

The background features several overlapping circles in various shades of blue, ranging from light to dark. The circles are positioned in the upper and middle sections of the page, creating a modern, abstract design.

bhg.

Annual Report 2025

BHG Group AB (publ)
Nasdaq Stockholm: BHG



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About BHG

BHG is the Nordic region's leading e-commerce company and one of the strongest players in DIY and home furnishings in Europe with over 1.7 million products and more than 100 online destinations. The Nordic region is our core market, while we are further establishing our European position and growing in selected Asian markets.

Since the company was founded in 2012, we have driven the trend toward more digital and customer-centric commerce. We began as pioneers with the aim of redefining the online shopping experience. Today, we have grown into a tech and data-driven group, continuously developing our platforms and online destinations to meet the changing needs of customers.

BHG is equipped to take advantage of the accelerating structural migration from offline to online in categories that remain underpenetrated, creating a long-term growth engine for the Group. With a strong market position in the Nordic region, scalable platforms and a data-driven operational model, BHG is well equipped to lead the next phase of the development of e-commerce, with AI strengthening the driving forces that have already formed our growth.

Combined with a tech and data-driven business fully integrated with AI, our category expertise and collective retail experience makes it possible to translate new technology into increased efficiency, an improved customer experience and other competitive advantages. Overall, this places BHG in a good position to lead the next phase of the development of e-commerce and to deliver long-term, sustainable and profitable growth.

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The year in brief

OUR STRATEGY IS DELIVERING CLEAR RESULTS

For BHG, 2025 marked a clear shift from restructuring to profitable growth. Demand gradually improved during the year, and combined with a scalable, cost-effective business model, this resulted in strong sales growth, improved profitability and a stronger cash flow. The Group grew over 9% organically, with organic growth every quarter. It also captured market share and improved its profitability every quarter compared with last year.

Through continued strict cost control, improved gross margins and a high level of operational efficiency, adjusted EBIT for the year increased approximately SEK 130 million over 2024. Cash flow was significantly stronger and the balance sheet improved, which meant that the financial target of net debt/EBITDA below 2.5x was achieved at the end of the year, for the first time since 2022.

This growth was primarily driven by Sweden, which experienced the clearest recovery, but Norway and Germany also performed well during the year. All three business areas delivered growth and improved profitability. Meanwhile, product range development continued, increasing the share of unique offerings, automation and AI-based initiatives as well as improving customer satisfaction. With our new structure in place, a stronger market position and a stable financial foundation, BHG is entering 2026 well equipped for continued profitable growth.

MILESTONES, QUARTER BY QUARTER

- Quarter 1: The gradual market recovery that began in the second half of 2024 continued in the first quarter of the year. BHG achieved organic growth of 8.2% and posted sales growth for the second consecutive quarter. At the same time, profitability improved significantly year-on-year for the sixth quarter in a row, primarily due to good cost control, increased scalability and more effective tied-up capital. The outcome of the proceedings regarding IP-Agency Finland Oy were announced on 28 February, marking an important milestone that dominated the quarter. BHG was ordered to pay EUR 2.5 million for the remaining 30% of the shares, but was also awarded EUR 4.0 million in contractual penalties and EUR 0.4 million as reimbursement for legal costs. Operationally, growth was achieved in all three business areas and in several core categories, with Sweden acting as the primary engine and continued good development noted in Germany and Norway.
- Quarter 2: The market continued to improve during the second quarter compared with last year, and BHG delivered organic growth of 5.4%, marking a third

consecutive quarter of growth. We also improved our profitability year-on-year for the seventh quarter in a row, with clear leverage from fixed costs and continued operational streamlining. On 1 April, BHG completed the sale of 100% of the shares in IP-Agency. The buyer was IPA Holding Oy, a company owned and controlled by the founders of IP-Agency, and the consideration amounted to EUR 5.0 million, paid in cash.

Operationally, growth was achieved in all business areas despite the dampening effect of the weather on certain seasonal sales. Furniture was an especially strong driver of growth, along with capital-intensive product categories such as bathrooms, windows and doors. Sweden was the strongest market, but where Norway and Germany also made positive contributions.

- Quarter 3: Growth was the strongest in the third quarter, with organic growth of 13.4% and double-digit organic growth in all three business areas. Profitability improved significantly compared with the previous year, driven by the strong sales performance in combination with very good cost control. Growth was strong in Sweden and very high in Germany and Norway, where additional market share was captured. Sales were strong in bathrooms, furniture and home furnishings as well as in the garden segment, including a strong performance from the next generation of robotic lawnmowers.
- Quarter 4: The year concluded with a very strong fourth quarter, during which BHG achieved double-digit organic growth of 10.7% and improved its profitability compared with last year. Disciplined campaign execution during Black Month, together with a very strong offering, an improved gross margin and continued strict cost control, contributed to a significant increase in adjusted EBIT. As a result, profitability improved for the ninth consecutive quarter. Several of the Group's largest platforms, including Nordic Nest, Bygghemma and Home Furnishing Nordic, achieved record-breaking sales during Black Month. In November, for example, Nordic Nest's order intake surpassed SEK 500 million for the first time. As part of the international strategy, Nordic Nest Group's presence in Germany was also strengthened through the opening of a store in Hamburg under the Nordic Nest brand – the first physical store outside Sweden. Cash flow remained strong and the balance sheet improved, which meant that BHG could achieve the financial target of net debt/EBITDA below 2.5x by the end of the year

A collage of kitchen and dining scenes. On the left, a person's hand holds a blue plate. In the center, a blue circle contains the text '>100' and 'Online destinations'. On the right, a woman eats spaghetti from a blue plate. In the foreground, a wooden table has a green plate, a fork, and a knife. In the background, a kitchen counter has a pan of spaghetti, a wooden cutting board, and a metal rack with glasses and a pitcher.

>100

Online destinations



Financial overview

(SEKm)	2025	2024	2023	2022	2021
Net sales	10,582.9	9,962.5	11,790.2	13,433.6	12,666.0
Gross profit	2,682.9	2,425.1	2,921.1	2,981.1	3,357.1
Gross margin (%)	25.4	24.3	24.8	22.2	26.5
Adjusted gross profit*	2,682.9	2,543.3	2,944.8	3,368.4	3,357.1
Adjusted gross margin (%)	25.4	25.5	25.0	25.1	26.5
Adjusted EBITDA*	728.1	610.5	578.9	813.8	1,104.6
Adjusted EBITDA-margin (%)	6.9	6.1	4.9	6.1	8.7
Adjusted EBIT*	389.9	257.8	96.7	374.9	812.7
Adjusted EBIT-margin (%)	3.7	2.6	0.8	2.8	6.4
Items affecting comparability*	89.2	-602.7	-1,372.5	-449.7	-23.4
Operating income	386.7	-442.9	-1,374.2	-183.9	710.6
Operating-margin (%)	3.7	-4.4	-11.7	-1.4	5.6
Net profit/loss for the period	203.5	-640.1	-1,542.5	45.7	490.8
Cash flow from operations	682.9	657.1	1,550.2	-105.6	-27.6
Total order value	10,685.0	10,278.5	11,930.0	13,564.1	12,800.8
Orders (thousands)	4,284	4,158	4,716	5,033	5,243
Average order value (SEK)	2,494	2,472	2,529	2,695	2,441

* See "Relevant reconciliations of non-IFRS alternative performance measures (AMPs)" for detailed description.

CEO's comments

2025 was an important and successful year for BHG. After a period of transition and comprehensive improvement work, this was the year we left our restructuring phase and shifted our full focus to profitable growth. With clear priorities, better operational discipline and a gradually improving market, our operations performed well. As we summarise the year, we do so with a new structure in place, a stronger position, improved profitability and confidence in the future.

We entered 2025 with clear goals: capture market share in a growing market, maintain strict cost control and increase profitability, all while continuing to improve in terms of customer satisfaction. During the year, we grew over 9%, thereby capturing market share. We increased our profitability by SEK 132 million over the previous year, maintained our cost levels and continued to improve our customer satisfaction. At the same time, our cash flow and balance sheet also improved, and at the end of the year we achieved our financial target of net debt/EBITDA below 2.5x for the first time since the second quarter of 2022. All of these results confirm that our strategy and the measures we have taken have had clear results.

During the year, we experienced a noticeable increase in demand as a result of higher disposable income among consumers, who are once again prioritising investments in their homes at a growing rate. At the same time, the market displayed year-on-year growth in all quarters, providing a stable foundation for our growth.

In 2025, we continued to develop our offering through targeted assortment initiatives within several strategically important categories. We improved our entry-level offering in furniture, expanded the assortment of next-generation robotic lawnmowers and increased sales of proprietary brands in bathroom products. These achievements led to strong sales growth and improved customer value and profitability.

Sweden remained our strongest market, supported by a clearer macroeconomic recovery. Operations remained stable in Norway, Germany and Eastern Europe, with growth and captured market share. While Finland continued to be characterised by a more challenging market situation, we still performed better than the market as a whole and grew organically.

Our strategy for profitable growth was successful during the year, with clear results from the initiatives carried out. Through a combination of decentralised entrepreneurship, data-driven work methods and scalable structures, we have become more competitive and strengthened the profitability of our platforms. This strategy has three layers: **Operational Excellence, Strategic Initiatives** and **M&A**.

- **Operational Excellence:** continuous improvement efforts carried out close to the customer in our online destinations, with clear decentralised responsibility and data-driven tools. The focus is on developing the product range, international expansion, driving traffic, operational efficiency and a gradual improvement in the customer experience.
- **Strategic Initiatives:** focus areas that make the platforms more competitive and create economies of

scale in the Group. Various actions were taken during the year, including successfully implementing AI to improve the customer offering, streamline customer service and further improve automation in warehouses and processes. In 2026, initiatives will be prioritised that increase the share of unique assortments, strengthen the cost structure and further integrate AI into the operations, in addition to new revenue streams with a focus on retail media.

- **M&A:** select bolt-on acquisitions that strengthen our existing platforms and online destinations. M&A work is conducted proactively, with clear financial and strategic discipline as well as a focus on limited integration risk and rapid value creation within the framework of our decentralised model.

The gradual improvement in demand that began in 2025 is deemed to have good potential to continue, especially in Sweden. Growing disposable income and regulatory changes affecting the housing market are creating support for our categories. In combination with a continued increase in online penetration, fuelled by trends in AI, this provides us with a good foundation for long-term growth.

Sustainability is a central part of our business, and during the year we published our first sustainability report in accordance with CSRD and established new targets for our continued efforts.

I would like to conclude by extending my heartfelt thanks to our employees for their commitment and efforts during the year, to our customers for their continued trust in us, and to our shareholders for their support and long-term commitment. With a stronger position, we are entering 2026 with confidence in our market performance, our strategy, our tactical focus and our ability to deliver on our financial targets.

Malmö, 7 April 2026

Gustaf Öhrn

President and CEO, BHG Group





Business model

The Group is organised in three distinctly positioned business areas, where assortment, price and customer experience vary according to each business model and category.

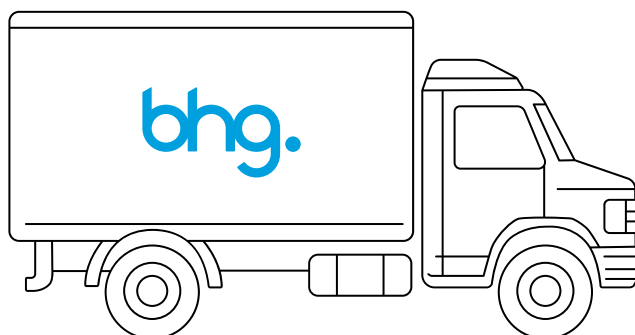
- **Home Improvement** offers customers the market's broadest and most relevant assortments of DIY products. Customer value is created through availability, choice and competitive prices, made possible through a drop shipping model with low tied-up capital, price matching and a growing share of proprietary brands.
- **Value Home** offers affordable, highly functional furniture with a modern design, giving the customer more value for money. The customer offering is made possible by a value-oriented business model without intermediaries based on proprietary brands, large-scale purchasing, low tied-up capital, and an efficient warehouse and logistics structure that ensures high availability, rapid deliveries and cost efficiency throughout the chain.
- **Premium Living** makes Scandinavian design accessible for a global customer base. Customer value is created through exclusivity, design and a secure shopping experience. This is made possible by a business model that focuses on strong external brands, a growing share of proprietary brands, international reach and a customer experience with excellent service.

A DECENTRALISED MODEL

The Group's decentralised structure fosters the independence and entrepreneurial spirit of its market-leading online destinations while facilitating partnerships and continuous improvements to support growth, boost efficiency and improve the customer experience. Our targeted multibanner strategy, focusing on specialised online destinations, allows us to reach additional highly relevant customer segments and categories, thereby building strong positions in the product categories where we operate. This model provides us with unique potential for rapid, scalable growth with low tied-up capital. The structure also makes it possible for synergies to be realised at Group level as well as within each business area.

At Group level, the platforms become more competitive through bolt-on acquisitions, strategic initiatives, benchmarking and sharing of best practices as well as data analysis and insights. A significant portion of the cash flow generated is reinvested in M&A and prioritised growth initiatives, where we continue to see excellent potential in the form of expansion, both of the assortment and in terms of geographic reach.

Clear synergies in revenue and costs are achieved in the business areas through tactics such as joint purchasing, assortment sharing, inventory consolidation and coordinated IT solutions. The focus on a market-leading cost structure is key to the strategy, not only to ensure scalability but also to provide the best customer offering in the market.

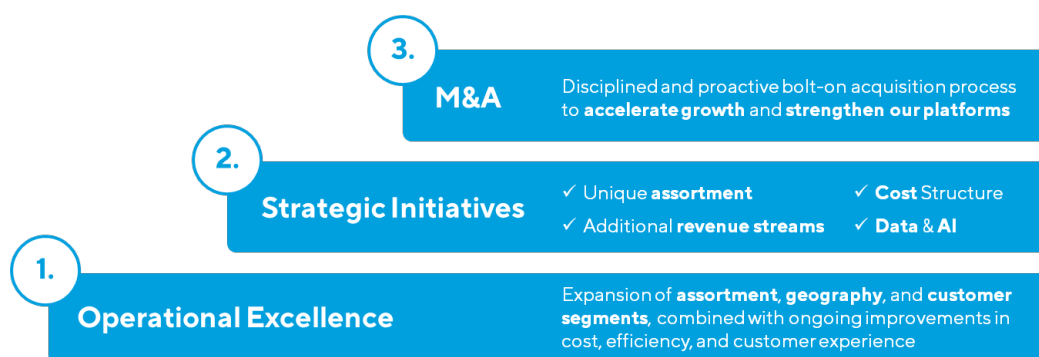


Strategic goals

BHG's overall ambition is to make life easier for our customers, according to our vision: "We making living easy." As the Nordic region's leading e-commerce company and one of the strongest players in DIY, furniture and home furnishings in Europe, BHG is well positioned to take advantage of the long-term structural migration from offline to online in categories that remain underpenetrated. With a focus on profitable growth, the aim of our strategy is to strengthen our category leadership, capture market share in strategically selected markets and gradually reach our target of an adjusted EBIT margin of 7%. The strategy is based on a

business model driven by technology, data and AI as well as scalable platforms and a decentralised structure that combines entrepreneurship with Group-wide synergies. Sustainability is a central part of our business, and we have established new targets which we elaborate on in our sustainability report.

During the year, the strategy for profitable growth was translated into tangible initiatives with clear results structured around three layers: **Operational Excellence, Strategic Initiatives** and **M&A**



OUR THREE STRATEGIC LAYERS

Operational Excellence

Operational Excellence is the foundation of our strategy and includes our day-to-day work to improve the customer experience in our platforms. This is based on each online destination's business model and customer needs, with clear decentralised responsibility and continuous assortment development. The focus is on developing the range, continued international expansion, driving traffic, streamlining operational processes and gradually improving the customer experience. Continuous improvements in processes, technology and partnerships create the conditions for scalability, a high level of delivery precision and a competitive cost structure.

Strategic initiatives

Strategic Initiatives refer to Group-wide focus areas that are deemed central when it comes to having competitive platforms and driving profitable growth. They are implemented and prioritised at Group level and carried out in close collaboration with the platforms, taking advantage of

joint resources, skills and technical solutions. Several initiatives were introduced during the year with good results, including more accurate price matching, fully automated customer service functions and continued work on warehouse automation.

The focus going forward will be on increasing the share of unique assortments, improving automation and efficiency to ensure a competitive cost structure, and continuing to implement, test and evaluate new AI solutions. The goal is to make even better use of the vast quantities of data generated in order to drive growth, efficiency and the customer experience.

M&A

M&A is an important part of BHG's strategy for profitable growth and is carried out at Group level with a focus on value creation through selective bolt-on acquisitions among the existing platforms. The goal is to strengthen the offering, supplement the assortment and market position, and create synergies with limited integration risk. This work is proactive and characterised by a high degree of financial and strategic discipline, with clearly defined processes for identifying, evaluating and integrating acquisitions.



The market

Market trends in BHG's product categories improved gradually throughout 2025. The total consumer market (online and offline) grew year-on-year every quarter. The total Nordic market for the product categories where BHG operates – DIY, furniture and home furnishings – is estimated at approximately SEK 380 billion per year. The European market is deemed to be significantly larger, approximately 15–20 times the size of the Nordic market.

Our assessment is that the trend in household disposable income is the single most important driver for demand in our product categories. After this comes activity in the housing market, measured in the number of transactions. Available market data indicates that demand improved gradually during 2025.

Several macroeconomic factors deemed to be important for our categories – including interest rate cuts, lower inflation and tax cuts – moved in a positive direction during the year, contributing to stronger household disposable income. In parallel with this, the activity level in the housing market increased slightly, leading to an increase – albeit somewhat delayed – in demand. The recovery was strongest in Sweden, while developments in other Nordic markets were more gradual. Market conditions in Finland, for example, are expected to remain more challenging.

During the second half of the year, we also noted a recovery in previously strained capital-intensive product categories such as doors, windows and floors. The increased ROT tax reduction in Sweden is deemed to have had a somewhat positive, although not decisive, impact on demand. Based on the available information, our overall assessment is that the market will continue to gradually improve in 2026.

STRUCTURAL GROWTH IN THE ONLINE MARKET

The structural shift from physical stores to online retail continued in 2025. Online sales in our product categories in the Nordic region are now estimated to represent 20% of the total market, which is still lower than in more mature product categories and geographic markets.

A broad and deep assortment, competitive prices, high availability and convenience for customers are all driving growth in the online market. As this market matures, the demand for related services such as customer service, support and efficient logistics solutions is increasing, which is benefitting actors operating at sufficient scale. The advantages that AI tools offer consumers are expected to further fuel the online market.

THE DIY, FURNITURE AND HOME FURNISHING MARKETS

Trends in the DIY market and the furniture and home furnishing market were more stable in 2025 than in the previous year. These markets are expected to grow in line with the GDP over the business cycle, while the online market is expected to grow faster as a result of continued gains in online penetration. Online penetration is currently higher in furniture and home furnishings than in DIY.

Demand in both markets is influenced by several factors, of which household disposable income is the most important. After this comes activity in the housing market, measured in the number of transactions.



Home Improvement

Home Improvement

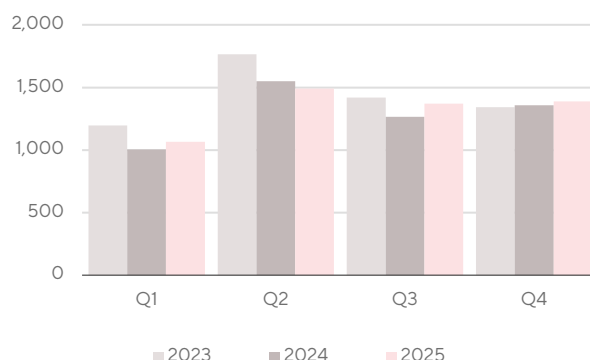
- The business area's net sales rose 2.7%, of which organic growth accounted for 9.6%. The sales performance and gross margin for the year were negatively impacted by IP-Agency, with a high gross margin due to a large share of proprietary brands. IP-Agency was divested in the first quarter of 2025 and is therefore included in the full comparative period but not in the outcome for this year.
- The adjusted gross margin was 23.3% (23.9).
- Adjusted EBIT amounted to SEK 216.0 million (163.0), corresponding to an adjusted EBIT margin of 4.1% (3.1).
- The improvement in the adjusted EBIT margin during the year was mainly attributable to sales growth and highly effective cost control.

(SEKm)	2025					2024				
	Q1	Q2	Q3	Q4	Jan-Dec	Q1	Q2	Q3	Q4	Jan-Dec
Net sales	1,064.8	1,491.5	1,371.4	1,389.7	5,317.4	1,003.2	1,550.7	1,264.6	1,356.9	5,175.4
Gross profit	256.7	344.1	300.7	337.6	1,239.2	251.2	325.5	291.4	326.6	1,194.7
Gross margin (%)	24.1	23.1	21.9	24.3	23.3	25.0	21.0	23.0	24.1	23.1
Adjusted gross profit*	256.7	344.1	300.7	337.6	1,239.2	251.2	367.9	291.4	326.6	1,237.2
Adjusted gross margin (%)	24.1	23.1	21.9	24.3	23.3	25.0	23.7	23.0	24.1	23.9
Adjusted EBITDA*	38.9	111.6	97.6	112.5	360.7	36.7	117.5	76.1	95.1	325.4
Adjusted EBITDA-margin (%)	3.7	7.5	7.1	8.1	6.8	3.7	7.6	6.0	7.0	6.3
Adjusted EBIT*	0.4	77.0	62.5	76.2	216.0	-9.2	80.2	37.7	54.2	163.0
Adjusted EBIT-margin (%)	0.0	5.2	4.6	5.5	4.1	-0.9	5.2	3.0	4.0	3.1
Items affecting comparability	52.3	36.9	-0.0	-0.0	89.2	-	-33.3	-0.7	-414.9	-448.9
Operating income	38.4	99.5	48.9	63.0	249.9	-23.5	32.5	22.8	-375.0	-343.2
Operating-margin (%)	3.6	6.7	3.6	4.5	4.7	-2.3	2.1	1.8	-27.6	-6.6
Net profit/loss for the period	21.4	78.8	32.5	-98.1	34.6	-45.2	6.7	-4.9	-464.9	-508.3
Cash flow from operations	72.7	245.4	-11.2	85.2	392.1	40.7	271.5	-12.1	93.1	393.3
Total order value	1,117.8	1,485.1	1,354.5	1,327.5	5,285.0	1,035.5	1,575.1	1,319.3	1,347.5	5,277.4
Orders (thousands)	378	450	432	439	1,700	355	523	470	509	1,857
Average order value (SEK)	2,956	3,298	3,135	3,024	3,110	2,914	3,011	2,806	2,650	2,842

50%

Of the Group's total sales

Net sales (Mkr)



COMMENTS ON HOME IMPROVEMENT

Home Improvement accounted for 50% of the Group's total net sales. Net sales increased 2.7% to SEK 5,317.4 million (5,175.4), of which organic growth accounted for 9.6%

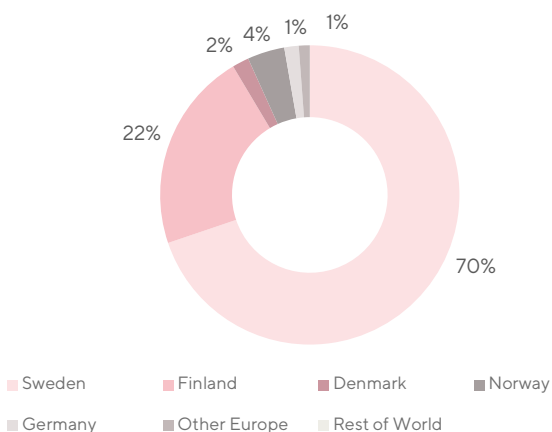
Home Improvement offers customers one of the market's broadest and most relevant assortments of DIY products. Customer value is created through availability, offering the broadest range and competitive prices, made possible through price matching and a drop shipping model with low tied-up capital and a growing share of proprietary brands. Sweden is its largest market and accounted for 70% of the business area's sales during the year.

The leading brand in Home Improvement is Bygghemma.

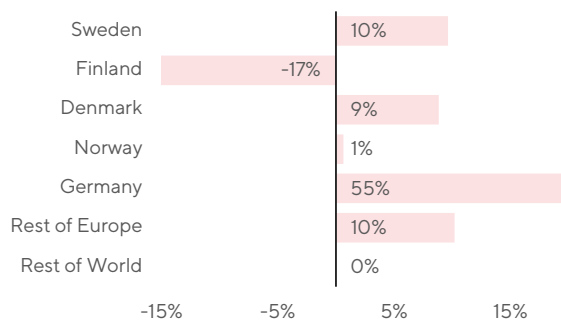
During the year, the focus was on:

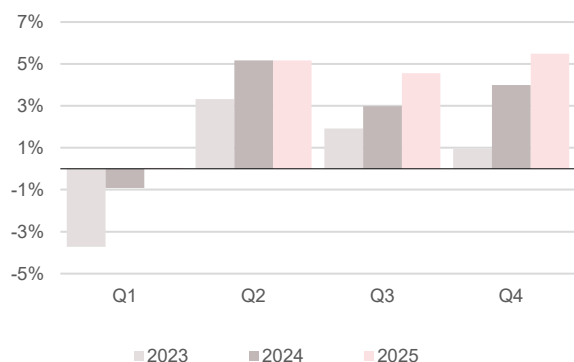
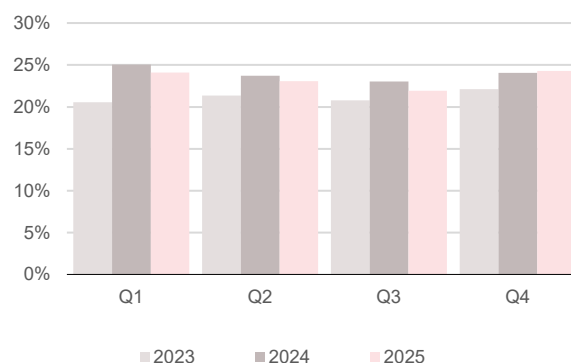
- Driving growth through product and geographic expansion and increasing the share of sales from proprietary brands, which generally have higher margins, as well as fully leveraging the product range through all relevant sales channels, including intra-Group sales.
- Streamlining purchasing processes, in part through joint purchasing.
- Creating a Nordic DIY powerhouse with a shared organisation to achieve economies of scale and improve profitability and customer value.

Distribution of net sales by country (%)

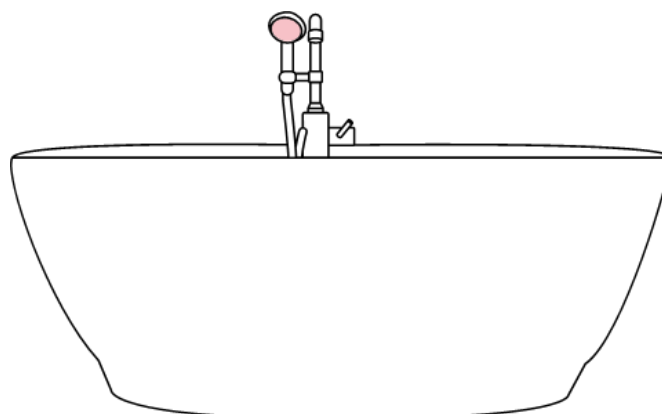


Net sales growth by country (%)



Adjusted EBIT margin (%)**Adjusted gross margin (%)****HOME IMPROVEMENT, QUARTER BY QUARTER**

- The market showed early signs of recovery in the first quarter, with demand improving in several renovation-intensive main categories and the gardening season getting off to an early start due to an early spring with favourable weather. In parallel, efficiency and cost reduction initiatives were implemented, including AI support, inventory consolidation and mergers of smaller units. The outcome of the arbitration proceedings concerning IP-Agency Finland Oy was announced on 28 February. BHG was ordered to pay EUR 2.5 million for the remaining 30% of the shares, but was also awarded EUR 4.0 million in contractual penalties and EUR 0.4 million as reimbursement for legal costs.
- The Group's core categories continued to recover in the second quarter, although this recovery was partly impacted by weaker demand in the gardening category due to unfavourable weather and continued challenges in the Finnish market. The focus was on cost control and efficiency improvements. On 1 April, BHG completed the sale of 100% of the shares in IP-Agency. The buyer was IPA Holding Oy, a company owned and controlled by the founders of IP-Agency, and the consideration amounted to EUR 5.0 million, paid in cash.
- The market was more receptive, with key categories demonstrating broad strength in the third quarter and the Group's performance in gardening improving. Efficiency measures had a clear impact, and business development and assortment expansion were prioritised ahead of upcoming campaign periods.
- Continued market recovery in the fourth quarter was supported by a strong Black Month campaign period and good demand in the renovation and gardening categories. Implemented efficiency enhancements, stronger competitiveness and good cost control contributed to improved profitability and a solid foundation for the coming year.





Value Home

Value Home

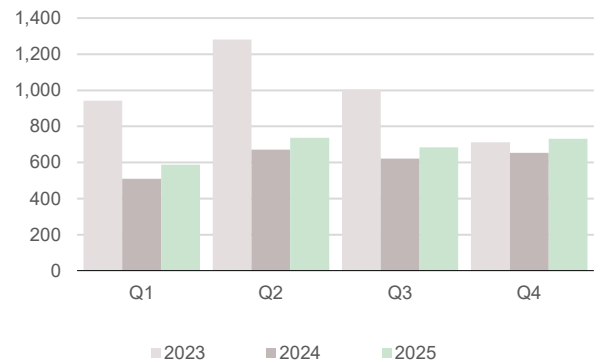
- The business area's net sales rose 11.5%, of which organic growth accounted for 11.3%.
- The adjusted gross margin was 30.7% (30.8).
- Adjusted EBIT amounted to SEK 145.4 million (78.3), corresponding to an adjusted EBIT margin of 5.3% (3.2).
- The improvement in the adjusted EBIT margin during the year was mainly attributable to sales growth and highly effective cost control

(SEKm)	2025					2024				
	Q1	Q2	Q3	Q4	Jan-Dec	Q1	Q2	Q3	Q4	Jan-Dec
Net sales	587.4	737.6	684.2	731.8	2,741.0	510.5	672.0	621.5	654.2	2,458.3
Gross profit	173.5	225.7	207.0	236.6	842.7	164.8	161.9	181.0	196.5	704.2
Gross margin (%)	29.5	30.6	30.2	32.3	30.7	32.3	24.1	29.1	30.0	28.6
Adjusted gross profit*	173.5	225.7	207.0	236.6	842.7	164.8	207.8	187.3	196.5	756.4
Adjusted gross margin (%)	29.5	30.6	30.2	32.3	30.7	32.3	30.9	30.1	30.0	30.8
Adjusted EBITDA*	44.6	76.0	59.0	61.6	241.3	44.2	58.6	51.8	33.3	187.8
Adjusted EBITDA-margin (%)	7.6	10.3	8.6	8.4	8.8	8.7	8.7	8.3	5.1	7.6
Adjusted EBIT*	20.7	52.0	37.6	35.1	145.4	15.4	28.6	24.8	9.5	78.3
Adjusted EBIT-margin (%)	3.5	7.1	5.5	4.8	5.3	3.0	4.2	4.0	1.5	3.2
Items affecting comparability	-	-	-	-	-	-	-73.0	-35.0	-2.0	-110.1
Operating income	17.6	49.0	34.6	32.1	133.3	12.4	-47.5	-13.3	5.3	-43.9
Operating-margin (%)	3.0	6.6	5.1	4.4	4.9	2.4	-7.1	-2.1	0.8	-1.8
Net profit/loss for the period	13.9	26.9	16.5	41.1	98.4	-14.9	-48.3	-23.8	-32.3	-120.0
Cash flow from operations	-14.2	123.9	53.1	95.1	257.9	5.8	44.5	51.7	8.3	110.4
Total order value	568.9	712.8	677.2	731.3	2,690.2	504.9	654.5	617.1	644.8	2,421.3
Orders (thousands)	127	154	150	171	603	115	139	138	143	536
Average order value (SEK)	4,469	4,618	4,502	4,287	4,464	4,383	4,706	4,457	4,500	4,517

26%

Of the Group's total sales

Net sales (Mkr)



COMMENTS ON VALUE HOME

Net sales in the Value Home segment increased 11.5% to SEK 2,741.0 million (2,458.3) and accounted for 26% of the Group's total net sales. Organic growth was 11.3%.

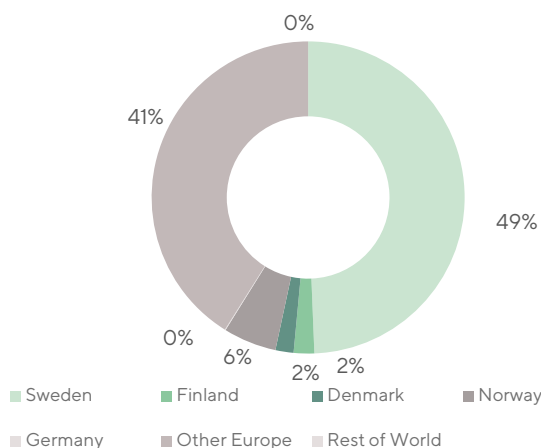
Value Home offers affordable, highly functional furniture with a modern design, giving the customer more value for money. The customer offering is based on competitive prices without compromising on quality or delivery experience. This is made possible by a value-oriented business model based on proprietary brands, large-scale purchasing without intermediaries, low tied-up capital, and an efficient warehouse and logistics structure that ensures cost efficiency throughout the chain.

Trademax is the leading brand in the Value Home business area.

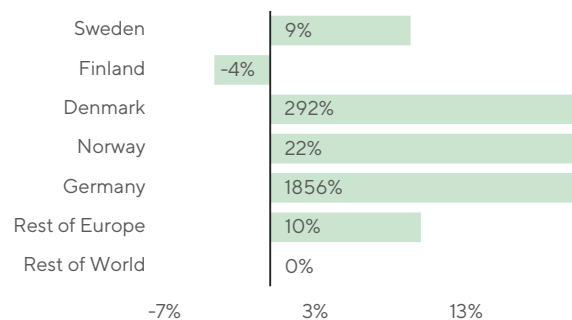
During the year, the focus was on:

- Driving growth through continuous development of our offering and geographic expansion, and maintaining high availability of stocked products.
- Successful development of our entry-level furniture range.
- Building scalable platforms when it comes to technology, warehousing and organisation in order to maintain a competitive cost structure.
- Integration of the newly formed Hemfint Group.

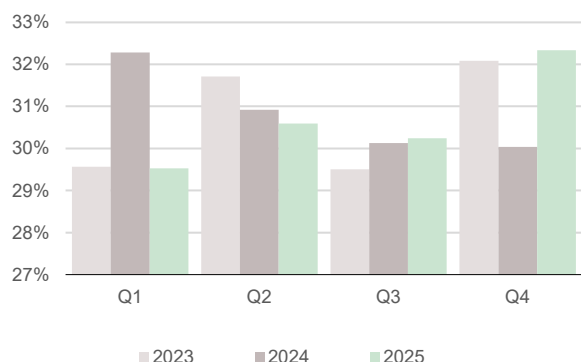
Distribution of net sales by country (%)



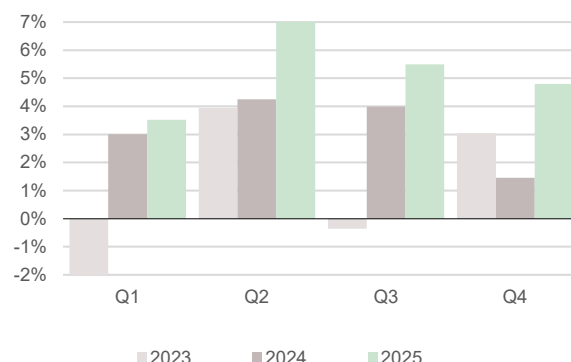
Net sales growth by country (%)



Adjusted gross margin (%)



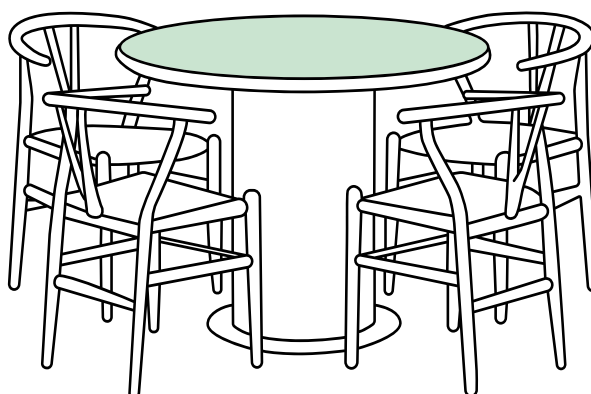
Adjusted EBIT margin (%)



VALUE HOME BY QUARTER

- The focus in the first quarter was on sales and marketing activities in a gradually improving market, along with long-term efforts to develop the assortment and improved inventory availability. The early spring was favourable for sales of garden furniture. The organic sales trend improved considerably compared with last year, while the gross margin was negatively impacted by the high share of outdoor furniture due to the early spring. The EBIT margin improved due to strong sales and good cost control.
- Supported by a more favourable market, sales were strong in the second quarter, with growth noted in all categories, especially indoor furniture. Sales of outdoor furniture also increased despite a cold quarter. Organic growth remained high and profitability improved significantly, driven by higher sales, lower depreciation and amortisation, and a more efficient cost structure.

- The third quarter was characterised by solid sales growth in both indoor and outdoor furniture, combined with improved margins. The focus on product development, assortment optimisation and effective marketing further strengthened the business area's position. Inventory levels developed according to plan and organic growth continued, with stable profitability and good cost control.
- The strong fourth quarter was driven by disciplined execution during the important Black Month campaign period and the effects of long-term improvement efforts pertaining to the assortment, product development and efficiency. Sales increased sharply, with high organic growth, while the gross margin improved significantly. Profitability improved due to higher volumes, stronger product margins and continued good cost control.





Premium Living

Premium Living

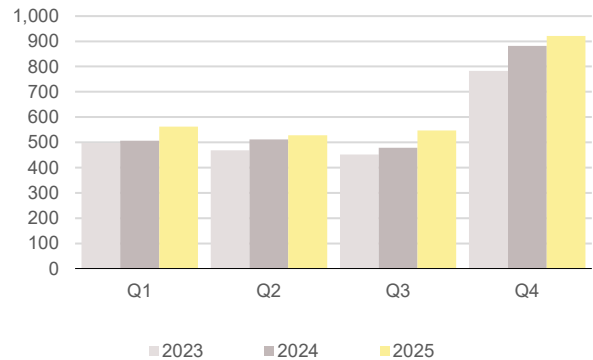
- The business area's net sales rose 7.6%, of which organic growth accounted for 6.1%.
- The adjusted gross margin was 23.7% (23.5)
- Adjusted EBIT amounted to SEK 106.2 million (76.9), corresponding to an adjusted EBIT margin of 4.1% (3.2)
- The improvement in the adjusted EBIT margin during the year was mainly attributable to sales growth, and lower last-mile, fulfilment and marketing costs as well as highly effective cost control.

(SEKm)	2025					2024				
	Q1	Q2	Q3	Q4	Jan-Dec	Q1	Q2	Q3	Q4	Jan-Dec
Net sales	561.7	528.1	547.4	921.3	2,558.4	506.4	511.0	478.6	881.4	2,377.4
Gross profit	129.3	121.4	125.9	230.3	606.9	120.8	103.6	98.0	212.5	534.9
Gross margin (%)	23.0	23.0	23.0	25.0	23.7	23.9	20.3	20.5	24.1	22.5
Adjusted gross profit*	129.3	121.4	125.9	230.3	606.9	120.8	122.6	102.5	212.5	558.4
Adjusted gross margin (%)	23.0	23.0	23.0	25.0	23.7	23.9	24.0	21.4	24.1	23.5
Adjusted EBITDA*	38.0	28.1	37.4	97.1	200.7	25.0	24.3	23.4	82.3	155.0
Adjusted EBITDA-margin (%)	6.8	5.3	6.8	10.5	7.8	4.9	4.8	4.9	9.3	6.5
Adjusted EBIT*	17.6	5.3	12.1	71.2	106.2	6.5	4.6	3.4	62.3	76.9
Adjusted EBIT-margin (%)	3.1	1.0	2.2	7.7	4.1	1.3	0.9	0.7	7.1	3.2
Items affecting comparability	-	-	-	-	-	-	-31.3	-9.2	-	-40.5
Operating income	11.3	-1.0	5.8	65.0	81.1	0.8	-37.0	-12.1	56.0	7.6
Operating-margin (%)	2.0	-0.2	1.1	7.1	3.2	0.1	-7.2	-2.5	6.4	0.3
Net profit/loss for the period	-0.4	-6.2	-1.7	-17.4	-25.7	-5.2	-40.4	-15.1	36.4	-24.4
Cash flow from operations	-140.4	6.2	23.7	200.2	89.7	-127.5	25.6	67.7	243.6	209.4
Total order value	593.2	539.0	583.7	994.0	2,709.9	539.1	538.5	510.8	991.4	2,579.8
Orders (thousands)	410	367	413	791	1,981	367	308	330	760	1,765
Average order value (SEK)	1,448	1,467	1,413	1,256	1,368	1,469	1,750	1,548	1,304	1,462

24%

Of the Group's total sales

Net sales (Mkr)



COMMENTS ON PREMIUM LIVING

Net sales in the Premium Living business area increased 7.6% to SEK 2,558.4 million (2,377.4) and accounted for 24% of the Group's total net sales. Organic growth was 6.1%.

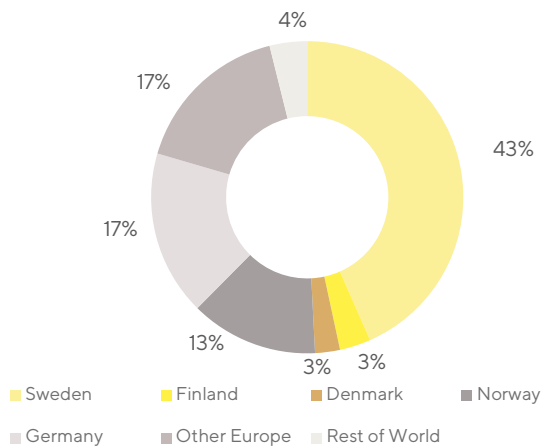
Premium Living makes Scandinavian design accessible for a global customer base. Customer value is created through exclusivity, design and a secure shopping experience. This is made possible by a business model that focuses on strong external brands, international reach and a customer experience with excellent service. Sales to customers from countries outside the Nordic region accounted for 38% of Premium Living's sales for the year.

The leading brand in the Premium Living business area is Nordic Nest.

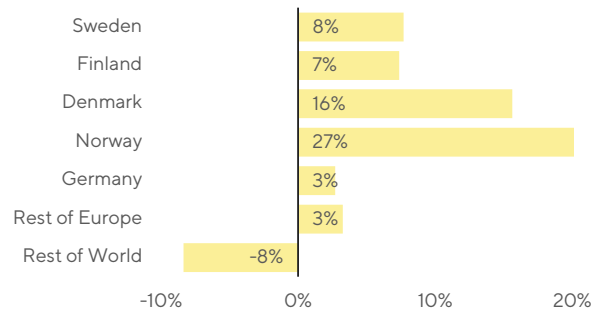
During the year, the focus was on:

- Consolidating Nordic Nest's position in international markets.
- Continued streamlining through process automation, including the warehouse automation implemented in Nordic Nest.
- Continuing to develop Nordic Nest Group's category specialists: Svenssons in furniture and KitchenTime in cookware and cooking.
- Advancing the business area's sales of the Svenssons furniture range in international markets under the Nordic Nest brand. This strategy includes the establishment of a Nordic Nest store in Hamburg.

Distribution of net sales by country (%)

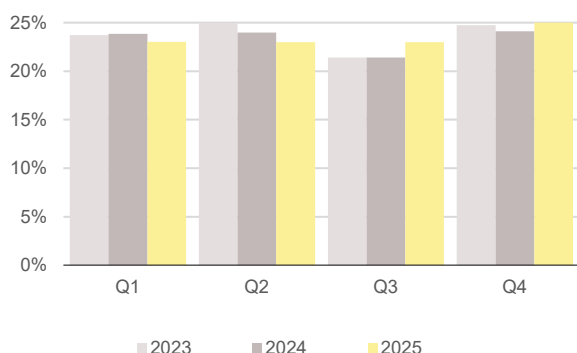


Net sales growth by country (%)

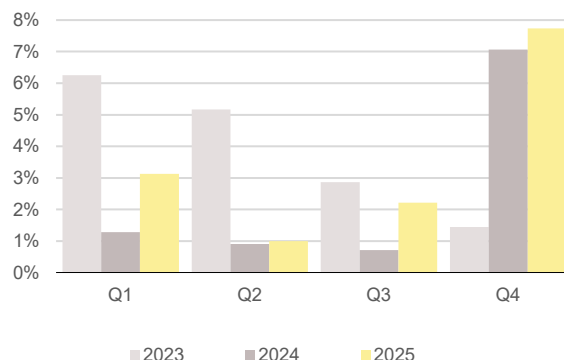




Adjusted gross margin (%)



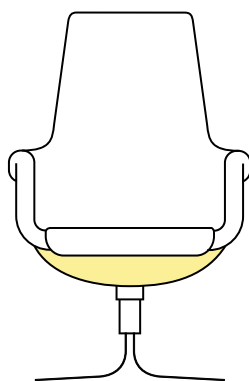
Adjusted EBIT margin (%)



PREMIUM LIVING, QUARTER BY QUARTER

- The year began with a good sales performance and growth in several markets. While the gross margin was impacted by high promotional pressure, this effect was offset by successful efforts to reduce both variable and fixed costs, resulting in improved profitability. Operational efficiency improvements, particularly related to warehouse automation, began to show clear results. The focus was on international expansion, further development of category specialists and continued streamlining of the operations.
- Premium Living continued to deliver growth, despite challenging comparative figures. While the gross margin was affected by continued high campaign and pricing pressure as well as currency effects, targeted cost management contributed to improved profitability compared with last year. Efforts to reduce fixed costs and streamline freight and marketing costs continued.

- The third quarter was characterised by strong, broad sales growth, with a clear recovery in the Nordic region. The combination of increased sales, an improved gross margin and good cost control contributed to stronger earnings. These improvements were driven by a more favourable product mix and lower freight, fulfilment and marketing costs, while work on automation and efficiency improvements continued.
- The year ended on a strong note, with high sales during the Black Month period driven by a well-planned offering and effective commercial execution. Improved price matching and efficiency gains from warehouse automation made a positive contribution to the gross margin and earnings. Nordic Nest Group achieved record sales during the Black Month campaign period, with the order intake exceeding SEK 500 million in November for the first time to date. During the quarter, Nordic Nest Group also opened a store in Hamburg, Germany, under the Nordic Nest brand. This is the first physical store outside Sweden and marks an important step in Nordic Nest’s international strategy, creating a strong presence for our partner brands in the German market





Directors' Report

Directors' Report

GENERAL INFORMATION ABOUT THE OPERATION

BHG is the Nordic region's leading e-commerce company and one of the strongest players in DIY and home furnishings in Europe with over 1.7 million products. The Nordic region is our core market, while we are further establishing our European position and growing in selected Asian markets.

Our strong position in these markets makes us one of the largest online European pure-plays in our three segments: Home Improvement, Value Home, and Premium Living. The Group includes over 100 online destinations, such as www.bygghemma.se, www.nordicnest.se, www.svenssons.se and www.trademax.se. We offer the leading range of well-known external and proprietary brands in the market.

Home Improvement offers customers one of the market's broadest and most relevant assortments of DIY products. Customer value is created through availability, choice and competitive prices, made possible through price matching and a drop shipping model with low tied-up capital and a growing share of proprietary brands. Sweden is its largest market and accounted for 70% of the business area's sales in 2025. The leading brand in Home Improvement is Bygghemma.

Value Home offers affordable, highly functional furniture with a modern design, giving the customer more value for money. The customer offering is based on competitive prices without compromising on quality or delivery experience. This is made possible by a value-oriented business model based on proprietary brands, large-scale purchasing, low tied-up capital, and an efficient warehouse and logistics structure that ensures cost efficiency throughout the chain. Sales to customers from countries outside the Nordic region accounted for 41% of the business area's sales in 2025.

Premium Living makes Scandinavian design accessible for a global customer base. Customer value is created through exclusivity, design and a secure shopping experience. This is made possible by a business model that focuses on strong external brands, a growing share of proprietary brands, international reach and a customer experience with excellent service. Sales to customers from countries outside the Nordic region accounted for 38% of the Premium Living's sales in 2025. The leading brand in the business area is Nordic Nest.

BHG Group AB (publ) has been listed on Nasdaq Stockholm (Mid Cap) since 27 March 2018. For information about the company's owners, see the section "The share" below.

THE SHARE

The BHG Group AB (publ) share is listed on Nasdaq Stockholm Mid Cap under the ticker BHG with the ISIN code SE0010948588. The market capitalisation of BHG Group AB (publ) on Nasdaq Stockholm as of the last trading day of 2025 was SEK 5.7 billion.

	Holding*	Holding %	Votes %
Ferd AS	31,838,862	17.76%	17.76%
Entrust Global Partners LLC	17,902,981	9.99%	9.99%
Fidelity Investments (FMR)	14,004,538	7.81%	7.81%
Mikael Olander	8,921,686	4.98%	4.98%
Handelsbanken Fonder	8,076,093	4.51%	4.51%
Vitruvian Partners	5,967,388	3.33%	3.33%
Fjärde AP-fonden	5,600,000	3.12%	3.12%
Janus Henderson Investors	5,369,556	3.00%	3.00%
OP Asset Management	4,425,110	2.47%	2.47%
Avanza Pension	4,198,589	2.34%	2.34%
Svenska Handelsbanken AB för PB	3,329,762	1.86%	1.86%
Fidelity International (FIL)	2,797,056	1.56%	1.56%
Nordnet	2,768,424	1.54%	1.54%
Pensionsförsäkring			
Movestic Livförsäkring AB	2,698,426	1.51%	1.51%
Dimensional Fund Advisors	2,513,689	1.40%	1.40%
Total, 15 largest shareholders by holdings	120,412,160	67.18%	67.18%
Other shareholders	58,821,403	32.82%	32.82%
Total shares issued	179,233,563	100.0%	100.0%

* Data as of 31 December 2025 compiled by Monitor.

Share capital

At 31 December 2025, the number of shares issued was 179,233,563, all of which were ordinary shares. The Group's share capital amounted to SEK 5.4 million at the end of the year.

At the end of the period, there were a total of 6,698,654 warrants outstanding and 2,457,711 share awards outstanding attributable to the Group's incentive programmes. The total potential dilution should all outstanding warrants be exercised amounts to 5.1%. For more information, refer to Note 8.

Change in number of shares

There were not any changes to the number of shares outstanding in 2025.

Dividend

The Parent Company did not pay any dividend in 2024 and the Board of Directors has proposed that no dividend be paid for 2025.

Share trend

The share price at the beginning of the year was SEK 19.2. On the last day of trading in the period, the share price was SEK 32.0. The highest price paid, quoted in December, was SEK 32.4, and the lowest price paid, quoted in January, was SEK 17.1.

During the period, 116,448,954 BHG shares were traded, equivalent to a turnover rate of 65%.

EMPLOYEES

Our success depends on us having competent and driven employees who can create the retail landscape of tomorrow.

That is why we strive to be an attractive employer, creating an environment where people thrive at work and have room to be creative and grow. Attracting and retaining strategically important skills, along with developing these skills, is necessary for the success of BHG and its online advantage. We are proud of the fact that our employees are a driving force behind our success, and we look forward to continuing to grow together.

At year-end, the number of employees in the Group, calculated as FTEs, was 1,555 (1,691). Of these, 874 (979) were men and 681 (712) were women.

Information on the average number of employees and salary costs can be found in Notes 8 and 9. More information is available under the section "Own workforce" in the Sustainability Report on page 62.

FINANCIAL SUMMARY

Net sales

Net sales increased 6.2% to SEK 10,582.9 million (9,962.5). Organic growth was 9.4%.

Net sales in the Home Improvement segment increased 2.7% to SEK 5,317.4 million (5,175.4). Organic growth was 9.6%.

Net sales in the Value Home segment increased 11.5% to SEK 2,741.0 million (2,458.3). Organic growth was 11.3%.

Net sales in the Premium Living segment increased 7.6% to SEK 2,558.4 million (2,377.4). Organic growth was 6.1%.

The Group's webstores received 4,284 thousand orders (4,158) with a total order value of SEK 10,685.0 million (10,278.5).

Gross margin

The adjusted product margin was 37.4% (37.8). The adjusted gross margin (that is, the margin after deductions for direct selling costs, such as logistics, fulfilment, etc.) amounted to 25.4% (25.5).

The slightly lower gross margin for the year compared with last year was mainly attributable to mix effects in Home Improvement since IP-Agency, which has a high product margin due to its large share of proprietary brands and was divested in the first quarter of 2025, is included in the comparative period but not in the outcome for the year. Excluding IP-Agency from the comparative period, the adjusted product margin was 0.1 of a percentage point lower and the adjusted gross margin was 0.3 of a percentage point higher than last year. The improved adjusted gross margin was also attributable to more efficient fulfilment.

SG&A

Selling, general and administrative expenses (SG&A, defined as total personnel costs and other external costs adjusted for items affecting comparability) amounted to SEK 1,956.4 million (1,945.8), corresponding to 18.5% (19.5) of net sales.

Earnings

The Group's operating income amounted to SEK 386.7 million (-442.9), corresponding to an operating margin of 3.7% (-4.4).

Depreciation, amortisation and impairment of tangible and intangible assets amounted to SEK -427.7 million (-903.0), of which SEK -209.1 million (-278.9) pertains to depreciation and impairment of lease assets.

The comparative period was impacted by impairment of SEK -399.0 million as a result of IP-Agency being recognised as a disposal group as of the fourth quarter.

The Group's adjusted EBIT amounted to SEK 389.9 million (257.8), corresponding to an adjusted EBIT margin of 3.7% (2.6). Items affecting comparability amounted to SEK 89.2 million (-602.7) and were entirely attributable to the dispute with and the sale of IP-Agency.

The Group's net financial items amounted to SEK -128.9 million (-193.9) and pertained to interest expenses of SEK -141.8 million (-180.9), of which SEK -18.7 million (-18.7) relates to lease liabilities in accordance with IFRS 16.

The Group's profit before tax amounted to SEK 257.8 million (-636.8). Net income amounted to SEK 203.5 million (-640.1). The effective tax rate was -21.0% (0.5), corresponding to SEK -54.3 million (-3.3). The low tax rate in the comparative period was largely attributable to the impairment of a disposal group.

Currency effects

Generally, the Group does not hedge its currency exposure, but some currency hedging takes place in individual subsidiaries.

Cash flow and financial position

Cash flow from operating activities amounted to SEK 682.9 million (657.2), primarily driven by the Group's EBITDA and primarily driven by the Group's EBITDA and a minor negative effect from changes in working capital, in turn driven by slightly lower accounts payable at the end of the year compared to the beginning of the year.

Cash conversion (cash flow from operating activities in relation to adjusted EBITDA) was 76.2% (90.8).

The Group's cash flow from investing activities amounted to SEK -205.4 million (-77.6) and was mainly attributable to the acquisition of shares in Hyma Skog & Trädgård, IT investments related to web platforms as well as the sale of IP-Agency.

Cash flow to financing activities amounted to SEK -619.3 million (-477.4), mainly due to net repayments of the Group's revolving credit facility of SEK 200.0 million, consisting of utilisation of SEK 200.0 million and repayments of SEK 400.0 million, as well as repayments of lease liabilities and interest payments.

The Group's cash and cash equivalents at the end of the reporting period, compared with the beginning of the year, amounted to SEK 300.5 million (473.0). The Group's net debt, which is defined as the Group's current and non-current interest-bearing liabilities to credit institutions, less cash and cash equivalents and short-term investments, etc., amounted to SEK 999.5 million at the end of the period, compared with SEK 1,027.0 million at the beginning of the year, corresponding to net debt in relation to pro-forma adjusted



EBITDAaL, LTM (see definition on page 148) of 2.39x, which is above the Group's medium-term capital structure target.

The Group's unutilised credit facilities amounted to SEK 1,000 million at the end of the period, compared with SEK 800 million at the beginning of the year.

The Group's total assets at the end of the reporting period, compared with the beginning of the year, amounted to SEK 10,534.5 million (10,894.7).

The Group's equity at the end of the reporting period, compared with the beginning of the year, amounted to SEK 6,080.8 million (5,984.8).

EXPECTED FUTURE DEVELOPMENT

We expect the positive market trend we noted in 2025 to continue in 2026, particularly in the online channel, which is expected to continue to grow faster than physical retail in our product categories and geographic markets.

In 2026, demand in Sweden – our largest market – is expected to be positively impacted by increased disposable income as a result of fiscal measures. Changes related to housing market regulations could also lead to increased activity in the housing market. Historically, disposable income and the number of transactions in the housing market have been the most important drivers in our product categories. Trends are expected to be overall positive in the Group's major markets in 2026, although the recovery in Finland is expected to take longer. At the same time, the prevailing global uncertainty means that the outlook remains uncertain.

Our assessment is that the long-term structural trends that have driven BHG's growth will continue. The shift from physical stores to online is continuing, and online penetration in the product categories and markets where we operate is still lower than in more mature markets and geographic regions, providing support for continued long-term growth.

FINANCIAL TARGETS

In connection with the Capital Markets Day on March 19, 2026, the Board of Directors adopted updated financial targets for the Group. The updated targets are set out below. For information on previous financial targets, see page 28 of the 2024 Annual Report.

Net sales growth

10–15% annual growth over a business cycle through a combination of organic growth and acquisitions.

Profitability

An adjusted EBIT margin of 5% in the short term, followed by an adjusted EBIT margin of 7% in the medium term.

Capital structure

Net debt/EBITDA below 2x, measured at the end of each financial year.

Dividend policy

When free cash flow exceeds available investments in profitable growth, and provided that the capital structure target is met, the surplus will be distributed to shareholders.

RISKS

Risks are inherent to all businesses, and a certain degree of risk-taking is necessary for financial growth. These risks may be strategic, operational or financial and also include uncertainty factors that impact the company's financial results and position.

Many risks can be managed through internal processes and procedures, while others are impacted to a greater extent by external factors. The company is exposed to risks linked to systems, processes, seasonal variations and weather conditions, but changes in market conditions and consumer behaviour in online shopping can also entail uncertainty.

In addition, the Group is also exposed to various financial risks such as currency exchange risk, financing and liquidity risks, and interest-rate risk.

The most material risks for BHG are described below.

Changes in buying power as a result of high interest rates and inflation

The economic climate in Sweden is assessed to have stabilised in 2025 and is expected to enter a more balanced phase in 2026. Inflation is expected to remain at controlled levels, leading to improved predictability for households and businesses. While interest rates are expected to remain higher than in the pre-pandemic years, they are expected to be more stable and gradually decline, leading to increased confidence in the economy. This will provide a foundation for a cautious but gradual recovery in consumption, with household purchasing power growing stronger as real incomes recover and living costs stabilise.

Signs of recovery were noted in a number of DIY and home furnishing categories in 2025, and this trend is expected grow stronger in 2026. A more stable property market, combined with lower interest rates and a pent-up need for maintenance, is expected to result in an increase in renovation and redevelopment projects. This will provide a good foundation for more long-term stabilisation and additional business opportunities for companies such as BHG.

According to the Riksbank's forecast, the policy rate is expected to remain at below 3%, with the cautious cuts possible during the year.

Risks related to global logistics chains and currency effects

As an e-commerce company with a certain degree of dependency on imports, BHG will continue to be exposed to economic and supplier-related risks in 2026.

The company's purchases in foreign currency involve a risk related to exchange rate fluctuations. A weakening of the SEK could lead to higher costs for materials and squeezed gross margins, particularly in a competitive e-commerce environment where the opportunity to fully pass on cost increases to customers could be limited.

Interest rates are expected to remain relatively stable in 2026, with a possibility of cautious cuts. Nevertheless, financing costs for inventories and working capital could continue to negatively impact cash flow, making efficient inventory management and tied-up capital necessary.

In terms of suppliers, risks arise with respect to price adjustments, delivery times and availability. Changes in production, transportation or raw material costs among

suppliers could lead to higher purchase prices. Longer lead times or changing business conditions could also impact the company's delivery capacity and product range.

The company continually utilises supplier diversification, pricing strategies and warehouse optimisation to manage these risks and ensure stable profitability.

The geopolitical climate

Geopolitical tensions will continue to pose a risk to BHG's supply chains and cost structure in 2026. A more fragmented trade environment could affect import flows through changed tariffs, trade conditions or regulatory measures, which could lead to higher purchasing costs and longer delivery times. In addition, global conflicts and their impact on energy and transportation markets could lead to increased logistics costs and have an impact on demand. This places increased demands on flexibility and diversification of the supplier base in order to ensure the company's competitiveness and profitability.

Cybersecurity and information security risks

Risks related to cybersecurity and information security are expected to persist for the Group in 2026. The Group's operations are dependent on several IT platforms, both for internal processes and to be able to offer stable and user-friendly e-commerce solutions. Disruptions to these systems, such as in the event of sophisticated ransomware attacks, data breaches, AI-driven phishing or distributed denial-of-service (DDoS) attacks, could lead to significant operational disruptions, loss of revenue and damage to the brand.

Other risks include payment fraud, vulnerabilities among suppliers and third-parties, and insider threats, which could have an overall negative impact on the Group's financial position and earnings. In addition, incorrect handling of personal data or non-compliance with data protection regulations, such as the General Data Protection Regulation (GDPR), could result in a risk of sanctions, increased costs and a loss of confidence.

To meet these challenges, the Group is continuing to strengthen its cybersecurity by investing in advanced security solutions such as encryption, multi-factor authentication and improved monitoring as well as providing ongoing employee training and further developing structured incident management and continuity plans.

Financial risks

As of 31 December 2025, the Group had utilised SEK 1,300 million of a total available amount of SEK 2,300 million in its credit facilities.

All of the terms for the credit facilities had been met on this date. In March 2025, the Group received authorisation from its creditors to exercise its extension option, meaning that the credit facilities will now mature in May 2027.

For a further description of the Group's exposure to financing and liquidity risks as well as its exposure to other financial risks in the form of interest-rate risk credit risk and currency exchange risk, refer to Note 27.

Risks related to CSR

For further description of the Group's risks linked to sustainability and reporting requirements under CSR,

please refer to the sustainability report and the section on sustainability-related risks in this annual report.

GUIDELINES FOR REMUNERATION TO SENIOR EXECUTIVES

The guidelines for remuneration to senior executives were adopted by the Annual General Meeting on 5 May 2022 and apply until new guidelines are adopted, but until the 2026 Annual General Meeting at the latest. A review of the guidelines for remuneration to senior executives was completed ahead of the 2026 Annual General Meeting. The guidelines have been assessed as still relevant and no adjustments have been proposed. The only changes that have been made were of an editorial nature. In 2025, the company applied the guidelines adopted by the 2022 Annual General Meeting.

General

The CEO and the additional individuals in the company's executive management fall within the provisions of these guidelines. The guidelines are applicable to remuneration agreed, and amendments to remuneration already agreed, after adoption of the guidelines by the 2022 Annual General Meeting. These guidelines do not apply to any remuneration decided by the General Meeting of Shareholders.

How the guidelines promote the company's business strategy, long-term interests and sustainability

In short, the company's business strategy is to leverage its leading position in the online home improvement market to continue benefiting from the market's underlying growth as a result of increasing online penetration and to couple organic expansion with further active consolidation measures, such as M&A.

A prerequisite for the successful implementation of the company's business strategy and safeguarding of its long-term interests, including its sustainability, is that the company is able to recruit and retain qualified personnel. To this end, it is necessary that the company offers competitive remuneration. These guidelines enable the company to offer executive management a competitive total remuneration package.

Long-term share-based incentive programmes have been implemented in the company. Such programmes have been resolved by the General Meeting and are therefore excluded from these guidelines. For more information regarding these incentive programmes, please see www.wearebhg.com.

Variable cash remuneration covered by these guidelines should aim to promote the company's business strategy and long-term interests, including its sustainability.

Types of remuneration, etc.

Remuneration is to be on market terms and may consist of the following components: fixed cash salary, variable cash remuneration, pension benefits and other benefits. Additionally, the General Meeting may – irrespective of these guidelines – resolve on, among other things, share-based or share price-based remuneration.

The fixed cash salary is to be individual and based on the responsibility and role of the senior executive as well as the

executive's competence and experience in the relevant position.

Variable cash remuneration may amount to a maximum of 100% of the fixed annual cash salary. Additional variable cash remuneration may be awarded in extraordinary circumstances, provided that such extraordinary arrangements are only made on an individual basis, either for the purpose of recruiting or retaining executives, or as remuneration for extraordinary performance beyond the individual's ordinary tasks. Such remuneration may not exceed an amount corresponding to 100% of the fixed annual cash salary and may not be paid more than once each year per individual. Any resolution on such remuneration is to be made by the Board of Directors based on a proposal from the Remuneration Committee.

For the CEO, pension benefits, including health insurance, are to be premium-defined. Variable cash remuneration does not qualify for pension benefits. The pension premiums for premium-defined pensions are to amount to a maximum of 30% of the fixed annual cash salary. For other executives, pension benefits, including health insurance, are to be premium-defined unless the individual concerned is subject to defined-benefit pension under mandatory collective agreement provisions. Variable cash remuneration is to qualify for pension benefits to the extent required by mandatory collective agreement provisions. The pension premiums for premium-defined pensions are to amount to a maximum of 30% of the fixed annual cash salary.

Other benefits may include, for example, life insurance, medical insurance and company car benefits. Premiums and other costs relating to such benefits may amount to a maximum of 30% of the fixed annual cash salary.

For employment governed by rules other than Swedish rules, pension benefits and other benefits may be duly adjusted to ensure compliance with such mandatory rules or established local practice, taking into account, to the greatest extent possible, the overall purpose of these guidelines.

Termination of employment

Upon termination of employment by the company, the notice period may not exceed 12 months. Fixed cash salary during the notice period and severance pay, combined, may not exceed an amount corresponding to the fixed cash salary for two years. Upon termination of employment by the senior executive, the notice period may not exceed nine months, without any right to severance pay.

Criteria for awarding variable cash remuneration, etc.

Variable cash remuneration is to be linked to predetermined and measurable financial or non-financial criteria. These criteria may also be individualised quantitative or qualitative objectives. The criteria are to be designed to promote the company's business strategy and long-term interests, including its sustainability, for example by being clearly linked to the business strategy or promoting the executive's long-term development.

The satisfaction of criteria for awarding variable cash remuneration is to be measured over a period of one year. The extent to which the criteria for awarding variable cash remuneration have been satisfied is to be evaluated/determined when the measurement period has

ended. The Remuneration Committee is responsible for the evaluation insofar as it concerns variable remuneration to the CEO. For variable cash remuneration to other senior executives, the CEO is responsible for the evaluation. For financial objectives, the evaluation is to be based on the latest financial information made public by the company.

Salary and employment conditions for employees

In the preparation of the Board of Directors' proposal for these remuneration guidelines, salary and employment conditions for employees of the company have been taken into account by including information on the employees' total income, the components of the remuneration, any increases in remuneration and the rate of increase over time, in the basis for the Remuneration Committee's and the Board of Directors' decisions when evaluating whether the guidelines and the limitations set out herein are reasonable. The development of the gap between the remuneration to senior executives and remuneration to other employees will be disclosed in the remuneration report.

The decision-making process to determine, review and implement the guidelines

The Board of Directors has established a Remuneration Committee. The committee's tasks include preparing the Board of Directors' decision to propose guidelines for executive remuneration. The Board of Directors is to prepare a proposal for new guidelines at least every four years and submit this proposal to the General Meeting. The guidelines are to remain in force until new guidelines are adopted by the General Meeting. The Remuneration Committee is also responsible for monitoring and evaluating programmes for variable remuneration for executive management, the application of the guidelines for executive remuneration and the current remuneration structures and remuneration levels in the company. The members of the Remuneration Committee are independent of the company and its executive management. The CEO and other members of executive management do not participate in the Board of Directors' processing of and resolutions regarding remuneration.

Derogation from the guidelines

The Board of Directors may resolve to temporarily derogate from the guidelines, in whole or in part, if in a specific case there is special cause for the derogation and a derogation is necessary to serve the company's long-term interests, including its sustainability, or to ensure the company's financial viability. As set out above, the Remuneration Committee's tasks include preparing the Board of Directors' resolutions in remuneration-related matters. This includes any resolutions to derogate from the guidelines.

Description of material changes to the guidelines and how the views of shareholders' have been taken into consideration

In the proposal for guidelines submitted to the 2026 Annual General Meeting, no substantial changes were made compared with the guidelines adopted by the 2022 Annual General Meeting. BHG has not received any views from

shareholders to take into consideration in the preparation of this proposal.

PARENT COMPANY

BHG Group AB (publ) is the Parent Company of the Group. The company does not engage in the sale of goods and services to external customers.

The Parent Company holds shares in its subsidiaries, as specified in Note 16.

The Parent Company's net sales totalled SEK 12.4 million (11.3) and its operating loss amounted to SEK -67.7 million (-60.6). The Parent Company's cash and cash equivalents totalled SEK 10.7 million at the end of the reporting period, compared with SEK 2.8 million at the beginning of the year.

The Board of Directors' proposal to the Annual General Meeting is that no dividend be paid to the shareholders for the 2025 financial year. The basis for this proposal is the high availability of investments in profitable growth.

APPROPRIATION OF PROFITS

BHG Group AB

559077-0763

Appropriation of profits (SEK)

At the disposal of the annual general meeting

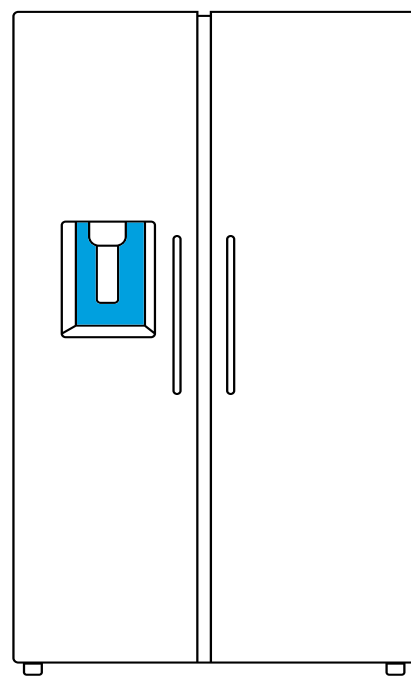
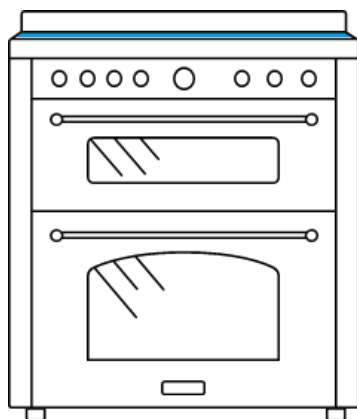
Retained earnings	3,580,993
Share premium reserve	6,563,455,683
Profit/loss for the year	-14,788,553

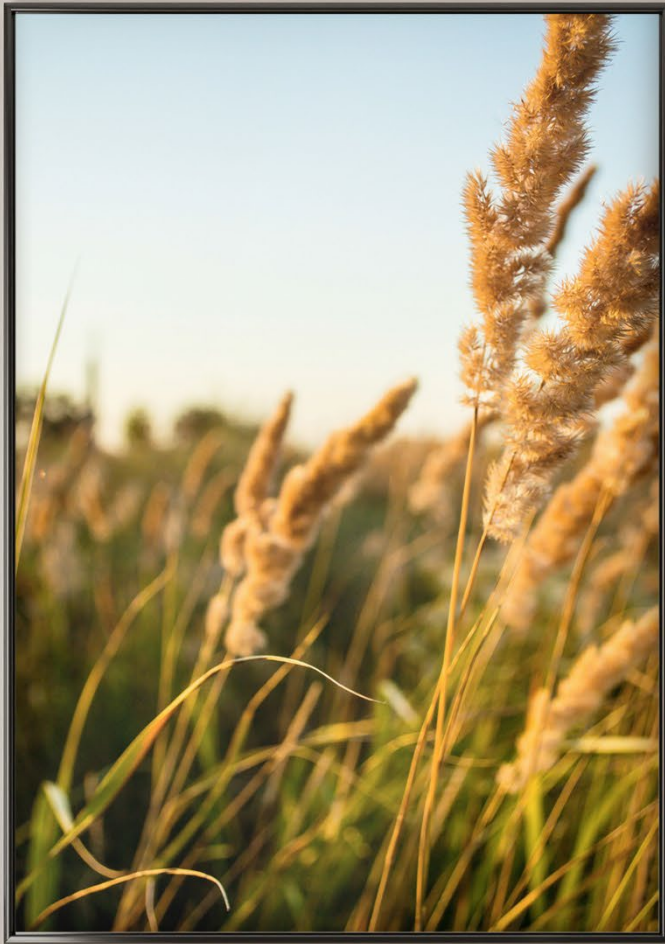
6,552,248,123

The Board of Directors proposes

carried forward	6,552,248,123
<i>whereof share premium reserve</i>	<i>6,563,455,683</i>

6,552,248,123





Sustainability Report

part of Directors' Report

General disclosures

ESRS 2

BP-1 – General basis for preparation of the sustainability statement

BHG's statutory sustainability report in the management report constitutes the group's sustainability statement in accordance with the Annual Accounts Act. The report has been prepared in accordance with the European Sustainability Reporting Standards (ESRS) and the Taxonomy Regulation.

Unless otherwise stated, the report has been compiled on the same consolidation basis as the financial statements, meaning all subsidiaries and their employees are included. In the value chain, both upstream and downstream impacts have been considered. No information related to intellectual property, know-how, or results of innovation has been omitted.

BP-2 - Disclosures in relation to specific circumstances

The 2025 sustainability report has for the first time been prepared in accordance with the CSRD and the associated ESRS.

The Group has applied the time horizons defined in ESRS 1, where short-term refers to one year, medium-term from one to five years, and long-term five years or more, unless otherwise stated. The reported data includes the entire value chain, including both upstream and downstream. Where primary data for certain metrics is unavailable, data is partly based on estimates and averages, for example, regarding value chain emissions. Details on the types of estimates and where they are used are described under accounting policies in each section.

Potential sources of high-uncertainty methodologies are also described. To reduce margins of error, we plan to collect more comprehensive primary data with value chain partners. We will also demand higher transparency from property owners regarding energy consumption. Apart from the EU Taxonomy, the report does not include disclosures linked to other directives or legislation.

BHG has, supported by the phase-in opportunities introduced in the ESRS during 2025, chosen to postpone all reporting linked to Workers in the Value Chain (S2) and Consumers and End-users (S4). Additionally, the Group is phasing in disclosures regarding financial effects (see table below). Supplementary information related to S2 and S4 is found on page 68.

Phased-in disclosures of expected financial effects

ESRS 2 General Disclosures, SBM-3 paragraph 48 e

E1 Climate Change, E1-9

E5 Resource use and circular economy, E5-6

Phased-in disclosures of all disclosure requirements

S2 Workers in the value chain

S4 Consumers and end-users



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

ROLES & RESPONSIBILITIES OF THE BOARD

The Board has overall responsibility for the company's governance and strategic direction, including how sustainability is integrated into the business model. Responsibility is based on the Impacts, Risks and Opportunities identified as material.

- **Strategy approval**—Ensuring that the sustainability strategy and actions align with BHG's overall strategy and that any sustainability targets are consistent with business objectives.
- **Risk monitoring**— Verifying that ESG-related risks are identified, assessed, and managed effectively, and ensuring that risks such as climate change, supply chain disruptions, and regulatory compliance are integrated into decision-making processes.
- **Performance monitoring**— Holding the CEO and management team accountable for the implementation of sustainability strategies. Ensuring that adequate resources are allocated to support sustainability initiatives within the Group.
- **Reporting and transparency** - Ensuring that the Group complies with legal and regulatory requirements regarding sustainability and ensuring that targets and performance are communicated through transparent and accurate reporting. Ultimately responsible for ensuring that operations are conducted in an ethical and responsible manner.
- **Setting of frameworks** - Annually approving the Group's Code of Conduct, which constitutes the foundation for our ethical conduct and includes principles regarding anti-corruption, bribery, and conflicts of interest.

Role and responsibilities of the Audit Committee

The responsibility for quality assuring the Group's sustainability reporting and internal control environment has been delegated by the Board to the Audit Committee. The Committee's primary responsibilities include:

- **Monitoring the reporting process**— Monitoring the sustainability reporting process, including the collection of quantitative data and compliance with the European Sustainability Reporting Standards (ESRS).
- **Internal control and risk management**— Reviewing the effectiveness of the company's internal control and risk management systems regarding sustainability matters, including risks linked to business conduct, corruption, and human rights.
- **Incident reporting and whistleblowing**— Ensuring that appropriate actions are taken by the Board, through the Audit Committee, by receiving regular reports regarding the company's whistleblowing function and any incidents related to business conduct.

- **Health and safety**— Receiving reports concerning work-related incidents and near-misses within the Group's operational activities, to ensure that corrective actions are implemented promptly.
- **External assurance** - Responsible for the dialogue with the company's external auditors regarding the statutory sustainability assurance and following up on the auditors' findings and recommendations.

Role and responsibilities of the Remuneration Committee

The Remuneration Committee has a strategic role in ensuring that the Group's incentive schemes promote BHG's long-term sustainability strategy and ethical values. The Committee's primary responsibilities include:

- **Linking remuneration to sustainability targets** - Responsible for designing and evaluating principles for remuneration to senior management, where a portion of the variable remuneration is linked to sustainability targets.
- **Promoting sustainable value creation** - Ensuring that the remuneration policy encourages decision-making that supports the Group's long-term sustainability agenda and discourages short-term risk-taking that could harm the company's reputation or its environmental and social impacts.
- **Monitoring social sustainability** - Reviewing that remuneration systems are fair and promote equal opportunities as part of the governance of workforce matters.
- **Expertise and advice** - Ensuring the Board has access to the necessary expertise to understand how sustainability matters should be integrated into remuneration models in a manner consistent with current market practice and regulatory requirements.
- **Compliance with the Code of Conduct** - Monitoring that incentive structures do not unintentionally create incentives that conflict with the Group's Code of Conduct or principles for business conduct.

The Group's Board of Directors consists of six non-executive board members. Accordingly, there are 0 executive and 6 non-executive members. Of the members, 50% are women and 50% are men. Five of the six members (83%) are independent in relation to the company and its management, and five of six (also 83%) are independent in relation to the company's major shareholders.

BHG's administrative, management and supervisory bodies and management team possess collective experience and perspectives from leading positions in international organisations across several different industries, and one of the board members holds a qualification in Sustainability Management from the University of Cambridge. In previous years, the Board has been briefed on its responsibilities under CSRD, and the Group has access to external advisory expertise across all material matters.

Role and responsibilities of the management team

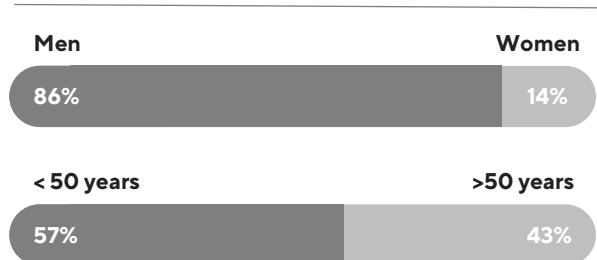
The management team consists of 6 men and 1 woman, all of whom work operationally within the Group. The management team is jointly responsible for managing identified Impacts, Risks and Opportunities. Their duties include, among others:

- **Strategy development and implementation**– Driving the sustainability strategy work within the management team through the strategy process. The CEO and Head of Sustainability are responsible for communicating the sustainability strategy and any actions to the subsidiaries. Implementation occurs primarily through the CEOs of the subsidiaries, who are responsible for day-to-day operations.
- **Setting targets and performance monitoring** – Defining direction and evaluating performance in the subsidiaries and taking corrective actions where necessary.
- **Resource allocation and budget** – Setting budget frameworks and ensuring that adequate resources, tools, and support are in place.
- **Stakeholder dialogue** – Conducting the primary communication with the Group's key stakeholders to ensure that sustainability efforts align with stakeholder expectations. This occurs both directly and indirectly depending on the type of stakeholder and the involvement of the subsidiaries.

- **Compliance** - Responsible for the operational implementation of the Code of Conduct and ensuring that internal control systems are effective in preventing business conduct risks, as well as ensuring that the Group complies with sustainability-related laws and regulations.
- **Reporting** – Responsible for the external reporting of the Group’s sustainability performance, as well as monitoring and ensuring that systems and procedures are functional through annual reporting of all metrics in the sustainability statement. Reporting to the Board regarding the status and progress of the Group’s sustainability work occurs once a year.

A description of the work of the Board of Directors and the Group Management related to impacts, risks and opportunities can be found under IRO-1. Neither the Board nor the management team has formal representation of workers. BHG currently monitors its sustainability work through its group-wide reporting system.

Composition of the Management team



Composition of the Board



Number of independent board members (5)





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

The Group's administrative, management and supervisory bodies regularly discuss sustainability matters to ensure a continued focus on the area. Reporting to the Board occurs annually through a presentation of sustainability activities by the Head of Sustainability. This year, the Board was informed about the results of the work performed regarding BHG's impacts, risks and opportunities related to sustainability matters in the updated double materiality assessment. The Board provided feedback, which was incorporated into the final results of the assessment.

The revision of the Group's future sustainability targets has also been subject to discussion and decision-making. The final decision regarding the DMA and sustainability targets was made at a board meeting after the reporting year but before the completion of the sustainability statement. The Head of Sustainability has also provided regular updates at the Audit Committee's recurring meetings, focusing on the progress of the work to report in accordance with CSRD.

As we are still in an early stage of our long-term work regarding impacts, risks and opportunities, we have not yet fully integrated the outcome into the annual strategy process, which we aim to develop during 2026.

The list of material impacts, risks and opportunities presented to the Group's administrative, management and supervisory bodies can be found in its entirety under SBM-3



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

For 2025, BHG has defined sustainability-related incentives linked to compliance and reporting in line with EU directives and Swedish law for group management and the CEOs of selected subsidiaries. These incentives aim to ensure accurate, consistent and transparent sustainability reporting within the Group in connection with the first year of reporting under CSRD.

The achievement of targets is assessed through the auditor's opinion on whether the Group has compiled the complete and accurate sustainability reporting required by EU directives and Swedish law at the time of preparing the 2025 sustainability report. These thus constitute short-term incentives directly linked to BHG's governance and regulatory compliance in the area of sustainability. The incentive scheme consists of an annual variable remuneration where 5% of the target achievement is based on the sustainability reporting described above.

At present, no components of remuneration are directly linked to GHG emission reduction performance, and the administrative, management and supervisory bodies are therefore not assessed against GHG emission reduction targets in accordance with ESRS E1-4.

The design and terms of current incentive schemes are determined and updated by BHG's Board through the Remuneration Committee.

Over the coming years, BHG intends to develop incentives that include climate-related targets and relevant sustainability metrics, in conjunction with the Group setting its new climate targets and further developing methods to monitor emission-related performance. The objective is for incentives linked to climate and other sustainability matters to support the Group's long-term strategy.

GOV-4 - Statement on due diligence

BHG's Supplier Code of Conduct shall be followed and signed by all strategic suppliers. The content of the Code is based on internationally recognised principles, including the UN Guiding Principles on Business and Human Rights and other relevant global frameworks. However, BHG has not conducted a formal due diligence process in accordance with the OECD Guidelines for Multinational Enterprises. Instead, a general and risk-based approach is applied, focusing on identifying and managing potential risk areas in the value chain, without this constituting a full OECD-based due diligence process. The emphasis is on areas where the risk of adverse impacts is assessed to be the greatest.

Central elements of Due Diligence	Paragraphs or pages in the Sustainability Report
Integration of due diligence into governance, strategy and business model	E1 - 2 Policies related to climate change mitigation and adaptation E5 - 1 Policies related to resource use and circular economy S1 - 1 Policies related to own workforce
Engagement with affected stakeholders	SBM-2 - Interests and views of stakeholders
Identification and assessment of adverse impacts on people and the environment	IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities
Actions to address adverse impacts on people and the environment	S1 - 3 - Processes for remediating negative impacts and channels for own workers to raise concerns E1 - 3 - Actions and resources in relation to climate change policies E5 - 2 - Actions and resources related to resource use and circular economy
Tracking the effectiveness of these actions	E1 - 5 Energy consumption and mix E1 - 6 Gross Scopes 1, 2, 3 and Total GHG emissions E5 - 4 Resource inflows E5 - 5 Resource outflows S1 - 6 Characteristics of the undertaking's employees S1 - 9 Diversity metrics S1 - 14 Health and safety metrics S1 - 16 Remuneration metrics S1 - 17 Incidents, complaints and severe human rights impacts



GOV-5 - Risk management and internal controls over sustainability reporting

Sustainability reporting for a group of BHGs size and decentralized structure involves specific challenges. The main risks have been identified as poor data quality due to limited access to primary data, the use of incorrect calculation methodologies, a high reliance on estimates, and potential variations in the maturity level of the subsidiaries' internal processes for preparing documentation. To mitigate these risks, risk management is defined at the group level and covers all subsidiaries. Below is a description of how BHGs chosen methods and tools address these specific risks:

Methods and Tools for Risk Minimisation

- Uniform methodology descriptions** – To mitigate the risk of incorrect calculation methodologies and ensure a uniform application of ESRS, the Group has developed common methodology descriptions for all reporting points. These guide the subsidiaries in the selection of input data and formulas.
- Group-wide digital reporting system** – To manage the large volume of data from subsidiaries and reduce the risk of manual errors, a central digital tool is used. The system enables traceability and aggregation of data in a controlled manner.
- Structured dialogue and guidance** – To proactively address the limited access to primary data and reduce the reliance on estimates, ongoing communication is maintained with the subsidiaries. This includes support in identifying new data sources and quality assuring the assumptions underlying necessary estimations.
- Control through the “four-eyes principle”** – To ensure high data quality, the principle is applied that all reporting must be reviewed and validated by at least two individuals prior to final consolidation.

Process for identifying and detecting risks

The work of identifying risks is carried out in close collaboration between the Group's central sustainability function and reporting officers in the subsidiaries. For each reporting period, a structured evaluation of the previous year's process is conducted to identify areas for improvement, while the upcoming period is planned based on known uncertainties. Sustainability-related reporting risks may also be raised within the scope of the Group's regular internal control process, which is led by the Group's risk manager.

Future integration into internal control activities

As 2025 constitutes the Group's first reporting year in accordance with ESRS, the processes are currently under development. From the next financial year, identified risks linked to the sustainability statement will be integrated into the Group's general risk management and internal control function.

Risks will then be systematically assessed based on likelihood and impact on the operations. Existing controls will be evaluated as effective, partially effective, or ineffective. In cases where controls are assessed as deficient, action plans will be established to implement a risk mitigation strategy.

Reporting of risks and internal controls for sustainability data will henceforth follow the annual internal control plan and be reported to the Audit Committee and the management team on a regular basis.



SBM – 1 – Strategy, business model and value chain

BHG is one of the largest e-commerce players in the Nordic region within DIY (Do-It-Yourself), furniture and home furnishing. Through a large number of subsidiaries with more than 100 online stores, complemented by a limited number of physical stores, we offer the market's leading range of well-known external and strong own brands, primarily to private customers in the Nordics, but also in the rest of Europe and in selected Asian markets.

Our range comprises over 1.5 million products and constitutes a comprehensive offering within DIY, furniture and home furnishing. The operations are organised into three strategic business segments that cover various customer needs and price categories for the home. This structure enables synergies in procurement and logistics, while each segment maintains a sharp customer focus.

- **Home Improvement** – Provides specialist products for DIY, gardening, construction and renovation. Operates, among other things, through a drop-shipping model and primarily targets homeowners and DIY consumers in the Nordic region and Northern Europe.
- **Value Home** – Provides private customers in the Nordics and Europe with furniture and interior products with a focus on price and availability.
- **Premium Living** – Offers a wide range of exclusive interior decor, design furniture, lighting, and kitchenware from leading Scandinavian and international brands to design-conscious customers in the Nordics and the rest of the world.

The Group's subsidiaries, within the segments above, procure products from more than 2,000 suppliers, primarily in Europe and Southeast Asia. BHG has no in-house manufacturing, and its own operations primarily comprise procurement, warehousing, marketing, and sales.

Our subsidiaries employ approximately 2,000 people who work daily to create value through effective assortment management, supplier collaboration, logistics, and delivery capacity for the best possible customer experience. Own operations are primarily located in the Nordics (1,458 employees) and in Europe (503 employees). The Group combines commercial development and growth with responsible business conduct, where sustainability is integrated into the strategy.

BHG's strategy for profitable growth is rooted in a tech- and data-driven business model where sustainability is viewed as a catalyst for efficiency and long-term value creation. Integration occurs primarily through our three strategic layers:

Operational Excellence

Our core strategy is based on continuous improvements in processes and technology to enable scalability and a competitive cost structure. By optimising operational processes and logistics flows, we reduce the business's relative resource consumption and climate footprint. Our decentralised structure means that each subsidiary is responsible for developing its offering based on local customer needs, which includes resource-efficient improvements close to the customer.

Strategic Initiatives

We focus on initiatives that strengthen our operations by further increasing automation and efficiency. This enables us to secure competitive advantages in our cost structure, for example through the implementation of AI solutions that enhance our operational efficiency without expanding our physical footprint.

We also aim to better leverage the large volumes of data generated to drive growth, efficiency and customer experience. This enables a more intelligent and sustainable consumption model, creating growth opportunities through new revenue streams that do not require increased use of physical resources or raw materials.

Acquisitions

Acquisitions are a central part of our growth strategy and are characterised by strong financial and strategic discipline. When identifying and evaluating potential acquisitions, we apply clear processes to ensure that new operations are integrated in a way that strengthens the Group's overall profile and synergies.

Targets & Monitoring

To drive and monitor our performance, BHG has established concrete sustainability targets within the following main areas:

- **Climate and environment** – Targets for the reduction of GHG emissions in own operations.
- **Responsible procurement** – Targets for the proportion of strategic suppliers that have signed our Code of Conduct.
- **Employees and culture** – Targets regarding the signing of the Code of Conduct.



The Group's revenue is primarily generated through the sale of products via e-commerce and related services such as delivery options and installation. All revenue occurs within the sales and trade sector.

BHG's operations are based on a decentralised model where the overall strategy is defined at Group level, then translated by segment managers into local strategies and executed by the respective CEO of each subsidiary. During the year, no major changes have occurred regarding main markets, customer groups or product offerings. In formulating targets, we have taken into account the interaction of affected stakeholders within our business model and our value chain, as described below. BHG's business model is based on inputs such as purchased goods and materials from external suppliers, transport and logistics services, packaging materials, energy for warehouse and distribution operations, digital infrastructure, as well as workforce and expertise.

These inputs are transformed into outputs in the form of sold products, delivery of orders to customers and related services such as customer support, return solutions and information flows regarding product data and order management.

The operations give rise to outcomes in the value chain, where the most significant environmental impacts typically relate to climate impact from manufacturing and transport, resource use and waste from materials and packaging. Social and governance outcomes include, among other things, risks and impacts linked to working conditions and human rights in the supply chain, health and safety in warehouse and logistics operations, product safety and accurate customer information, as well as requirements for compliance, traceability and information security.

Value chain

UPSTREAM

Input materials

The upstream chain begins with the extraction and production of raw materials and input products such as wood, metals, plastics, textiles and electronic components. These inputs are used by BHG's suppliers in the manufacturing of finished products. BHG has no direct influence or visibility regarding raw material extraction or components, and impact occurs indirectly through supplier requirements and Codes of Conduct.

Manufacturing

The products are manufactured by an extensive network of external suppliers in Europe and Asia. Manufacturing primarily comprises products from established external brands where product design, material selection and processes are controlled by the brand owner, as well as own-brand products, where manufacturing is to a very large extent based on the suppliers' standardised catalogue products. For the vast majority of the product range, BHG has no operational control over manufacturing processes or material composition. The manufacturing stages include, among other things, the processing of raw materials, machining, surface treatment, assembly and packaging.

Inbound transport

Inbound transport of finished products from suppliers' production facilities to BHG's own warehouses or warehouses belonging to third-party logistics (3PL) partners takes place via road, rail and sea, depending on the origin according to the following flows:

- **Production in the EU** – Nordic warehouse: road/rail
- **Production in Asia** – Nordic warehouse: sea freight and road transport

OWN OPERATIONS

Procurement and warehousing

BHG is responsible for assortment selection, negotiation of purchase agreements, price, volumes and delivery terms. Procurement is conducted from many suppliers, reducing dependency on individual actors. Products are stored in own or outsourced warehouses in several locations, primarily in southern Sweden. Warehouse operations include receiving, storage, picking and packing. For the parts of the Group that conduct drop-shipping operations, products are not stored in warehouses at BHG's disposal but are instead sent directly from the supplier to the end customer.

Marketing and sales

Marketing is primarily digital via e-commerce platforms, social media and search advertising. Sales occur mainly through e-commerce from our large number of online stores, but also through a few physical stores in Sweden and Europe. The companies are responsible for pricing, customer communication and campaigns. Order management includes receiving customer orders, payment processing and coordination of delivery. Customer service handles inquiries, complaints, returns and after-sales services via digital and telephone-based channels.

Support functions and administration

Finance departments ensure accounting, reporting, compliance and internal governance. IT departments support e-commerce platforms, ERP systems, logistics solutions and data security. HR departments are responsible for recruitment, competence development, work environment and personnel administration.

DOWNSTREAM

Delivery to customers

Delivery to end customers takes place through a large number of carriers and logistics partners covered by our own or the suppliers' transport agreements. Deliveries can be made to home addresses, pick-up points, or stores, depending on the customer's preference.

Customer use of products

After delivery, the products are used by the end customer. The environmental impact of the use phase varies significantly due to the vast breadth of the offering, as the impact is highly dependent on the product category purchased by the customer (materials, energy use, lifespan) and the market in which the customer is located.

Returns

A percentage of the products are returned by our customers for various reasons. Returns entail additional transport, handling and, in some cases, disposal.

Waste management and disposal

At the end of the product's life cycle, waste is managed through recycling, energy recovery or landfill, depending on the materials and local waste management systems. BHG has very limited influence over this stage but can exert influence through information and the product offering

SBM – 2 - Interests and views of stakeholders

BHG actively engages with stakeholders to ensure that its business model, strategy, and operations meet their expectations and needs.

The companies maintain ongoing dialogues with stakeholders throughout the year, in addition to the specific stakeholder dialogues conducted as part of the double materiality assessment.

KEY STAKEHOLDERS & DIALOGUE

- **Customers** – Our customers, who purchase products via our e-commerce and physical stores, are one of our most important stakeholder groups. Dialogue with customers takes place primarily through the subsidiaries' various touchpoints, such as customer service, and through customer surveys. Customers' perspectives and rights inform and influence our strategic work and daily operations.
- **Employees** – Dialogue with employees occurs through employee surveys, annual performance reviews, and various collaboration forums. Their views are taken into account in dialogues with HR managers or CEOs and are captured as input for our strategy and business model.
- **Investors & owners** – Investor dialogues take place quarterly in connection with interim reports, as well as through investor meetings and capital markets days. The perspectives of investors and owners and their influence on the strategy are managed naturally through Board activities as well as well-established channels such as IR (Investor Relations).
- **Authorities** – We monitor local and international authorities to ensure compliance with environmental legislation, labour law, and corporate governance standards. As our subsidiaries operate in various countries, we must comply with both local laws as well as EU regulations and laws.

- **Suppliers and workers in the value chain** – Dialogue with suppliers occurs through the subsidiaries' recurring contacts and supplier screening. Our greatest impact on workers in the value chain occurs through our procurement decisions and supplier relationships. The material rights and interests we address include fair working conditions, health and safety, and compliance with human rights in accordance with our policies, which feeds back into our strategy through risk-based governance of supplier selection.

ROLE IN MATERIALITY ASSESSMENT

BHG's key stakeholders played an important role in the process regarding this year's sustainability statement and the double materiality assessment that forms the basis of the report. Most stakeholder groups, such as suppliers, workers, and customers primarily have contact through the subsidiaries, and therefore indirect representation was used. Detailed information linked to the role of stakeholders can be found in section IRO-1.

INFORMATION SHARING

The flow of information between stakeholders is ensured by the Group Headquarters through regular meetings with subsidiaries, where views from the local operations and their stakeholders are raised. Simultaneously, the Group informs the subsidiaries of the views of investors, owners, and regulatory authorities.

When necessary, this information is escalated by the management team to the Group's Board of Directors. When relevant or affecting BHG's strategic work, the Board is informed of stakeholder views as part of the annual sustainability update. The dialogues conducted during the year have not resulted in any material changes to BHG's business model.



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

BHG has identified material impacts, risks and opportunities (IROs) through its double materiality assessment. IROs are identified upstream in production, in own operations linked to working conditions, energy and business ethics, and downstream through product use, inclusion, returns and waste management. The Group intends to review the list of IROs annually to ensure relevance.

IDENTIFIED IMPACTS, RISKS AND OPPORTUNITIES

E1 – Climate change

Material impacts:

- **GHG emissions from BHG's value chain** – GHG emissions from BHG's supply chain, own operations, and distribution contribute to climate change, affecting both people and the environment.
- **Energy consumption** – Energy use in BHG's own operations drives Scope 2 emissions and contributes to climate impacts affecting both people and the environment.
- **Waste in the value chain** – Waste generated in BHG's warehouse operations and during customers end-of-life management leads to negative environmental impacts through increased resource extraction and emissions linked to waste handling and landfill.

Financial opportunity:

- **Reduced returns** – Proactive work with product information can lead to reduced returns and improved cost efficiency in the customer segment.

Financial risks:

- **Costs related to climate compensation** – Potential costs for climate compensation and carbon credits within Scope 1 and 2 pose a financial risk to the Group, as price volatility and increased market requirements may impact operating costs. These risks arise from the company's energy use and emission-intensive activities in its own operations.
- **Volatile energy prices** – Volatile energy prices represent a financial risk to BHG through increased and fluctuating operating costs in own operations, as well as indirect cost increases in the supply and distribution chain, which over time may affect pricing, margins, and investment priorities.

E5 – Circular economy

Material impacts:

- **Resource inflow of products** – BHG contributes to resource consumption through the use of virgin materials in the wide range of products that the Group procures and sells.
- **Resource inflow of packaging** – The Group's procurement of virgin packaging material results in resource consumption.
- **Resource outflow** – Products with a short lifespan lead to accelerated resource outflow. This means that materials leave the economy prematurely, necessitating new resource extraction and increasing the total environmental burden.
- **Health & safety** – Impacts occur in office, retail, and warehouse environments where physical and psychological strains may occur, necessitating measures to strengthen work environment management, training, and preventive actions.
- **Secure employment** – Impact occurs primarily within logistics, customer service, and IT, which utilize temporary personnel. These impacts arise from differences in rights and benefits between consultants and permanent staff.
- **Equal opportunities** – A lack of access to equal opportunities can affect employees' well-being, development opportunities, and engagement, particularly regarding issues such as flexible working hours and access to benefits. Impact arises through internal work routines and organizational structures and can lead to unequal conditions between different groups in the workforce.
- **Diversity** – A lack of diversity and inclusion, particularly at senior management levels, can affect employees' perception of fairness, career opportunities, and belonging, while also weakening the organization's capacity for innovation and decision quality. Impact arises through recruitment and promotion processes and internal structures.

S2 – Workers in the value chain

Material impacts:

- **Working conditions in the value chain** – Inadequate working conditions in parts of the supply chain and in certain warehouse functions result in negative impacts on workers' health and safety, as well as risks of human rights violations. Impacts arise through physically demanding tasks and hazardous processes in factories and warehouses, often in high-risk countries where protection levels vary.
- **Equal treatment and opportunities in the value chain** – BHG's supply chain can affect workers' rights and well-being, particularly in high-risk countries where protection levels and working conditions vary. Impacts arise through business relationships with suppliers and sub-suppliers and can lead to discrimination and limited opportunities for certain groups.
- **Other work-related rights in the value chain** – Impacts on child labour and other work-related rights in BHG's global supply chain represent serious negative impacts on children's health, safety, and development opportunities.

S4 – Consumers and end-users

Material impacts:

- **Access to quality product information** – Inadequate or misleading product information can negatively affect consumers' ability to make informed choices, thereby creating safety-related consequences.
- **Product safety** – Deficiencies in product safety and the presence of hazardous substances can cause harm to people and lead to significant impacts.
- **Social inclusion and accessibility** – Through its role as an e-commerce player, BHG has an impact on inclusion and accessibility across our online destinations.

Financial risks:

- **Costs related to inadequate information/data management** – Incorrect or inadequate product information can lead to increased return costs and the risk of fines for misleading marketing.
- **Costs related to product safety and inclusion** – Inadequate product safety represents a financial risk, as injuries caused by defective or dangerous products can lead to significant fines, recalls, and compensation costs.

- **Fines related to pricing** – Incorrect or inadequate pricing in relation to prevailing legislation can lead to fines and penalties.

G1 – Business conduct

Material impacts:

- **Inadequate whistleblower protection** – Insufficient protection for whistleblowers may result in irregularities going unreported, thereby risking ethical, legal, and work-environment-related consequences. Impact arises through internal reporting processes and the culture surrounding transparency and security.
- **Deficient relationships with suppliers** – Differences in the level of maturity and the allocation of responsibility for supplier screening among the Group's companies can lead to risks in the supply chain not being identified or managed consistently. This can have negative social and ethical consequences for workers at suppliers.

Financial risks:

- **Corruption and bribery** – The risk of incidents related to corruption and bribery arises primarily in the interaction between our subsidiaries and their suppliers, where there is a risk that improper compensation is used to influence supplier selection and thereby affect the group's financials.

EFFECTS ON STRATEGY AND BUSINESS MODEL

Interaction with business model and decision-making

At the time of completing this report, BHG has not made, and does not currently plan, any material changes to its overall strategy or business model as a direct result of identified impacts, risks, or opportunities. The assessment is that the current business model possesses the necessary flexibility to manage these issues within the framework of existing processes.

While no structural changes have been made to the business model, the identified risks and opportunities are integrated into ongoing decision-making through:

- **Strengthened supplier monitoring** – Focus is placed on ensuring compliance with the Supplier Code of Conduct to manage risks in the supply chain.
- **Data-driven optimization** – Within the framework of existing digital infrastructure, the Group is working to map material flows to identify future opportunities for resource optimization.
- **Continuous monitoring** – The Board and management regularly monitor the financial and operational risks linked to sustainability matters to enable adjustments to strategic priorities as necessary.



BHG intends to continuously evaluate whether the future effects of identified IROs require more extensive changes to the business model or strategy as baseline data for the material areas are established and analysed.

Current financial effects

The identified IROs already have a certain impact on BHG's financial performance and cash flow. Variations in energy and transport costs continuously affect operating expenses and can create margin volatility. Risks linked to product information, product safety, and compliance entail potential costs for returns, complaints, handling, and potential fines, which directly impact the result as they arise. At the same time, efforts to improve product information and reduce returns contribute to increased cost efficiency and positive effects on cash flow. These financial effects are managed within the framework of BHG's established processes for risk management, budgeting, and ongoing monitoring of costs and profitability.

SOCIAL

BHG's material impact on its own workforce arises from the business model's dependence on warehouse operations, customer service, and digital competence, which affects how the work environment, employment types, and equal opportunities are managed. This impact and these risks are used in ongoing strategic decision-making, primarily through the development of work environment routines, talent acquisition, and work on diversity and inclusion, even though they have not required structural changes to the business model.

All groups within the own workforce are covered including permanent employees, temporary employees, and personnel from third-party providers. Negative impact is assessed to be incident-based and not systemic, and since BHG operates in jurisdictions with strong labour law, there are no identified risks of forced or child labour in its own operations. Positive effects include competence development, internal career paths, and an inclusive corporate culture that strengthens employees' opportunities.

The transition towards a more resource-efficient and climate-neutral business is not assessed to lead to material negative effects on the own workforce, such as restructuring or job losses. Identified risks and opportunities are primarily linked to specific groups. For example, physical risks for warehouse personnel, lower job security for temporary employees, and underrepresentation of women in leading roles.

RESILIENCE ANALYSIS

As part of the updated double materiality assessment, BHG conducted a climate-related resilience assessment of the Group's strategy and business model during 2025. The analysis covered the entire operations and included the supply chain, warehouse operations, energy use, logistics flows, and assortment structure. The purpose was to assess how both physical and transition climate risks may affect BHG's ability to maintain operations, profitability, and customer value over time.

The resilience analysis was conducted through a qualitative assessment of risks and opportunities, supplemented by the scenario analysis based on three established climate scenarios: a Paris Agreement-aligned scenario (RCP 1.9, 1.5°C), a more severe warming scenario (RCP 4.5, 2-3°C), and a high-warming scenario (RCP 8.5, over 4°C). These scenarios were used to highlight potential effects on supply chains, energy costs, demand, material availability, and logistics.

The analysis was carried out in conjunction with the materiality assessment and supported by relevant external risk assessments, climate data, and expert input. A full quantitative scenario modelling according to scientific projections has not yet been conducted but is expected to be developed in future reporting cycles.

The results of the resilience analysis show that BHG's business model is resilient in the short to medium term for scenarios with low to medium warming (up to approximately 3°C). The primary risks are assessed to be transition-related, such as increased energy costs, carbon reporting requirements, and tightened legislation regarding transport and products. Physical climate risks are expected to appear primarily in the longer term and primarily affect external logistics and supplier tiers and secondarily own operations. With a diversified assortment and global supplier base, BHG is considered resilient. In more extreme scenarios with over 4°C of warming, global logistics chains, commodity flows, and customer behaviour are assessed to be affected in a way that requires more extensive changes to the business model.

TABLE OF IDENTIFIED IMPACTS, RISKS, AND OPPORTUNITIES

BHG has identified 25 material impacts, risks, and opportunities within six ESRS topical areas through its double materiality assessment. IROs arise in different parts of the value chain, upstream, own operations, downstream and can be positive or negative, as well as actual or potential. For each IRO, there is a brief overview and a time horizon assessment: short term (up to 12 months), medium term (2 - 5 years), and long term (more than 5 years). More information is available in the respective sections for climate and environment, social impact, and business conduct.

ESRS	IRO	Negative	Positive	Risk	Opportunity
E1	GHG emissions from BHG's value chain	●			
	Costs related to climate compensation			●	
	Energy consumption	●			
	Volatile energy prices			●	
E5	Resource inflow of products	●			
	Resource inflow of packaging material	●			
	Resource outflow at sale	●			
	Reduced returns				●
	Waste in the value chain	●			
S1	Health & safety	●			
	Secure employment	●			
	Equal opportunities	●			
	Diversity	●			
S2	Working conditions in the value chain	●			
	Equal treatment and opportunities in the value chain	●			
	Other work-related rights in the value chain	●			
S4	Access to quality product information	●			
	Fines related to pricing			●	
	Costs related to inadequate information/data management			●	
	Opportunity to reduce returns and complaints				●
	Product safety	●			
	Social inclusion and accessibility	●			
	Costs related to product safety and inclusion			●	
G1	Inadequate whistleblower protection	●			
	Deficient relationships with suppliers	●			
	Corruption and bribery			●	



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

In 2023, BHG conducted its first double materiality assessment, supported by external expertise, to identify the Group's most significant impacts, risks, and opportunities. At the request of the Board, the analysis was updated in 2025 to reflect the Groups current status.

The process was divided into three main phases: identification, assessment, and validation.

Identification

We performed a mapping of potential and actual impacts, risks, and opportunities (IROs) along our value chain. This included:

- **Upstream (Supply Chain):** Environmental impacts related to raw materials, production, and transport, as well as social risks in the supply chain.
- **Own Operations:** Energy consumption, logistics, waste management, and the work environment.
- **Downstream (Customer Segment):** Product safety, circular business models, and waste management.

Assessment

Each identified IRO was assessed from two perspectives:

1. Impact Materiality

The assessment of BHG's impact on people and the environment is based on the following criteria:

- Scale
- Scope
- Irremediable character (for negative impacts)
- Likelihood

2. Financial Materiality

The assessment of the environment's effect on BHG is based on the following criteria:

- Financial effect
- Likelihood

When assessing impact, the criterion of irremediability applies only to negative consequences and is used to evaluate the extent to which a negative impact can be remediated or restored. Negative impacts are prioritized based on their relative severity (scale, scope, and irremediable character) in combination with likelihood. Likelihood is assessed for both impacts and financial risks/opportunities based on known exposures in the value chain, historical data/incidents, geography, and industry risk, as well as the degree of governance and control within the operations.

Thresholds and Prioritization

To determine whether a topic was material, BHG applied defined thresholds. A topic was considered material if it achieved a score of at least 3 out of 5 in either impact materiality or financial materiality.

All assessments used the ESRS definitions for the short, medium, and long term as a methodological basis. This mapping enabled the identification of areas with an elevated risk of negative impact. The assessment covered impacts arising from both own operations and through business relationships in the upstream and downstream segments. Our key stakeholders, such as employees, customers, suppliers, owners, investors, and workers in the value chain, were involved primarily through indirect representation. This was achieved through numerous meetings with a broad range of representatives, mainly from subsidiaries but also from group functions and owners.

The process included a series of interviews and meetings with representatives for various stakeholder touchpoints, who either directly or indirectly represented BHG's key stakeholders. Participants in these meetings and interviews included subsidiary CEO's, logistics managers, procurement managers, customer service managers, IR, legal and risk managers, and owners.

The assessments were based on internal policies, processes, and historical reporting, supplemented by financial data and subject matter expertise. The analysis covered all subsidiaries, major product categories, and the geographies where BHG operates. In parts of the value chain where complete data was lacking, conservative assumptions were made.

Responsibility for the implementation of the materiality assessment lies with the Group's sustainability function, in close collaboration with the finance, risk, and legal functions, and scoring and data foundations were validated internally. Controls primarily consisted of data review, validation of the scoring methodology, and a review of assumptions. The results of the material impacts, risks, and opportunities were established and presented to the Board of Directors after the reporting year but prior to the finalization of this report.

As 2025 is the first reporting year under CSRD, sustainability-related risks are not yet fully integrated into the Group's overall risk management process. However, they will be gradually integrated into formal risk management work, where controls related to risks and opportunities are managed through the company's internal control framework and annual self-assessment process.

Moving forward, BHG's risk department will be responsible for ensuring that self-assessments of defined controls are performed and reported to the Audit Committee and BHG's Board once a year. Measures will be taken by management in accordance with the decisions of the Audit Committee. A description of the analyses conducted and the information sources used for each area can be found on the following pages.

Climate Change E1 IRO-1

BHG identified and assessed climate-related impacts, risks, and opportunities as part of the Group's double materiality assessment. The work covered the Group's own operations as well as the upstream and downstream value chain. The Group's impact on climate change was identified through greenhouse gas emission calculations in accordance with the Greenhouse Gas Protocol. The assessment covered the entire value chain, where Scope 3 emissions, linked to purchased goods and services and transportation, were identified as the most material source of climate impact.

Climate-related transition and physical risks were identified through a scenario analysis. The assessments covered the short, medium, and long term. The scenario analysis was first conducted in 2025 and will be subject to regular review thereafter. The scenario work focused on identifying climate-related physical and transition risks that could affect BHG's own operations or its value chain. To identify and assess our climate-related risks and opportunities, we have chosen to base our analysis on three different RCP scenarios (Representative Concentration Pathways): RCP 1.9, RCP 4.5, and RCP 8.5.

The choice of these scenarios aims to cover a broad spectrum of possible futures to test the business's resilience against both transition risks and physical climate risks. The results of the scenario-based analyses were used as a basis for assessing material climate-related risks and opportunities, as well as for prioritizing actions and governance. Based on this analysis, climate change under ESRS E1 was assessed as material.

Pollution E2 IRO-1

BHG conducted a screening of the Group's sites and business activities to identify potential pollution-related impacts, risks, and opportunities linked to air, water, and soil, as well as the use of substances of concern in its own operations and the value chain. The screening was based on a review of the Group's operational sites, primarily offices and warehouses, and a risk-based evaluation of the upstream value chain, including logistics flows.

As a retailer without its own production, the Group's direct emissions to air, water, and soil were assessed to be limited and primarily related to property operations and transport services. Emissions linked to fuel combustion were managed within the framework of ESRS E1 Climate Change. The assessment of the value chain showed that potential air pollution was mainly localized to supplier regions and associated with activities with low emission intensity compared to heavy industrial processes. Potential impacts on soil were assessed as local and limited, as the suppliers' manufacturing processes and the Group's product range did not involve high-intensity chemical processes. Impacts linked to forestry were assessed within the framework of Biodiversity (ESRS E4) to avoid double counting.

Regarding water, the risk of significant emissions was assessed as low, as most purchased products are manufactured through dry processes and because purchase volumes are spread across an extensive supplier base. Consequently, pollution under ESRS E2 was assessed as non-material, as the identified impact in the value chain was primarily concentrated in the supplier tier and was not assessed to constitute a material impact or financial risk for the Group as a whole. No targeted consultations with affected local communities were conducted during the financial year, as no pollution-related hotspots were identified in connection with the Group's own facilities or specific geographical areas.

Water and Marine Resources E3 IRO-1

To identify actual and potential impacts, risks, and opportunities related to water consumption and marine resources in own operations and the value chain, a geographical analysis of the Group's own facilities, primarily offices and warehouses, and a category-specific risk assessment of the supply chain were conducted.

The analysis utilized established tools for water risk analysis, including the WWF Water Risk Filter, to identify whether the Group's operations or key suppliers were active in areas of high-water stress. For own operations, water consumption was considered to be limited to sanitary use in office and warehouse environments and thus did not entail any material environmental impact or financial risk. Furthermore, the Group's primary biogenic input, wood, was assessed to be rainwater-fed (green water) and therefore does not compete for blue water in water-scarce regions. Industrial inputs, such as metals and ceramics, were assessed to primarily use non-consumptive cooling water, which limited exposure to water scarcity and price volatility in the supplier tier.

Based on this analysis, water and marine resources under ESRS E3 were assessed as non-material, as the identified impacts and financial dependencies were assessed to fall below the materiality threshold in relation to the Group's total business profile. No targeted consultations with affected local communities were conducted during the financial year, as the screening did not identify any significant impact on local water supplies or marine resources in connection with the Group's own operations. Dialogue with suppliers took place within the framework of regular monitoring.



Biodiversity and Ecosystems E4 IRO-1

Actual and potential impacts, risks, and opportunities linked to biodiversity and ecosystems in own operations and the value chain were assessed based on an analysis of the supplier base, core product categories, and the Group's logistics and office properties. The assessment criteria included geographical location, resource intensity in the raw material stage (such as wood and textiles), and potential land use.

The Group identified an indirect dependency on ecosystem services for the production of nature-based materials but assessed that, given a broad product range and a geographically diversified supplier base, this does not constitute material financial risks or systemic risks to the business model. Against this background, no material transition risks, physical risks, or opportunities linked to biodiversity and ecosystems were identified. No specific scenario analysis for biodiversity and ecosystems was conducted during the financial year, as the initial assessment showed the area to be of low priority relative to other environment-related sustainability matters.

The Group also screened its own operational sites in relation to protected areas and biodiversity-sensitive areas. None of BHG's facilities were assessed to be located in or in direct proximity to such areas, and the operations were therefore not deemed to contribute to the degradation of natural habitats or the disturbance of protected species that would require specific measures under applicable legislation.

No consultations with affected local communities were conducted, as the screening did not identify any material negative impact on biodiversity or ecosystems. Consequently, biodiversity and ecosystems under ESRS E4 were assessed as non-material for BHG.

Circular economy E5 IRO-1

To identify and assess material impacts, risks and opportunities related to resource use and circular economy, the Group screened its operations as well as the upstream and downstream value chain with a focus on resource inflows, resource outflows and waste. Resource inflows were assessed to consist primarily of purchases of finished products and packaging materials for repacking, while resource outflows relate to the lifespan and quality of the products reaching the end user. Waste was assessed as being linked to scrap generated in own warehouses and end-of-life products.

BHG has applied a life-cycle perspective to analyse where the largest resource flows occur and to identify the potential for circular solutions, such as increased product longevity and optimised packaging. Despite limited data availability from the value chain, estimates of the impact of our operations and the breadth of our product range have led us to assess several areas within E5 as material.

Business Conduct G1 IRO-1

The analysis and assessment of material impacts, risks, and opportunities related to business conduct were based on criteria considering geographical location, type of activity, sector affiliation, and transaction structure.

Risks of corruption and bribery, as well as unethical business practices, were assessed based on where suppliers were established and which parts of the operations were most exposed. The analysis focused primarily on procurement activities, which were deemed particularly vulnerable, but also included marketing and sales. Furthermore, specific characteristics of the retail and e-commerce sectors were considered, including increased regulatory requirements linked to consumer protection and digital ethics.

The transaction structure was analysed regarding complexity in the supply chain, where direct purchases from manufacturers were assessed as having a different risk profile than transactions via agents or intermediaries with limited visibility into the final recipient level.

IRO-2 – Disclosure Requirements in ESRS covered by the undertaking's sustainability statement are presented in the Appendix at the end of the sustainability report.

SCENARIO ANALYSIS

RCP 1.9 – LIMITED WARMING TO BELOW 1.5°C

Physical risks	Time Horizon	Transition risks	Time Horizon
Increasing but manageable extreme weather events, such as heatwaves and floods, result in higher costs for supply chains and transportation.	Mid	Gradual increases in carbon taxes and new sustainability reporting requirements necessitate adaptations of the business model.	Short
Climate-related disruptions can affect the transport of products and materials, which may lead to temporary delivery delays or production halts.	Mid	The transition to renewable energy sources and energy efficiency requirements entail increasing costs.	Mid
		Price volatility and scarcity of certain raw materials drive the need for new products and impacts within recycling and material substitution.	Mid

RCP 4.5 – MORE SEVERE WARMING SCENARIO 2–3°C

Physical risks	Time Horizon	Transition risks	Time Horizon
Recurring extensive damage to roads, ports, and warehouses leads to permanent logistics challenges and increased transport costs.	Long	Severe government measures, such as bans on fossil-fuel transportation and requirements for circular models, necessitate a total transition of business processes.	Short
Recurring extreme weather events cause prolonged delivery disruptions and production halts in Sweden, the EU, and supplier countries.	Mid	Heavy fines and the risk of operational bans due to non-compliance increase the pressure on governance and control.	Mid

RCP 8.5 – HIGH-WARMING SCENARIO - ABOVE 4°C

Physical risks	Time Horizon	Transition risks	Time Horizon
Large parts of the infrastructure may be rendered inoperable, making international e-commerce difficult to sustain.	Long	Legislation may become difficult to enforce as the focus shifts toward local crisis management.	Long
The loss of buildings, warehouses, and transport routes in vulnerable areas results in prolonged operational disruptions.	Long	International trade could contract significantly, making operations increasingly dependent on local resources.	Long
Widespread societal issues and population displacements can negatively impact production, logistics, and demand.	Long		

E1 – CLIMATE CHANGE

As the Nordics' largest e-commerce player, BHG has a role in limiting energy consumption and greenhouse gas (GHG) emissions, both within our own operations and by influencing external parties, both upstream and downstream. The Group has no internal manufacturing; instead, it procures finished products from business partners, suppliers, or via agents in the Nordics, Eastern Europe, and Asia. A significant part of BHG's impact is found in the supply chain, related to the manufacturing of the goods sold by our companies. Climate and the environment are affected by our suppliers' manufacturing, which causes GHG emissions that contribute to climate change.

Material Impacts, Risks and Opportunities	IRO	Place in Value Chain			Time Horizon		
		Upstream	Own Operations	Downstream	Short	Mid	Long
ESRS E1 – Climate change							
<ul style="list-style-type: none"> Greenhouse Gas (GHG) Emissions from BHG's Value Chain GHG emissions from BHG's supply chain, own operations, and distribution contribute to climate change, affecting both people and the environment. 	Actual Negative Impact	●	●	●	●	●	●
<ul style="list-style-type: none"> Costs Related to Climate Compensation Potential costs for climate compensation and carbon credits within Scope 1 and 2 constitute a financial risk for the Group, as price volatility and increasing market requirements may impact operating costs. These risks arise from the company's energy use and emission-intensive activities in its own operations. 	Financial Transition Risk		●		●		●
<ul style="list-style-type: none"> Energy Consumption Energy use in BHG's own operations drives Scope 2 emissions and contributes to climate impacts that affect both people and the environment. 	Actual Negative Impact		●		●	●	●
<ul style="list-style-type: none"> Volatile Energy Prices Volatile energy prices constitute a financial risk for BHG through increased and fluctuating operating costs in its own operations and indirect cost markups in the supply chain and distribution segments. In the long term, this may affect pricing, margins, and investment prioritization. 	Financial Transition Risk		●		●		●

E1 – 1 TRANSITION PLAN FOR CLIMATE CHANGE MITIGATION

As of this reporting period, the Group has not yet implemented a formal climate transition plan. However, we have established a baseline target to reduce absolute Scope 1 and Scope 2 emissions by 30% by 2030, using 2025 as our base year.

Our current assessment indicates that this 30% reduction rate does not yet fully align with the 1.5°C global warming trajectory. This target was developed in consultation with subsidiary CEOs, Board and owners, reflecting the Group's current technical and financial capabilities. To bridge this gap, BHG will conduct annual reviews to increase our ambition levels as technical solutions and infrastructure continue to mature.

Decarbonization Levers

To achieve the 30% reduction target, the Group focuses on the following primary decarbonization levers:

- **Scope 1** – HVO Conversion and Electrification: A phased transition from fossil diesel to HVO100 and partial electrification of the company's own truck fleet between 2026 and 2030.
- **Scope 2** – Renewable Energy: A complete transition to certified renewable electricity for all warehouses, offices, and stores where BHG has operational control.

Management of Scope 3 and Prioritized Actions

BHG has currently chosen not to set quantified reduction targets for Scope 3. This decision is based on an analysis of data quality in the value chain, which is currently deemed to involve too much uncertainty to allow for credible target-setting and monitoring. This applies particularly to emissions linked to purchased goods and services and external logistics flows.

In coming years, the focus will be on improving primary data collection from suppliers and harmonizing calculation methodologies. BHG's ambition is to communicate a Scope 3 target as soon as data quality ensures a fair representation of the Group's climate impact in the value chain.

Financial Resources and Investments

The implementation of the transition plan is supported by:

- **CapEx:** Potential investments in new vehicle types and charging infrastructure at logistics facilities. Quantification of these investments is not possible at this stage.
- **OpEx:** Budgetary space for the additional costs of renewable energy (guarantees of origin) and the expected price premium for HVO fuel compared to fossil diesel. Detailed quantification of these costs is not possible at this stage.

Governance and Monitoring

The Group's Head of Sustainability is responsible for operational monitoring, while the Board of Directors reviews progress toward the 2030 target on an annual basis.

Lock-in Effects

We have certain existing lock-in effects within our current vehicle fleet and existing electricity contracts. For future truck acquisitions, leasing alternatives will be evaluated to avoid long-term lock-in to fossil fuel technology (e.g., shorter contract periods for diesel vehicles while awaiting electrified alternatives).

E1 – 2 POLICIES RELATED TO CLIMATE CHANGE MITIGATION AND ADAPTATION

BHG has established a framework of governing documents to manage material environmental and climate-related impacts, risks, and opportunities. This framework primarily consists of the Group's Environmental Policy, Code of Conduct, and Supplier Code of Conduct. These policies define the Group's commitments to mitigating climate change and managing environmental risks throughout the value chain. Within the Group, subsidiary CEOs are responsible for implementation, with the Group CEO holding ultimate responsibility.

Environmental policy

BHG shall minimize negative environmental and climate impacts across the entire value chain. As the greatest impact occurs indirectly via suppliers and transportation, collaboration with these parties is central. The Group promotes environmentally friendly technology and energy-efficient solutions with low emissions and sustainable material choices. Emissions and energy consumption in own operations shall be measured, monitored, and minimized. For business travel, environmental impact shall be considered, and digital alternatives prioritized.

Code of Conduct

Environmental considerations, including our impact on climate change, shall be integrated into all key decision-making processes. BHG should strive to minimize its negative impact on the environment and limit its contribution to climate change. The Group shall promote the development and use of environmentally friendly technology, contribute to a circular economy, and work to limit the use of resources, particularly those derived from fossil-based materials.

The Group should monitor, measure, and actively work to reduce greenhouse gas emissions caused by our business activities. Climate actions are also addressed in the Supplier Code of Conduct, where suppliers are expected to identify, monitor, and reduce emissions, with a specific focus on GHGs and select transport methods with the lowest environmental impact.

Climate change mitigation is addressed in all three policies and specifically covers areas such as logistics, transport, energy, and emission reduction. Since the majority of BHG's emissions occur in the value chain, working with the supplier and distribution tiers is essential to reducing emissions related to the production and transport of goods.



E1 – 3 ACTIONS AND RESOURCES IN RELATION TO CLIMATE CHANGE POLICIES

The Board of Directors establishes the framework for climate and environmental work, and Group Management is responsible for implementation, while the CEO's of each subsidiary execute actions in line with the Group's decentralized governance model.

During the year, the Group strengthened its resources through improved work processes for climate data collection, training programs in climate reporting as well as developed procedures for ESG managers within the subsidiaries. These measures aim to enhance the capacity for monitoring climate-related actions and enable a more uniform and consistent way of working over time. The climate-related actions implemented during the reporting year have primarily been an indirect result of the Group's ongoing work with efficiency and cost optimization, rather than actions undertaken with the primary purpose of reducing climate impact. These actions can be categorized into the following areas:

Transport and Logistics

Efforts have been made to consolidate warehouse facilities and streamline transport solutions to improve delivery flows and resource efficiency. These measures were not specifically designed or monitored with a focus on emission reductions; however, they have the potential to impact greenhouse gas (GHG) emissions in both own operations and the value chain. To date, no achieved or quantified emission reductions have been identified.

Value Chain Actions and Data Quality

Work has focused on improving the data quality of value chain emissions through developed routines and contract templates in dialogue with suppliers and subsidiaries. These actions aim to improve transparency and monitoring capabilities. This work is considered a prerequisite for being able to identify and assess actual emission reductions in the long term.

Summary and Monitoring

The actions are qualitative in nature and primarily have a short- to medium-term time horizon. Currently, the implemented climate actions have not resulted in quantifiable, verified GHG emission reductions. However, they are expected to contribute to reduced emissions over time. Monitoring the effectiveness of these actions is currently conducted through qualitative indicators, such as changes in transport solutions and improved reporting from suppliers. Methods for quantitative monitoring of achieved and expected emission reductions are planned for development as data availability improves and the Group's climate reporting reaches greater maturity and consistency. The actions are expected to span several years and align with the emission reduction targets.

Financial Resources and Investments

The implemented climate actions have not required any significant climate-related investments and have been funded within existing operating and development budgets.

BHG has therefore not identified any material CapEx or OpEx items linked to climate actions during the reporting year. As the climate strategy evolves, future investments may become relevant. Future actions are described under the E1-1 Transition Plan.

E1 – 4 TARGETS RELATED TO CLIMATE CHANGE MITIGATION AND ADAPTATION

BHG has awaited actual reporting for 2025 to establish a new baseline. Supported by this data, the Group has revised previous targets and established new climate targets to govern its efforts in reducing its climate impact. The targets are set in absolute terms and focus on the activities where the Group maintains direct operational control. The base year is considered representative, as no significant anomalies or unusual events impacted emissions during this period.

Description and Scope

The Group's target is to reduce absolute greenhouse gas (GHG) emissions within Scope 1 and Scope 2 (market-based) by 30% by 2030, compared to the base year 2025.

- **Scope 1:** Includes emissions from the own truck fleet as well as company cars.
- **Scope 2:** Includes purchased energy for the Group's warehouses, offices, and stores.
- **Methodology:** Targets have been calculated according to the GHG Protocol Corporate Standard. No carbon removals have been offset to achieve the target.

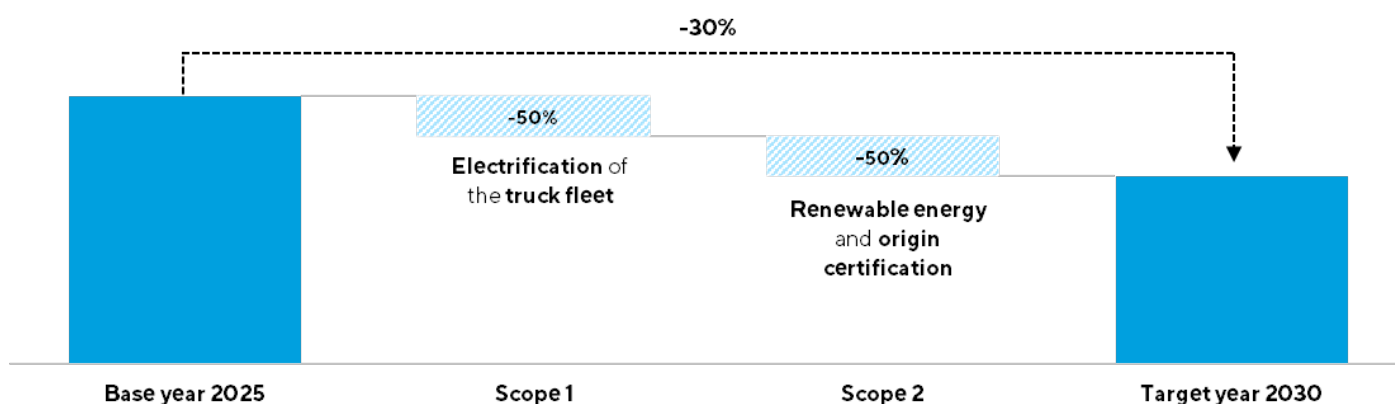
At the time of this report's preparation, BHG's target of a 30% reduction by 2030 is not fully aligned with the goal of limiting global warming to 1.5°C. According to established scientific frameworks (such as SBTi), a linear annual reduction exceeding the Group's current plan is generally required to reach net-zero in accordance with the Paris Agreement. The target reflects current technical and economic feasibility, with a specific focus on the infrastructure for alternative fuels in Eastern Europe. BHG maintains the ambition to revise and potentially increase the target as market conditions improve.

To ensure Scope 1 and 2 targets are met, the Group has identified the following primary decarbonization levers: These consist of energy measures in the form of a transition to 100% renewable electricity via Guarantees of Origin in all geographical markets, as well as a fuel switch through a phased conversion from fossil diesel to HVO100 within the Group's own logistics operations. Additionally, the Group is considering investments in the electrification of last-mile distribution where suitable charging infrastructure is available.

Scope 3

BHG has not set a quantified Scope 3 target due to insufficient value chain data quality. In the coming years, the Group will prioritise replacing proxy data with primary data from suppliers and logistics partners. A Scope 3 target will be established once data quality enables accurate monitoring.

Target Scope 1 & 2



E1 – 5 ENERGY CONSUMPTION AND MIX

BHG's energy consumption totaled 22,862 MWh in 2025. Energy consumption is primarily linked to energy use in our facilities, such as offices and warehouses, and secondarily to the vehicle fleet within one of the Group's subsidiaries. Energy procurement is managed within each respective subsidiary and is not administered by the central Group function. This leads to potential uncertainty in the collected energy data, which BHG intends to improve moving forward to ensure consistent and comparable reporting across our subsidiaries. We belong to NACE code G.47.91, classifying our operations as retail sale via the internet. Consequently, all our net revenue falls within NACE sector G, which according to ESRS is categorized as a high-impact climate sector. The information within E1 has not been validated by an external party.

Energy consumption and mix ¹	2025
(1) Fuel consumption from coal and coal products (MWh)	-
(2) Fuel consumption from crude oil and petroleum products (MWh)	7,849
(3) Fuel consumption from natural gas (MWh)	196
(4) Fuel consumption from other fossil sources (MWh)	-
(5) Consumption of purchased or acquired electricity, heat, steam, and cooling from fossil sources (MWh)	11,147
(6) Total fossil energy consumption (MWh)	19,191
Share of fossil sources in total energy consumption (%)	83.9%
(7) Consumption from nuclear sources (MWh)	-
Share of consumption from nuclear sources in total energy consumption (%)	0.0%
(8) Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	-
(9) Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources (MWh)	3,671
(10) The consumption of self-generated non-fuel renewable energy (MWh)	-
(11) Total renewable energy consumption (MWh)	3,671
Share of renewable sources in total energy consumption (%)	16.1%
Total energy consumption (MWh)	22,862
Energy intensity (MWh/ net sales MSEK)²	2.16

¹ Accounting principles pages 53–54

² Net Sales note 4



E1 – 6 GROSS SCOPES 1, 2, 3 AND TOTAL GHG EMISSIONS

The table below includes emissions from all units in the Group, regardless of ownership share. BHG has no joint ventures, associates, or other non-consolidated operations, meaning all Scope 1 and Scope 2 emissions originate from the Group's subsidiaries. Scope 3 emissions cover emissions in the upstream and downstream value chain, including product manufacturing, transportation, and the use of sold products. Since the base year for the emission reduction targets is set to 2025, there are as yet no movements toward the target to report. Reporting principles are provided on the next page. Biogenic emissions during the year amounted to 106 tCO₂ in Scope 1, and 0 tCO₂ in Scope 2 and 3.

	2025	Base Year	Change %	Target 2030	Target 2050	Annually 2030 %
Scope 1 GHG emissions						
<i>Gross Scope 1 GHG emissions (tCO₂eq)</i>	2,074	2,074	-	-	-	-
<i>Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)</i>	-	-	-	-	-	-
Scope 2 GHG emissions						
<i>Location-based GHG emissions (tCO₂eq)</i>	424	424	-	-	-	-
<i>Market-based GHG emissions (tCO₂eq)</i>	803	803	-	-	-	-
Total emissions Scope 1 and 2 (market based)	2,877	2,877	-	2,014	-	-6%
Total Gross indirect GHG emissions (tCO₂eq)						
1. Purchased goods and services	187,175	187,175	-	-	-	-
2. Capital goods						
3. Fuel and energy-related activities						
4. Upstream transportation and distribution	8,775	8,775	-	-	-	-
5. Waste generated in operations						
6. Business traveling						
7. Employee commuting						
8. Upstream leased assets						
9. Downstream transportation	4,015	4,015	-	-	-	-
10. Processing of sold products						
11. Use of sold products	47,775	47,775	-	-	-	-
12. End-of-life treatment of sold products						
13. Downstream leased assets						
14. Franchises						
15. Investments						
Total GHG emissions						
Total GHG emissions (location-based) (tCO₂eq)	250,235	250,235	-	-	-	-
Total GHG emissions (market-based) (tCO₂eq)	250,614	250,614	-	-	-	-
Total GHG emissions (market-based) per net sales (ton CO ₂ e/MSEK ³)	23.6					
Total GHG emissions (location-based) per net sales (ton CO ₂ e/MSEK ³)	23.7					

³ Net Sales note 4

ACCOUNTING PRINCIPLES FOR E1

Background

The collection and reporting of sustainability data within our decentralized Group is characterized by significant complexity. BHG comprises many subsidiaries with significantly different conditions regarding size, organizational maturity, and geographical footprint, resulting in heterogeneous data sources, varying quality, and different levels of reporting capacity. To ensure Group-wide comparability and compliance, it has therefore required principle-based, broad definitions, standardized yet flexible processes, and the use of estimation methods.

Energy

The Group has chosen to apply a conservative approach when reporting renewable energy sources. This means that energy is classified as renewable only if its origin can be verified through valid Guarantees of Origin or energy contracts. In 2025, this share was 16.1%.

Scope 1

Scope 1 includes stationary and mobile combustion. Emission factors are sourced from DEFRA, IEA, and AIB.

- **Mobile combustion:** Refers to emissions from vehicles owned or leased by the Group and its subsidiaries. Supplier-specific data was primarily used to determine fuel consumption and emissions. Where such data was unavailable, calculations were based on logbooks, information from HR systems, and well-founded estimates.
- **Stationary combustion:** Refers to emissions from combustion in own premises, which occur on a small scale.

Scope 2

Scope 2 covers indirect emissions from purchased electricity, district heating, and other energy supplies used in the Group's warehouses, offices, and other business premises. Reporting is primarily based on actual consumption according to metered data from energy and grid suppliers. Where metered data was unavailable, energy consumption was estimated based on available documentation and average consumption values per square meter for the respective energy type.

Emissions are calculated using emission factors from DEFRA, IEA, AIB, and Energiföretagen. For district heating, the supplier's actual emission factors are used. When electricity is part of a heating solution, emissions are reported according to the same principles.

Calculations are performed using both the location-based method, which is based on average emission factors for national electricity grids, and the market-based method, which accounts for specific electricity purchases and associated Guarantees of Origin.

For parts of the operations, electricity consumption is covered by agreements or Guarantees of Origin (GOs) for renewable energy. Where there are no specific electricity purchases with associated guarantees of origin, the residual mix is applied.

Scope 3

Scope 3 includes indirect greenhouse gas (GHG) emissions generated in our value chain that lie outside our direct control. 3.8% of the emissions have been calculated using primary data. The emissions are reported within the following categories:

1. Purchased goods and services

Emissions in this category are calculated exclusively using a spend-based method. The Group has defined several relevant accounts in the chart of accounts for reporting, and each subsidiary subsequently specifies the geographical region from which the expenditure originates. This has largely been done by using the supplier's region rather than the location of product manufacture. Emissions are then calculated using emission factors from Exiobase 3.9. This method ensures high comparability between companies and minimizes the risk of local estimates and methodological differences, which is deemed particularly important given that Category 1 constitutes a significant portion of the Group's total emissions.

4 + 9. Upstream and Downstream Transportation and Distribution

This category includes emissions primarily from freight, but also from third-party warehouses and related logistics services. In this context, upstream is defined as transportation and services paid for by the Group, while downstream refers to transportation funded by another party. Subsidiaries have made this distinction in their reporting. Where reliable data for this division was unavailable, the freight coverage ratio (the share of freight costs recharged to the customer) has been used as a proxy. The collection of emission data has primarily been based on documentation from transport and logistics providers. In the absence of supplier data, subsidiaries have made their own estimates, and as a final resort, a cost-based method has been used to cover any data gaps. For emission factors, Exiobase 3.9, IEA, and AIB have been applied.

11. Use of Sold Products

Through its subsidiaries, BHG's assortment includes over 1.5 million products, a significant proportion of which require electricity during use. Given the vast variation in product types and energy profiles, the Group function has identified approximately twenty product categories deemed to have the greatest potential energy consumption and, consequently, climate impact during the use phase. These categories include, for example, dishwashers, heat pumps, and electric tools.

For each selected category, assumptions have been made regarding both average lifespan and annual electricity consumption. These assumptions are based on available product information, industry data, and the Group's internal assessments. Subsequently, these parameters have been used to calculate the total emissions from the use phase for each respective category, which together constitute the Group's reported emissions in this part of Scope 3.



Methodology framework

Calculations follow the GHG Protocol Corporate Standard and its guidance for Scopes 1 – 3. All emissions are reported as CO₂e and include carbon dioxide (CO₂), methane (CH₄), nitrous oxide (N₂O), and relevant F-gases as defined by the GHG Protocol.

Scope 3 categories excluded

The following categories within Scope 3 were assessed as not material, either based on their size, where the materiality threshold was set at 1% of the Group's total emissions, or based on lack of relevance to the business model. The Group intends to re-evaluate this assessment in the future as needed.

- *Capital goods*
- *Fuel- and energy-related activities (not included in Scope 1 or 2)*
- *Waste generated in operations*
- *Business travel*
- *Employee commuting*
- *Upstream leased assets*
- *Processing of sold products*
- *Downstream leased assets*
- *Franchises*
- *Investments*

Reporting Uncertainty

Scope 1, Scope 2, and Energy – Uncertainty in the reporting of underlying data for Scope 1, Scope 2, and energy consumption stems primarily from the diverse data collection and calculation methodologies applied within the Group. To ensure that all subsidiaries can provide the requested information, we currently permit the use of supplier-specific methods, average-data methods, and spend-based calculations.

We are aware of the challenges arising from consolidating data based on several different methodological approaches, particularly within the framework of a decentralized Group structure. Moving forward, we will therefore continue to work on harmonizing reporting, to the extent possible, to strengthen comparability and data quality.

Scope 3 – The reporting of Scope 3 emissions involves significant challenges and is managed in two primary steps:

1. **Harmonization between subsidiaries and Group reporting:** Depending on their organizational and operational conditions, subsidiaries may need to use different methods to report the same type of data. This creates variations in the underlying data, which can lead to uncertainty in the final results.
2. **Inherent uncertainty in emission factors:** The precision of emission factors can vary depending on factors such as geographical region and product category.

BHG has, to the extent possible, established conservative and clearly aligned reporting definitions for Scope 3 to minimize the risk of significant errors, particularly within Category 1 (Purchased Goods and Services) and Category 11 (Use of Sold Products), where emission levels are most significant. However, this methodology may entail a certain risk of underestimating total emissions.

The Group works continuously to develop calculation methods, improve data collection, and strengthen processes across all parts of ESRS E1. Our objective is to ensure high transparency, robust data quality, and reliable monitoring of emission data over time.

E5 – CIRCULAR ECONOMY

As an inherent part of the business model, BHG manages a significant inflow and outflow of finished products. Therefore, our efforts include enhancing product information for customers and optimizing packaging to minimize the number of returns. In our analysis of impacts, risks, and opportunities, we have considered both the upstream, own operations and downstream value chain and incorporated feedback from our stakeholders.

Material Impacts, Risks and Opportunities	IRO	Place in Value Chain			Time Horizon		
		Upstream	Own Operations	Downstream	Short	Mid	Long
ESRS E5 – Resource use and circular economy							
<ul style="list-style-type: none"> Resource Inflow of Products BHG contributes to resource consumption through the use of virgin materials in the extensive range of products that the Group procures and sells. 	Actual Negative Impact	●			●	●	●
<ul style="list-style-type: none"> Resource Inflow of Packaging The Group’s procurement of virgin packaging material entails resource consumption. 	Actual Negative Impact		●		●	●	●
<ul style="list-style-type: none"> Resource Outflow Products with a short lifespan lead to accelerated resource outflow. This means that materials exit the economy prematurely, which necessitates new resource extraction and increases the overall environmental burden. 	Actual Negative Impact			●	●	●	●
<ul style="list-style-type: none"> Reduced Returns Proactive efforts regarding product information can lead to reduced returns and improved cost-efficiency within the customer segment 	Financial Opportunity		●		●		
<ul style="list-style-type: none"> Waste in the Value Chain Waste generated in BHG’s warehousing operations and during end-of-life disposal by customers results in a negative environmental impact through increased resource extraction and emissions associated with waste management and landfill. 	Actual Negative Impact	●	●	●		●	●



E5 – 1 Policies related to resource use and circular economy

BHG has established several policies addressing resource use and the circular economy. The following policies apply to all subsidiaries within the Group, and each respective CEO is responsible for their implementation.

Environmental policy

The Environmental Policy outlines how the Group manages material environmental issues and integrates environmental responsibility into its operations. The policy promotes the development and use of sustainable materials. It regulates the efficient use of resources with a focus on the circular economy by prioritizing the principles of reducing, reusing, and recycling materials.

Waste and hazardous substances must be handled according to high environmental and safety standards. In procurement, BHG sets requirements for products and suppliers, such as the use of recycled materials and the exclusion of hazardous chemicals.

Corporate social responsibility

This policy describes how suppliers shall work to minimize their negative impact on the environment and climate. It specifies, among other things, that waste must be managed according to the principles of reduce, reuse, and recycle.

Code of conduct

The Code of Conduct details how BHG shall contribute to a circular economy and limit the use of resources, particularly non-fossil materials. Where relevant, recyclable materials shall be used. Chemicals and hazardous substances are to be eliminated whenever possible or kept to an absolute minimum. BHG shall ensure the safe handling, storage, and disposal of these substances, and all hazardous waste must be managed in accordance with applicable environmental and safety standards.

E5 – 2 ACTIONS AND RESOURCES RELATED TO RESOURCE USE AND CIRCULAR ECONOMY

BHG has not adopted any specific actions or allocated dedicated financial resources directly linked to resource use and circular economy during the reporting period.

The reason for this is that the Group is currently in an initiation phase, where the focus is on harmonizing data collection from subsidiaries and identifying the most significant material flows in the value chain.

The Group intends to evaluate and prioritize relevant circular measures in the coming years, such as the optimization of packaging materials and improved return flows, based on the results of this mapping.

E5 – 3 TARGETS RELATED TO RESOURCE USE AND CIRCULAR ECONOMY

BHG has identified resource use and circular economy as a material area for the Group. As of the 2025 financial year, however, the Group has not yet established any quantified targets for this area. The Group discloses that no specific targets regarding resource use or circular economy have been adopted for the current reporting period. The

Decision to postpone setting targets is based on the following factors:

Need for robust baselines

BHG is currently prioritizing the establishment of a reliable database for resource inflows and product outflows. Since current data is primarily based on total weight, it lacks the granularity (e.g., proportion of recycled material or technical lifespan) required to set meaningful and measurable circularity targets.

Data quality in the value chain

Part of our impact is linked to the products we distribute. Before setting targets, we want to ensure that we have a methodology in place that allows us to measure actual progress rather than relying on generic proxy data. During the phase-in period, BHG intends to explore the possibility of establishing formal targets for resource use and circular economy by initiating a mapping of material composition for key product categories.

The absence of established targets does not imply a lack of governance. The Group takes continuous measures to optimize resource use, primarily through the efficiency of packaging and strictly managed waste handling in our own logistics centers. These measures serve as preparation for future targets.

E5 – 4 RESOURCE INFLOWS

BHG has identified resource inflows of packaging materials within its own operations as a material area linked to the Premium Living segment's relatively extensive repackaging of home furnishing products for design-oriented end customers.

For the 2025 financial year, we have compiled data for the two dominant material flows: corrugated cardboard and plastic. The total amount of packaging material consumed in the Premium Living segment during the period amounts to 940 tonnes. To determine the origin and degree of circularity of the resources, the Group has applied recognized industry standards as proxies where primary data from suppliers is not yet complete

Material type	Total weight (tons)	Renewable (%)	Recycled (%)	Recycled (tons)
Corrugated cardboard	871	100%	75%	653
Plastic	69	0%	30%	21
Total	940	93%	72%	674

As complete material specifications from all packaging suppliers are currently being collected, this year's reporting relies on the following assumptions and recognized proxies:

- **Renewable content (Corrugated cardboard):** Based on ISO 14021, where paper fiber is classified as a renewable biological resource.
- **Recycled content (Corrugated cardboard):** A conservative estimate based on FEFCO (European Federation of Corrugated Board Manufacturers) industry averages for European corrugated board, where the circular share (secondary fiber) historically amounts to at least 75%.

- **Renewable content (Corrugated cardboard):** Based on ISO 14021, where paper fiber is classified as a renewable biological resource.
- **Renewable content (Plastic):** All plastic in this report has been classified as non-renewable (fossil-based), as certified bio-plastic could not be verified to a sufficient extent.

BHG has also identified resource inflows in the form of products from the upstream value chain as a material area. For the 2025 financial year, the Group reports the total weight for these inflows but is currently unable to provide a full breakdown into categories such as renewable, recycled, or sustainable material.

For this part, the Group is utilizing the option to limit disclosures regarding the value chain during the first reporting years where primary data is not available without undue cost or effort. As a leading e-commerce player with an extremely extensive and diversified range, our upstream value chain consists of a significant number of suppliers and manufacturers globally. Currently, there is a lack of a uniform infrastructure for collecting verified primary data regarding material composition (such as the proportion of recycled or renewable content) for all product categories.

To still provide a true and fair view of our resource use, we report the total weight for purchased goods, which amounts to 118,715 tonnes. This is based on product weights in our systems as well as estimates in cases where reliable data is missing. BHG aims to successively improve data quality in the value chain during the three-year phase-in period. Despite the lack of detailed quantitative data, BHG assesses—based on the composition of the product range (primarily furniture, home and garden products, and building materials)—that the most significant material categories consist of:

- Wood and wood-based materials.
- Metals (steel and aluminum).
- Plastics and textiles.

E5 – 5 RESOURCE OUTFLOWS

BHG reports here on the resources leaving the Group's operations regarding waste generated within its own operational activities.

The Group is utilizing the option during the first three reporting years to omit detailed disclosures regarding the circular design of products, as we currently have limited access to data on product lifespan, durability, reparability, and material performance. In many cases, this information is missing and must be requested from our 2,000 suppliers. As a retailer with a broad and ever-changing product range, collecting and systematizing material data from suppliers requires extensive effort. BHG has initiated a plan to increase transparency regarding the expected lifespan and circularity potential of products during the phase-in period. The Group aims to successively improve data quality in the value chain during the three-year phase-in period.

Reduced returns

The Group is implementing AI tools to automate large scale generation of informative product descriptions. By also allowing AI to analyse patterns in return data, we can proactively identify and correct insufficient information where it is most needed. Providing detailed and accurate product information creates realistic customer expectations, which reduces the risk of misunderstandings and leads to fewer returns, lower costs and increased customer satisfaction.

Management of operational waste

In contrast to product outflows, BHG has access to more complete data regarding waste from its own warehouses, return centers, and offices. All waste is handled by authorized partners and reported in accordance with statutory requirements. The effectiveness of our waste management measures is not monitored separately outside of existing routines. Currently, we have not defined any qualitative or quantitative ambitions beyond existing legal requirements, and consequently, no base year has been set for measurement.



Waste quantities and treatment methods

The Group's relevant waste streams are primarily linked to warehousing and logistics operations and consist largely of packaging waste, such as corrugated cardboard, cartons, plastic packaging, and wooden pallets. Smaller quantities of waste arise from damaged or returned products (wood, plastic, metal, electronics), office and retail operations (paper, plastic, aluminum, general business waste), and, in some cases, small volumes of construction-related fractions. The materials included in the waste are mainly paper/cardboard, plastic, wood, metal, electronics, and glass. No critical raw materials are present, and most of the waste is non-hazardous. The table below reports operational waste categorized by treatment methods in accordance with the waste hierarchy. BHG generated no radioactive waste during 2025.

	2025
Total weight of waste generated	1,945
Total weight of waste diverted from disposal	1,579
- Preparation for re-use	15
- Recycling	896
- Other recovery operation	668
Hazardous waste	3
Non-hazardous waste	1,576
Total weight of waste directed to disposa	366
- Incineration	244
- Landfill	111
- Other disposal operations	10
Hazardous waste (disposed)	7
Non-hazardous waste (disposed)	359
Share of non-recycled waste [%]	18.8%

ACCOUNTING PRINCIPLES FOR E5

Resource inflows

Packaging material

The data reported for packaging material is based exclusively on data from Nordic Nest, which is the subsidiary within the Group accounting for most of such purchases. This is due to the fact that all non-bulky products are repackaged within our own operations. The underlying data is based on specifications from the company's supplier.

Total weight

Due to BHG's decentralized structure, a uniform method for data collection regarding the weight and distribution of purchased goods was not feasible during 2025. Methods used by subsidiaries therefore include supplier data, data from freight partners, product data, and estimates based on standardized proxies.

Resource outflows

Waste

Data has primarily been collected from waste management contractors in terms of weight, waste type, and treatment method. In the absence of primary data, estimates have been made based on conservative assumptions. The report covers waste generated from our operational activities.

Reporting Uncertainty

There is significant uncertainty in the reporting of the total weight of resource inflows. This uncertainty stems primarily from the absence of an established data collection methodology, as the Group has not yet implemented a comprehensive system for calculating these volumes. For instance, variations may occur regarding the inclusion of manuals, accessories, or packaging. BHG intends to strengthen both data quality and comparability across subsidiaries. The information presented under E1-E5 has not been validated by an external third party.

EU-TAXONOMY

Background

The Taxonomy Regulation (EU 2020/852), adopted on June 18, 2020, by the European Parliament and the Council, establishes a common classification system. This system allows companies to demonstrate which economic activities are environmentally sustainable and report the proportion of their turnover and costs (CapEx and OpEx) that qualify as sustainable. The objective is to provide investors and the market with better information regarding companies' efforts to transition to an economy that meets EU goals, and to facilitate investments necessary to fulfill the Paris Agreement.

For an economic activity to be classified as environmentally sustainable, it must: Substantially contribute to at least one of the six defined environmental objectives, do no significant harm to any of the other environmental objectives and comply with Minimum Safeguards as stipulated in the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights.

We are subject to the EU directive on non-financial reporting, which obligates us to disclose the extent to which our economic activities meet the taxonomy requirements. In this context, we also apply the simplified reporting requirements adopted by the European Commission on July 4, 2025, which entered into force in January 2026. These requirements aim to reduce the administrative burden on companies through simplified reporting templates and more proportionate data collection, while maintaining the taxonomy's core climate and environmental objectives. These changes, adopted through a delegated framework, apply to reporting for the 2025 financial year and onwards.

Significance for BHG

The EU Taxonomy is designed to direct capital toward the parts of the economy that are most significant for climate and environmental impact, as well as the activities that function as enablers in the transition to a low-carbon, resource-efficient, and resilient economy. Taxonomy-eligible activities specifically include the operations defined in the delegated acts for which technical screening criteria exist, creating a clear structure for how companies should assess and report their contribution to the EU's environmental objectives.

For BHG, this means that only a limited portion of our business is classified as Taxonomy-eligible, as our core business consists of e-commerce, logistics, and digital services that are currently not covered by the Taxonomy's criteria.

The Taxonomy contains wording and definitions that are still subject to some interpretative uncertainty. This means that established practice and corporate interpretations may evolve as the EU further clarifies criteria and guidance.

BHG's interpretation of the Taxonomy's relevance and applicability to our operations is therefore disclosed in the following sections, including how we identify Taxonomy-eligible activities and determine the extent to which these can be classified as Taxonomy-aligned.

Assessment of Eligible Activities 2025

The following activities have been considered as Taxonomy-eligible:

7.7 Acquisition and ownership of buildings

Investments in office buildings primarily linked to new lease agreements for offices and warehouse facilities.

7.2 Renovation of existing buildings

Includes minor improvement works in our premises.

6.5 Transport by motorbikes, passenger cars and light commercial vehicles

Includes our investments in the vehicle fleet.

7.3 Installation, maintenance and repair of energy efficiency equipment

Sales of installation services for heat pumps, which occurs within one of the Group's subsidiaries.

Turnover

The Taxonomy-eligible portion of turnover is attributable to activity **7.3 – Installation, maintenance and repair of energy efficiency equipment**. As this activity accounts for less than 10 per cent of BHG's total turnover, we apply the permitted simplification rule, which means that companies do not need to proceed with assessing Taxonomy alignment for turnover categories that fall below this threshold. Accordingly, we have not performed an alignment assessment for turnover within category 7.3.

Capex

The Taxonomy-eligible portion of CapEx exceeds the 10 per cent materiality threshold established by the EU, requiring a further evaluation of potential Taxonomy alignment. The activities identified as Taxonomy-eligible refer to:

7.7 Acquisition and ownership of buildings

6.5 Transport by motorbikes, passenger cars and light commercial vehicles

BHG has evaluated these economic activities against the technical screening criteria, including substantial contribution to an environmental objective, the Do No Significant Harm (DNSH) requirements, and minimum safeguards. Based on the information available during the reporting period, our assessment is that none of the activities can be classified as Taxonomy-aligned.

This is due to the Group's broad portfolio of subsidiaries combined with our decentralized structure, which results in limited access to necessary data from external parties (e.g., property owners), and that in several cases we lack sufficient documentation to assess how the activities relate to the DNSH criteria. Work to improve data availability and quality will continue in the coming years.

OpEx

The total cost base defined as OpEx under Article 8 of the Taxonomy Regulation amounts to less than 1 per cent of BHG's total OpEx (defined as personnel costs, other external costs, and other operating expenses). In accordance with the simplified reporting rules, which explicitly allow companies to omit the OpEx KPI when Taxonomy-relevant OpEx is immaterial to the business model, BHG has chosen not to assess or report Taxonomy eligibility or Taxonomy alignment for OpEx. BHG is not a manufacturing company and does not have a significant amount of investments requiring maintenance. Instead, we disclose the total OpEx value along with the explanation that OpEx is to be considered immaterial for Taxonomy reporting purposes.

Accounting principles

Our accounting principles for the EU Taxonomy are based on the definitions in the Taxonomy Regulation and supplementary guidance from EU publications as well as external expertise. Interpretations may evolve as the EU's guidelines and practices for the Taxonomy are clarified.

Turnover

Defined as external revenue under IFRS and corresponds to the revenue reported in the Consolidated Statement of Comprehensive Income on page 93. The portion of turnover classified as Taxonomy-eligible is based on the activities identified in accordance with the Taxonomy's delegated acts.

CapEx

Comprises the year's investments in tangible and intangible assets before depreciation, amortization, and changes in value, see note 14 and 15. CapEx also includes right-of-use assets reported in accordance with IFRS 16, but excludes goodwill. CapEx is classified as Taxonomy-eligible if it relates to economic activities covered by the Taxonomy.

OpEx

Refers to costs that are not capitalized, such as maintenance, repairs, short-term leases, and other operating-related costs required to maintain the functionality of property, plant, and equipment. As Taxonomy-relevant OpEx is considered immaterial to our business model, the simplified rules are applied, which allow the OpEx KPI not to be reported.

Financial year
(2025)

KPI	Total	Proportion of Taxonomy eligible activities	Taxonomy eligible 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 non-material	Taxonomy-aligned activities in previous financial year (2024)	Proportion of Taxonomy-aligned activities in previous financial year (2024)
					Climate Change Mitigation	Climate Change Adaptation	Water	Circular Economy	Pollution	Biodiversity					
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	(15)	(16)
Text	Currency	%	Currency	%	%	%	%	%	%	%	%	%	%	Currency	%
Turnover (SEKm)	10,583	0.2%	0	0%										0	0%
CapEx (SEKm)	327	76.8%	0	0%										0	0%
OpEx (SEKm)	9	0%	0	0%										0	0%

CapEx
Financial year (2025)

Economic Activities	Code	Taxonomy-eligible capital expenditure	Taxonomy-aligned capital expenditure	Taxonomy-aligned capital expenditure (%)	Environmental objective of Taxonomy-aligned activities						Enabling activity	Transitional activity	Proportion of Taxonomy aligned in Taxonomy eligible
					Climate Change Mitigation	Climate Change Adaptation	Water	Circular Economy	Pollution	Biodiversity			
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
<i>Text</i>	<i>Text</i>	<i>%</i>	<i>Currency</i>	<i>%</i>	<i>%</i>	<i>%</i>	<i>%</i>	<i>%</i>	<i>%</i>	<i>%</i>	<i>E</i>	<i>T</i>	<i>%</i>
Acquisition and ownership of buildings	CCM 7.7	71.5%	0	0%									
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	5.3%	0	0%									
Sum of alignment per objective		0%											
Total		76.8%	0	0%									

S1 – OWN WORKFORCE

Our employees, at both the Group and subsidiary levels, are our most valuable asset, and our success is built on their competence and drive. We strive to offer a safe, stimulating, and developing work environment with opportunities for professional development, contributing to the company's continued success. In this way, we ensure that we are an attractive employer where our employees thrive. Our Code of Conduct, which is based on the UN Human Rights, forms the foundation of a healthy workplace. All employees shall be treated fairly and without prejudice or discrimination, regardless of gender, ethnicity, religion, disability, sexual orientation, or age. We renounce all forms of discrimination in recruitment, remuneration, professional development, promotion, termination, or in our daily interactions.

Material Impacts, Risks and Opportunities	IRO	Place in Value Chain			Time Horizon		
		Upstream	Own Operations	Downstream	Short	Mid	Long
ESRS S1 – Own workforce							
<ul style="list-style-type: none"> Health and Safety Impacts occur in office, retail, and warehouse environments where physical and psychological strain may arise. This necessitates measures to strengthen work environment management, training, and preventive initiatives. 	Actual Negative Impact		●		●	●	●
<ul style="list-style-type: none"> Secure Employment Impacts may arise primarily within logistics, customer service, and IT-areas that utilize temporary staff and stem from differences in rights and benefits between contractors and permanent employees. 	Potential Negative Impact		●		●	●	●
<ul style="list-style-type: none"> Equal Opportunities A lack of equal opportunities can affect employee well-being, development prospects, and engagement, particularly regarding flexible working hours and access to benefits. These impacts are driven by internal work routines and organizational structures, potentially leading to unequal conditions between different groups within the workforce. 	Actual Negative Impact		●		●		●
<ul style="list-style-type: none"> Diversity A lack of diversity and inclusion, particularly at senior management levels, can affect employees' perceptions of fairness, career opportunities, and sense of belonging, while also weakening the organization's capacity for innovation and decision-making quality. Impacts arise through recruitment and promotion processes as well as internal structures. 	Actual Negative Impact		●		●		●

S1 – 1 POLICIES RELATED TO OWN WORKFORCE

BHG and its subsidiaries operate in several geographical areas, each with specific HR requirements. Our policies apply to the entire Group and provide a uniform framework for personnel-related issues, ensuring fair and equal treatment of all employees.

HR policy

BHG's HR policy aims to promote equality, diversity, and inclusion, ensure a safe working environment, and offer fair conditions for recruitment, development, and remuneration. The policy also emphasizes the Group's pursuit of a balanced gender distribution across all parts of the organization. It is designed to contribute to social sustainability and respect for human rights.

Corporate Social Responsibility

BHG's Social Responsibility policy addresses, among other things, personnel-related issues aimed at promoting equal opportunities regardless of ethnicity, religion, nationality, gender, disability, age, sexual orientation, or other status. The policy describes the obligation to provide a safe and inclusive work environment free from discrimination, harassment, and unfair treatment, as well as providing all employees access to training, development, and career opportunities. All employees, particularly managers, are responsible for ensuring these principles are followed in their daily work.

Code of Conduct

BHG's Code of Conduct ensures that internationally recognized human rights and labor laws are respected. All employees shall be treated with dignity and have the right to equal pay for equal work, as well as statutory vacation, sick leave, and parental leave. The policy prohibits discrimination in all forms and promotes diversity and equal treatment in recruitment, remuneration, professional development, and promotion. It includes a clear prohibition of harassment, bullying, and all forms of physical or psychological violence. It also prohibits all forms of child labor and forced labor. Minors may only be employed in accordance with applicable legal requirements regarding safety, working hours, and supervision, and employment must not affect compulsory schooling. All forms of exploitation of vulnerable groups are prohibited.

The policy guarantees the right to freedom of association and collective bargaining, and it sets requirements for a safe and healthy work environment focusing on work-life balance. Finally, the policy covers the protection of personal privacy and data protection in accordance with GDPR to ensure employee confidentiality. The Group shall comply with the ten principles of the UN Global Compact in the areas of human rights, labor, environment, and anti-corruption. These principles are based on the UN Universal Declaration of Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, the Rio Declaration, and the UN Convention Against Corruption.

A revision of policies during 2026 will ensure compliance with the OECD Guidelines for Multinational Enterprises. Principles for worker engagement are described in S1-2, and procedures for remediation are described in S1-3. Compliance with personnel-related policies is ensured through employee surveys, induction training, recruitment documentation, and the signing of the Code of Conduct, as well as through annual internal controls. Through these guidelines and follow-ups, we contribute to a sustainable work environment. Local adaptations are made by the CEO of each respective company in accordance with prevailing laws. Management is responsible for policy compliance and ensuring that local routines harmonize with Group guidelines. All policies are shared with the CEO of each respective subsidiary, who is responsible for further distribution.

A significant part of BHG's staff works in warehouse operations, which may involve certain physical risks. Workplace safety routines are described in detail in the company's HR policy, and any workplace accidents are managed and followed up through internal reporting channels. Furthermore, most of the Group's companies are covered by directives from the Swedish Work Environment Authority or equivalent authorities, depending on the geographical area.

S1-2 PROCESSES FOR ENGAGING WITH OWN WORKFORCE AND WORKERS' REPRESENTATIVES ABOUT IMPACTS

BHG conducts annual performance reviews at the Group level and recommends this practice to its subsidiaries. For both the Group and its subsidiaries, the respective CEO is responsible for ensuring that performance reviews are conducted and holds ultimate responsibility for employee engagement. The Group views active dialogue with employees and their representatives as a prerequisite for effectively identifying and managing material impacts. Collaboration occurs through established structures that extend beyond individual performance reviews to ensure collective influence.

Formal Forums for Collaboration - The Group utilizes several structured forms of dialogue regarding material sustainability issues:

- **Health and Safety Committees**- In accordance with the Swedish Work Environment Act (AML), subsidiaries with more than 50 employees have health and safety committees where management and employee representatives jointly plan and evaluate work environment initiatives. These committees handle issues concerning risk assessments, ergonomics, and preventive healthcare.
- **Safety Representatives** - Employees are represented by appointed safety representatives who actively participate in work environment management, including local risk assessments during changes to work processes or premises.



- **Trade Union Collaboration** - Where applicable, subsidiaries maintain an ongoing dialogue with relevant trade union organizations through collaboration forums. These forums are used to gather employee perspectives during major organizational changes or when revising internal policies, such as the Code of Conduct.

Employee Perspectives in Decision-Making Processes -

Information and insights are integrated into the Group's decision-making as follows:

- **Operational Measures** - Feedback from safety representatives and employees forms the basis for decisions regarding new equipment and technical aids to improve ergonomics and safety.
- **Risk Management** - Actual incidents and near-misses reported by employees lead to immediate corrective actions and the revision of local safety regulations.

S1-3 PROCESSES TO REMEDIATE NEGATIVE IMPACTS AND CHANNELS FOR OWN WORKFORCE TO RAISE CONCERNS

The Group has established routines and guidelines to ensure that employees can raise concerns and report suspected misconduct in a safe and structured manner. Reporting can take place via the immediate manager, HR, a trade union representative, or through an independent whistleblowing system that enables anonymous reporting.

Reported concerns are documented and undergo a structured assessment to determine the nature of the case, its severity, and the need for action. Cases are handled at the appropriate organizational level and escalated to company or Group management as necessary. In serious or sensitive cases, external expertise may be engaged. Investigations are conducted confidentially and objectively. Based on the assessment or investigation, decisions are made regarding corrective and preventive measures, which are followed up to ensure the intended effect.

The Group applies a zero-tolerance policy toward retaliation. Employees who report concerns in good faith are protected from negative consequences. Information regarding reporting channels and the whistleblowing function is communicated continuously to employees, and insights from received cases are used to strengthen preventive work environment initiatives. The effectiveness of the processes is ensured through management by an independent third party, and cases are reported to the Audit Committee and followed up on. The Head of Legal is responsible for the process and for involving the necessary stakeholders.

Whistleblowing system

The Group's independent whistleblowing system is available on our website and allows all employees to report irregularities anonymously. The reporting system for whistleblowing consists of a channel managed by an independent third party, KPMG AB. Reporting can be done via an online link, by telephone, or by booking a physical meeting with KPMG representatives at one of KPMG's offices. If the whistleblower chooses to remain anonymous, no information that could identify the person is shared. When a report is received, KPMG provides a summary of the case, whether it is covered by the Whistleblowing Act, and a recommendation on how the case should be handled to BHG Group. The report and recommendation are received by BHG's Head of Legal and Risk Manager, who are responsible for leading the investigation together with relevant individuals within the affected subsidiary. In complex or particularly serious cases, external independent expertise may be engaged for the investigation. BHG undertakes to investigate reports fully, fairly, promptly, and confidentially to the extent circumstances permit. The scope and duration of the investigation depend on the nature of the case. Examples of investigative measures include inventory, financial reviews, employee interviews, and background checks. If the whistleblower has chosen not to be anonymous, an interview with the reporter is included in the investigation.

Confirmation of receipt of the case is provided promptly, and no later than 7 days after receipt. Feedback to the reporter is always provided via KPMG within 3 months. The employee is informed of steps taken when possible but must keep this information strictly confidential. No one shall be subjected to negative consequences, harassment, discrimination, or retaliation for reporting a breach of BHG Group's Code of Conduct and ethics in good faith. BHG takes measures to protect the reporter by limiting internal access to the information. Anyone who subjects a whistleblower to retaliation risks disciplinary action, including termination or dismissal. If the reporter chooses to disclose their identity, this information is not shared internally more than is absolutely necessary to handle the case.

If a reported concern proves to be valid, the Group may take measures such as referring the case to the Board of Directors, to the relevant external regulatory authority, or to the police. Should the investigation reveal deficiencies, the Head of Legal and Risk Manager ensure that necessary measures are communicated to the affected CEO and implemented in the relevant subsidiaries. The use of the whistleblowing system is reported annually in our Annual and Sustainability Report.

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

BHG has developed action plans that support initiatives linked to our identified impacts, risks, and opportunities (IROs). Our subsidiaries are responsible for taking relevant measures to ensure compliance with these plans. Each company measures and, when necessary, reports the effectiveness of its actions to the Group.

To identify and design measures in response to actual or potential negative consequences for our own workforce, we conduct systematic work aimed at ensuring that actions are proportionate to the severity of the consequence and that they address the root cause.

When a negative impact is identified, for example, via employee surveys, the whistleblowing system, or safety walks, an analysis is initiated to understand the scope. A central part of the process is the dialogue with affected parties (e.g., employees, trade union representatives, or safety representatives) to gain insight into their perspectives on appropriate solutions.

Decisions on measures are made at the level where the impact arises (locally within the subsidiaries) but are escalated to the Group level if the impact is deemed systemic or of a particularly serious nature. Prioritization is based on the principle of addressing the greatest negative impact first, where health and safety is always given the highest priority.

Decided measures are followed up to verify that they have had the intended effect. While we have not allocated specific financial resources for this work, the central HR function as well as local CEOs and HR managers are actively involved.

Health and Safety of Employees

The Group focuses on minimizing physical and psychosocial risks, particularly within warehouse and logistics operations where manual handling and heavy lifting occur.

- **Preventive Measures** - We have conducted risk assessments during the introduction of new logistics solutions and technical infrastructure.
- **Training** - Operational staff have undergone safety training for the correct use of mechanical equipment.
- **Incident Monitoring** - The Board receives, via the Audit Committee, regular reports regarding incidents and near-misses to ensure that corrective actions are implemented promptly.

Employment relationships and working conditions

BHG strives to prevent precarious employment and to ensure fair conditions across all operations.

- **Internal Control** - Management is responsible for the operational implementation of the Code of Conduct to effectively prevent risks associated with unequal working conditions.

- Measures to manage risks associated with the conditions of seasonal workers have been limited during the year but are intended to be developed moving forward.

Equal Opportunities and Diversity

Promoting equal opportunities is an integral part of the Group's business ethics.

- **Governance** - The Board approves the Group's Code of Conduct annually, which forms the foundation of our work against discrimination and for the promotion of diversity.
- **Whistleblowing System** - Through our whistleblowing system, we provide employees with an anonymous channel to report suspected violations of our ethical guidelines or deficiencies in equal treatment.

S1-5 – TARGETS RELATED TO MANAGING MATERIAL NEGATIVE IMPACTS, ADVANCING POSITIVE IMPACTS, AND MANAGING MATERIAL RISKS AND OPPORTUNITIES

The Group has established a target that all employees within the Group shall have familiarized themselves with the content and signed the Code of Conduct during 2026 to increase awareness and thereby mitigate impacts and risks primarily related to equal opportunities and diversity. No other time-bound targets for the remaining IROs have yet been identified, but we are working toward our overall ambitions and strategic shifts, such as a zero vision for both serious workplace accidents as well as for discrimination and harassment. In light of the above, no other base year has been defined.

Our employees have not been directly involved in the design, suggestions for improvement, or follow-up of the targets; however, the CEOs of the subsidiaries are responsible for ensuring target fulfillment together with their respective teams.

We also monitor the effectiveness of our policies and actions through qualitative indicators and existing HR processes. This includes, among other things, incident reporting and work environment statistics in the subsidiaries, employee dialogues, eNPS measurements, as well as results from internal controls and management audits. These indicators are used to assess whether our measures lead to the intended results and to identify the need for further initiatives.

The Group intends to investigate the prerequisites for developing additional structured and harmonized targets within the S1 area over the coming years. This work will progress as data collection improves, processes and definitions are harmonized between subsidiaries, and a common methodology for follow-up is established.



S1-6 CHARACTERISTICS OF THE UNDERTAKING'S EMPLOYEES

All tables below are based on head count, which represents the average number of employment contracts during the period. The total figure differs from the number of employees reported in Note 9, as the latter is calculated based on the sum of hours worked (Full-Time Equivalent/FTE). BHG's workforce primarily consists of employees at the subsidiaries' offices as well as warehouse staff. There is also a smaller proportion of retail employees within the Group. The information presented under S1 has not been validated by an external third party. The data for reporting is based on each subsidiary's HR management system and includes full-time, part-time, and temporary employees.

Number of employees - gender

2025

Men	1,039
Women	933
Non-binary	1
Totalt	1,973

Number of employees - region

2025

Sweden	1,458
Rest of Europe	503
Rest of World	12
Total	1,973

Number of employees - type

	Men	Women	Non-binary	Total
Employees	1,039	933	1	1,973
Permanent employees	943	819	1	1,763
Temporary employees	61	90	0	151
Non-guaranteed hours	35	24	0	59
Full-time employees	847	680	1	1,528
Part-time employees	192	253	0	445

Employee turnover

2025

Number of employees who left the company	398
Employee turnover rate, %	20.2%

S1 – 9 DIVERSITY METRICS

Management BHG	2025	Age distribution	2025
Men	6	Aged <30	791
Men %	86%	Aged 30–50	1,006
Women	1	Aged >50	176
Women %	14%	Total	1973

BHG's Group Management, defined in the same manner as in the Corporate Governance Report, comprised six men and one woman at year-end, corresponding to a distribution of 86 and 14 per cent respectively. The number of employees by age group is defined in the same way as in S1-6, i.e. as the average number of employment contracts.

S1 – 14 HEALTH AND SAFETY METRICS

Occupational Health and Safety - BHG Group has identified health and safety as a material area with actual negative impacts, primarily linked to the Group's warehouse and logistics operations.

Identified risks and incident types - The primary safety risks for personnel in our warehouse operations are related to the manual handling of goods, heavy lifting, and interaction with forklifts and automated systems. Typical incidents occurring in the operations include slips, trips, and falls; musculoskeletal disorders; and crushing risks during sorting and packaging.

Occupational Health and Safety Management System - To manage these risks, systematic work environment management is applied, based on national legal requirements in the countries where we conduct warehouse operations, such as the Swedish Work Environment Act (AML) in Sweden.

Preventive measures - This includes regular safety walks, risk assessments when introducing new equipment, and mandatory safety training for all personnel in operational environments.

Follow-up and incident management - The Board and management receive regular reports regarding work environment incidents and near-misses. We encourage an open reporting culture where incidents are logged centrally to enable analysis and prevent recurrence. Serious incidents are reported promptly to the relevant authorities in accordance with applicable legislation.

Coverage and Health Systems - Within the Group, 100 per cent of employees are covered by a legislated health system, and 100 per cent of non-employees. Health-related initiatives may vary between subsidiaries and are decided by the respective CEO; however, these initiatives must always comply with the Group's overall policies and current local legislation.

Accidents - Work-related accidents are reported annually to the Group via the sustainability reporting tool and amounted to 28 during 2025, corresponding to a rate of 10.4 per 1,000,000 hours worked. Cases of work-related ill health amounted to 6, corresponding to 2.2 per 1,000,000 hours worked. Zero (0) fatalities occurred during work or as a result of work-related mental ill health during 2025. In total, the Group recorded 768 lost workdays attributable to work-related accidents, work-related mental ill health, and fatalities.

S1 – 16 REMUNERATION METRICS

The gender pay gap between men and women amounted to 14.4 per cent in 2025, in favour of men. The result was calculated as a weighted average based on the number of employees, gross hourly wages, and subsidiaries.

The ratio between the highest-paid individual's total annual remuneration and the median total annual remuneration of all other employees amounted to 3.0 during the year, calculated as an average across the Group and its subsidiaries.

S1 – 17 INCIDENTS, COMPLAINTS AND SEVERE HUMAN RIGHTS IMPACTS

During the year, three cases were reported through the Group's whistleblowing system, of which one was assessed to fall within the scope of the Whistleblowing Act. All cases have been investigated and handled in accordance with applicable procedures. None of the investigations resulted in fines, sanctions, or damages. During the year, no serious incidents relating to human rights involving the company's employees were identified. Nor were any cases of discrimination or harassment reported.



S2 – WORKERS IN THE VALUE CHAIN

BHG provides a high-level report on S2 – Workers in the value chain and applies the phase-in rules (transitional provisions) according to the "Quick fix" for this standard.

Within the framework of the double materiality assessment, BHG has assessed sub-areas within Workers in the value chain as material. This assessment is based on the Group's business model, where a significant share of value chain activities occurs both upstream and downstream. BHG strives to minimize negative impact in the value chain and applies policies that actively support this work, primarily through the Code of Conduct, Purchasing Policy, and Social Responsibility Policy.

Measures linked to these policies include supplier evaluations and internal controls, where social aspects are integrated into our risk management. During 2025, 67 per cent of our new suppliers signed our Supplier Code of Conduct, representing an improvement from 66 per cent the previous year. BHG has adopted a target that 100 per cent of strategic suppliers shall have signed the Supplier Code of Conduct by the end of 2027.

S4 – CONSUMERS AND END-USERS

BHG provides a high-level report on S4 – Consumers and end-users and applies the phase-in rules (transitional provisions) according to the "Quick fix" for this standard.

Within the framework of the double materiality assessment, BHG has assessed that sub-areas related to consumers and end-users are of material importance, based on the products provided by the Group.

Within the Group, measures to strengthen product quality, safety, and data security are an integrated part of the operations. During 2025, for example, workshops on GDPR were organized by the Group, aimed at improving and aligning work between the Group's subsidiaries. We have also implemented measures across all platforms to ensure compliance with the Accessibility Directive and taken steps to improve product data quality. We also have an Information Security Policy linked to our data management work. These measures contribute to increased customer satisfaction, a reduced return rate, and improved data handling. Apart from this, specific policies for identified IROs are currently lacking, and there are no targets or metrics in this area. However, we intend to review this during 2026.

The Group has not established specific quantitative and time-bound targets regarding consumers and end-users for the 2025 financial year. This includes areas such as product safety, personal privacy, and customer health. The reason the Group has not yet established Group-wide targets for the S4 area is twofold:

Decentralized business model: BHG consists of a large number of subsidiaries with varying product categories. Each category has unique safety requirements and customer interfaces, making it complex to define uniform targets relevant to all units without the risk of them becoming too generic.

Focus on baseline data: During 2025, the Group's focus has been on harmonizing data collection and identifying the most critical touchpoints in the customer journey. Setting targets before a reliable baseline has been established is not considered to be in accordance with the principle of a true and fair view.

BHG is utilizing the option during the initial three-year reporting period to limit information concerning the value chain (downstream to the consumer) where primary data is not yet fully available. The Group is using this transition period to develop the internal processes and systems required to monitor impacts on consumers in a systematic way, which is a prerequisite for setting meaningful targets.

Despite the absence of quantitative targets, BHG is guided by an overarching ambition to ensure the highest possible product safety and customer satisfaction. To formalise this work, the Group intends, during the phased-in period, to conduct an analysis of customer-related risks and evaluate the possibility of establishing Group-wide targets for priority areas.

G1 – BUSINESS CONDUCT

BHG has identified several key areas within responsible business conduct, including corporate culture, whistleblowing systems, and supplier relations.

BHG’s Board of Directors holds the ultimate responsibility for the Group’s business practices and for ensuring that operations are conducted responsibly. This responsibility is primarily exercised through the establishment of Group-wide policies and ongoing monitoring of compliance. The Board annually adopts BHG’s Code of Conduct as well as associated policies for anti-corruption and supplier management. These documents form the foundation of the Group’s work on business ethics.

The Board’s Audit Committee has a specific responsibility to monitor the effectiveness of the company’s internal control systems and risk management related to business practices. The Committee regularly receives reports from Group Management regarding incidents, whistleblowing cases, and risks associated with corruption or bribery. Group Management is responsible for the implementation of the Code of Conduct. This includes ensuring that processes are in place to identify and manage business ethics risks in daily operations, as well as conducting training initiatives throughout the organization. To effectively monitor and manage business ethics, BHG ensures that the relevant bodies possess the appropriate competence and experience.

Members of the Board have broad experience from senior positions in other listed companies and international environments, ensuring a deep understanding of compliance and good business practice. The Audit Committee possesses specific financial and regulatory expertise necessary to assess risks linked to business ethics. When necessary, the Board engages external experts and legal advisors to handle complex issues regarding business ethics and compliance, ensuring that decisions are made on a well-informed basis.

Material Impacts, Risks and Opportunities	IRO	Place in Value Chain			Time Horizon		
		Upstream	Own Operations	Downstream	Short	Mid	Long
ESRS G1 – Business conduct							
<ul style="list-style-type: none"> Lack of whistleblower protection Insufficient protection for whistleblowers can lead to irregularities not being reported, thereby risking serious ethical, legal, and work-environment-related consequences. Impact arises through internal reporting processes and the culture regarding transparency and safety. 	Actual Negative Impact		●		●	●	●
<ul style="list-style-type: none"> Deficient relationship with suppliers Differences in the level of maturity and the allocation of responsibility for supplier screening among the Group's companies can lead to supply chain risks not being identified or managed consistently. This can result in negative social and ethical consequences for workers at suppliers. 	Potential Negative Impact		●		●	●	●
<ul style="list-style-type: none"> Corruption and bribery – The risk of incidents related to corruption and bribery arises primarily in the interaction between our subsidiaries and their suppliers, where there is a risk that improper compensation is used to influence supplier selection and thereby affect the group's financials. 	Financial Risk	●			●	●	●



G1 – 1 BUSINESS CONDUCT POLICIES AND CORPORATE CULTURE

BHG has established several policies aimed at regulating business practices and corporate culture. These policies apply to the entire Group and constitute fundamental guidelines for our business conduct across all parts of the value chain.

Code of Conduct

The Code of Conduct is designed to provide guidance on expected behavior within and outside BHG. The Group has a zero-tolerance policy toward all forms of corruption, including bribery, extortion, nepotism, cronyism, fraud, money laundering, tax evasion, and market manipulation, in accordance with the United Nations Convention against Corruption.

The Code also stipulates that all agreements with suppliers, customers, and other parties must be in writing, signed by authorized representatives, and contain clear terms. The policy prohibits improper benefits, bribes, and facilitation payments, and states that gifts and representation may only occur within reasonable limits. Any risk of a conflict of interest must be reported immediately to the nearest manager, and business decisions must never be guided by personal relationships. The policy also includes requirements for fair competition, compliance with competition laws, and accurate tax returns, and prohibits activities that could distort the market or involve financial irregularities. The Code is available on BHG's website.

Procurement policy

The Procurement Policy serves as a governing document for all purchasing activities within BHG and its subsidiaries. This policy, together with local laws and regulations, forms the basis for handling procurement in all countries where the Group operates.

The objective is to ensure the Group receives the best possible value for all products and services purchased, to guide employees in maintaining integrity and objectivity in supplier relationships, and to prevent late payments.

Whistle-blower policy

The purpose of the Whistleblower Policy is to offer a safe and confidential way for employees and other stakeholders to report misconduct or irregularities of public interest within BHG and its subsidiaries. See further description under S1.

Implementation and Corporate Culture

The CEO of each subsidiary is responsible for ensuring that all employees in their respective company are informed about these policies. BHG develops and promotes its corporate culture by actively leading and working in accordance with its values. Currently, the Group has not established a structured method for evaluating its corporate culture;

instead, assessments are made indirectly based on stakeholder feedback.

In addition to the whistleblowing function, both internal and external stakeholders can raise concerns regarding illegal behavior to the Group via direct contact with Group Management.

As an e-commerce group, BHG assesses that the greatest risks related to corruption and bribery are found within the procurement process. Currently, there is no formal policy for training in business ethical behaviour.

G1 – 2 MANAGEMENT OF RELATIONSHIPS WITH SUPPLIERS

BHG has a large number of suppliers through its subsidiaries. The nature of these relationships varies between the companies and can occur through direct contact or agents. The Group's suppliers are primarily located in Europe and Asia. The subsidiaries are generally considered smaller actors in these supplier relationships.

In accordance with the same policy, social and environmental risks, as well as environmental requirements, must be considered by following our Environmental Policy and Code of Conduct. These requirements should be raised during negotiations and factored into supplier selection and contract awards, where the supplier's social conditions and environmental performance are key factors.

All employees interacting with suppliers or approving purchases are responsible for identifying risks and taking appropriate measures when risks are assessed as significant. Business decisions must always be free from bias, and employees are expected to act ethically, with competence and integrity, and to avoid conflicts of interest. The principle of a balanced relationship with suppliers also applies to the social dimension of the collaboration.

G1-3 PREVENTION AND DETECTION OF CORRUPTION AND BRIBERY

BHG has established processes to prevent, detect, and handle incidents related to corruption and bribery. This work is based on the Group's Code of Conduct and Procurement Policy, which serve as the primary governing documents for ethical business conduct.

Reporting and Whistleblowing System

The Group encourages an open corporate culture where suspected irregularities can be reported without risk of retaliation.

Reporting occurs primarily through internal channels to the immediate manager or via the Group's external whistleblowing system (see detailed description under S1-3). Upon receipt of a report, an investigation is initiated. Depending on the severity of the case, an action plan is established. Serious incidents are reported directly to BHG's Board of Directors. The CEO of each respective subsidiary is responsible for communicating policies and ensuring understanding among identified key personnel

Training and Communication

BHG works to raise awareness of anti-corruption throughout the organization. During 2025, the Group began the process of formally defining "at-risk functions" in a uniform manner for all subsidiaries. This assessment is based on the employees' degree of contact with external parties, their mandate in supplier selection, and their geographical location.

For the 2025 financial year, the Group cannot report an exact percentage of trained employees within at-risk functions. The reason is the current decentralized structure, where training initiatives are managed locally within subsidiaries and where centralized collection of training statistics per function has not yet been fully implemented. During the year, anti-corruption training has occurred ad-hoc within the framework of the subsidiaries' own induction programs and management meetings. Due to the lack of a centralized database for training history, this year's reporting constitutes a qualitative description rather than a quantitative compilation.

To ensure complete reporting in accordance with G1-3 in the future, we intend to strengthen our training and follow-up efforts.

Targets and Monitoring

As of 2025, BHG has not established Group-wide quantitative or time-bound targets for anti-corruption. The Group's decentralised structure, with companies operating in various industries and markets, results in varying risk profiles. This makes it challenging to define uniform quantitative targets that are relevant and comparable for all units. The Group operates based on a zero vision toward corruption and bribery. This vision serves as the primary steering instrument. The effectiveness of this work is monitored through qualitative indicators, such as the handling of whistleblowing cases and internal controls. The results of these controls are reported to the Audit Committee.

G1-4 INCIDENTS OF CORRUPTION OR BRIBERY

BHG monitors and reports all confirmed incidents of corruption and bribery to ensure transparency and continuous learning.

Results for the 2025 Financial Year

During 2025, BHG has identified the following regarding corruption and bribery:

Convictions - The number of convictions for corruption or bribery amounted to 0.

Fines and sanctions - No fines or financial sanctions related to anti-corruption or anti-bribery procedures were imposed during the year.

BHG considers the absence of convictions and sanctions as an indication that the current policies and control environment are functioning as intended. However, the Group continues its work to strengthen preventive measures in accordance with the plans outlined in G1-3.



APPENDIX

This appendix is an integral part of sustainability reporting.

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BP-1 General basis for preparation of sustainability statements	31
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BHG has identified which disclosure requirements and data points to include based on an assessment of information materiality in accordance with ESRS 1. Only information necessary to provide a clear and sufficient understanding of each material impact, risk and opportunity has been included. Data points that are not relevant for this understanding have been omitted.



DATAPPOINTS DERIVED FROM OTHER EU LEGISLATION

Disclosure Requirement and related datapoint	SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Page reference/ Relevance
ESRS 2 GOV-1 Board's gender diversity paragraph 21 (d)	Indicator number 13 Table #1 of Annex I		Commission Delegated Regulation (EU) 2020/1816 (4), Annex II		33
ESRS 2 GOV-1 Percentage of board members who are independent paragraph 21 (e)			Delegated Regulation (EU) 2020/1816, Annex II		32
ESRS 2 GOV-4 Statement on due diligence paragraph 30	Indicator number 10 Table #3 of Annex I				35
ESRS 2 SBM-1 Involvement in activities related to fossil fuel activities paragraph 40 (d) i	Indicator number 4 Table #1 of Annex I	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 (5) Table 1: Qualitative information on Environmental risk and Table 2: Qualitative information on Social risk	Delegated Regulation (EU) 2020/1816, Annex II		Non-material
ESRS 2 SBM-1 Involvement in activities related to chemical production paragraph 40 (d) ii	Indicator number 9 Table #2 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		Non-material
ESRS 2 SBM-1 Involvement in activities related to controversial weapons paragraph 40 (d) iii I	Indicator number 14 Table #1 of Annex I		Delegated Regulation (EU) 2020/1818 (6) Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		Non-material
ESRS 2 SBM-1 Involvement in activities related to cultivation and production of tobacco paragraph 40 (d) iv			Delegated Regulation (EU) 2020/1818, Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		Non-material
ESRS E1-1 Transition plan to reach climate neutrality by 2050 paragraph 14				Regulation (EU) 2021/1119, Article 2(1)	49
ESRS E1-1 Undertakings excluded from Paris-aligned Benchmarks paragraph 16 (g)		Article 449a 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	Delegated Regulation (EU) 2020/1818, Article 12.1 (d) to (g), and Article 12.2		49
ESRS E1-4 GHG emission reduction targets paragraph 34	Indicator number 4 Table #2 of Annex I	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book - Climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 6		50
ESRS E1-5 Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors) paragraph 38	Indicator number 5 Table #1 and Indicator n. 5 Table #2 of Annex I				51
ESRS E1-5 Energy consumption and mix paragraph 37	Indicator number 5 Table #1 of Annex I				51

Disclosure Requirement and related datapoint	SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Page reference/ Relevance
ESRS E1-5 Energy intensity associated with activities in high climate impact sectors paragraphs 40 to 43	Indicator number 6 Table #1 of Annex 1				51
ESRS E1-6 Gross Scope 1, 2, 3 and Total GHG emissions paragraph 44	Indicators number 1 and 2 Table #1 of Annex 1	Article 449a; 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	Delegated Regulation (EU) 2020/1818, Article 5(1), 6 and 8(1)		52
ESRS E1-6 Gross GHG emissions intensity paragraphs 53 to 55	Indicators number 3 Table #1 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book - Climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 8(1)		52
ESRS E1-7 GHG removals and carbon credits paragraph 56				Regulation (EU) 2021/1119, Article 2(1)	Non-material
ESRS E1-9 Exposure of the benchmark portfolio to climate-related physical risks paragraph 66			Delegated Regulation (EU) 2020/1818, Annex II Delegated Regulation (EU) 2020/1816, Annex II		Phase-in
ESRS E1-9 Disaggregation of monetary amounts by acute and chronic physical risk paragraph 66 (a) ESRS E1-9 Location of significant assets at material physical risk paragraph 66 (c).		Article 449a 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 Breakdown of the carrying value of its real estate assets by energy-efficiency classes paragraph 67 (c).		Article 449a 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 E1-9 Degree of exposure of the portfolio to climate-related opportunities paragraph 69			Delegated Regulation (EU) 2020/1818, Annex II		Phase-in
ESRS E2-4 Amount of each pollutant listed in Annex II of the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil, paragraph 28	Indicator number 8 Table #1 of Annex 1 Indicator number 2 Table #2 of Annex 1 Indicator number 1 Table #2 of Annex 1 Indicator number 3 Table #2 of Annex 1				Non-material
ESRS E3-1 Water and marine resources paragraph 9	Indicator number 7 Table #2 of Annex 1 Indicator number 7 Table #2 of Annex 1				Non-material
ESRS E3-1 Dedicated policy paragraph 13	Indicator number 8 Table 2 of Annex 1				Non-material
ESRS E3-1 Sustainable oceans and seas paragraph 14	Indicator number 12 Table #2 of Annex 1				Non-material

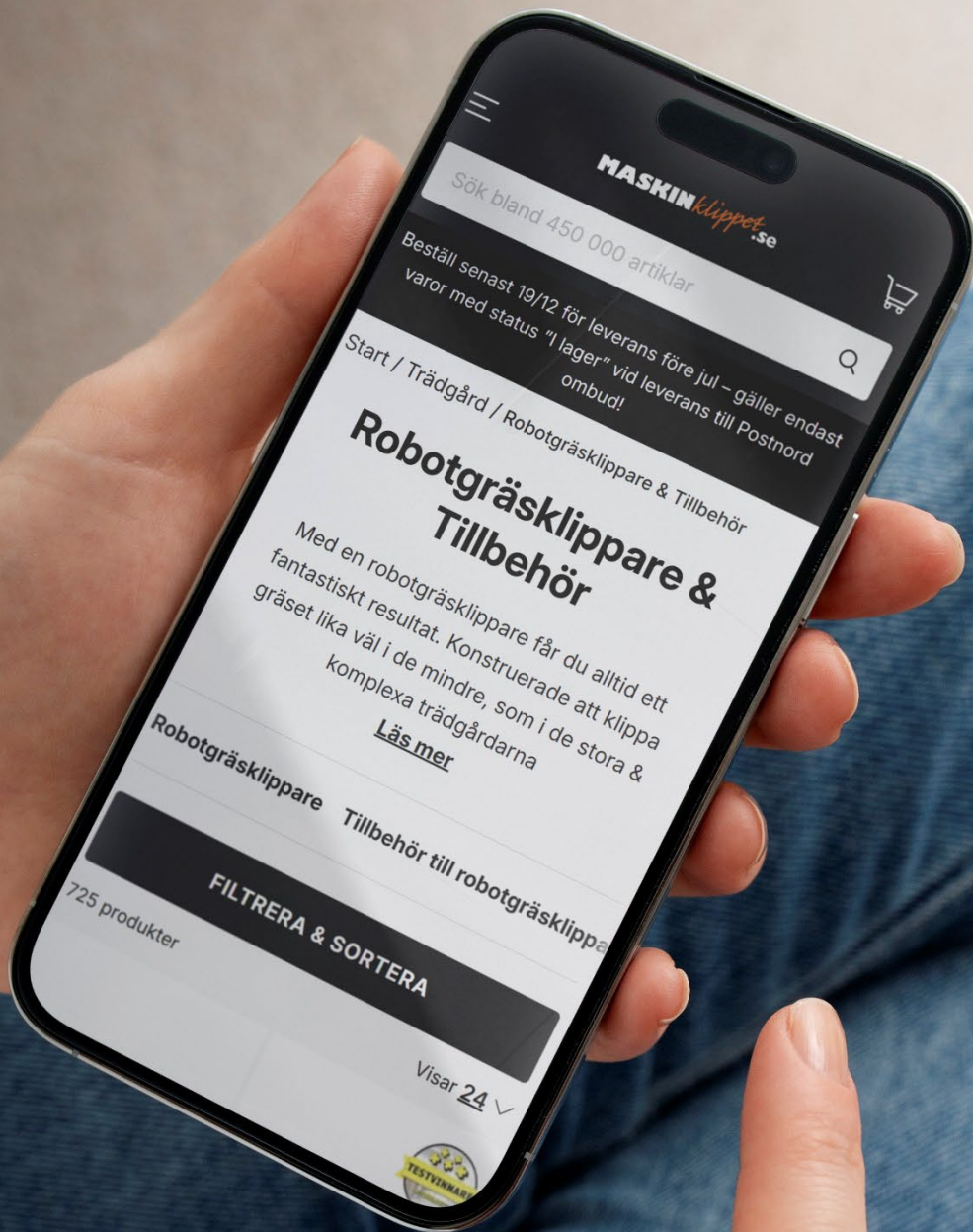
Disclosure Requirement and related datapoint	SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Page reference/ Relevance
ESRS E3-4 Total water recycled and reused paragraph 28 (c)	Indicator number 6.2 Table #2 of Annex 1				Non-material
ESRS E3-4 Total water consumption in m ³ per net revenue on own operations paragraph 29	Indicator number 6.1 Table #2 of Annex 1				Non-material
ESRS 2- SBM 3 - E4 paragraph 16 (a) i	Indicator number 7 Table #1 of Annex 1				Non-material
ESRS 2- SBM 3 - E4 paragraph 16 (b)	Indicator number 10 Table #2 of Annex 1				Non-material
ESRS 2- SBM 3 - E4 paragraph 16 (c)	Indicator number 14 Table #2 of Annex 1				Non-material
ESRS E4-2 Sustainable land / agriculture practices or policies paragraph 24 (b)	Indicator number 11 Table #2 of Annex 1				Non-material
ESRS E4-2 Sustainable oceans / seas practices or policies paragraph 24 (c)	Indicator number 12 Table #2 of Annex 1				Non-material
ESRS E4-2 Policies to address deforestation paragraph 24 (d)	Indicator number 15 Table #2 of Annex 1				Non-material
ESRS E5-5 Non-recycled waste paragraph 37 (d)	Indicator number 13 Table #2 of Annex 1				58
ESRS E5-5 Hazardous waste and radioactive waste paragraph 39	Indicator number 9 Table #1 of Annex 1				58
ESRS 2- SBM3 - S1 Risk of incidents of forced labour paragraph 14 (f)	Indicator number 13 Table #3 of Annex I				42
ESRS 2- SBM3 - S1 Risk of incidents of child labour paragraph 14 (g)	Indicator number 12 Table #3 of Annex I				42
ESRS S1-1 Human rights policy commitments paragraph 20	Indicator number 9 Table #3 and Indicator number 11 Table #1 of Annex I				63
ESRS S1-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 21			Delegated Regulation (EU) 2020/1816, Annex II		63
ESRS S1-1 processes and measures for preventing trafficking in human beings paragraph 22	Indicator number 11 Table #3 of Annex I				63
ESRS S1-1 workplace accident prevention policy or management system paragraph 23	Indicator number 1 Table #3 of Annex I				63
ESRS S1-3 grievance/complaints handling mechanisms paragraph 32 (c)	Indicator number 5 Table #3 of Annex I				64
ESRS S1-14 Number of fatalities and number and rate of work-related accidents paragraph 88 (b) and (c)	Indicator number 2 Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		67
ESRS S1-14 Number of days lost to injuries, accidents, fatalities or illness paragraph 88 (e)	Indicator number 3 Table #3 of Annex I				67
ESRS S1-16 Unadjusted gender pay gap paragraph 97 (a)	Indicator number 12 Table #1 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		67
ESRS S1-16 Excessive CEO pay ratio paragraph 97 (b)	Indicator number 8 Table #3 of Annex I				67
ESRS S1-17 Incidents of discrimination paragraph 103 (a)	Indicator number 7 Table #3 of Annex I				67

Disclosure Requirement and related datapoint	SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Page reference/ Relevance
ESRS S1-17 Non-respect of UNGPs on Business and Human Rights and OECD Guidelines paragraph 104 (a)	Indicator number 10 Table #1 and Indicator n. 14 Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818 Art 12 (1)		67
ESRS 2- SBM3 - S2 Significant risk of child labour or forced labour in the value chain paragraph 11 (b)	Indicators number 12 and n. 13 Table #3 of Annex I				Phase-in
ESRS S2-1 Human rights policy commitments paragraph 17	Indicator number 9 Table #3 and Indicator n. 11 Table #1 of Annex I				Phase-in
ESRS S2-1 Policies related to value chain workers paragraph 18	Indicator number 11 and n. 4 Table #3 of Annex I				Phase-in
ESRS S2-1 Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines paragraph 19	Indicator number 10 Table #1 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		Phase-in
ESRS S2-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 19			Delegated Regulation (EU) 2020/1816, Annex II		Phase-in
ESRS S2-4 Human rights issues and incidents connected to its upstream and downstream value chain paragraph 36	Indicator number 14 Table #3 of Annex I				Phase-in
ESRS S3-1 Human rights policy commitments paragraph 16	Indicator number 9 Table #3 of Annex I and Indicator number 11 Table #1 of Annex I				Non-material
ESRS S3-1 non-respect of UNGPs on Business and Human Rights, ILO principles or OECD guidelines paragraph 17	Indicator number 10 Table #1 Annex I		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		Non-material
ESRS S3-4 Human rights issues and incidents paragraph 36	Indicator number 14 Table #3 of Annex I				Non-material
ESRS S4-1 Policies related to consumers and end-users paragraph 16	Indicator number 9 Table #3 and Indicator number 11 Table #1 of Annex I				Phase-in
ESRS S4-1 Non-respect of UNGPs on Business and Human Rights and OECD guidelines paragraph 17	Indicator number 10 Table #1 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		Phase-in
ESRS S4-4 Human rights issues and incidents paragraph 35	Indicator number 14 Table #3 of Annex I				Phase-in
ESRS G1-1 United Nations Convention against Corruption paragraph 10 (b)	Indicator number 15 Table #3 of Annex I				70
ESRS G1-1 Protection of whistle- blowers paragraph 10 (d)	Indicator number 6 Table #3 of Annex I				70
ESRS G1-4 Fines for violation of anti-corruption and anti-bribery laws paragraph 24 (a)	Indicator number 17 Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II)		Non-material
ESRS G1-4 Standards of anti- corruption and anti-bribery paragraph 24 (b)	Indicator number 16 Table #3 of Annex I				Non-material



>1.7

Million products



Corporate governance report

- part of Directors' Report



CORPORATE GOVERNANCE REPORT

BHG Group AB (publ) ("BHG") is a Swedish public limited liability company listed on Nasdaq Stockholm. BHG's corporate governance is based on Swedish legislation, Nasdaq Stockholm's Rulebook for Issuers and good practice in the securities market. Since its listing, BHG has applied the Swedish Corporate Governance Code (the "Code"). The governance of BHG is also based on internal regulations, such as the Board's rules of procedures, CEO instructions, policy documents and the Group's Code of Conduct.

BHG does not deviate from the Code in any regard. More information about the Code is available at www.bolagsstyrning.se. BHG's Articles of Association and Code of Conduct are available at www.wearebhg.com.

Shares and shareholders

At the end of 2025, the total number of shares in BHG consisted of 179,233,563 ordinary shares with one vote each, distributed between approximately 11,188 shareholders. The company's two largest shareholders, Ferd (17.76%) and Entrust Global (9.99%), represented 27.75% of the shares. There were no limitations on how many votes each shareholder could cast at the General Meeting of Shareholders.

Further information regarding the ownership structure and share performance is available on page 24.

General Meeting of Shareholders

The General Meeting of Shareholders is the highest decision-making body. At a General Meeting, the shareholders exercise their voting rights on issues such as the adoption of income statements and balance sheets, appropriation of profit, discharge from liability for Board members and the CEO, election of Board members and auditors, and remuneration to Board members and auditors. The General Meeting also resolves on guidelines for remuneration to senior executives and any amendments to the Articles of Association.

An Annual General Meeting is to be held within six months after the end of each financial year. Besides the Annual General Meeting, BHG may convene Extraordinary General Meetings. According to the Articles of Association, General Meetings are to be convened through an announcement in the Swedish Official Gazette (Sw. Post- och Inrikes Tidningar) and by publishing the notice on the company's website. At the time of notice, an announcement that the notice has been issued is to be published in Svenska Dagbladet.

To participate in a General Meeting, a shareholder must be registered in the share register maintained by Euroclear Sweden AB not later than five weekdays prior to the meeting and notify BHG of its intention to participate (including any assistants) in the General Meeting not later than on the date set forth in the notice of the meeting. Shareholders may attend a General Meeting in person or by proxy and may also be accompanied by a maximum of two assistants.

Shareholders can normally register for a General Meeting in several different ways, as stated in the notice of the General Meeting.

Shareholders who wish to have a matter addressed at the General Meeting must submit a written request to the Board.

Normally, the request must have reached the Board not later than seven weeks prior to the General Meeting. The General Meeting may be held in Malmö or Stockholm.

General Meetings 2025

At the Annual General Meeting on 6 May 2025:

- the income statement and balance sheet as well as the consolidated income statement and balance sheet were adopted and it was resolved that profit would be appropriated in accordance with the proposal of the Board in the Annual Report, and that the Board and CEO would be discharged from liability;
- it was resolved that the Board is to consist of six Board members and no deputy Board members;
- it was resolved that remuneration is to be paid to the Board members and committee members as follows: SEK 650,000 to the Chairman of the Board, SEK 325,000 to other Board members, SEK 120,000 to the Chairman of the Audit Committee, SEK 60,000 to other members of the Audit Committee who are not employed by the company, SEK 60,000 to the Chairman of the Remuneration Committee and SEK 30,000 to other members of the Remuneration Committee who are not employed by the company;
- Christian Bubenheim, Joanna Hummel, Kristian Eikre, Mikael Olander, Negin Yeganegy and Pernille Fabricius were re-elected as Board members; Christian Bubenheim was re-elected as Chairman of the Board;
- Öhrlings PricewaterhouseCoopers AB was re-elected as auditor up until the end of the 2026 Annual General Meeting;
- the Board's proposal concerning principles for the establishment of a Nomination Committee was adopted;
- the Board's remuneration report was approved;
- the Board was authorised to decide on the issuance of new shares corresponding to a maximum of 20% of the shares outstanding after this mandate is exercised;
- it was resolved that a new long-term share savings programme (Plan 2025/2028) is to be introduced in accordance with the proposal of the Board;
- it was resolved that a maximum of 1,800,000 warrants are to be issued to ensure delivery of shares under Plan 2025/2028.

Nomination Committee

The purpose of the Nomination Committee is to submit proposals in respect of the Chairman of General Meetings, Board members, including who should be Chairman of the Board, remuneration to each Board member as well as remuneration for committee work, election of and remuneration to the external auditors, and changes to the principles for the establishment of a Nomination Committee.

At the Annual General Meeting on 6 May 2025, it was resolved that the Nomination Committee prior to the 2026 Annual General Meeting is to comprise four members, one of whom should be the Chairman of the Board. Other members are to be appointed by the company's three largest shareholders in terms of votes, based on the share register

maintained by Euroclear as of 31 August 2025. The Chairman of the Nomination Committee is to be the committee member representing the largest shareholder in terms of votes, unless the members agree to appoint another Chairman.

A shareholder who has appointed a member of the Nomination Committee has the right to dismiss the member and appoint a replacement. If a member leaves the Nomination Committee prior to completion of the committee's work, the shareholder who appointed the departing member has the right to appoint a new member of the Nomination Committee.

If there is a significant change in the company's ownership structure after 31 August 2025, the Nomination Committee has the right to independently decide to remove and/or appoint additional members so that the composition of the Nomination Committee will reflect the company's ownership structure.

No fees are paid to the members of the Nomination Committee. However, the Nomination Committee is entitled to charge BHG with reasonable expenses for recruitment consultants or other consultants required for the Nomination Committee to fully execute its assignment.

Shareholders are entitled to submit proposals to the Nomination Committee regarding nominations to the Board.

Ahead of the 2026 Annual General Meeting, the names of the members of the Nomination Committee are:

- Julie Wiese (Chairman), appointed by Ferd,
- Peter Iannicelli, appointed by Entrust Global,
- Eric Thysell, appointed by Mikael Olander, and
- Christian Bubenheim, in the capacity of Chairman of the Board.

In its work, the Nomination Committee applies rule 4.1 of the Code as its diversity policy. Additional information is available in the Nomination Committee's reasoned opinion regarding the Nomination Committee's proposal to the 2026 Annual General Meeting.

Board of Directors

The Board is the second highest decision-making body after the General Meeting. The Board is responsible for the management and organisation of BHG, which means that the Board is responsible for, among other tasks, establishing targets and strategies, ensuring that procedures and systems are in place for the evaluation of set targets, continuously evaluating BHG's earnings and financial position, and evaluating executive management. The Board is also responsible for ensuring that the Annual Report and interim reports are prepared on time. The Board also appoints the President and CEO.

Board members are normally elected by the Annual General Meeting for the period until the end of the next Annual General Meeting. According to BHG's Articles of Association, the Board, insofar as it is elected by the General Meeting, is to consist of at least three members and at most ten members with no deputy members.

In accordance with the Code, the Chairman of the Board is elected by the General Meeting and has a special responsibility for managing the Board's work and ensuring that the Board's work is well organised and effectively

implemented. The Board follows written rules of procedure, which are revised annually and adopted by the statutory Board meeting every year. Among other matters, the rules of procedure govern Board practice, functions and the division of work between the Board members, the CEO and the established committees. In connection with the statutory Board meeting, the Board also establishes work instruction for the CEO, including instructions for financial reporting.

The Board meets according to an established annual schedule. In addition to these meetings, further meetings can be convened to address issues which cannot be postponed until the next scheduled Board meeting. In addition to Board meetings, the Chairman of the Board and the CEO continuously discuss the management of BHG.

The Board's work is evaluated annually through established procedures whereby all Board members answer questions about the results of the work of the Board and the committees. The Chairman of the Nomination Committee is responsible for the evaluation and, together with the Chairman of the Board, ensures that the results are presented and discussed in the Board and the Nomination Committee. The evaluation of the Board's work during the financial year was presented and discussed at the Board meeting on 11 December 2025.

During the financial year, the Board held 15 meetings. The Board members' independence and attendance are shown in the table on page 82.

Remuneration paid to the Board members is presented in Note 8.

The Board is presented in more detail on pages 85-87.

Audit Committee

The Audit Committee comprises three members: Pernille Fabricius (Chairman), Joanna Hummel and Negin Yeganegy.

The Audit Committee is mainly a preparatory body and prepares proposals for the Board. The Audit Committee works according to rules of procedure adopted by the Board. Its main duties are to, without prejudice to the general duties and responsibilities of the Board:

- monitor BHG's financial reporting,
- monitor the efficiency of BHG's internal control and risk management with regard to financial reporting,
- remain informed about the audit of the Annual Report and consolidated accounts,
- inform the Board of the results of the audit and of the manner in which the audit contributed to the reliability of the financial reporting and the committee's specific functions,
- review and monitor the auditor's impartiality and independence and note, in particular, whether the auditor provides BHG with services other than audit services,
- approve the auditor's advisory services and adopt a policy for the auditor's advisory services,
- assist in the preparation of proposals for the General Meeting's decision regarding the election of an auditor,
- evaluate the need for an internal audit function each year, and
- assure the quality of the year-end report and interim reports prior to Board decisions.

During the year, the Audit Committee held six meetings.

Remuneration Committee

The Remuneration Committee comprises two members: Joanna Hummel (Chairman) and Christian Bubenheim. The Remuneration Committee is mainly a preparatory body and prepares proposals for the Board. The Remuneration Committee works according to rules of procedure adopted by the Board.

The main duties of the Remuneration Committee are to:

- prepare the Board's decisions on matters related to the principles for remuneration, remuneration and other terms of employment for senior executives,

- monitor and evaluate programmes for variable remuneration to the company's senior executives, both ongoing and those concluded during the year, and
- monitor and assess the application of the guidelines for remuneration to senior executives approved by the Annual General Meeting and the applicable remuneration structures and levels in the company.

During the year, the Remuneration Committee held three meetings.

Board members' independence and attendance 1 January–31 December 2025

Name	Position	Member since	Independent in relation to		Attendance		
			The company and its management	Major shareholders	Board meetings	Audit Committee	Remuneration Committee
Christian Bubenheim	Chairman	2020	Yes	Yes	14/15	-	3/3
Joanna Hummel	Member	2022	Yes	Yes	15/15	5/6	3/3
Kristian Eikre	Member	2023	Yes	No	14/15	-	-
Mikael Olander	Member	2023	No	Yes	15/15	-	-
Negin Yeganegy	Member	2023	Yes	Yes	11/15	5/6	-
Pernille Fabricius	Member	2024	Yes	Yes	114/15	6/6	-

The attendance column shows attendance and number of meetings held during the time of the period the member has been a member.

CEO and senior executives

The CEO answers to the Board and is responsible for the continuous management of BHG and the day-to-day operations. The division of work between the Board and the CEO is set forth in the rules of procedure for the Board and the work instruction for the CEO. The CEO is also responsible for preparing reports and compiling information from management for Board meetings and for presenting such materials at Board meetings. According to the instructions for financial reporting, the CEO is responsible for the financial reporting of BHG and, accordingly, is to ensure that the Board receives adequate information to enable the Board to continuously evaluate BHG's financial position.

The CEO and other senior executives are presented on pages 89-91.

Auditors

The auditor is to review the company's Annual Report and accounting as well as the management of the Board and the CEO. Following each financial year, the auditor is to submit an auditor's report and a consolidated audit report to the Annual General Meeting.

In accordance with the Articles of Association, the company is to have one auditor or registered audit firm. The company's auditor is Öhrlings PricewaterhouseCoopers AB. Eric Salander serves as auditor in charge.

Appointment of the auditors for services other than auditing is carried out in accordance with the audit services policy established by the Audit Committee. According to BHG's assessment, the advisory services provided by Öhrlings

PricewaterhouseCoopers AB during the year did not compromise the firm's independence.

The company's auditor participated in all of the Audit Committee's meetings and in one Board meeting.

Information on full remuneration to the auditors is presented in Note 7.

Remuneration to Board members

Fees and other remuneration to Board members, including the Chairman, are decided at the Annual General Meeting. The Annual General Meeting on 6 May 2025 resolved that the following remuneration is to be paid for the period until the next Annual General Meeting: SEK 650,000 to the Chairman of the Board and SEK 325,000 to other Board members as well as SEK 120,000 to the Chairman of the Audit Committee, SEK 60,000 to other members of the Audit Committee who are not employed by the company, SEK 60,000 to the Chairman of the Remuneration Committee and SEK 30,000 to other members of the Remuneration Committee who are not employed by the company.

Remuneration to the CEO and other senior executives

The Annual General Meeting on 5 May 2022 adopted guidelines for remuneration to senior executives. The guidelines stipulate that total remuneration is to be based on conditions that are market competitive and well balanced. In addition, the remuneration should promote the company's business strategy, long-term interests and sustainability. Remuneration to the senior executives is to consist of fixed and variable cash salary, pension benefits and other benefits.

In addition, the General Meeting can resolve on share-based and share price-based remuneration.

The fixed cash salary is to be individual and based on the responsibility and role of the senior executive as well as the executive's competence and experience in the relevant position.

Variable cash remuneration to the CEO may amount to a maximum of 100% of the fixed annual cash salary. In extraordinary circumstances, the Board may decide to pay additional variable cash remuneration amounting to a maximum of 100% of the fixed annual cash salary. Variable cash remuneration is to be linked to predetermined and measurable financial or non-financial criteria designed to promote the company's business strategy and long-term interests.

The CEO's pension benefits are to be premium defined. Variable cash remuneration does not qualify for pension benefits. The pension premiums for premium-defined pensions are to amount to a maximum of 30% of the fixed annual cash salary. For other senior executives, pension benefits are to be premium-defined benefits unless the individual concerned is covered by a defined-benefit pension plan under mandatory collective agreement provisions. Variable cash remuneration is to qualify for pension benefits to the extent required by mandatory collective agreement provisions applicable to the senior executive concerned. The pension premiums for premium-defined pensions are to amount to a maximum of 30% of the fixed annual cash salary.

Other benefits may include, for example, occupational group life insurance, medical insurance and company car benefits. Premiums and other costs relating to such benefits may amount to a maximum of 30% of the fixed annual cash salary.

Upon termination of employment by the company, the notice period may not exceed 12 months. Fixed cash salary during the notice period and severance pay, combined, may not exceed an amount corresponding to the fixed cash salary for two years. Upon termination of employment by the senior executive, the notice period may not exceed nine months, without any right to severance pay.

For employment governed by rules other than Swedish rules, pension benefits and other benefits may be duly adjusted to ensure compliance with mandatory local rules or established local practice.

The Board may derogate from the guidelines if it is necessary to do so, in a specific case, in order to serve the company's long-term interests or to ensure the company's financial viability.

Control environment

The Board has overall responsibility for the internal control in relation to financial reporting. In order to create and maintain a functioning control environment, the Board has adopted a number of policies, guidelines and steering documents governing financial reporting.

These documents primarily comprise the rules of procedure for the Board, the work instruction for the CEO, instructions for financial reporting and instructions for the committees established by the Board. The Board has also adopted attestation instructions and a financial policy. The company also has a Financial Manual, which contains

principles, guidelines and procedure descriptions for accounting and financial reporting.

In addition, the Board has adopted several IT-related policies where matters such as data recovery are addressed. Furthermore, the Board has established an Audit Committee whose main task is to monitor the financial reporting and the effectiveness of the internal control and risk management as well as to review and monitor the auditor's impartiality and independence.

Responsibility for the day-to-day work of maintaining the control environment rests primarily with the CEO, who on a regular basis reports to the Board in accordance with established work instruction. BHG's finance department plays an important role in ensuring that the financial reporting provides reliable information. It is responsible for ensuring that the financial information is complete, correct and published in a timely fashion.

Each local entity within the Group is organised with its own Board or equivalent governing body and, as applicable, CEO, with responsibility for control of the local business according to guidelines and instructions from Group level and the Board of the local entity. Each local entity has its own administration, which takes care of accounting records and financial reporting.

The local entities primarily report to their Boards, BHG's CEO, the relevant segment manager and BHG's CFO. In addition to internal monitoring and reporting, the external auditors routinely report to the CEO and the Board throughout the financial year.

Risk assessment and control activities

Risk assessment includes identifying and evaluating the risk of material errors in the accounting and reporting at Group level as well as in the subsidiaries. Risk assessment is carried out regularly and in accordance with established guidelines focusing on individual projects.

The Board is responsible for the internal control and for monitoring management. This is carried out through both internal and external control activities as well as through examination and monitoring of the policies and steering documents. Within the Board, the Audit Committee is primarily responsible for continuously assessing the risk situation, after which the Board performs an annual review of the risk situation.

BHG actively performs different control activities in order to identify, address and rectify risks in all parts of the organisation, and to ensure and improve internal control in the operations. As part of the work related to internal control and risk, the key risks are assessed, evaluated and compiled on a yearly basis. Each identified risk is assessed based on its probability and potential impact/effect on the operations. This work primarily concerns strategic and operational risks, but financial and legal risks as well as other key risks are also addressed. The company's most material risks are described on pages 26–27.

Uniform accounting and reporting instructions apply to all entities within the Group. The guidelines for internal control are followed up in all entities during the financial year. The local entities' financial performance is continuously monitored through monthly reporting, which focuses mainly on revenue, earnings and the order book. This reporting also



includes legal and operational follow-up, with a focus on individual projects. Other key components of the internal control are the annual business planning process and budget and forecast processes.

Information and communication

BHG has information and communication channels to ensure the correctness of the financial reporting and to facilitate reporting and feedback from the operations to the Board and management, for example, by making corporate governance documents, such as internal policies, guidelines and instructions regarding financial reporting, available and known to the employees concerned. Financial reporting is carried out in a Group-wide system with pre-defined reporting templates.

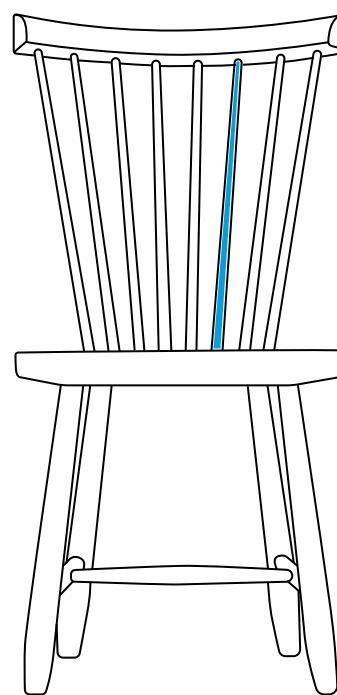
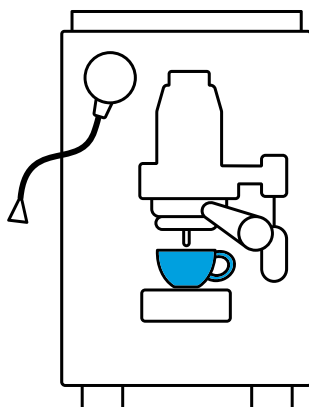
BHG's financial reporting complies with Swedish laws and regulations and the local laws and regulations in each country where operations are conducted. Information to shareholders and other stakeholders is provided through the Annual Report, interim reports and press releases.

Monitoring

The compliance and effectiveness of the internal control are constantly monitored. The CEO ensures that the Board continuously receives reports on the performance of the operations, including developments related to earnings and financial position, as well as information regarding important issues and events. The CEO also reports on these matters at every scheduled Board meeting.

The Board and the Audit Committee examine the Annual Report and interim reports and conduct financial evaluations in accordance with an established plan and model. The Audit Committee monitors the financial reporting and other related matters and regularly discusses these matters with the auditors.

During the monitoring of the compliance and effectiveness of the internal control activities, the Board has found that these are, in all material respects, properly applied in the Group and determined that an internal control function, considering the format of the risk assessment and control activities, is the most effective method for monitoring the internal control. The Board has therefore decided not to establish a separate internal audit function.



BOARD OF DIRECTORS

CHRISTIAN BUBENHEIM
CHAIRMAN OF THE BOARD

Born 1965. Nationality: American and German

Christian Bubenheim was elected as a Board member of BHG in 2020, and he was appointed Chairman of the Board in August 2022. In addition to other assignments, he is also Chairman of the Board of Swash Group, and Chairman of the Board of 21future (not for profit). Since 2020, Christian is the co-founder and CEO of broadcast.org. Christian Bubenheim holds an MSc in economics and engineering from the Munich University of Applied Sciences. Throughout most of his career, he has held senior positions within e-commerce and technology, media and telecom, such as SM at Apple, GM Mobile at Compaq Computer, GM at Intel Mobile, VP/MD at Xircom, VP/MD at Magellan GPS, Div. GM Consumables & Prime at Amazon Germany, SVP at Scout24, GM at Auto Scout24, CEO of Internetstores Europe and most recently CEO of foodspring, where he served until October 2025.

Christian Bubenheim owns 10,000 shares in BHG directly and 34,200 shares indirectly through companies.

Christian Bubenheim is independent in relation to major shareholders and independent in relation to the company and company management.



KRISTIAN EIKRE
BOARD MEMBER

Born 1977. Nationality: Norwegian

Kristian Eikre was elected as a Board member of BHG in January 2023. He has an MSc in economics and business administration from NHH, the Norwegian School of Economics. He is the Co-Head of Ferd Capital, and he has worked at Ferd AS since 2015. Prior to that, he spent ten years with Herkules Capital (formerly Ferd Private Equity) and three years as a financial analyst at First Securities. Kristian is involved with several of Ferd's listed and private investments, including BHG, Fjord Line, Benchmark Holdings, Aibel and Boozt. Kristian is currently also a Board member of Fjord Line, Benchmark Holdings and Aibel.

Kristian Eikre owns no shares or warrants in BHG.

Kristian Eikre is independent in relation to the company and company management, but dependent in relation to major shareholders.



MIKAEL OLANDER
BOARD MEMBER

Born 1963. Nationality: Swedish

Mikael Olander was elected as a Board member of BHG in May 2023. He has an MBA from UCLA Anderson School of Management. Throughout most of his career, Mikael Olander has held senior positions within retail and e-commerce such as Business Area Manager at Egmont (1995–1999), Chief Executive Officer at CDON Group (2000–2011), Chief Executive Officer at BHG (2012–2019) and various other senior positions at BHG (2019–2023). He is currently a Board member of WeSports, Pölder Sport, Flowin, Icaniwill, and Bikelease Sweden.

Mikael Olander owns 8,921,686 shares in BHG indirectly through companies.

Mikael Olander is independent in relation to major shareholders, but dependent in relation to the company and company management.



PERNILLE FABRICIUS

BOARD MEMBER

Born 1966. Nationality: Danish

Pernille Fabricius was elected as a Board member of BHG in 2024. Since 2023, Pernille Fabricius serves as Group CFO and Board member at ORG-Group, London as well as Board member and Chairman of the Audit Committee for MT Højgaard since 2014. She is also a Board member of GreenGo Energy since 2022 and a Board member of Basico, Denmark since 2024.

Pernille Fabricius holds an MSc Aud and an MBA from Copenhagen Business School as well as an MSc in Finance and an LLM in European Union Law from the Leicester University. During her career, she has held senior positions in company management and finance, including EVP Transformation and Strategy at NNIT (2020–2023), Managing Director at John Guest Group (2016–2020), Group CFO at Getinge Group (2015–2016), Group CFO and Board member at Topaz Energy Marine (2014–2015), Global CFO at Damco Group (2012–2014), CEO at Tryghedsgruppen (2012), Group CFO and COO at TMF Group (2005–2012), CFO at GN Netcom (2001–2005), SVP at ISS Group (1994–2001) and auditor at Arthur Andersen (1988–1994). She has also served as a Board member and Chairman of the Audit Committee of Brdr. Hartmann (2022–2023), K3 (2022–2024), Met (2023–2025), SteelSeries (2021–2022), Gabriel (2016–2022), Royal Greenland (2012–2021) and Netcompany (2017–2020).

Own and related party holdings: Pernille Fabricius owns no shares or warrants in BHG.

Pernille Fabricius is independent in relation to major shareholders and independent in relation to the company and company management.



JOANNA HUMMEL

BOARD MEMBER

Born 1975. Nationality: Swedish

Joanna Hummel was elected as a Board member of BHG in 2022. She works as CGO – Chief Growth Officer at Apotea and she is also a Board member of Viva Wine Group AB (publ). Joanna Hummel has an MSc in business administration and economics from Stockholm University. For most of her career, she has held key positions in retail and accounting such as General Manager Northern Europe at Zalando SE (2021–2023), Managing Director of Afound (H & M Hennes & Mauritz AB) (2019–2021), Chief Executive Officer of Lyko Group AB (publ) (2017–2018), Axstores (Axel Johnson International AB) (2007–2017) primarily in a role as Chief Financial Officer at KICKS Kosmetikkedjan AB (2011–2017) and auditor at Ernst & Young Sweden AB (1998–2007).

Joanna Hummel owns 21,585 shares and no warrants in BHG.

Joanna Hummel is independent in relation to major shareholders and independent in relation to the company and company management.



NEGIN YEGANEGY

BOARD MEMBER

Born 1981. Nationality: British

Negin Yeganegy was elected as a Board member of BHG in May 2023.

She was appointed by Pembroke VCT in 2024 and serves as a non-executive director and advisor to the CEO of Heist. She is also Founding Partner and CEO of The Assembly Ventures, an angel syndicate and investor network focused on consumer and consumer tech businesses.

Negin Yeganegy holds an MSc from University of London and an Executive MBA from London Business School. Throughout most of her career, she has held senior positions within online retail, digital strategy and technology management such as Digital and Commercial Advisor at Chloé (April-May 2020), Group E-commerce Director at Yoox Net-a-porter Group (2014-2020), Client Principal and Retail Lead at ThoughtWorks (2007-2014), non-executive director at Goodiebox (2020-2023) and CEO of Perfect Moment (2020-2024).

Negin Yeganegy owns no shares in BHG.

Negin Yeganegy is independent in relation to major shareholders and independent in relation to the company and company management.





683

Million in cash flow from operations

MANAGEMENT


GUSTAF ÖHRN
 GROUP CEO

Born 1967. Employed since 2022. Nationality: Swedish

Previous experience: Gustaf Öhrn has spent the majority of his career as the CEO of retail companies and brands including Åhléns, Stadium and J.Lindeberg, and has held senior positions at H&M.

Education: Gustaf Öhrn has studied at Uppsala University and Stockholm University reaching an equivalent to a bachelor's degree in economics.

Board assignments: Chairman of the Board of Brav AS

Own and related party holdings: Gustaf Öhrn owns 10,000 shares in the company indirectly through companies, 47,000 shares in the company privately, 1,898,654 warrants in the company (privately and through companies).


BANK BERGSTRÖM
 HEAD OF PREMIUM LIVING SEGMENT

Born 1984. Employed since 2022. Nationality: Swedish

Previous experience: Bank Bergström has been the CEO of BHG Group's subsidiary Nordic Nest since 2017. Bank previously worked at MediaMarkt, where he held various roles such as Sales Manager, Store Manager and Head of Sales Operations over seven years.

Education: Economics programme at Mälardalen University.

Board assignments: Board member of SignMax AB. Board member of Voyado.

Own and related party holdings: Bank Bergström owns 106,000 shares and 300,000 warrants in the company.


JOHAN ENGSTRÖM
 HEAD OF VALUE HOME SEGMENT

Born 1966. Employed since 2025.
Nationality: Swedish

Previous experience: Johan Engström was previously the CEO of LEKIA. Prior to that, he served as the CEO of Brafab and the CEO of BRIO Toys.

Education: MBA from Lund University.

Own and related party holdings: Johan Engström owns 18,706 shares and 102,947 warrants in the company.



JESPER FLEMMER

GROUP CFO

Born 1979. Employed since 2016. Nationality: Swedish

Previous experience: Jesper Flemme previously worked as Group Financial Controller at CDON Group (subsequently Qliro Group), and prior to that worked as a consultant at Addedo and within audit at Deloitte.

Education: Jesper Flemme holds an MSc in economics from Lund University.

Board assignments: Board member of J. Flemme Invest AB.

Own and related party holdings: Jesper Flemme owns 35,000 shares and 500,000 warrants in the company indirectly through companies



MIKAEL HAGMAN

DEPUTY CEO AND HEAD OF HOME IMPROVEMENT SEGMENT

Born 1968. Employed since 2017. Nationality: Swedish

Previous experience: On 1 October 2022, Mikael Hagman moved from the role of COO and Head of the DIY segment to his current positions. He founded Vitvaruexperten.com in 2015 and has continued to successfully develop the business since the company was acquired by BHG in 2017. Prior to this, he was CEO of Media Markt Nordic (2007–2013) and Country Manager for Sony Sweden and Finland (1999–2006).

Education: IHM Business School.

Board assignments: Chairman of the Board of Mikael Hagman AB and Greasy Lake AB, and Board member of Wesports Scandinavia AB.

Own and related party holdings: Mikael Hagman owns 30,000 shares and 1,000,000 warrants in the company.



MARTIN LEO

GROUP CTO

Born 1974. Employed since 2022. Nationality: Swedish

Previous experience: Martin Leo has extensive experience from various senior management positions and leading international strategic initiatives. Throughout his professional life, he has been involved in solution development and business transformation, starting his career as a consultant with Accenture in Stockholm and Sydney.

Education: MSc in business administration and technology management from LTH, Faculty of Engineering, Lund University

Board assignments: Chairman of the Board of Consistent AB.

Own and related party holdings: Martin Leo owns 80,000 shares indirectly through companies and 200,000 warrants privately..





JOSEFINE COLLIANDER
HEAD OF LEGAL

Born 1986. Employed since 2025.
Nationality: Swedish

Previous experience: Before joining BHG Group, Josefine Colliander served as Head of Legal at Planhat, a fast-growing B2B SaaS company. She brings a strong legal background from the tech and financial sectors, having held the role of General Counsel at fintech company Zmarta Group, as well as legal positions at Solid Försäkring and Länsförsäkringar.

Education: LLM (specialisation in property law) from Lund University.

Own and related party holdings: Josefine Colliander owns 4,000 shares in the company.



10.6

Billion in Net sales





Financial Statements



Consolidated income statement

(SEKm)	Note	01/01/2025 31/12/2025	01/01/2024 31/12/2024
Operating income			
Net sales	4	10,582.9	9,962.5
Other operating income	10	83.5	32.7
		10,666.4	9,995.2
Operating expenses			
Cost of goods sold	17	-7,900.0	-7,537.4
Personnel costs	8, 9	-864.8	-861.1
Other external costs and operating expenses	7, 27	-1,082.2	-1,121.3
Other operating expenses	10	-5.0	-15.3
Depreciation and amortization of tangible and intangible fixed assets	14, 15	-427.7	-903.0
		-10,279.6	-10,438.1
		386.7	-442.9
Financial items			
Financial income	11	22.0	18.6
Financial expenses	11, 21	-150.9	-212.5
		-128.9	-193.9
		257.8	-636.8
Profit/loss before tax			
Tax			
Income tax	12	-54.3	-3.3
		203.5	-640.1
PROFIT/LOSS FOR THE YEAR			
Attributable to:			
Equity holders of the parent		145.3	-678.8
Non-controlling interest		58.2	38.7
		203.5	-640.1
PROFIT/LOSS FOR THE YEAR			
Earnings per share before dilution, (SEK)	13	0.81	-3.79
Earnings per share after dilution, (SEK)	13	0.81	-3.79

Consolidated statement of comprehensive income

(SEKm)	Note	01/01/2025 31/12/2025	01/01/2024 31/12/2024
Profit/loss for the year		203.5	-640.1
Other comprehensive income			
<i>Items that subsequently could be reclassified to profit or loss</i>			
Translation differences for the year		-77.5	36.7
	13, 20	-77.5	36.7
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		126.0	-603.4
Attributable to:			
Parent company shareholders		80.3	-647.8
Non-controlling interest		45.7	44.3
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		126.0	-603.4



Consolidated statement of financial position

(SEKm)	Note	31/12/2025	31/12/2024
ASSETS			
Non-current assets			
Intangible fixed assets	14		
Development expenses		284.0	282.2
Trademarks		1,626.7	1,629.1
Customer relationships		333.0	427.4
Goodwill		5,632.0	5,641.1
Other intangible fixed assets		1.7	1.1
		7,877.5	7,980.9
Tangible fixed assets	15		
Equipment		57.6	55.9
Leased fixed assets		624.9	555.6
Buildings and land		19.5	20.3
Leasehold improvements		37.6	32.3
		739.6	664.2
Financial fixed assets			
Other financial fixed assets		9.6	9.2
Long term receivables interest-bearing		-	7.7
		9.6	16.9
Deferred tax asset	12	34.0	76.1
Total fixed assets		8,660.7	8,738.1
Current assets			
Inventories	17		
Finished goods and merchandise		1,013.0	1,063.1
Advances to suppliers		25.1	39.5
		1,038.1	1,102.6
Short term receivables			
Accounts receivable	18	188.8	152.2
Other current receivables, non-interest-bearing		97.5	108.4
Prepaid expenses and accrued income	19	249.0	236.2
		535.2	496.8
Cash and cash equivalents	27	300.5	451.3
		300.5	451.3
Assets held for sale	6	-	106.0
		-	106.0
Total current assets		1,873.8	2,156.6
TOTAL ASSETS		10,534.5	10,894.7

(SEKm)	Note	31/12/2025	31/12/2024
EQUITY AND LIABILITIES			
Equity	20		
Equity attributable to owners of the parent			
Share capital		5.4	5.4
Other capital contributions		6,563.5	6,563.5
Reserves		11.3	76.3
Retained earnings incl. profit for the year		-715.0	-856.1
		5,865.1	5,789.0
Non-controlling interest			
Non-controlling interest		215.7	195.8
Total equity		6,080.8	5,984.8
Non-current liabilities	27		
Interest-bearing			
Liabilities to credit institutions	21	1,297.4	1,496.2
Non-current lease liabilities	28	417.2	374.3
Acquisition related interest-bearing liabilities	25, 27	150.6	198.6
Other non-current interest-bearing liabilities		85.0	172.1
		1,950.2	2,241.3
Non-interest-bearing			
Deferred tax liability	12	430.2	450.0
Other provisions	23	24.3	29.0
		454.4	479.0
Long term liabilities		2,404.6	2,720.3
Current liabilities	27		
Interest-bearing			
Current lease liabilities	28	205.0	233.1
Acquisition related interest-bearing liabilities	25, 27	85.4	149.4
Other current interest-bearing liabilities		90.4	85.0
		380.8	467.5
Non-interest-bearing			
Advance from customers		142.6	141.3
Accounts payable		845.0	893.8
Tax liabilities		1.0	-
Other liabilities	22	310.2	290.4
Accrued expenses and prepaid income	25	369.5	348.2
Liabilities directly associated with assets held for sale	6	-	48.5
		1,668.3	1,722.1
Total current liabilities		2,049.1	2,189.6
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		10,534.5	10,894.7

For information concerning pledged assets and contingent liabilities, see Note 26.

Consolidated statement of changes in equity

Equity attributable to the parent company's shareholders								
(SEKm)	Note	Share capital	Other capital contributions	Translations reserve	Retained earnings incl. Profit/loss for the year	Total	Non-controlling interest	Total equity
Opening balance, 1 January 2024		5.4	6,563.5	45.2	-271.5	6,342.6	167.4	6,510.0
Comprehensive income for the year								
Profit/loss for the year		-	-	-	-678.8	-678.8	38.7	-640.1
Other comprehensive income		-	-	31.0	-	31.0	5.6	36.7
		-	-	31.0	-678.8	-647.8	44.3	-603.4
Transactions with owners								
Warrants	8	-	-	-	1.5	1.5	-	1.5
Remeasurement of liabilities to non-controlling interest	24	-	-	-	34.8	34.8	-	34.8
Dividends to non-controlling interests		-	-	-	-1.3	-1.3	-16.0	-17.2
Transactions with non-controlling interest		-	-	-	59.1	59.1	-	59.1
		-	-	-	94.2	94.2	-16.0	78.2
Closing balance, 31 December 2024		5.4	6,563.5	76.3	-856.1	5,789.0	195.8	5,984.8
Comprehensive income for the year								
Profit/loss for the year		-	-	-	145.3	145.3	58.2	203.5
Other comprehensive income		-	-	-65.0	-	-65.0	-12.5	-77.5
		-	-	-65.0	145.3	80.3	45.7	126.0
Transactions with owners								
Warrants	8	-	-	-	2.5	2.5	-	2.5
Remeasurement of liabilities to non-controlling interest	24	-	-	-	21.9	21.9	-	21.9
Dividends to non-controlling interests		-	-	-	-	-	-26.8	-26.8
Transactions with non-controlling interest	5	-	-	-	-28.6	-28.6	1.0	-27.6
		-	-	-	-4.2	-4.2	-25.8	-30.0
Closing balance, 31 December 2025		5.4	6,563.5	11.3	-715.0	5,865.1	215.7	6,080.8

Consolidated statement of cash flows

(SEKm)	Note	01/01/2025 31/12/2025	01/01/2024 31/12/2024
Operating operations			
Profit before tax		257.8	-636.8
Reversal of financial net		139.3	161.1
Adjustments for non-cash items	29	360.1	905.2
Income tax paid		-12.7	-32.4
		744.5	397.1
Cash flow from changes in working capital			
Increase (-)/decrease (+) in inventories		67.6	173.2
Increase (-)/decrease (+) in other current receivables		-56.8	29.1
Increase (+)/decrease (-) in accounts payable		-41.4	-28.1
Increase (+)/decrease (-) in other current liabilities		-31.0	85.9
		-61.6	260.1
Cash flow from operating activities		682.9	657.2
Investing activities			
Investment in operations	5	-143.6	-49.9
Divestment of operations		56.3	74.9
Investments in tangible fixed assets	15	-25.1	-18.7
Divestment of tangible fixed assets	15	2.6	11.3
Investments in intangible fixed assets	14	-115.8	-116.3
Divestment of intangible fixed assets	14	-	1.3
Investments in financial fixed assets		-0.1	-0.0
Received interest		20.3	19.9
Cash flow from/ to investing activities		-205.4	-77.6
Financing activities			
Issue of warrants		0.2	-
Transactions with non-controlling interest		27.0	0.0
Dividend to non-controlling interest		-26.8	-17.2
Dividend		0.4	-
Loans raised	27, 30	202.1	500.0
Amortization of loans	27, 30	-400.0	-500.0
Amortization of lease liabilities	28	-264.8	-284.9
Interest paid		-157.4	-175.2
Cash flow to/from financing activities		-619.3	-477.4
Cash flow		-141.8	102.2
Cash and cash equivalents at the beginning of the year		473.0	370.3
Translation differences in cash and cash equivalents		-30.7	0.6
Cash and cash equivalents at the end of the year*	30	300.5	473.0

* Cash and cash equivalents at the end of 2024 include cash in the disposal group of SEK 21.8 million.



Parent Company income statement

(SEKm)	Note	01/01/2025 31/12/2025	01/01/2024 31/12/2024
Operating income			
Net sales	4	12.4	11.3
		12.4	11.3
Operating expenses			
Personnel costs	8, 9	-68.6	-49.2
Other external costs and operating expenses	7, 28	-11.4	-22.5
Depreciation and amortization of tangible and intangible fixed assets	14, 15	-0.1	-0.2
		-80.1	-71.9
Operating income		-67.7	-60.6
Financial items			
Financial income	11	99.5	91.5
Financial expenses	11, 21	-127.1	-161.1
		-27.6	-69.6
Profit/loss after financial items		-95.3	-130.1
Appropriations			
Changes in tax allocation reserve	20	-	-
Group contributions received		83.4	45.0
		83.4	45.0
Profit/loss before tax		-11.9	-85.1
Tax			
Income tax	12	-2.9	2.9
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		-14.8	-82.3

Comprehensive income for the year corresponds to net profit for both the current financial year and the comparative year.

Parent Company balance sheet

(SEKm)	Note	31/12/2025	31/12/2024
ASSETS			
Non-current assets			
Intangible fixed assets	14		
Development expenses		0.1	0.3
Other intangible fixed assets		-	0.0
		0.1	0.3
Financial fixed assets			
Participations in Group companies	16	3,678.3	3,678.3
Receivables in Group companies		4,564.5	4,764.5
Long term receivables interest-bearing		-	7.7
		8,242.8	8,450.5
Deferred tax assets	12	0.8	0.2
Total fixed assets		8,243.7	8,450.9
Current assets			
Short term receivables			
Long term receivables interest-bearing		149.2	125.7
Other receivables		5.6	4.3
Prepaid expenses and accrued income	19	1.3	1.4
		156.0	131.4
Cash and cash equivalents	27		
Cash and cash equivalents		10.7	2.8
		10.7	2.8
Total current assets		166.7	134.2
TOTAL ASSETS		8,410.4	8,585.1



(SEKm)	Note	31/12/2025	31/12/2024
EQUITY AND LIABILITIES			
Equity	20		
Restricted equity			
Share capital		5.4	5.4
		5.4	5.4
Unrestricted equity			
Share premium reserve		6,563.5	6,563.5
Retained earnings		3.6	83.5
Profit/loss for the year		-14.8	-82.3
		6,552.2	6,564.7
Total equity		6,557.6	6,570.1
Non-current liabilities			
	21		
Liabilities to credit institutions		1,297.4	1,496.2
Liabilities to Group companies		460.0	450.0
Other non-current interest-bearing liabilities		4.6	9.1
Total non-current liabilities		1,761.9	1,955.3
Current liabilities			
Other provisions		3.0	1.0
Accounts payable		3.1	0.9
Liabilities to Group companies		24.9	6.7
Other liabilities		1.1	1.1
Accrued expenses and prepaid income	25	54.2	45.4
Other current interest-bearing liabilities		4.6	4.6
Total current liabilities		90.9	59.7
TOTAL SHAREHOLDERS' EQUITY AND LIABILITY		8,410.4	8,585.1

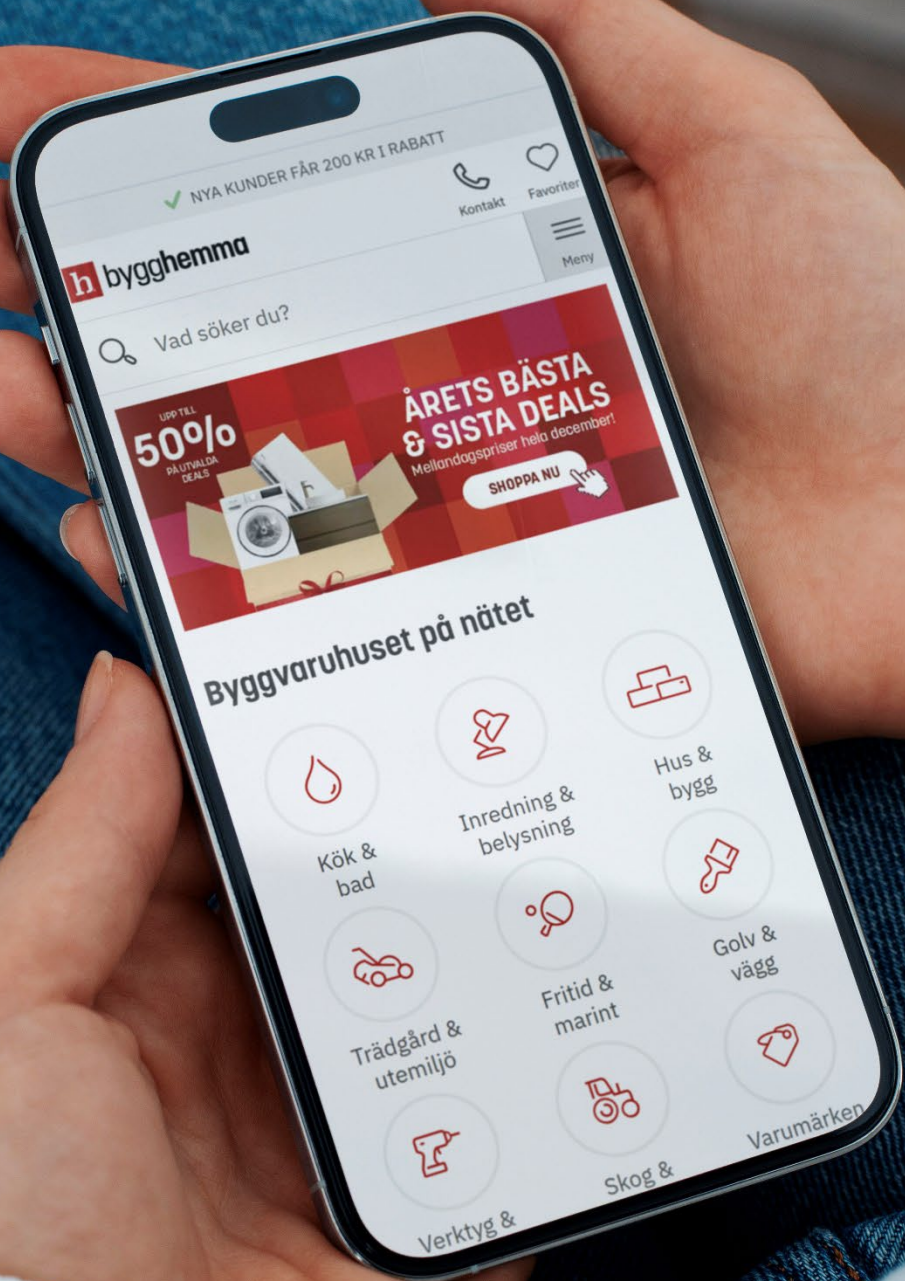
Parent Company statement of changes in equity

(SEKm)	Note	Restricted equity	Unrestricted equity			Total equity
		Share capital	Share premium reserve	Retained earnings	Profit/loss for the year	
Opening balance, 1 January 2024		5.4	6,563.5	151.1	-68.9	6,651.0
Comprehensive income for the year						
Appropriation of profits according to decision on annual general meeting		-	-	-68.9	68.9	-
Profit/loss for the year		-	-	-	-82.3	-82.3
		-	-	-68.9	-13.4	-82.3
Contributions from and value transfers from Group owners						
Warrants	8	-	-	1.3	-	1.3
		-	-	1.3	-	1.3
Closing balance, 31 December 2024		5.4	6,563.5	83.5	-82.3	6,570.1
Comprehensive income for the year						
Appropriation of profits according to decision on annual general meeting		-	-	-82.3	82.3	-
Profit/loss for the year		-	-	-	-14.8	-14.8
		-	-	-82.3	67.5	-14.8
Contributions from and value transfers from Group owners						
Warrants	8	-	-	2.3	-	2.3
		-	-	2.3	-	2.3
Closing balance, 31 December 2025		5.4	6,563.5	3.6	-14.8	6,557.6



Parent Company statement of cash flows

(SEKm)	Note	01/01/2025 31/12/2025	01/01/2024 31/12/2024
Operating operations			
Profit before tax		-11.9	-85.1
Reversal of financial net		33.6	58.1
Adjustments for non-cash items	29	-83.8	-30.7
Income tax paid		-1.8	-0.9
		-63.8	-58.6
Cash flow from changes in working capital			
Increase (-)/decrease (+) in other current receivables		219.7	-22.2
Increase (+)/decrease (-) in accounts payable		2.2	-6.8
Increase (+)/decrease (-) in other current liabilities		36.1	10.0
		257.9	-19.1
Cash flow from operating activities		194.1	-77.7
Investing activities			
Received interest		99.5	91.5
Cash flow from/ to investing activities		99.5	91.5
Financing activities			
Loans raised	27, 30	200.0	500.0
Amortization of loans		-400.0	-500.0
Group contributions received		45.0	90.0
Interest paid		-130.6	-143.8
Cash flow to/from financing activities		-285.6	-53.8
Cash flow		8.0	-39.9
Cash and cash equivalents at the beginning of the year		2.8	42.5
Translation differences in cash and cash equivalents		-0.1	0.3
Cash and cash equivalents at the end of the year		10.7	2.8



Notes

Notes

NOTE 1 GENERAL INFORMATION

BHG is the Nordic region's leading e-commerce company and one of the strongest players in DIY and home furnishings in Europe with over 1.7 million products. The Nordic region is our core market, while we are further establishing our European position and growing in selected Asian markets.

Our strong position in these markets makes us one of the largest online European pure-plays in our three segments: Home Improvement, Value Home, and Premium Living. The Group includes over 100 online destinations, such as www.bygghemma.se, www.nordicnest.se, www.svenssons.se and www.trademax.se. We offer the leading range of well-known external and proprietary brands in the market.

Home Improvement offers customers one of the market's broadest and most relevant assortments of DIY products. Customer value is created through availability, choice and competitive prices, made possible through price matching and a drop shipping model with low tied-up capital and a growing share of proprietary brands. Sweden is its largest market and accounted for 70% of the business area's sales in 2025. The leading brand in Home Improvement is Bygghemma.

Value Home offers affordable, highly functional furniture with a modern design, giving the customer more value for money. The customer offering is based on competitive prices without compromising on quality or delivery experience. This is made possible by a value-oriented business model based on proprietary brands, large-scale purchasing, low tied-up capital, and an efficient warehouse and logistics structure that ensures cost efficiency throughout the chain. Sales to customers from countries outside the Nordic region accounted for 41% of the business area's sales in 2025.

Premium Living makes Scandinavian design accessible for a global customer base. Customer value is created through exclusivity, design and a secure shopping experience. This is made possible by a business model that focuses on strong external brands, a growing share of proprietary brands, international reach and a customer experience with excellent service. Sales to customers from countries outside the Nordic region accounted for 38% of the Premium Living's sales in 2025. The leading brand in the business area is Nordic Nest.

BHG Group AB (publ) has been listed on Nasdaq Stockholm (Mid Cap) since 27 March 2018. For information about the company's owners, see the section "The share".

This annual report was approved for publication by the Board of Directors and the CEO on 7 April 2026. The consolidated income statement, statement of comprehensive income and statement of financial position and the Parent Company income statement and balance sheet will be submitted for adoption by the Annual General Meeting on 5 May 2026.

NOTE 2 ACCOUNTING AND MEASUREMENT POLICIES

2.1 Compliance with standards and legislation

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the

International Accounting Standards Board (IASB) along with interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) as endorsed by the European Commission for application in the EU. Recommendation RFR 1 Supplementary Accounting Rules for Groups from the Swedish Corporate Reporting Board has also been applied in the preparation of these consolidated financial statements.

The Parent Company applies the same accounting policies as the Group except in the cases specified below under the section "Parent Company accounting policies."

The Parent Company's functional currency is Swedish kronor (SEK), which also constitutes the reporting currency for the Parent Company and the Group. This means that the financial statements are presented in SEK. All amounts, unless otherwise stated, are rounded to the nearest million. The accounting policies stated below have been applied consistently to all periods presented in the consolidated financial statements.

2.1.1 Disclosures concerning IFRS Accounting Standards and interpretations that became effective in 2025

None of the new or amended standards or interpretations that came into effect from 1 January 2025 had a material impact on the 2025 consolidated financial statements.

2.1.2 New IFRS Accounting Standards that have not yet been applied

The IASB has also made amendments to IFRS 9 Financial Instruments regarding when financial liabilities (such as accounts payable) should be derecognised when they are settled through an electronic transfer. The amendments clarify that, as a general principle, a financial liability may only be derecognised on the settlement date, meaning when the cash has reached the recipient. However, an exemption to the general rule has been introduced which allows for earlier derecognition of a liability than on the settlement date, provided that certain conditions are met. The decision to apply the exemption is made individually for each electronic payment system. The impact of the changes on BHG is not considered material as most of the Group's payments are made via electronic systems that meet the conditions for earlier derecognition. The amendments came into effect on 1 January 2026, and have been adopted by the EU.

None of the other IFRS or IFRIC interpretations that have yet to come into effect are expected to have any material impact on the consolidated financial statements.

None of the new or amended IFRS or IFRIC interpretations that will come into effect in the coming financial year were applied in advance when preparing the financial statements. The Group does not plan to apply introductions or changes with future application in advance.

2.2 Operating segment reporting

BHG Group's operations are divided into three operating segments:

- Home Improvement. Comprises sites targeted at Nordic DIY customers, such as Bygghemma, Taloon, Golvpoolen, Nordiska Fönster, Outlet1, Hafa and Hylte Jakt & Trädgård.
- Value Home. Comprises sites with assortments for the home targeted at price-conscious European customers, such as Trademax, Chilli, Furniture 1, Furniturebox, Hemfint, Arc E-Commerce and Trendrum.
- Premium Living. Comprises sites with assortments of premium products within Scandinavian design, such as Nordic Nest, KitchenTime and Svenssons i Lammhult.

2.3 Consolidation policies and business combinations

2.3.1 Business combinations

Subsidiaries are recognised in accordance with the purchase method of accounting. Transaction fees that arise, except for transaction fees attributable to issues of equity instruments or debt instruments, are recognised directly in profit or loss.

When an acquisition does not involve 100% of the subsidiary, a non-controlling interest arises. In acquisitions where shareholders with non-controlling interests have the option to sell the holding to the Group at some point in the future, the Group does not recognise any non-controlling interests because the liability recognised for the option issued (see section 2.3.3 below) is recognised against non-controlling interests in equity at the time of acquisition. There are two alternative methods for recognising non-controlling interests. These two alternatives are recognising the non-controlling interest's proportionate share of net assets or recognising the non-controlling interest at fair value, which means that the non-controlling interest has a share of goodwill. The Group recognises the non-controlling interests' proportionate share of net assets.

2.3.2 Acquisitions of and sales to and from non-controlling interests

Acquisitions of non-controlling interests are recognised as a transaction of equity, meaning between the owner of the Parent Company (within retained earnings) and the non-controlling interest. This is the reason why goodwill does not arise in these transactions. The change in non-controlling interests is based on their proportionate share of net assets. In a corresponding manner, sales to non-controlling interests are recognised as a transaction of equity, provided that BHG Group does not lose control of the operations as a result of the sale.

2.3.3 Put options and call options on acquiring non-controlling interests

In connection with acquisitions, the Group has issued options to non-controlling interests that entitle the non-controlling interests to require the Group to purchase their holdings at some point in the future. In certain cases, the Group also holds call options that entitle BHG to purchase the non-controlling interest at some point in the future. Put options issued to non-controlling interests give rise to a financial liability, which is measured at the discounted present value of the estimated future strike amount. The value of the liability reduces the equity of non-controlling interests in the Group when the shares are considered to be acquired. Accordingly, the Group does not recognise non-controlling interests for

these entities in subsequent periods and their profit/loss is attributed in its entirety to Parent Company shareholders. Any remeasurements are recognised directly in equity.

Despite this, dividends paid to non-controlling interests for which the holdings are derecognised in accordance with the above are recognised as "Dividends to non-controlling interests" in the consolidated statement of changes in equity. In such cases, the dividends are recognised against equity attributable to Parent Company shareholders.

2.4 Revenue from sale of goods

Revenue from the sale of goods via e-commerce platforms and showrooms is recognised at a point in time, usually when the goods have been submitted to a third-party logistics company since control over the goods is transferred at this point. Revenue is recognised after deducting value added tax, discounts and the expected return rate. The majority of total sales are made to consumers who, depending on the country, usually have a right of withdrawal for distance shopping. At the same time as a deduction is made from the revenue for expected returns of goods, a deduction is also made from the cost of goods sold corresponding to the cost of the goods expected to be returned. The revenue reduction for the expected return rate is recognised as a liability for returns under "Accrued expenses and deferred income" in the statement of financial position, while a return asset that reflects the right to receive the returned goods is recognised under "Prepaid expenses and accrued income." The Group reassesses its estimate of expected returns on each balance-sheet date and updates the amount of the asset and the liability accordingly.

2.5 Leases

The Group primarily leases storage, office and retail premises.

For the majority of the Group's leases, the incremental borrowing rate is used to measure the lease liability since, in many cases, the rate implicit in the lease cannot easily be determined. The incremental borrowing rate reflects the Group's credit risk as well as each lease's term, currency and the quality of the underlying asset to be pledged. The interest rate is determined based on officially published swap curves of each currency to which is added a margin that reflects the Group's credit rating and quality of the underlying asset to be pledged. Lease payments include:

- fixed payments (including in-substance fixed payments), less any lease incentives,
- variable lease payments that depend on an index or a rate,
- amounts expected to be payable by the Group under residual value guarantees,
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

If the Group is reasonably certain that it will exercise an extension option, the lease payments for this extension period are included in the measurement of the liability. When making this assessment, the Group also considers whether significant improvements have been made to the leased properties.



For leases with several components – lease and non-lease components – the Group allocates the consideration according to the lease for each component based on the stand-alone price. Non-lease components are not included in lease payments. The Group's sales-based lease payments are limited in scope. They are not based on an index or price and are therefore not included in the lease liability. Sales-based lease payments are expensed during the relevant period.

At the commencement date, the right-of-use asset is measured at cost comprising:

- a) the amount of the initial measurement of the lease liability,
- b) any lease payments made at or before the commencement date less any lease incentives received,
- c) any initial direct costs, and
- d) costs for dismantling and removing the underlying asset.

The lease liability for the Group's premises with index-dependent rent is calculated based on the rent at the end of each reporting period. The right-of-use asset's carrying amount is also adjusted by an equivalent amount. The value of the liability and the asset are adjusted similarly in connection with reassessment of the lease term. This takes place in connection with the most recent termination date before the previously assessed lease term for the lease passing or when significant events occur or situations change outside the Group's control and affects the current assessment of the lease term.

Payments for low-value leases and for short-term leases are expensed on a straight-line basis over the term of the lease. Low-value leases are assets with a value of SEK 50 thousand or less in new condition, and short-term leases have a term of no more than 12 months from the commencement date.

2.6 Financial income and expenses

Financial income comprises interest income on invested funds and is recognised in profit or loss applying the effective interest method.

Financial expenses consist of interest expenses on loans and interest rates on lease liabilities. Borrowing costs are recognised in profit or loss applying the effective interest method.

Exchange rate gains and losses are recognised on a net basis in operating income for operational activities and on a financial basis for financial items.

Gains and losses arising from a change in the fair value of contingent considerations are recognised among financial items.

2.7 Taxes

Income tax comprises current tax and deferred tax. Income tax is recognised in profit or loss, except when the underlying transaction is recognised in other comprehensive income or in equity, in which case the associated tax effect is also recognised in other comprehensive income or in equity.

Potential additional income tax related to dividends is recognised at the same time as the dividend is recognised as a liability.

2.8 Financial instruments

Financial instruments recognised in the statement of financial position include deposits, accounts receivable, other receivables, accrued income, derivatives, participations in unlisted companies, cash and cash equivalents on the asset side. The liability side includes liabilities through the Group's credit facility, earn-outs, derivatives, accounts payable, other liabilities and accrued expenses.

2.8.1 Recognition in and derecognition from the statement of financial position

On some of the Group's e-commerce platforms, customers are offered loans from a financial institution that the Group partners with to finance their purchases. If the customer chooses to utilise such a credit solution, the financial institution receives a receivable from the customer, while the Group receives liquidity from the institution within a couple days of the completed purchases. The Group assumes no credit risk or other risk for the receivables the credit institution has from the customer. Accordingly, the Group recognises no accounts receivable in the statement of financial position if the customer chooses to utilise a credit solution from the financial institution, since in these cases it is the financial institution that is entitled to receive payment from the customer and is entitled to all of the risks and rewards associated with the receivable. However, during the period from the time the purchase is made until the Group receives liquidity from the financial institution, the Group recognises a receivable from the institution for the liquidity amount.

Acquisitions and divestments of financial assets are recognised on the settlement day. The settlement day is the day on which an asset is delivered to or from the company.

2.8.2 Classification and measurement of financial assets

The Group measures participations in unlisted companies and derivatives that comprise assets at fair value. Other financial assets are measured at amortised cost since they are then held within the framework of a business model wherein the aim is to collect the contractual cash flows, while the cash flows from the assets only comprise payments of the principal and interest. Participations in unlisted companies are measured at fair value through profit or loss. For recognition of derivatives, see section 2.8.4 below.

2.8.3 Subsequent classification and measurement of financial liabilities

The Group's liabilities for earn-outs attributable to business combinations and derivative liabilities are measured at fair value through profit or loss. Other financial liabilities are recognised at amortised cost.

Recognition of financial income and expenses is also addressed under accounting policy 2.8 above.

2.8.4 Derivatives

The Group has derivatives in the form of currency forwards that are used to hedge currency exposure in the Hafa Bathroom Group sub-Group. Since the Group does not apply hedge accounting for currency forwards, the changes in value are recognised in profit or loss in "Other operating revenue" and "Other operating expenses," respectively.

2.9 Tangible fixed assets

Tangible fixed assets are recognised in the Group at cost less accumulated depreciation and any impairment.

Gains or losses arising from the divestment or disposal of an asset consist of the difference between the selling price and the asset's carrying amount less direct selling costs. Gains and losses are recognised as other operating income/expenses.

2.9.1 Depreciation policies for tangible fixed assets

Depreciation is effected straight line over the estimated useful life of the asset. The depreciation methods, residual values and useful lives used are retested at the end of each year.

The estimated useful lives are:

Buildings	20 years
Equipment	5 years
Leasehold improvements	For the duration of the lease

2.10 Intangible assets

2.10.1 Intangible assets with an indefinite useful life

2.10.1.1 Goodwill

Goodwill is measured at cost less any accumulated impairment losses. Goodwill is distributed to cash generating units and is tested, at least annually, for impairment (see section 2.12.1).

The Group's cash generating units match the operating segments (see section 2.2).

2.10.1.2 Trademarks

The recognised brands have an indefinite useful life because they pertain to well-known market brands that the Group intends to retain and further develop and that thus may be expected to generate cash flows during an indefinite period ahead. Trademarks are recognised at cost less any accumulated impairment losses. Trademarks are allocated to cash generating units and are tested, at least annually, for impairment (see section 2.12.1).

2.10.2 Intangible assets with a definite useful life

The Group's intangible assets with a definite useful life comprise development expenditure, customer relationships and other intangible assets. Capitalised development expenditure is mainly related to software and software platforms.

2.10.3 Amortisation policies for intangible assets

Intangible assets with a definite useful life are amortised straight line over the estimated useful life of the intangible assets.

The estimated useful lives are:

Development expenditure	5 years
Customer relationships	10 years
Other intangible assets	5 years

2.11 Inventories

Inventories are measured at the lower of cost and net realisable value. Cost is calculated using the first-in-first-out principle (FIFO). Net realisable value is the estimated selling price in the operating activities less the estimated cost of completion and sale. Inventory cost is based on cost and includes costs arising in connection with acquisition of goods and bringing the goods to their condition and location. Reserves for obsolescence are included in the item "Goods sold."

Many of the Group's contracts with suppliers include the right to receive a bonus from the supplier if certain sales targets are met. The Group recognises a receivable from the supplier for such rights. A corresponding amount is recognised as a deduction against the item "Goods sold" in the consolidated income statement.

2.12 Impairment

2.12.1 Impairment of tangible and intangible assets

If there is an indication of an impairment requirement, the recoverable amount of the asset is calculated (see below). The recoverable amount of goodwill, trademarks and intangible assets not yet ready for use is also calculated annually.

2.12.2 Impairment of financial assets

The Group recognises loss allowances for expected credit losses on financial assets measured at amortised cost.

The Group calculates a loss allowance for expected credit losses on accounts receivable in accordance with the simplified impairment model in IFRS 9. A need for impairment of accounts receivable is established using historical experience of customer bad debts for similar claims. The credit losses are measured as the present value of all deficits in the cash flows (meaning the difference between the contractual cash flows and the cash flow the Group expects to receive).

The loss allowance reduces the fair value of the assets in the statement of financial position and is charged to the item "Goods sold" in the consolidated income statement.

2.13 Employee benefits

2.13.1 Share-based employee benefits

2.13.1.1 Warrant programmes (LTIP) 2022, 2023 and 2025

In 2022 and 2023, the Group introduced warrant programmes that allow employees to acquire shares in BHG Group AB. Programme participants are offered an opportunity to acquire warrants at a price corresponding to the fair value of the warrants on the subscription date. Participants in the programme LTIP 2021 and LTIP 2022 received a salary subsidy from the Group reflecting 50% of the warrants' fair value at the subscription date after a deduction for withholding tax. The participants in LTIP 2023:1 received a subsidy corresponding to 63% of the fair value of the warrants, while the participants in LTIP 2023:2 received a subsidy corresponding to 60% of the fair value of the warrants. An amount corresponding to the subsidy (net after the deduction of withholding tax) is therefore recognised as share-based remuneration according to IFRS 2. Social security contributions arising in connection with the salary subsidy have been recognised as an expense in the period when the employee received the subsidy. The value of the subsidy is recognised as an employee benefit expense over the vesting period, with an equivalent increase of equity. The warrant premium received has been recognised in equity.

2.13.1.2 Share savings programme 2023

In 2023, the Group introduced a share savings programme. Participants who retain their investment shares during the three-year vesting period and remain employed in the Group throughout the entire period are entitled to receive performance shares free of charge, provided that performance targets related to the share price and EBIT growth are achieved. The fair value of the share rights as of the allotment date is recognised as an employee benefit expense over the vesting period, with a contra entry in "Retained earnings" in equity. The Group also recognises a provision for social security contributions based on the number of share rights expected to be vested and on the fair value of the share rights on the respective reporting date, and finally on the allotment of performance shares.

2.13.1.3 Share savings programme 2025

In 2025, the Group introduced a share savings programme. Participants who retain their investment shares during the three-year vesting period and remain employed in the Group throughout the entire period are entitled to receive performance shares free of charge, provided that performance targets related to the share price are achieved. The fair value of the share rights as of the allotment date is recognised as an employee benefit expense over the vesting period, with a contra entry in "Retained earnings" in equity. The Group also recognises a provision for social security contributions based on the number of share rights expected to be vested and on the fair value of the share rights on the respective reporting date, and finally on the allotment of performance shares.

2.13.1.4 Incentive programme in Nordic Nest

The Group has an incentive programme for employees in the Nordic Nest sub-Group. Participants in the programme hold

synthetic options that are settled in cash depending on the value of the shares in Nordic Nest Group AB. Accordingly, the programme is classified as cash-settled share-based remuneration. Cash-settled options give rise to an obligation to the employees, which is initially measured at fair value on each balance-sheet date and when the obligation is settled. The liability accumulates over the vesting period, and for each period a personnel cost is recognised in net profit in an amount corresponding to the increase in the liability in over the same period.

2.13.2 Defined-contribution pension plans

The company's pension plans pertain only to defined-contribution plans. The company's obligations regarding contributions to defined-contribution plans are recognised as an expense in profit or loss at the rate at which they are vested by employees performing services for the company during a period.

2.14 Divestment of IP-Agency

In 2024, BHG entered into an agreement with the minority owners of the subsidiary IP-Agency giving BHG the right to sell all of the shares in IP-Agency to the minority owners. The minority owners have a corresponding right to purchase all of the shares in IP-Agency from BHG, and IP-Agency was therefore recognised on 31 December 2024 as a disposal group in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations. In April 2025, the sale of 100% of the shares in IP-Agency was completed, see Note 6.

In late 2024, BHG was involved in arbitration proceedings with the minority owners of IP-Agency regarding the price to be paid by BHG for the minority shareholders' remaining 30% shareholding pursuant to the shareholder agreement entered into when BHG acquired a majority stake in IP-Agency in 2021. In the arbitration, BHG requested a penalty payment from the minority shareholders for an alleged breach of the shareholder agreement. According to the ruling from February 2025, the minority shareholders were to reimburse BHG for its legal costs, in addition to paying the requested penalty.

The penalty payment received has been recognised as "Other operating income" (see Note 10), while the reimbursement received for legal costs has been recognised net against the costs incurred by the Group during the process, which are included in "Other external costs."

2.15 Parent Company accounting policies

The Parent Company prepares its annual accounts in accordance with the Swedish Annual Accounts Act (1995:1554) and the Swedish Corporate Reporting Board's recommendation RFR 2 Accounting for legal entities. Statements issued by the Swedish Corporate Reporting Board for listed companies are also applied. RFR 2 entails that the Parent Company, in the annual accounts for the legal entity, is required to apply all EU-approved IFRS Accounting Standards and statements, as far as possible, within the framework of the Annual Accounts Act and the Swedish Pension Obligations Vesting Act, and taking into account the connection between accounting and taxation. The recommendation specifies the exceptions and supplements that should or may be applied in relation to IFRS.

2.15.1 Differences between the accounting policies of the Group and the Parent Company

The differences between the accounting policies of the Group and the Parent Company are stated below. The accounting policies stated below for the Parent Company have been applied consistently for all presented periods in the Parent Company's financial statements.

2.15.1.1 Changed accounting policies

The Parent Company's accounting policies are unchanged compared with the preceding financial year.

2.15.1.2 Classification and presentation formats

The Parent Company uses the terms "balance sheet" and "cash flow statement" for the statements designated as the "statement of financial position" and "statement of cash flows" for the Group. The income statement and balance sheet for the Parent Company are prepared according to the stipulations of the Annual Accounts Act while the statement of comprehensive income, statement of changes in equity and cash flow statement are based on IAS 1 Presentation of Financial Statements and IAS 7 Statement of Cash Flows, respectively. The differences between the Group statements and the Parent Company's income statement and balance sheet mainly comprise the recognition of financial income and expenses, equity and the occurrence of provisions as a separate item in the balance sheet.

2.15.1.3 Subsidiaries

Participations in subsidiaries in the Parent Company are recognised according to the cost method. This means that transaction fees are included in the carrying amount of shareholdings in subsidiaries. In the consolidated financial statements, transaction fees attributable to subsidiaries are recognised directly in the consolidated income statement when they arise.

The value of contingent considerations is based on the probability that the consideration will be paid. Possible changes in the provision are added to/reduce the cost. In the consolidated financial statements, contingent considerations are recognised at fair value with changes in value recognised in profit or loss.

2.15.1.4 Group and shareholder contributions for legal entities

The Parent Company recognises received and paid Group contributions as appropriations in accordance with RFR 2. Shareholder contributions are recognised directly against equity for the recipient and capitalised in shares and participations for the provider if there is no need for impairment.

2.15.1.5 Financial instruments

IFRS 9 is not applied in the Parent Company, which entails that financial instruments are measured at cost. In subsequent periods, financial assets acquired to be held in the short term will be recognised at the lower of cost or market value. In subsequent recognition, financial assets held in the long term will be measured at cost and be tested for impairment.

2.15.1.6 Leases

The Parent Company does not apply IFRS 16 pursuant to the exemption contained in recommendation RFR 2. As a lessee, lease payments are recognised as a cost straight line over the term of the lease and thus no right-of-use assets or lease liabilities are recognised in the balance sheet.

NOTE 3 IMPORTANT ESTIMATES AND ASSUMPTIONS

Preparing financial statements in accordance with the IFRS Accounting Standards requires the Board of Directors and executive management to make assessments and estimates that affect the application of the accounting policies and the carrying amounts of assets, liabilities, revenue and costs. The estimates and assumptions are based on historical experience and a number of other factors which under the current conditions seem reasonable. The results of these judgements and estimates are used to determine the carrying amounts of assets and liabilities that are not otherwise apparent from other resources.

3.1 Significant sources of estimation uncertainty

The sources of estimation uncertainty presented below pertain to those that entail a significant risk of the value of the asset or liability requiring major adjustments during the coming financial year.

The estimates and assumptions are reviewed on a regular basis. Changes in estimates are recognised in the period when the change is made if the change affects this period only, or in the period when the change is made and in future periods if the change affects the current period as well as future periods.

3.1.1 Measurement of earn-outs and liabilities to non-controlling interests

In many of the Group's business combinations, contingent considerations to the seller arise or, in the event that the Group has issued a put option to a non-controlling interest, a liability to the non-controlling interest arises. Both contingent considerations and liabilities to non-controlling interests are largely dependent on the acquired company's earnings trend. Accordingly, an important estimate in determining the fair value of these items is the Group's assessment of the acquired company's future earnings trend. Changes in the value of contingent considerations are recognised through profit or loss, while changes in the value of liabilities to noncontrolling interests are recognised directly in equity.

3.2 Significant judgements in applying the Group's accounting policies

3.2.1 Length of lease term

Several of the Group's leases include an extension option. According to IFRS 16, extension options are included in the lease term if the lessee is reasonably certain to exercise them, thus significantly impacting the size of the lease liability and the right-of-use asset that are reported for the lease in accordance with IFRS 16. See Note 27 for further details of the judgements that the Group applies when judging the length of the lease term.

3.2.2 Consolidation of Furniture 1

In 2023, BHG Group divested 20.1% of the shares and votes in its subsidiary Furniture 1 ("F1") to the company's founder, who was also a non-controlling interest. Following the transaction, BHG Group owns 30% of the votes and capital in F1 and also has an option to repurchase 20.1% of the shares. According to BHG Group's assessment, the option gives the Group control over F1 since the Group can exercise the option to acquire a majority shareholding ("potential voting rights") and there are no significant financial obstacles or other obstacles preventing the Group from exercising its rights under the option. F1 therefore continues to be recognised as a subsidiary and is consolidated in the Group.

3.2.3 Establishment of purchase consideration for the acquisition of Trendrum

In connection with the acquisition of Trendrum in 2024, BHG entered into an agreement to purchase the remaining 32.5% of Hemfint Group AB over a period up to and including 2028. Hemfint Group in turn owns 100% of both Trendrum AB and the companies Arc-E Commerce AB and Hemfint i Kristianstad AB, which were acquired in previous years. The commitment for BHG to purchase 32.5% of Hemfint Group AB thus refers indirectly to the purchase not only of the minority share of Trendrum, but also the minority share of Arc-E Commerce AB and Hemfint i Kristianstad AB.

While preparing the acquisition analysis for Trendrum, the question therefore arose as to whether all or only parts of the liabilities to purchase the minority share of Hemfint Group AB should be included as part of the consideration for Trendrum. BHG has made the assessment that including the entire liability in the transferred consideration for the business combination would result in an overestimation of the consideration for Trendrum since the liability indirectly relates to the future purchase of the minority share not only in Trendrum but also in the existing subsidiaries Arc-E Commerce AB and Hemfint i Kristianstad AB. Therefore, the consideration transferred for the acquisition of Trendrum only includes a proportionate share of the liability considered to be attributable to Trendrum based on the relative valuations of the three subsidiaries.

3.2.4 Acquisition of KitchenTime

In 2024, BHG Group acquired certain assets in KitchenTime AB in the form of brands, a customer database and inventory. BHG is of the opinion that the transaction did not meet the criteria to constitute a business combination in IFRS 3 Business Combinations because no processes or personnel were included in the transaction. Instead, the transaction was recognised as an asset acquisition. The cost was allocated to the various separately identifiable intangible assets and inventories covered by the agreement based on their relative fair values.

3.2.5 Tax dispute in Denmark

At the end of 2025, the tax authority in Denmark made a claim against one of the Group's subsidiaries regarding a branch that BHG previously had in the country. BHG is

currently evaluating the basis for the tax authority's claim and the amounts that the Group has been requested to pay in taxes and fees regarding the Danish branch. As the process is at an early stage, the Group has not yet been able to make a reliable estimate of either the amount or the likelihood that the Group would have to pay any additional taxes or fees in Denmark related to the former branch. Accordingly, the Group has not recognised any provision for the dispute as of 31 December 2025, since a reliable estimate of the amount to be paid is required for a provision to be recognised.

NOTE 4 OPERATING SEGMENTS AND REVENUE

The Group's operations are divided into three segments. Each segment has a segment manager who regularly reports to executive management. The Group's internal reporting is structured to enable executive management to monitor the various segments' sales growth and operating income.

Home Improvement offers customers one of the market's broadest and most relevant assortments of DIY products. Customer value is created through availability, choice and competitive prices, made possible through price matching and a drop shipping model with low tied-up capital and a growing share of proprietary brands. The segment includes brands such as Bygghemma, Hylte Jakt & Trädgård, Taloon, Golvpoolen, Hafa and Nordiska Fönster.

Value Home offers affordable, highly functional furniture with a modern design, giving the customer more value for money. The customer offering is based on competitive prices without compromising on quality or delivery experience. This is made possible by a value-oriented business model based on proprietary brands, large-scale purchasing, low tied-up capital, and an efficient warehouse and logistics structure that ensures cost efficiency throughout the chain. The segment includes brands such as Trademax, Chilli, Furniturebox and Outlet1.

Premium Living makes Scandinavian design accessible for a global customer base. Customer value is created through exclusivity, design and a secure shopping experience. This is made possible by a business model that focuses on strong external brands, a growing share of proprietary brands, international reach and a customer experience with excellent service. The segment primarily comprises the brands Nordic Nest, Svenssons and Sleepo.

BHG Group AB (publ) has been listed on Nasdaq Stockholm (Mid Cap) since 27 March 2018. For information about the company's owners, see the section "The share."

The Group's revenue is impacted by seasonal variations' effect on demand, especially for building products, outdoor furniture and home furnishings. As a rule, demand and thus the Group's sales and cash flow are highest in the second and fourth quarters.

Other

The Parent Company provides management services to the Group's segments. Such sales occurred at cost price.

2025

(SEKm)	Home		Premium	Subtotal	Other	Eliminations	Group
	Improvement	Value Home	Living				
Net sales	5,317.4	2,741.0	2,558.4	10,616.8	30.2	-64.1	10,582.9
Net sales to other segments	1.1	32.2	0.6	33.9	30.2	-64.1	-
Depreciation, amortization and impairment	-198.2	-107.1	-119.2	-424.5	-3.2	-	-427.7
Operating income	249.9	133.3	81.1	464.3	-77.6	-	386.7
Financial income							22.0
Financial expenses							-150.9
Profit/loss before tax							257.8

2024

(SEKm)	Home		Premium	Subtotal	Other	Eliminations	Group
	Improvement	Value Home	Living				
Net sales	5,175.4	2,458.3	2,377.4	10,011.1	36.0	-84.6	9,962.5
Net sales to other segments	4.0	42.7	1.9	48.6	36.0	-84.6	-
Depreciation, amortization and impairment	-614.8	-174.3	-111.4	-900.5	-2.5	-	-903.0
Operating income	-343.2	-43.9	7.6	-379.4	-63.5	-	-442.9
Financial income							18.6
Financial expenses							-212.5
Profit/loss before tax							-636.8

No single customer in the Group accounts for more than 10% of the Group's revenue.

The Group's segments operate mainly in the Nordic region. Net sales and non-current assets are recognised

below per geographic area. Sales are recognised in those countries where the sales occur.

2025

(SEKm)	Home		Premium Living	Subtotal	Other	Eliminations	Group
	Improvement	Value Home					
Sweden	3,711.6	1,353.1	1,110.4	6,175.1	30.2	-53.7	6,151.6
Finland	1,150.6	58.2	82.5	1,291.2	-	-4.2	1,287.0
Denmark	95.9	51.3	66.0	213.1	-	-	213.1
Norway	213.7	150.6	338.4	702.6	-	-	702.6
Tyskland	82.8	2.2	437.4	522.5	-	-	522.5
Rest of Europe	62.8	1,125.7	424.4	1,612.9	-	-6.1	1,606.7
Rest of World	-	-	99.4	99.4	-	-	99.4
Net sales	5,317.4	2,741.0	2,558.4	10,616.8	30.2	-64.1	10,582.9

2024

(SEKm)	Home		Premium Living	Subtotal	Other	Eliminations	Group
	Improvement	Value Home					
Sweden	3,385.7	1,237.8	1,031.2	5,654.6	36.0	-70.8	5,619.8
Finland	1,378.8	60.4	76.8	1,516.0	-	-8.1	1,507.9
Denmark	88.1	13.1	57.1	158.2	-	-0.8	157.4
Norway	212.3	123.5	266.9	602.7	-	-	602.7
Germany	53.6	0.1	426.0	479.6	-	-	479.6
Rest of Europe	57.0	1,023.3	411.1	1,491.4	-	-4.8	1,486.6
Rest of World	-	-	108.5	108.5	-	-	108.5
Net sales	5,175.4	2,458.3	2,377.4	10,011.1	36.0	-84.6	9,962.5

(SEKm)	Fixed assets	
	2025	2024
Sweden	8,318.5	8,395.5
Finland	102.6	127.5
Denmark	0.6	0.8
Norway	2.2	4.8
Other Europe	236.8	209.5
	8,660.7	8,738.1

(SEKm)	Contract balances	
	2025	2024
Assets		
Refund asset	19.1	15.7
Account receivables	188.8	152.2
Accrued income	5.2	7.2
	213.1	175.0
Liabilities		
Advance from customers	-142.6	-141.3
Refund liability	-29.7	-25.3
Other prepaid income	-0.6	-1.4
	-172.9	-168.0
Contract balances	40.2	7.0

All contract liabilities recognised at the beginning of the year were recognised as revenue in 2025. No information is presented regarding transaction price allocated to the remaining performance obligations since there were no such obligations with an original expected term of more than one year as of 31 December 2025.

NOTE 5 BUSINESS COMINATIONS

Subsidiaries are companies that are under BHG Group AB's (publ) controlling influence. Controlling influence entails a direct or indirect right to shape a company's financial and operational strategies in order to obtain financial benefits. To assess whether a controlling influence exists, potential voting shares that can be immediately utilised or converted are taken into account.

Summary acquisition (SEKm)	Group	
	2025	2024
Acquisition of shares		
Net identifiable assets and liabilities	-	-2.6
Goodwill	-	93.1
Purchase price	-	90.5
<i>Less:</i>		
Cash and cash equivalents	-	1.1
Shares in subsidiaries	-	-59.1
Contingent/ deferred purchase price, vendor loans	-	-31.4
Consideration transferred	-	1.1
Acquisition of non-controlling interests	-143.6	-21.0
Net cash flow	-143.6	-19.9

Acquisitions in 2024

In March 2024, BHG acquired 67.5% of Trendrum for a consideration comprising 32.5% of the Group's existing holding in the subsidiary Arc E-Commerce AB and 16.3% of the holding in the subsidiary Hemfint. The acquisition of Trendrum constituted a business combination and has been recognised in accordance with the general principles on business combinations in section 2.3.1 above. Following the acquisition, Trendrum, Arc E-Commerce and Hemfint are included in the sub-group Hemfint Group. After the acquisition, BHG owns 67.5% of the shares in Hemfint Group, while the sellers of Trendrum own the remaining 32.5%. According to the agreement between BHG and the sellers, BHG will acquire the remaining 32.5% of the shares in Hemfint Group in tranches between April 2025 and April 2028. No cash consideration was paid to the sellers for the acquisition of Trendrum. Instead, the consideration consisted of the fair value of the shares in the subsidiaries Arc E-Commerce and Hemfint and a share of the liability for BHG's commitment to purchase the remaining shares in Hemfint Group AB (see also section 3.2.3 on significant judgements in applying the Group's accounting policies).

(SEKm)	2025							
	Net identifiable assets and liabilities	Goodwill	Purchase price	Cash and cash equivalents	Issued shares in BHG Group AB	Shares in subsidiaries	Contingent/deferred purchase price, vendor loans	Net cash flow
Acquisition of non-controlling interests								
Acquisition of shares in Hyma Skog & Trädgård AB	-	-	-	-	-	-	-	-110.4
Acquisition of shares in Nordic Nest Group AB	-	-	-	-	-	-	-	-6.0
Acquisition of shares in IP-Agency Oy	-	-	-	-	-	-	-	-27.2
	-	-	-	-	-	-	-	-143.6

Transaction costs

Transaction costs for the acquisitions carried out in previous years amounted to SEK 0.0 million and are recognised as

other external costs in profit or loss and the statement of other comprehensive income.

(SEKm)	2024							
	Net identifiable assets and liabilities	Goodwill	Purchase price	Cash and cash equivalents	Issued shares in BHG Group AB	Andelar i dotterbolag	Contingent/deferred purchase price, vendor loans	Net cash flow
Business combinations during 2024								
Acquisition of shares in Trendrum AB*	-2.6	93.1	90.5	1.1	-	-59.1	-31.4	1.1
Acquisition of non-controlling interests								
Acquisition of shares in Arc E-Commerce AB	-	-	-	-	-	-	-	-12.0
Acquisition of shares in Nordic Nest Group AB	-	-	-	-	-	-	-	-9.0
	-2.6	93.1	90.5	1.1	-	-59.1	-31.4	-19.9

NOTE 6 DIVESTMENT OF BUSINESSES

On 22 November 2024, BHG entered into an agreement with the minority owners of IP-Agency Finland Oy that gave BHG the right to sell all of the shares in IP-Agency to the minority owners. The minority owners had a corresponding right to purchase all of the shares in IP-Agency from BHG. At that point in time, the minority owners and founders of IP-Agency held 30% of the shares in the company.

As of 31 December 2024, arbitration proceedings were ongoing regarding the price to be paid by BHG for the shares of the minority owners pursuant to the shareholder agreement entered into when BHG acquired a majority stake in IP-Agency in 2021.

Since BHG had already decided on 31 December 2024 to utilise its put option and sell 100% of the shares in IP-Agency, the holding was recognised as a disposal group in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations.

In 2024, impairment of SEK -399.0 million was recognised on the measurement of the disposal group at fair value less selling costs. As of 31 December 2024, the disposal group for IP-Agency comprised assets of SEK 106.0 million less liabilities amounting to SEK 48.5 million. IP-Agency's sales for full-year 2024 amounted to SEK 312.3 million, and its adjusted EBIT for the same period amounted to SEK 13.2 million.

The disposal group was recognised in the Home Improvement segment.

SEKm	31 dec 2024
Inventory	66.2
Other short-term receivables	18.0
Cash and cash equivalents	21.8
Assets held for sale	106.0
Provisions	6.1
Accounts payable	13.7
Lease liabilities	4.2
Other short-term liabilities	24.6
Liabilities directly associated with assets held for sale	48.5
Disposal group	57.4

On 28 February 2025, an arbitration ruling was announced which entailed that BHG must pay EUR 2.5 million, equivalent to SEK 27.2 million, for the remaining 30% of the shares in IP-Agency.

In accordance with the agreement of 22 November 2024, the minority owners had the right to purchase 100% of the shares in IP-Agency for a period of time following the end of the arbitration proceedings, while BHG had a corresponding right to sell 100% of the shares in IP-Agency to the minority owners. On 1 April 2025, BHG utilised its put option and divested 100% of the shares in IP-Agency to the minority owners. The purchase consideration of EUR 5.0 million, equivalent to SEK 54.2 million, was paid in cash.

As of the divestment date of 1 April 2025, accumulated exchange-rate differences attributable to IP-Agency of SEK 36.1 million were transferred from equity to the income

statement and presented on the line "Other operating revenue."

NOTE 7 FEES AND REMUNERATION TO AUDITORS

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
PwC				
Audit engagements	-7.7	-8.6	-1.9	-1.6
Audit-related services	-0.6	-0.0	-0.6	-0.0
Tax consulting	-	-0.1	-	-
Other services	-0.2	-0.4	-0.1	-0.4
	-8.5	-9.1	-2.6	-2.0
Other audit firms				
Audit engagements	-1.4	-0.9	-	-
Audit-related services	-0.0	-	-	-
Tax consulting	-0.2	-0.0	-	-
Other services	-0.2	-	-	-
	-1.7	-0.9	-	-
Total all audit firms	-10.3	-10.0	-2.6	-2.0

Of the above fees to PwC, SEK 7.2 million (6.6) pertains to the Group's fee to Öhrlings PricewaterhouseCoopers AB. For the Parent Company, the entire fee pertains to Öhrlings PricewaterhouseCoopers AB.

Audit engagement refers to the statutory audit of the annual report, the consolidated financial statements and the accounting records as well as the administration by the Board of Directors and the CEO, and any audit work and other reviews performed in accordance with agreements or contracts. This includes other tasks incumbent on the company's auditor as well as consulting services or other assistance required as a result of observations made during such an audit or the execution of such other tasks.

NOTE 8 PERSONNEL COSTS AND REMUNERATION OF SENIOR EXECUTIVES

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Salaries	-570.7	-564.4	-46.1	-31.1
Received governmental aid	0.9	1.9	-	-
Social security contributions	-191.1	-183.4	-16.9	-11.5
Share-based remuneration	-2.5	-1.3	-2.3	-1.3
Pension expenses, defined contribution plans	-55.7	-54.5	-5.3	-4.7
	-819.2	-801.6	-70.7	-48.5

The Group has received government assistance related to personnel costs. This assistance mainly pertained to compensation for sick pay costs as well as certain other personnel-related assistance.

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Senior executives	-35.3	-23.9	-32.2	-20.0
<i>of which variable salary</i>	<i>-15.7</i>	<i>-5.6</i>	<i>-15.6</i>	<i>-2.2</i>
Other employees	-535.4	-540.5	-13.9	-11.1
	-570.7	-564.4	-46.1	-31.1

The number of senior executives amounted to seven during the January–December 2025 period.

During the January–December 2024 period, the number of senior executives amounted to seven.

2025

Remuneration and other benefits (SEKm)	Basic salary/ Board remuneration	Variable remuneration	Other benefits	Pension expenses	Share based remuneration	Total
Board of Directors						
Christian Bubenheim	-0.7	-	-	-	-	-0.7
Kristian Eikre	-0.2	-	-	-	-	-0.2
Joanna Hummel*	-0.6	-	-	-	-	-0.6
Mikael Olander	-0.3	-	-	-	-	-0.3
Negin Yeganegy	-0.4	-	-	-	-	-0.4
Vesa Koskinen	-0.4	-	-	-	-	-0.4
CEO (remuneration from the parent company)						
Gustaf Öhrn	-6.8	-6.4	-0.0	-1.9	-0.6	-15.7
Other senior executives						
Remuneration from parent company	-9.8	-9.2	-0.0	-2.1	-0.9	-22.0
Remuneration from subsidiaries	-3.0	-0.1	-0.0	-0.6	-	-3.7
	-22.2	-15.7	-0.0	-4.6	-1.4	-44.0

* During the year, Board member Joanna Hummel received remuneration totalling SEK 0.6 million. The remuneration pertained to director fees of SEK 0.4 million from BHG Group AB and director fees of SEK 0.2 million from the subsidiary Nordic Nest Group AB

Accrued variable remuneration to be paid to the CEO and other senior executives after year-end amounts to SEK 6.4 million (1.9) and SEK 9.3 million (3.8), respectively.

The period of notice is 12 months for the CEO and 6 months for the company. The CEO is not entitled to severance pay.

Remuneration and other benefits (SEKm)	2024					Total
	Basic salary/ Board remuneration	Variable remuneration	Other benefits	Pension expenses	Share based remuneration	
Board of Directors						
Christian Bubenheim	-0.7	-	-	-	-	-0.7
Kristian Eikre*	-	-	-	-	-	-
Joanna Hummel**	-0.5	-	-	-	-	-0.5
Mikael Olander	-0.3	-	-	-	-	-0.3
Negin Yeganegy	-0.4	-	-	-	-	-0.4
Vesa Koskinen	-0.3	-	-	-	-	-0.3
CEO (remuneration from the parent company)						
Gustaf Öhrn	-6.6	-1.9	-0.0	-1.8	-0.0	-10.3
Other senior executives						
Remuneration from parent company	-8.1	-3.5	-0.0	-1.7	-0.2	-13.5
Remuneration from subsidiaries	-3.6	-0.3	-0.0	-1.0	-	-4.9
	-20.4	-5.6	-0.0	-4.5	-0.2	-30.8

* Kristian Eikre, as a representative of Ferd, chose not to receive any director fees for 2024.

** During the year, Board member Joanna Hummel received remuneration totalling SEK 0.6 million. The remuneration pertained to director fees of SEK 0.4 million from BHG Group AB, director fees of SEK 0.1 million from the subsidiary Nordic Nest Group AB and remuneration of SEK 0.1 million for consulting services regarding strategy development in Home Furnishing Nordic AB.

Share-based remuneration

The Group has three different forms of share-based remuneration where the remuneration received by the holder is dependent on the value of shares in BHG Group AB (or shares in subsidiaries):

- Warrant programmes (LTIP)
- Share savings programmes
- Cash-settled remuneration (synthetic options)

Warrant programmes (LTIP)

The general meetings on 13 January 2023, 3 May 2023 and 5 May 2022 resolved to introduce warrant programmes for key employees in the Group. Accordingly, three incentive programmes have run in parallel in the form of LTIP 2022, LTIP 2023:1 and LTIP 2023:2. However, LTIP 2022 ended in 2025.

Under all three warrant programmes, each warrant entitles/entitled the holder to subscribe for one new ordinary share in BHG Group AB. The price for the warrants (warrant premium) corresponds to the market value of the warrants on the date of subscription and allotment, which has been calculated in accordance with the Black-Scholes pricing model, with measurement policies in accordance with market practice.

Subscription prices

The subscription price for LTIP 2022 amounts to 130% of the volume-weighted average price prior to the General Meeting on 5 May 2022, corresponding to a subscription price of SEK 84.48 per share.

The subscription price for LTIP 2023:1 and 2023:2 amounts to SEK 35.00 per share.

Subscription periods for new shares

All warrants outstanding under LTIP 2022 expired without being utilised during the year since the subscription price exceeded the share price for the entire subscription period.

For LTIP 2023:1, shares can be subscribed for during the period from 3 April 2026 until 3 July 2026, while the subscription period for LTIP 2023:2 is from 1 August 2026 until 30 September 2026.

Cost effects

The participants in the programme LTIP 2022 received a subsidy from BHG Group AB corresponding to 50% of the fair value of the warrants at the subscription date. The participants in LTIP 2023:1 received a subsidy corresponding to 63% of the fair value of the warrants, while the participants in LTIP 2023:2 received a subsidy corresponding to 60% of the fair value of the warrants.

In 2025, the Group expensed an amount totalling SEK - 0.0 million (-0.2) for share-based remuneration in accordance with IFRS 2.

Dilution

Holders of warrants outstanding under LTIP 2023:1 can subscribe for a maximum of 1,898,654 shares, and holders under LTIP 2023:2 can subscribe for a maximum of 4,800,000 shares.

If all of the outstanding warrants in the two programmes had been exercised as of 31 December 2025, the number of shares issued by the company would have increased by 6,698,654 ordinary shares, corresponding to dilution of 3.7% of the capital and votes at year-end 2025.

Parent company				
Granted warrants	President and CEO	Senior executives	Other key-employees	Total
Long-term incentive program, 2023:1	1,898,654	-	-	1,898,654
Long-term incentive program, 2023:2	-	2,102,947	2,697,053	4,800,000
Total outstanding as of 31 December 2023	1,898,654	2,102,947	2,697,053	6,698,654

Parent company				
Outstanding warrants	2025	Weighted redemption price	2024	Weighted redemption price
Outstanding as of 1 January	8,063,654	43.38	9,229,154	65.29
Lapsed during the period	-1,365,000	84.48	-1,165,500	216.90
Outstanding as of 31 December	6,698,654	35.00	8,063,654	43.38

Parent company				
Specification of warrants	Number of options	Value at distribution		Redemption price
		Number of options	Redemption time	
Long-term incentive program, 2023:1	1,898,654	1.54	2026	35.00
Long-term incentive program, 2023:2	4,800,000	0.61	2026	35.00

Share savings programmes

The general meetings on 6 May 2025 and 3 May 2023 resolved to introduce share savings programmes for certain senior executives, CEOs and key employees in the Group. To participate in the programmes, participants must have acquired shares in BHG Group AB, so-called investment shares.

To be eligible for performance shares, participants must have retained their own original investment shares and remain employed by the Group until the date of the 2026 and 2028 Annual General Meetings, respectively.

The number of performance shares earned and allotted depends on the extent to which performance criteria are met in relation to defined minimum and maximum levels.

Share savings programme 2023/2026

There are two performance criteria for the share savings programme 2023/2026. One is related to the performance of the share price, and the second to the performance of the Group's EBIT.

Performance criterion 1

Volume-weighted average share price for the same five trading days in 2026 in relation to the volume-weighted average share price for the five trading days occurring 30 days after 3 May 2023:	Number of performance shares per investment share
Increase to SEK 35/share	1.00
Increase to SEK 30/share	0.75
Increase to SEK 25/share	0.50
Increase to SEK 20/share	0.25

If the price is less than SEK 10/share, no performance shares are received.

Performance criterion 2

Increase in adjusted EBIT in relation to percentage change between 2022 and 2025:	Number of performance shares per investment share
Increase of 40%	1.00
Increase of 30%	0.75
Increase of 20%	0.50
Increase of 10%	0.25

If the increase in adjusted EBIT is lower than 10%, no performance shares are received.

Accordingly, a participant in the share savings programme 2023 can receive a maximum of two performance shares free of charge per investment share. The maximum number of shares that can be allotted to participants under the programme is limited to 766,000 as of the balance-sheet date. However, the maximum value of the performance shares is limited to a share price of SEK 70 per share. If the value of the performance shares exceeds this maximum value, the number of performance shares allotted is reduced proportionally.

Share savings programme 2025/2028

For the share savings programme 2025/2028, there is only one performance criterion, which is linked to the performance of the share price of BHG Group AB.

The performance will be measured based on the volume-weighted average price of the BHG share on Nasdaq

Stockholm during the five trading days immediately following the date on which three years have passed in relation to the volume-weighted average price of the BHG share on Nasdaq Stockholm during the five trading days occurring 30 days after the date of the 2025 Annual General Meeting. Full allotment of performance share rights requires that the total shareholder return averages at least 20.0% per year during the vesting period. The minimum level for vesting requires that the total shareholder return averages at least 7.5% per year during the three-year period. For performance between the minimum and maximum levels, the vesting of performance share rights is linear between 0 and 100%.

Based on position, a participant in the programme may receive a maximum of between two and six performance shares per investment share free of charge.

Furthermore, certain key employees who are not the CEO, Deputy CEO, CFO or part of the management of subsidiaries are entitled to one matching share per investment share. There is no performance criterion for receiving matching shares. The only requirement is that the participant has retained their investment shares and remained employed within the Group during the vesting period.

Personnel category	Group	
	Number of performance shares per investment share	Number of matching shares per investment share
President and CEO	6.00	-
Deputy President and CEO	5.00	-
CFO	5.00	-
Management and CEOs of subsidiaries	4.00	-
Key employees	2.00	1.00

The maximum number of shares that can be allotted to participants under the programme is limited to 1,691,711 as of the balance-sheet date. The maximum value of the performance shares is also limited to a share price of SEK 160 per share. If the value of the performance shares exceeds this maximum value, the number of allotted performance shares is reduced proportionally.

Cost effects

The programmes are equity-settled programmes according to the criteria of IFRS 2. Using the Black-Scholes valuation model, the fair value of the share rights on the allotment date has been estimated at SEK 3.47 and SEK 12.11, respectively, per share right. The inputs used in the valuation for each year are summarised in the table below.

Fair value and assumptions for share rights	Group	
	Share savings programme 2025/2028	Share savings programme 2023/2026
Share price (SEK)	28.83	13.22
Target share conditions (SEK)	30-160	20-70
Expected volatility (%)	42.50	39.00
Maturity (years)	3.00	3.00
Risk-free interest rate (%)	1.89	2.67
Fair value	12.11	3.47

In 2025, the Group recognised a cost for the share savings programme of SEK 2.3 million (1.3).

Cash-settled remuneration (synthetic options)

In 2021, an incentive programme was introduced for employees in the Nordic Nest sub-Group. Participants in the programme hold synthetic options that are settled in cash depending on the value of the shares in Nordic Nest Group AB. Accordingly, the programme is classified as cash-settled share-based remuneration under IFRS 2. Unlike the Group's other share-based remuneration (see above), synthetic options do not entitle the holders to subscribe for/receive shares in BHG Group AB. Nor do synthetic options give rise to dilution for Parent Company shareholders.

Subscription price

The subscription price is calculated as 250% of the price per share in Nordic Nest Group AB that was paid when Nordic Nest was acquired, corresponding to a subscription price for the synthetic options of SEK 14,538 per share in Nordic Nest Group AB. The programme commenced on 1 July 2021 and extends for five years from that date.

Cost effects and recognised liability

The Group recognises a liability for synthetic options accumulated over the vesting period. As of 31 December 2025, the carrying amount of the liability was SEK 0.0 million (0.0). In 2025, the Group expensed a total of SEK 0.0 million (0.0) for the synthetic options.

Holders

The programme is targeted at key employees in the Nordic Nest sub-Group. A total of 63 employees in the Nordic Nest sub-Group are participating in the programme. The table below shows the number of synthetic options outstanding. Each option entitles the holder to a cash payment based on the value of one share in Nordic Nest Group AB.

Outstanding warrants	Group		2024	Weighted redemption on price
	2025	Weighted redemption price		
Outstanding as of 1 January	3,131	14,538	3,131	14,538
Outstanding as of 31 December	3,131	14,538	3,131	14,538

Valuation

A valuation of the synthetic options was performed on the allotment date and the balance-sheet date using the Black-Scholes pricing model. The expected volatility is based on historical volatility for a group of comparable listed companies. In a corresponding manner, the share price used in the valuation was based on the share prices for a group of comparable listed companies. The table below shows the assumptions used for the valuation of the synthetic options.



NOTE 9 AVERAGE NUMBER OF EMPLOYEES

Group	2025		2024	
	Men	Women	Men	Women
Sweden	608	473	662	519
Denmark	2	6	1	2
Finland	39	55	99	56
Norway	2	1	3	3
Bulgaria	27	10	17	7
Estonia	13	5	13	6
Greece	5	5	6	4
Croatia	38	9	37	9
Hungary	19	9	19	10
Lithuania	58	75	56	69
Latvia	13	9	13	9
Romania	34	14	36	10
Slovenia	16	10	17	8
Total	874	681	979	712
Total average no. of employees	1,555		1,691	

Parent company	2025		2024	
	Men	Women	Men	Women
Sweden	11	4	11	3
Total	11	4	11	3
Total average no. of employees	15		14	

Gender balance among senior executives

Group	2025		2024	
	Men %	Women %	Men %	Women %
Board of Directors	96	4	97	3
CEO and other executives	90	10	90	10
Total	95	5	95	5

Parent company	2025		2024	
	Men %	Women %	Men %	Women %
Board of Directors	50	50	50	50
CEO and other executives	86	14	100	-
Total	69	31	63	38

NOTE 10 OTHER OPERATING REVENUE AND OPERATING EXPENSES

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Other operating income				
Gain from sale of fixed assets	2.8	16.7	-	-
Gain from sale of operation	33.9	12.1	-	-
Exchange gains on operating receivables/liabilities	0.5	-	-	-
Change in fair value of FX forwards	-	1.8	-	-
Insurance compensation	0.0	0.3	-	-
Other operating income	46.3	1.9	-	-
	83.5	32.7	-	-
Other operating expenses				
Loss from sale of fixed assets	-4.1	-14.5	-	-
Exchange losses on operating receivables/liabilities	-	-0.8	-	-
Change in fair value of FX forwards	-0.9	-	-	-
	-5.0	-15.3	-	-
	78.5	17.4	-	-

Other operating revenue in 2025 mainly relates to liquidated damages of SEK 44.3 million attributable to the arbitration proceedings with IP-Agency.

NOTE 11 FINANCIAL ITEMS

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Financial income				
Interest income	16.6	15.4	0.4	1.6
Interest income, Group	-	-	99.1	89.9
Net exchange differences	3.6	-	-	-
Dividend	0.4	-	-	-
Other financial income	1.4	3.1	0.0	0.0
	22.0	18.6	99.5	91.5
Financial expenses				
Interest expense, credit institutions	-110.2	-144.3	-100.6	-129.8
Interest expense, leased assets	-18.7	-18.7	-	-
Interest expense, Group	-	-	-18.2	-18.0
Interest expense, other	-12.0	-22.8	-1.5	-0.6
Net exchange differences	-	-10.7	-0.1	-0.3
Other financial expenses	-10.0	-16.0	-6.6	-12.4
	-150.9	-212.5	-127.1	-161.1
	-128.9	-193.9	-27.6	-69.6

NOTE 13 EARNINGS PER SHARE

(SEKm)	Before dilution		After dilution	
	2025	2024	2025	2024
Earnings per share (SEK)	0.81	-3.79	0.81	-3.79
The amounts used in numerators and denominators are shown below:				
Profit for the year attributable to parent company shareholders	145.3	-678.8	145.3	-678.8
Profit for the year attributable to parent company shareholders of ordinary shares	145.3	-678.8	145.3	-678.8
Average number of shares before dilution	179.2	179.2	179.2	179.2
Average number of shares after dilution	179.8	179.2	179.2	179.2
Earnings per share (SEK)	0.81	-3.79	0.81	-3.79

NOTE 14 INTANGIBLE ASSETS**Internally developed intangible assets**

	Group		Parent company	
	2025	2024	2025	2024
Capitalized expenditures for development (SEKm)				
Opening accumulated cost	586.2	519.6	1.2	1.2
Investments	115.9	116.2	-	-
Reclassifications	-15.8	-0.8	-	-
Divestments	-26.4	-23.6	-	-
Reclassification to assets held for sale	-	-30.2	-	-
Divestments of subsidiaries	-2.3	-	-	-
Translation difference	-7.5	5.2	-	-
Closing accumulated cost	650.1	586.2	1.2	1.2
Opening accumulated amortization	-304.0	-244.5	-0.9	-0.7
Amortization for the year	-94.5	-89.7	-0.1	-0.2
Reclassifications	26.1	21.5	-	-
Reclassification to assets held for sale	-	11.3	-	-
Divestments of subsidiaries	1.5	-	-	-
Translation difference	4.8	-2.5	-	-
Closing accumulated amortization	-366.1	-304.0	-1.0	-0.9
Carrying amounts	284.0	282.2	0.1	0.3

The item pertains to costs for the Group's online platform.

Both internal and external costs have been capitalised. No borrowing costs have been capitalised because the projects are short term and thus do not satisfy the criteria for capitalisation.

Acquired intangible assets

Trademarks (SEKm)	Group		Parent company	
	2025	2024	2025	2024
Opening accumulated cost	1,629.1	1,640.7	-	-
Investments through acquisition	-	14.1	-	-
Write down Disposal Group Investments	-	-35.1	-	-
Divestments of subsidiaries	-	-9.0	-	-
Translation difference	-2.4	2.6	-	-
Discontinued operations	-	-4.1	-	-
Closing accumulated cost	1,626.7	1,629.1	-	-
Carrying amounts	1,626.7	1,629.1	-	-

The item pertains to brands identified as separate assets in connection with the Group's business combinations. For information about business combinations carried out during the year or the comparison year, see Note 5.

Customer relationships (SEKm)	Group		Parent company	
	2025	2024	2025	2024
Opening accumulated cost	957.4	953.5	-	-
Investments	-	10.0	-	-
Write down Disposal Group	-	-1.2	-	-
Divestments of subsidiaries	-	-5.4	-	-
Translation difference	-0.6	0.5	-	-
Closing accumulated cost	956.8	957.4	-	-
Opening accumulated amortization	-530.1	-435.8	-	-
Amortization for the year	-94.2	-94.4	-	-
Write down Disposal Group	-	0.5	-	-
Translation difference	0.4	-0.3	-	-
Closing accumulated amortization	-623.9	-530.1	-	-
Carrying amounts	333.0	427.4	-	-

The item pertains to customer relationships arising from the Group's business combinations. For information about business combinations carried out during the year or the comparison year, see Note 5.

Goodwill (SEKm)	Group		Parent company	
	2025	2024	2025	2024
Opening accumulated cost	5,641.1	5,899.7	-	-
Investments through acquisitions	-	93.1	-	-
Diverstments of subsidiaries	-	-49.8	-	-
Write down Disposal Group	-	-318.2	-	-
Translation difference	-9.1	16.4	-	-
Closing accumulated cost	5,632.0	5,641.1	-	-
Carrying amounts	5,632.0	5,641.1	-	-

The item pertains to goodwill arising from the Group's business combinations. For information about business combinations carried out during the year or the comparison year, see Note 5.

Other intangible non-current assets (SEKm)	Group		Parent company	
	2025	2024	2025	2024
Opening accumulated cost	17.5	18.1	0.2	0.2
Investments	0.0	0.2	-	-
Diverstments	-1.2	-0.1	-	-
Reclassification to assets held for sale	-	-0.8	-	-
Diverstments of subsidiaries	-	-	-	-
Translation difference	-0.1	0.1	-	-
Closing accumulated cost	17.2	17.5	0.2	0.2
Opening accumulated amortization	-16.4	-14.8	-0.2	-0.2
Amortization for the year	-0.4	-1.9	-0.0	-0.0
Diverstments	1.2	0.0	-	-
Reclassification to assets held for sale	-	0.4	-	-
Diverstments of subsidiaries	-	-	-	-
Translation difference	0.1	-0.1	-	-
Closing accumulated amortization	-15.5	-16.4	-0.2	-0.2
Carrying amounts	1.7	1.1	-	0.0

The item includes costs for registering and establishing the Group's Internet domains. Only external costs have been capitalised. No borrowing costs have been capitalised.

Impairment testing of goodwill

Impairment testing of goodwill and brands is conducted annually, and at any time indications of a value decline are identified. The Group's cash generating units match the

identified operating segments: Home Improvement, Value Home, and Premium Living.

Goodwill and trademark per cash-generating unit (SEKm)	Goodwill		Trademark	
	2025	2024	2025	2024
Home Improvement	2,533.5	2,535.6	838.1	838.1
Value Home	1,530.2	1,537.1	390.8	393.2
Premium Living	1,568.3	1,568.3	397.8	397.8
	5,632.0	5,641.1	1,626.7	1,629.1

Impairment testing for cash generating units containing goodwill

Impairment testing of goodwill is conducted annually, and at any time indications of a value decline are identified. When testing, the assets are grouped in cash generating units.

When testing, carrying amounts of cash generating units are compared with recoverable amounts. The recoverable amount of the respective cash generating units is determined by discounting future cash flows in order to determine the value in use. The calculation of future cash flows for the first five years are based on the strategic plans adopted by the Board, which in turn are based on assumptions and judgements that are mainly formulated by executive management.

The important assumptions in the five-year forecast are organic growth, profit margin and market growth (total market and online market). Assumptions regarding profit margins in the three cash generating units are based on the estimated development in the particular product segments in respect of sales mix and operating margin trend, with current market prices and costs plus real development and cost inflation as the point of departure.

Assumptions are based on both historical experience and current market information. The recoverable amounts of all segments are based on the same important assumptions.

Growth assumptions

The market is defined as the online market in the geographic markets where the Group operates with respect to furniture, home furnishings and building materials. The growth assumptions in the forecast period amount to a maximum of 9.0%. Expected sustainable future cash flow for the period beyond five years is extrapolated with assumed sustainable growth of 2.0% (which is established on the basis of assumed nominal GDP growth in the relevant markets).

Discount interest rate

The discount interest rate used in the present value calculation of expected future cash flows is the current weighted average cost of capital (WACC) established for each operating segment based on the Capital Asset Pricing Model (CAPM), and the assumed long-term capital structure and tax rate, which is currently 9.6% (10.5), or 11.4% (12.4) before tax.

Sensitivity analysis

Cash flow forecasts are always subject to uncertainty and are affected by factors beyond the company's control. However,



management is of the opinion that there are no reasonable possible changes in the important assumptions that form the basis for establishing the recoverable amounts that would result in an impairment requirement in any of the Group's cash generating units.

Impairment testing for cash generating units containing brands

For information on the impairment testing of these cash generating units, refer to the above information on goodwill testing. In addition to being included in the cash generating units tested above, the brands have been tested individually, based on a royalty factor and forecasts of future net sales. The forecasts for the five-year period ahead, the long-term growth rate and the discount interest rate have been conducted in the same way and amount to the same total as that shown above.

Indefinite useful lives

The recognised brands have an indefinite useful life because they pertain to well-known market brands that the Group intends to retain and further develop and that thus may be expected to generate cash flows during an indefinite period ahead.

NOTE 15 TANGIBLE ASSETS

Equipment	Group		Parent company	
	2025	2024	2025	2024
Opening accumulated cost	151.4	154.4	-	-
Investments through acquisitions	-	5.4	-	-
Investments	22.3	12.2	-	-
Reclassification	4.9	0.8	-	-
Divestments	-12.0	-18.8	-	-
Reclassification to assets held for sale	-	-2.3	-	-
Divestments of subsidiaries	-	-1.4	-	-
Translation difference	-2.2	1.1	-	-
Closing accumulated cost	164.4	151.4	-	-
Opening accumulated depreciation	-95.3	-81.3	-	-
Depreciation through acquisitions	-	-3.5	-	-
Depreciation for the year	-22.3	-24.8	-	-
Divestments	10.6	12.5	-	-
Reclassification to assets held for sale	-	1.5	-	-
Divestments of subsidiaries	0.0	0.8	-	-
Translation difference	1.3	-0.6	-	-
Closing accumulated depreciation	-106.7	-95.3	-	-
Opening accumulated impairment	-0.1	-	-	-
Impairment for the year	0.1	-0.1	-	-
Closing accumulated impairment	-	-0.1	-	-
Carrying amounts	57.6	55.9	-	-
Buildings and land	Group		Parent company	
	2025	2024	2025	2024
Opening accumulated cost	26.4	26.0	-	-
Investments	-	0.4	-	-
Closing accumulated cost	26.4	26.4	-	-
Opening accumulated depreciation	-6.1	-5.2	-	-
Depreciation for the year	-0.9	-0.9	-	-
Closing accumulated depreciation	-7.0	-6.1	-	-
Carrying amounts	19.5	20.3	-	-

Leasehold improvements	Group		Parent company	
	2025	2024	2025	2024
Opening accumulated cost	97.1	106.3	-	-
Investments	2.8	6.1	-	-
Reclassification	9.8	-	-	-
Divestments	-13.8	-16.4	-	-
Translation difference	-0.8	1.0	-	-
Closing accumulated cost	95.0	97.1	-	-
Opening accumulated depreciation	-61.1	-54.9	-	-
Depreciation for the year	-8.1	-9.2	-	-
Reclassification	1.1	-	-	-
Divestments	9.9	3.6	-	-
Translation difference	0.7	-0.6	-	-
Closing accumulated depreciation	-57.4	-61.1	-	-
Opening accumulated impairment	-3.7	-	-	-
Impairment for the year	3.7	-3.7	-	-
Closing accumulated impairment	-	-3.7	-	-
Carrying amounts	37.6	32.3	-	-

IFRS 16 Properties	Group	
	2025	2024
Opening accumulated cost	1,227.2	1,302.8
New leasing contract	186.0	220.3
End of contract	-237.3	-83.2
Write down of contract	-	-189.5
Divestments of subsidiaries	-33.2	-
Reclassification to assets held for sale	-	-28.8
Translation difference	-10.2	5.5
Closing accumulated cost	1,132.5	1,227.2
Opening accumulated depreciation	-712.0	-730.2
Depreciation for the year	-191.3	-215.1
End of contract	233.4	79.2
Write down of contract	-	133.5
Divestments of subsidiaries	37.0	-
Reclassification to assets held for sale	-	24.8
Translation difference	7.4	-4.2
Closing accumulated depreciation	-625.6	-712.0
Carrying amounts	506.9	515.1

IFRS 16 Vehicles	Group	
	2025	2024
Opening accumulated cost	-	1.4
End of contract	-	-1.4
Closing accumulated cost	-	-
Opening accumulated depreciation	-	-1.3
Depreciation for the year	-	-0.1
End of contract	-	1.4
Closing accumulated depreciation	-	-
Carrying amounts	-	-

IFRS 16 Other	Group	
	2025	2024
Opening accumulated cost	56.0	51.0
New leasing contract	95.2	5.8
End of contract	-0.1	-0.7
Closing accumulated cost	151.1	56.0
Opening accumulated depreciation	-15.5	-8.7
Depreciation for the year	-17.7	-7.6
End of contract	0.1	0.7
Closing accumulated depreciation	-33.1	-15.5
Carrying amounts	118.0	40.5

NOTE 16 PARTICIPATIONS IN GROUP COMPANIES

	Corporate ID number	Registered office	No. of shares	Share capital (%)	Voting rights (%)	Carrying amount Dec 31, 2025	Carrying amount Dec 31, 2024
BHG Group LTIP AB	559309-6836	Malmö	25,000	100.0	100.0	0.0	0.0
Bygghemma Second Holding AB	559077-0771	Malmö	50,000	100.0	100.0	3,678.2	3,678.2
						3,678.3	3,678.3

Group	Corporate ID number	Registered office	Owership (%)
BHG Group LTIP AB	559309-6836	Malmö	100.0
Bygghemma Second Holding AB	559077-0771	Malmö	100.0
Bygghemma Group Nordic AB	556800-9798	Malmö	100.0
Bygghemma Sverige AB	556689-4282	Malmö	100.0
Camola ApS	32342396	Frederica	100.0
VVEX Group AB	559365-1077	Malmö	83.6
Vitvaruexperten.com Nordic AB	559010-7792	Sollentuna	100.0
Hafa Bathroom Group AB	556005-1491	Halmstad	91.0
Hafa Bathroom Group Oy	1813764-60	Helsingfors	100.0
Noro AB	556674-1673	Halmstad	100.0
Noro Norge AS	985254451	Kråkerøy	100.0
Nordiska Fönster i Ängelholm AB	556810-2940	Ängelholm	100.0
Lindström & Sondén AB	556762-7392	Ängelholm	100.0
BHG Home Improvement AB	559023-3853	Malmö	100.0
Arredo Holding AB	556872-6367	Malmö	100.0
HYMA Skog & Trädgård AB	559170-5206	Hyltebruk	95.6
HJL Fastigheter AB	559062-0083	Hyltebruk	100.0
HJLIT & Development AB	556281-2247	Hyltebruk	100.0
Navitek Oy	3132410-4	Jakobstad	100.0
Drift & Underhållsteknik i Mönsterås AB	556395-8809	Mönsterås	100.0
Maskincenter Blekinge Fastigheter AB	556997-3612	Mörrum	100.0
Dogger AB	556094-3085	Norrälje	100.0
Bygghemma Nordic AB	559496-2747	Malmö	100.0
BHG Group Finland Oy	1870108-3	Riihimäki	100.0
BHG Value Home Holding AB	556913-0403	Malmö	100.0
Home Furnishing Nordic AB	556780-9685	Helsingborg	100.0
TM Finland Oy	2662443-6	Helsinki	100.0
Home Furnishing Norway AS	825 555 862	Jessheim	100.0
Lampgallerian i Växjö AB	559042-2589	Växjö	100.0
Sleepo AB	556857-0146	Stockholm	100.0
Nordic Nest Group AB	559021-1586	Kalmar	97.5
Nordic Nest AB	556628-1597	Kalmar	100.0
Nordic Nest Trading Limited	13620602	London	100.0
E.Svenssons i Lamhult AB	556075-2577	Lamhult	100.0
Nordic Nest GmbH	HRB 193014	Hamburg	100.0
Hemfint Group AB	559478-2533	Malmö	69.5
Arc E-commerce AB	556945-4274	Kristianstad	100.0
Hemfint i Kristianstad AB	556917-7305	Kristianstad	100.0
Trendrum AB	556719-1894	Kristianstad	100.0
Inredhemma Danmark ApS	38575945	København	100.0
Inredhemma Europa AB	559169-2024	Malmö	100.0
Furniture1 UAB	304742023	Vilnius	30.0
Baldai1 UAB	302935803	Vilnius	100.0
Eurotrade1 SIA	40103665706	Riga	100.0
ETR1 Group OU	12741670	Tallinn	100.0
Furniture1 KFT	01-09-270625	Budapest	100.0
Furniture1 DOO	33412662987	Zagreb	100.0
Eurotrade1 DOO	7104456000	Ljubljana	100.0
Mebeli24 OOD	204743793	Sofia	100.0
Furniture1 Hellas IKE	801003026	Aspropyrgos	100.0
Mobilier1 Concept SLR	39413592	Bukarest	100.0
Furniture Home ApS	45404706	Lyngby	100.0

(SEKm)	Parent company	
	2025	2024
Opening accumulated cost	3,678.3	3,678.3
Closing accumulated cost	3,678.3	3,678.3

NOTE 17 INVENTORIES

The cost of goods sold for the Group includes a change in the provision for obsolescence of SEK -22.4 million (-22.6).

In conjunction with the consolidation of warehouse space, BHG carried out a comprehensive review of its inventory in 2024 and, as a consequence, made the assessment that certain goods will not be sold at the current rate due to their limited service life or warranty period. In 2024, an impairment of inventory of SEK 99.0 million was therefore implemented, which is also included in the cost of goods sold for the Group in 2024.

NOTE 18 ACCOUNTS RECEIVABLE

Accounts receivable were recognised after taking into account credit losses arising in the Group during the year of SEK -6.6 million (-8.0). The credit losses pertain to a number of minor accounts. See also Note 27.

Credit exposure (SEKm)	Group		Parent company	
	2025	2024	2025	2024
Accounts receivable not overdue or impaired	130.4	99.2	-	-
Accounts receivable overdue but not impaired	54.3	47.7	-	-
Accounts receivable impaired	17.1	22.0	-	-
Provision for bad debts	-13.1	-16.7	-	-
	188.8	152.2	-	-

No single customer in the Group accounts for more than 10% of the Group's accounts receivable. For additional information on credit risks, see Note 27.

The company's accounts receivable are primarily denominated in SEK. The assessment is that the accounts receivable are not exposed to any material currency exposure.

2025 (SEKm)	Group		
	Weighted average loss (%)	Reported value, gross	Loss of reserves
Not overdue	-	130.4	-
Overdue < 30 days	-3.1	21.3	-0.7
Overdue 30 - 90 days	-8.3	29.0	-2.4
Overdue > 90 days	-47.4	21.1	-10.0
		201.8	-13.1

Provision for bad debts (SEKm)	Group		Parent company	
	2025	2024	2025	2024
Opening balance, 1 January	-16.7	-18.9	-	-
Additional provisions	-2.1	-3.8	-	-
Reversed provisions	2.6	3.5	-	-
Actual losses	3.0	2.6	-	-
Translation difference	0.1	-0.1	-	-
Closing balance, 31 December	-13.1	-16.7	-	-

NOTE 19 PREPAID EXPENSES AND ACCRUED INCOME

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Prepaid rent	24.9	29.3	0.3	0.3
Prepaid insurance expenses	1.9	2.5	-	0.4
Prepaid personnel expenses	0.8	0.1	0.4	-
Accrued supplier bonus	155.1	131.0	-	-
Accrued income	5.2	7.2	-	-
Refund asset	19.1	15.7	-	-
Other	42.0	50.4	0.5	0.7
	249.0	236.2	1.3	1.4

NOTE 20 EQUITY

As of 31 December 2025, the share capital consisted of 179,233,563 shares (179,233,563). Each share has a quotient value of SEK 0.03.

There were not any changes to the number of shares outstanding in 2025

Issued shares (numbers)	Ordinary shares	
	2025	2024
Issued shares at the beginning of the period	179,233,563	179,233,563
	179,233,563	179,233,563

Other capital contributions

The premium reserve arises when shares are issued at a premium, meaning that the shares are paid for at a price that exceeds the quotient value.

Translation reserve

The translation reserve encompasses all exchange-rate differences that arise when translating income statements and balance sheets to SEK in the consolidated financial statements.

(SEKm)	Group	
	2025	2024
Translation difference at the beginning of the period	76.3	45.2
Translation difference, net after tax	-65.0	31.0
Translation difference at the end of the period	11.3	76.3

Appropriation of profits**BHG Group AB
559077-0763****Appropriation of profits (SEK)**

At the disposal of the annual general meeting	
Retained earnings	3,580,993
Share premium reserve	6,563,455,683
Profit/loss for the year	-14,788,553
	6,552,248,123
The Board of Directors proposes	
carried forward	6,552,248,123
whereof share premium reserve	6,563,455,683
	6,552,248,123

NOTE 21 LIABILITIES TO CREDIT INSTITUTIONS

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Loans from banks	1,297.4	1,496.2	1,297.4	1,496.2
	1,297.4	1,496.2	1,297.4	1,496.2
Liabilities due for payment later than five years after the closing date	-	-	-	-

During 2025, the Group raised new loans of SEK 200.0 million (500.0) and repaid SEK 400.0 million (500.0).

Change in liabilities in financing activities

2025 (SEKm)	Cash flows			Changes in non-cash items			Closing balance
	Opening balance	Loans raised	Amortization of loans	Acquisitions /disposals/new lease contracts	Exchange rate difference	Accruals	
Credit facilities	1,500.0	202.1	-400.0	-2.1	-	-	1,300.0
Lease liabilities	607.4	-	-264.8	281.2	-1.6	-	622.2
Transaction expenses	-3.8	-	-	-	-	1.1	-2.6
Total liabilities	2,103.6	202.1	-664.8	279.1	-1.6	1.1	1,919.6

2024 (SEKm)	Cash flows			Changes in non-cash items			Closing balance
	Opening balance	Loans raised	Amortization of loans	Acquisitions /new lease contracts	Exchange rate difference	Accruals	
Credit facilities	1,500.0	500.0	-500.0	-	-	-	1,500.0
Lease liabilities	687.1	-	-284.9	226.1	-20.9	-	607.4
Transaction expenses	-4.5	-	-	-	-	0.7	-3.8
Total liabilities	2,182.6	500.0	-784.9	226.1	-20.9	0.7	2,103.6

NOTE 22 OTHER LIABILITIES

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Liabilities under "Letter of Credit" arrangements	68.2	60.6	-	-
	68.2	60.6	-	-

Supply chain financing agreement – letter of credit

The Group has an agreement with a bank under which a letter of credit is issued to suppliers when BHG places an order for goods from them. The letter of credit states that the supplier is entitled to receive payment from the bank immediately upon delivery of the goods to BHG. Accordingly, the supplier can use the letter of credit as collateral for its own borrowing and can thus obtain the working capital required to deliver the goods ordered by BHG.

BHG in turn has 120-day credit terms from the bank, which run from the time it pays the supplier. In the markets where the letter of credit arrangement is used, the alternative in many cases is not that BHG obtains credit directly from the supplier, but rather that the Group pays all or part of the amount in advance and the remainder immediately upon delivery of the goods.

The Group's liabilities under the letter of credit arrangement carry interest at the bank's borrowing rate plus a margin. The Group has not pledged any assets for the liabilities.

Since the Group only incurs a liability to the financial counterparty when it has paid the supplier, the suppliers have received payment for the full amount that the Group recognises as a liability under the letter of credit arrangement in the table above.

BHG's payment of liabilities to the financial counterparty is recognised in operating activities in the statement of cash flows since the liabilities are part of the Group's normal operating cycle and the payments, by nature, are operating activities as they pertain to payments for purchased goods. Payments made by the bank to suppliers are not recognised in the consolidated statement of cash flows. The liabilities under the letter of credit arrangement are primarily denominated in USD and CNY, which in turn gives rise to non-cash exchange-rate differences.

NOTE 23 OTHER PROVISIONS

Other provisions (SEKm)	Group		Parent company	
	2025	2024	2025	2024
Provisions warranties	9.5	9.2	-	-
Provision for restructuring	7.3	9.8	-	-
Other provisions	5.4	10.0	3.0	1.0
	24.3	29.0	3.0	1.0

NOTE 24 ACQUISITION-RELATED INTEREST-BEARING LIABILITIES

Acquisition-related interest-bearing liabilities pertain to contingent and deferred considerations attributable to the Group's acquisitions and liabilities pertaining to issued put options to non-controlling interests.

Changes in value of contingent and deferred considerations are recognised in profit or loss, while changes in value of liabilities pertaining to issued put options to non-controlling interests are recognised in equity.

2025 (SEKm)	Reported values in equity					Reported values in PnL			Cash flow		Reported values closing balance
	Reported values opening balance	Added during the period	Changes in net present value	Interest expenses	Translation difference	Changes in net present value	Interest expenses	Translation difference	Utilized amounts		
Nordic Nest Group AB	78.6	-	-13.2	5.6	-	-	-	-	-6.0	65.0	
IP Agency Oy	28.8	-	-	-	-1.6	-	-	-	-27.2	-0.0	
Hafa Brands Group AB	10.2	-	42.5	3.1	-	-	-	-	-	55.8	
Hyma Skog & Trädgård AB*	110.4	55.0	-	0.6	-	-	-	-	-110.4	55.6	
VVEX Group AB	19.7	-	-4.0	-	-	-	-	-	-	15.7	
Hemfint Group AB	100.4	-	-77.7	21.2	-	-	-	-	-	43.9	
	348.1	55.0	-52.3	30.5	-1.6	-	-	-	-143.6	236.0	

* In 2025, the management team at Hyma Skog & Trädgård AB acquired shares in the company as well as an option to sell the shares back to BHG at a future date. The liability for the put option is recognised as an acquisition-related liability since it replaced a previous liability that the Group had to the management team as of the date on which the subsidiary was acquired.

The Group's acquisition agreements are structured to align the future incentives to BHG's various sellers, who are often the founders and CEOs of the acquired businesses. This is typically achieved through earnings-based earn-outs and/or the seller retaining a minority share in the acquired business combined with issues of call and put options. Since the amount to be paid depends on the future performance of the acquired company, the Group receives certain compensation

if the earnings performance after the acquisition date is weaker than expected to such a degree that the consideration also decreases or is fully eliminated. Of the total liability at the end of the period, SEK 150.6 million (198.6) is recognised as non-current and SEK 85.4 million (149.4) as current.



2024 (SEKm)	Reported values in equity					Reported values in PnL			Cash flow	Reported values closing balance
	Reported values opening balance	Added during the period	Changes in net present value	Interest expenses	Translation difference	Changes in net present value	Interest expenses	Translation difference	Utilized amounts	
Designkupp AS	5.7	-	-	-	-0.0	-5.7	-	-	-	-
Arc E-commerce AB	12.0	-	-	-	-	-	-	-	-12.0	-
Hemfint Kristianstad AB	20.7	-	-20.7	-	-	-	-	-	-	-
Nordic Nest Group AB	98.3	-	-17.0	6.2	-	-	-	-	-9.0	78.6
IP Agency Oy	108.2	-	-83.4	0.1	3.9	-	-	-	-	28.8
Hafa Brands Group AB	11.0	-	-1.0	0.2	-	-	-	-	-	10.2
Hyma Skog & Trädgård AB	103.2	-	-2.6	9.7	-	-	-	-	-	110.4
VVEX Group AB	15.0	-	-	4.7	-	-	-	-	-	19.7
Hemfint Group AB	-	31.4	53.1	15.9	-	-	-	-	-	100.4
	374.2	31.4	-71.6	36.8	3.9	-5.7	-	-	-21.0	348.1

NOTE 25 ACCRUED EXPENSES AND DEFERRED INCOME

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Accrued personnel expenses	211.5	195.3	31.4	15.3
Accrued marketing expenses	16.6	10.8	-	-
Accrued freight expenses	15.5	15.7	-	-
Accrued cost of goods sold	3.4	2.6	-	-
Accrued audit expenses	4.4	5.4	0.1	0.8
Accrued interest expenses	38.8	42.9	16.8	20.5
Accrued rent	5.8	4.8	-	-
Refund liability	29.7	25.3	-	-
Prepaid income	0.6	1.4	-	-
Other	43.1	43.9	5.9	8.8
	369.5	348.2	54.2	45.4

NOTE 26 PLEDGED ASSETS AND CONTINGENT LIABILITIES

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Guarantees to external parties	29.7	53.8	29.7	53.8
Financial guarantees on behalf of subsidiaries	-	-	227.7	202.3
	29.7	53.8	257.4	256.2

NOTE 27 FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

Capital management

The Group's objective is to have a good financial position that helps to uphold the confidence of investors, creditors and the market, and provides a basis for further business development at the same time as the long-term return generated for the shareholders is satisfactory. The Group's goal for the capital structure is net debt in relation to pro-forma adjusted EBITDAaL, LTM under 2.5x, subject to flexibility for strategic activities. At 31 December 2025, the ratio of net debt to pro-forma adjusted EBITDA, LTM was 2.4x (3.3x).

Capital is defined as total equity.

(SEKm)	Group	
	2025	2024
Total equity	6,080.8	5,984.8

In 2025, BHG exercised an extension option in the financing agreement to extend the agreement by one year. As a result, the maturity date has been moved to May 2027. No further extension options are available under the existing agreement.

The Group's financing agreements contain customary loan terms (covenants).

Financial policy

Through its operations, the Group is exposed to various types of financial risks: market risk, financing and liquidity risk, and credit risk. The Group's financial risk management is centralised to the Parent Company in order to achieve economies of scale and synergies as well as to minimise the management of risks. The Parent Company also functions as the Group's internal bank and is responsible for financing and the financial policy. This includes merging liquidity needs through the cash pool held by the subsidiary Bygghemma Group Nordic AB. The financial policy formulated by the Board of Directors includes overall risk management as well as specific areas, such as liquidity risk, interest-rate risk, currency exchange risk, credit risk, insurance risk, use of financial instruments and placement of excess liquidity.

Financing and liquidity risk

Since 2021, the Group has had a financing agreement with SEB and Danske Bank, which together provide credit facilities. Following the adjustment of the financing agreement in 2024, the total credit line amounts to SEK 2,300 million. The credit line is divided between a term loan, a revolving credit facility and an overdraft facility, of which SEK 1,300 million (1,500) had been utilised as of 31 December 2025 (refer to the table below):

Facility	2025			Remaining maturity (months)
	Credit limit	Utilized amount	Unutilized amount	
Term loan facility	1,000.0	1,000.0	-	17
Revolving credit facility	1,000.0	300.0	700.0	17
Overdraft facility	300.0	-	300.0	17
Total	2,300.0	1,300.0	1,000.0	17

In 2025, BHG exercised an extension option in the financing agreement to extend the agreement by one year. As a result, the maturity date has been moved to May 2027. No further extension options are available under the existing agreement.

The Group's financing agreements contain customary loan terms (covenants) in the form of the EBITDA/debt ratio and interest coverage ratio. However, during the period from 26 April 2024 to 31 March 2026, the interest coverage ratio covenant was replaced by a covenant pertaining to the liquidity commitment. The net debt/EBITDA ratio covenant is tested quarterly, while the liquidity commitment is tested monthly. If the Group fails to meet the covenants, the liabilities incurred under the credit facility fall due for payment. As of the balance-sheet date, the Group had fulfilled these covenants by an ample margin.

The Group also had liabilities regarding earn-outs for completed acquisitions and for put options issued to non-controlling interests. The amount the Group will need to pay for these earn-outs and put options is primarily based on future EBITDA in the acquired companies. Healthy earnings in the acquired companies means increased liabilities in the Group. As of 31 December 2025, the value of the earn-outs and liabilities for put options issued to non-controlling interests totalled SEK 236.0 million (348.1). For measurement of earn-outs and put options issued to non-controlling interests, see below.

Financing and liquidity risk is managed centrally by the Parent Company, which ensures that there is always sufficient cash and cash equivalents available for the Group companies; the Group's liquidity reserve should never fall below 2% of the Group's rolling 12-month sales, which was not the case at any time during the year. The availability of cash and cash equivalents for the subsidiaries is partially secured through the use of a joint cash pool. As of 31 December 2025, the Group had SEK 300.6 million (473.0) in cash and cash equivalents and available loans of SEK 1,000.0 million (800.0). As of 31 December 2024, cash and cash equivalents comprised cash and bank balances as well as cash and cash equivalents in the disposal group.

Liquidity management is important for the Group. The Group monitors its liquidity on a daily basis and forecasts of cash assets are evaluated monthly. The Group endeavours to optimise its access to funds by focusing on its operating activities and through active management of working capital as well as by ensuring that there are necessarily large credit facilities with the Group's banks. The aim of the Group's financial policy is to secure sufficient liquid reserves at every given point in time in order to satisfy the Group companies' operational and strategic financial needs.

Market risks – interest-rate risk

Interest-rate risk refers to the risk that financial income and expenses as well as the value of financial instruments could fluctuate due to changes in market rates. Interest-rate risks could lead to changes in market values and cash flows as well as fluctuations in the Group's profit.

The Group is exposed to interest-rate risks, primarily through its non-current loans with variable interest rates. The term loan is in SEK and carries variable interest in the form of STIBOR plus a margin. Within the framework of the revolving credit facility, borrowing in different currencies is permitted.

Depending on which currency is used, the Group will pay variable interest in the form of an applicable IBOR plus a margin. The margin is fixed for the duration of the contract.

According to the Group's financial policy, the Board of Directors must make decisions annually concerning the Group's structuring and distribution of interest-bearing assets and liabilities.

At year-end, the Group's interest-bearing liabilities were broken down as follows:

(SEKm)	Group	
	2025	2024
Loans from banks	1,297.4	1,496.2
Lease liabilities	622.2	607.4
Acquisition related liabilities	236.0	348.1
	2,155.5	2,451.6

In 2025, a +/- 1% change in the variable interest rate on the Group's loans would have impacted consolidated net financial items in an amount of SEK 14.0 million (15.0).

Credit risk

Credit risk involves exposure to losses if a counterparty to a financial instrument is unable to fulfil its obligations. The exposure is based on the carrying amount of the financial assets, most of which consist of accounts receivable, cash and cash equivalents. The Group's cash and cash equivalents comprise bank balances. Most of the bank balances are in banks with a long-term rating of Aa3 or A1 from Moody's.

On some of the Group's e-commerce platforms, customers are offered loans from a financial institution that the Group partners with to finance their purchases. If the customer chooses to utilise such a credit solution, the financial institution receives a receivable from the customer, while the Group receives liquidity from the institution within a couple days of the completed purchases. The Group assumes no credit risk or other risk for the receivables the credit institution has from the customer. The Group's cost for the credit solution offered to customers amounted to SEK 39.2 million (35.2).

However, on some of the Group's platforms, the Group itself offers customers loans. The credit risk associated with the Group's accounts receivable is spread over a large number of customers, mainly private individuals. The Group has established a credit policy for managing customer credits. For information concerning credit exposure and impairment of accounts receivable, refer to Note 18.

Market risk – currency exchange risk

The Group's currency exchange risk comprises transaction exposure and translation exposure.

Transaction exposure

Transaction exposure is the risk associated with the Group's earnings and cash flows and arises when the value of receipts and disbursements in foreign currencies changes because of fluctuations in exchange rates. The Group generally does not hedge its transaction exposure, but certain hedging takes place in individual subsidiaries.

According to the Group's financial policy, the Group must work actively to match receipts and disbursements in foreign currency, and measure and follow up the currency exposure of the various subsidiaries.

The net flow in foreign currency, defined as sales less purchases per currency, is shown below:

(SEKm)	Group	
	2025	2024
DKK	103.1	81.9
EUR	173.4	304.3
GBP	103.7	123.2
NOK	573.6	553.2
USD	-471.0	-636.0

Exposure to foreign currencies entails that the Group is subject to currency exchange risk. For 2025 and assuming all other variables remain unchanged, an exchange rate fluctuation of 10% for the various currencies would affect pre-tax profit by the following amounts:

Sensitivity analysis (SEKm)	Group	
	2025	2024
DKK	+/- 10,3	+/- 8,2
EUR	+/- 17,3	+/- 30,4
GBP	+/- 10,4	+/- 12,3
NOK	+/- 57,4	+/- 55,3
USD	+/- 47,1	+/- 63,6

Translation exposure

Translation exposure is the risk arising from translation of the balance sheets of the Group's foreign subsidiaries (net assets) into SEK, which is the Group's presentation currency, and the risk arising from translation of the income statements of foreign subsidiaries into SEK.

Translation of balance sheets of foreign subsidiaries (net assets)

The Group's foreign subsidiaries primarily have operations in Denmark (DKK), Norway (NOK), Finland (EUR) and the Baltics (EUR). The Group is affected by translation of the balance sheets of foreign subsidiaries into SEK. The Group does not hedge this translation exposure. Translation of the balance sheets of foreign subsidiaries affects the carrying amounts of assets and liabilities and the size of the Group's equity since the effects of translation to SEK is recognised in the translation reserve in equity.

Foreign net assets, including goodwill and other intangible assets arising from acquisitions, are broken down as follows:

(SEKm)	Group			
	2025	%	2024	%
DKK	13.4	2.8	17.7	3.6
EUR	418.7	86.8	436.9	87.5
NOK	50.2	10.4	44.9	9.0
	482.3	100.0	499.5	100.0

Translation of income statements of foreign subsidiaries

In 2025, 75% (73) of the Group's sales and 64% (36) of operating income (EBIT) were attributable to Swedish Group companies with SEK as their functional currency, while Group companies with EUR as their functional currency accounted for 18% (21) of the Group's net sales and 27% (70) of EBIT during the same period. The remaining sales and EBIT was allocated between BGN, DKK, NOK, RON and HUF. Given the Group's sales and operating income in 2025, a strengthening of the EUR against the SEK by an average of 10% during the year compared to actual rates would have meant that sales expressed in SEK would have been SEK 186.7 million (206.8) higher and EBIT SEK 10.5 million (-31.0)

higher. A corresponding weakening of the EUR against the SEK compared to actual rates would have led to a corresponding decrease in sales and EBIT expressed in SEK.

Categorisation of financial instruments

The Group measures earn-outs, derivatives and shares in unlisted companies at fair value. Measurement of contingent considerations belongs to Level 3 of the valuation hierarchy, while derivatives belong to Level 2. For all other financial instruments, the carrying amount is a reasonable approximation of the instrument's fair value.

Group (SEKm)	Measured at amortised cost		Measured at fair value through PnL		Total carrying amounts		Fair value	
	2025	2024	2025	2024	2025	2024	2025	2024
Financial assets								
Shares in unlisted companies	-	-	0.8	0.8	0.8	0.8	0.8	0.8
FX forwards	-	-	-	1.8	-	1.8	-	1.8
Deposit	8.8	7.7	-	-	8.8	7.7	8.8	7.7
Accounts receivable	188.8	152.2	-	-	188.8	152.2	188.8	152.2
Other receivable	50.3	42.9	-	-	50.3	42.9	50.3	42.9
Accrued income	5.2	7.2	-	-	5.2	7.2	5.2	7.2
Cash and cash equivalents	300.5	451.3	-	-	300.5	451.3	300.5	451.3
Total financial assets	553.6	661.2	0.8	2.5	554.4	663.7	554.4	663.7
Financial liabilities								
FX forwards	-	-	0.9	-	0.9	-	0.9	-
Liabilities issued put options	236.0	348.1	-	-	236.0	348.1	236.0	348.1
Credit facilities	1,300.0	1,500.0	-	-	1,300.0	1,500.0	1,300.0	1,500.0
Accounts payable	845.0	893.8	-	-	845.0	893.8	845.0	893.8
Other liabilities	16.1	17.2	-	-	16.1	17.2	16.1	17.2
Accrued expenses	127.7	126.1	-	-	127.7	126.1	127.7	126.1
Total financial liabilities	2,524.8	2,885.2	0.9	-	2,525.7	2,885.2	2,525.7	2,885.2

In the statement of financial position, deposits and participations in unlisted companies are recognised under other financial assets and earn-outs are recognised under other non-current and current liabilities.

For a reconciliation between the carrying amount of earn-outs at the beginning of the period and at the end of the period, as well as liabilities pertaining to put options issued to non-controlling interests, refer to Note 24.

Measurement of fair value**Participations in unlisted companies**

Participations in unlisted companies pertain to membership of purchasing organisations. Cost is considered to reflect the fair value, since these are not transferable in the open market.

Currency forwards

Individual subsidiaries use currency forwards to hedge their exposure to currency exchange risk. The currency forwards are measured based on a discount comprising the difference between the contracted forward rate and the actual forward rate for a currency forward maturing on the same date.

Accounts receivable and payable

For accounts receivable and payable with a remaining life of less than six months, the carrying amount is deemed to reflect the fair value. The Group has no accounts receivable or payable with a life exceeding six months.

Liabilities pertaining to put options issued to non-controlling interests

Liabilities pertaining to put options issued to non-controlling interests are recognised at the present value of the redemption amount, meaning at amortised cost. The value is initially calculated by discounting future cash flows with a risk-adjusted discount interest rate. Expected cash flows are forecast using probable scenarios for future EBITDA levels, amounts that will result from various outcomes and the probability of those outcomes. Changes in these estimates result in a change in the carrying amount of the liability, which is recognised directly against equity. The carrying amount is deemed to be a reasonable approximation of the fair value of these liabilities.

Credit facilities

The Group's credit facilities carry variable interest. A difference between the fair value and the carrying amount of the credit facilities arises if the credit margin that the Group would receive under a new credit facility with otherwise the same terms as the existing facility differs from the Group's

actual credit margin under the existing loan agreement.

However, management's assessment is that there has been no change in credit margins that would result in a significant difference between the carrying amount and fair value of the Group's credit facility.

Maturity structure of financial liabilities and lease liabilities – undiscounted cash flows (SEKm)	2025				
	Total	0 - 3 mo.	3 mo. - 1 year	1 - 5 years	> 5 years
Credit facilities	1,367.2	18.6	31.3	1,317.4	-
Lease liabilities	668.2	47.1	168.7	405.2	47.2
Liabilities issued put options	236.0	-	85.4	150.6	-
Accounts payable	845.0	845.0	-	-	-
Other liabilities	16.1	16.1	-	-	-
Accrued expenses	127.7	127.7	-	-	-
	3,260.2	1,054.5	285.3	1,873.1	47.2

Maturity structure of financial liabilities and lease liabilities – undiscounted cash flows (SEKm)	2024				
	Total	0 - 3 mo.	3 mo. - 1 year	1 - 5 years	> 5 years
Credit facilities	1,620.4	23.1	69.2	1,528.1	-
Lease liabilities	651.7	55.9	189.0	322.3	84.5
Liabilities issued put options	348.1	-	149.4	198.6	-
Accounts payable	893.8	893.8	-	-	-
Other liabilities	17.2	17.2	-	-	-
Accrued expenses	126.1	126.1	-	-	-
	3,657.3	1,116.0	407.7	2,049.0	84.5

NOTE 28 LEASES**Lessee**

The Group leases several types of assets such as premises and other assets. Other assets consist mainly of leased warehouse robots. No leases include covenants or other limits beyond the collateral for the leased asset.

Right-of-use assets

Additions to right-of-use assets amounted to SEK 233.8 million (60.2). This amount includes the cost of right-of-use assets acquired during the year and costs arising from revising lease liabilities based on changes to payments resulting from a change in the lease term.

(SEKm)	2025	2024
Premises	506.9	515.1
Other	118.0	40.5
Total leased assets	624.9	555.6

Lease liabilities

For a maturity analysis of lease liabilities, see Note 27 Financial instruments and financial risk management.

Amounts recognised in profit or loss

Reported in Profit & Loss	Group	
	2025	2024
Depreciation right of use asset	-209.1	-222.8
Impairment right of use asset	-	-56.0
Interest lease liabilities	-18.7	-18.7
Costs for short-term leases	-24.1	-27.0
Costs for low-value leases, not low-value short-term leases	-2.7	-3.6
Total earnings effect attributable to leases	-254.5	-328.1

For disclosures on depreciation per class, see Note 15.

Amounts recognised in the statement of cash flows

Recognised in statement of cash flows	Group	
	2025	2024
Interest	-18.7	-18.7
Amortisation	-264.8	-284.9
Payment of variable, short-term and low-value lease payments	-22.6	-38.4
Total cash flows attributable to leases	-306.0	-341.9

Extension and termination options

Each Group company that has a leases assesses whether it is reasonably certain that an extension option will be exercised (or whether it is reasonably certain that an early termination option will not be exercised), and considers such factors as rent levels, the practical opportunities for the company to move to other premises (including the costs of such a move), how the company's premises impact business operations, the availability of suitable alternatives and any significant improvements made to the property made by the Group.

However, it is normally not reasonably certain at the initial assessment of the length of the lease term that the Group will exercise an extension option, if the date when the option can be exercised is more than seven years after the lease was signed.

Leases in the Parent Company

The Parent Company leases premises through two operating leases with external landlords. One of the leases extends until 30 September 2027 with annual rent of SEK 1.5 million. The other lease has an indefinite term, with a three-month notice period and annual rent of SEK 0.3 million. In 2025, the Parent Company expensed lease payments pertaining to rent for premises totalling SEK 1.5 million (1.0)

NOTE 29 SUPPLEMENTARY DISCLOSURES FOR THE STATEMENT OF CASH FLOWS

Profit/loss items during the year that do not generate cash flow from operating activities.

(SEKm)	Group		Parent company	
	2025	2024	2025	2024
Depreciation, amortization, impairment and scrapping of non-current assets	427.7	903.0	0.1	0.2
Capital gains/losses disposal of non-current assets	1.3	-2.2	-	-
Capital gains/losses disposal of operation	-33.9	-12.1	-	-
Change in obsolescence provision	-23.0	-22.6	-	-
Change in other provisions	-4.6	5.4	2.1	0.8
Group contributions received	-	-	-83.4	-45.0
Unrealized exchange differences	-4.3	7.8	0.1	-0.3
Accrued interest expenses and income	-6.6	23.7	-2.7	13.6
Other non-cash items	3.5	2.1	-	-
	360.1	905.2	-83.8	-30.7
Other supplementary disclosures				
Interest received during the financial year	20.3	19.9	99.5	91.5
Interest paid during the financial year	-157.4	-175.2	-130.6	-143.8
	-137.2	-155.3	-31.1	-52.3
Transactions that don't result in cash flow				
Additional right of use assets according to IFRS 16	281.2	226.1	-	-
	281.2	226.1	-	-



NOTE 30 RELATED-PARTY TRANSACTIONS

Transactions between BHG Group AB (publ) and its subsidiaries, which are related to BHG Group AB, have been eliminated in the consolidated financial statements.

All transactions between related parties have been conducted on commercial terms, on an arm's length basis.

Transactions with Board members and senior executives

As of June 2024, Joanna Hummel is a member of the Board of Directors of the subsidiary Nordic Nest Group AB and receives an annual director fee of SEK 150,000 for this work.

There were no transactions with senior executives, apart from those recognised above and in Note 8.

	Year	Parent company				
		Sale of goods/ services to related parties	Purchase of goods/ services from related parties	Other (e.g. interest dividend)	Claims on related parties at December 31	Liability to related parties at 31 December
Subsidiaries	2025	12.4	-	80.9	4,713.7	484.9
Subsidiaries	2024	11.3	-	71.8	4,890.2	456.7

NOTE 31 SIGNIFICANT EVENTS AFTER THE END OF THE FINANCIAL YEAR

On 18 March 2026, BHG announced an update to its financial targets, reflecting the company's strengthened development and financial position following a period of operational improvements and cost discipline.

The new targets include annual net sales growth of 10–15% over a business cycle through a combination of organic growth and acquisitions, an adjusted EBIT margin of 5% in the short term followed by 7% in the medium term, and a target of net debt/EBITDA below 2x at the end of each financial year. Furthermore, any surplus free cash flow, when exceeding available investments in profitable growth and provided that the capital structure target is met, shall be distributed to shareholders.

Signatures

The Board of Directors and the CEO declare that the annual accounts have been prepared in accordance with generally accepted accounting practices in Sweden and that the consolidated financial statements have been prepared in accordance with IFRS Accounting Standards, as adopted by the EU. The annual accounts and consolidated financial statements provide a true and fair view of the Parent Company's and the Group's financial position and performance. The Directors' Report for the Parent Company and the Group provides a true and fair view of the development of the Group's and Parent Company's operations, financial position and performance, and describe material risks and uncertainties faced by the Parent Company and the companies included in the Group.

The annual accounts and consolidated financial statements were approved for publication by the Board of Directors and the CEO on 20 March 2026. The consolidated income statement and statement of financial position and the Parent Company income statement and balance sheet will be submitted for adoption by the Annual General Meeting on 5 May 2026.

Malmö, 7 April 2026

Christian Bubenheim

Chairman of the Board

Kristian Eikre

Board member

Pernille Fabricius

Board member

Joanna Hummel

Board member

Mikael Olander

Board member

Negin Yeganegy

Board member

Gustaf Öhrn

President and CEO

Our auditor's report and review report on the statutory Sustainability Report were submitted on 7 April 2026
Öhrlings PricewaterhouseCoopers AB

Eric Salander

Authorised Public Accountant
Auditor in charge

Vicky Johansson

Authorised Public Accountant

Auditor's report

To the general meeting of the shareholders of BHG Group AB (publ), corporate identity number 559077-0763

REPORT ON THE ANNUAL ACCOUNTS AND CONSOLIDATED ACCOUNTS

Opinions

We have audited the annual accounts and consolidated accounts of BHG Group AB (publ) for the year 2025 except for the corporate governance statement and the statutory sustainability report on pages 79- 91 and 30-77 respectively. The annual accounts and consolidated accounts of the company are included on pages 23-137 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 79-91 and 30-77, 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 consolidated statement of financial position for 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. 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.

Key Audit Matter**Valuation of intangible assets**

With reference to note 2 and note 14.

Goodwill and other intangible assets with an indefinite useful life represents a significant part of BHG Group's assets. The company performs an impairment assessment of the assets based on a calculation of the discounted cash flow for the cash generating units in which goodwill and other intangible assets are reported.

This impairment test is based on a high level of judgements and assumptions regarding future cash flows. Information is provided in note 2 and note 14 as to how the company's management has undertaken its assessments, and also provides information on important assumptions and sensitivity analyses. Key variables in the test are growth rate, profit margins, overheads, working capital requirements, investment requirements and discount factor (cost of capital).

It is presented that no impairment requirement has been identified based on the assumptions undertaken

How our audit addressed the Key Audit Matter

In our audit, we have evaluated the calculation model applied by management and conducted that the model is compatible with acceptable valuation techniques.

We have reconciled and critically tested essential assumptions against budget and strategic plan for the Company. We have analyzed the accuracy on how previous years assumptions have been met and assessed any adjustments to assumptions compared to previous year, as a result from changes in the business and external factors.

We have tested the sensitivity analysis for key assumptions in order to assess the risk of need for impairment.

We have also assessed the correctness of the disclosures included in the financial statements.

Other Information than the annual accounts and consolidated accounts

This document also contains other information than the annual accounts and consolidated accounts and is found on pages 1-22, 144-152 and the Sustainability Report 30-77. The other information also includes the Remuneration Report 2025, which we obtained prior to the date of this auditor's 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'



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 BHG Group 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 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 BHG Group 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 BHG Group 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 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.

Malmö, 7 April 2026

Öhrlings PricewaterhouseCoopers AB

Eric Salander
Authorized Public Accountant
Auditor in charge

The procedures mainly include a validation that the ESEF report has been prepared in a valid XHTML 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 79-91 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, Box 4009, 203 11 Malmö, was appointed auditor of BHG Group AB (publ) by the general meeting of the shareholders on the 6 May 2025 and has been the company's auditor since the financial year 2016.

Vicky Johansson
Authorized Public Accountant

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.

Auditor's limited assurance report of BHG Group AB (publ)'s statutory sustainability statement

To the general meeting of the shareholders of BHG Group AB (publ), corporate identity number 559077-0763

CONCLUSION

We have conducted a limited assurance engagement of the sustainability statement for BHG Group AB (publ) for the financial year 2025. The sustainability statement is included on pages 30-77 in this document.

Based on our limited assurance engagement as described in the section Auditor's responsibility, nothing has come to our attention that causes us to believe that the sustainability statement does not, in all material respects, meet the requirements of the Swedish Annual Accounts Act which includes,

- whether the sustainability statement meets the requirements of ESRS,
- whether the process the company has carried out to identify reported sustainability information has been conducted as described in ESRS 2: General information in the sustainability statement, and
- compliance with the reporting requirements of the EU's Green Taxonomy Regulation Article 8.

BASIS FOR CONCLUSION

We have conducted the limited assurance engagement in accordance with FAR's recommendation RevR 19 The auditor's limited assurance engagement of the statutory sustainability statement. Our responsibility according to this recommendation is further described in the section Auditor's responsibility.

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

OTHER MATTER

The sustainability statement for the previous financial year has not been subject to a limited assurance engagement and no review of the comparative figures in the sustainability statement for the year 2025 has therefore been performed.

OTHER INFORMATION THAN THE SUSTAINABILITY STATEMENT

This document also contains other information than the sustainability statement and is found on pages 1-29, 78-137 and 144-152. The Board of Directors and the Managing Director are responsible for this other information.

Our conclusion on the sustainability statement does not cover this other information and we do not express any form of assurance conclusion regarding this other information.

In connection with our limited assurance engagement on the sustainability statement, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the sustainability statement. In this procedure we also take into account our knowledge otherwise obtained in the limited assurance engagement 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 sustainability statement in accordance with Chapter 6, Sections 12-12f of the Swedish Annual Accounts Act, and for such internal control as the Board of Directors and the Managing Director determine necessary to enable the preparation of the sustainability statement that is free from material misstatements, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express a conclusion on whether the sustainability report has been prepared in accordance with Chapter 6, Sections 12-12f of the Swedish Annual Accounts Act based on our review. The limited assurance engagement has been conducted in accordance with FAR's recommendation RevR 19 Revisorns översiktliga granskning av den lagstadgade hållbarhetsrapporten. This recommendation requires that we plan and perform our procedures to obtain limited assurance that the sustainability statement is prepared in accordance with these requirements.

The procedures in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. This means that it is not possible for us to obtain such assurance that we become aware of all significant matters that could have been identified if a reasonable assurance engagement had been performed.

Our firm applies ISQM 1 (International Standard on Quality Management), which requires the firm to design, implement

and operate a system of quality management, including policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements. We are independent of BHG Group AB (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

A limited assurance engagement involves performing procedures to obtain evidence about the sustainability statement. The auditor selects the procedures to be performed, including assessing the risks of material misstatements in the sustainability statement, whether due to fraud or error. In this risk assessment, the auditor considers the parts of the internal control that are relevant to how the Board of Directors and the Managing Director prepares the sustainability statement, in order to design procedures that are appropriate under the circumstances, but not for the purpose of providing a conclusion on the effectiveness of the company's internal control. The review consists of making inquiries, primarily of people responsible for the preparation of the sustainability statement, performing analytical review, and conducting other limited review procedures.

THE REVIEW PROCEDURES PRIMARILY INCLUDE:

Our procedures regarding the process that the company has implemented to identify sustainability information to be reported included, but were not limited to, the following:

- Obtaining an understanding of the process by:
 - Making inquiries to understand the sources of information used by management (e.g., 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 actions regarding the process implemented by the company is consistent with the description of the process in ESRS 2: General information in the sustainability statement.

Our procedures regarding the sustainability report included, but were not limited to, the following:

- Through inquiries, obtain a general understanding of the internal control environment, reporting processes, and

information systems relevant to the preparation of the information in the sustainability statement.

- Evaluate whether the information identified as material, through the process the company has carried out to determine the content of the sustainability statement, is also included.
- Evaluate whether the structure and the presentation of the sustainability statement is in accordance with the ESRS;
- Perform inquiries of relevant personnel and analytical procedures on selected information in the sustainability statement;
- Perform substantive assurance procedures based on a sample of selected information in the sustainability statement;
- Through inquiries and analytical procedures, obtain supporting evidence regarding the methods used to develop material estimates and forward-looking information, and how these methods were applied;

Obtain an understanding of the process to identify economic activities that are applicable (and aligned) with the EU Taxonomy and the corresponding disclosures in the sustainability statement.

- The review of taxonomy disclosures included, but was not limited to, the following review procedures:
 - Evaluated whether the presentation of the taxonomy tables is consistent with the requirements of the EU Taxonomy and the corresponding disclosures;
 - Made inquiries with company management and other relevant personnel to obtain an understanding of the process and sources of the information used in the taxonomy disclosures;
 - Performed analytical review procedures regarding selected taxonomy disclosures.

LIMITATIONS

In reporting forward-looking information in accordance with ESRS, the Board of Directors and the Managing Director of BHG Group AB (publ) are required to prepare the forward-looking information on the basis of disclosed assumptions about events that may occur in the future and possible future actions by BHG Group AB (publ). Actual outcomes are likely to be different since anticipated events frequently do not occur as expected.

Malmö, 7 April 2026
Öhrlings PricewaterhouseCoopers AB

Vicky Johansson
Authorized Public Accountant



Relevant reconciliations of non-IFRS alternative performance measures (APMs)

Some of the data stated in this report, as used by management and analysts for assessing the Group's development, is not defined in accordance with IFRS. Management is of the opinion that this data makes it easier for investors to analyse the Group's development, for the reasons stated below. Investors should regard this data as a complement rather than a replacement for financial information presented in accordance with IFRS. The Group's definitions of these performance measures may differ from similarly named measures reported by other companies.

ADJUSTED EBITA, ADJUSTED EBITDA AND ADJUSTED GROSS PROFIT

Adjusted EBIT corresponds to operating income excluding amortisation of acquisition-related intangible assets, gains/losses on sales of non-current assets and, where applicable, items affecting comparability. In other words, adjusted EBIT, in accordance with the accounting rules, includes all depreciation and amortisation of tangible and intangible assets attributable to the business. The difference between adjusted EBIT and EBIT is that the amortisation which arises as a result of the accounting treatment of purchase price allocations in conjunction with acquisitions is added back to adjusted EBIT.

Using the estimation technique for adjusted EBIT facilitates the understanding of the Group's earnings and profit, since adjusted EBIT provides a correct picture of the Group's operating income, without deduction of the accounting-related amortisation arising due to the acquisition analyses in conjunction with the acquisitions (which are not related to the underlying operations). Furthermore, the measure simplifies peer comp analysis of companies that do not make acquisitions, while analysis and assessment of acquisition candidates becomes clearer and more transparent, since their EBIT contribution will then correspond to their actual contribution to the Group after consolidation. It is also important to note that the effect of acquisitions is already reflected in the Group's capital structure and net debt, in accordance with generally accepted accounting practices. Adjusted gross profit and adjusted EBITDA correspond to gross profit and EBITDA adjusted for items affecting comparability.

Group

(SEKm)	Group	
	2025	2024
Operating income	386.7	-442.9
Inventory impairment	-	99.2
Salary expense for gardening leave	-	19.3
Acquisition-related costs	-	1.4
Disputes	-53.7	13.0
Restructuring costs	-	7.0
Impairment due to restructuring	-	21.1
Impairment due to warehouse consolidation	-	46.9
Impairment disposal group	-1.6	399.0
Warehouse consolidation	-	8.1
Capital gain/ loss disposal	-33.9	-2.1
Gain from renegotiation of lease agreement	-	-10.1
Total items affecting comparability	-89.2	602.7
Depreciation and amortization of acquisition related intangible fixed assets	92.4	93.9
Scrapping of acquired brands when sites are discontinued	-	4.1
Adjusted EBIT	389.9	257.8
Adjusted EBIT (%)	3.7	2.6
Depreciation and amortization of tangible and intangible fixed assets	336.9	349.9
Gain/loss from sale of fixed assets	1.3	2.8
Adjusted EBITDA	728.1	610.5
Adjusted EBITDA (%)	6.9	6.1
Net sales	10,582.9	9,962.5
Cost of goods	-6,629.2	-6,309.3
Gross profit before direct selling costs	3,953.7	3,653.2
Gross profit before direct selling costs (%)	37.4	36.7
Direct selling costs	-1,270.8	-1,228.1
Gross profit	2,682.9	2,425.1
Gross profit (%)	25.4	24.3
Inventory impairment	-	99.2
Restructuring costs	-	6.8
Impairment due to restructuring	-	1.6
Warehouse consolidation	-	4.8
Adjusted gross profit before direct selling costs	3,953.7	3,765.6
Adjusted gross profit before direct selling costs (%)	37.4	37.8

Home Improvement

(SEKm)	Home Improvement	
	2025	2024
Operating income	249.9	-343.2
Inventory impairment	-	41.2
Salary expense for gardening leave	-	8.8
Disputes	-53.7	5.7
Restructuring costs	-	0.9
Impairment due to restructuring	-	5.9
Impairment disposal group	-1.6	399.0
Capital gain/ loss disposal	-33.9	-2.5
Gain from renegotiation of lease agreement	-	-10.1
Total items affecting comparability	-89.2	448.9
Depreciation and amortization of acquisition related intangible fixed assets	55.3	57.3
Adjusted EBIT	216.0	163.0
Adjusted EBIT (%)	4.1	3.1
Depreciation and amortization of tangible and intangible fixed assets	144.5	156.0
Gain/loss from sale of fixed assets	0.1	6.4
Adjusted EBITDA	360.7	325.4
Adjusted EBITDA (%)	6.8	6.3
Net sales	5,317.4	5,175.4
Cost of goods	-3,575.3	-3,465.9
Gross profit before direct selling costs	1,742.1	1,709.5
Gross profit before direct selling costs (%)	32.8	33.0
Direct selling costs	-502.9	-514.9
Gross profit	1,239.2	1,194.7
Gross profit (%)	23.3	23.1
Inventory impairment	-	41.2
Impairment due to restructuring	-	1.6
Adjusted gross profit before direct selling costs	1,742.1	1,752.4
Adjusted gross profit before direct selling costs (%)	32.8	33.9

Value Home

(SEKm)	Value Home	
	2025	2024
Operating income	133.3	-43.9
Inventory impairment	-	45.9
Salary expense for gardening leave	-	5.8
Acquisition-related costs	-	1.4
Impairment due to restructuring	-	2.0
Impairment due to warehouse consolidation	-	46.9
Warehouse consolidation	-	8.1
Total items affecting comparability	-	110.1
Depreciation and amortization of acquisition related intangible fixed assets	12.0	12.1
Adjusted EBIT	145.4	78.3
Adjusted EBIT (%)	5.3	3.2
Depreciation and amortization of tangible and intangible fixed assets	95.1	113.4
Gain/loss from sale of fixed assets	0.9	-3.8
Adjusted EBITDA	241.3	187.8
Adjusted EBITDA (%)	8.8	7.6
Net sales	2,741.0	2,458.3
Cost of goods	-1,490.6	-1,396.4
Gross profit before direct selling costs	1,250.4	1,061.9
Gross profit before direct selling costs (%)	45.6	43.2
Direct selling costs	-407.6	-357.7
Gross profit	842.7	704.2
Gross profit (%)	30.7	28.6
Inventory impairment	-	45.9
Warehouse consolidation	-	4.8
Adjusted gross profit before direct selling costs	1,250.4	1,112.7
Adjusted gross profit before direct selling costs (%)	45.6	45.3

Premium Living

(SEKm)	Premium Living	
	2025	2024
Operating income	81.1	7.6
Inventory impairment	-	12.0
Salary expense for gardening leave	-	4.7
Disputes	-	4.5
Restructuring costs	-	6.1
Impairment due to restructuring	-	13.2
Total items affecting comparability	-	40.5
Depreciation and amortization of acquisition related intangible fixed assets	25.1	24.6
Scrapping of acquired brands when sites are discontinued	-	4.1
Adjusted EBIT	106.2	76.9
Adjusted EBIT (%)	4.1	3.2
Depreciation and amortization of tangible and intangible fixed assets	94.1	78.0
Gain/loss from sale of fixed assets	0.4	0.2
Adjusted EBITDA	200.7	155.0
Adjusted EBITDA (%)	7.8	6.5
Net sales	2,558.4	2,377.4
Cost of goods	-1,591.3	-1,487.0
Gross profit before direct selling costs	967.1	890.4
Gross profit before direct selling costs (%)	37.8	37.5
Direct selling costs	-360.2	-355.5
Gross profit	606.9	534.9
Gross profit (%)	23.7	22.5
Inventory impairment	-	12.0
Restructuring costs	-	6.8
Adjusted gross profit before direct selling costs	967.1	909.2
Adjusted gross profit before direct selling costs (%)	37.8	38.2

NET DEBT/NET CASH

Executive management is of the opinion that because the Group's actual net debt/net cash corresponds to the Group's non-current and current interest-bearing liabilities to credit institutions less cash and cash equivalents, short-term investments, etc. and transaction fees, other non-current and current interest-bearing liabilities should be excluded. The Group's other non-current and current interest-bearing liabilities consist of contingent and deferred earn-outs related to acquisitions, which are subject to an implicit interest expense. Lease liabilities reflect the balance sheet effects of IFRS 16.

At the end of the year, net debt amounted to SEK 999.5 million, corresponding to net debt in relation to pro-forma adjusted EBITDAaL, LTM (see definition on page 148) of 2.39x. The Group's current and non-current acquisition-related liabilities consist of contingent and deferred earn-outs related to acquisitions, which are subject to an implicit interest expense related to the present value calculation of the same. These obligations amounted to SEK 236.0 million at the end of the year, compared with SEK 348.1 million at the beginning of the year. Lease liabilities reflect the balance sheet effects of IFRS 16 and amounted to SEK 622.2 million at the end of the year, compared with SEK 607.4 million at the beginning of the year.

Net debt / Net cash (SEKm)	Group	
	2025	2024
Non-current interest bearing debt	1,950.2	2,241.3
Short-term interest bearing debt	380.8	467.5
Total interest bearing debt	2,331.0	2,708.8
Cash and cash equivalents financial position	-300.5	-451.3
Cash and cash equivalents disposal group	-	-21.8
Cash and cash equivalents	-300.5	-473.0
Adjustment of lease liabilities	-622.2	-607.4
Adjustment of earnouts and deferred payments	-236.0	-348.1
Adjustment taxes and fees with deferred payment due to the Corona pandemic	-175.5	-257.1
Adjustment transaction costs	2.6	3.8
Net debt (+) / Net cash (-)	999.5	1,027.0
Adjusted EBITDAaL Pro forma, LTM	418.7	308.1
Net debt (+) / Net cash (-) in relation to adjusted EBITDAaL Pro forma, LTM	2.39x	3.33x
Adjusted EBITDAaL Pro forma, LTM		
Adjusted EBITDA, LTM	728.1	610.5
Adjustment for IFRS 16	-225.1	-234.9
Adjustment for result attributed to legal minority interest*	-84.0	-50.3
Pro forma adjustment for acquired/divested businesses	-0.3	-17.2
Adjusted EBITDAaL Pro forma, LTM	418.7	308.1

* Since 1 January 2024, BHG has excluded earnings related to the legal minority stake from the calculation of pro-forma adjusted EBITDAaL, LTM. For more information, refer to the definitions of performance measures on page 148.



Definitions

Performance measure	Definition	Reasoning
Share turnover rate	Number of shares traded during the period divided by the weighted-average number of shares outstanding before dilution.	The share turnover rate shows the rate at which shares in BHG Group AB are bought and sold through trading on NASDAQ Stockholm.
Number of visits	Number of visits to the Group's webstores during the period in question. Sessions only related to consumers with consent of cookies.	This performance measure is used to measure customer activity.
Number of orders	Number of orders placed during the period in question.	This performance measure is used to measure customer activity.
Gross margin	Gross profit as a percentage of net sales.	Gross margin gives an indication of the contribution margin as a share of net sales.
Gross margin before direct selling costs	Gross profit before direct selling costs – primarily postage and fulfilment – as a percentage of net sales.	An additional margin measure, complementing the fully loaded gross margin measure, allowing for further transparency.
Gross profit	Net sales less cost of goods sold. Gross profit includes costs directly attributable to goods sold, such as warehouse and transportation costs. Gross profit includes items affecting comparability.	Gross profit gives an indication of the contribution margin in the operations.
EBIT	Earnings before interest, tax and acquisition-related amortisation and impairment.	Together with EBITDA, EBIT provides an indication of the profit generated by operating activities.
EBITDA	Operating income before depreciation, amortisation, impairment, financial net and tax.	EBITDA provides a general indication as to the profit generated in the operations before depreciation, amortisation and impairment.
EBITDA margin	EBITDA as a percentage of net sales.	In combination with net sales growth, the EBITDA margin is a useful performance measure for monitoring value creation.
EBIT margin	EBIT as a percentage of net sales.	In combination with net sales growth, the EBIT margin is a useful performance measure for monitoring value creation.
Average order value (AOV)	Total order value (meaning Internet sales, postage income and other related services) divided by the number of orders.	Average order value is a useful indication of revenue generation.
Investments	Investments in tangible and intangible assets.	Investments provide an indication of total investments in tangible and intangible assets.
Adjusted gross margin	Adjusted gross profit as a percentage of net sales.	Adjusted gross margin gives an indication of the contribution margin as a share of net sales.
Adjusted gross margin before direct selling costs ("Product margin")	Adjusted gross profit before direct selling costs – primarily postage and fulfilment – as a percentage of net sales.	An additional margin measure, complementing the fully loaded gross margin measure, allowing for further transparency.
Adjusted EBITDA	EBITDA excluding items affecting comparability.	This performance measure provides an indication of the profit generated by the Group's operating activities.
Adjusted EBITDA margin	Adjusted EBITDA as a percentage of net sales.	This performance measure is relevant to creating an understanding of the operational profitability generated by the business.
Adjusted EBIT	Adjusted EBIT corresponds to operating profit adjusted for amortisation and impairment losses on acquisition-related intangible assets, gains/losses from sales of non-current assets and, from time to time, items affecting comparability.	This performance measure provides an indication of the profit generated by the Group's operating activities.
Adjusted EBIT margin	Adjusted EBIT as a percentage of net sales.	This performance measure provides an indication of the profit generated by the Group's operating activities.

Performance measure	Definition	Reasoning
Pro-forma adjusted EBITDAaL, LTM	<p>LTM adjusted EBITDA with the following adjustments:</p> <ul style="list-style-type: none"> less depreciation of right-of-use assets and interest on lease liabilities under IFRS 16 (or “Adjusted EBITDA after leases”), less net profit/loss for the period attributable to legal minority stakes in subsidiaries, regardless of whether or not the Group recognises a net profit/loss for the period for the minority stake (for the Group’s policies for the recognition of put options to non-controlling interests, refer to section 2.3.3. in Note 2 of the Annual Report), <p>plus Adjusted EBITDAaL for acquired operations as though the acquired operations had been included in the consolidated income statement for the entire LTM period but not for the comparative period (pro-forma adjustment). For divested operations, a corresponding adjustment is made, meaning that adjusted EBITDAaL for the divested companies is excluded as though the divested companies were not included in the consolidated income statement for the entire LTM period but were included in the comparative period.</p>	<p>Pro-forma adjusted EBITDAaL, LTM is a performance measure used to facilitate transparency and comparisons between periods by excluding items affecting comparability, correcting for acquired and divested operations and net profit/loss for the period attributable to legal minority stakes in subsidiaries, and including all leases as an operating expense rather than as depreciation/amortisation and interest in accordance with IFRS 16. The performance measure is also used as a denominator for Net debt (+) / Net cash (-) in relation to Pro-forma adjusted EBITDAaL, LTM.</p> <p>As of 1 January 2024, BHG has adjusted the definition of the measure by now deducting net profit/loss for the period attributable to legal minority interests in subsidiaries. Previously, BHG adjusted for acquired and divested operations and the current amendment makes the calculation more consistent. Furthermore, the new definition is in line with the calculation of the Group’s fulfilment of the covenants in the financing agreement.</p>
Selling, general and administrative expenses (SG&A)	Total personnel costs and other external costs adjusted for items affecting comparability.	The measure is relevant for showing costs for sales and administration during the period, thereby giving an indication of the efficiency of the company’s operations.
Adjusted gross profit	Net sales less cost of goods sold. Adjusted gross profit includes costs directly attributable to goods sold, such as warehouse and transportation costs. Adjusted gross profit excluding items affecting comparability.	Adjusted gross profit gives an indication of the contribution margin in the operations.
Items affecting comparability	Items affecting comparability relate to events and transactions whose impact on earnings are important to note when the financial results for the period are compared with previous periods. Items affecting comparability include costs of advisory services in connection with acquisitions, costs resulting from strategic decisions and significant restructuring of operations, capital gains and losses on divestments, material impairment losses and other material non-recurring costs and revenue.	Items affecting comparability is a term used to describe items which, when excluded, show the Group’s earnings excluding items which, by nature, are of a non-recurring nature in the operating activities.
Cash conversion	Pre-tax cash flow from operating activities less investments in non-current assets (CapEx) as a percentage of adjusted EBITDA.	Operating cash conversion enables the Group to monitor management of its ongoing investments and working capital.
Net sales growth	Annual growth in net sales calculated as a comparison with the preceding year and expressed as a percentage.	Net sales growth provides a measure for the Group to compare growth between various periods and in relation to the overall market and competitors.

Performance measure	Definition	Reasoning
Net debt/Net cash	The sum of interest-bearing liabilities, excluding lease liabilities and earn-outs, less cash and cash equivalents, short-term investments, etc. and prepaid borrowing costs.	Net debt/Net cash is a measure that shows the Group's interest-bearing net debt to financial institutions.
Net debt/Net cash in relation to Pro-forma adjusted EBITDAaL, LTM	Net debt/Net cash divided by Pro-forma adjusted EBITDAaL, LTM.	Net debt/Net cash in relation to pro-forma adjusted EBITDAaL, LTM describes the Company's ability to repay its debts with profit generated by operating activities.
Organic growth	Refers to growth for comparable operations compared with the preceding year. Organic growth is calculated as changes in net sales after adjustment for currency effect and the effect of acquired and divested operations. Organic growth (%) = Organic growth / Net sales for the comparative period.	Organic growth is a measure that enables the Group to monitor underlying net sales growth, excluding the effects of currency, acquisitions, and divestments. As of 1 January 2024, BHG has adjusted the definition of the key figure by now adjusting for currency effects in accordance with ESMA's guidance. The comparative figures have been recalculated.
Working capital	Inventories and non-interest-bearing current assets less non-interest-bearing current liabilities.	Working capital provides an indication of the Group's short-term financial capacity, since it gives an indication as to whether the Group's short-term assets are sufficient to cover its current liabilities.
Operating margin (EBIT margin)	EBIT as a percentage of net sales.	In combination with net sales growth, operating margin is a useful measure for monitoring value creation.
Equity/assets ratio	Equity, including non-controlling interests, as a percentage of total assets.	This performance measure reflects the company's financial position and thus its long-term solvency. A favourable equity/assets ratio and strong financial position enable the Group to handle periods with a weak economic situation and provide the financial strength for growth. A lower equity/assets ratio entails a higher financial risk, but also higher financial leverage.
Total order value	The total value (in SEK) of orders placed during the period before the deduction of orders cancelled.	Total order value is used to measure customer activity and as an indication of revenue generation.

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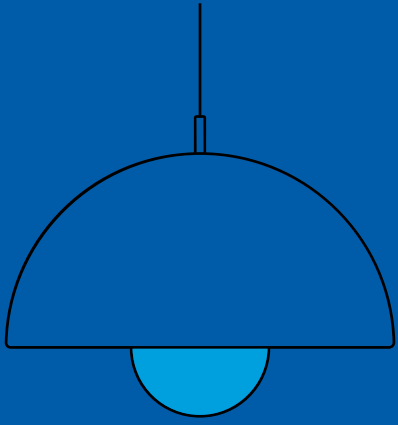
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**FINANCIAL CALENDAR**

23 April 2026	Interim report January–March 2026
5 May 2026	Annual General Meeting
17 July 2026	Interim report January–June 2026
23 October 2026	Interim report January–September 2026
27 January 2027	Year-end report January–December 2026





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