



Auditor's Report¹

Report on the Financial Statements

Audit Opinion

We have audited the financial statements of

OMV Aktiengesellschaft, Vienna,

which comprise the Balance Sheet as at December 31, 2025, the Income Statement for the year then ended, and the Notes to the financial statements.

In our opinion, the financial statements comply with the legal requirements and present fairly, in all material respects, the financial position of the Company as at December 31, 2025 and its financial performance for the year then ended, in accordance with Austrian Generally Accepted Accounting Principles.

Basis for our Opinion

We conducted our audit in accordance with Regulation (EU) No. 537/2014 ("EU Regulation") and Austrian Standards on Auditing. These standards require the audit to be conducted in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company, in accordance with Austrian company law and professional regulations, and we have fulfilled our other responsibilities under those relevant ethical requirements. We believe that the audit evidence we have obtained up to the date of the auditor's report is sufficient and appropriate to provide a basis for our audit opinion on this date.

Our liability as auditors is guided under Section 275 UGB (Austrian Commercial Code).

Key Audit Matters

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

Recoverability of shares in and loans to affiliated companies.

Refer to notes "Accounting and valuation policies", 1 "Fixed assets" and 12 "Financial income and expenses".

Risk for the Financial Statements

The carrying value of shares in affiliated companies amounts to EUR 12,956 mn as of December 31, 2025, after an impairment in the amount of EUR 172 mn in 2025. The carrying value of loans to affiliated companies amounts to EUR 614 mn as of December 31, 2025.

The shares in and loans to affiliated companies are subject to an impairment assessment on each balance sheet date. If necessary, impairment calculations are carried out. The results of these calculations are highly dependent on estimates of future cash flows and assumptions for determining discount rates.

There is a risk for the financial statements that the valuation of shares in and loans to affiliated companies is misstated.

¹ This English language audit report is a translation provided for information purposes only. The original German text shall prevail in the event of any discrepancies between the English translation and the German original. We do not accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.



Our Response

We assessed the recoverability of the relevant shares in and loans to affiliated companies as follows:

- We obtained a process understanding and evaluated the design and implementation of key internal controls regarding the impairment assessment.
- We have reperformed the analysis conducted by the company regarding indicators for a material decrease in fair value (including coverage of the book value by the respective share in the subsidiary's equity) of the investments in affiliated companies.
- We assessed the appropriateness of the valuation methods used for the impairment calculations.
- We compared the future cash flows included in the impairment calculations with the approved mid-term planning.
- With the assistance of our valuation specialists, we assessed the appropriateness of the assumptions used to determine the discount rates by comparing them with market and industry-specific benchmarks.
- We verified the mathematical accuracy of the impairment calculations.
- We assessed the adequacy of the disclosures in the financial statements.

Other Information

Management is responsible for other information. Other information is all information provided in the annual report, other than the financial statements, the management report and the auditor's report.

Our opinion on the financial statements does not cover other information and we do not provide any kind of assurance thereon.

In conjunction with our audit, it is our responsibility to read this other information and to assess whether, based on knowledge gained during our audit, it contains any material inconsistencies with the financial statements or any apparent material misstatement of fact.

If, on the basis of our work on the other information obtained, we conclude that there is a material misstatement of fact in other information, we must report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Audit Committee for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Austrian Generally Accepted Accounting Principles and for such internal controls as management determines are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Management is also responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements taken as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditor's report that includes our audit opinion. Reasonable assurance represents a high level of assurance but provides no guarantee that an audit



conducted in accordance with EU Regulation and with Austrian Standards on Auditing (and therefore ISAs), will always detect a material misstatement, if any. Misstatements may result from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users based on the financial statements.

As part of an audit in accordance with EU Regulation and with Austrian Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit.

Moreover:

- We identify and assess the risks of material misstatements in the financial statements, whether due to fraud or error, we design and perform audit procedures responsive to those risks and obtain sufficient and appropriate audit evidence to serve as a basis for our audit opinion. The risk of not detecting material misstatements resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misleading representation or the override of internal control.
- We obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- We evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- We conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the respective note in the financial statements. If such disclosures are not appropriate, we will modify our audit opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- We evaluate the overall presentation, structure and content of the financial statements, including the notes, as well as whether the financial statements represent the underlying business transactions and events in a manner that achieves fair presentation.
- We communicate with the audit committee regarding, amongst other matters, the planned scope and timing of our audit as well as significant findings, including any significant deficiencies in internal control that we identify during our audit.
- We communicate to the audit committee that we have complied with the relevant professional requirements in respect of our independence, that we will report any relationships and other events that could reasonably affect our independence and, where appropriate, the related safeguards.
- From the matters communicated with the audit committee, we determine those matters that were of most significance in the audit i.e. key audit matters. We describe these key audit matters in our auditor's report unless laws or other legal regulations preclude public disclosure about the matter or when, in rare cases, we determine that a matter should not be included in our auditor's report because the negative consequences of doing so would reasonably be expected to outweigh the public benefits of such communication.



Report on Other Legal and Regulatory Requirements

Management Report

In accordance with Austrian company law, the management report is to be audited as to whether it is consistent with the financial statements and prepared in accordance with the applicable legal requirements.

Management is responsible for the preparation of the management report in accordance with Austrian company law.

We have conducted our audit in accordance with generally accepted standards on the audit of management reports.

Opinion

In our opinion, the management report is consistent with the financial statements and has been prepared in accordance with legal requirements. The disclosures pursuant to Section 243a UGB are appropriate.

Statement

Based on our knowledge gained in the course of the audit of the financial statements and our understanding of the Company and its environment, we did not note any material misstatements in the management report.

Additional information in accordance with Article 10 EU Regulation

We were elected as auditors at the Annual General Meeting on May 27, 2025 and were appointed by the supervisory board on August 21, 2025 to audit the financial statements of the Company for the financial year ending on December 31, 2025.

We have been auditors of the Company, without interruption, since the financial statements as of December 31, 2023.

We declare that our opinion expressed in the "Report on the Financial Statements" section of our report is consistent with our additional report to the audit committee, in accordance with Article 11 EU Regulation.

We declare that we have not provided any prohibited non-audit services (Article 5 Paragraph 1 EU Regulation) and that we have ensured our independence throughout the course of the audit.



Engagement Partner

The engagement partner is Mr Karl Braun.

Vienna

March 16, 2026

KPMG Austria GmbH
Wirtschaftsprüfungs- und Steuerberatungsgesellschaft

Karl Braun
Wirtschaftsprüfer
(Austrian Chartered Accountant)



Appendices

OMV Aktiengesellschaft



Financial Statements

Balance Sheet as of December 31, 2025

Assets

	Note	in EUR	in EUR 1,000
		2025	2024
A. Fixed assets	1		
I. Intangible assets			
1. Concessions, industrial property rights and similar rights and benefits and licenses derived therefrom		15,271,218	16,491
		15,271,218	16,491
II. Tangible assets			
1. Land and buildings on third party land		10,151	13
2. Other fixtures and fittings, tools and equipment		10,741,462	11,984
		10,751,613	11,997
III. Financial assets			
1. Shares in affiliated companies		12,955,673,507	13,108,817
2. Loans to affiliated companies		613,800,000	898,000
3. Securities held as fixed assets		7,426,112	7,277
4. Other loans		491,622,568	1
		14,068,522,186	14,014,095
		14,094,545,018	14,042,583
B. Current assets			
I. Receivables and other assets	2		
1. Trade receivables		382,901	380
thereof with a remaining maturity of more than one year		–	–
2. Receivables from affiliated companies		1,822,569,618	1,573,221
thereof with a remaining maturity of more than one year		–	–
3. Receivables from companies in which the Company has a participating interest		6,880	–
thereof with a remaining maturity of more than one year		–	–
3. Other receivables and assets		6,351,424	24,569
thereof with a remaining maturity of more than one year		–	–
		1,829,310,823	1,598,170
II. Securities and interests			
1. Other securities		188,752,684	178,594
III. Cash on hand, cash at banks		3,486,207,973	2,986,113
		5,504,271,480	4,762,877
C. Prepaid expenses and deferred charges		42,813,279	28,514
D. Deferred tax assets	3	2,759,398	2,900
		19,644,389,175	18,836,874



Liabilities

	Note	in EUR	in EUR 1,000
		2025	2024
A. Shareholders' equity	4		
I. Nominal capital called up and paid in			
Nominal capital subscribed		327,272,727	327,273
Nominal amount of treasury shares		-1,271,670	-57
		326,001,057	327,215
II. Capital reserves			
1. Appropriated reserve		1,752,758,401	1,752,626
2. Unappropriated reserve		333,728	334
		1,753,092,128	1,752,960
III. Capital reserve for share based payments		20,623,600	11,896
IV. Revenue reserves			
1. Unappropriated reserve		2,665,369,453	2,724,194
2. Reserve for treasury shares		1,271,670	57
		2,666,641,123	2,724,251
V. Unappropriated income		1,663,404,428	1,784,085
thereof income brought forward		230,829,782	160,879
		6,429,762,337	6,600,407
B. Provisions	5		
1. Provisions for severance payments		7,206,798	9,796
2. Provisions for pensions		43,206,311	52,547
3. Provisions for taxes		26,813,721	37,738
4. Other provisions		58,161,334	49,495
		135,388,164	149,576
C. Liabilities	6		
1. Bonds		8,750,000,000	8,250,000
thereof with a remaining maturity of less than one year		1,000,000,000	500,000
thereof with a remaining maturity of more than one year		7,750,000,000	7,750,000
2. Amounts due to banks		100,003,358	105,956
thereof with a remaining maturity of less than one year		100,003,358	5,956
thereof with a remaining maturity of more than one year		–	100,000
3. Trade payables		37,845,441	51,238
thereof with a remaining maturity of less than one year		37,845,441	51,238
thereof with a remaining maturity of more than one year		–	–
4. Payables to affiliated companies		3,984,964,724	3,457,116
thereof with a remaining maturity of less than one year		3,984,964,724	3,457,116
5. Other liabilities		206,425,151	222,581
thereof with a remaining maturity of less than one year		193,098,625	210,437
thereof with a remaining maturity of more than one year		13,326,527	12,144
thereof with a remaining maturity of less than one year		5,315,912,148	4,224,746
thereof with a remaining maturity of more than one year		7,763,326,527	7,862,144
		13,079,238,675	12,086,890
		19,644,389,175	18,836,874



Income statement

Income statement

	Note	in EUR	in EUR 1,000
		2025	2024
1. Sales	7	296,494,608	289,472
2. Other operating income	8		
a) Income from the disposal of fixed assets		23,682	0
b) Income from the reversal of provisions		5,410,956	4,616
c) Other		1,046,046	802
		6,480,684	5,419
3. Expenses for materials and purchased services	9		
a) Expenses for materials		-120,657	-163
b) Expenses for purchased services		-58,250,653	-68,110
		-58,371,310	-68,272
4. Personnel expenses	10		
a) Salaries		-152,691,860	-142,235
b) Social benefits		-39,250,514	-36,272
thereof expenses for pensions		-8,001,649	-5,242
aa) thereof expenses for severance payments and contributions to staff provision funds		-2,690,477	-2,882
bb) thereof expenses for statutory social security, payroll-related taxes and mandatory contributions		-27,077,174	-26,581
		-191,942,374	-178,507
5. Depreciation and amortization			
a) of fixed intangible and tangible assets		-9,167,860	-8,996
thereof impairment		-	-
6. Other operating expenses	11		
a) Taxes not included in Taxes on income		-1,948,977	-1,189
b) Other		-117,916,348	-98,318
		-119,865,325	-99,507
7. Subtotal of items 1 to 6 (Operating Result)		-76,371,577	-60,392
8. Income from investments		1,930,889,711	1,640,382
thereof affiliated companies		1,925,221,709	1,634,883
9. Income from loans held as financial assets		30,550,602	127,378
thereof affiliated companies		25,963,527	127,378
10. Other interest and similar income		295,879,468	352,720
thereof affiliated companies		101,958,862	103,008
11. Income from the disposal and write-up of financial assets		149,603	89,070
12. Expenses arising from financial assets		-171,502,000	-1,232
thereof impairments		-171,502,000	-1,230
thereof affiliated companies		-171,502,000	-2
13. Interest and similar expenses		-525,860,499	-589,738
thereof concerning affiliated companies		-164,227,806	-212,394
14. Subtotal of items 8 to 13 (Financial result)	12	1,560,106,885	1,618,580
15. Profit before taxation (subtotal of lines 7 and 14)		1,483,735,308	1,558,188
16. Taxes on income	13	-51,160,662	65,018
thereof deferred taxes		-245,326	481
17. Profit after taxation		1,432,574,646	1,623,206
18. Income brought forward from previous years		230,829,782	160,879
19. Unappropriated retained income		1,663,404,428	1,784,085



Notes

The accounts of **OMV Aktiengesellschaft**, Vienna, as of December 31, 2025 have been drawn up in accordance with the current version of the Austrian Commercial Code (ACC) as amended and in compliance with the general standard to provide a true and fair view of the assets, liabilities, financial position and earnings of the company.

The valuation of assets and liabilities is based on the principle of individual valuation assuming going concern.

The measures to address the climate crisis affect OMV AG to the extent that the material assets and income are related to investments in subsidiaries that are affected by significant uncertainties around the changes in the mix of energy sources over the next 30 years, particularly in the areas of Exploration & Production and Refining & Marketing.

OMV has considered the short- and long-term effects of climate change and energy transition in preparing the financial statements. In 2022, OMV defined the first time concrete short-, medium-, and long-term targets for its emissions reductions and committed to becoming a net-zero emissions company by 2050.

The significant accounting estimates performed by management incorporate the future effects of OMV's own strategic decisions and commitments on having its portfolio adhere to the energy transition targets, short and long-term impacts of climate risks and energy transition to lower carbon energy sources together with management's best estimate on global supply and demand, including forecasted commodities prices.

OMV's mid term planning (MTP) is built on a scenario developed by the internal Market Intelligence department and assumes that all decarbonization pledges announced by governments around the world are implemented in full and on time. In this scenario, the temperature rise by 2100 will be limited to 1.7°C with a probability of 50%. The underlying demand and price developments of fossil commodities are in line with the IEA APS scenario.¹

Based on this scenario, expectations about the future demand and prices for the relevant commodities were developed. These estimates are used for the measurement of the investments in the subsidiaries.

The attack of Russia on Ukraine on February 24, 2022, led to developments that had a significant impact on the financial statements primarily in connection with direct and indirect investments in subsidiaries which are active in the gas business in the Energy segment and are linked to OMV Aktiengesellschaft via cash pooling and profit and loss transfer agreements.

The management does not currently see the going concern of the company as being threatened by the climate crisis and the Ukraine crisis and will continue to monitor the effects of aspects of climate change and the energy transition in the future.

Taking into account the principle of prudence, the company only reported the profits realized at the balance sheet date. All identifiable risks and impending losses are taken into account.

As the parent company of the OMV Group, OMV Aktiengesellschaft also prepares separate consolidated financial statements in accordance with International Financial Reporting Standards (IFRSs). The consolidated financial statements are deposited at the Vienna Commercial Court (Commercial Register Number FN 93363z) and are published on the Internet.

The detailed disclosures are shown in the notes to the accounts. The total cost format is used for the presentation of the income statement.

The annual financial statements were prepared in euro (EUR). The presentation in the notes is in EUR 1,000 as well as EUR thousand, which may result in rounding differences.

¹ Based on the World Energy Outlook report published by International Energy Agency (IEA).



Accounting and valuation policies

Intangible and tangible assets are capitalized at cost and amortized/depreciated on a straight-line basis.

Category

	Useful life
Intangible assets	4-8 years
Buildings on third party land	10-15 years
Machines and mechanical systems	4-10 years
Other fixtures and fittings, tools and equipment	4-10 years

In accordance with the relevant fiscal law provisions, a whole year's depreciation is recognized for **additions** in the first half of the year, and half a year's depreciation for additions in the second half.

Sustained and material **impairments** of fixed assets in excess of scheduled depreciation are recognized by write-downs.

Low-value assets up to EUR 1,000 (2024: EUR 1,000) are capitalized and fully written off in the year of acquisition, and are shown as additions and disposals in the statement of fixed assets.

Financial assets are carried at acquisition cost less any material impairment. Securities held as fixed assets are carried at the lower of cost or market value at the last trade date of the year. If the reasons for a previous impairment no longer apply, a write-up in the amount of the increase in value is made.

Accounts receivable and other assets are stated at cost. Non-interest bearing receivables with maturities of over one year are discounted. Foreign currency receivables are valued at the EUR reference rate of the European Central Bank on the acquisition date or at the lower EUR reference rate of the European Central Bank on the balance sheet date. All recognizable risks are accounted for by valuation allowances.

Securities and shares are stated at the lower of cost or fair value on the balance sheet date.

On the balance sheet **deferred taxes** are reported either under deferred tax assets or provisions for taxes and in the income statement under the item Taxes on income. The treatment of deferred tax is based on the balance sheet liability method. Recognition of deferred tax assets and liabilities is mandatory if there are temporary differences between the carrying amounts for statutory accounting and tax purposes. In principle, a fiscal option for recognizing tax loss carryforwards as deferred tax assets exists, which is not exercised.

The nominal value of the **treasury shares** acquired is openly deducted from the capital stock in accordance with section 229 paragraph 1a ACC. The difference between the nominal amount and the acquisition cost is offset against the revenue reserves.

OMV Aktiengesellschaft has both **defined contribution and defined benefit pension plans**. In the case of defined contribution plans, OMV has no obligations beyond payment of the agreed premiums, and no provision is therefore recognized. In contrast, participants in defined benefit plans are promised pensions at certain levels. Defined benefit pension obligations are accounted for by setting up provisions for pensions. The risks associated with these defined benefit pension plans remain with OMV.

Provisions for pensions, severance payments and jubilee payments are calculated using the projected unit credit method, which divides the costs of the estimated benefit entitlements over the whole period of employment, and takes future increases in remuneration into account. The actuarial gains and losses for the current financial year are disclosed under personnel expenses or other operating income, depending on the overall development of the provision.



Expenses from accrued interest for pension, severance and jubilee provisions together with income from pension plan assets are disclosed as part of financial income and expense.

Payments for defined pension and severance contribution plans are reported as personnel expenses.

Liabilities for personnel reduction plans are recognized with the settlement amount once an irrevocable commitment is established.

Liabilities for retirement block models ("Altersteilzeit") are shown under other liabilities for hours worked but not yet paid.

Provisions and long-term liabilities are measured at the settlement amounts, and projected cost increases are therefore taken into account. Provisions with recognition periods of more than one year are discounted at the market interest rate.

All recognizable risks and uncertain liabilities are provided for according to the best estimate and reported under **other provisions**.

Liabilities are stated at the settlement amount. Foreign currency liabilities are valued at the EUR reference rate of the European Central Bank on the date of origin or at the higher EUR reference rate of the European Central Bank on the balance sheet date.

The **currency hedges** concluded both with banks and with affiliates (on behalf of the affiliates) form valuation units from OMV Aktiengesellschaft's perspective. They are therefore not disclosed in the books of OMV Aktiengesellschaft but in the affiliates' financial statements.

Share-based payments

Long Term Incentive (LTI) plans

LTI plans with similar conditions are granted annually to the Executive Board and selected Senior Managers in the Group. On the vesting date, shares will be granted to the participants. The number of bonus shares is determined depending on the achievement of defined performance criteria. The performance criteria and their corresponding typical weightings for the Executive Board members are defined in the Remuneration Policy and as of 2022 are as follows: Relative Total Shareholder Return (30%), Clean CCS (Current Cost of Supply) ROACE (40%), ESG targets (30%). Based on predefined criteria (e.g., fatalities, Total Recordable Injury Rate (TRIR), process safety – also in comparison to industry benchmarks), a Health & Safety Malus of between 0.8 and 1.0 is applied to the overall target achievement for Executive Board members. In case of severe incidents, the Remuneration Committee may reduce the payout to zero. For Senior Managers, as of 2022, the following performance criteria apply: Relative Total Shareholder Return (30%), Free Cash Flow (35%), and ESG targets/Transformation targets (35%). The defined performance criteria may not be amended during the performance period of the LTI plans. However – in order to maintain the incentivizing character of the program – the responsible governing body has the discretion to adjust for Senior Managers the threshold/target/maximum levels of the Free Cash Flow, in case of material changes in external factors such as oil and gas prices. The adjustment can be made in both directions.

Disbursement is made in cash or in shares. Since 2022, the OMV Petrom LTI plan payment has been made in shares only. Executive Board members and Senior Managers as active participants of the plans are required to build up an appropriate volume of shares and to hold those shares until retirement or departure from the company. For Senior Managers, if the eligibility of the LTI plan lapses but they are still in active employment with the company, the shareholding requirement expires when the last LTI plan is paid out. The shareholding requirement is defined as a percentage of the annual gross base salary, for the Executive Board, and as a percentage of the respective Target Long-Term Incentive for Senior Managers. Executive Board members have to fulfill the shareholding requirement within five years after the initial respective appointment. Until fulfillment of the shareholding requirement, disbursement takes the form of shares whilst thereafter the plan participants can decide between cash or share settlement. As long as the shareholding requirements are not fulfilled the granted shares after deduction of taxes are transferred to a trustee deposit, managed by the company.



For payments in shares the grant date fair values are spread as expenses over the three years performance period with a corresponding increase in shareholders' equity. In the case of assumed cash-settlements, a provision is made for the expected future costs of the LTI plans on the statement of financial position date based on fair values.

A discount rate of 2.04% was used for the provision calculations (2024: 1.76%).

Long-Term Incentive Plans

	2025 plan	2024 plan	2023 plan	2022 plan
Start of plan	01/01/2025	01/01/2024	01/01/2023	01/01/2022
End of performance period	12/31/2027	12/31/2026	12/31/2025	12/31/2024
Vesting date	03/31/2028	03/31/2027	03/31/2026	03/31/2025
Shareholding requirement				
Executive Board Chairman	200% of annual gross base salary	200% of annual gross base salary	200% of annual gross base salary	200% of annual gross base salary
Executive Board Deputy Chairman	175% of annual gross base salary	175% of annual gross base salary	175% of annual gross base salary	175% of annual gross base salary
Other Executive Board members	150% of annual gross base salary	150% of annual gross base salary	150% of annual gross base salary	150% of annual gross base salary
Senior Managers	75% of the respective Target Long-Term Incentive	75% of the respective Target Long-Term Incentive	75% of the respective Target Long-Term Incentive	75% of the respective Target Long-Term Incentive
Details per Plan				
Share Price (fair value) at Grant Date	44.54	47.50	42.17	—
Equity reserve (in EUR 1,000) as of December 31, 2025	3,193	7,267	7,579	—
Maximum shares as of December 31, 2025 (OMV Group)	873,502	820,964	646,340	—
Expected shares as of December 31, 2025 (OMV Group)	576,036	566,220	502,923	—
thereof settled in shares	215,071	229,481	179,735	—
thereof settled in cash	360,965	336,739	323,188	—
Fair value of plan - Average share price	45.94	46.49	47.45	—
Fair value of plan (in EUR 1,000) as of December 31, 2025 ¹ (OMV Group)	26,463	26,324	23,969	—
Provision (in EUR 1,000) as of December 31, 2025 ¹	1,609	3,400	6,875	—

¹ Excluding incidental wage costs

Equity Deferral

The Equity Deferral serves as a long-term compensation instrument for the members of the Executive Board that promotes retention and shareholder alignment in OMV. It combines the interests of management and shareholders via a long-term investment in restricted shares. The holding period of the Equity Deferral is three years from vesting. The plan also seeks to prevent inadequate risk-taking.

The performance criteria and their typical weightings for the Executive Board are defined in the Remuneration Policy and are as follows: Reported Net Income (40%), Free Cash Flow (30%), Operational target (15%), and ESG target (15%). Based on predefined criteria (e.g., fatalities, TRIR, and process safety – also in comparison to industry benchmarks), a Health & Safety Malus of between 0.8 and 1.0 is applied to overall target achievement. In case of severe incidents, the Remuneration Committee may reduce the payout to zero.

The Annual Bonus is capped at 180% of the target Annual Bonus. A minimum of one-third of the Annual Bonus is granted in shares. The determined bonus achievement is settled on March 31 following the end of the period whereby at the statement of financial position date the target achievements and the share price are estimated (the latter on the basis of market quotes).

Given the volatility of commodity prices and market conditions inherent to the industry, the variable remuneration plans give the Remuneration Committee the authority (in line with general practices in the Oil and Gas industry) to



adjust the threshold, target, and maximum levels of the financial targets based on oil/gas prices and EUR/USD exchange rates compared with assumptions at the time the targets were set. Adjustments can be applied in both directions. They are determined by the Remuneration Committee and published in the Remuneration Report. The granted shares after deduction of taxes are transferred to a trustee deposit, managed by the Company, to be held for three years.

Employee share purchase plan

In 2025, OMV launched an employee share purchase plan program, a share based payment arrangement according to IFRS 2, which entitled employees to buy shares at a discounted price. The discount was borne by OMV and was therefore accounted for as cash-settled share based payment in line with IFRS 2. OMV itself did not acquire or provide shares, nor did it hold any treasury shares for this purpose. The share purchases and subsequent custody in the participants' name were carried out exclusively through an external third-party company.

Total Expenses

In 2025 expenses related to share-based payment transactions were as follows.

Expenses related to share-based payment transactions

In EUR 1,000

	2025	2024 ¹
Total expenses arising from share-based payment transactions	6,267	4,933
thereof cash settled	1,827	924
thereof equity settled	4,440	4,009

¹ thereof EUR nil (2024: EUR 855 thousand) are included in item Income from the release of provisions



Notes to the balance sheet

1 | Fixed assets

Movements in fixed assets in 2025 are shown in the statement of fixed assets.

On March 3, 2025, OMV and ADNOC signed a binding agreement for the combination of their shareholdings in Borealis and Borouge into Borouge Group International. ADNOC has also entered in a share purchase agreement with Nova Chemicals Holding GmbH, an indirectly wholly owned company of Mubadala Investment Company P.J.S.C., for 100% of Nova Chemicals for an enterprise value of USD 13.4 bn. ADNOC and OMV have agreed that upon completion of the combination, Borouge Group International will acquire Nova Chemicals, further expanding its footprint in North America. The Nova Chemicals transaction will be funded through acquisition debt, which is expected to be refinanced in the capital markets.

During the financial year 2025, OMV contributed its shareholding in Borealis AG to OMV Downstream GmbH. Following this transaction, Borealis AG was converted into a limited liability company. The shares in Borealis GmbH held by OMV Downstream GmbH were subsequently spun off into Borouge Group International AG as part of the newly created structure.

The derecognition of the investment in OMV Downstream GmbH was determined based on the ratio of the fair value of the assets transferred to the fair value of the total assets of the transferring entity. The carrying amount of the newly founded subsidiary, Borouge Group International AG, was adjusted accordingly, reflecting a corresponding increase.

Commitments arising from the use of off-balance sheet tangible assets were as follows:

Commitments arising from the use of off-balance sheet tangible assets

In EUR 1,000

	2025	2024
Maturing in one year	265	247
Maturing in the next five years	775	650

Loans

In EUR 1,000

	2025	2024
Domestic		
OMV Exploration & Production GmbH	–	400,000
OMV Downstream GmbH	300,000	300,000
AP Truck Mobility GmbH	9,000	12,000
Erste gemeinnützige Wohnungsgesellschaft mbH	–	1
Foreign		
OMV Deutschland GmbH	150,000	100,000
Circular Feedstock Walldürn GmbH	130,000	55,000
OMV Slovensko s.r.o.	24,800	31,000
Borouge 4 LLC	491,623	–
Total	1,105,423	898,001

Loans with maturities of up to one year amounted to EUR 459,000 thousand (2024: EUR 400,001 thousand).

In the business year new loans were given to: OMV Deutschland GmbH EUR 50,000 thousand and Circular Feedstock Walldürn GmbH EUR 75,000 thousand. The loan to Borouge 4 LLC was taken over by Borealis GmbH.

In the reporting period the loans to OMV Exploration & Production GmbH were repaid by EUR 400,000 thousand, to OMV Slovensko s.r.o. by EUR 6,200 thousand and to AP Truck Mobility GmbH by EUR 3,000 thousand.



2 | Accounts receivable and other assets

Accounts receivable and other assets

In EUR 1,000

	2025		2024	
	≤1 year	>1 year	≤1 year	>1 year
Trade Receivables	383	–	380	–
Receivables from affiliated companies	1,822,570	–	1,573,221	–
thereof trade	57,349	–	29,493	–
thereof financing	14,243	–	25,421	–
thereof profit pooling	1,514,101	–	1,127,432	–
thereof other	236,877	–	390,875	–
Receivables from associated companies	7	–	–	–
thereof trade	7	–	–	–
Other receivables and assets	6,351	–	24,569	–
Total	1,829,311	–	1,598,170	–

The item Other receivables and assets includes EUR 1,099 thousand (2024: EUR 17,311 thousand) in corporate tax prepayments and accrued bank interest receivables in the amount of EUR 4,819 thousand (2024: EUR 6,696 thousand). This income is due after the balance sheet date.

3 | Deferred tax assets

Deferred taxes essentially result from different valuation rules and distribution standards. Due to sufficient taxable profits in the future, deferred tax assets of EUR 2,759 thousand (2024: 2,900 thousand) were recognized in the reporting period.

The valuation of deferred taxes as of December 31, 2025 was done with the nominal tax rate of 23 %.

The option to recognize deferred tax assets relating to loss carryforwards is not exercised.

4 | Stockholders' equity

The **capital stock** of OMV Aktiengesellschaft consists of 327,272,727 (2024: 327,272,727) fully paid no par value shares with a total nominal value of EUR 327,272,727 (2024: EUR 327,272,727). There are no different classes of shares and no shares with special rights of control. All shares are entitled to dividends for the financial year 2025, with the exception of treasury shares held by OMV Aktiengesellschaft.

Capital reserves have been formed by the contribution of funds into OMV Aktiengesellschaft by its shareholders over and above the capital stock, on the basis of their ownership relationship.

Treasury shares: Based on the authorization of the Annual General Meeting dated May 28, 2024, and approval of the Supervisory Board, OMV Aktiengesellschaft carried out a share repurchase program in March 2025. The volume of the repurchase program amounted to up to 300,000 shares and was fully utilized. The repurchase was carried out exclusively via the Vienna Stock Exchange and served to fulfill the obligations of the Company under share transfer programs, in particular Long-Term Incentive Plans, Annual Bonus (Equity Deferrals), or other stock ownership plans.

On May 27, 2025, the Annual General Meeting authorized the Executive Board to repurchase, subject to the approval of the Supervisory Board:

1. bearer shares of no par value of the Company up to a maximum of 5% of the Company's nominal capital, in accordance with Section 65 para 1 number 8 Austrian Stock Corporation Act,
2. over a period of 15 months from the date of adoption of the resolution by the General Meeting,



3. for a minimum consideration per share being at the utmost 30% lower than the average, unweighted stock exchange closing price over the preceding ten trading days prior to the respective repurchase of the shares, and a maximum consideration per share being at the utmost 20% higher than the average, unweighted stock exchange closing price over the preceding ten trading days prior to the respective repurchase of the shares,

whereby any repurchases have to be exercised in such way that the Company does not hold more than 1,300,000 treasury shares at any time.

Such repurchases may take place via the stock exchange or a public offering or by any other legal means and for the purpose of share transfer programs, in particular Long-Term Incentive Plans, or other stock ownership plans.

The Executive Board was further authorized to cancel stock repurchased or already held by the Company subject to the approval of the Supervisory Board but without further resolution of the General Meeting, and the Supervisory Board was authorized to adopt amendments to the Articles of Association resulting from the cancelation of shares.

On May 27, 2025, the Annual General Meeting authorized the Executive Board for a period of five years from the adoption of the resolution, therefore, until and including May 26, 2030, subject to the approval of the Supervisory Board, to dispose of or utilize repurchased treasury shares or treasury shares already held by the Company to grant to employees, executive employees, and/or members of the Executive Board/management boards of the Company or its affiliates, including for purposes of share transfer programs, and to thereby exclude the general purchasing right of shareholders (exclusion of subscription rights). The authorization can be exercised as a whole or in parts or even in several tranches by the Company, by a subsidiary (Section 189a Number 7 of the Austrian Commercial Code), or by third parties for the account of the Company.

Based on the existing authorization of the Annual General Meeting dated May 27, 2025, and approved by the Supervisory Board, OMV Aktiengesellschaft carried out a limited share repurchase. The repurchase program started on November 3, 2025, and ended on November 21, 2025. The volume of the repurchase program totaled up to 1,000,000 bearer shares of no par value and was fully utilized. The repurchase was carried out exclusively via the Vienna Stock Exchange and serves to fulfill the obligations of the Company under share transfer programs, in particular Long-Term Incentive Plans, Annual Bonus (Equity Deferrals), or other stock ownership plans.

The nominal value of the treasury shares acquired is openly deducted from the capital stock in accordance with Section 229 Paragraph Number 1a Austrian Commercial Code. The difference between the nominal amount and the acquisition cost is offset against the revenue reserves.

Changes in treasury shares were as follows:

Treasury shares

	Number of shares	in EUR 1,000
January 1, 2024	142,007	1,569
Disposals	-84,678	-929
December 31, 2024	57,329	640
Repurchase of own shares	1,300,000	62,095
Disposals	-85,659	-3,485
December 31, 2025	1,271,670	59,251

Development of number of shares in issue

	Number of shares	Treasury shares	Shares in issue
January 1, 2024	327,272,727	142,007	327,130,720
Used for share-based compensations	—	-84,678	84,678
December 31, 2024	327,272,727	57,329	327,215,398
Repurchase of own shares	—	1,300,000	-1,300,000
Used for share-based compensations	—	-85,659	85,659
December 31, 2025	327,272,727	1,271,670	326,001,057



5 | Provisions

Provisions for employee benefits are recognized in accordance with the projected unit credit method. The indexed pension commitments to employees of OMV Aktiengesellschaft were transferred to an external pension fund managed by APK-Pensionskasse AG. The defined benefit plans are generally based on years of service and the employee's average compensation over the last five calendar years of employment. These pension plans are non-contributory.

Changes in the funding of defined benefit plans and in provisions for jubilee payments were as follows:

Development of defined benefit plans and jubilee payments

In EUR 1,000

	2025			2024		
	Pensions	Severance payments	Jubilee payments	Pensions	Severance payments	Jubilee payments
Present value of funded obligations	103,562	—	—	111,520	—	—
Market value of plan assets	-60,356	—	—	-58,973	—	—
Provision for funded obligations	43,206	—	—	52,547	—	—
Present value of unfunded obligations	—	7,207	7,232	—	9,797	7,733
Provision for unfunded obligations	—	7,207	7,232	—	9,797	7,733
Provision as of January 1	52,547	9,797	7,733	59,796	10,940	8,458
Expense for the year	-4,731	-415	-261	-2,274	465	-379
Payments to funds	-4,610	—	—	-4,975	—	—
Benefits paid	—	-2,625	-261	—	-1,785	-263
Group transfer	—	450	21	—	177	-83
Provision as of December 31	43,206	7,207	7,232	52,547	9,797	7,733
Interest cost	1,895	140	140	1,733	163	134
Current service cost	—	304	506	—	370	587
Expected return on plan assets	-2,423	—	—	-2,672	—	—
Recognized actuarial (gains)/losses	-4,203	-859	-907	-1,335	-68	-1,100
Expenses of defined benefit plans for the year	-4,731	-415	-261	-2,274	465	-379

Underlying assumptions for calculating defined benefit plans and jubilee payments as of December 31:

Assumptions for calculation

	2025			2024		
	Pensions	Severance	Jubilees	Pensions	Severance	Jubilees
Capital market interest rate	2.02%	1.90%	2.11%	1.74%	1.64%	1.83%
Future increases in salaries	—	4.00%	4.00%	—	5.50%	5.50%
Future increases in pensions	2.25%	—	—	2.50%	—	—
Long-term rate of return on plan assets	3.50%	—	—	4.30%	—	—

The biometrical basis for the calculation of provisions for pensions, severance and jubilee entitlements is provided by AVÖ 2018-P - Angestellte - Rechnungsgrundlagen für die Pensionsversicherung (Computational Framework for Pension Insurance) -, using the variant for salaried employees.

Employee turnover was estimated based on age or years of service respectively. The expected retirement age used for calculations is based on the earliest possible retirement age according to ASVG regulations.

Applying AFRAC position paper No. 27, "Personnel provisions (ACC)", the average of the discount rate at the applicable balance sheet date and those at the six previous balance sheet dates was used to calculate the pension, severance payment and jubilee payment provisions on the basis of the average residual maturity of the total obligation.



Allocation of plan assets as of December 31

	2025		2024	
	VRG IV Austria	VRG VI Austria	VRG IV Austria	VRG VI Austria
Asset category				
Equity securities	20.29%	20.58%	20.53%	20.27%
Debt securities	54.31%	49.21%	54.02%	51.73%
Cash and money market investments	2.44%	2.15%	3.24%	3.44%
Other	22.96%	28.06%	22.21%	24.56%
Total	100.00%	100.00%	100.00%	100.00%

Investment policies aim to achieve an optimal investment portfolio structure and to ensure that existing entitlements are covered at all times. The investment of plan assets in Austria is governed by section 25 Austrian Pension Fund Act and the Investment Fund Act. In addition to these regulations, the investment guidelines of APK-Pensionskasse AG regulate the spread of asset allocation, the use of umbrella funds and the selection of fund managers. The plan assets are mainly invested in debt securities and shares. Alternative investments, including real estate, can total up to 25% of plan assets. Except for alternative investments, the majority of plan assets are invested in liquid active markets for which quoted prices are available. New categories of investments or the employment of a wider range of funds require the approval of the APK-Pensionskasse AG management board. Diversification of both equity and debt securities is global; however, the bulk of the debt securities is EUR-denominated or EUR-hedged.

The funds of the asset allocation and risk group VRG IV and VRG VI are invested in international equity and bond funds, alternative investment strategies (absolute return strategies, real estate and private equity) as well as money market investments. The long-term investment objective of the VRG IV and the VRG VI is to outperform their benchmark (20% global equity, 50% global bonds, 5% cash, 5% alternatives & infrastructure, 15% real estate and 5% Private Equity) and to cover existing and future entitlement payments of the VRGs. The assets of the VRG IV and VRG VI are invested in such a manner as to ensure the security, quality, liquidity and profitability of the portfolio as a whole, as defined in the Austrian Pension Fund Act section 25. The asset allocation and the regional allocation of the VRG IV and VRG VI can and will deviate from the benchmark allocation if this is in the judgment of APK and warranted by current asset prices and/or future expected returns. To enhance the return potential, active strategies for all asset classes will be used when justified by market characteristics and/or cost/benefit considerations. The majority of the assets of the VRG IV and VRG VI are invested in liquid active markets for which quoted prices are available. An allocation to assets for which only observable but not quoted prices are available (e.g. real estate and certain absolute return strategies) is allowed when the risk return profile of such assets is believed to be favorable. Risk is managed actively and it is generally expected that the volatility and especially the drawdown risk of the VRG IV and VRG VI will be lower than that of their benchmark.

Defined benefit related contributions for 2025 to APK-Pensionskasse AG of EUR 5,803 thousand (2024: EUR 5,568 thousand) are expected for payment in the year 2026.

The **provisions for taxes** item comprises a corporate income tax provision for the recapture of losses by foreign tax group members at top-tier corporate level in the amount of EUR 26,015 thousand (2024: EUR 26,015 thousand).

Other provisions largely consist of the following:

Other provisions

In EUR 1,000

	2025	2024
Personnel provisions	53,692	46,874
Sundry provisions	4,470	2,621
Total	58,161	49,495



Personnel provisions include a provision for the Long Term Incentive Plan amounting to EUR 11,884 thousand (2024: EUR 4,563 thousand); thereof provisions with a residual term of more than one year were discounted at an interest rate of 2.04% (2024: 1.76%).

The position Other provisions does not include any other long term provisions.

6 | Liabilities

Liabilities

In EUR 1,000

	2025		2024	
	≤1 year	>1 year	≤1 year	>1 year
Bonds	1,000,000	7,750,000	500,000	7,750,000
Amounts due to banks	100,003	–	5,956	100,000
Accounts payable from trade	37,845	–	51,238	–
Accounts payable to affiliates	3,984,965	–	3,457,116	–
thereof trade	17,196	–	5,089	–
thereof financing	2,542,893	–	1,846,051	–
thereof cash pooling	1,284,294	–	1,422,962	–
thereof other	140,582	–	183,015	–
Other liabilities	193,099	13,327	210,437	12,144
thereof taxes	124,079	–	142,626	–
thereof social security expenses (including personnel reduction plans)	5,984	10,894	6,693	11,869
Total	5,315,912	7,763,327	4,224,746	7,862,144

In the business year 2025, OMV issued a bond in a size of EUR 1,000,000 thousand in two tranches of EUR 500,000 thousand each and the EUR 500,000 thousand bond, issued in 2019, was redeemed.

In September 2024, OMV issued a bond in a size of EUR 1,000,000 thousand in two tranches of EUR 500,000 thousand each and the EUR 500,000 thousand bond issued in 2020 was redeemed.

On August 8, 2025, OMV published on the Luxembourg Stock Exchange the notice of early redemption and thus exercised its right to call and redeem the EUR 750,000 thousand hybrid notes tranche 2 issued on December 7, 2015. The hybrid note bore a fixed interest coupon of 6.250% until its redemption.

In the business year 2024, OMV called and redeemed the hybrid note issued on June 19, 2018 with a size of EUR 500,000 thousand at its nominal value plus interest on the first call date, i.e., June 17, 2024. The hybrid bore a fixed interest rate of 2.875% until its redemption.

In September 2020, OMV issued additional hybrid bonds with a total size of EUR 1,250,000 thousand: the first tranche of EUR 750,000 thousand bears a fixed interest rate of 2.5% until, but excluding, September 1, 2026 while the second tranche with a size of EUR 500,000 thousand bears a fixed interest rate of 2.875% until, but excluding, September 1, 2029.

On June 30, 2025, OMV issued hybrid notes with an aggregate principal amount of EUR 750,000 thousand, which bears a fixed interest rate of 4.3702% until, but excluding, December 30, 2030.

Accounts payable to affiliates from financing include short-term loans (money market transactions) from various subsidiary companies as part of the liquidity management of the Group.



Bonds issued

	Nominal	Coupon	Date of issue	Repayment
International industrial bonds	EUR 1,000,000,000	1.00% fixed	December 2017	12/14/2026
	EUR 750,000,000	3.50% fixed	September 2012	09/27/2027
	EUR 500,000,000	2.00% fixed	April 2020	04/09/2028
	EUR 500,000,000	1.875% fixed	December 2018	12/04/2028
	EUR 750,000,000	0.75% fixed	June 2020	06/16/2030
	EUR 500,000,000	3.25% fixed	September 2024	09/04/2031
	EUR 750,000,000	2.375% fixed	April 2020	04/09/2032
	EUR 500,000,000	3.125% fixed	November 2025	11/10/2033
	EUR 500,000,000	1.00% fixed	July 2019	07/03/2034
	EUR 500,000,000	3.75% fixed	September 2024	09/04/2036
	EUR 500,000,000	3.875% fixed	November 2025	11/10/2040
Hybrid bonds	EUR 750,000,000		September 2020	
	EUR 500,000,000		September 2020	
	EUR 750,000,000		June 2025	
Total	EUR 8,750,000,000			

Trade payables include amounts totaling EUR 341 thousand (2024: EUR 331 thousand) that are payable to banks as part of supply chain financing.

Other liabilities include interest expenses for bonds of EUR 61,670 thousand (2024: EUR 59,458 thousand) and personnel reduction expenses of EUR 14,151 thousand (2024: EUR 15,945 thousand). These expenses will be payable after the balance sheet date.

Liabilities with maturities of more than one year include the following liabilities with maturities of more than five years: bond liabilities amounting to EUR 5,250,000 thousand (2024: EUR 5,000,000 thousand), liabilities for personnel reduction plans amounting to EUR 1,834 thousand (2024: EUR 2,161 thousand) and liabilities for partial early retirement (block model) amounting to EUR 224 thousand (2024: EUR 26 thousand).



Notes to the income statement

7 | Sales

Sales

In EUR 1,000

	2025	2024
Domestic	249,986	238,893
Foreign	46,508	50,579
Total	296,494	289,472

The sales consist of corporate service charges paid by Group companies and of revenues generated by operational activities performed for Group companies as well as services for Group companies in the areas of IT, Finance, Human Resources, Facility Management and Occupational Health.

8 | Other operating income

Other operating income

In EUR 1,000

	2025	2024
Income from the disposal of fixed assets other than financial assets	24	0
Income from the reversal of provisions	5,411	4,616
Other	1,046	802
Total	6,481	5,419

Other operating income includes income from the release of personnel provisions in the amount of EUR 5,411 thousand (2024: EUR 4,616 thousand). The position Other mainly includes employee deductible for office canteen, various bonuses, and compensation for supervisory board functions.

9 | Expenses for materials and purchased services

Expenses for materials and purchased services

In EUR 1,000

	2025	2024
Cost of materials	121	163
Cost of purchased services	58,251	68,110
Total	58,372	68,272

The expenses for purchased services mainly include services provided by third parties for ongoing activities amounting to EUR 7,863 thousand (2024: EUR 6,738 thousand) and other services provided by OMV Petrom Global Solutions SRL amounting to EUR 6,578 thousand (2024: EUR 6,996 thousand). External software services in the amount of EUR 42,196 thousand (2024: EUR 52,724 thousand) were purchased in the reporting period.



10 | Personnel expenses

The item Salaries includes expenses for share based payments for which we refer to table “Expenses related to share based payment transactions” in the section Long Term Incentive (LTI) plans and Equity Deferral part of the annual bonus. In the business year, income from the release of the jubilee provision amounted to EUR 261 thousand (2024: EUR 379 thousand), which is included under the item Other operating income.

Expenses for severance payments, payments to occupational pension funds and expenses for pensions

In EUR 1,000

	2025	2024
Expenses for severance payments	694	974
Payments to employee benefit funds	1,996	1,908
Defined contribution pension expenses	5,653	5,163
Defined benefit pension expenses	2,349	37
Total	10,692	8,082

Expenses for personnel reduction programs are included in the position Expenses for severance payments amounting to EUR 694 thousand (2024: EUR 672 thousand) as well as in the position Defined benefit pension expenses amounting to EUR 2,278 thousand (2024: income EUR 42 thousand).

The breakdown of expenses for severance payments and pensions is as follows:

Expenses for severance payments and pensions

In EUR 1,000

	2025		2024	
	Severance	Pensions	Severance	Pensions
Current and former members of Executive Board	176	911	186	926
Senior executives	428	484	427	449
Other employees	2,945	10,810	2,337	5,160
Actuarial (gains) and losses	-859	-4,203	-68	-1,335

11 | Other operating expenses

Other operating expenses

In EUR 1,000

	2025	2024
Taxes not shown under item 16 (Taxes on income)	1,949	1,189
Other	117,916	98,318
Total	119,865	99,507

The Taxes item largely concerns fees paid to Austrian Financial Market Authority. Other expenses include: EUR 22,335 thousand in services delivered by OMV Group companies (2024: EUR 21,198 thousand), EUR 7,137 thousand in advertising expenditure (2024: EUR 14,510 thousand), EUR 61,087 thousand in legal and consultancy fees (2024: EUR 35,287 thousand), EUR 1,847 thousand rental expenses (2024: EUR 1,818 thousand), EUR 1,770 thousand insurance expenses (2024: EUR 2,410 thousand), EUR 6,078 thousand in communication expenses (2024: EUR 5,945 thousand), leased personnel EUR 825 thousand (2024: EUR 1,040 thousand), EUR 1,529 thousand (2024: EUR 2,839 thousand) in travel expenses, EUR 1,701 thousand in maintenance (2024: EUR 1,582 thousand) and EUR 1,885 thousand in membership fees (2024: EUR 1,903 thousand).

Regarding the expenses for services rendered by the auditor for the year just ended, OMV Aktiengesellschaft refers to the consolidated financial statements of OMV Group.



12 | Financial income and expenses

Income from investments amounting to EUR 1,930,890 thousand (2024: EUR 1,640,382 thousand) includes EUR 1,514,101 thousand (2024: EUR 1,127,432 thousand) from profit-pooling arrangements, EUR 411,121 thousand in dividends from affiliated companies (2024: EUR 507,452 thousand) and EUR 5,668 thousand (2024: EUR 5,499 thousand) from other investment income. As of the balance sheet date, there were profit and loss pooling agreements with the following companies: OMV Solutions GmbH, OMV Exploration & Production GmbH, OMV Downstream GmbH and OMV Gas Logistics Holding GmbH.

Income from financial assets includes write-ups to investments amounting to EUR 150 thousand (2024: EUR 89,070 thousand), thereof EUR 150 thousand write-up KIC InnoEnergy SE, EUR nil (2024: EUR 68,770 thousand) write-up OMV Gas Logistic Holding GmbH and EUR nil (2024: EUR 20,300 thousand) write up OMV Solutions GmbH.

The expenses arising from financial assets include a EUR 32,663 thousand impairment of the participation value of OMV Solutions GmbH (2024: EUR nil), EUR 138,839 (2024: EUR nil) of the participation value of OMV Gas Logistic Holding GmbH, as well as an impairment loss related to KIC InnoEnergy SE in the amount of EUR nil (2024: EUR 1,230 thousand) This item also included a loss from the disposal of the investment in OMV Beteiligungsverwaltungs GmbH in the amount of EUR 2 thousand in the business year 2024.

13 | Taxes on income

Taxes on income

In EUR 1,000

	2025	2024
Current taxes	50,915	-64,537
thereof		
usage/allocation of provision for future tax compensation of Austrian tax group members	-1,929	-3,905
group tax member compensation	65,245	-73,865
corporate income tax group expense	176	10,046
group tax member compensation from previous years	-15,135	3,187
corporate income tax group expense from previous years	2,558	-
Deferred taxes	245	-481
Total	51,161	-65,018

The reported deferred tax expense amounting to EUR 245 thousand (2024: deferred tax income of EUR 481 thousand) mainly resulted from the capitalization of recoverable deferred taxes.

A tax group was formed with effect from January 1, 2005, under section 9 KStG (Corporate Tax Act), with OMV Aktiengesellschaft as the top-tier corporation. OMV Aktiengesellschaft forms a tax group in accordance with section 9 of the Austrian Corporate Income Tax Act 1988 (KStG), which aggregates the taxable profits and losses of all the Group's main subsidiaries in Austria and possibly arising losses of one foreign subsidiary (OMV AUSTRALIA PTY LTD). Due to group taxation, tax group members that make profits pay OMV Aktiengesellschaft tax contributions equal to the corporate tax attributable to those profits. If a tax group member with a shareholding of 100% makes an annual tax loss, OMV Aktiengesellschaft pays it a tax contribution of 23% of the transferred tax loss or the applicable corporate tax rate if different. For tax group members with a shareholding below 100% tax losses are allocated to an internal tax loss carryforward. OMV Aktiengesellschaft has tax pooling agreements with all tax group companies.

As of December 31, 2023, the Pillar Two legislation (Mindestbesteuerungsgesetz) came into force in Austria. The legal provisions were first applied to OMV Aktiengesellschaft as the ultimate parent company in the fiscal year 2024. Based on the annual financial statements, a detailed calculation of the effective tax rate was carried out for Austria. In 2025, no additional tax expense was incurred due to either the Domestic Minimum Tax or the Income Inclusion Rule. Therefore, there is no impact on the company's financial position, cash flow and the results of operations. OMV Aktiengesellschaft applies the mandatory temporary exemption with respect to recognition and disclosure of information about deferred taxes related to Pillar Two income taxes.



Supplementary information

14 | Interest rate risk management and derivatives

To facilitate management of interest rate risk, liabilities are analyzed in terms of fixed and floating rate borrowings, currencies and maturities. Appropriate ratios for the various categories are established, and where necessary derivative instruments are used to hedge fluctuations outside predetermined ranges.

Interest rate swaps are used from time to time to convert fixed rate debt into floating rate debt, and vice versa. In 2015 the last interest rate hedge expired, and afterwards no further interest rate derivatives were concluded.

Where necessary, the Company hedges its own and Group companies' foreign currency risks. OMV Aktiengesellschaft has entered into hedges with banks, and partly transferred them to Group companies. As of December 31, 2025, the main exposures were related to the EUR-USD exchange rates. Foreign currency transactions are used to hedge the period until June 2027.

As of December 31, the value of transactions used to hedge foreign currency risk for Group companies, which is not recognized in the balance sheet of OMV Aktiengesellschaft due to the formation of valuation units, was as follows:

Currency derivatives: Forwards

In EUR 1,000

	2025				2024			
	Fair value				Fair value			
	Notional value	positive	negative	Carrying value	Notional value	positive	negative	Carrying value
EUR/CZK	8,023	13	-13	—	16,203	16	-16	—
EUR/GBP	35,040	51	-49	—	46,607	49	-46	—
EUR/HUF	24,541	67	-67	—	61,898	183	-181	—
EUR/USD	222,201	270	-261	—	87,015	404	-400	—
USD/CZK	309	1	-1	—	—	—	—	—
USD/NOK	44,071	93	-92	—	—	—	—	—
USD/RON	—	—	—	—	99,514	72	-69	—
NZD/USD	10,203	5	-5	—	—	—	—	—
Total	344,387	502	-487	—	311,237	724	-711	—

The effectiveness of the hedging relationship is measured retrospectively based on the correlation between the exchange rate of the hedging instrument and the exchange rate of the underlying hedged transaction. The exchange rate difference of the underlying transaction is settled by the exchange rate difference of the hedging instrument. Prospectively, the effectiveness is measured by checking the correspondence of the critical terms between the underlying transaction and the hedging transaction (critical term match).

Without hedge accounting, provisions for onerous contracts amounting to the negative fair value would have to be recognized based on the so-called "impairment realization principle" in the amount of EUR 487 thousand (2024: EUR 711 thousand).

OMV Aktiengesellschaft employs currency swaps for liquidity management purposes.

As of December 31, 2025, the main exposures were related to the EUR-NOK, NZD-USD and USD-NOK exchange rates. Foreign currency swap transactions are used to optimize the liquidity period until March 2026.



As of December 31 the value of transactions for OMV Aktiengesellschaft was as follows:

Currency derivatives: FX Swaps

In EUR 1,000

	2025			2024		
	Notional value	Fair value	Carrying value	Notional value	Fair value	Carrying value
FX Swap EUR-CZK	–	–	–	5,174	12	–
FX Swap EUR-HUF	–	–	–	10,939	2	–
FX Swap EUR-NOK	644,701	-2,608	-2,877	801,467	-604	-2,621
FX Swap USD-NOK	135,101	1,281	–	–	–	–
FX Swap NZD-USD	150,638	-1,546	-1,546	–	–	–
FX Swap EUR-USD	499	-47	-47	230,127	906	–

The fair value of the derivative instruments reflects the estimated amounts that OMV would pay or receive if the positions were closed at the balance sheet date. Quotations from banks or appropriate pricing models are used to estimate the fair value of financial instruments at balance sheet date. These models apply the forward rates/forward prices and exchange rates ruling at balance sheet date, as well as volatility indicators for the price calculations. Recognition is under other provisions.

15 | Governing bodies, employees and related parties

The average number of employees was:

Average

	2025	2024
Salaried employees	946	955
Total	946	955

The **remuneration received** by the Executive Board was made up as follows:

Remuneration received by active members of the Executive Board as of December 31, 2025

In EUR 1,000

	2025				
	Stern	Florey	Gasó	van Kóten	Total
Short-term benefits	2,163	1,804	1,276	1,316	6,560
Fixed (base salary)	1,131	925	604	657	3,317
Variable (cash bonus) ¹	1,019	867	618	630	3,134
Benefits in kind ²	13	12	54 ³	29 ⁴	108
Post-employment benefits	283	231	151	164	829
Pension fund contributions	283	231	151	164	829
Share-based benefits	1,610	975	384	609	3,597
Variable (Equity Deferral 2024)	845	718	384	392	2,339
Variable (LTIP 2022)	765	258	–	236	1,259
Remuneration received by the Executive Board	4,056	3,011	1,811	2,109	10,986

¹ The variable components relate to target achievement in 2024, for which bonuses were paid in 2025.

² Including cash payments for allowances

³ Including rental, advisory costs, and related taxes

⁴ Including car allowances



Remuneration received by former members of the Executive Board as of December 31, 2025

In EUR 1,000

	2025				Total
	Pleininger ³	Skvortsova ⁴	Seele ⁵	Vlad ⁶	
Short-term benefits	—	2	—	995	997
Fixed (base salary)	—	—	—	352	352
Fixed (one-off payment)	—	—	—	—	—
Variable (cash bonus) ¹	—	—	—	589	589
Benefits in kind ²	—	2	—	54 ⁷	56
Post-employment benefits	—	—	—	154	154
Pension fund contributions	—	—	—	154	154
Termination benefits	—	—	—	288	288
Share-based benefits	333	236	499	366	1,433
Variable (Equity Deferral 2024)	—	—	—	366	366
Variable (LTIP 2022)	333	236	499	—	1,067
Remuneration received by former Executive Board members	333	238	499	1,803	2,871

¹ The variable components relate to target achievement in 2024, for which bonuses were paid in 2025.

² Including cash payments for allowances

³ Johann Pleininger resigned from the Executive Board effective December 31, 2022 and his contract ended on April 30, 2023.

⁴ Elena Skvortsova resigned from the Executive Board effective October 31, 2022 and her contract ended on June 14, 2023.

⁵ Rainer Seele resigned from the Executive Board effective August 31, 2021 and his contract ended on June 30, 2022.

⁶ Daniela Vlad resigned from the Executive Board effective February 28, 2025 and her contract ended on July 31, 2025.

⁷ Including rental, advisory costs, and related taxes

Remuneration received by active members of the Executive Board as of December 31, 2024

In EUR 1,000

	2024					Total
	Stern	Florey	Gasó	van Koten	Vlad ⁵	
Short-term benefits	2,238	1,867	1,304	1,362	1,318	8,089
Fixed (base salary)	1,040	868	604	616	575	3,703
Variable (cash bonus) ¹	1,186	988	628	717	658	4,177
Benefits in kind ²	11	11	73 ³	29 ⁴	86 ³	210
Post-employment benefits	260	217	151	154	144	926
Pension fund contributions	260	217	151	154	144	926
Share-based benefits	1,583	1,189	346	609	363	4,090
Variable (Equity Deferral 2023)	872	723	346	396	363	2,699
Variable (LTIP 2021)	711	466	—	213	—	1,391
Remuneration received by the Executive Board	4,081	3,272	1,801	2,125	1,825	13,104

¹ The variable components relate to target achievement in 2023, for which bonuses were paid in 2024.

² Including cash payments for allowances

³ Including rental, advisory costs, and related taxes

⁴ Including car allowances

⁵ Daniela Vlad resigned from the Executive Board effective February 28, 2025 and her contract ended on July 31, 2025.

Remuneration received by former members of the Executive Board as of December 31, 2024

In EUR 1,000

	2024				Total
	Pleininger ³	Skvortsova ⁴	Seele ⁵	Gangl ⁶	
Short-term benefits	342	337	—	—	679
Variable (cash bonus) ¹	342	329	—	—	670
Benefits in kind ²	—	8	—	—	8
Share-based benefits	876	608	1,804	107	3,394
Variable (Equity Deferral 2023)	274	181	—	—	456
Variable (LTIP 2021)	601	427	1,804	107	2,938
Remuneration received by former Executive Board members	1,217	945	1,804	107	4,073

¹ The variable components relate to target achievement in 2023, for which bonuses were paid in 2024.

² Including cash payments for allowances

³ Johann Pleininger resigned from the Executive Board effective December 31, 2022, and his contract ended on April 30, 2023.

⁴ Elena Skvortsova resigned from the Executive Board effective October 31, 2022, and her contract ended on June 14, 2023.

⁵ Rainer Seele resigned from the Executive Board effective August 31, 2021 and his contract ended on June 30, 2022.

⁶ Thomas Gangl resigned from the Executive Board effective March 31, 2021.



The members of the Executive Board and the members of the Supervisory Board are covered by directors and officers liability insurance (D&O) and legal costs insurance. A large number of other OMV employees also benefit from these two forms of insurance, and the insurers levy lump-sum premiums, which are not specifically attributed to the Board members.

In 2025 remuneration expenses for the Supervisory Board amounted to EUR 1,172 thousand (2024: EUR 1,088 thousand).

OMV Aktiengesellschaft is the parent company of the OMV Group and acts as a holding company. OMV Aktiengesellschaft also provides the other Group companies with corporate financial, management and other operational services.

The arm's length principle which is applied to transactions with related parties is constantly documented and monitored. There are no significant related party transactions not at arm's length.

16 | Contingent Liabilities under section 199 and other obligations under section 237 ACC

Contingent liabilities are as follows:

Contingent Liabilities

In EUR 1,000

	2025	2024
Guarantees	2,373,663	2,743,556
thereof in favor of affiliated companies	2,373,450	2,743,344

The change in contingent liabilities mainly resulted from the decrease of the guarantees issued for OMV Gas Marketing & Trading GmbH in the amount of EUR 78,130 thousand, for OMV Deutschland Marketing & Trading GmbH & Co. KG in the amount of EUR 72,000 thousand and for OMV Supply & Trading Limited in the amount of USD 175,000 thousand.

The following **other financial commitments** are not reported under liabilities or contingent liabilities:

OMV Aktiengesellschaft has given an undertaking to OMV Clearing und Treasury GmbH, which runs the Group's clearing operations, to maintain its liquidity for the duration of its affiliation in the Group.

OMV Aktiengesellschaft has issued guarantees and letters of comfort on behalf of certain exploration, production and distribution companies in respect of the fulfillment of concession and license agreements and various other agreements of indeterminate amounts.

OMV Aktiengesellschaft has also provided a letter of financial support to OMV Gas Marketing & Trading GmbH to maintain its liquidity if necessary. This agreement is applicable for liabilities up to an amount of EUR 1,600,000 thousand which fall due until June 30, 2026.

OMV Aktiengesellschaft has a joint liability for pension obligations assumed by Group companies, as well as for additional contributions to rectify shortfalls in the funding of obligations transferred to external pension funds and bridging payments to separated employees.



17 | Dividend recommendation

Unappropriated income as per the end of the year 2025 amounted to EUR 1,663,404 thousand (2024: EUR 1,784,085 thousand).

For 2025, the Executive Board of OMV Aktiengesellschaft proposes a dividend of EUR 3.15 (2024: EUR 3.05) per eligible share, which is subject to confirmation by the Annual General Meeting. Additionally the Executive Board of OMV Aktiengesellschaft will propose an additional dividend of EUR 1.25 (2024: EUR 1.70) per eligible share, which is also subject to confirmation by the Annual General Meeting. The special dividend will be distributed in addition to and at the same time as the regular dividend. The dividend for 2024 was paid in June 2025 and amounted to EUR 1,553,255 thousand (2024: EUR 1,652,438 thousand).

18 | Subsequent Events

Subsequent to the reporting date, geopolitical tensions in the Middle East have intensified following military actions involving the United States and Israel and retaliatory actions by Iran, targeting Israel, Bahrain, Kuwait, Qatar, the United Arab Emirates, Jordan, Saudi Arabia, Cyprus, and ships passing through the Strait of Hormuz.

Maritime insurers canceled war risk cover in the Gulf, thereby effectively closing the Strait of Hormuz. Usually, about 20% of global oil and natural gas passes through that narrow shipping lane in the Gulf. As a result of uncertainty and disruption to international trade, global oil and natural gas prices substantially increased following the military actions, and further volatility is expected. OMV financial results may be impacted by the inability to fulfill delivery contracts and by volatility in derivative financial instruments. However, the extent and duration of any such effects remain uncertain and dependent on future developments.

OMV Group's activities in the region are partially affected. The 15 kboe/d natural gas and NGL production in Kurdistan is being stopped (reflecting OMV's investment in Pearl Petroleum Company Limited). OMV further produces 51 kbbl/d of crude oil in the United Arab Emirates and in addition holds a 15% stake in ADNOC Refining (United Arab Emirates). Through its subsidiary Borealis, OMV is a major shareholder of Borouge which provides polymer solutions from its assets in the United Arab Emirates. The Strait of Hormuz is the major export route for UAE export.

Given the rapidly evolving nature of the situation, it is not currently possible to reliably quantify the overall financial impact, whether adverse or favorable, on the financial statements. Accordingly, no adjustments have been made to the financial statements as of the reporting date, as these events are considered non adjusting subsequent events. Management will continue to monitor developments and assess potential implications for operations, financial position, and performance.



Direct Investments by OMV Aktiengesellschaft (interest of at least 20%)

Direct Investments

	Currency	Equity as of Dec. 31, 2025	Net income/ loss in 2025	Equity interest in %
Domestic				
OMV Exploration & Production GmbH, Vienna ¹	in EUR 1,000	3,233,488	251,650	100
OMV Gas Logistics Holding GmbH, Vienna ¹	in EUR 1,000	96,152	55,462	100
OMV Downstream GmbH, Vienna ¹	in EUR 1,000	4,085,325	1,415,805	100
OMV Solutions GmbH, Vienna ¹	in EUR 1,000	397,709	18,548	100
Borouge Group International AG, Schwechat ¹	in EUR 1,000	13,967,690	6,799,679	75
Foreign				
Diramic Insurance Limited, Gibraltar	in EUR 1,000	115,723	2,281	100
OMV AUSTRALIA PTY LTD, Perth ¹	in AUD 1,000	-167,870	649	100
OMV International Oil & Gas GmbH, Zug ²	in CHF 1,000	2,299	507	100
OMV PETROM SA, Bucharest	in RON mn	36,669	3,068	51.16

1 Tax group member under section 9 Corporate Tax Act

2 Figures from 2024



Supervisory Board

Lutz Feldmann

Chairman

Edith Hlawati

Deputy Chairwoman

Khaled Salmeen

Deputy Chairman

Khaled Al Zaabi**Dorothee Deuring****Patrick Lammers****Jean-Baptiste Renard****Elisabeth Stadler****Robert Stajic**

Hans Joachim Müller (since May 27, 2025)

Delegated by the Works Council:

Alexander Auer

Angela Schorna

Nicole Schachenhofer

Hubert Bunderla

Alfred Redlich

In addition to internationally experienced board members and directors of the core shareholders, the Supervisory Board appointed at the Annual General Meeting is made up of highly qualified independent members, whereby OMV observes EU recommendations relating to independence.

Presidential and Nomination Committee:

Feldmann (Chairman), Hlawati (Deputy Chairwoman), Salmeen (Deputy Chairman), Al Zaabi, Auer, Redlich

Audit Committee:

Deuring (Chairwoman), Stadler (Deputy Chairwoman), Al Zaabi (Deputy Chairman), Stajic, Feldmann, Müller, Schorna, Auer, Bunderla, Redlich

Portfolio and Project Committee:

Renard (Chairman), Stajic (Deputy Chairman), Salmeen (Deputy Chairman), Al Zaabi, Müller, Lammers, Auer, Redlich

Sustainability and Transformation Committee:

Lammers (Chairman), Renard (Deputy Chairman), Müller (Deputy Chairman), Salmeen, Stajic, Deuring, Schachenhofer, Schorna, Bunderla

Remuneration Committee:

Feldmann (Chairman), Hlawati (Deputy Chairwoman), Salmeen (Deputy Chairman), Stadler, Lammers



Executive Board

Alfred Stern

Chairman of the Executive Board
and Chief Executive Officer

Reinhard Florey

Chief Financial Officer

Martijn van Koten

Executive Vice President Fuels
and Executive Vice President Chemicals

Berislav Gaso

Executive Vice President Energy

Daniela Vlad

(until February 28, 2025)

Executive Vice President Chemicals



Vienna, March 13, 2026

The Executive Board

Alfred Stern m.p.
Chairman of the Executive Board and
Chief Executive Officer

Reinhard Florey m.p.
Chief Financial Officer

Martijn van Koten m.p.
Executive Vice President Fuels and
Executive Vice President Chemicals

Berislav Gaso m.p.
Executive Vice President Energy



Statement of fixed assets in accordance with section 226 (1) ACC

Development of acquisition costs

In EUR 1,000

	As of Jan. 1, 2025	Additions	Disposals	As of Dec. 31, 2025	Depreciation and amortization as of Dec. 31, 2025 (cumulative)	Carrying value as of Dec. 31, 2025	Carrying value as of Dec. 31, 2024
I. Intangible assets							
1. Concessions, industrial property rights and similar rights and benefits and licenses derived therefrom	53,201	3,215	–	56,416	41,145	15,271	16,491
	53,201	3,215	–	56,416	41,145	15,271	16,491
II. Tangible assets							
1. Land and buildings on third party land	2,095	–	–	2,095	2,085	10	13
2. Other fixtures and fittings, tools and equipment	30,498	3,489	3,272	30,715	19,974	10,742	11,984
	32,593	3,489	3,272	32,810	22,059	10,752	11,997
III. Financial assets							
1. Shares in affiliated companies	17,497,400	4,171,983	4,153,624	17,515,759	4,560,085	12,955,674	13,108,817
2. Loans to affiliated companies	898,000	125,000	409,200	613,800	–	613,800	898,000
3. Securities held as fixed assets	8,506	–	–	8,506	1,080	7,426	7,277
4. Other loans	1	497,306	1	497,306	5,684	491,623	1
	18,403,907	4,794,289	4,562,825	18,635,371	4,566,849	14,068,522	14,014,095
	18,489,701	4,800,993	4,566,097	18,724,597	4,630,053	14,094,545	14,042,583



Development of depreciation

In EUR 1,000

	As of Jan. 1, 2025	Depreciation	Impairments	Write-up	Disposals	As of Dec. 31, 2025
I. Intangible assets						
1. Concessions, industrial property rights and similar rights and benefits and licenses derived therefrom	36,710	4,434	—	—	—	41,145
II. Tangible assets						
1. Land and buildings on third party land	2,082	3	—	—	—	2,085
2. Other fixtures and fittings, tools and equipment	18,514	4,731	—	—	3,271	19,974
	20,596	4,734	—	—	3,271	22,059
III. Financial assets						
1. Shares in affiliated companies	4,388,583	—	171,502	—	—	4,560,085
2. Loans to affiliated companies	—	—	—	—	—	—
3. Securities held as fixed assets	1,230	—	—	150	—	1,080
4. Other loans	—	—	5,684	—	—	5,684
	4,389,813	—	177,186	150	—	4,566,849
	4,447,119	9,168	177,186	150	3,271	4,630,053