



ANNUAL REPORT 2024

# THE SUSTAINABLE LINK BETWEEN PROPERTY AND CAPITAL





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# A SUSTAINABLE INVESTMENT PARTNER

Catella was founded in 1987 and the head office is located in Stockholm. With around 500 employees at over 25 offices in Europe, Catella offers professional advice, innovative property funds and management mandates, and completes proprietary investment projects. The business is run through three business areas: Corporate Finance, Investment Management and Principal Investments. As the link between real estate and capital, Catella has sharpened its focus in recent years, dedicating itself entirely to the property sector.

## THIS IS CATELLA

**C**atella operates in 12 countries in Europe. The company has a strong local presence with outstanding expertise on the markets in which the company does business. A majority of the local companies are part-owned by partners, which generates an entrepreneurial culture and profit-sharing incentives in line with Catella's overall financial targets. The organisational structure promotes synergies through collaboration within and between business areas. Through an established pan-European platform, Catella fosters structured collaboration and knowledge exchange, combining its local market expertise with insights from other markets to develop tailored solutions and services. This cultivates valuable networks that drive effective business development and innovative products, attracting both local and international investors. In 2024, Catella's sales totalled SEK 2,3 billion, with assets under management of SEK 155 billion and principal investments in development projects of SEK 1,6 billion at year-end.

## IN NUMBERS

# SEK 2.5 Bn

Market value

# SEK 155 Bn

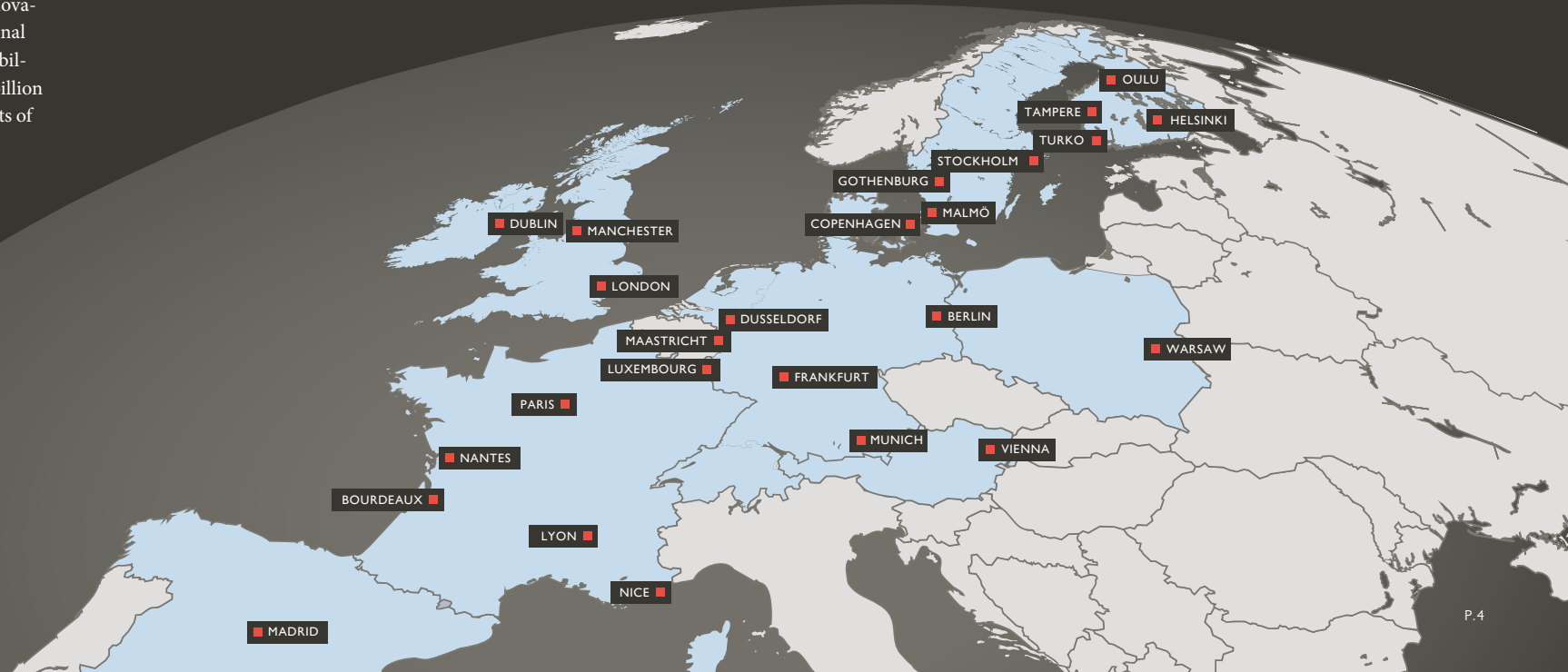
Assets under management

# SEK 2.3 Bn

Total income

# 500

Number of full-time employees



THE YEAR IN BRIEF

Events in the year

In 2024, Catella continued its strategic focus on expanding its offering across various property types and risk categories.

Despite a subdued market, the Investment Management business area maintained its growth trajectory, achieving an increase in assets under management. Throughout the year, Catella continued to develop attractive offerings in sustainable investments and mandates focused on climate transition. Capital inflows have primarily been directed toward property funds focused on residential properties, where Catella manages and develops property portfolios on behalf of investors, optimizing them for today's market and long-term sustainability.

Overall, capital inflows and outflows remains at a balanced position. This is evidence that our business model continues to generate growth opportunities even on a weaker and more hesitant transaction market. In the autumn, Catella launched the fund platform, Catella Investment Management (CIM, by the merge

of the front offices of Catella Residential Investement Management (CRIM and Catella Real Estate AG (CREAG). The purpose is to enhance operational efficiency and expand capacity in fund management.

CIM manages assets worth approximately EUR 10 billion, spread across 25 funds with properties in 15 countries across Europe.

In Principal Investments, Catella's proprietary investments totalled SEK 1.6 billion (1.7). Throughout the year, the development and divestment of existing projects progressed as planned, contributing to business area profit of SEK 34 million. The divestments enable continued investments in attractive development projects within other product strategies. At the start of the year, the last property in the partnership with Infrahubs was successfully divested. Since the start, the collaboration has generated approximately SEK 225 million in profit after tax for Catella's shareholders. At year-end, the business area was engaged in nine development projects in four countries around Europe.

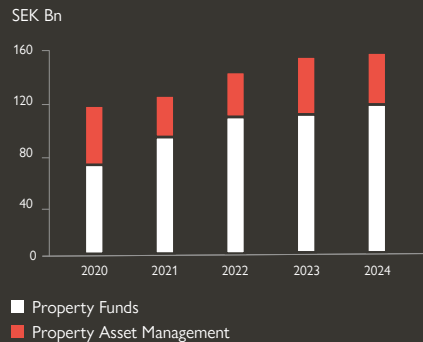
Corporate Finance services remain in demand even in a more cautious and subdued transaction market. Throughout the year, the business area maintained its position as a trusted advisor and long-term partner in transactions and capital market services. Overall, income declined during the year, but cost efficiencies helped improve the business area's operating profit by SEK 16 million.

Events during the year

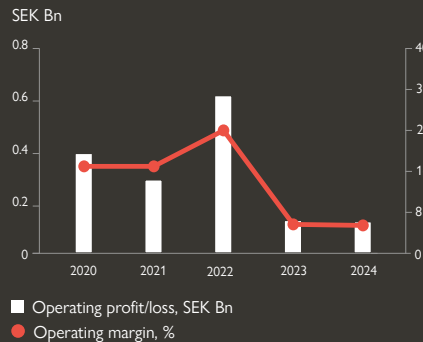
- Growth in assets under management.
- Establishment of a new fund platform within Investment Management to enhance fund management capacity.
- SEK 33 million before tax.
- Preparations for the new EU Corporate Social Responsibility Directive (CSRD), including a double materiality assessment and internal training across the Group.

- Initiated product strategies in the value-added segment, with a particular focus on addressing shortages of modern and affordable housing in Europe.
- Divested investment projects within Principal Investment, enabling continued investments aimed at growing assets under management.
- Issued new senior unsecured green bonds under Catella's green bond framework. This step demonstrates Catella's commitment to investors focused on environmental, social, and sustainable investment agendas.
- Launch of a new fund in the UK, focused on identifying opportunities within the UK-listed property sector.
- At the 2024 Annual General Meeting, Sofia Watt was elected as the new Chair of the Board, and Pernilla Claesson as a new Board member.
- In September, Daniel Gorosch was appointed interim CEO and President.

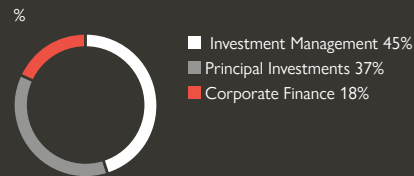
DEVELOPMENT OF ASSETS UNDER MANAGEMENT



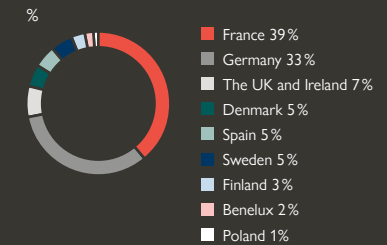
DEVELOPMENT OF OPERATING PROFIT AND OPERATING MARGIN



INCOME DISTRIBUTION BY BUSINESS AREA



INCOME BY COUNTRY



## CEO'S COMMENT

# INCREASED ASSETS UNDER MANAGEMENT AND STRENGTHENED ORGANIZATION

It is with great humility that I reflect on Catella's achievements in 2024. Personally, my tenure as interim CEO has been an invaluable and deeply enriching learning experience. I am deeply grateful for the privilege of gaining insight into our collective expertise, getting to know our talented employees, and witnessing the strength of our business areas—not just individually, but above all, in how they complement one another.

I can confidently state that, despite another year of a weak and challenging property market, Catella has navigated the landscape successfully, further solidifying the position as a pan-European property investment and advisory firm. Over the year, we increased assets under management, secured liquidity, and maintained a strong operating profit despite a significant decline in variable income. We also maintained a strong balance sheet, positioning ourselves to capitalize on opportunities as transaction market uncertainty diminishes. We concluded the year with a strong final quarter, driven by a recovering market and a range of efficiency improvements, reinforcing our optimism for 2025.

In the latter part of 2024, we observed further signs

of recovery and a rise in transaction activity across the European property markets in which we operate. In the fourth quarter, transaction volumes in the European market rose by 22 percent year-over-year, driven primarily by the market gradually adjusting to lower capital costs. Furthermore, we can confirm that the downward trend in property values observed over the past two years has now been reversed.

The rise in transaction market activity benefits all our business areas and strengthens our outlook for continued positive development, creating value for both us and our shareholders. This development enabled us to deliver a very strong result in the final quarter of the year as well as for the year as a whole.

## Balanced capital flows

Throughout the year, we effectively balanced capital inflows and outflows within our core Investment Management business. This is evidence that our business model continues to generate growth opportunities even on a weaker and more hesitant transaction market. Considering the market environment in 2024, it is particularly encouraging that assets under management

saw a slight increase by year-end, rising from SEK 152 billion at the end of 2023 to SEK 155 billion.

Growth during the year was primarily driven by funds focused on residential properties, the segment that saw the largest increase in transaction volume in the European property market. Our Article 9 fund, Catella European Residential III Fund, completed several acquisitions, including its first transaction in Spain. Throughout the year, Catella continued to develop attractive offerings in sustainable investments and mandates focused on climate transition. We also experienced capital inflows within Asset Management, driven by the growth of new mandates, where investors have entrusted Catella with managing and developing property portfolios, optimizing them for today's market and a sustainable future.

A major milestone in our ongoing product development is the merger of our two German fund management companies, Catella Residential Investment Management (CRIM) and Catella Real Estate AG (CREAG), which now operate under the unified brand Catella Investment Management (CIM). The merger, which took effect at the beginning of 2025, aims to streamline operations and enhance our capacity in fund management. CIM manages assets worth SEK 115 billion, spread across 25 funds with 420 properties in 15 European countries.

Throughout the year, we reached several key milestones, including capital commitments of SEK 6 billion in our new fund, Catella Logistic Deutschland Plus. In the UK, we launched Catella APAM Strategic Equities with the support of a major institutional investor, capital commitment of SEK 1.4 billion, alongside our seed investment of SEK 25 million. We reached another milestone as Aquila Asset Management, in which we



Daniel Gorosch interim  
CEO and President

acquired a majority stake in 2023, assumed management of our French fund assets.

## Continued focus on value creation

Within the Principal Investments business area, we continued to prioritize the development and completion of existing projects for sale throughout the year. During the fourth quarter, the French development project Polaxis was divested. The divestment frees up capital, further strengthening liquidity and creating opportunities for new investments that meet our return requirements.

We know there is strong interest in the upcoming divestment of Kaktus Towers in Copenhagen, and as previously communicated, we are not a long-term owner. The project is now fully completed, and we are actively engaged in discussions, without time constraints, to secure a divestment as soon as the right conditions are met. Looking ahead, we are also exploring

## CEO'S COMMENT

new potential investments with a more defined focus, ensuring that our capital is deployed strategically to grow assets under management within Investment Management.

### Recovery in the transaction market

It is encouraging that Catella's strong brand and Corporate Finance services remain in high demand, even in a more cautious and subdued transaction market. We served as advisors on a growing number of transactions during the year and noted a overall increase in market activity. In Sweden, we were the top property advisor in terms of completed sales assignments in 2024. In Finland, we secured the second-largest market share as a sales advisor, while our operations in Spain closed the year with very strong performance. During the period of reduced activity, we have demonstrated resilience and adaptability, and seized the opportunity to strengthen and adapt the operations. The recovery in the transaction market during the latter part of the year — albeit at varying levels across different markets — coupled with a strengthened business, positions us strongly for a transaction market with increased activity and reduced uncertainty.

### A sustainable investment partner

The property sector and capital markets have a significant responsibility to work towards sustainable development. As a sustainable investment partner, we are working to integrate ESG across all aspects of our business. This is a strategic priority that contributes to prepare society for future generations, but also to future-proofing our business and long-term growth.

During 2024, we conducted a double materiality assessment to identify risks and prioritise measures in our sustainability work going forward. Personally, I am also proud of the issue of new senior unsecured green bonds within Catella's green bond framework. This underscores our commitment to offering investment opportunities to investors focused on environmental, social, or sustainable agendas and investments.

### Future priorities

To stay resilient in a changing market and seize the opportunities we anticipate, we have not only secured liquidity and maintained a strong balance sheet, but also refined and clarified our strategy, which will now focus on three key strategic areas:

*Diversify and sharpen the investment focus of Principal Investments.* In short, this entails that as divestments of existing development projects progress, new investments will be guided by the strategic use of equity, with the aim of growing Investment Management's assets under management and establishing a strong foundation for recurring revenue. By leveraging our balance sheet to drive growth in AUM and recurring revenue, we steadily enhance stability and generate greater shareholder value over time.

*Enhanced profitability and harmonized offering in Corporate Finance.* In the weaker market seen in recent years, we have strengthened and focused our offering, alongside implementing cost-saving measures. Looking ahead, we are well-positioned for growth in line with the market turnaround, through further optimizing the strengths of our pan-European platform expertise to create value for our customers.

*Focus on AUM growth in Investment Management.* Despite the challenges of the past two years, we have continued to grow through a balanced strategy that combines fund investments with our expertise in managing and developing property through mandates. By continuing to expand existing funds and launch new strategies, we cultivate growing, stable, and value-creating cash flows.

### Outlook

After two undeniably challenging years, I view the future with optimism, while acknowledging the significant geopolitical, political, and macroeconomic uncertainties in our global environment.

I am proud to acknowledge that we have done — and continue to do, the right things. Throughout the year, we streamlined and adapted our organization, while also ensuring strong liquidity and a strong capital position, which leaves us well-equipped for the market's return to full strength. Furthermore, we have developed and refined our strategy, closely aligned with our focus on property and our ambition to better leverage our core assets — capital and expertise — to drive sustainable and profitable growth.

I would like to extend a heartfelt thank you to all of Catella's employees, who have demonstrated resilience and the ability to navigate a challenging landscape in 2024, which has been crucial to our progress and profit throughout the year.

Finally, I also want to thank our customers and shareholders for the continued trust you have placed in us over the past year.



With a strong balance sheet and a more favourable transaction market on the horizon, the outlook is positive for creating new business opportunities and investments that drive long-term value creation and are of benefit to our customers, shareholders, and society at large.

*Daniel Gorosch, interim CEO and President  
Stockholm, Sweden, April 9, 2025*

## STRATEGY

# A SUSTAINABLE LINK

Since the start in 1987, Catella's strategy has been rooted in providing a broad range of services. Based on a pan-European platform, Catella offers strong real estate funds and management mandates across a wide range of asset classes, combined with expert advice relating to acquisitions and divestments under Corporate Finance.

Catella has strategically streamlined its operations to focus on property. Within the framework of this transformation, the scope of operations has also been broadened by utilising Group equity through the business area Principal Investments. Catella creates returns, new collaborations and synergies in the Group through principal investments, co-investments with partners and direct investments. The Company's unique competencies and expertise in property management generate high risk-adjusted returns for the Company and its partners. For Catella's part, this entails limited capital risks combined with active development initiatives alongside partners.

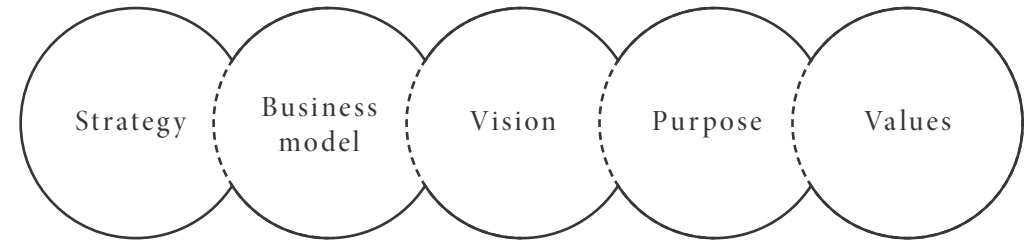
## Increased focus on value creation investments

The last few years' market uncertainty has generated some challenges, but also increased the potential for investments in development projects. Catella can attract more international capital by gradually

sharpening its focus on value-adding and opportunistic investments, and expanding the business in three dimensions: geographical markets, property types and risk categories. By being responsive to market needs, Catella continuously adapts its products to remain a sustainable partner, both from a long-term perspective and by offering products that benefit both society and investors.

## Looking ahead, Catella will focus on three strategic areas:

*Diversify and sharpen the investment focus of Principal Investments.* In short, this entails that as divestments of existing development projects progress, new investments will be guided by the strategic use of equity, with the aim of growing Investment Management's assets under management and establishing a strong foundation for recurring revenue. By leveraging our balance sheet to drive growth in AUM and recurring revenue,



## STRATEGY

Since the start more than 35 years ago, Catella has sought to be a natural and sustainable link between the property market and capital markets

## BUSINESS MODEL

The business model is based on the capacity of the organisation to translate deep expertise into relevant advisory services that create value and economic growth by investing Catella's own and others' capital in property

## VISION

Your sustainable investment partner – together building the link between property and capital

## PURPOSE

Adding value together – combining entrepreneurial spirit with our European network and intelligence to deliver outstanding results for our clients

we steadily enhance stability and generate greater shareholder value over time.

*Enhanced profitability and harmonized offering in Corporate Finance.* In the weaker market seen in recent years, we have strengthened and focused our offering, alongside implementing cost-saving measures. Looking ahead, we are well-positioned for growth in line with the market turnaround, through further optimizing the strengths of our pan-European platform expertise to create value for our customers.

*Focus on AUM growth in Investment Management.* Despite the challenges of the past two years, we have continued to grow through a balanced strategy that combines fund investments with our expertise in managing and developing property through mandates. By continuing to expand existing funds and launch new strategies, we cultivate growing, stable, and value-creating cash flows.



## STRATEGY



STRATEGY

Our values



WINNING TOGETHER

- We build our collaboration on a foundation of trust, supporting each other's growth and celebrate our shared success
- We share ideas and opportunities, creating collaborations across our Pan-European network within Catella
- We utilize intelligence across the group, leveraging our synergies to reach our full potential



VALUE CREATION

- We exceed expectations, ensuring that everything we do brings value to our customers
- We stay ahead of the curve, understanding what our stakeholders need and keep a clear focus on creating impact
- We are curious and creative, helping our clients improve the whole value chain



FUTURE-FOCUSED

- We are agile and proactive, adapting to a changing environment
- We invest in talent and culture, preparing our employees to become the future leaders of Catella
- We embrace digital innovation, develop tools and solutions that focus on business opportunities and resilience



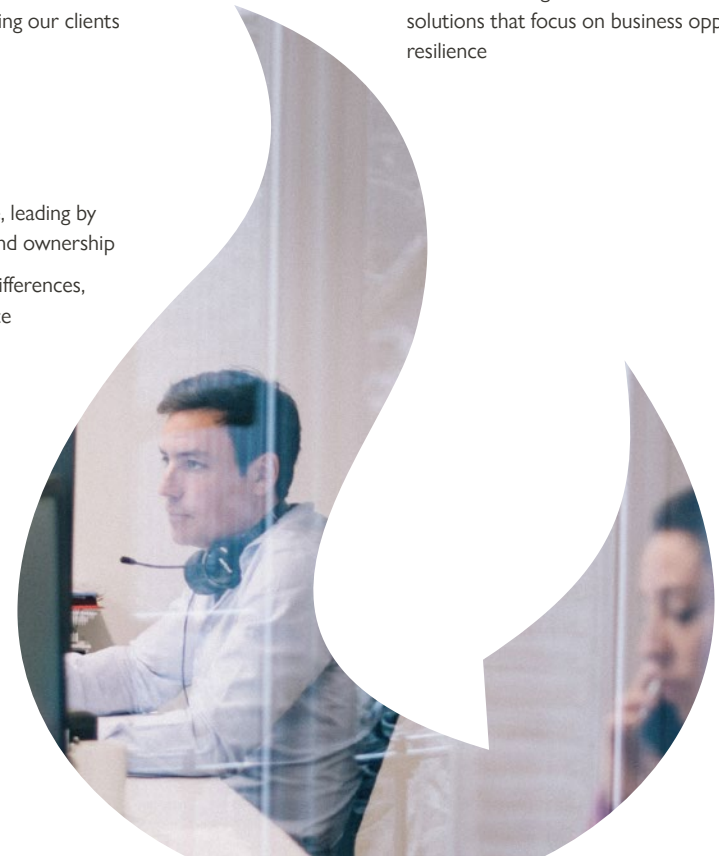
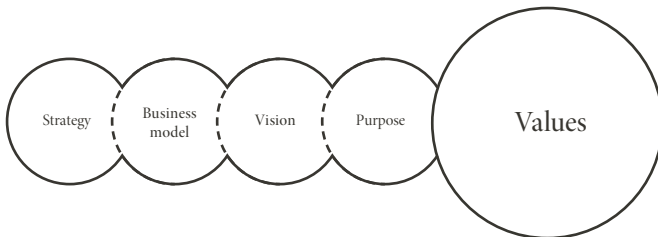
ENTREPRENEURIAL SPIRIT

- We challenge status quo, recognizing that new ideas come from diversity of thinking
- We are passionate and confident in our capabilities, daring to act on calculated risks to create opportunities and learnings
- We create innovative solutions, by leveraging on our track record and data across the group



EMPOWERMENT

- We invest in and trust our people, leading by example through accountability and ownership
- We respect each other and our differences, ensuring all employees have a voice which is heard
- We are purpose-driven, ensuring personal and professional goals are aligned with Catella's vision



## STRATEGY

# A SUSTAINABLE EMPLOYER

Catella has a unique market position. Through local expertise on a pan-European platform, the company provides tailor-made solutions and advanced advisory services in property investments.

**T**he core of Catella's DNA lies in its strong entrepreneurial culture and local expertise on each market. By leveraging synergies within the company, we multiply opportunities to create value, both at local level and within the Group. Catella has approximately 500 employees in 12 European countries. By utilising the overall intelligence, the entrepreneurial spirit and assets under management across national borders, we create the conditions for exploring the opportunities and underlying values that exist in the company to ensure real long-term value creation and sustainable growth. With a synchronised organisation, we create even more opportunities to deliver results and add value for customers, stakeholders and shareholders.

## Our values

In 2023, Catella launched and implemented an updated vision, a new purpose, and a updated set of values – Catella Alignment. Throughout 2024, we have focused on embedding the meaning of our values and ensuring they align with our ongoing strategic direction.

Catella Alignment forms the foundation of how we operate within the group to achieve our objectives. It is a key strategic aspect for strengthening the organization from within, thereby driving sustainable growth. Catella believes in the collective strength of the company, and in creating the conditions for exchanging perspectives and networking, regardless of role in the company. The goal is that all employees shall feel that they are part of something greater, and to understand the value of the overall strengths present in the company. By understanding that we are stronger together, we create even greater opportunities to future-proof Catella on sustainable foundations.

A key element in this is Catella Academy, which offers internal networking and high-quality training opportunities. The aim of Catella Academy is to nurture a shared culture, while providing staff with opportunities for personal development and value creation within the organisation. A key driver of Catella's success and growth is investing in employee development while also cultivating a broader understanding of the entire business. From a social perspective, the platform is important for the company's talent management and our ability to attract, develop and retain employees, which ensures the success of individuals and the company alike. In May, Catella Academy took place with approximately 40 of Catella's employees just outside Munich. Alongside the Academy, the annual spring MD-meeting also facilitated meetings and exchanges of perspectives at various levels within the company.




## STRATEGY

# OUR VALUE CHAIN

Catella's organisational structure has been designed to achieve intra-Group synergies and through expanded collaboration within and between the three business areas Investment Management, Principal Investments and Corporate Finance.

By providing platforms for networking where employees from different parts of the group can exchange knowledge, collaborate, coordinate activities, and collectively identify new business opportunities, Catella is able to develop offerings that attract both local and international investors.





Investment  
Management

**Catella Investment Management** is a leading specialist in property investment with a presence on ten geographical markets in Europe. The business area offers institutional and professional investors attractive, risk-adjusted returns through regulated property funds and asset management services through two service areas: Property Funds and Asset Management. Property Funds offers specialised funds with various investment strategies such as risk and return level, property category and location. Through 20 specialized property funds, investors gain access to fund management and efficient allocation across various European markets. Within Asset Management business area, Catella provides asset management services to property funds, other institutions and family offices. Catella creates value in all phases of the process – from identifying and acquiring projects to financing, strategic management and, finally, divestment.



Principal  
Investments

**Through Principal Investments,** Catella carries out principal property investments together with partners and external investors. Catella currently invests in offices, residential units and logistics properties on four geographical markets in Europe. Catella also currently has investments in four funds managed under its own administration. Investments are made with the aim of generating an internal rate of return (IRR) of at least 15-20 percent, as well as contributing to assets under management and management fees. The business area invests through three strategic approaches: development partnerships, co-investments alongside customers and direct investments through subsidiaries. These partnerships and investments span the entire value chain, from entrepreneurs who create the assets to suppliers of building materials and services.



Corporate  
Finance

**Catella Corporate Finance** provides complex capital markets services to property owners and qualified advisory services for all types of property-related transactions to various categories of property owners and investors. Corporate Finance offers property companies, financial institutions, property funds and other property owners strategic advice, capital markets-related services and advanced transaction advice. Operations are carried out on five markets and offer local expertise about the property markets in combination with European reach. This combined local and international perspective makes Catella Corporate Finance an attractive partner for property sector operators seeking qualified advisory services and expertise in complex property transactions.

02.

# OPERATIONS AND MARKET

Catella is in prime position to create new opportunities on the European alternative investments market. Our business areas Corporate Finance, Property Investment Management and Principal Investments enable this. Over the years, Catella has built a stable European platform for continued strong growth in qualified advisory services, asset and property management and principal investments.



## INVESTMENT MANAGEMENT

# ACTIVE MANAGEMENT AND ATTRACTIVE RETURNS

The Investment Management business area offers attractive, risk-weighted returns through property funds, as well as through property management and development via mandates.

Despite low transaction activity, the business area Investment Management continued to return balanced in and outflows in 2024. This is evidence that our business model continues to generate growth opportunities even on a weaker and more hesitant transaction market. Since the business area's inception in 2015, managed capital has increased by an average of approximately 18 percent per year, reaching SEK 155 billion at the turn of the year. Throughout the year, the capital inflow has primarily been within sustainability-focused property funds, specifically in residential properties.

In the autumn, Catella launched the fund platform, Catella Investment Management (CIM). The purpose is to enhance operational efficiency and expand capacity in fund management. By merging the front-office operations of Catella Residential Investment Management (CRIM) and Catella Real Estate AG (CREAG), Catella gains enhanced opportunities to share resources and develop new products. CIM manages assets worth approximately EUR 10 billion, spread across 25 funds with properties in 15 countries across Europe.

Property Funds' assets under management increased slightly to SEK 115 billion (107). Throughout the year, Catella launched new funds, including a new logistics fund. Catella also launched its first fund on the UK market, supported by a seed investment of SEK 25 million from Principal Investments. The fund closed with over SEK 1,4 Bn in capital commitments from institutional investors.

### Stability through economic cycles

By offering property funds, as well as management and property development through mandates, Catella maintains a broad offering through the various phases of an economic cycle. When the economy is buoyant, there is a large interest in investing in property funds, whereas in times of decline and uncertainty there is more interest in opportunistic investments and repositioning of properties through mandates. Due to its breadth, Catella can focus on different investor segments depending on the situation in the property market in question. Throughout 2024, services related to the management and refinancing of underperforming assets have seen increased demand, which also led to more mandates extending from 2024 and beyond.

### Forward-looking focus

With a broader offering in property funds and a larger fund platform, Catella can increase growth further with new products aimed at a larger investor base. New products are based on funds aimed at generating added value through property development, or opportunistic investments. The business area also develops new strategies for meeting current market demand. One example is the launch of new funds and mandates focused on retrofitting older properties to make them more energy-efficient and sustainable.

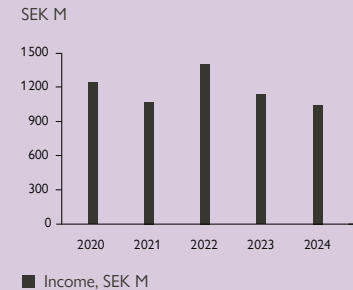
Interest in funds with a clear sustainability focus remains strong. To meet this demand, and in line with Catella's vision of being a sustainable partner and the link between property and capital, the focus will remain on developing existing funds and launching new funds with a sustainability profile.

Other strategies include investments in development projects in attractive locations with the potential to generate high returns. On a market with high demand for modern and affordable housing, while new construction has simultaneously decreased, Catella has an important role to play for fund investors, shareholders and society as a whole. In addition, work continues on increasing internal collaboration and synergies, for example by a greater proportion of the assets in Property Funds being managed by Asset Management.

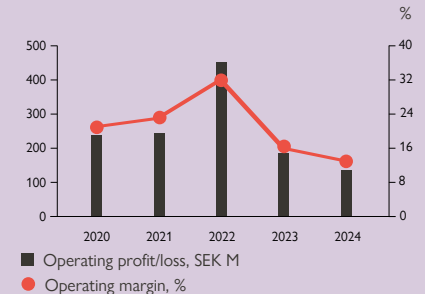
### PROFIT DEVELOPMENT IN SUMMARY

SEK M	2024	2023
<b>Total income</b>	<b>1048</b>	<b>1138</b>
Direct assignment costs and commission	-158	-171
Operating expenses	-755	-782
<b>Operating profit</b>	<b>135</b>	<b>186</b>

### PROGRESS TOTAL INCOME



### DEVELOPMENT OF OPERATING PROFIT AND OPERATING MARGIN







## CASE / INVESTMENT MANAGEMENT

## Balanced capital flows through local expertise and internal synergies

*Catella Asset Management Finland successfully leveraged the opportunities presented by a challenging market in 2024 and made a strong contribution to balanced capital inflows and outflows. This is evidence of Catella's business model and unique ability to generate growth opportunities even on a weaker and more hesitant transaction market.*

The cautious transaction market has increased demand for the management and refinancing of underperforming assets. With strong local customer knowledge and the ability to identify tailored and sophisticated solutions, Catella Asset Management Finland has secured several major asset management mandates extending from 2024 onward.

One example is the asset management mandate for Spektri Business Park in Espoo, just outside Helsinki, Finland. Spektri Business Park consists of five properties with a lettable area of approximately 35,000 square metres, offering modern office spaces, restaurants, a health centre, and a 24/7 supermarket. The mandate entails Catella overseeing the management of Spektri's property company, as well as the leasing and development of its premises. Spektri is owned by a fund managed by the asset management firm Tristan Capital Partners.

Another example of value creation is Catella's ability to translate local market expertise into strategic

opportunities while leveraging synergies within the group. Catella Asset Management Finland leveraged its local market expertise to support Catella Residential Investment Management (now Catella Investment Management, CIM) in executing its second investment in the Finnish market for the Catella European Residential fund. The acquisition included a modern, sustainability-focused residential property portfolio comprising five properties and 350 apartments across four Finnish cities: Espoo, Kerava, Tampere, and Turku. The transaction resulted in an additional asset management mandate, including extensive plans for energy efficiency improvements. In collaboration with CIM, Catella Asset Management Finland oversees the management of 720 residential units, maintaining a strong commitment to investing in future opportunities in Finland. The collaboration exemplifies Catella's ability to harness synergies, aligning with its strategic ambition to enhance internal cooperation—such as increasing the proportion of Property Funds' assets managed by Asset Management.



## PRINCIPAL INVESTMENTS

# EQUITY INCREASES SYNERGIES

Through its Principal Investments business area, Catella invests its own capital alongside external investors. The objective is to achieve an internal rate of return (IRR) with at least 15–20% while also driving the growth of assets under management and management fees. Principal Investments also create strategic advantages, fostering both development and collaboration across its various business areas.

Catella's proprietary investments within Principal Investments decreased by SEK 0.1 billion on the previous year, totalling SEK 1.6 billion by year-end. In early 2024, Principal Investments divested the final property within the framework of its partnership with Infrahubs. Since the start, the partnership has generated approximately SEK 225 million in profit after tax for Catella's shareholders, with most assets divested before the start of the market downturn. Throughout the year, the development and completion of ongoing projects progressed as planned. Following divestments, the business area now has 9 (10) ongoing projects. The divestments free up capital, further strengthening Catella's liquidity and creating opportunities for new investments that meet our return requirements. The development projects comprise a mix of residential properties, office properties and logistics properties in four European countries. Catella's Principal Investments take place through three strategies:

## Partnerships

Through partnerships Catella invests as a minority owner in joint ventures. These investments are made to develop sustainable and modern properties that meet the demands and needs of the tenants and investors of tomorrow. One example of project is the rebuilding of an iconic landmark with a clear focus on energy-efficiency and contributing to urban sustainability in central Düsseldorf.

## Direct investments

Through direct investments, Catella takes on a greater share of the overall investment cost. Examples of direct investments:

Kaktus Towers features compact, modern residences designed with a strong focus on social sustainability. Located in one of Copenhagen's fastest-growing districts, the development is part of the larger urban regeneration project at Kalvebod Brygge. In 2024, the project reached full completion, with the final commercial

tenants moving into the properties. Over the year, the towers' concept and design received an award from an international architectural jury. In parallel with completion, this unique object has been marketed for sale. Catella Investment Management in Denmark is responsible for the property development.

Another example of a direct investment is The Mander Centre, a shopping mall in Wolverhampton, UK. Catella recognizes substantial opportunities to reposition the property to attract new tenants, aligning it with higher energy performance standards and unlocking additional value. Catella APAM is responsible for the property development.

## Co-investments and investments in funds

The aim of these investments is to invest a smaller proportion of a new corporate, fund or development project's initial capital requirement. By supporting investments at an early stage, Catella demonstrates that we believe in the project and that we are willing to share the risk alongside other investors, thus also benefiting from the upside. At the same time, investments alongside external investors also enable management mandates and growth in new funds and investment strategies pursued by Catella. At year-end, Principal Investments had invested SEK 281 million in the following co-investments and investments in funds:

- Co-investment of SEK 25 million in the REIT fund Catella APAM Strategic Equities I, which focuses on identifying opportunities within the UK-listed property sector. The fund closed with over SEK 1,4 Bn in commitments from institutional investors.
- Catella Systematic Property Fund. The fund is a data-driven UCITS fund, meaning its management complies with a regulatory framework that mandates broad risk diversification. The model portfolio

is updated daily based on the latest market, macroeconomic, and company data.

- Co-investment in the French SPCI fund Ūpeka, managed by Axipt Real Estate Partners. The fund portfolio is structured around geographic diversification, property segments, and a varied tenant mix—leveraging Catella's pan-European platform and local market expertise.

## Forward-looking focus

In an uncertain and challenging market, opportunities arise to invest in projects that generate long-term value. There is strong demand for the development and repositioning of properties to meet more demanding requirements for energy performance and other sustainability factors. Principal Investments focuses on identifying these opportunities and investing Catella's equity in projects that contribute to the company's profitability goals and generate fixed income, both for the business area and other parts of Catella.

INVESTED CAPITAL  
SEK Bn

# 1.6

as of 31 Dec. 2024, a decrease of SEK 0.1 billion compared to 2023

NO. OF  
INVESTMENTS

# 13

as of 31 Dec. 2024

EUROPEAN COUNTRIES WITH  
DEVELOPMENT PROJECTS

# 4

as of 31 Dec. 2024

## CASE / PRINCIPAL INVESTMENTS

# KöTower

## *Offices with social focus*

In central Düsseldorf, Catella, through Catella Project Management, participates in the rebuilding of a known office landmark on Königsallee – KöTower. KöTower is pushing the boundaries of sustainable and environmentally friendly workplaces. The completed property will feature efficient office spaces with flexible options for private offices, open areas, or co-working environments tailored to diverse needs.

By using 75% renewable energy for heating through an advanced energy system and solar panels on the façade, the building aims to help tenants reduce their CO<sub>2</sub> footprint and running costs.

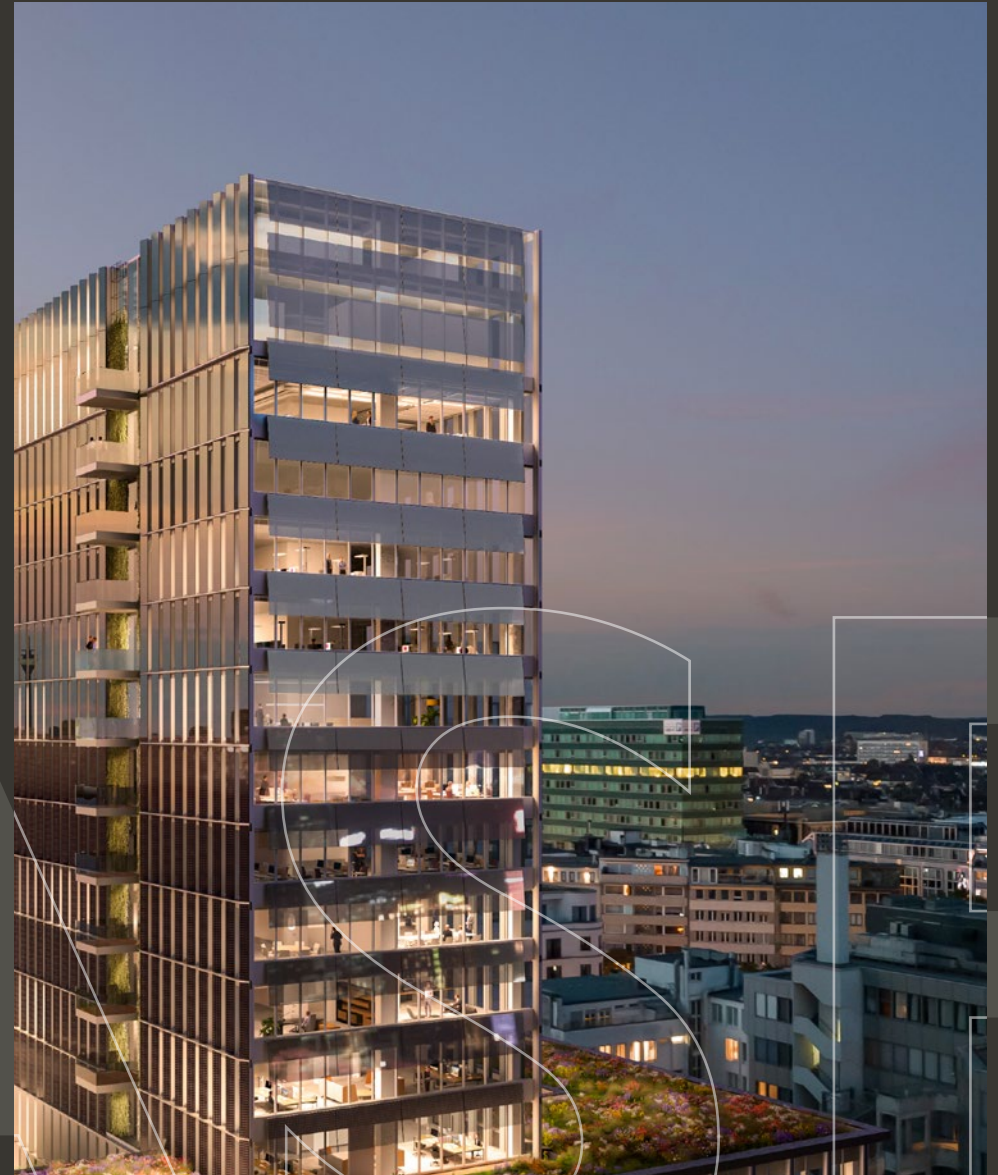
In addition to its environmental features, KöTower will include a 1,800-square-metre rooftop garden on the 17th floor, offering a tranquil sanctuary.

KöTower aims to be a socially responsible building. To enhance social sustainability around Königsallee, attractive restaurants will be located at street level, encouraging people to linger in the area even after office hours. To further enhance the urban landscape, part of the building's facade will be transformed into an art wall, contributing to the artistic diversity of the neighbourhood. The office building will also offer underground parking. By interweaving spaces for office employees, local residents, and weekend shoppers, the area achieves optimal multi-purpose use.

The building meets Efficiency House Standard 40 and has applied for certification DGNB Platinum. The entire project is characterized by sustainable processes that ensure transparent and fair reporting, planning and development for suppliers and manufacturers.

Beyond the goal of KöTower contributing to the local community, the project exemplifies Catella's approach to partnering with like-minded collaborators who share a commitment to integrating environmental and social sustainability into urban development.

*The project KöTower fulfills the criteria's, and is part of Catella's Green bond framework which was launched during the autumn 2025.*



## CORPORATE FINANCE

# LOCAL EXPERTISE WITH PAN-EUROPEAN REACH

Catella is a leading transaction advisor in the European property sector. The Corporate Finance business area is distinguished by offering qualified advisory services based on strong local market knowledge and a pan-European platform.

Catella Corporate Finance provides high-quality capital market services and creative strategic advisory services, specialising in large, complex transactions. The local teams' expertise and knowledge of their respective markets coupled with pan-European reach make Corporate Finance a leading transaction advisor in Europe.

## Progress in the year

Corporate Finance's services remain in demand even in a more cautious and subdued transaction market. Throughout the year, the business area maintained its position as a trusted advisor and long-term partner in transactions and capital market services. In 2024, Corporate Finance Sweden was the property advisor to complete the highest number of divestment transactions. In Finland, Corporate Finance is the second-largest sales advisor with a market share of 11 percent, and the business in Spain closed the year on a very strong note. Catella acted as advisor for property

transactions and capital raisings worth a total of SEK 24.2 billion (24.3) in 2024. Total income was SEK 406 million (445), with operating profit of SEK -17 million (-33). Throughout the year, the focus has also been on strengthening the local teams through succession and growth in the five countries where the business operates. Corporate Finance also acted as an advisor in several transactions within Catella, including the sale of a centrally located property in Copenhagen on behalf of Catella Real Estate AG and the sale of a logistics property within the Infrahubs portfolio.

## Cautious improvement in the transaction market

Transaction volumes in Europe increased slightly during 2024 compared to the previous year, albeit volumes remain far below the level seen three years ago, when the downturn started. The second half of the year showed signs of cautious improvement, although it did not result in a significant increase in transactions. As the market outlook stabilises, and the gap between buyer

and seller price expectations now narrows, Corporate Finance expects a more active transaction market in 2025. Overall, transaction volumes in Europe decreased by 8 percent, from EUR 163 billion in 2023 to EUR 176 billion in 2024. In comparison, transaction volumes totalled EUR 343 billion in the record year 2021.

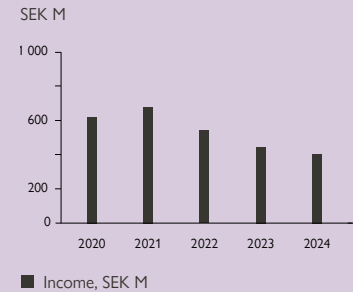
## Forward-looking focus

Corporate Finance has a strong offering and an established position in all the markets where Catella operates. The business area's strong reputation and ability to maintain long-term relationships provide a solid foundation for further growth once the market recovers. With strengthened local teams and renewed leadership in several of the company's local offices, the business area is well-positioned for the future. Additionally, the business area has further opportunities to strengthen synergies with other business areas, serving as a knowledgeable and valued advisor internally within Catella.

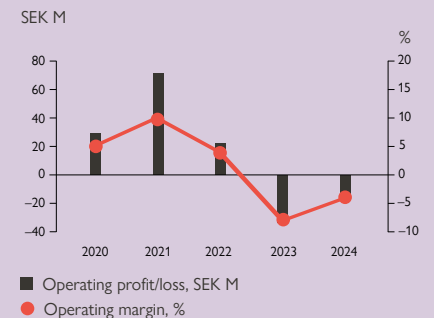
## PROFIT DEVELOPMENT IN SUMMARY

SEK M	2024	2023
<b>Total income</b>	<b>406</b>	<b>445</b>
Direct assignment costs and commission	-69	-101
Operating expenses	-354	-377
<b>Operating profit</b>	<b>-17</b>	<b>-33</b>

## PROGRESS TOTAL INCOME



## DEVELOPMENT OF OPERATING PROFIT AND OPERATING MARGIN



## CASE / CORPORATE FINANCE

## Advisor on divestment to BlackRock

*In January 2024, Catella Corporate Finance Sweden acted as sell advisor in connection with a divestment to global asset manager BlackRock.*

In January 2024, Catella Corporate Finance Sweden acted as sell advisor when the final property within the collaboration with Infrahubs was divested to global asset manager BlackRock. The transaction involved the acquisition of a modern logistics property of 31,500 square meters with a particularly strong sustainability profile, including the installation of one of the largest solar panel systems in the Nordic region and the Swedish sustainability certification Miljöbyggnad Silver

In 2020, Catella formed a partnership with logistics developer Infrahubs with the shared goal of developing modern logistics facilities with automated warehouse management processes to meet the needs of the Swedish market. The initiative laid the foundation for property investments within the Principal Investments business area and attractive development projects across various segments with strong returns. Under the partnership with Infrahubs, five logistics properties were developed with high demands on location, quality, and sustainability.

The transaction is a prime example of how Catella leverages its synergies and unique position as a knowledgeable and sought-after advisor, with the ability to develop various types of properties that meet high sustainability standards and deliver strong returns on investment.



## 03. **SHARES AND SHAREHOLDERS**

Catella is listed on Nasdaq Stockholm in the Mid Cap segment. Class A and B shares are traded under the stock tickers CAT A and CAT B, respectively. Catella has approximately 7,400 shareholders. The Claesson & Anderzén Group is the largest shareholder.



# Catella

## A LEADING PARTNER IN EUROPEAN PROPERTY INVESTMENTS

Catella has a strong market position and long-term relationships with leading institutional investors, both as a regulated property fund manager, property developer and transaction advisor. At the end of the year, Catella had 25 offices in 12 countries around Europe and with its almost 40-year history offers a broad pan-European perspective to investors in the property sector.

### Progress in 2024

- Continued growth in property funds with a focus on sustainable investments.
- New mandates for management and divestment of underperforming assets in Investment Management.
- Sustained market leadership for Corporate Finance in a cautious market
- Liquidity-enhancing divestments of development projects as planned.

## CATELLA IS ACTIVE ON A LONG-TERM GROWTH MARKET

Real assets remain under-allocated in global investment portfolios, which drives capital inflows to property investments. Continued demand for inflation-hedged assets favours investments in the property sector. In addition, the ageing population is driving increased demand for stable returns in pension products.

### Progress in 2024

- Increase in assets under management by SEK 3 billion in a market with limited capital inflows.
- Growth in new strategies initiated with seed investments from Catella For example, Catella Systematic Funds (SE), Axiptit Úpeka (FR), and Catella APAM Strategic Equities Fund I (UK).

## SUSTAINABLE BUSINESS

The overarching goal of Catella's approach is to offer long-term and sustainable management services, advisory services and principal investments that generate good outcomes for customers, shareholders and society at large.

### Progress in 2024

- Preparations for the new EU Corporate Social Responsibility Directive (CSRD), including a double materiality assessment and internal training across the Group.
- Continued growth in the Catella European Residential III fund, Catella's first Article 9 fund.
- Issued new senior unsecured green bonds under Catella's green bond framework.

## SUCCESSFUL PLATFORM BUILDER

A majority of Catella's companies are part-owned by the local management. This generates an entrepreneurial culture and ensures objectives are aligned for part-owned companies and the Group. When Catella starts a new operation, it is usually done through part-ownership alongside local partners, which ensures financial incentives that correspond to Catella's financial targets. Building complementary platforms in the property sector also creates synergies between our companies and recurring income.

### Progress in 2024

- A total of SEK 0.2 billion was invested through part-owned companies.
- Assets under management in Catella APAM Strategic Equities Fund I increased to SEK 1.4 billion, following Catella's initial seed investment of SEK 25 million at the launch of the initiative.
- Mapping and discussions with many future partners, with the ambition of reaching new geographical markets and establishing complementary operations in existing markets.

## STABLE AND PROFITABLE GROWTH PROFILE

Catella's three business areas offer a diversified business model in terms of assets, offering and geographical market, which creates value over time. Investment Management's offering generates a stable base of assets under management, underpinned by a foundation of repeat fixed management fees. Principal Investments invests Catella's equity in attractive development projects with the aim of generating an average internal rate of return (IRR) of 15-20 percent. Corporate Finance is a highly regarded and sought-after transaction advisor, trusted in both high and low economic activity periods. In addition, there are significant synergies between Catella's business areas.

### Progress in 2024

- A positive operating profit attributable to Catella's shareholders of SEK 128 million (133) in an extremely cautious market with limited sales of proprietary development projects.
- Sustained strong liquidity in both Catella AB and our funds, which enables us to invest in long-term value creation.
- Invested capital in Principal Investments remained in line with the previous year, driven by the decision to retain completed and cash flow-positive properties while awaiting a normalized transaction market.

Catella's market capitalisation at 31 December 2024 was approximately SEK 2.5 billion (2.9). Catella's share price (Class B) decreased from SEK 33.50 to SEK 27.85 in 2024, a decrease of 17 percent. The corresponding development for the Class A share was SEK 33.0 to SEK 26.0, a decrease of 21 percent. This can be compared to the OMX Stockholm GI, which increased by 9 percent.

#### Turnover

In 2024, a total of 27.1 million Class B shares and 361,000 Class A shares in Catella were turned over on all market places, while the average daily trading volume was 107,816 Class B shares and 1,438 Class A shares. Trading on Nasdaq Stockholm represented 70.0 percent of total turnover in the Class B share and 59.7 percent in the Class A share.

#### Share capital

As of 31 December 2024, Catella's registered share capital was SEK 177 million (177), divided between 88,348,572 shares (88,348,572). The quotient value per share is 2. Share capital is divided between two share classes with different voting rights. 2,340,654 Class A shares with 5 votes per share, and 86,007,918 Class B shares with 1 vote per share.

As of 31 December 2024, a total of 3,000,000 warrants were outstanding. Upon full utilisation of the 3,000,000 warrants, dilution of the capital and votes in the company would be 3.4% and 3.0% respectively.

At the request of shareholders, 55,000 Class A shares were converted to Class B shares in 2024.

#### Dividend

Catella's aim is to transfer the Group's profit after tax to shareholders to the extent it is not considered necessary for developing the Group's operating activities and considering the company's strategy and financial position. Adjusted for profit-related unrealized value increases, at least 50 percent of the Group's profit after tax will be transferred to shareholders over time.

Ahead of the AGM on May 20, 2025, the Board has proposed a total dividend of SEK 79,513,714.80 (79,513,714.80), corresponding to SEK 0.90 (0.90) per Class A and B share for the 2024 financial year.

#### Shareholders

Catella had 7,370 (7,883) shareholders registered at the end of the period. The principal shareholders on 31 December 2024 were the Claesson & Anderzén Group with 49.4 percent (49.4) of the capital and 49.2 percent (49.0) of the votes, followed by Alcur Fonder with 5.4 percent (7.3) of the capital and 4.9 percent (6.6) of the votes.

The ten largest shareholders held 74.4 percent, (73.5) of the capital and 72.5 percent, (71.6) of the votes as of 31 December 2024. Foreign ownership amounted to 19.9 percent (18.2) of the capital and 19.4 percent (18.4) of the votes.



SHAREHOLDING DISTRIBUTION OF CAPITAL  
31 DEC 2024



- Claesson & Anderzén 49.42%
- Swedish private individuals 17.57%
- Swedish institutional shareholders 9.91%
- Other 4.15%
- Unknown owner type 3.97%
- Foreign institutional shareholders 14.99%

DISTRIBUTION OF SHARES  
AS OF 31 DECEMBER 2024

Shareholding distribution by holding	Number of shares	Capital	Votes	No. of shareholders	Proportion of owners
1-500	730,000	0.83%	1.47%	5,387	73.09%
501-1,000	613,248	0.69%	1.07%	785	10.65%
1,001-5,000	2,040,870	2.31%	2.76%	882	11.97%
5,001-10,000	1,021,787	1.16%	1.34%	139	1.89%
10,001-50,000	2,542,787	2.88%	2.86%	111	1.51%
50,001-100,000	1,819,438	2.06%	1.86%	25	0.34%
100,001-500,000	6,985,099	7.91%	7.98%	26	0.35%
500,001-1,000,000	6,270,326	7.10%	6.84%	8	0.11%
1,000,001-5,000,000	19,149,096	21.67%	20.29%	6	0.08%
5,000,001-20,000,000	0	0.00%	0.00%	0	0.0%
20,000,001-	43,664,749	49.42%	49.19%	1	0.0%
<b>Anonymous holding</b>	<b>3,511,172</b>	<b>3.97%</b>	<b>4.35%</b>		

SHAREHOLDERS  
AS OF 31 DECEMBER 2024

Shareholders	CAT A	CAT B	Capital	Votes
Claesson & Anderzén	1,100,910	42,563,839	49.42%	49.19%
Alcur Fonder		4,807,343	5.44%	4.92%
Gran Fondo Capital	143,334	4,605,974	5.38%	5.45%
Symmetry Invest A/S		3,600,000	4.07%	3.68%
Avanza Pension	3,224	2,417,883	2.74%	2.49%
Nordnet Pensionsförsäkring	21,630	2,051,731	2.35%	2.21%
Nordea Funds		1,497,977	1.70%	1.53%
Hedberg family		1,000,000	1.13%	1.02%
Swedbank Försäkring		988,400	1.12%	1.01%
MP Pensjon PK		916,919	1.04%	0.94%
Other	1,071,556	21,557,852	25.61%	27.55%
<b>Total</b>	<b>2,340,654</b>	<b>86,007,918</b>	<b>100.00%</b>	<b>100.00%</b>

FIVE-YEAR SUMMARY OF CATELLA'S CLASS B SHARE

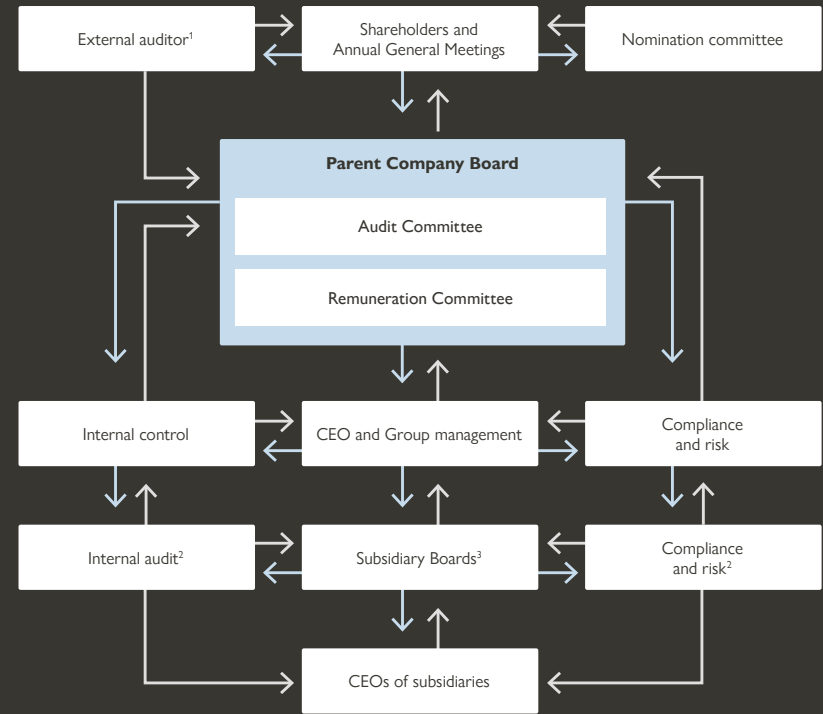


## 04. **CORPORATE GOVERNANCE**

Catella AB is a public Swedish limited liability company with its registered office in Stockholm, Sweden. Catella's shares are listed on the regulated marketplace Nasdaq Stockholm Mid Cap.



CATELLA'S CORPORATE GOVERNANCE



→ Informs/reports      → Chooses/appoints/initiates

Group management is represented on the subsidiary Boards

1) In addition to the Audit Report, the external auditor submits reports relating to the review of annual accounts, management and internal control of financial reporting to the Board and management of the Catella Group and its subsidiaries.

2) Internal audit, compliance and risk functions are located in the subsidiaries that conduct operations subject to regulatory oversight.

3) The Boards of Directors of subsidiaries address issues relating to audit, remuneration, risk management and regulatory compliance in a commensurate manner as for the Parent Company's Board of Directors.

## CORPORATE GOVERNANCE

This Corporate Governance Report is presented in accordance with the Annual Accounts Act and the Swedish Corporate Governance Code and describes the corporate governance of Catella in the financial year 2024. In 2024, Catella reported a deviation from the Swedish Corporate Governance Code, which is further explained in the section "Extraordinary General Meeting 2024" below. In addition, Catella did not breach the Swedish Corporate Governance Code or Nasdaq Stockholm's regulatory framework for issuers or accepted stock market practice in 2024. The Report has been reviewed by Catella's Auditor, see page 145-148.

Catella's corporate governance is based on external regulatory frameworks such as the Swedish Companies Act, the Swedish Annual Accounts Act, Nasdaq Stockholm's regulatory framework for issuers, the Swedish Corporate Governance Code and other applicable Swedish and foreign laws and regulations. As a complement to the external regulatory frameworks, the company follows an internal framework in the form of the Articles of Association, as well as control and working documents for the Board, its committees, the CEO and corporate operations. These provisions are applied and monitored by means of corporate reporting procedures and standards.

The Swedish Corporate Governance Code is available on the Swedish Corporate Governance Board's website, [www.bolagsstyrning.se](http://www.bolagsstyrning.se), where the Swedish model for corporate governance is described. The Swedish Corporate Governance Code is based on the "comply or explain" principle. This means that a company applying the Swedish Corporate Governance Code may choose to deviate from specific rules in the code, provided that it openly discloses and justifies the deviation and describes the alternative solution adopted. In connection with an Extraordinary General Meeting at Catella on March 20, 2024, Catella deviated from the provision in the Swedish Corporate Governance Code stating that a shareholder who is also a board member of the company should not be appointed as a verifier of the meeting minutes. The deviation is further explained in the section "Extraordinary General Meeting 2024" below. Apart from this, Catella did not depart from the Swedish Corporate Governance Code in 2024. Nasdaq Stockholm's regulatory framework for issuers is available on Nasdaq Stockholm's website, [www.nasdaq.com](http://www.nasdaq.com). There were no breaches of Nasdaq Stockholm's regulatory

framework for issuers or accepted stock market practice according to Nasdaq Stockholm's disciplinary board or statements by the Swedish Securities Council in 2024.

**Shares and Shareholders**

Catella has been listed on the regulated market place Nasdaq Stockholm Mid Cap since 2016. The shares are traded under the tickers CAT A and CAT B. As of 31 December 2024 the total number of shares in Catella was 88,348,572, of which 2,340,654 Class A shares and 86,007,918 Class B shares. Each Class A share confers the right to five votes and each Class B share confers the right to one vote. Each share confers the right to an equal share of the company's assets and profit.

The share register is kept by Euroclear Sweden AB on assignment by the Board. As of 31 December 2024 the total number of shareholders in Catella was 7,883 (8,255). The shareholders include equity funds, institutional owners, members of Catella's Board and Group management and a large number of private individuals, including close companies. The largest shareholder as of the same date was the Claesson & Anderzén Group (primarily through CA Plusinvest AB), with a holding corresponding to 49.4 percent (49.4) of the shares and 49.2 percent (49.0) of the votes. No other shareholders held 10 percent or more of the total shares or votes in Catella at the end of 2024. Additional information regarding Catella's shares and shareholders is presented in the section "The Catella Share and Shareholders" and on the company's website, [www.catella.com](http://www.catella.com).

**Annual General Meetings**

Shareholders primarily exercise their influence at the Annual General Meeting (AGM), which is the highest decision-making authority in the company.

Each shareholder has the right to participate in and exercise voting rights for their shares at the general meeting, with no restrictions on the number of votes a shareholder may cast. The regular AGM is held once annually. The Board can also convene an Extraordinary General Meeting before the next AGM is held, if required. The Notice convening the AGM is published on the company's website and advertised in the Swedish Official Gazette (Post - och Inrikes Tidningar). When a meeting is convened, a Notice of the meeting must be published in the Swedish broadsheet Svenska Dagbladet, in accordance with the Articles of Association. Notices of AGMs, as well as decisions made at the Meetings, are published through press releases, and minutes from the Meetings are published on the company's website, [www.catella.com](http://www.catella.com).

Catella's AGM is usually held in May. The AGM makes decisions including adopting the company's Income Statement and Balance Sheet, allocation of the company's earnings for the year and freedom of liability for Board members and the CEO. The AGM also appoints Board members and auditors and decides on the instructions to appoint the Nomination Committee, the Board's and auditors' fees, and guidelines on remuneration to senior executives. At the AGM, shareholders can also ask questions about the Group's operations. The AGM can also make decisions regarding particularly important issues, such as amendments to the company's Articles of Association, in accordance with the regulations in the Companies Act.

#### Extraordinary General Meeting 2024

Catella held an Extraordinary General Meeting (EGM) on Wednesday 20 March 2024. Prior to the EGM, the Board authorized shareholders to exercise their

voting rights in the form of an advance postal ballot in accordance with §11 of the Articles of Association. The Extraordinary General Meeting resolved in accordance with all proposals presented by the Board, approving a conditional repurchase offer for warrants and the establishment of a new incentive program through a directed issue of warrants, followed by their transfer to participants in the program. In addition to shareholders, the Chairman, the Secretary of the EGM, persons to attest the minutes, and representatives from the company participated in the EGM. Shareholders representing approximately 66 percent of the votes in the company as of the record date were represented at the Extraordinary General Meeting. In connection with the Extraordinary General Meeting, Catella deviated from rule 1.5 of the Swedish Corporate Governance Code when Board member Johan Damne was appointed as a verifier of the minutes in his capacity as a proxy for the shareholder CA Plusinvest AB. The reason for the deviation was that no other shareholders were physically present at the Extraordinary General Meeting besides CA Plusinvest AB and Simon Hammarström (who was appointed as a verifier of the minutes alongside Johan Damne).

#### Annual General Meeting 2024

Catella's Annual General Meeting 2024 was held on Wednesday 22 May 2024 in Stockholm, Sweden. Prior to the AGM, the Board authorized shareholders to exercise their voting rights in the form of an advance postal ballot in accordance with §11 of the Articles of Association. The AGM resolved in accordance with all proposals presented by the Board of Directors and the Nomination Committee. In addition to shareholders, the Chairman, the Secretary of the AGM, persons to attest the minutes, and representatives from the company participated in



the AGM. Shareholders representing approximately 66 percent (68) of the votes in the company as of the record date were represented at the AGM.

#### **Resolutions at the Annual General Meeting included:**

- to re-elect Board members Sofia Watt, Samir Kamal, Tobias Alsborger, Johan Damne and Anneli Jansson.
- to elect Pernilla Claesson as new Board members
- to elect Sofia Watt as Chair of the Board
- to adopt the Income Statement and Balance Sheet for the Parent Company and the Group, and to discharge the Board of Directors and CEO from liability for the preceding financial year
- to pay dividend to shareholders of SEK 0.90 per share, equivalent to SEK 79,513,714.80 and for remaining profit to be carried forward.
- to determine remuneration to the Board, including SEK 635,000 to the Chairman and SEK 390,000 each to other Board members. The AGM also resolved to pay a fee of SEK 145,000 to the Chairman of the Audit Committee and SEK 112,000 each to the other two Committee members, as well as a fee to the Chairman of the Remuneration Committee of SEK 55,000 and SEK 40,000 to the other Committee member.
- to re-elect KPMG AB as the company's Auditor for a term ending at the close of the next AGM
- fees to the Auditor are payable in accordance with approved invoice
- to approve the Board's Remuneration Report for the preceding financial year
- adopt the instruction for the Nomination Committee, which, apart from certain editorial changes, is consistent with the previous instruction adopted by the AGM in 2022
- amend the eighth paragraph of §4 of the Articles of

Association regarding the conversion clause

- To authorise the Board of Directors, on one or more occasions during the period until the end of the next AGM, with or without deviation from the shareholders' preferential rights, to resolve on a new issue Class A and/or Class B shares, in accordance with the terms of the Board's proposal
- To authorise the Board of Directors, on one or more occasions during the period until the next AGM, to resolve on repurchase and transfer of the company's own Class A and/or Class B shares, in accordance with the terms of the Board's proposal

#### **Annual General Meeting 2025**

Catella's Annual General Meeting 2025 will take place on Tuesday 20 May 2025. The Notice convening the AGM will be published in April 2025. More information is available at [www.catella.com](http://www.catella.com).

#### **Nomination committee**

The AGM of Catella makes decisions regarding instructions to the Nomination Committee. The Nomination Committee's remit includes to present proposals to the AGM concerning the number of Directors, Directors' and Auditor's fees, composition of the Board of Directors, Chairman of the Board, resolutions concerning the Nomination Committee, Chairman of the AGM and election of Auditors. The Nomination Committee's proposals are presented in the Notice convening the AGM. At the AGM, the Nomination Committee reports how its work has been conducted and presents its proposals and reasoning. Further information about the Nomination Committee and its work is available on Catella's website, [www.catella.com](http://www.catella.com).

#### **Nomination Committee for the Annual General Meeting 2024**

The instructions to the Nomination Committee were adopted at the AGM 2024 and prior to that, at the AGM 2022. In accordance with the instruction, the Nomination Committee for the AGM 2024 comprises three members: Eje Wictorson, (Chairman of the Nomination Committee) appointed by CA Plusinvest AB, Erik Eikeland, appointed by Alcur Fonder AB and Henrik Abrahamsson, appointed by Symmetry Invest. The majority of the Nomination Committee members were independent in relation to the company and management.

Ahead of the AGM 2024, the Nomination Committee concluded that Catella's Board worked effectively, with a high rate of participation and extensive commitment, and that all Board members, with the exception of Johan Claesson, were available for re-election. The Nomination Committee has specifically evaluated the composition of the Board with regard to Catella's business and stage of development, as well as the Board's diversity and breadth in terms of competence, experience, and background. In its work, the Nomination Committee particularly emphasized the importance of creating favourable conditions for the Board to operate effectively and stably, as well as the Board's long-term composition to ensure continuity and a structured and appropriate succession in connection with Johan Claesson's departure and the election of Pernilla Claesson as a Board member.

The Nomination Committee proposed that the number of Board members of the Committee remain unchanged, that all members available for re-election be re-elected, and that Pernilla Claesson be elected new Board member. The Nomination Committee proposed the election of Sofia Watt as the new Chair of the Board. In accordance with the Audit Committee's

recommendation, the Nomination Committee also proposed that KPMG AB be re-elected as Auditor until the end of the AGM 2025.

In its work to prepare the proposal for the Board, the Nomination Committee applied rule 4.1 of the Swedish Corporate Governance Code as a diversity policy. Accordingly, the Nomination Committee has specifically considered the need for diversity and breadth within the Board in terms of competence, experience, and background, while also striving for gender balance. The composition of the Board after the 2024 AGM resulted in an equal distribution of men and women among its members. The AGM adopted the Nomination Committee's proposals.

#### **Nomination Committee for the Annual General Meeting 2025**

In the autumn of 2024, the Nomination Committee for the AGM 2025 was convened and appointed in accordance with the instructions for the Nomination Committee adopted at the AGM 2024. The Nomination Committee for the AGM 2025 comprises three members: Eje Wictorson, (Chairman of the Nomination Committee) appointed by CA Plusinvest AB, Oscar Karlsson, appointed by Alcur Fonder AB and Ruben Visser, appointed by Gran Fondo Capital. The majority of the Nomination Committee members were independent in relation to the company and management.

#### **Board of Directors**

The Board has overall responsibility for Catella's organisation and management. According to Catella's Articles of Association, the Board shall consist of a minimum of four and a maximum of ten members, without deputies. The AGM 2024 decided that the Board shall consist of six regular Board members without deputies.

According to the Swedish Corporate Governance Code, a majority of the Board members appointed by the AGM shall be independent in relation to the company and management. A minimum of two of the Board members that are independent in relation to the company and management shall also be independent in relation to major shareholders of the company.

All Board members available for re-election were re-elected by the AGM 2024. Pernilla Claesson was elected as a new Board member. Up until the AGM 2024, Catella's Board comprised Johan Claesson (Chairman), Tobias Alsborger, Johan Damne, Anneli Jansson, Sofia Watt and Samir Kamal. Since the AGM 2024, Catella's Board comprises Sofia Watt (Chair), Tobias Alsborger, Johan Damne, Anneli Jansson, Samir Kamal and Pernilla Claesson. The majority (five out of six) of the Board members are independent in relation to the company and management. Four of the shareholders that are independent in relation to the company and management are also independent in relation to major shareholders. Further information about the Board of Catella is presented in the section "Board and Auditor" and on the company's website, [www.catella.com](http://www.catella.com).

The AGM 2024 authorized the Board to resolve to repurchase and transfer Treasury shares. The Board did not exercise this authorisation in 2024.

### The Board's areas of responsibility

The main task of the Board is to manage, on behalf of the shareholders, the Group's operations to optimise the interests of shareholders in terms of in long-term growth and value creation. The Board's work is governed by factors including the Companies Act, the Articles of Association, the Swedish Corporate Governance Code and the Rules of Procedure the Board has adopted for its work, including the work of the Audit Committee and

Remuneration Committee. The Board's responsibilities include ensuring effective internal control, for more information see the section "Internal control".

The most recent Rules of Procedure were adopted at the statutory Board meeting in May 2024. The meeting also adopted the Instruction to the CEO as well as existing, revised and new Group-wide control documents. The Rules of Procedure of the Board of Directors regulate matters including the duties of the Chairman of the Board, matters to be addressed at each Board meeting and matters to be addressed at particular times during the year. The Rules of Procedure describe the special role and tasks of the Chairman, and areas of responsibility for the Committees appointed by the Board. According to the Rules of Procedure and the Swedish Corporate Governance Code, the Chairman shall:

- Organise and lead the Board's work to ensure the optimal conditions for the Board's work,
- Ensure that the Board continuously updates and deepens its knowledge about the company,
- Ensure that the Board's decision are executed, and
- Ensure that the work of the Board is evaluated annually.

### The work of the Board in 2024

The Board held 21 meetings (13) in 2024, of which 7 (4) were held by telephone. The relevant Board member's participation in these meetings is presented in the table below. All meetings in the year followed an agenda distributed prior to the meeting, alongside relevant information.

In addition to the ongoing operations, certain matters have received particular focus during the year, including the governance of subsidiaries and associated companies, investments and divestments within the

Investment Management and Principal Investments business areas, the repurchase of outstanding warrants, the issue and transfer of warrants within the framework of Catella's existing incentive program, as well as the issuance, repurchase, and redemption of bonds. The Chairman presided over the work of the Board of Directors and maintained continuous contact and dialogue with the company's CEO. The Board met with the company's auditor on one occasion in the year without any member of management being present and obtained their opinions on the company's financial reporting and internal control. Minutes of the Board meetings were primarily recorded by the company's Chief Legal Officer. The minutes were verified by the Chairman and one Board member.

### Evaluation of the Board's performance

The Chairman of the Board annually initiates an evaluation of the Board's work with the aim of improving the Board's working methods and efficiency. Another aim of the evaluation is to ascertain what types of matters the Board feels should be given more focus and whether the Board has the appropriate expertise. The results of the evaluation are presented to the Board of Directors and the Nomination Committee.

The 2024 evaluation was carried out with the support of the company's Chief Human Resources Officer, with the Board members answering numerous questions about the Board's work and their own role as Board members. The results of the evaluation were discussed by the Board and presented to the Nomination Committee. The Nomination Committee subsequently conducted interviews with the relevant Board members and the CEO. The evaluation forms the basis for the Nomination Committee's work ahead of the next AGM.

### Audit Committee

The Board has instituted a dedicated Audit Committee to assist the Board in the quality-assurance of financial reporting and internal control. Specifically, the Committee monitors financial reporting and sustainability reporting, the effectiveness of internal control, the activities of the internal audit function and risk management. The Committee also keeps itself apprised of the statutory audit of the annual accounts and evaluates the Auditor and the Auditor's independence. The Committee presents its conclusions and proposals to the Board of Directors. The Audit Committee also presents a recommendation to the Nomination Committee regarding the election of and remuneration to the Auditor.

In the period up until the AGM 2024, the Board's Audit Committee comprised Tobias Alsborger, Johan Damne and Sofia Watt, with Tobias Alsborger as Chairman. Since the statutory Board meeting in May 2024, the Audit Committee comprised Tobias Alsborger, Johan Damne and Sofia Watt, with Tobias Alsborger as Chairman. The Audit Committee met on 4 (4) occasions in 2024.

### Remuneration Committee

The main task of the Remuneration Committee is to prepare the Board's decisions on matters relating to remuneration principles, remuneration and other employment terms for senior executives, monitor and evaluate ongoing schemes and schemes terminated during the year relating to variable remuneration to senior executives, and monitor and evaluate the application of the guidelines for remuneration to senior executives that the AGM decides on and applicable remuneration structures and remuneration levels in the company. The Committee will present its proposals to the Board of Directors.

In the period up until the AGM 2024, the Board's Remuneration Committee comprised Johan Claesson and Samir Kamal, with Johan Claesson as Chairman. Since the statutory Board meeting in May 2024, the Remuneration Committee comprises Sofia Watt and Samir Kamal, with Sofia Watt as Chair. The remuneration Committee met on 3 (3) occasions in 2024. In the periods between regular meetings, the Remuneration Committee communicated informally via e-mail and telephone.

#### Remuneration to the Board

The AGM decides on remuneration for work carried out by the Board and its Committees, following a proposal by the Nomination Committee. The AGM 2024 resolved on remuneration to the Board of SEK 3,049,000 (2,947,000), of which SEK 635,000 (615,000) to the Chairman and SEK 390,000 (380,000) each to other Board members. The AGM also resolved on remuneration of SEK 145,000 (140,000) to the Chairman of the Board's Audit Committee and

SEK 112,000 (108,000) each to the other two committee members, as well as remuneration to the Chair of the Board's Remuneration Committee of SEK 55,000 (43,000) and SEK 40,000 (33,000) to the other committee member. Information regarding fees paid to the members for the 2024 financial year are specified in Note 11 of the Annual Report 2024.

#### CEO and Group Management

The company's CEO is appointed by the Board. The CEO, alongside the rest of Group management, has overall responsibility for ongoing management of the Group's operations in accordance with the Board's instructions and guidelines. The Board of Directors continuously evaluates the CEO's performance. This matter is addressed in particular at one Board meeting per year, at which no members of Group management are present. In 2024, Group Management, in addition to the CEO, consisted of the CFO, CLO, and CHRO. In September 2024, Christoffer Abramson stepped down as CEO, and Daniel Gorosch was appointed as interim CEO. For more information about members of Group management, see the section "Group management". The CEO also appointed Heads of business areas, subsidiaries and associated companies, who are governed by control documents determined by Group management and the Board, with some delegated decision-making authority, for managing ongoing operations in the Group's subsidiaries and associated companies. Group management works closely with the Heads of business areas, subsidiaries and associated companies to implement Group-wide values, visions and strategies as determined by the Board. The CEO leads and regularly convenes Group management and the heads of business areas. The CFO holds quarterly meetings with the Heads of subsidiaries and associated companies to discuss results of operations and other financial matters.

#### Remuneration to senior executives

The AGM of Catella shall, at least every four years, decide on guidelines for remuneration to senior executives, following a proposal from the Board. Guidelines for remuneration to senior executives were adopted by the AGM 2022. The full remuneration guidelines, as well as information on remuneration to the CEO and other senior executives during the 2024 financial year, are presented in Note 11 of the 2024 Annual Report.

#### Auditor

According to the Articles of Association, Catella shall have at least one and no more than two auditors and no more than two deputy auditors. The auditor and, where applicable, deputy auditor, shall be an Authorised Public Accountant or registered audit firm. The auditor's assignment shall end at the conclusion of the AGM held during the first, second, third or fourth financial year following the auditor's election. At the 2023 AGM, KPMG AB was elected as auditor until the end of the 2024 AGM, and at the 2024 AGM, KPMG AB was re-elected until the end of the 2025 AGM. Authorized public accountant Johanna Hagström Jerkeryd is the Principal Auditor. In addition to auditing, KPMG AB and its respective Group companies, have held a number of other advisory assignments for Catella, primarily relating to accounting matters, acquisitions and transfer pricing.

#### Remuneration to the auditor

As resolved by the AGM 2024, audit fees shall be paid to the auditor in accordance with approved invoices. Information regarding fees paid to the Auditor for the 2024 financial year are specified in Note 8 of the Annual Report 2024.





## Internal control

### Control environment

According to the Swedish Companies Act and the Swedish Code of Corporate Governance, the Board is responsible for ensuring the effective internal control and risk management of the company, particularly with regard to financial reporting. In the Board's Rules of Procedure, the Rules of Procedure for the Audit Committee, and the instructions regarding the financial reporting and risks of the business. Furthermore, the Board has produced a number of Group-wide control documents to safeguard the reliability of financial reporting, such as the Financial Handbook, Corporate Governance Policy and Code of Conduct. The Audit Committee prepares the Board's decisions on matters relating to financial reporting and internal control.

### Risk assessment and control environment

Group management performs a comprehensive risk analysis at least every two years with the aim of identifying material operational risks, including macroeconomic, strategic, operational, financial and compliance risks. Risks are evaluated based on estimated probability and impact as well as the effectiveness of established measures to manage the risks. Group management subsequently proposes risk management procedures to the Board for decision regarding the introduction of appropriate measures in order to mitigate the risks identified. The most recent risk analysis was completed in 2024.

Group management regularly reports to the Audit Committee and the Board on the basis of established procedures and is responsible for the Group's implementation and compliance with processes ensuring efficient and qualitative internal control. In the third quarter

each year, Group management evaluates internal control alongside the company's Auditor in order to monitor compliance with the Group's control environment. The evaluation aims to prevent, identify and manage departures from the control environment. The results are reviewed by the Parent Company, local subsidiary and associated company auditors, and the Parent Company Auditor. The results are then presented to the Board and followed up by Group management. Throughout 2024, the company continued to prioritize the review of its internal control evaluation, with a particular focus on financial reporting, ESG, regulatory compliance, and IT and information security.

In order to ensure that material information reaches the Board of Catella AB, Group management is represented on the Board, and where applicable on Board Committees and other corporate organs, across all subsidiaries and associated companies. The Group-wide control documents indicate the type of matters to be reported to these corporate organs. Where required under applicable laws and regulations, independent Board members are represented.

The company also pursues control activities on site to prevent, discover and correct errors and departures in financial reporting prior to each reporting date, including authorization routines, reconciliation and various analyses of results of operations and financial position. Catella also has procedures in place for managing and avoiding conflicts of interest. The company keeps a register of closely related parties, which is continuously updated. Management of conflicts of interest is regulated by the Board's Rules of Procedure and is a standing item on the agenda of Board meetings at subsidiaries and associated companies. For more information on related party transactions, see Note 38 and 53 in the Annual Report 2024.

ATTENDANCE AT BOARD AND COMMITTEE MEETINGS 2024<sup>1</sup>

Board member	Attendance, Board meetings	Attendance, Audit Committee meetings	Attendance, Remuneration Committee meetings
Johan Claesson, Board Chairman <sup>2</sup>	8/21		3/3
Sofia Watt, Chair <sup>3</sup>	21/21	4/4	-
Tobias Alsborger, Board member	21/21	4/4	-
Pernilla Claesson, Board member	13/21	-	-
Johan Damne, Board member	21/21	<sup>4</sup>	-
Annell Jansson, Board member	20/21	-	-
Samir Kamal, Board member	21/21	-	2/3

<sup>1</sup> Board members who have participated in parts of Board meetings and/or Committee meetings are counted as having been present if they were present during most of the meeting.

<sup>2</sup> Johan Claesson was a Board member and Chairman of the Remuneration Committee and member of the Audit Committee up until 22 May 2024.

<sup>3</sup> Sofia Watt is Chair and Board member of the Audit Committee since 22 May 2024.

**Information and communication**

For external information provision and communication, the Board has produced an Information and Communications Policy to ensure that the company's market communication follows applicable legislation and rules governing companies traded on regulated marketplaces. To ensure internal information provision and communication, the company has introduced formal and informal communication channels with corporate management and the Board in order to facilitate the flow of information of material significance from the employees. Group Management regularly meets with each the subsidiaries and associated companies to discuss matters concerning results of operations and other financial matters. The Board receives regular financial reports covering the Group's financial position and profit performance.

For Catella, it is particularly important to create an environment where everyone feels able to address

problems without fear of reprisal, either directly with their local management or through anonymous reporting channels provided by external parties. Catella has a dedicated Whistleblower Committee to address such matters, which includes a representative from the Board of Directors. No qualified cases were reported to Catella's Whistleblower Committee in 2024. All reports filed in accordance with Catella's Whistleblower Policy and/or applicable laws and regulations are handled efficiently, and the reporting individual will never be subject to reprisal.

**Monitoring**

The Board of Directors continuously evaluates the information provided by Group management. The work includes implementing measures to address any shortcomings and other proposed measures arising from the risk analysis, review of internal control and

## DURING 2024, THE BOARD ADDRESSED MATTERS INCLUDING THE FOLLOWING:

## QUARTER 1

- Year-end Report 2023
- External Audit Report 2023
- Risk and compliance report Q4 2023
- Evaluation of the external auditor
- Evaluation of the CEO
- Issuing guarantees to subsidiaries
- Conversion of Class A shares to Class B shares on request of shareholders
- Questions regarding warrants within the framework of the company's incentive program
- Annual Report 2023

## QUARTER 2

- Remuneration Report 2023
- Interim Report Q1 2024
- Risk and compliance report Q1 2024
- Annual General Meeting 2024
- Adoption of governing documents, such as the Board's Rules of Procedure, Instructions to the CEO, Rules of Procedure for the Audit and Remuneration Committees and Group-wide policies
- Appointment of Board Committee and Whistleblower Committee
- ESG, sustainability and long-term value creation

## QUARTER 3

- External audit plan 2024
- Interim Report Q2 2024
- Risk and compliance report Q2 2024
- Issuing guarantees to subsidiaries
- Repurchase of bonds and establishment of an MTN program
- Investments in Principal Investments

## QUARTER 4

- Interim Report Q3 2024
- External Audit Report Q3 2024
- Budget 2025
- Strategy 2025-2027
- Evaluation of the Board of Directors
- Evaluation of governance of subsidiaries and associated companies
- Adoption of Group-wide policies
- Issue of a bond under the MTN program

the external audit and, where applicable, reporting from the risk, compliance and internal audit functions.

**Operations subject to regulatory supervision**

As of the end of the financial year 2024, three subsidiaries in the Catella Group carried out regulated operations under the supervision of authorities in their respective jurisdictions. These subsidiaries are Catella Real Estate AG in Germany, Catella Property Fund Investment AB in Sweden and Axitip Real Estate Partners SAS in France. Catella Real Estate AG is a fund management company (Ger. Kapitalverwaltungsgesellschaft) under supervision of the German Financial Supervisory (BaFin). Catella Property Fund Investment AB is a manager of alternative investment funds (AIF) and holds a licence for discretionary portfolio management under supervision of the Swedish Financial Supervisory Authority. Axitip Real Estate Partners

SAS is a manager of alternative investment funds (AIF) aimed at professional and non-professional investors that operates under the supervision of Autorité des Marchés Financiers in France. In the regulated operations, Catella has had dedicated functions relating to risk management, regulatory compliance and internal audit, which continuously reported directly to the CEO, and indirectly to the Board. The Audit Committee carried out a quarterly review of risk and compliance reporting from subsidiaries subject to regulatory control or the supervision of governing authorities. For more information about the Audit Committee, see the section "Audit Committee" above.

For other companies in the Catella Group, the Board assesses that no internal audit is currently required, particularly considering the company's established control activities such as the annual review of internal control.

## BOARD OF DIRECTORS



Sofia Watt

Chairman of the Board

Born 1975

Director of Catella AB since 2023

Other current assignments:  
Board member of Fabege AB.

**Background:** Previously Head of Asset Management Real Estate, Managing Director at Deutsche Finance International and EQT. Previously held positions as Executive Director at Pramerica Real Estate Investors Ltd (PGIM), Senior Asset Manager at Cambridge Place Investment Management and at Niam and Tufvesson & Partners

**Education:** Executive MBA, Uppsala University, M.Sc. Royal Institute of Technology (KTH), B.Sc. Real Estate Surveying, Mitthögskolan.

**Shareholding:**<sup>1</sup> 10,000 Class B shares, personal holding.

**Independent of the company and management:** Yes

**Independent of major shareholders in the company:** Yes

Samir Kamal

Board member

Born 1965

Director of Catella AB since 2023

**Other current assignments:** Senior Advisor at Trill Impact. Board assignments in Trill Impact's portfolio companies. Board member of Lyra Financial Wealth.

**Background:** Previously Senior Director (Principal Investments) at Novo Holdings A/S, Partner at EQT Partners, Senior Advisor at Bure Equity, Partner at IK Investment Partners and Project Manager at Carnegie Investment Bank. Former Board member of Bonava AB (publ) and ScandiStandard AB (publ).

**Education:** Master's Degree, Stockholm School of Economics and Bachelor's Degree in Electrical and Electronics Engineering, Imperial College London.

**Shareholding:**<sup>1</sup> 20,000 Class B shares, personal holding

**Independent of the company and management:** Yes

**Independent of major shareholders in the company:** Yes



Pernilla Claesson

Board member

Born 1981

Director of Catella AB since 2024

**Other current assignments:** Board member of Claesson & Anderzén Aktiebolag, Fastighetsaktiebolaget Bremia, and Apodemus Aktiebolag, as well as CEO of Classic Living CL AB and investment manager for CA Fastigheter's operations in Spain.

**Background:** Regional Manager Stockholm for CA Fastigheter Aktiebolag (publ) and other assignments within the Claesson & Anderzén Group.

**Education:** Public Administration and Political Science at the University of Gothenburg, as well as Sociology at Stockholm University.

**Shareholding:**<sup>1</sup> 102,415 Class A shares and 540,299 Class B shares, personal holding.

**Independent of the company and management:** Yes

**Independent of major shareholders in the company:** No

Tobias Alsborger

Board member

Born 1976

Director of Catella AB since 2020

**Other current assignments:** Chairman of I Suburban Industrial Properties AB, Board member of Pulsen Fastigheter AB, Tedge Energy AB, Gale Holding AB and Terrace Road Holding AB.

**Background:** Independent investor and entrepreneur. Partner and member of management of NREP. Various positions at DTZ (Cushman & Wakefield).

**Education:** M.Sc. Royal Institute of Technology (KTH)

**Shareholding:**<sup>1</sup> 60,000 Class B shares through companies

**Independent of the company and management:** Yes

**Independent of major shareholders in the company:** Yes



Johan Damne

Board member

Born 1963

Director of Catella AB since 2014

**Other current assignments:**<sup>3</sup> Director of Arise AB (publ)

Anneli Jansson

Board member

Born 1974

Director of Catella AB since 2021

**Other current assignments:** CEO of Humlegården Fastigheter AB, Board member of Platzer Fastigheter AB, Board member of Centrum för AMP, Board member of Wihlborgs Fastigheter AB and Board member of SNS förtroenderåd.

**Background:** CEO of Humlegården Fastigheter AB since 2016. Previously responsible for the Nordic operations at Grosvenor Fund Management. Previously employed by KF Fastigheter, Vision & Resurs Fastighetsutveckling, Ernst & Young and AGL.

**Background:** CEO of CA Fastigheter Aktiebolag (publ)

**Education:** M.Sc. (Econ) from Växjö University

**Shareholding:**<sup>1</sup> 150,000 Class B shares, personal holdings

**Independent of the company and management:** No

**Independent of major shareholders in the company:** No

<sup>3</sup>) As of November 13, 2024, Johan Damne resigned from his position as CEO of Claesson & Anderzén, as well as Chairman of the Board of CA Fastigheter Aktiebolag (publ), and also stepped down from board and CEO assignments in other companies within the Claesson & Anderzén Group.

**Education:** M.Sc, Royal Institute of Technology (KTH)

**Shareholding:**<sup>1</sup> 10,000 Class B shares, personal holdings

**Independent of the company and management:** Yes

**Independent of major shareholders in the company:** Yes



<sup>1</sup>) All holdings in the company are reported as of 31 December 2024 and relate to personal holdings and holdings of closely related parties.

<sup>1, 2</sup> Actual record date: 30 December 2024.

## GROUP MANAGEMENT AND AUDITOR

**Daniel Gorosch****Interim CEO and President<sup>2</sup>****Born 1971****Interim CEO and President. Member of Group Management since September 2024****Background:** Employed at Catella since 2024, previously as CEO of Catella Corporate Finance Sweden. Prior to that, served as CEO of Colliers Sweden. Before that, held roles as CEO of JLL Sweden and SBF Fonder.**Education:** M.Sc. (Econ.), Stockholm School of Economics.**Shareholding:**<sup>1</sup> 22,500 warrants, personal holding.**Michel Fischier****Chief Financial Officer****Born 1978****Member of Group management since June 2021****Background:** Employed by Catella since 2021. Joins the company from a position as Vice President Investor Relations at SAS, has previously held leading roles in IR and communication at Hoist Finance and Skandia.**Education:** M.Sc. (Econ.), Stockholm University**Shareholding:**<sup>1</sup> 40,000 Class B shares and 150,000 warrants, personal holding**Johanna Bjärnemyr****Chief Legal Officer****Born 1983****Member of Group management since June 2021****Background:** Legal Counsel at Hemfosa Fastigheter AB and before that roles at Wistrand Advokatbyrå, Advokatfirman Cederquist and Kilpatrick Townsend & Stockton.**Education:** LL M., Stockholm University**Shareholding:**<sup>1</sup> 2,500 Class B shares and 100,000 warrants, personal holding**Mathias de Maré****Chief Human Resources Officer****Born 1973****Member of Group management since March 2021****Background:** Employed by Catella since 2020. Joins the company from a position as HR Manager at PwC and before that as HR consultant at Klarna and Nordic HR Director at Pelican Rouge Group.**Education:** M.Sc. (Econ.), Stockholm University and M.Sc. (HR), Halmstad University.**Shareholding:**<sup>1</sup> 5,000 Class B shares and 46,000 warrants, personal holding**Johanna Hagström Jerkeryd****Auditor in charge****Born 1984****KPMG AB** has been Catella's auditors since the AGM 2023. Principal Auditor is Johanna Hagström Jerkeryd, Authorised Public Accountant and member of FAR.**Other audit assignments:** LSTH Handelsfastigheter AB, VR Sverige AB, Sika Sverige AB and Svenskt Tenn.**Shareholding:** –<sup>1</sup> All holdings in the company are reported as of 31 December 2023.<sup>2</sup> Christoffer Abramson was CEO and Group Chief Executive until September 10, 2024.

05.

# DIRECTORS' REPORT



## DIRECTORS' REPORT

The Board of Directors and the Chief Executive Officer of Catella AB (publ), Corporate identity number 556079-1419, hereby present the Annual Accounts and Consolidated Accounts for the financial year 2024. The results of operations of the Group and Parent Company are presented in the following Income Statements, Balance Sheets, Cash Flow Statements, Statements of Changes in Equity and Notes.

Amounts are in SEK million unless otherwise indicated. Figures in tables and comments may be rounded.

**Information on operations**

Catella is a leading property specialist that offers qualified advisory services, property funds and carries out principal investments in development projects. The Group ("Catella") has approximately 500 employees in 12 countries. Operations are conducted in the business areas Investment Management, Principal Investments and Corporate Finance.

The operations in Investment Management comprise two service areas: Property Funds offers funds with various investment strategies in terms of risk and return, type of property and locations. Through more than 20 open specialised property funds, investors gain access to fund management and efficient allocation between different European markets. Asset Management provides asset management services to property funds, other institutions and family offices. The business area's assets under management totalled just over SEK 155 billion at year-end.

In Principal Investments, Catella makes principal sustainability-focused property investments alongside partners and external investors. The objective of the

investments is to grow assets under management in Investment Management and establish a strong base of recurring revenue. This is done through seed investments in new funds, co-investments with external capital partners to secure long-term asset management mandates, and investments in development projects alongside majority-owning capital partners. In addition to growing assets under management and fixed fees, the return requirements for proprietary investments are 15–20 percent IRR.

Corporate Finance provides quality capital markets services to property owners and advisory services for all types of property-related transactions to various categories of property owners and investors. Operations are carried out on five markets and offer local expertise about the property markets in combination with European reach.

Catella AB (publ) and other holding companies are recognised in the "Other" category.

The Group consists of the Parent Company Catella AB (publ) (the "Parent Company") and several independent but closely collaborating subsidiaries.

**Ownership structure**

Catella AB (publ) with its registered office in Stockholm, Sweden, is listed on Nasdaq Stockholm in the Mid Cap segment. Catella's largest shareholder, accounting for at least 10 percent of the shares/votes at the end of the financial year, was the Claesson & Anderzén Group (and related parties) with 49.4 percent (49.4) of equity capital and 49.2 percent (49.0)

of the votes. No other shareholders held 10 percent or more of the total shares or votes in Catella at the end of 2024. The ten largest shareholders held 74.4 percent (73.5) of the capital and 72.4 percent (71.6) of the votes as of 31 December 2024. There is more on ownership structure in the section on the Catella share and owners.

## OVERVIEW OF EARNINGS, FINANCIAL POSITION

## Progress of the Group — five-year summary

SEK M	2024	2023	2022	2021	2020
Net sales	2,206	1,697	1,996	1,735	2,057
Other operating income	102	642	552	39	85
Share of profit from associated companies	-	-	63	42	196
Total income	2,307	2,339	2,611	1,815	2,338
Provisions, direct assignment and production costs	-844	-874	-402	-205	-302
Income excl. commission, direct assignment and production costs	1,464	1,464	2,209	1,610	2,036
Share of profit from associated companies	-37	-6	-	-	-
Operating profit/loss	122	145	822	139	284
Financial items—net	-94	-103	8	69	-68
Profit/loss before tax	28	42	830	208	216
<b>Net profit for the year</b>	<b>24</b>	<b>-9</b>	<b>683</b>	<b>128</b>	<b>75</b>
Average no. of employees	494	517	497	538	577
SEK M	2024	2023	2022	2021	2020
Equity	2,039	2,038	2,430	1,821	1,797
Total assets	5,549	5,444	6,320	5,442	4,233
Equity/Asset ratio %	37	37	38	33	42
SEK M	2024	2023	2022	2021	2020
Cash flow from operating activities	116	-130	140	-1,782	7
Cash flow from investing activities	27	-315	-11	233	202
Cash flow from financing activities	-64	-554	150	1,113	315
<b>Cash flow for the year</b>	<b>80</b>	<b>-998</b>	<b>279</b>	<b>-436</b>	<b>524</b>

In 2024, the Group's total income decreased by SEK 31 million compared to the previous year, amounting to SEK 2,307 million (2,339). Investment Management's income mainly decreased due to absent performance-based fees and lower management fees caused by reduced NAV in funds under management. Corporate Finance's income was impacted by significantly lower transaction volumes on the French Market, which were partly offset by higher income in the Spanish, Danish and Swedish operations. However, Principal Investments' income increased primarily due to the sale of the logistics project Polaxis. The previous year's income included divestments of the Infrahubs Vaggeryd and Barcelona Logistics projects. Group income, excluding commission, assignment, and production costs, remained in line with the previous year, totalling SEK 1,464 million (1,464).

The hesitant market and resulting lower income have prompted an increased focus on cost efficiency across the Group. Operating expenses for the year adjusted for impairment of the retail property The Maltings of SEK 35 million and redundancy costs of SEK 28 million (12) amounted to SEK 1,242 million (1,301), a decrease of SEK 60 million year-on-year. The Group's operating profit was SEK 122 million (145) and included share of profit from associated companies of SEK -37 million (-6).

The Group's net financial income/expense was SEK -94 million (-103) and included interest expenses of SEK 210 million (156) and positive exchange rate differences of SEK 53 million (-25). The increase in interest expenses was primarily due to factors such as the recognition of interest costs related to the Kaktus and The Maltings project in the 2024 Income Statement. In contrast, in 2023, interest expenses for ongoing projects were capitalized in the companies' Balance

Sheets to a greater extent. Higher interest expenses were also driven by Catella AB's above-average borrowing volume in the bond market in 2024, as well as interest compensation for repurchased older bonds. The previous year's net financial income/expense also included profit from the divestment of a subsidiary of SEK 37 million.

The Group's profit/loss before tax amounted to SEK 28 million (42) and the tax expense for the year was SEK 3 million (51), which corresponded to effective tax of 12 percent. The lower tax was due to factors including utilisation of carry-forward tax losses.

Profit/loss for the year amounted to SEK 24 million (-9), of which SEK 30 million (-21) attributable to Parent Company shareholders. This corresponds to Earnings per share of SEK 0.34 (-0.24).

Consolidated equity increased marginally during the year, amounting to SEK 2,039 million (2,038) as of 31 December 2024. In addition to profit for the year of SEK 24 million and positive translation differences of SEK 54 million, equity was affected mainly by dividends to Parent Company shareholders and non-controlling interests of SEK 81 million and SEK 9 million respectively. As of 31 December 2024, the Group's equity/assets ratio was 37 percent (37 percent as of 31 December 2023).

During the year, total assets increased by SEK 106 million, amounting to SEK 5,549 million as of 31 December 2024. Cash and cash equivalents and borrowings increased by SEK 105 million and SEK 80 million, respectively; see the Group's Cash Flow Statement below for further details. Furthermore, financial assets measured at fair value in the Income Statement increased by SEK 80 million to SEK 545 million, primarily driven by positive fair value adjustments in debt instruments secured by the Mander Centre retail property

## PERFORMANCE OF BUSINESS AREAS — TWO-YEAR SUMMARY

SEK M	Investment Management		Principal Investments		Corporate Finance	
	2024	2023	2024	2023	2024	2023
Total income	1,048	1,136	845	756	406	445
Provisions, direct assignment and production costs	-158	-171	-648	-606	-69	-101
Income excl. commission, direct assignment and production costs	890	966	197	150	337	344
Operating expenses	-758	-775	-126	-91	-354	-377
Share of profit from associated companies	5	2	-44	-12	0	0
Operating profit/loss	137	193	26	48	-17	-33
Financial items—net	-24	-20	-161	-29	-9	-14
Profit/loss before tax	113	173	-135	19	-26	-47
Tax	-26	-63	11	2	11	8
<b>Net profit for the year</b>	<b>87</b>	<b>110</b>	<b>-123</b>	<b>21</b>	<b>-15</b>	<b>-40</b>
SEK M	2024	2023	2024	2023	2024	2023
Equity	344	422	312	350	-86	25
Total assets	1,524	1,597	3,412	3,049	450	413
Equity/Asset ratio %	23	26	9	11	-19	6

and holdings in the private equity firm Pamica. Receivables from associated companies decreased by SEK 147 million due to the repayment of a loan linked to the divested logistics project Infrahubs Jönköping.

In 2024, the Group's cash flow was SEK 80 million, against SEK -998 million in the previous year, a departure of SEK 1,078 million. Cash flow from property projects was positive during the year, amounting to SEK 92 million (-25). Gross investments for the year amounted to SEK 900 million (803), most of which related to the Metz-Eurolog, Polaxis, Vega and KöTower projects. Projects sales for the year amounted to SEK 992 million (778), of which SEK 457 million related to Polaxis, SEK 280 million related to Infrahubs Vaggeryd and Metz-Eurolog generated inflows of SEK

193 million. Cash flow from investment activities was also positive and amounted to SEK 27 million (-315) as a result of the sale of Visa-shares. Several major investments were completed in the previous year. These included acquiring a majority of the shares in Catella Aquila plus acquisitions of shares from non-controlling holdings in several subsidiaries, and acquisitions of business-related fund units. Cash flow for the year from financing operations amounted to SEK -64 million (-554), of which financing of property development projects was SEK 56 million (-321) and increased bond borrowing was SEK 37 million (-). In the previous year, Group borrowing decreased as a result of Kaktus' repayment of loans from credit institutions of SEK 364 million.

### **Investment Management**

Despite another year of a weak property market, the Investment Management business area effectively managed inflows and outflows within its core operations. Assets under management totalled SEK 155 billion (152) at year-end, an increase of SEK 3 billion during the year, driven by both negative valuation adjustments and positive currency effects, primarily in EUR/SEK. Total income was SEK 1,048 million (1,136), and operating profit was SEK 137 million (193). The reduced profit was mainly due to lower performance-based fees in Property Funds.

### **Principal Investments**

As of the reporting date, the business area had invested a total of SEK 1,566 million (1,695) in residential projects, logistics projects, office projects and retail projects in Europe. The uncertain market, characterized by declining property values and reduced transaction volumes over the past two years, impacted the business area's ability to sell projects at acceptable prices. In 2024, Principal Investments divested the logistics project Polaxis, completed and delivered Barcelona Logistics to the customer, while Metz-Eurolog generated income from contractual milestones achieved in the year. Total income was SEK 845 million (756), and operating profit was SEK 26 million (48). Profit was impacted by a SEK 35 million impairment of the retail property The Maltings and by profit share from associated companies amounting to SEK -44 million (-12), the majority of which is attributable to the German property development project KöTower.

### **Corporate Finance**

Corporate Finance observed a slow but steady recovery in the transaction market during 2024, though to

varying degrees across different markets. Catella's total transaction volume was in line with the previous year and amounted to SEK 24.2 billion (24.3). Total income was SEK 406 million (445), and operating profit/loss for the year was SEK -17 million (-33). Lower income was primarily due to a decline in volume in France, which was not fully offset by increased earnings in other markets.

### **Impairment testing**

During the year, Catella conducted impairment tests on assets with indefinite useful lives based on carrying amounts as of 30 September 2024. Catella's assets with indefinite useful lives consist of goodwill and brands, with a reported value of SEK 468 million (444) and SEK 50 million (50) respectively. The impairment test is calculated on estimated future cash flows based on budgets and forecasts and approved by management and the Board of Directors. The test indicated no need for goodwill impairment.

### **Investments, depreciation and amortisation**

In 2024, the Group completed investments totalling SEK 62 million (372). Of this amount, SEK 17 million (9) were investments in intangible assets such as group-wide business systems and infrastructure as well as AI tools. Investments in associated companies totalled SEK 8 million (15), and investments in business-related holdings that are not associated companies totalled SEK 29 million (162), of which 20 million related to newly launched fund Catella APAM Strategic Equities Fund I. No investments in subsidiaries were made during 2024. In the previous year, the French subsidiary Aquila Group was acquired for a purchase price of SEK 122 million. Amortisation, depreciation and impairment of assets not constituting right-of-use assets (IFRS 16 Lease agreements) amounted to SEK 40 million (36) in the financial year.

### **Financing**

Between September and December 2024, Catella AB issued new senior unsecured bonds totalling

SEK 1,300 million, comprising SEK 600 million with maturity in March 2028 and SEK 700 million with maturity in March 2029. The loans accrue variable interest at 3-month Stibor plus 390 b.p. and 450 b.p. respectively. The bonds are listed on Nasdaq Stockholm, with SEK 600 million included in the sustainable bonds segment.

The financing is conditional on the Group's equity and liquidity at any given time amounting to at least SEK 1,000 million and SEK 200 million, respectively. These covenants were satisfied in the year and as of 31 December 2024.

In connection with the issue of new bonds, Catella repurchased and redeemed its older bond with an outstanding nominal amount of SEK 1,250 million, maturing in March 2025. The older bond loan accrues variable interest at 3-month Stibor plus 475 b.p. The effective interest rate for the bond loan, excluding loan arrangement fees, was 8.6 percent (8.3) in the year.

For more information on the Group's financing, please refer to the Interest Rate Risk section in Note 3 and Note 29.

### **Significant events during the financial year**

#### **Divestment of Infrahubs**

In January the final property in the Infrahubs partnership was divested, which contributed SEK 280 million in cash and cash equivalents. Since inception, the partnership has generated SEK 225 million in profit after tax for Catella's shareholders, with most assets divested before the start of the market downturn.

### **Conversion of shares**

During the year, 55,000 Class A shares were converted into the same number of Class B shares at the request of shareholders.

### **Extraordinary General Meeting**

The Extraordinary General Meeting on 20 March resolved to introduce a new long-term incentive program on market terms aimed at Group management and other key Group executives. Resolution to issue a total maximum of 4,700,000 warrants in five different series. Resolution relating to the conditional repurchase of outstanding warrants under an older incentive program from 2020, aimed at warrant holders remaining in Catella's employment. For more information, see Note 12.

### **Annual General Meeting 2024**

Catella's Annual General Meeting was held on 22 May. The AGM decided to re-elect Board members Tobias Alsborger, Johan Damne, Anneli Jansson, Samir Kamal and Sofia Watt, and to elect Pernilla Claesson as a Board member. Sofia Watt was elected new Chair of the Board. Furthermore, KPMG AB was re-elected as Auditor, with Johanna Hagström Jerkeryd Auditor as Principal Auditor.

### **New bond issue**

Between September and December, Catella AB issued new senior unsecured bonds totalling SEK 1,300 million. In connection with this, the previous bond with an outstanding nominal amount of SEK 1,250 million and maturity in March 2025 was repurchased and redeemed early. See also the Financing section above.



### **Management changes**

In September, Catella's President and CEO Christoffer Abramson left the company after 3.5 years in the role. Daniel Gorosch, CEO of Catella Corporate Finance Sweden, was appointed interim President and CEO.

### **Divestment of Polaxis**

In November, the French property development company Polaxis was divested for a purchase price of SEK 457 M, with the transaction completing at close to break-even.

### **Significant events after year-end**

In March 2025, the wholly owned subsidiary Catella Holding AB took out a new credit facility of SEK 200 million on favorable terms, which is intended to function as the company's liquidity reserve.

### **Employees**

The number of employees in remaining units, expressed as full-time equivalents, was 473 (512), of which 290 (309) were employed in the Investment Management business area, 22 (34) in Principal Investment, 141 (147) in Corporate Finance and 20 (23) in other functions.

### **Financial instruments, risks and uncertainties**

#### **Risks and uncertainties**

The Investment Management business area includes the Group's fund management, investment management and asset management operations. All transactions carried out on behalf of customers are governed by fund regulations or instructions from the customer. Catella does not bear any risk in terms of the progress of clients' financial instruments and investments, other than due to non-compliance with agreed instructions.

Financial risks are mainly managed through continuous measurement and follow-up of financial progress. Three subsidiaries in the business area are regulated by the supervisory authority where the companies have their legal domicile. Catella continuously seeks to ensure compliance with existing regulatory frameworks and future regulatory changes.

Seasonal variations are significant in the Corporate Finance business area. This means that sales and results of operations vary during the year.

The Corporate Finance business area relies on the credit market functioning efficiently. In turn, the credit market affects the market for property transactions, which is Catella's principal market in Corporate Finance. Corporate Finance is also very personnel-intensive and relies on key employees. If several key employees decided to leave Catella, this could affect the Group's sales and results of operations.

Through the business area Principal Investments, Catella invests equity in property development. Catella's primary intention is to invest in the early phase of projects and divest the holdings as soon as commercially advantageous. The investments include the risk that Catella companies are forced to choose between continuing to invest in late stages of projects, running the projects to completion or leaving the project and losing the invested capital.

Macroeconomic conditions relating to inflation and interest rates affect transaction levels and assets under management, impacting results of operations in Investment Management and Corporate Finance. Lower transaction volumes can also affect Principal Investments' ability to divest projects at acceptable prices.

Furthermore, financial risks arise because the Group is in need of external funding and uses various

currencies. The Group's financial risks, which mainly comprise financing and liquidity risk, interest rate risk, currency risk and credit/counterparty risk, are described in Note 3.

The preparation of financial statements requires the Board of Directors and Group Management to make estimates and judgements. Estimates and judgements affect the Income Statement and Balance Sheet, as well as disclosures regarding contingent liabilities, for example. Actual outcomes may differ from these estimates and judgements, due to other circumstances or conditions. More information on critical estimates and judgements is presented in Note 4.

#### **Other risks**

Other risks in the Group include operating, strategic, surrounding world, reputational and commercial risks.

#### **Operating risk**

Operating risk is the risk of a loss due to internal causes (data error, mistakes, fraud, incomplete compliance with laws and internal regulations, other deficiencies in internal controls, etc.) and events in the surrounding world (natural disasters, external crime, etc.) The Group has established procedures and controls to minimise operating risk. For traditional insurable risks such as fire, theft, liability, etc., the Group judges that it has satisfactory protection through its existing insurance cover.

#### **Surrounding world risk**

There is currently uncertainty regarding the long-term consequences the war in Ukraine will have on the surrounding world, and how this might affect Catella and its subsidiaries. Catella does not have business operations in Ukraine or Russia and is not directly affected by the sanctions.

#### **Reputational risk**

Reputational risk is the risk of the Group's reputation being damaged on the market, in the media or with clients, which could have a negative impact on Group profit. Reputational risk increases as the Group grows and becomes a larger operator on the market. Catella currently considers its reputation to be good.

#### **Strategic risk and other risks**

Strategic risk could result from institutional changes and changes in fundamental market conditions that may occur. Legal and ethical risks are based in part on external regulations, mainly legislation and regulations, guidelines and instructions of supervisory authorities regarding operations, and in part on the requirements of the business community that operations be conducted on confidence-building grounds.

Catella continuously works in a structured way to identify and monitor financial and other risks that could affect the Group's operations. The Group's risk management takes place through a structured analysis and decision-making process with the Group management, Board of Directors and external auditor. The aim of risk management is to minimise risk exposure and mitigate identified risks while generating growth and shareholder value.

Catella classifies its risks in the following categories: strategic, operational, compliance, financial and macroeconomic risk. All identified risks are documented in a risk matrix based on potential impact and probability. Catella's risk management is based on this documentation. The control methods and measures in place include policies, procedures, inspections, reporting systems and self-assessment, as well as audits in financial reporting and related processes.

## Future progress

### Investment Management

The business area has considerable potential for continuing on its set path of positive growth and increased volumes. By offering property funds as well as management and development of properties through mandates, we have a broad offering that withstands various market conditions and business cycle phases. Carefully selected co-investments through the business area Principal Investments further supports growth. The goal is to further increase internal collaboration and synergies to grow the value chain, for example capital from Property Funds is being managed by Asset Management in several European countries.

Interest in building sustainable cities and environments is growing amongst many long-term institutional investors. ESG is well-established in the property sector and a growing number of investors place high demands on sustainability in property assets. In order to meet this demand, Catella will continue to develop existing funds and the launch of new funds with a focus on sustainability.

### Principal Investments

Catella's partnerships are a unique strength, and through Principal Investments, Catella invests its own capital to reinforce them. We are also entering into new partnerships across Europe to expand and diversify our investments strategies. Principal Investments primarily invests through co-investments with partners to grow assets under management within Investment Management.

### Corporate Finance

Catella Corporate Finance has a strong market position in five European markets, and continuously advances its market position with an increased focus on value-added and capital markets-related services, as well as protecting its position in transaction advice. In addition, the operations are coordinated to improve synergies in both the business area and the Group.

### Corporate governance

In accordance with the Annual Accounts Act and the Swedish Code of Corporate Governance ("the Code"), Catella has prepared a special Corporate Governance Report including a section on internal control. The Corporate Governance Report can be found on pages 26–36.

### Sustainability and environmental impact

No Group company conducts operations that require permits under the Swedish Environmental Code.

In accordance with the Annual Accounts Act, Catella has prepared a statutory Sustainability Report which is presented on pages 43–95.

### Parent company

Catella AB (publ) is the Parent Company of the Group. Group Management and other central Group functions are concentrated in the Parent Company. At the end of the year, there were 18 (23) employees, expressed as full-time equivalents.

For 2024, the Parent Company recognised income of SEK 50.5 million (46.0) and operating profit/loss for

the year of SEK –55.8 million (–52.4). The reduction in profit was mainly due to costs relating to severance pay to the company's former CEO and another senior executive, which was partly offset by lower fixed personnel expenses. Profit was also impacted by costs of SEK 3.6 million related to a completed AI project. Financial items totalled SEK 136.0 million (154.2), with the deviation from the previous year primarily attributable to higher interest expenses on bond loans, partly due to interest compensation for repurchased older bonds and partly due to a higher average borrowing volume during 2024.

Profit/loss before tax and net profit for the year was SEK 80.2 million (101.8).

Cash and cash equivalents in Catella's transaction account in the Group's cash pool with a Swedish credit institute are reported as Current receivables with Group companies. On the reporting date, this item totalled SEK 42.4 million (33.7).

Catella AB issued senior unsecured bonds totalising SEK 1,300 million, of which SEK 600 million with maturity in March 2028 and SEK 700 million with maturity in March 2029. The bonds are listed on Nasdaq Stockholm, with SEK 600 million included in the sustainable bonds segment.

### Proposed appropriation of profit

*The following non-restricted reserves and earnings in the Parent Company are at the disposal of the Annual General Meeting:*

SEK	
Share premium reserve	69,966,953
Retained earnings	69,168,655
Net profit for the year	80,180,025
	<b>219,315,633</b>

*The Board of Directors proposes that funds be allocated as follows:*

SEK	
dividend paid to shareholders, 0.90 per share, in total	79,513,715*
carried forward (of which 14 045 730 allocated to share premium reserve)	139,801,918
	<b>219,315,633</b>

\*based on the number of outstanding shares, 88,348,572 as of 31 December 2024.

Proposed payment of dividends on 27 May 2025.

### Guidelines for remuneration to senior managers of Catella

The Annual General Meeting 2022 adopted guidelines for remuneration to senior executives; also see Note 11.



# 06. SUSTAINABILITY

## ESRS 2

# GENERAL INFORMATION

Catella Group is a leading player in the European market, firmly committed to driving sustainable progress. Our sustainability strategy is designed to ensure compliance with ambitious EU regulatory frameworks, while simultaneously building internal knowledge and competencies to support our long-term strategy and goal of sustainable profitable growth.

In 2024, we will present an ESRS-inspired report, including IRO disclosures across our operations and value chain, further strengthening our transparency and accountability.

## LIST OF DISCLOSURE REQUIREMENTS

ESRS 2 – GENERAL DISCLOSURE		PAGE REFERENCE
BP-1	General basis for preparation of the sustainability statement	45
BP-2	Disclosures in relation to specific circumstances	45
GOV-1	The role of the administrative, management and supervisory bodies	46
GOV-2	Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	47
GOV-3	Integration of sustainability-related performance in incentive schemes	48
GOV-4	Statement on Due Diligence	48
GOV-5	Risk management and internal controls over sustainability reporting	49
SBM-1	Strategy, business model and value chain	50
SBM-2	Interests and views of stakeholders	53
SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	54



BP-1 + BP-2

## General basis for preparation and disclosures in relation to specific circumstances

### Scope, Boundaries, and Transition Approach

Catella Group has prepared its sustainability statement on a consolidated Group level, aligning with our financial reporting. This report covers the Group's three core business areas; Investment Management, Corporate Finance, and Principal Investments - across 25 subsidiaries in 12 European countries.

Catella transitions toward full alignment with the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS), this report serves as a preparatory step. While full compliance is not yet required, the report is inspired by ESRS requirements and reflects our commitment to progressively enhancing sustainability disclosures.

During this transition year, value chain data is disclosed to a limited extent. New metrics and methodologies introduced in this report, particularly in relation to climate, circular economy, social, and governance topics (see disclosures under E1, E5, S1, and G1), are accompanied by 2023 data where applicable.

The 2024 Sustainability Report was prepared prior to the presentation of the new Omnibus proposal

### Assurance and Data Quality

At present, there is no regulatory requirement for external assurance of the sustainability report. However, in preparation for future CSRD obligations, the Group's external auditor will conduct limited assurance on the sustainability statement.

As internal systems and data gathering processes continue to evolve in line with ESRS requirements, Catella was not yet in a position in 2024 to report certain quantitative indicators or monetary figures. This is due to the high level of measurement uncertainty associated with ongoing methodology development.

### Estimates and Assumptions

No estimates or assumptions were applied to the quantitative data presented in this report. However, assumptions used in climate risk assessments and financial projections are reviewed periodically by internal teams and external advisors.

### Transparency and Reporting Integrity

Catella remains committed to transparency and completeness in its sustainability disclosures. No omissions have been made in relation to intellectual property, proprietary knowledge, or pending developments that would compromise the integrity of this report.

GOV-1

## The role of the administrative, management and supervisory bodies

### Employee Engagement and Representation

Catella ensures employee engagement through initiatives such as the Catella Engagement Survey, which captures feedback from employees regarding organisational development, workplace policies, and sustainability priorities. In 2024, there was no direct employee representation on the Board.

The Board of Directors and Group Management have diverse backgrounds, with experience in real estate investment, financial markets, and corporate strategy across multiple European markets. The Nomination Committee evaluates board competencies to ensure alignment with Catella's operational sectors and geographical expansion strategy. Catella is committed to gender diversity and inclusion at both the executive and board levels. In 2024, the gender composition was as follows:

- Board of Directors: 50% men, 50% women (in 2023: 60% men, 40% women).
- Executive Management: 79% men, 21% women (same as in 2023).
- Total Workforce: 61% men, 39% women (in 2023: 54% men, 46% women).

### Sustainability Expertise and Competency Development in Governance Bodies

To strengthen sustainability governance, Catella invests in training, competence development, and career advancement programs. The Group emphasises the importance of expertise in property development, asset management, and ESG governance, ensuring that employees and management acquire relevant skills to oversee sustainability-related risks and opportunities effectively.

Catella integrates sustainability expertise into risk management by evaluating climate-related risks, transition risks, and human rights risks. The Group's ESG expertise and local market knowledge enable management and the Board to address emerging sustainability risks, seize opportunities, and allocate resources effectively. Additionally, sustainability-related expertise is directly linked to co-investment opportunities, efficiency improvements, and strategic business development, ensuring that expertise in property development and asset management supports long-term sustainability goals. Through these initiatives, Catella ensures that sustainability-related skills and expertise remain central to business strategy, risk management, and corporate governance.



GOV-2

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

### Governance Oversight and Decision-Making on Sustainability Impacts, Risks, and Opportunities (IROs)

Catella's administrative, management, and supervisory bodies receive quarterly updates from the ESG committee and reports on material impacts, risks, and opportunities, as well as the effectiveness of policies, actions, and targets. The Group has a structured monitoring and reporting system, which includes non-conformity reporting, ESG reporting processes, and due diligence assessments. Reports on sustainability risks, climate-related risks, and social impacts, which are material Impact, Risks and Opportunities (IROs) for Catella, are integrated into governance structures, enabling management to prioritise risk mitigation and compliance measures. The Board of Directors and Group Management receive periodic updates to ensure alignment with the materials IROs, CSRD and EU Taxonomy reporting standards. Additionally, the Audit Committee monitors financial and sustainability reporting, ensuring quality assurance and regulatory compliance.

Catella's long-term strategy seeks to ensure regulatory compliance, sustainable growth, and value creation. The Board of Directors and Group Management assess financial, social, and environmental risks when making strategic decisions, integrating climate-related risks, transition risks, and reputational risks into the Group's ESG strategy. Risk management processes include evaluating macroeconomic, operational, and compliance risks, with Group Management proposing

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appropriate risk mitigation measures. Sustainability-related factors also play a role in investment decision-making, ensuring that financial, social, and environmental impacts are considered before major transactions are approved.

To address material impacts, risks, and opportunities, Catella employs structured governance mechanisms that integrate climate-related risks and opportunities into investment decisions. Transition risks are continuously monitored to ensure compliance with evolving regulatory requirements. Operational and compliance risks are assessed to mitigate financial and reputational risks, while social impacts and human rights considerations remain a priority for the Board to promote equal opportunities across the organisation.

The Group also identifies strategic investment and co-investment opportunities, enhancing financial performance and long-term sustainability. Governance risks are managed by the Audit Committee, Remuneration Committee, and Whistleblower Committee, which oversee compliance, financial controls, and ethical business practices. The Board of Directors and its committees play a pivotal role in risk management and strategic decision-making, ensuring that all material risks and opportunities are effectively addressed within Catella's governance framework.



GOV-3

## Integration of sustainability-related performance in incentive schemes

Catella does not currently integrate sustainability-related performance metrics into its incentive schemes. The company's remuneration framework is based on financial and strategic performance objectives, without explicit ESG-linked benchmarks or variable sustainability-related compensation structures. Catella continuously evaluates its governance and incentive models to ensure alignment with long-term business strategy and regulatory developments. We are currently assessing to integrate sustainability-linked performance metrics into the remuneration policy.

GOV-4

## Statement on due diligence

CORE ELEMENTS OF THE DUE DILIGENCE	PARAGRAPHS IN THE SUSTAINABILITY STATEMENT
a) Embedding due diligence in governance strategy and business model	SMB-1, IRO-1, GOV-1
b) Engaging with affected stakeholders in all key steps of the due diligence	SBM-2, IRO-1
c) Identifying and assessing adverse impacts	IRO-1, IRO-2
d) Taking actions to address those adverse impacts	SBM-1, S1-1, E1-3
e) Tracking the effectiveness of these efforts and communicating	S1-1, G1-3, SBM-1

Due diligence alignment will be further advanced as part of the upcoming transition CSRD reporting.





GOV-5

## Risk management and internal controls over sustainability reporting

### Identification of Key Sustainability Risks and Mitigation Strategies

To address macroeconomic risks, Catella integrates market analysis and stress testing into its investment strategies. Strategic risks related to portfolio management, investment decisions, and market positioning are mitigated through data-driven decision-making and diversification strategies. Operational risks, including challenges in business continuity, project execution, and inefficiencies, are managed through enhanced internal control mechanisms, business continuity planning, and strengthened risk management protocols.

Financial risks, such as credit exposure, liquidity constraints, and currency volatility, are addressed through active liquidity management, risk hedging strategies, and strict compliance with capital adequacy requirements. Compliance risks related to corporate governance, sustainability reporting, and regulatory adherence are managed by reinforcing internal governance frameworks, conducting regular compliance audits, and providing employee training programs to ensure regulatory alignment.

Sustainability and climate-related risks are also embedded within Catella's risk assessment methodology. Transition risks, physical climate risks, and reputational risks associated with ESG compliance are mitigated through the integration of climate risk assessments into investment decisions and operational

planning. Catella focuses on energy efficiency, resource conservation, and ensuring alignment with EU Taxonomy requirements as part of its broader sustainability strategy.

The Board of Directors and the Audit Committee oversee the risk assessment process, receiving quarterly updates and annual risk reviews to ensure that risk management practices remain robust and aligned with business objectives. Through this structured methodology, Catella ensures that risks are continuously monitored, assessed, and mitigated across all business areas, safeguarding long-term operational resilience and regulatory compliance.

At Catella, IT security and data protection risks as a growing concern, particularly in relation to cyber threats, digital infrastructure vulnerabilities, and compliance with data protection regulations. To mitigate these risks, Catella has implemented enhanced cybersecurity protocols, regular IT security audits, and employee training programs to strengthen awareness and preparedness.

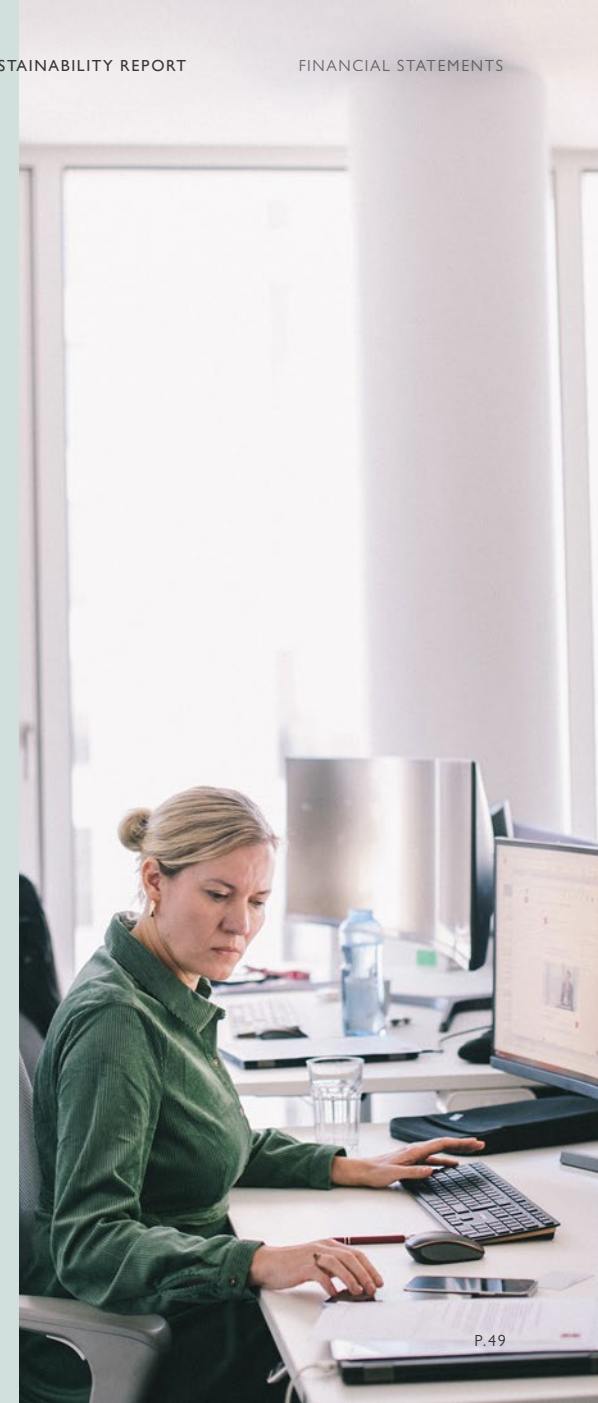
Furthermore, geopolitical risks are recognized as an emerging challenge, with potential impacts on investment stability, supply chain resilience, and regulatory uncertainty. Catella addresses these risks by monitoring geopolitical developments, diversifying its investment portfolio, and maintaining flexible operational strategies to adapt to changing market conditions.

To safeguard its reputation, Catella maintains transparent ESG communication, stakeholder engagement initiatives, and a structured crisis management framework to handle potential reputational challenges effectively.

### Integration of Sustainability Risk Assessment and Internal Controls into Business Processes

Findings from the risk assessment and internal controls related to sustainability reporting have been integrated into internal functions and processes. Catella has expanded its internal control evaluation to include ESG compliance, IT security, and regulatory requirements. These findings are systematically reviewed and incorporated into investment decisions, risk management processes, and operational planning.

Sustainability risks are considered across all advisory services, ensuring that environmental and social factors are embedded in capital raising, financing solutions, and due diligence processes for acquisitions and sales. The findings from climate risk assessments and material impact evaluations have led to the development of risk mitigation measures, which are implemented across Catella's property portfolio and financial products. To enhance internal accountability and monitoring, Catella has updated its internal systems for sustainability oversight, ensuring that ESG compliance and sustainability risk assessments are continuously integrated into corporate governance and investment planning.



SBM-1

## Strategy, business model and value chain

### Involvement in High-Risk and Regulated Industries

Catella does not engage in activities related to the extraction, production, or distribution of fossil fuels, including coal, oil, or gas. The Group is not active in chemicals production, controversial weapons, the cultivation and production of tobacco.

### Sustainability Strategy, Goals, and Market Impact

Catella integrates Environmental, Social, and Governance (ESG) principles into its investment management, property development, and financial advisory services, ensuring alignment with long-term sustainability objectives and EU sustainability regulations.

The Group prioritises reducing its carbon footprint, enhancing energy efficiency, and embedding ESG criteria into due diligence processes for acquisitions and sales. Sustainability assessments are incorporated into capital-raising activities, including green finance solutions and sustainable investment products, ensuring that investments remain climate-resilient and compliant with EU Taxonomy and the Paris Agreement.

To stay responsive to evolving ESG priorities and stakeholder expectations, Catella conducts double materiality assessments. The latest assessment was initiated in 2024, aligning with CSRD requirements to evaluate both the Group's sustainability impact and the

financial implications of ESG risks and opportunities. These findings refine strategic direction, operational decision-making, and market adaptability, ensuring that Catella's sustainability efforts remain aligned with regulatory developments and stakeholder needs.

As Catella operates across multiple European markets, the Group aligns investment strategies with local sustainability regulations and climate adaptation needs. The Group serves institutional investors, financial institutions, family offices, and property developers, providing ESG-driven investment solutions and responsible asset management guidance across residential, office, and logistics properties. Through targeted energy-efficient developments, Catella actively supports the transition to a low-carbon economy, a priority reflected in its commitment to increasing the share of EU Taxonomy-aligned properties by 2030.

To future-proof its business, mitigate emerging risks, and integrate sustainability into daily operations, Catella's ESG strategy is structured around three core ESG pillars:

- **Evolve our products for a better environment**
  - We commit to reducing our climate footprint in property development and asset management, while also promoting eco-friendly products and transactions.
- **Strengthening Employees and Local Communities**
  - Strengthening employee and community relationships lies at the heart of our social agenda, ensuring our business thrives while benefiting local societies.
- **Grow and integrate sustainability into our business offering**
  - We strive to incorporate environmental, social, and governance considerations into our products, services, and processes, driving innovative solutions that support sustainable growth.

The Group continuously monitors industry trends, engages with stakeholders, and adapts to regulatory

changes to keep its sustainability strategy relevant and effective. Sustainability is embedded in Catella's investment decisions and risk management framework, ensuring that the ESG impact of investment portfolios is systematically assessed. The Group also conducts climate risk evaluations and aligns real estate developments with EU Taxonomy criteria.

Recognising the importance of a sustainable supply chain, human rights considerations, and ethical governance, Catella has implemented a Supplier Code of Conduct, requiring all business partners to adhere to strict environmental and ethical standards by 2025. Sustainability factors are also integrated into capital-raising and financing solutions, including green bonds and responsible investment products, reinforcing Catella's commitment to ESG-aligned financial solutions.

The following table outlines Catella's sustainability commitments, priorities, and integration of ESG factors across its business operations, including real estate investment, financial advisory, and asset management. It details the Group's three core ESG pillars as mentioned above: reducing climate impact, strengthening employees and communities, and embedding sustainability into business offerings, along with goals, targets and advancements.

# Our ESG Strategy



## PILLAR 1

Evolve our products for a better environment

GOAL	TARGET	ADVANCEMENT
<b>Reduce</b> our climate impact and increase the energy efficiency of our property portfolio	<b>Assess</b> the potential for setting and committing to science-based targets <sup>1</sup>	<b>Assessed</b> Catella's current greenhouse gas emissions, the preconditions for collecting emission data and how data quality and comprehensiveness can be improved
Adapt our property portfolio to a changing climate	Assess the ongoing potential for increasing energy efficiency in our property portfolio.	Conducted an ongoing assessment to identify energy efficiency opportunities and prevent stranded assets.
<b>Decrease</b> our environmental footprint; minimising waste, material consumption, water consumption and biodiversity loss	<b>Analyse</b> our ongoing impact related to waste generation, material consumption, water consumption, and biodiversity, and identify impact mitigation measures continuously.	<b>Conducted</b> high-level assessments to understand Catella's impact and what Catella can do to manage that impact

1) Science-based targets (SBT) are greenhouse gas emissions reduction targets that are in line with the level of decarbonization required to meet the goals of the Paris Agreement: to limit global warming to well-below 2°C above pre-industrial levels and pursue effects to limit warming to 1.5°C.



## PILLAR 2

Strengthen our employees and local communities

GOAL	TARGET	ADVANCEMENT
<b>Ensure</b> an inclusive, diverse and gender-equal workplace	<b>Catella is gender equal</b> (40%/60%) in senior management, management and employee level by 2030	<b>Reviewed</b> and updated current HR policies and hold dialogues with employees to identify management's blind spots
	<b>No cases</b> of discrimination in the organisation (ongoing)	<b>Carried out</b> training on non-discrimination 0 reported case via the Ethics hotline. 0 confirmed cases of discrimination
<b>Secure</b> a good work-life balance and promote employee well-being	<b>No cases</b> of work-related ill-health among employees (ongoing)	<b>Implemented</b> an occupational health and safety management system or routine that sets the minimum standard for the Group
<b>Support</b> our employees' professional development within the organisation	<b>All employees</b> have annual performance and career development reviews (ongoing)	<b>Formalised</b> the process for performance and career development reviews.
	<b>All employees</b> have an individual professional development plan	<b>Developed</b> an individual development plan for each employee
<b>Support</b> the local communities where we operate	<b>Analyse</b> our ongoing impact on the local communities where we provide affordable housing and important societal functions and continuously identify risk mitigation measures.	<b>Conducted</b> high-level assessments to understand Catella's impact on local communities and what Catella can do to manage that impact.



## PILLAR 3

Grow and integrate sustainability into our business offering

GOAL	TARGET	ADVANCEMENT
<b>Ensure</b> the integration of ESG perspectives in property management, conversion and transactions	<b>The share</b> of properties that are environmentally sustainable in accordance with the EU Taxonomy <sup>1</sup> to increase by 2030	<b>Conducted</b> a taxonomy assessment. Led to identify each property's performance on the criteria outlined in the Taxonomy Regulation, and implement measures to increase the taxonomy alignment in the property portfolio
	<b>Continuously</b> identify assets that cannot be transitioned to energy-efficient assets.	<b>Conducted</b> a TCFD <sup>2</sup> analysis. Led to a better understanding of the potential for increasing the energy efficiency of assets under management in each portfolio throughout the Group.
	<b>Sustainability</b> risks are taken into consideration in all of our advisory services and products by end of 2025	<b>Include</b> sustainability aspects in the current offering of Catella Corporate Finance. This involves: <ul style="list-style-type: none"> <li>• Capital raising and financing through green or sustainable finance solutions (e.g. green bonds)</li> <li>• Sustainability aspects in due diligence processes of acquisition and sales</li> <li>• Information and mapping of geographical sustainability factors in the market analysis</li> </ul>
<b>Counteract</b> corruption and protect customer privacy	<b>No cases</b> of corruption in business operations (ongoing)	<b>Carried out</b> training on anti-corruption and establish robust non-conformity reporting
	<b>No breaches</b> of customer privacy or data losses in business operations (ongoing)	<b>Appointed</b> a GDPR function, carry out training on data safety and establish robust non-conformity reporting
<b>Ensure</b> a sustainable supply chain	<b>All new suppliers</b> have signed the Supplier Code of Conduct by end of 2025	<b>Included</b> our Supplier Code of Conduct in all supplier contracts.

1) To be classified as an environmentally sustainable property according to the EU Taxonomy, the property needs to be taxonomy-aligned. This means that: the property needs to significantly contribute to one of the six environmental objectives put forth in the EU taxonomy, fulfil the Do-No-Significant-Harm criteria for all remaining environmental objectives and ensure that the minimum safeguards requirements are fulfilled.

2) Taskforce on Climate-related Financial Disclosure.

### **Resilience of the Business Model to Sustainability-Related Risks and Opportunities**

Catella integrates sustainability considerations into real estate investment, financial advisory, and asset management, embedding environmental, social, and governance (ESG) factors into risk assessment, decision-making, and long-term value creation. The Group strategically invests its own and third-party capital, balancing financial performance with climate resilience, regulatory compliance, and ESG-driven investment strategies.

To address emerging sustainability risks and capitalise on opportunities, Catella continuously evaluates physical and transition climate risks, regulatory shifts, energy efficiency trends, and investor demand for ESG-aligned assets. Since 2020, the Group has expanded its real estate investment focus, using Group equity for principal investments, co-investments, and direct acquisitions. This shift has strengthened synergies across business areas, allowing for enhanced risk management while integrating sustainability performance metrics into asset allocation strategies.

### **Transition Risks and Opportunities**

The transition to a low-carbon economy presents short-term financial risks, including increased renovation costs and regulatory-driven asset depreciation. Stricter EU Taxonomy alignment requirements and evolving investor expectations place additional pressures on due diligence processes and capital allocation strategies. However, these shifts also provide opportunities for Catella to strengthen its market position, particularly in green finance and sustainable real estate investment. Increasing demand for energy-efficient

properties enhances asset value, regulatory compliance, and investor appeal, while sustainability-linked financing instruments such as green bonds and ESG-linked loans improve capital efficiency and access to funding.

### **Physical Climate Risks and Resilience Strategies**

Catella's real estate portfolio is exposed to physical climate risks, including extreme weather events, rising temperatures, and changing precipitation patterns. These factors may lead to higher maintenance costs, increased insurance premiums, and potential devaluation of assets that fail to meet climate adaptation standards. To mitigate these risks, Catella is integrating climate resilience measures into investment decisions, prioritising energy-efficient building design, regional portfolio diversification, and investment in climate-resilient infrastructure. These initiatives enhance long-term asset stability, reduce operational risks, and improve regulatory compliance.

### **Regulatory and Market Risks and Opportunities**

The increasing integration of ESG factors into financial regulations presents both compliance challenges and strategic opportunities. More stringent reporting and sustainability disclosure requirements necessitate enhanced ESG data collection and alignment with evolving EU standards. Assets that fail to meet sustainability thresholds may face capital constraints, limiting access to financing and reducing liquidity. However, Catella is well-positioned to leverage these regulatory shifts, expanding its portfolio of ESG-aligned investment vehicles, sustainability-certified real estate, and structured green finance solutions. These efforts not only enhance investor confidence but also differentiate

Catella's offerings in an increasingly sustainability-focused market.

### **Integration of Sustainability Risks and Opportunities Across Business Segments**

Catella ensures that sustainability-related risks and opportunities are embedded across its three primary business segments, reinforcing ESG alignment throughout the investment lifecycle. Within Investment Management, the Group prioritises EU Taxonomy-aligned funds, ensuring that institutional investors benefit from climate-resilient asset allocation strategies. In Principal Investments, ESG factors are integrated into co-investment decisions, ensuring alignment with green building standards and long-term adaptation strategies. Within Corporate Finance, Catella structures green bonds, sustainable debt instruments, and ESG-compliant investment frameworks, helping clients navigate the evolving sustainability finance landscape.

### **Value Chain Resilience and ESG Compliance**

As Catella manages sustainability-related risks and opportunities across its value chain, it ensures ESG compliance at every stage of the investment process. Upstream, the Group collaborates with capital providers, financial institutions, and sustainability-focused suppliers, ensuring that investment inflows align with responsible finance principles. The Supplier Code of Conduct, requiring strict ESG compliance by 2025, reinforces responsible procurement and supply chain transparency. Downstream, Catella works with tenants, property managers, and secondary market investors, ensuring that real estate assets generate long-term

economic, environmental, and social benefits. The Group also engages with policymakers and regulatory bodies, adapting to emerging sustainability disclosure requirements.

With the integration of these sustainability risks and opportunities into its business strategy, Catella supports that its investment portfolio focusses on resilience and alignment with stakeholder expectations.

SBM-2

## Interests and views of stakeholders

### Sustainability-Related Risks, Opportunities, and Financial Effects on the Business Model

Catella recognises that stakeholder engagement is fundamental to shaping its sustainability strategy, ensuring regulatory alignment, and fostering long-term value creation. The Group has established a structured stakeholder engagement process that informs strategic decisions and enhances its ability to manage ESG risks and opportunities. Through its DMA, conducted in 2024, Catella has strengthened its understanding of the interests and expectations of key stakeholders and how these influence its business model and strategic direction. While conducting the DMA, Catella applied a structured methodology for identifying and engaging with stakeholders, ensuring their perspectives are systematically integrated into decision-making. The stakeholder mapping process distinguished between Affected Stakeholders (those impacted by the company's activities) and Users of Sustainability Statements (such as investors, regulators, and financial institutions). Through this approach, Catella was able to identify and prioritise material sustainability issues based on their relevance to both stakeholder interests and business operations. The stakeholder engagement process in Catella's Double Materiality Assessment (DMA) involved two primary stakeholder categories: Affected Stakeholders and Users of Sustainability Statements. Affected Stakeholders, including employees

and individuals directly impacted by Catella's operations, were engaged through direct interactions, workshops, and structured interviews. This category represented 33 instances of engagement, ensuring that the Group captured insights on workplace policies, sustainability expectations, and operational impacts. Users of Sustainability Statements, comprising investors, regulators, and financial institutions, participated in 17 engagement activities. These stakeholders were consulted primarily through formal meetings, investor briefings, and regulatory compliance discussions, focusing on transparency in sustainability reporting, EU Taxonomy alignment, and ESG risk management. As part of this ongoing engagement, Catella's administrative, management, and supervisory bodies receive regular updates on stakeholder interests and sustainability-related impacts. The Board of Directors and Group Management oversee the implementation of stakeholder-driven strategic amendments, ensuring alignment with regulatory requirements and corporate sustainability commitments. Reports on material ESG risks, regulatory changes, and investor expectations are systematically integrated into corporate governance processes, enabling informed decision-making and proactive sustainability management. Furthermore, Catella's ESG strategy and stakeholder expectations are aligned to a great extent as the Group's sustainability strategy is structured around three core ESG

pillars: "Evolve our products for a better environment," "Strengthen our employees and local communities," and "Grow and integrate sustainability into our business offerings." These pillars underline the company's

direction to climate change mitigation, workforce well-being, and sustainable financial products.

The process of stakeholder engagement while is detailed in the table below.

### AFFECTED STAKEHOLDERS

REPRESENTATION	ENGAGEMENT	ENGAGEMENT TYPE
Employees (D)	Direct	Workshops, Project Calls or Interview (or a combination)
Suppliers (DnS)	direct, by proxy, or none	Interview
Affected Communities (DnS)	by proxy	Interview
Tenants (DnS)	by proxy or direct	Interview

### USERS OF SUSTAINABILITY STATEMENT

REPRESENTATION	ENGAGEMENT	ENGAGEMENT TYPE
Owners/investors (UpS)	Direct	Interview
Business partners (UpS)	Direct	Interview
Regulators (UpS)	by proxy	Interview, participation through workshops
Relevant local authorities (UpS)	by proxy	Interview

Upstream (UpS), Direct (D) Downstream (DnS)

Additionally, engagement occurs through direct interaction, representation via internal stakeholders, or by reviewing public commitments and regulatory requirements. The engagement process involves a combination of surveys, interviews, investor briefings, and formal dialogues with employees, regulators, and suppliers. The Group's materiality assessments serve as a framework for continuously refining its understanding of stakeholder priorities and emerging sustainability challenges.

Catella maintains active engagement with a diverse range of stakeholders to ensure a comprehensive assessment of ESG risks and opportunities. The results of the DMA and previous disclosure outline the following key stakeholder groups and engagement mechanisms:

**Investors and Shareholders** – Engaged through sustainability reporting, shareholder meetings, and ESG disclosures. Investors seek transparency on sustainability risks, EU Taxonomy compliance, and ESG-aligned financial products.

**Regulators and Policymakers** – Engaged through regulatory compliance reporting and participation in policy discussions. The Group actively aligns its reporting processes with SFDR, and EU Taxonomy requirements and transitions to CSRD alignment.

**Employees** – Engaged through internal surveys, performance reviews, and training initiatives. Employee feedback informs the Group's diversity, inclusion, and workplace policies.

**Suppliers and Business Partners** – Engaged through the Supplier Code of Conduct and sustainability due diligence processes. Catella integrates ESG criteria into supplier selection and contract management.

**Tenants and Property Users** – Engaged through tenant satisfaction surveys and property management initiatives. The Group prioritises energy efficiency, sustainable building management, and social inclusion within its real estate portfolio.

**Local Communities** – Engaged through community investment initiatives and environmental impact assessments. Catella assesses the social and environmental impact of its developments to ensure positive contributions to urban sustainability.

### **Stakeholder Engagement Strategy and Impact on Business Decisions**

Stakeholder feedback plays a pivotal role in shaping Catella's strategy and business model. The 2024 DMA was instrumental in identifying material ESG topics that align with stakeholder priorities. Findings from the assessment reinforced the importance of enhancing ESG integration across investment management, fund development, and corporate governance. As a result, Catella has taken steps to align its strategic priorities with stakeholder concerns, particularly in the areas of climate risk management, sustainable finance, and social responsibility.

Insights from investor and regulatory engagements have guided the expansion of Catella's sustainable investment offerings, ensuring compliance with EU sustainability frameworks. Employee feedback has influenced the development of diversity and inclusion policies, strengthening Catella's commitment to an inclusive and equitable workplace. Meanwhile, interactions with suppliers and partners have led to enhanced due diligence processes, integrating human rights, anti-corruption, and environmental sustainability considerations.

In response to stakeholder input, Catella has made key amendments to its sustainability strategy and business model. The integration of ESG factors into investment decision-making has been expanded, reinforcing climate resilience and energy efficiency measures across real estate assets. Additionally, Catella has committed to further enhancing its sustainability reporting frameworks, ensuring transparency in ESG performance tracking and impact disclosures.

Looking ahead, the Group plans to deepen its stakeholder engagement mechanisms by increasing

data-driven sustainability assessments and improving ESG performance tracking across its value chain. Future steps include broadening investor engagement on EU Taxonomy-aligned investments, strengthening supply chain sustainability compliance, and expanding employee training programmes on ESG topics. These efforts will further align Catella's business strategy with stakeholder expectations, reinforcing the Group's commitment to responsible and sustainable growth.

Catella's administrative, management, and supervisory bodies receive regular updates on stakeholder interests and sustainability-related impacts. The Board of Directors and Group Management oversee the implementation of stakeholder-driven strategic amendments, ensuring alignment with regulatory requirements and corporate sustainability commitments. Reports on material ESG risks, regulatory changes, and investor expectations are systematically integrated into corporate governance processes, allowing for informed decision-making and proactive sustainability management.

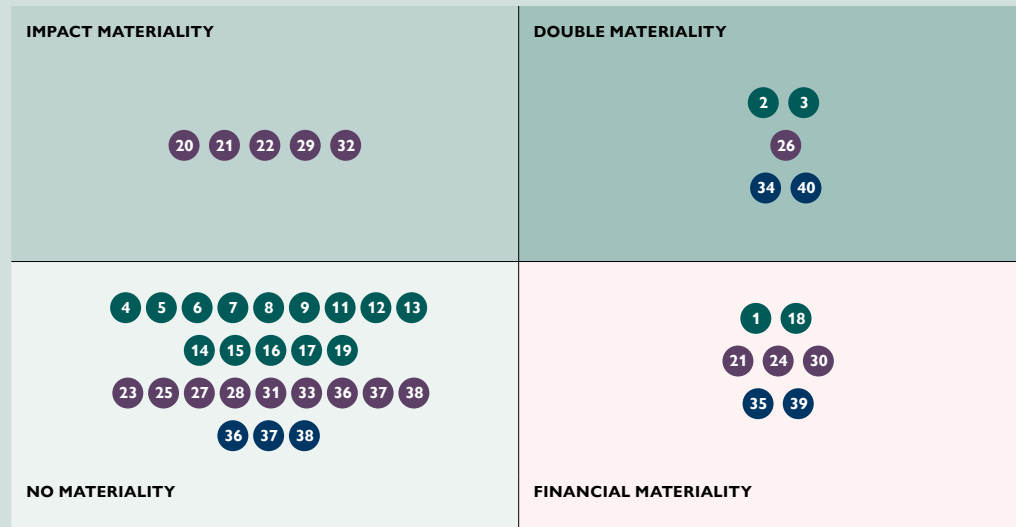
SBM-3

# Material impacts, risks and opportunities and their interaction with strategy and business model

## Impact of Sustainability on Strategy, Performance, and Business Model Resilience

Catella recognises that sustainability is integral to its long-term strategy, financial performance, and business model resilience. The Group regularly conducts comprehensive Double Materiality Assessments (DMAs) to identify and evaluate the key material environmental, social, and governance (ESG) impacts affecting its operations, as well as the financial risks

and opportunities arising from sustainability-related factors. The findings presented in this report specifically refer to the DMA conducted in late 2024. The findings from this assessment provide critical insights into how sustainability influences Catella's strategic priorities, risk management approach, and ability to leverage emerging opportunities in a rapidly evolving regulatory and market landscape.



● Environmental ● Social ● Governance

## Environmental

### E1 CLIMATE CHANGE

- 1 Climate Change Adaptation
- 2 Climate Change Mitigation
- 3 Energy

### E2 POLLUTION

- 4 Pollution of air
- 5 Pollution of water
- 6 Pollution of soil
- 7 Pollution of living organisms and food resources<sup>1</sup>

- 8 Substances of concern
- 9 Substances of very high concern
- 10 Microplastics<sup>1</sup>

### E3 WATER & MARINE RESOURCES

- 11 Water
- 12 Marine Resources

### E4 BIODIVERSITY & ECOSYSTEMS

- 13 Direct impact drivers of biodiversity loss
- 14 Impacts on the state of species
- 15 Impacts on the extent and condition of ecosystems
- 16 Impacts and dependencies on ecosystem services

### E5 RESOURCE USE AND CIRCULAR ECONOMY

- 17 Resources inflows, including resource use
- 18 Resource outflows related to products and services

- 19 Waste

## Social

### S1 OWN WORKFORCE

- 20 Working conditions
- 21 Equal treatment and opportunities for all
- 22 Other work-related rights
- 23 Workers in the value chain
- 24 Equal treatment and opportunities for all
- 25 Other work-related rights

### S3 AFFECTED COMMUNITIES

- 26 Communities' economic, social and cultural rights
- 27 Communities' civil and political rights
- 28 Rights of indigenous peoples

### S4 CONSUMERS AND END-USERS

- 29 Information-related impacts for consumers and/or end-users<sup>1</sup>
- 30 Personal safety of consumers and/or end-users
- 31 Social inclusion of consumers and/or end-users
- 32 Tenant engagement<sup>2</sup>
- 33 Health and wellbeing of tenants/occupants<sup>2</sup>

## Governance

### G1 BUSINESS CONDUCT

- 34 Corporate culture
- 35 Protection of whistle-blowers
- 36 Animal welfare
- 37 Political engagement and lobbying activities
- 38 Management of relationships with suppliers including payment practices
- 39 Corruption and bribery, Incidents
- 40 Investor relations<sup>2</sup>

1) Deemed not relevant due to business model in first step of DMA

2) Sub-topic added as sector/entity specific

3) Sub-topic '21. Equal treatment & opportunities for all' includes some sub-sub-topics that have been identified as impact material (gender equality & equal pay for work of equal value, training & skills development, diversity and privacy) while one sub-sub-topic (measures against violence & harassment in the workplace) has been identified as financial material. For this reason, the number '21' appears twice in the double materiality matrix

### Material Impacts Identified in the Materiality Assessment

The materiality assessment conducted by Catella in collaboration with external consultants identified several key sustainability impacts affecting the business and its stakeholders. The material impacts span environmental concerns, such as climate change mitigation and adaptation, energy consumption, and circular economy principles, as well as social factors, including employee well-being, diversity and inclusion, and ethical business conduct.

On the environmental front, Catella's operations and value chain generate greenhouse gas (GHG) emissions, primarily through energy consumption in its real estate assets and business activities. The Group's commitment to transitioning towards a low-carbon economy is a strategic priority, aiming to reduce emissions while enhancing the energy efficiency of its property portfolio. The impact of these efforts extends beyond environmental benefits, as they contribute to increasing asset value, attracting sustainability-focused investors, and reinforcing Catella's market positioning.

From a social perspective, Catella has embedded strong commitments to employee well-being, fair remuneration, and workplace diversity. Secure employment, competitive wages, and a commitment to gender equality are central to the Group's human capital strategy, fostering an inclusive and high-performing workforce. Similarly, Catella's adherence to ethical business conduct, including anti-corruption policies and whistleblower protections, strengthens transparency and trust among stakeholders.

### Financial Effects of Material Risks and Opportunities

The findings of the DMA provide Catella with valuable insights to further enhance its financial performance, assess potential risks and opportunities, and ensure that its sustainability strategy remains aligned with stakeholder expectations. The regulatory landscape surrounding climate action continues to evolve, introducing transition risks such as increased compliance costs, shifting investor expectations, and potential valuation adjustments in real estate assets. Rising energy prices and stricter efficiency regulations may elevate operational costs, requiring proactive investment in energy-efficient and low-carbon assets to mitigate financial exposure.

Conversely, sustainability-driven opportunities are expected to enhance Catella's financial resilience. The growing demand for green real estate and sustainable investment strategies aligns with the Group's core expertise, providing avenues for revenue growth and competitive differentiation. Investments in energy-efficient buildings and climate-resilient infrastructure contribute to long-term cost savings and operational efficiencies while strengthening the company's ability to attract capital from investors prioritising environmental and social responsibility.

Access to capital is another key financial consideration. Strong market reputation, transparent ESG disclosures, and compliance with emerging sustainability regulations enhance investor confidence, ensuring continued access to funding sources. However, economic downturns or tighter lending standards could impact financing options, underscoring the importance of integrating sustainability into risk management strategies.

### Alignment with ESRS Disclosure Requirements vs. Entity-Specific Disclosures

The Group's ESRS-inspired disclosures include climate change mitigation and adaptation, energy efficiency, circular economy practices, workforce well-being, diversity, business ethics, and financial materiality considerations. These disclosures provide a comprehensive view of how Catella is addressing sustainability challenges while capitalising on opportunities.

In addition to ESRS-inspired reporting, Catella has investigated entity-specific topics that reflect its industry-specific considerations and strategic focus areas. This includes a detailed assessment of the sustainability-linked investor relations strategies, and adaptive measures to mitigate climate-related physical risks. By integrating both regulatory and business-driven disclosures, Catella ensures transparency and accountability in its sustainability performance.

### Resilience of Strategy and Business Model

Catella's business model is structured to integrate sustainability into its core operations, ensuring resilience against emerging ESG risks while capitalising on material opportunities. The Group's approach to sustainability is reflected in its investment strategies, risk management frameworks, and governance structures, all of which contribute to strengthening long-term business viability.

Material negative and positive impacts on people and the environment are a key consideration in Catella's strategic planning. The Group's decarbonisation efforts and energy efficiency initiatives aim to mitigate negative environmental impacts, reducing

emissions and resource consumption. At the same time, sustainability-driven initiatives enhance employee well-being, investor confidence, and stakeholder trust, reinforcing the positive social and economic impacts of the company's business model.

These sustainability impacts originate from Catella's core operations, value chain, and business relationships. For instance, energy consumption and emissions result directly from property management and asset operations, while investment decisions influence broader market trends towards sustainable real estate. The time horizons of these impacts vary, with immediate regulatory compliance and operational adjustments in the short term, investment-led transitions over the medium term, and long-term shifts in market expectations and stakeholder priorities.

Catella's strategic resilience is further supported by its proactive engagement with business relationships that drive sustainability outcomes. The Group collaborates with tenants, investors, suppliers, and regulators to align its practices with evolving sustainability standards. This collaborative approach ensures that Catella is not only responding to sustainability challenges but also positioning itself as a leader in responsible real estate investment and management.



IRO-1

## Description of the process to identify and assess material impacts, risks and opportunities

### Identification and Assessment of Sustainability

#### Risks and Opportunities

Catella's latest Double Materiality Assessment (DMA) follows ESRS and CSRD guidelines and was conducted in collaboration with external consultants. The process evaluates impact materiality (likelihood, scale, scope, and irremediability) and financial materiality (short-, medium-, and long-term risks and opportunities), ensuring a comprehensive assessment of material impacts, risks, and opportunities (IROs).

A materiality threshold of 3.5 on a five-point scale determines which sustainability topics are deemed material. Assessments were conducted through online surveys and interactive workshops, with financial materiality evaluations based on pre-defined quantitative thresholds. The prioritization process ensured negative impacts were ranked by likelihood, severity, and irremediability, while positive impacts were assessed based on scale, scope, and likelihood. To refine results, topics near the threshold ( $\pm 0.5$  of 3.5) were reviewed in a final validation workshop.

Catella's due diligence processes—including technical sustainability due diligence (for asset evaluation before acquisition) and business partner due diligence (to assess corruption and human rights risks before contracting)—ensure material topics align with regulatory requirements, sector benchmarks, and investor expectations. The DMA methodology also

distinguishes between real estate-related activities (principal investments and asset management) and corporate finance, prioritizing key risk areas such as physical and transition climate risks, energy consumption, and circular economy principles in property development.

Both direct (e.g., energy consumption and emissions from real estate) and indirect (e.g., sustainability performance of suppliers and tenants) impacts were analysed. A structured three-stage framework identified financial risks: (1) likelihood over different time horizons, (2) financial magnitude (from €150,000 to over €10 million), and (3) scenario analysis to assess regulatory, market, and climate trends.

#### Strategic and Financial Integration of Sustainability Risks and Opportunities

In 2024, Catella expanded its stakeholder engagement process to enhance understanding of sustainability-related risks and opportunities. The methodology included direct interactions (interviews and workshops), proxy representation (where direct engagement was not feasible), and document reviews. A total of 12 stakeholders participated in semi-structured interviews, providing qualitative insights into materiality assessment findings. External consultants facilitated the process, contributing expertise in ESG impact

evaluation, climate risk assessment, and regulatory compliance.

Risks were evaluated based on likelihood over short-, medium-, and long-term horizons, while financial materiality was assessed using pre-defined impact thresholds, ensuring alignment with Catella's broader risk management framework. Sustainability risks were prioritized using a combined scoring system, ranking them alongside other business risks. Risks with significant financial implications—either through direct exposure or reputational consequences—were given higher priority.

Findings from the DMA process were integrated into Catella's broader risk management framework, involving internal validation workshops with senior decision-makers and the company's DMA Taskforce. Discussions with external assurers provided an additional layer of scrutiny. The results refined the corporate risk profile and influenced updates to risk management procedures, ensuring sustainability risks were treated alongside financial and operational risks for a holistic risk assessment. Similarly, sustainability-related opportunities were embedded in strategic planning and business development processes.

The scoring methodology incorporated inputs from internal data, stakeholder feedback, regulatory requirements, and industry benchmarks, ensuring a data-driven approach. Compared to previous years, the 2024

DMA introduced refinements, including a more structured quantitative assessment methodology, clearer materiality thresholds, and weighted financial impact evaluations. Stakeholder engagement was expanded, with a greater reliance on interviews and expert consultations to enhance robustness. Additionally, a final validation workshop focusing on borderline material topics strengthened the accuracy and credibility of the assessment.

IRO-2

## Disclosure Requirements in ESRS covered by the undertaking's sustainability statement

### Material Sustainability Topics and Their Financial and Strategic Implications

The ESRS disclosure requirements identified as material for Catella include E1 Climate Change, covering transition risks, physical climate risks, and energy consumption and efficiency improvements in the Group's property portfolio. E5 Circular Economy has also been determined to be material, specifically in relation to the management of construction and demolition waste and the promotion of circular economy principles in real estate. In the social domain, S1 Own Workforce is recognised as material, focusing on fair wages, diversity, inclusion, and employee well-being. Similarly, G1 Business Conduct is considered a core component of the Group's governance framework, ensuring compliance with ethical standards, whistleblower protections, and anti-corruption measures.

The materiality assessment confirms that climate change mitigation and adaptation are central to Catella's strategy. The transition to a low-carbon economy and energy efficiency improvements are critical factors influencing asset value, regulatory compliance, and investor attractiveness. Identified risks include regulatory changes, market shifts, and increased operational costs associated with energy inefficiency. However, opportunities arise from growing market demand for sustainable real estate, regulatory

incentives, and technological advancements in green construction.

The assessment further establishes that the circular economy is a relevant factor for Catella's business, particularly concerning construction and demolition waste management. While the Group faces challenges such as strict environmental regulations, high material costs, and limited recycling infrastructure, it has committed to integrating circular economy principles into its asset management and real estate development strategies. As these considerations affect the cost structure and market positioning, they are deemed material.

ESRS S1 Own Workforce has been identified as a key priority. The Group places a strong focus on fair employment practices, with initiatives covering competitive wages, work-life balance, diversity, inclusion, and employee well-being. Catella has set a target to achieve a 40/60 gender balance at all employment levels by 2030, implemented anti-discrimination training, and formalised career development plans for all employees.

The assessment also highlights the importance of business ethics, anti-corruption, and governance in Catella's strategy. The Group has implemented Code of Conduct, a whistleblower policy, and anti-corruption training to reinforce transparency and integrity. However, the materiality assessment found no significant risks in business conduct that would necessitate

disclosure beyond standard governance reporting requirements. The Group maintains zero cases of corruption and no reported data privacy breaches, supporting the determination that G1 Business Conduct is not material for additional ESRS reporting beyond existing governance disclosures.

The sustainability-related Impacts, Risks, and Opportunities (IROs) identified through Catella's 2024 DMA process are presented in the following sections. While the DMA identified E1, E5, S1, S2, S3, S4, and G1 as material topics, for reporting on 2024 data, Catella will focus on E1, E5, S1, and G1 as part of its transition towards CSRD compliance in 2026. The material ESRS topics are detailed in the following tables, where for each material sub-topic, positive and negative impacts, as well as risks and opportunities, are outlined. These IROs are classified based on their relation to Own Operations (OO) or the Value Chain (VC), providing a clear structure for understanding the Group's sustainability impacts. More detailed information on each ESRS topic is presented in the following chapters of this report.

## Determination of Material Information for Disclosure on Impacts, Risks, and Opportunities

IROs identified while DMA 2024 can be found in the following table.

IRO CATEGORY	MATERIAL IRO	DRIVER OF IRO	EFFECTS OF IRO
<b>E1 Climate Change</b>			
<b>Climate Change Mitigation</b>			
Negative Impact	Transition to low-carbon economy	Greenhouse gas emissions from both company operations and the value chain. (OO)	Generation of GHG emission leading to negative impact on the environment and the society (OO, VC)
Positive Impact	Transition to low-carbon economy	Reducing climate impact and increasing the energy efficiency of the property portfolio are key pillars of Catella's strategy. (OO)	Contributing to a low-carbon economy enhances environmental sustainability, increases asset value, and strengthens the firm's reputation among investors and stakeholders. (VC)
Risk	Transition to low-carbon economy	Transition risks, driven by climate regulations, shifting demands, price fluctuations, and market instability, such as energy and material price volatility and rising client/investor expectations. (VC)	Can temporarily reduce property values and increase maintenance costs. (VC)
Opportunity	Transition to low-carbon economy	Increasing demand for sustainable real estate, regulatory incentives, and advancements in green technologies create opportunities for low-carbon investments. (VC)	Transitioning to a low-carbon economy enhances asset value, attracts environmentally conscious investors, and strengthens the firm's competitive position in the market. (VC)
<b>Energy</b>			
Negative Impact	Energy consumption & intensity	Energy consumption from Catella's own offices and common spaces of commercial and residential assets, as well as electricity used during the construction process by general contractors. (OO, VC)	Negative impact on the environment resulting from greenhouse gas emissions related to the production and consumption of energy. (OO, VC)
Positive Impact	Energy consumption & intensity	Reducing climate impact and increasing the energy efficiency of the property portfolio are key pillars of Catella's strategy. (OO)	Contributing to a low-carbon economy enhances environmental sustainability, increases asset value, and strengthens the firm's reputation among investors and stakeholders. (VC)
Risk	Energy consumption & intensity	Rising energy costs, regulatory requirements for energy efficiency, and dependence on non-renewable energy sources increase operational expenses and compliance risks. (OO, VC)	High energy consumption and inefficiency can lead to increased costs, reduced asset value, and reputational damage due to unsustainable practices. (VC)
Opportunity	Energy consumption & intensity	Investing in energy-efficient buildings, renewable energy sources, and sustainable practices reduces overall energy consumption. (OO, VC)	Improved energy efficiency lowers operational costs, enhances asset value, and contributes to environmental sustainability. (VC)
<b>Climate change adaptation</b>			
Risk	Physical climate risk – chronic	Long-term climate changes, such as rising temperatures, sea level rise, and prolonged droughts, gradually impact the viability and sustainability of real estate assets. (VC)	Chronic climate risks can lead to increased maintenance costs, reduced asset value, and decreased attractiveness of properties in vulnerable areas. (VC)
Opportunity	Physical climate risk – chronic	Investing in climate-resilient infrastructure, sustainable building materials, and adaptive real estate strategies can mitigate long-term climate risks. (VC)	Enhancing resilience increases property value, attracts sustainability-focused investors, and strengthens the firm's market position in a changing climate. (VC)
Risk	Physical climate risk – acute	Increasing frequency and severity of extreme weather events, such as floods, storms, and heatwaves, pose direct threats to properties and infrastructure. (VC)	Physical climate risks can lead to property damage, higher insurance costs, reduced asset value, and potential business disruptions. (VC)
Opportunity	Physical climate risk – acute	Proactively investing in resilient infrastructure, adaptive design, and climate risk mitigation strategies can reduce vulnerability to extreme weather events. (VC)	Strengthening climate resilience enhances property value, attracts investors prioritising sustainability, and positions the firm as a leader in adaptive real estate development. (VC)
<b>E5 – Circular Economy</b>			
<b>Resource outflows related to products &amp; services</b>			
Risk	Construction & demolition materials & circular economy	Strict environmental regulations, rising costs of sustainable materials, and limited recycling infrastructure can create challenges in managing construction and demolition waste effectively. (VC)	Inadequate waste management can lead to higher operational costs, regulatory penalties, and reputational damage due to unsustainable practices. (VC)
Opportunity	Construction & demolition materials & circular economy	Promote circular economy in assets owned and financial services provided as part of Catella's current sustainability strategy. (OO)	Increased circularity within development projects decreases the cost of materials. Finalised projects could be seen as more attractive, which could increase revenues and profit margins. (VC)

IRO CATEGORY	MATERIAL IRO	DRIVER OF IRO	EFFECTS OF IRO
<b>S1 Own Workforce</b>			
<b>Working conditions</b>			
Positive Impact	Secure employment	Stable business growth, strong financial performance, and long-term investment strategies enable the firm to provide consistent and secure employment opportunities. (OO)	Secure employment fosters employee loyalty, enhances productivity, and strengthens the firm's reputation, attracting top talent and contributing to overall business success. (OO)
Positive Impact	Working time	Clear policies around working times ensure a balanced workload, promote a healthy work-life balance, and contribute to a sustainable and efficient work environment, ultimately supporting Catella's long-term success. (OO)	Improved working time management boosts employee satisfaction, productivity, and retention, contributing to a more motivated and engaged workforce. (OO)
Positive Impact	Adequate wages	Catella's remuneration policy defines the principles to be applied, as well as the minimum standards. It also includes responsibilities for implementation, reporting, and regular review. (OO)	Competitive wages enhance employee satisfaction, reduce turnover, and improve overall productivity, strengthening the firm's reputation and long-term success and attracting top-talent. (OO)
Positive Impact	Work-life balance	Catella values work-life balance as essential for a healthy lifestyle. By embedding the topic within the group strategy, Catella fosters a supportive work environment that enhances employee well-being and satisfaction. (OO)	Improved work-life balance enhances employee well-being, increases productivity, and boosts retention, leading to a more engaged and motivated workforce. (OO)
Positive Impact	Health & safety	By fostering a safe and supportive work environment, reducing workplace risks, and promoting employee well-being. This leads to healthier, more engaged, and productive employees, decreased absenteeism, and a stronger company culture, ultimately enhancing both operational efficiency and employer reputation. (OO)	A strong focus on health and safety reduces workplace accidents, enhances employee morale, and increases overall productivity, contributing to a more resilient and committed workforce. (OO)
<b>Equal treatment &amp; opportunities for all</b>			
Positive Impact	Gender equality & equal pay for work of equal value	Catella actively promotes equality and equal opportunities, irrespective of gender, gender identity, ethnicity, religion, disability, sexual orientation, or age. Therefore, Catella set a target of 40/60 gender balance for both senior and employee levels by 2030. (OO)	Promoting gender equality fosters an inclusive workplace, enhances employee satisfaction, and strengthens the firm's reputation, attracting top talent and driving long-term success. (OO)
Positive Impact	Training & skills development	Investing in employee development is a key factor for Catella's continued success and growth. Accordingly, Catella has provided the networking and training platform Catella Academy for several years. (OO)	Nurture a shared culture, while providing staff with opportunities for personal development and for creating value within the organisation and a winning together culture. (OO)
Risk	Measures against violence & harassment in the workplace	Lack of clear policies, insufficient training, or failure to enforce workplace safety measures can increase the likelihood of violence and harassment incidents. (OO)	Workplace violence or harassment can lead to legal liabilities, employee turnover, reputational damage, and a toxic work environment that impacts productivity. (OO)
Opportunity	Measures against violence & harassment in the workplace	Implementing strong policies, comprehensive training programs, and a culture of accountability can create a safer and more inclusive workplace. (OO)	A positive and respectful work environment enhances employee morale, retention, and productivity while strengthening the firm's reputation and attractiveness to top talent. (OO)
Positive Impact	Diversity	Catella's Diversity, Equality, and Inclusion policy demonstrates the commitment to fostering a culture that welcomes differences. (OO)	Embracing diversity and inclusivity creates a thriving work environment. And enhance productivity and attract top talent (OO)
<b>Other work-related rights</b>			
Positive Impact	Privacy	Implementing robust data protection policies (Catella Group Privacy Policy), secure IT systems, and clear privacy guidelines ensures the confidentiality and security of employee information. (OO)	Strengthening privacy protections builds employee trust, enhances workplace morale, and reduces the risk of data breaches or legal issues, contributing to a more secure and compliant organisation. (OO)

IRO CATEGORY	MATERIAL IRO	DRIVER OF IRO	EFFECTS OF IRO
<b>Business conduct</b>			
<b>Corporate culture</b>			
Positive Impact	Corporate culture	Catella's code of conduct and policy framework serve as guiding principles for employees and suppliers (supplier code of conduct) and get continuously updated. (OO, VC)	Impact on ethical corporate culture and increasing ethical awareness among employees. Transparency on Group ethical values in relation to external stakeholders. (OO, VC)
Risk	Corporate culture	If Catella's corporate culture and policy framework are not effectively integrated across local entities, there may be inconsistencies in business conduct, ethical standards, and regulatory compliance. This could lead to reputational damage, legal challenges, and operational inefficiencies, ultimately weakening stakeholder trust and business sustainability. (OO, VC)	Catella's governance framework gets continuously updated to address emerging challenges and opportunities. (OO, VC)
Opportunity	Corporate culture	Catella's strong corporate culture, which enables integration of its policy framework across local entities. This ensures consistent business conduct, ethical decision-making, and regulatory compliance, creating a foundation for enhanced trust, reputation, and long-term business success. (OO, VC)	Increased revenues, access to capital markets, attracting talents, retention of talents and skilled employees in the workplace (OO)
<b>Protection of whistle-blowers</b>			
Risk	Protection of whistle-blowers	Inadequate employee training and lack of awareness in regulatory compliance and fraud prevention increase the likelihood of undetected financial misstatements or misconduct. (OO)	Failure to prevent and detect fraudulent activities can lead to financial losses, reputational damage, regulatory penalties, and potential legal liabilities. (OO)
Opportunity	Protection of whistle-blowers	Catella encourages a culture of openness, integrity, transparency, and openness. (OO, VC)	Catella Group Whistleblowing Policy applies to all subsidiaries and affiliated companies of Catella AB. (OO, VC)
<b>Corruption &amp; bribery</b>			
Risk	Prevention & detection including training	Monitor, report and address potential violations of corruption and bribery (OO, VC)	Risk of legal consequences – financial penalties, legal proceedings, decreased company's reputation among employees, tenants, investors and the public (OO, VC)
Opportunity	Prevention & detection including training	Impact on ethical corporate culture and increasing awareness among employees (OO)	Catella has implemented anti-corruption measures through its rigorous governance framework and an independent whistleblowing system. (OO, VC)
<b>Investor relations</b>			
Positive Impact	Access to capital	Strong market reputation, transparent financial performance, and strategic investor relations attract consistent capital inflows. (VC)	Increased access to investor capital enables business growth, accelerates project development, and enhances overall investment returns. (OO, VC)
Risk	Access to capital	Economic downturns, rising interest rates, or tightened lending standards can reduce access to capital and limit financing options for investments. (VC)	Limited access to capital can hinder property acquisitions, delay development projects, and reduce overall investment returns, impacting business growth and profitability. (OO, VC)
Opportunity	Access to capital	Favourable market conditions, strong investor confidence, and low interest rates can enhance access to capital through various funding sources. (VC)	Increased access to capital enables strategic acquisitions, accelerated project development, and higher returns on investment, driving business growth and market expansion. (OO, VC)

ESRS E1

# ENVIRONMENTAL INFORMATION

Addressing climate change is a strategic priority for Catella, given the significant environmental impact and climate-related risks linked to the real estate sector. As a European specialist in property and finance, Catella aims to reduce its climate impact by integrating decarbonisation and climate resilience measures across development and asset management. These efforts support long-term value creation, regulatory compliance, and continued trust from investors, partners, and tenants.

In 2024, Catella made tangible progress on its sustainability commitments. This included assessing current greenhouse gas emissions, improving data quality, and identifying energy efficiency opportunities to reduce the risk of stranded assets. A roadmap is being developed to meet regulatory requirements for both funds and properties, with further expansion planned in 2025.

Reducing energy use and enhancing efficiency remain key priorities, supported by smart solutions, renewable electricity, and investments in on-site renewable energy. In parallel, Catella continues to address the physical risks of climate change, building on insights from its 2022 TCFD briefing to guide future adaptation strategies.

In reinforcing its focus on decarbonisation and climate adaptation in 2024, Catella seeks to secure long-term asset value while contributing to broader climate goals. The Group remains committed to working with stakeholders to promote sustainable practices and take a forward-looking approach to environmental responsibility.

## LIST OF DISCLOSURE REQUIREMENTS

## PAGE REFERENCE

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SBM-3

## Material impacts, risks and opportunities and their interaction with strategy and business model

### Climate-Related Risks, Resilience Analysis, and Strategic Adaptation to Climate Change

Catella's 2024 DMA identified IROs related to climate change mitigation, climate change adaptation, and energy use. Each IRO presents both positive and negative impacts, as well as risks and opportunities for the Group. For a detailed analysis of the drivers and effects of IROs, please refer to table E1: Climate Change in chapter IRO-2. To assess the potential impacts of climate change on the strategy and business model, evaluating both transition and physical risks, Catella conducted a TCFD Briefing in 2022. Using the framework both physical and transition risks were identified alongside key opportunities such as resource efficiency, energy source and resilience. The analysis indicates that our business model and portfolio are exposed to climate related risks. We are working on our strategic approach which will position us well to manage these challenges and enhance long-term resilience. To strategically integrate climate risk assessment into the core business processes, Catella will ensure that it has plans to transition to low-carbon operations. By embedding climate considerations into due diligence, investment decisions and risk management into the Group's business model, this proactively addresses any potential challenges. There will be a focus on short-term transition risks, which are more likely to generate financial implications across Catella's markets than physical risks. The most critical risks identified include

volatile prices leading to increased operational costs and investment uncertainties, potential stranded assets that might reduce property market value, and unreliable electric grid capacity causing business disruptions and construction delays. Through a scenario-based resilience analysis aligned with the TCFD recommendations, Catella has identified a series of opportunities that mitigate these risks. The Group can enhance resource efficiency by influencing tenants to reduce energy consumption, increase renewable energy sources, and adapt properties to improve climate performance. These strategies could potentially increase market attractiveness, investment opportunities, and resilience to future climate shifts. The analysis revealed that transitional risks are currently more prominent than physical risks, with acute physical risks initially highest in Western Europe. Catella's climate risk exposure is expected to accelerate until 2050, regardless of whether following a Paris Agreement or business-as-usual scenario.

In the future, Catella plans to incorporate climate risks into due diligence processes, establish group-wide climate risk management, provide ESG training across subsidiaries, and explore methods to estimate climate risks in monetary terms. The goal is to integrate climate considerations comprehensively into business strategy and decision-making processes.

IRO-1

## Description of the processes to identify and assess material climate-related impacts, risks and opportunities

### Assessment of Climate Change Impacts, Exposure to Transition Risks, and Resilience Analysis Over Different Time Horizons

Please see ESRS 2 IRO-1 and IRO-2 for description of DMA process and findings.

#### Climate risk assessment

As part of the TCFD briefing in 2022, five regional climate risk assessments were conducted to account for a range of climate risks, including floods, heatwaves, and rising prices for energy, building materials, transport, and other factors, in the regions where Catella operates. The results of these regional risk assessments were compiled into an average-based risk matrix, representing the climate risks faced by the Catella Group. Impact and likelihood were qualitatively assessed based on the Group's exposure to climate risks across the value chain, considering factors such as the geographical location of properties, the current climate state, and surrounding environments. The Impact and Likelihood scales are rated on a numerical scale from 1

to 5, with 1 representing "Very low" and 5 representing "Very high." The risk score (impact × likelihood) was calculated to determine the level of exposure Catella Group faces to climate risks. An expected time horizon for when these risks are likely to materialise has been defined to provide further context:

- Current: 0 – 3 years
- Short term: 4 – 10 years
- Medium term: 11 – 30 years
- Long term: > 30 years

#### Scenario analysis

The scenarios in the TCFD briefing are based on the IPCC's Representative Concentration Pathways (RCP) 8.5 and 2.6, representing a business-as-usual scenario and a Paris Agreement-aligned scenario, respectively. This analysis considers how physical and transition climate risks could evolve over time, up to 2050, in the regions where Catella operates.

E1-2

## Policies related to climate change mitigation and adaptation

ESRS	POLICY	DESCRIPTION	SCOPE	ACCOUNTABILITY	THIRD PARTY STANDARDS	AVAILABILITY
E1, E3	Sustainability Policy	<p>Aims to minimise negative impacts and maximise positive ones.</p> <p>It is built on dual materiality analysis considers both risks and opportunities, aligning with relevant frameworks and standards.</p> <p>It lists environmental goals such as:</p> <ul style="list-style-type: none"> <li>• Reduce our climate impact and increase the energy efficiency of our property portfolio</li> <li>• Adapt our property portfolio to a changing climate</li> <li>• Decrease our environmental footprint, minimizing waste, water consumption and biodiversity loss</li> </ul>	All subsidiaries and affiliated companies of Catella AB	Head of ESG	n/a	Publicly available



E1-3

## Actions and resources in relation to climate change policies

### Actions, Resources, and Decarbonisation Levers for Climate Change Mitigation and Adaptation

While Catella Group does not yet have a formal climate action plan, it actively integrates sustainability principles into its investment and asset management strategy. The company is committed to developing and managing properties that align with the EU's Energy Performance of Buildings Directive, circular economy principles, and resource efficiency goals. Although the company has not yet allocated a dedicated climate budget, sustainability considerations are embedded in project financing, investment planning, and asset management decisions. Below, we present some case studies to highlight its commitment to climate change mitigation and adaptation through the integration of sustainability principles into its real estate investments.

#### Kaktus Towers

Catella integrates sustainability principles into its real estate investments, demonstrating a strong commitment to climate change mitigation and adaptation. A recent example of this is Kaktus Towers, a landmark residential development in Copenhagen, which was awarded the title of Best Tall Building in Europe by the Council on Tall Buildings and Urban Habitat (CTBUH). The recognition underscores Catella's commitment to ESG-aligned investment strategies and architectural excellence. The award reflects the

company's ability to create sustainable, high-performing assets that align with global urban development trends and reflects Catella's efforts to incorporate low-carbon design, energy efficiency, and responsible sourcing into its property development strategy.

Kaktus Towers incorporates circular economy principles by optimising resource use through a micro-living concept. The towers provide 495 compact, efficiently designed apartments that maximise functional living space while minimising material consumption. The use of sustainable construction materials and resource-efficient design solutions aligns with Catella's broader strategy to reduce environmental impacts across its real estate portfolio. Designed with ESG principles from the outset, Kaktus Towers aims to align with the EU Taxonomy for sustainable investments and has applied for DGNB certification from the Green Building Council. Additionally, the development supports urban biodiversity and CO<sub>2</sub> reduction goals through its integration into a broader green zoning plan that connects key districts in central Copenhagen.

#### The Seestadt Development

The Seestadt development incorporates a holistic energy concept, recognized as the largest KlimaQuartier.NRW, and certified by the NRW Ministry of Economic Affairs and the Energy Agency.NRW. Its renewable energy integration, efficient heating networks,

and sustainable construction techniques contribute to GHG emission reductions. Additionally, the newly created 20,000 m<sup>2</sup> lake plays a significant role in improving the local microclimate, enhancing water retention, and supporting biodiversity. The project also adheres to sustainable urban planning principles, reducing car dependency and prioritising green, pedestrian-friendly

spaces. Seestadt is part of the "Real-world laboratory for the energy transition," supported by the Federal Ministry for Economic Affairs and Climate Protection. This underscores the project's role in advancing Germany's climate goals through innovative, large-scale energy solutions.

### Achieved and Expected Greenhouse Gas (GHG) Emission Reduction

Actions and resources in relation to climate change policies	UNIT	2024
Achieved GHG emission reductions	tCO <sub>2</sub> eq	20.5

Compared to the known emissions from 2023, a significant reduction of 20.5 tCO<sub>2</sub>eq was observed based on the reported emissions from 18 out of 21 corporate offices.

As Catella progresses towards full CSRD alignment in the coming years, the focus will be on presenting like-for-like data when disclosing absolute emission reduction figures. In addition, estimated GHG emissions are expected to be included in the next reporting cycle.

### Resource Availability and Allocation Constraints in Implementing Climate Actions

Catella's implementation of climate related actions depends on the allocation of financial resources. There is not currently any documentation that relates to an explanation of extent to which ability to implement action depends on availability and allocation of resources.

E1-4

## Targets related to climate change mitigation and adaptation

### Tracking the Effectiveness of Climate Policies and Actions Through Targets and GHG Emission Reduction Goals

Catella Group has not yet set measurable outcome-oriented targets but is working on developing a structured framework for sustainability goals. Ensuring that targets are transparent, measurable, and aligned with international sustainability standards. The Group's overarching objective is to reduce the environmental impact of property development, maintenance, and management, with a strong focus on supply chain sustainability and circular economy principles. This will be achieved by collaborating closely with suppliers and contractors to drive ESG improvements across the value chain.

### Alignment of GHG Emission Reduction Targets with Inventory Boundaries, Baseline Integrity, and Science-Based Climate Commitments

Catella has created a baseline of its greenhouse gas inventory using FY2021/2022. When defining this baseline, it was ensured that all operational activities within the Group were considered, ensuring comprehensive coverage of investment management, asset management, and real estate development emissions sources. To further ensure consistency, Catella follows a structured methodology aligned with industry best practices, enhancing data standardisation and

monitoring processes to improve reporting accuracy over time.

The GHG reduction targets have not yet been validated by SBTi, but as part of the Group's goal to reduce climate impact and increase energy efficiency, Catella is assessing the feasibility of setting Science-Based Targets (SBTs) and aligning its emissions reduction trajectory with the Paris Agreement's 1.5°C goal. This includes evaluating Scope 1, 2, and 3 reduction pathways and developing a structured roadmap for SBTi validation.

To ensure that the baseline value remains representative of business activities, Catella continuously assesses external factors, including regulatory developments, market shifts, and climate-related risks, ensuring the GHG inventory adapts to evolving sustainability requirements. The Group is also committed to expanding its data collection capabilities to enhance emissions tracking and align with upcoming EU sustainability reporting frameworks.

As part of the GHG reduction strategy, Catella is deploying renewable energy, with over 50% of electricity usage sourced from renewables and 100% renewable district heating and cooling. Additionally, there are plans to improve energy efficiency across the property portfolio, starting with an initial assessment to identify energy-saving opportunities and stranded asset risks.

To strengthen the resilience, the Group evaluates multiple climate scenarios to assess the impact of regulatory policies, technological advancements, and market dynamics on its sustainability strategy. These insights guide the prioritisation of renewable energy adoption, efficiency measures, and climate risk mitigation actions.

E1-5

## Energy consumption and mix

### Total Energy Consumption

Catella's energy consumption and mix for own operations: Corporate Offices

ENERGY CONSUMPTION AND MIX	UNIT	2023	2024
<b>Total fossil energy consumption</b>	MWh	239.2	280.7
Share of fossil sources in total energy consumption	%	32%	49%
<b>Consumption from nuclear sources</b>	MWh	50.8	36.3
Share of consumption from nuclear sources in total energy consumption	%	9%	5%
Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.)	MWh	8.40	3.20
Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources	MWh	575.9	607.3
The consumption of self-generated non-fuel renewable energy	MWh	1.00	1.00
<b>Total renewable energy consumption</b>	MWh	592.3	665.3
Share of renewable sources in total energy consumption	%	70%	62%
<b>Total energy consumption from own operations</b>	MWh	1061.6	1076.3

RETROSPECTIVE DATA	UNIT	2023	2024
Gross Scope 1 GHG emissions	tCO <sub>2</sub> eq	114.3	160.8
Gross location-based Scope 2 GHG emissions	tCO <sub>2</sub> eq	147.6	269.7
Gross market-based Scope 2 GHG emissions	tCO <sub>2</sub> eq	39	33.5

As the data coverage for 2023 differs from that of 2024, a robust like-for-like comparison is not currently possible. The observed increase in energy consumption in 2024 may be attributed to the broader scope of data collected, rather than a genuine rise in usage. Catella is in the process of transitioning towards full CSRD-aligned reporting. In the meantime, the focus will be on improving transparency through retrospective data analysis and preparing for forthcoming reporting milestones. As Scope 3 greenhouse gas emissions are subject to a phase-in period under the ESRS, Catella will disclose this data in line with future reporting obligations.

### Methodologies, Assumptions, and Emission Factors for GHG Emissions Calculation

Catella Group calculates and measures its GHG emissions using methodologies aligned with the GHG Protocol. Sources for emissions factors are e.g., DEFRA 2022, EPA 2022, IEA 2018, Energiföretagen 2022. The calculations include the following greenhouse gases: CO<sub>2</sub>, CH<sub>4</sub> and N<sub>2</sub>O.

### Energy Contractual Instruments and Attribute Claims for Purchased and Sold Energy

The group promotes the use of renewable energy and are committed to reducing energy consumption across

the portfolio. Many of Catella's assets have on-site photovoltaic power alongside the renewable energy strategy.

### Scope 3 GHG Emissions: Exclusions, Reporting Boundaries, and Calculation Methods

As Scope 3 GHG emissions are a phase-in option, Catella will disclose information regarding this data points when required.

E5

## Resource Use and Circular Economy

Catella is committed to reducing its environmental footprint by minimising waste and material consumption. A key goal is to reduce waste production across property development, maintenance, and management. We recognise the importance of sustainable resource use and embrace circular economy principles as integral parts of our business model. By integrating these practices, we aim to create long-term value while contributing to a more sustainable future. Although no specific actions or targets related to waste and circular economy have yet been implemented, we have a plan in place to introduce measures for waste reduction in the future.

IRO-1

## Impacts, Risks, and Opportunities on Resource and Circular Economy

Through the DMA, we have identified the risks associated with construction and demolition materials and the circular economy, which include challenges such as strict environmental regulations, rising costs of sustainable materials, and limited recycling infrastructure. Poor waste management can result in higher operational costs, regulatory penalties, and damage to reputation due to unsustainable practices. On the opportunity side, Catella's sustainability strategy focuses on promoting a circular economy within our assets and financial services. By increasing circularity in development projects, we can lower material costs, making final projects more attractive and potentially boosting both revenue and profit margins.

E5-2

## Actions and resources related to resource use and circular economy

### Adoption of Actions and Outlook

Catella has not yet implemented specific circular economy actions, but it is the Group's goal to reduce waste production across its operations by focusing on sustainable material use, increased recycling, and circular design principles.

To support this, Catella is assessing the following:

- Develop waste reduction and sustainable material guidelines for construction and renovation projects, ensuring compliance with circular economy principles.
- Assess opportunities for integrating recycled materials and reducing reliance on virgin resources in real estate development.
- Engage with suppliers and contractors to align procurement and supply chain strategies with circular economy goals.
- Explore partnerships with waste management providers to improve sorting, reuse, and recycling practices across properties.

Catella is currently evaluating the resource allocation necessary to implement these initiatives, ensuring that future investments in circular economy strategies align with EU sustainability frameworks and support long-term business resilience.

E5-5

## Resource outflows

### Waste Generation and Diversion

CATEGORY	SUB-CATEGORY	UNIT	2023	2024
Total Waste generated	Hazardous waste	Tonnes	0.1	46.6
	Non-hazardous waste	Tonnes	49.4	2406.9
Non-hazardous waste diverted from disposal, breakdown by treatment type	Reuse	Tonnes	-	55.6
	Recycling	Tonnes	5.5	1258.8
	Other recovery operations	Tonnes	43,9	1092.5
Hazardous waste directed to disposal, breakdown by treatment type	Incineration	Tonnes	-	9.2
	Landfill	Tonnes	-	37.4
	Other disposal operations	Tonnes	0.1	0
Non-hazardous waste directed to disposal, breakdown by treatment type	Incineration	Tonnes	2.1	929.5
	Landfill	Tonnes	5.4	-
	Other disposal operations	Tonnes	41,9	1419.3
Non-recycled waste		Tonnes	7.7	987.6
Percentage of non-recycled waste		%	16	40
Total amount of hazardous waste		Tonnes	0.1	46.6
Total amount of radioactive waste		Tonnes	0	0

### Methodologies for Calculating Waste Generation and Diversion

Catella assumes responsibility for the separate collection and transfer of municipal waste. As a result, the waste data reported includes waste generated by the corporate offices of Catella. If available, the information was shared at subsidiary level.

## ESRS 2

# EU TAXONOMY

Our focus on advancing alignment with the EU Taxonomy continues in 2024, by raising environmental standards and increasing emphasis on social considerations. At the same time, we are reinforcing the minimum safeguards to ensure implementation is in line with fundamental principles of justice. The technical screening criteria are being further developed to support only those initiatives with genuine sustainability potential and adherence to strict guidelines. We report under section 7.1, as our development properties

within the Principal Investments business area are never intended to be held as long-term assets, but are divested upon completion. The development projects expected to obtain DGNB Taxonomy certification are still in progress and cannot yet be classified as taxonomy-aligned. Through these efforts, we aim to create the conditions for a coordinated and inclusive transition towards a more resilient future, where environmental, social, and economic factors are balanced.

Economic activities	Code (2)	Absolute turnover, MSEK	Proportion of turnover, %	Substantial contribution						Do-no-significant-harm						Minimum safeguards	Taxonomy aligned (A.1.) or eligible (A.2.) turnover, 2023 (%) (18)/4	Category (enabling activity)	Category (transitional activity)
				Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems				
<b>(A) Taxonomy eligible activities</b>																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Construction of new buildings	CCM 7.1	0	0%	0%	0%	0%	0%	0%	0%	0%	No	No	No	No	No	No	Yes	0%	
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)			0%	0%	0%	0%	0%	0%	0%										
A.2. Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
Construction of new buildings	CCM 7.1	736	32%																
Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		736	32%																
<b>Total (A.1+A.2)</b>		<b>736</b>	<b>32%</b>																
<b>(B) Taxonomy non-eligible activities</b>																			
Turnover of taxonomy-non-eligible activities		1 534	68%																
<b>Total (A+B)</b>		<b>2 270</b>	<b>100%</b>																

Economic activities	Code (2)	Absolute CapEx, MSEK	Proportion of CapEx	Substantial contribution						Do-no-significant-harm						Minimum safeguards	Taxonomy aligned (A.1) or eligible (A.2) turnover	Category (enabling activity)	Category (transitional activity)
				Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems				
<b>(A) Taxonomy eligible activities</b>																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Construction of new buildings	CCM 7.1	0	0%	0%	0%	0%	0%	0%	0%	No	No	No	No	No	No	Yes	0%		
CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)			0%	0%	0%	0%	0%	0%	0%										
A.2. Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
Construction of new buildings	CCM 7.1	696	100%																
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		696	100%																
<b>Total (A.1+A.2)</b>		<b>696</b>	<b>100%</b>																
<b>(B) Taxonomy non-eligible activities</b>																			
CapEx of taxonomy-non-eligible activities		0	0%																
<b>Total (A+B)</b>		<b>696</b>	<b>100%</b>																

Economic activities	Code (2)	Absolute OpEx, MSEK	Proportion of OpEx	Substantial contribution						Do-no-significant-harm						Minimum safeguards	Taxonomy aligned (A.1.) or eligible (A.2.) turnover, 2023 (%) (1B)	Category (enabling activity)	Category (transitional activity)
				Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Water and marine resources	Circular economy	Pollution	Biodiversity and ecosystems				
<b>(A) Taxonomy eligible activities</b>																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Construction of new buildings	CCM 7.1	0	0%	0%	0%	0%	0%	0%	0%	No	No	No	No	No	No	Yes	0%		
OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0	0%	0%	0%	0%	0%	0%	0%										
A.2. Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
Construction of new buildings	CCM 7.1	595	28%																
OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		595	28%																
<b>Total (A.1+A.2)</b>		<b>595</b>	<b>28%</b>																
<b>(B) Taxonomy non-eligible activities</b>																			
OpEx of taxonomy-non-eligible activities		1 533	72%																
<b>Total (A+B)</b>		<b>2 128</b>	<b>100%</b>																



ESRS S1

# SOCIAL INFORMATION

Catella recognises that its own workforce plays a fundamental role in delivering its business strategy and driving long-term value creation. This section outlines the commitments, policies, and governance structures related to workforce impacts, risks, and opportunities, ensuring compliance with international labour standards and evolving regulatory requirements.

The S1 disclosure provides a structured assessment of material workforce-related impacts, focusing on areas such as employment conditions, diversity and inclusion, human rights due diligence, risk management, and workforce well-being. It also details actions taken to mitigate risks, seize opportunities, and track performance over time.

Catella's workforce primarily consists of employees within its three core business areas: Corporate Finance, Investment Management, and Principal Investments.

With operations spanning across 12 European countries, the Group also collaborates with external investment partners, contractors, and suppliers in property development and management.

The DMA identified key ESG risks that could materially impact employees, including:

- Governance and ethical risks, such as the need for a structured sustainability governance framework and oversight of ethical conduct.
- Regulatory compliance risks, particularly those related to increasing obligations under the CSRD, EU Taxonomy, and human rights due diligence frameworks.
- Workplace well-being considerations, including the importance of work-life balance, employee engagement, and diversity, equality & inclusion (DE&I) initiatives.

Despite no explicit reports of material negative workforce impacts, Catella remains proactive in risk management and workforce development. Initiatives such as the Catella Academy, diversity targets, whistleblowing protections, and initiatives around maintaining work-life balance, contribute to a resilient, engaged, and future-ready workforce.

This section provides a comprehensive disclosure of workforce-related policies, engagement mechanisms, risk mitigation strategies, and performance tracking in alignment with CSRD requirements.

## LIST OF DISCLOSURE REQUIREMENTS

## PAGE REFERENCE

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SBM-3

## Material impacts, risks and opportunities and their interaction with strategy and business model

### Material Impacts on Employees and Non-Employees in Catella's Workforce

Catella's own workforce primarily consists of employees engaged across its three business areas: Corporate Finance, Investment Management, and Principal Investments. The Group operates in 12 countries across Europe. Catella engages with external investment partners, contractors, and suppliers in property development and management. Given its reliance on third parties for construction, investment, and advisory services, consultants and external contractors may form part of its extended workforce.

The DMA highlighted key ESG risks that may materially impact employees, including:

- Lack of a structured sustainability governance framework
- Exposure to high energy consumption and climate risks in real estate investments
- Regulatory compliance risks related to ethical conduct in investment and property management

### Material Negative Impacts Occurrence (Own Workforce)

Catella has not explicitly reported any material negative impacts on its own workforce. However, there are a number of potential ESG risks that could have material negative consequences.

### Identified Risks That May Impact the Workforce:

1. Governance and Ethical Risks:
  - a. The Double Materiality Assessment identifies a lack of a structured sustainability governance framework, which could impact transparency, compliance, and ethical conduct.
  - b. Risks related to bribery and corruption in the real estate and construction sectors have been noted, which could indirectly affect employees involved in investment and asset management.
2. Regulatory and Compliance Risks:
  - a. The ESG risk assessment highlights increasing regulatory obligations, which could lead to additional compliance requirements, potentially impacting employee workload and operational practices.
  - b. The ESG Questionnaire also notes that increased reporting and administrative burdens related to regulatory frameworks (e.g., CSRD, EU Taxonomy) could impact employees.
3. Health and Safety and Social Impact Risks:
  - a. The Whistleblowing and Ethics Hotline is in place, suggesting that there is a mechanism to report and address workplace issues, but no specific workplace incidents or material negative impacts have been identified in the documentation.

Catella states that it operates in jurisdictions with strong worker protection laws, implying compliance with local labour standards, but no specific safety incidents have been reported.

### Activities Driving Positive Workforce Impacts and Beneficiaries

Catella implements several activities and policies that contribute to positive impacts on its workforce, particularly in the areas of sustainability integration, employee wellbeing, and ethical business conduct.

A strong ethical and compliance framework further supports a positive workplace culture. Catella has established whistleblower protections and ethics guidelines, ensuring transparency and a safe working environment. The company's Code of Conduct and ESG policies reinforce ethical business practices, non-discrimination, and regulatory compliance, which contribute to job security and confidence among employees. Catella also demonstrates a commitment to diversity, equity, and inclusion through dedicated policies that support equal opportunities. Gender diversity targets have been set to improve representation at all levels, which supports a more inclusive work environment. In addition, Catella fosters professional growth by providing employees with exposure to cross-border investment projects and specialised property funds, offering opportunities for skill development and career advancement.

Furthermore, Catella recognises the importance of work-life balance, incorporating flexible working arrangements and remote work where applicable. These initiatives create a more supportive and dynamic workplace, ensuring employees can thrive both professionally and personally.

### Material Risks and Opportunities Linked to Workforce Impacts and Dependencies

Catella faces several material risks and opportunities related to its own workforce, influenced by both internal organisational factors and external regulatory and market conditions. These risks primarily stem from governance, compliance, and workforce management, while opportunities arise from strategic workforce development, ESG-driven business growth, and improved employee engagement.

The company has identified ESG risks, including governance gaps and exposure to bribery risks in the real estate and construction sectors, pose potential ethical and legal challenges. If not managed effectively, these risks can impact employee confidence, workplace integrity, and operational stability.

Another key risk relates to workforce attraction and retention. Given Catella's operations across multiple European markets, competition for skilled professionals in investment management, corporate finance, and sustainable real estate can be intense. If the company does not effectively address employee expectations

regarding career growth, work-life balance, and diversity, there is a potential risk of talent shortages or higher turnover rates. Moreover, the evolving nature of sustainable finance and ESG-driven investment strategies requires employees to continually upskill, creating a dependency on continuous learning and professional development opportunities. Despite these risks, Catella's strategic focus on sustainability and ethical business practices presents several opportunities. The company's investment in ESG integration and sustainable real estate solutions allows employees to develop expertise in high-demand areas such as climate risk management, green finance, and responsible investment. This positions the workforce for long-term career growth and enhances the company's attractiveness as an employer in the competitive real estate and finance sectors. Additionally, Catella's commitment to diversity, equity, and inclusion, as outlined in its policies, supports a more inclusive and engaged workforce, which can improve overall job satisfaction and organisational performance.

Workforce flexibility is another opportunity, as Catella recognises remote work and flexible arrangements as part of its employment model. This approach can enhance employee wellbeing, increase retention, and support a more resilient and adaptive workforce, particularly in response to market fluctuations and changing work patterns.

#### **Identification of Workforce Groups at Greater Risk of Harm and Assessment Approach**

The Double Materiality Assessment found limited evidence of significant risks to workers based on their characteristics, roles, or working contexts. However, as the operations are based in Europe, employees benefit from strong labour legislation and workplace safety regulations, which provide comprehensive protection.

Catella is committed to ensuring the health, safety, and well-being of its employees. Workers are encouraged to freely identify and report any unsafe working conditions, accidents, safety concerns, or potential violations of labour and human rights in the workplace. Reports can be made through the whistleblowing system or directly to relevant departments, including compliance and human resources, ensuring that appropriate actions are taken to maintain a safe and fair working environment.

#### **Workforce Risk and Opportunity Mapping for Specific Employee Groups**

During the DMA process, no further differentiation was made between impacts and dependencies on employees based on their specific characteristics.



S1-1

## Policies related to own workforce

### Policies for Managing Workforce-Related Impacts, Risks, and Opportunities

DOCUMENT NAME	DESCRIPTION	SCOPE / EXCLUSIONS	ACCOUNTABILITY	THIRD-PARTY STANDARDS	CONSIDERATION OF KEY STAKEHOLDERS' INTERESTS	AVAILABILITY
Catella Group Human Resources Policy	Outlines the company's approach to workforce management, recruitment, employee development, and workplace conditions.	Applies to all employees within Catella Group; does not explicitly cover external contractors or third-party workforce.	CHRO	Labour laws and industry best practices	Aligns with employee needs for fair working conditions and career growth.	Internal documents available to employees through HR portals.
Diversity, Equality & Inclusion Policy	Establishes commitments to diversity, equity, and inclusion, including gender balance, equal opportunities, and anti-discrimination policies.	Covers all employees and leadership; does not specify detailed quotas or demographic breakdowns.	CHRO	International diversity and inclusion frameworks	Reflects commitments to inclusivity and fair representation within the workforce.	Published internally and referenced in employee handbooks.
Catella Code of Conduct	Defines the ethical expectations for all employees, covering integrity, anti-corruption, compliance, and professional conduct.	Applies to all employees and business operations; does not cover external business partners unless specified.	CHRO			
OECD Guidelines, UN Global Compact Principles	Ensures employees understand ethical obligations and compliance expectations.	Available to all employees and incorporated into training materials.				
Catella Group Whistleblowing Policy	Provides mechanisms for employees to report concerns regarding workplace violations, misconduct, or ethical breaches.	Covers all employees, including those in subsidiaries; does not extend to external third-party complaints.	Whistleblower Committee and CLO			
EU Whistleblower Protection Directive	Provides employees with a secure avenue to report workplace concerns.	Accessible via internal reporting channels and compliance training.				
Catella Group Remuneration Policy	Details the company's approach to compensation, incentives, and performance-based remuneration for employees.	Applies to all employees; does not provide details on executive compensation beyond company-level policies.	CHRO	National employment and wage laws	Balances fair employee remuneration with company financial performance.	Available through HR policies and internal communication channels.
Catella Group Privacy Policy	Covers how employee data is collected, processed, and protected in accordance with privacy regulations.	Applies to all employees; does not extend to third-party data processors unless contractually specified.	CLO			
GDPR and other data protection regulations	Safeguards employee privacy and data protection rights.	Available internally with specific guidelines for employee data protection.				

### Human Rights Policy Commitments Relevant to Own Workforce

Catella's human rights commitments relevant to its own workforce are embedded in several corporate policies, including the Catella Code of Conduct, Diversity, Equality & Inclusion Policy, Human Resources Policy, and Whistleblowing Policy. These policies align with international human rights principles and establish the company's approach to fair treatment, non-discrimination, workplace ethics, and employee rights. The Catella Code of Conduct outlines the company's fundamental ethical and legal commitments, ensuring that all employees are treated with dignity, fairness, and respect. It affirms the company's zero-tolerance stance on discrimination, harassment, and forced labour, and commits to upholding fundamental labour rights across its operations. Employees are expected to adhere to ethical conduct standards, with mechanisms in place to report violations through the company's whistleblowing system.

The Diversity, Equality and Inclusion Policy reinforces the company's commitment to creating an inclusive and diverse work environment. This policy prohibits discrimination based on gender, ethnicity, nationality, religion, disability, or other protected characteristics, ensuring that all employees have equal access to opportunities for career growth and advancement.

The Human Resources Policy further supports the protection of employee rights by establishing fair employment practices, non-discriminatory hiring, and equal pay principles. It also includes provisions related to workplace safety, professional development, and employee well-being, ensuring that the workforce is protected under strong labour regulations.

The Whistleblowing Policy plays a critical role in safeguarding human rights within the workforce by providing employees with a confidential and secure reporting channel for ethical concerns, workplace misconduct, and potential human rights violations. This policy ensures that employees can raise concerns without fear of retaliation, reinforcing the company's commitment to workplace integrity and compliance with human rights standards.

### Approach to Remediating Human Rights Impacts in the Workforce

Catella's general approach to respecting human rights, including labour rights, within its own workforce is structured around its Human Rights Due Diligence (HRDD) framework, Code of Conduct, Diversity, Equality and Inclusion Policy, and Whistleblowing Policy. The company aligns with internationally recognised standards, including the UN Guiding Principles on Business and Human Rights (UNGPs) and OECD Guidelines for Multinational Enterprises, to ensure ethical and responsible business conduct. At a foundational level, Catella's Code of Conduct establishes a commitment to upholding fundamental labour rights, including non-discrimination, equal opportunities, fair working conditions, and freedom of association. The company prohibits forced labour, child labour, and workplace harassment, while promoting an inclusive work environment that values diversity and equal treatment. To reinforce these commitments, Catella has undertaken a Human Rights Impact Assessment (HRIA) to identify and mitigate potential risks affecting its workforce and broader value chain. The assessment found that while Catella operates primarily in European jurisdictions with strong labour protections,

there is a need to systematise human rights due diligence across all subsidiaries and business operations. This includes ensuring that labour rights principles are embedded into policies, supplier relationships, and investment decisions, and a Whistleblowing Policy. Additionally, Catella's Diversity, Equality & Inclusion Policy establishes guidelines for gender balance, equal pay, and anti-discrimination efforts, ensuring that employees have access to fair and equitable opportunities. Catella has outlined steps to track and improve human rights and labour rights protections over time as well as integrate human rights considerations into investment decisions, enhance supplier due diligence, and establish clearer accountability mechanisms across all levels of the organisation.

### Workforce Engagement Approach and Practices

Catella's general approach to engaging with its own workforce is centred around open communication, employee participation, and structured grievance mechanisms. The company fosters an inclusive and transparent work environment through its Human Resources Policy, Diversity, Equality & Inclusion Policy, and Whistleblowing Policy, ensuring that employees have avenues to voice concerns, provide feedback, and participate in decision-making processes. Employee engagement is supported by Catella's commitment to diversity, equity, and inclusion, as outlined in its policies. The company promotes equal opportunities, non-discrimination, and gender balance, ensuring that employees can contribute to shaping a fair and inclusive workplace. Additionally, its Human Rights Due Diligence (HRDD) process, which includes stakeholder dialogues, seeks to identify workforce-related risks and incorporate employee

perspectives into corporate decision-making. One of the key mechanisms for engagement is the Whistleblowing Policy, which provides employees with a secure and anonymous channel to report concerns related to workplace ethics, misconduct, or human rights violations. This policy ensures that employees can raise issues without fear of retaliation, with reports being escalated to compliance and human resources teams for appropriate follow-up.

Catella also recognises the importance of continuous feedback and dialogue with employees, though the reviewed documents do not specify structured processes such as regular employee surveys, engagement forums, or collective bargaining agreements. Catella operates in European jurisdictions with strong labour protections, suggesting that employees benefit from robust worker representation and legal rights to consultation. However, further documentation would be needed to confirm formal workforce consultation practices or employee participation mechanisms beyond the existing HR policies and grievance systems.

### Alignment of Workforce Policies with International Standards

Catella's workforce-related policies are aligned with internationally recognised human rights and labour standards, primarily through its commitments to the UN Guiding Principles on Business and Human Rights (UNGPs) and the OECD Guidelines for Multinational Enterprises. These frameworks serve as the foundation for the Groups Human Rights approach, guiding its policies on ethical business conduct, labour rights, and corporate responsibility. Catella's Code of Conduct, Diversity, Equality & Inclusion Policy, Human Resources Policy, and Whistleblowing Policy incorporate

principles that reflect global human rights and labour standards, including:

- United Nations Guiding Principles on Business and Human Rights (UNGPs): The company commits to respecting human rights in its business operations and value chain, addressing risks related to non-discrimination, workplace safety, and labour conditions.
- OECD Guidelines for Multinational Enterprises: Catella integrates corporate responsibility and due diligence requirements into its governance structures, including human rights risk assessments, responsible investment practices, and anti-corruption measures.
- ILO Core Labour Standards: While not explicitly referenced in all policies, Catella's approach to freedom of association, non-discrimination, and fair working conditions aligns with the fundamental principles and rights at work as outlined by the International Labour Organization (ILO).

Catella has taken practical steps to align its policies with these international frameworks:

- Conducted a Human Rights Impact Assessment (HRIA) to identify and mitigate risks related to workplace conditions, fair treatment, and labour rights.
- Integrated whistleblowing mechanisms and grievance reporting systems, ensuring that employees can report concerns in line with international best practices for corporate accountability.
- Committed to embedding human rights due diligence (HRDD) responsibilities across subsidiaries and investment decisions, reflecting the requirements set forth in the EU Taxonomy's Minimum

Safeguards and Corporate Sustainability Due Diligence Directive (CSDDD).

#### **Workplace Accident Prevention Policy and Safety Management System**

Catella's approach to workplace safety and accident prevention is embedded within its Human Resources Policy, Code of Conduct, and Human Rights Due Diligence (HRDD) framework. The company operates primarily in European jurisdictions with strong labour protections, which require compliance with national health and safety regulations.

As part of its Human Rights Impact Assessment (HRIA), Catella identified health and safety risks in specific areas, particularly in investment activities, construction projects, and facility management. While direct risks to Catella's corporate workforce appear limited, the company acknowledges potential safety concerns for employees engaged in real estate asset management and development activities. The Code of Conduct includes general commitments to safe and healthy working conditions, ensuring that employees have a secure and compliant workplace. The Whistleblowing Policy also serves as a mechanism for employees to report workplace safety concerns confidentially, allowing potential hazards or safety violations to be addressed in a timely manner.

#### **Inclusion and Positive Action Policies for Vulnerable Workforce Groups**

Catella has established specific policies aimed at eliminating discrimination within its workforce, primarily through its Diversity, Equality & Inclusion Policy, Human Resources Policy, and Code of Conduct. These policies align with internationally recognised human

rights frameworks, ensuring that all employees are treated fairly, equitably, and with respect.

Catella's Diversity, Equality and Inclusion Policy explicitly prohibits discrimination based on gender, ethnicity, nationality, religion, disability, sexual orientation, or any other protected characteristic. The company is committed to fostering a diverse and inclusive workplace, ensuring equal opportunities for all employees regardless of their background.

The Human Resources Policy further reinforces these principles by embedding fair hiring, promotion, and compensation practices that align with labour regulations and non-discrimination laws in the jurisdictions where Catella operates. This policy ensures that recruitment and career advancement decisions are based on merit and qualifications, rather than bias or personal characteristics.

To support the elimination of discrimination, Catella has established a Whistleblowing Policy, which provides employees with a confidential and secure platform to report instances of workplace discrimination, harassment, or unequal treatment. Reports can be submitted anonymously, and the policy guarantees protection from retaliation for employees who raise concerns. Additionally, Catella has undertaken a Human Rights Impact Assessment (HRIA) to assess and mitigate risks related to discrimination, workplace equity, and human rights compliance across its operations. This assessment identified the need for continued integration of diversity and non-discrimination measures within business processes and governance structures.

#### **Implementation of Anti-Discrimination and Diversity Advancement Procedures**

Catella's policies on non-discrimination, diversity, and inclusion are implemented through a combination of corporate governance structures, grievance mechanisms, and human rights due diligence processes. The company enforces its commitments through its Diversity, Equality & Inclusion Policy, Human Resources Policy, Code of Conduct, and Whistleblowing Policy, ensuring that discrimination is prevented, mitigated, and acted upon once detected. Catella's Diversity, Equality and Inclusion Policy outlines clear commitments to prevent workplace discrimination by ensuring fair recruitment, career advancement, and compensation practices. The Human Resources Policy supports this by embedding equal opportunity principles into hiring and workforce management, aiming to eliminate bias and promote diversity across all levels of the organisation. The Whistleblowing Policy provides employees with a secure and confidential platform to report instances of discrimination, harassment, or unfair treatment. Reports can be submitted anonymously, and the policy ensures that employees are protected from retaliation. This mechanism allows the company to detect and address workplace discrimination in a structured and accountable manner.

S1-2

## Processes for engaging with own workforce and workers' representatives about impacts

### Workforce Inclusion in Decision-Making on Impact Management

Catella actively incorporates the perspectives of its workforce in decision-making related to sustainability impacts through a combination of Human Rights Due Diligence (HRDD) processes and structured stakeholder engagement. A central element of this approach has been the company's Human Rights Impact Assessment (HRIA), which involved dialogues with employees across key business areas, Investment Management, Principal Investments, and Corporate Finance. These conversations helped identify potential human rights risks and provided valuable input on how current governance practices can be improved.

Employee insights have contributed meaningfully to assessing workplace conditions, identifying compliance risks, and strengthening the integration of human rights and labour standards into day-to-day operations. In addition to formal assessments, ongoing dialogue and feedback loops help ensure that workforce perspectives are considered in shaping Catella's sustainability and risk management strategies.

Mechanisms such as internal reporting channels remain in place to ensure that concerns related to ethics, workplace conditions, and discrimination are

addressed effectively, with appropriate follow-up by compliance and HR teams.

### Global Framework Agreements and Commitments to Workers' Human Rights

Further details can be found in section G1-1, *Business Conduct Policies*, and in *Corporate Governance*.

S1-3

## Processes to remediate negative impacts and channels for own workforce to raise concerns

### Remedy Processes for Addressing Workforce-Related Negative Impacts

Catella's approach to providing or contributing to remedy when it has caused or contributed to material negative impacts on its own workforce is integrated into its broader human rights due diligence (HRDD) framework and corporate governance practices. Aligned with the UN Guiding Principles on Business and Human Rights (UNGPs) and the OECD Guidelines for Multinational Enterprises, Catella recognises its responsibility to address adverse human rights impacts and ensure access to effective remedy.

Through its Human Rights Impact Assessment (HRIA), Catella identified areas where enhanced due diligence and grievance mechanisms are necessary to strengthen accountability and responsiveness. These findings inform how the company evaluates, responds to, and remedies potential or actual harm affecting its employees.

Catella also maintains a confidential whistleblowing channel as one component of its broader grievance mechanism framework. This channel allows employees to safely raise concerns related to human rights, ethics, and workplace conditions, with protection against retaliation.

If Catella is found to have caused or contributed to a material negative workforce impact, potential remediation actions may include:

- Internal investigations conducted by the Compliance and HR teams to assess the nature of the reported impact.
- Corrective measures such as policy updates, workplace adjustments, or additional safeguards to prevent recurrence.
- Engagement with affected employees to understand their concerns and provide appropriate redress.
- Cooperation with external authorities or labour rights organisations in cases where legal compliance is involved.

### Accessibility of Third-Party Grievance Mechanisms for Workforce

Catella has specific channels in place for its workforce to raise concerns or needs and ensure that they are addressed. These mechanisms primarily include the Whistleblowing Policy, direct engagement with managers and HR, and employee surveys. Catella provides a dedicated, confidential, and anonymous Whistleblowing system managed by an external third party (2Secure), ensuring that employees can report concerns without fear of retaliation. Reports can be made through the following channels:

- Online: Secure reporting via the 2Secure website.

- Phone: Employees can contact the independent hotline for anonymous reporting.
- In-person meetings: Employees can request a direct meeting with a representative from 2Secure or Catella Group.
- Internal HR and Management Reporting: Employees can also raise concerns with local managers or the Catella Group HR department, which are then escalated to the Whistleblower Committee if necessary.

Reports made through the whistleblowing system are encrypted and password-protected, and employees receive a unique case number to track the status of their concerns. Whistleblowers are protected from retaliation, and all reports are reviewed by experienced case officers, who assess the situation and escalate it to Catella's designated compliance contacts. The Group conducts an annual employee engagement survey, which achieved an 79% participation rate in 2024. This survey provides employees with a structured opportunity to share their opinions, raise concerns,

and contribute to company-wide discussions on workplace well-being and development. The insights from this survey play a role in shaping Catella's strategic development and workforce policies. Employees are encouraged to directly communicate concerns, needs, or feedback to their line managers or HR representatives. In cases where employees prefer a less formal route, concerns related to workplace ethics, discrimination, or well-being can be raised through the Ethics Hotline, which is a separate reporting mechanism for non-whistleblowing complaints.

#### Monitoring and Effectiveness of Workforce Grievance Mechanisms

Employees are encouraged to raise concerns directly with their local managers, Human Resources (HR), or the Compliance function. These reports are then escalated to the Whistleblower Committee if required. This process ensures that concerns are addressed at the appropriate level within each Catella subsidiary.

Employees can report ethical concerns, workplace grievances, or compliance issues through the Ethics

Hotline, which is monitored by the Human Resources, Legal, and ESG functions. This hotline provides a confidential and structured channel for raising concerns related to workplace ethics, discrimination, or policy violations. It is accessible via the Catella Group Intranet and through a designated email address, ensuring employees have a direct means of communication with the relevant departments responsible for handling and resolving such matters. Employees receive guidance on how to report concerns confidentially, and information on whistleblowing access is also included in HR and supplier agreements, ensuring that both direct employees and contracted workers understand their rights and available reporting mechanisms. Additionally, the company aligns its grievance procedures with international human rights frameworks, including the UN Guiding Principles on Business and Human Rights (UNGPs), reinforcing its commitment to ethical business practices and workforce protections. To enhance the effectiveness of grievance mechanisms, Catella actively tracks and evaluates the outcomes of reported concerns to assess whether appropriate remedial

actions have been taken. Findings from grievances are incorporated into governance updates and procedural improvements, ensuring continuous enhancement of corporate policies and workforce management practices. Where adverse impacts are identified, the company commits to providing or cooperating in remediation, demonstrating accountability in addressing workplace issues and upholding its commitments to ethical labour practices.

DOCUMENT NAME	DESCRIPTION	SCOPE / EXCLUSIONS	ACCOUNTABILITY	THIRD-PARTY STANDARDS	CONSIDERATION OF KEY STAKEHOLDERS' INTERESTS	AVAILABILITY
Catella Group Whistleblowing Policy	Establishes a confidential and secure mechanism for employees to report concerns without fear of retaliation. Ensures whistleblowers are protected and cases are handled independently by an external third party.	Applies to all employees, contractors, and business partners. Does not explicitly cover grievances unrelated to ethical, legal, or workplace misconduct.	Whistleblower Committee and CLO	EU Whistleblower Protection Directive, UNGPs on Business and Human Rights	Ensures employees and business partners can report misconduct safely and confidentially, protecting ethical integrity.	Available internally via compliance portals and through third-party whistleblowing provider (2Secure).
Catella Code of Conduct	Defines ethical expectations for all employees, including non-retaliation provisions for those who report misconduct or ethical concerns.	Applies to all employees and business operations. Does not extend to external parties beyond direct company stakeholders.	CHRO	OECD Guidelines, UN Global Compact Principles	Promotes a culture of accountability and ethical responsibility while protecting employees from retaliation.	Published internally and included in employee onboarding and training materials.
Catella Group Human Resources Policy	Outlines fair workplace practices, including the company's commitment to a non-retaliatory work environment for employees who voice concerns or grievances.	Covers all employees within Catella Group. Excludes independent third parties or external suppliers unless specifically stated in agreements.	CHRO	Labour laws and industry best practices	Supports workforce well-being by ensuring grievances can be raised without negative consequences.	Accessible to employees through HR portals and company policies.



S1-4

## Taking action on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions

### Actions to Prevent and Mitigate Workforce-Related Negative Impacts

Catella has implemented and continues to develop actions aimed at preventing and mitigating negative impacts on its workforce, with key efforts focused on human rights due diligence, workplace policies, and risk management frameworks. Catella's Human Rights Due Diligence (HRDD) plays a central role in mitigating risks to its workforce. The company has undertaken Human Rights Impact Assessments (HRIA) to identify potential risks, including those related to health and safety, non-discrimination, and forced labour risks in its operations and supply chains. The HRDD framework ensures that findings are integrated into governance processes, allowing the company to address and mitigate risks proactively.

A significant component of risk mitigation is Catella's employee engagement and policy framework, which includes:

- Diversity, Equality & Inclusion (DE&I) initiatives that aim to create an inclusive and safe workplace for all employees. The company actively works to eliminate unconscious biases and barriers that could lead to discrimination.
- Work-life balance measures, recognising the importance of employee well-being and offering initiatives that support staff retention and engagement.

- Whistleblowing and grievance mechanisms that allow employees to report concerns confidentially, ensuring any risks to worker well-being are addressed swiftly.

Catella has committed to further integrating preventative and mitigation measures into its governance framework. The next steps outlined in its human rights and ESG strategies include:

- Strengthening the human rights governance structure, ensuring responsibilities for mitigating workforce risks are clearly defined across all subsidiaries.
- Improving data tracking and risk assessment processes, allowing for a systematic approach to identifying and mitigating risks before they escalate.
- Enhancing engagement with employees and sub-contracted workers to ensure their perspectives inform company actions and decisions.

### Remedial Actions for Addressing Material Workforce Impacts

Catella has taken actions to provide or enable remedy for actual material impacts on its workforce, primarily through its Human Rights Due Diligence (HRDD) framework, grievance mechanisms, and commitments to remediation. Catella follows the UN Guiding Principles on Business and Human Rights (UNGPs) and

the OECD Guidelines for Multinational Enterprises, which require companies to remedy adverse human rights impacts when they have caused or contributed to them. As part of this, Catella has committed to:

- Providing or cooperating in remediation efforts where it identifies that it has caused or contributed to adverse workforce-related impacts.
- Incorporating necessary changes into its due diligence processes and operational practices to prevent recurrence of similar impacts.
- Ensuring the availability of grievance mechanisms, including the whistleblowing function and third-party complaint channels, which are designed to allow employees and other affected individuals to seek redress.

Catella has established and improved mechanisms to address reported concerns, including:

- Grievance mechanisms that allow employees to file reports confidentially via 2Secure, an independent third-party provider.
- Human Rights Impact Assessments (HRIA) to track the effectiveness of remediation efforts and improve due diligence processes where needed.
- Engagement with affected employees and vulnerable groups, ensuring that actions taken to remedy workforce impacts are informed by their needs

### Mitigation of Workforce-Related Risks and Effectiveness Tracking

Catella has implemented several initiatives and actions aimed at delivering positive impacts for its workforce, focusing on employee engagement, professional development, well-being, and diversity and inclusion.

Catella places significant emphasis on maintaining a safe, healthy, and motivating work environment, as its workforce is central to the company's success. The company conducts an annual Employee Engagement Survey, with the most recent achieving a 79% participation rate. Insights from this survey are used to shape strategic workforce development, reinforcing the company's commitment to its employees. Additionally, performance reviews and development talks were conducted for 83% of employees, supporting professional growth and career progression.

Work-life balance is also recognised as a key factor in employee satisfaction and retention. Catella promotes a flexible and supportive workplace culture, integrating work-life balance considerations into its policies and engagement strategies.

Catella has taken proactive steps to foster an inclusive workplace, embedding diversity and inclusion principles into its corporate culture. The company's Diversity, Equality & Inclusion (DE&I) Policy ensures that all employees have equal opportunities regardless of gender, ethnicity, disability, sexual orientation, or

other protected characteristics. Catella actively works to eliminate unconscious biases and barriers that might limit the potential of a diverse workforce.

To drive lasting change, the company has set a gender diversity target of 40/60 for both senior and employee levels by 2030 and is actively implementing measures to improve gender distribution across all levels.

To enhance employee career growth and skills development, Catella launched the Catella Academy, offering tailored training and development programs. This initiative is designed to support employees in advancing within the company and reaching their full professional potential.

Catella encourages employee participation in corporate social responsibility (CSR) initiatives. As part of its employee-driven charitable giving programme, staff members vote annually on a charity initiative for the company to support. Additionally, team-building activities with environmental and social impact, such as reforestation projects in Berlin's Grünauer Forst, were undertaken.

### Evaluation of Workforce Initiatives and Impact Tracking

Catella tracks and assesses the effectiveness of its workforce-related actions and initiatives through employee engagement surveys, performance evaluations, and structured policy reviews. The company conducts an annual Employee Engagement Survey, providing valuable insights into workforce satisfaction, well-being, and areas requiring improvement. Additionally, 85% of employees received performance reviews and career development discussions, enabling the company to

monitor employee growth, engagement, and professional development over time.

To further evaluate the effectiveness of its initiatives, Catella actively monitors the implementation of diversity and inclusion targets, including its 40/60 gender diversity goal across both employee and management levels by 2030. The company also tracks employee well-being metrics, such as work-life balance initiatives, to assess their impact on staff retention and engagement. Furthermore, the outcomes of Human Rights Impact Assessments (HRIA) are reviewed and integrated into corporate governance and HR policies, ensuring that workforce-related risks and opportunities are systematically addressed.

### Approaches to Addressing Material Negative Workforce Impacts

Catella identifies and determines appropriate actions in response to actual or potential negative impacts on its workforce through a structured Human Rights Due Diligence (HRDD) process. This approach is designed to assess risks, prioritise key areas of concern, and implement mitigation measures where necessary.

The process follows a five-step framework:

1. Establishing a Baseline – Catella conducts value chain mapping and desktop research to identify industry and geography-related human rights risks. This helps establish an initial understanding of potential workforce-related issues.
2. Risk Identification – Through stakeholder dialogues and internal assessments, Catella gathers input from employees, management, and external stakeholders, identifying actual and potential human

rights risks in areas such as workplace conditions, discrimination, and health and safety.

3. Risk Assessment – Identified risks are prioritised based on severity, considering factors such as scale, scope, and irremediability. This assessment helps determine which risks require immediate action and which can be addressed through longer-term strategies.
4. Human Rights Governance and Implementation – Responsibilities for addressing identified risks are assigned across relevant functions, ensuring that policies and actions are embedded within subsidiary governance structures. This includes adjusting policies, implementing new safeguards, or engaging in workforce-related improvements.
5. Ongoing Monitoring and Adjustment –

Catella's grievance mechanisms and whistleblowing system also play a role in identifying workforce impacts, ensuring that employees have confidential channels to report concerns, which are then factored into the HRDD process for ongoing improvement.

### Initiatives Driving Positive Workforce Impacts

Catella is actively pursuing material opportunities to enhance workforce engagement, development, and inclusivity, with initiatives that focus on career growth, diversity, and work-life balance.

Catella has launched the Catella Academy, an internal professional development platform designed to support employee career growth and skills advancement. The Academy offers tailored training and development programmes, helping employees build competencies and advance within the company. In

2024, it was held outside Munich with approximately 40 participants.

Work-life balance is another key priority, with Catella recognising its significance in employee well-being and retention. Workplace flexibility initiatives aim to create a supportive and fulfilling work environment, reinforcing job satisfaction and long-term workforce stability.

Catella is actively working toward its 40/60 gender diversity target by 2030, ensuring equal representation at all levels of the organisation. The company has embedded Diversity, Equality & Inclusion (DEI) principles into its operations, aiming to eliminate unconscious biases and barriers that limit workforce potential.

- To measure the impact of these initiatives, Catella:
- Monitors employee participation in training and career development programmes.
  - Tracks gender diversity improvements and inclusivity measures.
  - Gathers insights from employee engagement surveys to refine future workforce strategies

### Internal Functions and Actions for Workforce Impact Management

Catella allocates resources to the management of material impacts on its workforce through structured policies and governance mechanisms. The company ensures that workforce-related risks and opportunities are systematically addressed by embedding responsibilities across relevant functions.

1. Human Rights and Compliance Governance
  - a. Catella has established responsible committees and senior-level oversight to ensure that workforce-related impacts are managed effectively.

- b. Responsibilities for human rights due diligence are integrated into the governance structures of investment, procurement, and compliance functions, ensuring that workforce protections are embedded into operational decision-making.
- 2. Workforce Well-Being and Policy Implementation
  - a. Catella has a dedicated Human Resources team, responsible for ensuring compliance with policies related to diversity, non-discrimination, and occupational health and safety.
  - b. Investments in employee well-being initiatives include occupational health and safety measures, grievance mechanisms, and diversity programs to mitigate risks and enhance employee engagement.
- 3. Tracking and Due Diligence Mechanisms
  - a. Resources are allocated to tracking the effectiveness of workforce policies and initiatives, including the annual Employee Engagement Survey.
  - b. Human Rights Impact Assessments (HRIA) are conducted to identify, assess, and mitigate potential workforce risks, with findings integrated into corporate governance processes

### Leveraging Business Relationships to Manage Workforce Impacts

Catella seeks to use leverage with relevant business relationships to manage material negative impacts affecting its workforce by embedding human rights due diligence (HRDD) requirements into contractual agreements, supplier oversight, and third-party due diligence processes.

Catella applies the UN Guiding Principles on Business and Human Rights (UNGPs) and OECD

Guidelines for Multinational Enterprises, which require businesses to use leverage where they are directly linked to negative workforce impacts through business relationships. This approach applies to contractors, service providers, and suppliers, ensuring that Catella's workforce—including subcontracted workers—are protected.

1. Code of Conduct and Contractual Obligations
  - a. Catella's Code of Conduct (CoC) applies to contractors, consultants, and freelance workers, ensuring that business partners adhere to fundamental labour rights, including freedom of association, non-discrimination, and protection from forced labour.
  - b. Supplier agreements and procurement processes require third parties to align with Catella's human rights commitments.
2. Third-Party Due Diligence (TPDD) Process
  - a. Before entering a business relationship, Catella conducts pre-checks and risk assessments to classify potential partners based on compliance risks.
  - b. If risks are identified, additional due diligence steps are taken, and mitigation measures—including corrective action plans or contract termination—may be applied.
3. Mitigation of Workforce-Related Risks in High-Risk Sectors
  - a. The Group has identified construction and facility management activities as high-risk areas for workforce-related human rights issues, including risks related to health and safety, non-discrimination, and human exploitation.

- b. In cases where negative workforce impacts are identified, Catella seeks to use leverage to prevent or mitigate these risks, either by engaging with business partners or by enforcing compliance measures through its Code of Conduct

### Initiatives and Organizational Involvement in Addressing Workforce Impacts

Catella ensures that its involvement in business relationships actively contributes to managing workforce risks and fostering responsible labour practices by integrating human rights considerations into investment oversight, supply chain risk mitigation, and continuous monitoring efforts. Human rights principles are embedded into real estate investment decisions, ensuring that workforce conditions across Catella's supply chain and business partners align with ethical standards. The company takes proactive steps to prevent, mitigate, and remediate risks related to health and safety, fair working conditions, and non-discrimination, reinforcing its commitment to responsible employment practices.

Recognising the importance of freedom of association, Catella upholds this right within its supply chain operations, with a particular focus on Poland, Belgium, and the United Kingdom, where workforce risks have been identified. The company actively tracks the effectiveness of its due diligence measures, ensuring that insights gained from risk assessments and stakeholder engagement are integrated into governance improvements. Ongoing engagement with labour unions and NGOs is a critical part of Catella's human rights risk assessment process, ensuring that workforce concerns are addressed transparently and systematically.

### Worker Participation in Designing and Implementing Workforce Initiatives

Catella actively involves its workforce and their representatives in the design and implementation of programs and processes aimed at delivering positive impacts for employees. The company conducts an annual Employee Engagement Survey. The survey serve as a key mechanism for gathering employee feedback, which directly informs the strategic development of workforce initiatives.

In addition to the engagement survey, Catella fosters an inclusive corporate culture by embedding DE&I principles into its HR policies. Employees play a role in shaping workplace inclusivity initiatives and participate in corporate values development efforts, ensuring that their perspectives are reflected in the company's approach to diversity and career advancement.

Catella employees are invited to actively engage in company-wide decision-making through initiatives such as charity selection voting, where staff members decide on the allocation of company donations to social impact programs. This approach strengthens employee involvement in corporate social responsibility initiatives, reinforcing a collaborative and participatory work environment.

While these engagement mechanisms provide a structured platform for workforce input, further formalised consultation with workers' representatives in program development could enhance transparency and strengthen the effectiveness of workforce well-being initiatives.

### Workforce Initiatives Aligned with Sustainable Development Goals

Catella aligns its workforce initiatives with the United Nations Sustainable Development Goals (SDGs), ensuring that its programmes contribute to sustainable economic growth, employee well-being, and social responsibility. The company's approach integrates responsible HR management, diversity and inclusion, and employee development into its broader sustainability strategy.

- **DE&I Goals:** Catella aims for gender balance (40/60 representation) across senior management, general management, and overall workforce levels by 2030, aligning with SDG 5 – Gender Equality.
- **Employee Development and Well-being:** The Catella Academy offers training and career development programs that equip employees with skills for professional growth, contributing to SDG 8 – Decent Work and Economic Growth.
- **Workplace Wellbeing and Balance:** Catella implements occupational health and safety programs and tracks employee engagement to ensure a healthy, productive work environment, contributing to SDG 3 – Good Health and Wellbeing

### Mitigating Workforce Impacts in the Transition to a Green Economy

Catella has taken measures to mitigate the negative impacts on workers arising from the transition to a greener, climate-neutral economy. The company has identified transition risks, including market volatility, increased carbon pricing, stricter climate-related regulations, and supply chain disruptions, as key challenges impacting its operations and workforce.

To address these risks, Catella has integrated climate risk assessments into its investment processes, ensuring that workforce-related risks, such as changes in job roles, required skills, and operational adjustments, are accounted for in the transition strategy. Investments in energy-efficient building upgrades and renewable energy projects aim to reduce reliance on fossil fuels while maintaining job stability within the company's value chain.

In terms of employee adaptation and upskilling, Catella has initiated training and awareness programs to prepare its workforce for climate-conscious investment strategies and regulatory changes. This ensures that employees remain equipped with the necessary skills to operate within an increasingly sustainability-driven business environment.

S1-5

## Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

Catella has identified a number of targets relating to managing material negative impacts, advancing positive impacts and managing material risks and opportunities. Read more under the ESG strategy section.

### Workforce Engagement in Target Setting and Decision-Making

Catella has established several targets related to its workforce, particularly in diversity and inclusion, employee well-being, and professional development. The company has set a gender balance target of 40/60 across senior management, management, and employee levels by 2030, reflecting its commitment to fostering a more inclusive and diverse workplace. As part of this initiative, HR policies have been updated, and employee dialogues have been conducted to identify management blind spots.

In terms of workforce wellbeing, Catella has an ongoing objective of ensuring no cases of work-related ill-health among employees, which is supported by the implementation of an occupational health and safety management system. Additionally, Catella has formalised its performance and career development review process, ensuring that all employees have individual professional development plans.

S1-6

## Characteristics of the undertaking's employees

### Employee head count by gender

	Employee head count by gender	
	2023	2024
Male	299	292
Female	207	193
Other	0	0
Not reported	0	0
<b>Total Employees</b>	<b>506</b>	<b>485</b>

### Employee head count in countries where the undertaking has at least 50 employees representing at least 10% of its total number of employees

COUNTRY	Number of employees (head count)	
	2023	2024
Sweden	57	50
United Kingdom	63	51
France	80	92
Germany	184	170

### Employees by contract type, broken down by gender (FTE)

	FEMALE	MALE	OTHER	NOT DISCLOSED	TOTAL
Number of employees	175	298	0	0	473
Number of permanent employees	165	267	0	0	431
Number of temporary employees	2	5	0	0	7
Number of non-guaranteed hours employees	16	19	0	0	35
Number of full-time employees	129	287	0	0	416
Number of part-time employees	38	19	0	0	57

### EMPLOYEES BY CONTRACT TYPE, BROKEN DOWN BY REGION (FTE)

	SWEDEN	UNITED KINGDOM	FRANCE	GERMANY	AUSTRIA	SPAIN	FINLAND	IRELAND	DENMARK	NETHERLANDS	POLAND	TOTAL
Number of employees	50	51	92	170	4	30	17	3	17	24	15	473
Number of permanent employees	50	47	92	166	4	30	16	3	17	22	15	462
Number of temporary employees	0	4	0	4	0	0	1	0	0	2	0	11
Number of non-guaranteed hours employees	0	0	30	3	0	0	0	0	0	1	0	34
Number of full-time employees	46	48	55	137	4	28	16	3	17	16	15	385
Number of part-time employees	4	3	7	30	0	2	1	0	0	7	0	54

S1-9

## Diversity metrics

### GENDER DISTRIBUTION IN NUMBER OF EMPLOYEES AT GROUP MANAGEMENT LEVEL

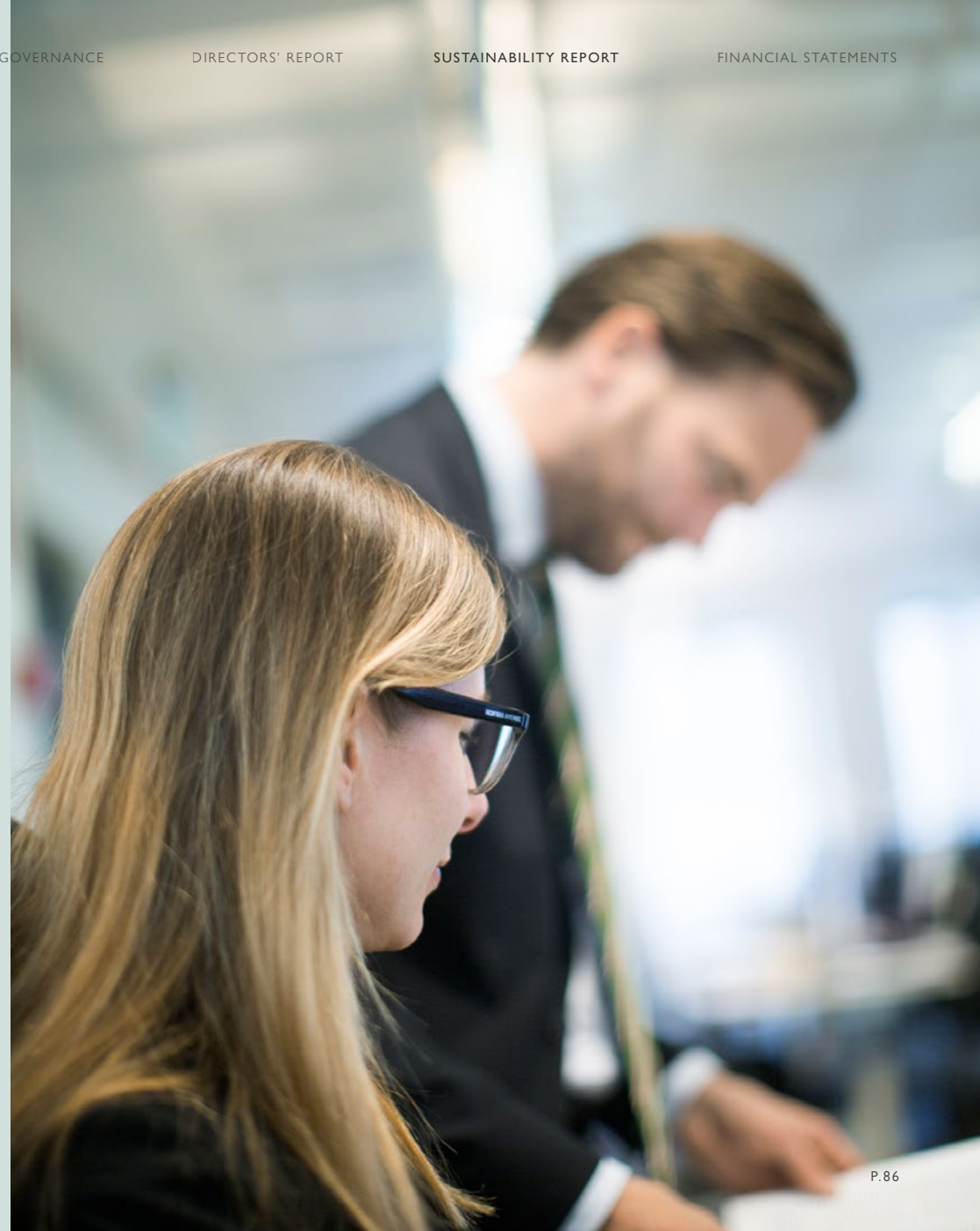
	2023		2024	
	HEADCOUNT	%	HEADCOUNT	%
Male	3	75%	3	75%
Female	1	25%	1	25%
<b>Total Employees</b>	<b>4</b>	<b>100%</b>	<b>4</b>	<b>100%</b>

### Catella's definition of group management used

More information about Catellas Group Management see Corporate Governance.

### Age distribution of employees (head count)

HEAD COUNT	2023	2024
Distribution of employees under 30 years old	94	95
Distribution of employees between 30 and 50 years old	320	305
Distribution of employees over 50 years old	92	85



S1-13

## Training and skills development metrics

		2023	2024
Percentage of employees that participated in regular performance and career development reviews	Male	78%	81%
	Female	71%	71%
	Diverse/other	0%	0%
	<b>Total</b>	<b>50%</b>	<b>66%</b>
Average number of training hours per person for employees	Male	12	10
	Female	12	12
	Diverse/other	0	0
	<b>Total</b>	<b>9</b>	<b>10</b>

S1-14

## Health and safety metrics

		2023	2024
Percentage of people in its own workforce who are covered by health and safety management system based on legal requirements and (or) recognised standards or guidelines	%	100	100
Number of fatalities in own workforce as result of work-related injuries and work-related ill health	Integer	0	0
Number of fatalities as result of work-related injuries and work-related ill health of other workers working on undertaking's sites	Integer	0	0
Number of recordable work-related accidents for own workforce	Integer	1	1
Number of cases of recordable work-related ill health of employees, (subject to legal restrictions on the collection of data)	Integer	0	0
Number of days lost to work-related injuries and fatalities from work-related accidents, work-related ill health and fatalities from ill health related to employees	Integer	2	39

S1-15

## Work-life balance metrics

		2023	2024
Percentage of employees entitled to take family-related leave	Male	100	100
	Female	100	100
	Divers/other	100	100
	<b>Total</b>	<b>100</b>	<b>100</b>
Percentage of entitled employees that took family-related leave	Male	14.7	5.4
	Female	3.5	11.1
	Divers/other	0	0
	<b>Total</b>	<b>9.1%</b>	<b>8.2</b>

S1-17

## Incidents, complaints and severe human rights impacts

Catella confirms that no fines, penalties, or compensation for damages have been imposed in relation to discrimination, harassment, or similar employee complaints. Additionally, no serious human rights violations or incidents involving employees have occurred, reaffirming the Group's dedication to maintaining a respectful and equitable working environment.

	UNIT	2023	2024
Status of incidents and / or complaints and actions taken with reference to:	Integer	0	0
a) incidents reviewed by undertaking	Integer	0	0
b) remediation plans being implemented	Integer	0	0
c) remediation plans that have been implemented, with results reviewed through routine internal management review processes	Integer	0	0
d) incidents no longer subject to action	Integer	0	0
Number of incidents of discrimination	Integer	0	0
Number of complaints filed through channels for people in own workforce to raise concerns	Integer	0	0
Number of complaints filed to National Contact Points for OECD Multinational Enterprises	Integer	0	0
Amount of fines, penalties, and compensation for damages as result of incidents of discrimination, including harassment and complaints filed	Monetary	0	0
Number of severe human rights issues and incidents connected to own workforce	Integer	0	0
Number of severe human rights issues and incidents connected to own workforce that are cases of non respect of UN Guiding Principles and OECD Guidelines for Multinational Enterprises	Integer	0	0
Amount of fines, penalties, and compensation for severe human rights issues and incidents connected to own workforce	Monetary	0	0
Number of severe human rights cases where undertaking played role securing remedy for those affected	Integer	0	0



## ESRS G1

# GOVERNANCE INFORMATION

At Catella, we are dedicated to maintaining the highest standards of ethical governance, recognizing that integrity, transparency, and accountability are fundamental to long-term success and sustainable growth. Our operations involve a diverse range of stakeholders, including employees, clients, investors, suppliers, and communities, and we are committed to fostering trust and confidence in all our interactions.

Our approach to business conduct is anchored in compliance with applicable laws and regulations, alignment with internationally recognised best practices, and adherence to a robust framework of policies and procedures. These guidelines set clear expectations for employees, partners, and suppliers, ensuring fairness, ethical decision-making, and responsible business practices across all levels of the organization.

To mitigate risks related to corruption, bribery, fraud, and unethical behaviour, Catella employs strong internal controls, promotes a culture of transparency, and provides regular training and awareness programs. These initiatives help ensure that all personnel understand and uphold our ethical commitments.

Furthermore, responsible supplier relationships and sustainable procurement practices play a crucial role in reinforcing good governance. By integrating sustainability criteria into our procurement processes and collaborating with partners who share our values, we strive to enhance ESG performance throughout our value chain.

## LIST OF DISCLOSURE REQUIREMENTS

## PAGE REFERENCE

### ESRS G1 – Business Conduct

G1-1	Business conduct policies and corporate culture	90
G1-3	Prevention and detection of corruption and bribery	94
G1-4	Incidents of corruption or bribery	94
EP	Entity Specific: Investor relations	95



G1-1

## Business conduct policies and corporate culture

### Governance Framework

The governance framework consists of group-wide policies, which are updated and approved yearly to address emerging challenges and regulatory developments. The framework is developed by the group management and approved by the Board of Directors. Policies are accessible to all employees via our intranet, and a selection of relevant policies are publicly available on our website.

### Business Conduct Policies and Corporate Culture

Being a responsible business means respecting and supporting international standards on human rights, labour conditions, the environment, anti-corruption, and governance. Catella Group emphasizes the importance of its independent whistleblower function and encourages its use, which is accessible through both internal and external channels. In 2024, no instances of corruption were reported or confirmed, and the company did not receive any complaints regarding customer privacy from external parties or regulatory bodies. We have chosen to follow several international declarations, conventions, standards, and guidelines. These include the United Nations' Universal Declaration of Human Rights, the UN Guiding Principles

on Business and Human Rights, the UN Principles on Responsible Investments (UNPRI), the OCED Guidelines for Multinational Enterprises, the UN Global Compact and the Fundamental Conventions of the International Labor Organization (ILO). Catella respects the principles concerning fundamental rights at work in the eight ILO conventions as set out in the Declaration on Fundamental Principles and Rights at Work.

The governing document consist of policies, guidelines, and instructions It is the responsibility of local Managing directors to ensure the implementation of the governance framework. Local governance documents are formulated based on Group policies, and deviations are only permitted if required by local laws. Each policy has a designated contact person for guidance regarding implementation.



### Catella's Governance Framework include the following policies:

DOCUMENT NAME	DESCRIPTION	SCOPE / EXCLUSIONS	ACCOUNTABILITY	THIRD-PARTY STANDARDS	CONSIDERATION OF KEY STAKEHOLDERS INTERESTS	AVAILABILITY
<b>Catella Group Code of Conduct</b>	See S-1-1					
<b>Catella Group Insider Policy</b>	The policy establishes guidelines for handling Inside Information and trading in financial instruments related to Catella AB to ensure compliance with the Market Abuse Regulation (MAR) and other applicable laws.	The policy applies to all subsidiaries and affiliated companies within the Catella Group and covers all employees, persons discharging managerial responsibilities (PDMRs), and their closely associated persons, with deviations allowed only if mandated by local laws	Insider Committee, which includes the CLO and CFO	Compliance with EU regulations, including MAR, the Market Abuse Act, and Swedish Financial Supervisory Authority (SFSA) requirements, is required, and external service providers may be engaged for insider list management.	The policy ensures transparency and fairness in market dealings, safeguarding investors, employees, and regulatory bodies from the risks associated with insider trading and unlawful disclosure.	All employees
<b>Catella Group Information and Communication Policy</b>	This policy ensures that Catella AB meets disclosure requirements for the stock market and external stakeholders while maintaining transparent, accurate, and well-communicated information internally and externally.	The policy applies to all subsidiaries and affiliated companies of Catella AB, covering employees, directors, and all forms of written and oral communication, with deviations permitted only when required by local laws.	Head of Group Communications.	Nasdaq Stockholm's Rule Book for Issuers, the Market Abuse Regulation (MAR), and the Swedish Financial Supervisory Authority's (SFSA) requirements	The policy aims to build trust among shareholders, analysts, employees, media, suppliers, customers, and regulators by ensuring clear, accurate, and timely dissemination of information.	All employees
<b>Catella Group Whistleblowing Policy</b>	See S1-1					
<b>Catella Group Anti-Bribery and Corruption Policy</b>	The Anti-Bribery and Corruption Policy establishes clear principles for employees and intermediaries to maintain ethical conduct and accountability.	The policy applies to all subsidiaries, employees, and intermediaries of Catella AB, covering all forms of bribery, facilitation payments, conflicts of interest, and money laundering, with deviations only allowed if required by local laws.	CLO	Catella requires due diligence and Know Your Customer (KYC) processes when engaging with third parties	The policy safeguards the integrity of Catella's business operations by preventing unethical conduct, maintaining transparency, and protecting stakeholders from legal and reputational risks.	The policy is accessible to all employees and intermediaries, with concerns or breaches reportable through the Catella Group Whistleblowing Policy, including anonymous reporting options.
<b>Catella Group Human Resource Policy</b>	See S1-1					
<b>Catella Group Anti-Money Laundering (AML) and Countering Terrorist Financing (CTF) Policy</b>	Preventing money laundering and terrorist financing by ensuring that all transactions and business relationships comply with applicable laws and regulations.	all subsidiaries and affiliated companies of Catella AB, covering employees, intermediaries, customers, business partners, and suppliers, with stricter local regulatory requirements taking precedence where applicable.	CLO and CFO	Know Your Customer (KYC) and Customer Due Diligence (CDD) screenings	The policy safeguards the integrity of financial transactions by mitigating risks of illicit activities, protecting investors, business partners, and regulatory authorities from legal and reputational harm.	All employees
<b>Catella AB Dividend Policy</b>	Catella AB's approach to distributing dividends, ensuring that shareholder returns align with the company's strategic and financial position.	The policy applies specifically to Catella AB and does not extend to its subsidiaries or affiliated companies.	CFO	N/A	The policy balances shareholder returns with the company's need to reinvest in growth, aiming to transfer at least 50% of consolidated profit after tax to shareholders over time.	The policy is documented and reviewed periodically by the board, ensuring transparency in Catella's approach to dividend distribution.
<b>Sustainability Policy</b>	See E1-1					
<b>Catella Group Principal Adverse Impact (PAI) Policy</b>	Principal Adverse Impact (PAI) Policy ensures that Catella Group integrates ESG considerations into investment selection and monitoring to minimize negative environmental and social impacts in real estate.	The policy applies to all subsidiaries and affiliated companies of Catella AB, covering investment selection and monitoring processes, with a primary focus on real estate assets.	Head of ESG	Principles for Responsible Investment (PRI) and the UN Global Compact (UNGC) ensures compliance with SFDR Article 4.	Catella prioritises reducing the carbon footprint of its investments, integrating ESG principles in fund management, and improving the sustainability performance of real estate assets	The policy is reviewed periodically, with PAI disclosures and mitigation actions reported in periodic statements, ensuring transparency and accountability in Catella's investment approach.
<b>Catella Group Remuneration Policy</b>	See S1-1					

DOCUMENT NAME	DESCRIPTION	SCOPE / EXCLUSIONS	ACCOUNTABILITY	THIRD-PARTY STANDARDS	CONSIDERATION OF KEY STAKEHOLDERS INTERESTS	AVAILABILITY
<b>Catella Group Responsible Investment Policy</b>	Catella Group's commitment to integrating environmental, social, and governance (ESG) considerations into its investment management processes	The policy applies to all Catella Group subsidiaries classified as Investment Managers under UNPRI	CFO and Head of ESG	SFDR, EU Taxonomy, and Principal Adverse Impacts (PAIs)	Integrating ESG factors into procurement, asset management, and investment decisions.	The policy is reviewed periodically, with Catella Group reporting on its responsible investment activities annually in accordance with the UNPRI reporting framework
<b>Catella Group Corporate Governance Policy</b>	This policy establishes the governance framework for Catella Group, outlining the roles, responsibilities, and structures necessary to ensure effective oversight, compliance, and strategic decision-making.	The policy applies to all subsidiaries and affiliated companies of Catella AB	CLO and CFO	Swedish Companies Act, the Swedish Corporate Governance Code, and Nasdaq Stockholm regulations	The governance structure supports accountability to shareholders, regulatory bodies, employees, and other stakeholders by ensuring compliance, risk management, and ethical business conduct.	The policy is reviewed and updated regularly, with Catella Group's corporate governance report published annually as part of the company's financial disclosures to ensure transparency.
<b>Catella Group Diversity, Equality &amp; Inclusion Policy</b>	See S1-1					
<b>Catella Group Financial Handbook</b>	This handbook establishes the financial governance framework for Catella Group	The policy applies to all subsidiaries and affiliated companies of Catella AB	CFO	IFRS Accounting Standards, the Swedish Annual Accounts Act, and EU tax and financial regulations, including DAC 6 and transfer pricing compliance.	The financial framework ensures accurate reporting, risk mitigation, and operational transparency, protecting the interests of shareholders, investors, regulatory bodies, and employees.	The handbook is reviewed periodically and made accessible to relevant personnel, with financial reporting schedules, approval matrices, and compliance guidelines available on Catella's intranet.
<b>Catella Group Treasury Policy</b>	This policy establishes the treasury framework for Catella Group, ensuring effective financial risk management, liquidity management, financing, and compliance with regulatory requirements.	The policy applies to all subsidiaries and affiliated companies of Catella AB	CFO	Nasdaq Stockholm regulation	The policy ensures financial stability by managing liquidity, refinancing risks, and currency exposure while safeguarding investors, creditors, and regulatory bodies from financial instability.	The policy is reviewed annually, with regular reporting to the Board, and includes reporting mechanisms for non-compliance, ensuring ongoing alignment with financial and regulatory requirements.
<b>Catella Group Policy on Third-Party Due Diligence</b>	This policy establishes the framework for conducting due diligence on third parties to ensure that Catella Group's business relationships meet regulatory requirements, corporate responsibility standards, and ethical integrity.	The policy applies to all subsidiaries and affiliated companies of Catella AB	CLO	N/A	By ensuring that third-party relationships are transparent and ethical, the policy protects Catella from legal, financial, and reputational risks while maintaining trust with regulators, investors, and business partners.	The policy is reviewed regularly, with a structured due diligence process, including pre-checks, third-party questionnaires, and additional background checks, ensuring ongoing compliance and risk mitigation.
<b>Catella Group Policy on Related Party Transactions and Conflicts of Interest</b>	This policy establishes the framework for identifying, reporting, and disclosing related party transactions and managing conflicts of interest within Catella Group to ensure transparency and compliance with applicable regulations.	The policy applies to all subsidiaries and affiliated companies of Catella AB	CLO and CFO	International Financial Reporting Standards (IFRS), and disclosure requirements under IAS 24	By ensuring fair and transparent related party transactions and preventing conflicts of interest, the policy safeguards the interests of shareholders, investors, regulatory bodies, and business partners.	The policy is reviewed annually, with related party transactions documented, monitored, and disclosed as required, while employees are required to report potential conflicts of interest to management for assessment and mitigation.
<b>Catella Group Privacy Policy</b>	See S1-1					
<b>Catella Group IT Policy</b>	IT governance framework for Catella Group, ensuring secure, modern, and efficient IT operations that support business objectives while mitigating cyber and information security risks.	The policy applies to all subsidiaries and affiliated companies of Catella AB	Group CIO	The policy aligns with best practices in information security and cyber security, ensuring confidentiality, integrity, and availability of IT systems, as outlined in the Catella Group IT Guidelines.	By implementing strong IT security and governance measures, the policy safeguards employees, business partners, and customers from cyber threats, ensuring business continuity and data protection.	The policy is reviewed regularly, with annual employee training on IT and cyber security, and structured incident management processes to ensure ongoing IT compliance and risk mitigation.
<b>Catella Group Supplier Code of Conduct</b>	See S1-1					

### Protection of Whistleblowers

As Protection of Whistleblowers was deemed material in the DMA 2024, Catella would like to give some additional insights to this specific topic in the following.

### Whistleblower Policy and System

Catella has a dedicated whistleblower function that allows all employees and stakeholders to report serious wrongdoing that conflicts with our values, business ethics, policies, or the law (see S1-1). This function is crucial in upholding ethical standards and preventing irregularities within Catella, benefiting employees, clients, suppliers, and shareholders alike. To ensure anonymity and confidentiality, the whistleblower function is managed by an external and independent provider. The Whistleblower function and instructions are accessible on the external website and Catella Intranet.

### Whistleblower Governance and Oversight

The Chief Legal Officer is responsible for the Whistleblowing Policy and oversight of the whistleblower function. The Whistleblower Committee consists of:

- Chief Legal Officer
- Chief HR Officer
- One member from Catella's Board of Directors

This committee ensures that all reports are handled with the outmost diligence and integrity, maintaining confidentiality and taking necessary corrective actions when required.

### Whistleblowing Reports in 2024

In 2024, Catella recorded zero whistleblowing reports, demonstrating our strong ethical culture and proactive governance approach.

### Further policies and procedures

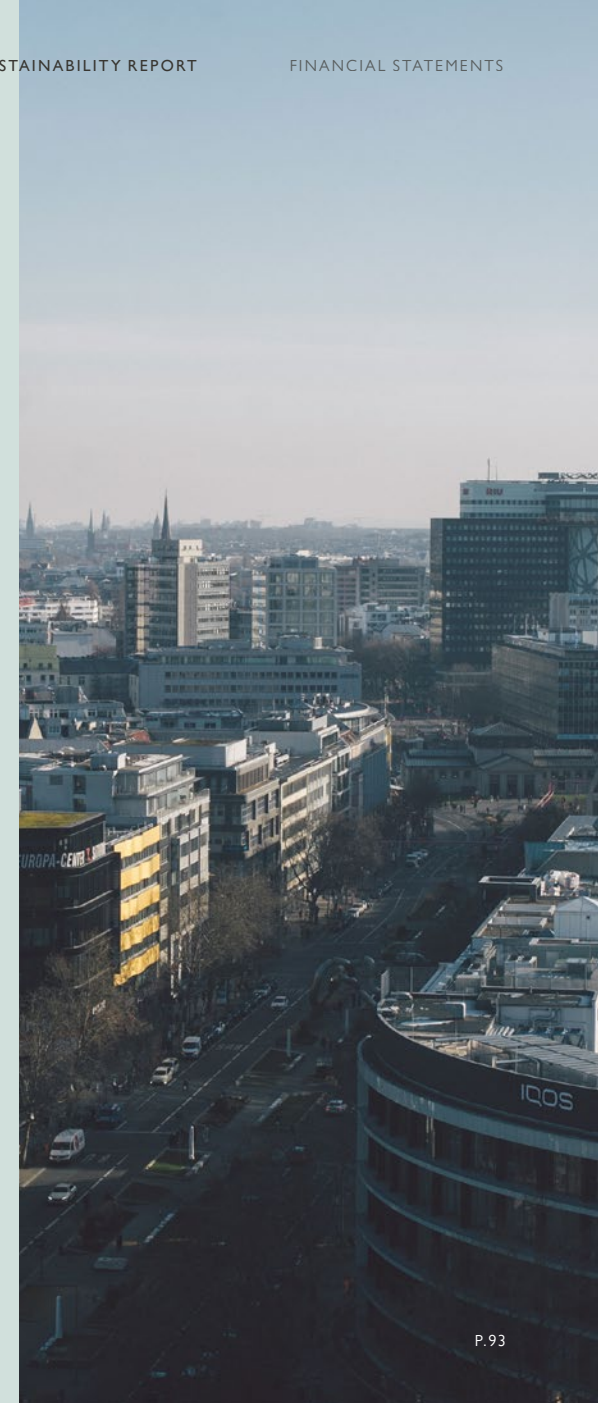
The Anti-Bribery and Corruption Policy establishes clear principles for employees and intermediaries to maintain ethical conduct and accountability. It offers detailed guidance on recognizing and handling potential risks related to bribery and corruption. At Catella, we adhere to all relevant laws and regulations, upholding a strict zero-tolerance stance against any form of bribery, including facilitation payments, fraud, and money laundering.

The Principal Adverse Impact (PAI) Policy ensures that Catella Group integrates ESG considerations into investment selection and monitoring to minimize negative environmental and social impacts in real estate. In line with SFDR Article 4, the Group conducts double materiality analysis to assess key sustainability risks, prioritising carbon footprint reduction and energy efficiency. Catella collects and analyses ESG data on fossil fuel exposure, building energy efficiency, and energy consumption intensity to guide sustainable investment decisions.

In addition to the principles for shareholder engagement and sustainability, Catella's application of PAI builds on international standards and conventions. The international standards and conventions that are

particularly considered include Principles for Responsible Investment (PRI) of which Catella is a signatory, and UN Global Compact (UNGC).

Catella prioritises tax governance and compliance, with clear guidelines in its financial handbook and external audits for review. As a publicly traded company, Catella abides by all applicable laws and regulations. It also has tax risk management strategies and processes in place, which are validated annually by external auditors. The local Managing director oversees and ensures compliance with tax laws, and there have been no confirmed violations. External auditors are mandated to report any tax irregularities to the relevant authorities.



G1-3+ G1-4

## Prevention and detection of corruption and bribery

### Impacts, Risks, and Opportunities

The financial and Real Estate investment sectors face risks related to unethical business practices, including corruption, bribery, and conflicts of interest. As an international real estate investment and financial advisory firm as well as property development, Catella operates in multiple jurisdictions, each with varying regulatory landscapes. Our key risk areas include compliance with anti-corruption and anti-money laundering regulations, ensuring ethical investment decisions, and maintaining transparency in business dealings.

We mitigate these risks through a robust governance framework, including our Code of Conduct, anti-corruption policies, and a whistleblowing system. By fostering a strong culture of integrity and ethical leadership, we aim to further reinforce trust among our stakeholders, including investors, employees, clients, and regulatory bodies.

### Managing Corruption and Bribery Risks

As the financial and Real Estate industry is exposed to risks of corruption, bribery, and financial misconduct, we at Catella, uphold a zero-tolerance policy toward bribery, money laundering, and other forms of corruption. Our anti-corruption framework ensures compliance with international regulations and best practices, reducing exposure to legal, financial, and reputational risks.

Catella Group has implemented a robust anti-corruption framework to prevent, detect, and respond to bribery and financial misconduct, ensuring compliance with international regulations and best practices. This framework integrates key policies, including the Anti-Bribery and Corruption Policy, Code of Conduct, and Whistleblowing Policy, to uphold integrity and transparency across operations and the supply chain.

Read more under section G1-1.

To mitigate corruption risks, Catella conducts periodic risk assessments focusing on high-risk areas such as leasing, procurement, and development. Additionally, a Know-Your-Counterparty due diligence process is applied to evaluate business partners' compliance with anti-corruption standards.

The whistleblowing mechanism, managed independently, enables employees and stakeholders to report ethical concerns confidentially, ensuring impartial investigations. All reported cases are reviewed by the Whistleblower Committee, maintaining strict governance and accountability.

### Incident Reporting for 2024

In 2024, Catella recorded zero incidents of corruption or bribery. No legal actions, fines, or penalties were imposed on Catella or its subsidiaries related to corruption or bribery violations. Similarly, in 2023, 2022, and 2021, there were no confirmed cases of corruption.

### Training on business ethics

Currently, Catella does not have a formal, group-wide training program on business conduct, corruption, or bribery, aside from cybersecurity training. However, all new employees are required to review and sign the Code of Conduct, reinforcing our commitment to ethical business practices. Each Managing Director is responsible for ensuring compliance within their respective teams. To further strengthen awareness, we are actively working on implementing a structured training system focused on anti-corruption measures and responsible business conduct.

### Employee Commitment

All employees must sign the Catella Group Code of Conduct upon joining the company, reinforcing our commitment to integrity and responsible business practices.

### Supplier Relation

It is important for Catella to develop and maintain strong business relationships with partners and suppliers who are committed to similar ethical standards. Therefore, Catella has adopted a Supplier Code of Conduct that sets clear standards and expectations and with which we expect all companies providing products and/or services to any Catella Group companies to comply. We expect our suppliers to respect and comply with recognized human and labour rights. We do not

accept human trafficking, forced, bonded, indentured labour, or any labour linked to any form of threat or punishment. Work must be conducted solely voluntarily. Working weeks are not to exceed the maximum set out by local law. Compensation paid to workers shall comply with applicable wage laws, including minimum wage, overtime, and legally mandated benefits. Suppliers must respect workers' right to associate fairly and to communicate openly regarding working conditions without fear of reprisal, intimidation, and harassment. Workers shall have the right to join unions and seek representation following local laws.

EP

## Entity Specific: Investor Relations

Besides ESRS topics, Catella identified 'Investor Relations' as an entity-specific topic while DMA in 2024.

### Commitment to Transparent Investor Relations

Catella is committed to maintaining transparent and timely communication with shareholders, investors, and financial stakeholders. Our Finance and Communication teams ensures the dissemination of accurate financial and strategic information in compliance with market regulations.

In 2024, Catella continued to provide comprehensive financial disclosures, including quarterly interim reports and the annual report, all accessible through our Investor Relations website. These reports offer detailed insights into our financial performance, strategic initiatives, and market outlook.

We also organized investor presentations and webcasts to discuss our financial results and strategic direction, fostering direct engagement with the investment community. Our proactive approach to investor relations aims to build and maintain trust, ensuring that stakeholders are well-informed about Catella's operations and performance.

In 2024, Catella enhanced its commitment to sustainable finance by establishing a Green Bond Framework, aligned with the International Capital Markets Association's Green Bond Principles. This framework facilitates the issuance of green bonds to finance or refinance projects that contribute to environmental sustainability, particularly in areas such as green buildings, renewable energy, and energy efficiency.

Under this framework, Catella successfully issued senior unsecured green bond. The proceeds are allocated to eligible green projects, reinforcing Catella's dedication to integrating environmental considerations into its investment strategies.

The Green Bond Framework and related governing documents have received a "Light Green" shading from S&P Global Ratings' Shades of Green, reflecting Catella's efforts toward environmental sustainability.

## Auditor's opinion regarding the statutory sustainability report

To the general meeting of the shareholders in Catella AB (publ),  
corporate identity number 556079-1419

### Engagement and responsibility

It is the board of directors who is responsible for the sustainability report for the year 2024 on pages 43-95 and that it is prepared in accordance with the Annual Accounts Act in accordance with the older wording that applied before 1 July 2024.

### The scope of the examination

Our examination has been conducted in accordance with FAR:s auditing standard RevR 12 The auditor's opinion regarding the statutory sustainability report.

This means that our examination of the statutory sustainability report is different and substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinion.

### Opinion

A statutory sustainability report has been prepared.

Stockholm 8 April 2025

KPMG AB

Johanna Hagström Jerekeryd  
Authorized Public Accountant



07.

# FINANCIAL STATEMENTS



## CONSOLIDATED INCOME STATEMENT

SEK M	Note	2024 Jan–Dec	2023 Jan–Dec
Net sales	6	2,206	1,697
Other operating income	7	102	642
		<b>2,307</b>	<b>2,339</b>
Provisions, direct assignment and production costs		–844	–874
Other external expenses	8	–358	–385
Personnel costs	10, 11, 12	–801	–838
Depreciation and amortisation	9	–84	–72
Other operating expenses	7	–61	–18
Share of profit from associated companies		–37	–6
<b>Operating profit/loss</b>		<b>122</b>	<b>145</b>
Interest income according to effective interest rate method	13	44	32
Interest income other	13	19	25
Interest expenses	13	–210	–156
Other financial income	13	267	321
Other financial expenses	13	–215	–325
Financial items—net		–94	–103
<b>Profit/loss before tax</b>		<b>28</b>	<b>42</b>
Tax	14	–3	–51
<b>Net profit for the year</b>		<b>24</b>	<b>–9</b>
<b>Profit/loss attributable to:</b>			
Shareholders of the Parent Company		30	–21
Non-controlling interests	20	–5	12
		<b>24</b>	<b>–9</b>
<b>Earnings per share attributable to Parent Company shareholders, SEK</b>	15		
- before dilution		0.34	–0.24
- after dilution		0.34	–0.24
Number of shares at end of year		88,348,572	88,348,572
Average weighted number of shares after dilution		88,348,572	90,562,208

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

SEK M	2024 Jan–Dec	2023 Jan–Dec
Net profit for the year	24	–9
<b>Other comprehensive income:</b>		
Items that will not be reclassified to profit or loss:		
Fair value changes in financial assets through OCI	16	8
Items that may be subsequently reclassified to profit or loss:		
Exchange-rate differences	54	7
Other comprehensive income for the year, net of tax	70	15
<b>Total comprehensive income for the year</b>	<b>95</b>	<b>7</b>
<b>Total comprehensive income attributable to:</b>		
Shareholders of the Parent Company	97	–6
Non-controlling interests	–3	13
	<b>95</b>	<b>7</b>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

SEK M	Note	2024 31 Dec	2023 31 Dec
<b>Assets</b>			
<i>Non-current assets</i>			
Intangible assets	17	587	573
Tangible assets	19	32	33
Contract assets leasing agreements	18	177	115
Investments in associated companies	20	105	136
Non-current receivables from associated companies	20	256	158
Financial assets at fair value through other comprehensive income	21	29	44
Financial assets at fair value through profit or loss	22	466	443
Deferred tax assets	14	48	15
Other non-current receivables	25	57	58
		<b>1,759</b>	<b>1,573</b>
<i>Current assets</i>			
Development and project properties	23	2,196	2,143
Contract assets		0	34
Accounts receivable	24	285	246
Current receivables from Associated companies	20	89	334
Tax assets		14	8
Other receivables		144	227
Prepaid expenses and accrued income	26	73	51
Financial assets at fair value through profit or loss	22	80	22
Client funds		9	9
Cash and cash equivalents	27	901	796
		<b>3,791</b>	<b>3,871</b>
<b>Total assets</b>		<b>5,549</b>	<b>5,444</b>

SEK M	Note	2024 31 Dec	2023 31 Dec
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	28	177	177
Other contributed capital		295	296
Reserves		121	86
Retained earnings incl. net profit/loss for the year		1,404	1,429
<b>Equity attributable to shareholders of the Parent Company</b>		<b>1,997</b>	<b>1,988</b>
Non-controlling interests	20	42	50
<b>Total equity</b>		<b>2,039</b>	<b>2,038</b>
<b>Liabilities</b>			
<i>Non-current liabilities</i>			
Borrowings from credit institutions	29	1,209	1,171
Bond issue	29	1,288	1,247
Contract liabilities leasing agreements		134	79
Other non-current liabilities	30	156	148
Deferred tax liabilities	14	20	24
		<b>2,807</b>	<b>2,669</b>
<i>Current liabilities</i>			
Borrowings from credit institutions	29	52	3
Contract liabilities leasing agreements		52	42
Contract liabilities		0	14
Accounts payable		83	140
Liabilities to associated companies		1	0
Tax liabilities		11	21
Other liabilities		122	114
Accrued expenses and deferred income	31	375	394
Client funds		9	9
		<b>704</b>	<b>738</b>
<b>Total liabilities</b>		<b>3,511</b>	<b>3,406</b>
<b>Total equity and liabilities</b>		<b>5,549</b>	<b>5,444</b>

## CONSOLIDATED STATEMENT OF CASH FLOWS

SEK M	Note	2024 Jan–Dec	2023 Jan–Dec
<b>Cash flow from operating activities</b>			
Profit/loss before tax		28	42
Reclassification and adjustments for non-cash items:			
Wind down expenses		-1	-5
Other financial items		-49	41
Depreciation and amortisation	9	84	72
Impairment /reversal impairment current receivables	7	43	7
Carrying amount of interest income from loan portfolios	13	-19	-25
Acquisition expenses		-	6
Profit/loss from participations in associated companies	7	37	6
Personnel costs not affecting cash flow	10	4	6
Other non-cash items		-59	-11
Other reclassifications		-	-51
Paid income tax		-62	-89
<b>Cash flow from operating activities before changes in working capital</b>		<b>6</b>	<b>-1</b>
Investments in property projects		-900	-803
Divestment of property projects		992	778
<b>Cash flow from property projects</b>		<b>92</b>	<b>-25</b>
<b>Cash flow from changes in working capital</b>			
Increase (-)/decrease (+) of operating receivables		116	14
Increase (+)/decrease (-) of operating liabilities		-98	-118
<b>Cash flow from operating activities</b>		<b>116</b>	<b>-130</b>

SEK M	Note	2024 Jan–Dec	2023 Jan–Dec
<b>Cash flow from investing activities</b>			
Investment in tangible assets	19	-9	-17
Investment in intangible assets	17	-17	-9
Acquisition of subsidiaries, net of cash and cash equivalents acquired	36	-	-159
Sale of subsidiaries, net of cash disposed	36	-	2
Dividend and other disbursements from associated companies	20	6	2
Investment in financial assets		-30	-160
Sales of financial assets		56	-
Cash flow from loan portfolios	22	19	25
<b>Cash flow from investing activities</b>		<b>27</b>	<b>-315</b>
<b>Cash flow from financing activities</b>			
Re-purchase of share warrants		-5	0
Payment from issued warrants		5	-
Borrowings	35	1,753	45
Repayment of loans	35	-1,671	-376
Amortisation of leasing debt		-52	-43
Dividend to shareholders of the Parent Company		-80	-106
Dividend to non-controlling interest		-13	-74
<b>Cash flow from financing activities</b>		<b>-64</b>	<b>-554</b>
<b>Cash flow for the year</b>		<b>80</b>	<b>-998</b>
Cash and cash equivalents at beginning of year		796	1,794
Exchange rate differences in cash and cash equivalents		25	0
<b>Cash and cash equivalents at end of year</b>	27	<b>901</b>	<b>796</b>

Interest received and paid is stated in Note 35.

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

SEK M	Equity attributable to shareholders of the Parent Company					Total	Non-controlling interests *	Total equity
	Share capital	Other contributed capital	Fair value reserve	Translation reserve	Retained earnings incl. net profit/loss for the year			
<b>Opening balance at 1 January 2024</b>	<b>177</b>	<b>296</b>	<b>-3</b>	<b>89</b>	<b>1,429</b>	<b>1,988</b>	<b>50</b>	<b>2,038</b>
Net profit for the year					30	30	-5	24
Other comprehensive income, net of tax			-17	51	33	67	3	70
<b>Total comprehensive income for the year</b>			<b>-17</b>	<b>51</b>	<b>63</b>	<b>97</b>	<b>-3</b>	<b>95</b>
<b>Transactions with shareholders</b>								
Dividend to non-controlling interest							-9	-9
Change in value option debt **					-7	-7		-7
<b>Change of ownership in subsidiaries;</b>								
Acquisition of holdings without controlling influence, controlling influence already					-2	-2		-2
Minority share of income statement reported as personnel expenses and taxes							4	4
Warrants issued		5				5		5
Re-purchase of warrants issued		-5				-5		-5
Dividend to shareholders of the Parent Company					-80	-80		-80
<b>Closing balance at 31 December 2024</b>	<b>177</b>	<b>295</b>	<b>-20</b>	<b>141</b>	<b>1,404</b>	<b>1,997</b>	<b>42</b>	<b>2,039</b>

\* Non-controlling interests are attributable to minority shares in the subsidiaries within all Group business areas, see note 20.

\*\* Relates to value changes in put options issued to minority holders in Catella APAM Ltd.

During 2024, 2,475,000 warrants from the older incentive program LTI 2020 were repurchased from holders remaining in the employment of the Catella Group at a market price totalling SEK 2,660,350. The repurchased warrants have, alongside warrants held in treasury, been voided. In addition, 175,000 warrants in the same program expired. As of 31 December 2024, there were 150,000 outstanding warrants under program LTI 2020 which can be used to subscribe for the equivalent number of new Class B shares in Catella AB in June 2025. The exercise price is SEK 35.20 per share.

Furthermore, in 2024, an Extra General Meeting of Catella AB decided to establish a new long-term incentive program of total 4,700,000 warrants, split over five different series. Series 2024/2027 and 2024/2028 was issued in March when 1,526,670 warrants were transferred to Group management and other key executives in the Group for a total purchase price of SEK 4,963,441. Later on in the year, Catella repurchased 814,920 warrants from the company's former CEO and another individual for a total purchase consideration of SEK 2,760,186 in connection with termination of employment with Catella. As of 31 December 2024, there were 711,750 outstanding warrants under the new program, which can be used to subscribe for the equivalent number of Class B shares in September 2027 and September 2028. The exercise price is SEK 36.30 per share.

SEK M	Equity attributable to shareholders of the Parent Company					Total	Non-controlling interests *	Total equity
	Share capital	Other contributed capital	Fair value reserve	Translation reserve	Retained earnings incl. net profit/loss for the year			
<b>Opening balance at 1 January 2023</b>	<b>177</b>	<b>296</b>	<b>-11</b>	<b>83</b>	<b>1,624</b>	<b>2,168</b>	<b>262</b>	<b>2,430</b>
Net profit for the year					-21	-21	12	-9
Other comprehensive income, net of tax			8	7	0	15	1	15
<b>Total comprehensive income for the year</b>			<b>8</b>	<b>7</b>	<b>-21</b>	<b>-6</b>	<b>13</b>	<b>7</b>
<b>Transactions with shareholders</b>								
Dividend to non-controlling interest							-227	-227
Option liability, acquisition **					-49	-49		-49
Change in value option debt ***					-6	-6		-6
<b>Change of ownership in subsidiaries;</b>								
Acquisition of holdings without controlling influence, controlling influence already					-12	-12	-1	-13
Acquisition of part-owned subsidiaries, no controlling influence previously							16	16
Divestiture of partly owned subsidiaries, controlling influence ceases							-1	-1
Contributions from non-controlling interests							9	9
Repaid contributions from non-controlling interests							-23	-23
Minority share of income statement reported as personnel expenses and taxes							1	1
Re-purchase of warrants issued		0				0		0
Dividend to shareholders of the Parent Company					-106	-106		-106
<b>Closing balance at 31 December 2023</b>	<b>177</b>	<b>296</b>	<b>-3</b>	<b>89</b>	<b>1,429</b>	<b>1,988</b>	<b>50</b>	<b>2,038</b>

\* Non-controlling interests are attributable to minority shares in the subsidiaries within all Group business areas, see note 20.

\*\* Relates to the value of put options held by minority owners in the acquired subsidiary Catella Aquila Investment Management France SAS, conferring holders with the right to sell shares in the company after the end of the financial year 2028. The price of the options is dependent on the company's future profit performance.

\*\*\* Relates to value changes in put options issued to minority holders in Catella APAM Ltd.

During 2023, 50,000 warrants were repurchased from a former employee due to a change in the individual's employment circumstances. The amount totalled SEK 0.4 million and was recognized under repurchase of issued warrants in other contributed capital. As of 31 December 2023, the Parent Company had a total of 3,000,000 warrants issued, of which 200,000 in treasury. The exercise price is SEK 35.20 per share.

## GROUP NOTES

**NOTE 1 COMPANY INFORMATION**

The Catella Group ("Catella") includes the Parent Company Catella AB (publ) (the "Parent Company") and a number of companies that conduct operations in three business areas: Investment Management, Principal Investments and Corporate Finance.

The Annual Accounts and Consolidated Accounts of Catella AB (publ) for the financial year ending on 31 December 2024 were approved for publication by the Board of Directors and the Interim Chief Executive Officer on 09 April 2025 and will be presented for adoption by the Annual General Meeting on 20 May 2025.

The Parent Company is a Swedish limited liability company with its registered office in Stockholm, Sweden. The head office is located at Birger Jarlsgatan 6 in Stockholm. Catella AB is listed on Nasdaq Stockholm in the Mid Cap segment.

**NOTE 2 SIGNIFICANT ACCOUNTING PRINCIPLES****Basis of preparation of the financial statements**

Catella's Consolidated Financial Statements have been prepared in accordance with the Swedish Annual Accounts Act, RFR 1 Supplementary Accounting Rules for Groups and IFRS Accounting Standards as endorsed by the European Union (EU).

The Consolidated Accounts have been prepared under the historical cost convention, apart from the financial assets at fair value through Other comprehensive income and financial assets valued at fair value through profit or loss.

The accounting principles presented below have been applied consistently to all periods presented in the Consolidated Accounts. The policies of associated

companies were adjusted to the Group's accounting principles as necessary.

From 2024 onwards, the assessment is that income from divested and profit-recognized property projects in Principal Investments is included in Catella's core operations, given the business area's progress where this income is recognized as net sales. These were previously recognized as Other operating income. Comparative figures from earlier periods have not been adjusted in a corresponding manner.

**Introduction and effects of new and revised IFRS for 2024**

No new standards were introduced in 2024 that had any material impact on the Consolidated Accounts.

**Introduction and effects of new IFRS after 2024**

IFRS 18 Presentation and Disclosure in Financial Statements with application from January 2027 mainly changes three key areas:

the structure of the income statement, the introduction of information on performance measures reported outside the company's financial statements "management-defined performance measures" (MPM) and improved aggregation and disaggregation of information in the primary reports and notes.

Below is a selection of the changes that will occur regarding Catella's financial statements.

The income statement will be divided into three categories - operating, investing and financing. Interest received and results from participations in associated companies will be presented in investing activities. Information on MPMs will be provided collectively in a note.

For cash flow according to the indirect method, the starting point will be operating profit. Interest received and dividends will be presented in investing activities while interest paid and dividends will be presented in financing activities.

The full analysis of the effects of IFRS 18 is not yet completed.

**Consolidated accounts**

**(a) Subsidiaries:** Subsidiaries are all of the companies in which the Group has a controlling interest.

Catella carries out fund management of and offers advisory services to a number of investment funds. Decisions regarding whether a fund manager should consolidate funds under management or not, are based on whether the relevant fund manager can be judged to act as a principal or an agent from an accounting perspective. Catella's remuneration for fund management services does not constitute sufficient justification to apply the IFRS control principle based on the link between influence and returns. For accounting purposes, Catella is viewed as an agent in relation to fund investors, which means that the funds are not consolidated.

All transactions with shareholders of subsidiaries are recognised based on the substance of these transactions. Gains/losses attributable to shareholders of non-controlling interests, who in addition to their ownership are also active in the subsidiary, are placed on a par with other forms of variable remuneration and, accordingly, are recognised as personnel expenses in the Income Statement. These shareholders' portion of the net assets in the Group is recognised in the Consolidated statement of financial position as a non-controlling interest.

The purchase method is applied to the recognition of the Group's business combinations. Contingent consideration is recognised on the acquisition date at fair value and classified as a liability that is subsequently remeasured through profit or loss.

**(b) Transactions with shareholders of non-controlling interests:** Financial liabilities relating to put options on equity instruments in part-owned

subsidiaries arising from acquisitions have been valued at amortized cost. The put options grant shareholders the right to sell and an obligation for Catella to acquire their remaining stake. Initially, amounts are recognized at fair value less transaction costs. Revaluation of put options on equity instruments in part-owned subsidiaries is recognized in equity.

**(c) Associated companies:** Associated companies are holdings that are neither subsidiaries nor joint arrangements, but for which the Group is able to exercise a significant influence, which in general applies to shareholdings of between 20 percent and 50 percent of the votes. Holdings in associated companies are recognised in accordance with the equity method and initially measured at cost.

**Segment reporting**

According to IFRS 8, operating segments are recognised in a manner that is consistent with the internal reporting regularly presented to the chief operating decision maker. The chief operating decision-maker is the function that is responsible for the allocation of resources and the assessment of the operating segment's profit or loss. For Catella, the CEO has been identified as the chief operating decision-maker. The CEO evaluates the Group's operations on the basis of the following operating segments, which are also reportable segments: Investment Management, Principal Investment and Corporate Finance. These segments are referred to in the Group's reporting as business areas or operating segments. The operating segments are regularly monitored by the manager of the segment and Catella's CEO, who decide on the allocation of resources, budgetary targets and finance plan.

## Translation of foreign currencies

### (a) Functional currency and reporting currency:

Items included in the financial statements of the Group's various units are measured in the currency used in the financial environments in which each company primarily conducts its business activities (functional currency). Swedish krona (SEK) is used in the Consolidated Accounts, which is Catella AB's functional currency and the Group's reporting currency.

### (b) Transactions and balance sheet items:

Transactions in foreign currencies are translated to the functional currency at the rates of exchange ruling on the transaction date or the date on which the items were remeasured. Exchange rate gains and losses arising on payment for such transactions and on the translation of monetary assets and liabilities in foreign currency at the closing date rate are recognised through profit or loss. The exception is for transactions comprising hedging that meet the requirements for hedge accounting of cash flows or for net, investments, when gains/losses are recognised in other comprehensive income. Exchange rate gains and losses attributable to loans and cash and cash equivalents are recognised through profit or loss as "other financial items". All other exchange rate gains and losses are recognised in the items "other operating income" or "other operating expenses" in the Income Statement.

Translation differences for financial assets and liabilities, such as shares measured at fair value in the Income Statement, are recognised in the Income Statement as a portion of fair value gains/losses. Translation differences for financial assets not comprising debt instruments, such as shares classified as financial assets measured at fair value in Other comprehensive income, are transferred to the fair value reserve via Other comprehensive income.

(c) **Group companies:** Profit/loss and financial position of all of the Group companies that have a functional currency that is different to the reporting currency are translated to the Group's reporting currency as follows:

- (a) Assets and liabilities for each of the Balance Sheets are translated at the closing date rate;
- (b) Income and expenses for the relevant Income Statements are recalculated at the average exchange rate, and
- (c) all translation differences arising are recognised in other comprehensive income and accumulated in the translation reserve under equity.

Translation differences arising as a result of the translation of net investments in foreign operations and borrowing and other currency instruments identified as hedging of such investments are entered in Other comprehensive income on consolidation. When a foreign operation is sold, either wholly or partly, the translation differences that were recognised in Other comprehensive income are entered in profit or loss and recognised as a portion of the capital gain/loss.

Goodwill and adjustments of fair value arising on the acquisition of foreign operations are treated as assets and liabilities of this operation and translated at the closing date rate.

### Intangible assets

(a) **Goodwill:** The amount by which the purchase consideration, any non-controlling interest and the fair value on the acquisition date of previous shareholdings exceeds the fair value of identifiable acquired net assets is recognised as goodwill. Goodwill from acquisitions of subsidiaries is recognised as intangible assets. Goodwill is tested every year to identify any impairment and is recognised at cost less accumulated

impairment losses. Goodwill impairment is not reversed. Gains or losses on the disposal of a unit include the remaining carrying amount of the goodwill relating to the sold unit.

Goodwill is allocated between cash-generating units when any impairment tests are performed. Goodwill is allocated to cash-generating units or groups of cash-generating units, as established in accordance with the Group's operating segments that are expected to benefit from the business combination in which the goodwill item arose.

(b) **Trademarks and brands:** Trademarks and brands acquired in a business combination are recognised at fair value on the acquisition date. Brands recognised in the Group's Consolidated statement of financial position is the registered brand Catella, which is deemed to have an indefinite useful life. The brand is tested every year to identify any impairment and is recognised at cost less accumulated impairment losses.

(c) **Customer relations:** Contract portfolios and associated customer relationships relating to a business combination are identified in the acquisition analysis and are recognised as a separate intangible asset. The customer relationships arising from business combination are measured at fair value. The asset is depreciated on a straight-line basis over the useful life, based on turnover of the acquired portfolio. Amortisation is recognised in the item depreciation of acquisition-related intangible assets in profit or loss.

### Financial assets

#### Classification

The Group classifies its financial assets in the following three valuation categories: amortised cost, fair value via profit or loss and fair value via Other comprehensive income. The presentation of an instrument depends on the company's business model and the characteristics of the instrument. Management

determines the classification of the financial assets when they are first recognised.

(a) **Financial assets measured at accrued cost:** The category includes financial assets that are not equity instruments or derivatives, and where the asset is held in a business model for the purpose of drawing contracted cash flows and where the agreed terms of the asset only trigger payment of capital amounts and interest on the outstanding capital amount. Examples of assets in this category include accounts receivable and loan receivables. They are included in current assets, except for items falling due for payment more than 12 months after the end of the reporting period, which are classified as non-current assets.

(b) **Financial assets at fair value through profit or loss:** This category includes equity instruments, derivatives and other financial assets identified as items measured at fair value (fair value option) at the initial reporting date.

#### Equity instruments

Investments in proprietary equity instruments not comprising subsidiaries or associated companies, must be recognised at fair value through profit or loss, unless initially recognized at fair value in Other comprehensive income (see below). Catella includes operational holdings such as Pamica and APAM's investments alongside its customers in this category.

#### Derivatives

Derivatives are always measured at fair value through profit or loss with the exception of derivatives that have been identified and recognised as hedges of net investments where value changes are recognised in Other comprehensive income.

**Items measured at fair value**

Financial assets not comprising equity instruments or derivatives, where cash flow does not exclusively comprise capital amounts plus interest and/or is held in a business model not wholly or partly focused on drawing contracted cash flows, are classified as items measured at fair value through profit or loss. Group loan portfolios are included in this category since this corresponds to the original recognition and Catella's monitoring of these assets. The loan portfolios have been acquired for the purpose of realising inherent values either by collecting contracted cash flows or by divestment at fair value. Assets in this category are classified as current assets to the extent relating to the cash flows forecast over the next 12 months, while the remainder of the loan portfolios are recognised as non-current assets. This category also includes the Group's fund holdings and other debt instruments (financial receivables) such as the Mander Centre.

**(c) Financial assets measured at fair value in Other comprehensive income:** Equity instruments classified as financial assets measured at fair value in Other comprehensive income at the initial reporting date. In such cases, no reclassification to the Income Statement will occur when the instrument is sold. The choice is made by instrument and cannot be changed retroactively. This assumes that the holding is not held for trading purposes with the aim of making short-term gains on value changes in the share price. Examples of equity instruments in this category include strategic and long-term holdings that do not comprise subsidiaries or associated companies. They are included in non-current assets if management does not intend to dispose of them within 12 months of the end of the reporting period. Catella's preference shares in Visa Inc. and a minor shareholding in Swift are classified in this category.

**Recognition and measurement**

Purchases and sales of financial assets are recognised on the transaction date – the date on which the Group undertakes to purchase or sell the asset. Financial instruments are initially recognized at fair value.

Gains and losses due to changes in fair value relating to the category of financial assets measured at fair value through profit or loss are recognised in the period in which they arise and are included in Operating profit in the Income Statement if the asset comprises a business-related holding. If the asset is of a financial nature, changes in fair value are recognized under Other financial items. The basis for determining fair value in this category is either the listed market value or measurement based on a discounted cash flow analysis.

Exchange rate differences from revaluation of financial instruments are reported in the Income Statement. Fair value changes in financial instruments classified as financial assets measured at fair value in Other comprehensive income are recognised in Other comprehensive income. There is no reclassification to the Income Statement in connection with divestments of equity instruments in this category.

Interest on financial assets measured at amortised cost calculated using the effective interest method are recognised under interest income in the Income Statement. Dividends from equity instruments reported as financial assets measured at fair value in Other comprehensive income are recognized under Other financial items in the Income Statement.

**Impairment of financial assets**

On each reporting date, the company calculates the reserve for anticipated credit losses for a financial asset or group of assets. The expected credit losses of receivables is measured on the basis of historical experience of bad debt loss on similar receivables and forward-looking information. Accounts receivable

subject to impairment are recognised at the present value of expected future cash flows. Receivables with short terms are not discounted.

**Derivative instruments and hedging measures**

Derivative instruments are recognised in the statement of financial position on the contract date and measured at fair value, both initially and at subsequent remeasurement. The effect of the remeasurement is recognised in profit or loss. Catella currently conducts no hedging transactions (except some hedging of net investments in foreign operations).

**Hedging of net investment**

Hedges that have been entered to reduce currency risk (translation risk) in net investments denominated in foreign currency are recognised from the date the currency hedge of net exposure was entered into. The proportion of profit or loss on a hedging instrument that has been identified and judged to be an effective hedge is recognised in Other comprehensive income. The gain or loss attributable to the ineffective portion is immediately recognised in profit or loss under other financial items. Accumulated gains and losses in the Translation reserve in equity are recognised through profit or loss when the foreign operation is wholly or partly sold.

**Properties held for development and project properties**

Properties held for development and project properties are recognised in accordance with IAS 2 at the lower of cost and net realisable value. Cost comprises acquisition costs, development expenses and cost of borrowing.

**Current and deferred income tax**

Tax expenses for the period include current and deferred tax. Tax is recognised through profit or loss,

except when the tax relates to items recognised in other comprehensive income or directly in equity. In such cases, tax is also recognised in other comprehensive income or equity, respectively.

The current tax expense is calculated on the basis of the tax rules that have been enacted or substantively enacted on the reporting date in the countries in which the Parent Company's subsidiaries and associated companies conduct business activities and generate taxable income. Management regularly evaluates the claims made in tax returns for situations in which applicable tax rules are subject to interpretation. Whenever deemed necessary, management provisions for amounts that must probably be paid to the tax authority.

In accordance with the balance sheet method, deferred tax is recognised on all temporary differences arising between the taxable value of the assets and liabilities and their carrying amounts in the Consolidated Accounts. However, deferred tax is not recognised if it arises as a result of a transaction comprising the initial recognition of an asset or liability that is not a business combination and that on the transaction date impacts neither recognised nor taxable earnings. Deferred income tax is calculated by applying tax rates (and tax laws) that have been enacted or substantively enacted on the reporting date and that are expected to be applicable when the deferred tax asset in question is realised or the deferred tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that future tax surpluses will be available that the temporary differences can be utilised against.

Deferred tax is measured on temporary differences arising on participations in subsidiaries and associated companies, except where the date of the reversal of the temporary difference can be controlled by the Group and it is probable that the temporary difference will not be reversed in the foreseeable future. Deferred tax assets and liabilities are offset when a legal offset



right for the tax assets and liabilities in question exists and when the deferred tax assets and liabilities are attributable to taxes charged by the same tax authority and relate to the same taxpayer or different taxpayers where there is the intention of settling the balances by making a net payment.

### Share-based remuneration

As of 31 December 2024, the Parent Company had a total of 861,750 outstanding warrants. These warrants were settled and paid in accordance with market terms. The value of the warrants was determined by using an option valuation model (Black & Scholes). The warrants are classified as share-based remuneration.

Other contributed capital was credited when the warrants were issued. The company issues new shares when the options are utilised. Payments received, less any directly attributable transaction costs, are credited to share capital (quotient value) and other contributed capital when the options are exercised.

### Revenue recognition

Revenue includes the fair value of amounts received or that will be received for services sold in the Group's operating activities. Revenue is recognised excluding value-added tax and discounts, and after elimination of intra-Group sales. The Group recognises revenue when amounts can be reliably measured and when a performance obligation is assessed to have been completed. Specific criteria for each of the Group's operations are described below. The Group bases its estimates on historical outcomes, and in this context it takes the type of customer, type of transaction and special circumstances in each individual case into account.

Remuneration that is progressively accrued through services rendered, for example, consultancy advisory

or management fees, is recognised as revenue coincident with the delivery of these services and transfer of control, which in practice means that recognition is on a straight-line basis for the period to which the service relates. This revenue can either be a predetermined amount or a percentage fee of volumes managed for example (such as assets under management).

Remuneration attributable to a specific service or action is recognised as revenue when the service is rendered. This revenue can either be a predetermined amount or a percentage fee of volumes managed.

Performance-based revenue, such as performance fees for extra returns in asset management or coincident with sales assignments, are recognised in accordance with applicable agreements regarding the point in time at which the performance-related fees may be charged. This means that when, for example, a property sale assignment is carried out and the fee is a predetermined percentage of the customer's sales price for the property which is only paid on completion of sale, it is not recognised until a legally binding business transaction relating to the property has been concluded. Correspondingly, performance fees paid for surplus returns against an established reference level are only recognised on the measurement date, which may be quarterly or annually depending on the product.

Commission to resellers is recognised as an expense coincident with income being accrued in accordance with the above principles.

Revenue recognition according to the percentage of completion method has been applied to property development projects run by Catella Logistic Europe and which have been divested through forward-funding agreements with investors. Catella's investment is repaid, and profit realized over time, at a pace with completion of the project. Income is recognized in connection with contractual milestones following

approval by the investor. Property projects where no sales agreement has been signed with an external party are recognised according to IAS 2 at the lower of cost and net realisable value.

Interest income is recognised as revenue by applying the effective interest method.

Dividend income is recognised when the right to receive payment has been established.

### Leasing

The Group leases a number of office premises, cars and other equipment on the basis of non-cancellable operating leases. Leasing agreements are recognized as right-of-use assets and financial liabilities corresponding to the company's lease payment commitment. Right-of-use assets are depreciated on a straight-line basis over the shorter of the useful life and the lease term.

Agreements may contain both lease and non-lease components. Catella does not recognise payment under the agreement for lease and non-lease components separately, and these are recognised as a single lease component. The terms are renegotiated separately for each agreement and contain a large number of different terms and conditions. Lease agreements do not contain any special terms or restrictions apart from the lessor retaining the rights to pledged leased assets. The leased assets may not be used as collateral for loans.

Assets and liabilities that arise from lease agreements are initially reported at present value.

Lease payments are discounted using the lease agreement's implied interest rate. If this interest rate cannot be readily determined, which is normally the case for the Group's lease agreements, the lessee's incremental borrowing rate is applied, which is the interest rate the individual lessee would pay to borrow the requisite funds to purchase and asset of a similar

value as the right-of-use asset in a similar economic climate with similar terms and collateral. The incremental borrowing rate is determined on the basis of external market rates by asset class, the internal required rate of return and an evaluation of the subsidiary's creditworthiness.

Lease payments are distributed between debt amortisation and interest. Interest is recognised in the Income Statement over the lease term in a manner that reflects the applicable fixed interest rate for the lease liability recognised in the relevant period.

The Group is exposed to potential future increases in variable lease payments based on an index or interest rate, which are not included in the lease liability until they become effective. When adjustments of lease payments based on an index or interest rate become effective, the lease liability is remeasured and adjusted against the right-of-use asset.

### Earnings per share

The computation of earnings per share is based on consolidated net profit/loss for the year attributable to the Parent Company's shareholders and on the weighted average number of shares outstanding during the year. When computing earnings per share after dilution, earnings and the average number of shares after dilution are adjusted to take the effects of dilutive potential ordinary shares that originate from warrants issued during reporting periods into account. The dilution of warrants affects the number of shares and arises only when the exercise price is lower than the share price quoted on the stock exchange.

**NOTE 3 FINANCIAL RISK MANAGEMENT**

The Group is exposed to financial risks such as interest rate risk, currency risk, financing/liquidity risk and credit risk through its operating activities. Catella's Board of Directors and Group Management assess current and future risks and decide how they are to be managed by formulating group-wide risk management guidelines, which are evaluated and amended regularly. Risk management is also conducted at the relevant subsidiary level under the supervision of Group Management. Risk management of significant subsidiaries is described below.

There are three subsidiaries in the Investment Management business area, Catella Real Estate AG, Catella Property Fund Investment AB and Axitip Real Estate Partners SAS, which are under the supervision of supervisory authorities. These subsidiaries have a dedicated risk management function that is independent from business operations, with the relevant managers reporting to each subsidiary's managing director and directly to the subsidiary's Board of Directors. Furthermore, subsidiaries under supervision have an internal compliance function that monitors the subsidiaries' compliance with internal and external regulatory frameworks such as customer agreements. The function is independent of operations in each subsidiary and its managers report to the Managing Director and directly to the Board of the subsidiary. Group Management is represented on subsidiary Boards and reports on to the Parent Company's Board.

In the Group's other business areas, there are no subsidiaries under supervision.

As mentioned above, risk management is applied at subsidiary and operational levels since the various operating segments in the Group differ with regard to the operations conducted. For this reason, significant risks in each operating segment are described separately in the respective section on risk below.

**Liquidity risk**

Liquidity risk is the risk that within a defined period, the Group is unable to refinance its existing assets, or is unable to satisfy increased needs for liquidity. Liquidity risk also includes the risk that the Group is compelled to borrow at unfavourable interest, or must sell assets at a loss to be able to fulfil its payment obligations.

As of 31 December 2024, the Group's short-term liquidity reserve (cash and cash equivalents, short-term investments and committed but unutilised credit facilities) amounted to 41 percent (47) of consolidated annual sales and 35 percent (33) of consolidated borrowing and loan liabilities.

The Principal Investments business area utilises a significant proportion of the Group's short-term liquidity reserve. Many of the property investments made by Catella are relatively large and span multiple years. A weak property market with low transaction volumes can also affect Principal Investments' ability to divest projects at acceptable prices. The investments include the risk of Catella being unable to realise the projects and thereby release liquidity at the required rate.

The Group's investments in loan portfolios comprising securitised European loan portfolios, mainly with exposure to residential property, are subject to the risk of encountering difficulty in realising assets, which could affect the Group's prospects of obtaining funds to maintain its financial commitments. Since the market for subordinated securities with collateral in assets is currently illiquid, Catella's remaining investments in loan portfolios are illiquid. The Group assesses that short- and long-term liquidity are favourable and that there is flexibility in financing. If the Group's liquidity were to change and the Group needed to divest part or all of the loan portfolio, the potential to amend the portfolio rapidly and obtain

a reasonable price could be limited, due to changes in economic and other circumstances.

The following tables summarise the Catella Group's liquidity risk at the end of 2024 and 2023.

**Liquidity report as of 31 December 2024–2023**

SEK M 31 December 2024	< 3 months	4 to 12 months	Between 1 and 3 yrs.	Between 3 and 5 yrs.	> 5 yr.	Without maturity	Total
Borrowings	-1	-53	-1,317	-55			-1,425
Loan liabilities	-29	-86	-413	-1,476		0	-2,003
Contract liabilities leasing agreements	-14	-40	-85	-32	-23		-194
Accounts payable and other liabilities	-204	-1					-204
<b>Total outflows *</b>	<b>-247</b>	<b>-179</b>	<b>-1,815</b>	<b>-1,563</b>	<b>-23</b>	<b>0</b>	<b>-3,827</b>
Accounts receivable and other receivables	427		32	12	12	257	740
Loan receivables		89					89
Financial assets at fair value through other comprehensive income						29	29
Financial assets at fair value through profit or loss **	24		204				228
<b>Total inflows *</b>	<b>450</b>	<b>89</b>	<b>236</b>	<b>12</b>	<b>12</b>	<b>286</b>	<b>1,086</b>
<b>Net cash flow, total</b>	<b>204</b>	<b>-90</b>	<b>-1,579</b>	<b>-1,551</b>	<b>-11</b>	<b>286</b>	<b>-2,741</b>

SEK M 31 December 2023	< 3 months	4 to 12 months	Between 1 and 3 yrs.	Between 3 and 5 yrs.	> 5 yr.	Without maturity	Total
Borrowings	-1	-1	-35	-1,146		-1	-1,184
Loan liabilities	-29	-86	-1,349	-28	-50		-1,542
Contract liabilities leasing agreements	-11	-33	-62	-24	-19		-148
Accounts payable and other liabilities	-254						-254
<b>Total outflows *</b>	<b>-295</b>	<b>-120</b>	<b>-1,446</b>	<b>-1,198</b>	<b>-69</b>	<b>-1</b>	<b>-3,129</b>
Accounts receivable and other receivables	471	333	21	24	11	159	1,020
Financial assets at fair value through other comprehensive income						44	44
Financial assets at fair value through profit or loss **	22		153				176
<b>Total inflows *</b>	<b>494</b>	<b>333</b>	<b>174</b>	<b>24</b>	<b>11</b>	<b>203</b>	<b>1,239</b>
<b>Net cash flow, total</b>	<b>199</b>	<b>213</b>	<b>-1,272</b>	<b>-1,174</b>	<b>-58</b>	<b>201</b>	<b>-1,890</b>

\* Indicated amounts relate to undiscounted contractual cash flows

\*\* Refers to loan portfolios and debt instruments secured by property, see Note 22 for further details.

The Group's borrowing and financing are managed by the Parent Company and holding companies in the Group. The Parent Company's management and accounts department carefully monitor continuously updated projections for the Group's and subsidiaries' liquidity reserves to ensure that the Group and subsidiaries have sufficient cash funds to meet the needs of operating activities. Catella AB issued a new unsecured bond of SEK 1,300 million, of which 600 million with maturity in March 2028 and SEK 700 million with maturity in March 2029. Furthermore, the Group's subsidiaries in Principal Investments received loans from credit institutes for ongoing property development projects. As of 31 December 2024, these loans totalled SEK 1,244 million (1,145) of which the majority relate to the financing of Kaktus. In addition, the Group's French and Spanish subsidiaries received loans from government-guaranteed credit institutions at favourable terms. As of 31 December 2024, these loans amounted to SEK 17 million (27). For a description of the Group's loan liabilities, see Note 29.

In combination with Catella's cash flows, the funding sources outlined above provide short- and long-term liquidity and ensure flexibility in the Group's funding of its operations.

### Market risk

Market risk is the risk of loss or decreased future income due to fluctuations in interest rates, exchange rates and share prices, including price risk relating to the sale of assets or closure of positions.

The Principal Investment business area invests in property development projects in Germany, Denmark, France and the UK. Investments take place through subsidiaries and associated companies. The projects are run by Catella's subsidiaries. Catella's primary intention is to invest in the early phase of projects and divest the holdings as soon as commercially advantageous. The investments include the risk that Catella

companies are forced to choose between continuing to invest in late stages of projects, running the projects to completion or leaving the project and losing the invested capital.

Principal Investments also has significant investments in listed and unlisted stocks and funds, as well as debt instruments valued at fair value. The valuations are influenced by macroeconomic and other factors outside of Catella's control, which cannot be predicted with any certainty. Catella monitors progress in the holdings on an ongoing basis.

The Group's investments in loan portfolios, which are recognised in the "Other" category, are primarily exposed to market price risk through changes in the value of these investments and through interest rate fluctuations that reduce potential interest income. Investments in loan portfolios accrue variable interest or have underlying assets with variable interest and are measured according to a market-based credit spread based on an interest rate such as Euribor. An increased credit spread could directly affect Catella through its impact on unrealised gains or losses on portfolio investments, and therefore also Catella's ability to make a profit on investments. In accordance with the accounting principles in Note 2, investments in the loan portfolios are measured at fair value through profit or loss. In Note 22, financial assets measured at fair value through profit or loss, presents respective portfolio and the weighted average expected variable interest rate on each investment.

The risks described above could result in either higher or lower income for Catella.

### Interest rate risk

Interest rate risk is the risk that the Group's net profit could be impacted by changes in general interest rate levels. The Group has also arranged loan financing, mainly denominated in SEK, at variable interest to finance its own business operations. The Catella AB

bond loan accrues floating-rate interest at 3-month Stibor plus an average margin of 422 b.p. In addition, the Group's property development company received loans from credit institutions relating to ongoing projects. A majority of this financing relates to Kaktus, where loans accrue variable interest averaging 5.2 percent (4.9) in 2024. Further information on these liabilities can be found in Note 29. The Parent Company analyses and continuously monitors its exposure to interest rate risk.

Information on the Group's net debt profile and a sensitivity analysis are presented below, with information on fixed interest periods. As of 31 December 2024, the Group had net cash of SEK 1,263 million (cash of SEK 1,081) and interest cover, a measure of the ability to cover interest expenses, was 1.0 (1.3).

### The Group's interest-bearing liabilities and assets by currency

SEK M	2024 31 Dec	2023 31 Dec
EUR liabilities	-135	-167
SEK liabilities	-1,342	-1,254
GBP liabilities	-150	-142
DKK liabilities	-1,105	-975
PLN liabilities	-2	-3
Liabilities in other currencies	-	-
<b>Total interest-bearing liabilities</b>	<b>-2,735</b>	<b>-2,541</b>
Term (days)	90	93
Average interest expense for the year,%	6.9	7.0
Net effect on profit or loss of 0.5% increase, SEK M	-14	-13
Net effect on profit or loss of 0.5% decrease, SEK M	14	13

SEK M	2024 31 Dec	2023 31 Dec
EUR assets	1,154	916
SEK assets	96	385
GBP assets	198	136
DKK assets	22	22
PLN assets	2	1
Assets in other currencies	-	-
<b>Total interest-bearing assets</b>	<b>1,472</b>	<b>1,460</b>
Term (days)	127	90
Average interest income for the year,%	5.5	3.4
Net effect on profit or loss of 0.5% increase, SEK M	7	7
Net effect on profit or loss of 0.5% decrease, SEK M	-7	-7

### Exchange rate risk

The Group is active internationally and is subject to exchange rate risks that arise from various currency exposures. Exchange rate risk arises through business transactions, recognised assets and liabilities and net investments in foreign operations.

### Financing of foreign assets—translation risk

Translation risk is the risk that the value in SEK relating to net assets in foreign currencies could vary due to exchange rate fluctuations. This means that unfavourable exchange rate fluctuations may negatively impact the Group's foreign net assets when translated into the Group's reporting currency, SEK. At present, there is no hedging of exchange rate risk in Catella's net assets. Group management evaluates the need for hedging of the Group's translation risk on an annual basis.

Translation differences are recognized in other comprehensive income and therefore do not impact the profit for the year. In 2024, the translation difference in other comprehensive income was SEK 54 million (7).

### Transaction risk

Transaction risk arises from commercial flows, reported assets and liabilities in foreign currency that could have a negative impact on the Group's net profit due to exchange rate fluctuations.

Subsidiaries' operations are predominantly conducted in the country in which they are located, and accordingly, transactions are executed in the same currency as the subsidiary's reporting currency. This means that transaction exposure in these operations is limited.

Funding to subsidiaries and associated companies is provided by Catella Holding AB in local currency. Outstanding loan receivables in foreign currency give rise to currency exposure. The majority of the Swedish holding companies' income consists of dividends or interest income from subsidiaries and associated companies. The majority of these revenues are denominated in foreign currency while the majority of expenses are in SEK. This gives rise to cash positions in foreign currency that expose the Swedish subsidiaries to currency risk. The Parent Company's management and accounts department make projections on a rolling basis regarding future liquidity needs in different currencies. Positions in foreign currencies that are not expected to be utilised for new investments or lending in the same currency are sold on a continuous basis. In 2024, currency exposures had an impact on the Swedish legal holding companies' results of SEK 76 million (-28).

### Credit risk

Credit risk is the risk of losses due to a borrower not being able to fulfil its obligations to Catella. Credit risk relates to all receivables and potential receivables from companies, financial companies, public administration and private individuals.

#### Credit risk – accounts receivable and receivables from associated companies

The risk of bad debt is generally low in the Group, due to several different factors. Counterparties are predominantly well-known mid-size and large clients, with whom there is an established, long-term relationship. This results in stable deposit streams. Credit checks are conducted on new clients. The sales and transactions generated by the client portfolio are also diversified in various ways, the most important being that no or few clients constitute a significant part of total sales or lending. Accordingly, a default by an individual client would have a minor effect overall. Counterparties and loans issued have been approved in accordance with the Group's authorisation schedule. Furthermore, Catella renders services for geographically diversified clients in a range of sectors including the public sector, financial sector and real estate companies. Accordingly, exposure to an economic downturn in a single sector or region is relatively limited. Overall, this generates stable revenue streams relating to sales and lending. Actual and expected credit losses on accounts receivable and

receivables from associated companies amounted to 0.5 percent (0.4) of Group net sales in 2024. The credit risk associated with receivables from associated companies for financing of property development projects is assessed to be low. Catella monitors progress and risks in the projects on an ongoing basis. Cash and cash equivalents are invested in well-established banks with high credit ratings, and impairment tests for these are not considered necessary.

#### Credit risk – loan portfolios

The Group's investments in loan portfolios consist of holdings in, and/or financial exposure to, securities that are subordinated from a payment perspective and are ranked below securities that are backed by, or represent ownership of, the same asset class. In the event of default by an issuer of such investments, holders of more senior securities from the issuer are entitled to payment before Catella. Some of the investments also have structural elements, which means that payment of interest and/or principal goes to more senior securities that are backed by, or represent ownership of, the same class of asset in the event of default or when the loss exceeds predetermined levels. This could lead to interruptions in Catella's expected revenue flow from its investment portfolio. Although holders of asset-backed securities normally have the advantage of high collateral levels, control over the timing and method of the sale of such collateral in the event of default is normally transferred to holders of the most senior

outstanding securities. There are no guarantees that the income from the sale of collateral will be sufficient to fully repay Catella's investments.

Default risk is the risk that individual debtors will be unable to pay the required interest and principal at maturity. The degree of default risk is affected by changes in interest rates and a number of financial, geographical and other factors beyond Catella's control, and consequently cannot be predicted with certainty. The level and timing of a debtor's default of mortgages used as collateral for certain investments could adversely affect the revenue accrued by Catella on these investments.

## Credit ratings of financial assets

The following table states the credit ratings of the Group's financial assets

### Credit ratings of financial assets

Mkr 31 december 2024	Accounts receivable	Loan receivables and other debt instruments	Receivables from associated companies	Assets at fair value through OCI	Assets at fair value through profit or loss	Bank balances and short- term bank deposits	Total
Counterparties with external credit ratings*							
AAA							0
AA+	0					3	3
AA	0	56				5	61
AA-	0			29	281	368	678
A+	0				0	273	273
A		147				173	319
A-	0					23	23
BBB+	0					16	16
BBB	2					35	37
BBB-	0					4	4
BB+						1	1
BB-							0
B							0
CCC							0
	<b>3</b>	<b>203</b>	<b>0</b>	<b>29</b>	<b>282</b>	<b>901</b>	<b>1,417</b>
Counterparties without external credit ratings							
Company	149	24	345		24		542
Funds	80				14		94
Financial companies	48						48
Public administration	2						2
Private individuals	3						3
	<b>282</b>	<b>24</b>	<b>345</b>	<b>0</b>	<b>37</b>	<b>0</b>	<b>688</b>
<b>Total</b>	<b>285</b>	<b>226</b>	<b>345</b>	<b>29</b>	<b>319</b>	<b>901</b>	<b>2,105</b>

\* Standard & Poor's long-term credit rating has been used.

Mkr 31 december 2023	Accounts receivable	Loan receivables and other debt instruments	Receivables from associated companies	Assets at fair value through OCI	Assets at fair value through profit or loss	Bank balances and short- term bank deposits	Total
Counterparties with external credit ratings*							
AAA							0
AA+						7	7
AA						8	8
AA-	0			44	258	220	522
A+	7				0	210	217
A		98				274	372
A-	0					4	4
BBB+	0					14	14
BBB	2					49	50
BBB-						1	1
BB+							0
BB-	0					9	9
B							0
CCC							0
	<b>9</b>	<b>98</b>	<b>0</b>	<b>44</b>	<b>258</b>	<b>796</b>	<b>1,205</b>
Counterparties without external credit ratings							
Company	97	74	492		24		687
Funds	88				11		99
Financial companies	32						32
Public administration	1						1
Private individuals	19						19
	<b>237</b>	<b>74</b>	<b>492</b>	<b>0</b>	<b>35</b>	<b>0</b>	<b>838</b>
<b>Total</b>	<b>246</b>	<b>172</b>	<b>492</b>	<b>44</b>	<b>293</b>	<b>796</b>	<b>2,044</b>

\* Standard & Poor's long-term credit rating has been used.

### Geographical concentration of credit risks

The following table states the geographical concentration of credit risks.

### Geographical concentration of credit risks in financial assets

SEK M	Financial assets		Pledged assets, contingent liabilities and commitments	
	2024	2023	2024	2023
Sweden	979	878	324	1,411
Luxembourg	8	37	-	22
Germany	453	518	88	85
France	170	187	10	15
UK	87	170	-	-
Portugal	21	21	-	-
Spain	107	82	6	-
Denmark	29	39	-	-
Finland	37	39	1	1
Netherlands	29	22	0	0
Other countries	185	51	0	0
<b>Total</b>	<b>2,105</b>	<b>2,044</b>	<b>430</b>	<b>1,534</b>

### Capital risk and capital management and related risk

The objective of the Group's capital structure is to provide a healthy return to shareholders by maintaining an optimal capital structure aiming to achieve the lowest possible cost of capital, and in subsidiaries, achieving the requirement of financial stability placed

on subsidiaries. The Group's capitalisation must be risk-based and based on a judgement of the overall risk level of operations. It should also be forward-looking and consistent with long- and short- term business plans and expected macroeconomic growth. The capital is assessed with relevant key ratios, such as the ratio between net debt and equity. As of 31 December 2024, the Group had net debt of SEK 1,263 million (1,080) which in relation to Group equity amounts to 0.62 (0.53).

Three companies in the Group, Catella Real Estate AG, Catella Property Fund Investments AB and Axipt Real Estate Partners SAS, conduct operations requiring permits under the inspection of a supervisory authority. Existing regulatory frameworks and rapid regulatory changes are complex. These regulatory frameworks place stringent, and in future will place even more stringent, demands on the routines and procedures, and on the liquidity and capital reserves, of the operations under supervision. Compliance with these regulatory frameworks is a precondition for conducting operations subject to supervision. Catella continuously seeks to ensure compliance with existing regulatory frameworks and coming regulatory changes. In the event that subsidiaries were to become unable to satisfy such regulatory stipulations, this may have adverse consequences for Group profit and the value of the Group's assets.

### NOTE 4 CRITICAL ESTIMATES AND JUDGEMENTS

Estimates and judgements are continuously evaluated and based on historical experience and other factors, including expectations of future events that are considered reasonable in prevailing circumstances.

#### Key estimates and assumptions for accounting purposes

The Group makes estimates and assumptions about the future. By definition, the resulting estimates for accounting purposes will rarely match real outcomes. Estimates and assumptions that entail a significant risk of restatement of carrying amounts of assets and liabilities during the next financial year are outlined below.

#### Investments in property development projects

Catella has investments in property development projects in Germany, Denmark, France and the UK. Property development projects are recognized at the lower of cost and net realizable value. Catella continuously carries out valuations of each project to ensure that the market value equals or exceeds recognised amounts. In 2024, the European property market remained weak, with low transaction volumes, which in turn limited the ability to sell projects at acceptable prices. Given the current market conditions, this means that estimates involve a higher degree of uncertainty.

### NOTE 5 INFORMATION BY SEGMENT

#### Disclosures by operating segment

Catella conducts operations in a number of countries where local managers are responsible for the local operations. Operations are divided into three business areas or operating segments: Investment Management, Principal Investments and Corporate Finance. The operating segments are monitored and supported by Business Area Managers who report to the CEO.

The operating segments report in a manner consistent with Catella's internal reporting to the CEO, who is the chief operating decision maker of Catella. The CEO evaluates the Group's operations on the basis of these operating segments, which are also reportable segments: Investment Management, Principal Investment and Corporate Finance. Catella's chief operating decision maker mainly uses information about segment income, expenses and operating profit in the assessment of the segment's progress, but also receives monthly information about transaction volumes and volumes under management.

The Parent Company and other holding companies are presented under the category "Other". Acquisition and financing costs and Catella's brand are information in recognised in this category.

Transactions between the operating segments are limited and relate mainly to financial transactions and certain onward invoicing of expenses. Limited transactions for rendering services to external customers occur. Any transactions are conducted on an arm's length basis.

The operations of the Group's reportable segments are as follows:

### Investment Management

The operations in Investment Management are comprised of two operating segments: Property Funds offers funds with different investment strategies in terms of risk and returns, asset classes and locations, and Asset Management offers asset management services in property funds, other institutions and family offices.

### Principal Investments

In Principal Investments, Catella makes propriety property investments alongside partners and external investors. The objective of the investments is to grow assets under management within Investment Management to establish a strong base of recurring income while targeting an average return of 15–20 percent.

### Corporate Finance

Corporate Finance provides quality capital markets services to property owners and advisory services for all types of property-related transactions to various categories of property owners and investors. Operations are carried out on five markets and offer local expertise about the property markets in combination with European reach.

Information on each segment's revenues, expenses, assets, liabilities and cash flow is provided below.

### Income Statement by operating segment

SEK M	Investment Management		Principal Investments		Corporate Finance		Other		Eliminations		Group	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Net sales	1,031	1,111	781	149	401	441	47	42	-54	-46	2,206	1,697
Other operating income	18	25	64	607	5	5	30	7	-15	-2	102	642
	<b>1,048</b>	<b>1,136</b>	<b>845</b>	<b>756</b>	<b>406</b>	<b>445</b>	<b>77</b>	<b>49</b>	<b>-69</b>	<b>-49</b>	<b>2,307</b>	<b>2,339</b>
Provisions, direct assignment and production costs	-158	-171	-648	-606	-69	-101	0	0	32	4	-844	-874
Other external expenses	-219	-250	-37	-29	-99	-105	-39	-38	35	37	-358	-385
Personnel costs	-471	-477	-33	-47	-233	-250	-70	-68	6	5	-801	-838
Depreciation and amortisation	-55	-43	-1	-4	-19	-19	-9	-6	0	0	-84	-72
Other operating expenses	-13	-5	-55	-11	-3	-2	-4	-7	15	7	-61	-18
Share of profit from associated companies	5	2	-44	-12	0	0	2	4	0	0	-37	-6
<b>Operating profit/loss</b>	<b>137</b>	<b>193</b>	<b>26</b>	<b>48</b>	<b>-17</b>	<b>-33</b>	<b>-43</b>	<b>-66</b>	<b>18</b>	<b>5</b>	<b>122</b>	<b>145</b>
Interest income according to effective interest rate method	13	11	20	84	1	1	171	160	-160	-225	44	32
Interest income other							19	25			19	25
Interest expenses	-44	-35	-182	-143	-8	-13	-118	-105	143	140	-210	-156
Other financial income	24	38	11	41	4	3	228	240			267	321
Other financial expenses	-17	-34	-9	-11	-6	-4	-184	-276			-215	-325
Financial items—net	-24	-20	-161	-29	-9	-13	117	44	-17	-85	-94	-103
<b>Profit/loss before tax</b>	<b>113</b>	<b>173</b>	<b>-135</b>	<b>19</b>	<b>-26</b>	<b>-47</b>	<b>73</b>	<b>-22</b>	<b>2</b>	<b>-80</b>	<b>28</b>	<b>42</b>
Tax	-26	-63	11	2	11	8	0	2			-3	-51
<b>Net profit for the year</b>	<b>87</b>	<b>110</b>	<b>-123</b>	<b>21</b>	<b>-15</b>	<b>-39</b>	<b>73</b>	<b>-20</b>	<b>2</b>	<b>-80</b>	<b>24</b>	<b>-9</b>
<b>Of which profit/loss attributable to shareholders of the Parent Company</b>	<b>85</b>	<b>104</b>	<b>-116</b>	<b>16</b>	<b>-15</b>	<b>-40</b>	<b>73</b>	<b>-21</b>	<b>2</b>	<b>-80</b>	<b>30</b>	<b>-21</b>

## Financial position by operating segment

SEK M	Investment Management		Principal Investments		Corporate Finance		Other		Eliminations		Group	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
<b>Assets</b>												
Non-current assets												
Intangible assets	459	457	0	0	66	65	63	50			587	573
Tangible assets	27	28	1	1	4	4	2	1			32	33
Contract assets leasing agreements	70	71	2	2	57	39	49	2			177	115
Investments in group companies		-6		-5		-1				12	0	0
Investments in associated companies	29	25	73	106			3	5			105	136
Non-current receivables from associated companies			256					158			256	158
Financial assets at fair value through other comprehensive income							29	44			29	44
Financial assets at fair value through profit or loss	34	31	432	359	0	0	0	52			466	443
Deferred tax assets	8	1	17	4	24	9					48	15
Non-current receivables from group companies	17	15			5	6	745	708	-767	-729	0	0
Other non-current receivables	10	13	30	28	5	5	12	12			57	58
	<b>652</b>	<b>636</b>	<b>811</b>	<b>496</b>	<b>160</b>	<b>127</b>	<b>903</b>	<b>1,043</b>	<b>-767</b>	<b>-729</b>	<b>1,759</b>	<b>1,573</b>
<b>Current assets</b>												
Development and project properties			2,311	2,269					-115	-126	2,196	2,143
Contract assets			0	34							0	34
Accounts receivable	147	137	20	9	120	103	-2	-3			285	246
Receivables from group companies	190	156	11	43	72	80	1,375	1,206	-1,646	-1,485	0	0
Receivables from associated companies	0		92	1			-4	333			89	334
Tax assets	9	6	3		3	2		0			14	8
Other receivables	49	150	77	63	24	16	4	7			153	235
Prepaid expenses and accrued income	42	27	11	9	11	9	9	6			73	51
Financial assets at fair value through profit or loss							80	22			80	22
Cash and cash equivalents	437	485	77	125	60	75	327	112			901	796
	<b>872</b>	<b>960</b>	<b>2,601</b>	<b>2,553</b>	<b>290</b>	<b>286</b>	<b>1,788</b>	<b>1,683</b>	<b>-1,761</b>	<b>-1,611</b>	<b>3,791</b>	<b>3,871</b>
<b>Total assets</b>	<b>1,524</b>	<b>1,597</b>	<b>3,412</b>	<b>3,049</b>	<b>450</b>	<b>413</b>	<b>2,691</b>	<b>2,726</b>	<b>-2,528</b>	<b>-2,340</b>	<b>5,549</b>	<b>5,444</b>



SEK M	Investment Management		Principal Investments		Corporate Finance		Other		Eliminations		Group	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
<b>EQUITY AND LIABILITIES</b>												
Equity attributable to shareholders of the Parent Company	302	389	312	341	-96	17	1 593	1 366	-114	-126	1 997	1 988
Non-controlling interests	42	33	0	9	10	8	-10	0	0		42	50
<b>Total equity</b>	<b>344</b>	<b>422</b>	<b>312</b>	<b>350</b>	<b>-86</b>	<b>25</b>	<b>1 583</b>	<b>1 366</b>	<b>-115</b>	<b>-126</b>	<b>2 039</b>	<b>2 038</b>
<b>Liabilities</b>												
<b>Non-current liabilities</b>												
Borrowings from credit institutions	1	2	1 194	1 145	14	23					1 209	1 171
Bond issue							1 288	1 247			1 288	1 247
Contract liabilities leasing agreements	48	53	1	1	40	23	46	2			134	79
Non-current liabilities to group companies	648	627	119	104					-767	-731	0	0
Other non-current liabilities	139	134	17	15	0	0					156	148
Deferred tax liabilities	9	14		0			10	10			20	24
	<b>846</b>	<b>829</b>	<b>1 330</b>	<b>1 265</b>	<b>54</b>	<b>47</b>	<b>1 344</b>	<b>1 259</b>	<b>-767</b>	<b>-731</b>	<b>2 807</b>	<b>2 669</b>
<b>Current liabilities</b>												
Borrowings from credit institutions	1	1	51		1	2					52	3
Contract liabilities leasing agreements	26	23	1	1	20	17	5	1			52	42
Contract liabilities			0	14							0	14
Accounts payable	23	22	8	87	31	27	20	5			83	140
Liabilities to group companies	9	11	1 667	1 284	286	146	-315	45	-1 646	-1 485	0	0
Liabilities to associated companies			1								1	0
Current tax liabilities	7	21			3	0					11	21
Other liabilities	52	52	22	20	39	29	17	18	0	2	131	122
Accrued expenses and deferred income	216	217	20	27	103	119	36	31			375	394
	<b>334</b>	<b>346</b>	<b>1 770</b>	<b>1 433</b>	<b>482</b>	<b>341</b>	<b>-237</b>	<b>101</b>	<b>-1 646</b>	<b>-1 483</b>	<b>704</b>	<b>737</b>
<b>Total liabilities</b>	<b>1 180</b>	<b>1 175</b>	<b>3 100</b>	<b>2 698</b>	<b>536</b>	<b>388</b>	<b>1 107</b>	<b>1 360</b>	<b>-2 413</b>	<b>-2 214</b>	<b>3 511</b>	<b>3 406</b>
<b>Total equity and liabilities</b>	<b>1 524</b>	<b>1 597</b>	<b>3 412</b>	<b>3 049</b>	<b>450</b>	<b>413</b>	<b>2 690</b>	<b>2 726</b>	<b>-2 528</b>	<b>-2 340</b>	<b>5 549</b>	<b>5 444</b>

## Cash flow by operating segment

SEK M	Investment Management		Principal Investments		Corporate Finance		Other		Group	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Profit/loss before tax	111	173	-131	-61	-26	-47	73	-22	28	42
Wind down expenses							-1	-5	-1	-5
Other financial items	-7	1	-2	0	2	2	-42	38	-49	41
Depreciation and amortisation	55	43	1	4	19	19	9	6	84	72
Profit/loss from participations in associated companies	-5	-2	44	12			-2	-4	37	6
Paid income tax	-54	-63	-3	4	-4	-29	-1	-1	-62	-89
Investments in property projects			-900	-803					-900	-803
Divestment of property projects			992	778					992	778
Change in operating capital employed	87	-64	-401	-98	-22	-35	323	25	-13	-173
<b>Cash flow from operating activities</b>	<b>187</b>	<b>88</b>	<b>-399</b>	<b>-165</b>	<b>-31</b>	<b>-90</b>	<b>358</b>	<b>37</b>	<b>116</b>	<b>-130</b>
Cash flow from tangible and intangible non-current assets	-6	-23	0	0	-1	-3	-18	0	-25	-26
Acquisition of subsidiaries, net of cash and cash equivalents		-154				-5			0	-159
Sale of subsidiaries, net of cash disposed		2		0					0	2
Divestment of associated companies	2	1					4	1	6	2
Cash flow from other financial assets	0	-8			0		46	-127	46	-135
<b>Cash flow from investing activities</b>	<b>-4</b>	<b>-182</b>	<b>0</b>	<b>0</b>	<b>-1</b>	<b>-8</b>	<b>32</b>	<b>-126</b>	<b>27</b>	<b>-315</b>
Payment from issued warrants							5		5	0
Re-purchase of share warrants			-3				-3	0	-5	0
Net borrowings, amortisation of loans	-1	1	56	-321	-11	-11	37		82	-331
Amortisation of leasing debt	-26	-21	-1	-1	-19	-21	-6	-1	-52	-43
New share issue, dividends, contributions from, and payments to, non-controlling interests	-8	-10		-21	-5	-34	-80	-114	-93	-180
<b>Cash flow from financing activities</b>	<b>-35</b>	<b>-30</b>	<b>53</b>	<b>-342</b>	<b>-35</b>	<b>-66</b>	<b>-46</b>	<b>-115</b>	<b>-64</b>	<b>-554</b>
<b>Cash flow for the year</b>	<b>148</b>	<b>-124</b>	<b>-347</b>	<b>-507</b>	<b>-68</b>	<b>-164</b>	<b>344</b>	<b>-204</b>	<b>80</b>	<b>-998</b>

## Disclosures by geographical market

SEK M	Total sales to external customers*		Total assets		Non-current assets**	
	2024	2023	2024	2023	2024	2023
Sweden	51	44	1,173	1,087	268	202
Germany	794	924	633	709	92	133
France	883	338	658	765	180	163
UK	102	118	736	701	236	231
Spain	121	30	137	136	20	21
Denmark	124	115	1,984	1,790	29	29
Finland	59	61	63	66	23	25
Other countries	72	67	166	188	55	52
<b>Total</b>	<b>2,206</b>	<b>1,697</b>	<b>5,549</b>	<b>5,444</b>	<b>902</b>	<b>856</b>

\* Based on the location of sales outlets and essentially corresponding to customers' geographical location.

\*\* Intangible assets, tangible fixed assets, contract assets (leases) and investments in associated companies.

## NOTE 6 NET SALES

SEK M	2024	2023
Investment Management	1,031	1,111
Property Funds	849	923
Asset Management	280	274
Eliminations within the business area	-98	-85
Principal Investments	781	149
Corporate Finance	401	441
Other net sales	-7	-4
	<b>2,206</b>	<b>1,697</b>

Investment Management has income streams that are reported over time as well as on a specific reporting date. Management fees, corresponding to a fixed contractual percentage based on the volume of underlying assets under management are recognised at the same pace as earnings over time. In addition, various

performance-based revenues such as disposal fees, acquisition fees and performance fees are received and recognised when all the criteria have been satisfied at a specific point in time.

A majority of the Corporate Finance operations' revenue is recognised at a specific point in time as the contractual performance obligation has been met, which normally occurs at the time of completion of a transaction.

From 2024 onwards, the assessment is that income from divested and profit-recognized property projects in Principal Investments is included in Catella's core operations, given the business area's progress where this income is recognized as net sales. These were previously recognized as Other operating income. Comparative figures from earlier periods have not been adjusted in a corresponding manner, for more information see Note 7.

Principal Investments' net sales also include rental income from tenants in the property development projects, which is recognised on a rolling basis over time.

## NOTE 7 OTHER OPERATING INCOME/EXPENSE

## Other operating income

SEK M	2024	2023
Rental income	2	-
Capital gain on property development project	2	294
Revenue recognized property development projects	-	308
Fair value gains on financial assets at fair value through profit or loss	61	9
Recharged costs	8	16
Capital gain from divestment of associated companies	18	-
Other operating income	12	15
	<b>102</b>	<b>642</b>

From 2024 onwards, the assessment is that income from divested and profit-recognized property projects in Principal Investments is included in Catella's core operations, given the business area's progress where this income is recognized as net sales. These were previously recognized as Other operating income. Comparative figures from earlier periods have not been adjusted in a corresponding manner, for more information see Note 6.

Fair value gains on financial assets measured at fair value through profit or loss primarily relate to debt instruments secured by the Mander Centre retail property and the unlisted equity holding in Pamica; see Note 22 for further details.

The capital gain from the divestment of associated companies relates to the partial divestment of the holding in CatWave AB.

## Other operating expenses

SEK M	2024	2023
Impairment of development and project properties	-36	-
Impairment of accounts receivable	-6	-8
Impairment of other receivable	-6	-
Recovered bad debt losses	0	2
Fair value loss on financial assets at fair value through profit or loss	-2	-4
Other operating expenses	-11	-8
	<b>-61</b>	<b>-18</b>

## NOTE 8 AUDIT FEES

SEK M	2024	2023
<b>KPMG</b>		
Audit assignment *	7	7
Audit activities other than audit assignment	0	1
Tax advisory	0	0
Other services	0	1
	<b>7</b>	<b>9</b>
<b>Other audit firms</b>		
Audit assignment	4	4
Audit activities other than audit assignment	0	0
Tax advisory	1	0
Other services	1	1
	<b>6</b>	<b>5</b>
<b>Total remuneration to auditors</b>	<b>13</b>	<b>14</b>

\* Audit assignment means fees for the statutory audit, i.e. work necessary to present the Audit Report, and audit-related advisory services rendered coincident with the audit assignment.

**NOTE 9 DEPRECIATION AND AMORTISATION**

SEK M	2024	2023
Depreciation of tangible assets, note 19	10	12
Amortisation of non-acquisition-related intangible assets, note 17	10	9
Amortisation of acquisition-related intangible assets, note 17	20	15
Depreciation of contract assets, note 18	43	36
	<b>84</b>	<b>72</b>

Depreciation and amortization for the year of non-acquisition-related intangible assets primarily relate to IT systems for the service area Property Funds and to Catella AB's expenses for a completed AI project.

Depreciation and amortisation for the year on acquisition-related intangible assets are attributable to customer contracts identified in connection with the acquisitions of Catella APAM and Catella Poland and Catella Aquila.

Straight line depreciation is utilised for all types of assets as follows:

- **Leasehold improvements**  
20 percent per annum or over the term of the lease
- **Computers and peripherals**  
25-33 percent per annum
- **Other office machines and office equipment**  
20 percent per annum
- **contract portfolios**  
14–25 percent per annum
- **software licenses**  
25–33 percent per annum

**NOTE 10 EMPLOYEES****Employee benefits**

SEK M	2024	2023
Salaries and other compensation	644	659
Social security expenses	101	103
Pension costs defined contribution pension plans	44	44
	<b>789</b>	<b>806</b>

**Salaries and other benefits**

SEK M	2024	2023
Boards of Directors and Presidents *	182	170
Other employees *	462	489
	<b>644</b>	<b>659</b>
* of which variable remuneration to senior management	60	60

The Group's pension plans are defined-contribution, which means that the Group pays fixed contributions to a separate legal entity on a mandatory, contractual or voluntary basis. The Group has no other additional payment obligations once the payments have been made.

Besides the aforementioned compensation, which was an expense for Catella in 2024, earnings attributable to partners in subsidiaries in which they work are recognised as a personnel expense in accordance with applicable accounting principles. This cost amounts to SEK 4 million (6).

**Average no. of employees (full-time equivalents)**

Average	2024		2023	
	Total	of which women	Total	of which women
Sweden—parent company	20	10	23	12
Sweden—subsidiaries	30	9	34	11
Germany	168	71	184	79
France	89	38	81	37
UK	58	30	63	31
Finland	37	11	39	13
Spain	31	10	32	12
Denmark	16	5	15	4
Netherlands	20	4	22	4
Poland	22	10	21	10
Ireland	3	-	3	-
<b>Total</b>	<b>495</b>	<b>199</b>	<b>517</b>	<b>213</b>

As of 31 December 2024, the number of Board members and Presidents totalled 183 (201), of whom 42 (49) were women. In several cases, these individuals are one and the same person, since one individual may hold multiple directorships.

**NOTE 11 REMUNERATION TO THE BOARD OF DIRECTORS AND SENIOR EXECUTIVES****Principles**

Directors' fees are paid to the Chairman of the Board and Board members in accordance with the resolution of the Annual General Meeting. Guidelines for remuneration to senior executives are established every four years at a minimum; the following were adopted by the Annual General Meeting in 2022:

These guidelines regard remuneration to the Chief Executive Officer and other members of Group management at any given time, and to Board members with regard to remuneration in addition to the Directors' fees authorised by the Annual General Meeting. In addition to the CEO, Group management currently comprises the CFO, also Head of Investor Relations, the Head of Group HR and the Head of Group Legal. The guidelines are to be applied to agreed remuneration, as well as to changes made to already agreed remuneration after the guidelines were adopted by the Annual General Meeting 2022. The guidelines do not cover remuneration adopted by the Annual General Meeting.

**Forms of remuneration and securing the company's business strategy, long-term interests and sustainability**

The company's operations are dependent on being able to recruit and retain qualified employees. Total remuneration shall be on market terms and competitive, which is a prerequisite for the successful implementation of the company's business strategy and protecting its long-term interests, including sustainability. Furthermore, remuneration shall be in relation to responsibilities and authority.

Remuneration to the Chief Executive Officer and other members of Group management consists of basic salary, variable salary, pension and other benefits.

Variable remuneration is based on financial or non-financial results achieved in relation to individually defined qualitative and quantitative targets that consider the company's business strategy, long-term goals and sustainability work.

The fulfilment of criteria for payment of variable cash remuneration shall be measured over a one-year period. The variable remuneration may amount to maximum of 100 percent of fixed annual basic salary. Additional variable cash remuneration may be payable in extraordinary circumstances, provided such extraordinary arrangements are limited in time and relate to individuals with the purpose of recruiting or retaining senior executives, or as remuneration for extraordinary work carried out additional to regular assignments. Such extraordinary remuneration awarded in addition to the remuneration mentioned above may not exceed an amount corresponding to 100 percent of fixed annual basic salary and may not be paid more than once per year per individual. Decisions relating to such remuneration shall be made by the Board following preparation by the Remuneration Committee.

Pension benefits, including healthcare insurance, shall be defined-contribution. Variable cash remuneration shall not be pensionable. Pension premiums for defined-contribution pension shall amount to a maximum of 30 percent of fixed annual basic salary.

Other benefits may include life insurance, health care insurance and company car. Such benefits may amount to a maximum of 10 percent of fixed annual basic salary.

The company has share-based incentive schemes. Any further share-based incentive schemes introduced in the future are subject to resolution by the Annual General Meeting and are thus not encompassed by these guidelines.

### **Termination of employment**

Upon notice of termination of employment by the company, the notice period shall be a maximum of 12 months, and on notice of termination by the employee a maximum of 6 months. Severance pay and redundancy payments may not exceed 100 percent of fixed annual basic salary in total.

In addition, remuneration for non-compete undertakings may be payable. Such remuneration shall compensate any potential income shortfall and shall only be payable in cases where the former employee is not entitled to receive severance pay. Remuneration shall be based on fixed basic salary at the time of termination of employment and subject to a maximum of 60 percent of monthly income at the time of termination of employment and be payable during the period the non-compete undertaking applies, which shall be subject to a maximum of 9 months after termination of employment.

The company is not contractually entitled to recover variable remuneration. According to statute or agreement, and considering any ensuing limitations thereof, the Board is entitled to wholly or partly recover variable remuneration paid on incorrect grounds.

### **Decision-making process for determining, reviewing and implementing the guidelines**

The process for preparing, reviewing and implementing the remuneration guidelines is handled by a dedicated Remuneration Committee. After preparation by the Remuneration Committee, the Board shall prepare proposed new guidelines at least every four years and present the proposal for resolution at the AGM. The guidelines shall apply until such time that new guidelines are adopted by the AGM. The remuneration committee has an advisory (follow-up and evaluation) and a preparatory function for decision-making ahead of review and resolution by the Board of Directors. In addition to the

Chairman of the Board, who is also Chairman of the Committee, other members elected by the AGM are independent in relation to the company and management. The Remuneration Committee holds a minimum of two regular meetings per year, in good time before regular Board meetings, to address remuneration matters. All members of the Remuneration Committee, the CEO and HR Manager shall, if possible, participate in the Remuneration Committee's meetings (however subject to provisions relating to conflicts of interest under the Companies Act). Any other individual presenting a matter to the Remuneration Committee shall participate in the Remuneration Committee's meetings to the extent the Remuneration Committee considers it appropriate. Individuals affected by the decisions do not attend meetings of the Remuneration Committee or the Board during the period of preparation and decisions regarding the matter.

### **Salary and employment terms for employees**

Each year, the Remuneration Committee completes an analysis to see how the total salary structure and employment terms compare to remuneration to the CEO and senior executives. This forms the basis for decisions when evaluating the reasonableness of these guidelines.

### **Departing from the guidelines**

The Board may depart from these guidelines, fully or in part, only if, in individual cases, there are special reasons for doing so and a departure is necessary for securing the company's long-term interests, including its sustainability, or for securing the company's financial viability.

### **Information regarding decided remuneration not due for payment**

The Board shall include information regarding previously decided remuneration not yet due for payment

to the proposed guidelines for remuneration presented to the AGM.

### **Board of Directors and senior executives**

For a presentation of the Board of Directors and Group Management, see the section on the Board of Directors, Auditors and Group Management.

The Annual General Meeting in May 2024 re-elected Board members Tobias Alsborger, Johan Damne, Anneli Jansson, Samir Kamal and Sofia Watt. Pernilla Claesson was elected new Board member. Sofia Watt was elected new Chair of the Board.

In 2024, Group Management comprised Christoffer Abramson, President and CEO until September 10, when Daniel Gorosch was appointed Interim President and CEO, and Michel Fischier, CFO and Head of Investor Relations, Johanna Björnemyr, CLO and Mathias de Maré, CHRO.

Board fees approved by the AGM on 22 May 2024 totalled SEK 635,000 (615,000) to the Chairman of the Board and SEK 390,000 (380,000) each to other Board members. In addition, the following remuneration was payable: SEK 145,000 (140,000) to the Chairman of the Audit Committee, SEK 112,000 (108,000) each to two other Committee members, SEK 55,000 (43,000) to the Chairman of the Remuneration Committee and SEK 40,000 (33,000) to the Committee member.

### **Variable remuneration to senior executives and other employment terms in 2024**

The Chief Executive Officer and other senior executives are entitled to receive performance-based bonuses. Entitlement to bonus payments and the calculation basis for bonuses are determined and reassessed annually by the Board. Bonuses may be paid in a maximum amount corresponding to 12 months' salary (12) for the CEO and 6 months' salary (6) for other senior executives. The Company's cost

for variable salary to Group management for 2024 amounted to SEK 6.1 million (3.8) including social security expenses. The maximum outcome would have cost the company SEK 9.5 million (9.2) including social security expenses.

Christoffer Abramson stepped down as Catella's President and CEO on 10 September 2024. The severance payment, which impacts the year's profit, amounted to SEK 5.0 million excluding social security expenses, equivalent to 100 percent of fixed annual salary.

In addition to statutory pension and insurance benefits, the company should provision an amount corresponding to up to 30 percent of the basic salary of senior executives for the occupational pension

solution designated by the employee each year. Senior managers are entitled to 30 days of holiday per year.

#### Share-based incentive scheme

See Note 12, Share-based payment.

### Remuneration and other benefits in 2024

SEK K	Basic salary/ Directors' fee	Variable compensation	Other benefits	Pension cost	Other compensation	Total
Chairman of the Board						
Sofia Watt	468					468
Johan Claesson	274					274
Other Board members						
Johan Damne	496					496
Tobias Alsborger	529					529
Anneli Jansson	386					386
Samir Kamal	423					423
Sofia Watt	203					203
Pernilla Claesson	228					228
<b>Total compensation to board members</b>	<b>3,007</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,007</b>
Chief Executive Officer						
Daniel Gorosch*	1,481	980	3	533		2,997
Christoffer Abramson**	3,186	1,809	16	1,148		6,159
Other senior executives***	5,461	1,822	61	1,991		9,335
<b>Total compensation to CEO and other members of Group management</b>	<b>10,128</b>	<b>4,611</b>	<b>80</b>	<b>3,672</b>	<b>-</b>	<b>18,491</b>

\* Refers to the period from 10 September to 31 December 2024

\*\* Refers to the period from 1 January to 10 September 2024

\*\*\* Other senior executives are Michel Fischier (CFO), Johanna Bjärnemyr (CLO) and Mathias de Maré (CHRO).

### Remuneration and other benefits in 2023

SEK K	Basic salary/ Directors' fee	Variable compensation	Other benefits	Pension cost	Other compensation	Total
Chairman of the Board						
Johan Claesson	695					695
Other Board members						
Jan Roxendal	210					210
Johan Damne	439					439
Joachim Gahm	168					168
Tobias Alsborger	501					501
Anneli Jansson	376					376
Samir Kamal	241					241
Sofia Watt	284					284
<b>Total compensation to board members</b>	<b>2,914</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,914</b>
Chief Executive Officer						
Christoffer Abramson	4,409	1,739	19	1,656		7,823
Other senior executives*	7,965	1,168	57	1,997		11,187
<b>Total compensation to CEO and other members of Group management</b>	<b>12,374</b>	<b>2,907</b>	<b>76</b>	<b>3,653</b>	<b>-</b>	<b>19,010</b>

\* Other senior executives refer to Mattias Brodin as CFO from 1 January–24 February, Michel Fischier as Head of IR and Communications from 1 January–24 February and subsequently as CFO and Head of IR, Johanna Bjärnemyr (CLO), and Mathias de Maré (CHRO).

## Shareholdings and other holdings

The Board of Directors' and Group Management's share and warrant holdings in Catella AB were as follows as of 31 December 2024 and 2023 respectively\*:

No. / SEK	Class A shares		Class B shares		Options		Bonds, SEK	
	2024	2023	2024	2023	2024	2023	2024	2023
<b>Board of Directors</b>								
Sofia Watt, Chairman of the Board	-	-	10,000	-	-	-	-	-
Johan Claesson, Chairman of the Board *	-	1,100,910	-	42,563,839	-	-	-	-
Johan Damne, Board member	-	-	150,000	150,000	-	-	-	-
Tobias Alsborger, Board member	-	-	60,000	60,000	-	-	-	-
Anneli Jansson, Board member	-	-	10,000	10,000	-	-	-	-
Samir Kamal, Board member	-	-	20,000	-	-	-	-	-
Pernilla Claesson, Board member	102,415	-	540,299	-	-	-	-	-
<b>Management</b>								
Christoffer Abramson, President and CEO *	-	-	-	40,000	-	2,000,000	-	-
Daniel Gorosch, Interim President and CEO	-	-	-	-	22,500	-	-	-
Johanna Bjärnemyr, Head of Group Legal	-	-	2,500	2,500	100,000	150,000	-	-
Michel Fischier, Chief Financial Officer	-	-	40,000	17,500	150,000	150,000	-	-
Mathias de Maré, Head of Group HR	-	-	5,000	5,000	46,000	150,000	-	-
<b>Total holdings</b>	<b>102,415</b>	<b>1,100,910</b>	<b>837,799</b>	<b>42,848,839</b>	<b>318,500</b>	<b>2,450,000</b>	<b>0</b>	<b>0</b>

\* The individual was no longer Chairman of the Board or President and CEO at year-end 2024

## NOTE 12 SHARE-RELATED INCENTIVES

The Extraordinary General Meeting on 20 March 2024 resolved that the company repurchase warrants program still held by individuals in employment of the Catella group, through conditional buyback of warrants series 2020/2024:A and 2020/2025:B at market value. The repurchase offer was conditional on a minimum of 50 percent of the consideration being reinvested in series 2024/2027 or series 2024/2028 under the new long-term incentive program, as resolved by the EGM on the same day.

In 2024, 2,475,000 warrants from the older incentive program were repurchased for a total consideration of SEK 2,660,350. The repurchased warrants have, alongside warrants held in treasury, been voided. Furthermore, 175,000 warrants in the same program expired. As of 31 December 2024, there were 150,000 outstanding warrants under the older program which can be used to subscribe for the equivalent number of Class B shares in June 2025. The exercise price is SEK 35.20 per share.

Furthermore, in 2024, an Extra General Meeting of Catella AB decided to establish a new long-term incentive program of total 4,700,000 warrants, split over five different series. Series 2024/2027 and 2024/2028 was issued in March when 1,526,670 warrants were transferred to Group management and other key executives in the Group for a total purchase price of SEK 4,963,441. Other series will be launched over the next three years.

The warrants were transferred to participants on market terms at a price determined by an external valuer on the basis of the Black & Scholes valuation model. Later on in the year, Catella repurchased 814,920 warrants from the company's former CEO and another individual for a total purchase consideration of SEK 2,760,186 in connection with termination of employment with Catella. As of 31 December 2024,

there were 711,750 outstanding warrants under the new program, which can be used to subscribe for the equivalent number of Class B shares in September 2027 and September 2028. The exercise price is SEK 36.30 per share.

### Change in the number of outstanding warrants:

No.	2024	2023
Opening balance as of 1 January	2,800,000	2,850,000
Issued	1,526,670	-
Re-purchase	-3,289,920	-50,000
Exercise of options to subscribe for new shares	-	-
Expiry of unutilised warrants	-175,000	-
<b>As of 31 December</b>	<b>861,750</b>	<b>2,800,000</b>

### Utgivna teckningsoptioner per balansdagen:

#### Emission 2020

Series	Share of total number of warrants issued, %	Total no. of warrants issued	of which held by Catella
2020/2025:B	8.3%	175,000	25,000
2024/2027	33.9%	712,500	461,750
2024/2028	57.7%	1,212,500	751,500
<b>Total</b>	<b>100%</b>	<b>2,100,000</b>	<b>1,238,250</b>

Upon full subscription and utilisation of all 2,100,000 issued warrants, the company's share capital may increase by a maximum of SEK 4,200,000, provided no remeasurement occurs under the terms of the warrants. This corresponds to dilution of some 2.4 percent of existing equity.

**NOTE 13 FINANCIAL ITEMS**

SEK M	2024	2023
<b>Interest income according to effective interest rate method</b>		
Interest income on bank balances	23	23
Interest income on loan receivables	19	7
Other interest income	3	2
	<b>44</b>	<b>32</b>
<b>Interest income other</b>		
Interest income on financial assets at fair value through profit or loss	19	25
	<b>19</b>	<b>25</b>
<b>Interest expenses</b>		
Interest expenses to credit institutions	-69	-41
Interest expenses on bond loan	-116	-104
Interest expenses on leasing liabilities	-11	-8
Other interest expenses	-14	-2
	<b>-210</b>	<b>-156</b>
<b>Other financial income</b>		
Capital gains on group companies	0	37
Dividend income on financial assets at fair value through profit or loss	1	0
Fair value gains on financial assets at fair value through profit or loss	5	0
Exchange rate gains	261	284
	<b>267</b>	<b>321</b>
<b>Other financial expenses</b>		
Fair value loss on financial assets at fair value through profit or loss	0	-14
Issue and loan guarantee expenses	-7	-3
Exchange rate losses	-208	-308
	<b>-215</b>	<b>-325</b>

**NOTE 14 TAX**

SEK M	2024	2023
<b>Current tax:</b>		
Current tax on profit/loss for the year	-41	-62
Adjustments relating to previous years	0	1
<b>Total current tax</b>	<b>-41</b>	<b>-61</b>
<b>Deferred tax:</b>		
Origination and reversal of temporary differences	38	10
<b>Total deferred tax</b>	<b>38</b>	<b>10</b>
<b>Income tax</b>	<b>-3</b>	<b>-51</b>

Income tax on the Group's profit differs from the theoretical amount that would have resulted from the use of a weighted average tax rate in the consolidated companies, as follows:

SEK M	2024	2023
Profit/loss before tax	28	42
Income tax calculated at domestic tax rates applicable to profit in the respective countries	-6	-22
Tax effects of:		
Utilized loss carry forwards, previously not recognized	83	20
Tax losses for which no deferred tax asset was recognised	-46	-57
Effect from temporary differences with non-recognized deferred tax asset	0	1
Non-deductible interest expenses	-20	0
Non-taxable capital gains	1	23
Other non-deductible/non-taxable items	-1	-4
Wealth tax	0	-2
Share of profit from associated companies	-14	-11
Adjustments relating to previous years	0	1
<b>Tax expense</b>	<b>-3</b>	<b>-51</b>

**Deferred tax assets and tax liabilities are allocated as follows:**

SEK M	2024	2023
<b>Deferred tax assets</b>		
Estimated to be utilised after more than 12 months	48	15
estimated to be utilised within 12 months	0	0
	<b>48</b>	<b>15</b>
<b>Deferred tax liabilities</b>		
to be paid after 12 months	15	20
to be paid within 12 months	4	5
	<b>20</b>	<b>24</b>
<b>Deferred tax assets/liabilities (net)</b>	<b>29</b>	<b>-10</b>

SEK M	2024 31 Dec	2023 31 Dec
<b>Deferred tax assets</b>		
Future deductible expenses	0	2
Tax deficit	48	13
<b>Total</b>	<b>48</b>	<b>15</b>
<b>Deferred tax liabilities</b>		
Fair value gains	0	1
Intangible assets	19	23
<b>Total</b>	<b>20</b>	<b>24</b>

SEK M	2024 31 Dec	2023 31 Dec
<b>Deferred tax assets</b>		
Opening balance	15	7
Change in temporary differences	-1	0
New tax loss carryforwards	34	-1
Changed assessment of previously activated loss carry forwards	0	9
Exchange rate differences	1	0
<b>Closing balance</b>	<b>48</b>	<b>15</b>

SEK M	2024 31 Dec	2023 31 Dec
<b>Deferred tax liabilities</b>		
Opening balance	24	17
Change in temporary differences	0	9
Amortisation of acquisition values	-4	-2
Exchange rate differences	1	1
<b>Closing balance</b>	<b>20</b>	<b>24</b>

According to IAS 12, "Income Taxes", deferred tax assets relating to tax loss carry-forwards are recognised to the extent it is probable that future taxable profits will be available. According to this standard, Catella recognises a deferred tax asset of SEK 48 million (15) attributable to the tax loss carry-forwards which is based on a judgement of the Group's future utilisation of tax loss carry-forwards in the legal entities holding the loss carry-forwards. The tax income that arises on first-time reporting of new or already existing saved deficits as deferred tax assets has no impact on the Group's liquidity. The Group has total loss carry-forwards amounting to SEK 1,261 million (1,370). Loss carry-forwards for which no deferred tax asset is recognised in the Consolidated Balance Sheet amount to SEK 1,107 million (1,313).

The loss carry-forwards reported in the Consolidated Balance Sheet relate to a forecast period of five years.

Tax relating to components in other comprehensive income amounts to SEK 0 million (0) for the financial year 2024. The accumulated tax effect in other comprehensive income amounts to SEK 0 million (0).



**NOTE 15 EARNINGS PER SHARE****(a) Before dilution**

Earnings per share before dilution is calculated by dividing the profit attributable to the Parent Company's shareholders by a weighted average number of outstanding ordinary shares in the period.

	2024	2023
Net profit for the year, SEK M	24	-9
Profit/loss attributable to Parent Company shareholders and on which earnings per share before dilution is calculated, SEK M	30	-21
Weighted average number of ordinary shares	88,348,572	88,348,572
Earnings per share, SEK	0.34	-0.24

**(b) after dilution**

For the calculation of earnings per share after dilution, the weighted average number of ordinary shares outstanding is adjusted for the dilution effect of all potential ordinary shares. The Parent Company has issued warrants that could result in ordinary shares. For warrants, a calculation is performed of the number of shares that could have been purchased at fair value (calculated as the average market price of the Parent Company's shares for the year) for an amount corresponding to the exercise price of the subscription rights linked to the outstanding warrants. The total number of shares calculated as described below is compared with the number of shares that would have been issued under the assumption that the warrants were exercised.

As the exercise price of the outstanding warrants exceeded the fair value of the Class B share during 2024, the dilution effect was consequently zero

percent. In 2023, the dilution effect was also zero percent due to negative results, which are not considered in the mathematical calculation of earnings per share after dilution.

	2024	2023
Net profit for the year, SEK M	24	-9
Profit/loss attributable to Parent Company shareholders and on which earnings per share after dilution is calculated, SEK M	30	-21
Weighted average number of ordinary shares	88,348,572	88,348,572
Adjustments for:		
assumed conversion of share warrants	0	2,213,636
Weighted average number of ordinary shares for computation of earnings per share after dilution	88,348,572	90,562,208
Earnings per share, SEK	0.34	-0.24

**NOTE 16 DIVIDEND**

The Board of Directors is proposing a dividend of SEK 0.90 per share which corresponds to a total of SEK 79.5 million based on the number of shares outstanding, 88 348 572, on December 31, 2024. Proposed payment of dividends on 27 May 2025.

A dividend of SEK 0.90 per share was paid for the financial year 2023.

**NOTE 17 INTANGIBLE ASSETS**

SEK M	Goodwill	Trademark	Contractual customer relations	Software licenses and IT systems	Total
<i>As of January 2023</i>					
<b>Carrying amount</b>	<b>347</b>	<b>50</b>	<b>37</b>	<b>18</b>	<b>452</b>
<b>Financial year 2023</b>					
Acquired during the year				9	9
Cost in acquired companies	98		37		135
Disposals	0		0	0	0
Depreciation and amortisation			-15	-6	-21
Exchange rate differences	-1		-2	0	-3
<b>Closing balance</b>	<b>444</b>	<b>50</b>	<b>58</b>	<b>21</b>	<b>573</b>
<i>At 31 December 2023</i>					
Cost	514	50	167	140	871
Accumulated depreciation			-105	-68	-173
Accumulated impairment	-70	0	-3	-51	-125
<b>Carrying amount</b>	<b>444</b>	<b>50</b>	<b>58</b>	<b>21</b>	<b>573</b>
<b>Financial year 2024</b>					
Acquired during the year				17	17
Disposals	0		0	0	0
Depreciation and amortisation			-20	-7	-27
Impairment of goodwill and other intangible assets				-4	-4
Exchange rate differences	24		3	1	27
<b>Closing balance</b>	<b>468</b>	<b>50</b>	<b>41</b>	<b>28</b>	<b>587</b>
<i>At 31 December 2024</i>					
Cost	470	50	174	85	779
Accumulated depreciation			-134	-53	-187
Accumulated impairment	-2	0		-4	-5
<b>Carrying amount</b>	<b>468</b>	<b>50</b>	<b>41</b>	<b>28</b>	<b>587</b>

Recognized goodwill at the end of 2024 was attributable to acquisition of the Catella Group in 2010 (SEK 121 million), Catella APAM in 2018 (SEK 211 million), Catella Poland in 2022 (SEK 42 million), as well as the acquisition of Catella Aquila (SEK 94 million) in 2023. The Catella brand was valued at SEK 50 million on acquisition of the

Catella Group. The carrying amount of contractual customer relationships as of the end of 2024 was attributable to Catella APAM (SEK 13 million), Catella Poland (SEK 1 million) and Catella Aquila (SEK 27 million). The closing carrying amount for software licenses and IT systems was SEK 28 million, of which no part was acquisition-related assets. All intangible assets were externally acquired.

### Impairment testing of goodwill and other assets with indefinite useful lives

In business combinations, goodwill and other surplus values are allocated to the cash-generating units that are expected to receive future economic benefits, for example in the form of synergies, as a result of the acquired operations. When separate cash-generating units cannot be identified, goodwill and other surplus values are allocated to the lowest level at which the operation is controlled and monitored internally.

Assets with indefinite useful lives are tested annually for impairment. Catella's principle is to conduct impairment tests on assets with indefinite lives in the fourth quarter each year, based on recognized amounts as of 30 September. Catella's assets with indefinite useful lives consist of goodwill and brands. The impairment test for these assets was carried out by operating segment: Investment Management and Corporate Finance. This is consistent with the level at which goodwill and other acquisition-related intangible assets are monitored internally and for reporting to management and the Board of Directors. No impairment testing took place for the Principal Investments business area in 2024 as the segment does not have assets with an indefinite useful life. For this business

area valuations are continuously carried out for each respective project to ensure that the market value equals or exceeds book value.

Central management and shareholder-related expenses have been allocated to the relevant operating segment on the basis of the estimated proportion of resources utilised. For assets measured at fair value, no impairment test is conducted since these items are measured separately on each reporting date at market prices according to established principles. Catella's brand is reported under Other because it constitutes a shared asset for the Group. Impairment testing of Catella's brand is based on an established method for valuing brands and trademarks "Relief-from-Royalty," and has been verified by an external valuer. The valuation indicates that the value in use of the brand significantly exceeds book value.

If an impairment test demonstrates that book value exceeds the recoverable amount, impairment is conducted at an amount that corresponds to the difference between book value and recoverable amount. The recoverable amount is the higher of net realisable value and value in use.

The value in use is the present value of estimated future cash flows. Cash flows are measured based on the financial plans prepared in each operating segment, based on the business plan for the coming financial year decided by Group Management and approved by the Board of Directors. These financial plans cover a projection period of three years and include organic sales growth, the operating margin trend, as well as the change in operating capital employed. Cash flow, with the exception of the projection mentioned, was extrapolated using an assessed growth rate of 2

percent for all business areas, which corresponds to the ECB's long-term inflation target in the Eurozone and the Swedish Central Bank's long-term inflation target for Sweden.

The measurement of value in use is based on several assumptions and judgements in addition to the growth rate beyond the projection period. The most significant relate to the organic growth rate, the progress of the operating margin, the change in operating capital employed and the relevant discount rate (WACC, weighted average cost of capital), which is used to discount future cash flows.

The test indicated no need for goodwill impairment. No reasonably possible changes to significant assumptions would lead to an impairment loss.

### The discount rate (WACC) before tax by business area is stated below:

	WACC, %	
	2024	2023
Investment Management	11.5	13.1
Principal Investments	-	-
Corporate Finance	11.5	13.1
Other	11.5	13.1

The calculation of WACC is based on external market data regarding the risk free interest rate and studies on market risk premiums for various European countries. A Beta factor of 1.29 (1.5) was used for 2024. Calculated WACC for 2024 was 11.5 percent. Catella has opted to apply the same WACC for all cash-generating units, as this has been judged to present a reasonable picture of the risk in the various cash-generating units.

### Below is a summary of the distribution of goodwill and brands by business area:

SEK M	2024		2023	
	Goodwill	Trademark*	Goodwill	Trademark*
Investment Management	404	-	380	-
Principal Investments	-	-	-	-
Corporate Finance	65	-	64	-
Other	-	50	-	50
	<b>468</b>	<b>50</b>	<b>444</b>	<b>50</b>

\* Catella registered brand

**NOTE 18 RIGHT-OF-USE ASSETS (LEASE AGREEMENTS) AND LEASE LIABILITIES**

This Note provides information about lease agreements where the Group is the lessee.

The Group leases a number of office premises, cars and other equipment on the basis of non-cancellable operating leases. The lease terms vary between one and ten years and most lease agreements can be extended on market terms on expiry. Leasing agreements are recognized as right-of-use assets and financial liabilities corresponding to the company's lease payment commitment.

Right-of-use assets are depreciated on a straight-line basis over the lease term.

Payments for short-term contracts and lease agreements of minor value are expensed on a straight-line basis in the Income Statement. Short-term contracts are defined as contracts with a lease term of 12 months or less. Agreements of minor value are agreements defined as below SEK 0.1 million and include IT and office equipment.

During the year, new lease agreements of SEK 61.9 million (37.1) arose, of which SEK 54.0 million (32.3) related to new rental contracts, SEK 7.5 million (4.6) related to vehicles and SEK 0.4 million (0.3) related to other equipment.

**The following amounts relating to lease agreements are recognised in the Balance Sheet:**

SEK M	2024	2023
<i>Contract assets leasing agreements</i>		
Office buildings	166	106
Cars	10	7
Other equipments	1	1
	<b>177</b>	<b>115</b>
<i>Contract liabilities leasing agreements</i>		
Non-current liabilities	134	79
Current liabilities	52	42
	<b>186</b>	<b>121</b>

**The following amounts relating to lease agreements are recognised in the Income Statement:**

SEK M	2024	2023
<i>Depreciation of contract assets leasing agreements</i>		
Office buildings	38	31
Cars	4	5
Other equipments	1	1
	<b>43</b>	<b>36</b>
Interest expenses	11	8

Total outflows relating to lease agreements amounted to SEK 52 million (47) in 2024.

**NOTE 19 PROPERTY, PLANT AND EQUIPMENT**

SEK M	Furniture, fittings and equipment
<i>As of January 2023</i>	
<b>Carrying amount</b>	<b>27</b>
<b>Financial year 2023</b>	
Acquired during the year	17
Cost in acquired companies	2
Disposals	-1
Depreciation, amortisation & impairment losses	-12
Exchange rate differences	0
<b>Closing balance</b>	<b>33</b>
<i>At 31 December 2023</i>	
Cost	142
Accumulated depreciation	-109
<b>Carrying amount</b>	<b>33</b>
<b>Financial year 2024</b>	
Acquired during the year	9
Disposals	0
Depreciation, amortisation & impairment losses	-10
Exchange rate differences	1
<b>Closing balance</b>	<b>32</b>
<i>At 31 December 2024</i>	
Cost	151
Accumulated depreciation	-118
<b>Carrying amount</b>	<b>32</b>

## NOTE 20 HOLDINGS IN SUBSIDIARIES AND ASSOCIATED COMPANIES

### Holdings in subsidiaries

Subsidiaries are all of the companies in which the Group has a controlling interest. All subsidiaries are consolidated in the Group.

Catella carries out fund management of and offers advisory services to a number of investment funds. Decisions regarding whether a fund

manager should consolidate funds under management or not, are based on whether the relevant fund manager can be judged to act as a principal or an agent from an accounting perspective. Catella's remuneration for fund management services does not constitute sufficient justification to apply the IFRS control principle based on the link between influence and returns. For accounting purposes, Catella is viewed as an agent in relation to fund investors, which means that the funds are not consolidated.

A list of the Group's subsidiaries is provided below. The stated participating interests correspond to the share of equity and votes. Participating interests in addition to the participation which corresponds to the Group's holdings are for non-controlling interests. Holdings are ordinary shares. None of the Group's subsidiaries have issued preference shares.

Company	Corp. ID no.	City	31 Dec 2024		31 Dec 2023	
			Participating interest, %	Total no. of share	Participating interest, %	Total no. of share
Catella Holding AB	556064-2018	Stockholm	100	1,000	100	1,000
IPM Informed Portfolio Management AB*	556561-6041	Stockholm	-	-	100	2,253,561
Catella Capital AB	556886-9019	Stockholm	100	13,000	100	13,000
Catella Fastighetsanalys AB	559371-5395	Stockholm	65	25,000	65	25,000
Catella Property Fund Investment AB	559367-6595	Stockholm	91	1,000	91	1,000
Catella Property Fund Management AB	556660-8369	Stockholm	100	10,000	100	10,000
Catella Property Asset Management AB	559104-6551	Stockholm	100	1,666,667	100	1,666,667
Catella Corporate Finance AB	556724-4917	Stockholm	100	1,000	100	1,000
CCF Holding AB	559078-3238	Stockholm	60	1,000	60	1,000
Catella Corporate Finance Stockholm AB	559054-4234	Stockholm	60	10,000	60	10,000
Aveca AB	556646-6313	Stockholm	100	5,000	100	5,000
CCF Holding Gbg AB	559089-0710	Gothenburg	60	1,000	60	1,000
Catella Corporate Finance Göteborg AB	559084-9104	Gothenburg	60	10,000	60	10,000
CCF Malmö Intressenter AB	556740-5963	Malmö	60	1,000	60	1,000
Catella Corporate Finance Malmö AB	556740-5666	Malmö	60	1,000	60	1,000
Infrahubs Holding AB	559322-6631	Kalmar	50	500	50	500
Catella Luxembourg Sarl	B 29962	Luxembourg	100	8,780,000	100	8,780,000
Catella Residential 01 GP Sarl	B220094	Luxembourg	100	13,000	100	13,000
Catella Residential 02 GP Sarl	B257400	Luxembourg	100	12,000	100	12,000
Catella Real Estate AG	HRB 169051	Munich	95	2,500	95	2,500
Catella Asset Management GmbH	HRB 237791	Munich	100	25,000	100	25,000
CRIM Holding GmbH*	HRB 106179	Berlin	-	-	100	250,000
Catella Investment Management GmbH	HRB 188654	Berlin	100	25,000	100	25,000

Company	Corp. ID no.	City	31 Dec 2024		31 Dec 2023	
			Participating interest, %	Total no. of share	Participating interest, %	Total no. of share
Catella APAM Ltd	7671308	London	88	11,000	88	11,000
APAM UK Property Services Ltd	13705179	London	88	1	88	1
Catella APAM Capital Partners Ltd	14836661	London	88	1	88	1
Salisbury Asset Co Limited	13712761	London	86	1,000	86	1,000
Salisbury Asset Propco Limited	13736095	London	86	1	86	1
Mander Lender Co Limited	140668	London	99	8,127,217	99	8,127,217
Catella Capital Limited	14753542	London	100	4	100	2
Catella APAM Ireland Limited	712464	Dublin	50	1,000	50	1,000
Catella Property Oy	2214835-6	Helsinki	100	10,000	100	10,000
Catella Asset Management Oy	2214836-4	Helsinki	100	10,000	100	10,000
Pegasos Real Estate GP Oy*	22911649	Helsinki	-	-	100	2,500
Catella Investment Management Benelux B.V.	56049773	Maastricht	100	10,000	100	10,000
Kaktus 1 TopCo Aps	39195208	Copenhagen	93	80,855,100	93	80,855,100
Catella Property Denmark A/S	17981595	Copenhagen	54	555,556	54	555,556
Catella Investment Management A/S	34226628	Copenhagen	54	500	54	500
VA7 Holding Aps	45059987	Copenhagen	85	40,000	-	-
Catella Property Valuation GmbH	HRB 106180	Dusseldorf	100	25,000	45	100,000
Catella Project Management GmbH	HRB 76149	Dusseldorf	100	25,000	100	25,000
CPC NP2 GmbH	HRB 74006	Dusseldorf	100	25,000	-	-
Catella Investment Management Holding GmbH	HRB 142101	Dusseldorf	100	25,000	0	0
Catella Aquila Investment Management France SAS	528441652	Paris	60	3,442	60	3,442
Axipit Real Estate Partners SAS	894233444	Paris	60	250,000	60	250,000
Cholet Logistique SAS	842672610	Paris	100	10,000	100	10,000

Company	Corp. ID no.	City	31 Dec 2024		31 Dec 2023	
			Participating interest, %	Total no. of share	Participating interest, %	Total no. of share
Moussey Logistique SAS	842683153	Paris	100	10,000	100	10,000
Moussey Logistique II SAS	852416049	Paris	65	10,000	65	10,000
Roye Logistique SAS	852201599	Paris	100	10,000	100	10,000
MER Logistique SAS	853867844	Paris	100	10,000	100	10,000
Metz Eurolog SAS	901000760	Paris	100	10,000	100	10,000
Tours Isoparc SAS**	920126505	Paris	-	-	100	10,000
Tours Polaxis SAS	920142122	Paris	100	10,000	100	10,000
Catella France SAS	B 412670374	Paris	100	2,500	100	2,500
Catella Valuation Advisors SAS	B 435339098	Paris	66	4,127	66	4,127
Catella Property Consultants SAS	B 435339114	Paris	100	4,000	100	4,000
Catella Residential Partners SAS	B 442133922	Paris	100	4,000	95	4,000
Catella Logistic Europe SAS*	B838433811	Paris	-	-	100	50,000
Catella Property Spain S.A.	A 85333342	Madrid	90	60,102	90	60,102
Catella Asset Management Iberia S.L.	B87290813	Madrid	90	3,000	90	3,000
Catella Poland sp. z.o.o	5260209308	Warsaw	65	5,173	65	5,173
Calambria sp. z.o.o	971075	Warsaw	65	100	-	-
SFB Parque Logistico	B67820290	Barcelona	100	10,000	100	10,000

\* Group companies merged or liquidated in 2024

\*\* Group companies divested in 2024

### Summary financial information regarding subsidiaries, with significant non-controlling interests

As of 31 December 2024, the total holding of non-controlling interests was SEK 42 million (50), of which SEK 38 million (40) related to subsidiaries Catella Real Estate AG, Catella Aquila Investment management SAS, Catella Property Denmark A/S and Kaktus 1 TopCo Aps.

Profit/loss relating to non-controlling interests was to SEK -2 million (13) for the financial year 2024. Of

this amount, SEK -5 million (12) was reported as profit for the year attributable to non-controlling holdings and SEK 1 million (1) as personnel expenses and tax in the Income Statement.

According to the Groups accounting principles, profit shares attributable to shareholders active in subsidiaries are reported as a personnel expense in the consolidated Income Statement.

### Investments in associated companies reported in accordance with the equity method

Through associated companies, Catella has investments in property development projects in Germany and Denmark. The projects are run by Catella's local subsidiaries. Catella's primary intention is to invest in the early phase of projects and divest the holdings as soon as commercially advantageous. The investments include the risk that Catella companies are forced to choose between continuing to invest in late stages of projects, running the projects to completion or leaving the project and losing the invested capital.

The Group's recognised value of shares in associated companies as of the reporting date was SEK 105 million (136), of which SEK 97 million (129) related to associated companies that invest in property development projects.

In addition, Catella has provided loans to associated companies amounting to SEK 345 million (492), all of which are shareholder loans to Catella Project Capital GmbH and KöTower 106 CPC Beteiligungs GmbH.

SEK M	2024	2023
As of 1 January	136	182
Investments	8	15
Sales	0	-2
Share of profit from associated companies	-37	-6
Dividends paid	-6	-53
Reclassification to shares in subsidiaries	2	-
Other changes	3	-
Exchange rate differences	1	0
<b>Closing book value</b>	<b>105</b>	<b>136</b>

In 2024, dividend payment of SEK 6 million (53) was received from an associated company.

The assets, liabilities, income and profit/loss of associated companies, all of which are unlisted, are stated below, as well as the Group's participating interest in associated companies' equity, including goodwill.

	Country of registration	Associated companies				Group		
		Assets, SEK M	Liabilities, SEK M	Income, SEK M	Profit/loss SEK M	Share of equity,%	Share of vote,%	Participating interest, SEK M
Catella Project Capital GmbH	Germany	587	245	10	-1	45	45	74
CatWave AB	Sweden	21	10	48	9	25	25	3
Bankfoot APAM Ltd	UK	12	6	21	8	50	38	5
Vantage Zero Ltd	UK	19	18	41	2	50	50	0
CaNk ApS	Denmark	93	0	0	0	50	50	24
Infrahubs Hold-co 5 AB	Sweden	1	0	0	-42	40	40	0
								<b>105</b>

### NOTE 21 FINANCIAL ASSETS MEASURED AT FAIR VALUE IN OTHER COMPREHENSIVE

SEK M	2024	2023
Visa preferred stock C series	29	44
	<b>29</b>	<b>44</b>
SEK M	2024	2023
As of 1 January	44	36
Acquisition	-	-
Divestments	-33	-
Fair value changes	16	8
Exchange-rate differences	1	0
<b>As of 31 December</b>	<b>29</b>	<b>44</b>

Financial assets at fair value through other comprehensive income are attributable to Catella Luxembourg's holding of Class C preference shares in Visa Inc. which were received in connection with Visa Inc.'s acquisition of Visa Europe in June 2016. Conversion of preference shares to Class A shares will take place when the ongoing legal disputes against Visa Europe are resolved. The conversion rate is dependent on the outcome of these disputes. The valuation of preference shares takes these legal disputes into consideration.

In 2024, Class A shares were divested for a purchase consideration of SEK 33 million.

See also Note 22 under Fair value hierarchy for the measurement of financial assets and liabilities.

## NOTE 22 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

Financial assets at fair value through profit or loss include the following:

SEK M	2024	2023
Loan portfolios	80	74
Other debt instruments	147	98
Fund investments	169	168
Unlisted shares	150	125
Other	0	0
	<b>545</b>	<b>466</b>

SEK M	2024	2023
As of 1 January	466	311
Acquisition *	29	162
Acquisition	0	4
Divestments	-23	-4
Fair value gains/losses on financial assets at fair value through profit or loss **	62	-9
Exchange rate differences	11	2
<b>As of 31 December</b>	<b>545</b>	<b>466</b>
Less: long-term portion	-466	-443
<b>Short-term portion</b>	<b>80</b>	<b>22</b>

\* Primarily refers to the acquisition of shares in the newly launched fund Catella APAM Strategic Equities Fund I and holdings in the unlisted company Pamica 4.

\*\* Changes in fair value for business-related holdings are recognized under Other operating income or Other operating expenses in the Income Statement (Note 7). Changes in the fair value of loan portfolios are recognized under Other financial items in the Income Statement (Note 13).

### Loan portfolios

The loan portfolios comprise securitised European loans with primary exposure in housing. The performance of the loan portfolios is continuously monitored and revaluation carried out on an ongoing basis. The portfolio is measured at fair value.

Cash flows mainly comprise interest payments, but also include repayments with a projected period up to and including 2025. The expected cash flows for the period amounted to SEK 81 million (78), which are discounted and recognised at SEK 80 million (74). The remaining portfolios were discounted at discount rates of 2.8 percent and 0 percent respectively as of 31 December 2024, giving a weighted average discount rate of 2.0 percent (3.1). The weighted average duration for the portfolio amounted to 0.8 years (1.5) as of the balance sheet date.

No loan portfolios were divested in 2024. In previous years, Catella divested five loan portfolios, which have repaid Catella's original investment with a good margin.

### Pastor 2

In the sub-portfolio Pastor 2, the underlying loans are below ten percent of the issued amount and Catella expects the issuer to utilise its clean-up call. The administration of the portfolio is frequently unprofitable when it falls below ten percent of the issued amount, and this structure allows the issuer to avoid these additional costs. Catella considers the credit risk in the portfolio to be low, although the precise timing of the exercise of the option is difficult to forecast due to various unknown factors relating to the issuer. Catella has made the assumption that a repurchase will take place in the fourth quarter of 2025. The portfolio is valued at the full repayable amount of EUR 5.0 million, discounted to the present value with application of a discount rate for similar assets. This corresponds to a value of EUR 4.9 million.

### Lusitano 5

The time call affects sub-portfolio Lusitano 5 and constitutes an option held by the issuer that enables the repurchase of the sub-portfolio at a specific point

in time, and from time to time thereafter. The option has been available since 2015. Catella evaluates that the time call will be exercised in the first quarter of 2025. The assumption is conservative due to this requiring

no further cash flows other than the position's current capital amount of EUR 1.6 million plus the following quarter's cash flow when exercising the time call. The portfolio is hence valued at EUR 2.0 million.

### Summary of Catella's loan portfolios as of 31 December 2024

SEK M		Forecast undiscounted cash flow	Share of undiscounted cash flow,%	Forecast discounted cash flow	Share of discounted cash flow,%	Discount rate, %	Duration, years
Loan portfolio	Country						
Pastor 2	Spain	57.4	70.8%	55.9	70.2%	2.8%	1.0
Lusitano 5	Portugal	23.7	29.2%	23.7	29.8%	0.0%	0.3
<b>Total cash flow *</b>		<b>81.1</b>	<b>100.0%</b>	<b>79.6</b>	<b>100.0%</b>	<b>2.0%</b>	<b>0.8</b>
<b>Recognised amount in consolidated balance sheet</b>				<b>79.6</b>			

\* The discount rate recognised in the line "Total cash flow" is the weighted average interest of the total discounted cash flow.

### Summary of Catella's loan portfolios as of 31 December 2023

SEK M		Forecast undiscounted cash flow	Share of undiscounted cash flow,%	Forecast discounted cash flow	Share of discounted cash flow,%	Discount rate, %	Duration, years
Loan portfolio	Country						
Pastor 2	Spain	55,5	71,3%	52,0	69,9%	4,5%	2,0
Lusitano 5	Portugal	22,4	28,7%	22,4	30,1%	0,0%	0,3
<b>Total cash flow *</b>		<b>77,9</b>	<b>100,0%</b>	<b>74,4</b>	<b>100,0%</b>	<b>3,1%</b>	<b>1,5</b>
<b>Recognised amount in consolidated balance sheet</b>				<b>74,4</b>			

\* The discount rate recognised in the line "Total cash flow" is the weighted average interest of the total discounted cash flow.

## Cash flow

The cash flow for each loan portfolio is presented in the table below.

SEK M Loan portfolio Outcome	Spain Pastor 2	Portugal Lusitano 5	Other	Outcome
Full year 2009–2022	27.2	32.7	267.0	326.9
Full year 2023	1.6	23.6	0.0	25.2
Q1 2024	0.5	4.5	0.0	5.0
Q2 2024	0.7	3.6	0.0	4.3
Q3 2024	0.6	4.2	0.0	4.8
Q4 2024	0.4	4.7	0.0	5.1
<b>Total</b>	<b>31.0</b>	<b>73.3</b>	<b>267.0</b>	<b>371.3</b>

## Business-related investments

Business-related investments consist mainly of debt instruments secured against the retail property Mander Centre, Catella APAM's co-investments with clients, unlisted equity holdings in the private equity company Pamica, and shares in proprietary funds such as Úpeka, Catella Fastighetsfond Systematisk C, Catella APAM Strategic Equities Fund I, Catella Wohnen Europa, and Catella Modernes Wohnen, and more. The recognised value of the holdings, which is also the market value, was SEK 466 million (391) as of 31 December 2024.

## Other securities

As of 31 December 2024, there were no other securities.

## Fair value hierarchy for the measurement of financial assets and liabilities

The following table presents financial instruments measured at fair value based on how the classification

in the fair value hierarchy has been conducted. The various levels are defined as follows:

### Listed (unadjusted) market prices

The fair value of financial instruments traded on an active market is based on listed market prices on the reporting date. A market is considered to be active if listed prices from a stock exchange, broker, industrial group, pricing service or supervisory authority are readily and regularly available and these prices represent fair value and regularly occurring market transactions at arm's length. The listed market price used for the Group's financial assets is the actual bid rate. This category includes listed fund holdings.

### Valuation techniques using observable market data

The fair value of financial instruments not traded on an active market (such as OTC derivatives or certain funds) is measured using valuation techniques. Here, market information is used as much as possible when available, while company-specific information is used as little as possible. If all significant input data required for the fair value measurement of an instrument is observable, the instrument is listed in the column of valuation techniques that use observable market data in the following table. The investments in this category are mainly Visa Class C preference shares, see Note 21.

### Valuation techniques using non-observable market data

If one or more significant input data is not based on observable market information, the instrument

concerned is classified in this category. Specific valuation techniques used to measure financial instruments included calculating discounted cash flows to measure fair value of remaining financial instruments. The financial instruments classified in this category include the value of Catella's investments in

securitised loan portfolios, other debt instruments and unlisted shares and fund holdings. Financial liabilities included in this category relate to contingent purchase consideration for shares in the subsidiary Catella Aquila Investment Management France SAS.

## The Group's assets and liabilities at fair value as of 31 December 2024

SEK M	Noterade marknads-priser	Valuation techniques using observable market data	Valuation techniques using non-observable market data	Total
<b>Assets</b>				
Holdings in preference shares		29		29
Loan portfolios			80	80
Other debt instruments			147	147
Fund investments	58	2	110	169
Unlisted shares			150	150
<b>Total assets</b>	<b>58</b>	<b>30</b>	<b>486</b>	<b>574</b>
<b>Liabilities</b>				
Conditional purchase price			9	9
<b>Total liabilities</b>	<b>0</b>	<b>0</b>	<b>9</b>	<b>9</b>

## The Group's assets and liabilities at fair value as of 31 December 2023

SEK M	Noterade marknads-priser	Valuation techniques using observable market data	Valuation techniques using non-observable market data	Total
<b>Assets</b>				
Holdings in preference shares		44		44
Loan portfolios			74	74
Other debt instruments			98	98
Fund investments	55	2	111	168
Unlisted shares			126	126
<b>Total assets</b>	<b>55</b>	<b>45</b>	<b>409</b>	<b>509</b>
<b>Liabilities</b>				
Conditional purchase price			8	8
<b>Total liabilities</b>	<b>0</b>	<b>0</b>	<b>8</b>	<b>8</b>



### Changes in instruments in the category of valuation techniques using non-observable market data in 2024 and 2023:

SEK M	2024	2023	SEK M	2024	2023
<b>Assets at fair value through profit or loss</b>			<b>Liabilities at fair value through profit or loss</b>		
As of 1 January	409	329	As of 1 January	8	0
Investments	6	137	Additional items	-	8
Disposals	-2	-46	Deductions	-	-
Revaluation through profit & loss	62	-12	Revaluation through profit & loss	1	0
Exchange-rate differences	11	2	Exchange-rate differences	-	-
<b>As of 31 December</b>	<b>486</b>	<b>409</b>	<b>As of 31 December</b>	<b>9</b>	<b>8</b>

### Valuation techniques using unobservable market data per instrument in 2024

SEK M	2024	Valuation techniques
<b>Assets</b>		
Loan portfolios	80	See also under the heading Loan Portfolios above
Other debt instruments	147	Return Valuation
Fund investments	110	Fair value based on the fund's net asset value
Unlisted shares - Pamica	124	Transactions between independent parties, DCF and Peer group valuation
Unlisted shares - other companies	26	DCF valuation
	<b>486</b>	
<b>Liabilities</b>		
Conditional purchase price	9	DCF valuation
	<b>9</b>	

### Financial assets and financial liabilities

The following table indicates the financial instruments held by the Group and how these have been recognized and measured.

SEK M	2024	2023
<b>Financial assets</b>		
<i>Financial assets at amortized cost</i>		
Accounts receivable	285	246
Receivables from associated companies	345	492
Cash and cash equivalents	901	796
<i>Financial assets at fair value through other comprehensive income</i>		
Holdings in preference shares	29	44
<i>Financial assets at fair value through profit or loss</i>		
Loan portfolios	80	74
Other debt instruments	147	98
Fund investments	169	168
Unlisted shares	150	126
	<b>2,105</b>	<b>2,044</b>
<b>Financial liabilities</b>		
<i>Financial liabilities at amortized cost</i>		
Accounts payable and other liabilities	204	254
Borrowings and loan liabilities	2,549	2,420
Option liabilities	86	75
<i>Financial liabilities at fair value through profit or loss</i>		
Conditional purchase price	9	8
	<b>2,849</b>	<b>2,757</b>

### NOTE 23 DEVELOPMENT AND PROJECT PROPERTIES

Catella has investments in various property development projects through subsidiaries and associated companies. The projects owned through subsidiaries and which are fully consolidated in the Group are indicated below. The projects held for development with the aim of divestment as soon as commercially advantageous are valued at the lower of cost and net realisable value.

SEK M	2024	2023
Kaktus	1 772	1 697
Isoparc	-	24
Polaxis	-	182
Vega	124	-
Metz	68	0
Maltings	224	240
Silbersteinstrasse	7	0
	<b>2 196</b>	<b>2 143</b>
<b>SEK M</b>	<b>2024</b>	<b>2023</b>
As of 1 January	2 143	2 244
Investments	609	526
Sales	-457	-300
Disposal subsidiaries	-25	0
Income from contracts with a customer	-123	-308
Impairment losses	-35	-
Exchange rate differences	84	-8
<b>As of 31 December</b>	<b>2 196</b>	<b>2 143</b>

Below is a concise overview of the projects active at the end of 2024. The Isoparc and Polaxis projects were sold during the financial year.

### Kaktus

Residential project of 25,000 m<sup>2</sup> including 495 micro-living apartments in central Copenhagen. The project includes several commercial premises, such as a gym and a convenience store. Construction started in August 2019. The apartments were completed in the third quarter 2022 and are fully let. The commercial element is expected to be completed by 2025. The property is currently being marketed for sale. For more information, see Borrowings and loan liabilities in Note 29.

### Vega

A residential project comprising 269 apartments in Herlev, Copenhagen. The land was acquired in autumn 2024 with the intention of securing a capital partner for the development. For more information, see Borrowings and loan liabilities in Note 29.

### Metz

Through the subsidiary Catella Logistics Europe, Catella is constructing a logistics facility in Metz in France. The project has been sold through a forward-funding agreement with an investor. Catella's investment will be repaid, and profit will be realized progressively as the project is completed. Completion is expected in 2025. For more information, see Borrowings and loan liabilities in Note 29.

### Maltings

The shopping centre "The Maltings" in the UK was acquired in November 2021. The property includes several small shops and a Sainsbury's. The property is managed by the subsidiary Catella APAM. In 2024,

the property was written down by an amount of SEK 35 million. For more information, see Borrowings and loan liabilities in Note 29.

### Silbersteinstrasse

Property project in Berlin, Germany. The project was acquired through a conditional purchase agreement in 2024. The project is managed by the subsidiary Catella Project Management GmbH.

## NOTE 24 ACCOUNTS RECEIVABLE

SEK M	2024	2023
Accounts receivable	303	257
Less: provision for doubtful debt	-17	-11
	<b>285</b>	<b>246</b>

### The age analysis of accounts receivable follows:

SEK M	2024	2023
Not yet due	164	142
Overdue 0–30 days	103	86
Overdue 31–60 days	2	7
Overdue 61–90 days	2	3
Overdue 91–179 days	5	3
Overdue more than 180 days	10	5
	<b>285</b>	<b>246</b>

The fair value of accounts receivable is not considered to deviate significantly from the carrying amount.

Catella Group applies the "simplified approach" to calculate expected credit losses. This method implies that expected losses during the receivables full term are used as a starting point for accounts receivable. The Group applies a ratings-based method by counterparty in combination with other known information

and forward-looking factors to estimate expected credit losses. Credit risk is initially assessed by counterparty. The company derecognises a receivable when there is no longer any expectation that payment will be received and when all active measures to recover payment have been terminated. Adjustments have been made to incorporate current and future macroeconomic factors that may impact the customer's ability to pay.

### Based on this, the provisions for doubtful debt are as follows:

SEK M	2024	2023
As of 1 January	-11	-15
Provision for doubtful debt	-6	-2
Recovered bad debt losses	0	2
Receivables written off during the year that are not recoverable	0	8
Changes reserv losses, according to IFRS 16	0	-6
Other	-1	3
Exchange rate differences	0	0
<b>As of 31 December</b>	<b>-17</b>	<b>-11</b>

Provisions for, and reversal of, reserves for doubtful debt are included in the item "Other external expenses" in the Income Statement. The amounts recognised in the provision for depreciation are usually derecognised when the Group is not expected to be able to recover any further cash and cash equivalents.

The maximum exposure for credit risk on the reporting date is the carrying amount of each category of receivables stated above.

For information on credit quality of accounts receivable, see Credit rating of financial assets in Note 3.

## NOTE 25 OTHER NON-CURRENT RECEIVABLES

SEK M	2024	2023
As of 1 January	58	41
Additional receivables	5	16
Repaid receivables	-5	0
Acquisition	0	1
<b>As of 31 December</b>	<b>57</b>	<b>58</b>

SEK M	2024	2023
Rent guarantees	6	5
Co-investments	43	40
Other	9	13
	<b>57</b>	<b>58</b>

## NOTE 26 PREPAID EXPENSES AND ACCRUED INCOME

SEK M	2024	2023
Other accrued income	26	8
Prepaid rental charges	5	4
Other prepaid expenses	43	40
	<b>73</b>	<b>51</b>

## NOTE 27 CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise bank balances and include funds deposited in blocked accounts totaling SEK 105 million (100). See also Note 32.

**NOTE 28 EQUITY**

Catella AB has in the Consolidated Accounts chosen to specify equity in accordance with the following components:

- Share capital
- Other contributed capital
- Reserves
- Retained earnings including net profit for the year

The item share capital includes the registered share capital of the Parent Company.

Other contributed capital includes the total of the transactions that Catella AB conducted with its shareholders. Transactions with shareholders are primarily share issues at a premium corresponding to the capital received (reduced by transaction costs) in excess of the nominal amount of the issue. Other contributed capital also includes premiums deposited for issued warrants. Furthermore, the repurchase of warrants is recognized as a reduction in other contributed capital.

Reserves comprise the revenue and expenses that, according to certain standards, are to be recognised in other comprehensive income. In Catella's case, reserves comprise translation differences relating to the translation of foreign subsidiaries in accordance with IAS 21 and of fair value changes of financial assets valued at fair value in Other comprehensive income.

The item "Retained earnings including net profit for the year" corresponds to the total accumulated gains and losses generated in the Group. Retained earnings may also be impacted by transactions with non-controlling interests. In addition, profit brought forward is reduced by dividends paid to shareholders of the Parent Company. For the financial year 2024,

the Board of Directors is proposing a dividend of SEK 0.90 per share which corresponds to SEK 79.5 million. A dividend of SEK 0.90 per share was paid for the financial year 2023.

See also Note 49 Equity of Parent Company.

**NOTE 29 BORROWINGS AND LOAN LIABILITIES**

SEK M	2024	2023
Bank loans for financing operations	1,261	1,173
Bond issue	1,288	1,247
	<b>2,549</b>	<b>2,420</b>
Less: long-term portion	-2,497	-2,417
<b>Short-term portion</b>	<b>52</b>	<b>3</b>

Borrowings from credit institutions primarily relate to the financing of the Kaktus residential project but also include funding for the retail property The Maltings and the new project Vega. As of 31 December 2024, these loans amounted to SEK 1,244 million (1,145). Furthermore, the Group's French and Spanish subsidiaries have loans from government-guaranteed credit institutions with favourable terms. As of 31 December 2024, these loans amounted to SEK 17 million (27). Bond loans relate to Catella AB. The financing is conditional on the Group's equity and liquidity at all times amounting to at least SEK 1 000 million and SEK 200 million, respectively. These conditions have been met both during the year and as of December 31, 2024.

**Maturity dates for the Group's borrowings and loan liabilities are as follows:**

SEK M	2024	2023
Less than 3 months	1	1
Between 3 and 12 months	51	1
Between 1 and 3 yrs.	1,159	1,272
Between 3 and 5 yrs.	1,338	1,146
More than 5 yrs.	-	-
Without maturity	-	-
	<b>2,549</b>	<b>2,420</b>

**Fair value of borrowing and loan liabilities is as follows:**

SEK M	2024	2023
Borrowing from credit institutions	1,261	1,173
Bond issue	1,288	1,247
	<b>2,549</b>	<b>2,420</b>

The bonds are listed on Nasdaq Stockholm, with SEK 600 million included in the sustainable bonds segment. Trading of the bond is limited. Catella consequently assess the fair value of the bond to equal the book value.

For information about average loan interest, see the table interest-bearing liabilities and assets for the Group by currency under the heading Interest rate risk in Note 3.

**NOTE 30 OTHER NON-CURRENT LIABILITIES**

SEK M	2024	2023
Put option	86	75
Long-term incentive plans	40	48
Conditional purchase price	9	8
Other non-current liabilities	21	17
	<b>156</b>	<b>148</b>

Put options are attributable to subsidiaries Catella APAM Ltd and Catella Aquila Investment Management France SAS, granting their minority shareholders the right to sell their holdings in the companies, and an obligation for Catella to acquire these shares, after the end of the financial year 2028. The price of the options is dependent on the company's future profit performance.

Long-term incentive schemes are targeted at senior executives and key personnel in the Investment Management operating segment.

**NOTE 31 ACCRUED EXPENSES AND DEFERRED INCOME**

SEK M	2024	2023
Holiday pay liability	27	28
Accrued personnel costs	27	24
Accrued audit expenses	6	7
Accrued insurance expenses	1	0
Accrued legal expenses	2	4
Accrued bonus	130	150
Accrued interest expenses	8	17
Accrued rental charges	2	1
Accrued commission expenses	91	95
Other accrued expenses	79	69
	<b>375</b>	<b>394</b>

**NOTE 32 PLEDGED ASSETS**

SEK M	2024	2023
Property mortgage	1,067	971
Cash and cash equivalents	105	100
Other pledged assets	0	0
	<b>1,172</b>	<b>1,071</b>

The property pledge relates to Kaktus. Cash and cash equivalents include cash funds in accordance with minimum retention requirements, funds that are to be made available at all times for regulatory reasons and frozen funds for other purposes.

**NOTE 33 CONTINGENT LIABILITIES**

SEK M	2024	2023
Other contingent liabilities	274	445
	<b>274</b>	<b>445</b>

Other contingent liabilities relate to guarantee commitments as collateral for divested properties, and as collateral for completion under development agreements. Other contingent liabilities also relate to guarantees which were provided for rental contracts with landlords.

Of the Group's total contingent liabilities, SEK 273 million (422) are attributable to the business area Principal Investments.

**Other legal proceedings**

Companies in the Group are involved in a small number of disputes or legal proceedings and tax cases that have arisen in daily operations. Risks associated with such events are covered partly by contractual guarantees, insurance or requisite reserves. Any liability for damages or other costs associated with such legal proceedings are not deemed to materially affect the Group's business activities or financial position.

**NOTE 34 COMMITMENTS**

SEK M	2024	2023
Investment commitments	0	6
	<b>0</b>	<b>6</b>

**NOTE 35 CASH FLOW**

Interest paid and received for the Catella Group in the financial year was as follows:

SEK M	2024	2023
Interest received	52	7
Interest paid	-190	-65
Of which attributable to leasing liabilities	-11	-8
<b>Net interest paid</b>	<b>-138</b>	<b>-59</b>

Reconciliation of liabilities derived from financing operations in cash flow::

**2024:**

SEK M	Opening balance	Cash flows	Loan origination costs	Exchange rate differences	Closing balance	Utgående balans
Bond issue 2021	1,247	-1,250	3			0
Bond issue 2024	-	1,287	1			1,288
Real estate project financing	1,145	55	-3		46	1,244
Other borrowings	28	-12			1	17
<b>Total</b>	<b>2,420</b>	<b>81</b>	<b>2</b>	<b>0</b>	<b>47</b>	<b>2,549</b>

**2023:**

SEK M	Opening balance	Cash flows	Loan origination costs	Exchange rate differences	Closing balance	Utgående balans
Bond issue 2021	1,244		3			1,247
Real estate project financing	1,480	-321	-12		-2	1,145
Other borrowings	41	-11		-1	0	28
<b>Total</b>	<b>2,765</b>	<b>-332</b>	<b>-10</b>	<b>-1</b>	<b>-2</b>	<b>2,420</b>

## NOTE 36 ACQUISITIONS AND DIVESTMENTS OF OPERATIONS

### Acquisitions and divestments in 2024

In 2024, Catella also acquired a further five percent of the holding in Catella Residential Partners SAS from non-controlling interests for a purchase consideration of €1. Catella Residential Partners SAS subsequently became a wholly owned subsidiary of Catella. No acquisitions of new businesses were made during the year.

Furthermore, in 2024, the shares in the French project company Tours Isoparc SAS were divested for a purchase price equivalent to the carrying amount.

### Acquisitions in 2023

In 2023, Catella acquired 60 percent of the shares in Aquila Asset Management SAS, which was later renamed Catella Aquila Investment Management France SAS (Aquila Group). The acquisition strengthens Catella's European platform and generates significant synergies for the Group's existing operations. The total purchase consideration was estimated at SEK 122 million, of which SEK 114 million comprises a fixed amount and SEK 8 million comprises conditional purchase consideration. The outcome of the conditional purchase consideration is contingent on the company's operating profit for 2023–2025 and has no predetermined maximum limit. The conditional purchase price was measured at fair value based on the company's performance and financial plans for the relevant years, discounted to present value.

Aquila Group is one of the largest independent operators in property investments and strategic management in France, with a total of EUR 1.4 billion in assets under management at the time of the

acquisition. Aquila Group consists of Aquila Asset Management (renamed Catella Aquila Investment Management France) and the real estate fund manager Axipit Real Estate Partners. The company's founders and CEO, Jean-Marc Sabiani and Gilles Barbieri, will remain as shareholders and remain active in the company for a minimum of five years.

Catella and the three minority owners of Aquila Group have entered into a call and put option agreement under which Catella is being granted a call option to acquire the shares of the minority owners and the minority owners are being granted a put option to sell their shares to Catella during the spring of 2029 at a price to be calculated through a pre-set formula depending on future profit development in the company, see also Note 30.

The acquired operations, which form part of Catella's business area Investment Management, was consolidated as a subsidiary as of 30 September 2023. As of this date, the fair value of identifiable net assets amounted to SEK 40 million, of which SEK 37 million was attributable to the existing customer contact portfolio. Non-controlling holdings are valued at their proportion, 40 percent, of the company's identifiable net assets, which was SEK 16 million at the time of acquisition.

Goodwill of SEK 98 million arose from the acquisition relates to operational expansion as a result of increased presence on the French market, important synergies with Catella's current operations, and human capital.

SEK M	2023
Acquisition-related intangible assets	37
Tangible assets	2
Financial assets at fair value through profit or loss	5
Other receivables	10
Cash and cash equivalents	8
Deferred tax liabilities	-9
Other liabilities	-12
<b>Fair value of net assets</b>	<b>40</b>
Non-controlling interests	-16
Goodwill	98
<b>Total purchase price</b>	<b>122</b>
Conditional purchase price	-8
<b>Cash-settled purchase consideration</b>	<b>114</b>
Cash and cash equivalents in acquired subsidiary	-8
Acquisition expenses	8
<b>Change in the Group's cash and cash equivalents on acquisition</b>	<b>114</b>

The acquisition of Aquila Group impacted the Group's income in 2023 by SEK 17 million and profit after tax for the year by SEK 1 million. Had the acquisition taken place on 1 January 2023, Group income would have been impacted by SEK 60 million, and profit after tax for the period by SEK 1 million.

Furthermore, in 2023 Catella acquired shares in Catella APAM Ltd, Catella Residential Partners SAS and, Catella Asset Management Iberia from non-controlling interests for a total purchase consideration of SEK 12 million.

### Divestments in 2023

During 2023, Catella sold its shares in the French subsidiary Catella Hospitality Europe SAS to the company's local management, who were also minority shareholders. The transaction generated a minor profit.

Furthermore, the logistics project Infrahubs Vaggeryd was divested and generated capital gains of SEK 8 million, of which SEK 4 million pertained to Parent Company shareholders, providing the Group with SEK 302 million in cash and cash equivalents.

In addition, Catella divested its 50 percent stake in Infrahubs AB and associated project companies for a total purchase consideration of SEK 30 million. The divestment had a positive impact on profit after tax of SEK 28 million.

SEK M	2023		
	Catella Hospitality	Infrahubs Vaggeryd	Infrahubs AB
Purchase price	0	306	31
Transaction costs		-3	-1
<b>Purchase price after transaction costs</b>	<b>0</b>	<b>302</b>	<b>30</b>
<b>Disposed netassets;</b>			
Non-current assets	2		2
Cash and cash equivalents	6		17
Other current assets	3	294	34
Non-current liabilities	-3		-21
Current liabilities	-13		-30
<b>Net assets</b>	<b>-5</b>	<b>294</b>	<b>3</b>
Non-controlling interests	0		-1
Goodwill	-	-	-
<b>Disposed netassets</b>	<b>-5</b>	<b>294</b>	<b>2</b>
<b>Capital gains</b>	<b>5</b>	<b>8</b>	<b>28</b>
<b>Cash flow;</b>			
Cash-settled purchase consideration	0	306	31
Transaction costs	0	-3	-1
Cash and cash equivalents in divested subsidiaries	-6	0	-17
<b>Change in the Group's cash and cash equivalents from divestment</b>	<b>-6</b>	<b>302</b>	<b>12</b>

**NOTE 37 SUBSEQUENT EVENTS**

In March 2025, the wholly owned subsidiary Catella Holding AB took out a new credit facility of SEK 200 million on favorable terms, which is intended to function as the company's liquidity reserve.

**NOTE 38 RELATED PARTY TRANSACTIONS****Related parties**

Related party relationships with significant influence include Catella Board members and Group Management, including family members, and companies in which these individuals have Board assignments or hold positions as senior executives and/or have significant shareholdings. For senior managers' ownership of Catella and subsidiaries, see Note 11.

There are also some key individuals active in subsidiaries in the Corporate Finance and Investment Management operations who in some cases are shareholders of these subsidiaries. Special conditions apply to such partnerships. In accordance with the Group's accounting principles, non-controlling interests attributable to these shareholdings are reported as a personnel expense. For the financial year 2024, these costs amounted to SEK 4.5 million (5.5).

**Related party transactions 2024**

In accordance with the decision of the Extra General Meeting on 20 March 2024, in April, 2,450,000 warrants of series 2020/2024:A and 2020/2025:B were repurchased from Catella's Group management at a market price of SEK 2,445,100. Furthermore, 1,096,000 newly issued warrants of series 2024/2027 and 2024/2028 were transferred to Group management for a total purchase price of SEK 3,561,810.

In September 2024, Catella repurchased 800,000 warrants of series 2024/2027 and 2024/2028 from Catella's former President and CEO at a market price of SEK 2,711,000 in connection with the termination of his position with Catella. The warrants have been transferred and repurchased on market terms at a price calculated on the basis of the Black & Scholes valuation model. See also Note 12, Share-based incentives

**2023**

In June 2023, Catella AB entered into a new rental agreement with a wholly-owned subsidiary of Humlegården AB, where CEO Anneli Jansson is a Board member of Catella AB. The new rental agreement, which related to office premises on Birger Jarlsgatan 6 in Stockholm, was agreed for a 7-year period at an annual basic rent of SEK 10,506,000. The premises underwent refurbishment and were occupied in the first quarter 2024. During the renovation period, Catella AB rented two temporary premises from two subsidiaries of Humlegården AB for annual basic rent of SEK 2,176,000 and SEK 2,089,400 respectively.

Catella holds shares in the associated company Catella Project Capital GmbH, whose other owners are the Claesson & Anderzén Group and the management of Catella Project Management GmbH. Catella's German subsidiary Catella Project Management GmbH operates the property development projects in Catella Project Capital GmbH. No part of the fees levied for services rendered that Catella Project Management GmbH invoice to associated companies were eliminated in Catella's Consolidated Income Statement, as associated companies fall outside the Group.

**NOTE 39 APPLICATION OF KEY PERFORMANCE INDICATORS NOT DEFINED BY IFRS, AND TERMS AND EXCHANGE RATES**

The Consolidated Accounts of Catella are prepared in accordance with IFRS. See Note 2 for more information regarding accounting principles. IFRS defines only a limited number of performance measures. From the second quarter of 2016, Catella applies the European Securities and Markets Authority's (ESMA) new guidelines for alternative performance measures. In summary, an alternative performance measure is a financial measure of historical or future profit progress, financial position or cash flow not defined by or specified in IFRS. In order to assist corporate management and other stakeholders in their analysis of Group progress, Catella presents certain performance measures not defined under IFRS. Corporate management considers that this information facilitates analysis of the Group's performance. This additional information is complementary to the information provided by IFRS and does not replace performance measures defined in IFRS. Catella's definitions of measures not defined under IFRS may differ from other companies' definitions. All of Catella's definitions are presented below. The calculation of all performance measures corresponds to items in the Income Statement and Balance Sheet.

## Definitions

Non-IFRS performance measures	Description	Reason for using the measure
Earnings per share attributable to Parent Company shareholders before dilution.	Profit for the year attributable to Parent Company shareholders divided by the average number of shares in the year	Provides investors with a view of profit attributable to Parent Company shareholders before dilution as represented by a single share.
Earnings per share attributable to Parent Company shareholders after dilution	Profit for the year attributable to Parent Company shareholders divided by the average number of shares considering outstanding warrants (excluding warrants held in treasury) and any newly issued shares in the year.	Provides investors with a view of profit attributable to Parent Company shareholders after dilution as represented by a single share.
Return on equity*	Total profit in the period for the most recent four quarters divided by average equity attributable to Parent Company shareholders in the most recent five quarters.	The company considers that the performance measure provides investors with a better understanding of return on equity attributable to Parent Company shareholders.
Operating margin	Operating profit excluding amortisation of acquisition-related intangible assets divided by total income for the period.	Provides investors with a view of the company's profitability.
Equity/asset ratio	Equity divided by total assets.	The performance indicator is used because Catella considers it relevant to investors and other stakeholders wanting to evaluate Catella's financial stability and long-term viability.
Interest coverage ratio	Profit before tax plus reversals of interest expenses and adjustments to changes in fair value of financial assets, divided by interest expenses.	Provides investors with a view of the company's ability to cover its interest expenses.
Capital employed	Non-interest bearing fixed and current assets less non-interest bearing non-current and current liabilities.	The performance indicator illustrates the company's capital employed.
Net debt/Net cash	Net of interest-bearing provisions and liabilities less interest-bearing financial assets including cash and cash equivalents and investments in loan portfolios. If the amount is negative, it is designated as net cash.	The performance measure illustrates the company's ability to repay interest-bearing liabilities using interest-bearing assets including cash and cash equivalents.
Number of employees at the end of the period	Number of employees at the end of the period expressed as full-time positions.	Provides investors with a view of the number of employees in the company over time.
Average no. of employees	Average number of employees at the end of the four quarters of the financial year.	Provides investors with a view of the average number of employees in the company in the period.
Property transaction volumes in the period	Property transaction volumes in the period constitutes the value of underlying properties at the transaction dates.	An element of Catella's income in Corporate Finance is agreed with customers on the basis of the underlying property value of the relevant assignment. Provides investors with insight into the drivers behind elements of Catella's income.
Assets under management at year-end	AUM constitutes the value of Catella's customers' deposited/invested capital.	An element of Catella's income in Asset Management and Banking is agreed with customers on the basis of the value of the underlying invested capital. Provides investors with insight into the drivers behind elements of Catella's income.

\* See below for basis of calculation

**Calculation of return on equity by segment. The Group includes all operations**

GROUP	2024	2024	2024	2024	2023	2023	2023	2023
	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar
Net profit/loss for the period, SEK M *	59	-23	-33	26	-75	-22	84	-8
Equity, SEK M *	1,997	1,920	1,939	2,064	1,988	2,093	2,219	2,168
Return on equity, %	2	-5	-5	1	-1	7	11	20

INVESTMENT MANAGEMENT	2024	2024	2024	2024	2023	2023	2023	2023
	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar
Net profit/loss for the period, SEK M *	26	17	19	23	6	9	71	18
Equity, SEK M *	302	274	251	237	389	390	457	386
Return on equity, %	29	21	16	29	26	43	61	59

PRINCIPAL INVESTMENTS	2024	2024	2024	2024	2023	2023	2023	2023
	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar
Net profit/loss for the period, SEK M *	-21	-34	-29	-33	-15	30	5	-4
Equity, SEK M *	312	254	286	320	340	362	335	321
Return on equity, %	-38	-35	-14	-4	5	21	3	24

CORPORATE FINANCE	2024	2024	2024	2024	2023	2023	2023	2023
	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar	Oct-Dec	Jul-Sep	Apr-Jun	Jan-Mar
Net profit/loss for the period, SEK M *	24	-1	-16	-23	7	-5	-17	-24
Equity, SEK M *	-96	-27	-22	-6	17	7	11	17
Return on equity, %	55	525	-2,340	-414	-205	-171	-105	17

\* Attributable to shareholders of the Parent Company.

**Terms****Borrowing**

Loans from credit institutions.

**Debt**

Loans from non-credit institutions.

**WACC**

Weighted Average Cost of Capital.

**EV**

Enterprise Value

**Exchange rates**

The average exchange rates of the Group's currencies in relation to the SEK on the reporting date were as follows:

**Exchange rates 2024**

Currency	Average rate	Closing day rate
DKK	1.533	1.540
EUR	11.432	11.487
GBP	13.505	13.848
NOK	0.983	0.970
PLN	2.655	2.693

**Exchange rates 2023**

Currency	Average rate	Closing day rate
DKK	1.503	1.489
EUR	11.203	11.096
GBP	13.002	12.768
NOK	0.972	0.987
PLN	2.585	2.557



## PARENT COMPANY INCOME STATEMENT

SEK M	Note	2024 Jan–Dec	2023 Jan–Dec
Net sales		46.5	41.8
Other operating income		4.0	4.2
<b>Total income</b>		<b>50.5</b>	<b>46.0</b>
Other external expenses	41	–40.5	–40.2
Personnel costs	42	–60.7	–56.8
Depreciation and amortisation		–4.0	–0.3
Other operating expenses		–1.1	–1.2
<b>Operating profit/loss</b>		<b>–55.8</b>	<b>–52.4</b>
Profit/loss from participations in group companies	43	256.1	260.9
Interest income and similar profit/loss items	44	0.2	0.3
Interest expenses and similar profit/loss items	45	–120.3	–107.1
Financial items		136.0	154.2
<b>Profit/loss before tax</b>		<b>80.2</b>	<b>101.8</b>
Tax on profit/loss for the year	46	-	-
<b>Net profit for the year</b>		<b>80.2</b>	<b>101.8</b>

## PARENT COMPANY STATEMENT OF COMPREHENSIVE INCOME

SEK M	Note	2024 Jan–Dec	2023 Jan–Dec
Net profit for the year		80.2	101.8
Other comprehensive income			
Other comprehensive income for the year, net of tax		0.0	0.0
<b>Total comprehensive income for the year</b>		<b>80.2</b>	<b>101.8</b>

## PARENT COMPANY BALANCE SHEET

SEK M	Note	2024 31 Dec	2023 31 Dec
<b>Assets</b>			
<i>Non-current assets</i>			
Intangible assets	47	12.5	0.1
Tangible assets		1.8	0.5
Participations in Group companies	48	1,358.2	1,358.2
		<b>1,372.5</b>	<b>1,358.8</b>
<i>Current assets</i>			
Accounts receivable		0.6	0.1
Receivables from group companies		346.6	297.5
Tax assets		0.0	0.0
Other current receivables		3.1	5.7
Prepaid expenses and accrued income		9.3	6.2
Cash and cash equivalents		0.2	0.2
		<b>359.9</b>	<b>309.7</b>
<b>Total assets</b>		<b>1,732.4</b>	<b>1,668.5</b>

	Note	2024 31 Dec	2023 31 Dec
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
<i>Restricted equity</i>			
Share capital		176.7	176.7
		<b>176.7</b>	<b>176.7</b>
<i>Non-restricted equity</i>			
Share premium reserve		70.0	70.0
Retained earnings		69.2	46.9
Net profit for the year		80.2	101.8
		<b>219.3</b>	<b>218.7</b>
<b>Total equity</b>		<b>396.0</b>	<b>395.3</b>
<b>Liabilities</b>			
<i>Long-term loan liabilities</i>			
	50	1,288.3	1,246.5
		<b>1,288.3</b>	<b>1,246.5</b>
<i>Current liabilities</i>			
Accounts payable		18.7	4.0
Liabilities to group companies		0.2	1.5
Other current liabilities		0.9	1.3
Accrued expenses and deferred income	51	28.3	19.9
		<b>48.1</b>	<b>26.7</b>
<b>Total liabilities</b>		<b>1,336.4</b>	<b>1,273.2</b>
<b>Total equity and liabilities</b>		<b>1,732.4</b>	<b>1,668.5</b>

## PARENT COMPANY CASH FLOW STATEMENT

SEK M	Note	2024 Jan–Dec	2023 Jan–Dec
<b>Cash flow from operating activities</b>			
Profit/loss before tax		80.2	101.8
Adjustments for non-cash items:			
Depreciation and amortisation		4.0	0.3
Financial items		5.9	3.7
Other reclassifications		-256.1	-260.9
<b>Cash flow from operating activities before changes in working capital</b>		<b>-166.0</b>	<b>-155.1</b>
<b>Cash flow from changes in working capital</b>			
Increase (-)/decrease (+) of operating receivables		-5.0	61.9
Increase (+) / decrease (-) in operating liabilities		19.9	-8.4
<b>Cash flow from operating activities</b>		<b>-151.1</b>	<b>-101.6</b>
<b>Cash flow from investing activities</b>			
Investment in tangible assets		-1.6	-0.4
Investment in intangible assets		-16.1	-
<b>Cash flow from investing activities</b>		<b>-17.7</b>	<b>-0.4</b>
<b>Cash flow from financing activities</b>			
Borrowings	50	1,287.4	-
Repayment of loans	50	-1,250.0	-
Dividend from subsidiaries		210.9	208.1
Dividends paid		-79.5	-106.0
<b>Cash flow from financing activities</b>		<b>168.8</b>	<b>102.0</b>
<b>Cash flow for the year</b>		<b>0.0</b>	<b>0.1</b>
Cash and cash equivalents at beginning of year		0.2	0.1
Exchange rate differences in cash and cash equivalents		0.0	0.0
<b>Cash and cash equivalents at end of year</b>		<b>0.2</b>	<b>0.2</b>

## PARENT COMPANY STATEMENT OF CHANGES IN EQUITY

SEK M	Note 49	Restricted equity		Non-restricted equity		Net profit for the year	Total equity
		Share capital	Share premium reserve	Retained earnings			
<b>Equity 1 January 2023</b>		<b>176.7</b>	<b>70.0</b>	<b>0.0</b>	<b>152.9</b>	<b>399.6</b>	
Appropriation of profits				152.9	-152.9	0.0	
Dividend				-106.0		-106.0	
Total comprehensive income for the year, January - December 2023							
Net profit for the year					101.8	101.8	
Other comprehensive income, net of tax					0.0	0.0	
<b>Total comprehensive income for the year</b>					<b>101.8</b>	<b>101.8</b>	
<b>Equity 31 December 2023</b>		<b>176.7</b>	<b>70.0</b>	<b>46.9</b>	<b>101.8</b>	<b>395.3</b>	
Appropriation of profits				101.8	-101.8	0.0	
Dividend				-79.5		-79.5	
Total comprehensive income for the year, January - December 2024							
Net profit for the year					80.2	80.2	
Other comprehensive income, net of tax					0.0	0.0	
<b>Total comprehensive income for the year</b>					<b>80.2</b>	<b>80.2</b>	
<b>Equity 31 December 2024</b>		<b>176.7</b>	<b>70.0</b>	<b>69.2</b>	<b>80.2</b>	<b>396.0</b>	

## PARENT COMPANY NOTES

**NOTE 40 PARENT COMPANY ACCOUNTING PRINCIPLES**

The Parent Company financial statements were prepared in accordance with the Swedish Annual Accounts Act and Recommendation RFR 2 Accounting for legal entities, issued by RFR, the Swedish Corporate Reporting Board. Accordingly, the Parent Company applies the same accounting principles as the Group wherever applicable, except for the cases stated below.

The Parent Company uses the terms Balance Sheet and Cash Flow Statement for the statements that are referred to in the Group, respectively, as Statement of Financial Position and Statement of Cash Flows. The Parent Company's Income Statement and Balance Sheet have been prepared in accordance with the presentation format stipulated in the Swedish Annual Accounts Act, while the statement of comprehensive income, statement of changes in equity and the cash flow statement are based on IAS 1 Presentation of financial statements and IAS 7 Statement of cash flows, respectively.

**Investments in Group companies**

The Parent Company recognises all of its holdings in Group companies at cost less deductions for any accumulated impairment.

**Shareholder contribution**

Shareholder contributions paid are recognised as an increase in the item Investments in Group companies in the Balance Sheet. An impairment test on these participations is subsequently conducted.

**Anticipated dividend**

Anticipated dividend is reported in the Income Statement as profit from shares in Group companies and receivables from Group companies in the Balance Sheet in cases where the company has decided on the size of the value transfer and is entitled to decide autonomously on the size of the dividend.

**Lease agreements**

The Parent Company reports all lease agreements as operating leases

**Financial instruments**

Considering the relationship between accounting and taxation, financial assets or liabilities are not reported at fair value. Financial non-current assets are recognised at cost less potential impairment, and financial current assets are recognised according to the principle of lower of cost or market. Financial liabilities are recognised at cost.

In addition, the Parent Company applies the exemption in RFR 2 for not applying the rules of IFRS 9 for financial guarantees relating to guarantee agreements in favour of subsidiaries and associated companies. In these cases, the rules of IAS 37 are applied, which state that financial guarantee agreement should be reported as a provision in the Balance Sheet when Catella has a legal or informal commitment resulting from a previous event and it is likely that an outflow of resources will be necessary to settle this commitment. In addition, it must be possible to reliably estimate the value of the commitment.

**NOTE 41 OTHER EXTERNAL EXPENSES****Remuneration to auditors**

SEK M	2024	2023
KPMG		
Audit assignment *	1.3	1.3
Audit activities other than audit assignment	-	-
Tax advisory	-	-
Other services	-	1.3
<b>Total</b>	<b>1.3</b>	<b>2.6</b>

\* Audit assignment means fees for the statutory audit, i.e. work necessary to present the Audit Report, as well as audit-related advisory services rendered coincident with the audit assignment.

**Lease agreements including rent**

SEK M	2024	2023
Expense for the year for lease arrangements including rent amount to	5.5	4.6
Future lease payments for non-cancellable leases with remaining durations exceeding one year are allocated as follows:		
Due for payment within one year	5.5	5.4
Due for payment after more than one year but less than five years	29.7	23.1
Due for payment after more than five years	0.5	12.7
<b>Total</b>	<b>35.7</b>	<b>41.2</b>

The above lease charges mainly relate to rent of office premises but also includes rent for office equipment.

**NOTE 42 EMPLOYEES****Salaries, other remuneration and social security expenses**

SEK M	2024		2023	
	Salaries and other compensation (of which bonus)	Social security contributions (of which pension costs)	Salaries and other compensation (of which bonus)	Social security contributions (of which pension costs)
Board of Directors	3.0	0.9	2.9	0.7
	(0.0)	(0.0)	(0.0)	(0.0)
Chief Executive Officer	12.3	6.4	6.1	3.1
	(2.8)	(3.4)	(1.7)	(1.6)
Other employees	20.3	13.6	24.1	15.1
	(0.5)	(5.6)	(1.7)	(5.7)
<b>Total</b>	<b>35.6</b>	<b>20.9</b>	<b>33.2</b>	<b>18.9</b>
	(3.3)	(9.0)	(3.4)	(7.3)

On 10 September, 2024, Christoffer Abramson stepped down as Catella's President and CEO, and on the same day, Daniel Gorosch assumed the role of Interim President and CEO. Salaries and other compensation to the CEO include basic salary, variable remuneration, and severance pay. Severance pay, which impacted profit for the year, was SEK 5.0 million excluding social security expenses, equivalent to 100 percent of fixed annual salary.

There were no pension commitments for the CEO or senior managers. For more information about remuneration to the Board and Chief Executive Officer, see Note 11.

**Number of full-time employees**

SEK M	2024		2023	
	Total	of which women	Total	of which women
CEO and senior managers	4	1	4	1
Other employees	16	9	19	10
<b>Total</b>	<b>20</b>	<b>10</b>	<b>23</b>	<b>11</b>

**NOTE 43 PROFIT/LOSS FROM INVESTMENTS IN GROUP COMPANIES**

SEK M	2024	2023
Dividend	6.1	10.9
Anticipated dividends	250.0	250.0
<b>Total</b>	<b>256.1</b>	<b>260.9</b>

**NOTE 44 INTEREST INCOME AND SIMILAR PROFIT/LOSS ITEMS**

SEK M	2024	2023
Interest	0.2	0.2
Exchange rate gains	0.0	0.1
<b>Total</b>	<b>0.2</b>	<b>0.3</b>

SEK 0.0 million (0.0) of interest income and similar profit/loss items are intra-Group.

**NOTE 45 INTEREST EXPENSES AND SIMILAR PROFIT/LOSS ITEMS**

SEK M	2024	2023
Interest	-115.9	-104.2
Loan arrangement expenses	-4.3	-2.8
Exchange rate losses	0.0	-0.1
<b>Total</b>	<b>-120.3</b>	<b>-107.1</b>

SEK 0.0 million (0.0) of interest expenses and similar profit/loss are intra-Group.

**NOTE 46 TAX ON NET PROFIT/LOSS FOR THE YEAR**

SEK M	2024	2023
Profit/loss before tax	80.2	101.8
Income tax calculated at domestic tax rate	-16.5	-21.0
Tax effects of:		
Tax losses for which no deferred tax asset was recognised	-10.7	-10.4
Non-deductible interest expenses	-24.7	-22.0
Non-taxable dividends	52.8	53.8
Other non-deductible/non-taxable items	-0.8	-0.4
<b>Tax expense</b>	<b>0.0</b>	<b>0.0</b>

Tax loss carry-forwards for the year totalled SEK 52.0 million (50.3). The Parent Company's remaining loss carry-forwards as of 31 December 2024 amounted to SEK 188.6 million (136.6). No deferred tax receivable was recognised in the Parent Company as of the reporting date.

**NOTE 47 INTANGIBLE ASSETS**

SEK M	2024	2023
Ingående bokfört värde	0.1	0.4
Inköp	16.1	-
Ävyttringar och uträningar	-	-
Avskrivningar	-0.1	-0.3
Nedskrivningar	-3.6	-
<b>Utgående bokfört värde</b>	<b>12.5</b>	<b>0.1</b>

This year's purchases primarily relate to investments in various group-wide business systems, shared infrastructure, and an AI tool. However, the AI project was discontinued during the year, resulting in a cost of SEK 3.6 million impacting the year's profit. Amortization of other intangible assets will commence when they are put into use in 2025, with an estimated useful life of three years.

**NOTE 48 PARTICIPATIONS IN GROUP COMPANIES**

Company	Share of equity,%	Share of vote,%	No. of participations	Carrying amount, SEK M	
				2024	2023
Catella Holding AB	100%	100%	1,000	1,352.6	1,352.6
Catella Real Estate AG	10%	10%	252,500	5.6	5.6
<b>Total</b>				<b>1,358.2</b>	<b>1,358.2</b>

Subsidiary corporate identity numbers and registered offices:

Company	Corp. ID no.	City
Catella Holding AB	556064-2018	Stockholm
Catella Real Estate AG	HRB 169051	München

Participations in Group companies	2024	2023
Opening book value	1,358.2	1,358.2
Acquisition	-	-
Shareholders' contribution paid	-	-
<b>Closing book value</b>	<b>1 358,2</b>	<b>1 358,2</b>

**NOTE 49 EQUITY**

As of 31 December 2024, share capital amounted to SEK 176.7 million (176.7) divided between 88,348,572 (88,348 572) shares. The quotient value per share is 2. Share capital is divided between two classes with different voting rights: 2,340,654 Class A shares with five votes per share, and 86,007,918 Class B shares with one vote per share. There are no other differences between the share classes.

The Articles of Association include the right for holders of Class A shares to convert these shares to the same number of Class B shares. 55,000 Class A shares were converted to Class B shares in 2024.

As of 31 December 2024, there were no outstanding convertible bonds that could lead to the dilution of share capital.

In 2024, a new long-term incentive program was introduced, under which 4,700,000 warrants were issued across five series, aimed at senior executives and other key personnel at Catella. As of 31 December 2024, there were 711,750 outstanding warrants under the new program which can be used to subscribe for the equivalent number of Class B shares in September 2027 and September 2028, for more information see Note 12.

At the Annual General Meeting in May 2024, the Board was granted authorisation to resolve on the repurchase, transfer and issue of the company's shares. No treasury shares were held by the Company itself or its subsidiaries.

### Shareholders with more than 10 percent of the votes

The principal shareholder as of 31 December 2024 was the Claesson & Anderzén Group (and related parties) with 49.4 percent (49.4) of equity capital and 49.2 percent (49.0) of the votes. No other shareholders held 10 percent or more of the number of shares or votes at the end of 2024.

### Dividend

The Board of Directors is proposing a dividend of SEK 0.90 per share which corresponds to a total of SEK 79.5 million. A dividend of SEK 0.90 per share was paid for the financial year 2023.

### Non-restricted equity

The share premium reserve, combined with retained earnings and net profit for the year, comprise non-restricted equity, meaning the amount available as dividends to shareholders.

### Share premium reserve

When shares are issued at a premium, meaning that a price is to be paid for the shares that exceeds the quotient value of the share, an amount corresponding to the amount received in excess of the quotient value must be transferred to the share premium reserve. Amounts transferred to the share premium reserve from 1 January 2006 are included in non-restricted equity.

### Retained earnings

Retained earnings comprises profit carried forward from the preceding year and profit after dividends paid for the year.

### NOTE 50 DEBT

SEK M	2024	2023
Bond issue	1,288.3	1,246.5
	<b>1,288.3</b>	<b>1,246.5</b>
Less: long-term portion	-1,288.3	-1,246.5
<b>Short-term portion</b>	<b>0.0</b>	<b>0.0</b>

Between September and December 2024, Catella AB issued new senior unsecured bonds totalling SEK 1,300 million, comprising SEK 600 million with maturity in March 2028 and SEK 700 million with maturity in March 2029. The loans accrue variable interest at 3-month Stibor plus 390 b.p. and 450 b.p. respectively. The bonds are listed on Nasdaq Stockholm, with SEK 600 million included in the sustainable bonds segment.

Financing is conditional on a minimum Group equity and liquidity requirement from time to time of SEK 1,000 million and SEK 200 million respectively.

These covenants were satisfied in the year and as of 31 December 2024.

In connection with the issuance of new bonds, Catella repurchased and redeemed its older bond with an outstanding nominal amount of SEK 1,250 million, maturing in March 2025. The older bond loan accrues variable interest at 3-month Stibor plus 475 b.p.

### NOTE 51 ACCRUED EXPENSES AND DEFERRED INCOME

SEK M	2024	2023
Holiday pay liability	3.1	2.2
Accrued salaries	9.0	5.0
Social security expenses	4.9	3.5
Accrued interest expenses	5.8	4.3
Accrued audit fees	0.6	0.6
Accrued directors' fees	1.0	0.9
Accrued legal fees	0.1	1.4
Other items	3.8	2.0
<b>Total</b>	<b>28.3</b>	<b>19.9</b>

### NOTE 52 PLEDGED ASSETS AND CONTINGENT LIABILITIES

Catella AB has entered into a guarantee commitment with investors in several project companies totalling SEK 243 million (1,228) relating to completion under development agreements.

As of 31 December 2024, there were no pledged assets.

### NOTE 53 RELATED PARTY TRANSACTIONS

The Parent Company has a close relationship with its subsidiaries. Transactions between the Parent Company and subsidiaries are priced on commercial terms. During 2024, Catella AB rendered a number of intra-Group services to most subsidiaries, at market price. Furthermore, dividends from subsidiaries of SEK 6.1 million were received.

For benefits for senior managers, see the information presented for the Group in Note 11 of the Consolidated Accounts and Note 43.

For pledged assets and contingent liabilities in favour of subsidiaries, see Note 52.

### NOTE 54 FINANCIAL RISK MANAGEMENT

Catella AB (publ) is a holding company for the Group, where Group Management and other central Group functions are gathered. The Parent Company assets largely comprise shares in subsidiaries and receivables from subsidiaries. At present, there is no hedging of exchange rate risk in Catella's net assets. Group management evaluates the need for hedging of the Group's translation risk on an annual basis.

The Parent Company has also arranged SEK-denominated loan finance at variable interest to finance its own business operations. The legal entity Catella AB (publ) is thus mainly exposed to interest rate risk and liquidity risk. Exposure to other financial risks such as market risk, credit risk and exchange rate risk, etc. is limited. Catella AB is indirectly exposed to the same risks as the Group through its holding of shares in subsidiaries and associated companies.

**Interest rate risk**

Interest rate risk is the risk of the Parent Company's net profit/loss being affected as a result of variations in general interest rate levels. The Parent Company analyses and continuously monitors its exposure to interest rate risk.

**Liquidity risk**

Liquidity risk is the risk that within a defined period, Catella AB (publ) is unable to re-finance its existing assets, or is unable to satisfy increased need for liquidity. Liquidity risk also includes the risk that the Parent Company is compelled to borrow at unfavourable interest, or must sell assets at a loss to be able to fulfil its payment obligations. The Parent Company continuously analyses and monitors its liquidity risk exposure. When required, the Parent Company may utilise subsidiaries' surplus liquidity through internal loans.

**Market risk**

Market risk includes the risk of loss or reducing future income due to fluctuations in interest rates, exchange rates and share prices, including price risk relating to the sale of assets or closure of positions.

**Currency risk**

There were no receivables or liabilities denominated in foreign currency, with the exception of certain intra-Group transactions, as of 31 December 2024.

For more information on financial risks for the Group, which are also indirectly applicable to the Parent Company, see Note 3.

**Credit risk**

Credit risk related to receivables from subsidiaries was considered and assessed as being immaterial. Cash and cash equivalents are invested in well-established banks with high credit ratings, and impairment tests for these are not considered necessary.

**NOTE 55 SUBSEQUENT EVENTS**

There were no significant events after the reporting date.

**Proposed appropriation of profit**

The following non-restricted reserves and earnings in the Parent Company are at the disposal of the Annual General Meeting:

SEK	
Share premium reserve	69,966,953
Retained earnings	69,168,655
Net profit for the year	80,180,025
	<b>219,315,633</b>

The Board of Directors and Chief Executive Officer propose that funds be allocated as follows:

SEK	
dividend paid to shareholders, 0.90 per share, in total	79,513,715*
carried forward (of which 14,045,730 allocated to share premium reserve)	139,801,918
	<b>219,315,633</b>

\* based on the number of outstanding shares, 88,348,572, as of 31 December 2024.

The Board of Directors is proposing a dividend of SEK 0.90 per share which corresponds to a total of SEK 79.5 million based on the number of shares outstanding, 88,348,572, on December 31, 2024.

A dividend of SEK 0.90 per share was paid for the financial year 2023.

The Board of Directors and Chief Executive Officer declare that this Annual Report has been prepared in accordance with generally accepted accounting principles in Sweden and that the Consolidated Accounts have been prepared in accordance with the international accounting standards IFRS as endorsed by the EU. The Annual Report and the Consolidated

Financial Statements give a true and fair view of the Parent Company's and the Group's financial position and profit/loss. The Directors' Report for the Parent Company and the Group provide a fair overview of the performance of the Parent Company's and the Group's operations, financial position and profit/loss, and describe the material risks and uncertainties facing

the Parent Company and the companies included in the Group.

The Parent Company's and the Group's Income Statements and Balance Sheets will be subject to adoption at the Annual General Meeting on 20 May 2025.

As stated above, the Annual Report and the Consolidated Financial Statements were approved for publication by the Board and Interim Chief Executive Officer Stockholm, Sweden, 7 April 2025.

Sofia Watt  
Chair of the Board

Tobias Alsborger  
Board member

Johan Damne  
Board member

Anneli Jansson  
Board member

Samir Kamal  
Board member

Pernilla Claesson  
Board member

Daniel Gorosch  
Interim CEO

Our Audit Report was presented on 8 April 2025

KPMG AB

Johanna Hagström Jerkeryd  
Authorised Public Accountant



## AUDITOR'S REPORT

To the Annual General Meeting of Catella AB,  
Corporate identity number 556079-1419

### REPORT ON THE ANNUAL ACCOUNTS AND CONSOLIDATED ACCOUNTS

#### Opinions

We have audited the annual accounts and consolidated accounts of Catella AB (publ) for the year 2024, except for the corporate governance statement on pages 26-36 and the sustainability report on pages 43-95. The annual accounts and consolidated accounts of the company are included on pages 37-144 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 the parent company as of 31 December 2024 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the group as of 31 December 2024 and their financial performance and cash flow for the year then ended in accordance with IFRS Accounting Standards, as adopted by the EU, and the Annual Accounts Act. Our opinions do not cover the corporate governance statement on pages 26-36 and sustainability report on pages 43-95. The statutory administration report is consistent with the other parts of the annual accounts and consolidated accounts.

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

Our opinions in this report on the the annual accounts and consolidated accounts are consistent with the content of the additional report that has been submitted to

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the parent company's audit committee in accordance with the Audit Regulation (537/2014) Article 11.

#### Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements. This includes that, based on the best of our knowledge and belief, no prohibited services referred to in the Audit Regulation (537/2014) Article 5.1 have been provided to the audited company or, where applicable, its parent company or its controlled companies within the EU.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

#### Key Audit Matters

Key audit matters of the audit are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts and consolidated accounts of the current period. These matters were addressed in the context of our audit of, and in forming our opinion thereon, the annual accounts and consolidated accounts as a whole, but we do not provide a separate opinion on these matters.

#### Accounting and valuation of real estate projects

See disclosure 23 and accounting principles on pages 129–130 in the annual account and consolidated accounts for detailed information and description of the matter.

#### Description of key audit matter

The real estate projects are conducted in separate legal entities. Depending on ownership and control, the real estate projects are reported as either subsidiaries or associates. The reported value of real estate projects owned through subsidiaries amounts to SEK 2,143 million and is reported on the balance sheet as development and project properties. The real estate projects represent 39% of the group's total assets.

The real estate projects are valued at the lower of cost and net sales value. Potential impairment needs in development projects under construction and completed projects may have a significant impact on the company's results. Changes in demand can significantly affect both estimated market values and reported values for each project.

In 2023, revenues from Catella's development and project properties amounted to SEK 745 million, which represents 32% of the group's total revenues. Due to the significance of project transactions and project properties in the asset base, the accounting and valuation of real estate projects have been a particularly important area in the 2023 audit.

#### Response in the audit

Our audit has included, among other things, a review of the group's accounting principles for real estate projects to verify compliance with IFRS.

To support the valuation, we have reviewed internal or external valuations, or indicative bids when available. We have also evaluated management's assessments by following up on the projects and considering general market conditions for properties in each market. We have also held discussions with the company's management regarding the valuations of real estate projects.

We have sampled and tested completed transactions and revenue recognition related to real estate projects. We have also conducted a sample review of the capitalization of costs related to real estate projects to ensure correct allocation and that the items are balanced.

Furthermore, we have assessed the content of the disclosures provided in the annual report and consolidated financial statements.

## OTHER INFORMATION THAN THE ANNUAL ACCOUNTS AND CONSOLIDATED ACCOUNTS

This document also contains other information than the annual accounts and consolidated accounts and is found on pages X-X and X-X. The other information comprises also of the remuneration report which we obtained prior to the date of this auditor's report. The Board of Directors and the Managing Director are responsible for this other information.

Our opinion on the annual accounts and consolidated accounts does not cover this other information and we do not express any form of assurance conclusion regarding this other information.

In connection with our audit of the annual accounts and consolidated accounts, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the annual accounts and consolidated accounts.

In this procedure we also take into account our knowledge otherwise obtained in the audit and assess whether the information otherwise appears to be materially misstated.

If we, based on the work performed concerning this information, conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and consolidated accounts and that they give a fair presentation in accordance with the Annual Accounts Act and, concerning the consolidated accounts, in accordance with IFRS Accounting Standards as adopted by the EU. The Board of Directors and the

Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts and consolidated accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts and consolidated accounts The Board of Directors and the Managing Director are responsible for the assessment of the company's and the group's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is however not applied if the Board of Directors and the Managing Director intend to liquidate the company, to cease operations, or has no realistic alternative but to do so.

The Audit Committee shall, without prejudice to the Board of Director's responsibilities and tasks in general, among other things oversee the company's financial reporting process.

### Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts and consolidated accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on

the basis of these annual accounts and consolidated accounts.

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

- Identify and assess the risks of material misstatement of the annual accounts and consolidated 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 and consolidated 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 and the group'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 and consolidated accounts or, if such disclosures are inadequate, to modify our opinion about the annual accounts and consolidated 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 a company and a group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the annual accounts and consolidated accounts, including the disclosures, and whether the annual accounts and consolidated accounts represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the consolidated accounts. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our opinions.

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.

We must also provide the Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other

matters that may reasonably be thought to bear on our independence, and where applicable, measures that have been taken to eliminate the threats or related safeguards.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the annual accounts and consolidated accounts, including the most important assessed risks for material misstatement, and are therefore the key audit matters. We describe these matters in the auditor's report unless law or regulation precludes disclosure about the matter.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

### Auditor's audit of the administration and the proposed appropriations of profit or loss

#### Opinions

In addition to our audit of the annual accounts and consolidated accounts, we have also audited the administration of the Board of Directors and the Managing Director of Catella AB (publ) for the year 2024 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 the parent company and the

group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

#### Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's and the group's type of operations, size and risks place on the size of the parent company's and the group'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 and the group's financial situation and ensuring that the company's organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a reassuring manner.

The Managing Director shall manage the ongoing administration according to the Board of Directors' guidelines and instructions and among other matters take measures that are necessary to fulfill the company's accounting in accordance with law and handle the management of assets in a reassuring manner.

#### Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member

of the Board of Directors or the Managing Director in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

As part of an audit in accordance with generally accepted auditing standards in Sweden, we exercise professional judgment and maintain professional scepticism 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 the Board of Directors' reasoned statement and a selection of supporting evidence in order to be able to assess whether the proposal is in accordance with the Companies Act.

## THE AUDITOR'S EXAMINATION OF THE ESEF REPORT

### Opinion

In addition to our audit of the annual accounts and consolidated accounts, we have also examined that the Board of Directors and the Managing Director have prepared the annual accounts and consolidated accounts in a format that enables uniform electronic reporting (the Esef report) pursuant to Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528) for Catella AB (publ) for year 2024.

Our examination and our opinion relate only to the statutory requirements.

In our opinion, the Esef report has been prepared in a format that, in all material respects, enables uniform electronic reporting.

### Basis for opinion

We have performed the examination in accordance with FAR's recommendation RevR 18 Examination of the Esef report. Our responsibility under this recommendation is described in more detail in the Auditors' responsibility section. We are independent of Catella AB (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the Esef report in accordance with the Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), and for such internal control that the Board of Directors and the Managing Director determine is necessary to prepare the Esef report without material misstatements, whether due to fraud or error.

### Auditor's responsibility

Our responsibility is to obtain reasonable assurance whether the Esef report is in all material respects prepared in a format that meets the requirements of Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), based on the procedures performed.

RevR 18 requires us to plan and execute procedures to achieve reasonable assurance that the Esef report is prepared in a format that meets these requirements.

Reasonable assurance is a high level of assurance, but it is not a guarantee that an engagement carried out according to RevR 18 and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise

from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Esef report.

The audit firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

The examination involves obtaining evidence, through various procedures, that the Esef report has been prepared in a format that enables uniform electronic reporting of the annual accounts and consolidated accounts. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement in the report, whether due to fraud or error. In carrying out this risk assessment, and in order to design procedures that are appropriate in the circumstances, the auditor considers those elements of internal control that are relevant to the preparation of the Esef report by the Board of Directors and the Managing Director, but not for the purpose of expressing an opinion on the effectiveness of those internal controls. The examination

also includes an evaluation of the appropriateness and reasonableness of the assumptions made by the Board of Directors and the Managing Director.

The procedures mainly include a validation that the Esef report has been prepared in a valid XHTML format and a reconciliation of the Esef report with the audited annual accounts and consolidated accounts.

Furthermore, the procedures also include an assessment of whether the consolidated statement of financial performance, financial position, changes in equity, cash flow and disclosures in the Esef report have been marked with iXBRL in accordance with what follows from the Esef regulation.

### THE AUDITOR'S EXAMINATION OF THE CORPORATE GOVERNANCE STATEMENT

The Board of Directors is responsible for that the corporate governance statement on pages 2-2 has been prepared in accordance with the Annual Accounts Act.

Our examination of the corporate governance statement is conducted in accordance with FAR's standard RevR 16 The auditor's examination of the corporate governance statement. This means that our examination of the corporate governance statement is different and substantially less in scope than an audit conducted in accordance with International Standards on

Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinions.

A corporate governance statement has been prepared. Disclosures in accordance with chapter 6 section 6 the second paragraph points 2-6 of the Annual Accounts Act and chapter 7 section 31 the second paragraph the same law are consistent with the other parts of the annual accounts and consolidated accounts and are in accordance with the Annual Accounts Act.

KPMG AB, Box 382, 101 27, Stockholm, was appointed auditor of Catella AB (publ) by the general meeting of the shareholders on the 22 May 2024. KPMG AB or auditors operating at KPMG AB have been the company's auditor since 2023.

Stockholm 8 April 2025

KPMG AB

Johanna Hagström Jerkeryd  
Authorized Public Accountant



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