



# 2021

## Financial Statements Bulletin

January – December

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The figures in brackets refer to the comparison period (the corresponding period of the previous year), unless otherwise stated.

## Turnover increased markedly in 2021 – The Board of Directors proposes a dividend to be paid for the first time

### OCTOBER–DECEMBER 2021

- Turnover EUR 65.9 million (68.1), -3.2% year-on-year
- EBITDA EUR 6.2 million (3.8), EBITDA margin 9.4% (5.5)
- Operating profit EUR 4.0 million (1.2), profit margin 6.1% (1.8)
- Order backlog EUR 291.0 million (292.0) at the end of the fourth quarter
- Adjusted EBITDA EUR 7.5 million (5.2), or 11.4% (7.6) of turnover
- Adjusted operating profit EUR 5.8 million (3.2), or 8.8% (4.7) of turnover
- Adjusted key indicators include EUR 7.3 million negative goodwill from the Enersense Offshore Oy acquisition

### JANUARY–DECEMBER 2021

- Turnover EUR 239.1 million (147.5), +62.2% year-on-year
- EBITDA EUR 16.6 million (9.8), EBITDA margin 7.0% (6.6)
- Operating profit EUR 6.8 million (4.8), profit margin 2.9% (3.2)
- Adjusted EBITDA EUR 19.2 million (11.5), 8.0% (7.8) of turnover
- Adjusted operating profit EUR 11.9 million (7.5), or 5.0% (0.5) of turnover
- Adjusted key indicators include EUR 7.3 million negative goodwill from the Enersense Offshore Oy acquisition
- Earnings per share EUR 0.35 (0.27)
- Total number of shares 13,397,729 (31 December 2021)
- Enersense's Board of Directors proposes to the Annual meeting to be held on 4 April 2022 that a dividend of EUR 0.1 (2020: no dividend) per share be paid for the financial year that ended on 31 December 2021
- The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## Guidance for the 2022 financial period

According to the company's guidance, turnover is expected to be between EUR 245–265 million in 2022. Its adjusted EBITDA is expected to be EUR 15–20 million in 2022. Compared to the previous year, investments in the new ERP system will weigh on the result of 2022. In addition, investments in growing offshore wind power will have an impact on the result. Due to the seasonal nature of the company's business operations, its turnover and profitability are usually at their highest during the second and third quarters and part of the fourth quarter.

The guidance and outlook are based on the information available to the company about the progress of ongoing customer projects and on the company's estimate of customer projects to be started in 2022. In the outlook for 2022, the global coronavirus pandemic and its spread must still be considered, as the pandemic continues to affect the company's operating environment, as well as the uncertainty in the global politics, and the weakening of the world economy, especially the tense geopolitical situation in Ukraine. Enersense monitors the impacts of the virus and communicates about the situation transparently with its customers. Delays in ongoing projects are possible. The coronavirus pandemic and the uncertainty in the global politics may affect the company's operations and performance.

## Key indicators

	10-12/2021	10-12/2020	1-12/2021	1-12/2020
Turnover (EUR 1,000)	65,909	68,053	239,110	147,460
EBITDA (EUR 1,000)	6,188	3,751	16,639	9,775
EBITDA, %	9.4	5.5	7.0	6.6
Adjusted EBITDA (EUR 1,000) <sup>*)</sup>	7,525	5,167	19,231	11,510
Adjusted EBITDA, % <sup>*)</sup>	11.4	7.6	8.0	7.8
Operating profit (EUR 1,000)	4,047	1,213	6,834	4,780
Operating profit, %	6.1	1.8	2.9	3.2
Adjusted operating profit (EUR 1,000) <sup>*)</sup>	5,800	3,205	11,909	7,474
Adjusted operating profit, % <sup>*)</sup>	8.8	4.7	5.0	5.1
Result for the period (EUR 1,000)	3,349	-108	3,973	2,379
Equity ratio, %	35.6	15.7	35.6	15.7
Gearing, %	3.6	52.3	3.6	52.3
Return on equity, %	7.0	-0.6	8.3	19.3
Earnings per share, EUR	0.26	-0.02	0.35	0.27

*\*) Reconciliation of adjusted key indicators note 10 includes the negative goodwill from the Enersense Offshore Oy acquisition.*

*The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.*



## January–December 2021 highlights

- 1 February Tommi Manninen was appointed SVP, Communications and Public Affairs, and a member of the Group Executive Team at Enersense.
- 4 February The company's Smart Industry business area renewed its plant maintenance contract with a major Finnish industrial company.
- 25 February Enersense complemented its long-term financial targets and further specified its plan for the possible transfer to the Nasdaq Helsinki.
- 1 March Enersense increased its holding in its Latvian associated company, Empower SIA, which became an Enersense Group company through an acquisition.
- 15 March Enersense secured a new significant long-term shareholder and raised EUR 15 million through a directed share issue.
- 19 March At its inaugural meeting, the Board of Directors of Enersense elected Markku Kankaala as its Chair and Herkko Plit as its Vice Chair. In addition, the Board elected the members of its Audit Committee from among its members: Sari Helander (Chair), Markku Kankaala and Petri Suokas. The Board also elected the members of the Remuneration Committee: Herkko Plit (Chair), Markku Kankaala and Sirpa-Helena Sormunen.
- 23 March Enersense signed an agreement with the Lithuanian company Litgrid AB on the modernisation of the Jurbarkas–Bitėnai power lines.
- 16 April At an Extraordinary General Meeting of Enersense, it was decided that the Board of Directors would consist of seven members, and that Jaakko Eskola be selected as a new member of the Board. At its meeting convened after the Extraordinary General Meeting on 16 April 2021, the Board of Directors decided to elect Jaakko Eskola as its Chair.
- 4 May The company completed negotiations on refinancing its operations. The company's new financing package consists of two senior loans and several bank guarantee and factoring facilities.
- 6 May Enersense agreed to sell the entire share capital of Värväämä Oy to Citywork.
- 6 May Enersense adopted IFRS reporting and published its new guidance for 2021
- 10 May The company published its pro forma IFRS financial information for 1 January to 31 December 2020 to describe the impacts of the Empower acquisition, which was completed on 31 July 2020.
- 2 June Enersense signed a significant agreement on the renewal of the Tsirguliina–Viru power lines.
- 3 June Enersense published its unaudited IFRS financial information for the first quarter of 2021 and the first quarter of 2020.
- 4 June The company announced that it was planning to execute a share issue, and that it would apply for its shares to be listed on the Nasdaq Helsinki.
- 7 June Enersense applied for its shares to be listed on the Nasdaq Helsinki.
- 10 June Enersense published the terms and conditions of its directed share issue.
- 10 June The company published its IFRS financial statements for 2020 and its interim report for the first quarter of 2021 in accordance with IAS 34.
- 10 June The Financial Supervisory Authority approved Enersense's Finnish-language listing prospectus.
- 18 June Enersense's public offering was oversubscribed, and the subscription period was discontinued.
- 21 June Enersense's institutional offering was oversubscribed, and the subscription period was discontinued.
- 22 June Enersense successfully executed a directed share issue of 1,775,000 new shares, raising around EUR 16 million.
- 24 June Enersense announced that Maija Kaski, SVP, HR, and a member of the Group Executive Team, would leave the company in September 2021.
- 30 June Enersense completed the sale of Värväämä's share capital to Citywork. Mika Linnamäki, EVP, Staff Leasing, retired from his position as a member of the Group Executive Team and left the company.
- 21 July Mikko Jaskari was appointed Chief Financial Officer of Enersense and a member of the Group Executive Team.
- 16 August Enersense announced that Anna Lindén, EVP, Connectivity, would leave the company, and that Juha Silvola, EVP, Power, would serve as acting EVP of the Connectivity segment.
- 30 August Enersense announced that Markku Kankaala, Vice Chair and member of the Board, would leave the Board on 30 August 2021. Kankaala also resigned from the Audit Committee and the Remuneration Committee.
- 31 August Enersense's Board of Directors elected Sirpa-Helena Sormunen as its new Vice Chair. Päivi Jokinen was elected as a new member of the Audit Committee, and Jaakko Eskola was elected as a new member of the Remuneration Committee.

- 31 August Hanna Reijonen was appointed SVP, HR of Enersense and a member of the Group Executive Team.
- 6 September The following people were appointed as members of the Shareholders' Nomination Committee: Risto Takkala, MBÅ Invest Oy; Alexander Ehrnrooth, Nidoco AB; and Kyösti Kakkonen, Joensuun Kauppa ja Kone Oy.
- 4 October Enersense acquired the share capital of Pori Offshore Constructions Ltd, a company specialising in offshore wind power.
- 4 October Enersense updated its disclosure policy: in the future, the company will announce new orders or customer contracts as insider information by means of stock exchange releases when the expected value of the order or customer contract is more than ten per cent (10%) of the Enersense Group's turnover in the previous financial year, or if the company deems the order or customer contract to be material or strategically significant on other grounds.
- 8 December Enersense announced that it had agreed on an investment in and primary partnership with P2X Solutions Oy, Finland's first green hydrogen production company.
- 20 December Enersense announced it had signed an agreement on acquiring Megatuuli Oy, an onshore wind farm developer company.
- 20 December Enersense announced, through its corporate arrangements, that the company would proceed to the second phase of its strategy, and that it would expand in the value chain by also becoming a provider of zero-emission energy and a key green energy company. Its long-term targets will be reassessed if the corporate transactions are implemented.
- 20 December The Ministry of Economic Affairs and Employment granted support for building Finland's first green hydrogen production plant in Harjavalta – Enersense's investment in P2X is progressing.
- 22 December Enersense updated its financial guidance for 2021: the Group's adjusted EBITDA is expected to exceed EUR 19 million, and its adjusted operating profit is expected to exceed EUR 11 million.

## Events after the review period

3 January Enersense further specified the implementation schedule for its investment and partnership arrangement related to P2X. Preconditions are expected to be met at the end of January 2022, and the arrangement is expected to be implemented during February 2022.

10 January Enersense announced that its Megatuuli acquisition was progressing: Enersense had signed a letter of intent with Megatuuli's key project development partner on a precondition for the transaction.

11 January To implement the acquisition of Megatuuli Oy, Enersense's Extraordinary General Meeting decided, in accordance with the Board of Directors' proposal, to amend Section 3 of the Articles of Association, authorise the Board of Directors to decide on the issuance of no more than 2,675,000 shares for a directed share issue and, conditional on the completion of the acquisition, authorise the Board of Directors to accept no more than 668,750 of the company's own shares as a pledge and transfer shares accepted as a pledge.

17 January Enersense's Shareholders' Nomination Board submitted its proposal to the 2022 Annual General Meeting.

19 January Enersense announced that Johanna Nurkkala, SVP, Legal, and a member of the Group Executive Team, would leave the company in April 2022.

31 January Enersense announced, with the progress of its investment and partnership arrangement with P2X, that the amount of its investment has been confirmed and will be EUR 13 million if the arrangement is implemented.

31 January Enersense's Board of Directors decided on a directed share issue of 2,598,331 new shares in Enersense in connection with the Megatuuli acquisition. The shares were issued to Megatuuli's sellers and the share transaction was conditional on the completion of the acquisition.

1 February Enersense completed the Megatuuli transaction and the new Enersense shares have been registered with the Trade Register.

3 February Enersense announced that the wind farm projects developed by Enersense's subsidiary Megatuuli Oy and its partner are progressing, and that Megatuuli has agreed on a fee to be paid in instalments under the development cooperation agreement between 2022 and 2025.

14.2. Enersense carried through its investment to P2X Solutions Oy.



## Jussi Holopainen, President and CEO

Energy transition is progressing rapidly in our society. New zero-emission energy solutions are gaining ground quickly, and there is demand for operators with broad-based expertise in the energy sector. This was reflected in many ways in Enersense's operations in 2021: there was great interest towards the company.

In 2021 our turnover increased by more than 60% year-on-year. This was largely due to the Empower acquisition. The figures for these businesses have been included in the Group's figures since August 2020. We also updated our financial guidance in December, and eventually achieved EUR 239.1 million in turnover, EUR 19.2 million in adjusted EBITDA and EUR 11.9 million in adjusted operating profit. For the first time in Enersense's history as a listed company, its Board of Directors proposes a dividend to be paid for 2021.

For the last quarter of the year, our result was moderate compared to the corresponding period of the same year. The quarterly result was affected by the mergers and acquisition made, the upgrading of Enersense Offshore Oy's operations, ramp-down of the digital unit, the ongoing integration throughout the organization and write-downs made for cloud service investments whose accounting practices have changed. Their impact on the result totalled approximately EUR 3.0 million.

The strong interest in zero-emission energy solutions and the trust in our operations were evident when we transferred to the main list of the Nasdaq Helsinki in June. Our share issue was oversubscribed, and thousands of new owners who are interested in responsible business operations joined us. Through our directed share issues, significant and committed owners joined our journey towards a lower-emission society. In addition, our new financing package, which was negotiated in May, significantly strengthened our operational capabilities. The trust in our operations was further increased when Jaakko Eskola joined our Board of Directors as its Chair.

The year 2021 brought changes to our business areas, and we further strengthened our focus on zero-emission energy solutions in line with our strategy. In the summer, we divested Värväämö, a staff leasing company, as well as the entire Staff Leasing business area, and centralised our efforts to scale resources under the Smart Industry business.

In addition, the year 2021 was a time of strong integration for Enersense. The integration after the Empower acquisition in 2020 continued throughout the organisation. The integration of ways of working and the brand reform had largely been completed by the end of 2021.

We implemented our strategy for inorganic growth. Towards the end of the year, we announced our acquisition of Enersense Offshore Oy (former Pori Offshore Constructions Oy), a company specialising in offshore wind power, and Megatuuli Oy, an onshore wind power project developer. In addition, we agreed on an investment in and a primary partnership with P2X Solutions, a green hydrogen production company.

Wind power production will increase significantly in the near future, and the expertise of the project development company Megatuuli will bring us synergy benefits in offshore wind power projects. We can also develop wind farms with Megatuuli's partners and participate in their construction. We will also seek to build wind farms, serve as their owners and produce zero-emission energy in the future.

The increase in wind power production alone will not be sufficient to meet the growing need for energy, unless energy storage is further developed. Hydrogen plays a significant role in energy storage and in replacing fossil fuels. Our primary partnership with P2X enables us to participate in the construction of Finland's first green hydrogen production plant. This offers us a vantage point into the development of energy storage.

In line with our strategy, we are seeking to become a provider of zero-emission energy and a green energy company, but we are also implementing zero-emission energy solutions, from design and implementation to maintenance, as before. Our long traditions and highly competent employees are a cornerstone of our operations, and this has not changed. Enersense's strategy focuses on organic and inorganic growth. We are working to be a significant enabler of a zero-emission society and to operate broadly in the various sectors of the energy transition.

Finally, I would like to thank all our staff for their commitment and good work. The work we carried out in 2021 makes us better prepared for this historic green transition, ready to respond to our customers' rapidly changing needs.

## Financial result

### Turnover by segment

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
Smart Industry	20,978	25,248	85,499	78,371
Power	13,795	12,214	49,143	18,916
Connectivity	13,189	14,602	45,318	23,419
International Operations	17,993	16,053	58,999	26,754
Items not allocated to business areas	-45	-63	152	—
<b>Total</b>	<b>65,909</b>	<b>68,053</b>	<b>239,110</b>	<b>147,460</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

### Turnover by target area

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
Finnish sites	41,791	46,145	177,229	111,671
International sites	24,119	21,909	61,881	35,789
<b>Total</b>	<b>65,909</b>	<b>68,053</b>	<b>239,110</b>	<b>147,460</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

### OCTOBER–DECEMBER 2021

Turnover was EUR 65.9 million (68.1), which is EUR -2.1 million lower than in the corresponding period of 2020, with a decrease of -3.1 %. The decrease in turnover compared with the previous year was mainly due to the divestment of the Staff Leasing business at the end of June 2021.

EBITDA was EUR 6.2 million (3.8). The net impact of items affecting comparability was EUR 1.3 million. The adjusted EBITDA was EUR 7.5 million (5.2). The most significant items affecting comparability were related to re-organizations and a ramp-down of the digital unit

The operating profit was EUR 4.0 million (1.2). The recognition of negative goodwill resulting from an advantageous acquisition of Enersense Offshore Oy (former Pori Offshore Constructions Oy) was EUR 7.3 million. The adjusted operating profit was EUR 5.8 million (3.2). The net impact of items affecting comparability was EUR 1.6 million.

### JANUARY–DECEMBER 2021

Turnover was EUR 239.1 million (147.5), which is EUR 91.6 million higher than in the corresponding period 2020, with a increase of 62.2 %. The increase was mainly due to the impact of the Empower acquisition.

EBITDA was EUR 16.6 million (9.8). The net impact of items affecting comparability included in EBITDA was EUR 2.6 million. The adjusted EBITDA was EUR 19.2 million (11.5).

The operating profit was EUR 6.8 million (4.8), the recognition of negative goodwill resulting from an advantageous acquisition of Enersense Offshore Oy (former Pori Offshore Constructions Oy) was EUR 7.3 million. The operating profit includes EUR 4.1 million in items affecting comparability and a total of EUR 1.5 million in the amortisation of intangible assets related to acquisitions. The adjusted operating profit was EUR 11.9 million (7.5).

## ORDER BACKLOG

The order backlog was EUR 291.0 million at the end of 2021 (292.0 million at the end of 2020)

The segment-specific figures are presented under "Segment reviews"

## Financial position and cash flow

### PROFIT BEFORE TAXES, RESULT FOR THE PERIOD AND EARNINGS PER SHARE

The result before taxes was EUR 3.0 (0.3) in October–December, and the result for the period was EUR 3.3 million (-0.1). Earnings per share were EUR 0.26 (-0.02). As a result of Enersense Offshore Oy's (former Pori Offshore Construction Oy) advantageous acquisition, negative goodwill recognition was EUR 7.3 million.

The result before taxes was EUR 3.5 (2.9) in January–December, and the result for the period was EUR 4.0 million (2.4). Earnings per share were EUR 0.35 (0.27). Net financial expenses in January–December were EUR -3.3 million (-1.9), and included EUR 0.4 million in non-recurring arrangement fees.

### CASH FLOW AND FINANCING

Cash flow from operating activities in January-December was EUR -15.6 million. An increase in trade and other receivables as a result of turnover growth, as well as the payment of the trade payables and other liabilities, had an impact on the cash flow for the period.

Cash flow from investing activities in January-December was EUR 11.5 million, which includes the divestment of Värviäämä Oy, an investment in Empower SIA, the saleback of vehicles, and pledges related to loan arrangement.

Cash flow from financing activities in January-December was EUR 15.5 million, which includes the funds raised through the share issues implemented on 22 June 2021 and 15 March 2021, as well as loan withdrawals and repayments related to the new loan arrangement.

On 4 May 2021, Enersense announced that it had completed negotiations on the financing of its operations. The company's new financing package consists of two senior loans and several bank guarantee and invoice financing facilities. The funding is used for operational development and working capital management. As part of its new financing, the company took out two senior loans in the second quarter. Each loan amounts to EUR 6.0 million and will mature in 2026.

The new financing agreement includes financial covenants concerning the Group's equity ratio and its ratio of interest-bearing debt to EBITDA. At the end of September, the equity ratio needed to be at least 30.0%, and the ratio of interest-bearing debt to 12-month EBITDA needed to be no more than 2. The company has received the consent from the financiers, according to which at the end of December, the equity ratio should be at least 29.0% and the ratio of interest-bearing debt to EBITDA no more than 3.5. Without the consent from the financiers, equity ratio should have been at least 32.5% and the ratio of interest-bearing debt to EBITDA no more than 2.0.

The company's covenants were met in accordance with the calculation principles confirmed in the financing agreement.

Enersense has access to a total of EUR 36.9 million in guarantee facilities. The company also has access to invoice financing facilities totalling EUR 38.5 million.

On 15 March 2021, Enersense's Board of Directors decided to execute a share issue, through which 2,075,000 new shares were directed to Nidoco AB. Nidoco AB has subscribed to all the offered shares in the company, and its Board of Directors has approved the subscriptions. The share issue was executed based on the authorisation granted by the Annual General Meeting on 6 April 2020.

Through the share issue, Enersense raised around EUR 15.0 million in gross assets before fees and expenses. The number of shares in the company increased by 2,075,000 to a total of 11,622,729 shares. The shares offered through the share issue represented around 21.7% of all shares in the company before the issue, and around 17.9% of all shares in the company following the issue.

On 22 June 2021, Enersense's Board of Directors decided to execute a targeted share issue. The company issued 1,775,000 new shares to institutions, the public and its personnel. The share issue was executed based on the authorisation granted by the Annual General Meeting on 19 March 2021.

Through the share issue, Enersense raised around EUR 16.0 million in gross assets before fees and expenses. The number of shares in the company increased by 1,775,000, which corresponds to around 13.2% of its outstanding shares following the share issue. The number of shares in the company increased to 13,397,729 following the issue of the new shares.

## Segment reviews

The company's business operations grew in services for the energy and telecommunications sectors and industry in Finland and the Baltic countries as a result of the Empower acquisition, which was completed in July 2020. The figures concerning the business operations that were transferred to Enersense through the acquisition are included in the consolidated figures from August 2020.

### SMART INDUSTRY

The Smart Industry segment helps customers improve the reliability of their production plants and the efficiency of their maintenance operations. The segment develops digital solutions for improving productivity and provides resource and contracting services and subcontracting chain management services for domestic and international industry projects. The segment is divided into two units: Smart Services (maintenance and operation services and subcontracting chain management services) and Smart Operations (resource, project and contracting services).

### October–December 2021

The Smart Industry segment's performance developed more favourably than expected during the review period. The segment's turnover was EUR 21.0 million (25.2). The decrease in turnover compared with the previous year was mainly due to the divestment of the Staff Leasing business at the end of June. The volumes of the Smart Operations unit were higher than expected. The business operations of the Smart Services unit progressed as planned during the fourth quarter of the year. The order backlog of the Smart Industry segment increased in line with expectations in October–December. The significant increase in orders indicates a continued strong demand. The risk of the business impact of the pandemic continues to exist in all our business areas in the forthcoming review period.

The Smart Industry segment's EBITDA was EUR 6.6 million (1.7). The increase in EBITDA from the previous year was largely due to the recognition of EUR 7.3 million in negative goodwill from the advantageous acquisition of Enersense Offshore Oy (formerly Pori Offshore Constructions Oy) in October. Enersense Offshore Oy is reported as part of the Smart Operations business. The profitability of the Smart Operations and Smart Services units was better than expected during the review period.

Through an agreement signed in December on Enersense's conditional equity investment of EUR 13 million in P2X Solutions Oy, a company producing green hydrogen, Enersense acquires a 16.3% holding in P2X Solutions after potential options. In connection with the investment, Enersense and P2X Solutions have agreed on a partnership arrangement, with certain preconditions, concerning the work to be carried out during the construction phase of a green hydrogen production plant in Harjavalta, as well as its maintenance and operation after the plant has been completed. The value of the cooperation is estimated at EUR 7–8 million, which will mainly be spread out over 2022–2024, and will continue in terms of maintenance and operation.

Through an agreement signed in December on Enersense's conditional equity investment of EUR 13 million in P2X Solutions Oy, a company producing green hydrogen, Enersense acquires a 16.3% holding in P2X Solutions after potential options. In connection with the investment, Enersense and P2X Solutions have agreed on a partnership arrangement, with certain preconditions, concerning the work to be carried out during the construction phase of a green hydrogen production plant in Harjavalta, as well as its maintenance and operation after the plant has been completed. The value of the cooperation is estimated at EUR 7–8 million, which will mainly be spread out over 2022–2024, and will continue in terms of maintenance and operation.

### January–December 2021

The turnover of the Smart Industry segment was EUR 85.5 million (78.4). Its turnover increased mainly as a result of the Empower acquisition in August 2020 and the volumes of the Smart Operations unit, which were higher than expected. The business operations of the Smart Services unit progressed as planned during the review period. The order backlog of the Smart Industry segment increased in line with expectations in January–December. The significant increase in orders indicates a continued strong demand. The coronavirus pandemic caused delays in maritime industry projects, especially in the first quarter and towards the end of the year. The risk of the business impact of the pandemic continues to exist in all our business areas in the forthcoming review period.

The average number of personnel in the Smart Industry segment was 769 person-years during the review period.

The Smart Industry segment's EBITDA was EUR 15.4 million (6.2). The change in EBITDA was a result of the Empower acquisition, the improved profitability of business operations and the recognition of EUR 7.3 million in negative goodwill from the favourable acquisition of Enersense Offshore Oy.

### Order backlog

The order backlog of the Smart Industry segment increased in line with expectations during the financial year and is EUR 56.0 million. The order backlog grew considerably through the corporate arrangement related to Enersense Offshore Oy. In addition, general market interest in Enersense's renewed range of services has further strengthened its quotation base and order backlog.

### POWER

The Power segment helps customers implement the energy transition through services that cover the entire life cycle of the energy sector. The services include the design, construction and maintenance of transmission grids, electric substations and wind farms. The segment also provides solutions for charging systems for electrically powered transport and electricity storage.

### October–December 2021

The Power segment's turnover developed favourably during the review period. The segment's turnover was EUR 13.8 million (12.2). The increase in turnover resulted from higher business volumes and good project progress. Demand in the Power segment continued to be strong during the review period. The impacts of the coronavirus pandemic remained minor.

On 20 December 2021, Enersense signed an agreement to acquire Megatuuli Oy, a development company for onshore wind power projects, Megatuuli Oy will be reported as a part of Power segment. With the acquisition of Megatuuli, Enersense will continue to expand its role in the value chain for renewable energy production projects, and will become an onshore wind power project developer. The transaction was completed after the review period on 1 February 2022.

The Power segment's EBITDA was EUR 0.0 (0.8) million. Its EBITDA was burdened by costs related to the acquisition of Megatuuli, but otherwise its operating EBITDA developed as planned during the review period.

### **January–December 2021**

The Power segment's turnover was EUR 49.1 million (18.9). Its turnover increased as a result of the Empower acquisition. The business operations within the Power segment were transferred to Enersense in connection with the Empower acquisition in July 2020. Demand for services remained strong, and projects progressed well. The impacts of the coronavirus pandemic were minor in the review period.

The average number of personnel in the Power segment was 156 person-years during the review period.

The Power segment's EBITDA was EUR 2.4 million (1.0). The change in its EBITDA was due to the impact of the Empower acquisition. In addition, the Power segment has focused strongly on improving profitability, which resulted in a significant increase year-on-year.

### **Order backlog**

In the Power segment, the order backlog was EUR 52.0 million. The order backlog increased by EUR 1.0 million year-on-year. Compared with the end of the third quarter of 2021, the order backlog increased by EUR 21.0 million. The order backlog is expected to develop favourably over the coming months, with demand remaining strong.

## **CONNECTIVITY**

The Connectivity segment helps customers by providing mobile and fixed network services and ensuring their operability. The segment is involved in all phases of the life cycles of data networks, as well as designing, building and maintaining fixed and wireless data networks.

### **October–December 2021**

The Connectivity segment's turnover was EUR 13.2 million (14.6). The volume of long-term framework agreements varies within the agreement period, and is slightly lower than in the previous year. The impacts of the coronavirus pandemic on business operations were minor during the review period.

The Connectivity segment's EBITDA was EUR 0.7 million (0.9). The change in EBITDA was mainly due to the decrease in turnover. Measures related to the profitability improvement programme are taking place, and the improvement of operational efficiency is progressing as planned.

### **January–December 2021**

The Connectivity segment's turnover was EUR 45.3 million (23.4). The business operations within the Connectivity segment were transferred to Enersense in connection with the Empower acquisition in July 2020. The volume of long-term framework agreements was lower than during the previous year. The impacts of the coronavirus pandemic on business operations were minor during the review period.

The average number of personnel in the Connectivity segment was 345 person-years during the review period.

The Connectivity segment's EBITDA was EUR 1.6 million (1.5). The change was due to the impact of the Empower acquisition.

## Order backlog

In the Connectivity segment, the order backlog was EUR 64.0 million. The order backlog decreased by EUR 25 million year-on-year. Compared with the end of the third quarter of 2021, the order backlog decreased by EUR 11.0 million. Due to the nature of the business operations, the order backlog does not grow steadily, because the majority of sales come from long-term framework agreements that are valid for several years.

## INTERNATIONAL OPERATIONS

The International Operations segment includes Enersense's international business operations in Germany, France, the United Kingdom and the Baltic countries.

### October–December 2021

The turnover of the International Operations segment was EUR 18.0 million (16.1). Turnover increased year-on-year, which was due to the good order backlog in the Baltic countries and the acquisition of a majority interest in the Latvian subsidiary at the beginning of 2021. The majority of the turnover came from maintenance and construction projects in power grids and distribution grids in the Baltic countries. The turnover of the Industry unit in France decreased. Demand for services increased in the Baltic countries, and remained stable in other countries. The impacts of the coronavirus pandemic on business operations were minor during the review period.

EBITDA was EUR 0.3 million (0.9). The deterioration in EBITDA was mainly concentrated in the activities in Latvia and France.

### January–December 2021

The turnover of the International Operations segment was EUR 59.0 million (26.8). The increase was mainly due to the impact of the business operations in the Baltic countries that were transferred to Enersense in connection with the Empower acquisition in July 2020. Turnover has developed favourably. The first half of the year was difficult because of cold weather, which caused orders to be postponed. A major power line project was completed at the end of 2020, and new projects did not start until February 2021. The break was used for training and annual leave, which was reflected in the result for the first half of the year. Demand for services was high, and turnover growth was mainly limited by a lack of resources. The construction volume of the grid and electricity distribution networks ordered through framework agreements remained high throughout the year. The volume of installation and maintenance work continued to be high.

The average number of personnel in the International Operations segment was 579 person-years during the review period.

EBITDA was EUR 1.7 million (1.7). The winter of 2021 was colder than usual, and there was a break in January between the completion of a major power line project and the start of new projects. Furthermore, high demand led to a lack of competent employees, whilst significantly higher material and other costs in the Baltic countries also presented challenges.

## Order backlog

The order backlog is at a record high at EUR 120.0 million as a result of agreements signed by the International Operations segment on several long-term construction projects in the Baltic countries. The order backlog will be distributed over the coming years. The capacity for 2022 in the Baltic countries is almost sold out. Due to the nature of the business operations, the order backlog does not grow steadily, because the majority of sales come from major framework agreements and long-term projects that are valid for several years.

## Operating environment

The ongoing energy transition is a global phenomenon that will change energy production, shifting its focus from fossil options to renewable energy sources. The impacts of the energy transition will be reflected in changes in energy production methods, but the transition will also shape society in various ways and affect many sectors of the economy.

With energy production moving towards renewable energy sources, the changes will be reflected in the geographical diversification of energy production in particular. This will require substantial investments in transmission grids, electric substations and energy storage. Renewable energy forms often use natural phenomena – such as hydropower, wind power and solar power – as sources of energy, which will make energy production more uneven in the future than energy produced from fossil fuels, for example, depending on weather conditions.

The energy transition will also require more real-time and high-speed data transmission, which in turn will require investment in telecommunication networks. In addition, the information network infrastructure will play a key role in society in the renewal of manufacturing industry towards higher efficiency and sustainability, and in maintaining its competitiveness. The energy transition and industrial renewal are supported by EU-level and national energy efficiency and emissions targets.

### THE IMPACT OF THE CORONAVIRUS PANDEMIC ON ENERSENSE AND ITS BUSINESS OPERATIONS

The coronavirus pandemic continues to spread and may have both direct and indirect impacts on Enersense's business operations through the uncertainty that is affecting society as a whole. The impacts of the coronavirus pandemic on Enersense in 2021 have mainly consisted of the following: delays, interruptions or postponements related to projects; delays and challenges arising from travel restrictions, particularly in projects implemented abroad; hindrances or delays in foreign material purchases and subcontracting; and challenges caused by illness or quarantine among the company's own employees or employees in the subcontracting chain.

If the coronavirus pandemic continues, it can still affect project decisions and project operation chains in industry, in addition to delaying decisions to start projects or causing delays in ongoing projects. The coronavirus pandemic may also affect employees' willingness and ability to travel, which also highlights the risk related to the availability of employees. The coronavirus pandemic has already had a significant impact on the uncertainty of the global economy and financial markets. If the pandemic continues further, it may lead to a deeper or longer-term global recession or depression. This could have a negative impact on certain types of investment and generally reduce Enersense's business opportunities.

Similarly, weaker confidence in the economy and reduced economic activity among Enersense's customers may have a negative impact on Enersense's turnover, cash flows and solvency in the future. If the coronavirus pandemic continues further or the related restrictions become stricter, a deterioration in the financial position of Enersense's customers in the public and private sectors may lead to a decrease in demand for Enersense's services, slower-than-expected sales development and a decrease in the prices of its services.

The full impact (including the timing, duration and extent of the impact) of the coronavirus pandemic on the global economy and the economies in Enersense's area of operation, as well as on Enersense's business operations and customers, is difficult to predict, especially as the pandemic situation and the related public administration decisions and measures keep changing rapidly.

Enersense seeks to ensure the health and safety of its personnel through various measures, including travel restrictions and opportunities to work remotely. The Covid-19 team established by Enersense is monitoring the situation closely.

## Market situation

We estimate that Enersense's total market in Finland is around EUR 4 billion. We are well positioned for the first quarter of 2022 in terms of both orders and offers. Our order backlog was EUR 291.0 million (292.0) at the end of December 2021. The order backlog is distributed over 2022–2023.

### SMART INDUSTRY

The Smart Industry segment's market is expected to develop favourably. We seek new customers through the implementation of zero-emission and low-emission projects. Existing service contracts will continue at their normal level. The increase in orders indicates a continued good demand. We estimate that the total market in Finland is around EUR 2 billion.

Through the acquisition of Enersense Offshore Oy (formerly Pori Offshore Constructions Oy), Enersense takes part of the offshore industry and especially the offshore wind power market. The offshore wind power market is estimated at around EUR 3 billion in the Baltic Sea region. In accordance with the EU strategy on offshore renewable energy, the goal is to increase Europe's offshore wind capacity from its current level of 12 GW to 300 GW by 2050. Investments of nearly EUR 800 billion are needed to achieve this goal.

### POWER

The business environment for the Power segment is expected to develop favourably, and demand for services is expected to remain at a good level in 2022. Profitability improvement and operational stabilisation have been successful. The overall market in Finland continues to grow, and the market size is currently estimated at more than EUR 500 million.

### CONNECTIVITY

The moderate and stable growth of the Connectivity segment's market is driven by the need for high-speed connections in fixed and mobile networks. We estimate that the total market in Finland is around EUR 250 million. The market is growing with the construction of 4G and 5G networks.

### INTERNATIONAL OPERATIONS

The business environment for the International Operations segment is expected to improve moderately in 2022. Performance development in the Baltic countries is expected to remain at the same level as in 2021. Positive performance development is expected to continue in France. Business development continues in the United Kingdom and Germany.

## Near-term risks and uncertainties

In its operations, Enersense is exposed to strategic, operational and financial risks and external threats.

The uncertainty and unfavorable changes in the global politics, including the tense geopolitical situation in Ukraine and related measures, may have a negative impact on, among other things, the ability and willingness of Enersense's customers to invest and to obtain financing and thus, it may have a negative impact also on the demand of Enersense's services. The weakening of the world economy may have a negative impact on Enersense's business operations and projects within its order backlog which may be delayed or suspended. The governmental regulations and restrictions as well as related changes and uncertainty may also have essential impact within the customer field of Enersense's energy business operations.

The EUR 0.5 million investment in the associated company Yrittäjän Voima Oy contains uncertainty. The investment will be reviewed in the first quarter of the financial year 2022 and a write-down will be made if necessary. Ownership is indirectly linked to the Fennovoima project and the project risk has been found to be significant.

The impacts of the coronavirus pandemic and the ensuing economic downturn on Enersense, as well as the related risks and uncertainties, are described under "Operating environment".

Enersense has a number of major key customers whose purchasing behaviour has a significant impact on its business performance. If a major customer transferred its purchases from Enersense to its competitors or significantly changed its operating model, or if a significant project ended, discontinued or decreased unexpectedly, the company would have limited opportunities to replace the customer volume over a short period of time.

In addition, large fixed-price projects are typical of Enersense's business operations, and the profitability of such projects requires Enersense to estimate the related contract risks and production costs with sufficient accuracy, in addition to successful project management, technical implementation and schedule management. The company often enters into project-specific contracts, which involve uncertainty in terms of successful competitive bidding. This makes it more difficult to estimate the company's performance and financial position over a period of time longer than the order book. Increased competition may also have a negative impact on the development of Enersense's order backlog, and thereby also on its turnover and profitability.

Some of the prices of the materials used in Enersense's business operations are prone to changes. In addition, salary levels are expected to increase in the coming years. The risk associated with price and wage changes is estimated to be strongest in the Baltic countries. If Enersense fails to hedge against changes in prices and salaries by entering into fixed-price procurement agreements or transferring cost increases to its prices for customers, the materialisation of risks may have a significant impact on project profitability and Enersense's financial position.

If Enersense is unable to recruit, train, motivate and retain highly competent employees, it may not necessarily be able to compete effectively or fully implement its strategy.

Enersense's loss and continuity risks are mainly related to people, property and IT systems. Although the company has protected its operations and property by means of insurance, the materialisation of loss risks may result in damage to people and property or business interruption. In addition, the reliability and functioning of IT systems are essential for the continuity of Enersense's operations. Prolonged interruptions in key systems could limit Enersense's opportunities to operate profitably and efficiently. Cyberthreats can also pose threats to Enersense's data resources.

The Group companies have ongoing legal disputes, some of which are in progress in general or administrative courts in Finland and abroad. The disputes are typically related to claims against Enersense concerning alleged defective performance, delays or damage incurred by customers in project operations in particular, or to claims made by Enersense against its suppliers. The end results of claims, disputes and legal processes are difficult to predict. However, they have no significant short-term impacts on the company's operations. The company has assessed the potential impacts of the disputes, and has recorded provisions based on these assessments.

When the company completes acquisitions or expands its operations into new countries, it is possible that the turnover and profits of the target companies or Enersense's foreign subsidiaries and/or branches will not meet its expectations. In addition, changes in customer relationships, local labour markets, political conditions and legislation, as well as changes in the company's locations, may have an adverse impact on Enersense's business operations, performance and financial position.

On 1 February 2022, Enersense announced that it had completed the share transaction related to Megatuuli Oy, an offshore wind power development company. In Megatuuli, the most typical risks and uncertainties of project development operations and the related revenues include the approvability of projects, as well as complaints related to statutory land use planning processes and permit procedures in particular, which may delay or prevent the implementation of development projects. Megatuuli's operations also focus on early-stage development work in wind power projects, and the implementation of development projects, as well as the related revenue recognition and its schedule, depends on

certain key partners and the continuity of contracts with these partners, which requires, for example, that Megatuuli is able to comply with the obligations included in such contracts.

The Enersense Group's financing agreement includes financial covenants concerning the Group's equity ratio and its ratio of interest-bearing debt to EBITDA. If the company fails to meet the terms of the covenants, the financiers have the right to change the terms and conditions of the financing agreement, or terminate the agreement in extreme cases.

## FINANCIAL RISK AND CAPITAL MANAGEMENT

Enersense is exposed to liquidity, credit, currency and interest rate risks in its business operations. The purpose of Enersense's financial risk management is to reduce the impact of factors arising from changes in financial markets on the company's performance, operations and balance sheet structure.

Enersense's financial management regularly reports to the Group's management on identified financial risks and measures that the Group intends to take to hedge against potential risks. The Group's financial management also supports the business areas in their financial risk management. The business areas provide the Group's financial management with up-to-date information about their financial position and cash management, so that the financial management can ensure effective financial, liquidity and risk management.

### CREDIT RISK

Enersense's credit risk is related to customers with which the Group has open receivables or long-term agreements. The credit risk may materialise if the customer is unable to meet their contractual obligations. Enersense checks the credit history and solvency of its major new customers before entering into agreements, and actively monitors the creditworthiness and solvency of its customers. The Group also hedges against the credit risk by selling receivables to a third party that bears the credit risk related to the purchased trade receivables. No material interests in these receivables remain with Enersense. Enersense also manages the credit risk by means of advance payments and front-loaded project payment plans.

### SOLVENCY RISK

Enersense's solvency risk is divided into refinancing and liquidity risks. The refinancing risk is related to a circumstance in which Enersense does not have sufficient liquid assets to repay its loans or in which refinancing is not available on favourable terms. Enersense seeks to protect against the refinancing risk by diversifying the maturity distribution of its loan portfolio and by assessing the share of short-term financing and the Group's need for long-term financing.

On 4 May 2021, Enersense completed negotiations on a new financing package consisting of two senior loans and several bank guarantee and invoice financing facilities. The senior loans and bank guarantees negotiated as part of the new financing are available to Enersense. Each senior loan amounts to EUR 6.0 million and will mature in 2026. Enersense has access to a total of EUR 38.5 million in invoice financing facilities.

The liquidity risk is related to a circumstance in which Enersense does not have access to sufficient liquid assets to meet its obligations. To maintain sufficient liquidity, Enersense prepares short-term and long-term cash forecasts and makes arrangements for additional financing if necessary. Enersense is continuously seeking to predict and monitor its need for business financing to ensure sufficient liquid assets to finance its operations and meet its obligations. The Group's cash and cash equivalents totalled EUR 29.2 million on 31 December 2021 (EUR 17.7 million on 31 December 2020).

The cash and cash equivalents on Enersense's balance sheet totalled EUR 29.2 million on 31 December 2021 (EUR 17.7 million on 31 December 2020). Trade receivables totalled EUR 18.0 million on 31 December 2021 (EUR 24.2 million on 31 December 2020). Enersense had no unused financing facilities on 31 December 2021. Enersense had EUR 9.4 million in long-term loans from financial institutions and EUR 2.5 million in short-term loans from financial institutions on 31 December 2021. In addition, Enersense

had EUR 12.7 million in long-term lease and facility liabilities and EUR 4.6 million in short-term liabilities in accordance with IFRS 16.

Enersense has also entered into a hire purchase agreement related to vehicles and the ERP system implementation project. Of its hire purchase liabilities, EUR 0.9 million was long term and EUR 0.7 million was short term on 31 December 2021.

Due to the coronavirus pandemic, Enersense has entered into payment arrangement agreements with the Finnish Tax Administration. These arrangements totalled EUR 1.1 million on 31 December 2021 (EUR 2.5 million on 31 December 2020).

In accordance with the special terms and conditions of the financing agreement signed on 4 May 2021, Enersense reported to its financiers on its equity ratio and its ratio of interest-bearing debt to EBITDA as financial covenants on 31 December 2021. The covenant limits on 31 December 2021 were a minimum of 29.0% for the equity ratio and a maximum of 3.5 for the ratio of interest-bearing debt to EBITDA. In accordance with the calculation formulas for the financial covenants, Enersense's equity ratio was 33.9%, and its ratio of interest-bearing debt to EBITDA was 1.8 on 31 December 2021.

## CURRENCY RISK

Enersense is exposed to currency risks. Its most significant currency risks are related to the Swedish krona because of its Swedish branches, which have trade receivables and trade payables denominated in a foreign currency. Enersense does not have foreign currency loans. Enersense does not actively hedge against currency risks, because the income and expenses arising from its business operations are usually in the same currency, which gives rise to natural hedging. The transaction risk is not material.

The company is exposed to the translation risk when its subsidiaries' equity, goodwill or fair value adjustment is denominated in a currency other than the parent company's functional currency. The company's exposure to the translation risk is not significant. The company does not hedge against the translation risk.

## INTEREST RATE RISK

In its operations, Enersense is exposed to the interest rate risk through the variable interest rates of existing financing agreements and the availability of financing. Changes in the macroeconomic environment or the general situation of the financial markets may have a negative impact on the availability, price and other conditions of financing. An increase in the interest rate level could have a material direct impact on the costs of available financing and the costs of the company's existing financing agreements. Enersense does not hedge against the interest rate risk, because the risk is not considered to be significant at the current interest rate level.

Enersense had EUR 11.6 million in variable-rate loans from financial institutions on 31 December 2021 (EUR 12.6 million on 31 December 2020). The amount of fixed-rate financing has been low. Interest rate sensitivity to profit after taxes for the 2021 financial period would have been EUR 58.0 thousand (2020: EUR 63 thousand), assuming an interest rate increase of 0.5% with all other factors remaining unchanged. Enersense has not presented the impact of a decrease, because the Euribor interest rates are negative.

## General meetings 2021

### ANNUAL GENERAL MEETING

The Annual General Meeting (AGM) of Enersense International Plc was held in Pori on 19 March 2021 by applying exceptional meeting practices in accordance with the temporary Act of Parliament (677/2020) adopted to limit the spread of the coronavirus pandemic. The company's shareholders and their proxies were able to participate in the AGM and exercise their rights only by voting in advance and presenting counterproposals and questions in advance. It was not possible to attend the meeting on-site.

The AGM adopted the company's financial statements for 2020 and decided that the profit for the period on the balance sheet should be recognised in retained earnings/losses, and that no dividend should be paid for the 2020 financial period. In addition, the AGM decided to discharge the members of the Board and the CEO of liability.

At the AGM, the number of members of the Board was confirmed at six. Markku Kankaala, Herkko Plit, Petri Suokas, Sari Helander and Päivi Jokinen were re-elected as Board members, and Sirpa-Helena Sormunen was elected as a new member to the Board. In addition, it was decided that the following fees be paid: EUR 3,000 per month for the Chair of the Board; EUR 2,000 per month for the Board members; EUR 700 per meeting for the Chairs of the Audit Committee and the Remuneration Committee; and EUR 500 per month for the members of the committees. KPMG Oy Ab was selected as the auditor, with Mauri Eskelinen, Authorised Public Accountant, as the principal auditor. The auditor will be paid a fee against a reasonable invoice.

The AGM also decided to establish a permanent Shareholders' Nomination Committee and confirm its rules of procedure. The Nomination Committee is responsible for preparing and presenting proposals on the remuneration, number and election of the members of the Board annually to the AGM and to any Extraordinary General Meetings. Its main duty is to ensure that the Board and its members have sufficient expertise, competence and experience in accordance with the company's needs. The Nomination Committee consist of three members. The three largest shareholders of the company are entitled to nominate one member each. The Nomination Committee will continue its work until otherwise decided by the AGM. Its members' term of office ends annually following the appointment of new members.

In accordance with a counterproposal presented to the AGM, the AGM decided to authorise the Board of Directors to decide on share issues, as well as the issue of option rights and other special rights entitling their holders to shares in accordance with chapter 10, section 1 of the Limited Liability Companies Act, or combinations of all or some of the above, in one or more instalments on the following conditions:

Based on the authorisation, a maximum of 3,000,000 new shares in the company and/or treasury shares (including shares issued based on special rights) can be issued, which corresponds to around 31.4% of the total number of shares in the company at the time of the notice of the Annual General Meeting. The Board is granted the right to decide, within the authorisation mentioned above, on the terms and conditions of the share issue, as well as the issue of option rights and special rights entitling their holders to shares. The Board is authorised to decide on the recognition of the subscription price, either as an increase in the share capital or in the invested unrestricted equity reserve, in part or in full.

The issue of shares and special rights can also be a directed issue in deviation from the shareholders' pre-emptive rights if there is a weighty financial reason for this in accordance with the Limited Liability Companies Act (directed issue). In such a case, the authorisation can be used to finance acquisitions or other investments included in the company's business operations, as well as to maintain and increase the Group's solvency, implement incentive schemes, expand the ownership base and develop the capital structure. The authorisation invalidates previous unused authorisations concerning share issues and the issue of option rights and special rights entitling their holders to shares. The authorisation is valid until the close of the next Annual General Meeting, but not beyond 30 June 2022.

The Annual General Meeting authorised the Board to decide on the acquisition and/or acceptance as a pledge of the company's own shares on the following conditions:

A maximum of 950,000 shares can be acquired and/or accepted as a pledge. The shares must be acquired as part of trading organised by Nasdaq Helsinki Oy at the market price at the time of acquisition. The company's own shares may be acquired and/or accepted as a pledge in a proportion other than that of the shareholders' current holdings in the company (directed acquisition and/or acceptance as a pledge). The acquisition and/or acceptance as a pledge of shares will reduce the company's unrestricted equity. The Board decides how the shares will be acquired and/or accepted as a pledge. The authorisation is valid until the close of the next Annual General Meeting, but not beyond 30 June 2022.

## EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting (EGM) of Enersense International Plc was held in Pori on 16 April 2021 by applying exceptional meeting practices in accordance with the temporary Act of Parliament (677/2020) adopted to limit the spread of the coronavirus pandemic. The company's shareholders and their proxies were able to participate in the EGM and exercise their rights only by voting in advance and presenting counterproposals and questions in advance. It was not possible to attend the meeting on-site. The EGM decided that the Board of Directors will consist of seven members, and that Jaakko Eskola be elected as a new member of the Board. At its meeting convened after the EGM on 16 April 2021, the Board of Directors decided to elect Jaakko Eskola as its Chair and Markku Kankaala as its Vice Chair.

## SHAREHOLDERS' NOMINATION BOARD

The Annual General Meeting (AGM) of Enersense decided on 19 March 2021 to establish a Shareholders' Nomination Board. The board is responsible for preparing and presenting proposals on the remuneration, number and election of the members of the Board of Directors annually to the AGM and to any Extraordinary General Meetings. Its main duty is to ensure that the Board of Directors and its members have sufficient expertise, competence and experience in accordance with the company's needs.

The Nomination Board consist of three members. The three largest shareholders of the company are entitled to nominate one member each. If the Nomination Board so requests, the Chair of the Board of Directors can serve as an expert on the Nomination Board without membership or voting rights. Representatives or the company's executive management or the company's employees cannot be members of the Nomination Board, but they can nominate a member to the board as shareholders.

The right to nominate members to represent shareholders lies with those three shareholders whose proportions of the votes provided by all the shares in the company are the largest in accordance with the shareholders' register maintained by Euroclear Finland on the first (1st) business day of the September preceding the Annual General Meeting. In line with the shareholdings described above, the Chair of the Board of Directors requests the three largest shareholders to nominate one member each to the Shareholders' Nomination Board. If two or more shareholders have an equal number of shares and votes and a member nominated by all shareholders cannot be appointed, the matter will be resolved through a lot.

The Nomination Board will continue its work until otherwise decided by the AGM. Its members' term of office ends annually following the appointment of new members.

In line with the situation on the record date for the AGM on 19 March 2021, the company's three largest shareholders nominated the following representatives to serve as members of the Nomination Board: Markku Kankaala (nominated by MBÅ Invest Oy), Kyösti Kakkonen (nominated by Joensuun Kauppa ja Kone Oy) and Janne Vertanen (nominated by Verman Group Oy).

In September 2021, the following representatives were nominated to serve as members of Enersense's Nomination Board: Risto Takkala (nominated by MBÅ Invest Oy), Alexander Ehrnrooth (nominated by Nidoco AB) and Kyösti Kakkonen (nominated by Joensuun Kauppa ja Kone Oy). At its first meeting, the Nomination Board elected Alexander Ehrnrooth as its Chair. Jaakko Eskola, Chair of the Board of Directors, serves as an expert for the Nomination Board.

## Dividend policy

The company's goal is to distribute at least 30.0% of earnings per share as dividends. Performance development and outlook, as well as investments in organic growth or acquisitions in line with the strategy, among other factors, will affect the distribution of dividend in the future. In addition, the company's special condition agreement with its key financiers includes restrictions on the distribution of dividends in the event that the terms and conditions of the financing agreements under the special condition agreement are violated, the distribution of dividends leads to a breach of the terms and conditions, or the distribution of dividends may jeopardise the repayment of financing.

Even though Enersense is not planning to change its dividend policy, it cannot be guaranteed that dividends will be paid or capital repayments will be made in the future, and no guarantee can be given on the amount of dividends paid or capital repayments made in any specific year.

## Dividend proposal for the 2021 financial year

Enersense's Board of Directors proposes to the Annual General Meeting to be held on 4 April 2022 that a dividend of EUR 0.1 per share be paid for the financial year that ended on 31 January 2021 (2020: no dividend). With the current count of shares, this totals EUR 1 599 606. The dividend shall be paid in two installments.

The first installment, of EUR 0.05 per share, will be paid to the shareholders registered in Enersense International Plc's shareholder register maintained by Euroclear Finland on the record date (6 April 2022). The Board of Directors proposes that the first installment of the dividend be paid on 6 May 2022.

The second installment, of EUR 0.05 per share, will be paid in November 2022. The second installment will be paid to shareholders who are registered in the company's shareholder register maintained by Euroclear Finland Oy on the record date for the dividend payment, as later decided by the Board of Directors. The Board of Directors will decide the record date and the payment date for the second installment at its meeting in October 2022. The record date is planned to be 1 November 2022, and the dividend payment date 8 November 2022 at the earliest. The Board of Directors is authorized to set a new dividend record date and payment date for the second installment of the dividend, in case the rules and regulations on the Finnish book-entry system would be changed, or otherwise so require.

The parent company's distributable funds amounted to EUR 46,554,137.3 on 31 December 2021 (EUR 17,915,483.2).

There have been no significant changes in Enersense's financial position after the end of the financial year. The company's liquidity is good, and it is the Board of Directors' view that the proposed distribution of profits does not jeopardise the company's solvency.

## Shares and shareholders

### SHARE CAPITAL AND NUMBER OF SHARES

Shares in Enersense International Plc are traded on the Nasdaq Helsinki under ticker symbol ESENSE (ISIN code FI4000301585). At the end of review period, the company's share capital consisted of 13,397,729 shares, each of which provided its holder with one vote. The company's share capital was EUR 80,000 at the end of the review period. The company has no treasury shares.

### Key ratios per share

	2021	2020
Market value, EUR	91,640,466	79,246,151
Number of shareholders at the end of the period <sup>*)</sup>	6,957	1,980
Number of shares at the end of the period	6,840	8,300
Average share price, EUR	8.63	3.23
Highest share price, EUR	12.00	9.00
Lowest share price, EUR	5.96	1.21
Number of shares at the end of the period	13,397,729	9,547,729
The share issue-adjusted number of shares at the end of the period	13,397,729	13,397,729
The average share issue-adjusted number during the review period	12,140,606	7,432,975
Share trading, pcs	9,568,586	7,909,569
Turnover rate, %	78.8	106.4

*\*) In addition, 2 shareholders are involved in the joint ownership*

### The 10 largest shareholders on December 31, 2021 <sup>\*)</sup>

Shareholder	Number of shares	% of shares
Nidoco AB	2,675,000	19.97
MBÅ Invest Oy	2,253,072	16.82
Joensuun Kauppa ja Kone Oy	1,382,449	10.32
Verman Group Oy <sup>**)</sup>	1,343,461	10.03
Taloustieto Incrementum Oy <sup>***)</sup>	737,005	5.50
Keskinäinen Eläkevakuutusyhtiö Ilmarinen	569,053	4.25
Eläkevakuutusosakeyhtiö Veritas	345,292	2.58
Corporatum Oy	295,244	2.20
Siementila Suokas Oy <sup>****)</sup>	240,860	1.80
Holopainen Jussi Samuli	164,500	1.23
<b>Total</b>	<b>10,005,936</b>	<b>74.68</b>

*\*) Source Euroclear Finland Oy*

*\*\*\*) Janne Vertanen, who exercises control in Verman Group oy, also directly owns 26,916 shares*

*\*\*\*\*) Tomi Hyttinen, who exercises control in Taloustieto Incrementum oy, also directly owns 4,200 shares*

*\*\*\*\*\*) Petri Suokas, who exercises control in Siementila Suokas oy, also directly owns 12,210 shares*

## Distribution of shareholdings on December 31, 2021 <sup>\*)</sup>

Number of shares	Number of shareholders	% of shareholders	Number of shares	% of shares
1–100	2,602	37.4	120,420	0.9
101–500	3,152	45.3	725,768	5.4
501–1 000	636	9.1	493,954	3.7
1001–5000	481	6.9	1,005,332	7.5
5 001–10 000	49	0.7	350,473	2.6
10 001–50 000	25	0.4	644,980	3.7
50 001–100 000	1	0.01	94,644	0.7
100 001–500 000	5	0.1	1,156,762	8.6
500 001–	6	0.1	8,960,040	66.9
Total	6957 <sup>**)</sup>	100.0	13,397,729	100.0
Of which nominee registered	9	—	56,998	0.425

<sup>\*)</sup> Source Euroclear Finland Oy

<sup>\*\*)</sup> In addition, 2 shareholders are involved in the joint ownership

## Shareholders by sector on 31 December 2021 <sup>\*)</sup>

Sector	Number of shares	% of shares
Companies	6,795,686	50.7
Abroad	2,696,168	20.1
Households	2,658,644	19.8
General government	1,025,211	7.7
Financial and Insurance institutions	92,462	0.7
Non-profit institutions	72,560	0.5
Nominee registered	56,998	0.4
<b>Total</b>	<b>13,397,729</b>	<b>100.0</b>

<sup>\*)</sup> Source Euroclear Finland Oy

## MANAGEMENT HOLDINGS

The members of the Board of Directors, the President and CEO, the members of the Group Executive Team and their controlled entities held a total of 459,395 shares on 31 December 2021, which represented 3.4% of all shares in the company on 31 December 2021. In addition, Petri Suokas, a member of the Board of Directors, Jussi Holopainen, President and CEO, and Jaakko Leivo, a member of the Group Executive Team, held a total of 2,253,072 shares through MBÅ Invest, their related party company, on 31 December 2021, which represented 16.8% of all shares in the company on 31 December 2021.

## AUTHORISATIONS OF THE BOARD OF DIRECTORS

The share issue authorisations, as well as the authorisation concerning the acquisition and/or acceptance as a pledge of the company's own shares, granted by the Annual General Meeting to the Board, are discussed above under "General meetings".

## SHARE ISSUES

Enersense's Board of Directors decided on 15 March 2021 to execute a share issue, with 2,075,000 new shares directed to Nidoco AB, a wholly owned subsidiary of Virala Oy Ab. With the share issue, Enersense has a significant and experienced new long-term shareholder with strong expertise and the will and ability to support Enersense's growth. The share issue was executed based on the authorisation granted by the Annual General Meeting on 6 April 2020.

Through the share issue, Enersense raised around EUR 15.0 million in gross assets before fees and expenses. The number of shares in the company increased by 2,075,000 to a total of 11,622,729 shares. The shares offered through the share issue represented 21.7% of all shares in the company before the issue, and around 17.9% of all shares in the company following the issue.

On 22 June 2021, Enersense's Board of Directors decided on the execution of a directed share issue based on the authorisation granted by the Annual General Meeting on 19 March 2021. Through the share issue, Enersense issued 1,775,000 new shares in the company, which corresponded to around 13.2% of the total number of its outstanding shares following the share issue. A total of 516,226 shares were allocated to private persons and entities in Finland (public offering), and a total of 1,140,000 shares were allocated to institutional investors in Finland, as well as internationally in accordance with the applicable laws (institutional offering). In addition, a total of 118,774 shares were allocated to employees in Finland, Estonia, Latvia, Lithuania and France who were in an employment relationship with the company or its Group companies during the subscription period, as well as to the members of the company's Board of Directors and Group Executive Team (share issue to employees).

Through the share issue, the company raised around EUR 16.0 million in gross assets, and the total number of shares in the company increased to 13,397,729. The company gained more than 2,000 new shareholders through the share issue.

More information about the share issues is provided in the releases published on the dates mentioned above.

## FLAGGING NOTIFICATIONS

Enersense received five flagging notifications in 2021:

Enersense received a notification from Janne Vertanen under chapter 9, section 5 of the Securities Markets Act. According to the notification, the shareholding of Janne Vertanen and his controlled entities decreased below 10% of all shares and votes in Enersense on 22 June 2021.

Enersense received a notification from Verman Group under chapter 9, section 5 of the Securities Markets Act. According to the notification, the shareholding of Verman Group Oy decreased below 10% of all shares and votes in Enersense on 22 June 2021.

Enersense received a notification from MBÅ Invest Oy under chapter 9, section 5 of the Securities Markets Act. According to the notification, the shareholding of MBÅ Invest Oy decreased to 16.8% of all shares and votes in Enersense on 13 September 2021.

Enersense received a notification from Janne Vertanen under chapter 9, section 5 of the Securities Markets Act. According to the notification, the shareholding of Janne Vertanen and his controlled entities increased to more than 10% of all shares and votes in Enersense on 8 November 2021.

Enersense received a notification from Verman Group under chapter 9, section 5 of the Securities Markets Act. According to the notification, the shareholding of Verman Group Oy increased to more than 10% of all shares and votes in Enersense on 12 November 2021.

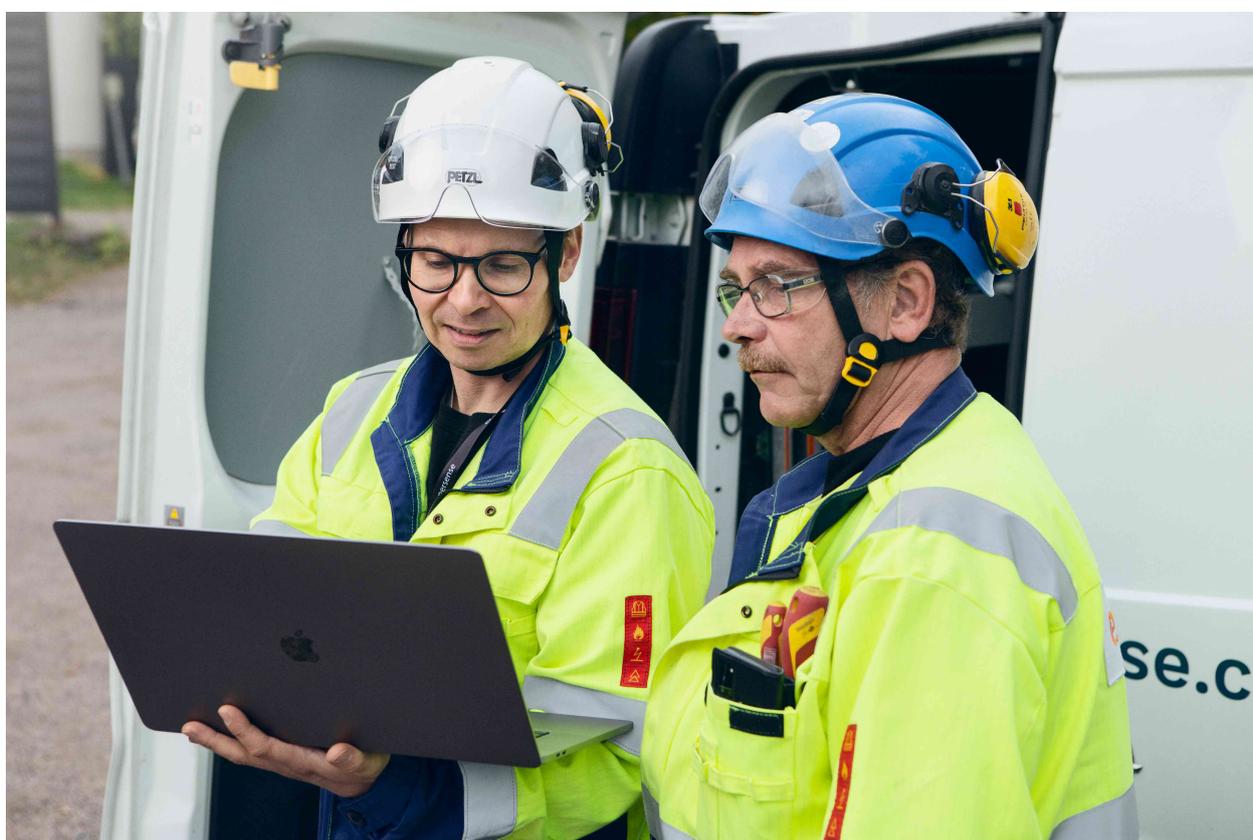
## Group personnel

Enersense mainly operates in Finland, Germany, France, the United Kingdom and the Baltic countries.

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from 1 August 2020.

### Person-years (average over the period)

	1-12/2021	1-12/2020
Smart Industry	769	885
Power	156	65
Connectivity	345	145
International	579	234
Other	93	67
<b>Group total</b>	<b>1,942</b>	<b>1,397</b>



## Annual General Meeting 2022

Enersense's 2022 Annual General Meeting is scheduled for April 4, 2022.

Pori 28 February 2022  
Enersense International Plc  
Board of Directors

**More information:**

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The financial statements bulletin has been prepared in accordance with IAS 34 Interim Financial Reporting as adopted by the EU.

**Financial information:**

Enersense's financial statements and board of directors' report for 2021 will be published in week 10 and will then be available on the company's website at [www.enersense.com/investors](http://www.enersense.com/investors).

In 2022, Enersense will publish two business reviews and a semi-annual report.

- January–March business review April 29, 2022
- January–June semi-annual report August 4, 2022
- January–September business review October 28, 2022

Enersense's 2022 Annual General Meeting is scheduled for April 4, 2022.

A Capital Markets Day for shareholders, investors, analysts and representatives of banks and the media will be held on 3 May 2022.

**Distribution:**

Nasdaq Helsinki  
Key media  
[www.enersense.com](http://www.enersense.com)

**More information is available on the Enersense website:**

[www.enersense.com/investors](http://www.enersense.com/investors)

## Consolidated income statement

EUR thousand	10–12/2021	10–12/2020	1–12/2021	1–12/2020
Revenue	65,909	68,053	239,110	147,460
Change in inventories of finished goods and work in progress	434	-397	2,060	302
Work performed for own purposes and capitalised	-258	383	-35	461
Other operating income	7,431	567	10,514	1,804
Material and services	-34,605	-29,806	-115,011	-59,327
Employee benefits expense	-25,670	-29,727	-97,898	-69,973
Depreciation and amortisation	-2,141	-2,539	-9,806	-4,995
Other operating expenses	-7,089	-5,300	-22,196	-11,019
Share of profit /loss accounted for using the equity method	37	-22	95	67
<b>Operating profit</b>	<b>4,047</b>	<b>1,213</b>	<b>6,834</b>	<b>4,780</b>
Finance income	-136	7	41	50
Finance expense	-911	-950	-3,334	-1,972
Finance income and expense	-1,047	-944	-3,294	-1,921
<b>Profit/loss before tax</b>	<b>3,000</b>	<b>269</b>	<b>3,540</b>	<b>2,859</b>
Tax on income from operations	349	-377	433	-480
<b>Profit/loss for the period</b>	<b>3,349</b>	<b>-108</b>	<b>3,973</b>	<b>2,379</b>
Other OCI-items				
Items that may be reclassified to profit or loss				
Translation differences	168	-804	382	-367
Items that will not be reclassified to profit or loss				
Remeasurements of post-employment benefit obligations	-75	—	-117	-42
<b>Other comprehensive income for the period, net of tax</b>	<b>94</b>	<b>-804</b>	<b>265</b>	<b>-409</b>
<b>Total comprehensive income for the period</b>	<b>3,443</b>	<b>-912</b>	<b>4,238</b>	<b>1,970</b>
Profit (loss) for the period attributable to:				
Equity holders of the parent company	3,454	-146	4,301	2,039
Non-controlling interests in net income	-105	38	-328	340
<b>Profit/loss for the period</b>	<b>3,349</b>	<b>-108</b>	<b>3,973</b>	<b>2,379</b>
Total comprehensive income for the period attributable to:				
Owners of the parent company	3,547	-950	4,566	1,630
Non-controlling interests	-105	38	-328	340
<b>Total comprehensive income</b>	<b>3,443</b>	<b>-912</b>	<b>4,238</b>	<b>1,970</b>
Earnings per share attributable to the owners of the parent company	0.26	-0.02	0.35	0.27
Basic and diluted earnings per share	0.26	-0.02	0.35	0.27

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition included in the Group's figures from August 2020.

## Consolidated balance sheet

EUR thousand	12/31/2021	12/31/2020
<b>Assets</b>		
<b>Non-current assets</b>		
Goodwill	26,154	26,376
Other intangible assets	18,591	13,566
Property, plant, equipment	21,706	18,784
Investments accounted for using the equity method	1,564	1,467
Other shares and equity interests	1	—
Loan receivables	—	150
Non-current trade and other receivables	3,919	960
Deferred tax-assets	1,096	570
<b>Total non-current assets</b>	<b>73,032</b>	<b>61,873</b>
<b>Current assets</b>		
Inventories	6,513	3,566
Trade receivables	21,501	24,184
Current income tax receivables	48	158
Other receivables	16,449	8,439
Cash and cash equivalents	29,166	17,694
<b>Total current assets</b>	<b>73,677</b>	<b>54,041</b>
<b>Total assets</b>	<b>146,709</b>	<b>115,914</b>
<b>Equity and liabilities</b>		
<b>Equity</b>		
Share capital	80	80
Unrestricted equity reserve	43,794	15,602
Other reserves	313	313
Translation differences	17	-363
Retained earnings	95	-1,794
Profit (loss) for the period	4,301	2,039
<b>Total equity attributable to owners of the parent company</b>	<b>48,599</b>	<b>15,877</b>
Non-controlling interests	1,064	1,768
<b>Total equity</b>	<b>49,663</b>	<b>17,645</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Borrowings	10,095	3,717
Lease liabilities	12,825	5,517
Payment arrangement with the Tax administration	—	518
Other liabilities	2,206	12
Deferred tax liabilities	1,469	—
Employee benefit obligations	545	435
Provisions	852	481
<b>Total non-current liabilities</b>	<b>27,992</b>	<b>10,680</b>
<b>Current liabilities</b>		
Borrowings	3,072	14,224
Lease liabilities	4,427	3,473
Advances received	7,203	3,607
Trade payables	14,758	16,530
Payment arrangement with the Tax administration	963	1,926
Current income tax liabilities	28	257
Other payables	37,985	45,980
Provisions	618	1,592
<b>Total current liabilities</b>	<b>69,054</b>	<b>87,589</b>
<b>Total liabilities</b>	<b>97,046</b>	<b>98,269</b>
<b>Total equity and liabilities</b>	<b>146,709</b>	<b>115,914</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## Consolidated cash flow statement

EUR thousand	1–12/2021	1–12/2020
<b>Cash flow from operating activities</b>		
<b>Profit (loss) for the period</b>	<b>3,973</b>	<b>2,379</b>
Adjustments:		
Depreciation, amortisation and impairment	9,806	4,995
Gains and losses on the sale of subsidiaries	-1,760	—
Gains and losses on the sale of associated companies	—	-220
Gains and losses on the sale of property, plant and equipment	-222	-75
Share of profits (losses) of associates	-95	-67
Interest income and other financial income and expenses	3,294	1,921
Income tax	-433	480
Other adjustments <sup>*)</sup>	-11,758	-129
<b>Total adjustments</b>	<b>-1,169</b>	<b>6,905</b>
Changes in working capital		
Change in trade and other receivables	-4,829	-2,628
Change in trade payables and other liabilities	-9,050	-956
Change in inventories	-2,615	-873
Change in provision	—	-950
Interest received	43	50
Interest paid	-1,379	-871
Other financial items	-1,957	-932
Income tax	1,376	-258
<b>Net cash flow from operating activities</b>	<b>-15,608</b>	<b>1,866</b>
<b>Cash flow from investing activities</b>		
Investments in tangible and intangible fixed assets	-1,406	-1,217
Sale of fixed assets	15,170	—
Acquisition of subsidiaries, less cash and cash-equivalents acquired	-151	12,966
Sale of subsidiaries, less cash and cash equivalents sold	281	—
Additional investments in associated companies	-104	—
Sale of associated companies	—	633
Withdrawals of loans granted to associated companies	100	-150
Repayments of loans granted to associated companies	—	443
Payment received from bank deposit accounts	600	—
Payments to bank deposit accounts	-3,053	-600
Dividends from associated companies	102	—
<b>Net cash flow from investing activities</b>	<b>11,539</b>	<b>12,075</b>
<b>Cash flow from financing activities</b>		
Issue of shares	28,218	7,312
Withdrawals of loans	14,964	1,539
Repayments of loans	-22,898	-4,288
Acquisition of non-controlling interests less cash and cash equivalents acquired	-257	—
Payments of lease liabilities	-4,485	-2,112
<b>Net cash flow from financing activities</b>	<b>15,541</b>	<b>2,451</b>
<b>Net change in cash and cash equivalents</b>	<b>11,472</b>	<b>16,391</b>
Cash and cash equivalents at the beginning of the period	17,694	1,276
Impact of exchange rate changes on cash and cash equivalents	—	26
<b>Cash and cash equivalents at the end of the period</b>	<b>29,166</b>	<b>17,694</b>

<sup>\*)</sup> Other adjustments include the recognition of negative goodwill from an advantageous acquisition of Enersense Offshore Oy EUR 7.3 million

The net method has been replaced with the gross method in projects presented through partial revenue recognition from 1 January 2021. This increases the amount of short-term receivables and liabilities in these respects.

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## Consolidated statement of changes in equity

### Equity attributable to owners of the parent company

Equity attributable to owners of the parent company								
EUR thousand	Share capital	Invested unrestricted equity reserve	Other reserves	Translation differences	Retained earnings	Total equity attributable to owners of the parent company	Non-controlling interest	Total equity
<b>Equity at 1.1.2021</b>	<b>80</b>	<b>15,602</b>	<b>313</b>	<b>-363</b>	<b>245</b>	<b>15,877</b>	<b>1,768</b>	<b>17,645</b>
Profit (loss) for the period	—	—	—	—	4,301	4,301	-328	3,973
Other comprehensive income						—		
Translation differences	—	—	—	382	—	382	—	382
Remeasurements of post-employment benefit obligations	—	—	—	—	-117	-117	—	-117
<b>Total comprehensive income</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>382</b>	<b>4,184</b>	<b>4,566</b>	<b>-328</b>	<b>4,238</b>
<b>Transactions with owners:</b>						—		—
Share issue	—	28,192	—	—	—	28,192	—	28,192
Transactions with non-controlling interests	—	—	—	—	18	18	-377	-359
Share issue to employees	—	—	—	—	150	150	—	150
Other transactions	—	—	—	—	-203	-203	—	-203
<b>Total transactions with owners</b>	<b>—</b>	<b>28,192</b>	<b>—</b>	<b>—</b>	<b>-35</b>	<b>28,157</b>	<b>-377</b>	<b>27,780</b>
<b>Equity at 31.12.2021</b>	<b>80</b>	<b>43,794</b>	<b>313</b>	<b>19</b>	<b>4,394</b>	<b>48,600</b>	<b>1,064</b>	<b>49,664</b>

## Equity attributable to owners of the parent company

Equity attributable to owners of the parent company									
EUR thousand	Share capital	Invested unrestricted equity reserve	Other reserves	Translation differences	Retained earnings	Total equity attributable to owners of the parent company	Non-controlling interest	Total equity	
Equity at 1.1.2020	80	8,290	313	4	-1,324	7,363	-314	7,050	
Profit (loss) for the period	—	—	—	—	2,039	2,039	340	2,379	
Other comprehensive income	—	—	—	—	—	—	—	—	
Translation differences	—	—	—	-367	—	-367	—	-367	
Remeasurements of post-employment benefit obligations	—	—	—	—	-42	-42	—	-42	
<b>Total comprehensive income</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>-367</b>	<b>1,996</b>	<b>1,630</b>	<b>340</b>	<b>1,970</b>	
Transactions with owners:									
Share issue	—	7,312	—	—	—	7,312	—	7,312	
Transactions with non-controlling interests	—	—	—	—	-428	-428	373	-54	
Share of non-controlling interest of joint arrangements	—	—	—	—	—	—	1,369	1,369	
<b>Total transactions with owners</b>	<b>—</b>	<b>7,312</b>	<b>—</b>	<b>—</b>	<b>-428</b>	<b>6,884</b>	<b>1,742</b>	<b>8,626</b>	
<b>Equity at 31.12.2021</b>	<b>80</b>	<b>15,602</b>	<b>313</b>	<b>-363</b>	<b>245</b>	<b>15,877</b>	<b>1,768</b>	<b>17,645</b>	

# Notes to the consolidated interim report

## 1. ACCOUNTING PRINCIPLES

This interim report is in accordance with IAS 34 and has been prepared in accordance with the accounting principles presented in the financial statements for 2020. The adjustments and annual improvement to the IFRS standards which came into force on 1 January 2021 do not have a significant impact on the figures presented.

In April 2021, the IFRS Interpretations Committee issued its final agenda decision on the accounting of configuration and customisation costs in a cloud computing arrangement (IAS 38 Intangible Assets). In this agenda decision, the Interpretations Committee examined whether customers should recognise the configuration and customisation of an application as an intangible asset in accordance with IAS 38, and if an intangible asset is not recognised, how customers should recognise such configuration and customisation costs. The IFRIC agenda decisions do not have a date of entry into force, and are therefore expected to be adopted as soon as possible. Because the Group has cloud computing arrangements in place, it has started an analysis of whether this agenda decision has an impact on the accounting principles applied to the implementation costs of cloud services. The analysis has been conducted during autumn 2021, and its impact has been taken into account retrospectively in the financial statements for 2021. These impacts are shown in greater detail in the notes section under intangible assets. These impacts are not significant.

The information presented in the business review is unaudited. All the figures presented have been rounded. Therefore, the sum of individual figures does not necessarily correspond to the total amount presented.

## 2. CHANGES IN THE GROUP STRUCTURE

Enersense Services Oyj, a subsidiary of Enersense International Plc, acquired an additional stake in Empower SIA, its Latvian subsidiary, through a transaction completed on 1 March 2021.

Empower SIA specialises in the design, construction and maintenance of transmission grids, electric substations and wind farms. Its turnover in 2020 was around EUR 14.2 million (EUR 18.6 million in 2019), and its profit for the 2020 financial period was around EUR 0.5 million (EUR 1.2 million in 2019). The information for 2020 is unaudited. Empower SIA has around 210 employees. Through the transaction, Enersense Services Oy acquired a total of ten shares in Empower SIA, increasing its holding in the company from 49% to 59%. The purchase price of the shares was EUR 0.4 million. The purchase price was paid in cash. The sellers in the transaction are two individuals belonging to Empower SIA's executive management. They will continue to work for the company and will remain minority shareholders in Empower SIA with a 41% holding. The payment for the shares has been recognised as an equity transaction.

The Group sold the entire share capital of Värväämö Oy to Citywork Oy in June 2021. The purchase price for the entire share capital will be at least EUR 2.0 million, but not higher than EUR 3.0 million. The basic purchase price of EUR 0.5 million was paid in June, and this will be adjusted in accordance with the terms and conditions of the contract of sale. The additional purchase price is linked to the EBITDA of Citywork's support and personnel services business for the construction industry in 2022 and 2023. The achievement of the maximum purchase price will also be affected by the turnover of Citywork's construction support and personnel services business and Värväämö in the 2021 financial year. Värväämö was part of the Smart Industry segment.

Enersense Technologies Oy, Liability Act Information Office Finland Oy and Process Communication Finland Oy were merged with Enersense Solutions Oy on 30 April 2021. Nordic Business Partners Oy merged with Enersense Works Oy on 31 August 2021. A branch was established for Enersense Engineering Oy in Italy on 28 September 2021.

Enersense Engineering Oy, a subsidiary of Enersense International Plc, acquired an additional 10% in its subsidiary Enersense HSE Oy through a transaction completed on 11 November 2021. As a result, the parent company ownership increases to 100%.

### Acquisition of Enersense Offshore Oy (former Pori Offshore Constructions Oy)

Through a transaction completed on 4 October 2021, Enersense Works has acquired the entire share capital of Enersense Offshore Ltd. Enersense Works is a subsidiary of Enersense International Plc. Enersense Works belongs to the Smart Industry segment of Enersense. The business operations of Enersense Offshore, a Finnish company, are based on products related to offshore wind power and renewable energy. The company's intellectual property rights and its expertise in implementing complex steel and high-pressure pipeline networks enable Enersense to move up in the value chain for renewable energy production projects, from installation services to comprehensive deliveries. The acquisition will also provide Enersense with new business opportunities in bioenergy and in gas, hydrogen and hydropower projects, for example.

The basic purchase price of the share capital is EUR 1.0. Any additional purchase price will be paid based on the EBITDA of Enersense Offshore for 2022–2025 in accordance with the terms and conditions of the deed of sale. The additional purchase price is estimated to be less than EUR 1.8 million.

The amount of cash flow generated by the acquisition of Enersense Offshore is presented in the table below.

#### EUR thousand

Paid acquisition price	—
Cash and cash equivalent acquired	15
<b>Net of cash acquired</b>	<b>15</b>

The net assets and the goodwill arising from the transaction are presented in the table below.

#### EUR thousand

<b>Assets</b>	
<b>Non-current assets</b>	
Other intangible assets	8,817
Property, plant, equipment	9,964
Investments accounted for using the equity method	—
Other shares and equity interests	—
Non-current trade and other receivables	—
Deferred tax-assets	—
<b>Total non-current assets</b>	<b>18,781</b>
<b>Current assets</b>	
Inventories	382
Trade receivables	318
Other receivables	291
Cash and cash equivalents	15
Total current assets	1,007
<b>Total assets</b>	<b>19,788</b>
<b>Liabilities</b>	
<b>Non-current liabilities</b>	
Borrowings	789
Employee benefit obligations	—
Deferred tax liabilities	1,750
Provisions	119
Total non-current liabilities	2,658
<b>Current liabilities</b>	
Borrowings	2,371
Advances received	1,446

Trade payables	1,570
Other payables	2,196
Current income tax liabilities	—
Provisions	679
Total current liabilities	8,262
<b>Total liabilities</b>	<b>10,920</b>
Total equity and liabilities	8,868
Non-controlling interests	—
Acquisition price	-1,583
Goodwill	-7,285

The fair value of identifiable intangible assets at the time of acquisition was EUR 8.8 million, including EUR 8.8 million in intangible assets based on technology.

The value of the identifiable tangible assets at the time of acquisition was EUR 10.0 million, including EUR 8.0 million in assets related to properties.

The amount of the negative goodwill defined as residual value is EUR 7.3 million. The net amount of the fair values of the acquired assets and liabilities exceeded the acquisition cost. The amounts of assets and liabilities acquired in accordance with IFRS 3 have been reassessed. As the acquisition showed a profit even after the second assessment, it is recognised immediately, because IFRS 3 does not allow negative goodwill to be presented on the balance sheet.

The costs related to the transaction (EUR 0.2 million) are included in other operating expenses in the consolidated income statement and in the net cash flow from operating activities in the cash flow statement.

### 3. Turnover and business areas

#### Turnover by business areas

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
Smart Industry	20,978	25,248	85,499	78,371
Power	13,795	12,214	49,143	18,916
Connectivity	13,189	14,602	45,318	23,419
International Operations	17,993	16,053	58,999	26,754
Items not allocated to business areas	-45	-63	152	—
<b>Total</b>	<b>65,909</b>	<b>68,053</b>	<b>239,110</b>	<b>147,460</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

#### Geographical distribution of turnover by target country

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
Finland	41,791	46,145	177,229	111,671
Other countries	24,117	21,909	61,881	35,789
<b>Total</b>	<b>65,908</b>	<b>68,053</b>	<b>239,110</b>	<b>147,460</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## EBITDA by business area

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
Smart Industry	6,635	1,653	15,388	6,208
Power	-30	829	2,426	1,002
Connectivity	663	879	1,559	1,475
International Operations	302	901	1,672	1,730
Items not allocated to business areas	-1,382	-510	-4,405	-640
<b>Total</b>	<b>6,188</b>	<b>3,751</b>	<b>16,639</b>	<b>9,775</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## Reconciliation of EBITDA to operating profit

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
EBITDA	6,188	3,751	16,639	9,775
Depreciation, amortisation and impairment	-2,141	-2,539	-9,806	-4,995
<b>Total</b>	<b>4,047</b>	<b>1,212</b>	<b>6,834</b>	<b>4,780</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## 4. SHARE ISSUE TO EMPLOYEES (IFRS 2)

In its stock exchange release on 10 June 2021, Enersense announced that its Board of Directors had decided on the detailed terms and schedule of a share issue to employees. The complete terms and conditions of the share issue to employees are provided as an attachment to the stock exchange release. In its stock exchange release on 22 June 2021, Enersense announced that its Board of Directors had approved the subscription of a total of 118,774 new shares through the share issue to employees, with a total subscription price of EUR 972,759.1. The shares subscribed for in the share issue to employees represent 1.0% of all shares and votes in the company before the share issue. A total of no more than 150,000 new shares in the company were offered for subscription in the share issue to employees. The subscription price was EUR 8.2 per share (10% lower than in the public offering).

Of those entitled to a subscription, 9.2% participated in the share issue to employees (207 people out of 2,238). The shares approved in the share issue to employees were entered into the Trade Register on 22 June 2021, and became subject to public trading on the Nasdaq Helsinki on 23 June 2021. Following the registration of the new shares, the total number of shares in Enersense International Plc is 13,397,729. The share issue to employees is treated as an arrangement under IFRS 2. The subscription price paid by the subscribers, EUR 973,000 in total, is recognised in the invested unrestricted equity reserve. The discount granted by the company to the subscribers, EUR 150,000 in total, is recognised in employee benefit expenses and retained earnings.

## 5. PROPERTY, PLANT AND EQUIPMENT

### Sale and leaseback

The Group carried out a car sale and leaseback arrangement in June 2021. A previous item of property, plant and equipment (EUR 5.4 million) was removed from the balance sheet, and a right-of-use asset (EUR 3.4 million) was recognised instead. A lease liability of EUR 3.8 million was recognised on the balance sheet. A capital gain of EUR 0.3 million on the sale and leaseback arrangement was recognised in other operating income in June 2021.

The Group carried out a real estate sale and leaseback arrangement in October 2021. A previous item of property, plant and equipment (EUR 8.0 million) was removed from the balance sheet, and a right-of-

use asset (EUR 3.7 million) was recognised instead. A lease liability of EUR 3.8 million was recognised on the balance sheet. No capital gain was recognized from the sale and leaseback arrangement.

EUR thousand	Land areas	Buildings and structures	Machinery and equipment	Other tangible assets	Prepayments and construction in progress	Total
<b>2021</b>						
<b>Acquisition 1 Jan</b>	<b>143</b>	<b>8,861</b>	<b>13,810</b>	<b>294</b>	<b>69</b>	<b>23,177</b>
Business combinations	3,763	3,763	2,014	308	116	9,964
Increases	9	6,571	6,727	38	97	13,442
Divestments in subsidiaries	—	—	-108	-2	—	-109
Decreases	-3,556	-4,295	-5,863	-366	-180	-14,259
Transfers between items	—	11	—	—	—	11
Exchange rate differences	—	—	—	—	—	—
<b>Acquisition cost 31 Dec</b>	<b>359</b>	<b>14,910</b>	<b>16,580</b>	<b>273</b>	<b>102</b>	<b>32,225</b>
<b>Accumulated depreciation and impairment 1 Jan</b>	<b>-5</b>	<b>-2,183</b>	<b>-2,191</b>	<b>-14</b>	<b>—</b>	<b>-4,393</b>
Depreciation	-12	-2,814	-3,285	-119	—	-6,230
Decreases	—	—	83	53	—	137
Impairment	—	-7	-25	—	—	-33
Transfers between items	—	—	—	—	—	—
Exchange rate differences	—	—	—	—	—	—
<b>Accumulated depreciation and impairment 31 Dec</b>	<b>-17</b>	<b>-5,004</b>	<b>-5,418</b>	<b>-80</b>	<b>—</b>	<b>-10,519</b>
<b>Book value 1 Jan</b>	<b>126</b>	<b>3,857</b>	<b>8,392</b>	<b>214</b>	<b>69</b>	<b>12,658</b>
<b>Book value 31 Dec</b>	<b>342</b>	<b>9,906</b>	<b>11,163</b>	<b>193</b>	<b>102</b>	<b>21,705</b>

EUR thousand	Land areas	Buildings and structures	Machinery and equipment	Other tangible assets	Prepayments and construction in progress	Total
<b>2020</b>						
<b>Acquisition 1 Jan</b>	<b>5</b>	<b>2,349</b>	<b>1,417</b>	<b>2</b>	<b>—</b>	<b>3,773</b>
Business combinations	138	5,545	11,511	354	178	17,727
Increases	—	906	1,045	9	3	1,963
Decreases	—	—	-333	-71	-106	-510
Transfers between items	—	60	169	—	-5	224
Exchange rate differences	—	—	—	—	—	—
Acquisition cost 31 Dec	143	8,861	13,810	294	69	23,177
<b>Accumulated depreciation and impairment 1 Jan</b>	<b>—</b>	<b>-603</b>	<b>-545</b>	<b>—</b>	<b>—</b>	<b>-1,148</b>
<b>Depreciation</b>	<b>-5</b>	<b>-1,580</b>	<b>-1,674</b>	<b>-78</b>	<b>—</b>	<b>-3,337</b>
Decreases	—	—	260	64	—	324
Impairment	—	—	-49	—	—	-49
Transfers between items	—	—	-183	—	—	-183
Exchange rate differences	—	—	—	—	—	—
Accumulated depreciation and impairment 31 Dec	-5	-2,183	-2,191	-14	—	-4,393
<b>Book value 1 Jan</b>	<b>5</b>	<b>1,746</b>	<b>872</b>	<b>2</b>	<b>—</b>	<b>2,625</b>
<b>Book value 31 Dec</b>	<b>138</b>	<b>6,679</b>	<b>11,619</b>	<b>280</b>	<b>69</b>	<b>18,784</b>

## 6. SHARE ISSUES

### Directed share issue

Enersense's Board of Directors decided on 15 March 2021 to execute a share issue, with 2,075,000 new shares directed to Nidoco AB, a wholly owned subsidiary of Virala Oy Ab. Nidoco AB has subscribed to all the offered shares in the company, and its Board of Directors has approved the subscriptions. The share issue was executed based on the authorisation granted by the Annual General Meeting on 6 April 2020. Through the share issue, the company raised around EUR 15.0 million in gross assets before fees and expenses. The number of shares in the company increased by 2,075,000 to a total of 11,622,729 shares. The shares offered through the share issue represented around 21.7% of all shares in the company before the issue, and around 17.9% of all shares in the company following the issue. The subscription price was EUR 7.2 per share, which was around 5.5% lower than the volume weighted average price for the period between the publication of the financial statements bulletin and the share issue (26 February to 12 March 2021), and around 11.8% lower than the closing price on the trading day immediately preceding the share issue (12 March 2021).

The subscription price was paid on 15 March 2021 in accordance with the terms and conditions of the share issue, and was recognised in full in the company's invested unrestricted equity reserve. A total of 2,075,000 new shares were subscribed for in the directed share issue. The total number of shares in Enersense was 11,622,729 following the registration of the new shares.

### List transfer

On 19 March 2021, the Board of Directors of Enersense decided on the implementation of a directed share issue in connection with the company's list transfer. The final subscription price of the shares offered was EUR 9.1 per share in the institutional offering and public offering, and 10% lower in the share issue to employees, at EUR 8.2 per share. Enersense issued 1,775,000 new shares in the company, which corresponded to around 13.2% of the total number of its outstanding shares following the share issue. The company raised EUR 16.0 million through the share issue, and the expenses related to the share issue amounted to EUR 2.8 million. The subscription price and the expenses related to the share issue were recognised in full in the company's invested unrestricted equity reserve.

The total number of shares in the company increased to 13,397,729 following the entry of the new shares offered in the share issue into the Trade Register. The company gained more than 2,000 new shareholders through the share issue.

## 7. FINANCIAL ASSETS AND LIABILITIES BY MEASUREMENT CATEGORY

Financial assets	31 December 2021		31 December 2020	
	At amortised cost	At fair value through profit or loss	At amortised cost	At fair value through profit or loss
<b>Non-current</b>				
Loan receivables	150	—	150	—
Pledged account	875	—	600	—
Other receivables	1,500	—	—	—
Trade receivables	552	—	62	—
<b>Total non-current assets</b>	<b>3,077</b>	<b>—</b>	<b>812</b>	<b>—</b>
<b>Current assets</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>
Trade receivables	18,064	—	19,631	—
Factored trade receivables - pledged as collateral for financial loans	—	—	2,230	—
Factored trade receivables - derecognised on the balance sheet	—	—	—	2,323
Other financial assets	4,076	—	1,539	—
Cash and cash equivalents	29,166	—	17,694	—
<b>Total current assets</b>	<b>51,306</b>	<b>—</b>	<b>41,093</b>	<b>2,323</b>
<b>Total assets</b>	<b>54,383</b>	<b>—</b>	<b>41,906</b>	<b>2,323</b>
<b>Financial liabilities Long-term liabilities</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>
Loans	10,095	—	9,233	—
Trade payables	5	—	6	—
<b>Total non-current liabilities</b>	<b>10,099</b>	<b>—</b>	<b>9,239</b>	<b>—</b>
<b>Current liabilities</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>
Loans	3,072	—	17,697	—
Trade payables	21,813	—	18,964	—
<b>Total current liabilities</b>	<b>24,885</b>	<b>—</b>	<b>36,661</b>	<b>—</b>
<b>Total liabilities</b>	<b>34,984</b>	<b>—</b>	<b>45,900</b>	<b>—</b>

### New financing arrangement

On 4 May 2021, the company announced that it had completed negotiations on the financing of its operations. The company's new financing package consists of two senior loans and several bank guarantee and invoice financing facilities. The funding is used for operational development and working capital management. The senior loans and bank guarantees negotiated as part of the new financing are available to Enersense as long as the standard preconditions for their use are met.

The company will replace its EUR 12.7 million short term financial facilities with two senior loans as part of the new financing, totalling EUR 12.0 million. Each loan amounts to EUR 6.0 million and will mature in 2026. In addition, Enersense will replace some of its earlier bank guarantee facilities with new bank guarantee facilities negotiated as part of its new financing. Enersense will have access to a total of EUR 36.9 million in bank guarantee facilities. The total amount of the new bank guarantee facilities negotiated as part of the new financing is EUR 20.0 million.

The company will also have access to invoice financing facilities totalling EUR 38.5 million. The new facilities account for EUR 27.0 million of the total.

## 8. RELATED PARTY TRANSACTIONS

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
Sales of goods and services	—	2	23	2
Purchases of goods and services	37	-212	258	-468
Interest income	—	64	—	64

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## 9. CONTINGENT LIABILITIES, ASSETS AND COMMITMENTS

EUR thousand	31.12.2021	31.12.2020
<b>Guarantees</b>		
Company mortgages	584,800	606,000
Real estate mortgages	7,200	3,600
Contract and delivery guarantees	35,354	12,651
Bank guarantees	185	2,038
Other guarantees	20	95
<b>Pledged assets</b>		
For own commitments	61,782	100,079

Enersense has pledged shares in its subsidiaries as collateral for its loans.

Contract, delivery and bank guarantees mainly consist of guarantees provided by Enersense to its customers as collateral for projects.

## 10. RECONCILIATION OF ALTERNATIVE PERFORMANCE MEASURES

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
<b>Adjusted EBITDA</b>				
Operating profit (loss)	4,047	1,213	6,834	4,780
Depreciation, amortisation and impairment	2,141	2,539	9,806	4,995
<b>EBITDA</b>	<b>6,188</b>	<b>3,751</b>	<b>16,639</b>	<b>9,775</b>
Differences affecting comparability	1,337	1,416	2,592	1,735
<b>Adjusted EBITDA</b>	<b>7,526</b>	<b>5,167</b>	<b>19,231</b>	<b>11,510</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

EUR thousand	10-12/2021	10-12/2020	1-12/2021	1-12/2020
<b>Adjusted EBIT</b>				
Operating profit (loss)	4,047	1,213	6,834	4,780
Differences affecting comparability	1,337	1,416	2,592	1,735
Amortisation of intangible assets related to acquisitions	241	576	1,520	959
<b>Adjusted EBIT</b>	<b>5,626</b>	<b>3,205</b>	<b>10,945</b>	<b>7,474</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

EUR thousand	10–12/2021	10–12/2020	1–12/2021	1–12/2020
<b>Items affecting comparability</b>				
+ Items outside the ordinary course of business	1,355	1,706	2,814	2,031
Gains (-) / losses (+) from the sale of fixed assets	-18	-296	-222	-296
<b>Total extraordinary items affecting the adjusted EBITDA</b>	<b>1,337</b>	<b>1,410</b>	<b>2,592</b>	<b>1,735</b>
Extraordinary item affecting the adjusted EBITDA	241	576	1,520	959
<b>Total extraordinary items affecting the adjusted operating profit</b>	<b>1,579</b>	<b>1,986</b>	<b>4,112</b>	<b>2,694</b>

The figures concerning the business operations that were transferred to Enersense through the Empower acquisition are included in the Group's figures from August 2020.

## 11. EVENTS AFTER THE REPORTING PERIOD

31 January Enersense announced, with the progress of its investment and partnership arrangement with P2X, that the amount of its investment has been confirmed and will be EUR 13 million if the arrangement is implemented. The arrangement is expected to be completed during February 2022.

31 January Enersense's Board of Directors decided on a directed share issue of 2,598,331 new shares in Enersense in connection with the Megatuuli acquisition.

1 February The company completed the acquisition of Megatuuli, and the new shares in Enersense were entered in the Trade Register. Following this, the total number of shares is 15,996,060.

3 February Enersense announced that the wind farm projects developed by Enersense's subsidiary Megatuuli Oy and its partner are progressing, and that Megatuuli has agreed on a fee to be paid in instalments under the development cooperation agreement between 2022 and 2025.

14 February Enersense completed the investment in P2X Solutions Oy.

The EUR 0.5 million investment in the associated company Yrittäjän Voima Oy contains uncertainty. The investment will be reviewed in the first quarter of the financial year 2022 and a write-down will be made if necessary. Ownership is indirectly linked to the Fennovoima project and the project risk has been found to be significant.

## 12. CALCULATION PRINCIPLES FOR KEY PERFORMANCE INDICATORS

<b>EBITDA</b>	=	Operating profit + depreciation, amortisation and impairment
<b>EBITDA, % of turnover</b>	=	EBITDA / turnover x 100
<b>Adjusted EBITDA</b>	=	EBITDA + items affecting comparability
<b>Adjusted EBITDA (%)</b>	=	Adjusted EBITDA / turnover x 100
<b>Operating profit (EBIT)</b>	=	Turnover + other operating income – materials and services – personnel expenses – other operating expenses + share of the result of associates – depreciation and impairment
<b>EBIT, % of turnover</b>	=	Operating profit / turnover x 100
<b>Adjusted EBIT</b>	=	Operating profit + items affecting comparability + amortisation of intangible assets related to acquisitions
<b>Adjusted EBIT (%)</b>	=	Adjusted operating profit / turnover x 100
<b>Profit (loss) for the period, % of turnover</b>	=	Profit (loss) for the period / turnover x 100
<b>Equity ratio</b>	=	Equity / balance sheet total – advances received x 100
<b>Gearing</b>	=	Interest-bearing debt – cash in hand and at bank / equity x 100
<b>Return on equity (%)</b>	=	Profit for the period / average equity during the review period x 100
<b>Earnings per share (EUR)</b>	=	Profit for the period / average number of shares
<b>Average cost per share</b>	=	Total share turnover in euros / the issue-adjusted number of shares exchanged during the financial year
<b>The market value of the share capital</b>	=	(number of shares – own shares) x stock exchange rate on the closing date
<b>Share trading</b>	=	The number of shares traded during the financial year
<b>Turnover (%)</b>	=	Share trading (pcs) x 100 / The average number of shares issued during the period



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