

# Half-Year Review

January–June 2025

Fortaco Group Holdco Plc



**FORTACO**

## Half-Year Review January–June 2025

Unaudited, IFRS

**Operational improvement programme progressing and market start to pick-up, profitability negatively impacted by ramp-up of operations in one unit**

### Financial highlights: April–June 2025

Unless stated otherwise, comparison figures in parentheses refer to the corresponding period in the previous year.

#### Reported financials

- Order intake was EUR 97.8 (97.6) million.
- Net sales were EUR 89.1 (101.0) million. Net sales decreased due to generally soft market environment and divestments completed after the comparison period.
- Recurring EBITDA was EUR 4.7 (6.5) million, i.e. 5.3 (6.5) per cent of net sales.
- EBITDA was EUR 3.8 (2.8) million, i.e. 4.3 (2.8) per cent of net sales.
- Ramp-up costs impacting EBITDA in Gliwice, Poland, amounted to EUR 1.9 million during the period. Recurring EBITDA excluding ramp-up costs in Gliwice amounted to EUR 6.6 million, i.e. 7.4 per cent of net sales.

#### Financials excluding divested businesses

*Note: The financials presented below are based on the “New Fortaco” scope, i.e. excluding the marine, energy and heavy project businesses in Jászberény, Hungary and Kalajoki & Sepänkylä, Finland, which have been divested during 2024 as well as the marine and energy business in Gruza, Serbia, divested in 2025.*

- Order intake was EUR 96.5 (90.0) million.
- Net sales were EUR 88.4 (92.0) million. Net sales decreased somewhat due to soft general market environment.
- Recurring EBITDA was EUR 4.7 (7.1) million, i.e. 5.3 (7.7) per cent of net sales.
- EBITDA was EUR 3.8 (2.8) million, i.e. 4.3 (3.0) per cent of net sales.
- Ramp-up costs impacting EBITDA in Gliwice, Poland, amounted to EUR 1.9 million during the period. Recurring EBITDA excluding ramp-up costs in Gliwice amounted to EUR 6.6 million, i.e. 7.5 per cent of net sales.

## Financial highlights: January–June 2025

### Reported financials

- Order intake was EUR 191.1 (205.4) million.
- Net sales were EUR 171.4 (206.8) million. Net sales decreased due to continued soft market environment especially during the beginning of the year and divestments completed after the comparison period.
- Recurring EBITDA was EUR 5.9 (11.1) million, e.g. 3.4 (5.3) per cent of net sales.
- EBITDA was EUR 4.1 (6.1) million, e.g. 2.4 (2.9) per cent of net sales.
- Ramp-up costs impacting EBITDA in Gliwice, Poland, amounted to EUR 3.5 million during the period. Recurring EBITDA, excluding ramp-up costs in Gliwice amounted to EUR 9.4 million, i.e. 5.5 per cent of net sales.

### Financials excluding divested businesses

*Note: The financials presented below are based on the “New Fortaco” scope, i.e. excluding the marine, energy and heavy project businesses in Jászberény, Hungary and Kalajoki & Sepänkylä, Finland, which have been divested during 2024 as well as the marine and energy business in Gruza, Serbia, divested in 2025.*

- Order intake was EUR 187.8 (187.5) million.
- Net sales were EUR 169.3 (188.7) million. Net sales decreased due to continued soft market environment especially during the beginning of the year.
- Recurring EBITDA was EUR 6.1 (12.5) million, i.e. 3.6 (6.6) per cent of net sales.
- EBITDA was EUR 4.3 (7.0) million, i.e. 2.6 (3.7) per cent of net sales.
- Ramp-up costs impacting EBITDA in Gliwice, Poland, amounted to EUR 3.5 million during the period. Recurring EBITDA excluding ramp-up costs in Gliwice amounted to EUR 9.7 million, i.e. 5.7 per cent of net sales.

## Operational highlights

- Group-wide performance improvement program focused on identifying and executing both profitability and cashflow improvement opportunities continued with full focus and is expected to deliver results as planned as year 2025 progresses.
- Structural investments in Narva (Estonia), Holic (Slovakia) and Gliwice (Poland) were completed, and operations were started. The start-up and ramp-up phase of the Gliwice investment is impacting profitability negatively in 2025.

- On 23 May 2025, Fortaco Oy, a subsidiary of Fortaco Group Holdco Plc, signed an agreement on the sale of its Serbian subsidiary and its marine and energy business in Gruza, to Entec Evotec AS. The transaction was completed on 11 June 2025.
- Fortaco completed the reorganisation of its financing, including the extension of the maturity of the bond debt by two years, EUR 20 million of new equity to further strengthen the balance sheet and the liquidity position, other favourable amendments to the terms and conditions of the bond contributing to cash-flow improvements in 2025 and 2026 as well as extending the maturity of the EUR 7.5 million super senior revolving credit facility by two years.

## Key figures

### Fortaco Group's key financials

EUR million unless otherwise noted	4–6/25	4–6/24	1–6/25	1–6/24	1–12/24	Last 12 months
Net sales	89.1	101.0	171.4	206.8	356.5	321.0
EBITDA	3.8	2.8	4.1	6.1	7.6	5.6
% of net sales	4.3%	2.8%	2.4%	2.9%	2.1%	1.7%
EBITA	-0.3	-0.7	-4.0	-1.3	-7.4	-10.1
% of net sales	-0.4%	-0.7%	-2.3%	-0.6%	-2.1%	-3.1%
Non-recurring items	0.9	3.7	1.8	5.0	11.1	7.9
Recurring EBITDA	4.7	6.5	5.9	11.1	18.6	13.4
% of net sales	5.3 %	6.5%	3.4%	5.3%	5.2%	4.2 %
Recurring EBITA	0.6	3.0	-2.2	3.7	3.7	-2.2
% of net sales	0.6%	2.9%	-1.3 %	1.8%	1.0%	-0.7%
<b>Financial position</b>						
Return on Capital Employed % (ROCE)	1.0%	5.0%	-1.9%	3.1%	1.6%	-0.9%
Equity ratio %	12.8%	19.3%	12.8%	19.3%	12.7%	12.8%
Net debt	134.6	102.7	134.6	102.7	150.0	134.6
Net gearing %	333.5%	166.5%	333.5%	166.5%	384.9%	333.5%
Net debt / last 12 months recurring EBITDA	10.0x	5.5x	10.0x	5.5x	8.1x	10.0x

## Guidance for 2025 (specified)

Fortaco estimates that its net sales will be in a range of EUR 335–350 (332, excluding divested businesses) million and recurring EBITDA in a range of EUR 20–23 million in 2025 (EUR 20 million excluding divested businesses). On an LTM basis (excluding divested businesses), net sales is estimated to be in a range of EUR 323–338 million for Q3/2025.

Net sales of the comparison period has been specified to be EUR 332 million (previously EUR 338 million) due to the divestment of the marine and energy business in Gruza.

## President & CEO Mika Mahlberg's comments

In the second quarter of 2025, the market situation remained challenging. As expected, our comparable revenue for the quarter was below the level of the comparison period and amounted to EUR 88.4 million (92.0). However, our comparable order intake increased by approximately 7 per cent compared with the second quarter of last year and by 6 per cent from the first quarter of this year.

Operational profitability declined from the comparison period. Our comparable EBITDA, excluding items affecting comparability, was EUR 4.7 million (7.1), representing 5.3 (7.7) per cent of revenue. The result was significantly burdened by the ongoing ramp-up measures at the Gliwice Business Site in Poland, the costs of which will continue to impact profitability during the remainder of the year. The turnaround process at the Breitenau, Austria business unit, which is progressing as planned, also continued to affect the result.

Although comparable revenue and EBITDA remained below the level of the comparison period, the gap was smaller than in the first quarter of the year, and we take a cautiously positive view of the remainder of the year. We are increasing production capacity at several plants to meet customer demand. Sales development is encouraging, and we see new, tangible opportunities in the market related to the long-term outsourcing trend. We have lately secured several new customers, which are currently ramping up. Fortaco is committed to delivering the highest quality, reliability of supply and flexibility in its industry, thereby supporting its customers' profitable growth across different market cycles. We believe these factors will become increasingly important as volumes return to growth.

Fortaco's performance improvement programme, Fortaco 25, had a positive impact on second-quarter profitability and partly offset the cost effects of the ramp-up operations in Gliwice. The programme is progressing according to the plan, and we are pleased with the positive impacts it has delivered on both result and cash flow. We will continue to focus on improving the profitability of our core business and strengthening our cash flow.

## Positive market signals, but US tariff policy creates uncertainty

Despite the positive signs observed in some of Fortaco's customer segments, the market does not yet show signs of broad-based recovery, although conditions in the mining and defense equipment industries remain favourable. United States trade policy continues to create significant uncertainty and reduces the predictability of market developments. At present, US tariffs have no material direct impact on Fortaco's business, as both direct and indirect exports to the United States are limited and the business is primarily focused on Europe.

## Our balance sheet strengthened significantly

Our balance sheet and liquidity strengthened significantly in May, when the company's principal shareholder made an equity investment of EUR 20 million in the company, and amendments were made to the terms and conditions of our bond to strengthen cash flow. As a result of these measures, we are well positioned to implement our strategy and grow together with our customers when market conditions improve.

In June, we sold our Serbian subsidiary and the business unit located in Gruza, which focused on the marine and energy industries, to the Norwegian Entec Evotec AS. The sale of the Gruza Business Site was the final step in the strategic review of the company's marine, energy and heavy project businesses, which has now been completed. The sale of the subsidiary will have no material impact on Fortaco's revenue or profit this year.



## Developing our climate targets and sustainability reporting

In the first half of 2025, we advanced key elements of our sustainability agenda. A project was launched to define science-based climate targets and outline our transition plans. We also explored ways to improve product-level emission calculations and identified further opportunities to decarbonise our Scope 1–3 emissions.

We follow closely the development of EU regulations and the Omnibus proposal. We have gathered stakeholder feedback, benchmarking data, and insights to develop our reporting and processes further. We also integrated material sustainability topics more deeply into our business processes, reinforcing our commitment to long-term value creation and climate resilience.

Fortaco's personnel have done excellent work to improve our profitability and to meet the needs of our customers, and I would like to thank all Fortaco employees for their strong commitment. I also wish to thank our partners for their smooth cooperation, as well as our customers and principal shareholder for their continued trust.

## Operating environment and market overview

The operating environment during the first half of 2025 was characterised by challenging prevailing market conditions, as expected, especially during the first quarter of the year. Hence the main focus of Fortaco continued to be the deployment of a group-wide performance improvement programme focused on identifying and executing profitability and cash-flow improvement measures.

Though Fortaco started to see positive signs of market recovery as the review period progressed, the overall prevailing market conditions remained challenging also during the latter part of the review period. Expectations of general improvement of the market were also negatively impacted by uncertainties caused by the US trade policy during the review period. The operating environment is also characterised by large differences in the demand and outlook between different industry segments. Whereas the mining and defence segments were having reasonably good demand with further growth in sight, demand was weak in the agriculture and construction segments. Despite uncertainties, many of Fortaco's listed customers reported increasing order intake figures compared to the corresponding period last year. This is one indicator of gradually improving overall market sentiment.

## Fortaco Group's financial performance

### April–June 2025

In the second quarter, Fortaco Group's order intake was EUR 97.8 (97.6) million. Net sales decreased 12 per cent year on year and amounted to EUR 89.1 (101.0) million. Net sales decreased due to generally soft market environment and divestments completed after the comparison period.

The Group's recurring EBITDA was EUR 4.7 (6.5) million or 5.3 (6.5) per cent of net sales. The decrease was primarily driven soft market environment and the cost of ramping up new operations in Gliwice, Poland.

Non-recurring items during the review period totalled EUR 0.9 (3.7) million. The amount of non-recurring items was primarily driven by external costs related to the turnaround programme in Breitenau, Austria, as well as restructuring and performance improvement programme costs. EBITDA was EUR 3.8 (2.8) million or 4.3 (2.8) per cent of net sales. EBITA was EUR -0.3 (-0.7) million or -0.4 (-0.7) per cent of net sales, and net income was EUR -8.5 (-10.7) million. Earnings per share were EUR -8.5 (-10.7).

## January–June 2025

In January–June 2025, Fortaco Group's order intake was EUR 191.1 (205.4) million. Net sales decreased 17 per cent year on year and amounted to EUR 171.4 (206.8) million. Net sales decreased due to generally soft market environment and divestments completed after the comparison period. On an LTM basis (last 12 months, excluding divested businesses), Fortaco Group's net sales were EUR 312.9 million at the end of June 2025.

The Group's recurring EBITDA was EUR 5.9 (11.1) million or 3.4 (5.3) per cent of net sales, a decrease of 47 per cent from the comparison period. The decrease in recurring EBITDA was driven primarily by the costs of ramping up operations in Gliwice, Poland, as well as lower net sales.

Non-recurring items impacting EBITDA during the reporting period totalled EUR 1.8 (5.0) million. The amount of non-recurring items was clearly lower than during the comparison period, and was driven by costs related to the turnaround programme in Breitenau as well as restructuring and performance improvement costs. EBITDA was EUR 4.1 (6.1) million or 2.4 (2.9) per cent of net sales.

EBITA was EUR -4.0 (-1.3) million or -2.3 (-0.6) per cent of net sales. The decrease in EBITA was driven by lower recurring EBITDA. Net income for the reporting period was EUR -19.2 (-28.0) million. Net income included impairments related to the divestments amounting to EUR 0.6 (6.8) million and translation differences related to divestments of EUR 0.0 (3.1) million. Earnings per share were EUR -19.2 (-28.0).

On 30 June 2025, the Group's consolidated balance sheet amounted to EUR 314.5 (319.6) million. Cash and cash equivalents amounted to EUR 43.3 (51.0) million. Equity ratio was 12.8 (19.3) per cent, including the subordinated shareholder loan of EUR 6.8 (5.9) million treated as an equity-like instrument. Net gearing was 333.5 (166.5) per cent.

## Financing

On 2 April 2025, Fortaco announced that it would initiate a written procedure with respect to its senior secured bonds. The written procedure regarded certain amendments to the terms and conditions of the company's bonds, including an extension of the tenor by two years, amending the interest rate during 2025 and 2026, introducing the option to make voluntary partial redemptions of up to EUR 20 million at a price of 101 per cent, together with certain other amendments.

On 17 April 2025, Fortaco announced having successfully completed the written procedure in relation to the company's outstanding senior secured bonds.

On 7 May 2025, Fortaco announced that the EUR 20 million equity contribution had been made, and other conditions precedent had been satisfied and that the amendments approved in the written procedure had become effective.

On 27 May 2025, Fortaco signed an agreement to extend the maturity of EUR 7.5 million super senior revolving credit facility with two years. The new maturity of the facility is June 2027.

## Changes in the Group structure

On 23 May 2025, Fortaco announced that it had sold its Serbian subsidiary and its maritime and energy business unit in Gruza, Serbia, to the Norwegian company Entec Evotec AS. The divestment of the Gruza business unit was the final step in the strategic evaluation of the marine, energy and heavy project businesses. The transaction was completed on 11 June 2025, after which the unit has not been part of the Fortaco Group.

## Personnel and management

In January–June 2025, average number of personnel employed was 2,238 (2,694). On 30 June 2025, the number of personnel was 2,212 (2,431).

### Group Leadership Team

On 30 June 2025, Fortaco Group's Leadership Team members were Mika Mahlberg, President & CEO; Kimmo Raunio, Senior Executive Vice President & CFO; Agnieszka Koziara, Senior Vice President People & HR; Gustav Svård, Senior Vice President, Group Sourcing & IT; Mikael Persson, Customer & Business Development; and Rafal Sornek, Senior Vice President, Technology & Zero Emissions.

After the review period, as of 1 July 2025, Michael Volz was appointed as Senior Vice President, Sales and Marketing, replacing Mikael Persson, who will continue as a senior advisor until the end of 2025.

### Board of Directors

On 30 June 2025, the members of the Board of Directors were member of the Board Mika Mahlberg and deputy member Kimmo Raunio.

### Supervisory Board

On 30 June 2025, the members of Fortaco Group's Supervisory Board were Panu Routila, Chairman, and Lars Hellberg, Marc Lindhorst, Sebastian Schatton and Markus Sjöholm as members. David Pfeifer served as Board observer.

## Shares and shareholders

The parent company of the Group, Fortaco Group Holdco Plc, has one type of share with one vote per share. The company has in total 1,000 shares, and all shares carry an equal right to dividends and company assets. On 30 June 2025, 100 per cent of the shares in Fortaco Group Holdco Plc were owned by OEP 81 B.V., which is a fund managed by One Equity Partners.

## Annual General Meeting and Board authorisations

On 23 June 2025, Fortaco Group Holdco Plc's sole shareholder OEP 81 B.V. made decisions in matters falling under the competence of the Annual General Meeting in accordance with Chapter 5, Section 1(2) of the Finnish Companies Act (624/2006, as amended) without convening an Annual General Meeting. OEP 81 B.V. adopted the company's financial statements for the financial year from 1 January 2024 to 31 December 2024 and discharged the members of the Supervisory Board and the Board of Directors and the company's CEO from liability for the financial year of 2024.

### Use of the profit shown on the balance sheet and the distribution of the profit

In accordance with the recommendation of the Supervisory Board and the proposal of the Board of Directors, it was resolved to approve that the result of the financial year is transferred to the profit and loss account for the previous years and that no dividend shall be distributed.



## Number of members of the Supervisory Board, their election and remuneration

It was resolved that the number of ordinary members of the Supervisory Board shall be five. Panu Routila (Chair), Lars Hellberg, Marc Lindhorst, Markus Sjöholm and Sebastian Schatton were re-elected in the Supervisory Board of the company.

It was resolved that the members of the Supervisory Board shall be remunerated as follows:

- Panu Routila shall be paid an annual fee of EUR 52,800 in monthly instalments and
- Markus Sjöholm shall be paid an annual fee of EUR 40,000 in monthly instalments.

Other members of the Supervisory Board shall not be remunerated.

## Number of members of the Board of Directors, their election and remuneration

It was resolved that the number of members of the Board of Directors shall be one ordinary member and one deputy member. Mika Mahlerg was re-elected as an ordinary member and Kimmo Raunio as a deputy member of the Board of Directors. The members of the Board of Directors shall not be remunerated.

## Election of auditor and their remuneration

It was resolved to re-elect Authorized Public Accountant Firm Ernst & Young Oy as the auditor of the company and as the sustainability auditor for the financial year of 2025. Certified public accountant Anders Svernas was re-elected as the auditor with principal responsibility. It was resolved that the auditor shall be paid reasonable remuneration in accordance with the invoice approved by the company.

## Risks and uncertainties

Fortaco follows and categorises its risks based on the following categories, under which each individual risk is evaluated based on probability and business impact:

- Strategic risks
- Financial risks
- Operational risks
- Cyber- and technological risks
- Regulatory risks

Fortaco seeks to protect itself against risk in these categories by utilising the Fortaco Group Risk Management approach, which is based on three lines of defence—governing body, management, and internal audit—combined with proper analysis and reporting tools. A broader description of the company's risk management practices is available on the company's website.

Direct impacts stemming from the crisis in Ukraine are and have been very limited for Fortaco. Fortaco does not have and has not had any net sales in either Russia or Ukraine. Also, customers' exposure to orders from Russia and Ukraine has been limited, with a few exceptions. However, the crisis has resulted in increasing geopolitical tensions and uncertainty about the development of the global economy, and has fuelled overall inflation, resulting in increased risk related to overall market demand and costs of production. Also, the availability of key commodities, such as electricity, may still be negatively impacted.

Fortaco operates in sectors which, to a large extent, are affected by macroeconomic factors. Economic downturns and the uncertainty of the international financial markets have adverse impacts on the global economy and may cause a decreased demand for Fortaco's products and services.

Fortaco is currently undergoing a period of several strategic investments in Slovakia, Poland, and Estonia. The investment programmes request continued availability of financing and cash-flows so that investments can be properly implemented and ramped up. As part of the overall financing structure, Fortaco sells its receivables based on a non-recourse basis factoring programme. Continued availability of such financing is imperative for the Fortaco Group. Also, continued good payment terms from suppliers and availability of credit risk limits from credit insurance companies are imperative to secure the cash flow generation.

Other key risks which might negatively impact Fortaco are, for example, availability of employees, security of systems and devices, inflationary cost environment, risks related to the extensive business development programme, project business related risks originating especially from projects within the defence business, defence business compliance risks, and current overall economic uncertainties.

Additional information on the identified key risks is available in the bond prospectus materials published in 2024 and available on the company's website.

## Events after the review period

No significant events have occurred after the end of the review period.

## Financial reporting in 2025

In 2025, Fortaco publishes the following financial reports:

Business Review January–September 2025 on Wednesday 26 November 2025

Fortaco Group Holdco Plc  
Board of Directors

## Further information

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## Distribution

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## Fortaco Group

Fortaco is the leading full-solution provider for OEMs in the off-highway equipment industries. Pioneering the design and production of assemblies, cabins, steel fabrications, and zero emission solutions, we offer cutting-edge technology for enhanced productivity. We empower off-highway machines to use fossil-free steel and our customers to optimize their operations and move towards a greener future. Fortaco Group has operations in multiple European and Asian business sites and technology hubs, which support our global customers. [www.fortacogroup.com](https://www.fortacogroup.com)

## Financial information

Unless otherwise stated, comparison figures in brackets refer to the corresponding period of the previous year.

### Part corresponding to IAS 34

## Consolidated statement of comprehensive income

EUR 1,000	Note	1.4.–30.6.2025	1.4.–30.6.2024	1.1.–30.6.2025	1.1.–30.6.2024	1.1.–31.12.2024
<b>NET SALES</b>	<b>3</b>	<b>89,077</b>	<b>100,993</b>	<b>171,367</b>	<b>206,801</b>	<b>356,471</b>
Other operating income		384	346	538	729	2,994
Work performed for own purposes and capitalised		69	87	68	147	469
Materials and services		-49,819	-57,728	-96,518	-121,024	-205,670
Employee benefit expenses		-26,705	-29,038	-52,929	-58,079	-103,907
Other operating expenses		-9,215	-11,826	-18,452	-22,505	-42,804
Depreciation, amortisation and impairments		-6,251	-5,218	-11,643	-19,966	-31,740
<b>OPERATING PROFIT (LOSS)</b>		<b>-2,459</b>	<b>-2,385</b>	<b>-7,568</b>	<b>-13,897</b>	<b>-24,187</b>
Finance income		555	569	1,145	1,341	3,214
Finance costs		-6,597	-9,017	-13,279	-15,448	-27,455
<b>PROFIT (LOSS) BEFORE INCOME TAX</b>		<b>-8,501</b>	<b>-10,832</b>	<b>-19,702</b>	<b>-28,005</b>	<b>-48,428</b>
Income tax		47	145	536	3	-111
<b>PROFIT (LOSS) FOR THE PERIOD</b>		<b>-8,453</b>	<b>-10,687</b>	<b>-19,165</b>	<b>-28,002</b>	<b>-48,538</b>
<b>Other comprehensive income</b>						
<b>Items that will never be reclassified to profit or loss</b>						
Actuarial gains / losses from defined benefit plans			25		50	-55
<b>Total items that will never be reclassified to profit or loss, net of tax</b>			<b>25</b>		<b>50</b>	<b>-55</b>
<b>Items that may be subsequently reclassified to profit or loss</b>						
Translation differences		-251	2,527	207	2,652	215
<b>Total items that may be subsequently reclassified to profit or loss, net of tax</b>		<b>-251</b>	<b>2,257</b>	<b>207</b>	<b>2,652</b>	<b>215</b>
<b>Other comprehensive income, net of tax</b>		<b>-251</b>	<b>2,552</b>	<b>207</b>	<b>2,702</b>	<b>160</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>		<b>-8,704</b>	<b>-8,135</b>	<b>-18,958</b>	<b>-25,300</b>	<b>-48,378</b>
<b>Profit (loss) for the period attributable to</b>						
Owners of the parent company		-8,453	-10,690	-19,165	-28,001	-48,536
Non-controlling interests			4		-1	-3
<b>Profit (loss) for the period</b>		<b>-8,453</b>	<b>-10,687</b>	<b>-19,165</b>	<b>-28,002</b>	<b>-48,538</b>

## Total comprehensive income for the period attributable to

Owners of the parent company	-8,704	-8,139	-18,958	-25,300	-48,377
Non-controlling interests		4		0	-2
Total comprehensive income for the period	-8,704	-8,135	-18,958	-25,300	-48,378

## Earnings per share for profit attributable to the ordinary equity holders of the parent company, EUR

Earnings per share, basic and diluted, EUR	7	-8.5	-10.7	-19.2	-28.0	-48.5
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## Consolidated statement of financial position

EUR 1,000	Note	30.6.2025	30.6.2024	31.12.2024
<b>ASSETS</b>				
<b>NON-CURRENT ASSETS</b>				
Intangible assets	5	44,282	49,224	47,043
Goodwill	5	20,972	20,976	20,976
Property, plant and equipment	4	77,571	92,552	87,028
Right-of-use assets	6	52,854	15,977	47,152
Trade, other receivables and financial assets	8	5,977	1,752	5,682
Receivables from defined benefit plan		681	629	681
Deferred tax assets		4,809	5,403	4,805
<b>TOTAL NON-CURRENT ASSETS</b>		<b>207,146</b>	<b>186,513</b>	<b>213,366</b>
<b>CURRENT ASSETS</b>				
Inventories		41,842	39,684	37,683
Trade and other receivables	8	20,428	38,092	20,480
Contract assets			179	
Income tax assets		776	1,178	1,695
Cash and cash equivalents	8	43,316	50,989	32,034
<b>TOTAL CURRENT ASSETS</b>		<b>106,362</b>	<b>130,122</b>	<b>91,892</b>
<b>ASSETS HELD FOR SALE</b>	<b>10</b>	<b>1,000</b>	<b>2,941</b>	<b>1,000</b>
<b>TOTAL ASSETS</b>		<b>314,508</b>	<b>319,575</b>	<b>306,258</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity attributable to owners of the parent company</b>				
Share capital	7	80	80	80
Invested unrestricted equity capital	7	125,178	105,178	105,178
Translation differences		2,948	5,178	2,741
Retained earnings		-94,633	-54,707	-75,467
<b>Total equity attributable to owners of the parent company</b>		<b>33,573</b>	<b>55,728</b>	<b>32,531</b>
<b>Non-controlling interests</b>			<b>103</b>	
<b>TOTAL EQUITY</b>		<b>33,573</b>	<b>55,831</b>	<b>32,531</b>

## NON-CURRENT LIABILITIES

Deferred tax liabilities		17,368	18,392	17,895
Borrowings	8	127,194	133,049	127,394
Borrowings from related parties	8	6,771	5,858	6,441
Other liabilities	8	5,921	5,489	5,372
Lease liabilities	8	39,858	12,608	37,175
Provisions		1,011	1,182	1,494
Liabilities from defined benefit plan		2,997	3,607	3,003
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>201,119</b>	<b>180,183</b>	<b>200,149</b>

## CURRENT LIABILITIES

Borrowings	8	1,405	1,478	6,881
Trade and other payables	8	70,169	76,321	59,496
Lease liabilities	8	6,426	3,690	7,581
Provisions		1,153	974	860
Contract liabilities			107	
Income tax liabilities		663	50	203
<b>TOTAL CURRENT LIABILITIES</b>		<b>79,816</b>	<b>82,620</b>	<b>73,578</b>

## LIABILITIES DIRECTLY ASSOCIATED WITH ASSETS HELD FOR SALE

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941

<b>TOTAL LIABILITIES</b>		<b>280,935</b>	<b>263,744</b>	<b>273,728</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>314,508</b>	<b>319,575</b>	<b>306,258</b>

## Consolidated statement of cash flow

EUR 1,000	1.4.–30.6.2025	1.4.– 30.6.2024	1.1.–30.6.2025	1.1.– 30.6.2024	1.1.–31.12.2024
<b>Cash flow from operating activities</b>					
<b>PROFIT (LOSS) FOR THE PERIOD</b>	<b>-8,453</b>	<b>-10,687</b>	<b>-19,165</b>	<b>-28,002</b>	<b>-48,538</b>
Depreciation, amortisation and impairments	6,251	5,218	11,643	19,966	31,740
Gains and losses on sale of property, plant and equipment and other non-current assets	40	1,060	28	1,085	439
Share of profit accounted for using the equity method					
Financial income and expenses	6,047	8,421	12,142	14,226	24,333
Income tax	-47	-145	-536	-3	111
Other adjustments	-184	2,851	-181	1,618	904
<b>Change in working capital</b>					
Increase / decrease in inventories	-5,496	-2,160	-6,101	3,678	5,957
Increase / decrease in trade and other receivables	1,229	-3,781	-1,489	-9,435	8,143
Increase / decrease in interest free trade payables	9,646	2,741	14,951	-148	-16,433
Change in provisions	477	311	-84	42	4
Interest paid	-4,345	-4,698	-9,171	-8,762	-16,907
Interest received	117	1	250	1	27



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Other financial items	-1,223	-2,640	-2,153	-3,156	-3,832
Income tax paid	884	42	1,325	-595	-958
<b>Total cash flow from operating activities</b>	<b>4 941</b>	<b>-3,466</b>	<b>1,457</b>	<b>-9,485</b>	<b>-15,010</b>
<b>Cash flow from investing activities</b>					
Investments in property, plant and equipment and intangible assets	-1,869	-4,052	-2,771	-6,327	-15,604
Disposal of property, plant and equipment and intangible assets	223	501	1,214	1,199	2,322
Acquisition of subsidiaries reduced with the cash and cash equivalents at the acquisition moment					74
Disposal of subsidiaries increased with the cash and cash equivalents at the acquisition moment	-1,187	-318	-1,187	-318	-321
Used collateral deposit				50	50
Dividends received					
<b>Cash flow from investing activities</b>	<b>-2,832</b>	<b>-3,869</b>	<b>-2,743</b>	<b>-5,396</b>	<b>-13,480</b>
<b>Cash flow from financing activities</b>					
Proceeds from issue of share capital	20,000		20,000	10,000	10,000
Proceeds from loans	2,600	202	6,098	30,140	39,456
Repayments from current loans	7,937	-1,488	-8,312	-2,658	-7,863
Repayments of non-current borrowings	-428	-394	-614	-1,188	-1,193
Repayments of leasing liabilities	2,620	-1,395	-4,571	-3,028	-7,877
Granted loans					-4,500
<b>Total cash flow from financing activities</b>	<b>11,615</b>	<b>-3,077</b>	<b>12,601</b>	<b>33,266,</b>	<b>28,023</b>
<b>Change in cash and cash equivalents</b>	<b>13,725</b>	<b>-10,412</b>	<b>11,316</b>	<b>18,385</b>	<b>-467</b>
Cash and cash equivalents at the beginning of the period	29,696	61,386	32,034	32,420	32,420
Effects of exchange rate changes on cash and cash equivalents	-105	14	-34	184	81
<b>Cash and cash equivalent at the end of the period</b>	<b>43,316</b>	<b>50,989</b>	<b>43,316</b>	<b>50,989</b>	<b>32,034</b>

## Consolidated statement of changes in equity

### Attributable to owners of the parent company 30.6.2025

EUR 1,000	Share capital	Invested unrestricted equity reserve	Translation differences	Profit (loss) for period	Total	Non-controlling interests	Total equity
<b>EQUITY 1.1.2025</b>	<b>80</b>	<b>105,178</b>	<b>2,741</b>	<b>-75,467</b>	<b>32,531</b>		<b>32,531</b>
<b>Comprehensive income</b>							
Profit/loss for the period				-19,165	-19,165		-19,165
Translation differences			207		207		207
Actuarial gains/losses from defined benefit plans							
<b>TOTAL COMPREHENSIVE INCOME</b>			<b>207</b>	<b>-19,165</b>	<b>-18,958</b>		<b>-18,958</b>
<b>Transactions with shareholders</b>							
Investments		20,000			20,000		20,000
Changes in subsidiary ownership shares							
<b>Changes in equity total</b>		<b>20,000</b>			<b>20,000</b>		<b>20,000</b>
<b>TOTAL EQUITY 30.6.2025</b>	<b>80</b>	<b>125,178</b>	<b>2,948</b>	<b>-94,633</b>	<b>33,573</b>		<b>33,573</b>

### Attributable to owners of the parent company 30.6.2024

EUR 1,000	Share capital	Invested unrestricted equity reserve	Translation differences	Profit (loss) for period	Total	Non-controlling interests	Total equity
<b>EQUITY 1.1.2024</b>	<b>80</b>	<b>95,178</b>	<b>2,527</b>	<b>-26,757</b>	<b>71,028</b>	<b>103</b>	<b>71,131</b>
<b>Comprehensive income</b>							
Profit/loss for the period				-28,001	-28,001	-1	-28,002
Translation differences			2,651	50	2,701	1	2,702
Actuarial gains/losses from defined benefit plans							
<b>TOTAL COMPREHENSIVE INCOME</b>			<b>2,651</b>	<b>-27,951</b>	<b>-25,300</b>	<b>0</b>	<b>-25,300</b>
<b>Transactions with shareholders</b>							
Investments		10,000			10,000		10,000
Changes in subsidiary ownership shares							
<b>Changes in equity total</b>		<b>10,000</b>	<b>2,651</b>	<b>-27,951</b>	<b>-15,300</b>		<b>-15,300</b>
<b>TOTAL EQUITY 30.6.2024</b>	<b>80</b>	<b>105,178</b>	<b>5,178</b>	<b>-54,707</b>	<b>55,728</b>	<b>103</b>	<b>55,831</b>

## Attributable to owners of the parent company 31.12.2024

EUR 1,000	Share capital	Invested unrestricted equity reserve	Translation differences	Profit (loss) for period	Total	Non-controlling interests	Total equity
<b>EQUITY 1.1.2024</b>	<b>80</b>	<b>95,178</b>	<b>2,527</b>	<b>-26,757</b>	<b>71,028</b>	<b>103</b>	<b>71,131</b>
<b>Comprehensive income</b>							
Profit/loss for the period				-48,536	-48,536	-3	-48,538
Translation differences			214		214	1	215
Actuarial gains/losses from defined benefit plans				-55	-55		-55
<b>TOTAL COMPREHENSIVE INCOME</b>			<b>214</b>	<b>-48,591</b>	<b>-48,377</b>	<b>-2</b>	<b>-48,378</b>
<b>Transactions with shareholders</b>							
Investments		10,000			10,000		10,000
Changes in subsidiary ownership shares				-120	-120	-102	-222
<b>Changes in equity total</b>			<b>214</b>	<b>-48,711</b>	<b>-38,497</b>	<b>-103</b>	<b>-38,600</b>
<b>TOTAL EQUITY 31.12.2024</b>	<b>80</b>	<b>105,178</b>	<b>2,741</b>	<b>-75,467</b>	<b>32,531</b>		<b>32,531</b>

## Notes to the half-year review

### 1. Accounting policies

The Group's interim financial information concerning Fortaco Group Holdco Plc and its subsidiaries (together "Fortaco" or "the Group") has been prepared in accordance with IAS 34 Interim Financial Reporting and the accounting policies presented in the Group's financial statements for 2024. Amendments and annual improvements to IFRS standards effective from 1 January 2025 do not have a significant impact on the figures presented.

This interim financial information does not include all of the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the consolidated financial statements for the financial year ended 31 December 2024. The preparation of interim financial information requires management to make estimates and judgements that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates. The significant accounting estimates and judgement-based decisions applied in preparing this interim financial information are consistent with those applied in the annual consolidated financial statements for the financial year ended 31 December 2024.

Except for the above-mentioned changes, the accounting policies applied in this half-year review are the same as those applied in the consolidated financial statements for the financial year ended 31 December 2024.

All amounts have been rounded; consequently, the sum of individual figures may differ from the presented totals.

This half-year review is unaudited.

## 2. Sale of non-core businesses

In February 2024, Fortaco announced having begun a strategic evaluation of its marine, energy and heavy project businesses.

On 10 May 2024, as a part of the evaluation, Fortaco announced having signed an agreement to sell its heavy products project business in Jászberény, Hungary. In 2023, Fortaco Zrt. had net sales of EUR 23 million, and the business was clearly loss-making. The company employs 250 people. The divestment of Fortaco Zrt. was completed on 28 June 2024.

As another part of the strategic evaluation, on 4 July 2024, Fortaco announced that Fortaco Group Holdco Plc's subsidiary, Fortaco Oy, had signed an agreement to sell its marine and energy business in Kalajoki and Sepänkylä in Finland to Componenta, an international technology company and a Finnish contract manufacturer of metal components. The total purchase price is approximately EUR 2.8 million. The business transaction was completed on 1 October 2024, and the related real estate transaction is expected to be completed during the second half of 2025.

On 23 May 2025, Fortaco announced having signed an agreement to sell its subsidiary in Serbia and thereby its marine and energy focused Business Site Gruza to Entec Evotec AS. The transaction was closed on 11 June 2025.

These transactions are described in additional detail in Note 10 Business Disposals.

## 3. Revenue and segment information

Fortaco has only one reportable segment, and the figures for the reportable segment are consistent with those of the Group. Significant operational decisions are made by the Fortaco Leadership Team which is Fortaco's chief operative decision maker (CODM). Due to the business model, nature of operations, and governance structure of Fortaco, the operating segments are aggregated as one reportable segment.

### Net sales divided by geographical area

1,000 EUR	4-6/2025	4-6/2024	1-6/2025	1-6/2024	1-12/2024
Finland	23,867	24,909	43,859	48,379	87,412
Poland	20,521	21,862	40,936	46,118	84,183
Estonia	16,253	17,406	30,096	33,346	58,676
France	14,584	15,615	28,553	32,471	53,675
Austria	7,834	9,584	15,418	22,218	35,270
Slovakia	5,351	6,701	10,474	13,447	23,813
Hungary	0	3,982	0	8,542	8,542
Serbia	668	936	2,031	2,279	4,900
<b>Total</b>	<b>89,077</b>	<b>100,993</b>	<b>171,367</b>	<b>206,801</b>	<b>356,471</b>

#### 4. Property, plant, and equipment

EUR 1,000	Land and water	Buildings and structures	Machinery and equipment	Other tangible assets	Advance payments and work in progress	Total
<b>Cost 1.1.2025</b>	<b>2,966</b>	<b>75,421</b>	<b>98,745</b>	<b>6,994</b>	<b>10,158</b>	<b>194,284</b>
Translation differences	2	66	206		85	358
Additions		1,083	284	178	758	2,302
Business disposals						
Disposals			-120	-9	-973	-1,103
Reclassifications	16	-341	1,455	-25	-5,569	-4,465
Reclassification to non-current HFS assets	-61	-4,414	-4,196			-8,672
<b>Cost 30.6.2025</b>	<b>2,924</b>	<b>71,813</b>	<b>96,373</b>	<b>7,138</b>	<b>4,459</b>	<b>182,706</b>
Accumulated amortisation and impairment 1.1.2025	-159	-27,164	-74,624	-5,308		-107,256
Translation differences	-1	-27	-170			-198
Accumulated amortisation on business disposals						
Accumulated depreciation on disposals		-312	1,310	8		2,071
Reclassification to non-current HFS liabilities		2,591	3,888			6,479
Amortisation	-3	-1,547	-2,710	-218		-4,479
Impairment		-688				-688
Accumulated amortisation and impairment 30.6.2025	-164	-27,148	-72,305	-5,519		-105,136
Carrying amount 1.1.2025	2,807	48,257	24,121	1,686	10,158	87,028
<b>Carrying amount 30.6.2025</b>	<b>2,760</b>	<b>44,665</b>	<b>24,068</b>	<b>1,619</b>	<b>4,459</b>	<b>77,571</b>

EUR 1,000	Land and water	Buildings and structures	Machinery and equipment	Other tangible assets	Advance payments and work in progress	Total
<b>Cost 1.1.2024</b>	<b>2,796</b>	<b>45,953</b>	<b>43,914</b>	<b>1,975</b>	<b>13,424</b>	<b>108,063</b>
Translation differences	-5	-61	-35		6	-94
Additions	458	403	65	76	6,533	7,534
Business disposals	-191	-6,253	-16,745		-578	-23,767
Disposals		-55	-829		-59	-944
Reclassifications	2	6,368	2,539	19	-8,928	
Reclassification to non-current HFS assets			-800			-800
<b>Cost 30.6.2024</b>	<b>3,060</b>	<b>46,355</b>	<b>28,109</b>	<b>2,070</b>	<b>10,398</b>	<b>89,992</b>
Accumulated amortisation and impairment 1.1.2024	-8	-3,070	-6,450	-176		-9,704
Translation differences		8	9			17
Accumulated amortisation on business disposals	2	3,419	13,533			16,954
Accumulated depreciation on disposals		25	769			794



## Reclassification to non-current HFS liabilities

Amortisation	-4	-1,582	-3,664	-251		-5,501
Impairment						
Accumulated amortisation and impairment 30.6.2024	-10	-1,200	4,197	-427		2,560
Carrying amount 1.1.2024	2,789	42,883	37,464	1,799	13,424	98,358
<b>Carrying amount 30.6.2024</b>	<b>3,051</b>	<b>45,155</b>	<b>32,306</b>	<b>1,642</b>	<b>10,397</b>	<b>92,552</b>

EUR 1,000	Land and water	Buildings and structures	Machinery and equipment	Other tangible assets	Advance payments and work in progress	Total
<b>Cost 1.1.2024</b>	<b>2,796</b>	<b>45,953</b>	<b>43,914</b>	<b>1,975</b>	<b>13,424</b>	<b>108,063</b>
Translation differences	-3	-5	92		20	104
Additions	458	447	613	374	16,721	18,613
Business disposals	-191	-6,253	-19,546		-578	-26,568
Disposals	-117	-706	-2,070	-137	-59	-3,089
Reclassifications	148	38,139	75,742	4,783	-19,370	99,442
Reclassification to non-current HFS assets	-125	-2,154				-2,279
<b>Cost 31.12.2024</b>	<b>2,966</b>	<b>75,421</b>	<b>98,745</b>	<b>6,994</b>	<b>10,158</b>	<b>194,284</b>
Accumulated amortisation and impairment 1.1.2024	-8	-3,070	-6,450	-176		-9,704
Translation differences		-2	-53			-55
Accumulated amortisation on business disposals	2	3,419	15,485			18,906
Accumulated depreciation on disposals	-90	-24,521	-78,062	-4,626		-107,299
Reclassification to non-current HFS assets		820				820
Amortisation		-3,810	-5,593	-506		-9,909
Impairment	-63		48			-14
Accumulated amortisation and impairment 31.12.2024	-159	27,164	-74,624	-5,308		-107,256
Carrying amount 1.1.2024	2,789	42,883	37,464	1,799	13,424	98,358
<b>Carrying amount 31.12.2024</b>	<b>2,807</b>	<b>48,257</b>	<b>24,121</b>	<b>1,686</b>	<b>10,158</b>	<b>87,028</b>

## 5. Intangible assets

EUR 1,000	Development costs	Customer relationships	Brand	Technology	Other intangible assets and advance payments	Goodwill	Total
<b>Cost 1.1.2025</b>	<b>952</b>	<b>31,438</b>	<b>14,624</b>	<b>5,884</b>	<b>7,449</b>	<b>44,871</b>	<b>105,218</b>
Translation differences	3				11	-5	10
Business disposals							
Additions					113		113
Disposals					-3		-3
Reclassifications					-23		-23

Reclassification to asset held for sale					-153		-153
<b>Cost 30.6.2025</b>	<b>955</b>	<b>31,438</b>	<b>14,624</b>	<b>5,884</b>	<b>7,394</b>	<b>44,867</b>	<b>105,162</b>
Cumulative amortisation and impairment 1.1.2025	-393	-4,463	-3,895	-784	-3,768	-23,895	-37,199
Translation differences	-1				-4		-5
Cumulative depreciation on business disposals							
Cumulative depreciation on disposals					26		26
Reclassification to non-current HFS assets					120		120
Amortisation	-63	-1,078	-1,017	-294	-398		-2,851
Cumulative amortisation and impairment 30.6.2025	-458	-5,540	-4,912	-1,079	-4,024	-23,895	-39,908
Carrying amount 1.1.2025	559	26,976	10,729	5,099	3,681	20,976	68,019
<b>Carrying amount 30.6.2025</b>	<b>497</b>	<b>25,898</b>	<b>9,712</b>	<b>4,805</b>	<b>3,370</b>	<b>20,972</b>	<b>65,253</b>

EUR 1,000	Development costs	Customer relationships	Brand	Technology	Other intangible assets and advance payments	Goodwill	Total
<b>Cost 1.1.2024</b>	<b>864</b>	<b>31,438</b>	<b>14,624</b>	<b>5,884</b>	<b>3,620</b>	<b>20,976</b>	<b>77,407</b>
Translation differences	3				-4		-1
Business disposals					-589		-589
Additions					884		884
Disposals					-9		-9
Reclassifications							
Reclassification to asset held for sale					-1		-1
<b>Cost 30.6.2024</b>	<b>867</b>	<b>31,439</b>	<b>14,624</b>	<b>5,884</b>	<b>3,901</b>	<b>20,976</b>	<b>77,691</b>
Cumulative amortisation and impairment 1.1.2024	-171	-2,307	-1,861	-196	-808		-5,343
Translation differences	-1				2		1
Cumulative depreciation on business disposals					511		511
Cumulative depreciation on disposals					9		9
Amortisation	-69	-1,078	-1,017	-295	-210		-2,669
Cumulative amortisation and impairment 30.6.2024	-241	-3,385	-2,878	-491	-496		-7,491
Carrying amount 1.1.2024	693	29,132	12,764	5,687	2,813	20,976	72,065
<b>Carrying amount 30.6.2024</b>	<b>626</b>	<b>28,054</b>	<b>11,746</b>	<b>5,392</b>	<b>3,406</b>	<b>20,976</b>	<b>70,200</b>

EUR 1,000	Development costs	Customer relationships	Brand	Technology	Other intangible assets and advance payments	Goodwill	Total
<b>Cost 1.1.2024</b>	864	31,438	14,624	5,884	3,620	20,976	77,407
Translation differences	5				4		9
Business disposals					-602		-602
Additions					1,523		1,523
Disposals					-22		-22
Reclassifications	82				3,000	23,895	26,978
Reclassification to asset held for sale					-75		-75
<b>Cost 31.12.2024</b>	<b>952</b>	<b>31,438</b>	<b>14,624</b>	<b>5,884</b>	<b>7,449</b>	<b>44,871</b>	<b>105,218</b>
Cumulative amortisation and impairment 1.1.2024	-171	-2,307	-1,861	-196	-808		-5,343
Translation differences	-2						-2
Cumulative depreciation on business disposals					524		524
Cumulative depreciation on disposals	-82				-2,978	-23,895	-26,955
Amortisation	-138	-2,156	-2,034	-588	-506		-5,423
Cumulative amortisation and impairment 31.12.2024	-393	-4,463	-3,895	-784	-3,768	-23,895	-37,199
Carrying amount 1.1.2024	693	29,131	12,764	5,687	2,813	20,976	72,065
<b>Carrying amount 31.12.2024</b>	<b>559</b>	<b>26,976</b>	<b>10,729</b>	<b>5,099</b>	<b>3,681</b>	<b>20,976</b>	<b>68,019</b>

## 6. Leases

EUR 1,000	Buildings and structures	Machinery and equipment	Total
<b>Cost 1.1.2025</b>	<b>40,943</b>	<b>26,171</b>	<b>67,114</b>
Translation differences	232	100	332
Business acquisitions			
Additions	236	6,125	6,361
Business disposals			
Disposals	-177		-177
Reclassifications		3,560	3,560
Reclassification to non-current HFS assets	-9	-99	-107
<b>Cost 30.6.2025</b>	<b>41,225</b>	<b>35,858</b>	<b>77,083</b>
Accumulated amortisation and impairment 1.1.2025	-13,507	-6,456	-19,963
Translation differences	-60	-18	-78
Business disposals			
Accumulated depreciation of deductions and transfers		-634	-634
Reclassification to non-current HFS assets	9	62	71
Amortisation	-1,931	-1,694	-3,625
<b>Accumulated amortisation and impairment 30.6.2025</b>	<b>-15,489</b>	<b>-8,740</b>	<b>-24,229</b>
Carrying amount 1.1.2025	27,437	19,715	47,152
<b>Carrying amount 30.6.2025</b>	<b>25,736</b>	<b>27,118</b>	<b>52,854</b>

EUR 1,000	Buildings and structures	Machinery and equipment	Total
<b>Cost 1.1.2024</b>	<b>13,566</b>	<b>2,854</b>	<b>16,420</b>
Translation differences	43	1	44
Business acquisitions			
Additions	4,998	1,613	6,612
Business disposals	0	-362	-362
Disposals	-665	-386	-1,051
<b>Cost 30.6.2024</b>	<b>17,943</b>	<b>3,720</b>	<b>21,663</b>
Accumulated amortisation and impairment 1.1.2025	-3,063	-989	-4,053
Translation differences	-11	0	-11
Accumulated amortisation on change in ownership, proportional consolidation		265	265
Amortisation	-1,357	-530	-1,887
<b>Accumulated amortisation and impairment 30.6.2024</b>	<b>-4,432</b>	<b>-1,254</b>	<b>-5,686</b>
<b>Carrying amount 1.1.2024</b>	<b>10,502</b>	<b>1,865</b>	<b>12,367</b>
<b>Carrying amount 30.6.2024</b>	<b>13,511</b>	<b>2,466</b>	<b>15,977</b>

EUR 1,000	Buildings and structures	Machinery and equipment	Total
<b>Cost 1.1.2024</b>	<b>13,566</b>	<b>2,854</b>	<b>16,420</b>
Translation differences	115	92	207
Business acquisitions			
Additions	20,656	10,429	31,084
Business disposals		-511	-511
Disposals	-683	-446	-1,129
Reclassifications	7,290	13,753	21,043
<b>Cost 31.12.2024</b>	<b>40,943</b>	<b>26,171</b>	<b>67,114</b>
Accumulated amortisation and impairment 1.1.2024	-3,063	-989	-4,053
Translation differences	-44	-10	-54
Business disposals		265	265
Accumulated depreciation of deductions and transfers	-7,290	-3,791	-11,080
Amortisation	-3,109	-1,931	-5,040
<b>Accumulated amortisation and impairment 31.12.2024</b>	<b>-13,507</b>	<b>-6,456</b>	<b>-19,963</b>
<b>Carrying amount 1.1.2024</b>	<b>10,502</b>	<b>1,865</b>	<b>12,367</b>
<b>Carrying amount 31.12.2024</b>	<b>27,437</b>	<b>19,715</b>	<b>47,152</b>

## 7. Equity and earnings per share

Fortaco Group has issued a total of 1,000 ordinary shares. The company has a registered share capital of EUR 80,000 which is fully paid. The sole shareholder of the company is OEP 81 B.V.

### Equity

EUR 1,000	30.6.2025	30.6.2024	31.12.2024
Share capital	80	80	80
Invested unrestricted equity reserve	125,178	105,178	105,178
Translation differences	2,948	5,178	2,741
Accumulated earnings	-75,468	-26,707	-26,932
Profit (loss) for period	-19,165	-28,001	-48,536
<b>Attributable to owners of the company</b>	<b>33,573</b>	<b>55,728</b>	<b>32,531,</b>
Non-controlling interests		103	
<b>Total equity</b>	<b>33,573</b>	<b>55,831</b>	<b>32,531</b>

During the reporting period, Fortaco did not have instruments with a diluting impact on earnings per share.

### Earnings per share, basic and diluted

EUR 1,000	1.1.–30.6.2025	1.1.–30.6.2024	1.1.–31.12.2024
Profit/loss attributable to shareholders of the company	-19,165	-28,001	-48,536
Number of shares issued	1,000	1,000	1,000
Earnings per share, basic, EUR	-19.2	-28.0	-48.5



## 8. Financial assets and liabilities

1,000 EUR	Level	30.6.2025 Carrying amount	30.6.2024 Carrying amount	31.12.2024 Carrying amount
<b>Financial assets measured at amortised cost</b>				
Loan receivables	2	4,122		4,049
Trade receivables	-	13,576	31,425	11,127
Security deposits	-	500	494	497
Cash and cash equivalents	-	43,316	50,989	32,034
Other receivables	2	524		147
<b>Financial assets measured at amortised cost total</b>		<b>62,039</b>	<b>82,908</b>	<b>47,853</b>
<b>Fair value through other comprehensive income</b>				
Other investments	2	3	9	3
<b>Fair value through other comprehensive income total</b>		<b>3</b>	<b>9</b>	<b>3</b>
<b>Financial liabilities measured at amortised cost</b>				
Senior bond	1	122,454	121,861	122,743
Floating rate borrowings	2	2,450	3,950	7,200
Fixed rate borrowings	2	1,966	2,710	2,339
Loans from related parties	2	6,771	5,858	6,441
Lease liabilities*	-	46,284	16,298	44,756
Trade payables	-	48,784	52,802	38,917
Other interest-bearing liabilities	2	1,729	5,923	1,993
<b>Financial liabilities measured at amortised cost total</b>		<b>230,438</b>	<b>209,401</b>	<b>224,389</b>
<b>Fair value through profit and loss</b>				
Contingent considerations	3	3,491	3,471	3,491
Derivatives	1	36		
<b>Fair value through profit and loss total</b>		<b>3,527</b>	<b>3,471</b>	<b>3,491</b>

\*) the classification of the lease liabilities has been adjusted from the comparison period

The Group's financial assets include EUR 4.1 million of loan receivables from the Group's former subsidiary Steel Construction Partners (formerly Fortaco Zrt) divested during the financial year 2024 and EUR 0.5 million of other receivables related to machinery investments done in behalf of Steel Construction Partners Zrt. The loan will mature on 1 July 2031. The receivables related to the machinery investments will mature in 10 years from the issuance of invoices for the receivables.

On 30 June 2025, the total fair value of the senior bond was EUR 104.6 million (31 December 2024: EUR 123.0 million), including the subsequent bond issue of EUR 25.0 million placed in March 2024. The fair value of the subsequent issue on 30 June 2025 was EUR 20.5 million. The senior bond fair value is estimated based on the market price on the valuation date. The bond is traded on Nasdaq Helsinki and on the Open Market (Freiverkehr) of the Frankfurt Stock Exchange. Further information on the bond is available on Fortaco's investor website, on Nasdaq Helsinki and on the Open Markets marketplace of the Frankfurt Stock Exchange.

During the first half of 2025, amendments to the terms and conditions of the senior bond financing agreement were made through a written procedure. The written procedure regarded certain amendments to the terms and conditions of the company's bonds, including an extension of the tenor by two years, amending the interest rate during 2025 and 2026, introducing the option to make voluntary partial redemptions of up to EUR 20 million at a price of 101 per cent, together with certain other amendments. As part of the process One Equity Partners invested additional EUR 20 million in equity into the Group. The written procedure was completed successfully in May 2025.

Loans from related parties included a 6.8 MEUR subordinated shareholder loan from the owner of Fortaco Group, including capitalized interest. The loan is subordinate to the company's bond financing.

The Group's financing agreements are subject to certain financial covenants and other restrictions. These include, for example, restrictions on the use of other financial instruments outside the scope of the senior bond issued by the Group, and certain financial covenants relating to local financing agreements of the Group's subsidiaries. These are specified further below. In addition, the senior bond contains restrictions on additional financial indebtedness in the event of acquisitions and any additional issuances of the bond. Furthermore, the terms of the Group's senior bond restrict the distribution of dividends by the Group. In addition, the Group is obliged to publish financial information in accordance with the rules of Nasdaq Helsinki.

Floating rate borrowings include EUR 2.5 million of secured bank loans related to the Group's subsidiaries in Estonia. The total amount of EUR 2.5 million consists of two loans: Linda Properties OÜ EUR 2.2 million and Fortaco Estonia OÜ EUR 0.3 million. Linda Properties OÜ's loans were refinanced during the first half of 2024. The maturity date of the refinanced loan is 31 March 2027. These loans are subject to the following covenants:

#### **Linda Properties OÜ secured bank loan EUR 2.2 million**

- Debt service coverage of at least 1.05x, calculated as the ratio of rolling 12-months EBITDA to rolling 12-months debt service. The debt service coverage ratio on 30 June 2025 was 1.34x (31 December 2024: 1.24x).
- Total cash balance of at least 3-months debt service. The ratio of total cash balance and one month debt service on 30 June 2025 was 9.8x (31 December 2024: 7.7x).
- Additionally, the margin of the loan is subject to changes depending on the total Group net debt to EBITDA ratio. If the ratio is >4.5x the margin is 3.9 per cent, if the ratio is >3.0x but ≤4.5x the margin is 3.5 per cent, if the ratio is >2.5x but ≤3.0x the margin is 3.2 per cent and if the ratio is <2.5x the margin is 2.9 per cent. On 30 June 2025, the ratio was >4.5x (31 December 2024: >4.5x).

These covenants are tested quarterly on 31 March, 30 June, 31 October and 31 December. The Group met the covenants between 1 January and 30 June 2025. The Group has no indication that it would have difficulty complying with these covenants.

#### **Fortaco Estonia OÜ EUR secured bank loan 0.3 million**

- Debt service coverage of at least 1.40x, calculated as the ratio of rolling 12-months EBITDA to rolling 12-months debt service. The debt service coverage ratio on 30 June 2025 was 0.90x (31 December 2024: 1.85x).
- Net debt to EBITDA of less than 3.5x. On 30 June 2025, the ratio was 0.68x (31 December 2024: 0.76x).
- Debt service coverage ratio including intra-Group items of at least 1.20x. On 30 June 2025, the ratio was 0.90x (31 December 2024: 1.85x).

These covenants are tested quarterly on 31 March, 30 June, 31 October and 31 December. The Group received waivers from the creditor on 23 May 2025 and 17 June 2025 for the envisaged breaches of both debt service coverage ratios in the first and second quarter of 2025, resulting from Fortaco Estonia's EBITDA performance in the last quarter of 2024. According to the waivers, the lender waives these breaches and the breaches do not constitute an event of default. The sole impact of the breach would be a temporary increase of the margin to 4.5% p.a. (current margin 3.0% p.a.). The Group was in compliance for the net debt covenant. The Group estimates that Fortaco Estonia will have potential difficulties of complying with the debt service coverage ratios also in the third quarter of 2025. The Group has agreed with the creditor to receive a waiver from its creditor also for this period.

During the financial year 2024, the Group entered into a super senior revolving credit facility agreement, which has total available facility of EUR 7.5 million. The limit was not utilised on 30 June 2025. The Group finalised refinancing of the facility in May 2025 as part of the adjustments to its senior financing agreements. In the refinancing, the maturity date for the facility was extended to June 2027, some technical clarifications were done to the covenant definitions and the Group received a waiver for the covenants for the financial year 2025. The covenants are specified below:

### **Super senior credit facility agreement EUR 7.5 million**

Provided that there are any outstanding loans:

- Equity ratio of at least 18 per cent, calculated ratio as the total equity (including any Shareholder Debt) to the total assets of the Group, including several adjustments.
- Leverage ratio lower than 4.25x, the as the ratio of net interest-bearing debt to EBITDA, including several adjustments.
- In addition, the Group is subject to similar restrictions within the super senior credit facility agreement on financial indebtedness as within the senior bond agreement.

These covenants are tested on 30 June and 31 December, provided that there are drawn facilities outstanding. The first testing date of these covenants was 31 December 2024. Equity ratio on 31 December 2024 was 19 per cent. As part of the refinancing of the facility, the Group received a waiver from the creditor. According to the waiver, the creditor waives all rights that would arise from potential covenant breaches during the financial year 2025. The waiver is valid until 31 December 2025. Potential breaches of the covenants would not constitute as an event of default, and the Group can continue to use the facility normally.

During the financial year 2023, the Group entered into new financing agreements related to expansion investments in Estonia and Poland. These included a new factory lease agreement in Estonia, which has a purchase option, and 15-year factory lease agreement in Gliwice, Poland. In addition to the factory lease agreement, the Group entered into a EUR 14.1 million financing facility agreement related to Gliwice machinery purchases. The Gliwice facility was handed over to the Group in the second half of 2024. The Gliwice facility lease agreement is treated in accordance with IFRS 16 standards. The lease payments are EUR 2.4 million annually, and the lease liability on 30 June 2025 was EUR 15.4 million (31 December 2024: EUR 15.6 million).

On 30 June 2025, lease liabilities included EUR 11.0 million (31 December 2024: EUR 8.6 million) of financing facilities related to the machinery purchases for the Gliwice factory. The loans are subject to the following covenants:

## Fortaco Polska Sp. z o.o. machinery funding EUR 11.0 million

- Debt service coverage of at least 1.20x, calculated as the ratio of 12-months EBITDA to 12-months debt service of machinery leases recognized on the balance sheet. The first testing will be done on 31 December 2025.
- Ratio of financial liabilities to EBITDA of less than 3.0x. The first testing will be done on 31 December 2025.
- Equity ratio of at least 10 per cent after the financial year 2025 and 25 per cent in the following financial years.

The Group estimates that it will potentially have difficulties complying with these covenants during the financial year 2025, due to some delays in the ramp-up of production operations. The sole impact of a possible breach in the covenants is a temporary 0.5 p.p. increase in the margin of loans until the breach has been resolved. The Group estimates that this will be a temporary breach of the covenant requirements.

Contingent considerations are treated in accordance with the IFRS 9 standard and classified as financial liabilities. They are recognised in fair value through profit and loss. The change in fair value is recognised through profit and loss. The value of contingent consideration is dependant on the company's business development between 2023 and 2025.

Derivatives include unrealised gains and losses from foreign exchange rate hedge contracts used for hedging against the EUR-PLN rate.

## Fair value hierarchy

Fortaco Group uses valuation methods which are appropriate for the circumstances and for which there is enough information available to designate fair value, so that significant observable data about inputs is maximised and other inputs minimised. All financial assets and liabilities measured at fair value, or for which the fair value is presented in the notes, will be designated to fair value hierarchy levels specified below based on the inputs from the lowest level, which are relevant for the whole valuation situations:

### Level 1

Inputs for identical assets and liabilities are quoted prices (without adjustments) in active markets. Quoted prices are directly available from identical publicly listed markets, instrument brokers, or financial supervisory authority.

### Level 2

Concerning fair valuation methods, where inputs are observable for the asset or liability, either directly or indirectly: inputs are easily observable from publicly listed markets, instrument brokers, or financial supervisory authority. Level 2 instruments are recognised at carrying amount on 31 December.

### Level 3

Concerning fair valuation methods where the most significant valuation inputs are unobservable: when the fair valuation of a financial instrument cannot be determined for identical assets or liabilities from observable inputs in active markets, the fair value is designated by valuation methods (for example using a valuation based on cash flow discounting method). Assumptions are reflected in the inputs, such as liquidity risk, credit risk, and volatility. Changes to these assumptions may have an effect on the fair valuation of the financial instrument.

For recurring assets and liabilities Fortaco specifies the changes between hierarchy levels by reevaluating the categorisation (based on the Level 3 input data, which is significant for entire valuation purposes) at the end of each reporting period.

## Maturity of financial liabilities 30.6.2025

1000 EUR	On demand	Less than 3 months	3 to 12 months	1 to 3 years	4 to 5 years	Over 5 years	Total contractual cash flows	Book value
Senior bond					127,500		127,500	122,454
Loans from related parties				6,771			6,771	6,771
Other loans		372	2,113	3,439	221		6,145	6,145
Lease liabilities*		3,675	10,995	21,761	10,134	22,489	69,054	46,284
Interest liabilities		35	3,204	24,420	26,995		54,654	2,803
Trade payables	1,086	47,600	98				48,784	48,784
Other liabilities			248	2,149			2,397	2,397
<b>Total</b>	<b>1,086</b>	<b>51,682</b>	<b>16,658</b>	<b>58,540</b>	<b>164,850</b>	<b>22,489</b>	<b>315,305</b>	<b>235,639</b>

## Maturity of financial liabilities 30.6.2024

EUR 1,000	On demand	Less than 3 months	3 to 12 months	1 to 3 years	4 to 5 years	Over 5 years	Total contractual cash flows	Book value
Senior bond					127,500		127,500	121,861
Loans from related parties					5,858		5,858	5,858
Other loans		793	3,247	6,613	1,704	225	12,583	12,583
Lease liabilities		948	4,572	12,583	2,051		20,154	16,298
Interest liabilities		3,612	10,790	10,879	14,118	1	39,400	3,095
Trade payables	1,236	50,492	1,074				52,802	52,802
Other liabilities			175	1,277	811		2,263	2,263
<b>Total</b>	<b>1,236</b>	<b>55,845</b>	<b>19,859</b>	<b>31,352</b>	<b>152,043</b>	<b>226</b>	<b>260,559</b>	<b>214,759</b>

## Maturity of financial liabilities 31.12.2024

EUR 1,000	On demand	Less than 3 months	3 to 12 months	1 to 3 years	4 to 5 years	Over 5 years	Total contractual cash flows	Book value
Senior bond				127,500			127,500	122,743
Loans from related parties				6,441			6,441	6,441
Other loans		530	6,351	4,349	302		11,531	11,531
Lease liabilities*		2,355	11,110	26,658	8,781	21,083	69,987	44,756
Interest liabilities		3,371	9,540	22,183	32	1	35,126	2,735
Trade payables	491	38,174	252				38,917	38,917
Other liabilities			247	1,881			2,128	2,128
<b>Total</b>	<b>491</b>	<b>44,430</b>	<b>27,501</b>	<b>189,012</b>	<b>9,114</b>	<b>21,084</b>	<b>291,631</b>	<b>229,252</b>

\*) Classification of lease liabilities has been adjusted from the comparison period

## 9. Contingent liabilities and liability commitments

### Operating lease commitments, Fortaco Group as lessor

EUR 1,000	30.6.2025	30.6.2024	31.12.2024
Within one year	25	333	50
After one year but no more than five years	0	582	0
<b>Total</b>	<b>25</b>	<b>915</b>	<b>50</b>

### Commitments, collaterals, and mortgages

EUR 1,000	30.6.2025	30.6.2024	31.12.2024
Other receivables given as collateral deposit	500	494	497

### Other financial commitments and guarantees

EUR 1,000	30.6.2025	30.6.2024	31.12.2024
Guarantees given to the Group companies	2,963	8,511	6,740
Guarantees	62,662	53,475	62,448
Collaterals	52,492	52,492	52,492
<b>Total</b>	<b>118,117</b>	<b>114,478</b>	<b>121,680</b>

### Interest-bearing loans and given collaterals

EUR 1,000	30.6.2025	30.6.2024	31.12.2024
Senior bond	127,500	127,500	127,500
Interest bearing loans and borrowings	2,450	3,950	7,200
<b>Total</b>	<b>129,950</b>	<b>131,450</b>	<b>134,700</b>
Business & real estate mortgages	478,454	278,592	477,260
Pledged IC loan receivables	148,357	128,357	138,357
Pledged shareholder loans	6,771		6,441
<b>Total</b>	<b>633,582</b>	<b>406,949</b>	<b>622,058</b>

## 10. Business disposals

Fortaco completed the sale of its Serbian subsidiary, Fortaco d.o.o., on 11 June 2025. The transaction follows the announcement published in May 2025 regarding the signing of the sales agreement, as well as the announcement published in February 2024 stating that Fortaco had initiated a strategic review focusing on the Group's business structure and geographical presence.

Fortaco d.o.o. was classified in the balance sheet as assets and liabilities held for sale as of May 31, 2025, in accordance with IFRS 5. In the fair value determination performed within the Group, the impairment of the company's non-current assets amounted to a total of EUR 0.6 million. The debt-free and cash-free purchase price for the shares, based on the company's enterprise value, was EUR 3.5 million. In connection with the transaction, the company's intra-Group liabilities were settled with the Group. The preliminary accounting gain recorded in the Group was EUR 126 thousand, which will be finalised during H2 2025 based on the subsidiary's final balance sheet values.

The table below presents a summary of the assets and liabilities derecognised from Fortaco's balance sheet in connection with the sale, as well as the gain on disposal.

## Fortaco d.o.o, gain on sale calculation

### 1,000 EUR

Intangible assets	33
Tangible assets	2,916
Long-term receivables	68
Short-term receivables	2,516
Cash and cash equivalents	1,816
Long-term liabilities	-2,658
Short-term liabilities	-4,010
<b>Net assets</b>	<b>681</b>
Purchase price, cash received	810
<b>Total consideration</b>	<b>810</b>
<b>Translation differences</b>	<b>3</b>
<b>Result</b>	<b>126</b>
Sales price, received in cash	810
Cash and cash equivalents sold	-1,816
<b>Cash flow impact</b>	<b>-1,006</b>

## Assets held for sale

On 4 July 2024, Fortaco announced having signed an agreement to sell the marine and energy business in Kalajoki and Sepänkylä in Finland of Fortaco Group Holdco Plc's subsidiary, Fortaco Oy, to Componenta. The business transaction was completed on 1 October 2024, and the related real estate transaction is expected to be completed during the second half of 2025.

The property continues to be classified as an asset held for sale, as its sale is expected to be completed within 12 months. The property has been measured at fair value based on the expected selling price. No liabilities are associated with the asset held for sale.

## Assets held for sale and related liabilities on 30.6.2025

EUR 1,000	Carrying amount 30.6.2025
<b>ASSETS</b>	
<b>Current assets</b>	
Intangible assets	75
Tangible assets	925
<b>Total non-current assets</b>	<b>1 000</b>
<b>Assets held for sale</b>	<b>1 000</b>
<b>LIABILITIES</b>	
<b>Liabilities held for sale</b>	<b>0</b>



## 11. Significant events after the reporting period

No significant events have occurred after the end of the reporting period.

## 12. Structure of the Group

Fortaco d.o.o was divested on 11 June 2025, and hence Fortaco d.o.o. is not part of Fortaco Group as of 30 June 2025.

## Formulas of alternative performance measures

EBITDA	Operating profit + depreciation + amortisation + impairments
EBITA	Operating profit + amortisation + impairments
Recurring EBITDA	Operating profit + depreciation + amortisation + impairments +/- non-recurring items
Recurring EBITA	Operating profit + amortisation + impairments +/- non-recurring items
Non-recurring items	Certain costs or income not related to the ordinary course of business, including restructuring costs, strategic development projects and transaction costs
Return of Capital Employed % (ROCE)	Recurring EBITA (annualised) / (total assets – current liabilities)
Equity ratio	(Equity + subordinated shareholder loans) / total assets
Net debt	Current and non-current interest-bearing liabilities + M&A liabilities - total liquidity
Net gearing	Net gearing = net debt / (total equity + subordinated shareholder loans)

## Reconciliation of Alternative Performance Measures

The following table sets forth a reconciliation of the Alternative Performance Measures as of the dates and for the periods indicated.

EUR million	4–6/25	4–6/24	1–6/25	1–6/24	1–12/24	Previous 12 months
EBIT	-2.5	-2.4	-7.6	-13.9	-24.2	-17.9
Amortisation and impairments	2.1	1.6	3.5	12.6	16.8	7.8
<b>EBITA</b>	<b>-0.3</b>	<b>-0.7</b>	<b>-4.0</b>	<b>-1.3</b>	<b>-7.4</b>	<b>-10.1</b>
Depreciation	4.1	3.6	8.1	7.4	14.9	15.7
<b>EBITDA</b>	<b>3.8</b>	<b>2.8</b>	<b>4.1</b>	<b>6.1</b>	<b>7.6</b>	<b>5.6</b>
<b>Non-recurring items</b>						
Transaction costs	0.6	1.9	0.7	2.1	2.9	1.5
Other non-recurring items	0.3	1.8	1.1	2.8	8.1	6.4
<b>Non-recurring items, total</b>	<b>0.9</b>	<b>3.7</b>	<b>1.8</b>	<b>5.0</b>	<b>11.1</b>	<b>7.9</b>
<b>Recurring EBITDA</b>	<b>4.7</b>	<b>6.5</b>	<b>5.9</b>	<b>11.1</b>	<b>18.6</b>	<b>13.4</b>
<b>Recurring EBITA</b>	<b>0.6</b>	<b>3.0</b>	<b>-2.2</b>	<b>3.7</b>	<b>3.7</b>	<b>-2.2</b>