



Flat Capital AB (publ)

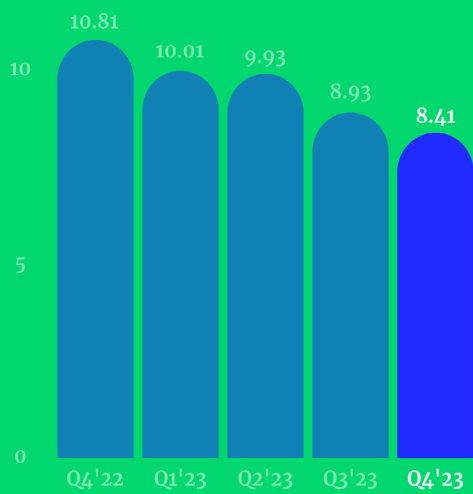
Annual Report

2023

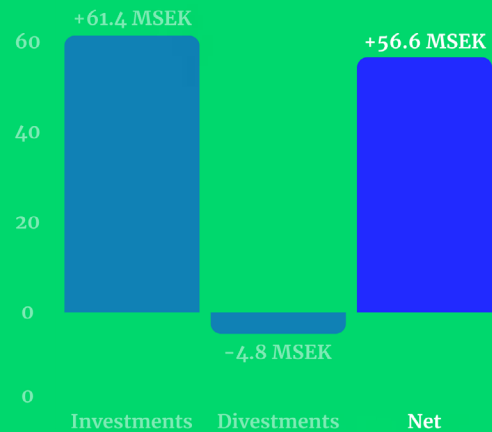


We want to give all **shareholders** **unique access** to a global network of the world's **most prominent investors & entrepreneurs.**

Net Asset Value (NAV), SEK / share



Investment activity in 2023



Year in short

-22%

Y/Y change during 2023,
NAV / share

39%

Net cash (2023-12-31),
as a share of NAV

2.0%

Operational costs,
as a share of NAV¹⁾

Some of our portfolio companies



getir

Klarna.

Instabee



Discord



Figma

¹⁾ Including costs related to option programs, corresponding to 0.46% of NAV.

Highlights FY 2023

• **Flat invested 5.4 MSEK in the AI company DeepL,** with the goal of using AI to eliminate language barriers worldwide. Other investors in DeepL include well-known players such as IVP, Atomico and Benchmark.

Q1

• **Flat sold all shares in Global-e,** which implies a return of +10.4x, or +6,800% IRR since Flat's IPO in October 2021.

• **Flat invested 32 MSEK in OpenAI,** the pioneering AI company that has set the tone in AI development with products such as ChatGPT and Dall-E, as well as a large number of collaborations with leading companies where OpenAI integrates its AI technology.

Q2

• **Flat invested another 21 MSEK in Getir,** one of the world's leading logistics and technology companies offering hyper-fast deliveries.

• **Flat announced a rights issue secured at 77%....** Flat had free subscription commitments from both existing and new investors, including Dusco, wholly owned by the Douglas family, and AltoCumulus, an asset manager within the Axel Johnson Group.

• **...the issue was subscribed to 111% & Flat received 153 MSEK,** the net proceeds of which will be used for investments in both new companies and in existing holdings.

Q3

• **Flat invested 3 MSEK in Perplexity,** the company behind the prominent AI-based search engine of the same name. Other investors in Perplexity include well-known investors such as US VC IVP, Nvidia, New Enterprise Associates, Bessemer Venture Partners, Jeff Bezos and Elad Gil.

Q4

• **Klarna reported both profitability & strong growth for Q3 2023,** with an operating profit of approximately 130 MSEK, an improvement of more than 2 BSEK compared to the corresponding period in 2022(!)

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Description of activities

About Flat

Flat Capital AB ("Flat") is an investment company that stands out in three ways:

- Unique access to proven investment opportunities in prominent companies through our network of world-leading investors and entrepreneurs,
- Focus on genuinely long-term investments,
- Trust in the entrepreneur and our network with whom we co-invest, allowing for passive investments and a low-cost base.

Flat was founded in 2013 by the entrepreneurs Nina and Sebastian Siemiatkowski, Nina with a background as CEO and founder of Milkywire, and Sebastian as co-founder and CEO of Klarna.

The portfolio currently consists of 22 companies, of which the largest holdings are Instabee, Getir, OpenAI, Truecaller and Klarna.

The aim is to simplify and improve the path to successful company building and to give more people the opportunity for maximum return on their investment.

Note: The Net Asset Value (NAV) of Flat largely includes valuations of unlisted holdings. Please remember these are assessed values according to our accounting principles and that the value may differ between different actors & investors, and that there is no "market price" as for listed companies.

Global network of world-leading investors and entrepreneurs

Through its founders and the Board, Flat has access to a global network of world-leading venture capital investors and entrepreneurs. This means a continuous and strong flow of investment opportunities in unlisted and otherwise

difficult-to-access companies with prominent entrepreneurs in leading positions. The network also provides unique access to cross-border knowledge exchange for business enhancing collaboration.

Genuinely long-term investments

Flat provides long-term capital to entrepreneur-led companies that may otherwise rely on investors with a shorter time horizon. Long-term commitment is based on supporting dedicated entrepreneurs in both good and bad times, and is possible by not having a fund structure with a determined life cycle and not using conventional, short-term methods of selling holdings.

Trust in the entrepreneur and our network

In essence, Flat is a passive minority shareholder, a strategy and positioning based on the belief that the dedicated entrepreneur is best positioned to build their own company in the smoothest way possible. In addition, there is strong confidence in Flat's network and their ability and experience to find these future global leaders and entrepreneurs. Despite its essentially passive ownership, Flat's experience and network are available to the extent the entrepreneur wishes. The structure allows for low costs and an efficient organization.

Broad investment mandate

Flat has a broad investment mandate, with each decision made based on an assessment of what maximizes long-term shareholder value. Flat has the opportunity to invest in a variety of ways, ranging from being involved in the creation of new companies to investing in already listed companies. New investment opportunities are analyzed on an ongoing basis and existing portfolio companies can be supported in new financing rounds. Sustainability factors such as the environment, social responsibility and ethics are important criteria for the company when making investment decisions. Flat aims to have a well-balanced portfolio over time.

Investment strategy



Prominent entrepreneurs

Flat invests in prominent entrepreneurs who have a leading position in their companies.



Attractive markets

Flat invests in markets, where company growth is driven by underlying structural trends.



Unlisted growth stage companies

Flat will primarily invest in unlisted companies that are in a growth phase.



Passive minority-owner

Flat is mainly a passive investor and is seeking minority stakes in its portfolio holdings.



Global investments

Flat invests globally.

Financial information

KSEK	Dec 31, 2023	Sep 30, 2023	Jun 30, 2023	Mar 31, 2023	Dec 31, 2022
Net Asset Value (NAV)	412 759	438 422	318 637	320 989	346 774
- of which Listed holdings	18 307	20 013	15 535	15 997	20 871
- of which Unlisted holdings	231 862	251 336	284 053	231 092	250 659
- of which Net cash	162 351	171 027	19 369	74 730	76 159
- of which Other net assets/-liabilities	239	-3 954	-319	-830	-915
Net Asset Value (NAV) per share, SEK	8.41	8.93	9.93	10.01	10.81
- of which Net cash per share, SEK	3.31	3.49	0.60	2.33	2.37

KSEK	FY 2023	FY 2022
Operating expenses	-7 598	-5 389
Profit for the year	-83 358	-64 648
Change in value of financial assets	-77 921	-66 235
- of which realized	-7 227	24 160
Investments	61 414	54 347
Divestments	4 830	13 597
Operating expenses (in relation to average NAV)	2.00%	1.57%



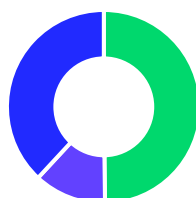
Net Asset Value (NAV)
as of 2023-12-31



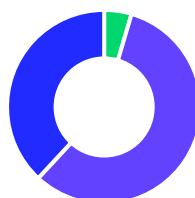
NAV per share
as of 2023-12-31



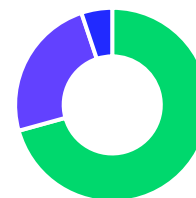
Change in NAV
per share 23/22



- Top 5 holdings¹ 2023-12-31, 49%
- Other holdings, 12%
- Net cash and other net assets/-liabilities, 39%















- Listed holdings, 4%
- Unlisted holdings, 56%
- Net cash and other net assets/-liabilities, 40%



- Holdings in SEK, 64%
- Holdings in USD, 31%
- Other currencies, 5%

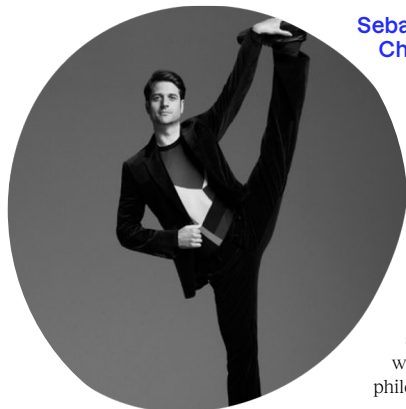
¹ The 5 largest holdings include; Instabee, Getir, OpenAI, Truecaller and Klarna.

Our holdings

Company name ¹	Short description of the company	Initial investment (yr)	Webpage
Instabee	Technology company with logistics solution	2013	Instabee.com
 Getir	Tech and hyper-fast delivery company	2022	Getir.com
 OpenAI	Pioneering AI research company	2023	OpenAI.com
truecaller	Platform for telephony services	2013	Truecaller.com
Klarna.	Global bank, payment and shopping solutions	2021	Klarna.com
CDLP	Fashion house based on innovative materials	2018	CDLP.com
 DeepL	Translations through AI neural machine learning	2023	DeepL.com
 Discord	VoIP and instant messaging social platform	2022	Discord.com
 Figma	Interactive design platform	2021	Figma.com
kry	Physical and digital healthcare provider	2021	Kry.se
 LoveLocal	Digital grocery shopping in India	2021	LoveLocal.in
LYST	Global fashion search platform	2021	LYST.com
 Nylas	Software for productivity infrastructure	2021	Nylas.com
omio	Travel planning platform	2015	Omio.se
PANGAIA	Material science fashion company	2021	Pangaia.com
 perplexity	AI-conversational search engine	2023	Perplexity.ai
Prion	Platform for preschool activities	2016	PrionApp.com
 Quartr	Digital platform for IR-solutions	2022	Quartr.com
 remote	Global payroll, HR and compliance solution	2022	Remote.com
steven●	Shared economy platform	2017	GetSteven.com
 TrueAccord	Debt management platform for consumers	2019	TrueAccord.com
 uniplaces	Platform for booking accommodation	2015	Uniplaces.com

¹ Sorting: Largest 5 holdings (Instabee, Getir, OpenAI, Truecaller and Klarna), thereafter alphabetical order.

Chairman of the Board & CEO on past year



**Sebastian Siemiatkowski,
Chairman of the Board:**

Flat stands straight! I say this with pride as we take a look back at 2023, a year when the world economy remained on shaky ground after the macro shocks of the previous year. For it is during such turbulent periods that investors' long-term perspective is truly put to the ultimate test. Last year, we not only kept Flat on course, but also made new investments in line with our genuine long-term investment philosophy.

We continue to support the dedicated founders and entrepreneurs that we think have the future ahead of them. We do this regardless of the recent (rather weak) portfolio development, as our focus is to create long-term shareholder value. Of course, we are also encouraged by the fact that so many people trust us and our philosophy, especially now that the prevailing media image is of tech and growth companies in times of crisis. In fact, during last summer's new issue, Flat was able to both welcome new strong shareholders and receive continued support from several existing shareholders.

With a strong cash position, we will work hard to increase the pace of investment after a slightly more cautious 2023. Of course, this assumes that we identify attractive enough companies with high growth potential and valuations in line with our own. In general, however, we are optimistic about the market environment and, as Hanna has previously indicated, we have a lot of exciting things going on that we hope will materialize. We are well equipped to take advantage of the opportunities that arise from the Board's and team's many meetings with entrepreneurs in our network.

Thanks to Flat's broad investment mandate, we have great freedom of investment maneuver. This, combined with a robust cash position and a unique global network, provides us with all the conditions to find attractive investment opportunities in several exciting areas. Perhaps we should raise our vision and not only look at tech and AI companies, which Flat's existing portfolio companies largely reflect, but perhaps also consider companies that we can call "AI resistant". That is, companies that may not necessarily benefit from AI technology, but that benefit from humanity's future behavioral changes due to the role of AI in the society? Perhaps our future portfolio should actually contain both of these elements to create REAL long-term shareholder value. This is something the future will bring.

I want to conclude by thanking everyone who believes in Flat and all the entrepreneurs who are dedicated to building great companies, through thick and thin. I look forward to seeing where our shared journey takes us - in the short and long term.

Hanna Andreen (formerly Wachtmeister), CEO:

So 2023 has passed (may I say finally?). The year was in many ways an echo of 2022, largely characterized by war and misery. The challenging macroeconomic situation in 2023, with higher interest rates and high inflation, resulted in continued weak risk appetite and a clear revaluation of the companies that have been prioritizing growth over profitability. The portfolio has largely been adjusted to reflect the continued negative development. But there is much I am proud of and grateful for about the past year, not least the fact that we managed to raise a substantial amount of cash and new strong shareholders, despite the challenging economic climate. Below I have summarized the essentials of the past year:



Portfolio performance - a gloomy but representative story

Since our portfolio mainly includes growth-oriented companies that have transitioned to profitability, the market's and our view of valuations has been adjusted accordingly. As a consequence, during the year we adjusted the values downwards by a total of SEK -77.9 million, which means a net asset value development of approximately -22%. The transition from growth to profitability does not happen overnight and we are generally impressed by how quickly our portfolio companies have changed their priorities. We report significant value adjustments in note 2 (page 28).

We welcomed new shareholders and enter 2024 with a strong cash position (!)

I am extremely proud that we were able to announce a new share issue last summer that significantly strengthened our cash position and welcomed new strong shareholders. In connection with the issue, we also received continued support from many existing shareholders. This was despite challenging capital markets, especially for players with exposure to tech and growth companies. The issue meant that we strengthened our cash position by approximately SEK 153 million. I am particularly proud of this.

Investments in world-leading companies through our unique network

I am pleased that we were able to make four truly interesting investments during the year. They clearly demonstrate how our global network enables us to access unique companies at the absolute forefront - not least in AI.

- We started the year by announcing our investment of approximately 5.4 MSEK in DeepL, an exciting AI company that works to eliminate language barriers. The company's translations are repeatedly described as the best and DeepL is thus a strong challenger to major established players such as Google.
- The most exciting investment of the year for us (and hopefully many of our shareholders) was the investment of approximately 32 MSEK in OpenAI, which is arguably one of the world's most prominent companies. We are daily users of their product, which, to put it mildly, has streamlined our work at Flat and enables our already lean organization. The company does not rest on its laurels in terms of either drama or product development, and we are very excited about what 2024 has to offer!
- We made another investment of approximately 21 MSEK in our portfolio company Getir. The investment was made through a convertible loan with attractive terms, which meant that even though the valuation of Getir was lowered, Flat was able to convert its entire holding at a discounted price on the new valuation. Hence, the technical effect of the investment was c. +18 MSEK.
- We ended the year with a "secret" investment of about 3 MSEK in an American AI company. As we announced in early 2024, this company is no less than Perplexity, a prominent AI-based search engine that also challenges established giants such as Google. We invested alongside well-known players such as IVP, Nvidia, and Jeff Bezos. We would have liked to invest more, but since the interest was so strong, we had to settle for 3 MSEK.

An enlightening year that paves the way for the future

Although in many respects it is good to be turning over a new page, last year nevertheless provided several bright spots and even more useful lessons. Thanks to "the Flat spirit" - which is characterized by humility, learning and a global vision - I feel that we have wind in our sails. Being a debt-free company with significant cash in the current market conditions means that we will be able to utilize the market situation to create long-term shareholder value. We hope and look forward to having you with us!

Brief description of our holdings (1/6)

Instabee

- Technology company with logistics solution
- CEO & Co-founder: Alexis Priftis
- Initial investment: 2013
- Total invested capital¹: 7 476 746 SEK

Instabee was founded in 2022 after combining Budbee and Instabox - two leading last-mile delivery companies. Instabee is present in seven countries, serving thousands of online merchants, including ASOS, Zalando, Inditex and H&M. Instabee is on track to become the most admired European e-commerce enabler.

Since the start, Instabee has focused on consumer-centric and sustainable solutions, offering deliveries to boxes and homes using muscle power, electricity, renewable diesel and biofuels. Through bespoke technical solutions, Instabee can guarantee optimal fill-rates and routing, minimizing any unnecessary transports. Instabee is backed by Kinnevik, Creades and EQT among others.

More info: www.instabee.com

OpenAI

- Pioneering artificial intelligence research company
- CEO & Co-founder: Sam Altman
- Initial investment: 2023
- Total invested capital¹: 31 623 227 SEK

OpenAI, the pioneering artificial intelligence research company that aims to develop and lead revolutionary AI technologies. Since the company was founded in 2015, it has been at the forefront of AI development, resulting in platforms such as ChatGPT and Dall-E, as well as a large number of collaborations with leading global companies where OpenAI has integrated its AI technology.

OpenAI was founded in 2015 by a group of leading AI researchers and entrepreneurs, including current CEO Sam Altman, along with Elon Musk, Greg Brockman, Ilya Sutskever, among others. Its research is published in top academic journals and cited by thousands of other researchers, and has quickly become one of the most respected and influential organizations in artificial intelligence.

More info: www.openai.com



- Tech and hyper-fast delivery company
- CEO & Co-founder: Nazim Salur
- Initial investment: 2022
- Total invested capital¹: 40 385 489 SEK

Getir offers hyper-fast grocery delivery, with the vision to build the world's fastest on-demand delivery ecosystem.

Consumers can order everything from transport to food, and the aim is for goods to be delivered to their door within 10 minutes of ordering. Through its platform, the company collects data and insights that are used to streamline and optimize all flows. Getir has quickly become one of Europe's leading delivery platforms and has recently been launched in the U.S. In 2022, Getir acquired the European competitor Gorillas. Getir was co-founded and is run by Nazim Salur, and its ownership list includes prominent investors such as Silicon Valley-based Sequoia Capital, New York-based Tiger Global and Michael Moritz, who is Chairman of Klarna, among others.

More info: www.getir.com

truecaller

- Platform for telephony services
- CEO & Co-founder: Alan Mamedi
- Initial investment: 2013
- Total invested capital¹: 600 600 SEK

Truecaller is the leading global platform for verifying contacts and blocking unwanted communications. The app helps the user categorize the caller and warns the user of fraud attempts, spam or sales pushes, both through calls and text.

The platform now has over 330 million active users, helping to make their communication experience safer and more efficient. Users can also use the app to look up numbers in Truecaller's vast identity database with half a billion downloads since launch and around 38 billion unwanted calls identified and blocked in 2021. Since 2021, the company is listed on Nasdaq Stockholm with Sequoia Capital as the largest investor, which like Flat invested early in the company.

More info: www.truecaller.com

¹ Please note total invested capital is NOT the same as the valuation of our holdings. See note 2 for significant value adjustments during the period.

Brief description of our holdings (2/6)

Klarna.

- Global bank, payment and shopping solutions
- CEO & Co-founder: Sebastian Siemiatkowski
- Initial investment: 2021
- Total invested capital¹: 93 873 902 SEK

Since 2005 Klarna has been on a mission to accelerate commerce with consumer needs at the heart of it. With over 150 million global active users and 2 million transactions per day, Klarna's fair, sustainable and AI-powered payment and shopping solutions are revolutionizing the way people shop and pay online and in-store, empowering consumers to shop smarter with greater confidence and convenience.

More than 500,000 global retailers integrate Klarna's innovative technology and marketing solutions to drive growth and loyalty, including H&M, Saks, Sephora, Macy's, Ikea, Expedia Group, Nike and Airbnb.

More info: www.klarna.com

CDLP

- Fashion house based on innovative materials
- CEO & Co-founder: Andreas Palm
- Initial investment: 2018
- Total invested capital¹: 2 684 061 SEK

Un Cadeau de la Providence (CDLP) is a Swedish manufacturer of underwear, swimwear and basic garments in innovative and sustainable materials.

Designed and developed in Sweden, the collections are produced by small-scale European manufacturers, with a special focus on craftsmanship and quality.

More info: www.cdlp.com



- Translations through AI neural machine learning
- CEO & Founder: Jaroslaw Kutylowski
- Initial investment: 2023
- Total invested capital¹: 5 412 303 SEK

DeepL is a German-based AI company that aims to eliminate language barriers worldwide using artificial intelligence. DeepL offers multilingual automatic translation through its platform using AI neural machine learning that can be used via browser, mobile app, browser extension or through integrated API.

Currently DeepL offers its software globally to users and corporate clients with translations used in a wide range of fields, from technical and legal documents to customer support, marketing and product descriptions. DeepL's software has continuously been described as the most accurate AI translation technology in multiple language pairs and multiple industries. The company's ownership list includes well-known players such as IVP, Atomico and Benchmark.

More info: www.deepl.com



- VoIP and instant messaging social platform
- CEO & Co-founder: Jason Citron
- Initial investment: 2022
- Total invested capital¹: 19 887 774 SEK

Discord is a voice, video and text communication service used by more than a hundred million people who want to hang out and talk with their friends and community.

More info: www.discord.com

¹ Please note total invested capital is NOT the same as the valuation of our holdings. See note 2 for significant value adjustments during the period.

Brief description of our holdings (3/6)



- Interactive design platform
- CEO & Co-founder: Dylan Field
- Initial investment: 2021
- Total invested capital¹: 4 571 221 SEK

Figma offers an outstanding design tool that allows users to work interactively and simultaneously.

The tool makes the design process faster and more efficient, while allowing users to see each other's contributions in real time. Through its licensing model, which works on various operating systems, the company has customers in prominent global companies such as Microsoft, Google, Oracle, Slack and Spotify and a large number of smaller entrepreneurial companies. The company's owners includes many prominent investors, such as Sequoia Capital and Andreessen Horowitz.

Note: In December 2023, Adobe and Figma announced that the two parties have entered into a mutual agreement to terminate the merger agreement entered into in September 2022. As Flat never adjusted the value of Figma upwards after the indicative offer, there is no adjustment to the valuation as of Q4 2023.

More info: www.figma.com



LoveLocal

- Digital grocery shopping in India
- CEO & Founder: Akanksha Hazari
- Initial investment: 2021
- Total invested capital¹: 18 030 682 SEK

LoveLocal aims to digitize the 1.1 trillion USD local retail industry in India through its platform that enables local retailers to digitize their stores and thereby streamline their operations through increased insights and better customer relationships.

For customers, the platform means, among other things, that they get an overview of their local supply and can shop more efficiently, whether in person or online. The company's list of owners includes Vulcan Capital and Alumni Ventures Group.

More info: www.lovelocal.in



- Combining physical and digital health centers
- CEO & Co-founder: Johannes Schildt
- Initial investment: 2021
- Total invested capital¹: 10 068 836 SEK

Kry is Europe's largest digital healthcare provider, with the vision to contribute to more equal and accessible healthcare for all.

Since its launch in 2015, Kry's doctors, nurses and psychologists have helped over 7 million patients across Europe. In addition to digital care meetings, Kry also has over 28 physical care centers in Sweden, and is currently also present in the UK, Norway and France.

More info: www.kry.se



- Global fashion search platform
- Co-founder: Chris Morton
- Initial investment: 2021
- Total invested capital¹: 7 540 137 SEK

Lyst was founded on the concept that consumers should be able to efficiently find the fashion they are looking for.

The platform allows you to search through thousands of fashion stores at once, bringing together over eight million products from over 17 000 leading brands and retailers in one place. Lyst is now the largest fashion search platform with over 160 million shoppers per year. The business model is based on a commission on the sales made through the platform. The company's list of owners includes the world's leading luxury brand company LVMH and Balderton Capital.

More info: www.lyst.com

¹ Please note total invested capital is NOT the same as the valuation of our holdings. See note 2 for significant value adjustments during the period.

Brief description of our holdings (4/6)



- Software for productivity infrastructure
- CEO & Co-founder: Gleb Polyakov
- Initial investment: 2021
- Total invested capital¹: 2 100 427 SEK

Nylas has a strong vision to make the world more productive through smarter and better software solutions.

Through the company's various programming interfaces, customers can build integrations with different functions, for smarter and automated workflows. Since its inception, the company has distinguished itself on various prominent lists in the US, including as one of the fastest-growing unlisted companies and as one of the most attractive employers.

More info: www.nylas.com



- Travel planning platform
- CEO & Co-founder: Naren Shaam
- Initial investment: 2015
- Total invested capital¹: 817 662 SEK

With world-leading travel planning company Omio, it facilitates travel planning through its platform, which brings together more than 1 000 travel providers for train, bus, ferry, air and car rental in one place.

The technology has a large amount of data and can present the best travel option according to the customer's search, collecting the tickets on the same platform, and is available in several countries worldwide. The list of owners includes Kinnevik, Temasek and Kleiner Perkins.

More info: www.omio.com



- Material science fashion company
- CEO: Nathalie Longuet
- Initial investment: 2021
- Total invested capital¹: 3 462 156 SEK

Pangaia designs and produces fashion and accessories through the use of innovative technical and biotechnological materials.

The company aims to work sustainably throughout the product life-cycle, including through the use of responsibly produced fabrics and packaging. For example, the company creates vegan leather from grapes, down jackets filled with wildflowers or ink for garment printing from air pollution. Pangaia's goal is to operate a climate-neutral business by 2025, part of its strategy to achieve a fully climate-positive business model.

More info: www.pangaia.com



- AI-conversational search engine
- CEO & Co-founder: Aravind Srinivas
- Initial investment: 2023
- Total invested capital¹: 3 128 760 SEK

Perplexity is an alternative to traditional search engines, where you can directly pose your questions and receive concise, accurate answers backed up by a curated set of sources. It has a conversational interface, contextual awareness and personalization to learn your interests and preferences over time.

Perplexity's mission is to make searching for information online feel like you have a knowledgeable assistant guiding you, it is a powerful productivity and knowledge tool that can help you save time and energy with mundane tasks for a multitude of use cases.

More info: www.perplexity.ai

¹ Please note total invested capital is NOT the same as the valuation of our holdings. See note 2 for significant value adjustments during the period.

Brief description of our holdings (5/6)

Prion

- Platform for preschool activities
- CEO & Co-founder: Fredrika Bernadotte
- Initial investment: 2016
- Total invested capital¹: 1 002 760 SEK

Prion offers a holistic platform for preschool activities.

The platform can be used to efficiently send information to caregivers and document the child's development, and the company supports the preschool curriculum, which means that documentation can be linked to the curriculum objectives. The platform also offers a web-based service through which educators and managers can access statistics, which facilitates monitoring of activities and future planning.

More info: prionapp.com

Quartr

- Digital platform for IR-solutions
- CEO & Co-founder: Sami Osman
- Initial investment: 2022
- Total invested capital¹: 1 140 847 SEK

Quartr is a software company that provides a range of financial services. Millions of private investors, journalists, analysts and fund managers are reached daily with first-hand information on listed companies via Quartr's distribution network.

Quartr provides seamless and easy access to earnings calls, company presentations, searchable transcripts with smooth text-to-audio transitions, reports and financial data.

More info: www.quartr.com

remote

- Global payroll, HR and compliance solution
- CEO & Co-founder: Job van der Voort
- Initial investment: 2022
- Total invested capital¹: 4 883 092 SEK

Remote Technology, Inc. has the vision to simplify the way companies hire and manage global talent. The company's platform provides HR services including payroll systems and ensures compliance with local laws, benefits, taxes and more.

Remote enables companies of all sizes to pay and manage full-time and contract employees around the world. Remote makes it easy to manage international payroll, benefits, taxes, stock options and compliance in over 50 countries.

More info: www.remote.com

steven

- Shared economy platform
- Co-founder: Jens Saltin
- Initial investment: 2017
- Total invested capital¹: 772 123 SEK

Steven is a financial services platform focusing on joint expenditure management. In the Steven app, users create groups where they enter expenses to be shared, for example for a household or a trip with friends.

Debt payments are made through the app, which also keeps track of who has and has not paid. The business model is based on a freemium model where revenues are generated from premium subscriptions, among other things. Steven is growing mainly organically with thousands of new users a month.

Note: Steven announced in September 2023 a takeover bid through the British fintech company Blackthorn Finance. Payment is to be made in cash and equity. The holding in Steven is valued in accordance to the indicated bid.

More info: www.getsteven.com

¹ Please note total invested capital is NOT the same as the valuation of our holdings. See note 2 for significant value adjustments during the period.

Brief description of our holdings (6/6)



- Debt management platform for consumers
- CEO & Co-founder: Ohad Samet
- Initial investment: 2019
- Total invested capital¹: 655 088 SEK

TrueAccord provides a service that enables the efficient collection of debt digitally with the vision of restoring hope and financial stability to those who have lost it.

The service is based on machine learning and has a patented algorithm. Through the platform, debt repayment can be carried out automatically, and over 90 percent of fundraising is done without human interaction.

More info: www.trueaccord.com



- Platform for booking accommodation
- CEO: Cyril Jessua
- Initial investment: 2015
- Total invested capital¹: 659 871 SEK

Uniplaces is an online marketplace for booking accommodation for longer periods.

The platform thus acts as an intermediary for tenants and landlords. Uniplaces has offices in London, Lisbon, Berlin, Barcelona, Madrid and Milan. The business model is based on a commission fixed from the rent due to the landlord.

More info: www.uniplaces.com

¹ Please note total invested capital is NOT the same as the valuation of our holdings. See note 2 for significant value adjustments during the period.

Corporate governance

Flat is a Stockholm-based investment company, whose Class B shares have been listed on Nasdaq First North Growth Market in Stockholm since October 2021. The external framework for corporate governance is the Swedish Companies Act, the Articles of Association and Nasdaq's rules for issuers on the First North Growth Market. The company complies with internal regulations issued by the Board, the most important of which are the Rules of Procedure of the Board, the instructions for the CEO and the company's information and insider policy. The company is not obliged to apply the Swedish Code of Corporate Governance, but does so to the extent that it is economically justifiable given the scope and nature of its operations.

Basics of corporate governance

Flat's corporate governance aims to support the Board and management to ensure that all activities create long-term value for shareholders and other stakeholders. Governance includes the maintenance of:

- An effective organizational structure.
- Risk management and internal control systems
- Transparent internal and external reporting.

Sustainability and ESG

Sustainability is intended to be a significant factor going forward, both in investment decisions and in Flat's internal operations. As the company is generally a passive investor with minority stakes, there is limited opportunity to influence the portfolio companies' work on sustainability factors. Thus, ESG screening will constitute an important component of the investment process, where Flat has the opportunity to be selective and distance itself from investments in companies or industries that do not align with the company's view on sustainability.

Core values and principles

To facilitate decision-making, the company has a set of core values that the Board, management and employees can base their decisions on:

- Investment decisions should maximize long-term returns, but not at the expense of sustainability factors.
- A well-diversified team with different cultures and gender diversity promotes new perspectives and can in turn lead to better profitability, which is also sustainable in the long run.
- Flat works internally on sustainability and seeks portfolio companies that share the same values.

ESG

ESG is an acronym for Environmental, Social and Governance, i.e., issues related to the environment, social responsibility and corporate governance. Flat strongly believes that companies that successfully integrate ESG into their operations can outperform similar companies that operate without ESG, in both the short and long term. By incorporating ESG into their operations, companies can increase the value they create, for example, by reducing costs and improving efficiency. In addition, as the outside world places greater demands on sustainability, it is, in principle, a prerequisite for long-term profitability. To this end, the company has developed a framework for its decision making, based on international ESG standards and guidelines, as well as the company's own positions.

Shareholders and the General Meeting

Shareholders' influence in the company is exercised at the Annual General Meeting (AGM), which is the company's highest decision-making body. At the AGM, each shareholder has the number of votes attached to the class of shares held by him/her.

Flat has two classes of shares; A-shares and B-shares. Class A-shares have a voting value of 10 times the voting value of Class B-shares. At the date of the publication of the Annual Report, the company had 4,259,329 class A-shares and 44,807,712 class B-shares. There is a total of 49,067,041 shares in the company.

The Board

According to Flat's Articles of Association, the Board shall consist of a minimum of three and a maximum of ten members, including the Chairman of the Board. The Board currently consists of four ordinary members, three of whom are independent both from the company and its management and from the company's major shareholders. The company's Board is elected at the Annual General Meeting. The elected Board serves until the next Annual General Meeting. The company does not appoint special committees or committees for audit or remuneration matters; instead, the entire Board is involved in these matters.

The Board shall monitor the activities and actively support the company's development. The Board is composed of individuals with expertise and experience in business development, marketing, investments, finance and capital markets, among others.

The Chairman of the Board ensures that the Board carries out its duties. The Chairman also monitors the activities in dialogue with the CEO and is responsible for ensuring that the other members receive the information necessary for high-quality discussions and decisions. The Chairman is also responsible for evaluating the work of both the Board and the CEO.

Composition of the Board

Name	Role	Independence from largest owner	Independence from management
Sebastian Siemiatkowski	Chairman	No	Yes
Amatury de Poret	Member	Yes	Yes
Dr. Marcelo Carvalho de Andrade	Member	Yes	Yes
Charlotte Runius	Member	Yes	Yes

Our Board

Sebastian Siemiatkowski,
Chairman of the Board



Few people have made as many mistakes as this man. Few have also worked as hard to correct them and learn from them. From Burger King and telemarketing to elderly care and teaching. Serving the customer is his passion. He finally ended up in the banking world, an industry more obsessed with serving itself than its customers. So, together with friends from Stockholm School of Economics, he founded Klarna in 2005 and has been its CEO ever since. Over the years, Klarna has attracted the best and worst investors, and the mistakes and learnings from that, after long discussions with Nina (co-founder of Flat) and Amaury, resulted in Flat.

Holding in Flat:

4 259 329 class A-shares in person and 8 212 121 class B-shares through Double Sunday IV AB

Amaury de Poret,
Executive member of the Board



Amaury is the Swiss-qualified lawyer with some 15 years of experience in private equity and M&A, who co-founded NAXS AB, listed on Nasdaq Stockholm, as well as the investment company Enexis AB. The former focuses on investments in Nordic private equity funds, while the latter focuses on plant-based medical and wellness investments. Previously, Amaury was part of the management team of Terra Capital Investors Ltd, a private equity fund focused on biodiversity-enhancing investments in Latin America. Amaury has also spent 5 years on the board of the Rainforest Alliance, one of the world's leading environmental organizations.

Holding in Flat:

650 000 class B-shares, 91 061 warrants of series 2021/2026:S and 80 194 of series 2023/2026:S

Charlotte Runius,
Member of the Board



With a Master's degree in Industrial Engineering and Management from KTH Royal Institute of Technology, Charlotte is an investor who became a striking entrepreneur. After seven years in the buyout team at international investment company 3i, she chose a new career path. When Charlotte's grandmother passed away, she identified a market opportunity in one of the world's oldest industries. Fenix is a fast growing platform for funeral planning, probates and estate administration. In addition to the board assignment in Fenix Begravning, Charlotte is a board member of STILRIDE and a deputy board member of Milkywire AB. Through her latest project Svenska Naturvinsten, she is revolutionizing the FMCG industry by making sustainable choices profitable for the retailer and easy, fun and accessible for us consumers!

Holding in Flat:

75 000 class B-shares, 91 061 warrants of series 2021/2026:S and 80 194 of series 2023/2026:S

Dr. Marcelo Carvalho de Andrade,
Member of the Board



We have an Olympic rower on our board! With a medical degree from the Universidade Gama Filho in Rio de Janeiro, Marcelo has focused his career on bridging the gap between economic development and social sustainability. Marcelo founded the charity Pro-Natura International, then Terra Capital Investors Ltd, and Earth Capital—the world's largest private equity fund that only focuses on climate and sustainability.

He has been responsible for large-scale projects in sustainable development for both global companies and governments and has participated in BHP Billiton's forum for corporate social responsibility, DuPont's World Wide Biotech Panel, and Procter & Gamble's Sustainability Council.

Holding in Flat:

91 061 warrants of series 2021/2026:S and 80 194 of series 2023/2026:S

Our team

Hanna Andreen (f.d. Wachtmeister),
CEO



This is the world's first Flatist - no one has been with us longer than Hanna. After graduating with a degree in Finance & Economics from Cass Business School and a course in international relations at University of St. Andrews, Hanna joined SEB in London. There she worked on Nordic Equity Sales towards British institutions. In 2017 she moved home to Stockholm and joined SEB's Equity Capital Markets department. Since the summer of 2021, she is Flat's anchor in everyday life and our face outward. In addition to the CEO job, Hanna is a board member of Svenska Nyttobostäder.

Holding in Flat:

153 750 class B-shares, 364 243 warrants of series 2021/2025:A and 322 777 of series 2023/2026:A

Antonio Melani,
CFO

Antonio's experience in finance includes roles as an investment analyst at private equity firm Areim and fund manager NREP. His academic achievements in economics as well as civil engineering include master's degrees from the Stockholm School of Economics and KTH, and bachelor's degrees from Chalmers and the University of Gothenburg. This hybrid background, combined with an intense enthusiasm for entrepreneurship and a willingness to think outside the box, creates a perfect match between Antonio and an agile, slim organization like Flat.



Holding in Flat:

6 000 class B-shares and 322 777 warrants of series 2023/2026:A

Our "AI-colleagues"

- **DeepL**
Head of Translations
 - Working time: 300% (24 hours / day)
 - Salary: c. 80 SEK per month (7.5 USD)
- **ChatGPT**
Head of Communication
 - Working time: 300% (24 hours / day)
 - Salary: c. 100 SEK per month (10 USD)
- **Dall-E**
Art Director
 - Working time: 300% (24 hours / day)
 - Salary: c. 100 SEK per month (10 USD)
- **FigJam**
Head of Creativity
 - Working time: 300% (24 hours / day)
 - Salary: c. 30 SEK per month (3 USD)
- **Perplexity**
Head of Research
 - Working time: 300% (24 hours / day)
 - Salary: c. 200 SEK per month (20 USD)
- **Harvey**
Head of Legal
 - Working time: Consultancy basis
 - Salary: 0 (if required)

Proposals for the Board for the AGM 2024

Re-election is proposed of Sebastian Siemiatkowski, Amaury de Poret, Charlotte Runius and Dr. Marcelo Carvalho de Andrade. Sebastian Siemiatkowski has been proposed to continue as Chairman of the Board.

Information on the Board members proposed for re-election is available on the company's website: www.flatcapital.com

Proposal for fees for the Board

The remuneration of the Board is proposed to remain unchanged at 75,000 SEK to the Chairman of the Board and per Board member per year.

Amaury de Poret is proposed to be remunerated with 125,000 SEK, in his capacity as executive board member.

It is proposed the auditor's fee be paid on an ongoing basis in accordance with an invoice approved by the company.

Internal control

Based on governance documents decided by the Board, the CEO and management are responsible for designing, documenting, maintaining and testing the systems and processes needed to minimize risks in day-to-day operations and financial reporting.

In addition to policy documents, there are also delegation orders, process descriptions, checklists and employee mission statements containing the employee's responsibilities and authorities, as well as standardized reporting procedures.

Information and communication

The Annual Report, financial statements, interim reports and other current information are prepared in accordance with Swedish law and practice.

Information must be transparent and reliable. In order to ensure that the external information to the stock market is correct, and information and insider policy is in place, which regulates how the information is to be provided. The ambition is to create understanding and confidence in the business among owners, investors, analysts and other stakeholders.

Flat provides information to shareholders and other stakeholders through public press releases, year-end and interim reports, the Annual Report and the company's website. To enable Flat's shareholders and stakeholders to follow the business and its development, up-to-date information is published on the company's website on an ongoing basis. Events deemed to have an impact on the share price are announced in press releases.

The share

The share capital at the end of the financial year amounted to 2 453 KSEK (1 604). In 2023, Flat carried out a rights issue that provided the company with 152.9 MSEK before issue costs. Issue costs amounted to 4.1 MSEK. A total of 16,989,332 class B-shares were subscribed for, corresponding to a subscription rate of 110.6 percent. In accordance with the terms of the issue, a directed over-allotment issue was carried out to Dusco AB.

Translated with www.DeepL.com/Translator (free version)

The company's Class B share has been listed on the Nasdaq First North Growth Market since October 20, 2021. The issue price was 10.00 SEK per Class B share. The share price as of December 30, 2023 till 12,02 SEK.

Incentive program

The company has issued a total of 1 519 562 warrants, within four incentive programs. Upon full exercise of all warrants, the number of shares would increase by 1 577 897, which would mean 3,12% in total dilution. Out of the total number of warrants, 1 005 797 warrants are held by the company's management and 513 765 warrants have been issued to members of the Board.

The company has the right, with certain exceptions, to repurchase the warrants if the participants' assignment with the company ends during the defined vesting period or if the participants wish to transfer the warrants. The company's repurchase right expires proportionally to the number of years that have elapsed since the warrants were issued.

Outstanding LTIP:s	Number of warrants	Number of shares*	Subscription price*	Subscription period
2021/2025:A	364 243	382 455	23,8	Nov 2025
2021/2026:S	273 183	286 842	23,8	Nov 2026
2023/2026:A	641 554	660 801	14,0	Jul 2026
2023/2026:S	240 582	247 799	14,0	Jul 2026
Total	1 519 562	1 577 897		

:A relates to stock option plans for key employees

:S relates to stock option plans for members of the Board

* After recalculation for rights issues, in accordance with option conditions.

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The Board's report

The Board and the CEO of Flat Capital AB (publ) 556941-0110 ("Flat") are hereby authorized to present the Annual Report for fiscal year 2023.

The business in general

Flat is an investment company that focuses on companies with prominent entrepreneurs in leading positions. The company was founded in 2013 by Nina and Sebastian Siemiatkowski, where Sebastian is the co-founder and CEO of Klarna Holding AB.

Flat's aim is to simplify and improve the path to successful company building and give more people the opportunity to benefit from shared maximum returns.

Flat stands out in three ways:

- Unique access to proven investment opportunities in prominent companies through our network of world-leading investors and entrepreneurs.
- Focus on genuinely long-term investments.
- Trust in the entrepreneur and our network with whom we co-invest alongside, allowing for passive investments and a low-cost base.

Flat's objective is to maximize long-term returns for its shareholders through growth of the portfolio's net asset value. The companies Flat invests in are generally characterized by relatively high risk.

As of December 31, 2023, the portfolio consists of 22 companies, of which the largest holdings are Instabee Holding AB ("Instabee"), Getir, OpenAI, True Software Scandinavia AB ("Truecaller") and Klarna Holding AB ("Klarna").

Business model & strategy

Flat is an investment company that focuses on growth-stage companies with prominent entrepreneurs in leading positions. The company provides long-term capital to entrepreneur-led companies that may otherwise rely on investors with a shorter time horizon. Flat is essentially a passive minority shareholder, while the company's experience and network are available to the extent the entrepreneur wishes. Investments are made through a global network of world-leading investors and entrepreneurs.

Flat aims to have a well-balanced portfolio over time. New investment opportunities are analyzed on an ongoing basis, and existing portfolio companies can be supported in new financing rounds. Holdings may also be sold if, for example, a market listing is carried out. Flat has the opportunity to invest in a variety of ways, ranging from being involved in creating new companies to investing in already listed companies. Each decision is made based on the assessment of what maximizes long-term shareholder value.

In future investment decisions, sustainability factors such as the environment, social responsibility and ethics will be important to the company.

Significant events in 2023

- During the first quarter, Flat invested approximately 5.4 MSEK in DeepL, a German-based AI company that aims to eliminate language barriers worldwide with the help of artificial intelligence. Through its platform, DeepL offers automatic language translations using AI neural machine learning that can be used via a web browser, mobile app, browser extension or through an integrated API. DeepL primarily monetizes enterprise customers and by upgrading users. Other investors in DeepL include well-known players such as IVP, Atomico and Benchmark.
- During the first quarter, Flat divested all shares in Global-e, which were received as compensation for the divestment of shares in Flow Commerce, at a value of approx. 4.8 MSEK, which gave the initial investment in Flow Commerce a final profit of 15.9 MSEK, since Flat's IPO in 2021. Thus, the investment has given shareholders in Flat a return of approx. 10.4x, corresponding to an average annual return (IRR) of +6,800%, since Flat's IPO.
- During the second quarter, Flat made a new investment in OpenAI, which is behind the ChatGPT platform. The investment amounted to USD 3 million, corresponding to 31,623 KSEK.
- In May, an investment was made in the existing portfolio company Getir, one of the world's leading logistics and technology companies offering hyper-fast deliveries. The investment amounted to USD 2 million, corresponding to 21,108 KSEK.
- On May 4, 2023, Flat's AGM decided to re-elect Sebastian Siemiatkowski, Amaury de Poret, Charlotte Runius and Marcelo Carvalho de Andrade as members of the Board of Directors. Sebastian Siemiatkowski was re-elected as Chairman of the Board.
- During the third quarter, Flat carried out a rights issue that provided the company with 152.9 MSEK before issue costs. Issue costs amounted to 4.1 MSEK. A total of 16,989,332 class B-shares were subscribed for, corresponding to a subscription rate of 110.6 percent. In accordance with the terms of the issue, a directed over-allotment issue was carried out to Dusco AB.
- During the fourth quarter, Flat made an investment of USD 300 thousand, corresponding to approximately 3.1 MSEK in Perplexity AI.

Significant events after the reporting period

- On March 14, Flat confirmed the investment of approximately 10 MSEK in the legal AI company Harvey through a Special Purpose Vehicle ("SPV"). Harvey has quickly become a prominent generative AI platform for the professional services sector such as law and accounting firms with revenues more than tenfold since April 2023. The company completed a capital round in December 2023, together with prominent and prominent investors such as OpenAI Startup Fund, Sequoia Capital, Kleiner Perkins and Elad Gil. Flats' investment through the SPV structure involves market-based management costs.

Results

The operating result amounted to -85 519 KSEK (-71 624). Profit for the year amounted to -83 358 KSEK (-64 648). Of the profit for the year, unrealized changes in value amount to -70 694 KSEK (-90 395). Operating expenses amounted to -7,598 KSEK. (-5,389) and realized changes in value to -7,227 KSEK. See also Note 2 regarding changes in value.

Cash flow and investments

Cash flow from operating activities during the year amounted to -6 567 KSEK (-4 628). Cash flow from investing activities amounted to -56 584 KSEK (-40 769).

Cash flow from financing activities amounted to 149,344 KSEK (73,878) and consisted of cash flow from the new share issue of 148,702 KSEK net of issue costs.

Liquidity and financing

As of December 31, 2023, the company's net cash amounted to 162 351 KSEK (76 159), of which interest-bearing liabilities 0 KSEK (0).

Important risks and uncertainties

Several factors may have a direct or indirect impact on Flat's operations. Risks and uncertainties that are deemed to be significant to the business and its future development are described below, without any particular order of priority or claim to completeness.

Market and valuation risk

Estimates of the fair value of unlisted portfolio companies are complex and are based on observable market data or, in the absence of such data, other valuation techniques at the time of valuation and assumptions about future developments, which may be incorrect and not materialize as expected. There is a risk that fair value estimates are inaccurate and that these values may change materially, which in turn would have a significant impact on Flat's valuations and financial position. The conditions for making accurate assessments may be adversely affected by various external events such as pandemics, wars and general turmoil in the world economy, which may lead to significant changes in interest rates and disruptions to the financial system. These factors may hamper the ability to make accurate assessments and take into account all factors affecting the economy and investments. This may also result in significant changes in valuations and therefore in Flat's results. In addition, the realized gain on an investment may differ materially from the latest estimate of fair value.

Changes in fair value could result in significant changes in the value of Flat's financial assets and income in the form of changes in the value of its securities holdings and Flat's results of operations over different reporting periods, which in turn could have a material adverse effect on Flat's business, financial position and future outlook. Significant changes in the value of individual unlisted holdings can result in significant fluctuations in Flat's total portfolio composition and thus entail a certain concentration risk. Flat intends to have a balanced portfolio over time.

In 2023, the turmoil in the global economy has continued to complicate the valuation of unlisted holdings and increased uncertainty. To reflect this uncertainty, market-related adjustments have been made to several of the portfolio companies.

Liquidity and financing risk

Liquidity risk refers to the risk that a company will not be able to meet its payment obligations. In the event that existing resources do not meet Flat's requirements, Flat may need to seek additional funding. The availability of additional funding depends on a number of factors, such as market conditions, the general availability of credit, the volume of business, the overall availability of credit to the financial services sector, and Flat's creditworthiness and credit capacity.

Disruptions, uncertainty or volatility in the capital and credit markets may also limit Flat's access to the capital necessary to conduct its business. Such market conditions may limit Flat's ability to pay maturing debt in a timely manner, to generate fee income and market-related revenues to meet liquidity needs and to access the capital necessary to grow its business or to fund the operations of Flat's portfolio companies, such as by participating in the raising of capital. As a result, Flat may be forced to defer raising of capital or be forced to bear an unattractive cost of capital, which may reduce Flat's profitability and significantly reduce its financial flexibility. Furthermore, if Flat is unable to participate in the capital raising of its portfolio companies, this may result in dilution, which in turn may have a negative impact on the value of Flat's financial assets and income in the form of changes in the value of the company's securities holdings.

In addition to the above-mentioned aspects regarding liquidity risk, Flat has significant exposure to financial instruments that are not listed on a regulated or active trading platform, i.e. unlisted holdings. Should Flat decide to divest these, considerable additional costs may arise.

If any of the above risks materialize, it could have a substantial adverse effect on Flat's liquidity, business and financial position.

Credit risk

Credit risk is the risk that a counterparty to a transaction will cause a loss to the company by failing to fulfill its contractual obligations. Within Flat's portfolio, credit risk may arise from long-term or short-term borrowings. As of December 31, 2023 Flat had no outstanding loan receivables. For investments in loan receivables, there are no formal restrictions in relation to the creditworthiness of the counterparty. Flat is also exposed to counterparty credit risk on cash and cash equivalents and deposits with banks and financial institutions. For investments in bank accounts, the company primarily uses major credit institutions for which there is relatively low credit risk. In addition, Flat continuously monitors banks' credit ratings. If a counterparty is unable or unwilling to meet its obligations to Flat, this could have a material adverse effect on Flat's business, results of operations and financial position.

Currency risk

Flat has a global investment mandate and is therefore exposed to currency risk arising from various currency exposures, primarily in SEK and USD, but also INR, EUR and GBP. The exchange rates of these and other operating currencies therefore affect, directly or indirectly, the value of investments and any profit distributions. Flat's accounts are prepared in SEK, as this is the accounting currency.

In 2023, exchange rate fluctuations, particularly with regard to the USD, affected the value of the portfolio by -6 224 KSEK. Overall, this means that fluctuations in exchange rates can affect the net holding of the portfolio in various ways that do not necessarily reflect real economic changes in the underlying assets. Exchange rate fluctuations may therefore have a material adverse effect on Flat's exchange rate differences, operations, financial position and results.

Dependence on key personnel

Both Flat and its portfolio companies are partly dependent on their key personnel for their success. Flat's management team consists of two people, and there is consequently a risk that Flat will be significantly affected if one of them leaves the company and the business cannot be conducted as planned. If any of these risks were to materialize, it could have a negative impact on Flat's operations and results.

Future development

Flat's future development depends on the performance of the portfolio companies. The year's negative result is largely due to general market development and valuations of shares in unlisted companies. Flat has the advantage of being long-term in its ownership and sees good opportunities for value creation in both the existing portfolio and in the investment opportunities that arise in a turbulent market.

Group structure

As of December 31, 2023, the company had no active subsidiaries and no associated companies. The company has established a subsidiary in the USA, which may be used for the implementation of future investments.

Personnel

As of December 31, 2023, the company had one employed CEO and one CFO. In addition, the company has no other employees.

Shareholders as of 2023-12-31

Shareholders	No. of A-shares	No. of B-shares	Capital (%)	Votes (%)
Sebastian Siemiatkowski	4 259 329	-	8.7	48.7
Double Sunday IV AB ¹	-	8 212 121	16.7	9.4
Dusco AB	-	5 555 556	11.3	6.4
Nina Siemiatkowski	-	4 750 000	9.7	5.4
AltoCumulus Investment AB	-	3 583 050	7.3	4.1
Lyckebo Noterat AB	-	1 995 555	4.1	2.3
Avanza Pension	-	1 903 730	3.9	2.2
Cicero Fonder	-	1 772 587	3.6	2.0
Nordnet Pensionsförsäkring	-	1 278 452	2.6	1.5
Karolina Tham Von Heidenstam	-	1 111 111	2.3	1.3
Amaury De Poret	-	650 000	1.3	0.7
Other shareholders	-	13 995 550	28.5	16.0
Total	4 259 329	44 807 712	100.0	100.0

¹ Double Sunday IV AB is owned by Sebastian Siemiatkowski, Chairman of the Board.

Five-year overview

KSEK	2023	2022	2021	2020	2019
Change in value of holdings	-77 921	-66 235	79 966	34 115	22 317
Results after financial items	-83 358	-71 332	74 424	33 764	22 041
Equity ratio (%)	99,7%	99,7%	97,9%	91,3%	88,0%

Proposal for profit appropriation

The following retained earnings will be appropriated by the Annual General Meeting:

Retained earnings	96 575 370
Share premium reserve	397 088 346
Result for the year	-83 357 986
Total	410 305 730

The Board and the CEO propose that the retained earnings of 410 305 730 KSEK be carried forward.

Annual General Meeting 2024

The Annual General Meeting 2024 will be held physically on May 5, 2024 at 17:00 at Alma, Nybrogatan 8, 114 36 Stockholm. Shareholders may also exercise their voting rights at the AGM by postal voting in advance in accordance with the provisions of the Articles of Association.

Income statement

KSEK	Not	Full-year 2023	Full-year 2022
Operating income			
Change in value of financial assets	1-2	-77 921	-66 235
Operating expenses			
Personnel costs	3	-4 273	-2 162
Other external costs	4	-3 306	-3 225
Depreciation		-2	-2
Other operating expenses		-17	0
Total operating expenses		-7 598	-5 389
Operating profit		-85 519	-71 624
Profit from financial items			
Income from other securities and receivables that are fixed assets		1 004	0
Exchange rate gains on short-term receivables and investments		-794	264
Interest income on short-term receivables and investments		1 951	28
Total profit from financial items		2 161	292
Profit after financial items		-83 358	-71 332
Taxes	5	0	6 684
Profit for the year		-83 358	-64 648
Earnings per share before dilution, SEK		-2,35	-2,08
Earnings per share after dilution, SEK		-2,35	-2,08
Number of shares outstanding at the end of the period		49 067 041	32 077 709
Average number of shares before dilution		35 450 734	31 125 930
Average number of shares after dilution		35 450 734	31 125 930

Balance sheet

KSEK	Note	31 dec 2023	31 dec 2022
ASSETS			
Fixed assets			
Inventory and tools	6	0	18
Financial fixed assets			
Shares in listed companies	7	18 307	20 871
Shares in unlisted companies	8	231 862	250 659
Other long-term receivables		0	0
Total fixed assets		250 168	271 548
Current assets			
Short-term receivables			
Prepaid expenses and accrued incomer		1 509	111
Total short-term receivables		1 509	111
Cash and cash equivalents		162 351	76 159
Total current assets		163 861	76 270
TOTAL ASSETS		414 029	347 818

KSEK	Not	31 dec 2023	31 dec 2022
EQUITY AND LIABILITIES			
Equity			
Restricted equity			
Share capital		2 453	1 604
Total restricted equity		2 453	1 604
Non-restricted equity			
Share premium reserve		397 088	249 236
Accumulated profit		96 575	160 582
Profit for the year		-83 358	-64 648
Total non-restricted equity		410 305	345 170
Total equity		412 759	346 774
Current liabilities			
Trade payables		425	66
Other liabilities		96	93
Accrued expenses and deferred income		749	886
Total current liabilities		1 270	1 044
TOTAL EQUITY AND LIABILITIES		414 029	347 818

Change in company equity

KSEK	Share capital	Share premium reserve	Accumulated profit/loss	Profit/loss for the year	Total equity
Opening equity (2022-01-01)	1 411	175 551	92 841	67 741	337 544
Results					
Carry-over of previous year's profit/loss			67 741	-67 741	0
Profit for the year				-64 648	-64 648
Transactions with shareholders					
New share issue	193	77 019			77 212
Issuing costs		-3 334			-3 334
Closing equity 2022-12-31	1 604	249 236	160 582	-64 648	346 774
Opening equity 2023-01-01	1 604	249 236	160 582	-64 648	346 774
Results					
Carry-over of previous year's profit/loss			-64 648	64 648	0
Effect of stock option programs			642		642
Profit for the year				- 83 358	-83 358
Transactions with shareholders					
New share issue	849	152 055			152 904
Issuing costs		-4 202			-4 202
Closing equity 2023-12-31	2 453	397 088	96 575	-83 358	412 759

Cash flow statement

KSEK	Not	Full-year 2023	Full-year 2022
Profit after financial items		-83 358	-71 332
Adjustments for items not included in cash flow	9	77 939	66 233
Cash flow from changes in working capital		-1 149	470
Cash flow from operating activities		-6 567	-4 628
Investments in financial assets		-61 414	-54 347
Divestments of financial assets		4 830	13 597
Investments in tangible assets		0	-19
Cash flow from investing activities		-56 584	-40 769
New share issue		152 904	77 212
Issuing costs		-4 202	-3 334
Effect of stock option programs		642	0
Cash flow from financing activities		149 344	73 878
Cash flow for the year		86 192	28 481
Cash and cash equivalents at the beginning of the year		76 159	47 678
Cash and cash equivalents at the end of the year		162 351	76 159

Accounting policies and notes

Note 1 Accounting and valuation principles

General information

The Annual Report has been prepared in accordance with the Annual Accounts Act (1995:1554) and the Swedish Financial Reporting Standards Council's general guidance BFNAR 2012:1 Annual accounts and consolidated accounts (K3). The company does not prepare any consolidated accounts, with reference to the fact that the subsidiary has no active business and that it therefore lacks material significance in accordance with Chapter 7, Section 3 of the Annual Accounts Act.

Financial instruments

Shares in listed and unlisted companies

The company measures its holdings at fair value on an ongoing basis in accordance with Chapter 12, K3 accounting standards. Fair value is the amount for which an asset could be exchanged between knowledgeable, willing parties in an arm's length transaction. Changes in fair value are recognized in the income statement under the heading "Change in value of investments". The holdings referred to are available for sale.

Preferably, the value of the investments is determined according to the market value in terms of quoted prices in an active market. An active market exists when trade is in similar instruments, there are interested buyers and sellers, and price information is widely available. As the company invests mainly in private, unlisted companies, this method is not normally applicable to the unlisted portfolio companies, which means that additional valuation methods need to be used.

If there are no quoted prices in an active market, the fair value is primarily based on recent transactions. If the fair value is based on recent transactions, the valuation is usually retained for 12 months, after which time the company switches to one of the other valuation methods. However, transaction based values are adjusted at each reporting date if the company determines that the fair value has changed.

If the company considers that there have been significant changes since the transaction was carried out, the company estimates fair value using another valuation method instead. These are based primarily on the use of market information, and if this is not feasible, the value is based on company-specific information. The company uses commonly used valuation methods that have been proven in the past to provide reliable estimates of prices.

In shorter periods of time, during significant market movements, the reliability of both quoted and unquoted valuations decreases. For such individual extreme events, adjusting the valuations for general stock market movements may be a more accurate valuation method. Similarly, such significant market movements may in some cases justify a value adjustment for holdings valued under the "Recent valuation" method as a means of reflecting significant changes in the liquid quoted market also in the more illiquid unquoted market.

In 2023, the company's investment portfolio continued to be affected by the turmoil in the global economy and the changing investment climate. This has led to market-related adjustments to several of the portfolio companies. To estimate fair value, a number of factors have been analyzed, of which weighted price development for comparable listed companies and relevant indices have been the main basis for the adjustment.

The fair value of assets is restated at each reporting date. If the range of reasonable fair value estimates is significant, or the probabilities of the estimates are not reasonably estimable, the assets are measured at their most recently reported fair value.

Flat's portfolio companies are typically early stage growth companies. Against this background, it is natural that there are significant variations in the fair value of the portfolio between reporting dates. The company will only report the aggregate value of the holdings, and thus no individual valuation of each holding will be disclosed.

Short-term receivables

Current receivables are recorded as current assets at the amount expected to be collected, less individually assessed doubtful debts.

Loans and trade payables

Loans and trade payables are initially recognized at cost less transaction costs. If the amount recognized differs from the amount to be repaid at maturity, the difference is amortized as an interest expense over the life of the loan using the effective interest rate of the instrument. As a result, at maturity, the amount recognized and the amount to be repaid are the same.

Long-term incentive programmes

Since 2021, there are long-term incentive programmes in the form of warrants. The warrants have been offered in four different programmes, partly to the CEO and key personnel and partly to Board members. Two programs runs since 2021 and 2 programs since 2023. The warrants have been subscribed for at fair value and cash payment of the warrants has been made. In the case of acquisition of warrants by the employee, the payment received is entered against other contributed capital. Upon exercise of the warrants, the share capital is increased by the quota value of each newly issued share and the associated premium is added to other contributed capital.

The company is entitled, with certain exceptions, to repurchase warrants if the participant's assignment in the company is terminated or if the participant wishes to transfer warrants before four years have elapsed since the participant received the warrants. The company's repurchase right expires with respect to one quarter of the warrants each year during the four-year vesting period.

Employee benefits

Short-term remuneration in the company consists of salary, social security contributions and paid holidays. Short-term remuneration is recognised as an expense and a liability when there is a legal or informal obligation to pay remuneration. There are no long-term benefits.

Pension plans are defined as contribution plans.

Tangible fixed assets

Tangible fixed assets are recognised at cost less depreciation. Depreciation takes place over five years.

Corporate income taxes

The company invests mainly in conditional shares. Profits and losses on conditional shares are not taxable. When a holding goes from being unlisted to listed, gains are taxable. A deferred tax is therefore calculated on unrealized changes in value only for quoted holdings. Current expenses are tax deductible, but since the utilization of tax losses is uncertain, no deferred tax asset is recognized on tax loss carryforwards.

Cash flow analysis

The cash flow analysis is prepared using the indirect method. The reported cash flow includes only transactions involving receipts or payments. Cash and cash equivalents include, in addition to cash on hand, available deposits with banks and other credit institutions and short-term liquid investments that are quoted on a marketplace and have a maturity of less than three months from the date of acquisition.

FX-conversion

The company reports in Swedish kronor (SEK). The company values its holdings to their respective functional currency, which is translated quarterly into the company's reporting currency (SEK). Conversions are made at the Riksbank's exchange rates on the last business day of each reporting period.

Key ratio definitions and alternative key ratios

Alternative key ratios are financial measures that are not defined or disclosed in the applicable financial reporting framework. The starting point for the selection of alternative key ratios is that they are used by management and are therefore considered to provide valuable information to shareholders and other stakeholders.

Net asset value (NAV)

The net value of all assets less liabilities, corresponding to the company's equity. Shareholdings are valued at fair value and other assets at cost.

Net Asset Value per share, SEK

Net Asset Value divided by number of shares.

Net cash

Interest-bearing assets and cash and cash equivalents minus interest-bearing liabilities.

Net cash per share

Net cash divided by number of shares.

Operational costs

Total operating costs include personnel costs, other external costs, depreciation and amortisation and other operating costs.

Average Net Asset Value

Net Asset Value at the beginning of the period plus Net Asset Value at the end of the period divided by two.

Operating expenses as a percentage of average Net Asset Value

Operating costs divided by average Net Asset Value.

Note 2 Change in value of financial assets

KSEK	Full-year 2023	Full-year 2022
Unrealized changes in value		
Change in value Instabee	-91 385	91 669
Change in value Getir (incl. FX)	24 620	-3 668
Change in value Klarna	2 221	-80 046
Change in value Truecaller	1 108	-42 545
Change in value other holdings (net)	-7 258	-55 805
Total unrealized change in value	-70 694	-90 395
- of which FX	-6 224	5 253
Realized changes in value	-7 227	24 160
Total change in value of financial assets	-77 921	-66 235

- Instabee: in total, the value of Flat's holding in Instabee since the turn of the year (as of December 31, 2022) has been adjusted by -91 385 KSEK, corresponding to -56%. The total downward adjustment, compared to the value communicated at the merger between Instabox and Budbee, amounts to -132,298 KSEK, approx. -65%. The table below shows the change in NAV if the valuation changes by +/- 20% and 40% respectively.

Sensitivity analysis:	-40%	-20%	0%	+20%	+40%
Change of Flat's value in Instabee					
Total applied change since the merger in Q3 2022	-79%	-72%	-65%	-58%	-51%
Valuation of Flats' holdings in MSEK	43.4	57.8	72.3	86.7	101.2
Change in NAV in MSEK	-28.9	-14.5	-	+14.5	+28.9
Change in NAV per share in SEK	-0.59	-0.29	-	+0.29	+0.59
NAV per share in SEK	7.82	8.12	8.41	8.71	9.00

Note 3 Personnel costs

As of the closing date, the company had two employees: the CEO, who was employed throughout the year, and a CFO. The average number of employees in 2023 amounted to 2.

Salaries, other remuneration and social costs:

KSEK	Full-year 2023	Full-year 2022
Salaries and other remuneration to the CEO	1 213	886
Board fees	300	469
Salaries and other remuneration to other employees	1 681	260
Social security costs	1 008	452
Total	4 202	2 067

Remuneration to the CEO in 2023 has been paid with a fixed salary of 75 KSEK per month, the CEO has been on parental leave during parts of the year, so the salary paid is lower. Of salaries and other remuneration to the CEO, 642 KSEK was a benefit related to the option program and payment to pension insurance of 45 KSEK. Otherwise, no variable remuneration has been agreed. Board fees are paid at 75 KSEK per member.

Incentive programs

The company has issued a total of 1,519,562 warrants, within the framework of four incentive programs. Upon full exercise of all warrants, the number of shares, recalculated after completed issues, would increase by 1,577,897, which would mean 3.12% in total dilution. Of the total number of warrants, 1,005,797 warrants are held by the company's management and 513,765 warrants have been issued to members of the board.

The company has the right, with certain exceptions, to repurchase the warrants if the participants' assignment with the company ends during the defined vesting period or if the participants wish to transfer the warrants. The company's repurchase right expires proportionally to the number of years that have elapsed since the warrants were issued.

Note 4 Other external costs

Elected auditor fees

The audit assignment refers to the examination of the Annual Report and accounting records as well as the Board's and the CEO's administration. The fees relate entirely to Grant Thornton.

KSEK	Full-year 2023	Full-year 2022
Audit assignment	648	214
Other services	107	57
Total	755	271

Note 5 Taxes

KSEK	Full-year 2023	Full-year 2022
Profit before tax	-83 358	-71 332
Tax at current rate (20.6%)	17 171	14 694
Non-taxable income	0	4 977
Non-deductible expenses	-2	-1
Use of previous years' tax losses not previously recognized as an asset	0	0
Uncapitalized loss carry-forwards	-17 169	-19 671
Change in deferred tax liability	0	6 684
Taxes recognized in the income statement	0	6 684

Note 6 Tangible fixed assets

KSEK	2023-12-31	2022-12-31
Opening acquisition values	20	0
Purchases of the year	0	20
Divestments of the year	-20	0
Closing accumulated acquisition values	0	20
Opening depreciation	-2	0
Divestments of the year	4	0
Depreciation for the year	-2	-2
Closing accumulated depreciation	0	-2
Closing carrying values	0	18

Note 7 Shares in listed companies

Shares in listed companies relate to True Software Scandinavia (Truecaller). During the year, all shares in Global-e were sold.

KSEK	2023-12-31	2022-12-31
Opening carrying amounts	20 871	59 745
Reclassification	0	0
Revaluation for the year	1 108	-50 954
Investments for the year	0	12 080
Divestments for the year	-3 672	0
Closing carrying values	18 307	20 871
Accumulated changes in value recognized in the income statement	-1 597	-2 705

Note 8 Shares in unlisted companies

KSEK	2023-12-31	2022-12-31
Opening carrying values	250 659	237 270
Reclassification	-176	0
Revaluation for the year	-80 034	-18 751
Investments	61 413	42 265
Divestments	0	-10 125
Closing carrying values	231 862	250 659
Accumulated changes in value recognized in the income statement	-9 012	73 177

Note 9 Adjustments for items not included in cash flow

KSEK	2023-12-31	2022-12-31
Unrealized changes in value	-70 694	-90 395
Depreciation	2	2
Gain on sale of fixed assets	-7 243	-24 160
Total	-77 939	-66 233

Note 10 Contingent liabilities

The Board has not identified any contingent liabilities.

Note 11 Collateral provided

The Board has not identified any collateral.

Note 12 Related party transactions

Flat sublets an office space from Naccess Partners AB, a company controlled by Amaury de Poret. Amaury de Poret is a board member of Flat and owns approximately 1.3% of the shares in the company. The lease agreement is set on market terms and amounts to approximately 18.75 KSEK per month (24.94), excluding VAT. There were no other significant transactions with related parties during the year, except for salaries and remuneration to management and the Board, which are reported in Note 3.

Note 13 Significant events after the balance sheet date

On March 14, Flat confirmed the investment of approximately 10 MSEK in the legal AI company Harvey through a Special Purpose Vehicle ("SPV"). Harvey has quickly become a prominent generative AI platform for the professional services sector such as law and accounting firms with revenues more than tenfold since April 2023. The company completed a capital round in December 2023, together with prominent and prominent investors such as OpenAI Startup Fund, Sequoia Capital, Kleiner Perkins and Elad Gil. Flats' investment through the SPV structure involves market-based management costs.

Disclaimer

This is a non-official translation of the Swedish original text. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

Stockholm 2024-03-22

Sebastian Siemiatkowski
Chairman of the Board

Amaury de Poret
Executive member of the Board

Charlotte Runius
Member of the Board

Dr. Marcelo Carvalho de Andrade
Member of the Board

Hanna Wachtmeister
CEO

Our audit report was submitted 2024-03-22
Grant Thornton Sweden AB

Carl-Johan Regell
Certified Public Accountant



Auditor's report

N.B. The English text is a translation of the official version in Swedish. In the event of any conflict between the Swedish and English version, the Swedish shall prevail.

To the general meeting of the shareholders of Flat Capital AB (publ)

Corporate identity number 556941 - 0110

Report on the annual accounts

Opinions

We have audited the annual accounts of Flat Capital AB (publ) for the year 2023.

The annual accounts of the company are included on pages 19 - 31 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 Flat Capital AB (publ) as of 31 December 2023 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The statutory administration report is consistent with the other parts of the annual accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet.

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 Flat Capital 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 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 and the Managing Director are responsible for the preparation of the annual accounts and that they give a fair presentation in accordance with the Annual Accounts Act. 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 that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, The Board of Directors and the Managing Director are responsible for the assessment of the company'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.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual 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.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the company's internal control relevant to our audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors and the Managing Director.
- Conclude on the appropriateness of the Board of Directors' and the Managing Director's use of the going concern basis of accounting in preparing the annual accounts. We also draw a conclusion, based on the audit evidence obtained, as to whether any material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion about the annual accounts.
- Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

We must inform the Board of Directors of, among other matters, the planned scope and timing of the audit. We must also inform of significant audit findings during our audit, including any significant deficiencies in internal control that we identified.

Report on other legal and regulatory requirements

Opinions

In addition to our audit of the annual accounts, we have also audited the administration of the Board of Directors and the Managing Director of Flat Capital AB (publ) for the year 2023 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory



administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the *Auditor's Responsibilities* section. We are independent of Flat Capital 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 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 type of operations, size and risks place on the size of the company's 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 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.

As part of an audit in accordance with generally accepted auditing standards in Sweden, we exercise professional judgment and maintain professional skepticism throughout the audit. The examination of the administration and the proposed appropriations of the company's profit or loss is based primarily on the audit of the accounts. Additional audit procedures performed are based on our professional judgment with starting point in risk and materiality. This means that we focus the examination on such actions, areas and relationships that are material for the operations and where deviations and violations would have particular importance for the company's situation. We examine and test decisions undertaken, support for decisions, actions taken and other circumstances that are relevant to our opinion concerning discharge from liability.

As a basis for our opinion on the Board of Directors' proposed appropriations of the company's profit or loss we examined whether the proposal is in accordance with the Companies Act.

Stockholm the 22 March 2024,
Grant Thornton Sweden AB

Carl-Johan Regell
Authorised Public Accountant

FLAT

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