

RŌKO

The Perpetual Owner

Second quarter 2024

22 July 2024

Financial development



MSEK	2019	2020	2021	2022	2023	H1'23	H1'24
Net sales RTM¹⁾	490	1,146	3,136	5,259	5,842	5,562	6,137
Net sales	23	614	2,083	4,316	5,614	2,782	3,066
Organic growth ²⁾	n.a.	10%	14%	12%	2%	1%	3%
o/w Currency exchange		0%	1%	4%	4%	4%	1%
EBITA RTM¹⁾	106	219	606	1,005	1,069	1,015	1,168
EBITA	-3	125	403	787	1,047	550	635
EBITA margin	22%	19%	19%	19%	18%	20%	21%
Interest-bearing net debt	345	343	798	1,552	167	987	484
Minority debt	205	368	1,155	2,186	2,440	2,274	2,396
# people at HQ	5	5	7	7	8	8	8
# of companies	5	9	16	22	24	23	26

Source: Company information

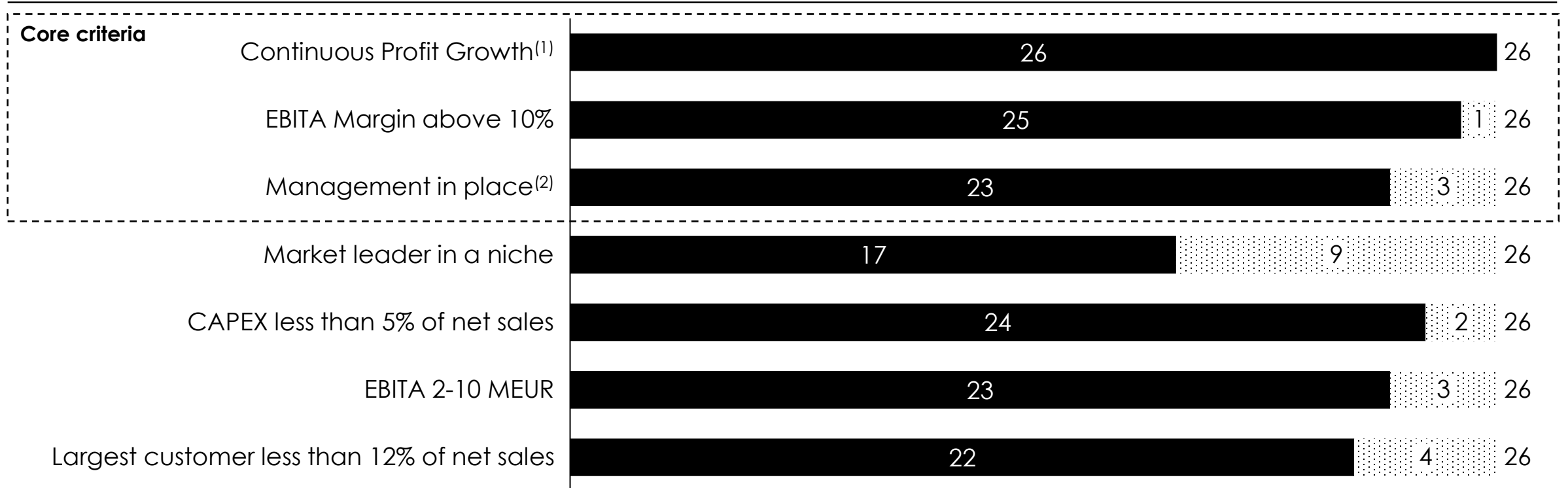
Note: 1) Based on rolling twelve months financials from management accounts for companies that were part of Röko at the end of each respective period; 2) Organic growth calculated based on IFRS numbers including currency exchange for companies included in the entire actual period and the reference period.

-
- **Röko is a sector agnostic serial acquirer with focus on**
 - High margins
 - Consecutive earnings growth
 - **Röko invests in founder-owned and family businesses**
 - **Local management remains or becomes shareholders in their companies – local ownership average 25%**

Core criteria consistently fulfilled by acquired companies



Disciplined investment criteria Yes No



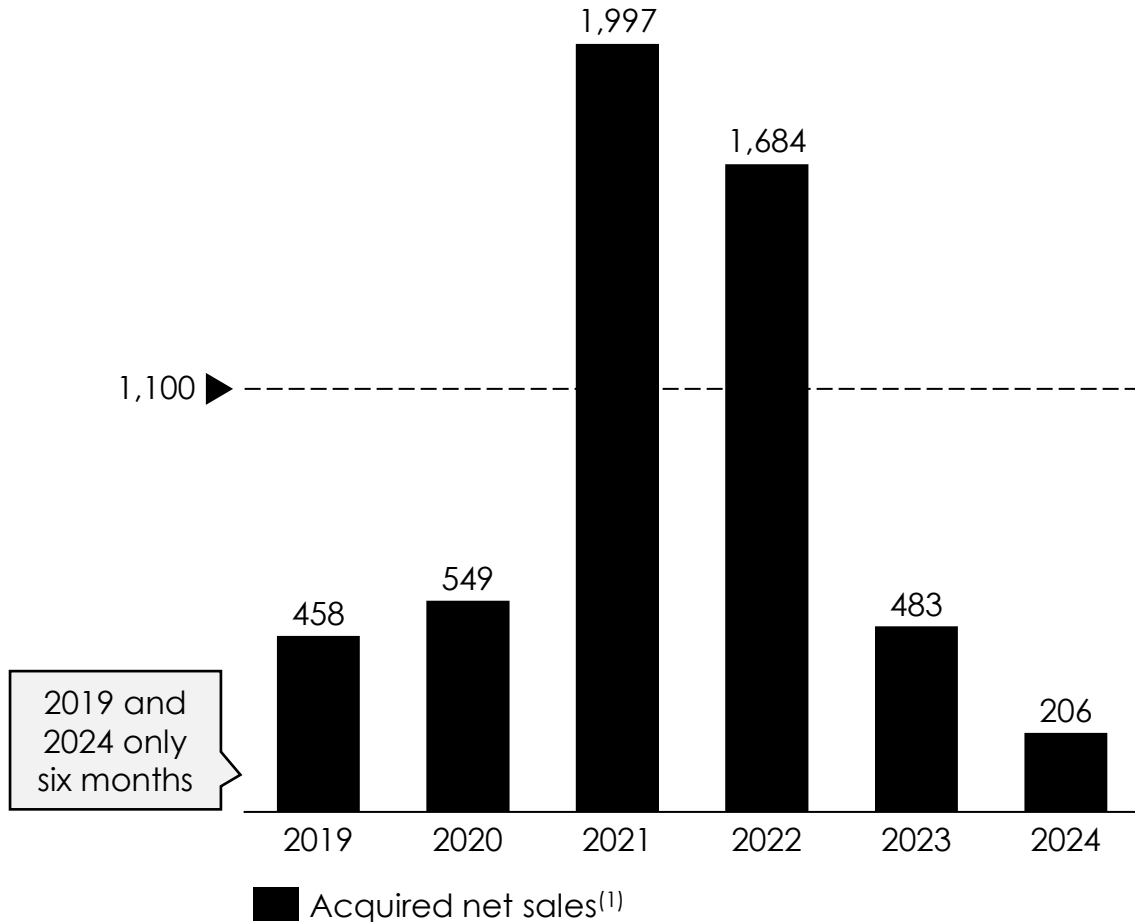
Source: Company information, based on management accounts and assessments

Note: 1) For the five-year period prior to Covid-19; 2) Second-level management shareholders in 13 of 26 companies

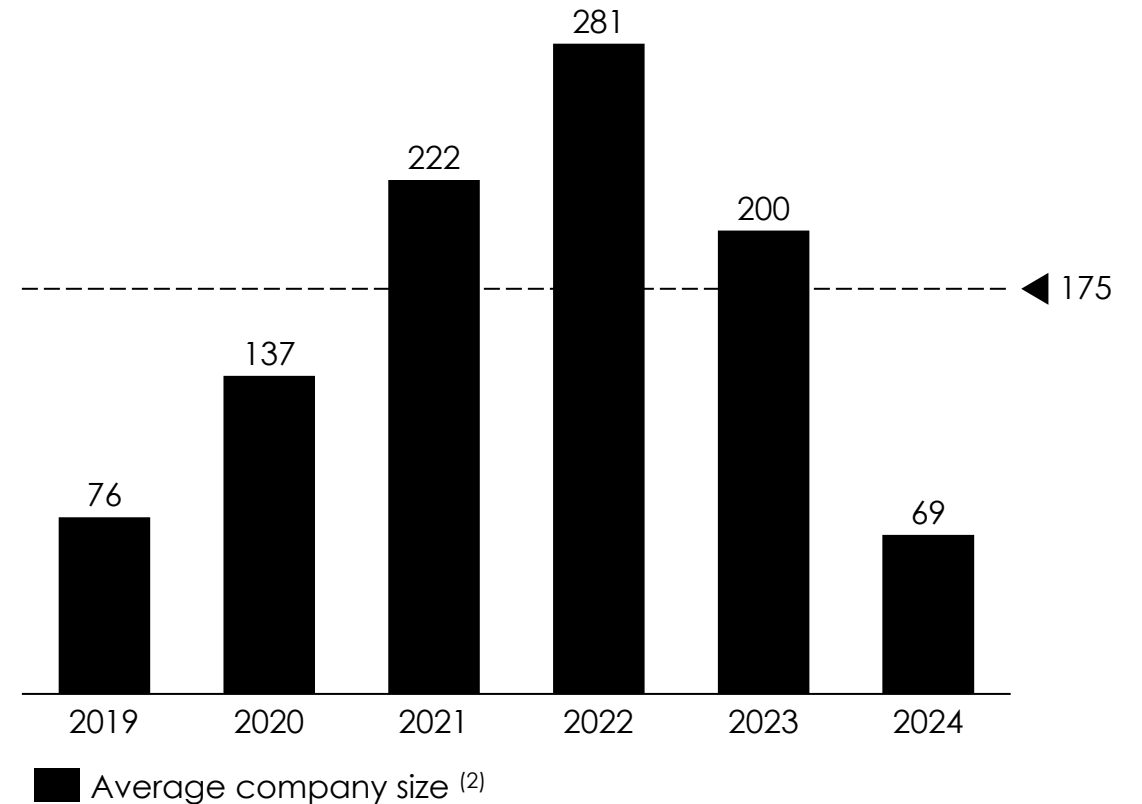
Acquisitions since June 2019



Acquired net sales per year averages 1BSEK



Acquisitions (excl. add-ons) average close to 200 MSEK in net sales⁽²⁾



Source: Company information

Note: 1) Net sales in MSEK of acquired companies per year (if companies would have been consolidated 1 Jan that year), 2) Average Net Sales per acquired company in each year in MSEK (including add-ons)

Portfolio company characteristics



Management age structure (CEO, years old) ¹⁾		Organic growth in SEK '24 ^{1,2)}		Geographies ¹⁾	
<45	8	<0%	11	UK	8
45-60	15	0-10%	6	Denmark	6
>60	3	>10%	9	Norway	4
				Sweden	4
				Netherlands	3
				Germany	1

Source: Company information

Note: 1) As of June 2024 for the YTD period; 2) Based on financials from management accounts for companies that are part of Röko currently. Calculated as Net sales during the period January 1 to June 30 2024 compared to the same period in 2023

Key investment highlights

- **Highly experienced acquisitive management team**
- **Stringent investment criteria safeguarding quality investments**
- **Perpetual ownership and decentralised structure is very attractive to private family businesses**
- **The diversified portfolio of European companies creates a very resilient business model**
- **Continuous profit growth with high double-digit EBITA margins**

Appendix

Financial targets



Growth	<ul style="list-style-type: none">• Achieve EBITA growth each year (excluding the impact of acquisitions)
Profitability	<ul style="list-style-type: none">• EBITA margin of more than 15%
Capital structure	<ul style="list-style-type: none">• Net debt¹⁾ in relation to EBITDA RTM²⁾ should be below 3.0x. The net debt may temporarily exceed the target as a result of acquisitions
Dividend policy	<ul style="list-style-type: none">• Distribute 0-20% of net profit for the year as dividend to shareholders• The AGM decided to not pay out a dividend for the fiscal year 2023 (in 2024)

Source: Company information

Note: 1) Including minority debt; 2) Based on rolling twelve months financials from management accounts for companies that are part of Röko at the end of the period

Cash flow and capital efficiency



Cash flow from operations and cash conversion

SEKm	H1 23	H1 24
Operating cash flow less CAPEX	400	527
Adj. EBITA	550	635
Cash conversion¹⁾	73%	83%

Capital employed and ROCE

SEKm	H1 23	H1 24
Equity	4,926	5,393
Interest-bearing debt	2,029	718
Leasing	534	431
Put/call debt for non-controlling shares and earn-out debt	2,274	2,396
(-) Cash and cash equivalents	-1,042	-234
Capital employed	8,722	8,704
Average capital employed	8,333	8,368
LTM Adj. EBITA	988	1,131
ROCE, %²⁾	11%	13%
ROCE (excl. Goodwill), %³⁾	127%	167%

Source: Company information

Note: 1) Cash Conversion = Operating cash flow (post-net CAPEX) / Adj. EBITA; 2) ROCE = LTM EBITA / Average capital employed. 3) Total Capital employed less Goodwill, customer relations and trademarks from acquisitions

KPIs



SEKm	YTD 2023	YTD 2024	Change
Net sales	2,782	3,066	10%
Net sales RTM ¹⁾	5,562	6,137	10%
Adj. EBITA	550	635	15%
Adj. EBITA margin, %	20%	21%	+1 p.p
Adj. EBITA RTM ¹⁾	1,015	1,168	15%
Adj. EBITA RTM ¹⁾ margin, %	18%	19%	+1 p.p
Adj. EBITDA	617	707	15%
Adj. EBITDA margin, %	22%	23%	+1 p.p
Capital employed	8,720	8,640	4%
Return on capital employed, %	12%	14%	+2 p.p
Return on equity, %	13%	13%	-
Financial net debt ²⁾	3,261	2,880	-12%
Interest-bearing net debt	987	484	-51%
Financial net debt ²⁾ /EBITDA RTM ¹⁾	2.8x	2.2x	-0.6x
Interest-bearing net debt/EBITDA RTM	0.9x	0.4x	-0.5x
Equity/assets ratio	44%	51%	7 p.p
Number of employees, end of the period	1,345	1,468	14%

Source: Company information

Note: 1) Based on rolling twelve months financials from management accounts for companies that were part of Röko at the end of each respective period; 2) Including minority debt

Profit and loss statement



SEKm	Full-year					H1	1
	2019	2020	2021	2022	2023	2023	2024
Net sales	23	614	2,083	4,316	5,614	2,782	3,066
Cost of goods and services sold	-15	-310	-1,293	-2,668	-3,343	-1,655	-1,727
Gross profit	8	304	790	1,648	2,271	1,127	1,339
Sales and marketing expenses	-5	-109	-203	-474	-634	-298	-361
Administrative expenses	-4	-98	-248	-482	-714	-336	-398
Other operating income and expenses	-9	-8	-28	-80	-103	-55	-66
Operating profit	-11	89	312	612	821	438	514
Net interest on interest-bearing net debt	-1	-6	-13	-41	-72	-64	-20
Net other financial items	0	-9	-13	-18	-32	-11	-9
Profit before tax	-12	74	286	554	716	364	485
Tax	0	-18	-68	-168	-175	-86	-102
Net profit for the period	-12	56	217	386	541	278	383

Balance sheet



SEKm	December					June
	2019	2020	2021	2022	2023	2024
ASSETS						
Fixed assets						
Intangible assets	955	1,506	3,984	7 339	7,481	7,910
Tangible assets	197	251	506	747	697	691
Other long-term securities and receivables	1	4	14	45	38	35
Total non-current assets	1,152	1,761	4,504	8 131	8,216	8,636
Current assets						
Inventories	36	86	424	843	874	926
Current receivables	63	146	467	674	785	831
Cash and cash equivalents	112	192	290	558	744	234
Total current assets	211	424	1,180	2 075	2,403	1,992
TOTAL ASSETS	1,363	2,186	5,684	10,206	10,619	10,628

SEKm	December					June
	2019	2020	2021	2022	2023	2024
EQUITY AND LIABILITIES						
Equity						
Equity attributable to Röko's shareholders	350	719	1,991	3,653	4,942	5,393
Total equity	350	719	1,991	3,653	4,942	5,393
Non-current liabilities						
Long-term borrowings incl. leasing liabilities	384	160	285	460	416	360
Other long-term liabilities, put/call- and earn-out debt	191	368	1,050	2 034	2,346	2,259
Deferred tax liability	93	146	365	749	742	776
Other long-term provisions	0	0	1	4	3	6
Total non-current liabilities	668	675	1,702	3 247	3,507	3,402
Current liabilities						
Short-term borrowings incl. leasing liabilities	231	538	1,118	2 202	977	789
Other short-term liabilities, put/call- and earn-out debt	22	122	382	321	276	289
Other short-term liabilities	92	133	492	782	916	755
Total current liabilities	345	792	1,992	3 305	2,169	1,833
TOTAL EQUITY AND LIABILITIES	1,363	2,186	5,684	10,206	10,619	10,628

Source: Company information

Cash flow statement



SEKm	Full-year					H1	H1
	2019	2020	2021	2022	2023	2023	2024
Operating activities							
Operating profit	-11	89	312	612	821	438	514
Adjustment for non-cash items	2	44	107	262	358	173	191
Net financial items	-1	-14	-26	-67	-106	-62	-31
Paid tax	0	-40	-86	-189	-224	-110	-120
Cash flow from operating activities before changes in working capital	-10	79	307	618	848	439	554
Cash flow from changes in working capital							
Change in inventory	-4	-10	-16	-84	75	38	16
Change in current assets	7	-8	-62	11	0	48	-19
Change in current liabilities	6	1	19	-30	9	-97	2
Cash flow from operating activities	-1	62	248	515	932	429	554
Investing activities							
Acquisitions	-694	-365	-1,735	-2 435	-337	-300	-463
Investments in intangible assets	0	-1	-2	-1	-17	-16	-8
Investments in tangible assets	0	-14	-51	-49	-62	-29	-27
Cash flow from investing activities	-695	-381	-1,788	-2 486	-416	-344	-499
Financing activities							
Shareholder contribution	360	334	1,140	1 421	1,189	886	-
New loans with credit institutions	448	124	625	1 187	1	-	717
Repayment of loans	-2	-59	-83	-242	-1,267	-181	-949
Payments debt call- and put option	0	0	-49	-9	-182	-117	-87
Other financing activities	0	0	0	-125	-74	-213	-259
Cash flow from financing activities	807	399	1,632	2 231	-334	375	-577
Cash flow for the period	112	80	93	260	183	460	-522
Cash and cash equivalents at the beginning of the period	0	112	192	290	558	558	744
Translation differences	0	0	5	8	3	24	12
Cash and cash equivalents at the end of the period	112	192	290	558	744	1,042	234

Source: Company information

Acquisitions since 2019



Year	Company	Description	Segment	Country	Net Sales	Acquired net assets ⁽¹⁾
2019	Arboritec	Manufacturer of floor finishes	B2B	Sweden	30 MSEK	849
	Hot Screen	Heat transfer (textile printing) manufacturer	B2B	Sweden	94 MSEK	
	Addedo	VAR and consultant focused on consolidation software	B2B	Sweden	97 MSEK	
	Synteko	Add-on for Arboritec	B2B	Sweden	10 MSEK	
	Bilomsetningen i Arendal	Original spare parts reseller for auto work shops	B2B	Norway	106 MNOK	
	Befhs Beauty	Chain of beauty clinics and shops focused on skincare	B2C	Norway	90 MNOK	
2020	Lundberg Tech	Manufacturer and supplier of vacuum waste handling systems	B2B	Denmark	76 MDKK	657
	Oppigårds Bryggeri	Leading independent craft brewery	B2C	Sweden	70 MSEK	
	Dan-Form	Furniture designer focused on chairs	B2C	Denmark	102 MDKK	
	Sixty Stores	Group of e-com businesses in Home & Garden	B2C	UK	21 MGBP	
2021	Ekstralys	E-com business in vehicle lighting	B2B	Norway	81 MNOK	2,490
	Renovotec	Provider of rugged hardware, software & enterprise mobility	B2B	UK	22 MGBP	
	Rocket Medical	Designer and manufacturer of single-use medical devices	B2B	UK	26 MGBP	
	Golf Experten	Leading distributor of golf equipment	B2C	Denmark	133 MDKK	
	Les Deux	Menswear fashion brand	B2C	Denmark	134 MDKK	
	Wifi Gear	Add-on for Renovotec	B2B	UK	4 MGBP	
	Jade Solutions	Add-on for Renovotec	B2B	UK	13 MGBP	
	4x4	Leading independent supplier of 4x4 accessories	B2B	UK	23 MGBP	
Smit Visual	Designer and manufacturer of writing boards	B2B	Netherlands	17 MEUR		

Source: Company information

Note: Net sales at the point of acquisition. 1) Acquired net assets let cash, for each year.

Acquisitions since 2019



Year	Company	Description	Segment	Country	Net Sales	Acquired net assets ⁽¹⁾
2022	Brownell	Reseller specialised in refurbishment of IT hardware.	B2B	UK	9 MGBP	3,064
	ETB Technologies	Developer of humidity and moisture protection products.	B2B	UK	15 MGBP	
	Dorsey	Supplier of niched brickwork building materials and sundries	B2B	UK	20 MGBP	
	TECCON	Developer of high-quality electrician products	B2B	Norway	433 MNOK	
	Silk-ka	Market leader in high-quality artificial flowers and plants	B2C	Netherlands	16 MEUR	
	AJAT Group	Designer and manufacturer of uniforms and student products	B2C	Denmark	225 MDKK	
2023	Godiva	Distributor of bearings and spare parts	B2B	UK	20 MGBP	591
	Snowminds	Provider of ski instructor trainings	B2C	Denmark	64 MDKK	
	Skywire	Add-on for Renovotec	B2B	Australia	18 MAUD	
2024	Baymax	Producer of cleaning products	B2B	Netherlands	9 MEUR	356
	Snowlife	Add-on for Snowminds	B2C	Netherlands	2 MEUR	
	ATEMAG	Developer of CNC aggregates	B2B	Germany	7 MEUR	

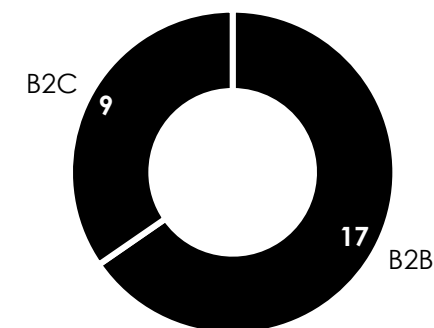
Overview of acquisitions



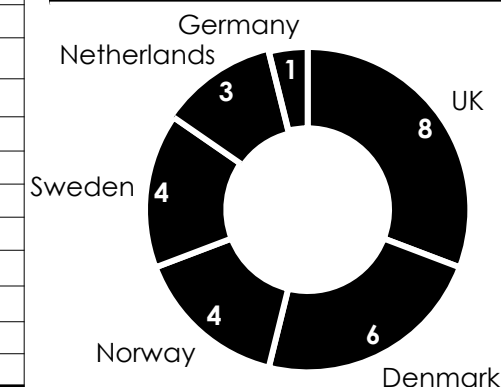
Röko has made 25 platform acquisitions to date

Year	Company	Description	Business area	Country	Ownership ¹⁾	Net sales at acquisition ²⁾
H2 2019	Arboritec ³⁾	Varnish and floor maintenance products	B2B	Sweden	96%	SEK 30m
H2 2019	Hot Screen	Heat transfers to work- and sportswear	B2B	Sweden	58%	SEK 94m
H2 2019	Addedo	Software reseller and finance consulting	B2B	Sweden	60%	SEK 97m
H2 2019	Bilomsetningen	Spare parts reseller for auto-repair shops	B2B	Norway	77%	NOK 106m
H2 2019	Beth's Beauty	Skincare retail and clinics	B2C	Norway	65%	NOK 90m
H2 2020	Lundberg Tech	Waste handling systems developer	B2B	Denmark	85%	DKK 76m
H2 2020	Oppigårds	Independent craft brewery	B2C	Sweden	70%	SEK 70m
H2 2020	Dan-Form	Furniture design	B2C	Denmark	70%	DKK 102m
H2 2020	Sixty Stores	Multi-channel e-commerce retailer	B2C	UK	60%	GBP 23m
H1 2021	Ekstralys	E-commerce platform for vehicle lighting ⁴⁾	B2B	Norway	60%	NOK 81m
H1 2021	Renovotec ^{5,6)}	Rugged hardware distribution	B2B	UK	75%	GBP 22m
H1 2021	Rocket Medical	Single-use medical devices	B2B	UK	79%	GBP 26m
H2 2021	Les Deux	Menswear fashion brand	B2C	Denmark	60%	DKK 133m
H2 2021	Golf Experten	Golf equipment retailer	B2C	Denmark	80%	DKK 134m
H2 2021	4x4 A&T	Supplier of accessories for 4x4 pickups	B2B	UK	78%	GBP 23m
H2 2021	Smit Visual	Whiteboard manufacturer	B2B	Netherlands	75%	EUR 17m
H1 2022	Brownell	Humidity and moisture products	B2B	UK	70%	GBP 9m
H1 2022	ETB Tech.	IT hardware refurbishment	B2B	UK	65%	GBP 15m
H1 2022	Dorsey	Supplier of niche construction accessories	B2B	UK	80%	GBP 20m
H2 2022	TECCON	Manufacturer of electrician products	B2B	Norway	85%	NOK 433m
H2 2022	Silk-Ka	Design and distribution of artificial flowers	B2C	Netherlands	80%	EUR 15m
H2 2022	AJAT	Uniforms and student products	B2C	Denmark	70%	DKK 230m
H1 2023	Godiva	Distributor of bearings and spare parts	B2B	UK	75%	GBP 20m
H2 2023	Snowminds ⁷⁾	Provider of ski instructor trainings	B2C	Denmark	60%	DKK 64m
H1 2024	Baymax	Producer of cleaning products	B2B	Netherlands	85%	EUR 9m
H1 2024	ATEMAG	Developer of CNC aggregates	B2B	Germany	95%	EUR 7m

Segment split – no. of Companies



Country split – no. of Companies



Source: Company information

Note: 1) Current ownership; 2) Net sales LFY from the acquisition date (reporting currency); 3) Arboritec acquired a majority stake in Synteko in November 2019; 4) Ekstralys mainly sells to business customers, with 2/3 of revenue from wholesale; 5) Renovotec acquired 100% of the shares in WiFiGear in August 2021 and Jade Solutions in January 2022; 6) Renovotec acquired 80% of Skywire in December 2023; 7) Snowminds acquired 100% of Snowlife in May 2024

Board of Directors – all Directors are shareholders in Röko



Tomas Billing

Chairman and co-founder

Previous experience: CEO Nordstjernan, CEO Hufvudstaden, Chairman NCC. Education: MSc in Business Administration (SSE), Scholarship to Luther College, USA, Other engagements: Co-owner and board member Hjertmans group. Board member Centrum För Rättvisa and Hilma af Klint Foundation

Fredrik Karlsson

CEO and co-founder

Previous experience: CEO Lifco, CEO Mercatura. Education: MSc in Engineering Physics (KTH), MSc in Business Administration (SSE). Other engagements: Co-owner and board member Hjertmans group. Board member German-Swedish Chamber of Commerce

Lilian Fossum Biner

Board member

Previous experience: Chairman of Cloetta and board member of Nobia, Oriflame and Thule. Education: MSc from SSE. Other engagements: Board member of Alfa Laval, a-connect, Givaudan, L E Lundbergföretagen and Pandora A/S

Angela Langemar Olsson

Board member

Previous experience: Investment Director of Nordstjernan. CFO of Nordstjernan. Board member of Bonava, Etac and SunParadise. Education: MSc from SSE. Other engagements: CFO of Bonnier Group. Board member of NCC, Adlibris and Bonnier Books

Peter Sterky

Board member

Previous experience: CFO and COO Spotify, CFO Pharmadule, Board member Trift Capital and GLD Holding. Education: MSc from Chalmers University of Technology. Other engagements: CEO and CIO of Trift Capital

The Röko team – all full-time employees are shareholders in Röko



	Previous experience	Education	Type	Started
Tomas Billing ¹⁾ <i>Chairman and co-founder</i>	CEO Nordstjernan, CEO Hufvudstaden, Chairman NCC	MSc in Business Administration (SSE), Scholarship to Luther College, USA	Full-time assignment	2019
Fredrik Karlsson ²⁾ <i>CEO and co-founder</i>	CEO Lifco, CEO Mercatura	MSc in Engineering Physics (KTH), MSc in Business Administration (SSE)	Full-time employment	2019
Johan Bladh ³⁾ <i>Deputy CEO, CFO and B2C area manager</i>	Bridgepoint, BC Partners, Altor	BSc in Accounting and Finance (SSE)	Full-time employment	2019
Anders Nordby <i>Investment Manager Norway and UK, B2B area manager</i>	Director at Saga Corporate Finance (M&A)	MSc in International Banking and Finance (Strathclyde)	Full-time employment	2019
Petter Blichfeldt <i>Investment Analyst Finland and Baltics</i>	Öhman Fonder, Tapwell	BSc in Business and Economics (Lund University)	Full-time employment	2021
Douglas Kressner <i>Group Financial Controller</i>	Öhman Fonder, Swedish Match	BSc in Business and Economics (SSE)	Full-time employment	2022
Fabian Speiser <i>Investment Manager DACH and Italy</i>	Porterhouse Group, Deutsche Bank	MSc in Management (WHU)	Full-time employment	2022
Arvid Runéus <i>Investment Manager France and Benelux</i>	Oppigårds Bryggeri, McKinsey & Co, Mannheimer Swartling	LL.M. (Lund University)	Full-time employment	2023
Gunnar Samuelsson <i>IFRS Expert</i>	CFO Lifco	MSc in Accounting (Uppsala University)	Consultant	2020
Andreas Larsson <i>Investor Relations</i>	Senior IR Officer, Nordea	BSc in Business Administration (SSE)	Consultant	2022

Source: Company information

Note: 1) Tomas Billing's other engagements include: Co-owner and board member Hjertmans group. Board member Centrum För Rättvisa and Hilma af Klint Foundation; 2) Fredrik Karlsson's other engagements include: Co-owner and board member Hjertmans group. Board member German-Swedish Chamber of Commerce; 3) Johan Bladh's other engagements include: Board member Chimi Eyewear

Ownership structure

The A/B-share structure will remain at IPO

RÖKO

Overview of Röko's largest shareholders and management's shareholdings

Person / Company	Commitment (SEKm)	Number of A ¹⁾ shares	Number of B shares	Share of A shares	Share of B shares	Share of votes
Trift Capital II Limited	504	0	1,359,751	0%	11%	3%
AEMG Capital Förvaltnings AB	420	0	1,133,126	0%	9%	3%
Santhe Dahl Invest AB	291	0	787,500	0%	6%	2%
Gjusböte AB (Fredrik Karlsson)	126	1,052,000	343,337	39%	3%	28%
Smöla AB (Tomas Billing)	126	1,052,000	343,337	39%	3%	28%
Smalandiis AB (Johan Bladh)	5	404,000	13,597	15%	0%	10%
Anord AS (Anders Nordby)	3	188,000	9,065	7%	0%	5%
Investors that own >5% and management	1,475	2,696,000	3,989,713	100%	33%	79%
Other investors	3,038	0	8,146,787	0%	67%	21%
Total	4,513	2,696,000	12,136,500	100%	100%	100%

 Management

Source: Company information

Note: 1) Shares of class A are each carrying ten (10) votes per share and shares of class B are each carrying one (1) vote per share

Disclaimer



The Manager have not conducted any independent review or verification of the information in the Presentation and although efforts have been made to accurately describe Röko, the Manager disclaims any and all liability for the content being correct, accurate and complete. In addition to information provided in the Presentation, the Manager also disclaims any and all liability for oral and written information that a potential investor may be provided with by the Company. The Manager also disclaims any and all liability for direct and indirect consequences resulting from decisions which are wholly or partly based on information in the Presentation.

Statements in this Presentation, including those regarding the Company's and its industry's possible or assumed future, the Company's business strategies, its expansion and growth of operations, future events, objectives, trend projections and expectations, or other performance of the Company or its industry, constitute forward-looking statements. By their nature, forward-looking statements involve known and unknown risks, contingencies, uncertainties, assumptions and other factors as they relate to events and depend on circumstances that will or may occur in the future, whether or not outside the control of the Company. No assurance is given that such forward-looking statements will prove to be correct. Prospective investors should not place undue reliance on forward-looking statements. They speak only as at the date of this Presentation and neither the Company nor the Manager undertakes any obligation to update these forward-looking statements. Past performance does not guarantee or predict future performance. Moreover, neither the Company nor the Manager undertakes any obligation to review, update or confirm expectations or estimates or to release any revisions to any forward-looking statements to reflect events that occur or circumstances that arise in relation to the content of this Presentation. The Company and the Manager expressly disclaim any liability whatsoever for such forward-looking statements.

This Presentation as well as any other information provided by or on behalf of Röko in connection herewith shall be governed by Swedish law. The courts of Sweden, with the District Court of Stockholm as the first instance, shall have exclusive jurisdiction to settle any conflict or dispute arising out of or in connection with this Presentation or related matters.

RŌKO

The Perpetual Owner