

Annual Financial Report
FY 2025
Avonova BidCo AB (publ)

Avonova 2025 highlights

Key financials

Figures in MSEK	FY 2025	FY 2024	vs
Revenue	1 722.1	1 720.2	1.9
Revenue growth %	0.1%		
Management Adj EBITDA	122.1	24.7	97.4
Adj EBITDA margin %	7.1%	1.4%	5.7%
EBITDA Adjustments	53.3	81.0	-27.7
ARR	438	358	80.0
ARR growth %	22.3%		

Management adjusted EBITDA FY 2025 amounted to SEK 122.1 million (24.7)

FY 2025 management adjusted EBITDA includes adjustments of SEK 53.3 million (81.0). The majority of the adjustments relate to the reshaped operating model for the Group.

For performance measures definitions, please see Notes



CEO comments

2025 has been a year of disciplined execution and structural repositioning for Avonova. Following the strategic review initiated in late 2023, our focus throughout 2024 and 2025 has been to strengthen the operational platform, improve profitability, and position the Group for scalable, long-term growth. The progress achieved during the year reflects the successful implementation of these priorities.

The underlying market for occupational healthcare in the Nordics remains stable and resilient. Demand continues to be driven by regulatory requirements, increasing focus on workplace wellbeing, and a structural shift towards preventive and psychosocial services. At the same time, we observe a growing preference for deep expertise, full-service providers, supporting Avonova's positioning as a leading integrated platform.

Operationally, 2025 represents a clear step-up in performance. Through the continued implementation of the Smart Delivery program and associated efficiency initiatives, we have improved utilisation, addressed revenue leakage, and streamlined the cost base. This has also increased customer interventions over video and AI-augmented intervention notes, appreciated by customers. These actions have contributed to improved profitability, with adjusted EBITDA reaching SEK 122.1 million, corresponding to a margin of 7.1%. While revenue growth has been moderate, this reflects a deliberate prioritisation of operational improvements and portfolio optimisation.

A central element of our strategy has been the development of our Solutions offering, which continues to act as both a growth engine and a strategic entry point into new customer segments. The Solutions business has delivered strong ARR development and high retention, while also supporting the broader ecosystem by driving incremental demand into the Health business.

Within Health, performance has been characterised by stable revenues, increasing revenue per customer, and continued improvements in gross margin driven by rightsizing and digitalisation. Our customer base remains highly diversified with low concentration and strong retention, providing a resilient revenue foundation. At the same time, we have seen some softness in discretionary services, particularly in Sweden, reflecting broader macroeconomic caution among customers.

Strategically, Avonova is today a fundamentally stronger company than two years ago. We operate a leading Nordic platform with approximately 17 000 customers, a broad service offering with leading experts in every area, and a scalable digital infrastructure supporting both delivery and data-driven insights. Our integrated model—combining physical healthcare delivery with digital solutions—positions us well to capture both compliance-driven demand and the growing market for value-adding services.





Looking ahead, we enter 2026 with a strengthened foundation. The transformation program is largely complete, the cost base has been structurally improved, and we are increasing investments in commercial capabilities to support renewed growth. The FY26 plan reflects this, with expected revenue growth supported by indexation, improved sales capacity, and reduced revenue leakage, alongside further margin expansion driven by higher utilisation and operating leverage.

While execution risks remain—particularly related to achieving targeted utilisation improvements and accelerating commercial momentum—we are confident in the direction of travel. The combination of a resilient market, a strengthened operating model, and a scalable platform provides a solid basis for continued value creation.

In summary, 2025 has been a year of transformation and consolidation. We have prioritised building a more efficient, scalable, and strategically focused business. With these foundations in place, Avonova is well positioned to deliver sustainable growth and improved profitability in the years ahead.



Significant events during the year

During 2025, Avonova continued the implementation of the Smart Delivery model, including the centralisation of administrative functions and enhancements to booking and scheduling capabilities. These initiatives were aimed at improving utilisation and operational efficiency across the Group, primarily within the Health segment.

In parallel, Avonova continued the rightsizing program, adjusting the organisational structure and cost base to better align with activity levels and support improved profitability.

During the year, Avonova also progressed the expansion of its Solutions offering, both in terms of services and by continued conversion of smaller Health customers to subscription-based services, supporting a more scalable and recurring revenue model.

The Group strengthened its capital structure during the year by refinancing its existing bank facilities and outstanding COVID-related liabilities through the issuance of a SEK 500 million bond. The transaction simplified the financing structure, extended debt maturity, and increased financial flexibility, positioning the Group to support ongoing operations and future growth initiatives.

In addition, the company executed a share capital increase from SEK 50 thousand to SEK 500 thousand. The transaction did not generate any new cash inflow but reflects a reclassification within equity.

The Group also invested in its digital platform and data infrastructure to strengthen analytics capabilities and support future commercial development.

Significant events after the year end

In January 2026, Avonova completed the acquisition of BHT Bergen, a well-established, locally anchored occupational healthcare provider in Western Norway focused on the SME segment. The acquisition enables BHT Bergen's customers to access Avonova's broader service offering, including its subscription-based digital services package, Avonova Assist.

In March 2026, Avonova completed the acquisition of Hemis, a regional occupational healthcare provider in northern Norway with a strong local presence and established customer relationships across both public and private segments. The acquisition strengthens Avonova's geographic footprint and market position in Norway, while providing Hemis' customers access to Avonova's broader and more scalable service offering, including digital solutions.



Financial overview, FY 2025

Revenues

Total operating income increased by 0.1% to SEK 1 722.1 million (1 720.2). The development reflects broadly stable underlying activity year-on-year, with modest top-line growth despite continued transformation initiatives and organisational adjustments.

Operating profit

Operating loss improved significantly to SEK -78.8 million (-209.4), corresponding to an EBIT margin of -4.6% (-12.2%). The improvement was primarily driven by stronger gross margins and cost control measures, including lower cost of goods sold and stable operating expenses.

Financial items

Net financial expenses amounted to SEK -42.1 million (-38.0), reflecting higher interest and factoring costs following the refinancing and full-year factoring arrangement, partly offset by other financial effects.

Tax

Tax expense for the year amounted to SEK 0.0 million (-34.6), reflecting the continued negative earnings position and recognition of deferred tax effects in the prior year.

Profit/loss for the year

Loss for the year improved materially to SEK -120.9 million (-282.0), driven by the significant improvement in operating performance despite higher net financial expenses.



Cash flow and financial position

Cash and cash equivalents increased to SEK 120.2 million (28.1), reflecting improved liquidity following the refinancing activities completed during the year.

Total assets amounted to SEK 670.4 million (837.3), primarily reflecting lower intangible assets and lower receivables, including a reduction in intercompany receivables compared with the prior year.

Total equity remained negative at SEK -443.9 million (-355.1), driven by accumulated losses.

Total liabilities decreased to SEK 1,114.3 million (1,192.4). The liability structure changed materially during the year, with long-term liabilities increasing to SEK 480.8 million (0.5), reflecting the refinancing of existing bank debt and other obligations. Current liabilities decreased to SEK 633.5 million (1,191.8), corresponding to a reduction of SEK 558.3 million, primarily driven by lower VAT and social security payable and lower other current liabilities, partly offset by higher intercompany payables and prepayments from customers.

Employees

The number of full-time employees was 1 095 at the end of 2025 compared with approximately 1 187 at the end of 2024.

Bond Covenants

Liquidity: Liquidity shall be at least SEK 50.0 million at each Reference Date. Liquidity as of December 31, 2025 was SEK 170.2 million, comprising cash and cash equivalents of SEK 120.2 million and available undrawn committed credit facilities of SEK 50.0 million.

Leverage: Net Interest Bearing Debt / EBITDA, calculated in accordance with the bond terms, shall be lower than 5.00. First reporting is due for Q1 2026.

Restricted Payments

No dividend will be proposed or paid. Under the terms and conditions of the Group's outstanding bond, distributions to shareholders are subject to restrictions. The Group remains fully compliant with these restrictions and currently intends to preserve available funds to support operations, liquidity and financial stability.



Condensed income statement

Amounts in MSEK	Jan-Dec 2025	Jan-Dec 2024	2025 vs 2024
Sales revenues	1 678.0	1 655.6	22.3
Other operating income	44.1	64.5	-20.4
Total operating income	1 722.1	1 720.2	1.9
Cost of goods sold	-268.1	-290.2	22.2
Payroll costs	-995.4	-1 091.5	96.1
Other operating expenses	-406.3	-404.1	-2.1
Depreciation of tangible and intangible assets	-131.2	-143.7	12.5
Total operating expenses	-1 800.9	-1 929.6	128.6
Operating profit/loss	-78.8	-209.4	130.6
Net financial expenses	-42.1	-38.0	-4.1
Profit before tax	-120.9	-247.4	126.5
Tax on the year's profit	0.0	-34.6	34.6
Profit for the period	-120.9	-282.0	161.1



Condensed consolidated balance sheet

ASSETS (Amounts in MSEK)	Dec 31. 2025	Dec 31. 2024
Balanced expenses	67.2	72.4
Goodwill	231.2	307.1
Total intangible assets	298.3	379.5
Investments	143.7	156.2
Depreciation	-132.7	-128.5
Total tangible fixed assets	11.0	27.7
Investments in shares and participations	0.2	0.2
Deferred tax asset	1.6	4.3
Other long-term receivables	2.0	1.2
Total financial fixed assets	3.8	5.7
TOTAL NON-CURRENT ASSETS	313.1	413.0
Trade receivables	147.2	116.4
Intercompany Receivables	4.5	186.0
Corporate tax	9.3	13.9
Other current receivables	76.0	79.9
Total receivables	237.1	396.3
Bank deposits, cash, etc.	120.2	28.1
TOTAL CURRENT ASSETS	357.3	424.4
TOTAL ASSETS	670.4	837.3



EQUITY & LIABILITIES (Amounts in MSEK)	Dec 31. 2025	Dec 31. 2024
Equity attributable to owners of the parent	-442.1	-354.7
Non-controlling interests	-1.9	-0.3
TOTAL EQUITY	-443.9	-355.1
Other long-term liabilities	480.8	0.5
Total other long-term liabilities	480.8	0.5
Trade payables	49.6	62.4
Intercompany Payables	186.7	52.4
Prepayment from customer	199.7	158.3
VAT & Social security payable	72.7	326.1
Other current liabilities	124.8	592.6
Total current liabilities	633.5	1 191.8
TOTAL LIABILITIES	1 114.3	1 192.4
TOTAL EQUITY AND LIABILITIES	670.4	837.3



Consolidated statement of cash flow

Amounts in MSEK	Jan-Dec 2025	Jan-Dec 2024
Operating profit/loss	-78.8	-209.4
Adjustments for non-cash items	131.2	143.7
Net interest	-42.1	-38.0
Taxes paid	0	0
Change in NWC	-105.7	16.2
Net Cash Flow from Operations	-95.5	-87.5
Investments in property, plant and equipment	-31.1	-48.3
Net Cash Flow from Investing Activities	-31.1	-48.3
Drawdown / repayment of RCF	0	0
Issuance / repayment of debt	218.7	38.9
Net Cash Flow from financing activities	218.7	38.9
Net Cash Flow	92.1	-97.0
Cash OB	28.1	125.1
Cash CB	120.2	28.1



Condensed Parent Company income statement

Amounts in MSEK	Jan-Dec 2025	Jan-Dec 2024
Sales revenues	0.0	0.0
Other operating income	0.0	0.0
Total operating income	0.0	0.0
Cost of goods sold	0.0	0.0
Payroll costs	0.0	0.0
Other operating expenses	-2.9	-8.7
Depreciation of tangible and intangible assets	0.0	0.0
Total operating expenses	-2.9	-8.7
Operating profit/loss	-2.9	-8.7
Net financial expenses	-33.4	-13.4
Profit before tax	-36.2	-22.0
Received Group contribution	32.5	0.0
Tax on the year's profit	0.0	0.0
Profit for the period	-3.8	-22.0



Condensed Parent Company Balance Sheet

ASSETS (Amounts in MSEK)	Dec 31. 2025	Dec 31. 2024
Balanced expenses	0.0	0.0
Goodwill	0.0	0.0
Total intangible assets	0.0	0.0
Investments	0.0	0.0
Depreciation	0.0	0.0
Total tangible fixed assets	0.0	0.0
Shares in group companies	850.5	850.5
Accrued borrowing costs	0.0	0.0
Other long-term receivables	0.0	0.0
Total financial fixed assets	850.5	850.5
TOTAL NON-CURRENT ASSETS	850.5	850.5
Inventories	0.0	0.0
Intercompany receivables	219.8	0.0
Other current receivables	4.1	1.9
Total receivables	223.9	1.9
Bank deposits, cash, etc.	1.4	0.1
TOTAL CURRENT ASSETS	225.3	2.0
TOTAL ASSETS	1 075.8	852.5
EQUITY & LIABILITIES (Amounts in MSEK)	Dec 31. 2025	Dec 31. 2024
Equity attributable to owners of the parent	593.5	615.5
Non-controlling interests	0.0	0.0
Profit/loss	-3.8	-22.0
TOTAL EQUITY	589.7	593.5
Provisions	0.0	0.0
Total provisions for liabilities and charges	0.0	0.0
Other long-term liabilities	480.3	0.0
Total other long-term liabilities	480.3	0.0
Intercompany payables	0.0	65.3
Trade payables	0.4	0.1
Other current liabilities	5.3	193.6
Total current liabilities	5.7	259.0
TOTAL LIABILITIES	486.0	259.0
TOTAL EQUITY AND LIABILITIES	1 075.8	852.5



Notes

Note 1 - Accounting principles

The annual financial statements have been prepared in accordance with the Swedish Annual Accounts Act and BFNAR 2012:1 Annual and Consolidated Financial Statements (K3).

The accounting principles applied in preparing the consolidated financial statements are consistent with those applied in the latest statutory annual report

Note 2 – Definitions

The company uses the definitions of performance measures as per the Bond Term Agreement signed June 3rd 2025 and available at www.avonova.com where relevant. These and other performance measures are described below:

Financing EBITDA Profit for the period as per the income statement plus tax, financial net, depreciation, amortization and transaction fees adjusted for acquired and divested businesses, reorganisation costs and severance pay until June 30 2025, extraordinary non-recurring items* (capped at 10% of EBITDA) and certified forward looking cost synergies and savings* (capped at 10% of EBITDA)

*combined cap of 15% of EBITDA after 30 September 2025, as per bond agreement.

Management Adjusted EBITDA Operating profit less depreciation of tangible and intangible assets adjusted for non-recurring, non-operational, or extraordinary items as defined by management - such as restructuring personnel costs and one-time consulting support. It also excludes costs for factoring. Management Adjusted EBITDA excludes forward-looking synergies and is intended to reflect underlying historical performance

Annual Recurring Revenue (ARR) Represents the annualized value of contracted, recurring subscription revenues at a specific point in time. It excludes non-recurring revenues such as one-off fees, project income, and usage-based revenues that are not contractually recurring.

Net Interest Bearing Debt Includes Senior secured bonds, drawn revolving credit facility (RCF), other external interest-bearing debt minus unrestricted cash and cash equivalents.



Liquidity	In respect of any date, the aggregate of (i) the Group's freely available and unrestricted cash at bank and in hand and (ii) the aggregate amount available to be drawn under any unutilized committed credit facilities of the Group, in each case freely available to be utilized by the Group and not subject to any Security, pledge, blocking, escrow or other restriction
Group	Means the Issuer and all its Subsidiaries from time to time (each a "Group Company").

Note 3 - Reconciliation to Previously Reported FY2025 Financial Information

The financial information presented in this Annual Report reflects the final audited figures for FY2025. Certain differences exist compared to the financial information presented in the Q4 2025 interim report and related investor materials, which were based on preliminary, unaudited figures.

A summary of the differences is presented below:

SEK m	FY2025 as reported in Q4 2025 interim report	Final audited FY2025	Δ
Revenue	1 720.2	1 722.1	1.9
Adjusted EBITDA	122.2	122.1	-0.1
EBITDA adjustments	55.2	53.3	-1.9
Operating profit (EBIT)	-80.7	-78.8	1.9
Net financial items	-49.3	-42.1	7.2
Net income	-129.9	-120.9	9.0

The differences are primarily attributable to final revenue cut-off and accrual adjustments identified during the year-end closing and audit process, refinement and reclassification of items considered non-recurring within EBITDA adjustments, and finalisation of operating expense classifications in line with statutory reporting.

Final closing entries related to financial items, including interest accruals, factoring costs and foreign exchange effects, resulted in lower net financial expenses compared with the preliminary figures reported in Q4 2025. This also impacted net income for the year.

None of the adjustments, individually or in aggregate, materially impact the Group's underlying operational performance, cash flow profile or financial position.



Alternative Performance Measures, including Adjusted EBITDA, have been updated to reflect the final audited figures. The definitions applied remain consistent with prior reporting, while the underlying inputs have been aligned with the audited financial statements.

Management confirms that the FY2025 figures presented in this Annual Financial Report represent the final and definitive financial outcome for the period.

Parent Company

Differences between the parent company financial statements presented in the Q4 2025 interim report and this Annual Financial Report relate to standard year-end closing entries, including finalisation of group contributions, intra-group balances, interest accruals and tax positions.

These adjustments do not impact the consolidated financial statements of the Group.

Conclusion

The differences described above are consistent with normal year-end closing and audit procedures. They do not alter the Group's underlying operational performance, cash flow profile, financial position or overall financial trajectory as previously communicated.

