Annual report 2023

Nimlas Group AB

nimlas

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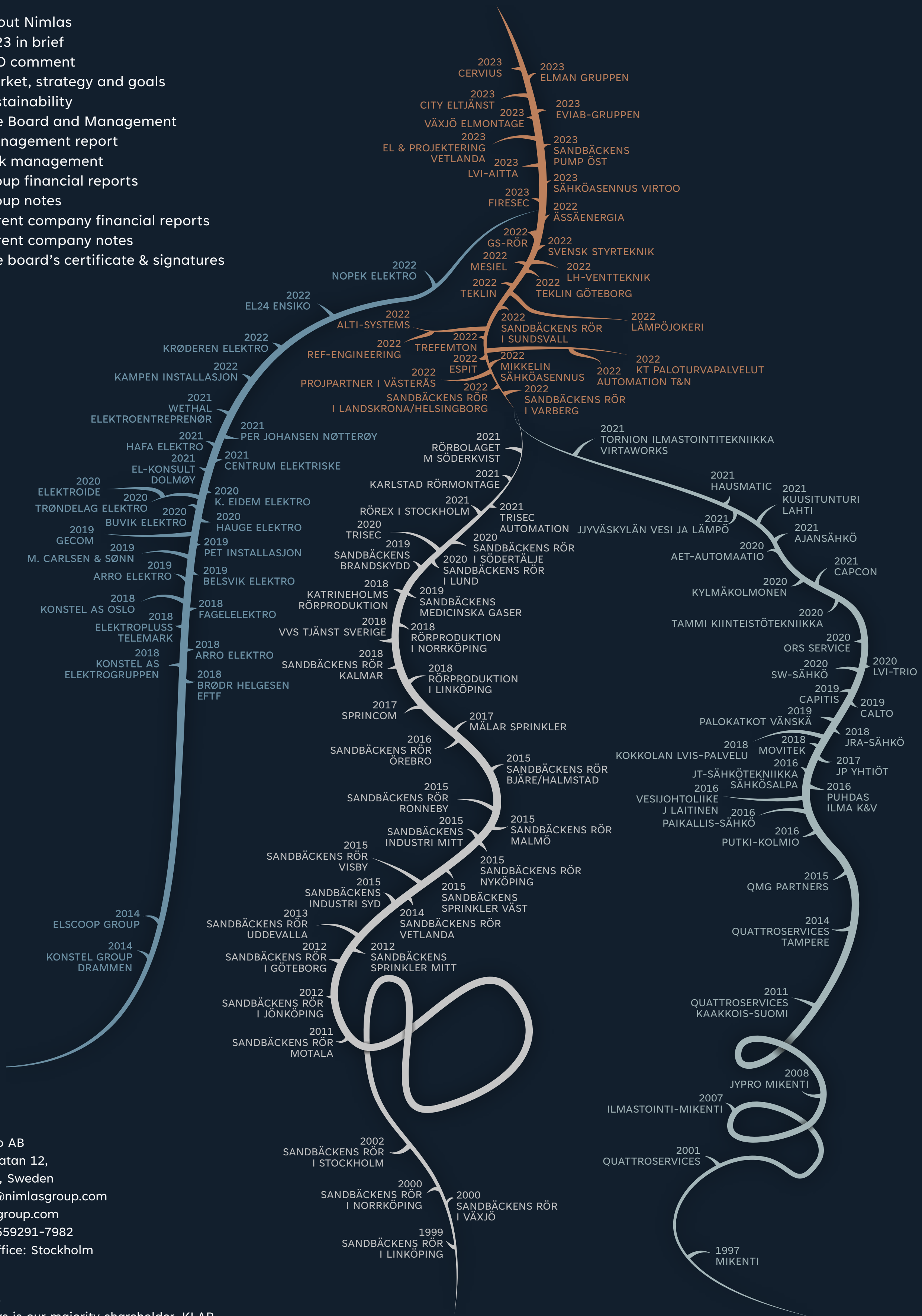

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Our owners

KLAR Partners is our majority shareholder. KLAR Partners is an independent, mid-market private equity firm focused on the mission-critical business services and industrial technology sectors, investing primarily in the Nordic, Benelux and DACH regions.

Innovative and sustainable technical installations and services

Nimlas Group is a leading Nordic group driving the delivery of technical installations and related services. Organised into three well-established country divisions – Sandbäckens in Sweden, QMG in Finland, and Konstel in Norway – Nimlas' offerings range from installing heat pumps or solar panels in residential homes to planning and designing energy optimisation for large property complexes or providing comprehensive fire protection solutions for newly constructed data centres. Since its inception in 2021, Nimlas has experienced rapid growth, driven by both organic expansion and an ambitious acquisition strategy.

A comprehensive range of technical installation solutions

Today, Nimlas comprises over 120 subsidiaries with nearly 4,000 employees offering an extensive array of technical installations and related services. Our companies specialise in installing and maintaining heating and sanitation systems, electrical systems, ventilation, automation, fire safety, and refrigeration/comfort cooling. In addition to installation and maintenance, Nimlas provides technical consultancy services for planning and design across all our core areas. Our goal is to become the leading group for technical installation services in the Nordic region, providing both conventional services and cutting-edge, energy-efficient solutions for commercial buildings, residential properties, industrial facilities, public infrastructure, and more.

More than 100 locations across Sweden, Finland, and Norway

Nimlas has a strong presence in the Nordic region through its three well-established country organisations in Sweden, Finland, and Norway. At the core of Nimlas' business model lies the operation of local subsidiaries, each led independently by local MDs who leverage the resources and expertise of the group. This results in flexible and entrepreneurial units able to combine local knowledge and trust with the collective insights and strengths of a leading Nordic player. The Nordic market boasts a sophisticated landscape marked by a substantial demand for technical installation and service solutions. The region's strong focus on, and leadership in, the green transition results in significant demand for new and sustainable technical solutions, thus laying a firm groundwork for Nimlas' objectives: robust growth and leadership in pioneering and sustainable technical installations and services.

Core technical disciplines

Important steps towards a robust Nordic installation group

2023 marked the year when Nimlas fully embraced its role as a Nordic installation group. In February 2023, the acquisition of the Norwegian installation company Konstel was closed, solidifying Nimlas' position as a Nordic group present in Sweden, Finland, and Norway. During the year, the three country organisations executed a number of acquisitions, bolstering and broadening the group's portfolio.

Milestone reached with establishment in Norway
In February 2023, Nimlas completed the acquisition of the Konstel Group, a leading electrical installation company in Norway. This acquisition expands Nimlas' offering and market reach, establishing it as a fully-fledged Nordic installation group. Konstel specialises in electrical installations and has added approximately 1,000 employees and over 1.6 billion Norwegian kroner in revenue to the group.

Changes in Nimlas' leadership team
During 2023, Nimlas' leadership team underwent significant changes. In May, Christoffer Järkeborn assumed the role of Deputy Group CEO. Christoffer has been part of the leadership team since 2022 serving as the CEO of the Swedish operation, Sandbäckens. In November, Tiina Koppinen, previously Executive Vice President at Skanska Finland, was appointed as the new CEO of QMG, Nimlas' Finnish operations, succeeding Kimmo Liukkonen from March 2024. After nine years in this role, Kimmo decided to step aside but will continue to offer his support to the company. In addition, Marcus Holmstrand was appointed as the new Group CFO for Nimlas at the end of 2023. With a background in property development and prior experience as CFO at Catella AB (publ), Marcus assumed his role in January 2024.

Acquisitions and growth
Electrical installations introduced as a new business area in Sweden
In 2023, Nimlas expanded its Swedish operation, Sandbäckens, by acquiring several electrical companies, including City Eltjänst, EVIAB Group, Växjö Elmontage, and El & Projektering

First group-wide management meeting
In October, Nimlas convened its inaugural management meeting, bringing together over 140 local MDs and managers from across the Nordic group. The gathering aimed to deepen comprehension of Nimlas and our business model, with a primary focus on our quest to become "a Nordic champion", and to cultivate relationships that would enable us to inspire and learn from one another.

Vetlanda. Together, these acquisitions contribute an annual sales figure of SEK 400 million. This strategic move led to the establishment of a new business segment focused on electrical installations. Sandbäckens aims to grow the sales of its electrical segment to at least SEK 1 billion.

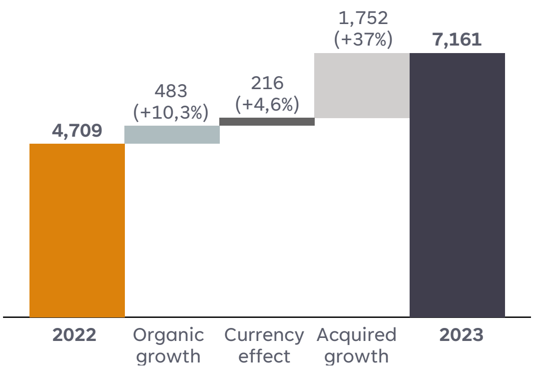
Increased focus on energy efficiency services in Finland

In 2023, QMG, Nimlas' Finnish operation, expanded its service portfolio with the acquisition of Cervius, a prominent provider of energy efficiency services to the Finnish real estate industry. Cervius offers a distinctive blend of energy efficiency, automation, and technical property services. With about 90 employees and an annual sales figure of approximately SEK 100 million, Cervius has a significant presence in the Turku region.

Several electrical companies acquired by Nimlas Norway

Nimlas' Norwegian operation, Konstel, bolstered its position in the Norwegian electrical installation market through the acquisition of two installation companies, merged with Fagelektro and Krøderen Elektro, respectively. Additionally, the acquisition of the Elman group, agreed upon in December and closed in January 2024, further strengthened Konstel's position. Collectively, these three acquisitions increased Konstel's revenue by approximately 320 million kroner and expanded its workforce by 200 employees, thereby enhancing its presence in the Agder, Buskerud, and Trøndelag counties.

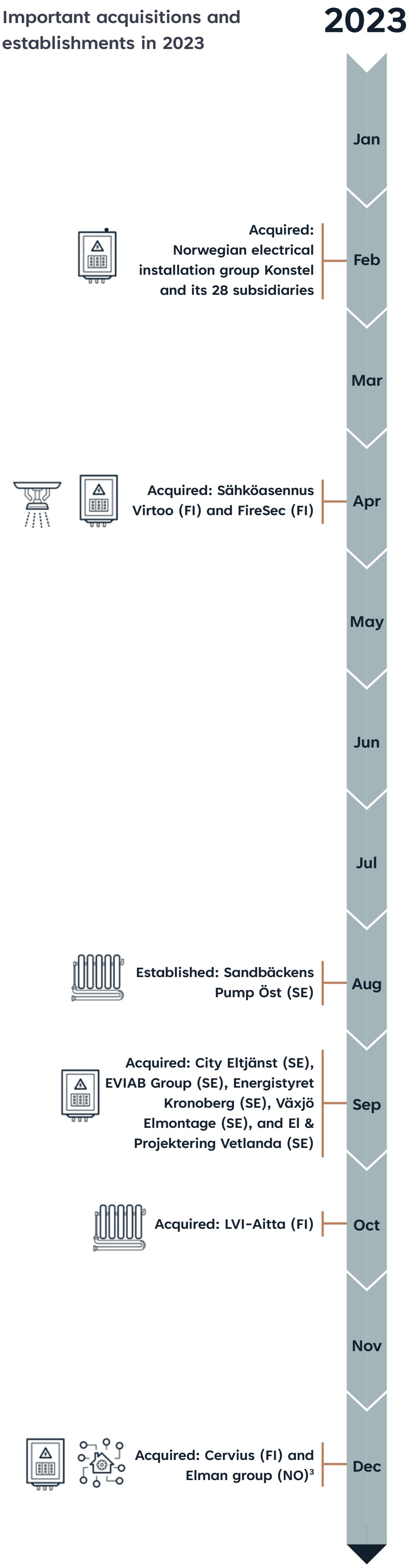
Growth in net sales (pro forma), SEKm



Key figures, SEKm	2023	2022
Net sales	7,161	4,709
Net sales (pro forma)[1]	7,949	5,033
Adjusted EBITA (pro forma)[1, 2]	546	313
Adjusted EBITA margin (pro forma), %[1, 2]	6.9	6.2
Average number of employees	3,812	2,587

[1] *The pro forma statement is adjusted for acquisitions and divestments, reflecting the outcome based on the companies included in the group at the end of the accounting period, as if Nimlas had owned them throughout the period. For 2023, the Elman group, acquired in December 2023 but completed in January 2024, is also included.*
[2] *Adjusted for items affecting comparability such as restructuring costs and items directly attributable to significant acquisitions.*
[3] *The acquisition of the Elman group was completed in January 2024.*

Important acquisitions and establishments in 2023



We have demonstrated that our model holds up

2023 was our second full year as Nimlas. At the beginning of the year, Konstel, our operation in Norway, formally became a part of Nimlas and we continued our journey towards becoming the most profitable installation group in the Nordics with a strong focus on sustainability. In 2023, our pro forma turnover grew to SEK 7.9 billion and pro forma adj. EBITA increased to SEK 546 million. The key to our success lies in our strategy – to provide a multidisciplinary offering in many geographies – and our model – of local companies that know their market and have a clear mandate to drive and develop their business.

Strategic acquisitions complement our offering

With the acquisition of Konstel, complementing our existing establishments in Sweden (Sandbäckens) and Finland (QMG), we have established ourselves as a Nordic player in the installation market. In Finland, our operations are well diversified and we offer services in all relevant disciplines. During 2023, we acquired four companies in different fields in the Finnish market, as well as conducting several smaller asset acquisitions. In Sweden, we have traditionally been strong in heating and sanitation solutions but, during the year, we expanded into the electrical sector through the acquisition of several companies focused on electrical installations and automation. In Norway, Konstel, which today is focused on electricity, made a couple of smaller acquisitions during 2023 and, in December, agreed to acquire a group of electrical contractors active in Trøndelag. The companies acquired during the year, besides Konstel, together contribute just over SEK 1 billion in annual sales and approximately 570 new employees.

We fuel growth through organic expansion, establishment of new ventures, and acquisitions. As part of our acquisition strategy, we target profitable and well-managed companies that we can develop further. We promote their growth through investments in light-touch integration, business monitoring tools, and by capitalising on synergies in procurement and client relationships. Efficiency-enhancing initiatives can occasionally support sustained growth.

Overall, we experienced good profit growth in the underlying business during 2023. Adjusted for costs related to acquisitions, restructuring, and other one-off items, we reported a pro forma EBITA[1] of SEK 546 million for the full year 2023, compared to SEK 313 million for 2022.

A resilient business in challenging times

Our strategy, which focuses on expanding our services to cover all aspects of installation and maintenance of building technology, provides inherent resilience during economic downturns, a strength that demonstrated its value in 2023. Already in 2022, we observed a weakening economy driven by factors such as rising interest rates, inflation, and material shortages, partly attributable to Russia's invasion of Ukraine. In particular, there was a significant decline in the demand for the construction of new housing. However, by swiftly redirecting our local units to new market segments and offering a diverse range of services across different regions, we always have segments of our business that can offset declines in other areas. We remained committed to shifting our focus within customer groups – from residential to community service properties, from new constructions to renovations, and from installations to service contracts. This allowed us to stay one step ahead of the recession.

A clear strength of our business model is that our local MDs have their own mandates. They are skilled entrepreneurs in their respective regions, possessing well-established relationships with customers and the market. Together with their teams they deliver results, understanding that trust is the key to recurring customers and new assignments. As co-owners in Nimlas, these MDs have an incentive to contribute to joint success, as well as decision-making authority in important matters. Their local expertise is complemented by the benefits of common purchasing, shared business systems, and a network of fellow MDs. Throughout 2023, we continued to enhance our model, building on its strengths. We held the first joint management meeting with about 140 participants, where discussions revolved around finance, business plans, and our management model. In addition, we developed training programmes for MDs, project managers, and installers in areas such as leadership, contract law, planning, project management, and work environment.

> ”A clear strength of our business model is that our local MDs have their own mandates.”

Further steps towards becoming a Nordic champion

At the group level, we welcomed Marcus Holmstrand as the new CFO from the beginning of 2024. In Finland, Kimmo Liukkonen decided to leave his role as CEO of QMG to continue in an advisory capacity. We thank Kimmo for his outstanding work in building up QMG and welcome Tiina Koppinen as his successor from 1 March 2024. During 2023, the management in Finland was further strengthened with the recruitment of an HR manager, as well as a sustainability and purchasing manager. We are also working through Nimlas' governance, from policies to tightening requirements and expectations on monitoring and reporting according to IFRS. We have also introduced a unified system for measuring employee satisfaction, so that we can get better at measuring the well-being of all employees and learn from each other.

The journey of building Nimlas into a leading installation group in the Nordic region will continue throughout 2024. Digitalisation and AI are set to play pivotal roles. Through digitalisation, we can enhance efficiency and elevate the quality of our monitoring systems. That allows us to make better informed decisions, set higher standards, and take tangible steps towards becoming the most sustainable installation group in the Nordics. However, our true potential lies in our service delivery to customers, where we can make a substantial contribution to a sustainable society. We're already witnessing how our installations stand to benefit greatly from integration with AI tools, particularly in predicting indoor climate, temperatures, and human behaviour with greater precision. In this way, significant resources can be saved, not least in the heating of properties, which is a win for both our customers and the climate.

Outlook for 2024

Throughout 2023, we laid a strong foundation by successfully building a robust Nimlas with a comprehensive offering across the Nordic region. In the future, we will be giving greater priority to enhancing the company's governance and procedures but, in 2024, our primary objective is to sharpen our focus on increasing profitability. We are committed to streamlining internal operations, bolstering support for our local subsidiaries, improving efficiency in procurement, and providing additional training to empower our employees to excel in their roles. Our growth strategy entails both organic expansion and strategic acquisitions of profitable companies that align with our culture and values. In essence, our goal is to create the optimal environment for installation companies to grow and thrive. With our diverse range of services and extensive geographical presence, we have established a solid footing that allows different facets of our business to excel. As part of the group, local MDs can draw upon the experiences and insights of others who have encountered similar challenges.

I would like to extend my gratitude to all Nimlas employees for their exceptional contributions throughout the past year. Your dedication truly showcases the resilience of our model. Knowing that it remains robust, even in the face of challenges like those encountered in 2023, instils confidence in our future endeavours.

Mikael Matts
Chief Executive Officer

[1] *EBITA adjusted for non-recurring items and pro forma for acquisitions and divestments carried out during 2023, including the acquisition of the Elman group agreed upon in December 2023 but completed in January 2024.*

Our offering meets the future needs of intelligent installations

The market for installations and related services is characterised by high fragmentation and specialisation. There is a great demand for expertise in green solutions, and the industry plays a crucial role in the ongoing green transition in the Nordic region.

The construction and real estate sector is witnessing a downturn in new construction demand, but the need for service and maintenance, along with the sustainable renovation and modernisation of existing facilities, remains robust. Nimlas' decentralised governance model leverages the extensive expertise within our subsidiaries, ensuring that crucial business decisions are made where knowledge is most profound – in close proximity to the market, customers, and organisational operations. Overall, this strategic approach puts Nimlas in a strong position to address market demands and emerge as a resilient and successful installation group.

The market

Nimlas operates within the installation services market in Sweden, Finland, and Norway, offering a range of services including heating, sanitation, electricity, ventilation, automation, fire safety, and cooling/refrigeration, as well as associated maintenance and servicing. This market is inherently decentralised, with installations, maintenance, and servicing predominantly conducted locally across various types of facilities. The total market value of installations in these countries is estimated to be in excess of SEK 260 billion according to independent market analysis company Prognoscentret. Renovation, repair, and upkeep projects represent the largest segment, constituting approximately 45 percent of the market value, followed by new construction and servicing at around 30 and 25 percent, respectively. Sales are directed towards both private and public sectors, with significant customer groups including construction companies, industry, property companies, other commercial businesses, and public institutions. Economic conditions and local construction trends in each area and country have a notable impact on the installation market, albeit with some lag. Regardless of the economic situation, there is usually a demand for the servicing and maintenance of properties and this provides stability in the market.

Development in 2023

The uncertainty prevailing in the market since 2022 continued and intensified throughout 2023. Rising interest rates and inflation led to subdued investment, particularly in new construction, causing a significant decline in residential building activities by construction companies. Prognoscentret's statistics reveal a 41 percent decrease in investments in new housing in Sweden compared to 2022. Similarly, residential construction slowed notably in Finland and Norway, with investments decreasing by 24 percent in Finland and 22 percent in Norway. Despite some moderation in the pace of investment in other property types such as new industrial and logistics facilities, offices, commercial spaces, hotels and restaurants, and public properties, the decline was not as pronounced. The largest investments in 2023 were directed towards industrial and public properties, including those within the defence and justice sectors.

In comparison with new construction, the market for renovating existing properties and facilities performed better during the economic downturn, helping alleviate the impact of sluggish residential construction. Overall, total investments in the construction markets of Sweden, Finland, and Norway decreased by just under 12 percent in 2023, according to Prognoscentret's data.

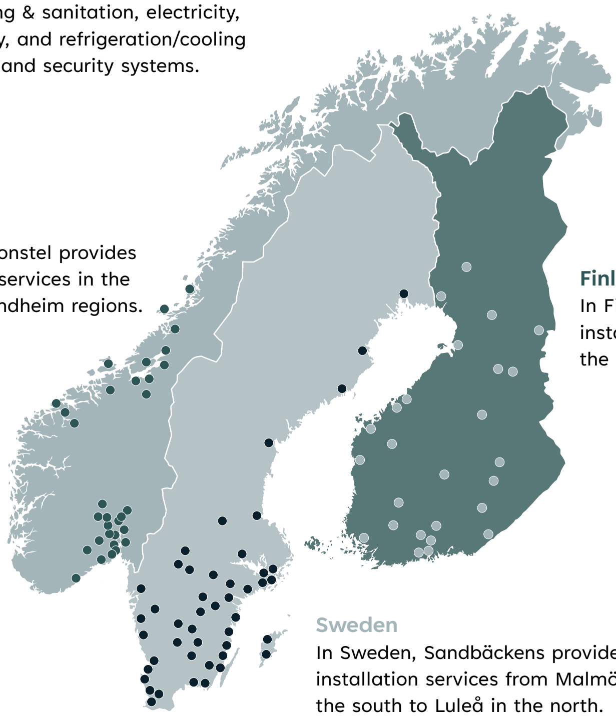
Strong drivers for continued demand

In 2024, the market for new construction is expected to remain on a downward trend, while the demand for renovation, repair, and maintenance projects is anticipated to grow. The robust sustainability trend, a pivotal factor in this market, along with concerns regarding high electricity prices, has bolstered the sustained demand for future-proof and resource-efficient installations within existing facilities. There is a rising need for current and future installations to communicate with one another seamlessly and to connect to relevant sources for optimising power and resource utilisation as efficiently as possible. Customers are increasingly seeking sophisticated holistic solutions that deliver cost and resource savings.

Furthermore, the demand for sustainable and resource-efficient installations is fuelled by EU regulations, as well as national regulations and incentive programmes in Sweden, Finland, and Norway. Given that buildings account for up to 40 percent of all carbon dioxide emissions, from material production and transportation to installations, ongoing management, and building operations, significant efforts are required to enhance the overall sustainability of the construction sector. In conclusion, this underscores the expectation that the demand for smarter and more sustainable installation services and solutions will remain robust for the foreseeable future.

Nimlas' market position

Nimlas Group has a strong presence in the Nordic region, with three well-established country organisations in Norway, Sweden, and Finland. Through our local entities spread across more than 100 locations and with a workforce of nearly 4,000 employees, we offer a comprehensive range of technical disciplines – from heating & sanitation, electricity, ventilation, automation, fire safety, and refrigeration/cooling to associated services like design and security systems.

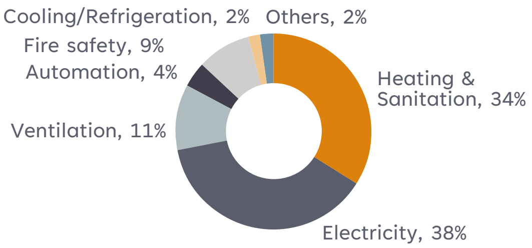


Norway
In Norway, Konstel provides installations services in the Oslo and Trondheim regions.

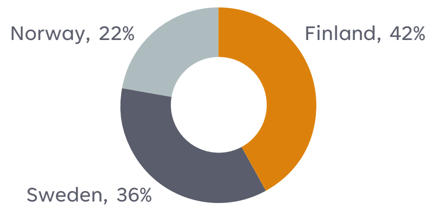
Finland
In Finland, QMG provides installations services from Helsinki in the south to Rovaniemi in the north.

Sweden
In Sweden, Sandbäckens provides installation services from Malmö in the south to Luleå in the north.

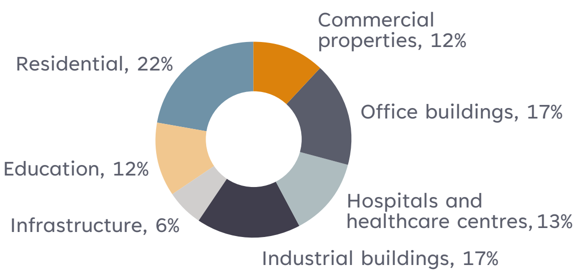
Sales by discipline



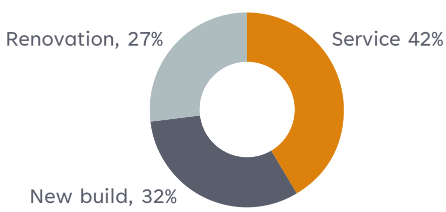
Sales by country



Sales by type of facility



Sales by market segment



Strategy

To meet customer needs effectively and navigate structural and cyclical trends, Nimlas has developed a strategy centred around four key areas: leadership, operational efficiency, business development, and mergers and acquisitions, including new establishments. A fundamental principle of this strategy is decentralised accountability and decision-making. With our market being inherently local, the local entrepreneurs shoulder the responsibility for customer satisfaction and sales. Their proximity to the customer and understanding of their preferences are essential for seizing opportunities promptly and responding to market shifts.

In our model, local entrepreneurs are also shareholders, creating positive incentives for their continued personal and business development. They gain access to Nimlas' growth platform while retaining their independence. As part of Nimlas, they benefit from procurement expertise, negotiated framework agreements, and essential business systems, along with support in finance, personnel, IT, sustainability, occupational health, and quality. Moreover, they become part of a network of fellow entrepreneurs, facilitating the exchange of experiences and solutions to common challenges. With a focus on learning and development, Nimlas conducts "academies" for various professional roles such as MDs, project managers, and lead installers, providing training in leadership, contract law, planning, project management, and occupational health and safety. This approach enables us to enhance leadership capabilities, improve operational efficiency, and drive business growth.

Another key aspect of Nimlas' strategy is its multidisciplinary approach. In each country, we aim to develop a comprehensive offering within our market. To achieve this objective, we have an active plan for acquisitions and the establishment of new ventures to expand the business with profitable companies. Crucial to our acquisition strategy is not only the identification of profitable entities but also the reassurance that they are led by individuals who share Nimlas' values and ambitions and are committed to ongoing growth and development within the group. In 2023, Nimlas expanded through numerous acquisitions and new ventures, referred to as greenfield establishments. In Sweden, Sandbäckens completed several acquisitions during the year, notably bolstering its electrical services portfolio. Additionally, a new greenfield establishment focusing on heating and sanitation with a pump orientation was initiated in Nyköping. In Finland, QMG acquired four companies spanning various disciplines and executed several smaller asset acquisitions. Nimlas' operation in Norway, Konstel, has been integrated into the group since February 2023. During the year, Konstel made three acquisitions to enhance its existing operations, including the acquisition of Elman, which comprises five operational companies.

Throughout 2023, Nimlas maintained its emphasis on a higher percentage of renovation projects over new construction. Furthermore, the group aimed to pursue projects spanning the entire spectrum from design to installation and maintenance. This strategic focus not only fosters long-term customer relationships but also has the potential to improve efficiency and profitability.

Focus areas

Leadership

The local managing directors, with their mandate and autonomy, are at the core of our leadership philosophy. Nimlas shall provide the best environment for people and companies to grow and develop.

Operational exellence

We continuously work with improving profit margins and cash flow generation. Central to this is improving our project management capability, both in terms of leadership and processes.

Business development

We develop businesses based on the green agenda and energy optimisation of all our markets. Through strong local ownership from all our local managing directors, we meet and respond to the local market needs.

M&A

Our goal is to become multi-disciplinary in all our markets and increase the share of high-margin disciplines and services.

Goals

Nimlas has established clear and long-term financial objectives to drive towards its vision of becoming the most profitable and sustainable installation group in the Nordics. Our sales target has been raised from SEK 10 billion to SEK 12 billion and, by maintaining a goal of at least a 10 percent EBITA margin, economic sustainability is also ensured. The expansion into Norway and the focus on various disciplines and customer segments put us in a position to capitalise on the fragmented market and diversify its revenue streams. In 2023, Nimlas achieved pro forma net sales of SEK 7.9 billion (SEK 5.1 billion for 2022 excluding Konstel) and an adjusted EBITA margin (pro forma) of 6.9 percent (compared to 6.2 percent in 2022).

In line with our commitment to sustainable business practices and our contribution to the green transition, we have outlined sustainability-related goals alongside our financial targets. These efforts encompass environmental, social, and governance (ESG) aspects. In 2023, Nimlas defined new long-term sustainability objectives and identified focus areas for the upcoming three years. Progress towards these goals is detailed in the sustainability report on pages 10-15.

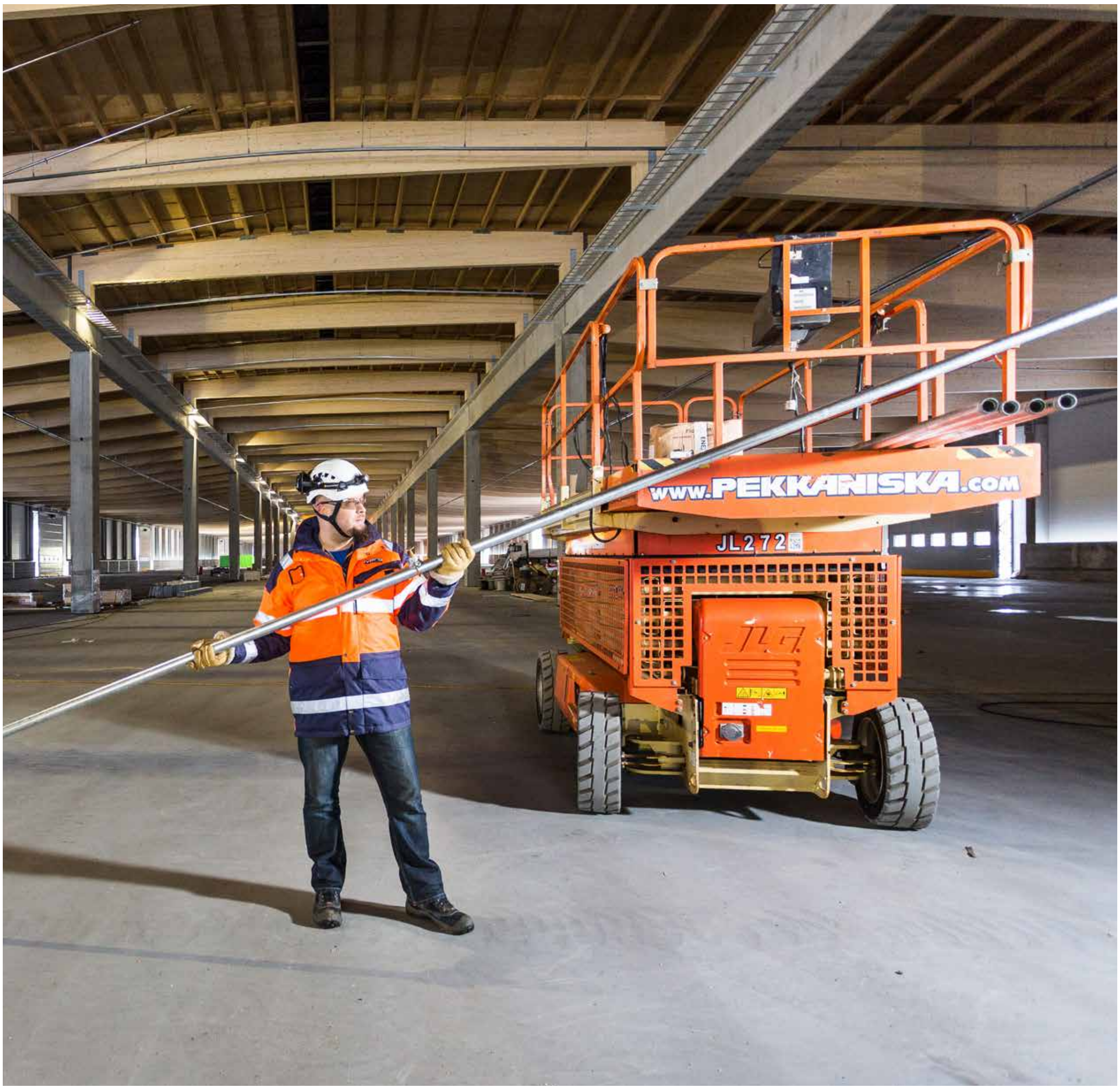
Financial targets

12

SEK 12 billion in sales

10%

EBITA margin of 10%



We are a part of the green transition

Sustainability is a core part of our strategy and vision. Our projects are carried out in close collaboration with customers, partners, and suppliers, as we collectively contribute to building a more sustainable society. With extensive experience and comprehensive expertise in energy-efficient solutions for the construction and real estate sector, Nimlas' services play a crucial role in the green transition in the Nordics.

The basis of Nimlas' sustainability strategy was launched in 2022 when an analysis focusing on environmental, social, and governance (ESG) aspects was conducted to identify the most significant sustainability issues for the group. This ESG framework also guides the presentation of our work.

Throughout 2023, sustainability efforts progressed alongside business growth. The goal for 2024 is to conduct a comprehensive materiality analysis for the entire group, laying the groundwork for future sustainability efforts. This detailed analysis of the impact of Nimlas, including risks and opportunities within sustainable development, prepares us for the EU's upgraded sustainability reporting standards under the CSRD (Corporate Social Responsibility Directive) and ESRS (European Sustainability Reporting Directive).

In 2023, emphasis was placed on integrating sustainability into the business plan, defining new long-term sustainability objectives along with focus areas for the upcoming business planning period of 2024–2026. We also continued to formulate policies for value chain governance, including a new supplier code. Efforts were made to link sustainability more closely with the strategy, such as applying to convert some of our existing loans to green loans.

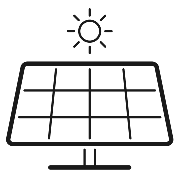
All sustainability work at Nimlas is aligned with the UN's Global Goals for Sustainable Development and Agenda 2030. Always receptive and always curious, we will tailor our sustainability efforts to the challenges and opportunities of our operations. By working systematically towards continuous improvement, we will accelerate sustainable development both within the group and for our stakeholders.

Delivered by Nimlas in 2023

Heat Pumps (No.)

3,900

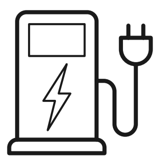
Saving 38,000 MWh, enough to heat an additional 7,700 detached houses



Solar Panels (effect, kW)

16,000

Generating the energy equivalent of heating and hot water for 3,100 detached houses with heat pumps



EV Charging Stations (No.)

7,400

112,000 new rechargeable cars registered in Finland, Norway, and Sweden during 2023

Environmental disclosures

As a service company focusing on technical installations, our climate and environmental impact is primarily indirect, upstream from our supply chain and downstream through the installation and service projects we undertake for our clients. Nimlas' offerings enable energy savings with the potential to significantly reduce carbon dioxide emissions from buildings and various types of facilities.

A long-term goal focused on climate issues

Based on a mapping of our direct and indirect carbon emissions, the focus in 2023 was on establishing a new long-term climate goal and identifying further actions to reduce the group's climate impact. Our long-term goal is to minimise our climate footprint and become completely climate-neutral in our value chain.

In 2023, our total carbon emissions within Scope 1 and 2 amounted to 8,587 tons of CO2e, compared to 5,756 tons of CO2e in 2022. The increase is attributable to Konstel, acquired at the beginning of 2023. Excluding the Norwegian operation, emissions have decreased in absolute terms, even though comparable revenue increased by about 10%. We also began measuring our indirect emissions in Scope 3 using spend-based methodologies for calculation given the lack of available data for most of the value chain. Scope 3 emissions are estimated at 62,712 tons of CO2e, accounting for approximately 88% of Nimlas' total carbon emissions for 2023.

The focus for the coming years is on reducing our carbon emissions per earned krona in Scope 1 and 2, through continued electrification of our vehicle fleet (Scope 1) and switching to fossil-free electricity and heating (Scope 2) in our premises. The phase-out of fossil-fuelled service vehicles and company cars is gradual, in line with the ageing of the existing fleet.

To reduce our indirect carbon emissions and increase control in Scope 3, we will concentrate on strengthening cooperation with suppliers and aiming for a higher degree of environmental product declarations (EPD) for the materials purchased. The environmental product declarations provide information about the individual products' climate footprint related to raw materials, transport, and the consumption of chemicals, energy, and water during production. The aim is to make it easier for us and our clients to actively choose products with the lowest possible climate impact, which is essential for sustainable procurement.

Environmental and Climate Goals

Long-term goal
Climate-neutral value chain

Target areas 2024–2026
- Transition of vehicle fleet to fossil-free alternatives (Scope 1)
- Reduce carbon footprint from own facilities (Scope 2)
- Increase the proportion of products with environmental declarations (Scope 3)

Contributing to the UN's Global Goals

Achieving a climate-neutral value chain

Nimlas' greatest contribution to reducing carbon emissions in its value chain occurs indirectly in Scope 3 through the innovative, energy-efficient solutions its customers and partners install in their properties. Nimlas continually develops its service offerings in subsidiaries to deliver the most attractive solutions in the market. The installed products significantly reduce energy usage in buildings and facilities. For example, according to our calculations, replacing direct electric heating with a heat pump can cut heating costs by 50%. Digitalisation and AI also open new possibilities, with AI data automation demonstrating significant potential for the optimisation of heating use in buildings and thereby reduced energy consumption.

By increasing sustainability requirements for suppliers, Nimlas works to ensure that the current and new products installed have minimal environmental and climate impact and are designed for circularity. A step on this journey is our new code of conduct for suppliers.

Energy use and GHG emissions	2023	2022
Total energy consumption, MWh	**37,178**	**25,257**
- Energy consumption for leased or owned vehicles (Scope 1), MWh	26,989	18,047
- Energy consumption for purchased electricity, heating, and cooling in properties (Scope 2), MWh[2]	10,190	7,210
Total emissions, tCO2e[1]	**71,299**	**5,756**
- Direct emissions from leased or owned vehicles (Scope 1), tCO2e	6,502	4,533
- Indirect emissions from purchased electricity, heating, and cooling (Scope 2), tCO2e[2]	2,085	1,223
- Other indirect emissions from purchased goods and services, business travel, commuting, capital goods, waste management, transportation, and distribution (Scope 3), standard calculation, tCO2e	62,712	-
Total emissions relative to revenue, tCO2e/MSEK[1]	**9.96**	**1.22**
- Direct emissions from leased or owned vehicles (Scope 1), tCO2e/MSEK	0.91	0.96
- Indirect emissions from purchased electricity, heating, and cooling (Scope 2), tCO2e/MSEK[2]	0.29	0.26
- Other indirect emissions from purchased goods and services, business travel, commuting, capital goods, waste management, transportation, and distribution (Scope 3), standard calculation, tCO2e/MSEK	8.76	-

[1] *Emissions in Scope 3 were calculated for the first time for the fiscal year 2023, affecting the comparison between years.*
[2] *Note that the data for Scope 2 are not complete as the consumption of electricity/district heating in rented premises is currently difficult to determine.*

Energy optimisation of shopping centres in Sweden

Our Swedish subsidiary, Trisec Automation AB, is tasked with energy-optimising 12 shopping centres across Sweden for Olav Thon Eiendom, one of Norway's leading real estate companies with around 90 shopping centres and about 500 commercial buildings in its portfolio. High indoor climate standards are required for such properties, necessitating continuous adjustments to accommodate seasonal changes, visitor traffic fluctuations, and the specific needs of individual stores.

By mapping and optimising the existing heating, ventilation, and air conditioning (HVAC) systems, property well-being is enhanced, the property owner's finances are strengthened, and a pleasant and healthy indoor environment is maintained for store personnel and visitors. The work includes replacing old control systems and efficiently regulating and optimising various flows and temperatures. So far, about 40 units have been retrofitted for optimal fresh air mixing. In some of the shopping centres, including Sollentuna Centrum, Mirum in Norrköping, and Etage in Trollhättan, Trisec is also overhauling all control cabinets, replacing control equipment, and adding temperature and energy meters to better monitor consumption and prevent issues such as leaks in heating and cooling systems.

Shopping Centre Concept
(example of estimated savings in one of twelve shopping centres)

Estimated Energy Savings

25%

Approximately 1.7 GWh in reduced annual consumption through energy optimisation

Annual Cost Saving

SEK 3.4 m

Energy optimisation investment 2.5 million SEK (payback period of approx. 0.7 year)

Potential Future Savings

SEK 6 m

per year through the installation of geothermal heat pumps (payback period of approx. five years)

Social disclosures

Our employees are our most important asset and play a crucial role in delivering on Nimlas' strategies. To achieve our goal of being the most attractive employer in our industry, we've pledged to offer the best environment for people and businesses to grow. We cherish our shared values, local entrepreneurship, and the development of a modern leadership that promotes individual growth. Efforts are constantly made to ensure a good and safe working environment, striving for inclusion, and working towards increased diversity and equality within the group.

To consistently evaluate our ability to provide an attractive, safe, and progressive workplace, we conduct an annual employee survey for all staff members across the organisation. The survey findings are carefully analysed and used to formulate action plans at both national and local levels. The 2023 survey results revealed favourable outcomes throughout the entire organisation, with a composite Employee Net Promoter Score (eNPS) of 45, of which we are very proud.

Social goals

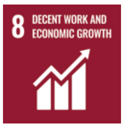
Long-term goal

The best environment for people and companies to grow

Target areas 2024–2026

- Relevant and role-specific competency development throughout the organisation

Contributing to the UN's Global Goals



Sustainable workplaces for our employees

With nearly 4,000 staff, Nimlas and its subsidiaries have a significant responsibility as employers and sustainable workplaces are of paramount importance. Our top priority is to provide a safe and healthy work environment, especially for our technical installers or property maintenance staff who face a variety of risks every day. We operate continuous and systematic health and safety programmes in compliance with industry standards. All companies within the group have a responsibility for workplace safety, and action plans are established at group, regional, and company levels. We monitor employee health and safety by reporting accidents and sick leave.

Our decentralised organisation emphasises the importance of good leadership. Nimlas aims to offer responsible and modern leadership that supports every individual in reaching their full potential. Attracting and retaining experienced and qualified employees is crucial for maintaining high-quality services and strengthening strategic competence within the group. To secure long-term recruitment, we invest in apprenticeship programmes. Apprentices and interns make up nearly 15% of our workforce, and they are offered growth opportunities in a challenging but rewarding environment. Leadership and development tools are key to a successful apprenticeship programme, so we continue our strategic investment in competency development at all organisational levels to promote individual development and effective succession planning. Significant training and knowledge exchange occurs at the regional level, facilitated by physical meetings and supplemented by a wide range of role- and subject-specific courses.

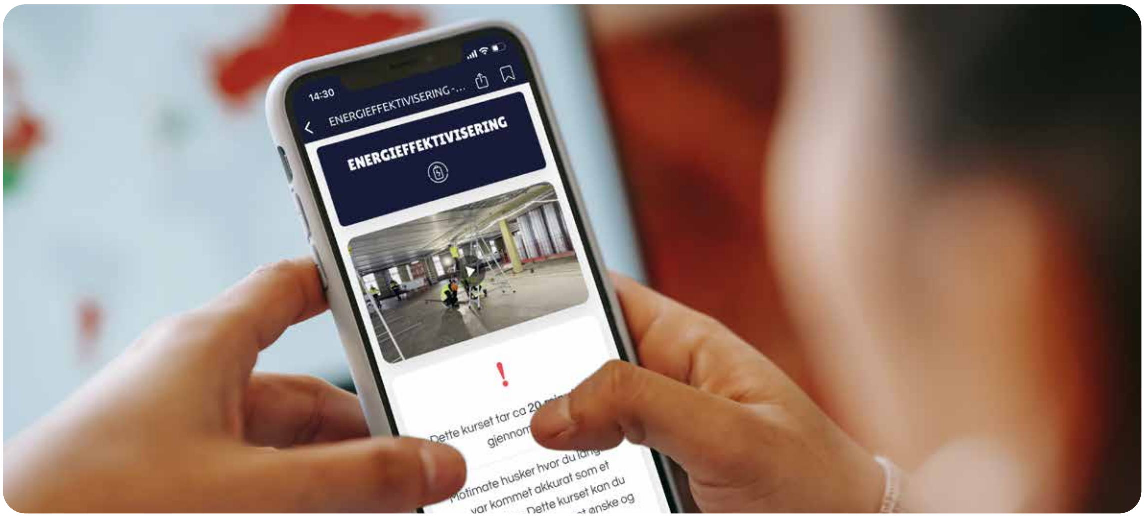
We also strive to create a work culture that supports a healthy work-life balance, equal opportunities in recruitment and development, and equal pay for equal work. Inclusion and equal rights for all are of utmost importance, and we continue to work to combat discrimination. No employee or other party should be discriminated against due to gender, gender identity or expression, ethnic background, sexual orientation, religion or belief, disability, or age. This position is outlined in our equality and diversity policy, communicated to all employees, suppliers, and relevant stakeholders.

Social sustainability in the supply chain

Our approach to social sustainability also applies to our supply chain. The group shall not engage with suppliers or partners who violate human rights or act in ways that contradict Nimlas' values. By setting requirements and actively collaborating with our suppliers and wholesalers, we can indirectly influence the conditions for employees in companies that manufacture and sell the goods and services that we procure.

Employee engagement, health, and gender data	2023	2022	2021
eNPS (employee Net Promoter Score)[1]	45	n/a	n/a
LTIF (Lost Time Injury Frequency)[2]	15	14	19
Sickness absence, %[3]	5.0	5.8	3.1
Proportion of females, all employees, %	8.1	6.1	5.7
Proportion of females in Nimlas' Leadership Team, %	14.3	0.0	0.0
Proportion of females on the Board, %	16.7	0.0	0.0

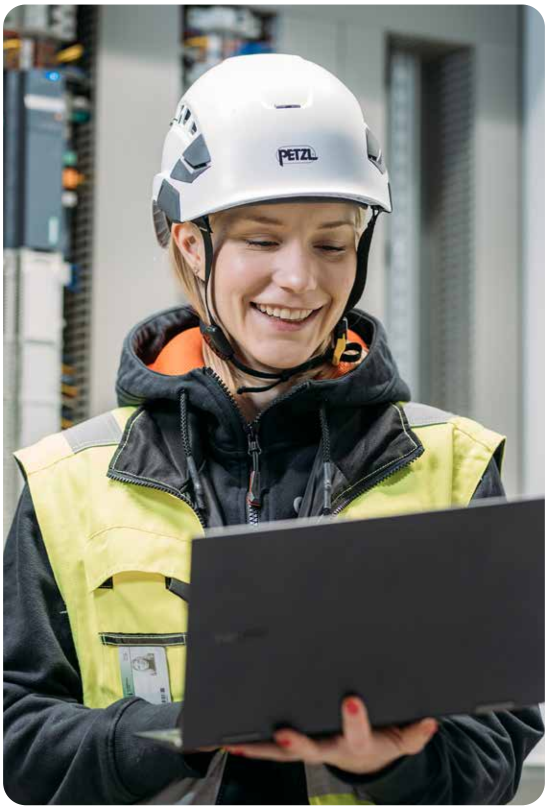
[1] *eNPS reflects the likelihood that our employees would recommend Nimlas and its subsidiaries as employers.*
[2] *Number of injuries causing an absence from work of at least three days x 1,000,000/number of hours worked.*
[3] *Totalt number of sick hours/total number of available hours.*



Mobile learning platform facilitates competency development

A mobile learning tool is particularly well-suited to an organisation where many employees are mobile throughout the workday. In Norway, Konstel has adopted a simple mobile learning platform to reach all employees across the country. So far, about half of Konstel's employees have started using the app, and a total of 37 unique courses have been published.

Collaborating with the platform developer and other suppliers, we consistently produce engaging and easily accessible courses. These courses feature recorded video clips interspersed with simple questionnaires. We offer a wide range of courses, catering to everyone from introductory sessions for new hires to specialised sustainability and product-specific training. The potential is vast, and our courses have been well-received, earning high ratings from our employees. By providing learning opportunities that are available anytime, anywhere, we not only enhance expertise but also bolster our culture and foster greater engagement.



Nimlas enhances its offering in property energy efficiency

The demands for climate and energy efficiency in buildings are becoming increasingly stringent, driven in part by reinforced EU requirements. Nimlas plays a crucial role in this transition, with a strong focus on delivering the expertise and know-how necessary to meet these new demands. The acquisition of Cervius at the end of 2023 further bolsters our offering of energy efficiency services, particularly targeting the Finnish real estate sector.

Cervius' services significantly contribute to the green transition. Working closely with property owners and managers, the company provides a comprehensive range of customised property technology services, including planning and consulting, remote monitoring of energy consumption, technical property management, and reporting. These services empower property owners to achieve higher energy efficiency, operational reliability, increased value, and rental potential. Notable clients include Finland's Parliament, the city of Oulu, SOK, and Bauhaus. In total, Cervius has over 700 service and energy efficiency agreements.

Sustainability governance

As a leader in technical installation services in the Nordics, we acknowledge our exposure to business ethical risks such as bribery, corruption, and anti-competitive behaviour in the construction and real estate sector. Business ethics are fundamental to all of Nimlas' operations, and we are committed to upholding a high level of business ethics in all relationships, emphasising the importance of integrity and ethical practices in our business operations.

Long-term goal for business ethics and regulatory compliance

Sustainable business practices at Nimlas are founded on long-term, functional relationships, grounded in trust, professionalism, and mutual respect, with all stakeholders. Our long-term objective is to maintain high standards of regulatory compliance, transparency, and ethics, extending beyond Nimlas to the entire value chain. This involves setting clear requirements for suppliers and partners and taking action if these are not met. We enforce a zero-tolerance policy against all forms of corruption, actively combating the misuse of influence or power for personal gain or the benefit of others.

When a subsidiary joins Nimlas, it becomes integrated into our culture, leveraging our structures and processes. Central to this integration is the implementation of shared values and the provision of clear methods and tools. Our core values and guidelines align with our overarching sustainability strategy, and we regularly convene meetings with local MDs to reinforce leadership in sustainability and governance.

Nimlas' Code of Conduct outlines our values, ethical guidelines, business integrity, and compliance practices. The code is communicated to our subsidiaries who are responsible for implementing these or similar requirements in their respective value chains.

Building a sustainable value chain

We also set high sustainability standards for our suppliers. New suppliers are evaluated based on financial performance, policies, management systems, and certifications. We have established routines to follow up on deviations and hold regular meetings with key suppliers. A new supplier code, developed in 2023, will start being implemented in 2024.

The focus in the coming years will be on implementing our business ethics requirements and managing the value chain. This includes the classification of suppliers, a self-assessment process for them, dialogue and analysis of responses, the definition of follow-up actions, and the auditing of selected suppliers.

Governance Goals

Long-term Goal
Maintain high levels of regulatory compliance, transparency, and ethics

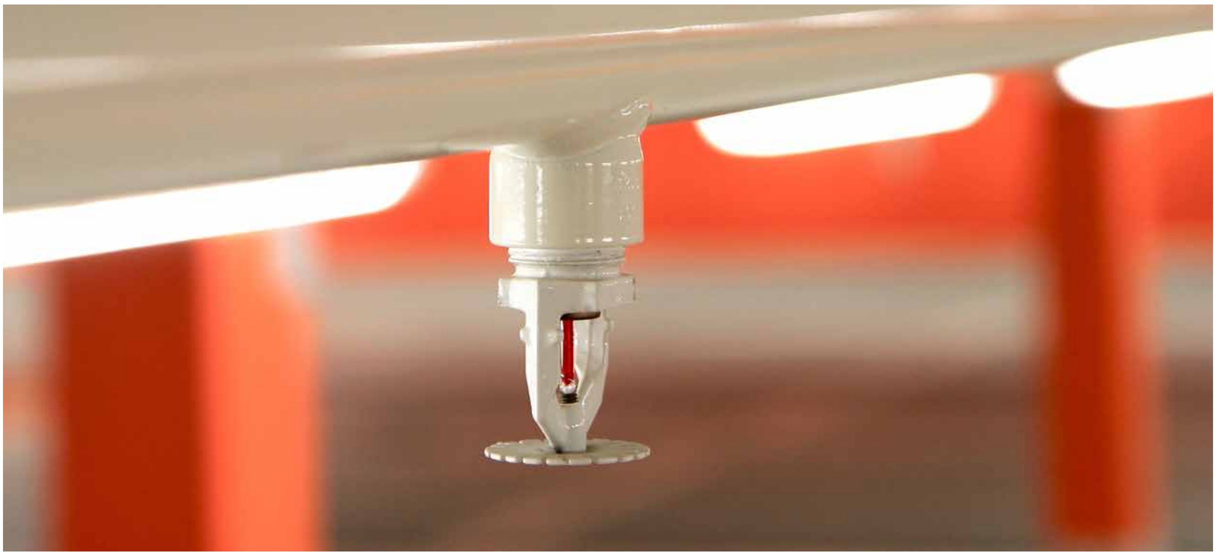
Objectives for 2024–2026
- Implementation of our business ethics requirements and management of the value chain

Contributing to the UN's Global Goals

Governance and compliance

Nimlas' sustainability policy outlines the group's sustainability efforts, which are applicable to all subsidiaries. This policy, along with other overarching governance documents, is determined by the board. The Group CEO of Nimlas oversees the ongoing sustainability efforts within the group, ensuring that initiatives adhere to the structure dictated by our decentralised governance model. This structure delegates primary responsibility to the country level and, importantly, to the subsidiaries. Local MDs are tasked with driving sustainability efforts and integrating them into their business plans, with specific policies and guidelines tailored to their respective operations. Business plans, including sustainability-related goals and strategies, are reviewed quarterly for reporting to the Nimlas board.

If an employee observes or becomes aware of actual or suspected violations of laws, regulations, or Nimlas' policies, they are encouraged to report this to their immediate supervisor or the MD of the local company. Should this reporting channel be inappropriate, they may contact the HR manager or report the suspected violation anonymously through the group's whistleblowing channels.



Board of Directors

Johan Karlström

Board member and Chairman of the Board since 2021.
Chairman of the Renumeration Committee and member of the Project Committee.

Year of birth: 1957
Principal education: MSc in Civil Engineering, Royal Institute of Technology in Stockholm.
Professional experience: Former Group CEO and President at Skanska. Various leadership positions within Skanska across Europe and the USA. CEO at BPA (now Bravida).
Other significant professional commitments: Non-executive director of CRH plc.

Ilkka Tykkyläinen

Board member since 2022.
Member of the Project Committee.

Year of birth: 1966
Principal education: MSc in Engineering, Helsinki University of Technology and eMBA, Helsinki School of Economics.
Professional experience: CEO of Pohjolan Voima. Held various leadership roles for Efora (part of Stora Enso) and ABB.
Other significant professional commitments: Chairman of the Board of Teollisuuden Voima Oyj. Non-executive director of Viafin Service Oyj and Huoltovarmuuskeskus.

Mikael Hägg

Board member since 2021.

Year of birth: 1961
Principal education: BSc in Business and Economics, Lund University.
Professional experience: Own consulting business. Former CFO at Capital Safety Group and NVS Installation AB/Imtech Nordic, and various positions within the Trelleborg Group, including VP Finance Wheel Systems and Automotive.
Other significant professional commitments: Non-executive director of Aston Harald Mekaniska Verkstad AB and Holmbergs Safety AB.

Pernilla Valfridsson

Board member since 2023.
Chairman of the Audit Committee.

Year of birth: 1973
Principal education: MSc in Business Administration, Växjö University.
Professional experience: CFO at Clas Ohlson AB (publ). Former CFO at Nobina AB (publ), CFO for Byggmax Group AB (publ).
Other significant professional commitments: Non-executive director of CTEK AB (publ) and Systembolaget.

Fredrik Brynildsen

Board member since 2021.
Member of the Renumeration Committee.

Year of birth: 1983
Principal education: BSc in Economics, Wharton School, Philadelphia, USA
Professional experience: Investment Professional at KLAR Partners. Previously at Triton and Citigroup.
Other significant professional commitments: Board member at Enerim Oy and various KLAR Partners entities.

Felix Abercron

Board member since 2023.
Member of the Audit Committee.

Year of birth: 1987
Principal education: MA in International Relations, University of St Andrews, Scotland.
Professional experience: Investment Professional at KLAR Partners. Previously at Bain Capital and BCG.
Other significant professional commitments: None.

Leadership Team

Mikael Matts

Group CEO since 2021.

Year of birth: 1968
Principal education: MSc in Civil Engineering, Royal Institute of Technology in Stockholm.
Professional experience: Several executive positions within Skanska, including Vice President of Skanska Sweden and CEO of Skanska Residential Development Europe. Managing positions at JM in residential development and construction.
Other significant professional commitments: None.

Marcus Holmstrand

Group CFO since 2024.

Year of birth: 1980
Principal education: MSc in Business Administration, Jönköping University.
Professional experience: CFO at Catella AB (publ). Several positions in controlling at Catella, Haldex AB (publ) and SCA AB (publ)
Other significant professional commitments: Board member of Scandinavian Ocean Minerals (SOM AB).

Terje Myhre

CEO of Norway since 2020.

Year of birth: 1965
Principal education: MSc in Business and Marketing, BI Norwegian Business School
Professional experience: Several executive positions within Saferoad Group. Managing Director at Kitron and Ecotron.
Other significant professional commitments: None.

Tiina Koppinen

CEO of Finland since 2024.

Year of birth: 1968
Principal education: MSc in Structural and civil engineering, Helsinki University of Technology and an MBA, Laurentian University in Sudbury, Canada.
Professional experience: Executive positions within Skanska Oy, including Executive Vice President and Senior Vice President of Business Development. Previous positions at VTT Technical Research Centre of Finland Ltd and Kestopuu Oy.
Other significant professional commitments: None.

Christoffer Järkeborn

CEO of Sweden and Deputy Group CEO since 2022.

Year of birth: 1985
Principal education: Master of Laws, Stockholm University.
Professional experience: Executive positions within Skanska, such as Regional Director Residential Development, District Manager Construction, and Head of Public Affairs. Former Chief of Staff at the Ministry of Justice.
Other significant professional commitments: Chairman of the Board of Lidköping Stadshus AB.

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Administration report

The Board of Directors and Chief Executive Officer of Nimlas Group AB, corporate identity number 559291-7982, hereby present the annual accounts and consolidated financial statements for the 2023 financial year.

The business

Nimlas Group is a Nordic corporation specialising in technical installations and associated services, organised under Sandbäckens, QMG, and Konstel. Since its establishment in 2021, the group has experienced growth through organic expansion and strategic acquisitions. With over 120 subsidiaries and close to 4,000 employees, the group delivers technical installations encompassing heating, plumbing, electrical, ventilation, automation, fire safety, and refrigeration. Operating across more than 100 locations throughout Sweden, Finland, and Norway, the local subsidiaries operate autonomously with the support of the group's resources. Our vision is to become the most profitable and sustainable installation company in the Nordic region, and the acquisition of Konstel in 2023 has strengthened our position in the Nordic market. Nimlas Group AB is headquartered in Stockholm.

Organisation

The group's operations are organised into three segments: Sweden, Finland, and Norway, operating within the disciplines of heating and plumbing, electrical, ventilation, automation, fire safety, refrigeration/comfort cooling, as well as other related services including planning, design, and energy optimisation. The parent company's operations are conducted at the head office located in Solna, Stockholm, with support functions including finance, group accounting, acquisitions, communications, and procurement. Nimlas Group was formed in March 2021 when KLAR Partners, through Nimlas Group, acquired the Swedish group Sandbäckens. The group was further expanded in October 2021 through the acquisition of Quattro Mikenti Group (QMG) in Finland and again in February 2023 through the acquisition of the Norwegian corporation Konstel. Nimlas Group is primarily owned by KP I Wengen Sàrl (72%) and partially by management and other stakeholders (28%). Nimlas Group AB is the highest level at which consolidated financial statements are prepared. The parent companies above Nimlas Group AB are domiciled in Luxembourg and are thus exempt from the requirement to prepare consolidated financial statements. Nimlas Group AB is headquartered in Stockholm, with its registered office at Rosenborgsgatan 12, 169 74 Solna. Amounts in parentheses refer to the prior year.

Significant events during the year

One of the group's primary objectives is to grow through continuing acquisitions of medium-sized companies within the installation industry. At the beginning of the year, we completed the acquisition of another significant group within the installation industry, namely Konstel in Norway, with a turnover of NOK 1.3 billion. Konstel focuses particularly on electrical installations and will now embark on a journey towards a broader range of services. During the financial year 2023, a total of 15 other acquisitions were also completed, with ten in Finland, three in Sweden, and three in Norway, generating a total annual turnover of over SEK 780 million. One of the acquisitions in Sweden involved a platform acquisition including a total of nine companies, operating within electrical installations. This acquisition has also resulted in the launch of a new business area focusing on electrical installations in Sweden. For more detailed financial information regarding the acquisitions, please refer to note 21.

During 2023, there have also been organisational changes within Nimlas. Christoffer Järkeborn, CEO and Group CEO of Sandbäckens in Sweden, was appointed as Deputy CEO of Nimlas Group in May. In October, Pernilla Walfridsson was also appointed as a board member of Nimlas Group and as chair of the audit committee. Additionally, Tim Käsbach resigned from the board during the year, and Felix Abercron has been elected as a new board member. Moreover, the recruitment of a new CEO for the Finnish corporation QMG and a new Group CFO for Nimlas Group was completed. Both new appointments have assumed their positions after the turn of the year.

Significant events in the external environment

During 2023, market uncertainty has deepened and intensified, influenced by rising interest rates and increased inflation. These factors have particularly dampened investments in new production, leading to a significant decrease in residential construction within the operations of construction companies. New constructions commenced in Sweden have more than halved compared to 2022, with similar declines observed in Finland and Norway. Meanwhile, the construction of industrial and community properties, including defense and penal facilities, has shown increased activity during the year. This shift in investment focus has created new opportunities for Nimlas Group to meet market demand.

From 2024 onwards, the market for new construction is expected to continue its downward trend, while renovation, refurbishment, and maintenance projects (ROT) and service are anticipated to grow. The ongoing sustainability trend and concerns about high electricity prices are driving demand for future-proof and resource-efficient installations in existing facilities. Nimlas Group positions itself as a provider of smart and sustainable installation services, responding to the increasing demand from customers and the growing requirements from EU and national regulations. In a time of increased uncertainty and changing consumption patterns, Nimlas Group will continue to focus on offering sophisticated integrated solutions. The company is well positioned to address the challenges and opportunities that the future of the installation industry will present.

Significant events after the reporting period

Since the turn of the year, Nimlas Group has successfully continued its acquisition strategy and completed significant acquisitions in Norway, Sweden, and Finland. In Norway, Konstel's position in Trøndelag was strengthened through the acquisition of Elman Group in January 2024. Elman Group, consisting of five operating companies, had a combined turnover of approximately NOK 300 million in 2023. In Sweden, Sandbäckens successfully completed two strategic acquisitions in February and March 2024. First, AB Storå Rör was acquired with a turnover of approximately SEK 65 million, followed by the acquisition of Filipstads Luftteknik AB in March with a turnover of approximately SEK 17 million in 2023. These acquisitions strengthen Sandbäckens' position in HVAC and energy solutions, in line with the company's goal to expand its business areas.

In Finland, Nimlas Group expanded its presence and service offering through the acquisition of Assonant Oy in February 2024. Assonant Oy is a prominent provider of electrical installation services and contributes an annual turnover of approximately EUR 2.6 million.

Alongside these acquisitions, significant changes have occurred within Nimlas' management team. Marcus

Holmstrand assumed the role of Group CFO in January 2024, and Tiina Koppinen assumed the position of the new CEO for QMG in Finland from March 2024, succeeding Kimmo Liukkonen who has chosen to step down from the role. These management changes strengthen Nimlas Group for future challenges and opportunities in the market.

Multi-year overview, SEK million	2023	2022
Net sales	7,161	4,709
Operating profit (EBIT)	220	221
EBITA	284	233
Operating profit margin, %	3.1%	4.7%
EBITA-margin, %	4.0%	4.9%
Adjusted EBITA	461	273
Adjusted EBITA (pro forma)	546	313
Profit/loss before tax	-41	156
Total assets	8,000	5,399
Solvency ratio, %	39.2%	47.6%
Average number of employees	3,812	2,587

Net sales

The net revenue for the fiscal year 2023 amounted to SEK 7,161 (4,709) million, representing an increase of 52.1 percent. Organic growth amounted to 10.3 percent, while acquired growth reached 37.2 percent and exchange effects amounted to 4.2 percent. The significant increase in net revenue is primarily attributed to the acquisition of Konstel and the platform acquisition in Sweden during 2023.

Result

EBITA for the period amounted to SEK 284 (233) million. The profit did not increase at the same rate as the net revenue, mainly due to several significant acquisitions conducted during the year. These acquisitions resulted in transaction costs exceeding SEK 85 million, which had a significant impact on EBITA. Additionally, divestments of several companies also led to high non-recurring items costs. Adjusted for these non-recurring items, which include transaction costs, loss on divestment of companies, and restructuring costs, EBITA amounted to SEK 460.5 (272.8) million. Adjusted EBITA, including pro forma adjustments, amounted to SEK 546.1 (313.1) million.

Financial position and cash flow

The total equity for the group amounted to SEK 3,133 (2,569) million at the end of the year, with a solvency ratio of 39.2 (47.6) percent. The change in the group's solvency since the previous year is primarily due to the refinancing undertaken in conjunction with the acquisition of Konstel in Norway. Cash and other short-term investments amounted to SEK 359 (298) million. The interest-bearing liabilities in the group amounted to SEK 2,802 (1,539) million at the end of the period.

Proposed disposition of earnings

The Board of Directors propose that the parent company’s retained earnings and unrestricted equity of SEK 3,007,016,044 be managed as follows:

Unrestricted equity in the parent company	SEK
Retained earnings	3,010,485,067
Net result for the year	-3,469,023
Total	**3,007,016,044**
To be carried forward:	3,007,016,044
Total	**3,007,016,044**

Sustainability report

Nimlas Group actively pursues the company's environmental, social, and economic goals to contribute to sustainable development. Sustainability constitutes an integral part of the group's strategy and vision. The execution of the group's projects occurs in close collaboration with customers, partners, and suppliers to collectively contribute to creating a more sustainable society. The foundation of the group's sustainability strategy was laid in 2022 through an analysis based on environmental, social, and governance (ESG) aspects to identify the most significant sustainability issues. The group has also chosen to describe its work in ESG terms. In 2023, the work on sustainability has progressed while the operations have grown. The goal for 2024 is to conduct an overarching materiality analysis for the entire group, which will lay the groundwork for the group's sustainability efforts in the coming years. This more in-depth analysis of Nimlas' impact, including risks and opportunities in sustainable development, is also part of the preparations for the EU's strengthened requirements for sustainability reporting under the CSRD (Corporate Social Responsibility Directive) and ESRS (European Sustainability Reporting Directive).

All sustainability efforts within the group shall be conducted in line with the United Nations' Sustainable Development Goals and Agenda 2030. By systematically working on continuous improvements, the group will accelerate sustainable development both within itself and for its stakeholders. The sustainability report is included within the financial report as a separate section on pages 10–15.

Expected future development

Nimlas has established clear financial goals to achieve its vision of becoming a leading and sustainable installation group in the Nordics. Through expansion, diversification, and a focus on sustainability, Nimlas positions itself for growth. The goals include achieving a turnover of SEK 12 billion and an EBITA-margin of at least 10 percent. Sustainability goals are also a priority, with new definitions and focus areas for the coming years. In 2024, Nimlas aims to enhance its sustainability performance, which may lead to green financing options. Demand for energy-related installations is expected to remain high, especially with increased focus on smart and sustainable solutions. Digitalization and AI will be key tools for streamlining processes and enhancing operational quality. With a focus on employee well-being and competence development, Nimlas strives to create the best environment for growth and success.

Risk and uncertainty management

All business activities entail and involve risks. Nimlas Group has developed a model and process to identify and evaluate the group's risks, comprising market-related, financial, and operational risks. Nimlas actively works on risk management to ensure stability and continuity in the company's operations. To work proactively and minimize risks, Nimlas must be flexible and responsive to rapid changes in the market and society. This is achieved by continuously monitoring and assessing risks and developing risk management methods.

Nimlas's risk management process is a collaborative effort led by the CEO and the management team. Country organizations play a key role in identifying and assessing risks in their respective markets, while local companies are responsible for implementing risk management measures in their daily operations. All levels of the organization collaborate to ensure that risks are identified, assessed, and managed effectively. A proactive approach to risk management helps Nimlas maintain and build a good reputation and a strong market position, enabling the company to continue providing innovative and sustainable solutions in the Nordic region. Below is a brief description of the risks that Nimlas considers most important to monitor and manage.

Market risks

Description	Management
Economic cycle Fluctuations in the economic cycle affect the demand for installation services. A downturn may result from regular economic fluctuations or be triggered by specific factors such as pandemics, wars, or significantly increased interest rates due to inflation. When broad demand decreases, it affects Nimlas's business volume and profit margins.	Nimlas continuously monitors the economic situation to adjust its operations and make strategic business decisions to mitigate a downturn. Nimlas's well-diversified customer base and operations across different sectors or regions also reduce sensitivity to economic cyclical fluctuations.
Competition Competition Several large and expanding corporations operate in the installation market in the Nordic region. This creates competition for customers and projects, as well as for the acquisition of local companies.	Nimlas' decentralized model along with the model of co-ownership and local collaboration, make it appealing for regional businesses to become part of Nimlas. Our local companies are well-versed in the regional market and have established long-term relationships with our customers.
Prices Cost increases for materials, equipment, and personnel can impact Nimlas' cost structure and profitability. Price fluctuations may occur due to global market changes, supply chain shortages, or other factors affecting the supply chain.	To manage cost increases due to price fluctuations for materials, equipment, and personnel, Nimlas employs careful budget planning and cost control in all projects. Cost developments are forecasted, and price changes are considered in tendering and contract design. Nimlas also establishes long-term agreements with suppliers to ensure price stability for essential materials and equipment.
Sustainability Sustainability Most sustainability-related trends create opportunities for the installation industry rather than risks. However, underlying factors such as climate change and raw material shortages risk affecting Nimlas' supply chains. Changing legislation and higher sustainability requirements from customers also make it increasingly important to be at the forefront of sustainability - those who do not meet the requirements risk losing market share.	Nimlas has integrated a focus on sustainability as a central part of its business strategy and invests in the technologies and skills required for the green transition. This positions Nimlas well for the increased sustainability requirements driven by both legislation and demand.

Financial risks

Description	Management
Financing Low financial liquidity can affect Nimlas' ability to meet its financial obligations and capitalize on market opportunities. Additionally, the company may encounter difficulties in obtaining financing or refinancing existing debts on favorable terms, which could impact its operations and growth prospects.	Nimlas regularly reviews the company's cash flow and net working capital, creating forecasts for future liquidity needs. Nimlas also has a process for managing credit risks, which includes credit assessments of customers and suppliers, and utilizes favorable payment terms and schedules. Additionally, the company maintains strong relationships with banks and other financial institutions, as well as a diversified mix of debt and equity financing. See note 12 for further details.
Currency Currency fluctuations directly impact Nimlas's results, given its operations in three different currency areas. A weaker exchange rate in any of these areas may also increase the costs of importing materials and equipment.	As Nimlas operates in three different currency areas, currency risks are diversified. Additionally, the three countries operate within their own currency, and both revenues and expenses are in the same currency in each country.

Operative risks

Description	Management
Retaining and developing employees Nimlas needs to attract, retain, and develop talented employees to ensure its competitiveness. The challenges of finding and hiring qualified individuals, retaining key personnel, and implementing changes in the company's structure and processes to meet new business needs and remain competitive can have a significant impact on the company's ability to grow and succeed in the market.	To create an attractive workplace that ensures a competitive talent pool, Nimlas actively engages in succession planning, development discussions, and evaluations of employee satisfaction. Nimlas focuses on cultivating a positive work environment and a corporate culture that fosters engagement, well-being, and continuous professional development.
Workplace conditions It is crucial for Nimlas to foster good workplace conditions by ensuring compliance with health and safety regulations, promoting diversity and inclusion, and preventing discrimination and harassment. Misconduct can have a detrimental effect on employee morale and productivity and	To ensure good workplace conditions, Nimlas systematically works on occupational health and safety management and monitors work-related accidents, including reviewing causes and implementing improvement plans. Nimlas also conducts employee surveys and has a whistleblowing mechanism to evaluate workplace conditions and prevent negative situations.

may also lead to legal and reputational issues if not addressed appropriately.	
Unethical behaviour Nimlas may also face risks of unethical behavior among employees and suppliers, including violations of human rights, corruption, and bribery. These risks can arise due to lack of oversight, failure to establish and enforce an effective code of conduct, or lack of training and awareness among employees and suppliers. Such behaviour can lead to reputational damage, legal and financial penalties, and potential loss of business or partnerships.	Nimlas continuously works to minimise unethical behavior and has developed policies and processes, such as a code of conduct and procurement procedures. Nimlas has a process for monitoring compliance with the code of conduct and procedures.
Project management Project risks, such as incorrect cost estimations, schedules, and project scopes, as well as the risk of poorly executed work, can have a detrimental impact on Nimlas. These risks can result in financial losses and damage to the company's reputation.	Nimlas provides high-quality project management training and continually reviews its projects, before commencement, throughout the duration, and after completion. All projects are monitored by the group's business control function, which also shares insights with all group companies.
Acquisition Another significant risk for Nimlas is related to the group's ambitious acquisition strategy. Integrating newly acquired companies into the group's existing operations can be challenging, and there is a risk that the integration may not succeed.	Nimlas has a comprehensive due diligence process to evaluate potential acquisition targets, as well as a detailed integration plan for each newly acquired company.
Environmental impact Nimlas may be held accountable for pollution, waste, and other environmental damage caused by our products and services, as well as for emissions and energy consumption associated with our operations. Nimlas may also face reputational damage if it is perceived that we are not doing enough to mitigate these effects.	Nimlas aims to build awareness of environmental impact across the entire group and works continuously to reduce environmental footprint. A central sustainability task force has been established, and ongoing collection of sustainability data enables steering towards our sustainability goals.
Rules and compliance Nimlas has a strong focus on compliance and regulatory risks. The company provides services in several different countries and regions and must therefore adhere to various regulations.	Nimlas has processes in place to comply with the laws and regulations applicable to its operations and has a robust process for reporting and managing incidents. This helps minimise the risk of non-compliance and ensures that any incidents or violations are quickly identified and addressed.
IT and cybersecurity Threats to Nimlas' IT security, such as cyber-attacks and data breaches, can lead to the loss of sensitive information and financial losses. Additionally, Nimlas risks experiencing system failures and interruptions in its operations due to IT issues.	To ensure a stable and secure use of IT services, Nimlas employs a range of processes and procedures to mitigate the risks of data breaches and other IT-related incidents.

Consolidated statement of profit and loss

SEK '000	Note	2023-01-01 2023-12-31	2022-01-01 2022-12-31
Revenue			
Net sales	2	7,161,348	4,709,166
Other operating income	3	41,199	14,020
Total revenue		**7,202,547**	**4,723,186**
Operating costs			
Materials and purchased services		-3,352,938	-2,386,481
Other external expenses	4	-657,662	-393,767
Employee benefit expenses	5	-2,691,211	-1,621,344
Amortisation and impairment of assets		-225,127	-100,163
Other operating expenses	3	-55,720	-460
Total operating costs		**-6,982,658**	**-4,502,215**
Operating profit (EBIT)		**219,889**	**220,970**
Financial expenses	6	-291,867	-79,439
Financial income	6	30,807	14,452
Profit/loss before tax		**-41,172**	**155,983**
Income taxes	7	-57,952	-39,679
NET PROFIT (LOSS) FOR THE PERIOD		**-99,124**	**116,305**
Attributable to:			
Equity holders of the parent		-99,901	114,193
Non-controlling interests		777	2,112

Consolidated statement of comprehensive income

SEK '000	Note	2023-01-01 2023-12-31	2022-01-01 2022-12-31
NET PROFIT (LOSS) FOR THE PERIOD		-99,124	116,305
Other comprehensive income			
Items that have been or can be reclassified to profit or loss for the year			
Translation differences for the year on translation of foreign operations		-47,295	135,599
Total other comprehensive income for the year		**-146,419**	**251,904**
Attributable to:			
Equity holders of the parent		-147,196	249,792
Non-controlling interests		777	2,112

Consolidated statement of financial position

SEK '000	Note	2023-12-31	2022-12-31
ASSETS			
Non-current assets			
Goodwill	9	5,168,673	3,506,106
Other intangible assets	9	104,623	60,440
Property, plant and equipment	10	63,747	35,849
Right-of-use assets	11	378,473	192,726
Financial assets valued at fair value	12	10,520	17,104
Other non-current receivables	12	16,297	1,092
Deferred tax assets	7	9,217	39,928
Total non-current assets		**5,751,549**	**3,853,245**
Current assets			
Inventories	13	167,569	67,717
Trade receivables	12	1,076,002	667,984
Contract assets		284,332	271,477
Other current receivables	14	84,549	76,572
Prepayments	15	277,545	164,144
Cash and short-term deposits	12	358,721	298,275
Total current assets		**2,248,718**	**1,546,169**
TOTAL ASSETS		**8,000,267**	**5,399,414**

SEK '000	Note	2023-12-31	2022-12-31
EQUITY AND LIABILITIES			
Equity			
Share capital	16	734	593
Other contributed capital		2,935,809	2,212,161
Other capital reserves		102,907	150,202
Retained earnings, including net result of the year		91,929	203,348
Equity attributable to the owners of the parent company		**3,131,379**	**2,566,304**
Non-controlling interests		2,019	2,541
TOTAL EQUITY		**3,133,397**	**2,568,845**
Non-current liabilities			
Non-current loans from credit institutions	12	2,254,064	1,168,515
Lease liabilities	11	145,871	106,765
Provisions	17	6,248	4,689
Deferred tax liabilities		37,660	55,454
Other non-current liabilities	12	129,673	42,499
Total non-current liabilities		**2,573,516**	**1,377,906**
Current liabilities			
Trade payables		623,489	426,414
Lease liabilities	11	242,209	83,093
Contract liabilities		363,300	210,669
Other current liabilities	18	292,117	122,983
Current tax liabilities	7	72,766	42,620
Accrued expenses	19	571,752	386,749
Current loans from credit institutions	12	127,722	180,136
Total current liabilities		**2,293,355**	**1,452,663**
TOTAL EQUITY AND LIABILITIES		**8,000,267**	**5,399,414**

Consolidated statement of changes in equity

SEK '000	Share capital	Ongoing new issue	Other contributed capital	Translation difference	Retained earnings	Net profit (-loss)	Equity attributable to the parent company's shareholders	Non-controlling interests	Total equity
As at 1 Jan 2022	**574**	**-**	**2,122,248**	**14,603**	**96,727**	**-7,572**	**2,226,580**	**335**	**2,226,915**
Allocation of profit	-	-	-	-	-7,572	7,572	**-**	-	**-**
Net profit (-loss)	-	-	-	-	-	114,193	**114,193**	2,112	**116,305**
Other comprehensive income	-	-	-	135,599	-	-	**135,599**	-	**135,599**
Total comprehensive income	**-**	**-**	**-**	**135,599**	**-**	**114,193**	**249,792**	**2,112**	**251,904**
Transactions with the owners of the parent company									
Issue of share capital	19	-	90,724	-	-	-	**90,743**	-	**90,743**
Issuance costs	-	-	-812	-	-	-	**-812**	-	**-812**
subsidiaries	-	-	-	-	-	-	**-**	94	**94**
Total	**19**	**-**	**89,912**	**-**	**-**	**-**	**89,931**	**94**	**90,025**
At 31 Dec 2022	**593**	**-**	**2,212,161**	**150,202**	**89,155**	**114,193**	**2,566,304**	**2,541**	**2,568,845**

SEK '000	Share capital	Ongoing new issue	Other contributed capital	Translation difference	Retained earnings	Net profit (-loss)	Equity attributable to the parent company's shareholders	Non-controlling interests	Total equity
As at 1 Jan 2023	**593**	**-**	**2,212,161**	**150,202**	**89,155**	**114,193**	**2,566,304**	**2,541**	**2,568,845**
Correction of opening equity*	-	-	-	-	-8,122	-	**-8,122**	-	**-8,122**
Allocation of profit	-	-	-	-	114,193	-114,193	**-**	-	**-**
Net profit (-loss)	-	-	-	-	-	-99,901	**-99,901**	777	**-99,124**
Other comprehensive income	-	-	-	-47,295	-	-	**-47,295**	-	**-47,295**
Total comprehensive income	**-**	**-**	**-**	**-47,295**	**-**	**-99,901**	**-147,196**	**777**	**-146,419**
Transactions with the owners of the parent company									
Issue of share capital	139	3	744,349	-	-	-	**744,491**	-	**744,491**
Bonus issues	3	-	-	-	-	-	**3**	-	**3**
Issuance costs	-	-	-935	-	-	-	**-935**	-	**-935**
Redemption of shares	-3	-	-19,766	-	-	-	**-19,769**	-	**-19,769**
subsidiaries	-	-	-	-	-3,396	-	**-3,396**	-1,300	**-4,696**
Total	**138**	**3**	**723,648**	**-**	**-3,396**	**-**	**720,393**	**-1,300**	**719,093**
As at Dec 2023	**731**	**3**	**2,935,809**	**102,907**	**191,830**	**-99,901**	**3,131,379**	**2,019**	**3,133,397**

** During the year, a new leasing calculation system in for IFRS 16 has been implemented. Due to the change in the system, there has been a minor adjustment to the opening equity, attributable to a revised impact from leasing in the previous year. The change is deemed immaterial relative to the group's overall results and equity.*

Consolidated statement of cash flows

SEK '000	Note	2023-01-01 2023-12-31	2022-01-01 2022-12-31
Operating activitites			
Profit/loss before tax		-41,172	155,985
Adjustments for non-cash items	24	519,314	151,482
Profit before tax excluding non-cash items		**478,142**	**307,467**
Interest paid		-296,539	-67,156
Interest received		28,064	4,987
Other financial items		0	-7,231
Paid tax		-52,800	-25,667
Cash flow from operating activities before change in working capital		**156,867**	**212,399**
Cash flow from changes in working capital			
Change in			
Inventories		2,299	8,040
Operating receivables		-144,905	-153,511
Operating liabilities		278,783	139,669
Cash flow from operating activities		**293,044**	**206,598**
Investing activities			
Acquisitions of group companies and other operations		-1,104,634	-167,389
Divestment of group companies and other operations		-11,365	0
Investments in non-current assets		-35,407	-18,771
Sales of tangible fixed assets		37,160	10,152
Change in non-current receivables		314	0
Cash flow from (-used in) investing activities		**-1,113,932**	**-176,007**
Financing activities	25		
New rights issues		396,492	19,842
Shareholders' contributions received			0
Borrowings		2,466,655	124,864
Amortisations		-109,919	-71,952
Amortisation of leasing liabilities		-133,433	-74,325
Repayments of loans		-1,776,737	1,275
Change in overdraft facility		42,866	0
Cash flow from financing activities		**885,924**	**-295**
Cash flow for (-used in) the period		65,036	30,295
Cash and cash equivalents, opening balance		298,276	253,123
Exchange difference in cash and cash equivalents		-4,591	14,858
Cash and cash equivalents, closing balance		**358,721**	**298,276**

Note 1 General accounting principles

Below are the general accounting principles and new accounting rules presented. Other accounting principles, which Nimlas deems significant, are disclosed adjacent to their respective notes. Key judgments and assumptions are also disclosed under their respective notes.

Company information

Nimlas Group AB, with registration number 559291-7982, is a private limited company that provides technical installation solutions and services for property technology solutions in Sweden, Finland, and Norway. Nimlas Group AB is mostly owned by KP I Wengen S.A.R.L. (72.5%) and partially by the management of Nimlas and other stakeholders (27.5%). The ultimate owner in the group is the private equity firm KLAR Partners Limited. Nimlas Group AB is the highest-level entity that prepares consolidated financial statements. The parent companies above Nimlas Group AB are based in Luxembourg and are therefore exempt from the requirement to prepare consolidated financial statements. Nimlas Group AB is headquartered in Stockholm, with its registered address at Rosenborgsgatan 12, 169 74 Solna.

Basis of preparation

The consolidated financial statements of Nimlas Group AB have been prepared in accordance with the Annual Accounts Act (1995:1554), International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) as adopted by the EU, and RFR 1 Supplementary Accounting Rules for Groups, issued by the Council for Sustainable and Financial Reporting. The reporting currency of the group is Swedish krona (SEK), and all amounts are rounded to the nearest thousand unless otherwise stated. Assets and liabilities are recorded at historical cost, except for certain financial assets and liabilities, including derivatives, which are measured at fair value through profit or loss. The consolidated financial statements have been prepared on the assumption of a going concern. The annual report and consolidated financial statements for Nimlas Group AB were approved by the board at the board meeting on 29 March 2024.

New or amended accounting standards

Several new or amended accounting standards published by the IASB have come into effect from 1 January 2023, following EU approval. Nimlas Group applies these changes in its accounting. As of 2023, a completely new accounting standard, IFRS 17 Insurance Contracts, is to be applied. In addition to the new standard, changes have also been made to IAS 1, IAS 8, and IAS 12. Given that the group operates in the installation industry where various types of service agreements exist, including fixed-price contracts and service agreements, the definition of insurance contracts under IFRS 17 may, in some cases, be deemed to be met. For these agreements, companies must choose to apply either IFRS 15 or IFRS 17 if certain conditions regarding pricing, compensation, and insurance risk are considered fulfilled. The choice is made on a contract-by-contract basis and is not an overarching principal choice. In 2023, no service contracts have been accounted for in accordance with IFRS 17; instead, all revenues are recognized in accordance with IFRS 15.

In addition to the new standard IFRS 17, Nimlas' group reporting for 2023 is also affected by the changes in IAS 1 Presentation of Financial Statements. The changes involve replacing the requirement in IAS 1 for disclosure of significant accounting policies with a requirement for disclosure of material information about accounting policies. The disclosure requirements have been amended with the aim of advancing practice towards more useful information about applied principles and less general and therefore immaterial information. Due to the changes in IAS 1, a review of the accounting policies has been conducted, and some of the standard disclosures have been removed to be replaced with more company-specific disclosures.

The changes in IAS 8 regarding the definition of estimation are not expected to have any impact on the group financial statements for 2023 but are anticipated to only facilitate assessments of whether changes should be treated as changes in estimates, policies, or correction of errors. The changes in IAS 12 Income Taxes concerning deferred tax assets and deferred tax liabilities arising from a single transaction are not expected to have any impact on these group financial statements since deferred tax related to leasing transactions has already been accounted for in 2022.

As of the approval date of these financial statements, other standards, amendments, and interpretations of existing standards that have not yet become effective have not been early adopted by the group. New standards, amendments, and clarifications that are not early adopted are not deemed to have a material impact on the group's financial statements.

Translation of foreign currencies

Nimlas' parent company, Nimlas Group AB, has the Swedish krona (SEK) as its functional currency. The financial statements of subsidiary companies are translated into the group's reporting currency, which is also SEK. Translation differences arising during the period are reported in other comprehensive income. Translation differences attributable to operating activities are presented in the income statement under the item "other operating income" or "other operating expenses." Translation differences related to financial items are reported in the income statement as financial income or expense.

The exchange rates used for currency translation are shown in the table below:

	Balance sheet date, 31 Dec 2023	Average rate, 2023	Balance sheet date, 31 Dec 2022	Average rate, 2022
SEK	1.00	1.00	1.00	1.00
EUR	11.096	11.477	11.128	10.632
NOK	0.987	1.005	1.057	1.055

Note 2 Revenue from contracts with customers

Nimlas Group applies IFRS 15 Revenue from Contracts with Customers, which governs revenue recognition and disclosure requirements related to customer contracts. The group's revenue mainly comprises revenue from installations and revenue from service contracts. Revenue recognition for installation contracts and service contracts occurs as control is transferred to the customer.

Customer contracts

A customer contract is defined by the group as an agreement or arrangement between two parties where it is possible to ascertain each party's rights and payment terms. In the rare instances where Nimlas Group has two or more contracts with the same customer, the contracts are analysed, and under certain conditions, they are combined and reported as a single combined contract.

It is common within the installation industry for contract changes to occur during the project, leading to adjustments in the scope of work or price. In cases of contract changes, an analysis is conducted to determine whether the changes constitute a separate agreement or are considered an adjustment to the existing agreement. In most cases, contract changes do not involve separate and distinct goods and services, which is why contract changes (change orders) are usually reported as a revenue adjustment.

Performance obligations

Nimlas is a technical installation and property service group offering contracting, renovation, and maintenance services for residential, commercial, industrial, and public properties. The projects are thus bespoke ventures encompassing all materials and services from planning and preparation to execution of the work. When the group enters into agreements with customers, an assessment of the performance obligations arising from the contract is made. The group primarily provides installation contracts, considered a single performance obligation as the customer can only benefit from the installation work as a whole. In addition to installation contracts, service agreements are also included, deemed as distinct performance obligations.

Invoicing takes place upon approval of the work phases by the customer. Any additional work agreed upon separately is added to the project.

Transaction price and allocation

The transaction price for the services is determined at the inception of the contract. The group's contracts can be either fixed-price agreements or time-and-material contracts. It is uncommon for there to be variable components in the group's contracts. An updated estimate of the transaction price is made at each reporting period, with revenues adjusted accordingly based on the updated assessment of the contract's future outcomes.

Accounting for warranty commitments

In the installation industry, warranties on work performed are generally included. Warranties provided to customers are standard warranties in line with industry practice and are therefore neither customer- nor project-specific. Consequently, warranties do not represent revenue-generating transactions. Historically, the cost of utilised warranties has been very low for the group, and major damages are typically handled through insurance companies. Warranties are accounted for as provisions in the balance sheet.

Revenue recognition

Revenue from both installation contracts and service agreements is recognised over time as work is performed and services are delivered. The completion progress in installation projects is assessed based on incurred costs relative to the total estimated costs to complete the project. Results are recognised as projects are completed, requiring management to make several critical estimates. To ascertain the expected outcomes of projects and thus the appropriate revenue recognition, estimates need to be made regarding total future project revenues, total project costs, and completion progress at the reporting date. Project margins are continuously analysed by management, with particular emphasis on estimating the order value for the service business, where a rolling 12-month estimate of future revenues and costs is made at each month-end. Changes in the scope of the contract or compensation are included in the project forecast. The reported revenue amounts and associated contract assets reflect management's best estimate of future outcomes and completion progress for each project.

Loss projects

Within the group, there is a well-developed and meticulous process for monitoring projects and updating project forecasts. This process addresses changes in projects and assesses potential loss risks that may arise. Management of loss contracts occurs when an expected loss arises, where it is probable that total contract costs will exceed total revenues, which are then immediately recognised as an expense. The number of loss contracts has been very limited historically, and the cost from loss projects is not significant in relation to the size of the group.

Significant financing components

The group does not have any agreements where the period between the transfer of services or installations to the customer and payment from the customer exceeds one year. As a result, the group does not adjust the transaction price for the effects of a significant financing component.

Significant estimates

Revenue recognition involves significant estimates in the form of careful assessments of future project revenues, costs, and completion progress. Management continuously evaluates project margins to ensure that revenue recognition reflects the actual status of the projects.

Break-down of revenue from contracts with customers

2023	Sweden	Finland	Norway	Total
Revenue from contracts with customers, SEK '000				
Installation contracts	1,757,438	2,017,427	536,674	4,311,540
Service contracts	845,730	982,246	1,021,831	2,849,807
Total	**2,603,168**	**2,999,674**	**1,558,506**	**7,161,348**

2022	Sweden	Finland	Norway	Total
Revenue from contracts with customers, SEK '000				
Installation contracts	1,571,199	1,508,781	-	3,079,980
Service contracts	691,981	937,206	-	1,629,187
Total	**2,263,180**	**2,445,986**	**-**	**4,709,166**

Contract assets and contract liabilities

Contract assets primarily relate to the group's right to consideration for work performed but not yet invoiced at the balance sheet date regarding installation and service contracts. Contract assets are reclassified to trade receivables when the right to invoice arises, and invoicing has occurred. Contract liabilities mainly represent advances received from customers for future installation and service contracts.

The total number of contract assets at the end of the year remains at roughly the same level as the previous year, despite the significant increase in net sales. Meanwhile, contract liabilities have increased compared to the previous year. The change is attributed to a greater focus on the group's working capital and more significant projects involving advance payments. The total amount of contract assets at year-end is affected by an impairment of SEK 55.1 (25.7) million. The group's acquisitions during the year contributed to an increase in contract assets of SEK 24.9 (38.4) million and an increase in contract liabilities of SEK 7.0 (7.6) million. Performance obligations that are not yet fulfilled as of 31 December 2023 amount to SEK 4,092 (3,882) million, of which 82 (80) percent of the revenue is expected to be recognised within 1 year, 15 (14) percent the following year, and 3 (6) percent thereafter.

Note 3 Other operating income and other operating expenses

Other operating income, SEK '000	2023	2022
Realised capital gains	25,627	2,459
Currency exchange gains	79	82
Rental income	442	299
Insurance compensation	701	363
Sickness benefit compensation	1,570	5,475
Revaluation of contingent considerations	5,776	579
Grants received	4,897	2,545
Other	2,107	2,218
Total other operating income	**41,199**	**14,020**

Other operating expenses, SEK '000	2023	2022
Realised capital losses	232	460
Loss from disposal of subsidiaries or fixed assets	22,637	0
Revaluation of contingent considerations	32,850	0
Total other operating income	**55,720**	**460**

Other operating income

Other operating income mainly consists of sickness benefits, gains on disposal of assets, insurance compensation, and wage subsidies. Rental income primarily relates to the Finnish company Paikallis-Säkhö Oy, which owns a few apartments rented out. Government grants related to cost coverage are recognised and reported in the income statement in the same periods as the expenses the grants are intended to compensate for. Received grants are recorded as other operating income in the income statement.

Note 4 Auditing expenses

Ernst & Young, SEK '000	2023	2022
Audit assignments	12,576	5,077
Auditing activities other than the audit assignment	396	0
Other services	906	1,103
Total	**13,879**	**6,180**

KPMG, SEK '000	2023	2022
Audit assignments	238	1,161
Other services	2,837	736
Total	**3,075**	**1,897**

Deloitte, SEK '000	2023	2022
Audit assignments	1,293	0
Auditing activities other than the audit assignment	90	0
Other services	66	0
Total	**1,449**	**0**

During the financial year, the Norwegian subsidiary Konstel changed auditors from Deloitte to Ernst & Young. Therefore, the costs reported for services provided by Deloitte relate to the audit of Konstel before it became part of the Nimlas Group. The disclosed costs for audit services by KPMG in 2023 pertain to the audit of a subsidiary acquired in 2022. Costs for other services from KPMG include advisory and expert support for acquisition and due diligence processes for companies in Finland.

Note 5 Employee benefits

Short-term employee benefits

The group's employees receive a fixed salary based on their employment contracts and performance, and, in some cases, bonuses are also paid primarily based on performance targets reviewed annually. Other benefits for employees include company car benefits, mileage allowances, and group insurance.

Termination benefits

The agreement with the group CEO stipulates a period of notice of termination of 12 months if such notice is given by the company. The CEO has a corresponding right to a period of termination of 12 months. If notice is given by the company, the CEO is not obliged to serve during the notice period. The agreement has no stipulations about severance pay.

In 2023, a total of SEK 7.4 million in severance pay has been recognised in the income statement.

Bonus plans

The group recognises a liability and a cost for bonuses to employees based on the applicable contracts.

Employee benefits expense, SEK '000	2023	2022
Salaries and remuneration	**2,012,152**	**1,196,438**
of which Nimlas Leadership team*	22,787	8,951
Pension costs	**254,282**	**166,308**
of which Nimlas Leadership team*	5,479	2,498
Other social security costs	**348,113**	**214,313**
of which Nimlas Leadership team*	4,095	1,991
Total	**2,614,547**	**1,577,059**

**The Nimlas Leadership team consists of the Group CEO, Group CFO as well as the CEO and CFO for each country.*

Other incentives for key personnel

As part of the overall compensation package, key personnel within the group have been offered the opportunity to purchase shares in the parent company at an assessed market price. The purpose is to enhance and reinforce the group's ability to recruit and retain key personnel.

Post-employment benefits

There are several different pension plans in various countries within the group, and all of these are considered defined contribution pension plans. Obligations related to defined contribution pension plans are recognised as an expense in the income statement when they arise.

Remuneration to board members, SEK '000	2023	2022
Johan Karlström	884	500
Mikael Hägg	350	250
Illka Tykkyläinen	309	250
Håkan Bergqvist	0	208
Pernilla Walfridsson	300	0
Total	**1,843**	**1,208**

**Håkan Bergqvist is no longer a part of the board as of 31 December 2023. In addition to the above-mentioned board members, Fredrik Brynildsen and Felix Abercron are also part of Nimlas Group AB's board. These members have not received any remuneration as they are employed by KLAR.*

Number of employees and gender distribution	2023					2022				
Average number of employees	Women	%	Men	%	Total	Women	%	Men	%	Total
Sweden	80	6%	1,325	94%	1,405	76	6%	1,302	94%	1,378
Finland	74	5%	1,328	95%	1,402	81	7%	1,128	93%	1,209
Norway	64	6%	941	94%	1,005	-	-	-	-	-
Total	**218**	**6%**	**3,594**	**94%**	**3,812**	**157**	**6%**	**2,430**	**94%**	**2,587**

Gender distribution of senior executives	Women	%	Men	%	Total	Women	%	Men	%	Total
Board of Directors	1	17%	5	83%	6	0	0%	5	100%	5
Nimlas Leadership team	1	14%	6	86%	7	1	20%	4	80%	5
Total	**2**		**11**		**13**	**1**		**9**		**10**

Note 6 Financial income and expenses

SEK '000	2023	2022
Financial income		
Interest income	22,594	4,534
Change in market value interest rate swap	2,743	9,577
Currency exchange gains	22	326
Other financial income	5,449	14
Total	**30,807**	**14,452**
Financial expenses		
Interest expenses	193,072	68,608
Interest expenses, leasing	21,268	6,074
Currency exchange losses	1,862	0
Result from sales of securities	10,509	0
Other financial expenses	65,155	4,757
Total	**291,867**	**79,439**
Total net financial expense	**-261,060**	**-64,987**

The group's financial income primarily consists of interest income from interest rate derivatives. Other financial income includes income from the redemption of an interest rate derivative in Norway from the previous ownership structure. Proceeds from the sale of securities refer to the sale of interest rate derivatives within Nimlas in connection with the refinancing in conjunction with the acquisition of Konstel. Other financial expenses mainly comprise costs related to previous loans that were repaid during the refinancing process.

Note 7 Taxes

Current Tax, SEK '000	2023	2022
Income tax for the period	58,056	34,654
Adjustments for prior periods	1,803	-1,958
Total	**59,859**	**32,696**
Deferred tax, SEK '000		
Deferred tax relating to temporary differences	40	5,634
Deferred tax on loss carryforwards	-1,947	1,349
Total deferred tax expense	**-1,907**	**6,983**
Total tax expense	**57,952**	**39,679**

Reconciliation of tax	2023 SEK '000	2022 SEK '000
Profit/loss before tax	-41,172	155,983
Expected current tax expense (20.6%)	-8,481	32,132
Tax effect from:		
Differences related to foreign tax rates	-260	-405
Non-deductible expenses	63,678	8,746
Deductible, non-result affecting items	4,335	-1,560
Non-taxable income	-7,215	-2
Tax related to prior periods	2,581	-1,958
Effects of tax losses	2,396	1,349
Other	918	1,377
Reported tax	**57,952**	**39,679**
Effective tax rate	**n/a**	**25.4%**

Deferred tax, SEK '000	2023 Deferred tax asset	2023 Deferred tax liability	2022 Deferred tax asset	2022 Deferred tax liability
Intangible assets	549	17,115	245	8,661
Property, plant and equipment	1,675	0	0	1,014
Financial fixed assets	0	751	0	2,266
Accounts receivables	616	11871	656	0
Warranty provisions	166	0	42	0
Leasing	80,173	76,801	38,163	39,442
Tax losses	2,769	0	822	0
Untaxed reserves	69	3,037	0	3,156
Other	0	4,886	0	914
Total deferred tax recognised in the balance sheet	**86,017**	**114,461**	**39,928**	**55,454**
Total, net	**-28,444**		**-15,526**	

Reconciliation of deferred tax, net SEK '000	Value at 1 Jan 2023	Acquisitions	Recognised in profit and loss	Translation differences	Value at 31 Dec 2023
Intangible assets	-8,416	-12,717	4,372	195	-16,566
Property, plant and equipment	-1,014	2,914	-75	-150	1,675
Financial fixed assets	-2,266	0	1,515	0	-751
Accounts receivables	656	-8,202	-4,261	552	-11,255
Warranty provisions	42	385	-243	-18	165
Leasing	-1,279	75	4,631	-54	3,373
Tax losses	822	0	1,947	0	2,769
Untaxed reserves	-3,156	-35	223	0	-2,968
Other	-914	0	-3,972	0	-4,886
Total	**-15,526**	**-17,579**	**4,137**	**525**	**-28,444**

Reconciliation of deferred tax, net SEK '000	Value at 1 Jan 2022	Acquisitions	Recognised in profit and loss	Translation differences	Value at 31 Dec 2022
Intangible assets	-10,224	0	2,104	-295	-8,416
Property, plant and equipment	-972	0	29	-71	-1,014
Financial fixed assets	-294	0	-1,972	0	-2,266
Accounts receivables	287	0	351	19	656
Warranty provisions	22	0	17	2	42
Leasing	-407	0	794	-1,666	-1,279
Tax losses	11,138	0	-10,316	0	822
Untaxed reserves	-4,462	0	1,306	0	-3,156
Other	-64	-644	-172	-34	-914
Total	**-4,975**	**-644**	**-7,860**	**-2,046**	**-15,526**

Tax losses

The total value of the group's tax losses amounts to SEK 12,333 (37,194) '000, of which SEK 9,449 (3,990) '000 are reported in the balance sheet. Deferred tax assets related to loss carryforwards are recognised to the extent that management assesses it is probable that the deduction can be offset against future profits.

Expiration period of loss carryforwards for which deferred tax assets have not been recognised

SEK '000	2023
Four years or less	1,460
Five years and later	1,424
Indefinite useful life	0
Total	**2,884**

Note 8 Operating segments

Business segments are reported in accordance with the internal reporting provided to the group's Chief Executive Officer, who is ultimately responsible for and manages the ongoing operations of the group. The three business segments identified within Nimlas Group are Sweden, Norway, and Finland. The group operates in these three countries, and group management primarily monitors the operations by country. The group's activities consist of a wide range of technical installation solutions including heating, plumbing, electricity, security, and cooling. Although the operations in the three countries are similar in nature, they are not fully comparable due to differences in the market and contract terms. Therefore, management tracks the results by country rather than by discipline.

The group management at Nimlas primarily analyses the results of the business segments based on the EBITA measure. This is a measure of earnings before interest, taxes, and amortisation of intangible assets. In internal reporting, the adjusted EBITA measure is used, which also excludes items that may distort comparisons such as restructuring costs and items directly attributable to acquisitions to obtain a more normalised result. There are no regular transactions between segments except for management fees, and all potential transactions that could occur are on arm's length terms.

Group operating segments	2023						
SEK '000	Sweden	Finland	Norway	Total segments	Group functions	Elimin-ations	Total Group
Net sales	2,893,009	3,179,040	1,629,625	7,701,674	23,407	-563,733	**7,161,348**
Other operating income	31,624	10,774	6,088	48,486	-9	-7,278	**41,199**
Total revenue	**2,924,633**	**3,189,814**	**1,635,713**	**7,750,160**	**23,398**	**-571,011**	**7,202,547**
Segment result (Adjusted EBITA)	233,232	199,057	197,739	630,028	-29,608	-139,889	**460,531**
Non-recurring items*	-48,173	-59,299	-76,867	-184,339	7,921	0	**-176,418**
Amortisation of acquisition-related intangible assets	-50,837	-7,796	-5,591	-64,224	0	0	**-64,224**
Operating profit (EBIT)	**134,222**	**131,962**	**115,281**	**381,465**	**-21,687**	**-139,889**	**219,889**
Financial income	169,846	33,829	19,590	223,265	221,210	-413,668	**30,807**
Financial expenses	-93,802	-120,036	-83,819	-297,657	-191,475	197,265	**-291,867**
Income after financial items	**210,265**	**45,755**	**51,052**	**307,072**	**8,048**	**-356,292**	**-41,172**
*Break-down non-recurring items**							
Transaction costs due dilligence and divestments	23,034	3,205	5,561	31,800	996	0	**32,796**
Transaction costs from this years' acquisitions	12,362	12,939	60,120	85,421	0	0	**85,421**
Restructuring costs	5,214	3,586	514	9,314	14,432	0	**23,746**
Other	7,563	39,569	10,672	57,804	-23,349	0	**34,455**
Total	**48,173**	**59,299**	**76,867**	**184,339**	**-7,921**	**0**	**176,418**

SEK '000	Sweden	Finland	Norway	2022 Total segment	Group functions	Elimin-ations	Total Group
Net sales	2,445,805	2,445,986	0	4,891,791	12,600	-195,224	**4,709,166**
Other operating income	11,784	3,757	0	15,541	82	-1,602	**14,020**
Total revenue	**2,457,588**	**2,449,743**	**0**	**4,907,331**	**12,682**	**-196,827**	**4,723,186**
Segment result (Adjusted EBITA)	157,772	142,128	0	299,900	-22,335	-4,582	**272,983**
Non-recurring items*	-14,240	-23,865	0	-38,105	-1,765	0	**-39,870**
Amortisation of acquisition-related intangible assets	-4,582	-7,559	0	-12,141	0	0	**-12,141**
Operating profit (EBIT)	**138,949**	**110,704**	**0**	**249,653**	**-24,100**	**-4,582**	**220,971**
Financial income	18,096	467	0	18,563	1,777	-5,888	**14,452**
Financial expenses	-5,909	-43,702	0	-49,611	-29,828	0	**-79,439**
Income after financial items	**151,137**	**67,469**	**0**	**218,606**	**-52,151**	**-10,470**	**155,985**
*Break-down non-recurring items**							
Other transaction costs	2,700	12,267	0	14,967	0	0	**14,967**
Transaction costs from this years' acquisitions	1,946	6,418	0	8,364	0	0	**8,364**
Restructuring costs	5,982	1,956	0	7,938	1,765	0	**9,703**
Other	3,612	3,224	0	6,836	0	0	**6,836**
Total	**14,240**	**23,865**	**0**	**38,105**	**1,765**	**0**	**39,870**

Other information

SEK '000	2023 Sweden	Finland	Norway	Total	2022 Sweden	Finland	Total
Property, plant and equipment	7,424	29,648	26,674	**63,747**	4,787	31,062	**35,849**
Goodwill	1,508,206	2,422,436	1,238,031	**5,168,673**	1,261,473	2,244,633	**3,506,106**
Other intangible assets	38,061	41,754	24,808	**104,623**	15,006	45,434	**60,440**
Trade receivables	427,372	345,733	302,898	**1,076,002**	339,298	328,471	**667,769**
Trade payables	198,033	290,725	134,731	**623,489**	184,906	241,508	**426,414**

Note 9 Intangible assets

Goodwill

Goodwill is valued at cost less accumulated impairment losses and is an intangible fixed asset with an indefinite useful life. This implies that goodwill is not amortized but is subject to annual impairment testing.

Customer relations

Customer relationships are valued at fair value upon acquisition. The values of these customer relationships are amortised on a straight-line basis over the useful life, which is estimated to be five years.

Other intangible assets

Other intangible assets consist of software and licenses, as well as trademarks and other intellectual property rights. Acquired software licenses are capitalized based on the costs incurred when the respective software is put into use. Software and licenses recognized as assets are amortized on a straight-line basis over their estimated useful life, which is estimated to be between 3-5 years.

Accumulated cost	Goodwill	Customer relations	Software and licences	Other	Total
Per 1 Jan. 2022	**3,126,156**	**57,694**	**27,193**	**18,386**	**3,229,429**
Additions	-	-	9,498	26,279	35,777
Acquisitions	205,566	-	9,594	-	215,160
Reclassifications	-	-	-13,965	176	-13,790
Disposals	-	-	-54	-26,456	-26,511
Translation differences	174,384	3,065	1,722	1,292	180,462
Per 31 Dec. 2022	**3,506,106**	**60,759**	**33,987**	**19,676**	**3,620,528**
Additions	-	61,233	3,973	249	65,455
Acquisitions	1,794,024	-	21	2,315	1,796,360
Reclassifications	-	-	817	-817	-
Disposals	-	-	-	-80	-80
Translation differences	-86,671	-1,961	-227	-98	-88,957
Per 31 Dec. 2023	**5,213,460**	**120,030**	**38,572**	**21,246**	**5,393,307**

Accumulated depreciation and impairment	Goodwill	Customer relations	Software and licences	Other	Total
Per 1 Jan. 2022	**0**	**-5,592**	**-13,018**	**-16,900**	**-35,510**
Depreciation charge for the year	-	-11,804	-5,482	-402	-17,688
Disposals	-	-	41	934	975
Reclassifications	-	-	625	-176	449
Translation differences	-	-493	-571	-1,145	-2,208
Per 31 Dec. 2022	**0**	**-17,888**	**-18,406**	**-17,688**	**-53,982**
Depreciation charge for the year	-	-19,448	-1,720	-119	-21,287
Impairment charge for the year	-44,787	-	-	-	-44,787
Acquisitions	-	-	-71	-485	-556
Disposals	-	-	-	80	80
Translation differences	-	388	75	56	519
Per 31 Dec. 2023	**-44,787**	**-36,948**	**-20,122**	**-18,156**	**-120,012**

Net book value	Goodwill	Customer relations	Software and licences	Other	Total
At 1 January 2022	**3,126,156**	**52,102**	**14,175**	**1,486**	**3,193,919**
At 31 December 2022	**3,506,106**	**42,871**	**15,581**	**1,988**	**3,566,546**
At 31 December 2023	**5,168,673**	**83,082**	**18,450**	**3,090**	**5,273,295**

Impairment testing

Goodwill is annually assessed for impairment. During the assessment, assets are grouped into cash-generating units, which align with the business segments of Sweden, Norway, and Finland. The calculation of future cash flows is based on strategic plans established by senior management for the next three years. The strategic plan incorporates significant assumptions and judgments. The most material assessments and assumptions in the business plan relate to forecasts of organic growth, profit margins, and discount rates.

The assumptions for profit margins are based on current market prices and costs adjusted for expected price and cost changes, as well as assumed productivity development. The expected sustainable future cash flow for periods beyond the strategic plan's horizon is extrapolated from the end year of the strategic plan with an assumed sustainable growth rate of 3%.

The annual assessment for potential impairment of goodwill is conducted during the fourth quarter of the financial year. The disposal of three subsidiary companies this year has resulted in identified impairment needs of SEK 44.7 million, impacting this year's financial results. Other than this, the annual impairment review conducted for 2023 has not revealed any impairment requirements. The pre-tax Weighted Average Cost of Capital (WACC) used for the goodwill test is detailed in the table below. Below paragraphs outline key variables used in the calculation of recoverable amount:

Revenue: The group's competitiveness, anticipated trends within the installation industry, general economic development in society, investment plans of public and municipal clients, as well as prevailing interest rates.

Investment requirements: The group's investment needs are assessed based on the investments required to achieve forecasted cash flows at baseline, excluding expansion investments.

Discount rate: Future cash flows and residual value are discounted to present value in the impairment test using a weighted cost of capital according to the WACC method. The interest rate on borrowed capital is determined by the average interest rate for each segment's net debt.

Tax rates: The tax rate in the calculation of future cash flows and residual value is based on the expected tax rate in each respective country.

	Goodwill		Customer relations		WACC before tax, %	
Distrubution by operating segment	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Sweden	1,508,206	1,261,473	37,807	14,499	9.4%	8.6%
Finland	2,422,436	2,244,633	20,753	28,372	8.9%	8.5%
Norway	1,238,031	-	24,523	-	9.5%	-
Total	**5,168,673**	**3,506,106**	**83,082**	**42,871**		

Sensitivity analyses

Sensitivity analyses demonstrate that reasonable changes in key parameters do not result in any impairment requirements. During the conducted sensitivity analyses, management has evaluated whether an increase in the applied WACC, a decrease in the estimated perpetual growth, or lower expected revenues in the 5-year plan would trigger any impairment requirements. The following sensitivity analyses have been performed:

- General increase of WACC by 0,5%
- General decrease of perpetual growth by 0,5%
- Decrease of expected revenues according to the 5-year plan by 5%

For 2023, the recoverable amount for all three segments exceeds the carrying amount, and therefore no impairment losses have been identified.

Sensitivity analyses of goodwill

None of the sensitivity analyses conducted have identified any impairment need. Given that senior management has been conservative regarding assumptions in the DCF model, it is deemed unlikely that any changes to key parameters will occur in the near future. Thus, no risk of impairment of goodwill has been assessed in any of the operating segments.

The table below presents the headroom (the amount by which the recoverable amount exceeds the carrying amount) under changed parameters.

Headroom after changing significant assumptions

SEK '000	Sweden	Finland	Norway
Headroom 2023	**1,034,639**	**1,081,267**	**758,468**
WACC, +0,5%	834,436	791,446	597,166
Perpetual growth, -0,5%	761,815	704,353	553,971
Expected revenues 5-year plan, -5%	863,333	869,011	627,800
Break-even			
WACC	13.22%	11.33%	12.79%
Perpetual growth	0.57%	1.29%	0.66%

Significant Estimates

The valuation of goodwill involves significant estimates, including forecasts for organic growth, profit margin, and discount rate, based on current market prices, costs, expected price and cost changes, as well as assumed productivity development. Management constantly evaluates these estimates to ensure they reflect the most relevant and updated market conditions and business assumptions.

Note 10 Property, plant and equipment

Tangible fixed assets are reported at their acquisition cost, net of accumulated depreciation and any impairments. Tangible fixed assets are depreciated on a straight-line basis to their estimated residual value over their expected useful life in Norway and Sweden. In Finland, tangible fixed assets are depreciated according to the residual value principle, with buildings depreciated at 7 percent annually and fixtures and fittings at 25 percent. If Finland had applied straight-line depreciation instead, depreciation expenses for tangible fixed assets in 2023 would have been reduced by SEK 121 '000. Land is not depreciated.

Estimated useful lives

Buildings	10 years
Machinery and equipment	3-5 years

Accumulated cost	Buildings	Land and land improvements	Machinery and equipment	Total
Per 1 Jan. 2022	**20,858**	**2,270**	**73,774**	**96,902**
Additions	67	0	2,447	**2,514**
Acquisitions	0	0	11,970	**11,970**
Exchange differences	1,781	199	8,036	**10,016**
Per 31 Dec. 2022	**22,706**	**2,469**	**96,227**	**121,402**
Additions	190	0	21,937	**22,127**
Acquisitions	2,666	0	125,717	**128,383**
Divestment of subsidiaries	0	0	-185	**-185**
Disposals	0	0	-18,640	**-18,640**
Reclassifications	0	0	177	**177**
Exchange differences	-119	-7	-2,463	**-2,589**
Per 31 Dec. 2023	**25,443**	**2,462**	**222,770**	**250,675**

Accumulated depreciation and impairment	Buildings	Land and land improvements	Machinery and equipment	Total
Per 1 Jan. 2022	**-14,775**	**0**	**-53,321**	**-68,096**
Depreciation charge for the year	-74	0	-6,847	**-6,921**
Acquisitions	0	0	-3,601	**-3,601**
Disposals	0	0	112	**112**
Exchange differences	-1,544	0	-5,502	**-7,046**
Per 31 Dec. 2022	**-16,393**	**0**	**-69,159**	**-85,552**
Depreciation charge for the year	-584	0	-17,494	**-18,078**
Acquisitions	-1,118	0	-90,039	**-91,157**
Disposals	0	0	5,897	**5,897**
Reclassifications	0	0	-87	**-87**
Exchange differences	82	0	1,966	**2,048**
Per 31 Dec. 2023	**-18,013**	**0**	**-168,916**	**-186,929**

Net book value	Buildings	Land and land improvements	Machinery and equipment	Total
At 1 January 2022	**6,083**	**2,270**	**20,453**	**28,806**
At 31 December 2022	**6,313**	**2,469**	**27,068**	**35,849**
At 31 December 2023	**7,430**	**2,462**	**53,854**	**63,747**

Note 11 Leasing

Most assets and liabilities related to leasing agreements where Nimlas Group is the lessee are reported on the balance sheet. Exceptions are made for certain low-value assets and leasing agreements with a term of less than 12 months. The lease payments for these agreements are expensed evenly over the lease term. The assets and liabilities are valued at their present value at the start of the contract.

The value of the lease liability primarily consists of fixed lease payments and variable payments dependent on an index or similar. Variable costs such as property tax, VAT, and other variable property expenses such as maintenance costs, electricity, heating, and water are excluded from the lease liability calculation to the extent that these costs can be separated from the lease payment. Lease payments are discounted to present value according to the specified discount rate. In many cases, the implicit rate in the lease contract cannot be easily determined, so lease payments are discounted using a marginal borrowing rate instead. The marginal borrowing rate used is determined based on the contract currency and the length of the lease term.

The right-of-use asset is recognised in the balance sheet and depreciated on a straight-line basis over the shorter of the expected useful life of the asset and the lease term. The expected useful life is assessed based on the length of the underlying agreements, considering termination and extension options. Upon payment of lease payments, the fee is split between interest expense and amortisation of the lease liability. In the group's cash flow statement, payments related to the amortisation of lease liabilities are classified under financing activities, and payments for interest costs are classified as paid interest. The two most significant judgments relate to the lease term and the discount rate to be used. Nimlas Group enters into ongoing lease agreements primarily for office buildings and vehicles. The lease term for properties generally ranges from five to 10 years, while the lease term for vehicles is typically around three years.

	Right-of-use Assets							
	Properties		Vehicles		Total		Lease liability	
SEK '000	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Value, Jan 1	**101,103**	**78,876**	**91,623**	**65,552**	**192,726**	**144,428**	**189,859**	**143,122**
Acquisitions	125,365	5,419	83,980	958	209,345	6,377	209,085	8,050
New contracts	2,974	48,580	111,668	60,509	114,642	109,089	121,475	105,452
Changes in existing leases	1,557	-2,170	4,381	2,354	5,938	184	7,739	748
Depreciation	-50,054	-32,643	-90,996	-39,989	-141,050	-72,632	-	-
Lease payments		-	-	-	-	-	-154,711	-80,399
Interest expenses		-	-	-	-	-	21,278	6,074
Translation differences	-1,376	3,040	-1,752	2,240	-3,128	5,280	-6,645	6,811
Value, Dec 31	**179,568**	**101,103**	**198,904**	**91,623**	**378,473**	**192,726**	**388,080**	**189,859**

The total impact on results for lease agreements, including depreciation and interest expenses, amounts to SEK 162,268 (84,092) ‘000. Total lease payments made amounted to SEK 154,717 (83,130) ‘000. Costs related to short-term lease agreements and agreements where the underlying asset is of low value amounted to SEK 37,706 ‘000. The maturity structure concerning undiscounted future lease payments during future lease periods is outlined in the table below.

Maturity structure of future lease payments, in SEK ‘000

Year	**2023**	**2022**
2024	165,285	79,982
2025	120,119	61,588
2026	68,274	36,382
2027	28,637	14,172
2028	18,417	6,409
2029 and later	46,317	1,401
Total	**447,049**	**199,934**

Note 12 Financial instruments

Financial instruments disclosed in the group's balance sheet include cash and cash equivalents, securities, accounts receivable, accounts payable, borrowings, contingent consideration, and derivatives.

Financial instruments measured at fair value through profit and loss	Measurement level	2023	2022
Assets			
Derivatives - interest rate swap	2	2,743	10,098
Other financial assets - housing cooperation and shares	3	7,777	7,007
Total		**10,520**	**17,105**
Liabilities			
Contingent considerations	3	83,897	43,689
Total		**83,897**	**43,689**

Financial instruments measured at amortised cost	2023	2022
Assets		
Non-current receivables	16,297	1,092
Trade receivables	1,076,002	667,984
Other current receivables	84,549	76,572
Cash and short-term deposits	358,721	298,275
Total	**1,535,570**	**1,043,923**
Liabilities		
Non-current liabilities to credit institutions	2,254,064	1,168,515
Trade payables	623,489	426,414
Non-current lease liabilities	145,871	106,765
Current lease liabilities	242,209	83,093
Other current liabilities	257,593	122,983
Other non-current liabilities	80,300	3,693
Current liabilities to credit institutions	127,722	180,136
Total	**3,731,247**	**2,091,599**

Interest rate swaps are valued at fair value using observable market information obtained directly from the bank through market value reports. As of 31 December 2023, following the refinancing, there are four different swaps within the group in all currencies (SEK, EUR, and NOK). One of the SEK swaps has been retained since before the refinancing and matures in 2024. The remaining three interest rate swaps mature in 2026. Housing cooperations are valued at fair value using external property appraisals. Financial instruments classified as level 2 and 3 valuations have had a positive impact on results of SEK 4,542 (2,402) ‘000 during 2023. There have been no transfers between valuation levels during the year.

Financial non-current receivables

Financial assets valued at fair value through profit or loss include derivatives as well as some housing cooperations and shares of lesser value. Other non-current receivables primarily consist of (SEK 12.6 million) prepaid expenses related to cloud services that do not meet the criteria under IAS 38 to be recognised as intangible fixed assets. The remaining non-current receivables mainly comprise deposits and long-term receivables from employees.

Cash and cash equivalents

Cash and cash equivalents are defined as cash, bank balances, and short-term investments with a maturity of less than three months from the date of acquisition.

Cash and cash equivalents, SEK '000	2023	2022
Cash and bank	358,699	296,049
Other securities	22	2,226
Total cash and cash equivalents	**358,721**	**298,275**

As of 31 December 2023, the group had access to an overdraft facility of SEK 159 (85) million, of which SEK 42 (85) million has been utilised.

Accounts receivable

Accounts receivables are valued at the accrued acquisition cost after provision for doubtful accounts. The provision for doubtful accounts is made according to the simplified impairment method in IFRS 9 Financial Instruments for accounts receivable, which means that the provision is valued at an amount corresponding to the expected credit losses for the remaining term of all unpaid accounts receivable as of the balance sheet date. The calculation of expected credit losses is based on an analysis of historical data for the last two years regarding payment patterns and credit losses. Historical data is then adjusted to also consider current and forward-looking macroeconomic factors that may affect customers' ability to pay their debts. At each reporting date, an assessment is made as to whether credit risk has increased significantly since the initial recognition. If credit risk has not increased significantly since then, the provision for credit losses should be valued at the expected credit loss for the next 12 months. In addition to accounts receivable, an assessment is also made regarding expected credit losses for contract assets. Just as for accounts receivable, this assessment is based on historical losses. The provision for expected credit losses related to contract assets is calculated simultaneously with the provision for accounts receivable and is reported in the income statement on the same line as the provision for doubtful accounts.

The payment terms for accounts receivable generally range from 14 to 60 days, depending on whether the counterparty is an individual or a company and whether the customer invoice is part of a contract or stand-alone. Since the group comprises many smaller entities, there is no single customer accounting for more than 10 percent of the group's sales.

Maturity structure accounts receivables, SEK '000	2023	2022
Accounts receivable, gross	**1 097 156**	**676 118**
Whereof current:	850 844	611 858
Whereof due:		
1-30 days	190 738	38 259
30-90 days	26 691	7 288
90-180 days	9 658	3 016
180-365 days	7 253	960
>365 days	11 972	6 389
Total trade receivables due	**246 312**	**55 911**

Doubtful receivables	2023	2022
Trade receivables	1,097,156	676,118
Provision for expected credit losses	-21,154	-8,134
Total	**1,076,002**	**667,984**

The table below details the amount specifically allocated to the provision for expected credit losses associated with contract assets.

Doubtful contract assets	2023	2022
Contract assets	284,634	271,692
Provision for expected credit losses	-302	-215
Total	**284,332**	**271,477**

Provision for expected credit losses - accounts receivables	2023	2022
Value, Jan 1	**8,134**	**7,117**
New provisions for expected losses	21,032	4,866
Acquisitions	7,561	0
Actual losses	-10,672	-3,918
Reversal of provisions	-4,460	-93
Translation differences	-442	162
Value, Dec 31	**21,154**	**8,134**

Financial liabilities to credit institutions

Financial liabilities are reported on the balance sheet on the date of liquidity. Costs incurred in connection with new loans taken out are capitalised as borrowing costs and amortised over the term of the loan. In conjunction with the refinancing in 2023, the group increased the number of interest rate derivatives and now has four interest rate derivatives linked to the group's loans in the different currencies EUR, SEK, and NOK. The cash flows and changes in value of the interest rate derivatives are measured in the income statement as financial income. The reported value represents a good approximation of the fair value for financial assets and liabilities.

The table below specifies the terms and repayment dates for each interest-bearing debt:

					Net book value	
SEK '000	**Currency**	**Maturity**	**Interest**	**Interest rate as per 2023-12-31**	**2023**	**2022**
Liabilities to credit institutions	SEK	2027-2028	IBOR + Margin	8.4%	593,811	551,538
Liabilities to credit institutions	EUR	2027-2028	IBOR + Margin	8.2%	748,094	797,113
Liabilities to credit institutions	NOK	2027-2028	IBOR + Margin	8.9%	673,211	-
Revolving credit facility	SEK	2027-2028	IBOR + Margin	8.3%	295,000	-
Revolving credit facility	EUR	2027-2028	IBOR + Margin	8.4%	22,192	-
Other interest-bearing liabilities**	NOK/EUR	2026	Fast ränta	8.0%	87,613	-
Lease liabilities*	*	*	*	*	388,080	189,858
Total					**2,802,042**	**1,538,509**

**The group has many leasing agreements for office space and vehicles with varying interest rates and maturity structures. Refer to note 11 for more information on leasing. **Other interest-bearing liabilities consist of a liability to the former owners of Konstel amounting to SEK 79.4 million. Other items refer to minor loans in individual subsidiaries. ***The overdraft facility in Sweden is excluded from the above compilation.*

Refinancing

In connection with the acquisition of Konstel in February 2023, a refinancing took place within the group. The refinancing involved replacing the loan structure with separate loans in Finland and Sweden with a new loan covering the entire Nimlas group. The new loan structure has entailed collaboration with multiple banks and includes two long-term loans (Term A and Term B) denominated in each country's respective currency, as well as two syndicated credit commitments. The external loan is reported in the Swedish company QuickTop HoldCo AB, and each country has accessed the loans through intra-group loans within the group.

The current loan structure within the Nimlas group matures for payment between the years 2027-2028. The interest on the loans is variable and determined based on IBOR, along with a variable interest margin, which is determined based on the group's compliance with the loan terms. See below for more information on the loan terms.

Contingent considerations

Additional purchase considerations are initially recognised at fair value (level 3) on the acquisition date and are revalued at each reporting date. Changes occurring beyond 12 months after acquisition are recognised in the income statement under other operating income or expenses. Contingent considerations are typically based on the acquired company's performance over the coming years. At the transaction date, the liability is measured at fair value by calculating the present value of the likely outcome using a discount rate of 9.4% (8.6%).

The likely outcome is based on the group's forecasts for each unit and depends on future results achieved in the companies, with a predetermined maximum level. The discounted value of unpaid contingent considerations related to this year's acquisitions amounted to SEK 39.4 (29.0) million, and the total liability for discounted contingent considerations as of 31 December 2023, was SEK 83.9 (43.7) million. The interest expense is then accrued until the payment date.

SEK '000	2023	2022
Value, Jan 1	**43,689**	**13,570**
Existing contingent considerations being acquired	79,862	0
New contingent considerations	48,497	45,157
Paid out	-67,598	-11,385
Revaluations / discounting	-17,090	-4,142
Translation differences	-3,464	488
Value, Dec 31	**83,897**	**43,689**

In the table above, 'existing contingent considerations being acquired' refers to consideration amounts included in major acquisitions. In 2023, the acquisition of the Norwegian group Konstel resulted in contingent considerations for the Nimlas group, which were assumed in connection with the acquisition of Konstel. New contingent considerations pertain to consideration amounts arising as part of new acquisitions in Nimlas.

The contingent considerations fall due as follows:

SEK '000	Carrying value	Initial value
2024	34,525	35,711
2025	29,931	35,146
2026	19,441	24,942
Total	**83,897**	**95,799**

In cases where there is a condition in the acquisition agreement regarding continued employment for the selling shareholders for the contingent consideration to be paid out, a cost related to compensation for services rendered during the earning period is recognised. As expenses are incurred, a financial liability is recorded. The expense is recognised as personnel costs in the income statement, and the liability as other long-term liabilities. As of 31 December 2023, there was a contingent consideration recognised as remuneration for services rendered amounting to a total of SEK 1.4 (3.6) million. This liability is not included in the summaries above and is reported as other liabilities in the balance sheet.

Covenants

Through its current financing arrangement, Nimlas Group has entered into agreements that entail certain loan covenants. Breaching any of these loan covenants could lead to increased costs and pose a risk of termination of the existing financing agreements. As of 31 December 2023, Nimlas Group is in compliance with all the stipulated loan covenants.

Financial risk management

Nimlas Group is exposed to several financial risks that could potentially have adverse effects on the company's operations. Therefore, it is crucial for the organisation to maintain a systematic and effective process for identifying, managing, and mitigating these risks.

Currency risk

Transaction exposure

Transaction risk refers to the risk Nimlas Group is exposed to when purchasing and selling in a currency other than the group's functional currency, as well as when paying interest and converting loans into another currency. Since the group's subsidiaries conduct almost all of their operations in the local currency, the transaction risk in commercial flows is low. Both revenues and expenses are denominated in the local currency in each country, with a few exceptions. Despite the business being conducted almost exclusively in the local currency, there is transaction exposure due to the group's new loan arrangements consisting of loans in various currencies. Liabilities in currencies other than SEK are revalued monthly at the balance sheet date, and the changes in value are reported as a financial expense or income in the income statement. The total unrealised currency loss from the group's loans amounted to SEK 1.7 million for 2023. As the majority of loans in local currency have been lent to respective subgroups, the group's total transaction exposure is significantly reduced.

Translation exposure

Translation risk refers to the risk that Nimlas Group is exposed to when translating the foreign subsidiaries' income statements and balance sheets into Swedish kronor. Since the group operates in three countries with different currencies, significant fluctuations in exchange rates could theoretically have a substantial impact on the group's financial reporting. In 2023, operations in countries with a functional currency other than SEK contributed 28% (51%) to the group's profit after tax. The year's translation difference amounts to SEK -47.3 million (SEK 135.6 million). A depreciation of EUR and NOK against the Swedish krona by 10 percent would affect the group's net profit and equity for the year 2023 as follows:

Translation exposure	Profit after tax	Equity
Current FX rate	-98,944	3,133,577
EUR (-10%)	-463	-63,816
NOK (-10%)	3,181	-175,896
Total	**-96,225**	**2,893,865**

The reason for the positive impact on profit after tax from a depreciation of NOK in the above table is that the Norwegian subsidiary contributed a negative profit after tax for 2023, whereas the Finnish subsidiary contributed a positive profit after tax.

Nimlas Group's assets in foreign subsidiaries are financed either in SEK or in EUR through loans or equity.

Currency distribution of net debt

Net debt, SEK '000	2023	%	2022	%
EUR	555,364	27%	580,690	56%
SEK	821,971	39%	449,714	44%
NOK	707,817	34%	0	-
Total	**2,085,152**		**1,030,404**	

Interest rate risk

Interest rate risk refers to the risk that changes in interest rates negatively impact Nimlas Group. The group is affected by interest rate fluctuations through financial revenues and expenses, cash flow, and the valuation of financial assets and liabilities. The group's borrowing exposes it to interest rate risk as borrowing is done at variable rates. Some of the group's loans have been hedged through interest rate derivatives effectively matching the critical terms of the loan. Given the loan structure as of the balance sheet date, a 1 percent increase in interest rates has an impact on profit before tax of SEK -22.1 (-13.4) million annually.

Credit risk

Credit risk is the risk that the counterparty in a transaction will fail to fulfill its financial contractual obligations, resulting in a negative impact on the group's financial position and results. The predominant portion of the group's credit risk pertains to receivables from customers, including both accounts receivable and accrued but unbilled engagements.

The group management assesses that currently there is no significant concentration of credit risk regarding any individual customer, counterparty, or geographical region for Nimlas Group. An ageing analysis of accounts receivable is provided on page 40.

Liquidity and refinancing

Liquidity and refinancing risk refer to the risk that Nimlas Group may not be able to meet its payment obligations due to inadequate liquidity or challenges in securing new loans. To ensure the group's short-term liquidity remains satisfactory, management continuously assesses the group's liquidity needs by monitoring its liquidity reserve (unused revolving credit facility and cash and bank balances). Liquidity forecasts are regularly prepared to ensure the group maintains sufficient cash reserves to meet the requirements of ongoing operations.

Group financing primarily relies on bank loans. Refinancing risk in short-term borrowing is mitigated through long-term credit commitments. Nimlas Group's net debt increased by SEK 1,055 (84) million during 2023. The average maturity of gross debt (excluding leases) amounted to five years at the end of the year. Additionally, there were cash and cash equivalents of SEK 358.7 (298.3) million.

Capital management

The group's strategy aims to deliver strong returns to shareholders while maintaining financial stability. One of the objectives is to structure Nimlas' capital in a manner that promotes significant financial flexibility and allows room for potential acquisitions. The group's loan agreements contain certain financial metrics that must be met and reported quarterly as part of the loan terms, as well as for interest rate determination. The financial metrics reported include net debt to EBITDA and financial net liabilities to EBITDA. As of December 2023, both of these metrics were comfortably met. The group's goal for 2023 was to ensure that net debt did not exceed 5.17x EBITDA. The target for the end of 2024 is for net debt not to exceed 4.4x EBITDA.

	<1 year		1-3 years		3-5 years		>5 years		Total	
Maturity analysis of financial liabilities, SEK '000	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Liabilities to credit institutions*	127,721	1,348,651	173,646	-	2,080,418	-	-	-	**2,381,785**	**1,348,651**
Other non-current interest bearing loans	-	-	79,478	-		-	-	-	**79,478**	**-**
Contingent considerations	34,525	5,130	49,372	38,558	-	-	-	-	**83,897**	**43,688**
Lease liabilities**	242,209	83,093	97,532	97,970	24,360	8,795	23,979	-	**388,080**	**189,858**
Other liabilities	257,593	122,983	-	-	-	-	-	-	**257,593**	**122,983**
Accrued expenses	571,752	386,749	-	-	-	-	-	-	**571,752**	**386,749**
Total	**1,233,799**	**1,946,606**	**400,028**	**136,528**	**2,104,779**	**8,795**	**23,979**	**-**	**3,762,585**	**2,091,929**

*As the group underwent refinancing during 2023, all liabilities to financial institutions have been repaid and/or refinanced. Therefore, all liabilities to financial institutions as of 2022-12-31 mature within one year.

** The maturity analysis of leasing liabilities is a standardised calculation.

Note 13 Inventories

Inventory is valued at the lower of cost and net realisable value. Cost is determined using the first-in, first-out (FIFO) method. The majority of the group's inventory consists of materials and tools in service vehicles. During the financial year, material costs of SEK 3,352.9 (2,385.7) million have been recognised in the income statement. Due to the project-based nature of the group's operations, the majority of purchased materials are recorded as contract assets rather than inventory. Cost of goods sold is included as part of the "materials and purchased services" line item in the group's income statement.

Inventories, SEK '000	2023	2022
Raw materials and consumables	69,755	54,601
Finishes goods and merchandise	95,325	11,744
Other inventory	2,489	1,373
Total inventories	**167,569**	**67,717**

Note 14 Other current receivables

Other current receivables, SEK '000	2023	2022
Tax receivables	40,352	42,913
VAT receivables	7,083	7,846
Other receivables	37,114	25,813
Total	**84,549**	**76,572**

Note 15 Prepaid expenses

Prepaid expenses, SEK '000	2023	2022
Prepaid insurance	4,107	3,198
Prepaid interest	60,091	12,821
Accrued supplier bonuses	82,616	101,721
Personnel-related items	-	379
Other	130,731	46,025
Total	**277,545**	**164,144**

Note 16 Share capital and data per share

The quotient value of the shares was 0.00026 (0.00026) SEK as of 31 December 2023. All registered shares are fully paid.

Additional contributed capital

Additional contributed capital consists of capital injected by the shareholders, including share premium funds related to new issuances and shareholder contributions.

Reserves

Reserves in the group's equity consist of translation differences, which include currency exchange variances arising from the translation of financial reports from foreign operations with different currencies. The translation reserve is reported in the retained earnings line item in the balance sheet.

Ongoing new share issue

At year-end, there is an ongoing new share issue that has not yet been registered. The ongoing new share issue increases the share capital by SEK 3 million.

Preference shares

The preference shares have a priority right to dividends over ordinary shares in an amount equivalent to the average subscription price for the share class, plus an amount corresponding to an annual interest rate of 8 percent on the average subscription price. The dividend rate for preference shares shall be cumulative and capitalized annually in arrears (PIK). As of 31 December 2023, the cumulative interest amounted to SEK 485 (217) million. Preference shares shall entitle holders to receive the outstanding amount from the following year's distributable profits before any dividend payment is made on the ordinary shares. Preference shares otherwise do not confer any right to dividends.

Type of shares	Vote per share	No. of shares 2023-12-31	No. of shares 2022-12-31
Preference shares A	10	1,659,822,053	1,443,466,880
Preference shares B	10	608,395,302	401,054,300
Common shares C	10	352,712,184	306,736,710
Common shares D	1	129,108,014	85,048,073
Common shares E	1	67,299,180	57,340,441
Common shares F	10	1	1
Total		**2,817,336,734**	**2,293,646,405**

Shares outstanding	Common shares	Preference shares	Total
No. of shares as of 1 Jan. 2022	**427,739,365**	**1,791,844,568**	**2,219,583,933**
New rights issue, 2022-01-21	2,050,000	0	2,050,000
Non-cash rights issue, 2022-02-10	2,187,499	9,068,059	11,255,558
New rights issue, 2022-02-28	1,939,703	4,627,411	6,567,114
Non-cash rights issue, 2022-03-31	145,931	686,733	832,664
New rights issue, 2022-06-22	1,077,383	0	1,077,383
New rights issue, 2022-07-12	1,453,361	582,117	2,035,478
Non-cash rights issue, 2022-07-12	385,208	1,499,392	1,884,600
New rights issue, 2022-08-25	2,409,638	0	2,409,638
Non-cash rights issue, 2022-09-21	4,917,570	22,866,958	27,784,528
New rights issue, 2022-09-30	218,527	133,244	351,771
Offset issue, 2022-09-30	2,999,763	13,178,610	16,178,373
New rights issue, 2022-12-16	1,601,277	34,088	1,635,365
No. of shares as of 31 Dec. 2022	**449,125,225**	**1,844,521,180**	**2,293,646,405**

Shares outstanding	Common shares	Preference shares	Total
No. of shares as of 1 Jan. 2023	**449,125,225**	**1,844,521,180**	**2,293,646,405**
New rights issue, 2023-01-30	45,975,474	216,355,173	262,330,647
Non-cash rights issue, 2023-02-01	41,760,755	174,002,244	215,762,999
New rights issue, 2023-02-01	3,486,781	13,239,939	16,726,720
New rights issue, 2023-02-28	11,712,056	0	11,712,056
Restamping, 2023-03-29	160,509	-323,991	-163,482
New rights issue, 2023-06-21	1,005,951	2,935,191	3,941,142
Non-cash rights issue, 2023-07-18	1,957,896	8,833,103	10,790,999
Share repurchase, 2023-07-18	-2,265,156	-10,659,560	-12,924,716
Non-cash rights issue, 2023-07-21	332,937	1,566,762	1,899,699
New rights issue, 2023-08-23	40,431	0	40,431
New rights issue, 2023-09-22	617,807	477,818	1,095,625
Non-cash rights issue, 2023-09-29	2,530,442	9,952,442	12,482,884
New rights issue, 2023-10-06	67,020	0	67,020
Restamping, 2023-11-10	40,363	-125,462	-85,099
New rights issue, 2023-12-06	13,404	0	13,404
No. of shares as of 31 Dec. 2023	**556,561,895**	**2,260,774,839**	**2,817,336,734**

Note 17 Provisions

The provisions in the group's balance sheet mainly relate to guarantees. The group generally provides a two-year warranty for construction projects, where any defects covered by the warranty period must be rectified within an agreed timeframe. Provisions have been made for estimated warranty costs in case they are not covered by insurance.

Provisions, SEK '000	2023	2022
Value, January 1	**4,689**	**4,653**
Acquisitions	2,000	0
New provisions	15,256	3,926
Utilizations	-15,704	-4,390
Translation differences	7	501
Value, December 31	**6,248**	**4,689**

Note 18 Other current liabilities

Other current liabilities, TSEK	2023	2022
VAT liability	80 711	34 506
Social costs and personnel-related liabilities	84 037	31 050
Current part of contingent consideration	34 525	5 130
Other current liabilities	92 845	52 297
Total	**292 117**	**122 983**

Note 19 Accrued expenses

Accrued expenses, SEK '000	2023	2022
Accrued personnel-related expenses	493,386	336,758
Accrued interest	47	1,439
Other accrued expenses	78,320	48,553
Total	**571,752**	**386,749**

Note 20 Group companies

Most of the group's subsidiary companies are wholly owned, meaning Nimlas Group has control over these entities. The acquisition method is used for consolidating the group's acquisitions. For further information regarding the acquisition of subsidiary companies, please refer to note 21 Business Combinations.

List of group companies

Below is the group's ownership interests in subsidiary companies as of 31 December 2023. These subsidiary companies are controlled either directly or indirectly by Nimlas Group AB.

Company name	Corp. Reg. No.	Domicile	Country	Share equity 2023-12-31	Share equity 2022-12-31
Nimlas Group AB	559291-7982	Stockholm	Sweden	Parent	Parent
Nimlas HoldCo AB	559269-6230	Stockholm	Sweden	100%	100%
QuickTop HoldCo AB	559269-6230	Stockholm	Sweden	100%	100%
Kong Midco AS	930 086 851	Oslo	Norway	100%	100%
Kong Bidco AS	930 086 908	Oslo	Norway	100%	100%
Konstel Holding AS	922 693 048	Lierstranda	Norway	100%	100%
Konstel AS	913 951 069	Lierstranda	Norway	100%	100%
Brødr Helgesens Eftf AS	935 900 557	Hønefoss	Norway	100%	100%
Aksjeselskapet Elektro Gruppen	989 373 560	Oslo	Norway	100%	100%
Elektropluss Telemark AS	915 453 457	Telemark	Norway	100%	100%
Elscoop System AS (merged)	919 228 245	Lierstranda	Norway		
Fagelektro AS	982 735 106	Tvedestrand	Norway	100%	100%
Nye Fjellheim Elektro AS	928 041 832	Risør	Norway	100%	-
Provstrømspesialisten AS	999 196 845	Oslo	Norway	100%	100%
Arro Elektro AS	979 538 480	Solbergelva	Norway	100%	100%
Pet Installasjon AS	932 130 394	Tønsberg	Norway	100%	100%
M Carlsen og Sønn AS	998 540 860	Barndbu	Norway	100%	100%
M Carlsen og Sønn Jevnaker AS	994 231 146	Jevnaker	Norway	100%	100%
Gecom AS	937 227 558	Holmestrand	Norway	100%	100%
Belsvik Elektro AS	912 475 034	Kyrksæterøra	Norway	100%	100%
Buvik Elektro AS	944 978 682	Trondheim	Norway	100%	100%
Trøndelag Elektro AS	977 300 967	Stjørdal	Norway	100%	100%
Elektroide AS	980 145 433	Drøbak	Norway	100%	100%
Hauge Elektro AS	943 914 559	Oslo	Norway	100%	100%

Company name	Corp. Reg. No.	Domicile	Country	Share equity 2023-12-31	Share equity 2022-12-31
Panorama R & R AS (merged)	919 144 610	Lierstranda	Norway		
K. Eidem Elektro	980 373 258	Selbu	Norway	100%	100%
Solkraft AS	922 842 930	Selbu	Norway	100%	100%
Wethal Elektroentreprenør AS	984 802 730	Oslo	Norway	100%	100%
El-Konsult AS	899 551 702	Dolmøy	Norway	100%	100%
Per Johansen AS	934 193 466	Nøtterøy	Norway	100%	100%
HAFA Elektro AS	958 061 838	Larvik	Norway	100%	100%
Centrum Elektriske AS	912 609 413	Oslo	Norway	100%	100%
Kampen Installasjon AS	981 393 082	Oslo	Norway	100%	100%
Nopek Elektro AS	968 958 356	Lier	Norway	100%	100%
Krøderen Elektro AS	941 163 343	Krøderen	Norway	100%	100%
Norcom Norefjell (merged)	987 605 081	Krøderen	Norway		-
Hegna Installasjon AS (merged)	913 252 810	Kongsberg	Norway		-
El 24 Ensiko AS	914 986 303	Stranda	Norway	100%	100%
Quick MidCo AB	559329-2922	Stockholm	Sweden	100%	100%
QMG Bidco Oy	3226737-5	Helsinki	Finland	100%	100%
QMG Holding Oy	2824748-6	Helsinki	Finland	100%	100%
Quattro Mikenti Group Oy	2824749-4	Helsinki	Finland	100%	100%
Quattroservices Oy	2937890-4	Espoo	Finland	100%	100%
Quattroservices Kaakkois-Suomi Oy	2416249-3	Lappeenranta	Finland	100%	100%
Quattroservices Tampere Oy	2640323-8	Tampere	Finland	100%	100%
Movitek Etelä-Suomi Oy (merged)	2690613-4	Tampere	Finland		100%
Ilmastointi-Mikenti Oy	2123868-3	Helsinki	Finland	100%	100%
Mikenti Talotekniikka Oy	1956289-8	Helsinki	Finland	100%	100%
Mikenti Oy	2195876-0	Jyväskylä	Finland	100%	100%
Paikallis-Sähkö Oy	0243115-4	Sotkamo	Finland	100%	100%
Capitis Control Oy	2302574-5	Kajaani	Finland	100%	100%
JP Yhtiöt Oy	2047160-0	Mikkeli	Finland	100%	100%
QMG Systems Öu	12 864 504	Tallinna	Estonia	100%	100%
Kokkolan LVIS-Palvelu Oy	1749447-3	Kokkola	Finland	100%	100%
QMG Partners Oy	2685024-9	Helsinki	Finland	100%	100%
JRA-Sähkö Oy	1006803-3	Helsinki	Finland	100%	100%
Palokatkot Vänskä Oy	2844562-6	Hyvinkää	Finland	100%	100%
JT-Sähkötekniikka Oy	2292933-9	Vantaa	Finland	100%	100%
AET-Automaatio Oy	2708916-4	Nurmijärvi	Finland	100%	100%
SW-Sähkö Oy	2533554-4	Helsinki	Finland	100%	100%
Vesijohtoliike J. Laitinen Oy	1451678-8	Espoo	Finland	100%	100%
Calto Oy	2153703-4	Kaarina	Finland	100%	100%
Calto Service Oy	2153713-0	Kaarina	Finland	100%	100%
Calto Tampere Oy	2660369-4	Tampere	Finland	100%	100%
Kylmäkolmonen Oy	0628949-0	Helsinki	Finland	100%	100%
LVI-Trio Oy	0631725-2	Vantaa	Finland	100%	100%
Movitek Oy	2824750-7	Oulu	Finland	100%	100%
AB Ors Service Oy	2940596-8	Pietarsaari	Finland	100%	100%
Tammi Kiinteistötekniikka Oy	2316723-3	Vaasa	Finland	100%	100%
Kuusitunturi Lahti Oy	0984757-4	Lahti	Finland	100%	100%
Tornion Ilmastointitekniikka Oy	2206574-5	Tornio	Finland	100%	100%
Ajansähkö Oy	0659453-2	Jyväskylä	Finland	100%	100%
Jyväskylän Vesi Ja Lämö Oy (merged)	2044553-3	Jyväskylä	Finland		100%
Hausmatic Oy	2733630-5	Kerava	Finland	100%	100%
Alti-Systems Oy	2288108-0	Turku	Finland	100%	100%
Mesiel Oy	3270131-1	Kokkola	Finland	100%	100%
Mikkelin Sähköasennus Oy	1483821-8	Mikkeli	Finland	100%	100%
Automation T&N Ab	2086375-1	Korsholm	Finland	100%	100%
Lämpöjokeri Oy	1780527-8	Lahti	Finland	100%	100%
Ässäenergia Oy	3261207-9	Lahti	Finland	100%	100%
Espit Oy	2034719-1	Puumala	Finland	100%	100%
KT Paloturvapalvelut Oy	2034719-1	Vantaa	Finland	100%	-
Sähköasennus VIRTOO Oy	2451463-9	Kuopio	Finland	100%	-
Firesec Oy	2997154-8	Vesilahti	Finland	100%	-
LVI-Aitta Oy	1917195-0	Kajaani	Finland	100%	-
Cervius Group Oy	2890133-7	Naantali	Finland	100%	-

Company name	Corp. Reg. No.	Domicile	Country	Share equity 2023-12-31	Share equity 2022-12-31
Nimlas MidCo AB	559297-0239	Stockholm	Sweden	100%	100%
Nimlas BidCo AB	559297-0247	Stockholm	Sweden	100%	100%
Sandbäcken Invest Group Holding AB	559051-7610	Linköping	Sweden	100%	100%
Sandbäcken Invest Holding AB	559051-7602	Linköping	Sweden	100%	100%
Sandbäcken Invest AB	556937-0207	Linköping	Sweden	100%	100%
Sandbäcken Utveckling AB	556469-9956	Linköping	Sweden	100%	100%
Sandbäckens Rör i Stockholm AB	556635-9534	Johanneshov	Sweden	100%	100%
Sandbäckens Medicinska Gaser AB	559191-4824	Johanneshov	Sweden	100%	70%
ProjPartner Mitt AB	559378-3110	Västerås	Sweden	70%	100%
Sandbäckens Pump Öst AB	559379-6922	Linköping	Sweden	70%	100%
Kylpartner Väst AB	559380-3165	Linköping	Sweden	100%	100%
Sandbäckens Rör i Linköping AB	556583-0568	Linköping	Sweden	100%	100%
Rörproduktion i Linköping AB	556887-0819	Linköping	Sweden	100%	100%
Sandbäckens Rör i Norrköping AB	556583-0634	Norrköping	Sweden	100%	100%
Katrineholms Rörpr. AB (merged)	556976-4029	Katrineholm	Sweden		100%
Sandbäckens Rör i Motala AB	556677-0441	Motala	Sweden	100%	100%
Sandbäckens Rör i Nyköping AB	559007-3150	Nyköping	Sweden	100%	100%
Sandbäckens Rör i Kalmar AB	559018-5681	Kalmar	Sweden	100%	100%
Sandbäckens Rör i Lund AB	559191-4840	Lund	Sweden	70%	70%
Sandbäckens Rör i Jönköping AB	556842-2918	Jönköping	Sweden	100%	100%
Sandbäckens Rör i Växjö AB	556596-6818	Växjö	Sweden	100%	100%
Sandbäckens Rör i Vetlanda AB	556985-3681	Vetlanda	Sweden	100%	100%
Sandbäckens Rör i Ronneby AB	559018-1300	Ronneby	Sweden	100%	100%
Sandbäckens Rör i Visby AB	559025-2671	Visby	Sweden	100%	100%
Sandbäckens Brandskydd AB	559191-4832	Linköping	Sweden	100%	100%
Sandbäckens Rör i Södertälje AB	559274-5698	Södertälje	Sweden	70%	70%
Trisec Automation AB	559274-5706	Linköping	Sweden	70%	70%
Rörbolaget M. Söderkvist AB	556661-5034	Västervik	Sweden	100%	100%
Sandbäckens Rör i Göteborg AB	556909-3619	Göteborg	Sweden	100%	100%
Sandbäckens Rör i Uddevalla AB	556948-2648	Uddevalla	Sweden	100%	100%
Sandbäckens Rör i Malmö AB	559019-7967	Malmö	Sweden	100%	100%
Sandbäckens Rör i Bjäre/Halmstad AB	559034-9493	Grevie	Sweden	100%	100%
Johanssons VVS Ängelholm AB (merged)	556703-9796	Linköping	Sweden		100%
Trisec AB	556347-1910	Norrköping	Sweden	100%	100%
Sandbäckens Rör i Landskrona/Helsingborg AB	559304-7979	Landskrona	Sweden	100%	100%
Sandbäckens Rör i Varberg AB	559304-7953	Linköping	Sweden	100%	100%
Sandbäckens Rör i Sundsvall AB	559304-7987	Linköping	Sweden	66%	100%
Rörex i Stockholm Aktiebolag	556291-2864	Sollentuna	Sweden	100%	100%
Karlstad Rörmontage Aktiebolag	556123-6034	Karlstad	Sweden	100%	100%
Sandbäckens Sprinkler Mitt AB	556893-4508	Johanneshov	Sweden	100%	100%
Sandbäckens Sprinkler Väst AB	559031-1311	Uddevalla	Sweden	100%	100%
Sprincom AB	556815-4925	Linköping	Sweden	100%	100%
Teklin AB	556943-2098	Linköping	Sweden	100%	100%
Teklin Göteborg AB	559202-6669	Linköping	Sweden	100%	100%
GS-Rör AB	556276-6070	Skillingaryd	Sweden	100%	100%
Svensk Styrteknik AB	556656-0321	Linköping	Sweden	100%	100%
City Eltjänst Sthlm AB	556694-3774	Södertälje	Sweden	100%	-
Sandbäckens Rör i Västerås AB	559011-6884	Västerås	Sweden	100%	100%
Sandbäckens Industri Syd AB	559031-0644	Ronneby	Sweden	100%	100%
Rörproduktion Sweden AB	556810-0456	Linköping	Sweden	100%	100%
Rörproduktion Mälardalen AB	556966-5945	Linköping	Sweden	100%	100%
ProjPartner Öst AB	556628-7594	Norrköping	Sweden	100%	100%
Nimlas Sweden Electrical AB	559448-7174	Stockholm	Sweden	100%	-
Växjö Elmontage AB	556522-5983	Växjö	Sweden	100%	-
Energistyret Kronoberg AB	559176-0631	Växjö	Sweden	100%	-
El & Projektering Vetlanda AB	556594-0813	Vetlanda	Sweden	100%	-
EVIAB Gruppen AB	556724-2267	Örebro	Sweden	100%	-
El-Profilen i Örebro Aktiebolag	556361-3586	Örebro	Sweden	100%	-
EVIAB Teknik AB	559260-2618	Örebro	Sweden	100%	-
Säkerhetsprofilen i Örebro AB	559212-5040	Örebro	Sweden	100%	-
VVS Profilen i Örebro AB	559105-8556	Örebro	Sweden	100%	-
Trifrost AB	556947-5303	Linköping	Sweden	100%	100%
Mälar Sprinkler AB	556631-8209	Kista	Sweden	100%	100%

Note 21 Business combinations

Since its establishment, Nimlas Group has placed significant emphasis on a clear acquisition strategy with the vision of becoming the leading installation group in the Nordics. The objective of acquisitions spans several areas, where the added value generally consists of revenue and cost synergies, enhanced expertise, strong customer relationships, and the collective expertise within our workforce. Acquisitions are executed with a strategy focused on ensuring that the acquired companies contribute to the overall profitability of the group. These acquisitions are seen as complements to our existing operations, either within specific disciplines or geographical areas. A central aspect is to create opportunities for synergies, expanded networks, and increased expertise within the specific business area.

Transaction costs related to acquisitions are expensed when incurred and are reported in the income statement under the line item "other external costs."

Asset deals

In addition to outright corporate acquisitions, the group regularly undertakes asset acquisitions. In asset acquisitions, specific assets and liabilities are transferred from the seller to the buyer without the transfer of an entire business as a whole.

Acquisitions during 2023

Konstel

On 1 February 2023, Nimlas Group acquired 100 percent of the shares in the Norwegian company Konstel Holding AS. The acquisition of Konstel is part of the group's strategic goal to become the leading technical installation company in the Nordics. The purchase price for the acquisition amounted to NOK 962.5 million (SEK 1,008.7 million), and the goodwill associated with the acquisition amounted to NOK 1,253 million (SEK 1,313 million). Since the acquisition and excluding new acquisitions that have occurred in Norway during 2023, Konstel's net sales amounted to NOK 1,555.8 million (SEK 1,564.2 million), and the operating profit amounted to NOK 46.3 million (SEK 46.6 million). If Konstel Holding AS had been consolidated from 1 January 2023, Nimlas Group's net sales would have been impacted by NOK +125.4 million (SEK +126.0 million) and the group's operating profit by NOK +5.4 million (SEK +5.4 million).

Cooper

During the third quarter of the year, Sandbäckens conducted another major acquisition, known as the "Cooper" platform acquisition. On September 29th, Sandbäcken Utveckling AB, through the newly formed company Nimlas Sweden Electrical AB, acquired eight companies operating in the electrical installation industry. The eight companies acquired in the platform acquisition are: Energistyret Kronoberg AB, Växjö Elmontage AB, El & Projektering Vetlanda AB, El-Profilen i Örebro AB, EVIAB Gruppen AB, EVIAB Teknik AB, Säkerhetsprofilen i Örebro AB, and VVS-Profilen i Örebro AB. The platform acquisition is a significant step in Nimlas' journey towards becoming a multidisciplinary installation group in the Nordics, as it gives Nimlas a significant presence in the electrical segment of the Swedish market. The acquisition of the electrical installation companies has also led to the expansion of operations in Sweden with a new business area for the electrical segment.

The purchase price for the "Cooper" acquisition amounted to SEK 346.3 million, and the goodwill associated with the acquisition amounted to SEK 264 million. Since the acquisition in September, Cooper has contributed to the group's net sales with +110.9 SEK million and to the operating profit by SEK +7.3 million. If Nimlas Electrical AB and its subsidiaries had been consolidated from 1 January 2023, Nimlas Group's net sales would have been impacted by SEK +304.1 million and the operating profit by SEK +24 million.

Other acquisitions

In addition to the two major acquisitions described above, there have been an additional 14 acquisitions in 2023, including seven asset acquisitions. In Sweden, Sandbäcken acquired the company City Eltjänst in Stockholm and the assets of the company Mikael Gilbert VVS Service in Linköping. The acquisition of City Eltjänst aligns with the strategy to expand Sandbäckens’ offerings across multiple areas, and the company will be included in the new business area for the electrical segment. Since the acquisition, City Eltjänst AB has contributed SEK +23.3 million to the group's net sales and SEK +1.6 million to the group's operating profit. If the company had been consolidated from 1 January 2023 instead, Nimlas Group's net sales would have increased by SEK +39.7 million, and the operating profit would have increased by SEK +1.4 million.

In Finland, during 2023, there were four corporate acquisitions and five asset acquisitions. The acquisition of Cervius Group in December was carried out with the aim of expanding the Finnish service operations and the range of energy efficiency services. In October, the acquisition of LVI-Aitta Oy, a leading HVAC company in Kainuu, was also completed. The acquisition of LVI-Aitta complements QMG's strong network in northern Finland. Additionally, two corporate acquisitions were completed in Finland during 2023: the acquisitions of FireSec Oy and Sähköasennus VIRTOO Oy. Corporate acquisitions in Finland contributed to the group's net sales by EUR +5.2 million (SEK +59.7 million) and to the group's operating profit by EUR 0.3 million (SEK +3.7 million) in 2023. If the newly acquired Finnish companies had been consolidated from 1 January 2023, instead, the group's net sales would have increased by a total of EUR +20.1 million (SEK +231.1 million) and the operating profit by a total of EUR +2.1 million (SEK +23.5 million).

In Norway, a total of three acquisitions were carried out in 2023, including one asset acquisition. The acquisition of Hegna Installasjon AS, a company offering electrical installations, in May, strengthens Konstel's position in the Kongsberg market. Hegna Installasjon AS was merged with Krøderen Elektro towards the end of 2023. The acquisition of Nye Fjellheim Elektro AS in December 2023 is part of the group's strategy to grow through acquisitions and strengthen its market position in the Nordic market. Corporate acquisitions in Norway contributed NOK 2.4 million (SEK 2.4 million) to the group's net sales and NOK -0.3 million (SEK -0.3 million) to the group's operating profit in 2023. If the newly acquired Norwegian companies had been consolidated from 1 January 2023, instead, the group's net sales would have increased by a total of NOK 14.8 million (SEK 14.9 million) and the operating profit by a total of NOK +1 million (SEK +1 million). Of the total amount of goodwill recognized as per 31 December 2023, SEK 59.6 (69.0) million is tax-deductible.

Divestments during 2023

In addition to the acquisitions described above, there were also three divestments in Sweden during 2023. In March 2023, 100% of the shares in Sandbäckens Rör i Örebro AB were divested, and in July 2023, 100% of the shares in LH Ventteknik AB and Trefemton v AB were divested.

Acquisitions 2023	Domicile	Type of acquisition	Percentage	Date	No. of employees	Annual sales in SEK '000
Konstel	Norge	Group	100%	February	1,203	1,690,305
Vaasan Sähköpalvelu	Vaasa	Asset deal	-	February	10	-
Rannikon Sähköpiste	Pyhäjoki	Asset deal	-	February	14	-
Sähköasennus VIRTOO Oy	Kuopio	Company	100%	April	8	17,231
FireSec Oy	Vesilahti	Company	100%	April	9	28,027
Junnin Sähkö	Paimio	Asset deal	-	May	3	-
Hegna Installasjon AS	Kongsberg	Company	100%	May	10	2,376
Haavik Elektro	Løkken Ver	Asset deal	-	July	3	-
City Eltjänst Sthlm AB	Stockholm	Company	100%	September	34	63,023
Mikael Gilbert VVS Service AB	Linköping	Asset deal	-	September	1	-
Nimlas Sweden Electrical AB, incl. Subsidiaries	Stockholm	Platform	100%	September	182	415,100
PetenPutki	Kokkola	Asset deal	-	September	4	-
LVI-Aitta Oy	Kajaani	Company	100%	October	35	102,915
Cervius Group Oy	Naantali	Company	100%	December	93	142,583
Mesiel Sähkösaatot	Kokkola	Asset deal	-	December	2	-
Nye Fjellheim Elektro AS	Risør	Company	100%	December	9	10,406

Acquisitions 2022	Domicile	Type of acquisition	Percentage	Date	No. of employees	Annual sales in SEK '000
Sjögrens Rörservice AB	Linköping	Asset deal	-	February	1	-
Alti-Systems Oy	Turku	Company	100%	February	9	26,010
Fincold Oy	Tuusula	Asset deal	-	March	3	-
Teklin AB	Vårgårda	Company	100%	June	17	54,126
Teklin Göteborg AB	Vårgårda	Company	100%	June	10	29,312
Sörmlandskustens VVS AB	Nyköping	Asset deal	-	June	6	-
Åby Plåtslageri AB	Norrköping	Asset deal	-	June	3	-
GS-Rör AB	Skillingaryd	Company	100%	July	11	32,956
Trefemton V AB	Landvetter	Company	100%	July	11	11,977
Mesiel Oy	Kokkola	Company	100%	July	17	29,177
Svensk Styrteknik AB	Stockholm	Company	100%	August	10	28,126
LH Ventteknik AB	Göteborg	Company	100%	August	25	162,412
Mikkelin Sähköasennus Oy	Mikkeli	Company	100%	August	4	10,392
Pohjois-Suomen tekniikkapalvelu	Oulu	Asset deal	-	August	7	-
Palmqvist Värmepumpsservice AB	Grevie	Asset deal	-	September	1	-
Automation T&N	Korsholm	Company	100%	October	8	18,059
JTL Building Control	Helsingfors	Asset deal	-	October	5	-
Lämpöjokeri Oy	Lahti	Company	100%	November	11	16,222
Ässäenergia Oy	Lahti	Company	100%	November	0	2,683
Espit Oy	Puumala	Company	100%	December	16	40,133
KT Paloturvapalvelut Oy	Vantaa	Company	100%	December	26	26,133

Acquisitions during 2022

In Sweden, during the fiscal year 2022, a total of ten acquisitions were completed, including four asset acquisitions. In Finland, there were eleven acquisitions, including three asset acquisitions. The purpose of these acquisitions has been to continue Nimlas Group's growth journey, which occurs through both organic growth and acquisitions. The acquisitions specified above refer to strategic acquisitions within the framework of the group's objectives to expand its existing service offerings, cover new geographical markets, and complement and strengthen offerings in new areas.

The acquisitions of the Teklin companies and LH Ventteknik in Sweden represent an expansion of Sandbäcken's service offerings in ventilation, establishing Sandbäcken as one of the leading players in ventilation on the Swedish west coast. The acquisition of Svensk Styrteknik in Sweden expands the range of automation solutions as the company specialises in optimising indoor climate, energy efficiency, and building monitoring. In Finland, the three acquisitions of Alti-Systems, Lämpöjökeri, and Espit represent an expansion of the cooling offering.

The total contribution to the group's revenue since the acquisitions amounts to SEK 152,813 '000 for the Swedish acquisitions and SEK 76,252 '000 for the Finnish acquisitions. The total contribution to the group's operating profit since the acquisitions amounts to SEK 8,828 '000 for the Swedish acquisitions and SEK 8,844 '000 for the Finnish acquisitions. If the acquired companies had been consolidated from January 1, 2022, Nimlas Group's total revenue would have been positively impacted by SEK 166,096 '000 for the Swedish acquisitions and by SEK 52,471 '000 for the Finnish acquisitions. The effect on operating profit would have been SEK 10,196 '000 for the Swedish acquisitions and SEK 13,859 '000 for the Finnish acquisitions. See the table below for more details on the individual acquisitions.

Effects of acquisitions

The table below shows the fair value of acquired net assets, recognised goodwill, and other excess values as well as consideration transferred for significant acquisitions.

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Specification of acquisitions, SEK '000	2023 Konstel	2023 Other acquisitions in Norway	2023 Cooper	2023 Other acquisitions in Sweden	2023 Other acquisitions in Finland	2023 Total	2022 Sweden	2022 Finland	2022 Total
Consideration transferred	1,008,711	13,160	346,318	24,707	156,625	1,549,521	140,253	106,540	246,793
Contingent consideration	0	2,961	0	6,000	34,782	43,743	18,048	29,666	47,714
Total consideration	**1,008,711**	**16,121**	**346,318**	**30,707**	**191,407**	**1,593,264**	**158,301**	**136,206**	**294,507**
Acquired balance sheets									
Intangible fixed assets	236	0	0	0	6,953	7,189	0	30	30
Property, plant and equipment	29,366	0	2,585	427	6,298	38,677	1,213	6,848	8,061
Other fixed assets	3,596	1,540	643	208	3,318	9,305	8,672	654	9,326
Operating assets	411,371	5,409	98,477	10,024	88,279	613,561	77,364	65,675	143,039
Cash and cash equivalents	71,984	2,018	31,081	7,986	20,612	133,681	9,990	32,103	42,093
Non-current liabilities	-437,080	-12	-2,449	0	-2,185	-441,726	-8,642	-17,651	-26,293
Operating liabilities	-397,258	-4,967	-71,517	-13,881	-76,131	-563,753	-41,300	-36,973	-78,273
Fair value of net assets	**-317,784**	**3,988**	**58,820**	**4,764**	**47,144**	**-203,067**	**47,296**	**50,687**	**97,983**
Goodwill	**1,301,640**	**12,133**	**264,180**	**25,943**	**144,263**	**1,748,159**	**111,004**	**85,519**	**196,523**
Other excess values	**24,854**	**0**	**23,319**	**0**	**0**	**48,173**	**0**	**0**	**0**
Total consideration	**1,008,711**	**16,121**	**346,319**	**30,707**	**191,407**	**1,593,264**	**158,301**	**136,206**	**294,507**
Transaction costs	59,863	257	11,687	675	12,939	85,422	1,946	6,418	8,364
Effect on the group's cash flow									
Consideration transferred in cash	642,570	13,160	324,912	12,430	139,889	1,132,961	102,570	106,540	209,110
Cash and cash equivalents in acquired companies	-71,984	-2,018	-31,081	-7,986	-20,612	-133,681	-9,990	-32,103	-42,092
Transaction costs	59,863	257	11,687	675	9,244	81,727	1,946	6,418	8,364
Total cash flow	**630,449**	**11,399**	**305,518**	**5,120**	**128,521**	**1,081,007**	**94,526**	**80,855**	**175,381**

Acquisitions after the end of the reporting period

After the year-end, Nimlas Group in Norway completed the acquisition of Elman Group in January 2024. Elman Group consists of five companies and had a combined turnover of approximately SEK 300 million in 2023. In Sweden, Sandbäckens completed two acquisitions after the balance sheet date; in February 2024, AB Storå Rör was acquired, with a turnover of approximately SEK 65 million. Later, in March 2024, Filipstads Luftteknik AB was also acquired, with a turnover of approximately SEK 17 million in 2023. In Finland, Nimlas Group acquired Assonant Oy in February 2024, a provider of electrical installation services with an annual turnover of approximately EUR 2.6 million.

Note 22 Pledged assets and contingent liabilities

Contingent liabilities	2023	2022
Surety bonds	-	1,523,375
Other contingent liabilities	19,118	255,792
Total	**19,118**	**1,779,167**

With the refinancing that occurred in 2023, there are no longer any guarantee commitments at group level. The remaining guarantee commitments pertain to overdraft facilities in Norway and Sweden, which are internal credits within the company and are therefore eliminated within the group. Other contingent liabilities relate to guarantees.

Pledged assets	2023	2022
Company mortgages	3,168,977	1,466,980
Net assets in subsidiaries	5,377,401	3,787,518
Summa	**8,546,378**	**5,254,498**

In Sweden, there are corporate mortgages in 35 (23) companies totaling SEK 96 (92) million. In Finland, the corporate mortgages relate to the bank loan for the entire group, with corporate mortgages totaling an exposure of SEK 3,072 (1,374) million through 24 (18) Finnish entities. In total, the Finnish mortgages amount to SEK 37,954 (24,738) million. Net assets in subsidiaries are calculated as the value of the net assets corresponding to the subsidiaries in the group's balance sheet plus any goodwill in the group.

Note 23 Transactions with related parties

There have been no significant related-party transactions other than intra-group transactions and remuneration to employees. Please refer to note 5 for more information on employee and board remuneration. Refer to note 20 for a list of all group companies.

Note 24 Adjustments for non-cash items

SEK '000	2023	2022
Financial income	-30,807	-14,452
Financial expenses	291,867	79,439
Depreciation and impairment of non-current assets	225,176	100,163
Gain/loss on sales of fixed assets	-25,455	-2,288
Gan/loss on sales of subsidiaries	30,236	0
Provision for doubtful receivables	11,806	3,005
Revaluation of contingent considerations	18,922	-579
Changes in provisions	-441	-374
Other	-1,990	-13,432
Total	**519,314**	**151,482**

Note 25 Change in liabilities attributable to financing activities

SEK '000	Non-current financial liabilities	Current financial liabilities	Lease liabilities	Total
Value at 1 January 2023	**1,168,515**	**180,136**	**189,858**	**1,538,509**
Cash flow from financing activities	763,025	-140,160	-133,433	489,432
Non-cash transactions:				
Acquisitions	402,316	1,038	-	403,354
Translation differences	-19,551	2,745	-3,263	-20,068
New and amended leasing agreements	-	-	334,917	334,917
Other	19,237	83,963	-	103,200
Value at 31 December 2023	**2,333,542**	**127,722**	**388,080**	**2,849,344**

	Non-current financial liabilities	Current financial liabilities	Lease liabilities	Total
Value at 1 January 2022	**1,156,558**	**57,090**	**143,123**	**1,356,771**
Cash flow from financing activities	-1,428	63,200	-99,311	**-37,539**
Non-cash transactions:	-	-	-	-
Translation differences	36,723	1,947	2,050	**40,720**
New and amended leasing agreements	-	-	143,996	**143,996**
Other	-23,338	57,899	-	**34,561**
Value at 31 December 2022	**1,168,515**	**180,136**	**189,858**	**1,538,509**

Note 26 Events after the balance sheet date

After the turn of the year, Nimlas Group continued its acquisition strategy and completed several acquisitions in Norway, Sweden, and Finland. In Norway, the acquisition of Elman Group was completed in January 2024. Elman Group consists of five companies and had a combined turnover of approximately SEK 300 million in 2023. The acquisition strengthens Konstel's position in Trøndelag. In Sweden, Sandbäcken completed two acquisitions after the balance sheet date; in February 2024, AB Storå Rör was acquired, with a turnover of approximately SEK 65 million. Later, in March 2024, Filipstads Luftteknik AB was also acquired, with a turnover of approximately SEK 17 million in 2023. The acquisitions align with Sandbäcken's strategy to continue significant growth within the HVAC and energy solutions segments. In Finland, Nimlas Group acquired Assonant Oy in February 2024. Assonant Oy is a provider of electrical installation services with an annual turnover of approximately EUR 2.6 million.

In addition to the acquisitions, there have been changes within Nimlas' management team, with Marcus Holmstrand appointed as the new Group CFO from January 2024. Tiina Koppinen assumed the position of the new CEO for QMG in Finland as of March 2024, succeeding Kimmo Liukkonen who has chosen to step down from the role.

Statement of profit and loss, parent company

SEK '000	Note	2023-01-01 2023-12-31	2022-01-01 2022-12-31
Net sales	PC2	23 407	12 600
Other operating income		8	82
Total income		**23 416**	**12 682**
Other external expenses	PC2	-22 214	-27 025
Employee benefit expenses	PC2, PC3	-22 526	-8 026
Other operating expenses		-9	-14
Operating income		**-21 334**	**-22 384**
Financial income	PC4	23 255	336
Financial expenses		-5 391	-
Profit/loss before tax		**-3 469**	**-22 048**
Income taxes	PC5	-	-
Net profit (-loss) for the year		**-3 469**	**-22 048**

Statement of comprehensive income, parent company

	Note	2023-01-01 2023-12-31	2022-01-01 2022-12-31
Net profit (-loss) for the year		**-3,469**	**-22,048**
Other comprehensive income		0	0
Other comprehensive income		**0**	**0**
Total comprehensive income for the year		**-3,469**	**-22,048**

Statement of financial position, parent company

SEK '000	Note	2023-12-31	2022-12-31
ASSETS			
Financial fixed assets			
Shares in subsidiaries	PC6	3,078,771	2,282,303
Total non-current assets		**3,078,771**	**2,282,303**
Current assets			
Receivables from group companies	PC8	11,744	0
Other receivables	PC7	1,217	4,909
Cash and cash equivalents	PC8	33,224	8,281
Total current assets		**46,184**	**13,190**
TOTAL ASSETS		**3,124,955**	**2,295,493**
EQUITY AND LIABILITIES			
Restricted equity			
Share capital		734	593
Unrestricted equity			
Share premium reserve		2,935,809	2,212,161
Retained earnings		74,676	96,727
Profit (-loss) for the year		-3,469	-22,048
TOTAL EQUITY		**3,007,751**	**2,287,433**
Non-current liabilities			
Other non-current liabilities		79,478	0
Total non-current liabilities		**79,478**	**0**
Current liabilities			
Trade payables		2,110	843
Liabilities to group companies	PC8	26	38
Other current liabilities	PC9	27,282	941
Accrued expenses	PC10	8,309	6,239
Total current liabilities		**37,727**	**8,060**
Total liabilities		**117,205**	**8,060**
TOTAL EQUITY AND LIABILITIES		**3,124,955**	**2,295,493**

Statement of changes in equity, parent company

SEK '000	Restricted equity		Unrestricted equity			
	Share capital	Ongoing new issue	Other contributed capital	Retained earnings	Net profit (-loss)	Total equity
As at 1 Jan 2022	**574**	**0**	**2,122,248**	**96,727**	**0**	**2,219,549**
Allocation of profit (-loss)	-	-	-	0	0	**0**
Net profit (-loss)	-	-	-	-	-22,048	**-22,048**
Other comprehensive income	-	-	-	-	0	**0**
Total comprehensive income	-	-	-	-	**-22,048**	**-22,048**
Transactions with the owners of the parent company						
Issue of share capital	19	-	90,724	-	-	**90,743**
Issuance costs	-	-	-812	-	-	-812
Total	**19**	**0**	**89,912**	**0**	**0**	**89,931**
At 31 Dec 2022	**593**	**0**	**2,212,161**	**96,727**	**-22,048**	**2,287,433**
As at 1 Jan 2023	**593**	**0**	**2,212,161**	**96,727**	**-22,048**	**2,287,433**
Allocation of profit (-loss)	-	-	-	-22,048	22,048	**0**
Net profit (-loss)	-	-	-	-	-3,469	**-3,469**
Other comprehensive income	-	-	-	-	0	**0**
Total comprehensive income	**0**	**0**	**0**	**0**	**-3,469**	**-3,469**
Transactions with the owners of the parent company						
Issue of share capital	139	3	744,349	-	-	**744,491**
Bonus issues	3	-	-	-3	-	**0**
Issuance costs	-	-	935	-	-	**-935**
Redemption of shares	-3	-	-19,766	-	-	**-19,769**
Total	**139**	**3**	**723 648**	**-3**	**0**	**723 787**
At 31 Dec 2023	**731**	**3**	**2,935,809**	**74,676**	**-3,469**	**3,007,751**

Conditional non-refunded shareholders' contributions amounted to SEK 96,727 '000 (SEK 96,727 '000) as of the balance sheet date.

Statement of cash flows, parent company

SEK '000	Note	2023-01-01 2023-12-31	2022-01-01 2022-12-31
Operating activities			
Profit (-loss) before tax		-3,469	-22,048
Adjustments for non-cash items	PC11	-17,604	70,001
Paid tax		-184	-670
Cash flow from operating activities before changes in working capital		**-21,256**	**47,283**
Cash flow from changes in working capital			
Change in			
Operating receivables		-7,985	761
Operating liabilities		3,715	7,950
Cash flow from operating activities		**-25,526**	**55,994**
Investing activities			
Capital contributions paid		-344,708	-70,089
Cash flow from (-used in) investing activities		**-344,708**	**-70,089**
Financing activities			
New rights issues		396,496	19,843
Cash flow from financing activities		**396,496**	**19,843**
Cash and cash equivalents, January 1		8,281	2,534
Cash flow for (-used in) the period		**26,262**	5,748
Translation difference in cash and cash equivalents		-1,319	0
Cash and cash equivalents, December 31		**33,224**	**8,281**

Note PC1 General accounting principles for the parent company

The parent company, Nimlas Group AB, has prepared its annual report in accordance with the Annual Accounts Act and RFR 2 Reporting for Legal Entities. According to RFR 2, the parent company must apply all International Financial Reporting Standards as per IFRS, adopted by the EU, to the extent possible within the framework of the Annual Accounts Act regulations. The same accounting principles applied in the group are normally also applied in the parent company. In some cases, the parent company applies different principles from the group, and these principles are then specified under the respective notes.

Note PC2 Costs and income

Income in the parent company

Nimlas Group AB had no external sales during 2023 or 2022. As the parent company, Nimlas Group AB provides management, financial control, reporting, and leadership services to its subsidiaries in its operations. The parent company has thus identified its performance obligation as providing services to the operating subsidiaries. Revenues are recognised over time as the services are performed. Sales to subsidiaries amounted to SEK 23,399 (12,682) '000 in 2023, and purchases from subsidiaries amounted to SEK 15,652 (18,950) '000.

Costs in the parent company

SEK '000	2023	2022
Overhead costs	15,652	18,606
Employee benefit expenses	22,526	8,026
Other external expenses	6,562	8,419
Other operating expenses	9	14
Total	**44,749**	**35,065**

Leasing in the parent company

The parent company applies the exemption in RFR 2 for lease agreements. Lease payments are therefore recognised as an expense in the income statement and not as a right-of-use asset and lease liability in the balance sheet. Future payment obligations for operating lease contracts are distributed as follows:

Maturity structure of future lease payments

SEK '000	2023	2022
Within 1 year	407	0
Within 2-5 years	662	0
Total	**1,069**	**0**

The annual expense for leasing assets amounted to SEK 103 (0) '000. The leased assets consist of company cars.

Auditing expenses

SEK '000	2023	2022
EY		
Audit assignments	2,335	1,200
Other services	506	570
Total	**2,841**	**1,770**

Note PC3 Employee benefits

	2023			2022		
SEK '000	Directors	Other employees	Total	Directors	Other employees	Total
Salaries an remuneration						
Salaries and benefits	5,280	5,486	10,766	2,462	1,762	4,224
of which variable remuneration	1,095	751	0	1,446	0	1,446
Social contribution costs	3,633	4,938	8,571	1,142	717	1,859
of which retirement costs	1,589	2,047	3,635	369	321	690
Total	**8,913**	**10,424**	**19,337**	**3,604**	**2,479**	**6,083**

Average number of employees

The parent company had three (four) employees during the year, one of whom is the CEO of the group. In 2023, one out of the three employees are women. In 2022, all employees were men. The parent company's board consisted of six (five) members as of the balance sheet date, including five (five) men and one (0) woman. Of this year's salary expenses, SEK 3.9 million pertains to severance pay.

Note PC4 Financial income and expenses

SEK '000	2023	2022
Dividends	19,769	0
Interest income	205	8
Currency exchange gains	3,281	328
Total financial income	**23,255**	**336**
Interest expenses	5,391	0
Total financial expenses	**5,391**	**0**

Note PC5 Income tax

Reconciliation, SEK '000	2023	2022
Profit (-loss) before tax	-3,469	-22,048
Expected current tax expense (20,6%)	-715	-4,542
Tax effect from:		
Non-deductible expenses	1,085	10
Non-taxable income	-4,077	0
Deductible, non-result affecting items	-193	0
Effects of tax losses	3,899	4,532
Reported tax	**0**	**0**
Effective tax rate	**0%**	**0%**

Explanation of tax expense

The difference between the reported tax expense and the expected tax expense is explained in the table on the left. The expected tax expense is calculated based on the profit before tax multiplied by the current tax rate for the parent company. As the profit before tax is a loss, the expected tax expense is zero. Non-deductible expenses in the parent company mainly consist of tax-deductible reversal of net interest. Non-taxable income mainly consists of dividends from subsidiaries. The total carried forward tax loss in the parent company amounts to SEK 40.9 million, of which SEK 0 million is reported in the balance sheet.

Note PC6 Shares in group companies

Direct shares in group companies (SEK '000)

Company name	Corp. Reg. No.	Domicile	Equity 2023-12-31	Result 2023	Share of equity	Net book value, 2023-12-31	Net book value, 2022-12-31
QuickTop HoldCo AB	559269-6230	Stockholm	3,078,771	19,768	100%	3,078,771	2,282,303
Total carrying amount of subsidiaries						**3,078,771**	**2,282,303**

Changes in participations in group companies

SEK '000	2023	2022
Accumulated costs	3,078,771	2,282,303
Accumulated impairment	0	0
Carrying amount	**3,078,771**	**2,282,303**
Value, Jan 1	2,282,303	2,212,126
Investments	796,468	2,282,303
Divestments	0	-2,212,126
Value, Dec 31	**3,078,771**	**2,282,303**

Note PC7 Other current receivables

SEK '000	2023	2022
VAT receivables	480	696
Tax receivables	737	4,213
Total	**1,217**	**4,909**

Note PC8 Financial instruments

Financial instruments measured at amortised cost

SEK '000	2023	2022
Assets		
Receivables from group companies	11,744	0
Other current receivables	1,217	4,909
Cash and cash equivalents	33,224	8,281
Total	**46,184**	**13,190**
Liabilities		
Other non-current liabilities	79,478	0
Trade payables	2,110	843
Liabilities to group companies	26	38
Other current liabilities	27,282	941
Accrued expenses and prepaid income	8,309	6,239
Total	**108,896**	**1,822**

The parent company applies the exemption in RFR 2 and reports financial instruments at acquisition value.

The item "other long-term liabilities" in the parent company's balance sheet entirely refers to a convertible debenture issued by the sellers of Konstel in connection with the acquisition.

Note PC9 Other current liabilities

SEK '000	2023	2022
Personnel-related liabilities	727	117
VAT liabilities	0	380
Social costs	576	332
Other liabilities	25,979	113
Total	**27,282**	**941**

The item "other liabilities" primarily relates to reversals arising from the acquisition of subsidiaries and shareholder contributions to subsidiaries.

Note PC10 Accrued expenses

SEK '000	2023	2022
Accrued payroll expenses	6,015	5,144
Other accrued expenses and prepaid income	2,294	1,095
Total	**8,309**	**6,239**

Note PC11 Adjustments for non-cash items in the statement of cash flows

SEK '000	2023	2022
Non-cash issues, received	0	70 089
Acquisition of subsidiaries without cash flow effect	0	-88
Dividend, offset against share buyback	-19 769	0
Accrued interest	5 446	0
Currency effect	-3 281	0
Total	**-17 604**	**70 001**

Note PC12 Transactions with related parties

There have been no related-party transactions other than intra-group transactions and remuneration to employees in the parent company. Please refer to note PC3 for more information on remuneration to employees and board members in the parent company. All related-party transactions have been conducted at market prices.

Note PC13 Proposed disposition of earnings

The following amount, in SEK, is at the disposal of the Annual General Meeting:

SEK	
Retained earnings	3,010,485,067
Net result for the year	-3,469,023
Total	**3,007,016,044**

The Board of Directors and the President propose that the retained earnings and unrestricted equity be managed as follows:

To be carried forward	**3,007,016,044**

Attestation by the board

The Board of Directors and the Chief Executive Officer affirm that the consolidated financial statements of Nimlas Group have been prepared in accordance with the Swedish Generally Accepted Accounting Principles and the International Financial Reporting Standards (IFRS) as adopted by the EU and present a true and fair view of the Group's financial position and performance. The annual accounts of the parent company have been prepared in accordance with the Swedish Generally Accepted Accounting Principles and provide a true and fair view of the parent company's financial position and performance. The management report for the group and the parent company provides a fair overview of the development of the group's and the parent company's operations, financial position, and results, and addresses significant risks and uncertainties relating to the parent company and the companies within the group.

Stockholm, on the date indicated by our electronic signature.

Johan Karlström
Chairman of the Board

Fredrik Brynildsen
Board member

Illka Tykkyläinen
Board member

Mikael Hägg
Board member

Felix Abercron
Board member

Pernilla Walfridsson
Board member

Mikael Matts
President and CEO

Our audit report was submitted on the day indicated by our electronical signature
Ernst & Young AB

Peter von Knorring
Authorised Public Accountant

Audit report

To the general meeting of the shareholders of Nimlas Group AB, corporate identity number 559291-7982

Report on the annual accounts and consolidated accounts

Opinions

We have audited the annual accounts and consolidated accounts of Nimlas Group AB for the financial year 2023-01-01 – 2023-12-31. The annual accounts and consolidated accounts of the company are included on pages 16-62 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 2023 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 2023 and their financial performance and cash flow for the year then ended in accordance with International Financial Reporting Standards (IFRS), as adopted by the EU, and the Annual Accounts Act. 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.

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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Other information than the annual accounts and consolidated accounts

This document also contains other information than the annual accounts and consolidated accounts and is found on pages 1-15. 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 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.

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 skepticism 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.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated accounts. We are responsible for the direction, supervision and performance 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.

Report on other legal and regulatory requirements

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 Nimlas Group AB for the year the financial year 2023-01-01 – 2023-12-31 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 skepticism throughout the audit. The examination of the administration and the proposed appropriations of the company's profit or loss is based primarily on the audit of the accounts. Additional audit procedures performed are based on our professional judgment with starting point in risk and materiality. This means that we focus the examination on such actions, areas and relationships that are material for the operations and where deviations and violations would have particular importance for the company's situation. We examine and test decisions undertaken, support for decisions, actions taken and other circumstances that are relevant to our opinion concerning discharge from liability. As a basis for our opinion on the Board of Directors' proposed appropriations of the company's profit or loss we examined whether the proposal is in accordance with the Companies Act.

Norrköping, on the day indicated by our electronical signature

Ernst & Young AB

Peter von Knorring
Authorized Public Accountant

This is a translation of the Swedish language original. In the event of any differences between this translation and the Swedish language original, the latter shall prevail.

Use of alternative performance measures (APM)

Alternative Performance Measures (APM) are financial measures of historical or future financial performance, financial position or cash flows that are not defined in applicable accounting regulations (IFRS). APMs are used by Nimlas Group when it is relevant to monitor and describe the group's financial situation and to provide additional useful information to the users of the financial statements.

Definitions and reason for usage

Key ratios	Definition	Reason for usage
EBIT	Operating profit before financial items and tax (operating profit).	The measure of profitability assesses the company's operational profitability and enables comparability of profitability over time, independent of taxes and the group's financing structure.
EBITA	Operating profit excluding amortisation and impairment of intangible assets that were originally recognised in connection with business combinations.	The measure reflects the business's operating profitability and enables comparison of profitability over time, regardless of amortization of intangible assets and independent of taxes and the group's financing structure.
EBITA-margin	EBITA as a percentage of net revenue.	The metric shows how EBITA develops independently of the growth in net revenue.
Non-recurring items	"Non-recurring items" refers to cost items that are not part of the regular operations and disrupt the comparability of results between different periods. Examples of such items include acquisition costs, costs related to the divestment of subsidiaries, costs associated with refinancing, and restructuring expenses.	Exclusion of non-recurring items enhances the comparability of results between different periods.
Adjusted EBITA	Operating profit excluding depreciation and impairment of intangible assets originally recognized in connection with business acquisitions, adjusted for non-recurring items.	The measure of profitability assesses the company's operational performance and enables comparability of profitability over time. Exclusion of non-recurring items enhances comparability of results across different periods.
Adjusted EBITA (pro forma)	Operating profit excluding depreciation and impairment of intangible assets originally recognized in connection with business acquisitions, adjusted for non-recurring items. The measure also includes the impact of results from companies acquired or disposed of during the year, as if Nimlas had owned (or disposed of) these companies for the entire year.	The measure evaluates the company's operational profitability and facilitates comparability of profitability over time. Excluding non-recurring items enhances comparability of results across different periods. Including pro forma results related to acquisitions and disposals enables comparison over time regardless of when during the year acquisitions were completed.
Adjusted EBITA-margin	Adjusted EBITA as a percentage of net revenue.	The metric shows how Adjusted EBITA develops independently of the growth in net revenue.
Adjusted EBITA (pro forma)-margin	Adjusted EBITA (pro forma) as a percentage of net revenue.	The metric shows how Adjusted EBITA (pro forma) develops independently of the growth in net revenue.
EBITDA	Operating profit excluding amortization, depreciation, and impairment of intangible and tangible assets.	The measure reflects the business's operating profitability and enables comparison of profitability over time, regardless of amortisation and depreciation of tangible and intangible assets and independent of taxes and the group's financing structure.
Net working capital	Non-interest-bearing current assets less non-interest-bearing current liabilities at the balance sheet date.	Net working capital is a measure of the group's short-term financial status that shows how much working capital is tied up in the operations and can be put in relation to net sales to understand how effectively tied-up capital is used.
Solvency ratio	Equity expressed as a percentage of total assets.	A traditional measure for showing financial risk, expressing the percentage of total assets that is financed by the owners.
Net debt	The sum of consolidated interest-bearing liabilities, cash and cash equivalents and interest-bearing current and non-current receivables.	Net debt is the most relevant measure for showing the company's total debt financing.

Organic growth	The change in net revenue, adjusted for currency effects and acquired companies since the beginning of the year, compared to the same period in the previous year.	The metric organic growth enables the analysis of changes in net revenue excluding any effects from currency fluctuations and new acquisitions. This facilitates the comparison of net revenue over time.
Acquired growth	The change in net revenue attributable to new acquisitions made during the fiscal year since the beginning of the year.	The measure of acquired growth enables analysis of the portion of the change in net revenue growth attributed to organic growth and the portion attributed to growth through acquisitions.

Reconciliation of key ratios, not defined under IFRS

SEK '000	2023	2022
Operating profit (EBIT)	**219,889**	**220,971**
Amortisation of acquisition-related intangible assets	64,224	12,141
EBITA	**284,113**	**233,112**
Operating profit (EBIT)	**219,889**	**220,971**
Amortisation and impairment of tangible and intangible assets	160,903	88,022
Amortisation of acquisition-related intangible assets	64,224	12,141
EBITDA	**445,016**	**321,134**

SEK '000	2023	2022
EBITA	**284,113**	**233,112**
Non-recurring items	176,418	39,870
Adjusted EBITA	**460,531**	**272,982**
Pro forma adjustments	85,644	40,174
Adjusted EBITA (pro forma)	**546,175**	**313,156**

SEK '000	2023	2022
Specification of working capital		
Current assets	2,248,718	1,546,169
Cash and cash equivalents	-358,721	-298,275
Current liabilities	-2,293,355	-1,452,663
Current lease liabilities	242,209	83,093
Current loans	127,722	180,136
Net working capital	**-33,427**	**58,460**

SEK '000	2023	2022
Specification of solvency ratio		
Equity	3,133,397	2,568,845
Total assets	8,000,267	5,399,414
Solvency ratio	**39.2%**	**47.6%**

SEK '000	2023	2022
Specification of net debt		
Right-of use assets	378,473	192,726
Non-current financial assets	26,998	17,104
Cash and cash equivalents	358,721	298,275
Financial assets	**764,192**	**508,105**
Non-current financial liabilties	-2,333,542	-1,168,515
Lease liabilities	-388,080	-189,858
Current financial liabilities	-127,722	-180,136
Financial liabilities	**-2,849,344**	**-1,538,509**
Net debt	**-2,085,152**	**-1,030,404**

SEK '000	2023
Reconciliation organic growth	
Net sales	7,161,348
Acquired net sales	-1,752,450
Currency effect	-216,417
Comparative figure prior year	**5,192,481**
Net sales prior year	4,709,166
Organic growth, %	**10%**

*Organic growth, as per the above definition, has been measured since 2023, which is why no comparative figures are presented here.

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