Tecnotree

ANNUAL REPORT 2024

Tecnotree

CONTENTS

Tecnotree

TECNOTREE IN 2024

TECNOTREE IN SHORT

Tecnotree is a full-stack 5G-ready digital business management solution provider for digital service providers, with AI/ML capabilities and multi-cloud extensibility. Tecnotree leads the way on the TM Forum Open API Conformance with 59 certified Open APIs including 9 real-world open APIs, a testament to the company's commitment to excellence, and continuously striving to deliver differentiated experiences and services to both CSPs and DSPs.

With over 40 years of deep domain knowledge, technical expertise, and proven delivery and transformation capability across the globe, the company's open-source Digital BSS Stack comprises the full range (order-to-cash) of business processes and subscription management for telecom and other digital services industries creating opportunities beyond connectivity. Tecnotree offerings also include Fintech and B2B2X multi-experience digital marketplace for its subscriber base through the Tecnotree Moments platform to empower digitally connected communities across gaming, health, education, OTT, and other vertical ecosystems.

70+ Countries with Product Deployments

1.2BN Subscribers

400+ Prebuilt Journeys (B2B/B2C/B2B2X)
Available across the Stack to Discover, Sign-up, Shortlist, Buy, Pay, Bill, Modify, Support, and Partner with Digitally Enabled Enterprises and Consumers

80+% Employees TM Forum Certified

90+ Service Providers

70% Low Code/ No Code configurable & SI ready

137 Granted Patents
in AI/ML Engagement ,Trust & Governance & Photo-AI capabilities

Tecnotree

2024 HIGHLIGHTS

Q1 On-track revenue growth, improved profitability while facing currency exchange fluctuations

Negative free cash flow due to challenging market conditions
Free cash flow was impacted by delayed payments from key customers in Africa and the Middle East, contributing to liquidity constraints.

Currency depreciations impacted net sales and profitability
Net sales increased by 4.7% to EUR 16.3 million (15.5). The depreciation of the Nigerian Naira reduced the value of local currency revenues when converted to Euros.

Similar spending to previous year
Operating expenses EUR 11.8 million (11.9)

Slow Order Intake.
New orders totalled EUR 10.0 million, showing a decline compared to the previous quarter's EUR 30.1 million

Q2 Tecnotree achieves positive free cash flow for the quarter, sustaining revenue growth

Signs of free cash flow stabilisation
Free cash flow improved to positive EUR 0.8 million (-0.8), reflecting better working capital management.

Currency fluctuations persisted, impacting financials
The continued devaluation of currencies led to a 3% decline in net sales when reported in Euros.

Strategic cost-cutting measures implemented
Announced completion of the global business rationalisation and personnel-related restructuring. Headcount reductions continue and 5% of headcount reductions have been achieved in the second quarter.

Expanded partnerships and secured new contracts
Partnered with leading global SI and hyperscalers as previously announced to enhance product offerings, market reach and demonstrating SI-ready status.

Order intake less than previous year
EUR 13.4 million (20.1) in new orders, helping to maintain a backlog of EUR 72.6 million.

Q3 The Tecnotree strategy has delivered free cash flow for a second consecutive quarter

Net sales Impacted by Currency Fluctuations
Net sales decreased by 11.2% to EUR 19.0 million due to adverse currency movements.

Strong Order Intake & Growing Backlog
Secured EUR 23.8 million in new orders, with the order backlog increasing to EUR 75.1 million.

Cost Optimization Efforts in Progress
Operational expenses reduced by 10% to EUR 14.0 million as part of ongoing cost-saving initiatives.

Positive Cash Flow Achievement
Positive free cash flow of EUR 1.7 million, driven by improved working capital management.

First Dividend Issued
For the first time since May 2009, Tecnotree was able to pay a dividend EUR 0.01 and plans to continue dividend payments in the future, as given in the new dividend policy guidance of 10% of free cash flow.

Q4 Delivering consistent revenue, margin expansion and three consecutive quarters of positive free cashflow

Positive cash flow achieved through disciplined cost control
Focused cost management is evident from reduced employee benefit expenses of EUR 5.4 million (7.3).

Currency impact moderated but remained a challenge
Stabilization of the Ghanian CEDI and Nigerian Naira helped offset currency losses, but risks persisted.

Strengthened financial position heading into 2025
Operating profit increased to EUR 10.9 million (7.9), reflecting improved cost efficiency.

Continued focus on strategic investments and innovation
Invested in AI-driven solutions, enhancing product differentiation and competitive advantage. Greater shift towards the ARR model and expansion into developed markets from frontier markets.

CEO REVIEW

PADMA RAVICHANDER,
CHIEF EXECUTIVE OFFICER

In 2024 Tecnotree experienced multiple headwinds, yet we managed three positive free cash flow quarters.

TECNOTREE DEMONSTRATES SISU IN A PIVOTAL YEAR

2024 was a transformative year for Tecnotree as we navigated macroeconomic challenges and currency volatility with resilience and strategic agility. Through disciplined cost optimization, we exceeded our cost-saving targets, achieving EUR 6.9 million in savings, surpassing the EUR 4.5 million previously committed in guidance. Our exit from high-risk frontier markets and focus on Tier 1 and Dollar-denominated markets have bolstered our financial position and have us on track for meeting guidance of reducing our foreign exchange (fx) exposure in frontier markets within the next three years.

Our strategy places greater emphasis on developed markets, reducing exposure to geopolitical risks and ensuring more predictable revenue streams. We are actively diversifying our customer base to cross sell and upsell to existing key customers, while expanding our footprint into mature markets to achieve a balanced growth and stable revenue.

STRATEGIC MILESTONES

We celebrated significant milestones, including our landmark entry into the U.S. market with a Tier 1 telco deal, validating our investment in TM Forum standards and AI-driven telecom transformation. Our Annual Recurring Revenue (ARR) model grew by 8% YoY, enhancing revenue predictability and customer renewals.

However, we acknowledge the challenges in our industry. The market for Business Support Systems (BSS) is facing stagnation, and pricing pressures are intensifying. Additionally, our share price experienced volatility due to the reverse stock split, reflecting investor concerns and market uncertainties. We recognized that our investor communication has not been sufficiently clear, contributing to this volatility and we have taken active steps after Q3 to improve our investor communication. In the Q3 report we also gave out a new guidance that guides our decision making to focus on positive free cash flow and a new dividend policy which is 10% of the free cash flow.

With three consecutive quarters of positive free cash flow, we are confident in our financial resilience and have raised our 2025 full-year free cash flow guidance. As we continue to scale with AI-led automation and a robust recurring revenue model, Tecnotree is well-positioned for predictable, scalable, and profitability, despite industry headwinds.

DIVERSITY, INCLUSION AND SUSTAINABILITY

We are also proud to present our first Sustainability Report in combination the annual report, marking an important milestone in our sustainability journey. We have conducted a Double Materiality Assessment (DMA), a process that helps us understand our impact on society and the environment, as well as how these factors can affect our business.

In 2024, we successfully met our guidance by executing our strategic initiatives with discipline and agility.

Revenue in Constant Currency: met at 4% (guidance 2-7%).
EBIT in Constant Currency Achieved with 9% (guidance 7-15%).
Free Cash Flow: 2.2M cash flow in H2 (guidance was EUR 2-5 million).

This achievement reflects the dedication of our team and the continued trust of our stakeholders.
I extend my heartfelt gratitude to our dedicated team, loyal customers, and stakeholders for their unwavering support and trust. Together, we are building a stronger, more resilient Tecnotree.

AWARDS & RECOGNITIONS

137+

AI Patent

tmforum catalysts award

Revolutionizing Telecom Partnerships & Digital Ecosystems with 5G and AI Innovation

Diamond Badge

OPEN API CERTIFIED

Tecnotree moments

tmforum excellence awards 2024 network monetization

we are finalists

tmforum certified solution eTOM

10 Including provisioning and partner management

ODA HEROES

Gartner®

Four Hypecycles : Partner Ecosystem Management Platforms, CSP Digital Marketplaces, AI for CSP Customer Interactions, and Customer Experience and Monetization in the Communications Industry

Market Guide for CSP Revenue Management and Monetisation

Recognized Magic Quadrant for AI, in CSP Customer and Business Operations

Tecnotree

STRATEGY & BUSINESS MODEL

DIGITAL TRANSFORMATION

Tecnotree drives digital transformation for telecom operators and enterprise customers with a strong emphasis on AI-driven customer journeys, 5G technology, and cloud-native solutions. The Company offers innovative digital services including IoT, marketplaces, and financial solutions. Tecnotree also specializes in AI/ML ethics, trust, governance, generative AI, and agentic solutions, all while promoting financial inclusion on a global scale.

Operating globally across Africa, the Middle East, Asia-Pacific, Europe and Americas, Tecnotree serves telecom providers and B2B2X ecosystems with innovative products and services tailored to meet the evolving demands of the digital economy.

BUSINESS MODEL

Tecnotree specializes in providing software solutions to telecommunications companies, enabling them to efficiently manage customer relationships, billing processes, and overall business operations. Our offerings serve as the foundational systems that support telecom operators in organizing and automating services such as customer subscriptions, payments, and service activations.

Our business model is built upon multiple revenue streams:
Software Licenses: Telecom operators acquire rights to use our software, either through one-time license fees or recurring subscription models.

Customization and Integration Services: We tailor our software to meet the specific requirements of each client, ensuring seamless integration with their existing systems.

Ongoing Support and Maintenance: Ongoing technical support and regular software updates are provided to clients, with associated recurring service fees and long term multi-year contracts.

Cloud-Based Services: Our cloud-hosted solutions allow clients to access our software via the internet, eliminating the need for on-premises installations and providing a steady subscription-based opex models.

STRATEGIC FOCUS AND MARKET EXPANSION

Historically, Tecnotree has established a strong presence in emerging markets across Africa, the Middle East, and parts of Asia. Recognizing the evolving global telecom landscape, we have strategically expanded into developed markets, including Europe and North America.

This expansion is facilitated through partnerships with major system integrators and technology firms such as HCLTech, these partnerships allow Tecnotree to gain scale in new markets for implementation and go-to-market.

Externally our AIML offering will be embedded in our digital stack and will unlock hyper personalisation, new revenues streams and operational optimisations.

Internally, Tecnotree will use AIML to improve our engineering productivity, operational stability and help reduce our CapEx and Opex spends and TCO's.

MARKET OUTLOOK AND TRENDS

The global Business Support Systems market is projected to experience limited growth, with Gartner's 2023 report forecasting an annual increase of 2.1% from 2022 to 2027. This growth is primarily driven by the rapid adoption of 5G technology, which presents significant opportunities for BSS providers.

BARRIERS TO GROWTH

Transition from IT to Digital Transformation: Telecommunications companies are shifting focus from traditional IT upgrades to comprehensive digital transformation initiatives, heavily investing in 5G technology. While capital expenditures are stabilizing, there's a pronounced emphasis on key performance indicator (KPI)-driven business models to enhance profitability.

Stagnant Connectivity Revenue and ARPU: Intense market competition, regulatory constraints on consolidation, and reduced investments in core infrastructure have led to flat connectivity revenues and Average Revenue Per User (ARPU).

ACCELERATORS FOR GROWTH

Product-Led Transformations: There's a growing demand for cloud-native, modular architectures that offer low-code/no-code capabilities and standardized BSS components with open APIs.

These technologies enable service providers to swiftly adapt to market changes and customer needs.

As another 1 Billion customers upgrade to the 5G network in developing markets, the need for digital transformations continue to be on demand.

STRATEGIC INVESTMENT FOCUS AREAS

- Strategic partnerships with leading SI's like HCLTech
- North Am. & Europe - focus
- APAC consolidation

- Embedded AI
- AI led delivery & Operations
- Investments in Cloud, IoT & OSS
- Tecnotree – Moments
- 5G Network Monetization

- Consolidation of Cognitive Scale acquisition
- Business Model Transformation
- Telco segment focus

Tecnotree

1. Emergence of New Business Models: Innovative models and transaction-based frameworks are redefining how services are offered and monetized, providing fresh revenue streams for service providers.

2. Revenue Diversification Strategies: Companies are expanding into new domains such as marketplaces, ecosystems, Internet of Things (IoT), Artificial Intelligence (AI), Machine Learning (ML), and cloud services. These ventures aim to tap into various industries and bundling opportunities, capturing a broader market share.

3. Tecnotree's strategy for Multitenancy and sub-brands (MVNO/MVNE) focuses on providing a scalable, multitenant platform that allows telecom operators to efficiently support multiple brands or virtual operators while optimizing costs and resources. This approach enables rapid market entry, customizable offerings, and centralized management, driving both cost efficiency and new revenue opportunities for operators.

4. Tecnotree strategy for enterprise monetization integrates IoT and cloud services across various B2B2X ecosystems, enabling businesses to leverage advanced technologies for new revenue streams. This approach allows seamless connectivity and service delivery, driving value for enterprises and their end customers while optimizing operational efficiency.

5. AI/ML for network monetisation and hyperpersonalisation in customer interactions. Growing compute capacity is pushing CSPs to improve data access, enabling Telco BSS owners to build AI/ML solutions.

WHY CONSIDER TECNOTREE

As we enter the first quarter of 2025, Tecnotree continues to demonstrate financial resilience and strategic growth. In 2024, we achieved an operating profit margin of 33.2%, up from 30.4% the previous year, and reported three consecutive quarters of positive free cash flow, underscoring our commitment to operational efficiency and disciplined cost management. Our order backlog remains healthy at EUR 79.6 million, reflecting sustained demand for our innovative solutions.

While the global telecom landscape remains dynamic, Tecnotree's SISU-driven execution, AI-powered transformation, and disciplined financial management have positioned us for a stronger, more resilient future. Our recurring revenue model, continued Tier 1 expansion, and AI-led automation will drive long-term profitability, ensuring predictable and scalable growth for our investors and stakeholders.

Growth through Connectivity: Leveraging CSP-driven connectivity and 5G cloud technology, Tecnotree is expanding into adjacent verticals including mobility, public services, healthcare, and fintech, unlocking substantial revenue potential.

Competitive Pricing Advantage: Tecnotree's cost-efficient solutions, proven in price-sensitive emerging markets, create a compelling entry point to mature markets and enable rapid market share capture.

AI and Data Monetisation: Harnessing the telco industry's vast real-time big data, Tecnotree is uniquely positioned to monetise AI and machine learning, driving future revenue growth and value creation.

FINANCIAL STATEMENTS 2024

BOARD OF DIRECTORS' REPORT

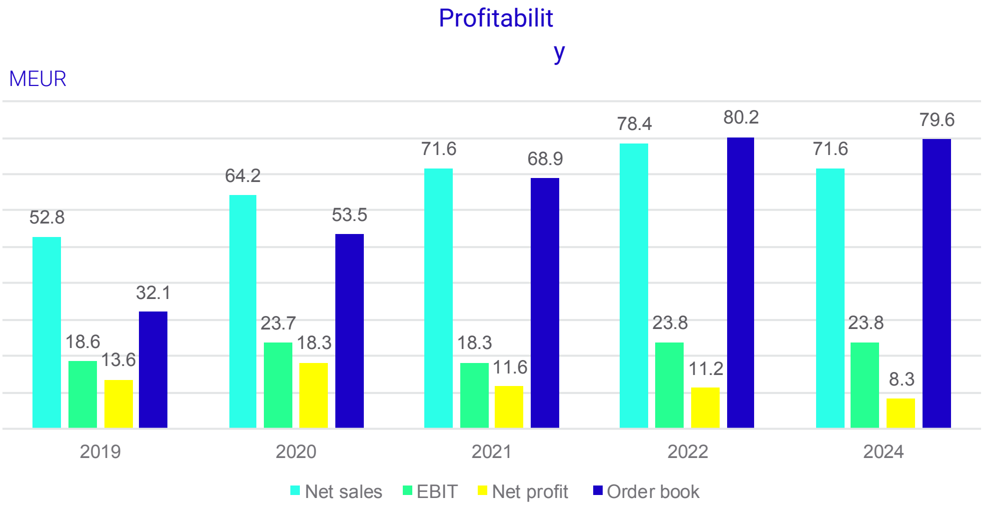
Key figures

	2024	2023
Net sales, MEUR	71,6	78.4
Net sales, change %	-8.7	9.5
Operating result, MEUR	23.8	23.8
as % of net sales	33.3	30.4
Profit before taxes, MEUR	12.8	13.9
Result for the period, MEUR	8.3	11.2
Earnings per share*, basic, EUR	0.5	0.04
Order book, MEUR	79.6	80.2
Free cash flow, MEUR	-1.8	-9.7
Change in cash and cash equivalents, MEUR	-4.1	8.6
Cash and cash equivalents, MEUR	16.8	20.8
Equity ratio %	66.7	67.5
Debt to Equity ratio %	4.2	6.6

* On 19 April 2024, Tecnotree executed a reverse split, i.e. the reduction of the number of shares where every 20 old shares in the company corresponds to one new share.

Financial indicators

	2024	2023	2022	2021	2020
Return on equity (ROE), %	9.3	13.4	15.7	31.9	96.8
Return on investment (ROI), %	14.6	16.9	23.1	48.3	87.3
Equity ratio, %	66.7	67.5	77.1	85.2	39.3
Debt/equity ratio (net gearing), %	4.2	6.6	6.0	24.0	81.5
Investments, EUR million	16.3	15.9	10.8	5.9	3.6
% of net sales	22.8	20.3	15.1	9.2	6.9
Order book, EUR million	79.6	80.2	68.9	53.5	32.1
Personnel, average	842	869	749	703	637
Personnel at the end of the year	758	883	857	750	659



BUSINESS DESCRIPTION

Tecnotree is transforming the future of telecom monetization with an AI-native, full-stack Digital Business Support System designed to empower digitally connected communities. As a TM Forum Diamond Badge holder, Tecnotree delivers a modular, SI-ready, and cloud-native platform that enables Tier 1 operators, MVNOs, and frontier markets to scale beyond connectivity and unlock new revenue streams through AI-driven automation, real-time intelligence, and digital experience monetization.

At the heart of this transformation is Convergent Revenue Management (CRM) and 5G Billing & Charging, allowing operators to monetize services in real-time with dynamic pricing, policy control, and flexible business models that support subscription, transactional, and usage-based offerings. Alongside this, the Commerce (COM) and Service Orchestration (SOM) layers power automated service activation, provisioning, and digital commerce, ensuring operators can seamlessly deliver personalized, AI-driven experiences.

Beyond traditional connectivity, Tecnotree is enabling AI-powered Value-Added Services (VAS) that modernize voice, messaging, and customer engagement. Its advanced CPaaS capabilities drive Rich Communication Services (RCS), A2P messaging, and omnichannel digital experiences, helping operators enhance customer interactions while increasing service monetization. With Sense and Profile-of-One AI agents, Tecnotree enables real-time personalization, predictive engagement, and churn prevention, ensuring telecom providers maximize subscriber lifetime value.

Digital experience monetization is now central to telecom strategy, and Tecnotree Moments, our B2B2X marketplace monetization platform, is designed to empower telecom operators to become experience enablers across diverse digital ecosystems.

Through AI-driven Customer Value Management (CVM) and Experience Management, Moments facilitates hyper-personalization, intelligent offer automation, and digital marketplace integration, allowing operators to serve not just consumers but also businesses, enterprises, and content creators. Complementing this, CertifAI, Tecnotree's AI governance framework, ensures trust, transparency, and compliance in AI-driven decision-making, reinforcing responsible AI adoption and strengthening consumer trust in digital services.

Tecnotree is more than a BSS provider—it is a strategic enabler of digitally connected communities, helping telecom operators transform into next-generation digital service providers. Recognized by Gartner and TM Forum as a leader in AI-driven CSP transformation, Tecnotree is accelerating predictable, scalable, and sustainable growth for 90+ operators and over 1 billion subscribers worldwide.

With an SI-ready architecture, Tecnotree enables seamless expansion across Tier 1 telcos, digital-first economies, and high-growth frontier markets, ensuring telecom operators can power the digital experiences of tomorrow, drive financial inclusion, and create lasting value for investors, businesses, and consumers alike.

NOTEWORTHY EVENTS

The Annual Report for 2023 was published on 1 March 2024 and included the audited financial statements, the Report of the Board of Directors, the Corporate Governance Statement, and the Remuneration Report for 2023. In addition, Tecnotree also published a new Remuneration Policy for governing bodies.

The Annual General Meeting of Tecnotree Corporation held on 15 April 2024 resolved on the reverse share split and the related redemption of shares so that every twenty (20) shares of the Company were combined into one (1) share.

On 19 April 2024, Tecnotree Corporation announced, as previously disclosed, that it had completed the reverse share split, which included a directed share issue without payment, redemption of shares, and cancellation of shares. Following these actions, the new total number of shares in the company is 15,953,250.

The new number of shares was registered with the Finnish Trade Register maintained by the Finnish Patent and Registration Office on 19 April 2024, and trading with the merged shares commenced as planned on Monday, 22 April 2024, under the new ISIN code FI4000570890. The company's trading code TEM1V has remained unchanged after the reverse share split..

Tecnotree

On 6 May 2024, Tecnotree Corporation announced that following the global cost optimization announcement published on 28 March 2024, the company had completed its personnel-related restructuring, which began on 14 March 2024 and concluded on 2 May 2024.

This restructuring project involved personnel in Finland, India, and the Middle East, and rationalized non-telco resources in North America, resulting in a total reduction of 116 employees. By the end of the year, eduction was 125 employees total.

In North America, Tecnotree discontinued its TrustStar product offering for the U.S. mortgage market, resulting in EUR 1.5 million in savings on sales, marketing, and infrastructure costs. The AI-ML resources working on TrustStar have now been redirected to Telco BSS AI-ML functions globally. TrustStar was an experimental business under CognitiveScale, and its closure has no impact on Tecnotree's revenue guidance.

On 12 June 2024, Tecnotree announced that its Board of Directors had approved the company's incentive plan for 2024–2027 ("Incentive Plan 4"). The purpose of the plan is to align the objectives of the participants with Tecnotree's growth strategy and long-term success. The incentive plan includes the following program:

A Restricted Share Unit (RSU) plan, which grants a contractual right to receive shares over the next three (3) years, vesting in equal annual installments. On 6 September 2024, Tecnotree Corporation hosted an Analyst and Investor Connect virtual event, where the outlook for 2024 and 2025 were updated.

- Net sales growth of 2–7 percent in 2024 compared to 2023 at constant currency
- Operating profit (EBIT) growth of 7–15 percent in 2024 compared to 2023 at constant currency
- Free cash flow of EUR 2–5 million during the second half of 2024
- Capital expenditure as a percentage of sales of 10–12 percent in 2025
- Free cash flow exceeding EUR 3 million in 2025
- The company also updated its dividend policy and will distribute 10% of free cash flow as dividends.

These guidances have been updated on February 26th, 2025 in the financial statement release.

NET SALES

Net sales for the full year were EUR 71.6 million (78.4) being -8.7% compared to last year.

Net sales from sale of third-party hardware and software were EUR 2.2 million (2.8), own licenses EUR 13.0 million (17.4), delivery EUR 25.3 million (29.6) and maintenance and management services EUR 31.1 million (28.6).

The order book at the year stood at EUR 79.6 million (80.2) showing 0.7% decrease compared to last year.

Nature of goods and services offered, MEUR

	2024	2023	2024, %	2023, %
Sale of third party hardware and software	2.2	2.8	3.1%	3.5%
Own licenses	13.0	17.4	18.2%	22.2%
Delivery	25.3	29.6	35.3%	37.8%
Maintenance and management services	31.1	28.6	43.4%	36.5%
Net sales total	**71.6**	**78.4**	**100%**	**100%**

SEGMENT INFORMATION

The operating segments under IFRS 8 reported by Tecnotree are the geographical areas, which are Europe & Americas (Europe and North, Central and South America) and MEA & APAC (the Middle East and Africa, Asia Pacific). This is because their results are monitored separately in the company's internal financial reporting. Tecnotree's chief operating decision maker, as referred to in IFRS 8, is the Group's management board.

Net sales and the result for the operating segments are presented based on the location of customers. The result for the operating segments includes the costs that can be allocated to the segments, being costs of sales and marketing, customer service and delivery functions as well as product development. Costs for product management and administration, depreciations, taxes and financial items are not allocated to the segments.

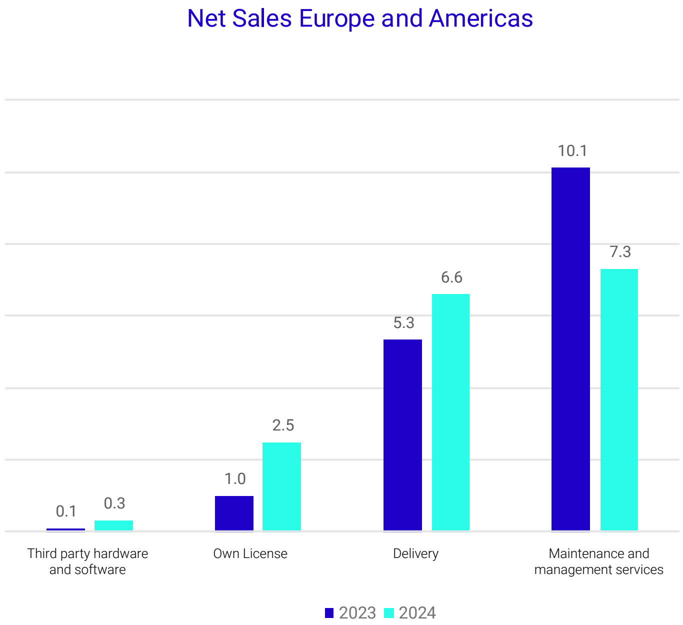
Tecnotree

GEOGRAPHICAL AREAS

Tecnotree Group operates in the following geographical areas: Europe & Americas (Europe and North, Central and South America) and MEA & APAC (the Middle East and Africa, Asia Pacific).

Europe & Americas

Net sales for the full year increased by 1.0% from previous year being EUR 16.7 million (16.5). Order book at the end of December 2024 increased by 34.2% from previous year and stood at EUR 13.2 million (9.8).

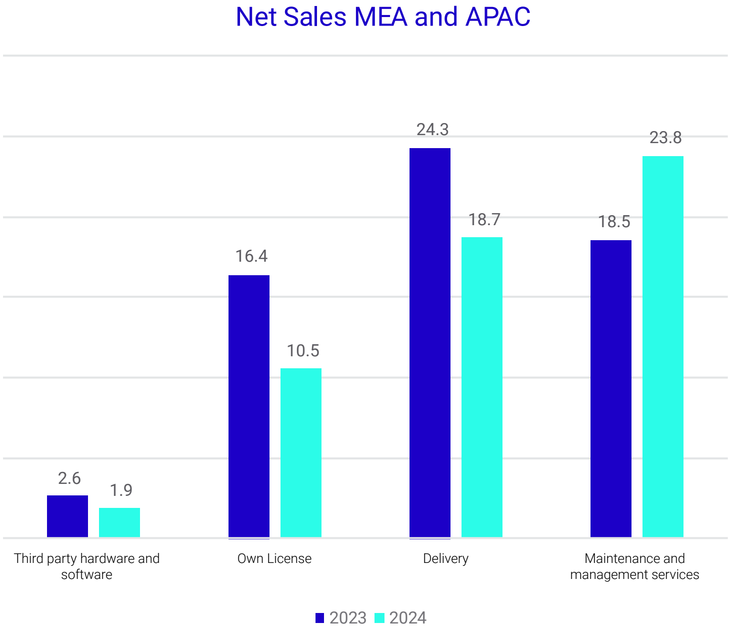


Methods used to recognise revenue, MEUR

	2024	2023	2024, %	2023, %
Point in time				
Sale of third party hardware and software	2.2	2.8	3.1%	3.5%
Own licenses	13.0	17.4	18.2%	22.2%
Overtime				**0.0%**
Delivery	25.3	29.6	35.3%	37.8%
Maintenance and management services	31.1	28.6	43.4%	36.5%
Net sales total	**71.6**	**78.4**	**100%**	**100%**

Middle East and Africa & Asia Pacific

The net sales for the full year decreased by 11.3% from previous year being EUR 54.8 million (61.8). The order book at the end of December 2024 decreased by 5.6% from previous year and stood at EUR 66.4 million (70.4).



RESULT ANALYSIS

The operating result for the full year was EUR 23.8 million (23.8) and the adjusted result EUR 15.6 million (11.2). The result after one-time expenses for the full year was EUR 8.3 million (11.2).

Exchange rate differences in the financial items for the full year were EUR -2.5 million (-9.7).

It is important to examine Tecnotree's result without the impact of exchange rates, which is why this is shown separately in the table below.

Investments in Product Engineering and third-party software during for the full year were EUR 13.0 million (13.8). Amortizations on total capitalized development costs for the full year were EUR 5.2 million (2.0).

We incurred one-time provisions of EUR 7.3 million for the year 2024 due to a provision for receivables related to the sale of a discontinued business.

These costs are linked to our strategic exit from high-risk markets, reflecting our commitment to enhancing financial stability and focus on developed markets. While this impacted short-term profitability, it supports our long-term growth strategy. Excluding these one-offs, the adjusted result for the period shows continued operational strength and strategic progress.

Over the past year, Tecnotree has proactively taken several actions to align with evolving regulatory standards.

Income statement, key figures, MEUR

	2024	2023
Net sales	71.6	78.4
Other operating income	0.1	0.2
Operating costs	-47.8	-54.7
Operating result	**23.8**	**23.8**
Financial items without foreign currency differences	-8.5	-0.2
Exchange rates gains and losses	-2.5	-9.7
Income taxes	-4.5	-2.8
Result for the period	**8.3**	**11.2**

Financial income and expenses, MEUR

	2024	2023
Interest income	0.3	0.5
Exchange rate gains	3.8	5.6
Other financial income	0.1	-0.0
Financial income total	**4.2**	**6.1**
Interest expenses	-0.7	-0.6
Exchange rate losses	-6.4	-15.3
Other financial expenses	-8.2	0.0
Financial expenses total	**-15.2**	**-16.0**
Financial income and expenses total	**-11.0**	**-9.9**

Taxes in income statement, MEUR

	2024	2023
Withholding taxes paid abroad	-2.6	-2.9
Change in withholding tax accrual	-0.5	0.9
Income taxes on the results of Group companies	-0.8	-0.6
Other items	-0.7	-0.1
Taxes in income statement, Total	**-4.5**	**-2.8**

FINANCING, CASH FLOW AND BALANCE SHEET

During the year 2024, working capital increased by EUR 1.6 million (9.2).

Change in working capital, MEUR (increase - / decrease +)

	2024	2023
Current receivables, increase (-) / decrease (+)	-5.5	-5.5
Current liabilities, increase (+) / decrease (-)	3.9	-3.6
Total change in working capital	**-1.6**	**-9.2**

Project revenue is recognized in other receivables. When the agreement allows the customer to be invoiced, the receivables are regrouped in trade receivables.

Tecnotree had collected a total of EUR 23.1 million from the CCDs. The remaining 200 notes subscribed are contracted to be paid by the end of Q4 2025.

At the end of December 2024, Tecnotree's cash and cash equivalents totalled to EUR 16.8 million (20.8). Interest-bearing liabilities were EUR 3.9 million (5.7).

During the year 2024, total equity was affected by translation differences of EUR - 2.5 million (-7.3).

PERSONNEL

At the end of the December 2024, Tecnotree employed 758 (883) persons, of whom 22 (40) worked in Finland and 736 (843) globally.

Personnel

	2024	2023
Personnel, at end of period	758	883
Finland	22	40
India	660	734
United Arab Emirates	33	25
Other countries	43	84
Personnel, average	842	869
Salary expenses (MEUR)	-19.7	-24.2

SHARE AND PRICE ANALYSIS

On 19 April 2024, Tecnotree Corporation executed a reverse share split and thereto related directed share issue without consideration, redemption of shares and cancellation of shares. After these measures, the new number of shares in the Company was 15 953 250. The number of shares before the reverse split was 318,956,206.

At the end of December 2024, the shareholders' equity of Tecnotree Group stood at EUR 92.6 million (86.5) and the share capital was EUR 1.3 million (1.3). The total number of shares was 17,053,250 and the company held 1,092,467 own shares. Equity per share was EUR 5.43 (0.27).

A total of 38,585,636 Tecnotree shares (EUR 24,359,598) were traded on the Helsinki Exchanges during the period 1 January – 31 December 2024, representing 226.3% of the total number of shares.

The highest share price quoted in the period was EUR 7.95 and the lowest EUR 0.27. The average quoted price was EUR 3.01 and the closing price on 31 December 2024 was EUR 2.61.

The market capitalization of the share stock at the end of the period was EUR 44.5 million.

SHAREHOLDERS

Tecnotree has a single share series and all shares hold equal voting rights. Tecnotree's share is quoted on the NASDAQ OMX Helsinki Ltd. Tecnotree's trading code is TEM1V. 99.99 per cent of the company's shares are entered in the book entry securities system maintained by Euroclear Finland Ltd.

On 31 December 2024 Tecnotree had a total of 17,217 shareholders recorded in the book-entry securities system. The ten largest shareholders together owned approximately 61.2 per cent of the shares and voting rights.

On 31 December 2024, altogether 44.8 per cent of Tecnotree's shares were in foreign ownership or nominee registered shares.

On 31 December 2024, the total number of shares owned by the members of Tecnotree's Board of Directors and the CEO was 5,676,066 which includes the shares owned by these person themselves, by close family members and by companies in which they hold a controlling interest. Altogether these represent 33.3 per cent of the total amount of shares and voting rights. On 31 December 2024 the total number of shares owned by the members of Tecnotree's Management Board was 98,343 excluding those owned by the CEO.

CURRENT AUTHORISATIONS

At the end of the December 2024, the Board of Directors had one valid mandate.

The Annual General Meeting held on 15 April 2024 authorized the Board of Directors to decide on the issuance of shares and other special rights entitling to shares

The Board of Directors is authorized to decide to i ssue in total a maximum of 2,500,000 shares through issuance of shares or special rights entitling to shares under Chapter 10, Section 1 of the Finnish Limited Liability Companies Act either against payment or for free in one or more transactions during the effective period of the authorization.
The Board of Directors may issue either new shares or treasury shares held by the company.

Shares and special rights entitling to shares may be issued in proportion to their current shareholdings in the company or in deviation of the shareholders' pre-emption right (directed share issue). The Board of Directors may also decide on a free share issue to the company itself. The authorization may be used to finance or carry out acquisitions or other arrangements, strengthen or develop the company's capital structure, diversify the shareholder base, for the purpose of the company's equity-based incentive plans or payment of Board fees or for other purposes decided by the Board of Directors. The Board of Directors will decide on all terms and conditions of the issuance of shares and special rights entitling to shares under Chapter 10, Section 1 of the Finnish Limited Liability Companies Act.

The authorization is valid for a period of five (5) years from the date of the Annual General Meeting.

The Board of Directors has exercised this authorization on 12 June 2024 as follows:

- Tecnotree's Board of Directors resolved to issue, without consideration 700,000 Tecnotree shares to Tecnotree to be later used to fulfil the company's obligations under the LTI Plan 4.
- Tecnotree's Board of Directors has resolved to issue, without consideration 400,000 Tecnotree shares to Tecnotree to be later used to fulfil the company's obligations for the settlement of Additional RSUs

NON-FINANCIAL INFORMATION (BOOKKEEPING ACT 3A)

This statement describes how Tecnotree manages environmental matters, respect for human rights, anti-corruption and bribery matters, and employee well-being in its business activities. This statement has been compiled in order to fulfil the reporting requirements on non-financial information as outlined in Chapter 3a, Sections 1–6 of the Finnish Accounting Act. Tecnotree continues to develop suitable non-financial indicators during the year 2025. Tecnotree's governance model has been described in Tecnotree Corporation's Corporate Governance Statement for 2024.

Responsible operating principles

Tecnotree adheres to all relevant laws and regulations in its operations, as well as to best practices in business, included in the company's guidelines. The company constantly develops its operations to correspond with the current operating environment and possible risks.

Risk management

The goal of Tecnotree's risk management is to offer the Board of Directors and Management Board reasonable certainty on the achievement of the company's strategic and operative objectives, reliability and accuracy of financial reporting as well as compliance with regulations and internal guidelines. Tecnotree's general annual assessments of external risks assessed by the Management Board define the biggest risks. These assessments are made by evaluating the probability and the impact of the different risks, and based on this, a risk map is comprised. Actions and persons in charge are defined for each significant risk. The Board approves the significant principles of risk management. The Management Board handles risks and risk management in its meetings on a regular basis. The CEO reports these to the Board of Directors.

Tecnotree's corporate governance is implemented through documented policies. The main policies are policy for making sales agreements, credit policy, cash management policy, policy for hedging against currency risks, policy for making purchase agreements and approval policy.

Currently, the company's most significant risks are related to the development of net sales, projects and their timing, trade receivables and changes in exchange rates.

In order to mitigate the risks related to sales, Tecnotree has uniform principles and practices in bid reviews. The subsidiaries and foreign offices of the parent company have issued guidelines and policies for their own specific purposes that are in line with the Group level policies. The company has defined its Code of Conduct.

The risks pertaining to the financial reporting are mitigated by the methods in financial reporting and control of the group. The Group companies utilize a common chart of accounts and IFRS principles as well as common systems with comprehensive database. The Group's financial management is responsible for managing foreign exchange, interest rate and liquidity risks and for taking out insurance against operational risks.

Due to the nature of Tecnotree's business, the company estimates its environmental impact to be relatively low. The company's Management Board is responsible for the management of environmental risks and takes proactive action to prevent them.

Together with HR, the company's Management Board administers and develops management and prevention of risks related to employee well-being, human rights and social responsibility. Tecnotree also enforces internal processes that are meant to minimize and transfer risks, should it not be possible to avoid them. The personnel's annual performance reviews are a key element in supporting employee well-being.

There are some malpractice and fraud risks related to personnel and external parties which the company does, however, estimate to be low. Tecnotree's personnel is encouraged to report any found or suspected violations either personally or anonymously, and all reported instances are investigated.

Information security

Tecnotree operates in an industry that is subject to particularly large number of risks related to information security and privacy. The management and staff of Tecnotree are committed to the company's information security policy that covers the principles of careful risk management, protection of intellectual property, and the processing of customer, vendor, partner and employee related information assets.

Environmental responsibility

Tecnotree follows the applicable environmental laws in its business operations and expects all its partners to equally do so. The company follows and develops business processes that support compliance with environmental laws, regulations and policies.

Due to the nature of Tecnotree's business, the company estimates its environmental impact to be relatively low. Tecnotree seeks to prevent environmental damage by, for example, reducing business travel by using electronic conferencing tools and other technologies, reducing electricity and water consumption, and reducing waste volumes with proper treatment of waste.

Employee well-being, human rights and social responsibility

Tecnotree has defined its Code of Conduct to be followed by each employee. The subsidiaries and foreign offices of the parent company have issued guidelines and policies for their own specific purposes that are in line with the Group level policies. Impacts related to staff and working conditions are managed and developed in accordance with Tecnotree's personnel policy.

At the end of December 2024 Tecnotree employed 758 (883) persons, of whom 22 (40) worked in Finland and 736 (843) elsewhere. The company employed on average 842 (869) people during the financial period.

Tecnotree's goal is to provide its employees a safe and healthy working environment that offers everyone the opportunity to develop. Tecnotree's senior management is committed to maintain employee well-being in all organization levels and locations. All the physical safety elements including occupational safety plans, emergency plans, etc. are based on local laws and practices in each country. Tecnotree does not tolerate employee harassment at any organization levels.

Tecnotree emphasises employee equality. Employees are not discriminated against based on their race, colour, age, gender, sexual orientation, religion, political affiliation, union membership, disability or ethnicity. In 2024, no human rights violations were detected.

Tecnotree seeks to make a contribution to the surrounding communities in all regions it operates. Other than pure financial benefit from business operations, Tecnotree seeks to contribute to the society by engaging different partners in collaboration, participating in discussion on economic and social issues, offering employment to students or other people in need of jobs, and by creating and participating in campaigns and activities that drive the development and vitality of the local business ecosystem.

Quality and customer satisfaction

Tecnotree's business is based on offering products, services and solutions to a large customer base. The company strives for the highest possible customer satisfaction, where the quality of products and services plays a key role. The goal is to provide agile, customer-oriented and high-quality services and to develop new competitive innovations. The quality of products and services is supported by a comprehensive quality management system. Quality is also bolstered by respecting customers, partners and employees in all interactions. Customer satisfaction is measured annually and the company audits its operations on a regular basis.

Anti-corruption and anti-bribery

Tecnotree's anti-corruption and anti-bribery methods are described in the company's Code of Conduct. All employees are required to familiarize themselves with the Code of Conduct. Tecnotree adheres to responsible business practices in all areas of its operations.

Tecnotree requires its employees to follow laws and regulations as well as generally accepted best practices and standards related to business ethics in all their actions.

Employee representatives shall not receive gifts that influence business solutions or have significant monetary value. No nepotism in business decisions, corruption or bribery of any kind shall be tolerated.

All of the company's business dealings are transparently performed and accurately reflected on Tecnotree's financial books and records. Tecnotree has a feedback channel through which it is possible to report any suspicions of misconduct or policy violations for internal investigation within the company.

In 2024, no cases of corruption or bribery were detected.

DISCLOSURE UNDER THE EU TAXONOMY REGULATION

Companies that fall under the scope of the Corporate Sustainability Reporting Directive (CSRD) have to report in their annual reports to what extent their activities are covered by the EU Taxonomy (Taxonomy-eligibility) and comply with the criteria set in the Taxonomy delegated acts (Taxonomy-alignment) in the form of percentages of the financial year's turnover (turnover KPI), capital expenditure (CapEx KPI) and certain operating expenditure (OpEx KPI) as defined by the Disclosures Delegated Act (EU) 2021/2178. The EU Taxonomy is not a mandatory list for investors to invest in.

It does not set mandatory requirements on environmental performance for companies or for financial products.

Assessment of compliance with Regulation (EU) 2020/852

In the first step of the assessment, Tecnotree's revenue generating activities, as described in the financial statements' Note 2 Revenue recognition, were compared to the activities listed in the Annexes of the Delegated Acts for economic activities accompanying the Taxonomy Regulation (EU) 2020/852. BBS sector telecommunication and software vendor services are currently not widely recognized in the current EU Taxonomy, as priority has been given to economic activities that are seen as the most critical in substantially contributing to the EU's sustainability objectives. Out of Tecnotree's revenue generating activities Delivery (configuration, installation, testing, etc. of software at the customers' IT environment) and Maintenance and management services (maintenance, availability monitoring, standard reporting, service request management etc.) were assessed to correspond with the activity description of the economic activity CCA 8.2 Computer programming, consultancy and related activities, thus revenue from these activities are recognized as taxonomy-eligible. Double counting of revenue has been avoided by once recognizing the revenue generated from the taxonomy-eligible activities as reported.

Proportion of turnover from products or services associated with Taxonomy-aligned economic activities – disclosure covering year 2024

Financial year 2024		Year		Substantial contribution criteria						DNSH criteria ("Does Not Significantly Harm")									
Economic Activities (1)	Code (2)	Turnover (3)	Proportion of turnover, year 2024 (4)	Climate Change Mitigation (5)	Climate Change Adaptation (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Climate Change Mitigation (11)	Climate Change Adaptation (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, year (18)	Category enabling activity (19)	Category transitional activity (20)
		MEUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0,0	0 %																
Of which enabling		0,0																	
Of which transitional		0,0																	
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
Computer programming, consultancy and related activities	CCA 8.2	56,3	79 %	N/EL	EL	N/EL	N/EL	N/EL	N/EL										
Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		56,3	79 %																
A Turnover of Taxonomy-eligible activities (A.1+A.2)			79 %																
B TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
Turnover of Taxonomy-non-eligible activities		15,3	21 %																
TOTAL		**71,6**	**100 %**																

Proportion of CapEx from products or services associated with Taxonomy-aligned economic activities – disclosure covering year 2024

Financial year 2024		Year		Substantial contribution criteria						DNSH criteria ("Does Not Significantly Harm")									
Economic Activities (1)	**Code (2)**	**Turnover (3)**	**Proportion of turnover, year 2024 (4)**	**Climate Change Mitigation (5)**	**Climate Change Adaptation (6)**	**Water (7)**	**Pollution (8)**	**Circular Economy (9)**	**Biodiversity (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water (13)**	**Pollution (14)**	**Circular Economy (15)**	**Biodiversity (16)**	**Minimum Safeguards (17)**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, year (18)**	**Category enabling activity (19)**	**Category transitional activity (20)**
		MEUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0,0	0 %																
Of which enabling		0,0																	
Of which transitional		0,0																	
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)activities) (A.2)		0,0	0																
CapEx of Taxonomy-eligible activities (A.1+A.2)		0,0	0 %																
B TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
CapEx of Taxonomy-non-eligible activities		16,3	100 %																
TOTAL		**16,3**	**100 %**																

Proportion of OpEx from products or services associated with Taxonomy-aligned economic activities – disclosure covering year 2024

Financial year 2024		**Year**		**Substantial contribution criteria**						**DNSH criteria ("Does Not Significantly Harm")**									
Economic Activities (1)	**Code (2)**	**Turnover (3)**	**Proportion of turnover, year 2024 (4)**	**Climate Change Mitigation (5)**	**Climate Change Adaptation (6)**	**Water (7)**	**Pollution (8)**	**Circular Economy (9)**	**Biodiversity (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water (13)**	**Pollution (14)**	**Circular Economy (15)**	**Biodiversity (16)**	**Minimum Safeguards (17)**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, year (18)**	**Category enabling activity (19)**	**Category transitional activity (20)**
		MEUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 Environmentally sustainable activities (Taxonomy-aligned)																			
OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0,0	0 %																
Of which enabling		0,0																	
Of which transitional		0,0																	
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		47.8	96 %																
OpEx of Taxonomy-eligible activities (A.1+A.2)		47,8	96 %																
B TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy-non-eligible activities		1,7	4 %																
TOTAL		**49,5**	**100 %**																

Accounting policy

This section describes the principes by which the numerators and denominators of the required KPIs were calculated.

Net sales

Taxonomy-eligible net sales (turnover) in the numerator includes the aggregated amount of net sales from products and services associated with its taxonomy-eligible economic activities. The denominator is the total net sales of Tecnotree as presented in the consolidated income statement.

Capital expenditure (CapEx)

Taxonomy-eligible CapEx includes only individually eligible capital expenditure related to activites deemed taxonomy-eligible. The denominator is the total amount of additions to intangible assets, property, plant and equipment, and right-of-use assets during the financial year as presented in the consolidated financial statements. Additions are considered before depreciation and amortization for the relevant financial year. Total additions are presented in the notes to consolidated financial statements in Note 10 Intangible assets and Note 11 Property, plant and equipment.

Operating expenditure (OpEx)

In assessing its taxonomy-eligible operating expenses, Tecnotree includes in the numerator the estimated direct research and development expenses related to the products and services associated with its taxonomy-eligible economic activities, excluding depreciation, amortization and impairment costs. The denominator consists of research and development expenses as presented in the consolidated income statement, excluding depreciation, amortization and impairment costs. The definition of operating expenses according to commission delegated act (EU) 2021/2178 includes also building renovation measures, short-term leases, maintenance and repair, and any other direct expenditures relating to servicing of assets of property, plant and equipment.

Row	Nuclear energy related activities	
1	The undertaking carries out, funds or has exposures to research, development, demonstration and deployment of innovative electricity generation facilities that produce energy from nuclear processes with minimal waste from the fuel cycle.	NO
2	The undertaking carries out, funds or has exposures to construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production, as well as their safety upgrades, using best available technologies.	NO
3	The undertaking carries out, funds or has exposures to safe operation of existing nuclear installations that produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production from nuclear energy, as well as their safety upgrades.	NO

Tecnotree did not carry out, fund and had no exposure to nuclear energy or fossil gas related activities as specified by the Complementary Climate Delegated act (EU) 2022/1214.

Row	Fossil gas related activities	
4	The undertaking carries out, funds or has exposures to construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels.	NO
5	The undertaking carries out, funds or has exposures to construction, refurbishment, and operation of combined heat/cool and power generation facilities using fossil gaseous fuels.	NO
6	The undertaking carries out, funds or has exposures to construction, refurbishment and operation of heat generation facilities that produce heat/cool using fossil gaseous fuels.	NO

RISKS AND SHORT-TERM UNCERTAINTY FACTORS

Tecnotree's risks and uncertainties in the near future relate to development of net sales, projects delivery timelines, trade receivables and to changes in foreign exchange rates.

Risks and uncertainty factors relating to business operations

Tecnotree focuses on R&D led, product-based solutions for Communication and Digital Service Providers in emerging markets. This involves risks, such as the time to develop new products, the timely market introduction of products, the competitive situations as well as the company's ability to respond to customer and market demand. The company has also noted the impact of inflation on its cost and is taking appropriate measures to mitigate the same.

Dependence on key customers

Tecnotree's two largest customers accounted for 47% of net sales in 2024 (49%). The relationship between the company and its major customers is one of interdependence, which offers business opportunities but also poses risks. However, these relationships have been existing for over 20 years.

Carrying out customer projects, profitability, forecasting

Certain commitments are associated with the project delivery and maintenance agreements made by the company, and unforeseen costs may arise in the future from these agreements. The company aims to limit these commitments with limitation of liability clauses in customer contracts. In addition, the company has a current global liability insurance to cover any liabilities that may materialize in connection with customer projects in accordance with the insurance agreement. Carrying out projects involves risks. They are contained for example in projects that require new product development, where creating new product features may prove more difficult than anticipated. Another problem with project sales arises from variations in net sales and profit during the different quarters of the year. Forecasting these variations is often difficult

Risks relating to international operations, receivables and developing markets

Project deliveries result in large accounts receivable. Most of Tecnotree's net sales come from developing countries and some of these contain political and economic challenges. There is the risk of a considerable delay in the payment of invoices in these countries and that Tecnotree will have to record credit losses. Regulation by the authorities of foreign payment transactions and international sanctions hamper operations in certain countries. Various regulations can change frequently and may be ambiguous. In many countries it is common practice to delay payment of invoices. For these reasons forecasting customer payments is often challenging and delays occur.

Foreign Currency Risk

Our operations span across regions where Euro is not readily available or where local currencies experience significant volatility or inflation. Given the nature of our international presence, we have adopted a conservative approach to manage our foreign currency exposure. A significant portion of our net sales is denominated in U.S. dollars, and the exchange rate fluctuations of the Indian Rupee have a notable impact on our net result due to the substantial costs associated with our large workforce in India and other expenses denominated in rupees.

To mitigate the risk associated with currency fluctuations, we have implemented comprehensive foreign exchange risk management policy. This policy involves:

1. Regular Assessment: Conducting frequent evaluations of our currency exposure in each operating country, focusing on both transactional and translational risks.
2. Diversification of Currency Holdings: Maintaining a diversified portfolio of currency holdings to spread the risk associated with any single currency.
3. Dynamic Adjustments: Adjusting our hedging strategies in real-time based on changes in currency volatility and market forecasts.
4. Liquidity Management: Ensuring sufficient liquidity in various currencies to meet operational needs without relying heavily on local currency markets. Further we will be actively pursuing entering into foreign exchange contracts to hedge a larger portion of our exposure in non- Euro currencies. This includes forward contracts, options, and swaps in currencies of countries where we have significant operations and where the currency is prone to volatility or inflation. Intra-group receivables and liabilities can result in exchange rate differences in the consolidated income statement, as our Group companies usually have different functional currencies.

Interest Rate Risk

Our exposure to interest rate risk primarily arises from our cash reserves and borrowings. We invest our short-term interest-bearing investments in highly liquid and low-risk instruments, with a focus on diversification to mitigate the impact of interest rate fluctuations. As of 31st December 2024, we had EUR 3.9 million (5.7) interest-bearing liabilities. Our borrowing strategy is designed to be flexible, allowing us to respond quickly to changes in interest rates and economic conditions in the countries where we operate. Our borrowings are in multiple currencies, including INR and USD, and any exchange rate fluctuations will affect us.

Taxation

Operating in developing markets often involves problems relating to taxation. Local tax legislation can change rapidly and may be subject to conflicting interpretations. It is possible for the tax authorities in different countries to demand taxation of the same revenue. Withholding taxes are often imposed on sales of systems and services and obtaining credit for this in the country receiving the revenue is not a clear case. In Finland Tecnotree has a large amount of tax-deductible costs from previous fiscal periods, which can be capitalized in taxation.

As a rule, Tecnotree applies the cost-plus method in its transfer pricing. This clarifies the taxable result recorded in different countries.

MANAGEMENT, AUDITORS AND CORPORATE GOVERNANCE

Tecnotree's Board of Directors comprised the following persons in 2024:

Neil Macleod, Chairman of the Board
Jyoti Desai, Vice Chairman of the Board
Conrad Neil Phoenix,
Anders Fornander
Johan Hammarén

Padma Ravichander is the CEO of the company.

At the end of 2024, the Tecnotree Group Management Board had seven members: Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Marketing Officer (CMO) and Head of B2B2X, Chief Operating Officer (COO), Chief Technology Officer (CTO) and Head of SaaS, Chief Product Officer (CTO) and Vice President - Value Engineering. The CEO acts as the Chairman of the Management Group.

Tecnotree's auditor in the financial year 2024 was Tietotili Audit Oy, and the principal auditor was Urpo Salo, Authorised Public Accountant.

The Board of Directors has approved the Corporate Governance Statement of the Company for the year.

According to the Articles of Association the 3–8 members of the Board of Directors are elected at the yearly Shareholders' meeting. The members are appointed for the period ending at the end of the following ordinary Shareholders' meeting. The Board of Directors appoints the CEO.

EVENTS AFTER THE END OF PERIOD

No material changes regarding the company's business or financial position have materialized after the end of the financial period

.Prospects in 2025

Tecnotree expects in 2025:

- Net sales are expected to grow by low to mid-single digit percentage in constant currency terms.
- Operating profit margin expected to see margin expansion of at least +200bp (2%).
- Raising free cash flow guidance to > EUR 4 million for the full year, from the previous guidance of > EUR 3 million.
- Capex as a percentage of net sales is targeted at 10–12%.
- Receivable days are expected to range between 100–140.
- Dividend pay-out policy 10% of free cash flow.
- Foreign exchange exposure to frontier country risk will be reduced to 10–15% within three years.

The company continues focus on constantly evolving from Projects delivery and licence mode into an Annual Recurring Revenue model. This will ensure that the company will have more predictable and stable quarter on quarter revenue. Telecom industry growth is poised at 2.1% annually from 2022-2027 according to Gartner.

PROPOSAL CONCERNING THE RESULT

At the end of financial year 2024, the distributable equity of the Group's parent company is EUR 41,452,510.05. The Board of Directors proposes to the Annual General Meeting to be held on April 7, 2025, that EUR 0.01 dividend per share will be paid for the financial year 2024, and the parent company's loss for the period, EUR 282,190.61, will be transferred in retained earnings in the shareholders' equity.

Tecnotree Corporation
Board of Directors

Tecnotree

KEY FIGURES

CONSOLIDATED INCOME STATEMENT

EUR million	2024	2023	2022	2021	2020
Net sales, MEUR	71.6	78.4	71.6	64.2	52.8
Net sales, change %	-8.7	9.5	11.5	21.6	14.4
Operating result, MEUR	23.8	23.8	18.3	23.7	18.6
as % of net sales	33.3	30.4	25.6	36.9	35.3
Profit before taxes, MEUR	12.8	13.9	17.2	21.4	15.9
Result for the period, MEUR	8.3	11.2	11.6	18.3	13.6
Earnings per share, basic, EUR	0.5	0.04	0.0	0.1	0.1
Order book, MEUR	79.6	80.2	68.9	53.5	32.1
Free cash flow, MEUR	-1.8	-9.7	-4.8	4.0	7.0
Change in cash and cash equivalents, MEUR	-4.1	8.6	-5.3	9.5	4.7
Cash and cash equivalents, MEUR	16.8	20.8	12.3	17.6	8
Equity ratio %	66.7	67.5	77.1	85.2	39.3
Debt / Equity (Net gearing %)	4.2	6.6	6.0	2.4	81.5
Personnel at the end of the period	758	883	857	750	659

CONSOLIDATED BALANCE SHEET

EUR million	2024	2023	2022	2021	2020
Non-current assets	45.5	36.3	26.4	13.2	7.3
Current assets					
Trade and other receivables	76.6	71.1	65.2	48.7	35.3
Cash and cash equivalents	16.8	20.8	12.3	17.6	8.0
Assets total	**138.9**	**128.2**	**103.8**	**79.4**	**50.6**
Shareholders' equity	92.6	86.5	80.1	67.7	19.9
Compulsory convertible debentures	23.1	21.1			
Liabilities					
Non-current liabilities	4.2	3.7	5.5	2.7	18.8
Current liabilities	19.0	16.9	18.2	9.0	12.0
Equity and liabilities total	**138.9**	**128.2**	**103.8**	**79.4**	**50.6**

FINANCIAL INDICATORS

	2024	2023	2022	2021	2020
Earnings per share, EUR (basic)	0.5	*0.04	0.04	0.06	0.05
Earnings per share, EUR (diluted)	0.19	*0.04	0.04	0.06	0.05
Equity per share, EUR	5.43	0.27	0.25	0.21	0.01
Number of shares at the end of the period, 1,000 shares	17,053	318,956	318,956	318,956	247,628
Average number of shares, 1,000 shares	177,951	318,956	318,956	292,528	270,293
Number of own shares on 31 Dec, 1,000 shares	1,092	2,135	7,975	16,192	10,942
Share price, EUR					
Average*	3.01	0.42	0.84	1.02	0.34
Lowest*	0.27	0.27	0.41	0.51	0.11
Highest*	7.95	0.51	1.52	1.71	0.90
Share price at the end of the period, EUR	2.61	0.34	0.62	1.47	0.70
Market value at the end of the period, EUR million	44.5	108.4	199.0	469.5	193.3
Share turnover, million shares	38.6	94.6	191.6	293.5	82.2
Share turnover, % of total number	12.1	29.7	60.1	92.0	29.9
Share turnover, EUR million	24.4	42.5	175.9	312.3	35.5
Dividend per share, EUR	0.01				
P/E ratio, %	5.2	9.7	17.1	23.5	13.9

* On 19 April 2024, Tecnotree executed a reverse split, i.e. the reduction of the number of shares where every 20 old shares in the company corresponds to one new share.

Tecnotree

CALCULATION OF KEY INDICATORS

Return on equity (ROE), % = Result for the period / Shareholders´ equity (average) x 100

Return on investments (ROI), % = Results before taxes + financial expenses / Shareholders´ equity + interest- bearing financial liabilities (average) x 100

Equity ratio, % = Shareholders´ equity / Balance sheet total - advances received x 100

Earnings per share (EPS) = Profit attributable to equity holders of the parent company / Basic average number of shares

Dividend per share = Dividend / Basic number of shares on the reporting date

Dividend/Result, % = Dividend per share / Earnings per share (EPS) x 100

Equity/Share = Equity attributable to equity holders of the parent company / Basic number of shares on the reporting date

Debt/Equity ratio, % (net gearing) = Interest-bearing liabilities / Shareholders´ equity x 100

Market capitalization = Basic number of shares on the reporting date x / share price on the reporting date

P/E ratio, % = Share price on the reporting date / Earnings per share (EPS)

Tecnotree

Sustainability Report

THE REPORT

About the report

[BP -1, BP -2]

This is Tecnotree's inaugural report prepared in accordance with the European Sustainability Reporting Standards (ESRS) under the EU Corporate Sustainability Reporting Directive (CSRD). The report has been prepared on a consolidated basis and aligns with Tecnotree's financial statements as presented in its Annual Report 2024. We have not omitted any specific information related to intellectual property, know-how or the results of innovation.

Reporting period

This report provides a comprehensive overview of Tecnotree's sustainability performance, highlighting the activities and initiatives undertaken from January 1, 2024 to December 31, 2024. It details the Company's progress in advancing sustainable practices, addressing key challenges and driving positive change across its operations and value chain.

Scope of the report

The report encompasses the sustainability performance of the following entities in Tecnotree's value chain:

- Tecnotree Oyj, Finland
- Tecnotree Convergence Limited, India
- Tecnotree Limited, Nigeria

Maangement responsibility

Tecnotree's leadership acknowledges its responsibility to uphold ESG commitments and affirms that this report comprehensively addresses all material issues, offering a fair and accurate reflection of the Company's ESG performance.

Assurance

The information presented in the report has been verified by Tietotili Audit Oy, a third-party assurance provider independent of Tecnotree.

Reporting period

For any queries or feedback on the report, please write to
marketing@tecnotree.com

Table of Contents
Tecnotree's Sustainable Business Strategy
Double Materiality Assessment
• Materiality Matrix
• Impacts, Risks and Opportunities
Environmental Stewardship
Social Responsibility
Governance

From the CEO's desk

It is with great pride that I present Tecnotree's inaugural CSRD-aligned Sustainability Report, a milestone that underscores our dedication to advancing sustainability reporting and fostering greater transparency. This year, we conducted our first double materiality assessment (DMA), a rigorous process that identified sustainability topics of significant impact to both society and the environment, while also being critical to Tecnotree's long-term business performance.

This report focuses on the high-priority topics that emerged from this assessment, structured around the three foundational pillars of Environmental Stewardship, Social Responsibility, and Governance. This report not only highlights our contributions to a sustainable future and long-term value creation for our stakeholders but also reflects our unwavering commitment to continuous improvement. We will continue to strengthen our processes and practices to meet evolving disclosure expectations in the years ahead.

TECNOTREE'S SUSTAINABLE BUSINESS STRATEGY

[SBM – 1, SBM-3, E1-4,]

Tecnotree's Strategic Sustainability Priorities	Focus Areas	Material Topic	Key Efforts	Progress in CY 2024	Targets
Environmental Stewardship	Climate & Environmental Responsibility	Energy Management	• Green Cloud Initiative • Energy Efficiency and Infrastructure Optimization • Sustainable Work Practices • Going Paperless	• 30% of data centers are certified green and carbon-neutral • Energy consumption in India (Bengaluru office): 2,12,068.74 KwH • Energy intensity in India: 12.05 kWh per EUR 1,000 .	• 100% climateneutral data centers by 2030 • Signatory to the Climate Neutral Data Center Pact by 2030 • Adhering to the renewable energy regulations across its operating locations
		GHG Emissions		• Scope 1 emissions: 3.11 tCO2e • Scope 2 emissions 145.68: tCO2e	• Net zero operations to be achieved by 2040 • Continued focus on minimizing Scope 1 emissions • Decrease emission intensity from employee commuting by 10% per employee per kilometer each year
Social Responsibility	Digital Inclusion & Diversity	Diversity, Equity, and Inclusion	• Addressing the Digital Divide • Workplace Equity and Inclusion	• Established a Diversity and Equity Plan and DEI Committee • 30% women employees in the workforce • Among the Top 10 companies in the Nordic Business Diversity Index since 2023	• Increase in the representation of women in India operations to 40% by 2028 and 50% by 2030.
		Human Capital Development		• 80%+ employees TM Forum certified • Mandatory training on Code of Conduct and POSH • Employee satisfaction score of 8.1 • Average training hours per employee: 6.12	• Well-Being of Employees - Initiatives such as anonymous teleconsultation, a speak-up portal and counselling sessions to be initiated • Employee satisfaction score of 8.1 in 2025 • DEI survey to be conducted annually

Tecnotree

Strategic Sustainability Priorities

Tecnotree's Strategic Sustainability Priorities	Focus Areas	Material Topic	Key Efforts	Progress in CY 2024	Targets
		Customer Relationship Management		• Customer satisfaction score of 4.08	• Customer satisfaction score of 4.1 in 2025 • Onboard 12 new customers in 2025 • Customer engagement survey to conducted • NPS to be improved
		Community Impact and Engagement			• Promotion of employee volunteering in CSR activities (1 paid day for employees)
Governance	Governance and Compliance	Business Ethics and Compliance	• EU AI Act Readiness • Compliance Commitment - ISO 27001 re-certification, SOC2 Compli-ance and GDPR Adherence	• Quality Management System (QMS) in India aligned with ISO 9001:2015 standards	• 100% training on Anti-Bribery and Anti-Corruption (ABAC) • 5% of leadership incentives tied to ESG performance • Certify platform to comply 100% with the EU AI Act
		Data Privacy and Cyber Security		• Compliance with ISO/IEC 27001 and GDPR • Established an Information Security Management System (ISMS) • Have established Data Loss Prevention Policy and Data Backup Policy • Zero instances of data and cybersecurity breaches recorded during the year	
		Human Rights		• Established a Human Rights Policy and grievance redressal mechanisms • No cases of human rights violation reported during the year	

ENGAGING WITH STAKEHOLDERS

[SBM - 2]

PROCESS TO IDENTIFY IMPACTS, RISKS AND OPPORTUNITIES

Creating value for stakeholders is at the core of Tecnotree's mission and purpose. By listening to and addressing their needs, the Company navigates social, environmental and economic challenges in ways that drive mutual growth, innovation and long-term sustainability.

Stakeholder Engagement Approach

1. Identify stakeholders

2. Understand stakeho lder needs and expectations

3. Analyse their influence on Tecnotree

4. Engage with the identified stakehold ers

5. Track and analyse the results of the engagement

6, Undertake relevant changes and improvement to engagement strategy

Stakeholders	Topics of Engagement	Measures in Place to Meet Stakeholder Needs	Engagement Mode	Engagement Frequency
Consumer	• Compliance with customer contractual requirements • High-quality solutions • On-time delivery • Effective customer support • Business continuity	• The Steering Group monitors service line assembly and conducts project reviews • The Quality Control (QC) team ensures all services are tested before release and prioritises defect triage • Weekly Delivery Dashboard reviews, daily escalation review meetings, Project Steering Group, customer relationship reviews and issue resolution/velocity reviews are conducted	• Surveys • Grievance redressal mechanism • Customer meets	• Annual • Demand-based
Suppliers	• Compliance with supplier contractual requirements	• Periodic review of contracts with suppliers • Review of terms and conditions in purchase orders	• Surveys • Supplier meets • Supplier quality and performance assessment	• Ongoing • Demand-based

Methods of engagement (continued)

Stakeholders	Topics of Engagement	Measures in Place to Meet Stakeholder Needs	Engagement Mode	Engagement Frequency
Employees	• Conducive and positive work environment • Defined roles and responsibilities • Training and development	• Employee reward and recognition programmes • Training academy to facilitate relevant upskilling programmes • Defined Way of Working (WoW) practices	• Townhalls • Emails • Engagement initiatives • Leadership meetings • Training programmes	• Ongoing • Demand-based
Leadership	• Meeting stakeholder requirements • Adherence to legal, contractual and regulatory requirements • Optimal resource management to meet the expectations of interested parties • Sustenance of ISO certifications • Effective of Quality Management System (QMS	• Periodic reviews of stakeholder needs • Regular project reviews • Global demand and supply planning process for proactive workforce planning and predictable revenue planning and reconciliation • Conduct Quarterly Quality Management Board (QMB) meetings to ensure the sustenance of QMS and ISO certification • Conduct reviews of Internal Quality Assurance (IQA) and Software Quality Assurance (SQA)	• Emails • Webinars • Virtual meetings • CEO communication	• Quarterly • Demand-based
Investors	• Complying with applicable laws and regulations • New business • Revenue growth • Sustainability of operations owing to political unrest or natural calamities	• Legal team ensures adherence to legal and contractual requirements • Latest market needs are shared by the pre-sales team with the Product Data Management (PDM) team, who then creates a roadmap for a new product version based on those needs • There is a Business Continuity Plan (BCP) in place	• Investor meets • Performance updates	• Annual • Quarterly • Demand-based
Regulatory authorities	• Complying with Finnish legislation • Adherence to European Sustainability Reporting Standards (ESRS) • Compliance with Nasdaq OMX Helsinki Rules and Regulations • Compliance of the Data Protection and Privacy Policy with the General Data Protection Regulation (GDPR)	• Internal and external monitoring and control activities to ensure Tecnotree conducts business in compliance with applicable legislation and regulations	• Annual reports and other regulatory filings	• Ongoing
Communities	• Digital inclusion • Education • Skill development	• Offer digital services to developing markets, enabling communities to access digital services at affordable prices	• CSR activities • Awareness programmes	• Ongoing

DOUBLE MATERIALITY ASSESSMENT

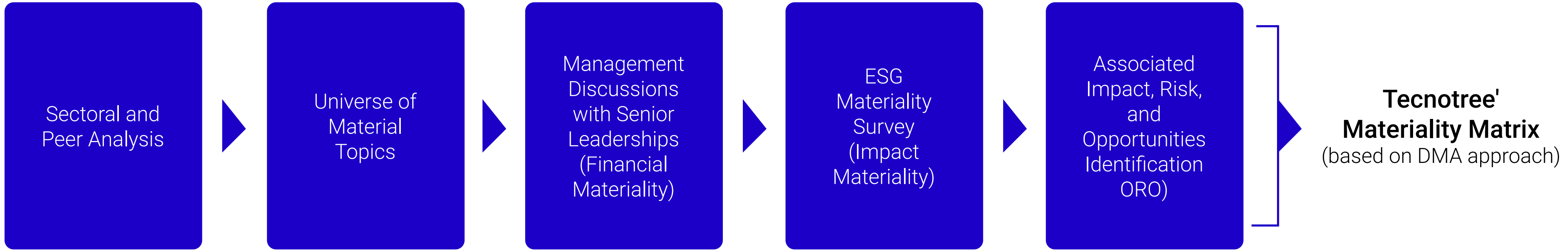
[IRO -1, IRO -2, SBM – 3]

PROCESS TO IDENTIFY IMPACTS, RISKS AND OPPORTUNITIES

During the year 2024, Tecnotree conducted its maiden double materiality assessment (DMA) in accordance with Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS). The assessment considered both the impacts of the Company's business on environment and people (impact materiality) and how sustainability topics prompts material financial effect on Tecnotree's business (financial materiality).

Tecnotree engaged with its key stakeholders (internal and external) to capture their interests and expectations from the Company [Read more about Tecnotree's approach to engaging with stakeholders in its standalone CSRD-aligned Sustainability Report 2024]. The assessment aligned with industry standards, regulatory requirements and the Company's strategy, while considering both internal insights and external stakeholder perspectives. The final result was a comprehensive list of material topics impacting Tecnotree.

Process to Identify and Prioritize Material Topics

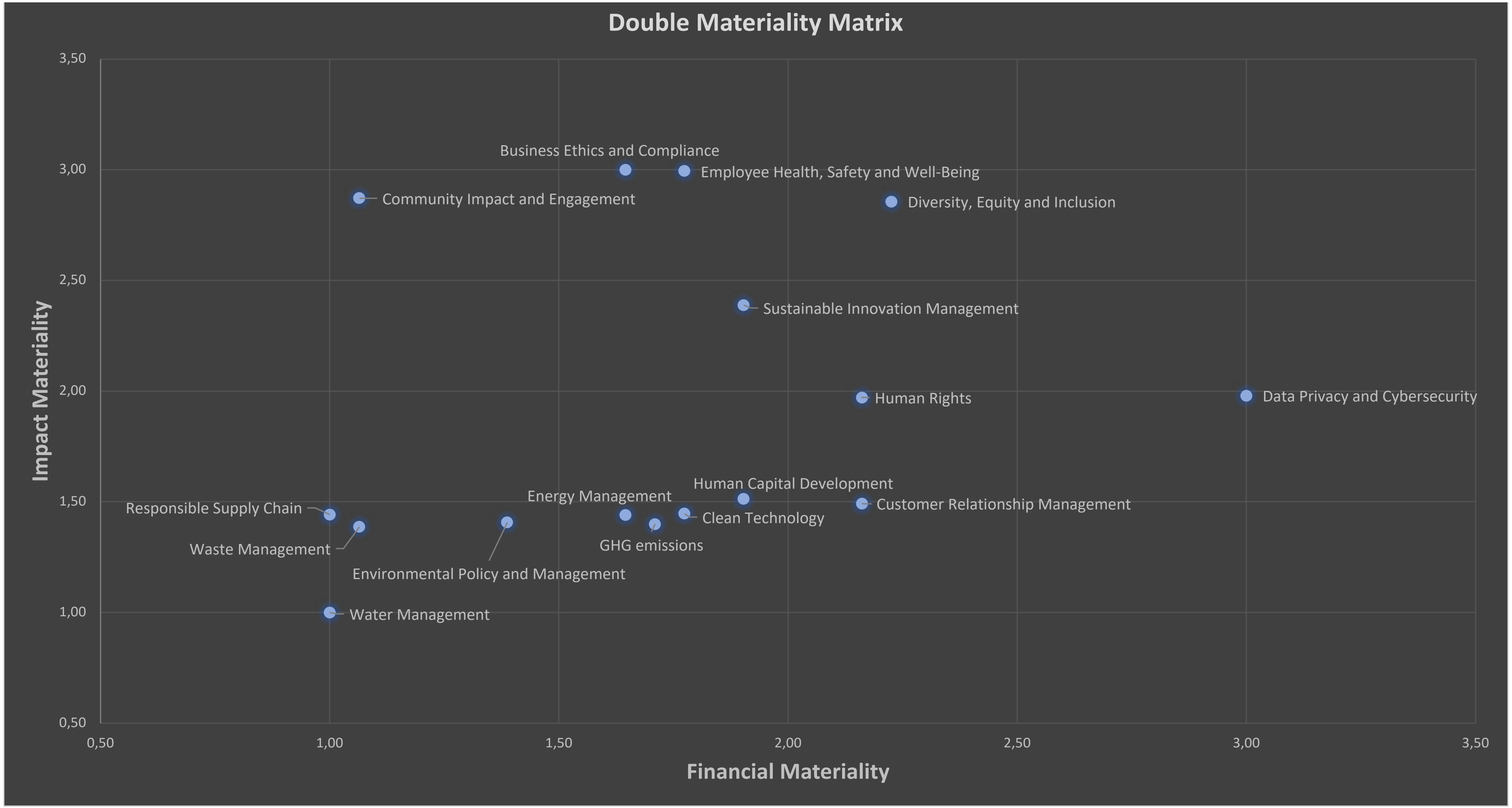


Sectoral and Peer Analysis: To align with industry trends and the regulatory landscape, material topics pertinent to Tecnotree were identified by reviewing sector standards and analyzing the priorities of peer companies.

Universe of Material Topics: Tecnotree reviewed material topics identified by industry peers and mandated by sector standards. Overlapping topics focused on similar areas were merged to create a comprehensive set of material topics, categorized into E, S, and G.

Management Discussions: Tecnotree's subject matter experts and senior leadership provided insights into the major risks and opportunities associated with material topics relevant to the company. Their insights informed the assessment of each material topic's impact, risk, and opportunity. The financial materiality assessment aligns with Tecnotree's enterprise risk management (ERM) framework, incorporating quantitative and qualitative scales and considering financial effects such as reputational, regulatory, investor and monetary impacts. This approach differs from the ERM framework by extending time horizons and evaluating risks before implementing mitigation measures, aligning with ESRS 1.

Materiality Survey: Tecnotree conducted a web-based survey of nearly 10% of its internal workforce and external stakeholders (sample suppliers/vendors) to capture their insights on the relevance of the universe of material topics. The survey assessed the magnitude of impact**,** focusing on the severity of each issue, as well as the time horizon of impact of each material topic on a three-point scale – low impact (1), medium impact (2) and high impact (3); and short term (1), medium term (2), and long term (3) impact, respectively.



Tecnotree

Impacts, Risks and Opportunities

Risk Opportunity

Material Topic	Potential Risks/ Opportunities	Measures Taken by Tecnotree	Actual Impact on Tecnotree
Business Ethics and Compliance	Risk: Tecnotree could face ethics and compliance risks due to a dynamic regulatory landscape, reliance on AI models and operations in complex geographies.	Tecnotree has a strong Code of Conduct and policy framework for ethical business conduct, with regular training for employees and internal audits to ensure compliance. The Company uses a trustability layer for machine learning applications to ensure ethical and secure AI use. Fairness assessments further reinforce ethical AI deployment practices.	No cases of violation of applicable compliances and ethical business codes were reported in during the reporting year.
Clean Technology	Opportunity: Advancements in clean technologies enable organizations to operate more efficiently.	Tecnotree is exploring investments in green data centers and renewable energy-powered cloud	30% of Tecnotree's data centers are certified green and carbon-neutral during the reporting year.
Community Impact and Engagement	Opportunity: Engaging with local communities is essential for fulfilling corporate social responsibility commitments, enhancing reputation and building stakeholder trust.	Tecnotree supports community well-being through CSR initiatives in education, healthcare and digital inclusion. Employee volunteering and partnerships with NGOs and government bodies amplify the impact of these programs.	CSR initiative implemented by the CSR Wing of the Company focuses on education of children from disadvantaged sections.
Customer Relationship Management	Opportunity: Customers seek reliable business partners with long-term strategic interests.	Customer experience, service, and satisfaction are core to Tecnotree's business model. CSAT insights help understand customer perceptions, improving account and brand management for better relationships. Third-party survey feedback is shared with business heads.	Tecnotree has widened its customer base in MEA, NA and EU markets through market penetration and customer acquisition initiatives.
Data Privacy and Cybersecurity	Risk: Evolving data privacy regulations and increased threat of cyber security attacks could expose the Company to regulatory, litigation and market risks.	Tecnotree's Information Security Policy guides employees to ensure data protection compliance. The Company embeds privacy considerations, conducts vulnerability testing, and holds ISO 27001 certification to meet high security standards, build customer trust and reduce legal risks.	No cases of cyber security and data breaches were reported during the year.

Tecnotree

Impacts, Risks and Opportunities

Material Topic	Potential Risks/ Opportunities	Measures Taken by Tecnotree	Actual Impact on Tecnotree
Diversity, Equity and Inclusion	A diverse talent pool is essential for value creation in today's knowledge-based economy.	Tecnotree is committed to a diverse, inclusive, and discrimination-free workplace, fostering an environment that supports women in leadership and removes advancement barriers. Following a DEI survey in 2023, the Company launched initiatives to promote diversity, equity and inclusion.	The Company has achieved 29.64% gender diversity with women being well represented in Board and senior leadership.
Employee Safety, Health and Well-Being	Workplace well-being improves employee retention, reducing hiring and training costs while boosting productivity.	Tecnotree prioritizes employee health and well-being through comprehensive Safety and Health training, wellness initiatives, and regular workplace evaluations. Its "Get Fit" policy, work-life balance programs and self-care day off enhance productivity, while mental health workshops and employee assistance services improve job satisfaction and performance.	No cases of ill health, work-related injuries, and complaints concerning workplace safety were reported during the year. The Company had Employee Satisfaction (ESAT) score of 8.1/10 in 2024.
Energy Management	Advancements in energy-efficient technology and the adoption of renewable energy can help Tecnotree improve energy and cost efficiency by reducing consumption.	Tecnotree optimizes energy use with data-driven solutions such as energy monitoring software, supported by remote work policies and energy-efficient hardware for effective energy management.	Tecnotree's largest facility in Mysuru is carbon-neutral and operates from a green building. The Company is transitioning to a LEED-certified office to reduce energy costs.
GHG emissions	Climate change and severe weather may threaten Tecnotree's facilities and data centers, reduce workforce productivity due to extreme temperatures, and expose the Company to risks from stricter carbon emission regulations.	Tecnotree is actively reducing its carbon footprint by shifting towards green data centers, optimizing data center energy usage and promoting sustainable practices across its supply chain	By adopting a hybrid work policy of three remote days per week, Tecnotree significantly reduces commuting emissions. Additionally, the green data center in Mysuru, featuring innovative cooling technologies and energy efficiency measures, further lowers Tecnotree's emissions.

Impacts, Risks and Opportunities

Material Topic	Potential Risks/ Opportunities	Measures Taken by Tecnotree	Actual Impact on Tecnotree
Human Capital Development	Effectively managing human capital boosts employee engagement, productivity, and innovation, driving business success.	Tecnotree invests in employee development through structured training programs, skill upgradation initiatives and performance reviews. Efforts to engage employees include leadership development programs, mentorship opportunities, and team-building activities to foster retention and growth.	No cases of human rights violation were reported during the year.
Human Rights	Dynamic regulations and stakeholder activism pose regulatory and litigation risks.	Tecnotree upholds strict human rights policies across its operations and supply chains, ensuring compliance with labor laws and ethical standards through regular training, audits and vendor collaborations. Risk assessments address issues such as forced labor and unfair wages.	No cases of human rights violation were reported during the year.
Responsible Supply Chain	Tecnotree's global supply chain, including providers of IT hardware, may be subjected to regulatory risks.	Tecnotree ensures responsible sourcing by screening suppliers on social and environmental criteria, prioritizing MSME and local supplier partnerships, and monitoring compliance with sustainability standards.	No tangible risks concerning supplies of materials and services were reporting during the year.
Sustainable Innovation Management	Rising demand for sustainable products and services makes innovation management crucial for Tecnotree to meet customer expectations and stay competitive.	Tecnotree integrates sustainability into its innovation, focusing on energy-efficient software and solutions. Using customer insights, market and competitor analysis, and in-house innovation, it ensures competitive offerings. Embedding innovation management within the Product Engineering team drives continuous improvement and agility. Significant R&D funding supports sustainable products, while partnerships and new technologies strengthen Tecnotree's leadership in sustainable innovation.	Tecnotree has developed new products catering to the healthcare and fintech segments.

ENVIRONMENTAL STEWARDSHIP

Tecnotree integrates environmental responsibility into its business, focusing on energy efficiency, resource management and technology innovation to reduce its environmental footprint and support global climate goals. The Management Board oversees environmental risks and ensures responsible operations through strategic planning and innovation to enhance performance. The Company drives positive environmental impact through responsible innovation and data-driven sustainability, prioritizing eco-friendly infrastructure, clean energy and waste reduction. Committed to a culture of environmental responsibility, Tecnotree aligns with global climate goals and stakeholder expectations through strategic partnerships, employee engagement and transparent reporting, aiming for a greener, more resilient future.

Material topics

• Energy Management	• GHG Emissions	• Water Management	• Waste Management

Reducing the Environmental Footprint

Tecnotree focuses on the following areas to reduce its environmental footprint:

Efficient data centers	• 30% of data centers are green and carbon neutral, including the Mysuru facility • Committed to transitioning to 100% green data centers • Investing in LEED-certified buildings • Focused on meeting higher environmental standards to ensure future readiness and resilience in a climate-conscious world
Technology for sustainability	• Monitoring energy consumption and efficiency using OpenTelemetry • Providing flexible, cloud-agnostic infrastructure solutions allowing customers to choose their preffers platforms
Sustainable digital solutions	• Promoting green cloud infrastructure, optimizing energy efficiency

Efficient Data Centers

Approximately 30% of Tecnotree's data centers, including our Mysuru facility, are certified as green and carbon-neutral. These facilities contribute surplus energy back to the grid, demonstrating the Company's proactive approach to sustainable infrastructure. While demand for green facilities remains limited in markets like Africa and Latin America due to varying awareness of climate change, Tecnotree is committed to transitioning to 100% green data centers in the long term. This shift depends on customer requirements, investments and market trends. For example, energy-efficient infrastructure has seen less emphasis in energy-abundant regions like the Middle East, but the Company anticipates greater demand in markets such as the United States, where carbon reduction is a priority.

Driven by an internal commitment to sustainability, Tecnotree is adopting green data centres and pursuing LEED-certified buildings to align with global sustainability goals. While formal demand for green initiatives from customers and investors is still emerging, the Company is focused on meeting higher environmental standards to ensure future readiness and resilience in a climate-conscious world.

Technology for Sustainability

Tecnotree is leveraging advanced technology to drive sustainability by monitoring energy consumption and efficiency across its infrastructure using tools such as OpenTelemetry. Additionally, the Company provides flexible, cloud-agnostic infrastructure solutions that empower customers to choose their preferred platforms, including the Company's data centre cloud. While customers' data is not directly accessed from Tecnotree's facilities, the Company is committed to aligning its operational practices with sustainability objectives, proactively embracing green infrastructure.

Sustainable Digital Solutions

Tecnotree recognizes the role of technology in driving sustainability and is taking steps to integrate cleaner solutions into its operations. One of its key initiatives is promoting green cloud infrastructure, which helps optimize energy efficiency while reducing environmental impact. Moreover, Tecnotree's Certify solution not only advances clean technology but also strengthens trust and governance in Artificial Intelligence (AI). By ensuring transparency, detecting biases, and promoting fairness in AI-driven decision-making, it aligns with critical frameworks such as the EU AI Act, CSRD standards, and personal information privacy policies.

PRIORITISING CLIMATE CHANGE MITIGATION

[E1-3]

Tecnotree recognizes the role of technology in driving sustainability and is taking steps to integrate cleaner solutions into its operations. One of its key initiatives is promoting green cloud infrastructure, which helps optimize energy efficiency while reducing environmental impact. Moreover, Tecnotree's Certify solution not only advances clean technology but also strengthens trust and governance in Artificial Intelligence (AI). By ensuring transparency, detecting biases, and promoting fairness in AI-driven decision-making, it aligns with critical frameworks such as the EU AI Act, CSRD standards, and personal information privacy policies.

Integration of Sustainability-related Performance in Incentive Schemes

[ESRS 2 GOV-3]
At Tecnotree, climate-related considerations are not yet explicitly linked to the remuneration of the members of the administrative, management and supervisory bodies. The Company acknowledges the importance of embedding sustainability into its KPIs and business objectives. To accelerate progress and strengthen credibility, it intends to introduce sustainability-linked incentive programs within the next two years.

Transition Plan for Climate Change Mitigation

[E1-1]

Tecnotree is actively working on developing a comprehensive transition plan, set for adoption by CY 2027, with clear objectives for reducing Scope 1, Scope 2 and Scope 3 emissions, alongside setting interim milestones to ensure accountability and measurable progress. While the formal plan is underway, the Company is embedding sustainable, climate-conscious practices across its operations. The Company's efforts include reducing emissions through data-driven strategies, adopting renewable energy and low-carbon technologies and improving energy efficiency. It also plans to integrate climate resilience by assessing and mitigating physical and transition risks.

Policies Related to Climate Change Mitigation and Adaptation

[E1-2]

Tecnotree is committed to advancing sustainability and addressing climate change through a formalized climate action policy framework. As part of this initiative, the Company is assessing its operational footprint while aligning with industry best practices to establish measurable, low-carbon initiatives. Key actions include transitioning to green data centers as a cornerstone of its low-carbon strategy, with plans to strengthen energy efficiency and environmental stewardship targets by 2026.

Energy Consumption

[E1-5]
Tecnotree's focus on green energy procurement and energy-efficient office infrastructure underscores our commitment to responsible consumption, with a long-term goal of achieving 100% climate-neutral data centers by 2030 as part of the Climate Neutral Data Center Pact. For the year 2024, the Company's energy consumption stood at 2,12,068.74 KWh, with an energy intensity of 12.05 KWh per 1,000 EUR for its India operations.
Tecnotree optimizes energy use through a pay-as-you-go model for public cloud services, automated virtual machine shutdown during off-peak hours, and increased renewable energy across locations. In India, leased office premises are managed by the property operator, who monitors and reports monthly energy consumption through sensors in floors and meeting rooms, ensuring accurate reporting and continuous optimization.

GHG Emission

[E1-6]

Tecnotree recognizes that understanding and managing its greenhouse gas (GHG) emissions is a crucial part of our environmental responsibility and sustainability strategy. For the first time, the Company tracked its emissions for CY 2024 across all three Scopes (1, 2, and 3), each contributing to its total carbon footprint in different ways. Scope 1 emissions totaled 3.11 tCO_2e (originating from diesel generator sets in the Company's Bengaluru office) while Scope 2 emissions stood at 145.68 tCO_2e (attributed to grid electricity usage in its Bengaluru office) for its India operations.

Building on this foundation, Tecnotree is now setting clear targets to drive emissions reduction. The Company is working towards a net-zero target by CY 2040, with defined reduction pathways for Scope 1, 2, and 3 emissions from a baseline year. A key focus is reducing Scope 3, Category 7 emissions, with a target to decrease emission intensity from employee commuting by 10% per employee per kilometer each year. The Company's Localisation Policy, set to launch in 2025, along with the existing Work-from-Home Policy, will play a crucial role in reducing Scope 3 emissions by optimizing workforce distribution and reducing travel-related carbon footprints. As part of this commitment, Tecnotree aims to align its reduction efforts with global best practices, including the Science-Based Targets initiative (SBTi) framework. Moving forward, the Company will continue to enhance its emissions management strategy, leveraging the GHG Protocol Corporate Standard and the GHG Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard to improve transparency and accountability.

By systematically screening Scope 3 emissions for India operations using the Scope 3 GHG Screening Framework, Tecnotree has identified the following relevant categories and applied appropriate calculation methods for each category:

Category 1: Purchased Goods and Services

Tecnotree used the spend-based method to estimate these emissions. This method involves calculating the emissions by applying relevant emission factors to the total spend on purchased goods and services through procurement data and expenditure records.

Category 3: Fuel- and Energy-Related Activities

Energy consumption includes diesel for backup power and grid electricity, both used in Tecnotree's India office. While grid electricity remains the primary source, the Company continues to explore efficiency measures and renewable energy integration.

Category 6: Business Travel

Tecnotree has disclosed business travel data for Finland, which includes air travel, car travel and hotel stays. For air travel, emissions were calculated based on the distance between airports. For car travel, the emissions were calculated using spend data on fuel, while for hotel stays, emissions were determined from the hotel expenses. This method allowed the Company to estimate the carbon footprint of its business travel accurately, considering the different travel modes and their respective impacts.

Category 7: Employee Commute

Tecnotree surveyed a sample of 223 employees, representing approximately 30% of its total workforce of 742. To calculate the emissions from commuting, the Company used a fuel-based method for employees who drive their own vehicles. For those using public transportation, the Company applied a distance-based emission factor to reflect the mode of transport and commute distances. For employees who worked from home (WFH), the Company used a WFH-specific emission factor, which captures the indirect emissions from the energy consumed at home. This hybrid approach allowed Tecnotree to account for a variety of commuting patterns across different employee groups.

Tecnotree

Scope 3 Categories	Calculation Methods	Total emissions
Category 1: Purchased Goods and Services	Spend-based method	2.20 tCO2e
Category 3: Fuel- and Energy-Related Activities	Average data method	55.88 tCO2e
Category 6: Business Travel	For Finland: • Air travel – Distance between airports • Car travel – Spend data on fuel • Hotel stay – Hotel expenses	39.85 tCO2e
Category 7: Employee Commute	Surveyed a sample size of 30% (223 employees) of Tecnotree's workforce: • Employees driving their own vehicles – Fuel-based method • Employees using public transport – Distance-based emission factor • Employees working from home – Work-from-home-specific emission factor, capturing indirect emissions from the energy consumed at home	50.91 tCO2e

RESPONSIBLE RESOURCE MANAGEMENT

Water and Waste Management

While water is a low-priority environmental aspect for Tecnotree, the Company recognizes the importance of responsible water use. Its office in Bengaluru, which is a leased asset, has a rainwater harvesting system.
Tecnotree is committed to responsible e-waste management through a dedicated policy that ensures environmental considerations are integrated across the entire lifecycle of IT assets. To minimize electronic waste, the Company actively explores leasing models with OEM manufacturers for short-life assets such as laptops. This allows components to be reused in refurbished devices while ensuring proper electronic disposal.

SOCIAL RESPONSIBILITY

Tecnotree values its employees, fostering a diverse and inclusive workplace that upholds ethical practices. This commitment extends to customers, whose evolving needs are met through innovative solutions, including plans to expand eco-friendly cloud offerings. Tecnotree identifies customer needs, risks, and opportunities, implementing action plans supported by a robust quality management system and conducting annual satisfaction assessments and regular audits. The Company encourages employee volunteering and collaborates with NGOs to amplify its impact.

Material topics

[ESRS 2 SBM-3]

• Human Capital Management	• Community Impact and Engagement	• Employee Safety, Health and Well-being	• Diversity, Equity and Inclusion
• Customer Relationship Management	• Human Rights	• Responsible Supply Chain	

Empowering the Workforce

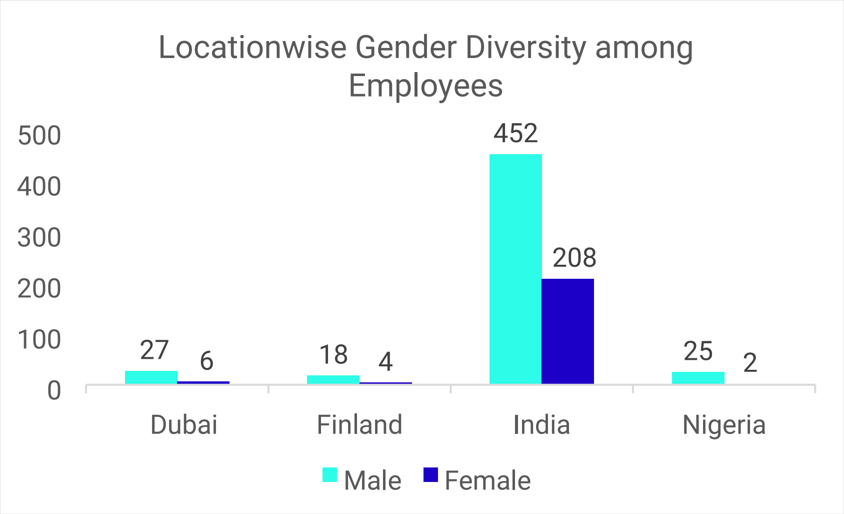
[ESRS 2 SBM-2, ESRS 2 SBM-3, S1-6, S1-7, S1-9, S1-12]

Tecnotree currently employs 742* permanent employees across Dubai, Finland, India, and Nigeria of which 522 are male and 220 are female. The employee turnover for the reporting year is 10.91%.

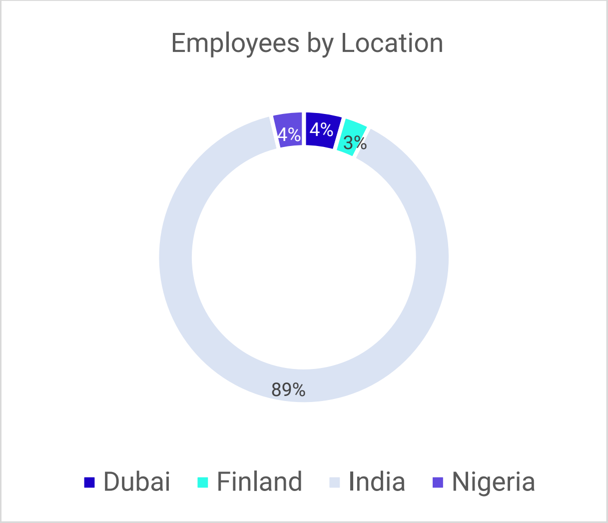
During the year, we onboarded 82 new hires in India and Nigeria – 66 male and 16 female – of which 60% were below 30 years of age. We collaborate with direct contractors, fixed-bid contractors, third-party contractors and interns through various contractual arrangements.

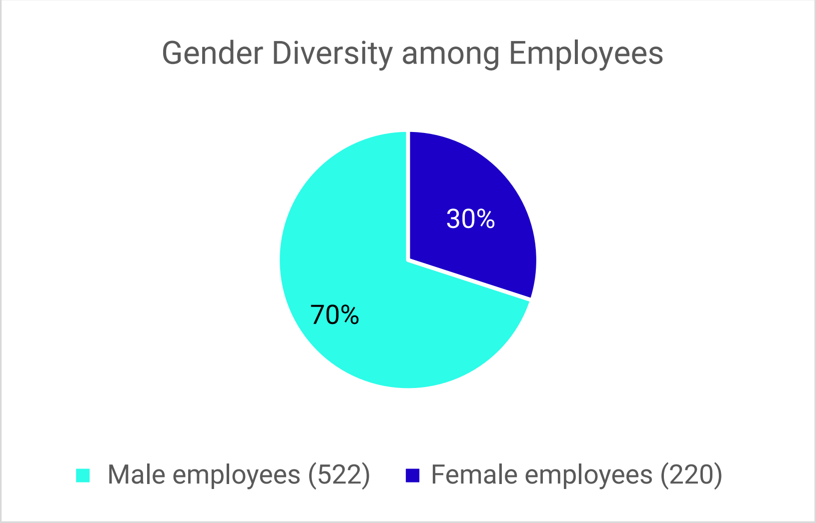
Tecnotree collaborates with 175 non-employees through various contractual agreements.

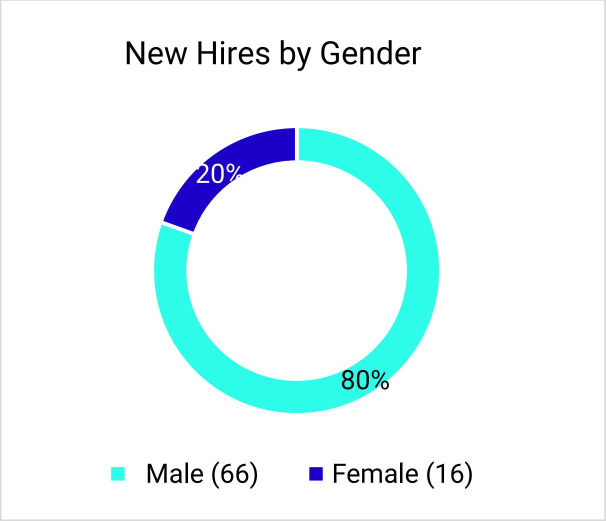
In line with the European General Data Protection Regulation (GDPR), Tecnotree does not collect information on personal information about its employees across its operations.

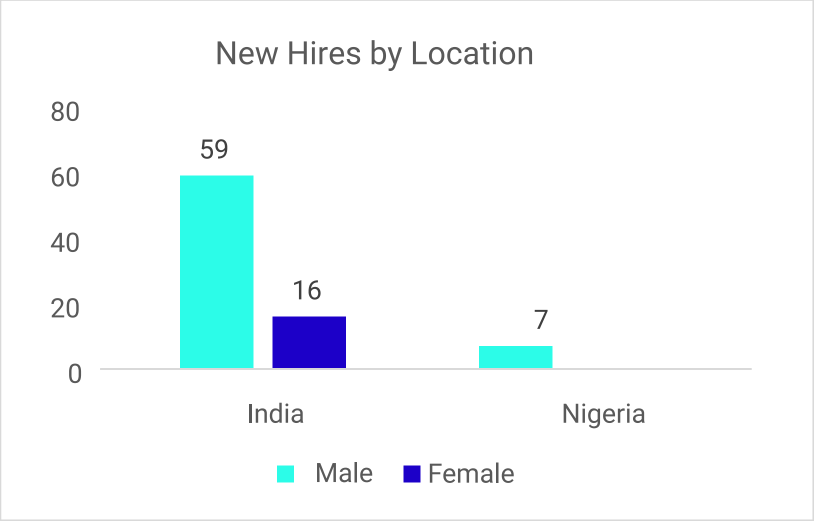


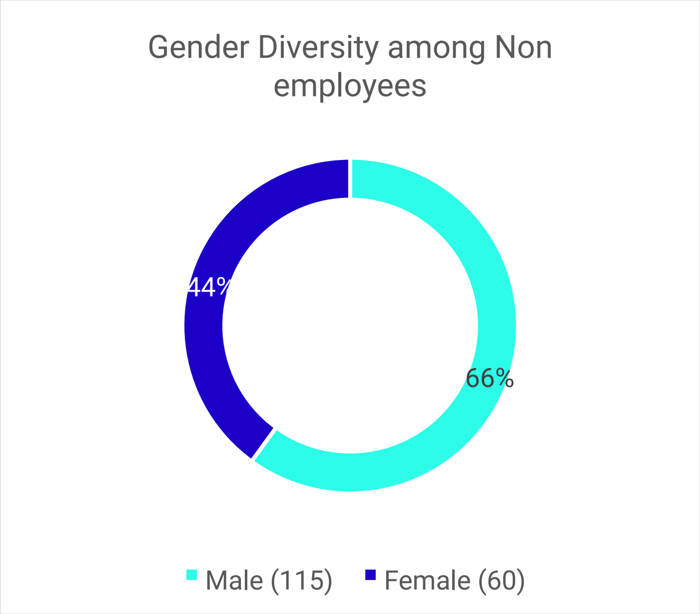
*excluding other locations

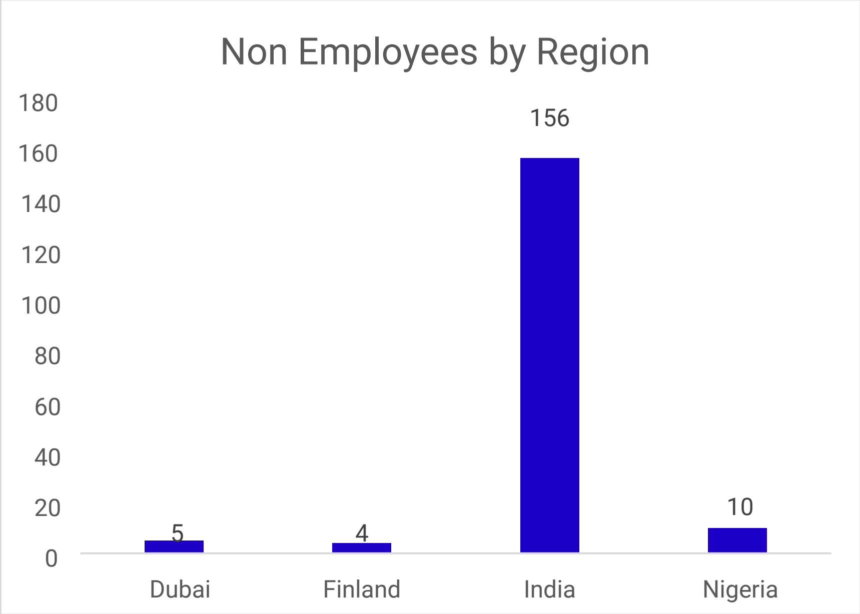

Employees by Location
4%
4%
3%
89%
Dubai
Finland
India
Nigeria


Gender Diversity among Employees
30%
70%
Male employees (522)
Female employees (220)


New Hires by Gender
20%
80%
Male (66)
Female (16)


New Hires by Location
80
60
40
20
0
59
16
7
India
Nigeria
Male
Female


Gender Diversity among Non employees
44%
66%
Male (115)
Female (60)


Non Employees by Region
180
160
140
120
100
80
60
40
20
0
5
4
156
10
Dubai
Finland
India
Nigeria

Prioritising Employee Well-being

[S1-4, S1-10, S1-11, S1-14, S1-15, S1-16, S1-17]

Tecnotree offers a comprehensive range of benefits to support employee well-being and growth:

• Provision for remote work • Lunch benefit according to local practices	• Parental leaves and allowances as per or better than local regulations in all Tecnotree locations • Regular sports, leisure and employee engagement activities

Occupational Safety and Health Program

Tecnotree's Safety Action Plan fosters a healthy work environment by encouraging employee cooperation and safety concern reporting. The OHS Committee, OSH Manager and elected del-egates twice a year to address OSH issues, collaborating with employees and healthcare pro-viders to ensure workplace safety. For Finland offices, the General Safety and Action Guide en-sures employee safety through emergency preparedness and clear action steps.

Tecnotree in Finland provides the following healthcare benefits:

Pre-employment medical examination	Fixed-term medical examination every three years for employees over 50 years of age	Mandatory medical examination for postings abroad	Substance Abuse Program to maintain a substance-free, healthy, and safe working environment	Various types of insurance such as employee pension, accident insurance, life insurance, unemployment insurance and travel insurance

Early Support Model

The model, applicable to all employees at Tecnotree Oyj, ensures timely responses to issues that threaten work, safety and work well-being. The model applies to situations such as deterioration in work performance, burnout and short-term or long-term recurrent sickness.

Crisis Management Framework

Tecnotree's crisis management framework prioritises employee and contractor safety and health when facing extraordinary internal or external crises. The process emphasises timely and organised decision-making, ensuring visibility of situation, actions and impacts to relevant stakeholders. A dedicated Crisis Management Team, led by a designated Crisis Manager and including representatives from various departments, is activated to effectively manage the situation, reduce risks, and ensure business continuity, aiming for a safe environment for Tecnotree's workforce.

Parental Leaves and Childcare Service

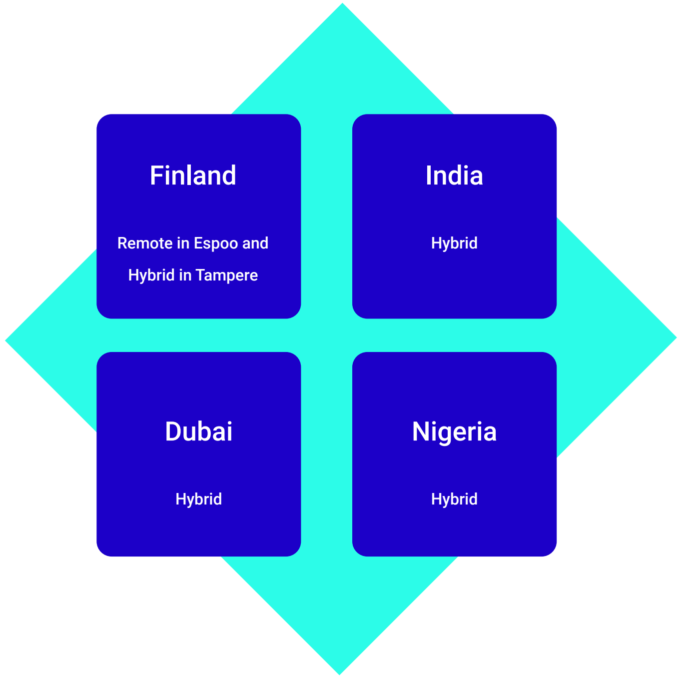
All Tecnotree employees are entitled to parental leave as per or better than local regulations.

Get Fit Tecnotree

Tecnotree's Get Fit model promotes daily physical and mental wellness, offering a "Selfcare Day-off" for employees who complete 20 hours of monthly exercise and report consistently. This special leave is earned monthly, rewarding sustained health commitment.

Working Model across Offices

Tecnotree follows a 5-day work week across its offices.



Policies for Employee Well-being

[S1-1]

Tecnotree's policies, approved by the Board of Directors, are applicable to all employees, contractors and suppliers.

Code of Conduct:
The Code of Conduct guides them to uphold integrity, accountability and respect, emphasizing diversity, inclusion and sustainability. Compliance with laws on anti-corruption, labor rights, and data protection is mandatory, with transparent business transactions reflected in financial records. All employees and subcontractors review the Code annually and must pass a test to confirm understanding. Tecnotree offers a channel (Direct reporting) for reporting misconduct. A dedicated team investigates reports, taking appropriate action up to legal measures, without retaliation.

Human Rights Policy:
The policy adheres to the UN Guiding Principles on Business and Human Rights, EU directives, ILO conventions, the Modern Slavery Act 2015 and the Universal Declaration of Human Rights. The Board, CFO and CEO oversee the policy. It is applicable to Tecnotree's employees and is reinforced through mandatory Code of Conduct and POSH training programs.

Anti-harassment Policy:
Tecnotree has a zero-tolerance policy towards harassment in all work settings. Applicable to all employees, this policy encourages them to report harassment immediately. Retaliation against those reporting harassment is strictly prohibited. The policy complies with all local laws,, including the Occupational Safety and Health Act, Equality Act and Non-discrimination Act.

Prevention of Sexual Harassment (POSH) Policy:
Tecnotree's POSH Policy prohibits all forms of sexual harassment and retaliation. All employees are required to complete mandatory POSH training, including annual refresher training.

Anti-bribery and Anti-Corruption Policy:
[G1-3, G1-4]
Tecnotree's anti-corruption and anti-bribery policy, aligned with the UN Convention against Corruption, prohibits all forms of bribery and corruption. Employees in Finland, India, Dubai and Nigeria receive mandatory training. No incidents of corruption or bribery were detected in 2024.

Diversity and Equity Plan:
Tecnotree's Diversity and Equity plan aligns with the Finnish Non-discrimination Act and Act on Equality. It is implemented by the management board, HR, managers and the occupational safety and health team. It features measurable goals, regular monitoring and biennial updates starting in 2025. A DEI Committee actively promotes diversity, equity, and inclusion across recruitment, performance management, and employee engagement at Tecnotree Oyj.

Employee Engagement

S1-2, S1-3, S1-5

Tecnotree has developed an Employee Communication Model to foster transparent, meaningful, and consistent engagement with our workforce. On the back of its commitment to employees, Tecnotree achieved an employee satisfaction score of 8.1/10 during the year.

Employee Communication Model

Engagement Type	Engagement Frequency	Key Topics of Discussion	Engagement Mode
CEO communication	Quarterly	• Quarterly goal • Organisation performance	• Email • Webinar
Communication from the Vice President / Regional Head	Once in 2 months	• Regional goals • Products • Challenges • New initiatives	• Webinar
Business units	Once in 2 months	• Updates from each business function • Customer feedback • Progress of products • Rewards and recognition (internal to Tecnotree and external) • Customer expectations	• In-person • Virtual
1x1 between team members and their immediate managers	Monthly	• Business development and goal tracking • Employee appreciation • Two-way constructive feedback • Learning and development need analysis	• In-person • Virtual
Marketing / Chief Financial Officer (CFO)	As and when released to public	• Public releases	• Email

Engagement Type	Engagement frequency	Key topics of discussion	Engagement mode
New employee communication	Monthly	• Goal setting by the manager (before the end of the first month of joining) • One-on-one skip-level by the Core Management Board (CMB) (before the end of the second month of joining) • Pulse check by HR Business Partner (before the end of the third month of joining) • Probation review by the manager and CMB (at the end of the probation period)	• In-person • Virtual
HR communication	Monthly	• Overview of Tecnotree and its policies	• Email

* A stretch assignment is a project or task outside of an employee's current role or skill level and is designed to help them learn and grow.

Appraisals and Exit Interviews

Tecnotree employs a top-down annual target-setting process, with Board-approved goals established at the start of the year and cascaded to Business Units. These targets are further distributed to teams and individual employees. All Tecnotree employees participated in performance and career development reviews. Progress is assessed through biannual goal evaluation discussions, including a mid-year review and an annual appraisal.
The Company's exit interview process follows a two-step approach. Departing employees first complete an exit questionnaire, followed by a confidential face-to-face interview with an HR Business Partner. Feedback is reviewed with the management team and Business Unit Head while maintaining confidentiality, and actionable steps are implemented to support continuous improvement.

Collective Bargaining Coverage and collaboration

Tecnotree respects the rights of its Finnish employees to freely associate, participate and engage in collective bargaining in accordance with the law. Collective bargaining does not apply to its employees in India, Dubai and Nigeria. In CY 2024, 100% of Tecnotree's employees in Finland were covered by collective bargaining agreements.

Training and Development

[S1-13, G1-3]

Tecnotree prioritizes the continuous growth and development of its workforce by investing in comprehensive training and skill enhancement programs. Through tailored learning pathways, leadership development programs and workshops on emerging technologies, the Company fosters a culture of innovation and adaptability. To meet its employees' needs, Tecnotree has implemented reward and recognition programmes, initiated several training programmes to facilitate relevant upskilling and defined Way of Working (WoW) practices to ensure efficiency and consistency.

Employees

6.12 hours Average training hours per employee	**5.8 hours** Average training hours per male employee	**6.8 hours** Average training hours per female employee

Non-employees

24.99 hours Average training hours per employee	**21.82 hours** Average training hours per male non-employee	**31 hours** Average training hours per female non-employee*

Consumers and End-users

[ESRS SBM-2, ESRS SBM-3]

Tecnotree places its customers at the centre of its business and ensures its solutions align with their evolving needs and expectations. To strengthen customer relationships, the Company's Strategy Committee participates in customer meetings and events, providing clarity on its strategic direction.

During the year, Tecnotree achieved a customer satisfaction score of 4.08/5. In 2023, the Company achieved a Net Promoter Score (NPS) in the medium range of 0-30, with 20% of respondents being promoters. The NPS is under evaluation for 2024.

Engaging with customers

[S4-2, S4-5]

- **Addressing Customer Grievances** 2Tecnotree ensures seamless customer support through its 24/7 global technical team, delivering prompt and efficient solutions across all time zones to enhance customer satisfaction. The Company is committed to safeguarding customer data with robust security protocols to prevent breaches. In the unlikely event of a data leak, it notifies affected customers within 48 hours, swiftly removes the compromised element from the network and keeps relevant stakeholders informed.

- **SLA monitoring:** Tecnotree is committed to mitigating risks related to breaches in contractual or SLA requirements, data privacy breaches and delivery challenges due to environmental or political reasons. Current controls include rigorous SLA monitoring and regular project reviews conducted by the Project Steering Group (PSG) to ensure compliance and proactive risk management. In cases where issues arise, delivery reviews are initiated, with actions monitored and tracked by the COO's office to ensure timely resolution and maintain customer trust.

- **Product and service testing:** To mitigate the risk of releasing products or services with defects, the Quality Control (QC) and System Integration (SI) teams ensure comprehensive testing before any release. Defect triage processes prioritize issues, and if any defects remain, a known defects list is shared during the release to maintain transparency and manage customer expectations.

- **Delivery delays and delays in customer response**: To manage delays in delivery, Tecnotree conducts regular weekly delivery dashboard reviews and daily escalation meetings. The Company also conducts reviews through Project Steering Groups (PSGs) and Change Requests (CRs), focusing on issue resolution and project velocity. The action plan includes initiating periodic Project Steering Committee meetings to ensure timely delivery and address any delays proactively.

- **Leveraging AI for CRM:** The customer relationship management (CRM) space is investing significantly in AI, presenting an opportunity for Tecnotree to enhance its customer service capabilities. By leveraging AI, the Company aims to bring greater efficiency to its customer service processes, optimize deliveries and improve overall customer experience. Exploring and integrating these new technologies can enable Tecnotree to stay ahead of industry trends, deliver more personalized and responsive services, and drive innovation in the CRM domain.

Corporate social responsibility

In 2022, Tecnotree established a CSR Committee in its India operations to engage employee volunteers in identifying and addressing key community issues. The Committee aligns volunteer opportunities with Tecnotree's mission and vision, selecting causes that resonate with employees to encourage greater participation and maximize the impact of its collective CSR efforts. Meeting quarterly, the Committee drives these initiatives, with the level of engagement and financial contribution varying annually based on Tecnotree's financial performance. Currently, the Company does not have active CSR programs in Dubai, Finland or Nigeria.

Shine for a Cause

This special charity event, held during the festival of Diwali, is dedicated to making a meaningful impact by supporting the NGO Ashraya in providing top-quality facilities for underprivileged children. Donation boxes were placed at office locations to collect essential items, including groceries (such as daal, rice, milk and coupons), clothing and footwear (for boys and girls aged 3–16), as well as school supplies and toys, all aimed at brightening lives and fostering positive change.

GOVERNANCE

Responsible Business Conduct

GOV-1

Corporate Governance Framework

ESRS 2, GOV-1, GOV-3

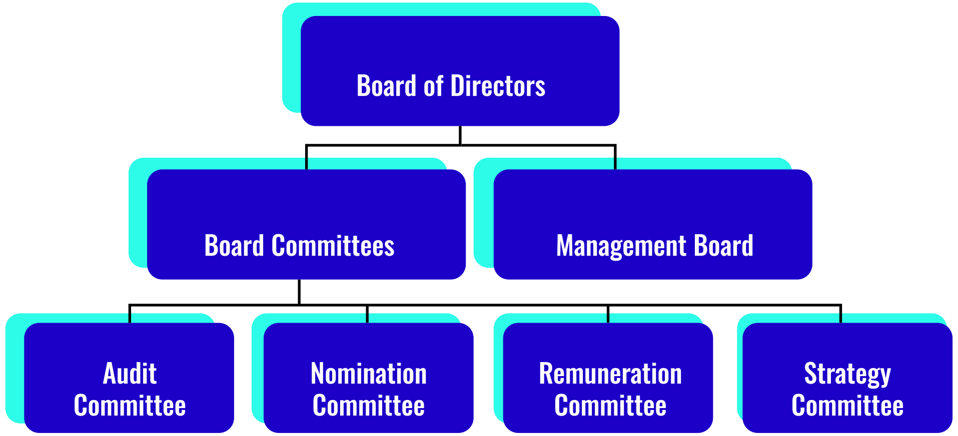
Strong governance underpins Tecnotree's long-term success, ensuring accountability, transparency and stakeholder trust. Through tight risk management and continuous improvement, the Company proactively addresses challenges and delivers sustainable value to its employees, customers and communities.

Material Topics

• Business Ethics and Compliance	• Bribery and Corruption

Tecnotree has established corporate governance structure and undertakes regular risk assessments to identify and mitigate potential ethical and compliance risks. The Company does not engage in lobbying activities across its global operations

The Tecnotree Board of Directors, comprising non-executive members, supported by the four Board Committees, are responsible for the Company's corporate governance and for effective oversight of its operations.



Read more about the members of the Board and Management Board, the roles of the Board Committees and Board independence and diversity in the Corporate Governance Statement of Annual Report.

Governance

Board's Commitment to Sustainability

]GOV-3, GOV-4, GOV-5, G1-5]

Tecnotree is committed to embedding due diligence as a core element of its governance, strategy and business model to ensure alignment with the Corporate Sustainability Due Diligence Directive (CSDDD). To strengthen this commitment, the Company has proactively initiated the EcoVadis assessment process, in which will provide a comprehensive framework for evaluating and enhancing its sustainability and corporate social responsibility (CSR) efforts. The results of this assessment will be transparently shared in the Company's upcoming report.

Business Conduct Policies and Corporate Culture

]G1-1]

Tecnotree's comprehensive governance framework encompasses policies that guide the Company's approach to managing material business conduct impacts, risks and opportunities.

Business Continuity and Disaster Recovery Policy: Tecnotree's Business Continuity and Disaster Recovery (BC/DR) Policy ensures the uninterrupted delivery of its products and services by preparing for potential disruptions and maintaining business resilience. The policy is reviewed annually or after significant environmental changes. The policy aligns with ISO/IEC 27001, an international standard for security control measures designed to help organizations mitigate risks related to the confidentiality, integrity and availability of data. Specifically, it adheres to the following controls:

- A 17.1.1: Planning for information security continuity
- A 17.1.2: Implementing information security continuity measures
- A 17.1.3: Verifying, reviewing, and evaluating information security continuity
- A 17.2.1: Ensuring the availability of information processing facilities

ALIGNMENT WITH THE GENERAL DATA PROTECTION REGULATION (GDPR)

Tecnotree recognizes the importance of data protection and is committed to full compliance with the GDPR's requirements, particularly with Articles 33 and 34:

Article 33: Notification of a privacy breach to the supervisory authority

Article 34: Communication of a privacy breach to the data subject

The Company notifies the supervisory authority and affected data subjects within 72 hours of a breach, where feasible, prioritizing transparency to minimize risks to rights and freedoms under GDPR.

Tecnotree

Governance

- **Privacy Breach Handling Procedure:**
  Tecnotree's Privacy Breach Handling Procedure ensures prompt reporting and effective response to suspected or confirmed data breaches, in accordance with the GDPR requirements.

- **IT Policy:**
  Tecnotree global IT Policy outlines guidelines for employees and contractors regarding the appropriate use of both company-issued and personal electronic devices for work-related purposes.

- **Information Security Policy:**
  Tecnotree's Information Security Management System (ISMS) prioritizes the protection of intellectual property, organizational assets and sensitive information. The Company's Information Security Policy adheres to ISO/IEC 27001:2013.

- **Data Loss Prevention Policy:**
  Tecnotree's Data Loss Prevention (DLP) Policy ensures the protection of sensitive data through mandatory employee compliance with security training and the Acceptable Use Policy (AUP).

- **Data Backup Policy:**
  Tecnotree's Data Backup Policy safeguards critical data and ensures swift recovery in case of loss or system failure. One copy of critical data backups is sent to Finland.

- **Quality Management System:**
  Tecnotree India's Quality Management System (QMS) is built on a framework aligned with ISO 9001:2015 standards. The QMS emphasises a process-oriented approach, focusing on continuous improvement and customer satisfaction. It is underpinned by the Tecnotree Way of Working (TT WoW), a set of best practices that guide all operations, ensuring a consistent and effective approach to quality management across the organisation.

- **Mechanisms for Reporting Contradictory Behavior:**
  Tecnotree provides accessible channels for identifying, reporting and investigating concerns about behavior that contradicts its Code of Conduct. Reports can be made through the direct reporting to the Management or Human Resources or the dedicated email contact. A designated team promptly and thoroughly investigates all reports. Findings are reviewed, and appropriate action is taken, ranging from disciplinary measures to legal action, depending on the severity of the violation. Tecnotree prohibits any form of retaliation against whistleblowers and plans to establish a Whistleblower Policy by CY 2026.

- **Cooperation Committee:**
  Tecnotree's Cooperation Committee fosters collaboration between the management and personnel, enhancing working conditions and employee influence. Employee representatives, typically shop stewards or elected officials, engage in negotiations with management on matters concerning their work and workplace. The Committee comprises equal representation from employees and management, addressing broader Company-wide issues. Led by the HR Manager, it may include experts as needed, with separate advisory boards formed for specific change negotiations.

DOING ETHICAL BUSINESS WITH SUPPLIERS

[G1-2, G1-6]
Tecnotree prioritizes ethical sourcing, supplier diversity and open communication, ensuring commitment to responsible business practices throughout its supply chain.

Supplier Security Policy

Tecnotree's Supplier Security Policy ensures the security of its information assets and premises by establishing stringent requirements for all third parties. The policy mandates NDAs, security evaluations and risk assessments and contractual security obligations, including compliance with Tecnotree's security policies and provisions for audits, breach reporting and business continuity.

Procurement Process

Purchase Orders (POs) are not required for purchases under EUR 1,000 annually per vendor. Purchases over EUR 1,000 require three quotes. The Purchase Committee approves purchases over EUR 25,000. Single-source and final price approvals, and all advance payments, require CFO consent. Regional procurement committees include the Controller, in addition to the HR and Delivery Head (India) or Tech Head (Finland). The Company pays the suppliers upon invoice receipt, measuring payment time from the contractual or statutory due date. Average supplier invoice payment times are 90 days in Dubai, 85 days in Finland, 150 days in India and 30 days in Nigeria.

Annexure
ESRS Disclosure Index

Topic	Description	Section of Report	Page Number	Remarks
ESRS 2- General Disclosures				
BP1	General basis for preparation of the sustainability statement	About the report		
BP2	Disclosures in relation to specific circumstances	About the report		
GOV1	The role of the administrative, management and supervisory bodies	Corporate governance framework		
GOV2	Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	Board of Directors and Management Board		
GOV3	Integration of sustainabilityrelated performance in incentive schemes	Board's commitment to sustainability		
GOV4	Statement on due diligence	Board's commitment to sustainability		
GOV5	Risk management and internal controls over sustainability reporting	Board's commitment to sustainability		
SBM1	Strategy, business model and value chain	Our strategy		
SBM2	Interests and views of stakeholders	Engaging with stakeholders		
SBM3	Material impacts, risks and opportunities and their interaction with strategy and business model	Double Materiality Assessment		
IRO1	Description of the processes to identify and assess material impacts, risks and opportunities	Double Materiality Assessment		
IRO2	Disclosure requirements in ESRS covered by the undertaking's sustainability statement	Double Materiality Assessment		
ESRS E1- Climate Change				
ESRS 2 GOV3	Integration of sustainabilityrelated performance in incentive schemes	Integration of sustainabilityrelated performance in incentive schemes		
E11	Transition plan for climate change mitigation	Transition plan for climate change mitigation		
ESRS 2 SBM3	Material impacts, risks and opportunities and their interaction with strategy and business model			
ESRS 2 IRO1	Description of the processes to identify and assess material climaterelated impacts, risks and opportunities			
E12	Policies related to climate change mitigation and adaptation	Policies related to climate change mitigation and adaptation		
E13	Actions and resources in relation to climate change policies	Prioritising climate change mitigation		
E14	Targets related to climate change mitigation and adaptation	Targets related to climate change mitigation and adaptation		
E15	Energy consumption and mix	Energy Consumption		
E16	Gross Scopes 1, 2, 3 and Total GHG emissions	GHG emissions		
S1- Own Workforce				

Annexure

ESRS 2 SBM2	Interests and views of stakeholders	Empowering our workforce and Policies for employee wellbeing		
ESRS 2 SBM3	Material impacts, risks and opportunities and their interaction of with strategy and business model	Empowering our workforce and Material Topics		
S11	Policies related to own workforce	Policies for employee wellbeing		
S12	Processes for engaging with own workers and workers' representatives about impacts	Employee engagement		
S1- 3	Processes to remediate negative impacts and channels for own workers to raise concerns	Employee engagement		
S14	Taking action on material impacts and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions and approaches	Prioritising employee wellbeing		
S15	Targets related to managing material impacts, advancing positive impacts, as well as to risks and opportunities	Employee engagement		
S16	Characteristics of the Undertaking's Employees	Empowering our workforce		
S17	Characteristics of nonemployee workers in the undertaking's own workforce	Empowering our workforce		
S18	Collective bargaining coverage and social dialogue	Employee engagement		
S19	Diversity metrics	Empowering our workforce		
S110	Adequate Wages	Prioritising employee wellbeing		
S111	Social protection	Prioritising employee wellbeing		
S112	Persons with disabilities	Empowering our workforce		
S113	Training and Skills Development metrics	Training and development		
S114	Health and safety metrics	Prioritising employee wellbeing		
S115	Worklife balance	Prioritising employee wellbeing		
S116	Remuneration metrics (pay gap and total remuneration)	Prioritising employee wellbeing		
S117	Incidents, complaints and severe human rights impacts	Prioritising employee wellbeing		
S4 - Consumers and endusers				
ESRS 2 SBM2	Interests and views of stakeholders	Catering to diverse customer needs and Material Topics		
ESRS 2 SBM3	Material impacts, risks and opportunities and their interaction with strategy and business mode	Catering to diverse customer needs and Material Topics		
S41	Policies related to consumers and endusers	Policies related to Customers		
S42	Processes for engaging with consumers and endusers about impacts	Engaging with customers		
S43	Processes to remediate negative impacts and channels for consumers and endusers to	Addressing customer grievances		

Annexure

S44	Taking action on material impacts on consumers and endusers, and approaches to managing material risks and pursuing material opportunities related to consumers and end- users, and effectiveness of those actions	Addressing customer grievances		
S45	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Engaging with customers		
G1 - Business conduct				
ESRS 2 GOV1	The role of the administrative, management and supervisory bodies	Board of Directors and Management Board		
ESRS 2 IRO1	Description of the processes to identify and assess material impacts, risks and opportunities	Materiality assessment		
G11	Business conduct policies and corporate culture	Business conduct policies and corporate culture		
G12	Management of relationships with suppliers	Doing ethical business with suppliers		
G13	Prevention and detection of corruption and bribery	Antibribery and corruption		
G14	Incidents of corruption or bribery	Antibribery and corruption		
G15	Political influence and lobbying activities	Board's commitment to sustainability		
G16	Payment practices	Doing ethical business with suppliers		

ESRS ESG Data Pack

E15 Energy consumption and mix	
Particulars	Data
Energy consumed	
Purchased Electricity - Grid	200389 KwH
Diesel	1164 Liter
Total	200389.15 KwH
	763.44 GJ

Annexure

E1-6 Gross Scopes 1, 2, 3 and Total GHG emissions	
Particulars	Data
Greenhouse gas (GHG) emissions	
Direct GHG emissions (scope 1)	
Total scope 1 GHG emissions	3.11 tCO_2e
Indirect GHG emissions (scope 2)	
Location-based	145.68 tCO_2e
Indirect GHG emissions (scope 3)	
C1: purchased goods and services	2.2 tCO_2e
C3: fuel- and energy-related activities	55.88 tCO_2e
C6: business travel	39.85 tCO_2e
C7: employee commuting	50.91 tCO_2e

S1-6: Characteristics of the undertaking's employees					
Employee Head Count in Finland	Unit of Measure	Dubai	Finland	India	Nigeria
Male	Number	27	18	452	25
Female	Number	6	4	208	2
Total	**Number**	**33**	**22**	**660**	**27**

New Employee Hire		
	Male	Female
By Employee Category		
Permanent Employees	66	16

Annexure

Temporary Employees		
By Region		
Finland	0	0
India	59	16
Nigeria	7	0
Dubai	0	0
By Age		
<30	38	11
3050	28	5
>50	0	0

S1-7: Characteristics of non-employees in the undertaking's own workforce

Non-Employee Head Count	Unit of Measure	Dubai	India	Finland	Nigeria
Non-Employees	Number	5	156	4	10

S1-7: Characteristics of non-employees in the undertaking's own workforce

Non-Employee Head Count	Unit of Measure	Dubai	India	Finland	Nigeria
Male	Number	5	100	4	6
Female	Number	0	56	0	4
Total	**Number**	**5**	**156**	**4**	**10**

Annexure

S1-13: Training and skills development metrics

Training and Skill Development - EMPLOYEES	Unit of Measure	Dubai			Finland			India			Nigeria		
		Male	Female	Total	Male	Female	Total	Male	Female	Total	Male	Female	Total
Total No. of Employees per Category	Number	27	6	33	18	4	22	452	208	660	25	2	27
No. of Hours of Training per Category	Hours	144.5	27	171.5	104	128	232	2,692	1,358.50	4,050.50	89	1.5	90.5
Average hours of training per year per employee	Hours per Year per Employee (hours/year/ employee)	5.35	4.5	5.2	5.78	32	10.55	5.96	6.53	6.14	3.56	0.75	3.35

S1-13: Training and skills development metrics

Training and Skill Development –	Unit of Measure	Dubai			Finland			India			Nigeria		
NON EMPLOYEES		Male	Female	Total	Male	Female	Total	Male	Female	Total	Male	Female	Total
Total No. of Non-Employees per Category	Number	5	0	5	4	0	4	100	56	156	6	4	10
No. of Hours of Training per Category	Hours	34.5	0	34.5	37	0	37	2,433.50	1,860.80	4,294.30	4	3	7
Average hours of training per year per non-employee	Hours per Year per Non-Employee (hours/year/ non-employee)	6.9	0	6.9	9.25	0	9.25	24.34	33.23	27.53	0.67	0.75	0.7

Annexure

S1-15- Work-life balance metrics

Parental Leaves	Unit of Measure	Dubai		Finland		India		Nigeria	
		Maternity Leave/ birthing parent	Paternity Leave/non-birthing parent	Maternity Leave/ birthing parent	Paternity Leave/non-birthing parent	Maternity Leave/ birthing parent	Paternity Leave/non-birthing parent	Maternity Leave/ birthing parent	Paternity Leave/non-birthing parent
No. of employees entitled to parental leave	Number	6	27	4	18	208	452	2	25
No. of employees that took parental leave	Number	0	0	0	3	10	19	0	0
Total number of employees that returned to work in CY 2024 after parental leave ended	Number	0	0	0	3	10	19	0	0
Total number of employees that returned to work after parental leave ended that were still employed 12 months after their return to work	Percentage	0	0	0	1	8	15	0	0
Return to work rate of employees that took parental leave	Percentage	0	0	0	100%	100%	100%	0	0
Retention rates of employees that took parental leave	Percentage	0	0	0	33%	80%	79%	0	0

Annexure

S116 - Remuneration metrics (pay gap and total remuneration)	
Remuneration metrics (pay gap and total remuneration) in Finland	
Pay gap between female and male employees (%)	Cannot be disclosed due to female low head count
Annual total remuneration ratio	
Remuneration metrics (pay gap and total remuneration) in Nigeria	
Pay gap between female and male employees (%)	Females are paid 23% higher than males
Annual total remuneration ratio	13% higher
Remuneration metrics (pay gap and total remuneration) in Dubai	
Pay gap between female and male employees (%)	Males are paid 4% higher than females
Annual total remuneration ratio	3.4% higher
Remuneration metrics (pay gap and total remuneration) in India	
Pay gap between female and male employees (%)	Males are paid 10% higher than females*
Annual total remuneration ratio	25.4% higher

*Unadjusted pay gap level-wise.

Annexure

G1-3: Prevention and detection of corruption and bribery					
Particulars	Unit of Measure	Dubai	Finland	India	Nigeria
Training on corruption and bribery					
At-risk functions					
Total employees	Number	33	22	660	27
Total employees receiving training	Number	17	20	620	13
% of employees at corruption and bribery risk covered by training programmes	Percentage	52%	91%	94%	48%
Managers					
Total employees	Number	23	13	140	4
Total employees receiving training	Number	14	11	105	1
% of employees at corruption and bribery risk covered by training programmes	Percentage	61%	85%	75%	25%
Administrative, management and supervisory bodies					
Total employees	Number	4	1	1	0
Total employees receiving training	Number	0	1	1	0
% of employees at corruption and bribery risk covered by training programmes	Percentage	0	100%	100%	0
Other own workers					
Total employees	Number	6	8	519	23
Total employees receiving training	Number	3	8	514	12
% of employees at corruption and bribery risk covered by training programmes	Percentage	50%	100%	99%	52%

Annexure

G14 Incidents of corruption or bribery	
Particulars	Data
Incidents of bribery or corruption	0

G16 Payment practices	
Particulars	Data
Finland	85 days
India	150 days
Dubai	90 days
Nigeria	30 days

Tecnotree

FINANCIAL STATEMENTS

CONSOLIDATED INCOME STATEMENTS

EUR 1,000	Note	2024	2023
Net sales	1, 2	**71,560**	**78,385**
Other operating income	6	52	192
Materials and services	3	-2,509	-4,741
Personnel expenses	4	-19,712	-24,234
Depreciation, amortisation and impairment losses	5	-6,929	-3,867
Other operating expenses	6	-18,650	-21,889
Operating profit		**23,813**	**23,845**
Financial income	7	4,216	6,077
Financial expenses	7	-15,225	-15,992
Result before taxes		**12,803**	**13,930**
Income taxes	8	-4,489	-2,780
Result for the period		**8,314**	**11,150**
Equity holders of the parent company		8,315	11,151
Non-controlling interest		0	-1
Earnings per share attributable to the ordinary equity holders of the parent			
Earnings per share basic, eur	9	0,50	0.04
Earnings per share diluted, eur	9	0,19	0.04
Number of shares (1,000s of shares)		17,053	318,956

STATEMENT OF COMPREHENSIVE INCOME

EUR 1,000	Note	2024	2023
Result for the Period		**8,314**	**11,150**
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss:			
Remeasurement items on net defined benefit liability		113	-112
Tax on items that will not be reclassified subsequently to profit or loss		-27	71
Items that may be reclassified subsequently to profit or loss:			
Translation differences from foreign operations	19	-3,410	-9,792
Tax relating to translation differences		844	2,423
Other comprehensive income, net of tax		-2,480	-7,410
Total comprehensive income for the period		**5,835**	**3,740**
Comprehensive income for the period attributable to:			
Equity holders of the parent company		5,829	3,749
Non-controlling interest		6	-9

CONSOLIDATED BALANCE SHEET

EUR 1,000	Note	31.12.2024	31.12.2023
ASSETS			
Non-current assets			
Intangible assets	10	43,130	33,478
Property, plant and equipment	11	107	389
Deferred tax assets	8	31	529
Non-current receivables	12	2,184	1,903
Total non-current assets		**45,452**	**36,299**
Current assets			
Trade and other receivables	14	75,331	69,161
Income tax receivables	14	1,238	1,954
Cash and cash equivalents		16,845	20,827
Total current assets		**93,414**	**91,943**
Assets total		**138,866**	**128,242**

EUR 1,000	Note	31.12.2024	31.12.2023
SHAREHOLDERS' EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital	15	1,346	1,346
Share premium fund	15	847	847
Translation differences	15	-22,458	-19,909
Other reserves	15	29,433	29,652
Retained earnings		82,233	74,400
Equity attributable to equity holders of the parent		92,401	86,337
Non-controlling interest		187	181
Total shareholders' equity		**92,588**	**86,518**
Compulsory Convertible Debentures		**23,100**	21,100
Non-current liabilities			
Other non-current non interest-bearing liabilities	17	2,757	2,493
Pension obligations	18	1,401	1,203
Total non-current liabilities		**4,158**	**3,696**
Current liabilities			
Current interest-bearing liabilities	16	3,909	5,673
Trade payables, provisions and other liabilities	17	15,111	11,255
Total current liabilities		**19,019**	**16,928**
Equity and liabilities total		**138,866**	**128,242**

CONSOLIDATED CASH FLOW STATEMENT

EUR 1,000	2024	2023
CASH FLOW FROM OPERATING ACTIVITIES		
Result for the period:	8,314	11,150
Adjustments to the result		
Depreciations	6,929	3,867
Financial income and expenses	11,009	9,916
Other adjustments	-7,862	-1,111
Income taxes	4,489	2,780
Changes in working capital:		
Current receivables, increase (-) /decrease (+)	-5,453	-5,525
Current liabilities, increase (+) /decrease (-)	3,854	-3,644
Financial income and expenses	-6,112	-7,730
Income taxes paid	--3,989	-3,483
Net cash flow from operating activities	**11,180**	**6,221**
CASH FLOW FROM INVESTING ACTIVITIES		
UTILIZED FROM CCD	12,989	**9,045**
Investments to tangible and intangible assets	-10,989	-11,852
Investments on third party software	-2,000	-2,044
Advance for Acquisition	0	-2,000
Net cash flow from investing activities		**-6,851**

EUR 1,000	2024	2023
CASH FLOW FROM FINANCING ACTIVITIES		
Compulsory convertible debentures	2,000	21,100
Utlilized for Investment activity	-12,989	-9,045
Sub Total	-10,989	12,055
Repayment of loans	-1,764	-4,643
New loans	0	5,496
Dividend payout	-160	0
Net cash flow from financing activities	**-12,913**	**12,908**
CHANGE IN CASH AND CASH EQUIVALENTS	-1,734	12,278
Cash and cash equivalents on 1 Jan	20,828	12,272
Change in foreign exchange rates	-2,250	-3,722
Cash and cash equivalents on 31 Dec	16,845	20,828

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT								
EUR 1,000	**Share capital**	**Share premium fund**	**Unrestricted equity reserve**	**Other reserves**	**Translation differences**	**Retained earnings**	**Total**	**Non-controlling interest**	**Total shareholders' equity**
Shareholders' equity 1.1.2024	**1,346**	**847**	**27,590**	**2,062**	**-19,909**	**74,400**	**86,337**	**181**	**86,518**
Result for the period						8,315	8,315	0	8,314
Other comprehensive income, net of tax					-2,549	63	-2,486	6	-2,480
Total comprehensive income for the period					-2,549	8,378	**5,829**	6	**5,835**
Dividend payout						-160	-160		-160
Share based payments						708	708		708
Other changes				-219		-94	-313		-313
Total shareholders' equity 31.12.2024	**1,346**	**847**	**27,590**	**1,843**	**-22,458**	**83,233**	**92,401**	**187**	**92,588**
Shareholders' equity 1.1.2023	**1,346**	**847**	**27,590**	**2,152**	**-12,617**	**60,563**	**79,881**	**190**	**80,071**
Result for the period						11,151	11,151	-1	11,150
Other comprehensive income, net of tax					-7,292	-110	-7 402	-8	-7,410
Total comprehensive income for the period					-7,292	11,041	**3,749**	-9	**3,740**
Share based payments						2,338	2,338		2,338
Revaluation reserve				-67			-67		-67
Argentina hyperinflation						501	501		501
Other changes				-23		-43	-66		-66
Total shareholders' equity 31.12.2023	**1,346**	**847**	**27,590**	**2,062**	**-19,909**	**74,400**	**86,337**	**181**	**86,518**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

ACCOUNTING PRINCIPLES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Corporate information

Tecnotree is a global supplier of telecom IT solutions, providing products and services for charging, billing, customer care, and messaging and content services.

The Group's parent company is Tecnotree Corporation, which is domiciled in Espoo, Finland, and its registered address is Tekniikantie 14, 02150 Espoo. Tecnotree Corporation is listed on the NASDAQ OMX Helsinki (TEM1V). A copy of the consolidated financial statements can be obtained on the Internet at www.investors.tecnotree.com.

The Board of Directors of Tecnotree Corporation has approved the publishing of these financial statements. According to the Finnish Limited Liability Companies Act, shareholders have the right to approve or reject the financial statements in the Annual General Meeting held after the publication of the financial statements. The Annual General Meeting also has the right to make a decision to amend the financial statements.

Basis of preparation

Tecnotree's consolidated financial statements have been prepared in accordance with the international financial reporting standards (IFRS) adopted by the EU, applying the IAS and IFRS standards and SIC and IFRIC interpretations in force on 31 December 2024 International Financial Reporting Standards, referred to in the Finnish Accounting Act and in ordinances issued based on the provisions of the Act, refer to the standards and to their interpretations adopted in accordance with the procedure laid down in regulation (EC) No 1606/2002 of the European Parliament and of the Council. The notes to the consolidated financial statements also conform to Finnish accounting and corporate legislation.

The consolidated financial statements are presented in EUR, which is also the Group's functional currency.

Amounts are rounded to the nearest thousand, unless otherwise stated.

The preparation of financial statements in compliance with adopted IFRS requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies. The areas where significant judgments and estimates have been made in preparing the financial statements are listed under section critical accounting estimates and judgements.

Basis of measurement

The consolidated financial statements have been prepared on a historical cost basis, except for the following items:

- Financial instruments – fair value through profit or loss
- Financial instruments – fair value through other comprehensive income
- Net defined benefit liability
- Equity settled share-based payments

Critical accounting estimates and judgements

The Group makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Revenue recognition: Assessment of performance obligations, method of determination of percentage of completion

The Company's contracts with customers include promises to transfer multiple products and services to a customer. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables, and allocation of transaction price to these distinct performance obligations involve significant judgment.

In arrangements for sale of third-party hardware and software, own software licences, implementation services (referred to as 'delivery' in the financial statements) and related maintenance and managed services, by applying the revenue recognition criteria for each distinct performance obligation, the arrangements with customers generally meet the criteria for considering sale of licence, implementation and related support/maintenance services as distinct performance obligations.

For allocating the transaction price, the Company measures the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. In cases where the Company is unable to determine the standalone selling price, the Company uses the expected cost plus margin approach in estimating the standalone selling price.

For sale of third-party hardware and software the performance obligations are satisfied upon delivery to the customers.

Revenue from licenses where the customer obtains a "right to use" the licenses is recognized at the time the license is made available to the customer.

For software implementation services (delivery) the performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses.

Revenue from maintenance and managed services are recognised rateably over the term of the contract.

Impairment of financial assets

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.

Post employment benefit liabilities

The present value of post-employment benefit obligations is determined on an actuarial basis using various assumptions, including the discount rate, inflation rate and mortality assumptions. Any changes in these assumptions will impact the carrying amount as well as the net pension cost/(income).

Share based payments

The share-based compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

Fair value measurement

A number of assets and liabilities included in the Group's financial statements require measurement at, and/or disclosure of, fair value. The fair value measurement of the Group's financial and non-financial assets and liabilities utilises market observable inputs and data as far as possible. Inputs used in determining fair value measurements are categorised into different levels based on how observable the inputs used in the valuation technique utilised are (the 'fair value hierarchy'):

- **Level 1** : Quoted prices in active markets for identical assets or liabilities
- **Level 2** : Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly
- **Level 3** : Inputs for the asset or liability that are not based on observable market data

Basis of consolidation

Where the company has control over an investee, it is classified as a subsidiary. The company controls an investee if all three of the following elements are present: power over the investee, exposure to variable returns from the investee, and the ability of the investor to use its power to affect those variable returns. Control is reassessed whenever facts and circumstances indicate that there may be a change in any of these elements of control.

De-facto control exists in situations where the company has the practical ability to direct the relevant activities of the investee without holding the majority of the voting rights. In determining whether de-facto control exists the company considers all relevant facts and circumstances, including:

- The size of the company's voting rights relative to both the size and dispersion of other parties who hold voting rights.
- Substantive potential voting rights held by the company and by other parties
- Other contractual arrangements
- Historic patterns in voting attendance.

The consolidated financial statements present the results of the company and its subsidiaries ("the Group") as if they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

There are no joint arrangements or associated companies in the Group.

Non-controlling interests

Net result and total other comprehensive income for the period attributable to the owners of the parent and non-controlling interests is presented in the statement of comprehensive income. Net result attributable to non-controlling interests is presented within equity in the consolidated balance sheet separately from equity attributable to the owners of the parent. Non-controlling interests of accrued losses are recognised in the consolidated financial statements up to the maximum amount of their investment

Revenue recognition

In accordance with IFRS 15 Tecnotree recognizes revenue depicting the pattern of the transfer of the goods and services to customers in an amount that reflects the amount to which the entity expects to be entitled in exchange for those goods or services. This is done applying the following five-step method:

1. Identify the contract with the customer
2. Identify the performance obligations in the contract
3. Determine the transaction price
4. Allocate the transaction price to the performance obligations in the contract
5. Recognize revenue when (or as) the entity satisfies a performance obligation

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties, in writing, to the contract, the parties to the contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognized upon transfer of control of promised products or services ("performance obligations") to customers in an amount that reflects the consideration the Company has received or expects to receive in exchange for these products or services ("transaction price"). When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. The Company allocates the transaction price to each distinct performance obligation based on the relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. In the absence of such evidence, the primary method used to estimate standalone selling price is the expected cost plus a margin, under which the Company estimates the cost of satisfying the performance obligation and then adds an appropriate margin based on similar services. The Company's contracts may include variable consideration including rebates, volume discounts and penalties. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is resolved. Revenue from fixed-price, fixed-timeframe contracts, where the performance obligations are satisfied over time is recognized using the percentage-of-completion method. Progress towards completion is measured on the output method as it is a fair and reliable representation of the progress considering the nature of performance obligations. The management continuously monitors the appropriateness of the method used for determining percentage of completion throughout the term of the contracts. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the estimated efforts or costs to complete the contract.

The billing schedules agreed with customers include periodic performance-based billing and / or milestone-based progress billings. Revenues in excess of billing are classified as unbilled revenue while billing in excess of revenues are classified as contract liabilities (which we refer to as unearned revenues).

The incremental costs of obtaining a contract (i.e. costs that would not have been incurred if the contract had not been obtained) are recognized as an asset if the Company expects to recover them. Certain eligible, non-recurring costs (e.g. set-up or transition or transformation costs) that do not represent a separate performance obligation are recognized as an asset when such costs (a) relate directly to the contract; (b) generate or enhance resources of the Company that will be used in satisfying the performance obligation in the future; and (c) are expected to be recovered. Such capitalized contract costs are amortized over the respective contract life on a systematic basis consistent with the transfer of goods or services to customer to which the asset relates.

Impairment of non-financial assets (excluding inventories, investment properties and deferred tax assets)

Impairment tests on goodwill and other intangible assets with indefinite useful economic lives are undertaken annually at the financial year end. Other non-financial assets are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount (i.e. the higher of value in use and fair value less costs to sell), the asset is written down accordingly.

Impairment charges are included in profit or loss, except to the extent they reverse gains previously recognised in other comprehensive income.

There are no goodwill assets in the Group as of 31 December 2024.

Foreign currency translation

Transactions entered into by Group entities in a currency other than the currency of the primary economic environment in which they operate (their "functional currency") are recorded at the rates ruling when the transactions occur. Foreign currency monetary assets and liabilities are translated at the rates ruling at the reporting date. Exchange differences arising on the retranslation of unsettled monetary assets and liabilities are recognised immediately in profit or loss, except for foreign currency borrowings qualifying as a hedge of a net investment in a foreign operation, in which case exchange differences are recognised in other comprehensive income and accumulated in the foreign exchange reserve along with the exchange differences arising on the retranslation of the foreign operation.

Exchange gains and losses arising on the retranslation of monetary financial assets are treated as a separate component of the change in fair value and recognised in profit or loss. Exchange gains and losses on non-monetary OCI financial assets form part of the overall gain or loss in OCI recognised in respect of that financial instrument.

On consolidation, the results of overseas operations are translated into EUR at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income and accumulated in the translation differences.

Exchange differences recognised in profit or loss in Group entities' separate financial statements on the translation of long-term monetary items forming part of the Group's net investment in the overseas operation concerned are reclassified to other comprehensive income and accumulated in the translation differences in consolidation.

On disposal of a foreign operation, the cumulative exchange differences recognised in the translation differences relating to that operation up to the date of disposal are transferred to the consolidated statement of comprehensive income as part of the profit or loss on disposal.

Financial assets

The Group classifies its financial assets into one of the categories discussed below, depending on the purpose for which the asset was acquired. Other than financial assets in a qualifying hedging relationship, the Group's accounting policy for each category is as follows:

Fair value through profit or loss

This category comprises in-the-money derivatives and out-of-money derivatives where the time value offsets the negative intrinsic value (see "Financial liabilities" section for out-of-money derivatives classified as liabilities). They are carried in the statement of financial position at fair value with changes in fair value recognised in the consolidated statement of comprehensive income in the finance income or expense line.

There were no derivates held by the group as of 31 December 2024.

Amortised cost

These assets arise principally from the provision of goods and services to customers (eg trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and the contractual cash flows are solely payments of principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions for current and non-current trade receivables are recognised based on the simplified approach within IFRS 9 using a provision matrix in the determination of the lifetime expected credit losses. During this process the probability of the non- payment of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised in profit or loss. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision. The Group's financial assets measured at amortised cost comprise trade and other receivables and in the consolidated statement of financial position. Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less. Based on the long-term partnerships with MTN Group and American Movil and the payments received, Tecnotree will treat these separately at the discretion of management and the above principles will not apply.

Fair value through other comprehensive income

Dividends are recognised in profit or loss, unless the dividend clearly represents a recovery of part of the cost of the investment, in which case the full or partial amount of the dividend is recorded against the associated investments carrying amount.

Purchases and sales of financial assets measured at fair value through other comprehensive income are recognised on settlement date with any change in fair value between trade date and settlement date being recognised in the fair value through other comprehensive income reserve.

Financial liabilities

The Group classifies its financial liabilities into one of two categories, depending on the purpose for which the liability was acquired.

Other than financial liabilities in a qualifying hedging relationship, the Group's accounting policy for each category is as follows:

Fair value through profit or loss

This category comprises out-of-the-money derivatives where the time value does not offset the negative intrinsic value (see "Financial assets" for in-the-money derivatives and out-of-money derivatives where the time value offsets the negative intrinsic value). They are carried in the consolidated statement of financial position at fair value with changes in fair value recognised in the consolidated statement of comprehensive income. The Group does not hold or issue derivative instruments for speculative purposes, but for hedging purposes. Other than these derivative financial instruments, the Group does not have any liabilities held for trading nor has it designated any financial liabilities as being at fair value through profit or loss.

Other financial liabilities include the following items:

Bank borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest-bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the consolidated statement of financial position. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Trade payables are carried at invoiced amount, which is considered to be equal to the fair value due to the short-term nature of the Group's trade payables.

Share capital

Financial instruments issued by the Group are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset.

The Group's ordinary shares are classified as equity instruments.

Defined contribution schemes

Contributions to defined contribution pension schemes are charged to the consolidated statement of comprehensive income in the year to which they relate.

Defined benefit schemes

Defined benefit scheme surpluses and deficits are measured at:

- The fair value of plan assets at the reporting date; less
- Plan liabilities calculated using the projected unit credit method discounted to its present value using yields available on high quality corporate bonds that have maturity dates approximating to the terms of the liabilities and are denominated in the same currency as the post-employment benefit obligations; less
- The effect of minimum funding requirements agreed with scheme trustees.

Remeasurements of the net defined obligation are recognised directly within equity. The remeasurements include:

- Actuarial gains and losses
- Return on plan assets (interest exclusive)
- Any asset ceiling effects (interest exclusive).

Service costs are recognised in profit or loss, and include current and past service costs as well as gains and losses on curtailments.

Net interest expense (income) is recognised in profit or loss, and is calculated by applying the discount rate used to measure the defined benefit obligation (asset) at the beginning of the annual period to the balance of the net defined benefit obligation (asset), considering the effects of contributions and benefit payments during the period.

Gains or losses arising from changes to scheme benefits or scheme curtailment are recognised immediately in profit or loss. Settlements of defined benefit schemes are recognised in the period in which the settlement occurs.

Other long-term service benefits

Other employee benefits that are expected to be settled wholly within 12 months after the end of the reporting period are presented as current liabilities. Other employee benefits that are not expected to be settled wholly within 12 months after the end of the reporting period are presented as non-current liabilities.

Share-based payments

The Group offers share-based compensation plans for employees. Employee services received and the corresponding increase in equity are measured by reference to the fair value of the equity instruments as of the grant date, excluding the impact of any nonmarket vesting conditions. Non-market vesting conditions attached to the performance shares are included in assumptions about the number of shares that the employee will ultimately receive. The Group reviews the assumptions made on a regular basis and, where necessary, revises its estimates of the number of performance shares that are expected to be settled. Plans that apply tranched vesting are accounted for under the graded vesting model. Share-based compensation is recognized as an expense in the consolidated income statement over the relevant service periods.

Leases

The Group accounts for a contract, or a portion of a contract, as a lease when it conveys the right to use an asset for a period of time in exchange for consideration. Leases are those contracts that satisfy the following criteria:

1. there is an identified asset;
2. the Group obtains substantially all the economic benefits from use of the asset; and
3. the Group has the right to direct use of the asset.

In determining whether the Group obtains substantially all the economic benefits from use of the asset, the Group considers only the economic benefits that arise use of the asset, not those incidental to legal ownership or other potential benefits.

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:

1. leases of low value assets; and
2. leases with a duration of 12 months or less.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the group's incremental borrowing rate on commencement of the lease is used. Variable lease payments are only included in the measurement of the lease liability if they depend on an index or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

Dividends

Dividends are recognised when they become legally payable. In the case of interim dividends to equity shareholders, this is when declared by the directors. In the case of final dividends, this is when approved by the shareholders at the General Meeting.

Provisions and contingent liabilities

A provision is recognised in the balance sheet when the Group has a present legal or constructive obligation as a result of a past event, it is probable that the obligation will have to be settled, and the amount of the obligation can be reliably estimated. If it is possible to obtain compensation for some of the obligation from a third party, the compensation is recognised as a separate asset, but only when it is virtually certain that the compensation will be received.

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence of uncertain future events not wholly within the control of the entity. Such present obligation that probably does not require settlement of a payment obligation and the amount of which cannot be reliably measured is also considered to be a contingent liability. Contingent liabilities are disclosed in the notes to the financial statements.

Income taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

Deferred taxation

Deferred tax is calculated using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the goodwill which is permanently non-deductible or for the undistributed earnings of foreign subsidiaries to the extent it is probable that the difference will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates enacted by the balance sheet date or substantially enacted tax rates. Deferred tax liabilities are mainly recognised in full, but deferred tax assets are only recognised to the extent that it is probable that future taxable income will be available against which they can be utilised. The conditions for recognition of any deferred tax asset are evaluated at the end of each reporting period.

Externally acquired intangible assets

Externally acquired intangible assets are initially recognised at cost and subsequently amortised on a straight-line basis over their useful economic lives.

In-process research and development programmes acquired in such combinations are recognised as an asset even if subsequent expenditure is written off because the criteria specified in the policy for development costs below are not met.

Immaterial rights include obtained technology patents, trademarks, customer registers, and technology rights. These are entered in the balance sheet at cost and depreciated on a straight-line basis over their economic lifetime. The residual value and useful life of assets are reviewed for each financial statement and, if necessary, adjusted to indicate changes expected in the assets' economic benefits. The economic lifetime is generally 3 to 10 years.

Internally generated intangible assets (development costs)

Expenditure on internally developed products is capitalised if it can be demonstrated that:

1. it is technically feasible to develop the product for it to be sold
2. adequate resources are available to complete the development
3. there is an intention to complete and sell the product
4. the Group is able to sell the product
5. sale of the product will generate future economic benefits, and
6. expenditure on the project can be measured reliably.

Capitalised development costs are amortised over the periods the Group expects to benefit from selling the products developed. The amortisation expense is included within the depreciation and amortisation line in the consolidated statement of comprehensive income.

Development expenditure not satisfying the above criteria and expenditure on the research phase of internal projects are recognised in the consolidated statement of comprehensive income as incurred.

The useful life of capitalized development expenditure is 5 years, and they are amortized on a straight-line basis over this period from the start of commercial use. The intangible assets that are not yet ready for use are tested annually for impairment. The recoverable amount of these assets is based on estimated future cash flows from sales and/or use of the asset.

Property, plant and equipment

Property, plant and equipment are measured at historical cost less accumulated depreciation and any impairment losses.

Certain parts of items of property, plant and equipment are accounted for as separate items. When such a part is replaced, the costs relating to the new part are capitalised. Other subsequent expenses are capitalised only if it is probable that they will increase the economic benefits that will flow to the Group. All other costs, such as normal repair and maintenance costs, are expensed as incurred.

Depreciation on assets under construction does not commence until they are complete and available for use. Property, plant and equipment are depreciated on a straight-line basis over the estimated useful lives. Land is not depreciated. The estimated useful lives are as follows:

- Buildings and structures 25 years
- Machinery and equipment and furniture 3–5 years
- Computing hardware and equipment 3–5 years

The residual value of these assets and their useful lives are reassessed annually when the financial statements are prepared, and if necessary are adjusted accordingly to reflect any changes in the expectation of economic benefits expected.

Gains or losses on disposal of property, plant and equipment are recognised in the income statement.

New and amended standards and interpretations to be applied in future financial periods

New or amended standards and interpretations published by IASB, with effective date 1.1.2025, have no material effect on the consolidated financial statements.

1. SEGMENT REPORTING

The operating segments under IFRS 8 reported by Tecnotree are the geographical areas, which are Europe & Americas (Europe, North, Central and South America), MEA & APAC (Middle East and Africa & Asia Pacific). This is because their results are monitored separately in the company's internal financial reporting. Tecnotree's ultimate chief operating decision maker, as referred to in IFRS 8, is the Group's management board.

Net sales and the result for the operating segments are presented based on the location of customers. The result for the operating segments includes the costs that can be allocated to the segments, being costs of sales and marketing, product management, customer service and delivery functions as well as product development. Costs for administration, depreciations, taxes and financial items are not allocated to the segments, as they can't be allocated to the segments on a reasonable basis. These costs are presented under Other costs in the below table.

Tecnotree does not allocate its assets to the operating segments for the reporting purposes.

Operating segments 2024

EUR 1,000	Americas & Europe	MEA & APAC	Other segments	Group total
Net sales (external)	15,931	55,629		**71,560**
Segment result	8,003	18,729		**26,732**
Non-allocated items			-2,919	**-2,919**
Operating result				**23,813**

Operating segments 2023

EUR 1,000	Americas & Europe	MEA & APAC	Other segments	Group total
Net sales (external)	16,548	61,837		**78,385**
Segment result	3,685	31,797		**35,482**
Non-allocated items			-11,637	**-11,637**
Operating result				**23,845**

Information about major customers

EUR 1,000		Net sales 2024	% of the Group's net	Net sales 2023	% of the Group's net
Customer 1, operating segment:	Americas & Europe	**9,537**	**13.3%**	8,723	11.1%
Customer 2, operating segment:	MEA & APAC	**24,274**	**33.9%**	29,712	37.9%

2. REVENUE RECOGNITION

EUR 1,000	2024	2023
Sale of third party hardware and software	**2,215**	2,759
The Group typically sells own software licenses to telecom operators and in some instances, it is combined with software and hardware of third parties. These are generally standard software and hardware and could be also independently purchased by the customer. Hence, sale of third-party hardware and software is a distinct goods and is generally considered as a separate performance obligation. Further, this is further reflected in the Group's contract with customers as well as third-party hardware and software providers. Revenue is recorded at a point in time when the control passes to the customer (which coincides with delivery)."		
Own licenses	**13,025**	17,409
The Group develops and sells software licenses to telecom operators globally and the revenue recognized from this is considered under 'own license' revenue. Example of some of these software licenses are as follows: • Digital Customer Lifecycle Manager • Digital Catalogue Manager • Digital Order Manager The licenses are available for use by the customers upon delivery which also has a separate mention in the customer contract and the delivery of which is accepted by customer by issuing a certificate / acceptance of delivery. Hence, it is a distinct good and generally considered as an independent performance obligation. Further, the Group assessed them to be 'right of use' contracts and not 'right to access' contracts. Revenue is recorded at a point in time when the control passes to the customer (which coincides with delivery).		
Delivery	**25,256**	29,591
The Group also offers services such as configuration, installation, testing, etc. of the software at the customers' IT environment. These services can be undertaken by the customer from any IT service provider as it is skill-based. The requirements are unique for each customer given the variety of their needs and the respective IT environment in which they operate. The Group uses a mature project management technique for delivery and identifies milestones for progress in delivery. Each contract has identified these milestones for delivery. Although, the cost primarily relates to manpower, the mix of people and the efforts are different for achieving each milestone. The Group concluded that the progress in the delivery projects is most appropriately understood from the achievement of the milestones. Revenue is recorded over the time of the delivery based on the milestones achieved (output method) which is also supported by the written confirmation / acceptance of delivery by the Customer.		
Maintenance and management services	**31,064**	28,625
"The Group provides maintenance and managed services to the customer irrespective of whether the license is purchased from the Group. These services are provided over a specific time-period and covers maintenance, availability monitoring, standard reporting, service request management, incident management, problem management, providing assistance in operations, etc. They are provided on a separate price basis and is an optional service which is taken by the customer at its discretion. They are distinct from others product and services offered by the Group and hence is considered a separate performance obligation. Revenue is recorded over time of delivery of service."		
Net sales total	**71,560**	**78,385**

Methods used to record revenue

EUR 1,000	2024	2023
Point in time		
Third party hardware & software	2,215	2,759
Own license	13,025	17,409
Overtime		
Delivery	25,256	29,591
Maintenance and management services	31,064	28,625
Net sales total	**71,560**	**78,385**

Recognition of revenue by operating segment

EUR 1,000	2024	2023
Europe and Americas		
Third party hardware & software	328	116
Own license	2,497	1,007
Delivery	6,591	5,330
Maintenance and management services	7,299	10,095
Net sales total	**16,715**	**16,548**
MEA & APAC		
Third party hardware & software	1,887	2,643
Own license	10,528	16,402
Delivery	18,665	24,261
Maintenance and management services	23,765	18,530
Net sales total	**54,845**	**61,837**

Contract balances

Payment terms are a matter of commercial decision of the Group with the customers. While the Group endeavors to ensure that the billing is in line with the fulfilment of performance obligation, it cannot always be achieved, which results in contract assets and liabilities. Below is a summary of the typical terms of payment against performance obligations.

Third party hardware & software

Invoiced at the time of delivery. Generally, no contract asset arises.

Own license

Generally, invoiced at the time of delivery. However, in some cases the invoicing may be with a lag. Contract asset in the form of unbilled revenue is recognized to the extent revenue is recognized on delivery of license for which the invoice has not been raised. Invoicing is linked to commercial discussions and negotiations with each customer. It is not uncommon for certain license revenue to be in unbilled revenue as at the reporting date. However, this does not dilute the customer's obligation for payment.

Delivery

Invoiced based on milestones agreed in the contract. However, in some cases the invoicing may be with a lag. Given the way the contracts are agreed with the customer, contract assets arise when the invoicing for the milestone achieved is not aligned with the completion of milestone, primarily because of commercial reasons. Advances from customers are presented as contract liabilities.

Maintenance and management services

Generally, invoiced in at regular intervals in advance as agreed with the customer. Contract assets results from revenue being recognized which is in excess of the invoices raised in a contract and vice versa for contract liabilities.

Contract balances

EUR 1,000	2024	2023
Contract assets		
1st January	18,199	12,797
Transfers in the period from contract assets to trade receivables	-16,396	-4,684
Amounts included in contract liabilities that was recognised as revenue during the period	31,620	10,086
Total 31.12	**33,423**	**18,199**

Order backlog

As of December 31, 2024, the aggregate amount of the transaction price allocated to partially or wholly unsatisfied performance obligations arising from fixed contractual commitments amounted to EUR 79.6 million (80.2). These unsatisfied performance obligations will be recognized as revenue as follows:

	2024	2023
With in one year	41 %	48 %
2–3 years	25 %	22 %
Over 3 years	34 %	30 %
Total	**100 %**	**100%**

3. MATERIALS AND SERVICES

EUR 1,000	2024	2023
Purchases during the period	-431	-414
External services	-2,078	-4,327
Materials and services total	**-2,509**	**-4,741**

4. PERSONNEL EXPENSES

EUR 1,000	2024	2023
Wages and salaries	-14,787	-16,488
Pension expenses, defined contribution plans	-496	-633
Pension expenses, defined benefit plans	-82	-316
Other employee benefits	-4,348	-6,797
Employee benefit expenses total	**-19,712**	**-24,234**

5. DEPRECIATION, AMORTISATION AND IMPAIRMENT LOSSES

EUR 1,000	2024	2023
Depreciation and amortisation by class of assets:		
Amortisation on capitalized development costs	-5,204	-2,005
Intangible assets	-1,286	-1,656
Right-of-use assets	-144	-145
Property, plant and equipment		
Machinery and equipment	-296	-61
Depreciations and amortisations loss total	**-6,929**	**-3,867**

6. OTHER OPERATING INCOME AND EXPENSES

EUR 1,000	2024	2023
Other operating income	**53**	**192**
Other operating expenses		
Subcontracting	-4,376	-4,096
Insurances	-979	-651
Travel expenses	-3,899	-3,951
Equipment and software	-2,716	-3,086
Impairment losses on receivables	-246	-853
Premises rent and maintenance	-1,711	-2,340
Professional services	-893	-3,616
Marketing	-1,852	-1,811
Other expenses	-1 977	-1,486
Other operating expenses total	**-18 650**	**-21,889**
Auditors' fees		
Audit Finland	-313	-132
Audit, other countries	-19	-34
Other services	-28	-39
Auditors' fees total	**-360**	**-205**

7. FINANCIAL INCOME AND EXPENSES

EUR 1,000	2024	2023
Financial income		
Financial income from deposits	325	489
Foreign exchange gains	3,827	5,588
Other financial income	64	
Financial income total	**4,216**	**6,077**
Financial expenses		
Impairment of receivables*	-7,294	
Interest expenses	-677	-640
Other financial expenses	-559	-451
Foreign exchange losses	-6,695	-14,901
Financial expenses total	**-15,225**	**-15,992**
Financial income and expenses total	**-9,915**	**-9,915**

*Total of EUR 7.3 million for the year 2024, due to a provision for receivables related to discontinued business in the Middle East.

8. INCOME TAXES

EUR 1,000	2024	2023
Current taxes	-752	-624
Withholding taxes paid abroad	-2,567	-2,866
Change in withholding tax accrual	-500	853
Other direct taxes	-670	-144
Income taxes total	**-4,489**	**-2,780**

Reconciliation of effective tax rate

EUR 1,000	2024	2023
Profit before taxes	**12,803**	**13,930**
Income tax using Finnish tax rates	-2,561	-2,786
Effect of different tax rates applied to foreign subsidiaries	-371	-177
Non-deductible expenses and tax-free income	1,509	2,196
Withholding taxes	-3,067	-2,013
Taxes in income statement	**-4,489**	**-2,780**

Deferred tax assets and liabilities

EUR 1,000	2024	2023
Capital allowances 1.1.	529	591
Recognised in income statement	-492	-1
Translation differences	-6	-61
Capital allowances 31.12.	**31**	**529**

Items for which the Group has not recognised a deferred tax asset

EUR 1,000	2024	2023
Tecnotree's product development costs not deducted in its taxation *	55,735	55,735
Other deductible temporary differences	4,927	6,157
Items for which the Group has not recognised a deferred tax asset because of the uncertainty about utilising them, total	**60,662**	**61,892**

*) Tecnotree Oyj has research and development costs not deducted in its taxation. The amount can be deducted over an indefinite period with amounts that the company may freely decide.

9. EARNINGS PER SHARE

EUR 1,000	2024	2023
Basic earnings per share are calculated by dividing the profit attributable to the equity holders of the parent company and the weighted average number of ordinary shares outstanding during the year.		
Result attributable to equity holders (EUR 1,000)	**8,315**	11,150
Weighted average number of shares during the year, adjusted to reflect the share issue for the comparative period (1,000 shares)	**16,532**	318,956
Basic earnings per share (EUR/share)	**0.50**	0.04
Diluted earnings per share, diluted (EUR/share)	**0.19**	0.04

In the calculation of diluted earnings per share, the weighted average number of shares is adjusted by the dilutive effect of converting all potential ordinary shares into shares.

On 19 April 2024, Tecnotree executed a reverse split, i.e. the reduction of the number of shares where every 20 old shares in the company corresponds to one new share.

10. INTANGIBLE ASSETS

Intangible Assets 2024

EUR 1,000	Product development costs	Other intangible assets	Total
Acquisition cost 1 Jan	49,424	10,722	**60,146**
Exchange differences		527	**527**
Additions	12,989	2,463	**15,452**
Disposals			
Acquisition cost 31 Dec	**64,412**	**13,712**	**76,125**
Accumulated amortisations and impairment losses 1 Jan	-19,802	-6,865	**-26,667**
Exchange differences		157	**157**
Amortisation during period	-5,204	-1,281	**-6,484**
Accumulated amortisations and impairment losses 31 Dec	**-25,006**	**-7,989**	**-32,995**
Book value 31 Dec 2024	**37,407**	**5,723**	**43,130**

Intangible Assets 2023

EUR 1,000	Product development costs	Other intangible assets	Total
Acquisition cost 1 Jan	35,589	11,561	**47,150**
Exchange differences		-845	**-845**
Additions	13,834	7	**13,841**
Disposals			
Acquisition cost 31 Dec	**49,424**	**10,722**	**60,146**
Accumulated amortisations and impairment losses 1 Jan	-17,797	-5,765	**-23,562**
Exchange differences		830	**830**
Amortisation during period	-2,005	-1,931	**-3,936**
Accumulated amortisations and impairment losses 31 Dec	**-19,802**	**-6,865**	**-26,667**
Book value 31 Dec 2023	**29,622**	**3,857**	**33,478**

Product development costs

EUR 1,000	2024	2023
Capitalization of development costs	12,989	13,834
Capitalized product development costs in relation to net sales	18.2%	17.6%
Expenses recognised as depreciation on capitalized development costs	5,204	2,005

Research costs are charged to the income statement as incurred. Development costs for new products are capitalized when they meet the requirements of IAS 38 Intangible assets. They are amortized over the useful lives of the related products. At Tecnotree development costs are monitored on a project-by-project basis and management decides on the capitalization separately for each project. In order to qualify for capitalization the following criteria are to be met: the results of a project are of use to several customers, the contents, objectives and timetable of a project are documented and a profitability calculation is prepared. Capitalization of product development costs that fulfil IFRS criteria starts when following requirements are met: a product's functional requirements and the plans for product industrialization, testing and project are complete and have been approved as well as future economic benefits are expected from the product. The useful life of capitalized development expenditure is 5 years, and they are amortized on a straight-line basis over this period from the start of commercial use. The intangible assets that are not yet ready for use are tested annually for impairment. The recoverable amount of these assets is based on estimated future cash flows from sales and/or use of the asset.

Capitalized product development costs include EUR 20,679 (24,979) thousand such products that are not yet in commercial use, and therefore not amortized. These intangibles in progress are tested for impairment annually, and they are allocated to operating segments as follows: MEA & APAC EUR 14,846 (20,550) thousand and Americas & Europe EUR 5,832 (4,428) thousand. Based on the impairment tests performed, there is no need to recognize an impairment loss on intangibles in progress.

11. PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment 2024

EUR 1,000	Land and water areas	Buildings	Machinery and equipment	Total
Acquisition cost 1 Jan	739	6,623	10,097	**17,458**
Translation differences			69	**69**
Additions			92	**92**
Disposals			-115	**-115**
Acquisition cost 31 Dec	**739**	**6,623**	**10,143**	**17,504**
Accumulated depreciations and impairment losses 1 Jan	-739	-6,623	-9,708	**-17,069**
Translation differences			-46	**-46**
Accumulated depreciation on disposals				
Depreciation during period			-282	**-282**
Accumulated depreciations and impairment losses 31 Dec	**-739**	**-6,623**	**-10,036**	**-17,397**
Book value 31 Dec 2024			**107**	**107**

Property, Plant and Equipment 2023

EUR 1,000	Land and water areas	Buildings	Machinery and equipment	Total
Acquisition cost 1 Jan	739	6,623	10,412	**17,773**
Translation differences			-358	**-358**
Additions			43	**43**
Disposals				
Acquisition cost 31 Dec	**739**	**6,623**	**10,097**	**17,458**
Accumulated depreciations and impairment losses 1 Jan	-739	-6,623	-9,967	**-17,328**
Translation differences			318	**318**
Accumulated depreciation on disposals				
Depreciation during period			-59	**-59**
Accumulated depreciations and impairment losses 31 Dec	**-739**	**-6,623**	**-9,708**	**-17,069**
Book value 31 Dec 2023			**389**	**389**

12. NON-CURRENT RECEIVABLES

EUR 1,000	2024	2023
Rent guarantees	614	609
Security deposits for customer projects	947	676
Other non-current receivables	624	619
Non-current receivables total	**2,184**	**1,903**

13. LEASES

IFRS 16 standard requires a lessor to recognise future lease payments in its balance sheet assets and liabilities, unless the lease term is 12 months or less or the underlying asset value is less than EUR 5,000. Lease contract payments not recognised in the balance sheet are recognised as other operating expenses in the income statement on a straight-line basis over the lease term.

Minimum lease payments of the non-cancellable other operating leases

EUR 1,000	2024	2023
Less than one year	351	754
Between one and five years	879	662
Total	**1,230**	**1,416**

The Group has leased office equipment and office facilities. The index, terms of renewal and other conditions in different agreements may vary. In 2024 EUR 1,239 (1,724) thousand was recognised as an expense in the income statement in respect of operating leases.

14. TRADE AND OTHER CURRENT RECEIVABLES

EUR 1,000	2024	2023
Trade receivables	34,548	32,883
Contract assets	33,423	18,199
Sales receivables total	**67,971**	**51,082**
Current prepaid expenses and accrued income	6,755	11,728
Other current receivables	604	6,351
Trade and other receivables total	**75,331**	**69,161**
Income tax receivables	**1,238**	1,954

Contract assets arises largely from sale of own licenses and delivery projects for which the revenue is recognized but not invoiced as invoicing is also linked with commercial discussions, negotiations and invoicing milestones with each customer and hence, the revenue recognized and amount of invoice shall not necessarily be equal.

15. EQUITY

Changes in equity

EUR 1,000	Number of outstanding shares 000s	Share capital	Share premium fund	Unrestricted equity reserve	Other reserves	Translation differences	Total
31.12.2022	318,956	1,346	847	27,590	2,152	-12,617	**19,318**
Changes					-90	-7 292	**-7,382**
31.12.2023	318,956	1,346	847	27,590	2,062	-19,909	**11,936**
Changes	-301,903				-219	-2,549	
31.12.2024	17,053	1,346	847	27,590	1,843	-22,458	**9,168**

Parent Company has one class of shares. Each share entitles the holder to one vote at general meetings. The number of shares at the end of the financial year is 17,053,250 (318,956,206), out of which the company holds 1,092,467 shares (2,134,904). On 19 April 2024, Tecnotree executed a reverse split, i.e. the reduction of the number of shares where every 20 old shares in the company corresponds to one new share.

Reconciliation of the number of shares outstanding at the beginning and at the end of the period

Number of shares 000s	2024	2023
1.1.	318,956	318,956
Issuing of new shares to company itself	-303,003	
Reverse share split	1,100	
31.12.	**17,053**	**318,956**

Descriptions of funds in shareholders' equity

Share premium fund
In those cases where rights were granted during the period when the old Companies Act (29 Sept 1978/734) was in force, the payments received for option-based share subscriptions, less transaction costs, have been made recorded in the shre capital and share premium fund in accordance with the terms of the arrangement.

Reserve for invested unrestricted equity
The reserve for invested unrestricted equity includes either investments of equity nature or subscription prices for shares to the extent that it is specifically decided not to be credited to the share capital. The payments received for share subscriptions based on the options granted after the entry into force (1 Sept 2006) of the new Limited Liability Companies Act (21 July 2006/624) are fully recognised in the reserve for invested unrestricted equity.

Other reserves

Other reserves contain the parent company's reserve, where funds were transferred when reducing the share premium fund, as well as the difference between fair value and exercise price of the shares issued in 2009.

Translation differences

Translation differences include exchange gains and losses arising from the translation of the financial statements of foreign subsidiaries.

Dividend and treatment of the result

In 2024 dividend of EUR 0.01 per share was paid for the shareholders from retained earnings. By the decision of the Annual General Meeting 2024, the parent company's loss for the financial year 2023 of EUR 6,529,395 was transferred to the retained earnings account..

16. INTEREST-BEARING LIABILITIES

EUR 1,000	2024	2023
Interest-bearing liabilities, current	3,909	5,673
Interest-bearing liabilities total	**3,909**	**5,673**

17. TRADE PAYABLES AND OTHER LIABILITIES

EUR 1,000	2024	2023
Non-current liabilities to others		
Non-current convertible bonds	23,100	21,100
Non-current non nterest-bearing liabilities		
Tax reserve	140	192
Other long-term employee benefits	4,015	3,287
Other long-term liabilities	4	212
Non-current non interest-bearing liabilities, total	**4,158**	**3,696**

EUR 1,000	2024	2023
Trade payables, provisions and other liabilities		
Trade payables	6,532	4,548
Accrued liabilities and deferred income	3,460	4,494
Other liabilities	5,112	2,206
Income tax liability	7	7
Trade payables, provisions and other liabilities total	**15,111**	**11,255**
Accrued liabilities and deferred income		
Accrued personnel expenses	1,665	696
Withholding tax provision	500	
Other accrued liabilities related to customer projects		2,325
Other accrued liabilities	1,295	1,473
Total	**3,460**	**4,494**

Previously the Company had a policy of deducting WHT as an expense on accrual of revenue. This was specifically due to the fact that large portions of our revenue came from very few customers and countries which deducted WHT and the Company was unable to utilise these tax assets due to high tax reserves in Finland. This was primarily enabled through broadening of the customer base. In the future years, the company also expects to be able to utlise these tax assets against profits accrued in its Indian subsidiary. However, a key risk to this treatment is the ability to be able to assign the appropriate contracts in the next year.

18. PENSION OBLIGATIONS

The Group has one defined benefit pension plan in India, including the whole personnel of the Indian subsidiary. The pension plan constitute the obligatory pension and termination benefits for the employees, and the amount of the plan benefit is based on final salary and number of years in service.

EUR 1,000	2024	2023
Defined benefit liability in the balance sheet:		
Present value of funded obligations	1,401	1,203
Fair value of plan assets (-)		
Net liability (+) / net asset (-) in the balance sheet	**1,401**	**1,203**
Reconciliation of the changes in balance sheet		
Net liability (+) / net asset (-) in the balance sheet in the beginning of the period	1,203	1,034
Pension expense recognised in profit and loss	277	219
Remeasurement items recognised in other comprehensive income	110	48
Translation differences	-90	-100
Net liability (+) / net asset (-) in the balance sheet at the end of the period	**1,401**	**1,203**
Defined benefit expense in profit and loss		
Current service cost	195	151
Interest income (-) and expense (+), net	83	68
Pension expense recognised in profit and loss (note 5)	**277**	**219**

EUR 1,000	2024	2023
Change in the defined benefit obligation:		
Defined benefit obligation in the beginning of the period	1,203	1,034
Current service cost	195	151
Interest cost	83	68
Remeasurement items:		
Actuarial gains (-) / losses (+) arising from changes in financial assumptions	24	12
Gains (-) / losses (+) arising from experience adjustments	86	37
Translation differences	40	-42
Benefits paid (-)	-230	-57
Defined benefit obligation at the end of the period	**1,401**	**1,204**
Change in plan assets:		
Plan assets in the beginning of the period	-55	1
Interest income		
Remeasurement items:		
Return on plan assets excluding amounts included in interest income (+/-)		
Translation differences		
Payments from the plan:		
Benefits paid (-)	**-230**	**-57**
Plan assets at the end of the period	**-285**	**-55**

EUR 1,000	2024	2023
Actuarial assumptions at the reporting date	**%**	**%**
Discount rate	6.9	7.3
Future salary increases, first year	12.0	12.0
Future salary increases, thereafter	8.0	8.0

Assumed normal retirement age is 60 years in India. The turnover of the employees is assumed to decline evenly in line with the growing age, being 1% for over 55 year olds and 15% for under 30 year olds. Assumptions concerning mortality are made in accordance with the actuary's instructions and they are based on statistics and experience.

There is no information available on plan assets because they are commonly invested by the insurance company.

Sensitivity analysis

The sensitivity analysed below is calculated all other factors remaining unchanged.

2024

Change in discount rate, percentage points	+1%	-1%
Impact on the defined benefit obligation, EUR 1,000	-64	79
Change in future salary increases, percentage points	+1%	-1%
Impact on the defined benefit obligation, EUR 1,000	58	-52

2023

Change in discount rate, percentage points	+1%	-1%
Impact on the defined benefit obligation, EUR 1,000	-59	73
Change in future salary increases, percentage points	+1%	-1%
Impact on the defined benefit obligation, EUR 1,000	52	-46

19. FINANCIAL RISK MANAGEMENT

Financial risk management principles

The task of financial risk management is to identify, manage and track the major financial risks in the Group's business and business environment to enable the Group to achieve its strategic and financial goals in the best possible way. The responsibilities of the Board of Directors include ensuring that the Group has adequate internal monitoring system in place. Group's policy for hedging against risks is approved by the Board of Directors and the Group's CFO is responsible for implementing it in practice. The objective of the Group's financial risk management is to minimise the effects of volatility for recognised major market risks on the Group's result and balance sheet. Tecnotree Group does not apply hedge accounting as defined under IFRS 9.

Financial risk management organisation

The financial risk management process is supported by the Management Board, who handles risks and risk management in its meetings on a regular basis. CEO reports the major risks to the Board of Directors. The Group's financial management is responsible for managing foreign exchange, interest rate and liquidity risks according to the guidelines set by the Board.

Capital management

Tecnotree's objective for capital management is to ensure cash sufficiency and support Group's growth targets. Additionally, with capital management the Group is ensuring the operational precondition in capital markets during all conditions irrespective of industry's market volatility. The key ratio in monitoring the development of Group's capital structure is equity ratio, which is calculated by dividing equity with total balance sheet less advances received.

Components of equity ratio

EUR 1,000	2024	2023
Equity at the end of period	92,588	86,518
Balance sheet total	138,866	128,242
Advances received		
Total balance sheet less advances reveiced	**138,866**	**128,242**
Equity ratio	**66.7%**	**67.5%**

Liquidity risk

The Group seeks to constantly assess and monitor the amount of liquid funds to ensure the sufficient amount of funding needed to finance the business.

On the reporting date, the Group's cash and cash equivalents were EUR 16,845 (20,827) thousand.

Credit risk

Credit risk arises from the potential failure of counterparty to meet its contractual payment obligations. The amount of risk depends on the creditworthiness of the counterparty. The amount of credit risk inherent to financial instruments is the carrying value of the financial assets, which was EUR 53,463 (55,614) thousand at the reporting date. The financial assets are specified in note 20. The most significant separate item of credit risk is the trade receivables.

The credit quality of customers is regularly monitored by the finance department together with sales management, using data on payment history and reports from external sources. Credit rating checks are made on new customers before confirming an offer. The procedure for granting of credit for new customers or customers from countries with high risk rating requires always the acceptance of Group CFO. Tecnotree has not arranged financing for customers with third parties.

Tecnotree's largest customers are much bigger businesses than the Group itself. The relationship between the Group and its major customers is one of interdependence, which poses a potential risk but also offers significant new business opportunities. The two largest customers accounted for 47% of net sales in 2024 (49%) and for 23% of the trade receivables at the end of 2024 (40%). Parent companies of these customers are large listed companies. In addition, the customers of Tecnotree are mainly in developing markets, with consequences such as currency transfer regulations and limitations, exchange rate fluctuations and other politic and financial challenges.

The credit quality of financial institutions is monitored by the finance department. The parent company's counterparties are restricted to financial institutions with legal entities in Finland specified in the Group's cash management policy. The subsidiary in India has its own finance function and their counterparties are also restricted in the Group's cash management policy. The amount of cash reserves in other subsidiaries is minimized.

Project deliveries result in large accounts receivable. Most of Tecnotree's net sales comes from developing countries and some of these contain political and economic challenges. There is the risk of a considerable delay in the payment of invoices in these countries and that Tecnotree will have to record credit losses. The payment record of customers and the situation concerning trade receivables are actively monitored and credit rating checks are made on new customers before confirming an offer. The below analysis of trade receivables by age shows the amount of trade receivables and related impairment loss provisions.

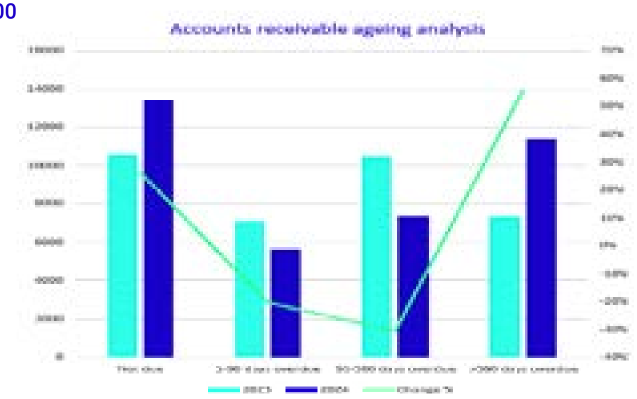
Analysis of trade receivables by age and impairment losses recognized

EUR 1,000	2024	Impairment loss provisions	%	2023	Impairment loss provisions	%
Trade receivables not due	13,350			10,568		
Trade receivables 1–90 days overdue	5,642	157	1%	7,073	49	1%
Trade receivables 91–360 days overdue	7,295	313	7%	10,505	758	7%
Trade receivables more than 360 days overdue	11,391	2,661	24%	7,316	1,772	24%
Total	**37,678**	**3,131**	**7 %**	**35,463**	**2,580**	**7%**

Change in impairment loss provisions

EUR 1,000	Impairment loss provisions 1.1.2024	Realised provisions	New/ cancelled provisions	Impairment loss provisions 31.1.2024	Change in provision
MEA & APAC	2,439	-227	218	2,430	-9
Europe & Americas	141		559	700	559
Total	**2,580**	**-227**	**777**	**3,130**	**550**

EUR 1000



Market risk

Currency risk

The financial risk to which the Group is exposed in its operations is mainly currency risk. Changes in exchange rates create risks especially in receivables and order backlog. Tecnotree Group's reporting and presentation currency is Euro, but significant part of Group's revenue is in US dollars. The Group's open translation risk comes from the investments in seven foreign subsidiaries, India (Rupees, INR), Brazil (Real, BRL), Malaysia (Ringgit, MYR), The United Arab Emirates (Dirham, AED), The United States (USD) and Nigeria (Naira, NGN).

Tecnotree

Transaction risk

The Group's open currency position comprises foreign currency denominated, sales related balance sheet items, cash and cash equivalents balance, currency denominated order backlog and binding currency denominated purchase and sales contracts.

In the policy for approval of sales contracts, it is required that only the Euros or the US dollar can be used as the sales currency. There shall not be any clauses tying the payments into any other currencies. Sales offices, when selling within their own country, use their own local currency. If any other currencies than Euro, US dollar or sales offices' local currency are used in sales contracts, it requires a prior written approval from the group CFO.

In 2024, 19% (17%) of external invoicing was in Euros, 60% (58%) in US dollars, 14% (15%) in Nigerian Nairas, 7% (9%) in other currencies.

Sensitivity analysis for market risks

The functional currency of the parent company is Euro. Financial assets and liabilities nominated in USD currency are presented in the table below. Figures are translated to Euros at the year-end exchange rate.

EUR 1,000	2024	2023
Trade and other receivables	28,560	25,192
Other receivables related to projects	14,272	12,227
Cash and cash equivalents	3,024	201
Trade and other payables	-2,513	-2,060
Total net assets	**43,344**	**35,560**

In the sensitivity analysis below, the effect of weakening and strengthening of USD against EUR is presented with all other factors remaining unchanged. The analysed change in the exchange rate represents a possible volatility of the currency during a 12-month period. Fluctuation in exchange rates has no direct effect on equity as the Group does not apply hedge accounting.

EUR 1,000		2024		2023
Change in percentage, USD	-10%	-10%	-10%	10%
Effect on the result after taxes	**-3 ,930**	**4,803**	**-3,124**	**3,928**

Translation risk

On the reporting date, the open translation risk for the Indian subgroup was EUR 16,025 (16,456) thousand. This net investment is not hedged. The sensitivity for translation risk was analyzed by determining the effects of 10 percent strengthening and wakening of the INR exchange rate against EUR, all other factors remaining unchanged.

EUR 1,000		2024		2023
Change in percentage	-10 %	10 %	-10 %	10 %
Effect on the result after taxes	-285	348	-73	89
Effect on equity	**-1,172**	**1,432**	**-1,057**	**1,292**

On the reporting date, the open translation risk position for the Brazilian subsidiary was EUR -658 (-782) thousand, Malaysian subsidiary EUR 39 (63) thousand, Nigeria subsidiary EUR 4,302 (9,023) thousand, the United Arab Emirates subsidiary EUR 2,522 (1,576) thousand and for the United States subsidiaries EUR -3,122 (-1,938)

20. CARRYING AMOUNTS OF FINANCIAL ASSETS AND LIABILITIES BY MEASUREMENT CATEGORIES

2024, EUR 1,000	Financial assets/ liabilities at fair value through income statement	Financial assets measured at amortised cost	Financial liabilities measured at amortised cost	Carrying amounts by balance sheet item	Fair value
Non-current financial assets					
Non-current receivables		2,071		2,071	2,071
Current financial assets					
Trade and other receivables		34,548		34,548	34,548
Cash and cash equivalents		16,845		16,845	16,845
Carrying amount by category		**53,463**		**53,463**	**53,463**
Non-current financial liabilities					
Non-current interest-bearing liabilities					
Current financial liabilities					
Current interest-bearing liabilities	3,909			3,909	3,909
Trade and other payables			6,532	6,532	6,532
Carrying amount by category	**3,909**		**6,532**	**10,441**	**10,441**

2023, EUR 1,000	Financial assets/ liabilities at fair value through income statement	Financial assets measured at amortised cost	Financial liabilities measured at amortised cost	Carrying amounts by balance sheet item	Fair value
Non-current financial assets					
Non-current receivables		1,903		1,903	1,903
Current financial assets					
Trade and other receivables		32,883		32,883	32,883
Cash and cash equivalents		20,827		20,827	20,827
Carrying amount by category		**55,614**		**55,614**	**55,614**
Non-current financial liabilities					
Non-current interest-bearing liabilities					
Current financial liabilities					
Current interest-bearing liabilities	5,673			5,673	5,673
Trade and other payables			4,548	4,548	4,548
Carrying amount by category	**5,673**		**4,548**	**10,221**	**10,221**

21. SHARE-BASED PAYMENTS

Tecnotree had employee incentive program for years 2021-2024 designed to align the participants' focus with Tecnotree's growth strategy and long-term success. The LTI Plan includes Restricted Share Units (RSUs) giving a contractual right to receive shares over the next 3-year period as per an equated semi-annual vesting schedule. The last installment of the incentive program was exercised in 2024. Tecnotree has a stock option program 2021 for the key personnel of the Group. The stock options are marked with four different symbols, all of which have a release criterion based on a different market value.

Share based incentives during the period 1.1.–31.12.2024

Tecnotree

Instrument	**2021-2023 - 6th installment**	**2021 B**	**2021 C**	**2021 D**		**Total**
Initial amount, pcs	400 000	8,050,000	5,750,000	3,450,000		**17,650,000**
Initial allocation date	9.7.2021	9.7.2021	9.7.2021	9.7.2021		
Vesting date	29.2.2024	31.12.2026	31.12.2026	31.12.2026		
Maximum contractual life, yrs	3,00	*	*	*		
Remaining contractual life, yrs	0.00	*	*	*		
Number of persons at the end of reporting year	0.00	37	37	37		
Payment method	Cash/Share	Share	Share	Share		

Changes during period	**2021-2023 - 6th installment**	**2021 A**	**2021 B**	**2021 C**	**2021 D**	**Bonus payout**	**Total**
1.1.2024							
Outstanding in the beginning of the period	71,571	4,076,350	7,036750	5,026,250	3,015,750	0	**19,226,671**
Changes during period							
Granted	15,000	0	0	0	0	56,677	**71,677**
Forfeited	5,598	0	166,250	118,750	71,250	0	**361,848**
Exercised	80,973	0	0	0	0	56,677	**137,650**
Expired	0	0	0	0	0	0	**0**
31.12.2024							
Exercised at the end of the period	80,973	1,624,900	0	0	0	56,677	**1,762,550**
Outstanding at the end of the period	0	4,076,350	6,870,500	4,907,500	2,944,500	0	**18,798,850**

* The Share subscription period for stock options will not commence, if the following Vesting Criteria have not been achieved:
- stock option 2021B; the market value of the Company is at least EUR 500 million,
- stock option 2021C; the market value of the Company is at least EUR 750 million, and
- stock option 2021D; the market value of the Company is at least EUR 1,000 million.

If a Vesting Criterion is fulfilled and confirmed by the Board of Directors, the relevant Share subscription period will commence on the first day of the month following the fulfillment of the Vesting Criterion.

Fair value determination

The fair value of share based incentives have been determined at grant date and the fair value is expensed until vesting. No new share-based incentive programs were granted during the financial year.

EFFECT OF SHARE-BASED INCENTIVES ON THE RESULT AND FINANCIAL POSITION DURING PERIOD	
Expenses for the financial year, share-based payments, equity-settled, EUR	829 645

Share based incentives during the period 1.1.–31.12.2023

INCENTIVE PROGRAM 2021–2023

Instrument	4th installment	5th installment	6th installment	
Initial amount, pcs			8,000,000	
Initial allocation date	26.2.2021	26.2.2021	26.2.2021	
Vesting date	28.2.2023	31.8.2023	29.2.2024	
Maximum contractual life, yrs	2.0	2.5	3.0	
Remaining contractual life, yrs	0.2	0.7	1.2	
Number of persons at the end of reporting year	132	132	132	
Payment method	Cash & Equity	Cash & Equity	Cash & Equity	
Changes during period	**4th installment**	**5th installment**	**6th installment**	**Total**
1.1.2023				
Outstanding in the beginning of the period	1,397,282	1,397,282,	1,397,282	**4,191,8460**
Changes during period				**0**
Granted	0	57,500	144,890	**202,390**
Forfeited	109,997	127,998	110,756	**348,751**
Exercised	1,287,285	1,326,784	0	**2,614,069**
31.12.2023				**0**
Exercised at the end of the period	0	0	0	**0**
Outstanding at the end of the period	0	0	1,431,416	**1,431,416**

OPTION PLAN 2021

Instrument	2021 A	2021 B	2021 C	2021 D	Total
Initial amount, pcs	5,750,000	8,050,000	5,750,000	3,450,000	**23,000,000**
Initial allocation date	9.7.2021	9.7.2021	9.7.2021	9.7.2021	
Vesting date	1.9.2021	31.12.2026	31.12.2026	31.12.2026	
Maximum contractual life, yrs	0.15	*	*	*	
Remaining contractual life, yrs	0.00	*	*	*	
Number of persons at the end of reporting year	0.00	37	37	37	
Payment method	Share	Share	Share	Share	

Changes during period	2021 A	2021 B	2021 C	2021 D	Total
1.1.2023					
Outstanding in the beginning of the period	4,076,350	7,824,250	5,588,750	3,353,250	**20,842,600**
Changes during period					
Granted	0	0	0	0	**0**
Forfeited	0	787,500	562,500	337,500	**1,687,500**
Exercised	0	0	0	0	**0**
Expired	0	0	0	0	**0**
31.12.2023					
Exercised at the end of the period	1,624,900	0	0	0	**1,624,900**
Outstanding at the end of the period	4,076,350	7,036,750	5,026,250	3,015,750	**19,155,100**

* The Share subscription period for stock options will not commence, if the following Vesting Criteria have not been achieved:
- stock option 2021B; the market value of the Company is at least EUR 500 million,
- stock option 2021C; the market value of the Company is at least EUR 750 million, and
- stock option 2021D; the market value of the Company is at least EUR 1,000 million.

If a Vesting Criterion is fulfilled and confirmed by the Board of Directors, the relevant Share subscription period will commence on the first day of the month following the fulfillment of the Vesting Criterion.

Fair value determination

The fair value of share based incentives have been determined at grant date and the fair value is expensed until vesting. No new share-based incentive programs were granted during the financial year.

EFFECT OF SHARE-BASED INCENTIVES ON THE RESULT AND FINANCIAL POSITION DURING PERIOD	
Expenses for the financial year, share-based payments, equity-settled, EUR	2,991,025

22. CONTINGENT LIABILITIES

EUR 1,000	2024	2023
On own behalf		
Pledged deposits	2,052	1,642
Total	**2,052**	**1,642**
Other contingent liabilities		
India income tax liability	3,890	
Litigation		2,072
Total	**3,890**	**2,072**

*Contingent liability on litigation is related to an employee redundancy in Argentina.

Minimum lease payments of the non-cancellable operating leases are as follows:		
Less than one year	351	754
Between one and five years	879	662
Total	**1,230**	**1,416**

The Group has leased office equipment and office facilitie. The leases typically run for one to three years and normally they include an option to continue the lease agreement after the original ending date. The index, terms of renewal and other conditions in different agreements may vary.

23. RELATED PARTY TRANSACTIONS

The Group's related parties include the subsidiaries, the members of the Board of Directors and the Management Board, the CEO and the close family members of the preceding persons, as well as those entities in which these people have control. According to the Finnish Securities Markets Act, a controlled entity is an entity in which a shareholder, a member or another person exercises the control referred to in the Act. The company considers the management to include members of the Board of Directors, the CEO and the other members of the Management Board.

The company considers the management to include members of the Board of Directors, the CEO and the other members of the management Board.

The pension benefits of the CEO and members of Board of Directors are determined by the Finnish Employees Pensions Act (TyEl). The obligatory pension expenses for the CEO were nil and for the members of the Board of Directors totally EUR 2 thousand (5). CEO or the other members of the Management Board and the Board of Directors have no additional pension arrangements.

The period of notice of the CEO's contract is 6 months from the time of resignation and from 36 months' period of notice from the company, at the company's discretion. Salary is paid for the period of notice and, in the case of notice given by the company compensation equal to 36 months' salary will be paid. The company can terminate the contract of the CEO with immediate effect, without a separate compensation, if the CEO has materially breached his CEO contract, convicted guilty to a crime or otherwise caused substantial damage to the company.

Compensation to management

EUR 1,000	2024	2023
Salaries and fees, Padma Ravichander, CEO*	1,149	1,100
Salaries and fees, other members of the management board	1,462	2,054

*Total earned fixed pay for the CEO during period 1 January to 31 December 2024 was EUR 1.15 million (1.10) and the value of performance bonus was EUR 0.63 million (2.12) (including EUR 0.13 million in shares (0.89).

Board members:	2024	2023
Neil Macleod, Chairman of the Board 24.9.2018-	158	210
Jyoti Desai, Vice Chairman of the Board 24.9.2018-	90	120
Conrad Neil Phoenix 24.9.2018 -	53	70
Anders Fornander 5.9.2019 -	53	70
Johan Hammarén 19.4.2023-	53	65
Markku Wilenius 10.9.2020-7.12.2023		49
Board fees total	**406**	**584**

The relationships between the Group's parent company and subsidiaries on 31.12.2024:

Company name	Nature of company activities	Domicile	Group's ownership %	Group's share of voting rights %
Tecnotree Oyj (parent)	Operative parent company	Finland		
Tecnotree Services Oy	Dormant company	Finland	100.00	100.00
Tecnotree Ltd	Dormant company	Ireland	100.00	100.00
Tecnotree Sistemas de Telecommunicacao Ltda	Sales company	Brazil	100.00	100.00
Tecnotree (M) Sdn Bhd	Sales company	Malaysia	100.00	100.00
Tecnotree Nigeria Ltd	Sales company	Nigeria	100.00	100.00
Tecnotree France SARL	Sales company	France	100.00	100.00
Tecnotree Technologies	Holding company	The united States of America	100.00	100.00
Tecnotree LLC	Service and sale company	The united States of America	100.00	100.00
Tecnotree Software Enterprises DMCC	Sales company	United Arab Emir-ates	100,00	100,00
Tecnotree Moments Software House LLC	Sales company	United Arab Emir-ates	99,83	99,83
Lifetree Cyberworks Pvt. Ltd	Holding company	India	100.00	100.00
Tecnotree Convergence Ltd	Product development, delivery and management company	India	99.83	99.83
Lifetree Convergence Pty Ltd	Sales company	South-Africa	99.83	99.83
Lifetree Convergence (Nigeria) Ltd	Dormant company	Nigeria	94.84	94.84
Tecnotree GmbH	Dormant company	Germany	100.00	100.00
Lifetree Rwanda Limited	Sales company	Rwanda	99.83	99.83

The parent company has branch offices in the United Arab Emirates, Peru and Ecuador.

24. EVENTS AFTER THE END OF PERIOD

No material changes regarding the company's business or financial position have materialized after the end of the financial period.

PARENT COMPANY FINANCIAL STATEMENTS

INCOME STATEMENT

EUR 1,000	Note	2024	2023
Net sales	1	60,153	53,056
Materials and services	2	-1,774	-3,854
Personnel expenses	3	-10,975	-11,993
Depreciation, amortisation and impairment losses	4	-225	77
Other operating income and expenses	5	-36,623	-38,334
Operating result		**10,557**	**1,146**
Financial income and expenses	6	-7,828	-6,547
Result before appropriations and taxes		2,729	-5,401
Income taxes	7	-3,011	-1,128
Result for the financial year		**-282**	**-6,529**

Parent company including all branches.

BALANCE SHEET

EUR 1,000	Note	31.12.2024	31.12.2023
ASSETS			
Non-current assets			
Tangible assets	8		215
Non-current receivables	10	1,027	755
Shares in Group companies	9	8,458	8,714
Total non-current assets		**9,484**	**9,684**
Current assets			
Current receivables	10	90,266	69,697
Cash and cash equivalents	10	1,790	5,377
Total current assets		**92,057**	**75,073**
Total assets		**101,541**	**84,708**

EUR 1,000	Note	31.12.2024	31.12.2023
SHAREHOLDERS' EQUITY AND LIABILITIES			
Shareholders' equity	11		
Share capital		1,346	1,346
Share premium fund		847	847
Unrestricted equity reserve		27,590	27,590
Retained earnings		14,145	20,883
Result for the financial year		-282	-6,529
Total shareholders' equity		**43,646**	**44,135**
Non-current convertible bonds	12	**23,100**	**21,100**
Liabilities			
Non-current liabilities	12	1,374	1,168
Current liabilities	12	33,421	18,453
Total liabilities		**34,795**	**19,622**
Total shaerholders' equity and liabilities		**101,541**	**84,757**

CASH FLOW STATEMENT

EUR 1,000	2024	2023
CASH FLOW FROM OPERATING ACTIVITIES		
Result before extraordinary items	2,729	-5,401
Adjustments to the result		
Depreciations	225	-77
Financial income and expenses	7,828	12,096
Other adjustments	500	118
Changes in working capital:		
Current receivables, increase (-) /decrease (+)	-20,886	-18,361
Current liabilities, increase (+) /decrease (-)	14,516	4,724
Financial income and expenses	-7,828	-10,263
Income taxes paid	-2,511	-1,981
Net cash flow from operating activities	**-5,427**	**-19,145**
CASH FLOW FROM INVESTING ACTIVITIES		
Capital expenditure on non-current tangible and intangible assets		
Net cash flow from investing activities		
CASH FLOW FROM FINANCING ACTIVITIES		
Compulsary Convertible Debentures	2000	21,100
Repayment of debt		-945
Lending		2,021
Dividend payout	-160	
Net cash flow from financing activities	**1,840**	**22,176**
Change in cash and cash equivalents	**-3,586**	**3,031**
Cash and cash equivalents on 1.1.	5,377	2,346

NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS

PARENT COMPANY ACCOUNTING PRINCIPLES

The financial statements of the parent company, Tecnotree Corporation, have been prepared in accordance with the provisions of the Finnish Accounting Standards (FAS).

The preparation of the financial statements requires management, in compliance with the regulations in force and good accounting practice, to make estimates and assumptions that affect the measurement and timing of the reported information. Actual results may differ from these estimates.

Transactions denominated in foreign currencies and derivatives

Business transactions in foreign currencies are recorded at the rates of exchange prevailing on the transaction date. Receivables and payables on the balance sheet date are valued at the exchange rates prevailing on that date. Exchange gains and losses related to business operations are treated as adjustments to other operating income and operating expenses. Exchange gains and losses related to financing operations are entered under financial income and expenses.

Derivatives are measured at fair value. Open currency derivatives, including interest components, are valued at the balance sheet date. Derivative changes in fair value are immediately recognised in financial income or expenses in the statement of income.

Net sales

The parent company revenue recognition principles have been adjusted to comply with the principles applied in the Group. The group revenue recognition principles are presented in the section "Accounting principles for consolidated financials statements"

Receivables

Receivables are valued to acquisition cost or to a lower probable value

Pension plans

Statutory pension and supplementary pension obligations in Finland are covered through payments to pension insurance organisations. Expenses related to pension arrangements are recognized in the income statement in the period on the accrual basis.

Leasing

Leasing payments are treated as rentals.

Research and development expenses

Research and development expenses are expensed as incurred.

Valuation of non-current assets

Non-current assets have been capitalised at the acquisition cost. Planned depreciation and amortization is calculated on a straight-line basis over the useful life of the fixed assets. The periods for planned depreciation and amortization are as follows:

- Intangible rights 3–10 years
- Other long-term expenditure 5 years
- Buildings and structures 25 years
- Machinery and equipment 3–5 years
- Computing hardware and software 3–5 years

1. NET SALES

Net sales by market area

EUR 1,000	2024	2023
Europe, Middle East and Africa	48,988	45,928
Asia Pacific	1,581	2,825
Americas	9,584	4,302
Net sales total	**60,153**	**53,056**

Net sales by type of income

EUR 1,000	2024	2023
Revenue from maintenance and support	12,272	10,161
Revenue from goods and services, external sales	25,629	26,153
Revenue from goods and services, intra-group sales	20,299	17,852
Currency exchange gains and losses related to external sales	1,953	-111
Net sales total	**60,153**	**54,056**

Order book

EUR 1,000	2024	2023
Order book for maintenance and support	20,257	9,570
Order book for goods and services	46,589	49,999
Order book total	**66,846**	**59,569**

2. MATERIALS AND SERVICES

EUR 1,000	2024	2023
Purchases during financial year	-99	-128
External services	-1,675	-3,726
Materials and services total	**-1,774**	**-3,854**

3. PERSONNEL EXPENSES

Personnel expenses

EUR 1,000	2024	2023
Wages and salaries	-8,373	-8,910
Pension expenses	-476	-607
Other personnel expenses	-2,126	-2,476
Personnel expenses total	**-10,975**	**-11,993**

Average number of employees during the financial year

EUR 1,000	2024	2023
Management and administration	5	6
Other personnel	30	35
Total average number of employees	**35**	**41**

Salaries, fees, remunerations and pensions to the management

EUR 1,000	Salaries, fees, remunerations 2024	Salaries, fees, remunerations 2023	Obligatory pension expenses 2024	Obligatory pension expenses 2023
Padma Ravichander, CEO as from May 2016*	1,149	1,100		
Total earned fixed pay for the CEO during period 1 January to 31 December 2024 was EUR 1.15 million (1.10) and the value of performance bonus was EUR 0.63 million (2.12) (including EUR 0.13 million in shares (0.89).				
Members of the Board of Directors:				
Neil Macleod, Chairman of the Board 24.9.2018-	158	210		
Jyoti Desai, Vice Chairman of the Board 24.9.2018-	90	120		
Conrad Neil Phoenix 24.9.2018-	57	70		
Anders Fornander 5.9.2019-	57	70		
Johan Hammarén 19.4.2023-	57	65	2	2
Markku Wilenius		49		3
Board fees total	**406**	**584**	**2**	**5**

The pension benefits of the members of Board of Directors are determined by the Finnish Employees Pensions Act (Tyel). The members of Board of Directors have no additional pension arrangements.

The CEO has a CEO contract, which is made according to Finnish law. The CEO is responsible for tax and other compulsory payments.

Share-based incentive scheme

Tecnotree had employee incentive program for years 2021-203 designed to align the participants' focus with Tecnotree's growth strategy and long-term success. The LTI Plan includes Restricted Share Units (RSUs) giving a contractual right to receive shares over the next 3-year period as per an equated semi-annual vesting schedule. The last installment of the incentive program was exercised in 2024. Tecnotree has a stock option program 2021 for the key personnel of the Group. The stock options are marked with four different symbols, all of which have a release criterion based on a different market value.

4. DEPRECIATIONS AND AMORTISATIONS

EUR 1,000	2024	2023
Machinery and equipment	225	77
Depreciations and amortisations according to plan total	**225**	**77**

Auditors' fees

EUR 1,000	2024	2023
Auditors fees	-313	-132
Auditors' fees total	**-313**	**-132**

5. OTHER OPERATING INCOME AND EXPENSES

Other operating income

EUR 1,000	2024	2023
Other operating income	20	4
Other operating income total	**20**	**4**

Other operating expenses

EUR 1,000	2024	2023
Subcontracting	-3,672	-2,898
Office management costs	-835	-1712
Equipment and software	-1,512	-2,208
Travel expenses	-1,239	-1,303
Agent fees	-153	-234
Impairment losses on receivables	-193	
Rents	-446	-459
Professional services	-2,631	-4,148
Marketing	-1,808	-1,755
Other operating expenses to Group companies	-23,841	-21,296
Other operating expenses total	**-36,329**	**-36,144**

6. FINANCIAL INCOME AND EXPENSES

EUR 1,000	2024	2023
Financial income		
Gain from sale of subsidiary shares	71	5,548
Foreign exchange gains	3,541	1,044
Financial income total	**3,611**	**6,592**
Financial expenses		
Loss on sale of subsidiary shares	-257	
Interest expenses	-94	-39
Other financial expenses	-287	-44
Impairment of receivables	-6,051	
Foreign exchange losses	-4,751	-13056
Financial expenses total	**-11,439**	**-13,139**
Financial income and expenses total	**-7,828**	**-6,547**

7. INCOME TAXES

EUR 1,000	2024	2023
Income taxes from business operations	-1	-10
Withholding taxes paid abroad	-1,874	-1,971
Change in withholding tax accrual	-500	853
Income taxes total	**-2,375**	**-1,128**

The company has not deducted research and development costs amounting to EUR 55,735 (55,735) thousand in its taxation. The amount can be deducted over an indefinite period with amounts that the company may freely decide. Other deductible temporary differences amount to EUR 4,927 (6,157) thousand. No deferred tax assets have been recognised on these capitalisations because of the uncertainty about utilising them.

8. INTANGIBLE AND TANGIBLE ASSETS

Intangible assets

EUR 1,000	2024	2023
Acquisition cost 1.1	6,146	6,146
Additions		
Acquisition cost 31.12.	**6,146**	**6,146**
Accumulated amortisation 1.1.	-6,146	-6,146
Amortisation during the period		
Accumulated amortisation 31.12.	**-6,146**	**-6,146**
Book value 31.12.		

Tangible assets

EUR 1,000	2024	2023
Acquisition cost 1.1	5,599	5,597
Additions		2
Acquisition cost 31.12.	**5,599**	**5,599**
Accumulated amortisation 1.1.	-5,384	-5,459
Amortisation during the period	-215	75
Accumulated amortisation 31.12.	**-5,599**	**-5,384**
Book value 31.12.		**215**

9. INVESTMENTS

Investments in group companies

EUR 1,000	2024	2023
Acquisition cost 1.1.	8,714	8,734
Disposals	-257	-20
Book value 31.12.	**8,458**	**8,714**

Shares in subsidiaries held by the parent company

Name of the subsidiary	Domicile	Parent company ownership, %	Carrying value EUR 1,000
Tecnotree Ltd.	Ireland	100.00	
Tecnotree GmbH	Germany	100.00	
Tecnotree Sistemas de Telecommunicacao Ltda	Brazil	100.00	902
Tecnotree (M) Sdn Bhd	Malaysia	100.00	106
Tecnotree France SARL	France	100.00	1
Tecnotree Services Oy	Finland	100.00	8
Lifetree Cyberworks Pvt. Ltd	India	100.00	1,189
Tecnotree Convergence Ltd	India	46.08	6,229
Tecnotree Nigeria Limited	Nigeria	99.99	23
Tecnotree Software Enterprises DMCC	United Arab Emirates	100.00	0
Tecnotree LLC	United States of America	100.00	
Tecnotree Technologies Inc.	United States of America	100.00	
Total			**8,458**

10. RECEIVABLES

Current receivables

EUR 1,000	2024	2023
Current external receivables		
Trade receivables total	25,455	21,220
Contract assets	24,176	12,309
Current prepaid expenses and accrued income	5,913	10,611
Other current receivables	4	4
Current external receivables total	**55,544**	**44,144**
Current receivables from the Group companies:		
Trade receivables	26,811	19,391
Other receivables	7,912	6,113
Total	**34,723**	**25,503**
Current receivables total	**90,266**	**69,647**

Non-current receivables

EUR 1,000	2024	2023
Rent guarantees	28	79
Pledged cash deposits	999	676
Non-current receivables total	**1,027**	**755**

Cash and cash equivalents

Cash in hand and at bank	1,790	5,377
Cash and cash equivalents total	**1,790**	**5,377**

11. SHAREHOLDERS' EQUITY

EUR 1,000	2024	2023
Share capital	1,346	1,346
Share premium fund	847	847
Restricted equity total	**2,193**	**2,193**
0Invested unrestricted equity reserve 1.1.	27,590	27,590
Invested unrestricted equity reserve 31.12.	**27,590**	**27,590**
Retained earnings 1 Jan	14,354	20,811
Result for the period	-282	-6,529
Other items booked directly to retained earnings	-49	72
Dividend payout	-160	
Retained earnings total	**13,863**	**14,354**
Total shareholders' equity	**43,646**	**44,136**

Based on the decisions of the 2024 general meeting, in 2024 the company paid dividends of total 160 thousand euros from the accumulated profits, and the fiscal year 2023 loss of the parent company of 6,529 thousand euros was recorded in the accumulated profits.

12. LIABILITIES

EUR 1,000	2024	2023
Non-current convertible bonds	**23,100**	21,000
Non-current liabilities		
Termination benefits	1,374	1,068
Non-current liabilities total	**1,374**	**1,068**
Current liabilities, interest-bearing	919	919
Current liabilities		
Trade payables	4,281	3,219
Accrued liabilities and deferred income	3,304	4,104
Other liabilities	293	662
Total	**7,878**	**7,986**
Liabilities from Group companies:		
Trade payables	24,623	9,400
Total	**24,623**	**9,400**
Current liabilities total	**32,502**	**17,385**

EUR 1,000	2024	2023
Major items included in accrued liabilities and deferred income		
Other accrued personnel expenses	1,127	696
Withholding tax accrual	500	
Other accruals related to customer contracts		2,325
Other accrued liabilities and deferred income	1,677	1,083
Total	**3,304**	**4,104**

Previously the Company had a policy of deducting WHT as an expense on accrual of revenue. This was specifically due to the fact that large portions of our revenue came from very few customers and countries which deducted WHT and the Company was unable to utilise these tax assets due to high tax reserves in Finland. This was primarily enabled through broadening of the customer base. In the future years, the company also expects to be able to utlise these tax assets against profits accrued in its Indian subsidiary. However, a key risk to this treatment is the ability to be able to assign the appropriate contracts in the next year.

13. CONTINGENT LIABILITIES

EUR 1,000	2024	2023
With due date in the next financial year	204	230
With due date within next 1-5 years	65	140
Total contingent liabilities	**269**	**370**

14. EVENTS AFTER THE END OF PERIOD

No material changes regarding the company's business or financial position have materialized after the end of the financial period.

Signatures of the financial statements and the report of the Board of Directors

13_ March 2025

Johan Hammarén

Padma Ravichander
CEO

Anders Fornander

Neil Macleod
Chairman of the Board

Conrad Neil Phoenix

Jyoti Desai
Vice Chairman of the Board

The Auditor's note
A report on the audit performed has been issued today. Vantaa, 13 March 2025. Tietotili Audit Oy, Authorised Public Accountants

Urpo Salo
AuthorisedPublic Accountant, KHT

AUDITOR'S REPORT

This document is an English translation of the Finnish auditor's report. Only the Finnish version of the report is legally binding.

AUDITOR'S REPORT

To the Annual General Meeting of Tecnotree Corporation

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Tecnotree Corporation (business identity code 1651577-0) for the year ended 31 December 2024. The financial statements comprise the consolidated balance sheet, income statement, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes, including a summary of significant accounting policies, as well as the parent company's balance sheet, income statement, statement of cash flows and notes.

In our opinion

— the consolidated financial statements give a true and fair view of the group's financial position, financial performance and cash flows in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU,

— the financial statements give a true and fair view of the parent company's financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Our opinion is consistent with the additional report submitted to the Audit Committee.

Basis for Opinion

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the parent company and of the group companies in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

In our best knowledge and understanding, the non-audit services that we have provided to the parent company and group companies are in compliance with laws and regulations applicable in Finland regarding these services, and we have not provided any prohibited non-audit services referred to in Article 5(1) of regulation (EU) 537/2014. The non-audit services that we have provided have been disclosed in note 6 to the consolidated financial statements.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. The significant risks of material misstatement referred to in the EU Regulation No 537/2014 point (c) of Article 10(2) are included in the description of key audit matters below.

We have fulfilled the responsibilities described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risk of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

We have also addressed the risk of management override of internal controls. This includes consideration of whether there was evidence of management bias that represented a risk of material misstatement due to fraud.

Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, and of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. 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 financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors and the Managing Director are responsible for assessing the parent company's and the group's ability to continue as going concern, disclosing, as applicable, matters relating to going

Key Audit Matters

Revenue recognition principles, valuation of receivables and intangible assets (Accounting principles and notes 2, 10, 14, 19 and 20 for the consolidated financial statements)

The key audit matter	How the matter was addressed in the audit
— Appropriate revenue recognition requires accurate and timely measurement of different stages of each project to ensure correct revenue recognition	— Substantive testing measures on the material concerning turnover. Review of the Group's processes concerning sales and project monitoring. Revenue recognition principles were assessed regarding applicable IFRS principles
— Significant amount of the Group's turnover accrues from countries which are developing and politically unstable. The two largest customers accounted for 47% of the turnover for year 2024 and 23% of the total amount of sales receivables at the end of the financial period	— We have carried out procedures concerning accuracy of the revenue recognition and correctness of the revenue accrual. We have reviewed the Group's process concerning evaluation and monitoring of the sales receivables. We have analysed the estimates and expectations of the Group concerning credit loss recognition
— The Group's other intangible assets accounted for 31% of the Group's assets and 95% of the Group's long-term assets	— We analysed the correctness of the valuation in the balance sheet and consistency and nature of the costs recognized in the amount. We have analysed the consistency in relation to applicable IFRS principles
— The Group's trade receivables and other assets comprise 54% of the total assets of the Group. These assets involve a valuation risk	— We analysed the Group's estimates and expectations concerning measurement of credit losses and related available historical information of the Group concerning previous years. We have evalued the consistency of the sales receivables

concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the parent company or the group or cease operations, or there is no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance on whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with good auditing practice will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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

— Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

— Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the parent company's or the group's internal control.

— Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

— Conclude on the appropriateness of the Board of Directors' and the Managing Director's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the parent company's or the group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the parent company or the group to cease to continue as a going concern.

— Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events so that the financial statements give a true and fair view.

— Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other reporting requirements

Information on our audit engagement

We were first appointed as auditors by the Annual General Meeting for the financial period ended 31.12.2019.

Other Information

The Board of Directors and the Managing Director are responsible for the other information. The other information comprises the report of the Board of Directors and the information included in the Annual Report but does not include the financial statements and our auditor's report thereon. We have obtained the report of the Board of Directors and the Annual Report prior to the date of this auditor's report. Our opinion on the financial statements does not cover the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. With respect to the report of the Board of Directors, our responsibility also includes considering whether the report of the Board of Directors has been prepared in accordance with the applicable laws and regulations, excluding the sustainability report information on which there are provisions in Chapter 7 of the Accounting Act and in the sustainability reporting standards.

In our opinion, the information in the report of the Board of Directors is consistent with the information in the financial statements and the report of the Board of Directors has been prepared in accordance with the applicable laws and regulations. Our opinion does not cover the sustainability report information on which there are provisions in Chapter 7 of the Accounting Act and in the sustainability reporting standards.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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.

Vantaa, 13th March 2025

Tietotili Audit Oy, Authorised Public Accountants

Urpo Salo
Authorised Public Accountant, KHT

ASSURANCE REPORT ON THE SUSTAINABILITY REPORT

To the Annual General Meeting of Tecnotree Oyj
We have performed a limited assurance engagement on the group sustainability report of Tecnotree Oyj (business identity code 1651577-0) that is referred to in Chapter 7 of the Accounting Act and that is included in the report of the Board of Directors for the financial year 1.1.–31.12.2024.

Opinion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the group sustainability report does not comply, in all material respects, with
1) the requirements laid down in Chapter 7 of the Accounting Act and the sustainability reporting standards (ESRS);
2) the requirements laid down in Article 8 of the Regulation (EU) 2020/852 of the European Parliament and of the Council on the establishment of a framework to facilitate sustainable investment, and amending Regulation (EU) 2019/2088 (EU Taxonomy).

Point 1 above also contains the process in which Tecnotree Oyj has identified the information for reporting in accordance with the sustainability reporting standards (double materiality assessment) and the tagging of information as referred to in Chapter 7, Section 22 of the Accounting Act. Our opinion does not cover the tagging of the group sustainability report with digital XBRL sustainability tags in accordance with Chapter 7, Section 22, Subsection 1(2), of the Accounting Act, because sustainability reporting companies have not had the possibility to comply with that provision in the absence of the ESEF regulation or other European Union legislation.

Basis for Opinion

We performed the assurance of the group sustainability report as a limited assurance engagement in compliance with good assurance practice in Finland and with the International Standard on Assurance Engagements (ISAE) 3000 (Revised) Assurance Engagements Other than Audits or Reviews of Historical Financial Information.
Our responsibilities under this standard are further described in the Responsibilities of the Authorized Sustainability Auditor section of our report.
We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.
Other Matter
We draw attention to the fact that the group sustainability report of Tecnotree Oyj that is referred to in Chapter 7 of the Accounting Act has been prepared and assurance has been provided for it for the first time for the financial year 1.1.–31.12.2024. Our opinion does not cover the comparative information that has been presented in the group sustainability report. Our opinion is not modified in respect of this matter.

Authorized group sustainability auditor's Independence and Quality Management

We are independent of the parent company and of the group companies in accordance with the ethical requirements that are applicable in Finland and are relevant to our engagement, and we have fulfilled our other ethical responsibilities in accordance with these requirements.
The authorized group sustainability auditor applies International Standard on Quality Management ISQM 1, which requires the authorized sustain-

ability audit firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.
Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director of Tecnotree Oyj are responsible for:

• the group sustainability report and for its preparation and presentation in accordance with the provisions of Chapter 7 of the Accounting Act, including the process that has been defined in the sustainability reporting standards and in which the information for reporting in accordance with the sustainability reporting standards has been identified as well as the tagging of information as referred to in Chapter 7, Section 22 of the Accounting Act and
• the compliance of the group sustainability report with the requirements laid down in Article 8 of the Regulation (EU) 2020/852 of the European Parliament and of the Council on the establishment of a framework to facilitate sustainable investment, and amending Regulation (EU) 2019/2088;
• such internal control as the Board of Directors and the Managing Director determine is necessary to enable the preparation of a group sustainability report that is free from material misstatement, whether due to fraud or error.
Inherent Limitations in the Preparation of a Sustainability Report

The preparation of the group sustainability statement requires a materiality assessment from the company in order to identify relevant disclosures. This significantly involves management judgment and choices. Group sustainability reporting is also characterised by estimates and assumptions, as well as measurement and estimation uncertainty.
In addition, when reporting forward-looking information, the company must make assumption about possible future events and disclose the company's possible future actions in relation to these events. The actual outcome may be different because predicted events do not always occur as expected.

Responsibilities of the Authorized Group Sustainability Auditor

Our responsibility is to perform an assurance engagement to obtain limited assurance about whether the group sustainability report is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that includes our opinion. 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 decisions of users taken on the basis of the group sustainability report.
Compliance with the International Standard on Assurance Engagements (ISAE) 3000 (Revised) requires that we exercise professional judgment and maintain professional skepticism throughout the engagement. We also:
• Identify and assess the risks of material misstatement of the group sustainability report, whether due to fraud or error, and obtain an understanding of internal control relevant to the engagement in order to design assurance procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the parent company's or the group's internal control.
• Design and perform assurance procedures responsive to those risks to obtain evidence that is sufficient and appropriate to provide a

basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Description of the Procedures That Have Been Performed

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. The nature, timing and extent of assurance procedures selected depend on professional judgment, including the assessment of risks of material misstatement, whether due to fraud or error. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Our procedures included for ex. the following:

- We have interviewed the management of Tecnotree Oyj and persons responsible for collecting and reporting the information included in the group sustainability report.
- We gained understanding of the processes related to collecting and consolidating sustainability information.
- We acquainted ourselves to the background documentation and other records prepared by Tecnotree Oyj, as appropriate and assessed how they support the information included in the sustainability report.
- We assessed whether the group sustainability report in material respect meets the requirements of ESRS standards for material sustainabil ity topics.
- We evaluated the implementation of the company's double materiality assessment process against the requirements of ESRS standards and the compliance of the information provided for the double materiality assessment with ESRS standards.
- We gained an understanding of the process by which Tecnotree Oyj has defined taxonomy-eligible and taxonomy-aligned economic activities and evaluated the regulatory compliance of the information provided.

Vantaa 13.3.2025
Tietotili Audit Oy
Authorized Sustainability Audit Firm

Urpo Salo, KRT

INDEPENDENT AUDITOR'S REPORT ON THE ESEF CONSOLIDATED FINANCIAL STATEMENTS OF TECNOTREE OYJ

To the Board of Directors of Tecnotree Oyj
We have performed a reasonable assurance engagement on the financial statements 743700MRPVYI7ASHCX38-2024-12-31-0-fi.zip of Tecnotree Oyj (y-identifier: 1651577-0) that have been prepared in accordance with the Commission's regulatory technical standard for the financial year ended 31.12.2024.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the company's report of Board of Directors and financial statements (the ESEF financial statements) in such a way that they comply with the requirements of the Commission's regulatory technical standard. This responsibility includes:
- preparing the ESEF financial statements in XHTML format in accordance with Article 3 of the Commission's regulatory technical standard
- tagging the primary financial statements, notes and company's identification data in the consolidated financial statements that are included in the ESEF financial statements with iXBRL tags in accordance with Article 4 of the Commission's regulatory technical standard and
- ensuring the consistency between the ESEF financial statements and the audited financial statements

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 ESEF financial statements in accordance the requirements of the Commission's regulatory technical standard.
Auditor's Independence and Quality Management

We are independent of the company in accordance with the ethical requirements that are applicable in Finland and are relevant to the engagement we have performed, and we have fulfilled our other ethical responsibilities in accordance with these requirements.
The firm applies International Standard on Quality Management (ISQM) 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Auditor's Responsibilities

Our responsibility is to, in accordance with Chapter 7, Section 8 of the Securities Markets Act, provide assurance on the financial statements that have been prepared in accordance with the Commission's technical regulatory standard. We express an opinion on whether the consolidated financial statements that are included in the ESEF financial statements have been tagged, in all material respects, in accordance with the requirements of Article 4 of the Commission's regulatory technical standard.

Our responsibility is to indicate in our opinion to what extent the assurance has been provided. We conducted a reasonable assurance engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000.

The engagement includes procedures to obtain evidence on:
- whether the primary financial statements in the consolidated financial statements that are included in the ESEF financial statements have been tagged, in all material respects, with iXBRL tags in accordance with the requirements of Article 4 of the Commission's regulatory technical standard and
- whether the notes and company's identification data in the consolidated financial statements that are included in the ESEF financial statements have been tagged, in all material respects, with iXBRL tags in accordance with the requirements of Article 4 of the Commission's regulatory technical standard and
- whether there is consistency between the ESEF financial statements and the audited financial statements.

The nature, timing and extent of the selected procedures depend on the auditor's judgement. This includes an assessment of the risk of material deviations due to fraud or error from the requirements of the Commission's technical regulatory standard.
We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

Our opinion pursuant to Chapter 7, Section 8 of the Securities Markets Act is that the primary financial statements, notes and company's identification data in the consolidated financial statements that are included in the ESEF financial statements of Tecnotree Oyj 743700MRPVYI7ASHCX38-2024-12-31-0-fi.zip for the financial year ended 31.12.2024 have been tagged, in all material respects, in accordance with the requirements of the Commission's regulatory technical standard.
Our opinion on the audit of the consolidated financial statements of Tecnotree Oyj for the financial year ended 31.12.2024 has been expressed in our auditor's report 12.3.2025. With this report we do not express an opinion on the audit of the consolidated financial statements nor express another assurance conclusion.

Vantaa 13.3.2025
Tietotili Audit Oy
Authorized Public Accountants

Urpo Salo
Authorized Public Accountant.

CORPORATE GOVERNANCE

BOARD OF DIRECTORS

NEIL MACLEOD, BORN 1971

Chairman of the Board, 15.5.2019–
Member of the Board, 24.9.2018–
Tecnotree shares as on 31.12.2024: 22,397
holding of interest parties as on 31.12.2024: 3,074,650
Main occupation: Director, Fitzroy Investments Limited
Education: HND, Engineering Systems (Napier University), Diploma in Agriculture and Farm Business (Royal Agricultural College) and M.Sc. Property Development and Planning Law (Southbank University)

JYOTI DESAI, BORN 1957

Vice Chairman of the Board, 15.5.2019–
Member of the Board, 24.9.2018–
Tecnotree shares as on 31.12.2024: 12,799
Main occupation: Entrepreneur and consultant
Education: B.Com., B.A. and BA honours (psychology), University of South Africa

CONRAD NEIL PHOENIX, BORN 1944

Member of the Board, 24.9.2018–
Tecnotree shares as on 31.12.2024: 7,466, holding of interest parties as on 31.12.2024: 3,074,650
Main occupation: Director of Harvy Rix Investment Company Limited.
Education: MBE, FRICS

ANDERS FORNANDER, BORN 1957

Member of the Board, 5.9.2019–
Tecnotree shares as on 31.12.2024: 7,466
Main occupation: CEO Software Culture GmbH
Education: M.Sc. Computer Science LiTH Sweden and M.Sc. Management of Technology MIT USA

JOHAN HAMMARÉN, BORN 1969

Member of the Board, 19.4.2023–
Tecnotree shares as on 31.12.2024: 4,411, holding of interest parties as on 31.12.2024: 579,063
Main occupation: Managing Director, Oy Hammarén & Co Ab
Education: Helsinki University, Faculty of Law, LL.M.

MANAGEMENT BOARD

PADMA RAVICHANDER,

BORN 1959

CEO

Shareholding in Tecnotree on 31 December 2024: 1,967,814

Education: Computer Science and IT (Dip), Concordia University, Graduate of Executive Management School Stanford University

INDIRESH VIVEKANANDA,

BORN 1965

CFO

Shareholding in Tecnotree on 31 December 2024: 14,470

Education: Chartered accountant

LEENA KOSKELAINEN,

BORN 1965

Chief Operating Officer (COO)

Shareholding in Tecnotree on 31 December 2024: 27,010

Education: Diploma in Business Information

PRIANCA RAVICHANDER,

Born 1990

Chief Marketing Officer and Head of B2B2X

Shareholding in Tecnotree on 31 December 2024: 29,104

Education: MSc Urban Data Management from Erasmus University, Rotterdam BALLB (Hons) NALSAR University of Law

HITESH MORAR,

BORN 1977

Chief Product Officer (CPO)

Shareholding in Tecnotree on 31 December 2024: 5,000

Education: Bachelor's degree in Electrical Engineering & Master of Science degree

BISWAJIT DEVA SHARMA,

BORN 1981

Chief Technology Officer (CTO) & Head of SaaS

Shareholding in Tecnotree on 31 December 2024: 16,510

Education: Bachelor's degree in Computer Science & Engineering and Master's degree in Management

SUBRAMANIAN RAMASESHAN,

BORN 1970

Vice President, Value Engineering

Shareholding in Tecnotree on 31 December 2024: 6,249

Education: M. Sc (computer Science)

INTRODUCTION

Tecnotree Corporation ("Tecnotree" or "Company") is a Finnish Public Limited Company. The responsibilities and obligations of the corporate management are based on the Finnish legislation. The Company complies in its decision-making and governance in accordance with the Finnish Companies Act, the Finnish Corporate Governance Code 2020 published by the Securities Market Association, the regulations for public companies, the Articles of Association of Tecnotree, the rules set for the Board of Directors of the Company (the "Board") and its Committees, as well as the rules and regulations of Nasdaq OMX Helsinki. Tecnotree Group comprises of Tecnotree Corporation and its subsidiaries. The company is registered and domiciled in Espoo, Finland.

The Finnish Corporate Governance Code is available at https://cgfinland.fi/en/corporate-governance-code/.

This Corporate Governance Statement can be found at Tecnotree' s website https://investors.tecnotree.com/ and in Tecnotree's Annual Report for 2024.

Description of the composition and operations of the meeting of shareholders, Board and Board committees and other controlling bodies

Meeting of Shareholders

Annual General Meeting

Annual General Meeting of Shareholders is the highest decision-making body of Tecnotree. The responsibilities of the Annual General Meeting are defined in the Finnish Companies Act and the Articles of Association of the Company. The Annual General Meeting is held annually on a date designated by the Company's Board of Directors. The most important responsibilities include amending the Articles of Association (if required), approving the financial statements, the report of the Board of Directors and the Auditor's Report, deciding on the dividend to be paid, discharging the Board members and the CEO from liability, appointing Board members and auditors and deciding on their remuneration.

The Annual General Meeting held on 15th April 2024 confirmed the financial statements and the consolidated financial statements for the financial year 2023 and discharged the Board of Directors and the CEO from liability for the year 2023, except for Mr. Markku Wilenius. The Annual General Meeting, in accordance with the proposal of the Board of Directors, approved a dividend of EUR 0.01 per share for the financial year 2023 totaling EUR 170,000, with 24th September 2024 as the record date and 01st October 2024 as the payment date, and that the parent company's loss for the financial year of an amount of EUR 6,529,392 , be transferred to the retained earnings account.

Board of Directors

Formation and term of office of the Board of Directors

The operations of Tecnotree are managed under the direction of the Board, within the framework set by the Finnish Companies Act and Tecnotree's Articles of Association as well as any complementary rules of procedure as defined by the Board, such as the Corporate Governance Guidelines and the charters of the Board's committees, if any.

The Board of Directors is responsible for the appropriate organisation of the Company's administration, business operations, accounting and financial controlling.

Furthermore, the Board is responsible for promoting the interests of the Company and all its shareholders by pursuing a business policy that in the long-term ensures the best possible return on capital invested in the Company.

Tecnotree's Board of Directors consists of a minimum of 3 (Three) and a maximum of 8 (Eight) members, as outlined in the Articles of Association. The Annual General Meeting elects the Board and confirms the number of Board members. The Board of Directors elects the Chairman and Vice Chairman among its members for a term of one (1) year at a time. The term of office of Board members expires at the end of the first Annual General Meeting following election.

Description of the operations of the Board of Directors and the main contents of its charter

Tecnotree's Board of Directors is responsible for the Company's corporate governance and for the proper organisation of its operations. The members of Tecnotree's Board have no special duties related to being a member of the Board other than those designated by law. Board members are also members of Board Committees.

To support its work, Tecnotree's Board of Directors has confirmed a charter that defines the Board's duties and work methods, as well as meeting and decision-making procedures. In accordance with the charter, the Board deals with and makes decisions on matters that are financially, operationally or fundamentally significant to the Group.

According to the elementary tasks listed in the charter, the Board shall among others:

- decide upon the group strategy and approve the business strategy

- approve the values of the Company and its subsidiaries
- approve the annual business plan and supervise its implementation
- decide upon the central organization structure and management system of the Company
- discuss and approve the accounts and interim reports
- define the dividend policy of the Company and make a proposal to the Annual General Meeting as to the amount of dividend paid
- appoint the Managing Director of the Company and the Deputy Managing Director, decide upon their remuneration and employment terms
- decide on the appointment of the members of the Company's management group and their remuneration
- decide on the remuneration systems of the Company's CEO and CFO and the principles of the remuneration systems for other personnel
- decide on strategically or economically important investments and the acquisitions and divestments of companies or similar arrangements
- approve the significant principles of risk management
- decide upon the capital structure of the Company
- confirm the principles of internal control
- annually assess its activities and working methods
- be responsible for the other duties assigned to it under the Finnish Companies Act or other regulation
- establish an audit, a remuneration, nomination committee, Investment Committee, Strategy Committee or another committee.

The Board evaluates its operations and working methods once a year through self-assessment. The charter of the Board of Directors is available at https://investors.tecnotree.com/

The principles of Board diversity

In proposing and deciding the number of the members and the composition of the Board, the diversity of the Board, the requirements of the Company's operations and the development phase of the Company shall be taken into account, with the aim of ensuring an efficient management of the Board tasks. The persons elected as members of the Board shall have the competence required in this duty and the possibility to devote sufficient time to attend to their duties. When preparing its proposal concerning the composition of the Board, the Board shall consider the age, gender, education and experience of the members to ensure the diversity of the Board.

The objective of the Company is that expertise from various industries and markets, varied professional and educational backgrounds, a balanced age distribution as well as both sexes are all diversely represented in the Board.

Monitoring of the principles of Board diversity in 2024

At the beginning of the year the Board comprised of five (5) directors, which consisted of one (1) female member and four (4) male members. At the Annual General Meeting held on 15th April 2024, all the directors were re-appointed.

The experience of the Board members is versatile and diverse. The age of the Board members is between 52 and 79 years. In the current situation of the Company, continuity is deemed important, but the Board will strive to improve diversity further.

Composition of the Board & Its Independence

The Annual General Meeting of 15th April 2024 confirmed that the Board of Directors will consist of five (5) members, and the Board members were elected for a period of office expiring at the end of the next Annual General Meeting following the election. The Annual General Meeting re-elected as Board Members Mr. Neil Macleod, Ms. Jyoti Desai, Mr. Anders Fornander, Mr. Conrad Neil Phoenix and Mr. Johan Hammarén.

Independence

As per the Corporate Governance Code, majority of Board Members must be independent of the company. In addition to that at least two (2) members of mentioned majority must be independent of the company and its significant shareholders.

Tecnotree's Board of Directors have assessed the Board members' independence of the Company and shareholders in compliance with the Finnish Corporate Governance Code. Based on the assessment, three (3) Board members are independent of the Company and of significant shareholders and two (2) Board members are independent of the Company but non-independent of the significant shareholders.

Members of the Board

Neil Macleod, b. 1971, HND, Engineering Systems (Napier University), Diploma in Agriculture and Farm Business (Royal Agricultural College) ja M.Sc. Property Development and Planning Law (Southbank University)

- Chairman of the Board, 15.5.2019-
- Member of the Board, 24.9.2018-
- Main duty: Director, Fitzroy Investments Limited

- Tecnotree shares as on 31.12.2024: 22,397, holding of interest parties as on 31.12.2023: 3,074,650
- Independent of Tecnotree and non-independent of its significant shareholders.

Jyoti Desai, b. 1957, BA (Hons), B Com Economics and Law, CAIB (SA), Financial Services qualification
- Vice Chairman of the Board, 15.5.2019-
- Member of the Board, 24.9.2018-
- Main duty: Entrepreneur and consultant
- Tecnotree shares as on 31.12.2024: 12,799.
- Independent of Tecnotree and its significant shareholders

Conrad Neil Phoenix, b. 1944, MBE, FRICS
- Member of the Board, 24.9.2018-
- Main duty: Director of Harvy Rix Investment Company Limited
- Tecnotreen shares 31.12.2024: 7 466
- Holding of interest parties as on 31.12.2023: 3,074,650
- Independent of Tecnotree and non-independent of its significant shareholders

Anders Fornander, b. 1957, M.Sc. Computer Science LiTH Sweden and M.Sc. Management of Technology MIT USA
- Member of the Board, 5.9.2019-
- Main duty: CEO Software Culture GmbH
- Tecnotree shares as on 31.12.2024: 7,466
- Independent of Tecnotree and its significant shareholders

Johan Hammarén b. 1969, Helsinki University, Faculty of Law, LL.M.
- Member of the Board, 19.04.2023 –
- Main duty: CEO of Oy Hammarén & Co Ab
- Tecnotree shares as on 31.12.2024: 4,411 , holding of interest parties as on 31.12.2024: 579,063
- Independent of Tecnotree and its significant shareholders

The Annual General Meeting (AGM) in April 2024 approved the Board's annual fees at
- EUR 210,000 for the Chairman
- EUR 120,000 for the Vice Chairman
- EUR 70,000 for other Directors,

with approximately 45% of the remuneration payable in Tecnotree shares and 55% in cash. For the period from January to March 2024, Board remuneration continued at the 2023 AGM-approved rates, after which the 2024 AGM rates came into effect from 15 April 2024.

On 9 August 2024, as part of the Company's broader cost-optimization measures, the Board unanimously resolved to reduce its remuneration by 35%, effective retroactively from 15 April 2024. Consequently, for the period 15 April to 31 December 2024, fees were adjusted to reflect the new AGM-approved rates, reduced by 35%. The total board fees payable for 2024 totaled to EUR 405,888.

Tecnotree' s Board of Directors convened nine (9) times in 2024.

Board attendance to meetings and remuneration 2024 is as follows:

Member of the Board	Attendance	Board member remuneration, EUR	Board member remuneration, in shares EUR	Total Board member remuneration, EUR
Neil Macleod, Chairman	9/9	157,845	-	157,845
Jyoti Desai, Vice Chairman	9/9	90,197	-	90,197
Conrad Neil Phoenix	8/9	52,615	-	52,615
Anders Fornander	8/9	52,615	-	52,615
Johan Hammarén	8/9	52,615	-	52,615
Total		**405,888**	**-**	**405,888**

Board Committees

In the Annual General Meeting of the Company held on 15th April 2024, the Company decided to establish the below committees:

- Audit Committee
- Remuneration Committee
- Nomination Committee
- Strategy Committee

Audit Committee

The Audit Committee's duty is to assist the Company's Board in ensuring that the Company has sufficient internal control system encompassing all of its operations in a manner required by legislation, valid regulations and a good management and administration system. In addition, the Committee assists the Board in ensuring that the monitoring of the Company's accounting and asset management have been organized in an appropriate manner. It is also the Audit Committee's duty to monitor the activities of internal auditing.

The main duties of the Audit Committee are as follows:

- Monitor the financial position of the Company
- Supervise the financial reporting process and risk management process
- Ensure the proper functioning of the corporate governance of the Company
- Evaluate the use and presentation of alternative performance measures
- Approve the operating instructions for internal audit
- Handle the plans and report of the internal audit function
- Evaluate the processes aimed at ensuring compliance with laws and regulations
- Communicate with the auditor in addition to the duties required by regulation
- Monitor the Company's funding and tax position
- Monitor the significant financial, funding, and tax risks
- Monitor the processes and risks relating to IT security
- Handle the Company's corporate governance statement and non-financial report
- Work with the CEO and CFO of the Company, and further direct the CEO and CFO in relation to taking any necessary steps as felt appropriate by the Committee; and
- Pass resolutions and monitor any special issues allocated by the Board and falling within the competence of the Committee (such as issues relating to the Company's procedures and/or specific risks).

At the end of the financial year, the Audit Committee comprised of three (3) members of the Board: Johan Hammaren (Chairman), Jyoti Desai and Neil Macleod. The Audit Committee convened four (4) times during the year.

Committee members	Attendance
Johan Hammaren	4/4
Jyoti Desai	4/4
Neil Macleod	4/4

Remuneration Committee

The Remuneration Committee shall prepare matters pertaining to the appointment and remuneration of the CEO and other executives of the Company as well as remuneration principles observed by the Company and make recommendations to the Board in these matters.

The main duties of the Remuneration Committee are as follows:

- Develop the remuneration policy and remuneration report for the Company's management team
- Present the remuneration policy and the remuneration report at the general meeting of the Company and respond to questions related thereto
- Preparation of the appointment of core management and the rest of the management team, along with successor planning
- Prepare and assess the remuneration of the CEO and the rest of the management of the Company
- Plan matters pertaining to the remuneration of other personnel and the development of the organization.
- Work with the CEO and CFO of the Company, and further direct the CEO and CFO in relation to taking any necessary steps as felt appropriate by the Committee; and
- Pass resolutions and monitor any special issues allocated by the Board and falling within the competence of the Committee (such as issues relating to the Company's procedures and/or specific risks).

At the end of the financial year the Remuneration Committee comprised of three (3) members of the Board – Jyoti Desai (Chairman), Anders Fornander and Neil Macleod. The Remuneration Committee convened one (1) time during the year.

Committee members	Attendance
Jyoti Desai	1/1
Anders Fornander	1/1
Neil Macleod	1/1

Nomination Committee

The Nomination Committee assists the Board in the preparations of the matters pertaining to the appointment and remuneration of members of the Board and makes recommendations to the Board in these matters.

The main duties of the Nomination Committee are as follows:

- Prepare a proposal to be presented to the general meeting of the Company regarding the composition of the Board (including information on the number of candidates and their profiles)
- Prepare a proposal to be presented to the general meeting concerning the remuneration of the Board in accordance with the remuneration policy prepared by the Remuneration Committee
- Present the proposal to the shareholders at the general meeting
- Prepare the Board of Directors' diversity principles
- Prepare plans regarding succession planning for the members of the Board
- Evaluate the processes aimed at ensuring compliance with laws and regulations
- Work with the CEO and CFO of the Company, and further direct the CEO and CFO in relation to taking any necessary steps as felt appropriate by the Committee; and
- Pass resolutions and monitor any special issues allocated by the Board and falling within the competence of the Committee (such as issues relating to the Company's procedures and/or specific risks).

At the end of the financial year the Nomination Committee comprised of (4) four members of the Board: Jyoti Desai (Chairman), Neil Macleod, Johan Hammaren and Conrad Neil Phoenix as the members of the Nomination Committee. The Nomination Committee meeting was convened one (1) time during the year 2024.

Committee members	Attendance
Jyoti Desai	1/1
Neil Macleod	1/1
Conrad Neil Phoenix	1/1
Johan Hammaren	1/1

Strategy Committee

The Strategy Committee shall prepare matters pertaining to key strategic choices of the Company and make recommendations to the Board in such matters.

The main duties of the Strategy Committee are as follows:

- Reviewing significant strategic initiatives proposed by Management and making recommendations to the Board regarding the same
- Reviewing the Tecnotree product strategy and roadmaps planned and providing the necessary advice on competitive positioning of products and technologies;
- Attending from time-to-time customer meetings and events as needed to support Management in explaining Tecnotree's strategy
- Work with the CEO and CFO of the Company, and further direct the CEO and CFO in relation to taking any necessary steps as felt appropriate by the Committee; and
- Pass resolutions and monitor any special issues allocated by the Board and falling within the competence of the Committee (such as issues relating to the Company's procedures and/or specific risks).

At the end of the financial year the Strategy Committee comprised of three (3) members of the Board: Jyoti Desai (Chairman), Anders Fornander and Johan Hammaren as the members of the committee. The strategy was discuseed in the regular board meetings. No specific committee meetings were held.

The CEO

The Chief Executive Officer is responsible for managing and developing the Company's operations as defined in the Finnish Companies Act and, in the guidelines, and instructions issued by the Board of Directors. The CEO may undertake actions that are unusual or far-reaching in view of the scope and quality of the Company's operations only if authorized by the Board of Directors.

The CEO ensures that the Company's accounting complies with legislation and that its assets are managed reliably. The CEO is also responsible for investor relations, corporate communication, long-term strategic and financial planning, as well as major operative decisions and the supervision of their implementation. The CEO prepares matters to be handled at Board meetings and reports to the Board.

The Chief Executive Officer of the Companyd has been **Mrs. Padma Ravichander** since 9 May 2016.

Management Board

Management Boards main duty is to assist CEO The main duty of the Management Board is to assist the CEO in operative management, monitor and develop business activities according to strategy and targets, create group level policies, support risk management procedures, follow coherent human resources policy and remuneration as well as manage stakeholder relations. The Management Board convenes at least once a month.

At the end of 2024, the Tecnotree Group Management Board had seven (7) members: Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Marketing Officer (CMO) and Head of B2B2X, Chief Operation Officer (COO), Chief Technology Officer (CTO) & Head of SaaS, Chief Product Officer. (CPO) and Vice President - Value Engineering. The CEO acts as the Chairman of the Management Group.

Management team members, responsibilities and period of membership

Padma Ravichander: b. 1959, Computer Science and IT (Dip), Concordia University, Montreal Canada, Graduate of Executive Management School Stanford University, California, USA

- Main duty: Chief Executive Officer (CEO), 9.5.2016-
- Tecnotree shares as on 31.12.2024: 1,967,814

Indiresh Vivekananda, b. 1965, Chartered Accountant

- Main duty; Group Chief Financial Officer (CFO), 3.10.2022-
- Tecnotree shares as on 31.12.2024: 14,470

Prianca Ravichander, b. 1990, MSc Urban Data Management from Erasmus University, Rotterdam B.A.,LLB (Hons.) NALSAR University of Law, Hyderabad

- Main duty: Chief Marketing Officer (CMO) and Head of B2B2X
- Tecnotree shares 31 Dec 2024: 29,104

Leena Koskelainen, s. 1965, Diploma in Business Information

- Main duty: Chief Operations Officers (COO), 3.1.2022-
- Tecnotree shares as on 31.12.2024 : 27,010, holding of interest parties as on 31.12.2024: 1,949

Biswajit Deva Sharma, b.1981, Bachelor's degree in Computer Science & Engineering and Master's degree in Management

- Main duty: Chief Technology Officer (CTO) & Head of SaaS, 3.1.2022-
- Tecnotree shares as on 31.12.2024: 16,510

Subramanian Ramaseshan, b. 1970, M. Sc (computer Science)

- Main duty: Vice President - Value Engineering. 1.12.2020-
- Tecnotree shares as on 31.12.2024: 6,249

Hitesh Morar, b. 1977, Bachelor's degree in Electrical Engineering & Master of Science degree

- Main duty: Chief Product Officer, 1.3.2023-
- Tecnotree shares as on 31.12.2024: 5,000

Description of the main features of the internal control and risk management systems pertaining to the financial reporting process

Company's general objectives for internal control and risk management

The objective of the internal control and reporting methods is to ensure that the Company's operations are efficient, information is reliable and official regulations and internal operating principles are followed. The Group's Management is responsible for performing and guiding the internal control.

The task of risk management is to identify, manage and track the major risks in the Company's business and business environment to enable the Company to achieve its strategic and financial goals in the best possible way. The Company's Management Board is responsible for risk management.

Control activities

The Company mainly uses a common finance system for its financial reporting, and the information in this system for the different companies can also be viewed at head office. Similarly, where necessary the parent company accounts can also be examined at the other offices. Group reporting is performed using a separate system on a monthly basis. Actual figures are compared to the budget, and at the highest level also to the previous forecast. Major deviations are cleared up.

The main control activities include preparing up-to-date forecasts, analyzing deviations in actual data versus forecast and previous periods, performing transaction and process level controls and internal audits. The Company does not have an own internal audit function.

Annual budgets are being prepared and detailed targets are set based on the strategic plans in October-December. A preliminary budget proposal is presented to the Board of Directors in November and the final budget is drawn up based on the feedback received, and this is examined at the Board meeting in December. It also includes plans of action. These are then used as the basis for defining individual targets for each person.

The operating result forecast is updated and presented at the Board meeting. Monthly reporting shows the latest forecast for the period that has ended, the actual figure and the forecast for the following period.

Forecasts for sales, revenues to be recognized and cash flow are examined on a monthly basis or more often, if needed, region by region in telephone conferences. The forecasts are graded in different categories according to their probability, and this information is used by the Management Board to decide on the forecast to be presented to the Board. The Company has also a cash monitoring system in place with weekly assessment reporting.

The Company's financial management together with the relevant levels of management aims at ensuring the correctness in the monthly reporting. Line organization is responsible for budgets and forecasts. The role of the Group's financial management is to collect these plans according to accepted timetables and to control their reliability. Substantial deviations and eventual errors with corrective actions are reported to the Board of Directors.

The Group's financial department performs controls pertaining to the correctness of external and internal reporting. Due to the nature of business a lot of emphasis is put into controlling revenue recognition and receivables.

Risk management

Tecnotree's general annual assessments of external risks assessed by the Management Board define the biggest risks. These assessments are made by evaluating the probability and the impact of the different risks and based on that a risk map is comprised. Actions and a person in charge are defined for each significant risk. The most significant risks have been described in the Board of Directors' Report. The Board approves the significant principles of risk management.

Corporate governance is implemented through documented policies. The main policies are the policy for making sales agreements, credit policy, cash management policy, policy for hedging against currency risks, policy for making purchase agreements and approval policy.

A major part of Tecnotree's risks is related to sales. These risks can be mitigated by reviewing offers systematically. Tecnotree has uniform principles and practices in bid reviews.

The subsidiaries and foreign offices of the parent company have issued guidelines and policies for their own specific purposes that are in line with the Group level policies. The company has defined its Code of Conduct.

The company's financial management is responsible for managing foreign exchange, interest rate and liquidity risks and for taking out insurance against operational risks.

The Management Board of the company handles risks and risk management in its meetings on a regular basis. The CEO reports these to the Board of Directors.

The risks pertaining to financial reporting are mitigated by the methods in financial reporting and control of the Group. The majority of the sales transactions are at the parent company level. The companies have a common chart of accounts and IFRS principles applied, common systems with comprehensive database, centralized treasury and financing, and an easy-to-access archive for contracts and policies.

Related party transactions

Tecnotree monitors and assesses any transactions with its related parties and ensures that potential conflicts of interest are appropriately considered in the Company's decision-making. The Company maintains a list of its related parties. The Company is responsible for determining and identifying the parties and transactions included in related party transactions.

Certain related party transactions are published as required by the stock exchange rules.

In 2024, Tecnotree did not have any material related party transactions that would not be in line with its regular business operations or market conditions.

Insider issues

Tecnotree Group complies with the currently valid insider dealing regulations and the Nasdaq Helsinki Guidelines for Insiders. The Group also has its own Insider Guidelines complementing Nasdaq Helsinki Guidelines for Insiders and it is updated when necessary. The Insider Guidelines are available on the Company's website.

The person in charge of insider issues (insider issues officer) and insider register manager in Tecnotree is the CFO. The duties of the insider issues officer include internal communication and training and the monitoring of insider issues. The insider issue officer is also responsible for managing the closed periods and ensuring that executives and their related parties meet their obligations related to the notification and publication of related party transactions.

Tecnotree has opted to maintain a separate list of permanent insiders who, on the basis of their position or duties, have permanent access to all inside information concerning the company. Tecnotree has defined the following persons as permanent insiders:

- members of the Tecnotree Board of Directors;
- the CEO; and
- the Secretary of the Board of Directors.

A project-specific insider list is maintained of all insider projects in line with the stock exchange's Guidelines for Insiders.

In accordance with the applicable legislation, persons in managerial positions in Tecnotree Corporation (the Board of Directors, the CEO and the Management Board) and their related parties report any transactions conducted on their own account to the Company and to the Finnish Financial Supervisory Authority within three (3) business days of the completion of such transactions. According to the Company's Insider Guidelines, executives shall, however, notify the transactions on the following working day. The Company publishes a stock exchange release of the transactions of the executives and their related parties in accordance with the applicable legislation.

Tecnotree executives shall schedule their transactions with Tecnotree's financial instruments to avoid the transactions undermining confidence in the securities market. Tecnotree executives shall not trade in Tecnotree's financial instruments during the period starting thirty (30) days before the publication of each financial statements bulletin, half year financial report or three or nine-month financial report and ending on the day following the publication of such data. The closed period also covers the persons participating in the preparation, drafting and publication of Tecnotree's financial reports.

Auditing of accounts

The principal purpose of auditing is to verify that the financial statements provide correct and sufficient information on the Company's result and financial position. In addition, the auditor verifies the legality of the Company's administration.

The auditor is appointed annually in the Annual General Meeting for a term ending at the end of the following Annual General Meeting. A proposal of the auditor made by the Board of Directors or any shareholder holding at least 10% of the voting rights shall be published in the invitation to the Annual General Meeting, provided that the candidate has given his or her consent to be appointed and that the Company has been informed of the proposal sufficiently early for it to be included in the invitation. If the auditor candidate is not known by the Board of Directors at the time of submitting the invitation, the name of the candidate who has been presented in this manner shall be published separately.

The fees of the auditor and any remuneration for services not related to the audit for the financial period shall be published in the Annual Report.

The Annual General Meeting 2024 re-appointed the auditing firm Tietotili Audit Oy as the auditors of the company till the end of the first Annual General Meeting following the election. In 2024 the auditor was paid EUR 313 thousand for the audit services.

Communication

In its disclosure policy the Company complies with Finnish and European Union legislation and with the instructions and regulations of Nasdaq Helsinki Ltd, the Financial Supervisory Authority and the European Securities and Markets Authority (ESMA) and the provisions of the Finnish Corporate Governance for Finnish listed companies as well as other rules concerning listed companies.

The central principles Tecnotree follows in its communication are openness, integrity, consistency, and clarity. It is the Company's objective to give all stakeholder groups correct and up-to-date information about the company's operations in a balanced and timely manner. After Q3, Tecnotree hired a dedicated Investor Relations (IR) professional to enhance transparency and improve the accuracy of our financial reporting. This addition strengthens our corporate governance by ensuring up-to-date communication with investors and stakeholders, fostering greater trust and clarity.

Tecnotree Corporation
The Board of Directors

Tecnotree

REMUNERATION REPORT

REMUNERATION REPORT

1. INTRODUCTION

Tecnotree Corporation ("Tecnotree" or "the Company") remuneration report for 2024 (the "Report") has been prepared on the basis of the Finnish Corporate Governance Code 2020 (the "Corporate Governance Code"). In this Report, Tecnotree presents to the members of the Company's Board of Directors and the Chief Executive Officer ("CEO") the salaries, fees and other financial benefits paid and earned during the financial year 2024. In addition, the Report describes the remuneration decision-making process and key principles of remuneration at Tecnotree

Remuneration principles 2024

Tecnotree aims to provide a level of remuneration that motivates, encourages, attracts and retains employees of the highest caliber. To maximize the effectiveness of remuneration within Tecnotree, careful consideration is taken to ensure that the remuneration elements drive the business strategy of the Company and its long-term financial interests. The Remuneration Committee is fully aware of its responsibility in ensuring that remuneration supports and drives the Company's strategic priorities and growth plan.

Tecnotree's 2024 Remuneration Report follows the remuneration policy of the Company published on 1st March 2024 ("Remuneration Policy"), which was discussed and approved by an advisory decision of the shareholders at the Annual General Meeting held on 15 April 2024.

In accordance with the new Remuneration Policy, Tecnotree emphasizes a structure that ensures both competitiveness and alignment with company objectives. The system is designed to attract and retain key talent while providing clear performance-related incentives, particularly for the CEO role. The core principles are summarized as follows:

- Tecnotree's remuneration policy is designed to remain competitive in attracting and retaining key resources, while driving overall business objectives and positive owner value. Below is a summary of the key components:
- Ensures the company can attract and commit top talent through market-aligned pay structures.
- Compensation comprises a fixed salary and a performance-related bonus system tied to annual targets, measured against clear and predetermined criteria.
- The variable compensation system is structured to promote Tecnotree's long-term financial performance and enhance shareholder value through incentivized achievements.
- All performance-related elements use measurable, predefined metrics that encourage transparency and objectivity in assessing outcomes.

Note: While the core principles apply to all employees, the CEO's renumeration may include certain additional benefits aligned with the responsibilities and nature of the position.

Fair, competitive and encouraging remuneration of Tecnotree's management and personnel is the subject of continuous development and evaluation in the Company. The Board of Directors and the Remuneration Committee regularly monitor and assess the compliance, performance and outcome of the remuneration model in place and, if needed, suggest amendments to the same. In connection with these evaluations, the Remuneration Committee may make recommendations to engage external experts to assess, among other things, the level of requirements for different work tasks and their impact on remuneration.

Tecnotree had employee incentive program 2021-2024 designed to align the participants' focus with Tecnotree's growth strategy and long-term success. The LTI Plan included Restricted Share Units (RSUs) giving a contractual right to receive shares over the next 3-year period as per an equated semi-annual vesting schedule.

Further, Tecnotree has a stock option program for the key personnel of the Group. The stock options are marked with four different symbols, all of which have a release criterion based on a different market

EUR 1,000	2020	2021	2022	2023	2024
Board fees*	195	274	574	584	406
CEO remuneration	2 584	3 040	3 033	3 217	1 781
Average employee Salaries and Wages	29	31	29	28	23
Revenue (MEUR)	52.8	64.2	71.6	78.4	71.6
Operating Profit (MEUR)	18.6	23.7	18.3	23.8	23.8

*The Board fees for 2024 was 405,888, of which 84,000 was paid in 2024.

value. Tecnotree's employee incentive program which started in 2021 was completed in 2024. Company has not implemented any new incentive program.

Deviation from the Remuneration Policy

During the financial year 2024, the Remuneration Policy was followed for the remuneration of the Board of Directors and the CEO, and there were no deviations from the same.

Remuneration and business development 2020–2024

Above is a description of how the remuneration paid to the members of Tecnotree's Board of Directors and the CEO has developed proportionally during the previous five (5) financial years, as compared to the development of the average remuneration of Tecnotree Group employees and the financial development of Tecnotree during the same period.

2. BOARD REMUNERATION FOR THE FINANCIAL YEAR 2024

The General Meeting of Tecnotree decides the remuneration payable to the Board of Directors. The Annual General Meeting (AGM) in April 2024 approved the Board's annual fees at:

- EUR 210,000 for the Chairman,
- EUR 120,000 for the Vice Chairman
- EUR 70,000 for other Directors

with approximately 45% of the remuneration payable in Tecnotree shares and 55% in cash. For the period from January to March 2024, Board remuneration continued at the 2023 AGM-approved rates, after which the 2024 AGM rates came into effect from 15 April 2024.

On 9 August 2024, as part of the Company's broader cost-optimization measures, the Board unanimously resolved to reduce its remuneration by 35%, effective retroactively from 15 April 2024. Consequently, for the period 15 April to 31 December 2024, fees were adjusted to reflect the new AGM-approved rates, reduced by 35%. The total board fees payable for 2024 totaled to EUR 405,888.

No options or other share-based payments have been granted to Board members for their work on the Board. Travel expenses incurred for Board meetings are reimbursed in accordance with the company's travel policy.

Remuneration paid to the members of the Board of Directors during the financial year 1.1.2024.–31.12.2024:

Board member	Remuneration, EUR
Neil Macleod	157,845
Jyoti Desai	90,197
Conrad Neil Phoenix	52,615
Anders Fornander	52,615
Johan Hammarén	52,615
TOTAL	**405,888**

3. REMUNERATION OF THE CEO FOR THE FINANCIAL YEAR 2024

The Board of Directors of Tecnotree adopt and evaluate the principles and elements of the remuneration for the CEO on an annual basis. The remuneration of the CEO follows the Company's Remuneration Policy in force. All changes in the CEO's salary and remuneration are subject to the approval of the Board of Directors.

The CEO of the Company is Padma Ravichander. The remuneration of the CEO consists of fixed remuneration, variable remuneration consisting of long-term and short-term incentive, pension, transportation allowance, housing benefit, employee wellness benefits, employee insurance benefits, fringe benefits, bonuses and other financial benefits. The objective is to have a good balance of rewarding elements, and to guarantee a market competitive level of fixed remuneration supported with short- and long-term incentive schemes aimed at driving Company performance and providing an appropriate reward.

The CEO is eligible for benefits laid down in the Remuneration Policy or as may be amended and approved by the Board and shareholders from time to time.

The total earned (paid) remuneration for the CEO in the period 1 January 2023 to 31 December 2024 is presented in below table.

CEO remuneration	2023	2024
Fixed annual base salary	1,097	960
Other benefits	175	190
Performance bonus and shares at delivery date's value	2,119	631
TOTAL, EUR 1,000 euros	**3,217**	**1,781**

Tecnotree

SHARE & SHAREHOLDERS

Tecnotree

SHARE INFORMATION AND SHAREHOLDERS

Tecnotree has a single share series and all shares hold equal voting rights. Tecnotree's share is quoted on the NASDAQ OMX Helsinki Ltd. Tecnotree's trading code is TEM1V. 99.99 per cent of the company's shares are entered in the book entry securities system maintained by Euroclear Finland Ltd.

The total number of shares in the end of 2024 was 17,053,250 and the company held 1,092,467 own shares.

Ownership structure by sector

	Number of shares	%
Companies	5,225,336	30.6 %
Foreing	5,148,366	30.2 %
Companies	4,100,811	24.0 %
Pension & Insurance	65,309	0.4 %
Fund company	18,325	0.1 %
Foundation	1,125	0.0 %
Nominee registered / joint acccount	**2,493,978**	**14.6 %**
Total number of shares	**17,053,250**	**100 %**

Largest shareholders

The company´s ten largest shareholders	No. of shares	% of shares and voting rights
Fitzroy Investments Limited	3,074,650	18.0 %
Ravichander Padma	1,957,814	11.5 %
Euroclear Bank Sa/nv	1,607,263	9.4 %
Tecnotree Oyj	1,092,467	6.4 %
Joensuun Kauppa Ja Kone Oy	848,805	5.0 %
Oy Hammarén & Co Ab	579,063	3.4 %
Osuusasunnot Oy	378,300	2.2 %
Nieminen Jorma	328,251	1.9 %
Saxo Bank A/s	285,426	1.7 %
Nordnet Bank Ab	282,175	1.7 %
Total number of shares	**10,434,214**	**61.2 %**

A total of 38,585,636 Tecnotree shares (EUR 24,359,598) were traded on the Helsinki Exchanges during the period 1 January – 31 December 2024, representing 226.3% of the total number of shares.

The highest share price quoted in the review period was EUR 7.95 and the lowest EUR 0.27. The average quoted price was EUR 3.01 and the closing price on 31 December 2024 was EUR 2.61. The market capitalisation of the share stock at the end of the review period was EUR 44.5 million.

According to §14 of Tecnotree's Articles of Association, a shareholder who holds 331/3 per cent or more of the total number of shares or 50 per cent of the voting rights of the company is obliged, at the request of other shareholders, to redeem their shares and the securities entitling to them under the conditions set out in more detail in §14 of the Articles of Association.

On 31 December 2024 Tecnotree had a total of 17,217 shareholders recorded in the book-entry securities system.

The ten largest shareholders together owned approximately 61.2 per cent of the shares and voting rights.

On 31 December 2024, altogether 44.8 per cent of Tecnotree's shares were in foreign ownership or nominee registered shares.

Ownership of shares

Number of shares	Number of shareholders	%	Total number of shares	%
1–100	11,699	68.0 %	347,642	2.0 %
101–500	3,778	21.9 %	915,157	5.4 %
501–1,000	822	4.8 %	604,277	3.5 %
1,001–5,000	728	4.2 %	1,494,808	8.8 %
5,001–10,000	96	0.6 %	685,534	4.0 %
10,001–50,000	65	0.4 %	1,294,182	7.6 %
50,001–100,000	9	0.1 %	606,322	3.6 %
100,001 -	9	0.1 %	8,611,350	50.5 %
Join account/nominee register shares	11	0,1 %	2 493 978	14,6 %
Total	**17,217**	**100,0 %**	**17,053,250**	**100.0 %**

FINANCIAL CALENDAR FOR 2025

FINANCIAL REPORTS IN 2025

Tecnotree's financial reports in 2025 will be released as follows:

- Financial report 2024 (unaudited): Wednesday, 26 February 2025
- Interim report 1-3/2025: Tuesday, 29 April 2025
- Half year report 1-6/2025: Tuesday, 5 August 2025
- Interim report 1-9/2025: Tuesday, 28 October 2025

Tecnotree will publish 1–3/2025 and 1–9/2025 financial reports as summary versions including interim balance sheet and events during the period.

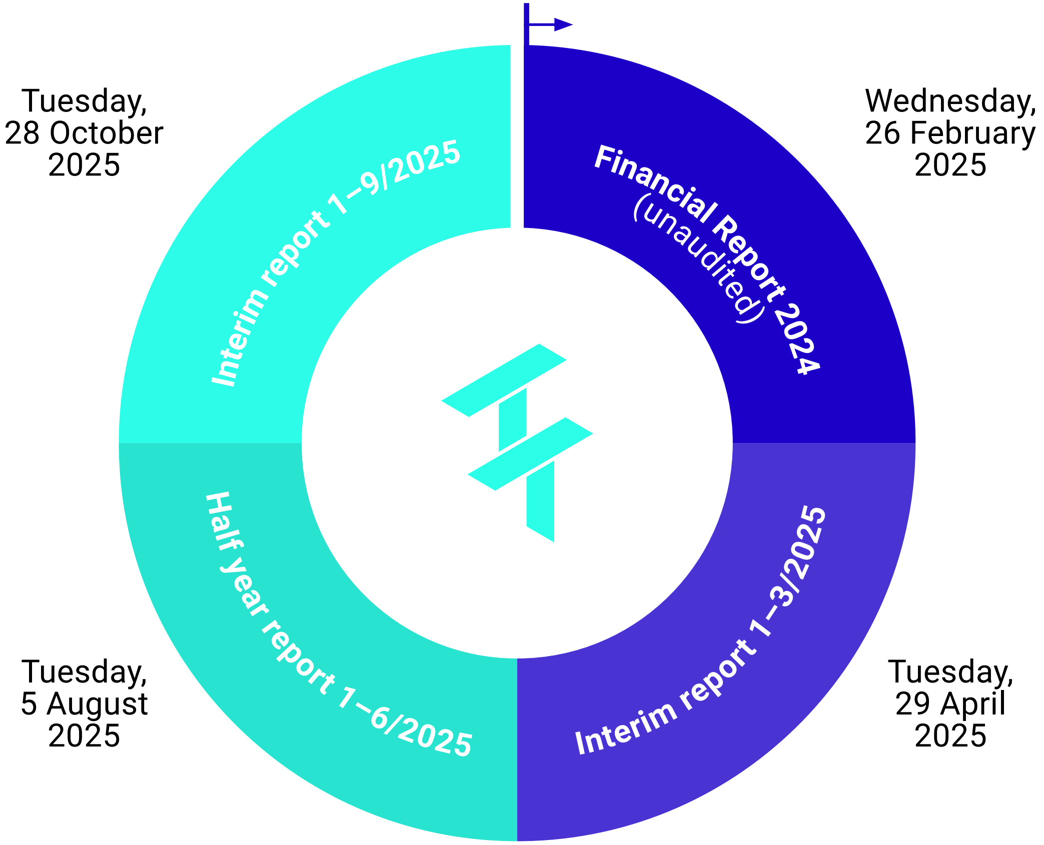
The company applies 30 days quiet period before the publication date of the financial statement and interim reports. During that time, the company does not discuss its financial position or the development of its business operations with representatives of the capital markets or the media.

Tecnotree publishes financial information in English and Finnish. All releases are posted in full on Tecnotree's website https://investors.tecnotree.com/

Tecnotree will publish its annual report 13.03.2025

ANNUAL GENERAL MEETING

Tecnotree's Annual General Meeting 2025 is planned to be held on Monday, 7 April 2025.



Tecnotree

Global Headquarters
Tecnotree Corporation
Tekniikantie 14, 02150 Espoo, Finland

Tel +358,9 804781