneration, without any grant of shares. This is justified by the fact that the investment policies of the Company adequately foster a long-term perspective. In addition, several Directors already have a large exposure to the evolution of the Company's value, considering the number of shares they own directly or indirectly.

1.5.3. DEVIATION FROM PROVISION 7.9.

There is no requirement for the members of the Executive Committee to hold a minimum number of shares in the Company. This is justified by the fact that the investment policies of the Company adequately foster a long-term perspective. In addition, the grant of stock options adequately ensures the alignment of interests between the members of the Executive Committee and all shareholders.

2. Diversity

D'leteren Group aims to put diversity at the heart of its Board of Directors and Executive Committee. This means having directors who differ in terms not only of their background, education, age and gender, but also in their independence, experience and professional expertise. Such diversity will ensure a range of perspectives, insights and the critical thinking that are essential to enabling efficient decision-making and good governance. Enhancing diversity at the Board of Directors and Executive Committee levels also increases the pool of potential candidates and helps to attract and retain talent.

The Nomination and Remuneration Committee reviews and assesses the composition of the Board of Directors and the Executive Committee, and advises the Board of Directors on the appointment of new Board members and Executive Committee members, as well as the the renewal of any existing mandates. During this process, the Nomination and Remuneration Committee considers candidates on merit, without losing sight of the need for diversity (including criteria such as background, education, age, gender, independence (for potential Board members), professional skills, length of service and differing professional and personal experience).

In terms of gender diversity, the Board of Directors aims to comply with legal requirements by having at least one third of the underrepresented gender on the Board. This target has been achieved since May 31, 2018. As at December 31, 2024, the Board of Directors had twelve members, four of whom were women.

Reference is made to section 1 of the Corporate Governance Statement regarding other diversity criteria (age, length of service, education and professional experience) in relation to the members of the Board of Directors and the Executive Committee as of December 31, 2024.

3. Remuneration Report

The remuneration of the Directors and the members of the Executive Committee for 2024, is detailed in this report. Such remuneration is in accordance with the remuneration policy which was approved by the 2021 annual shareholders' meeting by a majority of 83,81% of the votes cast without any specific comments made by shareholders.

3.1. Remuneration of non-executive Directors

A total of EUR 1,783,333 was paid to the Directors in 2024, broken down as indicated in the table below. No other remuneration or benefit, loan or guarantee was granted to them by the Company. All Directors qualify as non-executive Directors.

2024 (in EUR)	Base remuneration	Specialised Committees	Subsidiaries	Total remuneration
D'Ieteren N.	260,000	All in	All in	260,000
Périer O.	210,000	All in	All in	210,000
P.-O. Beckers SRL	80,000	40,000	-	120,000
CB Management SARL (Bonnefond C.)	80,000	80,000	40,000	200,000
HECHO SRL (De Stoop H.)	80,000	40,000	-	120.000
Gema SRL (Allé M.)	80,000	-	-	80,000
Nayarit Participations SA (de Vuyst F.)	80,000	70,000	80,000 (1)	230,000
Sioen M.	80,000	-	-	80,000
SPDG (Pettiaux D)	80,000	40,000	80,000	200,000
Allegra Patrizi Unipersonnelle	80,000	40,000	-	120,000
Diligencia Consult SRL (Govaerts D.)	80,000	-	-	80,000
LSIM SA (de Limburg Stirum W.)	80,000	-	-	80,000
Olivier Chapelle SRL (Chapelle O.)	3.333	-	-	3.333
Total	**1,273,333**	**310,000**	**200,000**	**1,783,333**

(1) Remuneration perceived by Minerva Société de Gestion et de Conseil SRL represented by Frédéric de Vuyst.

3.2. Remuneration of the members of the Executive Committee

The remuneration granted to the members of the Executive Committee in 2024 was reviewed by the board of directors on 5 March 2024. The components of their remuneration are detailed below.

As regards the variable remuneration related to 2024, the board of directors, on the basis of the recommendations from the Nominations and Remuneration Committee, approved on 10 March 2025 the relevant amounts in light of the achieved targets, as also detailed below.

3.2.1. ANNUAL FIXED BASE REMUNERATION

In 2024, the Chief Executive Officer earned an annual fixed base remuneration of EUR 770,000, the Chief Financial Officer earned a fixed base remuneration of EUR 500,000, the Chief Investment Officer earned a fixed base remuneration of EUR 450,000 and the Chief Legal Officer earned a fixed base remuneration of EUR 291,000.

3.2.2. VARIABLE REMUNERATION

Annual bonus

For 2024, the Chief Executive Officer earned an annual bonus of EUR 655,463, corresponding to approximately 85% of his 2024 fixed base remuneration. The Chief Financial Officer earned an annual bonus of EUR 374,550, corresponding to approximately 75% of his 2024 fixed base remuneration. The Chief Investment Officer earned an annual bonus of EUR 340,500, corresponding to approximately 76% of his 2024 fixed base remuneration. The Chief Legal Officer earned an annual bonus of EUR 126,000, corresponding to approximately 43% of her 2024 fixed base remuneration. These amounts were paid in March 2025.

The 2024 annual bonuses were based on the levels of achievement in 2024 of two collective financial criteria (being profit before tax group share and free cash flow group share compared to budget), as well as individual non-financial criteria. Five individual non-financial targets were assigned to each member of the Executive Committee. These targets related to amongst other HR, governance, ESG, investor relations, origination, and portfolio management matters. They were qualitatively assessed by the Board of Directors. Half of the annual bonus depends on the financial targets, while the other half depends on the non-financial targets.

For 2023, the Chief Executive Officer earned an annual bonus of EUR 577,500, and, pro rata the beginning of their appointment as members of the Executive Committee, the Chief Financial Officer earned an annual bonus of EUR 115,500, the Chief Investment Officer earned an annual bonus of EUR 115,500 and the Chief Legal Officer earned an annual bonus of 32,583. These amounts were paid in March 2024. Please refer to the remuneration report published in 2024 for more information.

Cash LTI

Members of the Executive Committee are eligible to receive a cash amount corresponding to a percentage set within a range of approximately 15% to 45% of their annual fixed base remuneration if the following targets are achieved over a period of three years:

- a minimum financial gain for the shareholders that resulted from the appreciation of the share price plus any dividends paid by the Company to the shareholders ("Total Shareholder Return" or "TSR"), as set by the Board of Directors;
- the annualised TSR being higher than the MSCI Gross World Index CAGR; and
- a limited number of environmental, social and corporate governance (ESG) targets that are particularly relevant to the Group (as qualitatively assessed by the Board of Directors).

Regarding the 2022-2024 Cash LTI, on the basis of recommendations from the Nominations and Remuneration Committee, on 10 March 2025 the board of directors approved the following amount to be paid: EUR 350,000 to the Chief Executive Officer. This amount was based on an assessment of the three targets over the period 2022 - 2024 which had all been met.

In 2024, a new three-year (2024-2026) Cash LTI was granted to the Chief Executive Officer, the Chief Financial Officer, the Chief Investment Officer and the Chief Legal Officer. The target 2024-2026 Cash LTI amounts to EUR 350,000 for the Chief Executive Officer, EUR 150,000 for the Chief Financial Officer, 150,000 EUR for the Chief Investment Officer and EUR 50,000 for the Chief Legal Officer. The corresponding amount will be paid, if the targets are met, at the end of the year 2026.

Stock Option LTI

In 2024, 34,196 stock options were granted to the Chief Executive Officer, 23,877 stock options were granted to the Chief Financial Officer, 22,112 stock options were granted to the Chief Investment Officer and 12,170 stock options were granted to the Chief Legal Officer.

The exercise price of the stock options is EUR 164. In principle, the options may be exercised from 1 January of the 4th year following the date they were granted and up until the end of the tenth year following their grant.

Additional details on the Stock Option LTI are provided in note 9 of the consolidated financial statements.

Pension and other benefits

In 2024, the Company covered the contributions to disability insurance, life insurance and pension schemes with respect to the Chief Executive Officer for an amount of EUR 154,000, with respect to the Chief Financial Officer for an amount of EUR 100,000, with respect to the Chief Investment Officer for an amount of EUR 90,000 and with respect to the Chief Legal Officer for an amount of EUR 58,175.

3.2.3. STOCK OPTIONS GRANTED, EXERCISED AND EXPIRED IN 2024

Name position	Transactions in 2024		
	Options granted	Options exercised	Options expired
Chief Executive Officer	34,196	20,000	0
Chief Financial Officer	23,877	-	0
Chief Investment Officer	22,112	20,000	0
Chief Legal Officer	12,170	5,000	0

3.2.4. GENERAL OVERVIEW OF THE REMUNERATION

2024 (in EUR)	CEO	CFO	CIO	CLO	Total
Annual Fixed base remuneration	770,000	500,000	450,000	291,000	2,011,000
Annual bonus	655,463	374,550	340,500	126,000	1,496,513
Cash LTI (pay-out 2022-2024)	350,000	N/A	N/A	N/A	350,000
Contribution to disability, pension and life insurance	154,000	100,000	90,000	58,175	402,175

3.2.5. ANNUAL CHANGE OF THE REMUNERATION AND PAY RATIO

The table below provides an overview of the annual change of remuneration for the Directors, the Executive Committee members and the employees (average on a full-time equivalent basis). It also provides an overview of the annual performance evolution of the Company.

Annual change in %	2020 vs 2019	2021 vs 2020	2022 vs 2021	2023 vs 2022	2024 vs 2023
Remuneration of the (non-executive) Directors (total)					
	-26.5%	+32.7%	+11.65%	+14.97%	+5.52%
Remuneration of the Executive Committee (total)					
Type of remuneration					
All remuneration excluding stock options[1]	+3.7%	+19.1%	+12.7%	+14.7%	+ 15.7%
Stock options[2]	+18.8%	-5.3%	+/-0%	-18.52%	+25.94 %
Company's performance					
Adjusted consolidated result before tax[3][4]	+11.2%	+52%	+50.9%	+28.1%	+9.6%
Average remuneration on a full-time equivalent basis of employees[5]					
Employees of the Company	-5.8%	+13.6%	+13.1%	+15.56%	-11.80%

Explanatory notes
(1) This includes the (i) annual fixed base remuneration, (ii) annual bonus paid, (iii) paid-out cash LTI (iv) contribution to disability, pension and life insurance and (v) exceptional payments linked to strategic projects.
(2) In terms of number of stock options.
(3) Numbers on a comparable basis in function of the Company's shareholding in Belron.
(4) On a post IFRS16 basis.
(5) The average employee remuneration is calculated on the basis of the Company's employees as of 1 January 2024.

The ratio 2024 between the highest pay and the lowest pay at the Company is 64.05.

4. Internal Control and risk management

D'leteren Group and its operating businesses operate in a constantly changing environment which exposes them to multiple risks.

In order to protect their reputation while ensuring sustainable success and the achievement of corporate targets, D'leteren Group and its businesses have in place comprehensive risk management and internal control systems in place.

These systems have three main goals:

- Detect and identify risks at an early stage;
- Assess the probability and potential impact of these risks;
- Implement adequate mitigating measures.

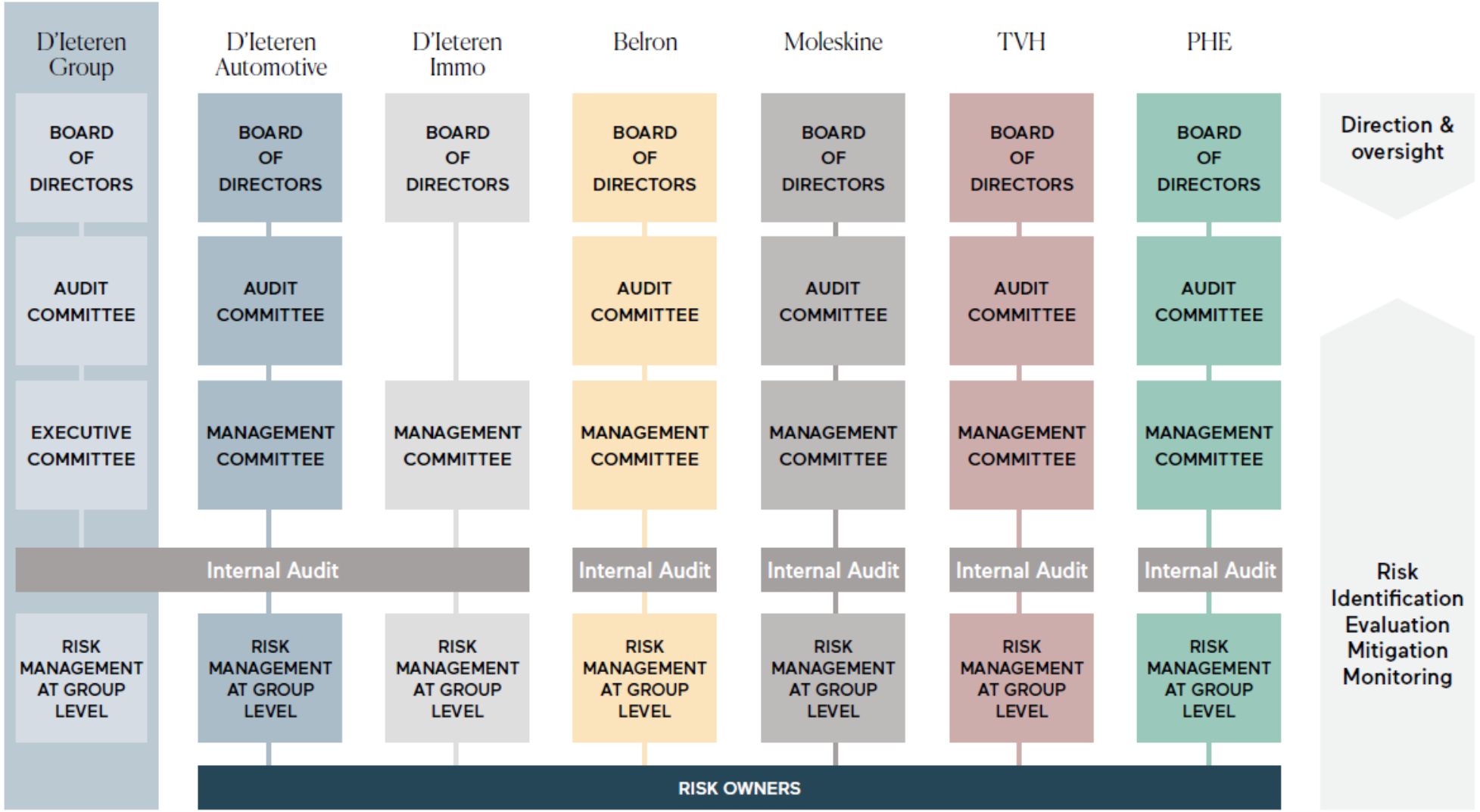
D'leteren Group manages the risks following the principle of three lines of defence:

- At the operational and risk management level of each business;
- At risk management, compliance & legal levels (Group and businesses);
- As part of the businesses' and the Group's Internal Audits.



4.1. Risk management governance structure and responsibilities

The organisational structure at the level of D'Ieteren Group and the businesses ensures the appropriate delegation of authorities to management and a separation of duties. Governance structure is composed of three bodies that are operating independently: the Board of Directors, the Audit Committee, and the Executive Committee.



4.1.1. D'IETEREN GROUP

Board of Directors

The Board performs its control duties by:

- ensuring that D'Ieteren Group's businesses correctly perform their own control duties and that Committees entrusted with special duties and control tasks (such as the Audit Committee and Nomination and Remuneration Committee) are put in place and function properly, and
- ensuring that reporting procedures are implemented to allow the Board to follow up the entities' activities at regular intervals, notably regarding the risks they face.

Audit Committee

The Board of Directors is assisted by the Audit Committee in the exercise of its control responsibilities for the company's entities. This control focuses in particular on the financial and non-financial information distributed to shareholders and to third parties and the monitoring of the different risk management and internal control mechanisms.

The Group Audit Committee receives regular reports on the work carried out by the Audit Committees of each business before itself reporting to the Board.

Executive Committee

The members of the Group Executive Committee act collegially and are also responsible for risk management and are owners of specific risks at the Group level, amongst other.

External Audit

By being responsible for conducting independent assessments of the Group's financial statements and disclosures, as well as for confirming that these give a true and fair view of the Group's financial position, external auditors can help identify potential risks and are therefore key in the risk control process.

4.1.2. AT THE LEVEL OF THE BUSINESSES

D'Ieteren Automotive

Risks are monitored at the level of the Audit Committee, which met four times in 2024. The Committee is chaired by D'Ieteren Group's CFO and includes D'Ieteren Automotive's CFO, ad-hoc members and participants both from D'Ieteren Automotive and from D'Ieteren Group, as well as D'Ieteren Automotive's Head of Internal Audit. The external auditor is also invited. The risk mapping is prepared by the Risk, Compliance and Whistleblowing Officer and is approved by the Audit Committee.

Department managers, team leaders, and employees who are directly involved in executing business processes are responsible for risk management on a day-to-day operational level.

D'Ieteren Immo

The real estate assets are grouped under a single legal entity (D'Ieteren Immo S.A.). It has its own Board of Directors and Management Committee. The Board of Directors reviews the risk policy once a year and oversees the risk management throughout the year.

Belron

The Enterprise Risk Management Steering Committee, which is responsible for monitoring risk management activities, and challenging / debating the risk profiles for Business Units and Functions, met monthly throughout the year. Insight from both the emerging risk process and Enterprise Risk Management Steering Committee is reported into the Executive team, who have reviewed and debated the key risks to the businesses, and to the Audit Committee, which met four times in 2024. The Committee is chaired by D'Ieteren Group's CFO and includes a representative from CD&R. Other (invited) participants include Belron's CFO, and Director of Risk and Internal Audit.

Moleskine

Risks are monitored by the Audit Committee, which met four times in 2024. The Audit Committee is chaired by D'Ieteren Group's CIO and it includes Moleskine's CFO, other ad-hoc members (both from Moleskine and from D'Ieteren Group) and Moleskine's Head of Internal Audit as permanent observer. The Committee approves the Risk Map prepared by the Head of Internal Audit after having gathered inputs from the leadership and the shareholder's representatives.

In addition to the internal model, Moleskine has also an external Supervisory Body that oversees the functioning of and the compliance with the "Organisational, Management and Control Model" adopted to prevent crimes provided for in the Legislative Decree no. 231/2001. The outcome of the Supervisory Body's activities is summarized every year in a report sent to Moleskine's Board of Directors. The Supervisory Body is composed of an external member.

TVH

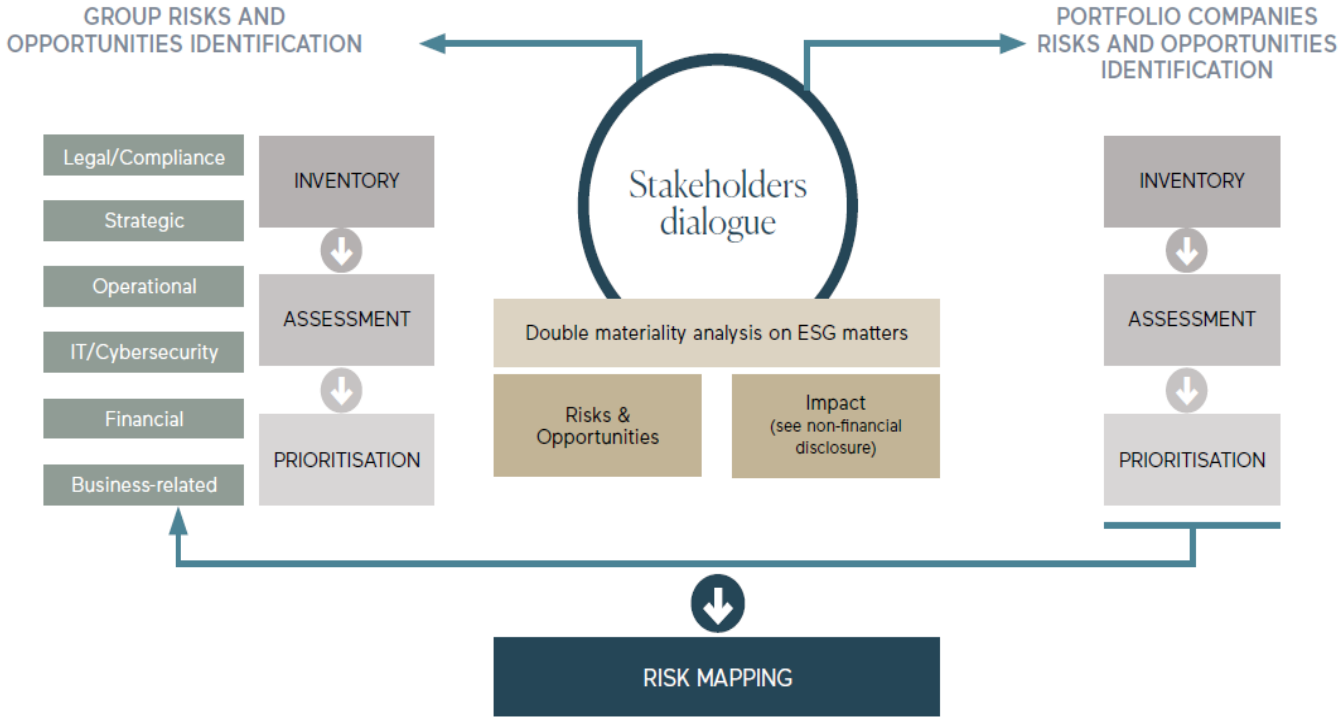
Since the entry of D'Ieteren Group in the capital of TVH, the Board of Directors of TVH has hired a Risk Expert the risk management process is defined. An Audit Committee chaired by the CFO of D'Ieteren Group has been set up and meets quarterly and includes TVH's CEO and CFO and the external auditor as permanent invitees. The Internal Audit has been established and the Internal Audit plan, approved by the Audit Committee, is being executed.

PHE

Risk management and internal control are overseen by the Audit Committee which met four times in 2024. This committee is chaired by a Director appointed by D'Ieteren Group and includes PHE's CEO and CFO, ad-hoc members and participants from PHE and from D'Ieteren Group, as well as PHE's Director of Internal Audit and External Auditors. This Committee ensures the appropriateness, reliability and implementation of the Group's internal control procedures, as well as the procedures designed to identify and manage risks related to its business and its accounting and financial information.

4.2. Risk management process (Group)

4.2.1. RISKS (AND OPPORTUNITIES) IDENTIFICATION / MAPPING



The cornerstone of D'Ieteren Group's risk management is to ensure that the major risks faced by the Group and its operating businesses have been identified and assessed, and that there are controls either in place or planned to manage them. D'Ieteren Group lets each of its operating businesses full management autonomy on their risk management processes under the supervision of the respective Audit Committees and Boards. However, in the context of its own risk management, the Group keeps a close eye on the risks and opportunities specific to each business, and the risks where the Group can mitigate by specific actions, or on which the Group wants to put emphasis on, are accounted for in the Group's risk mapping. This supervision is guaranteed by the presence of a representative of D'Ieteren Group in each Audit Committee. The processes of risk mapping inside each business, even if different in their methodology, are articulated in three same steps:

Risk inventory

Risks are inherent to any business. Each operating businesses identifies its key risks and opportunities by assessing events that could affect future operations and financial returns of the business and by dressing a comprehensive risk inventory. This inventory is dressed on the basis of several dialogues with different internal and external stakeholders. Consequently, environmental, social, and governance (ESG) risks that could have a significant impact on the business are included. This is ensured by close collaboration between the Sustainability and Risk Managers.

At the Group level, the same process is undertaken. It gathers the risks faced by D'Ieteren Group, encompassing those at the corporate level such as risks associated with listed companies, as well as the risks tied to its various businesses that are material to the Group and for which the Group can exercise influence and bring support if needed. ESG aspects are taken into consideration in the process based on the result of the Double Materiality Assessment (For more information on the Double Materiality Analysis process consult the section **IRO-1 - Description of the process to identify and assess material impacts, risks and opportunities,** in the Sustainability Statement).

Risk assessment

In this second step, each risk is described and correctly understood in order to assess its criticality. This assessment process involves the risks owners to leverage subject-matter expertise. Criticality measure is twofold: the potential impact on the organisation and the probability of occurrence. In order to do that, each of our businesses has its own methodology and scale to fit with the reality of its business. The Group also uses its own methodology.

Risk prioritization

For each risk or event, Management identifies its priorities taking into account the criticality and the maturity of its management approach, i.e. the ability to adapt and react to the risk, the urgency of the required response, the time horizon for the potential materialisation of the risk, the type of action necessary, the level of investment in the risk response as well as the acceptance level vis-à-vis residual risks.

4.2.2. MITIGATING PLANS AND REVIEW

On the basis of their risk mapping a mitigating plan is set up by each business. Mitigating actions include for instance the introduction of strict procedures and policies, Business Continuity and Disaster Recovery Plans, Cybersecurity materiality and maturity assessments, regular reporting and review of all significant treasury transactions and financing activities, procedures for the authorization of capital expenditure, country visits and discussions with local management. Employees are also informed and trained on these subjects to ensure sufficient risks control. Some risks are also mitigated by environmental and social actions initiated by the businesses as each business is working on its sustainability strategy and monitors its performance on some ESG material topics.

The execution of the plans is, where appropriate, supervised by the Internal Audit teams.

Each year, D'Ieteren Group and its operating businesses conduct a risks review, or, in the case of D'Ieteren Automotive, a periodic risk review depending on the nature of the risks, and update their risk register and the measures proposed to mitigate them.

4.2.3. REPORTING

The Internal Audit Managers of Belron, Moleskine, D'Ieteren Automotive, PHE and TVH, report regularly to their Executive Committees and respective Audit Committees. The outcome of the work carried out to assess the effectiveness and efficiency of risk management practices across the companies is escalated through the Management to the Audit Committee, which meet regularly during the year.

Reporting includes an assessment of the mitigating actions and recommendations. The Chairmen of the Audit Committees present the risk management report to their Board.

Control issues that arise from internal and external audits together with any additional matters are brought to the attention of the Audit Committees.

4.3. Main risks for the Group

The risks listed below represent risks specific to D'leteren Group, including business risks, and for which the magnitude is considered material for the Group as a whole or on which the Group and its engagement towards the businesses may have an influence. It should not be considered as an exhaustive list of the risks faced by the businesses. Some of the risks listed hereunder (Health & Safety and Climate Change) also appeared as material ESG aspects in the Double Materiality Assessment detailed in the Sustainability Statement.

Business risk	
Risk description	**Potential impact**
Risks related to a poor performance of D'leteren Group's businesses or to the materialisation of the risks faced by D'leteren Group's companies. These risks are, amongst others, closely tied to the macroeconomic environment, geopolitical tensions, distinct market and sector dynamics, competitive pressure, regulatory frameworks and changes thereof, high-paced technological and digital transformation and climate change, as set out below.	A poor financial performance of D'leteren Group's existing portfolio businesses or the materialisation of a risk at the business level could impact D'leteren Group's reputation, shareholder value creation and lead to share price underperformance. Investors and analysts could lose their confidence in D'leteren Group if these developments are not transparently communicated. This risk could also lead to write-downs and impairment losses.
Mitigating actions	
- The diversified nature of D'leteren Group's businesses naturally limits the risk of a simultaneous significant negative performance of the companies. - D'leteren Group closely and regularly monitors the financial & non-financial performance of its businesses. - Any (negative) deviation from budgeted performance is being analysed and D'leteren Group suggests action plans to mitigate the impacts at the businesses level or sets priorities. - The Executive and Investment teams of D'leteren Group have established strong relationships with the management teams of each business, fostering ongoing dialogue between the corporate and business teams that encourages open, two-way communication facilitating continuous operational, financial and non-financial performance improvement. - Should the conditions be met to communicate on negative developments impacting the Group's communicated outlook, D'leteren Group would issue a press release and adapt its financial outlook accordingly.	

Governance	
Risk description	**Potential impact**
Risk of a deficient governance (composition and functioning of corporate bodies, decision-making process). Compliance risk related to corporate governance regulations and laws (corporate bodies, remuneration). Compliance with ethical business practices. Governance risks are also associated with corporate culture, as identified in the Double Materiality Assessment. These risks arise from the company's inability to effectively embed its values, norms, and work practices among its employees.	A governance default could lead to a failure to achieve long-term strategic objectives. A deficient governance might lead to an imbalance of the interests of all relevant stakeholders (shareholders, management, employees, clients, suppliers, society, etc.). If D'leteren Group or its businesses fail to comply with applicable laws and regulations or operate unethically it could lead to claims and fines. It could have adverse financial and reputational impact.
Mitigating actions	
- As a listed company, D'leteren Group complies with corporate governance regulations which aim to provide adequate checks and balances in the decision-making processes of the company. D'leteren Group has approved a Corporate Governance Charter which provides clear guidelines for the functioning of the corporate bodies at the Group level. A Corporate Governance Statement is also included each year in D'leteren Group's Annual Report where a detailed review is provided of all corporate governance aspects of the company (including the remuneration of Directors and the Executive team). - D'leteren Group adheres to the 2020 Belgian Code of Corporate Governance and reports every year on any deviation from the recommendations of the Code. - D'leteren Group implemented a Code of Conduct in 2022 and employees receive annual training on the subject. The code covers compliance and ethical aspects. - D'leteren Group's Executive Committee members are Board members at the level of the businesses. The Group ensures that its businesses have governance frameworks and compliance procedures in place and that roles & responsibilities of the different corporate bodies have been formalized and clearly defined. - The Board of Directors at D'leteren Group possesses the necessary competencies in financial and sector-specific expertise. Additionally, the Board and its committees undergo annual training sessions covering specific topics such as ESG.	

Listed companies regulation	
Risk description	**Potential impact**
Risk that laws and regulations, as well as the corresponding reporting requirements governing listed companies are breached. D'leteren Group, as a listed company, is subject to regulations related to financial and non-financial communication, market abuse regulation and corporate governance (see previous risk).	D'leteren Group could face significant fines if laws or regulations are breached. That could lead to a loss of confidence from investors and analysts and D'leteren Group's share price and market capitalisation could be affected. D'leteren Group could fail to attract capital under the form of equity or debt if needed. Non-compliance with non-financial reporting requirements at the level of the businesses could lead to reputational damage, and sanctions from the financial market authorities.

Mitigating actions

- The underlying operations have monthly business reviews where financial performance of the main subsidiaries is assessed.
- The consolidation process is based on a centralized accounting software to ensure consistency across businesses. D'leteren Group's Consolidation team checks that the financial figures of its businesses present a complete, accurate and reliable reflection of their financial performance and position. The Executive Committee checks that the consolidated results are aligned with the guidance provided to the market (if any).
- The statutory and consolidated accounts are audited and signed by the external auditor, who provides a report on these accounts. The whole Sustainability report is subject to limited external assurance and a report from the auditor is also issued.
- The financial and non-financial communication reports and press releases related to the full year, half-year results or other intermediary periods are reviewed by Executive Committee members, the Audit Committee and the Board of Directors prior to publication. They are also reviewed by an external auditor and subject to his signature.
- A CSRD Committee has been established and gathers monthly to track the implementation of the reporting directive and identify challenges on time to be able to tackle them.
- The Group and its businesses closely monitor the evolution of reporting requirements and make sure to be properly staffed with experts in order to comply with these. In addition, trainings sessions, ESG workshops and other events are organized in preparation for additional requirements.
- Policies and trainings are put in place where necessary, such as the Dealing Code to prevent insider trading.
- See previous risk regarding mitigating actions in relation to corporate governance regulation.

Investment / divestment risk	
Risk description	**Potential impact**
Risks related to poor investment / divestment decisions at the corporate level or at the business level. These risks include the following: - Risk of flawed parameters being used to assess investment opportunities (strategic positioning, market growth, profitability, ESG factors, leadership assessment etc.) resulting in potential mispricing of investments or poor decision-making. - Risk linked to specific events (internal or external) which were not identified in due diligence or which occurred only after D'leteren Group's investment, which negatively affect the business and/or operations of the acquired company giving rise to non-performance. - Risks that can arise from an ineffective execution of acquisition projects or the integration of newly acquired companies. - Risk of not divesting an investment at the appropriate time resulting in D'leteren Group failing to maximise profits or minimise losses in a given opportunity.	Strategic M&A projects entail significant operational, financial and reputational risks. Poor investment or divestment decisions could impact shareholder value creation and lead to share price underperformance and a damage in D'leteren Group's reputation. Investors and analysts could lose their confidence in D'leteren Group.
Mitigating actions	
- For new investments, D'leteren Group has identified a limited number of investment sectors and determined its investment criteria. D'leteren Group has developed a Responsible Investment Charter, outlining a robust governance framework to integrate ESG principles into investment decision-making processes. - For new investments, an in-depth due diligence is carried out in close cooperation with external experts and reviewed by an Investment Committee, the Strategic Committee and the Board of Directors. This due diligence process includes an ESG analysis amongst other streams like IT, Financial, Legal, Commercial, etc. The ESG due diligence takes into account the possible transition and physical impacts of climate change on the potential investment. - D'leteren Group's annual strategic reviews consider the performance and the alignment of the different operating businesses with the Group's strategy and may lead to divestment decisions. - Strong market knowledge as well as strict project management procedures at the business level, supported by the Group's Executive and Investment teams, allow to identify M&A targets, assess potential synergies and to effectively integrate newly acquired targets at the business level. - Continued business and financial performance analyses, strong Investment Team expertise, governance processes and annual strategic review of existing businesses, as well as the respect of PRI* principles significantly reduce the likelihood of detrimental capital allocation decisions.	

Treasury, liquidity & financing	
Risk description	**Potential impact**
Risks related to treasury and liquidity management decisions. These risks include the following: - A lack of control over cash inflows or outflows and poor treasury investments could potentially have a significant impact on D'leteren Group's financial position. - D'leteren Group must have sufficient financial resources (mainly through cash upstreaming from the portfolio companies) to meet its (financial) obligations (liquidity risk), to implement its investment strategy and to provide shareholder returns (notably through dividend distributions and share buybacks). - D'leteren Group must ensure to keep sufficient headroom with regards to its financial covenants.	Poor treasury and liquidity management decisions could lead to a lack of financial resources or difficulties to run the businesses' operations, and, at the Group's level, impact shareholder value creation and lead to share price underperformance. Investors and analysts could lose their confidence in D'leteren Group. This risk could also lead to write-downs losses.
Mitigating actions	
- D'leteren Group's Board of Directors reviews regularly capital allocation decisions based on the risks and opportunities at the corporate and businesses levels. - D'leteren Group invests in activities while maintaining a solid financial structure, as evidenced by its reasonable Loan-to-Value ratio compared to its peers. D'leteren Group's activities are generally financed independently through non-recourse debt. - D'leteren Group has established a central Treasury Committee, which meets at least once every month and its treasury activities have been summarised in a formal treasury policy, approved by the Board of Directors/Executive Committee. The purpose of this policy is to formally establish guidelines and objectives, which will facilitate effective and efficient management of (i) (surplus) cash balances and financial investments and (ii) the corresponding financial risks. The objectives of D'leteren Group's treasury policy are, in order of priority, capital preservation, liquidity of its investments so that funds are readily available for expenditure when needed and return on investments or yield. Only treasury investments compliant with this policy are permitted. - Financial flexibility is ensured through a generally prudent treasury management policy. A treasury policy and reinforcement of the team and governance are in the process of being reviewed. - D'leteren Group closely monitors the adequacy of the cash upstream from its businesses and its financial obligations. All businesses have dividend policies in place allowing for predictable cash upstreaming. - Prior to taking on (additional) financial debt, both the Group and the portfolio businesses make sure to conduct a thorough financial analysis and stress testing to ensure that its financial obligations can be met under all reasonably plausible scenarios. - If and when deemed appropriate, D'leteren Group put hedges in place to limit the interest rate risk. - At the business level, financing and treasury outlooks are established and management teams closely monitor liquidity requirements and debt maturity. These plans are sufficiently prudent and foresee a large headroom in order to largely cover peak liquidity and/or financing needs over the period.	

Health & safety	
Risk description	**Potential impact**
Risks related to health and safety of employees or third parties working for D'Ieteren Group. Risk of serious injuries and accidents at businesses' operations. Risks related to a pandemic outbreak (e.g. Covid-19) and potential lock-downs.	Non-compliance with safety regulations and internal policies, processes, and procedures could lead to serious injury to employees or to third parties. These may in turn lead to days lost, loss of productivity, reputational damage, lawsuits and fines, resulting in significant financial impacts. A pandemic outbreak and the potential related regulations and recommendations from governmental or regulatory bodies could lead to the inability for the businesses to run the operations. Additionally, there is a risk of brand image deterioration in the event of a fatal accident, severe injuries, or an inadequate response to a pandemic.

Mitigating actions

- D'Ieteren Group supports its portfolio companies to comply with all regulations and recommendations issued by governmental or regulatory bodies in terms of health and safety.
- D'Ieteren Group, as active owner, follows closely the measures taken by its businesses with regards to Health & Safety and keeps it high on the review meetings' agendas. Each of the portfolio businesses is committed to continuous investment in the intrinsic safety of the workplace, working methods and safety culture. A striking example of this strong company-wide embedded safety culture is Belron's 'Way of Fitting' process which includes safety standards through its 'Quality starts with Safety' procedures. These methods, specialist tools, extensive training courses for technicians, and assessments are developed and implemented across all locations. Improvement is supported by root cause analysis and targeted campaigns to address causation. Furthermore, Belron has established Global Safety, Health and Wellbeing Standards that have been rolled out across the business, with an associated internal assurance programme in place to monitor and review the implementation and compliance to the Standards.
- Operating personnel at the level of all businesses is equipped and trained to have the safest working environment.
- In case of a global health crisis (e.g. pandemic), D'Ieteren Group and its operating businesses comply with all regulations and recommendations issued by governmental or regulatory bodies in terms of health and safety, also in the case of any event that could impact the safety of its employees (or those of its businesses). Key focus is protecting employees, customers and suppliers and then to prevent disruptions in operations. In addition, there is now an established IT infrastructure in place to guarantee both safe working conditions within physical workplaces and seamless transitions to remote work setups, ensuring the continuity of operations while prioritizing the health and well-being of employees.
- In case of the inability to operate, financial systems and controls at the level of the Group and its businesses allow to focus on cost mitigation measures and strict working capital, capex and financing policies securing and preserving ample liquidity positions.

Talent attraction & retention	
Risk description	**Potential impact**
Risks of failing to attract, motivate, and retain skilled individuals. The potential loss of talents can lead to a depletion of know-how, expertise, and competencies, emphasizing the importance of attracting, motivating, and retaining skilled personnel. Risks of employee dissatisfaction leading to a lower employee engagement, higher churn and absenteeism and potentially to strikes.	At D'Ieteren Group, the departure of key personnel or the failure to attract new talents may impact the monitoring of existing activities and positioning for acquisitions/divestments. Additionally, at the portfolio companies level, such factors as well as potential strikes could have a detrimental effect on strategy execution and financial performance.

Mitigating actions

- D'Ieteren Group strives at offering an excellent working environment to its employees.
- Employee satisfaction surveys are conducted on a yearly basis (at the Group and business levels), which are followed by concrete actions. Development opportunities and trainings are offered to employees.
- Competitive compensation (short- and long-term) packages vs. market are offered. At the Group level, several employees benefit from a stock option plan.
- The Group also supports its businesses in setting-up management long-term incentive plans, succession planning and in the recruitment of C-level positions.
- Employee engagement is also one of the non-financial KPIs required by D'Ieteren Group for all its businesses and is part of the criteria used to determine short-term bonuses of all employees.
- At the business level, established talent and succession planning strategies are in place, that include ongoing review and discussions at country-level, senior leadership and at the Group Executive Committee.
- At the business level, employee satisfaction and engagement are monitored through regular employee surveys. The result of these surveys are shared with the employees and serve as basis for action plans. In addition, the businesses focus on the development and growth of their people through specific initiatives on leadership development, ongoing training and internal promotion processes.

Macroeconomic conditions / Geopolitical risks	
Risk description	**Potential impact**
D'Ieteren Group and its businesses are exposed to macroeconomic conditions (energy shortages, inflation, interest rates, foreign exchange) and to specific risks associated with the sector in which these businesses operate. These risks are managed both at the D'Ieteren Group level and at the level of the business concerned. Difficult economic circumstances can have negative consequences not only for the underlying (implied) valuation of the existing portfolio, but also for the quantity and quality of new investment opportunities as well as for the expected cash upstream from the businesses. Risks that can arise from world geopolitical tensions on operations through the whole value chain of D'Ieteren Group's businesses (e.g. risks that arose from the war in Ukraine).	The Group and its businesses can be negatively financially impacted by a general economic slowdown (less demand for new cars, notebooks, less miles driven, lower usage of equipment for which TVH or PHE distribute parts, ...). The Group and its businesses can be impacted by rising cost inflation, interest rates and by changes in foreign exchange rates. Geopolitical issues can lead to sourcing disruptions or increased sourcing costs, which could have an impact on operations.

Mitigating actions

- The operations have historically proven to be diversified and relatively resilient to economic cycles. Nevertheless, none of the businesses are immune to a severe economic downturn. The businesses are constantly monitoring and responding to changes in market conditions.
- Given their market positioning, the Group's businesses have the ability to mitigate cost inflation through supply diversification, relationship with suppliers and customer price increases.
- Interest rates and foreign exchange exposures are managed and if deemed appropriate, mitigated by relevant financial instruments (hedges, caps, etc.) at both the D'Ieteren Group and business level.
- Financial systems and controls at the level of the Group and its businesses allow to focus on costs mitigation measures and strict working capital, capex and financing policies securing and preserving ample liquidity positions.
- At the business level, macroeconomic developments and potential impact are monitored through ongoing budgetary reviews, including any impact on key performance indicators. This process provides management with a base for decision-making regarding the range of products and services offered, their pricing and the optimum size of the operational platform. This analysis includes ongoing monitoring of early warning signs for macro-economic changes in all business units and regular updates are shared with key stakeholders.

Compliance & Ethics	
Risk description	**Potential impact**
Risks arising from a lack of compliance, among others related to fiscal regulations, anti-money laundering and bribery, GDPR or a lack of compliance with ethical business practices (human rights, labour rights, environmental restrictions, etc) through the whole value chain. See Corporate Governance risk, which also covers ethics.	If D'leteren Group or its businesses fail to comply with applicable laws and regulations or operate unethically it could lead to claims and fines. It could have adverse financial and reputational impact. Not ensuring compliance, particularly regarding fiscal matters and transactions vulnerable to money laundering, may result in both financial penalties and a damaged reputation.

Mitigating actions

- D'leteren Group and its businesses have strong corporate cultures that value integrity and ethical behaviour.
- D'leteren Group aims at raising and maintaining awareness of compliance procedures, fraud and anti-money laundering measures at the Group and business levels.
- Control processes for tax regulation compliance include internal reviews and external audits the D'leteren Group and business levels.
- Codes and procedures, supervised by the Chief Legal Officer, are being implemented and well-advertised internally to ensure compliance with laws and regulations. The evolution of laws and regulations are being monitored on a continuous basis.
- D'leteren Group implemented a Code of Conduct and employees have received a training on the subject. The code covers compliance and ethical aspects. A whistleblowing policy has been implemented and presented to each employee. Similarly, a Code of Conduct is in place or being implemented at the level of the businesses.
- At the business level, data protection specialists have been appointed and various trainings are organized for high risk profile employees who have access to personal data. Actions to protect data and ensure compliance with GDPR including continuous assessment of suppliers as well as a dedicated department in charge of GDPR related topics have been put in place. In addition, the business updates and maintains continuously its privacy processes and procedures.

Market shifts and conditions, brand & reputation	
Risk description	**Potential impact**
Risks associated with changing economic conditions, disruptive technologies, competition, as well as changing consumer habits or behaviour. Risks resulting from a poor service or product quality. Risk arising from the potential that negative stakeholder opinion or negative publicity regarding business practices or any other event or behaviour, or rumour, whether true or not, adversely impacts the perception on the company of the public and other stakeholders. These include the risk of changes in consumer behaviour driven by shifts in automotive or mobility policies, influenced by factors such as fiscal policies and climate change.	Economic conditions, market trends, regulations, and disruptive technologies can influence financial outcomes. Changes in regulations and market trends can affect the sales volume, and pricing. Slow adaptation to changing customer behaviour poses risks to sales and consequently revenues. A negative perception of stakeholders can lead to a higher trading discount, a decline in market capitalisation, difficulties to attract talent, less investment opportunities and constrain the development of the Group's businesses.

Mitigating actions

- As a listed company, D'leteren Group maintains an open and transparent dialogue with investors, soliciting and gathering market feedback from analysts and stakeholders on a regular basis.
- Enterprise risk management is the responsibility of D'leteren Group's Executive Committee. The main risks are identified and presented to the Audit Committee on a yearly basis. Attention points and action plans are put in place to further mitigate the risks. This includes risks that could lead to a reputational damage.
- The Head of Corporate Communication ensures that all communication channels are effectively utilized to disseminate pertinent information to shareholders, stakeholders, and the broader market, fostering trust and transparency. Press articles and other publications are being monitored on a daily basis and any rumour would trigger an appropriate reaction.
- D'leteren Group has ambitious ESG targets and reports its progresses on a regular basis, which are being audited by an external auditor. Regular stakeholder dialogues are being organized in order to better assess stakeholders' expectations or concerns.
- D'leteren Group's corporate communication strategy is in line with its tradition of communicating with parsimony, humility and control and in close cooperation with the businesses.
- At the business level, potential introduction, or changes, to industry regulation are closely monitored, and appropriate responses and actions are subsequently determined.
- Customer satisfaction, which is a management short-term incentive KPI, is closely tracked and frequently analysed at the level of the businesses. Action plans are then put in place in order to further improve customer satisfaction.
- Given the market positioning of D'leteren Group's portfolio businesses, each of the related management teams possesses a very deep knowledge of any market trends and is well positioned to seize potential opportunities arising from the market shifts. Next to changes in customer behaviour, are also changes in supplier behaviour closely monitored. In addition, the businesses maintain a wide and diversified product offering to meet its customers' needs.
- Each of D'leteren Group's portfolio businesses has implemented quality assurance frameworks (e.g. Berlon's 'Way of Fitting', ISO-certifications) in order to reduce the probability of product/service quality issues and, should such a quality issue arise, to detect related issue as quickly as possible.
- At the level of the businesses, close relationships along the supply chain are maintained, allowing to receive information about and to solve potential quality issues as quickly as possible. This provides the opportunity to alert and reduce the potential magnitude and probability of product and service quality related risks.

Cybersecurity

Risk description	Potential impact
Risks of cybersecurity threats, including the potential for prolonged outages or data privacy incidents. Additional concerns encompass information security, cyber-crime, customer platform malfunctions, and obsolescence of critical IT services.	Cyber-attacks or disruptions in customer-facing platforms may lead to business interruptions, ransom payments, and financial and reputational harm. Data leaks and privacy non-compliance can result in fines, reputational damage, and loss of trust from consumers, factories, and employees.

Mitigating actions

- D'leteren Group has a SLA in place with D'leteren Automotive regarding IT. D'leteren Automotive also monitors cybersecurity and technical / software and physical controls are installed. A cyber roadmap has been prepared to enforce controls that protect against cyber threats and prevent compliance / confidentiality breaches.
- Cyber insurances are contracted as appropriate.
- Learning Programmes are in place to raise awareness of employees.
- D'leteren Group and its businesses have implemented security policies governing its IT infrastructure (including hardware, network, websites, ordering platforms, applications and other IT platforms). Furthermore, a range of physical and digital safeguards is employed, designed to provide security around the collection, storage and access of information that it has in its possession.
- D'leteren Group has implemented a cybersecurity maturity assessment of its businesses with the help of a specialized external party. The exercise was conducted for the first time in 2023, and in 2024 a reassessment took place to measure progress and ensure continued attention. The results are shared and discussed with the company CEOs and with D'leteren Group's Audit Committee. D'leteren Group's Digital and Innovation Director facilitates cybersecurity best practice sharing across our companies in terms of cybersecurity through an annual gathering of the Chief Information Security Officers (CISO's) of the businesses.
- D'leteren Group ensures that cybersecurity remains high on the agenda of the management teams of our businesses and is typically on the agenda twice a year on each of our companies' Audit Committees. Management is placing a strong emphasis on (further strengthening) cybersecurity capabilities at both the D'leteren Group and business level, recognizing its critical importance in safeguarding our operations and protecting data.

IT infrastructure

Risk description	Potential impact
A prolonged failure of IT systems / functionality, due to potentially ageing systems in place, could lead to delays in customer service delivery.	IT system and protocol failures can also cause business disruptions, negatively impacting sales and financial results. IT failure or inefficient disaster recovery plans could lead to a decline in service levels and customer satisfaction and, hence, to reputational damage and potential compliance breaches.

Mitigating actions

- IT infrastructure is a key priority for D'leteren Group and its businesses, serving as the backbone for operational efficiency, innovation and customer satisfaction. By investing in and maintaining its IT infrastructure, the Group is committed to supporting its businesses in achieving their strategic objectives and adapting to an increasingly digital landscape.
- At the business level, disaster recovery plans are in place for all key systems across the business, these continue to be reviewed to assess their adequacy and identify any areas of improvement. There are also established global incident and problem management processes in place to support key IT infrastructure. In addition, the businesses keep investing in safety protocols, regular audits, and monitoring systems in order to reinforce and further secure the operational environment, aimed at enhancing shareholder value through sustained excellence.
- D'leteren Group regularly reviews the adequacy of existing ERP systems at the business level, in order to ensure they remain aligned with the organisation's operational needs and strategic goals. These periodic assessments help identify opportunities for optimization, ensure scalability, and maintain the efficiency and reliability of core business processes.

Major Projects & Transformation	
Risk description	**Potential impact**
Risk of the businesses not achieving the intended benefits in major projects due to their extensive scope and complexity. This risk extends to any critical project & transformation plan essential for executing the overall strategy.	Strategic projects pose significant operational, financial, and reputational risks. The company's ability to achieve growth and profit goals is fundamentally tied to the success of these initiatives. Failing to deliver the intended benefits could lead to turnover loss, service delays, and additional costs.
Mitigating actions	
- The businesses have comprehensive governance processes in place with regards to large transformation projects. Experienced project teams are put in place, under supervision of the Management teams of the specific businesses and the Group's Executive Committee. - Major projects are accompanied with external support if needed, and project milestones, as well as financial and non-financial performance metrics are collected, reviewed, and acted upon monthly. - When engaging in real estate projects at D'Ieteren Immo, contractors are requested warranties and are screened with credit reports. In addition, insurance coverage is taken as well.	

Competition law	
Risk description	**Potential impact**
Risks encompass potential breaches of competition laws, prohibiting anticompetitive practices and abuse of dominance, as well as violations of laws and regulations governing consumer-facing businesses.	An infringement could result in legal proceedings, regulatory fines or remedies, damages to affected parties and potential criminal charges.
Mitigating actions	
- Established policies, procedures, and guidance/training related to such risks are in place as appropriate and are updated as necessary. - Internal and external led Competition law audits/assessments are carried out where necessary, across the businesses. Outcomes arising from this assurance work are separately reported to the Audit Committee and/or the Board. - Advice and opinions are also sought from specialist external counsel, as and where thought appropriate.	

Critical infrastructure management	
Risk description	**Potential impact**
Risk of potential catastrophes, resulting from but not limited to natural disasters, firesand explosions at critical sites.	Potential catastrophes at infrastructure situations may pose threats to people's safety, accessibility and operations of critical facilities.
Mitigating actions	
- At the business level several measures have been implemented in order to safeguard critical infrastructure and in related safety protocols: sprinkler coverage and other advance early detection systems have been implemented, investments in comprehensive maintenance programs of water drainage systems, a good level of compartmentation at critical locations is maintained, rigorous training programs for employees and contractors have been implemented and strong collaborative efforts are undertaken with the relevant authorities.	

Supply Chain risks	
Risk description	**Potential impact**
Risk related to the loss of one or more distribution contracts, including D'leteren Automotive with the Volkswagen Group. Risk that the Volkswagen Group might take strategic directions which could harm D'leteren Automotive's interests. Risk of supply chain disruptions.	A change in the relationship D'leteren Automotive has with Volkswagen Group could have a negative financial impact, and lead to redundancies and reputational damage. Supply chain disruption, or harmful decisions taken by a supplier of the businesses, can lead to service delays, business interruption, decreased customer satisfaction and, hence, have negative financial consequences.
Mitigating actions	
- The businesses tend to keep close and open relationships with their suppliers and, where appropriate, diversify their suppliers base. - The relationship with its key supplier is based on D'leteren Automotive's ability to demonstrate its added value through state-of-the-art logistics, the professionalisation of the Belgian dealer network and in-depth knowledge of the Belgian market. A transparent and trust-based relationship allows D'leteren Automotive to always keep an open dialogue with the Volkswagen Group.	

Climate change (adaptation)	
Risk description	**Potential impact**
Physical and transition risks related to climate change. The former relates to damage caused to property, land, and infrastructure by extreme weather and natural disasters. In contrast, the latter relates to regulatory, legal, and market changes associated with a global transition to lower carbon emissions.	Physical risks can lead to increased indirect costs due to infrastructure damage and mitigating actions. They can also reduce revenues by hindering product or service delivery, either through extreme temperatures affecting processes or supply chain disruptions. Additionally, these risks can pose health and safety concerns for workers which can decrease production capacity and increase absenteeism costs. Transition risks, related to policy, legal, and technological changes could have a significant impact on high-emissions industries in our values chains and in the availability of certain resources. Changes in consumer behaviour and attitudes could also impact our businesses.
Mitigating actions	
- D'leteren Group recognizes the importance to assess and manage climate-related risks in a proactive manner. Therefore, D'leteren Group is undertaking since 2021 an analysis of climate change risks (both physical and transition) across its portfolio following the TCFD framework. In the coming years, the aim is to further deepen the understanding of the Group's exposure to these risks and, where necessary, to take appropriate mitigating action (p.202). - As part of the Double Materiality assessment undertaken by D'leteren Group and each of its businesses, climate change mitigation and climate change adaptation risks were assessed. For more information on their environmental approach reference is made to their respective non-financial disclosure.	

5. Capital information

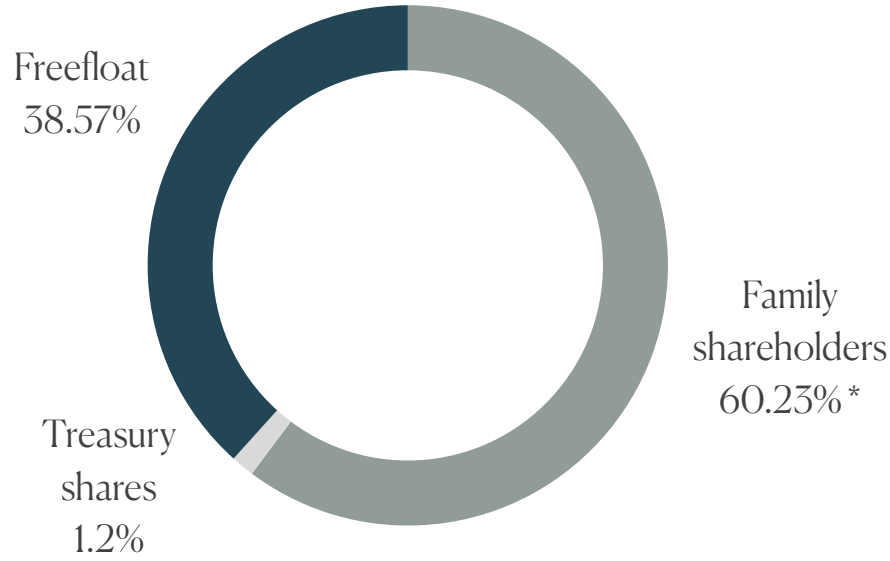
5.1. Denominator

At 31 December 2024	Number	Related voting rights
Ordinary shares	53,708,999	53,708,999
Participating shares*	5,000,000	5,000,000
Total		**58,708,999**

* Participating shares means shares with voting rights and economic rights equal to 1/8th of the dividend and liquidation rights.

5.2. Shareholder structure

At 31 December 2024		In share capital	In voting rights
Family shareholders		60.23%	63.62%
	of which Nayarit Group	49.52%	53.82%
	of which SPDG Group	10.71%	9.8%
Treasury shares		1.2%	1.1%
Freefloat		38.57%	35.28%



* Share Capital

5.3. Disclosure of significant shareholdings (transparency law)

In compliance with article 14, paragraph 4 of the law of 2 May 2007 on the disclosure of significant shareholdings, the Company's shareholding structure as at 31 December 2024, on the basis of notifications received by the Company, is presented in Note 21 of the financial statement.

The Company is not aware of any subsequent notification modifying the information presented in Note 21.

5.4. Elements that can have an influence in case of a takeover bid on the shares of the company

In accordance with Article 74 § 7 of the Law of 1 April 2007 on takeover bids, the Company received on 20 December 2024 a joint notification from the Nayarit group (whose members are listed in Note 21 of the Consolidated Financial Statements, SPDG SA and Olivier Périer, according to which, following the transfer of 8,902,313 shares and 1,250,000 profit shares held by SPDG SA and Olivier Périer to Nayarit Participations SA, Nayarit Participations SA crossed the 50% threshold upwards and SPDG SA crossed the 10% threshold downwards. In this context, the notifying parties also terminated the concert party relationship that has been subject to the transparency notification of 4 November 2008. In addition, call options have been granted by SPDG SA to Nayarit Participations SA. This notification remains relevant at the date of this report.

The Extraordinary General Meeting of 30 May 2024 renewed the authority of the Board:

- To increase the share capital once or several times by no more than EUR 60 million. The capital increases to be decided upon in the framework of the **authorised capital** can be made either in cash or in kind within the limits set by Belgium's Companies and Associations Code, or by incorporation of available as well as non-available reserves or a share premium account, with or without the creation of new shares, either preference or other shares, with or without voting rights and with or without subscription rights. The Board of Directors may limit or waive, in the Company's best interest and in accordance with the conditions determined by the law, the preferential subscription rights to the capital increases it decides upon, including in favour of one or more determined persons;
- To issue, within the framework of the authorised capital, convertible bonds, subscription rights or financial instruments, which may grant rights to Company shares, under the conditions defined by the Companies and Associations Code, up to a maximum, such that the amount of the capital increases that might result from the exercise of the above-mentioned rights and financial instruments does not exceed the limit of the remaining authorised capital, as the case may be without taking into account the preferential subscription rights of bondholders.

Without prejudice to the authorisations given to the Board of Directors described in the preceding paragraphs, the Extraordinary General Meeting of 25 May 2023 also renewed the authority of the Board of Directors, for a renewable 3-year period, to proceed – in the event of takeover bids on the Company's shares and provided the required notification has been made by the FSMA within 3 years of the decision of the General Meeting – with capital increases by contribution in kind or in cash, as the case may be without taking into account the preferential subscription rights of shareholders.

The Extraordinary General Meeting of 25 May 2023 also approved the renewal of the 5-year authorization granted to the Board concerning the acquisition, transfer or cancellation of own shares under legal conditions, notably to cover stock option plans for managers of the Company, and to carry out the share buyback programmes decided by the Board of directors.

In the event of a risk of serious and imminent harm occurring to the Company, the Board of Directors has the authority to transfer treasury shares either on the market or through a sale under the same conditions to all shareholders in compliance with the applicable legal conditions. This authorisation applies, under the same conditions, to the purchase or transfer of shares held in the Company by its subsidiaries as stated in articles 7:221 to 7:225 of the Companies and Associations Code.

The rules governing the appointment and replacement of Board members and the amendment of the Company's articles of association are those provided for by the Companies and Associations Code

Sustainability Statement

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A more detailed table of content is available for each business on page 190.

The unaudited reports of Belron and TVH are provided as "Other Sustainability Information" following this consolidated statement.

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390 TVH

D'Ieteren Group

1. Introduction BP-1

In the ever-evolving economic environment in which commercial and societal aspects are increasingly intertwined, the Sustainability statement has become an integral part of D'Ieteren Group's annual reporting. Since its very first Non-financial report in 2018, D'Ieteren Group has published detailed information on its sustainability approach and performance as well as those of its businesses. However, while former disclosures aimed for alignment with the GRI standards, this year's report has been produced according to the European Sustainability Reporting Standards (ESRS).

A reporting structure reflecting the Group's diverse businesses

Due to the nature of D'Ieteren Group as an investment company with diversified businesses, ESG-related strategies are defined by each business in accordance with their sector and value chain, rather than at the Group level. Therefore, this statement includes separate chapters for each business entity instead of a single consolidated statement.

To comply with the Corporate Sustainability Reporting Directive (CSRD) requirements, the first chapter of this Sustainability Statement follows the structure of the Consolidated Financial Statements. It provides details about D'Ieteren Group's corporate entity along with consolidated quantitative data and refers to business chapters for additional business-specific details.

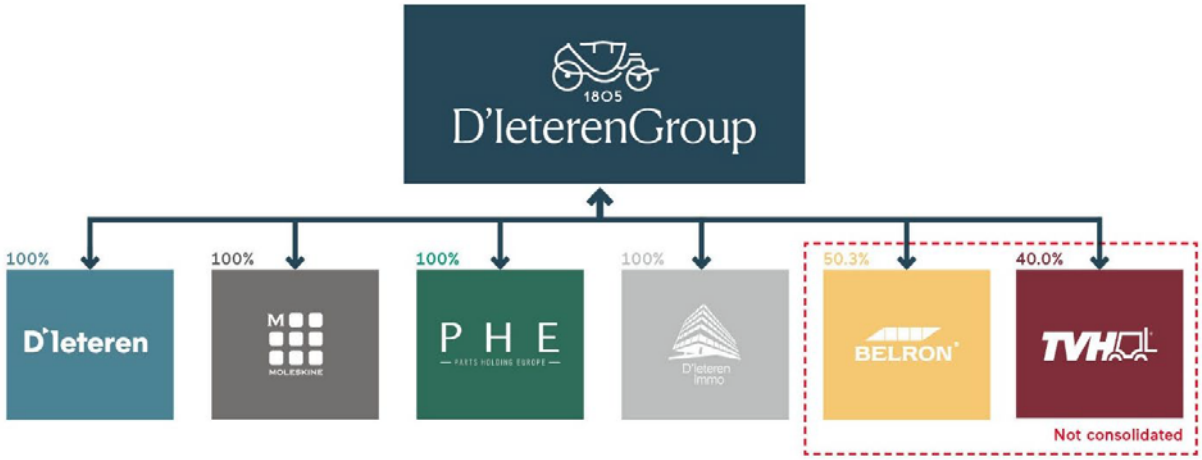
A scope consistent with the financial statement

D'Ieteren Group applies the same active ownership approach to all six of its businesses. However, the CSRD has a different view of D'Ieteren Group's operations, restricting its reporting scope to its financially consolidated entities. In respect of this regulation, the Group only includes the four financially consolidated businesses in the scope of its externally audited 2024 CSRD sustainability statement.

Given the materiality of TVH and Belron participations in the Group, these entities have been included in the Double Materiality assessment (even if they are not consolidated) and a voluntary sustainability disclosure has been added for each of them after the Group's official sustainability statement. This measure aims to avoid giving a biased view of D'Ieteren Group's impacts, risks and opportunities due to their exclusion. It should be noted, however, that these separate sustainability disclosures are not yet compliant with the CSRD, nor are they reviewed, given that Belron and TVH face different timelines for the implementation of the CSRD.

2. General information BP-1

Based in Brussels, D'Ieteren Group is a family-controlled listed company invested in six businesses operating internationally. The description of the activities of its businesses can be found on page 4 of this report.



A clear distinction between two levels

D'Ieteren Group, as an investment company, operates with a two-level structure: the corporate level (corporate entity) and the business level. This distinction will be made throughout this consolidated chapter. More specifically, the terminology used will be the following:

- The corporate scope refers to the impacts, risks and opportunities that are specific to the holding entity.
- The consolidated scope pertains to the impacts, risks and opportunities of the consolidated businesses.

2.1. Disclosure requirements covered by the sustainability statement IRO-2

		D'Ieteren Group	D'Ieteren Automotive	Moleskine	PHE	D'Ieteren Immo
ESRS 2 – General Disclosures						
BP-1	Basis for preparation	188	231	273	295	328
BP-2	Disclosures in relation to specific circumstances	192	231	273	295	328
GOV-1	The role of the administrative, management and supervisory bodies	193	231	274	295	328
GOV-2	Sustainability matters addressed by management	194	233	274	296	328
GOV-3	Incentive schemes	194	233	274	298	328
GOV-4	Statement on due diligence	194	233	274	298	329
GOV-5	Sustainability reporting risk management	194	234	274	298	329
SBM-1	Strategy, business model and value chain	195	235	274	299	329
SBM-2	Interests and views of stakeholders	197	239	277	303	331
SBM-3	Double materiality assessment result	198	240	278	304	331
IRO-1	Double materiality assessment process	198	241	278	304	332
IRO-2	Disclosure requirements covered by the sustainability statement	190	190	190	190	190
IRO-2	List of datapoints deriving from other EU legislation	350	350	350	350	350
MDR P, A & T	General statement on minimum disclosure requirements for policies, actions and targets	199	241	279	N/A	332
ESRS E1 – Climate change						
GOV-3	Sustainability related performance in incentive schemes	194	233	280	298	328
E1-1	Transition plan for climate change mitigation	201	242	280	307	333
SBM-3	Climate-related IROs	202	243	280	307	333
IRO-1	Identification of climate-related IROs	202	248	280	309	333
E1-2	Policies	203	249	281	309	335
E1-3	Actions	203	249	281	309	335
E1-4	Targets	202	249	281	310	335
E1-5	Energy consumption and mix	204	252	282	310	337
E1-6	Gross Scopes 1, 2, 3 and Total GHG emissions	205	253	283	311	338
ESRS E2 – Pollution						
IRO-1	Identification of pollution-related IROs	207	255	N/A	312	339
E2-1	Policies	N/A	255	N/A	312	339

		D'Ieteren Group	D'Ieteren Automotive	Moleskine	PHE	D'Ieteren Immo
E2-2	Actions	N/A	255	N/A	312	339
E2-3	Targets	N/A	255	N/A	312	339
ESRS E3 – Water and marine resources						
IRO-1	Identification of water-related IROs	207	256	284	312	339
E3-1	Policies	N/A	256	284	312	339
E3-2	Actions	N/A	256	284	312	339
E3-3	Targets	N/A	256	284	312	339
ESRS E4 – Biodiversity and ecosystems						
E4-1	Transition plan for biodiversity	207	256	284	N/A	340
SBM-3	Biodiversity-related impacts, risks and opportunities	207	256	284	312	340
IRO-1	Identification of biodiversity-related IROs	207	256	284	312	340
E4-2	Policies	N/A	256	284	312	340
E4-3	Actions	N/A	256	284	312	340
E4-4	Targets	N/A	256	284	312	340
ESRS E5 – Resource use and circular economy						
IRO-1	Identification of IROs related to resource use and circular economy	207	257	285	313	340
E5-1	Policies	208	258	285	314	341
E5-2	Actions	208	258	285	314	341
E5-3	Targets	208	260	286	314	341
E5-4	Resource inflows	208	260	286	314	341
E5-5	Resource outflows	209	261	286	314	342
ESRS S1 – Own workforce						
SBM-2	Interests and views of stakeholders	197	239	277	303	331
SBM-3	Own workforce IROs	210	262	287	316	343
S1-1	Policies	216	263	287	317	343
S1-2	Engagement with the workforce	216	263	288	318	343
S1-3	Processes to remediate impacts and channels to raise concerns	216	263	288	318	344
S1-4	Managing impacts on the workforce	217	264	288	319	344
S1-5	Targets	217	264	289	320	344
S1-6	Characteristics of employees	211	266	289	321	345

		D'leteren Group	D'leteren Automotive	Moleskine	PHE	D'leteren Immo
S1-7	Non-employees	213	266	290	321	345
S1-9	Diversity	213	266	290	321	345
S1-14	Health and safety	214	266	290	321	345
S1-17	Incidents, complaints and severe human rights impacts	215	266	290	321	345
ESRS S2 – Workers in the value chain						
SBM-2	Interests and views of stakeholders	197	239	277	322	331
SBM-3	Value chain workers IROs	217	267	291	322	346
S2-1	Policies	N/A	268	291	323	346
S2-2	Engagement with value chain workers	N/A	267	291	323	347
S2-3	Processes to remediate impacts and channels to raise concerns	N/A	268	291	323	347
S2-4	Managing impacts on the value chain workers	N/A	268	291	323	347
S2-5	Targets	N/A	268	292	323	347
ESRS G1 – Business conduct						
GOV-1	The role of the administrative, supervisory and management bodies	218	270	293	324	348
IRO-1	Identification of business conduct IROs	218	270	293	324	348
G1-1	Business conduct policies and corporate culture	218	271	293	325	348
G1-3	Prevention and detection of corruption and bribery	218	271	294	325	348
G1-4	Incidents of corruption or bribery	219	272	294	327	349
EUT	**EU Taxonomy**	220	220	220	220	220

2.2. Disclosures in relation to specific circumstances BP-2

This sustainability report discloses when metrics are estimated using indirect sources. This includes sector-average data or other proxies. When assumptions have been made or information has been extrapolated, they are indicated directly in the relevant sections. For more information on the methodology and assumptions used please refer to page 354.

2.3. Governance

2.3.1. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

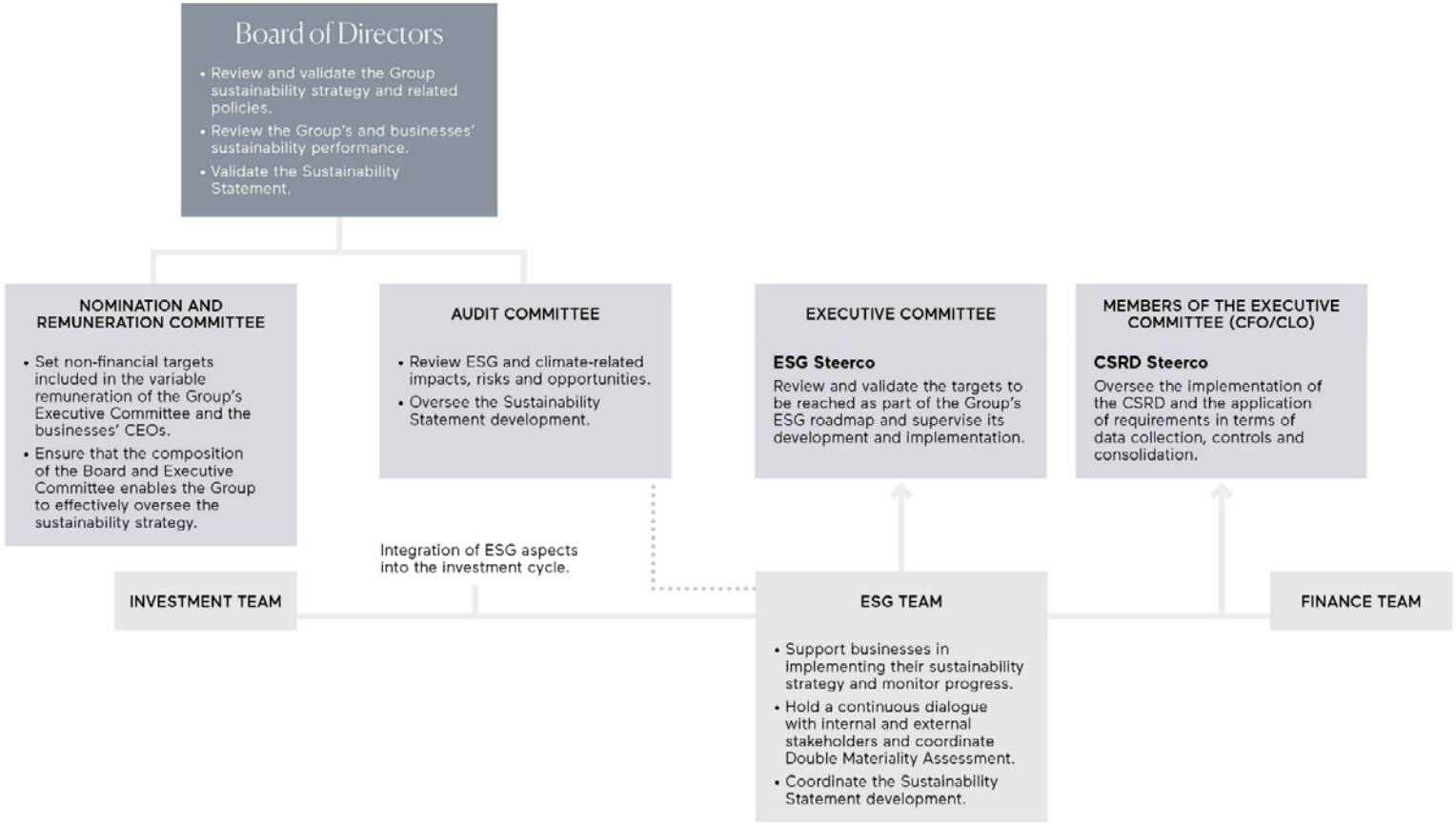
D'leteren Group's governance structure is overseen by three principal bodies: the Board of Directors, the Nomination and Remuneration Committee, and the Audit Committee. For information on the composition and diversity of these Committees please refer to the [Corporate Governance Statement, Diversity].

All Board members are non-executive, with 58% being independent and 33% being female. Employees have no specific representation in the governance bodies.

Sustainability expertise within these committees is held by directors who have implemented sustainability strategies, including climate, social and governance approaches, in other companies as executives. One of them has experience as the chairperson of the Sustainability Committee of a large multinational company (Euronav). This director is also a member of D'leteren Group's Audit Committee. Every director received training on the CSRD by internal and external experts in 2023.

Members of the Executive Committee are trained on ESG matters throughout the year by the ESG team at ESG/CSRD Steering Committee meetings, as well as during specific training sessions performed for the entire corporate team.

ESG issues are addressed at all levels of governance. This will be formalised in the Charter of Governance over the course of 2025.



2.3.2. SUSTAINABILITY MATTERS ADDRESSED BY MANAGEMENT GOV-2

D'leteren Group has created a dedicated information flow between its governance bodies to ensure that ESG aspects are considered at all levels of the organisation.

Members of the Board receive regular updates on the evolution of the Group's ESG strategy and performance by the Executive Committee. A C-level representative of an operating business is invited at least once a year to present its company's sustainability strategy. In addition, when an investment case is considered, the Board receives and reviews conclusions of the ESG due diligence.

The Audit Committee is regularly updated by the ESG team on the Group's ESG impacts, risks and opportunities and on the implementation of the European Sustainability Reporting Standards (ESRS) which the Group is applying for the first time in 2024. The Audit Committee also receives annual updates of the risk and opportunity matrix of each business.

Through the ESG steercos, members of the Executive Committee receive monthly updates on the progress of the Group's and Businesses' sustainability roadmaps, as well as on emerging trends and regulations related to sustainability.

At the business level, progress on sustainability roadmaps is also discussed during each business's respective Board, Audit Committee and Management meetings.

Today, D'leteren Group's and its businesses' respective ESG strategies are focused on the most significant impacts identified as a result of the first materiality analyses conducted in 2019-2020 and continuous stakeholder dialogue. For more details on the material topics considered for each business, please refer to the business's sustainability disclosure.

2.3.3. INCENTIVE SCHEMES GOV-3

D'leteren Group Corporate entity uses incentive schemes linked to its sustainability targets to encourage and reward the results of its management team towards achieving sustainability goals.

Short term

The Executive Committee's annual bonus depends on equally weighted financial and non-financial targets. These objectives are approved by the Nomination and Remuneration Committee on an annual basis.

While financial targets are common to all members of the Executive Committee, non-financial targets are specific to each of them. In 2024, the Chief Legal Officer (CLO) and the Chief Financial Officer (CFO) were the two members subject to sustainability-linked targets.

The CLO, being responsible for overseeing the implementation of key sustainability initiatives, has objectives which include the progress of businesses' ESG roadmaps and the implementation of CSRD-aligned reporting. Among the CFO's targets are risk management (including ESG) and preparing for the CSRD implementation. These targets are mainly qualitative and do not involve particular metrics.

Long term

As reflected in the Group's remuneration policy, the cash Long-Term Incentive (LTI) includes three targets, one of which is linked to the progress made under the 2020–2025 Group Sustainability Roadmap. This incentive plan grants members of the Executive Committee 17% to 50% of their annual fixed base pay if they meet all three objectives within three years.

For more information on executive remuneration, please refer to the Remuneration report p.166.

2.3.4. STATEMENT ON DUE DILIGENCE GOV-4

Core elements of due diligence	Paragraphs in the sustainability statement
Embedding due diligence in the governance, strategy and business model	2.3. Governance 2.4. Strategy 2.5. Impact, risk and opportunity management
Engaging with affected stakeholders in all key steps of due diligence	2.5.1. Double materiality assessment process 2.4.2 Interests and views of stakeholders 5.1.10. & 5.1.11. Engagement and channels to raise concerns
Identifying and assessing adverse impacts	2.5.1. Double materiality assessment process 2.4.3. Double materiality assessment result
Taking actions to address those adverse impacts	4. Environmental information 5. Social information 6. Governance
Tracking the effectiveness of these efforts and communicating	4. Environmental information 5. Social information 6. Governance

2.3.5. SUSTAINABILITY REPORTING RISK MANAGEMENT GOV-5

To ensure thorough sustainability reporting, D'leteren Group has implemented a new data collection process. The process is led by the ESG team and overseen by the CSRD Steering Committee. The CSRD Steering Committee is responsible for assessing the different risks linked to sustainability reporting during its monthly meetings. The Head of ESG reports to the Audit Committee on the reporting risks identified at CSRD committees and the process in place to mitigate these risks. Each business's Audit Committee also holds a specific meeting on sustainability information during the reporting period.

This process addresses several risks:

Completeness: The ESG team is tasked with ensuring the thoroughness of the annual report. Each business within D'Ieteren Group has access to a reporting platform specifically designed to assess potential deviations from European standards (ESRS). This platform features a comprehensive dashboard that allows the Corporate team to efficiently verify whether any data or information is missing.

Accuracy: D'Ieteren Group places a high priority on data accuracy by establishing a hierarchy that prioritises primary data. In cases where primary data is unavailable, tailored estimation methods are used. This process is detailed in the report where appropriate, with the methodology disclosed to provide an understanding of the level of uncertainty. Estimation methods are developed in collaboration with internal and external experts. Additionally, external auditors are involved early through a "pre-assurance process", to review data and collection processes from the first half of the year.

Integrity & reliability: Each business applies its own internal control processes to validate the data before submission to D'Ieteren Group's ESG team. This team, together with the consolidation team, then reviews the data prior to disclosure. This review process includes identifying any anomalies, inconsistencies, or significant deviations from the previous year's disclosures.

Availability & timing: D'Ieteren Group completed its Double Materiality Assessment one year ahead of the first mandatory CSRD reporting date to ensure each business had sufficient time to collect the required information. Subsequently, the Group coordinated the reporting processes to guarantee that the information was collected in accordance with the legal timeline.

As a part of its risk mitigation process, D'Ieteren Group's Corporate entity has developed guidance documents for all quantitative KPIs to standardise definitions and methodologies across different businesses. These documents enable businesses to outline their own data collection processes and the controls they have in place. This approach supports the implementation of appropriate governance and processes, as well as consistency in ESG data collection throughout the Group.

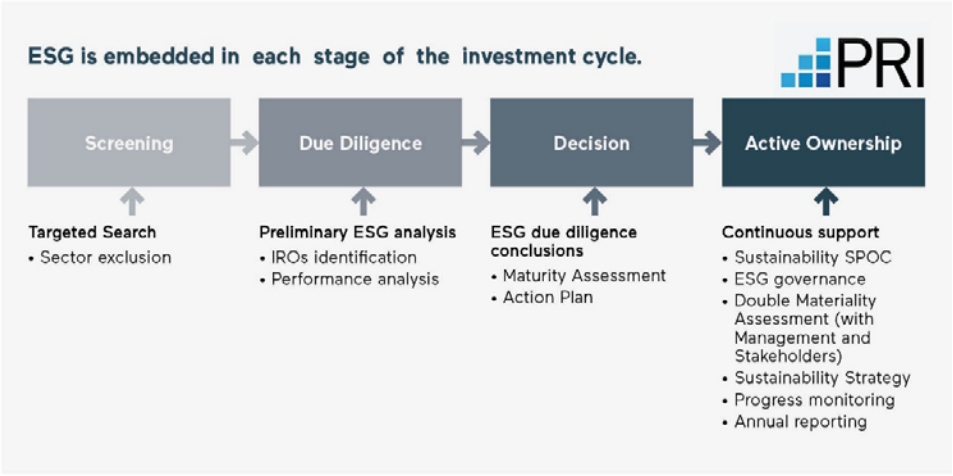
In addition, D'Ieteren Group organised CSRD training sessions for sustainability managers in 2023 and 2024 as part of its annual two-day ESG workshop in Brussels.

2.4. Strategy

2.4.1. STRATEGY, BUSINESS MODEL AND VALUE CHAIN SBM-1

D'Ieteren Group aims to invest in a handful of growth platforms that are or have the potential to become market leaders through sustainable and scalable models. It focuses on specific investment areas, including Business Services, Industrials, and Mobility & Data Services. Through its investment activities, D'Ieteren Group aims to create value for all its stakeholders, including its shareholders, employees, customers and society as a whole.

Since becoming a Principles for Responsible Investment (PRI) signatory in 2020, D'Ieteren Group has integrated ESG considerations into every phase of its investment cycle, from screening opportunities to business acquisition.



Note: The UN Principles for Responsible Investment (PRI) is an international organisation that promotes the incorporation of environmental, social and corporate governance (ESG) factors into investment decision-making.

In the screening phase, the Group's corporate team considers a series of exclusion criteria. In particular, it excludes investing in companies which are directly involved in the following sectors: tobacco, weapons, pornography and gambling. Considering the effects of fossil-energy on climate change, D'Ieteren Group does not invest in companies with revenues primarily derived from coal, oil and gas extraction.

During the Due Diligence phase, an ESG analysis is conducted to assess how the targeted company manages material ESG factors. This evaluation, which begins with desktop research followed by an analysis of data provided by the company, leads to the design of a sustainability plan that would be endorsed by D'Ieteren Group in the event of an acquisition.

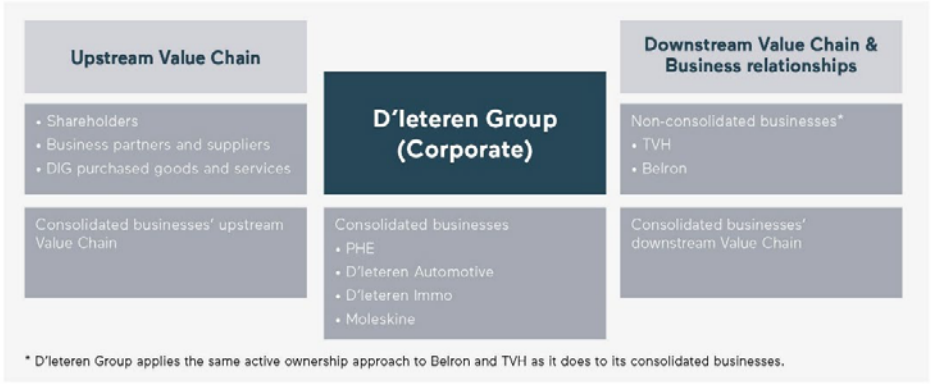
During the ownership phase, the Group collaborates with the acquired company's management team to develop and implement a sustainability strategy that addresses the most material aspects for the company. The Group ensures that the governance of the company is structured in a manner that allows for optimal management of sustainability

impacts, risks, and opportunities, under the supervision of the highest governance bodies. A designated contact person is also assigned to liaise with the Group's ESG team on sustainability matters. Additionally, the Group supports the business in establishing robust reporting channels and processes which facilitate the collection of reliable data for internal monitoring and inclusion in the Group's annual statement. Given D'leteren Group's profile as a long-term investor, the active ownership phase is the most important part of its ESG strategy as it allows businesses to benefit from the Group's continuous support in their sustainability efforts.

D'leteren Group's Responsible Investment approach has been identified as a material entity-specific aspect as part of the Double Materiality assessment. For more details on related policies, action plan and targets, please refer to section "3. Responsible Investment".

D'leteren Group's Value Chain

The Group is currently invested in six businesses, as detailed in Section 2. General Information. Four of these entities are subject to financial consolidation, with their respective strategies, markets and customer groups outlined in their chapters within this consolidated report. The remaining two entities, TVH and Belron, are classified as "Associates with other business relationships" under EFRAG IG 2. Their unreviewed reports can be found following the consolidated report, in the section titled "Other Sustainability Information".

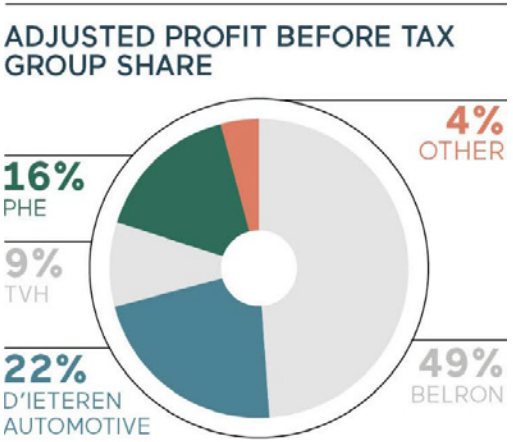


D'leteren Group's value creation model is available on p.16.

Breakdown of total profit

The revenue from the financially consolidated businesses is 100% associated with the "Sales & trades" ESRS sector.

Breakdown of employees



Business	D'leteren Automotive	Moleskine	PHE	Corporate & other*	Group
Total employees	2,902	417	9,727	77	13,123
EMEA	2,902	247	9,727	77	12,953
North America	0	82	0	0	82
South America	0	0	0	0	0
APAC	0	88	0	0	88

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

2.4.2. INTERESTS AND VIEWS OF STAKEHOLDERS SBM-2

This section refers to the interests and views of the stakeholders of D'Ieteren Group's Corporate entity as a parent company. The interests and views of the businesses' own stakeholders are described in their respective chapters.

To create shared value for D'Ieteren Group's stakeholders, the Corporate team must understand their interests and expectations. This is why engaging with shareholders and investors is part of its day-to-day activities. The ESG and Financial Communication teams are responsible for maintaining a continuous dialogue with stakeholders and for providing regular updates to the Executive Committee on emerging stakeholder interests or concerns, notably during monthly ESG Steering Committee meetings. The Executive Committee incorporates the outcomes of stakeholder engagement into strategic and operational decisions. From an operational standpoint, stakeholder feedback can influence the prioritisation of initiatives. For example, in 2023, based on requests from several stakeholders, the decision was made to complete the annual Carbon Disclosure Project disclosure (CDP). Discussions with sustainability report users have also contributed to enhancing the information disclosed in the annual report. Furthermore, issues identified through employee satisfaction surveys resulted in the introduction of initiatives such as a new talent development programme for the Corporate team.

Why we engage	How we engage	Key topics and concerns discussed
Internal Experts: To leverage their expertise in shaping and implementing sustainability strategies, ensuring regulatory compliance, and integrating ESG principles across the organisation.	CSRD Steering Committee, ESG Steering Committee, Internal meetings, Investment Steering Committee, informal internal meetings. involvement in the double materiality assessment process.	ESG Strategy, Regulatory compliance, ESG integration in the investment cycle, Sustainability Reporting.
Employees: Employee feedback is highly valued since employees constitute the foundation of the organisation. Engaging with employees promotes a culture of continuous improvement and ensures that their concerns are duly addressed.	Monthly staff meeting Annual employee engagement survey Survey in the context of the double materiality process	Employee well-being, workplace conditions, feedback on ESG development.
Shareholders and Investors: Engaging with shareholders and investors promotes a culture of transparency and trust. It ensures that the organisation remains informed of their ESG related expectations to take appropriate actions.	Investor day & Roadshow Continuous dialogue with the Investor Relations team General Assemblies	Transparency on ESG performance, ESG risks and opportunities, ESG Strategy, commitments and targets.
Sustainability-report users (Ratings & Analysts): Engaging with sustainability-report users is essential for providing accurate and transparent information on ESG performance. Their feedback helps improve the quality of sustainability reports and ensures that the company's disclosure meets stakeholder expectations.	Continuous dialogue with sell-side and buy-side analysts Ratings questionnaires & analyses	Transparency and performance related to material ESG topics.
Society at large: Engaging with society at large helps to address community impacts and to uphold social and environmental responsibility. This engagement demonstrates the company's commitment to broader societal goals and enhances its reputation.	Independent Board members Media NGOs	Social & environmental responsibility, philanthropy.
Operating businesses: Engaging with businesses ensures that sustainability practices are effectively implemented across all levels. Continuous discussions and close relationships help share best practices, drive innovation and maintain operational efficiency.	Business Review Meetings Board & Audit Committees Annual D'Ieteren Group ESG workshop	Sustainability roadmap progress, double materiality assessment, sustainability reporting.

2.4.3. DOUBLE MATERIALITY ASSESSMENT RESULT SBM-3

D'Ieteren Group Consolidated IROs

D'Ieteren Group's businesses' key IROs reflect their core activities in retail, logistics, automotive and spare parts sectors across Europe and North America. These impacts occur within their operations and value chains.

From an environmental perspective, climate change has been recognised as both a negative impact and a financial risk, while energy consumption and waste were identified solely as negative impacts. These aspects were determined to be material in relation to both the businesses' own operations and their value chain.

Certain aspects specific to the businesses' value chain were identified as material, including air pollution, resource inflows and outflows, water use and biodiversity.

At the social level, the topic of employee health & safety was highlighted as both a potential negative impact of D'Ieteren Group's businesses and as a financial risk to be managed by ensuring a safe workplace for employees. The impact of business operations on diversity and training & development were assessed as moderate. Concerning workers in the value chain, two aspects were assessed as potential impacts to monitor: child labour & forced labour as well as worker health & safety.

In terms of governance, while no potential financial effects were identified, the issues of corruption, bribery and corporate culture were noted as being related to potential impacts on businesses.

It should be noted that no current financial effects of ESG factors have been observed, although some potential future effects were highlighted in relation to climate and employee health and safety. This means that while there are no immediate financial impacts visible, the Group acknowledges that certain risks could materialise in the future and affect its financial situation. This proactive approach allows the Group to develop strategies to identify and mitigate these potential risks.

IRO descriptions

The aforementioned material IROs are further detailed in their respective topical disclosures.

D'Ieteren Group Corporate IROs

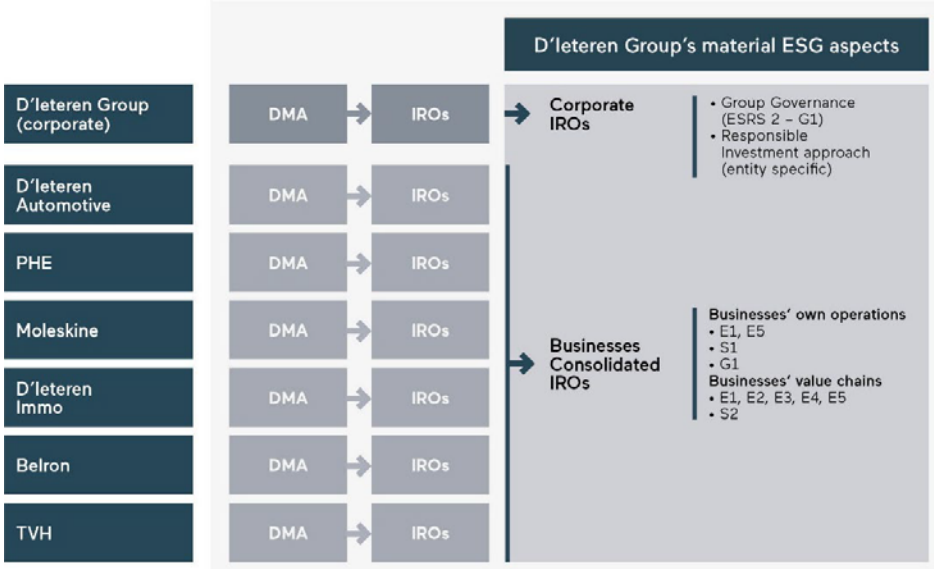
At the Corporate level, D'Ieteren Group has identified its responsible investment approach as both an impact and a potential financial risk. This entity-specific aspect is detailed in "2.4.1. Strategy, Business model and value chain" while related policies, action plans and targets are outlined in the subsequent section "3. Responsible Investment".

2.5. Impact, risk and opportunity management

2.5.1. DOUBLE MATERIALITY ASSESSMENT PROCESS IRO-1

In 2019-2020, a materiality analysis focused on social and environmental impacts was conducted across the businesses. The Double Materiality Assessment (DMA) in 2023-2024 added financial risks and opportunities and consolidated findings for the entire business portfolio. This approach offers a more comprehensive and strategic perspective, which is essential for guiding future actions. By integrating these insights, the organisation has become better equipped to navigate the evolving sustainability challenges and opportunities, ensuring that action plans align with both financial objectives and stakeholder expectations.

Since the Impacts, Risks and Opportunities (IROs) of D'Ieteren Group arise at different levels, the DMA was conducted both at the Corporate and business levels. The ESRS guidelines indicate that the scope of the DMA should focus on financially consolidated businesses. For D'Ieteren Group, this implies removing TVH and Belron – considered "Associates with other business relationships" by the ESRS - from the scope. However, from a business perspective, TVH and Belron account for over 70% of profits and more than 60% of employees and are, therefore, likely to represent a substantial share of the Group's IROs. For this reason, D'Ieteren Group decided to include these two businesses in the scope of the DMA, considering that the outcomes would provide a more accurate reading of the Group IRO's.



The DMA process, which was similar for each company, comprised several phases. These are described in the methodology chapter on p. 354. More details regarding each business's scope can also be found in their respective chapter.

The Double Materiality Assessment was conducted by D'Ieteren Group's and its businesses' ESG teams in collaboration with the same external partner, thereby ensuring a consistent methodology. It has been presented to the Group's Executive Committee at various stages for oversight. The Audit Committee also monitored the process. The final outcomes were validated by D'Ieteren Group's Board of Directors.

Next steps

D'Ieteren Group is currently developing a new ESG roadmap based on the DMA consolidation. This roadmap will be launched in 2025, following the completion of the 2020-2025 plan (See "3. Responsible Investment").

Businesses are also developing or updating their sustainability strategies based on the outcomes of their own DMA to address their specific impacts, opportunities and risks. Their Sustainability teams are responsible for monitoring these strategies, tracking progress and proposing the needed adjustments.

While stakeholder engagement is an ongoing process, a comprehensive Double Materiality Assessment will be conducted every three to five years. In the meantime, procedures to identify, assess, and manage sustainability-related opportunities will continue to inspire the Group's overall management framework.

2.5.2. GENERAL STATEMENT ON MINIMUM DISCLOSURE REQUIREMENTS FOR POLICIES, ACTIONS AND TARGETS MDR P, A & T

D'Ieteren Group allows its businesses to manage their sustainability matters independently – though in perfect transparency and cooperation with the Group - rather than implementing group-wide policies, action plans, or targets. This approach recognises that each entity has specific knowledge and expertise relevant to their industry for addressing these issues effectively. Consequently, this first chapter regarding D'Ieteren Group does not include information on the way material aspects are managed although it provides consolidated quantitative data linked to these aspects. For detailed information on how these aspects are managed by the Group's businesses, please refer to their respective sections in the report.

3. Entity specific – Responsible investment

Along the double materiality analyses (DMAs) conducted by its operating businesses, D'Ieteren Group has also performed a DMA at the corporate level. The most significant impacts, risks and opportunities (IROs) identified at this level are related to the Group's Responsible Investment approach. D'Ieteren Group is, therefore, committed to reporting on its responsible investment strategy, policy and on its action plan (called ESG roadmap) which outlines its main objectives and targets in terms of sustainability.

3.1.1. RESPONSIBLE INVESTMENT RELATED IROS SBM-3

	Impacts	Risks/opportunities
Responsible Investment	**Significant impact** As an active owner, D'Ieteren Group is uniquely positioned to support developments in its businesses' strategies and operations in a way that positively contributes to global sustainability challenges.	**Significant risk** Failing to effectively integrate ESG risks and opportunities into D'Ieteren Group's investment approach could bring significant challenges. These include an inadequate understanding of emerging trends, regulatory developments, shifting consumer behaviour, and evolving market dynamics - factors that could ultimately lead to value erosion.

3.1.2. POLICIES ADOPTED TO MANAGE RESPONSIBLE INVESTMENT MDR - P

D'Ieteren Group formalised its responsible investment approach in 2021 under the form of a Charter. The Group's Responsible Investment Charter covers the entire investment cycle, from screening investment opportunities and formulating investment theses to the due diligence, deal completion and ownership phases. Beyond adhering to minimum safeguards and legal and ethical principles, the Charter includes a policy excluding investments in companies directly involved in specific sectors (see "2.4. Strategy"). This policy is applicable to all potential and existing investments and is implemented at all levels of the organisation. The Group's Executive Committee manages the Charter's integration in daily operations. The Board of Directors approves and reviews the Charter every three years to ensure it also addresses emerging ESG issues and aligns with D'Ieteren Group's strategic objectives and values. The Responsible Investment Charter will be updated in 2025.

3.1.3. ESG ROADMAP MDR A

In 2020, D'Ieteren Group set a five-year ESG roadmap in line with its sustainability and responsible investment goals. This roadmap was developed following the initial materiality assessments conducted for each business. The table below presents the ambitions and significant achievements realised by the Group as part of this plan. A new 2025-2027 roadmap, based on the results of the latest DMA, will be presented in the next annual report.

		2025 Ambition		2024 Status & Key actions
Responsible Investment	Investment process	ESG is embedded in every stage of the investment process.	✓	Since 2021, all investments have been subject to the principles described in the Responsible Investment Charter. This includes applying an active ownership approach to owned businesses wherein the Group ensures that they define, implement and advance a sustainability strategy tailored to their company profiles.
	Non-financial reporting	Non-financial reporting is aligned with the most recognised standards and recommendations and gets limited independent assurance. (This ambition has evolved in line with CSRD requirements).	✓	After several years of aligning with GRI standards and obtaining limited assurance on most material KPIs, D'Ieteren Group produced a 2024 statement that complies with the new European Sustainability Reporting standards and received limited assurance on its content. This transition involved several steps including: - A DMA for the various businesses with results consolidated at the Group level - Alignment on definitions and methodologies across the different businesses to ensure high quality consolidated data - The annual D'Ieteren Group ESG workshop focused on preparing CSRD reporting with businesses representatives - A monthly CSRD Steering Committee meeting to monitor progress - Regular coordination meetings to support and provide feedback to businesses throughout the project phases.
Active ownership	Business-specific aspects	Each business has a strong sustainability strategy focused on its most material aspects, including quantitative targets and a proper measurement process.	◌	D'Ieteren Group implemented various measures to support the development and execution of sustainability strategies for each business. This includes conducting a DMA, assisting in the creation of sustainability roadmaps focusing on strategic ESG aspects, establishing proper ESG governance with Board oversight, and ensuring high quality ESG data. Most businesses have integrated sustainability strategies with quantitative targets and are continuously improving their measurement processes. D'Ieteren Group plans to use the CSRD-aligned sustainability report as a framework to enhance target-setting practices and strengthen measurement processes further.
	Group-wide aspects	Each business measures D'Ieteren Group's three non-financial KPIs - people engagement, customer satisfaction and CO_2 emissions - aiming to reach a level of excellence in each of them.	◌	**Carbon emissions:** All businesses measure their Scope 1, 2 and 3 CO_2 emissions. However, PHE began collecting primary data on a limited scope in 2024, with plans to gradually expand it, thereby reducing the amount of estimation. **Customer satisfaction:** D'Ieteren Group places strong emphasis on customer satisfaction across all its businesses. Five of the six businesses measure customer satisfaction through a Net Promoter Score (NPS) and monitor the trend at the executive committee level to maintain high standards of service and foster long-term customer loyalty. **People engagement**: All businesses measure their employee engagement, conscious that strong engagement with their employees not only fosters a positive and productive work environment but also enhances overall business performance.

◌ Ongoing ✓ Achieved

4. Environmental information

4.1. Climate Change

4.1.1. CLIMATE PLAN E1-1

To achieve long-term sustainable value, D'Ieteren Group must adopt a consistent approach to managing the environmental impacts of its investment decisions. Although the contribution to climate change by the Group's Corporate entity is less significant than that of its individual businesses, the pressing nature of the climate crisis demands decisive action. In response, D'Ieteren Group has developed a comprehensive climate plan that aligns with the global commitment to limit temperature increases to 1.5°C compared to pre-industrial levels, as specified in the Paris Agreement. This plan has received approval from the Group's governance bodies, ensuring robust oversight and effective implementation. This commitment also underscores D'Ieteren Group's dedication to acting as a responsible investor and owner.

In February 2024, D'Ieteren Group announced the validation of its Science Based Targets (SBTs) (under the financial institutions framework), marking a significant milestone in its commitment to sustainability. The Group's climate plan is, therefore, structured in two strategic levers: one at the Corporate level and one at the level of the Group's businesses:

Climate plans and strategic reduction levers:

D'Ieteren Group's Climate Plan at the consolidated level requires 100% of the Group's businesses to be covered by a validated SBT by 2027. This climate plan is in line with the Group's active ownership approach which focuses on actively supporting its companies in developing and implementing sustainable development strategies with climate reduction targets and GHG emissions reduction levers tailored to their own business profiles. In 2024, 50% of the Group's businesses (both consolidated and non-consolidated) obtained validation of their Science Based Targets, such commitments are described below:

- **D'Ieteren Automotive** has validated near-term and net-zero Science Based Targets, focusing on electrification, renewable energy and Mobility-as-a-Service to decarbonise.
- **Moleskine** has a validated near-term Science Based Target for small and medium enterprises (SMEs). Its key actions to achieve this target are fleet electrification and energy efficiency measures.
- **D'Ieteren Immo's** current decarbonisation plan focuses on reducing greenhouse gas emissions by 52% by 2030 from a 2019 baseline, and to achieving net-zero emissions by 2040. Its key actions include improving the environmental performance of current properties as well as designing and building future-proof infrastructure.
- **PHE** is working on its first carbon footprint calculation as a prerequisite to developing its decarbonisation approach. In parallel, PHE has already implemented a series of emission reduction actions such as reducing emissions from its vehicle fleet and buildings.
- The Group's climate plan also includes **Belron** and **TVH**. The disclosure of these entities falls outside the reviewed disclosure (see pages 370 and 390).

D'Ieteren Group Corporate's Climate Plan has a target to reduce its direct emissions (i.e. the Corporate team's emissions) by 30% by 2027 with a 2021 baseline. This target covers at least 95% of the Corporate's scope 1 and 2 emissions and is consistent with the level of decarbonisation needed to maintain a global temperature increase to 1.5°C compared to pre-industrial levels. Key reduction levers to achieve this target include electrification, energy efficiency and renewable energy.

4.1.2. CLIMATE-RELATED IROS SBM-3

		Impacts	Risks/opportunities	Approach by business
Climate change mitigation	Own operations	**Significant impact** In the businesses' own operations, emissions responsible for climate change mainly arise from their buildings and corporate fleet. In the automotive distribution and logistics sectors, emissions also arise from their transportation fleets.		DIA p.243 MSK p.280 PHE p.308 Immo p.333
	Value chain	**Significant impact** Upstream impacts include the extraction and processing of raw materials. Downstream impacts involve the use and disposal of products, contributing to further greenhouse gas emissions.		
Climate change adaptation	Own operations	**Moderate impact** Failing to anticipate climate change adaptation measures can compromise the safety and working conditions of the workforce, for instance in the case of extreme heat. On the other hand, some businesses contribute to society's adaptation, for example, by offering alternative mobility options, or reparations when extreme weather occurs.	**Moderate risk** To ensure operational resilience, businesses must adapt to climate change and its potential consequences, such as rising energy prices.	DIA p.243 MSK N/A PHE p.307 Immo p.333
	Value chain		**Significant risk** The businesses' supply chains may be exposed to climate change impacts such as flooding, typhoons, water shortages and high temperatures due to their diverse locations around the globe.	
Energy	Own operations	**Significant impact** Through their energy use, the operating businesses contribute to climate change and (indirectly) to pollution.		DIA p.244 MSK p.280 PHE p.308 Immo p.333

4.1.3. IDENTIFICATION OF CLIMATE-RELATED IROS IRO-1

In 2022, D'Ieteren Group began identifying climate-related risks and opportunities using the TCFD (Task Force on Climate Related Financial Disclosures) framework to gain a comprehensive understanding of the key climate-related risks relevant to the sectors in which its businesses operate. The results were used in the context of the Group's DMAs, leading to the identification of both climate change mitigation and climate change adaptation as material topics at the consolidated Group level.

In 2024, the Group decided to build on the TCFD work performed in 2022 to refine its assessment of potential risks and opportunities for all of its businesses. This new exercise used scenario analyses reflecting two potential future scenarios: low and high GHG emissions environments. In line with TCFD guidance, the Group assessed each business's exposure to risks and opportunities based on different time horizons: short term (0-5 years), medium term (6-10 years), long term (> 10 years). This exercise enabled the Group to challenge and revise the first analysis and investigate some new potential risk areas.

In 2025, the Group will pursue the analysis by quantifying identified risks and opportunities to help businesses address the most severe impacts of climate change and adapt their strategies accordingly.

4.1.4. POLICIES AND AMBITIONS E1-2 E1-4

D'leteren Group has an Environmental Policy to manage and reduce its climate and environmental impacts. The Executive Committee oversees this Policy with the objective of raising awareness, minimising the Group's environmental footprint and ensuring collective commitment to this goal. The policy is divided into two sections.

D'leteren Group approach at the consolidated level: While businesses are expected to develop their own environmental policies, D'leteren Group's Environmental Policy formalises its ambition to have all its businesses covered by a validated Science Based Target by the end of 2027. The Policy also outlines the role of the Group as an active owner, assisting its companies in creating and executing sustainable development strategies and setting their own targets.

D'leteren Group Corporate Approach: The Policy outlines the actions in place to reduce D'leteren Group's Corporate entity's emissions in line with its SBT (i.e. 30% reduction by 2027).

4.1.5. ACTIONS E1-3

D'leteren Group approach at the consolidated level: D'leteren Group has implemented a series of actions aimed at supporting its businesses in the advancement of their climate strategies:

- Hosting an annual ESG Workshop with the Sustainability teams from each business to address their sustainability approach, improve internal processes to enhance the quality of their ESG data, deploy robust ESG governance processes and showcase best practices of supplier engagement.
- Facilitating a DMA allowing each business to challenge their current focus areas and help them ensure that the most strategic ESG aspects are integrated into their business plans.
- Facilitating a TCFD analysis for each business to help them identify their climate-related risks and opportunities.

D'leteren Group Corporate Approach: Some actions have been taken to achieve climate-related policy objectives and reach the SBT:

- Building / Heating and Energy efficiency
- D'leteren Group's Corporate entity has switched to the use of green electricity within its building since 2021. Ever since, Corporate employees have also adopted more sustainable daily behaviour such as turning off lights, electric appliances and technological tools when not in use.
- D'leteren Group has put in place a Mobility Plan to encourage its employees to choose smaller and "greener" cars (hybrid or electric vehicles), or alternative mobility solutions such as bikes, public transport, or other mobility services. In the context of this plan, employees are encouraged to minimise expenses on car solutions and consider using alternative mobility options or cash compensation.
- D'leteren Group provides its employees with green electricity from its office building for charging purposes and facilitates the installation of charging stations at home.

4.1.6. 2024 ENERGY CONSUMPTION AND MIX E1-5

Energy consumption and mix	D'Ieteren Automotive	Moleskine	PHE	Corporate & other*	Group
Fuel consumption from coal and coal products (MWh)	0	0	0	0	**0**
Fuel consumption from crude oil and petroleum products (MWh)	15,246	257	94,372	452	**110,326**
Fuel consumption from natural gas (MWh)	23,256	42	23,792	1,043	**48,133**
Fuel consumption from other fossil sources (MWh)	0	0	0	0	**0**
Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources (MWh)	2,114	502	5,198	17	**7,830**
Total fossil energy consumption (MWh)	**40,616**	**801**	**123,362**	**1,511**	**166,290**
Consumption from nuclear sources (MWh)	**3,556**	**0**	**13,353**	**0**	**16,909**
Fuel consumption from renewable sources, including biomass (also including industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	0	0	1,041	0	**1,041**
Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources (MWh)	16,057	435	9,082	815	**26,389**
Consumption of self-generated non-fuel renewable energy (MWh)	2,850	0	0	33	**2,883**
Total renewable energy consumption (MWh)	**18,907**	**435**	**10,123**	**848**	**30,313**
Total energy consumption (MWh)	**63,078**	**1,236**	**146,839**	**2,359**	**213,513**

*Of which D'Ieteren Immo (see D'Ieteren Immo Non-financial disclosure)

Energy production	D'Ieteren Automotive	Moleskine	PHE	Corporate & other*	Group
Non-renewable energy production (MWh)	0	0	0	0	**0**
Renewable energy production (MWh)	2,850	0	0	33	**2,883**

*Of which D'Ieteren Immo (see D'Ieteren Immo Non-financial disclosure)

Energy intensity per net revenue	D'Ieteren Automotive	Moleskine	PHE	Corporate & other(1)	Group
Total energy consumption from activities in high climate impact sectors per net revenue from activities in high climate impact sectors (MWh/€m)	12	10	53	0	**26**

1) Energy intensity for the "Corporate & other" segment is not calculated because the entities outside of D'Ieteren Immo included in this segment do not have high impact activities nor revenues on which an intensity can be calculated. For the energy intensity relating to the high impact activities of D'Ieteren Immo, please refer to its respective section in the report.

4.1.7. GROSS SCOPES 1, 2, 3 AND TOTAL GHG EMISSIONS E1-6

	D'Ieteren Automotive	Moleskine	PHE	Corporate & other*	Group
Scope 1 GHG emissions					
Gross scope 1 GHG emissions (tCO2eq)	**7,834**	**73**	**28,113**	**297**	**36,317**
Scope 2 GHG emissions					
Gross location-based Scope 2 GHG emissions (tCO2eq)	**3,044**	**444**	**2,560**	**121**	**6,170**
Gross market-based scope 2 GHG emissions (tCO2eq)	**794**	**205**	**2,560**	**2**	**3,562**
Significant scope 3 GHG emissions					
Total gross indirect (Scope 3) GHG emissions (tCO2eq)	**4,856,207**	**13,299**	**1,503,981**	**578,930**	**6,952,417**
1 Purchased goods and services	1,385,077	6,451	1,284,461	2,396	2,678,385
2 Capital goods	27,295	754	13,007	73	41,129
3 Fuel and energy-related activities (not included in scope 1 or scope 2)	1,943	104	7,818	70	9,935
4 Upstream transportation and distribution	23,609	417	84,812	-	108,838
5 Waste generated in operations	63	16	367	0.1	446
6 Business travel	646	170	5,137	217	6,169
7 Employee commuting	1,306	248	6,125	18	7,697
8 Upstream leased assets	-	-	-	-	-
9 Downstream transportation	237	2,043	56,570	-	58,850
10 Processing of sold products	-	-	-	-	-
11 Use of sold products	3,396,889	-	42,104	-	3,438,993
12 End-of-life treatment of sold products	10,076	3,096	3,271	-	16,443
13 Downstream leased assets	7,918	-	-	6,419	14,337
14 Franchises	-	-	-	-	-
15 Investments (location-based)	1,148	-	309	584,781	586,237
15 Investments (market-based)	1,148	-	309	571,817	573,274
Total GHG emissions					
Total GHG emissions (location-based) (tCO2eq)	**4,867,084**	**13,816**	**1,534,654**	**594,391**	**7,009,946**
Total GHG emissions (market-based) (tCO2eq)	**4,864,835**	**13,577**	**1,534,654**	**579,230**	**6,992,296**

*Of which D'Ieteren Immo (see D'Ieteren Immo Non-financial disclosure)

Revenue information	D'Ieteren Automotive	Moleskine	PHE	Corporate & other(1)	Group
Net revenue used to calculate GHG intensity (€m)	5,269	122	2,763	-	**8,156**
Net revenue (other) (€m)	0	0	0	-	**0**
Total net revenue (in financial statements) (€m)	5,269	122	2,763	-	**8,156**

(1) Revenues for the "Corporate & other" segment is not calculated because the entities outside of D'Ieteren Immo included in this segment do not have revenues. For the revenues related to D'Ieteren Immo's activities, please refer to its respective section in the report.

GHG intensity per net revenue	D'Ieteren Automotive	Moleskine	PHE	Corporate & other(1)	Group
Total GHG emissions (location-based) per net revenue (tCO2eq/€m)	924	113	555	-	**860**
Total GHG emissions (market-based) per net revenue (tCO2/€m)	923	111	555	-	**857**

(1) GHG intensity for the "Corporate & other" segment is not calculated because the entities outside of D'Ieteren Immo included in this segment do not have revenues on which an intensity can be calculated. For the GHG intensity related to D'Ieteren Immo's activities, please refer to its respective section in the report.

4.1.8. INTERNAL CARBON PRICING

D'Ieteren Group's approach to carbon management focuses on reducing direct emissions rather than implementing internal carbon pricing mechanisms. This is why the Group does not have an internal carbon pricing mechanism in place.

4.2. Pollution, water and biodiversity in the value chain

4.2.1. IDENTIFICATION OF POLLUTION, WATER AND BIODIVERSITY-RELATED IROS IRO-1 SBM-3

		Impacts	Risks/ Opportunities	Approach by business
Pollution of air	Value chain	**Significant impact** Business value chains contribute to air pollution, especially in the automotive, spare parts and real estate sectors. Upstream, pollution comes from raw material extraction and energy-intensive metal mining and manufacturing. Downstream, it mainly occurs during vehicle use due to fossil fuel combustion.		DIA p.255 MSK N/A PHE p.312 Immo p.339
Water		**Significant impact** D'Ieteren Group operates in water-intensive industries, including automotive and spare parts, which require upstream water withdrawals for metal extraction and processing.		DIA p.356 MSK p.284 PHE p.312 Immo p.339
Biodiversity		**Moderate impact** The businesses' indirect impact mainly occurs through the upstream value chain in sectors like automotive, spare parts, logistics and real estate where mineral extraction for manufacturing components involves land use, which can contribute to issues such as biodiversity loss, habitat destruction, deforestation and soil erosion.		DIA p.356 MSK p.284 PHE p.312 Immo p.340

D'Ieteren Group Consolidated IROs (active ownership approach): The Group DMA has revealed that these topics are material in the businesses' value chains. Issues relating to the Group's value chain are managed by the businesses themselves, according to their specific features. Please refer to the sections for each business for information.

D'Ieteren Group Corporate IROs: The Corporate DMA revealed that these issues are not material at the Corporate level. Therefore, D'Ieteren Corporate does not have any related policies, actions or targets in place.

4.2.2. TRANSITION PLAN FOR BIODIVERSITY E4-1

Since biodiversity is not material at the D'Ieteren Group Corporate level, no biodiversity resilience analysis has been conducted for Corporate activities. For more details on the potential resilience analyses and transition plans of the Group's businesses, please refer to their respective sections in the report.

4.3. Resource use and circular economy

4.3.1. IDENTIFICATION OF IROS RELATED TO RESOURCE USE AND CIRCULAR ECONOMY IRO-1

		Impacts	Risks/ Opportunities	Approach by business
Waste	Own operations	**Significant impact** Waste production at the sites of businesses, if not properly managed, may contribute to environmental pollution and threaten the preservation of natural habitats. In the automotive sector, maintenance and bodywork tasks generate waste, including hazardous substances, while parts distribution mainly generates packaging waste.		DIA p.257 MSK N/A PHE p.313 Immo N/A
	Value chain	**Significant impact** In addition to the environmental impact of extracting raw materials, a significant amount of waste is produced during the manufacturing process. This waste can include excess materials and other forms of industrial waste that need to be contained and managed to reduce their environmental footprint.		DIA p.257 MSK p.285 PHE p.313 Immo p.340

		Impacts	Risks/ Opportunities	Approach by business
Resource inflows	Value chain	**Significant impact** The primary extraction of raw materials requires significant energy consumption and may lead to substantial disruptions to ecosystems and habitats. If natural resources are not sourced sustainably, their availability for future generations may be jeopardised. In the automotive and spare parts sectors, upstream activities involve the extraction of metals such as steel and aluminium, as well as rare earth minerals essential for manufacturing engines, batteries and electronic parts.		DIA p.257 MSK p.285 PHE p.313 Immo p.340
Resource outflows	Value chain	**Moderate impact** The impact of the businesses' downstream value chains in terms of resource outflows relates to the end of the sold products' lifecycle. This includes the disposal, recycling, or repurposing of products (vehicles, parts, stationary products) once they are no longer in use.		DIA p.257 MSK N/A PHE p.313 Immo p.340

D'Ieteren Group Consolidated IROs: The double materiality assessment revealed that, at the consolidated level, impacts related to waste are material to the businesses' own operations and value chains, while resource inflows and resource outflows are material only for the value chain. Please refer to the sections for each business for information on the specific impacts, risks and opportunities related to waste, resource use and circular economy identified in their operations and value chains.

D'Ieteren Group Corporate IROs: The double materiality assessment revealed that these issues are not material at the level of the corporate entity.

4.3.2. POLICIES, ACTIONS AND TARGETS E5-1, -2, -3

D'Ieteren Group Corporate approach: Although the topics associated to circularity are not material to D'Ieteren Group's Corporate entity, the latter does have an Environmental policy (as mentioned in section 4.1.4.) that addresses waste, on top of climate change topics. This policy focuses on its main type of waste and its approach towards a circular economy. This policy is supported by specific actions aimed at reducing waste by adopting recycling measures, by collecting and categorising the entity's main types of waste, and by installing water fountains in its offices to reduce plastic and glass waste. Since the waste generated by the Corporate entity is very limited and not material at the Group level, the entity has not set any target related to a circular economy.

4.3.3. RESOURCE INFLOWS E5-4

Information on resource inflows is available for each business in their respective sections.

4.3.4. RESOURCE OUTFLOWS E5-5

Waste-related data	Unit	D'leteren Automotive	Moleskine	PHE	Corporate & other*	Group
Total amount of waste generated	**Tonnes**	**2,446**	**254**	**20,227**	**22**	**22,949**
Total amount of hazardous waste	**Tonnes**	**514**	**7**	**2,578**	**0**	**3,099**
Total amount by weight diverted from disposal	**Tonnes**	**1,792**	**246**	**15,397**	**13**	**17,448**
Total hazardous waste generated diverted from disposal	Tonnes	482	7	2,403	0	2,892
Total hazardous waste generated diverted from disposal due to preparation for reuse	Tonnes	9	0	0	0	9
Total hazardous waste generated diverted from disposal to recycling	Tonnes	473	7	1,627	0	2,107
Total hazardous waste generated diverted from disposal to other recovery operations	Tonnes	0	0	776	0	776
Total non-hazardous waste generated diverted from disposal	Tonnes	1,310	239	12,994	13	14,556
Total non-hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	63	11	1,672	0	1,746
Total non-hazardous waste generated diverted from disposal to recycling	Tonnes	1,247	228	10,352	10	11,837
Total non-hazardous waste generated diverted from disposal to other recovery operations	Tonnes	0	0	970	3	973
Total amount by weight directed to disposal	**Tonnes**	**654**	**8**	**4,831**	**8**	**5,502**
Total hazardous waste generated directed to disposal	Tonnes	33	0	175	0	208
Total hazardous waste generated directed to incineration	Tonnes	32	0	132	0	164
Total hazardous waste generated directed to landfill	Tonnes	0	0	24	0	24
Total hazardous waste generated directed to other disposal operation	Tonnes	0	0	19	0	19
Total non-hazardous waste generated directed to disposal	Tonnes	621	8	4,656	8	5,294
Total non-hazardous waste generated directed to incineration	Tonnes	395	0	2,403	8	2,806
Total non-hazardous waste generated directed to landfill	Tonnes	227	0	2,182	0	2,409
Total non-hazardous waste generated directed to other disposal operation	Tonnes	0	8	71	0	79

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

Non-recycled waste	D'leteren Automotive	Moleskine	PHE	Corporate & other*	Group
Total amount of non-recycled waste (tonnes)	726	19	8,248	12	**9,005**
Percentage of non-recycled waste (%)	30%	8%	41%	1%	**39%**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

5. Social information

5.1. Own workforce

5.1.1. OWN WORKFORCE IROS SBM-3

		Impact	Risks/opportunities	Approach by business
Health & Safety (H&S)	Own operations	**Moderate impact** Some businesses in the automotive, spare parts and logistics sectors have a substantial blue-collar workforce, including mechanics, who encounter H&S risks from manual tasks and machinery use. While white-collar workers face lower physical risks, they may face mental health challenges due to workload pressures.	**Moderate risk** Workplace accidents may lead to increased costs linked to absenteeism, lower productivity or indemnities.	DIA p.262 MSK N/A PHE p.316 Immo p.342
Diversity		**Moderate impact** A lack of diversity in organisations can affect creativity by narrowing the range of backgrounds and perspectives, and may cause some employees to feel unrecognised, possibly leading to a disengaged workforce.		DIA p.262 MSK N/A PHE p.316 Immo N/A
Training and Development		**Moderate impact** Encouraging employees to gain new skills helps them grow professionally and personally, opening doors to new career opportunities.		DIA p.262 MSK p.287 PHE p.316 Immo p.343

D'Ieteren Group Consolidated IROs: D'Ieteren Group is committed to providing a safe and rewarding work environment that enables individuals to grow and reach their full potential. It aims to acquire companies that uphold similar standards in people management and supports its investees in developing, implementing and refining ambitious strategies for managing personnel.

With companies mainly active in the retail/logistics, automotive and spare parts sectors and operating in Europe and North America, certain aspects like safety, diversity and people development are given a particular focus. However, the operations of businesses were evaluated and found to be at low risk of involving forced labour or child labour.

Human rights are integral to D'Ieteren Group's operations. As its businesses operate in countries where human rights are legally protected, it goes beyond these legal obligations by actively promoting employee well-being and cultivating a supportive work environment.

5.1.3. CHARACTERISTICS OF EMPLOYEES S1-6

Number of employees (headcount)					2024
	Female	Male	Other	Not disclosed	Total
D'Ieteren Automotive	567	2,335	-	-	**2,902**
Moleskine	280	137	-	-	**417**
PHE	1,735	7,992	-	-	**9,727**
Corporate & other*	31	46	-	-	**77**
Group	**2,613**	**10,510**	**-**	**-**	**13,123**

*Of which D'Ieteren Immo (Please refer to D'Ieteren Immo's chapter for more detailed information).

Headcount by country					
	D'Ieteren Automotive	Moleskine	PHE	Corporate & other*	Group
Belgium	2,902	-	510	77	**3,489**
France	-	-	6,384	-	**6,384**
Italy	-	176	581	-	**757**
Netherlands	-	-	197	-	**197**
Spain	-	-	2,032	-	**2,032**
United States	-	82	-	-	**82**

*Of which D'Ieteren Immo (Please refer to D'Ieteren Immo's chapter for more detailed information).
Note: only includes countries with more than 50 employees or 10% of the workforce.

Number of permanent employees (headcount)					2024
	Female	Male	Other	Not disclosed	Total
D'Ieteren Automotive	560	2,267	-	-	**2,827**
Moleskine	257	128	-	-	**385**
PHE	1,592	7,486	-	-	**9,078**
Corporate & other*	30	46	-	-	**76**
Group	**2,439**	**9,927**	**-**	**-**	**12,366**

*Of which D'Ieteren Immo (Please refer to D'Ieteren Immo's chapter for more detailed information).

Number of temporary employees (headcount)					
	Female	**Male**	**Other**	**Not disclosed**	**Total**
D'leteren Automotive	7	68	-	-	**75**
Moleskine	23	9	-	-	**32**
PHE	143	506	-	-	**649**
Corporate & other*	1	0	-	-	**1**
Group	**174**	**583**	**-**	**-**	**757**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

Number of non-guaranteed hours employees (headcount)					
	Female	**Male**	**Other**	**Not disclosed**	**Total**
D'leteren Automotive	0	0	0	0	**0**
Moleskine	0	0	0	0	**0**
PHE	0	0	0	0	**0**
Corporate & other*	0	0	0	0	**0**
Group	**0**	**0**	**0**	**0**	**0**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

Turnover	**D'leteren Automotive**	**Moleskine**	**PHE**	**Corporate & other***	**Group**
Total employee turnover	401	28	1,694	5	**2,128**
Employee turnover rate (%)	15%	13%	19%	7%	**18%**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

5.1.4. NON-EMPLOYEES S1-7

Non-employees	D'leteren Automotive	Moleskine	PHE(1)	Corporate & other*	Group(1)
Total number of non-employees in the workforce	427	0	-	22	-

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).
(1) The phase-in option is used for this data.

5.1.5. DIVERSITY METRICS S1-9

Employees in top management by gender

	Headcount					Share			
	Male	Female	Other	Not disclosed	Total	Male	Female	Other	Not disclosed
D'leteren Automotive	143	38	-	-	181	79%	21%	-	-
Moleskine	6	7	-	-	13	46%	54%	-	-
PHE	63	5	-	-	68	93%	7%	-	-
Corporate & other*	6	3	-	-	9	67%	33%	-	-
Group	**218**	**53**	**-**	**-**	**271**	**80%**	**20%**	**-**	**-**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

Age distribution of employees

	Headcount			Share		
	Under 30 years old	Between 30 and 50 years old	Over 50 years old	Under 30 years old	Between 30 and 50 years old	Over 50 years old
D'leteren Automotive	670	1,536	696	23%	53%	24%
Moleskine	19	160	39	9%	73%	18%
PHE	1,911	5,049	2,767	20%	52%	28%
Corporate & other*	5	48	24	6%	62%	31%
Group	**2,605**	**6,793**	**3,526**	**20%**	**53%**	**27%**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).
Note : only office employees are included for Moleskine.

5.1.6. HEALTH AND SAFETY S1-14

Health and safety management	D'leteren Automotive[1]	Moleskine	PHE[1]	Corporate & other[1][2]	Group[1]
Percentage of employees covered by H&S management system					
Employees	99%	79%	100%	100%	**99%**
Non-employees	-	0	-	-	**-**
Total	-	79%	-	-	**-**
Number of fatalities due to work-related injuries and ill health					
Employees	0	0	0	0	**0**
Non-employees	0	0	0	0	**0**
Total	0	0	0	0	**0**
Other: Other on-site workers (e.g. value chain workers)	0	0	0	0	**0**

(1) The phase-in option is used for this data.
(2) Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

Number and rate of recordable work-related accidents

	D'leteren Automotive[1]		Moleskine		PHE[1]		Corporate & other[2]		Group[1]	
	Number	Rate	Number	Rate	Number	Rate	Number	Rate	Number	Rate[3]
Employees	45	1.06	2	3.50	481	30	2	467	**530**	**8.96**
Non-employees	-	-	0	0	-	-	0	0	**-**	**-**
Total	-	-	2	3.50	481	30	2	-	**-**	**-**

(1) The phase-in option is used for the non-employee data. As a result, no total is calculated when the non-employee information is not available.
(2) This only includes the rate for D'leteren Immo, the other entities in the 'Corporate and other' segment having had no accidents in 2024.
(3) The consolidated rate for employees excludes 34 employees from the 'Corporate and other' segment.

	D'leteren Automotive	Moleskine	PHE	Corporate & other[1]	Group[1]
Employee cases of recordable work-related ill-health	2	0	0	-	**-**
Days lost to work-related injuries, ill health and fatalities	1,086	-[1]	13,869	-	**-**

(1) The phase-in option is used for this data.

5.1.7. INCIDENTS, COMPLAINTS AND SEVERE HUMAN RIGHTS IMPACTS S1-17

	D'Ieteren Automotive	Moleskine	PHE	Corporate & other*	Group
Number of incidents of discrimination within own workforce (including harassment)	5	0	10	1	**16**
Number of complaints to the company (including grievances)	5	0	10	1	**16**
Number of complaints filed to National Contact Points for OECD Multinational Enterprises	0	0	0	0	**0**
Total amount of fines, penalties and compensation (€m)	0	0	0.08	0	**0.08**

*Of which D'Ieteren Immo (Please refer to D'Ieteren Immo's chapter for more detailed information).

The following S1 information is not consolidated and describes the Corporate approach to its own workforce of 29 people. For more details on the management of own workforce IROs by the Group's businesses, please refer to their respective sections in the report.

5.1.8. OWN WORKFORCE CORPORATE IROS SBM-3

At the corporate level, Diversity and Health and Safety were not deemed material due to the size and activity of this entity. Only Training and Development was considered essential for the pursuit of the Group's investment strategy.

The corporate entity is mainly composed of white collar employees and a few independent white collar workers.

5.1.9. D'IETEREN GROUP CORPORATE POLICIES S1-1

D'leteren Group Corporate has implemented a Code of Conduct that applies to all its Corporate employees and directors and which is overseen by the Executive Committee. This document includes provisions related to Health and Safety (H&S) and Human Rights.

Although H&S is not material at the corporate level and there is no formal workplace accident prevention policy in place due to the type of activity carried out, D'leteren Group Corporate aims to promote a suitable work-life balance and implements initiatives to support the physical and mental well-being of its employees.

While the Corporate entity incorporates and promotes training and development as part of its overall people strategy, this aspect is not governed by a specific policy either.

Regarding Human Rights, the Group's Corporate entity complies with the laws and the collective labour agreements of the country in which it operates (Belgium), as well as with international human rights standards. D'leteren Group endorses the UN Universal Declaration of Human Rights and the conventions and recommendations of its International Labour Organization.

Given the size, location, activity and value chain of D'leteren Group's Corporate entity, the policy does not include specific clauses addressing human trafficking, forced labour, or child labour nor does it specifically refer to people at particular risk of vulnerability in its own workforce. However, D'leteren Group monitors the policies of its businesses concerning these issues which are discussed during regular touchpoints with the Group ESG team and during the annual reporting exercises.

As stated in the Code of Conduct, D'leteren Group's corporate entity promotes equal opportunities and inclusion, and prohibits any discrimination against employees or applicants based on race, ethnicity, religion, national origin, gender, sexual orientation, disability, health status, age, political or philosophical beliefs, or family status. All recipients of the Code of Conduct must respect one another and act without regard to any of the elements mentioned above. All forms of unlawful discrimination or inappropriate behaviour are strictly prohibited and should be reported through the Whistleblowing programme.

Each new employee receives the Code of Conduct during their onboarding process, and training is provided to all employees every two years.

5.1.10. D'IETEREN GROUP CORPORATE ENGAGEMENT WITH THE WORKFORCE S1-2

The Corporate entity has a process to engage with its employees on relevant social aspects. It consists of a yearly anonymous survey completed by all employees of the Corporate entity, followed by a team-wide discussion concerning the outcomes of the survey. An action plan is then developed to address the matters identified. This process is under the operational responsibility of the Chief Legal Officer.

Feedback recorded as part of the engagement process is integrated into strategic decisions. In 2024, in addition to addressing employee career opportunities, the process led to rethinking the interactions between the Corporate entity and the businesses, as well as to organising best practice exchange sessions among the businesses.

5.1.11. D'IETEREN GROUP CORPORATE PROCESSES TO REMEDIATE IMPACTS AND CHANNELS TO RAISE CONCERNS S1-3

D'leteren Group's Corporate entity has established a Whistleblowing policy that applies to all its employees. Through this policy, the entity encourages all recipients to submit a Whistleblowing report if they are victims of, or possess information regarding, violations of Group policies, including the Code of Conduct and the Dealing Code.

D'leteren Group has assigned the internal responsibility for managing whistleblowing reports - including the reception, investigation, follow-up, and recommendation of appropriate actions - to the Chief Legal Officer. However, the Whistleblowing policy stipulates that the Whistleblowing manager may be replaced or supported by other executives, Board members, or independent directors in specific cases. This measure is taken to avoid conflicts of interest and to ensure an independent and objective handling of the case.

This Whistleblowing policy guarantees that all Whistleblowing reports will be dealt with promptly, independently, and thoroughly, without causing any harm to whistleblowers, their career or reputation. D'leteren Group will protect the confidentiality and identity of whistleblowers and other parties involved in the report and the subsequent internal investigation, as appropriate.

The Whistleblowing policy is available at D'leteren Group's website as an annex to the Code of Conduct and its content is part of the bi-annual training received by the employees. Though the policy and procedure have not been subjected to a formal efficiency analysis, the training sessions are an opportunity for intended users to provide their feedback on it.

5.1.12. D'IETEREN GROUP CORPORATE APPROACH TO MANAGING IMPACTS ON THE WORKFORCE S1-4

At the Corporate level, diversity is addressed within the governance bodies (see the diversity policy in the Corporate Governance statement). However, no action plan has been implemented to address diversity and H&S since these aspects were not deemed material in the businesses.

Regarding training and development, D'leteren Group's Corporate entity recognises the importance of having a skilled Corporate team for making informed investment decisions and efficiently supporting businesses. As a result, it has introduced a "personal development plan" initiative, thereby addressing both the business need for a highly skilled workforce and the positive impact of fostering employee self-development. Personal development plans support employee mobility within the organisation.

As part of their plans, employees are encouraged to propose specific training needs to deepen their expertise in certain fields or to explore new areas. Since 2024, employees have taken part in a mid-year review, in addition to the year-end review, to discuss their personal development plans. An HR professional is in charge of tracking these plans and assessing their outcomes.

5.1.13. D'IETEREN GROUP CORPORATE TARGETS S1-5

D'leteren Group's Corporate entity has set a target of a minimum of three days of training per employee for the years 2024 and 2025, in compliance with national regulations. The organisation also encourages employees to share feedback and insights on their professional development through various channels, such as performance reviews with their managers and one-on-one meetings with HR representatives. This approach aims to address employee professional growth and well-being in a personalised manner.

5.2. Workers in the value chain

5.2.1. VALUE CHAIN WORKERS IROS SBM-3

		Impacts	R/O	Approach by business
Child/ forced labour	Value Chain	**Moderate impact** The manufacturing and raw material extraction industries in the upstream value chain of the automotive and spare parts sectors may be associated with risks of child labour and human rights violations.		DIA p.267 MSK p.291 PHE p.322 Immo p.346
Health & Safety of workers	Value Chain	**Moderate impact** The value chain of businesses, both upstream and downstream, presents notable risks for blue-collar workers, especially in the spare parts and automotive manufacturing industries as well as the real estate sector. Workers in these sectors are more likely to experience workplace injuries due to exposure to physical effort, hazardous chemicals and machinery.		DIA p.267 MSK p.291 PHE p.322 Immo p.346

D'leteren Group Consolidated IROs: D'leteren Group's main consolidated businesses operate in the Retail/Sales sector. In addition to offering services within their respective areas, they distribute products that they do not manufacture. They purchase finished products from suppliers, which, in turn, source raw materials such as steel, aluminium, other metals and rubber from their own suppliers. These Tier 2 suppliers frequently operate in regions where standards and laws concerning human rights and employee protection are less stringent. The selection of ethical suppliers is closely linked with D'leteren Group's strategic investment goals, including market segments, product quality and pricing. D'leteren Group invests in market leaders that align with its corporate values, provide high quality products and services, and that strive for customer loyalty. This necessitates robust sourcing approaches with a strong focus on ethical business practices and worker welfare.

Please refer to the sections for each business for information on the specific impacts, risks and opportunities related to workers in their value chains.

D'leteren Group Corporate IROs: The topics related to workers in the value chain are not material at the level of the Corporate entity. Therefore, D'leteren Corporate does not have policies, actions or targets related to these matters.

6. Governance information

6.1. Business Conduct

D'leteren Group prioritises integrity and stringent adherence to all applicable regulations. These principles are upheld at the Corporate level, where it operates in a fiduciary capacity towards its investors and stakeholders, as well as at the Group level, by fostering ethical business practices across its businesses.

6.1.1. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

The Executive Committee promotes and ensures ethical business practices within the Group. More specifically, the Chief Legal Officer (CLO) is responsible for overseeing the implementation of policies related to business ethics, such as the Dealing Code and the Code of Conduct, once these are approved by the Board of Directors.

The aforementioned governance bodies and representatives are fully qualified to fulfil their responsibilities. The Board of Directors comprises members who possess expertise in Corporate Governance, Sustainability, Risk Management and Internal Controls. The CEO has more than 30 years of experience in consultancy and leadership roles, and closely collaborates with the Chief Legal Officer who has over 20 years of experience in corporate and business law.

6.1.2. IDENTIFICATION OF BUSINESS CONDUCT IROS IRO-1

		Impacts	R/O	Approach by business
Corporate Culture	Own operations	**Moderate impact** A strong corporate culture within D'leteren Group can foster ethical practices throughout its businesses' operations and value chain, positively impacting shareholders, employees, customers and the broader society.		DIA p.270 MSK p.293 PHE p.324 Immo N/A
Corruption & Bribery	Own operations	**Significant impact** Failing to implement anti-corruption measures can lead to unethical business practices, such as bribery and fraud.		DIA p.270 MSK p.294 PHE p.324 Immo p.348

For more details on the management of this topic by the Group's businesses, please refer to their respective sections in the report.

D'leteren Group's Corporate approach: As a listed investment company based in Belgium, D'leteren Group ensures its compliance with all regulations on corporate governance. Beyond these requirements, the DMA emphasised the importance for D'leteren Group to maintain a robust corporate culture to guide its employees through shared assumptions and norms such as corporate values, mission statements, or a Code of Conduct.

This aspect was assessed in the DMA through internal brainstorming, peer analysis and ratings assessments.

6.1.3. BUSINESS CONDUCT POLICIES AND CORPORATE CULTURE G1-1

D'leteren Group's Corporate approach: D'leteren Group has implemented a number of policies related to corporate culture and business conduct.

The Dealing Code describes D'leteren Group's policy on preventing market abuse. It is designed to prevent the misuse of insider information related to D'leteren Group and to maintain the confidentiality of such information.

The Code of Conduct applies to everyone working for D'leteren Group's Corporate entity (including the Directors) and sets out ethics and compliance principles (Anti-bribery and corruption, data privacy, etc), important standards to follow in the work environment (Health and Safety, Human Rights, Freedom of Association, etc) and ethical business practices (conflict of interest, relationships with suppliers and partners, etc). While the Code of Conduct addresses corruption and bribery, its consistency with the United Nations Convention against Corruption has not been analysed.

Attached to the Code of Conduct is the Whistleblowing policy which encourages all addressees (i.e. the Corporate team) to file a Whistleblowing Report when they are victim of or have information about infringements to the aforementioned policies, including cases of corruption and bribery. Details regarding the whistleblower reporting channels, related employee training and the whistleblowing manager can be found in the section 5.1.11.

The Privacy policy is designed to inform stakeholders about how their personal data is processed by D'leteren Group and to outline their rights concerning this data.

6.1.4. PREVENTION AND DETECTION OF CORRUPTION AND BRIBERY G1-3

D'leteren Group's Corporate approach: D'leteren Group strictly prohibits any acts of corruption or bribery in its business operations and the financing of political parties. The responsibilities of employees concerning anti-bribery and anti-corruption are outlined in the Code of Conduct.

Incidents may be reported and addressed through the Whistleblowing procedure detailed in section 5.1.11. If, after investigation, it appears that the Whistleblowing report is well-founded, a report will be submitted to the Executive Committee. If the report concerns a Director or a member of the Executive Committee, it will be submitted to the Board of Directors for appropriate measures.

The procedure is available on the Group's website and is communicated to all new employees during their onboarding programme. Employees also receive refresher training sessions on the Code of Conduct and the whistleblowing programme every two years.

The members of the Executive Committee are identified as performing functions at risk. They all participate in the bi-annual training programme.

Functions at risk	D'leteren Automotive	Moleskine	PHE	Corporate & other*	Group(1)
Number of functions-at-risk of bribery and corruption (FAR)	158	6	-	47	**211**
Percentage of FAR receiving training	93%	100%	-	96%	**94%**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).
(1) The Group data excludes PHE, which has decided to use the phase-in option for this data.

6.1.5. INCIDENTS OF CORRUPTION OR BRIBERY G1-4

	D'leteren Automotive	Moleskine	PHE	Corporate & other*	Group
Number of convictions	0	0	0	0	**0**
Amount of fines (€m)	0	0	0	0	**0**

*Of which D'leteren Immo (Please refer to D'leteren Immo's chapter for more detailed information).

7. EU Taxonomy

7.1. Reporting on the EU Taxonomy

To tackle the sustainability challenges the world is facing, the European Union has developed the EU Green Deal. The aim of the Green Deal is to work towards becoming a climate-neutral continent by 2050. Two conditions have been identified to achieve this goal: firstly, to reorient capital flows towards sustainable investments, and secondly, to increase transparency in the market. Therefore, a classification system for sustainable activities has been developed, the EU Taxonomy. Its aim is to scale up sustainable investments by providing a common European definition of what can be categorised as an "environmentally sustainable" activity. Under the EU Taxonomy, companies are to disclose which part of their Turnover, CapEx and OpEx meets the criteria set in the EU Taxonomy for their company-specific economic activities. This creates a common language that allows investors and other stakeholders to make better informed decisions within Europe and beyond.

The EU has published the Delegated Acts acting as a catalogue of activities contributing to six environmental objectives. From 2023, companies falling under the scope of the EU NFRD (Directive 2014/95/EU), which is the case of D'Ieteren Group, must report their share of eligibility for all six objectives of the EU taxonomy:

- Climate change mitigation
- Climate change adaptation
- Sustainable use and protection of water and marine resources
- Transition to a circular economy
- Pollution prevention and control
- Protection and restoration of biodiversity and ecosystems

Last year, reporting on alignment was only required for the two climate-related objectives. This year, reporting on alignment is mandatory for all six objectives including comparative figures.

For the past three years, D'Ieteren Group and its businesses have been conducting analyses on possible eligibility and alignment.

As the EU Taxonomy is evolving, new economic activities and new or adjusted technical screening criteria are expected to be released in the coming years. D'Ieteren Group will continue to develop its EU Taxonomy reporting on the basis of future amendments to the EU Taxonomy Legislation.

7.2. Restatement of comparative information

In accordance with ESRS 1, §84, the KPIs related to turnover, capital expenditure (CapEx) and operating expenditure (OpEx) have been restated for 2023 to allow comparison with the current period.

The restatements performed mainly include the following in the D'Ieteren Automotive segment:

- Additional turnover, CapEx and OpEx have been considered as eligible following the identification of additional turnover derived from products or services associated with a EU Taxonomy-eligible economic activity. Specifically, the sale of second-hand vehicles at D'Ieteren Automotive falls under activity 5.4, 'Sale of second-hand goods' and contributes to the 'Transition to a circular economy' objective. Related turnover, CapEx and OpEx are now considered as eligible for the EU Taxonomy exercise.
- The turnover, CapEx and OpEx linked to the operation of BEV charging stations, i.e. selling kWhs (EDI Network), are now associated with the EU Taxonomy-eligible economic activity 6.15, 'Infrastructure enabling low-carbon road transport and public transport' instead of activity 7.4, 'Installation, maintenance and repair of charging stations for electric vehicles in buildings' as previously reported.
- The turnover, CapEx and OpEx linked to Lab Box are now associated with the EU Taxonomy-eligible economic activity 9.4, 'Close to market research, development and innovation' instead of activity 8.2, 'Data-driven solutions for GHG emissions reductions' as previously reported.

7.3. Eligibility analysis

Within D'Ieteren Group, the economic activities of three businesses have been identified as partly eligible. While D'Ieteren Immo contributes to the climate mitigation objective, D'Ieteren Automotive and PHE identified economic activities contributing both to the climate mitigation objective and to the circular economy objective. Moleskine, as the fourth business included in the group's EU Taxonomy exercise, does not have activities associated with environmentally sustainable economic activities at this stage.

Belron and TVH are equity-accounted investments and have, therefore, not been included in this analysis.

In accordance with the EU Taxonomy regulation (Annex 1 to the delegated regulation, Article 8, Section 1.1.2.2), the following CapEx linked to the purchase of output from EU Taxonomy-eligible/aligned economic activities and individual measures enabling activities to become low-carbon or to lead to greenhouse gas reductions, have been included since 2023 as eligible or aligned, for D'Ieteren Automotive, PHE and Moleskine :

- the acquisition and the exercising of ownerships of buildings (including the eligibility of all buildings and taking into account the legal or economic ownership as well as the right-of-use from a lease of a building (CCM 7.7);
- the renovation of buildings (CCM 7.2) and;
- the purchase, financing, renting, leasing and operation of all vehicles designated as category M1, N1 or L (2- and 3-wheel vehicles and quadricycles) (CCM 6.5).

The general approach to determine eligibility for businesses has been based on matching the NACE codes included in the EU Taxonomy to the corresponding local codes (e.g. NACEBEL codes) of the activities for each business.

7.3.1. D'IETEREN AUTOMOTIVE

D'Ieteren Automotive's primary economic activity, the sale of new motor vehicles, is not included in the EU Taxonomy, which only considers the purchase, financing, renting, leasing and operation of vehicles as eligible. As a result, the company's EU Taxonomy-eligible turnover remains quite low. Despite this, D'Ieteren Automotive is fully committed to driving the transition towards sustainable mobility. As Belgium's largest provider of new vehicles, the company plays a pivotal role in accelerating the adoption of electric vehicles, which significantly reduce greenhouse gas emissions compared to internal combustion engine vehicles. In 2024, D'Ieteren Automotive accounted for 24% of electric vehicle registrations in Belgium. With strong ambitions for 2030, the company aims to electrify more than 60% of its new vehicle sales, thereby reducing emissions from the use of its marketed vehicles by 42%. By expanding EV offerings, D'Ieteren Automotive actively contributes to the decarbonisation of the transport sector and to the climate change mitigation objective.

D'Ieteren Automotive also plays a role in providing a wide range of mobility services, most of which qualify as economic activities contributing to the climate change mitigation objective of the EU Taxonomy. Among the eligible activities, mechanical and body shop repair services in the Wonder and Retail sectors are promoting the maintenance and longevity of vehicles. D'Ieteren Automotive Energy's renewable energy activities play a pivotal role in advancing clean energy availability for mobility. Additionally, car-sharing initiatives, such as taxi services with Taxis Verts and shared mobility solutions with Poppy, contribute to greening mobility practices. Moreover, the inclusion of bike offerings, as seen with Lucien and Joule, expands the scope of sustainable transportation options, closely aligning with the EU's commitment to promote environmentally conscious behaviour.

In addition to these eligible activities, D'Ieteren Automotive also reviewed its portfolio of projects and acquisitions to identify those potentially falling within the scope of the EU Taxonomy. The acquisition of passenger cars and light commercial vehicles (including replacement and demo cars) for its retail activities, along with the renovation and ownership of buildings, were identified as eligible CapEx linked to the purchase of output from EU Taxonomy-eligible/aligned economic activities. These activities support the EU's climate change mitigation objectives by promoting sustainable mobility and reducing carbon emissions through the acquisition of electric or low-emission vehicles. They also contribute to energy efficiency and low-carbon standards, helping to transition to a more sustainable and energy-efficient built environment.

In 2024, D'Ieteren Automotive also conducted an analysis of the other environmental objectives under the EU Taxonomy, identifying a new eligible activity within its operations: the sale of used vehicles, which supports the transition to a circular economy. This activity should already have been considered as eligible in the prior period. Comparative figures have, therefore, been adjusted accordingly (refer to point 7.2 for additional information on the restatement performed).

The list of eligible economic activities performed by D'Ieteren Automotive for the financial year 2024:

D'Ieteren Automotive economic activities	EU Taxonomy activities
Mechanical & bodyshop repair services in the Wonder perimeter	3.3 Manufacture of low carbon technologies for transport (CCM)
Mechanical & bodyshop repair services in the Retail perimeter	
Operation of BEV charging stations i.e. selling kWhs (EDI Network)	6.15 Infrastructure enabling low-carbon road transport and public transport (CCM)
Sale of bicycles and bike accessories (Lucien)	6.4 Operation of personal mobility devices, cycle logistics (CCM)
Leasing bicycles and related accessories and services (Joule)	
Shared mobility services (Poppy)	6.5 Transport by motorbikes, passenger cars and light commercial vehicles (CCM)
Taxi dispatching (Taxi Verts, Husk)	
Sale & installation of BEV charging stations (EDI)	7.4 Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings) (CCM)
Sale & installation of PV panels and stationary batteries (Go-Solar)	7.6 Installation, maintenance and repair of renewable energy technologies (CCM)
Mobility as a Service (Mbrella)	8.2 Data-driven solutions for GHG emissions reductions (CCM)
Developing innovative and sustainable solutions for future-proof mobility (Lab box)	9.4 Close to market research, development and innovation (CCM)
Sale of second-hand cars	5.4 Sale of second-hand goods (CE)

D'Ieteren Automotive's EU Taxonomy-eligible revenue is in line with last year (restated – see point 7.2) and amounts to 14.9% (compared to 15.0% in 2023).

The EU Taxonomy-eligible CapEx share of D'Ieteren Automotive increased 4.5 percentage points, from 85.5% to 90.0%.

The EU Taxonomy-eligible OpEx share of D'Ieteren Automotive is 38.8% in 2024, which is a decrease compared to 51.6% in 2023. The decrease being mainly explained by the decrease of OpEx in 2024 compared to 2023 at Poppy and Lab Box, which are eligible activities.

7.3.2. D'IETEREN IMMO

D'leteren Immo's main economic activity consists of the acquisition and management (rental and operation) of the real estate assets that are owned by D'leteren Group. This activity is eligible under the climate mitigation objective of the EU Taxonomy under the activity "Acquisition and ownership of buildings"

D'leteren Immo's economic activities	EU Taxonomy activities
Buying real estate and exercising ownership	7.7 Acquisition and ownership of buildings (CCM)

7.3.3. MOLESKINE

Moleskine's activity of designing and distributing writing and reading accessories is currently not part of the eligible EU Taxonomy economic activities. It should be noted that this does not inherently suggests that the activity is not environmentally friendly. It rather indicates that the activity may not significantly contribute to one of the six environmental objectives outlined in the EU Taxonomy, which prioritises sectors with high environmental impact.

7.3.4. PHE

PHE's main economic activity, the distribution of automobile spare parts, is not currently recognised as an EU Taxonomy-eligible activity that could potentially contribute to one of the environmental objectives of the EU Taxonomy in a substantial way.

In 2024, additional turnover, CapEx and OpEx were considered as eligible compared to 2023, following the identification of turnover derived from products or services associated with the EU Taxonomy-eligible economic activity 'Sale of second-hand goods'. Indeed, PHE conducted a study in 2024 to estimate the portion of their turnover attributable to the sale of second-hand parts remanufactured by their suppliers. This turnover, as well as the related CapEx and OpEx, are now considered as eligible.

As of last year, two other, smaller economic activities performed by PHE were identified as eligible: the truck repair services and the injector remanufacturing at its Montajault National Technical Platform. The first activity is eligible under the Climate Change Mitigation objective (CCM 3.3*), while the second one makes a substantial contribution to the Circular Economy (CE 5.4) objective.

PHE's economic activities	EU Taxonomy activities
Truck repair services	3.3. Manufacture of low carbon technologies for transport (CCM)*
Injector remanufacturing	5.4. Sales of second-hands goods (CE)
Sale of second-hand parts	5.4. Sales of second-hands goods (CE)

*Following the definition of the EU Taxonomy activity 3.3, "Manufacture of low carbon technologies for transport, including the repair and maintenance of low carbon transport vehicles, rolling stock and vessels", and according to the FAQ** published in February 2022 : 'The qualifiers, such as 'low carbon' vehicles or 'low carbon' vessels for the purpose of Section 3.3 in Annex I to the Climate Delegated Act ('manufacture of low carbon technologies for transport'), which are not defined in a clear way, should only be considered for the purposes of determining compliance with the technical screening criteria and are, therefore, not relevant for the reporting on eligibility.' This extra guidance extends the description of activity 3.3, which is the "Manufacture, repair, maintenance, retrofitting, repurposing, and upgrade of low-carbon transport vehicles, rolling stock and vessels" to all rolling stock and vessels, regardless of their low-carbon character.
**Q9, FAQ (originally published in February 2022) https://eur-lex.europa.eu/legal-content/EN/TXT/HTML/?uri=CELEX:52022XC1006(01)&from=EN

7.4. Alignment analysis

7.4.1. D'IETEREN AUTOMOTIVE

In 2024, D'leteren Automotive continued to optimise its processes to determine, calculate and report on the applicable areas of the EU Taxonomy.

Technical screening criteria (TSC)

Each potentially aligned activity was reviewed against the EU Taxonomy's technical screening criteria (TSC) to ensure it meets the required thresholds for a substantial contribution to the climate change mitigation or circular economy objectives.

Do No Significant Harm

For all its eligible activities, D'leteren Automotive conducted due diligence to verify compliance with the Do No Significant Harm (DNSH) criteria. This ensures that its activities do not adversely impact other environmental objectives, including climate change adaptation and mitigation, pollution, water, the circular economy and biodiversity.

Regarding climate change adaptation, D'leteren Automotive based its approach on the comprehensive climate risk and vulnerability assessment conducted in 2022 for all its eligible activities. This assessment identified potential physical climate risks to its sites, focusing on acute and chronic hazards in Belgium, such as extreme heat and cold, storms, flooding and water stress. Scenarios such as SSP 1-2.6, SSP 5-8.5, and NGFS Net-Zero 2050 were considered, reflecting the highest CO_2 concentration projections by the IPCC. The assessment evaluated asset exposure and sensitivity in Brussels, Mechelen, and Antwerp, where D'leteren Automotive carries out most of its activities. Insights gained from this analysis inform the development of effective mitigation measures to address climate risks, if necessary.

For other environmental objectives - including pollution, water, the circular economy, biodiversity and climate change mitigation, where applicable - DNSH compliance was assessed on a case-by-case basis, considering the specific characteristics of each business activity. While most activities meet the DNSH criteria, some areas require further clarifications. This is particularly the case for its mechanical repair and bodywork activities, where D'Ieteren Automotive has not conducted environmental impact assessments or screenings in accordance with Directive 2011/92/EU due to the large number of sites.

Regarding the sale of second-hand cars, D'Ieteren Automotive has decided to anticipate the DNSH criteria for Climate Change Mitigation, applicable from 2025, on emissions released and, therefore, considered that only 4.6% of used cars sold in 2024 (being BEV vehicles sold) where compliant with the DNSH Criteria for Climate Change Mitigation.

Minimum Social Safeguards (MSS)

D'Ieteren Automotive ensures adherence to Minimum Social Safeguards (MSS), including human rights, labour rights, and corporate governance principles, across its entire value chain, as outlined from page 267 of this report. Regarding taxation, D'Ieteren Automotive follows its established tax risk management process to ensure full compliance with relevant laws. In terms of fair competition, D'Ieteren Automotive fosters a culture of compliance through its Code of Conduct, which requires all employees to adhere to applicable laws and regulations and perform their duties in line with the company's values, ethical guidelines and good business practices.

The list of aligned economic activities of D'Ieteren Automotive for the financial year 2024:

D'Ieteren Automotive aligned activities	EU Taxonomy activities
Sale of bicycles and bike accessories (Lucien)	6.4 Operation of personal mobility devices, cycle logistics (CCM)
Leasing of bicycles and related accessories and services (Joule)	
Shared mobility services (Poppy)	6.5 Transport by motorbikes, passenger cars and light commercial vehicles (CCM)
Taxi dispatching (Taxi Verts, Husk)	
Sale & installation of BEV charging stations (EDI)	7.4 Installation, maintenance and repair of charging stations for electric vehicles in buildings (CCM)
Sale & installation of PV panels and stationary batteries (Go-Solar)	7.6 Installation, maintenance and repair of renewable energy technologies (CCM)
Sale of second-hand cars	5.4 Sales of second-hand goods (CE)

If D'Ieteren Automotive reported 0% aligned turnover, CapEx, and OpEx for the 2023 financial year, the progress made in EU Taxonomy reporting enables it to declare, in 2024, 1.8% aligned turnover, 16% aligned CapEx, and 5.6% aligned OpEx.

7.4.2. D'IETEREN IMMO

To assess the alignment of activity 7.7, 'Acquisition and Ownership of Buildings' for D'Ieteren Immo, the TSC, the DNSH criteria and the MSS have been analysed. To conduct the substantial contribution (TSC) analysis, all sites were divided into three groups, each group being associated to a specific TSC ;

- Sites constructed before 2021 : For these sites, no EPC A certificate can be provided, and the evaluation of the sites' performance in relation to the national top 15% of the building stock is not possible due to a lack of data at the Belgian level. As a result, sites in the first group are not aligned.
- Sites built from 2021 onwards: D'Ieteren Immo does not yet possess sufficient knowledge on local thresholds to establish alignment for this group.
- Sites that remain under construction at the end of 2024 : For these sites, no revenue can be aligned but only CapEx and OpEx can be considered. However, for the same reasons as for group 2, buildings in group 3 have been considered as not aligned.

As a result of the substantial contribution analysis, it can be concluded that D'Ieteren Immo has no aligned revenue, CapEx, or OpEx for the year 2024. D'Ieteren Immo is actively preparing the EU Taxonomy reporting for the 2025 fiscal year and is currently reviewing the TSC to evaluate how the real estate portfolio can align in the coming years.

7.4.3. PHE

After reviewing the alignment for the different eligible activities of PHE, it has been concluded that none of the turnover, CapEx and OpEx could be considered as aligned.

This is due to either a lack of information related to the TSC, an inability to prove alignment with the TSC, or the fact that PHE does not fulfil the Climate Change Adaptation DNSH criteria for any of its eligible activities, having not yet completed its analysis of physical climate risks and vulnerabilities. However, PHE is currently conducting a TCFD analysis to assess these risks and to consider necessary adaptation solutions in the coming years.

7.5. Disclosures

The amounts used for calculating turnover, CapEx and OpEx ratios are based on the reported data in the consolidated financial statements. D'Ieteren Group disclosures for the EU Taxonomy are, therefore, compiled from the financial figures from the 'Corporate & other' segment (including D'Ieteren Group & D'Ieteren Immo), D'Ieteren Automotive, Moleskine and PHE.

The consolidated turnover of D'Ieteren Group covers D'Ieteren Automotive, Moleskine and PHE. D'Ieteren Immo's turnover is not included since its turnover comes mainly from internal sales to D'Ieteren Group or is included in other operating income. In total, this brings the eligibility percentage of D'Ieteren Group's turnover to 11.8% (compared to 10.8% last year), and the alignment percentage of D'Ieteren Group's turnover to 1.2% (compared to 0% last year).

The CapEx denominator may be reconciled with the consolidated financial statements as follows:

in €m	2024	
Intangible assets, property, plant and equipment, investment property and right-of-use assets (IFRS16)		
Purchase of property, plant and equipment and intangible assets	-129.8	**Consolidated Statement of cash flows (Note 4c)**
Items acquired through business combinations	-26.9	**Statement of changes in intangible assets (Note 13), property, plant and equipment (Note 14) and investment property (Note 15)**
Additions to right-of-use assets (IFRS16)	-158.4	**Statement of changes in right-of-use assets (Note 31)**
TOTAL	**-315.1**	

The total eligible CapEx for D'Ieteren Group for FY 2024 is 72.3% (compared to 74.3% in 2023). The total aligned CapEx for FY 2024 is 6.4% (compared to 0% last year).

The OpEx of D'Ieteren Group also comprises the financial figures of D'Ieteren Automotive, D'Ieteren Immo, Moleskine, PHE and D'Ieteren Group ('Corporate & other' segment) itself. The total eligible OpEx for D'Ieteren Group is 32.6% (compared to 37.7% last year) and the total aligned OpEx for FY 2024 is 1.4% (compared to 0% last year).

7.5.1. VIEW BY BUSINESSES

€m	Eligible but not aligned turnover	Aligned turnover	Non eligible turnover	Total turnover	% eligible turnover	% aligned turnover
D'Ieteren Automotive	688.7	97.1	4,483.4	5,269.1	14.9%	1.8%
PHE	178.8	0.0	2,584.5	2,763.3	6.5%	0.0%
Moleskine	0.0	0.0	122.3	122.3	0.0%	0.0%
Corp & other	0.0	0.0	0.0	0.0	0.0%	0.0%
Total Turnover	**867.5**	**97.1**	**7,190.2**	**8,154.7**	**11.8%**	**1.2%**

€m	Eligible but not aligned CapEx	Aligned CapEx	Non eligible CapEx	Total CapEx	% eligible CapEx	% aligned CapEx
D'Ieteren Automotive	92.3	20.0	12.5	124.8	90.0%	16.0%
PHE	69.1	0.0	67.6	136.7	50.5%	0.0%
Moleskine	11.1	0.0	6.1	17.2	64.5%	0.0%
Corp & other	35.2	0.0	1.2	36.4	96.7%	0.0%
Total CapEx	**207.7**	**20.0**	**87.4**	**315.1**	**72.3%**	**6.4%**

€m	Eligible but not aligned OpEx	Aligned OpEx	Non eligible OpEx	Total OpEx	% eligible OpEx	% aligned OpEx
D'Ieteren Automotive	5.1	0.9	9.4	15.4	38.8%	5.6%
PHE	1.3	0.0	28.6	29.8	4.2%	0.0%
Moleskine	0.0	0.0	3.4	3.4	0.0%	0.0%
Corp & other	12.7	0.0	0.0	12.7	100.0%	0.0%
Total OpEx	**19.1**	**0.9**	**41.3**	**61.3**	**32.6%**	**1.4%**

Abbreviations

The Code constitutes the abbreviations of the relevant objectives to which the economic activity is eligible to make a substantial contribution, as well as the Section number of the activity in the relevant Annex covering the objective, i.e.:

- Climate Change Mitigation: CCM
- Climate Change Adaptation: CCA
- Water and Marine Resources: WTR
- Circular Economy: CE
- Pollution Prevention and Control: PPC
- Biodiversity and ecosystems: BIO

Abbreviations used for alignment:

- Y – Yes, EU-Taxonomy-eligible and EU-Taxonomy-aligned activity with the relevant environmental objective
- N – No, EU-Taxonomy-eligible but not EU-Taxonomy-aligned activity with the relevant environmental objective
- N/EL – not eligible, EU-Taxonomy non-eligible activity for the relevant environmental objective

Abbreviations used for eligibility

- N/EL – not eligible, EU-Taxonomy non-eligible activity for the relevant environmental objective
- EL – eligible, EU-Taxonomy eligible activity for the relevant environmental objective

7.5.2. TURNOVER

Financial year 2024		*2024*		Substantial Contribution Criteria						DNSH criteria ('Does Not Significantly Harm')(h)									
Economic Activities (1)	Code (a) (2)	Turnover (3)	Proportion of Turnover, year N (4)	Climate Change Mitigation (5)	Climate Change Adaptation (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Climate Change Mitigation (11)	Climate Change Adaptation (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) turnover, 2023 (18)	Category enabling activity (19)	Category transitional activity (20)
		€m	%	Y; N; N/EL (b) (c)						Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Operation of personal mobility devices, cycle logistics	**CCM 6.4**	40.2	0.5%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		
Transport by motorbikes, passenger cars and light commercial vehicles	**CCM 6.5**	2.2	0.0%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		T
Installation, maintenance and repair of charging stations for electric vehicles in buildings	**CCM 7.4**	17.7	0.2%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%	E	
Installation, maintenance and repair of renewable energy technologies	**CCM 7.6**	18.2	0.2%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%	E	
Sale of Second-Hand Goods	**CE 5.4**	18.7	0.2%	N/EL	N/EL	N/EL	N/EL	Y	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)		**97.1**	**1.2%**	**1.0%**	**0.0%**	**0.0%**	**0.0%**	**0.2%**	**0.0%**	**Y**	**Y**	**Y**	**Y**	**Y**	**Y**	**Y**	**0.0%**		
Of which Enabling		*35.9*	*0.4%*	*0.4%*	*0%*	*0%*	*0%*	*0%*	*0%*	*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*0.0%*	*E*	
Of which Transitional		*2.2*	*0.0%*	*0.0%*						*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*0.0%*		*T*
A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (g)																			
Manufacture of low-carbon technologies for transport	**CCM 3.3**	312.2	3.8%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								3.4%		
Operation of personal mobility devices, cycle logistics	**CCM 6.4**	2.9	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.4%		
Transport by motorbikes, passenger cars and light commercial vehicles	**CCM 6.5**	48.4	0.6%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.4%		
Installation, maintenance and repair of charging stations for electric vehicles in buildings	**CCM 7.4**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.2%		
Installation, maintenance and repair of renewable energy technologies	**CCM 7.6**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.6%		
Data-driven solutions for GHG emissions reductions	**CCM 8.2**	1.6	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.0%		
Infrastructure enabling low-carbon road transport and public transport	**CCM 6.15**	0.2	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.0%		
Close to market research, development and innovation	**CCM 9.4**	1.2	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.0%		
Sale of Second-Hand Goods	**CE 5.4**	501.0	6.1%	N/EL	N/EL	N/EL	N/EL	EL	N/EL								5.7%		
Turnover of Taxonomy- eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**867.5**	**10.6%**	**4.5%**	**0.0%**	**0.0%**	**0.0%**	**6.1%**	**0.0%**								**10.8%**		
A. Turnover of Taxonomy eligible activities (A1+A2)		**964.5**	**11.8%**	**5.5%**	**0.0%**	**0.0%**	**0.0%**	**6.4%**	**0.0%**								**10.8%**		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
Turnover of Taxonomy- non-eligible activities		**7,190.2**	**88.2%**																
TOTAL		8,154.7	**100.0%**																

7.5.3. CAPEX

Financial year 2024		*2024*		Substantial Contribution Criteria						DNSH criteria ('Does Not Significantly Harm')(h)									
Economic Activities (1)	Code (a) (2)	€m CapEx (3)	Proportion of CapEx, year N (4)	Climate Change Mitigation (5)	Climate Change Adaptation (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Y/N Climate Change Mitigation (11)	Y/N Climate Change Adaptation (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) CapEx, 2023 (18)	Category enabling activity (19)	Category transitional activity (20)
			%	Y; N; N/EL (b) (c)								Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Operation of personal mobility devices, cycle logistics	**CCM 6.4**	12.1	3.8%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		
Transport by motorbikes, passenger cars and light commercial vehicles	**CCM 6.5**	6.0	1.9%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		T
Installation, maintenance and repair of charging stations for electric vehicles in buildings	**CCM 7.4**	0.3	0.1%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%	E	
Installation, maintenance and repair of renewable energy technologies	**CCM 7.6**	1.1	0.3%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%	E	
Sale of Second-Hand Goods	**CE 5.4**	0.6	0.2%	N/EL	N/EL	N/EL	N/EL	Y	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		
CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		**20.0**	**6.4%**	**6.2%**	**0.0%**	**0.0%**	**0.0%**	**0.2%**	**0.0%**	Y	Y	Y	Y	Y	Y	Y	**0.0%**		
Of which Enabling		*1.4*	*0.4%*	*0.4%*	*0%*	*0%*	*0%*	*0%*	*0%*	*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*0.0%*	*E*	
Of which Transitional		*6.0*	*1.9%*	*1.9%*						*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*Y*	*0.0%*		*T*
A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (g)																			
Manufacture of low-carbon technologies for transport	**CCM 3.3**	8.8	*2.8%*	EL	N/EL	N/EL	N/EL	N/EL	N/EL								*3.2%*		
Operation of personal mobility devices, cycle logistics	**CCM 6.4**	1.0	0.3%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								3.3%		
Transport by motorbikes, passenger cars and light commercial vehicles	**CCM 6.5**	59.4	18.9%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								17.6%		
Installation, maintenance and repair of charging stations for electric vehicles in buildings	**CCM 7.4**	0.1	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.2%		
Installation, maintenance and repair of renewable energy technologies	**CCM 7.6**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.3%		
Data-driven solutions for GHG emissions reductions	**CCM 8.2**	1.0	0.3%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.4%		
Renovation of existing buildings Acquisition & Ownership of buildings	**CCM 7.2** **CCM 7.7**	124.4	39.5%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								43.8%		
Infrastructure enabling low-carbon road transport and public transport	**CCM 6.15**	0.2	0.1%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.1%		
Close to market research, development and innovation	**CCM 9.4**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.1%		
Installation, maintenance and repair of energy efficiency equipment	**CCM 7.3**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.3%		
Sale of Second-Hand Goods	**CE 5.4**	12.7	4.0%	N/EL	N/EL	N/EL	N/EL	EL	N/EL								5.0%		
CapEx of Taxonomy- eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**207.7**	**65.9%**	**61.9%**	**0.0%**	**0.0%**	**0.0%**	**4.0%**	**0.0%**								**74.3%**		
A. CapEx of Taxonomy eligible activities (A1+A2)		**227.7**	**72.3%**	**68.1%**	**0.0%**	**0.0%**	**0.0%**	**4.2%**	**0.0%**								**74.3%**		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
CapEx of Taxonomy- non-eligible activities		**87.4**	**27.7%**																
TOTAL		**315.1**	**100.0%**																

7.5.4. OPEX

Financial year 2024		2024			Substantial Contribution Criteria					DNSH criteria ('Does Not Significantly Harm')(h)									
Economic Activities (1)	Code (a) (2)	€m OpEx (3)	Proportion of OpEx, year N (4)	Climate Change Mitigation (5)	Climate Change Adaptation (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Climate Change Mitigation (11)	Climate Change Adaptation (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) OpEx, 2023 (18)	Category enabling activity (19)	Category transitional activity (20)
			%		Y; N; N/EL (b) (c)					Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Operation of personal mobility devices, cycle logistics	**CCM 6.4**	0.4	0.7%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		
Transport by motorbikes, passenger cars and light commercial vehicles	**CCM 6.5**	0.0	0.0%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		T
Installation, maintenance and repair of charging stations for electric vehicles in buildings	**CCM 7.4**	0.2	0.3%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%	E	
Installation, maintenance and repair of renewable energy technologies	**CCM 7.6**	0.2	0.3%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%	E	
Sale of Second-Hand Goods	**CE 5.4**	0.1	0.1%	N/EL	N/EL	N/EL	N/EL	Y	N/EL	Y	Y	Y	Y	Y	Y	Y	0.0%		
OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		**0.9**	**1.4%**	**1.3%**	**0.0%**	**0.0%**	**0.0%**	**0.1%**	**0.0%**	Y	Y	Y	Y	Y	Y	Y	**0.0%**		
Of which Enabling		*0.4*	*0.6%*	*0.6%*	*0%*	*0%*	*0%*	*0%*	*0%*	Y	Y	Y	Y	Y	Y	Y	*0.0%*	*E*	
Of which Transitional		*0.0*	*0.0%*	*0.0%*						Y	Y	Y	Y	Y	Y	Y	*0.0%*		*T*
A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (g)																			
Manufacture of low-carbon technologies for transport	**CCM 3.3**	1.9	3.1%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								3.0%		
Operation of personal mobility devices, cycle logistics	**CCM 6.4**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								1.0%		
Transport by motorbikes, passenger cars and light commercial vehicles	**CCM 6.5**	0.1	0.1%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								1.8%		
Installation, maintenance and repair of charging stations for electric vehicles in buildings	**CCM 7.4**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.7%		
Installation, maintenance and repair of renewable energy technologies	**CCM 7.6**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.8%		
Data-driven solutions for GHG emissions reductions	**CCM 8.2**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.0%		
Acquisition and ownership of buildings	**CCM 7.7**	12.7	20.8%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								18.0%		
Infrastructure enabling low-carbon road transport and public transport	**CCM 6.15**	0.0	0.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.0%		
Close to market research, development and innovation	**CCM 9.4**	3.2	5.2%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								10.0%		
Sale of Second-Hand Goods	**CE 5.4**	1.2	1.9%	N/EL	N/EL	N/EL	N/EL	EL	N/EL								2.4%		
OpEx of Taxonomy- eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**19.1**	**31.2%**	**29.2%**	**0.0%**	**0.0%**	**0.0%**	**1.9%**	**0.0%**								**37.7%**		
A. OpEx of Taxonomy eligible activities (A1+A2)		**20.0**	**32.6%**	**30.6%**	**0.0%**	**0.0%**	**0.0%**	**2.0%**	**0.0%**								**37.7%**		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy- non-eligible activities		**41.3**	**67.4%**																
TOTAL		**61.3**	**100.0%**																

7.5.5. NUCLEAR AND FOSSIL GAS RELATED ACTIVITIES

D'leteren Group does not engage in activities related to fossil gas and nuclear energy.

Exposure to nuclear and fossil gas		
1	The undertaking carries out, funds or has exposures to research, development, demonstration and deployment of innovative electricity generation facilities that produce energy from nuclear processes with minimal waste from the fuel cycle.	NO
2	The undertaking carries out, funds or has exposures to construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production, as well as their safety upgrades, using best available technologies.	NO
3	The undertaking carries out, funds or has exposures to safe operation of existing nuclear installations that produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production from nuclear energy, as well as their safety upgrades	NO
Fossil gas related activities		
4	The undertaking carries out, funds or has exposures to construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels	NO
5	The undertaking carries out, funds or has exposures to construction, refurbishment, and operation of combined heat/cool and power generation facilities using fossil gaseous fuels.	NO
6	The undertaking carries out, funds or has exposures to construction, refurbishment and operation of heat generation facilities that produce heat/cool using fossil gaseous fuels.	NO

D'Ieteren Automotive

1. General information

1.1. Basis for preparation BP-1, -2

The commercial name of the D'Ieteren Automotive business, "D'Ieteren", will be used throughout this chapter.

Considering the unique nature of each D'Ieteren Group business entity, D'Ieteren has chosen to present its ESG performance and accomplishments in a dedicated chapter.

D'Ieteren has adopted a consolidated approach to its 2024 sustainability reporting, aggregating data across all fully consolidated entities.

- The consolidation scope matches that of the company's financial statements (see pages 131 and 132 of this report), with no subsidiaries in which D'Ieteren has a majority interest being exempt from sustainability reporting.
- Entities not fully consolidated, such as Volkswagen D'Ieteren Finance, Lizy, Skipr and MyMove, are included as part of the value chain.

D'Ieteren aligns with the Corporate Sustainability Reporting Directive (CSRD) and its European Sustainability Reporting Standards (ESRS) by enhancing transparency in its sustainability practices. The sustainability statement addresses both upstream and downstream aspects of the value chain. This includes focusing on sourcing raw materials, managing supplier relationships, product use and end-of-life management. By considering both ends of the value chain, D'Ieteren ensures a comprehensive approach to sustainability, in line with the requirements of the CSRD.

The strategic approach to key non-financial topics, along with the main risks and opportunities associated with these areas and the methods used to manage them, are outlined in the relevant sections of this chapter.

The sustainability statement contains statements relating to the future development of the business. These statements are based on assumptions related to the development of the economic, political and legal environment in Belgium, which the company has made based on the information available and which it considers to be realistic at the time.

D'Ieteren did not use the option to omit a specific piece of information corresponding to intellectual property, know-how or the results of innovation.

1.2. Governance

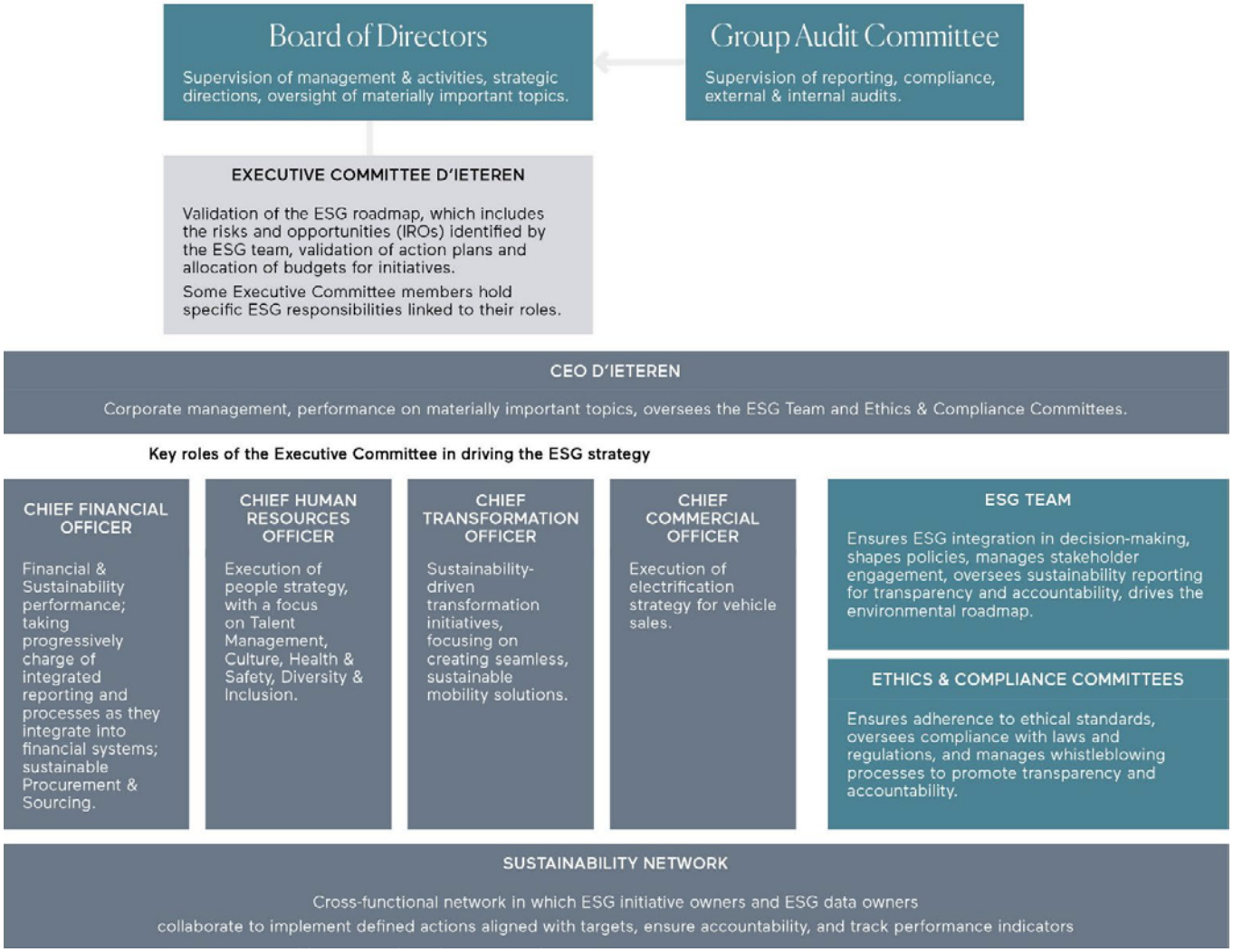
1.2.1. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

D'Ieteren has established an integrated and holistic performance management and governance system. Central to this structure are the Board of Directors, the Executive Committee, the ESG team and designated ESG initiative owners, each playing distinct yet interconnected roles to drive the company's ESG agenda. The following graph illustrates the sustainability workflows.

- The Board of Directors (composed of 6 members, including one woman and no independent members) plays a crucial role, engaging in ESG strategy oversight and ensuring alignment with corporate sustainability targets, including achieving net-zero emissions. This ensures that sustainability considerations are embedded within the broader corporate strategy.
- The Executive Committee (composed of 8 members, including one woman) defines the ESG roadmap, which includes the risks and opportunities (IROs) identified by the ESG team, overseeing the validation of action plans (including targets) and the allocation of budgets for initiatives. Specific meetings strengthen the collaboration between the Executive Committee and the ESG team, facilitating informed decision-making. All members of the Executive Committee have received specialist training to ensure a thorough understanding of the impacts of environmental, social and governance (ESG) matters on the company. These training sessions were conducted by external advisors as well as internal teams, such as the Legal, Risk & Compliance, HR and ESG teams. Regular updates are also provided to keep the Executive Committee informed on the latest developments and best practices in these areas.
- The ESG team plays a key role in integrating ESG topics into the company's overall strategy. The team works directly with the Executive Committee to prioritise material ESG topics, develop sustainability goals and ensure compliance with external regulations and standards. By doing so, the team ensures that ESG considerations are embedded in decision-making processes at the main levels of the organisation. Additionally, the team is responsible for shaping ESG policies, managing stakeholder engagement, overseeing sustainability reporting and ensuring transparency and accountability in the company's ESG efforts. The ESG team collaborates with ESG initiative owners and data owners across the company. The team receives specialist ESG training to develop their expertise, is part of external networks of ESG specialists and collaborates with external advisors to enhance ESG risk assessments and regulatory compliance.

- The Ethics and Compliance Committees, under the CEO's leadership, meet regularly to ensure adherence to ethical standards, laws and regulations. They address ethical and compliance aspects to effectively integrate them into the company, prevent risks and, if necessary, consider remediation actions. In the course of their duties, the Head of Legal, Head of Audit and the Risk, Compliance & Whistleblowing Officer work closely with the CEO, further strengthening and supporting these efforts. The Ethics Committee also includes the ESG Manager and selected subsidiary representatives.

- The sustainability network links corporate and operational functions, with ESG initiative owners driving actions aligned with the ESG roadmap and targets, in close collaboration with the ESG team. ESG data owners manage reporting across operational entities, with regular updates from the ESG team to ensure effective task execution. These employees hold various roles across the company, including finance, HR, procurement, operations, etc., ensuring comprehensive coverage of D'Ieteren's activities.



1.2.2. SUSTAINABILITY MATTERS ADDRESSED BY MANAGEMENT GOV-2

D'leteren has established a structured system for reporting material impacts, risks and opportunities related to sustainability strategies to its administrative, management and supervisory bodies.

- The Board of Directors receives quarterly updates on the company's ESG strategy and performance from the Executive Committee.
- Since the sustainability strategy is an integral part of the overall business strategy, topics such as the electrification of new vehicle sales, the development of new mobility solutions and the expansion of activities in the green energy market, are recurring subjects discussed by the Executive Committee during their monthly meetings. Clear directives are then provided to the senior management teams to implement the decisions made during these meetings.
- The CEO meets monthly with the ESG team to ensure strategic alignment, review progress on initiatives and discuss compliance-related ESG matters. Matters related to important IROs are discussed during these meetings as well as in the meetings with the Ethics Committee, of which the CEO is a member. Regular, targeted reports are also produced for specific teams, such as the Sales & Network department, which plays a key role in addressing climate change, the D'leteren HR community and the Ethics Committee.

All reports and presentations are prepared by the ESG team and reviewed by the CEO, the finance department, HR, or other relevant departments, depending on the topics at hand.

1.2.3. INCENTIVE SCHEMES GOV-3

D'leteren has integrated sustainability into its remuneration practices through its Long-Term Incentive Plan (LTIP). This plan, approved by the Board of Directors, links 4.76% of the variable pay for directors and members of the Executive Committee to key sustainability objectives. A central pillar of the LTIP is an environmental target to achieve a 50% reduction in CO_2 emissions by 2025, based on 2019 levels and within D'leteren's historical scope[1]. The LTIP also includes social targets focused on achieving gender parity in candidate pools by 2025, as well as employee engagement goals, aiming for a 75% engagement rate and 66% participation in surveys.

1.2.4. STATEMENT ON DUE DILIGENCE GOV-4

Sustainability Due Diligence is the process through which D'leteren identifies, prevents, mitigates and reports the actual and potential negative impacts of its activities on the environment and people. It also encompasses the evaluation of how changes in the company's strategy, business model, operations, and relationships - especially in the context of acquisitions or divestments - may affect sustainability. The core of this practice is assessing and measuring the negative impacts arising from D'leteren's operations, products, services and business relationships across the value chain.

Core elements of due diligence	Paragraphs in the sustainability statement
Embedding due diligence in the governance, strategy and business model	1.2. Governance 1.3. Strategy 1.4. Impact, risk and opportunity management
Engaging with affected stakeholders in all key steps of due diligence	1.4.1. Double materiality assessment process 1.3.2 Interests and views of stakeholders 3.1.3. Engagement and channels to raise concerns
Identifying and assessing adverse impacts	1.4.1. Double materiality assessment process 1.3.3. Double materiality assessment result
Taking actions to address those adverse impacts	2. Environmental information 3. Social information 4. Governance
Tracking the effectiveness of these efforts and communicating	2. Environmental information 3. Social information 4. Governance

[1] D'leteren's entities within this historical scope are: D'leteren Automotive, D'leteren Centers, Porsche Centre Antwerp & Porsche Centre Brussels (covering ~85% of gross margin and 95+% of EBIT generated by D'leteren in 2019). The historical scope covers Scope 1 and Scope 2 emissions, as well as some Scope 3 emissions, namely the emissions related to home-work commuting, logistics, business travel, waste and upstream emissions from Scope 1 and 2.

1.2.5. SUSTAINABILITY REPORTING RISK MANAGEMENT GOV-5

To ensure thorough sustainability reporting, D'leteren has implemented a data collection process which addresses several risks.

- D'leteren completed its double materiality assessment one year ahead of the first mandatory CSRD reporting date to ensure each entity had sufficient time to collect the requisite information. Subsequently, the ESG team coordinated the reporting process to guarantee that the information was collected in accordance with the legally mandated timeline.
- Regarding data accuracy, D'leteren prioritises primary data. In cases where primary data is unavailable, appropriate estimation methods are used and explained. Estimation methods are developed in collaboration with internal and external experts.
- Following an internal audit of its ESG strategy and reporting in 2022, during which risk assessment and internal control findings were communicated to the administrative, management and supervisory bodies, D'leteren implemented comprehensive data collection processes in 2023, further strengthened in 2024 through targeted initiatives. These included the development of customised data collection templates, which were explained individually to each entity within the company to ensure a clear and consistent approach. To improve data consistency, the collection process was centralised, particularly for energy and HR topics. Additionally, the company provided specialist training and resources to ESG data owners to ensure reliable data management.
- In 2024, ESG data owners documented the processes for collecting and verifying their KPIs across all ESG topics identified by the DMA. This made it possible to identify areas where data reliability could be improved. A key priority was eliminating errors from manual calculations, which led to the progressive automation of tasks to reduce the risks associated with manual data handling. Collaboration with suppliers has also been a major focus, to improve the collection of value chain data. The external auditors were involved early, including through running a "pre-assurance process" to review data from the first half of the year and to familiarise themselves with the data collection processes.
- Looking ahead to 2025, D'leteren plans to further strengthen its internal control framework for non-financial reporting by adopting a risk-based approach. This will enable the company to further prioritise potential risks related to the quality of sustainability reporting, allowing for more proactive issue resolution. Furthermore, in 2025 non-financial reporting will be progressively integrated into D'leteren's financial systems, aligning it with the same rigorous standards applied to financial reporting. This integration is part of the company's broader strategy to ensure that its sustainability metrics are treated with the same level of accountability, transparency and consistency as its financial data.

1.3. Strategy

1.3.1. STRATEGY, BUSINESS MODEL AND VALUE CHAIN SBM-1

D'leteren's mission is to provide seamless and sustainable mobility for everyone, with sustainability at its core. The company has broadened its portfolio, expanding beyond vehicle distribution to offer a variety of mobility products and services. This shift reflects D'leteren's commitment to meet changing consumer needs and sustainability objectives, while fostering a more resilient and comprehensive business model.

Automotive products and associated services.

D'leteren's primary activity is the distribution of renowned automobile brands in Belgium, including Volkswagen (including commercial vehicles), Audi, SEAT, CUPRA, ŠKODA, Bentley, Lamborghini, Bugatti, Rimac and Porsche, as well as marketing Maserati. To align with its sustainability objectives, D'leteren has expanded its offerings to include electric vehicles (EVs) and actively supports the sale of second-hand vehicles, fostering circular economy practices. Beyond vehicle distribution, D'leteren also supplies spare parts and accessories to its sales and after-sales network. D'leteren Mobility Company manages vehicle sales and after-sales services along the Brussels–Mechelen–Antwerp axis, leveraging state-of-the-art dealerships to deliver a high quality customer experience. In addition, Wondercar and Wonderservice focus on bodywork and mechanical repairs, targeting both new and second-hand vehicles of all brands.

Renewable Energy Solutions

To support the shift to electric mobility, D'leteren is enhancing its ad-hoc electric products & services offering. These include EDI (charging stations for home and public use), as well as Go-Solar (solar panels and stationary batteries).

(e)-Bikes

D'leteren actively supports soft mobility through its Lucien brand, which specialises in the sale of (e)-bikes. With more than 20 stores across Belgium, Lucien offers a wide range of high quality bikes tailored to urban commuting and leisure needs. To make soft mobility even more accessible, Joule, another D'leteren initiative, provides flexible bike leasing solutions, enabling more people to adopt eco-friendly transportation without the upfront cost of ownership.

Shared mobility

The company plays a leading role in shared mobility, offering innovative solutions such as Poppy, a free-floating car-sharing service, and Taxis Verts, a paid passenger transport offering. These services enable customers to access flexible and efficient transportation options.

New mobility solutions

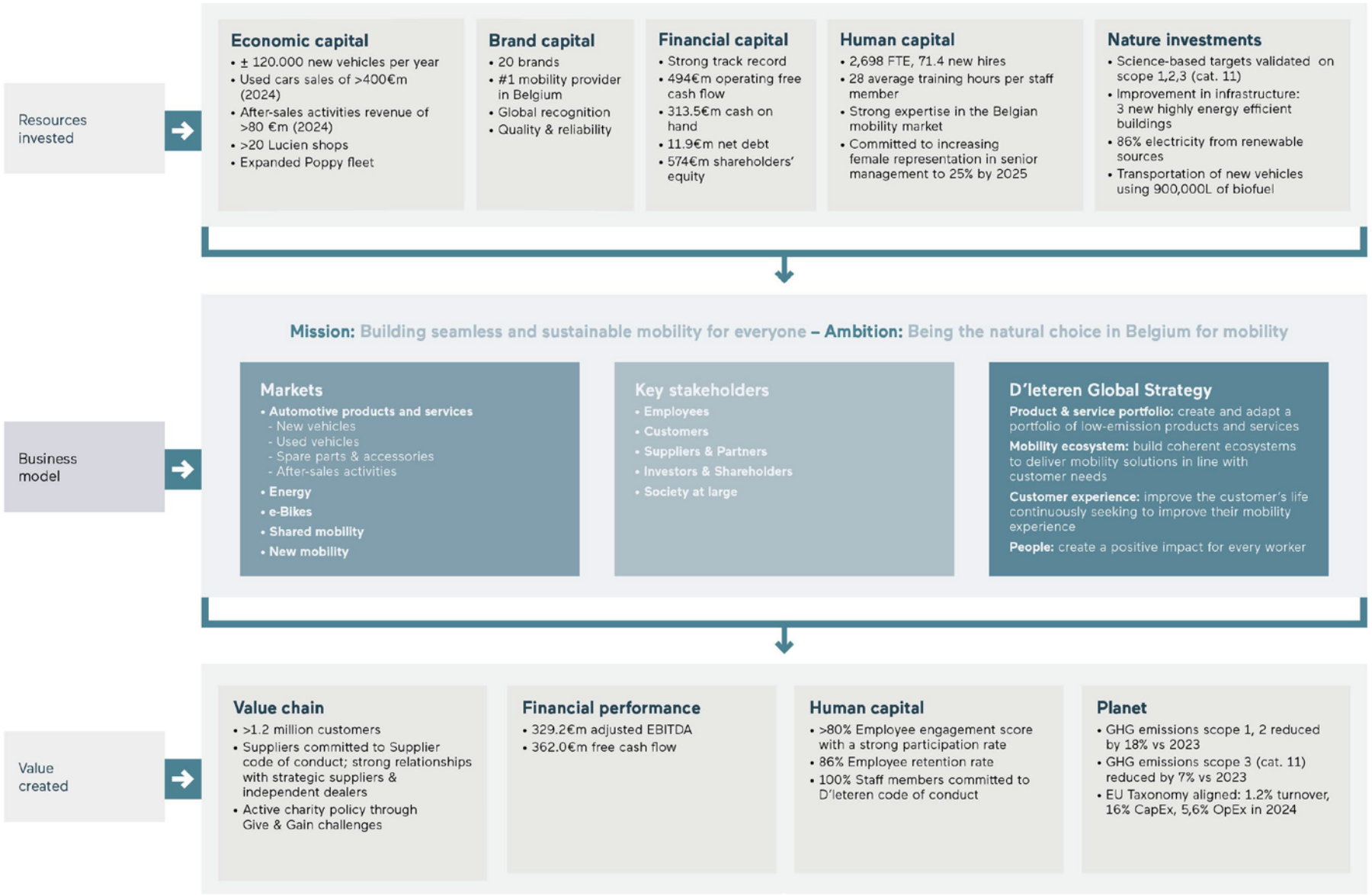
Continuing its focus on innovation, D'leteren has recently entered the market for microcars with the introduction of Microlino. This recent activity highlights the company's commitment to provide eco-friendly urban transportation options that address the challenges of modern cities.

In addition to these offerings is Mbrella, a platform designed to assist businesses in defining, implementing and managing effective mobility policies that take into account the growing diversity of mobility options.

As D'leteren operates across a wide range of activities, it is able to serve a diverse and extensive audience in Belgium. In its automotive-related activities, which represent the majority of its sales (80% of total sales in 2024), D'leteren caters to both individual and business customers. Business customers made up the largest share of D'leteren's vehicle sales, with 54% of vehicles sold, while 46% were sold to individual customers. Through its other services, D'leteren also serves a mix of professional and individual customers, further expanding its reach across various sectors. This broad customer base enables D'leteren to maintain a deep understanding of market trends and customer needs. (see page 27 for the revenue breakdown by activity).

As of the fiscal year-ending 31 December 2024, D'leteren reported an average of 2,698 FTEs in Belgium. This substantial figure underscores the company's focus on maintaining a reliable and capable workforce to adequately support its operational requirements in Belgium. More information on D'leteren's workforce is available in the topical section 3.1, "Own workforce"

How D'leteren creates value



D'leteren's mission is the headline of its sustainability strategy

The sustainability strategy is set with the objectives of minimising risks for D'leteren, the environment and its people, and to capture new business opportunities.

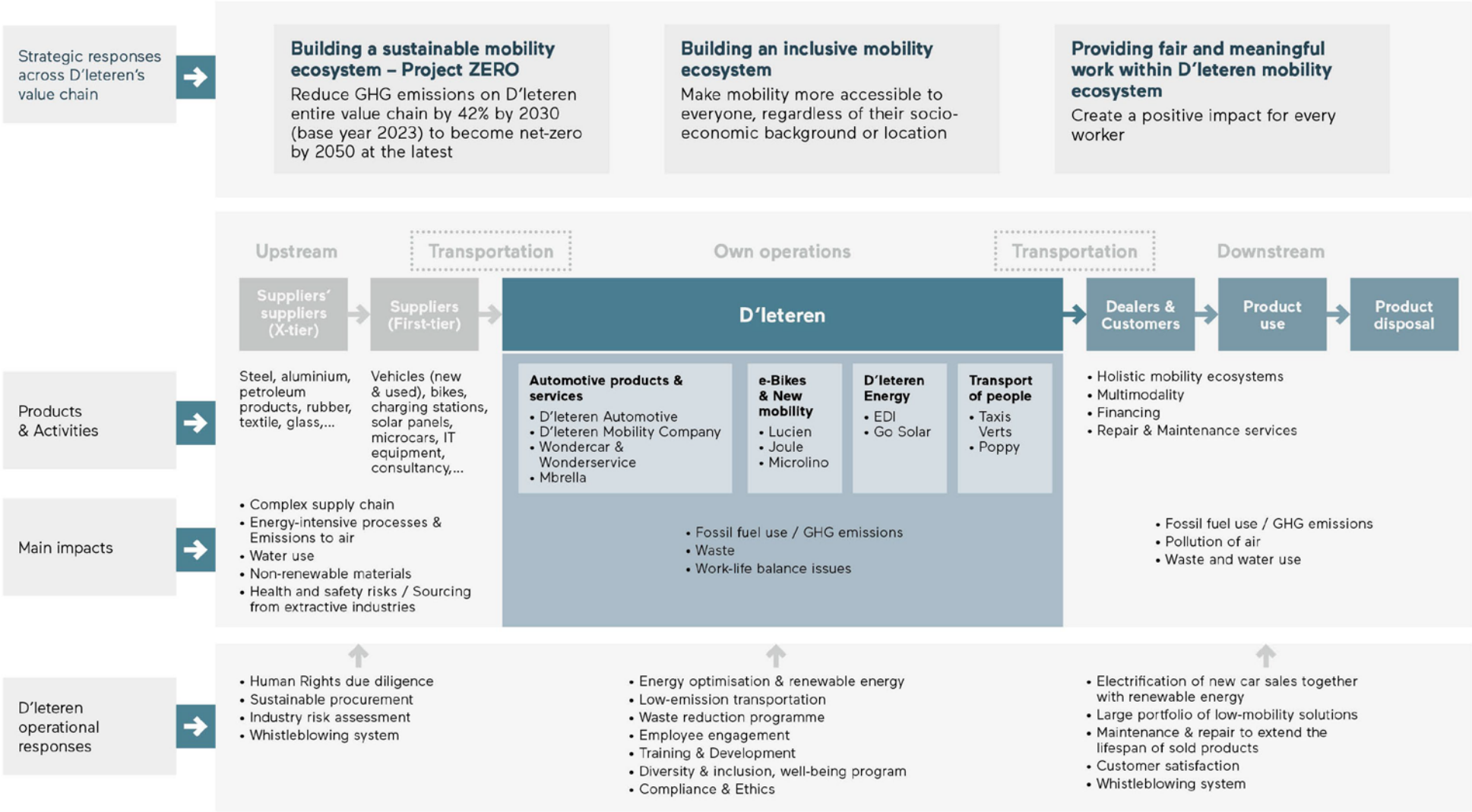
D'leteren's strategy rests on three pillars: building a sustainable mobility ecosystem, building an inclusive mobility ecosystem and providing fair and meaningful work within the D'leteren mobility ecosystem. Ambitions for 2030 and commitments are stated in its strategy.

	Building a sustainable mobility ecosystem – Project ZERO	Building an inclusive mobility ecosystem	Providing fair and meaningful work within our mobility ecosystem
Ambitions	Reduce our greenhouse gas emissions by 42% by 2030 (base year: 2023) to become net-zero across our entire value chain by 2050 at the latest.	Make mobility more accessible to everyone, regardless of their socio-economic background or location.	Create a positive social impact for every staff member.
Commitments	• Electrification of new car sales together with renewable energy • Accelerate the growth of our low carbon mobility products and solutions • Prolong the life of products, using cars in a smarter way and meeting customers in new ways	• Developing a broader range of solutions beyond automotive ones with Lucien, Go Solar, Microlino • Developing accessible mobility solutions for everyone with Taxis Verts, Poppy, MyWay, Mbrella,...	• Giving everyone a voice • Being an inclusive business • Accelerating diversity • Offering development opportunities for everyone
Key enablers	Living our values – Ethics & integrity - Working long-term for positive change –All as One!		

All info available on Sustainable development | D'leteren (dieteren.be)

Managing sustainability impacts in D'Ieteren's value chain

The ambition of D'Ieteren's sustainability strategy applies to the whole value chain. Here is an overview of D'Ieteren's main challenges and how the company approaches them.



1.3.2. INTERESTS AND VIEWS OF STAKEHOLDERS SBM-2

Why we engage	How we engage	Key topics and concerns discussed
Customers. Customers are central to D'Ieteren's operations. The company endeavours to deliver high quality mobility products and services that drive superior satisfaction across both private and professional markets. Strong engagement with customers enables D'Ieteren to understand their needs and anticipate market trends.	- Customer satisfaction survey after both sales & after-sales services - Systematic qualitative & quantitative surveys, notably the biennial Polaris Mobility Survey - Key account manager relationships – ongoing dialogue - Mobility events such as the Brussels Motor Show or B2B mobility events - Customer Care Service - Whistleblowing system available to customers	+ Customer experience & satisfaction + Quality products, services & mobility solutions + Mobility needs & challenges + Sustainability management practices + Business ethics
Employees. Employees are recognised as key stakeholders and vital to achieving the company's objectives. D'Ieteren is committed to fostering a culture of employee engagement by promoting open dialogue and collaboration. Employees are encouraged to actively contribute, ensuring their voices are heard and valued. The company also prioritises creating a supportive workplace where individuals can thrive, develop their potential, and work together towards shared goals.	- Annual employee engagement survey - Specific surveys on experience, values, well-being, etc. - Providing a process to provide protection against a negative impact on their employment - Works Council consultations - Annual performance dialogue - Talent management processes - Regular staff meetings & events - Ongoing dialogue with management & HR teams - Whistleblowing system available to employees - Innovation board	+ Company priorities & challenges + Economic performance and ESG management + Climate change & mobility solutions + Health & Safety + Diversity & inclusion + Training & development + Employee engagement + Customer satisfaction + Business ethics + Strategic changes and action plans
Partners and Suppliers. D'Ieteren's suppliers & partners are key to creating mutual value. Open dialogue and collaboration foster innovation and ensure high standards in business ethics and sustainability. D'Ieteren's long-standing relationships, including with local dealers and partners, such as the Volkswagen Group since 1948, are built on shared values and mutual benefit. By staying compliant with evolving regulations and supporting supplier innovation, D'Ieteren helps strengthen these partnerships, contributing to the achievement of both its goals and theirs.	- Assessments - Strategic and topic specific multi-stakeholder groups - Partner events - Specific dialogues, regular meetings and constant communication to ensure that its suppliers and partners are aligned with D'Ieteren's goals - Whistleblowing system available to partners & suppliers	+ Quality of products & services + Supply chain reliability and efficiency + Company priorities & challenges + Health & Safety + Economic performance + Sustainability management practices + Business ethics
Shareholders and Investors. D'Ieteren maintains an active dialogue with the capital market to ensure transparency and to continuously improve its reporting practices. By providing comprehensive and timely information, D'Ieteren supports informed decision-making, protecting investors and shareholders. This approach fosters transparent and lasting relationships, while also aligning with shareholders and investors to integrate their perspectives into D'Ieteren's sustainability efforts and meet financial expectations.	- Regular meetings including ESG-focused ones - Strategic and routine meetings with the family of shareholders - Publication of financial and non-financial statements in D'Ieteren Group's annual reports - Press releases	+ Company's financial performance + ESG disclosure and performance + Risks & Opportunities + Business Ethics
Society at large. As an industry leader, it actively shares market knowledge to inspire and drive sustainable mobility innovations. The company's societal engagements are designed to position it as a benchmark in sustainable mobility, supporting broader goals of reducing carbon emissions.	- Participation in industry coalitions, peer networks, forums and public dialogues - Conferences, advocacy work - Publication of the Polaris Mobility Survey, among others - Sponsoring & charity support	+ Market trends & customer expectations + Business mission and strategy + Sustainability management practices

D'leteren's stakeholder engagement approach is a foundational component of its business model, designed to systematically capture and integrate insights on economic, social, environmental and governance issues. By maintaining structured dialogue groups and feedback mechanisms, and by using both local and global engagement tools, D'leteren ensures alignment with stakeholder expectations and responsiveness to external developments, market trends and emerging risks. Through regular participation in industry discussions and forums, D'leteren actively tracks societal expectations and industry benchmarks, broadening its understanding of stakeholder concerns related to sustainability.

The relationships with stakeholders are managed by the departments directly engaged with them, and the outcomes are systematically presented to the Executive Committee. These insights are regularly shared with employees to ensure that stakeholder expectations are understood and integrated where relevant. This process ensures that the company's actions align with stakeholder needs, driving informed decision-making and fostering a cohesive approach across the organisation. This strategic alignment with stakeholders has driven D'leteren's transformation over the past five years, evolving from a vehicle distributor to a comprehensive mobility solutions provider.

1.3.3. DOUBLE MATERIALITY ASSESSMENT RESULT SBM-3

The following disclosure reflects the topics identified as material across all of D'leteren Group's businesses. As detailed in the D'leteren Group Consolidated Chapter, the material topics of individual businesses were considered during the consolidation process. The results demonstrate that the sustainability topics identified at the consolidated level align closely with the material aspects of D'leteren Automotive's individual operations. However, some ESG topics identified in D'leteren Automotive's DMA are no longer being considered. These topics include Secure Employment, Work-Life Balance and Consumer Privacy for its own operations; Freedom of Association for its value chain; Mobility Solutions, Responsible Market Practices, Road Congestion and Consumer Safety for both its own operations and value chain. Finally, an entity-specific topic relevant to D'leteren has been added, namely Employee Engagement.

1.4. Impact, risk and opportunity management

1.4.1. DOUBLE MATERIALITY ASSESSMENT PROCESS IRO-1

In 2023, D'Ieteren applied the principles of the ESRS to conduct a comprehensive double materiality assessment (DMA) to identify key ESG topics. This assessment follows the framework used across D'Ieteren Group.

The starting point for the 2023 materiality assessment was the ESRS 1 longlist of sustainability topics. To identify relevant topics from this list, D'Ieteren relied on prominent publications in the transport sector, relevant public policies and findings from its biennial mobility survey (Polaris). Insights from the 2020 impact materiality assessment were also incorporated, highlighting critical ESG topics across D'Ieteren's operations, such as climate change, health and safety, labour rights, and anti-corruption measures.

This process was further enriched by integrating D'Ieteren's forward-looking strategy for sustainable mobility and considering industry trends, such as the transition to electrification and initiatives to reduce emissions. The approach was designed to address both dimensions of the double materiality: the impact of D'Ieteren's activities on sustainability issues and the influence of these issues on the company's business performance.

Subsequently, 14 stakeholder groups, totalling over 100 individuals, were engaged to validate and refine the analysis. These groups participated in interviews and surveys to assess the severity, scope, irreversibility and likelihood of negative impacts associated with each ESG topic. To ensure a thorough evaluation, D'Ieteren also consulted both internal and external experts.

For financial materiality, the internal risk management system was used to consistently evaluate the identified financial risks related to the DMA, using the same methodology as for other types of risks. Currently, D'Ieteren presents financial materiality through qualitative analyses but is preparing for the quantification of potential financial impacts to meet future reporting requirements as they come into effect.

The double materiality assessment resulted in a shortlist of material topics, each categorised as either impact material, financially material, or both.

The final list of material topics was presented to the CEO and the Executive Committee.

The double materiality process shapes the content of D'Ieteren's sustainability disclosures and informs its priorities on sustainability issues. For mature areas identified as material, D'Ieteren has set targets and action plans, which are disclosed in its sustainability statements. In areas where processes are less developed, the company is actively working to devise strategies, define action plans and implement changes.

The same process was used for the identification of IROs for all material topics mentioned in the following sections.



1.4.2. GENERAL STATEMENT ON MINIMUM DISCLOSURE REQUIREMENTS FOR POLICIES, ACTIONS AND TARGETS MDR P, A & T

When no policies, actions, or targets are available in some sections, it is often due to the fact that the first double materiality exercise has highlighted a number of new material topics for the business that have not yet been completely integrated. These new topics are mainly value chain topics, which will be further discussed for integration. This is not the case for mature areas such as climate change and own workforce which are already integrated into the overall strategy.

Additionally, isolated information related to current and future financial resources (CapEx and OpEx) allocated to specific actions is not available (except when indicated otherwise). This is due to the fact that most actions are punctual or continuous actions that are not specifically tracked, nor specifically linked to one ESG topic, nor subjected to a specific time horizon for completion or budget but are rather seamlessly integrated into a general strategy or daily operations. Most of the time, no baseline values are set for targets. The evolution of progress towards targets is, rather, measured in a rolling way by making sure that year-on-year progress is perceived (except for climate related and own workforce targets).

The metrics disclosed are validated through internal verification and by an external assurance provider. In some cases the metrics are compiled and processed by external consultants (CO_2 emissions, waste). No other external validation is sought by D'Ieteren.

2. Environmental information

2.1. Climate change

2.1.1. TRANSITION PLAN FOR CLIMATE MITIGATION E1-1

D'leteren is committed to addressing climate change through a comprehensive transition plan, "Project ZERO," which aims to achieve net-zero emissions by 2050. This policy (available on Sustainable development | D'leteren) aligns with the Paris Agreement's goal of limiting global warming to 1.5°C. The strategy is structured in multiple phases, leveraging strategic levers and ensuring regulatory compliance, all while integrating the transition plan into the company's broader business and financial strategies.

Strategic phases for emission reduction

- Phase 1, introduced in 2019 on the historical scope[2] reducing direct greenhouse gas emissions and limited indirect emissions by 50% in 2025.
- Phase 2, introduced in 2023 on D'leteren's entire value chain: reducing greenhouse gas emissions by 42% by 2030 (2023 as base year) to become net-zero by 2050 at the latest, in line with its Science Based Targets.
- Phase 3 on D'leteren's entire value chain: capturing the remaining 10% of GHG emissions by 2050, in line with D'leteren's SBTi commitment to becoming net-zero by 2050.

Leveraging strategic levers to meet SBTi targets

- D'leteren is prioritising electrification, aiming for at least 60% of electric vehicle sales by 2030, and supporting the transition with a green energy bundle that includes charging stations, solar panels and stationary batteries. The company is also adopting a mobility-as-a-service model to improve resource efficiency, reduce emissions, and promote sustainable transportation through car-sharing, e-bike leasing and flexible mobility plans for B2B customers.

Managing fossil fuel exposure

- **Shift to electric vehicles and biofuels.** To manage fossil fuel exposure, D'leteren is accelerating the shift to electric vehicles both for company cars and the sales of vehicles to customers and exploring the use of biofuels for its logistics. The promotion of teleworking also contributes to reducing emissions associated with traditional commuting.
- **Locked-In GHG emissions**. Tackling the substantial greenhouse gas emissions from new vehicle sales, particularly those of internal combustion engine (ICE) vehicles, is a critical focus for D'leteren as it strives to achieve its decarbonisation goals. ICE vehicles, with their higher emissions, pose a challenge to the company's progress. To counteract this, D'leteren has developed a robust electrification strategy that integrates seamlessly with its broader business objectives, aligning with the company's overarching mission. This strategy focuses on reducing emissions through the sale of electric vehicles (EVs), supported by the deployment of comprehensive charging and green energy infrastructure, enabling customers to transition smoothly to electric mobility. Additionally, D'leteren benefits from Volkswagen's strong commitment to electrifying its product range, further reinforcing D'leteren's ability to meet CO_2 reduction targets and drive the transition to cleaner, more sustainable mobility solutions.

Regulatory compliance and governance

- D'leteren has received the validation of the Science Based Targets initiative for its near-term target and its net-zero target, ensuring compliance with the European Climate Law.
- The transition plan has received approval from administrative, management and supervisory bodies, ensuring robust governance and oversight, and has been endorsed by the Board of Directors. This underscores the company's dedication to leading climate action within the automotive industry.

Financial and operational investments

- D'leteren cannot disclose the amount of CapEx and OpEx specifically related to its climate objectives as its funding is seamlessly integrated in the funding of day-to-day activities. In general, all costs related to the sale of new electric vehicles, or the development of alternative mobility, are related to the general strategy and activities of D'leteren while also enhancing key components of the Project ZERO transition plan. Additionally, the transition to electric company cars represents a significant investment that is not yet fully detailed, as the estimated cost range remains too broad to be considered reliable at this stage. An initial budget of €800,000 was allocated in 2024 for the use of biofuel in new vehicle logistics, along with €700,000 for direct costs dedicated to specific ESG team projects.

Integration and employee engagement

- As mentioned, project ZERO is seamlessly integrated into D'leteren's broader business strategy, aligning with the company's mission and long-term objectives. Its development involved substantial collaboration with the Executive Committee and is fully aligned with D'leteren's strategic priorities. The project has also received endorsement from the Board of Directors, reinforcing a strong organisational commitment to embedding sustainability throughout the company's operations. Project ZERO is incorporated into the company's 5-year strategic plan, with each department reporting on its CO_2 reduction trajectory alongside its

[2] D'leteren's entities within this historical scope are: D'leteren Automotive, D'leteren Centers, Porsche Centre Antwerp & Porsche Centre Brussels (covering ~85% of gross margin and 95+% of EBIT generated by D'leteren in 2019). The historical scope covers Scope 1 and Scope 2 emissions, as well as some Scope 3 emissions, namely the emissions related to home-work commuting, logistics, business travel, waste and upstream emissions from Scope 1 and 2.

profitability trajectory. A Sustainability-Linked Loan tied to emission reductions further reinforces this integration, ensuring that sustainability objectives are embedded in financial planning.

- The company is actively fostering a culture of sustainability through initiatives such as the D'Ieteren Climate School and dedicated internal workshops. These programmes are designed to raise awareness about climate change, educate employees on its impacts and inspire actionable engagement. By integrating these initiatives into the workplace, D'Ieteren seeks to reinforce the importance of sustainability in daily operations, empowering employees to contribute meaningfully to the company's environmental goals and fostering a collective commitment to a greener future. The Climate School offers e-learning modules to deepen understanding of climate issues and their relevance to specific functions, including IT, HR, Procurement and Marketing.

Progress

D'Ieteren has already made progress in implementing its transition plan. The company is on track to meet its initial CO_2 reduction target, which aims for a 50% reduction in its historical scope by 2025, with a 53% reduction already achieved by 2024. The numerous actions taken, as detailed in section 2.1.4, have yielded positive results.

Regarding the reduction of emissions across its entire value chain, in line with the Paris Agreement and validated by the SBTi for 2030 and 2050 targets, progress has already been made. Emissions have been reduced by 18% in Scope 1 and 2, and by 7% in Scope 3.

EU Paris-aligned Benchmarks. The company is not excluded from the EU Paris-aligned Benchmarks, as D'Ieteren does not meet any of the criteria that could lead to exclusion.

2.1.2. CLIMATE-RELATED IROS SBM-3

		Impacts	Risks/opportunities	Time horizon (R/O)
Climate change adaptation	Own operations & value chain	**Potential significant positive impact** The uptake of electric vehicles (EVs) and alternatives like bikes and car-sharing can cut road congestion, pollution and CO2 emissions, and enhance urban life, while also boosting local economies	**Moderate opportunity** D'Ieteren can tap into sustainable transport solutions and new market segments, leading to an increase in revenue, considering the younger generation's preference for alternative mobility, increased corporate mobility budgets, the popularity of car-sharing and bikes, and tighter car regulations. **Significant risk** Current and future regulations around internal combustion engines and consumer behavioural change could impact D'Ieteren's revenue	Short & Medium term
Climate change mitigation	Own operations & value chain	**Actual significant negative impact** Car manufacturing and its value chain are highly energy intensive. Passenger vehicles sold by D'Ieteren, including the production and use phases, are major GHG emission contributors.	**Significant risk** D'Ieteren faces risks from the scarcity of resources needed for products like electric vehicles, bikes, solar panels and charging stations. Transitioning to electric vehicles, switching to renewable energy and installing electric infrastructure like charging stations, increase costs for customers and could reduce D'Ieteren sales.	Short & Medium term

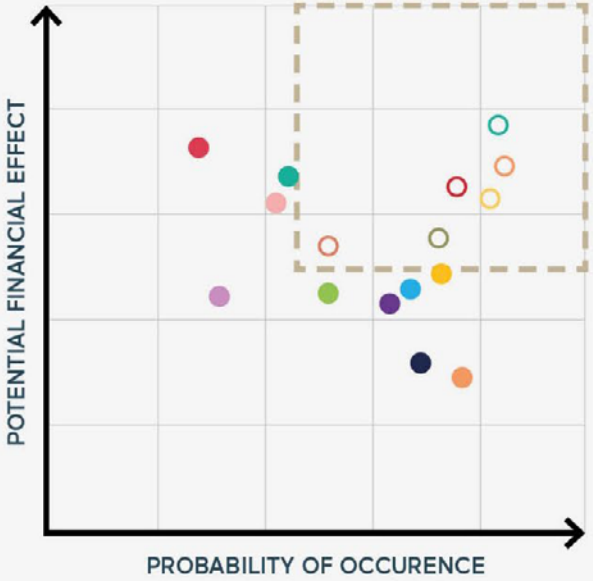
		Impacts	Risks/opportunities	Time horizon (R/O)
Energy	Own operations & value chain	**Actual significant negative impact** Vehicle production is energy-intensive, and cars or e-bikes are powered by energy. D'Ieteren's own operations also consume energy to run its operations, impacting climate and air quality.	**Moderate risk** Aligning with the Green Deal and "Fit for 55" exposes D'Ieteren to financial risks, including higher compliance and adaptation costs, potential carbon taxes, and market shifts	Short & Medium term
		Actual moderate positive impact D'Ieteren is expanding its renewable energy solutions, like solar panels and home batteries, through its subsidiary D'Ieteren Energy (EDI and Go-Solar), leading to a reduction in air pollution, health benefits and job creation.	**Moderate opportunity** New opportunities emerging from shifting from fossil fuel consumption to renewable energy to charge EVs, leading to an increase in revenue	

D'Ieteren has been actively transitioning to low-carbon mobility for several years, demonstrating its commitment to sustainability well before the double materiality assessment (DMA) was conducted. In 2019–2020, D'Ieteren engaged more than 60 senior managers from various business functions, supported by expert bodies, to review and refine its strategy. This comprehensive effort was further enhanced in the following years by the results of the Polaris surveys, conducted since 2022, which gathered insights from a wide range of professional and individual customers.

This proactive approach explains why six major risks identified through a scenario analysis and confirmed by the DMA are already embedded in the company's overall strategy and financial risk management framework (see page 246 of the annual report).

The company's Executive Committee closely monitors the implementation of its strategy and financial risk management framework. These are reviewed regularly, particularly during the budgeting process and as part of the five-year strategic plan, which integrates both economic and environmental considerations. This iterative process ensures that D'Ieteren's strategy remains resilient, forward-looking and aligned with its long-term vision - anchored in its 220-year history and family-oriented values.

Physical and transition risks identified by the scenario analysis under a rapid transition (Net-Zero by 2050) and high emissions scenario (SSP 5-8.5)



Transition risks & opportunities - as of 2030

- Changing regulation on the types of cars that can be sold/leased – Considered as an opportunity
- Technological developments in the cars market
- Availability of scarce resources needed for the technological developments
- EU ETS and upcoming EU ETS2 (Road Transport)
- Adaptation of products and services to infrastructure development
- Lower emissions technologies in buildings and operations
- Shift in customer behaviour (low carbon products)
- EU Taxonomy alignment
- Reporting obligations about the whole value chain
- Own response and suppliers' response to climate
- Employees' attraction and retention

Physical risks & opportunities - as of 2040

- Rainfall & related flooding affecting assets
- Rainfall & related flooding affecting supply chain
- Extreme heat affecting assets and operations
- Extreme cold affecting assets and operations
- Extreme weather events – Water stress

D'leteren's response to its 6 main risks and opportunities

#	Risk/Opportunity	Probability of occurrence & potential financial effect	D'leteren's response
1	**The risk that D'leteren is not prepared for the changes in Belgian legislation and tax environment (e.g. decrease in company cars)** **OR** **The opportunity that D'leteren adapts promptly to changing regulation (e.g. highly efficient cars, electric vehicles, digitalisation)**	There has been a growing push to reform the tax benefits associated with company cars to encourage more environmentally friendly transportation options. As from 2026 in Belgium, only electric company vehicles will be deductible. Under a rapid transition scenario, D'leteren is expected to see its share of revenues increase by 2030, the company already being positioned as a leader in the electric car market.	Currently, D'leteren holds a 28% market share in the electric vehicle segment and provides a full range of products and services that support e-mobility. This comprehensive offering is especially appealing to B2B customers seeking to reduce their carbon footprint while transitioning to electric solutions. In light of growing regulations promoting electrification, D'leteren is strategically positioned to take advantage of the increasing demand for electric vehicles, charging infrastructure, renewable energy and related services, strengthening its competitive position in the market.
2	**The risk that D'leteren's car supplier(s) (VW Group) fail to keep up with technological innovations in the automotive industry, potentially lagging behind (e.g. moving towards EV)** **OR** **The opportunity that D'leteren leads the offering for low carbon solutions by investing in new technologies**	There have been tremendous technological innovations from the Volkswagen Group in recent years to move towards zero emissions in the use phase for vehicles. Innovation used to be around hybrid vehicles and is now mostly focused on electric vehicle developments (e.g. increased battery lifetime and autonomy, decreased charging time). In the short term, the loss of market share would be limited as the company is a leader in electric car sales in Belgium thanks to the VW Group's early commitment to electric vehicles and D'leteren is well-positioned in other mobility segments too. As of 2030, innovations to decrease the climate impact of mobility are expected to further increase under a net-zero scenario.	In line with its mission to build sustainable and accessible mobility for everyone, D'leteren has established a comprehensive ecosystem of products and services dedicated to e-mobility. This includes collaboration with its key partner, the Volkswagen Group, which is committed to being a major player in the electric vehicle market. Additionally, D'leteren has developed a complete portfolio of alternative mobility solutions, encompassing cycling, car-sharing, paid passenger transport and micro-mobility services. These offerings are designed to meet evolving customer needs and address climate challenges. As a result, D'leteren is positioned as a key player in the decarbonisation of transportation, enabling it to capitalise on market opportunities in the sector.
3	**The risk that the low availability of scarce resources needed for the technological development disrupts D'leteren's supply chain**	Given the increasing demand for materials crucial to automotive manufacturing like rare earth elements, lithium and cobalt, this risk is likely to happen and will extend in the future while electric cars keep on developing and other sectors electrify their processes. The current demand for rare materials can still be managed as it is limited to a few sectors. As of 2030, more and more sectors are expected to rely on rare materials for their low-carbon innovations, affecting their availability for EV batteries, leading to: disruptions in supply chains, investments in alternative technologies or sourcing strategy, risks in the company's growth prospects if it cannot secure a steady supply of new vehicles.	Recognising the importance of this issue, Volkswagen, D'leteren's main supplier, has integrated the circular economy into its operations, prioritising recyclable materials, material supply, reuse (e.g., battery recycling) and recovery models. This is guided by its new "Regenerate+" strategy to enhance efficiency and reduce environmental impact. In response to the risk that scarce resources could disrupt its supply chain, D'leteren is promoting the sale of second-hand vehicles and offering maintenance and repair services. The company is also integrating circular economy practices to extend vehicle lifecycles, reducing dependence on limited resources and gradually transitioning towards a "vehicle as a service" business model.

#	Risk/Opportunity	Probability of occurrence & potential financial effect	D'leteren's response
4	**The risk that carbon price increases for fuel, electricity and carbon-intensive raw materials could lead to higher operating costs for D'leteren and decreased demand on the market for mobility solutions (e.g. EU ETS and ETS2 for road transport).**	There is a proposal to establish a separate ETS for road transport (referred to by some as "ETS2") from 2027, targeting emissions from sectors not currently covered by the existing system. Fuel suppliers that will be required to monitor and report their emissions with the carbon cost most likely being passed through to energy consumers. Energy price increases currently only affect OpEx by increasing energy costs related to buildings and operations (materials' price increase – Steel). Operating margins could also be affected by raw material price. As the scope of the EU ETS will extend to the carbon cost of energy suppliers in the transport sector, the increased price of energy should trickle down to customers. Demand for EVs/thermic cars could be affected and result in lower revenues for D'leteren by 2030.	At the end of 2024, D'leteren conducted a financial model to assess the impact of rising carbon prices on car manufacturers, vehicle sales prices and demand for new vehicles. The results show that the risk is low by 2030 and no specific action plan is needed. Additionally, D'leteren's strong focus on vehicle electrification helps mitigate the risk for its customers of rising fuel prices due to increased carbon costs. Regarding its own operations, D'leteren has initiatives in place aligned with its CO_2 reduction goal for 2030. These include transitioning to 100% green electricity at all its sites, using 100% electric company cars and ensuring its buildings and infrastructure are highly energy efficient.
5	**The risk that heavy rain and flooding events lead to a disrupted supply chain and transportation**	Occurrences of storms and high winds could damage infrastructure associated with D'leteren's key dealerships and warehouses. This can lead to damage to stock and block distribution routes with debris, impacting operations and revenue. The financial impact could be severe, including the cost of contingency plans, such as alternative transportation routes or additional inventory buffers, increased operational costs to maintain service levels, potential loss of revenue from delayed sales and reduced operational efficiency, alongside possibly higher insurance and recovery costs.	This risk has been accounted for in the company's overall risk management strategy for several years as D'leteren is dependent on car deliveries from VW factories. In the event of supply chain disruptions, D'leteren maintains close communication with the VW Group and manages customer relationships. The company has demonstrated agility in financially mitigating the effects of lower production levels in 2021 and 2022 during the COVID-19 crisis and the semiconductor shortage that affected new vehicle deliveries.
6	**The risk that extreme cold events exceed 6 or more consecutive days, leading to damaged assets and disrupted operations**	According to the IPCC scenarios, colder extremes could occur due to climatic variability. However, the frequency and intensity of extreme cold events remain low today. In a scenario of high levels of emissions and minimal adoption of mitigation strategies, it could lead to unpredictable and severe weather patterns, including unexpected cold snaps due to dramatic shifts in atmospheric circulation. Belgium might experience harsh winter conditions intermittently, despite an overall trend towards warming. A prolonged cold wave can influence vehicle purchasing, particularly if customers perceive electric vehicles as less reliable under such conditions (battery efficiency, electricity price, recharge time). In addition, the financial implications include the need for robust infrastructure capable of withstanding extreme weather, increased maintenance and potential damage to assets not adequately prepared for intense cold conditions.	In response to the potential impacts of a prolonged cold wave on vehicle purchasing, D'leteren acknowledges that extreme weather conditions, including cold waves, can influence customer perceptions, particularly regarding the reliability of electric vehicles (EVs). The Volkswagen Group anticipates severe cold weather scenarios by incorporating battery heating systems to maintain optimal performance, developing batteries resistant to low temperatures. EVs also optimise energy management to reduce cold-weather range loss. Additionally, EDI charging stations provided by D'leteren are highly resistant to extreme cold (-25°C), heat (+45°C) and humidity. To further promote electric mobility and address customer inquiries, the D'leteren Academy offers e-mobility training to the commercial teams across the network. Regarding its facilities, D'leteren, in collaboration with D'leteren Immo, is carrying out the necessary renovations to insulate buildings and build highly energy-efficient structures, thereby protecting its assets stored inside.

2.1.3. IDENTIFICATION OF CLIMATE-RELATED IROS IRO-1

D'leteren recognises climate change as a central material issue, prompting the company to incorporate its 2022 scenario analyses to refine the prioritisation of climate-related risks and opportunities.

The 2022 scenario analysis (TCFD) had provided qualitative results and was conducted on D'leteren's own operations and its value chain. From 2024 onwards the TCFD exercise will be progressively improved, through assimilation into financial modelling frameworks, to enable the assessment of prospective impacts on financial outcomes.

The TCFD analysis employed projections based on the Intergovernmental Panel on Climate Change's (IPCC) sixth assessment report, supplemented by insights from the Network for Greening the Financial System (NGFS) Climate Scenarios 2022. The primary scenarios include 1/ SSP1-2.6: a low emissions pathway aiming for temperature stabilisation below 2°C by 2100, 2/ SSP5-8.5: envisioning a high-emissions future with temperature increases exceeding 3.8°C, 3/ current policies: predicated on existing policies with anticipations of around 3°C warming. These scenarios were based on the latest scientific advancements, drawing extensively from IPCC global climate models. Additional guidance is provided by data from the World Resources Institute and the European Space Agency, ensuring relevance to regional impacts.

The physical risk assessment focused on identifying acute and chronic risks across three time horizons: short term (up to 2025), medium term (up to 2030) and long term (extending to 2040 and 2050). These time horizons align with the company's strategic planning, whether in the short term to meet the annual budget or in the medium term to meet the 5-year strategic plan.

The first phase in D'leteren's process was the identification of conceivable climate-related hazards that may affect its operations. Supported by expert bodies, D'leteren evaluated a spectrum of potential hazards. These hazards include extreme weather events such as heavy rainfall and flooding from rivers, storms, high winds and extreme temperatures. Additionally, hazards like landslides, wildfires and chronic conditions such as water stress and drought were examined. Subsequent to identifying the hazards, D'leteren evaluated the exposure and sensitivity of its assets and business dealings to these identified hazards. The assessment involved high-emission scenario projections up to the year 2050, with a targeted focus on areas along the Brussels-Malines-Antwerp axis, where D'leteren conducts its main activities. Critical sites such as the National Distribution Centre were scrutinised. The assessment further included analysis of upstream vulnerabilities, gathering insights from Volkswagen's sustainability practices, alongside examining downstream exposure tied to transit logistics within Belgium.

Classification of climate-related hazards

	Temperature-related	Wind-related	Water-related
Chronic	Temperature variability		Water stress
Acute	Extreme heat	Storms and high winds	Drought
	Extreme cold		Heavy precipitation
			Flood

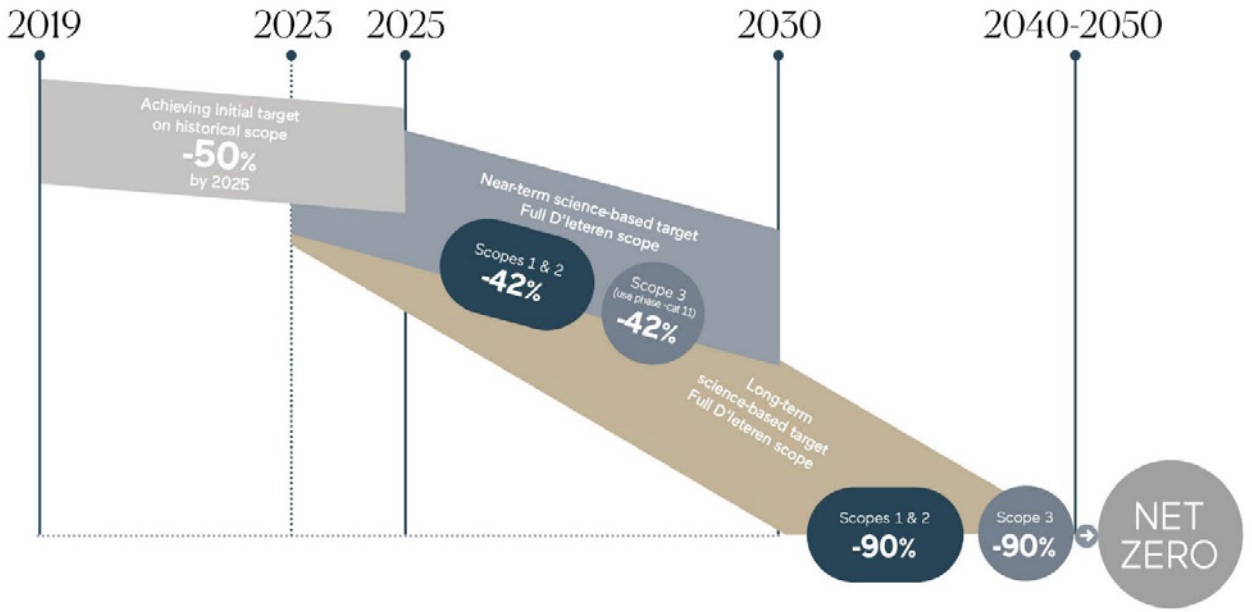
Regarding climate-related transition events, D'leteren identified risks, including rising carbon costs and increasing energy prices, regulatory compliance, transition to electric vehicles, internal combustion engine emissions, supply chain disruption and the shift in consumer demand. Consequently, the company identified opportunities to expand its product offerings by including sustainable mobility solutions, such as car-sharing, electric vehicles and e-bikes, in order to capture market segments that prefer sustainable options.

The findings outlined by the scenario analysis regarding climate-related transition risks and opportunities, as well as by the DMA, have already been largely addressed by the strategic work conducted in 2019 and 2020.

2.1.4. POLICIES, ACTIONS & TARGETS E1-2,-3,-4

Project ZERO is designed to address climate-related impacts, risks and opportunities, with a strong emphasis on reducing GHG emissions and accelerating the transition to low-carbon mobility. It focuses on both mitigation and adaptation strategies. Project ZERO **is designed to achieve net-zero emissions by 2050, aligning with global efforts to combat climate change.** It is overseen by the Executive Committee.

Project ZERO roadmap



The targets were set based on the guidance established by the SBTi for the transport sector to achieve the Net-Zero Standard. These targets were validated by the SBTi at the end of 2024.

As no changes are anticipated in the assets, these targets remain consistent with the boundaries defined by the GHG inventory, ensuring alignment with the current scope of emissions and the company's existing operational framework. These targets have been set based on realistic market projections, considering existing and upcoming regulations, customer behaviour studies, including the Mobility Polaris survey, and the production strategy led by the Volkswagen Group, in order to ensure their reliability.

To detect any future GHG emission sources, D'Ieteren screens its activities and strategic plans, including preliminary ESG evaluations for potential acquisitions. To ensure that the company is on track to meet its CO2 emission reduction targets, progress is tracked monthly for the strategic categories of the carbon footprint.

Project ZERO will be achieved in two phases.

Phase 1 on the historical scope: reducing direct greenhouse gas emissions and limited indirect emissions by 50% in 2025 (2019 as the base year)

- The entities within this historical scope are: D'Ieteren Automotive, D'Ieteren Centers, Porsche Centre Antwerp & Porsche Centre Brussels (covering ~85% of gross margin and 95+% of EBIT generated by D'Ieteren in 2019)
- The historical scope covers Scope 1 and Scope 2 emissions, as well as some Scope 3 emissions, namely the emissions related to commuting, logistics, business travel, waste and upstream emissions from Scope 1 and 2.

Several actions have been taken since 2019, reducing emissions by 50% in 2024 vs 2019, and further actions will be taken to meet the 2025 target.

- Several energy-intensive buildings were closed. The size of the headquarters was reduced in line with office occupancy levels. Office temperatures were lowered to 19 degrees Celsius and 100% of the relevant sites use green electricity. New buildings have been constructed by D'Ieteren Immo with the aim of making them highly energy-efficient (see the D'Ieteren Immo Chapter for more information). These include the Mobilis site in Brussels, the D'Ieteren Mobility site in Kontich, and D'Ieteren Park, which will host D'Ieteren personnel and is scheduled for completion in the first half of 2025. These buildings have been designed with advanced energy-saving features, including state-of-the-art insulation, energy-efficient lighting and renewable energy systems to minimise the environmental footprint and reduce operational energy costs.
- The mobility policy has been adapted to gradually increase the proportion of electric vehicles used by employees while offering a broader range of alternative solutions, such as bike leases and a mobility budget. By the end of 2024, 65% of company vehicles were electric, up from 32% in 2023. Starting in 2025, D'Ieteren Park will provide over 600 charging points for employees, visitors and local residents to support the transition to electric mobility. Additionally the mobility budget has been adjusted to encourage more employees to make the switch towards EVs.
- D'Ieteren encourages teleworking and remote conferencing, leading to less employee commuting.
- Since 2024, D'Ieteren has been using biofuel (HVO) for the delivery of new vehicles and accessory parts to dealerships.

Phase 2 on D'Ieteren's entire value chain: reducing greenhouse gas emissions by 42% by 2030 (base year 2023) to become net-zero by 2050 at the latest

This is an ambitious plan because:

- it covers Scopes 1, 2 and 3 defined by the GHG Protocol, i.e. the direct and indirect emissions produced by the company, its fully consolidated subsidiaries and its value chain (suppliers, customers as well as companies in which D'Ieteren has a minority interest such as Volkswagen D'Ieteren Finance);
- becoming net-zero is challenging for a company whose business is historically based on high carbon products.

2023 was chosen as the base year as it reflects a normal level of activity for D'Ieteren, similar to the level in 2019 before the COVID-19 pandemic. 2020 and 2021 were impacted by the health crisis, followed by a shortage of new vehicles in 2022 due to the semiconductor crisis in the automotive sector.

In 2024 D'Ieteren's carbon footprint reached 4.865 million tonnes CO2e, compared with 5.208 million in 2023.

- More than 98% of the emissions were related to Scope 3 and more specifically to the purchased goods and services (28%) and the use of sold products categories (70% of the overall emissions).
- A decrease of 7% was recorded in 2024 vs 2023, mainly due to the decline in new vehicles sold.
- New cars represent a major part of emissions (84% of total emissions) due to their purchase (construction of materials bought), the customer use phase and their end of life.
  - Internal combustion engine cars represented most of the cars sold in 2024 (62%) and most of emissions related to cars (74%).
  - Electric car sales registered a sharp rise in 2024 with 27% of total vehicles sold by D'Ieteren against 23% in 2023, with D'Ieteren being the leader in this segment in Belgium. Electric cars are more emissive than thermal cars in the construction phase, but less emissive during the use phase, and benefit from a favourable Belgian electricity mix.

3 levers will be used to achieve this reduction for Scope 3

LEVER 1 – Electrification and renewable energy

D'Ieteren is targeting a share of fully electric cars in its sales of at least 60% by 2030, which will enable the company to achieve a 42% reduction in emissions associated with vehicle use, in line with its 2030 reduction target. To facilitate the transition to electric cars for customers, D'Ieteren ensures that charging is made easy by complementing its electric vehicle offering with a green energy bundle (EDI charging stations, Go-Solar panels and stationary batteries).

LEVER 2 – Accelerating the growth of low-carbon mobility products and solutions

Consumers are carefully considering their mobility choices according to their context. In order to cater for this, D'Ieteren has enlarged its offering with bikes, shared mobility and driver-assisted mobility.

- Through e-bikes with Lucien, shared mobility with Taxis Verts and Poppy, or micromobility with Microlino, the goal is to transition from high-carbon to low-carbon products.
- With Mbrella, D'Ieteren helps business customers design flexible and multimodal mobility plans, promoting the use of the most appropriate mode of transport according to circumstances.

By taking these actions, D'Ieteren contributes to accelerating the decarbonisation of mobility in Belgium.

LEVER 3 – Prolonging the life of products, using cars in a smarter way and meeting customer needs in new ways

The demand from individual and corporate customers is gradually shifting towards flexible models based on use rather than ownership of the car. To meet these expectations, D'Ieteren is considering mastering the transformation from one-off asset sales to vehicle-as-a-service models. This is crucial for optimising vehicle utilisation and, consequently, reducing the production of new vehicles. Based on the principles of the circular economy, D'Ieteren could thus address consumer mobility needs more efficiently and with less resource consumption, resulting in lower emissions. This pillar, currently under analysis and development, will enable the company to reduce its Scope 3 emissions, beyond the usage phase category.

Tracking the effectiveness of actions

#	Name	Action	Progress	Process and stakeholders	CO_2 emission reductions FY2024
1	**Energy Efficiency in Buildings**	Existing buildings: improved insulation and technology upgrades (heat pumps where feasible,...); new highly energy-efficient buildings	3 new highly energy-efficient buildings: Mobilis (with a BREAAM certification), D'Ieteren Mobility Center in Kontich and D'Ieteren Park (under construction – will be effective in H1 2025)	Collaboration with D'Ieteren Immo and involvement of property management systems	-613 tCO2e
2	**Renewable Energy Sourcing**	Energy management	86% of D'Ieteren sites using green electricity at the end of 2024	Driven by the ESG team and the entities involved	-151 tCO2e
3	**Own fleet electric transition**	Transition to 100% electric company cars by 2030 and enhance green charging infrastructure	Current electrification level at 65% for D'Ieteren Automotive	Adaptation of Green Mobility Policy – Driven by the mobility manager at D'Ieteren Automotive	-1,479 tCO2e
4	**Reduction of emissions related to vehicle use through the electrification of new vehicle sales**	Reduce category 11 'Use of Sold products' CO_2 emissions by 42% by 2030, with electric vehicles making up 60% of sales.	Electric vehicle sales reached 27% in 2024 against 23% in 2023	Annual CO_2 trajectory established by brands department in line with the 2030 reduction target; monthly tracking by the ESG team	-371,396 tCO2e (resulted from increase in electrification and decrease in sales volume)
5	**Reduction of emissions in outbound logistics**	Biofuel use	900,000L of biofuel used for deliveries of new vehicles (vs 0L in 2023)	Managed by logistics in collaboration with transportation companies – certification by Deloitte	-2,452 tCO2e

2.1.5. ENERGY CONSUMPTION AND MIX E1-5

Energy consumption and mix	Unit	2024
Fuel consumption from coal and coal products	MWh	0
Fuel consumption from crude oil and petroleum products	MWh	15,246
Fuel consumption from natural gas	MWh	23,256
Fuel consumption from other fossil sources	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources	MWh	2,114
Total fossil energy consumption	**MWh**	**40,616**
Share of consumption from fossil sources in total energy consumption	%	64%
Consumption from nuclear sources	**MWh**	**3,556**
Share of consumption from nuclear sources in total energy consumption	%	6%
Fuel consumption from renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.)	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources	MWh	16,057
Consumption of self-generated non-fuel renewable energy	MWh	2,850
Total renewable energy consumption	**MWh**	**18,907**
Share of consumption from renewable sources in total energy consumption	%	30%
Total energy consumption	**MWh**	**63,078**

Energy production	Unit	2024
Non-renewable energy production	MWh	0
Renewable energy production	MWh	2,850

Energy intensity per net revenue	Unit	2024
Total energy consumption from activities in high climate impact sectors per net revenue from activities in high climate impact sectors	MWh/€m	12

2.1.6. GROSS SCOPES 1, 2, 3 AND TOTAL GHG EMISSIONS E1-6

	Retrospective		Milestones and target years			
	2023 (base year)(1)	2024	2025	2030	2050	Annual % target / base year
Scope 1 GHG emissions						
Gross Scope 1 GHG emissions (tCO2eq)	**10,048**	**7,834**	**6,865**	**5,828**	**1,005**	**6%**
Scope 2 GHG emissions						
Gross location-based Scope 2 GHG emissions (tCO2eq)	**-**	**3,044**	**-**	**-**	**-**	**-**
Gross market-based Scope 2 GHG emissions (tCO2eq)	**508**	**794**	**718**	**295**	**51**	**6%**
Significant Scope 3 GHG emissions						
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	**5,197,204**	**4,856,207**	**3,889,853**	**3,570,567**	**519,720**	**4%**
1 Purchased goods and services	1,483,775	1,385,077				
2 Capital goods	18,892	27,295				
3 Fuel and energy-related activities (not included in Scope 1 or Scope 2)	2,424	1,943				
4 Upstream transportation and distribution	26,689	23,609				
5 Waste generated in operations	269	63				
6 Business travel	340	646				
7 Employee commuting	1,199	1,306				
9 Downstream transportation	236	237				
11 Use of sold products	3,640,085	3,396,889				
12 End-of-life treatment of sold products	17,976	10,076				
13 Downstream leased assets	4,505	7,918				
15 Investments	814	1,148				
Total GHG emissions						
Total GHG emissions (location-based) (tCO2eq)	**-**	**4,867,084**	**-**	**-**	**-**	**-**
Total GHG emissions (market-based) (tCO2eq)	**5,207,760**	**4,864,835**	**3,897,435**	**3,576,690**	**520,776**	**4%**

(1) D'Ieteren Automotive has performed a rebaselining exercise for its 2023 base year in order to correct calculations and harmonise the baseline to a more detailed and complete calculation methodology used in 2024, aiming for increased quality of data used

Revenue information	2024
Net revenue used to calculate GHG intensity (€m)	5,269
Net revenue (other) (€m)	0
Total net revenue (in financial statements) (€m)	5,269

GHG intensity per net revenue	2024
Total GHG emissions (location-based) per net revenue (tCO_2eq/€m)	923
Total GHG emissions (market-based) per net revenue (tCO_2eq/€m)	923

2.1.7. INTERNAL CARBON PRICING

D'Ieteren's approach to carbon management focuses on direct emissions reduction rather than implementing internal carbon pricing mechanisms. This is why the company does not have an internal carbon pricing mechanism in place.

2.2. Pollution in the value chain

2.2.1. IDENTIFICATION OF POLLUTION-RELATED IROS IRO-1

		Impacts	Risks/opportunities	Time Horizon (R/O)
Pollution	Value chain	**Actual significant negative impact** The metal mining industry is a significant air pollution contributor, with airborne particulates also affecting worker health. Fuel combustion in vehicles emits harmful substances, contributing to air quality issues and damaging ecosystems.	**Moderate risk** D'Ieteren has limited direct control over Volkswagen's production process; however, any regulatory infringements or failure to meet customer expectations may have an impact on the Company's distribution of vehicles, leading to a decrease in sales.	Short term

This identification was primarily based on discussions with stakeholders, most of whom are based in Belgium where D'Ieteren operates and are potentially affected by this environmental issue (downstream). A review of available documentation was also conducted to identify the impact of the metal mining industry, from which the Volkswagen Group sources materials, a major contributor to air pollution, particularly due to airborne particulates that also affect worker health (upstream).

This air pollution, which is systemic to the transport sector, has short-, medium-, and long-term effects on both the environment and human health, with consequences felt locally and globally.

2.2.2. POLICIES E2-1

D'Ieteren addresses air pollution throughout its value chain through its Project ZERO policy (more information in section 2.1.4.), led by the Executive Committee, as it is a strategic initiative for the company.

In terms of vehicle use, internal combustion engine (ICE) vehicles are significant sources of air pollution. They emit carbon monoxide (CO), nitrogen oxides (NOx), particulate matter (PM), and carbon dioxide (CO_2), all of which harm public health and contribute to climate change. In contrast, electric vehicles (EVs) produce no emissions during their use, significantly reducing air pollution, particularly in urban areas.

Regarding production, vehicles contribute to air pollution beginning with the extraction of raw materials. Electric vehicles, due to the manufacturing of their batteries, are more polluting in this phase compared to traditional vehicles. However, overall, the environmental footprint of EVs is much lower than that of ICE vehicles, especially when the electricity used for charging comes from renewable sources.

By encouraging the adoption of cleaner technologies (such as EVs), sustainable energy sources and alternative mobility solutions, D'Ieteren aims to mitigate air pollution throughout its value chain.

2.2.3. ACTIONS E2-2

Addressing value chain air pollution mainly involves tackling the GHG emissions caused by both the use and the production of new vehicles. Details on Project ZERO's climate mitigation actions aiming both to reduce and to prevent GHG emissions are provided in section 2.1.4.

Downstream, in addition to reducing total emissions as mentioned in section 2.1, D'Ieteren's efforts, towards transitioning to electric vehicles and moving away from fossil fuel combustion, will also achieve a corresponding reduction in pollutants such as nitrogen oxides (NOx) and particulate matter.

In addressing upstream challenges, particularly in vehicle production, which is D'Ieteren's primary product and the most material aspect regarding air pollution (80% of D'Ieteren net sales). the company can rely on the Volkswagen Group's SBTi target to reduce CO_2 emissions linked to vehicle production by 50% by 2030 (compared to 2018) on Scopes 1 and 2. This will be achieved by using renewable energy and secondary materials, and by creating closed-loop material systems, which will reduce emissions from raw material extraction and processing. On the other hand, by extending the lifecycle of its vehicles notably through regular maintenance and repairs, D'Ieteren will help to prevent the emissions associated with the production of new vehicles.

Additionally, to restore and regenerate air quality, D'Ieteren has partnered with the forestry organisation, Sylva Nova, to preserve and restore forest ecosystems, particularly in Belgium. This collaboration focuses on enhancing the resilience of forests as natural carbon sinks, helping to mitigate the impact of climate change and improve air quality. For further details, see section 2.4.2.

2.2.4. TARGETS E2-3

D'Ieteren's Science Based Targets to reduce Scope 3 emissions will lead to a corresponding reduction in air pollution across its value chain. A detailed explanation of D'Ieteren's science-based emissions reduction targets is provided in section 2.1.4.

2.3. Water in the value chain

2.3.1. IDENTIFICATION OF WATER-RELATED IROS IRO-1

		Impacts	Risks/opportunities
Water	Value chain	**Actual significant negative impact** Vehicle production uses substantial volumes of water during the production processes (metalworking, painting, etc.) and requires water-intensive raw materials (metals, textiles). This water usage affects ecosystems and communities, potentially leading to water scarcity and stress. Car wash stations, which are part of the automotive industry's downstream operations, use, on average, 150L per standard vehicle.	

This identification was primarily based on discussions with stakeholders, most of whom are based in Belgium where D'Ieteren operates and are potentially affected by this environmental issue (downstream). A review of available documentation was also conducted to identify the impact of the metal mining industry, from which the Volkswagen Group sources materials (upstream).

2.3.2. POLICIES, ACTIONS & TARGETS E3-1,-2,-3

D'Ieteren is currently focused on understanding and managing the water usage in its supply chain. D'Ieteren plans to work collaboratively with its main suppliers and its dealers in the coming two years to develop a deeper understanding of water use impacts and opportunities for improvement throughout its value chain. This approach will enable the company to establish a policy with a clear baseline, including realistic, measurable targets and action plans aligned with broader sustainability objectives once a comprehensive data foundation is in place.

As for car wash activities, a large number of dealerships, including those owned by D'Ieteren, use a closed-loop water system, which recycles and reuses water within the car wash process. This system significantly reduces water consumption by filtering, treating and reusing water, ensuring that less fresh water is required. Closed-loop systems also minimise water waste and prevent contaminants from being released into the environment, supporting D'Ieteren's broader environmental sustainability commitments.

2.4. Biodiversity in the value chain

2.4.1. IDENTIFICATION OF BIODIVERSITY RELATED IROS SBM-3 IRO-1 E4-1

		Impacts	Risks/opportunities
Biodiversity	Value chain	**Actual significant negative impact** Given the sector in which the company operates, biodiversity was identified as having a high impact on D'Ieteren's upstream value chain. Land use changes from exploration, natural resource extraction and the construction of manufacturing plants contribute to negative environmental effects, such as biodiversity loss, habitat destruction, deforestation and soil erosion.	

D'Ieteren has assessed the materiality of biodiversity mainly through discussions with stakeholders, the majority of whom are based in Belgium, where the company operates and where this environmental issue may have significant impacts. Additionally, a review of relevant documentation was carried out to evaluate the effects of the metal mining industry (potential systemic risks), which supplies materials to the Volkswagen Group.

D'Ieteren has performed a first analysis identifying which of D'Ieteren sites are near biodiversity-sensitive areas but has not yet assessed the extent of the potential harm to these areas or natural habitats. In addition, D'Ieteren has not yet identified and assessed its dependencies on biodiversity and ecosystem services. As a result, no transition plan for biodiversity or specific required biodiversity measures have yet been identified and put in place.

2.4.2. POLICIES, ACTIONS & TARGETS E4-2,-3,-4

D'Ieteren is actively engaged in this area through its close collaboration with Sylva Nova on forestry conservation projects in Belgium. Founded in 1994, Sylva Nova focuses on promoting responsible forestry practices and ecosystem conservation, aligned with the internationally recognised Forest Stewardship Council (FSC) standards. These standards ensure that forests are managed in an environmentally responsible, socially beneficial and economically viable manner. Initially a partnership, D'Ieteren has strengthened its collaboration with Sylva Nova. In January 2025, the company announced its investment in Sylva Nova through a minority stake acquisition and financial contribution. This investment will support Sylva Nova in advancing its research and development activities, particularly European initiatives aimed at enhancing forest resilience to climate change. Through this investment, D'Ieteren is reinforcing its sustainability strategy by investing in natural carbon capture solutions to address the residual emissions remaining after the company's primary reduction efforts. A roadmap will be developed between D'Ieteren and Sylva Nova in 2025 to outline clear actions and targets focused on enhancing forest resilience to climate change and improving carbon sequestration measurement methods.

2.5. Resource use and circular economy

2.5.1. IDENTIFICATION OF IROS RELATED TO RESOURCE USE AND CIRCULAR ECONOMY IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Waste	Own operations & value chain	**Actual significant negative impact** Vehicle production operations generate significant waste, including hazardous materials. D'Ieteren and the dealerships produce waste such as used oil, scrap metal, tyres, packaging. Improper disposal or recycling of this waste impacts biodiversity and pollutes the air and water, affecting local communities.		
Resource inflows & outflows	Value chain	**Actual significant negative impact** **Inflows**: EVs are a major consumer of raw materials (nickel, copper, etc.) with electric bikes and solar industries also being dependent on various materials (lead, lithium, silver). Extracting these materials is energy-intensive and causes significant ecological disruption. Additionally, mining activities are frequently associated with human rights violations and negatively impact local communities, including displacements and socio-economic disruptions. **Outflows:** Incorporating circularity in product development and sourcing is vital for the automotive industry to reduce resource pressure. Managing end-of-life batteries is also crucial due to toxicity concerns. Similarly, solar panels can become hazardous waste.	**Moderate risk** D'Ieteren faces risks from the scarcity of resources needed for products like electric vehicles, batteries, solar panels and charging stations. Rising costs due to the depletion of or the reliance on recycled materials might reduce customer appeal for these mobility options, leading to a decrease in sales.	Short & medium term

The identification process included consultations with stakeholders, such as suppliers and environmental experts, whose insights were essential in assessing impacts along both upstream and downstream activities. As D'Ieteren manages waste in compliance with legal requirements, the affected communities could not be clearly identified, and their involvement in circular economy practices was therefore not addressed. In parallel, D'Ieteren reviewed existing reports, industry benchmarks, and third-party analyses to deepen its understanding of the broader implications of its operations.

Specific attention was given to vehicles, including electric vehicles, which account for a significant share of the company's revenue and have the greatest impact. The automotive industry is among the largest global consumers of raw materials, requiring a wide range of inputs. Failing to consider this risk could lead to disruptions in the supply chain. This is why the ESG team also holds regular meetings with the Volkswagen Group to address various sustainability topics, including circular economy initiatives. These meetings provide valuable insights into the actions taken by the Volkswagen Group, particularly under its new sustainability strategy, Regenerate+, and help address specific questions raised by stakeholders. At the other end of the value chain, the disposal and recycling of vehicles and batteries were also evaluated. A long-standing collaboration with Febelauto, the Belgian organisation responsible for managing end-of-life vehicle recycling, has provided D'Ieteren with critical insights into recycling processes and the operational structure of this sector.

Internally, D'Ieteren also assessed its waste management practices. Through its procurement department, the company currently challenges the sustainability strategies of its waste management partners to better understand the broader implications of waste handling and recycling.

This comprehensive analysis has enabled D'Ieteren to identify and prioritise key areas for improvement, including resource efficiency, waste management and the implementation of circular economy principles.

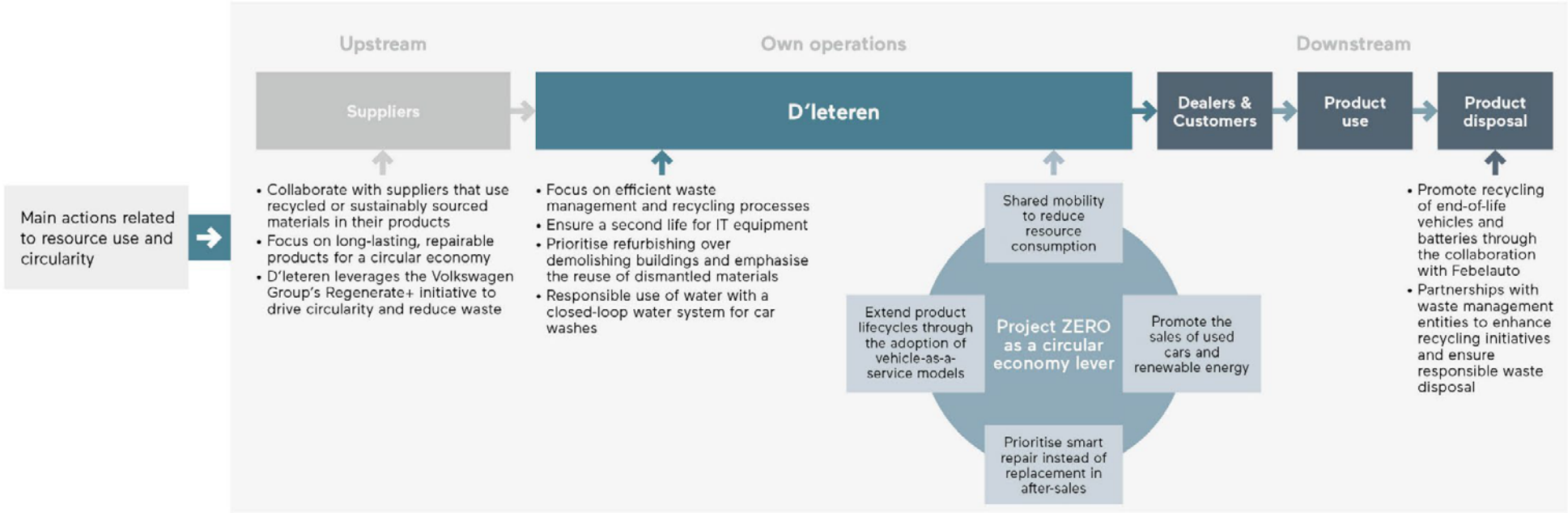
2.5.2. POLICIES E5-1

A key driver of D'Ieteren's circular economy efforts is its ongoing decarbonisation initiative, which lies at the heart of the company's strategy through its Project ZERO climate plan. This plan includes waste management and prevention within its operations, the promotion of renewable energy across its activities and value chain, the development of shared mobility solutions for customers and extending the lifespan of the vehicles it sells. These efforts contribute not only to reducing the company's carbon footprint but also to decreasing resource consumption. Project ZERO applies to D'Ieteren's own operations (D'Ieteren Automotive and all subsidiaries) as well as its value chain. Further information can be found in section 2.1.4.

Additionally, D'Ieteren has implemented a Supplier Code of Conduct to promote carbon reduction among suppliers. By 2025, this policy will expand to include circularity in procurement processes. By integrating circularity into procurement decisions, D'Ieteren aims to progressively increase its use of renewable and recycled resources. Further information can be found in section 3.2.3.

2.5.3. ACTIONS E5-2

D'Ieteren has embarked on a series of initiatives aimed at integrating circular economy principles and enhancing resource efficiency across its operations and its value chain. Project ZERO represents a pivotal shift in this approach to resource management, integrating circular economy principles as a core strategic element.



Resource use and circular economy in the supply chain

- By distributing Volkswagen Group vehicles in Belgium, D'Ieteren ensures that the vehicles it offers contribute to the reduction of primary resource consumption and the promotion of circular economy-related practices. Volkswagen's "Regenerate+" strategy sets clear sustainability targets aimed at enhancing circularity and environmental responsibility. Volkswagen plans to significantly reduce waste generation and increase the reuse of materials in their vehicle production by optimising design and manufacturing processes. Volkswagen's target is to integrate 40% recycled materials into its vehicles by 2040. As part of this initiative, the ID. family already incorporates sustainable materials, such as seat covers made from ocean plastics and recycled PET bottles. Additionally, some seat textiles are made entirely from recycled materials.

Waste reduction and management Initiatives

- D'Ieteren intends to implement a waste management programme in 2025 to increase recycling, which will apply to the waste-generating activities including D'Ieteren Mobility, D'Ieteren Automotive and Wonder. In 2024, the groundwork for D'Ieteren's waste management programme was laid by conducting a comprehensive inventory of all waste collection companies active within the organisation. Following this review, a selection of key companies was made to work across all entities, ensuring a consistent and streamlined approach. These companies were chosen based, among other factors, on ESG criteria. This cross-functional approach enables D'Ieteren to use an improved reporting process, enhancing the monitoring of waste management performance.
- D'Ieteren has implemented a comprehensive IT equipment lifecycle management programme as part of its circular economy initiatives. This programme ensures that IT equipment, including computers and mobile phones, is effectively recycled and reconditioned for reuse. This programme currently applies to the main entities of D'Ieteren and its dealerships. D'Ieteren collaborates with a recycling and reconditioning company and uses a leasing model to optimise the lifecycle management of its IT assets.
- In the same effort to reduce waste, D'Ieteren prioritises refurbishing over demolishing buildings and emphasises the reuse of dismantled materials. A notable example of this approach is the D'Ieteren Park project, where the new main building has been designed with sustainability as a central focus. Scheduled for completion in the first half of 2025, the project reflects D'Ieteren's circularity commitment. This practice will be extended to all new buildings occupied by D'Ieteren, ensuring a consistent focus on sustainability. Additionally, old office equipment once belonging to D'Ieteren Automotive has been sold or donated rather than discarded, further contributing to waste reduction. Responsibility for these initiatives lies with project managers at D0leteren, who work closely with D'Ieteren Immo.

Shared mobility to reduce resource consumption

- Through its free-floating car-sharing service, Poppy, and its paid passenger transport service, Taxis Verts, D'Ieteren provides customers with alternatives to car ownership. Taxis Verts, acquired by D'Ieteren in 2022, primarily operates in the Brussels region with a fleet of over 700 vehicles, where the vehicles are mainly owned by the drivers who provide the service under the Taxis Verts brand. Poppy, launched in 2018, operates in Brussels, Antwerp, Ghent and the main airports in Belgium, with a fleet of over 2,300 vehicles, cars, vans and electric vehicles. The fleet size can vary over time as the service continues to expand and evolve. Both services are overseen by D'Ieteren's Transformation Office to ensure continued development and expansion in the coming years. This model contributes to lower resource consumption by optimising vehicle use. Instead of each customer owning a vehicle that remains idle for extended periods, shared mobility services like Poppy and Taxis Verts allow multiple users to share the same resources. This reduces the overall demand for vehicle production, along with the associated consumption of raw materials and energy, thereby promoting a more sustainable approach to transportation.

Promoting sales of used cars and renewable energy

- Selling second-hand vehicles contributes to the circular economy by giving products a second or even a third life, reducing the demand for new resources, and minimising waste. D'Ieteren is actively engaged in the sale of second-hand vehicles, primarily through its MyWay brand. MyWay operates within the dealerships owned by D'Ieteren Mobility Company and across its network of independent dealers across Belgium.
- Solar panels generate renewable energy, reducing reliance on non-renewable resources and lowering carbon emissions. When paired with electric vehicle (EV) charging stations, solar power can directly charge EVs with clean energy, minimising the environmental impact of transportation. As these two activities are relatively recent within D'Ieteren's portfolio, their development is closely overseen by the Transformation Office, which ensures the allocation of the necessary operational and financial resources for their successful growth. Both companies operate throughout Belgium and provide services to both individual and professional customers.

Prioritise smart repair instead of replacement in after-sales

In bodywork activities, smart repair services are prioritised over replacement to offer cost-effective and environmentally friendly repair solutions. These services focus on minimising material usage, maximising energy efficiency, reducing emissions, and conserving resources, thereby lowering the environmental impact compared to traditional repair methods. All sites operating under the Wondercar franchise in Belgium, whether in D'Ieteren's own dealerships or in the independent dealer network, are equipped with dedicated smart repair areas and the advanced technologies required for these interventions. Wondercar has ambitious expansion plans through 2030, targeting all vehicle brands, not just those of the Volkswagen Group distributed by D'Ieteren.

Extending vehicle lifecycles

- In addition to its used vehicle sales activities, D'leteren introduced Wonderservice three years ago - a programme dedicated to providing mechanical repairs and maintenance for second-hand vehicles. This initiative ensures proper upkeep and extends the lifespan of these vehicles. At present, there are 8 Wonderservice centres within the network. Dedicated teams within WonderGroup are responsible for overseeing this expansion and are working closely with the dealer network in Belgium to implement Wonderservice as a franchise model within their dealerships.
- A key component of D'leteren's strategy is extending vehicle lifecycles to meet the growing demand from individual and corporate customers who are gradually shifting toward flexible, usage-based models rather than car ownership. D'leteren is focusing on mastering the transition from one-off asset sales to vehicle-as-a-service models. The Transformation Office is currently analysing and developing an action plan, which involves strategic planning and adapting operational processes to integrate circular economy principles. Progress updates will be shared in 2025.

End-of-life of vehicles and batteries

- In line with the European Directive on the end-of-life of vehicles, passenger cars and light commercial vehicles must be 85% recyclable and 95% recoverable at end of life. Every vehicle brand in the Volkswagen Group complies with these standards. Furthermore, D'leteren works closely with Febelauto, which organises and oversees the management of end-of-life vehicles and batteries in compliance with the European Directive. Currently, Febelauto ensures that approximately 97% of the weight of these vehicles is recycled in an approved and controlled manner.

2.5.4. TARGETS E5-3

At this stage, no formalised targets are in place.

By 2025, D'leteren plans to define targets, aligning them with its broader sustainability ambitions. D'leteren relies for this on collaboration with key partners. These partnerships are essential not only for effectively tracking progress but also for jointly developing actionable and impactful strategies. Long-standing relationships with stakeholders such as the Volkswagen Group and Febelauto, as well as partnerships with waste management players in Belgium, will allow D'leteren to enhance transparency, accountability and the continuous improvement of practices throughout the value chain.

2.5.5. RESOURCE INFLOWS E5-4

As a distributor and seller of a diverse range of vehicles, including cars, commercial vehicles, (e)-bikes, solar panels, charging stations and automotive spare parts and accessories, D'leteren also provides essential services such as maintenance, repair and mobility solutions. These multifaceted operations necessitate a robust approach to resource management, ensuring that all products are sourced, used and reported in a manner that aligns with both environmental sustainability and economic viability.

The main resource inflows include raw materials, energy (electricity and fuel), water and components sourced from suppliers.

A comprehensive approach to carbon footprint tracking is integral to D'leteren's sustainability efforts. D'leteren uses the GHG Protocol corporate value chain (Scope 3) accounting and reporting standard to categorise reused and recycled materials accurately.ensuring consistent and reliable ESG reporting.

2.5.6. RESOURCE OUTFLOWS E5-5

Due to its logistics, mechanical repair and bodywork activities, D'Ieteren generates both non-hazardous waste (79% of total waste) and hazardous waste (21%). Non-hazardous waste includes, among others, packaging materials, tires and plastics, while hazardous waste consists of used oils, solvents, batteries and paint residues. These waste streams are managed responsibly through energy recovery via incineration, recycling, and re-use. Landfilling is used only as a last resort, in full compliance with the waste treatment hierarchy and all applicable environmental regulations.

Non-recycled waste	Unit	2024
Total amount of non-recycled waste	Tonnes	726
Percentage of non-recycled waste	%	30

Waste-related data	Unit	2024
Total amount of waste generated	Tonnes	2,446
Total amount of hazardous waste	Tonnes	514
Total amount by weight diverted from disposal	**Tonnes**	**1,792**
Total hazardous waste generated diverted from disposal	Tonnes	482
Total hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	9
Total hazardous waste generated diverted from disposal to recycling	Tonnes	473
Total hazardous waste generated diverted from disposal to other recovery operations	Tonnes	0
Total non-hazardous waste generated diverted from disposal	Tonnes	1,310
Total non-hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	63
Total non-hazardous waste generated diverted from disposal to recycling	Tonnes	1,247
Total non-hazardous waste generated diverted from disposal to other recovery operations	Tonnes	0
Total amount by weight directed to disposal	**Tonnes**	**654**
Total hazardous waste generated directed to disposal	Tonnes	32.69
Total hazardous waste generated directed to incineration	Tonnes	32
Total hazardous waste generated directed to landfill	Tonnes	0.36
Total hazardous waste generated directed to other disposal operation	Tonnes	0
Total non-hazardous waste generated directed to disposal	Tonnes	621
Total non-hazardous waste generated directed to incineration	Tonnes	395
Total non-hazardous waste generated directed to landfill	Tonnes	227
Total non-hazardous waste generated directed to other disposal operation	Tonnes	0

3. Social information

3.1. Own workforce

3.1.1. OWN WORKFORCE IROS SBM-3

		Impacts	Risks/opportunities	Time horizon (R/O)
Health and safety	Own operations	**Actual moderate negative impact** White-collar employees are primarily exposed to risks such as work-life imbalance and burnout, while blue-collar workers face greater health and safety challenges due to manual labour, machinery use and hazardous substances. Self-employed and third-party workers experience risks similar to those of white-collar employees performing comparable tasks. Addressing these issues is critical to minimising disruptions and maintaining operational efficiency.	**Moderate risk** D'leteren faces direct operational costs (like salaries) and indirect costs (like replacement expenses) due to employee injuries, burnout and absenteeism.	Short term
Training and development		**Actual moderate positive impact** Investing in employee growth boosts brain health, employability and well-being and prepares employees for future challenges	**Moderate risk** Fleet electrification and digitalisation necessitate upskilling and reskilling. In the value chain, unskilled workers in manufacturing and dealerships could impact D'leteren's products and services, leading to operational disruptions and financial losses.	Short term
Diversity		**Actual moderate positive impact** A diverse workforce enhances cultural awareness, personal growth, equality, employee happiness, engagement and social collaboration. It also helps companies better understand and respond to diverse customer needs and expectations.	**Moderate risk** A low female representation poses operational risks like challenges in attracting talent and potential performance dips due to lack of diversity. This could lead to higher recruitment costs, reduced innovation and ultimately lower profitability.	Short term

As a service-oriented company, D'leteren recognises the vital role its employees play in its success. Their dedication and expertise are the foundation of the company's leadership position in Belgium. To sustain this status and ensure resilience in a rapidly evolving environment, D'leteren's strategy and business model carefully account for their potential impact - both positive and negative - on its workforce.

Historically focused on vehicle distribution in Belgium, the company's business model has undergone significant transformation. Today, D'leteren offers a broad portfolio of mobility solutions designed to meet the changing needs of its customers. This evolution, driven by sustainability goals and shifting market demands, introduces material impacts on employees, such as the need for upskilling, role adjustments and an increased emphasis on well-being.

D'leteren considers its strategy and business model as well-adapted to address these challenges. The company proactively mitigates adverse impacts by implementing robust training programmes, safeguarding the mental and physical health of its employees, and enhancing their long-term employability. These efforts aim to align the workforce with the company's evolving goals while maintaining high levels of employee satisfaction.

Diversity is also central to D'leteren's strategic vision. The company acknowledges that a diverse workforce is crucial to meeting the expectations of its varied customer base and strengthening its position as an attractive employer.

D'Ieteren maintains open and transparent dialogue with its workforce through collaboration with labour unions and other representative bodies. The company systematically engages these stakeholders in the development and adjustment of its strategy. For example, the Works Council is always the first to be informed about any major changes to the company's strategic direction or action plans. Concerns and suggestions from unions and other employee representatives are often considered during decision-making processes. The success of these initiatives is demonstrated by D'Ieteren's annual employee engagement survey, which continues to achieve record high scores year after year. These results affirm the company's commitment to balancing the demands of its evolving business model with the well-being, diversity and development of its workforce.

No specific types of operations or geographic areas within D'Ieteren's workforce are at significant risk of forced labour or compulsory labour. This reflects the company's commitment to ethical employment practices and compliance with international labour standards.

3.1.2. POLICIES S1-1

D'Ieteren integrates key principles of occupational health and safety, respect for individuals, and diversity and inclusion into its Code of Conduct, The WayWeWork, which applies to all its employees. (Further information on the Code of Conduct can be found in section 3.2.3.). These principles are embedded in the company's broader sustainability strategy, ensuring a consistent approach to fostering a safe, respectful and inclusive work environment across all its entities. As part of its sustainability strategy, D'Ieteren is committed to providing meaningful work that creates a positive social impact for all employees. This includes giving everyone a voice, promoting inclusivity, prioritising safety, offering opportunities for skill development and upholding human rights in all operations while ensuring compliance with labour standards.

The HR Policy, under the responsibility of the HR department of D'Ieteren Automotive, also integrates key topics such as occupational health and safety, diversity, training and skills development, and non-discrimination, alongside a broader range of subjects, including compensation policy, culture and new ways of working, among others. This policy is complemented by the work regulations, established in collaboration with the Works Council. Unlike the Code of Conduct, this policy is not uniformly implemented across all entities within the company. It currently applies to the former operational technical unit, which included D'Ieteren Automotive, D'Ieteren Centers, and Volkswagen D'Ieteren Finance (not covered in this non-financial reporting, as D'Ieteren does not hold a majority stake). The other entities within D'Ieteren are more recent, with some still in the process of expansion. Following the social elections in May 2024, a new operational technical unit was established, now comprising D'Ieteren Automotive, D'Ieteren Mobility Company, Volkswagen D'Ieteren Finance, Wonder, D'Ieteren Energy (EDI & Go-Solar). These entities will progressively adopt the same policies. However, other entities such as Lucien, Poppy, Taxis Verts and Microlino are not included in the new operational technical unit due to their current stage of development. Together, these entities represent around 10% of D'Ieteren's workforce as of 31 December 2024, and maintain their own organisational structures adapted to their specific needs.

The HR policy and the Code of Conduct are inspired by the key principles of the United Nations regarding worker protection, as outlined in the UN Guiding Principles on Business and Human Rights and the International Labour Organization (ILO) standards. The company guarantees respect for fundamental worker rights, including non-discrimination, freedom of association, safe working conditions and fair labour practices. The Code of Conduct specifically addresses issues related to any form of unlawful, forced or compulsory labour. Furthermore, D'Ieteren ensures compliance with national labour laws and international standards through its dedicated HR Legal department, which oversees and supports adherence to these regulations.

In line with the Code of Conduct and the HR policy, the HR departments across D'Ieteren's entities implement measures related to health and safety, training and diversity, empowering managers to effectively deploy these initiatives and conducting regular employee experience surveys followed by concrete actions. The dedicated H&S department implements the necessary actions and processes to prevent health and safety risks, particularly regarding psychosocial risks, medical check-ups and remediation measures, notably when an employee returns from a long-term sick leave.

3.1.3. ENGAGEMENT WITH THE WORKFORCE AND CHANNELS TO RAISE CONCERNS S1-2, -3

D'Ieteren actively engages with its workforce to guide decisions and actions that address both actual and potential impacts. This engagement takes place directly with employees and through their representatives.

HR departments play a crucial role in workforce engagement and aligning it with the company's objectives. They support managers by implementing initiatives such as mandatory appraisal reviews to ensure continuous feedback. HR also assists managers in applying corrective actions when needed. For example, if an employee misses deadlines, corrective actions may include setting clearer expectations or offering additional training, while remediation for interpersonal conflicts could involve conflict resolution training or mediation. An HR community, including HR staff members from all entities, has been created to ensure the sharing of information and best practices across company entities.

D'Ieteren conducts annual employee experience surveys throughout the whole company to gather feedback on topics such as work-life balance, health and safety, and diversity and inclusion. These surveys, which are anonymous in order to encourage openness and honesty, provide valuable insights into employee concerns and the effectiveness of existing measures. In 2024, 61% of employees participated in the employee engagement survey with a 85% employee engagement score, reflecting the workforce's trust in this feedback mechanism. Based on the results, managers and their teams develop localised action plans to address the issues identified and improve outcomes in subsequent surveys. Employee feedback also helps shape company-wide initiatives. One example is the collaborative development of new ways of working for the upcoming D'Ieteren Park facilities, ensuring that the workspace aligns with employee expectations for a modern and supportive environment.

Monthly meetings with the Works Council, representing employees from D'Ieteren Automotive, Volkswagen D'Ieteren Finance, Wonder, D'Ieteren Mobility Company, D'Ieteren Energy, provide an avenue for incorporating workforce perspectives into decision-making. In 2024, no strikes were recorded, demonstrating the constructive relationship between D'Ieteren's management and employee representatives.

D'Ieteren ensures employees are well-informed about the channels available for raising concerns through regular intranet communications. In 2024, D'Ieteren updated its Code of Conduct to reinforce these processes, outlining the available channels for reporting issues, such as contacting trusted individuals, external parties, or using the Integrity Alert system. The updated code also emphasises the company's commitment to protecting employees from retaliation, with clear consequences for any retaliatory actions. Employees who raise concerns are provided with a response within a reasonable timeframe, ensuring clarity and resolution.

Health and safety are managed collaboratively by dedicated teams and the Prevention and Protection at Work Committees across D'Ieteren's main sites. Reports are prepared after committee meetings and necessary actions are implemented depending on the specifics of the situation requiring action. For instance, this may involve ordering prefabricated containers for the storage of high-voltage batteries or addressing the need for ergonomic improvements in offices that are not adequately designed. Progress and follow-ups on actions are monitored in subsequent sessions.

Training initiatives are enhanced through satisfaction surveys conducted by the D'Ieteren Academy, which gather feedback from participants. This approach ensures the continuous improvement of training programmes and enables swift responses to any concerns raised.

D'Ieteren also takes into account the specific needs of more vulnerable employees.

- In 2024, D'Ieteren launched the internal network, "Ladies in Motion", aimed at creating opportunities for female employees to connect, share informal exchanges and provide collective support. This initiative also facilitates the collection of feedback to better address the needs of female staff.
- A personalised approach is adopted to address individual requirements, including adjustments to workplace infrastructure, accessibility improvements and flexible working hours.

D'Ieteren's comprehensive and structured approach to workforce engagement, social dialogue and diversity ensures that employee needs are met while fostering a supportive and inclusive work environment.

3.1.4. MANAGING IMPACTS ON THE WORKFORCE S1-4

D'Ieteren adopts a comprehensive approach to managing material risks related to its personnel, ensuring fairness and accessibility for its workforce. These actions are being gradually implemented across its entities, taking into account the specifics of each, with the target date for full implementation of key activities set for 2025. The initiatives align either with the company's overall development or address specific needs, such as the well-being programme, which was introduced to tackle growing stress in a changing environment. The effectiveness of these actions is assessed through employee experience survey results and the monitoring of key indicators, including diversity and safety metrics as well as employee engagement scores.

The company allocates dedicated resources to the management of its material impacts, including a specific annual budget for programmes that address employee well-being, diversity and training. These efforts are overseen by dedicated teams within HR.

Finally, D'Ieteren ensures that its practices do not cause or contribute to negative impacts on its workforce. Any tensions arising between business pressures and the prevention of negative impacts are managed through ongoing discussions with relevant stakeholders.

Career development and training

Talent management is a core focus of D'Ieteren's workforce strategy, aimed at fostering growth and ensuring career development for its employees. The company implements mandatory performance appraisals and provides a clear career progression framework to guide employees in their professional journey. Central to this is the D'Ieteren Academy, which offers a range of training programmes and learning opportunities designed to build skills and help employees advance their careers.

In 2024, the company reported an average of 28 training hours per employee. The training programmes are continuously updated to address the evolving needs of the business. These programmes include specific courses focused on emerging industry trends such as e-mobility, artificial intelligence and sustainability, particularly through the Climate School. These efforts aim to equip employees with the skills needed to adapt to the growing electrification of vehicles and the broader shift toward sustainable practices.

In addition to formal training, in 2024 D'Ieteren organised internal events to foster knowledge sharing and professional growth. The company hosts "Lunch & Learn" sessions, where external experts share insights from their careers to inspire employees. These events also provide a platform for discussing best practices, particularly in areas such as customer satisfaction management.

Furthermore, D'Ieteren keeps employees informed about the latest market trends and innovations through the distribution of innovation newsletters. These newsletters highlight key developments that impact the industry, ensuring that employees remain up-to-date with market changes and are well-prepared to navigate future challenges.

To further enhance career development, D'Ieteren has introduced an intra-mobility programme. This initiative encourages employees to explore different roles within the organisation, facilitating collaboration, knowledge-sharing and broadening career opportunities. The company also organises Career Week events, where managers present various roles and HR conducts sessions to help employees navigate career development successfully within D'Ieteren.

In response to the shortage of qualified technicians, D'Ieteren launched the "Drive Your Future" campaign in 2024. The initiative connects potential candidates with job opportunities across the company via the dedicated site, driveyourfuture.be.

These initiatives reflect D'Ieteren's ongoing commitment to providing a supportive environment for career advancement, internal mobility and talent retention, ensuring the company remains a dynamic and competitive employer

Health & Safety

Ensuring a safe and healthy working environment is a top priority at D'Ieteren, especially for employees in technical and manual roles. The company invests in safety equipment and provides specialist training. To strengthen safety practices, D'Ieteren collaborates with risk prevention advisors and safety coordinators, ensuring the effectiveness of these measures throughout the organisation.

D'Ieteren is also progressively expanding the coverage of its own workforce under its Health & Safety (H&S) management system for its recent activities. This approach ensures that an increasing number of employees benefit from structured safety protocols, risk assessments and continuous improvements in workplace safety.

In addition to physical safety, D'Ieteren has implemented a comprehensive health and well-being strategy. The company supports the right to disconnect and offers assistance with sick and parental leave. The "Employee Care" programme plays a key role in promoting mental well-being by focusing on stress management and burnout prevention, helping to create a balanced work-life environment.

Furthermore, D'Ieteren runs regular health prevention campaigns, including medical check-ups for employees over 45 and vaccination programmes, ensuring the physical health of its workforce.

These combined initiatives foster a supportive and safe workplace where employees can thrive both physically and mentally.

Diversity and Inclusion

Creating a diverse and inclusive workplace is a strategic priority for D'Ieteren. As part of this ongoing effort, the company pursued the "Accelerating Diversity" programme launched in 2023, which includes workshops, training on unconscious bias, mentoring and newly introduced e-learning modules. These initiatives are designed to increase awareness of diversity and inclusivity and to foster an environment where all employees can thrive. In 2024, D'Ieteren expanded its diversity efforts by rolling out the "Ladies in Motion" network.

In addition to these programmes, D'Ieteren is actively focusing on promoting the inclusion of older employees through its "Vitalo 45+" programme. This initiative targets employees over 45 years old, providing them with tailored development opportunities, ensuring they can continue to grow professionally, and addressing the challenges specific to this demographic. The programme includes skills development, career guidance and strategies for maintaining long-term career satisfaction.

3.1.5. TARGETS S1-5

D'Ieteren has established targets to be achieved by 2025, designed to enhance diversity, employee development and to maintain a safe workplace.

These targets were defined to comply with legislation, incorporate employee feedback from engagement surveys, and to reflect the management team's ambition to support its workforce and make D'Ieteren a great place to work. They are under the responsibility of the HR department and are communicated to employee representatives and the relevant workforce.

#	Social matters	Targets & Progress
1	**Career Development & Training**	4 training days per employee by 2025 to enable employees to embrace change, develop new skills and improve overall performance. 28 training hours per employee were provided in 2024 compared to 15 in 2023.
2	**Health & Safety**	D'Ieteren promotes a healthy work-life balance to prevent and avoid any negative impact on employee health and well-being through stress, lack of work-life balance and consequent unfair work conditions. D'Ieteren strives towards 0 fatalities year on year. No fatalities occurred in 2024, as per the previous five years.
3	**Diversity & Inclusion**	D'Ieteren Automotive is committed to increasing the share of women in its management committees to 25% by 2025. In 2024, 22.9% of management committee members were female, compared to 22.4% in 2023.

Progress is reviewed annually and reported to the Works Council. In cases where objectives are not being met, such as with diversity, additional measures will be implemented. For instance, the management team has decided that hiring managers for white-collar positions will only receive CVs when there is a 50/50 gender balance between male and female candidates.

3.1.6. CHARACTERISTICS OF EMPLOYEES S1-6

Employment characteristic					2024
Headcount	**Female**	**Male**	**Other**	**Not disclosed**	**Total**
Employees	567	2,335	-	-	**2,902**
Permanent employees	560	2,267	-	-	**2,827**
Temporary employees	7	68	-	-	**75**
Non-guaranteed hours employees	0	0	0	0	**0**

Headcount by country	2024
Belgium	2,902

Turnover	Unit	2024
Total employee turnover	n	401
Employee turnover rate	%	14.5

3.1.7. NON-EMPLOYEES S1-7

Non-employees	2024
Total number of non-employees in the workforce	427

3.1.8. DIVERSITY METRICS S1-9

Employees in top management by gender	Headcount	Share
Male	143	79%
Female	38	21%
Other	-	-
Not disclosed	-	-
Total employees	181	

Age distribution of employees	Headcount	Share
Under 30 years old	670	23%
Between 30 and 50 years old	1,536	53%
Over 50 years old	696	24%

3.1.9. HEALTH AND SAFETY S1-14

Health and safety management			2024
	Employees	**Non-employees(1)**	**Total**
Percentage of employees covered by H&S management system	99%	-	-
Number of fatalities due to work-related injuries and ill health	0	0	**0**
Number of recordable work-related accidents	45	-	-
Rate of recordable work-related accidents	1.06	-	-

(1) The phase-in option is used for this data. The total is not calculated as information related to non-employees is not available.

	2024
Employee cases of recordable work-related ill-health	2
Days lost to work-related injuries, ill health and fatalities	1,086

3.1.10. INCIDENTS, COMPLAINTS AND SEVERE HUMAN RIGHTS IMPACTS S1-17

	2024
Number of incidents of discrimination within own workforce (including harassment)	5
Number of complaints to the company (including grievances)	5
Number of complaints filed to National Contact Points for OECD Multinational Enterprises	0
Total amount of fines, penalties and compensation (€m)	0

3.2. Workers in the Value Chain

3.2.1. VALUE CHAIN WORKERS IROS SBM-3

		Impacts	Risks/opportunities	Time horizon (R/O)
Health and safety	Value chain	**Potential significant negative impact** Upstream, potential injuries are primarily caused by machinery and chemical exposure, which could be related to individual incidents or more systemic in regions with weak labour regulations. Downstream, workplace safety concerns are mainly related to individual incidents within the working environment.		
Child/ Forced labour	Value chain	**Potential significant negative impact** Raw material extraction and manufacturing is plagued by widespread child labour and human rights abuses, exacerbated by high corruption risks. These issues negatively affect the health, safety, and human rights of affected populations.	**Moderate risk** The occurrence of child labour and/or forced labour abuses within the value chain may constitute operational risks due to supply disruptions, reputational damage potentially impacting sales and investor confidence, as well as non-compliance risks.	Short term

Upstream and Downstream Workers

Upstream, the value chain predominantly involves workers in manufacturing industries and raw material extraction. These workers face systemic risks, such as hazardous machinery and difficult labour conditions. The most vulnerable workers in D'leteren's value chain include those in raw material extraction who face risks such as child labour, forced labour, hazardous working conditions, exploitation and insufficient legal protections, particularly in regions with weak labour regulations.

Downstream, workers include those employed in dealerships, logistics and support functions (IT, HR, Finance,...), as well as employees in joint ventures, notably Volkswagen D'leteren Finance.

For workers within Volkswagen D'leteren Finance who face the same impacts due to the similar nature of their activities, particularly white-collar roles, D'leteren ensures the uniform application of its HR policies, treating their interests with the same regard as those of D'leteren's direct employees.

3.2.2. ENGAGEMENT WITH VALUE CHAIN WORKERS S2-2

D'leteren ensures the interests and views of workers in the value chain are integrated through specific engagement mechanisms.

Upstream:

- D'leteren participates in ESG roundtables with its main partner, the Volkswagen Group, where issues related to workers in the value chain can be reported if necessary.
- The Procurement & Sourcing department at D'leteren Automotive challenges its suppliers, particularly during new contract negotiations or contract renewals, focusing on working conditions and respect for human rights.

Downstream:

- D'leteren Mobility Company engages with TRAXIO, the Belgian federation representing businesses in the mobility sector. TRAXIO advocates for better labour conditions and safety standards, serving as a voice for downstream workers.
- D'leteren has established a Dealer Council, under the responsibility of the Chief Commercial Officer, to provide a structured platform for dialogue with both independent and company-owned dealerships. Monthly meetings allow the company to integrate the perspectives and concerns of these stakeholders into its strategic decision-making processes.
- The D'leteren Academy provides an annual training programme for the staff of both independently owned and company-owned dealerships, ensuring regular contact with them.

Insights and gains are reported to the Executive Committee if deemed strategic, and actions are implemented if necessary. The D'leteren Academy incorporates feedback from training sessions to adapt and improve its programmes.

Given this structured approach, where D'leteren ensures that concerns and interests of value chain workers are considered through direct dialogue with key stakeholders, the company does not deem it necessary to conduct a formal assessment of whether workers are aware of or trust these structures.

3.2.3. POLICIES, REMEDIATION, MANAGING IMPACTS AND TARGETS

S2-1, -3, -4, -5

D'Ieteren has implemented various policies to ensure the protection of workers' rights.

D'Ieteren's Supplier Code of Conduct sets clear expectations for suppliers and subcontractors of D'Ieteren Automotive. Under the responsibility of the Procurement & Sourcing Department at D'Ieteren Automotive and, therefore, the Chief Financial Officer, the Code requires strict adherence to key principles, including the elimination of illegal, forced, or compulsory labour, and child labour. Suppliers must avoid discrimination, comply with laws on working hours, rest days and minimum wages, and respect employees' freedom of association. They are also expected to protect the health of their staff, subcontractors, local communities and product users. These requirements are inspired by the principles in the Global Compact, the International Chamber of Commerce Charter for Sustainable Development, and relevant International Labour Organization conventions. The Supplier Code of Conduct applies to suppliers of indirect products and services with which D'Ieteren Automotive maintains business relationships, regardless of nature, transaction type, or duration. The Code is available in three languages and is systematically presented for signature with every new contract or contract renewal, making it contractually binding. An ESG questionnaire complements the Supplier Code of Conduct, including questions related to human rights and work conditions. The ESG criteria make up 10% of the total score for the selection of the supplier.

Strategic suppliers, such as the Volkswagen Group, are not subject to the Supplier Code of Conduct. Instead, these relationships are governed by formal importation agreements between D'Ieteren and the Volkswagen Group. Under these agreements, D'Ieteren acts as the official importer of Volkswagen Group brands in Belgium, a role that differs significantly from a standard supplier-buyer relationship. The importation contract, signed by D'Ieteren's CEO, defines the terms and conditions of this partnership, creating a collaborative framework rather than a typical procurement process. Compliance clauses complement the contract, reflecting the shared importance of these matters for both D'Ieteren and the Volkswagen Group. Additionally, the contract includes a compliance guide that explicitly addresses labour conditions, prohibiting forced and child labour as well as trafficking in human beings.

On their side, all dealers must adhere to a compliance directive to join the official distribution network for Volkswagen Group brands. This directive complements their dealership contract, outlining standards and obligations for dealers and service partners. All these contracts, guides and directives are aligned with the principles of the Global Compact, the International Chamber of Commerce Charter for Sustainable Development, and relevant International Labour Organization conventions.

The Integrity Alert System, accessible on the D'Ieteren website, allows any worker in the value chain to anonymously report concerns related to human rights or labour conditions. This system is managed by an independent third party, enhancing trust among workers in the value chain, as it ensures impartiality in addressing their concerns. Since its creation, no incidents have been reported through this system and, as a result, there has been no need to implement specific processes for addressing such concerns. In the event that an incident is reported, it would be handled in the same manner as other matters by the Risk, Compliance and Whistleblowing Officer, in accordance with established procedures (for further information, please refer to section 4.1.3.).

Evolution in 2025

The Supplier Code of Conduct and the ESG questionnaire, along with the grievance mechanism, represent initial steps to benefit workers across the value chain. At this stage, no formalised actions, targets, or processes are in place. Before advancing with an action plan, defining targets and establishing processes to monitor progress, D'Ieteren plans to review its supply chain strategy in 2025. This review aims to more effectively manage the impacts and risks related to workers in the value chain. The review of the strategy will likely result in an update to the Supplier Code of Conduct and the approach to supplier assessments. This work will commence in the first half of 2025, with a roadmap to be developed outlining the actions to be taken. Targets will be defined in connection with the IROs identified by the DMA, and progress will be closely monitored.

Currently, in terms of actions, D'Ieteren stays informed about the practices, policies and measures implemented by the Volkswagen Group, particularly regarding labour practices within its supply chain. A continuous media search is conducted to ensure that D'Ieteren remains well-informed in the event of any incidents. If such incidents arise, D'Ieteren will contact its partner to gather further information.

For reference, the Volkswagen Group adheres to the five steps outlined in the OECD's *Due Diligence Guidance for Responsible Business Conduct* and complies with the *OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas*. In 2020, the group introduced a Raw Materials Due Diligence Management System based on these OECD guidelines.

3.3. Entity specific – Employee engagement

As a service-oriented company, employee engagement is a key strategic focus. D'Ieteren is committed to being a "Great Place to Work" for all its employees, fostering a positive and engaging work environment.

High engagement levels lead to a better quality of life for employees, who find purpose in their work and feel connected to a company they trust and value. This engagement aids in retaining talent and contributes to economic growth. Engaged employees significantly benefit D'Ieteren, reducing absenteeism and turnover and increasing productivity.

Employee Engagement is assessed annually, which measures employee commitment and satisfaction based on key statements related to their work and the company. The survey gauges their sense of purpose, pride, motivation and accomplishment within the organisation. Participation rates are also tracked to ensure broad involvement. This process helps D'Ieteren gather valuable insights.

Employee engagement is measured across all entities, ensuring that all employees, at every level of the company, are included in this important evaluation. The Human Resources department is responsible for deploying the engagement survey, which is overseen by the Executive Committee. Both the participation rate and the engagement score are part of the Long-Term Incentive Plan for the management team, alongside other ESG criteria, emphasising the company's commitment to long-term employee satisfaction and organisational performance.

A global target has been set for the entire company, both for the employee engagement rate and the participation rate, with a goal to be achieved by 2025. This target serves as the benchmark for annual measurement. The results are broken down by department and entity to provide greater granularity and enable targeted actions where needed. Each department head is responsible for sharing their team's results and discussing the actions to be implemented. The effectiveness of these actions is measured the following year during the next engagement survey, ensuring continuous improvement.

Employee engagement	2023	2024	2025 target
Participation rate (%)	61%	61%	66%
Engagement score	83%	85%	75%

4. Governance

4.1. Business Conduct

4.1.1. IDENTIFICATION OF BUSINESS CONDUCT IROS IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Corruption and bribery	Own operations	**Potential moderate negative impact** Raw material extraction has faced scrutiny over bribery and corruption, often due to complex technicalities and close private-public sector relations in obtaining mining licences.	**Moderate risk** Reported corruption and bribery cases can lead to employee loss, operational inefficiencies, reputational damage, public trust loss and significant fines.	Short term
Corporate culture		**Potential moderate negative impact** A poor corporate culture can result in unethical behaviour, leading to societal problems like trust erosion or unsafe working conditions, and can also cause environmental issues, including air and water pollution.	**Moderate risk** Engaging in unethical behaviour stemming from D'leteren's own operations is reputational, leading to potential financial losses (decrease in sales).	Short term

4.1.2. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

The company's Executive Committee, including the CEO, plays a key role in promoting a culture of integrity and ensuring the implementation of effective anti-corruption and anti-fraud measures. Senior management is integral in promoting and embedding these values across the company. They serve as role models, embodying the company's core values of collaboration, responsibility, care, enthusiasm and a pioneering spirit in their daily activities.

The Legal Department and the Internal Audit, HR and ESG teams are essential in overseeing compliance and ethical practices within the organisation. In 2024, D'leteren appointed a Risk, Compliance and Whistleblowing Officer to spearhead these efforts.

Each company entity has a designated Legal Team contact who provides compliance advice, ensuring that all areas of the business are covered. Regular audits of procedures, including accounting and purchasing, are conducted to evaluate the effectiveness of compliance systems. These audits are complemented by internal controls that enforce adherence to anti-corruption policies.

Any significant issues or risks identified are escalated immediately to the relevant department for further review and action and to the CEO. This ensures that the administrative and management bodies are consistently informed and can make well-grounded decisions to steer the company in line with its values and objectives. Independence and competence are considered when determining which party will investigate notifications.

To further strengthen ethical oversight, D'leteren has established an Ethics Committee that meets three times a year to review ethical issues and determine appropriate actions. The Ethics Committee regularly updates and shares guidance through communication efforts and targeted risk-based training for employees

D'leteren also has a Compliance Committee which meets quarterly. Further information can be found in section 1.2.1.

The combined expertise of D'leteren's supervisory bodies - including legal professionals, auditors and HR and ESG specialists - ensures that the company upholds the highest standards of business conduct. These experts regularly receive training to stay informed about the latest best practices in governance, risk management and compliance. By maintaining strong relationships with external consultants and experts, D'leteren further strengthens its ability to meet ethical and legal obligations.

4.1.3. BUSINESS CONDUCT POLICIES AND CORPORATE CULTURE G1-1, -3

The governance framework designed to prevent and detect corruption and bribery

#	Name	Objective	Scope & availability	Responsibility	Stakeholders
1	**Code of Conduct 'The Way We Work'**	Serves as a guideline for ethical and responsible conduct. Reflects D'Ieteren's commitment to integrity, transparency and compliance with the law.	Binding for all employees in all brands and businesses. Accessible on both internal and external websites. Included in the onboarding programme for new employees. Reminder of key principles via internal communications.	Directors & Executive Committee, Managers, Ethics Committee	Employees, third parties acting on behalf of D'Ieteren Directors of all D'Ieteren entities demonstrate their commitment to the Code of Conduct and its ethical standards by signing the D'Ieteren commitment letter.
2	**Supplier Code of Conduct**	Ensures suppliers adhere to D'Ieteren's ethical principles.	Applies to all suppliers and subcontractors. Communicated to suppliers by the Procurement team.	Procurement, ESG team	Suppliers and subcontractors
3	**D'Ieteren Integrity Alert System**	Allows violations to be reported in a safe environment.	Accessible to all employees, customers, suppliers & partners. Available on internal and external websites of the company.	Risk, Compliance and Whistleblowing Officer	Employees and external whistleblowers
4	**Whistleblowing Policy**	Provides procedures for reporting complaints, concerns and irregularities.	Applies to all entities within D'Ieteren, available to all employees and external stakeholders. Available on internal websites.	Risk, Compliance and Whistleblowing Officer	Employees and external stakeholders
5	**Employee Experience Survey**	Evaluates corporate culture annually.	Conducted annually for all employees.	Human Resources Department	Employees

At the heart of D'Ieteren's commitment to ethical conduct is "The Way We Work", a comprehensive Code of Conduct that outlines the principles for preventing conflicts of interest, adhering to laws, combating corruption, building trust and maintaining internal controls. This Code serves as a foundational document that guides the behaviour of all employees and management. The principles outlined in D'Ieteren's Code of Conduct are aligned with the key principles of the United Nations. Employees are required to acknowledge their commitment to these ethical standards, reinforcing the importance of integrity in their daily activities.

Furthermore, the introduction of a Supplier Code of Conduct in 2023 extends these standards to the supply chain, requiring suppliers to educate their teams and report any risks or violations. Further information can be found in section 3.2.3.

Another key component of D'Ieteren's commitment to accountability is the D'Ieteren Integrity Alert System, a whistleblowing mechanism that allows for the safe and confidential reporting of misconduct. This system ensures that any breaches of the Code of Conduct are addressed swiftly and appropriately. The whistleblowing policy fosters a culture of transparency and accountability, encouraging employees to report any unethical behaviour without fear of retaliation. The D'Ieteren Integrity Alert System is complemented by other channels, including line managers, Human Resources, Legal, Audit, the CEO. Within a reasonable period of receiving a notification, initial communication with the reporting party is established and a preliminary assessment determines whether there is merit to the allegation and whether an investigation should be initiated.

All investigations are conducted with utmost respect and confidentiality if requested, observing the rights and guaranteed protections of all parties involved. D'Ieteren ensures compliance with the legal requirements with regard to the protection of whistleblowers. Any form of retaliation may give rise to disciplinary measures in accordance with D'Ieteren's applicable rules and policies, up to and including dismissal.

Employee training and awareness are central to D'Ieteren Automotive's anti-corruption efforts. The company arranges mandatory training programmes for its employees, including new hires. These programmes are delivered via web-based sessions by the D'Ieteren Academy, ensuring wide accessibility. Training topics include ethics, prevention of corruption and bribery, compliance with laws and avoiding conflicts of interest. The company emphasises high participation rates in training sessions, particularly for members of the management committees as well as the Executive Committee, who are expected to serve as role models. They are regarded as functions at risk due to the nature of their responsibilities. The members of the Ethics Committee provide support for policy-related queries and monitor training participation.

Functions at risk	2024
Number of functions-at-risk of bribery and corruption (FAR)	158
Percentage of FAR receiving training (%)	93%

4.1.4. INCIDENTS OF CORRUPTION OR BRIBERY G1-4

The company has reported no confirmed incidents of corruption or bribery, nor any convictions or fines in recent years. As a result, there have been no breaches to investigate and, thus, no corrective actions, investigations, disciplinary measures, or changes in procedures have been necessary. D'Ieteren's commitment to maintaining high ethical standards and rigorous anti-corruption measures has contributed to this positive outcome.

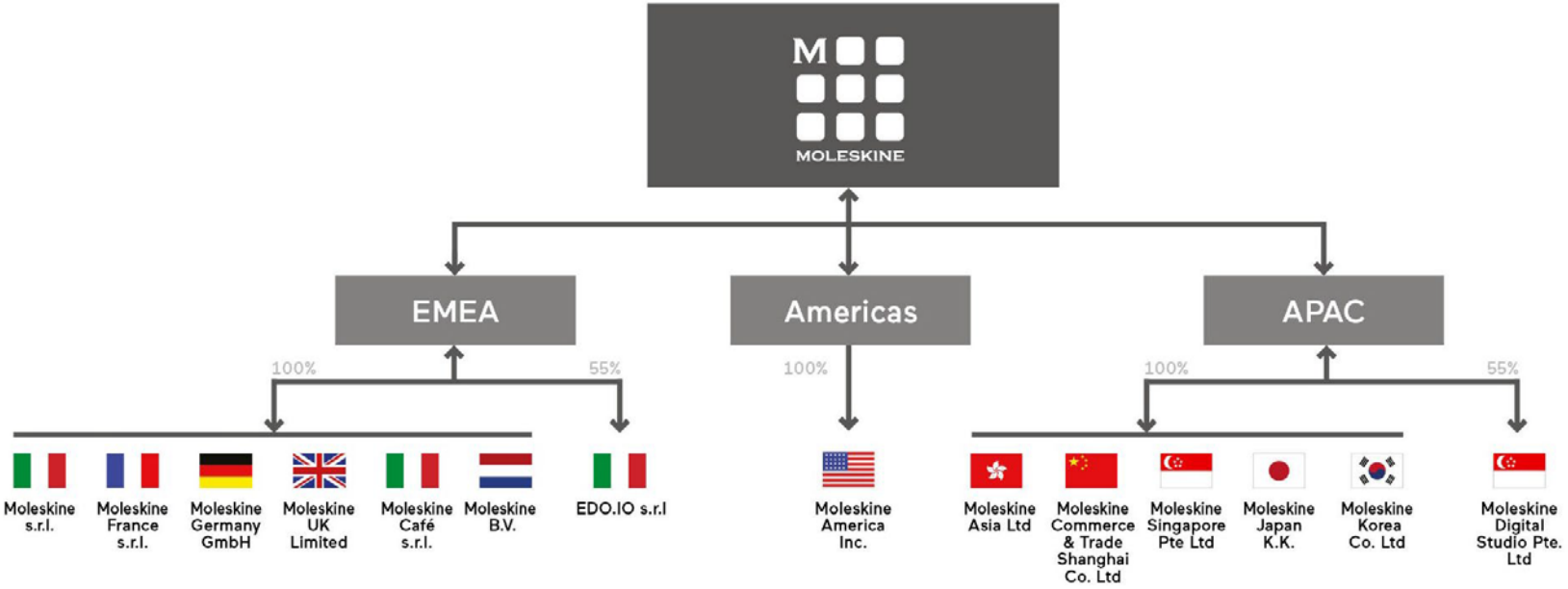
	2024
Number of convictions	0
Amount of fines (€m)	0

Moleskine

1. General information

1.1. Basis for preparation BP-1, -2

Considering the unique nature of each of D'leteren Group's operating businesses, Moleskine has chosen to present its relevant sustainability matters and related ESG performance and accomplishments in a dedicated chapter. This chapter's reporting scope include the entities listed in the table below which are all fully consolidated subsidiaries where Moleskine holds a majority ownership, aligning with D'leteren Group's financial statements. The sustainability statement addresses Moleskine's entire value chain, both upstream and downstream.



Moleskine has not used the option to omit specific information related to intellectual property, know-how, or innovation results. Additionally, the option permitted to withhold information on pending developments or ongoing negotiations has also not been used. Throughout the report, dedicated notes indicate any metric-specific exceptions to this scope of consolidation.

1.2. Governance

1.2.1. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1, -2

Board of Directors

As of 31 December 2024, the Board of Directors (BoD) of Moleskine is composed of six members; the Chief Executive Officer (CEO), D'Ieteren Group's CEO, the Chief Investment Officer and the Chief Legal Officer, as well as two members of D'Ieteren Group's Board of Directors. Moleskine's Board of Directors is composed of three women (50% of the total number of Directors), one Director is an independent Board member (17% of total number of Directors), and among the composition of the BoD three different nationalities are represented. Collectively the members of the Board bring a wide set of skills from different industries (i.e. Luxury, Corporate Management, Food & Beverage) and functional domains (i.e. Human Resources, Legal), that cover the experiences required to drive the development of Moleskine's general and ESG strategy.

In 2024, the Board of Directors held five meetings.

Moleskine's Board of Directors' role in relation to environmental, social and governance topics is to set priorities and oversee both their implementation and progress. It is also Moleskine's highest governing body in charge of overseeing the overall sustainability strategy and approving the Sustainability Strategic Pillars highlighted in Moleskine's Strategic Plan. In 2024 the Head of ESG & Audit was invited to take part in the BoD upon request to present an update about:

- The Communication programme which aims to share ESG achievements through Moleskine's communication channels (Moleskine stories on .com, socials);
- New upcycling initiatives to be launched;
- Upcoming ESG regulations, including the EU Deforestation Law (EUDR).

Additionally, Board discussions, reviews and decisions were focused on (but not limited to) the annual review of the Group's strategy and results, strategic projects and initiatives, organisational evolution and legal updates.

Audit Committee

The Audit Committee consists of D'Ieteren Group's Chief Investment Officer (President of the Audit Committee), Moleskine's CFO and Moleskine's Head of Group ESG & Audit. In 2024 the Audit Committee held four meetings.

To drive the strategy implementation Moleskine has created a dedicated function and appointed a Head of Global ESG & Audit, who is responsible for coordinating and measuring the progress of the sustainability strategy and the ESG department.

Upon presentations and reports from the Head of Global ESG & Audit, ESG projects, advancements, and risk assessments are reviewed. Inputs from Audit Committee members are taken into account to further improve ESG action plans, consistency within the Group, and reporting transparency and effectiveness. Outputs from Audit Committee discussions are reported to the Board of Directors by the President of the Audit Committee.

The Audit Committee reviews the impacts, risks and opportunities, including those sustainability-related on a quarterly basis.

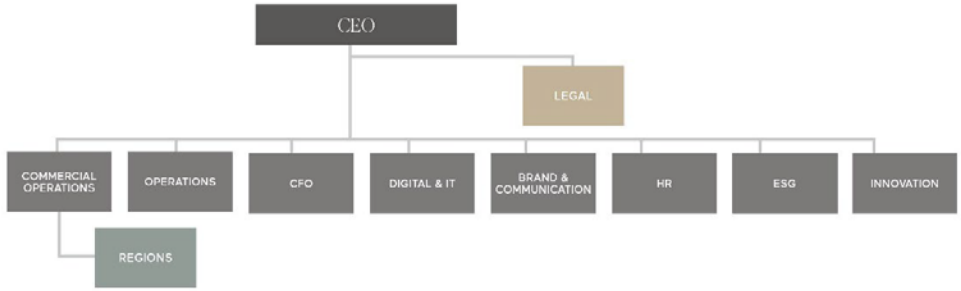
Executive Committee

Moleskine's Executive Committee (ExCo) is composed of the company's CEO, the Chief Financial Officer (CFO), the Chief Commercial Officer (CCO), the Chief Operations Officer (COO), the Chief Information Systems and Digital Officer, the Chief Communication Officer, the President of the America Region, Head of Legal, the HR Director, the Head of Global ESG & Audit and the Head of Innovation. Moleskine's CEO is responsible for the overall strategy and targets implementation, on which the Board of Directors is regularly updated. The Committee holds meetings every three weeks. During these meetings the Head of Group ESG & Audit:

- Presents updates about ESG projects underway;
- Asks ExCo's approval for new projects to be launched;
- Shares results about ESG targets and achievements.

These updates and approvals from the Executive Committee are crucial to ensuring the success of the ESG strategy and plans, as well as their deployment throughout the company's value chain.

This is the Executive Committee Organisational chart:



The DMA has been reviewed by the CEO and the Audit Committee. The CEO, CFO, HR Director and COO have been involved in the assessment of the materiality of different topics related to their domain of experience through interviews in order to embed their expertise within the results of the analysis. In the Boards meetings and the Audit committees held in 2024 the Administrative and Management bodies were informed about the relevant Impacts, Risks and Opportunities (IROs).

1.2.2. INCENTIVE SCHEMES GOV-3

Moleskine's Management Based Objective (MBO) reward is an annual bonus based on the Moleskine Group's result (40% weighting) and specific strategic targets (60% weighting). Moleskine recognises the value of incentive programmes in enhancing performance and the legitimacy of its sustainability goals. For this reason, Moleskine has translated relevant sustainability-related strategies into specific strategic targets for the Group functions involved that could have a role in the implementation and advancement of the overall ESG strategy. Therefore, ESG incentive schemes are part of the annual variable remuneration received by employees that are either directly in charge of ESG activities or actively support the ESG department.

The CEO's personal ESG targets (decided by the Board of Directors representing 17% of the total MBO) and those set for the ESG team (representing 60% of the total MBO) include:

- Circular economy: Fostering recycling and projects aimed to promote circularity with the following targets: 250 tonnes of waste recycled per year, with at least 20% in APAC and the US, and at least 2 upcycling projects per year.
- Climate change (near-term Science Based Target): Improvement of the CO_2 emission reduction plan with the following targets: to achieve a 42% reduction in Scope 1 and 2 emissions by 2030 from a 2021 base year and to measure and reduce Scope 3 emissions.
- Communication of the company's social impacts programme (CT4SC): Improve the visibility by publishing at least one new Story per year.

1.2.3. STATEMENT ON DUE DILIGENCE GOV-4

The table below outlines the core elements of due diligence and the corresponding paragraphs in the sustainability statement. Through this due diligence process, Moleskine manages its main impacts on both people and the environment.

Core elements of due diligence	Paragraphs in the sustainability statement
Embedding due diligence in the governance, strategy and business model	1.2. Governance 1.3. Strategy 1.4. Impact, risk and opportunity management
Engaging with affected stakeholders in all key steps of due diligence	1.4.1. Double materiality assessment process 1.3.2 Interests and views of stakeholders 3.1.3. Engagement with the workforce 3.1.4. Processes to remediate impacts and channels to raise concerns
Identifying and assessing adverse impacts	1.4.1. Double materiality assessment process 1.3.3. Double materiality assessment result
Taking actions to address those adverse impacts	2. Environmental information 3. Social information 4. Governance
Tracking the effectiveness of these efforts and communicating	2. Environmental information 3. Social information 4. Governance

1.2.4. SUSTAINABILITY REPORTING RISK MANAGEMENT GOV-5

Risk assessment (internal control)

The sustainability reporting process and the related risk assessment are governed by an internal control system that identifies and manages the main risks: completeness, integrity, accuracy of estimates and timeliness of data and information availability. In order to ensure accurate and complete reporting, the risk assessment is performed in accordance with the separation of duties between the process owners of the various corporate functions involved in the collection of data and the approvers who review and validate the final data. In addition, an increasing number of non-financial KPIs were submitted for validation by an external auditor, ensuring that the entire report will be within the scope of the external review by the 2024 reporting period. The calculation of Moleskine's carbon footprint is carried out with the support of a specialist external consultant whereas the rest of the data is calculated in-house.

The risk assessment final results are presented to the Audit Committee and the Executive Committee by the Head of ESG for their feedbacks and inputs.

The implemented actions include the documentation of a data collection and calculation process, as well as of internal control systems, for all ESG KPIs. These encompass energy and emissions, resource inflows and outflows, including waste, employees and governance-related metrics, covering overall more than 40 KPIs. For each one of them, Moleskine has designated a KPI owner and formalised steps for the data gathering and calculation process, the timeline of KPI collection, as well as the internal controls to ensure completeness, integrity and accuracy of the reported information.

1.3. Strategy

1.3.1. STRATEGY, BUSINESS MODEL AND VALUE CHAIN SBM-1

Moleskine is a global, multi-category, multi-channel brand whose purpose is to unleash human genius through hands-on paper to empower creativity and knowledge in each individual and the entire world.

The following table provides a breakdown of revenues by sectors (k€):

- Wholesale 70,979
- Retail 14,654
- ECommerce 7,417
- Strategic Partnership -29,295

Moleskine is based in Milan, Italy and the Group has 417 employees of which 218 work in the offices with the remainder operating in stores.

Headcount by geographical area	2024
EMEA	247
APAC	88
AMERICA	82

Moleskine's Sustainability roadmap is driven by three pillars covering the impacts, risks and opportunities identified in the DMA. Specific targets have been set for each of the Sustainability pillars.

Environment: Build a sustainable brand by reducing the company's footprint, and through environmentally friendly solutions for its iconic products.

- Achieve a 42% reduction in CO_2 emissions for Scope 1 and 2, and measure and reduce Scope 3 emissions by 2030 (2021 base year).
- Source paper from responsibly-managed sources (FSC certified.)
- Implement a robust circular economy programme, recycling 250 tonnes of waste from unsellable products annually.

Social: Bring positive change to society by nurturing critical thinking and creativity while acting as an inclusive company and as a responsible leading brand.

- Establish a globally recognised workplace with 75% employee engagement and a satisfaction rate of 4 out of 5.
- Obtain an 80% response rate in the People survey.
- Promote positive social change by fostering creativity, donating 30,000 creative tools, and supporting 30 organisations per year through the Creative Tools for Social Change (CT4SC) programme.

Governance: Set a long-term governance approach covering transparency, integrity and ethical behaviour to build a solid, trusting relationship with stakeholders and to preserve the brand's reputation.

- Develop an ethical and transparent supply chain, ensuring 100% of purchases are from SA8000 certified suppliers and ISO14001 certified suppliers annually.

Progress against those targets is documented in the next sections of this document.

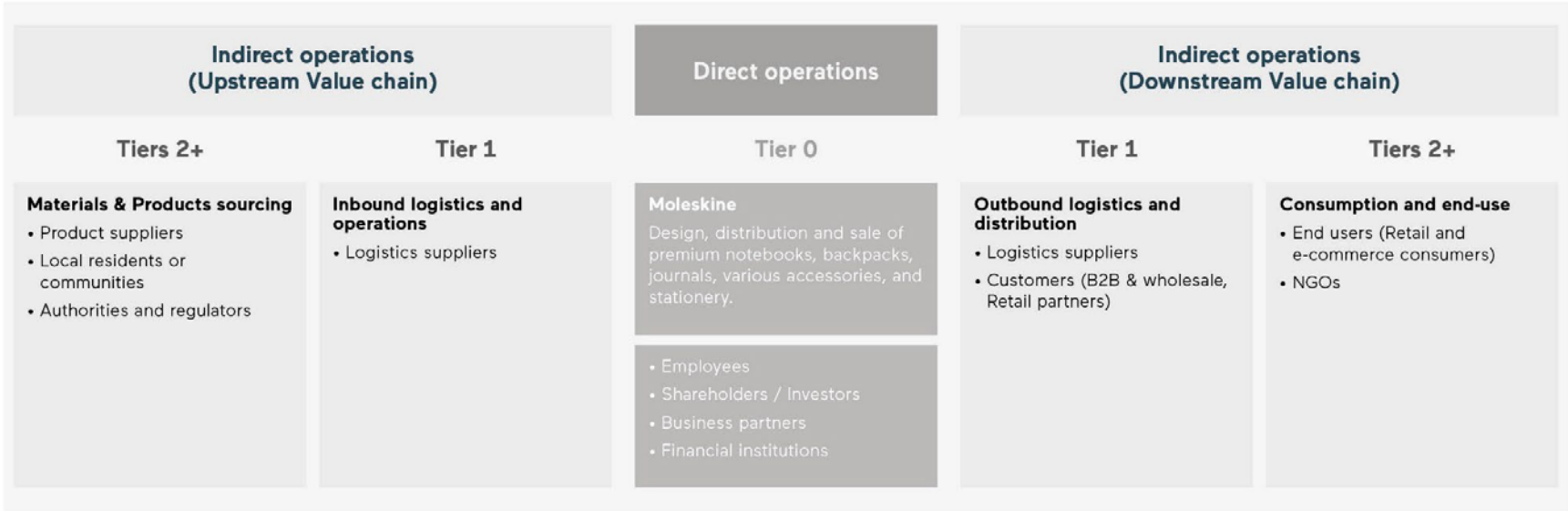
With its purpose, and via its products, services and digital platforms, Moleskine helps foster lifelong learning, which is in line with the Sustainable Development Goal 4 (Quality education).

Moleskine donates products to communities worldwide. Beneficiary organisations use these products as creative tools and conduct workshops, training sessions and creative activities to support quality education and critical thinking in local communities. Among its key strategic commitments, Moleskine aims to have a positive impact on society (within its own workforce but also for workers in the value chain). This commitment is executed not only through the promotion of ethical and transparent business relations, but also by respecting diversity, equity and inclusion and promoting creativity for social change initiatives.

Moleskine also contributes to SDG 12 (Responsible consumption and production), with the objective of ensuring sustainable consumption and production patterns. It does this by developing eco-friendly solutions for its products and packaging and implementing sustainable end-of-life solutions for its unsold products.

The main challenges on sustainability topics are related to the engagement of the suppliers of products and logistic providers as part of carbon footprint reduction efforts. Moleskine relies on third-party suppliers whose commitment to mitigating climate change is crucial for meeting Moleskine's reduction targets.

Another challenge is coming from new and upcoming regulations on sustainability, such as the EUDR (European Union Deforestation Regulation). Moleskine started a project with the support of an external advisor aimed at implementing the requested due diligence to document the responsible sourcing of the paper used for its products. The deadline for compliance with this law, originally set for the end of 2024, has been extended to the end of 2025.



Moleskine designs the products, while the production itself is outsourced to paper and product assembly suppliers.

Paper is the most relevant material, as paper-based products represent more than 90% of Moleskine's sales. Hence, sourcing paper from responsibly managed sources has been a fundamental commitment since 2008.

The product production and end-of-life, logistics and distribution are the main contributors to the environmental impact of Moleskine. Over time, the Group's sourcing strategy has led to the diversification of suppliers according to target markets in order to reduce the distance between production and sales areas. In 2024 strategic suppliers of products are located in China, Vietnam, Turkey and Ecuador.

1.3.2. INTERESTS AND VIEWS OF STAKEHOLDERS SBM-2

Stakeholders	Why we engage	How we engage	Key topics and concerns discussed
End users	Affected users Obtain a thorough understanding of consumers' views on ESG topics, particularly regarding the impacts associated with their purchases of Moleskine products.	Survey (their view was obtained from a survey sent to Store managers that are in contact with end users)	Climate change, energy, waste, social inclusion of consumers and end users
Customers (B2B)	Affected stakeholder Understand customers' strategic point of view on ESG topics related to Moleskine's current and future business relationships with them	Survey during the DMA process	Climate change, energy, waste, social inclusion of consumers and end users, resource inflows
Employees	Affected stakeholder: Understand employees' views on the impact of Moleskine's operations on them and their perspectives on Moleskine's commitment to ESG matters.	Interview/Survey (their view was obtained from the results of Moleskine's 2022 People Survey and integrated with a one-to-one interview with the HR Director as internal expert)	Employee well-being, secure employment, health & safety, diversity & gender equality, training & skills development, privacy, corporate culture, climate change adaptation
Suppliers (including their workers)	Affected stakeholder Identify ESG matters connected to Moleskine's suppliers and broader upstream Value Chain.	Interview/Survey during the DMA process	Climate change, energy, resource inflows ,working conditions and human rights
Shareholders/ Investors	Users of ESG Reporting Gain deeper insight into D'Ieteren Group's approach to incorporating ESG topics into their companies' strategies and operations.	Interview during the DMA process Board meetings	Climate change, energy, corporate culture, corruption & bribery
Business Partners	Users of ESG Reporting Understand the extent to which business partners are currently addressing ESG matters and impacts related to Moleskine's business	Interview/Survey during the DMA process	Climate change, energy, social inclusion of consumers and end users, resource inflows
Non-Governmental Organisations	Affected users Assess the impacts of the Moleskine Foundation and other NGOs in Moleskine's network	Interview during the DMA process	Climate change, energy, social inclusion of consumers and end users, resource inflows

Results of the engagement process have been shared with the Administrative and Management Bodies during the Board of Directors and Audit Committee meetings held in 2024.

1.3.3. DOUBLE MATERIALITY ASSESSMENT RESULT SBM-3

The following disclosure is guided by the topics identified at the D'leteren Group level. As detailed in the consolidated chapter, the material topics of each individual business have been consolidated at the D'leteren Group level. The results have demonstrated that consolidated sustainability topics partly align with Moleskine's individual IROs .

The topics which are material for D'leteren Group but for which no material IROs were identified for Moleskine are:

- Climate change adaptation and health & safety both in the own operations and value chain;
- Waste, diversity, and corruption & bribery in own operations;
- Pollution of air, resource outflows and child/forced labour in the value chain only.

Consequently, although Moleskine will report on the relevant metrics as part of the consolidated disclosure for D'leteren Group, establishing policies, action plans and targets for these topics will not be a priority.

Due to the consolidation of material topics at the D'leteren Group level, certain ESG topics identified in Moleskine's DMA are no longer being considered. These are:

- working conditions and other work-related rights in Moleskine's own workforce;
- social inclusion of consumers and/or end users, and equal treatment & opportunities for all, both in own operations and the value chain.

Moleskine will continue integrating these additional individual material topics in its strategy.

As custodians of Moleskine's business model resilience, the management team actively participated in the DMA process. Their ongoing commitment and strategic oversight ensure that Moleskine is well-prepared to adapt to future challenges and opportunities, thereby safeguarding the company's long-term sustainability. Some resilience actions have been implemented and can be found in this statement depending on the topic. The Head of ESG is responsible for assessing the resilience of the business model to the different risks identified. This role is to make sure that the strategy and business model are adapted to these risks. Since the DMA is a new process, Moleskine is conscious that the resilience analysis will have to be reviewed and will be subject to improvement in the coming years. Nevertheless, in 2024, the Audit Committee was already informed of the identified risks and of the measures that Moleskine has in place to address them.

1.4. Impact, risk and opportunity management

1.4.1. DOUBLE MATERIALITY ASSESSMENT PROCESS IRO-1

The main steps of the DMA are outlined in the D'leteren Group consolidated chapter to which Moleskine refers.

To advance its ESG journey and build on the efforts made so far, Moleskine has revised its materiality analysis (first conducted in 2020), to gain deeper insights into the sustainability topics that are most relevant for the organisation. In 2023-2024, the initiative evolved through the launch of a double materiality assessment aligned with the guidance of the ESRS. This update enabled Moleskine to review its strategic priorities and refine its sustainability reporting to better meet its stakeholders' informational needs.

A benchmark analysis was conducted on a panel of international players to understand the industry's level of maturity in terms of sustainability practices, the most relevant ESG topics for the sector and the industry's potential stakeholders. In addition, to identify relevant stakeholders for its DMA, Moleskine considered its 2020 impact materiality assessment. The final list of stakeholders was discussed and validated by the Executive Committee.

To streamline the categories of stakeholders to involve in the DMA and to determine the engagement methods, Moleskine carried out a prioritisation exercise based on its activity, strategy and geographic coverage as well as sector benchmark analyses.

Selected stakeholders were engaged through surveys or interviews. It should be noted that the employees' view was gathered from the Moleskine People Survey and a one-to-one interview was arranged with the HR Director as internal expert. The People Survey includes a series of questions focused on employee interests and perspectives on Moleskine's commitments to specific ESG matters.

For a detailed description of the stakeholders affected and engaged in Moleskine's double materiality assessment exercise please refer to section 1.3.2.

Building on the long list of topics defined by the ESRS and the benchmark analyses, a preliminary list of ESG Impacts, Risks and Opportunities (IROs) was defined as the basis of the DMA. These IROs were identified through specific sources:

Moleskine's impacts were identified based on the following:

- The results of value chain mapping exercise;
- Reporting standard sector-specific analyses (SASB, MSCI, ESRS including sub-topics);
- Documentation from NGOs (FSC, WRI, Global Facility for Disaster Reduction and Recovery - GFDRR, etc.);
- Peer analysis.

Moleskine's risks and opportunities were identified based on the following:

- The results of value chain mapping exercise;
- Moleskine's past risk assessment for TCFD climate profile;
- Moleskine's general risk matrix;
- Reporting standard sector-specific analyses (SASB, MSCI, ESRS);
- Documentation from NGOs (FSC, WRI, Global Facility for Disaster Reduction and Recovery - GFDRR);
- Peer analysis.

The scoring mechanism for the financial materiality assessment was based on:

- The likelihood (the probability of the occurrence of an impact on the company's economic performance on a short-, medium- and long-term perspective);
- The magnitude (the influence on the company's economic performance, by adding up the positive and negative aspects in absolute terms to determine the overall exposure).

Starting from Moleskine's Enterprise Risk Management (ERM) scale of magnitude (1 to 5) which did not include any monetary quantification, a monetary range was determined using the Moleskine Group's EBITDA 2022.

Outputs from the analysis enabled Moleskine to accurately identify and prioritise the business's material impacts, risks and opportunities. The results of the DMA were consistent with Moleskine's existing strategy and business model. However, Moleskine will continue to refine these material aspects moving forward and to update the ESG strategy accordingly through regular discussions with the Executive Committee.

1.4.2. GENERAL STATEMENT ON MINIMUM DISCLOSURE REQUIREMENTS FOR POLICIES, ACTIONS AND TARGETS MDR P, A & T

When no policies, actions, or targets are available in the following sections, it is due to the fact that the first double materiality exercise has highlighted a number of new material topics for the business and have only newly been integrated/discussed for integration into the overall company strategy. These new topics are a work in progress and will be further discussed for integration in the coming years. Additionally, a certain number of topics are material at the Group level, but not at the Moleskine level. As a result, no policies, actions, or targets are required to be implemented and/or reported on.

Additionally, information related to current and future financial resources (CapEx and OpEx) allocated to specific actions is not yet available (except when indicated otherwise). Unless specified, most actions are punctual or continuous actions that are not subject to a specific time horizon or plan for completion but that are rather part of day-to-day operations. Most of the time, except for climate change, no baseline values are set for targets. The evolution of progress towards targets is typically measured on a rolling basis by assessing year-on-year progress.

The metrics disclosed are validated both through internal controls and by an external assurance provider. In some cases the metrics are compiled and processed by external consultants (CO_2 emissions). No other external validation is sought by Moleskine.

2. Environmental information

2.1. Climate change

2.1.1. SUSTAINABILITY RELATED PERFORMANCE IN INCENTIVE SCHEMES GOV-3

There are no fixed percentages of total remuneration linked to climate considerations. However, climate change performance is integrated in incentive schemes at different levels of the organisation. The objective to develop a detailed reduction plan for CO_2 is one of the CEO's targets as well as of the departments that are actively involved in climate change performance (mainly operations and general services, and the ESG department).

2.1.2. CLIMATE PLAN E1-1

Moleskine is committed to reducing its impact on climate change and is actively developing a detailed transition plan. In the meantime, Moleskine has a target commitment that is compatible with limiting global warming to 1.5°C in line with the Paris Agreement, that has been approved by Moleskine's Executive Committee.

This commitment was validated in 2023 by the SBT Initiative, which listed Moleskine among the entities taking actions on climate change. The approved target consists of an emission reduction of 42% by 2030, for Scope 1 and 2 from a 2021 baseline, and a commitment to measure and reduce Scope 3 emissions. Moleskine chose 2021 as a baseline year for its CO_2 reduction target as the company began developing its strategy on climate change in 2021, involving a detailed CO_2 reduction plan and third-party engagement.

The most relevant levers to achieve the target (identified after the life-cycle analysis of a Moleskine notebook) stem from the implementation of renewable energy for direct stores, strategic sourcing development (i.e. scouting new suppliers of products closer to the final market), logistics (distribution process optimisation, such as a reduction in logistic hubs) and product innovation (i.e. innovative lower carbon intensity materials for products, improving product recyclability and separability).

Moleskine's Science Based Target's key components have been embedded into the overall business strategy and financial planning. This started from Moleskine's last budget session in which each department, business unit and region received a specific climate target in line with the company's reduction plan. The idea is to enable all relevant actors to contribute to the overall reduction of GHG emissions. A comprehensive action plan is being documented and is expected to be finalised and submitted to the Executive Committee for approval in 2025. Estimating the application rates and their reduction potentials will be the primary anticipated improvement of the comprehensive reduction plan, leading to a more precise transition plan. Additionally, a questionnaire has been developed and sent to suppliers of products and logistics services to collect information about their climate change plans and to engage them on Moleskine's transition plan. Outputs from the questionnaire will be embedded in the reduction plan.

Locked-in greenhouse gas (GHG) emissions refer to emissions that are inherent to the current assets, operations and business model of the company. For Moleskine these emissions can be categorised in two main areas: Assets and Products sold. These have not been identified as having a potential to jeopardise the achievement of the future GHG emission reduction plan.

No significant CapEx amounts have been invested during the reporting period related to coal, oil and gas-related economics activities.

Moleskine is not excluded from the EU Paris-aligned benchmarks.

2.1.3. IDENTIFICATION OF CLIMATE-RELATED IROS SBM-3 IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Climate change mitigation	Own operations	**Actual significant negative impact** Negative impact on global warming through Scope 1 and 2 emissions (i.e. emissions related to Moleskine's direct assets)		
	Value chain	**Actual moderate negative impact** Negative impact on global warming through Scope 3 emissions (i.e. emissions associated to outsourced operations and products' end-of-life treatment)	**Significant risk** Risk that Moleskine may not be able to persuade suppliers which manufacture finished products to invest in lower emissions technologies due to high investment or operating costs.	
Energy	Own operations	**Actual moderate negative impact** Negative impact on global warming through the use of energy from non-renewable sources.	**Significant risk** Risk of failing to meet potential future legal requirements (i.e. governmental sanctions, legal sanctions).	

		Impacts	Risks/opportunities	Time horizon (R/O)
	Value chain	**Actual significant negative impact** Negative impact on global warming & energy consumption linked to the outsourced production process.		

As a part of its double materiality assessment, Moleskine also evaluated the materiality of climate change adaptation in its own operations and value chain, which resulted as non-material. The impact of climate change adaptation on Moleskine was evaluated using an online tool developed by the Global Facility for Disaster Reduction and Recovery (GFDRR) which assessed the level of exposure of Moleskine's offices to physical risks with the aim of assessing the potential negative impact of climate change on Moleskine's employees (stemming from, for instance, the need to relocate and lose/change jobs due to climate-related disasters). Risks and opportunities (including both physical and transition risks related to climate change) were evaluated according to the general DMA process.

Although the double materiality process assessed climate change adaption risks as not material for Moleskine, the company decided to deepen its understanding of the topics through a TCFD (Task Force on Climate-related Financial Disclosures) exercise that was started in 2024 to analyse and identify the main risks and opportunities to which the company is exposed across its own operations and value chain in the short, medium and long term. This process relies on scenario analysis based on the Intergovernmental Panel on Climate Change's (IPCC) sixth assessment supplemented by insights from the Network for Greening the Financial System (NGFS) Climate Scenarios 2022. The primary scenarios reflect two potential future realities:

- A low GHG emissions context: Net-Zero by 2050
- A high GHG emissions context: SSP 5-8.5.

The process started with a review of the physical (acute and chronic) and transition (policy, market, reputation, technology and liability) risks and opportunities that have the potential to impact Moleskine in the following time horizons:

- Short term: 0-5 years
- Medium term: 6-10 years
- Long term: >11 years.

The identified risks and opportunities were assigned a quantitative vulnerability score (relating to the potential financial effect on the business) and a likelihood of occurrence in different plausible futures. The climate-related risks and opportunities with the highest combined vulnerability and likelihood of occurrence ratings were prioritised for further assessment using scenarios, market trends and sector reviews. In 2025, a resilience analysis will be conducted for the most material risks in order to asses Moleskine's ability to withstand and adapt to the impacts of climate change as well as to grasp the opportunities that are caused by it.

In addition, Moleskine has initiated a quantification exercise for one of its most material risks with the ambition to better understand its potential financial impact and to develop effective adaptation and mitigation strategies. The findings from the exercise will be used to update Moleskine's double materiality assessment.

2.1.4. POLICIES E1-2

Policies related to climate change mitigation are included in Moleskine's Environmental Policy that describes its ambitions in terms of environmental performance at the Group level. This policy is under the responsibility of the ESG department and includes the actions of the reduction plan that are relevant to reach the SBTi commitment.

2.1.5. ACTIONS E1-3

The following main actions are already part of the emission reduction plan:

- to promote the use of renewable energy for offices and directly managed stores;
- to implement a strategic sourcing strategy to scout suppliers of products closer to the final distribution market and ask products suppliers to comply with ISO14001 certification;
- to engage finished goods suppliers and third-party logistics providers in the emission reduction plan;
- to foster eco-design guidelines and materials innovation to reduce the finished products' impact (enhance the use of recycled content; reduce products and packaging weight, favour certified materials for products and packaging, ...).

These actions are also be included in the budget targets for fiscal year 2025 for the retail, operations, offices and innovation departments. Expected outcomes are the reduction of CO_2 emissions, according to the applicable emission categories and according to a 2030 horizon. Currently, there are no quantitative measures available to assess the impact of these actions in terms of CO_2 reduction. The operational expenditure (OpEx) required to define and implement these actions has amounted to approximately €30,000.

2.1.6. TARGETS E1-4

The following targets have been identified and approved by the SBTi: Moleskine is committed to reduce its Scope 1 and 2 emissions by 42% by 2030 (2021 baseline). Some KPIs have been identified to track the effectiveness of the implementation of the actions defined in the reduction plan to reach the targets:

- The number of retail locations and offices with renewable energy;
- The percentage of purchases (on total procurement value) from suppliers compliant with ISO14001;
- Annual count of innovations with new environmentally sustainable materials.

2.1.7. ENERGY CONSUMPTION AND MIX E1-5

Energy consumption and mix	Unit	2024
Fuel consumption from coal and coal products	MWh	0
Fuel consumption from crude oil and petroleum products	MWh	257
Fuel consumption from natural gas	MWh	42
Fuel consumption from other fossil sources	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources	MWh	502
Total fossil energy consumption	**MWh**	**801**
Share of consumption from fossil sources in total energy consumption	%	65%
Consumption from nuclear sources	**MWh**	**0**
Share of consumption from nuclear sources in total energy consumption	%	0%
Fuel consumption from renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.)	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources	MWh	435
Consumption of self-generated non-fuel renewable energy	MWh	0
Total renewable energy consumption	**MWh**	**435**
Share of consumption from renewable sources in total energy consumption	%	35%
Total energy consumption	**MWh**	**1,236**

Energy production	Unit	2024
Non-renewable energy production	MWh	0
Renewable energy production	MWh	0

Energy intensity per net revenue	Unit	2024
Total energy consumption from activities in high climate impact sectors per net revenue from activities in high climate impact sectors	MWh/€m	10

2.1.8. GROSS SCOPES 1, 2, 3 AND TOTAL GHG EMISSIONS E1-6

	Retrospective		Milestones and target years	
	2021 (base year)	2024	2030	Annual % target / base year
Scope 1 GHG emissions				
Gross Scope 1 GHG emissions (tCO2eq)	**74**	**73**	**43**	**6%**
Scope 2 GHG emissions				
Gross location-based Scope 2 GHG emissions (tCO2eq)	**332**	**444**	**193**	**6%**
Gross market-based Scope 2 GHG emissions (tCO2eq)	**318**	**205**	**-**	**-**
Significant Scope 3 GHG emissions*				
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	**13,235**	**13,299**		
1 Purchased goods and services	7,265	6,451		
2 Capital goods	371	754		
3 Fuel and energy-related activities (not included in scope 1 or scope 2)	98	104		
4 Upstream transportation and distribution	551	417		
5 Waste generated in operations	18	16		
6 Business travel	26	170		
7 Employee commuting	197	248		
9 Downstream transportation	1,407	2,043		
12 End-of-life treatment of sold products	3,301	3,096		
Total GHG emissions				
Total GHG emissions (location-based) (tCO2eq)	**13,627**	**13,816**	**-**	**-**
Total GHG emissions (market-based) (tCO2eq)	**13,309**	**13,577**	**-**	**-**

*Methodological note: Transportation and logistics have been classified under Category 4 (upstream transportation and distribution) or Category 9 (downstream transportation) of Scope 3 based on whether it pertains to inbound or outbound logistics instead of in relation to perform the payment for the transportation.

Revenue information	**2024**
Net revenue used to calculate GHG intensity (€m)	122
Net revenue (other) (€m)	0
Total net revenue (in financial statements) (€m)	122

GHG intensity per net revenue	**2024**
Total GHG emissions (location-based) per net revenue (tCO2eq/€m)	113
Total GHG emissions (market-based) per net revenue (tCO2eq/€m)	111

2.2. Pollution, water and biodiversity in the value chain

2.2.1. IDENTIFICATION OF WATER AND BIODIVERSITY-RELATED IROS IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Water	Value chain	**Actual moderate negative impact** Negative impact on water availability for local communities due to water withdrawal and consumption throughout Moleskine's upstream value chain	**Significant risk** Risk of water scarcity in water-stressed areas where Moleskine's suppliers are located (increased costs of goods purchased from suppliers) Loss of income due to suspension of production as a result of water-scarcity, fall in supplier productivity due to governmental restrictions being imposed on water use (systemic risk)	
Biodiversity		**Actual moderate negative impact** Land and freshwater use for paper production through wood cultures and poor forestry practices can negatively impact biodiversity and ecosystems.	**Significant risk** Reputational risk for commercial relationships with suppliers that do not engage in biodiversity preservation (loss of income)	

Pollution, water and biodiversity

Regarding pollution, water and biodiversity IROs, Moleskine has screened a preliminary list of relevant sub-topics based on the benchmark analysis of relevant topics for peers in the stationery industry in order to identify its actual and potential impacts, risks and opportunities in its upstream and downstream value chain. In addition, Moleskine has conducted consultations with affected stakeholders, along the value chain (suppliers and logistics providers). As a result, pollution was assessed as being not material.

Since biodiversity is only material at the value chain level, Moleskine has not performed a detailed analysis identifying which sites are near biodiversity-sensitive areas and has not assessed the extent of the potential harm to these areas or natural habitats. Nor has it specifically identified and assessed dependencies on biodiversity and ecosystem services, or engaged with potentially affected communities. Therefore, Moleskine has not identified the need for specific biodiversity mitigation measures.

2.2.2. POLICIES E3-1 E4-1, -2

Moleskine does not have a formal transition plan for biodiversity and ecosystems. However, it has adopted a policy to address its impacts, risks and opportunities related to water biodiversity through its Corporate Responsibility Guidelines (defined at the Group level by the Head of ESG & Audit in cooperation with the Operations Department). Each strategic supplier of products is requested to accept the guidelines and comply with them. Specifically, they are requested to obtain ISO14001 certification on their environmental management system (environmental conditions related to climate, air quality, water quality, land use, existing contamination, natural resource availability and biodiversity). More precisely, the certification focuses on the effective control and reduction of water pollution, the optimisation of water consumption, biodiversity protection and compliance with environmental regulations.

2.2.3. ACTIONS E3-2 E4-3

The operations team is in charge of implementing the policy, requesting certification from suppliers during the scouting steps, and monitoring the expirations and renewals of certification.

2.2.4. TARGETS E3-3 E4-4

Moleskine monitors compliance with the policy through a yearly calculation of the percentage of finished products procured by ISO14001-certified suppliers. The target is to reach 100% on yearly basis. In 2024 the percentage of purchased products from ISO14001 certified suppliers of goods was 100%.

2.3. Resource use and circular economy

2.3.1. IDENTIFICATION OF IROS RELATED TO RESOURCE USE AND CIRCULAR ECONOMY IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Waste	Value chain	**Actual moderate negative impact** Negative impacts on the environment through waste generated by product use. Not all paper is returned to the paper producers because some paper products cannot be recycled, such as materials that are kept for long periods of time - books, notebooks - or destroyed or contaminated when used.		
Resource inflows	Value chain	**Actual significant negative impact** Negative impact on non-renewable resources through use and inflows of materials. Even when recycled, paper fibres constantly require the input of new fibres to maintain quality and usability.	**Significant risk** Risk of higher production costs for Moleskine due to an increase in resource prices. **Significant opportunity** Opportunity to win market share by developing new products meeting customer demand for circular products (income increase).	

Moleskine assessed the management of waste generated through its offices and stores (own operations) as not material.

This analysis enabled Moleskine to identify and prioritise key areas for improvement in its value chain, including responsible resource use, waste management and the implementation of circular economy principles.

2.3.2. POLICIES E5-1

The most relevant policy linked to resource use is Moleskine's commitment to procure paper and finished products from FSC-certified suppliers. It aims to guarantee that paper comes from responsibly managed forests. This has been in place since 2008. Being responsible for product sourcing, the COO and the Innovation Director are accountable for the implementation of this policy for the whole Group.

With regards to circular economy impacts, a waste elimination policy has been in place since 2020. It addresses waste management according to a waste hierarchy (a list of waste management strategies arranged in order from the most preferred to the least preferred, from a sustainability point of view): (a) prevention; (b) upcycling/repurposing; (c) recycling, (d) other recovery, e.g., energy recovery; and (e) disposal. The scope of this policy includes mainly non sellable products and product packaging for which solutions in accordance with the waste hierarchy are assessed and implemented. The Group Head of ESG is responsible for its implementation in cooperation with the relevant company departments involved in promoting and monitoring actions and projects.

2.3.3. ACTIONS E5-2

Actions implemented as part of the responsible sourcing approach for paper products include:

- Specific requirements for new suppliers of paper products to be FSC-certified and verification during the supplier selection phase;
- Appointment of an FSC manager in the COO team, who is formally in charge of guaranteeing compliance with FSC standards among Moleskine processes and overseeing the FSC certification process.

Actions implemented in line with the waste elimination policy include:

- Initiatives aimed at recycling unsellable products (damaged and out of catalogue products, expired planners, etc) to prevent them from being destroyed. Third-party recyclers transform the paper part of the unsellable products into new paper.
- Repurposing of unsellable Moleskine products (donations). This action allows Moleskine to re-use products that could not be sold while having a positive social impact (donations in favour of under-served communities). The most significant project through which Moleskine donates its products is the "Creative tools for social change" programme, run in partnership with the Moleskine Foundation. It creates the connection between Moleskine and several NGOs that are part of its network and that promote programmes, training and initiatives to foster critical thinking and creativity for social change.
- Upcycling initiative to transform unsellable products into new products by leveraging creativity (i.e. the "Made in Carcere" project through which pages from expired planners are transformed into paper shoppers).
- Waste prevention initiatives such as the replacement of the Moleskine story leaflet by a QR code printed on the products.

2.3.4. TARGETS E5-3

Moleskine's target is to sell 100% FSC-certified paper products and to guarantee the FSC chain of custody certification. As part of this target, Moleskine was last certified with the FSC chain of custody certification in 2023, with the released certificate being valid until 2028. A shorter version of the review performed by an independent third party auditor on a yearly basis, was positively passed by Moleskine in 2024.

The waste recycling target is to reach 250 tonnes of recycled products per year. In 2024 Moleskine partnered with new recycling partners to recycle unsellable products in several European countries where stock is stored (Italy, Spain, US, HK). This led to recycling 234 tonnes of products.

The target for repurposing non-sellable products is to reach 30,000 donated pieces per year. Also in 2024, more than 23,400 pieces of product in total were donated to 13 NGOs.

2.9 tonnes of product were repurposed into new products through upcycling projects such as REDO and "Made in Carcere".

2.3.5. RESOURCE INFLOWS E5-4

Paper products represent 90% of the Moleskine Group's turnover. Paper and pulp industries are pioneers in adopting circular economy approaches. Recycled fibres are used as effectively as possible, however new fibres constantly need to be brought in to replenish and maintain the process. A fibre can be recycled several times, but not indefinitely, depending on the paper grade. Therefore, there is a continuous need to feed the inflow of recovered fibre with paper products of virgin pulp.

2.3.6. RESOURCE OUTFLOWS E5-5

Non-recycled waste	Unit	2024
Total amount of non-recycled waste	Tonnes	19
Percentage of non-recycled waste	%	7.5

Waste-related data	Unit	2024
Total amount of waste generated	Tonnes	254
Total amount of hazardous waste	Tonnes	7
Total amount by weight diverted from disposal	**Tonnes**	**246**
Total hazardous waste generated diverted from disposal	Tonnes	7
Total hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	-
Total hazardous waste generated diverted from disposal to recycling	Tonnes	7
Total hazardous waste generated diverted from disposal to other recovery operations	Tonnes	-
Total non-hazardous waste generated diverted from disposal	Tonnes	239
Total non-hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	11
Total non-hazardous waste generated diverted from disposal to recycling	Tonnes	228
Total non-hazardous waste generated diverted from disposal to other recovery operations	Tonnes	-
Total amount by weight directed to disposal	**Tonnes**	**8**
Total hazardous waste generated directed to disposal	Tonnes	-
Total hazardous waste generated directed to incineration	Tonnes	-
Total hazardous waste generated directed to landfill	Tonnes	-
Total hazardous waste generated directed to other disposal operations	Tonnes	-
Total non-hazardous waste generated directed to disposal	Tonnes	8
Total non-hazardous waste generated directed to incineration	Tonnes	-
Total non-hazardous waste generated directed to landfill	Tonnes	-
Total non-hazardous waste generated directed to other disposal operations	Tonnes	8

Donations	2024
Number of products donated	23,493
Number of NGOs reached	13

3. Social information

3.1. Own workforce

3.1.1. OWN WORKFORCE IROS SMB-3

		Impacts	Risks/opportunities	Time horizon (R/O)
Training and development	Own operations	**Actual moderate positive impact** Positive impact on Moleskine's employees by fostering professional growth. Investing in employee training fosters professional development and adapts skills to evolving business needs.	**Significant opportunity** Opportunity to attract a diverse and skilled pool of talent (lower operational costs to attract and retain talent).	

The topics of health and safety and diversity discussed in the following section are topics that are material at the D'Ieteren Group level, however, no material IROs have been identified at the company level for Moleskine according to the DMA.

Health & safety are under the responsibilities of the HR Department that takes care to act in compliance with applicable regulations. Negative impacts on employee health and safety could come from unsafe situations that result in injury or work-related illness, e.g. work with (potentially) hazardous systems that can result in injury. Given that Moleskine's workforce can be identified in one type of work (white collar, office-related work with limited occupational health and safety risks) this risk is low. It is assessed on an annual basis at the headquarters through a structured process.

As demonstrated by the KPIs below, the majority of the workforce has a collective bargaining contract, with permanent and full-time contracts, and most of the workforce is based in the headquarters in Milan, Italy. Moleskine also has offices in Cologne, New York, Shanghai, Tokyo, Hong Kong, Paris and London. On top of that, the workforce is made up of store managers and store assistants in directly-operated stores globally. The workforce is mostly composed of employees. Non-employees are sometimes hired for seasonal work in stores. A small part of the workforce are freelance workers, taking care of IT and finance topics in the APAC region, for example. Regarding gender composition, men are under-represented in the overall population, while at the management level the gender representation is more balanced (54% of women).

Operations and tasks performed by employees, whether in offices or stores, are globally aligned. No country/task/group-specific risks have been identified in Moleskine's operations. Child and forced labour do not represent a material risk for Moleskine either.

3.1.2. POLICIES S1-1

There are no formalised policies specifically related to the topics identified as material in Moleskine's own workforce. However, strategies and action plans are inspired by Moleskine's social values and strategic pillars, aiming to cultivate knowledge through an open-minded approach. This fosters an environment where individuality is valued and promotes a genuine interest in the well-being of people.

In this respect, the training & development plan, as well as the diversity and inclusion strategy have been defined by the HR Department, which has the responsibility to define, promote and keep those plans updated in line with the company's evolution to ensure that targets are met. The HR director is responsible for these plans and strategies and their evolution. Relevant functions, including the Training and Development Managers, the Gen-Z Board and the Head of ESG & Audit participated in the development process. The CEO has been involved in the process for approval. The training & development plan, and the Diversity & Inclusion (D&I) strategy are both deployed throughout the Group by the central teams based at headquarters.

The training & development plan ensures the availability of training focused on the development of both technical and soft skills such as languages, leadership, effective feedback and strategic thinking.

Even though this is a low materiality topic for Moleskine, the D&I strategy is derived from internal insights, and sets objectives to support diversity and inclusion. This includes integrating D&I into development processes and engagement surveys, as well as providing leaders with the skills to manage diversity. Moleskine's D&I efforts are inclusive and not restricted to specific groups of people.

A formalised Health & Safety policy is in place at Moleskine's headquarters. This guarantees compliance with the regulations in effect, even if the materiality of the topic is low for the company. The Health and Safety strategy is based on a risk assessment, which is reviewed annually and adjusted as necessary in response to substantial changes and incidents. A formalised fire emergency procedure is in place at the headquarters.

Additionally, Moleskine has maintained FSC chain of custody certification since 2008. In January 2021, FSC achieved an important goal: the introduction of the Fundamental Rights Requirements of FSC Labour within the Chain of Custody Standard. With this step, the principles of the ILO Declaration on Fundamental Principles and Rights at Work (1998) have also been integrated into this framework. With this recent addition, all companies certified

for the FSC chain of custody, including Moleskine, are now also assessed according to the 4 principles of the ILO core conventions:

- Freedom of association and recognition of the right to collective bargaining;
- Elimination of all forms of forced or compulsory labour;
- Effective abolition of child labour;
- Elimination of discrimination related to employment and occupation.

Moleskine ensures adherence to these principles by incorporating collective bargaining agreements within its employee labour contracts.

Lastly, Moleskine has a Code of Ethics, which is applicable for all entities, and signed by all employees, which covers the topics of health & safety and diversity. Moleskine pledges to spread and reinforce a culture of safety by raising risk awareness, ensuring compliance with prevention and protection laws and promoting responsible behaviour among all workers. The Code of Ethics states that harassment, discrimination and other conduct that violates an individual's dignity will not be tolerated. The Code of Ethics addresses all forms of discrimination without focusing on specific ones. The Supervisory Board is responsible for monitoring compliance with the Code of Ethics.

3.1.3. ENGAGEMENT WITH THE WORKFORCE S1-2

In 2024, the HR Department, under the responsibility of the HR Director, carried out the fourth edition of its People Survey, sent to all employees. This is the most important process in place for engaging with workers on material topics. It is performed on an annual basis. The survey is a pillar of Moleskine's people-centric approach and supports its objective of becoming a Top Place to work at the global level. The primary objectives of the survey are: to give people a voice; to measure and increase employee satisfaction and engagement; to support organisational growth; to reinforce the culture of feedback; and to evaluate progress on actions and strategies related to the workforce. The survey includes questions related to topics that are material to the workforce at the D'Ieteren Group level to gather employee feedback that can inform decision-making regarding policies, strategies and action plans. In particular, the survey includes specific sections dedicated to safety, D&I and job satisfaction (containing questions on training and development).

The survey results are shared at multiple levels of the company (the Executive Committee, the Board of Directors, Head of Departments in each country, employees). These are then embedded in the decision-making processes regarding workforce topics. Improvement areas are identified based on the results and specific working groups are formed to develop action plans for the coming years. Moleskine has been working since 2022 on action plans that are focused on material topics that the survey has highlighted: the need to improve training initiatives, internal communication and feedback. The effectiveness of the employee engagement process is measured through the response rate to the survey. The effectiveness of action plans and strategies related to material topics is assessed by analysing the evolution of the employees' answers over time.

An annual review system has been established across all subsidiaries to encourage employee professional development. An interview is conducted between the employee and their manager to determine clear objectives for the employee's career path. Topics addressed during this interview include training and career development. A mid-year review is conducted to track progress. These interviews help evaluate the measures implemented to enhance the impact of training and professional development within Moleskine.

The company has activated several unofficial channels to raise feedback, reports, suggestions as well as for engaging with its employees. This is primarily done through the HR portal and team meetings, facilitated by the relatively small workforce, especially in the subsidiaries. The CEO holds "Beyond the page" meetings quarterly to update employees on strategy, achievements and topics identified through survey results.

In Europe, collective bargaining contracts include basic provisions on human rights for all employees. The Code of Ethics, signed by all new hires, also acts as a mutual agreement covering human rights.

Based on the locations, activities, and workforce composition of its operations, Moleskine has not identified any vulnerable or marginalised groups within its workforce.

3.1.4. PROCESSES TO REMEDIATE IMPACTS AND CHANNELS TO RAISE CONCERNS S1-3

Workforce concerns can be reported through the Whistleblowing system which is designed to ensure that the company's practices remain consistent and fair across all its operations. The system is managed by a third party. A specific procedure has been approved to support this process and the link to the whistleblowing tool is available on the company's website. The Supervisory Body has delivered specific training on the process to clarify its purpose and the methodology to file a report. This training was provided to 118 employees in the headquarters in 2024. Additionally, the tool includes a video that describes the whistleblowing process to potential users.

All whistleblowing reports are handled by a designated individual in the organisation, namely the Head of Audit. This person is responsible for assessing, addressing and managing concerns and requests, and for giving feedback to the reporting party after internal investigations have been done and the relevant departments have been involved (mainly HR and Legal). Whistleblowers can follow the progress of their reports through the tool's website. The tool ensures a Whistleblower's anonymity. The Whistleblowing policy includes protecting whistleblowers against retaliation.

At headquarters, in the event of a health & safety incident, the Health and Safety Manager evaluates the context of the incident to determine whether any necessary remediation actions are required. The results of this evaluation are shared during annual safety meetings.

3.1.5. MANAGING IMPACTS ON THE WORKFORCE S1-4

Moleskine has designed a Talent Management and Professional Development programme that will be fully integrated into the Moleskine People System to achieve positive impacts on its workforce. Since 2021, the company has implemented several development actions and processes to support talent and professional development:

- Appraisals: employees share aspirations as well as a personal development plan in 1-to-1 appraisal meetings. Managers evaluate the team member's potential, performance and retention risk, with support from the HR department.

- 360° Broad-Based Feedback (BBF): A process in which employees receive confidential, anonymous feedback from their colleagues. The output of this process is an assessment of the person's strengths, weaknesses and areas for improvement and development.
- Training: In 2024, on top of the annual training on feedback, the Executive Committee benefited from a leadership training course conducted by the CEO of the company. Various technical training sessions were also provided in 2024.

Action plans and related targets are linked to the continued implementation of the aforementioned initiatives.

Moleskine promotes diversity, rejects every form of discrimination and applies the same standard of treatment towards every employee regardless of their religion, nationality, origin, gender or beliefs. This guiding principle is a part of Moleskine's DNA and has inspired the company's Code of Ethics, which every employee joining the Group signs in acceptance and acknowledgment. Any third party that has business dealings with the Group must also adhere to it. The HR headquarters team is trained on D&I matters in order to minimise unconscious bias during recruiting and management processes and to guarantee equal opportunities for all. Additionally, the company takes measures to ensure that job postings are inclusive and attract a diverse range of candidates by using language that is welcoming and appealing to a broad audience. All applications are considered regardless of race and nationality, religion, colour, sex, pregnancy or related medical conditions, parental status, sexual orientation, gender identity, gender expression, age, status as an individual with a disability, or any other legally protected characteristics. Employees who participated in the training fill out questionnaires to provide feedback on the trainer, content and timing. Furthermore, the Gen-Z board, a group of around 20 young employees, is mandated to discuss D&I topics, to suggest improvements and to provide feedback on implemented actions to the CEO. Lastly, in Italy, people with disabilities were contacted by a third-party company to address the management of office facilities.

The next identified actions within the 2020-2025 diversity plan are: to track workforce diversity, not just in terms of gender and age, but also by considering other aspects such as academic background; to implement recruitment processes that target diverse groups of candidates in order to increase diversity of thought and perspective; and to embed D&I in skills development processes to ensure equal growth opportunities for individuals from various backgrounds.

Health and safety (H&S) risks and impacts are managed through the action plan implemented by the HR department and which include regular and mandatory training on H&S measures, fire safety evacuation tests, periodic medical examinations for employees and risk assessments performed by external advisors. On an annual basis, a meeting with the HR department, external advisors and an employee representative is held and documented to monitor the effectiveness of the plan and to identify any needed improvement.

3.1.6. TARGETS S1-5

The number of training hours per year and the average per worker are measured annually to track progress against the yearly target of a 10% increase. This target applies to all entities. No specific methodologies are used to determine the yearly target. An ambition is set by the HR department, together with the CEO, depending on previous years' trends and specific training needs. The manually-created data is monitored throughout the year by the HR team. The final data check is conducted at year-end.

People development plans include the appraisal process that has been progressively extended from corporate employees to store managers. This is measured by the sum of individuals assessed each year. This KPI allows any increase in the number of people in the scope to be demonstrated, indicating the company's ongoing focus on this area. A global objective of engaging all employees in the appraisal process has been established. No particular methodologies are employed to determine this target. The HR team monitors the data throughout the year, with a final assessment against the target conducted at the year's end.

3.1.7. CHARACTERISTICS OF EMPLOYEES S1-6

Headcount by country	2024
Italy	176
United States	82

Note: only includes country with more than 50 employees or 10% of the workforce.

Employment characteristic					2024
Headcount	**Female**	**Male**	**Other**	**Not disclosed**	**Total**
Employees	280	137	-	-	**417**
Permanent employees	257	128	-	-	**385**
Temporary employees	23	9	-	-	**32**
Non-guaranteed hours employees	0	0	0	0	**0**

Turnover*	Unit	2024
Total employee turnover	n	28
Employee turnover rate	%	13%

*Only available for office employees

3.1.8. NON-EMPLOYEES S1-7

Non-employees	2024
Total number of non-employees in the workforce	0

3.1.9. DIVERSITY S1-9

Employees in top management by gender	Headcount	Share
Male	6	46%
Female	7	54%
Other	-	-
Not disclosed	-	-
Total employees	13	

Age distribution of employees*	Headcount	Share
Under 30 years old	19	9%
Between 30 and 50 years old	160	73%
Over 50 years old	39	18%

*Only available for office employees

3.1.10. HEALTH AND SAFETY S1-14

Health and safety management			2024
	Employees	Non-employees(1)	Total
Percentage of employees covered by H&S management system	79%	-	**79%**
Number of fatalities due to work-related injuries and ill health	0	-	**0**
Number of recordable work-related accidents	2	-	**2**
Rate of recordable work-related accidents	3.5	-	**3.5**

(1) Moleskine does not have non-employees and therefore does not calculate these indicators.

	2024
Employee cases of recordable work-related ill-health	0
Days lost to work-related injuries, ill health and fatalities(1)	-

(1) The phase-in option is used for this data.

3.1.11. INCIDENTS, COMPLAINTS AND SEVERE HUMAN RIGHTS IMPACTS S1-17

	2024
Number of incidents of discrimination within own workforce (including harassment)	0
Number of complaints to the company (including grievances)	0
Number of complaints filed to National Contact Points for OECD Multinational Enterprises	0
Total amount of fines, penalties and compensation (€m)	0

3.2. Workers in the value chain

3.2.1. VALUE CHAIN WORKERS IROS SMB-3

Child Labour and the Health and Safety of Workers in the value chain are material topics at the D'Ieteren Group level. However, these IROs were not scored as material for Moleskine. Although no material IROs related to these topics were identified during the DMA exercise, Moleskine recognises their importance. Therefore, the company has gathered knowledge on its value chain workers and implemented policies and actions in these areas.

Moleskine's business model involves procuring finished goods from third-party suppliers. These goods are stored by third-party logistics (3PL) providers and then distributed either through a network of distributors and retailers, or through the company's own network of directly operated stores (DOS) and e-commerce platform. The following main types of workers are included in Moleskine's value chain:

- Logistics providers in third-party logistics locations where Moleskine products are stored (tier 1, downstream and upstream)
- Suppliers of finished products from which Moleskine procures the finished products for sale, the packaging and the components (Tier 2).

They are located worldwide, specifically in:

- China, Vietnam, South Korea, Turkey, Ecuador, Japan and Slovenia for most finished products suppliers ;
- North America, China, Japan, Italy and Germany for most significant 3PL providers;
- Globally for carriers, logistics providers and distributors and DOS.

Suppliers located in regions identified by the Global Slavery Index as high-risk areas are required to obtain specific human rights certifications, such as SA8000 and SMETA. This analysis is performed by the Procurement department on an annual basis.

3.2.2. POLICIES S2-1

Moleskine is committed to preventing, managing, and mitigating any negative impacts of its operations on workers within the value chain through a meticulous supplier selection procedure. The company has established policies to ensure that suppliers are committed to opposing child and forced labour, as well as to maintaining health and safety standards. Through its Code of Ethics, Moleskine reaffirms its profound commitment to upholding the highest standards of legal and ethical conduct in all commercial dealings. It considers the practice of forced labour, child labour, or inadequate working conditions to be fundamentally incompatible with the values enshrined in its Code of Ethics.

Another policy requires all product suppliers to be part of SEDEX, an international organisation that selects and evaluates goods suppliers. SEDEX provides a platform for sharing ethical sourcing data on supply chains and offers full visibility on supply chain sustainability performance. As a member company, Moleskine is able to manage information on its suppliers and evaluate their performance on major CSR topics, with the support of SMETA, a third-party auditor (Sedex Member Ethical Trade Audit). This partnership enables Moleskine to understand labour standards, health and safety conditions, environmental performance and ethics at supplier sites. Additionally, Moleskine plans to develop and implement a similar procedure for logistics and 3PL providers in the upcoming years.

Moleskine and its suppliers of finished products hold FSC chain of custody certification. This policy has been in effect since 2008, when the first FSC certification for paper products was included in Moleskine's environmental and social responsibility efforts. No human rights breaches were reported from product suppliers and their workers in 2024 or earlier.

In the product supplier selection procedure, Moleskine also requires suppliers to guarantee that every stage of their production chain complies with the SA8000 International Responsibility Standard. This standard covers various conditions including safety, hygiene, under-age workers and non-voluntary work (exploitation), the legitimacy of employment contracts and the environment. The company verifies whether suppliers are certified, by asking them for copies of their certification. Moleskine asks companies that are not certified to begin the certification process and monitors their progress (audit equivalent to the SMETA or BSCI will be accepted depending on the final audit rating). Additional audit and/or certifications are conducted based on requirements from Moleskine, customers, or licensors.

3.2.3. ENGAGEMENT WITH VALUE CHAIN WORKERS S2-2

Moleskine has not adopted a general process to engage with workers in the value chain and aims to have such a process in place in the coming years.

3.2.4. PROCESSES TO REMEDIATE IMPACTS AND CHANNELS TO RAISE CONCERNS S2-3

Moleskine has not adopted a channel for raising concerns and does not actively support the availability of such a channel in the workplace of value chain workers. It aims to define an action plan to have such a process in place in the coming years. Since there have been no known instances of negative impacts on value chain workers historically, no remediation processes have been required or formalised.

3.2.5. MANAGING IMPACTS ON THE VALUE CHAIN WORKERS S2-4

Moleskine annually monitors the percentage of purchase value from significant suppliers that are compliant with the Moleskine corporate responsibility guidelines. Significant suppliers are defined as the suppliers of goods (ranked by total order value) that together account for over 90% of Moleskine's total purchase value.

On top of that, significant goods suppliers are subject to an assessment by the Group Procurement department at least once a year. The assessment process is made up of several criteria: accepted general supply conditions, payment terms, brand protection and exclusivity, production lead time, supplier service level, social certification, environmental certification, Sedex membership, quality control rejections, financial stability and the CPI index of the production site's country. Moleskine's COO reviews the results of supplier evaluation scorecards annually to address any necessary actions. The qualification of suppliers may be adjusted based on their scores.

The effectiveness of policies and actions is tracked through the ESG Dashboard, which contains KPIs related to value chain worker conditions. It is presented by the Head of ESG & Audit to the Executive and Audit Committees.

3.2.6. TARGETS S2-5

Moleskine has a direct impact on society when selecting its suppliers and procuring goods. A lack of commitment towards sustainable sourcing could lead to irresponsible and non-sustainable business practices. That is why the company has set specific targets to track the percentage of purchases from SA8000-certified suppliers of goods.

The KPIs and targets listed in the dashboard include, among others;

- The percentage of purchases from SA8000-certified suppliers of goods (target 100%, base year 2021)
- The percentage of purchases from ISO14001-certified suppliers of goods (target 100%, base year 2021)

4. Governance

4.1. Business Conduct

4.1.1. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

Moleskine already reported on the role of the administrative, management and supervisory bodies in section 1.2.1. These bodies collectively bring a diverse set of skills on governance and business conduct, gained from equivalent positions that their members hold or have held at other companies. They are responsible for setting business conduct principles, which are presented in the Code of Ethics adopted by the Board of Directors in 2012.

4.1.2. IDENTIFICATION OF BUSINESS CONDUCT IROS IRO-1

		Impacts	Risks/opportunities
Corporate culture	Own operations	**Actual significant positive impact** Impact on employees (and society) through behaviour that increases transparency and promotes sustainable business practices	

No material IROs were identified in Moleskine's DMA on bribery and corruption topics. Nevertheless, these topics are of importance to Moleskine, which ensures its business is run in an ethical way, as further explained below.

4.1.3. BUSINESS CONDUCT POLICIES AND CORPORATE CULTURE G1-1

Moleskine establishes, develops, promotes and evaluates its corporate culture through several policies.

Approved in 2012, the company's Code of Ethics contains a set of principles designed to guide employees and third parties in conducting their work or business relationships with integrity. It includes the company's core values.

Since 2013, Moleskine has voluntarily implemented Italian Legislative Decree no. 231/2001 by adopting an Organisational and Control Model (the Model) to prevent bribery and corruption involving public authorities and private entities, while providing guidance on ethical and transparent business conduct.

The Model aims to prevent crimes by establishing a set of rules and procedures to be followed by organisations to ensure compliance. It includes a Code of Conduct, risk assessment procedures and internal control systems. Organisations must also appoint a Supervisory Body which is responsible for overseeing the implementation and effectiveness of the Model. The Supervisory Body reports to the Board of Directors on an annual basis.

On top of this, to promote a company culture of honesty and transparent behaviour, along with a solid governance system, Moleskine recognises the need for a procedure to report any behaviour that goes against the company's policies and regulations. In compliance with Directive (EU) 2019/1937 and Italian Legislative Decree no. 24/2023 a new Whistleblowing policy was approved in 2023, with the aim of guaranteeing and protecting anonymous reporting and whistleblower confidentiality.

Moleskine activated two email accounts for reporting concerns related to behaviour that contravenes the Code of Ethics and internal rules (mainly company procedures and the Model):

- An email account that is accessed and monitored on a continuous basis by the Supervisory Body (organismodivigilanza@moleskine.com). Through this account, the Supervisory Body is notified of any possible breach of the Model or the Code of Ethics. The Body oversees the effectiveness of the Model through periodic meetings with company representatives.
- The whistleblowing email account that is accessed and managed by the Supervisory Body and by the Head of Internal Audit.

The Model and the Whistleblowing policy include procedures to promptly, independently and objectively investigate any business conduct incidents, including corruption and bribery. The Supervisory Body and the Head of Audit are responsible for both the reporting and investigation processes. The investigation process involves three phases: a preliminary phase to ascertain the facts; a reporting phase where the Audit Manager prepares a summary report outlining the investigation process, the findings, recommendations and/or actions to be implemented to deal with the unlawful conduct and to ensure that no further occurrences takes place in the future; and a follow-up phase to provide feedback to the reporting party.

4.1.4. PREVENTION AND DETECTION OF CORRUPTION AND BRIBERY G1-3

In order to prevent corruption and crimes against the public administration considered relevant for Moleskine, employees at risk are required to take part in annual training sessions conducted by the Supervisory Body. All employees and suppliers are requested to comply with the Code of Ethics. The aforementioned Model is in place to detect and address allegations of incidents.

The Model is based on the results of risk assessments performed to identify departments in charge of activities and processes that might be at risk of corruption and bribery. The last risk assessment was conducted in 2024. For departments identified at risk, the Model contains specific rules of conduct.

The Code of Ethics and the Whistleblowing policy are available on the company website and on the intranet.

Departments at risk of corruption and bribery, and those participating in annual training, include:

- Finance and Administration
- Logistics, Warehouse and Import Management
- Health, Safety and Security Compliance Management
- Management of Sales and Commercial Activities
- Management of Procurement of Goods, Services and Consulting
- Human Resources Management.

Functions at risk	2024
Number of functions-at-risk of bribery and corruption (FAR)	6
Percentage of FAR receiving training (%)	100%

4.1.5. INCIDENTS OF CORRUPTION OR BRIBERY G1-4

No incidents were reported in 2024 through the dedicated communication channels.

	2024
Number of convictions	0
Amount of fines (€m)	0

Parts Holding Europe (PHE)

1. General information

1.1. Basis for preparation BP-1, -2

Given the specific nature of its activities within the D'Ieteren Group, the ESG performance and achievements of the PHE Group are the subject of a dedicated chapter.

This chapter covers the PHE Group's own operations as well as its impacts, risks and opportunities in the value chain, both upstream and downstream. However, the PHE Group has at this stage focused on the data from its own operations. Operations in the upstream and downstream value chains are not assessed quantitatively in this report.

The social and governance data has been reported for all the entities in which the PHE Group holds a majority stake, in accordance with the financial statements of the D'Ieteren Group.

With regard to the collection of environmental data, as this is the first time that CO2 emissions have been measured, the PHE Group has chosen to focus on collecting data from its own operations (Scopes 1 and 2) and in particular on the scope which encompasses: PHE's B2B activities in France excluding operations for heavy goods vehicles "AD Poids Lourds". The scope of environmental data therefore includes the following entities: Autodistribution LV, ACR Group & Cora Automobile and the following platforms: Logisteo and Plateforme Technique Nationale Montajault (PTNM), which account for approximately 50% of PHE's total sales.

In order to reconcile the perimeters of the financial and sustainable development reports to the European reporting standards, D'Ieteren Group has worked with PHE to estimate the remaining scope of environmental data that had not been collected by PHE. This estimate has a higher degree of uncertainty, and its methodology is explained on page 354.

These estimates have not been included in this chapter on PHE.

1.2. Governance

1.2.1. THE ROLE OF THE MANAGEMENT, ADMINISTRATIVE AND SUPERVISORY BODIES GOV-1

The main governance bodies of the PHE Group are composed of men and are as follows:

The Lake Supervisory Committee

The Lake Supervisory Committee validates the strategic direction, monitors and supports the PHE Group's management team and approves or rejects a certain number of reserved decisions as defined in the Articles of Association.

The Chairman and the Managing Director of the PHE Group (executive members), the representatives of the shareholders, the management team of D'Ieteren Group and the Chairmen of D'Ieteren Automotive and TVH (non-executive members) all meet four times a year.

The PHE Group Executive Committee

The members of this committee (executive managers) are responsible for defining and implementing the company's strategy, taking into account both its short- and long-term objectives. They are also responsible for overseeing day-to-day operations, steering performance, monitoring key indicators, and review the PHE Group's risk mapping annually.

The General Management of the PHE Group, the Business Unit (BU) General Managers and the Central Sectors General Managers contribute to the decisions taken by this body at monthly meetings.

The "PHE business review meeting"

The PHE Group's economic and operational performance is discussed at these monthly meetings by PHE Group Management (executive members) with D'Ieteren Group Management (non-executive members). These meetings also provide an opportunity to discuss PHE's strategic directions and their implementation.

Audit Committee

Each quarter, the representatives of D'Ieteren Group (non-executive members), the General Management of PHE Group (executive members), the Internal Audit and Compliance Director of PHE Group and the external auditors review the accounting and financial information (half-yearly and annual financial reports), the management of risk and the effectiveness of the internal control system, internal audit missions and the work of the external auditors.

Risk Committee

This consultative body meets bi-annually is responsible for coordinating the PHE Group's risk mapping activity. It also ensures that ESG-related risks are taken into account (materiality of environmental and climate impacts, financial materiality related to HSE, compliance and ethics breaches, governance, non-compliance with standards and non-financial reporting requirements). This multidisciplinary committee is chaired by the Chief Executive Officer of the PHE Group and is led by the Internal Audit and Compliance Director of the PHE Group.

Regulatory Compliance Committee

This meeting, is held three times a year and is attended by the PHE Finance and Management General Director, the PHE Group Deputy Finance Director, the PHE Group Internal Audit and Compliance Director, the PHE Group General Counsel and other invitees (specialists in the areas concerned), is used to review the regulatory compliance maturity indicators (including areas such as anti-corruption, environment, alerts, labour law and competition), the indicators on specific areas of compliance, by BU (such as RGPD), the alignment of the PHE Group's strategy and the monitoring of action plans.

Ethics Committee

The role of the Ethics Committee is to help define and update the ethical principles and rules of conduct that should guide the day-to-day behaviour of PHE Group employees. This committee deals with any matter brought to its attention, where appropriate by means of the whistleblowing system.

The PHE Group's Human Resources Director, Chief Financial Officer, General Counsel and Internal Audit and Compliance Director meet at least four times a year.

In addition to these bodies responsible for the Group's ESG governance, there are also:

Specific bodies for each BU to supervise and/or manage operational activities as closely as possible, in line with the strategic priorities defined by the bodies detailed above.

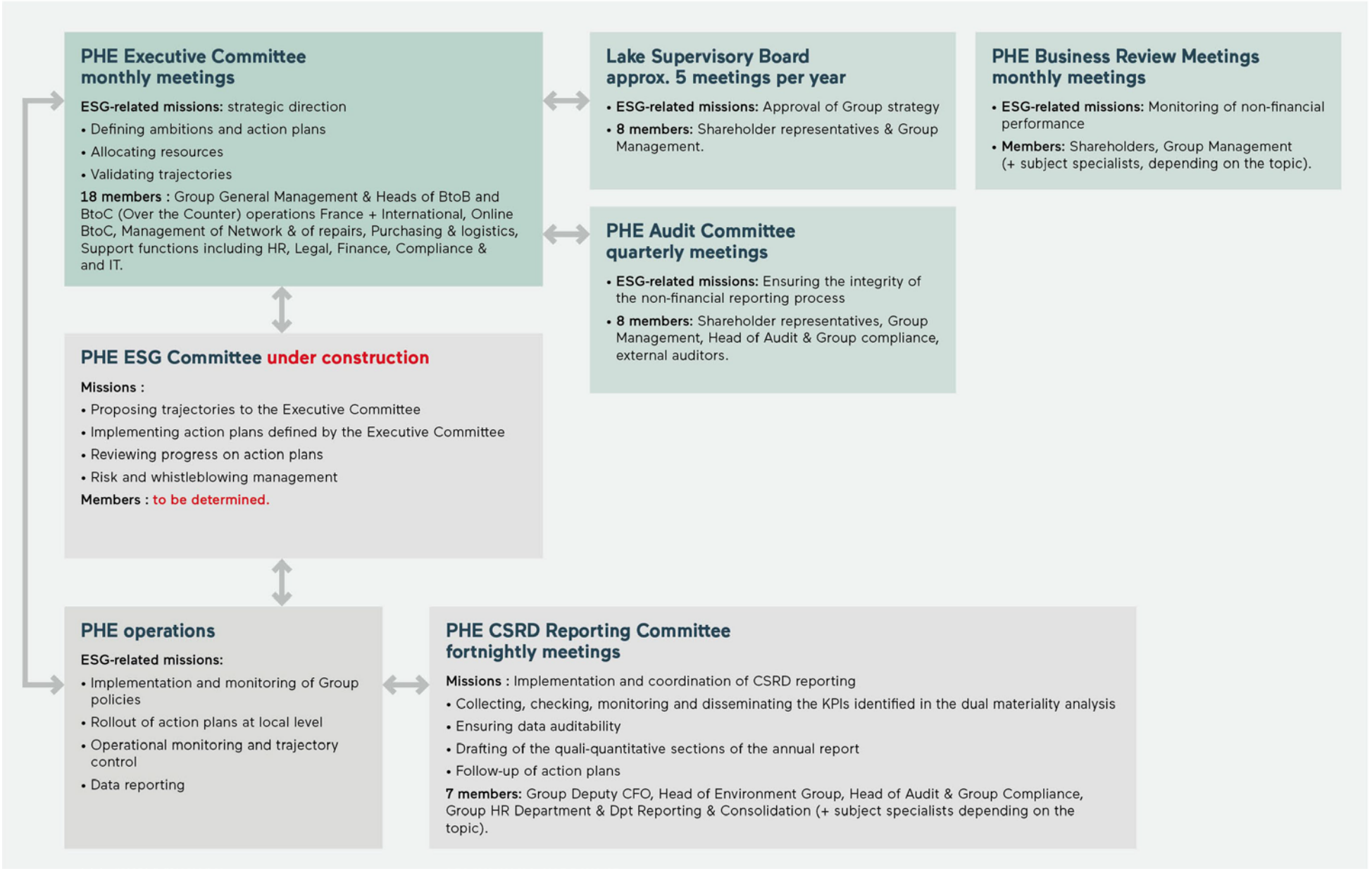
1.2.2. SUSTAINABILITY MATTERS ADDRESSED BY MANAGEMENT GOV-2

The PHE Group's commitment to sustainable development is cross-departmental and supported by the bodies described below.

In 2024, the Executive Committee decided to create the post of Environmental Director, with the aim of setting up a process for collecting environmental data and developing and implementing an environmental strategy. The recruitment of this role reflects the PHE Group's commitment to reducing its environmental footprint and fulfilling its corporate mission to serve affordable and sustainable mobility in coordination with the management of the business units.

In terms of roles and responsibilities, the Environment, Human Resources and Internal Audit and Compliance Directors are responsible for ensuring the reliability of the data collected.

The Reporting & Consolidation Department is responsible for data consolidation. It ensures that the data submitted is complete and consistent, and coordinates both the general data collection process and the relations with the Group's external auditors.


PHE Executive Committee
monthly meetings
ESG-related missions: strategic direction
• Defining ambitions and action plans
• Allocating resources
• Validating trajectories
18 members : Group General Management & Heads of BtoB and BtoC (Over the Counter) operations France + International, Online BtoC, Management of Network & of repairs, Purchasing & logistics, Support functions including HR, Legal, Finance, Compliance & and IT.
Lake Supervisory Board
approx. 5 meetings per year
• ESG-related missions: Approval of Group strategy
• 8 members: Shareholder representatives & Group Management.
PHE Business Review Meetings
monthly meetings
• ESG-related missions: Monitoring of non-financial performance
• Members: Shareholders, Group Management (+ subject specialists, depending on the topic).
PHE Audit Committee
quarterly meetings
• ESG-related missions: Ensuring the integrity of the non-financial reporting process
• 8 members: Shareholder representatives, Group Management, Head of Audit & Group compliance, external auditors.
PHE ESG Committee under construction
Missions :
• Proposing trajectories to the Executive Committee
• Implementing action plans defined by the Executive Committee
• Reviewing progress on action plans
• Risk and whistleblowing management
Members : to be determined.
PHE operations
ESG-related missions:
• Implementation and monitoring of Group policies
• Rollout of action plans at local level
• Operational monitoring and trajectory control
• Data reporting
PHE CSRD Reporting Committee
fortnightly meetings
Missions : Implementation and coordination of CSRD reporting
• Collecting, checking, monitoring and disseminating the KPIs identified in the dual materiality analysis
• Ensuring data auditability
• Drafting of the quali-quantitative sections of the annual report
• Follow-up of action plans
7 members: Group Deputy CFO, Head of Environment Group, Head of Audit & Group Compliance, Group HR Department & Dpt Reporting & Consolidation (+ subject specialists depending on the topic).

1.2.3. INCENTIVE SCHEMES GOV-3

D'Ieteren Group has integrated objectives relating to environmental, social and governance aspects within the variable remuneration plans of the CEOs of its companies. The main objective lies in enabling the deployment of sustainable development strategies tailored to the business model of each company, as indicated in the D'Ieteren Group's Responsible Investment Charter.

15% of the annual variable remuneration of the CEO of the PHE Group is linked to social objectives:

- 10% are linked to "people" objectives (in particular, obtaining external recognition as a top employer, the percentage of payroll dedicated to staff training, and the percentage reduction in the number of work-related accidents in France)
- 5% relates to the collection of non-financial data for the first year of CSRD reporting.

The final performance assessment is the responsibility of the CEO of D'Ieteren Group, who makes the remuneration proposal to the Remuneration Committee, which is then validated by the Board of Directors.

1.2.4. STATEMENT ON DUE DILIGENCE GOV-4

Core elements of due diligence	Paragraphs in the sustainability statement
Embedding due diligence in governance, strategy and business model	1.2. Governance 1.3. Strategy 1.4. Impact, risk and opportunity management
Engaging with affected stakeholders in all key steps of the due diligence	1.4.1. Double materiality assessment process 1.3.2 Interests and views of stakeholders 3.1.3. Engagement with the workforce 3.1.4. Processes to remediate impacts and channels to raise concerns
Identifying and assessing adverse impacts	1.4.1. Double materiality assessment process 1.3.3. Double materiality assessment result
Taking actions to address those adverse impacts	2. Environmental information 3. Social information 4. Governance
Tracking the effectiveness of these efforts and communicating	2. Environmental information 3. Social information 4. Governance

1.2.5. SUSTAINABILITY REPORTING RISK MANAGEMENT GOV-5

In preparing its sustainability report, the PHE Group has focused on its risk management and internal control systems. This process has involved identifying the main reporting risks and then developing strategies to mitigate them, primarily through robust controls and a comprehensive data collection process.

The main risk identified during the preparation of the PHE Group's sustainability report was to ensure the availability and timely collection of data. The diverse nature of the PHE Group entities, combined with the fact that this is the first year of data collection, has posed challenges in terms of gathering all the necessary data within the required timeframe.

To meet these challenges, the PHE Group, with the assistance and expertise of external consultants, has mapped the data collection process for each indicator to ensure a comprehensive approach. Thanks to this mapping process, the PHE Group has put in place streamlined data collection processes in all its entities. The aim of this initiative is to collect quantitative information in a more coherent and efficient way.

Data traceability is also assured thanks to the data collection system used by the PHE Group. The indicators have been classified according to their level of control and risk, in the following categories: direct measurement, reliable data without direct measurement, estimated data and order of magnitude. In addition, a validation process has been put in place, whereby the data submitted by each contributor is first validated by the local finance department and then by the person responsible for the indicator at PHE Group level.

The data collection process for 2024 is as follows:

- Environmental data is collected using the Traace tool. This tool, rolled out in 2024, enables the owners of the environmental data on energy consumption and waste to report the information back to Group level. It can also be used to translate these data into CO2 emissions according to the standards in force in each region.
- The company data for France is centralised via the ADP payroll software. Data from the international subsidiaries are collected using Excel.
- Governance data are centralised by the Internal Audit and Compliance department.

1.3. Strategy

1.3.1. STRATEGY, BUSINESS MODEL AND VALUE CHAIN SBM-1

Business model

For 60 years, the PHE Group has been one of the leading distributors of parts for light and heavy vehicles in the Independent Aftermarket (IAM) in Western Europe.

The Group's core business is the distribution of automotive parts and equipment in four sectors, via the IAM market:

- Parts for the maintenance and repair of light vehicles,
- Bodywork parts for the repair of light vehicles,
- Parts for the maintenance and repair of heavy goods vehicles,
- Equipment and tools for garages.

PHE's extensive logistics network, both in France and internationally, enables it to deliver a very wide range of parts quickly and efficiently.

The PHE Group is a multi-channel player with a well-organised supply chain and distribution system that incorporates:

- Central purchasing units (CPUs), which buy spare parts, equipment and tools from suppliers, which are then sold to affiliated or independent distributors, as well as to online retailers;
- Logistics platforms (such as ACR, Cora, Bremstar or Logisteo) to supply local distributors;
- Distribution sites in France, the Benelux countries, Italy and Spain, enabling to sell a wide range of spare parts for light vehicles and heavy goods vehicles to garage and wholesalers
- An e-commerce site for B2C sales, via the subsidiary Oscaro.

The Group's central purchasing units (CPUs) purchase parts, equipment and tools from suppliers. The Group uses the CPUs to monitor customer purchases across the network and to adjust its product portfolio to meet customer demand. The Group's CPU management strategy is based on purchasing sufficient quantities of key parts, so that the savings from bulk buys can offset the costs associated with maintaining stock levels in its warehouses.

The PHE Group's operations model is centred around four components: supplier sourcing, upstream logistics, local distribution and customers.

The PHE Group's business model is based on a two-part differentiated offer: the distribution of products to customers, combined with the provision of value-added services (particularly digital or online services) to both suppliers and customers.

For suppliers, the PHE Group offers a superior sourcing proposition by giving them unique access to a large, diverse and fragmented customer base that suppliers cannot effectively service themselves. The Group also offers suppliers a number of value-added services, such as marketing support and access to its state-of-the-art automated storage facility, which enables suppliers to route their deliveries to a single delivery point. For customers (mainly independent garages, and networks of garages), the PHE Group offers a comprehensive product assortment and best-in-class delivery times, combined with value-added services such as sales, technical and training support, a strong, integrated brand and online tools, which drive high customer loyalty and gains in market share.

The PHE Group considers its target market to be vehicles between five and thirty years old.

The PHE Group benefits from total control of its value chain, state-of-the-art logistics, a strong dealer network, a strong position in the online B2C market and a unique range of value-added services.

Value chain

Upstream

The PHE Group obtains its supplies from automotive suppliers (vehicle manufacturers/OEM), Original Equipment Suppliers (OES) and generic parts manufacturers. The Group cultivates long-term relationships with most of its suppliers. These are the Tier 1 Upstream Third parties.

The PHE Group's suppliers are geographically diversified in countries where the Group operates, such as France (Valeo, Michelin and Facom) and Italy (Sogefi), as well as in other countries where it does not operate, such as Germany (Bosch, Knorr-Bremse and Schaeffler), Sweden (SKF) and the United States (Gates, Tenneco, TRW Automotive and DriV). This sourcing approach enables the Group to cover the entire portfolio of products required by its customers, while retaining control of supplier relations while optimising and diversifying its supplies in multiple countries. The Group generally maintains multiple suppliers for the parts it distributes, with a strategy that generally focuses on two to three suppliers for each product family.

In addition to its supply operations, the PHE Group also distributes products under its own private brands, Isotech, Requal and Xenergy. These products are sourced from manufacturers to whom the Group subcontracts production. Finally, PHE has its own workshop for remanufacturing defective pumps and injectors: the National Technical Platform Montajault (PTNM). PTNM collects out-of-service pumps and injectors, disassembles them, repairs them, and then recalibrates them to original standards using processes approved by the equipment manufacturers.

Further up the value chain, the Group's direct suppliers in turn source raw materials such as copper and aluminium. Automotive spare parts manufacturers supply both the IAM and the OEM markets.

Downstream

The PHE Group's main customers are from the automotive trade.

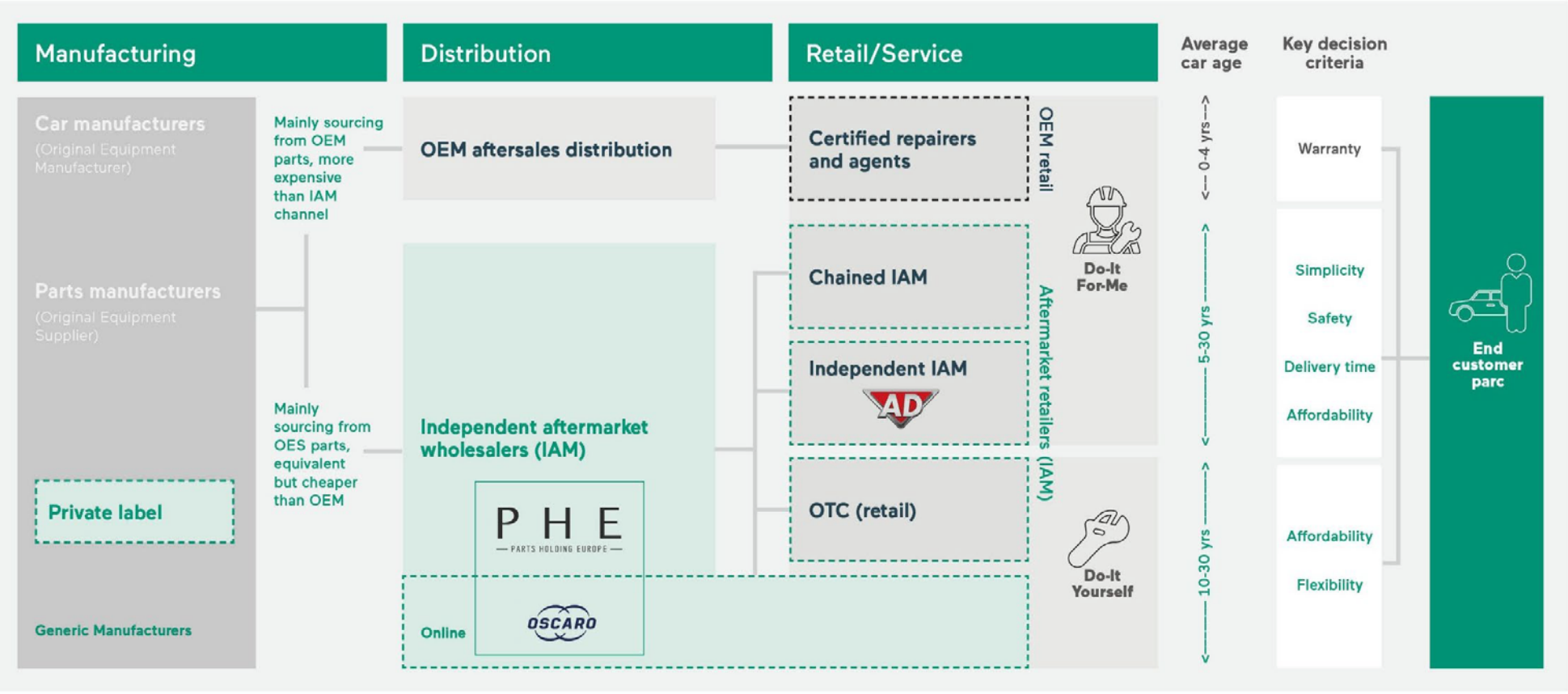
The PHE Group's trade customers include independent and network garages, body shops, rapid assembly centres, online traders and in-house workshops. Some garages are affiliated and operate under brands owned by PHE Group (e.g. AD), although these garages are not owned by the PHE Group. Other garages operate under their own brand.

The PHE Group's trade customers also include retailers, certified repair shops, HGV fleet owners and operators, and online vendors.

The PHE Group also serves end customers via its B2C offer and some of its online offerings. Since the acquisition of Oscaro in 2018, the Group has become an omnichannel (offline and online) retailer focusing on both business-to-business ("B2B") and business-to-consumer ("B2C").

The PHE's B2C customers include a significant number of "DIY" customers who directly buy parts and carry out repairs themselves. Conversely, "Do It For Me" ("DIFM") customers use garages to carry out repairs to their vehicles.

Once used, these parts feed the recycling and remanufacturing markets further down the value chain, within dedicated industries.



Own operations

In terms of its own operations, the Group's stakeholders are essentially its shareholders and employees.

Strategy

In the French market, the PHE Group is looking to strengthen its footprint by improving the distribution model, with a strategy of concentrating suppliers and making strategic investments in logistics platforms to boost operational efficiency, improve customer service and streamline product flows. It is also focusing on developing its online business to strengthen its position as an omnichannel retailer.

Internationally, the Group is developing its growth strategy through a number of acquisitions. The M&A process is centred on a careful evaluation of potential targets, which are mainly local leaders that offer significant opportunities for creating synergies and increasing the Group's footprint in the IAM. External growth is focused on neighbouring European countries with markets similar to those of France.

The PHE Group is a leader in the independent distribution of parts for vehicles in Western Europe, with a presence in France, Belgium, the Netherlands, Luxembourg, Italy and Spain. The PHE Group's 9,727 employees at the end of December 2024 are committed to promoting affordable, sustainable mobility.

Sustainability strategy

PHE's activities are closely linked to ESG issues. Firstly, the Group is a player in the circular economy: by enabling cars to be repaired, it reduces the number of vehicles scrapped and this helps to limit the use of natural resources in the production of new cars.

In addition, the electrification of the car fleet promoted by the European Union represents a change in the Group's commercial environment, and this will have an impact on the PHE Group's business in the medium and long term. Battery electric vehicles (BEVs) are expected to represent approximately 4 to 6% of the car fleet over 5 years old by 2030, which is the addressable market for the PHE Group.

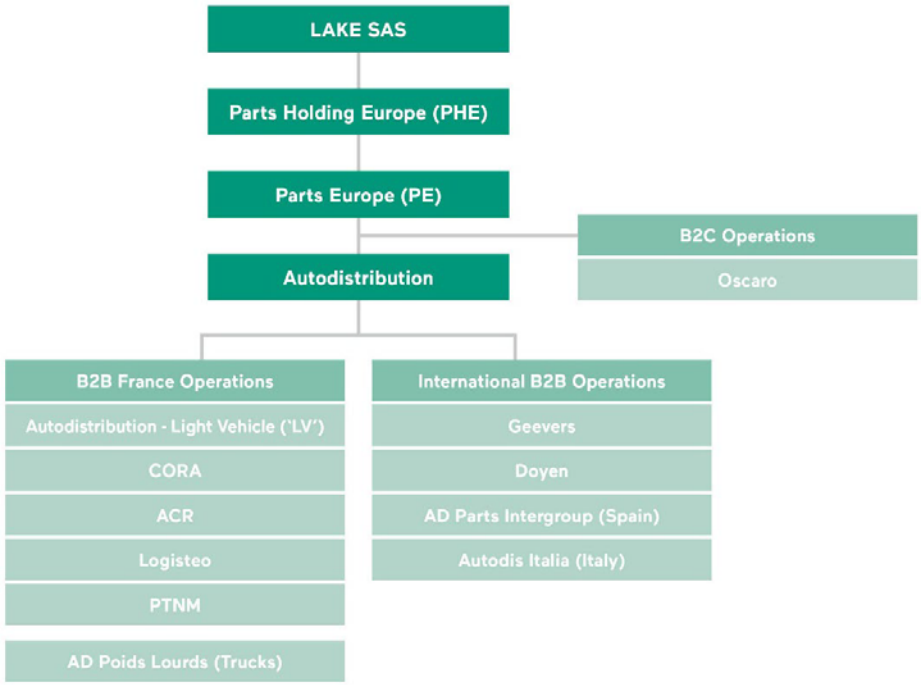
Major and mature players of the IAM market such as PHE are well positioned in the long term to take advantage of the electrification opportunity, as they benefit from an extensive product offering (600,000 SKUs for B2B and around 1 million SKUs for B2C), strong relationships with customers and trusted brands.

The PHE Group also plays a social role by extending the lifespan of cars for people who cannot afford to buy a new vehicle and by helping to improve their safety on the road. Finally, the PHE Group has strong local roots, contributing to employment and training at regional level.

The PHE Group recognises the link between its business activities and sustainability issues. Although a strategy defining the sustainability objectives has not yet been drawn up, the PHE Group plans to develop one over the next two years.

Shareholders

The PHE Group has belonged to D'Ieteren Group since 2022, through the French entity Lake. Its simplified organisation chart is as follows:



Growth and sales

Total sales 2024	2,763.3 €m

All revenues are generated in a single ESRS sector: wholesale and retail trade.

The PHE Group's historic growth is based on two pillars: strong organic growth, and frequent external growth operations. The PHE Group intends to continue growing through these two engines for the foreseeable future.

Workforce

The PHE Group's 9,727 employees cover a diverse set of roles in the sales area (sales area managers, network coordinators and salespeople), workshops (HGV mechanics and maintenance technicians), logistics (delivery drivers and warehousemen), purchasing (category managers), support functions, digital and IT (project managers and traffic managers).

The workforce of the PHE Group is exclusively present in the EMEA region.

1.3.2. INTERESTS AND VIEWS OF STAKEHOLDERS SBM-2

The PHE Group's relations with all its stakeholders are governed by mutual commitments, with the aim of applying the Group's values. The table below lists the main stakeholders and the commitments they have made to respect our corporate culture.

Upstream

Equipment manufacturers

PHE sources its products from the leading automotive equipment manufacturers, with whom the Group forges long-term partnerships.

Suppliers undertake to comply with the PHE Group's business conduct policy by signing a **supplier code of conduct**.

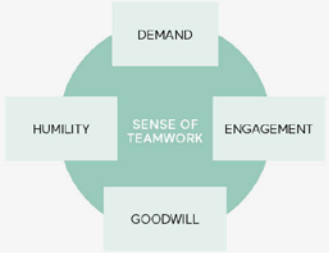
This sets out the Group's rules in terms of:

- Health and safety
- Forced labour
- Work that endangers health, safety or morals - Child labour
- Non-discrimination
- Salaries and benefits
- Freedom of association and freedom from reprisals
- Protection of the environment
- Bribery / Influence peddling
- Control and auditing
- Whistleblowing policy

Own operations

Employees

The **Group's values** are strongly communicated to employees through seminars, publications and posters at all Group sites. Our values (details of which are available on the PHE website) help to raise awareness and unite the teams. They define the company's culture and the way in which our employees interact with others. This naturally creates an ongoing dialogue.



In addition,

- in France, a **Workplace equality agreement** has been in place since 2020. It is designed to give impetus to a policy of equal treatment in all the Group's French subsidiaries. The agreement, signed unanimously by the trade unions, was renewed for 4 years in January 2024.
- Dialogue with **Social partners** enables to negotiate and/or renew key agreements for the benefit of employees, particularly in the areas of pay, pensions and professional equality.
- The **PHE Social Barometer** is a survey sent to all Group employees every 2 years and then analysed by an independent company. The survey outcomes are shared with the staff representative bodies, and actions are then taken based on these results.
- A **Web portal** has been designed to meet the career progression and internal mobility needs of employees within the PHE Group.
- The Group **Code of ethics** governs the attitudes to be adopted, particularly in purchasing operations, in terms of integrity, conflicts of interest, corruption, competition law and the environment.

Downstream

A **General customer satisfaction questionnaire** is analysed by an independent company. The results are shared with Comex and the management team, so that each person can identify the survey trends, and the actions required.

Mechanics and body repairers

In each of its markets, PHE develops and **builds repair networks** with its members.

Insurers, brokers and fleets

PHE sets up **contracts and framework agreements** with car fleet managers. These fleets can access the repair networks run by PHE subsidiaries.

Key Accounts

Dedicated Key Account teams allow to provide tailor-made support.

Motorists

PHE helps to preserve and maintain motorists' vehicles. By offering a wide range of parts, quality repairs and digital services, the Group can meet all the needs of motorists.

Industry federations

PHE is actively involved in industry federations, as the automotive maintenance and repair industry is constantly adapting to technological developments (such as assisted driving systems or access to manufacturer data) and environmental issues (eco-maintenance or reused parts, for example).

The **Whistleblowing policy** is open to all internal and external stakeholders.

1.3.3. DOUBLE MATERIALITY ASSESSMENT RESULT SBM-3

The PHE Group has a long history of managing environmental, social and governance issues, although it does not have a comprehensive sustainability strategy as such. In 2024, the PHE Group finalised the process of a double materiality assessment in accordance with the CSRD guidelines, assisted by an external consultant. The results of this assessment have helped the PHE Group to identify the main priorities for its future integrated sustainable development strategy.

The statement below presents the topics identified as material at the consolidated level of D'Ieteren Group, taking into account the materiality of all the companies in the Group's portfolio. However, the results of this consolidation remain consistent with the material aspects of the PHE Group.

1.4. Impact, risk and opportunity management

1.4.1. DOUBLE MATERIALITY ASSESSMENT PROCESS IRO-1

The PHE Group has adjusted the dual materiality assessment methodology used by D'Ieteren Group, as detailed on page 354 of the methodologies section, to better suit its specific operations and the interests of its stakeholders. The purpose of this adjustment is to include in the analysis the particular impacts, risks and opportunities relevant to the PHE Group.

The key aspects of the PHE Group's activities that were incorporated into the dual materiality assessment include the following:

Relations with third-party suppliers

The PHE Group does not manufacture any of the products it distributes and depends on the capacity of its third-party suppliers to meet its product requirements. The Group has implemented a supplier concentration strategy. This resulted in a decrease in the number of suppliers, and a streamlined negotiation process with a smaller group.

The PHE Group's activities are heavily dependent on its suppliers' capacity to deliver the products. The supply chain can be disrupted by various factors such as factory closures, natural disasters, social or political unrest and transport restrictions.

If the suppliers are affected by operational or financial difficulties, the PHE Group could experience stock shortages, leading to unfulfilled orders and loss of revenue, as well as damage to its reputation and customer relations. If the PHE Group is unable to obtain products on favourable terms, its margins could be adversely affected.

Finally, the consequences of any corruption and/or bribery in the upstream value chain could damage the PHE Group's reputation and ultimately affect its market share.

The expanding organisational structure

The PHE Group has a successful history of M&A operations involving strategic targets in adjacent geographic markets. When making these acquisitions, the PHE Group evaluates and estimates some of the cost savings and synergies expected post-merger. However, the PHE Group's assumptions concerning these cost savings or synergies may prove to be incorrect.

When making an acquisition, the PHE Group evaluates the compatibility of the target entity with the Group's culture. Integrating an acquired business and its systems, operations and personnel can be more difficult and time-consuming than anticipated, resulting in increased operating costs, loss of key employees and customers, and a failure to achieve the anticipated savings. The PHE Group may also be required to make additional capital expenditure, which could be significant.

The commitment of its workforce:

The PHE Group relies heavily on its employees. The Group's success is partly based on its ability to attract, motivate and retain skilled employees, while controlling labour costs. The PHE Group's ability to support its global strategy may be limited by its ability to attract and recruit, to guarantee the health and safety of employees, to promote training and skills development, to encourage diversity and to motivate and retain sufficient qualified staff.

In order to motivate and retain its skilled personnel, the Group focuses on developing employee skills, which it considers essential to its performance and business development.

The PHE Group's ability to meet its labour requirements while controlling costs at the same time depends on many external factors, including competition for skilled staff, unemployment rates, wages, insurance costs, levels of union membership and changes in labour laws. The supply of qualified personnel is limited, and competition is intense. The Group may not be able to attract and retain qualified staff in the future, which could hamper its development. Competition to hire and retain qualified staff could lead to higher labour costs.

The close connection to all customers in the value chain

In terms of technological advances, the demand for products distributed by the PHE Group is influenced by technological and quality improvements in new vehicles, particularly the development of EVs and hybrids. The vehicle market is characterised by frequent technical advances, automation and an increase in the complexity of existing components. Some parts may require complex or innovative technology that can only be serviced by people with specific training or at specialist garages. The success of the PHE Group depends to a large extent on its ability to access, monitor, interpret and react quickly and appropriately to changing technological and quality specifications.

In order to develop its offering effectively, the PHE Group needs access to new and detailed information about the vehicles supplied by manufacturers. If the manufacturers refuse to provide appropriate and timely access to this information, or if new regulations restrict such access, the PHE Group will be unable to effectively develop its customer offer. This would adversely affect its operating results and financial position.

New technology may also require ongoing training and regular updates for a particular model of vehicle. For example, repairs to sensors and air conditioning systems require special skills, training and equipment.

Logistics and transport performance

The success of the PHE Group depends on its capacity to supply the right product to the right place at the right time. The smooth operation of its supply chain and logistics platforms, including the warehouse and transport network and its digital capabilities, is crucial. Any significant disruption to these factors could have an adverse effect on its reputation, business, results and financial position.

Problems or disruptions at warehouses, distribution sites logistics centres or transport networks caused by catastrophic events (fire, bad weather, natural disasters, public health situations, social and political unrest, terrorism, war, industrial action or an inadequate transport infrastructure) could disrupt the PHE Group's ability to meet customer demand, thereby affecting its reputation and results.

The PHE Group uses third-party logistics service providers to ship part of its products. Increases in transport costs, strikes, plant closures, natural disasters and other events may affect these suppliers and, consequently, the operations of the PHE Group. Any disruption to transport services or increases in transport costs could have a negative impact on the activities and results of the PHE Group.

Finally, disruptions that lengthen delivery times could make the PHE Group less competitive and affect its relations with customers, thereby impacting its business, results, financial situation and reputation.

In addition, the unique characteristics of the PHE value chain have been carefully considered. This encompasses the following elements:

- **Upstream Tier 2+:** a high-level, sector-based analysis (based on industry benchmarks using SASB, MSCI and/or sector-specific ESRS projects) on the following industries: steel, aluminium, petroleum products, rubber, textiles, glass, rare/conflict materials, fuel.
- **Upstream Tier 1:** an analysis of the main suppliers and standards related to the industries of its suppliers. Analysis of the main suppliers of goods and services (cars, digital,, consultancy) using industry references and company materiality analyses.
- **Tier 0:** a peer analysis.
- **Downstream Tier 1:** sector-specific standards relating to online sales and retailing. Analysis of the main direct customers (retail) based on company sustainability reports and industry references.
- **Downstream Tier 2:** an analysis of the end-of-life process and associated material topics.
- Transport and logistics operations were analysed and included in each level of the value chain.

Stakeholder identification and engagement

A key feature of the PHE Group's dual materiality assessment was the involvement of its Executive Committee, alongside the seven categories of stakeholders presented in the list below:

- Stakeholders affected:
  - Employees
  - Customers
  - Suppliers
  - Shareholders/investors
- Users of sustainability reports: Financial institutions
- In-house specialists:
  - Executive Committee
  - Director of Internal Audit and Compliance
  - Reporting & Consolidation Office
  - Environment Director
- External specialists

Two types of active engagement were carried out:

- Internal stakeholder engagement to validate the identified impacts, risks and opportunities; and
- Engagement with internal and external stakeholders to assess the identified impacts, risks and opportunities.

In addition, passive engagement has taken the form of value chain mapping (collecting the ESG data about stakeholders, via reports and websites), as outlined in EFRAG's implementation guidance for materiality assessment.

Impact materiality

Impact identification: PHE Group's ESG team has worked with external consultants to create a list of key ESG topics related to PHE Group's operations and value chain, using the D'leteren Group methodology. The team conducted research and discussed the associated impacts on the environment and society. Each topic was contextualised in a logbook, in which the associated social and environmental impacts were also detailed. To improve the quality of this assessment, all internal stakeholders, including members of the Executive Committee, were consulted to assess the completeness and relevance of the impacts of the PHE Group's activities. Adjustments have been made where necessary. As a result, certain entity-specific issues that had not been identified as potentially material topics have been added to the impact materiality assessment:

- Fleet management
- Community involvement
- Material and waste management
- People engagement
- Product quality and safety

Impact assessment: Having identified, described and adapted the impacts on the activities of the PHE Group, an assessment of the materiality of the impacts was carried out in accordance with ESRS 1 (para. 37-51). In particular, the internal and external stakeholders were engaged through surveys or interviews in order to validate the provisional scores given by the PHE Group project team (finance team and environment director) and the external consultants. The ESG discussions were tailored to each stakeholder group, focusing on relevant topics such as health and safety with employees and value chain issues with suppliers and customers. In this context, stakeholder engagement validated the assessment of the ESG topics, to ensure that the PHE Group's assessment was aligned with stakeholder interests. The impact scores were then adjusted accordingly.

Financial materiality

Financial identification: With regard to financial materiality, the risks and opportunities related to ESG criteria were identified through research and discussions with PHE's ESG team, risk management and the HR representative.

Financial assessment: Having identified the risks and opportunities, a financial materiality assessment was carried out in accordance with ESRS 1 (para. 37-51). In a similar way to impact materiality, the external consultants provided a preliminary assessment of the risks and opportunities, which was discussed at several meetings with internal stakeholders, including:

- the PHE Group Human Resources Director
- the PHE Group's Internal Audit and Compliance Director
- the B2B Director for the PHE Group

The scores were adjusted on the basis of these discussions, and the topic of fleet management was integrated into climate change mitigation.

Consolidation

Finally, the results of the identification and assessment of impacts, risks and opportunities were consolidated, both in terms of impacts and from a financial perspective. The materiality thresholds for the IROs identified were set in collaboration with external consultants. The IROs exceeding the thresholds are considered material. For borderline topics - those just below or above the threshold - further review and analysis was carried out with the finance team and the Chairman of the PHE Group. At this meeting, all the final scores were validated.

Where appropriate, the IROs identified as material are grouped and aligned with relevant reporting topics in accordance with the applicable thematic ESRS reporting requirements. In this process, the thematic ESRS deal only with sector-neutral (sub) topics. For areas not aligned with these sector-neutral topics, specific issues such as community impact, product quality and safety, employee engagement and customer satisfaction were taken into account.

2. Environmental information

2.1. Climate change

2.1.1. CLIMATE PLAN E1-1

The PHE Group is in the process of carving a climate transition plan, of which the company's carbon footprint will be the central element. Launched in 2024 for scopes 1 and 2 of the B2B France activities excluding HGVs (see entities detail in section 1.1), this assessment currently covers around 50% of sales.

It is based on data collected from over 250 sites, consolidated and converted into CO_2 equivalent using the Traace ESG reporting tool.

The PHE Group has given itself until the end of 2025 to determine the timetable for extending this carbon assessment to the entire reporting perimeter, including scopes 1, 2 and 3, as well as all its activities in France and abroad. This approach is fundamental to structuring the transition plan, which explains why it has not yet been finalised.

EU Paris-aligned Benchmarks. The company is not excluded from the EU Paris-aligned Benchmarks, as D'Ieteren does not meet any of the criteria that could lead to exclusion.

2.1.2. CLIMATE-RELATED IROS SBM-3

		Impacts	Risks/Opportunities	Time horizon (R/O)
Climate change adaptation	Own operations	**Actual moderate negative impact** The property assets of PHE and the vehicle fleets are vulnerable to the impacts of global warming, particularly the amplification and multiplication of extreme phenomena such as floods, storms and hailstorms, among others.	**Moderate opportunity** The amplification and multiplication of extreme events in Europe (such as flooding, storms and hail) could generate a surge in activity for the vehicle repair sector. PHE could potentially benefit more from such a scenario than its competitors thanks to the resilience offered by its very good local coverage.	Long term
	Value chain	**Actual moderate negative impact** PHE's upstream value chain, which includes all the stages involved in the manufacture of products purchased from its suppliers, from the extraction of raw materials to their processing and assembly, is vulnerable to the impacts of climate change.		

		Impacts	Risks/Opportunities	Time horizon (R/O)
Change mitigation	Own operations	**Actual significant negative impact** PHE's operations generate greenhouse gas emissions directly from fossil fuel consumption (gas and fuel) and indirectly from electricity consumption. The carbon footprint of PHE's sites comes mainly from the use of natural gas for heating, as the Group benefits from France's largely carbon-free electricity mix. The car fleet is a major contributor to the Group's carbon footprint, as it currently consists mainly of internal combustion vehicles.	**Moderate risk** The carbon footprint of the sites has been sharply reduced thanks to energy sobriety actions by employees and investments in energy efficiency (insulation and LEDs). This leaves the greening of the car fleet as the main challenge in decarbonising PHE's operations. However, this transformation requires significant investments (charging points, more expensive vehicles), a long transition period (vehicles kept for 3-6 years with a mix of ownership and leasing), and there may also be a lack of vehicles suitable for intensive use. The intensification of regulations and penalties to support fleet greening would pose a financial risk for PHE if the pace were to accelerate too quickly.	Medium term
	Value chain	**Actual significant negative impact** Within PHE's upstream value chain, the extraction of raw materials from the environment (ores and hydrocarbons) and their transformation into basic materials (metals or polymers) are carbon-intensive processes. Within the upstream and downstream value chains, each phase in the transporting of products sold by PHE and their precursors (raw materials and semi-finished products) is essentially carried out by road and sea using fossil fuels.		
Energy	Own operations	**Actual moderate negative impact** PHE's energy consumption comes from its fleet of vehicles, as well as from the sites operated by the Group. The fleet, mainly powered by internal combustion engines, consists of light commercial vehicles (used to deliver parts to customers) and service and company vehicles, mainly for the sales teams. The majority of PHE's locations are distribution sites (storage and order preparation, sales counters, sales offices) and therefore they do not house energy-intensive industrial processes. Most of the energy used on these sites is used for lighting and heating.		
	Value chain	**Actual significant negative impact** Within PHE's upstream value chain, the extraction of raw materials from the environment (ores and hydrocarbons) and their transformation into basic materials (metals or polymers) are based on very energy-intensive processes. Within the upstream and downstream value chains, every phase in the transporting of products sold by PHE and their precursors (raw materials and semi-finished products) is also energy-intensive.		

2.1.3. IDENTIFICATION OF CLIMATE-RELATED IROS IRO-1

The starting point for the PHE Group's environmental strategy has been the completion of a dual materiality assessment of its own operations and value chain, through which the organisation recognises climate change as a material topic of central importance. Adapting to climate change has been identified as a material financial opportunity within the PHE Group's own operations. The extreme weather events caused by climate change generally have a positive effect on the PHE Group's revenues, as these events lead to an increase in the rate of vehicle repairs and therefore in the demand for parts.

The process used to identify and assess material climate-related impacts, risks and opportunities as part of the PHE Group's dual materiality assessment began with a preliminary study, to understand how the PHE Group's business model may be affected by transitional and physical climate risks. This involved evaluating both the positive and negative effects/consequences of the subject on the organisation and its stakeholders. This was followed by a process of stakeholder engagement with experts on material topics, to validate the materiality of the issues identified. According to the experts' contributions, climate adaptation represents a financial opportunity within the PHE Group's own operations.

In 2024, the PHE Group decided to deepen its understanding of its climate-related impacts, risks and opportunities for its own operations and value chain by undertaking a TCFD (Task Force on Climate-related Financial Disclosures) exercise.

This process relies on scenario analysis, based on the Intergovernmental Panel on Climate Change's (IPCC) sixth assessment. It was supplemented by insights from the Network for Greening the Financial System (NGFS) Climate Scenarios 2022. The main scenarios reflect two potential future realities:

- Context of low greenhouse gas emissions: Net-Zero by 2050
- Context of high greenhouse gas emissions: SSP 5-8.5

The process began with a review of the physical (acute and chronic) and transitional (policy, market, reputation, technology and liability) risks and opportunities likely to impact PHE over the following time horizons:

- Short term: 0-5 years
- Medium term: 6-10 years
- Long term: 11+ years

The identified risks and opportunities were then assigned a quantitative rating for vulnerability (potential financial impact) and the probability of occurrence in different plausible future scenarios. The climate-related risks and opportunities with the highest combined vulnerability and likelihood of occurrence scores were prioritised for further assessment using scenarios, market trends and sector reviews. A resilience analysis will be carried out on the selected material risks, in order to evaluate the PHE Group's ability to withstand and adapt to the impacts of climate change.

The PHE Group has also started a quantification process for one of its most material risks (i.e., the risk that with the end of the production of thermal vehicles in Europe by 2035, spare parts manufacturers will focus on electric vehicles and related parts, to the detriment of spare parts for thermal vehicles), with the aim of better understanding its potential impact and developing effective mitigation strategies.

The results of this ongoing exercise will be disclosed during the 2025 financial year following approval by PHE Group management. These findings will also be incorporated into the PHE Group's updated dual materiality analysis.

2.1.4. POLICIES E1-2

The PHE Group does not yet have a global climate policy, but in 2022 it demonstrated a concrete and pragmatic commitment by launching an action plan to reduce the energy consumption and buildings-related emissions across the Group. In 2024, this commitment was strengthened by extending these initiatives to the vehicle fleet within the perimeter of Autodistribution LV (France).

2.1.5. ACTIONS E1-3

The PHE Group is concentrating its efforts on the two main areas of its own energy consumption: the management of its property portfolio, in particular its logistics platforms, and the decarbonisation of its vehicle fleet.

Reducing buildings-related emissions across the PHE Group

An ambitious investment programme has been launched to modernise the following infrastructure:

- Lighting systems: Replaced with more efficient LED technologies and installation of motion detectors.
- Insulation and heating: Insulation improved; heating systems have been replaced at certain sites.

At the same time, energy-saving measures have been deployed to transform behaviours within the teams:

- Reducing the setpoint temperature.
- Systematically switching off unused lights and electrical equipment.
- Raising awareness and empowering employees through specific campaigns

Reduction in emissions from the vehicle fleet in the Autodistribution LV scope in France

In France, Autodistribution LV has launched a two-part fleet greening programme:

- **Infrastructure:** 80 electric charging points rolled out by 2024 at Autodistribution LV sites - this is an essential requirement for green fleet management.
- **Fleet renewal:** Integration of 52 low-emission vehicles in 2024 (less than 50 gCO_2e per km).

As the Group's first Scope 1 & 2 emissions report was only carried out in 2024, the quantified monitoring of the impacts of these actions is not yet possible but will be in the future.

Starting with these initiatives, the Group is now working on a trajectory to decarbonise its fleet, taking into account the lifespan of the assets and the performance of the EVs available on the market. Autodistribution LV has discovered that around **40% of the current routes** are compatible with commercial EVs, based on actual observed performance.

These actions are part of a global approach aimed at reducing the PHE Group's carbon footprint, while also anticipating regulatory and technological developments in the sector.

2.1.6. TARGETS E1-4

The PHE Group aims to define its decarbonisation trajectory once its carbon footprint has been firmly established and the decarbonisation levers have been clearly identified, quantified and timed.

2.1.7. ENERGY CONSUMPTION AND MIX E1-5

Data on Energy consumption were collected with the following levels of granularity:

- From each site, for buildings-related energy consumption.
- From each BU, for consumption linked to vehicle fleets.

The data on gas and electricity consumption received from our energy partners (in MWh) were entered directly into the Traace tool.

For fuels, the data provided by PHE suppliers, expressed in litres and classified by fuel type (petrol, diesel etc.), were converted into MWh by applying the conversion factors defined in the government order of 2 May 2012 on the energy content of biofuels and motor fuels.

For the intensity indicator, which shows energy consumption in proportion to turnover, all the sales in the scope (France B2B excluding HGVs) were used for this first report. This is because the Group operates in the distribution sector, generally considered as a high climate impact sector.

The indicators below concern the perimeter restricted to B2B France excluding HGVs (see details of entities in section 1.1), representing approximately 50% of total PHE Group sales for 2024.

Energy consumption and mix	Unit	2024
Fuel consumption from coal and coal products	MWh	0
Fuel consumption from crude oil and petroleum products	MWh	46,394
Fuel consumption from natural gas	MWh	11,448
Fuel consumption from other fossil sources	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources	MWh	897
Total fossil energy consumption	**MWh**	**58,739**
Share of consumption from fossil sources in total energy consumption	%	82%
Consumption from nuclear sources	**MWh**	**8,940**
Share of consumption from nuclear sources in total energy consumption	%	12%
Fuel consumption from renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.)	MWh	290
Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources	MWh	3,670
Consumption of self-generated non-fuel renewable energy	MWh	0
Total renewable energy consumption	**MWh**	**3,960**
Share of consumption from renewable sources in total energy consumption	%	6%
Total energy consumption	**MWh**	**71,639**

Energy production	Unit	2024
Non-renewable energy production	MWh	0
Renewable energy production	MWh	0

Energy intensity per net revenue	Unit	2024
Total energy consumption from activities in high climate impact sectors per net revenue from activities in high climate impact sectors	MWh/€m	54

2.1.8. GROSS SCOPES 1, 2, 3 AND TOTAL GHG EMISSIONS E1-6

The indicators below concern the perimeter restricted to scope 1 & 2 B2B France excluding HGVs (see details of entities in section 1.1), representing approximately 50% of total PHE Group sales for 2024.

	Retrospective
	2024
Scope 1 GHG emissions	
Gross Scope 1 GHG emissions (tCO2eq)	**13,628**
Scope 2 GHG emissions	
Gross location-based Scope 2 GHG emissions (tCO2eq)	**466**
Gross market-based Scope 2 GHG emissions (tCO2eq)	**466**
Total GHG emissions	
Total GHG emissions (location-based) (tCO2eq)	**14,095**
Total GHG emissions (market-based) (tCO2eq)	**14,095**

Revenue information	2024
Net revenue used to calculate GHG intensity (€m)	1,330
Net revenue (other) (€m)	1,434
Total net revenue (in financial statements) (€m)	2,763

GHG intensity per net revenue	2024
Total GHG emissions (location-based) per net revenue (tCO2eq/€m)	11
Total GHG emissions (market-based) per net revenue (tCO2eq/€m)	11

2.2. Pollution, water and biodiversity in the value chain

2.2.1. IDENTIFICATION OF POLLUTION, WATER AND BIODIVERSITY RELATED IROS IRO-1 SBM-3

		Impacts	Risks /opportunities
Pollution	Value chain	**Actual significant negative impact** Within PHE's upstream value chain, the extraction of raw materials from the environment (minerals and hydrocarbons) and their transformation into basic materials (metals or polymers) can release pollutants into the atmosphere. In the downstream value chain, the wearing of brakes and tyres can generate fine particles.	
Biodiversity		**Actual significant negative impact** Within PHE's upstream value chain, the extraction of raw materials from the environment (minerals and hydrocarbons) and their transformation into basic materials (metals or polymers) have a significant impact on local ecosystems and biodiversity.	
Water		**Actual significant negative impact** Within the PHE Group's upstream value chain, the processes required to obtain the basic materials needed by industry (chemical industry, extraction of metals from raw ores) are very water-intensive.	

2.2.2. POLICIES E2-1 E3-1 E4-2

The PHE Group has not implemented a global policy on environmental issues relating to pollution, water resources and biodiversity in its value chain. Its action in this area is now reflected in its supplier code of conduct.

2.2.3. ACTIONS E2-2 E3-2 E4-3

The PHE Group requires all its approved suppliers to adhere to its code of conduct, which is included in the annual agreement signed with the Group. This code requires suppliers to comply with environmental laws at every level (local, national and international), to integrate environmental issues into their businesses and to minimise their negative environmental impact.

This action relates to environmental issues in their entirety, and adherence to this code of conduct is currently being piloted by the Group's purchasing teams.

2.2.4. TARGETS E2-3 E3-3 E4-4

The PHE Group has not set any quantified targets for environmental issues relating to pollution, water resources and biodiversity in its value chain.

2.3. Resource use and circular economy

2.3.1. IDENTIFICATION OF IROS RELATED TO RESOURCE USE AND CIRCULAR ECONOMY IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Waste	Own operations	**Actual moderate negative impact** PHE mainly generates non-hazardous waste, which principally comes from the packaging used in supplier deliveries (cardboard and wooden pallets). The Group also generates hazardous waste from the batteries returned by customers, as well as paint and solvent residues, and waste from some of the Group's repair workshops.		
	Value chain	**Actual significant negative impact** Within PHE's upstream value chain, the mining industry, which exploits ore deposits and mines raw metals, is a major generator of waste. Downstream of PHE, the waste generated by garages consists of dismantled end-of-life vehicle parts, as well as oils and fluids replaced during vehicle servicing.		
Resource outflows	Own operations	**Actual moderate positive impact** As a parts distributor, PHE plays a role in the used car and vehicle repair market. By extending the life of the vehicles, PHE indirectly helps reduce the demand for new ones. The PHE range also includes parts sourced from the circular economy, including remanufactured parts operating on a deposit system, which help to reduce waste and conserve resources.	**Moderate risk** The growing demand from insurers for reused parts may penalise PHE in relation to other market players who own breakers' yards and who are directly involved in dismantling end-of-life vehicles (ELVs). PHE mitigates this risk by setting up partnerships with specialists in ELV centres.	Medium term
	Value chain	**Actual significant negative impact** Downstream of PHE, many automotive parts and equipment sets are not designed to be remanufactured or recycled for circular use when they become obsolete. Metal components are recycled into lower-quality alloys, while plastic components are recycled for energy or landfilled. As a result, manufacturers have to make new parts using virgin metal and plastic resources.	**Moderate risk** Regulations that force manufacturers to increase the proportion of recycled raw materials in their products could lead to significant inflation in the price of spare parts. The same applies to the extension of eco-contribution schemes, the cost of which would be passed on to PHE by the manufacturers.	
Resource inflows	Value chain	**Actual significant negative impact** PHE's upstream value chain is a major consumer of virgin resources extracted from the environment. Some of these resources, particularly metals, are under strain due to high demand and limited deposits.	**Moderate risk** The strong demand for the metals needed for the energy transition could lead to inflation or scarcity.	Medium term

2.3.2. POLICIES E5-1

The PHE Group does not yet have a global policy on the use of resources and the circular economy, but it has long demonstrated a concrete commitment in this area, particularly through its role in the remanufactured parts ecosystem.

2.3.3. ACTIONS E5-2

For the PHE Group's own operations

Waste

In 2024, the PHE Group started collecting data on the waste generated from its B2B France activities excluding HGVs (see entities detail in section 1.1), representing approximately 50% coverage in terms of sales.

Collecting this data is an essential step in structuring a global waste policy and makes it possible to systematise and quantify the actions already implemented, which are of two types:

- Minimising and reusing the packing boxes and pallets received from suppliers: reusing incoming packaging materials has allowed the Group to reduce the amount of waste generated and to avoid the consumption of virgin materials.
- Sorting waste and routing it towards appropriate recycling channels: separating the main waste flows helps to optimise the impact of the treatment of waste materials.

Circular economy

For its activities relating to the circular economy, the PHE Group, with the help of its suppliers, has conducted a survey of the remanufactured parts bought in by the Group. This has made it possible to establish the proportion of sales linked to the circular economy.

The distribution of remanufactured parts is based on the efficient management of return flows of returnable defective parts, collected daily from all the Group's business units. These returns are generally handled by the same mode of transport used to deliver the parts to the customer. The consignments are checked and consolidated either directly at the dispatching logistics sites, or at the specialist returns processing site in Villefranche, France.

In France, in 2024 Autodistribution identified all the parts from the circular economy on its Autossimo sales portal, in order to make this information available to all its customers.

Finally, Autodistribution LV has launched a project aimed specifically at its repairer customers in the AD Carrosserie network. The aim is to enable them to also order reused parts (from the dismantling of ELVs) via a platform that puts them in contact with approved ELV specialists.

For the value chain

In France, Autodistribution LV has launched projects to support its repairer customers in dealing with their waste. Autodistribution LV has therefore negotiated agreements with waste carriers and waste treatment service providers and has made these agreements available to its repairer customers, to enable them to direct their waste towards the appropriate treatment channels.

2.3.4. TARGETS E5-3

The PHE Group has not yet set quantified targets relating to the use of resources and the circular economy. However, the Group is paying close attention to the impact of new technologies on accessible sources of remanufactured parts. Although the offer is mature and structured for parts fitted to combustion engines, there is not yet an established ecosystem of potential remanufacturing suppliers for electronic parts and parts specific to electric engines.

2.3.5. RESOURCE INFLOWS E5-4

The PHE Group's resource inflows are mainly limited to the packaging materials used in logistics operations.

In its upstream value chain, PHE's supplier equipment manufacturers use numerous raw materials (steel, plastic, aluminium, glass, rubber, copper, and fiberglass) to produce the parts distributed by the Group.

2.3.6. RESOURCE OUTFLOWS E5-5

Over 85% of the Group's waste is non-hazardous. Most of it is cardboard packaging, paper, wood and mixed non-hazardous waste from its distribution operations. The hazardous waste mainly consists of used starter batteries (over 70%), with the remainder consisting of paint or solvent residues from spray preparation workshops and lubricants or liquids from the repair workshops (coolants and aqueous cleaning liquids).

The data on waste were collected from each site, using the Traace tool.

For hazardous waste, all the figures came from the French public platform "Trackdéchets", which tracks the waste emitted by each site using the French company directory identification system, SIRET. For the non-hazardous waste, it was necessary to contact the many service providers used to retrieve information, in particular using the 6-8 waste flow certificates and billing data.

For the smaller sites, where non-hazardous waste is collected and unsorted by the municipal waste carriers, it was necessary to estimate the quantity of waste generated. This was then broken down by type of treatment, based on the Ministry of Ecology study "Waste production and recycling in 2020 and 2021 in France - Summary of knowledge in 2023".

The indicators below concern the perimeter restricted to B2B France excluding HGVs (see details of entities in section 1.1), representing approximately 50% of total PHE Group sales for 2024.

Waste-related data	Unit	2024
Total amount of waste generated	**Tonnes**	**7,985**
Total amount of hazardous waste	**Tonnes**	**1,017**
Total amount by weight diverted from disposal	**Tonnes**	**6,077**
Total hazardous waste generated diverted from disposal	Tonnes	948
Total hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	0
Total hazardous waste generated diverted from disposal to recycling	Tonnes	642
Total hazardous waste generated diverted from disposal to other recovery operations	Tonnes	306
Total non-hazardous waste generated diverted from disposal	Tonnes	5,129
Total non-hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	660
Total non-hazardous waste generated diverted from disposal to recycling	Tonnes	4,087
Total non-hazardous waste generated diverted from disposal to other recovery operations	Tonnes	383
Total amount by weight directed to disposal	**Tonnes**	**1,907**
Total hazardous waste generated directed to disposal	Tonnes	69
Total hazardous waste generated directed to incineration	Tonnes	52
Total hazardous waste generated directed to landfill	Tonnes	9
Total hazardous waste generated directed to other disposal operations	Tonnes	8
Total non-hazardous waste generated directed to disposal	Tonnes	1,838
Total non-hazardous waste generated directed to incineration	Tonnes	949
Total non-hazardous waste generated directed to landfill	Tonnes	861
Total non-hazardous waste generated directed to other disposal operations	Tonnes	28

Non-recycled waste	Unit	2024
Total amount of non-recycled waste	**Tonnes**	**3,256**
Percentage of non-recycled waste	**%**	**41**

3. Social information

3.1. Own workforce

3.1.1. OWN WORKFORCE IROS SBM-3

		Impacts	Risks/Opportunities	Time horizon (R/O)
Health and safety	Own operations	**Potential moderate negative impact** The PHE workforce includes workers operating: - At logistics platforms. The goods handlers are mainly exposed to the risks of falling objects, injuries linked to moving loads, and bruising. - At customer-facing sites. Drivers and delivery staff at these sites are at risk of traffic accidents. - To a lesser extent, in vehicle repair workshops. These workers are exposed to certain toxic products through inhalation or skin contact (oils, fuels, solvents and exhaust fumes). - In the offices. The main health and safety concern for these employees is the workload, which can lead to mental health issues.	**Moderate risk** The prevention campaigns introduced at all the Group's operational sites, as well as a pay policy that includes performance bonuses for reduced accident rates, are helping to limit the risk of accidents occurring.	Short term
Diversity		**Actual moderate negative impact** PHE's operations continue to be characterised by a lower proportion of female workers, particularly in the goods handling and delivery roles. The breakdown of employees by job category is therefore highly gendered, with male employees predominantly in the skilled manual jobs, and female employees predominantly in administrative roles.		
Training and career development		**Actual moderate positive impact** Training and skills development for the PHE Group's workforce is a key factor in responding: - to the challenges of transforming the automotive distribution sector; - to the need to recruit new talent; - to the adaptability of our teams to the new technologies; - to the drive to achieve greater competitiveness.		

The PHE Group now has 9,727 employees. Depending on peaks in activity, some of the subsidiaries (primarily the logistics sites) use temporary workers. The head office also employs a limited number of service providers.

For all its subsidiaries, the PHE Group is careful to guarantee the health and safety of employees, to promote occupational training and skills development, and to encourage diversity. The Group's high standards and strong values prevent the risks and impacts that would result from failure to meet these challenges. The Human Resources (HR) Department reports to the Executive Committee on the measurement of these results and the measures taken to maintain performance.

Generally speaking, the PHE Group is convinced that HSE practices have a strong impact on employee commitment and productivity and contribute significantly to the reputation of the employer's brand. They also have a significant financial impact in terms of compensation for time off work, taxes and insurance.

The nature of the PHE Group's activities in the storage and distribution of car and HGV parts means that these risks are present. The "handling" roles (including warehouse staff and forklift drivers) and transport jobs are particularly exposed to these risks. The Group is therefore vigilant about the strict application of its risk prevention strategy and continuing to reduce the number of workplace accidents. HS issues are monitored on a quarterly basis by the Executive Committee. Each subsidiary manages a local prevention policy adapted to its own context. This area is monitored by the HR Committees.

Staff training and skills development are key elements of the PHE Group's HR strategy. The continuous updating of knowledge, adaptation to changes in the industry and the broadening of employees' skillset are all factors that make a real contribution to promoting a culture of operational excellence and to the competitiveness and growth of the PHE Group.

In addition to the legal obligations - where these exist at national level - the Group's training programme has benefited from substantial funding, which has seen significant growth over several years. Each year, the training policy is the subject of a policy paper presented to the various company bodies (COMEX, the HR Committee and workers' councils). The training plan is monitored on a quarterly basis by the HR Committee and an annual review is presented to the relevant bodies.

Training and skills development programmes are being stepped up across the Group. These efforts are required of all the European subsidiaries. In France, the training plan represents an investment of €3m.

In a traditionally male-dominated sector, the deployment of a culture of diversity and non-discrimination is an important focus for PHE. By making the Group's career roles more attractive to women, improving their working conditions and raising management awareness of workplace equality, PHE has exceeded the average employment rate for women in this sector (21% vs. 18%).

As its own operations are limited to Europe, the PHE Group is not subject to any risk of incidents arising from forced labour or child labour.

3.1.2. POLICIES S1-1

In a context with multiple subsidiaries that embraces diverse cultures but shares a common need, the PHE Group's social policy aims above all to take into account the specificities of each entity and to place these within a framework of shared fundamental values: Quality, Caring, Engagement, Humility and Sense of Community.

The PHE Group's social policy and its local variations are guided by a number of general principles.

The PHE Group is committed to implementing an active policy of occupational health and safety and to ensuring that it is applied consistently. The most exposed BUs have an HS Officer, who reports to the BU's HR Department. The objectives of reducing accidents in the workplace and improving working conditions are translated locally into specific prevention action plans, based on the characteristics of each site. The Group carries out global monitoring on a quarterly basis. These topics have been integrated into the PHE Group's Code of Conduct

The Group's training and career development policy is set out in an annual policy document that applies to all subsidiaries. It is drawn up by the Group HR Department in coordination with the HR offices of each BU. The policy sets out the main strategies of the training programme for the coming year. It is then shared with the Executive Committee and workers' councils. The aim of the annual training policy is to support the dynamic growth of the Group by offering training programmes that meet the operational challenges of all the subsidiaries. It defines the subsidiaries' training investment, the breakdown of that investment and the main thrusts of the training plan for the year (see section 3.1.5. for more details on training programmes).

Diversity and inclusion are topics that are also covered in the PHE Group's Code of Conduct. The policy includes zero tolerance for harassment and discrimination of any kind. It also ensures equal opportunities in all aspects of career development.

Following the workplace equality agreement drawn up by the social partners in France in 2020 and renewed for 4 years in 2024, a policy of equal treatment has been put in place in all the French subsidiaries. The HR Department is responsible for its implementation. The agreement is reviewed annually. Although the agreement underpinning this policy was only signed by the French entities, the resulting policy is shared by all the subsidiaries. The aim of this policy is to:

- Guarantee non-discrimination in recruitment and to continue the efforts made in terms of recruitment communications, in order to raise the Group's visibility among women and to attract a growing number of applications. In this regard:
  - The PHE Group is taking part in the WAVE exhibition, which promotes female employment in the automotive sector;
  - The visuals for the recruitment campaigns feature women in particular

- The recruitment communications, whether written or oral, are designed to counter the masculine image traditionally associated with jobs in the automotive sector
- Ensure balanced access to training and career progression, so that women and men can benefit equally from skills development programmes and can have equal access to career opportunities.
- Combat any sexist comments or behaviour or behaviours that may be considered sexual harassment.

This agreement affirms "a general principle of non-discrimination and equality between employees, regardless of gender, origin, age, religion, or political or trade union affiliation". The policy specifically covers issues relating to gender and sexual harassment, as women are at greater risk of discrimination in the PHE Group's industry. It highlights the Group's commitment to taking positive actions in favour of women. The procedures for managing any instances of discrimination and harassment are detailed in the following sections: remediation and reporting (3.1.4), preventive action (3.1.5).

The PHE Group, which operates only in Europe, is bound by legal obligations in terms of labour and human rights. It is also subject to unannounced inspections by the employment authorities. Because of this, the Group has no specific human rights policies aligned with international legislative instruments.

However, the Code of Conduct does state that the PHE Group:

- Applies the international conventions of the International Labour Organisation (ILO), in particular those relating to the protection of workers, the prohibition of forced labour and child labour
- Adheres to the principles of the United Nations Global Compact, particularly with regard to corporate, societal and environmental issues.

3.1.3. ENGAGEMENT WITH THE WORKFORCE S1-2

The PHE Group promotes regular and committed dialogue with workers and their representatives, encouraging everyone to commit to responsible practices, mainly through:

- social dialogue with trade unions (France) enables agreements to be signed and renewed for the benefit of employees;
- a system of annual appraisals, which encourages dialogue between managers and employees and also contributes to skills development and job mobility;
- A bi-annual social barometer is sent to all employees to measure their commitment, the impact of the social policy and its progress, and to refine the guidelines for future years.

The PHE Group promotes its employees' right to free expression and the right to belong to a trade union. It develops an active dialogue with employees and their representatives. The PHE Group provides the workers' representatives with the information and resources legally required to carry out their duties.

At European level, a European Works Council has been in place since 2017. Each country has asked for employee representation bodies to be set up within its own legal framework. The role of these bodies is to provide feedback on issues raised by the workers, and to gather information about the Group's financial and economic results and its growth prospects.

In France, a workplace equality agreement has been in force since 2020. It was renewed in 2024 and has been signed by all the social partners and the PHE Group's HR management team. The agreement has opened a discussion about the potentially negative impacts of diversity and helps determine the approach to mitigating these impacts. Each year, a progress report is presented to the signatories, based on the monitoring of a certain number of indicators linked to the topics addressed by the agreement.

PHE organises a biennial survey of all its employees (France and the foreign subsidiaries) to assess the effectiveness of the processes put in place in relation to the material IROs and to measure employee satisfaction with these issues. The last survey was carried out in 2024. The company survey includes questions on staff engagement, career development, training, health and safety, and industrial relations. It is a means of engaging directly with employees about issues relating to material impacts and risks. It enables us to assess the effectiveness of mitigating actions, and the scale of the positive impact in relation to training and skills development. The results of the survey are then examined by the Executive Committee, the country directors and all the managers. Actions are taken based on the results from each subsidiary, in order to improve results in future years. The effectiveness of this communication is monitored by analysing the survey response rate, and by tracking changes in the results since 2019. The PHE Group's Head of Corporate Affairs is responsible for conducting the survey. The global and local results are communicated to all employees.

A system of annual appraisals is in place within the subsidiaries, to encourage employees' career progression. In France, the appraisals system is systematised and formalised. The appraisal interview takes place between the employee and their manager and helps to determine the employee's objectives and career plans. The topics addressed during this interview also concern the employee's training requirements. Regular follow-up feedback sessions can be arranged with managers, to ensure that progress is being made on the points discussed during the annual reviews. Appraisal interviews are used to assess the efficacy of the measures taken to reinforce the positive impact of training and professional development within the PHE Group.

3.1.4. PROCESSES TO REMEDIATE IMPACTS AND CHANNELS TO RAISE CONCERNS S1-3

Health and safety

In the event of a negative impact on the health and safety of employees in France - and specifically in the event of a workplace accident - an official legal procedure is started. A workplace accident report will be sent to the health insurer within 48 hours. In serious cases, this is followed by a compulsory investigation into the causes of the accident. At local level, remedial measures will be taken in order to address any shortcomings identified in the aftermath of an accident. All accidents and remedial measures are monitored at PHE Group level during the quarterly HR committee meetings. The effectiveness of the measures put in place is then assessed on the basis of changes in the HS indicators at the various PHE Group sites.

Complaints procedure

Management, and the HR offices, are the first point of contact for an employee in the event of complaints relating to a negative impact on health and safety and/or harassment or discrimination. Complaints reported directly to management are dealt with on a case-by-case basis; there is no general complaints handling process. In France, each subsidiary has appointed a harassment officer, who is responsible for dealing with discrimination and harassment issues locally. If there is a case of harassment, an investigation will be launched in agreement with the social partners in order to determine whether the behaviour has been proven, and the actions to be implemented or sanctions to be taken if necessary. Cases of harassment are recorded and monitored by the PHE Group.

Whistleblowing

The Group has a whistleblowing system managed and implemented by the PHE Group's Internal Audit and Compliance Office. The system has been presented to the workers' representatives and communicated to employees. The existence of the whistleblowing system is communicated in the works councils, and through various channels such as websites and local internal regulations. From 2025 it will also be posted on the intranet sites currently being developed in France and Belgium. The whistleblowing system is also accessible to PHE Group stakeholders (trainees, temporary staff, external service providers, customers and suppliers). Whistleblowers can choose from a range of reporting channels, such as Management or HR. A confidential e-mail address for the PHE Group's Internal Audit and Compliance Director has also been set up. This secure messaging system guarantees the confidentiality of exchanges between the whistleblower and the whistleblowing officer. The PHE Group has a whistleblower protection policy and refrains from disclosing any information that could identify a whistleblower unless it obtains their prior consent. If the Whistleblowing Officer deems the complaint to be admissible, he or she will refer the matter to the Ethics Committee. If circumstances so require, the Ethics Committee may decide to start an internal investigation, the details of which are set out in a dedicated guide.

Whistleblowing reports are monitored by the Internal Audit and Compliance Office. Firstly, the validity of the complaint will be investigated. If the complaint is deemed admissible, a notification will be sent to the whistleblower. If a complaint is accepted, the whistleblowing officer will refer the matter to the Ethics Committee, which launches an investigation. Based on this investigation, the results will be presented. The Ethics Committee will decide what action to take, if any, and will contact the relevant departments (HR and/or Legal). Within a period of no more than three months after acknowledgement of receipt of the complaint, the whistleblowing officer will inform the whistleblower of the investigations carried out to assess the accuracy of the facts reported and of the action taken. They may also indicate whether any corrective or preventive measures have been taken to avoid a recurrence.

3.1.5. MANAGING IMPACTS ON THE WORKFORCE S1-4

The PHE Group attaches great importance to the prevention of risks and negative impacts linked to health and safety and is attentive to the working conditions and environment of its employees. The following actions are part of this prevention approach;

- Workplace safety procedures and instructions are communicated to all employees (permanent staff and temporary workers) and are in effect at all sites where occupational risks exist.
- Investments are regularly made to improve the ergonomics of certain workstations, to limit the carrying of heavy loads, and to improve the workplace environment. In 2024, the Group Works Council set up an "arduous work" commission.
- Occupational risk prevention training sessions are held every year, along with workplace safety awareness and training programmes. In 2024, over 22,000 hours of safety training were given to 3,000 employees across the Group.

At local level, remedial actions are also implemented on a case-by-case basis, based on the results of investigations carried out following negative impacts on employee health and safety. The effectiveness of HS prevention and remediation measures is measured by analysing the trends in health and safety indicators during the quarterly workplace accident reviews presented to the Executive Committee.

The values of the PHE Group are all about caring. The Group is taking a number of steps to reduce the negative impact of diversity, and in particular the negative impact on women employed by PHE:

- Management training reminds employees of the principles of non-discrimination and fairness and emphasises the practical application of the Group's values on a daily basis.
- The HR team is given training on discrimination-free recruitment.
- By developing its employer brand, the PHE Group now enjoys a positive reputation and can attract more and more applicants, with a view to promoting diversity.
- The visuals used on job adverts feature more female staff, in all roles. They are now attracting more female applicants: the figure has risen by 4.5 points (31.5%) compared with 2020 (all roles combined)
- Raising awareness of sexist behaviour and harassment among all employees to encourage people to report any unwanted behaviours.
- The introduction of various career adjustments to accommodate maternity leave and workers with dependent children.
- A project is underway to develop and implement an employment policy for disabled people (employee training and accessibility).

At local level, remedial actions are also implemented on a case-by-case basis, based on the results of investigations carried out following complaints about negative impacts resulting from harassment or discrimination. Remedial actions relating to proven incidents of harassment are monitored at PHE Group level to ensure that the subsidiaries' approach is effective.

The PHE Group's commitment to ensuring the long-term involvement of its employees guides its social policy and is reflected in the concrete implementation of various actions to promote the positive impacts of training and professional development for its employees:

- An internal mobility policy has been launched in response to employees' wishes regarding their career progression within the PHE Group.
- Training provision has been significantly strengthened in order to develop employees' skills and help them adapt to technical and economic changes. The training courses developed by the PHE Academy in 2024 cover the following areas:
  - Development of business skills, particularly in relation to growth opportunities;
  - Continued development of managerial skills;
  - Mastering new technologies, data security and business processes;
  - Maintaining and building a culture of employee safety;
  - Improving communication skills in foreign languages.

Employee training is a major commitment for the PHE Group. In France, the training budget has been increased by 75% in 3 years. The training provision responds to the dual challenge of developing skills, and prevention in areas such as preventing workplace risks, cyber security and data security (GDPR). As far as the foreign subsidiaries are concerned, despite the fact that there are virtually no legal obligations to provide training, courses are delivered that do address these issues.

These programmes are conducted every year. In France, they are regularly evaluated via the following reports:

- The annual training report, presented to the employee representatives;
- The quarterly monitoring of workplace accidents and measures to prevent risks and improve working conditions, presented to the Executive Committee;
- The annual report on workplace equality, presented to the employee representatives;
- The biennial Social Barometer and annual measurement of commitment is presented to the Executive Committee and workers' representatives.

The effectiveness of the various actions is measured using a range of indicators:

Training and professional development

- Training budget: +75% between 2020 and 2023
- Rate of access to training: from 27% in 2020 to 64% in 2023
- Number of hours of training provided: from 31,886 in 2021 to 51,733 in 2023
- Evaluation of employee take-up of training provision (source: Social Barometer): 6.3/10 in 2019 to 7.6/10 in 2024

Health and safety

- Number of hours of risk prevention training: 16,700 hours in 2024
- Employee rating of knowledge of safety rules (source: Social Barometer): 7.1/10 in 2019 to 8.4/10 in 2024
- Employee rating of the quality of workplace design (source: Social Barometer): 6.6/10 in 2019 to 7.6/10 in 2024
- Employees' rating of the quality of their workstation layout (source: Social Barometer): 6.7/10 in 2019 to 7.9/10 in 2024

Workplace equality

- Proportion of women in the workforce: 20.1% in 2019, 21.1% in 2024
- The workplace equality index calculated for all the Group's French employees gives an overall score of 88, which is higher than the minimum of 85 required by law
- The rate of access to training for women is proportionately lower than for men. 18% of trainees are women, although they represent 21.1% of the workforce

There are also indicators to measure, by entity, the number of collective measures taken to adapt working hours, the number of staff sick days and the number of reports and sanctions taken during the year in relation to sexism and sexual harassment.

Not all the resources allocated to these action plans are currently available.

There are no specific activities of the PHE Group likely to cause negative impacts in addition to the material negative impacts mentioned above.

3.1.6. TARGETS S1-5

There are currently no quantified targets for all the action plans. The processes used to assess the effectiveness of the policies and actions put in place to mitigate and remedy the risks and impacts associated with the PHE Group's workforce are set out in section 3.1.5.

The PHE Group's ambition is to constantly improve the monitoring of material topics important to its workforce. For example, in terms of health and safety, the aim is to keep reducing the number of workplace accidents. In France, this objective has been quantified, with a target of a 10% reduction in the number of accidents at work. In terms of diversity, the aim is to increase the number of female applicants and recruits.

A target training budget as a percentage of total payroll has been set. For 2024, the Group's subsidiaries were aiming to invest between 2.4% and 2.7% of the payroll.

3.1.7. CHARACTERISTICS OF EMPLOYEES S1-6

Employment characteristic					2024
Headcount	**Female**	**Male**	**Other**	**Not disclosed**	**Total**
Employees	1,735	7,992	-	-	**9,727**
Permanent employees	1,592	7,486	-	-	**9,078**
Temporary employees	143	506	-	-	**649**
Non-guaranteed hours employees	0	0	0	0	**0**

Headcount by country	2024
France	6,384
Belgique	510
Netherlands	197
Italy	581
Spain	2,032

Note: only includes country with more than 50 employees or 10% of the workforce.

Turnover	Unit	2024
Total employee turnover	n	1,694
Employee turnover rate	%	19%

3.1.8. NON-EMPLOYEES S1-7

Non-employees[1]	2024
Total number of non-employees in the workforce	-

(1) The phase-in option is used for this data.

3.1.9. DIVERSITY METRICS S1-9

Employees in top management by gender	Headcount	Share
Male	63	93%
Female	5	7%
Other	-	-
Not disclosed	-	-
Total employees	68	

Age distribution of employees*	Headcount	Share
Under 30 years old	1,911	20%
Between 30 and 50 years old	5,049	52%
Over 50 years old	2,767	28%

3.1.10. HEALTH& SAFETY S1-14

Health and safety management			2024
	Employees	**Non-employees[1]**	**Total**
Percentage of employees covered by H&S management system	100%	-	-
Number of fatalities due to work-related injuries and ill health	0	0	**0**
Number of recordable work-related accidents	481	-	-
Rate of recordable work-related accidents	29.76	-	-

(1) The phase-in option is used for this data. The total is not calculated as information related to non-employees is not available.

	2024
Employee cases of recordable work-related ill-health	0
Days lost to work-related injuries, ill health and fatalities	13,869

3.1.11. INCIDENTS, COMPLAINTS AND SEVERE HUMAN RIGHTS IMPACTS S1-17

	2024
Number of incidents of discrimination within own workforce (including harassment)	10
Number of complaints to the company (including grievances)	10
Number of complaints filed to National Contact Points for OECD Multinational Enterprises	0
Total amount of fines, penalties and compensation (€m)	0.08

3.2. Workers in the value chain

3.2.1. VALUE CHAIN WORKERS IROS SBM-3

		Impacts	Risks /opportunities
Health and safety	Value chain	**Potential significant negative impact** **Upstream value chain:** The automotive industry is a manufacturing sector with high competitive intensity and a requirement for high productivity. Just-in-time working and shift systems in the factories of automotive suppliers and manufacturers tend to increase the frequency of accidents on production lines. In addition, the constant pressure to improve efficiency can lead to mental health or social issues, due to high levels of workplace stress. **Downstream value chain**: workers in independent garages are also exposed to workplace accidents through the use of dangerous tools and exposure to certain chemicals.	
Child labour and forced labour		**Potential significant negative impact** In some parts of the world, where labour laws are non-existent, child labour and other serious human rights violations are still present, and are exacerbated by high risks of corruption. Within the global automotive industry, these practices can be found in the raw materials mining and manufacturing processes.	

As the PHE Group's business model is based on parts distribution rather than manufacturing, its business model involves a careful selection of its product suppliers and a close, ongoing relationship with them. It therefore applies its own ethical standards when sourcing and selecting suppliers.

3.2.2. POLICIES S2-1

The PHE Group has introduced a code of conduct for its product suppliers and service providers. The Chief Procurement Officer of the PHE Group is responsible for applying this code.

It applies to all suppliers and concerns their compliance with rules of ethics in the social and environmental fields. The Code of Conduct was drawn up in compliance with current legislation, in particular Article 17 (II) (2) of the French anti-corruption law (known as the "Sapin II Law") and Article L. 225-102-4 of the French Commercial Code, which stems from the French law on the Duty of Vigilance. As a result, the Code has not been designed in conscious alignment with the various international guidelines on human rights and workers' rights.

In accordance with the Code of Conduct, the PHE Group requires its suppliers to:

- comply with all national, European and international rules relating to standards of ethical and responsible behaviour, including standards dealing with human rights, corruption and child protection, as was environmental protection and sustainable development;
- adopt and apply the Group's ethical standards and commitments, and to make progress in these areas.

The PHE Group supports its suppliers throughout the supply relationship, to ensure the effective implementation of this code of conduct.

It also seeks to build long-term relationships with its suppliers. The aim is to work in partnership with suppliers and to demonstrate responsible supply chain management.

The PHE Group's expectations of its suppliers

The PHE Group is committed to the highest social, environmental, health and safety standards, and expects its suppliers to do the same. They must therefore comply with local and national laws and regulations. In addition, the PHE Group expects its suppliers to adhere to the standards set out below (a non-exhaustive list focusing on topics identified as material for PHE and at consolidated Group level).

Health and safety

PHE Group suppliers must guarantee healthy and safe working conditions for their employees and their own subcontractors or suppliers. They are required to comply with local and national laws and regulations on health and safety in the workplace, and to obtain the authorisations, licences and permits required by the local and national authorities. Suppliers must have documented HS policies and/or procedures in place, as well as adequate safety infrastructure and equipment.

Forced labour

The use of forced labour, slavery, servitude or human trafficking by suppliers, as well as the withholding of identity papers or work permits, the demand for any kind of security deposit from workers, or the use of any other form of coercion, are strictly prohibited. All employees have the right to accept or leave a job of their own free will. Suppliers cannot force workers to work to pay off a debt owed to them or to a third party.

Work that endangers health, safety or morals - Child labour

Nobody must be allowed to perform any type of work likely to compromise health, safety or morals. It is strictly forbidden to employ children under the age of 16. In countries where local legislation provides for a higher working age, or extends compulsory schooling beyond the age of 16, the higher age limit applies.

3.2.3. ENGAGEMENT WITH VALUE CHAIN WORKERS S2-2

The PHE Group has not adopted a general engagement process with workers in the value chain.

3.2.4. PROCESSES TO REMEDIATE IMPACTS AND CHANNELS TO RAISE CONCERNS S2-3

The PHE Group has set up a professional whistleblowing system that makes it possible to report, in particular:

- Behaviours or situations that conflict with the PHE Group code of conduct
- Serious violations of human rights and fundamental freedoms
- Serious harm to people's health and safety

The whistleblowing system is open to employees of the PHE Group and to all stakeholders, in particular its suppliers, and can be accessed at the following address: alerte-ethique@partsholdingeurope.com

There is currently no generalised, formalised approach to providing or contributing to a remedy in the event of a negative impact on workers in the value chain.

Remedial action may be taken on a case-by-case basis, depending on the specific nature of the negative impact. Actions may include monitoring of the remediation by the PHE Group, a request to draw up a remediation plan or in the most serious cases, termination of contract.

To date, the PHE Group is not aware of any such impacts in its value chain.

There is currently no generalised, formalised approach to dealing with negative impacts on human rights in the value chain. In the event of such an impact, it is the responsibility of PHE's General Management to decide on the measures to be taken. This will depend on factors such as the seriousness of the impact, its location, and the responsibility of the PHE Group.

3.2.5. MANAGING IMPACTS ON THE VALUE CHAIN WORKERS S2-4

The PHE Group ensures that suppliers comply with the principles of its code of conduct.

Suppliers are required to provide all the information needed to conform to the code of conduct. They must inform PHE immediately if they become aware that they have breached their obligation to respect these principles.

The PHE Group reserves the right to monitor compliance with these principles and to conduct compliance audits of its suppliers. Suppliers are therefore asked to provide all the necessary information and to cooperate with representatives of the Group who wish to check compliance with the requirements of the Code. Suppliers must agree to improve or correct any deficiencies found.

In the event of non-compliance, the PHE Group must be notified immediately, followed by an improvement plan to be implemented within the specified timeframe.

3.2.6. TARGETS S2-5

The PHE Group has not defined any specific objectives with regard to workers in its value chain.

4. Governance

4.1. Business Conduct

4.1.1. IDENTIFICATION OF BUSINESS CONDUCT IROS IRO-1

		Impacts	Risks /opportunities
Corruption & bribery	Value chain	**Potential significant negative impact** The scale of global supply chains, the demands of international trade and intense competitive pressure mean that the automotive industry has to address these risks. While the systematic prevention of corruption has reached a high level in the automotive industry, certain corruption offences are still being investigated by the authorities, particularly in relation to bribery and kickbacks in mining operations.	
Corporate culture	Own operations	**Potential moderate positive impact** PHE contributes to a fair and ethical business environment by implementing the right corporate culture to conduct its business ethically and in compliance with applicable regulations.	

4.1.2. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

The Group Executive Committee validates the entire business management system.

The main indicators for implementing and monitoring the Regulatory Compliance system are presented to the Group Audit Committee.

The compliance maturity indicators for the anti-corruption and whistleblowing systems, together with the related action plans, are shared and validated by the Group Compliance Committee

The Ethics Committee is a collective body that steers the PHE Group's ethics and compliance policy and ensures that the underlying principles and rules are respected. It is made up of the Chief Financial Officer, the Head of HR, the General Counsel and the Head of Internal Audit and Compliance

The general role of the Ethics Committee is to:

- Contribute to defining and updating the ethical principles and rules of conduct that should guide the day-to-day behaviour of the Group's employees; to this end, the Committee prepares and updates the PHE Group Code of Conduct and proposes changes to the Group's ethics and compliance guidelines;
- Ensure that the Group's ethical principles are properly disseminated, understood and applied; to this end, the Committee examines and monitors the systems and procedures in place to implement the Group's ethical principles; it defines and proposes the priority areas requiring work as part of the roll-out and development of the compliance programme;
- Ensure compliance with ethical and compliance standards; to this end, the Committee will deal with any issue brought to its attention, where appropriate by means of the whistleblowing system (see specific mission).

The Ethics Committee's remit is to deal with complaints received via the whistleblowing system or reported through the hierarchy or any other communication channel.

At the start of the Group's compliance programme, members received training from specialist consultants on the SAPIN 2 (Ethics and Anti-Corruption) law. The external specialists have many years' professional experience in this area.

The Internal Audit and Compliance Director has also completed a number of training courses in business conduct, as part of his previous role at a French car manufacturer and has completed training in CSRD at IFACI (Institut Français de l'Audit et du Contrôle Interne). He is also a Certified Fraud Examiner (CFE).

4.1.3. BUSINESS CONDUCT AND CORPORATE CULTURE POLICIES G1-1

The PHE Group has formalised its approach to conducting business with a policy based on the Group Code of Conduct. The policy covers the following areas:

1. Legal compliance, including adherence to the principles of the UN Global Compact, particularly in the corporate, societal and environmental fields
2. Integrity and sincerity.
3. Dignity, respect and protection of employees
4. Freedom of expression and social dialogue
5. Protection of Group assets
6. Conflicts of interest
7. Customers
8. Suppliers and service providers
9. Gifts, benefits and gratuities
10. Corruption and influence peddling
11. Health and Safety
12. Environment

The PHE Group's Business Conduct Policy expresses the Group's clear and unconditional commitment to the fight against corruption and contributes to the dissemination of its culture of ethics and values.

The policy applies to the entire Group and its subsidiaries, without exclusion. The policy is supported at the highest level of the company, with a formal commitment from the Chairman and approval by the Group's Executive Committee and Audit Committee.

Suppliers are required to comply with this policy by signing the supplier code of conduct.

An anti-corruption code of conduct is being finalised and is expected to be validated during 2025. The objectives of this code are to:

- Define what constitutes corruption and influence peddling;
- Give examples of prohibited and high-risk situations;
- Set out the behaviour to adopt and the procedures to follow in order to control these risks;
- Direct employees towards detailed procedures that complement the Code of Conduct.

To reinforce the code, PHE has also conducted a mapping of those areas of the organisation that present high risks of corruption, and of the industry benchmarks. These studies have identified the areas most exposed to the risks of corruption and bribery:

- Executive Committee and Management Committees
- Purchases
- Supply Chain and Logistics
- Trade
- Marketing/Events
- Finance Management (including Audit and Legal)
- HR

All the PHE Group subsidiaries operating in Western Europe are considered to be at the same level of risk of corruption.

Actions relating to the conduct of business

To date, the main measures taken by the PHE Group in terms of business conduct are as follows:

- Implementation of a business management policy for the PHE Group (based on 2018 version and subsequent updates)
- Drafting of a PHE Code of Conduct, signed by all employees (in France - to be rolled out to foreign subsidiaries by 2025)
- Updating of the corruption risk maps.
- Development of the Whistleblowing system in 2023
- Development of the Third party rating system in 2024
- An Anti-Corruption Code of Conduct is now in preparation, and will be appended to the internal regulations of the Group companies during 2025
- Amendments to the Gifts and Invitations procedure (extension to include Deferred Commercial Discounts and Commercial Challenges) in 2025
- Definition of anti-corruption accounting controls in 2024 (implementation and traceability) in 2025

4.1.4. PREVENTION AND DETECTION OF CORRUPTION AND BRIBERY G1-3

The PHE Group's system for preventing and combating fraud, corruption and bribery has three complementary components:

Prevention, which is based on the implementation of the following documents: the Group Values, the PHE Code of Conduct, the draft anti-corruption code of conduct, training initiatives (in 2021 and 2022) and awareness-raising on anti-corruption day (8 December). The signature by our suppliers of a specific code of conduct formalises the reciprocal commitment of the Group and its suppliers in the fight against corruption and bribery. The carrying out of checks on Third parties completes this first component.

Detection of possible cases of corruption and bribery, through specific accounting controls:

1. Review of gift / invitation / donation / patronage / sponsorship accounts
2. Checking of expense claims
3. Reviewing of sensitive accounts (sundry customers, unallocated accounts, supplier advances)
4. Reviewing of external fees and services
5. Settlement of year-end discounts
6. Suppliers and payments in high-risk countries
7. Exceptional expenses
8. Invoices without orders
9. Direct allocation of costs to bank
10. Manual entries with atypical wording

The Whistleblowing system also allows for the collection and processing of reports of possible cases of corruption and bribery but is not limited to these. The purpose of the Whistleblowing procedure in France is to:

- Define the scope of the PHE Group's whistleblowing system;
- Specify its operating procedures;
- Specify how complaints are handled;
- Provide information on the protection offered to whistleblowers;
- Illustrate the guarantees regarding the protection of personal data.

The whistleblowing system is deployed within the PHE Group companies, i.e. all the companies controlled by PHE, whether located in France or abroad. However, the procedure only applies to the French entities. The non-French entities prepare specific procedures to take account of applicable local legislation.

To date, no cases have been reported.

Resolution of suspected and actual cases of corruption and bribery described in the PHE internal investigation guide. The purpose of the internal investigation is to examine these facts and enable the Group to adopt the appropriate consequences. The conduct of an internal investigation is strictly supervised and managed by the Internal Audit and Compliance Office. The results of the investigations are presented to the Ethics Committee.

Generally speaking, an internal investigation may result in the following decisions, depending on the nature of the facts established and their context:

- Adoption of corrective measures such as changes to internal procedures, updating of the risk map of the entity concerned, introducing or reinforcing controls;
- Adoption of proportionate disciplinary measures against the employees concerned;
- Filing of a complaint with the judicial authorities or reporting of a crime;
- Internal investigation closed with no further action.
- The results of the internal investigation may also be communicated to the administrative or judicial authorities.

The training of PHE Group employees is an integral part of the fight against corruption and bribery.

As soon as the system was implemented, training campaigns were run by a specialist external organisation. The aim of this is to ensure that, by the end of the course, the trained employees is be able to prevent, identify and manage high-risk situations involving corruption and influence peddling.

The training programme covers:

- The key concepts related to the obligations of the Sapin II law, the issues at stake for PHE and the associated risk of sanctions
- The concepts and forms of corruption and influence peddling
- Knowledge of the risk areas for breaches of integrity in the processes of departments identified as being at risk (Management, Purchasing, Sales and Support) - Knowledge of the methodological elements of the Group's anti-corruption system
- Detecting and managing risk situations by acquiring the right reflexes for dealing with them

The training programme was validated by a knowledge test.

- 195 managers (including the Executive Committee) and employees in the targeted risk areas were trained in France and Belgium between June and July 2021.
- 22 managers and employees in the targeted risk areas were trained in Italy in May 2022.

In addition to these initial courses, a specific e-Learning programme has been designed and will be published on the PHE Académie platform in 2025. The e-Learning programme will enable all Group employees to learn about developments in the Group's anti-corruption and bribery policy, through 5 modules and a quiz:

- Module 1: Introduction (Anti-corruption: legal framework, issues and risks)
- Module 2: Code of conduct
  Module 3: Gifts and invitations
- Module 4: Conflicts of interest
- Module 5: Whistleblowing

Employees identified as working in a risk area are required to pass the quizzes.

An awareness campaign for the French-speaking countries will be launched in the first half of 2025. The rollout of e-learning to the international subsidiaries will be based on the capacity to open up the entire PHE Académie platform, with translations planned into Italian, Spanish, Flemish and Dutch.

	2024[1]
Number of functions-at-risk of bribery and corruption (FAR)	-
Percentage of FAR receiving training (%)	-

(1) The phase in option is used for this data

4.1.5. INCIDENTS OF CORRUPTION OR BRIBERY G1-4

There have been no cases of corruption or bribery involving PHE Group companies or managers, or in its value chain, where PHE Group employees have been directly involved

	2024
Number of convictions	0
Amount of fines (€m)	0

D'Ieteren Immo

1. General information

1.1. Basis for preparation BP-1, -2

Considering the unique nature of each of D'Ieteren Group's businesses, D'Ieteren Immo has chosen to present its ESG performance and accomplishments in a dedicated chapter.

The scope of this report differs from the financial statements, where D'Ieteren Immo is included in the "Corporate & other" segment. Due to its distinct material impacts, risks and opportunities, D'Ieteren Immo has been assessed as an operating business in the materiality assessment. Consequently, a dedicated disclosure for D'Ieteren Immo has been deemed necessary.

The sustainability statement covers both upstream and downstream aspects of the value chain (see the value chain description).

D'Ieteren Immo has not used the option to omit specific information related to intellectual property, know-how, or innovation results, nor has it used the option to withhold information on pending developments or ongoing negotiations.

1.2. Governance

1.2.1. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

The Board of Directors at D'Ieteren Immo includes the Chief Legal Officer and the Chief Financial Officer of D'Ieteren Group, as well as D'Ieteren Immo's CEO, who acts as a representative of the workforce. Two of the three members are non-executive members, none of which are independent Board members. The Board of Directors is composed of one woman and two men. All business activities and sustainability topics related to the strategy at D'Ieteren Immo are reviewed annually. The role of the Board of Directors is to ensure an oversight of sustainability matters.

The Executive Committee has a gender ratio of 60% men to 40% women. The Committee engages in continuous communication, with sustainability playing a key role in discussions. To enhance the company's resilience in light of the growing focus on sustainability, all members have attended multiple ESG conferences and workshops to remain informed and proactive on the topic. The Executive Committee is responsible for the progress of D'Ieteren Immo's sustainability roadmap (including IROs and targets), and for ensuring that all departments integrate sustainability decisions made by the sustainability manager (ex. sustainability roadmap, sustainable procurement charter, Code of Ethics...).

1.2.2. SUSTAINABILITY MATTERS ADDRESSED BY MANAGEMENT GOV-2

Both the Board of Directors and the Executive Committee are committed to achieving a sustainable future. They have formally approved the sustainability strategy (Roadmap 2030), consistently placing sustainability as a key agenda item and ensuring its integration across all business activities.

This year D'Ieteren Immo's governance bodies focused on conducting and validating the DMA exercise and its associated materials topics. The Executive Committee also actively monitors ESG strategic KPIs to ensure that D'Ieteren Immo progresses towards its sustainability objectives. These efforts have been focusing on:

- Climate Change mitigation (More information in section 2.1)
- Climate Change adaptation (More information in section 2.1)
- Employee engagement (More information in section 3.1)

Internal and external stakeholders are regularly updated on D'Ieteren Immo's sustainability strategy and the progress of its implementation through various channels, such as the monthly newsletter, monthly employee information sessions, the annual report and sustainability as a standing agenda item at all meetings of the Executive Committee and the Board of Directors.

D'Ieteren Immo's sustainability manager holds bi-monthly touchpoints with D'Ieteren Group's ESG team. These meetings cover various topics, including D'Ieteren Immo's sustainability roadmap, CSRD implementation and EU-Taxonomy compliance. Key feedback and potential decisions from these discussions are reported back to the Executive Committee by the sustainability manager.

1.2.3. INCENTIVE SCHEMES GOV-3

D'Ieteren Immo currently only has short-term incentive schemes tied to sustainability for its CEO in place. A long-term incentive scheme including sustainability KPIs will be set up in 2025.

1.2.4. STATEMENT ON DUE DILIGENCE GOV-4

Sustainability Due Diligence is the process through which D'leteren Immo identifies, prevents, mitigates and reports the actual and potential negative impacts of its activities on the environment and people.

Core elements of due diligence	Paragraphs in the sustainability statement
Embedding due diligence in the governance, strategy and business model	1.2. Governance 1.3. Strategy 1.4. Impact, risk and opportunity management
Engaging with affected stakeholders in all key steps of due diligence	1.4.1. Double materiality assessment process 1.3.2 Interests and views of stakeholders 3.1.3. Engagement with the workforce 3.1.4. Processes to remediate impacts and channels to raise concerns
Identifying and assessing adverse impacts	1.4.1. Double materiality assessment process 1.3.3. Double materiality assessment result
Taking actions to address those adverse impacts	2. Environmental information 3. Social information 4. Governance
Tracking the effectiveness of these efforts and communicating	2. Environmental information 3. Social information 4. Governance

1.2.5. SUSTAINABILITY REPORTING RISK MANAGEMENT GOV-5

D'leteren Immo follows the four-eyes principle for sustainability statements. Additionally, each statement is assigned an owner, accountable for its accuracy, completeness and for the integrity of the data collection process. Weekly meetings between the Executive Committee can include discussions around sustainability risks and data management. Information related to sustainability data is managed and provided by the sustainability manager to the Executive Committee members.

Main risks identified:

- **Accuracy:** Due to its small size, not all data is collected at the D'leteren Immo level (e.g., HR data and paper usage). To ensure the accuracy of the data collected, HR data is reviewed by the Workforce Manager and primary environmental data (mainly energy data) is reviewed by both the IT Application Manager and the Property Managers. This allows the "four-eyes" principle to be maintained across all data. In cases where primary data is not available, D'leteren Immo relies on estimates, which are reviewed by both internal and external experts.
- **Integrity & Reliability**: The company has established KPI sheets, in which a data owner is assigned to each KPI. The data owners are responsible for validating and verifying the data according to KPI sheets definitions before it is sent to D'leteren Group for verification and consolidation.

1.3. Strategy

1.3.1. STRATEGY, BUSINESS MODEL AND VALUE CHAIN SBM-1

D'leteren Immo is the real estate arm of D'leteren Group in Belgium and has 43 employees, managing the Group's real estate assets in Belgium, most of which are used by D'leteren Automotive. The portfolio includes offices, workshops, concessions, logistics centres, residential units, car parks and land. D'leteren Immo also redevelops sites no longer used by D'leteren Automotive. Along with managing its properties, the company offers real estate advice and services for dealer networks and a broad spectrum of facility and maintenance solutions.

Central to D'leteren Immo's sustainability goals is its "Invest & Hold" strategy, reflecting its long-term value creation approach as a family business. The team focuses on making the Group's assets more sustainable and future-ready, emphasising strong governance, long-term stakeholder relationships and a proactive, well-trained workforce. The company aims to inspire peers and to contribute to a more sustainable society.

D'leteren Immo is committed to supporting a sustainable, low-carbon economy and actively contributes to the UN Sustainable Development Goals (SDGs), with a focus on:

- **SDG 7: Affordable and Clean Energy** – By improving energy efficiency, maximising renewable energy production on its sites, and purchasing only green energy.
- **SDG 9: Industry, Innovation, and Infrastructure** – Through adapting its buildings to future needs, integrating flexibility into designs and selecting materials with a focus on reducing embedded carbon.
- **SDG 11: Sustainable Cities and Communities** – By pursuing mixed-use urban developments that enhance local communities.
- **SDG 12: Responsible Consumption and Production** – By committing to the circular economy through waste reduction, on-site recycling, reuse of materials and raising awareness among employees and suppliers.
- **SDG 13: Climate Action** – By taking steps to achieve carbon neutrality in both corporate and portfolio-related greenhouse gas emissions.
- **SDG 15: Life on Land** – By minimising sealed surfaces and considering biodiversity in site development and management.

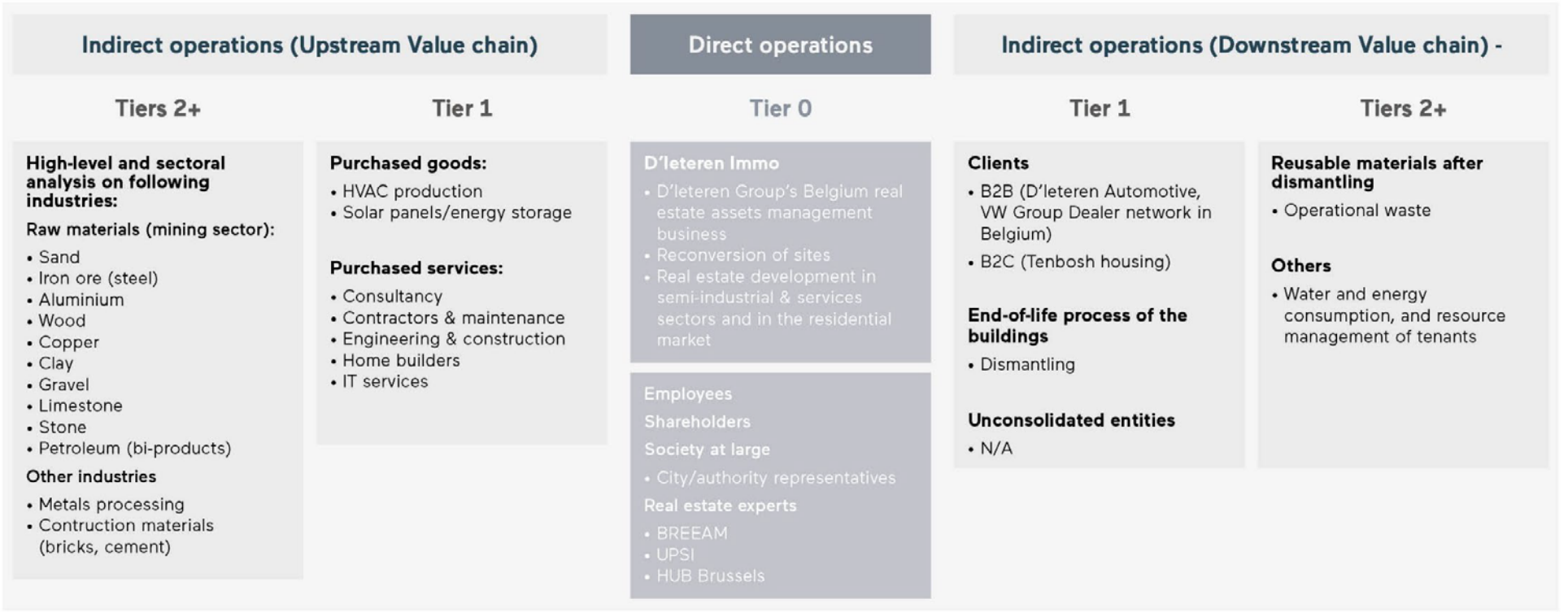
D'leteren Immo has integrated its Roadmap 2030 in its strategy in 2019. This roadmap integrates topics identified through its materiality analyses and through a survey gathering the views of multiple stakeholders (D'leteren Group Corporate and representatives from every team at D'leteren Immo) on priority ESG topics. D'leteren Immo's sustainability roadmap resulted in actions related to four key pillars:

- Improving the environmental and operational performance of its properties;
- Designing and building future-proof infrastructure;
- Moving towards carbon neutrality;
- Being a top employer.

Since 2019, in line with its sustainability strategy, D'Ieteren Immo has been working towards carbon neutrality through the Carbon Nada project. Approved by both the administrative management and supervisory bodies, this initiative focuses on enhancing the climate performance of its three main sites with a goal to achieve its Roadmap 2030 targets.

D'Ieteren Immo's value chain is tailored to the real estate sector. In the upstream segment, the construction sector encompasses various mining and material extraction industries. However, D'Ieteren Immo's real estate asset management only directly engages with tier-one suppliers of goods and services, including contractors and maintenance providers.

In the downstream segment, its primary customer is D'Ieteren Automotive, but this segment also extends to the potential dismantling of buildings and the environmental impact of tenants, such as through water and energy usage.



1.3.2. INTERESTS AND VIEWS OF STAKEHOLDERS SBM-2

The table below outlines the various ways in which D'Ieteren Immo engages with its stakeholders in its day to day operations, the methods of engagement and the key topics and concerns discussed through its engagement.

Why we engage	How we engage	Key topics and concerns discussed
Customers – D'Ieteren Immo's customers are mainly D'Ieteren Automotive with whom it is essential to keep a strong and lasting relationship.	Customer satisfaction survey Close relationships with tenants through regular discussion	Service quality Tenants' needs
Employees – Employees are key stakeholders and are essential to D'Ieteren Immo's success.	In January 2023, D'Ieteren Immo established a new staff council, the Athena Council, to represent and serve as a sounding board for the entire organisation. In 2024, the Athena Council organised an employee satisfaction survey Monthly newsletter Employee information sessions Annual review sessions	Employee well-being (including health & safety issues) Training and skills development
External stakeholders – To update on sustainability efforts and results and answer potential investor questions	Annual report	Financial and non-financial information D'Ieteren Immo's strategy and progress
Shareholders – To update the BoD and D'Ieteren Group on strategy, performance and alignment with objectives	Board meetings Regular touchpoints with the D'Ieteren Group team	Sustainability Financial performance Project updates
Value chain workers – The interests, views and rights of the company's value chain workers have a significant impact on D'Ieteren Immo.	External Ethics Helpline	Employee well-being Human rights violations which may lead to repercussions in D'Ieteren Immo's supplier agreements and contracts.

1.3.3. DOUBLE MATERIALITY ASSESSMENT RESULT SBM-3

The following disclosure is guided by the topics identified at the D'Ieteren Group level. As detailed in the consolidated chapter, the material topics for each individual business have been taken into account in the consolidation process. The results have demonstrated that the sustainability topics identified at the consolidated level mainly align with the individual materiality aspects of D'Ieteren Immo. The only exceptions are energy, waste, diversity and corporate culture in its own operations, as well as climate change adaptation in its value chain, which are material for the Group but not for D'Ieteren Immo. Consequently, although D'Ieteren Immo will report on these metrics as part of the consolidated disclosure for D'Ieteren Group, establishing policies, action plans and targets will not be the priority.

Due to the consolidation of material topics at the Group level, certain ESG topics identified in D'Ieteren Immo's DMA are no longer being considered. These topics include work-life balance, water discharge and land use change for its own operations. They also include corruption & bribery, pollution of water, water consumption/withdrawals and the health & safety of end users for its value chain. D'Ieteren Immo will focus on the consolidated material topics to ensure compliance with the CSRD while aligning with the Group's broader sustainability objectives.

1.4. Impact, risk and opportunity management

1.4.1. DOUBLE MATERIALITY ASSESSMENT PROCESS IRO-1

In 2023, D'Ieteren Immo conducted its Double Materiality Assessment with the assistance of an external party. The same external party and methodology was used for D'Ieteren Group's identification and application of IROs. Key stakeholders, including those impacted, and users of the sustainability report, provided insights into the specifics of D'Ieteren Immo's business and value chain during the process.

These stakeholders were both internal and external to the organisation and are the following:

- Employees
- Customers
- Local communities
- Suppliers, contractors
- Shareholders
- General management
- Risk management and finance teams
- Environmental experts
- Real estate experts
- External consultants.

The engagement with stakeholders was facilitated through a series of meetings and surveys, ensuring a comprehensive range of perspectives.

A thorough analysis was then carried out to refine D'Ieteren Immo's list of sustainability topics in line with the European Sustainability Reporting Standards (ESRS), resulting in a detailed selection of potentially material ESG topics. This filtering process considered various factors, including:

- Insights from D'Ieteren Immo's previous materiality assessments (2019);
- Sustainability Accounting Standards Board (SASB) standards, identifying financially material ESG factors;
- The MSCI ESG Industry Materiality Map;
- ESRS-mandated disclosure requirements (both sector-agnostic and sector-specific);
- Stakeholder feedback and expert recommendations;
- Relevant scientific and analytical research.

Looking at the inherent impacts and based on D'Ieteren Immo's sector, the assumption was taken that the impacts emanating from D'Ieteren Immo's operations were negative, not considering the mitigation measures implemented.

The same process was used to identify the IROs for all material topics mentioned in the following sections.

Exceptions were made for "sustainable buildings", "water discharges", "training and development skills", considering the weights of the positive impacts provided by those topics.

Based on the results of the Double Materiality Assessment, D'Ieteren Immo plans to prioritise addressing and integrating the high-priority material topics first.

1.4.2. GENERAL STATEMENT ON MINIMUM DISCLOSURE REQUIREMENTS FOR POLICIES, ACTIONS AND TARGETS MDR P, A & T

When no policies, actions, or targets are available in the following sections, it is often due to the fact that the first double materiality exercise has highlighted a number of new material topics for the business that have not yet been completely integrated. These new topics are a work in progress and will be further discussed for integration. For topics that are material at the Group level, but not at D'Ieteren Immo's level, no policies, actions, or targets are required as these will not become priority topics.

Additionally, information related to current and future financial resources (CapEx and OpEx) allocated to specific actions is not available (except when indicated otherwise). Unless specified otherwise, most actions are punctual or continuous actions that are not specifically tracked, or subjected to a specific time horizon for completion or budget, but are rather integrated as a part of daily operations and general strategy. Most of the time, no baseline values are set for targets. The evolution of progress towards targets is, rather, measured in a rolling way by making sure that year-on-year progress is perceived (except for climate related targets).

The metrics disclosed are validated through internal verification and by an external assurance provider. In some cases the metrics are compiled and processed by external consultants (CO_2 emissions, waste). No other external validation is sought by D'Ieteren Immo.

2. Environmental information

2.1. Climate change

2.1.1. CLIMATE PLAN E1-1

D'leteren Immo's climate change mitigation transition plan is a work in progress, with the objective of being finalised in 2026.

Until then, D'leteren Immo has made investments to support its future implementation through its Carbon Nada project, in particular by investing in energy efficiency, renewable energy and sustainable practices to achieve net-zero emissions by 2040.

EU Paris-aligned Benchmarks. The company is not excluded from the EU Paris-aligned Benchmarks, as D'leteren does not meet any of the criteria that could lead to exclusion.

2.1.2. IDENTIFICATION OF CLIMATE-RELATED IROS SBM-3 IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Climate change mitigation	Own operations	**Actual significant negative impact** By generating GHG emissions through its own operations, D'leteren Immo plays a role in contributing to climate change. The consequences include extreme weather events and biodiversity decline which, in turn, have adverse environmental and social impacts on ecosystems, livelihoods, human health, food production (GIEC IPCC AR6).	**Moderate risk** Considering the minor carbon footprint resulting from direct operations (excluding Scope 3), there are limited financial risks linked to D'leteren Immo's GHG emission reduction ambition to reach the Paris Agreement. However, investments linked to the decarbonisation of D'leteren Immo's portfolio have been estimated to be €38M over the next 10 years. D'leteren Immo aims to reduce its emissions by 52% by 2030 and become CO_2-neutral by 2040. This is a transition risk.	Medium term
	Value chain	**Actual moderate negative impact** GHG emissions contributing to climate change are also present in D'leteren Immo's value chain. Upstream, the extraction and processing of raw materials is usually energy intensive. Downstream, the occupation of buildings by tenants is a source of emissions (through energy use, etc).		
Climate change adaptation	Own operations		**Moderate opportunity** D'leteren Immo's sustainable buildings are considered the company's key opportunity regarding climate change adaptation. These buildings leverage energy and resource efficiency, induce higher revenues, meet customers' and stakeholders' expectations, and attract talent willing to have a meaningful and impactful career within the company. In addition, 40% of D'leteren Immo's electricity usage is covered by self-generated energy. This is a transition opportunity.	Medium term

		Impacts	Risks/opportunities	Time horizon (R/O)
Energy	Value chain	**Actual significant negative impact** These include environmental issues directly related to production and consumption throughout the value chain. Upstream, the extraction and production of materials is energy intensive. Downstream, the occupation of buildings by tenants can be more or less energy intensive depending on efficiency.		

The implementation of the Roadmap 2030 and the completion of the double materiality assessment were key starting points in shaping D'Ieteren Immo's environmental strategy.

In order to deepen the understanding of how climate change adaptation can have an impact on D'Ieteren Immo's activities, a TCFD **(Task Force on Climate-related Financial Disclosures)** exercise was undertaken in 2024 to identify the main risks and opportunities to which the company is exposed across its own operations and value chain in the short, medium and long term.

This process relies on scenario analysis based on the Intergovernmental Panel on Climate Change's (IPCC) sixth assessment supplemented by insights from the Network for Greening the Financial System (NGFS) Climate Scenarios 2022. The primary scenarios reflect two potential future realities:

- A low GHG emissions context: Net-Zero by 2050
- A high GHG emissions context: SSP 5-8.5

The process started with a review of the physical (acute and chronic) and transition (policy, market, reputation, technology and liability) risks and opportunities that have the potential to impact D'Ieteren Immo in the following time horizons:

- Short term: 0-5 years
- Medium term: 6-10 years
- Long term: >11 years

The identified risks and opportunities were assigned a quantitative vulnerability score (relating to the potential financial effect on the business) and a likelihood of occurrence in different plausible futures. The climate-related risks and opportunities with the highest combined vulnerability and likelihood of occurrence ratings were prioritised for further assessment using scenarios, market trends and sectors review. In 2025, a resilience analysis will be conducted for the most material risks in order to assess D'Ieteren Immo's ability to withstand and adapt to the impacts of climate change as well as to grasp the opportunities that are caused by it.

In addition, based on the results of the TCFD exercise, D'Ieteren Immo has initiated a quantification exercise for one of its most material risks with the ambition to better understand its potential financial impact and develop effective adaptation and mitigation strategies.

The results of the ongoing TCFD exercise will be disclosed following the approval by D'Ieteren Immo's management. The findings will also be integrated to update D'Ieteren Immo's double materiality assessment, if necessary.

2.1.3. POLICIES E1-2

Aside from its Roadmap 2030 and Carbon Nada project, D'leteren Immo does not yet have a formalised policy in place for climate change mitigation and adaptation. The company plans to establish such a policy in 2025. The policy will focus both on Climate Change Mitigation and Adaptation, as these have been identified as material topics in its own operations.

2.1.4. ACTIONS E1-3

As a real estate company, D'leteren Immo recognises the significant role of infrastructure as a major source of greenhouse gas emissions and is committed to supporting the transition to a carbon-neutral society. The company's overarching goal is to reduce greenhouse gas emissions by 52% by 2030, based on a 2019 baseline, and to achieve net-zero emissions by 2040. D'leteren Immo actively monitors both business-related and portfolio-related emissions and takes comprehensive measures to address each area.

The decarbonisation levers used to contribute to the achievement of the GHG emission reduction targets are the insulation of buildings, the implementation of energy-efficient building technologies, the transition to renewable energy sources, and the optimisation of heating, ventilation and air conditioning (HVAC) systems across the real estate portfolio. D'leteren Immo is dedicated to continuously improving the technologies used to achieve GHG emissions reduction targets.

To drive down portfolio-related emissions, D'leteren Immo invests not only in energy-efficient buildings but also in collaborative partnerships with tenants, maintenance companies and other stakeholders. These partnerships are essential to reaching the net-zero goal. In 2023, as part of the Carbon Nada project, D'leteren Immo implemented key measures identified in a 2022 feasibility study across its three highest energy-consuming sites: Kortenberg, Zaventem and Drogenbos. These initiatives focused on the decarbonisation levers related to energy efficiency, renewable energy integration and sustainable practices and are supporting the company's pathway to carbon neutrality. To ensure effective oversight, a dedicated Steering Committee has been established to monitor the progress of these efforts.

In 2024, D'leteren Immo implemented the following energy-reduction initiatives:

- Phase Two of the roof insulation at the Kortenberg warehouse;
- Roof and facade insulation for the hall in Lozenberg (Zaventem);
- Installation of 480 photovoltaic panels.

Additionally, D'leteren Immo aims to achieve CO_2 neutrality at the Drogenbos site by investing in building insulation, advanced air systems and heat pumps. While these outfitting works await approval, the investment has been postponed to 2025.

D'leteren Immo actively produces renewable energy and supplements it with the use of 100% green energy (from Belgian renewable energy sources, in particular wind turbines and solar panels) where necessary, with the ultimate goal of achieving full independence from purchased heat and electricity.

A notable step in reducing emissions was the introduction of a new car policy in 2021, followed by an accelerated implementation in 2022 which increased employee allowances for selecting electric vehicles. In 2023, this policy further evolved to exclusively support electric car options. As a result, the entire fleet is expected to be emission-free by 2030, with the final two combustion engine vehicles phased out by 2025.

D'leteren Immo actively monitors its overall carbon emissions and performs a high-level measurement of the emissions reduction associated with the actions taken.

The Roadmap 2030 allocates significant resources to meet the company's strategic sustainability goals. In 2024, D'leteren Immo invested roughly €2.2m in its energy reduction initiatives.

2.1.5. TARGETS E1-4

D'leteren Immo is committed to its role in the transition to a net-zero economy by reducing greenhouse gas emissions by 52% by 2030, based on a 2019 baseline, and to achieve net-zero emissions by 2040. These targets cover Scope 1, Scope 2 and Scope 3 emissions, without specifying individual contributions for each Scope. The process of achieving the targets is currently driven by internal initiatives. No decision has yet been made on the approach that will be used to reach net-zero in 2040 (GHG removals, carbon credits, or others.). However, it is on the agenda for the future.

The consistency of the targets with GHG inventory boundaries was assured by aligning them with the emissions sources and categories defined in the GHG Protocol standards. The inventory covers Scope 1, 2 & relevant Scope 3 emissions within operational boundaries, and the reduction targets are directly linked to the emissions included in this Scope. The 2030 target is a gross target which does not include any GHG removals, carbon credits or avoided emissions by means of achieving the GHG emissions reduction target. The 2030 and 2040 targets have been calculated with the market based method.

2019 was established as the base year, with a baseline value of 7,838 tonnes of CO_{2e}. Starting from 2030, the base year and/or GHG emission reduction targets will be updated at five-year intervals. It has been ensured that the baseline value against which progress is measured is representative in terms of the activities covered and the influences from external factors through a simplified process. No complex methods, such as normalisation or using a three-year average, were used. The baseline value and base year may change in the event of significant alterations to the targets or reporting boundary, for example, due to major changes in business activities.

D'Ieteren Immo used the SBTi Corporate near-term tool to determine its GHG emissions reduction target. The target is compatible with limiting global warming to 1.5°C, however it has not yet been submitted to the SBTi database. D'Ieteren Immo has not used a sectoral decarbonisation pathway and the target has not yet been externally assured. However, it is based on conclusive scientific evidence. When setting critical assumptions for the GHG emissions reduction target, future developments were considered. It is recognised that these factors will affect both GHG emissions and efforts to reduce emissions as shifts in customer preferences could drive demand for more sustainable products, regulatory factors might impose stricter emission reduction requirements and new technologies could enable more efficient processes and lower emissions. Additionally, customers, suppliers and real estate experts were involved through a survey to determine the target.

A diverse range of climate scenarios was considered to determine effective decarbonisation levers, including scenarios compatible with limiting global warming to 1.5°C. These scenarios identified potential market and regulatory developments that could impact the strategy in the future. This consideration has allowed D'Ieteren Immo to identify the most relevant decarbonisation actions for its real estate operations.

In 2024, emission reductions amounted to 43% compared to 2019. Progress towards the target is monitored by installing smart monitoring on sites and reviewing annual reports that track reductions in Scope 1, 2 and 3 emissions.

Future Ambitions: The company aspires to implement smart monitoring across all sites, enhancing energy efficiency and emission tracking. Currently, 55% of sites have smart monitoring in place. No target year has been established for full implementation at this time.

2.1.6. ENERGY CONSUMPTION AND MIX E1-5

Energy consumption and mix	Unit	2024
Fuel consumption from coal and coal products	MWh	0
Fuel consumption from crude oil and petroleum products	MWh	153
Fuel consumption from natural gas	MWh	229
Fuel consumption from other fossil sources	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources	MWh	14
Total fossil energy consumption	**MWh**	**396**
Share of consumption from fossil sources in total energy consumption	%	66%
Consumption from nuclear sources	**MWh**	**0**
Share of consumption from nuclear sources in total energy consumption	%	0%
Fuel consumption from renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.)	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources	MWh	183
Consumption of self-generated non-fuel renewable energy	MWh	20
Total renewable energy consumption	**MWh**	**203**
Share of consumption from renewable sources in total energy consumption	%	34%
Total energy consumption	**MWh**	**598**

Energy production	Unit	2024
Non-renewable energy production	MWh	0
Renewable energy production	MWh	20

Energy intensity per net revenue	Unit	2024
Total energy consumption from activities in high climate impact sectors per net revenue from activities in high climate impact sectors	MWh/€m	23

2.1.7. GROSS SCOPES 1, 2, 3 AND TOTAL GHG EMISSIONS E1-6

		Retrospective		Milestones and target years
	2019 (base year)	2024	2030	Annual % target / base year
Scope 1 GHG emissions				
Gross Scope 1 GHG emissions (tCO2eq)	**148**	**78**	**71**	**7%**
Scope 2 GHG emissions				
Gross location-based Scope 2 GHG emissions (tCO2eq)	**-**	**32**	**-**	**-**
Gross market-based Scope 2 GHG emissions (tCO2eq)	**16**	**2**	**8**	**7%**
Significant Scope 3 GHG emissions				
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	**7,674**	**4,388**	**3,684**	**7%**
1 Purchased goods and services	19	-		
2 Capital goods	-	12		
3 Fuel and energy-related activities (not included in Scope 1 or Scope 2)	37	19		
6 Business travel	5	-		
7 Employee commuting	15	18		
13 Downstream leased assets (location-based)	-	6,419		
13 Downstream leased assets (market-based)	7,598	4,340		
Total GHG emissions				
Total GHG emissions (location-based) (tCO2eq)	**-**	**6,576**	**-**	**-**
Total GHG emissions (market-based) (tCO2eq)	**7,838**	**4,468**	**-**	**7%**

Revenue information	**2024**
Net revenue used to calculate GHG intensity (€m)	26.2
Net revenue (other) (€m)	0
Total net revenue (in financial statements) (€m)	26.2

GHG intensity per net revenue	**2024**
Total GHG emissions (location-based) per net revenue (tCO2eq/€m)	251
Total GHG emissions (market-based) per net revenue (tCO2eq/€m)	171

2.2. Pollution and water in the value chain

2.2.1. IDENTIFICATION OF POLLUTION AND WATER-RELATED IROS IRO-1

		Impacts	Risks/opportunities
Pollution	Value chain	**Actual significant negative impact** Air pollution is present throughout the value chain. Both short and long term exposure to air pollutants have been associated with health impacts. Consequently, air pollution has an impact on health systems and causes diseases and increases costs for social security and society. In the same vein as humans, entire ecosystems can suffer the effects from air pollution as particles can directly contaminate the surface of bodies of water and soil. Air pollution also impacts the environment by reducing visibility and blocking sunlight, causing acid rain, and harming forests, wildlife and agriculture.	
Water		**Actual significant negative impact** **Water consumption** from real estate industries affects water resources and supplies and can contribute to water shortages. Significant consumption of water can affect communities depending on that resource. Furthermore, the amount of water withdrawn and consumed by a company has an impact on the functioning of the ecosystem and on the quality of life in an area. **Water discharge:** Water discharges from tenant usage can have an impact on water quality	

The company has not conducted screenings of its site locations or those within the value chain, nor has it engaged in consultations with communities impacted by its value chain to identify IROs for these material topics.

2.2.2. POLICIES E2-1 E3-1

D'Ieteren Immo does not have a specific policy related to pollution and water in the value chain. However, the company operates within a strict social and legal framework, placing great importance on a Sustainable Procurement Charter and comprehensive supplier management. All purchases from key suppliers are in compliance with a basic charter for sustainable purchasing and the company's Code of Ethics extends to all suppliers.

The D'Ieteren Immo's procurement charter of establishes fundamental environmental principles, including:

- **Continuous Improvement:** Suppliers are expected to enhance the sustainability of their products and services, focusing on raw materials, resource efficiency, performance and end-of-life impacts.
- **Environmental Caution:** Suppliers are encouraged to apply the precautionary principle regarding environmental issues.
- **Responsibility Initiatives:** Suppliers are urged to take initiatives that promote increased environmental responsibility.
- **Support for Green Technology:** Suppliers are encouraged to foster the development and adoption of environmentally friendly technologies.

D'Ieteren Immo aims to implement a policy addressing material value chain topics in 2025.

2.2.3. ACTIONS E2-2 E3-2

Given its position as a smaller player in the Belgian market and within D'Ieteren Group, D'Ieteren Immo does not impose specific actions on its value chain.

However, 80% of D'Ieteren Immo's assets have several law compliant measures in place to limit pollution. For example:

- **Air Pollution:** Air filters and ventilation units are installed to reduce air pollution.
- **Water Pollution**: Drip trays and oil separators are provided in areas such as car parks with permeable bottoms, ensuring that pollutants are separated before water reaches the soil.

For new buildings and permits, D'Ieteren Immo's standards include a provision for water reuse. For existing buildings, an analysis is conducted to determine which buildings should be prioritised for the implementation of water reuse measures.

2.2.4. TARGETS E2-3 E3-3

D'Ieteren Immo does not currently set specific targets for its value chain concerning pollution and water.

2.3. Biodiversity and ecosystems in the value chain

2.3.1. TRANSITION PLAN FOR BIODIVERSITY E4-1

D'Ieteren Immo does not yet have a formal transition plan for biodiversity and ecosystems. However, the company's design teams recognise the importance and opportunities of integrating biodiverse green spaces into project plans. When applicable, D'Ieteren Immo invests in biodiverse green spaces, often complemented by sustainable measures such as infrastructure for natural rainwater infiltration.

For example, the D'Ieteren Park project encompasses a broad range of future-proof initiatives, including the creation of a comprehensive green-blue network along the Kortenberg site's roadway, a primary project goal. This development incorporates over 25,000 m² of biodiverse green areas to support local flora and fauna and create a park-like environment for residents. Additionally, around 7,800 m² of rainwater infrastructure is planned for effective water management within the project area. In other words, D'Ieteren Immo is currently investing in biodiversity for its value chain where it has influence. This has become a standard for every new site being developed. Currently, 6 out of 36 sites have a green plan in place. This is also emphasised in the *Roadmap 2030*.

2.3.2. IDENTIFICATION OF BIODIVERSITY-RELATED IROS SBM-3 IRO-1

		Impacts	Risks/opportunities
Biodiversity	Value chain	**Actual significant negative impact** Land use for exploration and natural resource extraction as well as the construction of manufacturing plants negatively impact the environment by contributing/accelerating to, inter alia, biodiversity loss, habitat destruction, deforestation, soil erosion. This land use change alters the quality, availability and configuration of habitat resources. Land use changes might also have an adverse impact on a community's livelihood as they influence the ecosystems and natural resources that local populations are depending on (AAEA).	

No detailed analysis was performed to identify which sites are near biodiversity-sensitive areas and to assess the extent of the potential harm to these areas or natural habitats. D'Ieteren Immo has neither identified nor assessed its dependencies on biodiversity and ecosystem services, nor evaluated potential transition and physical risks and opportunities, considered potential systemic risks, or engaged with potentially affected communities as required by the CSRD. As a result, no specific biodiversity mitigation measures have been identified.

2.3.3. POLICIES, ACTIONS & TARGETS E4-2, -3, -4

Please refer to section 2.2.2. The Sustainable Procurement Charter also supports biodiversity and ecosystems throughout the value chain. However, D'Ieteren Immo does not have a specific policy related to biodiversity and ecosystems.

D'Ieteren Immo does not currently set specific actions or targets for its value chain concerning biodiversity and ecosystems.

2.4. Resource use and circular economy

2.4.1. IDENTIFICATION OF IROS RELATED TO RESOURCE USE AND CIRCULAR ECONOMY IRO-1

The waste generated by D'Ieteren Immo's offices, which only house about 60 people (including non-employees), is considered immaterial. Consequently, no material IROs related to waste were identified in D'Ieteren Immo's own operations.

However, research from the double materiality process indicates that the real estate industry is one of the largest consumers of the world's raw materials. This places D'Ieteren Immo's value chain at risk of resource scarcity and could potentiality cause environmental harm.

		Impacts	Risks/opportunities	Time horizon (R/O)
Resource inflows	Value chain	**Actual moderate negative impact** The primary extraction of raw materials is energy-intensive and their exploitation is often related to serious direct intrusions into ecosystems and habitats. Mining activities are often linked to human rights violations and can have adverse impacts on local communities e.g. voluntary or involuntary movement of affected people from their original abode and/or socio-economic activities (European Parliament, 2022).	**Moderate risk** The main risks for D'Ieteren Immo concern the scarcity of raw materials, which could lead to delays in the supply of those materials and induce delays in the construction of buildings. This could lead to penalties to be paid by D'Ieteren Immo to prospective tenants. Furthermore, due to the Covid-19 crisis, the Ukraine war and general inflation, building material prices have risen considerably over recent years and the trend does not look like reversing, which could lead to increased costs for D'Ieteren Immo.	Medium term

		Impacts	Risks/opportunities
Resource outflows	Value chain	**Actual moderate negative impact** The real estate industry consumes vast amounts of raw materials, leading to significant resource outflows. Downstream, construction and demolition generate substantial waste. By adopting circularity concepts such as reusability, durability and sourcing recycled materials, the industry can reduce these outflows and mitigate the environmental impact.	
Waste	Value chain	**Actual moderate negative impact** Depending on the disposal and potential recycling method, waste can generate an impact on biodiversity, pollution of air and water and hence impact local communities. Hazardous waste materials are adversely impacting the environment and surrounded biodiversity. Practices to reduce waste help mitigate the environmental impacts associated with waste disposal and consumption of limited resources.	

2.4.2. POLICIES E5-1

Own operations: D'Ieteren Immo does not currently have a policy in place for managing waste within its own operations as it is not a material topic.

Value chain: Please refer to section 2.2.2. The Sustainable Procurement Charter also supports resource use and circular economy throughout the value chain.

2.4.3. ACTIONS E5-2

Some actions are conducted at the company's own operations level and have positive repercussions on the upstream and downstream value chain.

Waste Management: Despite it being not material, D'Ieteren Immo recognises the importance of providing on-site infrastructure for waste sorting and recycling for all building occupants and their activities.

Circularity in Design, Construction and Use: D'Ieteren Immo focuses on the integration of circularity principles in design and construction, and use processes across its construction and renovation projects. In construction, for example, the life cycle of materials is considered to determine the best choice of materials.

The company's approach to infrastructure is future-focused, creating adaptable living and working spaces designed to meet both current and anticipated needs while minimising the environmental impact. For significant construction projects such as Mobilis and D'Ieteren Park in 2024, D'Ieteren Immo seeks BREEAM New Construction certification, which evaluates sustainability across water, energy, mobility, circularity and other factors through all the phases of a building's life cycle, from design to adaptability. To assess progress, the company evaluates the number of projects that comply with BREEAM New Construction standards. In 2024, the company continued investing in the Mobilis project to achieve an "Outstanding" BREEAM certification for the construction phase. Initial assessments of D'Ieteren Park indicate it will also reach this level. Mobilis, due for completion in 2025, will combine urban industry, manufacturing and commercial activities in a flexible, energy-neutral building with easily adaptable interior platforms to support future use by making it more prone to repurposing to avoid demolition/reconstruction.

Circular design principles have been foundational for the D'Ieteren Park project in 2024, to be completed in 2025. Wherever possible, the project has opted for renovating existing buildings over demolition and dismantled materials were repurposed within the development.

Another example of D'Ieteren Immo's commitment to circularity is the Circularium project at the former Anderlecht Centre, now in its fifth year, which hosts over 25 organisations and start-ups focused on circular activities.

To align new small and medium-sized projects with sustainability objectives, D'Ieteren Immo finalised and implemented its Internal Project Guidelines in 2023. These guidelines provide detailed criteria for sustainable decision-making from concept through design. In 2024, the application of these guidelines was systematically tracked through the software used for project management, ensuring consistent alignment with the company's sustainability strategy across projects.

2.4.4. TARGETS E5-3

D'Ieteren Immo does not currently set specific targets for its value chain concerning resource use and circular economy.

2.4.5. RESOURCE INFLOWS E5-4

D'Ieteren Immo does not currently maintain a comprehensive list of all the materials used in its upstream value chain. However, typical materials used in building can be at risk due to climate change such as cement, sand, wood, mineral wool, steel. The design teams adhere to internal Project Guidelines, which are structured around three core principles that guide the reduction of material use, the selection of sustainable alternatives and the efficient use of materials throughout projects.

2.4.6. RESOURCE OUTFLOWS E5-5

D'Ieteren Immo's waste comprises PMD (Plastic packaging, Metal packaging and Drinking cartons), general waste and paper. The figures for PMD and general waste are currently based on assumptions, while paper waste (printed paper) is tracked and recorded through a ticketing system.

Non-recycled waste	Unit	2024
Total amount of non-recycled waste	**Tonnes**	**11**
Percentage of non-recycled waste	**%**	**66**

Waste-related data	Unit	2024
Total amount of waste generated	**Tonnes**	**17**
Total amount of hazardous waste	**Tonnes**	**-**
Total amount by weight diverted from disposal	**Tonnes**	**9**
Total hazardous waste generated diverted from disposal	Tonnes	-
Total hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	-
Total hazardous waste generated diverted from disposal to recycling	Tonnes	-
Total hazardous waste generated diverted from disposal to other recovery operations	Tonnes	-
Total non-hazardous waste generated diverted from disposal	Tonnes	9
Total non-hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	-
Total non-hazardous waste generated diverted from disposal to recycling	Tonnes	6
Total non-hazardous waste generated diverted from disposal to other recovery operations	Tonnes	3
Total amount by weight directed to disposal	**Tonnes**	**8**
Total hazardous waste generated directed to disposal	Tonnes	-
Total hazardous waste generated directed to incineration	Tonnes	-
Total hazardous waste generated directed to landfill	Tonnes	-
Total hazardous waste generated directed to other disposal operations	Tonnes	-
Total non-hazardous waste generated directed to disposal	Tonnes	8
Total non-hazardous waste generated directed to incineration	Tonnes	8
Total non-hazardous waste generated directed to landfill	Tonnes	0.02
Total non-hazardous waste generated directed to other disposal operations	Tonnes	0

3. Social information

3.1. Own workforce

3.1.1. OWN WORKFORCE IROS SBM-3

		Impacts	Risks/opportunities	Time horizon (R/O)
Health and safety	Own operations	**Actual moderate negative impact** Health and safety breaches can lead to injuries and deaths. Scandals related to the failure to respect safety rules may lead to, inter alia, society losing confidence in the real estate sector. Incidents with days away from work can have far reaching ramifications for the employee but also the family. Work injuries and illness have societal costs, such as health-care costs, productivity (indirect) costs and health-related quality of life costs. Those accidents are economic and societal burdens.	**Moderate risk** The main health and safety risks have direct (e.g. salary) and indirect (e.g. cost of replacement) operational costs linked to an employee, injury, burnout and/or absenteeism. The estimated direct costs due to lost days (illness or accident) was estimated at € 119,920 (costs based on the salary of missed days by employees). These only include direct costs while indirect costs may be 2-5 times higher.	Short term
Training and development		**Actual moderate positive impact** Investing in employees' personal growth through training and development programmes fosters their well-being as it enables them to feel valued and brings a greater sense of purpose, belonging and worthiness. Learning and development also boosts brain health and employability. A company can prepare its employees to meet future challenges and gives them the opportunity to develop themselves.		

No material IROs related to diversity have been identified within D'Ieteren Immo.

These material topics align with D'Ieteren Immo's business strategy and are integrated into its *Roadmap 2030*. Employee well-being and maintaining a healthy work-life balance are becoming increasingly important in today's context. Over the next five years, D'Ieteren Immo aims to ensure its team continues to improve by enhancing knowledge, expertise and soft skills. The company actively promotes personal and professional growth opportunities.

Employees are divided into four departments based on their roles: Finance, Asset Management, Property Management and Architecture. Most of the company's non-employees are self-employed architects who assist in designing buildings. Additionally, external consultants support the company in advancing its sustainability strategy.

3.1.2. POLICIES S1-1

D'Ieteren Immo has not yet implemented specific policies to address material IROs related to its own workforce, such as a workplace accident prevention policy. However, to attract and retain top talent, the company plans to introduce a recruitment and career policy in 2025 that emphasises development through shared values, soft skills and technical expertise. Additionally, insights from the Employee Satisfaction survey will be used to refine the HR policy and include Health & Safety aspects.

Issues such as trafficking, forced or compulsory labour and child labour within the workforce are indirectly addressed in the Code of Ethics and through a Whistleblowing policy in line with Belgian law. These frameworks ensure compliance with UN and OECD guidelines. More information can be found under section 4.1.3. It is, however, important to note that being a 100% Belgian company, trafficking, forced labour and child labour are not material topics for D'Ieteren Immo's own operations.

Although D'Ieteren Immo has not formalised its policies, it fully complies with Belgian labour laws. The company provides various policies to enhance employee experience and well-being, including vacation policies, mobility policies, a bike lease plan and certain labour regulations.

3.1.3. ENGAGEMENT WITH THE WORKFORCE S1-2

At D'Ieteren Immo, employee engagement is led by the Workforce Manager, who ensures that all matters impacting the workforce are effectively addressed. Through annual

evaluation meetings, employees are encouraged to express their concerns, which are complemented by a yearly satisfaction survey to assess well-being and identify improvement areas to integrate into the *Roadmap 2030*.

The organisation's *Roadmap 2030* outlines four strategic areas focused on enhancing employee well-being, which tackle both development and health & safety:

- **Creating Meaningful Jobs:** Developing roles that foster purpose and fulfilment.
- **Promoting Personal and Professional Growth:** Offering opportunities that support skills development and career advancement.
- **Providing a Stimulating, Healthy Work Environment:** Establishing a workplace that promotes physical and mental health.
- **Enhancing Governance Structures for Employee Well-being:** Strengthening organisational structures to improve transparency and employee engagement.

In 2023, D'leteren Immo founded *Athena*, an interdisciplinary council of representatives dedicated to advancing social and governance objectives within the *Roadmap 2030*. Meeting monthly, Athena serves as a key advisory group for the organisation, addressing feedback and workforce concerns across the company. These include topics such as Health & Safety, Training & Development and Diversity.

D'leteren Immo does not currently identify workers that may be particularly vulnerable to impacts or who are marginalised. Since a culture of open communication and transparency is encouraged, no such distinctions are made.

3.1.4. PROCESSES TO REMEDIATE IMPACTS AND CHANNELS TO RAISE CONCERNS S1-3

D'leteren Immo fosters an environment of open communication and managerial accessibility, enabling employees to share their concerns directly with their supervisors. Additionally, the Athena Council acts as an organisational feedback channel, through which regular discussions are held with the Executive Committee, ensuring that employees' voices are consistently heard at the highest level.

D'leteren Immo employs an external provider to manage its Whistleblowing processes. As part of the Whistleblowing policy, everyone who uses the helpline is guaranteed 100% confidentiality and protection. This mechanism also serves as a grievance and complaints handling system related to all types of employee matters.

Both processes were highlighted during a Show 'n Tell session and are accessible 24/7 through the main menu of the company's intranet. Both the email address for the Athena Council and the external provider are prominently displayed. Additionally, these resources are regularly reinforced through the company newsletter.

The Athena Council tracks the number of concerns received via their email address and similar tracking is conducted by the external provider. An annual report is received summarising the cases handled by the external provider.

Through open, transparent and consistent communication, D'leteren Immo ensures these processes are effective and trusted by employees.

3.1.5. MANAGING IMPACTS ON THE WORKFORCE S1-4

The yearly satisfaction survey gathers insights on employee views on key material topics, with the dual purpose of mitigating concerns and preventing future issues, and enhancing the effects of positive impacts. The company prioritises specific topics by analysing their satisfaction scores. Athena and the Executive Committee determine which areas require concrete actions to be implemented based on the survey results. Topics with satisfaction levels below 85% are identified as areas for attention. Topics that score below 65% or which are experiencing a decline of more than 20% compared to the previous year are designated as action points. The results are announced annually by Athena to the employees, and updates on this are emphasised through frequent newsletters and Show 'n Tell events.

Four topics emerged as priorities for the material topics of Health & Safety and Training & Development, each requiring targeted actions:

- **Internal Communication:** Additional initiatives will be launched by Athena and/or the Executive Committee to enhance communication.
- **Work-Life Balance:** Athena and the Executive Committee will collaborate further to develop actions around this theme.
- **Career Opportunities:** Athena has tasked the Executive Committee with exploring these challenges and taking initiatives to improve career prospects within the organisation.
- **Feedback Opportunities:** Athena will continue working with the Executive Committee to provide better opportunities for constructive feedback.

Show 'n Tell events are organised to engage with workers and to create a motivated team with strong internal and external relationships, It fosters the sharing of knowledge and expertise within the company through gatherings where employees, working groups, or experts can share insights on relevant topics.

While it is only material at the Group level, D'leteren Immo remains committed to fostering a fair and diverse workplace, offering equal opportunities regardless of gender, age, cultural background, physical ability, or other factors. The company ensures hiring decisions are based solely on skills, potential and achievements. Since 2021, it has actively monitored gender representation and closed the pay gap. To further support inclusion and transparency, the Executive Committee regularly communicates on key business topics and decisions.

3.1.6. TARGETS S1-5

D'leteren Immo does not currently have time-bound or outcome-oriented targets related to reducing negative impacts, advancing positive impacts, or managing material risks and opportunities concerning its own workforce.

However, D'leteren Immo monitors participation rates in the survey and has set a target satisfaction score of 80% or higher for 2024. Although the satisfaction score reached 84.1% last year, it has since declined to 74.4%. In response, the Executive Committee, together

with Athena, has pinpointed key focus areas and designed action points to raise satisfaction levels by 2025. These actions are currently in the planning phase and have yet to be implemented.

D'leteren Immo also monitors the training hours provided to employees, although there is no set target for this topic.

3.1.7. CHARACTERISTICS OF EMPLOYEES S1-6

Employment characteristic					2024
Headcount	**Female**	**Male**	**Other**	**Not disclosed**	**Total**
Employees	16	27	-	-	**43**
Permanent employees	16	27	-	-	**43**
Temporary employees	0	0	0	0	**0**
Non-guaranteed hours employees	0	0	0	0	**0**

Headcount by country	2024
Belgium	43

Turnover	Unit	2024
Total employee turnover	n	1
Employee turnover rate	%	2.33

3.1.8. NON-EMPLOYEES S1-7

Non-employees	2024
Total number of non-employees in the workforce	14

3.1.9. DIVERSITY METRICS S1-9

Employees in top management by gender	Headcount	Share
Male	3	60%
Female	2	40%
Other	-	-
Not disclosed	-	-
Total employees	5	

Age distribution of employees	Headcount	Share
Under 30 years old	0	0%
Between 30 and 50 years old	26	60%
Over 50 years old	17	40%

3.1.10. HEALTH AND SAFETY S1-14

Health and safety management			2024
	Employees	**Non-employees**	**Total**
Percentage of employees covered by H&S management system	100%	-(1)	**0%**
Number of fatalities due to work-related injuries and ill health	0	0	**0**
Number of recordable work-related accidents	2	0	**2**
Rate of recordable work-related accidents	466.8	-(1)	**466.8**

(1) The phase-in option is used for this data. The total is not calculated as information related to non-employees is not available.

	2024(1)
Employee cases of recordable work-related ill-health	-
Days lost to work-related injuries, ill health and fatalities	-

(1) The phase-in option is used for this data.

3.1.11. INCIDENTS, COMPLAINTS AND SEVERE HUMAN RIGHTS IMPACTS S1-17

No incidents, complaints, or significant human rights impacts were reported in 2024.

	2024
Number of incidents of discrimination within own workforce (including harassment)	0
Number of complaints to the company (including grievances)	0
Number of complaints filed to National Contact Points for OECD Multinational Enterprises	0
Total amount of fines, penalties and compensation (€m)	0

3.2. Workers in the value chain

3.2.1. VALUE CHAIN WORKERS IROS SBM-3

		Impacts	Risks/opportunities	Time horizon (R/O)
Child/ Forced labour	Value chain	**Potential moderate negative impact** Child labour and other serious human rights abuses in the global real estate industry, and more specifically in raw materials extraction and manufacturing processes, remain widespread and these issues are exacerbated by high risks of corruption. Human Rights are still highly salient in the real estate supply chain. These abuses are negatively impacting the rights and health and safety of the populations concerned.	**Moderate risk** The occurrence of child labour and/or forced labour abuses within the company's value chain may constitute operational risks, due to supply disruptions, and reputational damage potentially impacting sales and investor confidence, or/and initiate non-compliance risks for D'leteren Immo	Short term
Health and safety		**Actual significant negative impact** Health and safety breaches can lead to injuries and deaths. Scandals related to the failure to respect safety rules may lead to, inter alia, society losing confidence in the real estate sector. Incidents with day away from work can have far reaching ramifications for the employee but also the family. Work injuries and illness have societal costs, such as health-care costs, productivity (indirect) costs and health-related quality of life costs. Those accidents are economic and societal burdens.		

The workers within D'leteren Immo's value chain who are likely to be materially impacted include:

- Workers at D'leteren Immo's sites who are not part of the company's own workforce, such as those involved in outsourcing activities for building construction, site maintenance, or renovations.
- Workers in D'leteren Immo's upstream value chain, such as those engaged in the extraction of metals or minerals used in the production of building materials.

Child labour and forced labour continue to be prevalent in the extraction of raw materials and manufacturing processes. While D'leteren Immo does not have a detailed overview of countries within its value chain, health and safety concerns are more frequently linked to specific incidents occurring during construction or renovation projects at its sites in Belgium.

3.2.2. POLICIES S2-1

D'leteren Immo operates within a strict social and legal framework, attaching great importance to a Sustainable Procurement Charter and thorough supplier management. All purchases from key suppliers (suppliers who are seen as long-term business partners, providing high-value products or services that are essential for the smooth and occasional development activities of the company) are in compliance with a basic charter for sustainable purchasing. The charter incorporates the 10 fundamental principles of the United Nations Global Compact and covers all upstream value chain workers. The head of architecture and head of property are responsible for the implementation of the charter.

Additionally, the organisation's Code of Ethics also applies to all its suppliers although the company does not have a specific code of conduct for suppliers.

Regarding workers in the value chain, the procurement charter upholds fundamental principles, including:

- Supporting and respecting internationally recognised human rights within their sphere of influence.
- Ensuring that suppliers are not complicit in human rights violations.
- Respecting freedom of association and recognising the right to collective bargaining.
- Abolishing all forms of compulsory or forced labour.
- Abolishing child labour.
- Combating discrimination in employment and occupation.
- Fighting all forms of corruption, including extortion and bribery.

This ensures that material topics such as Health & Safety and Child/Forced Labour are covered. While it explicitly addresses forced or compulsory labour and child labour, human trafficking is not included.

3.2.3. ENGAGEMENT WITH VALUE CHAIN WORKERS S2-2

To ensure engagement with value chain workers, D'Ieteren Immo has a formal channel for workers to report workplace concerns. It is detailed in the following section. Additionally, during construction, D'Ieteren Immo conducts several site meetings, with a safety coordinator providing guidance on all projects. Depending on the situation and type of engagement, D'Ieteren Immo may interact directly with the value chain worker or their legitimate representative. However, D'Ieteren Immo does not have a formal procedure outlining the stages, types, or frequency of engagement, as this varies with each project or situation.

The heads of architecture and property are responsible for overseeing this engagement. During site meetings with the safety coordinator, the company evaluates the immediate effectiveness of the actions taken. However, D'Ieteren Immo does not track the annual effectiveness of the charter.

3.2.4. PROCESSES TO REMEDIATE IMPACTS AND CHANNELS TO RAISE CONCERNS S2-3

As mentioned, D'Ieteren Immo has established a formal channel for workers to report workplace concerns. Workers can send an email to an external party, who then forwards the information to the appropriate D'Ieteren Immo employee for resolution. When signing a new supplier contract, suppliers are required to inform value chain workers of the existence of this formal reporting channel. The effectiveness of the communication by suppliers is not verified by D'Ieteren Immo.

In the event of a violation of rights or conditions, D'Ieteren Immo takes corrective action by addressing the issue in a meeting to ensure prompt resolution. The external party tracks the number of concerns received via email and provides them to D'Ieteren Immo. As stated in section 3.2.2, the Code of Ethics applies to all suppliers, ensuring the individuals who use the reporting channel are protected against retaliation. No reports were made through this channel regarding the upstream or downstream value chain in 2024 or before.

3.2.5. MANAGING IMPACTS ON THE VALUE CHAIN WORKERS S2-4

The sustainable procurement charter ensures the company avoids or minimises any negative material impact and requires the same commitments from its suppliers. To reinforce ethical and sustainable practices, each major supplier is also required to sign an addendum to their contract that covers business ethics and sustainable operations. Additionally, D'Ieteren Immo incorporates various ethics and sustainability criteria into its decision-making process for significant procurement activities, supporting responsible sourcing. While D'Ieteren Immo implements a number of actions with the objective to avoid any type of impact on human rights in its value chain, it remains hard to effectively monitor the effectiveness of these actions.

Due to the company's collaboration with construction subcontractors and other partners, working conditions are regularly monitored through site inspections. A safety coordinator is responsible for providing guidance on all construction projects. If a material risk occurs, the safety coordinator steps in to provide remedies and organises a meeting to address the issue.

D'Ieteren Immo does not have a specific, written process for determining what actions are necessary or appropriate to respond to particular impacts as the approach varies depending on the situation.

No severe human rights issues or incidents have been reported within its upstream or downstream value chain. The resources used to manage its material impacts include financial, human and technological resources.

3.2.6. TARGETS S2-5

D'Ieteren Immo does not currently set specific targets related to workers in the value chain.

4. Governance

4.1. Business Conduct

4.1.1. THE ROLE OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES GOV-1

Business ethics are monitored by the CEO and the Executive Committee and reported to the Board of Directors. The administrative, management and supervisory bodies are thoroughly trained on these matters and consistently incorporate these principles into their daily work, ensuring they are actively promoted among and upheld by employees.

4.1.2. IDENTIFICATION OF BUSINESS CONDUCT IROS IRO-1

		Impacts	Risks/opportunities	Time horizon (R/O)
Corruption & bribery	Own operations		**Moderate risk** Cases of corruption & bribery can occur for information gathering or during transactions to influence decision makers. This could result in a penalty, losing talent (prospects or current talent in the firm) and loss of business.	Medium term

D'leteren Immo operates in Belgium within the real estate asset management sector, which is governed by various formal regulations and guidelines concerning business conduct. The following stakeholders were considered in the identification of material IROs: employees, contractors, suppliers, partners for materials' end-of-life, financial institutions, internal experts and external experts. Their perspectives have been gathered through interviews and a survey.

4.1.3. BUSINESS CONDUCT POLICIES AND CORPORATE CULTURE G1-1

Since 2021, D'leteren Immo has maintained its own Code of Ethics, providing guidance on general principles of business ethics and specific protocols for various situations. Key objectives and contents are:

- Employees must act in line with ethics, fair business principles and the company's code.
- Conflicts of interest are to be avoided, especially with customers, contractors, suppliers and third parties.
- Gifts or benefits exceeding usual year-end tokens are to be rejected.
- Advantages to government officials or others may not be offered.
- Using or sharing insider knowledge for personal gain during and after employment is to be avoided.

This Code enables a procedure to allow employees and suppliers to identify and report unlawful behaviour. While D'leteren Immo does not have specific anti-corruption or anti-bribery policies in line with the United Nations Convention against Corruption, it does have a Whistleblowing procedure that is accessible to both employees and suppliers. The procedure is in accordance with the applicable law transposing Directive (EU) 2019/1937 of the European Parliament and of the Council.

The company actively establishes, develops, promotes and evaluates its corporate culture through annual employee and customer satisfaction surveys.

D'leteren Immo currently lacks a policy for training within the organisation on business conduct. Given the nature of the industry in which D'leteren Immo operates, it is recognised that all roles within the organisation are at risk for corruption or bribery.

4.1.4. PREVENTION AND DETECTION OF CORRUPTION AND BRIBERY G1-3

Through the Ethics Helpline, the Whistleblowing Procedure and the Sustainable Procurement Charter, both employees and suppliers are informed about corruption and bribery and are equipped with the knowledge on how to prevent, detect and address such action. The Code of Ethics provides guidance on general business ethics and principles as well as specific protocols for various situations, such as how to handle specific instances, such as when a supplier offers a gift. All gifts and invitations must align with customary market practices and comply with anti-bribery legislation. End-of-year gifts are distributed to employees through a lottery system to ensure fairness and transparency.

If a report is made through the Ethics Helpline, which is available 24/7 in three languages (French, Dutch and English), it is investigated by an external party. If necessary, the investigation findings are reported to the Board of Directors, who, in turn, inform the CEO of D'leteren Immo. The investigators are independent of the management involved in the matter, ensuring impartiality and transparency in the process.

The Ethics Helpline, the Whistleblowing Procedure and the Sustainable Procurement Charter are centrally located on D'leteren Immo's SharePoint, making them easily accessible to employees. Suppliers are informed of these procedures and the requirement to comply with them at the start of the partnership.

In 2023, D'Ieteren Immo conducted training on corruption and bribery for all employees in collaboration with the external party responsible for the Ethics Helpline. This training is not held annually and was not held in 2024. The nature and depth of the training focused on the Ethics Helpline and the Whistleblowing Procedure, emphasising the importance of reporting unethical behaviour and how employees can use these tools to address any concerns related to corruption and bribery.

Functions at risk	**2024**
Number of functions-at-risk of bribery and corruption (FAR)	43
Percentage of FAR receiving training (%)	95%

4.1.5. INCIDENTS OF CORRUPTION OR BRIBERY G1-4

The Executive Committee monitors all business ethics-related issues and reports them to the Board of Directors. No cases were reported in 2024.

	2024
Number of convictions	0
Amount of fines (€m)	0

Indexes

List of datapoints deriving from other EU legislation:

Disclosure requirement	Data point		SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Report reference
ESRS 2 GOV-1	21 (d)	Board's gender diversity	✓		✓		DIG: 191 DIA: 229 MSK: 272 PHE: 293 Immo: 326
ESRS 2 GOV-1	21 (e)	Percentage of board members who are independent			✓		
ESRS 2 GOV-4	30	Statement on due diligence	✓				DIG: 192 DIA: 231 MSK: 273 PHE: 296 Immo: 327
ESRS 2 SBM-1	40 (d) i	Involvement in activities related to fossil fuel activities	✓	✓	✓		Not relevant
ESRS 2 SBM-1	40 (d) ii	Involvement in activities related to chemical production	✓		✓		Not relevant
ESRS 2 SBM-1	40 (d) iii	Involvement in activities related to controversial weapons	✓		✓		Not relevant
ESRS 2 SBM-1	40 (d) iv	Involvement in activities related to cultivation and production of tobacco			✓		Not relevant
ESRS E1-1	14	Transition plan to reach climate neutrality by 2050				✓	DIG: 199 DIA: 240 MSK: 278 PHE: 305 Immo: 331
ESRS E1-1	16 (g)	Undertakings excluded from Paris-aligned benchmarks		✓	✓		DIG: N/A DIA: 241 MSK: 278 PHE: 305 Immo: 331
ESRS E1-4	34	GHG emission reduction targets	✓	✓	✓		DIG: 201 DIA: 247 MSK: 279 PHE: 308 Immo: 333
ESRS E1-5	38	Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors)	✓				202
ESRS E1-5	37	Energy consumption and mix	✓				202
ESRS E1-5	40 to 43	Energy intensity associated with activities in high climate impact sectors	✓				202
ESRS E1-6	44	Gross scope 1, 2, 3 and total GHG emissions	✓	✓	✓		203
ESRS E1-6	53 to 55	Gross GHG emissions intensity	✓	✓	✓		203
ESRS E1-7	56	GHG removals and carbon credits				✓	Not relevant

Disclosure requirement	Data point		SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Report reference
ESRS E1-9	66	Exposure of the benchmark portfolio to climate-related physical risks			✓		Not relevant
ESRS E1-9	66 (a)	Disaggregation of monetary amounts by acute and chronic physical risk		✓			Not relevant
ESRS E1-9	66 (c)	Location of significant assets at material physical risk		✓			Not relevant
ESRS E1-9	67 (c)	Breakdown of the carrying value of its real estate assets by energy-efficiency classes		✓			Not relevant
ESRS E1-9	69	Degree of exposure of the portfolio to climate- related opportunities			✓		Not relevant
ESRS E2-4	28	Amount of each pollutant listed in annex ii of the E-PRTR regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil	✓				Not relevant
ESRS E3-1	9	Water and marine resources	✓				DIG: 205 DIA: 254 MSK: 282 PHE: 310 Immo: 337
ESRS E3-1	13	Dedicated policy	✓				
ESRS E3-1	14	Sustainable oceans and seas paragraph	✓				Not relevant
ESRS E3-4	28 (c)	Total water recycled and reused	✓				Not relevant
ESRS E3-4	29	Total water consumption in m^3 per net revenue on own operations	✓				Not relevant
ESRS 2- SBM 3 - E4	16 (a) i	Biodiversity sensitive areas	✓				Not relevant
ESRS 2- SBM 3 - E4	16 (b)	Land impacts	✓				Not relevant
ESRS 2- SBM 3 - E4	16 (c)	Threatened species	✓				Not relevant
ESRS E4-2	24 (b)	Sustainable land/agriculture practices or policies	✓				Not relevant
ESRS E4-2	24 (c)	Sustainable oceans/seas practices or policies	✓				Not relevant
ESRS E4-2	24 (d)	Policies to address deforestation	✓				Not relevant
ESRS E5-5	37 (d)	Non-recycled waste	✓				207
ESRS E5-5	39	Hazardous waste and radioactive waste	✓				207
ESRS 2- SBM3 - S1	14 (f)	Risk of incidents of forced labour	✓				Not relevant
ESRS 2- SBM3 - S1	14 (g)	Risk of incidents of child labour	✓				Not relevant
ESRS S1-1	20	Human rights policy commitments	✓				DIG: N/A DIA: 261 MSK: 285 PHE: 315 Immo: 341
ESRS S1-1	21	Due diligence policies on issues addressed by the fundamental International Labour Organization conventions 1 to 8			✓		Not relevant
ESRS S1-1	22	Processes and measures for preventing trafficking in human beings	✓				Not relevant

Disclosure requirement	Data point		SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Report reference
ESRS S1-1	23	Workplace accident prevention policy or management system	✓				DIG: N/A DIA: 261 MSK: 285 PHE: 315 Immo: 341
ESRS S1-3	32 (c)	Grievance/complaints handling mechanisms	✓				DIG: N/A DIA: 261 MSK: 286 PHE: 316 Immo: 342
ESRS S1-14	88 (b) and (c)	Number of fatalities and number and rate of work-related accidents	✓		✓		211
ESRS S1-14	88 (e)	Number of days lost to injuries, accidents, fatalities or illness	✓				211
ESRS S1-16	97 (a)	Unadjusted gender pay gap	✓		✓		Not relevant
ESRS S1-16	97 (b)	Excessive CEO pay ratio	✓				Not relevant
ESRS S1-17	103 (a)	Incidents of discrimination	✓				212
ESRS S1-17	104 (a)	Non-respect of UNGPs on business and human rights and OECD guidelines	✓		✓		212
ESRS 2- SBM3 – S2	11 (b)	Significant risk of child labour or forced labour in the value chain	✓				DIG: 214 DIA: 263 MSK: N/A PHE: 317 Immo: 341
ESRS S2-1	17	Human rights policy commitments	✓				DIG: N/A DIA: 264 MSK: 287 PHE: 317 Immo: 341
ESRS S2-1	18	Policies related to value chain workers	✓				DIA: ok
ESRS S2-1	19	Non-respect of UNGPs on business and human rights principles and OECD guidelines	✓		✓		Not-applicable
ESRS S2-1	19	Due diligence policies on issues addressed by the fundamental International Labour Organization conventions 1 to 8			✓		DIG: N/A DIA: 264 MSK: 287 PHE: 317 Immo: 341
ESRS S2-4	36	Human rights issues and incidents connected to its upstream and downstream value chain	✓				Not-applicable
ESRS S3-1	16	Human rights policy commitments	✓				Not relevant
ESRS S3-1	17	Non-respect of UNGPs on business and human rights, ILO principles or OECD guidelines	✓		✓		Not relevant
ESRS S3-4	36	Human rights issues and incidents	✓				Not relevant
ESRS S4-1	16	Policies related to consumers and end-users	✓				Not relevant

Disclosure requirement	Data point		SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Report reference
ESRS S4-1	17	Non-respect of UNGPs on business and human rights and OECD guidelines	✓		✓		Not relevant
ESRS S4-4	35	Human rights issues and incidents	✓				Not relevant
ESRS G1-1	10 (b)	United Nations Convention against Corruption	✓				DIG: 215 DIA: 267 MSK: 289 PHE: 320 Immo: 343
ESRS G1-1	10 (d)	Protection of whistleblowers	✓				DIA: ok
ESRS G1-4	24 (a)	Fines for violations of anti-corruption and anti-bribery laws	✓		✓		216
ESRS G1-4	24 (b)	Standards of anti-corruption and anti- bribery	✓				DIG: 216 DIA: 268 MSK:290 PHE: 322 Immo: 344

In determining the material information to be disclosed regarding IROs, D'leteren Group followed the flowchart in appendix E ESRS-1, starting from the material topics resulting from its DMA exercise. In addition, D'leteren Group consulted the preliminary mapping of the EFRAG found in draft explanation ID 177 to verify that the mapping it had done between material sustainability matters and disclosure requirements was aligned with the EFRAG's mapping.

Additional notes and methodologies

1. Double Materiality Assessment

The Double Materiality Assessment (DMA) process was conducted both at the consolidated and the Corporate levels. At the consolidated level, the analysis was first conducted for each company individually using the same methodology and then consolidated. The methodology comprised different phases:

1.1. Phase 1: Research and documentation

For each entity (i.e. Corporate and the six businesses), the following steps were taken:

- **Identifying and classifying stakeholders:** A stakeholder identification and classification was conducted to understand which stakeholders had to be considered during the materiality assessment. The stakeholders were categorised into two main groups: affected stakeholders and users of sustainability statements. Additionally, experts, both internal and external, were identified.
- **Developing a stakeholder engagement plan:** An engagement plan was drawn up for each stakeholder group identified.
- **Value chain mapping**: In parallel, the entire value chain was mapped, from raw material sourcing to end-of-life disposal. This provided an overview of the various upstream and downstream activities, the required resources and the relationships underpinning each company's business model.
- **Identifying sustainability topics**: To create an exhaustive shortlist of potentially material ESG topics in the operations and value chain of the companies, a filtering process was implemented considering several factors: previous materiality assessments, SASB standards (focused on financially material ESG factors), the MSCI ESG Industry materiality map, ESRS disclosure requirements (both sector-agnostic and sector-specific), advice from stakeholders and experts, peer benchmarking and relevant scientific and analytical research.

1.2. Phase 2: Materiality assessment

1.2.1. IMPACT ON SOCIETY

Identification of Impact

This phase aimed to comprehensively identify each company's societal impact based on the shortlisted ESG topics and value chain mapping.

First, each impact was assessed using the following criteria:

- **Actual or potential**: Does the impact currently exist, or is it a potential future issue?
- **Negative or positive**: Does the impact contribute positively or negatively to society?

When an impact could be interpreted as either positive or negative, a single perspective was chosen to avoid redundancy. This approach led to a greater number of negative aspects since the company's efforts to mitigate negative impacts were deliberately excluded from the identification process. The goal of this exercise was indeed to identify inherent impact, in order to report on related policies and action plans within the sustainability report.

- **Short-, medium- or long-term horizon**: Over what period is the impact expected to occur?

In accordance with the recommendations of the European Sustainability Reporting Standards (ESRS), the time horizon was organised as follows:

- **Short term**: less than 1 year;
- **Medium term**: up to 5 years;
- **Long term**: greater than 5 years.

Assessment of Impact

The magnitude of each potential impact was subsequently assessed by taking into account a combination of various factors.

- The **severity;**
- The **scope** (how widespread the impact was across the organisation or its stakeholders);
- The **irremediable character** of negative impacts;
- The **likelihood** if identified as potential.

Ultimately, a materiality threshold was applied to determine which impacts were significant for the company.

1.2.2. RISKS AND OPPORTUNITIES

Identification of Risks and Opportunities

Risks or opportunities are defined as factors that influence, or are likely to influence, the company's cash flows, performance, position, development, cost of capital, or access to finance over short-, medium-, and long-term horizons. ESG-related risks and opportunities were identified through research and discussions with risk management teams. The outcomes of the impact assessment were also used to evaluate whether each impact could be associated with a financial risk. The analysis was risk-based and, therefore, opportunities were identified only when there was a direct business opportunity linked to a subject that did not result from managing a risk.

Risks and Opportunities assessment

During the assessment phase, involving the ESG team as well as internal experts, two criteria were assessed:

- **Likelihood:** This criterion measured the probability that a financial risk would arise within the short- to medium-term horizon (1 to 5 years). A scale ranging from "highly likely" to "highly unlikely" was applied to evaluate this probability.
- **Magnitude:** This criterion evaluated the significance - either positive or negative - of the topic on financial performance. The magnitude was mapped on a scale from "low magnitude" to "major magnitude". Each level of magnitude was associated with a financial value range.

In addition, a third dimension was added to understand the impact on long-term performance (>5 years) for each ESG topic. This measure was not used in the scoring but rather assessed the importance certain risks or opportunities might have in the future.

The financial materiality of each ESG topic was assessed by combining the likelihood and magnitude scores. With the final scores and thresholds determined, companies were able to evaluate whether a topic posed material risks or opportunities.

1.3. Phase 3: Validation at the business level

The validation phase was a crucial step to ensure the accuracy and reliability of the materiality assessment results. This phase involved several key activities:

- **Stakeholder engagement**: The initial results of the materiality assessment were presented to various stakeholders, including internal teams, external partners, subject matter experts and affected stakeholders. These consultations provided valuable insights and feedback, helping to refine and validate the findings. Engaging with stakeholders ensured that diverse perspectives were considered and that potential grey areas were addressed.
- **Findings review**: Following the incorporation of feedback from stakeholder consultations, each company conducted a comprehensive review of the findings to ensure coherence and consistency in the outcomes.
- **Executive Review**: The final step in the validation phase was the review and approval by each business's Executive Committee and Board of Directors which brought legitimacy and provided a natural mandate to implement the priorities and actions identified.

1.4. Phase 4: Consolidation at the D'leteren Group level

The results from the businesses' individual DMAs were consolidated at the Group level. Two distinct consolidation methods were employed: one for impacts and another for risks and opportunities .

1.4.1. IMPACT ASSESSMENT CONSOLIDATION

The method used to consolidate the impact assessments of the Group's businesses involved averaging the impacts related to each topic across entities. Since not all entities scored impacts in the same way or on the same scale, the decision was made to normalise the scores as follows:

- 1 = low or not-assessed impact
- 3 = medium materiality impact
- 5 = high materiality impact

The materiality threshold was set at 3 out of 5. It should be noted that D'leteren Group Corporate results were excluded from this average, as its own impacts were very small in comparison to its entities' impacts, due to its size and the nature of its activities.

1.4.2. FINANCIAL ASSESSMENT CONSOLIDATION

The method used to consolidate the outcomes of the financial materiality assessment of the businesses was based on their financial value.

The methodology involved the following steps:

- The monetary value was defined based on each business's magnitude scoring scale. For example, if a magnitude was defined within a specific range, the monetary value for consolidation purposes would be set at the midpoint of that range.
- The monetary values thus obtained were then multiplied by their probability (which were each normalised by a decimal value between 0 and 1).
- The values for each business were aggregated. The values for TVH and Belron were adjusted using the equity approach to accurately reflect the financial risks to D'leteren Group.

The materiality threshold was set on the basis of the criteria for moderate risks and opportunities defined by the D'Ieteren Group's Audit Committee. This threshold was consistent for all risks and opportunities within D'Ieteren Group, whether ESG-related or not. This approach allowed the Group to seamlessly include the outcomes of this sustainability risk assessment into its general risk matrix.

D'Ieteren Group Corporate entity: In parallel to its businesses, the D'Ieteren Group Corporate entity also conducted its own DMA. This process led to the identification of one main strategic aspect, namely its responsible investment strategy.

2. Environmental information methodologies

2.1. Carbon footprint

2.1.1. D'IETEREN GROUP'S & ITS BUSINESSES' CARBON FOOTPRINTS

The consolidated carbon footprint of the Group is composed of the addition of the footprint of its consolidated businesses and the footprint of the Corporate entity and the D'Ieteren Gallery. The carbon footprint of Belron and TVH (not being consolidated businesses) are included in the Scope 3 category 15 of the Group.

The following greenhouse gases are included in the analysis: carbon dioxide (CO_2), methane (CH_4), nitrous oxide (N_2O), sulphur hexafluoride (SF_6), nitrogen trifluoride (NF_3), hydrofluorocarbons (HFCs), and perfluorocarbons (PFCs).

Emissions of these gases are expressed in CO_2 equivalent (CO_2e) based on their Global Warming Potential over a 100-year timeframe (GWP100). GWP values are derived from the Fourth, Fifth, or Sixth Assessment Reports (AR4, AR5, or AR6) of the IPCC, according to the methodological choices of the emission factor publishers used in this report.

Emissions are calculated based on the GHG protocol methodology.

	D'Ieteren Corporate & Gallery	D'Ieteren Automotive	Moleskine	PHE	D'Ieteren Immo
Calculation scope	**Organisational boundaries**: 100% of the Scope of D'Ieteren Corporate and Galley **Operational boundaries**: The excluded categories are categories 4, 7 – 14.	**Organisational boundaries**: full scope **Operational boundaries**: The excluded categories are categories 8, 10 & 14.	**Organisational boundaries**: full scope **Operational boundaries**: The excluded categories are categories 8, 10 – 15.	**Organisational boundaries**: 100% of the sites consolidated by PHE (France, Netherlands, Spain, Italy, Belgium) **Operational boundaries**: The excluded categories are categories 8, 10, 13 & 14.	**Organisational boundaries**: full scope **Operational boundaries**: The excluded categories are categories 8, 10 – 15.
Scope 1	**Data** : Mobile & stationary combustion: consumption data from fuel cards and fuel invoices. Fugitive emissions: no refrigerant gas leaks recorded in 2024. **Emission Factors**: ADEME	**Data** : Energy consumption data as well as refrigerant leakages for all buildings. Car fuel consumption and usage data of fleet. **Emission Factors**: ADEME	**Data** : Mobile combustion: fuel consumption data. Stationary combustion: primary data available for a limited amount of sites and estimated for other sites based on either previous year's data or a benchmark. **Fugitive emissions**: no refrigerant gas leaks recorded in 2024. **Emission Factors:** ADEME	**Data** : Mobile & stationary combustion: primary data per type of fuel consumed for the activities related to the site in France (B2B, excluding heavy-duty vehicles) extrapolated to the rest of the sites, based on the number of cars ratio and share of revenues per site. **Emission Factors**: ADEME Estimations: Fugitive emissions: an estimation was made based on benchmarking competitor data.	**Data** : Mobile & stationary combustion: consumption data of natural gas for buildings and consumption data for the diesel and gasoline and electricity consumption (kWh) for electric and hybrid company cars. **Fugitive emissions**: no refrigerant gas leaks recorded in 2024. **Emission Factors:** ADEME

	D'Ieteren Corporate & Gallery	D'Ieteren Automotive	Moleskine	PHE	D'Ieteren Immo
Scope 2	**Data**: Consumption data from utility bills (for buildings) and supplier kWh consumption data from electric cars. **Assumptions**: 90% of electricity for vehicle recharging is green (through on-site charging) and 10% grid electricity. **Emission Factors**: ADEME & IEA	**Data**: Electricity consumption data for all buildings & fleet electricity consumption data. **Assumptions**: 50% of electricity for vehicle recharging is green (through on-site charging) and 50% grid electricity. **Emission Factors**: IEA	**Data**: Direct energy consumption from stores and offices. **Emission Factors**: IEA, AIB and eGRID.	**Data**: Primary data in kWh for the activities related to the site in France (B2B, excluding heavy-duty vehicles) extrapolated to the rest of the sites, based on the share of revenues. **Emission Factors**: Country-specific IEA carbon intensity factor.	**Data**: Consumption of purchased conventional and green electricity as well as own electricity production (PV panels and cogeneration unit) provided for all buildings. **Assumptions**: 80% of electricity for vehicle recharging is green (through on-site charging) and 20% grid electricity. **Emission Factors**: Specific library & IEA
Scope 3					
Category 1 - Purchased goods and services	**Data**: Spend-based method based on invoices. **Emission Factors**: Specific emission factors ($kgCO_2e$/EUR) from ADEME.	**Data**: Purchasing data (weight, number, type, etc.) and spend data for services. **Emission Factors**: Supplier specific emission factors, ADEME and Ecoinvent.	**Data**: Purchasing data for finished products procured by the Moleskine Group. **Emission Factors**: Ecoinvent and Higg Material Sustainability Index.	**Data**: Total expenses by category converted from spend (in EUR) to tCO_2e. **Emission Factors**: Specific emission factors ($kgCO_2e$/EUR) from ADEME.	**Data**: Amount of paper purchased (kg) and size of local and cloud storage (Gb) provided. **Emission Factors**: Specific library of emission factors
Category 2 - Capital goods		**Data**: Capital expenditures per type of expense or number of units of equipment purchased. **Emission Factors**: ADEME	**Data**: List of capitalised goods. **Emission Factors**: ADEME.		**Data**: Number of smartphones, laptops and other IT equipment purchased. **Emission Factors:** ADEME and Ecoinvent
Category 3 - Fuel and energy-related activities	These were calculated using the same data sources and emission factors as the ones disclosed for Scope 1 & 2.**Emission Factors**: ADEME & IEA	These were calculated using the same data sources and emission factors as the ones disclosed for Scope 1 & 2.	These were calculated using the same data sources and emission factors as the ones disclosed for Scope 1 & 2.	These were calculated using the same data sources and emission factors as the ones disclosed for Scope 1 & 2.	These were calculated using the same data sources and emission factors as the ones disclosed for Scope 1 & 2.
Category 4 - Upstream Transportation and Distribution		**Data**: Tonnes transported are based on purchasing data. Distance based on supplier location. Other specific logistic flow data is collected and used. **Assumptions**: For bikes, origin of spare parts is assumed to be the same as the one of the bike **Emission Factors**: ADEME for fuel consumption. Ecoinvent for emissions per tonnes.km travelled.	**Data**: List of input transactions (from suppliers to Moleskine), and output transactions (from Moleskine to customers). **Assumptions**: Assumptions were made for distances travelled from suppliers and to customers for each type of transportation and for the weight transported. **Emission Factors**: Ecoinvent and DEFRA	Estimated data: Estimated using a competitor's emissions data (in tCO_2e) per mEUR.	

	D'Ieteren Corporate & Gallery	D'Ieteren Automotive	Moleskine	PHE	D'Ieteren Immo
Category 5 - Waste	**Estimated data:** Industry averages for waste streams and treatment types. Extrapolation of FY2023 data based on the number of FTEs for quantity. **Emission Factors**: Emission factors for the specific treatment methods from the Ecoinvent database.	**Data**: Amounts of waste per type of waste stream and waste treatment method. **Emission Factors**: Ecoinvent - account for the transportation of the waste up to the waste treatment facility and the waste treatment process	**Data**: Amount of waste was estimated based on the % of waste in finished products. **Assumptions**: Assumptions were made on the share of different waste types in finished products and loss rates. **Emission Factors**: Ecoinvent	**Data**: Total waste in tonnes resulting from the activities in France, specifically B2B, excluding heavy-duty vehicles, with a distinction between hazardous and non-hazardous waste, as well as treatment method per type of waste, extrapolated to the rest of the sites, based on the share of revenues. Emission Factors: Emission factor for the specific treatment method from the Ecoinvent database.	**Estimated data:** Industry averages for waste streams and treatment types. Extrapolation of FY2023 data based on the number of FTEs for quantity. **Emission Factors**: Emission factors for the specific treatment methods from the Ecoinvent database.
Category 6 - Business travel	**Data**: Travel data provided by the travel agency (in km travelled by type of transportation). **Emission Factors**: UK Gov	**Data**: Majority of the business travel (air and train) data (distances travelled, number of passengers, type and class of transport mode) is collected centrally through the travel agency. Additional travel data collected internally. **Emission Factors**: DEFRA for air travel & ADEME	**Data**: Travel data provided by the travel agency. **Emission Factors**: ADEME	**Data**: Travel spend data. Assumptions: Type of transport mode was determined by equally dividing between flights, accommodation and road trips. **Emission Factors**: ADEME	**Data**: Distances travelled by air and train. **Emission Factors**: ADEME
Category 7 - Employee Commuting		**Data**: Amount of days worked in 2024 per employee, share of teleworking, number of months worked in 2024, one-way home-work distance, main (and sometimes secondary) transport mode for all employees per entity. **Emission Factors**: ADEME for transport & custom-made for teleworking.	**Data**: Data used is based on a survey of office and store employees commuting for the fiscal year. **Emission Factors**: ADEME	**Estimated data**: Extrapolated using a competitor's data as follows: Emissions from employee commuting/number of employees x the number of FTEs from PHE.	**Data**: Commuting distances and related means of transport for each employee as well as an average ratio of teleworking for employees and workers **Assumptions**: 35% of teleworking on average for all employees. **Emission Factors**: Specific library of emission factors, ADEME.
Category 9 - Downstream Transportation and Distribution		**Data**: Litres of diesel used for road transportation & distances travelled for B2C and B2B road transport. **Emission Factors**: ADEME for fuel consumption & Ecoinvent for tonnes.km travelled.	See upstream transportation and distribution	**Data**: Spend-based method based on expenses. **Emission Factors**: ADEME	
Category 11 - Use of Sold Products		**Data**: For new cars, WLTP consumption provided by car manufacturers were used. **Assumptions**: An assumption was made on the average distance travelled of 200,000km for all types of vehicles. For PHEV vehicles, 47% of electric mode driving was considered. A discounted lifetime distance travelled assumption was considered for second-hand vehicles. Specific data for other types of energy usage (electricity for e-bikes, charging stations,...). **Emission Factors**: ADEME for fuel consumption & EIA for electricity.		**Estimated data**: Extrapolated based on a competitor's data : competitor emissions from use of sold products (tCO2e)/revenues from sales (EUR) & competitor emissions from end-of-life treatment of sold products (tCO2e)/revenues from sales (EUR), multiplied by PHE's total revenues.	

	D'Ieteren Corporate & Gallery	D'Ieteren Automotive	Moleskine	PHE	D'Ieteren Immo
Category 12 - End-of-Life Treatment of Sold Products		**Data**: Data relies on purchased goods & services information provided. **Emission Factors**: specific Ecoinvent EFs LCA data has been used to calculate a ratio between the production emission factor and the end-of-life emission factors.			
Category 13 - Downstream Leased Assets		**Data**: Fuel and electricity consumption. **Emission Factors**: ADEME for fuel consumption & EIA for electricity.			**Data**: Energy consumption (natural gas and electricity) data provided for all sites leased by D'Ieteren Immo except for Knokke, Gembloux. Refrigerant leakages provided based on maintenance reports when available or estimated based on historical data. **Emission Factors**: Specific library of emission factors, ADEME
Category 15 - Investments	Data: 50.3% (equity share) of the Scope 1, 2 and 3 emissions of Belron, and 40% (equity share) of the Scope 1, 2 and 3 emissions of TVH.	**Data**: Primary data collected for all emission categories weighted by the share of ownership of D'Ieteren Auto. **Emission Factors**: Emission factors used per GHG protocol category are in line with the emission factors disclosed above.		**Estimated data**: Estimated for the 2 entities (SLPA and BDN - Grup EINA) that are not part of PHE's operational scope but in which PHE still has shares of ownership. Assumptions: It was considered that all 90 entities in the operational scope are of a similar size. Scope 1 & 2 emissions were divided by 90 to get the absolute Scope 1 & 2 emissions per entity. The estimated Scope 1 & 2 emissions were consolidated taking the share of ownership of PHE into account.	

2.1.2. PHE'S LIMITED SCOPE CARBON FOOTPRINT

This limited scope is based on primary data only, excluding all estimations used in Scope 1, 2 and 3 emissions for PHE's activities.

Organisational boundaries: France, Light Vehicle, B2B segment. This includes the following business unit; Autodistribution, the following platforms; ACR Group, PTNM (Plateforme Technique Nationale Montajault), Cora, Logisteo and PHE's headquarters.

Operational boundaries: Excludes all Scope 3 categories.

Emissions are calculated based on the GHG protocol methodology.

Scope 1 :
Data:

- Mobile combustion: Fuel consumption data from fuel cards or fuel invoices.
- Stationary combustion : Fuel purchase records, fuel invoices, or direct measurements of fuel usage at the facility level.
- Fugitive emissions: no refrigerant gas leaks recorded in 2024.

Emission Factors: ADEME

Scope 2 :
Data : Consumption data from utility bills or meter readings

Emission factors : 2023 electricity report published by RTE & announced on 2 May 2012 relating to the energy content of biofuels and fuels

3. Social information methodologies

All social datapoints are calculated in headcount: each employee is considered one unit regardless of contract type. The data is compiled by each business at the end of the reporting period.

Definitions used to compile CSRD required datapoints are typically aligned with available CSRD definitions (e.g. permanent, part-time, non-guaranteed hours employees, etc.). For cases where no clear CSRD definitions are available, where CSRD definitions are not applicable, or require precisions, D'Ieteren Group has developed its own definitions (see below).

3.1. Characteristics of the undertaking's employees

3.1.1. EMPLOYEES – HEADCOUNT

An employee is an individual who is in an employment relationship with the undertaking according to national law or practice. This includes part-time & full-time employees, permanent contract (CDI) & fixed term contract (CDD) employees and interns. It excludes non-employees in the workforce (e.g. self-employed COMEX members) and independent contractors (freelancers/outsourced employees).

3.1.2. EMPLOYEE TURNOVER

The employee turnover rate is based on the number of own employees who left the company during the reporting period.

Employees who have left the company include resignation/voluntary departure, dismissal, retirement, employees who switch to being contractors, death in service.

The employee turnover rate is calculated in the following way :

$$100 * \frac{Total\ employee\ turnover}{(Total\ headcount\ of\ permanent\ employees\ N-1 + Total\ headcount\ of\ permanent\ employees) * 0.5}$$

3.1.3. NON-EMPLOYEES

Non-employees are individuals who are either individual contractors supplying labour to the undertaking ('self-employed people') or people provided by undertakings primarily engaged in 'employment activities' (NACE Code N78)

This includes self-employed people hired by the undertaking (e.g. contractors, ExCo members, freelancers, etc), interim workers (i.e. replacing employees who are temporarily absent). It excludes value chain workers and employees.

3.2. Diversity

3.2.1. TOP MANAGEMENT

According to the CSRD definition, top management refers to one and two levels below the administrative and supervisory bodies, i.e. the two levels below the highest decision making/governance body.

3.3. Health & safety

3.3.1. WORK-RELATED ACCIDENTS & ILL-HEALTH

A work-related accident refers to an event arising out of or in the course of work that results in a work-related injury or ill health. It excludes: events occurring outside of work hours or unrelated to work activities, incidents which did not cause injury or ill health (e.g. near-misses, close calls, near hits,..), situations that are not directly tied to work, such as personal activities during breaks, the regular commute to and from work, etc., factors or characteristics not relevant to work-related safety, such as natural disasters or unrelated health issues.

Work-related ill-health refers to acute, recurring and chronic health problems caused or aggravated by work conditions or practices (including "occupational diseases"). These include: physical health issues, e.g. musculoskeletal disorders, skin and respiratory diseases, malignant cancers, diseases caused by physical agents (for example, noise-induced hearing loss, vibration-caused diseases), etc; and mental illnesses (for example, anxiety, post-traumatic stress disorder).

Recordable work accidents and ill-health refer to any situation where a work-related accident leads to one of the following outcomes: death, days away from work, restricted consciousness, or significant injury or ill health diagnosed by a physician or another licensed healthcare professional, even if it does not result in any of the above.

3.3.2. DAYS LOST

For fatalities and permanent disabilities, the industry standard is to account for 7,500 lost days in the year the fatality occurred.

The number of days lost due to absence includes both the first and last days of absence. Calendar days are considered for the calculation. Days on which the affected individual is not scheduled for work are, therefore, considered in the calculation.

3.3.3. HOURS WORKED

The total hours worked by employees during the same period. This includes regular hours, overtime and any other work-related activities.

If a company cannot directly calculate the exact number of hours worked by its employees and non-employees, it is allowed to make an estimate. This estimate is based on the usual or standard working hours, considering any time off that employees are entitled to, like paid holidays, sick leave, or vacations.

For the "Corporate and other" segment, including D'Ieteren Immo, as well as for D'Ieteren Automotive, information about the number of hours worked is extracted directly from the social secretariat.

For PHE, the number of hours worked for employees is calculated using the following formula: Number of FTE x legal working hours + overtime. Overtime is only included for France, using a T&A tool. The number of hours worked by non-employees is based on working hours billed.

For Moleskine, the number of hours worked by employees is calculated by multiplying the number of FTEs by 1,600h (estimated annual average worked hours for one employee).

3.3.4. RATE OF RECORDABLE WORK-RELATED ACCIDENTS

The rate of work-related accidents divides the number of cases of injuries, which arise from exposure to hazards at work, by the number of total hours worked by people in the workforce, multiplied by 1,000,000.

$$\frac{Number\ of\ cases\ of\ accidents}{Number\ of\ total\ hours\ worked} * 1{,}000{,}000$$

4. Taxonomy Methodological Note

4.1. Content of KPIs disclosed

The financial data used for D'Ieteren Group's disclosures on taxonomy are extracted from the consolidated financial statements and are comprised of the financial data of D'Ieteren Automotive, Moleskine, PHE and of the "Corporate & other" segment (including D'Ieteren Immo).

Since Belron and TVH are equity-accounted investees, the financial data for those two businesses has not been included in the Group's taxonomy disclosures.

4.1.1. TURNOVER

The KPI related to turnover has been compiled in accordance with Article 8(2) of the Taxonomy Regulation (2020/852). The proportion of turnover referred to in Article 8(2) has been calculated as the part of the net turnover derived from products or services, including intangibles, associated with Taxonomy-eligible and Taxonomy-aligned economic activities (numerator), divided by the net turnover (denominator) as defined in Article 2(5), of Directive 2013/34/EU. The turnover covers the revenue recognised pursuant to International Accounting Standard (IAS) 1, paragraph 82(a), as adopted by Commission Regulation (EC) no. 1126/2008.

D'Ieteren Group's net turnover is comprised of the net turnover of D'Ieteren Automotive, Moleskine and PHE. Intercompany sales and the turnover of D'Ieteren Immo are not included in the Group's net turnover since they are eliminated for consolidation purposes and/or considered as other operating income.

Consolidated sales are presented in the Consolidated Statement of Profit or Loss under "Revenue".

4.1.2. CAPEX

The KPI related to capital expenditures has been compiled in accordance with Article 8(2) of the Taxonomy regulation.

The denominator covers additions to tangible and intangible assets during the financial year considered before depreciation, amortisation and any re-measurements, including those resulting from revaluations and impairments, for the relevant financial year and excluding fair value changes. The denominator also covers additions to tangible and intangible assets resulting from business combinations.

More concretely the denominator covers the costs that are accounted based on:

- IAS 16 Property, Plant and equipment: Additions and business combinations;
- IAS 38, Intangible assets: Additions, indicating separately those from internal development, those acquired separately, and those acquired through business combinations;
- IAS 40, Investment Property (fair value model): Additions, indicating separately those from internal development, those acquired separately, and those acquired through business combinations;
- IAS 40, Investment Property (cost model): Additions, disclosing separately those additions resulting from acquisitions and those resulting from subsequent expenditure recognised as an asset; additions resulting from acquisitions through business combinations;
- IAS 41, Agriculture: Increases due to purchases; increases resulting from business combinations;
- IFRS 16, Leases: Additions to right-of-use assets.

Eligible and aligned numerators are equal to the part of the capital expenditure included in the denominator, that is, any of the following:

- related to assets or processes that are associated with Taxonomy-eligible and Taxonomy-aligned economic activities;
- part of a 'CapEx-plan' to expand Taxonomy-aligned economic activities or to allow Taxonomy-eligible economic activities to become Taxonomy-aligned;
- related to the purchase of output from Taxonomy-eligible and Taxonomy-aligned economic activities and individual measures enabling the target activities to become low-carbon or to lead to greenhouse gas reductions, notably activities listed in points 7.3 to 7.6 of Annex I to the Climate Delegated Act, as well as other economic activities listed in the delegated acts adopted pursuant to Article 10(3), Article 11(3), Article 12(2), Article 13(2), Article 14(2) and Article 15(2) of Regulation (EU) 2020/852 and provided that such measures are implemented and operational within 18 months.

D'Ieteren Group's CapEx KPI aggregates the additions to tangible and intangible assets of D'Ieteren Automotive, Moleskine, PHE and of the "Corporate and other" segment (including D'Ieteren Immo).

4.1.3. OPEX

The KPI related to operating expenditure has been compiled in accordance with Article 8(2) of the Taxonomy regulation.

The denominator covers direct non-capitalised costs that relate to R&D, short-term lease, maintenance and repair, building renovation measures, and any other direct expenditures relating to the day-to-day servicing of assets of any property, plant and equipment both by the undertaking itself or any third party to whom activities are outsourced that are necessary to ensure the continued and effective functioning of such assets.

The "other direct expenditures" accounted for in the denominator include maintenance material, the cost of employees repairing machines and cleaning factories, as well as IT dedicated maintenance. They exclude costs that are not direct expenditures. This means all costs related to overheads, raw materials, employees operating machinery, research management and project development, as well as electricity, fluids, or reagents needed to operate any property, plant and equipment.

Eligible and aligned numerators are equal to the part of the operating expenditure included in the denominator, that is, any of the following:

- related to assets or processes associated with Taxonomy-eligible and Taxonomy-aligned economic activities;
- part of the 'CapEx-plan' to expand Taxonomy-aligned economic activities or allow Taxonomy-eligible economic activities to become Taxonomy-aligned within a predefined timeframe;
- related to the purchase of output from Taxonomy-eligible and Taxonomy-aligned economic activities and to individual measures enabling the target activities to become low-carbon or to lead to greenhouse gas reductions as well as individual building renovation measures as identified in the delegated acts adopted pursuant to Article 10(3), Article 11(3), Article 12(2), Article 13(2), Article 14(2) or Article 15(2) of Regulation (EU) 2020/852 and provided that such measures are implemented and operational within 18 months.

D'Ieteren Group's OpEx KPI aggregates the costs of D'Ieteren Automotive, Moleskine, PHE and the "Corporate and other" segment (including D'Ieteren Immo).

Statutory auditor's limited assurance report on the consolidated sustainability information of D'Ieteren Group SA

To the general meeting

In the context of the legal limited assurance engagement on the consolidated sustainability information of D'Ieteren Group SA ("the Company") and its subsidiaries (jointly "the Group"), we provide you with our report on this engagement.

We were appointed by the general meeting of 30 May 2024, in accordance with the proposal of the issued on the recommendation of the audit committee as presented by the workers' council of the Company to perform a limited assurance engagement on the consolidated sustainability information of the Group included in the Sustainability Statement of the Annual report as of 31 December 2024 and for the year ended on this date (the "sustainability information").

Our mandate will expire on the date of the general meeting deliberating on the annual accounts for the year ended 31 December 2026. This the first year that we have performed the limited assurance engagement on the sustainability information of the Group.

Limited assurance conclusion

We have performed a limited assurance engagement on the sustainability information of the Group.

Based on the procedures performed and assurance evidence obtained, nothing has come to our attention to cause us to believe that the sustainability information of the Group is, in all material respects:

- not prepared in accordance with the requirements of articles 3:32/2 of the Companies' and Associations' Code, including compliance with the applicable European standards for sustainability information (European Sustainability Reporting Standards (ESRS));
- not in compliance with the process carried out by the Group to identify the sustainability information ("the Process") in accordance with the European Standards as disclosed in note 2.5.1 Double Materiality Assessment Process; and
- not in compliance with article 8 of EU Regulation 2020/852 (the "Taxonomy Regulation") regarding the publication of the disclosure included in note 7 EU Taxonomy.

Basis for conclusion

We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*, issued by the International Auditing and Assurance Standards Board (IAASB), as adopted in Belgium.

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Document Classification: KPMG Public

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Réviseurs d'Entreprises
Ondernemingsnummer
d'entreprise 0419.122
BTW - TVA BE 0419.1
RPR Brussel - RPM B
IBAN : BE 95 0018 47
BIC : GEBABEBB

Our responsibilities under this standard are further described in the "Responsibilities of the statutory auditor the limited assurance engagement on the sustainability information" section of our report.

We have complied with the ethical requirements that are relevant to our assurance engagement on the sustainability information in Belgium, including the independence requirements.

Our firm applies International Standard on Quality Management (ISQM) 1. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We have obtained from the board of directors and the Company's officials the explanations and information necessary for our limited assurance engagement.

We believe that the assurance evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Other matter

The scope of our procedures is limited to our limited assurance engagement on the sustainability information of the Group. Our limited assurance engagement does not extend to information relating to the comparative figures.

Board of directors' responsibilities for the preparation of the sustainability information

The board of directors of the Company is responsible for designing and implementing the Process and for disclosing this Process in the note 2.5.1 Double Materiality Assessment Process of the sustainability information. This responsibility includes:

- understanding the context in which the Group's activities and business relationships take place and developing an understanding of its affected stakeholders;
- identifying the actual and potential impacts (both negative and positive) related to sustainability matters, as well as risks and opportunities that affect, or could reasonably be expected to affect, the Group's financial position, financial performance, cash flows, access to finance or cost of capital over the short-, medium-, or long-term;
- assessing the materiality of the identified impacts, risks and opportunities related to sustainability matters by selecting and applying appropriate thresholds; and
- making assumptions and estimates that are reasonable in the circumstances.

The board of directors of the Company is further responsible for the preparation of the sustainability information, which includes the information determined by the Process:

- in accordance with the requirements of articles 3:32/2 of the Companies' and Associations' Code, including compliance with the applicable ESRS;
- in compliance with the requirements of Article 8 of the Taxonomy Regulation regarding the publication of the information included in note 7 EU Taxonomy.

This responsibility entails:

- designing, implementing and maintaining such internal controls that the board of directors determines are necessary to enable the preparation of the sustainability information such that it is free from material misstatement, whether due to fraud or error; and
- selecting and applying appropriate sustainability reporting methods and making assumptions and estimates that are reasonable in the circumstances.

Those charged with governance are responsible for overseeing the Company's sustainability information.

Inherent limitations in preparing the sustainability information

In reporting forward-looking information in accordance with ESRS, the board of directors of the Company is required to prepare the forward-looking information on the basis of disclosed assumptions about events that may occur in the future and possible future actions by the Group. The actual outcome is likely to be different since anticipated events frequently do not occur as expected and the deviations may be material.

Responsibilities of the statutory auditor for the limited assurance engagement on the sustainability information

It is our responsibility to plan and perform the assurance engagement to obtain limited assurance about whether the sustainability information is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that includes our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the sustainability information as a whole.

As part of a limited assurance engagement in accordance with ISAE 3000 (Revised), as adopted in Belgium, we exercise professional judgment and maintain professional skepticism throughout the engagement. The work carried out in an engagement with a view to obtaining a limited degree of assurance, for which we refer to the section "Summary of the work performed", are less in extent than for a reasonable assurance engagement. We therefore do not express a reasonable assurance conclusion.

As the forward-looking information contained in the sustainability information and the assumptions on which it is based, relate to the future, it may be affected by events that may occur and/or by possible actions of the Group. The actual outcome is likely to differ from the assumptions, as the anticipated events will frequently not occur as expected and the deviations may be material. Our conclusion is therefore not a guarantee that the actual outcomes reported will be consistent with those included in the forward-looking information included in the sustainability information.

Our responsibilities in relation to the Process for reporting the sustainability information, include:

- obtaining an understanding of the Process but not for the purpose of providing a conclusion on the effectiveness of the Process, including the outcome of the Process; and
- designing and performing procedures to evaluate whether the Process is consistent with the Group's description of its Process, as disclosed in note 2.5.1 Double Materiality Assessment Process.

Our other responsibilities in respect of the sustainability information include:

- obtaining an understanding of the Group's control environment, relevant processes and information systems to the preparation of the sustainability information but not evaluating the design of particular control activities, obtaining evidence about their implementation or testing their operating effectiveness;
- identifying areas in the sustainability information where material misstatements are likely to arise, whether due to fraud or error; and
- designing and performing procedures focused on disclosures in the sustainability information where material misstatements are likely to arise. 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.

Summary of the work performed

A limited assurance engagement involves performing procedures to obtain assurance evidence about the sustainability information. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

The nature, timing and extent of our procedures depend on our professional judgment, including the identification of disclosures where material misstatements are likely to arise, whether due to fraud or error, in the sustainability information.

In conducting our limited assurance engagement, with respect to the Process, we have:

- obtained an understanding of the Process by:
  - performing inquiries to understand the sources of the information used by management (e.g., stakeholder engagement, business plans and strategy documents); and
  - reviewing the Group's internal documentation of its Process; and
- evaluated whether the assurance evidence obtained from our procedures about the Process implemented by the Group was consistent with the description of the Process set out in note 2.5.1 Double Materiality Assessment Process.

In conducting our limited assurance engagement with respect to the sustainability information, we have amongst others:

- obtained an understanding of the Group's reporting processes relevant to the preparation of its sustainability information by:
  - Through the performance of inquiries obtaining an understanding of the Group's control environment, processes and information systems relevant to sustainability information; evaluated whether material information identified by the Process is included in the sustainability information;
- evaluated whether the structure and the presentation of the sustainability information is in accordance with the ESRS;
- performed inquiries of relevant personnel and analytical procedures on selected disclosures in the sustainability information;
- performed substantive assurance procedures based on a sample basis on selected disclosures in the sustainability information;
- obtained assurance evidence on the methods for developing material estimates and forward-looking information as further described in the "Responsibilities of the Statutory auditor for the limited assurance engagement on the sustainability information" section of our report;
- obtained an understanding of the process to identify taxonomy-eligible and taxonomy-aligned economic activities and the corresponding disclosures in the sustainability information;

Statutory auditor's limited assurance report on the consolidated sustainability information of D'ieteren Group SA
31 December 2024

Information about the independence

Our audit firm and our network have not performed any engagement which is incompatible with the limited assurance engagement and our audit firm remained independent of the Group during the term of our mandate.

Zaventem, 18 April 2025

KPMG Bedrijfsrevisoren - Réviseurs d'Entreprises
Statutory Auditor
represented by

Jorion Axel
Bedrijfsrevisor /
Réviseur d'Entreprises

Legein Tanguy
Bedrijfsrevisor /
Réviseur d'Entreprises

Other Sustainability Information

CONTENT

UNCONSOLIDATED SUSTAINABILITY INFORMATION (unaudited)

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Belron

1. General information

Belron is a global player in vehicle glass repair, replacement and recalibration (VGRRR), serving motorists with glass damage worldwide. Its purpose is to make a memorable difference with care to its customers, its people, its shareholders and to society. This purpose is shared right across the company and along with its values of being caring, driven, genuine and collaborative; it, is the driving force behind all its decisions. Belron employs around 30,000 people and operates in 40 countries across six continents through wholly-owned businesses and franchises. Its market-leading brands include Autoglass®, Carglass®, Lebeau® Vitres d'autos, Speedy® Glass, Safelite®, O'Brien® and Smith&Smith®.

In addition, it manages vehicle glass and other insurance claims on behalf of insurance companies and provides plumbing and electrical solutions to home and business owners across Australia and New Zealand through the Laser® brand.

1.1. Materiality assessment

In 2020, Belron took part in a high-level materiality assessment conducted by D'Ieteren Group and supported by an external partner. Through this, Belron aimed to hone its sustainability strategy and ensure it was tackling the sustainability challenges most pertinent to its business and stakeholders. It also ensures Belron is measuring sustainability-related progress appropriately and managing sustainability risks and opportunities effectively.

As part of the materiality assessment process, a short survey was sent to stakeholders and leaders, asking them to indicate which ESG topics they considered most relevant to Belron. Interviews were conducted with internal representatives of key stakeholders, including insurance and fleet partners, suppliers, customers, employees and NGOs to gather further qualitative insights into their priorities for Belron.

1.1.1. MATERIAL TOPICS

The material topics highlighted from the assessment included waste management, people safety, customer care, diversity and well-being. The output from the assessment was used to review all aspects of corporate responsibility and refine material topics, with the help of a leading sustainability consultancy. The review culminated in the creation of the Belron Responsible Business Framework which was introduced in 2021.

Belron's approach to addressing issues such as health and safety, waste and greenhouse gas emissions is based on the belief that it is both the right thing to do and brings important benefits to the business. These include encouraging innovation, improving efficiency and increasing resilience.

Belron has a 'repair first' strategy, which guides its core service across the business. Wherever possible it repairs rather than replaces a customer's windscreen. This costs less for its customers, as well as reducing waste and GHG emissions compared with the impact of a replacement.

1.1.2. REPORTING

In 2024, Belron continued to develop its reporting to fulfil mandatory requirements for ESG reporting and to meet the needs of its stakeholders, ensuring transparent and robust reporting of all its responsible business activities.

This included contributing to the EU CSRD reporting of D'Ieteren Group; publication by Belron International of its statement in response to the UK Modern Slavery Act 2015, and continued participation in the UN Global Compact Ten Principles of Responsible Business.

In addition, Belron produced its first Climate-related Financial Disclosures (UK CRFD) for the year ended 31 December 2023 in the Annual Report and Financial Statements of Belron Lending UK Limited and its UK subsidiaries (Belron Reserveco, Belron Finance and Belron International), which included a climate risk and opportunity assessment and qualitative scenario analysis.

The EcoVadis sustainability rating assessment continues to be used by 14 Belron businesses to measure performance and benchmark themselves with other businesses in the areas of labour practices and human rights, the environment, sustainable procurement and business ethics. In 2024, France maintained the top medal rating of Platinum and New Zealand achieved Platinum for the first time. Denmark, Italy, the Netherlands and Norway all retained their Gold medal rating and Portugal and Sweden achieved a Silver medal rating.

Belron is currently in the future scope for the EU Corporate Sustainability Reporting Directive (CSRD) as an EU entity by virtue of its turnover, assets and number of employees, reporting in 2026 on FY2025 information. This will require it to disclose against the ESRS standards and the EU Taxonomy. Belron is currently waiting for clarification of the EU Sustainability 'Omnibus' package, which could delay reporting to 2028 on FY2027 information.

In preparation for reporting under CSRD, Belron has undertaken a double materiality assessment (DMA) with the support of external advisers. This covered Belron Group SCA and its consolidated subsidiaries, considering both financial and impact materiality.

It also undertook an ESRS gap analysis and process review; implementation to close any gaps and an assessment of which of its businesses are required to disclose under CSRD. Belron will commence its data gathering process in 2025 to meet the required disclosures.

An assessment to determine where Belron's economic activities are within the scope of the EU Taxonomy and can be considered as eligible activities commenced in 2024 and will continue in 2025.

Belron continues to monitor developments in ESG legislation including the EU's Corporate Sustainability Due Diligence Directive; the UK's Sustainability Disclosure Requirements; and the California Climate Disclosure Laws and how they might apply to Belron and its businesses.

2. Environmental information

2.1. Driving down emissions

Driving down CO_2e emissions is a key part of Belron's responsible business agenda. It is part of its responsibility to monitor, manage and reduce its emissions to achieve its net-zero commitment across its value chain by 2050. It also brings benefits to the business including improved efficiency and greater resilience.

2.1.1. MATERIALITY

Belron's owned-business operations span three continents, with a network of over 3,000 branches, service centres, Distribution Centres (DCs), a large mobile fleet and suppliers from around the world. All this activity generates emissions.

Reducing emissions will help limit the exposure of its business and stakeholders to the negative effects of climate change and make the business more resilient. It will also help to take advantage of the opportunities presented by the transition to a low carbon economy.

2.1.2. AMBITIONS AND PROGRESS

Belron is committed to responding to climate change and reducing emissions across its entire value chain. In 2023, the Science Based Targets initiative (SBTi) validated Belron's emissions reduction targets (from a 2021 baseline year) which require significant emissions reductions in the near term by 2030 and for it to achieve net-zero emissions by 2050.

Belron's SBTi-approved targets are:

By 2030

- Reduce Scope 1 & 2 (direct & indirect) emissions by 42%*; and
- Reduce Scope 3 (value chain) emissions (categories 1 to 5) by 25%*.

By 2050

- Commit to reach net-zero GHG emissions across the value chain; and
- Reduce Scope 1, 2 and 3 emissions by 90%*.

*from a 2021 base year

Summary of progress in 2024

In 2024, Belron achieved a decrease in total emissions across Scopes 1, 2 and 3 (categories 1 to 5) of 1% on 2023 levels and 12% since the 2021 baseline year. This is despite an increase in total job volumes of 4% and a sales increase of 7% in comparison to 2023.

While it has a long way to go, Belron continued to make progress in 2024 on its Scope 1 and 2 emissions reductions, delivering a combined reduction of 22% on 2023 levels. This was achieved through an increase in renewable electricity use from 42% at the end of 2023 to 94% in 2024. Belron also continued to reduce the amount of fuel used as it moved to more efficient vehicles and increased the number of electric vehicles (EVs) it operates to nearly 14% of its fleet.

In Scope 3, Belron saw an increase of 5% on 2023 emissions, driven by increases in category 1 'goods and services' emissions due to increased spending in the business, and category 4 'upstream transport and distribution' emissions. Despite the increase in 2024, Scope 3 emissions have reduced 7% since the 2021 baseline year. The company continues to engage with its value chain to understand suppliers' emission reduction plans and improve the robustness of the data that is used to calculate the Scope 3 emissions.

2.1.3. ACTIONS

'Repair first'

The 'repair first' approach is at the core of Belron's operations. Repairing rather than replacing a customer's windscreen minimises the environmental impact. It generates fewer emissions and less waste, avoids the manufacture and transport of new glass and other products, and costs less for customers.

Product Carbon Footprint

The Product Carbon Footprint tool was updated in 2023, showing that a windscreen repair results in as much as 80% fewer emissions than a replacement. The footprint assessment was conducted in accordance with ISO 14067:2018* and independent verification of the updated tool and emission calculations was received from Bureau Veritas.

The tool was used to assess the CO_2e emissions generated from a repair of a windscreen versus a replacement, carried out by technicians in branches and mobile vans in Australia, Belgium, France, New Zealand and the US. Together, these countries provided a representative sample across different operating models and environments from across the global business.

The emissions calculation is based on a cradle-to-grave approach, spanning the emissions associated with the extraction of raw materials, the production of glass, resin and the other materials required, the transport of the customer to the branch or the technician to the customer, all Belron operations, and end-of-life of glass and transportation and waste stages.

*ISO 14067:2018 Greenhouse Gases: Carbon footprint of products – requirements and guidelines for quantification

Reducing Scope 1 & 2 emissions

To tackle Scope 1 & 2 emissions, Belron is taking action in three areas:

- Reducing its fleet emissions
- Increasing the use of renewable electricity
- Decarbonising its infrastructure (service centres/branches, DCs and warehouses)

Reducing fleet emissions

Belron's global fleet of around 10,500 vehicles is its largest single source of Scope 1 direct emissions. By 2030, Belron's aim is to reduce these emissions by at least two thirds and to electrify at least 50% of its vehicles. To achieve this, the company needs to reduce fuel consumption and improve efficiencies through route optimisation, driver training, newer, more efficient vehicles, the roll-out of fully electric or hybrid vehicles and the use of alternative lower emission fuels such as HVO (biodiesel).

In 2024, Belron continued to make progress in transitioning mobile vans, courtesy and company cars. At the end of 2024, 14% of the global fleet was electric and fleet emissions were reduced by 12%. In summary:

- 35% of all cars and 7% of vans were fully electric;
- Twelve Belron businesses were operating with electric cars, and twelve with electric mobile vans.

There are 111 electric vans in the US, with 217 charging points across 20 states. A Laddaw site in the UK uses 100% EVs for local deliveries. In Sweden, Belron has transitioned over 80% of cars, while in Germany around 60% of cars are electric. Similarly, several other businesses are continuing their journey to electrify van fleets, including 34% of the fleet in Norway. Carglass® France began a roll-out of electric vans in 2023 and by early 2024 the country's 390-strong van fleet was electric, with 445 charging stations installed in branches.

Belron continued to trial and roll out new vehicles for different uses, including the introduction of hybrid 12-tonne trucks in Australia for transporting glass on long distances from DCs to service centres.

Increasing renewable electricity

Overall, 94% of the electricity consumed in 2024 came from renewable sources, up from 42% in 2023. This was backed by Renewable Guarantees of Origin (REGOs) or Guarantees of Origin (GoOs).

In 2024, 10 countries sourced 100% renewable electricity, these included the US and Canada which sourced 100% renewable electricity for the first time. A further 5 countries bought a large proportion of renewable electricity. Belron will continue to pursue its ambition of using 100% renewable electricity, including exploring opportunities for on-site renewable generation.

Decarbonising the infrastructure

The power used to run buildings makes up 36% of Scope 1 and 2 emissions (from the baseline year of 2021). Therefore, to reach emission reduction targets, the decarbonisation of infrastructure is needed. Energy efficiency and changing how branches and DCs are powered are a critical part of how this will be done.

The Belron businesses are approaching this in different ways. In the Netherlands, for example, heating forms over 50% of total Scope 1 emissions. Carglass® Netherlands is working towards an ambition to be gas-free across all buildings. In partnership with local real estate asset managers, investments are being made in air source heat pumps, building management systems and other technology. So far, half of the branches in the Netherlands use gasless heating systems, resulting in a 34% reduction in emissions from 2023 levels. In the UK, ten off-grid service centres with solar power and biofuels are now in operation, with more planned for the future. Solar panels are also in place on selected buildings in Australia, New Zealand and Spain.

A total of 849 MWh was generated by solar power across all entities in 2024. Different ways of decarbonising the infrastructure will continue to be assessed and learnings will be shared across Belron's businesses.

Scope 3 emissions

Belron's near-term commitment is to reduce its Scope 3 emissions by 25% by 2030. The focus of the Scope 3 emissions reduction work and reporting is on categories 1 to 5. These represent (on a 2021 baseline and in line with SBTi requirements) over 90% of total Scope 3 emissions and consist of purchased goods and services, capital goods, fuel and energy-related activities, upstream transport and distribution, and waste generated by the company's operations.

Scope 3 - categories 1-5

A specific focus for 2024 has been to gain a better understanding of the emissions associated with the core products bought ('goods and services' category 1 of Scope 3 emissions) and how they can be reduced. This category makes up 73% of Belron's 2024 Scope 3 category 1-5 emissions and includes vehicle glass, polyurethane, adhesives, resin and products for resale such as wipers and rain repellent. Belron has been working with its suppliers to obtain specific emission factors for these products and to better understand the emission reduction plans they have in place. This information will be used to improve the emissions data reported.

Life cycle approach - glass in focus

Vehicle glass makes up 23% of total 2024 Scope 3 emissions and is, therefore, a critical element of emission reductions. In 2024, Belron worked with a product life cycle specialist to develop supplier and site-specific life cycle assessments (LCAs) for the glass that is bought from key vehicle glass suppliers.

These assessments covered all stages from raw material extraction, float glass and windscreen production, transport, etc. up to the point where the completed automotive glass parts leave the suppliers' site.

Vehicle glass emissions

The emissions associated with the production of a windscreen can be broken down into a number of key sources*;

- Raw materials (for example sand, soda ash, PVB) 19%
- Electricity use 60%
- Use of natural gas 20%
- Transport 1%

*To ensure comparable information, the assessments focused on operations for a 2021 base year, on an unheated automotive windscreen consisting of two glass layers of set thickness, PVB interlayer and the layer of black enamel which borders the windscreen.

What is next

The results of these assessments will be used to work with suppliers to understand their emission reduction plans and how they can help Belron achieve its own Scope 3 targets. The key opportunities to reduce the emissions from glass bought are improving production efficiency, moving to renewable energy and optimising raw material inputs. Belron is now capturing details of its suppliers' plans in these and other areas and creating a roadmap towards its 2030 and 2050 objectives.

Other key Scope 3 categories

Belron is working with suppliers of its upstream transport and distribution network to gain a better understanding of their emission reduction plans and to improve the information received to obtain more accurate emission calculations ('upstream transport and distribution' category 4 of Scope 3).

Belron is engaging with its transportation partners to trial alternative fuels and vehicles, where possible. For example, in 2024, Autoglass® in the UK completed a trial with their distribution partner on the use of Bio-CNG vehicles. They used 40-tonne trucks with a range of between 350 and 400 miles and saw emissions reductions of over 90%, compared with its diesel equivalent. As a result, they will extend the trial into business-as-usual operations with two vehicles (15% of the fleet) running on Bio-CNG.

Belron continues to calculate the emissions associated with capital goods (category 2 of Scope 3), with a focus on how these emissions can be more accurately reported, for example, through the use of supplier specific emission factors for key equipment purchases.

Fuel and energy related emissions (category 3 of Scope 3) are a result of the supply of fuel and energy consumed. Belron continues to focus on reducing fuel consumption in its fleet and energy consumption in its real estate.

	Retrospective			Milestones and target years			
	2021 (base year)	2023	2024	2025	2030	2050	Annual % target / base year
Scope 1 GHG emissions							
Gross Scope 1 GHG emissions (tCO2eq)	**121,289**	**104,681**	**95,262**	**95,100**	**70,186**	**12,129**	**-5.90%**
Scope 2 GHG emissions							
Gross location-based Scope 2 GHG emissions (tCO2eq)	**25,225**	**24,431**	**27,779**	**25,225**			
Gross market-based Scope 2 GHG emissions (tCO2eq)	**29,065**	**22,779**	**4,562**	**22,789**	**16,814**	**2,907**	**-5.90%**
Significant Scope 3 GHG emissions							
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)	**562,311**	**502,005**	**525,054**	**495,760**	**423,536**	**56,231**	**-3.10%**
1 Purchased goods and services	397,711	361,455	382,145				
2 Capital goods	15,491	31,716	27,021				
3 Fuel and energy-related activities (not included in Scope 1 or Scope 2)	38,291	34,642	32,573				
4 Upstream transportation and distribution	89,624	58,400	70,549				
5 Waste generated in operations	21,194	15,792	12,766				
Total GHG emissions							
Total GHG emissions (location-based) (tCO2eq)	**708,825**	**631,117**	**648,095**				
Total GHG emissions (market-based) (tCO2eq)	**712,665**	**629,465**	**624,878**				

Note 1 : Belron uses market-based emissions accounting under Scope 2 in line with the SBTi.
Note 2 : Belron's focus of emissions reduction work and reporting for Scope 3 is on categories 1-5 which represents more than 90% (on a 2021 baseline and in line with SBTi requirements) of the total. Of the remaining Scope 3 categories, 6, 7, 12 and 14 (business travel, employee commuting, end-of-life of sold products and franchises) are in the scope of net-zero targets and will be part of the company's emission reduction plans going forward. Categories 8, 10, 11 and 13 (upstream leased assets, processing of sold products, use of sold products and downstream leased assets) are not applicable; and 9 and 15 (downstream transport & distribution and investments) are optional.

2.2. Reducing waste and building a circular economy

Belron takes its environmental impact seriously and believes that it has an important responsibility in developing solutions that eliminate waste. The more it can reduce waste, the more it can reduce the effort and cost in handling waste which benefits both the company and the environment.

2.2.1. MATERIALITY

Reducing waste and working towards creating a circular economy means Belron can drive down the amount of resources it consumes and keep these resources in its value chain by using them again. Reducing waste will also help the company become a more efficient business and reduce its costs while meeting its net-zero emissions targets.

Belron's global operations produce over 159,000 tonnes of waste every year, of which around 108,000 tonnes is vehicle glass waste and the remainder is general waste. Last year, 83% of its total waste was recycled or put through other waste recovery activities. However, the company aims to do more to reduce the volume of resources it uses, the waste it sends to landfill and the materials that enter its waste stream.

2.2.2. AMBITIONS

Belron has a simple yet ambitious goal: to eliminate waste from its operations where it can and recycle or reuse all its waste to make new products wherever possible.

Building on the success of its recycling and 'repair first' strategies, Belron also aims to continue to leverage its world-class technical expertise and strong partnerships to close the loop on glass waste and associated products, creating a more sustainable, resilient value chain.

Summary of progress in 2024

Belron's most significant waste product is vehicle glass and, as in 2023, it recycled 97% of all the vehicle glass waste it handled.

Belron's general waste is largely made up of the materials used to transport and package purchased goods, alongside waste products generated during the replacement or repair of windscreens.

Belron continued to work with its suppliers to review the type and volume of materials used in the packaging of the products bought and make changes within its operations. Belron also trialled new ways to reduce or eliminate waste in windscreen packaging, for example, and continued with its pilot to make windscreens using waste vehicle glass.

In 2024, Belron generated 51,520 tonnes of general waste. It met its internal target of sending 45% of general waste to landfill, representing an improvement on 49% in 2023. In total, Belron sent 22,794 tonnes of waste to landfill in 2024, 1,630 tonnes less than in 2023.

Note: 'General waste' refers to all waste streams (with the exclusion of vehicle glass waste sent for recycling) generated by Belron from its day-to-day operations.

2.2.3. ACTIONS

Belron focuses its waste management activities in three key areas: Reducing and eliminating waste; Recycling; and Building a circular economy.

Reducing and eliminating waste

Belron is committed to driving down the amount of waste created by eliminating it at the point of purchase decisions. The company continues to look at ways in which it can reduce in-bound packaging and the way it works so that it uses, and ultimately disposes of, less.

General waste remains a focus for Belron. Going forward, the company will look for opportunities to further segregate its waste and keep reducing what is sent to landfill.

In 2024, Belron took a number of steps to help meet its targets:

- More windscreens were transported and delivered without single-use plastic bags and other packaging materials;
- More single-use items were replaced with refillable alternatives;
- The packaging and waste associated with wipers were reduced through better design.

Less wrapping for windscreens

Windscreens need to be protected during transportation to reduce damage prior to fitting, but the associated packaging can create large volumes of waste. Belron strives to find the right balance between providing sufficient protection, minimising packaging and ensuring that materials used are easily recyclable.

Historically Belron's primary manufacturer suppliers have provided new windscreens wrapped in plastic bags. Following extensive trials, Belron has been able to develop alternative ways of protecting windscreens. From the end of 2024, these manufacturers ship windscreens to all entities without using plastic bag packaging. This reduces the plastics reaching Belron's waste streams by an estimated 877 tonnes per year.

Recycling

Progress on glass waste recycling

2021	2022	2023	2024	Target
72%	89%	97%	97%	97+%

Glass waste recycling

Belron's most significant waste product is vehicle glass, making up 68% of its total waste volume in 2024. The company recycles most of its waste vehicle glass, enabling broken windscreens to be recycled and find new lives as different products.

In 2024, 97% of the vehicle glass waste handled was sent to recycling, the same rate as in 2023. This excludes the plasticised polyvinyl butyral (PVB) interlayer, bonded rubber and other materials that form part of the windscreen. Most of the glass waste is recycled into essential materials such as building insulation and road aggregates. Building insulation has a 40+ year life and saves energy for its end user. Other waste from recycled windscreens, such as the laminate film Polyvinyl Butyral (PVB), is used to make carpet backing, paint and waterproof coatings.

Achieving 100% recycling

In 2024, Belron's businesses in Austria, Belgium, France, Germany, Italy, the Netherlands, Spain, Switzerland, the Nordics, New Zealand and the UK recycled 100% of their vehicle glass waste. Portugal recycled 99%, with the US and Australia recycling 97% each.

New uses for Belron's waste

Belron aims to divert as much of its waste from landfill as possible and, in 2024, it continued to look for new waste recycling opportunities. In Australia, for example, Styrofoam (which is used to protect glass) is being recycled into picture frames and coving. The European Distribution Centre (EDC) in Belgium is also trialling the recycling of workwear, and in Denmark and the Netherlands, Belron is in the process of eliminating single-use cups at branches and offices. In New Zealand, locally manufactured internal walls made from Tetra Pak® are used in new branch locations.

Building a circular economy

To achieve its ambition to eliminate waste, Belron aims to build a circular economy, particularly around vehicle glass. Glass waste is created when a customer's windscreen cannot be repaired and must be replaced. The ultimate aim is that this vehicle glass waste is recycled and used in the production of new vehicle glass.

In 2023, to better understand how waste windscreen glass could be used in new windscreen production, Belron began a pilot with its partner, AGC Automotive Europe, to develop its first windscreen which includes glass waste.

Belron supplied waste door glass from its European businesses to AGC's float line in the Czech Republic. AGC mixed the waste glass with other raw materials to make float glass and then produced 250 new windscreens for the Mercedes A Class car. In 2024, Belron started fitting these new windscreens into customers' cars in Belgium.

Although it is still at a very early, experimental stage, in early 2025 Belron will move onto the next stage of this project and is aiming to increase the amount of waste windscreens sent to AGC to increase the range of recycled windscreens made.

Waste-related data	Unit	2023	2024
Total amount of waste generated	**Tonnes**	**159,513**	**157,391**
Total amount of hazardous waste	**Tonnes**	**646**	**520**
Total amount of non-hazardous waste		**158,867**	**156,871**
Total amount by weight diverted from disposal	**Tonnes**	**126,404**	**124,257**
Total hazardous waste generated diverted from disposal	Tonnes	365	34
Total hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	0	0
Total hazardous waste generated diverted from disposal to recycling	Tonnes	365	34
Total hazardous waste generated diverted from disposal to other recovery operations	Tonnes	0	0
Total non-hazardous waste generated diverted from disposal	Tonnes	126,039	124,223
Total non-hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	0	0
Total non-hazardous waste generated diverted from disposal to recycling	Tonnes	126,039	124,223
Total non-hazardous waste generated diverted from disposal to other recovery operations	Tonnes	0	0
Total amount by weight directed to disposal	**Tonnes**	**33,109**	**33,134**
Total hazardous waste generated directed to disposal	Tonnes	281	486
Total hazardous waste generated directed to incineration	Tonnes	196	415
Total hazardous waste generated directed to landfill	Tonnes	85	71
Total hazardous waste generated directed to other disposal operations	Tonnes	0	0
Total non-hazardous waste generated directed to disposal	Tonnes	32,828	32,648
Total non-hazardous waste generated directed to incineration	Tonnes	6,487	5,139
Total non-hazardous waste generated directed to landfill	Tonnes	26,341	27,509
Total non-hazardous waste generated directed to other disposal operations	Tonnes	0	0

Note: The total waste does not include the plasticised polyvinyl butyral (PVB) interlayer, bonded rubber and other materials that are integral to the windscreen. These materials are estimated to be 15% of the total vehicle glass waste and can only be separated as part of the vehicle glass recycling process

2.3. Sustainable procurement

Belron's Sustainable Procurement Programme ensures sustainability is at the forefront of all purchasing strategies, buying decisions and collaboration with suppliers.

2.3.1. MATERIALITY

Sustainable procurement is critical to achieving Belron's responsible business ambitions as suppliers have a key part to play in helping to meet its waste and emissions reduction targets. Belron also wants to ensure that its commitments to diversity, equity and inclusion, and people safety extend across its value chain.

2.3.2. AMBITION

Belron aims to ensure that its suppliers, and the products and services it buys, have a positive impact on the environment and society, while at the same time improving Belron's supply chain efficiency and resilience.

2.3.3. GLOBAL SOURCING

The Belron Group Procurement function sources and manages the procurement of core products and services that Belron uses in its businesses around the world.

Centrally procured products include vehicle glass, trims, adhesives, workshop equipment, tools, consumables and products for resale. Centrally procured services include IT software and maintenance, professional services, vehicle leasing and the maintenance of the van fleet.

Other products and services required are sourced and managed by the individual entities through their own supplier networks.

2.3.4. BELRON'S APPROACH TO SUSTAINABLE PROCUREMENT

Belron's sustainable procurement programme has been established to drive sustainability improvements and reduce risks across its supply chain. It has six focus areas to ensure the company's standards are applied by its suppliers, that their actions contribute to its Responsible Business objectives and that they are able to continue providing Belron with the needed products and services in a sustainable way. These six areas are Recycling & Circularity; Supply Diversity; Human Rights; Emissions; Environmental Impact; and Supply Risk.

Summary of 2024 progress

In 2024 Belron made important progress in sustainable procurement, including the update and publication of a new guidance for its supplier partners, giving greater clarity to its expectations and hands-on support on how to meet them.

Belron also strengthened its procurement governance with the introduction of a suite of new policies applicable to suppliers to reduce and manage risks, ensure compliance and push its overall procurement standards higher, most significantly with the publication of its Conflict Minerals policy.

The company also continued its programme of assessing its suppliers with both remote and on-site audits, reaching the important milestone of having all of its most critical supplier sites covered by an active assessment.

2.3.5. ACTIONS

Updated Supplier Code of Conduct

In 2024 Belron launched a new version of its Supplier Code of Conduct, setting out its values and the latest expectations of its suppliers. The company updated the Code with input from expert partners, internal stakeholders and suppliers. It has a much greater focus on key topics such as emissions, waste, anti-corruption, risk management and modern slavery, and provides best practice advice on areas such as safety.

The new Code includes a 'Speak Up' mechanism, for suppliers' employees, business partners, or any other third party to raise concerns via NAVEX Global, an independent provider. These concerns can then be investigated by Belron, where appropriate.

First Sustainability Handbook

In another important development, Belron published its first ever Supplier Sustainability Handbook, a practical 'how-to' guide to help its partners meet its updated Code and understand how it will assess and audit their compliance. The Handbook sets out the core principles behind each focus area, clearly defines the minimum requirements suppliers must demonstrate to be aligned and shares best practice to help them go further wherever possible. With a focus on reducing Scope 3 emissions in the supply chain, the Handbook also includes an emissions reduction framework. This helps suppliers understand their level of maturity, defines the information needed from them, encourages them to set their own ambitious targets and helps them develop plans to reduce their own carbon footprints.

Launching the Code and Handbook

Belron's new Supplier Code of Conduct and Supplier Handbook were important milestones. The company sent the new documents to all its suppliers and in a series of live webinars, explained the changes made, how the documents should be used and the importance of compliance as a requirement of doing business with Belron. The company then held deep-dive follow-up sessions with its most important suppliers. The Code is available on the Belron website.

Conflicts Minerals policy

In 2024, Belron launched its first Conflict Minerals policy as part of its commitment to ensure that the materials that are used in the products bought (such as tungsten), or in the manufacturing process (such as tin), are responsibly sourced. Belron also became the first in its sector to join the Responsible Minerals Initiative and will use the insights and connections this gives to encourage its suppliers to make a positive difference in this area.

Journey to world-class procurement

In 2024, Belron launched its Global Procurement policy to give its businesses a comprehensive set of standards in both direct and indirect procurement of products and services. This is an important step towards achieving world-class procurement standards and ensuring that processes are conducted with integrity and transparency and with a focus on risk, sustainability and value for money. Belron is now embedding this new policy across its businesses.

Site audits

To ensure supplier compliance with its requirements, Belron's sustainable procurement team continued its programme of assessments and audits, performed both remotely and on site at production, distribution and service delivery locations.

This programme continues to be supported by external partners, who run a bespoke audit structure that assesses a wide range of ESG topics and delivers a corrective action plan with required resolution times. In 2024 Belron brought a new audit partner on board to help align the programme with its new Supplier Code of Conduct and to perform audits in the most productive, cost effective and sustainable way possible.

Belron's approach is to have an ongoing dialogue with suppliers to address risks, provide advice and share best practices. This is supported by a detailed scoring mechanism.

In 2024, the company met its objective of having all its strategically important global suppliers covered by a valid assessment or audit. Review periods for these suppliers are updated quarterly according to their risk profiles and scores.

Audit results

Belron's audit results of its global suppliers were strong in 2024. 50% of global supplier sites audited in 2024 achieved the highest possible 'Platinum' grade, meaning that no risks were identified and only good practices found. Together with 29% achieving the 'Green' grade, the programme saw 79% of supplier sites audited achieving the top two ratings.

Health and safety was one of the risks identified, albeit a decreased one compared to previous years. Belron will address this by focusing on safety in its new Supplier Handbook and through the support from its own team of safety experts.

Supplier good practices were demonstrated across a range of areas, especially in the protection of the environment and the prevention of climate change. This gives a solid platform on which Belron can build its emissions reduction plans with its suppliers. The company has encouraged suppliers to set ambitious reduction targets and in 2024 more of them set science-based targets that align with Belron's.

Spreading best practice

Belron encourages its suppliers to share details of the good things that they are doing to celebrate their successes and support others. Many suppliers have made significant steps, including transitioning to renewable energy.

Managing value chain risk

In 2024, Belron continued to use a range of systems to assess risks in its value chain and get real-time information about events requiring attention. Belron reviewed the full supply chains of key strategic suppliers, tracing back to raw materials and assessing a broad range of risks and sustainability impacts at each stage, including their emissions. The company applied its business continuity framework to review the ability of its partners to provide goods and services in cases of adverse events, or any other contingencies.

3. Social information

3.1. Promoting diversity, equity & inclusion

Belron believes that people's uniqueness is what makes the difference. With over 30,000 employees across the world, promoting diversity, equity, inclusion and well-being (DE&I) is part of Belron's identity and critical to attracting and retaining the very best talent across the business.

3.1.1. MATERIALITY

Empowering diversity, promoting equality and fostering inclusion are key to employee well-being and engagement. Having this focus enhances Belron's ability to attract and retain top talent, so it can best serve its customers and mirror the communities in which it operates. Innovation is vital for Belron and employing people from a variety of backgrounds also helps bring new ideas into the business. DE&I is, therefore, crucial to the company's success and inherent to its values.

3.1.2. AMBITIONS

Belron values difference in all its forms and wants to ensure its employees feel respected and to create an inclusive environment in which everyone can be themselves and reach their full potential. This is based on two core principles: zero tolerance for discrimination and 100% inclusion for everyone.

Belron has committed to improving the gender mix across its business and the overall diversity of its Leadership Group, as well as to increase the number of female technicians employed.

Summary of progress in 2024

Belron continued its DE&I efforts in a number of ways, including through increasing its understanding of employee demographics and tracking DE&I progress through its annual engagement survey, which again showed high levels of overall engagement in 2024.

The company carried out a global DE&I 'health check' to create a roadmap for the future and build up the capability of its global DE&I Community to spread best practices around the world.

Belron continued its efforts to attract more women into its business and developed new, safer tools to serve a more diverse technician population.

3.1.3. ACTIONS

Improving female representation

Diversity has been a key focus area of Belron's recruitment and retention strategy, particularly centred on having greater female representation in its business. In 2024, 24% of the overall population was female (around 7,500 employees) and a target has been set to increase this to one third. Within this, the number of female technicians grew to 630, with an ambition to get to 2,000. To support this ambition, Belron continued its efforts to attract more female technicians with, for example, 18 countries using TV ads which featured female technicians, often leading to higher female recruitment.

Other efforts were deployed such as in Australia, where O'Brien® used employee feedback to make improvements to the experience of all their technicians, including women. This included the provision of greater flexibility to allow for family commitments, including childcare. Their actions have contributed to a significant improvement in the retention of female technicians.

Finally, around one third of Belron's owned businesses are currently led by women, including the largest in the US.

Adapting how we work

Removing and replacing glass can be a physical job and, for many women, having a smaller physical build can still feel like a barrier. To address this, Belron conducted focus groups with female technicians to identify opportunities to improve processes and tools. Additionally, with people working increasingly later in life, the company needs to ensure retention and recruitment of older employees.

Best of Belron – the female trailblazers

Every two years, the Best of Belron event recognises and celebrates the expertise of technicians across the business, with 30 national champions competing for the coveted title of "Best of Belron" in front of an audience of over 1,500 employees, customers and suppliers.

The first Best of Belron final took place in 2000, and, since then, over 100 technicians have taken part, but none of the finals had ever included a female participant. In 2024, three female competitors representing Finland, France and South Africa qualified for the global final after beating intense competition in their own country to win their national competitions and in doing so blazed a trail for female technicians.

Belron's DE&I Healthcheck

With Ernst and Young's (EY) support, Belron's central DE&I team performed a worldwide DE&I 'Healthcheck'. This bespoke approach has provided insights into local regulatory, market and business-specific DE&I opportunities using EY's Global Equality Standard. These insights, including positive practices and opportunities for improvement, will enable the company to develop country-level action plans in 2025.

Building confidence & capability

In 2024, Belron continued providing its DE&I immersion sessions to country leadership teams, resulting in over 220 hours of executive training focused on DE&I. Two global e-learning modules were created for DE&I, one for all employees and the other for managers. Belron's businesses have started to implement this training.

Celebrating diversity

Belron continued to recognise important dates with its employees and communities, ranging from Hispanic Heritage Month, through to Pride Month and International Day for Disabled Persons. The company placed emphasis on learning, storytelling and fostering greater understanding. A month-long campaign, 'Belonging @ Belron', was dedicated to celebrate activities of inclusion and diversity from around the world.

Educating on race

As a global business, employees and customers represent many races and creeds, making a culture of inclusion essential. One small step in creating this culture is through learning about the experiences of others. In addition to marking the International Day for the Elimination of Racial Discrimination globally, many of Belron's businesses ran education and engagement campaigns on racial awareness in 2024. These included stories from employees from diverse cultures and ethnicities. Safelite® focused activities around important observance days such as Martin Luther King, Jr. Day, and Black History Month. These activities engaged over 9,000 employees and included in-person and online learning experiences. An ongoing "Perspectives" series encourages the Safelite® community to share their own stories.

Breaking language barriers in Germany

To help break down language barriers, Carglass® Germany offered documents and e-learning modules to operational service employees in multiple languages, including Bosnian, English, Arabic and Turkish, which are the first languages of many employees. The business also identified how many employees required support in learning German and is developing a range of services to help them.

Tracking Belron's DE&I progress

Belron recognises the need to monitor its progress on DE&I and 2024 was the fourth year in which DE&I topics were included in the Annual Engagement Survey, through questions such as 'I can be myself at work without worrying about how I will be accepted.' DE&I drivers resulted in an 89% rating, maintaining the 2023 scores.

Headcount by gender	2023	2024
Male	24,415	23,651
Female	7,768	7,463
Other	0	1
Not disclosed	261	57
Total	**32,444**	**31,172**

Headcount by country	2023	2024
Australia	1,321	1,382
Austria	113	137
Belgium & Luxembourg	730	812
Canada	1,397	1,361
Denmark	244	266
Finland	110	126
France	2,990	3,096
Germany	2,437	2,666
Italy	822	881
Netherlands	481	556
New Zealand	348	326
Norway	343	356
Portugal	325	363
Spain	1,515	1,632
Sweden	328	366
Switzerland	125	160
UK	2,269	2,263
USA	16,283	14,112
Belron International	263	311

Turnover	Unit	2023	2024
Total employee turnover	n	12,576	10,696
Employee turnover rate	%	39	34

Employees in top management by gender	2023	2024
Male	128	109
Female	50	54
Other	-	-
Not disclosed	1	-
Total employees	179	163

Age distribution of employees	2023	2024
Under 30 years old	10,517	7,956
Between 30 and 50 years old	16,314	16,808
Over 50 years old	5,613	6,408

3.1.4. EMPLOYEE ENGAGEMENT

Belron undertakes a wide range of initiatives to drive employee engagement including training, development and recognition through local programmes, flexible working options, feedback channels and support for local communities through its Giving Back agenda.

The annual Belron Exceptional People Awards (BEPAs) celebrate employees for their work and the positive impact they have had on customers, their colleagues and society. In 2024, the company congratulated 70 (individual and team) winners from 26 countries, most working in frontline roles or in distribution centres. The winners were selected by a global panel of leaders, chaired by Belron's CEO.

The annual survey

Belron measures employee engagement with 'The Belron Annual Engagement Survey', and a six-month pulse survey, which tracks employee sentiment about the actions that have been taken by their teams.

In 2024, 90% of employees took part in the survey, up from 89% in 2023, including 86% of technicians, the largest working population.

Belron's partner, Willis Towers Watson, classified Belron as a high-performing organisation based on its results, including the overall engagement score of 88.1%. Furthermore, 89% of employees said they feel proud to work at Belron.

	2022 result	2023 result	2024 result	Ambition
Employee engagement score	**86.2%**	**89.2%**	**88.1%**	Maintain engagement score in the mid 80% range.

The results of the 2024 survey, and its verbatim comments, were shared with team leaders, enabling everyone to create plans for improvement. The 2024 pulse survey, conducted earlier in the year, showed that 90% of employees had seen their team's results and 82% had been involved in creating follow-up actions and had seen progress as a result.

Working across borders

Belron's Road Stars programme is designed to give career progression and opportunities for technicians and address the need to have a geographically flexible workforce. In 2024, the programme mobilised 183 technicians in Portugal, Spain, Belgium, the Netherlands, Italy, Austria and France. These technicians were deployed wherever additional resources were needed at short notice, for example, where a country experienced a spike in demand as a result of extreme weather. Road Star employees received a competitive package of compensation and other support. The technicians involved said that the experience had supported their personal and professional development, citing increased confidence, resilience and essential skills, such as teamwork and communication.

3.2. People safety and well-being

One of Belron's key priorities is to develop and maintain a positive safety, health and well-being (SHW) culture.

3.2.1. MATERIALITY

Achieving a zero-harm environment and keeping people safe is at the heart of doing business responsibly. Protecting employees is essential not only for them, but also because their well-being enables them to give customers exceptional service. This also helps to ensure Belron keeps its workforce engaged and that it remains an employer of choice so that it can attract and retain top talent.

3.2.2. AMBITION

Belron's ambition is to have a zero-harm environment for its employees, customers, contractors and visitors, and to ensure everyone returns home safely every day.

The company's target for 2025 is to reduce its Lost Time Injury Frequency Rate (LTIFR) by a minimum of 10% compared with 2024.

Summary of progress in 2024

In 2024, Belron continued to implement its Safety Health and Well-being (SHW) Global Standards, which establish consistent, minimum standards across all businesses, to help build a strong safety, health and well-being culture. The company also launched its Belron Group SHW Strategy, outlining five strategic priorities linked to its culture and values to develop a zero-harm environment over the next three to five years.

Belron puts a special focus on driving awareness across its businesses, working with leadership teams and using communications materials to help keep safety front of mind every day. A suite of new tools and training were developed and, in some cases, rolled out to help minimise accidents in the workplace.

All Global Leadership and Board meetings begin with a discussion around safety performance, underscoring Belron's commitment to safety and how seriously this issue is taken by senior leaders.

In 2024, Belron saw a 7% increase in its LTIFR. In absolute terms, the number of lost time accidents increased from 911 in 2023 to 1,039 in 2024.

While no improvement has been observed in 2024, Belron believes that the steps taken during the year have increased awareness, capability and compliance, and that this year's results are a reflection of improved reporting across the business.

	2024 value	2023 value	Ambition
Lost Time Injury Frequency Rate (LTIFR)	18.15	16.10	By the end of 2025, reduce by at least 10% compared to 2024
Total Recordable Injury Frequency Rate (TRIFR)	37.70	35.99	Zero harm

3.2.3. ACTIONS

Driving consistency

In 2023, Belron businesses were tasked with creating and implementing action plans to meet the newly launched SHW Global Standards. In 2024, they rolled out bespoke improvement plans to help them reach full compliance and work towards a safer environment. Every business now has a dedicated SHW leader in place. Belron's central SHW team visited all the businesses to support them in this process. In 2025, this hands-on coaching will continue, with plans for additional visits from a third-party auditor.

Performance reporting was also a key focus in 2024, with each business providing monthly updates on its journey to Global Standards compliance. This is being used to help shape and improve existing plans.

New, safer tools

In 2023, Belron investigated the root cause of the two most common injuries, musculoskeletal disorders (MSDs) and cuts and lacerations. With this knowledge, in 2024 it developed and rolled out new, safer tooling for technicians. Belron is also in the process of developing new tools to make it easier to lift heavy windscreens, as a way to attract and better serve a more diverse technician population.

New tool	Safety improvements
Eliminating blades: new razors, label removal tools and peelable labels	Razors are the biggest cause of cuts and lacerations resulting in 20% of all lost time injuries. Blades are widely used to remove resin from windscreens during the repair process and remove labels from glass. To reduce the risk of these accidents, in 2024 Belron developed and began to roll out a new safe razor and tested plastic blades for label removal as a lower risk alternative. These will be rolled out from Q1 2025. Belron also introduced peelable labels on most of the glass distributed in Europe, eliminating the need for technicians to use a razor to remove labels in the first place. Belron plans to extend this globally.
Cut-resistant gloves	All technicians must wear gloves while they handle glass. In 2024, a minimum standard was defined to ensure these gloves are cut-resistant. Belron is in the process of making them available to employees across the world.
New glass lifting and handling solution	Belron researched and developed an entirely new glass lifting and handling solution, making it easier for employees to fit heavy windscreens. This will also support diversity in the technician population. We will test this new approach in 2025.
Easier to use polyurethane packs	Belron has rolled out in the US, and is trialling in the UK, Germany and Spain, a shorter, 430ml polyurethane adhesive pack, which it uses when replacing a windscreen. The new packs are lighter and easier to use when applying the adhesive and are better suited for a more diverse workforce but can also reduce consumption and waste.
Ezi-Wire®	Ezi-Wire® is a patented system unique to Belron and is used by technicians to remove windscreens safely. In 2024, the company launched a new operating procedure to drive the Ezi-Wire® with a drill, significantly reducing the risk of shoulder strain caused by repetitive manual use.

Awareness and training

Raising awareness and training are vital to safety performance. While awareness of the importance of safety is high among the senior leadership group, going forward Belron needs to ensure there is the same understanding among regional and line management teams.

In 2024 a series of videos highlighting the stories and real-life impacts of injured technicians were shared with employees worldwide, making safety a personal matter for everyone. These videos are part of a mandatory safety training module that all existing and new employees need to complete. In addition, Belron introduced Driver Safety Training to ensure the safety of everyone who drives for work. In 2025, Belron will run targeted campaigns on well-being and dynamic risk assessments.

Many businesses ran their own safety awareness campaigns in 2024, including Safelite® in the US, Carglass® in France and Sweden and O'Brien® in Australia.

Health and safety management – employees		
	2023	2024
Number of fatalities due to work-related injuries and ill health	0	1
Number of recordable work-related accidents	2,036	2,163

*It is with great sadness that Belron report one of its technicians was involved in a fatal road traffic collision in October 2024. Immediately following the accident, a review of safety policies and procedures was conducted, and changes were made to help prevent similar incidents occurring in the future.

3.3. Giving back

With a deep-rooted sense of responsibility towards the communities it serves, Belron is committed to enabling as many of its people as possible to make a positive difference to their communities. This is at the heart of Belron's culture and an essential part of how it does business.

3.3.1. MATERIALITY

By harnessing the passion and energy of its people, Belron's Giving Back agenda helps generate a positive impact for the charities and causes it supports. Each business has its own approach so employees can experience a greater sense of personal involvement and achievement.

3.3.2. AMBITION

Belron wants to make a difference in the local communities in which it operates, with its charity partners, including Afrika Tikkun, and for less fortunate people through the Belron Ronnie Lubner Charitable Foundation.

Summary of progress in 2024

Belron's Giving Back agenda is delivered across three areas: the Spirit of Belron Challenge (SOBC), local giving in businesses, and the Belron Ronnie Lubner Charitable Foundation. In 2024 Belron was active across all three areas, with donations totalling nearly €10m.

3.3.3. ACTIONS

The Spirit of Belron Challenge (SOBC)

The SOBC is Belron's flagship fundraising event, which began over 20 years ago when a handful of UK-based employees took part in the London Triathlon. Since then, it has grown beyond recognition, with thousands of Belron employees from around the world taking part, together with family, friends, partners and suppliers. The Challenge is simple: swim, cycle, run, walk or travel by wheelchair to raise money for Belron's long-standing charity partner, Afrika Tikkun.

In 2024, over 10,500 people joined Belron's ten-day virtual 'Round the World' event, and 2,000 people took part in a day of sports at Dorney Lake in the UK. Collectively participants travelled more than 325,000km, and raised over €2.3m for Afrika Tikkun, a fitting way to mark the charity's 30th anniversary. The total was achieved through a combination of individual country fundraising and donations from employees, partners and suppliers. Belron also donated €1 for every 1km travelled.

Local community giving

Each of Belron's businesses also gives back by raising funds, sharing skills and resources, and volunteering in their local communities. In 2024 Belron businesses raised around €4.7m to support charities and organisations helping vulnerable community groups.

The Belron Ronnie Lubner Charitable Foundation

The Belron Ronnie Lubner Charitable Foundation was set up in 2020 and named in honour of Belron's former CEO, Ronnie Lubner who believed passionately that we all have a responsibility to give back to those less fortunate.

Since its launch, the Foundation has donated over €10.8m to causes around the world, helping hundreds of charities across six continents. In 2024 the Foundation donated €2.9m, including further donations under its Global Grants Programme, responding to ad hoc employee applications, as well as responding to the humanitarian crisis in the Middle East and the floods in Spain.

Grants to help children & young people

The Foundation has so far donated around €1.5m, with a further €2.6m committed over the next two years, for flagship grants that focus on opportunities to support vulnerable children and young people across the world, helping drive systemic change and providing opportunities to thrive. In 2024, the Foundation continued to work with a philanthropy specialist to manage this grants programme. In addition to the first cohort of seven organisations chosen in 2023 to receive flagship grants, in 2024 the Foundation selected three additional organisations to support in the US, Canada and France.

3.4. Customer experience

As a responsible business, Belron aims to provide exceptional customer service through its purpose of making a memorable difference with care. Using advanced analytics, the company gathers insights from its customers through a wide range of sources and uses these to improve every stage of the customer journey.

3.4.1. MEASURING CUSTOMER SATISFACTION

Belron measures customer satisfaction through the Net Promoter Score (NPS), which helps understand customers' experience and how likely they are to recommend Belron to others. Every customer is invited to complete a survey that captures their feedback. Each of the businesses then reports on their performance which is weighted by job volumes. This establishes the overall score for Belron, giving insights that help make continual improvements.

Record NPS

In 2024, Belron achieved a record NPS of 86.0, an improvement on its score of 84.7 in 2023. Eleven businesses improved on their 2023 scores, with notable performances in the US and across Europe, as well as Norway and New Zealand.

Gathering deeper insights

While NPS is highly important, the focus in 2024 was to gather deeper customer insights to help deliver consistently high standards of service. As part of the Voice of the Customer programme, Belron analysed touchpoint surveys, web intercepts, post-booking feedback and responses from lost customers in 12 of its core markets. This, supported by advanced text and sentiment analytics, helped to identify pain points in the customer journey and find improvements in areas such as Conversion, Marketing, Sales and Field Operations.

Listening more online

With fewer customers providing direct feedback via traditional routes (Qualtrics 2024 Consumer Trends report), Belron expanded its sources of feedback to include web chats, online reviews, social media platforms and, more recently, call centres. The company also strengthened its online presence giving customers the option to share survey feedback on review platforms such as Trustpilot and Google Review. By doing this, Belron doubled review volumes and increased its online visibility.

Looking ahead

In 2025, Belron wants to maximise the potential of customer data and AI to adapt to changing customer behaviour. It will continue to equip all of its businesses with cutting-edge technology, methodologies and resources, and encourage the sharing of best practice globally, so it can keep finding ways to improve the customer experience.

3.4.2. TAKING CARE OF OUR CUSTOMERS

Belron is committed to ensuring that the service it provides is the highest safety and quality standard. The unique processes it uses and the tools and rigorous training developed by its Technical & Operations team, enable the company to meet this commitment.

Around the world, its highly trained technicians work to the Belron Way of Fitting. This is a proprietary 30-step process that ensures every repair, replacement and recalibration it carries out is done in the same way, using the same patented tools.

Clear and safe fitting instructions

One of the mandatory steps of the Belron Way of Fitting is for technicians to check the relevant vehicle-specific Vital Information and Fitting Instructions (VIFIs) which are necessary for the completion of a safe, high-quality job. Belron develops these instructions for every vehicle and every glass product it uses.

In 2024, following a successful pilot in the UK and Spain, Belron developed a new web-based app, giving its technicians easy access to these step-by-step instructions. The technicians rigorously tested the app, giving feedback on how to avoid common mistakes that could lead to safety or quality issues.

In 2025, Belron will launch these VIFIs in their new format, with instructional videos to enhance the technicians' experience. The company will continue to use insights from the field to shape how it provides training and technical data in the future.

Global training

In 2023, Belron updated the Belron Way of Fitting to include clear safety steps for customers and colleagues. By early 2025, all its existing technicians will have completed their training on this process update and all new technicians will undertake this training as they join the business. Working with the Safety, Health and Well-being team, in 2024 Belron launched two other important training modules: Driver Safety, and Manual Handling and Lifting.

Belron is also finalising the new Belron Way of Repair training module, which includes important safety information about parts of the windscreen which should not be repaired, such as the area in front of the ADAS camera, as this may obscure its view. In these instances, a windscreen would be replaced rather than repaired.

Keeping pace with new technology

Belron ensures it keeps pace with rapid advances in vehicle technology so that its technicians have the right processes, tools and information to do a great job for customers. An area of constant change is vehicle safety systems which are becoming increasingly complex and require the recalibration of sensors when a windscreen is changed. In 2024, Belron extended its research team to ensure technicians have the right expertise to respond to new technologies, like BMW's augmented reality camera or VAG's 2-Factor Authentication.

During the year, Belron created the 'ADAS Recalibration Minimum Standard' giving its businesses clear guidance on ADAS recalibrations following a glass replacement, including resetting sensors, and it continued to use track testing to build its knowledge of the complex area of ADAS functionality. In partnership with Bristol University, Belron developed a new app to help its technicians create the best lighting environment to carry out a safe recalibration. The company is aiming to launch this app in 2025 and will also introduce the 'Belron Safe Recalibration Standard' on how to safely reset the front camera.

4. Governance information

4.1. Strong governance and inspiring leadership

Strong governance and inspiring leadership ensure that Belron continues to operate as a highly responsible business. Belron is committed to building best-in-class governance, led by a talented group of leaders. By governing the company responsibly, Belron can deliver business success while ensuring sustainable outcomes for its key stakeholders, the environment and society.

4.1.1. ROLE OF MANAGEMENT BODIES

The Chief People Officer (CPO) is the executive team member responsible for the environmental, social and governance (ESG) agenda. The CPO, together with the Group Customer Director, sponsor the two pillars of the Belron Responsible Business Framework. The company's responsible business progress is reviewed at least monthly by the Group Leadership Team (GLTM) and at least five times per year by the Belron Board at their regular review meetings.

Responsible business team

Belron has a central team reporting to the GLTM that coordinates and facilitates ESG activity by monitoring progress and performance and providing knowledge and expertise to support the delivery of the Responsible Business Framework in every country where it has a presence. In 2024, Belron strengthened this central team, with additional expertise in sustainability and ESG reporting.

Responsible Business Ambassadors

Belron's in-country leadership teams are responsible for their own individual responsible business performances and how they contribute to the overall objectives of Belron's Responsible Business Framework. A network of Responsible Business Ambassadors, environmental reporters and in-country subject matter experts and teams support local responsible business agendas. In markets such as Denmark, France, Germany, Spain, Canada, the Netherlands, New Zealand and the UK, Belron has dedicated responsible business and sustainability specialists.

4.1.2. GOVERNANCE PROGRAMME

Belron's governance programme focuses on how it manages key enterprise risks, helping increase the maturity of its control environment and protecting the company with relevant insurance policies. It also includes operating a robust and fit-for-purpose risk and internal audit function. The programme continues to progress well, as detailed below:

- The Enterprise Risk Programme has further embedded a transparent risk culture through ongoing risk reporting from all businesses, including an increased focus on the success of risk mitigation activities. The GLTM and the Board have reviewed and refreshed key Group risks. The Enterprise Risk Management Steering Committee, with representation from across all functions, regularly meets Group risk owners to discuss and challenge ongoing and planned risk mitigation activities. In addition, Belron's Future Trends Forum continues to conduct horizon scanning exercises to identify emerging risks and opportunities for the organisation.
- Belron's large technology transformation programme continues to ensure a robust control environment for the future across the business. Controls are embedded in operations through the design and deployment of new global applications and processes, with employees upskilled where necessary.
- Belron's in-house internal audit function (along with external partners) continues to provide an independent view of business activities and risk management, reporting to the Belron Audit Committee four times per year.
- As part of its Global Insurance Programme, Belron continues to work closely with its partners to evaluate the long-term strategy for risk reduction, ensuring adequate coverage across the business aligned to risk appetite.

4.1.3. LEADERSHIP

At the heart of Belron's business lies a commitment to strong, inspiring leadership. Belron's leaders help nurture its distinct culture and support its commitment to doing business responsibly. In 2024, Belron continued its commitment to growing, developing and promoting its people internally, recognising and rewarding the talent within its organisation. Promoting from within helps develop a culture of growth and opportunity and leverages the exceptional knowledge and experience that is present in the business.

In 2024, Belron launched its Global Trainee Programme, initially in the US and the UK, to build its talent pipeline and to attract, develop and retain the next generation of leaders. The company recruited a diverse group of individuals into roles in its Customer, Finance, People and Technology functions, where they will take part in a two-year programme gaining on-the-job experience and receiving formal tailored training. As such, they are provided with an opportunity to gain relevant professional qualifications or accreditations. To continue growing a robust pipeline of future leaders, Belron aims to expand this programme in 2025 to include interns and to extend it to Australia, France and Germany.

4.1.4. BELRON'S VALUES & ETHICS

Embedding the Code of Conduct

Belron's 'Code of Conduct, Our Way of Working' document, outlines the behaviour expected from every employee. It promotes organisational values and ethical standards, guiding daily decisions and clarifying workplace expectations. It also sets out what employees should expect from Belron and what they should do if they witness something unethical.

In 2023, Belron launched an updated Code of Conduct, supported by a global mandatory e-learning module. All employees are expected to take the training and certify that they have read, understood and will comply with the Code. In 2023, 100% of employees globally had completed the training.

Since the initial launch, every new hire has been required to undertake the training as part of their onboarding. In October 2024 Belron ran a global recertification programme in which all employees were asked to refresh themselves on the content of the Code of Conduct and to certify that they understood and agreed to their personal responsibilities. The Code will continue to be reviewed annually and updated, if necessary, with all employees needing to recertify.

The company's Speak Up service, operated by the leading provider, NAVEX Global, remains available globally for anyone who wishes to raise an issue or concern. They can do so in confidence and anonymously by telephone or online and in their local language.

Building an ethical value chain

Belron upholds high ethical standards and expects the same from its partners. Its commitment to human rights is outlined in the Belron Code of Conduct and Supplier Code of Conduct. Since 2010, Belron has adhered to the Ten Principles of Responsible Business under the United Nations Global Compact.

TVH Global

1. General information

1.1. Basis for preparation

1.1.1. ABOUT THIS REPORT

To enhance readability, this sustainability report will often refer to TVH Global as simply "TVH".

Towards CSRD

In 2027 TVH will publish its first CSRD report, covering the financial year (FY) 2026. To ensure a detailed and comprehensive report, TVH will use voluntary sustainability reports such as this one as a preparatory step towards achieving CSRD compliance for its first CSRD report in 2026.

In preparation for its CSRD report TVH carried out its first double materiality assessment that started in 2023 and was finalised in 2025, to determine material topics and its sustainability strategy for the coming years.

Disclaimer: as the 2024 TVH sustainability report is a voluntary statement, the sustainability information provided in this report is based on TVH's voluntary disclosures and reflects the company's current understanding and assessment of its environmental, social and governance (ESG) performance.

While TVH strives to ensure the accuracy and completeness of the information presented, these disclosures are not guaranteed to be free from errors or omissions. The data and statements included are subject to change as new information becomes available and as reporting standards evolve. TVH does not assume any liability for any inaccuracies or for any decisions made based on the information provided in this report.

Scope of consolidation

TVH Global NV encompasses all the companies that are covered by the International Financial Reporting Standard (IFRS) consolidated annual accounts of TVH Global NV. The scope of the consolidation of TVH Global NV includes TVH Global NV and 6 subsidiaries which are fully consolidated.

TVH, a global company with 95 branches worldwide, aligns its sustainability statement with this extensive scope. In cases where quantitative data from a specific branch or country is unavailable, this is indicated clearly in the relevant section. The illustration below offers an overview of TVH's global presence.



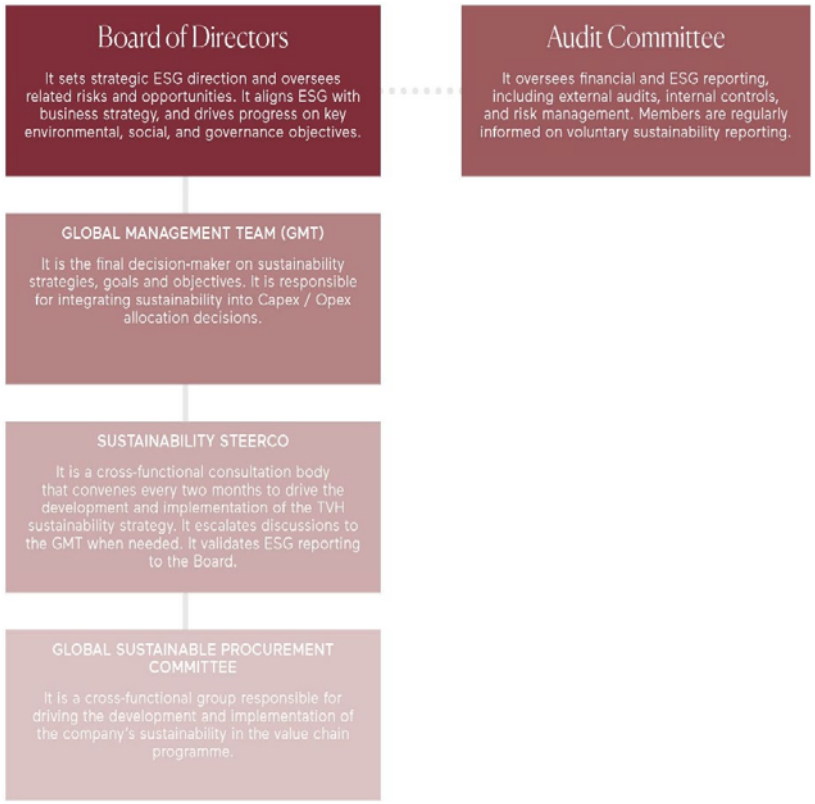
External audit

As mentioned earlier, this data has not been audited since the 2024 TVH sustainability report is a voluntary statement.

Vision

TVH envisions a future where its business practices strike a balance between economic viability, environmental sustainability and social responsibility. Its aims to ensure that its processes, products and manufacturing activities not only meet the needs of the present but also contribute positively to the well-being of future generations.

1.2. Governance



The **Board of Directors** provides medium-/long-term direction. In other words, the board is responsible for integrating sustainability considerations into the company's overall strategy. It oversees the establishment of clear sustainability metrics and targets, and holds management accountable for implementing sustainability initiatives and achieving sustainability targets.

The **Global Management Team (GMT)** is the final decision-maker on sustainability strategies, goals and objectives. It is responsible for integrating sustainability into CapEx/OpEx allocation decisions.

The **Sustainability Steering Committee (SteerCo)** is a cross-functional consultation body that convenes every two months to drive the development and implementation of the TVH sustainability strategy. It escalates discussions to the GMT when needed and submits ESG reporting to the Board for validation. It is composed of the CEO, the CFO, the Chief People Officer (CPO) and the Chief Strategy and Sustainability Officer (CSSO). It is chaired by the Sustainability Director, who is also a member.

The **Sustainability Director,** reporting to the CSSO, defines plans and programmes and drives the implementation of the climate change actions: decarbonisation and adaptation (physical risk and transition risk). They track progress on the objectives defined in the Strategic Plan and propose updates based on the results and the evolution of the expectations from stakeholders. The Sustainability Director also reports on environmental sustainability topics in line with the Corporate Sustainability Reporting Directive (CSRD), coordinates the implementation of the sustainability strategy and activities across the different business segments and corporate functions by connecting teams responsible for facilities, operations, transport, direct and indirect procurement, commercial, health and safety, M&A, compliance, internal and external communications, people and risk. The Sustainability Director is responsible for the Environmental Charter.

The **Global Sustainable Procurement Committee** is a cross-functional group responsible for driving the development and implementation of the company's sustainability in the value chain programme. It is composed of the Head of Sustainable Procurement, the Sustainability Director, as well as assurance, purchasing and commercial experts.

Representatives from every department and region are invited to participate in the sustainability focus groups, which support the identification of sustainability opportunities and challenges and the implementation of sustainability initiatives. The focus groups also act as the first local go-to people for all employees when they have questions or reflections on sustainability matters.

Sustainability-related performance incentive schemes

At a country level, the first sustainability KPIs were included in the Belgian Collective Bargaining Agreements (CBA90), focusing on a reduction of Scope 1 & 2 emissions. These will be applicable for the period from 1 January 2024 to 31 December 2024 and tied to a monetary incentive that can be earned if the target of a 2.5% reduction is achieved. This same incentive will be applied to the upcoming reporting period from 1 January 2025 to 31 December 2025.

1.3. Strategy

TVH is a leading global independent distributor for aftermarket parts and helps to extend the life of machines, keep machines running and prevent machines from being unnecessarily scrapped or replaced. From an original core business in material handling, TVH has grown into a global player, active in several equipment markets: Material Handling, Construction, Agricultural and Industrial. As a customer-centric organisation, TVH has continuously expanded its footprint to improve its responsiveness and customer servicing capacity, starting from a single Belgian location in 1969 to over 90 branches in 28 countries today. Thanks to its customer devotion, TVH serves customers in more than 180 countries worldwide and has achieved outstanding service quality levels with next-day delivery on almost all parts, shipped directly from its local distribution centres.

By offering a range of new and remanufactured parts, TVH keeps machines running, extends the life-cycle of assets, contributes to the circular economy and avoids incremental waste. Sustainability is a building block in TVH's strategic plan geared towards sustainable growth by:

- reducing its carbon footprint and contributing to a more circular economy;
- respecting its workforce by nurturing talent, embedding diversity and inclusion, and fostering a global mindset;
- striving to ensure that its employees and partners always behave ethically and respect human rights;
- collaborating with partners to share the same respect for the environment and the people in its value chain.

TVH's value chain starts upstream with the procurement for parts. The production of parts is done primarily through upstream suppliers, but also, to a smaller extent, in-house, and through internal repair and remanufacturing[3].

The distribution of parts goes through several steps. For the inbound and outbound transport, TVH relies on third-party freight forwarding companies. In between those steps, the parts arrive at TVH, where they are handled, stored and sold. Several distribution channels exist to deliver the parts to customers. Eventually, the parts are used in a variety of machines. Once a part has worn out or broken down, it will be disposed of by the customer or, eventually, further down the value chain. For some parts, TVH offers repair services and/or a buyback programme for remanufacturing.

1.3.1. STAKEHOLDERS

As a leading global independent distributor of aftermarket parts for material handling, construction, agricultural and industrial equipment, TVH has a clear mission to deliver products and services in a timely manner to keep its customers' equipment running smoothly and to allow them to keep going and growing.

TVH has a high potential for sustainable value creation as it keeps machines running, extends the life of machines and prevents machines from being unnecessarily scrapped or replaced. This objective unites the company's employees, customers and shareholders, and fosters a positive impact that benefits people and the natural environment while ensuring its financial achievements. Sustainability is incorporated as a transdisciplinary theme through which TVH focuses on creating value for its four stakeholders:

- **For customers:** by making customer satisfaction an intrinsic part of TVH's DNA through the provision of high-quality parts and services leading to increased engagement and satisfaction, TVH's high-quality, competitively priced parts empower customers to choose sustainable repairs over replacements, reducing waste and extending the life of their assets.
- **For employees**: by helping them develop to the best of their capabilities and invest in functional and technical skills as well as in their personal growth and well-being.
- **For partners and suppliers**: by working together to guarantee good working conditions and good business conduct, and to reduce the environmental impact.
- **For society**: by keeping machines running, extending the life cycle of assets whilst helping to foster a circular economy and avoid incremental waste.

[3] Using the definition adopted by the Remanufacturing industries council: Remanufacturing is an industrial process by which a previously sold, leased, used, worn, remanufactured, or non-functional product or part is returned to a like-new, same-as-when-new, or better-than-when-new condition from both a quality and performance perspective, through a controlled, reproducible and sustainable process.

Communications Channels	Key interests
Customers	
• Voice of the Customer relationship survey (annually/ ongoing) • Prospects Brand Awareness Tracker (annually/ongoing) • Voice of the Customer ad hoc research (ad hoc): Remanufacturing, Sustainability interviews	• Carbon Footprint • Materials and circularity • Packaging • Air Pollution • Health & Safety • Working conditions in the value chain • Education and upskilling
Employees	
• Intranet (ongoing) • Employee engagement surveys (bi-annually) • Ethics & compliance portal (Raise your voice) • Mailing & newsletters (weekly/ongoing) • Employee magazines (quarterly/ongoing) • CEO vlog (monthly/ongoing) • Team Communication Deck (monthly/ongoing) • Desktop image (monthly/ongoing) • Labour-management councils	• Carbon Footprint • Materials and circularity • Packaging • Health & Safety • Well-being • Education and upskilling
Suppliers	
• Purchaser / global supplier responsible contacts (ongoing basis) • Direct procurement administration team (ongoing basis) • Product & procurement compliance team (ongoing basis) • Assent-platform - Reach, Rohs, Prop65 & TSCA requests (ongoing basis) • Contract management team (ongoing basis)	• Carbon Footprint • Materials and circularity • Packaging • Health & Safety • Well-being • Education and upskilling



ESG topic	Material sustainability matter	I/R/O**	ST, MT, LT*	VC***	Description of the IRO	KPI	Management approach
E	**Climate Change - Carbon footprint**	R	ST	OO, US	Impact of evolving regulations and customer expectations on TVH's business model	Carbon footprint (tCO2eq) – Scope 1, 2 and 3	1.5
		R	MT	OO	Impact of extreme weather conditions on operational costs	Will be disclosed in the 2025 report	1.5
		R	MT	OO	High costs for climate adaptation and mitigation infrastructure		1.5
		O	MT	OO	Logistics optimisation: Save costs and energy by shipping more products per load	Will be disclosed in the 2025 report	
	Energy	O	MT	OO	Efficiency: Achieve cost savings through operational improvements	Will be disclosed in the 2025 report	1.5
		O	MT	OO	Save costs and reduce the environmental impact with the use of renewable and alternative energy	% of renewable electricity consumption	1.5
		O	MT	OO	Improve resilience and save costs by investing in energy generation on site	% of renewable electricity production	1.5
	Waste (Packaging)	R	ST	OO	Increase costs due to regulatory and operational challenges in waste management	% reduction in packaging use	1.6
S	**Own Workforce - Working Conditions (Employee engagement and inclusion)**	R	ST	OO	Decrease of business resilience due to lack of diversity	Characteristics of workforce	2.1
	Own Workforce - Health & Safety	I/R	MT	OO	Accidents and lawsuits due to defective parts	Number of occupational accidents Days lost due to occupational accidents	2.1
	Value Chain Workforce - working conditions	I/R	MT	OO, US	Costs or sanctions due to regulatory challenges, lack of risk mapping, due diligence systems, or responsible procurement	Will be disclosed in the 2025 report	2.2
		I	MT		Reputational and ethical risks if there is a violation of labour rights by suppliers/partners		2.2
G	**Corporate Culture (Sustainable growth)**	R	MT	OO	Missing opportunities for new activities and alternative product offerings	Will be disclosed in the 2025 report.	
		O	MT	OO	Lower environmental impact by using sustainable materials		
		O	ST	OO, DS	New machine costs increase: Legislation may drive higher costs, prompting customers to repair rather than replace.		

ESG topic	Material sustainability matter	I/R/O**	ST, MT, LT*	VC***	Description of the IRO	KPI	Management approach
		I/O	ST	OO, DS	Enhance the business and serve new sustainable sectors, such as EV charging stations.	Will be disclosed in the 2025 report.	
	Corruption & Bribery & Money Laundering & Fraud	R	ST	OO, US	Corruption and bribery: Engagement in unethical practices could damage TVH's reputation and incur legal costs.	Number of convictions for violation of anti-corruption and anti-bribery laws	3.1
	Information & Data Security Management	I/R	ST	OO, DS	Operational disruption due to cyber-attack	Will be disclosed in the 2025 report.	
		I/R	ST	OO, DS	Customer data breach: TVH's buying insights might become publicly accessible.		
		I/R	ST	OO	Costs and reputational damage linked to phishing and social engineering		

*Short-term, Medium-term, Long-term
**Impact/Risk/Opportunity
***Value chain
OO = Own operations
DS = Downstream
US = Upstream

1.4. Impact, risk and opportunity management

2023 Materiality Assessment

TVH recognises that sustainability is inextricably linked to its long-term success. Its value-driven double materiality assessment, conducted in line with GRI 2021, the draft ESRS 1 and SASB standards, ensures TVH prioritises the issues that truly matter, both to its business and to the world around it.

Through collaborative engagement with stakeholders and subject matter experts, TVH has identified the material topics. These encompass the most significant environmental, social and economic impacts of its operations, including human rights considerations. It also assessed the critical risks and opportunities that sustainability factors present to TVH's long-term value.

The Global Management Team and external stakeholders provided valuable input throughout the process. The final materiality assessment was approved by the Board of Directors, setting the threshold for TVH's sustainability efforts. This rigorous impact analysis empowers TVH to:

- **Manage risks proactively:** Identify and mitigate potential threats to the business and its reputation.
- **Seize strategic opportunities:** Leverage sustainability as a driver of innovation and competitive advantage.
- **Deepen stakeholder engagement:** Understand and address the evolving expectations of customers, suppliers, investors and communities.

The outcomes of this assessment are deeply integrated into TVH's Corporate Strategic Plan, guiding decision-making and resource allocation. Moreover, the identified material topics will shape the focus and content of this Sustainability Report, ensuring transparency and accountability in TVH's journey towards a more sustainable future.

In 2023, the double materiality assessment encompassed all key regions: the Americas, Europe, the Middle East & Africa and Asia Pacific.

In the double materiality assessment, meaningful engagement with stakeholders impacted by TVH's operations and value chain was prioritised. This vital dialogue allowed the company to gather invaluable input and feedback on the significant impacts, risks and opportunities identified.

TVH analysed its value chain, linking each impact to a specific affected stakeholder, proxy, or representative. Driven by this commitment to inclusivity, TVH actively engaged with these key stakeholders to ensure their voices shaped its understanding of its sustainability performance.

2. Environmental information

2.1. Climate change

2.1.1. CLIMATE PLAN

TVH is committed to reducing its greenhouse gas (GHG) emissions as a stepping stone towards achieving long-term GHG neutrality across its entire value chain. By systematically addressing the GHG emissions in its value chain, TVH anticipates business opportunities in the form of increased market share and/or revenue. Additionally, TVH expects to see reduced costs through improved efficiencies and decreased risks, such as enhanced access to financial products.

In 2024, TVH´s primary contributor to direct emissions (Scope 1) was stationary combustion mainly from the use of natural gas followed by its fleet (mainly company cars). TVH´s Scope 2 emissions were primarily driven by electricity consumption. Combined Scope 1 and 2 emissions represented about 3% of TVH's total carbon inventory in 2024. TVH aims to reduce these emissions through several strategies:

- Gradual improvement of older installations;
- Enhancing the energy efficiency of existing buildings;
- Incorporating energy-efficient features in new facilities;
- Integrating the cost of green electricity as a baseline for all investment decisions and allocating the cost of obtaining energy attribute certificates (GOs, RECs, iRECs, etc.) to the relevant operational cost centre.
- Electrifying the fleet of company cars.

TVH´s absolute Scope 1 and 2 emissions reduction target is aligned with the Paris Agreement[4].

TVH's sustainable value chain engagement programme is aimed at working with its value chain to discuss with partners how to collectively improve ESG performance. In 2024 TVH accelerated its contact with suppliers to address carbon emissions embedded in the products that it sells in a more systematic way. Collecting information proved to be challenging as the maturity of ESG reporting in the sector is rather low. For this reason, TVH still does not yet have information which is robust enough to define quantified emission reductions targets for most of the emissions in its value chain.

Nevertheless, some progress was made with more mature suppliers. Discussions started with all freight forwarding partners as well as ICT service providers. Most of them were able to provide company- or service-specific emissions that allowed TVH to refine its carbon calculations. At the same time, this engagement allowed TVH to start discussing decarbonisation plans with some of its partners.

2.1.2. IDENTIFICATION OF CLIMATE-RELATED IMPACTS, RISKS & OPPORTUNITIES & LINKS TO THE BUSINESS MODEL

Meeting environmental challenges is a key element of the long-term viability of TVH's business model. To achieve this, TVH has undertaken extensive stakeholder consultations to pinpoint its most material sustainability impacts and opportunities. Climate change has surfaced as the most significant environmental issue.

Material IRO*	I/R/O**	Description of the IRO
Climate Change - Carbon footprint	O	Logistics optimisation: Save costs and energy by shipping more products per load
	R	High costs for climate adaptation and mitigation infrastructure
	R	Impact of evolving regulations and stakeholder expectations on TVH's business model
	R	Impact of extreme weather conditions on operational costs
	R	Customer losses due to agricultural disruptions from drought in key markets
Energy	O	Efficiency: Achieve cost savings through operational improvements
	O	Improve resilience and save costs by investing in energy generation on site
	O	Save costs and reduce the environmental impact with the use of renewable and alternative energy

*Impacts, risks and opportunities according to the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS)
**Impact/Risk/Opportunity

TVH understands that the natural world is not just a resource, but a critical stakeholder. The company acknowledges the direct link between its operations and the health of the planet.

Therefore, in 2024, TVH published its Environmental Charter defining the following principles:

- Sustainability is an integral part of its business model and is embedded in every part of the business.
- All environmental issues are to be linked to other sustainability aspects to promote synergies, minimise negative impacts and maximise positive impacts.
- Stakeholder engagement is to drive the ecosystem towards long-term sustainable operations. Real impact can only be realised when every party in the value chain take action and create transparency.

[4] Science Based Target Initiative reduction = 42% according to SBTi Tool v. 2.3

- Mitigation hierarchy
  - Avoid adverse impacts;
  - Minimise impacts that cannot be avoided; and
  - Compensate for unavoidable impacts.

In 2024, TVH defined a number of quantified objectives to mitigate its direct emissions (Scope 1) and indirect GHG emissions associated with the purchase of electricity, steam, heat, or cooling (Scope 2)[5]:

- Reaching 11 MWp of installed solar capacity by 2028 (from ~6MWp in 2023)
- Switching to 95% green purchased electricity by 2026
- Absolute Scope 1 and 2 emissions reduction of 57% by 2030 from a 2023 base year.

Environmental Risk & Strategy

Adaptation to both physical and transition risks and opportunities was identified as one of the criteria to be included in TVH's strategic decision-making process and daily operations.

In 2024 TVH identified the main risks to which it is exposed as well as opportunities, across the value chain, in the short, medium and long term. To perform this assessment, TVH relied as much as possible on IPCC scenarios and macroeconomic models.

To select the most material risks and opportunities for TVH, longer timeframes (2030-2040) and worst-case scenarios were looked at:

- Transition risks/opportunities were evaluated under both "scenario SSP1-2.6" (IPCC) and the "Net-Zero" (IEA) using a 2030 time horizon. Leveraging both the IEA Net-Zero Scenario and SSP1-2.6 provided a multi-faceted view of transition risks, combining detailed sector-specific analyses with broader socioeconomic trends. SSP1-2.6 assumes strong policy actions, regulatory changes and shifts in consumer and investor behaviour, all of which could impact GHG emission intensive activities of companies.
- Physical risks/opportunities were evaluated under the "scenario SSP5-8.5" (IPCC), using a 2040 time horizon. SSP5-8.5 represents a scenario where global temperatures could rise by more than 4°C by the end of the century. This increase is associated with a higher frequency and intensity of extreme weather events.

Climate risks and opportunities were evaluated considering the probability of occurrence and the related financial effect. In parallel to the 2023 double materiality assessment, TVH identified five risks and one opportunity that relate to the "Evolving regulation & stakeholder expectations" risk and the "Extreme weather events" risk that are material to TVH.

Evolving regulation & stakeholder expectations

Scope extension of Emission Trading Schemes & Carbon price increase (Policy/Legal – high risk)

Due to the carbon costs from the ETS and Carbon Border Adjustment Mechanism (CBAM), and the increased prices of energy and materials, such as iron, steel and aluminium, faced by manufacturers, some of these costs are expected to be passed through to TVH. TVH´s objective is to remain competitive.

Risk mitigation: As part of its FORWARD28 Strategic Plan, TVH is increasing its warehouse network to be closer to its customers (reducing transport) and to optimise taxes and duty costs. Moreover, progress in the decarbonisation of TVH's supply chain will further reduce exposure to this risk (see carbon mitigation).

Increasing investors' requirements – Transparency and climate commitments (Market – high risk)

Financial institutions will be more demanding in the future: screening companies based on their sustainability commitments and/or favouring the best-in-class. Failing to meet TVH's communicated ambitions and targets could result in a potential negative impact on its enterprise value or restrain access to capital.

Risk mitigation: Sustainability is a building block in TVH's Strategic Plan, FORWARD28. The four pillars identified result from a detailed understanding of TVH's stakeholders' expectations in terms of ESG performance: Climate Change, Own Workforce, Business Conduct and Workers in the Value chain.

Climate related reporting obligations (Policy/legal – high risk)

The ever-increasing volume and complexity of ESG (including climate) regulatory reporting/disclosure requirements may make it challenging for TVH to keep pace. As a large company, TVH already has to comply with climate-related regulations (e.g. CBAM, CSRD, CSDDD, EUDR). Related costs arise from the need to develop new data collection systems, enhance IT infrastructure and train staff to comply with the standards.

Risk mitigation: TVH is actively addressing the diverse regulatory requirements with dedicated cross-functional taskforces and project initiatives. Recognising existing data gaps, TVH is implementing strategic solutions, including streamlined data flows from its Enterprise resource planning system (ERP) and Warehouse managed system (WMS) and investing in specialist software for Carbon accounting, to achieve compliance. The availability of new data will enable efficiencies to be achieved and/or market opportunities to be realised that will mitigate the impact of the extra costs.

[5] TVH uses the Greenhouse Gas (GHG) Protocol to measure and manage greenhouse gas emissions.

Extend material circularity to protect TVH from increases in material costs (Resource efficiency – high opportunity)

The cost of raw materials is projected to rise, due to:

- The carbon cost increases, with the ETS expansion and regulations such as the Carbon border adjustment mechanism (CBAM);
- Suppliers making investments to decarbonise their operations.

Within this context, TVH's remanufacturing business expansion represents an opportunity. Remanufacturing is a building block in the latest Strategic Plan, FORWARD28, aiming to organically grow remanufacturing sales.

Impact of extreme weather events

Rainfall & related flooding affecting operations (Physical – moderate risk)

Extreme weather events already witnessed in Europe and the USA due to climate change are mainly related to rainfall (more frequent and/or intense heavy rains in winter and thunderstorms in summer are expected). It is likely that extreme precipitation will increase in the Northern, Central, Eastern and Alpine European regions. River flooding is also projected to increase in most regions of Europe as well as in the USA's Northeast, Pacific Northwest and northern Great Plains areas.

Floods have previously impacted TVH´s supply chains involving warehouses located in Belgium and Germany (both in 2021) and led to floodwater intrusion in warehouses in South Africa (2022). If any of TVH's warehouses or distribution centres related to key and/or strategic assets across a region were to be impacted by flooding, damage could affect infrastructure and equipment (e.g., vehicles used for distribution), or key transport routes could become blocked by floodwaters.

Risk mitigation: As part of its FORWARD28 Strategic Plan, TVH is increasing its warehouse footprint to be closer to its customers (reducing transport) and to build resilience to cope with extreme weather events.

Extreme heat affecting operations (Physical – high risk)

Heatwaves are already happening more frequently and are more severe, a trend which is likely to continue. Regions of Central Europe (Germany, the Netherlands, Belgium) and Australia (Queensland), among others, are most at risk of high impact heatwaves. Some of TVH's warehouses, distribution centres and offices are located in regions which currently experience heatwaves and these regions are expected to become hotter over the coming decades (e.g., USA, India, Europe).

Risk mitigation: As part of its FORWARD28 Strategic Plan, TVH is increasing its warehouse footprint to be closer to its customers (reducing transport) and to build resilience to cope with extreme weather events.

2.1.3. POLICIES, ACTIONS & TARGETS

TVH Policies	Policy Objective	Reference to third-party standards
Environmental Charter	TVH's Environmental Charter outlines its commitment to environmental sustainability through concrete actions, sustainable practices and stakeholder accountability. Focusing on reducing its carbon footprint and promoting a circular economy via new and remanufactured parts, TVH strives to maintain high socio-environmental standards while balancing economic performance. This charter complements TVH's broader sustainability strategy, which includes ethical practices, respect for human rights and a diverse workforce, in line with other company policies.	

TVH's updated strategic plan, FORWARD28, commits to a more ambitious decarbonisation trajectory. By 2030, the company aims to reduce its combined Scope 1 and 2 greenhouse gas emissions by 57% relative to the 2023 baseline, representing a 75% reduction in carbon intensity.

This absolute Scope 1 and 2 emissions reduction target, coupled with TVH's renewable energy target, establishes a carbon price proxy based on the cost of electricity attribute certificates (e.g., EU Guarantees of Origin, US Renewable Energy Certificates, iRECs). Integrating this cost as operating expenditure (OpEx) within the budgeting process will improve the return on investment (ROI) for new energy efficiency projects and on-site renewable energy generation. This approach will enhance the climate resilience of TVH's facilities by reducing energy demand and diversifying energy supply sources (grid and self-generation).

Scope 3 emissions reduction strategies are under development and are being discussed in collaboration with value chain partners.

In 2024, considering the purchase of green electricity (location based), TVH's Scope 1 and 2 emissions fell by 8.14% compared to 2023.

2.1.4. CLIMATE-RELATED METRICS

Energy consumption and mix	Unit	2024
Fuel consumption from coal and coal products	MWh	0
Fuel consumption from crude oil and petroleum products	MWh	8,060
Fuel consumption from natural gas	MWh	15,568
Fuel consumption from other fossil sources	MWh	0
Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources	MWh	13,262
Total fossil energy consumption	**MWh**	**36,890**
Share of consumption from fossil sources in total energy consumption	%	60%
Consumption from nuclear sources	**MWh**	**0**
Share of consumption from nuclear sources in total energy consumption	%	0%
Fuel consumption from renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.)	MWh	2.9
Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources	MWh	17,603
Consumption of self-generated non-fuel renewable energy	MWh	4,868
Total renewable energy consumption	**MWh**	**22,475**
Share of consumption from renewable sources in total energy consumption	%	40%
Total energy consumption	**MWh**	**59,364**

	Unit	2024
Non-renewable energy production	MWh	0
Renewable energy production	MWh	5,496

2.1.5. GROSS SCOPES 1, 2, 3 AND TOTAL GHG EMISSIONS

	Retrospective		Milestones and target years
	Base year (2023)	2024	2030
Scope 1 GHG emissions			
Gross Scope 1 GHG emissions (tCO2eq)	**5,241**	**5,154**	**4,500**
Scope 2 GHG emissions			
Gross location-based Scope 2 GHG emissions (tCO2eq)	**7,924**	**10,247**	
Gross market-based Scope 2 GHG emissions (tCO2eq)	**6,442**	**5,578**	**500**
Significant Scope 3 GHG emissions			
Total Gross indirect (Scope 3) GHG emissions (tCO2eq)		**366,661**	
1 Purchased goods and services		208,129	
2 Capital goods		42,104	
3 Fuel and energy-related activities (not included in Scope 1 or Scope 2) (market-based)		4,790	
3 Fuel and energy-related activities (not included in Scope 1 or Scope 2) (location-based)	3,361	3,335	
4 Upstream transportation and distribution		54,366	
5 Waste generated in operations		1,167	
6 Business travel		3,769	
7 Employee commuting		2,127	
8 Upstream leased assets		1,665	
9 Downstream transportation		10,364	
12 End-of-life treatment of sold products		38,181	
Total GHG emissions			
Total GHG emissions (location-based) (tCO2eq)		**380,607**	
Total GHG emissions (market-based) (tCO2eq)		**377,393**	

Revenue information	**2024**
Net revenue used to calculate GHG intensity (€m)	1,676
Net revenue (other) (€m)	0
Total net revenue (in financial statements) (€m)	1,676

GHG intensity per net revenue	**2024**
Total GHG emissions (location-based) per net revenue (tCO2eq/€m)	227
Total GHG emissions (market-based) per net revenue (tCO2eq/€m)	225

2.2. Resource use and circular economy

2.2.1. IMPACTS, RISKS & OPPORTUNITIES

Being a worldwide distributor of spare parts entails the use of significant amounts of packaging to transport products from suppliers to warehouses and distribution centres, while ensuring that customers get the products in perfect condition. As TVH's operations continue to grow, the use of packaging materials also increases.

Material IRO	I/R/O**	Description of the IRO
Waste (Packaging)	R	Increase costs due to regulatory and operational challenges in waste management

*Impacts, risks and opportunities according to the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS)

**Impact/Risk/Opportunity

At TVH, sustainable business practices are a top priority. TVH is committed to optimising its operations and minimising its environmental impact. Packaging plays a crucial role in the business, ensuring the safe delivery of high-quality parts to customers. TVH understands the importance of responsible packaging solutions and actively listens to its customers' feedback to drive continuous improvement in this area.

2.2.2. POLICIES, ACTIONS & TARGETS

At TVH, sustainable packaging practices are prioritised across operations. Several actions were implemented at the main warehouses in Belgium to limit packaging material or to change the composition of packaging materials by reducing the use of non-sustainable materials (e.g. plastics).

- When choosing new packaging partners, TVH prefers suppliers that are FSC certified.
- All plastic bags contain 80% Post-Consumer Recycled (PCR) material.
- TVH also switched from plastic tape to 100% (gummed) paper tape. TVH stopped using 2-component foam and replaced it with paper.
- TVH has introduced almost right-sized packaging with machines avoiding void space as much as possible, and automated stacking for carrier consolidation so as to maximise the use of space for transportation.

2.2.3. METRICS

Waste-related data	Unit	2024
Total amount of waste generated	**Tonnes**	**4,831**
Total amount of hazardous waste	**Tonnes**	**97**
Total amount by weight diverted from disposal	**Tonnes**	**4,709**
Total hazardous waste generated diverted from disposal	Tonnes	**97**
Total hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	0
Total hazardous waste generated diverted from disposal to recycling	Tonnes	97
Total hazardous waste generated diverted from disposal to other recovery operations	Tonnes	0
Total non-hazardous waste generated diverted from disposal	Tonnes	4,612
Total non-hazardous waste generated diverted from disposal to preparation for reuse	Tonnes	116
Total non-hazardous waste generated diverted from disposal to recycling	Tonnes	4,282
Total non-hazardous waste generated diverted from disposal to other recovery operations	Tonnes	214
Total amount by weight directed to disposal	**Tonnes**	**122**
Total hazardous waste generated directed to disposal	Tonnes	0
Total hazardous waste generated directed to incineration	Tonnes	0
Total hazardous waste generated directed to landfill	Tonnes	0
Total hazardous waste generated directed to other disposal operations	Tonnes	0
Total non-hazardous waste generated directed to disposal	Tonnes	122
Total non-hazardous waste generated directed to incineration	Tonnes	0
Total non-hazardous waste generated directed to landfill	Tonnes	0
Total non-hazardous waste generated directed to other disposal operations	Tonnes	122

Note: the above data only covers the Belgian TVH Parts entities, data collection for other entities will be rolled in 2026.

3. Social information

3.1. Own workforce

3.1.1. IMPACTS, RISKS & OPPORTUNITIES

Material IRO*	I/R/O**	Description of the IRO
Employee engagement and inclusion	R	Decrease of business resilience due to lack of diversity
Health & Safety for end-users	I/R	Accidents and lawsuits due to defective parts
Working conditions in the value chain	R	Costs or sanctions due to regulatory challenges, lack of risk mapping, due diligence systems, or responsible procurement
	I	Reputational and ethical risks if there is a violation of labour rights by suppliers/partners

*Impacts, risks and opportunities according to the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS)
**Impact/Risk/Opportunity

As a large-scale employer and a people-driven organisation, TVH has a direct impact on the professional journey and personal development of thousands of people. TVH encourages its employees to broaden and deepen their skills by providing them with the right learning tools. TVH facilitates opportunities for internal mobility and job promotion, and encourages managers to become strong people- and performance-oriented leaders. In this way, they enable associates to reach their full potential. By focusing on the professional journey of associates, TVH ensures that it attracts and retains the right skills, contributing to a diverse, sustainable and engaged workforce.

3.1.2. POLICIES, ACTIONS & TARGETS

TVH Policies	Policy Objective	Reference to third-party standards
Human rights and Forced Labour	TVH values human rights. It prohibits child and forced labour and actively promotes ethical practices throughout its global operations and supply chain (both own workforce & workers in the value chain).	
Freedom of association	TVH will respect recognised unions, freedom of association and the right to collective bargaining for employees working in its operations and in accordance with the law or the practices in the countries in which it operates	
Non-discrimination and non-harassment	TVH maintains a zero tolerance policy for discrimination and harassment. It provides equal employment opportunities for all qualified employees based on merit.	
Safe workplace practices, health and well-being commitment	At TVH, the safety, health, and well-being of employees is prioritised. The company is committed to providing a safe and healthy work environment and offering resources and programmes that support employee well-being.	ISO 45001*, OHSAS 18001*
"Raise your Voice" (whistleblowing policy)	TVH values ethical conduct. This policy encourages all stakeholders to report any concerns regarding unethical or illegal behaviour. TVH provides a confidential and secure reporting channel and is committed to investigating all reports thoroughly.	
Diversity, Equity and Inclusion Commitment	TVH values diversity, equity and inclusion. It is committed to creating a workplace where all employees feel valued, respected and empowered to succeed. It strives to build a diverse and inclusive workforce that reflects the communities it serves.	

*TVH is not ISO 45001 or OHSAS 18001 certified, however our H&S policy is based on the principles of these certifications.

Respect for Human Rights & International Standards

Human rights policy

TVH is committed to respecting and promoting human rights, both within its organisation and in the communities in which it operates. TVH is a true family business and, therefore, has a strong willingness to take care of everybody in its company and its global supply chain.

To show its explicit commitment to respect all internationally recognised human rights standards – understood, at a minimum, as the International Bill of Human Rights and the Declaration on the Fundamental Principles and Rights at Work of the International Labour Organization (ILO) – as well as international laws on human rights, it is important to have a dedicated policy and communicate it to all employees.

TVH also commits to its willingness to integrate the 10 principles of the United Nations Global Compact into its strategy and to continuously stipulate, communicate and fortify its expectations of personnel, business partners and other relevant third parties. TVH's support of internationally recognised human rights is consistent with its dedication to enriching its workplace, partnering with its supply chain, preserving the environment and supporting the areas where it operates.

TVH conducts its business in a manner that respects the rights and dignity of all people. It fosters a working environment where employees can develop, innovate and perform at their best. TVH respects the working conditions described in international standards by offering adequate compensation and benefits, by respecting the right to rest and leisure, the right to family life, putting a feedback culture in place throughout TVH, offering training and development opportunities, and much more.

In addition to respecting good working conditions, TVH also strives for an equal treatment of all employees and is strongly committed to maintaining a diverse and inclusive place to work.

The respect TVH has for human rights in its own operations and the commitment it expects from every party it does business with, is to be understood as:

- preventing forced or compulsory labour;
- upholding standards against child labour;
- opposing discrimination in respect of employment and occupation; and
- respecting the freedom of association and the effective recognition of the right to collective bargaining.

TVH's commitment to Ethical Labour and Global Standards

Forced labour is the most common element of modern slavery. It is the most extreme form of exploitation and can be inflicted on adults and children, by state authorities, by private enterprises or by individuals. It often affects the most vulnerable and excluded groups; women and girls are more at risk than boys and men, and children make up a quarter of the people who are victims of forced labour. TVH strictly condemns all forms of forced or compulsory labour. Addressing child labour risks in both domestic and global supply chains continues to be of paramount importance. Especially relevant are the informal micro- and small enterprises operating at the lower tiers of supply chains, where the risk of child labour and other human rights infringements are often most pronounced.

TVH does not use child or forced labour in any of its operations or facilities. It does not tolerate any form of unacceptable treatment of workers, including but not limited to the exploitation of children, physical punishment or abuse, or involuntary servitude. As part of its Human Rights policy TVH condemns all forms of trafficking in human beings, forced labour or compulsory labour and child labour. A supplier risk assessment is one of the mechanisms being implemented to guarantee compliance with all internationally applicable principles, laws and agreements. The supplier risk assessment was launched in 2024 and will continue in years to come.

Freedom of association

It is one of the most basic and fundamental rights, proclaimed in the Universal Declaration of Human Rights (1948). It ensures that every individual is free to organise and to form and participate in groups, either formally or informally.

TVH upholds the principle of freedom of association, acknowledging its role in constructive stakeholder engagement. This approach contributes to responsible labour practices and mitigates potential operational risks related to employee relations .

Therefore, at TVH we respect our employees' right to join (or not to join) a labour organisation, without fear of reprisal, intimidation or harassment. TVH is committed to establishing an open and constructive dialogue with freely chosen employee representatives.

TVH's Health and Safety commitment: Promoting a safe workplace.

As stated in the Safety Letter of Intent, the health and safety of the workforce is one of TVH's top priorities. That is why TVH is creating a strong safety culture at all levels of its organisation for employees, third parties and visitors.

The company continued to strengthen its Safety, Health and Environment (HSE) framework, which is based on the basic building blocks of the ISO 45001 Health & Safety management standard, capitalising on foundational work established in previous years. This effort resulted in significant safety performance improvements in 2024. Looking ahead, the company is committed to scaling impactful practices and achieving ambitious 2025 safety targets by engaging the SHE community and fostering a culture of shared ownership of safety among all employees.

2024: Building on Strong Foundations

Organisational advancements:

- **Global Safety Network:** TVH established a global safety network with dedicated SHE leads across all sites and branches. This network facilitates consistent data collection, enabling cross-team learning and continuous improvement. A monthly global safety report fosters a culture of shared ownership and drives consistent safety practices worldwide.
- **Regional SHE Support:** TVH implemented a regional SHE support structure aligned with the company's Global Job Architecture. The Global Safety Team (GST), composed of Regional Safety/SHE Managers and Safety Subject Matter Experts, co-designs and establishes globally agreed-upon minimum safety standards.

Performance and achievements in 2024

- **Enhanced Data & Reporting:** A standardised global KPI reporting system was implemented (via Tableau) with monthly reporting and quarterly trend analyses.
- **2024-2025 Targets:** TVH set ambitious targets for a 30% improvement in key Safety KPIs by 2025, alongside the elimination of major accidents.
- **LSR Implementation:** The first Life Saving Rule (LSR) was launched on PPE, laying the foundation for broader LSR implementation.
- **Safety Vision & Campaign:** TVH established a global Safety vision emphasising individual and collective responsibility, aligned with its Safety culture journey and supported by a comprehensive Safety campaign.
- **Continuous Improvement:** Safety was seamlessly integrated into the 1WOW programme, including Leader Standard Work (LSW), pitstop corners and diamond initiatives.
- **Regional Initiatives:** TVH initiated the development of regional and site HSE plans and roadmaps, with examples including Safety Week in Brazil and Safety Month in Australia.

The 2025 Roadmap: Advancing Global Safety

- **Life Saving Rules:** Implement LSRs on PPE, Driving Safely, Line of Fire and Emergency Preparedness through training, procedures and audits.
- **SHE Scans & Assessments:** Introduce (self-)assessments to guide site-level 2026 Safety improvement plans and ensure compliance with all relevant regulations.
- **Accident Reporting & Analysis:** Enhance the process for reporting, analysing and sharing accident data across the organisation.

Providing a diverse, equitable and inclusive workplace

Both TVH's Diversity, Equity and Inclusion (DEI) commitment and Non-Discrimination & Non-Harassment (NDNH) policy are aimed at eliminating discrimination in the workplace.

Diversity, Equity and Inclusion Commitment

TVH's Diversity & Inclusion commitment ensures an equitable, diverse and inclusive workplace. Everyone is treated equally and with respect and dignity, regardless of age, gender, ethnicity, (dis)ability, marriage or civil partnership status, pregnancy or maternity status, race, religion, political opinion or beliefs. TVH commits to recruiting, hiring, promoting, developing and retaining a diverse pool of candidates and associates. It also seeks to eliminate any systemic barriers or bias that may prevent certain groups from accessing opportunities or advancing their professional careers.

Focusing on Diversity, Equity and Inclusion at TVH is important because it is in line with TVH's value to 'Remain Open Minded', it is a necessity to mitigate talent shortages and leads to better financial results.

TVH follows a few simple principles related to DEI, namely: Diversity is a Fact, Equity is a Choice, Inclusion is an Action and Belonging is an outcome. TVH has a culture that embraces Diversity and Inclusion which was reflected in the 2023 engagement survey, where 86% of respondents said that "at TVH people of all backgrounds are accepted for who they are". TVH will build on this strong culture and focus on improving the overall readiness to implement DEI into all everyday processes.

Non-Discrimination & Non-Harassment policy

TVH prohibits discrimination, harassment, retaliation or any other form of misconduct and encourages people to speak up if they witness or experience any of these things. Policy violations can be reported through a whistleblowing procedure or an online Ethics & Compliance Helpline.

TVH provides training, education and resources to help people recognise and prevent discrimination and harassment. All employees are required to follow an e-learning training course on the TVH Code of Business Conduct & Ethics (Code of Conduct), which contains the same principles as this policy. All reported incidents are investigated thoroughly and fairly, and TVH takes appropriate corrective and preventive actions based on the findings.

Discrimination means any unfair treatment or arbitrary distinction without justification toward a person or group, based on certain characteristics or some of the following (protected) criteria in the Non-Discrimination & Non-Harassment policy:

- the person or group's race;
- colour;
- age;
- religion, creed or religious beliefs;
- gender and gender identification;
- sex, including pregnancy, around childbirth or breastfeeding, or a medical condition related to pregnancy or childbirth;
- sexual orientation;
- marital status and/or parental status;
- national origin, immigration status, citizenship, or ancestry or social class;
- political opinion;
- trade union membership or activities;
- diagnosed with HIV/AIDS;
- physical or mental disability, medical condition, genetic information or characteristics (or those of a family member);
- protected military or veteran status;
- status as a victim of domestic violence, sexual assault or stalking.

Performance 2024

TVH decided to focus on two themes linked to Diversity and Inclusion: gender equality and cultural diversity. These are formally included in its People Strategic Building Block and will be the focus for the next few years.

Action plans

In October 2023 TVH launched the DEI strategy. It defined and detailed five initiatives it will take to promote gender and cultural diversity within the organisation. The goal of 2024 was to raise the first awareness of why DEI is such an important topic. In the next year, TVH will build on this awareness. The following four initiatives have been taken in 2024:

- **Espresso Shots:** short, focused discussions, broadcasted globally on specific topics related to DEI.
- **Women's network:** a women-oriented network, backed by high-placed female employees within TVH, to help bridge the gender gap by providing critical support and opportunities for female employees. A first meeting on the Women's network took place with all female directors and other senior female leaders in the organisation and will be expanded in 2025.
- **#IAmRemarkable:** a global Google initiative that empowers everyone, particularly women and underrepresented groups, to express their achievements in the workplace and beyond.
- **Culture in the spotlight:** a new initiative aimed at celebrating diversity within the organisation. During a two-month period, TVH highlights a specific culture, exploring its traditions, values and contributions, both within and outside the workplace. With this action, TVH is taking a step further in acknowledging and appreciating the unique cultures represented among its workforce. This helps work together across countries and cultures and further develop TVH's global mindset.
- **Recruitment training:** several people managers received recruitment training, including DEI topics. The goal being to raise awareness on biases and showcase the importance of a diverse workforce.

Promoting a Respectful and Inclusive Workplace

TVH is committed to fostering a workplace environment where all employees feel valued, respected and free from discrimination and harassment. TVH believes that a diverse and inclusive workforce is essential for innovation and success.

The TVH Approach

Prevention: TVH actively promotes a culture of respect through:

- **Regular training:** All employees receive training on preventing and addressing discrimination and harassment;
- **Clear policies:** The Code of Conduct outlines expectations for employee behaviour and prohibits any form of discrimination or harassment.

Detection and Response

- **Confidentiality:** TVH provides a confidential and accessible reporting mechanism through its Ethics & Compliance Helpline.
- **Prompt Investigation:** TVH takes all reports seriously. The Compliance team promptly reviews each one and conducts a thorough investigation when necessary, prioritising the safety and well-being of everyone involved.
- **Fair Resolution:** TVH takes appropriate disciplinary action, up to and including termination of employment, for substantiated cases of discrimination or harassment.

Supporting Employees

TVH provides support to employees who experience or witness discrimination or harassment through:

- **Confidentiality and Support:** TVH maintains strict confidentiality throughout the investigation process and offers support services to those affected;
- **Open Communication:** TVH keeps all parties involved informed of the progress of the investigation and the outcome of the process.

3.1.3. PEOPLE METRICS

Employee data in this report is sourced from Workday, TVH's human resources information system. The active employee count reflects all individuals employed as of 31 December 2024.

For consistent reporting, headcount reflects all employees, each counted as a full-time equivalent (FTE). Part-time status is determined using an FTE threshold of less than 1.0.

Employment characteristic					2024
Headcount	**Female**	**Male**	**Other**	**Not disclosed***	**Total**
Employees	1,555	3,419	5	413	**5,392**
Permanent employees	1,545	3,391	5	410	**5,351**
Temporary employees	10	28	0	3	**41**

* Currently, gender is an optional field in the system, and the category "Not disclosed" applies to employees who have not provided information for this field.

Headcount by country*	2024
Belgium	2,269
India	147
United States of America	1,193
Other countries	1,783
Total	**5,392**

*Other countries have less than 10% of the total number of employees.

Note: While employees in India currently represent less than 10% of the total headcount, India is presented separately due to significant ongoing investment in a global capacity centre, which is expected to increase the employee count above this threshold in the near future. All other countries individually account for less than 10% of the total headcount and are aggregated under 'Other countries'.

Turnover	Unit	2024
Total employee turnover	n	832
Employee turnover rate	%	15.5

3.1.4. DIVERSITY METRICS

Employees in top management by gender*	Headcount	Share
Male	42	55%
Female	12	16%
Not disclosed	22	29%
Total employees	76	

*"Top management" refers to the group of individuals including the General Management Team, Vice Presidents and Directors, including contingent workers. Reporting solely on employees would provide an inaccurate representation of the organisation, since, in Belgium, top management roles are often filled by self-employed professionals, rather than traditional employees. Therefore, including contingent workers ensures a more accurate and comprehensive reflection of the gender distribution in top management.

Age distribution of employees	Headcount	Share
Under 30 years old*	1,318	24%
Between 30 and 50 years old	2,922	54%
Over 50 years old	1,152	21%

*Employees without birth data are captured in the under 30 years old category.

3.1.5. TRAINING METRICS*

Country	Learning hours	Learning hours per employee
Belgium	73,420	32.4
India	2,717	18.5
United States of America	11,071	9.3
Other countries	19,892	11.2
Total	**107,101**	**19.9**

Gender distribution	Learning hours	Learning hours per employee
Female	34,434	22.1
Male	68,508	20
Not disclosed	4,159	10.1
Total	**107,101**	**19.9**

*Until Q2 2025, no distinction will be made between salaried and non-salaried employees. From Q2 2025, data will be collected based on criteria to determine whether they are salaried or non-salaried employees.

3.1.6. HEALTH AND SAFETY METRICS

Health and safety management			
	2022	2023	2024
Number of fatalities due to work-related injuries and ill health	0	0	0
Number of recordable work-related accidents	84	70	62
Rate of recordable work-related accidents	10.88	9.02	7.40

	2022	2023	2024
Employee cases of recordable work-related ill-health	0	0	0
Days lost to work-related injuries, ill health and fatalities	1,118	921	839

3.2. Workers in the value chain

3.2.1. POLICIES, ACTIONS & TARGETS

TVH Policies	Policy Objective	Reference to third-party standards*
Responsible Sourcing Policy	TVH values its supplier relationships and is committed to sustainable, responsible business practices. The new Responsible Sourcing Policy, alongside the existing Code of Conduct, reinforces this commitment. TVH aims to collaborate with suppliers to build environmentally and socially sustainable sourcing practices, meeting the expectations of all stakeholders.	International Bill of Human Rights, International Labour Organization's (ILO), Declaration on Fundamental Principles and Rights at Work

*The responsible sourcing policy is based on the principles of the mentioned third-party standards.

In 2024 TVH formalised its commitment to sustainable procurement by introducing the Responsible Sourcing Policy, complementing the existing Code of Conduct and its associated policies. This policy aims to collaboratively establish environmentally and socially responsible sourcing practices with suppliers, meeting stakeholder expectations.

The Responsible Sourcing Policy underscores TVH's commitment to minimise the environmental and social impacts of material and resource procurement for products and services. Recognising the broader implications of its operations, TVH strives for responsible choices contributing to a sustainable future. The policy is grounded in the following principles:

- **Social Responsibility:** TVH is committed to working with suppliers to uphold internationally recognised human rights standards, specifically the International Bill of Human Rights and the International Labour Organization's (ILO) Declaration on Fundamental Principles and Rights at Work, ensuring fair treatment of all workers.
- **Ethical Responsibility:** Business with suppliers will be conducted ethically and fairly. TVH and its suppliers are committed to complying with all applicable laws governing ethical business practices. Bribery, corruption and any other form of illegal business conduct are strictly prohibited.
- **Environmental Responsibility:** TVH will collaborate with suppliers across the supply chain to strive for products which are sourced sustainably, minimising the environmental impact and aligning with the TVH Environmental Charter.
- **Transparency and Traceability:** TVH strives for supply chain transparency and traceability. Collaboration with suppliers will focus on identifying and mitigating risks related to environmental degradation, social injustice and unethical practices.
- **Continuous Improvement**: TVH is dedicated to the continuous improvement of sustainable sourcing practices.

All TVH employees are responsible for upholding and promoting these principles in their daily work. Observed or suspected violations of the Responsible Sourcing Policy must be reported immediately.

In 2024, the Responsible Sourcing Policy was sent to every procurement manager. A dedicated online training module was developed for employees directly involved in sourcing activities.

Mandatory training on the Responsible Sourcing Policy will be implemented for all employees within the direct procurement department responsible for sourcing products for resale in 2025.

4. Governance

4.1. Business Conduct

At TVH, sustainable growth is about expanding the business responsibly. TVH is committed to profitable growth, social inclusion and environmental protection - three interconnected elements vital to its success and the well-being of its stakeholders and the planet. TVH continuously analyses evolving customer needs, environmental impacts, employee expectations, regulatory changes and industry trends to ensure a sustainable future.

TVH strives to make integrity and business ethics the foundation of how it conducts business. These principles are not only foundational to its operations but also serve as a crucial safeguard against potential negative impacts and risks.

Material IRO	I/R/O**	Description of the IRO
Corruption, Bribery, Money Laundering & Fraud	R	Engagement in unethical practices could damage TVH's reputation and incur legal costs.
Corporate Culture (Sustainable growth)	O	Regulation under the Circular Economy directive might prompt customers to repair rather than to replace their assets and increase demand for spare parts.
	O	Lower environmental impact by using sustainable materials.
	I/O	Enhance the business and serve new sustainable sectors such as EV charging stations.
	R	Missing opportunities for new activities and alternative product offerings.
Information & Data Security Management	I/R	Operational disruption due to cyber-attack.
	I/R	Costs and reputational damage linked to phishing and social engineering.
	I/R	TVH's buying insights are becoming publicly accessible.

* Impacts, risks and opportunities according to the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS)
**Impact/Risk/Opportunity

TVH values integrity, responsible conduct, teamwork, excellence and commitment. All TVH representatives share a responsibility to protect and safeguard that reputation, which is valued by customers, business partners, employees and other stakeholders.

The Code of Conduct defines and documents what TVH believes in and contains the global standards that each TVH representative must follow. It consists of a set of dedicated policies that firmly support a zero tolerance stance on modern slavery and address key areas such as human rights and forced labour, anti-bribery and anti-corruption as well as non-discrimination and non-harassment. TVH's policies also address topics on international trade, conflicts of interest, whistleblowing and preventing company theft & fraud (additional are policies listed in the annex).

4.1.1. ETHICAL BUSINESS PRACTICES AT TVH

TVH operates globally, serving over 82,000 customers in more than 184 countries through 90 branches worldwide. TVH partners with approximately 7,250 suppliers internationally and is continuously expanding its global business activities. This extensive reach necessitates a strong commitment to ethical business conduct and compliance with the complex regulatory landscape of international trade. To ensure the integrity of its operations, TVH has established clear policies and guidelines in several key areas.

- **Conflicts of Interest:** A policy on conflicts of interest establishes a framework for ethical decision-making. It aims to prevent personal interests from unduly influencing an employee's business judgment, ensuring objectivity and fairness in all dealings.
- **International Trade Compliance:** The scale of TVH's international operations results in a high volume of cross-border transactions, requiring strict adherence to international trade laws and regulations. A policy on international trade mandates that all employees understand and comply with these regulations, including those related to economic sanctions, imports and exports. Recognising the complexity and evolving nature of these laws, this policy provides guidance and support to ensure TVH meets its obligations as a global player. TVH is fully committed to compliance with all applicable trade regulations that impact its business.
- **Anti-Bribery and Anti-Corruption:** TVH is dedicated to transparency and fair trade. It maintains a zero tolerance policy towards bribery and all forms of corruption, including facilitating payments. Such practices can expose TVH to criminal prosecution, significant fines, reputational damage and other serious consequences. To reinforce this commitment, policies on anti-bribery and anti-corruption have been implemented, as well as policies on gifts, hospitality, sponsorships and donations. These policies ensure that all business transactions are conducted impartially, objectively and free from undue influence. TVH believes that ethical conduct is fundamental to its continued success and fosters trust with its customers, suppliers and partners.

	2024
Number of convictions	0
Amount of fines (€m)	0

4.1.2. WHISTLEBLOWING PROCEDURE

TVH is committed to fostering a culture of ethical conduct and transparency. In 2019, the updated internal Code of Conduct was introduced, setting the foundation for ethical standards. Reinforcing this commitment, TVH launched its global whistleblowing policy, "Raise Your Voice", in 2022. This policy empowers individuals throughout the organisation to report suspected misconduct and voice their concerns, anonymously if needed.

The "Raise Your Voice" policy **provides comprehensive guidance on reporting workplace wrongdoings**. It clarifies the definition of "whistleblowing", outlines available support resources, identifies who can report concerns and details the various reporting channels. The policy also explains the process for handling and investigating reports, emphasising the safeguards in place to **ensure confidentiality, protection against retaliation** and the privacy and **protection of personal data.** The name, "Raise Your Voice", **underscores the importance of speaking up**. It encourages employees to report incidents and ask questions through the dedicated Ethics & Compliance Helpline. For those without computer access or who prefer confidential communication, a dedicated telephone number is also available.

To ensure accessibility and understanding, information about the whistleblowing policy is **provided in multiple languages and formats**. E-learning training is offered on the TVH Compliance portal, along with readily accessible policy documents and illustrative case studies, consistent with TVH's approach to other key policies.

The number of cases reported through the whistleblowing procedure is **annually shared with the Audit Committee,** demonstrating commitment to accountability and continuous improvement in ethical practices.

4.1.3. LOOKING BACK AT 2024

In 2024, TVH reinforced its commitment to ethical conduct and transparency through several key initiatives:

- TVH launched a comprehensive compliance programme, including all-in-one training and documentation, which prominently features its confidential whistleblowing mechanism, "Raise Your Voice".
- The Preventing Theft & Fraud policy and campaign was launched at the end of 2023 and ran until the beginning of 2024 . It also refers to "Raise your Voice".
- To ensure all employees are aware of their rights and responsibilities from day one, TVH's integrated compliance training, including information on "Raise Your Voice", into its global onboarding process for desk workers. For non-desk workers in Waregem, TVH has also set up training.
- Last but not least, TVH's website: www.tvh.com/code-of-conduct-portal went live in 2024, every TVH computer now has a direct link to the "Raise your Voice" policy and the E&C Helpline via this portal.

4.1.4. BUILDING A CULTURE OF COMPLIANCE

TVH also takes the necessary actions to ensure the Code of Conduct and the different policies are known to its employees.

For desk workers, TVH conducted quarterly training sessions that rotate through each topic outlined in the Code. These sessions include a 30-minute e-learning module and the signing of a policy, collectively reinforcing awareness and adherence to ethical guidelines. TVH has successfully included the majority of its branches in these sessions and, for certain regions, a catch-up campaign is currently being implemented. The goal is to have the majority of desk workers on board by the end of 2025. In order to achieve this, TVH developed a comprehensive all-in-one e-learning module designed and launched at the end of 2024 to challenge employees on their knowledge and reinforce it where necessary. TVH is also continuously striving, through localised and specific initiatives, to further enhance the educational appeal of the programme. In 2024, quarterly updates were replaced by catch-ups that were more successful and also focused on onboarding new employees on business conduct.

For non-desk workers TVH adopts a separate approach. The non-discrimination topic was addressed through classroom training sessions. During these sessions, participants signed a poster and took a group picture, underscoring their commitment. Additionally, TVH provided them with a comprehensive folder containing information on essential aspects, including the whistleblower hotline. This has already been rolled out in branches in Belgium but will be rolled out globally as well. Other topics in the Code of Conduct will be presented in the coming year, in which TVH will put the spotlight on topics that are particularly meaningful or important to them.

5. Annex

TVH Policies	Policy Objective
General principles	At TVH, we operate globally, adhering to all applicable laws and regulations while respecting local cultures. We prioritise partnerships with organisations that share our values and commitment to this Code of Conduct.
Accurate records and reports	Financial transactions shall be reported in accordance with generally accepted accounting practices. Records and reports shall reflect, in a correct and non-misleading manner, the business transactions and assets.
Company property, assets and resources	At TVH, company property, assets and resources must be used solely for business purposes. Use of company technology, including the internet, networks, computers and email must be responsible and professional, in accordance with the Code of Conduct and company policies.
Gifts and other payments	At TVH, we prohibit offering or accepting gifts or favours of more than a nominal value to or from customers, potential customers, suppliers, consultants, governments, or their representatives. The nominal value is defined as an insignificant or small value, unlikely to influence someone's judgement or decision. This policy ensures ethical business practices and compliance with applicable laws.
Anti-corruption and money laundering	At TVH, we respect applicable anti-corruption and anti-bribery laws; we do not participate in or endorse any corrupt practices; nor do we accept, facilitate or support money laundering.
Imports/exports	At TVH, we are committed to following applicable international trade laws including import and export controls and regulations and compliance with sanctions and anti-boycott laws.
Conflicts of interest	TVH's Conflicts of Interest policy requires employees to disclose any potential or actual conflicts (e.g., financial interests, family relationships) and outlines procedures for managing or avoiding them, ensuring objective decisions and protecting TVH's integrity.
Customer satisfaction	At TVH, we are dedicated to quality and take personal pride in all the products and services provided. All TVH representatives shall act diligently to deliver, as quickly as possible, the highest possible value in the company's products and services.
Responsibility for compliance	Every TVH employee, officer and director is required to understand and follow the principles laid out in this Code of Conduct. The owners and management of TVH shall inform the employees of their rights and responsibilities, shall set an example and shall act as role models.
Report on violations and retaliation	TVH encourages employees to report any violation or suspected violation of the law, the Code or any other company policy via our whistleblowing procedure "Raise your Voice". TVH prohibits retaliation against anyone making a report in good faith or participating in investigations.
Code violations	Subject to local law, violations of this Code may carry serious consequences, including corrective actions up to and including termination of employment or termination of the supplier or customer relationship.
Deviations and periodic reviews	Only the Board of Directors may approve deviations from this Code. The Code will be reviewed by the Board of Directors periodically.
Cybersecurity	This policy provides essential information and best practices to help you stay vigilant and secure in your daily activities.

Table of other governance policies

Share Information

D'leteren share

Minimum lot	1 share
ISIN code	BE0974259880
Reuters code	IETB.BR
Bloomberg code	DIE:BB

Stock market indices

On 31 December 2024, the D'leteren share had the following weightings in Euronext indices:

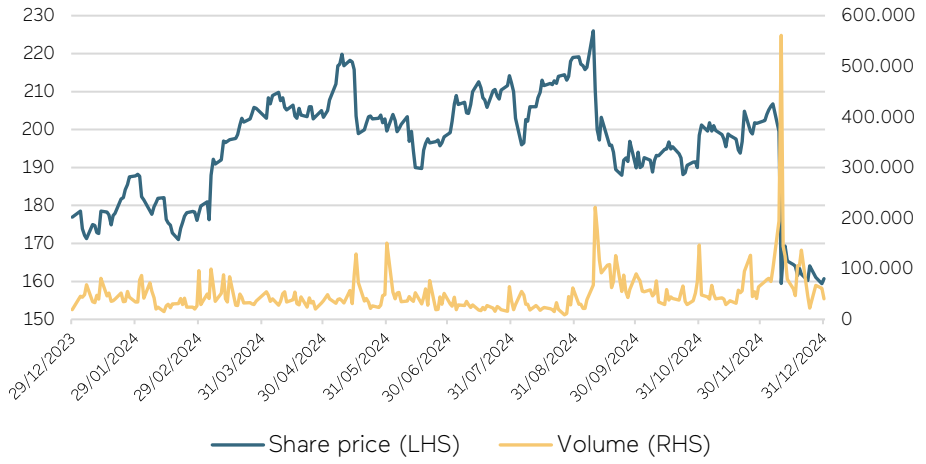
- BEL Consumer Discretionary: 83.3%
- BEL ESG: 6.0%
- BEL 20: 3.4%
- BEL All-Share Index: 1.3%
- BEL Continuous Stocks Index: 1.3%
- Euronext 100: 0.2%

Evolution of the share price and traded volumes in 2024

	2024	
Performance	-9,2%	
Total shareholder return[1]	34,8%	
Average price (EUR)	195,99	
Maximum price (EUR)	226,00	09/09/2024
Minimum price(EUR)	159,40	30/12/2024
Average volume (in units)	50.799	
Maximum volume (in units)	561.075	10/12/2024
Minimum volume (in units)	8.916	26/08/2024

[1] Based on gross dividends

Share price and volume in 2024

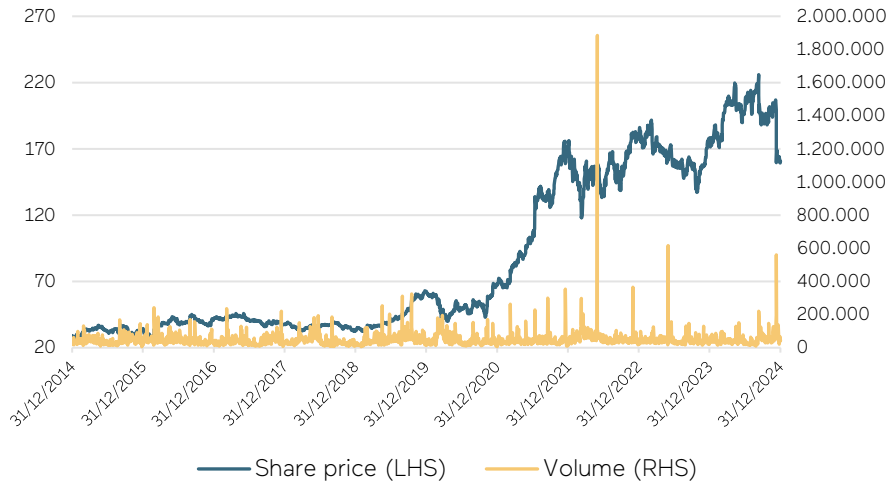


Evolution of the share price and traded volumes over 10 years

	01/01/2015 - 31/12/2024	
Performance	448.5%	
Total shareholder return[1]	764.7%	
Average price (EUR)	87.21	
Maximum price (EUR)	226.00	09/09/2024
Minimum price (EUR)	26.08	11/02/2016
Average volume (in units)	48,090	
Maximum volume (in units)	1,884,589	31/05/2022
Minimum volume (in units)	6,072	24/12/2015

[1] Based on gross dividends

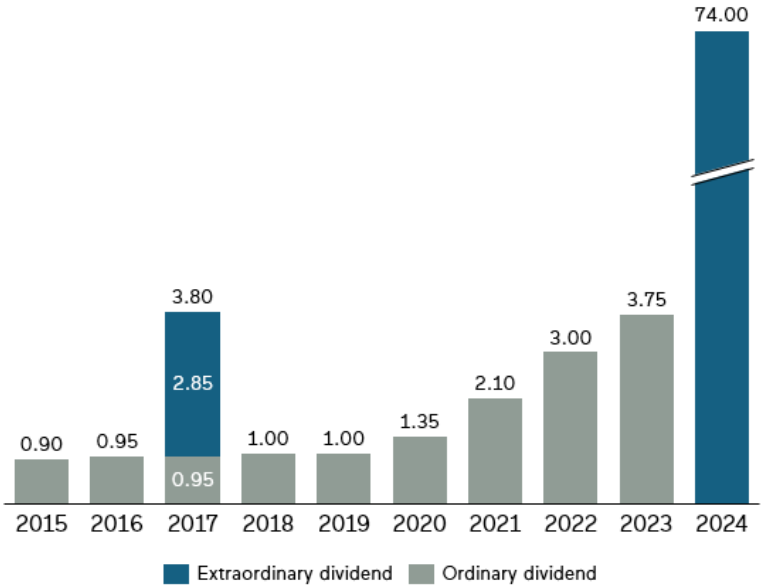
Share price and volume since 2015



Dividend

If the allocation of results proposed in Note 21 of this report is approved by the Ordinary General Meeting of 5 June 2025, a gross ordinary dividend of €1.60 per share will be distributed. The dividend will be paid starting on 12 June 2025.

Evolution of the gross dividend per share over 10 years



FINANCIAL CALENDAR

General Meeting ..... 5 June 2025
Ex-dividend date ..... 10 June 2025
Dividend payment date..... 12 June 2025
2025 Half-Year Results..... 3 September 2025

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Information about the group (press releases, annual reports, financial calendar, share price, financial information, social documents, etc.) is available in three languages (French, Dutch and English), on www.dieterengroup.com or on request.

Ce rapport est également disponible en français. Dit verslag is ook beschikbaar in het Nederlands

DESIGN, PRODUCTION AND PRINTING

Chriscom - Toner de Presse

PHOTOGRAPHY

David Plas, D'Ieteren Automotive, Belron, Moleskine, TVH, PHE and D'Ieteren Immo photo libraries.



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This Annual Report contains forward-looking information that involves risks and uncertainties, including statements about D'Ieteren Group's plans, objectives, expectations and intentions. Readers are cautioned that forward-looking statements include known and unknown risks and are subject to significant business, economic and competitive uncertainties and contingencies, many of which are beyond the control of D'Ieteren Group. Should one or more of these risks, uncertainties or contingencies materialize, or should any underlying assumptions prove incorrect, actual results could vary materially from those anticipated, expected, estimated or projected. As a result, D'Ieteren Group does not assume any responsibility for the accuracy of these forward-looking statements.



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