LYVIA GROUP ANNUAL REPORT

2024

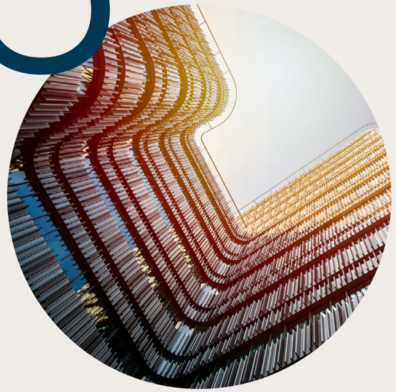
DRIVING DIGITAL EVOLUTION

07

CEO Comment. 2024 was characterised by consolidation, organic growth and the streamlining of internal processes.

08

Market and drivers. Increased digitalisation needs are driving demand for solutions that enhance efficiency, profitability and growth.



15

Trakk.ai. An automated SEO optimisation service based on generative AI.

16

Sustainability. Lyvia's role in a digital and sustainable society.

Contents.

This is Lyvia Group.

Lyvia is a European partner for mission-critical software and related services. The Group develops and delivers solutions that support core business processes and contribute to increased efficiency across the digital value chain. Lyvia helps its clients increase operational efficiency, improve profitability, drive growth and maintain competitiveness in a rapidly changing digital landscape.

Lyvia delivers mission-critical products and services that are deeply integrated into customers' everyday operations, facilitating long-term relationships, strong customer loyalty and recurring revenue.

The Group collaborates with regional and international clients across sectors including finance and insurance, infrastructure, IT and telecom, as well as the public sector.

+1, 500
Employees

SEK 2.2 bn
Net sales*

16.1 %
EBITA margin*

*Pro forma figures according to IFRS.

1

How we create value

› Lyvia Group delivers software and digital services that increase operational efficiency, enhance profitability and drive sustainable growth. The growing need for digital renewal supports a business model built on long-term customer relationships, generating recurring revenue.

2

Our offering

› Lyvia Group combines proprietary mission-critical software products and digital services with sales and implementation of leading third-party solutions. The Group offers services across the entire value chain through four sectors: Digital Infrastructure, Enterprise Solutions, Software Engineering and Customer Experience.

3

Our growth strategy

› Lyvia Group is a growth company that combines organic growth and acquisitions to offer market-leading software solutions and services over the long term. Lyvia's governance model is based on two pillars: operational autonomy and group-wide principles that promote synergies through growth, collaboration and knowledge exchange.

Our history.

Since we were founded in 2020, we have focused on expansion and now have a presence in eight countries, with over 1,500 employees.

2020

Mirovia Group (software solutions and niche IT services) and Äleven (MarTech company) are founded, both based in Stockholm.

2021

Mirovia and Äleven expand through acquisitions in Sweden.

2022

Mirovia establishes itself in Spain and Poland through acquisitions. Äleven continues to expand in Sweden. Together, the companies exceed SEK 1 billion in revenue.

2023

Lyvia Group is formed through the merger of Mirovia and Äleven. The Group expands geographically through acquisitions into the United Kingdom, Norway and the Netherlands.

2024

Lyvia Group surpasses SEK 2 billion in revenue and establishes a presence in Belgium through acquisition and in Denmark through organic expansion.

A European group.

● Countries where Lyvia's portfolio companies are based

Year in brief.

Acquisitions and divestments

› Gorilla Services is a leading company in sales and implementation of software solutions for customer management (CRM) and workflows. The company is based in the Netherlands, with revenue of approximately SEK 40 million and 25 employees.

› Procon Digital develops and delivers smart software solutions for information kiosks – physical information points that provide interactive and user-friendly digital services where having a physical contact point is important. The company is based in Norway, has revenue of approximately SEK 25 million and employs 10 people.

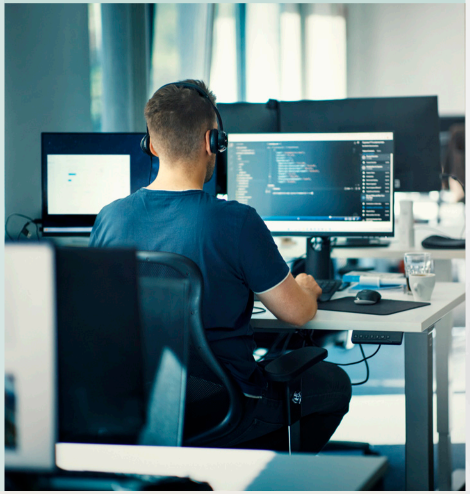
› Dokeos develops and delivers software solutions within Learning Management Systems (LMS), specialising in regulated industries where there are stringent demands for regulatory compliance and training. The company is headquartered in Belgium, has revenue of around SEK 35 million and employs 30 people.

› During the year, Lyvia Group has chosen to adjust the Group's strategic direction towards an increased focus on software companies and specialist IT consultants. This has resulted in the decision to divest six portfolio companies.

Customers and innovations

› Traventus, a leading Swedish supplier of bespoke business solutions, launches in Denmark. This expansion is an important milestone in the growth strategy of Traventus, with the aim of introducing Visma's new product, Business NXT, to the Danish market.

› Launch of Trakk.ai. An automated SEO optimisation service based on generative AI. The service is expected to generate over SEK 10 million in annual recurring revenue in 2025. The process from initial idea to launch and customer penetration took less than 12 months. Read more on page 16.



Significant events after year-end

› Lyvia Group strengthens the management team by appointing Martin Almgren as Deputy CEO and CFO. With experience from companies such as SkiStar, AddLife and Addtech, Martin will play a key role in the Group's growth journey.

› Lyvia Group's majority shareholder Esmaeilzadeh Holding AB (EHAB) communicates in March 2025 that they have secured a long-term bond loan with a three-year maturity.

Martin Almgren is appointed Deputy CEO and CFO.

Financial development.

Pro forma result* (SEK m)

	2024	2023
Net sales	2,159	2,021
Portfolio EBITDA	495	448
Portfolio EBITDA %	22.9 %	22.2 %
Portfolio EBITA	441	403
Portfolio EBITA %	20.4 %	19.9 %
Group EBITA incl. HQ overhead costs	348	308
Group incl. HQ overhead costs EBITA %	16.1 %	15.2 %

*Pro forma figures according to IFRS.

1 January–31 December 2024

- Sales* for the period amounted to SEK 2,159 (2, 021) million, equivalent to growth of 7 percent.
- Portfolio EBITDA amounted to SEK 495 (448) million, corresponding to an EBITDA margin of 22.9 (22.2) percent.
- Portfolio EBITA amounted to SEK 441 (403) million, corresponding to an EBITA margin of 20.4 (19.9) percent.
- Overhead costs for HQ amounted to SEK 93 (95) million during the period. This includes expenses for management and central functions for administration and continued acquisitions as well as Lyvia's offices in Sweden, Poland, Amsterdam and Spain.

Net sales

2.2 SEK bn

Sales growth

7%

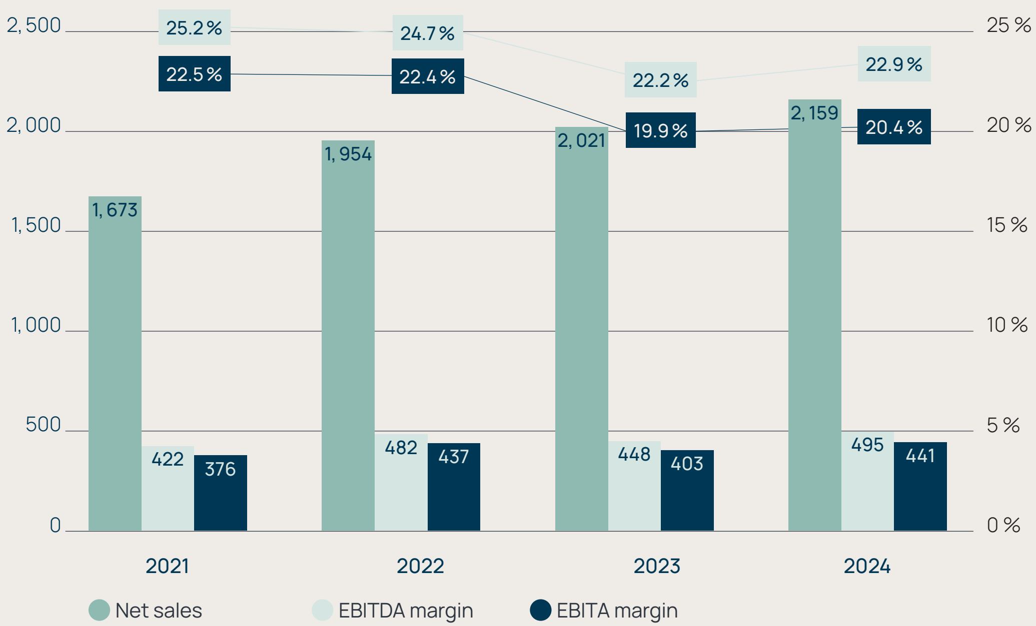
Employees

+1,500

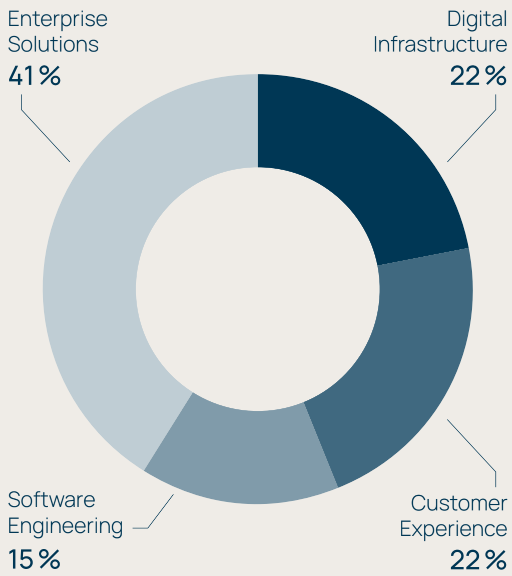
Portfolio EBITA

20.4%

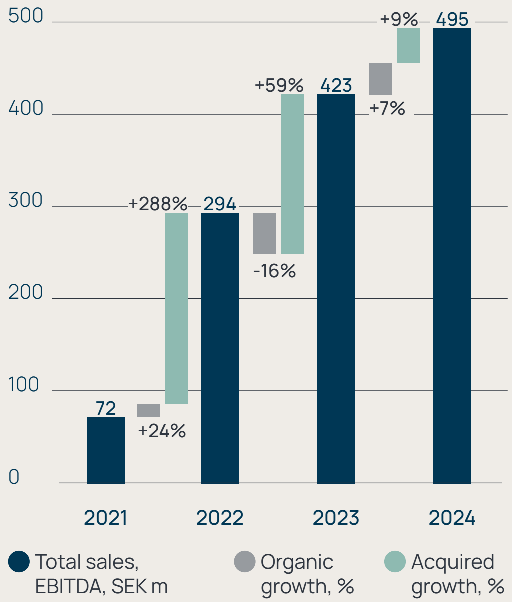
Net sales* / Portfolio EBITDA & EBITA* (SEK m)



Net sales by sector



Adjusted EBITDA and growth, portfolio*



CEO Comment

"A year focused on profitability and consolidation".

Lyvia Group's fourth year of operation has been characterised by collaboration, organic growth and streamlining of internal processes. The Group continues to show strong performance in terms of both cash flow and profitability.

How would you summarise 2024 for Lyvia Group?

"2024 has been a period of collaboration and organic growth. The Group's first three years were characterised by rapid growth through acquisitions. This year we have focused on improving collaboration across all functions within Lyvia and streamlining our internal processes. We have strengthened our budgeting and forecasting capability and invested in measures that improve cash flow generation."

What can you say about your organic growth during the year?

"Our exposure to multiple regions and diversification in customer segments has been important for us. Those areas affected by a tougher market have been more than compensated for by the others. A broad customer and market spread is vital for our Group, both now and moving forward."

How is Lyvia Group affected by the current market situation?

"We faced a tougher market in 2024, especially in Sweden and in our consulting business. Therefore it was crucial that the less cyclical parts of our portfolio performed well."

Sebastian Karlsson

Chief Executive Officer,
Lyvia Group.

SEBASTIAN KARLSSON,
CHIEF EXECUTIVE OFFICER,
LYVIA GROUP

<< The winners will be those partners who understand their customers' strategic initiatives and maintain close relationships with their businesses. >>

How have you developed the profitability of your software solutions?

"We have carried on our efforts to increase the share of profitability that comes from our proprietary software suite. We have focused entirely on this area in our acquisitions. The goal is for a larger proportion of Lyvia's profitability to come from our software portfolio within the next few years."

Can you give more details of the measures you have taken to optimise liquidity?

"We have continued to implement a cash pool solution to allocate surplus liquidity within the Group more efficiently. We expect this will lead to reduced interest costs and better returns over the next five years."

What is your view on the future and trends within your industry?

"AI marks a paradigm shift, and it is exciting that Lyvia is at the forefront of this development. We have seen how licence sales have shifted to SaaS revenues, and the potential for new revenue models makes the future full of opportunities. The winners will be those partners who understand their customers' strategic initiatives and maintain close relationships with their businesses."

How are you adapting Lyvia's offering based on these changes/trends?

"During the year, we launched Trakk.ai, an automated SEO optimisation service based on generative AI. The service is expected to generate over SEK 10 million in annual recurring revenue. The process from initial idea to launch and customer penetration took less than 12 months. This clearly shows the importance of staying ahead and meeting our customers' needs and demands."

What's on your agenda for 2025?

"In 2025, we will keep focusing on developing our software suite, as its solutions directly improve profitability. As Lyvia grows both organically and through acquisitions, we will work to create more synergies between our portfolio companies. Our priorities are to increase operational efficiency, strengthen profitability and drive growth within the Group and for our customers. I want to thank all our colleagues, customers and partners for their commitment. We have made significant progress this past year, and I look forward to our fifth year of operation. I am confident we will take the next step in our development and build on our successes."

Market and drivers.

The digitalisation of both businesses and the public sector is accelerating, driving demand for solutions that enhance operational efficiency, profitability and growth. Lyvia Group is well positioned to meet these needs by offering innovative, tailor-made digital solutions that help customers navigate and grow in an increasingly digitalised world.

Driver/trend	How	Lyvia's operations	Business area
Cybersecurity, virtualisation and cloud services	Demand is increasing as companies digitalise their operations and manage larger volumes of data. Regulatory requirements and hybrid work environments are driving a need for robust solutions for data monitoring and digital workplaces.	Development of services in cybersecurity, virtualisation and cloud services, as well as monitoring of data management and secure digital workplaces.	**Digital Infrastructure**
AI and machine learning	Companies are increasingly seeking automated and integrated business systems to improve operational efficiency and decision-making. Increased use of AI and machine learning is driving the need for intelligent and flexible systems.	Offering for mission-critical systems and intelligent solutions for analytics and automation.	**Enterprise Solutions**
Increased requirements for business processes, customer offering and user experiences	An increasing number of companies require customised software solutions to optimise business processes and differentiate their customer offerings. In a digital environment, there is also a requirement for continuously improving and adapting the user experience.	Tailored software solutions and applications.	**Software Engineering**
Digital marketing and data-driven customer analysis	Digital marketing and data-driven customer analysis are crucial for companies seeking to increase their brand awareness and drive sales. AI and machine learning enable more accurate marketing efforts and personalised customer experiences.	Solutions as well as consultancy and digital production for marketing and sales.	**Customer Experience**

Strong customer relationships and a high level of integration create resilience

Lyvia's services and solutions are integrated into customers' business processes. Customer assignments are based on long-term partnership agreements in digital solutions. The focus is on industries, segments and geographical areas with strong demand and growth potential, where Lyvia's industry knowledge and experience create the conditions for profitable development.

How we create growth.

Lyvia Group is a growth company that combines organic growth and acquisitions in order to offer market-leading software solutions and digital services in the long term. Investments are made through organic improvement and acquisition of complementary products, services and competences to strengthen the offering.

Lyvia's strategy for organic growth focuses on offering entrepreneurs an environment for further development and growth based on identified customer needs and business opportunities. The Group's governance model gives entrepreneurs operational freedom to develop their businesses, while promoting collaboration, knowledge sharing and entrepreneurial mindset. Combined with with strategic expertise and financial resources, this creates strong conditions for organic growth.

Acquired growth based on a strict investment model

To achieve acquired growth, Lyvia applies a systematic approach where capital allocation is governed by a clear investment rationale. The goal is to maximise customer value and return on invested capital through a strict governance model and investment process that includes thorough due diligence and maintains effective risk control measures.

Initiatives for organic growth

Product and service development

- Development and enhancement of proprietary products and services in line with customer needs and identified market potential.

Market development

- Further development of customer acquisition capabilities.
- Expansion into new geographical markets and sectors.

Organisational development

- Resources and competences that continuously strengthen development capabilities, product delivery and expert services.

Initiatives for acquired growth

Acquisitions

- Add products, services or geographical reach that complement the existing business.

Add-on acquisitions

- Strengthen business areas, drive growth and complement product and service offerings as well as increasing capacity and delivery capability.

Our governance model.

Lyvia's governance model is based on two cornerstones: operational autonomy and Group principles. Each business unit is free to run its operations while all commit to follow the Group's principles, policies and guidelines.

Operational autonomy

The governance model enables every business unit to work with operational freedom and take responsibility for its day-to-day business, where the management of the business units possess the deepest understanding and experience. Lyvia's model advocates freedom with responsibility, which enables employees to create value. Operating decisions are made by employees with the right competence for optimal decision-making and smooth operations. Promoting collaboration and knowledge sharing creates the conditions for continued development that drives digital evolution. Stimulating entrepreneurial spirit allows Lyvia to benefit from a constant flow of ideas.

Common principles and opportunities for collaboration

Lyvia applies principles, policies and guidelines that include instructions for the CEO, rules of procedure for the Board of Directors, reporting principles, monthly follow-ups and annual business evaluations. These principles apply to all operations in the Group and ensure compliance with laws and regulations. At the same time, they enable effective governance and follow-up of key aspects within each business unit, ensuring progress, profitable growth and a long-term, scalable business model.

Lyvia also promotes collaboration opportunities through its common intranet, where employees and business units can share insights, experiences and ideas to strengthen internal collaboration. Annual gatherings in the form of Lyvia Meet provide a platform for networking, discussing common goals and building long-term relationships that promote both individual and collective development. This collaboration, together with common core values, helps create resilience and long-term success for the whole Group.

Business-driven solutions for a digital landscape.

Lyvia Group provides mission-critical software solutions and services that help customers increase operational efficiency, enhance profitability, and drive sustainable growth.

The need for digital transformation is increasing sharply in both the private and public sectors. More and more companies are seeking solutions that not only digitalise their processes but also create tangible business value. Lyvia meets these needs through technical depth, rapid adaptability and a clear focus on results.

Today, Lyvia helps its customers solve a range of mission-critical challenges in operations and data management, system integration, user experience and information security.

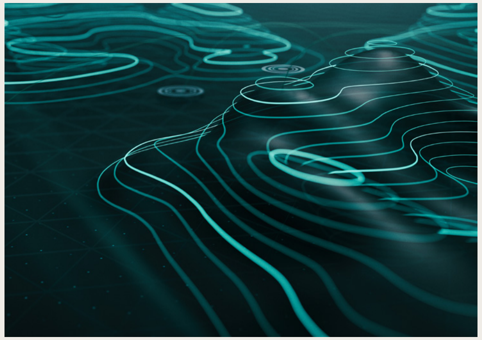
The goal is always to increase operational efficiency, enhance profitability and drive sustainable growth.

For Lyvia's business units within the Group, this means access to expertise, strategic support and collaboration that drive business and competence development, with profitable growth as the shared goal.

The customer offering stretches across the entire digital value chain and is based on four sectors.

Digital Infrastructure

› Scalable solutions in cybersecurity, cloud services, virtualisation and digital workplaces

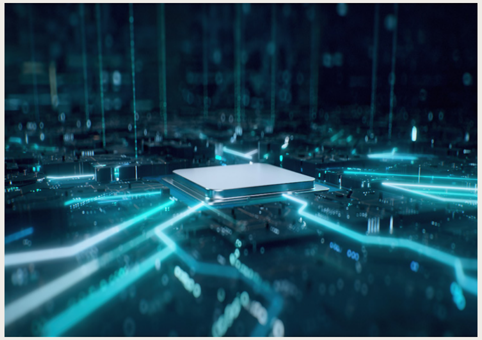


Enterprise Solutions

› Software, data integration and automation for mission-critical systems.

Software Engineering

› Tailored development from concept to global launch.



Customer Experience

› Technology and strategy for digital marketing and sales.

Digital Infrastructure.

Within Digital Infrastructure, Lyvia Group delivers various mission-critical solutions in cybersecurity, cloud services, data monitoring, virtualisation and digital workplaces.

Lyvia protects mission-critical systems, facilitates secure and scalable IT operations and ensures a consistent user experience – regardless of whether the environment is local, cloud-based or hybrid.

Constantly growing data volumes, transaction volumes and storage requirements, along with increased regulatory requirements and an evolving security landscape, place greater demands on robust infrastructure.

Lyvia's solutions meet these needs with scalable technology adapted to the future requirements for accessibility, performance and regulatory compliance.

22%

Share of net sales 2024*

20.1%

EBITA margin 2024*

*Pro forma figures according to IFRS.

Customer Case: Procon Digital

Making public environments more accessible.

Procon Digital has launched two accessibility solutions, Procon Talk and Digital KyrkVärd, which use AI and voice control to improve independence and service in public environments.

In 2024, Procon Digital launched several innovative solutions to improve accessibility in public buildings. By combining AI, voice control and intuitive design, the company has created more inclusive experiences, especially for people with visual impairments.

Procon Talk is an AI-based visitor solution for municipal buildings and public environments. The system uses proximity sensors, tactile floor markings and sound showers in the ceiling to guide visitors from entrance to registration, without a screen or manual interfaces. An audio greeting is triggered automatically and voice commands are used to indicate departments or request assistance. Integration with KommunVärd means messages are received by the right personnel in real time.

In 2024, Turinge-Taxinge parish became the first in Sweden to introduce Digital KyrkVärd – a voice-controlled, interactive information solution for church visitors. Visitors can search for graves, access history and order grave care, as well as receive local information and event updates.

Procon Digital

- **Challenges:** Lack of accessibility and digital inclusion in public spaces.
- **Solutions:** Voice-controlled solutions using AI and sensor integration in Procon Talk and Digital KyrkVärd.
- **Result:** Increased independence, improved service and future-proof accessibility adaptation.

Enterprise Solutions.

Within Enterprise Solutions, Lyvia Group offers a broad range of technical solutions for mission-critical systems, analytics and automation. Through software, data integration and strategic consultancy, Lyvia helps companies to digitalise, integrate and streamline their businesses.

Lyvia delivers enterprise level business systems combined with a fast-moving approach that enables tailored solutions. Scalable cloud infrastructures and integration solutions reduce complexity, improve data quality and strengthen operational growth. AI and machine learning also help to improve decision support in real time.

41%

Share of net sales 2024*

24.8%

EBITA margin 2024*

*Pro forma figures according to IFRS.

Customer Case: Mercanza

Data-driven insights optimise the sales network.

Mercanza has helped a global vehicle manufacturer to digitalise its dealer network using real-time data, dashboards and automated analytics. The result was measurable improvements in efficiency, collaboration and strategic decision-making.

In 2024, Lyvia Group, through Mercanza, began working with a global player in the automotive industry. The main goal was to optimise the dealer network through better data access, real-time analysis and smarter decision support.

The vehicle manufacturer faced several critical challenges: a lack of reliable and up-to-date data and a fragmented communication landscape that significantly hindered the tracking of dealer performance, goal management and strategic planning.

To resolve this, the customer chose Mercanza's advanced analytics platform, specifically developed to make real-time data accessible and visualise mission-critical insights.

The team at the vehicle manufacturer gained access to a more user-friendly dashboard that replaced cumbersome monthly reports with real-time updates. Dealers could track their results day by day, improving both local optimisation and transparency across the entire network, as well as ending unprofitable partnerships.

Mercanza

- **Challenges:** Limited insight into dealer performance and low data quality.
- **Solution:** Dashboard-based analytics platform with real-time data and automated reporting.
- **Result:** Improved business overview, cost efficiency and increased market precision.

Software Engineering.

Within Software Engineering, Lyvia Group develops tailored software and applications for companies with complex technical needs.

Lyvia manages the entire development chain, from concept testing to global launch, and provides expertise in UI/UX, frontend/backend, database management, business intelligence, security and scalability.

Lyvia helps its customers to optimise business processes, differentiate their customer offering and improve the user experience.

Lyvia acts as a strategic development partner for small and medium-sized companies, enabling sustainable digital growth with a strong focus on quality.

15%

Share of net sales 2024*

10.5%

EBITA margin 2024*

*Pro forma figures according to IFRS.

Customer Case: IT-HUSET

AI solutions transform information flows.

IT-HUSET has developed MindITH, an AI platform which improves information flows and decision support through automated data management. The platform provides concrete improvements in efficiency and accuracy.

In an environment where information volumes are growing exponentially and the requirements for rapid analysis are increasing, IT-HUSET has developed scalable solutions that simplify, automate and refine data management.

At the heart of the offering is MindITH, a proprietary-developed AI platform that connects, analyses and makes data accessible from different systems. It is securely integrated into the customer's existing IT environment and is used to automate information flows, generate decision support and reduce the administrative burden.

One of Sweden's leading property managers faced a growing problem: important internal information was spread across several systems and hard to find. This led to lengthy search processes, poor decision support and inefficiency in day-to-day work.

MindITH provided the manager with an intuitive, voice-controlled chat function to quickly find and obtain confirmed answers to questions. The platform analysed data from intranets and document management systems and created new AI-driven insights for the business.

IT-huset

- **Challenges:** Information searches and fragmented systems hindered efficiency.
- **Solutions:** The MindITH AI platform with automated data processing and searchable knowledge base.
- **Results:** Reduced administration, faster decisions, higher quality and elimination of duplicated effort.

Customer Experience.

Within Customer Experience, Lyvia Group acts as an adviser and provider of technology solutions to create more relevant and profitable customer relationships.

Lyvia works with digital marketing, sales solutions and content production to understand, analyse and influence the customer journey.

By combining customer data with AI, CRM and channel-independent platforms, Lyvia develops unique experiences that strengthen the brand, increase conversion and drive sales.

Lyvia's offering includes, among other things, e-commerce solutions, feedback systems and multi-channel interfaces, with the goal of reducing support costs and increasing the value per customer relationship.

22%

Share of net sales 2024*

19.5%

EBITA margin 2024*

*Pro forma figures according to IFRS.

Customer Case: Trakk.ai

Automated SEO that drives growth.

Lyvia Group is revolutionising search engine optimisation through Trakk.ai. As one of the few Google Premium Partners in Sweden, Trakk.ai offers a comprehensive solution for companies and organisations that want to improve their online visibility.

Managing SEO is a major challenge for many businesses, but this strategy can also offer significant competitive advantages. Trakk.ai quickly analyses large volumes of data to identify relevant competitors and create customised reports. Automation means Trakk.ai is 2–4 times more cost-effective than traditional SEO agencies.

The service is expected to generate over SEK 10 million in annual recurring revenue (ARR) in 2025 and had already achieved an ARR of SEK 6 million after just three months.

Rapid growth through the Group's ecosystem

Trakk.ai has grown rapidly thanks to the opportunity to use Lyvia's sister companies as test environments and resellers. This close collaboration has provided fast market access, direct feedback, efficient sales, and effective knowledge transfer within the Group. Work to expand the reseller network is ongoing with a focus on external parties.

Trakk.ai

- **Challenges:** Many small and medium-sized businesses find digital marketing difficult due to time-consuming processes and lack of expertise.
- **Solution:** Trakk.ai offers an SEO platform that automates content creation, keyword analysis and reporting, enabling companies to focus on their core business.
- **Results:** Excellent results with strong improvement in keyword rankings, satisfied customers and a growing customer base.

A sustainability strategy that focuses on Lyvia Group's role in a digital society.

Lyvia Group is a strategic partner and supplier of mission-critical software solutions and related services. The Group's solutions are integrated into customers' digital infrastructure to ensure operation, innovation and future development. Lyvia's long-term strategy is based on developing a leading customer offering, ensuring profitable growth, and contributing to a sustainable society.

Sustainability is an integrated part of Lyvia's business model and a prerequisite for ensuring the long-term stability and relevance of the business. Structured work with environmental responsibility, social responsibility and governance creates the conditions for a resilient business that contributes value to customers, employees, investors and society as a whole.

Integrating sustainability into the business contributes to clearer accountability, increased transparency and improved management of the risks and opportunities linked to the transition towards a more sustainable society.

Laying the foundation for future sustainability reporting

In 2023, work commenced to adapt the Group's sustainability strategy to the EU's new reporting standards, ESRS. To meet the new sustainability requirements and further develop the Group's sustainability initiatives, the following activities have been carried out:

› stakeholder dialogues with relevant target groups
› a double materiality assessment has been prepared that describes how Lyvia's business impacts the outside world and how the outside world affects us
› developed a strategy to ensure transparency and accountability in the business

The plan going forward is to continue developing the Group's sustainability efforts in 2025, focusing on strengthening sustainability governance and establishing structured processes for data collection and the quality assurance of sustainability information. The ambition is for the sustainability report for 2026 to be inspired by ESRS. The aim is to be able to fully apply the new regulations for the 2027 financial year and publish a sustainability report in accordance with the requirements of the Corporate Sustainability Reporting Directive (CSRD).

Sustainability governance

Responsibility for sustainability is integrated into the company management's work. The Board and the management team monitor developments, including the implementation of sustainability policies and compliance.

Stakeholder dialogue and engagement

Through clear and structured dialogue with Lyvia's stakeholders, we can identify needs, expectations and issues that are important for shaping sustainability work that is both relevant and effective. This helps the business understand how it is affected by different sustainability issues, both financially and in relation to the outside world, and to understand Lyvia's own impact on the environment and society.

Stakeholder work that is engaged and well-organised contributes to stronger relationships, common goals and better risk management. It also creates positive effects for both people and the environment. By listening to different perspectives, Lyvia can ensure that sustainability work keeps up with changes and remains relevant over time.

An updated stakeholder analysis was carried out during the period from autumn 2023 to spring 2024. The analysis identified five priority stakeholder groups whose insights are particularly significant for further developing the Group's sustainability work. (See table below).

Stakeholder group	Key issues
Customers	Collaboration on innovation, iterative product and service development, long-term relationships and sustainable business growth.
Suppliers	Ethical procurement, transparency, long-term partnerships and joint value creation through responsible business practices.
Employees	A safe and inclusive working environment, skills development, health and well-being.
Management teams of business units	We integrate sustainability into our business units and promote transparency and accountability to achieve positive social and environmental impact.
Investors	Clear communication, integration of sustainability aspects in investment decisions, focus on long-term value creation.

Lyvia's sustainability focus in 2024

Lyvia's sustainability strategy is based on six focus areas, identified and prioritised through the double materiality assessment. These areas reflect the Group's most significant impacts, risks and opportunities, and are spread across the three ESG dimensions:

Environment (E) – encompasses the organisation's impact on the planet, including resource use and emissions.

Social responsibility (S) – focuses on relationships with employees, customers and the wider community, including issues such as working conditions and engagement.

Governance (G) – concerns business ethics, corruption and bribery, transparency and accountability.

Together, these three areas form the basis for Lyvia's sustainability framework and guide the work to run the business responsibly, which contributes to a more sustainable societal development.

Double materiality assessment

As a preparatory activity under ESRS, in 2023 and 2024 Lyvia conducted a double materiality assessment to identify and prioritise the most relevant sustainability areas from both a business perspective and in terms of the impact on society and the environment.

The assessment is based, among other things, on results from stakeholder dialogues, previous materiality assessments and risk analyses. Double materiality covers two main perspectives:

Financial materiality – how sustainability issues affect Lyvia's financial development, including risks and opportunities.

Impact – how Lyvia's business affects environmental and social factors, both positively and negatively.

Examining the impact, risks and opportunities ensures a comprehensive approach to sustainability work. This provides a clear basis for prioritising material issues, allocating resources effectively and maintaining transparency in reporting.

Focus area	ESG dimension	ESRS standard	Description
Climate impact and energy management	Environment (E)	ESRS E1	Climate change, climate impact, energy consumption
Employee engagement, development and loyalty	Social (S)	ESRS S1	Equal treatment and opportunities for all, training and skills development
Employee health and well-being	Social (S)	ESRS S1	Secure employment, health and safety, work-life balance
Business ethics and responsible governance	Governance (G)	ESRS G1	Corporate culture, management of relationships with suppliers, payment practices, corruption and bribery
Cyber and information security	OWN	OWN	Information impact on consumers and end users
Promote entrepreneurship and society	OWN	OWN	Innovation, support for entrepreneurs and small businesses, jobs and skills supply

SEBASTIAN KARLSSON, CHIEF EXECUTIVE OFFICER, LYVIA GROUP

<< By investing in small and medium-sized companies run by committed entrepreneurs, we contribute both to innovation and employment, as well as sustainable growth and positive societal impact. >>

Climate impact and energy management.

Climate change brings important challenges that we must address for the good of society, the economy and the planet. At Lyvia, we are committed to minimising our climate impact and we understand that our actions today affect the future. We see the value in the contribution that software solutions and digital services can make to a more sustainable future. At the same time, we are aware of the importance of reducing the environmental impact of our industry.

Lyvia operates in a sector with low carbon emissions and focuses on developing software solutions and services that require minimal physical infrastructure.

The climate impact is mainly indirect and linked to:

> energy consumption in data centres and offices,
> procurement and use of IT equipment,
> business travel.

As part of the sustainability strategy, Lyvia has chosen not to operate in sectors that are heavily dependent on finite resources or involve high environmental risk, for example sectors related to oil, gas, etc.

Climate work is developed in line with CSRD and European Sustainability Reporting Standards (ESRS). A climate plan will be drawn up to address climate-related risks and opportunities, with annual follow-up to monitor progress over time.

Engagement and well-being of employees .

Lyvia builds its long-term success on a corporate culture where people develop, thrive and are happy. By offering clear career paths, a safe and inclusive working environment and ongoing dialogue, we promote engagement, loyalty, health and well-being throughout the organisation.

Employee engagement, development and loyalty

Employees are Lyvia's most important asset. Skills, experience and engagement form the foundation for commercial results and sustainable growth. To attract, develop and retain the right skills, we offer opportunities for development and a working environment that reflects our values. The aim is for every employee to proudly recommend Lyvia as an employer.

To create structured career paths, the ambition is for the Career Development Model (CDM) to be used as a Group-wide development tool to ensure that employees have annual reviews with their immediate manager. CDM covers, among other things, skills development, career ambitions, and how the employee's work is linked to the Group's objectives. Encouraging regular dialogue strengthens both personal development and the organisation's long-term skills supply.

The ambition is to monitor employee engagement through surveys, such as pulse surveys. These aim to discover employees' experiences, identify areas for improvement and strengthen the working environment. The results can be used by HR and managers as support for dialogue and engagement.

The decentralised structure means each business unit within Lyvia is responsible for creating an attractive workplace with opportunities for skills development, long-term employment security and a high level of job satisfaction. The business units also ensure that the right skills are in place to meet both current and future needs.

Employee health and well-being

Lyvia actively promotes employee health and well-being by offering a safe, inclusive and supportive working environment. Both physical and mental health are regarded as vital for long-term well-being and performance. This commitment is based on respect for the principles of fundamental labour rights and a good relationship between employer and employees. The work is based on international frameworks such as the UN Guiding Principles, OECD guidelines and ILO conventions.

Safety and well-being in the workplace are a top priority. Lyvia values mental, physical and emotional health and complies with applicable labour law, often with the ambition to go beyond statutory requirements. A reasonable workload is sought, and personal responsibility for health and work-life balance is encouraged.

Using a systematic approach, risks are identified and managed at an early stage, including through pulse surveys, risk assessments in the event of organisational changes, and regular employee reviews. The decentralised nature of the organisation means that each business unit is responsible for local work on health and well-being.

Governance.

Lyvia operates its business with clear guidelines on business ethics, transparency and regulatory compliance. Through shared principles, codes of conduct and a strong focus on accountability, we create a solid foundation for sustainable growth and trustworthy relationships with employees, partners and society at large.

Business ethics and responsible governance

Lyvia has a zero tolerance policy on bribery, corruption, money laundering and fraud. The business is based on respect for human rights and applies high standards of professional, ethical and transparent conduct in relation to all stakeholders. All applicable laws and regulations must be complied with in all markets where Lyvia operates.

Lyvia's code of conduct forms the basis for how the Group operates in an ethical and sustainable manner. It is based on the Group's core values and the ten principles in the UN Global Compact, and it clearly defines the expected behaviour and ethical compass for employees. The Code of Conduct for Suppliers covers the Group's suppliers and partners.

The code of conduct is an important tool for embedding responsible and ethical behaviour throughout the organisation. The code of conduct and the Supplier Code ensure that both internal and external parties share Lyvia's core values and that the business is run in line with applicable legislation, sustainability objectives and business ethics. The code of conduct applies to all employees within the Group, including subsidiaries and business units, and must be read, signed and complied with. To monitor compliance, annual self-assessments are conducted within the Group.

In addition to the code of conduct, Lyvia's common principles also apply, which include, among other things, instructions to the CEO, the Board's rules of procedure, reporting principles, ongoing follow-up and annual operational evaluations. These principles are common to the whole Group and aim to ensure regulatory compliance, operational reliability, profitability and sustainable growth.

Deviations from applicable legislation or the code of conduct are not tolerated. To ensure the secure handling of suspected irregularities, there is an anonymous whistleblowing system where employees can anonymously report suspected breaches. All reports are handled in accordance with established processes by an internal review group, with support from external experts if needed, to ensure transparency and accountability.

Lyvia's core values

Decentralisation

- We promote flexibility, quick decision-making and strong engagement from our employees. We believe in delegated responsibility to create a more dynamic and effective working environment.

Entrepreneurship

- We continuously focus on growth, customer satisfaction and business development. We encourage creative thinking and constantly find new ways to improve our products, services and processes.

Collaboration

- We work together as a team, value different perspectives and utilise the strengths of our employees to achieve our goals. Different perspectives and skills lead to innovative and effective outcomes.

Sustainability

- We build lasting business models with a long-term focus. We strive to have a positive impact on society and the environment through responsible actions and social engagement.

Strategic focus areas.

Lyvia combines a strong focus on information security with an active commitment to entrepreneurship and social benefit. By protecting sensitive data, promoting independent businesses and contributing to local development, we create a secure, innovative and sustainable Group that has a positive impact on both individuals and communities.

Cyber and information security

In today's digital landscape, privacy and information security are crucial for maintaining trust and business ethics. Protecting personal data and sensitive information is a legal requirement and an ethical commitment for a supplier of software solutions and digital services.

Information security work is based on current legislation and industry practice. Lyvia's IT and information security policy governs how data is handled securely across all business units. The policy ensures that employees, consultants and suppliers handle confidential information responsibly and in accordance with applicable regulations.

Personal and company information is handled with particular consideration for privacy, and protective measures are continuously implemented to prevent unauthorised access or use. The policy serves as a governing document for everyday information management work, and all parties are responsible for ensuring that IT resources are used in accordance with current guidelines, processes and instructions.

Compliance with policy and internal control systems is evaluated annually through self-assessments, which are reported to the audit committee and the Board. Management also confirms annually that IT is managed in accordance with the principles of the security policy.

Many key performance indicators relating to cyber security, data and information management are measured and followed up at business unit level. Secure information management is at the core of Lyvia's operations.

Promoting entrepreneurship and contributing to society

At Lyvia, we actively acquire companies run by skilled entrepreneurs and enable them to operate independently in a decentralised structure. By supporting small and medium-sized enterprises (SMEs), we drive innovation, create jobs and strengthen local economies through tax revenues and social contributions. Promoting entrepreneurship is a central part of our mission for sustainable growth and social impact.

Lyvia applies principles, policies and guidelines that apply to all operations in the Group and ensure compliance with laws and regulations. At the same time, they enable effective governance and follow-up of key aspects within each business unit, ensuring progress, profitable growth and a long-term, scalable business model.

Lyvia also promotes collaboration opportunities through our common intranet, where employees and business units can share insights, experiences and ideas to strengthen internal collaboration. Through our annual gatherings in the form of Lyvia Meet, we create a platform for networking, discussing common goals and building long-term relationships that promote both individual and collective development. This collaboration, together with our common core values, helps to create resilience and long-term success for the whole Group.

Group management.

Lyvia Group's management team contains eight members, who have experience in business development and entrepreneurship, complemented by industry knowledge from sectors such as software, IT and consulting. This combined expertise creates a strong foundation for shaping and driving the Group's strategy going forward.

Sebastian Karlsson

Chief Executive Officer

Co-founder of Lyvia Group. Sebastian leads day-to-day operations and is responsible for our overall business strategy and vision, our financial results and our external relations.

Martin Fagéus

Chief Financial Officer

Martin is responsible for our financial reporting, financial strategy and risk management.

Mats Ågren

Chief Operating Officer

Mats is responsible for operational activities, process development, quality assurance and operational improvement.

Erik Mårtensson

Chief Investment Officer

Erik is responsible for investment operations, capital allocation and investor relations.

Johan Elowsson

Chief Legal Officer

Johan is responsible for our transaction strategy, all due diligence, legal risk management and regulatory compliance management.

Ola Stafström

Managing Director Nordics and UK

Ola is responsible for driving Lyvia's organic growth and ensuring a unified governance structure in the Nordics and UK.

Andreas Ekblom

M&A Director, Business developer and co-founder

Andreas leads M&A transactions in collaboration with the M&A team and is responsible for our internal projects.

Philip Ghatan

M&A Director and co-founder

Philip leads M&A transactions in collaboration with the M&A team.

Board of Directors.

Lyvia's Board consists of seven directors who hold regular meetings. The ambition is to establish and maintain a strong, transparent and structured governance model across the Group, aiming to ensure regulatory compliance, encourage entrepreneurship and drive profitable growth.

Mikael Ericson

Chair of the Board

- CEO of Esmaeilzadeh Holding AB (publ), Chair of the Board of Lyvia Group AB (publ) and Protium Green Solutions Ltd as well as Board member at E. Öhman J:or AB, Handelsbanken plc, Idaion AB, Mevlogic AB and Mevlogic Holding AB, Nundinum AB, Rebellion Holding AB and Rebellion Operations AB
- CEO of Intrum AB (publ) and executive positions at Danske Bank and Handelsbanken Capital Markets

Martin Almgren

Board member

- Deputy CEO & CFO of Lyvia Group AB (publ).
- Board member at Lyvia Group AB (publ), CFO of Skistar Aktiebolag, business area manager for Medtech at AddLife AB, CFO of AddLife AB, group controller at Addtech AB

Saeid Esmailzadeh

Board member

- Founder of, among others, Serendipity, Diamorph, Sdiptech, IRRAS, Xbrane Biopharma, Voff Science, Episurf Medical and Lyvia Group

Erik Rune

Board member

- CEO of Claesson & Anderzén AB and Board member at CA Fastigheter AB, BZK Grain Alliance AB, Rebellion Capital AB, Boet Bostad Holding AB and SHT Smart High-Tech AB.
- Former CEO of Holmström-gruppen

Christer Hellström

Board member

- Board member of Novedo, Burt Intelligence, Hidden Dreams and Lyvia Group
- Chair of the Board and Board member at Premune, Krauthammer, Proact
- Former Senior Executive at Accenture

Mikael Borg

Board member

- Partner and Chair of the Board of Gernandt & Danielsson
- Chair of the Board of Genova Properties
- Board member at Curitas Ventures
- Board member at Eitrium

Robin Rutili

Board member

- Founder and CEO of Vincero
- Co-founder and Board member of Doktor.se, Dentalum & Buildroid
- Board member at Esmaeilzadeh Holding, Mirovia

The Board of Directors and CEO of Lyvia Group AB (publ.), 559290-4089, herewith present the annual report and consolidated financial statements for the financial year 01/01/2024–31/12/2024. The comparative figures for 2023 refer to the period 01/01/2023–31/12/2023.

Board of Directors' Report

OPERATIONS AND MARKET

Lyvia Group AB (publ) is a European partner in business-critical software and related services. We develop, acquire and deliver software solutions and services that drive business-critical functions for companies throughout the customer's entire value chain.

Lyvia, headquartered in Stockholm, is active in six jurisdictions in the European market. We give all customers, from global to small and medium-sized enterprises, the same promise – to provide the best products and services in the market. Our customers are both regional and international, operating in sectors ranging from finance and insurance, infrastructure, IT and telecom to the public sector.

Our solutions are integrated into the core of our customers' digital infrastructure and drive their day-to-day business operations. We help our customers become more efficient, work smarter and make decisions with more insight, and give customers and end users an excellent customer experience. This is done through a delivery model based on contracted and lasting customer relationships.

Much of Lyvia's business model is based on a high proportion of recurring revenue, which gives us stable and predictable cash flows and enables us to operate in a long-term perspective. With a high proportion of recurring revenue, it is possible to compensate for temporary dips within individual business units.

Significant events during the financial year

During 2024, Lyvia strengthened the Group in the Benelux area with two acquisitions: Gorilla Services B.V. and Dokeos SPRL.
Lyvia increased its presence in Norway with the acquisition of Procon Digital AS.

During the year, Lyvia decided to adjust the strategic focus of the Group. The change involves an increased focus on high-margin software companies and specialised IT consultants, and a differentiated customer base. As part of this, the Board has decided to divest a total of six portfolio companies whose business is not compatible with Lyvia's future strategic direction. The acquisitions were made at an early stage, before Lyvia was formed, by some of the platforms that are now part of Lyvia. These entities are reported as disposal groups held for sale in the income statement and as assets and liabilities held for sale in the balance sheet.

Refinancing

During the year, Lyvia continued its close cooperation with the banks under the senior financing package established in 2023.

The financing package consists of a loan of SEK 1,120 million, maturing in August 2026, and a three-month revolving facility of SEK 480 million. Dialogue on further cooperation is in progress in 2025.

Operations, financial position and earnings (Group) (SEK millions)

	2024	2023
Total revenue	2,295.3	1,908.8
Operating profit	219.9	196.9
Profit/loss before tax	-0.8	-89.6
Total assets	4,326.6	4,488.6
Average number of employees	1,246	1,153

The figures for the year and the comparative year are presented on a continuing operations basis, in accordance with the financial statements later in the report.

Comments on operations, earnings and financial position

Development

Lyvia has a dual growth strategy, both elements of which complement each other. Organic growth of existing operations, supported by staff from a dedicated department at Lyvia's head office. New acquisitions that complement existing operations, including add-on acquisitions for existing operations. A dedicated department at Lyvia's head office is responsible for acquisitive growth.

Revenue

Revenue for 2024 amounted to SEK 2,295.3 (1,908.8) million, an increase of 20 percent compared with the previous year. Acquisitions during the year accounted for 3 (18) percent of revenue. Other operating income consists mainly of contingent consideration revaluation.

Operating profit

Operating profit for the full year was SEK 219.9 (196.9) million. The increase is partly due to acquisitions of legal entities during 2024. Amortisation and impairment of intangible assets had a negative effect of SEK -185.8 (-127.3) million on operating profit. Profit/loss for the year amounted to SEK -273.2 (-74.2) million and was affected by profit/loss of SEK -24.8 (2.1) million from discontinued operations and profit/loss of SEK -292.1 (13.6) million from disposal groups held for sale.

Finance income and costs

Finance income and costs amounted to SEK -220.7 (-286.5) million, net.

Interest expenses for 2024 decreased compared with 2023 as Lyvia entered into a strategic cooperation with Danske Bank and DnB . In connection with this, the previous bond (Mirovia Nordics AB) and liability were terminated through Collector (Äleven AB).

The financial result was affected by exchange rate changes mainly related to external liabilities and contingent consideration, which amount to SEK -18.2 (10.4) million.

The comparative year was affected by costs of SEK 49.1 million related to the termination of previous debt instruments and costs related to arranging the new financing.

Tax

The Group's effective tax rate was 8.0 (1.5) percent.

In 2024, as in 2023, tax optimisation has been carried out to the extent possible under the applicable tax rules in each country.

Liquidity and cash flow

Cash flow from operating activities before changes in working capital amounted to SEK 237.9 (19.6) million. Total cash flow from operating activities was SEK 171.2 (10.4) million.

Cash flow from investing activities was SEK -248.1 (-428.2) million. Investments for the period were mainly acquisitions of subsidiaries.

Cash flow from financing activities amounted to SEK 33.5 (430.3) million. The figure for the comparative year was mainly due to extended debt financing through a new bank cooperation. Cash flow for the full year thus amounted to SEK -43.4 (12.6) million. The Group's cash and cash equivalents amounted to SEK 368.8 (426.0) million at the end of the period.

In 2023, work started on implementing a cash pool in which most operating subsidiaries will be included. The transition has continued in 2024, with an increase in availability of liquidity, which is expected to remain at a good level.

Financial position

Equity amounted to SEK 1,085.5 (1,369.5) million on 31 December 2024. See more in the Consolidated statement of changes in equity Total assets amounted to SEK 4,326.6 (4,488.6) million on 31 December 2024. The reduction is mainly due to amortisation of intangible assets arising from acquisitions of portfolio companies included in the Group.

The Group's debt amounted to SEK 1,510.5 (1,440.4) million on the reporting date.

Operations, financial position and earnings (Parent Company) (SEK millions)

	2024	2023
Total revenue	0.9	10.2
Operating profit	-24.5	-67.9
Profit/loss before tax	-29.5	-60.1
Total assets	2,037.4	1,999.1
Average number of employees	6	18

The Parent Company has streamlined its operations during 2024, which has led to a reduction in operating expenses. A reorganisation within the Group's holding companies has led to a reduction in the average number of employees in the Parent Company. The Parent Company's profit/loss for the year was SEK -4.4 (6.1) million.

Significant risks and uncertainties

The Group is exposed to various risks, both operational and financial. For the overall risks in the Group, we conduct a systematic risk review every year. Set out below is a description of the most critical factors and our approach to their risk management.

Risks related to the Group's financial situation

Risks related to availability of capital and refinancing risk

I. The Group is dependent on equity being issued or loans being obtained in order to execute its long-term business plan. Lack of availability of such capital would have a detrimental effect on the ability to acquire new business units, take advantage of future business opportunities and respond to competitive pressure. The Group's capacity to refinance its debt obligations is also dependent on conditions in the capital markets, and the Group's financial position at the time of refinancing. In the event of a financial crisis or emergency, the Group's access to financing could be adversely affected.

For detailed information about financial instruments and risk management, see Note 31 Financial instruments.

Management:
As risk of a crisis or emergency is always present, the Group must be up-to-date and prepared for any events that may occur. In mid-2023, Lyvia entered into a long-term cooperation with Danske Bank and DnB, which ensures a better solution in both the short and long term.

Lyvia has a well-functioning cooperation with the banks, with joint reviews and analyses conducted several times a year. In addition, Lyvia has good contacts and a good reputation in the financial market.

To minimise refinancing risk, the Group must maintain a good credit rating and long-term financing must be obtained in good time before the need arises.

II. Dependency on subsidiaries

The cash-generating operations are carried out by the Group's subsidiaries. Consequently, the Group is dependent on its subsidiaries to fulfil its financial obligations and be able to make payments.

Management:
This risk would materialise if the subsidiaries were to stop generating cash or restrictions were introduced preventing financing between the Parent Company and its subsidiaries. The probability of the above occurring is considered low. The Group has also introduced a cash pool, enabling good liquidity management.

III. Risks related to currency effects in the income statement and balance sheet

The Group has significant foreign operations whose local currency differs from that of the Group. The Group also has significant foreign currency assets whose valuation is affected by the SEK exchange rate, and liabilities that are expected to be settled in foreign currencies on maturity.

Management:
The Group has chosen exposure to currency movements as they have the potential for both positive and negative effects. The Group regularly reviews its strategy and assesses whether currency risk needs to be managed differently.

IV. Risks related to changes in interest rate curves (Stibor and Euribor)

The Group's finance costs are affected by changes in the underlying interest rate curves on which its liabilities are calculated.

Management:
The Group has chosen exposure to interest rate changes as they have the potential for both positive and negative effects. The Group regularly reviews its strategy and assesses whether interest rate risk needs to be managed differently.

V. Risks related to breach of loan covenants

The Group's financing solution is based on the fulfilment of covenants by the Group. Lyvia verifies that these are met through regular structured reports.

Should the Group fail to fulfil the covenants, there is a risk that the lenders will withdraw the credit. This would, in turn, have major consequences for the Group's future development.

Management:
The Group has processes for monthly forecasting of the development of several parameters that form the basis for covenant fulfilment. The forecasting process enables a proactive response to any challenges and ensures covenant fulfilment.

Risks related to the Group's industry, market and business operations

Lyvia operates in several sectors, each constituting its own market, and in different geographical areas. Our entities also conduct independent business operations. This spread across markets, regions and business units, together with a large number of customers, reduces the business risks for the Group as a whole.

Lyvia's growth is divided into two growth strategies: organic growth and acquisitive growth. The latter can be realised through new acquisitions that complement existing businesses and add-on acquisitions within existing businesses.

I. Risks related to the identification of profitable investment targets

Failure to identify and invest in attractive investment targets in new markets may result in the Group failing to pursue the desired or most favourable growth strategy.

Similarly, the demand for the desired businesses may be greater than Lyvia's investment rationale.

Acquisitions are also subject to a number of inherent risks, including the risk that future performance or growth expectations may prove inaccurate despite due diligence measures, the overlooking or misjudgement of key risks such as credit losses, customer liabilities, employee contracts, technical expertise or unexpected expenses, or the occurrence of uncertain or unlikely events that have a detrimental effect on the prospects of a particular business.

Management:
As Lyvia has dedicated personnel across the regions with clear guidelines on the parameters for potential acquisitions, this ensures that there are sufficient opportunities.

Lyvia has clear guidelines on the evaluation of both add-on and new acquisitions before their presentation to the investment committee.

The evaluation is carried out in clear and comprehensive due diligence processes that include potential risks associated with the specific acquisition and the acquired company's business.

If the due diligence process is favourable, the investment committee makes the final decision, ensuring that Lyvia makes the acquisition in line with the defined strategy and business plan.

II. Risks related to businesses not developing as planned

As individual businesses undergo challenges that affect the Group, there may be a risk of failing to address this with appropriate actions or business opportunities, which may have negative effects on the Group's financial position and prospects. Smaller companies tend to have smaller and more streamlined management organisations and may rely significantly on their key management personnel, who in many cases possess extensive knowledge but make the business person-dependent.

Management:
Within Lyvia, great emphasis is placed on the management of each company, with ongoing business analysis and evaluation taking place in consultation between the businesses and the dedicated growth manager at Lyvia's head office.

Both in regular individual status meetings and workshops, and as part of Lyvia's active work to ensure that the various businesses can support each other, it is easy to introduce working methods that simplify knowledge transfer, thereby reducing the risk of key person dependency.

III. Risks related to the Group's customer relationships

By implementing new services and enhancing customers' systems and tools through outsourced software development, the Group is exposed to a number of risks related to customer relationships potentially falling outside its direct control. Such risks include loss of customers as a result of delivery issues – for example, implementation of systems and software takes longer than planned, is faulty, causes damage to customers' other systems or costs more than expected. The Group is also exposed to the risk of key customers cancelling the relationship, which means that potential future revenues are lost.

Management:
To minimise risks related to customer relationships, the Group carries out extensive due diligence measures when making acquisitions, including clear monitoring of the acquired companies' customer relationships.
Potential negative effects are investigated and efforts are focused on minimising any losses of key customers in the acquisition.

After the acquisition, there is ongoing monitoring of new customer generation, strategic customer development and evaluation of customer losses. This is done in consultation between the businesses and the dedicated growth manager at Lyvia's head office.

IV. Risks related to actual or perceived security vulnerabilities in the Group's services and security controls, or in the services and security controls of its competitors

The Group may be subject to third-party attempts and threats to breach its communications platform, software, network and data security, and other potential security vulnerabilities.

Information technology security threats can take a variety of forms, including viruses and other malware.

Management:
The Group performs a thorough IT security check during the due diligence process to identify all potential IT risks in the acquired companies. The Group works on both corporate governance and IT policies that clarify how risks should be managed.

V. Risks related to development and adaptation in relation to new technologies and infrastructure and changes in customer demand

To maintain successful business development, the Group needs to manage its technological systems and infrastructure, while keeping pace with technological advances that create changes in customer needs. Should there be an increase in the number of organisations, particularly large companies, using the Group's services as a major component of their business systems, the Group may need to make significant investments to scale its technology systems and infrastructure.

Management:
The Group closely monitors and is part of technological developments in its area of business. If the Group is at the forefront of technological development and is willing to take risks to continue developing the technology, the Group believes that this should reduce the risk of becoming obsolete in the market.

Legal, regulatory and reputational risks

I. Risks related to the processing of personal data

Failure to comply with applicable data protection regulations, including the GDPR, may result in significant administrative fines, claims for damages and disputes with administrative bodies. Non-compliance with data protection rules can also lead to negative publicity and reputational damage.

Management:
The Group complies with applicable data processing laws, including the EU General Data Protection Regulation (EU 2016/679) ("the GDPR").

II. Risks related to the Group's reliance on protection of its intellectual property rights and third-party claims of intellectual property infringement

Measures taken to protect the Group's intellectual property rights may be insufficient and may not adequately prevent competitors from copying the Group's services and solutions, or independently developing services and solutions that are substantially equivalent or superior to the Group's services and solutions.

Management:
Protection of intellectual property rights, such as code, trademarks and trade secrets is obtained through laws and agreements with its customers, employees, suppliers and other parties.

III. Risks related to open-source software

There is a risk that open-source licences may be interpreted in domestic or foreign courts in a way that imposes unforeseen conditions or restrictions on the Group's ability to provide or distribute its services or solutions. This is because open source has not been interpreted by the courts before.

Management:
The Group works regularly and in a structured way in its due diligence processes to minimise the risk of this type of risk being managed carelessly.

Social and management risk

I. Risks related to key personnel and employees

The Group's activities in expert IT services and software development mean that dependence on qualified personnel is high, which increases the risk of not being able to recruit employees with the right technical skills and experience in software development.

Management:
Lyvia works regularly on identifying, recruiting and training qualified personnel, including due diligence measures related to personnel taken over in an acquisition (in terms of costs and attention) which is important in maintaining a high level of service.

Personnel

The number of employees in the Group at the end of the period was 1,450 (1,486), distributed as follows: discontinued operations 131 (243) and continuing operations 1,319 (1,243). The number of employees in the Parent Company was 5 (32).

Environment and sustainability

In 2024, the Company has continued to prioritise material environmental, social and governance (ESG) risks, opportunities and impacts in its business operations. Through proprietary software solutions, IT technologies, cloud services (SaaS) and expert services, Lyvia works actively to improve efficiency and reduce environmental impacts.
To strengthen the sustainability work, Lyvia conducted a double materiality assessment during the year, identifying the material sustainability topics that form the basis for the Company's strategic sustainability priorities and CSRD (Corporate Sustainability Reporting Directive) reporting. Work has begun on developing internal systems and processes to meet the requirements of the European Sustainability Reporting Standards (ESRS), ensuring transparent and structured sustainability reporting going forward.
Lyvia is committed to sustainability and responsible business conduct, and integrating this into the Company's core values and principles creates long-term value for Lyvia, its employees, customers and stakeholders. The Company sees legal requirements as a minimum standard and constantly strives for improvements to support the transition to a more sustainable society.

Shares

At the end of the year, the Company had 5,687,723 (5,687,723) ordinary shares outstanding, corresponding to share capital of SEK 0.6 (0.6) million. See more in the Statement of changes in equity and Note 19 Share capital.

Proposed appropriation of profits

The following profits (SEK) are at the disposal of the AGM:

The Board proposes that these profits be distributed as follows (SEK):

Share premium reserve	773,844,032
Retained earnings	1,112,781,502
Profit for the year	-4,437,630
Total	**1,882,187,904**

More detailed disclosures about the financial performance and position of the Parent Company and the Group can be found in the following financial statements and accompanying notes. All amounts are presented in SEK millions unless otherwise stated.

Carried forward	1,882,187,904
Total	**1,882,187,904**

Events after the reporting date

Lyvia Group strengthens its management team with the appointment of Martin Almgren as Deputy CEO and CFO. With experience from companies including SkiStar, AddLife and Addtech, Martin will play a key role in the Group's growth journey.

In March 2025, Lyvia Group's majority shareholder Esmaeilzadeh Holding AB (EHAB) announced an issue of new secured bonds with a maturity of three years.

CONTENTS

Consolidated financial statements

Income statement (SEK millions)

1 January - 31 December	Note	2024	2023
Revenue	4	2,098.1	1,668.4
Other operating income	4	197.2	240.4
Sub-consultants and similar expenses		-399.9	-347.8
Other external costs	5	-370.2	-289.6
Personnel expenses	6	-978.3	-850.7
Depreciation and amortisation of assets	12, 13	-243.6	-177
Other operating expenses	7	-83.5	-46.8
Operating profit		**219.8**	**196.9**
Finance income	8	5.9	16.2
Finance costs	9	-226.6	-302.7
Profit/loss before tax		**-0.9**	**-89.6**
Income tax	10	-3.9	0.7
Profit/loss for the year from continuing operations		**-4.8**	**-88.9**
Discontinued operations			
Profit/loss from discontinued operations, net of tax		-	2.1
Profit/loss from disposal groups held for sale, net of tax	24	-316.9	12.6
Profit/loss for the year		**-321.7**	**-74.2**
Attributable to:			
Parent Company shareholders		-321.7	-74.2
Non-controlling interests		0.0	0.0

Consolidated statement of comprehensive income (SEK millions)

1 January - 31 December	Note	2024	2023
Profit/loss for the year		-321.7	-74.2
Exchange differences on translation of foreign operations		45.1	-5.6
Comprehensive income for the year		**-276.6**	**-79.8**
Attributable to:			
Parent Company shareholders		-276.6	-79.8
Non-controlling interests		0.0	0.0

Balance sheet (SEK millions)

1 January - 31 December	Note	2024	2023
Non-current assets			
Goodwill	11	2,011.1	2,035.1
Other intangible assets	12	1,172.5	1,371.1
Property, plant and equipment	13	25.8	23.9
Right-of-use assets	14	80.6	104.0
Other financial assets	31	23.8	19.9
Deferred tax assets	23	8.6	4.7
Total non-current assets		**3,322.4**	**3,558.7**
Current assets			
Inventories	15	10.5	11.0
Trade receivables	16	335.7	349.6
Current tax receivables		56.4	16.7
Other receivables	17	25.9	47.1
Prepayments and accrued income	18	143.3	79.5
Cash and cash equivalents	29	368.8	426.0
Assets held for sale	24	63.6	-
Total current receivables		**1,004.2**	**929.9**
Total assets		**4,326.6**	**4,488.6**

1 January - 31 December	Note	2024	2023
Equity			
Share capital	19	0.6	0.6
Other paid-in capital	20	1,515.0	1,522.3
Translation reserve		56.4	11.4
Retained earnings incl. profit for the year		-486.8	-165.1
Equity attributable to Parent Company shareholders		**1,085.2**	**1,369.2**
Non-controlling interests		0.3	0.3
Total equity		**1,085.5**	**1,369.5**
Provisions			
Other provisions		3.0	-
Non-current liabilities			
Borrowings	21	1,510.5	1,440.4
Lease liabilities	22	38.8	53.8
Deferred tax liabilities	23	254.0	301.9
Other financial liabilities	25	568.1	767.3
Total non-current liabilities		**2,371.4**	**2,563.4**
Current liabilities			
Lease liabilities	22	41.5	47.7
Trade payables		107.9	100.9
Current tax liabilities		43.2	26.8
Other financial liabilities	25	343.8	63.2
Other liabilities	26	128.2	172.9
Accruals and deferred income	27	170.0	144.2
Liabilities held for sale	24	32.1	-
Total current liabilities		**866.7**	**555.7**
Total equity and liabilities		**4,326.6**	**4,488.6**

Consolidated statement of changes in equity (SEK millions)

Equity attributable to Parent Company shareholders

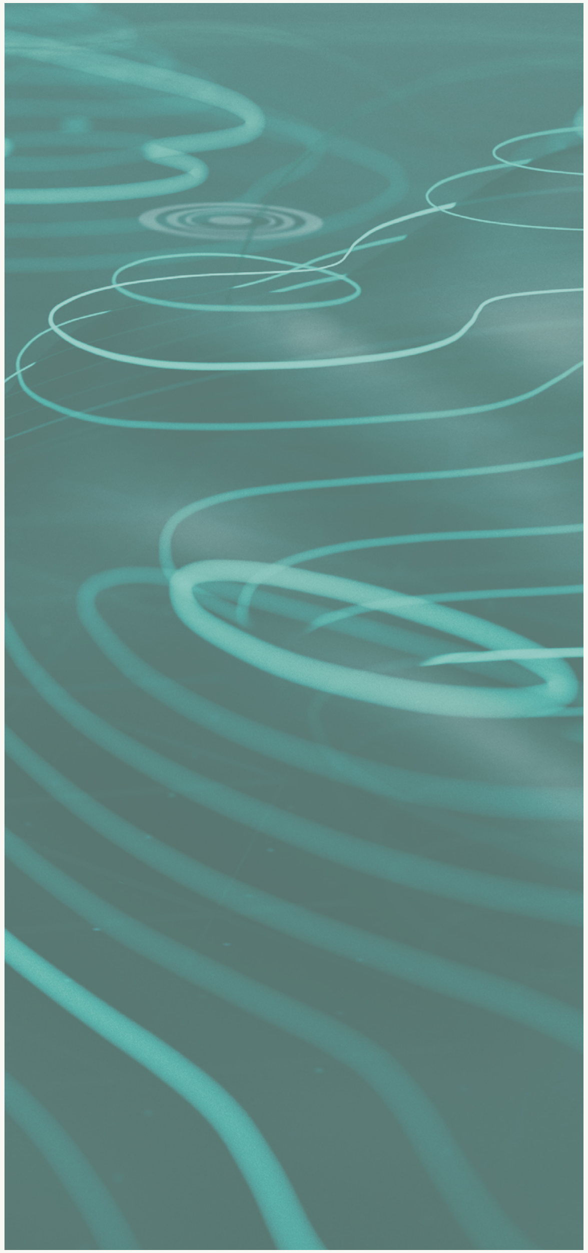
	Share capital	Other paid-in capital	Translation reserves	Retained earnings incl. result for the year	Non-controlling interests	Total equity
Opening balance, 1 Jan 2024	**0.6**	**1,522.3**	**11.4**	**-165.1**	**0.3**	**1,369.5**
Result for the year				-321.7	0.0	**-321.7**
Other comprehensive income			45.0			**45.0**
Total comprehensive income	**-**	**-**	**45.0**	**-321.7**	**0.0**	**-276.7**
Owner transactions						
New issue of ordinary shares	-					-
Warrants, subscription		1.9				**1.9**
Warrants, repurchase		-9.2				**-9.2**
Transactions with non-controlling interests					0.0	**0.0**
Total owner transactions	**-**	**-7.3**	**-**	**-**	0.0	**-7.3**
Closing balance, 31 Dec 2024	**0.6**	**1,515.0**	**56.4**	**-486.8**	**0.3**	**1,085.5**

	Share capital	Other paid-in capital	Translation reserves	Retained earnings incl. result for the year	Non-controlling interests	Total equity
Opening balance, 1 Jan 2023	**0.5**	**1,327.8**	**16.9**	**-91.0**	**-**	**1,254.3**
Result for the year				-74.2	-	**-74.1**
Other comprehensive income			-5.5			**-5.6**
Total comprehensive income	**-**	**-**	**-5.5**	**-74.2**	**-**	**-79.7**
Owner transactions						
New issue of ordinary shares	0.1					**0.1**
Warrants, subscription		6.1				**6.1**
Warrants, repurchase		-2.8				**-2.8**
New issue of preference shares		465.4				**465.4**
Repurchase of preference shares		-274.2				**-274.2**
Transactions with non-controlling interests					0.3	**0.3**
Total owner transactions	**0.1**	**194.5**	**-**	**-**	**0.3**	**194.9**
Closing balance, 31 Dec 2023	**0.6**	**1,522.3**	**11.4**	**-165.2**	**0.3**	**1,369.5**

Consolidated cash flow statement (SEK millions)

1 January - 31 December	Note	2024	2023
OPERATING ACTIVITIES			
Operating profit/loss		-129.7	209.7
Adjustments for non-cash items		520.2	29.6
Interest received		6.4	6.5
Interest paid		-109.8	-156
Tax paid		-49.2	-70.2
Cash flow from operating activities before change in working capital		**237.9**	**19.6**
Change in working capital			
Increase (-)/Decrease (+) in trade receivables		-0.5	31.0
Increase (+)/Decrease (-) in trade payables		7.7	-4.1
Increase (+)/Decrease (-) in other liabilities/other receivables		-5.4	7.2
Increase (+)/Decrease (-) in interim liabilities/receivables		-68.5	-43.3
Cash flow from operating activities		**171.2**	**10.4**
Investing activities			
Investments in intangible assets		-15.6	-5.2
Investments in property, plant and equipment		4.2	-9.6
Investments in other securities		-4.0	-10.8
Investments in subsidiaries net of cash acquired	28	-232.7	-524.2
Sale of investments in subsidiaries		-	121.6
Cash flow from investing activities		**-248.1**	**-428.2**
Financing activities			
Proceeds from borrowings	29	58.7	342.4
Other financial liabilities		42.0	32.9
Lease liabilities, amortisation	22	-59.9	-53.1
Proceeds from new share issue		0.0	108.1
Warrants, subscription		1.9	-
Warrants, repurchase		-9.2	-
Non-controlling interests		0.0	0.0
Cash flow from financing activities		**33.5**	**430.3**
Cash flow for the period		-43.4	12.5
Cash and cash equivalents at beginning of period	24	426.0	414.1
Cash and cash equivalents, disposal groups held for sale		-20.4	-
Exchange differences in cash and cash equivalents		6.6	-0.6
Cash and cash equivalents at end of year		**368.8**	**426.0**

For the impact of discontinued operations, see note 24 Disposal groups held for sale and discontinued operations.



Notes – Group

1. GENERAL INFORMATION

Lyvia Group AB (publ), Corp. ID 559290-4089, is a limited liability company registered in Sweden, with its registered office in Stockholm. Lyvia Group AB (Publ) is a subsidiary of Esmaeilzadeh Holding AB, Corp. ID 559242-7388, registered office Stockholm, whose parent company is Dr. Saeid AB, Corp. ID 559132-0337, registered office Stockholm. The address of the head office is Hovslagargatan 5B, SE-111 48 Stockholm.

Lyvia Group AB (publ)'s business consists of investing in and developing other companies. Lyvia is a European Group that invests in entrepreneur-led companies that offer technology-based solutions through three verticals: SaaS platforms, software and IT services, as well as consulting services in digital marketing and other creative solutions. The financial statements are presented in SEK millions.

2. THE GROUP'S ACCOUNTING POLICIES

These are Lyvia Group AB (publ)'s third consolidated financial statements prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU. The Group also applies the Swedish Annual Accounts Act and the Swedish Corporate Reporting Board's recommendation RFR 1 Supplementary Accounting Rules for Groups.

The Group emerged in May 2022 in connection with the restructuring of Esmaeilzadeh Holding AB. Lyvia's historical financial information for 2021 and 2022 prior to the restructuring is presented as combined financial statements. The formation of the Lyvia Group in 2022 included transactions between entities that were under common control via DR. Saeid AB's ownership.
As this type of transaction does not come under the scope of any IFRS standard, an appropriate accounting policy was applied to historical financial information in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. An appropriate and established method is to use the previous carrying amount (based on the previous company's accounting policy), which is the approach applied by Lyvia. In short, this means that the assets and liabilities of the entities that are part of the Lyvia Group have been aggregated and recognised based on their carrying amounts in the Dr. Saeid Group. This is referred to as the predecessor value approach.

Basis of preparation

In May 2022, Lyvia Group AB's Parent Company Esmaeilzadeh Holding AB transferred Eitrium AB (with subsidiaries), Äleven Holding AB (with subsidiaries), Crutiq AB and Kaperia AB, through unconditional shareholder contributions, to Lyvia Group Holding AB, which is a subsidiary of Lyvia Group AB. Lyvia Group AB's ultimate Parent, Dr. Saeid AB, has control over the transferred entities before and after the transaction. The transaction was therefore conducted between parties under the same control. This is referred to as a common control combination, whereby all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. Common control combinations are outside the scope of the IFRS standard on business combinations. In the absence of an IFRS that specifically applies to a transaction, management shall use judgement to develop and apply an accounting policy that provides relevant and reliable information for users in their financial decision-making, in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. An appropriate and established method that management considers relevant and reliable is to aggregate the entities that form the Lyvia Group.

The transaction is accounted for in such a way that assets and liabilities are recognised in the Lyvia Group at their carrying amounts in Esmaeilzadeh Holding AB's 2021 annual report, in accordance with IFRS 1.D16 a), as Lyvia's date of transition to IFRS determines the consolidated IFRS carrying amounts recognised for the Eitrium Group, the Äleven Group, Crutiq AB and Kaperia AB. Based on the fact that the Lyvia Group is a continuation of transferred entities and the ultimate controlling party is the same before and after the transaction, the consolidated financial statements have been restated for periods before the transaction. This then shows the transaction as if it had taken place at the beginning of the earliest comparative period presented in the consolidated financial statements, irrespective of the actual date of the transaction between parties under common control.

On 1 July 2022, Lyvia Group AB (Publ)'s Parent Esmaeilzadeh Holding AB transferred Plenius by Mirovia AB (with subsidiaries).

New or amended standards and interpretations

IFRS 18 Presentation and Disclosure in Financial Statements, effective for annual periods beginning on or after 1 January 2027, will supersede IAS 1 and introduce new requirements for the presentation of financial statements that will help to achieve comparability in the reporting of similar entities and provide users with more relevant information and transparency. Although IFRS 18 will not affect the recognition or measurement of items in the financial statements, its effects on presentation and disclosures are expected to be significant, particularly those related to the income statement and management-defined performance measures.

Management has not yet started to evaluate the impact that application of the new standard will have on the Group's financial statements. No other standards or amendments effective on or after 1 January 2025 are expected to have a material effect on the consolidated financial statements.

Basis of measurement

Assets and liabilities are recognised at cost in the consolidated financial statements, apart from certain financial instruments measured at fair value, such as contingent consideration and put options. The significant accounting policies applied are described below.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and the investees (subsidiaries) it controls. The Company controls an investee when:

- it has power over the investee;
- it has exposure, or rights, to variable returns from its involvement with the investee; and
- it has the ability to use its power over the investee to affect the amount of its returns.

The Group reassesses whether it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins from the date the Company obtains control of the subsidiary and ceases when the Company loses control of the subsidiary. The results of acquired and divested subsidiaries are included in profit or loss from the date on which the Company obtains control of the subsidiary until the date on which control of the subsidiary ceases.
A non-controlling interest (NCI) arises when an acquisition does not include 100 percent of the subsidiary. However, in acquisitions where the NCI has an option to sell its shareholding to the Group at a future date, the Group does not recognise any non-controlling interest as the liability to be recognised for the option is recognised in equity at its acquisition-date fair value under non-controlling interests.
Where necessary, subsidiaries' financial statements are adjusted to align their accounting policies with those of the Group. All intra-Group assets and liabilities, equity, income, expenses and cash flows related to transactions between Group entities are eliminated on consolidation.

Foreign currency translation

The individual financial statements of each Group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). The consolidated financial statements are presented in Swedish kronor (SEK), which is the Parent Company's reporting currency.

Foreign currency transactions are translated to the functional currency using the exchange rates prevailing on the transaction date or the date when the items are remeasured. Exchange gains and losses arising on settlement of these transactions and on translation of monetary foreign currency assets and liabilities using the closing rate are recognised in profit or loss. Exchange differences are recognised in operating profit if they are related to operating balances; otherwise they are reported under net financial items.

Translation of foreign operations

Assets and liabilities of foreign entities, including goodwill and other fair value adjustments, are translated from the foreign entity's functional currency to the Group's presentation currency, Swedish kronor, using the exchange rate prevailing at the reporting date. Income and expenses in the income statements of foreign entities are translated into Swedish kronor using average exchange rates. This average is an approximation of the cumulative effect of the exchange rates at each transaction date. Exchange differences arising on translation of foreign operations are recognised in other comprehensive income and are accumulated in a separate component of equity, the translation reserve. On disposal of a foreign operation, the cumulative exchange gains and losses relating to that operation are realised and reclassified from other comprehensive income to profit or loss.

Business combinations

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquiree and the equity interests issued by the acquirer. Exceptions are companies reorganised under common control in accordance with IFRS 3 as they do not constitute business combinations due to the same ownership structure. Acquisition-related costs are recognised in the income statement as they arise.

The identifiable assets acquired and liabilities assumed are measured at their acquisition-date fair values. Goodwill is calculated as the difference between (a) the aggregate of the consideration transferred, the amount of any non-controlling interest in the acquiree, the acquisition-date fair value of the acquirer's previously held equity interest (if any) in the acquiree and (b) the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the acquirer reports in its financial statements provisional amounts for the items for which the accounting is incomplete.

During the measurement period, the acquirer retrospectively adjusts the provisional amounts recognised at the acquisition date to reflect new information obtained about facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognised as of that date.
The acquirer also recognises additional assets or liabilities if new information is obtained about facts and circumstances that existed as of the acquisition date and, if known, would have resulted in the recognition of those assets and liabilities as of that date.

Goodwill

Goodwill is initially measured and recognised as described above. Goodwill is not amortised but is tested for impairment at least annually. For the purpose of impairment testing, goodwill is allocated to the cash-generating units that are expected to benefit from the synergies of the business combination. There are five cash-generating units within Lyvia: Scandinavia, Poland, Benelux, Spain and the UK. A cash-generating unit to which goodwill has been allocated is tested for impairment annually, and whenever there is an indication that the unit may be impaired. If the recoverable amount of the unit is less than the carrying amount of the unit, the impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order: first, to reduce the carrying amount of any goodwill allocated to the cash-generating unit, and then, to the other assets of the unit pro rata on the basis of the carrying amount of each asset in the unit. The recoverable amount is the higher of fair value less costs to sell and value in use. Goodwill impairment cannot be reversed in a subsequent period.

On disposal of a cash-generating unit, the goodwill associated with the cash-generating unit is included in the gain or loss on disposal.

Disposal groups held for sale and discontinued operations

Classification as a discontinued operation begins on disposal or at an earlier date when the operation meets the criteria for classification as held for sale.

Disposal groups are classified as held for sale when their carrying amount will be recovered principally through a sale transaction and a sale is considered highly probable. Disposal groups held for sale are measured at the lower of their carrying amount and fair value less costs to sell. The assets of a disposal group held for sale are presented separately from other assets in the balance sheet. The liabilities of a disposal group held for sale are presented separately from other liabilities in the balance sheet.

Profit/loss after tax for discontinued operations is presented on its own line in the income statement, separate from continuing operations. When an operation is classified as discontinued, the comparative year's income statement is presented as if the operation had been discontinued at the beginning of that year. The presentation of the balance sheet is not changed in the same way. A discontinued operation is a component of an entity that either has been disposed of or is classified as held for sale and represents a separate major line of business. See note 24 for separate financial statements of disposal groups held for sale and discontinued operations.

Put options and call options to acquire non-controlling interests

In connection with acquisitions, the Group has issued put options to non-controlling interests giving them the right to force the Group to purchase their shares at a future date. In some cases, the Group also holds call options giving Lyvia the right to purchase non-controlling interests at a future date. NCI put options give rise to a financial liability, which is measured at the discounted present value of the estimated future redemption amount. The value of the liability reduces the NCI in the Group's equity, as the shares are effectively considered acquired. The Group no longer recognises the NCI in subsequent periods, and the amount is attributed in its entirety to Parent Company shareholders. Any remeasurement of the liabilities is recognised directly in operating profit or loss. Dividends paid to non-controlling interests for which the holding has been derecognised as described above are nevertheless reported as Dividends to non-controlling interests in the consolidated statement of changes in equity. The dividend is then recognised in equity attributable to Parent Company shareholders.
In addition to the call and put options, there is a share swap clause which, given an exit, gives the subsidiary's parent company the right to buy the minority shareholders' shares, with settlement in its own shares. The share swap is an option to convert preference shares in a subsidiary into a variable number of the company's own ordinary shares, which is recognised as a liability as the number of shares is variable. The liability is recognised at the amount that the preference shares are estimated to be worth (which corresponds to the value of the ordinary shares) at the future date of exercise of the option.

Revenue recognition

Revenue is measured based on the contract with the customer and represents the amount of consideration to which the Group will be entitled in exchange for transferring the promised goods or services, net of value added tax. The Group recognises revenue when control of a good or service transfers to the customer. The Group recognises revenue mainly from the following revenue streams:

Consultancy services

The Group offers consultancy services in business-critical areas, as well as recruitment and temporary staffing services. Remuneration for consultancy services is variable and is normally based on the number of consultancy hours delivered and the contractual price per hour. The revenue is recognised over time in the period in which the service is delivered to the customer. Revenue from recruitment services consists of both a fixed fee prior to the start of the recruitment process and a variable fee linked to the development of the recruitment process. Revenue is recognised in three stages. First, a fee at the start of the recruitment process, then on presentation of the candidate and finally when the employment contract is signed.

Functional agreements

Functional agreements normally involve the Group undertaking to replace a function at the customer's premises, such as a test function for one or more software products, helpdesk support or management of one or more automations for a certain period. Payment is normally fixed and monthly. Revenue from functional agreements is recognised over time on a straight-line basis over the contract period.

Software

The software revenue stream consists of revenue from Software as a Service (SaaS) and commission on software sales. The accounting policies applied are set out below.

Software as a Service

The Group offers customers access to a platform. Payment is variable and normally linked to the customer's use of the platform, such as the number of proxies or files received. SaaS revenue is recognised over time on a straight-line basis over the contract period. Management takes into account the constraining estimates of variable consideration and recognises the revenue when the uncertainty related to the variable consideration is resolved, which is normally at the time the customer uses the software that entitles the Group to the consideration.

Commission on the sale of software

The Group receives commission revenue from the provision of external software to customers. The revenue is recognised at the point in time when the Group arranges the transaction between the customer and the software supplier.

Some contracts are open-ended and include a right for both parties to cancel 30 days before the next billing period without penalty. Considering that the parties can terminate the contract without penalty, the Group estimates the contract duration to be 30 days and that a new contract with customers will arise in the next month if no party chooses to cancel the contract.

Lyvia Group AB (Publ) assesses that the Group does not control the software before it is transferred to the customer but is considered an agent in the arrangement, which means that costs from the software supplier are recognised as a reduction in revenue.
The software is delivered by the software provider to the customer. In some contracts, the Group undertakes to implement the software at the customer's premises. The implementation service does not entail any substantial change or adaptation of the software. The implementation service is considered to be a separate performance obligation (from the provision of the external software) and is categorised as consultancy services as described above.

In some contracts, Lyvia sells third-party hardware to customers. The hardware is sent directly from the third party (the hardware supplier) to the customers. Lyvia is not considered to have any inventory risk for the hardware before or after it is transferred to the customers, nor is Lyvia considered to bear the main responsibility for delivery of the hardware to the customers or for the proper functioning of the hardware as agreed. Lyvia is not considered to control the hardware before it is transferred to the customer but is considered to be an agent in the arrangement. Consequently, the nature of the revenue stream is to arrange the provision of hardware from hardware suppliers to customers. Costs from hardware suppliers are recognised as a reduction in revenue, which means that the difference between the amount Lyvia is entitled to invoice customers for the hardware and costs from hardware suppliers represents the Group's commission, which is recognised as revenue at the point in time when the Group arranges the transaction between the customer and the hardware supplier, normally when the hardware is delivered to the customer.

Products
Sales of products are recognised as revenue when control of the products has transferred to the customer, based on agreed shipping terms. Some contracts with customers also include variable consideration in the form of volume discounts where the transaction price is dependent on future sales to customers. Historical data is used to estimate the expected value of volume discounts, and revenue is recognised only to the extent that it is highly probable that a significant reversal will not occur. A liability is recognised for expected volume discounts in relation to sales up to and including the reporting date. The Group does not offer customers the right to return products. Product warranties are accounted for in accordance with IAS 37. The provision for product warranties is an immaterial amount and has therefore not been recognised.

Payment terms – Services
Payments in the Group's various revenue streams are normally received monthly in arrears and the Group recognises a contract asset in the period in which the services are rendered to represent the Group's right to consideration for the services transferred to date. If payments received exceed the recognised revenue, a contract liability is recognised.

Payment terms – Products
Payments in the Group's various revenue streams are normally received in arrears when the relevant performance obligation is satisfied. A receivable is recognised in the Group when the products are delivered to the customer. This represents the point in time when the right to the consideration becomes unconditional, as only the time value of money is required before payment of the consideration is due. Payment in advance also occurs, but is not considered significant in terms of the entire Group.

Remaining performance obligations
Lyvia Group AB (publ) applies the practical expedient in IFRS 15 which states that entities need not disclose information for a performance obligation if it is part of a contract that has an original expected duration of one year or less.

Leases

The Group as lessee
The Group assesses whether a contract is, or contains, a lease at the inception date. The Group recognises a right-of-use asset and an associated lease liability for all leases where the Group is the lessee. The Group has elected to apply the recognition exemptions for short-term leases (lease term less than 12 months) and low-value leases.

The lease liability is initially measured at the present value of the lease payments not paid at the commencement date, discounted at the interest rate implicit in the lease if it can be readily determined. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used. The incremental borrowing rate is the interest rate that a lessee would have to pay for loan financing over the same period with the same collateral for the right-of-use asset in a similar economic environment.

Lease payments included in the measurement of lease liabilities are as follows:

› fixed payments (including in-substance fixed payments), less any lease incentives receivable; and

› variable lease payments that depend on an index or a rate, initially measured using the index or rate at the commencement date.

Variable lease payments that do not depend on an index or a rate are not included in the measurement of lease liabilities and right-of-use assets. These related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in Other external costs in the income statement.
As a practical expedient, IFRS 16 allows lessees to elect not to separate non-lease components from lease components, and instead account for each lease component and any associated non-lease components to be recognised as a single lease component. The Group has chosen not to use this practical expedient. The Group allocates the contracts to lease and non-lease components based on independent prices.

The lease liability is recognised as a separate item in the consolidated balance sheet. After the commencement date, lease liabilities are measured at present value using the effective interest method.
The Group remeasures the lease liability (and makes a corresponding adjustment to the right-of-use asset) if either:

› There is a change in the lease term or in the assessment of an option to purchase the underlying asset, in which case the lease liability shall be remeasured by discounting the lease payments using a revised discount rate.

› There is a change in lease payments resulting from a change in an index or a rate or there is a change in the amounts expected to be payable under a residual value guarantee, in which case the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change because of a change in the floating interest rates, in which case a revised discount rate is used).

› A lease modification that is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The right-of-use asset is initially measured at cost, which comprises the amount of the initial measurement of the lease liability plus any lease payments made at or before the commencement date. The right-of-use asset is subsequently measured at cost less any accumulated depreciation and impairment.

Depreciation is applied until the earlier of the end of the asset's useful life or the end of the lease term. If the lease transfers ownership of the underlying asset to the Group or if the cost of the right-of-use asset reflects that the Group will exercise a purchase option, the Group shall depreciate the right-of use asset from the commencement date to the end of the useful life of the underlying asset. Depreciation is applied from the lease's commencement date.

The right-of-use asset is recognised as a separate item in the consolidated balance sheet.

Pension costs

The Group only has defined-contribution plans, Contributions to a defined-contribution plan are recognised as an expense when the employees have rendered the services that entitle them to the contributions.

Other current and non-current employee benefits

A liability is recognised for employee benefits relating to salaries, paid annual leave and paid sick leave arising from the employee's service in the current period at the undiscounted amount of the benefits expected to be paid in exchange for those services.

Tax

Income tax consists the total of current tax and deferred tax.

Current tax

Current tax is the amount of income taxes payable in respect of the current year, and is calculated using tax rates that have been enacted or substantively enacted at the reporting date, including any adjustments relating to prior periods. The current tax is based on the best estimate of taxes that will be paid or received and includes any uncertainties regarding tax treatment.
A liability is recognised for those cases where taxation is considered uncertain but it is considered probable that there will be a future outflow of resources to a tax authority. The liability is measured using the best estimate of the amount expected to be paid.

Deferred tax

Deferred tax is accounted for using the balance-sheet liability method. Deferred tax liabilities are recognised for virtually all taxable temporary differences, and deferred tax assets are recognised for virtually all deductible temporary differences to the extent that it is probable that the amounts can be used against future taxable profit. Deferred tax liabilities and assets are not recognised if the temporary differences are attributable to initial recognition of goodwill or arise from initial recognition of an asset or liability in a transaction other than a business acquisition which at the time of the transaction affects neither accounting profit nor taxable profit.
The carrying amount of deferred tax assets is tested at each reporting date and is reduced to the extent that it is no longer probable that there will be sufficient taxable profit against which the deferred tax assets can be fully or partly recovered.
Deferred tax is calculated using the tax rates that are expected to apply for the period in which the asset is recovered or the liability is settled, based on the tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax assets and liabilities shall be based on how the Company expects, at the end of the reporting period, to recover or settle the carrying amount of the corresponding asset or liability.

Deferred tax assets and liabilities are recognised on a net basis when there is a legally enforceable right to set off current tax assets against current tax liabilities and they relate to income taxes levied by the same taxation authority and there is an intention to settle on a net basis.

Current tax and deferred tax for the year

Current tax and deferred tax are recognised in profit or loss, apart from when they relate to items recognised in OCI or directly in equity, in which case current tax and deferred tax are recognised in OCI or directly in equity.

Property, plant and equipment

Items of property, plant and equipment are recognised at cost less accumulated depreciation and impairment losses.

Depreciation is applied on a straight-line basis over the useful life of the asset.
The depreciation period for equipment, tools and fixtures & fittings is 5 years.
Estimated useful lives, residual values and depreciation methods are reviewed at the end of each financial year, and the effects of any changes in assessments are reported prospectively.

An item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on the disposal of an asset, i.e. the difference between the selling price and the asset's carrying amount, is recognised in profit or loss.

Intangible assets

Internally generated intangible assets – research and development expenditure
Research expenditure is recognised as an expense in the period in which it arises.

An internally generated intangible asset arising from development (or from the development phase of an internal project) is recognised as an asset if, and only if, an entity can demonstrate all of the following:

› The technical feasibility of completing the intangible asset so that it will be available for use or sale;

› Its intention to complete the intangible asset and use or sell it;

› Its ability to use or sell the intangible asset;

› how the intangible asset will generate probable future economic benefits;

› The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and

› Its ability to measure reliably the expenditure attributable to the intangible asset during its development.

The cost of an internally generated intangible asset is the sum of expenditure incurred from the date when the intangible asset first meets the recognition criteria set out above. If it is not possible to recognise an internally generated intangible asset, development expenses are recognised as an expense as incurred.

After initial recognition, internally generated intangible assets are recognised at cost less accumulated amortisation and impairment. Amortisation begins when the asset is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management.

Intangible assets acquired in a business combination
Intangible assets acquired in a business combination recognised separately from goodwill are initially recognised at their acquisition-date fair value (namely cost).
After initial recognition, intangible assets acquired in a business combination are recognised at cost less accumulated amortisation and impairment. The Group has identified trademarks, customer relationships, customer contracts and developed technology as intangible assets.

Estimated useful lives are as follows: customer relationships 3-30 years, customer contracts 3-4 years and trademarks 3-10 years, some of which have indefinite useful lives and are reviewed annually.

Derecognition of an intangible asset
An intangible asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an intangible asset is determined as the difference between the net disposal proceeds and the carrying amount of the asset, and is recognised in profit or loss when the asset is derecognised.

Impairment of property, plant & equipment and intangible assets, excluding goodwill
At the end of each reporting period, the Group reviews the carrying amounts of its property, plant and equipment, intangible assets and right-of-use assets to assess whether there is any indication that an asset may be impaired. If there is an indication of impairment, the recoverable amount of the asset is calculated to determine any impairment loss. If the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs. When a reasonable and consistent basis for allocation can be identified, common assets are allocated to each cash-generating unit, or to the smallest group of cash-generating units for which a reasonable and consistent basis can be identified.

The recoverable amount is the higher of the asset's fair value less costs to sell and value in use.

In calculating value in use, the future cash flow estimates are discounted to their present value using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the future cash flow estimates have not been adjusted.

If the recoverable amount of an asset (or a cash-generating unit) is less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Impairment is reversed if there is an indication that the impairment no longer exists and there has been a change in the assumptions on which the calculation of recoverable amount was based. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised. A reversal of an impairment loss is recognised directly in the income statement. Goodwill impairment is not reversed.

Inventories
Inventories are measured at the lower of cost and net realisable value. In calculating the net realisable value, an assumption is made about discontinued goods, damaged goods, obsolete goods and estimated sales value based on available information.

Financial assets

Financial instruments recognised in the balance sheet include assets, such as trade receivables, cash and cash equivalents and financial assets, and liabilities, such as trade payables, contingent consideration and borrowings.

Classification of financial assets

All the Group's financial assets are measured at amortised cost.

Amortised cost and effective interest method

The effective interest method is the method that is used in the calculation of the amortised cost of a financial asset or a financial liability and in the allocation and recognition of the interest income or interest expense over the relevant period.

For financial assets other than purchased or originated credit-impaired financial assets (i.e. assets that are credit-impaired on initial recognition), the effective interest rate is the rate that exactly discounts estimated future cash flows (including all fees and points paid or received that are an integral part of the effective interest rate, transaction costs and other premiums or discounts), excluding expected credit losses, through the expected life of the debt instrument, or where applicable a shorter period, to the gross carrying amount of the debt instrument.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus any repayments, plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is its amortised cost before adjusting for any loss allowance.

Interest income is recognised in the income statement under Finance income.

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on trade receivables, accrued income and cash and cash equivalents. The amount for expected credit losses is updated at the end of each reporting period to reflect changes in credit risk since the initial recognition of each financial instrument.

The Group always recognises expected credit losses for the remaining term of trade receivables and accrued income. Expected credit losses for trade receivables and accrued income are calculated using a provision matrix that is based on historical experience and analysis of the financial position of customers, adjusted for factors specific to customers, general economic conditions of the customer's industry and an assessment of both the current and forecast direction of conditions at the reporting date.

Definition of default

The Group considers the following to constitute defaults for internal credit risk management purposes, as historical experience indicates that financial assets that fulfil any of the following criteria are generally not recoverable:

- when there is a breach of financial conditions by the debtor; or
- when internal information or data from external sources indicates that the debtor is unlikely to be able to pay its creditors, including the Group, in full (without taking into account collateral held by the Group).

Regardless of the analysis above, the Group considers a default to have occurred when a financial receivable is more than 90 days past due.

Write-off

The Group writes off a financial asset when there is information indicating that the debtor is in serious financial difficulty and there is no realistic prospect of recovery, for example, when the debtor has been placed in liquidation or has initiated bankruptcy proceedings or, in the case of trade receivables, when the amounts are more than two years past due, whichever is the earlier. Impaired financial assets may still be subject to recovery action, taking into account legal advice if necessary. Any amounts recovered are recognised in profit or loss.

Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or the Group transfers substantially all the risks and rewards of ownership of the financial asset.

If the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and retains control of the transferred asset, the Group recognises the asset and an associated liability for any amounts it may be required to pay. If the Group retains substantially all the risks and rewards of ownership of the transferred financial asset, the Group shall continue to recognise the financial asset and also recognise a pledged asset.

Financial liabilities and equity

Equity instruments

An equity instrument is any form of contract that provides a residual interest in the assets of an entity after deducting all its liabilities.

Preference shares issued

The Group has issued preference shares to the sellers of acquired companies.

The preference shares are classified as financial liabilities as they include a commitment to repurchase the preference shares, under certain conditions outside the control of the Group, in return for settlement in a variable number of ordinary shares in a possible IPO and a commitment to settle in cash.

In addition to the commitment, there is an option to buy the shares from the minority and an option for the minority to sell the shares to the Group. Put options issued are measured at the present value of the expected exercise price.

Financial liabilities

Financial liabilities are recognised at amortised cost using the effective interest method or at fair value through profit or loss. Contingent consideration liabilities related to acquisitions are measured at fair value. Changes in fair value are recognised in operating profit as other operating expenses and other operating income. The effective interest method is a method of calculating the amortised cost of a financial liability and allocating and recognising interest expense over the relevant period. The effective interest rate is the rate that discounts all expected cash flows, including directly attributable costs, premiums or discounts and interest, so that the present value corresponds to the cost of the financial instrument. Lyvia Group AB measures other financial liabilities at amortised cost.

The amortised cost of a financial instrument is the amount at which the financial instrument is measured at initial recognition minus any principal repayments, plus the cumulative amortisation using the effective interest method.

Any difference between the net recognition of transaction costs and the reversal is recognised in profit or loss over the period of the loan using the effective interest method. Financial assets are adjusted for any expected or recognised impairment losses.

A financial liability or (a component of a financial liability) is derecognised when it is extinguished, i.e. when the obligation specified in the contract is either settled, has been cancelled by the counterparty or has expired.

Share-based payments

Equity-settled share-based payments to employees and other parties providing similar services are measured at the grant-date fair value of the equity instruments granted. The fair value excludes the effect of non-market vesting conditions.

The determination of the fair value of equity-settled share-based payment transactions is described below.
The fair value of equity-settled share-based payments is recognised on a straight-line basis over the vesting period, based on the Group's estimate of the number of equity instruments expected to vest. At the end of each reporting period, the Group reassesses its estimate of the number of equity instruments expected to vest based on the effect of non-market vesting conditions.
Any effect of a change in the original estimates is recognised in profit or loss so that the cumulative expense reflects the revised estimate, with a corresponding adjustment in Other paid-in capital in equity.

Cancellation or settlement of equity-settled share-based payments is accounted for as an acceleration of vesting, and the amount that otherwise would have been recognised for services received over the remainder of the vesting period is therefore recognised immediately in profit or loss and equity.

Bonus plans

The Group recognises a liability and an expense for bonuses to key management personnel based on a formula that takes into account future profitability after certain adjustments in some of the Group's subsidiaries. The bonus is settled in cash and cash equivalents and the expense is recognised on a straight-line basis over the vesting period. If the vesting period is shortened, the benefits to which employees are entitled but which have not been recognised as an expense in prior periods are recognised as an expense over the remaining shortened vesting period.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements in accordance with the Group's accounting policies, described in note 2, requires management to make judgements, apart from those involving estimations, that have a significant effect on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily available from other sources. Estimates and assumptions are based on historical experience and other factors considered relevant. The actual outcome may differ from these estimates.
The estimates and underlying assumptions are assessed on an ongoing basis. The effects of changes in accounting estimates are recognised in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

Significant judgements in applying the Group's accounting policies

The following are the critical judgements, apart from those involving estimations (presented below), that management has made in the process of applying the Company's accounting policies and that have a significant risk of resulting in a material adjustment to the carrying amounts in the financial statements.

Estimates and judgements related to contingent consideration in business combinations and preference shares issued in business combinations

The Group's issued preference shares are measured at fair value based on available data such as contractual terms and conditions and current estimates of expected fulfilment of the terms and conditions. The method also applies to contingent consideration in business combinations. Any repurchase commitments in respect of preference shares are measured using the same method. Estimates and judgements of the fair value are made at subsequent reporting dates. For more information, see note 31 Financial instruments.

Assessment of the lease term in leases with extension options

Lyvia Group AB (publ) is a lessee in leases consisting of office premises, IT equipment and cars. The office premises are ordinary office premises located in large cities where availability of similar office premises is considered good. Lyvia Group AB (publ) has not incurred any significant improvement expenditure linked to any of the office premises.
The contracts for the office premises contain a formal right for Lyvia Group AB (publ) to extend the contract, often construed as an automatic extension of the contract for 36 months unless the contract is cancelled 9 months before the end date of the contract. The Group determines the lease term as the non-cancellable period of the lease, together with all periods covered by an option to extend the lease if Lyvia Group AB (publ) is reasonably certain to exercise that option. The Group assesses whether it is reasonably certain to exercise a lease extension option by considering all relevant facts and circumstances that create an economic incentive for Lyvia Group AB (publ) to exercise the option. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within the control of

Lyvia Group AB (publ) and affects whether Lyvia Group AB (publ) is reasonably certain to exercise the option to extend the lease or not to exercise the option to terminate the lease. However, the lease is renewed at the latest on the automatic renewal date (if no party has cancelled the lease).

In assessing whether it is reasonably certain that Lyvia Group AB (publ) will exercise the extension option, management primarily considers the difficulty of substituting premises and the remaining time before the contract is automatically extended. In 15 of the Group's 55 leases for office premises, an extension period is included in the lease term. Overall, the Group's lease term for office premises varies between 0.8 - 9.5 years with an average lease term of 3.8 years. No extension option has been included for cars.

Key sources of estimation uncertainty

The assumptions concerning the future and other sources of estimation uncertainty at the end of the reporting period that have a significant risk of a material adjustment to the carrying amounts of assets and liabilities in the next financial year are disclosed below.

Key assumptions in goodwill impairment testing

The Group tests goodwill annually for impairment. For 2024, recoverable amounts for sub-groups of cash-generating units (CGUs) were determined by calculating their value in use, which requires certain assumptions to be made. The calculations use cash flow forecasts based on budgets set by management for the next five years. Cash flows after the five-year period are extrapolated using a long-term growth rate. The growth rates used are consistent with industry forecasts for each CGU. Information on assumptions, the carrying amount and its sensitivity is set out in note 11 Goodwill.

Assessment of useful life of trademarks and customer relationships

For some trademarks, a perpetual useful life is assumed as there are no plans to replace the acquired companies' trademarks.
The useful life of customer relationships is based on customer turnover rates, the useful market life and management's best estimate.

4. REVENUE FROM CONTRACTS WITH CUSTOMERS

The Group derives its revenue from contracts with customers through the transfer of goods and services at a point in time or over time from the following major revenue streams

Breakdown of revenue

	2024	2023
Software*	434.5	285.1
Functional services	811.0	577.3
Consultancy services	924.5	933.2
Hardware	36.2	99.4
Other**	197.4	240.4
	2,403.6	**2,135.5**
Of which disposal groups held for sale	108.3	226.7
Of which continuing operations	2,295.3	1,908.8

* Includes revenue from SaaS and commission on software sales.
** Of which remeasurement of contingent consideration and preference shares of SEK 163.2 (220.8) million and capitalised own development of SEK 2.8 (1.2) million .

Geographical information

The Group's significant revenues from external customers (and non-current assets) are mainly attributable to Sweden, Spain and Poland. Of total revenue from continuing operations, 59% is attributable to Sweden, 17% to Poland and 13% to Spain, with the remainder attributable to Norway, Benelux and the UK.

Information about major customers

The Group does not have any customers that individually account for more than 10% of the Group's revenue.

Transaction price allocated to remaining performance obligations

The total amount of the transaction price allocated to the performance obligations not satisfied (or partly satisfied) at the end of the reporting period is presented in the table below:

Transaction price allocated to remaining performance obligations

	2024	2023
Software	80.7	121.0
Functional services	127.2	120.6
Total	**207.8**	**241.6**
Of which disposal groups held for sale	-	
Of which continuing operations	207.8	

Management expects that 79% of the transaction price allocated to the remaining performance obligations at year-end 2024 will be recognised as revenue in 2025 (SEK 207.8 million). 15% (SEK 39.8 million) is expected to be recognised in the 2026 financial year and SEK 9.0 million in the 2027 financial year.

Contract balances

The Group recognises the following assets attributable to contracts with customers:

Contract assets	2024	2023
Accrued income	125.9	63.7
Of which disposal groups held for sale	3.9	
Of which continuing operations	122.0	

The Group recognises a contract asset in the period in which the services are rendered to represent the Group's right to consideration for the services transferred to date. Contract assets are referred to as accrued income elsewhere in the consolidated financial statements and are presented as prepayments and accrued income in the consolidated balance sheet. All contract assets are classified as current assets. A contract asset is reclassified as a trade receivable when the amount is invoiced to the customer.
The increase in contract assets during the year is mainly an effect of the year's business combinations.

The Group recognises the following liabilities attributable to contracts with customers:

Contract liabilities	2024	2023
Deferred income/advances from customers	84.8	42.9
Of which disposal groups held for sale	1.8	
Of which continuing operations	83.0	

The Group recognises a contract liability when the consideration received exceeds the revenue recognised to date. During the year, SEK 32.0 (27.5) million has been recognised as revenue included in the contract liability balance at the beginning of the period.

5. REMUNERATION OF AUDITORS

	2024	2023
PwC		
Audit engagement	5.5	5.3
Other audit services	0.9	0.1
Tax advisory services	-	0.1
Other services	-	3.9
	6.4	**9.4**
Other audit firms		
Audit engagement	1.1	3.5
Other audit services	0.2	0.4
Tax advisory services	0.9	0.4
Other services	2.6	3.7
	4.7	**8.0**
Total	**11.1**	**17.4**
Of which disposal groups held for sale	0.9	0.6
Of which continuing operations	10.2	16.8

The item audit engagement refers to the auditor's remuneration for the statutory audit. This comprises auditing of the annual accounts and consolidated financial statements, examination of the accounting records and administration of the business by the Board and CEO, and fees for audit advice provided in connection with the audit.

6. EMPLOYEE BENEFITS

Average number of employees

	2024		2023	
	Average number of employees	Of which women	Average number of employees	Of which women
Parent Company:				
Sweden	6	-	18	4
Total Parent Company	**6**	**-**	**18**	**4**
Subsidiaries:				
Benelux	33	4	6	2
Norway	34	6	26	4
Spain	301	69	311	70
UK	36	6	39	6
Sweden	855	330	897	338
Poland	115	56	103	52
Total subsidiaries	**1,374**	**471**	**1,382**	**472**
Total Group	**1,380**	**471**	**1,400**	**472**
Of which disposal groups held for sale	134	36	247	68
Of which continuing operations	1,246	435	1,153	408

Board members and management

	Group		Parent Company	
	2024	2023	2023	2023
Number of Board members	7	7	7	7
Of which women	-	-	-	-
Other senior executives incl. CEO	8	10	5	8
Of which women	-	-	-	-

Salaries and benefits

2024	Salaries and other benefits	Social security contributions	Pension costs	Share-based payment
Parent Company	12.2	3.5	1.4	-
Subsidiaries	760.3	218.7	46.1	-
Total Group	**772.5**	**222.2**	**47.5**	-
Of which disposal groups held for sale	65.7	19.7	1.8	-
Of which continuing operations	706.8	202.5	45.7	-

2023	Salaries and other benefits	Social security contributions	Pension costs	Share-based payment
Parent Company	22.4	7.6	1.7	-
Subsidiaries	672.2	200.0	44.4	0.8
Total Group	**694.6**	**207.6**	**46.1**	**0.8**
Of which disposal groups held for sale	90.5	27.7	3.3	0.8
Of which continuing operations	604.1	179.9	42.8	-

	2024		2023	
	Board, CEO and other senior executives	Other employees	Board, CEO and other senior executives	Other employees
Parent Company:				
Sweden	11.2	1.0	9.7	12.7
Total Parent Company	**11.2**	**1.0**	**9.7**	**12.7**
Subsidiaries:				
Benelux	-	24.2	-	0.6
Norway	-	22.5	-	14.4
Spain	-	125.8	1.7	120.8
UK	-	21.2	-	20.6
Sweden	3.9	503.8	1.0	486.1
Poland	-	58.9	-	27.0
Total subsidiaries	**3.9**	**756.4**	**2.7**	**669.5**
Total Group	**15.1**	**757.4**	**12.4**	**682.2**

Pensions

The retirement age for the CEO and other senior executives is 65 and the occupational pension corresponds to ITP1.

Termination benefit agreements

A mutual notice period of 3-6 months applies between the Company and other senior executives. In the event of termination of employment, no termination benefits are paid.

Share-based payments

For some of the acquisitions completed in 2021, preference shares were issued to previous sellers as part of the purchase consideration. In connection with this, the Group entered into shareholder agreements with the holders of the preference shares with a mutual right to buy/sell the preference shares after a certain date (lock-up period) for a consideration that was contingent on portfolio companies' future performance.

As the lock-up period constitutes a condition of continued employment for the sellers who worked in the acquired company, part of the contingent consideration was recognised separately from the acquisition as share-based payment. The value has been estimated at the fair value of the equity instruments granted in accordance with IFRS 2 and the cost is recognised on a straight-line basis over the lock-up period under personnel expenses.

The lock-up periods for the share-based payment agreements initially ranged from the respective acquisition dates in 2021 to a maximum end date of 30 June 2026. The agreements entitled the holders to convert the preference shares into ordinary shares in the Group on the vesting date.

The calculation of the value of the portion of the consideration related to share-based payments on the grant date was based on the grant-date value of the ordinary shares.

In 2022, the terms of the majority of the preference shares were renegotiated. Following the renegotiation, the lock-up period for these agreements was removed with effect from 31 December 2022, which means that the vesting date for the majority of the agreements was brought forward to 31 December 2022. These new terms were treated as accelerated vesting, which means that all remaining costs for these share-based payments were recognised as an expense and reported in the income statement in 2022.
At the end of 2024, there is one agreement that continues under the previous terms, with the cost recognised on a straight-line basis over a vesting period extending to 30 June 2026.

Warrants

An extraordinary general meeting held on 28 June 2022 adopted a warrant programme of 68,000 warrants in Lyvia Group AB. During 2022 and 2023, 48,676 warrants were subscribed for. No warrants were subscribed for in 2024. The warrants can be used to subscribe for shares in the period 1-31 December 2024 at a subscription price of SEK 1,000.00 with employees within the Group as the target group.

An extraordinary general meeting held on 19 May 2023 adopted a warrant programme of 52,000 warrants in Lyvia Group AB. A total of 37,932 warrants were subscribed for in 2023 and a further 10,302 in 2024. The warrants can be used to subscribe for shares in the period 1-31 December 2027 at a subscription price of SEK 2,274.00 with employees within the Group as the target group.

In 2024, Lyvia Group AB repurchased all remaining warrants, 53,045 (11,111), of series 2022/2025. During the year, 1,112 warrants of series 2023/2027 were repurchased. The warrants were valued using the Black & Scholes model and were acquired at a market price. The remaining 4,380 warrants issued in Mirovia Holding AB were repurchased in 2024.

7. OTHER OPERATING EXPENSES

	2024	2023
Exchange differences	-2.6	-2.1
Contingent consideration measurement	-81.1	-44.7
Total	**-83.7**	**-46.8**
Of which disposal groups held for sale	-0.2	0.0
Of which continuing operations	-83.5	-46.8

8. FINANCE INCOME

	2024	2023
Interest income	5.7	3.3
Change in fair value	0.5	-
Exchange gains, net	-	12.0
Other	0.6	1.1
	6.8	16.4
Of which disposal groups held for sale	0.9	0.2
Of which continuing operations	5.9	16.2

9. FINANCE COSTS

	2024	2023
Interest expenses	109.5	148.6
Interest expenses on lease liabilities	6.2	6.4
Interest expenses on contingent consideration and preference shares	87.7	124.7
Total interest expenses on financial liabilities not designated at fair value through profit or loss	**203.4**	**279.7**
Other finance costs	5.1	23.8
Exchange losses, net	18.3	-
	226.8	303.5
Of which disposal groups held for sale	0.2	0.8
Of which continuing operations	226.6	302.7

10. INCOME TAX

Current tax:	2024	2023
Current year	-47.1	-34.3
Deferred tax (see note 23)	75.0	35.4
	27.9	1.1

The current tax rate is 20.6%. (20,6%).

The tax expense recognised for the year can be reconciled with profit before tax for the year as follows:

	2024	2023
Profit/loss before tax	-349.6	-75.3
Tax at applicable tax rate 20.6 % (20.6%)	72.0	15.5
Adjustment for foreign tax rate differences	-2.6	-1.2
Tax effect of non-deductible expenses	-167.0	-121.5
Tax attributable to prior years	5.2	3.0
Non-taxable income	43.9	65.1
Utilised tax losses including new tax losses	1.4	4.5
Change in temporary differences	75.0	35.7
Reported tax expense for the year	**27.9**	**1.1**
Of which disposal groups held for sale	31.8	0.4
Of which continuing operations	-3.9	0.7

The average effective tax rate amounts to 8.0% (1.5%)

11. GOODWILL

	2024	2023
Opening cost	**2,035.1**	**1,595.9**
Acquisitions for the year	127.8	442.5
Impairment for the year	-173.8	-
Exchange differences	22.0	-3.3
Closing carrying amount in adopted balance sheet	**2,011.1**	**2,035.1**

I Lyvia Group AB (publ.) there are five cash-generating regions where goodwill and trademarks are tested for impairment at least annually, or whenever there is an indication of impairment in accordance with IAS 36. Goodwill is tested in the cash-generating units, which are Scandinavia, Poland, Benelux, Spain and the UK.
The recoverable amount for the Group is determined based on value-in-use calculations using cash flow projections based on financial forecasts for a five-year period approved by management. The key assumptions in the impairment testing relate to the organic growth rate, operating margin development, investment needs and the post-tax discount rate. The operating margin and investment level have been determined by the Board and management based on historical results and past experience. For all cash-generating units, growth beyond the five-year period has been assessed and is estimated to be at the long-term inflation rate. Management assumes that after the growth period, the Group will have a growth rate corresponding to estimated long-term inflation. In the impairment testing, Lyvia Group AB (publ.) has applied a long-term growth rate of 2% (2%) and a discount rate of between 11.1% and 11.8% (11.1%-11.8%), which has been adjusted to reflect the prevailing interest rate situation and other parameters such as market risk premium.

Goodwill is allocated to the cash-generating regions as follows: Scandinavia SEK 1,442 million, Poland SEK 244 million, Benelux SEK 91 million, Spain SEK 176 million and UK SEK 58 million. The impairment testing did not result in any impairment loss for continuing operations as of 31 December 2024.

Lyvia decided to divest six companies in the Group during the year. The estimated selling price for these companies has resulted in impairment of goodwill and the identifiable intangible assets related to these companies. Consequently, in 2024, Lyvia has recognised goodwill impairment of SEK 173.8 million and impairment of SEK 113.8 million related to the identifiable intangible assets that arose on acquisition of these companies. The impairment is reported in the item disposal groups held for sale.

The Group has analysed the impairment testing's sensitivity to changes in the key assumptions used to determine the recoverable amount allocated to goodwill. Management believes that no reasonable change in key assumptions would result in an impairment loss. Lyvia's sensitivity analyses are partly based on the discount rate (increase in the discount rate, normally 1%) and partly on the growth rate in the terminal period (beyond the five-year forecast period), where the growth rate is reduced by 1%. The changes have not given rise to or indicated impairment.

12. OTHER INTANGIBLE ASSETS

	Developed technology	Trademarks	Customer relationships	Total
Opening cost, 1 January 2024	173.8	330.5	1,097.6	1,601.9
Acquisitions for the year	7.6	-	9.2	16.8
Increase from acquisition of subsidiaries	18.9	6.9	91.8	117.6
Disposals	-54.5	-	-	-54.5
Exchange differences	4.6	0.9	22.4	27.9
Closing cost, 31 December 2024	**150.4**	**338.3**	**1,221.0**	**1,709.7**
Opening amortisation and impairment, 1 January 2024	-22.4	-40.3	-168.1	-230.8
Acquisitions	-6.2	-2.6	-	-8.8
Disposals	21.5	-	-	21.5
Amortisation for the year	-33.2	-26.7	-141.4	-201.3
Impairment for the year	-1.7	-45.8	-66.3	-113.8
Exchange differences	-0.7	-0.1	-3.2	-4.0
Closing amortisation, 31 December 2024	**-42.7**	**-115.5**	**-379.0**	**-537.2**
Closing carrying amount	**107.7**	**222.8**	**842.0**	**1,172.5**

	Developed technology	Trademarks	Customer relationships	Total
Opening cost, 1 January 2023	82.9	283.4	663.9	1,030.2
Acquisitions for the year	1.0	-	-	1.0
Increase from acquisition of subsidiaries	91.8	48.8	434.3	574.7
Exchange differences	-1.9	-1.7	-1.5	-5.1
Closing cost, 31 December 2023	**173.8**	**330.5**	**1,096.7**	**1,601.0**
Opening amortisation and impairment, 1 January 2023	-7.0	-14.3	-59.0	-80.3
Acquisitions	-1.4	-	-	-1.4
Amortisation for the year	-14.4	-25.9	-108.5	-148.8
Exchange differences	0.5	-	0.1	0.6
Closing amortisation , 31 December 2023	**-22.3**	**-40.2**	**-167.4**	**-229.9**
Closing carrying amount	**151.5**	**290.3**	**929.3**	**1,371.1**

13. PROPERTY. PLANT AND EQUIPMENT

Equipment

	2024	**2023**
Opening cost	46.2	35.9
Acquisitions for the year	16.3	9.6
Increase through business combinations	7.5	13.9
Sales and disposals	-10.9	-0.2
Reclassification	2.2	-12.5
Exchange differences	1.5	-0.5
Closing accumulated cost	**62.8**	**46.2**
Opening depreciation	-22.3	-23.2
Accumulated depreciation through business combinations	-6.1	-0.9
Depreciation for the year	-12.7	-10.9
Sales and disposals	7.0	0.2
Reclassification	-2.2	12.3
Exchange differences	-0.7	0.2
Closing accumulated depreciation	**-37.0**	**-22.3**
Closing carrying amount	**25.8**	**23.9**

14. LEASES (GROUP AS LESSEE)

	2024			2023		
	Office premises	Cars	Total	Office premises	Cars	Total
Opening cost	153.1	14.7	167.8	91.6	13.6	105.2
Additions	42.4	6.1	48.5	52.2	5.0	57.2
Business acquisitions	2.6	1.5	4.1	12.2	1.6	13.8
Reclassification of cost	-8.4	8.4	-	7.1	-1.4	5.7
Deductions	-20.3	-6.8	-27.1	-9.8	-4.1	-13.9
Exchange differences	1.2	0.1	1.3	-0.2	-	-0.2
Closing accumulated cost	**170.6**	**24.0**	**194.6**	**153.1**	**14.7**	**167.8**
Opening depreciation	-57.2	-6.6	-63.8	-20.5	-2.6	-23.1
Depreciation for the year	-43.3	-8.8	-52.1	-39.8	-5.6	-45.4
Reclassification of depreciation and impairment	4.3	-4.3	-	-4.4	-1.1	-5.5
Terminations and disposals	12.8	6.5	19.3	7.3	2.7	10.0
Exchange differences	-0.4	0.0	-0.4	0.2	-	0.2
Closing accumulated depreciation	**-83.8**	**-13.2**	**-97.0**	**-57.2**	**-6.6**	**-63.8**
Closing carrying amount	**86.8**	**10.8**	**97.6**	**95.9**	**8.1**	**104.0**
Of which disposal groups held for sale	16.7	0.3	17.0			
Of which continuing operations	70.1	10.5	80.6			

The Group leases office premises and cars. The office premises are ordinary office premises located in large cities where availability of similar office premises is considered good. Lyvia Group AB (publ) has not incurred any significant improvement expenditure linked to any of the office premises. The contracts for the office premises in Sweden contain a formal right for Lyvia Group AB (publ) to extend the contract, often construed as an automatic extension of the contract for 36 months, unless Lyvia Group AB (publ) terminates the contract 9 months before the end date of the contract. The Group leases cars with an average lease term of three years. For further information about management's assessment of the lease term, see note 3. A maturity analysis of lease liabilities is presented in note 22 Lease liabilities.

Amounts reported in income statement

	2024	2023
Depreciation of right-of-use assets	-52.1	-49.4
Interest expenses for lease liabilities	-6.2	-6.4
Costs related to short-term leases	-0.1	-0.3
Costs related to low-value leases	-	-
Revenue from subleasing of right-of-use assets	1.4	1.1

As of 31 December 2024, the Group has short-term lease commitments of SEK -0.1 (-0.3) million. The total cash outflow for leases amounts to SEK -49.9 (-50,3) million.

15. INVENTORIES

	2024	2023
Finished goods and merchandise	10.5	11.0
Total	**10.5**	**11.0**

Inventories are measured at the lower of cost and net realisable value.

16. TRADE RECEIVABLES

	2024	2023
Trade receivables	368.9	362.8
Loss allowance	-15.3	-13.2
Total	**353.6**	**349.6**
Of which disposal groups held for sale	17.9	
Continuing operations	335.7	

The average period for sale is 30 days. No interest is charged on outstanding trade receivables.

The Group recognises a loss allowance corresponding to full lifetime expected credit losses. Expected credit losses for trade receivables and accrued income are calculated using a provision matrix that is based on historical experience and analysis of the financial position of customers, adjusted for factors specific to customers, general economic conditions of the customer's industry and an assessment of both the current and forecast direction of conditions at the reporting date.

The table below describes the risk profile of trade receivables based on the Group's matrix.

Age analysis of trade receivables

	2024	2023
Trade receivables not due	267.3	275.4
Past due 1-30 days	52.7	41.3
Past due 31-90 days	19.0	13.6
Past due 91-180 days	8.6	8.8
Past due 181-360 days	7.8	7.3
Past due >361 days	13.5	16.4
Total	**368.9**	**362.8**
Of which disposal groups held for sale	26.5	
Of which continuing operations	342.3	

17. OTHER RECEIVABLES

	2024	2023
Tax assets	19.4	36.0
Ongoing acquisitions	-	-
Receivables from employees	0.2	0.1
Other	6.8	11.0
Total	**26.4**	**47.1**
Of which disposal groups held for sale	0.5	
Of which continuing operations	25.9	

18. PREPAYMENTS AND ACCRUED INCOME

	2024	2023
Prepaid rents	17.5	1.4
Prepaid insurance	1.6	1.4
Accrued income	125.9	63.7
Other prepayments	19.5	13.0
Total	**164.5**	**79.5**
Of which disposal groups held for sale	21.2	
Of which continuing operations	143.3	

19. SHARE CAPITAL

	2024	2023
Ordinary shares	Number	Number
Number of shares issued:		
Number of ordinary shares of SEK 0.1 (0.1)	5,687,723	5,687,723
Issued and fully paid-up shares:		
Ordinary shares of SEK 0.1 (0.1), 1 January	5,687,723	**5,278,340**
Issued during year	-	409,383
Holdings of own shares acquired during year	-	-
Ordinary shares of SEK 0.1 (0.1), 31 December	5,687,723	**5,687,723**

20. OTHER PAID-IN CAPITAL

	2024	2023
Opening balance	**1,533.7**	**1,344.7**
Share premium arising on issue	-	465.4
Warrants, subscription	1.9	6.1
Warrants, repurchase	-9.2	-2.8
Preference share repurchase	-	-274.2
Translation reserve	45.0	-5.5
Closing balance in adopted balance sheet	**1,571.4**	**1,533.7**

21. BORROWINGS

	2024	2023
Borrowing at amortised cost		
Bank loan	1,510.5	1,440.4
	1,510.5	1,440.4
Classified as:		
Non-current liabilities	1,510.5	1,440.4
Current liabilities	-	-

All borrowings are in Swedish kronor.

The bonds issued on 7 July 2021 and 15 June 2022, totalling SEK 800 million, at an interest rate of STIBOR +8.25 percent, were repaid in full in 2023.
In connection with the repayment of the bonds and a previous bank loan, approximately SEK 300 million, a new bank loan was arranged, consisting of a loan of SEK 1,120 million, maturing in August 2026, and a facility of up to SEK 480 million for the three-month revolving facility.

22. LEASE LIABILITIES

Current lease liabilities for disposal groups held for sale amount to SEK 6.5 million and non-current lease liabilities SEK amount to 8.6 million. Current lease liabilities for continuing operations are SEK 41.5 million and and non-current lease liabilities are SEK 38.8 million.

The Group is not exposed to any significant liquidity risk arising from the lease liabilities.

	2024	2023
Payment window, discounted values		
Year 1	41.5	47.7
1-5 years	38.1	52.3
After 5 years	0.7	1.5
Total	**80.3**	**101.5**
Of which disposal groups held for sale	15.1	
Of which continuing operations	80.3	
Classified as:		
Non-current liabilities	38.8	53.8
Current liabilities	41.5	47.7
Total	**80.3**	**101.5**

23. DEFERRED TAX

The following are the most significant deferred tax liabilities and deferred tax assets recognised by the Group and changes in these items during the current and previous reporting periods:

	Leases	Surplus values*	Other	Total
Opening balance, 1 January 2023	**-0.7**	**-211.2**	**-0.5**	**-212.4**
New leases	2.2	-	-	2.2
Disposals	-2.9	-	-	-2.9
Increase from acquisition of subsidiaries	-	-118.9	-3.1	-122.0
Decrease from sale of subsidiaries	-	-	-	-
Currency translation	-	2.1	0.1	2.2
Recognised in profit or loss	0.3	31.5	3.9	35.7
Closing balance, 31 December 2023	**-1.1**	**-296.5**	**0.4**	**-297.2**
Opening balance, 1 January 2024	**-1.1**	**-296.5**	**0.4**	**-297.2**
New leases	0.2	-	-	0.2
Disposals	-	6.5	-	6.5
Increase from acquisition of subsidiaries	-	-26.5	2.0	-24.5
Decrease from sale of subsidiaries	2.2	6.5	-7.3	1.4
Currency translation	-	-4.9	-0.1	-5.0
Recognised in profit or loss	0.3	66.9	7.8	75.0
Closing balance, 31 December 2024	**1.6**	**-248.0**	**2.8**	**-243.6**

*Surplus values consist of trademarks, customer contracts, customer relationships and developed technology

Deferred tax assets and deferred tax liabilities are recognised on a net basis when, and only when, there is a legally enforceable right to set off current tax assets against current tax liabilities, and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority and there is an intention to settle on a net basis. The following table shows deferred tax assets and liabilities presented in the statement of financial position.

	2024	**2023**
Deferred tax liabilities	-254.0	-301.9
Deferred tax assets	10.4	-4.7
Total	**-243.6**	**-297.2**
Of which disposal groups held for sale	1.8	
Of which continuing operations	-245.4	

At the end of the reporting period, the Group has unutilised tax loss carryforwards of SEK (0.1) 1.2 million that can be utilised against future taxable profit. No deferred tax asset has been recognised as it is not considered probable that future taxable profits will be available.
All tax loss carryforwards continue indefinitely.

24. DISPOSAL GROUPS HELD FOR SALE AND DISCONTINUED OPERATIONS

Disposal groups held for sale

During the year, Lyvia decided to adjust the strategic focus of the Group. As part of this, the Board has decided to divest a total of six portfolio companies (nine legal entities) whose business is not compatible with Lyvia's future strategic direction.

The companies are classified as a disposal group in Lyvia's financial reporting.

Discontinued operation

The Spanish company Volhard Investigaciones AIE was divested in December 2024.

Income statement – disposal groups held for sale and discontinued operations

	2024	2023
Income	108.3	226.7
Expenses	-457.9	-211.9
Operating profit	**-349.6**	**14.8**
Net financial items	0.8	-0.5
Profit/loss before tax	**-348.8**	**14.3**
Income tax	31.9	0.4
Profit/loss for the year	**-316.9**	**14.7**
Cash flow from operating activities	-13.3	
Cash flow from investing activities	-0.5	
Cash flow from financing activities	-17.4	
Net decrease in cash and cash equivalents for disposal groups held for sale and discontinued operations	**-31.2**	

Assets and liabilities of disposal groups held for sale

	2024
Property, plant and equipment	1.2
Financial assets	2.3
Current assets	60.1
Total assets	**63.6**
Interest-bearing liabilities	15.1
Non-interest-bearing liabilities	17.0
Total liabilities	**32.1**

25. OTHER FINANCIAL LIABILITIES

	2024	2023
Contingent consideration	598.3	503.7
Other acquisition-related liabilities	150.3	101.9
Other financial liabilities	8.3	3.4
Preference shares	155.0	221.5
Total	**911.9**	**830.5**
Non-current	568.1	767.3
Current	343.8	63.2
Total	**911.9**	**830.5**
Of which disposal groups held for sale	-	
Of which continuing operations	911.9	

SEK 0.0 million is attributable to contingent consideration maturing later than 5 years. The nominal value of the contingent consideration amounts to SEK 677,0 (688,3) million. For more information about contingent consideration, see note 31 Financial instruments.

Preference shares are classified as financial liabilities as they include a commitment to repurchase the preference shares, under certain conditions outside the control of the Group, in return for settlement in a variable number of ordinary shares in a possible IPO and a commitment to settle in cash.

26. OTHER LIABILITIES

	2024	2023
Withholding taxes and levies	13.5	12.5
Accrued payroll tax	24.0	21.8
VAT liabilities	47.7	49.9
Current liabilities to employees	-	-
Other liabilities	49.9	88.7
Total	**135.1**	**172.9**
Of which disposal groups held for sale	6.9	
Of which continuing operations	128.2	

27. ACCRUALS AND DEFERRED INCOME

	2024	2023
Deferred income	57.4	18.0
Accrued salaries	49.6	43.3
Accrued social security contributions	13.6	13.2
Accrued consultancy costs	3.3	1.1
Accrued accounting and audit fees	8.7	4.8
Accrued pension costs	2.4	1.3
Accrued interest expenses	7.2	13.4
Advances from customers	27.4	24.9
Other accruals	6.9	24.2
Total	**176.5**	**144.2**
Of which disposal groups held for sale	6.5	
Of which continuing operations	170.0	

28. ACQUISITION OF SUBSIDIARIES

Acquisitions	Date of acquisition
Gorilla Services B.V.	February 2024
ProCon Digital AS	March 2024
Dokeos SPRL	August 2024

The amounts recognised for the identified assets acquired and liabilities assumed are specified in the table below. The acquisition analysis for each year is preliminary until identification and valuation of assets has been completed.

	2024	2023
Fair value of acquired assets and liabilities		
Intangible assets	127.8	517.6
Right-of-use assets	-	-
Property, plant and equipment	1.2	12.4
Financial assets	-	-
Trade receivables	13.3	77.8
Other current assets	5.2	59.7
Cash and cash equivalents	22.6	173.9
Deferred tax liabilities	-26.5	-107.6
Liabilities to credit institutions	-	-2.1
Lease liabilities	-	-
Trade payables	-2.9	-36.3
Other current liabilities	-27.3	-104.1
Total	**113.4**	**591.3**
Goodwill	108.4	431.8
Total consideration	**221.8**	**1,023.1**
Settlement:		
Cash and cash equivalents	82.5	606.9
Contingent consideration	73.5	213.8
Equity Instruments	39.7	160.0
Remaining current liability not yet settled	26.1	42.4
Total consideration transferred	**221.8**	**1,023.1**
Cash outflow – acquisitions:	82.5	606.9
Cash acquired	-22.6	-173.9
Liability not yet settled	26.1	42.4
Net cash outflow – acquisition of subsidiaries	**86.0**	**475.4**

Goodwill of SEK 108.4 (431.8) million arising from the acquisitions consists of expected synergies and the combined workforce in the companies. These benefits have not been recognised separately from goodwill as they do not meet the criteria for recognition of identifiable intangible assets.

Acquisition-related expenses (included in other external costs) amount to SEK 5.8 (9.2) million.

The acquisitions during 2024 contributed SEK 74.0 million to the Group's revenue and SEK 9.5 million to profit for the year from the acquisition date to the end of the reporting period. The comparative figures for 2023 are SEK 302.4 million (revenue) and SEK 14.8 million (profit for the year). If the acquisitions had been made on the first day of the financial year, the Group's net sales for the year would have been SEK 2,125.6 (2,231.2) million and its profit would have been SEK -309.7 (43.1) million.

29. CASH FLOW STATEMENT NOTES

	2024	2023
Cash and bank balances	368.8	426.0

Cash and cash equivalents

Cash and cash equivalents consist of cash and short-term bank balances with a maturity of three months or less. The carrying amount of these assets is approximately equal to their fair value. Cash and cash equivalents at the end of the reporting period as shown in the consolidated cash flow statement can be reconciled with the items in the balance sheet shown above.

Change in liabilities related to financing activities

The table below shows the changes in the Group's liabilities related to financing activities and includes both cash changes and non-cash changes. Liabilities related to financing activities are liabilities for which the cash flows have been, or will be, classified as cash flow from financing activities in the cash flow statement. Cash flows from bank loans and bonds consist of proceeds from borrowings and repayments of borrowings in the cash flow statement, presented as a net amount. Other changes include accruals of loan-related transaction costs and currency effects.

Non-cash items

	2024	2023
Depreciation, amortisation and impairment	553.6	205.1
Provisions	3.0	0.0
Contingent consideration remeasurement	-82.1	-176.0
Other	45.7	0.5
Total	**520.2**	**29.6**

Change in financial liabilities

			Non-cash transactions				
	1 January 2024	Cash flow from financing	Acquisition of subsidiaries	New leases	Preference shares	Other changes	31 December 2024
Bank loan	1,440.4	58.4	-	-	-	11.7	1,510.5
Lease liabilities	101.5	-59.9	4.1	48.1	-	1.6	95.4
Total liabilities from financing activities	**1541.9**	**-1.5**	**4.1**	**48.1**	**-**	**13.3**	**1605.9**

			Non-cash transactions				
	1 January 2023	Cash flow from financing	Acquisition of subsidiaries	New leases	Preference shares	Other changes	31 December 2023
Bonds	783.4	-783.4	-	-	-	-	-
Bank loan	330.0	1,126.0	-	-	-	-15.6	1,440.4
Lease liabilities	82.0	-53.1	13.3	54.0	-	5.3	101.5
Total liabilities from financing activities	**1,195.4**	**289.5**	**13.3**	**54.0**	**-**	**-10.3**	**1,541.9**

30. SUBSIDIARIES

Subsidiaries	Corp. ID	Reg'd office and place of business	Share of capital and voting rights	Parent company
HOLDING COMPANIES				
Lyvia Benelux B.V.	87183781	Benelux	100%	Mirovia Holding AB
Lyvia CEE AB	559327-3187	Stockholm	100%	Mirovia Holding AB
Lyvia DE GmbH	HRB 129299	Frankfurt	100%	Mirovia Holding AB
Lyvia Group Holding AB	559340-0301	Stockholm	100%	Lyvia Group AB (publ)
Lyvia Group Mid Holding AB	559371-1756	Stockholm	100%	Lyvia Group Holding AB
Lyvia NO AS	930687294	Oslo	100%	Mirovia Holding AB
Mirovia Holding AB	559278-2758	Stockholm	100%	Lyvia Group Mid Holding AB
Mirovia Invest 1 AB	559278-2766	Stockholm	100%	Mirovia Nordics AB
Mirovia Nordics AB	559261-9232	Stockholm	100%	Mirovia Holding AB
Mirovia UK LTD	13851474	London	100%	Mirovia Nordics AB
Plenius by Mirovia AB	559331-3843	Stockholm	100%	Mirovia Nordics AB
Plenius Corporativo S.L.	B-16753238	Malaga	100%	Plenius by Mirovia AB
Äleven AB	559314-8322	Stockholm	100%	Äleven Collective AB
Äleven Collective AB	559314-8314	Stockholm	100%	Äleven Group AB
Äleven Group AB	559314-8306	Stockholm	100%	Äleven Holding AB
Äleven Holding AB	559211-4267	Stockholm	100%	Lyvia Group Mid Holding AB
PORTFOLIO COMPANIES				
Acino AB	556700-8130	Umeå	100%	Mirovia Invest 1 AB
Aditso AB	556861-1577	Gothenburg	100%	Mirovia Invest 1 AB
Aditso Hosting AB	556887-7640	Gothenburg	100%	Aditso AB
Antartyca Consulting S.L.	B-84382373	Madrid	100%	Plenius by Mirovia AB
Anything Holdings AB	559354-6103	Stockholm	100%	Äleven AB
Arc Consulting Group sp z.o.o	0000314075	Krakow	100%	Lyvia CEE AB
Arc Consulting Group spółka z ograniczoną odpowiedzialnością sp.k.	0000321601	Krakow	100%	Arc Consulting sp z.o.o and Lyvia CEE AB
Augusti 2017 AB	559128-1737	Stockholm	100%	Folket Management AB
Bizloop AB	559223-9221	Stockholm	100%	Mirovia Invest 1 AB
Blowtorch AB	559032-2946	Stockholm	100%	Mirovia Invest 1 AB
Bright Inventions sp z.o.o.	0000687244	Gdansk	100%	Mirovia Invest 1 AB
Cloudgruppen Spain S.L.	B-55395834	Málaga	100%	Cloudgruppen Sverige AB
Cloudgruppen Sverige AB	556583-9627	Malmö	100%	Mirovia Invest 1 AB
Cloudgruppen Syd AB	559295-8184	Malmö	100%	Cloudgruppen Sverige AB
Controlnet Web. S.L	B-35982461	Cadiz	100%	Plenius by Mirovia AB

Subsidiaries	Corp. ID	Reg'd office and place of business	Share of capital and voting rights	Parent company
PORTFOLIO COMPANIES				
CServices sp. z o.o.	0000370056	Warsaw	70%	Arc Consulting Group sp z.o.o
December 2017 AB	559140-1343	Stockholm	100%	Folket Management AB
Digijo Group AB	559411-0537	Umeå	100%	Äleven AB
Digipartner Sverige AB	559141-4148	Umeå	100%	DIGIJO Group AB
Dokeos SPRL	0862.938.031	Bierges	100%	Lyvia Benelux B.V.
F Consulting i Sverige AB	556755-6617	Älvsjö	100%	Mirovia Invest 1 AB
Facility Kwadraat Consultancy B.V	17146497	Den Bosc	100%	Facility Kwadraat Holding B.V
Facility Kwadraat Holding B.V	17141668	Den Bosc	100%	Lyvia Benelux B.V.
Facility Kwadraat Software B.V	17146499	Den Bosc	100%	Facility Kwadraat Holding B.V
Februari 2016 S AB	559041-5369	Stockholm	100%	Folket Management AB
Folket Agency AB	559168-3411	Stockholm	100%	Folket Management AB
Folket Bemanning AB	559414-5905	Stockholm	100%	Tank Om Gruppen AB
Folket Feb 23 AB	559414-5913	Stockholm	100%	Folket Kommunikation AB
Folket Kommunikation AB	559173-9791	Stockholm	100%	Folket Management AB
Folket Management AB	559041-5088	Stockholm	100%	Tank Om Gruppen AB
Folket Reklam AB	559173-9783	Stockholm	100%	Folket Management AB
Folket Syster AB	559180-3993	Stockholm	100%	Folket Management AB
Folketbolaget AB	559133-5996	Stockholm	100%	Folket Management AB
Gorilla Services B.V.	63707217	Breda	100%	Lyvia Benelux B.V.
Human Performance Consulting Sverige AB	556769-4855	Stockholm	100%	Äleven AB
Humblestorm Communication AB	556773-2572	Stockholm	100%	Äleven AB
Inase informática del Mediterráneo, S.L.	B-9674895	Valencia	100%	Plenius by Mirovia AB
IT Huset Affärsutveckling i Norden AB	556506-0596	Stockholm	100%	IT-Huset Holding i Norden AB
IT Huset Holding i Norden AB	556558-7440	Stockholm	100%	Mirovia Invest 1 AB
IT Huset i Norden AB	556545-5069	Stockholm	100%	IT-Huset Holding i Norden AB
IT Systems and Solutions sp. z o.o.	5272605731	Warsaw	100%	Lyvia CEE AB
Jo Kommunikation AB	556888-7805	Umeå	100%	DIGIJO Group AB
Komopis produktion AB	559127-2033	Stockholm	100%	Tank Om Gruppen AB
Lemontree AS	994519832	Oslo	100%	Lemontree Enterprise Solutions AB
Lemontree Enterprise Solutions AB	556641-0337	Stockholm	100%	Mirovia Invest 1 AB
Letterhead AB	556665-0015	Stockholm	100%	Äleven AB
Mercanza, S.L.	B-83449188	Madrid	100%	Plenius by Mirovia AB
Mint Media AS	915915337	Bergen	100%	Äleven AB
Mobile Partner Sweden AB	556807-3125	Umeå	100%	Cloudgruppen Sverige AB
Needo Consulting AB	559218-2090	Stockholm	100%	Needo Recruitment Group AB
Needo Recruitment Group AB	559100-7249	Stockholm	100%	Mirovia Invest 1 AB

Subsidiaries	Corp. ID	Reg'd office and place of business	Share of capital and voting rights	Parent company
PORTFOLIO COMPANIES				
Needo Recruitment Sthlm AB	559088-5884	Stockholm	100%	Needo Recruitment Group AB
Needo Recruitment West AB	559218-3940	Stockholm	100%	Needo Recruitment Group AB
Nobl Consulting AB	556979-1030	Solna	100%	NOBL Holding AB
Nobl Consulting Göteborg AB	559247-1949	Solna	100%	Nobl Consulting AB
Nobl Consulting Stockholm AB	559071-0256	Solna	100%	Nobl Consulting AB
Nobl Holding AB	559269-3864	Solna	100%	Äleven AB
November 2016 S AB	559068-0186	Stockholm	100%	Folket Management AB
November 2017 AB	559133-6010	Stockholm	100%	Folket Management AB
Pointseven AB	559288-0511	Stockholm	100%	Anything Holdings AB
ProCon Digital AS	916619014	Skedsmokorset	100%	Lyvia NO AS
Project Software Sweden AB	559157-1863	Stockholm	100%	Sundbom Group AB
Public-I Group Ltd	3998680	Brighton	100%	LYVIA UK LTD
PX Expert Norden AB	559269-7071	Stockholm	100%	Sundbom Group AB
Rebendo AB	556285-5402	Hägersten	100%	Mirovia Invest 1 AB
Repona AB	556713-1437	Lund	100%	Mirovia Invest 1 AB
Repona ApS	35665935	Copenhagen	100%	Repona AB
Seventy Agency AB	556898-1921	Stockholm	100%	Anything Holdings AB
So4it AB	556680-4208	Stockholm	100%	Mirovia Invest 1 AB
Spectrum Digital Solutions AB	556806-1161	Malmö	100%	Äleven AB
Sundbom & Partners AB	556759-7009	Stockholm	100%	Sundbom Group AB
Sundbom Group AB	559031-5221	Stockholm	100%	Mirovia Invest 1 AB
Svenska Försäkringsfabriken i Umeå AB	556684-1838	Umeå	100%	Mirovia Invest 1 AB
Tank Om Gruppen AB	559373-6217	Stockholm	100%	Äleven AB
Tillsammans AB	556987-4810	Stockholm	100%	Tank Om Gruppen AB
Toppnamn AB	556737-4581	Umeå	100%	Mirovia Invest 1 AB
T-rank AS	990092397	Oslo	100%	Lyvia NO AS
Transformant Group AB	559091-4692	Stockholm	100%	Mirovia Invest 1 AB
Traventus AB	556876-1976	Malmö	100%	Mirovia Invest 1 AB
Traventus ApS	44828650	Skodsborg	100%	Traventus AB
Våning 18 AB	559070-9522	Halmstad	100%	Äleven AB
WISH B.V.	67087965	Bruistensingel	100%	Facility Kwadraat Holding B.V

31. FINANCIAL INSTRUMENTS

Classification and measurement

Under IFRS 9, financial instruments are classified at amortised cost, fair value through other comprehensive income (FVTOCI) or fair value through profit or loss (FVTPL) based on the Group's business model for managing the financial assets and the contractual cash flow characteristics attributable to the financial instrument.

Financial assets measured at amortised cost comprise trade receivables, accrued income, cash and cash equivalents and other financial assets.

Financial liabilities measured at amortised cost comprise trade payables, liabilities to credit institutions and leases.

Financial liabilities at FVTPL consist of preference shares issued, which are classified as financial liabilities as they involve an obligation to repurchase the preference shares under certain conditions outside the control of the Group, with settlement in a variable number of ordinary shares.

Contingent consideration is measured at FVTPL. The change in value attributable to the effect of discounting on the carrying amount is recognised under financial items in the income statement and the change in value attributable to the development of the companies concerned is recognised under other income/expenses.

Fair value measurement

IFRS 7 requires disclosure of the fair value of each financial asset and liability, whether or not it is recognised at fair value in the balance sheet. For assets and liabilities recognised at amortised cost, the fair value corresponds to the carrying amount, based on the item's interest rate being in line with current market rates or based on the short-term nature of the item. In accordance with IFRS 13, financial assets and liabilities recognised at fair value are classified into one of the three levels of the fair value measurement hierarchy.

› Level 1: The fair value of financial instruments traded in an active market.

› Level 2: The fair value of financial instruments not traded on an active market but determined using valuation techniques based on market information.

› Level 3: Where one or more significant inputs are not based on observable market information.

All the Group's financial assets and liabilities measured at fair value are classified as level 3.

The Group's issued preference shares are measured at fair value based on available data such as contractual terms and conditions and current estimates of expected fulfilment of the terms and conditions. The method also applies to contingent consideration. An average discount rate of 11.1% has been used for fair value measurement during 2024.

Financial assets

31/12/2024	Amortised cost	FVTPL, mandatory	Total	Fair value level 1	2	3	Total
Other financial assets	23.8		23.8				
Trade receivables	335.7		335.7				
Accrued income	87.0		87.0				
Cash and cash equivalents	368.8		368.8				
Total	**815.3**		**815.3**				

Financial liabilities

31/12/2024	Amortised cost	FVTPL, mandatory	Total	Fair value level 1	2	3	Total
Borrowings	1,510.5		1,510.5				
Lease liabilities	80.3		80.3				
Trade payables	107.9		107.9				
Other financial liabilities		313.6	313.6			313.6	313.6
Contingent consideration from business combinations		598.3	598.3			598.3	598.3
Total	**1,698.7**	**911.9**	**2,610.6**	**-**	**-**	**911.9**	**911.9**

Financial assets

31/12/2023	Amortised cost	FVTPL, mandatory	Total	Fair value level 1	2	3	Total
Other financial assets	19.9		19.9				
Trade receivables	349.6		349.6				
Accrued income	52.2		52.2				
Cash and cash equivalents	426.0		426.0				
Total	**847.7**		**847.7**				

Financial liabilities

31/12/2023	Amortised cost	FVTPL, mandatory	Total	Fair value level 1	2	3	Total
Borrowings	1,440.4		1,440.4				
Lease liabilities	101.5		101.5				
Trade payables	100.9		100.9				
Other financial liabilities		326.9	326.9			326.9	326.9
Contingent consideration from business combinations		503.6	503.6			503.6	503.6
Total	**1,642.8**	**830.5**	**2,473.3**	**-**	**-**	**830.5**	**830.5**

The table below only shows financial liabilities. The only financial liabilities subsequently measured at fair value measurement level 3 represent the contingent consideration related to a business combination

Contingent consideration from business combinations

	2024	2023
At beginning of year	503.6	382.6
Profit or loss recognised in income statement	55.8	24.4
Additions from business combinations	72.7	159.2
Exchange difference	31.0	-
Settlementofcontingentconsideration	-64.8	-62.6
Total	**598.3**	**503.6**

Risk management

Lyvia's fundamental management of the Group's financial risks is driven by the operating activities generating profits rather than by profits arising from investments in financial instruments. The role of the Group's finance function is to support the business operations and to identify and manage financial risks. The financial risks are managed according to the financial policy established by the Board.

Market risk

Currency risk

Currency risk arises from two categories, transaction exposure and translation exposure. Translation exposure arises from the translation of the income statements and balance sheets of subsidiaries into the Group's currency from other local currencies in which they report. On consolidation, the Group becomes exposed to changes in exchange rates from these companies. In addition, acquisitions of foreign subsidiaries are partly financed through liabilities in local currency to reduce translation exposure.

Approximately 40% of Lyvia's revenue consists of sales in EUR, PLN, GBP and NOK. A change of 5% in foreign currencies in 2024 would have had an effect of SEK 43.3 million on revenue for the year (EUR SEK 16.9 million, PLN SEK 18.3 million, GBP SEK 2.6 million and NOK SEK 5.5 million). The corresponding effect on operating profit would have been SEK 10 million (EUR SEK 3.4 million, PLN SEK 4.1 million, GBP SEK 0.1 million and NOK SEK 2.4 million.

Interest rate risk

The Group's main interest rate risk arises from long-term financing through loans from banks. The interest rate on the loans is variable and is periodically reset, thereby exposing the Group to the risk of changes in market interest rates. For variable interest liabilities, the analysis is prepared on the assumption that the outstanding amount on the reporting date was outstanding for the full year. An increase or decrease of 1% percent presents management's assessment of the reasonably possible change in interest rates.

Impact on profit for the year after tax

	2024	2023
Interest - 1% increase	15.1	14.6
Interest - 1% decrease	-15.1	-14.6

Credit risk

Trade receivables represent a credit risk. For outcomes where our customers are unable to pay their invoices, the Group risks being affected by credit losses. Exposure to credit risk corresponds to the Group's carrying amount for trade receivables and accrued income, which on the reporting date amounted to SEK 461.6 (413.3) million after an allowance for expected losses. Further information about trade receivables can be found in note 16.

Liquidity risk

The Group's cash and cash equivalents on 31 December 2024 were SEK 368.8 (426.0) million. In addition to these cash and cash equivalents, there was an unutilised component of the revolving credit facility of SEK 79.8 million. Lyvia has historically financed, and plans to continue financing, parts of the acquisitions through loans from credit institutions. Loan agreements may contain terms and conditions with restrictions, also referred to as covenants. Lyvia's loan agreements contain covenants related to the Group's net debt and interest coverage ratio. As of 31 December 2024, all covenants were met in full. Liabilities to credit institutions consist primarily of existing credit facilities and a term loan with two banks: Danske Bank and DnB. The financing agreement of SEK 1,600 million was signed in June 2023 and runs for 3 years. The agreement provides the flexibility to move currencies at short notice. Interest is always variable with optional lock-in periods, such as 1, 3, and 6 months. Interest consists of the STIBOR or EURIBOR curves with a margin. The credit facility and loans are interest-only, and there is an option to repay the utilised credit facility at each fixed-interest date.

Capital risk

The Group's objective with regard to capital structure is to ensure the ability to continue operations. According to the terms and conditions in the financing agreement, no dividend may be paid to shareholders. The Group's capital structure consists of net debt (borrowing less cash and cash equivalents) and the Group's equity (including issued capital, reserves and retained earnings).

The following tables summarise the remaining contractual maturity of the Group's financial liabilities with agreed repayment periods. The tables have been prepared based on the undiscounted cash flows on maturity when the Group becomes liable to pay. The tables include both interest and cash flows. To the extent that interest flows are variable, the same interest rate is used as on the reporting date for the entire maturity.

As of 31 December 2024, the Group's financial liabilities have the following contractual maturities:

	31/12/2024								31/12/2023							
	Up to 1 month	1-3 months	3-12 months	1-2 years	2-5 years	5+ years	Total	**Carrying amount**	Up to 1 month	1-3 months	3-12 months	1-2 years	2-5 years	5+ years	Total	**Carrying amount**
Trade payables	107.9	-	-	-		-	107.9	**107.9**	100.9	-	-	-	-	-	100.9	**100.9**
Floating rate financial instruments	-	-		1,520.3	-	-	1,520.3	**1,510.5**	-	-	-	-	1,458.6	-	1,458.6	**1,440.4**
Interest on interest-bearing instruments	-	-	7.2	-	-	-	7.2	**7.2**	-	-	13.4	-	-	-	13.4	**13.4**
Other financial liabilities	-	50.4	31.1	157.7	89.3	-	328.5	**313.6**	18.1	-	10.9	93.5	204.4	-	326.9	**326.9**
Contingent consideration	109.5	-	182.4	166.0	209.1	-	677.0	**598.3**	-	-	63.4	196.6	314.1	114.2	688.3	**503.6**

The table below shows the cash flow of the financial assets:

	31/12/2024								31/12/2023							
	Up to 1 month	1-3 months	3-12 months	1-2 years	2-5 years	5+ years	Total	**Carrying amount**	Up to 1 month	1-3 months	3-12 months	1-2 years	2-5 years	5+ years	Total	**Carrying amount**
Financial assets	-	-	-	-	-	23.8	23.8	**23.8**	-	-	-	-	-	19.2	19.2	**19.2**
Trade receivables	303.6	18.8	15.0	4.9	-	-	342.3	**342.3**	330.3	-	32.5	-	-	-	362.8	**362.8**
Accrued income	122.0	-	-	-	-	-	122.0	**122.0**	52.2	-	-	-	-	-	52.2	**52.2**
Cash and cash equivalents	368.8	-	-	-	-	-	368.8	**368.8**	426.0	-	-	-	-	-	426.0	**426.0**

32. EVENTS AFTER THE REPORTING PERIOD

No significant events have taken place after the reporting date.

33. RELATED-PARTY TRANSACTIONS

During the financial year, Lyvia Group AB (publ) repurchased warrants from Esmaeilzadeh Holding AB for SEK 2.3 million and from Sebastian Karlsson Invest AB for SEK 1.6 million.

Otherwise, there were no material transactions with related parties in 2024, apart from Board and management salaries and benefits. See note 6 Employee benefits.

34. PLEDGED ASSETS AND CONTINGENT LIABILITIES

	2024	2023
Shares in subsidiaries	2,241.4	2,790.6
Pledged assets	212.6	6.0
Floating charges	11.2	10.2

Parent Company financial statements

Income statement (SEK millions)

1 January - 31 December	Note	2024	2023
Revenue	2	0.9	10.2
Other external costs	3	-8.1	-45.1
Personnel expenses	5	-17.1	-32.9
Depreciation of property, plant and equipment		-0.2	-0.1
Operating profit/loss		**-24.5**	**-67.9**
Finance income	6	0.4	9.6
Finance costs	7	-5.4	-1.8
Profit/loss after financial items		**-29.5**	**-60.1**
Appropriations		25.1	66.2
Tax on profit for the year	8	-	-
Profit/loss for the year		**-4.4**	**6.1**

Statement of comprehensive income (SEK millions)

1 January - 31 December	Note	2024	2023
Profit/loss for the year		-4.4	6.1
Other comprehensive income		-	-
Comprehensive income for the year		**-4.4**	**6.1**

Balance sheet (SEK millions)

1 January - 31 December	Note	2024	2023
Non-current assets			
Property, plant and equipment			
Equipment and tools		0.6	**0.7**
Total property, plant and equipment		**0.6**	**0.7**
Financial assets			
Shares in subsidiaries	9	2,008.0	1,906.4
Receivables from Group companies	10	-	34.7
Other non-current receivables		6.2	5.1
Total financial assets		**2,014.2**	**1,946.2**
Total non-current assets		**2,014.8**	**1,946.9**
Current assets			
Current receivables			
Trade receivables	11	-	0.3
Other receivables	12	0.6	2.8
Receivables from Group companies	10	8.3	7.7
Prepayments and accrued income	13	0.3	1.7
Total current receivables		**9.2**	**12.5**
Cash and cash equivalents	14	13.4	39.7
Total current assets		**22.6**	**52.2**
Total assets		**2,037.4**	**1,999.1**

1 January - 31 December	Note	2024	2023
Equity			
Restricted equity			
Share capital	15	0.6	0.6
Unrestricted equity			
Share premium reserve		773.8	781.1
Retained earnings		1,112.8	1,106.6
Profit for the year		-4.4	6.1
Total equity		**1,882.8**	**1,894.4**
Non-current liabilities			
Other non-current liabilities	16	138.3	83.8
Total non-current liabilities		**138.3**	**83.8**
Current liabilities			
Trade payables		0.1	3.8
Liabilities to Group companies		11.9	11.4
Other liabilities	17	1.3	1.1
Accruals and deferred income	18	3.0	4.7
Total current liabilities		**16.3**	**20.9**
Total equity and liabilities		**2,037.4**	**1999.1**

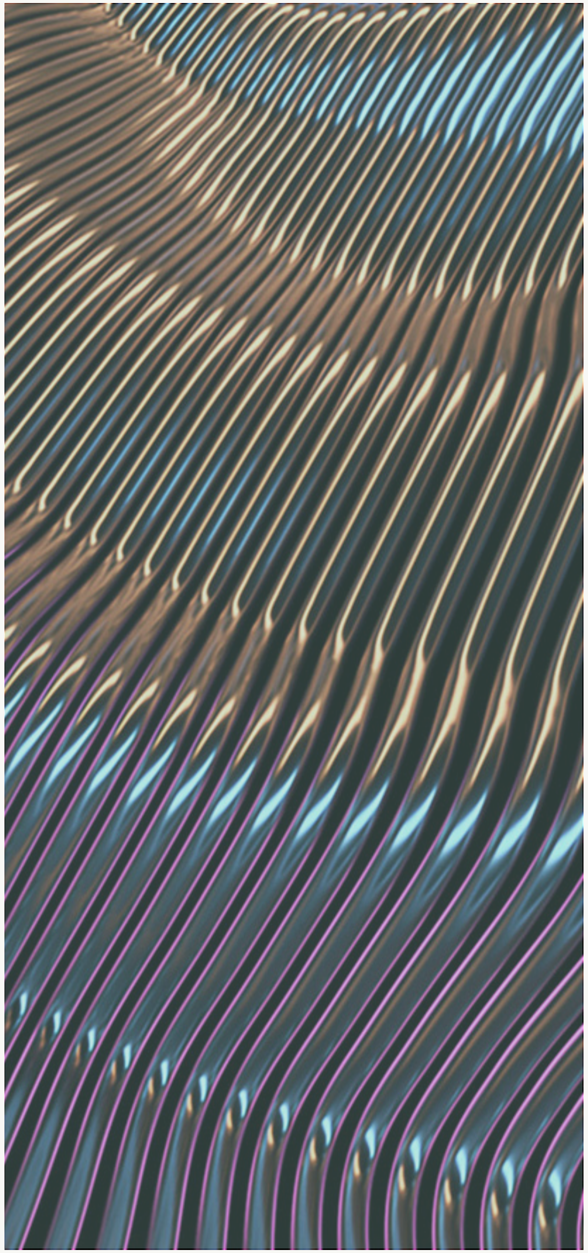
Statement of changes in equity (SEK millions)

Equity attributable to Parent Company shareholders

	Share capital	Share premium reserve	Retained earnings	Result for the year	Total equity
Opening balance, Jan 2024	**0.6**	**781.1**	**1,106.6**	**6.1**	**1,894.4**
Transfer of the previous year's result			6.1	-6.1	
Result for the year				-4.4	-4.4
Warrants, subscription		**2.0**			2.0
Warrants, repurchase		**-9.2**			-9.2
Total owner transactions	**0.0**	**-7.2**	**0.0**	**0.0**	**-7.2**
Total closing balance, 31 Dec 2024	**0.6**	**773.9**	**1,112.7**	**-4.4**	**1,882.8**
Opening balance, Jan 2023	**0.5**	**312.5**	**1,107.2**	**-0.6**	**1,419.6**
Transfer of the previous year's result			-0.6	0.6	
Result for the year				6.1	6.1
New issue of ordinary shares	0.1	465.4			465.5
Warrants, subscription		6.1			6.1
Warrants, repurchase		-2.9			-2.9
Total owner transactions	**0.1**	**468.6**	**0.0**	**0.0**	**468.7**
Total closing balance, 31 Dec 2023	**0.6**	**781.1**	**1,106.6**	**6.1**	**1,894.4**

Cash flow statement (SEK millions)

1 January - 31 December	Note	2024	2023
OPERATING ACTIVITIES			
Operating profit		-24.5	-67.9
Non-cash items		-1.1	0.6
Interest received		0.3	1.3
Interest paid		0.0	-0.7
Tax paid		0.0	0.0
Cash flow from operating activities before change in working capital		**-25.3**	**-66.7**
Change in working capital			
Change in trade and other receivables		-73.2	292.4
Change in trade and other payables		79.4	-9.6
Cash flow from operating activities		**-19.1**	**216.1**
Investing activities			
Acquisition of shares in subsidiaries		-	-
Shareholder contributions paid		-	-469.8
Disposal of shares in subsidiaries		-	69.7
Lending to subsidiaries		-	0.0
Other non-current receivables		0.0	2.7
Investments in property, plant and equipment		-	-0.8
Cash flow from investing activities		**0.0**	**-398.2**
Financing activities			
Proceeds from borrowings	18	-	-
Liabilities, Group companies		-	-4.2
Proceeds from new share issue		-	104.8
Warrants, subscription		2.0	6.1
Warrants, repurchase		-9.2	-2.8
Shareholder contributions		0.0	0.0
Cash flow from financing activities		**-7.2**	**103.9**
Cash flow for the year		-26.3	-78.2
Cash and cash equivalents at beginning of year	13	39.7	117.9
Cash and cash equivalents at end of year		**13.4**	**39.7**



Notes – Parent Company

1. THE PARENT COMPANY'S ACCOUNTING POLICIES

The Parent Company's annual financial statements are prepared in accordance with the Swedish Annual Accounts Act (1995:1554) and the Swedish Corporate Reporting Board's recommendation RFR 2 Accounting for Legal Entities. The Swedish Corporate Reporting Board's issued statements concerning listed companies are also applied.

RFR 2 requires the Parent Company, as a legal entity, to apply all IFRS standards and IFRIC interpretations adopted by the EU to the extent possible within the framework of the Swedish Annual Accounts Act and the Swedish Pension Obligations Vesting Act, taking into account the relationship between tax expense (income) and accounting profit. The recommendation specifies exemptions from and additions to IFRS.

Classification and presentation

The Parent Company's income statement and balance sheet are presented in accordance with the format described in the Annual Accounts Act. The main difference from IAS 1 Presentation of Financial Statements that is applied in the preparation of the Group's financial statements is in the recognition of finance income and costs, non-current assets and equity.

Subsidiaries

Shares in subsidiaries are recognised at cost. Cost includes transaction costs directly attributable to the acquisition. Dividends from subsidiaries are recognised in profit or loss when the right to receive payment is established and can be measured reliably. Contingent consideration is recognised as part of the cost if it is probable that it will be paid. If, in subsequent periods, it becomes apparent that the initial assessment needs to be revised, the cost is adjusted.

Financial instruments

The Parent Company does not apply IFRS 9. Instead, a cost-based method is applied in accordance with the Annual Accounts Act. This means that non-current financial assets are measured at cost less impairment, while current financial assets are measured at the lower value principle (i.e. the lower of cost and net realisable value). In calculating the net realisable value of receivables recognised as current assets, the principles for impairment testing and loss allowance under IFRS 9 are applied, see Group policies. In assessing and calculating impairment of financial assets recognised as non-current assets, the principles for impairment testing and loss allowance under IFRS 9 are applied whenever possible. Financial liabilities are measured at amortised cost using the effective interest method. The principles for recognition and derecognition of financial instruments correspond to those applied for the Group, as described above.

Leases

As the Parent Company applies the exemption in RFR 2, the IFRS 16 rules on leases are not applied in the Parent Company in its capacity as a legal entity. The Parent Company recognises lease payments as an expense on a straight-line basis over the lease term. Right-of-use assets and lease liabilities are therefore not recognised in the balance sheet

Group and shareholder contributions

Group contributions are recognised as an appropriation. Shareholder contributions are recognised as an increase in the item Investments in subsidiaries in the contributor's financial statements. The recipient recognises the shareholder contribution directly in unrestricted equity.

2. REVENUE

	2024	2023
Intra-Group re-invoicing	0.8	10.2
Other re-invoicing	0.1	-
Exchange differences	0.0	0.0
Total	**0.9**	**10.2**

3. AUDITORS' FEES

	2024	2023
PwC		
Audit engagement	0.0	0.1
Tax advisory services	0.5	0.1
Other services	-	3.8
	0.5	4.0
KPMG AB		
Audit engagement	-	2.0
Other audit services	-	2.4
Tax advisory services	-	-
	-	4.4
Total	**0.5**	**8.4**

The item audit engagement refers to the auditor's remuneration for the statutory audit. This comprises examination of the annual accounts and consolidated financial statements, accounting records and administration of the business by the Board and CEO, and fees for audit advice provided in connection with the audit engagement.

4. LEASES (PARENT COMPANY AS LESSEE)

Lease payment obligations

	2024	2023
Within 1 year	-	0.4
Years 1-5	-	2.5
After year 5	-	-
Total	**-**	**2.9**

5. EMPLOYEE BENEFITS

For remuneration of employees of the Parent Company, see note 6 in the Group's notes above.

6. FINANCE INCOME

	2024	2023
Interest income, Group companies	-	7.9
Interest income, other	0.4	1.1
Exchange gains	-	0.6
Total	**0.4**	**9.6**

7. FINANCE COSTS

	2024	2023
Interest expenses, Group companies	-0.6	-0.5
Interest expenses, other	-3.8	-1.3
Exchange losses	-1.0	-
Total	**-5.4**	**-1.8**

8. INCOME TAX

	2024	2023
Current tax		
Current year	-	-
Deferred tax	-	-
Total	**-**	**-**

The current tax rate is 20.6%. (20,6%).
The tax expense recognised for the year can be reconciled with profit before tax for the year as follows:

	2024	2023
Profit/loss before tax	-4.4	6.1
Tax at applicable tax rate 20.6%	0.9	-1.3
Tax effect of:		
Non-deductible expenses	-0.9	-0.2
Non-taxable income	0.0	1.5
Deficit in taxable profit after interest deduction limitations	0.0	0.0
Total	**-**	**-**

9. INVESTMENTS IN SUBSIDIARIES

	2024	2023
Opening cost	1,906.4	1,141.6
Disposals	-	-69.7
Shareholder contributions paid	101.6	834.5
Total	**2,008.0**	**1,906.4**

Name of company	**Corp ID and reg. office**	**Share of equity**	**Number of shares**
Lyvia Group Holding AB	559340-0301, Stockholm	100%	25,000

Name of company	**2024**	**2023**
Lyvia Group Holding AB	2,008.0	1,906.4
Carrying amount	2,008.0	**1,906.4**

10. RECEIVABLES FROM GROUP COMPANIES

	2024	2022
Opening cost	42.4	182.5
Additional receivables	0.7	42.4
Settled receivables	-0.1	-182.5
Reclassifications	-34.7	-
Closing accumulated cost	**8.3**	**42.4**
Carrying amount		
Non-current receivables from Group companies	-	34.7
Current receivables from Group companies	8.3	7.7
Carrying amount	**8.3**	**42.4**

Loss allowance for receivables from Group companies
The loss allowance for receivables from Group companies is calculated according to the general approach. Due to the short maturity and stable risk, the allowance is immaterial and has therefore not been recognised. There has been no significant increase in credit risk with these counterparties and management does not expect this to change in the foreseeable future.

11. TRADE RECEIVABLES

	2024	2023
Trade receivables	-	0.4
Loss allowance	-	-
Total	**-**	**0.4**

The average period for sale is 30 days. No interest is applied on outstanding trade receivables.

The Group recognises a loss allowance corresponding to full lifetime expected credit losses. Expected credit losses for trade receivables and accrued income are calculated using a provision matrix that is based on historical experience and analysis of the financial position of customers, adjusted for factors specific to customers, general economic conditions of the customer's industry and an assessment of both the current and forecast direction of conditions at the reporting date.

All trade receivables are recognised as not due.

12. OTHER RECEIVABLES

	2024	2023
Other	0.6	2.8
Total	**0.6**	**2.8**

13. PREPAYMENTS AND ACCRUED INCOME

	2024	2023
Other prepayments	0.3	1.7
Total	**0.3**	**1.7**

14. CASH AND BANK BALANCES

	2024	2023
Bank funds	13.4	39.7
Carrying amount	**13.4**	**39.7**

15. SHARE CAPITAL

Share capital and number of shares are shown in Group note 18.

16. NON-CURRENT LIABILITIES

	2024	2023
Acquisition-related liabilities	130.0	83.8
Other liabilities	8.3	-
Total	**138.3**	**83.8**

17. OTHER LIABILITIES

	2024	2023
Withholding taxes and levies	0.3	1.3
Social security contributions	1.0	0.8
VAT liabilities	-	-1.0
Total	**1.3**	**1.1**

18. ACCRUALS AND DEFERRED INCOME

	2024	2023
Accrued salary-related costs	2.4	3.3
Accrued social security contributions	0.7	0.9
Accrued accounting and audit fees	0.0	0.5
Total	**3.1**	**4.7**

19. CASH FLOW STATEMENT NOTES

	2024	2023
Cash and bank balances	13.4	39.7
Total	**13.4**	**39.7**

Cash and cash equivalents consist of cash and short-term bank balances with a maturity of three months or less, minus bank overdrafts outstanding. The carrying amount of these assets is approximately equal to their fair value. Cash and cash equivalents at the end of the reporting period as shown in the consolidated cash flow statement can be reconciled with the items in the balance sheet shown above.

Non-cash items

	2024	2023
Depreciation	0.2	0.1
Translation differences	-0.2	1.1
Other non-cash items	-1.1	-
Total	**-1.1**	**1.2**

Change in liabilities related to financing activities

The table below shows the changes in the Parent Company's liabilities related to financing activities, and includes both cash changes and non-cash changes.

			Non-cash transactions			
	1 January 2024	Cash flow from financing (i)	Equity in convertible debt instruments	Acquisition of subsidiaries	Other changes (ii)	31 December 2024
Loans, subsidiaries	0	-	-	-	-	0
Total	**0**	**0**	**0**	**0**	**-**	**0**

			Non-cash transactions			
	1 January 2023	Cash flow from financing (i)	Equity in convertible debt instruments	Acquisition of subsidiaries	Other changes (ii)	31 December 2023
Loans, subsidiaries	4.2	-4.2	-	-	-	0
Total	**4.2**	**4.2**	**0**	**0**	**0**	**0**

20. RELATED-PARTY TRANSACTIONS

Transactions between the Parent Company and its subsidiaries, which are related parties of the Parent Company, and details of transactions between other related parties are presented below.

	Sale of goods and services		Purchase of goods and services	
	2024	**2023**	**2024**	**2023**
Lyvia Group Holding AB	0.1	10.1	-	-
Humblestorm Communications AB	-	-	0.1	-
Mirovia Holding AB	-	-	-	3.7
Crutiq AB	-	-	-	0.1
Needo Recruitment Sthlm AB	-	-	0.1	0.9
Mercanza S.L.	-	-	-	1.0
Komopis Produktion AB	-	-	-	0.1
Digipartner Sverige AB	-	-	-	0.0
Jo Kommunikation AB	-	-	0.0	0.5
Transformant Group AB	-	-	-	0.1

The following amounts are recognised in the balance sheet at the end of the reporting period:

	Assets		Liabilities	
	2024	**2023**	**2024**	**2023**
Lyvia Group Holding AB	6.5	6.4	0.1	0.1
Mirovia Holding AB	-	-	3.3	3.3
Mirovia Nordics AB	-	-	0.3	0.3
Needo Recruitment Sthlm AB	-	-	3.8	3.7
Needo Recruitment West AB	-	-	0.8	0.7
Mirovia Invest 1 AB	-	34.7	-	-
Lyvia Benelux B.V.	1.9	1.2	-	-
Humblestorm Communication AB	-	0.1	0.1	-
Transformant Group AB	-	-	-	0.2
T-rank AS	-	-	3.5	3.1

The outstanding balances are unsecured and will be settled in cash. No guarantees have been provided or received. No loss allowance has been recognised in respect of amounts owed to the Group by related parties.

In connection with the exercise of warrants in Q4 2024, the Parent Company has a liability in the form of promissory notes of SEK 2.3 million to Esmaeilzadeh Holding AB and SEK 1.6 million to Sebastian Karlsson Invest AB. Otherwise, there were no material transactions with related parties in 2024, apart from Board and management salaries and benefits. See Group note 6 Employee benefits. Eitrium was divested in Q1 2023. See note 33 Related-party transactions.

21. EVENTS AFTER THE REPORTING DATE

Lyvia Group strengthens its management team with the appointment of Martin Almgren as Deputy CEO and CFO. With experience from companies including SkiStar, AddLife and Addtech, Martin will play a key role in the Group's growth journey.

In March 2025, Lyvia Group's majority shareholder Esmaeilzadeh Holding AB (EHAB) announced an issue of new secured bonds with a maturity of three years.

22. PLEDGED ASSETS AND CONTINGENT LIABILITIES

	2024	**2023**
Guarantees provided	194.3	83.8
Sureties on behalf of subsidiaries	9.2	-
Sureties, lease agreements	3.8	-

23. PROPOSED APPROPRIATION OF PROFITS

The Board proposes that these profits be distributed as follows (SEK):

Carried forward	1,882,187,904
Total	**1,882,187,904**

This English version of the Annual Report is provided as a service and is therefore superseded by the original publication in Swedish in the event of any discrepancies.

SIGNATURES OF THE BOARD

The Parent Company's annual accounts have been prepared in accordance with generally accepted accounting principles in Sweden and the consolidated annual accounts have been prepared in accordance with international financial reporting standards as defined in Regulation (EC) No 1606/2002 of the European Parliament and of the Council of 19 July 2002 on the application of international accounting standards.
The Parent Company's annual accounts and the consolidated annual accounts provide a fair view of the Parent Company's and the Group's financial position and performance, and describe material risks and uncertainties faced by the Parent Company and the companies in the Group.

Stockholm, date as indicated on our electronic signature

Mikael Ericson
Chairman

Sebastian Karlsson
CEO

Saeid Esmaeilzadeh
Board Member

Martin Almgren
Board Member

Christer Hellström
Board Member

Erik Rune
Board Member

Roberto Rutili
Board Member

Mikael Borg
Board Member

Our audit report was submitted on the date of our electronic signature

Öhrlings PricewaterhouseCoopers AB

Niklas Renström
Authorised Public Accountant
Chief Auditor

Victor Lindhall
Authorised Public Accountant

Auditor's Report

To the General Meeting of Lyvia Group AB (publ),Corp. ID 559290-4089

REPORT ON THE ANNUAL ACCOUNTS AND CONSOLIDATED ACCOUNTS

Opinions

We have audited the annual accounts and consolidated accounts for Lyvia Group AB (publ) for the year 2024. The Company's annual accounts and consolidated accounts are included in this document on pages 24-67.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the Parent Company as of 31 December 2024 and its financial performance and cash flows for the year then ended. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the Group as of 31 December 2024 and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS), as adopted by the EU, and the Annual Accounts Act.
The administration report is consistent with the other parts of the annual accounts and consolidated accounts.

We therefore recommend that the general meeting of shareholders adopt the income statement and balance sheet for the Parent Company and the Group.

Basis for opinions

We conducted the audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under these standards are further described in the Auditor's Responsibility 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.

Information other than the annual accounts and consolidated accounts

This document also contains information other than the annual accounts and consolidated accounts, which is presented on pages 1-23. 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 appears to be materially misstated.

If, based on the work performed concerning this information, we 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 Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and consolidated accounts and for ensuring 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 and the Annual Accounts Act. The Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts 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 the going concern and use of the going concern basis of accounting. However, the going concern basis of accounting is not applied if the Board of Directors and the Managing Director intend to liquidate the Company, cease operations, or have 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 made on the basis of these annual accounts and consolidated accounts.

A further description of our responsibility for the audit of the annual accounts and consolidated accounts is available on the Swedish Inspectorate of Auditors' website: www.revisorsinspektionen.se/rn/showdocument/documents/rev_dok/revisors_ansvar.pdf. This description is part of the auditor's report.

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 Lyvia Group AB (publ) for the year 2024 and the proposed appropriations of the Company's profit or loss.

We recommend to the AGM that the profit be appropriated in accordance with the proposal in the statutory administration report and that 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 Responsibility 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 Managing Director

The Board is responsible for the proposed appropriations of the Company's profit or loss. Proposing a dividend includes an assessment of whether the dividend is justifiable considering the requirements that the nature, scope and risks of the Company's and the Group's operations place on the size of 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 organisation and the administration of its affairs. This includes, among other things, continuous assessment of the Company's and the Group's financial situation and ensuring that the Company's organisation is designed so that accounting, management of assets and the Company's financial affairs are otherwise 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, shall take measures that are necessary to handle the Company's accounting in accordance with law and to conduct 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 could give rise to liability to the Company; or
- in any other way 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 a reasonable degree of assurance whether the proposal is in accordance with the Swedish 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 Swedish Companies Act.

A further description of our responsibility for the audit of the annual accounts and consolidated accounts is available on the Swedish Inspectorate of Auditors' website: www.revisorsinspektionen.se/rn/showdocument/documents/rev_dok/revisors_ansvar.pdf. This description is part of the auditor's report.

Stockholm, date as indicated on our electronic signature

Öhrlings PricewaterhouseCoopers AB

Niklas Renström
Authorised Public Accountant
Chief Auditor

Victor Lindhall
Authorised Public Accountant