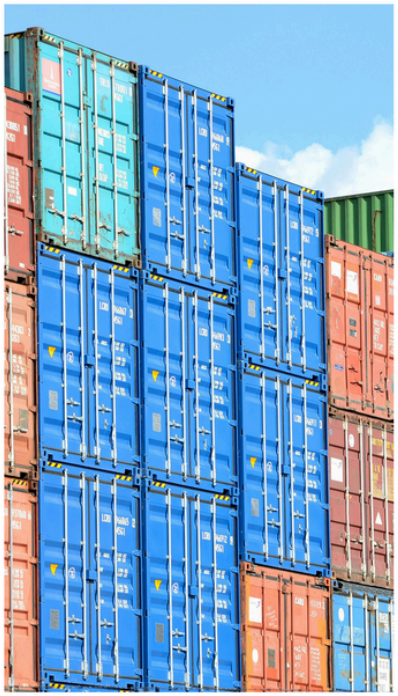
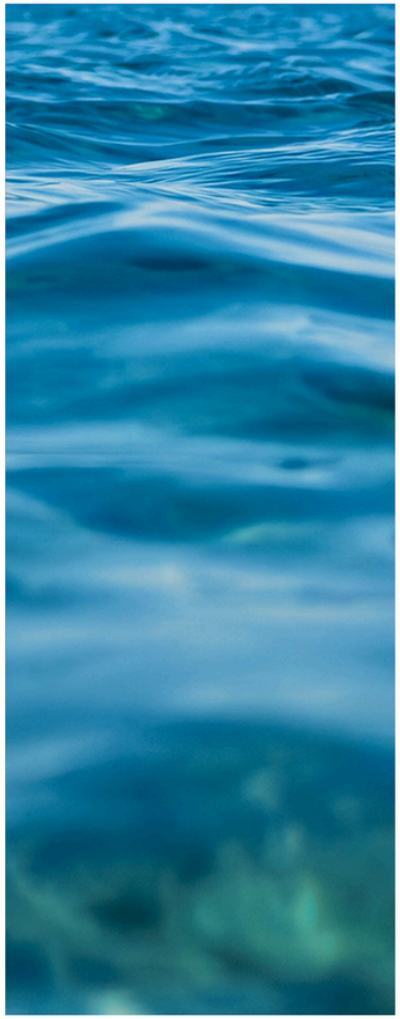




Annual & Sustainability Report

2025

SDIPTECH

Contents

OVERVIEW
Sdiptech in brief 3
The year in brief 4
Comments from the CEO 5
Investment case 6
The share 7
Market for infrastructure 8

STRATEGY
Strategy and operational model 9
Financial targets 10
Acquisition agenda 11
Funding of acquisitions 12
Becoming part of Sdiptech 13

OPERATIONS
Business areas 14
Supply Chain & Transportation 15
Energy & Electrification 17
Water & Bioeconomy 19
Safety & Security 21
Other operations 23

CORPORATE GOVERNANCE
Corporate governance statement 25
Proposed appropriation of profits 29
Remuneration guidelines 29
Board of directors 30
Group executive management 31

SUSTAINABILITY REPORT
General disclosures 36
Environmental information 43
Social information 52
Governance information 57
Appendix 59

FINANCIAL INFORMATION
Financial information 72
Notes 81
Definitions of key figures and explanations 112
Signatures 115
Audit report 116

The audited annual and consolidated financial statements can be found on pages 3–4, 7–10, 14–69 and 72–115. The financial statements with notes and comments can be found on pages 73–114.

The Directors' Report forms part of the Annual Report and can be found on pages 3–4, 7–10 and 14–69.

The report refers to the financial year 1 January – 31 December 2025.

Financial calendar

Interim report Q1 2026	28 April 2026
Interim report Q2 2026	17 July 2026
Interim report Q3 2026	23 October 2026
Year-end report 2026	10 February 2027

Annual general meeting
To be held at 16:00 on 25 May 2026 at IVA (Ingenjörsvetenskapsakademien), Grev Turegatan 16, Stockholm. Registration will take place as specified in the invitation to attend.

Sdiptech in brief

BUSINESS UNITS
41

BUSINESS AREAS
4

EMPLOYEES
2,135

NET SALES, SEK M
5,196

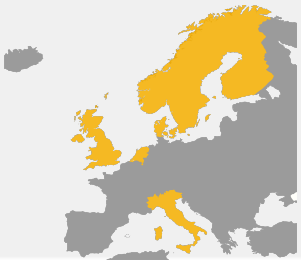
ADJ. EBITA SEK M*
1,020

ADJ. EBITA MARGIN*
19.6 %

BUSINESS AREAS

- Safety & Security
- Energy & Electrification
- Supply Chain & transportation
- Water & Bioeconomy

GEOGRAPHICAL PRESENCE



About Sdiptech

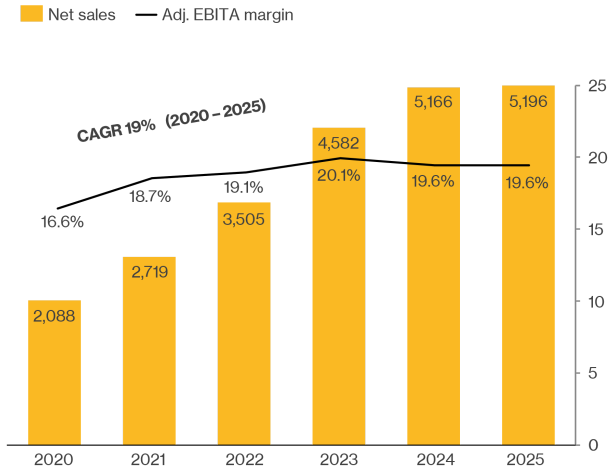
Sdiptech is a technology group specialising in infrastructure that acquires and develops companies that help to create safer, more sustainable, more efficient communities.

Our overall goal is to create long-term value growth by acquiring and actively developing our business units in order to drive growth. The strength of our business model is to offer long-term ownership through a decentralised model and a clear strategic agenda.

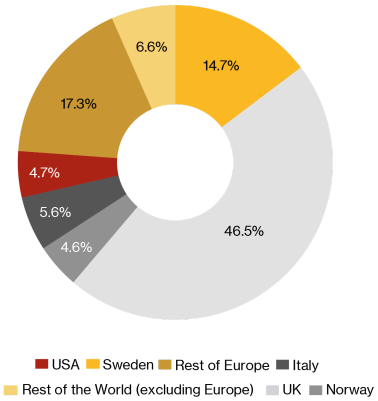
Sdiptech's head office is in Stockholm, Sweden, with a portfolio of companies operating in Europe and the UK. Sdiptech's shares are listed on Nasdaq Stockholm.

** All information refers to "the group" unless otherwise stated.*
For more information, see "Definitions of key figures and explanations"

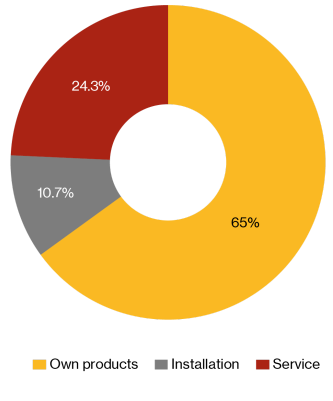
Net sales, CAGR and adjusted EBITA margin



Net sales by geographic region



Net sales by revenue type



The year in brief

SALES GROWTH
1%

ADJ. EBITA GROWTH*
1%

ROCE*
13.5%

CASH FLOW GENERATION*
86%

Market for infrastructure 2025
The long-term prospects for the infrastructure market remain strong. Structural drivers such as infrastructure suffering from underinvestment, urbanisation, population growth and stricter regulatory requirements in respect of sustainability and safety are creating attractive growth opportunities. 2025 was, to an extent, a challenging year for several of our business units, with a hesitant market and an uncertain global economy. General uncertainties in the external environment led to order placement being postponed to the latter part of the year for several business units, and Sdiptech's operations have actively worked to improve the efficiency of capital allocation.

Updated business strategy and financial targets
Sdiptech conducted a strategic review during the year which resulted in an updated strategy and new financial targets. The updated strategy is focused on a streamlined core portfolio of business units offering attractive products and services within the growing infrastructure segment. Sdiptech's updated strategy and new financial targets reflect our long-term potential, with clear emphasis on profitable growth, improved return on capital employed and a continued strong balance sheet.

** For more information, see "Definitions of key figures and explanations"*

Acquisitions
In 2025 Sdiptech acquired two new business units: Phase 3 Connectors and STORR.

Phase 3 manufactures high-quality power connectors for industrial and event sectors with the most stringent demands in terms of safety and performance. The company is based in the UK and is part of the Energy & Electrification business area. This acquisition strengthens Sdiptech's offering in the field of electrification and power supply.

STORR is based in the Netherlands and is a leading supplier of premium solutions for partition walls for refrigerated transport. This acquisition complements Sdiptech's growing cold chain cluster in the Supply Chain & Transportation business area.

Sustainability
Sdiptech endeavours to contribute to sustainable, efficient and safe societies by offering niche and sustainable infrastructure products and services. Our environmental, corporate social responsibility and governance work is mainly driven by the business units and is aligned with global sustainability initiatives. In 2025, we worked intensively on the implementation of the CSRD and updated our materiality assessment. We have identified five overall material areas for the group, climate action and issues related to our workforce being considered the most significant.

2025 – a new strategic direction

2025 was an eventful and significant year for Sdiptech. Following a strategic review, we established a new direction based on a more focused core portfolio and updated our financial targets to reflect Sdiptech's long-term potential, with clear emphasis on profitable growth and a solid return on capital employed. In the fourth and final quarter of the year, we demonstrated clear progress in respect of our strategic initiatives, thereby demonstrating our drive and willingness to make the changes we need.

The market in 2025 remained relatively weak for several of our business units, but it was pleasing to see that the year ended with a stable financial fourth quarter, with robust organic sales growth, strong cash generation and reduced debt, which creates a good foundation for next year.

Our core business, which following completed divestments provides the basis for Sdiptech, comprises a group of high-quality companies that in 2025 delivered net sales of SEK 4,497 million and an adjusted EBITA of SEK 968 million, corresponding to an adjusted EBITA margin of 21.5 percent. We look ahead with confidence to continuing to develop this strong portfolio going forward.

Stronger cash generation and improved financial position
Sdiptech's cash generation stood at 86 percent for 2025 and free cash flow per share increased to SEK 16.97, driven by improved working capital and lower investment levels. Cash generation remains a priority focus area and we expect to see further improvements as our operations become more focused and efficient.

We paid contingent considerations amounting to SEK 383 million during the year. The debt/equity ratio at the end of the year was 2.84x, below our target of 3.0x, and so we begin 2026 with a stronger balance sheet.

Updated strategy and stronger leadership
Our updated business strategy rests on four pillars

1. A streamlined core portfolio of strong, niche product companies with attractive positions in the infrastructure segment.
2. Proactive ownership in combination with decentralised leadership.
3. A disciplined acquisition strategy that focuses on returns.
4. A cluster strategy accelerating skills exchange between business units and driving M&A growth.

During the year, we have made a number of management changes within the business units in order to expand experience and expertise within our main segments. In parallell, we have also made some changes in the group executive management team with new business area heads, a new Head of M&A and me as the new CEO. Overall, we begin the new year with a strong and well-constituted team that is well prepared for the next phase of the company's development.

Selective and disciplined acquisition agenda
Acquisitions are an important part of Sdiptech's business model. We are constantly on the lookout for niche, well-managed and high-performing product companies that can strengthen existing operations or contribute new product and market segments where we can achieve leading positions. Our acquisition agenda in 2025 was more selective. Besides a couple of small bolt-on acquisitions, two new business units were acquired: STORR and Phase 3. We remain positive about acquisition opportunities, and we have a positive pipeline going forward. At the same time, we are evaluating new markets for geographical expansion, with Germany being a priority market.

Sustainability work with emphasis on CSRD
Sdiptech endeavours to contribute to sustainable, efficient and safe societies by offering niche and sustainable products, often with complementary service offerings, within the infrastructure segment. Our environmental, corporate social responsibility and governance work is mainly driven by the business units and is aligned with global sustainability initiatives. In 2025, we worked intensively on the CSRD and updated our materiality analysis. We have identified five overall material areas for the group, climate action and issues related to our workforce being considered the most significant.

Starting 2026 with confidence
The long-term prospects for the infrastructure market remain very strong. Structural drivers such as infrastructure suffering from underinvestment, urbanisation, population growth and stricter regulatory requirements in respect of sustainability and safety are creating attractive growth opportunities.
We will continue working on our strategic initiatives in 2026, including the further development of clusters in order to promote skills exchange as well as to contribute to future acquisitions. With our updated strategy, new financial targets and a strengthened management team, we are confident that Sdiptech is well positioned to deliver increased shareholder value in the coming years.

We now look forward to an exciting 2026.

Best wishes,
Anders

Investment case

Sdiptech's business concept is to acquire and develop market-leading niche businesses with products and services in the growing infrastructure sector. Our overall aim is to create long-term value growth by actively developing our business units to drive growth, as well as continuously evaluating new acquisition opportunities. Cash flows are reinvested and generate long-term value through balanced allocation of capital and clear investment priorities for our portfolio. One strength of our business model is that we are able to offer secure, long-term ownership through a clear, decentralised structure. At the same time, we are also working on strategic development and value creation in each business unit.

Four reasons to invest in Sdiptech:

1

Well positioned in key segments of the infrastructure market driven by underlying fundamental and sustainable growth trends.

2

Strong core portfolio of high-quality business units.

3

Growth agenda built on proactive ownership and disciplined acquisition strategy.

4

Clear focus on profitable growth, solid return on capital employed, in combination with a strong balance sheet.

The share

Sdiptech's shares have been traded on Nasdaq Stockholm since 2021 under the ticker SDIP B and ISIN code SE0003756758.

The company's largest owners are Handelsbanken Fonder, Blacksheep Fund Management and Vulcan Value Partners, whose holdings as at 31 December 2025 amounted to 9.28, 6.91 and 6.60 percent of capital and 8.34, 5.23 and 4.99 percent of votes, respectively. Ashkan Pouya has the largest percentage of the vote with 14.73 percent.

Dividend policy

No dividend is paid on the company's class B shares as the company prioritises growth over dividends. Distribution of Sdiptech's preference shares was paid quarterly in accordance with Sdiptech's articles of association during 2025.

Preference share

Sdiptech's preference shares were initially issued in 2015, and since then Sdiptech's financial structure has changed as the business has evolved. During the first quarter of 2026, Sdiptech's Board of Directors resolved on mandatory redemption of all preference shares for a total redemption payment of SEK 184 million, corresponding to SEK 105.00 per preference share. The preference shares represented less than five percent of Sdiptech's total financing at the time of the redemption, and the purpose of the redemption is to streamline the company's financing.

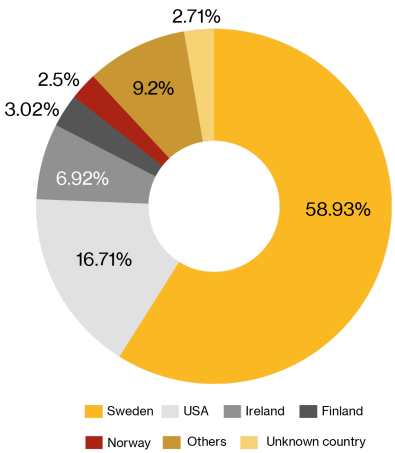
Analysts who follow Sdiptech

ABG Sundal Collier
Berenberg
DNB Carnegie
Nordea
Redeye
SEB

Ownership structure, size of holdings, %

Number of shares	% of share capital	Number of owners	% of number of owners
1 - 100	0.50%	5 816	58.28%
101 - 200	0.52%	1 335	13.38%
201 - 500	1.12%	1 338	13.41%
501 - 1 000	1.27%	654	6.55%
1 001 - 2 000	1.45%	388	3.89%
2 001 - 5 000	1.91%	237	2.37%
5 001 - 10 000	1.63%	87	0.87%
10 001 - 20 000	0.97%	27	0.27%
20 001 - 50 000	2.13%	27	0.27%
50 001 -	86.16%	70	0.70%
Unknown size of holdings	2.32%	0	0.00%
Total	**100.00%**	**9 979**	**100.00%**

Ownership structure by geographical region



Shareholders

Shareholders, 31/12/2025	Class A	Class B	Pref	Assets	Votes
Handelsbanken Fonder		3 689 107		9.28%	8.34%
Blacksheep Fund Management		2 747 758		6.91%	5.23%
Vulcan Value Partners, LLC		2 622 514		6.60%	4.99%
Cliens Fonder		2 103 880		5.29%	4.76%
Ashkan Pouya	500 000	1 516 967		5.08%	14.73%
Tredje AP-fonden		1 891 885		4.76%	4.28%
Avanza Pension		1 368 314	161 486	3.85%	3.46%
Vanguard		1 412 855		3.56%	3.19%
Nordnet Pensionsförsäkring		1 100 790	51 608	2.90%	2.60%
SEB Funds		1 087 616		2.74%	2.46%
Total others	0	17 950 252	1 536 906	49.03%	45.97%
Total	**500 000**	**37 491 938**	**1 750 000**	**100.00%**	**100.00%**

	Class A	Class B	Pref	Total
Number of shares	500,000	37,491,938	1,750,000	39,741,938
No. of votes	5,000,000	37,491,938	1,750,000	44,241,938
Capital, %	1.26	94.34	4.4	100
Votes, %	11.3	84.74	3.96	100

Price performance

OMX Stockholm Large Cap PI has been used as a benchmark index for Sdiptech B.

Class B share performance since Sdiptech's IPO in May 2017 to last trading day in December 2025

Market for infrastructure

The infrastructure market has undergone significant development in recent years, with gradual broadening of the definition of what constitutes infrastructure. Where it previously mainly comprised traditional segments, the term now also includes modern and technology-driven areas, such as data centres, power grids and AI-based monitoring systems. Infrastructure is generally characterised by substantial capital requirements and is typically divided into a number of main verticals: transport and logistics, water and wastewater systems, energy and electricity, digital infrastructure (such as data centres and fibre optic networks) and social infrastructure. The long-term prospects for the infrastructure sector remain strong and Europe is facing a need for extensive structural investment that combines ageing infrastructure, growing and increasingly dense urban areas, as well as more stringent sustainability and safety requirements.

Sdiptech focuses on infrastructure market niches where fundamental and sustainable underlying growth trends drive development.

1. OBSOLETE INFRASTRUCTURE SUFFERING FROM UNDERINVESTMENT

Europe is experiencing historic underinvestment in infrastructure. Many European countries have prioritised fiscal discipline over long-term infrastructure investment, and a significant proportion of Europe's roads, railways, power grids and water and wastewater systems were built 40–70 years ago and are now approaching, or have exceeded, their technical service life. Moreover, our infrastructure network is not designed to handle the load imposed by increased digitalisation, electrification and higher capacity requirements.

Sdiptech has many operations that will benefit from greater investment in modern infrastructure. Examples include Certus Automation and Unipower. Certus solutions automate and optimise logistics processes in port and terminal environments, thereby increasing safety and streamlining processes. Unipower is helping to modernise infrastructure by measuring, analysing and monitoring electricity quality in the power grid, which makes it possible to quickly detect disruptions, plan grid expansion and ensure stable electricity supply.

2. POPULATION GROWTH AND URBANISATION

The world's population is continuing to grow, as is urban concentration. Population and economic activity are concentrated in major cities and metropolitan areas, which is creating capacity pressures on transport, housing, energy and social infrastructure. Businesses, skills and capital are concentrated geographically, which requires functioning logistics, digital infrastructure and public transport. Changing user and consumption patterns are resulting in more commuting, e-commerce, data traffic and energy consumption in urban environments.

A number of Sdiptech's business units are impacted by the trend in electrification and the consumer need to move from fossil-fuelled transport to electric transport solutions. Electric vehicle charging infrastructure in Europe is expanding, which emphasises the need for a robust charging network. Sdiptech's IDE Systems and Rolec Service units offer charging infrastructure of various types to meet different needs.

3. STRICTER REGULATORY REQUIREMENTS IN RESPECT OF SUSTAINABILITY AND SAFETY

To remain resilient in the face of new challenges in a rapidly changing world, societies are increasingly endeavouring to achieve greater sustainability, efficiency and security. EU climate policy requires rapid transformation of energy, transport and industrial systems. Geopolitical tensions, cyber threats and extreme weather are increasing demands for robustness, resilience and national control. Capital markets are placing more stringent demands on sustainability, transparency and risk management in infrastructure projects. New regulations are affecting how infrastructure is built, operated and financed, making projects more complex and capital-intensive, but also more sustainable in the long term.

A number of Sdiptech's business units, such as IDE Systems, Resource Data Management, GAH Refrigeration and Temperature Electronics, are benefiting from more stringent demands for security and sustainability by offering their customers digital control and monitoring systems for data analysis that generate important insights, often linked to more efficient use of energy and other resources.

Our strategy and operational model

Sdiptech's business concept is to acquire and develop market-leading niche businesses with products and services in the growing infrastructure sector. Our overall aim is to create long-term value growth by actively developing our business units to drive growth, as well as continuously evaluating new acquisition opportunities. Cash flows are reinvested and generate long-term value through balanced allocation of capital and clear investment priorities for our portfolio. One strength of our business model is that we are able to offer secure, long-term ownership through a clear, decentralised structure. At the same time, we are working on strategic development and value creation in each business unit.

1

Portfolio of strong niche companies, with attractive positions in the infrastructure segment

Sdiptech's portfolio is made up of companies with stable market trends, good margins and niche products that are often complemented by a service offering, thereby resulting in stable recurring revenues.

The business units operate within infrastructure verticals that are all driven by fundamental and sustainable underlying growth, such as supply chain and transport solutions, energy and electrification solutions, water and waste management solutions and security solutions.

2

Proactive ownership in combination with decentralised leadership

Sdiptech combines proactive ownership with decentralised management so that the business units retain their entrepreneurial spirit while also receiving support from the group. Ownership is exercised through board representation, targets and follow-up. An annual review is based on Du Pont analysis and results in targets, an activity plan and remuneration criteria.

Sdiptech's common financial management framework focuses on measures that support profitable growth, strong ROCE and stable cash flow. Central functions support the business units in areas such as investment decisions, succession planning, sustainability initiatives and corporate governance.

3

Disciplined acquisition strategy focused on returns

Acquisitions are a key component of Sdiptech's strategy, and the acquisition process is executed in-house by an experienced team that works together with the business areas and business units to analyse acquisition opportunities in attractive niches.

Sdiptech has disciplined principles for acquisitions with emphasis on cash flow and returns. Geographical diversification is a priority for Sdiptech and is a key element of the acquisition agenda going forward.

4

Cluster strategy to accelerate skills exchange between business units and drive growth

Sdiptech's four business areas contribute important sector expertise to their business units. The business units within or between business areas share skills and expertise under the leadership of the business area managers.

Clusters are collaborations based on competences in a particular field, expertise or niche. Sdiptech currently has a number of clusters, such as the chemical cluster and the cold chain cluster. Within these clusters, business units collaborate in areas such as product development and geographical expansion.

Financial targets

Following a strategic review in 2025, a new business strategy has been defined on the basis of a focused core portfolio and revised financial targets. The updated financial targets reflect Sdiptech's long-term potential with clear emphasis on profitable growth and a solid return on capital employed, in combination with a strong balance sheet.

Background and definitions

Total adjusted EBITA growth
The total growth target includes both organic growth and acquisition growth. With a target for total growth, Sdiptech will balance investments for growth in the existing portfolio with selective acquisitions when allocating free cash flow.

Adjusted EBITA is defined as EBITA adjusted for costs related to acquisitions and divestments, effects from revaluation of contingent considerations, capital gains/losses on divestments, and other items affecting comparability.

ROCE
By focusing on ROCE, Sdiptech clarifies its ambition to balance overall EBITA growth with capital efficiency more effectively.

ROCE is defined as EBITA for the last twelve months (LTM) divided by average capital employed for the last four quarters. Capital employed refers to equity and net debt including goodwill and other intangible assets arising from acquisitions, less items of a cash-like nature.

Total net debt/equity ratio
As acquisitions have always been a key element in Sdiptech's growth strategy, it is relevant to base the target for debt/equity ratio on total liabilities, including provisions for future contingent considerations. Such liabilities are contingent on future profit growth as a condition for payment.

Total net debt/equity ratio is defined as total net debt divided by adjusted EBITDA for the last twelve months (LTM). Total net debt consists of all interest-bearing debt, including provisions for future contingent considerations and IFRS-related lease liabilities, less items of a cash-like nature.

Long-term targets

Total adjusted EBITA growth

15%

ROCE

>15%

Total net debt/equity ratio

< 3.0

Outcome 2025

Total adjusted EBITA growth

1%

ROCE

13.5%

Total net debt/equity ratio

2.84

Sdiptech's M&A agenda

Acquisitions are an important part of Sdiptech's business model. We are constantly on the lookout for niche, well-managed and high-performing companies that can strengthen existing operations or contribute new product or market segments.

Peter Helsing
Head of M&A

"We combine entrepreneurship and local operational strength with the group's support in the field of governance, capital allocation and skills networks in order to create stable and profitable growth over time. We acquire companies with market-leading niche solutions and robust cash flow. Our offering is often product-based and complemented by service, installation or other recurring revenues.

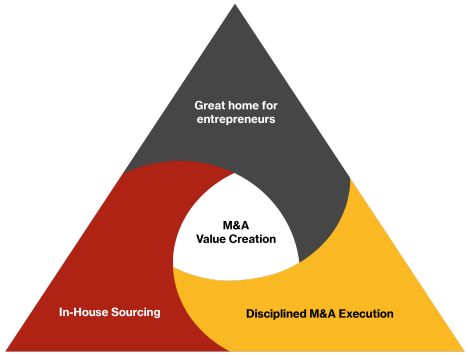
Acquisition process
The acquisition process is driven by an internal team and is based on getting to know companies and owners early on. Selection takes place in two stages: sourcing and implementation. Sourcing is a proprietary process that sets Sdiptech apart and gives us important competitive advantages. Companies that meet our basic requirements are identified for further analysis by means of quantitative process steps in which AI is an important tool. We identify about 5–10 companies for further contact every week.

A qualitative analysis is then carried out to identify the companies that meet our stringent criteria. Our focus on sustainable solutions for the infrastructure sector plays an important role in this analysis as we benefit from the collective expertise of the group's acquisition team, business area managers and business units. A thorough evaluation of the commercial, financial, legal and sustainability aspects of the company is performed prior to each acquisition.

Implementation is based on a decentralised ownership model where the companies retain their identity and business drive, while establishing the group's processes for governance, reporting and capital allocation.

Sdiptech looks for companies that fulfil the following criteria:

- Operating in Sdiptech's prioritised geographical areas.
- Providing market-leading, product-based solutions in the infrastructure segment.
- Operating in a market or niche with low competition, underlying growth trends and low cyclicality.
- Having strong historical profit performance and stable cash flows.
- Having a ROCE above 50 percent and an annual EBIT of around SEK 20–50 million.



1. Internal acquisition generation
We have an in-house M&A team working with a structured internal process for identifying, evaluating and validating investment opportunities, thereby ensuring disciplined decisions and a high-quality inflow of business opportunities.

2. Attractive home for entrepreneurs
Becoming part of the Sdiptech family is beneficial. We balance risk and upside by means of a combination of initial consideration and earn-out payments. We have a common interest with the former owners/entrepreneurs, who often remain active and continue to drive the business.

3. Disciplined execution of transactions
We invest in companies offering decent potential for growth that can deliver an internal rate of return (IRR) above 20 percent and contribute over time to the group's long-term financial target of a return on capital employed (ROCE) of over 15 percent.

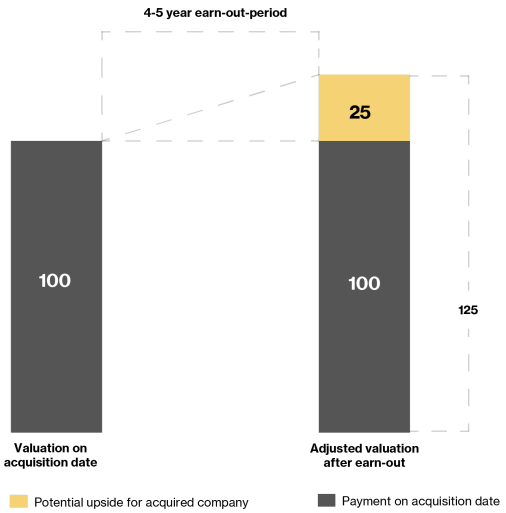
Sdiptech's funding of acquisitions

Sdiptech grows through a combination of organic expansion and acquisitions. Acquisitions are primarily funded through internal cash flow, supplemented by credit facilities and loans. Earn-outs also constitute an important component of the consideration and do not carry interest.

Sdiptech is well positioned to continue funding its acquisition strategy in a disciplined manner, supported by strong relationships with lenders and access to the bond market since autumn 2023. The group does not rely on issuing shares as a means of payment, as this would entail a continuous need for new share issues. In addition, sellers rarely request consideration in the form of shares. Moreover, Sdiptech's acquisition strategy does not depend on equity issuance, as its financial targets for organic growth, leverage and acquisition pace are carefully balanced to support stable, long-term growth.

Historically, Sdiptech has issued shares only on a limited number of occasions, primarily to capitalise on exceptional acquisition opportunities.

Sdiptech's earn-out model



Contingent earn-out liability – accounting

- Outcome and final payout will be based on profit growth achieved
- The probable outcome of total earn-out is recognised in the balance sheet at the time of acquisition
- However, the likely outcome is based on profit growth that has not yet been achieved
- If the recognised outcome of the additional purchase price does actually occur, this will involve a higher profit and hence a lower net debt/EBITDA
- Sdiptech pays no actual interest on these liabilities even though the probable outcome of the total earn-out is recognised as a liability. In accordance with IFRS, however, a discount rate is recognised for these liabilities
- Sdiptech reviews the debt on a quarterly basis and measures it at market value.

"We apply an earn-out model that runs over three to five years, with part of the purchase price being paid at the time of acquisition and the remainder being performance-based. The remaining consideration is paid only if the company meets or exceeds the financial targets set for the period, with the possibility of further upside in the event of stronger performance. The variable portion is reduced or cancelled entirely if the outcome is weaker than expected.

This structure creates strong incentives for continued growth, profitability and profit responsibility for the management of the acquired company, while also sharing the risk between Sdiptech and the sellers in a balanced way. This model also contributes to stability and a long-term perspective, as management typically remains with the company and continues to run the business with emphasis on value creation over time."

Bengt Lejdström, CFO, Sdiptech

Becoming part of Sdiptech

Sdiptech is a long-term home for entrepreneurs, supporting companies in their continued, sustainable development. We offer an attractive option for founders looking to sell their businesses, as our decentralised model enables companies to operate independently while preserving their unique identity.

Anders Petré
CEO, Watertech

"Being part of Sdiptech, and in particular our water cluster, has created value for us on a number of levels. At management level, we have a platform for the exchange of ideas and commercial development, enhancing the efficiency of the business. In the product area, we can exchange experience in respect of technical performance, raw materials and environmental benefits. We can offer our customers enhanced value by means of technical teams with expertise from several companies. From an ESG perspective, this development would not have been possible on a standalone basis. As a business leader and former owner, these are factors that give me greater peace of mind."

Michael Kane
CEO, G.A.H

"Becoming part of Sdiptech has accelerated our development towards a modern and forward-looking company, without us losing the characteristics that brought us success. With the right balance of support and autonomy, we have been able to maintain our strong market position, sustain a healthy operating profit and invest for the future with confidence. The partnership enables sustainable long-term growth while also providing us with the conditions to develop and establish ourselves in entirely new markets from a position of strength."

Richard Eady
CEO, TEL

"At TEL, we make sure laboratory staff always work safely, we help our customers to save money, and we help to preserve the environment – which is aligned with the Sdiptech philosophy. The strong combination of our smart capital allocation and Sdiptech's decentralised but proactive ownership model has greatly accelerated the value creation we have achieved since we became part of Sdiptech. This has enabled continued profitable growth through reliable global distribution networks, while maintaining stable inventory levels and significantly improving return on capital employed to over 200 percent."

INDUSTRIAL FOCUS

All companies that join Sdiptech become part of a group of industry colleagues and specialists in a number of selected areas. Clear knowledge synergies, expertise and experience are all available to share.

DECENTRALISED STRUCTURE

We work within a decentralised structure in order to reinforce each business unit's individual niche and unique characteristics. This allows each business unit to develop its business and make decisions as close as possible to customers.

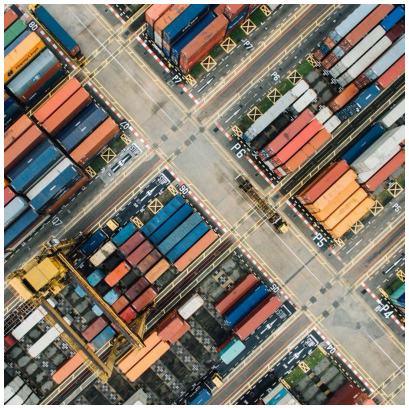
STRATEGIC SUPPORT

With their industry-specific knowledge and experience, our business unit managers can provide strategic support and help our companies with further development of their operations. At the same time, we can adapt operational support according to the needs and phases of the company's development.

Business areas

Sdiptech's activities are divided into four business areas: Supply Chain & Transportation, Energy & Electrification, Water & Bioeconomy and Safety & Security. Other operations have been separated with a plan to divestment in the first half of 2026.

Supply Chain & Transportation

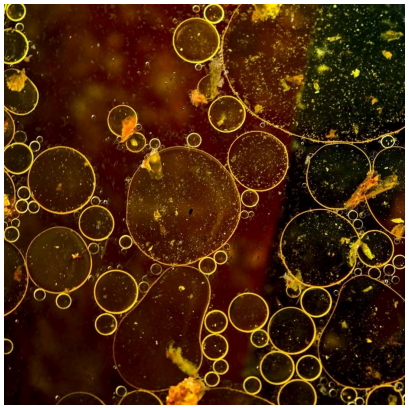


The Supply Chain & Transportation business areas include businesses with innovative solutions that are working to modernise and streamline transport and supply chains, driven by a growing demand for more sustainable, efficient and secure logistics solutions. Infrastructure needs to be adapted to current needs in order for global and regional supply chains to function. This creates a favourable underlying driver for growth in the area.

Energy & Electrification

Businesses within Energy & Electrification provide niche solutions in areas such as energy efficiency, electrification, power supply and temporary electricity. The growth potential of these units is driven by the transition to the energy systems of the future that enable sustainable production and efficient energy consumption.

Water & Bioeconomy



The Water & Bioeconomy business area represents business units providing niche solutions in water, waste and bioresource utilisation. The growth potential of these units is driven by urbanisation, population growth and increasingly regulatory requirements for modernisation of infrastructure.

Safety & Security

The business units in the Safety & Security business area address the growing need to protect people, physical assets and facilities, as well as information. These organisations help to create safer environments in public and private operations thanks to advanced solutions in respect of fire protection, security systems and cybersecurity.

Other operations

Operations that are not aligned with the group's strategic direction have been separated from the core business for divestment. These are reported separately as "Other operations" and are included in the item "group".

Supply Chain & Transportation

Daniel Unge
Head of Supply Chain & Transportation

"Supply Chain & Transportation is a business area characterised by diversified exposure to multiple segments with underlying growth, driven by the increasing need for efficient, automated and sustainable supply chains. Our emphasis is on continuing to invest in company-specific initiatives to drive growth while maintaining our capital-efficient approach. Several business units are helping to build important clusters within our field, fostering knowledge sharing and strengthening our sector expertise. We also actively promote gainful employment within our clusters."

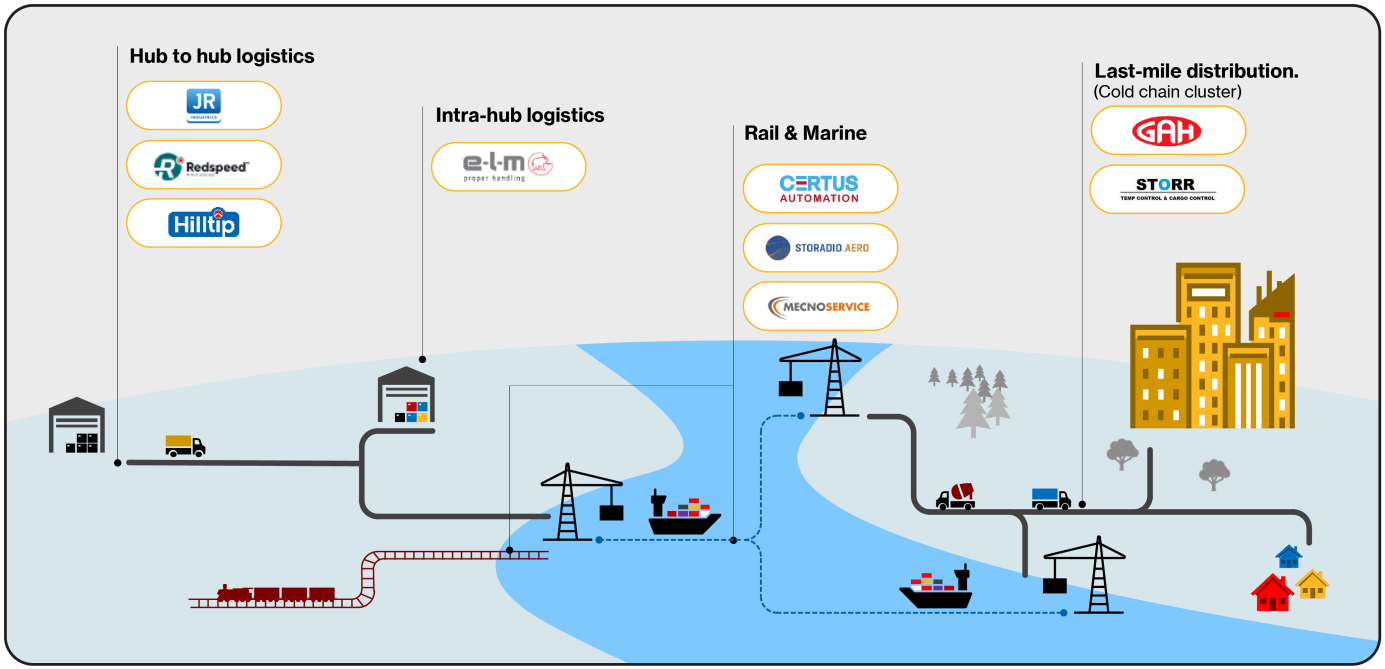
Solutions that modernise and streamline transport and supply chains

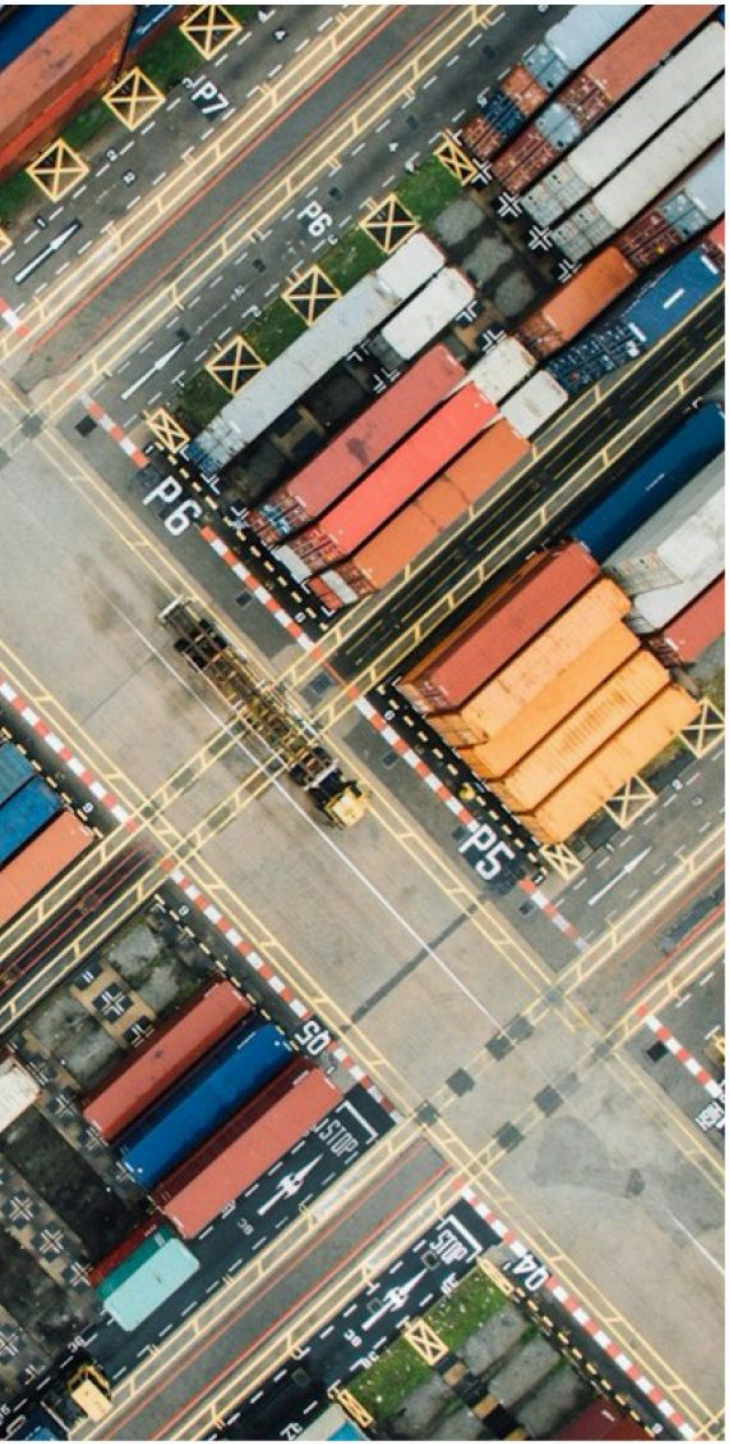
Sdiptech's Supply Chain & Transportation business units develop solutions to modernise transport and supply chains. Growing demand for smarter logistics means that optimising infrastructure and transport flows is becoming increasingly important. Global and regional supply chains require customised systems and technologies to meet the demands of precision, capacity and reduced environmental impact.

The Supply Chain & Transportation companies work in several different areas such as automation, optimisation of material handling and logistics, and maintenance and monitoring. Automation, for example, may involve the integration of technology, software and processes in order to streamline different functions within value chains. Optimisation of material handling aims to improve efficiency and safety when handling, storing and moving materials and products. Logistics optimisation primarily refers to products and services for optimising last-mile deliveries, including temperature control. Routine and preventive maintenance of transport infrastructure includes for example, winter maintenance of roads and systems to ensure that railways and rails work.

The business units also work with systems that support safety, efficiency and communication, including traffic signals and surveillance cameras. Underlying market trends that drive growth in Sdiptech's business units in the field of Supply Chain & Transportation include e-commerce, expansion of refrigerated transport, regionalisation of production and increased regulatory requirements within sustainability, for example.

OVERVIEW OF THE SUPPLY CHAIN & TRANSPORTATION BUSINESS UNITS

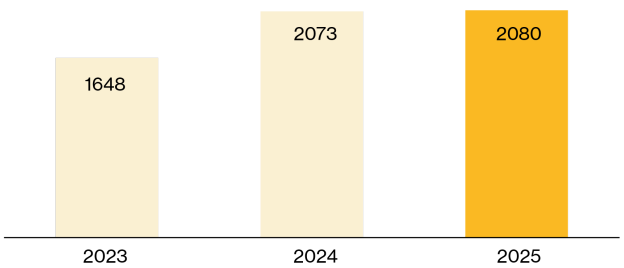




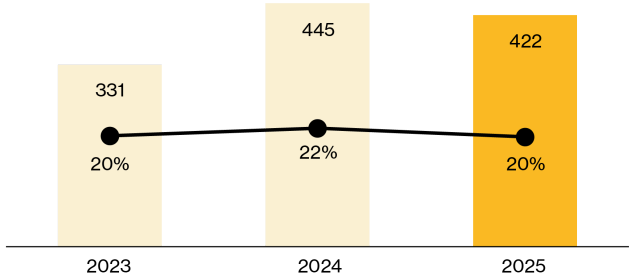
Supply Chain & Transportation in figures

9	2,080	422	20.3%	53%
Business units	Net sales, SEK m	Adj. EBITA SEK m	Adj. EBITA margin	ROCE (excl. GW)

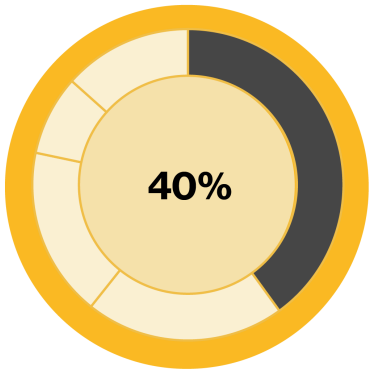
Net sales



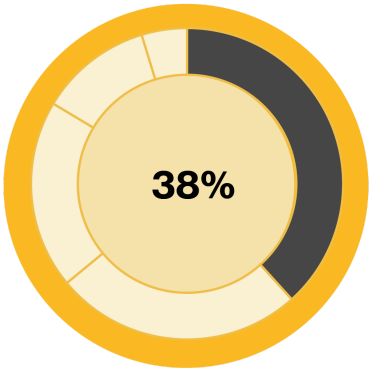
Adj. EBITA and EBITA margin



Percentage of net sales*



Percentage of adj. EBITA*



*Percentage calculated excl. central units

Energy & Electrification

Nico van der Merwe
Head of Energy & Electrification

"Our business units in the field of Energy & Electrification are driving the transition to more efficient and sustainable energy use through niche solutions in electrification, energy efficiency and power supply. Energy & Electrification as a segment is characterised by high growth, and demand for solutions provided by our business units is driven by rising energy costs and accelerating electrification of industry and transport. The focus of our business units is to expand our offerings internationally and strengthen our financial performance."

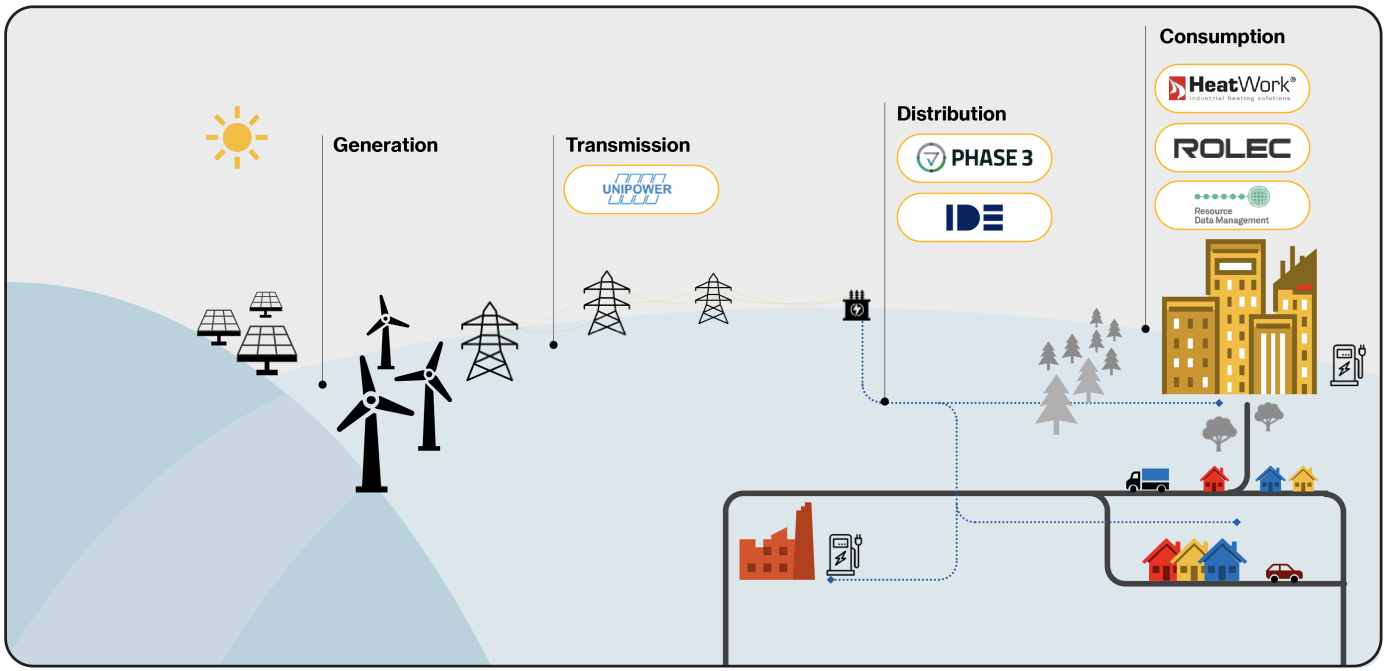
Nico took up his duties on 5 January 2026. The former acting head of the business area in 2025 was Roger Wood

Niche solutions in areas such as energy efficiency, electrification and power supply

Energy & Electrification offers niche solutions in the fields of energy efficiency, electrification, power supply and temporary electricity. The transition to the energy system of the future, characterised by increasing demands for energy efficiency and electrification and is driving the potential for growth in the business area.

The business units in the field of Energy & Electrification work with aspects such as the implementation of technology and processes that reduce both consumption and waste of energy in various industries. Other projects concern the integration of energy-saving solutions for buildings, manufacturing and industrial systems, as well as monitoring and analysis for continuous improvement of energy performance. In the field of electrification, the business units focus on supporting the transition to electric power, developing solutions for electric mobility and charging infrastructure, as well as the electrification of power grids. Sdiptech's business units also work to ensure reliable power supply in locations not connected to the grid, where advanced generators and energy storage solutions may be required to secure uninterrupted operations. To meet the growing demand for stable, clean and efficient energy supply, we offer technologies and systems that ensure a more resilient and future-proof energy infrastructure.

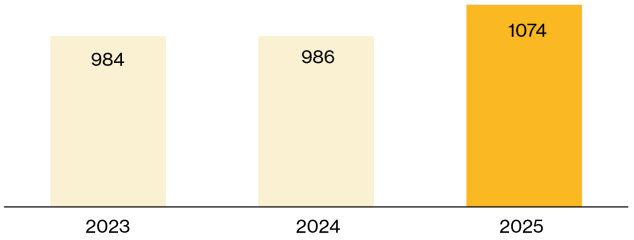
OVERVIEW OF THE ENERGY & ELECTRIFICATION BUSINESS UNITS



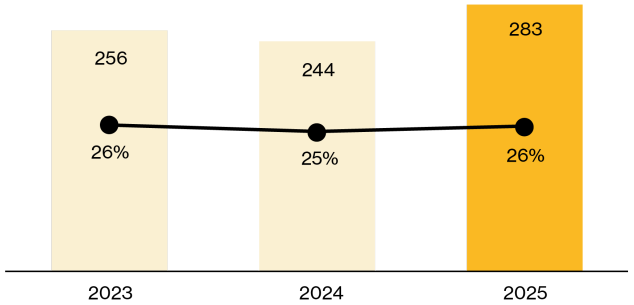
Energy & Electrification in figures

6	1,074	283	26.4%	49%
Business units	Net sales, SEK m	Adj. EBITA SEK m	Adj. EBITA margin	ROCE (excl. GW)

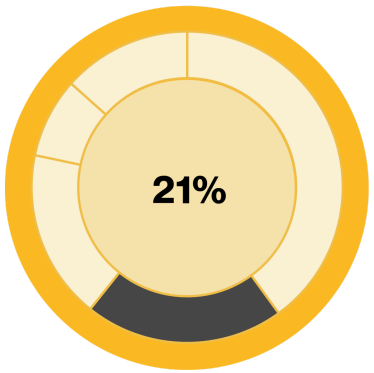
Net sales



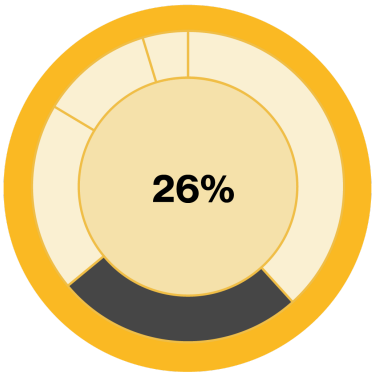
Adj. EBITA and EBITA margin



Percentage of net sales



Percentage of adj. EBITA*



*Percentage calculated excl. central units

Water & Bioeconomy

Erik Lindström
Acting Head of Water & Bioeconomy

"The Water & Bioeconomy business area is characterised by underlying growth and comprises operations with technologies and systems for water treatment, waste management and circular resource management. In the field of chemical water treatment, we have established a cluster of companies that use the Sdiptech structure to create synergies via knowledge sharing, joint product development and efficient use of resources. We are looking forward to further developing our clusters in the field of Water & Bioeconomy so that we can go on developing our sector expertise and creating acquisition opportunities in interesting niches."

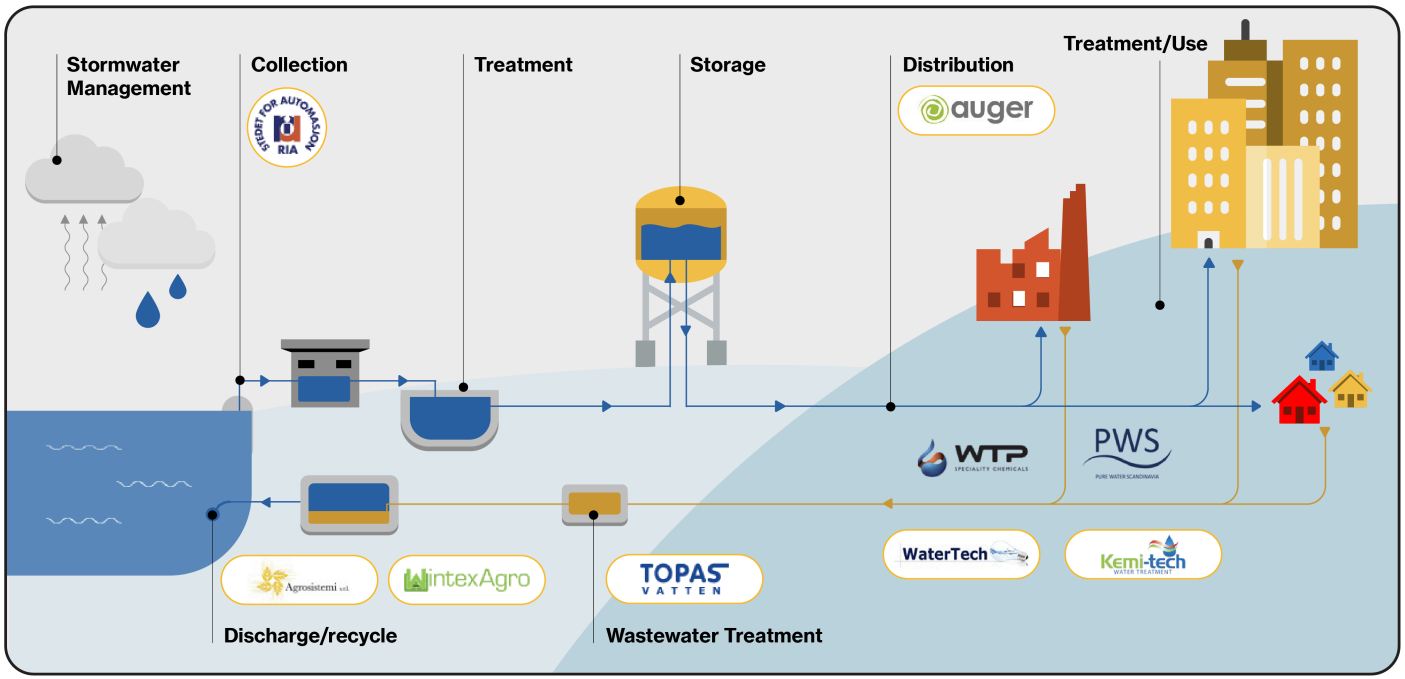
Erik took up his duties on 1 January 2026. The former head of the business area in 2025 was Sarah Ström

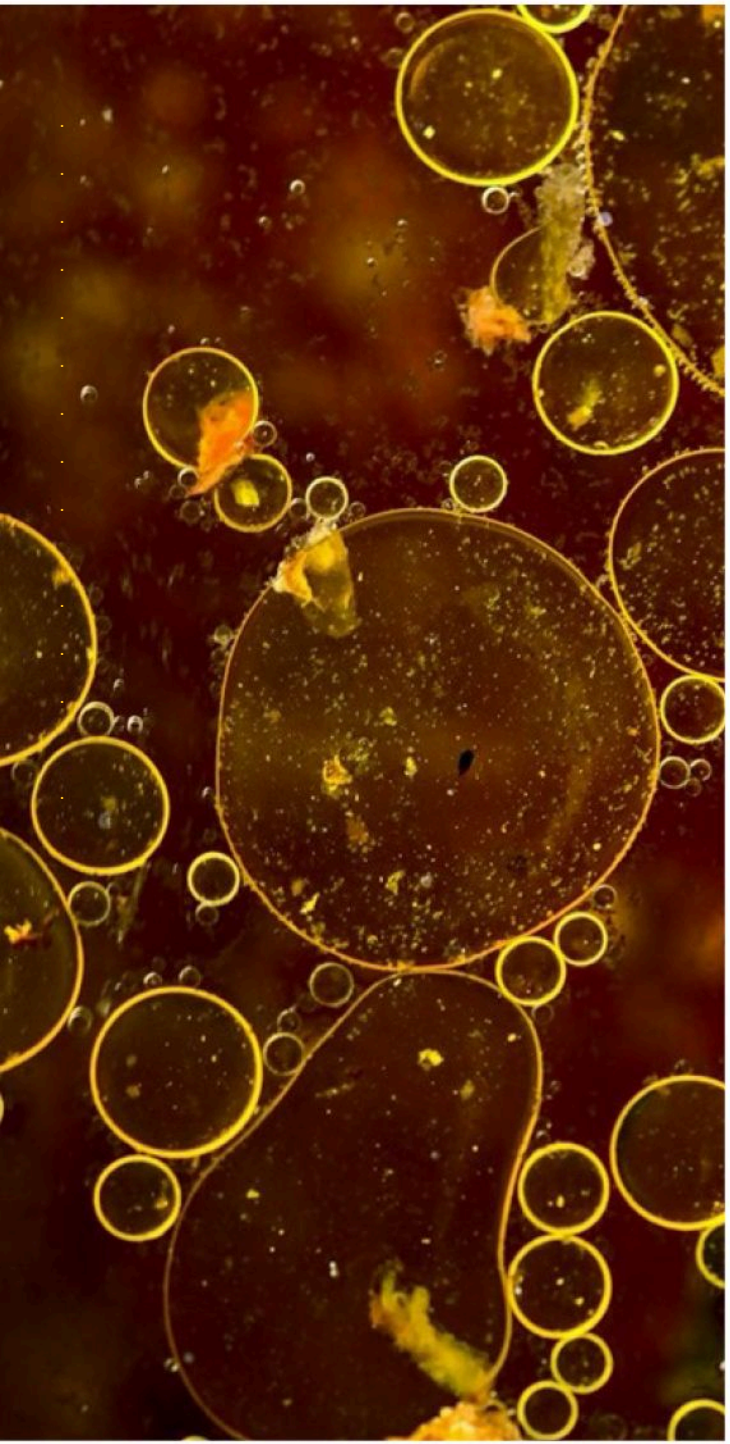
Niche technologies and systems for water and wastewater systems

Sdiptech's Water & Bioeconomy operations provide niche technologies and systems for water treatment, waste management and circular resource management, with emphasis on creating more sustainable, efficient and resilient communities. The need for these solutions is driven by increased urbanisation, population growth and stricter regulatory requirements for infrastructure modernisation and sustainability.

Circular resource management involves optimising the use of biological resources for energy, material and food production, waste-to-energy solutions for increased sustainability, and generally promoting a circular economy through efficient waste management and water recycling. By optimising water use, waste management and the recycling of biological resources, these activities can help to reduce environmental impact and bring about a more circular economy.

OVERVIEW OF THE WATER & BIOECONOMY BUSINESS UNITS

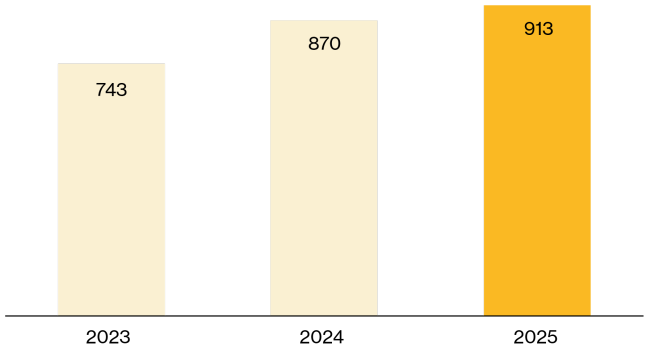




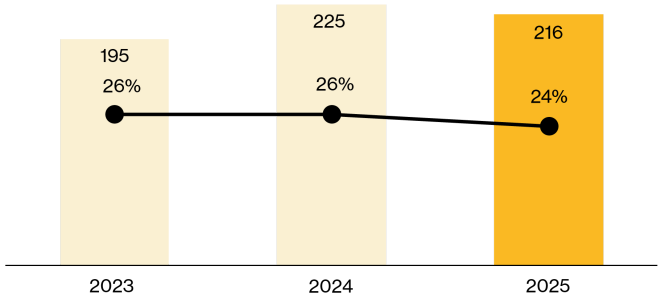
Water & Bioeconomy in figures

9	913	216	23.7%	99%
Business units	Net sales, SEK m	Adj. EBITA SEK m	Adj. EBITA margin	ROCE (excl. GW)

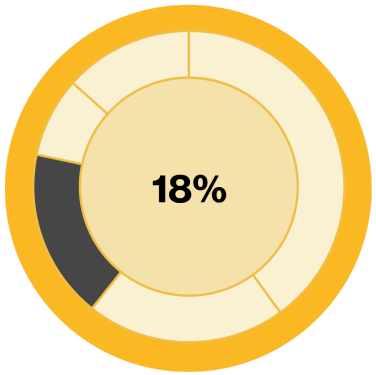
Net sales



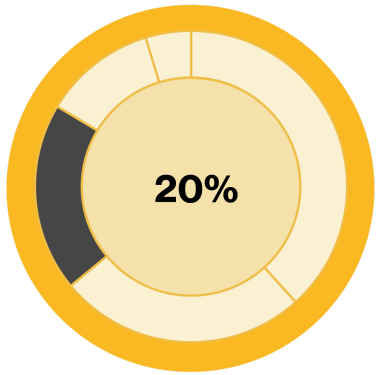
Adj. EBITA and EBITA margin



Percentage of net sales



Percentage of adj. EBITA*



*Percentage calculated excl. central units

Safety & Security

Amanda Berninger
Head of Safety & Security

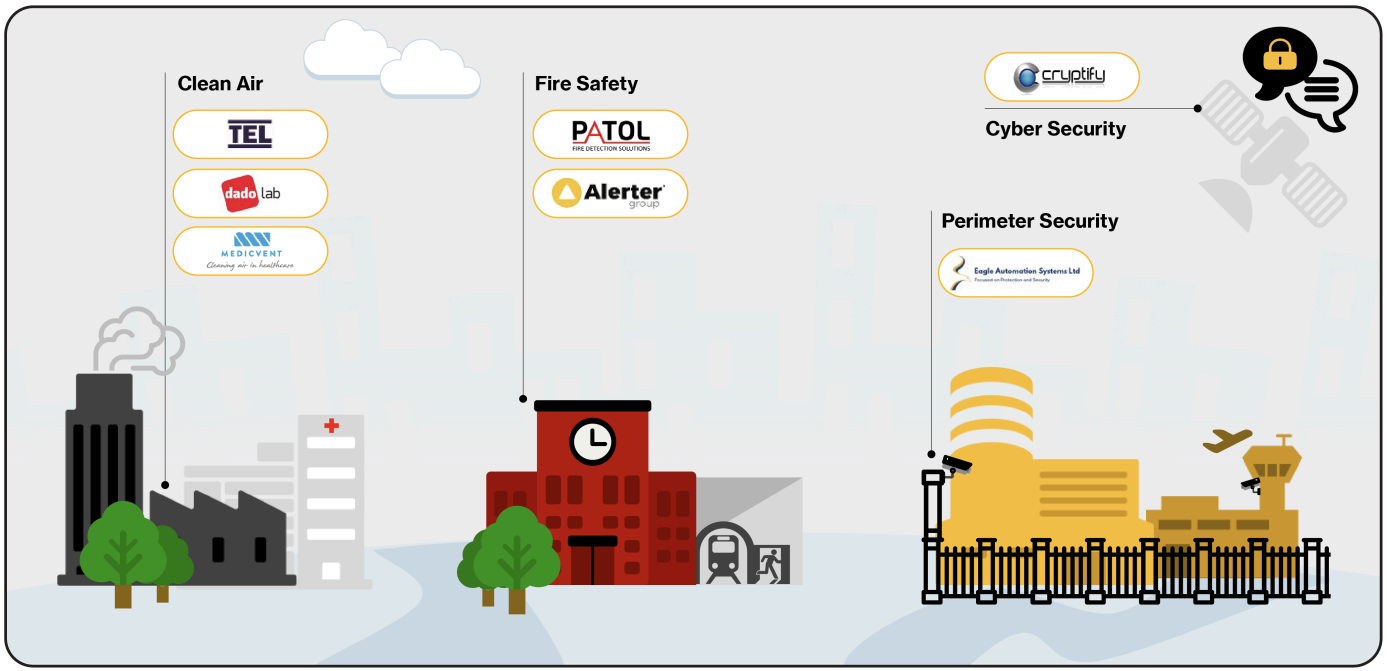
"The growing demand for security solutions, together with stricter regulatory requirements, is driving underlying stable and long-term growth in this business area. Through advanced solutions in respect of fire protection, surveillance and access systems, clean air and cybersecurity, our activities help customers to minimise risks, strengthen their resilience against threats and ensure compliance with strict security standards. Our portfolio of business units comprises market leaders in specific niches with well-developed distribution networks. This business area is characterised by high growth, high profitability and strong cash generation. Going forward, our focus is on maintaining our financial profile, developing service offerings and growing through acquisitions in attractive adjacent niches."

Advanced solutions in respect of fire protection, security systems, air quality and cybersecurity

The Safety & Security business area meets the growing need to protect people, physical assets and information from both accidental and intentional harm. These organisations help to create safer environments in public and private operations thanks to advanced solutions in respect of fire protection, security systems, air quality and cybersecurity. The need for security solutions is driven by factors such as regulation, digitalisation and a more complex threat landscape where natural disasters and accidents, as well as cyberattacks and physical intrusions, can have a serious impact. The business area's units specialise in both preventive and reactive security solutions that help customers to minimise risk, meet regulatory requirements and protect their businesses.

Sdiptech's business units in Safety & Security work with solutions for fire safety and detection systems, for example, focusing on specific needs and challenging environments that protect both people and assets. These business units provide air monitoring and evacuation systems for hazardous gases in laboratories, hospitals and other industrial environments. Physical assets in a modern society require surveillance, access control and perimeter security solutions to protect critical infrastructure from external threats. Information security is a rapidly growing area in which Sdiptech's business units help to protect data, information and communication from external threats using encryption, authentication and secure networks.

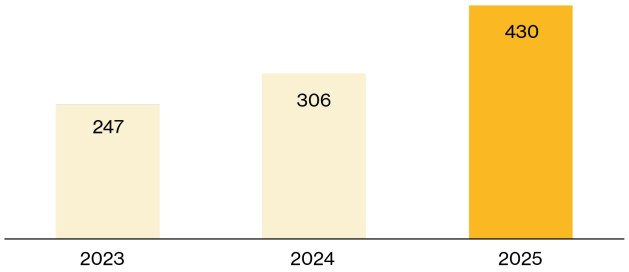
OVERVIEW OF THE SAFETY & SECURITY BUSINESS UNITS



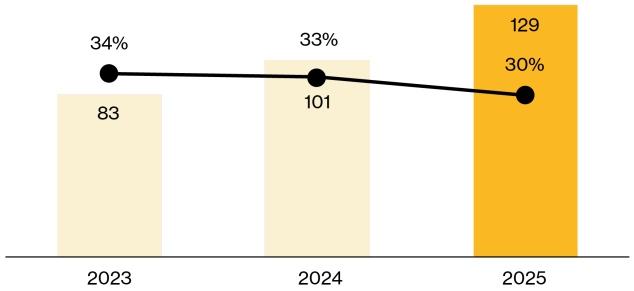
Safety & Security in figures

7	430	129	29.9%	129%
Business units	Net sales, SEK m	Adj. EBITA SEK m	Adj. EBITA margin	ROCE (excl. GW)

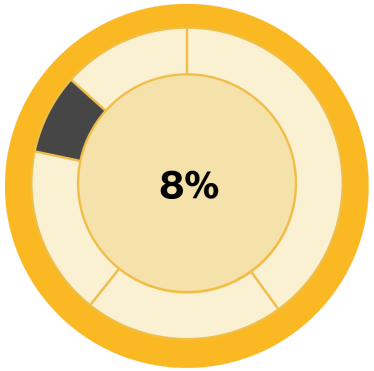
Net sales



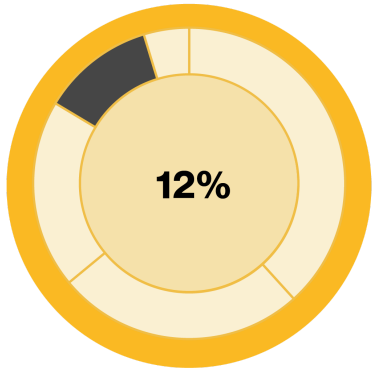
Adj. EBITA and EBITA margin



Percentage of net sales



Percentage of adj. EBITA*



*Percentage calculated excl. central units

Other operations

11	699	52	7.4%	24%
Business units	Net sales, SEK m	Adj. EBITA SEK m	Adj. EBITA margin	ROCE (excl. GW)

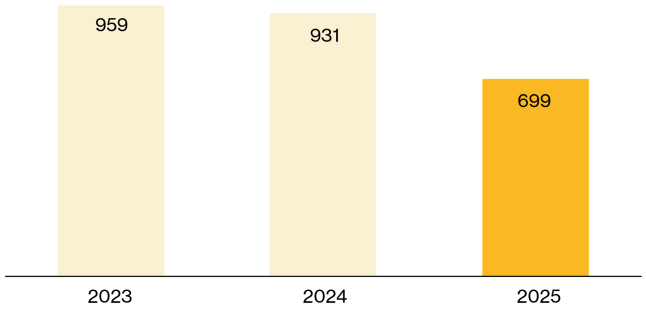
Peter Stegersjö
Head of Strategy & Corporate Development

"We are pleased with the progress of the divestment programme that was initiated in the summer of 2025, where we have worked in close partnership with the companies' management teams to identify suitable new owners. By the first quarter of 2026, ten of the eleven companies in the programme have been divested by means of an efficient process and at reasonable valuations. At the same time, we have freed up capital that we are looking forward to using for further investments in our core portfolio, as well as new acquisitions."

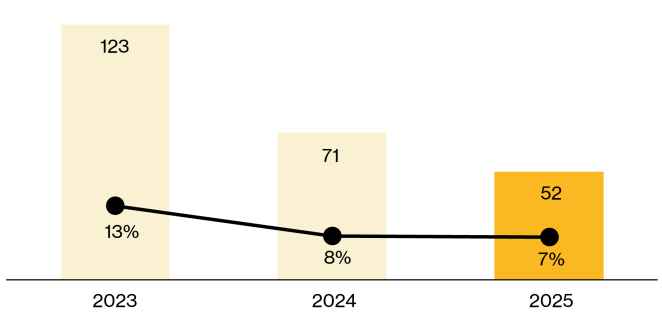
Other operations comprise business units included in Sdiptech's divestment programme, as these are no longer deemed to be aligned with the group's long-term strategic direction. The aim is to streamline the portfolio while identifying suitable owners who can continue to develop the operations.

Since the launch of the programme in 2025, progress has been good and Sdiptech has divested ten of the eleven business units in the first quarter of 2026. Far-reaching discussions regarding the remaining unit are ongoing, with a view to finalising the transaction before the summer of 2026.

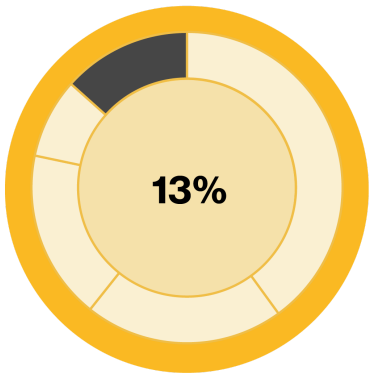
Net sales



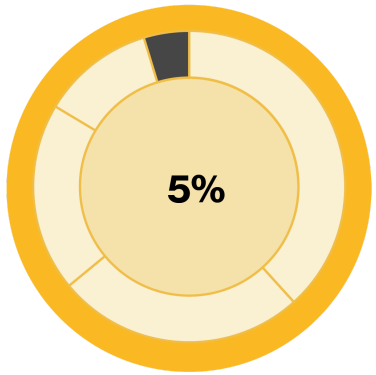
Adj. EBITA and EBITA margin



Percentage of net sales



Percentage of adj. EBITA*



**Percentage calculated excl. central units*

Corporate governance

Contents

Corporate governance statement 25
Proposals for profit distribution 29
Remuneration guidelines 29
Board of directors 30
Group executive management 31
Risk management 33

Corporate governance statement

The board of directors of Sdiptech AB (publ) hereby submits its corporate governance report in accordance with the Swedish Annual Accounts Act (1995:1554), chapter 6 (6–9). This report is an integral part of the company's annual report for 2025. References made below refer to the 2025 annual report in its entirety. The report has been reviewed by the company's auditors. Sdiptech essentially applies the Swedish Corporate Governance Code (see www.bolagsstyrning.se) in accordance with the revised code that entered into force on 1 January 2024, which is a requirement for Sdiptech as an issuer on Nasdaq Stockholm, Mid Cap. The report also includes an account of the nomination committee's work ahead of the 2025 annual general meeting.

Corporate governance structure

Sdiptech is a Swedish public limited company based in Stockholm. Through its subsidiaries, the company sells niche technologies, solutions and services to the infrastructure sector. The Company has been listed on Nasdaq First North Premier Growth Market since March 2015 (preference share) and since May 2017 (class B ordinary share), and since June 2021 instead as an issuer on Nasdaq Stockholm for both share classes. Ordinary shares and preference shares were initially listed on Nasdaq Stockholm, Large Cap, but were transferred to Nasdaq Stockholm, Mid Cap on 2 January 2024. In the first quarter of 2026, Sdiptech's board of directors resolved on mandatory redemption of all preference shares. Governance and control of the company is governed by a combination of written rules and practices. The regulatory framework includes primarily the Companies Act and the Annual Accounts Act, but also the rules that apply on the market where the company's shares are admitted to trading. The Companies Act contains basic rules on the organisation of the company. The Companies Act states that there must be three decision-making bodies: the annual general meeting, the board of directors and the Chief Executive Officer, which are in a hierarchical relationship with one another. There must also be a control body, the auditor, appointed by the annual general meeting.

Shareholders

The number of shareholders on 31 December 2025 was 9,980, compared to 10,064 at the beginning of the financial year. Swedish private individuals owned 22 percent (21) of the shares and 31 percent (41) of the votes in the company. The remaining share was owned by legal units, mainly investment companies, mutual funds, insurance companies and pension funds. Foreign shareholders held 38 percent (38) of the shares and 30 percent (29) of the votes. The ten largest shareholders had a total shareholding of 51 percent (55) of the shares and 53 percent (66) of the votes. The company's largest owner, and the only owner with more than one-tenth of the voting rights for all shares in the company, was Ashkan Pouya, whose holdings as at 31 December 2025 amounted to 5.1 (5.1) percent of capital and 14.7 (28.2) percent of votes.

Annual general meeting and Articles of Association

The annual general meeting is the highest decision-making body within Sdiptech. There, shareholders exercise their influence through discussions and decisions. The annual general meeting can decide on any matter in the company that does not expressly fall under the exclusive competence of another corporate body. Each shareholder is entitled to attend and vote on their shares at the annual general meeting in accordance with the provisions of the Articles of Association. Sdiptech's annual general meeting must be held in Stockholm within six months of the end of the financial year. The annual general meeting appoints the company's board of directors and auditors and determines their fees. Furthermore, the annual general meeting adopts the financial statements and decides on the appropriation of profits and discharge from liability for the board of directors and the CEO, and decides on other matters that are incumbent on the annual general meeting according to law or the Articles of Association.

Articles of Association have been adopted by the annual general meeting. The Articles of Association state that the company's shares are divided into three share series, whereby class A shares have 10 votes, class B shares one vote per share and preference shares one vote per share. The company's share capital shall be not less than SEK five hundred thousand (500,000) and not more than SEK two million (2,000,000). The number of shares shall be not less than 20,000,000 and not more than 80,000,000. Class A and B shares carry the same rights to a share in the company's assets and profits. These preference shares have preferential rights to dividends.

The Articles of Association authorise the conversion of class A shares into class B shares. The Articles of Association also state that the company's board of directors shall consist of at least three and no more than ten members, as well as the procedures for convening the annual general meeting. The Articles of Association do not contain any restrictions as to how many votes each shareholder can cast at an annual general meeting. See the company's website for the full text of the Articles of Association, which were adopted in their current form by the annual general meeting on 18 May 2021.

Notice of an annual general meeting and notice of an extraordinary general meeting at which amendments to the Articles of Association will be discussed shall be issued not earlier than six weeks and not later than four weeks before the meeting. Notice of other extraordinary general meetings will be issued not earlier than six weeks and not later than two weeks before the meeting.

The notice shall be published in Post och Inrikes Tidningar and on the company's website. The fact that notice has been given shall be announced in Dagens Industri at the same time. Shareholders who wish to attend the annual general meeting shall be listed in a printout or other presentation of the entire share register six banking days before the meeting, and shall notify the company of their attendance for themselves and a maximum of two assistants no later than 12.00 noon on the day specified in the notice of the meeting. The annual general meeting also determines the format for appointing a nomination committee.

Annual general meeting 2025

The 2025 annual general meeting was held in Stockholm on 19 May. The board of directors had decided, pursuant to Article 12 of the company's articles of association, that shareholders who could not, or did not wish to, attend the meeting in person could submit their votes in advance by what is known as postal voting.

Notice of the meeting was published in the form of a press release on 15 April 2025 and was available on the company's website on the same day. At the time of the notice to attend, an advertisement was also placed in Dagens Industri indicating that the notice to attend had been issued. The notice has also been published in the Swedish Official Gazette.

The annual general meeting made decisions on the following:

- In accordance with the board's proposal, on a dividend of SEK 8 per preference share to be paid quarterly with SEK 2 per preference share.
- In accordance with the board's proposal, that no dividend be paid on class A ordinary shares or class B ordinary shares and that the remaining profits be carried forward.
- The board of directors and Chief Executive Officer were discharged from liability for administration for 2024.
- In accordance with the nomination committee's proposal to (i) re-elect Johnny Alvarsson, Birgitta Henriksson, Jan Samuelson, Kristina Schauman and Joakim Landholm as Board members, and elect Jakob Holm as a new Board member, and (ii) re-elect Jan Samuelson as Chairman of the Board.
- Fees to the board and auditors were approved.
- Re-election of Öhrlings PricewaterhouseCooper AB as the auditing firm.

Board of Directors
The board's task is to manage the company's affairs in the best possible way and to safeguard the interests of the shareholders in its work. In 2025, Sdiptech AB's board of directors consisted of six ordinary members, who together represent broad commercial, technical, financial and public experience:

- Jan Samuelson, Chairman of the Board
- Johnny Alvarsson
- Birgitta Henriksson
- Kristina Schauman
- Jakob Holm
- Joakim Landholm

A detailed presentation of the members of the board, including information on other assignments, can be found in the section entitled board of directors. Other group executives may participate in board meetings as rapporteurs or secretaries.

Work of the board
The board of directors held 17 minuted meetings during the 2025 financial year, of which one was an inaugural meeting in connection with the annual general meeting and 3 were per capsulam meetings. The board's work is governed by rules of procedure that are adopted annually. The rules of procedure set out the division of labour between the board and the group executive management, the responsibilities of the Chairman and the CEO, and the arrangements for financial reporting. The CEO is not a member of the board, but reports at board meetings. A quorum is constituted when at least three members are present and decisions are made, if possible, after discussion leading to consensus. The board was in full attendance at all but one of its meetings during the year. Each ordinary meeting of the board of directors deals with the company's economic and financial position, the company's risks and internal control, the companies' sustainability-related risks and reporting in accordance with CSRD, and an item on acquisitions.

The board of directors is regularly informed of the company's activities and other relevant information by means of written information. In 2025, the board's work was characterised by issues related to acquisitions, market development, financing and the business model. The board has also held a meeting that focused solely on the group's position and strategy. In accordance with the Code, the board has evaluated the CEO's work at a meeting that was not attended by the CEO or other senior executives.

According to the decision of the annual general meeting in May 2025, fees totalling SEK 2,510,000 (2,090,000) were paid to the board of directors. For details, see Note 7.

Investment committee
The board of directors has appointed an acquisition committee that is tasked with remaining up to date on the current "acquisition pipeline", familiarising itself with impending acquisitions by studying memoranda and declarations of intent regarding acquisitions, and formally deciding to carry out acquisitions. However, it should be noted that any decision to proceed with an acquisition must be made by the full board of directors, in accordance with the board's rules of procedure, whereby either:

- The acquired company's operating profit (EBIT) exceeds SEK 40 million annually, or
- The acquisition in question is outside the acquisition strategy established by the board of directors, can be considered extraordinary in relation to the company's current business and/or involves the company taking on extraordinary obligations.

The acquisition committee consists of the Chairman of the Board and at least one additional member. The Chairman of the Board is the Chairman of the Acquisition Committee. In 2025, the committee consisted of Jan Samuelsson (Chairman) and Johnny Alvarsson. The CEO or Acquisition Manager presented the report. The acquisition committee shall meet as often as necessary to fulfil its duties. Meetings are held over the telephone or in person. The Chairman of the acquisition committee shall regularly inform the other members of the board of directors about the work done and decisions made by the committee. This shall be done at regular board meetings or, if specifically requested, by other means.

Audit committee
The board has appointed an audit committee within itself. This committee works according to an agenda set annually and is tasked with monitoring and quality assurance of the company's financial reporting, sustainability reporting and the effectiveness of the company's internal control and risk management. The audit committee shall review the accounting policies on which the company's accounts are based and stay abreast of the audit of the annual accounts and consolidated accounts. The committee shall also review and monitor the auditor's independence and impartiality and, in particular, whether the auditor provides non-audit services. In addition, the committee shall assist the nomination committee in the preparation of proposals for the annual general meeting's decision on the election of auditors as well as decisions on the remuneration of the auditors, whereby the committee shall monitor that the auditor's term of office does not exceed the applicable rules.

The work of the audit committee mainly follows Sdiptech's external reporting calendar.

The committee shall regularly report on its work to the board, both verbally and through the distribution of the minutes of each committee meeting. The audit committee liaises with the company's auditors to discuss the focus and scope of the audit work. In connection with the adoption of the annual accounts, the company's auditors report their observations from the audit and their assessment of internal control.

In 2025, the committee consisted of Kristina Schauman (Chair) and Birgitta Henriksson.

Sdiptech's auditors perform a limited assurance review of the interim report for the third quarter. In connection with this, the audit committee has taken note of the auditors' assurance report, analysed the auditors' observations and made proposals to the company's executive management team for improvement of certain procedures.

Remuneration committee
The board of directors has appointed a remuneration committee that is tasked with preparing the board's proposal to the annual general meeting on guidelines for remuneration to the CEO and other senior executives. The committee is also tasked with following up on the annual general meeting's decision regarding policies for remuneration to senior executives. In addition, the committee shall monitor and evaluate potential, ongoing and completed variable remuneration programmes for the executive management, and monitor and evaluate potential, ongoing and completed share-based incentive programmes.

In 2025, the remuneration committee consisted of Jan Samuelsson (Chair) and Johnny Alvarsson. The CEO is the rapporteur, but does not participate in matters concerning himself. The Chairman of the Remuneration Committee shall inform the other members of the board of directors about the work done and decisions made by the committee. This shall be done at regular board meetings or, if specifically requested, by other means.

Auditors

The 2025 annual general meeting re-elected the registered audit firm Öhrlings PricewaterhouseCoopers AB as auditor. The audit firm appointed Authorised Public Accountant Anna Rosendal as the principal auditor. The board is given the opportunity to comment annually on the auditors' planning of the scope and focus of the audit so as to ensure board transparency. After completing the review of internal controls and accounts, the auditors reported their findings to the February meeting of the audit committee and the March 2025 meeting of the board of directors. The auditors are also granted access to board meetings when the board or the auditors deem it necessary. The independence of the auditors is ensured by the audit firm's internal guidelines. Independence has been confirmed to the board.

Group executive management team

The CEO and group executive management team prepare and implement Sdiptech's overall strategies and address issues relating to acquisitions, divestments and major investments. Such matters are prepared by the group executive management team for decision by the parent company's board of directors or its acquisition committee. The President and CEO is responsible for the day-to-day management of the company in accordance with the board's decisions and guidelines. During 2025, Sdiptech's group executive consisted of the CEO, the group's CFO, four business area managers, the Acquisition Manager, the head of the group's sustainability work and the head of strategy and corporate development, totalling 9 people. The executive team has been meeting twice a month to discuss the performance and financial position of the group and its subsidiaries, as well as issues relating to strategy, performance monitoring, forecasting and business development. Its duties also include issues related to acquisitions, joint projects, sustainability work, the group's financial reporting, communication with the stock market, internal and external information, and coordination and monitoring of safety, environment and quality.

Operational management

The group's operational activities are carried out at Sdiptech subsidiaries. There is active board work in all subsidiaries under the leadership of the business area managers. The boards of the subsidiaries monitor day-to-day operations and define business plans. Operations are conducted in accordance with the rules, guidelines and policies established by the group executive management team and the guidelines established by each subsidiary's board of directors. The heads of the subsidiaries are responsible for the performance of their respective companies, and for ensuring growth and development in their respective companies. The allocation of investment capital within the group is decided by the Board of Directors of the parent company Sdiptech according to an annually updated investment policy. Operational governance is characterised by clear demands from the group executive management and a great deal of freedom for each subsidiary to make decisions and act to achieve set targets.

Diversity policy

The Code of Business Ethics (Code of Conduct) established by the group's board of directors for the legal, fair and ethical treatment of employees, suppliers, customers and other stakeholders also includes guidelines on diversity. Sdiptech endeavours to ensure that group employees have equal opportunities for career development, training, remuneration, job content and employment conditions, regardless of gender or ethnicity. Where pay gaps exist between men and women, we work actively to close them. We also work towards a more equal gender balance in recruitment. We offer equal opportunities for employment regardless of race, religion, gender, age, disability, family circumstances or sexual orientation. The group's operational management ensures that the board's guidelines are respected and developed by being involved in the recruitment process.

The board of directors shall have an appropriate composition with regard to the company's operations, stage of development and other circumstances, characterised by diversity and breadth in terms of the expertise, experience and background of the members elected by the annual general meeting. Attempts must be made to ensure gender balance.

Board Member	Board of directors	Investment committee	Audit committee	Remuneration committee
Total number of meetings	17	2	6	1
Jan Samuelson	17	2		1
Johnny Alvarsson	17	2		1
Birgitta Henriksson	15		5	
Kristina Schauman	16		6	
Joakim Landholm	17			
Jakob Holm (from 19 May)	10			

Internal audit

The organisation shall continuously evaluate the functioning of internal governance and control and report any risk exposure, control shortcomings and actions taken to the audit committee and board of directors.

The board of directors is formally responsible for the company's internal governance and control of both financial and sustainability reporting in accordance with CSRD and sets limits and the company's appetite for risk. The board of irectors requires regular reporting (format, content and frequency) in order to monitor and assess the current state of the company's internal governance and control. The CEO is responsible for the day-to-day management of the company, and thus for the appropriate organisation of internal governance and control. This includes responsibility for designing the company's internal governance and control and evaluating the effectiveness of the organisation's internal governance and control system.

Based on identified risks, internal steering documents (policies and guidelines) are designed and implemented that describe the organisation's approach to managing the company's risks, compliance with applicable laws and regulations and the company's ethical behaviour in society. In accordance with the Swedish Code of Corporate Governance and listing requirements, internal steering documents are expected to be prepared, adopted and implemented in areas such as: corporate governance policy, finance policy, information policy and Code of Conduct.

Internal controls are designed to ensure that the company's strategies and goals are followed and that shareholders' investments are protected. It also aims to ensure that information provided to the stock market is reliable, relevant and in accordance with generally accepted accounting policies; and that there is compliance with laws, regulations and other requirements for listed companies throughout the group.

Sdiptech's board of directors has delegated the practical responsibility to the CEO, who has distributed the responsibility to other members of the group executive management and to managers at the business units. Control activities occur at all levels throughout the organisation. Monitoring is an integral part of management's ongoing work.

There are policies and guidelines for financial reporting, as well as automatic controls in the systems and a manual reasonability assessment of flows and amounts.

Corresponding processes are gradually being established or sustainability reporting in accordance with CSRD. These include data collection, validation and reporting of sustainability information and related internal controls in order to ensure accuracy, completeness and traceability.

The group executive management regularly assesses new financial risks and risks of errors in financial reporting. The executive reports its assessment of existing risks and any other relevant internal control issues to the board. The board may then call for further action if so deemed necessary.

The company shall have a process in place to evaluate the design and effectiveness of key controls in order to ensure the effectiveness of the company's system of internal governance and control.

Correct design: Sufficient controls are in place and properly designed/documented in order to manage the material risks. Furthermore, the controls are sufficiently documented in terms of why, how, when and who is to carry out the control.
Working: The controls are performed in accordance with the control design. To reach this conclusion, sufficient evidence is needed to show that the control was carried out, who carried it out and when.

The results are reviewed by the group's finance department, which, through the respective business area managers, proposes potential improvement measures to the companies concerned. Reporting also takes place to the group's audit committee, and the group's auditors note the results and in turn report their observations and recommendations to the audit committee and the whole board.

The board of directors shall annually evaluate the appropriateness of this procedure and, in consultation with the company's auditors, call for any changes to the internal control process. The board of directors also analyses Sdiptech's risk map at least once a year, summarising material risks, their impact and governing documents and processes. The focus is on material income statement and balance sheet items and areas where the consequences of any errors are likely to be significant. It is the board's opinion that an operation of the scale of Sdiptech in a decentralised organisation, in a limited geographical market, does not require a more extensive audit function in the form of an internal audit department.

Nomination committee

At the 2025 annual general meeting, the Chairman of the Board was instructed to contact the largest shareholders in terms of votes as at 30 September 2025 and ask them to appoint members to a nomination Committee. This nomination committee shall comprise three members. The Chairman of the Board shall be a co-opted member of the nomination committee and shall convene the meetings of the nomination committee. A nomination committee for the 2026 annual general meeting has now been appointed accordingly, comprising:

- Helen Fasth Gillstedt (representing Handelsbanken Fonder) – Chairman of the Nomination Committee
- Ashkan Pouya
- Alex Fortune (representing Blacksheep Fund Management)

The main duty of the nomination committee is to propose members of the board of directors, the Chairman of the Board and the auditors, as well as their fees, in such a way that the annual general meeting can make informed decisions. The nomination committee has access to information on the company's operations and strategic direction.

The nomination committee's proposals are published by the time of the notice to attend the annual general meeting and are also made available on the company's website together with a description of its work. The term of office of the nomination committee extends until the appointment of a new nomination committee. No fees are paid for the work of the nomination committee.

The board and the nomination committee's opinion is that the majority of the members of the board are independent in relation to the company and its executive, and that at least three of these members are also independent in relation to the company's major shareholders.

Proposals for profit distribution

Share premium reserve	2,098,583,237
Retained earnings	205,800,374
Profit for the year	-51,951,564
Total	**2,252,432,047**

The board of directors proposes the following appropriation of profits:

Profit/loss carried forward*	2,252,432,047
Total	**2,252,432,047**

*Of which SEK 2,098,583,237 is transferred to the share premium reserve.

Remuneration guidelines

Remuneration to senior executives
Sdiptech's policies for remuneration to senior executives mean that remuneration to the Chief Executive Officer and other members of the corporate executive can consist of basic salary, performance-related pay, pension, other benefits and financial instruments. Guidelines for remuneration to senior executives adopted by the 2024 annual general meeting and information on existing incentive programmes are presented in Note 7 of this annual report and are summarised below. Remuneration aims to be competitive, while also being aligned with shareholders' interests. Remuneration to executives shall consist of fixed and variable salary, the opportunity to participate in a long-term incentive programme, and pension benefits.

These components shall together create well-balanced remuneration that reflects individual skills, responsibilities and performance, in both the short and the long term, as well as the overall performance of the group. Performance-related pay must not exceed 50 percent of the fixed annual salary. Long-term performance-related pay in the form of shares and/or share-related instruments in the company may be paid through participation in long-term incentive programmes decided by the annual general meeting. Such programmes must be performance-based and conditional on continued employment with the group, and require personal investment from the participants.

Incentive schemes
The 2023 annual general meeting decided on a new incentive programme of Series B warrants for managers and senior executives. This programme comprises 350,000 warrants. Redemption is possible until 30 November 2026. The group received a total of SEK 11.6 million in equity through these options. 305,150 warrants series 2023/26 are outstanding as at 31 December, after repurchases. The subscription price for new class B shares subscribed for with the support of these warrants amounts to SEK 326.40 per share. A full description of the outstanding option programmes can be found in Note 7.

At the 2024 annual general meeting, a new incentive programme was approved for managers and senior executives, in the form of a long-term performance-based share programme that may include up to 50 employees within Sdiptech. Participants have invested in the group by investing in class B shares in Sdiptech AB (publ) ("savings shares"). Participants are given the opportunity to receive Class B shares, known as "performance shares", free of charge. For each savings share held, the company will grant participants a right to performance shares, meaning the right to receive up to three performance shares free of charge, provided that certain conditions are met. In addition to the requirement of the participant's continued employment and an intact savings shareholding during the vesting period, certain requirements are also imposed on the group's adjusted EBITA growth per average outstanding ordinary share.

The 2025 annual general meeting resolved on a new incentive programme of Series B warrants for managers and senior executives. This programme comprises 650,000 warrants over two series: (a) 325,000 warrants of series 2025/2028, (b) 325,000 warrants of series 2025/2029. Redemption is possible until 30 November 2028 and 30 November 2029 respectively. A total of 296,700 warrants of series 2025/2028 and 2025/2029 were outstanding as at 31 December 2025. The subscription price for new class B shares subscribed for with the support of these warrants amounts to SEK 268.30 per share or SEK 281.70, respectively.

Board of directors

JAN SAMUELSON
Chair since 2017
Year of birth: 1963

Jan has extensive experience of building medium-sized companies in several different industries, and has been active at all levels, from the operational to the role of active owner. He also has extensive experience of board work.

Education: MSc in business and economics from Stockholm School of Economics and a law degree from Stockholm University.

Other Board memberships: Including Chairman of the Board of Max Mathiessen AB

Previous positions: Senior Partner at Accent Equity Partners and Senior Vice President at EF Education.

Independent in relation to Sdiptech and its senior management
Independent in relation to major shareholders

Shareholdings: 326,000 class B shares

JOHNNY ALVARSSON
Member since 2016
Year of birth: 1950

Johnny has extensive experience of both senior positions and Board memberships at large listed companies.

Education: Degree of Master of Science in Engineering from Linköping University.

Other Board memberships: Board member of Beijer Alma and Chairman of the Board of Instalco, VBG and FM Mattsson Mora.

Previous positions: CEO of Indutrade, Elektronikgruppen and Zeteco AB, and has previously held several senior positions at Ericsson.

Independent in relation to Sdiptech and its senior management
Independent in relation to major shareholders

Shareholdings: 8,000 class B shares

BIRGITTA HENRIKSSON
Member since 2019
Year of birth: 1963

Birgitta is a partner at Fogel & Partners. Provides advice on strategic communication, sustainability and capital market issues.

Education: Degree in economics from Uppsala University.

Other Board memberships: n/a

Previous positions: Partner at Brunswick Group and Head of IR and Corporate Communications at Carnegie, where she also worked on corporate acquisitions and raising of capital.

Independent in relation to Sdiptech and its senior management
Independent in relation to major shareholders

Shareholdings: 4,600 class B shares

KRISTINA SCHAUMAN
Member since 2024
Year of birth: 1965

Kristina is a consultant with her own company and has extensive experience as CFO and financial advisor at a number of Swedish and international companies.

Education: Degree of Master of Science in Business and Economics from Stockholm School of Economics.

Other Board memberships: Member of the Board of Directors and Chairman of the Audit Committee of Afry, BEWi, Eleda, Uniwater and Ahlstrom Oyi. Member of the Disciplinary Committee of Nasdaq Stockholm

Previous positions: CFO for OMX AB, Carnegie Investment Bank AB, Apoteket AB and others, and CFO at Investor AB.

Independent in relation to Sdiptech and its senior management
Independent in relation to major shareholders

Shareholdings: 7,800 class B shares

JOAKIM LANDHOLM
Member since 2024
Year of birth: 1969

Joakim has extensive experience from senior positions in a number of different industries. He is currently Senior Vice President Commercial and Operations Development at SKF Group.

Education: Degree of Master of Science in Business and Economics from Stockholm School of Economics.

Other Board memberships: n/a

Previous positions: A number of senior positions, including CEO of Hector Rail, Chief Commercial Officer at Scandinavian Airlines AB, and Codan/Trygg Hansa, General Electric and Accenture.

Independent in relation to Sdiptech and its senior management
Independent in relation to major shareholders

Shareholdings: 2,943 class B shares

JAKOB HOLM
Member since 2025
Year of birth: 1971

Jakob has extensive experience in acquisitions and business development in various industries. Jakob is active in the field of Systematic Growth.

Education: Master of Science in Systems Engineering at KTH Royal Institute of Technology in Stockholm.

Other Board memberships: n/a

Previous positions: Several senior positions, including CEO of Sdiptech (until 2023) and founder of Axholmen. Jakob has also worked at General Electric and Accenture. As a result of his previous role as CEO, Jakob is seen as dependent in relation to the company. As a result of his involvement in Systematic Growth, Jakob is considered dependent in relation to the Company's largest shareholder, Ashkan Pouya, in terms of voting rights.

Shareholdings: 225,467 class B shares, 2,580 preference shares and 2,500,000 in nominal value of Sdiptech's bond (directly and via companies)

Holdings as at 31 December 2025

Group executive management

ANDERS MATTSON
President and CEO
Year of birth: 1980

Employed by Sdiptech: 2018
Anders has extensive experience of managing and developing organisations. Anders joins us from Munters, where he held a number of positions including global sales and marketing manager for one of the group's business areas and as CEO of an international subsidiary. He also started his career with five years as a management consultant.

Education: Degree of Master of Science in Engineering from Chalmers University of Technology.

Shareholdings: 23,003 class B shares and 125,000 warrants

BENGT LEJDSTRÖM
CFO
Year of birth: 1962

Employed by Sdiptech: 2018
Bengt has extensive experience in the financial sector, particularly in relation to listed companies with an intense acquisition agenda. Bengt has been CFO of Lagercrantz group and Intrum Justitia, and CFO and acting CEO of Acando. He has also worked as a management consultant and run his own businesses.

Education: Degree of Master of Science in Business and Economics from Stockholm School of Economics.

Shareholdings: 73,340 class B shares, 500 preference shares and 120,000 warrants

PETER HELSING
Head of M&A
Year of birth: 1973

Employed by Sdiptech: 2025
Peter has over 20 years of experience in M&A and joins us from Essity, where he has been Global Head of M&A since the company's IPO in 2017. Prior to that, he was Head of M&A at SCA. Peter started his career at KPMG, where he specialised as an M&A advisor, working primarily with clients in the small cap sector.

Education: Degree of Master of Science in Business and Economics from Örebro University.

Shareholdings: 2,260 class B shares and 0 warrants

MY LUNDBERG
Head of Sustainability & IR
Year of birth: 1988

Employed by Sdiptech: 2020
My has extensive experience of IR and strategic communication, both in Sweden and internationally. My has run her own company, worked as a head of marketing at media companies and as a consultant. My has also led diversity and gender equality initiatives at previous workplaces.

Education: Bachelor's degree in Economics from Mälardalen University and Università Cattolica del Sacro Cuore.

Shareholdings: 8,866 class B shares and 28,000 warrants

AMANDA BERNINGER
Head of Safety & Security
Year of birth: 1985

Employed by Sdiptech: 2022
Amanda has a broad and international background. She previously worked as Global Head of Strategy at ESAB and played a key role in the industry expansion of tech leader Neo4j. Amanda began her career as a management consultant at Roland Berger Strategy Consultants, focusing on M&A and growth strategies.

Education: Master of Science in Industrial Engineering and Management from Lund University.

Shareholdings: 447 class B shares and 10,500 warrants

DANIEL UNGE
Head of Supply Chain & Transportation
Year of birth: 1978

Employed by Sdiptech: 2025
Daniel has more than 20 years of experience at industrial companies, most of which were spent in the manufacturing industry. Daniel joins us from Hiab, where he was Global VP of Sales and Product Management. Before that, he was Global Director at Munters. Daniel began his career at Sobi Pharma and later spent 7 years working in sales and business management at Alfa Laval.

Education: Master's degree in Chemical Engineering from KTH Royal Institute of Technology.

Shareholdings: 0 B class shares and 75,000 warrants

Holdings as at 31 December 2025

Group executive management

ERIK LINDSTRÖM
Acting Head of Water & Bioeconomy
Year of birth: 1975

Employed by Sdiptech: 2017
Erik has more than 25 years of experience from commercial and operational roles within international organisations. He spent 19 years at AstraZeneca, where he began his career as a product specialist and then held several senior leadership roles in sales and regional management. Since 2017, he has been CEO of Medicvent, where he has led the company's strategic direction and operational development.

Education: Bachelor's degree in Business and Economics from the School of Business, Economics and Statistics at Umeå University.

Shareholdings: 7,000 Class B shares and 5,000 warrants

NICO VAN DER MERWE
Head of Energy & Electrification
Year of birth: 1977

Employed by Sdiptech: 2026
Nico is an experienced international business leader, having previously served as CEO for the UK and Ireland and Senior Vice President for Western Europe at Signify. He has extensive experience of driving commercial growth and business transformation in several European markets. Before working at Signify, Nico spent over 15 years at Schneider Electric, where he held several senior positions across Europe.

Education: Degree in Business Administration and Financial Management from the University of Johannesburg.

Shareholdings: 0 class B shares and 0 warrants

PETER STEGERSJÖ
Head of Strategy & Corporate Development
Year of birth: 1989

Employed by Sdiptech: 2017
Peter has extensive experience of corporate acquisitions, business development and business transformation. He has played a key role in driving acquisition-driven growth, strengthening the company's M&A capabilities and shaping its long-term strategic direction. Peter began his career as a management consultant at Arthur D. Little.

Education: Master of Science in Industrial Engineering and Management from Chalmers University of Technology and ETH Zurich.

Shareholdings: 0 class B shares and 22,500 warrants

Auditor

Öhrlings PricewaterhouseCoopers AB

ANNA ROSENDAL
Authorised Public Accountant
Born 1975

Signatory auditor at Sdiptech since 2020.

Other audit assignments at listed companies:

Sandvik, Nobia and Boliden

Risk management

The group and the parent company are exposed to various types of risks through their international activities; mainly market-related, strategic, operational, regulatory, IT and cyber risks, AI and financial risks. These risks are deemed to be of a similar nature for both the group and the parent company. Financial risks consist of interest rate risk, credit risk and financing risk. See Note 18 for more detailed information on financial risks. See the corporate governance report for the company's risk management.

Market-related risks
Sdiptech is a technology group whose main focus is to offer high value to customers in the infrastructure sector by providing high quality technologies, solutions and services to both the public and private sectors, mainly in Europe. Macroeconomic factors such as growth, general economic development, population growth, interest rates and changes in political or regulatory conditions may adversely affect the company and the demand for the group's services and products. An economic downturn may affect factors such as the ability to invest and the willingness to pay that are required in order to maintain demand for the group's products and services.

Global trade and financial markets have been affected since Russia's invasion of Ukraine in 2022, but the group's direct business exposure to the region is limited and demand has remained stable to date. The long-term economic impact is dependent on the evolution of the crisis and political measures.

Heightened tensions in the Middle East have had a limited impact to date, but the recently initiated war in Iran and the region could affect logistics chains and result in delays in customer and supplier deliveries. Increased oil and energy prices, as a result of the war, may also affect the group's cost base.
Currently, inflation in the group's key geographical regions has slowed, leading a number of central banks to reduce their policy rates. and, in some cases, to lower them. However, the future is uncertain in respect of which interest rate levels will prevail in the longer term. This affects the group insofar as loan interest rates are variable.

All in all, the current geopolitical and macroeconomic situation implies increased uncertainty for global markets, which may affect the group's business both directly and indirectly. The company is monitoring developments closely and taking ongoing action to manage any risks and minimise the impact on its operations.

Strategic risks
The group has communicated financial targets and intends to make further acquisitions and business expansions in the coming years in order to achieve these targets. The group is aligning – and intends to continue to align – its financial position, leverage and operational infrastructure with its financial objectives and expansion strategies.

Whether Sdiptech can successfully implement its strategy depends on factors such as the company's ability to identify and correctly evaluate potential acquisitions and market conditions. The group's expansion is also reliant on its ability to finance acquisitions and/or operations on terms acceptable to the company.

The company has its own acquisition team so as to ensure that Sdiptech has control over the acquisition processes and the inflow of new potential acquisition candidates. Today, Sdiptech uses its own staff for the processes of identifying new candidates, as well as the processes of performing acquisitions from first contact to contract signing. This has proven particularly successful in that Sdiptech is often the first party, before Sdiptech's competitors, to contact the company and the entrepreneur in question, which leads to an in-depth discussion with the seller on an exclusive basis, providing a good opportunity to perform the acquisitions on reasonable terms for both parties.

Operational risks
Operational risks in Europe relate to daily activities such as supply chain management, production processes and human resources.

Sdiptech's decentralised organisational structure, where each subsidiary holds significant responsibility for its own operations, places stringent demands on financial reporting and monitoring.

The accuracy of this reporting and monitoring is crucial, and any shortcomings in these areas may result in inadequate governance and control over the group's overall operations. Sdiptech implements an active board structure and applies common policies and guidelines for all subsidiaries in order to manage these operational risks and ensure consistent governance. This structured board work provides an overall direction and creates a consistent understanding of the company's overall goals and strategies.

Sdiptech's success and continuous development are closely interlinked with the ability to both retain experienced staff with specific skills and recruit talented new individuals. Within Sdiptech, key individuals are identified among senior executives and other employees who play a key part in the company's success. The risk of one or more of these key individuals leaving the group at short notice is identified as a possible but not significant operational risk.

Sdiptech has implemented strategies and initiatives in order to address these challenges and minimise potential negative impacts on the company's financial position and performance. This includes active efforts to create a favourable working environment and offer development opportunities for staff. Sdiptech endeavours to be an attractive employer, a group where employees enjoy working and where they have opportunities for development within the group.

Sdiptech has established Sdiptech Academy, an internal training platform, to further promote knowledge transfer and development within the organisation. This training platform seeks to reinforce the internal knowledge base, ensure further development of employees and refine the corporate culture.

Regulatory risks
Sdiptech's activities are subject to numerous complex laws, rules and standards, as well as processes and decisions. A number of Sdiptech's subsidiaries are subject to different types of certification. The group operates in niche cooling applications and electrification, for instance, which exposes Sdiptech to a number of complex regulations. The company may acquire other companies operating in industries where certification is required. Accreditation places stringent demands on the company wishing to operate, and independent audits of the competences and working practices of accredited companies are carried out by accreditation bodies on an ongoing basis. An operational deficiency may lead to withdrawal of the relevant accreditation.

There is a risk that the group's existing authorisations will be withdrawn, restricted or not renewed if the company's interpretation of the applicable regulations proves to be incorrect, or if the company violates the applicable regulations due to deficiencies in its operations or changes in the regulations, which can sometimes occur at short notice. This could result in the group being subject to fines or administrative sanctions and related negative publicity, which in turn could have an adverse effect on the group's business, profits and financial position.

Time and resources are devoted to identifying and understanding them applicable laws and regulations to ensure that Sdiptech complies with them. Using the decentralised corporate governance model, each unit takes responsibility for staying up to date, which they are best placed to do through their daily contacts with customers, suppliers and authorities. This also means that Sdiptech's business units can be quick to market with new solutions and services that are adapted to any new requirements and guidelines.

IT and cyber risks
Digital risks are constantly on the increase throughout society. Like most companies, Sdiptech is reliant on various information systems and other technologies to run and develop its operations. Unplanned downtime and cybersecurity incidents such as ransomware attacks, sabotage and other cybercrimes, can result in both loss of revenue and high costs to remedy the situation and restore an operation. IT incidents or cyber incidents among third parties such as suppliers or customers could affect Sdiptech's delivery capacity and earning capacity. Sdiptech conducts regular risk analyses in order to ensure its IT environments are stable and prevent incidents. Additionally, regular maintenance and IT security reviews are carried out at group and subsidiary level. The risks are limited by the decentralised organisational model, where the individual subsidiaries work with individual solutions and separate IT infrastructures. Sdiptech also engages external IT experts to ensure that the security level is adapted and updated on the basis of the current threat scenario and growing cybersecurity demands.

AI
The use of AI is growing at an incredible pace, and Sdiptech is evaluating and identifying potential opportunities and risks related to the use of AI in its operations. These risks may include incorrect implementation, vulnerabilities in AI algorithms or the possibility of unintended consequences.

Sdiptech is analysing threats to our AI systems, which may include attacks on AI models, manipulation of training data or attempts to sabotage AI-based systems. We are also considering the integrity and quality of the data used when our AI models are involved in decision-making processes.

Sdiptech works actively with training in the field of AI through Sdiptech Academy, thereby ensuring that staff are aware of the specific security risks and best practices for working with AI.

Financial risks
Sdiptech is exposed to financial risks of various kinds through its activities. For a detailed presentation, see Note 18. In other respects, it may be noted:

Liquidity risk and financing risk: Sdiptech's acquisitions of companies and businesses are partly funded through loans from external lenders and the issuing of bonds linked to sustainability. The interest costs for this are a significant cost item for the group.

Sdiptech's ability to make payments in accordance with the group's financing and to finance planned investments is reliant on the company's future ability to generate cash. If Sdiptech cannot generate sufficient cash flow to make payments in accordance with its obligations and meet other commitments, the company may be forced to restructure or refinance all or part of the company's financing, sell important assets or operations or raise additional loans or additional equity.

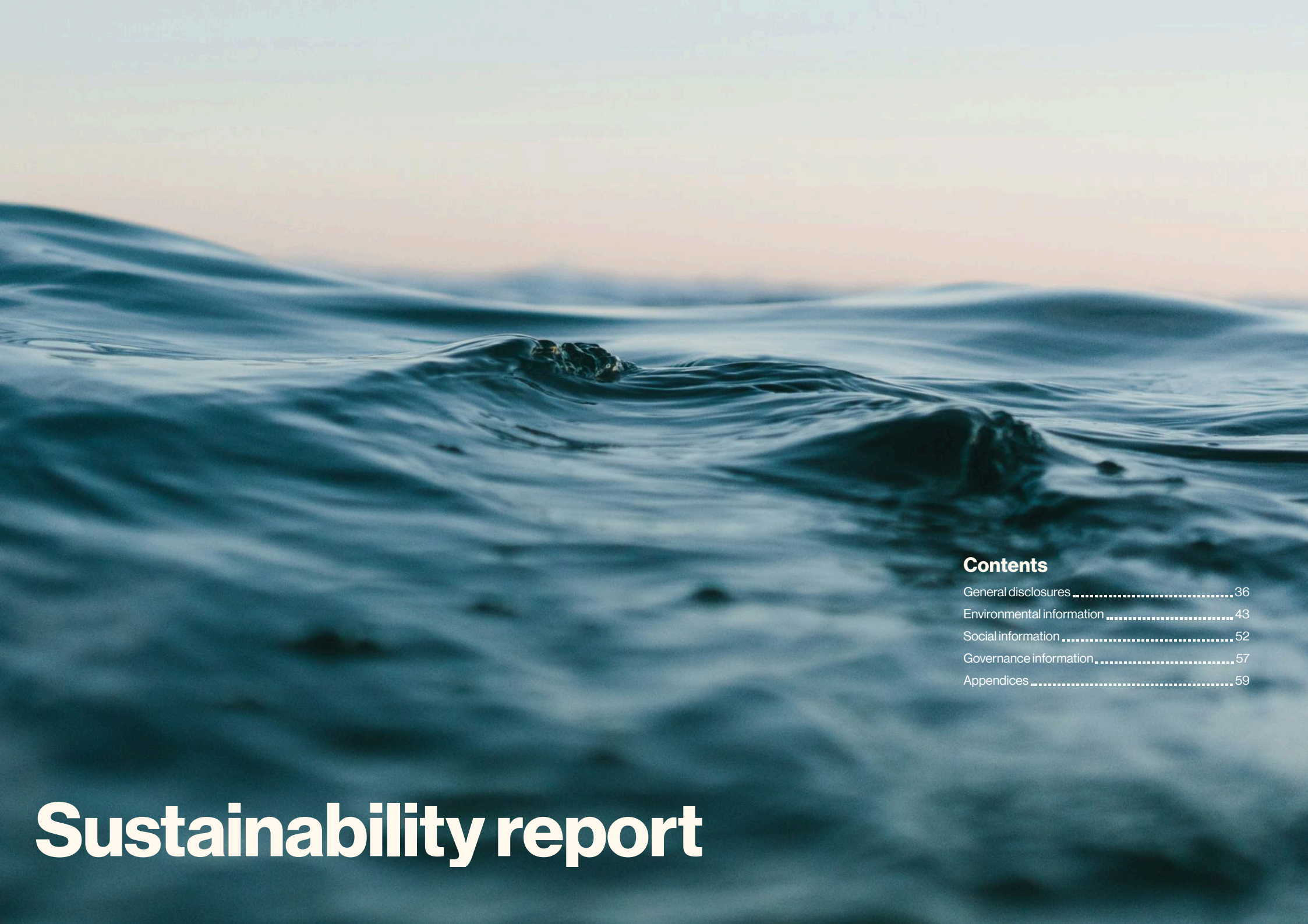
Sdiptech carries out liquidity monitoring and planning at both local and central level to ensure access to financial resources. New credits are procured centrally and made available to the group's units through a multi-currency cash pool, among other things. This allows Sdiptech to ensure centrally that units that need financial resources can access them on reasonable terms, and also that units with excess liquidity can invest it on favourable terms in the short term.

Interest rate risk: Changes in market interest rates and credit margins affect net interest income. Therefore, there is a risk that changes will have a negative cash flow impact on Sdiptech in the future. The impact of higher interest rates can be minimised by not borrowing more than necessary and centralising all credit exposure to financial institutions. The group also has interest rate swap agreements: see Note 18 for more information.

Currency risk: Exchange rate risk involves the fact that changes in exchange rates impact on the group's earnings, balance sheet and cash flow. The risks arise in connection with transactions in foreign currency, which arise when the group makes purchases and sales in foreign currency, and when assets and liabilities are held in foreign currency. Sdiptech can reduce the effects of currency fluctuations by balancing the assets in foreign currency against liabilities in corresponding currencies, and by entering into agreements on currency futures.

Customer and counterparty risk: Risk exposure to customers is continuously assessed within the group; the credit risk is varied, as the customer base within the group ranges from private to government operations. The group's exposure to individual customers is small, and risk diversification is deemed to be good.

Bad debt losses are rare as Sdiptech's customers are mostly large, stable counterparties, such as public authorities, government agencies and companies and other major stakeholders in the infrastructure sector. Credit checks and, in some cases, payment plans with advance payment are implemented to ensure that even small customers are able to pay.



Sustainability report

Contents

General disclosures 36
Environmental information 43
Social information 52
Governance information 57
Appendices 59

ESRS 2 General disclosures

BP-1 General basis for preparation of the sustainability statement

Sdiptech's sustainability report has been prepared in accordance with the Swedish Annual Accounts Act (ÅRL), European Sustainability Reporting Standards (ESRS) and the EU Taxonomy Regulation. The report has been prepared on a consolidated basis and covers the same group as the financial statements. The sustainability report has been reviewed by Sdiptech's auditor in accordance with applicable regulations. Beyond this review, no further external validation has been carried out.

The report covers Sdiptech's own operations, as well as upstream and downstream parts of the value chain where the double materiality assessment has identified material sustainability impact or risks. A significant part of the group's sustainability impact arises in the supply chain and in its own operations, while downstream impacts are due to a greater extent to customers' use of products and services as well as prevailing market conditions.

In some cases, collection of data from the value chain may be limited by access to reliable information. Sdiptech therefore continuously works to develop processes, methods and data quality for value chain reporting, with particular emphasis on material sustainability matters.

Sdiptech has not applied the option to omit specific information regarding intellectual property rights, know-how or results of innovation, and the group has not identified any such information that would require exclusion from sustainability reporting.

Sdiptech has not omitted any information from the sustainability report on the grounds that it relates to commercially sensitive information, impending developments or matters subject to ongoing negotiations.

SBM-1 Strategy, business model and value chain

Business model
Sdiptech is a technology group focusing on the infrastructure sector that acquires and develops market-leading niche companies with products and services for safer, more sustainable and efficient societies. The group operates in a decentralised governance model where business units have close customer contact and responsibility for their operational activities, while the group provides strategic support and resources.

The main product and service groups include technical components and systems for transport and logistics flows, energy distribution and electrification. This also includes water and bioeconomy solutions, as well as safety and security solutions. The operations also include related services such as installation, operation, maintenance and servicing. The group's main customer groups are industrial stakeholders, operators of critical infrastructure and public organisations. The main markets in which the group operates are in Europe, with particular emphasis on the Nordic countries and the United Kingdom, as well as selected segments in the rest of Europe.

Information on the number of employees is reported in section S1-6 and refers to the number of employees at the end of the reporting period.

Strategy linked to sustainability
Sdiptech aims to be a long-term owner and continuously develop its business units. That is why sustainability aspects form an integral part of the group's strategy and are taken into account in the ongoing work of acquiring, owning and developing companies. Sdiptech continuously considers the impact of material sustainability issues on its own business model and the business models of its business units, both in terms of managing risks and negative impacts as well as identifying business opportunities.

The group operates in the infrastructure market, which is characterised by long-term structural drivers such as outdated and underinvested infrastructure, population growth, electrification and digitalisation, as well as increased regulatory environmental and sustainability requirements. These trends are creating business opportunities for Sdiptech in the fields of energy efficiency, electrification and efficient use of water and chemicals, for example. Overall, the group's current products, services, markets and customer relationships are considered to be highly compatible with Sdiptech's sustainability focus. That said, there are challenges related to variation in sustainability maturity between business units as well as dependencies in the value chain, particularly in the supply chain. For potential acquisitions, a process is applied which involves analysing sustainability-related risks and opportunities.

When a new business unit becomes part of Sdiptech, the corporate executive and employees are introduced to group-wide governance documents. The management of each business unit is responsible for addressing material sustainability matters in line with the decentralised governance model.

However, all business units are covered by group-wide frameworks and goals, as well as ongoing reporting and follow-up in close communication with Sdiptech's head office. The decentralised governance model entails varying conditions and levels of maturity in sustainability work, which necessitates clear common guidelines and constant monitoring.

Value chain

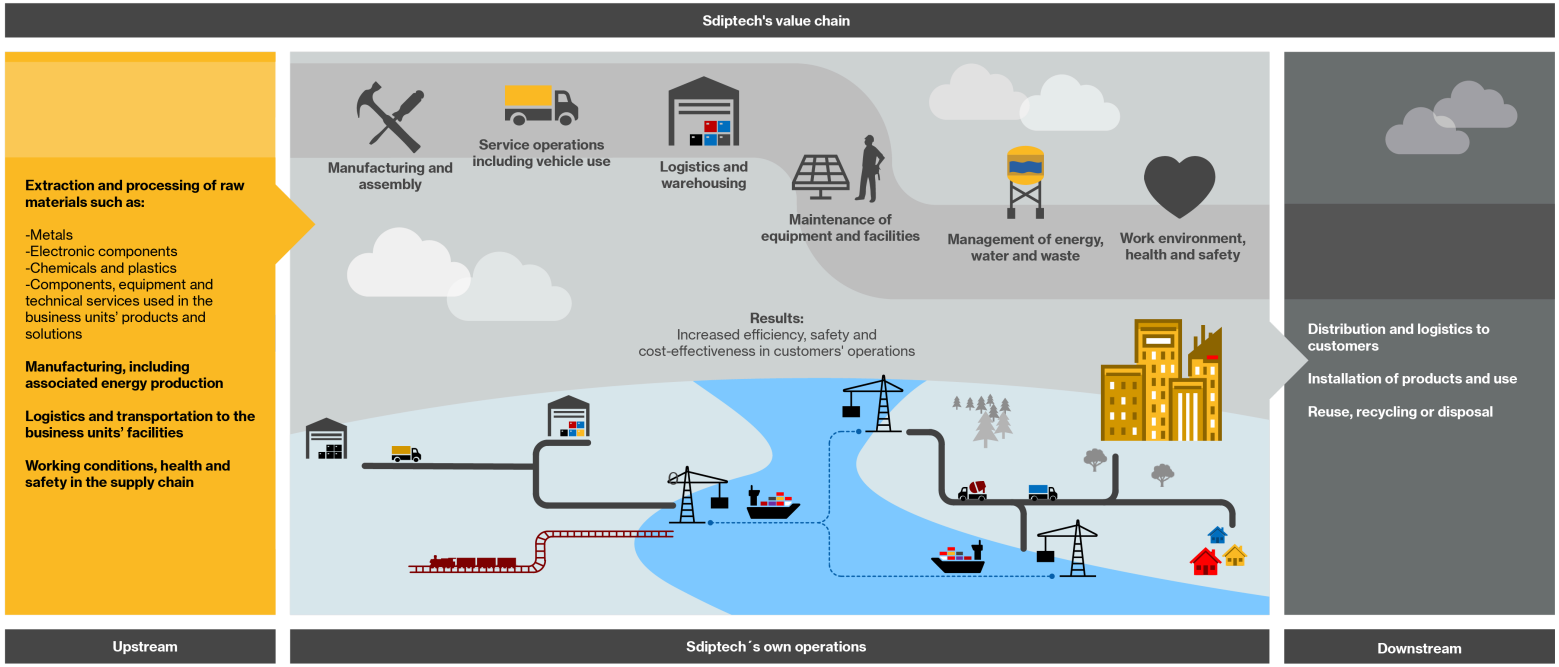
The group's value chain is complex due to the fact that Sdiptech's business units operate in several geographical markets and infrastructure sectors. It includes both upstream activities in the form of suppliers of materials, components and services and downstream activities such as the delivery, operation and maintenance of technical solutions at customer sites.

Upstream

The upstream part of the value chain – the supply chain, that is – comprises several stages: extraction and processing of raw materials, manufacturing including associated energy production, and logistics and transport to the business units' sites. The main inputs in the supply chain comprise raw materials such as metals, electronic components, chemicals and plastics, as well as components, equipment and technical services used in the business units' products and solutions.

Extraction and processing of raw materials primarily refer to key input materials in the business units' operations. These activities are associated with significant environmental and safety risks. Extraction often requires a great deal of energy and water and particularly in the case of mining, may lead to habitat loss and negative impact on biodiversity. The production of goods and components by suppliers also causes emissions to air and water and generates greenhouse gas emissions . Besides environmental risks, there are also social risks linked to labour conditions, health and safety in the supply chain. In some geographical areas, there are also risks of human rights abuses, including the occurrence of child labour or forced labour. There are also governance-related risks, such as lack of business ethics, corruption and limited traceability in the early stages of the supply chain.

Sdiptech works systematically to increase transparency in the supply chain and manage identified risks. The work includes a group-wide supplier code of conduct, risk-based supplier assessments and follow-up.



Own operations

Own operations comprise the operational activities of Sdiptech's business units, including manufacturing and assembly, service activities with associated vehicle use, internal logistics and warehousing, maintenance of equipment and facilities, and management of energy, water and waste. Employees and the development of the internal workforce's expertise are also included in the company's own operations.

Material environmental impact arises within the group's own operations, primarily from greenhouse gas emissions generated by production, energy use and transport. The group's own operations also involve significant social risks, in particular related to occupational health and safety.

Sdiptech works at an overall level to reduce environmental impact and strengthen the work environment and safety within its own operations. Its own operations include technical products and solutions that are used in critical infrastructure, industrial processes and essential functions.

Downstream

The downstream part of the value chain covers activities following the delivery of products and solutions, including distribution and logistics to customers, installation of products and the utilisation phase. It also includes end-of-life management of products through reuse, recycling or disposal.

Sdiptech's customers are mainly stakeholders in industry, infrastructure and the public sector, the products being used in mission-critical applications. The products help to increase efficiency, safety and reliability in customers' operations.

Significant environmental impacts occur in this part of the value chain, mainly linked to greenhouse gas emissions during the use phase of products and solutions.

That is why the energy consumption and performance of the products in use by customers are of significant importance for their overall climate impact over their life cycle.

Risks related to product safety and compliance may arise at this stage. Incorrect or improper use and handling of products may result in safety risks and accidents, which can affect both the customers' operations and Sdiptech's responsibility as a supplier.

Circularity is a key area in the latter part of the value chain, where the lifespan, repairability and recyclability of products affect resource use and waste generation. Sdiptech works comprehensively to reduce environmental impact and manage risks in this part of the value chain by means of product development, energy-efficient solutions and circular business models.

GOV-1 The role of the administrative, management and supervisory bodies

Sustainability governance
The board has overall responsibility for Sdiptech's business strategy, with sustainability is an integral component. Together with the group management, the board ensures that the group's most material sustainability matters are managed effectively and that the targets defined in the sustainability strategy are met. The board monitors how the group identifies, assesses and manages material impacts, risks and opportunities linked to sustainability.

Allocation of responsibilities for sustainability
The board has ultimate responsibility for the group's sustainability framework, including group-wide policies, the materiality assessment and strategic priorities in respect of sustainability. The audit committee reviews and oversees sustainability reporting, compliance with applicable regulations and the effectiveness of internal control and risk management relating to material impacts, risks and opportunities.

The group management has operational responsibility for driving, coordinating and monitoring sustainability work in line with the board's guidelines. This includes compiling and analysing sustainability information, monitoring identified risks and reporting to the board. Hence, sustainability reporting is covered by the group's regular internal governance and control. Sdiptech's Head of IR & Sustainability leads and develops sustainability work at group level and reports to the CFO.

The composition, skills, experience and diversity of the Board and the group management are presented in the corporate governance report. It also discloses board members' independence and responsibility for monitoring, measurement and control of the undertaking's impacts. Overall, the board and the group management are considered to have the competence required to oversee the group's material sustainability matters. This is ensured through the board's collective experience, ongoing reporting from the group management and support from specialist functions. Competence development in sustainability is currently integrated into ordinary governance and through consideration of sustainability matters by the board and the group management. Quantitative metrics on gender distribution and other diversity aspects of the board and the group management are presented in section S1-9.

Sustainability-related policies
All sustainability-related group-wide policies within Sdiptech are adopted by the board. Sdiptech's code of conduct provides central guidelines for how Sdiptech conducts its business in an ethical manner and in accordance with applicable laws and regulations. Besides the code of conduct, there are group-wide policies that collectively create a clear framework for sustainability work. In line with Sdiptech's decentralised governance model, the CEO of each business unit is responsible for ensuring that operations are conducted in accordance with the group's policies. The business units may supplement the group-wide policies with their own guidelines where these are not covered at group level; to address local legal requirements, for example.

The role of governing bodies in business conduct
The board has overall responsibility for ensuring that the group's activities are conducted in accordance with good business practice and the group's principles of business conduct. This includes establishing, reviewing and monitoring the code of conduct and other policies in respect of business ethics and compliance. The board monitors how risks related to business conduct are managed and is regularly informed of material matters, including any non-conformances and actions undertaken. The group management is responsible for the operational implementation of the board's guidelines and ensures that the code of conduct and related policies are communicated, applied and monitored within the group's business units.

GOV-2 Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies

The board, the audit committee and the group management are continuously informed about Sdiptech's sustainability-related impacts, risks and opportunities through reports from the Head of IR & Sustainability and the CEO.

Sustainability matters are addressed by the group management on an ongoing basis and form an integral part of the group's governance. The identified sustainability-related matters are taken into account in strategy planning, the risk management process and major decisions, such as acquisitions and investments, and thus form part of the basis for strategic decision-making. The board sets overarching sustainability targets and policies, while the group management is responsible for operational follow-up and reporting back to the board as part of the ongoing sustainability reporting. During 2025, the board addressed aspects such as the double materiality assessment and adopted an updated group-wide environmental policy.

Further information on how the undertaking's administrative, management and supervisory bodies are informed about and address sustainability matters is provided in the Corporate Governance Report.

GOV-3 Integration of sustainability-related performance in incentive schemes

Sdiptech's remuneration guidelines regulate the remuneration of the group management and link it to Sdiptech's business strategy, including sustainability work, long-term interests and long-term shareholder value. Sustainability-related performance targets are included in the variable remuneration for the CEO and other members of the group management. Remuneration to the board is not performance-based and therefore not covered.

For 2025, 10 percent of the variable remuneration to the group management was linked to the sustainability-related performance target relating to climate reduction. Sdiptech's board, through the Remuneration Committee, establishes and updates the terms of the remuneration guidelines, and the board together with the group management, has established processes for establishing, reporting and monitoring sustainability-related goals. Progress and any risks are reported annually in Sdiptech's sustainability report. More information on remuneration and incentive programmes can be found in the Corporate Governance Report.

GOV-4 Statement on due diligence

Sdiptech applies a risk-based due diligence process that is integrated into the group's governance, strategy and business model. This process aims to identify, prevent, mitigate and manage actual and potential negative impacts on people and the environment, as well as related risks and opportunities in its own operations and in the value chain. Due diligence is an integral part of the annual double materiality assessment, the overall risk management process and the business planning and acquisition processes. Identification and assessment of risks and impacts is supported by internal analyses, external risk indices, business strategy and discussions with relevant stakeholders.

The management of identified risks and negative impacts is governed by group-wide policies and the code of conduct. The work also includes risk-based follow-up of suppliers, as well as local actions at the business units. Monitoring takes place by means of regular reporting, internal control and reporting back to the group management, the audit committee and the board. A whistleblowing channel is available to both internal and external stakeholders. The board has overall responsibility for the process, while the group management is responsible for operational implementation and the sustainability department coordinates monitoring and reporting.

An overview of how due diligence information is reported in the sustainability report, including references to relevant ESRS disclosures, can be found in Appendix 1.

GOV-5 Risk management and internal controls over sustainability reporting

Sdiptech has established a structure for risk management and internal control over sustainability reporting in order to ensure that reported sustainability information is accurate, complete and prepared in accordance with CSRD and ESRS. This framework is integrated into the group's overall internal control system and includes clear roles and responsibilities, standardised procedures and preventive and detective controls.

Risk assessment of sustainability reporting is conducted in a structured manner and at least annually, and when necessary in the event of changes to reporting requirements or operations. The assessment focuses on risks related to data quality, access to reliable information in the value chain, methodological application and compliance with ESRS requirements. The operational reporting process is coordinated by a centralised sustainability and finance team and supported by common digital tools and controls. The results of risk assessments and internal controls are integrated into the relevant internal functions and followed up through regular reporting to the group management, the audit committee and the board of directors.

SBM-2 Interests and views of stakeholders

Sdiptech conducts structured and ongoing dialogue with the group's most important stakeholders as an integral part of governance, strategy and sustainability work. The purpose of the stakeholder dialogue is to understand expectations and perspectives and to identify and assess material sustainability-related impacts, risks and opportunities in the group's own operations and in the value chain.

The group's main stakeholders are customers, employees, investors and suppliers. Dialogue takes place continuously in forms adapted to each stakeholder group and is mainly conducted through the business units, supplemented by group-wide forums and processes.

Results from stakeholder dialogues are taken into account in the double materiality assessment and the identification, prioritisation and follow-up of material sustainability matters. These views are also used to inform business planning, policy development and development of the group's sustainability programme. The board and the group management are regularly informed of material views and stakeholder perspectives by means of reporting in the context of sustainability reporting, materiality assessment and strategic decision-making processes.

To date, the stakeholder dialogue has not resulted in a need for fundamental changes to the business model, but it does continuously contribute to how the group develops its offering, its ways of working and its sustainability priorities.

Stakeholders	Forums for dialogue	How feedback is taken into account
Customers	Ongoing dialogue via the business units	Customers are continuously engaged through operational activities. Feedback mainly relates to quality, functionality, sustainability and development of offerings and is taken into account in product and service development as well as business planning.
Employees	Ongoing dialogue and internal forums	Feedback relates to aspects such as the work environment, development and leadership and is used in improvement work. A whistleblowing function is available.
Investors	Ongoing dialogue, as well as formal and informal meetings	Dialogue on sustainability strategy, material impacts, risks and opportunities, as well as follow-up of sustainability targets and reporting.
Suppliers	Dialogue via the business units	Engagement through business dialogues, monitoring and sustainability requirements. Risks are managed through Codes of Conduct, ESG surveys, audits and dialogue.

IRO-1 Description of the process to identify and assess material impacts, risks and opportunities

Double materiality assessment process
Sdiptech applies the principle of double materiality in accordance with ESRS. The group identifies and assesses sustainability-related actual and potential impact, risks and opportunities on the basis of both the impact on people and the environment and the potential financial effects for the group. This assessment covers all ESRS sustainability areas and is based on a structured analysis of the business model, the value chain, geographical exposure and the nature of operations.

Risk-based mapping of the group's assets, operations and business activities is conducted as an integral part of the process to identify actual and potential environmental impact, risks and opportunities in its own operations and upstream and downstream in the value chain.

This mapping covers water and marine resources, biodiversity and ecosystems, as well as resource use and circular economy.

The assessment is based on the business units' activities, geographical exposure, known industry risks and regulatory conditions. It is supported by internal business data, group-wide risk assessments, geographical and industry-specific risk profiles, as well as external sources of knowledge and documented assumptions in instances where primary data are unavailable. Forward-looking analyses and science-based scenarios are also considered where appropriate.

Results from the group's due diligence processes, including risk-based supplier assessment, ESG due diligence on acquisitions actual and potential impacts, risks and opportunities in the context of the double materiality assessment, as well as the follow-up of identified nonconformances, constitute a key foundation for the identification and assessment of the materiality assessment.

The double materiality assessment is conducted annually and updated as necessary, for example in the event of acquisitions, significant changes in the group's business structure or emerging risks. The process is integrated into the group's overall risk management and covers the entire value chain. The results are documented, quality-assured and approved by the group management and form the basis for prioritisation of the group's material sustainability matters. The methodology, thresholds and classification of material sustainability matters are established and applied within the framework of the group's established governance, risk management and internal control processes and are reviewed as necessary. The methodology has remained largely unchanged compared with the previous reporting period, with an in-depth analysis of value chain-related risks.

Involvement of stakeholders
The double materiality assessment is carried out with the involvement of both influencing stakeholders and users of the sustainability information. Influencing stakeholders mainly include internal functions such as the group management, business area managers and business unit representatives, who contribute knowledge about the actual and potential impacts of operations on people and the environment. Users of the information include investors, lenders and other financial stakeholders, for instance, whose perspectives are taken into account when assessing financial risks and opportunities. Stakeholder dialogue is taking place through structured internal workshops and dialogues, and by taking into account external expectations, regulatory developments and market signals. External expertise is used where necessary to strengthen the analysis of complex sustainability risks, particularly those linked to the value chain. No separate consultations specifically for the assessment of resource use and circular economy have been carried out with affected communities, as the nature of the activity is not considered to have any direct significant impact on local communities in this area.

Methods, data sources and assumptions
The double materiality assessment is based on a combination of qualitative and quantitative methods and is informed by group-wide risk assessments, business strategy, internal operational data, external information sources and stakeholder dialogues.

The analysis of value chain-related risks is supported by geographical and industry-specific risk profiles. When primary data are unavailable, documented and reasonable assumptions based on established industry practice and external statistics are used to ensure comparability and decision relevance.

Assessment criteria and thresholds
Identified environmental, social and governance impact, risks and opportunities have been analysed within the framework of the double materiality assessment, on the basis of established criteria and five-point scales. The assessment covers both actual and potential impact on people and the environment, as well as financial risks and opportunities for the group. Actual impacts are assessed on the basis of observed or documented effects in the organisation's own operations or value chain, while potential impact is assessed on the basis of the likelihood and severity of its occurrence.

The assessment of negative impacts takes into account the scale, extent and irreversibility of the impact, while the assessment of positive impacts is based on the extent and likelihood of the impact. These variables are consistently applied in the calculation methodology to allow comparable prioritisation between different types of impacts.

Negative impact on the environment and people, including issues related to labour conditions, human rights, health and safety, and impact on affected communities, are assessed on the basis of the criteria of scale, scope and irreversibility. Positive impact is assessed on the basis of likelihood and magnitude, while financial risks and opportunities are assessed on the basis of likelihood and potential financial impact on the group's results, financial position and cash flows. Identified actual and potential impact forms the basis for identifying sustainability-related risks and opportunities. These are analysed as consequences of, or dependencies on, this impact and are thus considered in both impact and financial materiality assessment.

For each identified impact, risk and opportunity, an overall score has been calculated by weighting and combining the relevant assessment criteria in accordance with the group's established methodology. The overall score has been compared against set thresholds to determine whether a matter is classified as material and therefore subject to reporting.

Financial risks and opportunities have been assessed over the short, medium and long term in line with the group's strategic planning horizons. The time horizons are used to distinguish risks and opportunities with immediate impact from those that are expected to materialise over time and are considered in the prioritisation of material matters.

The assessment of risks and opportunities is based on a combination of probability and potential impact, where impact refers to the expected size and nature of the risk or opportunity in relation to the group's operations and financial position. The results are used for prioritisation of identified risks and opportunities and to ensure consistency with the group's overall risk management process.

Climate-related impact, risks and opportunities in the assessment process
As an integral part of the double materiality assessment, Sdiptech has identified and analysed climate-related impact, risks and opportunities in accordance with ESRS and the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD). The analysis covers both physical and transition-related climate risks and opportunities in the group's own operations and along the value chain, and has been carried out in the short (0–3 years), medium (3–10 years) and long term (over 10 years), in line with the group's strategic planning and investment horizons.

To support the assessment, forward-looking climate scenario analyses based on IPCC Representative Concentration Pathways (RCPs), including a low-emission scenario (RCP 2.6) and a high-emission scenario (RCP 8.5), have been carried out. RCP 2.6 is based on a scenario where global climate action is implemented in line with the Paris Agreement and the global temperature increase is limited to around 1.5 °C, implying increased transition requirements but lower long-term physical climate risks. RCP 8.5 is based on a scenario of limited global climate action and continued high emissions, resulting in increased physical climate risks such as extreme weather events, while transition risks are lower in the short term.

In the light of these scenarios, Sdiptech has used the analysis to identify relevant climate-related hazards and to assess the exposure and sensitivity of assets, business units and the value chain over time.

As part of this process, the company's own operations and value chain have been analysed to identify which activities, processes and business models are associated with significant emissions and sources of emissions and how these are affected under different climate scenarios. The analysis has covered both direct and indirect emissions, as well as transition-related factors such as energy use, regulatory changes, changing customer requirements and risks related to physical climate, including extreme weather.

As a result of this analysis, Sdiptech has identified a number of relevant physical climate-related hazards that may affect the group, mainly indirectly through the value chain. Examples of identified physical risks include rising average temperatures, increased water levels and flooding, and more frequent and intense storms. These risks may lead to disruptions in supply chains, impacts on production and logistics flows, and increased costs for facilities, infrastructure and insurance.

In parallel with the analysis of physical climate risks, Sdiptech has also identified and analysed transition-related events that may affect the group's business units and the value chain. Examples of such changes include climate-related regulations and policy instruments, increased demands for energy efficiency and reduced emissions, changing customer and investor requirements, and technological shifts linked to electrification and integration of renewable energy.

As part of the analysis, Sdiptech has analysed the extent to which the group's assets, business units and business models are exposed and sensitive to these changes, taking into account probability, potential impact and time horizon. The analysis shows that transition risks can mainly arise indirectly through changes in energy prices, regulations and demand patterns in the value chain, but that these are not currently deemed to give rise to significant exposure at group level.

Overall, the analysis indicates that physical climate risks may occur indirectly in the value chain, but that the group's overall exposure and vulnerability is deemed to be limited on the basis of its business model, geographical presence and the business units' operations.

Sdiptech has also assessed whether the group's assets and business units are exposed to identified physical climate-related hazards, whereby no significant direct exposure has been identified.

The scenario-based analysis thus provides a basis for distinguishing and assessing different types of climate-related impacts, risks and opportunities, and for classifying their relative importance in the context of the double materiality assessment.

IRO-2 Disclosure requirements in ESRS covered by the undertaking's sustainability statement

The double materiality assessment has been used to determine the significant impact, risks and opportunities that give rise to applicable disclosure requirements under ESRS. The selection has been based on the connection between each material area, Sdiptech's business model and the structure of the value chain and where the impact occurs.

The following sustainability matters are material for Sdiptech and thus covered by sustainability reporting: Climate change (E1), Resource use and circular economy (E5), Own workforce (S1), Workers in the value chain (S2) and Business conduct (G1). Disclosures related to these matters, including applicable policies, measures, targets and metrics, are presented in subsequent sections of the sustainability report.

Other sustainability topics according to ESRS (E2–E4 and applicable social and governance topics) have not been assessed as material based on the outcome of the double materiality assessment. No actual or potential impact, risk or opportunity has been identified for these areas that exceeds the group's established materiality thresholds, and so they have not given rise to applicable disclosure requirements under ESRS.

A summary of disclosure requirements stemming from other EU legislation and references to relevant data points can be found in Appendices 2 and 3 and the table of contents of the sustainability report.

SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model

The double materiality assessment has been conducted in accordance with ESRS 2 and forms the basis for the identification of Sdiptech's material sustainability-related impact, risks and opportunities.

The assessment covers actual and potential impact on people and the environment as well as sustainability-related risks and opportunities with potential financial impact on the group.

The table on the next page summarises the material sustainability matters, including related areas and where these are concentrated within Sdiptech's business model and value chain. The identified significant impact is deemed to be relevant over the short, medium and long term and applies to all time horizons in accordance with ESRS.

The identified material sustainability matters are relevant to Sdiptech's business model, strategy and long-term value creation. They include requirements for energy efficiency, responsible use of resources, sustainable working conditions and robust corporate governance, and are taken into account in strategic decisions, business planning and investment prioritisation. Significant impact arises mainly through the purchase of materials and components in the supply chain, energy use and work environment in the company's own operations, and through customers' use of products and systems in critical infrastructure.

In the light of Sdiptech's business model and diversified portfolio of niche and locally operating business units, the identified material sustainability matters are currently not considered to give rise to material sustainability-related risks at group level, either in the form of an impact on the feasibility of the business model or on the group's financial position, financial performance or cash flows during the reporting period.

The assessment further shows that, although certain sustainability-related matters may involve potential financial risks, these are not expected at present to give rise to any material accounting effects in the foreseeable future.

Overall, Sdiptech's business model, with a diversified portfolio of niche and locally operating business units and a decentralised governance model, is considered to be robust and resilient in relation to the material sustainability matters.

BP-2 Disclosures in relation to specific circumstances

Time horizons
The sustainability report follows the time horizons (short, medium and long term) defined in ESRS 1. Sdiptech has not deviated from these definitions as they are deemed appropriate for the group's operations, risk profile and strategic planning.

- **Short-term horizon:** next reporting period (calendar year)
- **Medium-term horizon:** 1–5 years
- **Long-term horizon:** more than 5 years

Value chain and use of estimated information
Climate and energy data have been compiled in accordance with the Greenhouse Gas Protocol (GHG Protocol) and the applicable requirements of ESRS E1. This reporting covers the group's greenhouse gas emissions in Scope 1, 2 and 3, as well as energy use and energy mix in its own operations and along the value chain.

Data are collected by means of a common digital reporting tool where each business unit reports in accordance with central guidelines. Estimated information was used in parts of the value chain where reliable primary data were not yet available. This mainly concerns indirect emissions in the value chain (Scope 3), where data availability at supplier and customer level varies. Secondary data and templates based on recognised emission databases have been applied in these cases.

Sdiptech works continuously to improve data quality in the value chain through the development of processes, dialogue with suppliers and a gradual increase in the proportion of primary data. A more detailed description of calculation methods, delimitations and data quality can be found in section E1-6.

Changes in the preparation and presentation of sustainability information
During the year, in connection with the group's first reporting under CSRD and ESRS, Sdiptech has aligned its sustainability reporting with the new regulatory framework.

In this context, comparative figures have been included for certain metrics where deemed relevant and methodologically feasible. This adaptation has resulted in greater scope and depth of reporting compared to previous GRI reporting.

Methodologies and data sources for calculating GHG emissions have been updated as a result of the introduction of the new framework, and more indirect emissions in the value chain are included in the reporting. These methodological changes mean that some data, particularly for Scope 3, are not fully comparable with previous reporting periods.

Sdiptech applies a restatement policy that means that the base year and historical comparative figures are adjusted as necessary, for example in the event of acquisitions, divestments or significant changes in method, in order to ensure comparability over time. When recalculation is not practicable, for example due to limited data availability or methodological differences, this is recognised in the reporting. No material errors have been identified in the sustainability information from previous periods and therefore no corrections have been necessary.

Incorporation by reference
The following information is incorporated by reference:

Reference to the section on governance:
• GOV-1 – The role of the administrative, management and supervisory bodies
• GOV-2 – Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies
• GOV-3 – Integration of sustainability-related performance in incentive schemes

Phase-in of disclosure requirements
In accordance with the phase-in provisions of ESRS 1 Appendix C, as amended by Commission Delegated Regulation (EU) 2025/1416, Sdiptech has chosen to apply the applicable exemptions during the initial reporting period for the following disclosure requirements:

S1-7: Characteristics of non-employees in the undertaking's own workforce
S1-11: Social protection
S1-12: Persons with disabilities
S1-13: Training and skills development metrics
S1-15: Work-life balance metrics.
S2: Workers in the value chain
E1-9: Anticipated financial effects from material physical and transition risks and potential climate-related opportunities
E5-6: Anticipated financial effects from material resource use and circular economy-related risks and opportunities

For S2 – Workers in the value chain, the double materiality assessment has identified the following material matters: working conditions, health and safety, equal treatment, freedom of association, and other labour-related rights, including risks of child labour and forced labour. These matters are managed in accordance with the group's overall business conduct framework.

As a decentralised group relying on a wide network of suppliers, Sdiptech's business model and purchasing practices can affect working conditions in the value chain. These risks are managed through risk-based supplier management, ESG due diligence in acquisitions and supplier onboarding, and a long-term focus on transparency and responsible business relationships. Sdiptech has not yet set time-bound targets or quantitative key performance indicators for ESRS S2. In 2025, work began on standardising supplier assessments and strengthening data collection in the value chain, with the aim of enabling enhanced reporting and establishment of targets from 2026 onwards.

The work is regulated by the supplier code of conduct, human rights policy and general supplier requirements. In the coming years, Sdiptech intends to gradually introduce monitoring of ESRS-adapted metrics for workers in the value chain, such as the proportion of suppliers covered by the code of conduct, the proportion of suppliers undergoing sustainability assessment and monitoring of identified risks linked to labour conditions, human rights and high-risk suppliers.

Sdiptech's material matters and presence in the value chain

			Occurrence in the value chain		
ESRS Standard	**Material impact, risk or opportunity**	**Type of impact/risk**	**Upstream**	**Own operations**	**Downstream**
E1 – Climate change (mitigation)	GHG emissions occur upstream in raw material production, in the group's own operations through energy use, and downstream from customers' use of products and systems.	Actual negative impact	↑	⊗	↓
E1 – Climate change (energy)	Energy use occurs throughout the value chain. Upstream, raw material production is often energy-intensive and fossil fuel dependent. Electricity, district heating and district cooling are primarily used in the group's own operations. Downstream, among customers with energy-intensive operations, energy consumption is also a key issue with potential cost and climate risks.	Actual negative impact	↑	⊗	↓
E5 – Resource use and circular economy (resource inflows and outflows)	The operations are dependent on material inflows that in some cases are resource-intensive or based on scarce raw materials. The use of materials also results in resource outflows and increased dependence on virgin raw materials	Actual negative impact	↑	⊗	↓
E5 – Resource use and circular economy (resource inflows and outflows)	Limited availability of low-emission materials or recycled contents may lead to supply risks, price increases and project delays.	Financial risk	↑	⊗	↓
E5 – Resource use and circular economy (waste)	Waste is generated throughout the value chain as a result of the production, installation, servicing and use of products and systems.	Actual negative impact	↑	⊗	↓
S1 – Own workforce (labour conditions)	The group's own operations involve risks related to the work environment, working hours and remuneration. Inadequate labour conditions may lead to workplace accidents, ill health and negative impacts on employees' health, safety and right to safe and fair labour conditions.	Potential negative impact		⊗	
S1 – Own workforce (equal treatment and equal opportunities)	Inadequate equal treatment and unequal opportunities in working life may arise if processes for recruitment, promotion, remuneration or leadership are not sufficiently inclusive. This may lead to discrimination, limited development opportunities and negative impacts on the rights of individuals.	Potential negative impact		⊗	
S2 – Workers in the value chain (labour conditions)	In the supply chain, there are risks of inadequate labour conditions, such as unreasonable working hours, insufficient remuneration and inadequate work environment and safety, which may lead to work-related accidents, ill health and unsafe labour conditions.	Potential negative impact	↑		
S2 – Workers in the value chain (equal treatment and equal opportunities)	Discrimination or inadequate equal treatment of workers in the value chain may lead to unequal opportunities, violations of the rights of individuals and an exclusionary working environment.	Potential negative impact	↑		
S2 – Workers in the value chain (other work-related rights)	Non-compliance with core labour rights in the value chain, such as child labour, forced labour or inadequate living conditions, can have serious negative consequences for the health, safety, dignity and privacy of individuals.	Potential negative impact	↑		
G1 – Business conduct (whistleblower protection)	Inadequate protection of whistleblowers in the group's own operations and in the value chain may result in misconduct not being reported, individuals being exposed to retaliation, and weakening of transparency and accountability.	Potential negative impact	↑	⊗	
G1 – Business conduct (corruption)	Risk of corruption in the group's own operations and in the value chain may lead to unethical business relationships, distorted competition and legal, financial and reputational consequences for the group.	Financial risk	↑	⊗	↓

Environmental information

E1 Climate change

SBM-3 Material impacts and their interaction with strategy and business model

Under the double materiality assessment, Sdiptech has identified climate change as a material area, focusing on greenhouse gas emissions and energy use in the value chain. Climate-related impact is primarily linked to energy use and emissions in the supply chain, in the company's own operations and in customers' use of products and systems.

Negative climate-related impact arises mainly in the supply chain through energy-intensive and in some cases fossil-based production of raw materials and components. In its own operations, the impact is mainly related to energy use in premises, facilities and transport. Downstream climate impacts are mainly linked to customers' energy use and indirect emissions from the use of products, systems and technologies.

This impact mainly gives rise to transition-related climate risks, including those linked to energy costs, emissions intensity, technology development, and changes in climate and energy-related regulations. Increased demands from customers, investors and other stakeholders can also affect business conditions, competitiveness and demand. Direct physical climate risks are not considered to be material for Sdiptech, given the nature of the business model, geographical presence and the limited exposure of the business units to climate-related physical hazards.

Resilience
The resilience analysis has been conducted at group level and covers the material climate-related impact and opportunities identified in the double materiality assessment in the 2025 reporting year. The resilience analysis is based on a qualitative assessment of how the identified climate-related impact and opportunities may affect the group's business model, strategy and value creation over time.

The analysis has been carried out with the support of completed climate scenario analyses, which have been used as a basis for assessing the group's adaptability and robustness in various future climate scenarios. The analysis takes into account the structure of the value chain, the business units' scope of operations, the geographical exposure and the strategic direction of the group over the short, medium and long term. The definition of short, medium and long term follows the principles set out in section BP-2 and is aligned with the group's strategic planning and investment horizons as well as with Sdiptech's long-term goals for emission reduction and climate transition.

The identified climate-related impact mainly relates to emissions linked to energy use, transport and installations in the value chain. In the short term, climate-related financial risks are assessed to be mainly linked to energy costs and regulatory requirements. In the medium and long term, the risk scenario is characterised to a greater extent by transition-related risks and opportunities linked to technological developments, changing customer requirements and increased demand for energy-efficient solutions. The assessment is based on climate scenario analyses conducted, as well as on an overall analysis of the flexibility, risk diversification and adaptability of the business model.

At group level, the identified climate-related impacts are assessed as manifesting primarily as actual and potential impacts in the group's own operations and across the value chain, rather than as financial risks with immediate financial impact. Overall, Sdiptech's business model is deemed to be robust and resilient in relation to the identified climate-related impact and opportunities in the short, medium and long term.

E1-1 Transition plan for climate change mitigation

Sdiptech is engaged in a group-wide climate change mitigation transition programme in order to address the significant climate-related impacts and opportunities identified in the double materiality assessment.

The transition work is currently mainly linked to the group's existing climate targets and actions and not yet fully adapted to ESRS requirements. Sdiptech has set a target to reduce its Scope 1 and 2 carbon intensity (CO_2e in relation to net sales) by 50 percent between the base year 2021 and 2026. The target is not scientifically validated against a 1.5 °C trajectory according to SBTi, for example, but Sdiptech assesses that the target is compatible with the group's contribution to the climate transition on the basis of the operations and the identified measures.

As the current climate targets expire in 2026, Sdiptech intends to further develop and formalise a more comprehensive transition plan to ensure full adaptation, including clearer links between long-term climate targets, strategic priorities and implementation. At present, the transition work focuses on those parts of the business where the group has most opportunity to influence greenhouse gas emissions and energy use, primarily within its own operations and through the management of investments, acquisitions and operational decisions in the business units. The work includes internal operational measures such as energy efficiency, reducing transport emissions and increasing the use of renewable energy, as well as integrating climate-related criteria into investment and acquisition processes. Sdiptech has conducted a qualitative assessment of potential locked-in greenhouse gas emissions associated with the group's material assets and products and assesses that such emissions are not material, given the group's business model and the absence of significant emissions-intensive assets.

The implementation of the transition work does not currently require significant additional operational costs or capital investments at group level. The actions are mainly implemented within the framework of the regular investment and operational budgets of the business units. Climate targets and the overall direction of the transition work were decided by the board of directors in 2021 and are followed up within the framework of the group's regular governance and reporting processes. Based on available information, Sdiptech is not excluded from EU benchmarks for alignment with the Paris Agreement.

E1-2 Policies related to climate change mitigation and adaptation

Sdiptech has established a group-wide environmental policy, which serves as the principal governing document for the management of climate and energy-related matters. The policy aims to address the material climate-related impacts identified in the double materiality assessment, with particular focus on climate change mitigation through reduced greenhouse gas emissions and improved energy efficiency.

The environmental policy covers the entire group's operations and value chain insofar as Sdiptech has control or influence. The policy addresses key transition-related risks linked to energy use, emissions and dependence on fossil energy types, and supports the development of climate-related opportunities by promoting energy efficiency, electrification and increased use of renewable energy. It promotes the development and delivery of technical solutions that help to reduce energy use and lower emissions in customers' operations. The board is responsible for adopting the environmental policy and the group management is responsible for implementation, application and follow-up. The policy is integrated into the group's overall governance and business strategy and is made available to relevant stakeholders via the Sdiptech website.

E1-3 Actions and resources in relation to climate change policies

Sdiptech is taking ongoing action to address the significant climate-related impacts identified in the double materiality assessment. This action aims to mitigate climate change through reduced greenhouse gas emissions and more efficient energy use and is implemented in line with the group's environmental policy, climate targets and transition plan. The emphasis is on those parts of the business where the group has most opportunity to influence emissions and energy use, primarily within its own operations and through the management of investments and operational decisions in the business units. These actions are implemented on a rolling basis with a short to medium time horizon as defined in section BP-2, and are linked to the climate targets up to 2026.

These measures essentially comprise two overall key actions. The first relates to reducing emissions from transport in its own operations through the gradual electrification of the vehicle fleet in conjunction with the natural replacement of vehicles. Implementation is customised according to the operational needs of the business units and the technical and infrastructural conditions. As complementary measures, eco-driving and route optimisation are also being introduced to reduce fuel consumption and emissions. Challenges remain in particular regarding range, charging time and access to charging infrastructure for heavy transport operations and in certain regions. The second key action relates to energy transition in their own operations. When purchasing energy, priority is given to increasing the share of renewable electricity through guarantees of origin or green electricity contracts where market conditions allow. Conditions vary between markets, with the share of renewable energy generally high in the Nordic region, while access to renewable electricity contracts in the UK remains more limited. In parallel, business units are working on energy efficiency improvements in premises and facilities to reduce overall energy use. In some cases, internal carbon pricing is used to support the implementation of measures in energy selection and investment decisions. Otherwise, the measures are implemented within the framework of regular investment and operating budgets in the business units and are not deemed to require any separate or significant climate-related CapEx or OpEx investments at group level.

In the value chain, climate-related impact is mainly managed through governance and monitoring. This includes integrating climate and energy-related requirements into procurement, investments and supplier dialogues.
Overall, the measures are expected to help to gradually reduce greenhouse gas emissions over time, mainly in Scopes 1 and 2, and to improving data quality, transparency and risk management of emissions in the value chain. Quantitative estimates of emission reductions per individual measure are currently not available at group level due to the decentralised business model. Instead, monitoring takes place via actual developments in GHG emissions and climate intensity at business unit and group level. Actual emission reductions and trends over time are presented in section E1-6.

E1-4 Targets related to climate change mitigation and adaptation

Sdiptech has set climate-related group targets to address the significant climate-related impacts identified in the double materiality assessment. These targets are integrated into the group's strategy and provide a way of monitoring the effectiveness of climate-related policies, measures and the transition plan. The setting of the climate targets has taken into account relevant internal stakeholders, including the group management and business units. External investor expectations, regulations and market standards have also been taken into account.

The group's main climate targets relate to climate change mitigation. Sdiptech aims to reduce climate intensity (CO_2e in relation to net sales) from Scope 1 and 2 by 50 percent between the base year 2021 and the target year 2026. The Scope 2 target is based on market-based emissions in accordance with the GHG Protocol. Most of the expected emission reductions are expected to be in Scope 2, due to energy efficiency improvements and an increased share of renewable electricity in energy use, while reductions in Scope 1 are mainly expected to come from measures related to electrification of the vehicle fleet and more efficient use of fuels. The target is an intensity target and reflects the group's growth-based business model and decentralised structure. The target is not scientifically validated against a 1.5 °C trajectory according to SBTi, for example, but is deemed to be compatible with the group's contribution to the climate transition given Sdiptech's the business model and identified measures.

The climate target is monitored annually by reporting actual energy use, energy mix and greenhouse gas emissions in Scope 1 and 2. The outcome in relation to the targets is reported in sections E1-5 and E1-6. Scope 3 emissions are reported separately as part of the group's overall climate reporting.

Sdiptech has not currently set a quantitative target for reducing Scope 3 emissions. The group conducted its first full mapping of Scope 3 emissions across its value chain in 2025. On the basis of this mapping, Sdiptech intends to set a quantitative target for Scope 3 emissions in 2026. The initial work focuses on strengthening data quality and comparability over time, particularly in category 1 (purchased goods and services), where the largest share of emissions has been identified.

Based on the double materiality assessment, Sdiptech has not defined separate quantitative targets for climate change adaptation at group level.

Instead, climate change adaptation aspects are addressed in the context of business continuity, operational resilience and overall group risk management.

E1-5 Energy consumption and mix

Energy consumption and energy mix are reported for the group's own operations and form the basis for monitoring the group's climate targets and assessing energy-related transition risks and opportunities.

Energy data are collected annually from the business units through the group's common sustainability data reporting process. The data are primarily based on actual meter readings, energy bills and available energy statistics.

Sdiptech does not operate in high climate impact sectors, which is why such disclosures are neither applicable nor reported.

Energy consumption and mix	2025
6) Total energy consumption from fossil sources	24,014
Percentage of fossil fuels in total energy use	72%
7) Use from nuclear energy sources (MWh)	1,218
Percentage of nuclear energy sources in total energy use	4%
8) Fuel consumption from renewable sources, including biomass (including industrial waste and municipal waste of biological origin, biogas, renewable hydrogen, etc.) (MWh)	1,003
9) Consumption of purchased or acquired electricity, heating, steam and cooling from renewable sources (MWh)	7,069
10) Consumption of self-generated renewable non-fuel energy (MWh)	209
11) Total use of renewable energy (MWh) (calculated as the sum of rows 8–10)	8,281
Percentage of renewable sources in total energy use	25%
Total energy use (MWh) (calculated as the sum of rows 6, 7 and 11)	**33,513**

E1-6 Gross Scopes 1, 2, 3 and total GHG emissions

The table on the right shows Sdiptech's gross greenhouse gas emissions and serves as a basis for monitoring the group's climate targets and analysing climate-related risks and opportunities.

**Base year is adjusted upwards with acquired companies*

Intensity of greenhouse gas emissions
The table below shows both target-related greenhouse gas emission intensity for Scope 1 and 2 and total greenhouse gas emission intensity including Scope 3. Targets for 2026 refer to Scope 1 and 2 only.

Greenhouse gas intensity is calculated as greenhouse gas emissions in relation to net sales. Net sales refers to the item recognised in the consolidated income statement in consolidated financial statements. The revenues used when calculating greenhouse gas intensity are the same as those recognised in Note 5 of the consolidated financial statements.

Intensity of GHG emissions	2025
Total Scope 1 and Scope 2 GHG emissions (location-based) per net revenue (tonnes of CO2e/SEK million)	1
Total Scope 1, Scope 2 and Scope 3 GHG emissions (location-based) per net revenue (tonnes of CO2e/monetary unit)	143
Total Scope 1 and Scope 2 GHG emissions (market-based) per net revenue (tonnes of CO2e/SEK million)	1
Total Scope 1, Scope 2 and Scope 3 GHG emissions (market-based) per net revenue (tonnes of CO2e/monetary unit)	143

E1-6 Gross Scope 1, 2, 3 and total GHG emissions

		Retroactive		
	Base year* 2021	Comparative year 2024	Reporting year 2025	% 2025/2024
Scope 1 GHG emissions	**4,564**	**5,387**	**5,609**	**4%**
Gross GHG emissions, Scope 1 (tCO2e)	4,564	5,387	5,609	
Percentage of Scope 1 GHG emissions from regulated emissions trading schemes (%)	-	-	-	
Scope 2 GHG emissions	**2,112**	**2,324**	**679**	**-71%**
Location-based Scope 2 gross GHG emissions (tCO2e)	1,055	1,186	968	
Market-based Scope 2 gross GHG emissions (tCO2e)	2,112	2,324	679	
Significant Scope 3 GHG emissions**	**439,290**	**615,912**	**739,102**	**20%**
Total gross indirect Scope 3 emissions (tCO2e)	439,290	615,912	739,102	
1 Purchased goods and services	437,712	612,580	593,706	
2 Capital goods			846	
3 Fuel and energy-related activities (not included in Scope 1 or Scope 2)	1,090	1,759	1,701	
4 Upstream transportation and distribution			2,220	
5 Waste generated in operations	138	270	407	
6 Business travel	350	1,303	301	
7 Employee commuting				
8 Upstream leased assets				
9 Downstream transportation			1,403	
10 Processing of sold products				
11 Use of sold products			138,481	
12 End-of-life treatment of sold products			39	
13 Downstream leased assets				
14 Franchises				
15 Investments				
Total GHG emissions	**445,965**	**623,623**	**745,390**	**20%**
Total GHG emissions (location-based) (tCO2e)	444,909	622,485	745,679	
Total GHG emissions (market-based) (tCO2e)	445,965	623,623	745,390	

Calculation methodology for climate and energy data
Sdiptech's greenhouse gas emissions are calculated in accordance with the GHG Protocol. Reporting covers the group's own operations in accordance with the consolidation principle of operational control, as well as the value chain to the extent required for reporting Scope 3 emissions. Reporting takes place in a group-wide digital reporting tool that ensures consistency, traceability and aggregation at group level. Emissions are calculated per calendar year.

Emission factors are updated regularly and are mainly based on recognised databases such as DEFRA and Ecoinvent. Historical emissions data are recalculated when methodological changes or acquisitions have a material impact, in accordance with the group's established methodology. In 2025, the base year 2021 and the comparative year 2024 have been restated to include all acquired units consolidated in the group as at the 2025 reporting year.

The recalculation aims to ensure comparability over time and means that emission data for the base year and the comparison year have been adjusted as if the acquired units had been part of the group throughout the period. This recalculation is not considered to have had a material impact on the reported emission levels.

Scope 1
Scope 1 covers direct greenhouse gas emissions from sources owned or controlled by Sdiptech, mainly linked to the vehicle fleet and fuel consumption within its own operations.

The calculations are mainly based on actual fuel consumption and are supplemented with distance-based data if necessary. Data quality is deemed to be good, based on available primary data.

Scope 2
Scope 2 covers indirect emissions from the production of purchased electricity, heating, steam and cooling. Emissions are accounted for on both a location-based and a market-based basis in accordance with the GHG Protocol. Scope 2 emissions under the market-based approach are based on electricity purchases where business units use different types of contractual instruments depending on local market conditions. These include Guarantees of Origin within the EU, Renewable Energy Certificates (RECs) and Green Electricity Contracts where Guarantees of Origin are included as part of the electricity contract.

Overall, approximately 73 percent of the group's purchased electricity is estimated to be linked to contractual instruments and thus form the basis for market-based Scope 2 emissions.

The majority of this share relates to bundled electricity contracts, where certificates are included in the electricity contract, while a smaller share consists of separately purchased certificates (unbundled). No business units currently purchase certificates for resale. The data are based on primary data from the business units' reporting and supplier documentation, such as electricity contracts and billing documents. Market-based Scope 2 emissions fell by 71 percent compared to the previous year. The decrease is mainly explained by a change in the energy mix and an increased share of electricity linked to low-emission contractual instruments.

Scope 3
Scope 3 covers indirect emissions upstream and downstream in the value chain. A systematic review of all GHG Protocol categories has been carried out with the business units in 2025.

The assessment of material categories is based on the size of the emissions, data availability, impact on the business model and link to identified climate-related risks and opportunities. Due to methodological improvements and increased reporting scope, Scope 3 data for 2025 are not comparable to previous years. The exception is category 1, where emissions for 2021 and 2024 have been recalculated with 2025 as the base year by applying the turnover for the year in question in proportion to 2025 emissions.

All reported data within Scope 3 are based on information from the companies that, after a materiality assessment, have been identified as material. An extrapolation was then made to estimate the group's total Scope 3 emissions. The methodology involves a degree of uncertainty but is deemed to provide a reasonable estimate of the group's total Scope 3 emissions.

The following Scope 3 categories have been identified as material and are included in the 2025 reporting, others have been assessed as not material:

- **Category 1 – Purchased goods and services**
  Calculated mainly using average data based on product materials and weights. In some cases, the cost-based method is used where more detailed supplier data are unavailable. Limitations mainly consist of a lack of supplier transparency and limited access to information on recycled content.

- **Category 2 – Capital goods**
  Includes investments in equipment and machinery and calculated using the expenditure-based method based on financial data. Challenges are mainly linked to the availability of detailed product and life cycle data from suppliers.

- **Category 3 – Fuel- and energy-related activities not included in Scope 1 or Scope 2**
  Calculated automatically in the reporting system using conversion factors and emission factors linked to energy use. Variations in national energy mixes are a constraint that is beyond the group's direct control.

- **Categories 4 and 9 – Upstream and downstream transportation**
  Includes air and road transport and primarily calculated using data from transport providers. If such data are unavailable, the distance and weight-based method or the cost-based method is used. The main challenge in the calculations is related to the reliability and completeness of the data.

- **Category 5 – Waste generated in operations**
  Calculated using a weight-based method and relevant emission factors. Local differences in collection and recycling infrastructure affect the comparability of the data.

- **Category 6 – Business travel**
  Includes air, rail and employee-owned vehicle travel and is calculated using a distance-based or cost-based method. Limitations include varying data quality from travel providers and limited travel options.

- **Category 11 – Use of sold products**
  The emissions reported in this category are currently based on estimates, as complete and reliable primary data is unavailable. A detailed calculation is being carried out for a representative product from one of our companies.

  A simplified calculation method has therefore been applied in order to include this category in the reporting. This calculation is based on available information on the energy use of the product per use multiplied by its estimated service life, which in this case has been assumed to be the warranty period. This has been complemented by assumptions on average usage patterns and the relevant energy mix based on the geographical market where the product is sold.

  The emissions calculated above were then estimated for each relevant geographical market and adjusted on the basis of other reported data from the companies deemed to be significant in this category. The reported figure should therefore be regarded as an estimate and not as an exact quantification of actual emissions. Uncertainty is considered high, as variations may occur between different products, customer segments and geographical markets.

The methodology is to be regarded as an interim solution, and our ambition is to gradually improve data quality by moving to more product- and company-specific calculations as reliable data become available.

- **Category 12 – End-of-life treatment of sold products**
  Only a limited number of companies within the roup have had access to sufficient data to be able to report in this category. For other material companies, emissions are estimated based on other relevant reported data within Scope 3, in order to produce a more representative calculation. These estimates also take into account relevant geographic markets in order to facilitate the use of appropriate emission factors and thereby improve overall reliability at group level.

  Uncertainty is considered high, as variations may occur between different products, customer segments and geographical markets. The methodology is regarded as an interim solution, and our ambition is to gradually improve data quality by moving to more product- and company-specific calculations as reliable data become available.

To strengthen the quality of Scope 3 reporting, Sdiptech plans to increase the use of actual consumption and activity data, strengthen the collection of supplier data and increasingly replace estimates with verified primary data. At present, approximately 23 percent of Scope 3 emissions are based on primary data from suppliers and other stakeholders in the value chain.

Sdiptech has assessed that biogenic CO_2 emissions from combustion or biodegradation of biomass are not significant in either its own operations or the value chain during the reporting year.

In accordance with ESRS E1 and the GHG Protocol, biogenic emissions are treated separately from fossil GHG emissions and are therefore not included in the emissions reported in this section.

The group follows the development of relevant standards and considers biogenic emissions when making changes to the group's operations, such as acquisitions or changing energy solutions.

E1-8 Internal carbon pricing

Sdiptech has introduced internal carbon pricing in the form of a shadow price that applies to the entire group and is used as a control tool to integrate climate-related considerations into business decisions and investments and to support the work of reducing the group's greenhouse gas emissions.

The carbon price amounts to SEK 2,000 per tonne CO_2e and is applied to emissions within Scope 1 and 2 insofar as relevant data are available at business unit level. Due to the decentralised business model and varying data maturity, an overall coverage rate cannot be determined for the reporting year. Scope 3 emissions are not covered. The level of the internal carbon price has been determined based on an overall assessment of current and expected regulatory carbon prices, external reference prices and the group's ambition to create an economic incentive to influence investment decisions and prioritisation of emission reduction measures.

In practice, carbon pricing is used as a decision support tool when evaluating investments and measures related to, for example, electrification, energy efficiency and the transition to renewable energy. Pricing is used as an internal control tool and is not taken into account in assumptions or valuations in the financial statements.

Picture: Hilltip

E5 Resource use and circular economy

SBM-3 Material impacts, risks and their relationship to strategy and business model

Sdiptech's business units are dependent on materials, components and technical systems that entail resource extraction in the value chain. Resource use and the circular economy have therefore been identified as a key sustainability area.

In this area, the group has identified actual negative environmental impact linked to the use of virgin raw materials and the generation of waste in the value chain. Resource extraction occurs upstream through the extraction and production of the materials upon which the group depends. Waste arises from the production, installation, servicing and use of technical solutions, both in our own operations and downstream among customers.

Sdiptech's business model, which is largely based on purchases from external suppliers, provides limited direct control over resource utilisation at the production stage. This limitation affects the group's ability to fully manage material selection, resource efficiency and circularity, while contributing to resource extraction and waste generation in the value chain.

Besides this identified environmental impact, Sdiptech has identified a financial risk linked to limited access to rare, low-emission and recycled materials. Supply constraints may lead to supply disruptions, price increases and project delays, which in turn may affect the group's cost structure, profitability and implementation capacity.

The group's diversified portfolio, broad supplier base and presence in multiple geographical markets and various industry niches help reduce dependence on individual materials and strengthen resilience to resource-related financial risks. However, resource use and waste remain significant environmental impacts in the value chain.

E5-1 Policies related to resource use and circular economy

Sdiptech has established a group-wide policy framework that constitutes the overall governing framework for work on resource utilisation and the circular economy. The policy framework consists of an environmental policy, a code of conduct and a supplier code and has been adopted to address the identified negative impacts and financial risks identified in the double materiality assessment, in particular in respect of to the use of virgin raw materials, the generation of waste and the availability of recycled and low-emission materials.

This framework covers the entire group's operations and value chain insofar as Sdiptech has control or influence. The framework sets out principles for reducing resource consumption, promoting circular solutions and efficient waste management, and guides companies' work on material selection, resource efficiency and circularity. This also includes taking into account the waste hierarchy, focusing on preventing waste generation in the first place and, where relevant and feasible, promoting the reuse and life extension of materials and products.

Recycling is applied where prevention and reuse are not possible, in line with the conditions of the business units.

The board is responsible for adopting the group's policy framework, and the group management is responsible for its implementation, application and follow-up. The policy framework is integrated into the group's overall governance and business strategy and is made available to relevant stakeholders on the Sdiptech website.

E5-2 Actions and resources related to resource use and circular economy

Sdiptech, through its business units, implements resource use and circular economy measures in a risk-based manner, adapted to the decentralised structure of the group. The measures aim to reduce the negative impact linked to resource consumption and waste and manage the financial risk linked with material availability and resource efficiency in the value chain.

In their own operations, some business units are implementing measures to reduce resource use, including optimising packaging and material use, increasing the share of recycled or biodegradable materials, and resource-efficient product design that facilitates reuse and recycling. Where relevant, circular design principles are also taken into account in product development and material selection to enable longer service life, increased repairability and more efficient use of resources over the product life cycle. If water is used in production, basic water mitigation measures are applied.

In the value chain, resource and waste-related issues are primarily addressed through requirements and dialogue with suppliers within the framework of Sdiptech's supplier code and the group's varying availability.

Some business units also apply circular business models such as product life extension, service and after-sales solutions or customisations that reduce the need for virgin materials, insofar as this is commercially and technically feasible. The measures are implemented on an ongoing basis with a short to medium time horizon and are monitored within the framework of regular operational management at the business units. No separate measures for redress linked to actual negative impact have been identified in this area. At present, there are no group-wide collective initiatives or collaborative projects specifically focused on the circular economy, beyond dialogues and collaborations with suppliers and business partners within the context of regular business relationships. The actions are funded within the framework of the regular operational budgets of the business units. At present, no significant dedicated financial resources have been specifically allocated to the area.

E5-3 Targets related to resource use and circular economy

Sdiptech currently has no group-wide, quantitative targets for resource utilisation or circular economy. This is a consequence of the group's diversified structure, with business units operating in different business areas with varying material flows, production processes and control over resource use and waste.

Several business units have local targets and approaches in order to reduce material consumption, increase recycling and improve waste management. These targets are set and monitored at company level and adapted to the circumstances of each organisation.

In the light of the double materiality assessment and current limitations in data availability, work is ongoing to improve the mapping of resource flows, material use and waste within the group.

Given the group's business structure and current limitations in respect of data availability, as things stand at present Sdiptech has not established a specific time frame for the introduction of group-wide targets in this area. Until then, governance and monitoring will mainly take place at business unit level, focusing on operational relevance and actual environmental impact.

E5-4 Resource inflows

Resource inflows have been identified as a significant sustainability issue in Sdiptech's double materiality assessment, linked to the group's dependence on materials in products, installations and technical solutions. The main inflows are technical materials such as metals, electronic components, plastics and chemicals used in manufacturing, assembly and installation. These materials are associated to varying degrees with the use of virgin raw materials and global supply chains. Biological materials are only present to a limited extent and have not been assessed as significant in relation to the group's total resource utilisation.

For the reporting period, the total material use has been estimated based on available data in scope 3, category 1 (Purchased goods and services). The calculation is based on purchase values per relevant purchase category and has been converted to estimated material weight using standardised assumptions on average material intensity per category. The method is based on the best information available and includes the companies that represent the majority of the group's material purchases.

The total material use is estimated at around 25,871 tonnes.

Data on the share of recycled or reused materials could not be quantified at group level, as detailed information on material composition and recycled content is not systematically collected from suppliers at present.

The calculation is partially based on estimates and standardised values, which implies a certain degree of uncertainty. Work on developing more standardised, weight-based data collection has been initiated in order to increase precision and enable more detailed reporting in future reporting periods.

E5-5 Resource outflows

The main resource outflows are closely linked to the products and technical solutions provided by Sdiptech. These include electronic control and monitoring systems, technical components, mechanical structures and associated installation and packaging materials, which contain to varying degrees metals, electronics, plastics and cabling.

These are mainly used in industrial operations and infrastructure systems and are intended for use over longer periods. The actual service life of products varies between product groups and business units and is influenced by the use environment, operating conditions and maintenance.

Repairability varies between product categories and is influenced by technical complexity, safety requirements and customised solutions. For several product groups, modular design, availability of spare parts and service contracts enable repair, upgrade and extension of service life. In other cases, repairability is limited by safety certifications or integrated designs.

Based on the material composition of the products, a significant proportion of the materials, particularly metals, are considered technically recyclable. However, actual recycling is influenced by product design, ease of disassembly and local waste systems. Information on the proportion of recyclable or recycled content in products and packaging is currently not collected systematically at group level.

Efforts to increase transparency on material content and circularity are ongoing in the context of product development and supplier dialogues. Sdiptech does not currently have access to group-wide quantitative data on resource outflows in the form of products supplied by the business.

This is due to the decentralised business model, the broad and customised product portfolio and limited system support for aggregating product flows at group level. Product-related resource outflows are therefore described qualitatively on the basis of the function, expected service life, repairability and material composition of the products. Work on developing structures for more detailed monitoring of product outflows and circularity will continue on an ongoing basis.

Resource outflows in Sdiptech's operations consist mainly of waste arising in connection with the production, installation, service, dismantling and maintenance of technical systems. The waste streams mainly comprise scrap metal, electronic waste, plastics, packaging materials and, in some cases, hazardous waste linked to chemicals, electronics or process-related residual materials. Sdiptech has not identified the presence of radioactive waste in its own operations during the reporting year.

Waste data have been collected from the business units via local waste suppliers, internal reporting systems or, where complete data were not available, estimates based on purchase, production and service volumes. Waste is classified as hazardous or non-hazardous according to the applicable legislation in each country. Only waste generated in own operations is reported in order to ensure comparability.

Given the use and service life of the products, it is estimated that the majority of resource outflows occur in the company's own operations, while downstream waste from the use phase is currently limited. At the end of products' useful life, waste management and recycling are handled primarily by customers or external parties in accordance with applicable regulations and local systems.

Summary of waste generated by own operations

Waste, tonnes	2025
Total amount of waste	930
The total amount of weight diverted from disposal through:	
Hazardous waste	47
Non-hazardous waste	283
Breakdown of recovery operations:	
Preparation for reuse	
Recycling	178
Other recovery procedures	152
The total amount of waste destined for disposal through:	
Incineration	0
Hazardous waste	0
Non-hazardous waste	0
Landfill	600
Hazardous waste	12
Non-hazardous waste	588
Other disposal operations	0
Hazardous waste	0
Non-hazardous waste	0
Total	
Total amount of non-recovered waste	600
Percentage of non-recovered waste	64%

About 19 percent of total waste was treated through material recycling and 16 percent through energy recovery. The remainder is other waste and has been treated by other applicable methods, including landfill. Waste volumes vary between business units depending on the business units' scope of operations.

Sdiptech's involvement in the management of waste at the end of the life of products is currently limited and mainly takes place indirectly, for example through product design, information to customers and compliance with applicable legal requirements. No group-wide systems for the collection or management of end-of-life products currently exist.

EU Taxonomy

The EU Taxonomy is a classification system that determines which economic activities can be considered environmentally sustainable. During the year, Sdiptech carried out group-wide mapping of its activities in relation to the activities defined in the delegated acts of the EU Taxonomy.

For the 2025 financial year, Sdiptech has applied Commission Delegated Regulation (EU) 2026/73, which supplements Article 8 of the EU Taxonomy Regulation and lays down detailed rules for reporting taxonomy-eligible and taxonomy-aligned economic activities. The Regulation was published in the Official Journal of the European Union in January 2026 and includes updated and simplified reporting templates.

For the 2025 financial year, Sdiptech recognises the proportion of the group's turnover, capital expenditure (CapEx) and operating expenditure (OpEx) that is taxonomy-eligible and taxonomy-aligned. 17.1 percent of the group's turnover is deemed to be covered by the EU Taxonomy, of which 9.9 percent is deemed to be compliant with the technical audit criteria of the Taxonomy.

Taxonomy-eligible activities represent a limited share of the group's total turnover. This is mainly explained by the fact that several of the group's business units run operations relating to technically niche components and solutions that do not fully correspond to clearly defined activities within the regulatory framework of the EU Taxonomy. Furthermore, elements of the group's activities consist of the assembly, integration and customisation of technical components and systems purchased from external suppliers.

These activities do not always correspond to the specifically defined economic activities listed in the delegated acts of the EU Taxonomy. As a consequence, parts of the group's activities fall outside the scope of the Taxonomy. Against this background, Sdiptech's assessment, based on a review of all relevant economic activities in the delegated acts, is that a significant part of the roup's activities are not covered by these and are therefore not taxonomy-eligible.

Assessment of taxonomy scope
Sdiptech has analysed all economic activities to assess which ones should be reported according to the EU Taxonomy definitions. The work was done by an internal working group with representation from the business areas, the sustainability function and group Control. The mapping of the roup's operations was updated in 2025. Two of the roup's business units that are already covered by the EU Taxonomy are also deemed to be covered by additional economic activities. These are:

- 8.1 Data processing, hosting and related services
- 7.5 Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings.

Apart from the above-mentioned additions, the updated mapping has not led to any significant changes in outcome compared to the previous year for the activities previously identified as taxonomy-eligible. The changes mainly relate to extended mapping and clarified application of the EU Taxonomy criteria to existing activities.

The following economic activities are expected to be covered in 2025:

Climate change mitigation (CCM)

3.1 Manufacture of renewable energy technologies
Power quality problems can occur with weak grids and fluctuating generation, such as renewable electricity. Continuous monitoring of the electricity supply plays an important part as the world moves towards renewable electricity generation. One of our business units offers automated systems for uninterrupted control and metering of the electricity supply, enabling the uninterrupted use and development of renewable energy.

3.6 Manufacture of other low-carbon technologies
The taxonomy-eligible revenue for this activity is linked to products from four of our business units that help to reduce energy use and hence reduce emissions associated with energy consumption. The contribution comes from energy monitoring and management tools that optimise energy use, technologies for more energy-efficient cooling systems in electric vehicles, and hydronic heating solutions with high energy efficiency and good recovery efficiency.

5.2 Renewal of water collection and treatment systems and water supply systems
One of our business units offers solutions that streamline the management of damage to water-related infrastructure, from the claims process to the planning and follow-up of actions. Creating a better basis for decision-making and shorter lead times means that renewal efforts can be prioritised more accurately and implemented more efficiently. This strengthens the resilience of water supply systems and contributes to more resource-efficient water management.

6.15 Infrastructure enabling low-carbon road transport and public transport
One of our business units develops, manufactures and installs charging equipment and systems that support the deployment of electric vehicle charging. Another business unit offers flexible solutions for temporary electricity distribution and customised charging solutions where the need is temporary or where access to electricity is limited, such as workplaces, events and other operational environments. Overall, this helps to lower the barriers to electrification and accelerates the transition of the transport sector.

6.5 Transport by motorbikes, passenger cars and light comercial vehicles
Within the group, zero-emission transport has been identified as a taxonomy-eligible activity for those companies where new electric vehicles are used in their own operations. These activities relate to the operational vehicle fleet and currently cover a limited part of the group's total operations.

7.5 Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings
One of our business units is involved in the replacement, refurbishment and calibration of electricity and water meters. Ensuring the correct functioning and accuracy of metering equipment provides a better foundation for monitoring, billing and identifying anomalies. This supports more efficient use of resources and can help to reduce energy use in operation.

8.1 Data processing, hosting and related services
One of our business units currently provides data storage and operation of customer data, as well as related hosting and support services. The business is also evolving to include additional services for the processing, visualisation and analysis of data, thereby strengthening customers' ability to monitor and manage resource use and operations.

Sustainable use and protection of water and marine resources (WTR)

4.1 Provision of IT and OT data-driven solutions for leakage reduction
Water leakage in distribution networks is a significant challenge that drives unnecessary water losses and increases the burden on water supply systems. One of our business units is assisting by means of data-driven solutions that support modern metering and monitoring of water use. Anomalies can be identified earlier by ensuring more accurate measurement and creating a stronger basis for analysis, thereby facilitating leak detection and more efficient water use.

5.1 Construction, extension and operation of water collection, treatment and supply systems
One of our business units contributes by commissioning and servicing water treatment plants and supplying installations and components used in treatment processes in the field of industrial and municipal operations. The business unit supports stable and efficient treatment capacity by working closely with operations and maintenance. In parallel, work is ongoing to further strengthen the evidence base and conduct a more thorough analysis of the activity, in order to ensure an accurate assessment of how the activity relates to the Taxonomy's audit criteria.

Assessment of alignment with the Taxonomy
For an economic activity to be defined as environmentally sustainable, it must make a substantial contribution to its environmental objective, must not cause significant harm to the other environmental objectives, and must be carried out in compliance with certain minimum requirements.

Substantial contribution
All taxonomy-eligible activities have been assessed against the technical screening criteria for their substantial contribution to the environmental objective in mind. For some activities, including activity 3.6 Production of other low-carbon technologies, the assessment has shown that the substantial contribution criteria cannot be fully demonstrated at this stage. Compliance requires aspects such as Life Cycle Assessments (LCAs) verified by third parties. Such analyses have not yet been carried out for all relevant products. The group is evaluating the possibility of performing the necessary analyses in order to meet the Taxonomy alignment criteria going forward.

Do no significant harm (DNSH) criteria
The assessment that the taxonomy-eligible activities do not cause significant harm to other environmental objectives has been carried out through an overall analysis of the applicable DNSH (Do No Significant Harm) criteria in the delegated acts, in relation to the nature and scope of the operations. The assessment has taken into account the group's existing governance, relevant policies and established environmental and compliance practices.

The analysis has focused on identifying potential areas where the activity may give rise to material adverse environmental impact according to the Taxonomy definitions. Based on this review, the group has not identified any circumstances indicating that the activities in question cause significant harm to any of the other environmental objectives.

Minimum safeguards
Minimum social safeguards are deemed to be implemented through the group's policy framework and governance systems at company level These include areas such as human rights, labour conditions and business ethics. The policy framework has been based on relevant international standards and guidelines and is summarised in the section titled Corporate governance.

Compliance is monitored by means of established processes such as continuous monitoring, complaint mechanisms and supplier-related controls.

Accounting policies
The full quantitative disclosures in accordance with the EU Taxonomy reporting templates, including tables for taxonomy-eligible and taxonomy-aligned revenue, CapEx and OpEx, are presented in Appendix 4.

The allocation of taxonomy-related revenue, CapEx and OpEx is based on actual financial data reported by the group's entities and classified in a centralised system according to the respective economic activity's link to the EU Taxonomy.

Allocation between activities is based on directly attributable information or objective allocation keys. Controls ensure that double counting does not occur and that reported key performance indicators do not exceed the group's total revenue, investments or operating expenses.

Turnover
Revenue has been calculated in accordance with the group's total income less gains on sale of fixed assets, insurance compensation, sick pay reimbursements and government grants recognised in Note 6 to the consolidated financial statements. The share of revenue constituting the numerator covered by the EU Taxonomy relates to the taxonomy-eligible activities described.

Capital expenditure (CapEx)
Capital expenditure refers to the year's investments in tangible and intangible assets (excluding goodwill) before depreciation, amortisation and impairment. Sdiptech's total capital expenditure is recognised in Note 14 Intangible assets, Note 15 Tangible assets and Note 16 Leasing. The numerator includes only investments that are directly attributable to the identified taxonomy-eligible economic activities.

The taxonomy-eligible CapEx attributable to activity 5.2 mainly relates to investments in equipment and machinery recognised in Note 15, and investments in research and development recognised in Note 14. Additionally, a small lease investment is recognised in Note 16. Investments related to activity 6.5 refer to investments in electric vehicles recognised in Notes 15 and 16. Taxonomy-aligned investments attributable to other activities are not material and are recognised in Notes 14, 15 and 16, and relate to intangible assets, tangible assets and right-of-use assets.

Operating expenditure (OpEx)
Operating expenditure is defined as direct costs not capitalised as assets that are necessary to maintain, refurbish or ensure the ongoing functioning of tangible assets. These include costs related to research and development, building refurbishment, short-term leases, and maintenance and repair costs such as materials, spare parts and service contracts.

Operating expenses also include other directly attributable costs related to the day-to-day maintenance of tangible assets, such as pay for maintenance staff, consultancy costs for servicing and repairs, and costs of tool hire and specialised materials.

Therefore, the reported operating expenditure does not represent the group's total operating expenditure, but only the cost categories listed above.

The numerator for operating expenditure covered by the EU Taxonomy refers only to costs directly attributable to the identified taxonomy-eligible economic activities.

The taxonomy-aligned OpEx related to activity 5.2 relates to operating expenses related to repairs and maintenance, which are recognised in the group's operating expenses. Operating expenditure related to activity 3.6 mainly relates to research and development expenses, as well as minor expenditure on building renovation and repair and maintenance, which are recognised in the group's operating expenses. Taxonomy-aligned operating expenses attributable to other activities amount to immaterial amounts and are recognised in the group's operating expenses.

Social information

S1 Own workforce

SBM-3 Material impacts and their interaction with strategy and business model

Sdiptech's business model is based on long-term ownership of companies operating mainly in industrial, technical and operational environments. As a result, working conditions, the work environment, health and safety, as well as equal treatment and equal opportunities, are key issues for the group's own workforce. The group's own workforce includes all persons working at Sdiptech's business units under the group's control who may be significantly affected by its activities. This includes permanent and temporary employees of the business units and, where applicable, non-employees such as self-employed persons, consultants and agency workers when they are working as an integral part of the business units' organisation.

As part of the double materiality assessment, Sdiptech identified negative impacts related to labour conditions in its business units. These include risks related to the work environment, working time and compensation, including workplace accidents, occupational injuries, ergonomic strains and work-related stress and mental health. Shortcomings in the working environment, unreasonable working hours or inadequate protective measures may lead to actual or potential impact on the health, safety and well-being of employees and their right to safe and fair working conditions. These negative impacts are assessed as partly systematic, arising from recurrent health and safety conditions in industrial and operational environments, and may result from individual events such as workplace accidents or other work-related incidents. workplace accidents or other work-related incidents. The occurrence of child labour or forced labour – which in some geographical contexts may be common or systematic – have not been identified as significant actual or potential negative impact at Sdiptech's business units. The group's business units operate in countries with established labour regulation and supervision.

Furthermore, Sdiptech has identified negative impact related to equal treatment and equal opportunities. There is a risk of discrimination, harassment or unequal development opportunities unless processes for recruitment, remuneration, promotion, skills development or leadership are sufficiently inclusive and systematically designed. Such shortcomings may have an actual or potential negative impact on the rights of individuals to equal treatment, fair working conditions and equal opportunities within the organisation.

The identified material risks related to working conditions and equal treatment are considered to relate primarily to certain specific groups within the group's own workforce, rather than the workforce as a whole. This is particularly true for employees in operational and technical roles in the business units, where working in industrial and physically demanding environments means a higher exposure to occupational health and safety risks. New recruits and younger staff may also be more vulnerable due to limited experience. Risks related to equal treatment and opportunities may also affect certain groups to a greater extent depending on their role and organisational context within the business units.

The identified risks are mainly linked to the group's own organisation and are affected by the group's decentralised organisational model, where responsibility for health and safety and human resources issues largely rests with the business units.

The group is subject to national labour law and health and safety legislation in the countries in which Sdiptech operates. The regulations define requirements for systematic work environment management, preventive measures and non-discrimination, and constitute a central part of the management of risks linked to the company's own workforce.

S1-1 Policies related to own workforce

Sdiptech has established group-wide policies to prevent and manage actual and potential negative consequences for its own workforce. These include a human rights policy, a code of conduct and a gender equality policy, and apply to all individuals working within the group, including permanent and temporary employees, as well as consultants and other temporary staff, where appropriate.

The policies are in line with internationally recognised frameworks such as the United Nations Guiding Principles on Business and Human Rights (UNGPs), the International Labour Organisation's (ILO's) Core Conventions and relevant parts of the OECD Guidelines for Multinational Enterprises. These include fundamental rights related to fair working conditions, health and safety, equal treatment, freedom of association and protection against discrimination, harassment and retaliation.

The code of conduct sets out requirements for respectful behaviour, equal opportunities and compliance with applicable labour laws within the group. It also makes clear that discrimination, harassment, forced labour, child labour and human trafficking are not acceptable under any circumstances.

The code of conduct and other relevant policies prohibit discrimination on all grounds protected under applicable EU and national law. Principles of diversity, inclusion and equal opportunities are governed by the equal opportunities policy, which states that qualifications, skills and experience should form the basis for recruitment, placement, training and career development. The group's policies also include commitments to inclusion and equal opportunities, as well as the provision of reasonable accommodation and support measures for, for example, persons with disabilities, employees with special health needs or other groups in particularly vulnerable situations, where relevant and feasible.

Occupational health and safety is managed by means of the group's occupational health and safety guidelines, where operational responsibility for implementation and follow-up rests with each business unit in accordance with national legislation and the group's overall principles. These guidelines cover the prevention of work-related accidents and ill health, as well as requirements for systematic work environment management and incident reporting. The possibility of adapting the work environment for people with special needs is taken into account wherever relevant and feasible.

The policies are communicated to the workforce via internal policy documents, via the group's internal communication channels and during induction for new employees.

There are procedures for reporting and handling complaints or suspected violations related to discrimination or other labour-related issues, as well as efforts to promote competence and skills development within the business units.

The policies are implemented by means of established processes for prevention, training and communication, and also by means of procedures for reporting, investigating and addressing suspected cases of discrimination, harassment or retaliation within each business unit. Sdiptech has limited exposure to operations in high-risk countries with regard to forced labour and child labour. Risk assessments are carried out for new investments and acquisitions, and similar requirements are imposed on business partners through the supplier code of conduct.

All policies are publicly available on the Sdiptech website and are thereby made accessible to relevant external stakeholders, including business partners and other parties that may be affected by, or require support in, the implementation of the policies, supplemented where necessary by dialogue and guidance.

S1-2 Processes for engaging with own workforce and workers' representatives about impacts

Sdiptech has established general processes for communication with its own workforce and, where applicable, employee representatives in order to identify, prevent and manage actual and potential negative impact related to working conditions, health and safety and equal treatment. This communication ensures that employees' perspectives are taken into account in decisions concerning the work environment, organisational changes and the development of working conditions. Ultimate operational responsibility for ensuring communication with the group's own workforce, and that the results are taken into account in the group's working methods, rests with the group management, with implementation and follow-up within each business unit.

Communication mainly takes place at business unit level and is aligned with the group's decentralised business model. The form, content and frequency vary according to local conditions and identified risks, and include health and safety risk assessments, organisational changes, monitoring of working conditions, employee surveys and ongoing discussions between managers and employees. Where employee representatives or trade unions are present, communication also takes place through established forms of cooperation in accordance with national legislation and applicable collective agreements.

Insights from this communication are used to identify areas for improvement and, where necessary, adjust policies, procedures and local practices, with follow-up within the respective business unit and escalation to a higher level if necessary. The effectiveness of communication is assessed through follow-up of identified actions, results of employee surveys and feedback within the organisation. No particularly vulnerable or marginalised groups within its own workforce have been identified at this stage, but the communication processes are designed to be inclusive and accessible to all employees.

Sdiptech has not entered into a Global Framework Agreement (GFA) with international trade union organisations, but respects national collective agreements and the right of workers to freedom of association in all countries in which the group operates, in line with the ILO's core principles.

S1-3 Processes to remediate negative impact and channels for own workforce to raise concerns

Sdiptech has group-wide procedures in place in order to identify, manage and remedy actual and potential negative impacts on its own workforce. These procedures aim to ensure that employees and other members of their own workforce have access to safe, accessible and effective channels for reporting work-related problems and having them addressed.

Work-related issues are primarily handled within the business unit in question through communication between employees and their line managers, and through local follow-up processes. These channels are available at the organisational level where the individual is employed, with the possibility of escalation if necessary.

For serious or sensitive cases, Sdiptech provides a group-wide whistleblowing function that enables anonymous reporting via an external, independent and encrypted system. This channel is accessible to all employees and other members of the company's own workforce. Sdiptech does not accept retaliation and deals with cases in confidence in accordance with established procedures.

Awareness of and trust in the reporting channels is ensured through communication in internal channels, access to information during the induction of new employees, and clear information on anonymity and protection against retaliation. When negative impact is identified, the cases are investigated and appropriate measures are taken to mitigate or remedy the damage. Actions are documented and followed up to ensure effectiveness and reduce the risk of recurrence. The available reporting channels are established, operational and integrated into the group's day-to-day operations at the time of reporting. Investigation and handling of reported cases are carried out in accordance with the group's governance for business ethics, see section G1-3 .

S1-4 Taking action on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions

Sdiptech takes action to prevent, limit and manage material negative impact on its own workforce, as well as to reduce identified risks and capitalise on opportunities linked to working conditions, health and safety and equal treatment. The measures are based on the group's policies and are group-wide in their focus, while they are implemented in all business units with adaptation to local conditions and risk profiles aligned with Sdiptech's decentralised business model.

To ensure that the way we work does not lead to negative consequences for our own workforce, risks in the work environment are identified and monitored on an ongoing basis, and working methods and procedures are adjusted as necessary.

The main measures taken within the group include:

- Systematic work environment management in organisations with an elevated risk profile, including risk assessments, preventive measures and safety procedures.
- Actions to reduce organisational and social risks, such as skills development, leadership support and monitoring of workload and working conditions.
- Interventions to combat discrimination and promote inclusion, which are integrated into recruitment, skills development and monitoring.

The effectiveness of the measures is monitored through regular follow-up of issues such as occupational accidents, sickness absence and staff turnover in business unit management forums. The perspectives of the workforce and, where applicable, workers' representatives are taken into account in the design and follow-up of actions through communication on health and safety and organisational issues. If actual negative impacts are identified, these are investigated and measures are taken to correct or reduce the impact, in dialogue with the employees concerned and with follow-up to ensure that the measures have the intended effect and that the identified impacts have been remedied or managed satisfactorily.

The measures constitute ongoing and continuous work and are monitored and further developed within the framework of the group's regular planning and monitoring processes. During the reporting year, the focus has been on strengthening preventive health and safety work, and the group intends to gradually further develop its working methods. The actions are funded within the framework of the regular operational budgets of the business units. No separate or earmarked financial resources have been allocated specifically to the area.

S1-5 Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

Sdiptech has set a group-wide target to increase the proportion of women in management positions to at least 40 percent by 2030.

The objective aims to address negative impact related to equal treatment and opportunities within its own workforce, as well as to strengthen identified opportunities through more inclusive leadership, increased innovation capacity and a stronger organisational culture. The target covers all business units.

In setting the target, insights from dialogues with the workforce and senior management were taken into account. The target is also based on an assessment of the group's gender balance, long-term skills needs and expected developments over time. The assessment is based on the assumption that the target is feasible within the group's existing working practices and recruitment processes. Employee perspectives are also taken into account in the ongoing monitoring of the target and in the identification of improvement measures.

Monitoring is carried out annually by measuring the gender balance in the group management, the group board, senior positions in the group and in the total workforce. The effectiveness of the metrics is assessed by comparing outcomes against established targets and historical baselines and analysing trends over time. Developments are also monitored at business unit level to enable comparisons and identify the need for targeted measures, taking into account the different circumstances of the business units. Definitions of leading positions and calculation methodology are applied consistently over time in order to ensure comparability.

The metrics are based on data reported by the business units in a group-wide reporting tool. The underlying information is extracted from the respective business unit's payroll system, HR system and other relevant personnel administration systems.

Additionally, Sdiptech has established a group-wide zero vision for work-related accidents, illnesses and serious incidents, as well as an overall ambition to continuously improve health, work environment and well-being. These objectives address material negative impact related to working conditions and the health and safety of its own workforce. As things stand at present, the group has no additional time-bound or quantified targets in these areas beyond Vision Zero.

Health and safety performance is monitored through the business units' reporting of accidents in the group's common reporting system, through the group-wide whistleblowing function and through ongoing follow-up within each business unit.

The outcomes are used for preventive measures, improvement initiatives and the exchange of experience within the group. Performance against established targets is monitored annually and reported on an ongoing basis as baselines and comparable data are established. Sdiptech intends to gradually further develop targets, metrics and monitoring as data collection and governance are strengthened.

S1-6 Characteristics of the undertaking's employees

Information on Sdiptech's employees is provided below. The data refer to the group's own workforce and is presented as at 31 December 2025.

The data are based on actual data collected through the group's common reporting system for sustainability metrics and refers to the number of headcount employees as at 31 December 2025. Average number of employees and full-time equivalents (FTEs) are not recognised.

Staff turnover is calculated by dividing the number of employees who left the group during the year by the number of employees at the end of the year. The classification of gender, employment type and geographical region follows internal definitions aligned with ESRS.

The reported staff data are not used as a reference in the financial statements.

Employees by contract type	Europe, EEA	Europe, outside EEA	Other	Total
Number of permanent employees	814	1,007	252	2,073
Number of temporary employees	27	2	10	39
Number of non-guaranteed hours	2	5	0	7
Total number of employees at year-end	**843**	**1,014**	**262**	**2,119**

Employees by contract type	Women	Men	Total
Number of permanent employees	390	1683	2,073
Number of temporary employees	11	28	39
Number of non-guaranteed hours	0	7	7
Total number of employees at year-end	**401**	**1718**	**2,119**

Employees by gender	Number
Men	1,718
Women	401
Total number of employees at year-end	**2,119**

Employees by country	Number
Sweden	297
Denmark	131
Norway	66
Finland	90
Italy	86
United Kingdom	1,139
US	34
Netherlands	68
Other countries	208

The countries reported correspond to the countries where Sdiptech has at least 50 employees and which represent at least 10 percent of the total number of employees within the group.

Number of employees who left during the year	Staff turnover (%)
388	18

S1- 8 Collective bargaining coverage and social dialogue

Sdiptech reports information on collective bargaining coverage and social dialogue for countries where the group has more than 50 employees and which together represent at least 10 percent of the total number of employees. The United Kingdom is the country in which the group has the most employees. However, collective agreements are limited in scope, and collective agreement coverage is therefore considered to be low.

The data are based on reporting from the business units that fulfil these criteria. For operations outside the EEA, collective bargaining coverage has been estimated on the basis of local labour market conditions, applicable legislation and knowledge of union representation in each region. Reporting is staggered in order to reflect variations between business units and ensure comparability in the first reporting year.

Workplace representation refers to the presence of employee representatives in accordance with national legislation within the EEA. For employees not covered by collective agreements, working conditions and employment conditions are determined in different ways depending on the structure of the organisation. In business units where collective bargaining agreements are in place, these terms may also be applied in practice to employees who are not formally covered. In operations without collective bargaining agreements, terms are determined in accordance with Sdiptech's internal policies, industry standards and applicable local labour law.

For non-employee members of the workforce, such as consultants or agency staff, labour and remuneration conditions are regulated by individual contracts in accordance with applicable legislation, market practice and the group's internal guidelines.

Sdiptech does not currently have a European Works Council (EWC) or equivalent supranational cooperative body.

The table above is based on a total of 2,119 employees covered by the reporting.

	Collective bargaining coverage		Social dialogue
Coverage ratio	**Employees – EEA (for countries with >50 employees representing >10% of total number of employees)**	**Employees – non-EEA (estimate for regions with >50 employees representing >10% of total number of employees)**	**Workplace representation (EEA only) (for countries with >50 employees representing >10% of total number of employees)**
0-19%	Slovakia		
20-39%			
40-59%			
60-79%	Denmark		Denmark
80-100%	Sweden, Italy		Italy, Slovakia, Sweden

S1-9 Diversity metrics

Diversity metrics for Sdiptech's board, group management and employees are presented below. The data are based on data from the group's common reporting system for sustainability metrics and refers to conditions as at 31 December 2025.

Group management refers to the executive management, comprising the CEO and his direct subordinates who are members of Sdiptech's group management team. The group management corresponds to "top management" in accordance with ESRS. The board of directors is not included in this definition.

Sdiptech's board of directors	**2025**
Number of men	4
Number of women	2
Men (%)	67%
Women (%)	33%

Sdiptech's group executive management team	**2025**
Number of men	6
Number of women	3
Men (%)	67%
Women (%)	33%

Business units	**2025**
Men	131
Women	51
Men (%)	72%
Women (%)	28%

Distribution of employees by age

	2025
Under 30	429
30–50 years	1,071
Over 50	619
Employees under 30 (%)	20%
Employees aged 30–50 (%)	51%
Employees over 50 (%)	29%

S1-10 Adequate wages

Sdiptech believes that all employees within the group receive adequate wages aligned with applicable benchmarks. This assessment is based on comparison with applicable legislation, collective labour agreements and established market benchmarks in each market and covers all employees within the group.

The assessment is based on verified wage data from the business units, including basic wages and fixed allowances guaranteed to all employees, and is updated on an ongoing basis in the context of pay reviews, changes in legislation or the acquisition of new businesses.

S1-14 Health and safety metrics

Sdiptech monitors the health and safety of its own workforce through quantitative metrics in respect of work-related accidents, work-related ill health and coverage of health and safety management systems. The reported metrics include all group employees and also – insofar as data are available – other employees carrying out work at the group's workplaces. Data on hours worked are based on data available in the business units, such as time reporting systems, payroll data or standardised estimates.

A number of business units hold certification to ISO 45001. Where certification is not in place, local health and safety management systems are applied that comply with national legislation and are reviewed internally or as part of other external audits. Health and safety is continuously monitored within the business units' management structures and reported at group level as part of Sdiptech's sustainability reporting.

Quantitative health and safety metrics are presented in the table below.

Health and safety metrics	2025
Percentage of the group's own workforce covered by the company's health and safety management system based on legal requirements and/or recognised standards or guidelines	97
Percentage of the group's own workforce covered by a health and safety management system that is based on legal requirements and/or recognised standards or guidelines and that has been audited internally and/or audited or certified by an external party	23
Number of fatalities due to occupational injuries and work-related ill health	0
Number of recorded work-related accidents (excluding fatalities)	115
Accident frequency rate for recorded work-related accidents*	30
Number of cases of recordable work-related ill health	10
Number of days lost due to work-related injuries and fatalities due to work-related accidents, work-related ill health and deaths due to ill health	628

**The accident rate is calculated as the number of recorded work-related accidents divided by the total number of hours worked, multiplied by 1,000,000*

S1-16 Remuneration metrics (pay gap and total remuneration)

Gender pay gap
During the reporting year, Sdiptech has compiled an aggregated gender pay gap at group level. The pay gap is defined as the difference between the average gross hourly earnings of female and male employees, expressed as a percentage of the average earnings of male employees. The calculation is based exclusively on contracted annual salary converted to gross hourly earnings and does not include bonuses, variable remuneration or other incentive-based remuneration components.

For the reporting year, the gender pay gap was -1 percent at group level, which means that the average gross hourly earnings of female employees were 1 percent higher than the average gross hourly earnings of male employees for the group as a whole. However, a geographical breakdown reveals variations between regions, where the wage gap may differ.

The differences can be explained by aspects such as variations in job levels, operational responsibilities and average annual working hours. The data cover all business units in the group and are based on verified salary data in local currency. The gender pay gap is not reported by employee category due to the group's decentralised business model, varying pay structures, collective agreements, currencies and HR systems.

Remuneration ratio
The annual remuneration ratio has been calculated as the total compensation of the highest paid individual in the group divided by the median of the total compensation for all employees in the group. The remuneration ratio in the 2025 reporting year was 9

The calculation is based on aggregated remuneration data from the group's business units and includes fixed salary, variable remuneration and other cash remuneration components, including pension provisions. The median remuneration was determined by calculating the average of the total remuneration of all employees in the group, excluding the CEOs of the business units and employees at the group's head office.

Given the group's decentralised business model, variations in salary structures, currencies and local HR systems, this method is deemed to provide a fair and comparable view of the remuneration conditions within the group.

The remuneration ratio has not been adjusted for differences in purchasing power between countries, as the group's main operations are conducted in comparable geographical markets.

S1-17 Incidents, complaints and severe human rights impact

Sdiptech received complaints and whistleblowing cases from its own workforce during the reporting year. The cases mainly concerned labour-related issues within the business units and were dealt with in accordance with the group's established complaint handling and whistleblowing procedures.

Sdiptech provides both local reporting channels within the business units and a group-wide external whistleblowing function which can be accessed by all employees.

Quantitative data on incidents, complaints and possible sanctions are presented in the table below.

Type of incident	Number, 2025
Total number of incidents of discrimination, including harassment	1
Number of grievances submitted by own employees through channels for raising concerns (including grievance mechanisms)	4
Number of grievances submitted through channels for own workers (including grievance mechanisms) to the national contact points for the OECD Guidelines for Multinational Enterprises	0
Total amount of fines, penalties and damages resulting from incidents and grievances	0
Severe human rights violations related to the group's own workforce	0

No reconciliation with the financial statements has been required as no fines, penalties or damages have been paid during the reporting year.

Governance information

G1 Business conduct

Material impacts and risks, and their interaction with strategy and business model

In the field of business conduct, Sdiptech has used the double materiality assessment to identify risks and impact related to corruption and protection of whistleblowers. Risk of corruption is classified as a financial risk, while inadequate protection of whistleblowers constitutes a potential negative impact. These are expected to occur both within the group's own organisation and in the value chain.

Corruption may lead to unethical business relationships, distorted competition and legal, financial and reputational consequences for the group. Such consequences may affect Sdiptech's results, business model, access to markets and the confidence of customers, suppliers and investors.

Inadequate protection of whistleblowers may result in misconduct not being reported, individuals being exposed to retaliation, and weakening of transparency and accountability. This may negatively affect both the rights of individuals and the group's ability to identify and address unethical behaviour at an early stage.

A robust governance and control system is a fundamental prerequisite for Sdiptech's long-term value creation and resilience. Governance-related risks are given particular consideration in the event of acquisitions and the integration of new companies, where compliance with the group's ethical framework is key. The group has a framework of governing documents that regulate business conduct and business ethics across the business units and, where relevant, in the value chain.

G1-1 Business conduct policies and corporate culture

The framework includes Sdiptech's code of conduct, including rules on bribery and corruption as well as whistleblowing guidelines and the supplier code of conduct. Collectively, these documents set out basic requirements for good business ethics, compliance and transparency, and make it clear that corruption, bribery and retaliation against whistleblowers are not acceptable. The code of conduct and other relevant policies are available on the Sdiptech website and can thus be accessed by relevant stakeholders, including suppliers and business partners.

The policies are adopted by the board of birectors, while the group management is responsible for implementation and monitoring. Compliance is ensured in the daily operations of each business unit. The code of conduct applies to all employees within the group and is updated regularly. Suppliers and business partners are subject to similar requirements through Sdiptech's supplier code of conduct. Ultimate responsibility for the governance, follow-up and supervision of whistleblowing cases lies with the board of directors, while the group management is responsible for operational management in accordance with established guidelines.

Sdiptech's corporate culture is characterised by a decentralised business model with local responsibility, combined with common group principles for business ethics and business conduct. Business ethics and corporate culture are integrated into the group's acquisition processes and are taken into account during due diligence and the integration of newly acquired companies.

Sdiptech's anti-corruption rules and code of conduct are designed in line with Swedish legislation and guidance from the Swedish Institute Against Bribes (IMM). However, current policies are not fully formalised in line with the United Nations Convention against Corruption (UNCAC), which has been identified as an area for development.

Work is ongoing to evaluate the group's existing policies and governance with a view to strengthening and further developing the anti-corruption framework where necessary. Any updates are planned to be implemented gradually as part of the regular development of the group's governance and sustainability work.

G1-3 Prevention and detection of corruption and bribery

Sdiptech works systematically and on a risk-based basis to prevent, detect and manage risks related to corruption and bribery in its own operations and across the value chain. This work is integrated into the group's processes for acquisitions, supplier relationships and business partnerships.
The assessment of corruption risks is based on geographical exposure, business model, type of transaction and counterparty risk. More in-depth analyses are carried out when the overall risk assessment indicates elevated risk. Suspected breaches may be reported through Sdiptech's group-wide whistleblowing channel, which is available to employees and external parties. The channel is managed by an independent external party and enables secure and confidential reporting. The whistleblowing channel plays a central role in identifying, reporting and handling suspected cases of corruption and bribery, as well as in counteracting retaliation and a culture of silence. Reported cases are investigated in a structured and objective manner, separated from the operational activities concerned. External expertise is engaged where necessary. Material cases and observations are reported to the group management and, where relevant, to the board of directors.

If actual, material negative impacts related to corruption or bribery are identified, established processes are in place for investigation, remediation and, where necessary, remedy for affected parties, including protection for whistleblowers, in accordance with the group's code of conduct.

Requirements and procedures linked to anti-corruption are communicated through internal policy documents and by ensuring that all employees familiarise themselves with the group's code of conduct in connection with onboarding. The code of conduct is currently the main mandatory training programme. There are no group-wide anti-corruption training programmes beyond this, but training initiatives may occur at business unit level. This work is monitored by means of risk analyses and analysis of reported cases.

Sdiptech has identified a need to further develop a more structured and group-wide approach to anti-corruption training, particularly for functions and roles with elevated risk exposure. The work is planned to be implemented gradually as part of the regular development of the group's governance and sustainability work. Measures related to the prevention and management of corruption and bribery risks are implemented within the framework of the group's regular governance and existing organisational resources.

No separate or significant operating costs or investments have been allocated, therefore, and there are no specific financial amounts to recognise in respect of current or future resource allocation in this area.

G1-4 Incidents of corruption or bribery

Sdiptech has not defined measurable, time-bound targets in respect of corruption and bribery, as the group's governing commitment is that corruption and bribery will not be accepted under any circumstances, with the ambition that no incidents should occur. Against this background, outcome-based targets with base years and target levels are not considered appropriate.

This area is monitored through metrics and qualitative analysis that are used to continuously assess the effectiveness of the group's policies and actions in relation to identified material risks, although no measurable targets have been set. The metrics used are directly linked to the group's identified risks of corruption in its own operations and in the value chain, as well as to the risk of lack of whistleblower protection.

For the risk relating to corruption in the group's own operations and in the value chain, developments are monitored through metrics such as the number of confirmed cases of corruption or bribery, the occurrence of legal sanctions, and disciplinary or business measures undertaken. For the risk related to inadequate protection of whistleblowers, developments are monitored through metrics relating to the number of whistleblowing cases received and how these are handled and resolved, as well as through a qualitative assessment of the functioning and effectiveness of reporting processes, including whether retaliation or other adverse consequences occur.

No confirmed cases of corruption or bribery have been identified in Sdiptech's operations during the reporting period. All other quantitative metrics, including convictions, sanctions, disciplinary measures, terminated business relationships and public legal proceedings, showed no occurrences during the reporting year.

The assessment is based on internal reporting from the business units and on cases received through the group-wide anonymous whistleblowing channel, which are handled in accordance with established procedures for investigation and escalation. The data refer to the whole group and include violations of applicable anti-corruption and bribery legislation during the reporting period.

Four cases were received during the year via the group's whistleblowing channel. These cases concerned work-related complaints and not suspected cases of corruption or bribery. The metrics are based on the aggregation of reported whistleblowing cases, internal monitoring within the group and the follow-up of any legal proceedings or sanctions.

No external party, other than the independent handling of the whistleblowing function, has been engaged to validate the metrics. No significant assumptions or estimates have been applied in the preparation of the metrics, as they are based on actual, reported events.

Appendix 1

Declaration of due diligence

ESRS 2 GOV-4

Key elements of due diligence	Section in the sustainability report
a) Embedding due diligence into governance, strategy and business model	GOV-2, GOV-3, SBM-3
b) Engaging with affected stakeholders across all key stages of due diligence	SBM-2, IRO-1, S1-2
c) Identifying and assessing negative impacts	SBM-3, IRO-1
d) Taking action to address these negative impacts	E1-1, E1-3, E5-2, S1-4
e) Tracking the effectiveness of these efforts and communicating this	E1-4, E5-3, S1-5

Appendix 2

Disclosure requirements in ESRS covered by the undertaking's sustainability statement

ESRS 2–IRO 2

Disclosure requirement		Page
General disclosures		
ESRS 2	**General disclosures**	**36**
BP-1	General basis for preparation of the sustainability statement	36
BP-2	Disclosures in relation to specific circumstances	41
GOV-1	The role of the administrative, management and supervisory bodies	38
GOV-2	Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	38
GOV-3	Integration of sustainability-related performance in incentive schemes	38
GOV-4	Statement on due diligence	38
GOV-5	Risk management and internal control over sustainability reporting	38
SBM-1	Strategy, business model and value chain	36
SBM-2	Interests and views of stakeholders	39
SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	41
IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	39
IRO-2	Disclosure requirements in ESRS covered by the undertaking's sustainability statement	40
Environmental information		
E1	**Climate change**	43
E1 ESRS 2 GOV-3	Integration of sustainability-related performance in incentive schemes	38
E1-1	Transition plan for climate change mitigation	43
E-1 ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	43
E1 ESRS 2 IRO-1	Description of the processes to identify and assess climate-related impacts, risks and opportunities	39-40
E1-2	Policies related to climate change mitigation and adaptation	43
E1-3	Actions and resources in relation to climate change policies	44
E1-4	Targets related to climate change mitigation and adaptation	44
E1-5	Energy consumption and mix	44
E1-6	Scopes 1, 2, 3 and total GHG emissions	45
E1-8	Internal carbon pricing	47

Disclosure requirement		Page
E5	**Resource use and circular economy**	48
E5-1	Policies related to resource use and circular economy	48
E5-2	Actions and resources related to resource use and circular economy	48
E5-3	Targets related to resource use and circular economy	48
E5-4	Resource inflows	49
E5-5	Resource outflows	49
Social information		
S1	**Own workforce**	52
S1 ESRS 2 SBM-2	Interests and views of stakeholders	39
S1 ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	52
S1-1	Policies related to own workforce	52
S1-2	Processes for engaging with own workforce and workers' representatives about impacts	53
S1-3	Processes to remediate negative impacts and channels for own workforce to raise concerns	53
S1-4	Taking action on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions	53
S1-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	53
S1-6	Characteristics of the undertaking's employees	54
S1-8	Collective bargaining coverage and social dialogue	55
S1-9	Diversity metrics	55
S1-10	Adequate wages	55
S1-14	Health and safety metrics	55
S1-16	Remuneration metrics (pay gap and total remuneration)	56
S1-17	Incidents, grievances and severe human rights impacts	56
S2	**Workers in the value chain**	-
BP2-17	Use of phase-in provisions in accordance with Appendix C to ESRS 1	41
Governance information		
G1	**Business conduct**	57
ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	57
ESRS 2 GOV-1	The role of the administrative, management and supervisory bodies	38
G1-ESRS 2 IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	39
G1-1	Business conduct policies and corporate culture	57
G1-3	Prevention and detection of corruption and bribery	57
G1-4	Incidents of corruption or bribery	58

Appendix 3

List of data points from other EU legislation

ESRS 2 IRO-2

Disclosure requirement	Related data point	Sustainability report	Reference in the SFDR (Sustainable Finance Disclosure Regulation)	Reference in Pillar 3	Reference in the Benchmarks Regulation	Reference in the European Climate Law	Page
ESRS 2 GOV-1	Paragraph 21 (d)	Gender composition of the board	Indicator no. 13, Table 1, Appendix I		Annex II to Commission Delegated Regulation (EU) 2020/1816		55
ESRS 2 GOV-1	Paragraph 21 (e)	Percentage of independent board members			Annex II to Delegated Regulation (EU) 2020/1816		38
ESRS 2 GOV-4	Paragraph 30	Statement on due diligence	Indicator no. 10, Table 3, Appendix I				38
ESRS 2 SBM-1	Paragraph 40 (d) i	Involvement in activities linked to fossil fuels	Indicator no. 4, Table 1, Appendix I	Article 449a, Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453, Table 1: Qualitative information on Environmental Risk and Table 2: Qualitative information on Social risk			Not material
ESRS 2 SBM-1	Paragraph 40 (d) ii	Involvement in activities related to chemical production	Indicator no. 9, Table 2, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816		Not material
ESRS 2 SBM-1	Paragraph 40 (d) iii	Participation in activities related to controversial weapons	Indicator no. 14, Table 1, Appendix I		Article 12(1) of Delegated Regulation (EU) 2020/1818, Annex II to Delegated Regulation (EU) 2020/1816		Not material
ESRS 2 SBM-1	Paragraph 40 (d) iv	Involvement in activities related to the cultivation and production of tobacco			Article 12(1) of Delegated Regulation (EU) 2020/1818, Annex II to Delegated Regulation (EU) 2020/1816		Not material
ESRS E1-1	Paragraph 14	Transition plan to achieve climate neutrality by 2050				Article 2(1) of Regulation (EU) 2021/1119	43
ESRS E1-1	Paragraph 16 (g)	Companies excluded from the EU baselines for alignment with the Paris Agreement		Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453, template 1: Banking book – climate change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Article 12(1)(d) to (g) and Article 12(2) of Delegated Regulation (EU) 2020/1818		Not material
ESRS E1-4	Paragraph 34	GHG emission reduction targets	Indicator no. 4, Table 2, Appendix I	Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453, template 3: Banking book – climate change transition risk: alignment metrics	Article 6 of Commission Delegated Regulation (EU) 2020/1818		44
ESRS E1-5	Paragraph 38	Energy consumption from fossil sources by source (only high climate impact sectors)	Indicator no. 5, Table 1 and Indicator no. 5, Table 2, Appendix I				Not material

Disclosure requirement	Related data point	Sustainability report	Reference in the SFDR (Sustainable Finance Disclosure Regulation)	Reference in Pillar 3	Reference in the Benchmarks Regulation	Reference in the European Climate Law	Page
ESRS E1-5	Paragraph 37	Energy use and energy mix	Indicator no. 5, Table 1, Appendix I				44
ESRS E1-5	Paragraphs 40–43	Energy intensity associated with activities in high climate impact sectors	Indicator no. 6, Table 1, Appendix I				Not material
ESRS E1-6	Paragraph 44	Gross Scope 1, 2, 3 GHG emissions and total GHG emissions	Indicator no. 1 and Indicator no. 2, Table 1, Appendix I	Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453, template 1: Banking book – climate change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Articles 5(1), 6 and 8(1) of Delegated Regulation (EU) 2020/1818		45
ESRS E1-6	Paragraphs 53–55	Gross output intensity of GHG emissions	Indicator no. 3, Table 1, Appendix I	Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453, template 3: Banking book – climate change transition risk: alignment metrics	Article 8.1 of Commission Delegated Regulation (EU) 2020/1818)		45
ESRS E1-7	Paragraph 56	GHG removals and carbon credits				Article 2(1) of Regulation (EU) 2021/1119	Not material
ESRS E1-9	Paragraph 66	Reference portfolio exposure to climate-related physical risks			Annex II to Delegated Regulation (EU) 2020/1818, Annex II to Delegated Regulation (EU) 2020/1816		Phase-in
ESRS E1-9	Paragraph 66 (a)	Breakdown of monetary amounts disaggregated by acute and chronic physical risk		Article 449a of Regulation (EU) No 575/2013 Commission Implementing Regulation (EU) 2022/2453, paragraphs 46 and 47, template 5: Banking book – climate change physical risk: Exposures subject to physical risk.			Phase-in
ESRS E1-9	Paragraph 66 (c)	Location of significant assets at material physical risk					Phase-in
ESRS E1-9	Paragraph 67 (c)	Breakdown of the carrying value of the undertaking's real estate assets by energy efficiency classes		Article 449a of Regulation (EU) No 575/2013, Commission Implementing Regulation (EU) 2022/2453, paragraph 34, template 2 – Banking book – climate change transition risk: Loans collateralised by immovable property – Energy efficiency of the collateral			Phase-in
ESRS E2-4	Paragraph 28	The amounts of each pollutant listed in Annex II of Regulation concerning the European Pollutant Release and Transfer Register for releases to air, water and soil	Indicator no. 8, Table 1, Appendix I; Indicator no. 2, Table 2, Appendix I; Indicator no. 1, Table 2, Appendix I; Indicator no. 3, Table 2, Appendix I		Annex II to Delegated Regulation (EU) 2020/1818		Not material
ESRS E3-1	Paragraph 9	Water and Marine Resources	Indicator no. 7, Table 2, Appendix I				Not material
ESRS E3-1	Paragraph 13	Specific policy	Indicator no. 8, Table 2, Appendix I				Not material
ESRS E3-1	Paragraph 14	Sustainable oceans and seas	Indicator no. 12, Table 2, Appendix I				Not material

Disclosure requirement	Related data point	Sustainability report	Reference in the SFDR (Sustainable Finance Disclosure Regulation)	Reference in Pillar 3	Reference in the Benchmarks Regulation	Reference in the European Climate Law	Page
ESRS E3-4	Paragraph 28 (c)	Total water recycled and reused	Indicator no. 6.2, Table 2, Appendix I				Not material
ESRS E3-4	Paragraph 29	Total water consumption in m3 per net revenue on own operations	Indicator no. 6.1, Table 2, Appendix I				Not material
ESRS 2- SBM-3 – E4	Paragraph 16 (a) i		Indicator no. 7, Table 1, Appendix I				Not material
ESRS 2- SBM-3 – E4	Paragraph 16 (b)		Indicator no. 10, Table 2, Appendix I				Not material
ESRS 2-SBM-3 – E4	Paragraph 16 (c)		Indicator no. 14, Table 2, Appendix I				Not material
ESRS E4-2	Paragraph 24 (b)	Sustainable land/agricultural practices or policies	Indicator no. 11, Table 2, Appendix I				Not material
ESRS E4-2	Paragraph 24 (c)	Sustainable oceans / seas practices or policies	Indicator no. 12, Table 2, Appendix I				Not material
ESRS E4-2	Paragraph 24 (d)	Policies to address deforestation	Indicator no. 15, Table 2, Appendix I				Not material
ESRS E5-5	Paragraph 37 (d)	Non-recycled waste	Indicator no. 13, Table 2, Appendix I				49
ESRS E5-5	Paragraph 39	Hazardous waste and radioactive waste	Indicator no. 9, Table 1, Appendix I				49
ESRS 2- SBM3 – S1	Paragraph 14 (f)	Risk of incidents of forced labour	Indicator no. 13, Table 3, Appendix I				Not material
ESRS 2- SBM3 – S1	Paragraph 14 (g)	Risk of incidents of child labour	Indicator no. 12, Table 3, Appendix I				Not material
ESRS S1-1	Paragraph 20	Human rights policy commitments	Indicator no. 9, Table 3 and Indicator no. 11, Table 1, Appendix I				52
ESRS S1-1	Paragraph 21	Due diligence strategies in relation to matters covered by International Labour Organization (ILO) fundamental conventions 1–8			Annex II to Delegated Regulation (EU) 2020/1816		52
ESRS S1-1	Paragraph 22	Processes and measures to address trafficking in human beings	Indicator no. 11, Table 3, Appendix I				52
ESRS S1-1	Paragraph 23	Workplace accident prevention policy or management system	Indicator no. 1, Table 3, Appendix I				52
ESRS S1-3	Paragraph 32 (c)	Grievance/complaints handling mechanism related to employee matters	Indicator no. 5, Table 3, Appendix I				53
ESRS S1-14	Paragraph 88 (b) and (c)	Number of fatalities and number and rate of work-related accidents	Indicator no. 2, Table 3, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816		56
ESRS S1-14	Paragraph 88 (e)	Number of days lost to work-related injuries and fatalities from work-related accidents, work-related ill health and fatalities from ill health	Indicator no. 3, Table 3, Appendix I				56
ESRS S1-16	Paragraph 97 (a)	Unadjusted gender pay gap	Indicator no. 12, Table 1, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816		56
ESRS S1-16	Paragraph 97 (b)	Excessively high pay to CEO	Indicator no. 8, Table 3, Appendix I				56

Disclosure requirement	Related data point	Sustainability report	Reference in the SFDR (Sustainable Finance Disclosure Regulation)	Reference in Pillar 3	Reference in the Benchmarks Regulation	Reference in the European Climate Law	Page
ESRS S1-17	Paragraph 103 (a)	Incidents of discrimination	Indicator no. 7, Table 3, Appendix I				56
ESRS S1-17	Paragraph 104 (a)	Nonrespect of the UN Guiding Principles on Business and Human Rights and the OECD Guidelines	Indicator no. 10, Table I and Indicator no. 14, Table 3, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818		56
ESRS 2-SBM-3 – S2	Paragraph 11 (b)	Significant risk of child labour or forced labour in the value chain	Indicator no. 12 and Indicator no. 13, Table 3, Appendix I				Phase-in
ESRS S2-1	Paragraph 17	Human rights policy commitments	Indicator no. 9, Table 3 and Indicator no. 11, Table 1, Appendix I				Phase-in
ESRS S2-1	Paragraph 18	Processes for engaging with value chain workers	Indicator no. 11 and Indicator no. 4, Table 3, Appendix I				Phase-in
ESRS S2-1	Paragraph 19	Nonrespect of the UN Guiding Principles on Business and Human Rights and the OECD Guidelines	Indicator no. 10, Table 1, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818		Phase-in
ESRS S2-1	Paragraph 19	Due diligence strategies in relation to matters covered by International Labour Organization (ILO) fundamental conventions 1–8			Annex II to Delegated Regulation (EU) 2020/1816		Phase-in
ESRS S2-4	Paragraph 36	Human rights issues and incidents connected to the undertaking's upstream and downstream value chain	Indicator no. 14, Table 3, Appendix I				Phase-in
ESRS S3-1	Paragraph 16	Human rights policy commitments	Indicator no. 9, Table 3, Appendix I and Indicator no. 11, Table 1, Appendix I				Not material
ESRS S3-1	Paragraph 17	Failure to comply with the UN Guiding Principles on Business and Human Rights, ILO principles or the OECD guidelines	Indicator no. 10, Table 1, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818		Not material
ESRS S3-4	Paragraph 36	Human rights issues and incidents	Indicator no. 14, Table 3, Appendix I				Not material
ESRS S4-1	Paragraph 16	Processes for engaging with consumers and end-users	Indicator no. 9, Table 3 and Indicator no. 11, Table 1, Appendix I				Not material
ESRS S4-1	Paragraph 17	Nonrespect of the UN Guiding Principles on Business and Human Rights and the OECD Guidelines	Indicator no. 10, Table 1, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816, Article 12(1) of Delegated Regulation (EU) 2020/1818		Not material
ESRS S4-4	Paragraph 35	Human rights issues and incidents	Indicator no. 14, Table 3, Appendix I				Not material
ESRS G1-1	Paragraph 10 (b)	United Nations Convention against Corruption	Indicator no. 15, Table 3, Appendix I				57
ESRS G1-1	Paragraph 10 (d)	Protection of whistleblowers	Indicator no. 6, Table 3, Appendix I				57
ESRS G1-4	Paragraph 24 (a)	Fines for violation of anti-corruption and anti-bribery laws	Indicator no. 17, Table 3, Appendix I				58
ESRS G1-4	Paragraph 24 (b)	Standards of anti-corruption and anti-bribery	Indicator no. 16, Table 3, Appendix I		Annex II to Delegated Regulation (EU) 2020/1816		58

Appendix 4

EU taxonomy tables

KPI

Summary

KPI	Total	Proportion of Taxonomy-eligible activities	Taxonomy-aligned activities	Proportion of Taxonomy-aligned activities	Breakdown by environmental objectives of Taxonomy-aligned activities						Proportion of enabling activities	Proportion of transitional activities	Not assessed activities considered nonmaterial	Taxonomy-aligned activities in previous financial year (N-1)	Proportion of Taxonomy-aligned activities in previous financial year (N-1)
					Climate Change Mitigation	Climate Change Adaptation	Water and Marine Resources	Circular Economy	Pollution	Biodiversity					
	SEK million	%	SEK million	%	%	%	%	%	%	%	%	%	%	SEK million	%
Turnover	5,273.3	17.13	522.3	9.90	9.54	0.00	0.37	0.00	0.00	0.00	0.00	0.00	0.00	502.9	10.00
CapEx	355.0	7.47	18.7	5.27	5.27	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	43.1	6.24
OpEx	58.9	26.07	9.7	16.40	16.35	0.00	0.05	0.00	0.00	0.00	0.00	0.00	0.00	7.4	11.68

Turnover

Portion of turnover from products or services related to economic activities that are aligned with taxonomy requirements – information covering 2025.

E= Enabling activities
T= Transitional activities

						Environmental objectives of Taxonomy-aligned activities										
Economic Activities	**Code**	**Taxonomy-eligible turnover**	**Taxonomy-eligible turnover**	**Taxonomy-aligned turnover**	**Taxonomy-aligned turnover**	**Climate Change Mitigation**	**Climate Change Adaptation**	**Water and Marine Resources**	**Circular Economy**	**Pollution**	**Biodiversity**	**Enabling activities**	**Transitional activities**	**Taxonomy-aligned activities covered by the Taxonomy**	**Taxonomy-aligned activities in previous financial year (N-1)**	**Taxonomy-aligned activities in previous financial year (N-1)**
		SEK million	%	SEK million	%	%	%	%	%	%	%	E	T	%	SEK million	%
3.1 Manufacture of renewable energy technologies	CCM3.1	17.3	0.33	17.3	0.33	0.33	0.00	0.00	0.00	0.00	0.00	E	-	100.00	12.0	0
3.6 Manufacture of other low-carbon technologies	CCM3.6	380.9	7.22	0.0	0.00	0.00	0.00	0.00	0.00	0.00	0.00			0.00	0.0	0
5.1 Construction, extension and operation of water collection, treatment and supply systems	CCM5.1	5.4	0.10	5.4	0.10	0.10	0.00	0.00	0.00	0.00	0.00	-	-	100.00	11.5	0
5.2 Renewal of water collection, treatment and supply systems	CCM5.2	90.7	1.72	90.7	1.72	1.72	0.00	0.00	0.00	0.00	0.00	-	-	100.00	82.3	2
6.15 Infrastructure enabling low-carbon road transport and public transport	CCM6.15	304.6	5.78	304.6	5.78	5.78	0.00	0.00	0.00	0.00	0.00	E	-	100.00	275.7	5
7.5 Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings	CCM7.5	25.9	0.49	25.9	0.49	0.49	0.00	0.00	0.00	0.00	0.00	E	-	100.00	83.5	2
8.1 Data processing, hosting and related activities	CCM8.1	39.5	0.75	39.5	0.75	0.75	0.00	0.00	0.00	0.00	0.00	-	T	100.00	0.0	0
4.1 Provision of IT/OT data-driven solutions for leakage reduction	WTR4.1	38.9	0.74	38.9	0.74	0.37	0.00	0.37	0.00	0.00	0.00	E	-	100.00	75.8	1
Sum of alignment per objective						9.54	0.00	0.37	0.00	0.00	0.00					
Total		903.2	17.13	522.3	9.90	9.54	0.00	0.37	0.00	0.00	0.00	386.7	39.5	57.83	540.8	10

CapEx

Portion of capital expenditure from products or services related to economic activities that are aligned with taxonomy requirements – information covering 2025.

E= Enabling activities
T= Transitional activities

						Environmental objectives of Taxonomy-aligned activities										
Economic Activities	**Code**	**Taxonomy-eligible CapEx**	**Taxonomy-eligible CapEx**	**Taxonomy-aligned CapEx**	**Taxonomy-aligned CapEx**	**Climate Change Mitigation**	**Climate Change Adaptation**	**Water and Marine Resources**	**Circular Economy**	**Pollution**	**Biodiversity**	**Enabling activities**	**Transitional activities**	**Taxonomy-aligned activities covered by the Taxonomy**	**Taxonomy-aligned activities in previous financial year (N-1)**	**Taxonomy-aligned activities in previous financial year (N-1)**
		SEK million	%	SEK million	%	%	%	%	%	%	%	E	T	%	SEK million	%
3.6 Manufacture of other low-carbon technologies	CCM3.6	7.8	2.20	0.0	0.00	0.00	0.00	0.00	0.00	0.00	0.00			0.00	0.0	0
5.1 Construction, extension and operation of water collection, treatment and supply systems	CCM5.1	0.1	0.02	0.1	0.02	0.02	0.00	0.00	0.00	0.00	0.00	-	-	100.00	1.1	0
5.2 Renewal of water collection, treatment and supply systems	CCM5.2	6.9	1.95	6.9	1.95	1.95	0.00	0.00	0.00	0.00	0.00	-	-	100.00	3.6	1
6.5 Transport by motorbikes, passenger cars and light commercial vehicles	CCM6.5	8.6	2.43	8.6	2.43	2.43	0.00	0.00	0.00	0.00	0.00	-	T	100.00	26.2	4
6.15 Infrastructure enabling low-carbon road transport and public transport	CCM6.15	2.6	0.73	2.6	0.73	0.73	0.00	0.00	0.00	0.00	0.00	E	-	100.00	12.2	2
8.1 Data processing, hosting and related activities –	CCM8.1	0.5	0.14	0.5	0.14	0.14	0.00	0.00	0.00	0.00	0.00	-	T	100.00	0.0	0
Sum of alignment per objective						5.27	0.00	0.00	0.00	0.00	0.00					
Total		26.5	7.47	18.7	5.27	5.27	0.00	0.00	0.00	0.00	0.00	2.6	9.1	70.60	43.1	6

OpEx

Portion of operating expenditure from products or services related to economic activities that are aligned with taxonomy requirements – information covering 2025.

E= Enabling activities
T= Transitional activities

						Environmental objectives of Taxonomy-aligned activities										
Economic Activities	**Code**	**Taxonomy-eligible OpEx**	**Taxonomy-eligible OpEx**	**Taxonomy-aligned OpEx**	**Taxonomy-aligned OpEx**	**Climate Change Mitigation**	**Climate Change Adaptation**	**Water and Marine Resources**	**Circular Economy**	**Pollution**	**Biodiversity**	**Enabling activities**	**Transitional activities**	**Taxonomy-aligned activities covered by the Taxonomy**	**Taxonomy-aligned activities in previous financial year (N-1)**	**Taxonomy-aligned activities in previous financial year (N-1)**
		SEK million	%	SEK million	%	%	%	%	%	%	%	E	T	%	SEK million	%
3.6 Manufacture of other low-carbon technologies	CCM3.6	5.7	9.67	0.0	0.00	0.00	0.00	0.00	0.00	0.00	0.00			0.00	0.0	0
5.1 Construction, extension and operation of water collection, treatment and supply systems	CCM5.1	0.1	0.10	0.1	0.10	0.10	0.00	0.00	0.00	0.00	0.00	-	-	100.00	1.2	2
5.2 Renewal of water collection, treatment and supply systems	CCM5.2	6.0	10.13	6.0	10.13	10.13	0.00	0.00	0.00	0.00	0.00	-	-	100.00	5.4	9
6.15 Infrastructure enabling low-carbon road transport and public transport	CCM6.15	3.5	6.02	3.5	6.02	6.02	0.00	0.00	0.00	0.00	0.00	E	-	100.00	0.6	1
7.5 Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings	CCM7.5	0.0	0.06	0.0	0.06	0.06	0.00	0.00	0.00	0.00	0.00	E	-	100.00	0.0	0
4.1 Provision of IT/OT data-driven solutions for leakage reduction	WTR4.1	0.1	0.09	0.1	0.09	0.05	0.00	0.05	0.00	0.00	0.00	E	-	100.00	0.2	0
Sum of alignment per objective						16.35	0.00	0.05	0.00	0.00	0.00					
Total		15.3	26.07	9.7	16.40	16.35	0.00	0.05	0.00	0.00	0.00	3.6	0	62.89	7.4	12

Auditor's assurance report on Sdiptech AB (publ)'s statutory sustainability report

To the general meeting of Sdiptech AB, co. reg. no. 556672-4893

Conclusion

We have performed a limited assurance review of the sustainability report for Sdiptech AB (publ) for the 2025 financial year. The sustainability report is included on pages 36–69 in this document.

Based on our limited assurance review described in the section titled Auditor's responsibilities, nothing has come to our attention that causes us to believe that the sustainability report is not prepared, in all material respects, in accordance with the Swedish Annual Accounts Act, including

- whether the sustainability report meets the requirements of ESRS,
- whether the process undertaken by the company to identify reported sustainability information has been implemented as described in the sustainability report, and
- compliance with the reporting requirements set out in Article 8 of the EU Taxonomy Regulation.

Basis for conclusion
We have conducted our review in accordance with FAR's recommendation RevR 19 *Auditor's limited assurance review of the statutory sustainability report*. Our responsibility under this recommendation is described in more detail in the Auditors' responsibility section.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Other information
The sustainability report for the previous financial year has not been subject to a limited assurance review, and so no review of the comparative figures in the sustainability report for 2025 has been carried out.

Information other than the sustainability report
This document also contains information other than the sustainability report and is found on pages 1–35 and 72–119. This other information is the responsibility of the board and the Chief Executive Officer.

Our conclusion regarding the sustainability report does not cover this information, and we do not express any conclusion with assurance regarding this other information.

In connection with our limited assurance review of the sustainability report, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the sustainability report. In this procedure, we also take into account our knowledge otherwise obtained during the limited assurance review and assess whether the information otherwise appears to be materially misstated.

If we conclude – on the basis of the work carried out in respect of this information – that the other information contains a material misstatement, we are required to report this. We have nothing to report in this regard.

Responsibilities of the Board of Directors and the Chief Executive Officer
The board of directors and the Chief Executive Officer are responsible for ensuring that the sustainability report has been prepared in accordance with Chapter 6 (12)–(12f) of the Swedish Annual Accounts Act, and that such internal control as the board of directors and the Chief Executive Officer determines is necessary to enable the preparation of the sustainability report that is free of material misstatement, whether due to fraud or error, is maintained.

Auditor's responsibilities
Our responsibility is to express a conclusion with limited assurance as to whether the sustainability report has been prepared in accordance with Chapter 6. (12)–(12f) of the Swedish Annual Accounts Act on the basis of our audit. The audit has been conducted in accordance with FAR's recommendation RevR 19 Auditor's limited assurance review of the statutory sustainability report. This recommendation requires us to plan and perform our audit procedures to obtain limited assurance that the sustainability report is prepared in accordance with these requirements.

The review procedures performed to obtain evidence are more limited than for an engagement in which reasonable assurance is expressed, and the assurance obtained is therefore lower than for an engagement in which reasonable assurance is expressed. This means that it is not possible for us to obtain assurance that we would become aware of all significant matters that might have been identified if an engagement providing reasonable assurance had been performed.

The audit firm applies ISQM 1 (International Standard on Quality Management), which requires the company to design, implement and manage a system for quality control, including documented policies and procedures regarding compliance with professional ethical requirements, professional standards and legal and regulatory requirements.

We are independent in relation to Sdiptech AB (publ) in accordance with good auditing practice in Sweden and have otherwise fulfilled our professional ethical responsibility in accordance with these requirements.

The review involves obtaining evidence for the sustainability report through various procedures. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement in the sustainability report, whether due to fraud or error. In making this risk assessment, the auditor considers internal control relevant to the board's and the Chief Executive Officer's preparation of the sustainability report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of setting out a conclusion on the effectiveness of the internal control. The review involves making enquiries, primarily of persons responsible for the preparation of the sustainability report, conducting an analytical review and performing other limited assurance review procedures.
.

The review activities mainly included:
Our audit procedures in respect of the process undertaken by the company to identify sustainability information to report included, but were not limited, to the following:

Gaining an understanding of the process by:
- Making inquiries to understand the sources of the information used by the corporate executive (such as stakeholder dialogues, business plans and strategy documents), and
– Reviewing the company's internal documentation of its process; and

Evaluating whether the information obtained from our measures regarding the process implemented by the company is consistent with the description of the process in the sustainability report.

Our review actions in respect of the sustainability report included, but were not limited to, the following:

Obtaining, through inquiries, a general understanding of the internal control environment, reporting processes and information systems relevant to the preparation of the information in the sustainability report.

Evaluating whether information identified as material through the process undertaken by the company to identify the content of the sustainability report is also included.

Evaluating whether the structure and presentation of the sustainability report are compliant with the requirements of ESRS;

Making inquiries of relevant staff and performing analytical review procedures in respect of selected disclosures in the sustainability report;

Performing substantive procedures based on a sample of selected disclosures in the sustainability report;

Obtaining evidence, through inquiries and analytical review procedures, of the methods used to produce material estimates and forward-looking information, and how these methods were applied;

Obtaining an understanding of the process for identifying economic activities that are eligible for and aligned with the EU Taxonomy and the corresponding disclosures in the sustainability report.

The review of the taxonomy disclosures included, but was not limited, to the following review procedures:
– Analytical review procedures and inquiries of relevant staff
– On a sample basis, performing review procedures on material disclosures in the sustainability report in respect of the EU Taxonomy.

Limitations
When reporting forward-looking information in accordance with ESRS, the board of directors and the CEO of Sdiptech AB (publ) must prepare forward-looking information on the basis of stated assumptions about events that may occur in the future and possible future activities of Sdiptech AB (publ). Actual outcomes are likely to differ, as anticipated events often fail to occur as expected.

Stockholm, 15 April 2026
Öhrlings PricewaterhouseCoopers AB

Anna Rosendal
Authorised Public Accountant
Principal Accountant

Andreas Skogh
Authorised Public Accountant

Financial information

Contents

Consolidated income statement 73
Consolidated statement of comprehensive income 73
Consolidated balance sheet 74
Consolidated cash flow statement 75
Consolidated report of changes in equity 76
Parent company income statement 77
Parent company balance sheet 78
Parent company statement of changes in equity 79
Parent company cash flow statement 79
Key figures and financial information 80

Definitions of key figures and explanations 112
Signatures 115
Audit report 116

All amounts are presented in millions of Swedish kronor (SEK) unless otherwise stated. Rounding differences may occur.

Consolidated income statement

Continuing operations	Note	2025	2024
Net sales	4.5	5,196	5,166
Other operating income	6	139	54
Total revenues		**5,335**	**5,220**
Operating expenses			
Materials and general subcontract work		-2,081	-2,067
Other external expenses	8	-477	-469
Staff costs	7	-1,468	-1,445
Depreciation/amortisation and impairment of tangible and intangible assets	13-15	-855	-344
Operating profit	4	**454**	**895**
Financial income	9	5	4
Financial expenses	9	-314	-265
Net financial items		**-310**	**-260**
Profit after financial items		**144**	**635**
Tax	10	-172	-200
Profit for the year attributable to continuing operations		**-28**	**436**
Profit for the period attributable to discontinued operations	11	-38	-79
Profit for the year		**-67**	**357**
Profit attributable to			
Holders of shares in the parent company, of which		-69	353
Profit from continuing operations		*-31*	*432*
Profit from discontinued operations		*-38*	*-79*
Non-controlling interests		2	4
Average number of ordinary shares		37,991,938	37,991,938
Earnings per share before dilution	**12**		
Earnings per share for continuing operations (average number) attributable to the parent company's ordinary shareholders during the year (SEK)		-1.17	11.00
Total earnings per share (average number) attributable to the parent company's ordinary shareholders during the year (SEK)		-2.18	8.93

Consolidated statement of comprehensive income

	2025	2024
Profit for the year	**-67**	**357**
Other comprehensive income		
Components that can be reclassified to profit/loss for the year		
Exchange rate differences on translation of foreign operations	-270	154
Other comprehensive income for the year	**-270**	**154**
Total comprehensive income for the year	**-337**	**511**
Total comprehensive income for the year attributable to:		
Parent company's shareholders	-339	507
Non-controlling interests	2	4

Consolidated balance sheet

ASSETS	Note	2025-12-31	2024-12-31
Intangible assets			
Goodwill	13	4,733	5,357
Other intangible assets	14	1,375	1,493
Tangible fixed assets			
Tangible fixed assets	15	466	504
Rights of use	16	447	503
Financial assets			
Shares and other securities		3	3
Deferred tax receivables	10	13	8
Other financial assets	18	4	4
Total fixed assets		**7,042**	**7,871**
Current assets			
Inventories	19	673	733
Accounts receivable	20	840	981
Current tax receivables		34	45
Other receivables		101	55
Prepaid expenses and accrued income	21	197	196
Cash and cash equivalents	22	835	435
Assets of discontinued operations		78	125
Total current assets		**2,757**	**2,569**
Total assets		**9,799**	**10,441**

EQUITY AND LIABILITIES	Note	2025-12-31	2024-12-31
Equity	23		
Share capital		1	1
Other capital contributions		2,099	2,094
Retained earnings including profit for the year		1,994	2,350
Total equity attributable to parent company shareholders		**4,093**	**4,445**
Non-controlling interests		6	6
Total equity		**4,099**	**4,451**
Non-current liabilities			
Non-current interest-bearing liabilities	24	4,050	4,027
Non-current non-interest-bearing liabilities		21	28
Deferred tax liabilities		295	306
Provisions		14	25
Non-current liabilities, total		**4,380**	**4,385**
Current liabilities			
Current interest-bearing liabilities	24	446	537
Accounts payable	18	317	364
Current tax liabilities		58	89
Other liabilities	18	141	175
Accrued expenses and prepaid income	25	297	355
Liabilities in discontinued operations		60	85
Current liabilities, total		**1,319**	**1,604**
Total liabilities		**5,700**	**5,990**
Total equity and liabilities		**9,799**	**10,441**

Consolidated cash flow statement

	Note	2025	2024
Cash flow from remaining current operations			
Profit after financial items	9	144	635
Adjustments for items not included in cash flow	22	886	359
Tax paid		-198	-196
Cash flow from operating activities before changes in working capital		**831**	**798**
Changes in working capital			
Change in inventories		47	18
Change in operating receivables		59	-12
Change in operating liabilities		-50	19
Cash flow from current operations		**887**	**823**
Investing activities			
Acquisition of subsidiaries net of cash acquired	3	-305	-580
Acquisition of subsidiaries, contingent consideration paid	3	-383	-288
Disposal of subsidiaries		56	17
Acquisition of intangible fixed assets	14	-60	-96
Acquisition of property, plant and equipment	15	-81	-131
Cash flow from investment activities		**-773**	**-1,078**
Financing activities			
Issue of warrants, premium		4	-
Borrowing		543	661
Repayments of borrowings		-101	-420
Amortisation of leasing debt		-100	-106
Dividend paid to company's shareholders		-14	-16
Dividend paid to non-controlling interests in subsidiaries		-6	-2
Cash flow from financing activities		326	116
Cash flow for the period		**440**	**-138**
Cash and cash equivalents at the start of the year		435	550
Exchange rate difference in cash and cash equivalents		-40	24
Cash and cash equivalents at year-end		**835**	**435**
Cash and cash equivalents in discontinued operations		9	11

Consolidated report of changes in equity

	Equity attributable to parent company shareholders					
	Share capital	Other capital contributions	Profit brought forward, including profit for the year	Total	Non-controlling interests	Total equity
Opening balance as at 1 January 2024	**1**	**2,094**	**1,857**	**3,952**	**5**	**3,957**
Profit for the year	-	-	353	**353**	4	**357**
Other comprehensive income for the year	-	-	154	**154**	-	**154**
Total comprehensive income for the year	**-**	**-**	**507**	**507**	**4**	**511**
Transactions with shareholders						
Share-based payment programmes	-	-	2	**2**	-	**2**
Dividend paid to preference shareholders	-	-	-14	**-14**	-	**-14**
Dividends to non-controlling interests	-	-	-2	**-2**	-2	**-4**
Total transactions with shareholders	**-**	**-**	**-14**	**-14**	**-2**	**-16**
Opening balance as at 1 January 2025	**1**	**2,094**	**2,350**	**4,445**	**6**	**4,451**
Profit for the year	-	-	-69	-69	2	**-67**
Other comprehensive income for the year	-	-	-270	-270	-	**-270**
Total comprehensive income for the year	**-**	**-**	**-339**	**-339**	**2**	**-337**
Transactions with shareholders						
Option premiums	**-**	4	**-**	4	**-**	**4**
Share-based payment programmes	-	-	1	1	**-**	**1**
Dividend paid to preference shareholders	-	-	-14	-14	-	**-14**
Dividends to non-controlling interests	-	-	-4	-4	-2	**-6**
Total transactions with shareholders	**-**	**4**	**-17**	**-13**	**-2**	**-15**
Closing balance as at 31 December 2025	**1**	**2,098**	**1,994**	**4,093**	**6**	**4,099**

Parent company income statement

	Note	2025	2024
Net sales		33	28
Total revenues		**33**	**28**
Operating expenses			
Other external expenses	8.9	-28	-20
Staff costs	7	-74	-70
Depreciation of tangible and intangible assets	15	-1	-1
Operating profit		**-69**	**-62**
Profit/loss from financial investments	9		
Other interest income and similar items		31	45
Interest expenses and similar items		-114	-57
Net financial items		**-83**	**-12**
Profit after financial items		**-152**	**-74**
Group contributions received		101	81
Tax on profit for the year	10	-0	-
Profit for the year and total comprehensive income for the year		**-52**	**7**

Parent company balance sheet

ASSETS	Note	2025-12-31	2024-12-31
Fixed assets			
Intangible assets			
Other intangible assets	14	1	-
Tangible fixed assets			
Tangible fixed assets	15	1	1
Financial assets			
Participations in group companies	17	50	50
Receivables from group companies	28	2,532	2,908
Total fixed assets		**2,584**	**2,959**
Current assets			
Receivables from group companies		1,212	1,272
Other receivables		5	1
Prepaid expenses and accrued income	21	10	15
Cash and cash equivalents	22	12	13
Total current assets		**1,238**	**1,301**
Total assets		**3,822**	**4,260**

EQUITY AND LIABILITIES	Note	2025-12-31	2024-12-31
Equity	23		
Share capital		1	1
Total restricted equity, parent company		**1**	**1**
Share premium reserve		2,099	2,094
Retained earnings including profit for the year		154	219
Total non-restricted equity, parent company		**2,252**	**2,313**
Total equity		**2,253**	**2,314**
Non-current liabilities			
Non-current interest-bearing liabilities	24	1,221	1,538
Non-current liabilities, total		**1,221**	**1,538**
Current liabilities			
Current interest-bearing liabilities	24	288	378
Accounts payable		5	3
Current tax liabilities		-	1
Other liabilities		4	2
Accrued expenses and prepaid income	25	24	24
Current liabilities, total		**348**	**407**
Total liabilities		**1,569**	**1,946**
Total equity and liabilities		**3,822**	**4,260**

Parent company statement of changes in equity

	Restricted equity		Non-restricted equity	
	Share capital	Share premium reserve	Retained earnings inc. profit for the year	Total equity
Opening balance as at 1 January 2024	**1**	**2,094**	**224**	**2,320**
Profit for the year	-	-	7	**7**
Total comprehensive income	-	-	**7**	**7**
Transactions with shareholders				
Share-based payment programmes			2	**2**
Dividend paid on preference shares	-	-	-14	**-14**
Opening balance as at 1 January 2025	1	2,094	219	**2,314**
Profit for the year	-	-	-52	**-52**
Total comprehensive income	**-**	**-**	**-52**	**-52**
Transactions with shareholders				
Option premiums	-	4	-	**4**
Share-based payment programmes	-	-	1	**1**
Dividend paid on preference shares	-	-	-14	**-14**
Closing balance as at 31 December 2025	**1**	**2,098**	**154**	**2,253**

Parent company cash flow statement

	Note	2025	2024
Operating activities			
Profit after financial items		-152	-74
Adjustments for items not included in cash flow	22	-	-1
Tax paid		-1	-2
Cash flow from operating activities before changes in working capital		**-153**	**-77**
Cash flow from changes in working capital			
Increase (+)/Decrease (-) in operating liabilities		7	2
Cash flow from current operations		**-146**	**-75**
Investing activities			
Acquisition of subsidiaries, contingent consideration paid		-379	-288
Acquisition of intangible fixed assets	12	-	-1
Cash flow from investment activities		**-379**	**-289**
Financing activities			
Issue of warrants, premium		4	-
Borrowing		-	211
Loans granted to subsidiaries		534	173
Dividends paid		-14	-14
Cash flow from financing activities		**524**	**370**
Cash flow for the year		-1	6
Cash and cash equivalents at the start of the year		13	7
Cash and cash equivalents at year-end		**12**	**13**

Key figures and financial information

Financial information in summary	2025 (1)	2024 (1)	2023 (1)	2022	2021
Net sales	5,196	5,166	4,582	3,505	2,719
EBITDA	1,309	1,240	1,136	858	506
Adjusted EBITDA	1,267	1,250	1,132	823	611
EBITA	1,108	1,041	961	729	416
Adjusted EBITA	1,020	1,010	919	671	509
Adjusted EBITA margin, %	19.6%	19.6%	20.1%	19.1%	18.7%
EBIT	454	895	834	641	364
Profit for the year from continuing operations	-28	436	450	428	247
Profit for the year after deduction of minority interests and dividend on preference shares	-45	418	434	413	232
Interest-bearing liabilities	4,497	4,564	4,046	3,586	2,496
Interest-bearing liabilities to credit institutions, incl. leases	3,580	3,243	2,849	2,318	1,363
Equity capital including minority interests	4,099	4,451	4,392	3,522	2,529
Capital employed	8,186	8,257	7,414	5,996	4,146
Total assets	9,799	10,441	9,105	8,096	5,692

KPI	2025 (1)	2024 (1)	2023 (1)	2022	2021
Net debt/Adjusted EBITDA, times	2.84	3.30	3.09	3.69	3.46
Financial net debt/Adjusted EBITDA, times	2.12	2.25	2.03	2.15	1.60
Equity/assets ratio, %	41.8%	42.6%	48.2%	43.5%	44.4%
Return on capital employed (ROCE), %	13.5%	12.6%	13.0%	12.2%	10.0%
Return on equity, %	-1.1%	10.1%	11.8%	14.9%	10.3%
Cash flow generation, %	86.2%	82.8%	68.2%	79.7%	71.4%

Earnings per share	2025 (1)	2024 (1)	2023 (1)	2022	2021
Earnings per ordinary share (SEK) before dilution (1)	-1.17	11.00	11.44	11.53	6.62
Earnings per ordinary share (SEK) after dilution (1)	-1.17	11.00	11.44	11.48	6.55
Average number of ordinary shares	37,991,938	37,991,938	37,960,086	35,828,726	35,050,858
Average number of ordinary shares after dilution	37,991,938	37,991,938	37,960,086	35,969,623	35,385,015
Number of preference shares	1,750,000	1,750,000	1,750,000	1,750,000	1,750,000

1) Key figures for 2023–2025 refer to continuing operations

For definitions, see Definitions, alternative key performance indicators

Notes

Note 1 Significant accounting policies

Statement of compliance
The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS®) as adopted by the European Union and issued by the International Accounting Standards Board (IASB). Swedish Corporate Reporting Board recommendation RFR 1 Supplementary Accounting Rules for Corporate Groups has also been applied.

The parent company applies the same accounting policies as the Group, except in the cases stated below under the "Parent company accounting policies" section.

The parent company's annual accounts and the consolidated accounts were approved for issue by the Board of Directors and the Chief Executive Officer on 15 April 2026. The consolidated and parent company income statements and balance sheets will be adopted at the Annual General Meeting on 25 May 2026. Sdiptech's annual accounts and consolidated accounts refer to the period 1 January–31 December for income statement-related items and 31 December for balance sheet-related items. All amounts are provided in millions of Swedish kronor (SEK) unless otherwise stated, and rounding differences may therefore occur.

Valuation policies applied in the preparation of the financial statements
Assets and liabilities are recognised at historical cost, with the exception of certain financial assets and liabilities that are measured at fair value. These include participations in associates and contingent considerations. Receivables and liabilities, like income and expenses, are offset only if required or explicitly allowed by applicable accounting standards.

The preparation of the financial statements in accordance with IFRS requires the corporate executive to make assessments, estimates and assumptions in applying the Group's accounting policies and in the presentation of balance sheet and income statement items. The areas that include a high degree of assessment, are particularly complex, or where assumptions and estimates are of significant importance for the consolidated financial statements are specified in Note 2.

Events after the balance sheet date refer to events occurring between the balance sheet date and to the date on which the financial statements are signed by the Board.

Material events after the balance sheet date that have not been taken into account in the preparation of the balance sheet and income statement are recognised in the financial statements. Only events that confirm conditions existing at the balance sheet date influence the final accounts.

The accounting policies that are of material significance to the Group have been applied consistently to all periods presented in the consolidated financial statements, unless otherwise stated.

Standards, amendments and interpretations that came into force in 2025
In 2025, no adopted amendments have had a material impact on the consolidated financial statements. Only accounting policies that are considered relevant to the Group are disclosed.

New standards and interpretations not yet in force
New and amended accounting standards have been published but were not yet effective at the balance sheet date, and so have not been applied. These include IFRS 18 Presentation and Disclosure in Financial Statements, which replaces IAS 1 and is effective for financial years beginning on or after 1 January 2027. The Group is currently evaluating the impact of the implementation and, at present, expects the impact to relate mainly to presentation and disclosures.

Holdings without controlling influence
Non-controlling interests are recognised as a separate item in consolidated equity.

Acquisitions from non-controlling interests are recognised as an equity transaction, i.e. between the owners of the parent company and the non-controlling interest. Therefore, no goodwill arises from these transactions.

Translation of foreign currency
Functional currency and reporting currency
Items included in the financial reports for the different units within the Group are valued in the currency used for the primary economic environment where the unit is active (functional currency).

The consolidated financial statements use the Swedish krona (SEK), which is the functional and reporting currency of the parent company. All amounts are in SEK million unless otherwise stated.

Transactions and balance sheet items
Foreign currency transactions are translated into the functional currency at the exchange rate prevailing at the date of the transaction. The functional currency is the currency used in the primary economic sectors in which the Group's units operate. Monetary assets and liabilities in foreign currencies are translated into the functional currency at the exchange rate applicable on the balance sheet date. Foreign exchange gains and losses arising on translation are recognised in the income statement.

Exchange differences on loans and borrowings are recognised in net financial income/expense, while other exchange differences are included in operating profit. Non-monetary assets and liabilities recognised at historical cost are translated at the exchange rate applicable at the time of the transaction. Non-monetary assets and liabilities that are recognised at fair value are converted to the functional currency at the current exchange rate in effect at the time of the fair value valuation.

Group companies
The earnings and financial position of all Group companies with a functional currency other than the reporting currency are translated into the reporting currency of the Group as follows:

- Assets and liabilities for each balance sheet of foreign operations are translated at the exchange rate prevailing on the balance sheet date.

- Intäkter och kostnader för varje resultaträkning i utlandsverksamheter omräknas till den genomsnittlig valutakursen för period.

- All resulting exchange rate differences are recognised as a separate component of equity in other comprehensive income. On disposal of a foreign operation, in whole or in part, the exchange differences recognised in equity are taken to the income statement and recognised as part of the capital gain or loss.

- Goodwill and adjustments to fair value arising on the acquisition of a foreign company are treated as assets and liabilities in this company and translated at the exchange rate on the balance sheet date.

Note 1, cont.

Cash flow statement
The cash flow statement is prepared according to the indirect method. The reported cash flow includes only transactions involving payments in or out. Cash and cash equivalents in the cash flow statement are consistent with the definition of cash and cash equivalents in the balance sheet.

Materials and general subcontract work
Materials and general subcontract work refer to the direct costs of the goods or services supplied.

Discontinued operations
A sales process is in progress for the Group's specialised lift manufacturing, installation and servicing unit in Central Europe. The sale has not been finalised at the balance sheet date due to circumstances beyond the Group's control, and there is sufficient evidence that the Group will proceed with the disposal. Against this background, the classification under IFRS 5 remains unchanged. For more information, see Note 11. All financial values for the financial year and the comparative period refer to units excluding discontinued operations, unless otherwise stated.

Parent company accounting policies
The parent company's annual report has been prepared in accordance with the Swedish Annual Accounts Act (ÅRL 1995:1554) and RFR 2 Accounting for Legal units. Under RFR 2, the parent company in the annual accounts of the legal unit must apply all of the EU-approved IFRS standards and statements provided this is possible within the framework of the Swedish Company Accounts Act and with due regard for the relationship between accounting and taxes. This recommendation specifies which exceptions and additions must be applied with regard to IFRS.

Revised accounting policies
Unless otherwise stated below, the parent company's accounting policies in 2025 have been changed in accordance with what is stated above for the Group.

Classification and valuation
The parent company's income statement and balance sheet follow the format set out in the Swedish Annual Accounts Act. The main differences between this and IAS 1 Presentation of Financial Statements as applied to the preparation of the consolidated financial statements relate to the presentation of financial income and expenses, fixed assets, equity and the presentation of provisions under a separate heading in the balance sheet.

Group contributions and shareholder contributions
Group contributions received and paid in the parent company are recognised as appropriations. Shareholders' contributions are recognised directly in the equity of the recipient and as an investment in shares in subsidiaries or, if no value is added, as an impairment of the shares through the income statement.

Difference between the Group's and the parent company's accounting policies
The parent company does not apply IFRS 16 Leases under the exemption in RFR 2. The parent company's rental agreements are recognised as operating leases.

The parent company has chosen not to apply IFRS 9 for financial instruments. However, some of the policies in IFRS 9 are still applicable, such as those relating to impairment. In the parent company, financial assets are valued at cost less any impairment, and current financial assets are valued according to the lowest value principle.

No significant differences have been noted in respect of new standards and interpretations that have not yet come into force.

The parent company uses the formats specified in the Swedish Annual Accounts Act, which means that a different presentation of equity is applied. The parent company has different titles for the accounts compared to the Group.

Participations in subsidiaries are reported in the parent company in accordance with the cost method. This means that transaction costs are included in the carrying amount of investments in subsidiaries and associates. Transaction costs relating to shares in Group companies are recognised directly in the income statement. Dividends from subsidiaries are fully recognised as income in the income statement.

Note 2 Significant estimates and assessments when applying the Group's accounting policies

The preparation of financial statements in conformity with GAAP and IFRS requires the corporate executive and the Board of Directors to make estimates and assumptions that affect the reported amounts of income and expenses, assets and liabilities and other disclosures.

Estimates and assessments are evaluated regularly and are based on historical experience and other relevant factors, including expectations of future events that are considered reasonable under the prevailing circumstances. However, the actual outcome may differ from the estimates made. The areas where estimates and assumptions are significant to the understanding of the financial statements are discussed in the following sections, focusing on the significance and uncertainty of the assessments. Circumstances for the Group change over time, which means that these assessments may also change.

Impairment testing of goodwill
The Group executive performs an annual impairment test of goodwill, in accordance with the accounting policies described under "Impairment testing of other fixed assets".

Goodwill is monitored within the Group's operating segments, which in turn consist of groups of cash-generating units. The Group executive continuously monitors developments within these cash-generating units. The cash-generating unit to which the goodwill relates must be valued by discounting its future cash flows in order to determine whether the value of goodwill is impaired. The impairment test is performed on the basis of the grouping of the cash-generating units within the Group's operating segments, which is the lowest level of internal monitoring of financial position.

In applying this methodology, the Group executive relies on a number of factors including historical performance, strategic plans, forecasts and market data. A more detailed description of the methodology can be found in Note 13 "Goodwill".

Impairment testing of other fixed assets
The Group's tangible and intangible assets, excluding goodwill, are stated at cost less accumulated depreciation and any impairment losses. Apart from goodwill, no intangible assets with an indefinite useful life are recognised. They are amortised over their estimated useful life, taking into account an estimated residual value. Both useful life and residual value are reviewed at the end of each accounting period, as a minimum.

The carrying amount of the Group's non-current assets is reviewed whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The carrying amount of intangible assets not yet ready for use is reviewed annually. If the analysis indicates that the carrying amount is too high, the asset's recoverable amount is determined.

The recoverable amount is defined as the higher of an asset's fair value less costs of disposal and its value in use. Value in use is calculated as the expected future discounted cash flow from the asset, or the cash-generating unit to which the asset belongs. A test of the carrying amount also arises when a fixed asset is classified as held for sale, when it is recognised at its carrying amount or its fair value less costs to sell, whichever is the lower

Note 2, cont.

Assumptions when calculating lease liability
When calculating lease liability, the corporate executive has made a number of estimates, assumptions and assessments that, if made differently, could affect the amount of the lease liability. The most important parameters include:

- Discounting at the marginal rate: A discount rate is used in instances where a fixed rate is not specified in the underlying contract. This rate affects both the amount of the lease liability and the right-of-use asset, as well as interest expenses and depreciation. A change in the assessment of the incremental discount rate would therefore affect the measurement of the lease liability.

- Assessment of extension options: Another important aspect affecting the valuation is the assessment of the likelihood of extension options being exercised. The Group makes this assessment when it is reasonably certain that the contract will be extended, taking into account factors such as investment in premises and the growth of the business. For more information, see also Note 15 "Right-of-use assets".

Valuation of acquisition-related liabilities
In the business combinations conducted by Sdiptech, part of the purchase price is often linked to the acquired business unit's financial performance over a given period after the takeover. The carrying amount of the liabilities to sellers in the form of contingent considerations is based on the same factors as for goodwill impairment testing, including – but not limited to – historical performance, strategic plans, forecasts and market data.

The time period for the assessment differs from goodwill impairment testing, as only the fixed period of time remaining of the contingent consideration for each acquisition is included. The Group's earnings may therefore be affected both positively and negatively depending on the assessments made by the Group executive of the financial performance of the acquired companies during the remaining vesting period.

Note 3 Business combinations

Accounting policies
Acquired companies are accounted for using the acquisition method and are included in the consolidated financial statements from the date on which control of the company is acquired. In accordance with the acquisition method, the total purchase consideration paid – including any contingent consideration – and the acquired company's identifiable net assets are measured at fair value on the acquisition date.

When a subsidiary is acquired and the previous owner remains as a minority shareholder, the agreement may in some cases include an option that gives the minority shareholder the right to sell their remaining holding, and gives Sdiptech the opportunity to purchase it at a later date. No non-controlling interest is recognised in these cases. Instead, a financial liability is recognised for the potential future acquisition. This liability is recognised as a contingent consideration, valued at the present value of the redemption amount for the shares.

Transaction costs related to acquisitions are expensed immediately under other external costs.

The amount corresponding to the difference between the cost of acquisition and the fair value of the Group's share of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. Goodwill is tested for impairment at least once a year.

Acquisition analysis and adjustments
The acquisition analysis is preliminary and may be kept open for a period of up to 12 months from the acquisition date. During this period, adjustments may be made to the provisional amounts recognised at the acquisition date, related to the determination of the closing balance and the outcome of guarantees in the acquisition agreement, for example.

Accounting for acquisitions
The estimated purchase price for the operations acquired during the financial year totalled SEK 423 (920) million. This amount includes an estimated contingent consideration of SEK 81 (281) million. The outcome of the contingent consideration is dependent on the net profit generated by the acquired companies from the date of acquisition until the end of the agreed contingent consideration period. The growth is calculated on the basis of a normalised annual profit at the time of acquisition.

The present value of the contingent consideration is initially calculated on the basis of the likely outcome. The contingent consideration period for this year's acquisitions extends over 3 to 4 years. The outcome can be a maximum of SEK 195 (482) million, but the outcome can be in the range of SEK 1–195 (81–482) million unless all conditions are met.

As a result of the acquisitions made during the year, goodwill in the Group increased by SEK 249 (534) million and other intangible assets by SEK 100 (261) million as at the balance sheet date.

The effect of the acquisitions made on the Group's sales during the year is SEK 144 (375) million, and on profit before acquisition costs and tax SEK 41 (62) million.

A contingent consideration payment of SEK 383 (288) million was made for 7 acquisitions from previous years during the year. Of this amount, two relate to the final settlement of contingent consideration, the remaining amounts relate to partial settlements of a portion of the contingent consideration agreed.

Acquired intangible assets
In preparing purchase price allocations, any differences between the fair value of the assets acquired and liabilities assumed are analysed compared to the values recorded in the acquired company's financial statements. This analysis also examines the presence of:

- IP rights (technology-related), such as patents and licence rights

- Brands and trademarks

-Customer relations

Assets that fulfil the requirements of separability and measurability have been identified in the companies acquired during the year.

Goodwill
Goodwill represents the excess of the consolidated cost of shares in acquired subsidiaries over the fair value of the identifiable net assets at the date of acquisition, based on the purchase price allocation. Goodwill is mainly attributable to synergies and intangible assets that do not fulfil the criteria for separate recognition. This goodwill is attributable to the acquired entity's expected contribution to complementing and broadening the Group's offering and sales channels, as well as generating synergies within infrastructure, thereby supporting the Group's continued growth.

Acquisition of intangible assets
The values allocated to intangible assets relating to the year's acquisitions are:

IP rights: SEK 16 (34) million
Trademarks: SEK 50 (79) million
Customer relations: SEK 34 (148) million

Note 3, cont.

Transaction costs
Acquisition-related costs, also known as transaction costs, are expensed as they are incurred. As the Group has an internal acquisition team that works continuously with acquisitions, external advisors have been engaged to only a limited extent in respect of commercial, legal and financial due diligence.

Transaction costs for the year amount to SEK 13 (17) million.

Acquisitions during the year
The Group's business model involves actively seeking solutions to critical needs in the infrastructure sector. The purpose of the Group's acquisitions is to strengthen its presence and expand its offering in the business segments in which it operates.

A total of two business acquisitions were completed during the financial year.

Phase 3 Connectors Ltd (UK)
On 10 February, Sdiptech acquired all shares in the British company Phase 3 Connectors Ltd, with subsidiaries in Ireland. Phase 3 was founded in 2004 and is a leading supplier of robust and reliable high-current connectors. The company's head office is in Liverpool in the UK, and the company is renowned for its colour-coded single-pole connector solutions, which ensure ease of use, enhanced safety and operational efficiency. Phase 3 has a wide range of applications, such as live events, data centre backup power and other industrial power settings, making them an important partner for industries that need high-current power solutions. At the time of acquisition, the company has an annual operating profit of approximately GBP 3 million. Phase 3 had 24 employees at the time of the acquisition.

The global market for temporary high-current connectors is expected to continue to grow, driven by increasing demand for reliable and scalable power solutions across industries such as live entertainment, data centres and other industrial environments where backup power is critical. Phase 3's market-leading position and innovative contacts place it in an excellent position from which to capitalise on these developments. The company is part of the business area as at February 2025 and is Sdiptech's fifteenth business unit in the UK. Sdiptech paid GBP 19 million on the closing date, which was financed from its own funds and an existing credit facility. The final purchase price, which will be settled after a four-year earn-out period, is based on the company's earnings performance and will amount to between GBP 0 million and GBP 12 million. At the time of acquisition, the present value of the contingent consideration was estimated at SEK 5 million. The valuation is based on the expected performance of the company in the period up to the end of the contingent consideration period.

STORR B.V. (Netherlands)
On 29 December, Sdiptech acquired all shares in the Dutch company STORR B.V. STORR was founded in 2005 and has established a strong position in the European market, particularly among operators of refrigerated transport and manufacturers of bodies for commercial vehicles. STORR partition walls are considered best in class, offering outstanding ease of use, temperature control and long service life. Patent protection, together with a significant share of aftermarket business, further strengthens STORR's competitive position and high margins. At the time of acquisition, the company had an annual turnover of approximately EUR 2.3 million, with good profitability. STORR had ten employees at the time of the acquisition.

The insulated and temperature-controlled transport market is continuing to demonstrate resilience, driven by increasing demand in food distribution, pharmaceutical logistics and modernisation of vehicle fleets all over Europe. Potential for growth is particularly strong in Germany, where STORR is seeing increasing demand for its products. STORR will be Sdiptech's second business unit in the Netherlands, and as at December 2025 it will be part of the Supply Chain & Transportation business area.

Sdiptech paid EUR 6 million on the closing date, which was financed from its own funds and an existing credit facility. The final purchase price, which will be settled after a four-year earn-out period, is based on the company's earnings performance and will amount to between EUR 0 million and GBP 3 million. At the time of acquisition, the present value of the contingent consideration was estimated at SEK 1 million.

In 2025, Sdiptech completed two further minor bolt-on acquisitions; an asset acquisition of D-Watertech in Denmark and the acquisition of Supplai BV in the Netherlands.

Disposals
In 2025, Sdiptech divested its shares in KSS Klimat- och Styrsystem AB and its subsidiaries. The company, which had annualised sales of approximately SEK 80 million at an EBITA margin of 11 percent, was divested at a capital gain of SEK 59 million and contributed a net positive cash flow of SEK 56 million.

The divestment process relating to the Group's specialised lift manufacturing, installation and service unit in Central Europe is ongoing, but has not yet been completed at the balance sheet date due to ongoing legal formalities and due diligence work.

Acquired companies' net assets at the time of acquisition

	2025	2024
Net assets acquired	100	188
Intangible assets identified on acquisition	100	261
Goodwill	249	534
Estimated purchase price	**449**	**983**

Effect on cash flow

	2025	2024
Cash and cash equivalents in the acquired operations	45	60
Remuneration transferred	-342	-639
Impact on the group's cash and cash equivalents from the year's acquisitions	**-297**	**-580**
Adjusted remuneration, previous years' acquisitions	-8	0
Purchase prices paid for acquisitions in previous years	-383	-288
Cash flow attributable to investments in operations	**-688**	**-868**

Contribution of the acquired units to Group turnover and profit

	2025	2024
Turnover	144	375
Profit contribution before acquisition-related costs and amortisation	41	62
Transaction costs	-7	-19
Amortisation and impairment of intangible assets	-4	-10
Profit before tax	**31**	**32**

Preliminary acquisition analyses 2025

Net assets acquired	Phase 3(1)	D-Watertech	Supplai	STORR(2)	Total 2025
Tangible fixed assets	1	-	-	1	**2**
Right-of-use assets	2	-	-	-	**2**
Stocks and work in progress	37	-	-	7	**44**
Cash and cash equivalents	38	-	-	7	**45**
Accounts receivable (3)	27	-	-	3	**30**
Other current assets	3	-	-	3	**6**
Deferred tax liabilities	-2	-	-	-	**-2**
Current tax liabilities	-5	-	-	-	**-5**
Other current liabilities	-17	-	-	-5	**-22**
Net identifiable assets and liabilities	**84**	**-**	**-**	**16**	**100**
Group goodwill	200	6	-	43	**249**
Brands and trademarks	45	-	-	5	**50**
Customer relations	19	-	-	15	**34**
IP rights	7	-	1	8	**16**
Deferred tax liabilities	-18	-	-0	-8	**-26**
Total estimated purchase price	**337**	**6**	**1**	**79**	**423**
Remuneration transferred					
Cash and cash equivalents	267	6	1	68	**342**
Contingent consideration	70	-	-	11	**81**
Total compensation	**337**	**6**	**1**	**79**	**423**
Liquidity impact on the group					
Cash and cash equivalents acquired	38	-	-	7	**45**
Remuneration transferred	-267	-6	-1	-68	**-342**
Total cash impact	**-229**	**-6**	**-1**	**-61**	**-297**

Other information (4)	Phase 3(1)	D-Watertech	Supplai	STORR(2)	Total 2025
Annual turnover at the time of acquisition	159	-	-	25	**184**
Annual profit before tax at the time of acquisition	41	-	-	9	**50**

(1) Phase 3 Connectors Ltd with subsidiaries
(2) STORR B.V. with subsidiaries
(3) Receivables are measured at fair value, no estimated doubtful debts are included
(4) Run rate is based on sales and operating profit before tax, on a twelve-month basis, at the time of acquisition. For foreign acquisitions, the results have been recalculated based on the currency exchange rate at the time of acquisition.

Valuation technique for contingent considerations

The executive team makes an assessment of the recognised contingent consideration at each reporting period after the acquisition date. The valuation is based on an analysis of historical performance, strategic plans, forecasts, market data and other relevant information – both financial and non-financial – that may affect the contingent consideration. External factors, such as macro and micro environmental changes with potential material impact, are also included in the assessment.

A general growth rate of 6 per cent is assumed for the remaining term if the contingent consideration extends beyond the defined budget and strategic plan, which normally covers three years from the balance sheet date.

Revaluation of contingent considerations
Contingent considerations may be revalued both upwards – through an increase in the liability, driven by improved future earnings forecasts – and downwards. Adjustments are recognised in the income statement:

- A decrease in the liability is recognised under other income.

- An increase in the liability is recognised under other external expenses.

Revaluation takes place annually at the end of the financial year, after the companies' strategic plan for the coming year has been finalised. An earlier revaluation may be required if material changes occur during the year that affect an unit's contingent consideration.

The total contingent consideration is discounted at Group level during the financial year. At the end of the financial year, this is revalued on the basis of a present value calculation and discounting of the liability linked to future payments per acquisition.

Discount rate
The valuation uses a discount rate of four percentage points.

Note 3 cont.

Acquisition analyses 2024
Five business acquisitions were made during the financial year.

JR Industries Ltd (United Kingdom)
JR Industries, a British company with subsidiaries in France and Germany, founded in 1970. Head office in Caerphilly, Wales. The company is a leading manufacturer of roller shutter doors for commercial vehicles in Europe and offers a wide range of custom products that increase efficiency and safety when loading and unloading goods from vehicles, including robust roller shutter door solutions and flexible partitions for refrigerated vehicles. The final purchase price, which will be settled after a four-year earn-out period, is based on the company's earnings performance and will amount to between GBP 30 million and GBP 43 million.

WaterTech of Sweden AB (Sweden)
WaterTech of Sweden AB, which specialises in water chemistry for the optimisation of industrial water systems. The company offers products and services to improve cooling water, boiler feedwater and process water, among other applications. WaterTech plays an important role in increasing the efficiency and sustainability of industrial water use. The final purchase price, which will be settled after a four-year earn-out period, is based on the company's earnings performance and will amount to between SEK 26 million and SEK 61 million.

Eagle Automation Systems Ltd (United Kingdom)
Eagle Automation Systems Ltd designs and manufactures high-quality physical perimeter security and hostile vehicle mitigation (HVM) products to the highest security standards for both the UK and international markets. The final purchase price, which will be settled after a four-year earn-out period, is based on the company's earnings performance and will amount to between GBP 14.5 million and GBP 23 million.

Dado Lab Srl (Italy)
Dado Lab Srl, a premium manufacturer of instruments for emission measurements and environmental sampling. Founded in 2013, Dado Lab has built a strong reputation for its innovative and reliable air quality measurement solutions. The company's products help customers to comply with the EU's stricter emissions standards and ensure that emissions are monitored regularly in order to maintain environmental and public health standards. The final purchase price, which will be settled after a five -year earn-out period, is based on the company's earnings performance and will amount to between EUR 4.5 million and EUR 7 million.

Wintex Agro ApS (Denmark)
Wintex Agro ApS (Wintex), a leading developer and manufacturer of automated soil samplers for the agricultural sector, with subsidiaries in Brazil. Wintex, which was founded in 1999, is one of the leading providers of precision soil sampling solutions for sustainable agriculture. Wintex's innovative products enable farmers all over the world to analyse soil quality, maximise yields and minimise environmental impact.

Net assets acquired	JR Industries (1)	WaterTech	Eagle	DadoLab	Wintex (2)	Total 2024
Intangible assets	-	-	-	1	-	**1**
Tangible fixed assets	19	-	3	8	1	**31**
Right-of-use assets	16	1	10	1	-	**28**
Stocks and work in progress	64	2	8	7	9	**90**
Cash and cash equivalents	18	1	11	29	0	**60**
Accounts receivable (3)	56	2	22	7	7	**94**
Tax assets	7	-	-	-	-	**7**
Other current assets	2	1	4	2	0	**9**
Deferred tax liabilities	-1	-	-	-	-	**-1**
Other non-current liabilities	-20	-1	-10	-2	-1	**-34**
Current tax liabilities	-	-1	-8	-4	-1	**-14**
Other current liabilities	-51	-2	-23	-5	-2	**-82**
Net identifiable assets and liabilities	**110**	**4**	**17**	**44**	**12**	**188**
Group goodwill	264	24	193	36	44	**561**
Brands and trademarks	26	-	37	3	13	**79**
Customer relations	110	13	20	5	-	**148**
IP rights	-	-	22	4	8	**34**
Deferred tax liabilities	-34	-3	-20	-3	-5	**-65**
Total estimated purchase price	**476**	**39**	**269**	**88**	**72**	**945**
Remuneration transferred						
Cash and cash equivalents	321	26	197	70	50	**663**
Contingent consideration	155	14	72	18	22	**281**
Total compensation	**476**	**39**	**269**	**88**	**72**	**944**
Liquidity impact on the group						
Cash and cash equivalents acquired	18	1	11	29	0	**60**
Remuneration transferred	-321	-26	-197	-70	-50	**-663**
Total cash impact	**-303**	**-24**	**-186**	**-41**	**-50**	**-604**

(1) Gwindy Ltd and subsidiaries
(2) Wintex Agro ApS and subsidiaries

The final purchase price, which will be settled after a four-year earn-out period, is based on the company's earnings performance and will amount to between DKK 33 million and DKK 60 million.

Note 4 Segment reporting

Accounting principles

The Group's segment reporting is based on its operating business units, reflecting the management structure and how financial information is regularly reviewed by Sdiptech's chief operating decision maker. This decision maker, who is responsible for resource allocation and evaluation of segment performance, has been identified at Sdiptech as the group executive management team. The group executive management team monitors the performance of the business and makes decisions on resource allocation. Sdiptech's acquisition organisation conducts in-depth analyses and surveys of markets and value chains within the Group's priority business areas. Acquisition decisions, operational decisions, governance, control and follow-up are managed by the group executive management team through the respective business area manager, with the support of the Group's central functions.

Companies within a business area often share customers, suppliers and market dynamics, which creates opportunities for revenue synergies (such as cross-selling and joint bids for complex projects) and cost synergies (such as joint procurement and larger volume agreements with suppliers). The exchange of expertise between the companies within a business area also enables further synergies. Since January 2025, the Group has been divided into four business areas and 11 non-core units that are intended to be divested. These are presented under Other operations. Besides the units under Other operations, unallocated items are recognised, such as central costs incurred in the Group's holding companies under Central units. These costs include parent company overheads, interest and dividend income, interest expenses, tax expenses and certain administrative expenses.

The monitoring of the business segments is based on net sales, which include both external and internal sales. Transactions between operating units are carried out on an arm's length basis and eliminated on consolidation. Internal sales between business areas are limited and of non-material amounts, as shown in the elimination column in the accompanying table.

Adjusted EBITA is the Group's primary performance measure (see Definitions of key figures and explanations).

Segment information is provided at Group level only, in accordance with IFRS 8.

Supply Chain & Transportation

Businesses with innovative solutions that are working to modernise and streamline transport and supply chains, driven by a growing demand for more sustainable, efficient and secure logistics solutions.

Energy & Electrification

Operations providing niche solutions in areas such as energy efficiency, electrification, power supply and temporary electricity.

Water & Bioeconomy

Businesses providing niche solutions relating to water, waste and bioresource utilisation.

Safety & Security

Businesses that address the growing need to protect people, physical assets and facilities, as well as information.

Other activities

Operations that are not aligned with the Group's strategic direction have been separated from the core business for divestment.

Central units – Groupwide functions

Groupwide functions consist of the Group's parent company, Sdiptech AB, and the Group's holding company and include revaluation of liabilities relating to earn-outs.

Segment reporting

	Supply Chain & Transportation		Energy & Electrification		Water & Bioeconomy		Safety & Security		Other operations		Central Units		Eliminations		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Net sales	2,080	2,073	1,074	986	913	870	430	306	699	932	-	-	-	-	**5,196**	5,166
Internal customers	-	-	-	-	-	-	-	-	-	-	32	29	-32	-29	**-**	-
Adjusted EBITA	**422**	**445**	**283**	**245**	**216**	**225**	**129**	**101**	**52**	**70**	**-83**	**-75**	**-**	**-**	**1,020**	**1,010**
Adjusted EBITA margin, %	20.3%	21.5%	26.4%	24.8%	23.7%	25.9%	29.9%	32.9%	7.4%	7.5%	-	-	0%	-	**19.6%**	19.6%
Amortisation and impairment of goodwill and acquired intangible assets	-92	-45	-354	-31	-82	-16	-82	-12	1	-1	-	-	-	-	**-608**	-104
Adjustment in respect of contingent considerations	-	5	-	-	-	-	-	-	-	2	39	-12	-	-	**39**	-6
Transaction costs	-1	-3	-	-	-	-	-	-	-	-	-13	-15	-	-	**-13**	-17
Other comparison-obstructing items	-0	-	-41	-	-1	-	-1	-	-4	-	63	12	-	-	**16**	12
Operating profit	**328**	**402**	**-111**	**214**	**134**	**209**	**46**	**89**	**49**	**71**	**6**	**-89**	**0**	**0**	**454**	**895**
Net financial items	-26	-18	11	16	9	13	5	5	3	5	-271	-232	-42	-49	**-310**	-260
Profit before tax	**303**	**384**	**-100**	**230**	**143**	**222**	**51**	**94**	**52**	**76**	**-264**	**-321**	**-42**	**-49**	**144**	**636**
Goodwill	1,743	1,866	1,416	1,311	797	870	486	534	291	776	-	-	-	-	**4,733**	5,357
Other assets	2,029	2,313	1,745	1,727	910	985	693	723	543	809	312	40	-1,244	-1,639	**4,988**	4,960
Total assets	**3,772**	**4,179**	**3,161**	**3,038**	**1,707**	**1,855**	**1,179**	**1,258**	**833**	**1,585**	**312**	**40**	**-1,244**	**-1,639**	**9,721**	**10,316**
Liabilities	**1,190**	**1,381**	**468**	**450**	**256**	**274**	**176**	**171**	**217**	**380**	**4,450**	**4,768**	**-1,118**	**-1,517**	**5,640**	**5,904**
Other information																

Note 4, cont.

Net turnover by market

	Supply Chain & Transportation		Energy & Electrification		Water & Bioeconomy		Safety & Security		Other operations		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Sweden	70	78	57	52	110	98	47	44	481	679	**765**	950
UK	850	856	666	529	491	464	229	128	198	235	**2,435**	2,212
Germany	130	141	2	2	3	0	2	3	2	0	**139**	147
Netherlands	141	124	19	9	4	0	2	11	0	2	**167**	145
Norway	76	86	60	88	94	102	2	4	6	5	**238**	285
Finland	29	33	15	21	0	0	0	4	9	9	**53**	67
Denmark	83	90	3	1	63	62	0	0	2	0	**151**	153
Italy	134	89	3	4	126	135	28	14	0	1	**292**	242
US	111	109	82	57	0	0	33	41	0	0	**226**	207
Other countries in Europe	285	281	50	105	12	6	39	10	2	1	**387**	403
Other countries outside Europe	170	185	117	119	10	2	48	48	0	0	**344**	354
Total	**2,080**	**2,073**	**1,074**	**986**	**913**	**870**	**430**	**306**	**699**	**932**	**5,196**	**5,166**

Revenue is not tracked at a geographical level, but Sweden, the UK and Italy are the Group's main markets.

Rights of use, tangible and intangible assets by market

	2025	2024
Sweden	206	227
UK	1,114	1,222
Netherlands	162	128
Norway	110	123
Finland	110	128
Italy	268	297
Denmark	250	295
Other countries	69	80
Total	**2,289**	**2,501**

Note 5 Revenue

Accounting policies

Sale of products

Sdiptech's revenue consists primarily of sales of goods, which are recognised as revenue at a certain point in time. Revenue is recognised when the Group has fulfilled its performance obligation, which occurs at the point in time when a product or service is delivered and the customer assumes control.

The transfer of control is assessed on the basis of a number of several indicators, including, but not limited to:

In the sale of goods, control usually passes to the customer when significant risks and benefits have been transferred, which is normally regulated in accordance with Incoterms. For services, the transfer of control usually takes place when the customer approves the service provided. Revenue is recognised at the amount specified in the contract with the customer.

Installation

Some contracts cover both product sales and services such as installation. If the product and service are considered to constitute a combined performance obligation, they are recognised as a single delivery. However, if the product is stand-alone, they are recognised separately. The transaction price is usually fixed, and any expected losses are recognised immediately as an expense.

Service

Sdiptech also generates revenue from service and maintenance contracts. Revenue from one-off services is recognised at a point in time upon delivery, whereas revenue from service agreements extending over a period is recognised on a straight-line basis over the contract period.

Revenue recognition over time

Some of Sdiptech's major projects generate revenue over time, such as when the company creates an asset with no alternative use and is entitled to payment for work performed to date.

This revenue is recognised on an accrual basis and represents the value transferred to the customer for which the company is entitled to invoice. In the case of fixed price contracts:

- The customer pays the agreed price on the agreed dates.

- A contract asset is recognised as accrued income if the products/services supplied exceed the payments.

- A contract liability is recognised as prepaid income if the payments exceed the services supplied.

Variable remuneration and guarantees

Variable remuneration, such as discounts, credits and returns, is recognised on the basis of the probability of reversal. This is calculated using either the expected value method or the most likely value method.

Guarantees are mainly of the "assurance" type, which means that they do not constitute a separate performance obligation. Hence, they do not affect revenue recognition, but are recognised as an expense or provision. The right of return is very limited

.

Note 5, cont.

Turnover by revenue type

	Supply Chain & Transportation		Energy & Electrification		Water & Bioeconomy		Safety & Security		Other operations		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Products	1,346	1,367	945	890	375	280	347	248	365	413	**3,378**	3,198
Installation, direct	32	35	9	20	38	98	0	0	153	139	**234**	292
Installation, over time	174	169	0	0	26	16	0	0	122	310	**323**	495
Service, direct	382	439	119	76	454	461	27	16	50	43	**1,032**	1,034
Service, over time	145	63	0	0	19	14	56	42	9	27	**229**	147
Total	**2,080**	**2,073**	**1,074**	**986**	**913**	**870**	**430**	**306**	**699**	**932**	**5,196**	**5,166**
Primary revenue types												
Products	1,346	1,367	945	890	375	280	347	248	365	413	**3,378**	3,198
Execution of services	733	706	129	96	538	590	83	58	335	519	**1,818**	1,968
Direct sales	1,760	1,840	1,074	986	868	839	375	263	568	596	**4,645**	4,524
Sales over time	319	233	0	0	45	30	56	42	131	337	**551**	642

Contractual assets and liabilities

The Group recognises the following assets and liabilities in the balance sheet related to contracts with customers.

	2025	2024
Accounts receivable	840	981
Accrued income	93	101
Total contract assets	**933**	**1,082**
Prepaid income	-81	-118
Total contract liabilities	**852**	**964**

Accrued income refers to the portion of income where performance obligations have been met but the invoice has been issued after the end of the period. Prepaid income refers to income that has been invoiced for a future period and where the income is recognised as the performance obligation is fulfilled, which includes service agreements.

The Group's order backlog runs over shorter periods on average and, as at the balance sheet date, the Group has order backlogs of around SEK 210 million extending over 12 months. As a result, the Group does not adjust the transaction price for the effects of a significant financing component.

Contract costs and payment terms

Sdiptech applies a relief rule, which means that costs for obtaining a contract are capitalised only if the contract term is longer than 12 months. The Company has no material assets related to contract-related costs such as contract acquisition costs or start-up costs.

No one customer accounts for more than 5 percent of the Group's total turnover.

Payment terms vary between 30 and 120 days, with an average of 64 days (62).

Note 6 Other operating income

Government grants are recognised as deferred income in the balance sheet when there is reasonable assurance that the grant will be received and the company will comply with the conditions attached to it.

Grants related to assets are recognised as a reduction of the carrying amount of the asset.

	Group		Parent company	
	2025	2024	2025	2024
Gains on sale of fixed assets	6	7	-	-
Insurance compensation	-	1	-	-
Capital gains divestment	59	12	-	-
Revaluation of contingent considerations	45	-	-	-
Sick pay benefits	-	2	-	-
State aid received	9	9	-	-
Exchange rate gains	5	9	-	-
Other items	15	14		
Total	**139**	**54**	**-**	**-**

Note 7 Remuneration to employees

Accounting policies

Salaries, social security contributions, bonuses and other short-term employee benefits are recognised as an expense when the service has been rendered. On termination, a liability and an expense are recognised if it is likely that the remuneration will be paid and a reliable estimate can be made. The Group's pension plans consist mainly of defined contribution plans where insurance premiums are paid and the employee bears the risk in respect of the future pension level.

Remuneration to employees

	2025			2024		
	Senior executives	Other employees	Total	Senior executives	Other employees	Total
Group						
Salaries and remuneration	97	1,010	**1,107**	82	1,043	1,125
Of which variable remuneration	20	117	**137**	9	142	150
Social security costs	28	230	**258**	21	197	218
of which pension costs	*10*	*86*	**96**	*9*	*67*	*75*
Parent company						
Salaries and remuneration	28	20	**48**	18	28	46
Of which variable remuneration	7	7	**14**	3	8	11
Social security costs	14	9	**24**	6	15	21
of which pension costs	*6*	*3*	**9**	*4*	*3*	*7*

Of the Group's pension costs, SEK 2 (4) million related to the Board of Directors and Chief Executive Officers. The group of other senior executives in the parent company is made up of 8 (5) individuals.

Remuneration to the parent company's CEO and other senior executives (SEK thousand)

	CEO, Anders Mattson (1)	CEO, Bengt Lejdström (1)	CEO, Bengt Lejdström	Other senior management	
	2025	2025	2024	2025	2024
Basic salary	2,701	2,202	4,145	11,846	10,457
Performance-related pay	1,134	941	794	5,307	2,523
Other benefits	52	48	103	195	186
Pension costs	1,096	673	1,355	3,847	2,525
Total	**4,983**	**3,864**	**6,397**	**21,195**	**15,691**

(1) Anders Mattson took over as Chief Executive Officer on 1 June 2025.

Number of employees

	2025		2024	
	Total	Of whom women	Total	Of whom women
Parent company				
Sweden	24	12	22	11
Group companies				
Sweden	273	49	397	54
UK	1,139	217	1,102	202
Denmark	240	31	233	29
Netherlands	85	14	62	13
Norway	69	9	63	8
Finland	89	7	79	5
Italy	97	21	86	19
Other countries	119	31	125	30
Total in group companies	**2,111**	**379**	**2,147**	**360**
Group total	**2,135**	**391**	**2,169**	**371**

Remuneration to the parent company's Board of Directors (SEK thousand)

Directors' fees/base salary	2025	2024
Jan Samuelsson, Chair	1,012	943
Urban Doverholt, member	-	142
Johnny Alvarsson, member	384	369
Birgitta Henriksson, member	382	360
Eola Änggård Runsten, member	-	188
Kristina Schauman	515	292
Joakim Landholm	314	178
Jakob Holm	187	-
Total	**2,794**	**2,472**

Gender distribution on the Board and Group executive, percentage of women

	2025-12-31	2024-12-31
Board of directors	33%	40%
Other senior executives	33%	33%

Note 7, cont.

Remuneration to the parent company's Board of Directors, Chief Executive Officer and other senior executives
In accordance with the Nomination Committee's proposal, the 2025 Annual General Meeting resolved that Board fees should amount to a total of SEK 2,510,000. The fees are allocated as follows: SEK 320,000 per Board member and SEK 910,000 to the Chairman of the Board.

In addition, the following fees were resolved for work within the Board's committees:
Audit Committee: Chairman: SEK 205,000, member: SEK 70,000 per member (one to two members)
Investment Committee: Chairman: SEK 100,000, member: SEK 50,000 per member (one to two members).
Remuneration Committee: Chairman: SEK 40,000, member: SEK 20,000 (one member).

Preparation and decision-making process in respect of remuneration to the Board of Directors, the CEO and the Group executive
The guidelines for the remuneration of senior executives applicable during the 2025 financial year were adopted at the 2025 Annual General Meeting. These are broadly in line with the guidelines proposed for the coming year. The principle is that the remuneration of the Board of Directors, the CEO and the Group executive should be competitive and aligned with the market.

The remuneration of the Board of Directors is resolved by the Annual General Meeting on the basis of proposals from the Nomination Committee. Remuneration to the CEO, the Group executive and other senior executives is prepared by the Remuneration Committee of the Board of Directors, comprising the Chairman of the Board and one Board member, with the CEO acting as rapporteur.

The remuneration comprises: fixed salary, variable remuneration, ordinary employment benefits, pension benefits, incentive programmes according to established guidelines.

The Remuneration Committee ensures that remuneration decisions follow the guidelines established by the Annual General Meeting of Sdiptech AB.

Long-term incentive programmes
The purpose of the incentive programmes and the deviation from the preferential rights of shareholders is to ensure the possibility of retaining and recruiting competent staff within the Group. The programmes also aim to increase participants' motivation, strengthen loyalty to the company and create a shared interest with the company's shareholders. By promoting personal share ownership, the programmes contribute to long-term shareholder value and overall value creation.

Incentive programme 2021
The 2021 Annual General Meeting resolved on a new incentive programme for managers and senior executives. The programme comprised 350,000 series B warrants with an exercise price set at 126 per cent of the volume-weighted average price paid for Sdiptech's class B share between 19 May and 1 June 2021. The premium for the call options is to correspond to the market value of the options, as determined by an external independent valuation in accordance with the Black & Scholes model. The redemption was set for three occasions between June 2024 and 30 November 2024. The programme expired without redemption.

Incentive programme 2023
The 2023 Annual General Meeting resolved on an additional incentive programme for managers and senior executives, comprising 350,000 Class B warrants. The exercise price was set at 126 per cent of the average share price during the measurement period 23 May – 5 June 2023. The programme has three exercise periods from June 2026 until 30 November 2026. Upon full exercise of all outstanding warrants, the increase in the company's share capital will amount to a maximum of SEK 8,750 relating to series 2023/2026, corresponding to a dilution of a maximum of around 0.8 per cent of shares and around 0.6 percent of votes.

Incentive programme 2025
The 2025 Annual General Meeting resolved on an additional incentive programme for managers and senior executives, comprising 650,000 series B warrants divided into two series, (a) 325,000 warrants of series 2025/2028 and (b) 325,000 warrants of series 2025/2029. The subscription price was set at 120–126 per cent of the volume-weighted average price paid for the share during the measurement period 20 May – 3 June 2025. Each programme has three exercise periods starting in June 2028 or 2029 and ending on 30 November 2028 or 2029. Upon full exercise of all outstanding warrants, the increase in the company's share capital will amount to a maximum of SEK 8,750 relating to series 2025/2028 and a maximum of SEK 8,750 relating to series 2025/2029, corresponding to a dilution of a maximum of around 0.8 per cent of shares and around 0.6 percent of votes.

Outstanding share options

	2025		2024	
	Exercise price (1)	Number of options	Exercise price (1)	Number of options
As at 1 January	326	305,150	398	642,631
Allotments	275	296,700	-	-
Forfeited	-	-	463	-337,481
As at 31 December	**301**	**601,850**	**326**	**305,150**

(1) The exercise price is calculated as an average of the exercise price for issued warrants

Outstanding share options at year-end have the following expiry dates and exercise prices

Maturity	Exercise price (SEK)	2025	2024
1 June – 30 November 2026	326.40	305,150	99,600,960
1 June–30 November 2028	268.30	148,350	-
1 June–30 November 2029	281.70	148,350	-
Total		**305,150**	**99,600,960**

As at the balance sheet date, 125,000 warrants are held by the Group's Chief Executive Officer, Anders Mattson, and 287,200 warrants by other senior executives.

Note 7, cont.

Share savings programme
At Sdiptech's 2024 Annual General Meeting, it was resolved to introduce a long-term performance-based share programme for up to 50 employees within the Group. To participate, employees must invest in class B shares in Sdiptech AB (publ) ("savings shares"). Thereafter, participants will have the opportunity to receive Class B shares, known as "Performance Shares", free of charge.

For each savings share held, the participant is granted a right to receive up to three Performance Shares free of charge, under certain conditions. The conditions include:

- Continued employment with the Group throughout the vesting period.

- Maintained holding of Savings Shares during the vesting period.

- Achievement of financial targets, whereby the Sdiptech Group's adjusted EBITA growth per average number of outstanding ordinary shares must reach a specified level.

The calculation is based on the annual financial statements for the financial years 2024, 2025 and 2026, with certain exceptions in the event of extraordinary circumstances.

The Board of Directors or the Remuneration Committee will decide on the number of savings shares that each participant shall be able to invest in the share programme, which will be a minimum of 100 savings shares and a maximum of 3,000 savings shares, but in total no more than 30,000 savings shares.

The purpose of the share programme is to help motivate and retain competent employees in the Sdiptech group, promote the company's business strategy, long-term interests and sustainability, and increase the alignment between the objectives of employees and the company and increase motivation to achieve and exceed Sdiptech's financial targets.

The shares vest immediately on the grant date and are recognised at the closing price of the share on the grant date (fair value on the grant date) as an issue of treasury shares and as personnel expenses in the period of grant.

Accounting policies
Performance shares are recognised as an employee expense (excluding social security contributions) over the vesting period in accordance with IFRS 2 Share-based Payment, and are recognised directly in equity. The recognised cost is revised regularly during the vesting period depending on the number of performance shares expected to be earned by programme participants, based on an assessment of whether all performance targets will be met. The social security contributions for the programme are expensed as incurred during the vesting period and are based on the market price of the share at each reporting date.

Share-based Payments PSP 2025

	2025	2024
Instruments	**PSP 2024 performance shares**	**PSP 2024 performance shares**
Maximum number	67,023	67,023
Investment shares, number	22,341	22,341
Adjustment for dividends	-	-
Start date	2024-06-17	2024-06-17
Allocation date	2027-04-25	2027-04-25
Theoretical value of share on start date, SEK	340	340
Exchange rate at start date, SEK	340.4	340.4
Expected dividends	-	-
Maximum vesting period, years	2.85	2.85
Remaining vesting period, years	1.32	2.32
Number of participants at end of year	16	17
Method of payment	Shares	Shares

Impact of share-based payments on earnings

	Group		Parent company	
	2025	2024	2025	2024
	PSP 2024 performance shares	**PSP 2024 performance shares**	**PSP 2024 performance shares**	**PSP 2024 performance shares**
Costs for the year according to IFRS 2 (excluding social security contributions), SEK million	1	2	1	2

Note 8 Remuneration to auditors

An audit assignment is an examination of the annual accounts, the accounting records and the administration of the Board of Directors and the CEO. This also includes other tasks that by law or the company's Articles of Association are the responsibility of the company's auditor, as well as advisory or other assistance arising from observations made during such audits or the performance of these tasks.

Other services are categorised as tax consultancy or other assignments.

At the Annual General Meeting held on 19 May 2025, it was resolved to reappoint PwC Sweden as the company's auditor.

Remuneration to auditors

	Group		Parent company	
	2025	**2024**	**2025**	**2024**
Audit engagement	-5	-5	-3	-2
Statutory audit engagements	**-1**	**-**	**-1**	**-**
Total PWC	**-6**	**-5**	**-4**	**-2**
Other agencies				
Audit engagement	-8	-8	-1	-1
Audit activities in addition to the tasks of the audit engagement	-1	-1	-	-
Tax advice	-3	-1	-	-
Other services	-1	-0	-	-
Total Other agencies	**-13**	**-10**	**-1**	**-1**
Total	**-19**	**-15**	**-5**	**-3**

Note 9 Financial income and financial expenses

Financial income and expenses

Financial income consists mainly of interest income on bank deposits and dividends from associates.

Financial expenses include interest expenses to credit institutions and discount rates related to lease liabilities and contingent considerations. The contingent considerations are classified as interest-bearing as they are discounted to present value, but they do not generate any actual interest payment affecting the Group's cash flow.

The financial items also include realised and unrealised translation differences linked to internal and external loans in foreign currency, as well as currency futures and currency interest rate futures in GBP, EUR and NOK. The item "Other financial expenses" also includes expenses in connection with the raising of credit.

Interest received amounts to SEK 2 million (2), and all interest income is attributable to financial assets valued at amortised cost.

Interest paid amounts to SEK 203 (180) million and is attributable to both financial liabilities measured at amortised cost and financial liabilities measured at fair value through profit or loss.

	Group		Parent company	
	2025	**2024**	**2025**	**2024**
Other interest income and similar items				
Interest income and similar items	2	2	0	0
Interest income from group companies	-	-	31	17
Exchange rate differences	-	-	-	28
Other items	2	2	-	-
Total financial income	**5**	**4**	**31**	**45**
Interest expenses and similar items				
Interest expense from credit institutions	-203	-180	-58	-54
Discount rate for lease liabilities	-16	-16	-	-
Interest rate component revaluation of contingent considerations at fair value	-43	-50	-	-
Exchange rate differences	-49	-8	-56	-
Other items	-4	-10	-	-3
Total financial costs	**-314**	**-264**	**-114**	**-57**
Net financial items	**-310**	**-260**	**-83**	**-12**

Note 10 Taxes

Accounting policies

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which temporary differences and tax losses can be utilised. Within the Group, it is mainly the parent company that holds significant deferred tax assets.

Tax expenses for the year

	Group		Parent company	
	2025	**2024**	**2025**	**2024**
Current tax				
Current tax expenses	-195	-220	-0	-
Deferred tax	23	21	-	-
Other taxes	-0	-1	-	-
Total	**-172**	**-200**	**-0**	**-**

Reconciliation of effective tax

The Group's average effective tax rate, based on the current geographical distribution, stands at around 23.8 percent (24.0). The relationship between the average tax rate and the tax recognised for the Group is shown in the table below.

	Group		Parent company	
	2025	**2024**	**2025**	**2024**
Profit before tax	144	635	-52	7
Weighted average tax expense based on national tax rates for the group 23.8 percent (23.4), parent company 20.6 percent (20.6)	-34	-152	11	-1
Tax effects of:				
Non-deductible interest expense on present value of contingent considerations	-14	-12	-	-
Non-deductible transaction costs on acquisition	-3	-4	-	-
Non-taxable revaluation of contingent considerations	9	-1	-	-
Non-taxable capital gain on disposal	14	3	-	-
Other non-deductible expenses / non-taxable income	-28	-28	-20	-2
Non-deductible impairment	-118	-	-	-
Tax losses for which no deferred tax asset has been recognised	-4	-7	-	-
Utilisation of loss carry-forwards where tax was not previously recognised	9	3	9	3
Adjustment of previous years' current tax	-3	-2	-	-
Total actual tax recognised	**-172**	**-200**	**-0**	**-0**

Sdiptech AB's capital assets in the form of shares in subsidiaries and associates are classified as business interests according to the definition in Chapter 24 (13) to (16) of the Income Tax Act. The main rule is that capital gains on the disposal of such shares are tax-free, while capital losses are not deductible. Tax losses are recognised as deferred tax assets in the balance sheet. The Group has capitalised tax losses equivalent to approximately SEK 15 million before tax. Most of these deficits relate to the parent company and are partially subject to Group contribution restrictions, which affects the timeframe for utilisation. It is estimated that the deficits can be utilised within a period of one to five years.

Deferred tax

The deferred tax item in the consolidated balance sheet includes tax expenses related to untaxed reserves, acquired intangible assets, leases and tax losses.

Net deferred tax at year-end, Group

2025	**Intangible assets**	**Right-of-use assets**	**Untaxed reserves**	**Other items**	**Total tax**
Opening book value	-274	3	-6	-21	**-298**
Deferred tax in the income statement	25	-1	1	-3	**22**
Deferred tax attributable to acquisitions	-26	-	-	-	**-26**
Exchange rate differences	23	-	-	-	**23**
Closing book value	**-252**	**2**	**-5**	**-24**	**-279**
As at 31 Dec 2025					
BR deferred tax assets	-	100	-	13	**13**
BR Deferred tax liability	-252	-96	-5	62	**-292**
Deferred tax, net	**-252**	**4**	**-5**	**75**	**-279**

2024	**Intangible assets**	**Right-of-use assets**	**Untaxed reserves**	**Other items**	**Total tax**
Opening book value	-212	2	-6	-23	-239
Deferred tax in the income statement	21	1		-1	21
Deferred tax attributable to acquisitions	-63	-	-	-	-63
Exchange rate differences	-20	-	-	3	-17
Closing book value	**-274**	**3**	**-6**	**-21**	**-298**
As at 31 Dec 2024					
BR deferred tax assets	-	109	-	5	46
BR Deferred tax liability	-274	-106	-6	-26	-344
Deferred tax, net	**-274**	**3**	**-6**	**-21**	**-298**

Note 11 Discontinued operations

A sales process is in progress for the Group's specialised lift manufacturing, installation and servicing unit in Central Europe. The sale has not been finalised at the balance sheet date due to circumstances beyond the Group's control, and there is sufficient evidence that the Group will proceed with the disposal. Against this background, the classification under IFRS 5 remains unchanged.

Profit for the year for discontinued operations

	2025	2024
Net sales	209	206
Operating profit	-27	-68
Profit before tax	-35	-76
Tax	-3	-2
Profit for the year	**-37**	**-78**

Assets and liabilities of discontinued operations

	2025	2024
Intangible assets	4	27
Tangible fixed assets	6	18
Right-of-use assets	7	7
Financial assets	0	1
Inventories	12	14
Accounts receivable	26	34
Other current receivables	14	13
Cash and cash equivalents	9	11
Total assets	**78**	125
Non-current interest-bearing liabilities	10	16
Non-interest-bearing non-current liabilities	4	3
Current interest-bearing liabilities	16	27
Non-interest-bearing current liabilities	30	38
Total liabilities	**60**	85

Cash flow from discontinued operations

	2025	2024
Cash flow from current operations	7	-18
Cash flow from investment activities	-2	-1
Cash flow from financing activities	-8	23
Total cash flow	**-3**	**4**

Note 12 Earnings per share

Earnings per ordinary share before and after dilution

(SEK)	2025	2024
Profit for the year attributable to the parent company's shareholders (SEK million)	-69	432
Dividend to preference shareholders (SEK million)	-14	-14
Profit for the year attributable to the parent company's ordinary shareholders (SEK million)	-83	418
Weighted average number of ordinary shares outstanding during the year before dilution	37,991,938	37,991,938
Weighted average number of ordinary shares outstanding during the year after dilution	37,991,938	37,991,938
Earnings per average number of ordinary shares before dilution	-2.18	11.00
Earnings per average number of ordinary shares after dilution	-2.18	11.00

The weighted average number of shares totalled 37,991,938 (37,991,938) and remains unchanged since the previous year's balance sheet date.

Earnings per share are calculated as profit after tax attributable to the parent company's shareholders less dividends to preference shareholders, divided by the weighted number of outstanding ordinary shares.

Earnings per share after dilution are calculated by adjusting the weighted number of ordinary shares with the dilutive effect of warrants. These are only included in the calculation if the share price on the balance sheet date exceeds the subscription price.

The preference share is excluded from the calculation as it only entitles the holder to a dividend of SEK 8 per annum (see Note 22). Earnings per share after dilution refers to the incentive programme. For more information on revenue recognition, see Note 7.

Note 13 Goodwill

Accounting policies
Goodwill represents the future economic benefits arising from assets that are not individually identifiable on acquisition. It is calculated as the part of the purchase price that exceeds the fair value of the share of the acquired company's assets that the Group acquires on the acquisition date. The cash flows from these acquisitions are directly and indirectly affected by the coordination that takes place within the segment under the leadership of the segment manager. Sdiptech's four business areas constitute the lowest level at which goodwill is monitored in the Group's internal governance. These groups of cash-generating units are not larger than the Group's operating segments.

Under IFRS 3, the cost of acquisition corresponds to the sum of the consideration paid, the value of the non-controlling interest and the fair value of the previously held interest in the acquired subsidiary. Goodwill arising from the acquisition of foreign entities is translated at the exchange rate prevailing on the balance sheet date.

As part of the strategic review initiated by the Board of Directors, Sdiptech has identified certain subsidiaries where divestment is being considered. In accordance with IAS 36, goodwill is monitored and tested at the level of cash-generating units (CGUs) within the Group, which in Sdiptech's case corresponds to its operating segments.

Allocation of goodwill and intangible assets
In the event of a disposal or reorganisation, the share of goodwill attributable to the relevant operations is reallocated out of the remaining segment. For acquisitions prior to 2020, no portion of the purchase price premium was separately allocated to other intangible assets. To ensure fair and consistent accounting, management has reclassified 30 per cent of the originally recognised goodwill attributable to the affected units as other intangible assets.

Management has subsequently determined the fair value of each segment, and of the companies included in the disposal plan by means of an updated impairment test for 2025. The assessment was based on the budget for 2025 and the strategic plans for 2025–2026, applying a discounted cash flow (DCF) model. The same weighted average cost of capital (WACC) as at the balance sheet date 2024 has been used.

The relative fair values of the segments and businesses identified for disposal were then compared with the total carrying amount of goodwill, adjusted for the reallocation described above. These relative values have been used as the basis for the allocation of goodwill to each entity.

The allocation has been made on the basis of the most recently reported total goodwill amount as at 30 June 2025, expressed in SEK. Any exchange rate effects arising in later periods have been deemed immaterial to the calculation.

Impairment testing of non-financial assets
Under IFRS, goodwill is not amortised but is tested annually for impairment in accordance with IAS 36. Sdiptech performs at least one annual impairment test by calculating the value in use for each group of cash-generating units.

The future cash flows for each group of cash-generating units are discounted in order to determine a value in use. The cash flow projections are based on the companies' strategic plan for the next three years. A long-term growth rate corresponding to an estimated sustainable GDP growth rate of 2 percent is assumed for the period thereafter.

Lease assets and liabilities under IFRS 16 are included in the impairment assessment. Other significant factors that may affect future outcomes are taken into account in addition to financial projections.

Discount rate:
The estimated cash flows are discounted using a weighted average cost of capital (WACC) of 8.2 percent (8.2). The cash-generating units operate in several countries, but the same discount rate is applied to all cash-generating units as the operational risk is considered similar.

An impairment loss is recognised if the value in use is less than the carrying amount. The assessment also takes into account volatility in order to ensure that no reasonable changes in inputs lead to an unexpected impairment loss.

Basis for forecasts:

- Sales forecasts are based on factors such as order intake, economic conditions and market developments.

- Cost forecasts are based on gross margin trends and key cost items such as premises costs, wage agreements, and historical levels of gross margin and overheads.

- Investments in working capital and fixed assets are based on historical data, with additions for specific tangible investment needs according to the strategic plan.

Result of the impairment test for the year:
The calculation for the year shows that the value in use of the Group's four segments exceeds the carrying amount of all the Group's segments. A sensitivity analysis indicates that the goodwill value would remain sustainable even with a 2 percentage point increase in the discount rate, as well as a significant reduction in growth compared to current projections. No impairment was recognised during the financial year (0). The corporate executive believes that no reasonable changes in the assumptions used in the test would cause the total recoverable amount to be less than the carrying amount.

An impairment requirement of approximately SEK 500 million was identified in connection with the strategic review, in which the fair value of Other operations was calculated and tested for impairment.

On disposal of subsidiaries, goodwill attributable to the unit sold is included in the calculation of any gain or loss. If the Group's share of the net fair value of the investment exceeds its cost, after revaluation, the difference is recognised directly in the income statement.

Group goodwill amounts to SEK 4,733 (5,357) million, of which SEK 4,442 (4,581) million relates to the core business.

Group goodwill

	2025	2024
Opening acquisition cost	5,357	4,583
Investments	249	535
Adjustment of preliminary acquisition analysis*	33	-
Reallocations	-253	-
Impairments	-248	0
Units sold	0	-4
Translation difference for the year	**-405**	**243**
Closing acquisition cost	**4,732**	**5,357**
Operations for divestment	-	-

*See Note 3 Business combinations for a specification

Allocation of goodwill between segments

	2025	2024
Supply Chain & Transportation	1,743	1,866
Energy & Electrification	1,416	1,311
Water & Bioeconomy	797	870
Safety & Security	486	534
Other operations	291	776
	4,733	**5,357**

Note 14 Other intangible assets

Accounting principles

Intangible assets include capitalised development costs, IT software, patents, trademarks, licences and other rights. These assets are divided into acquired and internally generated intangible assets.

Development costs

The Group carries out certain development activities, including the development and patenting of products and technologies. Development expenditure is expensed in the income statement as incurred unless it meets the criteria for capitalisation in accordance with IAS 38.

For development expenditure to be classified as an internally generated intangible asset, the following are required:

- The asset is identifiable, unique and controlled by the Group.
- It is technically possible to complete the asset.
- The intention is to use or sell the asset.
- It is likely that the asset will generate future economic benefits.
- The cost of the asset can be calculated reliably.

If these requirements are met, the development costs are capitalised and recognised as part of Other intangible assets in the balance sheet.

Other intangible assets

Acquired intangible assets are recognised separately from goodwill if they meet the definition of an asset, if they are either separable or arise from contracts or other legal rights and if their fair value can be measured reliably.

The Group identifies and measures intangible assets in major acquisitions on the basis of customer-related, brand and technology-based intangible assets and assesses the useful life of the asset. A simplified approach is used for smaller acquisitions whereby the most significant intangible asset is identified.

Intangible assets

		Group							Parent company
		Acquired intangible assets			Internally generated intangible assets				Other intangible assets
Acquisition value	**Note**	**IPR, patents and licences**	**Brands and trademarks**	**Customer relations**	**Capitalised expenditure for R&D**	**Patents and licences**	**Other**	**Total**	**Software**
As at 1 January 2024		**282**	**349**	**590**	**252**	**18**	**89**	**1,580**	1
Investments		-	-	-	65	2	23	**90**	-
Via business combinations	3	34	81	153	-	-	2	**270**	-
Disposals		-	-	-	-2	-	-	**-2**	-
Reclassification		-	-	-	1	-	-	**1**	-
Translation difference		17	20	36	15	-	3	**91**	-
As at 1 January 2025		**333**	**450**	**779**	**331**	**20**	**117**	**2,030**	**1**
Investments		-	-	-	43	1	9	**53**	-
Via business combinations	3	24	46	33	-	-	-	**103**	-
Disposals		-	-	-	-	-	-	**-**	-0
Reclassification		-	-	251	-29	-	-2	**220**	-
Translation difference		-27	-38	-66	-27	-1	-8	**-167**	-
As at 31 December 2025		**330**	**458**	**997**	**318**	**20**	**116**	**2,239**	**1**
Accumulated depreciation									
As at 1 January 2024		-78	-52	-76	-109	-5	-48	**-368**	-1
Depreciation/amortisation for the year		-27	-25	-49	-37	-3	-9	**-150**	-0
Disposals		-	-	-	2	-	-	**2**	-
Reclassification		-	-	-	3	-	-0	3	-
Translation difference		-5	-4	-6	-7	0	-2	-24	-
As at 1 January 2025		**-110**	**-81**	**-131**	**-148**	-8	-59	**-537**	**-1**
Depreciation/amortisation for the year		-25	-29	-303	-40	-2	-10	**-409**	-0
Disposals		-	-	-	2	-	-	**2**	-
Reclassification		-	-	-	32	-	-1	**31**	0
Translation difference		9	8	15	12	1	4	**49**	-
As at 31 December 2025		**-126**	**-102**	**-419**	**-142**	**-9**	**-66**	**-864**	**-1**
Book value									
2024-12-31		223	369	649	183	11	58	1,492	0
2025-12-31		**204**	**356**	**579**	**176**	**10**	**50**	**1,374**	**1**

Note 14, cont.

Typical customer-related and brand-related assets are:

- Trade names, service marks, certification marks
- Customer records, order or production backlogs
- Long-term customer contracts and related customer relationships

The valuation of contracts with customers and related customer relationships at fair value is based on the proportion of these which is expected to be retained and the expected remaining cash flow from the customer.

Trademarks are valued using a discounted cash flow analysis according to the relief from royalty method.

Technology-based intangible assets normally consist of patented technology and software.

Other intangible assets are recognised if it is probable that the future economic benefits attributable to the asset will flow to the Group and that the cost of the asset can be measured reliably.

Intangible assets normally have a limited useful life. These assets are recognised at cost less accumulated depreciation and any accumulated impairment losses.

Amortisation of intangible assets
Amortisation is provided on a straight-line basis over the estimated useful lives of the assets at cost less accumulated amortisation and any accumulated impairment losses. Goodwill is not amortised.

The following depreciation periods are applied:
IPR, patents and licences: 5–15 years
Trademarks: 5–25 years
Customer relations: 3–15 years
R&D: 5–20 years
Software: 5–10 years

Impairment testing of intangible assets
Intangible assets are tested for impairment whenever there is an indication that the carrying amount may exceed the recoverable amount. The impairment made corresponds to the amount by which the book value of the asset exceeds its recovery value. The recovery value is the highest of asset's fair value minus sales costs and value in use. For intangible assets, the testing period was the remaining expected economic life of the asset.

An assessment is made at each balance sheet date to determine whether a reversal of previous impairment losses should be recognised. An impairment loss is reversed only if the carrying amount after reversal does not exceed the carrying amount that would have been determined had no impairment loss been recognised. This takes into account the amortisation that would have occurred.

Intangible assets have increased during the year, mainly due to acquired intangible assets (see Note 3 – Business combinations). Further growth has been achieved due to the capitalisation of research and development for proprietary products and services. Other intangible assets consist mainly of software.

In connection with the strategic review where the fair value of Other operations was calculated, a reallocation has taken place and an impairment requirement has been identified corresponding to the allocated intangible assets.

Note 15 Fixed assets

Accounting policies
Tangible assets acquired by Group companies are recognised at cost. Assets acquired by the Group through the acquisition of new subsidiaries are recognised at fair value at the date of acquisition. Depreciation is calculated using the straight-line method over the estimated useful life, adjusted for any impairment in value and disposal costs.

In the consolidated statement of financial position, the value of assets is recognised at cost less grants and subsidies received, and adjusted for accumulated depreciation and any impairment losses. Interest costs on loans financing the construction of such assets are capitalised as part of the cost until the facility is completed.

		Group			Parent company
Acquisition value	**Note**	**Offices and industrial buildings**	**Equipment, tools, fixtures and fittings**	**Total**	**Equipment, tools, fixtures and fittings**
As at 1 January 2024		**120**	**512**	**632**	**3**
Investments		14	103	**117**	0
Via business combinations	3	21	12	**33**	-
Sales/disposals		-1	-18	**-18**	-
Reclassification		2	6	**8**	-
Translation difference		8	35	**43**	-
As at 1 January 2025		**164**	**651**	**815**	**4**
Investments		9	83	**92**	-
Via business combinations	3	-	3	**3**	-
Sales/disposals		-	-37	**-37**	-1
Translation difference		-15	-63	**-78**	-
As at 31 December 2025		**158**	**637**	**795**	**3**
Accumulated depreciation					
As at 1 January 2024		**-24**	**-196**	**-221**	**-2**
Depreciation/amortisation for the year		-10	-84	**-94**	-1
Sales/disposals		-	22	**22**	-
Reclassification		5	-3	**2**	-
Translation difference		-3	-18	**-21**	-
As at 1 January 2025		**-32**	**-279**	**-312**	**-3**
Depreciation/amortisation for the year		-9	-81	**-90**	-0
Sales/disposals		-	27	**27**	1
Reclassification		-	7	**7**	-
Translation difference		6	32	**38**	-
As at 31 December 2025		**-35**	**-294**	**-330**	**-2**
Book value					
2024-12-31		131	372	503	1
2025-12-31		122	343	466	1

Land is considered to have an indefinite useful life and is therefore not amortised. Instead, its value is tested for impairment at least annually.

Depreciation of other property, plant and equipment is based on the following expected useful lives:

Equipment, tools and installations: 3–15 years
Offices and industrial buildings: 25–50 years

The cost of property, plant and equipment is allocated over its estimated useful life by systematic depreciation.

Impairment and reversal of impairment of tangible assets
Property, plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may exceed the recoverable amount. If such an indication exists, an impairment test is performed and any impairment loss is recognised in accordance with the applicable accounting policy.

Note 16 Leases

Accounting policies
When a contract is signed, the Group assesses whether the contract is, or contains, a lease. A contract is classified as a lease if it transfers the right to control the use of a specific asset for a specified period of time in exchange for payment (see Note 24 in respect of lease liability).

At the inception of the lease, or on reassessment of a lease that contains both lease and non-lease components, the consideration in the contract is allocated between the components based on their stand-alone prices. Costs related to non-lease components are recognised as accrued expenses. If the components cannot be separated, they are recognised as a single lease component. Lease terms are negotiated on an individual basis and include a variety of factors depending on commercial circumstances.

The Group applies two lease accounting relief rules:

Leases with a term of 12 months or less; and leases of low-value assets.

No right-of-use asset or lease liability is recognised for these contracts. Instead, lease payments are expensed on a straight-line basis over the lease term. For impairment testing, please see the section entitled Impairment and reversal of impairment in Note 15.

Note 16, cont.

Leases where the Group is the lessee
The Group consists of many small and medium-sized subsidiaries operating in different countries and locations, resulting in a large number of leases with varying terms. No individual leases are considered material to the Group's financial position.

Premises
Sdiptech has around 65 leases for warehouse and office premises. Lease terms typically vary between 3 and 15 years, with differences depending on both the type of premises and the geographical location. Some contracts contain extension options, either as contractual terms or as part of statutory security of tenure in some jurisdictions.

The assessment of whether an extension option will be exercised is made at the balance sheet date. This assessment is based on a holistic analysis of several factors, such as the individual company's development and growth, as well as investments made in the premises.

The Group's leases include variable lease payments for aspects such as property tax, VAT and other variable costs such as maintenance, electricity, heating and water. These costs are excluded from the lease liability calculation insofar as they can be easily separated from the fixed rental cost. None of the leases include significant variable lease payments.

Vehicles
The Group leases vehicles with a normal lease term of 3–5 years. Most leases run until the agreed expiry date with no changes, and there are only limited extension options. Some contracts include residual value guarantees, which are recognised as part of the asset and liability if it is deemed likely that they will be utilised.

Other agreements
In addition to premises and vehicles, the Group has lease agreements for machinery and IT equipment, with lease terms ranging from 2 to 5 years.

Leases where the Group is the lessor
A few units within the Group offer product hire in addition to their sales activities. Rental income is recognised on a straight-line basis over the lease term.

Right-of-use assets

	Group				
Acquisition value	**Premises**	**Vehicles**	**Machinery**	**Other**	**Total**
As at 1 January 2024	**432**	**112**	**103**	**2**	**649**
New acquisitions	93	55	0	1	**149**
Acquisition of business	25	7	0	0	**32**
Disposals and retirements	-10	-8	0	0	**-18**
Translation differences for the year	13	3	3	0	**19**
As at 1 January 2025	**553**	**169**	**106**	**3**	**831**
New acquisitions	27	57	15	2	**101**
Acquisition of business	3	0	0	0	**3**
Disposals and retirements	-54	-43	0	-1	**-98**
Translation differences for the year	-34	-7	-6	0	**-47**
As at 31 December 2025	**495**	**176**	**115**	**4**	**790**
Accumulated depreciation					
As at 1 January 2024	**-136**	**-63**	**-16**	**-1**	**-216**
Depreciation and amortisation for the year	-64	-28	-11	-1	**-104**
Disposals and retirements	0	0	-2	0	**-2**
Translation differences for the year	-5	-2	0	0	**-7**
As at 1 January 2025	**-205**	**-93**	**-29**	**-2**	**-329**
Depreciation and amortisation for the year	-66	-33	-12	-1	**-112**
Disposals and retirements	47	34	0	1	**82**
Translation differences for the year	10	3	3	0	**16**
As at 31 December 2025	**-214**	**-89**	**-38**	**-2**	**-343**
Book value					
2024-12-31	348	76	78	1	502
2025-12-31	**281**	**87**	**78**	**2**	**447**

Contractual maturities of lease liabilities

	2025	**2024**
Maturity date within 1 year	123	124
Maturity date within 1–2 years	94	97
Maturity date within 2–5 years	143	156
Maturity date over 5 years	104	140
Total contractual cash flows	**464**	**517**

Amounts recognised in the consolidated income statement

	2025	**2024**
Amortisation of leases	-112	-104
Interest expense on lease liabilities	-16	-16
Expenses for short-term leases	-1	-1
Total	**-129**	**-121**

Parent company
The parent company applies the exemption in RFR2, whereby the company's rental contracts are recognised as operating leases: these contracts include rental contracts for head office and vehicles.

Non-cancellable lease payments amount to

	2025	**2024**
Within 1 year	4	4
2–5 years	7	10
Total payment commitments	**11**	**14**

	2025	**2024**
The cost of operating leases of assets for the year amounts to:	4	4
Of which rental of premises	*4*	*4*
Of which vehicles	*1*	*1*

Note 17 Shares in Group companies

Specification of the parent company's direct holdings of shares in Group companies

	Parent company	
	2025	2024
At the beginning of the year	94	44
Shareholders' contributions	0	50
Total value of acquisitions	**94**	**94**
Impairments		
At the beginning of the year	-44	-44
Accumulated impairments	**-44**	**-44**
Carrying amount at year-end	**50**	**50**

Specification of the parent company's direct holdings of shares in Group companies

			Capital share		Number of shares		Carrying amount in the parent company	
Name, registered office	Town/city	Company registration number	2025-12-31	2024-12-31	2025-12-31	2024-12-31	2025-12-31	2024-12-31
Sdip A AB	Stockholm	559142-5110	100%	100%	500	500	0	0
Sdip Holdings AB	Stockholm	559185-5696	100%	100%	50,000	50,000	50	50
Sdip Crescent d.o.o.	Zagreb	06502018711	100%	100%	1	1	0	0

Specification of the parent company's indirect holdings of shares in Group companies

Name, registered office	Company registration number	2025-12-31	2024-12-31
Sweden			
Castella Entreprenad AB	556614-4043	0%	100%
Centralbyggarna i Åkersberga AB	556642-7984	100%	100%
Centralmontage i Nyköping AB	556709-3413	100%	100%
Cliff Models AB	556587-9193	100%	100%
Cryptify AB	556896-9090	100%	100%
Eurotech Sire System AB	556342-1071	100%	100%
Hansa Vibrations- och Omgivningskontroll AB	559076-6092	100%	100%
Heatwork Sweden AB	556720-9571	100%	100%
Hydrostandard Mätteknik Nordic AB	559002-9947	100%	100%
KSS Klimat- & Styrsystem Aktiebolag	556522-1255	0%	100%
KSS Klimat & Styrsystem AB Uppsala	556890-3172	0%	100%
KSS Klimat och Styrsystem Syd AB	559298-6656	0%	100%
Medicvent AB	556867-2249	100%	100%
One Stop Europe AB	559332-1341	0%	100%
Polyproject Environment AB	556908-6282	100%	100%
Pure Water Scandinavia AB	556613-8037	100%	100%
Rolec Services AB	559451-2823	100%	100%
Sdip Aguapura AB	559182-0542	0%	100%
Sdip Dinamito AB	559076-0996	100%	100%
Sdip Glacio AB	559074-5963	0%	100%
Sdip Modelo AB	559066-5641	100%	100%
Sdip Purigado AB	559086-4343	100%	100%
Sdip Sinuso AB	559084-7868	0%	100%
Sdip Stucco AB	559022-1452	0%	100%
Storadio AB	556569-9419	100%	100%
Strömsfors 1:3 Norrköping AB	556959-5449	100%	100%

Note 17, cont.

Name, registered office	Company registration number	2025-12-31	2024-12-31
Sweden, cont.			
Thors Trading AB	556277-0320	100%	100%
Topas Vatten AB	556400-0247	100%	100%
Topas Vatten Service AB	556819-9920	0%	100%
Torslanda Maskin AB	556871-8737	0%	100%
Torslanda Personaluthyrning AB	556839-3994	0%	100%
Unipower AB	556390-7491	100%	100%
Vera Klippan AB	556198-1746	100%	100%
WaterTech of Sweden AB	556551-7298	100%	100%
Finland			
Ficon Oy	3147471-9	100%	100%
Heatwork Oy	555	100%	100%
Oy Hilltip Ab	3108511-5	100%	100%
Norway			
Agder Industri-Automasjon AS	976853970	51%	51%
Heatwork A/S	555	100%	100%
Rogaland Industri Automasjon AS	920325637	100%	100%
Sdip Atlanta AS	820839412	100%	100%
Denmark			
ELM Kragelund AS	11477607	100%	100%
Kemitech ApS	555	100%	100%
Kemitech A/S	555	100%	100%
Wintex Agro ApS	10014786	100%	100%
Netherlands			
CERTUS Technologies Holding B.V.	73261955	100%	100%
CERTUS Port Automation B.V.	58796762	100%	100%
Sdip Orange B.V.	84091398	100%	100%
Sdip Holdings B.V.	99234203	100%	0%
STORR B.V.	08135065	100%	0%
United Kingdom			
Alerter Group Ltd	04078512	100%	100%
Auger Site Investigations Ltd	03088958	100%	100%
Eagle Automation System Ltd	03307848	100%	100%
Elasta Ltd	06314494	100%	100%

Name, registered office	Company registration number	2025-12-31	2024-12-31
United Kingdom, cont.			
G.A.H. (Refrigeration Products) Ltd	04710309	100%	100%
G.A.H. (Refrigeration) Ltd	02778816	100%	100%
Gwindy Ltd	07974643	100%	100%
IDE Rental Ltd	09188454	100%	100%
IDE Systems Ltd	04973527	100%	100%
IDE Systems (Holdings) Ltd	09197148	100%	100%
Ingelby Ltd	12104532	100%	100%
JR Industries Ltd	00987946	100%	100%
Multitech Site Holdings Ltd	08949049	100%	100%
Multitech Site Services Ltd	3595923	100%	100%
One Stop Europe Ltd	09374556	100%	100%
Optyma Holding Ltd	8055507	100%	100%
Optyma Security Systems Ltd	3151296	100%	100%
Patol Holdings Ltd	14398047	100%	100%
Patol Ltd	1341651	100%	100%
Phase 3 Connectors Ltd	09858827	100%	0%
P3C Holdings Limited	16231196	100%	0%
Linesense Fire Detection Ltd	10155155	100%	100%
RedSpeed International Ltd	5152563	100%	100%
RedSpeed UK Ltd	10027452	100%	100%
Resource Data Management group Ltd	SC472830	100%	100%
Resource Data Management Ltd	SC208148	100%	100%
Rolec Services Ltd	2294468	100%	100%
Sdip Aliro Ltd	11102789	100%	100%
SdipCharge Ltd	13182326	100%	100%
Sdip Holdings UK Ltd	12631252	100%	100%
Sdip Kimra Ltd	11726181	100%	100%
Sdip Movebla Ltd	11103233	100%	100%
Sdip RoadSpeed Ltd	11722499	100%	100%
Temperature Electronics Holdings Ltd	13891420	100%	100%
Temperature Electronics Ltd	00968772	100%	100%
TEL UK Ltd	05096645	100%	100%
Wake Power Distribution Ltd	11463510	100%	100%
Water Treatment Products Holding Ltd	10485079	100%	100%
Water Treatment Products Ltd	3896797	100%	100%

Note 17, cont.

Name, registered office	Company registration number	2025-12-31	2024-12-31
Italy			
Agrosistemi S.R.L.	1439280338	100%	100%
Amaltea S.A.R.L.S	1718160334	100%	100%
DadoLab Srl	08356080963	100%	100%
Mecno Services Srl	03876500277	100%	100%
Sdip Italia S.r.l.	12025040960	100%	100%
Croatia			
Metus doo dizala	24690129373	100%	100%
Miconic doo	555	100%	100%
Bosnia			
Metus Bosnia	4272175160005	100%	100%
Brazil			
Wintex Agro	26.749.789/0001-71	100%	100%
Serbia			
Metus Serbia	21228796	100%	100%
Germany			
GAH Europe GmbH	HRB 128370	100%	100%
Hilltip GmbH	HRB 26891	100%	100%
JR Industries GmbH	HRB 9862	100%	100%
JR Property GmbH	HRB 11488	100%	100%
STORR GmbH	HRB 16707	100%	0%
US			
Hilltip Inc	7772738	100%	100%
Resource Data Management-USA Inc	480422400022	100%	100%
Ireland			
Phase 3 Connectors Ltd (Ireland)	756784	100%	0%
Israel			
Certus Imaging Technologies Ltd	515940559	100%	100%
France			
JR Industries Sarl	410 542 138	100%	100%
Malaysia			
Resource Data Management Asia Sdn Bhd	897998-H	100%	100%
New Zealand			
RedSpeed NZ Ltd	8423242	100%	100%
Taiwan			
Resource Data Management Taiwan CO Ltd		100%	100%

Note 18 Financial risks and risk management

Financial instruments
The Group's financial instruments recognised in the balance sheet comprise:

Assets: trade receivables, short-term investments and cash and cash equivalents.
Liabilities: borrowings, contingent considerations, other current liabilities and trade payables.

Transaction costs related to financial assets and liabilities recognised at fair value via the income statement are expensed directly in the income statement. Trade receivables that do not have a significant financing component are valued at the transaction price.

Classification and valuation
Financial instruments are classified into different categories based on the Group's business model for managing them and the characteristics of the contractual cash flows. The classification determines the measurement principle. If the maturity or expected holding period of an asset exceeds one year, it is classified as a financial fixed asset.

Financial assets measured at amortised cost
This category mainly comprises trade receivables, other current receivables and cash and cash equivalents. Assets are stated at amortised cost less any impairment losses. Discounting is only applied if the effect is material. It also includes financial investments and long-term receivables held on a hold-to-maturity basis, where the intention is to collect the contractual cash flows. These cash flows represent only payments of principal and interest on outstanding capital .

A loss allowance is calculated for financial assets measured at amortised cost; for all financial assets, except for trade receivables, the loss allowance is assessed on the basis of 12 months' expected credit losses. If the credit risk has increased significantly since initial recognition, the allowance is calculated on the basis of the expected credit losses for the remaining maturity.

For trade receivables, a simplified method is applied whereby a loss allowance is recognised corresponding to the expected credit losses over the remaining term of the contract. Companies estimate and assess credit risk based on historical credit events, current conditions and future projections. Impairment losses are recognised separately in the income statement.

Financial assets measured at fair value through other comprehensive income
Sdiptech currently has no assets classified in this category.

Financial liabilities measured at fair value through profit or loss

- Contingent considerations in business combinations.

- Put options whereby Group companies commit to purchase their own equity instruments at fair value.

These liabilities belong to valuation level 3, where the valuation is based on management's assessment of the future financial performance of the acquired businesses.

To manage currency and interest rate exposure, Sdiptech has agreements on currency forwards in GBP and EUR, currency interest rate forwards in GBP, EUR, and NOK, as well as interest rate forwards in SEK, GBP, and EUR.

The fair value of forward contracts is determined on the basis of the rate on the balance sheet date. Derivatives are recognised at fair value through the income statement under financial income and expenses.

Financial liabilities measured at amortised cost
This category includes other financial liabilities, including loans to credit institutions and bonds, trade payables and other operating liabilities. Liabilities are stated at amortised cost, with the difference between the borrowing amount (net of transaction costs) and the repayment amount being amortised over the period of the loan using the effective interest method. Trade payables have short maturities and are measured at nominal value without discounting.

Risks and uncertainty factors
The Sdiptech Group is exposed to several financial risks:

- Liquidity risk and financing risk

- Interest rate risk

- Currency risk

- Customer and counterparty risk

Financial policy
Sdiptech's Board of Directors has established a financial policy that regulates the financial strategy and division of responsibilities within the Group, funding and liquidity management, foreign exchange risk management and counterparty restrictions. The policy is adopted annually by the Board of Directors.

Overview of the Group's financial assets and liabilities
Sdiptech uses generally accepted methods to calculate the fair value of financial instruments as at 31 December 2025 and 2024.

Contingent considerations and corresponding put options refer to different types of obligations to selling parties and are linked to the performance of the acquired companies over a certain period. These liabilities are recognised at the present value of the expected outflows, and revaluations are recognised in profit or loss. For more information, see Note 3.

For other financial assets and liabilities, such as cash and cash equivalents, trade receivables and trade payables, the carrying amount is considered to be a reliable approximation of amortised cost.

Assets in the statement of financial position

	Financial assets valued at accrued acquisition cost		Financial assets measured at fair value through the income statement	
	2025-12-31	2024-12-31	2025-12-31	2024-12-31
Shares and other securities	-	-	3	3
Non-current receivables	4	4	-	-
Accounts receivable	840	981	-	-
Other receivables	95	55	-	-
Cash and cash equivalents	835	435	-	-
Total	**1,773**	**1,475**	**3**	**3**

Liabilities in the statement of financial position

	Financial liabilities measured at amortised cost		Financial liabilities measured at fair value through profit or loss	
	2025-12-31	2024-12-31	2025-12-31	2024-12-31
Current liabilities to credit institutions	129	131	-	-
Non-current liabilities to credit institutions	3,453	3,113	-	-
Accounts payable	318	364	-	-
Liabilities related to contingent considerations	-	-	914	1,320
Other current liabilities	138	175	-	-
Total	**4,038**	**3,783**	**914**	**1,320**

Note 18, cont.

Contingent considerations
Contingent considerations refers to various types of obligations to the selling party, which are linked to the fulfilment of financial performance targets for the acquired companies during a defined period after the acquisition. These liabilities are recognised at the present value of the expected future payments. See Note 3 for details on valuation techniques for contingent considerations.

All obligations at the balance sheet date fall due within 1–5 years.

	2025	2024
Opening book value	1,316	1,193
Liabilities incurred during the year	82	281
Purchase prices paid	-383	-288
Revaluation through operating result	-48	5
Interest costs (discounting effect)	39	50
Exchange rate differences	-92	73
Closing book value	**914**	**1,316**

Credit risk in respect of receivables
Credit risks in trade receivables.
The Group performs an ongoing assessment of credit risks associated with trade receivables. The client base is diversified and includes both private and public sector organisations, which contributes to a good spread of risk. Exposure to individual customers is limited. At the balance sheet date, total trade receivables amounted to SEK 840 (981) million, down 14 percent. Provisions for future credit losses amounted to SEK 13 (6) million.

Receivables older than 60 days past due totalled SEK 72 (72) million. Provisions and utilisation of allowances for doubtful debts have been recognised in the income statement. See Note 20 for a detailed age analysis of trade receivables and provisions for expected credit losses.

A credit risk assessment of trade and other receivables is performed at each balance sheet date in accordance with IFRS 9. The assessment is based on a combination of age analysis, credit reports, the customer's historical payment patterns and other available information, such as lost contracts, changes in management functions and other company-specific data. A macroeconomic analysis of sectoral and country-specific risks is also conducted.

No allowance for losses has been recognised for other receivables as the credit risk is deemed to be immaterial.

Credit risk in financial management primarily arises when investing liquid assets. No surplus liquidity was invested during the financial year, and therefore there is no credit risk.

Liquidity risk and financing risk
Liquidity risk refers to the risk that the Group is unable to meet its payment obligations as they fall due, while funding risk refers to the risk that the Group's capital requirements cannot be met on favourable terms.

In order to diversify funding sources, in August 2023 Sdiptech issued SEK 600 million of senior secured sustainability-linked bonds under a SEK 1,000 million framework. A further SEK 200 million was issued under the same framework in November 2024. The bonds mature in August 2027, and the final redemption amount at maturity may be affected by the Group's sustainability targets.

As at 31 December 2025, the total amount of credit drawn down was approximately SEK 2,280 million, within a total credit line of SEK 3,825 million. In spring 2025, a new loan agreement was signed on more favourable terms in order to refinance existing loans and extend the credit line. The agreement runs for three years, with an option to extend for a further two years, and provides increased credit capacity as well as an additional lender.

The Group endeavours to achieve a balanced capital structure through a combination of equity, debt financing and liquidity to ensure funding at a competitive cost of capital. At year-end, interest-bearing liabilities amounted to 45.9 percent (43.7) of the balance sheet total.

Interest-bearing liabilities also include contingent considerations, which are classified as financial liabilities in the consolidated financial statements and are discounted, even though the underlying liabilities are interest-free.

Interest rate risk
Interest rate risk is defined as the risk that changes in interest rates will have a negative impact on the Group's net financial position and results.

Interest rate risk affects the Group in two main ways: through changes in the value of interest-bearing assets, or through changes in borrowing costs.

To manage this risk, the Group regularly evaluates the possibility of fixing the interest rate on all or part of its loans. At the end of the year, all bank loans carried variable interest rates at 3 to 6-month intervals.

In order to reduce interest rate exposure, the Group has entered into interest rate swap agreements corresponding to approximately 40 percent of the utilised credit volume, including bond debt, with a maturity of 1–3.5 years. See Note 23 for detailed information on interest-bearing liabilities and their maturity.

Some of the Group's credit agreements are linked to sustainability targets, which means that the agreed interest margin can be adjusted upwards or downwards depending on the outcome.

Sdiptech has no long-term surplus liquidity and normally invests funds only in short-term bank deposits. As a result, there is no significant interest rate risk associated with the Group's cash and cash equivalents. Changes in interest rates mainly affect the company's borrowing costs, therefore.

The Group measures interest rate risk by calculating the effect of a 1 percent increase in interest rates on liabilities to credit institutions at year-end. According to this model, interest costs would increase by approximately SEK 11 million (SEK 13 million), including the effect of forward rate agreements.

Currency risk
Currency risk refers to the risk that exchange rate fluctuations will have a negative impact on the Group's earnings and equity expressed in SEK. The Group's primary currency risks are linked to its foreign subsidiaries and arise from:

- Transaction exposure – when income and expenses are denominated in currencies other than the functional currency of the individual company.

- Translation exposure – when the assets and liabilities of foreign subsidiaries are translated into the functional currency of the parent company.

Note 18, cont.

The Group's earnings are particularly sensitive to changes in the GBP/SEK exchange rate. A 10 per cent change in the average exchange rate of all currencies against the Swedish krona (SEK) would impact:

- Operating profit by approximately SEK 83 million (SEK 85 million)
- Profit before tax by approximately SEK 44 million (SEK 51 million)

Sdiptech has entered into currency futures in GBP, EUR and NOK in order to reduce its currency exposure. These volumes totalled the equivalent of around SEK 186 million, SEK 352 million and SEK 160 million respectively at the end of the period. Derivatives are recognised at fair value under financial income and expenses in the income statement.

Currency exposure in operating result

	2025	2024
GBP	42	49
EUR	24	16
NOK	4	4
DKK	9	13
Other currencies	4	2

In an international Group like Sdiptech, it is crucial to offer customers and suppliers payment options in their own currency. This means that the Group continuously manages foreign exchange risk associated with trade receivables and trade payables in foreign currencies. However, the risk exposure is limited as most of the sales of products and services related to infrastructure take place locally within the countries in which Sdiptech operates.

The total currency exposure of the Group is shown in the following table showing the Group's gross exposure. Assets and liabilities are shown for each underlying accounting currency, of which the Group's central debt is included in the SEK item below.

A 10 percent strengthening of SEK against EUR would affect equity by around SEK -22 (-9) million. A 10 per cent strengthening of SEK against GBP would affect equity by SEK -166 (-140) million when translating the currency exposure of net investments in foreign subsidiaries.

Gross exposure in foreign currency

	Gross assets		Gross liabilities	
	2025-12-31	2024-12-31	2025-12-31	2024-12-31
GBP	5,785	6,317	4,370	4,927
EUR	2,028	2,217	1,753	2,013
SEK	9,357	10,332	7,023	7,615
Other currencies	889	944	668	699
Total	**18,059**	**19,810**	**13,814**	**15,254**

Foreign currency loans and swaps presented in SEK

	Gross liabilities	
Currency	2025-12-31	2024-12-31
GBP	1,496	1,579
EUR	1,076	1,195
NOK	160	170
Total	**2,732**	**2,943**

Translation exposure in the statement of financial position
A single subsidiary should not normally have any translation risk in its own balance sheet. This means that the subsidiary's foreign currency assets and liabilities should be balanced. As a rule, subsidiaries finance their borrowings in their own currency. In practice, however, this becomes relevant mainly in the case of loans taken out in connection with acquisitions, or in the case of loans between subsidiaries and parent companies.

As a large part of the Group's assets in the form of equity are held in foreign subsidiaries, some currency hedging takes place by partially distributing the Group's loans in foreign currency. This corresponds to part of the loans taken out in connection with the acquisition of foreign Group companies.

The translation exposure in the Group's equity can be significant during periods of substantial exchange rate fluctuations, the largest exposures being in GBP and EUR.

The table below shows the distribution of currency exposure in equity for the most significant currencies, expressed in local currency.

Currency exposure in equity

	2025-12-31	2024-12-31
GBP million	179	165
EUR million	44	44
NOK million	120	118
DKK million	91	84

The impact of the year's translation differences is shown in other comprehensive income.

Note 19 Inventories

Accounting policies
Inventories are valued at the lower of cost or net realisable value. The acquisition value is determined on a first-in, first-out (FIFO) basis; or by a weighted average value, if this is assumed to be close to the FIFO value. The cost of finished goods and work in progress includes commodities, direct labour costs, depreciation, other direct costs and overheads related to the goods, but excludes interest costs.

Net realisable value is defined as the estimated selling price in the ordinary course of business, following deductions for costs to complete and sell.

Depreciation deductions are made for finished goods and spare parts that are old, obsolete or have a low turnover rate. This deduction is based on the book value of the inventory and is recognised in the consolidated statement of financial position.

	Group	
	2025	2024
Commodities and consumables	489	517
Finished products and finished stocks	184	216
Total inventories	**673**	**733**

Inventories decreased by 6 percent during the financial year, adjusted for currency and acquisitions and disposals. SEK 30 (6) million was written off for obsolescence during the year.

Note 20 Trade receivables

Accounting policies
Trade receivables are initially recognised at fair value and subsequently adjusted to the amount expected to be received following an assessment of provisions for expected credit losses. This valuation is based on a forward-looking and objective review of all outstanding amounts at the end of the period. A simplified procedure has been introduced for trade receivables in accordance with IFRS 9, whereby provisions are recognised under other external costs in the consolidated income statement and based on expected credit losses over the remaining life of the receivables. Recovery of amounts previously written off is credited to other external charges in the income statement.

As the Group consists of approximately 40 operating units and more than 60 active companies, the item trade receivables contains many smaller amounts. The Group's trade receivables normally have a remaining life of less than 6 months and are therefore classified as current assets.

The cost recognised in the income statement for bad debts and doubtful debts amounts to SEK 6 (7) million.

The Group normally has no collateral for trade receivables. The customer base consists of a good mix, ranging from private operators to major corporations, municipalities and public authorities, resulting in low credit risk for the Group. This is reflected in the historical credit quality, where outstanding trade receivables are assessed as very good. There are no significant credit concentrations. Provisions for doubtful trade receivables are made individually in accordance with internal regulations, normally when receivables are more than 60 days past due. The provision for doubtful trade receivables and actual bad debt losses is included in Other external costs.

Trade receivables decreased by 13 percent during the financial year, adjusted for currency effects and acquisitions and disposals.

	Group	
	2025	**2024**
Accounts receivable not due for payment	561	679
Accounts receivable less than 30 days past due	164	192
Accounts receivable less than 31–60 days past due	56	44
Accounts receivable less than 61–90 days past due	28	21
Trade receivables more than 90 days past due	44	51
Subtotal, trade receivables	**853**	**987**
Provisions for doubtful debts		
Opening balance reserve for doubtful debts	-6	-10
Provision for doubtful debts through profit or loss	-7	-1
Recognised losses	0	5
Closing balance reserve for doubtful debts	**-13**	**-6**
Total trade receivables	**840**	**981**

Note 21 Prepaid expenses and accrued income

	Group		Parent company	
	2025	**2024**	**2025**	**2024**
Prepaid rent/leasing	12	13	1	1
Prepaid insurance	12	13	-	0
Accrued income	93	101	-	-
Advance payments	22	18	-	-
Prepaid bank and credit fees	16	13	5	12
Other items	43	38	4	2
Total	**197**	**196**	**10**	**15**

Note 22 Supplementary information on the cash flow statement and cash and cash equivalents

Cash and cash equivalents

Cash and cash equivalents in the balance sheet include cash in banks and available cash. Cash and cash equivalents in the balance sheet and cash flow statement include cash and bank balances as shown in the table below.

	Group		Parent company	
	2025	2024	2025	2024
Cash and bank balances	835	435	12	13
Total	**835**	**435**	**12**	**13**

Interest paid and received

	Group		Parent company	
	2025	2024	2025	2024
Interest received	2	2	31	17
Interest paid	-203	-196	-58	-54
Total	**-200**	**-194**	**-27**	**-36**

Adjustments for items not included in cash flow

	Group		Parent company	
	2025	2024	2025	2024
Depreciation and write-down of assets	855	344	1	1
Unrealised exchange-rate differences	75	-52	-	-
Other provisions	-6	8	-	-
Interest and revaluation of contingent considerations	-6	56	-	-
Other	-34	3	0	-2
Total	**886**	**359**	**1**	**-1**

Note 23 Share capital and other paid-in capital

Share capital

Ordinary shares are classified as equity. Transaction costs directly attributable to the issue of new shares are recognised in equity as a deduction from the issue proceeds.

Preference shares are classified as equity. Sdiptech has the option of deciding on the redemption of preference shares. Dividends on preference shares require a resolution of the general meeting. Holders of preference shares have no right to call for redemption or claim dividends.

Earnings per share

Earnings per share are calculated on the basis of the profit for the year attributable to equity holders of the parent, divided by the weighted average number of shares outstanding during the year.

In calculating diluted earnings per share, the average number of shares is adjusted to take into account the effect of potentially dilutive ordinary shares through share-based payment programmes for employees, for example. Dilution occurs only if the exercise price is lower than the market price and increases in scope as the difference increases.

Group

The shares have a quota value of SEK 0.025 per share. Class B ordinary shares carry one vote per share, while Class A ordinary shares carry ten votes per share.

Equities

Sdiptech's shares have been issued in accordance with Swedish law and are registered with Euroclear Sweden AB, "Euroclear", in electronic form. Euroclear also maintains the company's share register. All shares are denominated in Swedish kronor (SEK) and are fully paid up.

According to the Articles of Association, the company's share capital must amount to a minimum of SEK 500,000 and a maximum of SEK 2,000,000, divided into a minimum of 20,000,000 and a maximum of 80,000,000 shares. According to the Articles of Association, the company can issue three classes of shares: ordinary shares, class B ordinary shares and preference shares.

A total of 500,000 Class A ordinary shares (ISIN: SE0003756741), 37,491,938 class B ordinary shares (ISIN: SE0003756758) and 1,750,000 preference shares were issued on 31 December 2025. As at 31 December 2025, the share capital in Sdiptech amounted to SEK 993,548 divided into 39,741,938 shares, each with a quota value of SEK 0.025.

Number of ordinary shares

	Group		Parent company	
	2025	2024	2025	2024
Opening balance at 1 January	37,991,938	37,991,938	37,991,938	37,991,938
Closing balance at 31 December	**37,991,938**	**37,991,938**	**37,991,938**	**37,991,938**

Number of preference shares

	Group		Parent company	
	2025	2024	2025	2024
Opening balance at 1 January	1,750,000	1,750,000	1,750,000	1,750,000
Closing balance at 31 December	**1,750,000**	**1,750,000**	**1,750,000**	**1,750,000**

The number of votes has decreased during December 2025 as a result of the company having converted 924,000 class A shares into 924,000 class B shares following a request from a shareholder, which was announced in a press release on 18 December 2025. Following the conversion, the total number of votes in the Company amounts to 44,241,938.

Management of capital

Sdiptech is a technology group that acquires and develops companies in the infrastructure sector. The business has enjoyed continuous growth and good profitability over the past decade. The company is organised into four business areas: Supply Chain & Transportation, Energy & Electrification, Water & Bioeconomy and Safety & Security.

Sdiptech's success is based on a combination of in-depth market insight, technical expertise and business development, together with a long-term ownership perspective. This strategy has enabled both organic growth and expansion through the acquisition of entrepreneurial and industry-leading companies within the Group's business areas.

Note 23, cont.

To strengthen the company's financial readiness to carry out strategic acquisitions, Sdiptech has raised capital and issued new shares on a number of occasions:

On 11 February 2015 preference shares corresponding to SEK 100 million were subscribed. This offer was extended on 19 February 2015 to include 1,750,000 preference shares corresponding to SEK 175 million. The offer was directed to the general public and institutional investors. Sdiptech received SEK 175 million in total before issue costs.

In February 2016, additional raising of capital was carried out in the form of a directed share issue to key personnel at Sdiptech and shareholders in the related company Serendipity Ixora AB. A total of 1,076,924 class B ordinary shares were issued at a price of SEK 65 per share, whereby the company received SEK 70,000,060 and the share capital increased by SEK 26,923.

Sdiptech's class B ordinary share was listed on First North Premier on 12 May 2017, and at the same time a new share issue of SEK 500 million (before costs) was carried out in order to finance future acquisitions.

On 9 June 2020, a directed cash issue of 3,364,182 class B shares took place at a subscription price of SEK 105.00 per share. The Directed New Share Issue provided the company with proceeds of around SEK 353 million before deduction of issue costs.

On 3 March 2021, 222,100 class B shares were subscribed for through a new issue attributable to the exercise of warrants in the first of the three series introduced as a long-term incentive programme for Sdiptech managers and senior executives, and adopted in accordance with the extraordinary general meeting on 5 March 2018 (see also Note 7). This issue provided the company with SEK 13.3 million in equity.

On 9 March 2021, a directed cash issue of 1,500,000 class B shares took place at a subscription price of SEK 315 per share. The Directed New Share Issue provided the company with proceeds of around SEK 473 million before deduction of issue costs.

On 8 March 2022, 216,100 class B shares were subscribed for through a new issue attributable to the exercise of warrants in the second of the three series introduced as a long-term incentive programme for Sdiptech managers and senior executives, and adopted in accordance with the extraordinary general meeting on 5 March 2018 (see also Note 7). This issue provided the company with SEK 14.5 million in equity.

On 5 July 2022, a share issue in kind of 21,321 class B shares took place. This issue took place as part of the purchase price for the acquisition of Resource Data Management Ltd. The value of the shares was calculated at GBP 500,000, which at the time of acquisition corresponded to SEK 6,170,510.61 or SEK 289.41 per share. Payment has been made through the contribution of shares at an equivalent value.

On 16 November 2022, a directed cash issue of 2,200,000 class B shares took place at a subscription price of SEK 230 per share. The directed share issue took place with deviation from the existing owners' preferential rights following a decision made by the Board of Directors based on the authorisation from the Annual General Meeting on 18 May 2022. The Directed New Share Issue provides the company with proceeds of around SEK 506 million before deduction of issue costs.

On 3 March 2023, 190,590 class B shares were subscribed for through a new issue attributable to the exercise of warrants in the third of the three series introduced as a long-term incentive programme for Sdiptech managers and senior executives, and adopted in accordance with the extraordinary general meeting on 5 March 2018 (see also Note 7). This issue provided the company with SEK 14.4 million in equity.

Terms of preference share
In March 2015, 1,750,000 preference shares were issued at an issue price of SEK 100 per share. Dividends amount to SEK 8 per year, divided into quarterly payments. The redemption price is SEK 120 for 0–24 months after issue, SEK 110 for months 25–48, and SEK 105 thereafter. Dividends on preference shares require a resolution of the general meeting. Holders of preference shares have no right to call for redemption or claim dividends.

After the end of the financial year, Sdiptech has resolved on mandatory redemption of all preference shares for a total redemption payment of approximately SEK 184 million, corresponding to SEK 105.00 per preference share.

Dividends
After the balance sheet date, the Board of Directors has submitted the following proposal for the appropriation of profits.

The Annual General Meeting has at its disposal (SEK):

Share premium reserve	2,098,583,237
Retained earnings	205,800,374
Profit for the year	-51,951,564
Total	**2,252,432,047**
The board of directors proposes the following appropriation of profits:	
Profit/loss carried forward*	2,252,432,047
Total	**2,252,432,047**

*Of which SEK 2,098,583,237 is transferred to the share premium reserve

Note 24 Interest-bearing liabilities

Group interest-bearing liabilities

Non-current liabilities	2025	2024
Liabilities to credit institutions	2,309	1,910
Bond liabilities	800	811
Leasing liabilities	342	393
Contingent considerations *	597	910
Other liabilities**	2	4
Total	**4,049**	**4,027**

Current liabilities	2025	2024
Liabilities to credit institutions	10	10
Leasing liabilities	119	120
Contingent considerations *	317	406
Other liabilities**	1	1
Total	**446**	**537**

* Present value of expected payment
** Includes non-interest bearing loans that are classified as interest bearing, as they are by their nature part of the Group's debt financing

Repayment periods, contractual values

As at 31 December 2025	2026	2027	2028–2030	2031–
Liabilities to credit institutions*	10	-	3,737	-
Leasing liabilities	117	102	153	133
Contingent considerations	325	135	424	89
Accounts payable	318	-	-	-
Other interest-bearing liabilities	1	2	-	-
Total	**770**	**239**	**4,314**	**222**

*Group liabilities to credit institutions consist of several contracts with different maturities.

As at 31 December 2024	2025	2026	2027–2029	2030–
Liabilities to credit institutions*	10	-	2,992	-
Leasing liabilities	124	97	156	140
Contingent considerations	411	384	467	87
Accounts payable	364	-	-	-
Other interest-bearing liabilities	1	4	-	-
Total	**910**	**485**	**3,615**	**227**

Loan agreements

The Group's long-term credit line totals SEK 3,825 million. The total volume of credit drawn down under the framework as at 31 December 2025 amounted to SEK 2,280 million. These contracts carry variable interest rates at 3–6 month intervals.

The interest on the credit facilities is variable and based on IBOR according to the lending currency, plus a variable margin that is adjusted in relation to the Group's net debt in proportion to EBITDA. IBOR can amount to a minimum of 0, which means that negative interest rates do not take effect. As a complement, the Group has agreements on interest rate swaps, corresponding to approximately 45 percent of the utilised credit volume, including bond debt, with a maturity of 1–3.5 years in order to reduce interest rate exposure.

The loan agreement includes financial covenants that the Group must fulfil. Additionally, part of the agreed credit volume is linked to the Group's sustainability targets, where target fulfilment can affect the interest margin. The credit facilities may be cancelled for repayment if the conditions are not met.

The variable interest margin on the loan agreement varies between 1.5 percent and 1.8 percent in addition to the underlying base rate (e.g. STIBOR), and the average interest rate for the 2025 financial year was 5.5 per cent (6.4), excluding the effect of forward rate agreements. The loans are recognised under Long-term loans to credit institutions and Current liabilities to credit institutions. In addition to the Group's central credit facility, loans raised by the Group's subsidiaries outside the central facility are also included, which as at 31 December 2025 amounted to SEK 38 (45) million.

The Group's covenants for the central credit consist of the following targets to be measured on a quarterly basis:

- Senior net debt to EBITDA to be equal to or less than a ratio of 3.25:1,

- Total net debt to EBITDA to be equal to or less than a ratio of 4.50:1

The Group has a significant undrawn credit facility and no material maturities within the next 12 months. This indicates that the refinancing risk is low. The principal risk that liabilities could become repayable within 12 months is linked to compliance with financial covenants in the credit agreements. The Group continuously analyses the risk on the basis of various scenarios and deems the likelihood of the risk to be very low.

In 2023, Sdiptech issued SEK 600 million senior secured sustainability-linked bonds under a SEK 1,000 million framework, with the aim of diversifying the company's funding. In November 2024, additional sustainability-linked bonds of SEK 200 million were issued under the same framework. The bonds mature in August 2027 and carry a floating interest rate of 3m Stibor +4.90 per cent. The link to the Group's sustainability goals affects the final redemption amount at maturity, depending on the outcome.

The amounts recognised, by currency, for the Group's borrowings are as follows:

	Group	
	2025	2024
GBP	931	575
SEK	2,150	2,111
Total	**3,081**	**2,686**

*Refers to the Group's central facility only. EUR and GBP have been converted to SEK in the table

Group's change in cash flow affecting items in financing activities

	Of which affecting cash flow			
	Bank loans	Bond	Other liabilities	Leases
Opening balance, 01/01/2024	**1,810**	**600**	**3**	426
Cash flow	30	211	2	-106
New lease agreements	-	-	-	136
Items not affecting cash flow				
Acquisitions	31	-	-	32
Exchange differences	50	-	-0	13
Closing balance, 31/12/2024	**1,920**	**811**	**5**	**501**
Cash flow	478	0	-2	-100
Adjustment		-11		0
New lease agreements	-	-	-	97
Items not affecting cash flow				
Acquisitions and disposals	0	-	-	-2
Exchange differences	-79	-	-0	-35
Closing balance, 31/12/2025	**2,319**	**800**	**3**	**461**

Note 25 Accrued expenses and deferred income

	Group		Parent company	
	2025	2024	2025	2024
Accrued salaries and holiday pay	87	90	7	11
Accrued social security charges	13	16	4	4
Prepaid income	81	118	-	-
Accrued pension costs	3	4	-	-
Accrued interest expense	19	27	10	5
Short-term guarantees	17	19	-	-
Accrued discounts	14	12	-	-
Accrued costs, subcontractors	3	3	-	-
Provisioning for credits	1	7	-	-
Other accrued expenses	60	59	3	4
Total	**298**	**355**	**24**	**24**

Other accrued expenses refer mainly to accrued expenses.

Note 26 Pledged assets and contingent liabilities

	Group	
	2025	2024
Corporate mortgages	0	50
Other contingent liabilities	3	1
Total	**3**	**51**

Pledged assets refers mainly to collateral linked to the Group's central credit facility.

Note 27 Transactions with associates

Purchases and sales between business units within the Group have occurred only to a limited extent. Investments with and borrowings from Group companies have been made on market terms.

There are transactions with related parties at the respective subsidiaries within the Group, mainly concerning the renting of premises. All contracts have been concluded under normal commercial and market conditions.

There are no other transactions with related parties.

Transactions with key senior executives
Apart from what is stated in Note 7 Remuneration to the Board of Directors and senior executives, there have been no significant transactions with related natural persons.

Note 28 Receivables from group companies and other non-current receivables

Receivables from Group companies

	Parent company	
	2025	2024
Opening acquisition cost	2,908	2,578
Additional intra-Group loan receivables	50	561
Repayments	-352	-225
Reclassification from non-current to current	61	-117
Accrued and capitalised interest	20	14
Revaluation of foreign currency receivables	-155	97
Closing acquisition cost	**2,532**	**2,908**

No credit loss reserve has been recognised for consolidated receivables, as future credit losses have been deemed immaterial for the parent company.

Note 29 Information about the parent company

Information about the parent company, Sdiptech AB (publ.), corporate identity number 556672-4893, is the parent company of the Group. The company has its registered office in Stockholm in the County of Stockholm, and is a limited liability company under Swedish law.

Address of head office:
Sdiptech AB (publ.), Nybrogatan 39 114 39 Stockholm, Sweden

Note 30 Significant events after the balance sheet date

Sdiptech finalised the divestments of its shares in a further 9 companies after the end of the financial year. As at the reporting date, divestments have been completed in respect of 10 of the 11 other operations identified in the Group's strategic review.

As part of efforts to streamline the Company's financing, the Board of Directors of Sdiptech AB (publ) has resolved on a mandatory redemption of all preference shares. In accordance with the redemption provision in the Articles of Association, the company's share capital has been reduced by SEK 43,750 through the compulsory redemption of all 1,750,000 preference shares. The total redemption proceeds will amount to SEK 183,750,000, corresponding to SEK 105.00 per preference share. In connection with the redemption, the previously resolved dividend of SEK 2.00 per preference share will also be paid, representing the final dividend approved for the preference shares at the 2025 Annual General Meeting.

The company has announced a tender offer to repurchase outstanding senior secured sustainability-linked bonds with a total nominal amount of up to SEK 200 million. Sdiptech will repurchase the Bonds up to a maximum nominal amount of SEK 200 million for cash consideration, corresponding to a price of 103.00 per cent of the nominal amount plus accrued and unpaid interest.

Definitions of key figures and explanations

Definitions, alternative key figures

EBITDA
Operating result before depreciation and amortisation.

Adjusted EBITDA
Adjusted EBITDA is calculated as EBITDA before acquisition costs and divestment costs and before results from revaluation of contingent considerations, capital gains/losses from divestments and items affecting comparability regarding non-material corrections of previous years in the subsidiaries.

EBITA
Operating profit after depreciation of tangible assets but before impairment.

The key figure enables profitability to be compared over time regardless of amortisation and impairment of acquisition-related intangible assets and independently of the corporate tax rate and the company's financing structure. However, depreciation of tangible assets is included, which is a measure of the consumption of resources necessary to generate the profit.

Adjusted EBITA
Adjusted EBITA is the Group's operational performance measure and is calculated as EBITA before acquisition costs and divestment costs and before results from revaluation of contingent considerations and capital gains/losses from divestments, items affecting comparability relating to non-material corrections of previous years in the subsidiaries, and less depreciation, amortisation and impairment losses that are not related to acquisitions but originate from the operational units' intangible assets.

This key figure increases the comparability over time as EBITA is adjusted for the impact of items affecting comparability. The key figure is also used in internal monitoring and constitutes a central financial target for the organisation.

Adjusted EBITA margin
Adjusted EBITA in relation to net sales.

Net debt/adjusted EBITDA
Net debt at the balance sheet date, in relation to adjusted EBITDA for the last four quarters. Net debt includes current and non-current interest-bearing liabilities less cash and cash equivalents. Parts of the interest-bearing liabilities are related to the contingent consideration for acquisitions, which is settled at the end of the vesting periods depending on performance during these periods. Payment of the debt at the full current book value requires a higher level of earnings than the current level.

Net financial debt/EBITDA
Calculated as net financial debt on the balance sheet date to credit institutions and other financial liabilities, e.g. outstanding bonds, as well as lease liabilities, which for the Group are largely made up of discounted rental contracts in respect of premises, in relation to adjusted EBITDA for the last four quarters. Net financial debt includes current and non-current interest-bearing liabilities less cash and cash equivalents, but excludes interest-bearing liabilities related to the contingent considerations for acquisitions.

Capital employed
Calculated as average equity and interest-bearing net debt for the last four quarters, less cash and cash equivalents and short-term investments.

Return on capital employed (ROCE)
Calculated as EBITA for the last four quarters at the relevant closing date, in relation to the average capital employed for the last four quarters at the closing date.

Return on capital employed (ROCE excl. GW)
Calculated as EBITA for the last four quarters at the relevant closing date, in relation to the average capital employed for the last four quarters at the closing date. Capital employed refers to equity and net debt excluding goodwill and other intangible assets arising from acquisitions.

Return on equity
Calculated as the average profit after tax attributable to shareholders, adjusted for dividends to preference shares, for the last four quarters, in relation to the average equity attributable to shareholders adjusted for preference capital for the last four quarters at the balance sheet date.

Cash flow generation
Calculated as cash flow from operating activities against profit before tax adjusted for non-cash items.

Free cash flow per share
Calculated as cash flow from operating activities, adjusted for investments in tangible and intangible assets, as well as lease repayments, in relation to the average number of shares outstanding during the period.

Earnings per ordinary share
Calculated as profit after tax attributable to the parent company's shareholders less dividends to preference shareholders, divided by the average number of ordinary shares outstanding during the period.

Organic growth
Growth in comparable units adjusted for currency effects.

Definitions of key figures and explanations, cont.

Adjusted EBITA

	2025	2024
Adjusted EBITA	**1,020**	**1,010**
Adjustment of liability relating to contingent consideration	39	-5
Transaction costs	-13	-17
Capital gains divestment	59	12
Non-comparable items prev year	-43	0
Reversal of amortisation and impairment of intangible assets not related to acquisitions	46	42
EBITA	**1,108**	**1,041**
Non-acquisition-related amortisation and impairment of intangible assets	-46	-42
Impairment loss	-500	-
Acquisition-related amortisation of intangible assets	-108	-105
Operating profit, EBIT	**454**	**895**

Adjusted EBITA margin

	2025	2024
EBITA*	1,020	1,010
Net sales	5,196	5,166
EBITA* margin, %	**19.6%**	**19.5%**

Adjusted EBITDA

	2025	2024
Operating profit, EBIT	**454**	**895**
Depreciation and impairment of tangible assets	201	198
Amortisation and impairment of intangible assets	654	146
EBITDA	**1,309**	**1,240**
Adjustment of liability relating to contingent consideration	-39	5
Transaction costs	13	17
Non-comparable items prev year	43	0
Divestments	-59	-12
Adjusted EBITDA	**1,267**	**1,250**

Net financial debt/EBITDA

	2025-12-31	2024-12-31
Liabilities to credit institutions	2,319	1,920
Bond liabilities	800	811
Leasing liabilities	461	513
Other interest-bearing liabilities	3	5
Total financial liabilities	**3,582**	**3,249**
Cash and cash equivalents	-881	-435
Interest-bearing net financial debt	**2,702**	**2,814**
Adjusted EBITDA	1,267	1,250
Financial net debt/Adjusted EBITDA	**2.13**	**2.25**

Net debt/adjusted EBITDA

	2025-12-31	2024-12-31
Interest-bearing net financial debt	2,702	2,814
Contingent considerations	914	1,316
Net debt	**3,616**	**4,129**
Adjusted EBITDA	1,267	1,250
Financial net debt/Adjusted EBITDA	**2.85**	**3.30**

Capital employed

	Average	Q4 2025	Q3 2025	Q2 2025	Q1 2025
Interest-bearing liabilities	4,650	4,496	4,587	4,770	4,748
Cash and cash equivalents	-671	-881	-601	-607	-596
Interest-bearing net debt	**3,979**	**3,616**	**3,986**	**4,163**	**4,152**
Equity	4,206	4,099	3,938	4,461	4,327
Capital employed	**8,185**	**7,715**	**7,923**	**8,624**	**8,480**

Return on capital employed (ROCE)

	2025-12-31	2024-12-31
EBITA	1,108	1,041

Return on equity

	2025-12-31	2024-12-31
Adjusted profit after tax	-45	418
Average equity attributable to shareholders	4,024	4,123
Return on equity	**-1.1%**	**10.1%**

Cash flow generation

	2025-12-31	2024-12-31
Profit before tax	144	635
Adjustments for items not included in cash flow	886	359
Adjusted profit/loss before tax	1,030	994
Cash flow from current operations	**888**	**823**
Cash flow generation, %	**86.2%**	**82.8%**

Free cash flow per share

	2025-12-31	2024-12-31
Cash flow from current operations	886	823
Investment in tangible and intangible assets	-141	-227
Amortisation of leasing debt	-100	-106
Free cash flow	**645**	**490**
Number of shares	37,991,938	37,991,938
Free cash flow per share	**16.98**	**12.90**

Earnings per ordinary share

	2025-12-31	2024-12-31
Profit after tax attributable to the parent company's shareholders	-69	353
Dividend to preference shareholders	-14	-14
Profit attributable to the parent company's shareholders	-83	339
Number of ordinary shares at the end of the period	37,991,938	37,991,938
Earnings per ordinary share	**-2.18**	**8.93**

Definitions of key figures and explanations, cont.

Definitions: sustainability

ESG
Environmental, Social and Governance covers environmental, social responsibility and corporate governance.

Physical climate risks
Physical climate risks arise as a consequence of global warming due to increased greenhouse gas emissions. They involve an increased incidence of extreme weather but also rising sea levels, soil erosion and other similar events.

GHG Protocol
"GHG Protocol" stands for the GREENHOUSE GAS PROTOCOL and is the most widely used standard for calculating and reporting a corporate greenhouse gas emissions.

GRI
GRI stands for GLOBAL REPORTING INITIATIVE, which is an international sustainability reporting standard.

Green finance
Environmental finance with a view to contributing to a more sustainable society through green loans and green bonds, for example.

Transition risks
Transition risks, also known as transformation risks, refer to risks arising from the transition towards a more sustainable society. Transition risks are risks arising from changes in legislation, changes in demand for products and services, changes in customer behaviour or other structural changes that occur in order to make the switch to a climate-neutral economy in order to counteract global warming.

SBTi
The Science Based
Targets initiative provides a clearly defined route for companies to reduce greenhouse gas emissions. Targets are regarded as being science-based if they are in line with what the latest climate science considers necessary to fulfil the goals of the Paris Agreement: to limit global warming to 1.5 °C above pre-industrial levels. Science-based targets come from the Science-Based Targets initiative.

CSRD
The Corporate Sustainability Reporting Directive (CSRD) is an EU initiative aimed at improving and standardising companies' reporting on social and environmental issues. The Directive, which came into force in January 2023, expands the scope of companies that have to report on sustainability issues, including large companies, listed SMEs and certain non-EU companies operating in the EU. The CSRD introduces the concept of "dual materiality", which means that companies have to report both how sustainability issues affect their operations and how their operations in turn affect society and the environment.

Scope (1, 2 and 3)
Scope 1 – All direct emissions from an organisation's activities or under their control. Including on-site fuel combustion such as petrol boilers, vehicle fleet and air conditioning leakage.

Scope 2 – Indirect emissions from electricity purchased and used by the organisation. Emissions are created during energy production and gradually used by the organisation.

Scope 3 – All other indirect emissions from the organisation's activities, from sources it does not own or control. Scope 3 emissions are usually the largest share of the carbon footprint and cover emissions related to business travel, procurement, waste and water.

TCFD
TCFD stands for Taskforce on Climate-related Financial Disclosures. This is a framework for identifying companies' climate-related financial risks and opportunities.

Whistleblowers
When other channels are not appropriate, an employee who discovers or suspects irregularities or other misconduct in the Group may use Handelsbanken's special whistleblower system, where identity protection is guaranteed as far as legally possible.

Signatures

The Board and CEO herewith confirm that the parent company's annual financial statements have been prepared in accordance with the Swedish Annual Accounts Act (1995:1554) and generally accepted accounting principles in Sweden, and that the consolidated financial statements have been prepared in accordance with international financial reporting standards (IFRS) as defined in Regulation (EC) No 1606/2002 of the European Parliament and of the Council of 19 July 2002 on the application of international accounting standards, as adopted by the EU. The annual financial statements and the consolidated financial statements provide a true and fair view of the position and earnings of the parent company and the Group. The Directors' report for the parent company and the Group provides a true and fair view of the development of the operations, financial position and earnings of the parent company and the Group and describes material risks and uncertainties to which the parent company and Group companies are exposed.

The Board of Directors also issues the company's sustainability report, which has been prepared in accordance with the Swedish Annual Accounts Act and the European Sustainability Reporting Standards (ESRS).

The Board of Directors and the CEO further certify that the content of the annual financial statements, the consolidated financial statements and the sustainability report have been approved by the Board of Directors on 15 April 2026.

The consolidated statements of income and other comprehensive income and the statement of financial position and the parent company's income statement and balance sheet will be subject to approval by the Annual General Meeting on 25 May 2026.

Stockholm, 15 April 2026

Anders Mattson
CEO

Kristina Schauman
Board member

Johnny Alvarsson
Board member

Jan Samuelson
Chairman

Joakim Landholm
Board member

Birgitta Henriksson
Board member

Jakob Holm
Member of the Board

Our audit report and our assurance report for the statutory sustainability report have been submitted on 16 April 2026
Öhrlings PricewaterhouseCoopers AB

Anna Rosendal
Authorised Public Accountant Principal Accountant

Andreas Skogh
Authorised Public Accountant, co-signatory

Audit report

This is a translation of the Swedish language original. In the event of any differences between this translation and the Swedish language original, the latter shall prevail.

To the general meeting of Sdiptech AB, co. reg. no. 556672-4893

Report on the annual accounts and consolidated accounts

Opinions
We have audited the annual accounts and consolidated accounts of Sdiptech AB (publ) for the year 2025 except for the corporate governance statement and the statutory sustainability report on pages 25-34 and 36-69, respectively. The annual accounts and consolidated accounts of the company are included on pages 3-4, 7-10, 14-69 and 72-115 in this document.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of parent company as of 31 december 2025 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the group as of 31 december 2025 and their financial performance and cash flow for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU, and the Annual Accounts Act. Our opinions do not cover the corporate governance statement and the statutory sustainability report on pages 25-34 and 36-69, respectively. The statutory administration report is consistent with the other parts of the annual accounts and consolidated accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet for the parent company and the group.

Our opinions in this report on the annual accounts and consolidated accounts are consistent with the content of the additional report that has been submitted to the parent company's audit committee in accordance with the Audit Regulation (537/2014/EU) Article 11.

Basis for Opinions
We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section.

We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements. This includes that, based on the best of our knowledge and belief, no prohibited services referred to in the Audit Regulation (537/2014/EU) Article 5.1 have been provided to the audited company or, where applicable, its parent company or its controlled companies within the EU.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Our audit approach

Audit scope
We designed our audit by determining materiality and assessing the risks of material misstatement in the consolidated financial statements. In particular, we considered where the Board of Directors and the Managing Director made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the group, the accounting processes and controls, and the industry in which the group operates.

Materiality
The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall group materiality for the consolidated financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Key audit matters

Key audit matters of the audit are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts and consolidated accounts of the current period. These matters were addressed in the context of our audit of, and in forming our opinion thereon, the annual accounts and consolidated accounts as a whole, but we do not provide a separate opinion on these matters.

Valuation of goodwill and intangible assets with an indefinite useful life, including acquired intangible assets
The majority of Sdiptech's intangible assets have been acquired externally, primarily through business acquisitions, and amount to significant values in aggregate. Assets with indefinite useful lives, such as goodwill, are not amortized. Instead, an annual test is performed to determine whether the carrying values of these assets for a cash-generating unit can continue to be justified. There are a number of aspects where management's judgments and estimates regarding future outcomes are critical for the accounting in connection with acquisitions. These estimates and judgments also become important in connection with the annual impairment testing required by IFRS.

An impairment of goodwill and other intangible assets of SEK 500 million is recognized by management for other operations for the financial year 2025. Notes 13 and 14 contain further information about the Group's intangible assets as well as significant assumptions used in the impairment testing.

How our audit addressed the Key Audit Matter
Our audit has included the following procedures, among others:

- Testing of the Group's impairment testing model as well as evaluations of significant assumptions used to determine projected cash flows and discount rates in the calculation of the assets' values in use. In our evaluation, we compared data used in the impairment model with the operations' historical outcomes, the Group's forecasts, and with external data sources where possible and relevant.

- Evaluation of whether purchase price allocation analyses for the most significant acquisitions during the year meet the requirements under IFRS and have been prepared in accordance with established practice, as well as assessing whether significant assumptions used to determine the values of acquired assets are reasonable.

- Testing of note disclosures against accounting records and other financial information.

Valuation of Earn out
With respect to acquisitions made by Sdiptech, there is usually an arrangement where part of the purchase price is linked to the acquired company's financial performance over a fixed period after the acquisition. Earn-out liabilities are reported as financial liabilities at fair value at the time of acquisition and constitute significant amounts. The liability is revalued at each reporting date, and the change is reported in profit for the year. Measurement of earn-out liabilities is based on calculations and assumptions that are associated with inherent complexity.

In note 3 there are disclosures linked to earn-out liabilities and underlying valuation methodology

How our audit addressed the Key Audit Matter
- Assessed the Group's valuation model of earn-out liabilities, including key assumptions used when calculating fair value.

- Assessed management's judgements with respect to significant earnout liabilities considering for instance updated forecasts.

- Traced disclosure information to accounting records and other supporting documentation

Other information than the annual accounts and the consolidated accounts

This document also contains other information than the annual accounts and consolidated accounts and is found on pages 5-6, and11-13. This other information also contains the Remuneration report which received before the release of the Auditors' report. The Board of Directors and the Managing Director are responsible for this other information.

Our opinion on the annual accounts and consolidated accounts does not cover this other information and we do not express any form of assurance conclusion regarding this other information.

In connection with our audit of the annual accounts and consolidated accounts, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the annual accounts and consolidated accounts. In this procedure we also take into account our knowledge otherwise obtained in the audit and assess whether the information otherwise appears to be materially misstated.

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

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and consolidated accounts and that they give a fair presentation in accordance with the Annual Accounts Act and, concerning the consolidated accounts, in accordance with IFRS Accounting Standards as adopted by the EU. The Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts and consolidated accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts and consolidated accounts, The Board of Directors and the Managing Director are responsible for the assessment of the company's and the group's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is however not applied if the Board of Directors and the Managing Director intend to liquidate the company, to cease operations, or has no realistic alternative but to do so.

The Audit Committee shall, without prejudice to the Board of Directors responsibilities and tasks in general, among other things oversee the company's financial reporting process.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts and consolidated accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts and consolidated accounts.

A further description of our responsibility for the audit of the annual accounts and consolidated accounts is available on Swedish Inspectorate of Auditors' website: www.revisorsinspektionen.se/revisornsansvar. This description is part of the auditor´s report.

Report on other legal and regulatory requirements

The auditor's examination of the administration of the company and the proposed appropriations of the company's profit or loss
Opinions
In addition to our audit of the annual accounts and consolidated accounts, we have also audited the administration of the Board of Directors and the Managing Director of Sdiptech AB (publ) for the year 2025 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Basis for Opinions
We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors and the Managing Director
The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's and the group's type of operations, size and risks place on the size of the parent company's and the group' equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company's organization and the administration of the company's affairs. This includes among other things continuous assessment of the company's and the group's financial situation and ensuring that the company´s organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a reassuring manner. The Managing Director shall manage the ongoing administration according to the Board of Directors' guidelines and instructions and among other matters take measures that are necessary to fulfill the company's accounting in accordance with law and handle the management of assets in a reassuring manner.

Auditor's responsibility
Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors or the Managing Director in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

A further description of our responsibility for the audit of the administration is available on Swedish Inspectorate of Auditors' website: www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report.

The auditor's examination of the ESEF report

Opinion
In addition to our audit of the annual accounts [and consolidated accounts], we have also examined that the Board of Directors and the [Managing Director] have prepared the annual accounts [and consolidated accounts] in a format that enables uniform electronic reporting (the Esef report) pursuant to Chapter 16, Section 4 a of the Swedish Securities Market Act (2007:528) for Sdiptech AB (publ) for the financial year 2025.

Our examination and our opinion relate only to the statutory requirements.

In our opinion, the Esef report has been prepared in a format that, in all material respects, enables uniform electronic reporting.

Basis for Opinion
We have performed the examination in accordance with FAR's recommendation RevR 18 Examination of the Esef report. Our responsibility under this recommendation is described in more detail in the Auditors' responsibility section. We are independent of ABC AB (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Directors (and the Managing Director)
The Board of Directors and the Managing Director is (are) responsible for the preparation of the Esef report in accordance with the Chapter 16, Section 4 a of the Swedish Securities Market Act (2007:528), and for such internal control that the Board of Directors and the Managing Director determine is necessary to prepare the Esef report without material misstatements, whether due to fraud or error.

Auditor's responsibility
Our responsibility is to obtain reasonable assurance whether the Esef report is in all material respects prepared in a format that meets the requirements of Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), based on the procedures performed.

RevR 18 requires us to plan and execute procedures to achieve reasonable assurance that the Esef report is prepared in a format that meets these requirements.

Reasonable assurance is a high level of assurance, but it is not a guarantee that an engagement carried out according to RevR 18 and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise 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 taken on the basis of the Esef report.

The firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

The examination involves obtaining evidence, through various procedures, that the Esef report has been prepared in a format that enables uniform electronic reporting of the annual accounts [and consolidated accounts]. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement in the report, whether due to fraud or error. In carrying out this risk assessment, and in order to design audit procedures that are appropriate in the circumstances, the auditor considers those elements of internal control that are relevant to the preparation of the Esef report by the Board of Directors and the Managing Director, but not for the purpose of expressing an opinion on the effectiveness of those internal controls. The examination also includes an evaluation of the appropriateness and reasonableness of assumptions made by the Board of Directors and the Managing Director.

The procedures mainly include a validation that the Esef report has been prepared in a valid XHMTL format and a reconciliation of the Esef report with the audited annual accounts and consolidated accounts.

Furthermore, the procedures also include an assessment of whether the consolidated statement of financial performance, financial position, changes in equity, cash flow and disclosures in the Esef report have been marked with iXBRL in accordance with what follows from the Esef regulation.

The auditor's examination of the corporate governance statement
The Board of Directors is responsible for that the corporate governance statement on pages 25-34 has been prepared in accordance with the Annual Accounts Act.

Our examination of the corporate governance statement is conducted in accordance with FAR's auditing standard RevR 16 The auditor's examination of the corporate governance statement. This means that our examination of the corporate governance statement is different and substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinions.

A corporate governance statement has been prepared. Disclosures in accordance with chapter 6 section 6 the second paragraph points 2-6 of the Annual Accounts Act and chapter 7 section 31 the second paragraph the same law are consistent with the other parts of the annual accounts and consolidated accounts and are in accordance with the Annual Accounts Act

Öhrlings PricewaterhouseCoopers AB, Torsgatan 21, 113 97 Stockholm, was appointed auditor of Sdiptech AB (publ)s by the general meeting of the shareholders on the 19 May 2025 and has been the company's auditor since 18 may 2020.

Stockholm 16 April 2025

Öhrlings PricewaterhouseCoopers AB

Anna Rosendal
Authorized Public Accountant
Auditor in charge

Andreas Skogh
Authorised Public Accountant