

1 MAY 2024–30 APRIL 2025

**2024  
2025**

# Annual & Sustainability Report



# 2024 2025

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\*The Corporate Governance Report is included as part of the Group's Directors' Report.  
\*\*The scope of the sustainability report as defined in the Swedish Annual Accounts Act is described on page 107.



# Clean and healthy indoor air

Systemair offers the market's broadest range of energy-efficient fans and air handling units, as well as air distribution products, air conditioning products and air curtains for all types of premises. Our solutions are customisable and easy to select, install and use.

## About Systemair

Systemair was founded in 1974 by Chairman of the Board Gerald Engström, was listed on the stock exchange in 2007 and has been quoted in Nasdaq Stockholm's Large Cap segment for the past three years. Systemair has 26 modern, well-invested production facilities, all characterised by efficient, improvement-focused and safe production. The Company's registered office and headquarters are in Skinnskatteberg, Sweden.

The Group's 6,700 employees are the driving force behind some 90 operating companies conducting business in 51 countries in Europe, North America, the Middle East, Asia, Australia and Africa. The Company's products and solutions are marketed under the Systemair, Frico, Fantech and Menerga brands.

## Our values

Systemair's fundamental values – prioritise, simplify and trust – shape our corporate climate and guide us when making decisions, wherever in the world we work. They guide us in how we, as employees, should conduct ourselves in our day-to-day work, both towards each other and towards our customers and stakeholders.

## Improving air quality

Systemair products improve people's well-being by creating healthy indoor environments with high air quality. These products have a positive impact in five areas:

### Health

Efficient ventilation systems provide a healthy indoor climate wherever you are.

### Environmental

Energy-efficient ventilation systems need less energy, resulting in lower carbon dioxide emissions.

### Economic

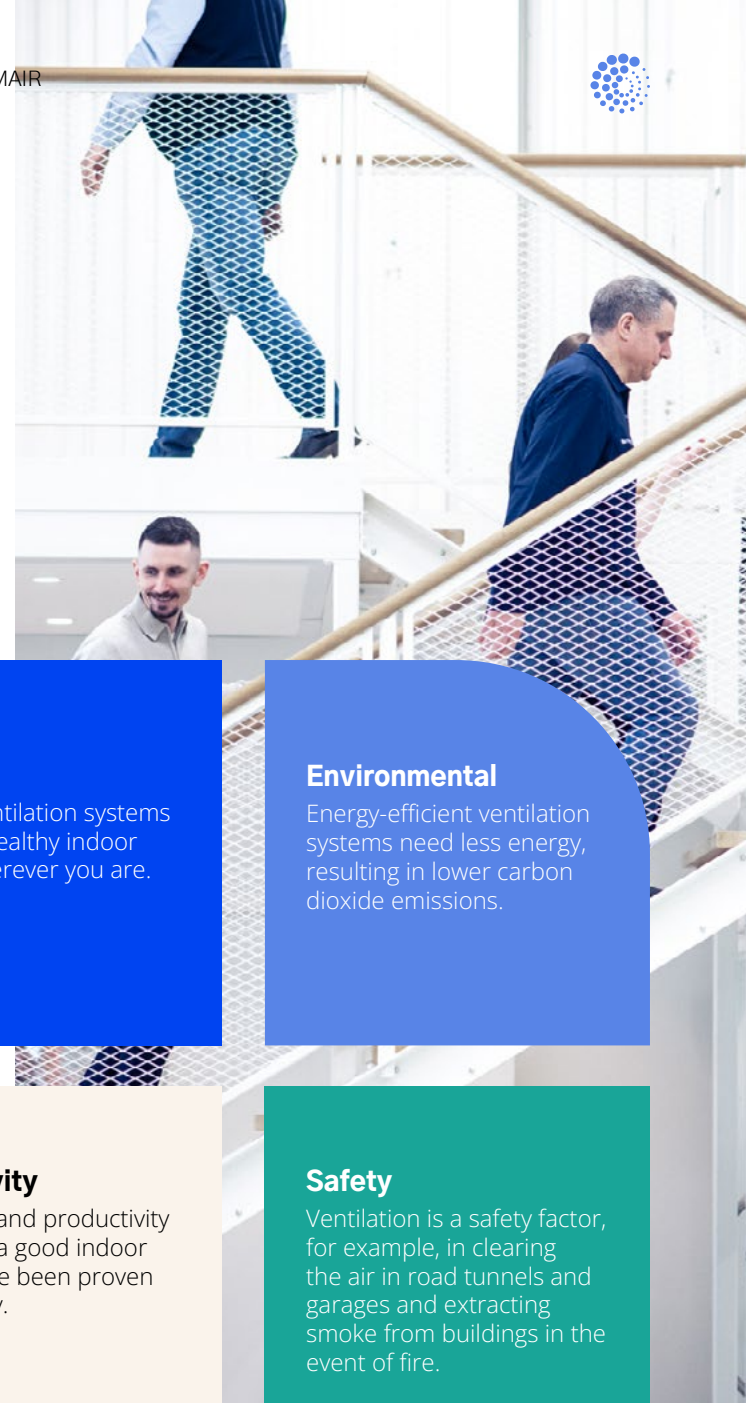
Ventilation systems based on energy recovery reduce heating and cooling costs.

### Productivity

The health and productivity benefits of a good indoor climate have been proven scientifically.

### Safety

Ventilation is a safety factor, for example, in clearing the air in road tunnels and garages and extracting smoke from buildings in the event of fire.





# The Year in Brief

A year of increased growth, improved profitability and reduced debt. These results pave the way for new development opportunities in a market with good growth potential, driven by energy savings and a continued focus on improving the indoor climate.

Key Performance Measures		2024/25	2023/24	2022/23	2021/22	2020/21
Net sales	SEK m.	12,301.5	12,256.6	12,057.9	9,634.5	8,519.2
Organic growth	%	2.0	4.1	15.9	12.7	2.1
Operating profit/loss	SEK m.	1,100.4	963.0	1,401.4	769.8	676.7
Operating margin	%	8.9	7.9	11.6	8.0	7.9
Adjusted operating margin	%	9.1	8.8	9.2	8.5	8.5
Profit margin	%	7.7	7.1	10.7	7.7	6.6
Adjusted profit margin	%	7.9	8.0	8.3	8.2	7.2
Return on capital employed	%	14.8	14.2	20.1	14.5	13.1
Adjusted return on capital employed	%	15.1	15.6	16.2	15.4	13.2
Earnings per share (basic)	SEK	3.27	3.10	5.00	2.61	1.95
Earnings per share (diluted)	SEK	3.27	3.10	5.00	2.61	1.95
Adjusted earnings per share (basic)	SEK	3.39	3.68	3.58	2.86	2.18
Adjusted earnings per share (diluted)	SEK	3.39	3.68	3.58	2.86	2.41
Equity per share (basic)	SEK	27.70	27.14	25.32	18.34	15.89
Equity per share (diluted)	SEK	27.67	27.13	25.31	18.34	15.89
Equity/assets ratio	%	61.5	57.7	54.7	45.5	47.9
Dividend per share <sup>1</sup>	SEK	1.35	1.20	1.10	0.90	0.75
Number of employees at end of period		6,729	6,616	6,587	6,660	6,380

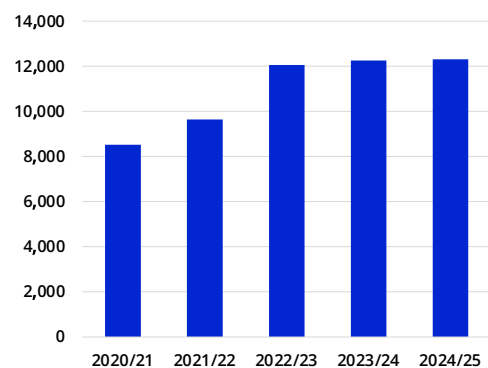
<sup>1</sup> The Board proposes that the Annual General Meeting, to be held on 28 August 2025, approve a dividend of SEK 1.35 (1.20) per share.



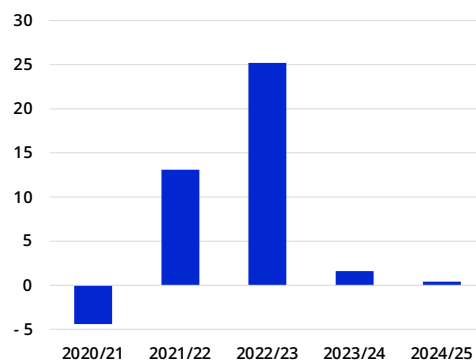




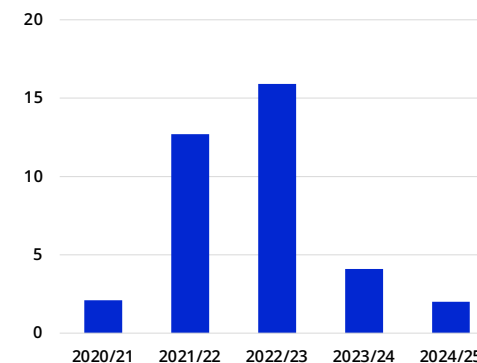
Net sales, SEK m.



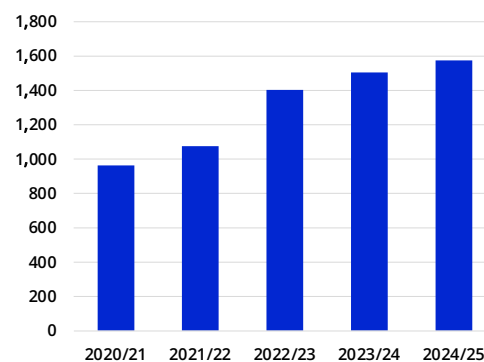
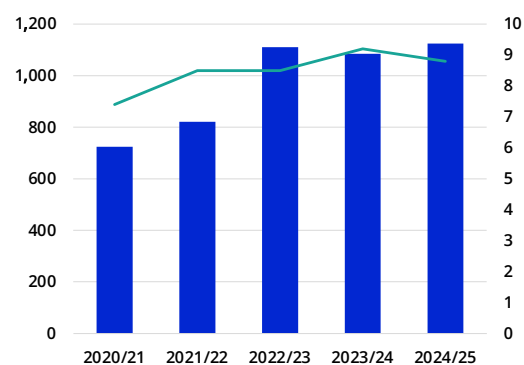
Sales growth, %



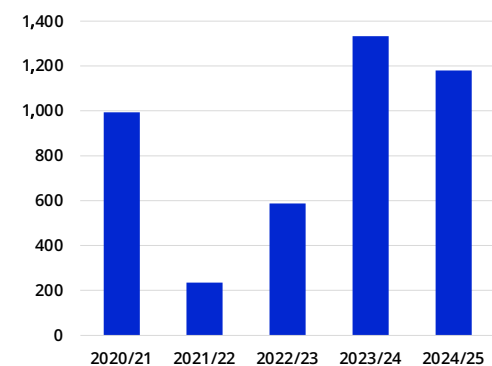
Organic growth, %



Adjusted EBITDA, SEK m.

Adjusted operating profit, SEK m.  
Adjusted operating margin, %

Cash flow from operating activities, SEK m.





ROLAND KASPER, CEO, SYSTEMAIR

# Continued growth in challenging times

The highlights of the year include strategic investments and directives that strengthen Systemair's position as an industry leader.

## An industry of the future

The ventilation industry continued to show cautious growth during the year. This was reflected in Systemair's sales of SEK 12.3 billion, an organic increase of 2.0 percent from the previous year, while our adjusted operating profit was SEK 1,125 million.

In 2024, an updated version of the EU's Energy Performance of Buildings Directive was launched, requiring not only the disclosure and improvement of the energy performance of buildings and their future potential, but also of the quality of indoor air and actions to improve it in construction projects. This will bring a more intense focus on and demand for efficient air treatment products, which in turn will work in Systemair's favour. The effects of the new directive will emerge in future projects, providing an assurance of further positive growth in building ventilation in Europe.

## Long-term investments

In view of the future need for energy-efficient ventilation solutions, we made many forward-looking investments during the year to meet market demand for our products. In addition to investments in machinery in Canada and Spain, a new 16,000 square metre building was completed in Lithuania, doubling the production area in Ukmerge.

This facility manufactures residential ventilation products and air handling units for commercial environments. The expansion will not only create space for more production, but also for a larger development department with advanced measuring equipment and test facilities for future products.

In June, the relocation of Menegas' production to our facility in Maribor, Slovenia, was completed, along with various machinery and production upgrades. This offers increased efficiency and opportunity, as new technologies and exciting developments on the new platform will give us better competitive products.

## Expansion in several markets

In Asia, Phem Engineering, Malaysia, was acquired early in the year. Rapid integration of the company, and the excellent local cooperation with our existing organisation, provides a very good base for growing our business in the region at a rapid pace, while exports to the ASEAN market, plus Australia and New Zealand, offer great potential in the future.

In Saudi Arabia, with the aid of our regional headquarters in Riyadh, we established a small local production facility making fans. This was to meet an increased demand for "Made in Saudi Arabia" products, opening the door to larger projects in an expansive market.





Systemair's strong growth in India has led to capacity constraints. This was resolved in March by relocating our Hyderabad facility to a new, substantially larger factory measuring around 20,000 square metres. The facility was completed by our local organisation in record time. Now, with our three major facilities in India, we can continue to take a share of an expanding market and grow our organisation locally.

### New solutions launched

Systemair has always been highly active at the major international trade fairs. The year's ISH, the largest trade fair for the ventilation industry in Europe, broke attendance records with 166,000 attending. Systemair showcased new, exciting products, including our new high-efficiency AXC axial fan and the acclaimed integrated heat pump solutions for Geniox and Topvex units incorporating environmentally friendly refrigerants. At the same stand, Menerga presented its new air handling unit for swimming pool ventilation integrating a heat pump solution with a GWP value of 1, i.e. a natural refrigerant!

### Systemair celebrated 50 years

In 2024, Systemair celebrated 50 years as a company. This important milestone was recognised during a celebratory evening in Västerås with our founder and Board Chairman, Gerald Engström. The event was attended by 600 employees. During the year, our German subsidiary, Systemair GmbH, in Windischbuch, also celebrated an anniversary, its 30th. The celebrations coincided with the opening of a 4,500 square metre extension and an open house event for over 4,000 guests.

**Roland Kasper**  
President and CEO

”

**Stricter EU energy requirements are driving up the need for efficient air treatment products**

**2.0%**

organic growth, net sales of SEK 12.3bn



**SEK 1,125 million**

Adjusted operating profit





## APPLICATIONS

# Air that improves the quality of life

Good air quality contributes to better health and an improved quality of life. Systemair products create a healthy and safe indoor climate wherever we are in everyday life, at home, in the office, in industrial environments and in hospitals. They also help to reduce energy use, which results in lower carbon dioxide emissions – better for you and for the environment.

## Offices and public spaces

Clean air and a comfortable temperature are important in terms of our well-being and ability to perform. With spreading urbanisation, the demand for air conditioning is growing. Our air handling units deliver a well-balanced, energy-efficient indoor climate in offices, shopping centres and various public spaces. We also offer fire-rated fans, exhaust fans and other efficient system solutions.

## Industrial and workshop premises

Good air quality and proper temperature control for different working areas and production processes contribute to a healthy working environment in both industrial and workshop premises. Our air handling units perform well in harsh conditions, increasing workplace safety, well-being and productivity.



Clean and fresh air  
for a better quality of  
everyday life

Energy-efficient solutions  
for lower carbon dioxide  
emissions







## Infrastructure and transport

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Ventilation is an important tool for taking care of exhaust fumes and other pollutants. Systemair tunnel fans are reliable, safe to maintain and meet all fire, safety and energy requirements. Our fire gas fans for multi-storey car parks, for example, control levels of carbon dioxide in the air, extract dangerous fumes in the event of a fire – and deliver energy savings in day-to-day operations.

## Residential buildings

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We offer turnkey solutions for residential ventilation, from detached houses to large apartment blocks. Our residential units offer balanced ventilation and heat exchangers that are quiet, efficient and take up little space. All units can also be supplied with advanced, connectable controllers to control airflow and temperature in different rooms.

## Hospitals

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Hospitals are environments with particularly high demands as to air quality, temperature and hygiene. Our products and solutions ensure optimal indoor air quality, thanks to the right combination of the ventilation system, hygiene-certified units and high-efficiency filters for operating theatres and the like.

## Schools

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Ventilation systems have come to play an increasingly important role in schools and public buildings. Our comprehensive product range allows us to offer the optimal solution for a healthy indoor climate, helping to boost the performance, learning and well-being of both students and teachers.

## Hotels and hospitality

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Fresh air and a perfectly tempered indoor climate can enhance an experience. Our quiet, well-designed and energy-efficient ventilation solutions are neither seen nor heard, providing the best and healthiest possible experience to guests during their stay.

## Data centres

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Air handling units and cooling systems are crucial in terms of operating costs at data centres. Our wide range of products offers an optimal and energy-efficient solution. Also, in our specialised laboratories, we can test the devices adapted for data centres under thermal stress and in challenging conditions.



STRATEGY AND VALUE CREATION

# Drivers and trends that are making us stronger

Trends such as shifting demographics, sustainability and digitalisation are creating strong driving forces for energy efficiency and better indoor air quality through ventilation solutions.



**Demand for a modern healthcare service**



**Focus on better indoor air quality**



**Smart buildings**



**Conversion of fossil-fuelled heating sources**



**Government climate incentives**



**Growing demand for data storage**



# Trends that are shaping the ventilation industry

Overall trends feed through into industry-specific trends that Systemair takes into account in its strategy and execution.



## Transparency in the supply chain

Honest, transparent action and traceability throughout the supply chain is becoming a must in terms of satisfying the requirements of legislation and demands from customers.



## Consolidation of the industry

More advanced product solutions, higher energy efficiency requirements, simple installation and reliable operation are factors contributing to the consolidation of the ventilation sector.



## Smart control systems

Advanced control systems that are compatible with major system landscapes are creating even greater efficiency and extending the service life of products.



## Regionalisation

Changing customer needs are demanding regionally adapted product offerings, combined with a global presence for support and delivery.



## Circular economy

Resource efficiency and operational optimisation are creating a growing market for servicing and upgrading of installed products.







# Strategic priorities



## Attractive offering built on standardised platforms

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We offer a wide range of quality products based on standardised platforms, with energy efficiency and improved air quality as our guiding principles. These products enable connected and smart solutions.

## Sustainable and future-proof business

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We take the whole life cycle into account to increase resource efficiency and reduce the carbon footprint in the creation of increasingly sustainable products. Our servicing business serves to optimise operational performance of products and to promote long-term sustainability.

## Efficient business setup with continuous improvement

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We continuously grow our profitability through economies of scale and efficient product development centred on standardisation. We maintain a strong local presence with decentralised decision-making. The organisation is strengthened by shared values, processes and systems.

## Develop people and strong relations

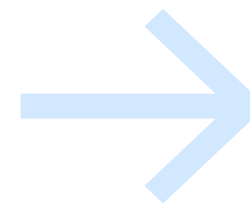
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We provide an attractive workplace with an inclusive culture that promotes people development and entrepreneurship. This helps us build strong relationships, internally and externally, based on expertise and trust.

## Strong position benefiting from structural growth

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We have a global and diversified customer base, providing us with stable and robust foundation for profitable growth and an active acquisition agenda. Systemair is our main brand and other brands are used only when offering a clear business benefit.







# Financial targets

	Growth	Profitability	Financial position	Share dividend
Goal	<b>10%</b> Average annual growth in sales over a business cycle should be no less than 10 percent.	<b>10%</b> The average operating margin over a business cycle should be no less than 10 percent.	<b>30%</b> The Group's equity/assets ratio should not fall below 30 percent.	<b>40%</b> In view of Systemair's ambitions for growth, the target for dividend is set at around 40 percent of the Company's profit after tax.
Goal attainment	Organic growth, % 	Adjusted operating margin, % 	Equity/assets ratio, % 	The Board proposes that the Annual General Meeting, to be held on 28 August 2025, approve a dividend of SEK 1.35 (1.20) per share. Excluding shares currently held in treasury by the Company, this represents a total dividend payout of SEK 280.4 million (249.6). The proposed dividend corresponds to 41.3 percent of net consolidated profit.
Comments	The target refers to both organic growth and acquisitions. Sales growth has averaged 7.9 percent annually over the past ten years. Growth is to be achieved via product development and increased market shares, as well as by expansion of the product range through acquisitions or start-ups.	Over the past ten years the operating margin has averaged 7.5 percent and over the past five years 8.9 percent. In the Company's view, the restructuring measures implemented during the year, the existing structure and the product programme overall offer good prospects for achieving this target.	The Group's financial position is sound, with an equity/assets ratio of 61.5 percent on 30 April 2025. The Company continually assesses opportunities for strategic acquisitions and our financial position allows scope for continued acquisitions and investments.	

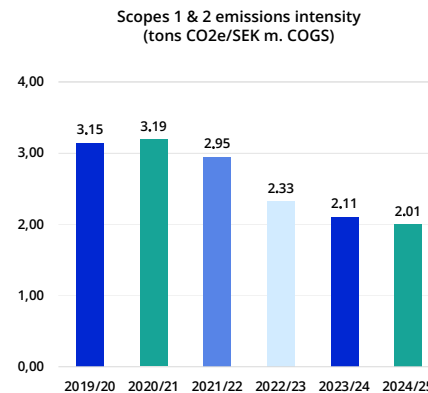


# Sustainability targets

Systemair has three prioritised sustainability targets that are also reported on quarterly. Two of the three targets were achieved in 2024/25. For more on Systemair's other sustainability targets, see pages 27, 29, 31 and 33.

## 50%

Reduced Scopes 1 and 2 emissions by 2030/31



Systemair aims to halve its emissions intensity by 2030/31, from a base year of 2019/20. Intensity is calculated by dividing total emissions by the cost of goods sold (COGS). Scope 2 emissions are calculated using the market-based approach.

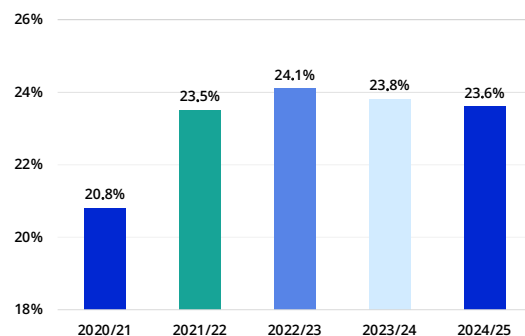
In 2024/25, the outcome was 2.01 t.CO<sub>2</sub>e/SEK m., an overall reduction of 36 percent from the base year 2019/20 and exceeding the target for the year. Absolute emissions fell by eight percent over the year. The reduction was achieved mainly through energy efficiency improvements, production optimisation and investments in solar panel installations. Our solar panels generated 2,837,000 kWh during the year, resulting in reductions of 1,050 tonnes of CO<sub>2</sub> in emissions.

In the fourth quarter of 2024/25, Systemair's absolute targets for emissions were approved by the Science Based Targets initiative (SBTi). Targets are set for both the short and long term Scopes 1, 2 and 3 emissions. They are described on pages 31 and 33.



# 25%

female leaders by 2025/26

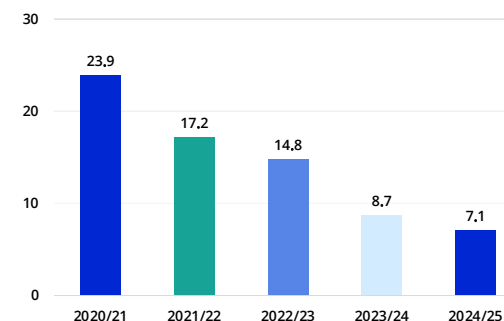


Increasing the representation of female leaders is a prioritised target. The aim is that by 2025/26 women will make up at least 25 percent of Systemair's leaders. Leaders are defined as those who are members of a local management team and/or who are in roles with directly reporting employees. At year-end, the proportion of female leaders was 23.6 percent, 0.2 percentage points lower than at the end of 2023/24.

Systemair is working on a number of actions to achieve long-term positive developments. During the year, the largest of Systemair's subsidiaries developed local activity plans aimed at establishing dedicated initiatives to create better conditions for increasing numbers of female leaders in the future.

# -15%

work-related injuries leading to sickness absence



Systemair endeavours to prevent the occurrence of work-related injuries, especially those leading to sickness absence. The aim is to reduce work-related injuries resulting in sickness absence by 15 percent per year, as measured by the Lost Time Injury Frequency Rate (LTIFR).

The outcome for 2024/25 was 7.1, a 19 percent reduction compared with the outcome for 2023/24. As a result, the target was exceeded and the satisfactory trend thus far continues. The reduction arises from a closer focus on monitoring, together with a systematic training programme and investment in safety equipment.



# Value creation at Systemair

Systemair's business model is based on a comprehensive offering centred on high-quality ventilation products, with a focus on standardisation, delivery reliability and availability. We put our customers' needs first and are committed to sustainability and working responsibly in every part of the value chain.

Against that background, Systemair places great emphasis on offering energy-efficient products that lower energy demand in buildings. This is where our products have the greatest impact, as buildings account for more than 40 percent of global energy demand, most of which comes from the operations of buildings. At the same time, our products help improve indoor air quality, which several studies show has an impact on our health and well-being – especially given that we spend an average of 90 percent of our time indoors.



## IAQ



Indoor Air Quality (IAQ) is a term commonly used to describe the quality of indoor air.

## kWh



Energy demand in a building, expressed as kilowatt hours (kWh), has a direct correlation with carbon dioxide emissions.





### Design and product development

Product development at Systemair is conducted with the focus on sustainability, for example by choosing the right materials and creating energy-efficient solutions providing for simple maintenance.



### Resource use optimisation

We strive to ensure that every stage of a product's life cycle is as resource-efficient as possible.



### Purchasing

We ensure responsible sourcing by setting requirements for and by working closely with our suppliers.



### Servicing

Our products should be easy to maintain, upgrade and repair for a longer service life and optimised operation.



### Manufacturing

Systemair focuses on safety and continuously optimises its supply chain to maintain its efficiency and reliability.



### Operation

Our products are reliable, energy-efficient and play an important role in reducing energy demand while improving indoor air quality.



### Triple effect during operations

Lower total cost of ownership, better indoor climate and reduced emissions for our customers. Many of our products have a long service life, so it is natural that our value creation is at its highest while they are in operation.

## We take the whole value chain into account

The principal constituents of Systemair's value chain are suppliers, our own operations and those who buy and use our products. Today, every part of the value chain is subject to ever more exacting demands in terms of environmental, social and business ethics issues.

These demands are shaping the future needs of the market and customers. We are actively working to respond to these needs, to consolidate our position over the long term and meet the demands of tomorrow. Resource efficiency is an important element of this work. We analyse everything, from material selection, production processes and modes of transport, to how the product will be used, maintained and optimised in operation, so we can reduce the volume of resources used, and our burden on the environment and the climate.

## Value created

### For owners

- Profit for the year with net margin of 5.6 percent

### For suppliers and financiers

- Punctual payments to suppliers
- Stable business model with growing volumes

### For customers

- Energy-efficient products and solutions
- High availability and delivery reliability
- Ethical and responsible partner

### For society

- Tax revenues and job opportunities
- Reduced carbon dioxide emissions equivalent to around 520,000 tons
- Improved well-being through a healthy indoor climate

### For employees

- Safe working environment and good conditions
- 56,500 hours of training



## 01 A growing industry

Growing demand in residential and other buildings on a global level is also driving up demand for good ventilation, fresh air and energy efficiency. In Europe, millions of buildings need to be renovated if global climate targets are to be achieved by 2030. In addition, wide-ranging programmes are in progress to improve ventilation and heating efficiency in homes and public buildings in many countries around the world, using new air handling units and heat pumps.

## 02 Rising sales and profits

Systemair has a well-proven business concept and business model, which has enabled the Company to steadily increase sales and profit. A large share of our profits go to investments in the future in the form of expanded production development, sustainability initiatives and strategic acquisitions.

## 03 Market leader in Europe

Systemair is Europe's largest supplier of ventilation products thanks to organic growth and strong product development, but also acquisitions. The market is consolidating and Systemair is working to an explicit investment and acquisition strategy to assure continued growth.

## 04 Sustainability driving development

Systemair's ventilation solutions are energy- and cost-efficient and help to lower carbon dioxide emissions. Our responsible and comprehensive work in sustainability supports Agenda 2030 and 10 of the 17 UN Sustainable Development Goals. The Company also has approved emission targets from the Science Based Targets initiative (SBTi).

## 05 Diversified risk

Systemair is a global company with sales subsidiaries in 51 countries, 26 production facilities in 18 countries and exports to more than 135 countries. This enables the Company to minimise the risks that may arise in certain locations or markets. In addition, the Group's governance and controls help in identifying and managing risks and opportunities.

# Five reasons for investing in Systemair

An investment in Systemair shares is an investment in Europe's largest supplier of ventilation products, with the most comprehensive product range on the market. We offer strong, stable growth and are continuously investing for the future. Our market prospects are good, driven by trends such as energy efficiency, sustainability, digitalisation and urbanisation.





# The share and shareholders

## The Systemair share

The Company's shares have been quoted on the Nasdaq OMX Nordic Exchange since 12 October 2007. The initial offer price was SEK 78 per share (before the 4-for-1 share split in 2021/22), representing a market capitalisation of approximately SEK 4.1 billion. The market capitalisation on 30 April 2025 was approximately SEK 17.1 billion (15.6). The share's trading symbol is SYSR.

## Share capital and voting rights

The Company's share capital is SEK 52.0 million, represented by 208,000,000 shares with the same number of votes. The quota value is SEK 0.25 per share.

## Changes in share price

At the end of the 2024/25 financial year, the share price was SEK 82.20, a rise of 9.6 percent from the price at the start of the financial year. In the same period, the OMX Stockholm PI Index decreased by 2.8 percent. The number of Systemair shares traded on the NASDAQ OMX Nordic Exchange Stockholm totalled 22,895,508 (17,615,329), a turnover rate of 11.0 percent (8.5) in the financial year.

## AGM's authorisation

The 2024 AGM resolved to authorise the Board, on one or more occasions during the period until the next AGM, with or without disapplication of the shareholders' preferential rights, to resolve to increase the Company's share capital by issuing new shares. On the basis of that authorisation, the Company may issue new shares equal to no more than ten percent of the number of shares in issue in the Company at the time of the 2024 AGM. Any such issue shall be made on market conditions, with the right reserved to offer an issue discount where appropriate.

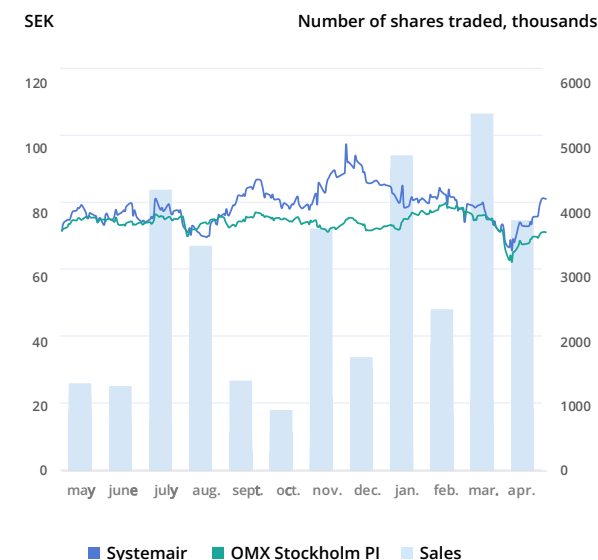
## Shareholders

No changes took place in the shareholdings of the two largest shareholders, Färna Invest AB, with a holding of 42.8 percent, and ebm-papst AB, with 10.7 percent, during the financial year. Other major shareholders are Alecia Tjänstepension Ömsesidigt with 7.8 percent (7.5), Swedbank Robur Fonder AB with 6.5 percent (7.6) and Nordea Funds AB with 5.2 percent (4.9). The number of shareholders continues to increase, totalling 8,444 (8,071) on the closing date of 30 April 2025.

## Trend of share price, 10-year overview



## Trend of share price, 12-month overview





## Incentive programmes

The Annual General Meetings of 2021, 2022 and 2023 resolved to approve warrant programmes for senior executives. The warrants were transferred to the participants at a price corresponding to their market value, calculated via an external independent valuation based on an accepted valuation model (Black-Scholes). The programmes operate for four years. During the financial year, 63,000 warrants were repurchased, at the lower of cost or market value, from employees who had left the organisation.

Systemair also has a share incentive programme currently in operation for around 70 senior executives and key employees based on the participants investing their own money in shares. For each investment share, a maximum of five performance shares may be obtained, corresponding to a maximum of 600,000 shares, approximately 0.3 percent of the total number of shares. Participants are awarded performance shares subject to continued employment and the fulfilment of performance conditions. The performance conditions are based on the total shareholder return for the Systemair share, organic growth, operating margin and sustainability-based targets. Performance shares will be allocated after publication of the interim report for the May–July 2027 period.

Warrant programmes	Number of warrants	Equivalent number of shares	Percentage of total no. of shares	Redemption price	Redemption period
LTIP 2023	357,500	357,500	0.17%	77.5	17 Aug 2026–30 Sep 2027
LTIP 2022	485,740	485,740	0.23%	58.3	18 Aug 2025–30 Sep 2026
LTIP 2021	532,000	532,000	0.26%	98.2	19 Aug 2024–30 Sep 2025
<b>Total</b>	<b>1,375,240</b>	<b>1,375,240</b>			
Share-based incentive programmes	Maximum number of investment shares	Maximum number of performance shares			Allocation date
LTIP 2024	120,000	640,000	0.31%		Q1 2027 (Aug 2027)
<b>Total</b>		<b>2,015,240</b>	1.0%		

## Share buyback

In April 2025, the Board of Directors of Systemair AB resolved, as authorised by the Annual General Meeting held on 29 August 2024, to buy back up to 320,000 of the Company's own shares on Nasdaq Stockholm. The purpose of the buyback is to fulfil the obligations arising from Systemair's share- and performance-based programmes (see above), i.e. to ensure delivery of performance shares to the participants. The buyback was administered by Svenska Handelsbanken AB.

The buyback of 320,000 shares was carried out in April 2025. The buyback was conducted on Nasdaq Stockholm in accordance with applicable rules. The total cost of the buyback was SEK 23.5 million. The shares were paid for in cash. Systemair did not hold any of the Company's shares in treasury at the point in time before the buyback.

## Dividend policy and dividend

The Board proposes that the Annual General Meeting, to be held on 28 August 2025, approve a dividend of SEK 1.35 (1.20) per share. Excluding shares currently held in treasury by the Company, this represents a total dividend payout of SEK 280.4 million (249.6). The proposed dividend corresponds to 41.3 percent of net consolidated profit. The number of shares with dividend entitlement is 207,680,000.

## Shareholder information

Management participates actively in meetings with analysts, investors, other shareholders and the media. This is crucial for stimulating interest in Systemair shares and to provide both current and new shareholders with ample opportunity to value the Group as fairly as possible. Press releases are distributed without delay as soon as any event of material importance to the business occurs. Press releases have been archived on the Company's website since the IPO in 2007. Interim reports are also published in the form of press releases and have been archived on the website since 2007. Year-end accounts are published on the website and have been archived there since 2005. Financial data has also been published on the website since 2007. Similarly, share data has been available there since the IPO in 2007.

## Analysts

The analysts who have followed Systemair's progress during the financial year are as follows:

- |  |   |
|--|---|
| → Handelsbanken Capital Markets<br>Hanna Grimborg, +46 (0)73-022 38 75 | → SEB Investment Management<br>Joel Sundmark, +46 (0)70-739 18 75 |
| → Nordea Markets<br>Carl Ragnerstam, +46 (0)10-156 28 17               | → Jefferies<br>Adela Dashian, +46 (0)8-505 24 624                 |
| → DNB Banks ASA<br>Douglas Lindahl, +46 (0)8-597 91 202                | → Aktiespararna<br>Philip Wendt, +46 (0)769-942 22 77             |
| → Redeye<br>Henrik Alveskog, +46 (0)8-545 01 345                       | → Kepler Cheuvreux<br>Anders Jafs, +46 (0)8-723 51 71             |
| → Carnegie<br>Anna L. Widström, +46 (0)73-417 85 34                    |   |





## Shareholder structure

Size of holding	No. of shareholders	No. of shares	% total shares held	Market value (SEK thousand)
1–500	6,335	825,235	0.40%	67,834
501–1,000	818	639,234	0.31%	52,545
1,001–5,000	944	2,062,766	0.99%	169,559
5,001–20,000	194	1,725,714	0.83%	141,854
20,001–	153	202,427,051	97.32%	16,639,504
<b>Total number of shares in issue</b>	<b>8,444</b>	<b>207,680,000</b>	<b>99.85%</b>	<b>17,071,296</b>

## Ten biggest shareholders

	Holding (%)	No. of shares
Färna Invest AB	42.83%	89,076,648*
ebm-papst AB	10.69%	22,239,080
Alecta Tjänstepension Omsesidigt	7.76%	16,150,000
Swedbank Robur Fonder	6.47%	13,465,645
Nordea Funds AB	5.25%	10,913,114
SEB Investment Management	2.84%	5,913,319
Tredje AP-fonden	2.71%	5,634,712
Lannebo Asset Management	2.34%	4,859,579
Carnegie Fonder AB	2.16%	4,500,000
The Bank of New York Mellon SA/NV, W8IMY	2.14%	4,458,212
	<b>85.20%</b>	<b>177,210,309</b>
Others	14.65%	30,469,691
<b>Total number of shares in issue**</b>	<b>99.85%</b>	<b>207,680,000</b>

Shareholders grouped according to Euroclear

\*Board Chairman Gerald Engström's wholly owned private company.

\*\*Total number of shares in issue excluding Systemair's own holding of 320,000 shares.

Source: Euroclear AB, 30 April 2025.





# Sustainability at Systemair



**Systemair's commitment to sustainability embraces environmental, social and business ethics issues. We believe that real progress is achieved when all the functions in the Company build up knowledge and understanding of its key sustainability issues. We are proud that our energy-efficient products and solutions are making a real difference in reducing energy use in buildings and in this way helping to lower greenhouse gas emissions.**

Our ventilation solutions deliver good air quality, making an important difference to indoor climate. People spend an average of 90 percent of their time indoors and breathe between 10 and 20 cubic metres of air daily. This means that good indoor air quality is important to our health and well-being, which is reflected in increasingly strict requirements, supported by research on the importance of good indoor air quality.

40 percent of global energy demand comes from buildings, which in turn account for significant carbon emissions. Against that background, energy-efficient ventilation has an important role to play in a fossil-free future. Energy use in our ventilation products is low relative to the difference they make in terms of the overall energy demand of the building, because they recover heat and cold.

Systemair also attaches great importance to environmental and climate issues in our own operations and value chain. So, for example, we are continuing to invest in solar panel installations and are working constantly to improve energy efficiency and reduce emissions from our product manufacturing. In addition, we use a standardised method for calculating the carbon footprint of our products, meaning that we can easily provide EPDs\*.

Social and business ethics issues involve taking responsibility both within our own operations and vis-à-vis our external partners and society at large. Systemair operates globally and we seek actively to ensure that we have the right processes in place to maintain responsible business conduct towards our customers and suppliers. In our own operations, workplace safety is top priority and we work in a structured and dedicated way to reduce the number of injuries. Equal opportunities for all is a key issue and part of constantly developing the organisation to be an attractive employer.

\*EPD = Environmental Product Declaration.





### Systemair supports the UN Global Compact

Systemair respects the 10 principles of human rights, labour, environment and anti-corruption



## 27%

of our sales is classified as aligned according to the EU Taxonomy

## Progress during the year

It was an eventful year for the world at large, and also in terms of the perception of and focus on sustainability. Of course, we monitor external events and how they affect Systemair. However, at the same time we do not let them affect our priorities, as we see our resilience as an important competitive factor. One of our significant milestones for the year was the approval of our emissions targets by the Science Based Targets initiative (SBTi), evidence of our commitment to climate change mitigation.

It is pleasing to see that most of our prioritised targets are moving in the right direction. What we are most proud of is that our emissions continued to fall during the year, as did the proportion of injuries resulting in sickness absence.

Preparations for and adjustments to the EU's new sustainability reporting framework, CSRD\*, were a major part of our work

during the year. This year, we have prepared a sustainability report structured according to the CSRD framework. We will continue to develop our reporting in the years ahead to meet the necessary requirements. This chapter offers an overview of what we are focusing on in our sustainability work and the most important steps forward that we have made. The Sustainability Report starting on page 107 presents our sustainability work in more detail.

In conclusion, I would like to emphasise the importance of viewing energy efficiency as a must, whether producing new or renovating existing buildings. When choosing solutions for buildings, it is essential for these decisions to be based on a life cycle perspective. This provides a lower overall cost of ownership for the customer, drives the development of the right technologies and, most importantly, helps to reduce energy use and thus also lower emissions.

# ”

## Energy efficiency is a must in both new construction and renovation

**Lee Morgan,**  
Group Sustainability Director

*\*CSRD = Corporate Sustainability Reporting Directive.*



























# Sustainability strategy

Systemair's overall strategy has been broken down into a specific sustainability strategy. At its core, a framework defines the approach to drive the right development and change. The framework consists of four focus areas with selected core issues, based on what is material to Systemair.

Focus areas	Core issues	Targets	Link to UN's Sustainable Development Goals
 <b>Responsible business</b>	<ul style="list-style-type: none"> <li>→ Responsible and ethical operations</li> <li>→ Fighting corruption</li> <li>→ Responsible supply chain</li> </ul>	<ul style="list-style-type: none"> <li>→ All employees must undergo training on the Code of Conduct.</li> <li>→ Zero incidents of corruption.</li> <li>→ All our largest and new suppliers have committed to comply with our Supplier Code of Conduct.</li> </ul>	  
 <b>Sustainable workplace</b>	<ul style="list-style-type: none"> <li>→ Workplace safety</li> <li>→ Skills and employee development</li> <li>→ Equal opportunities and an inclusive culture</li> </ul>	<ul style="list-style-type: none"> <li>→ Reduce serious injuries leading to sickness absence by no less than 15 percent per year.</li> <li>→ Employee turnover in line with the industry average.</li> <li>→ At least 25 percent female leaders by no later than 2025/26.</li> </ul>	 
 <b>Sustainable operations</b>	<ul style="list-style-type: none"> <li>→ Reduce emissions</li> <li>→ Improve energy efficiency</li> <li>→ Care for the environment</li> </ul>	<ul style="list-style-type: none"> <li>→ Halve Scopes 1 and 2 emissions intensity by 2030/31, with 2019/20 as base year.</li> <li>→ Reduce Scopes 1 and 2 absolute emissions by 42 percent by 2030/31, with 2023/24 as the base year, and achieve net-zero emissions by no later than 2050/51.</li> <li>→ Improve energy efficiency in our production by 5 percent annually.</li> <li>→ ISO 14001 certify all our production facilities by no later than 2030/31.<sup>1</sup></li> </ul>	    
 <b>Sustainable products</b>	<ul style="list-style-type: none"> <li>→ Energy-efficient solutions</li> <li>→ Better indoor air</li> <li>→ Life cycle perspective and resource efficiency</li> </ul>	<ul style="list-style-type: none"> <li>→ Reduce absolute emissions for the use of sold products (Scope 3) by 25 percent by 2030/31, with 2023/24 as the base year, and achieve net-zero emissions by no later than 2050/51.</li> <li>→ Carry out dedicated initiatives to raise awareness of the importance of good indoor air quality and collaborate with research.</li> <li>→ Increase the number of products with an environmental product declaration (EPD).</li> </ul>	     

<sup>1</sup>Excludes acquisitions from 2027 onwards.



# Products that reduce emissions

It is estimated that the products delivered during the year contributed to a 2.0 TWh reduction in energy use, a reduction of around 520,000 tonnes annually in carbon dioxide emissions – comparable to the emissions from 290,000 fossil-fuelled cars.



*Calculated on the basis of air handling units with energy recovery sold and average CO<sub>2</sub> emissions for electricity generation in the regions where the products were sold. Emission factors from Carbon Footprint (February 2023). Car emissions based on annual mileage of 15,000 km and 120g CO<sub>2</sub>/km.*





# Responsible business

Systemair has a long history of responsible business conduct and accepts its social responsibilities where it operates. Systemair always complies with the laws of the country concerned and business decisions are taken in the best interests of the Company, the environment and our employees. As a buyer of materials and components, we have a responsibility to monitor our supply chain, as well as to act ethically in business dealings with our customers and partners. As a leading actor in the ventilation industry, we also play our part in driving important issues via industry organisations.

## Core issues

- Responsible and ethical operations
- Fighting corruption
- Responsible supply chain





DEVELOPMENT IN PRACTICE →

## Development and training on our Code of Conduct

In a changing world, with new requirements and new laws, companies are having to review and keep their code of conduct relevant and up-to-date. Systemair's Board of Directors reviews the Code of Conduct annually with the aid of input from the organisation. During the year, we also developed an all-new online training programme on the Code to ensure that its contents are relevant and communicated in a way that is easy to understand for all our employees.



### Progress during the year

Core issues	Targets	Progress and outcomes
<b>Responsible and ethical operations</b> Systemair ensures that business decisions comply with applicable laws and in all cases are taken on an ethical and responsible basis.	All employees must undergo training on the Code of Conduct.	A new online training programme on the Code of Conduct has been developed, with the production of statistics for implementation still in development. Employees who do not have access to a computer are provided with equivalent training. Our responsible sales policy has been updated on an ongoing basis to ensure compliance with international sanctions.
<b>Fighting corruption</b> Systemair focuses actively on reducing the risk of corruption in all its forms.	Zero incidents of corruption.	Our anti-corruption policy was updated during the year. A workshop was organised with the participation of representatives of Systemair companies based in countries with a higher risk of corruption. No incidents of corruption were reported during the year.
<b>Responsible supply chain</b> Systemair applies sustainability requirements to suppliers to ensure a responsible and low-risk supply chain.	Our largest and new suppliers have committed to comply with our Supplier Code of Conduct.	Systemair has made further enhancements to its existing supplier portal. The portal provides us with a better overview, control and follow-up of the legal requirements and expectations that apply. Further preparations are in progress to align with future laws on due diligence.

97%

of new suppliers have undergone our responsible purchasing qualification process

100%

of our largest suppliers have confirmed that they meet the requirements of our Supplier Code of Conduct





# Sustainable workplace

Systemair is constantly striving to be an attractive employer, as our long-term success depends on attracting, developing and retaining competent employees. Safety and good working conditions are the top priority in our workplaces. All employees will be treated with respect, and no employee will be subject to abusive treatment. We believe in the power of being different and we actively promote the importance of diversity and an inclusive culture.

## Core issues

- Workplace safety
- Skills and employee development
- Equal opportunities and an inclusive culture





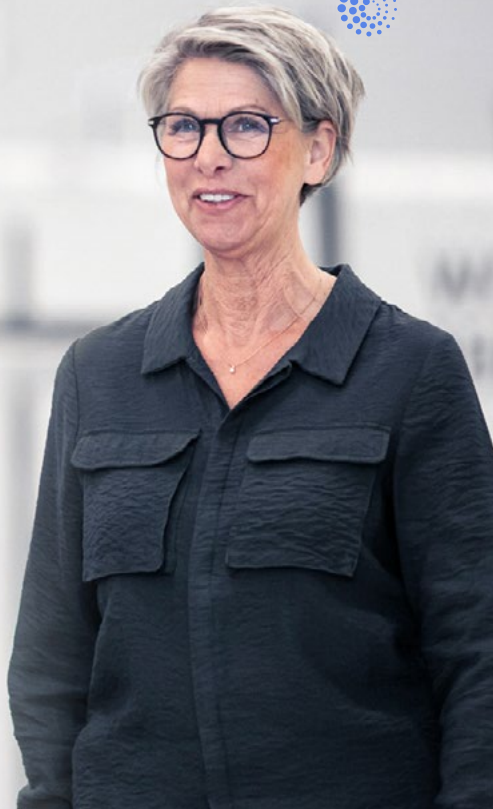
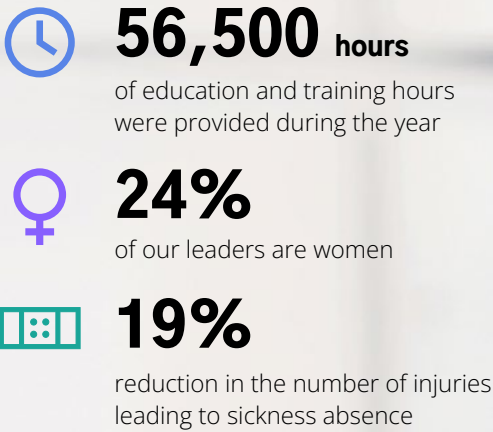


DEVELOPMENT IN PRACTICE →

# Talent programme with concrete outcomes

Systemair's global talent programme, Polarstar, gave 12 employees the opportunity to step up the pace of their development during the year. Participants attended a combination of online and face-to-face sessions, aimed at improving their ability to develop and manage major projects in the future. The objective for the nine-month programme is to create a pool of talent that can be activated in the event of, for example, acquisitions of other companies, change initiatives or temporary assignments.

Aided by new insights from both internal and external speakers, participants also worked on four different projects. The results were presented in May 2025. Projects ranged from forecasting tools, new KPIs and market-based pricing for Systemair's sales team to a new in-house mentoring programme aimed at strengthening women's representation and advancement within the Company, in line with the sustainability goal of increasing the representation of female leaders at Systemair.



## Progress during the year

Core issues

Targets

Progress and outcomes

**Workplace safety**

Systemair has a vision of zero injuries, and seeks systematically to reduce the number of work-related injuries, especially those leading to sickness absence.

Reduce serious injuries leading to sickness absence by no less than 15 percent per year.

The Company continued to focus systematically on increasing safety in our workplaces during the year and the outcome in 2024/25 for the number of accidents leading to sickness absence again fell, by 19 percent compared with the outcome for 2023/24. The reduction arises from a closer focus on monitoring, together with a systematic training programme and investment in safety equipment.

**Skills and employee development**

Systemair helps employees to grow through competence development, additional training and annual performance reviews.

Employee turnover in line with the industry average.

The year saw the launch of Polarstar, our talent programme for future leaders. The outcome for employee turnover in the year was 17.1 percent, which is above the industry average and higher than the figure for the previous year. Systemair's employee turnover was higher than the industry average as a result of the relocation of Menerga's production and the fact that the Company operates in several markets where employee turnover is generally high.

**Equal opportunities and an inclusive culture**

Systemair endeavours to create a workplace that is free of harassment, has an inclusive culture and actively promotes equal opportunity and diversity.

At least 25 percent female leaders by no later than 2025/26.

A new diversity and inclusion policy has been developed, along with an online training programme on the subject. During the year, a project was launched to lay the foundations for a mentoring programme that focuses on women's career development. The proportion of female leaders at the year-end was 23.6 percent.

# Sustainable operations

Sustainability is integrated into our day-to-day work and we are constantly challenging ourselves to get even better. Our aims include owning our production facilities, as this will better enable us to control both work environment and environmental performance long term. We are investing to reduce our emissions, for example by installing solar panels and converting to heat pump solutions to replace fossil fuel heating. Energy efficiency is not only a guiding principle for our products, but also for our production facilities. For example our facility in Dilovasi, Türkiye, is LEED Gold certified and the one in Greater Noida, India, is LEED Platinum certified.

## Core issues

- Reduce emissions
- Improve energy efficiency
- Care for the environment



## DEVELOPMENT IN PRACTICE →

## Investing in energy efficiency

At Systemair in Denmark, where the production focus is on air handling units and heat pump units for large buildings, the Company identified an increase in demand for products that combined both solutions. “We developed an integrated reversible heat pump that can be used in ventilation solutions,” says Søren Norman Andersen, Managing Director of Systemair Denmark.

An integrated heat pump can provide increased comfort by supplying cold or warm air, and also helps to achieve higher energy efficiency. To further reduce its carbon

footprint, Systemair decided to invest in new equipment for the new system at its facilities in Denmark and Canada.

The equipment has made it possible to expand production capacity, and can also handle refrigerants with an increasingly low carbon footprint, ready for the transition from synthetic to natural refrigerants. “We have future-proofed production to accommodate future refrigerants and also have facilities for continuously testing new solutions on site”, Søren explains.

## FRAMEWORK



# 36%

reduction of Scopes 1 and 2 emissions intensity relative to base year 2019/20

# 4.2%

lower Scopes 1 and 2 absolute energy use relative to the previous year

### Progress during the year

#### Core issues

##### Reduce emissions

Systemair is working on reducing its emissions of greenhouse gases from our own operations and in the value chain.

#### Targets

- Halved Scopes 1 and 2 emissions intensity by 2030/31, with 2019/20 as the base year.
- Reduce Scopes 1 and 2 absolute emissions by 42 percent by 2030/31, with 2023/24 as the base year, and achieve net-zero emissions by no later than 2050/51.

#### Progress and outcomes

Approved emission targets according to the Science Based Targets initiative (SBTi). Continued investments in solar panels, including in Malaysia. We are seeing lower emissions from our vehicle fleet, as more and more are powered by electricity. Scopes 1 and 2 emissions intensity has decreased by 36 percent since the 2019/20 base year and our Scopes 1 and 2 absolute emissions have decreased by 8 percent since the 2023/24 base year.

##### Improve energy efficiency

Systemair is striving to improve the energy efficiency in our production facilities.

Improve energy efficiency in our production by 5 percent annually.

The major share of investments in machinery were made to optimise production, along with investments in buildings, such as roof upgrades. The relocation of Menerga's production to our Maribor plant in Slovenia has also helped to improve energy efficiency. During the year, energy efficiency in production improved by 8 percent.

##### Care for the environment

Systemair cares about the environment and is working to minimise our impact.

ISO 14001 certify all our production facilities by no later than 2030/31.<sup>1</sup>

During the year, our production facilities in Denmark and Saudi Arabia obtained ISO 14001 certification. Over the past three years, the proportion of ISO 14001 certified production facilities has risen from 34 percent to 58 percent.

<sup>1</sup>Excludes acquisitions from 2027 onwards.





# Sustainable products

Our comfort ventilation products contribute to better public health by being part of a ventilation system that promotes a healthy indoor climate. Several of our products also feature high-efficiency energy recovery, which contributes to a significant reduction in the need for other heating or cooling and reduces overall energy use in buildings. Systemair designs products from a life cycle perspective for greater resource efficiency and lesser environmental impact.

## Core issues

- Energy-efficient solutions
- Better indoor air
- Life cycle perspective and resource efficiency





DEVELOPMENT IN PRACTICE →

# Cleaner air for public health

Almost the entire population of the world (99 percent) breathes air with levels of pollution above the guidelines recommended by WHO. In addition, around 2.4 billion people are exposed to dangerous levels of air pollution in their homes. This poses a major threat to public health – seven million premature deaths annually may be linked to the effects of air pollution.

Systemair is working actively to spread awareness of the importance of good ventilation with energy recovery. During the year, our Public Affairs department established a presence in Brussels. This brings us closer to public policymakers and industry organisations, as a means of exercising effective influence with the aim of benefiting society and customers, as well as our company and the industry at large.

(Source: WHO, April 2025)



## Progress during the year

Core issues

Targets

Progress and outcomes

Energy-efficient solutions

Systemair provides energy-efficient solutions that help lower energy demand in buildings, and therefore also lower carbon emissions.

– Reduce Scope 3 absolute emissions from the use of sold products by 25 percent by 2030/31, with 2023/24 as the base year, and achieve net-zero emissions by no later than 2050/51.

In 2024/25, Systemair had its Scope 3 emission target approved by SBTi. The outcome for 2024/25 shows emissions at the same level as the base year 2023/24. The calculations contain estimates and uncertainties in the data and Systemair is working to reduce the level of uncertainty over time. The target will be achieved by developing increasingly energy-efficient products, as well as via a gradual reduction in emissions linked to electricity generation in the various countries.

Better indoor air

Systemair contributes to better public health by providing products that improve indoor air quality.

Carry out dedicated initiatives to raise awareness of the importance of good indoor air quality and collaborate with research.

During the year, Systemair participated in several events and spread awareness of the importance of healthy indoor air. These included the ISH 2025 trade fair in Frankfurt and the "Ventilation – The Heart of Air Treatment" campaign.

Life cycle perspective and resource efficiency

Systemair seeks to reduce the negative environmental impact of its products by designing with a life cycle perspective, and with resource efficiency as a guiding principle.

Increase the number of products with an environmental product declaration (EPD).

To date, 98 EPDs have been produced and approved. In most cases, an EPD covers more than one product. Sales of upgrade projects, where components rather than the whole product are replaced, are increasing. Systemair has also played an active role in industry organisations and standardisation bodies to drive the development of requirements and standards aimed at bringing about higher resource efficiency, such as the standardisation of how an EPD should be structured.



DEVELOPMENT IN PRACTICE →

## Modernisation of water park with up to 30 percent lower operating costs

When Skien Fritidspark, one of Norway's largest water parks, faced rising energy costs and loss of efficiency in its installed units – dating from 2007 – Systemair found a sustainable solution, without ever having to close the park.



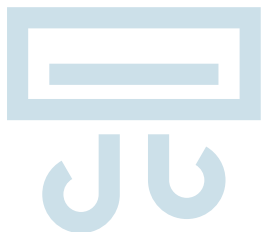
Skien was looking for an upgrade that modernised their existing units using the latest in ventilation technology. By replacing outdated with state-of-the-art components, Systemair was able to significantly improve energy efficiency. The park's energy consumption is expected to be reduced by between 25 and 30 percent, offering substantial savings in Skien's operating costs.

In addition, the upgrade reduced the need for maintenance of the units in the future, while extending their life cycle by as much as 15 years. The upgrade delivered a range of other

benefits, including more even air distribution and lower noise levels.

This is a good example of how Systemair can use more energy-efficient options to replace components and extend the lifetime of a product in a sustainable and circular way. Skien gained a modernised system and long-term efficiency while reducing the volume of resources used. Replacing only the most important parts is a resource-efficient approach to extending product lifetime and improving energy efficiency.





DEVELOPMENT IN PRACTICE →

## Air with the least possible environmental impact

"Basically, it's about moving air in the smartest way possible", explains Ola Markusson, Technology and Product Development Director at Systemair. This is done by using the energy of the air, recovering heat and utilising the latest technology in fans, control systems and refrigerants.

However, the development of energy-efficient products starts long before the design phase. Systemair's participation in industry organisations helps the Company to identify future requirements and opportunities at an early stage. Then the work of developing new solutions starts, supported by laboratories where progress can be verified. "But the most important tool is our in-house entrepreneurship", Ola observes. "My role is often to serve as a catalyst for teamwork by coordinating our network of technical expertise".

At the 2025 ISH – the ventilation industry's largest trade fair – some of the results were presented, including an updated Topvex with integral heat pump. During development, account was taken of the carbon footprint of the product and its refrigerant, but also the country where it is to be used. By defining the range of temperatures, it is possible to decide, for example, whether the product should offer continuous operation or whether it needs to tolerate colder climates.

The year also saw the launch of a heat pump driven by carbon dioxide, a cost- and energy-efficient product with a very low global warming potential (GWP), a measure of the impact of products on global warming. "This is a great example of clean air in the right place with the least possible environmental impact", Ola concludes.

**Ola Markusson,**  
Director Technology and Product Development

FRAMEWORK

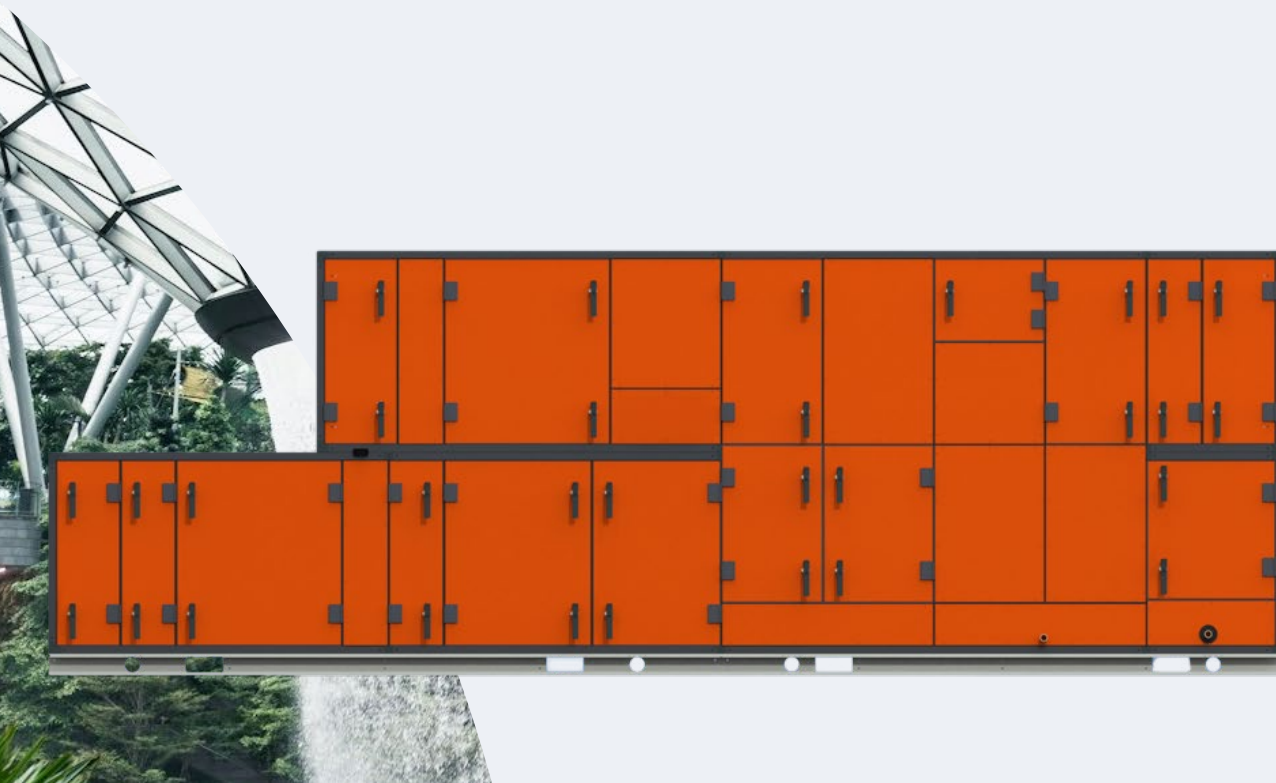




## MARKET REVIEW

# Europe's leading supplier of ventilation products

Systemair is Europe's leading supplier of ventilation products, thanks to its broad product programme and its strong local presence. Over the financial year, we witnessed continued good demand for our products in most markets. We also expanded our product range, adding around 140 new products.



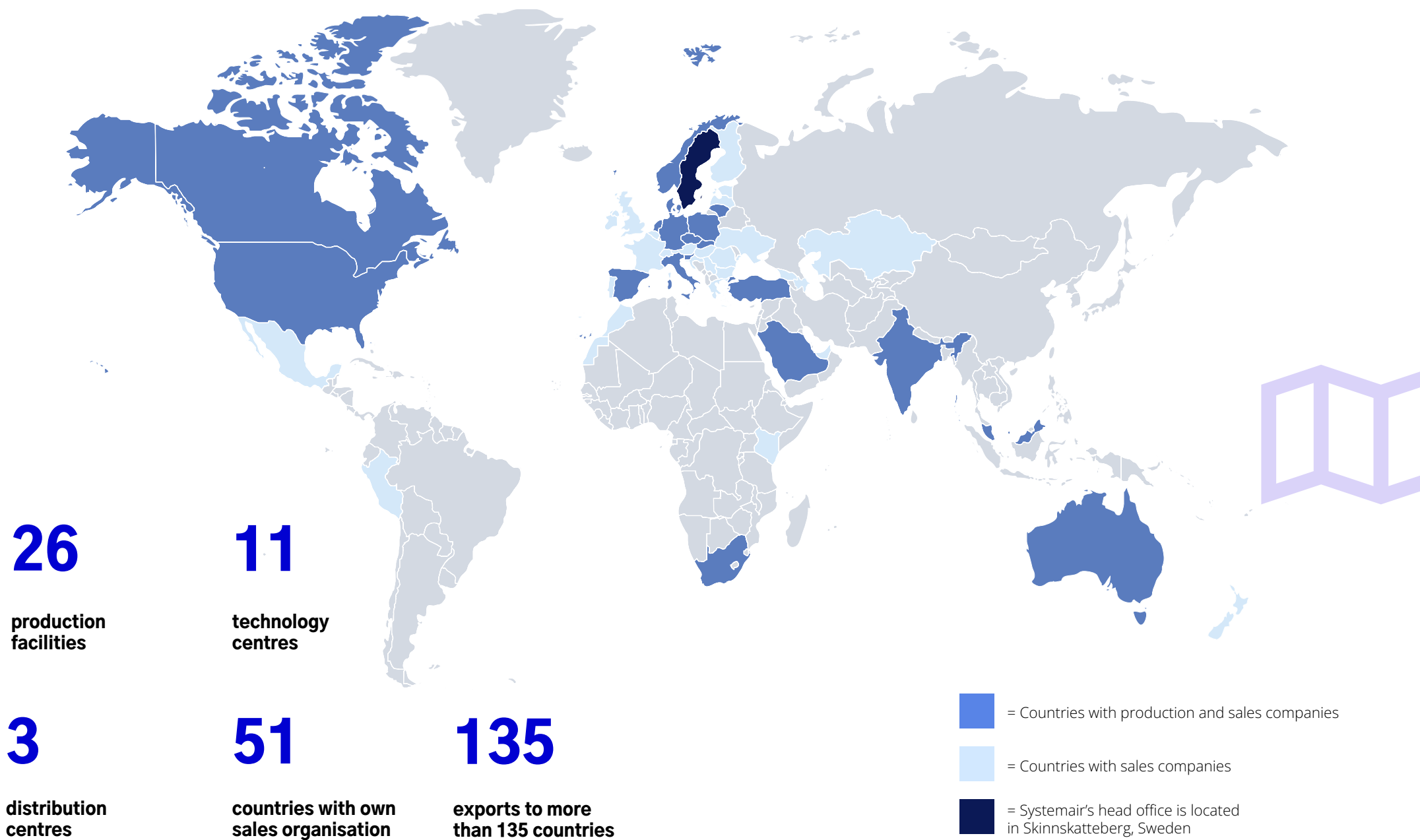
Most of our products are used in commercial and residential buildings, in new construction and renovation of existing buildings. Although the new construction market is showing signs of slowing down in some geographical areas, the renovation market is growing as a result of higher demands regarding energy efficiency and sustainability.

## Broad product offering and local presence

We aim always to be our customers' preferred product supplier. A strong regional and local presence in important markets means that we can help our customers wherever they are in the world. In addition, we prioritise always being able to offer high product availability and delivery reliability.

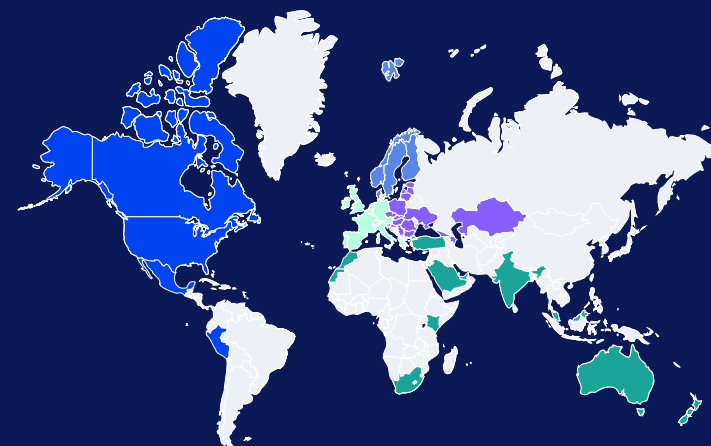
*In the world today, ventilation is more than just air exchange; its climate footprint takes a central role. Menega CO2mpass reduces your carbon footprint while delivering top-class performance.*

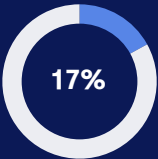
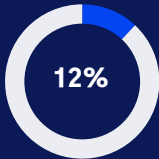
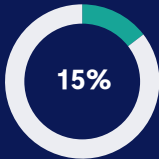






# Systemair's market areas



Area	Nordic region	Western Europe	Eastern Europe & CIS	North America	Middle East, Asia, Australia and Africa
Share of sales	 17%	 44%	 12%	 12%	 15%
Growth	1.7%	-1.3%	1.0%	2.2%	2.1%
Organic growth	3.2%	-0.2%	3.4%	5.0%	3.5%





### Nordic region

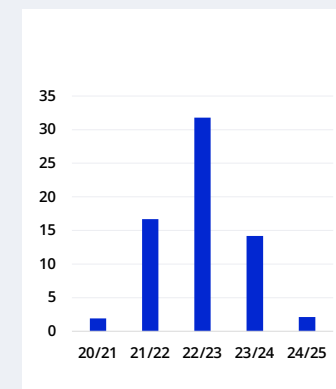
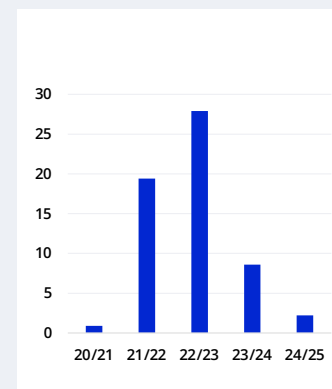
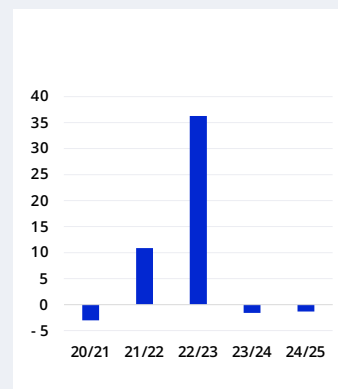
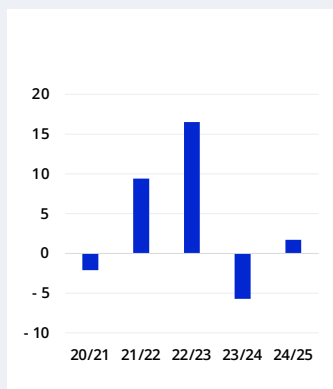
### Western Europe

### Eastern Europe & CIS

### North America

### Middle East, Asia, Australia and Africa

Net sales, growth, %



### Comment

The Nordic region witnessed stable growth over the year. Renovations continued to increase on the whole in the region, while continued investment in industrial ventilation provided a solid base. Norway recorded a more positive trend in the second half of the year. As an application, residential ventilation remains somewhat weaker. The Finnish and Danish markets performed well during the year. In Denmark, this was driven by new products and integrated solutions for our air handling units.

In Western Europe markets, developments varied. While the market in southern Europe was stronger and performed well, Germany continued to face challenges during the year. The UK and Ireland showed stable growth. During the year, we completed the integration of Group SCS into Systemair UK. The Netherlands market was weaker, while Belgium performed positively. During the year, the relocation of Menega's production to Maribor, Slovenia, was also completed.

The market in Eastern Europe and the CIS continued in general to show a more moderate trend, with a performance more in line with the previous year. The Czech Republic, Slovenia and Slovakia markets performed better during the year, mainly in air handling units and air distribution.

North America showed good growth over the year. This was mainly due to residential ventilation and air handling units performing strongly in Canada, as well as continued investment in industrial projects in Mexico. The USA market weakened in the run-up to the presidential election and has been more volatile since, mainly due to ongoing discussions on tariffs.

The Middle East, Asia, Australia and Africa region showed mixed developments during the year. A negative trend was evident in South Africa, Morocco and Türkiye due to low market activity, while sales in India and Malaysia were very strong during the year. The acquisition of PHEM in Malaysia has been integrated and deliveries to our various markets have started. In Saudi Arabia, we have established local production to meet the rapidly expanding market with fans "Made in Saudi Arabia".



## PRODUCTS AND DEVELOPMENT

# New products, smarter solutions

New technologies make smarter, more adaptable and energy-efficient solutions possible, which is what the market is demanding. Identifying the drivers that influence and drive the market requires a dynamic product development process that leverages insights into customer needs, trends, regulatory requirements and the capabilities of new technologies.

## Value-driven product development

Work has continued in the form of enhanced cooperation around the Geniox, Topvex and Controls platforms. The Access project in Controls is enabling connected products, remote monitoring and control. Systemair Fusion is a product line integrating different products via the control unit to offer verified applications to our customers with a short time to market.

Product development is above all about creating products to match market demand, but the ventilation industry is subject to a range of regulations. What are the requirements, values and metrics for energy efficiency, carbon footprint etc. in the different markets? We have chosen to take an active role in certification, standardisation and industry organisations and also maintain good contacts with national and international research institutions and government agencies. Moreover, we continued our work on certifying Systemair's laboratories to ISO 17025 during the financial year.



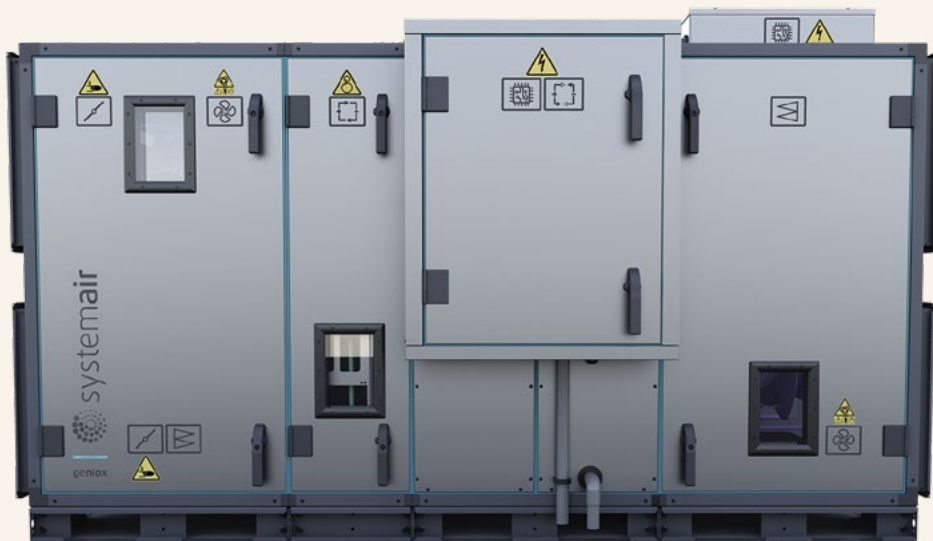


## High energy recovery and efficiency – all year round

One of the new products launched during the year was the Geniox HP Defrost, an all-in-one unit with an integrated reversible heat pump that provides both cooling and heating of ventilation air. The new unit's compact design saves space in buildings and requires neither outdoor condensers nor new piping.

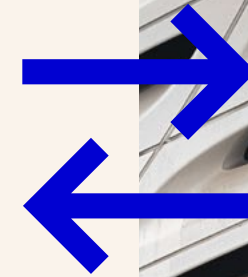
The heat pump operates at temperatures down to -20 °C without a defrost cycle. This delivers high energy efficiency on cold winter days and greater heat recovery, as well as saving valuable energy that would otherwise have been needed for defrosting. The device may also be controlled via an app with pre-programmed functions that optimise its operation.

Geniox HP Defrost has a low installation cost and requires minimal maintenance during its long technical service life. The solution comes prefilled with refrigerant at the factory and may be placed anywhere in the building for 100 percent fresh air, all year round.



*Geniox air handling units offer ideal energy savings and low running costs, with a long service life and the least possible impact on the environment.*





## PRODUCTION AND LOGISTICS

# Focus on product availability

Systemair is a global enterprise with customers in 135 countries. At the same time, we are a decentralised organisation designed to be close to our customers, both geographically and in terms of availability. One of Systemair's most important customer promises is our high product availability. To be able to meet specific demands in various markets around the world, we use local sales companies and a large number of our own production facilities. This customer-led production system means we can offer the right products and fast deliveries with the least possible environmental impact.

## World events affecting the supply chain

During the year, we continued to actively review our supply chains and assess our suppliers to ensure the availability of components. This is being affected by the wars in Ukraine and the Middle East, as well as the generally continued uncertainty in the international situation.

## Own production system based on Lean

Production efficiency through standardisation and automation. We use our own production system, the Systemair Production Model (SPM). The model is based on the well-known Lean concept bringing together good organisation, standardised tasks, day-to-day control and continuous improvement. Our production consists for the most part of sheet metal processing and assembly. The machined sheet metal parts are assembled into, for example, fans and air handling units. Cutting, slicing, punching and bending sheet metal are tasks that lend themselves to a high degree of automation. We have also carried out a number of investments and projects to expand capacity and increase efficiency. However, our main priority is to develop people across the organisation through recruitment and training, and by giving both managers and staff a higher level of responsibility and authority.







### **Digital tools that increase efficiency**

Assembly is also based on SPM, using common, standardised, modular units produced at several different production facilities. Our modern sheet metal forming machines and robot cells are digitally controlled so that a drawing can be transferred to the machine, which then produces a finished part. Here, digital tools are also used in production, including, for example, apps for production and quality monitoring and digital working instructions. For example, digital notice boards display production data in real time with visualisations for everything from deviations to KPIs, promoting participation and commitment in the workforce and enabling continuous improvement and follow-up.

### **Optimised production and logistics flows**

The investments we are making in increasing capacity and efficiency at our 26 production facilities go hand in hand with our work on sustainability. All new machinery has to be energy efficient, produce low material waste and be safe and ergonomic for operators. We are also continuing the process to optimise all logistics flows for better planning and control – from suppliers to factories and from factories to warehouses and customers. Closer collaboration with all stakeholders in the supply chain has reduced the distance and number of journeys, cutting costs, increasing safety and reducing emissions.

”

**Digital control and smart tools that create engagement, efficiency and sustainability at every stage**





## PRODUCTION FACILITIES

# Own production facilities

Systemair's strategy is to own its production facilities. In total, owned facilities add up to a combined area of more than 300,000 square metres with an aggregated book value of SEK 1.3 billion, enabling Systemair to assure more sustainable and efficient production. Here are four examples.

## Hyderabad, India

Systemair has three modern production facilities in India, two in Greater Noida and one in Hyderabad. In Hyderabad, we have relocated production to a new 20,000 square metre facility. This offers good potential for continued growth in the years ahead. The well-invested facilities employ a total of 720 people, served by nine sales offices in the country.

Systemair India, certified to ISO 9001:2015 and 14001:2015, manufactures air distribution products, air handling units, fans and fire safety products for the growing Indian market.

The LEED Platinum certified headquarters in Greater Noida also accommodate an R&D and testing centre.



## Maribor, Slovenia

Systemair has been manufacturing products in Maribor since 2005. Today, we have a production facility, plus a distribution centre and offices, covering a total of 17,000 square metres at the location. The highly-automated factory produces fire gas fans, industrial air curtains and air handling units. In 2024, production of Menerga's air handling unit product portfolio was relocated to Maribor from Mülheim, Germany. The production facility, ISO 9001:2015 certified, offers an advanced working environment with highly-trained personnel to ensure we meet the highest possible quality standards. Systemair Slovenia has approximately 240 employees.



26

production facilities  
worldwide300,000 m<sup>2</sup>

owned facilities



### Milan, Italy

SagiCofim, part of the Systemair Group since 2022, has long experience of filtration and air distribution. Located close to Milan, we operate in two locations: headquarters and filter manufacturing in Cernusco sul Naviglio, and a new manufacturing facility for air distribution products plus new logistics hub in Arluno. The warehouse in Arluno also serves Systemair Italy.

2025 marks a year of change, with the start of production in a new cleanroom production unit in Cernusco and a complete relocation of the former production facility in Bareggio to Arluno.

SagiCofim focuses closely on process innovation and product development. With 160 employees, SagiCofim remains committed to quality, reliability and continuous improvement – core values that define our identity and drive long-term growth.

### Windischbuch, Germany

Windischbuch is home to the headquarters of Systemair Germany, incorporating a modern production and warehouse facility. The factory is engaged above all in manufacturing duct, ceiling and axial fans and also serves as a centre of excellence for the Group's axial fan technology. The approximately 27,000 square metre facility also produces various fire gas fans and explosion-proof fans. Windischbuch also serves as the distribution centre for the Central and Southern European market.

The facility's state-of-the-art 2,300 square metre test centre has rigs capable of measuring air performance data and acoustics at flows of up to 600,000 cubic metres per hour, as well as equipment to measure the thrust of jet fans.



## Buildings, areas m<sup>2</sup>

### North America

Bouctouche, Canada (owned)	12,300
Tillsonburg, Canada (owned)	11,800
Lenexa, KS, USA (owned)	14,600

### Nordic region

Århus, Denmark (owned)	23,000
Eidsvoll, Norway (owned)	8,500
Hässleholm, Sweden (owned)	10,000
Skinnskatteberg, Sweden (owned)	52,000

### Western Europe

Milan, Italy (owned)	11,450
Waalwijk, Netherlands (owned)	8,200
Fuenlabrada, Madrid, Spain (leased)	7,800
Móstoles, Madrid, Spain (leased)	22,600
Langenfeld, Germany (leased)	3,900
Mülheim an der Ruhr, Germany (owned)	1,500
Windischbuch, Germany (owned)	26,900

### Eastern Europe & CIS

Ukmergė, Lithuania (owned)	31,400
Bratislava, Slovakia (owned)	12,000
Maribor, Slovenia (owned)	17,500
Pardubice, Czech Republic (leased)	17,600
Pardubice, Czech Republic (owned)	19,200
Dilovasi, Istanbul, Türkiye (owned)	28,000

### Middle East, Asia, Australia and Africa

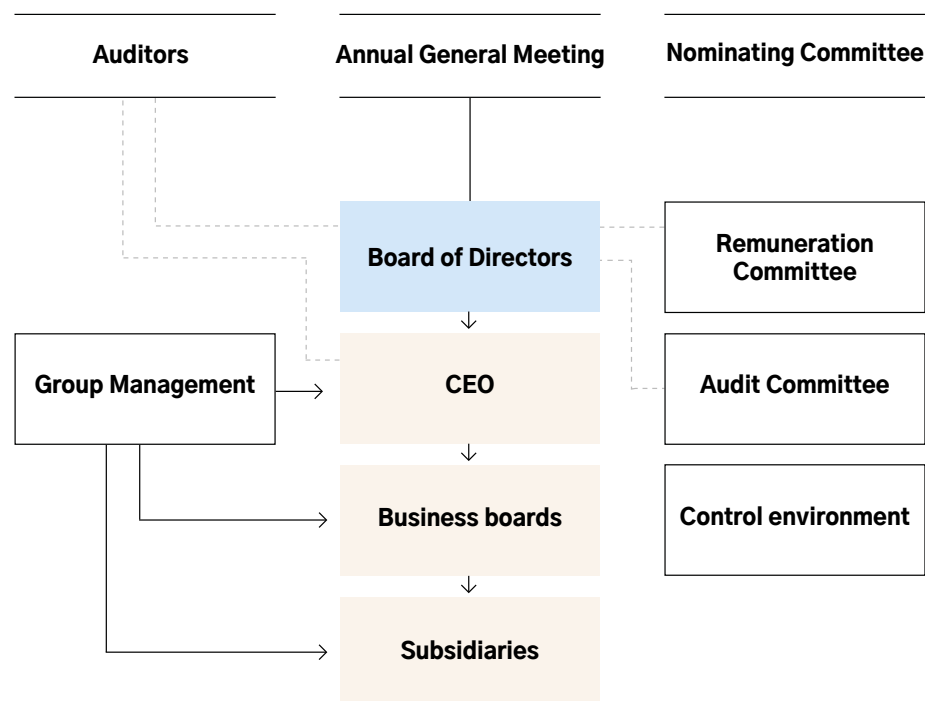
Hyderabad, India (leased)	20,000
Greater Noida, New Delhi, India (owned)	15,700
Kuala Lumpur, Malaysia (owned)	16,000
Kuala Lumpur, Malaysia (leased)	2,000
Johannesburg, South Africa (leased)	6,000
Melbourne, Australia (leased)	2,200
Riyadh, Saudi Arabia (leased)	3,750



# Corporate Governance Report

At Systemair AB (publ), corporate governance is exercised via the Annual General Meeting (AGM), the Company's Articles of Association, the Board of Directors and the President, in accordance with the Swedish Companies Act, the Swedish Annual Accounts Act, the NASDAQ OMX Stockholm Rule Book for Issuers and the Swedish Code of Corporate Governance.

## How Systemair is governed



## Application of the Swedish Code of Corporate Governance

It is generally accepted practice in the stock market for Swedish companies whose shares are listed for trading in a regulated market to apply the Code. Systemair applies the Code without exceptions. Systemair's Nominating Committee consists of representatives of three of the largest shareholders in terms of voting rights. Prior to the 2025 Annual General Meeting, ebm-papst AB has elected to relinquish its seat on the Nominating Committee. As a result, the fourth largest owner, Swedbank Robur Fonder, has been contacted. The following have been appointed as members of the committee:

- Magnus Tell, Alecta
- Gerald Engström, Färna Invest AB
- Lennart Francke, Swedbank Robur Fonder

The Nominating Committee is chaired by Magnus Tell, representing Alecta, which owns 7.8 percent of the capital and votes. Gerald Engström, also Chairman of the Board, represents the wholly owned company Färna Invest, which owns 42.8 percent of the share capital and votes. Swedbank Robur Fonder owns 6.5 percent of the capital and votes and is represented by Lennart Francke.

## Shareholders and share capital

Systemair AB (org. reg. no. 556160-4108) is headquartered at Skinnskatteberg in the County of Västmanland, central Sweden. The Company's shares have been quoted under ticker code "SYSR" on the Large Cap List of Nasdaq OMX Stock Exchange, Stockholm since 12 October 2007. At the end of the accounting period, Systemair AB had 8,444 shareholders. The largest individual shareholder is Färna Invest AB, which owns 42.8 percent of the capital and votes and is 100 percent controlled by the Board Chairman Gerald Engström. Other major shareholders are ebm-papst AB, Järfälla, Sweden, wholly owned subsidiary of ebm-papst GmbH, Mulfingen, Germany, with 10.7 percent of the capital and votes, and Alecta Tjänstepension Ömsesidigt, with 7.8 percent of the capital and votes. All shares have a quota value of SEK 0.25. At the financial year-end, 30 April 2025, the total number of shares in issue was 208,000,000, all of the same class. For more information, see section "The Systemair Share", page 19.





## Work of the Board during the year

Regular items on Board's agenda:

- State of the business and important events
- Internal financial follow-up – earnings, liquidity, currency situation and financing
- External financial reporting (quarterly reports)
- Investments of more than SEK 10 million
- Acquisitions
- Organisation and personnel
- Policies
- President's report on state of the business
- Risk Management
- Sustainability issues

### Visit to subsidiaries

To obtain a more in-depth understanding of the organisation.

### Strategy

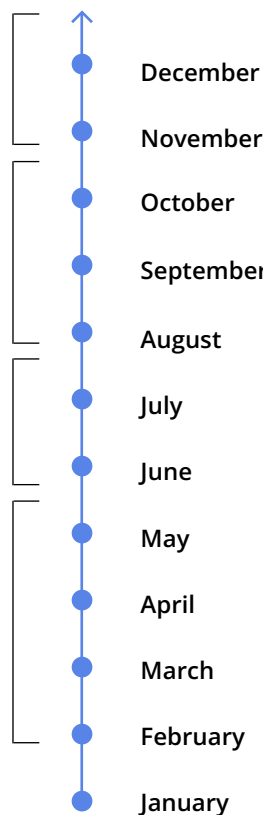
During the autumn, the Board holds an in-depth discussion of strategy.

### Annual Accounts

In June, the Board discusses the annual accounts for the past year. The meeting is also attended by the Company's auditor.

### Budget

In the spring, the Board considers the Group's budget for the year ahead.



## Articles of Association

Systemair is a limited company whose business is to conduct the manufacture and sale of ventilation, refrigeration and heating products. The Board of Directors shall consist of no fewer than three and no more than eight members and no more than three deputy members. In addition, the trade unions are entitled by Swedish law to appoint two members and two deputies. The Board of Directors shall have its registered office in Skinnskatteberg Municipality, Västmanland County. The Company's Annual Report and the management of the Company by the Board of Directors and the President shall be audited by a registered public accounting firm or an auditor, with or without a deputy auditor. The Company's financial year is 1 May–30 April. For the full text of the Articles of Association, see Systemair's website at: Corporate governance (<https://group.systemair.com>).

### Composition of the Nominating Committee prior to the 2025 AGM

Member	Representative of	Contact (e-mail)
Magnus Tell, Chairman, Nominating Committee	Alecta	<a href="mailto:magnus.tell@alecta.se">magnus.tell@alecta.se</a>
Gerald Engström	Färna Invest AB, and Board Chairman	<a href="mailto:gerald.engstrom@systemair.se">gerald.engstrom@systemair.se</a>
Lennart Francke	Swedbank Robur Fonder	<a href="mailto:lennart.francke@swedbankrobur.se">lennart.francke@swedbankrobur.se</a>

### Directors – attendance and dependence/independence

	Board of Directors	Remuneration Committee	Audit Committee	Year elected	Dependent/independent	
					Company	Shareholder
Number of meetings	8	1	6			
Gerald Engström	8	1	-	1974	Dep.	Dep.
Patrik Nolåker	8	1	-	2016	Indep.	Indep.
Carina Andersson	8	1	6	2015	Indep.	Indep.
Niklas Engström	8	-	-	2021	Dep.	Dep.
Gunilla Spongh	8	-	6	2019	Indep.	Indep.
Daniel Wilhelmsson <sup>1</sup>	8	-	-	2023	-	-
Ricky Sten <sup>1</sup>	8	-	-	2014	-	-

<sup>1</sup>Employee Representative

## Nominating Committee

The 2024 AGM resolved that the Nominating Committee shall be made up of representatives of three of the biggest shareholders. The record day for determining the three largest shareholders was 31 January 2025. Following consultation with the Company's three largest shareholders, ebm-papst AB decided to waive representation on the Nominating Committee. The fourth largest shareholder, Swedbank Robur Fonder, was therefore invited to take up representation on the committee. The Nominating Committee shall submit nominations for election of the Chairman of the AGM, the Board and Chairman of the Board, the election of auditors in consultation with the Audit Committee, and shall propose fees to the Chairman of the Board and other directors, remuneration for work on committees and auditors' fees. The proposals shall be submitted to the Annual General Meeting for approval. The Nominating Committee held two minuted meetings in 2024/25. No remuneration was paid for work on the Nominating Committee. The proposals of the Nominating Committee to the 2025 AGM are shown in the Notice of AGM posted on the Systemair website at [group.systemair.com](https://group.systemair.com). Shareholders wishing to submit proposals for the Nominating Committee may do so by e-mail to any member of the Nominating Committee.



## Board of Directors

### Diversity policy regarding size and composition of Board

Systemair's diversity policy regarding the size and composition of the Board states that Systemair AB's Board of Directors must be of a size and composition that ensures its ability to administer the Company's affairs with integrity and efficiency. The Board's composition must be characterised by diversity and breadth in terms of competence, experience and background. The Board must also strive to achieve gender balance. The majority of the directors elected by the General Meeting must be independent of the Company and the Company's Management Board. No Director is to be appointed for a longer period of time than to the end of the following AGM.

### Board's composition during the financial year

In the period until the 2024 AGM, Systemair's Board of Directors comprised five members: Carina Andersson, Gerald Engström (Chairman), Niklas Engström, Patrik Nolåker (Vice Chairman) and Gunilla Spongh, all elected by the AGM. At the 2024 AGM, all members were re-elected. Gerald Engström was elected as Chairman of the Board and Patrik Nolåker as Vice Chairman of the Board. The employees elected two representatives, Daniel Wilhelmsson, Unionen, and Ricky Sten, IF Metall. More detailed biographies of the members of the Board of Directors are provided on pages 54–55 of this annual report. Anders Ulff, CFO, serves as Board Secretary. As the table shows, all members of the Board elected by the AGM, except for Gerald Engström and Niklas Engström, are independent of the Company. Senior executives participate as needed in Board meetings in a reporting capacity.

### The work of the Board

During the 2024/25 financial year, the Board held seven meetings and one statutory meeting. According to the Board's rules of procedure, the Board must meet no less than six times during the financial year. All decisions taken by the Board were unanimous and placed on record. The work of the Board is governed by annually approved rules of procedure that regulate the work of the Board and its internal allocation of tasks, including committee work, the decision-making process within the Board and the Board's meeting procedures. In addition, the President maintains regular contacts with the Chairman of the Board. During the year, the Board of Directors assessed its work. All directors took part in the assessment and put forward observations. The Chairman of the Board is responsible for the assessment.

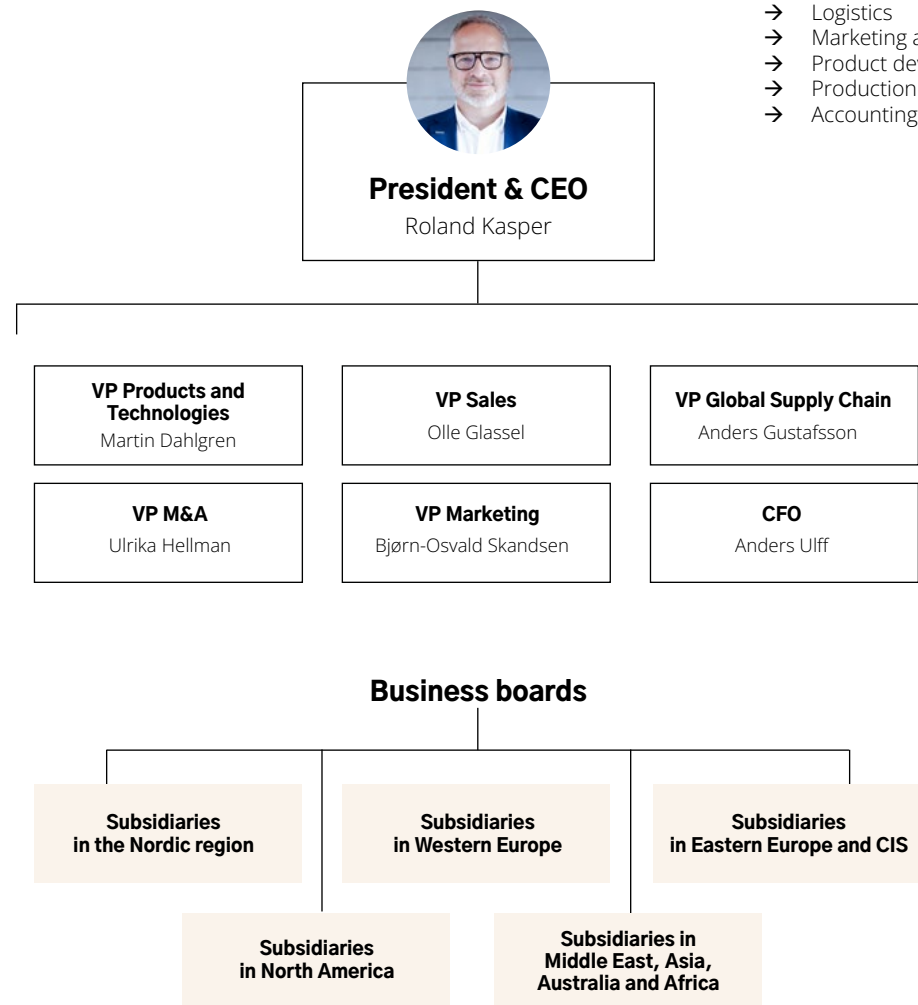
### Remuneration Committee

The Board appointed a Remuneration Committee consisting of Carina Andersson (Chair), Gerald Engström and Patrik Nolåker. The committee's functions are:

- to prepare proposals on behalf of the Board regarding remuneration, in the form of fixed and variable salaries, pensions, severance payments and any other forms of remuneration to senior executives
- to monitor and assess programmes for variable remuneration to senior executives, in progress and concluded during the year

### Central support functions

- Sustainability
- Purchasing
- IT
- Legal affairs
- Logistics
- Marketing and communication
- Product development
- Production management
- Accounting





- to monitor and assess the application of guidelines for remuneration to senior executives, as well as current structures and levels of remuneration.

The members of the committee are appointed annually by the Board at the first regular Board meeting. The committee is to consist of three members. No member may participate in issues related to his or her own remuneration. Over the financial year, the committee held one minuted meeting, at which all members were present.

### Audit Committee

The Board appointed an Audit Committee consisting of Directors Carina Andersson and Gunilla Spongh (Chair). The committee's tasks include:

- supervising the Company's internal control and risk management and keeping informed as to the external audit;
- reviewing and monitoring the impartiality and independence of the auditor;
- assisting in the preparation of the proposal for the selection of auditors;
- overseeing the financial reporting;
- discussing valuation issues, such as testing of needs for impairment, and
- keeping informed as to Systemair's impacts, risks and opportunities in sustainability.

The committee held six minuted meetings, which were also attended by the Company's CFO, a Group controller and an auditor. These meetings addressed issues such as the risk assessment of internal control and risk management with respect to financial reporting, procurement of auditing services and IT security. Reports were submitted from internal checks performed. The meetings were minuted and presented at the next Board meeting.

### Group Management

The Group's Chief Executive Officer, Roland Kasper, who is also the President of the Parent Company, is responsible for the day-to-day management of the Group. He receives reports from the Group's Management Team, which at the end of the financial year consisted of: Vice President Products & Technologies Martin Dahlgren, Vice President Sales Olle Glassel, Vice President Global Supply Chain Anders Gustafsson, Vice President M&A Ulrika

Hellman, Vice President Marketing Björn-Osvold Skandsen and CFO Anders Ulff. CEO Roland Kasper oversees the work of the Group's Management Team. Group Management holds regular meetings during the year to review the results of the Group and individual subsidiaries, as well as the market and business situation, and to take decisions on strategic and operational issues within frameworks set by the Board. One of these yearly meetings is wider-ranging, with more detailed discussion and planning for operations and target setting at Group and subsidiary levels. Systemair's organisation is characterised by a simple, straightforward style of communication, so ongoing informal contact among Company executives is also key to the management culture. Shorter review meetings are normally held on a weekly basis. To support the Management Team at Group level, an accounting department and an operational management team serving the functions of product development, purchasing, production, IT, logistics, sales, product management, business development, sustainability, legal affairs and communications.

In April 2025, Systemair's Board of Directors announced that it had agreed that Roland would leave Systemair after 10 years as President and CEO. The process of recruiting a new President and CEO is ongoing and Roland will remain in his role until a new permanent President and CEO is appointed.

### Governance of business boards and subsidiaries

The Systemair Group comprises 85 operating companies. The Parent Company is Systemair AB (org. reg. no. 556160-4108), which owns most of the subsidiaries directly. All subsidiaries are 100 percent owned, apart from Divid AB of Jönköping, Sweden, which is 60 percent owned, Sagicofim SAS of France, which is 79 percent owned and Frico A/S of Denmark, which is 60 percent owned.

Operating activities in the subsidiaries are governed at overall level via business boards, which may best be described as an executive steering committee for the subsidiaries. Each of these consists of one or two members of Group Management and/or other key person from the Parent Company, plus the subsidiary's MD. Each business board sets targets and monitors financial outcomes; takes decisions on major market and product issues; and serves as the link between Parent Company and the particular subsidiary regarding various organisational matters. Business boards meet two to four times each year. Each subsidiary also has a formal board of directors, if required by law in the country concerned.

### Governance of sustainability work

Systemair's overall strategy has been broken down into a specific sustainability strategy, see pages 24–33. Along with our Code of Conduct, this covers the material sustainability topics identified in the double materiality assessment, which forms the basis for reporting under the Corporate Sustainability Reporting Directive (CSRD).

Systemair's Board of Directors has overall responsibility for the sustainability strategy. Group Management owns Systemair's sustainability strategy and is responsible for its priorities. Each focus area of the sustainability strategy has an owner in Group Management, along with a designated functional manager for development who is most closely linked to the respective core issue in each focus area. Key performance measures, and in most cases, a policy and targets are established for every core issue. A development plan is updated annually for every core issue in consultation with the functional manager. Activity plans are made for the largest subsidiaries to ensure that the right activities are performed to achieve Systemair's overall sustainability goals. The MD of each subsidiary is responsible for ensuring that the activity plan is kept updated and that the conditions are created to enable the activities to be performed.

### Incentivising sustainability performance

Remuneration to Group Management and senior executives includes a variable component, where sustainability performance is one of the criteria for assessing the variable remuneration. For more information, see page 108.

### Risk management in sustainability work

Systemair analyses its sustainability risks as part of the Company's overall risk management process to ensure that risks are identified, assessed and then managed responsibly. For more information, see pages 56–58 and 77–78 on which risks exist and how they are managed.

### Sustainability reporting

Every quarter, selected sustainability data is obtained from the subsidiaries and information is collected on a larger scale annually in connection with accounting for the financial year. For more information, see pages 107–148 of the Sustainability Report. The quarterly and annually reported data are fed back in a report to the MD of each subsidiary. Systemair's business boards review each company's performance on core issues 1–2 times a year. Outcomes and progress are reported to Group Management and the Board of Directors once a year.





## Senior executive remuneration

### Guidelines

The 2024 AGM resolved to adopt guidelines on senior executive remuneration. Remuneration to senior executives shall – based on the conditions in the market in which the Company operates and the environment in which the particular executive works – be competitive, enable the recruitment of new executives and motivate senior executives to remain with the Company. “Senior executives” refers to the President and other members of Group Management. The system of remuneration shall consist of a fixed salary and pension, but may also include a variable component and benefits such as, for example, a company car. In addition to the above, special incentive programmes approved by the AGM may apply. Fixed salary and benefits shall be determined individually based on the aforementioned criteria and the specific competence of the particular executive. Variable remuneration shall be based on clearly defined and measurable qualitative and quantitative targets aimed at promoting the strategy, long-term value-creation and sustainability of the Company. The variable portion is paid as a proportion of the fixed salary and may amount to no more than 40 percent of the annual salary for the Chief Executive Officer, 25 percent for other senior executives and 15 percent for other key individuals. Remuneration to the President and other senior executives is described in Note 11.

### Notice of termination and severance payments

The President's employment may be terminated with 12 months' notice by the Company or six months' notice by the President. For other senior executives, the period of notice is as stated in the applicable collective bargaining agreement or is no more than 12 months from the Company or six months from the employee. No other agreements entitle the President or other senior executives to severance pay.

### Pensions

The Chairman and the directors do not receive any pension benefits in connection with their Board duties. The pensionable age for all senior executives is 65 years. As a principle, pensions shall be premium-based and shall not exceed 35 percent of the fixed salary. The size of the pension shall adhere to the same criteria as above and shall be based on fixed salary. The Board is entitled to depart from these guidelines if justified in any particular case. Pension costs for senior executives totalled SEK 5.6 million in 2024/25.

## Annual General Meeting 2024

At the Annual General Meeting held on 29 August 2024 in Skinnskatteberg, 164 voting shareholders were present – or had submitted valid postal votes – representing 91 percent of the number of shares and votes in the Company. Gerald Engström, Chairman of the Board, was appointed to chair the meeting. The Chairman, Gerald Engström, informed the AGM of the work of the Board and reported on the guidelines for remuneration to senior executives and on the work of the Board's committees. In addition, CEO Roland Kasper reported on Systemair's business during the 2023/24 financial year. Johan Holmberg, Key Audit Partner, presented sections of the audit report. Resolutions adopted at the AGM:

- To discharge the Board and CEO from liability in respect of the past financial year.
- To re-elect Gerald Engström, Carina Andersson, Niklas Engström, Patrik Nolåker and Gunilla Spongh as members of the Board.
- To elect Gerald Engström as Chairman of the Board and Patrik Nolåker as Vice Chairman of the Board.
- To pay a Board fee of SEK 870,000 to the Chairman, SEK 590,000 to the Vice-Chairman and SEK 365,000

to each of the other directors elected by the Annual General Meeting. Fees shall be paid to the Audit Committee in a total amount of SEK 165,000, with SEK 110,000 being paid to the committee chairman and SEK 55,000 to the other member. In addition, fees shall be paid to the Remuneration Committee in a total amount of SEK 50,000, with SEK 30,000 being paid to the committee chairman and SEK 20,000 to the other member.

- To pay a dividend of SEK 1.20 per share.
- That the Nominating Committee shall be made up of representatives of the three biggest shareholders, based on the ownership details on 31 January 2024.
- To issue warrants under the incentive programme LTIP 2024 to a number of persons holding senior positions within the Company.
- To authorise the Board, during the period until the 2024 AGM, to resolve on the issue of new shares amounting to no more than 10 percent of the number of shares in the Company.
- To issue warrants in connection with LTIP 2022.

The minutes from the 2024 AGM are available on Systemair's website at: <https://group.systemair.com/investor-relations/corporate-governance/agm/>

## Internal control related to financial reporting

### Board of Directors' Report on internal control in the financial year 2024/25

Under the Swedish Companies Act and the Swedish Code of Corporate Governance, the Board is responsible for internal control. This report has been drawn up in accordance with

the Swedish Annual Accounts Act. It describes how the internal control of financial reporting is performed. The Audit Committee thus plays an important role in quality assuring financial reporting, which includes issues of internal control and compliance, verification of reported amounts and estimates and other issues that could influence the quality of the financial disclosures. Internal control is based on the structure in the framework for internal control referred to as the COSO model (Committee of Sponsoring Organization of the Treadway Commission).



## Control environment

Effective work by the Board of Directors is the basis of good internal control. The control environment at Systemair is characterised by short pathways between Group Management and the operational units. The Board of Directors has adopted several key documents to create and maintain a smoothly functioning control environment that is relevant to financial reporting. These include the Board of Directors' rules of procedure, instructions for the CEO and a financial policy. Financial manuals, instructions and guidelines for financial reporting are prepared and updated continuously by the Parent Company's controller organisation. An Audit Committee has been established within the Board of Directors. Its task is to ensure compliance with and development of policies adopted regarding financial reporting and internal control. The committee also maintains day-to-day relationships with the Company's auditor. The Audit Committee and the Board include accounting and auditing issues as a regular item on the agenda at the four Board meetings at which the quarterly reports are discussed.

## Risk assessment

Systemair's Board of Directors is responsible for identifying and managing material financial risks and risks of errors in financial reporting. With respect to financial reporting, the primary risk is deemed to be material errors arising in the disclosures of the Company's results and position. The Board, Audit Committee and management continuously assess the reporting from a risk viewpoint, in which comparisons of income statement and balance sheet items with previous disclosures and budgets provide an important support. In addition, regular risk assessments are conducted in connection with strategic planning, budgeting, forecasting and acquisition activities.

## Control activities

Important instructions and guidelines for financial reporting are prepared and updated continuously by the Group's central controller organisation and are readily accessible on the Group's intranet.

All companies in the Group report five working days after the end of the month via a common group consolidation and reporting system so that, for example, any deviations or errors can be detected early and corrected.

At the end of the accounting period, the Group comprised

around 90 subsidiaries that for the most part are owned directly by the Parent Company, Systemair AB. The subsidiaries are legal entities with their own detailed income statements and balance sheets. Each individual subsidiary reports to the Parent Company on a monthly basis, where consolidation at Group level is performed.

Central controllers are directly responsible for following up a number of companies that they continuously monitor and analyse. Outcomes are reviewed regularly against plans and targets in consultation with representatives of the subsidiaries, business boards and Group Management.

For the majority of its subsidiaries, the Group has a common, wholly-integrated ERP system that serves as a highly efficient tool for management, control and follow-up. Major decisions on, for example, acquisitions, investments and significant contracts, are taken in line with clear decision-making methods and processes. In addition, every unit normally also receives regular visits by representatives of business boards and Group Management for ongoing assessment of internal control and financial reporting.

## Information and communication

The President and the CFO are jointly responsible for the accuracy and good quality of all information published externally, including quarterly reports, press releases and company presentations to meetings with analysts. The tasks of the Company's auditor include reviewing accounting issues that are material to financial reporting, and reporting their observations to the Board.

Each month, the Board receives a reporting package that includes the complete final accounts for each major subsidiary, as well as the consolidated accounts for the Group. Several key performance measures and benchmarks are also included; these enable the outcomes for the period to be compared with budget and the outcomes for preceding years.

The Board's rules of procedure govern which reports and which information of a financial nature will be presented on an ongoing basis, and to each Board meeting.

To promote awareness of policies and manuals among the Group's employees, information is available to all concerned on the Group's intranet. On that basis, to ensure that external information is accurate and comprehensive, the Board has adopted a Communication Policy.

## Follow-up

Systemair is characterised by simplicity in its legal and operational structure, and by smoothly functioning and well-established management and control systems. The Board, Remuneration Committee and Group Management monitor compliance with policies and guidelines adopted. At every Board meeting, the Company's financial situation is discussed, and prior to the publication of quarterly reports and annual reports, the Board goes through the financial information. Each month, Group Management and business boards review the performance of each subsidiary and discuss any deviations from plan with the CEO of the subsidiary concerned.

The tasks of the external auditors include annually supervising internal control in the Group companies. The auditors maintain continuous contact with and report directly to the Board. During the year, the controller organisation performed a number of internal audits of subsidiaries. This work adheres to a standardised model, in which various material issues associated with internal guidelines and policies are followed up.

Working procedures for internal audits are being developed continuously, and an annual plan for audit activities has been adopted and is under discussion by the Board.

## Internal audit

Systemair has a simple operating structure with excellent facilities for internal control. Compliance with the systems of governance and internal control developed by the Company is regularly followed up by the Group's controllers. In addition, ongoing follow-up is performed by the business boards and Group Management. Further control and follow-up is conducted by the Board of Directors.

Day-to-day dialogue between the Company and its external auditors, as well as the checks carried out by the above-mentioned bodies, are considered at present adequate in terms of ensuring that internal control remains effective. Every year, the Board assesses the need for internal auditing. To date, it has concluded that a separate internal auditing function would not deliver any material benefit. This judgement is assessed continuously, and a review will take place in the 2025/26 financial year.











# Group Management

## Anders Gustafsson

Vice President Global Supply Chain

**Education:** M.Sc. Mechanical Engineering, Linköping University of Technology

**Previous posts:** Production Director, Atlas Copco, Secoroc Division, SVP Supply Operations Konecranes PLC

**Holding:** 3,970 shares and 57,240 warrants

**Born:** 1964

**Employed since:** 2022

## Anders Ulff

CFO

**Education:** M.Sc. Business Administration, Uppsala University

**Previous posts:** Auditor and consultant, Ernst & Young; Financial Director, Systemair

**Holding:** 160,000 shares and 46,000 warrants

**Born:** 1967

**Employed since:** 1999

## Roland Kasper

President and CEO

**Education:** Energy and Heating Technology Engineering Diploma, University of Applied Sciences, Giessen, Germany

**Previous posts:** Marketing and Sales Manager Systemair AB, Product and Market Manager at FläktWoods AB and ABB Ventilation Products GmbH

**Holding:** 92,800 shares and 90,000 warrants

**Born:** 1969

**Employed since:** 2007

## Olle Glassel

Vice President Sales

**Education:** Qualified Ventilation Engineer, Diploma in Business Administration

**Previous posts:** MD, Systemair Ltd, United Kingdom, Sales Director, Systemair, Sweden

**Holding:** 53,800 shares and 63,000 warrants

**Born:** 1966

**Employed since:** 2002

## Bjørn-Osvold Skandsen

Vice President Marketing, Director Frico and MD Systemair AS, Norway

**Education:** M.Sc. in Mechanical Engineering, Norwegian University of Science and Technology and MBA in Brand Management, Norwegian School of Economics

**Previous posts:** Director of Technology and Marketing at GK Inneklima, Head of Technical Support at Systemair Group and Head of Sales at Systemair Sweden

**Holding:** 3,200 shares and 74,700 warrants

**Born:** 1973

**Employed since:** 2018, 2000–2006

## Martin Dahlgren

Vice President Products and Technologies

**Education:** M.Sc. Fire Protection Engineering, Lund University of Technology; Master of Business Administration, Vienna University of Economics and Business

**Previous posts:** Vice President Global Operations, Product Management & Development E&FT, Nederman; Vice President Business Area Commercial Ventilation, Swegon; Vice President Business Area Hard flooring, Tarkett; Various Management roles, IKEA Industry

**Holding:** 6,000 shares and 48,000 warrants

**Born:** 1966

**Employed since:** 2023

## Ulrika Hellman

Vice President M&A

**Education:** Master of Business Administration, Stockholm School of Economics

**Previous posts:** Head of M&A and Business Development, ASSA ABLOY Global Solutions, Head of M&A AddLife, Strategy & M&A Sandvik Materials Technology, Client Executive Swedbank Large Corporates & Institutions, Head of TMT-sector team Swedbank Corporate Finance, Director Group M&A Telia Company, Manager KPMG Corporate Finance, Institutional Sales and Equity research Swiss Bank Corporation

**Holding:** 3,000 shares

**Born:** 1969

**Employed since:** 2024







# Board of Directors

## Niklas Engström

Director  
CEO and Director, RVM Systems

**Education:** MBA International Business Academy (IBA), Stockholm University

**Previous posts:** Head of Subsidiary and Vice President Business Development, Systemair

**Holding:** 6,484

**Born:** 1978

**Elected to the Board:** 2021

**Independent:** No

## Ricky Sten

Employee Representative  
Materials Handler

**Born:** 1968

**Elected to the Board:** 2014

## Gerald Engström

Chairman of the Board  
Director, Hanza Holding and Bluefish Pharmaceuticals AB

**Education:** Upper secondary school qualification in Engineering, Business Studies at Stockholm University

**Previous posts:** President and Chief Executive Officer of Systemair AB and President of Ziehl-ebm AB etc.

**Holding:** 89,076,648 (shares owned by Färna Invest AB)

**Born:** 1948

**Elected to the Board:** 1974

**Independent:** No

## Carina Andersson

Director  
Chair of the Board of Carbomax AB.  
Director, LKAB and Papershell AB.

**Education:** M. Sc. Mining Engineering, Royal Institute of Technology, Stockholm

**Previous posts:** Senior position at Sandvik AB, President, Ramnäs Bruk AB and Scana Ramnäs AB

**Holding:** 4,000

**Born:** 1964

**Elected to the Board:** 2015

**Independent:** Yes

## Gunilla Spongh

Director, Chair, Bluefish Pharmaceuticals.  
Director, AQ group, Byggmax group, Consivo group, Meds Apotek, Momentum group, Lernia, ViaCon, OptiGroup, Dacke Industri and Saferoad.

**Education:** M.Sc. Industrial Economics, Institute of Technology at Linköping University

**Previous posts:** CFO Preem, Head of International Affairs and CFO Mekonomen Group

**Holding:** 4,000

**Born:** 1966

**Elected to the Board:** 2019

**Independent:** Yes

## Daniel Wilhelmsson

Employee Representative  
Electrical engineer

**Born:** 1973

**Elected to the Board:** 2023

## Patrik Nolåker

Vice-Chairman of the Board  
Chairman of the Board of RVM Systems, Saferoad Group, ViaCon Group and Fibro Group. Director, iMPREG.

**Education:** Upper secondary qualification in Engineering, and MBA from the Maastricht School of Management

**Previous posts:** CEO at Dywidag Systems International S.a.r.l. and Alimak Hek Group; senior positions at Atlas Copco and ABB

**Holding:** 40,000

**Born:** 1963

**Elected to the Board:** 2016

**Independent:** Yes

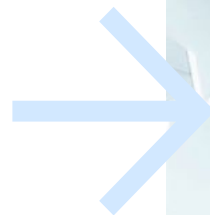




# Risk Management

Systemair's business involves risks that to a varying extent may adversely affect the Group. These risks may in the short and the long term affect the Company's ability to achieve set goals according to the Company's business plan. Systemair operates a risk management process that involves key functions and Group Management to ensure that risks are managed appropriately.

A summary of Systemair's risks is presented below, along with the risk control measures taken to mitigate these risks. The summary shows the trend of risk and the level of risk on a scale of 1 to 10, where 1 is no risk and 10 is very high risk. The level of risk is a balance of probability and actual impact. More information on our risks and risk management is provided in Note 2, on pages 77–78. Systemair also reports its physical climate-related risks in the Sustainability Report on page 114.





Risk category	Risk	Description	Level of risk	Trend of risk	Risk control measures
Strategic and market-related risks	Market and macroeconomic trends	The risk of weaker customer demand and negative macroeconomic growth, together with a decline in the general economy. For example, the risk of a contraction in new construction due to higher interest rates, stock market performance, political decisions and the like.	5	→	Systemair's global positioning provides a broad spread of risk that minimises the impact of individual macroeconomic events. The risk lessened slightly compared to the previous year. Traditionally, the renovation market expands when the general economy weakens. Systemair is working actively on various growth initiatives to enable the Company to grow faster than the market. In the longer term, strong forces are in play, driving energy efficiency in buildings in many parts of the world. This is reducing the risk of major impact from a deterioration in the macroeconomic situation.
	Trade policy and geopolitics	The risk of reduced customer demand arising from trade policy decisions, tariffs and geopolitical instability.	4	↗	The risk of geopolitical instability is regarded as generally high and showing a rising trend. Introduction of tariffs and similar trade barriers is under continuous surveillance in an effort to minimise any negative impact on Systemair's sales and profitability. From a longer term product perspective, Systemair takes an active role through leading positions in several industry organisations to gain information early and to be able to influence future decisions.
	Product liability	The risk that existing and newly developed products do not meet requirements and specified quality, performance and safety levels.	3	→	Systemair tests and quality assures all its products. The Company maintains comprehensive global product liability insurance cover. Materials purchased are subject to ongoing quality checks to ensure that the components we are using are up to standard. Group-wide information systems facilitate information-sharing between companies and functions in the Group so that the latest information is available where it is needed. Quality, performance and product safety are high priorities at Systemair.
	Compliance with product requirements	The risk of Systemair lacking or losing important certifications, or the absence of proper documentation, resulting in reduced sales.	5	↗	For several years, Systemair has had a Public Affairs function tasked with informing the organisation in good time regarding upcoming laws and regulations that affect our products. Drawing on our long experience and expertise, the function also actively strives to influence future legislation and regulations to the benefit of the industry as a whole and the actors in the value chain. Systemair identifies a rising trend for new certifications, regulations and generally increasing documentation requirements that could affect smaller players in the industry in particular, while larger players such as Systemair have an adequately sized organisation in place to handle such requirements.
Risk category	Risk	Description	Level of risk	Trend of risk	Risk control measures
Business ethics risks	Corruption	The risk of corruption or bribery. Systemair works in the construction industry on a global front, where the risk of corruption is considered high in some of the countries where we operate.	5	→	Via activities such as training, workshops and information about the Company's Code of Conduct, Systemair focuses actively on reducing the risk of corruption. An Anti-Corruption Policy is in place, as well as a specific online anti-corruption programme that is mandatory for all company officials. With increasing growth and presence in countries with a generally higher risk of corruption, the risk is still regarded as medium.
	Sanctions	The risk of sanction breaches by doing business with sanctioned countries, companies or individuals.	4	→	Systemair focuses actively on its responsibilities for ethical business and on preventing breaches of sanctions. A Responsible Sales Policy is in place, and updated as needed, to ensure that Systemair acts in a responsible way and keeps up with the latest information on sanctions. When establishing new business relationships, the Company also conducts a screening process regarding any sanctions.

Risk category	Risk	Description	Level of risk	Trend of risk	Risk control measures
Operational risks	Product availability	The risk of not being able to provide requested products at the right time, and in the quantity and quality required.	3	→	The risk is assessed as low overall, with the trend likely to remain unchanged going forward. Wars and geopolitical instability continue to pose a logistical risk in terms of incoming materials. Systemair strives continuously to minimise risks regarding production materials, for example by having agreements with two suppliers for the same critical product. Systemair uses Sales and Operations Planning (S&OP), where key functions take part in regular meetings for more proactive adaptation of the business to both opportunities and challenges in the customer and supplier chain.
	Production facilities	The risk of serious disruption of production at Systemair's production facilities.	4	→	Production may be affected by several factors, including infrastructure-related problems, personnel issues and events that are beyond our control, such as natural disasters. To reduce the risk of disruption of production, all three factors are actively addressed. In addition, Systemair maintains insurance cover and emergency response plans, including crisis management plans, drills and communication plans, which are updated annually. Fire protection is assessed and upgraded on an ongoing basis.
	IT infrastructure	The risk of serious disruption in the Group's IT systems. Disruptions in critical systems may have a major impact on day-to-day operations.	5	→	Systemair continuously works on improving processes and systems to increase operating reliability. The Company's project to migrate the ERP system to a cloud-based solution is progressing as planned, with a slightly higher risk of IT disruption short term. In the long run, a cloud-based solution will enhance security and availability. Essential investments are made on an ongoing basis to upgrade IT systems to assure security. IT Systems are regularly reviewed by in-house personnel, as well as by external auditors and consultants. Training in IT security is provided to reduce the risk of employees falling victim to attacks such as phishing.
Risk category	Risk	Description	Level of risk	Trend of risk	Risk control measures
Financial risks	Foreign exchange risk – transaction exposure	Major transactions are made in currencies such as EUR, which represents a currency exposure.	5	↗	Currency hedging is arranged for periods to cover around 50 percent of the EUR/SEK exposure. An internal quarterly process is in place and established to analyse the need for price changes to customers, in response to changes in component prices and exchanges rates. The trend of risk is increasing slightly as Systemair expands in markets outside Europe. To mitigate the risk, Systemair is investing in developing the Group's finance function.
	Foreign exchange risk – translation exposure	Foreign assets and liabilities are translated to Swedish kronor on consolidation.	3	→	Major investments are normally financed by borrowing in the currency concerned.
	Borrowing and interest rate risk	The risk that sharply changing circumstances in a company's market give rise to problems in raising new loans. Significantly lower interest rates may lead to weaker earnings for the Group.	3	→	Financial risk management is discussed regularly by the Audit Committee and the Board. Financing in the Group has for the most part been centralised within the Parent Company. The risk level has been lowered as Systemair's gearing is low and government interest rates were reduced during the year.
	Credit and liquidity risk	The risk that a customer will be unable to fulfil its payment obligations.	3	→	Strict credit policies are applied and there is no major concentration of credit risk. Systemair works actively on improving routines and processes for creditworthiness assessment and payment. During the year, a financial export policy was developed with clearer guidelines to reduce the risk of credit losses in export markets.
	Business combinations	In the case of acquisitions, a risk is attached to the valuation of the targets relative to the object selected. Integrating acquired businesses can be a complex and demanding process.	4	→	There is no guarantee that an acquisition will be successful, even if Systemair has long experience in the field. Annual impairment tests are applied to acquired goodwill. If the carrying amounts are not considered justified in such tests, an impairment loss may be recognised, which will affect the Group's earnings. The due diligence process in procurement is continuously developed to assess and manage risks.





# Directors' Report

## Description of the business and financial information

### General

The Board of Directors and Chief Executive Officer of Systemair AB (publ), corporate identity number 556160-4108, hereby present the Company's annual accounts and consolidated accounts for the 2024/25 financial year, the Company's 52nd year of operations. Systemair AB (publ) has its registered office and headquarters in Skinnskatteberg, Sweden.

The Group's main brands are Systemair, Frico, Fantech and Menerga. Systemair offers a standardised, comprehensive range of ventilation products, including air handling units, fans and air distribution products, with the emphasis on simplifying life for our customers, ventilation contractors.

Frico specialises in air-based heating systems such as air curtains, fan heaters and radiant heaters.

Fantech is the brand used in North America. Products include fans and other ventilation products, as well as air handling units with heat recovery for single-family homes.

Menerga's operations are based on air handling units for swimming pools, as well as comfort and extra high-efficiency process ventilation equipment.

With production facilities in 18 countries and a total of more than 300,000 m<sup>2</sup> of floor space for production and storage, Systemair is a significant international player in its product areas. Systemair's products are marketed via the Group's own sales companies in 51 countries and via agents and distributors in a further approximately 80 countries. The Group's customers consist primarily of ventilation contractors and distributors of ventilation and electrical products.

### The Systemair Share

At the financial year-end, the share capital was SEK 52.0 million, represented by 208,000,000 shares with the same number of votes. The quota value is SEK 0.25 per share. Since 12 October 2007, Systemair shares (ticker code: SYSR) have been quoted on the Large Cap List of the Nasdaq OMX Nordic Exchange in Stockholm. The Company had 8,444 shareholders at the financial year-end.

In April 2025, the Board of Directors of Systemair AB resolved, as authorised by the Annual General Meeting held on 29 August 2024, to buy back shares in the Company on Nasdaq Stockholm. The buyback is intended to fulfil the obligations arising from Systemair's share- and performance-based programmes, i.e. to ensure delivery of performance shares to the participants. The buyback was administered by Svenska Handelsbanken AB.

The buyback of 320,000 shares was carried out in April 2025. The buyback was conducted on Nasdaq Stockholm in accordance with applicable rules. The total cost of the buyback was SEK 23.5 million. The shares were paid for in cash. Systemair did not hold any of the Company's shares in treasury at the point in time before the buyback. The number of shares in issue, excluding Systemair's holding of 320,000 shares in treasury, was 207,680,000 at the end of the financial year.

### Board of Directors and Group Management

In the period until the 2024 AGM, Systemair's Board of Directors comprised five members: Carina Andersson, Gerald Engström (Chairman), Niklas Engström, Patrik Nolåker (Vice Chairman) and Gunilla Spongh, all elected by the AGM. At the 2024 AGM, all sitting members were re-elected. Gerald Engström was re-elected as Chairman of the Board and Patrik Nolåker as Vice Chairman.

Group Management consists of CEO Roland Kasper, who is also CEO of the Parent Company, Anders Ulf - CFO, Olle Glassel - VP Sales, Anders Gustafsson - VP Global Supply Chain, Björn-Osvald

Skandsen - VP Marketing & Frico, Ulrika Hellman - VP M&A and Martin Dahlgren - VP Products & Technology.

In April 2025, Systemair's Board of Directors announced that it had agreed that CEO Roland Kasper would leave Systemair. The process of recruiting a new CEO is ongoing and Roland will remain in his role until a new permanent CEO is appointed.

### Group

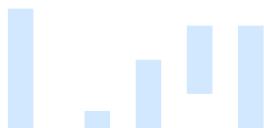
#### Sales and profit

Consolidated sales totalled SEK 12,301 million (12,257), 0.4 percent higher than in the preceding financial year. Adjusted to take account of foreign exchange effects and acquisitions, net sales rose by 2.0 percent. Growth arising from acquired operations was 0.4 percent, while foreign exchange effects reduced the value of sales by 2.0 percent in the financial year.

Sales in the Nordic region rose 1.7 percent over the year. Adjusted for foreign exchange effects, sales rose by 3.2 percent. The Norwegian market is the biggest in the region, with sales of SEK 765 million. Sales in Norway fell by 1.4 percent during the year, but rose in the Swedish, Danish and Finnish markets.

In Western Europe, sales declined by 1.3 percent. Adjusted for foreign exchange effects, sales decreased by 0.2 percent. The biggest market in the region, and also overall for the whole Group, is Germany, where sales declined by 8.4 percent. Other major markets in Western Europe that showed good growth during the year were, above all, Ireland, Italy, Portugal and Belgium.

Eastern Europe and CIS showed an increase of 1.0 percent over the year. The Czech Republic, Azerbaijan and Serbia grew, while Slovenia and Slovakia declined. Adjusted for foreign exchange effects, sales rose by 3.4 percent.





Sales – Geographic breakdown	2024/25				2023/24	
	May-Apr	% of total	change	Of which, organic	May-Apr	% of total
Nordic region	2,109.0	17%	1.7%	3.2%	2,074.3	17%
Western Europe	5,392.1	44%	-1.3%	-0.2%	5,465.3	44%
Eastern Europe & CIS	1,450.3	12%	1.0%	3.4%	1,436.3	12%
North America	1,489.5	12%	2.2%	5.0%	1,457.8	12%
Middle East, Asia, Australia and Africa	1,860.6	15%	2.1%	3.5%	1,822.9	15%
<b>Total</b>	<b>12,301.5</b>	<b>100%</b>	<b>0.4%</b>	<b>2.0%</b>	<b>12,256.6</b>	<b>100%</b>

Sales in the North American market increased by 2.2 percent compared to the preceding year. The Canadian market, above all, showed growth during the financial year, while the USA market declined. Adjusted for foreign exchange effects, sales rose by 5.0 percent.

Sales in the Middle East, Asia, Australia and Africa increased by 2.1 percent during the year. Adjusted for foreign exchange effects and acquisitions, sales rose by 3.5 percent. India, Australia and Malaysia showed good growth during the year.

## Profit

Operating profit for the financial year totalled SEK 1,100.4 million (963.0). The operating margin was 8.9 percent (7.9). Adjusted operating profit totalled SEK 1,125.4 million (1,085.0), corresponding to an adjusted operating margin of 9.1 percent (8.8). The adjustment items include an impairment of SEK 11.8 million of goodwill, bad debt losses of SEK 13.9 million in the Czech Republic and Morocco, acquisition of sales agents in Germany valued at SEK 27.1 million and a capital gain of SEK 27.8 million on the sale of Menerga's production property in Germany. Selling and administration expenses totalled SEK 3,374.2 million (3,214.9), an increase of SEK 159.3 million. Acquisitions contributed SEK 12.9 million of the increase in costs

in the quarter. As a result, selling and administration expenses in like-for-like units rose by SEK 146.4 million, or 4.6 percent. Selling expenses were charged with SEK 28.5 million (13.7) for anticipated bad debts. Financial income, consisting of interest income, totalled SEK 19.4 million (12.3). Financial expenses for the year totalled SEK -177.0 million (-110.9). Interest charges on external loans totalled SEK -55.7 million (-83.3), with interest charges on leases amounting to SEK -16.4 million (-13.6). The tax expense for the year amounted to SEK -256.6 million (-210.6), representing a tax charge of 27.2 percent (24.4), based on the profit after financial items.

## Investments

Total investments for the financial year amounted to SEK 520.9 million (448.9), net of disposals. Gross investments in new construction and machinery totalled SEK 456.4 million (386.6), net of divestments. Acquisitions and formerly withheld purchase considerations totalled SEK 33.0 million (37.7). Depreciation and amortisation of non-current assets amounted to SEK 299.4 million (291.4). Depreciation attributable to right-of-use assets totalled SEK 149.6 million (122.4). Impairment losses for the year totalled SEK 11.8 million (8.3).

## Acquisitions, disposals and new operations

In May 2024, PHEM Engineering Sdn Bhd, of Malaysia, a manufacturer of ventilation products, was acquired. At the time of acquisition, the company had 40 employees and for the last financial year ending in March 2024, sales equivalent to SEK 47 million.

Net sales for the acquired company between acquisition and the financial year-end totalled SEK 55.5 million. Operating profit for the corresponding period was SEK -0.5 million. For more information regarding acquisitions and their impact on the Group's cash and cash equivalents, see Note 33.

## Personnel

The average number of employees in the Group was 6,555 (6,453). At the financial year-end, Systemair had 6,729 employees (6,616), 113 more than a year earlier. Acquired companies added a total of 60 employees. New recruitments mainly took place in India (47), Slovenia (32) and Koolair in Spain (30). Personnel cutbacks mainly took place in Canada (-47) and South Africa (-21).



## Cash flow and financial position

Cash flow from operating activities, before changes in working capital during the year, totalled SEK 1,332.0 million (982.3). Changes in working capital, mainly consisting of increased inventories and decreased other current liabilities, affected cash flow by SEK -151.5 million (+350.9). Cash flow from financing activities totalled SEK -614.2 million net (-898.1), as a result of lower net borrowing. Interest-bearing liabilities on the balance sheet date, translated to Swedish kronor, totalled SEK 1,293.0 million (1,462.2). Net indebtedness at year-end was SEK 901.0 million (1,070.2). Net debt through EBITDA was 0.56 (0.76). The consolidated equity/assets ratio was 61.5 percent (57.7) at the financial year-end. The target adopted by the Board for the equity/assets ratio – 30 percent or more – was comfortably achieved.

## Group's financial policy

Systemair has established subsidiaries with operations in 51 countries and our own production facilities in 18 of them. Systemair products are sold in around 135 countries worldwide. The Group's financial risk-taking is governed by mandates approved by Systemair AB's Board of Directors. Financial management at an overarching level is conducted in the Parent Company, which is also responsible for overseeing compliance with the Group's financial policy. The objective of the financial management function is to ensure that the supply of capital and liquidity is secured. Financial risk exposures are kept within the mandate approved by the Board. The purpose of the Group's financial policy is to establish a clear allocation of responsibilities

and to set out guidelines and rules defining which financial risks are acceptable within the Group and how such risks should be managed.

All financing operations for the Group, in the form of risk and foreign exchange management, together with borrowing, are conducted centrally by the Parent Company in Skinnskatteberg. The Group's financial policy serves as the framework not only for financial risks management but also for financial activities in general. Payments and cash flows are managed via central Group accounting systems. Systemair AB has provided short- and long-term loans to its subsidiaries. The value of these loans, translated into Swedish kronor, was SEK 1,718.2 million (1,658.0) on the balance sheet date.

## Exposure to Russia, Ukraine and Belarus

At the financial year-end, the number of employees in Russia, Ukraine and Belarus totalled 221. Systemair's sales in the region represent 1.1 percent of the Group's total sales over the financial year.

There are 12 local sales offices and associated warehouses in Russia. In Moscow, there is a production facility with associated land, which, after impairment, is recognised at SEK 46.5 million. Goodwill and other non-current assets are fully amortised. Working capital, mainly in the form of inventories and cash, totals SEK 101.1 million. At present, it is not possible for these assets to be taken out of Russia. The Company's costs have been continuously adjusted to the declining volume of sales.

## Risks and uncertainties

In its business, Systemair is exposed to strategic, operational, financial and compliance-related risks. Strategic risks are mainly associated with reduced sales due to macroeconomic and geopolitical developments. Operational risk factors include supply chain disruptions and IT-related risks. The financial risks that Systemair has identified in its business consist of foreign exchange risk, borrowing and interest rate risk and credit risk and liquidity risk, as well as risks arising from business combinations. Business ethics risks include low-probability but high-impact risks such as, for example, corruption and violations of human and labour rights. Systemair's material risks and uncertainties are described in more detail in Note 2.

## Financial summary

Over the past ten years, growth in Group sales has averaged 7.9 percent annually. The average annual operating margin (EBIT) has been 7.5 percent over the same period, but with a positive trend in recent years. The average equity/assets ratio over the past ten years has been 48.3 percent. Of total Group sales, 95 percent (95) are to customers outside Sweden. Further information on changes in the Group's financial performance is provided in the summary of key performance measures, after the notes to the income statements and balance sheets. For more key performance measures and information on how they are calculated, see pages 105–106 and Systemair's website at: [group.systemair.com/investor-relations/information/financial-data/](http://group.systemair.com/investor-relations/information/financial-data/)

### Five-year summary

	2024/25	2023/24	2022/23	2021/22	2020/21
Net sales	12,301	12,527	12,058	9,634	8,519
EBIT	1,100	963	1,401	770	677
Operating margin	8.9%	7.9%	11.6%	8.0%	7.9%
Equity/assets ratio	62%	58%	55%	46%	48%
Return on capital employed	15%	14%	20%	15%	13%
Average number of employees	6,555	6,453	6,299	6,358	5,864





## Outlook

Systemair's order intake and level of activity are good in several important markets, while there is potential for recovery in a number of other markets.

Systemair recognises potential for favourable market developments although uncertainty surrounds a number of geopolitical factors. With the market's broadest product programme in energy-efficient ventilation, Systemair enjoys excellent prospects for long-term, profitable growth. A local presence of sales companies and local warehouses in many markets, combined with a regional production strategy, means that we are well equipped even in times of geopolitical uncertainty.

## Seasonal factors

Systemair's business operations are subject to seasonal fluctuations. Activity in the autumn is normally higher, as a great deal of construction activity is completed before winter. In addition, during the cold periods of the year, demand for heating products rises, while the reverse applies to air conditioning products. Normally the second quarter – August to October – is Systemair strongest period in terms of sales.

## Financial targets

Systemair has established the following financial targets:

- Average annual growth in sales over a business cycle should be no less than 10 percent.
- The average operating margin over a business cycle should be no less than 10 percent.
- The Group's equity/assets ratio should not fall below 30 percent.
- The dividend is to be set at approximately 40 percent of profit after tax.

## Guidelines on remuneration to senior executives

The Board of Directors has proposed the following guidelines on remuneration to senior executives, for the period beginning with the 2025 Annual General Meeting. These guidelines also comply in the main with those adopted at the AGM in the preceding year.

Remuneration to senior executives shall – based on the conditions in the market in which the Company operates and the environment in which the particular executive works – be competitive, enable the recruitment of new executives and motivate senior executives to remain with the Company. "Senior executives" refers to the President and other members of Group Management.

The system of remuneration shall consist of a fixed salary and pension, but may also include variable salary and benefits such as, for example, a company car. In addition to the above, special incentive programmes approved by the AGM may apply. Fixed salary and benefits are to be determined individually based on the aforementioned criteria and the specific competence of the executive.

Variable pay is based on the Company's performance, with the aim of promoting the Company's strategy, long-term value creation and sustainability. The variable portion is paid as a proportion of the fixed salary and may amount to no more than 40 percent of the annual salary for the Chief Executive Officer, 25 percent for other senior executives and 15 percent for other key individuals.

As a principle, pensions shall be premium-based and shall not exceed 35 percent of the basic salary. The size of the pension shall adhere to the same criteria as above. The Board is entitled to depart from these guidelines if justified in any particular case.

## Notice of termination and severance payments

The President's employment may be terminated with 12 months' notice by the Company or six months' notice by the President. For other senior executives, the period of notice is as stated in the applicable collective bargaining agreement or is no more than 12 months from the Company or six months from the employee. No other agreements entitle the President or other senior executives to severance pay.

## Share-based and share-price-based incentive programmes

The Annual General Meetings of 2021, 2022 and 2023 resolved to approve warrant programmes for senior executives. The warrants were transferred to the participants at a price corresponding to their market value, calculated via an external independent valuation based on an accepted valuation model (Black-Scholes). The programmes operate for four years. During the financial year, 63,000 warrants were repurchased, at the



Outstanding programmes	Number of warrants	Equivalent number of shares	Percentage of total no. of shares	Redemption price	Redemption period
LTIP 2023	357,500	357,500	0.2%	77.50	17 Aug 2026–30 Sep 2027
LTIP 2022	485,740	485,740	0.2%	58.30	18 Aug 2025–30 Sep 2026
LTIP 2021	532,000	532,000	0.3%	98.20	19 Aug 2024–30 Sep 2025
<b>Total</b>	<b>1,375,240</b>	<b>1,375,240</b>			
Share-based incentive programmes	Max. no. of investment shares	Max. no. of performance shares			Allocation date
LTIP 2024	120,000	640,000	0.3%		Q1 2027 (Aug 2027)
<b>Total</b>		<b>2,015,240</b>	<b>1.0%</b>		

lower of cost or market value, from employees who had left the organisation.

Systemair also has a share incentive programme currently in operation for around 70 senior executives and key employees based on the participants investing their own money in shares. For each investment share, a maximum of five performance shares may be obtained, representing a maximum of 600,000 shares, or approximately 0.3 percent of the total number of shares. An additional 40,000 shares may be issued as compensation for any dividends paid during the period. Participants are awarded performance shares subject to continued employment and the fulfilment of performance conditions. The performance conditions are based on the total shareholder return for the Systemair share, organic growth, operating margin and sustainability-based targets. Performance shares will be allocated after publication of the interim report for the May–July 2027 period.

## Product development

At Systemair, it is crucial to continuously develop energy-efficient and long-term sustainable ventilation products. As a result, it is important to grasp market opportunities and customer needs in terms of improved indoor climate and increased safety. In addition, products and related product declarations are subject to increasingly stringent requirements in several areas.

Systemair's technology organisation consists of around 250 engineers and technologists with expertise in various fields. Work is shared among 21 development teams in 15 countries, 11 of which have technology centres with facilities for advanced testing. In the past year, a project office was established and work to further streamline and standardise

processes is ongoing. In addition, coordination between different units has been highlighted as an important factor in increasing the effectiveness of development work. We are continuing to develop standardised product platforms at several factories and establishing better coordination between the disciplines of development, production, purchasing and logistics for greater efficiency.

Every year, Systemair's 21 development teams in 15 countries spend around 440,000 hours developing new or improved products and services. The salary cost represents around 2 percent of sales.

## Sustainability work

Sustainability matters have long had a central and natural role at Systemair. The importance of good indoor air quality is increasing and society depends on healthy and good air via energy- and resource-efficient solutions for ventilation, heating and cooling. Our solutions play an important part in our commitment to contribute to a more sustainable planet. Sustainability is an important part of our strategy and an increasingly integral part of our business. Our sustainability framework focuses on four areas that contribute to progress in ten of the Sustainable Development Goals. Systemair's sustainability strategy is presented on pages 24–33.

Systemair's Sustainability Report, published annually as an integral part of the Company's Annual Report, is prepared on a consolidated basis. The scope of the sustainability report is the same as for the financial statements and thus covers the period 1 May 2024 to 30 April 2025. Systemair is working on implementation of the EU's new legislation on sustainability reporting, the Corporate Sustainability Reporting Directive (CSRD).





This year, Systemair's sustainability report follows the structure of CSRD. In accordance with Section 6, subsection 11 of the Swedish Annual Accounts Act, Systemair has drawn up a Sustainability Report for the Parent Company and the Group. This is provided on pages 22–35, 56–58, 107 and 126–132 of this Annual Report and at <https://group.systemair.com/investor-relations/reports-and-presentations/>. The scope of the complete sustainability report is described in the ESRS and GRI Index on pages 144–148. A statement by the Auditor's confirming that Systemair has drawn up a statutory sustainability report appears on page 149.

### Quality and environmental management systems

Of the Group's 26 manufacturing sites, 25 are ISO 9001 certified. Only one of the facilities, in Canada, is not certified. Systemair attaches great importance to strict compliance with legal requirements in the environmental area. Environmental issues and environmental conservation remain a priority, and we focus on constantly refining methods and procedures to reduce environmental impact. Of the Group's 26 manufacturing facilities, 15 are ISO 14001 certified, 58 percent of the total. In Systemair's view, the Group's manufacturing facilities and operations meet the requirements of all environmental laws and regulations that materially apply to the Company.

### Parent Company

The Parent Company's net sales for the financial year totalled SEK 213.5 million (192.7). Operating profit was negative, at SEK -221.1 million (-202.0). The Parent Company had 74 employees (67). The core business of the Parent Company consists of intra-Group services.

### Events since the end of the financial year

No significant events have occurred since the end of the financial year.

### Proposed appropriation of profits

Available for distribution by the Annual General Meeting:

Share premium reserve	SEK 35,206,751
Fair value reserve	SEK -5,167,245
Profit brought forward	SEK 1,646,616,967
Net profit for the year	SEK 306,134,427
	SEK 1,982,790,900

The Board proposes that the Annual General Meeting, to be held on 28 August 2025, approve a dividend of SEK 1.35 (1.20) per share. Excluding shares currently held in treasury by the Company, this represents a total dividend payout of SEK 280.4 million (249.6). The proposed dividend corresponds to 41.3 percent of net consolidated profit.







# Financial Statements

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## Consolidated Income Statement

SEK m., 1 May–30 April	Note	2024/25	2023/24
Net sales	4, 5	12,301.5	12,256.6
Cost of goods sold	6	-7,837.6	-8,042.9
<b>Gross profit</b>		<b>4,463.9</b>	<b>4,213.7</b>
Other operating income	9	247.4	268.9
Selling expenses	6	-2,733.5	-2,616.7
Administration expenses	6, 7	-640.7	-598.2
Other operating expenses	10	-237.3	-375.9
Net gain on monetary items	32	0.6	71.2
<b>Operating profit/loss</b>	6, 8, 11, 12	<b>1,100.4</b>	<b>963.0</b>
Financial income	13	19.4	12.3
Financial expenses	14	-177.0	-110.9
<b>Profit after financial items</b>		<b>942.8</b>	<b>864.4</b>
Tax	15	-256.6	-210.6
<b>Profit for the year</b>		<b>686.2</b>	<b>653.8</b>
Attributable to:			
Parent Company shareholders		680.7	645.6
Non-controlling interests		5.5	8.2
Earnings per share, basic <sup>1</sup>	39	3.27	3.10
Earnings per share, diluted <sup>1</sup>		3.27	3.10
Average number of shares during the financial year, basic <sup>1</sup>		207,985,489	208,000,000
Average number of shares in issue during the financial year, diluted <sup>1</sup>		208,147,729	208,110,000

<sup>1</sup> Systemair AB has issued 2,015,240 warrants and performance shares to persons holding senior positions within the Company. For further information, see Note 11.

## Consolidated Statement of Comprehensive Income

SEK m., 1 May–30 April	Note	2024/25	2023/24
<b>Profit for the year</b>		<b>686.2</b>	<b>653.8</b>
<b>Other comprehensive income, net after tax</b>			
Items that have been, or may later be, transferred to profit for the year			
Translation differences, foreign operations		-278.6	43.2
Items that cannot be transferred to profit for the year			
Change in defined-benefit pensions, gross before tax		-4.1	-2.0
Tax on change in defined-benefit pensions		0.5	0.3
<b>Other comprehensive income, net after tax</b>		<b>-282.2</b>	<b>41.5</b>
<b>Total comprehensive income for the year</b>		<b>404.0</b>	<b>695.3</b>
Attributable to:			
Parent Company shareholders		398.5	687.1
Non-controlling interests		5.5	8.2



# Consolidated Balance Sheet

SEK m.	Note	30/04/2025	30/04/2024
<b>ASSETS</b>	22		
<b>Non-current assets</b>			
Intangible assets	4, 16		
Goodwill		965.5	1,025.8
Capitalised development costs		11.7	-
Brands, customer relationships		185.9	217.5
Other intangible assets		64.4	70.2
		<b>1,227.5</b>	<b>1,313.5</b>
Property, plant and equipment	4, 16		
Buildings and land		1,335.7	1,346.0
Plant and machinery		550.4	553.4
Equipment and tools		223.5	211.7
Construction in progress		173.3	242.6
		<b>2,282.9</b>	<b>2,353.7</b>
Right-of-use assets	8	411.8	373.3
Financial and other non-current assets			
Other securities held as non-current assets		1.5	1.7
Participations in associated companies	30	27.5	28.9
Deferred tax assets	15	182.6	159.8
Other long-term receivables	17	39.9	50.2
		<b>251.5</b>	<b>240.6</b>
<b>Total non-current assets</b>		<b>4,173.7</b>	<b>4,281.1</b>
<b>Current assets</b>			
Inventory	19		
Raw materials and consumables		966.0	1,004.0
Products in progress		166.5	172.4
Finished products		939.6	947.6
		<b>2,072.1</b>	<b>2,124.0</b>
Trade accounts receivable	20	2,283.6	2,471.1
Taxes recoverable		76.8	75.8
Other receivables		208.2	250.9
Prepaid expenses and accrued income	18	134.4	170.5
Other investments in securities etc.		5.0	5.0
		<b>2,708.0</b>	<b>2,973.3</b>
Cash and bank balances		421.0	414.3
<b>Total current assets</b>		<b>5,201.1</b>	<b>5,511.6</b>
<b>TOTAL ASSETS</b>		<b>9,374.8</b>	<b>9,792.7</b>

SEK m.	Note	30/04/2025	30/04/2024
<b>EQUITY AND LIABILITIES</b>	22		
<b>Equity</b>			
Share capital	21	52.0	52.0
Additional paid-in capital		12.4	12.8
Translation reserve		433.3	711.9
Profit brought forward, incl. profit for the year		5,262.6	4,868.8
<b>Equity attributable to Parent Company shareholders</b>		<b>5,760.3</b>	<b>5,645.5</b>
Attributable to non-controlling interests		7.9	8.3
<b>Total equity</b>		<b>5,768.2</b>	<b>5,653.8</b>
<b>Non-current liabilities</b>			
Non-current liabilities, interest-bearing	22	467.9	470.4
Lease liability	22	289.5	256.9
Provisions for pensions	26	32.2	27.3
Provisions for deferred tax liabilities	15	88.3	98.7
Other provisions	27	77.5	71.9
Other non-current liabilities	22	10.7	21.6
<b>Total non-current liabilities</b>		<b>966.1</b>	<b>946.8</b>
<b>Current liabilities</b>			
Current liabilities, interest-bearing	22	405.1	609.9
Lease liability	22	130.5	125.0
Trade accounts payable		976.9	938.7
Income tax liability		197.3	188.4
Other liabilities		452.9	625.8
Accrued expenses and deferred income	23	477.8	704.3
<b>Total current liabilities</b>		<b>2,640.5</b>	<b>3,192.1</b>
<b>Total liabilities</b>		<b>3,606.6</b>	<b>4,138.9</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>9,374.8</b>	<b>9,792.7</b>
Pledged assets	35		





# Statement of Changes in Equity – Group

SEK m.	Attributable to Parent Company shareholders				Non-controlling interests	Total equity
	Share capital	Additional paid-in capital	Translation reserve	Profit brought forward, incl. net profit for the year		
<b>Equity, 30 April 2023</b>	<b>52.0</b>	<b>10.4</b>	<b>668.7</b>	<b>4,534.6</b>	<b>6.8</b>	<b>5,272.5</b>
Dividends	-	-	-	-228.8	-2.0	-230.8
Profit for the year	-	-	-	645.6	8.2	653.8
Issue of warrants	-	2.4	-	-	-	2.4
Revaluation of purchase options	-	-	-	-80.9	-4.7	-85.6
Other comprehensive income	-	-	43.2	-1.7	-	41.5
<b>Equity, 30 April 2024</b>	<b>52.0</b>	<b>12.8</b>	<b>711.9</b>	<b>4,868.8</b>	<b>8.3</b>	<b>5,653.8</b>
Dividends	-	-	-	-249.6	-2.5	-252.1
Profit for the year	-	-	-	680.7	5.5	686.2
Issue of warrants	-	-0.4	-	-	-	-0.4
Buyback of own shares	-	-	-	-21.2	-	-21.2
Revaluation of purchase options	-	-	-	-12.5	-3.4	-15.9
Other comprehensive income	-	-	-278.6	-3.6	-	-282.2
<b>Equity, 30 April 2025</b>	<b>52.0</b>	<b>12.4</b>	<b>433.3</b>	<b>5,262.6</b>	<b>7.9</b>	<b>5,768.2</b>



# Consolidated Cash Flow Statement

SEK m., 1 May–30 April	Note	2024/25	2023/24
<b>Operating activities</b>			
Operating profit/loss		1,100.4	963.0
Interest received		15.3	10.0
Interest paid		-77.1	-101.9
Adjustment for non-cash items etc.	37	566.2	331.2
Taxes paid		-272.8	-220.0
<b>Cash flow from operating activities before changes in working capital</b>		<b>1,332.0</b>	<b>982.3</b>
<b>Changes in working capital</b>			
Inventory		-120.5	323.7
Current receivables		17.2	-131.9
Trade accounts payable		114.8	-76.7
Current liabilities		-163.0	235.8
<b>Cash flow from operating activities</b>		<b>1,180.5</b>	<b>1,333.2</b>
<b>Investing activities</b>			
Acquisition of subsidiaries	33	-33.0	-37.7
Disposals of subsidiaries	33	-	-1.3
Acquisitions of intangible assets		-7.9	-24.6
Acquisitions of property, plant and equipment		-456.4	-386.6
Sale of property, plant and equipment		47.1	60.5
Buyback of own shares		-23.5	-
<b>Cash flow from investing activities</b>		<b>-473.7</b>	<b>-389.7</b>
<b>Financing activities</b>			
Borrowings	22	121.5	141.4
Repayment of loans	22	-234.0	-687.1
Amortisation of lease liability	22	-149.0	-124.0
Dividend to shareholders		-252.1	-230.8
Payment for warrants		-0.4	2.4
Acquisition of non-controlling interests		-100.2	-
<b>Cash flow from financing activities</b>		<b>-614.2</b>	<b>-898.1</b>
<b>Increase/Decrease in cash and cash equivalents</b>		<b>92.6</b>	<b>45.4</b>
<b>Cash and cash equivalents at start of year</b>		<b>414.3</b>	<b>339.9</b>
<b>Exchange rate difference in cash and cash equivalents</b>		<b>-85.9</b>	<b>29.0</b>
<b>Cash and cash equivalents at end of year</b>		<b>421.0</b>	<b>414.3</b>



## Parent Company Income Statement

SEK m., 1 May–30 April	Note	2024/25	2023/24
Net sales	4	213.5	192.7
Cost of goods sold		-	-
<b>Gross profit</b>		<b>213.5</b>	<b>192.7</b>
Other operating income	9	13.4	19.1
Selling expenses		-168.0	-153.6
Administration expenses	7, 8	-135.5	-142.9
Other operating expenses	10	-144.5	-117.3
<b>Operating profit/loss</b>	11, 12	<b>-221.1</b>	<b>-202.0</b>
Result from financial investments			
Result from participations in Group companies	28	293.8	215.6
Other interest income and similar profit/loss items	13	83.8	136.5
Interest expense and similar profit/loss items	14	-104.7	-85.4
<b>Profit after financial items</b>		<b>51.8</b>	<b>64.7</b>
Appropriations	24	260.9	124.3
<b>Pre-tax profit</b>		<b>312.7</b>	<b>189.0</b>
Tax on profit for the year	15	-6.6	3.5
<b>Profit for the year</b>		<b>306.1</b>	<b>192.5</b>

## Parent Company Statement of Comprehensive Income

SEK m., 1 May–30 April	2024/25	2022/23
<b>Profit for the year</b>	<b>306.1</b>	<b>192.5</b>
Other comprehensive income, net after tax	0.0	0.0
<b>Total comprehensive income for the year</b>	<b>306.1</b>	<b>192.5</b>





# Parent Company Balance Sheet

SEK m.	Note	30/04/2025	30/04/2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Intangible assets	16		
Capitalised development costs		11.7	-
Licences and other intangible assets		18.2	23.6
		<b>29.9</b>	<b>23.6</b>
Property, plant and equipment	16		
Plant and machinery		0.8	1.1
Equipment and tools		7.2	3.1
Construction in progress		17.6	21.6
		<b>25.6</b>	<b>25.8</b>
Financial assets			
Participations in Group companies	29	2,573.4	2,414.8
Participations in associated companies	30	5.9	5.9
Receivables from Group companies	34	523.9	584.1
Deferred tax assets	15	19.6	20.0
Other long-term receivables	17	8.2	8.1
		<b>3,131.0</b>	<b>3,032.9</b>
<b>Total non-current assets</b>		<b>3,186.5</b>	<b>3,082.3</b>
<b>Current assets</b>			
Trade accounts receivable	20	0.3	0.8
Receivables from Group companies		1,194.3	1,073.8
Taxes recoverable		10.8	10.7
Other receivables		42.1	84.9
Prepaid expenses and accrued income	18	20.2	17.6
		<b>1,267.7</b>	<b>1,187.8</b>
Cash and bank balances		-	-
<b>Total current assets</b>		<b>1,267.7</b>	<b>1,187.8</b>
<b>TOTAL ASSETS</b>		<b>4,454.2</b>	<b>4,270.1</b>

SEK m.	Note	30/04/2025	30/04/2024
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Restricted equity			
Share capital	21	52.0	52.0
Statutory reserve		10.0	10.0
Reserve for development expenditure		11.7	-
		<b>73.7</b>	<b>62.0</b>
Non-restricted equity			
Share premium reserve		35.2	35.2
Fair value reserve		-5.2	-5.2
Profit brought forward		1,646.7	1,733.3
Profit for the year		306.1	192.5
		<b>1,982.8</b>	<b>1,955.8</b>
<b>Total equity</b>		<b>2,056.5</b>	<b>2,017.8</b>
<b>Untaxed reserves</b>			
Provisions	27	1.9	-
<b>Non-current liabilities</b>			
Liabilities to credit institutions	22	285.3	282.1
Liabilities to Group companies		1,729.4	1,424.9
		<b>2,014.7</b>	<b>1,707.0</b>
<b>Current liabilities</b>			
Bank overdraft facilities	22	267.8	381.4
Liabilities to credit institutions	22	-	47.0
Trade accounts payable		19.2	15.0
Income tax liability		13.2	6.9
Liabilities to Group companies		23.8	22.5
Other liabilities		25.4	17.5
Accrued expenses and deferred income	23	29.2	53.3
		<b>378.6</b>	<b>543.6</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,454.2</b>	<b>4,270.1</b>



# Statement of Changes in Equity – Parent Company

SEK m.	Share capital	Statutory reserve	Reserve for development expenditure	Non-restricted equity		Profit brought forward, incl. net profit for the year	Total equity
				Share premium reserve	Fair value reserve		
<b>Equity, 30 April 2023</b>	<b>52.0</b>	<b>10.0</b>	<b>0.3</b>	<b>35.2</b>	<b>-5.2</b>	<b>1,961.8</b>	<b>2,054.1</b>
Dividend						-228.8	-228.8
Profit for the year						192.5	192.5
Reserve for development expenditure			-0.3			0.3	-
<b>Equity, 30 April 2024</b>	<b>52.0</b>	<b>10.0</b>	<b>0.0</b>	<b>35.2</b>	<b>-5.2</b>	<b>1,925.8</b>	<b>2,017.8</b>
Dividend						-249.6	-249.6
Profit for the year						306.1	306.1
Buyback of own shares						-17.8	-17.8
Reserve for development expenditure			11.7			-11.7	-
<b>Equity, 30 April 2025</b>	<b>52.0</b>	<b>10.0</b>	<b>11.7</b>	<b>35.2</b>	<b>-5.2</b>	<b>1,952.8</b>	<b>2,056.5</b>

Dividend paid in 2024 totalled SEK 249.6 million, corresponding to SEK 1.20 per share.





# Parent Company Cash Flow Statement

SEK m., 1 May–30 April	Note	2024/25	2023/24
<b>Operating activities</b>			
Operating profit/loss		-221.1	-202.0
Interest received		83.8	103.7
Interest paid		-62.3	-85.3
Adjustment for non-cash items etc.	37	-7.3	31.8
Income taxes paid		0.2	-0.3
<b>Cash flow from operating activities before changes in working capital</b>		<b>-206.7</b>	<b>-152.1</b>
<b>Changes in working capital</b>			
Current receivables		55.9	129.5
Trade accounts payable		5.6	9.6
Current liabilities		-2.8	7.3
<b>Cash flow from operating activities</b>		<b>-148.0</b>	<b>-5.7</b>
<b>Investing activities</b>			
Acquisitions of intangible assets		-	-3.4
Acquisitions of property, plant and equipment		-19.2	-23.0
Sale of property, plant and equipment		-	4.1
Acquisitions/paid-in capital at subsidiaries		-148.9	-45.1
Dividends on shares in subsidiaries		338.7	454.4
Group contributions received		125.3	183.3
Buyback of own shares		-23.5	-
<b>Cash flow from investing activities</b>		<b>272.4</b>	<b>570.3</b>
<b>Financing activities</b>			
Dividend to shareholders		-249.6	-228.8
Borrowings		304.5	184.4
Repayment of loans		-179.3	-520.2
<b>Cash flow from financing activities</b>		<b>-124.4</b>	<b>-564.6</b>
<b>Increase/Decrease in cash and cash equivalents</b>		<b>0.0</b>	<b>0.0</b>
<b>Cash and cash equivalents at start of year</b>		<b>-</b>	<b>-</b>
<b>Cash and cash equivalents at end of year</b>		<b>-</b>	<b>-</b>





# Notes

## Note 1 | Accounting and valuation policies

Systemair AB's consolidated accounts for the year ended 30 April 2025 were approved on 2 July 2025 by the Board of Directors and the President for publication and will be submitted to the 2025 Annual General Meeting for adoption. The Parent Company is a Swedish limited liability company with its registered office at Skinnskatteberg, Sweden.

### Basis of preparation

Systemair's consolidated accounts are based on historical cost, with the exception of Financial derivative instruments and liabilities measured at fair value via the income statement. These assets and liabilities are recognised at fair value. Unless otherwise indicated, all amounts are in millions of Swedish kronor (SEK million). "Income statement" refers either to the Consolidated income statement or the Parent Company income statement.

### Amended and new accounting policies for the year

Amendments to IAS 1 Presentation of Financial Statements with regard to the classification of liabilities and disclosure requirements, in particular related to liabilities to which covenants apply, were enacted on 1 January 2024. Information on Systemair's covenants is provided in Notes 21 and 22. The amendments have not had any material impact on Systemair's financial statements.

No other new and/or amended accounting standards effective from 1 January 2024 and applied by the Group from 1 May 2024 have had any material impact on Systemair's financial statements.

### New or amended standards and new interpretations not yet enacted

A number of new standards and interpretations apply to annual periods beginning after 1 January 2024 but have not been taken into account in the preparation of these financial statements. None of these new IFRS or IFRIC amendments are expected to have any material impact on the consolidated financial statements, going forward.

IFRS 18 Presentation and Disclosure in Financial Statements will replace IAS 1 Presentation of Financial Statements and will be applied by Systemair from 1 May 2027, provided that EU adopts the standard. The new standard introduces new requirements for the presentation of income and expenses in the income statement, which will be divided into five separate categories. It also introduces two mandatory subtotals, "Operating profit" and "Profit before financing and income taxes". The standard further introduces disclosure requirements regarding selected key performance measures. Finally, the current options for the presentation of the cash flow statement are removed. The ways in which the new standard affects Systemair's financial statements have not yet been fully assessed.

## Statement of compliance with applicable regulations

The consolidated accounts have been prepared in compliance with International Financial Reporting Standards (IFRS) as adopted for use in the EU. In addition, the consolidated accounts have been prepared in compliance with Swedish law, by application of Recommendation RFR 1 Supplementary Accounting Rules for Groups, issued by the Swedish Financial Accounting Standards Council. In preparing the financial statements for the Parent Company, the Council's Recommendation RFR 2 Accounting for Legal Entities has been applied.

## Consolidated accounts

### Basis of consolidation

The consolidated accounts reflect the affairs of the Parent Company and its subsidiaries. The financial statements for the Parent Company and the subsidiaries included in the consolidated accounts refer to the same period, and have been prepared in accordance with the same accounting policies as applied to the Group.

All intra-Group receivables and liabilities, revenues and expenses, gains and losses arising in transactions between companies included in the consolidated accounts are eliminated in their entirety.

A subsidiary is included in the consolidated accounts from the date of acquisition, that is, the day on which the Parent Company gains a controlling influence over the company and is included in the consolidated accounts until the day on which the controlling influence ceases. Normally, a controlling influence over a subsidiary is obtained by owning more than 50 percent of shares with a vote, but it may also be obtained by other means, for example, via an agreement.

Subsidiaries acquired are reported in the consolidated accounts using the acquisition accounting method. The same applies to businesses acquired directly. In the acquisition accounting method, the historical cost of the shares, or of the directly acquired business, is apportioned over the assets acquired and the undertakings and liabilities assumed at the time of acquisition, based on their fair value at that point in time. Any additional purchase considerations are measured at fair value. If the historical cost exceeds the fair value of the net assets of the company acquired, the difference is recognised as goodwill. If the historical cost is less than the fair value of the net assets of the company acquired, the difference is recognised directly in the income statement. Transaction costs arising in connection with acquisitions are recognised directly in profit/loss for the year, under Other operating expenses. In cases where a conditional purchase consideration is remeasured at fair value, this is recognised in Operating profit. A non-controlling interest is the share of profits and net assets of a partly owned company that accrues to other owners.

The share of the non-controlling interest in profit is included in the profit after tax recognised in the consolidated income statement. The share of net assets is included in equity on the consolidated balance sheet but is recognised separately from equity attributable to the shareholders in the Parent Company.

## Net sales

### Revenue streams

The revenue streams represented in the Group are related to sales of ventilation and heating products, and, to a lesser extent, to services such as installation and servicing. Sales of products (individual or integrated) are regarded as a performance obligation and the revenue is recognised when the performance obligation has been satisfied and the customer has obtained control over the product, that is, at a specific point in time (usually on physical delivery to the counterparty).

In certain cases, sales also take place within project-based activities. Revenue is then recognised mainly over time, i.e. at each part-delivery in accordance with the provisions

of the contract. Any services, such as installation and servicing, are generally recognised as revenue when the obligation is discharged.

### Warranties

On sale of products, warranties are provided, depending on the product's nature, condition and area of application. The terms and conditions in warranties for the most part cover only defects in the original product. Long warranty periods may be provided in particular product categories, but depending on what the warranty covers and subject to conditions on how the product is to be used/maintained, warranties provided are not regarded as extended servicing guarantees. On that basis, warranties provided are not recognised as separate performance obligations as defined in IFRS 15 Revenue from Contracts with Customers, but instead are recognised in accordance with IAS 37 Provisions, Contingent Liabilities and Contingent Assets.

## Segment reporting

The Group manufactures and sells ventilation products. System's highest executive decision-maker, the President of the Parent Company and CEO of the Group, oversees and manages operations per legal entity. The number of legal entities in Systemair is about 90, and so, according to IFRS 8 Operating Segments, the Group has that number of segments. Because the presentation of 90 segments would entail excessively detailed information, the standard proposes aggregating them if similar economic characteristics are present and the segments resemble one another, including with regard to other factors such as type of product and type of customer. Systemair aggregates into the geographical regions of Europe and Americas, Middle East, Asia, Australia and Africa. The market segment Europe accounts for the major share of Systemair's business. The segment Europe is made up of a large number of markets. The legal entities within Europe work with each other in manufacturing and sales. The Company also judges that in every material respect similar economic conditions exist in the region, and so the legal entities within the region are aggregated. Systemair further considers that accounting for the merged segments of Europe and Americas, Middle East, Asia, Australia and Africa presents a clearer picture. Net sales, Operating profit, interest expenses, Profit after net financial items, Assets, Investments and Depreciation/amortisation are recognised per aggregated segment. The subsidiaries are aggregated on the basis of their legal domicile and are consolidated according to the same principles as for the Group as a whole.

## Financial reporting in hyperinflationary economies

Since 30 June 2022, Türkiye's economy has been considered to be in hyperinflation. As a result, the financial statements of Systemair's subsidiary in Türkiye have been adjusted for the effects of inflation, in accordance with IAS 29 Financial Reporting in Hyperinflationary Economies, with retrospective application from 1 May 2022. This means that:

- The historical cost of non-monetary assets and liabilities has been adjusted to reflect changes in the purchasing power of the currency. The adjustment has been based on the Consumer Price Index published by the Turkish Statistical Institute.
- The various income statement items have been index-adjusted for inflation.
- All items in the subsidiary's financial statements in the consolidated accounts have been translated at the closing rate. Translation differences in the recalculation to SEK have been taken to Other comprehensive income, in accordance with IAS 21 The Effects of Changes in Foreign Exchange Rates.
- Figures for financial years beginning before 1 May 2022 have not been changed.

The overall impact on the Group's financial statements is shown in Note 32.



## ➔ Note 1 (cont.)

### Impairment losses

Regular tests are conducted during the year to establish whether any assets have declined in value. In such tests, the recoverable amount of the asset is calculated.

For goodwill, brands with an indeterminate useful life and intangible assets not yet ready for use, the recoverable amount is also calculated annually.

If essentially independent cash flows cannot be determined for a particular asset, the asset shall, in testing for impairment, be classified at the lowest level where essentially independent cash flows can be identified (a cash-generating unit). An impairment loss is recognised when the carrying amount of an asset or cash-generating unit exceeds its recoverable amount. Impairment losses are charged to the income statement.

An impairment loss on an asset attributable to a cash-generating unit is charged first to goodwill. The loss is then applied proportionately to other assets in the unit.

### Calculation of the recoverable amount

The recoverable amount is the net realisable value or the value in use of an asset, whichever is the higher. The value in use is the present value of future cash flows discounted by an interest rate based on the risk-free interest rate, adjusted to reflect the risk associated with the particular asset. In the case of an asset that does not generate cash flows, the recoverable amount is calculated for the cash-generating unit in which the asset is included.

### Reversal of impairment losses

Impairment losses are reversed if a subsequent increase in the recoverable amount is objectively attributable to an event that has occurred after the impairment loss was recognised. Impairment losses on goodwill are not reversed. An impairment loss is reversed only to the extent that the asset's carrying amount after reversal does not exceed the carrying amount that the asset would have had if no impairment had been recognised.

### Financial instruments

Systemair's financial instruments comprise derivatives, trade accounts receivable, cash and cash equivalents, trade accounts payable, accrued supplier costs, interest-bearing liabilities, acquisition options and additional purchase considerations. Liabilities to credit institutions carry variable interest rates or, in certain cases, fixed rates for a short period. Derivatives are measured at fair value via the income statement, based on input data corresponding to level 2 as defined in IFRS 13 Fair Value Measurement. Share purchase options and additional purchase considerations are measured on level 3 as defined in IFRS 13.

The calculation for the option to acquire the remaining 10 percent of the shares in Systemair HSK, Türkiye, is based on the anticipated earnings before depreciation/ amortisation and tax (EBITDA), plus the increase in value of the land and building where the Turkish production facility is situated. Any increase in anticipated profit after tax and any increase in value of the land would result in an increase in the liability relating to the option. No upper limit for the anticipated liability was established in the agreement. Any change in estimated liability has been transferred via the Group's equity. During the 2024/25 financial year, the debt was settled in full and Systemair thus owns 100 percent of Systemair HSK, Türkiye.

Calculation of the option to purchase the remaining 40 percent of the shares in Frico A/S, Denmark, will partly be determined by the operating profit (EBIT) for the financial years 2023/24 and 2024/25, and partly by the operating profit for the financial years 2026/27 through 2029/30. Any increase in anticipated profit after tax would result in an increase in the liability relating to the option. No upper limit for the anticipated liability has been specified in the agreement. Any change in estimated liability will be transferred via the Group's equity. The liability for the financial year May 2024–April 2025 was

increased by SEK 9.5 million and is now measured at SEK 24.9 million. The liability for the acquisition option is recognised partly as a Current liability and partly as a Non-current liability, non-interest-bearing, on the balance sheet.

Other financial assets and liabilities are recognised as current. For that reason, the fair values of all financial instruments are considered to equate approximately to their carrying amount. Systemair has not recognised any financial assets and liabilities net.

For more detailed information on financial instruments see Note 22.

### Leases

Systemair assesses all new agreements to determine whether they include lease components. The factors deciding whether a lease exists are the right to the mainly economic values arising through use of the asset and the right to control use of the asset, and also that the supplier does not have a material right of replacement.

Systemair has elected to separate non-lease components and lease components in leases relating to buildings. Expenses relating to non-lease components are to be expensed. In the case of other asset classes, non-lease components are to be included in the basis of calculation for right-of-use and lease liability.

On a new lease contract being entered into, a judgement is made as to whether Systemair will opt to extend the contract, purchase the underlying assets or exercise a right to early termination. In cases where the contract is open-ended, that is, there is no set end date, local laws and regulations may provide right of possession to the lessee. This means that Systemair, as lessee, must itself determine which contract term is to be regarded as reasonable, rather than basing any decision on the termination clause in the contracts. The lessee determines the contract term by assessing factors such as the importance of the building to the business activity, the lessee's own planned or performed investments in the leased building and the situation of the building in the market.

Calculation of the extent of the lease liability and the right-of-use is in the first place based on the implicit interest rate in the lease. In cases where that cannot be determined, the marginal borrowing rate is instead used. This is the interest rate the company would have been offered if the acquisition had been financed by a loan from a financial institution. Systemair starts writing off its rights-of-use as of date of commencement of the lease and chooses as period of amortisation either the economic life or lease term, whichever is the shorter.

Systemair applies transitional rules for lease accounting, under which rules the balance sheet will not report short-term leases (less than 12 months) and leases in which the underlying asset is of low value (less than USD 5,000). Short-term leases and low-value leases are expensed as incurred.





## ➔ Note 1 (cont.)

### Material estimates and assumptions

Preparation of financial statements requires complex estimates and assessments for accounting purposes. Management also makes various assessments when applying the Group's accounting policies. Estimates and assessments may affect the income statement, balance sheet and supplementary disclosures provided in the financial statements. The estimates and assumptions that could constitute a risk of significant adjustments to the recognised amounts during the financial year ahead are described below.

#### Impairment testing of goodwill

Every year, Group Management tests goodwill for impairment in accordance with the accounting policy described above. A number of estimates must be made for this test. For more detailed information on impairment testing of goodwill, see Note 16.

#### Provisions for pensions

Estimates and assessments play a major role for example in calculating provisions for pensions. The present-value calculation for this item is based on actuarial assumptions. Estimates and assessments are evaluated continuously, on the basis of past experience and reasonable expectations for the future. In the case of pension obligations, the present-value calculation is based on assumptions described in Note 26.

#### Deferred tax assets

Systemair benefits from loss carry-forwards that have arisen mainly through the acquisition of companies that had made losses on previous operations, but also through day-to-day operations, especially in start-ups. Group Management has made assumptions and assessments as to the future earning capacity of these subsidiaries and, on that basis, has assessed the possibilities for offsetting these losses against future profits. If Systemair's operations do not succeed in generating sufficient taxable surpluses in the future, the deferred tax assets recognised in the Company's accounts may be written down. Tax assets may also be written down if the tax authorities are of the opinion that the losses are not tax-deductible, in whole or in part. If the Company cannot fully utilise the tax loss carry-forwards, the Company's earnings and financial position may be adversely affected.

#### Disputes

Systemair is involved in disputes and legal proceedings within the scope of its operating activities. Management consults with legal experts on issues involving legal disputes and with other experts in and outside the Company on issues concerning day-to-day business activities.

#### Expected credit losses

Expected credit losses are assessed locally at every company in line with a local credit policy based on a standard template. Outstanding trade accounts receivable are monitored and reported on regularly at each company and at Group level. For more information on trade accounts receivable and expected credit losses, see Note 20 Trade accounts receivable.

### Parent Company's accounting policies

The Parent Company applies the Swedish Annual Accounts Act and the Swedish Financial Reporting Board's Recommendation RFR 2 Accounting for Legal Entities. Accordingly, the Parent Company complies with IFRS as far as possible within the scope of the Swedish Annual Accounts act with regard to the relationship between accounting and taxation. On the balance sheet date, monetary receivables and liabilities denominated in foreign currencies are translated at the rate prevailing on that date. Any exchange differences arising are charged to the income statement. In the Parent Company, untaxed reserves are recognised inclusive of deferred tax. In the consolidated accounts, this item is classified as deferred tax and equity. Appropriations are recognised gross in the Parent Company income statement. All Group contributions received and provided are recognised as appropriations in the income statement. In the Parent Company, goodwill was previously amortised over five years. Currently, no goodwill is recognised in the Parent Company. The

Parent Company does not apply IFRS 16 Leases, which requires all leases to be recognised via the balance sheet. Instead, lease fees are recognised via the income statement, with their impact on operating profit.

### Impact of sustainability-related factors on the financial statements

Sustainability includes environmental, social and governance (ESG) issues. Potential financial impacts are mainly linked to the effects of ongoing climate change, stricter requirements and incentives for Systemair's ESG performance. Incentives are available both in the form of variable pay and vis-à-vis lenders, where the interest cost is affected by the Company's sustainability performance. To mitigate ongoing climate change, Systemair is investing in, among other things, solar panel installations, electric cars and energy efficiency measures to reduce Scopes 1 and 2 emissions. Systemair is also investing in emission-free electricity through emission certificates at some of its subsidiaries. No significant investments in climate adaptation actions have been made and none are planned; this may change in the future. Adaptations to a changing climate and investments in leaner-energy technology are in Systemair's favour; however, it is not possible to make out how much impact these effects will have on Systemair's sales.

The valuation of assets and any impairment tests have not been affected by climate-related factors; this may change in the future. Overall, in Systemair's view there is no significant impact on Systemair's financial statement in the financial year under review. As Systemair develops its CSRD sustainability reporting, how sustainability factors affect the Company's financial statements will be made clear, along with the extent of their impact.







Note 2 | Risks and risk management

Systemair's business involves risks that to a varying extent may adversely affect the Group. These risks may in the short and the long term affect the Company's ability to attain set goals according to the Company's business plan. Systemair operates a risk management process involving management and key functions, in order to ensure that risks are properly managed by identifying, evaluating, minimising and monitoring them. The Group's risk situation is updated on an ongoing basis. Priority is given to the risks that are judged to represent the potentially greatest negative impact, on the basis of the probability of their occurring and the possible impact on the business.

The table below illustrates the hypothetical effects of changes in certain factors on Systemair's 2024/25 operating profit. The calculations below are hypothetical and should not be interpreted as indicating that changes in certain factors are any more or less likely or, if any change takes place, the extent of such change. Actual changes and their effect may be greater or lesser than indicated in the table below. It is also likely that actual changes will affect several items. Thus, caution is called for when interpreting the sensitivity analysis, in that changes in various items may have a counteractive effect.

Sensitivity analysis: effects on operating profit in 2024/25

SEK m.	30/04/2025	30/04/2024
+/- 5% in selling prices	+/- 615	+/- 613
+/- 5% in material costs	+/- 442	+/- 441
+/- 5% in selling and administration expenses	+/- 169	+/- 161
+/- 5% in balance sheet rates, effect on net assets	+/- 166	+/- 158
+/- 5% in the SEK/EUR exchange rate	+/- 63	+/- 47
+/- 5% in the SEK/NOK exchange rate	+/- 4	+/- 4
+/- 5% in the SEK/USD exchange rate	+/- 4	+/- 4

Of Systemair's total sales, 95 percent (95) are made in currencies other than SEK. As a result, fluctuations in the SEK exchange rate affect the Group's gross profit. Systemair's major foreign currencies are EUR, USD and NOK, as shown above. The table shows that a change of +/-5 percent in the SEK/EUR exchange rate would have an impact of approximately SEK 63 million (47) on operating profit for 2024/25. This effect is largely offset by the effects on net financial items of exchange gains and losses on borrowing denominated in EUR.

Systemair's net assets in foreign currencies total SEK 4,479 million (4,352), with the largest assets being denominated in EUR, CZK and CAD. A rise or fall of 5 percent would increase or decrease net assets by SEK 166 million (158).

Strategic and market risks

Market and macroeconomic trends

Systemair's products are used not only in new construction but also in renovation and upgrading of buildings. The construction industry normally follows a cyclical pattern, above all in new construction, while renovation and extension projects often mitigate the cyclical effect. Developments in the industry are considerably influenced by the state of the economy in general, which in turn is affected by interest rates, unemployment, inflation, political decisions, taxes, stock market performance and other factors. Systemair's sales are also subject to seasonal fluctuations, with sales mostly being lower during July and December. Changes in circumstances affecting the construction industry may be difficult to foresee, and a slowdown in the industry in Systemair's markets could reduce demand for the Company's products and/or lead to lower prices for the Company's products, which could adversely affect Systemair's operations, earnings and financial position.

Trade policy and geopolitics

The risk of negative trade policy decisions, customs duties and geopolitical instability. Systemair operates in a global market where geopolitical risks can adversely affect its business. The Company conducts, via subsidiaries and representative offices, its own operations in around 50 countries, some of which are in the process of rapid development and transformation into market economies. As a result, the Company is exposed to the risks that are associated with international business activities, such as trade policy decisions in the form of the introduction or extension of customs duties in the Company's markets, which could significantly disrupt the Company's business. Other risks include differences in the regulatory frameworks of different countries, limited legal protection for intellectual property rights in certain countries, different accounting standards and systems of taxation, changing terms and conditions of payment between different countries and the risk of political instability. Each of the above-mentioned risks could adversely affect Systemair's operations, earnings and financial position.

Competition

The risk of lower sales and narrower margins due to increased price competition from manufacturers in low-cost countries moving closer to Systemair's main market. Systemair's markets are fragmented and exposed to competition, so a large number of small, local businesses and a small number of major international corporations operate in Systemair's markets. Should rapid international consolidation take place in the ventilation sector, and should Systemair not be part of that consolidation, the Company risks being excluded from the market. Some of Systemair's current or future competitors may have greater resources than Systemair and may use such resources to expand their market shares through aggressive pricing strategies. This could force Systemair to reduce its prices to remain competitive and not to lose market shares. If Systemair is exposed to increased price competition or if it loses market shares, the Company's operations, earnings and financial position may be adversely affected.

Sustainability work

Sustainability is an area that is increasingly growing in importance. Companies are subject to expectations and both legal and more specific market requirements in more and more areas of sustainability. This includes both social and environmental issues, as well as overall governance to ensure a responsible business. In its sustainability work, Systemair has a number of stakeholders that are affected by and can influence important issues. Because sustainability is an area with a wide general focus, and one that is still rapidly evolving, there is a risk that Systemair's sustainability work will not meet internal and external requirements and expectations, which may have negative impact on the Company's operations, earnings and financial position.

Product liability

Systemair's customers normally expect detailed data on the performance of its ventilation products. Systemair thus provides detailed product specifications for marketing and sales, and the Company conducts continuous tests in its own test facilities to ensure that its products meet their specifications. However, it cannot be ruled out that products the Company has sold may not live up to their product specifications, which may result in claims against the Company. Furthermore, the Company is subject to legal product liability regulations that may, in the event of personal injury or damage to property, entitle the injured party to compensation from the Company. The Company has contracted global product liability insurance that, in the Company's view, is sufficient to cover any claim for damages. However, this cannot be guaranteed. In the event that a claim for compensation against the Company is upheld and the claim is not covered by the Company's insurance, the Company's operations, earnings and financial position may be adversely affected.

Compliance with product requirements

Systemair has a wide range of ventilation and related products that are offered in several markets worldwide. Various regulations, directives and certifications apply and Systemair continuously monitors the compliance requirements for each product. However, it cannot be ruled out that Systemair may lose important certifications, or that other necessary documentation may be lacking, which may lead to loss of sales. This risk may adversely affect the Company's operations, earnings and financial position.

Branding and communication

Systemair has several brands, the main one being Systemair. Each brand has a brand strategy and communication guidelines to minimise the risk of brand damage. The possibility of brand damage cannot be ruled out. This may arise, for example, from products not living up to the brand promise or other communication relating to

Systemair's brands and reputation. Any damage to Systemair's brands and reputation may negatively affect the Company's earnings, operations and financial position.

Operational risks

Product availability

The risk of material and component shortages for products is more volatile since the pandemic, and geopolitical events in recent years have left their marks on the global supply chain. Fan motors are important components and their suppliers are strategically important to Systemair. Some of Systemair's products have been developed in cooperation with these suppliers, so to an extent Systemair is dependent on the ability of these manufacturers to continue supplying motors to the Company. Thus, supply problems from these suppliers could disrupt Systemair's production and have negative impact on Systemair's operations, earnings and financial position.

Another important component of Systemair's products is steel, in the form of sheet steel, so the Company's operations are to a certain extent affected by fluctuations in the price of steel and any disruptions in deliveries of steel. Historically, it has been possible to spread price increases across the various actors, but there is no guarantee that this will continue in future. If future price increases cannot be spread across the actors in the market, Systemair's operations, earnings and financial position may be adversely affected.

Production facilities and distribution centres

Systemair's operations are dependent on its production facilities and distribution centres. If any are destroyed, or closed, or if the equipment at the facilities is seriously damaged, production and distribution of Systemair's products may be disrupted or suspended for a certain period. An extensive and prolonged shutdown could have a major impact on the Company's ability to produce or distribute the products affected. Systemair has contracted insurance against property damage and stoppages, for amounts that the Company deems sufficient; however, there is no guarantee that the entire loss for the Company would be indemnified in the event of any damage. As a result, damage to production or distribution facilities may adversely affect the Company's operations, earnings and financial position.

Climate change

Ongoing climate change is a global challenge that is having a profound impact on our planet and humanity as a whole. Global warming is leading to a series of changes, such as melting polar ice caps, rising sea levels, extreme weather events and changes in ecosystems. It is also increasing the risk of certain types of natural disaster. The consequences of climate change depend on geographical location and the conditions that exist there. Systemair has manufacturing facilities in several locations worldwide, where effects or events resulting from climate change may materialise, which may lead to a halt in or complicate Systemair's production. Systemair regularly reviews the need for possible climate adaptations, but the possibility that Systemair's operations are affected cannot be ruled out. If Systemair is affected, it may have negative impact on the Company's operations, earnings and financial position.

IT infrastructure

Systemair has a highly developed IT infrastructure, the core of which is its enterprise resource planning (ERP) system. The system is vital to Systemair's ability to deliver products to its customers at the time appointed and to manage trade accounts receivable and inventory levels. Problems in maintaining, protecting, upgrading and integrating these systems may lead to increased costs and adversely affect the Company's reputation among its customers. The systems are also vulnerable to power outages, system faults, data intrusion, computer viruses, network faults and other risks. In the event of a failure in the IT infrastructure, the Company's operations, earnings and financial position may be adversely affected.

Skills provision

Like other organisations, Systemair is dependent on the availability of the right, and sufficient, skills to fulfil the Company's short- and long-term expectations, as well as to achieve its strategy. Competition for certain skills is tough and this affects the pace of development at Systemair. Systemair focuses actively on being an attractive employer to enable it to hire and retain the appropriate, and sufficient, skills. The possibility that the right, and sufficient, skills will not always be available cannot be ruled out, and this may negatively affect the Company's earnings, operations and financial position.



## → Note 2 (cont.)

### Work environment

Systemair is engaged in manufacturing and the risk of work-related accidents and injuries therefore exists. Systemair seeks continuously to develop its activities and culture to reduce the risk of occupational injuries, especially the more serious ones that lead to sickness absence. The possibility of occupational injuries occurring cannot be ruled out, and more serious ones may result in a negative impact on the Company's earnings, operations and financial position.

### Financial risks

The Systemair Group is exposed to financial risks through its international operations and its loan financing. Financial risk arises when interest and exchange rates fluctuate, which causes variations in the Group's cash flows and when credit lines are to be renegotiated. Financial risk includes the risk of a counterparty failing to meet its obligations. The objective of risk management in the Group is to limit any possible adverse impact on the Group's earnings and cash flow. Risk is monitored and followed up on an ongoing basis by Group Treasury, as well as at the major subsidiaries.

#### Foreign exchange risk – transaction exposure

In trading between Group companies, suppliers and customers, a transaction risk arises if payment is made in a currency other than the local currency of the particular Group Company. Systemair's extensive international operations represent substantial sales in various currencies, and thus exposure to foreign exchange risk. This risk arises primarily vis-à-vis the EUR and USD and is partly hedged as per Systemair's foreign exchange policy. Systemair does not use hedge accounting.

The main foreign exchange exposure in the Group arises in the Swedish Group companies. In 2024/25, Group companies in Sweden invoiced 43 percent (42) of their business in SEK, 56 percent (57) in EUR and 1 percent (1) in other currencies. The Group also has foreign exchange exposure at Systemair HSK, Türkiye, where 38 percent (72) of invoicing was in EUR and 14 percent (26) in USD. Each year, an estimate is made of the future net inflow of EUR, up to 50 percent of which can be hedged. Forward contracts extend for a maximum of 18 months ahead. On the balance sheet date, the Group had no forward foreign exchange contracts in EUR/SEK.

#### Foreign exchange risk – translation exposure

Translation exposure arises upon consolidation, when the assets and liabilities of foreign subsidiaries are translated to SEK. Systemair translates its assets, liabilities and equity at the exchange rates prevailing on the balance sheet date, and its income statements at the average exchange rates for the year. Any exchange differences arising from use of this method are taken directly to other comprehensive income. Systemair has adopted the policy of hedging part of this translation exposure. This may result in exchange rate differences that affect the Group's equity.

On the balance sheet date, the value of foreign net assets totalled SEK 4,479 million (4,352). Major net assets consisted of SEK 2,416 million (2,312) in EUR, SEK 323 million (331) in CZK, SEK 305 million (289) in CAD, SEK 243 million (188) in DKK, SEK 194 million (189) in GBP, SEK 186 million (210) in USD, SEK 165 million (150) in TRY, SEK 156 million (147) in INR, SEK 145 million (119) in MYR, SEK 144 million (140) in NOK and SEK 127 million (130) in RUB. The impact of foreign currency on equity is recognised as a translation difference and amounted to SEK -278.6 million (+43.2).

#### Borrowing and interest rate risk

Systemair intends to continue to finance a certain portion of its operations by borrowing from credit institutions. Loan agreements include conditions based on standard restrictions, or covenants. This borrowing represents certain risks to the Company's shareholders. For example, if major changes occur in the Company's markets, Systemair may have difficulty in securing new credit facilities and as a result may need to use a larger portion of its cash flow for interest payments and amortisation.

The interest rate risk is the risk of changes in current interest rates adversely affecting the Group. Systemair is a net borrower. Net indebtedness at year-end totalled SEK 901.0 million (1,070.2), and so the Group is adversely affected by rising interest rates. Interest-bearing liabilities on the balance sheet date, translated to Swedish kronor, totalled SEK 1,293.0 million (1,462.2). According to Systemair's financial policy, the fixed-interest term for 2024/25 was to be 3–12 months. A change of +/-1 percentage point in the interest rate on borrowing would have an impact of about SEK 9 million (11) on the Group's net financial items for the following 12-month period.

#### Credit and liquidity risk

Credit risk is the risk that one of Systemair's counterparties may be unable to meet their payment obligations and as a result the Company may incur a loss. A credit appraisal is made on the basis of knowledge that the Company's management has of the customer, if necessary with the aid of credit rating companies. Every customer is also assigned a credit limit, which may only be exceeded if a new credit appraisal is made. Liquidity risk is the risk that a lack of ready funds prevents the Company from fulfilling its financial obligations or reduces its capacity to conduct its operations in an efficient manner. Liquidity is to a major extent affected by credit to customers and credit from suppliers. As Systemair's operations have expanded in new markets with varying payment cultures, credit periods have lengthened somewhat. This has raised the cost of tied-up capital and the risk of credit losses, and consequently has resulted in a higher risk of negative impact on the Company's ready cash and earnings. In recent years, Systemair has employed a focused strategy for increasing the portion of long-term loans, in order thereby to secure long-term liquidity in the Group.

#### Business combinations

The acquisition of companies may involve a number of financial and operational risks. For several consecutive years, Systemair has made a considerable number of business combinations. The companies acquired have been integrated into Systemair's operations in general. In some cases, the acquisitions made have been companies with operational and financial problems. Expansion through acquisition remains a Systemair ambition, and in future more companies that complement or augment the Company's operations may be acquired. In addition, integrating the companies acquired may turn out to be more costly or time-consuming than expected, and anticipated synergistic benefits may not be achieved as expected, or at all. These and other acquisition-related risks may adversely affect the Company's operations, earnings and financial position.

### Business ethics risks

#### Corruption

The risk of corruption or bribery in violation of international laws is a problem to many companies, especially international ones, where awareness of what constitutes corruption may be lacking among all parties involved, depending on knowledge, as well as the local culture and customs. Systemair operates in the construction industry in a global context where in some countries the risk of corruption is considered high. This risk may adversely affect the Company's operations, earnings and financial position.

#### Labour and human rights

The risk of violation of international labour or human rights generally varies generally among companies, depending on industry and geographical location. In some countries where Systemair operates, a generally higher risk of violation of such rights prevails, according to a risk index that indicates, for example, the country's democratic status and other factors that indicate how well developed a country is in terms of these rights. These risks may adversely affect the Company's operations, earnings and financial position.

### Sanctions

Systemair is involved in global operations with sales to more than 135 countries. The use of sanctions has increased in recent years and may apply to countries, companies and individuals. Systemair focuses actively on maintaining updated information regarding sanctions in relevant systems, and on communicating internally about what sanctions apply and how our operations are affected. However, the possibility cannot be completely ruled out that Systemair unknowingly violates sanctions, which may have a negative impact on the Company's operations, earnings and financial position.

## Note 3 | Segment reporting

The Group's operations consist for the most part of manufacture and sale of ventilation products. Internal follow-up of operations is performed per legal entity by Systemair's highest executive decision-maker. This means that every legal entity constitutes an operating segment. If several countries and markets show similar economic characteristics, they may be aggregated for the purpose of segment reporting. Systemair aggregates into the geographical segments of Europe and Americas, Middle East, Asia, Australia and Africa. The market segment Europe accounts for the major share of Systemair's business. The segment Europe is made up of a large number of markets. The legal entities within Europe work with each other in manufacturing and sales. The Company also judges that in every material respect similar economic conditions exist in the region, and so aggregation of the legal entities within the region is justified. Systemair further considers that accounting for the aggregated segments presents a clearer picture. The Parent Company is accounted for via a separate segment, Group-wide. The subsidiaries are aggregated on the basis of their legal domicile and are consolidated according to the same principles as for the Group as a whole.

Group	Europe	Americas, Middle East, Asia, Australia and Africa	Group- wide	Eliminations	Total
<b>2024/25</b>					
Net sales, external	8,918.1	3,383.4	-	-	<b>12,301.5</b>
Net sales, intra-Group	224.9	23.6	213.5	-462.0	-
Operating profit/loss	1,136.3	185.7	-221.6	-	<b>1,100.4</b>
Operating margin, %	12.7	5.5	-	-	<b>8.9</b>
Interest expenses	-25.5	-14.9	-31.7	-	<b>-72.1</b>
Profit after net fin. items	1,142.1	88.3	-287.6	-	<b>942.8</b>
Profit margin, %	12.8	2.6	-	-	<b>7.7</b>
Assets	6,336.9	2,097.0	4,464.2	-3,523.3	<b>9,374.8</b>
Investments	-270.9	-119.7	-83.1	-	<b>-473.7</b>
Depreciation/amortisation and impairments	348.8	97.3	14.7	-	<b>460.8</b>
<b>2023/24</b>					
Net sales, external	9,007.5	3,249.1	-	-	<b>12,256.6</b>
Net sales, intra-Group	183.8	36.8	192.7	-413.3	-
Operating profit/loss	870.8	293.6	-201.4	-	<b>963.0</b>
Operating margin, %	9.7	9.0	-	-	<b>7.9</b>
Interest expenses	-16.7	-25.9	-53.4	-	<b>-96.0</b>
Profit after net fin. items	1,067.4	186.2	-389.2	-	<b>864.4</b>
Profit margin, %	11.9	5.7	-	-	<b>7.1</b>
Assets	6,259.3	2,420.6	4,279.7	-3,166.9	<b>9,792.7</b>
Investments	-241.0	-79.0	-69.7	-	<b>-389.7</b>
Depreciation/amortisation and impairments	332.3	72.5	17.3	-	<b>422.1</b>



## Note 4 | Information on geographical regions

The Group's operations are in the main geographically divided into the Nordic region, Western Europe (excluding the Nordic region), Eastern Europe and CIS, North and South America, and the Middle East, Asia, Australia and Africa.

Region Nordic comprises Denmark, Finland, the Faroes, Greenland, Iceland, Norway, Sweden and Åland. Region Western Europe includes Andorra, Austria, Belgium, Cyprus, France, Germany, Greece, Ireland, Italy, Liechtenstein, Luxembourg, Malta, Monaco, the Netherlands, Portugal, San Marino, Spain, Switzerland and the United Kingdom.

Region Eastern Europe and CIS consists of Albania, Armenia, Azerbaijan, Belarus, Bosnia and Herzegovina, Bulgaria, Croatia, the Czech Republic, Estonia, Georgia, Hungary, Kazakhstan, Kosovo, Latvia, Lithuania, Macedonia, Moldavia, Montenegro, Poland, Romania, Russia, Serbia, Slovakia, Slovenia, Tajikistan, Turkmenistan, Ukraine and Uzbekistan.

North and South America comprises Argentina, Bolivia, Brazil, Canada, Chile, Colombia, Costa Rica, Guatemala, Mexico, Panama, Peru, Puerto Rico, Surinam, Uruguay and the USA.

Middle East, Asia, Australia and Africa consists of Algeria, Angola, Australia, Bahrain, Bangladesh, Benin, Botswana, Brunei, Cambodia, Cap Verde, China, Egypt, Gabon, Ghana, India, Indonesia, Iraq, Israel, Ivory Coast, Japan, Jordan, Kenya, Kuwait, Lebanon, Malaysia, the Maldives, Mauritius, Mongolia, Morocco, Mozambique, Namibia, Nepal, New Zealand, Oman, Pakistan, the Philippines, Qatar, Ruanda, Saudi Arabia, Senegal, the Seychelles, Singapore, Sri Lanka, South Africa, South Korea, Swaziland, Taiwan, Tanzania, Thailand, Tunisia, Türkiye, Uganda, the United Arab Emirates and Vietnam.

Sales income is allocated, as shown below, to the geographical market where the customer is located. Assets and investments are recognised where the asset is located.

The table, right, shows external net sales in Systemair's ten largest markets, based on the customer's domicile. Systemair has an extremely broad customer base, with nearly 100,000 customers. No individual customer normally represents more than around 1 percent of the Company's total sales. As a result, Systemair has limited dependence on individual customers.

Geographical breakdown Group	Net sales		Non-current assets*	
	2024/25	2023/24	2024/25	2023/24
Norway	765.1	776.0	78.3	71.3
Sweden	658.0	653.6	289.6	292.9
Rest of Nordic region	685.9	644.7	117.3	133.6
<b>Total Nordic region</b>	<b>2,109.0</b>	<b>2,074.3</b>	<b>485.2</b>	<b>497.8</b>
Germany	1,324.3	1,445.2	464.5	474.3
United Kingdom	707.2	752.7	99.8	102.1
France	703.0	702.0	24.1	30.8
Italy	600.9	555.7	221.7	236.4
Spain	454.6	447.5	398.8	374.5
Rest of Western Europe	1,602.1	1,562.2	294.7	318.4
<b>Total Western Europe</b>	<b>5,392.1</b>	<b>5,465.3</b>	<b>1,503.6</b>	<b>1,536.5</b>
<b>Eastern Europe and CIS</b>	<b>1,450.3</b>	<b>1,436.3</b>	<b>958.8</b>	<b>1,010.5</b>
USA	784.5	891.2	105.4	124.4
Canada	612.1	491.5	252.9	267.1
Other North and South America	92.9	75.1	0.4	0.9
<b>Total North and South America</b>	<b>1,489.5</b>	<b>1,457.8</b>	<b>358.7</b>	<b>392.4</b>
India	447.9	413.9	143.2	135.7
Other Middle East, Asia, Australia and Africa	1,412.7	1,409.0	472.7	467.6
<b>Total Middle East, Asia, Australia and Africa</b>	<b>1,860.6</b>	<b>1,822.9</b>	<b>615.9</b>	<b>603.3</b>
	<b>12,301.5</b>	<b>12,256.6</b>	<b>3,922.2</b>	<b>4,040.5</b>

\*Non-current assets refers to intangible assets, property, plant and equipment and right-of-use assets.

Parent Company sales consist entirely of intra-Group services to other Group companies.

By geographical market	Parent Company	
	2024/25	2023/24
Net sales		
Nordic region	56.4	49.8
Western Europe	79.8	74.1
Eastern Europe and CIS	36.3	30.7
North America	17.6	15.6
Middle East, Asia, Australia and Africa	23.4	22.5
	<b>213.5</b>	<b>192.7</b>

## Note 5 | Revenue analysis

The Group's revenue is generated mainly through the manufacture and sale of ventilation products, as well as through the servicing of ventilation products. Total revenue for the financial year was SEK 12,301.5 million (12,256.6), of which servicing of ventilation products accounted for SEK 603.8 million (586.0). The table below shows a breakdown of revenue per segment.

Group	Europe	Americas, Middle East, Asia, Australia and Africa	Total
<b>2024/25</b>			
Sales of ventilation and heating products, recognised at a certain point in time	8,210.7	3,126.9	11,337.6
Sales of ventilation and heating products, recognised over time	155.8	204.3	360.1
Servicing recognised at a certain point in time	271.3	48.5	319.8
Servicing recognised over time	280.3	3.7	284.0
	<b>8,918.1</b>	<b>3,383.4</b>	<b>12,301.5</b>
<b>2023/24</b>			
Sales of ventilation and heating products, recognised at a certain point in time	8,342.3	2,988.8	11,331.1
Sales of ventilation and heating products, recognised over time	97.4	242.1	339.5
Servicing recognised at a certain point in time	294.4	4.5	298.9
Servicing recognised over time	273.4	13.7	287.1
	<b>9,007.5</b>	<b>3,249.1</b>	<b>12,256.6</b>

Contractual balances	Group	
	2024/25	2023/24
Contractual assets	14.8	14.7
Contractual liabilities	0.2	0.2

The major share of the Group's sales are made with payment terms of 30 to 60 days.





## Note 6 | Classification according to type of cost

	Cost of goods sold	Selling expenses	Administration expenses	Total
<b>2024/25</b>				
Costs of materials	-4,963.1	-	-	<b>-4,963.1</b>
Personnel costs	-1,839.2	-1,553.2	-383.3	<b>-3,775.7</b>
Depreciation/Amortisation costs	-218.3	-178.6	-36.0	<b>-432.9</b>
Other costs	-817.0	-1,001.7	-221.4	<b>-2,040.1</b>
	<b>-7,837.6</b>	<b>-2,733.5</b>	<b>-640.7</b>	<b>-11,211.8</b>
<b>2023/24</b>				
Costs of materials	-5,391.0	-	-	<b>-5,391.0</b>
Personnel costs	-1,839.6	-1,453.7	-366.0	<b>-3,659.3</b>
Depreciation/Amortisation costs	-205.2	-159.4	-30.8	<b>-395.4</b>
Other costs	-607.1	-1,003.6	-201.4	<b>-1,812.1</b>
	<b>-8,042.9</b>	<b>-2,616.7</b>	<b>-598.2</b>	<b>-11,257.8</b>

## Note 7 | Auditor's fees

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
<b>EY</b>				
Auditing services	-10.9	-9.8	-4.2	-3.6
Other additional auditing services	-0.4	-0.1	-0.4	-
<b>Total, EY</b>	<b>-11.3</b>	<b>-9.9</b>	<b>-4.6</b>	<b>-3.6</b>
<b>Others</b>				
Auditing services	-4.5	-3.7	-	-
Other additional auditing services	-0.3	-1.0	-	-
Tax advice	-3.0	-3.2	-	-
Other services	-2.0	-1.9	-	-
<b>Total, Other</b>	<b>-9.8</b>	<b>-9.8</b>	<b>-</b>	<b>-</b>
<b>Total</b>	<b>-21.1</b>	<b>-19.7</b>	<b>-4.6</b>	<b>-3.6</b>

## Note 8 | Leasing

The Group's leases consist mainly of leases on warehouse premises, machinery, equipment, vehicles and office buildings. In addition to the above, Systemair leases a total of five of its factories, four of which, specifically, accommodate four individual production facilities. In general, the leases stipulate a fixed rental term. In addition, some specific leases include an option to extend a previously agreed lease term. Each lease is negotiated separately and includes various forms of terms and conditions, including specific covenants. The leases are structured to include both a variable and a fixed component (fee) based on the contractual right of use, combined with supplements for valuation of the lease liability. In addition, the leases include elements that are defined as purely lease-related and, in specific cases, may include elements defined as non-lease-related. Calculation of the contractual right-of-use and lease liability only takes into account elements that are defined as lease-related components.

Total interest expenses for the year, which are recognised in the section on financial expenses, amount to SEK -16.4 million (-13.6). On a full-year basis, lease-related depreciation/amortisation and impairment losses totalling SEK -149.6 million (-122.4) were recognised. Current and lease-related assets and those with a predefined low value were expensed in the amount of SEK 11.6 million (10.4). Deferred tax relating to right-of-use assets at year-end was SEK 1.5 million (1.7).

### Right-of-use assets

Group 2024/25	Buildings and land	Passenger cars and other vehicles	Other right-of-use assets
<b>Accumulated historical cost</b>			
At start of year	511.4	154.3	16.6
New leases	130.0	78.5	3.4
Lease cancellations/expired and terminated leases	-75.8	-53.8	-6.1
Translation difference	-35.0	-8.0	-1.8
	<b>530.6</b>	<b>171.0</b>	<b>12.1</b>
<b>Accumulated depreciation/amortisation</b>			
At start of year	-238.8	-60.4	-9.7
Cancelled leases	67.3	57.7	6.0
Translation difference	19.4	5.2	1.0
Depreciation/amortisation for the year	-83.7	-62.4	-3.5
	<b>-235.8</b>	<b>-59.9</b>	<b>-6.2</b>
<b>Carrying amount</b>	<b>294.8</b>	<b>111.1</b>	<b>5.9</b>

Group 2023/24	Buildings and land	Passenger cars and other vehicles	Other right-of-use assets
<b>Accumulated historical cost</b>			
At start of year	415.1	123.0	16.9
New leases	177.6	66.2	4.6
Lease cancellations/expired and terminated leases	-95.6	-34.7	-5.3
Translation difference	14.3	-0.2	0.4
	<b>511.4</b>	<b>154.3</b>	<b>16.6</b>
<b>Accumulated depreciation/amortisation</b>			
At start of year	-237.9	-53.0	-10.0
Cancelled leases	91.8	27.9	5.2
Translation difference	-9.2	-1.3	-0.1
Depreciation/amortisation for the year	-83.6	-34.0	-4.8
	<b>-238.9</b>	<b>-60.4</b>	<b>-9.7</b>
<b>Carrying amount</b>	<b>272.5</b>	<b>93.9</b>	<b>6.9</b>





→ Note 8 (cont.)

	Group	
	2024/25	2023/24
<b>Contractual future lease fees, maturing leases</b>		
Within a year	130.9	124.0
Within 1–2 years	100.5	93.0
Within 2–5 years	160.7	135.2
More than 5 years	73.4	72.9
<b>Total</b>	<b>465.5</b>	<b>425.1</b>

	Group	
	2024/25	2023/24
<b>Maturity structure of lease liability</b>		
Within a year	130.6	125.6
Within 1–2 years	94.5	86.9
Within 2–5 years	133.5	111.0
More than 5 years	61.4	58.5
<b>Total</b>	<b>420.0</b>	<b>382.0</b>

Operating leases, in accordance with RFR 2

	Parent Company	
	2024/25	2023/24
<b>Lease costs recognised</b>		
Within a year	1.9	1.2
Within 1–2 years	1.7	0.8
Within 2–5 years	1.9	0.8
<b>Total</b>	<b>5.5</b>	<b>2.8</b>

Operating leases consist in the main of leases for office buildings and company cars for employees.

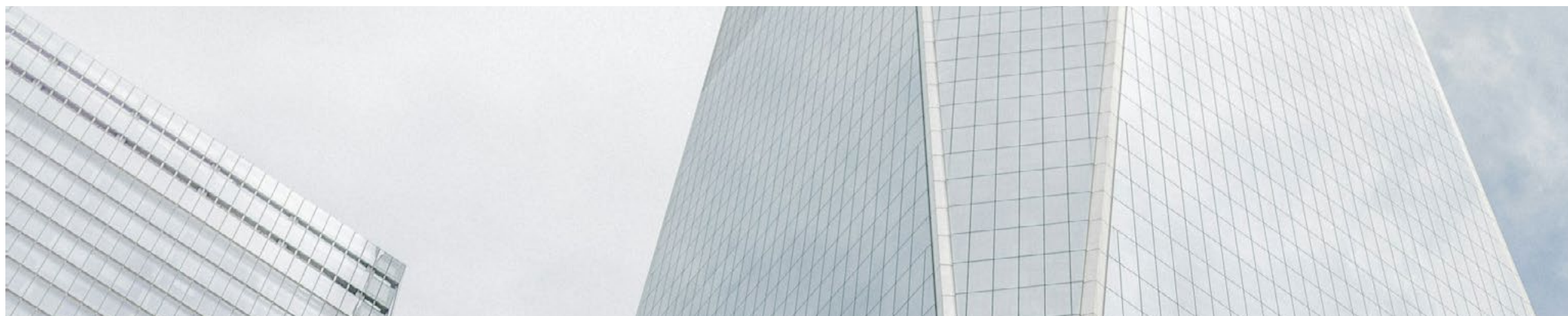
**Note 9 | Other operating income**

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Exchange rate gains in operations	95.8	129.7	5.3	7.3
Gain on sale of property, plant and equipment	30.6	31.3	-	-
Government subsidies received	1.5	4.7	-	-
Other miscellaneous income	119.5	103.2	8.1	11.8
	<b>247.4</b>	<b>268.9</b>	<b>13.4</b>	<b>19.1</b>

**Note 10 | Other operating expenses**

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Exchange rate losses in operations	-117.8	-150.0	-9.4	-6.6
Intra-Group expenses	-	-	-79.8	-61.1
Loss on sale of property, plant and equipment	-0.7	-2.8	-	-
Impairment of non-current assets	-11.8	-8.3	-	-
Other miscellaneous expenses	-107.0	-214.8	-55.3	-49.6
	<b>-237.3</b>	<b>-375.9</b>	<b>-144.5</b>	<b>-117.3</b>

Other miscellaneous expenses in the preceding financial year include restructuring costs of SEK 125 million in connection with the relocation of Menega's production to Slovenia. The relocation has been completed in the current financial year.





## Note 11 | Employees and personnel costs

	2024/25		2023/24	
	Average number of employees	Of whom, men	Average number of employees	Of whom, men
Parent Company	71	50	63	42
Subsidiaries in:				
<b>Nordic region</b>	<b>904</b>	<b>765</b>	<b>924</b>	<b>746</b>
Sweden	554	462	554	445
Denmark	177	164	187	166
Finland	20	15	19	11
Norway	153	124	164	127
<b>Western Europe</b>	<b>2,043</b>	<b>1,617</b>	<b>2,080</b>	<b>1,608</b>
Belgium	46	37	44	38
UK	107	103	140	110
Greece	16	10	13	7
France	62	43	58	41
Netherlands	173	167	198	148
Ireland	17	16	17	16
Italy	210	142	204	137
Portugal	22	14	23	16
Spain	577	439	548	405
Germany	730	579	755	624
Austria	26	22	25	21
<b>Eastern Europe and CIS</b>	<b>1,488</b>	<b>999</b>	<b>1,407</b>	<b>946</b>
Azerbaijan	9	8	9	8
Belarus	4	1	4	-
Bulgaria	5	3	4	2
Estonia	14	8	14	8
Georgia	3	-	2	-
Kazakhstan	6	3	5	2
Croatia	10	7	8	7
Latvia	7	6	7	6
Lithuania	271	184	267	175

	2024/25		2023/24	
	Average number of employees	Of whom, men	Average number of employees	Of whom, men
<b>Eastern Europe and CIS</b>				
Poland	52	39	56	42
Romania	7	7	6	4
Russia	211	100	191	89
Serbia	9	4	9	5
Slovakia	275	181	263	171
Slovenia	266	204	222	182
Czech Republic	330	238	332	241
Ukraine	2	-	3	-
Hungary	7	6	5	4
<b>North and South America</b>	<b>518</b>	<b>340</b>	<b>532</b>	<b>336</b>
Canada	337	228	352	226
Mexico	9	4	9	4
Peru	11	8	10	-
USA	161	100	161	106
<b>Middle East, Asia, Australia and Africa</b>	<b>1,531</b>	<b>1,231</b>	<b>1,447</b>	<b>1,187</b>
Australia	49	46	44	43
United Arab Emirates	13	11	13	11
India	713	714	654	667
China	5	4	4	4
Morocco	36	25	36	25
Malaysia	193	131	142	100
New Zealand	19	19	16	14
Saudi Arabia	40	41	32	28
Singapore	12	7	12	7
South Africa	90	42	124	82
Türkiye	351	184	359	199
Qatar	10	7	11	7
	<b>6,555</b>	<b>5,002</b>	<b>6,453</b>	<b>4,685</b>

Representation of women on Board and in management, %	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Board, excluding employee representatives			40%	40%
Group Management			14%	14%
Company managements	7%	9%		

Salaries, other remuneration and social security expenses	Salaries and remuneration		Social security expenses	
	2024/25	2023/24	2024/25	2023/24
<b>Board and President</b>				
Parent Company	6.4	8.9	2.9	4.3
Subsidiaries in the Nordic region	20.1	18.6	6.9	6.3
Western Europe	65.1	64.2	13.5	12.7
Eastern Europe and CIS	29.5	25.4	7.3	6.1
North and South America	12.3	11.4	2.0	1.5
Rest of World	20.8	17.2	3.0	1.3
<b>Total, Board and President</b>	<b>154.2</b>	<b>145.7</b>	<b>35.6</b>	<b>32.2</b>



➔ Note 11 (cont.)

Senior executive remuneration recognised during the year	Basic salary/Fee	Holiday supplement paid	Variable pay	Other benefits	Pension cost	Total
<b>2024/25</b>						
Gerald Engström – Chairman of the Board	0.9					0.9
Patrik Nolåker – Vice Chairman of the Board	0.6					0.6
Carina Andersson – Director	0.5					0.5
Niklas Engström – Director	0.4					0.4
Gunilla Spongh – Director	0.5					0.5
Roland Kasper – Chief Executive Officer	5.2	0.2	1.4	0.1	1.0	7.9
Other senior executives <sup>1</sup>	13.9	0.4	2.1	0.5	4.6	21.5
<b>Total</b>	<b>22.0</b>	<b>0.6</b>	<b>3.5</b>	<b>0.6</b>	<b>5.6</b>	<b>32.3</b>

Variable remuneration also includes share-based remuneration from the LTIP 2024 programme (total SEK 1.5 million (–)).

<sup>1</sup> Total of 6 persons

Senior executive remuneration recognised during the year	Basic salary/Fee	Holiday supplement paid	Variable pay	Other benefits	Pension cost	Total
<b>2023/24</b>						
Gerald Engström – Chairman of the Board	0.8					0.8
Patrik Nolåker – Vice Chairman of the Board	0.6					0.6
Carina Andersson – Director	0.4					0.4
Niklas Engström – Director	0.4					0.4
Gunilla Spongh – Director	0.5					0.5
Roland Kasper – Chief Executive Officer	4.9	0.4	1.0	0.1	1.5	7.9
Other senior executives <sup>1</sup>	12.2	0.4	1.2	0.4	4.4	18.6
<b>Total</b>	<b>19.8</b>	<b>0.8</b>	<b>2.2</b>	<b>0.5</b>	<b>5.9</b>	<b>29.2</b>

<sup>1</sup> Total of 7 persons

Fees to the Board of Directors total SEK 2,770 thousand (2,655); SEK 870 thousand (830) to the Chairman, SEK 590 thousand (560) to the Vice Chairman and SEK 365 thousand (350) to each of the other members elected by the AGM. In addition, remuneration has been paid to the Audit Committee in a total amount of SEK 165 thousand (165), with SEK 110 thousand (110) being paid to the committee chair and SEK 55 thousand (55) to the other member. Remuneration has also been paid to the Remuneration Committee in an amount of SEK 30 thousand (30) to the chair of the committee and SEK 20 thousand (20) to the other member.

Salaries, other remuneration and social security expenses	Salaries and remuneration		Social security expenses	
	2024/25	2023/24	2024/25	2023/24
<b>Other employees</b>				
Parent Company	61.9	53.1	37.2	32.3
Subsidiaries in the Nordic region	546.4	542.0	167.1	159.3
Western Europe	1,157.9	1,069.5	256.2	244.4
Eastern Europe and CIS	397.3	382.5	93.1	84.8
North and South America	280.3	265.5	51.2	50.4
Rest of World	218.7	178.8	24.8	18.9
<b>Total, other employees</b>	<b>2,662.5</b>	<b>2,491.4</b>	<b>629.6</b>	<b>590.1</b>

Of social security expenses in the Parent Company, pension expenses accounted for SEK 17.1 million (16.6), including SEK 0.9 million (1.5) for the Board and the President. In other Group companies, pension expenses totalled SEK 98.2 million (91.4), including SEK 8.2 million (7.1) for boards and presidents.

#### Remuneration policy

The Chairman and members of the Board receive remuneration according to resolution by the Annual General Meeting. Fees totalling SEK 30 thousand (30) are paid to employee representatives each year.

Remuneration to the President is determined by the Board, based on a proposal from the Remuneration Committee, consisting of Carina Andersson, Gerald Engström and Patrik Nolåker. Remuneration to other senior executives is determined by the President following consultation with Remuneration Committee.

Senior executives consist of President and Chief Executive Officer Roland Kasper, Vice President Products and Technologies Martin Dahlgren, Vice President Sales Olle Glassel, Vice President Global Supply Chain Anders Gustafsson, Vice President M&A Ulrika Hellman, Vice President Products and Marketing Bjørn-Osvold Skandsen and CFO Anders Ulff.

Remuneration to senior executives shall – based on the conditions in the market in which the Company operates and the environment in which the particular executive works – be competitive, enable the recruitment of new executives and motivate senior executives to remain with the Company. “Senior executives” refers to the President and other members of Group Management.

The system of remuneration shall consist of a fixed salary and pension, but may also include variable salary and benefits such as, for example, a company car. In addition to the above, special incentive programmes approved by the AGM may apply. Fixed salary and benefits are to be determined individually based on the aforementioned criteria and the specific competence of the executive.

Variable pay is based on the Company's performance, with the aim of promoting the Company's strategy, long-term value creation and sustainability. The variable portion is paid as a proportion of the fixed salary and may amount to no more than 40 percent of the annual salary for the Chief Executive Officer, 25 percent for other senior executives and 15 percent for other key individuals.

As a principle, pensions shall be premium-based and shall not exceed 35 percent of the fixed salary. The size of the pension shall adhere to the same criteria as above and shall be based on fixed salary. The Board is entitled to depart from these guidelines if justified in any particular case.

#### Notice of termination and severance payments

The President's employment may be terminated with 12 months' notice by the Company or six months' notice by the President. For other senior executives, the period of notice is as stated in the applicable collective bargaining agreement or is no more than 12 months from the Company or six months from the employee. No other agreements entitle the President or other senior executives to severance pay.

#### Share-based and share-price-based incentive programmes

The Annual General Meetings of 2021, 2022 and 2023 resolved to approve warrant programmes for senior executives. The warrants were transferred to the participants at a price corresponding to their market value, calculated via an external independent valuation based on an accepted valuation model (Black-Scholes). The programmes operate for four years. During the financial year, 63,000 warrants were repurchased, at the lower of cost or market value, from employees who had left the organisation.

Outstanding programmes	Number of warrants	Equivalent number of shares	Percentage of total no. of shares	Redemption price	Redemption period
LTIP 2023	357,500	357,500	0.2%	77.50	17 Aug 2026–30 Sep 2027
LTIP 2022	485,740	485,740	0.2%	58.30	18 Aug 2025–30 Sep 2026
LTIP 2021	532,000	532,000	0.3%	98.20	19 Aug 2024–30 Sep 2025
<b>Total</b>	<b>1,375,240</b>	<b>1,375,240</b>			
Share-based incentive programmes	Maximum number of investment shares	Maximum number of performance shares			
LTIP 2024	120,000	640,000	0.3%		Q1 2027 (Aug 2027)
<b>Total</b>		<b>2,015,240</b>	<b>1.0%</b>		

Systemair also has a share incentive programme currently in operation for around 70 senior executives and key employees based on the participants investing their own money in shares. For each investment share, a maximum of five performance shares may be obtained, representing a maximum of 600,000 shares, or approximately 0.3 percent of the total number of shares. An additional 40,000 shares may be issued as compensation for any dividends paid during the period. Participants are awarded performance shares subject to continued employment and the fulfilment of performance conditions. The performance conditions are based on the total shareholder return for the Systemair share, organic growth, operating margin and sustainability-based targets. Performance shares will be allocated after publication of the interim report for the May–July 2027 period.



## Note 12 | Amortisation and depreciation of intangible assets and property, plant and equipment

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Capitalised development costs	-	0.3	-	0.3
Brands, customer relationships	24.2	26.6	-	-
Other intangible assets	32.5	31.2	11.5	13.5
Buildings and land improvements	62.1	61.6	-	-
Plant and machinery	121.1	113.5	0.3	0.8
Equipment and tools	59.5	58.1	1.3	1.2
Right-of-use assets	149.6	122.4	-	-
	<b>449.0</b>	<b>413.7</b>	<b>13.1</b>	<b>15.8</b>
<b>Depreciation/amortisation, by function</b>				
Cost of goods sold	224.0	213.0	-	-
Selling expenses	183.9	163.3	5.9	8.4
Administration expenses	37.2	32.0	6.6	6.7
Other operating expenses	3.9	5.4	0.6	0.7
	<b>449.0</b>	<b>413.7</b>	<b>13.1</b>	<b>15.8</b>

## Note 13 | Financial income

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Interest income, external	19.4	12.3	3.0	3.7
Interest income, Group companies	-	-	80.8	100.0
Net changes in exchange rates, financial instruments	-	-	-	32.8
	<b>19.4</b>	<b>12.3</b>	<b>83.8</b>	<b>136.5</b>

## Note 14 | Financial expenses

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Interest expenses, external	-55.7	-83.3	-31.4	-54.4
Interest expenses, Group companies	-	-	-30.9	-30.0
Interest expense, leases	-16.4	-13.6	-	-
Net changes in exchange rates, financial instruments	-92.8	-8.8	-42.4	-
Other financial expenses	-12.1	-5.2	-	-1.0
	<b>-177.0</b>	<b>-110.9</b>	<b>-104.7</b>	<b>-85.4</b>

## Note 15 | Tax on profit for the year

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Current tax	-265.8	-215.1	-1.1	-1.4
Deferred tax	9.2	4.5	-5.5	4.9
	<b>-256.6</b>	<b>-210.6</b>	<b>-6.6</b>	<b>3.5</b>

The Group's tax expense represents 27.2 percent (24.4) of consolidated pre-tax profit. The higher tax expense is attributable to non-capitalised tax loss carry-forwards in loss-making companies. The tax rate for the Parent Company in the financial year was 20.6 percent (20.6).

At the financial year-end, the Systemair Group had deferred tax assets totalling SEK 76.6 million (61.5) comprising loss carry-forwards not taken into account in calculating the deferred tax asset. Deferred tax assets are recognised provided that it is probable that the loss carry-forwards can be used against future taxable surpluses, based on assessments in each individual company. No time limits to service life are applied to the loss carry-forwards that correspond to the deferred tax assets capitalised. The same applies to the deferred tax assets of SEK 326 million not taken into account. The same applies to the deferred tax assets of SEK 295 million not taken into account. Deferred tax on losses not recognised relates for the most part to operations in Germany, Australia and South Africa.

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Pre-tax profit	942.8	864.4	312.7	189.0
Tax at current tax rate for Parent Company	-194.2	-179.6	-10.7	-13.3
Effect, foreign tax rates	-1.7	1.9	-	-
Non-deductible expenses	-19.1	-12.6	-1.6	-1.9
Tax-exempt income	5.8	10.5	4.1	-
Tax effect of uncapitalised loss carry-forwards, net	-17.7	-66.0	-	-
Dividends from subsidiaries	-	-	69.8	93.6
Adjustment for previous years' taxes	-9.4	-3.3	-	-
Other	-20.3	38.5	-68.2	-74.9
	<b>-256.6</b>	<b>-210.6</b>	<b>-6.6</b>	<b>3.5</b>

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
<b>Deferred tax assets</b>				
Property, plant and equipment	24.7	8.1	-	-
Inventory	35.2	35.1	-	-
Current receivables	5.8	6.4	-	-
Pension provisions	15.2	15.8	-	-
Loss carry-forwards	76.6	61.5	19.6	20.0
Other	25.1	32.9	-	-
	<b>182.6</b>	<b>159.8</b>	<b>19.6</b>	<b>20.0</b>
<b>Deferred tax liabilities</b>				
Intangible assets	11.1	10.1	-	-
Property, plant and equipment	36.9	41.1	-	-
Untaxed reserves	33.5	43.1	-	-
Other	6.8	4.4	-	-
	<b>88.3</b>	<b>98.7</b>	<b>-</b>	<b>-</b>







→ Note 15 (cont.)

Change in deferred tax, temporary differences and loss carry-forwards

Group 2024/25	Opening balance, 1 May	Recognised via income statement	Recognised via other comprehensive income	Translation difference	Closing balance, 30 April
Non-current assets	-43.2	17.4	-	2.5	-23.3
Current receivables and liabilities	41.6	0.4	-	-1.1	40.9
Provisions and non-current liabilities	15.8	1.1	-0.5	-1.1	15.3
Untaxed reserves	-43.1	9.6	-	-	-33.5
Loss carry-forwards	61.5	18.3	-	-3.2	76.6
Other	28.5	-6.9	-	-3.3	18.3
	<b>61.1</b>	<b>39.9</b>	<b>-0.5</b>	<b>-6.2</b>	<b>94.3</b>

Group 2023/24	Opening balance, 1 May	Recognised via income statement	Recognised via other comprehensive income	Translation difference	Closing balance, 30 April
Non-current assets	-46.6	4.2	-	-0.8	-43.2
Current receivables and liabilities	42.8	-1.9	-	0.7	41.6
Provisions and non-current liabilities	17.3	-2.3	0.3	0.5	15.8
Untaxed reserves	-46.1	3.0	-	-	-43.1
Loss carry-forwards	70.7	-10.6	-	1.4	61.5
Other	4.2	25.5	-	-1.2	28.5
	<b>42.3</b>	<b>17.9</b>	<b>0.3</b>	<b>0.6</b>	<b>61.1</b>

**Note 16 | Intangible assets and property, plant and equipment**

Group 2024/25	Goodwill	Capitalised development costs	Brands, customer relationships	Other intangible assets	Buildings and land	Plant and machinery	Equipment and tools	Construction in progress
<b>Accumulated historical cost</b>								
At start of year	1,188.8	13.0	661.0	314.7	2,235.7	1,609.4	822.1	242.6
Acquired in business combinations	26.5	-	6.3	-	-	0.7	0.5	-
Acquisitions for the year	-	-	-	7.9	79.2	128.2	80.3	168.7
Sales/Disposals	-	-	-	-2.3	-70.7	-16.7	-20.9	-3.5
Reclassifications	-	11.7	-	12.4	78.9	58.7	20.9	-182.6
Translation difference	-85.6	-	-45.9	0.2	-169.0	-181.7	-156.0	-51.9
	<b>1,129.7</b>	<b>24.7</b>	<b>621.4</b>	<b>332.9</b>	<b>2,154.1</b>	<b>1,598.6</b>	<b>746.9</b>	<b>173.3</b>
<b>Accumulated depreciation/ amortisation</b>								
At start of year	-	-9.1	-443.5	-244.4	-831.6	-1,035.3	-607.2	-
Sales/Disposals	-	-	-	2.3	60.3	16.0	19.2	-
Translation difference	-	-	32.2	6.3	72.3	112.6	127.3	-
Depreciation/amortisation for the year	-	-	-24.2	-32.5	-62.1	-121.1	-59.5	-
	-	<b>-9.1</b>	<b>-435.5</b>	<b>-268.3</b>	<b>-761.1</b>	<b>-1,027.8</b>	<b>-520.2</b>	-
<b>Accumulated impairments</b>								
At start of year	-163.0	-3.9	-	-0.1	-58.1	-20.7	-3.2	-
Translation difference	10.6	-	-	-0.1	0.8	0.3	-	-
Impairment for the year	-11.8	-	-	-	-	-	-	-
	<b>-164.2</b>	<b>-3.9</b>	-	<b>-0.2</b>	<b>-57.3</b>	<b>-20.4</b>	<b>-3.2</b>	-
<b>Carrying amount</b>	<b>965.5</b>	<b>11.7</b>	<b>185.9</b>	<b>64.4</b>	<b>1,335.7</b>	<b>550.4</b>	<b>223.5</b>	<b>173.3</b>



→ Note 16 (cont.)

Group 2023/24	Goodwill	Capitalised development costs	Brands, customer relationships	Other intangible assets	Buildings and land	Plant and machinery	Equipment and tools	Construction in progress
<b>Accumulated historical cost</b>								
At start of year	1,145.7	13.0	637.7	261.6	2,305.8	1,385.4	671.3	136.1
Acquired in business combinations	7.9	-	3.7	-	-	-	0.6	-
Acquisitions for the year	-	-	-	24.6	55.3	79.0	41.6	210.7
Sales/Disposals	-	-	-	-0.8	-135.8	-67.3	-49.2	-14.7
Reclassifications	-	-	-	17.6	7.5	107.0	21.7	-153.8
Translation difference	35.2	-	19.6	11.7	2.9	105.3	136.1	64.3
	<b>1,188.8</b>	<b>13.0</b>	<b>661.0</b>	<b>314.7</b>	<b>2,235.7</b>	<b>1,609.4</b>	<b>822.1</b>	<b>242.6</b>
<b>Accumulated depreciation/ amortisation</b>								
At start of year	-	-8.8	-405.4	-202.8	-772.1	-890.6	-477.4	-
Sales/Disposals	-	-	-	1.9	39.7	40.3	48.4	-
Translation difference	-	-	-11.5	-12.3	-37.6	-71.5	-120.1	-
Depreciation/amortisation for the year	-	-0.3	-26.6	-31.2	-61.6	-113.5	-58.1	-
	<b>-</b>	<b>-9.1</b>	<b>-443.5</b>	<b>-244.4</b>	<b>-831.6</b>	<b>-1,035.3</b>	<b>-607.2</b>	<b>-</b>
<b>Accumulated impairments</b>								
At start of year	-157.1	-3.9	-	-0.1	-61.3	-21.8	-3.5	-
Translation difference	-2.7	-	-	-	3.2	1.0	0.3	-
Sales/Disposals	-	-	-	-	-	5.2	-	-
Impairment for the year	-3.2	-	-	-	-	-5.1	-	-
	<b>-163.0</b>	<b>-3.9</b>	<b>-</b>	<b>-0.1</b>	<b>-58.1</b>	<b>-20.7</b>	<b>-3.2</b>	<b>-</b>
<b>Carrying amount</b>	<b>1,025.8</b>	<b>-</b>	<b>217.5</b>	<b>70.2</b>	<b>1,346.0</b>	<b>553.4</b>	<b>211.7</b>	<b>242.6</b>

#### Impairment testing for goodwill and brands with indefinite service life

Goodwill has been allocated to cash-generating units, legal entities, and has been tested for impairment. The recoverable amount for the cash-generating units is based on value in use. These calculations assume estimated cash flows based on financial plans approved by the Board and covering a five-year period. Management has based its financial plans on previous performance, experience and anticipated developments in the market. These plans include, for example, assumptions regarding product launches, the trend of prices, sales volumes, competing products and the trend of costs. The cash flow beyond the five-year period is assumed to show annual growth corresponding to 2–4 percent annually. The discount rate before tax varies between 12 and 25 percent (13–26) for the various cash-generating units.

The table, right, shows a goodwill breakdown per cash-generating unit for the ten single biggest goodwill items and brand with an indefinite life, average estimated growth and gross margin over the forecast period, plus the discount rate before tax for each unit, as used for calculation of the values in use. The figure for Systemair HSK, Türkiye, has been adjusted for hyperinflation in line with IAS 29.

The recoverable amount for the units tested exceeds their carrying amount and as a result no impairments have been recognised. However, given the current macroeconomic situation in Türkiye, determining the discount rate is associated with some difficulties. Sensitivity analyses have been performed for estimated gross margin, rate of growth and discount rate. These analyses are based on a change in one assumption while all other assumptions are maintained as constant. Systemair has concluded that sufficient margins exist in the calculations for all units.

Cash-generating unit	Country	Goodwill 30 April	Brand subject to testing for impairment	2024/25		
				Average estimated growth	Average estimated gross margin	Discount rate before tax
Systemair HSK	Türkiye	94.2	-	12%	23%	25%
Sagicofim Group	Italy	82.7	30.4	6%	28%	17%
Systemair Production B.V	Netherlands	66.2	-	4%	25%	12%
Systemair Ltd	United Kingdom	62.6	-	11%	31%	14%
Koolair Group	Spain	62.6	63.7	-1%	28%	15%
Systemair India Pvt Ltd	India	49.9	-	8%	19%	18%
Recutech	Czech Republic	35.7	-	12%	24%	13%
Burda WT GmbH	Germany	34.8	-	5%	44%	14%
Systemair Schweiz AG	Switzerland	33.2	-	11%	46%	12%
Systemair Italy s.r.l.	Italy	32.3	-	9%	32%	18%
Other companies		411.3	-			
		<b>965.5</b>	<b>94.1</b>			



→ Note 16 (cont.)

		2023/24				
Cash-generating unit	Country	Goodwill 30 April	Brand subject to testing for impairment	Average estimated growth	Average estimated gross margin	Discount rate before tax
Systemair HSK	Türkiye	103.9	-	10%	23%	26%
Sagicofim Group	Italy	88.6	32.6	10%	29%	18%
Systemair B.V.	Netherlands	70.9	-	4%	26%	13%
Koolair Group	Spain	67.0	68.3	2%	28%	16%
Systemair India Pvt Ltd	India	57.5	-	9%	18%	18%
Group SCS	United Kingdom	46.1	-	8%	25%	15%
Recutech	Czech Republic	37.9	-	17%	25%	13%
Burda WTG	Germany	37.3	-	9%	44%	14%
Systemair Italy s.r.l.	Italy	34.6	-	9%	33%	18%
Systemair Schweiz AG	Switzerland	34.1	-	7%	46%	13%
Other companies		447.9	-			
		<b>1,025.8</b>	<b>100.9</b>			

Parent Company 2024/25	Goodwill	Capitalised development costs	Licences etc.	Plant and machinery	Equipment and tools	Construction in progress
<b>Accumulated historical cost</b>						
At start of year	0.7	13.0	105.5	12.9	19.5	21.6
Acquisitions for the year	-	-	-	-	-	19.2
Reclassifications	-	11.7	6.1	-	5.4	-23.2
	<b>0.7</b>	<b>24.7</b>	<b>111.6</b>	<b>12.9</b>	<b>24.9</b>	<b>17.6</b>
<b>Accumulated depreciation/amortisation</b>						
At start of year	-0.7	-9.1	-81.9	-11.8	-16.4	-
Depreciation/amortisation for the year	-	-	-11.5	-0.3	-1.3	-
	<b>-0.7</b>	<b>-9.1</b>	<b>-93.4</b>	<b>-12.1</b>	<b>-17.7</b>	<b>-</b>
<b>Accumulated impairments</b>						
At start of year	-	-3.9	-	-	-	-
Impairment for the year	-	-	-	-	-	-
	<b>-</b>	<b>-3.9</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Carrying amount</b>	<b>-</b>	<b>11.7</b>	<b>18.2</b>	<b>0.8</b>	<b>7.2</b>	<b>17.6</b>

Parent Company 2023/24	Goodwill	Capitalised development costs	Licences etc.	Plant and machinery	Equipment and tools	Construction in progress
<b>Accumulated historical cost</b>						
At start of year	0.7	13.0	92.2	11.6	18.7	14.7
Acquisitions for the year	-	-	3.4	-	-	23.0
Reclassifications	-	-	9.9	1.3	3.5	-14.7
Sales/Disposals	-	-	-	-	-2.7	-1.4
	<b>0.7</b>	<b>13.0</b>	<b>105.5</b>	<b>12.9</b>	<b>19.5</b>	<b>21.6</b>
<b>Accumulated depreciation/amortisation</b>						
At start of year	-0.7	-8.8	-68.4	-11.0	-15.2	-
Depreciation/amortisation for the year	-	-0.3	-13.5	-0.8	-1.2	-
	<b>-0.7</b>	<b>-9.1</b>	<b>-81.9</b>	<b>-11.8</b>	<b>-16.4</b>	<b>-</b>
<b>Accumulated impairments</b>						
At start of year	-	-3.9	-	-	-	-
Impairment for the year	-	-	-	-	-	-
	<b>-</b>	<b>-3.9</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Carrying amount</b>	<b>-</b>	<b>-</b>	<b>23.6</b>	<b>1.1</b>	<b>3.1</b>	<b>21.6</b>



## Note 17 | Other long-term receivables

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Opening balance	50.2	14.4	8.0	8.1
Additional receivables	2.7	51.9	1.2	-
Receivables settled	-8.9	-14.5	-0.4	-
Impairment losses	-1.4	-0.2	-0.6	-0.1
Reclassifications	0.1	-1.6	-	-
Translation differences	-2.8	0.2	-	-
<b>Closing balance</b>	<b>39.9</b>	<b>50.2</b>	<b>8.2</b>	<b>8.0</b>

## Note 18 | Prepaid expenses and accrued income

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Prepaid rent	42.7	48.6	-	-
Prepaid insurance premiums	18.3	11.4	-	-
Servicing agreements and software licences	26.5	22.9	17.5	13.5
Other	46.9	87.6	2.7	4.1
	<b>134.4</b>	<b>170.5</b>	<b>20.2</b>	<b>17.6</b>

## Note 19 | Inventory

The direct cost of materials during the year totalled SEK 4,963.2 million (5,390.8). The provision for obsolescence decreased by SEK 25.0 million. In all, the provision for obsolescence amounts to SEK 132.5 million (157.5), 5.8 percent (6.6) of the inventory value before deductions for obsolescence.

## Note 20 | Trade accounts receivable

Age breakdown of trade accounts receivable, including provisions	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Not yet due	1,907.5	2,050.0	0.3	-
< 90 days	274.0	313.4	-	-
90–180 days	44.0	54.5	-	-
181–360 days	24.1	24.6	-	-
> 360 days	34.0	28.6	-	-
<b>Total</b>	<b>2,283.6</b>	<b>2,471.1</b>	<b>0.3</b>	<b>-</b>

In accordance with IFRS 9, Systemair employs a valuation methodology for calculation of credit loss provision for trade accounts receivable, in which the expected credit loss for the entire duration of the account receivable is taken into account calculating the credit loss provision. However, when more appropriate, assessments of outstanding trade accounts receivable are always based on individual circumstances.

The model for calculating expected credit losses is based on five different levels of maturity, from trade accounts receivable not yet due to more than 360 days overdue, as shown in the table above. Each level is assigned a degree of expected credit loss, on which basis accounting loss provisions are made, unless an assessment of the individual circumstances indicates otherwise. The grading of credit loss per level is based on historical patterns of losses over a five-year period, adjusted for loss provisions, including an individual forward-looking assessment of changes in payment structures based, for example, on state of the economy and knowledge of customer and market. The degrees of credit loss in the different categories on 30 April 2025 were in the range of 0.1–68.6 percent (0.1–69.8). Systemair does not as a rule use credit insurance, but if it does by way of exception, a provision less the insured sum is accepted. An individual trade account receivable is written off at the point in time when there is no reasonable expectation of settlement by the counterparty.

In the 2024/25 financial year, profits were charged with SEK 28.5 million (13.7) in anticipated bad debts. Provisions for impairment of trade accounts receivable in the Group totalled 4.4 percent (3.6) of total trade accounts receivable.

Customer credit risk is managed at every subsidiary that has drawn up a credit policy in accordance with a standard template. Outstanding trade accounts receivable are monitored and reported on regularly at each company and at Group level. Systemair has an extremely broad customer base, with nearly 100,000 customers. No individual customer normally represents more than around 1 percent of the Company's total sales. As a result, Systemair has limited dependence on individual customers. The cost of anticipated bad debts and confirmed impairment losses on trade receivables is charged to the costs of selling.

Provision for expected credit losses	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Opening balance	93.3	91.7	0.8	0.8
Provision for anticipated losses	37.3	30.9	-	-
Reversal of amount unused	-6.4	-18.3	-	-
Bad debts	-12.5	-13.4	-	-
Provisions acquired	-	0.1	-	-
Translation difference	-7.6	2.3	-	-
<b>Closing balance</b>	<b>104.1</b>	<b>93.3</b>	<b>0.8</b>	<b>0.8</b>

The provision for expected credit losses is made up as follows, by maturity category.

Provision for expected credit losses	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Not yet due	2.5	2.6	-	-
Due < 90 days	3.4	9.1	-	-
Due 90–180 days	4.3	2.9	-	-
Due 181–360 days	19.5	12.7	-	-
Due > 360 days	74.4	66.0	0.8	0.8
<b>Provision for expected credit losses, total</b>	<b>104.1</b>	<b>93.3</b>	<b>0.8</b>	<b>0.8</b>

Group 2024/25	Gross amount, trade accounts receivable	Provision for losses	Expected risk of loss, %
Not yet due	1,910.0	2.5	0.1%
Due < 90 days	277.4	3.4	1.2%
Due 90–180 days	48.3	4.3	8.9%
Due 181–360 days	43.6	19.5	44.7%
Due > 360 days	108.4	74.4	68.6%
	<b>2,387.7</b>	<b>104.1</b>	<b>4.4%</b>

Group 2023/24	Gross amount, trade accounts receivable	Provision for losses	Expected risk of loss, %
Not yet due	2,052.5	2.6	0.1%
Due < 90 days	322.5	9.1	2.8%
Due 90–180 days	57.5	2.9	5.1%
Due 181–360 days	37.3	12.7	34.0%
Due > 360 days	94.6	66.0	69.8%
	<b>2,564.4</b>	<b>93.3</b>	<b>3.6%</b>







## Note 21 | Share capital and proposed dividend

Year	Action	Quota value	Change in share capital, SEK m.	Share capital, SEK m.	Change Series A shares	Change Series B shares	Total no. of shares
Opening balances, May 2007		-	-	52.0	500,000	20,000	520,000
2007/08	100-for-1 split	1	-	52.0	50,000,000	2,000,000	52,000,000
2007/08	Reregistration of shares to one class <sup>1</sup>	1	-	52.0	-50,000,000	-2,000,000	52,000,000
2021/22	4-for-1 split	0.25	-	52.0	-	-	208,000,000
<b>At year-end, April 2025</b>		<b>0.25</b>	<b>-</b>	<b>52.0</b>	<b>-</b>	<b>-</b>	<b>208,000,000</b>

<sup>1</sup> The Annual General Meeting held on 25 June 2007 resolved that the Company would have one class of share only.

On 30 April 2025, the registered share capital totalled SEK 52,000,000, represented by 208,000,000 shares of one and the same class, and each entitled to one vote. All shares are fully paid up.

### Share buyback

In April 2025, the Board of Directors of Systemair AB resolved, as authorised by the Annual General Meeting held on 29 August 2024, to buy back up to 320,000 of the Company's own shares on Nasdaq Stockholm. The buyback is intended to fulfil the obligations arising from Systemair's share- and performance-based programmes, i.e. to ensure delivery of performance shares to the participants. The buyback was administered by Svenska Handelsbanken AB.

The buyback of 320,000 shares was carried out in April 2025. The buyback was conducted on Nasdaq Stockholm in accordance with applicable rules. The total cost of the buyback was SEK 23.5 million. The shares were paid for in cash. Systemair did not hold any of the Company's shares in treasury at the point in time before the buyback.

The number of shares in issue as per 30 April 2025 was 207,680,000.

### Capital management

The Systemair Board has set a target of no less than 30 percent for its equity/assets ratio. In the 2024/25 financial year, an equity/assets ratio of 61.5 percent (57.7) was achieved.

Other financial covenants measured under the conditions of existing financing agreements with Nordea Bank AB and Svenska Handelsbanken AB are interest coverage ratio and leverage. The target for interest coverage ratio is no less than 3.50. Over the financial year, the ratio was measured at 9.90 (14.05). The target for leverage is no more than 3.50. Over the 2024/25 financial year, leverage was measured at 0.56 (0.76). All covenants were therefore satisfied during the financial year.

### Translation reserve

The impact of foreign currency on equity is recognised as a translation difference. The translation difference arises at consolidation, when the net assets of the foreign subsidiaries are translated to Swedish kronor. Systemair translates its assets, liabilities and equity at the exchange rates prevailing at the balance sheet date and translates its income statements at the average exchange rates for the year. Any exchange differences arising from use of this method are taken directly to other comprehensive income. For the 2024/25 financial year, the translation difference in equity was SEK -278.6 million (+43.2).

### Reserve for development expenditure – Parent Company

On capitalisation of development expenditure, a corresponding amount shall be transferred from retained profit to a separate restricted reserve in equity, the reserve for development expenditure. The reserve is to be reduced on depreciation/amortisation, impairment or disposal. The Parent Company's reserve for development expenditure totalled SEK 11.7 million at the end of the financial year.

### Proposed appropriation of profits

Available for distribution by the Annual General Meeting:

Share premium reserve	SEK 35,206,751
Fair value reserve	SEK -5,167,245
Profit brought forward	SEK 1,646,616,967
Net profit for the year	SEK 306,134,427
	SEK 1,982,790,900

The Board proposes that the Annual General Meeting, to be held on 28 August 2025, approve a dividend of SEK 1.35 (1.20) per share. Excluding shares currently held in treasury by the Company, this represents a total dividend payout of SEK 280.4 million (249.6). The proposed dividend corresponds to 41.3 percent of net consolidated profit. The number of shares with dividend entitlement is 207,680,000.

### Share data

	2024/25	2023/24	2022/23	2021/22	2020/21 <sup>1</sup>
No. of shares at 30/4 <sup>2</sup>	207,680,000	208,000,000	208,000,000	208,000,000	52,000,000
After tax earnings per share (SEK)	3.27	3.10	5.00	2.61	1.95
Cash flow per share (SEK)	5.68	6.41	2.83	1.13	4.78
Equity per share (SEK)	27.70	27.14	25.32	18.34	15.89
Share price, end of accounting period	82.20	75.00	88.90	62.40	63.50
High during the year (SEK)	101.40	94.40	93.20	105.50	73.63
Low during the year (SEK)	68.40	56.40	46.35	59.63	31.95
Dividend per share, proposed (SEK) <sup>3</sup>	1.35	1.20	1.10	0.90	0.75
After tax P/E ratio	25.14	24.19	17.78	23.91	32.52
Direct yield (%)	1.64	1.60	1.24	1.44	1.18
Payout ratio (%)	41.28	38.71	22.00	34.48	38.41
Trading volume	22,895,508	17,615,329	24,172,634	14,750,312	15,388,069
Turnover rate (%)	11.01	8.47	11.62	7.09	7.40

<sup>1</sup> On 7 September 2021, Systemair effected a 4-for-1 share split. Following the share split, the total number of shares in Systemair increased from 52,000,000 shares to 208,000,000 shares. The figures for earlier periods provided for comparison have been adjusted.

<sup>2</sup> Total number of shares in issue excluding Systemair's holding of 320,000 shares in treasury.

<sup>3</sup> The Board of Directors proposes a dividend of SEK 1.35 (1.10) per share, for approval by the Annual General Meeting to be held in Skinnskatteberg on 28 August 2025.



## Note 22 | Borrowing and financial instruments

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
<b>Non-current liabilities</b>				
Bank loans of one to five years	377.8	382.2	285.3	282.1
Bank loans longer than five years	90.1	88.2	-	-
	<b>467.9</b>	<b>470.4</b>	<b>285.3</b>	<b>282.1</b>
<b>Current liabilities</b>				
Bank overdraft facilities	319.9	419.3	267.8	381.4
Current portion of bank loans	85.2	190.6	-	47.0
	<b>405.1</b>	<b>609.9</b>	<b>267.8</b>	<b>428.4</b>
<b>Total borrowing</b>	<b>873.0</b>	<b>1,080.3</b>	<b>553.1</b>	<b>710.5</b>
<b>Distribution among banks</b>				
Nordea Bank Abp, Sweden branch	389.3	628.6	387.9	618.3
Svenska Handelsbanken AB	165.1	92.2	165.2	92.2
Other banks	318.6	359.5	-	-
	<b>873.0</b>	<b>1,080.3</b>	<b>553.1</b>	<b>710.5</b>

Loans, by currency	SHB		Nordea		Others		Total	
	2024/25	2023/24	2024/25	2023/24	2024/25	2023/24	2024/25	2023/24
EUR	-28.6	20.9	238.9	400.5	87.1	122.5	297.4	543.9
SEK	228.8	152.9	191.7	45.7	-	-	420.5	198.6
USD	-	-	-77.0	-20.5	-	-	-77.0	-20.5
NOK	-	-	-71.9	-59.5	-	-	-71.9	-59.5
DKK	-	-	-80.4	-10.2	-	-	-80.4	-10.2
Other currencies	-35.1	-81.6	188.0	272.6	231.5	237.0	384.4	428.0
<b>Total</b>	<b>165.1</b>	<b>92.2</b>	<b>389.3</b>	<b>628.6</b>	<b>318.6</b>	<b>359.5</b>	<b>873.0</b>	<b>1,080.3</b>

	2024/25		2023/24	
	Loan amount	Weighted interest rate	Loan amount	Weighted interest rate
<b>Long-term loans</b>				
Group	467.9	3.17%	470.4	3.31%
Parent Company	285.3	3.45%	282.1	4.90%
<b>Short-term loans</b>				
Group	405.1	4.27%	609.9	6.63%
Parent Company	267.8	3.28%	428.4	5.25%

External facilities granted for bank overdrafts totalled SEK 1,364.3 million (1,360.6) for the Group and SEK 1,170.0 million (1,170.0) for the Parent Company. The Group had an unused overdraft facility of SEK 1,044.4 million (941.3). The overdraft facility carries a variable interest rate. The Parent Company has an RCF of SEK 1,029.1 million (1,052.6). The unutilised amount of the RCF in the Parent Company totalled SEK 1,029.1 million (1,052.6).

The Group's financing agreements with Nordea Bank Abp, Sweden branch, and Svenska Handelsbanken AB include financial covenants. During the year, new financial covenants were agreed with EBRD for borrowing at the subsidiary Systemair HSK, Türkiye. The key performance measures are interest coverage ratio and leverage, which are measured quarterly as a rolling 12-month value. During the year, the Group regularly met all the current terms and conditions of its covenants.

### Change in liabilities in financing activities

Group	30/04/2024	Cash flow	Acquisitions/ disposals	New leases	Translation differences	30/04/2025
Non-current financial liabilities	470.4	66.2	3.9	-	-72.6	467.9
Lease liability	381.9	-149.0	0.6	218.7	-32.2	420.0
Current financial liabilities	190.6	-80.7	-	-	-24.7	85.2
Bank overdraft facilities	419.3	-26.4	-	-	-73.0	319.9
<b>Total financial liabilities</b>	<b>1,462.2</b>	<b>-189.9</b>	<b>4.5</b>	<b>218.7</b>	<b>-202.5</b>	<b>1,293.0</b>
<b>Parent Company</b>						
Non-current financial liabilities	282.1	3.2	-	-	-	285.3
Current financial liabilities	47.0	-47.0	-	-	-	-
Bank overdraft facilities	381.4	-113.6	-	-	-	267.8
<b>Total financial liabilities</b>	<b>710.5</b>	<b>-157.4</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>553.1</b>

Group	30/04/2023	Cash flow	Acquisitions/ disposals	New leases	Translation differences	30/04/2024
Non-current financial liabilities	516.6	-35.5	-	-	-10.7	470.4
Lease liability	259.4	-124.0	-	241.4	5.1	381.9
Current financial liabilities	113.6	96.1	-	-	-19.1	190.6
Bank overdraft facilities	952.7	-581.2	-	-	47.8	419.3
<b>Total financial liabilities</b>	<b>1,842.3</b>	<b>-644.6</b>	<b>-</b>	<b>241.4</b>	<b>23.1</b>	<b>1,462.2</b>
<b>Parent Company</b>						
Non-current financial liabilities	339.7	-57.6	-	-	-	282.1
Current financial liabilities	-	47.0	-	-	-	47.0
Bank overdraft facilities	910.9	-529.5	-	-	-	381.4
<b>Total financial liabilities</b>	<b>1,250.6</b>	<b>-540.1</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>710.5</b>



→ Note 22 (cont.)

### Maturity structure

Maturity structure for future agreed interest payments based on current interest rates, repayments and other financial liabilities.

	2025/26	2026/27	2027/28	2028/29	2029/30	Later
Interest payments on loans	18.5	12.6	3.4	3.0	2.6	4.6
Interest on bank overdraft facilities	11.2					
<b>Total interest expense</b>	<b>29.7</b>	<b>12.6</b>	<b>3.4</b>	<b>3.0</b>	<b>2.6</b>	<b>4.6</b>
<b>Repayments</b>						
Loans	85.2	313.7	25.4	19.6	19.1	90.1
Operating credit	319.9					
Lease liabilities	130.5	99.8	72.2	53.9	31.6	32.0
Non-current liabilities		8.2				
Other liabilities	1,190.9					
<b>Total undiscounted payments</b>	<b>1,726.5</b>	<b>421.7</b>	<b>97.6</b>	<b>73.5</b>	<b>50.7</b>	<b>122.1</b>

### Classification and categorisation of financial assets and liabilities in the Group

Measurement at fair value is based on a valuation hierarchy for input data used in the valuations. This hierarchy is divided into three levels, corresponding to those introduced in IFRS 13 Financial Instruments: Disclosures. The three levels are:

**Level 1:** Quoted prices (unadjusted) in an active market for identical assets or liabilities to which the company has access at the time of valuation. Systemair currently does not have any financial assets or liabilities that are measured at Level 1.

**Level 2:** Inputs other than Level 1 quoted prices that are directly or indirectly observable for the asset or liability. Inputs other than quoted prices observable for the asset or liability may also include interest rates, yield curves, volatility and multiples. Forward contracts are measured at market value as defined in Level 2, meaning that fair value is established using valuation techniques based on observable market data, either directly or indirectly, that are not included in Level 1 (fair value according to prices quoted in an active market for the same instruments).

**Level 3:** Inputs not based on observable input data for the asset or liability. On this level, assumptions that market operators would apply in the pricing of the asset or liability, including risk assumptions, are taken into account. The calculation for the option to acquire the remaining 10 percent of the shares in Systemair HSK, Türkiye, is based on the anticipated earnings before depreciation/amortisation and tax (EBITDA) up to 2023/24, plus the increase in value of the land and building where the Turkish production facility is situated. Any increase in anticipated profit after tax and any increase in value of the land would result in an increase in the liability relating to the option. No upper limit for the anticipated liability was established in the agreement. Any change in estimated liability has been transferred via the Group's equity. During the financial year of May 2024–April 2025, the debt was settled in full and accordingly Systemair owns 100 percent of Systemair HSK, Türkiye. Calculation of the option to purchase the remaining 40 percent of the shares in Frico A/S, Denmark, will partly be determined by the operating profit (EBIT) for the financial years 2023/24 and 2024/25, and partly by the operating profit for the financial years 2026/27 through 2029/30. Any increase in anticipated profit after tax would result in an increase in the liability relating to the option. No upper limit for the anticipated liability has been specified in the agreement. Any change in estimated liability will be transferred via the Group's equity. The liability for the financial year May 2024–April 2025 was increased by SEK 9.5 million and is now measured at SEK 24.9 million. The liability for the acquisition option is recognised partly as a Current liability and partly as a Non-current liability, non-interest-bearing, on the balance sheet.

The carrying amount for all items, other than borrowing, is an approximation of the fair value, and so such items are not classified into levels in accordance with the valuation hierarchy. Loans to credit institutions for the most part carry variable interest rates. The carrying amount for loans is considered to correspond essentially to their fair value.

Change in value, purchase option 2024/25	Systemair HSK Türkiye	Frico A/S Danmark	Total
Opening balance	98.8	16.5	115.3
Change in value/ adjustment	-100.2	9.5	-90.7
Translation difference	1.4	-1.1	0.3
<b>Closing balance</b>	<b>-</b>	<b>24.9</b>	<b>24.9</b>

Change in value, purchase option 2023/24	Systemair HSK Türkiye	Frico A/S Danmark	Total
Opening balance	27.5	11.6	39.1
Change in value	81.2	4.5	85.7
Translation difference	-9.9	0.4	-9.5
<b>Closing balance</b>	<b>98.8</b>	<b>16.5</b>	<b>115.3</b>

2024/25 Assets	Measured at amortised cost	Measured at fair value via income	Total financial assets	Non-financial assets	Total
Intangible assets	-	-	-	1,227.5	1,227.5
Property, plant and equipment	-	-	-	2,282.9	2,282.9
Right-of-use assets				411.8	411.8
Participations in associated companies	-	-	-	27.5	27.5
Financial investments	-	1.5	1.5	-	1.5
Long-term receivables	8.2	-	8.2	31.7	39.9
Deferred tax assets	-	-	-	182.6	182.6
Inventory	-	-	-	2,072.1	2,072.1
Other receivables	2,360.4	-	2,360.4	347.6	2,708.0
Cash and cash equivalents	421.0	-	421.0	-	421.0
<b>Total assets</b>	<b>2,789.6</b>	<b>1.5</b>	<b>2,791.1</b>	<b>6,583.7</b>	<b>9,374.8</b>

Equity and liabilities	Financial liabilities measured at amortised cost	Financial liabilities measured at fair value via the income statement	Total financial liabilities	Non-financial liabilities	Total
Equity	-	-	-	5,768.2	5,768.2
Provisions for pensions	-	-	-	32.2	32.2
Deferred tax liabilities	-	-	-	88.3	88.3
Other provisions	-	-	-	77.5	77.5
Other non-current liabilities	-	8.2	8.2	2.5	10.7
Interest-bearing liabilities	873.0	-	873.0	-	873.0
Lease liabilities	420.0	-	420.0	-	420.0
Other liabilities	1,174.2	16.7	1,190.9	914.0	2,104.9
<b>Total equity and liabilities</b>	<b>2,467.2</b>	<b>24.9</b>	<b>2,492.1</b>	<b>6,882.7</b>	<b>9,374.8</b>

The option to purchase the remaining shares in Frico A/S, Denmark, is recognised as an other current liability of SEK 16.7 million and as an other non-current liability of SEK 8.2 million.



→ Note 22 (cont.)

2023/24 Assets	Derivatives	Measured at amortised cost	Measured at fair value via income	Total financial assets	Non-financial assets	Total
Intangible assets	-	-	-	-	1,313.5	1,313.5
Property, plant and equipment	-	-	-	-	2,353.7	2,353.7
Right-of-use assets	-	-	-	-	373.3	373.3
Participations in associated companies	-	-	-	-	28.9	28.9
Financial investments	-	-	1.7	1.7	-	1.7
Long-term receivables	-	8.0	-	8.0	42.2	50.2
Deferred tax assets	-	-	-	-	159.8	159.8
Inventory	-	-	-	-	2,124.0	2,124.0
Other receivables	-1.9	2,548.8	-	2,546.9	426.4	2,973.3
Cash and cash equivalents	-	414.3	-	414.3	-	414.3
<b>Total assets</b>	<b>-1.9</b>	<b>2,971.1</b>	<b>1.7</b>	<b>2,970.9</b>	<b>6,821.8</b>	<b>9,792.7</b>

Equity and liabilities	Financial liabilities measured at amortised cost	Financial liabilities measured at fair value via the income statement	Total financial liabilities	Non-financial liabilities	Total
Equity	-	-	-	5,653.8	5,653.8
Provisions for pensions	-	-	-	27.3	27.3
Deferred tax liabilities	-	-	-	98.7	98.7
Other provisions	-	-	-	71.9	71.9
Other non-current liabilities	-	16.5	16.5	5.1	21.6
Interest-bearing liabilities	1,080.3	-	1,080.3	-	1,080.3
Lease liabilities	381.9	-	381.9	-	381.9
Other liabilities	1,127.1	98.8	1,225.9	1,231.3	2,457.2
<b>Total equity and liabilities</b>	<b>2,589.3</b>	<b>115.3</b>	<b>2,704.6</b>	<b>7,088.1</b>	<b>9,792.7</b>

The option to purchase the remaining shares in Systemair HSK, Türkiye, is recognised under Other current liabilities in a total amount of SEK 98.8 million. The option to purchase the remaining shares in Frico A/S, Denmark, is recognised under Other non-current liabilities in a total amount of SEK 16.5 million.

On the balance sheet date, the Group had no outstanding currency derivatives.

## Note 23 | Accrued expenses and deferred income

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Salary and holiday pay liability	201.5	207.2	13.4	11.3
Employer's social security contribution liability	42.4	54.0	4.9	6.2
Commission payments and bonuses	38.3	43.6	1.9	3.0
Customer bonuses	31.1	33.3	-	-
Warranty and servicing work	22.1	13.6	-	-
Audit fees	6.9	7.2	-	-
Other	135.5	345.4	9.0	32.8
	<b>477.8</b>	<b>704.3</b>	<b>29.2</b>	<b>53.3</b>

## Note 24 | Appropriations, other

	Parent Company	
	2024/25	2023/24
Group contributions received	261.7	125.3
Difference between depreciation and amortisation charged and according to plan	-0.8	-1.0
	<b>260.9</b>	<b>124.3</b>

## Note 25 | Untaxed reserves

	Parent Company	
	2024/25	2023/24
Difference between depreciation and amortisation charged and according to plan	2.5	1.7
	<b>2.5</b>	<b>1.7</b>





## Note 26 | Provisions for pensions

Systemair operates several different post-employment benefit plans. These are classified as either defined-benefit or defined-contribution plans, or a combination of the two. A defined-contribution pension plan is one in which the Group pays a premium to a separate legal entity and subsequently has no further obligations. Defined-contribution plans are recognised as an expense in the period during which the employees perform the service to which the remuneration refers. A defined-benefit pension plan is one that specifies an amount for the pension benefit that an employee will receive on retirement. Defined-benefit plans are measured separately for each plan, based on the benefits earned during prior and current periods. The liability recognised under the heading of Provisions for pensions, defined-benefit pension plans, is the present value of the defined-benefit obligation on the balance sheet date, less the fair value of plan assets. The cost of defined-benefit pension plans is broken down into different categories, such as cost of earning, interest expense or income, and revaluation effects. The cost of earning is recognised as an operating cost and classified as Cost of goods sold, selling expenses or administration expenses, depending on the function of the individual. Interest expense or income is recognised under Net financial items, while revaluation effects are recognised in Comprehensive income.

Pension obligations are calculated annually with the aid of independent actuaries who use the Projected Unit Credit Method. The calculation is based on actuarial, demographic and financial assumptions including discount rate, inflation expectations, anticipated pay rises and expected returns on investment assets.

The following is a brief description of the most important pension plans.

### Sweden

Some white-collar employees in Sweden are included in a defined-benefit pension plan, ITP 2. The plan is based on a final-salary scheme, in which full pension entitlement requires 30 years of earning. The ITP 2 plan's defined-benefit pension obligations for retirement and family pensions (or family pensions) are secured via insurance contracted with Alecta. According to a statement from the Swedish Financial Accounting Standards Council, UFR 10 Accounting for ITP Plan 2, which is financed via insurance with Alecta, this consists of a defined-benefit plan covering several employers. Regarding the 2024/25 financial year, the Company has not had access to information to be able to account for its proportional share of the plan's obligations, plan assets and costs, and so has been unable to account for the plan as a defined-benefit plan. Consequently, the ITP 2 plan secured via insurance with Alecta is accounted for as a defined-contribution plan. Premiums for defined-benefit retirement and family pensions are individually calculated on the basis, for example, of salary, pension already earned and anticipated remaining period of service. Contributions during the year for defined-benefit pension insurance policies contracted with Alecta totalled approximately SEK 6.7 million (7.8). The contributions for 2025/26 are expected to be in line with those for 2024/25.

The collective consolidation level consists of the market value of Alecta's assets as a percentage of its insurance obligations, based on Alecta's actuarial methods and assumptions, which do not accord with those set out in IAS 19. Normally, the collective consolidation level is allowed to vary between 125 and 170 percent. If Alecta's collective consolidation level falls short of 125 percent or exceeds 170 percent, measures are to be taken to create conditions that will bring the consolidation level back within the normal range. In the event of low consolidation, one measure may be to increase the contractual price for new policies and for increased existing benefits. In the event of high consolidation, one measure may be to introduce premium reductions. At year-end 2024, Alecta's surplus in the form of the collective consolidation level was 162 percent (158).

### Switzerland

Defined-benefit plans in Switzerland must be financed by a separate legally administrative managed pension fund. In this respect, Swiss law stipulates only a mandatory minimum level.

Insurance plan: the company is a member of a collective foundation. According to IAS 19, the plan is classified as a defined-benefit plan, but has fixed contributions. Under Swiss law, the foundation guarantees the benefit amounts earned, which are established annually for the employee. Interest may be added to the balance. On taking retirement, the employee has the right to take the pension as a lump sum, a lifetime annuity or part as a lump sum with the remainder being converted to a fixed lifetime annuity in accordance with the rates determined by the collective foundation. Under Swiss law, the foundation must guarantee a minimum level with regard to the investment. Otherwise, the foundation is responsible for overseeing how the plan assets are invested.

### Italy

Under Italian law, an employee has the right, in the event of termination of employment, to a severance payment termed a "TFR". In brief, the TFR is calculated individually as a portion of the employee's gross annual salary and a reasonable revaluation of the amount earned up to the time of termination. Following changes in Italian legislation on 1 January 2007, all companies with more than 50 employees are obliged to pay the estimated TFR liability to a supplementary pension fund or to the government's INPS fund. All post-employment benefits to be paid in future are to be paid via one of the above-mentioned funds. On that basis, the fund is classified as a defined-contribution plan, following the change in legislation.

The pension liability on 30 April 2025 under defined-benefit pension plans is based on amounts earned in TFR as per 31 December 2006. This represents the amount that the Company has to pay out when an employee reaches retirement age or in the event the person's employment is terminated.

### France

In France, pensions are paid to employees at retirement in accordance with current collective bargaining agreements. The plan is a defined-benefit, final salary scheme. The plan does not stipulate any minimum requirements.





→ Note 26 (cont.)

Information by country, 30 April 2025

Amounts shown on the balance sheet - defined-benefit pension plan	Switzerland	Italy	France	Others	Total
Present value of obligations, including payroll tax	44.5	9.9	6.7	6.3	67.4
Fair value of plan assets	-35.2	-	-	-	-35.2
<b>Pension provision, net</b>	<b>9.3</b>	<b>9.9</b>	<b>6.7</b>	<b>6.3</b>	<b>32.2</b>
<b>Expense recognised in income statement</b>					
Expenses based on service	1.5	-	0.6	0.6	2.7
Salary cost	-	-	0.3	-	0.3
Interest expense/(gain)	0.1	0.1	0.2	-	0.4
<b>Net expense recognised in income statement</b>	<b>1.6</b>	<b>0.1</b>	<b>1.1</b>	<b>0.6</b>	<b>3.4</b>
Weighted average duration, defined-benefit obligations, years	17	9	17	-	-
<b>Major actuarial assumptions, weighted average, %</b>					
Discount rate	1.30	3.44	3.60	-	-
Anticipated return on assets	1.50	-	-	-	-
Anticipated rate of increase in salaries	1.00	3.00	2.00	-	-
Anticipated rate of inflation	0.50	2.00	2.00	-	-

Information per country, 30 April 2024

Amounts shown on the balance sheet – defined-benefit pension plans	Switzerland	Italy	France	Others	Total
Present value of obligations, including payroll tax	35.3	10.6	6.2	4.1	56.2
Fair value of plan assets	-28.8	-	-	-	-28.8
<b>Pension provision, net</b>	<b>6.5</b>	<b>10.6</b>	<b>6.2</b>	<b>4.1</b>	<b>27.4</b>
<b>Expense recognised in income statement</b>					
Expenses based on service	2.1	-	0.3	1.1	3.5
Salary cost	-	-	-0.1	-	-0.1
Interest expense/(gain)	0.1	0.2	0.2	-	0.5
<b>Net expense recognised in income statement</b>	<b>2.2</b>	<b>0.2</b>	<b>0.4</b>	<b>1.1</b>	<b>3.9</b>
Weighted average duration, defined-benefit obligations, years	16	9	17	-	-
<b>Major actuarial assumptions, weighted average, %</b>					
Discount rate	1.50	3.45	3.70	-	-
Anticipated return on assets	1.50	-	-	-	-
Anticipated rate of increase in salaries	1.00	3.00	2.00	-	-
Anticipated rate of inflation	0.50	2.00	2.00	-	-

Effect of pension expenses on profit

	2024/25	2023/24
Operating expenses – defined-benefit plans	3.0	3.5
Operating expenses – defined-contribution plans	107.4	102.6
<b>Total operating expenses</b>	<b>110.4</b>	<b>106.1</b>
Interest expense – defined-benefit plans	0.4	0.4
<b>Expense before tax</b>	<b>110.8</b>	<b>106.5</b>

Reconciliation of change in present value of defined-benefit obligations and plan assets

Defined-benefit obligations	2024/25	2023/24
Defined-benefit plans – obligation, 1 May	56.2	50.5
Current expense	2.8	4.5
Interest expense	1.0	1.1
Benefits paid	4.2	-2.4
Actuarial gains/losses (financial assumptions)	1.6	2.1
Actuarial gains/losses (demographic assumptions)	-0.7	-0.2
Actuarial gains/losses (experience adjustments)	1.4	-0.5
Deduction (others)	3.2	-1.1
Exchange rate differences	-2.3	2.2
<b>Defined-benefit plans, obligations as per 30 April</b>	<b>67.4</b>	<b>56.2</b>

Changes in plan assets	2024/25	2023/24
Fair value of plan assets as per 1 May	28.8	25.8
Funds invested by employers	1.4	1.4
Funds invested by employees	1.4	1.4
Benefits paid	3.2	-1.0
Interest income	0.5	0.6
Actuarial gains/losses	0.6	-
Deduction (others)	-	-0.5
Exchange rate differences	-0.7	1.1
<b>Fair value of plan assets as per 30 April</b>	<b>35.2</b>	<b>28.8</b>



→ Note 26 (cont.)

### Sensitivity analysis

The table below illustrates the effect on the value of the pension obligation from assumed changes.

	Change in assumption (%)	Effect, SEK m.	Change in assumption (%)	Effect, SEK m.
Discount rate	+1.0	-3.8	-1.0	4.4
Rate of inflation	+0.5	1.4	-0.5	-1.2
Future salary increases	+0.5	0.3	-0.5	-0.3
Estimated service life	+1.0	-2.0	-1.0	0.7
Personnel turnover	+0.5	-0.3	-0.5	-0.3

The sensitivity analysis is performed by changing one actuarial assumption while keeping the others unchanged. The method illustrates the sensitivity of the liability to each individual assumption. This is a simplified method, given that the actuarial assumptions are usually correlated.

### Fair value of plan assets

	2024/25	2023/24
Shares and similar financial instruments	0.4	0.4
Fixed-income securities etc.	23.9	20.1
Real estate	8.6	6.9
Others	2.3	1.4
<b>Total</b>	<b>35.2</b>	<b>28.8</b>

### Amounts recognised in other comprehensive income

	2024/25	2023/24
Actuarial gains/losses, gross	-4.1	-2.0
Impact of tax	0.5	0.3
<b>Net in equity</b>	<b>-3.6</b>	<b>-1.7</b>

## Note 27 | Other provisions

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Amount at beginning of year	71.9	83.3	-	-
Provisions during the year	32.9	16.5	1.9	-
Provisions acquired	15.8	-	-	-
Utilisation during the year	-14.6	3.8	-	-
Provisions reversed	-25.8	-34.6	-	-
Reclassifications	1.9	-	-	-
Translation differences	-4.6	2.9	-	-
<b>Amount at year-end</b>	<b>77.5</b>	<b>71.9</b>	<b>1.9</b>	<b>-</b>

Provisions totalling SEK 32.9 million (30.9) relate to guarantee costs and SEK 31.9 million (30.0) to personnel-related provisions.

## Note 28 | Result from participations in Group companies

	Parent Company	
	2024/25	2023/24
Dividends from subsidiaries	338.7	454.4
Write-down of shareholder contributions	-64.9	-219.3
Write-down of shares in subsidiaries	-	-19.5
Capital gain on sale of subsidiaries	20.0	-
	<b>293.8</b>	<b>215.6</b>



## Note 29 | Participations in Group companies

### Parent Company holdings of shares in Group companies.

Subsidiary	Org. reg. no.	Registered office	% equity	No. of shares	Carrying amount
Systemair Produktion AB	559000-1516	Skinnskatteberg, Sweden	100	1,000,000	1.1
Divid Holding AB	556714-7581	Jönköping, Sweden	60	1,000	15.5
Frico AB	556573-3812	Partille, Sweden	100	500,000	288.5
Kanalfäkt Design Alliuq AB	556823-9577	Skinnskatteberg, Sweden	100	500	164.6
Kanalfäkt Industrial Service AB	556063-2530	Skinnskatteberg, Sweden	100	5,000	1.2
Systemair Home AB	556772-1518	Skinnskatteberg, Sweden	100	1,000	6.0
Systemair Sverige AB	556601-0566	Skinnskatteberg, Sweden	100	1,000	8.4
VEAB Heat Tech AB	556138-3166	Hässleholm, Sweden	100	3,000	65.7
Pacific Ventilation Pty Ltd		Australia	100	-	0.0
Systemair AB MMC		Azerbaijan	100	-	0.1
Systemair NV		Belgium	100	-	27.8
Menerga NV		Belgium	100	-	20.1
Systemair EOOD		Bulgaria	100	-	0.1
Systemair a/s		Denmark	100	10,101	35.2
Frico A/S		Denmark	60	-	4.4
Systemair Trading LLC		Dubai, UAE	100	-	0.0
Systemair AS		Estonia	100	4,170	17.4
Systemair Oy		Finland	100	20	0.4
Systemair SAS		France	100	9,994	6.6
Systemair LLC		Georgia	100	-	0.2
Systemair Hellas S.A.		Greece	100	15,000	8.7
Systemair Hong Kong Ltd		Hong Kong	100	300,000	0.2
Systemair India Pvt Ltd		India	100	320,000	161.3
Systemair Ltd		Ireland	100	1	0.1
Systemair Italy s.r.l.		Italy	100	-	55.3
SagiCofim Spa		Italy	100	200,000	387.2
Systemair Inc.		Canada	100	44,600	29.6
Systemair TOO		Kazakhstan	100	-	2.1
Systemair d.o.o.		Croatia	100	-	0.0
Poly-Rek d.o.o.		Croatia	100	-	0.0
Systemair SIA		Latvia	100	250	1.1
Systemair UAB		Lithuania	100	1,020	11.0
UAB Menerga		Lithuania	100	-	25.5
Systemair Sdn Bhd		Malaysia	100	1,500,000	20.6
Phem		Malaysia	100	-	32.5
Systemair Maroc SARL		Morocco	100	-	89.7
Systemair Mexico		Mexico	100	-	3.3
Systemair Production B.V.		Netherlands	100	-	119.2
Systemair B.V.		Netherlands	100	-	0.1
Frico B.V.		Netherlands	100	40	11.1

Subsidiary	Org. reg. no.	Registered office	% equity	No. of shares	Carrying amount
Systemair AS		Norway	100	82,000	21.7
Frico AS		Norway	-	-	0.1
Menerga AS		Norway	100	50	20.8
Systemair NZ Ltd		New Zealand	100	-	6.3
Systemair Peru SAC.		Peru	100	20,000	3.6
Systemair SA		Poland	100	200	0.9
Systemair SA		Portugal	100	200,000	26.1
Systemair Middle East LLC.		Qatar	100	-	0.4
Systemair Rt		Romania	100	1,000	0.0
OOO Systemair		Russia	100	-	0.0
LCC Systemair Production		Russia	100	-	0.0
Systemair RHQ		Saudi Arabia	100	-	0.0
Systemair for Electrical Equipment KSA		Saudi Arabia	100	-	8.2
Systemair Suisse AG		Switzerland	100	250	47.0
Menerga GmbH		Switzerland	100	210	11.7
Systemair d.o.o. Beograd		Serbia	100	-	12.4
Systemair (SEA) Pte Ltd		Singapore	100	1,000,000	6.2
Systemair Production a.s.		Slovakia	100	-	68.5
Systemair AS		Slovakia	100	22	0.5
Systemair d.o.o.		Slovenia	100	-	43.0
Systemair HVAC S.L.U.		Spain	100	-	26.4
Koolair S.L.		Spain	100	-	41.9
Systemair Ltd		United Kingdom	100	1,000,000	129.0
Systemair (Pty) Ltd		South Africa	100	1,000	0.0
Systemair a.s		Czech Republic	100	-	21.5
2VV s.r.o.		Czech Republic	100	-	110.1
Recutech s.r.l.o.		Czech Republic	10	-	4.8
Systemair HSK Hav. Ekip. San. ve Tic. Ltd		Türkiye	100	2,150	183.2
Systemair GmbH		Germany	100	-	11.1
Frico GmbH		Germany	-	-	0.0
Lautner Energiespartechnik GmbH		Germany	100	-	0.0
LGB GmbH		Germany	100	-	38.9
Menerga GmbH		Germany	100	-	0.0
Tekadoor GmbH		Germany	100	-	30.5
Systemair TOV		Ukraine	100	-	0.0
Systemair Rt		Hungary	100	2,000	4.5
Systemair Mfg Inc.		USA	100	500	32.1
Systemair GmbH		Austria	100	-	40.0

2,573.4





→ Note 29 (cont.)

### Subsidiaries indirectly controlled by Parent Company

Indirectly controlled	Parent Company	Registered office	% equity
Divid AB	Divid Holding AB	Jönköping, Sweden	100
Divid Promaster AB	Divid Holding AB	Jönköping, Sweden	100
Kanalfäkt Tekniska AB	Kanalfäkt Industrial Service AB	Skinnskatteberg, Sweden	100
Menerga AB	Kanalfäkt Industrial Service AB	Skinnskatteberg, Sweden	100
Systemair IOOO	UAB Menerga	Belarus	100
Frico SAS	Frico AB	France	100
Sagicofim SAS	Sagicofim Spa	France	79*
Divid Srl	Divid Holding AB	Italy	100
Systemair OOO	UAB Menerga	Kaliningrad	100
Systemair Commercial AHU	Systemair Inc.	Canada	100
Frico AS	Frico AB	Norway	100
Menerga Polska	Systemair SA	Poland	100
Koolair Fabricacion S.L.U.	Koolair S.L.	Spain	100
Safeair S.L.	Koolair S.L.	Spain	100
Metalisteria Medular S.L.	Koolair S.L.	Spain	100
Recutech s.r.o.	2VV s.r.o.	Czech Republic	90
Burda Worldwide Technologies GmbH	Frico AB	Germany	100
Frico GmbH	Frico AB	Germany	100
Frico GmbH AT	Frico AB	Austria	100

\*The associated company Effebi Srl, Italy, has a 20 percent holding in Sagicofim SAS, France.

### Change in Group companies

	Parent Company	
	2024/25	2023/24
At start of year	2,414.8	2,412.8
Acquisitions during the year	142.8	7.2
Disposals during the year	-	-15.1
New share issues during the year	75.5	241.7
Impairments for the year	-59.7	-231.8
	<b>2,573.4</b>	<b>2,414.8</b>

### Note 30 | Participations in associated companies

Group's participations in associated companies	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
At start of year	28.9	17.3	5.9	5.9
Share in profits of associated companies for the year	-0.1	11.3	-	-
Translation difference	-1.3	0.3	-	-
	<b>27.5</b>	<b>28.9</b>	<b>5.9</b>	<b>5.9</b>

The end of the reporting period for the associated company MR Studios is 31 December. The company reports with a delay of one month. The company is owned by Systemair AB.

The end of the reporting period for the associated company Effebi Srl is 31 December. The company reports with a delay of one month. The company is owned by Sagicofim Spa.

No dividend was received during the financial year.

### Values and ownership shares

2024/25	Country	Revenues	Comprehensive income	Assets	Liabilities	Equity	Ownership share, %
MR Studios	Czech Republic	10.1	-1.0	5.9	0.5	5.4	40.0
Effebi Srl	Italy	94.8	3.1	96.1	32.1	64.0	50.0

2023/24	Country	Revenues	Comprehensive income	Assets	Liabilities	Equity	Ownership share, %
MR Studios	Czech Republic	11.6	1.0	7.2	0.2	7.0	40.0
Effebi Srl	Italy	95.0	5.6	101.6	36.5	65.1	50.0

### Note 31 | Items affecting comparability – adjusted operating profit

	Group	
	2024/25	2023/24
Net sales	-	-24.7
Cost of goods sold	-	-55.7
Other operating income	27.8	-3.7
Selling expenses	-41.0	-2.6
Administration expenses	-	1.0
Other operating expenses	-11.8	-107.5
Net gain on monetary items		71.2
<b>Total</b>	<b>-25.0</b>	<b>-122.0</b>
Operating profit/loss	<b>1,100.4</b>	<b>963.0</b>
Adjusted operating profit	<b>1,125.4</b>	<b>1,085.0</b>

The operating profit for the financial year 2024/25 includes goodwill impairment of SEK 11.8 million (other operating expenses), bad debt losses of SEK 13.9 million in the Czech Republic and Morocco (selling expenses), acquisition of agents costing SEK 27.1 million in Germany (selling expenses) and a capital gain of SEK 27.8 million on sale of a building in Germany (other operating income).



## Note 32 | Inflation adjustment in Türkiye

Since 30 June 2022, Türkiye's economy has been considered to be in hyperinflation. As a result, the financial statements of Systemair's subsidiary in Türkiye have been adjusted for the effects of inflation, in accordance with IAS 29 Financial Reporting in Hyperinflationary Economies, with retrospective application from 1 May 2022. This means that:

- The historical cost of non-monetary assets and liabilities has been adjusted to reflect changes in the purchasing power of the currency. The adjustment has been based on the Consumer Price Index published by the Turkish Statistical Institute.

	2024/25	2023/24
Net sales	-66.4	-24.7
Cost of goods sold	38.4	-55.7
<b>Gross profit</b>	<b>-28.0</b>	<b>-80.4</b>
Other operating income	-5.4	-3.7
Selling expenses	9.2	2.8
Administration expenses	2.7	1.0
Other operating expenses	6.5	20.7
Net gain on monetary items	0.6	71.2
<b>Operating profit/loss</b>	<b>-14.4</b>	<b>11.6</b>
Net financial items	6.6	2.2
<b>Profit after financial items</b>	<b>-7.8</b>	<b>13.8</b>
Tax on profit for the period	0.9	-0.3
<b>Profit/loss for the period</b>	<b>-6.9</b>	<b>13.5</b>

- The various income statement items have been index-adjusted for inflation.
- All items in the subsidiary's financial statements in the consolidated accounts have been translated at the closing rate. Translation differences in translation to SEK have been taken to Other comprehensive income, in accordance with IAS 21.
- Figures for financial years beginning before 1 May 2022 have not been changed.

The aggregate impact on the Group's financial statements is shown in the table below:

	30/04/2025	30/04/2024
<b>ASSETS</b>		
Goodwill	-8.1	3.3
Other intangible assets	5.6	3.2
Financial assets	19.7	-
Property, plant and equipment	1.7	-60.9
Inventory	0.5	4.7
<b>TOTAL ASSETS</b>	<b>19.4</b>	<b>-49.7</b>
<b>TOTAL ASSETS</b>	<b>19.4</b>	<b>-49.7</b>
<b>EQUITY AND LIABILITIES</b>		
Equity	34.7	-57.7
Non-current liabilities	-3.0	-
Current liabilities	-12.3	7.9
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>19.4</b>	<b>-49.7</b>

## Note 33 | Changes in Group composition – business combinations, new operations and acquisitions

### Companies acquired

In May 2024, PHEM Engineering Sdn Bhd, of Malaysia, a manufacturer of ventilation products, was acquired. At the time of acquisition, the company had 40 employees and in the most recent financial year, ending in March 2024, sales equivalent to SEK 47 million.

The purchase consideration for the acquisitions may provisionally be calculated as follows:

2024/25 SEK m.	Phem
Total historical cost, less costs of acquisition	32.2
<b>Assets acquired</b>	
Fair value of assets acquired, net	15.9
Goodwill	16.3
<b>Identifiable net assets</b>	
Customer relationships	6.3
Machinery and equipment	1.2
Inventory	5.0
Trade accounts receivable	8.6
Other current assets	1.9
Cash and cash equivalents	3.1
Deferred tax liability	-0.9
Interest-bearing liabilities	-0.1
Other operating liabilities	-9.2
	<b>15.9</b>
2023/24 SEK m.	Menerga d.o.o.
Total historical cost, less costs of acquisition	14.0
<b>Assets acquired</b>	
Fair value of assets acquired, net	8.2
Goodwill	5.8
<b>Identifiable net assets</b>	
Brands and customer relationships	2.3
Machinery and equipment	0.6
Financial and other non-current assets	0.2
Inventory	6.5
Trade accounts receivable	10.0
Other current assets	1.2
Cash and cash equivalents	1.8
Non-interest-bearing liabilities	-0.4
Other operating liabilities	-14.0
	<b>8.2</b>

Payment for the acquisition was made in advance in April 2023.





→ **Note 33 (cont.)**

<b>Impact of acquisitions on cash flow</b>	<b>2024/25</b>	<b>2023/24</b>
Purchase considerations	-32.2	-14.9
Purchase consideration not paid	6.4	14.0
Cash and cash equivalents in companies acquired	3.1	1.8
Purchase consideration paid for prior years' acquisitions	-10.1	-38.6
Transaction costs, acquisition of subsidiaries	-0.2	-
<b>Change in consolidated cash and cash equivalents after acquisitions</b>	<b>-33.0</b>	<b>-37.7</b>

The total effect on cash flow of acquisitions and previously withheld purchase prices amounts to SEK -33.0 million. Transaction costs totalling SEK 0.2 million arising from the acquisition have been charged to income.

Customer relationships have been measured as the net present value of future cash flows. The useful life of these assets has been estimated at 5 years. Goodwill arising upon acquisition is attributable to the strong market positions of the companies acquired, synergies expected to emerge after acquisition and the companies' estimated future earning capacity. Net sales for the companies acquired, between acquisition and the financial year-end totalled, SEK 55.5 million. Operating profit for the corresponding period was SEK -0.5 million.

The purchase price consideration previously withheld is attributed to the acquisition of SCS in the UK.

#### **Divested companies**

No companies were divested during the 2024/25 financial year.

#### **2023/24**

Breakdown of the divestment of Well Technology OÜ:

<b>Asset and liability divestments</b>	
Other intangible assets	1.9
Machinery and equipment	7.9
Financial assets	4.1
Inventory	39.7
Other current assets	10.7
Cash and cash equivalents	1.3
Non-interest-bearing liabilities	-0.1
Other operating liabilities	-50.9
	<b>14.7</b>
<b>Effect of divested companies on cash flow</b>	
Cash and cash equivalents	-1.3
<b>Change in Group's cash and cash equivalents at sale</b>	<b>-1.3</b>





## Note 34 | Receivables from Group companies

Changes in receivables from Group companies	Parent Company	
	2024/25	2023/24
At start of year	584.2	543.4
Lending	49.0	94.8
Repayments	-67.4	-70.3
Impairment losses	-	-6.3
Reclassifications	8.8	-
Foreign exchange adjustments	-50.7	22.6
	<b>523.9</b>	<b>584.2</b>

## Note 35 | Pledged assets

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
<b>Assets pledged for own liabilities to credit institutions</b>				
Chattel mortgages	221.7	190.5	-	-
Real estate mortgages	260.2	304.0	-	-
Pledged net assets/shares in subsidiaries	176.8	199.9	32.1	32.1
	<b>658.7</b>	<b>694.4</b>	<b>32.1</b>	<b>32.1</b>
<b>Pledged assets per bank</b>				
Nordea Bank Abp, Sweden branch	282.0	307.2	32.1	32.1
Svenska Handelsbanken AB	28.1	28.1	-	-
Other banks	348.6	359.1	-	-
	<b>658.7</b>	<b>694.4</b>	<b>32.1</b>	<b>32.1</b>

Pledged shares in subsidiaries consist of all shares in Systemair Mfg Inc., USA. The amount secured for the Parent Company is the book value of the shares. In the Group, the value is made up of equity plus any surplus values. The securities were obtained at acquisition of the company.

## Note 36 | Contingent liabilities

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
Guarantees on behalf of subsidiaries	-	-	585.2	673.1
Guarantees and other contingent liabilities <sup>1</sup>	251.9	305.3	105.2	136.5
	<b>251.9</b>	<b>305.3</b>	<b>690.4</b>	<b>809.6</b>

<sup>1</sup> Consists for the most part of intra-Group Parent Company guarantees and bank guarantees.

The Parent Company has issued external bank guarantees and internal guarantees totalling SEK 82.4 million on behalf of the subsidiaries. The subsidiaries have issued local bank guarantees for a total amount of SEK 145.7 million.

## Note 37 | Supplementary disclosures regarding cash flow statement

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
<b>Adjustment for non-cash items etc.</b>				
Depreciation/amortisation of non-current assets	299.4	291.4	13.1	15.8
Amortisation of right-of-use assets	149.6	122.4	-	-
Impairment losses	11.8	8.3	-	-
Changes in provisions	8.6	-12.6	1.9	-
Unrealised exchange gains and losses	100.9	-28.9	-24.7	16.0
Provisions for pensions	4.8	-0.1	-	-
Gain/loss on divestment of non-current assets	-25.9	-26.3	-	-
Other items	17.0	-23.0	2.4	-
	<b>566.2</b>	<b>331.2</b>	<b>-7.3</b>	<b>31.8</b>

## Note 38 | Information on the Parent Company

Systemair AB is a Swedish-registered limited liability company with headquarters in Skinnkatteberg, Sweden. The address of the Company's head office is Industrivägen 3, SE-739 30 Skinnkatteberg, Sweden. The Company's organisation registration number is 556160-4108. The consolidated accounts for the 2024/25 financial year include the Parent Company and its subsidiaries, jointly referred to as the Group.

## Note 39 | Earnings per share

Group	2024/25	2023/24
Earnings per share, basic (SEK)	3.27	3.10
Earnings per share, diluted (SEK)	3.27	3.10
Profit/loss for the period	686.2	653.8
Profit for the year attributable to Parent Company shareholders	680.7	645.6
Non-controlling interests	5.5	8.2
Weighted average number of shares in issue, basic*	207,985,489	208,000,000
Weighted average number of shares in issue, diluted*	208,147,729	208,110,000

\*In April 2025, Systemair carried out a repurchase of a total of 320,000 the Company's own shares. The figure indicates the average number of shares in issue, excluding Systemair's holding of shares in treasury.

Systemair AB has issued 2,015,240 warrants and performance shares to persons holding senior positions in the Company.

## Note 40 | Related party transactions

Systemair AB (publ.) purchased hotel and conference services at a cost of SEK 1.7 million (3.0) from WG Hotell drift AB, which is owned by Gerald and Wenche Engström.

For more information on related party transactions with senior executives, see Note 11.

Parent Company purchases from other Group companies totalled SEK 155.6 million (139.1). Parent Company sales to Group companies are described in Note 4. For more information on Parent Company receivables from Group companies, see Note 34. Liabilities to Group companies totalled SEK 1,753.2 million (1,447.4).

The Parent Company's interest income from related companies totalled SEK 80.8 million (100.0) and interest expenses to related companies SEK -30.9 million (-30.0).

## Note 41 | Events after the financial year-end

No significant events have occurred since the end of the period.





# Declaration

The undersigned declare that the consolidated accounts, the annual report and the sustainability report were prepared in compliance with International Financial Reporting Standards (IFRS), as adopted by the European Union, as well as generally accepted accounting principles, and give a true and fair view of the Group's and Company's financial position and earnings, and that the Group's and Company's administration reports give a fair review of the development of the Group's and Company's operations, financial position and earnings and describe the material risks and uncertainties facing the companies in the Group.

Skinnskatteberg, Sweden, 2 July 2025

**Roland Kasper**  
President and CEO

**Gerald Engström**  
Chairman of the Board

**Patrik Nolåker**  
Vice-Chairman of the Board

**Carina Andersson**  
Director

**Niklas Engström**  
Director

**Gunilla Spongh**  
Director

**Ricky Sten**  
Employee Representative

**Daniel Wilhelmsson**  
Employee Representative

Our Auditor's Report on this annual report was submitted on the day shown in our electronic signature.

Ernst & Young AB

Johan Holmberg  
Authorised Public Accountant





# Auditor's report

To the general meeting of the shareholders of Systemair AB, corporate identity number 556160-4108



## Report on the annual accounts and consolidated accounts

### Opinions

We have audited the annual accounts and consolidated accounts of Systemair AB (publ) except for the corporate governance statement on pages 46-55 for the financial year 2024-05-01 – 2025-04-30. The annual accounts and consolidated accounts of the company are included on pages 59-100 in this document.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the parent company as of 30 April 2025 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the group as of 30 April 2025 and their financial performance and cash flow for the year then ended in accordance with IFRS Accounting Standards, as adopted by the EU, and the Annual Accounts Act. Our opinions do not cover the corporate governance statement on pages 46-55. The statutory administration report is consistent with the other parts of the annual accounts and consolidated accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet for the parent company and the group.

Our opinions in this report on the annual accounts and consolidated accounts are consistent with the content of the additional report that has been submitted to the parent company's audit committee in accordance with the Audit Regulation (537/2014) Article 11.

### Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements. This includes that, based on the best of our knowledge and belief, no prohibited services referred to in the Audit Regulation (537/2014) Article 5.1 have been provided to the audited company or, where applicable, its parent company or its controlled companies within the EU.

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

## Key Audit Matters

Key audit matters of the audit are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts and consolidated accounts of the current period. These matters were addressed in the context of our audit of, and in forming our opinion thereon, the annual accounts and consolidated accounts as a whole, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

## Valuation of goodwill and participation in group companies

### Description

Goodwill totals to 966 MSEK on the consolidated balance sheet and participations in group companies are stated at 2 563 MSEK on the parent company balance sheet on the balance sheet date. As described in Note 1 and the section on impairments, the company tests, at least annually and when there is any indication of impairment, to determine that carrying amounts of goodwill do not exceed the recoverable amount. As regards participations in group companies, an assessment is made on an ongoing basis to determine whether there is any indication of impairment and, if so, the recoverable amount of the asset is calculated and compared to its book value. The recoverable amount is calculated via an estimate of the value in use for the cash-generating unit concerned, which in the company's case is the same as the subsidiary concerned, via a present value calculation of estimated future cash flows. As Note 16 indicates, the cash flows for the financial plans have been approved by management and extend to a five-year period. The plans include for example assumptions as to trend of prices, sales volumes and trend of costs. In addition, assumptions have been made as to discount rate and growth beyond the five-year period. In the group, goodwill has been written down by 12 MSEK during the financial year, as described in Note 16. In the parent company, participations in group companies have been written down by 60 MSEK in the financial year, as described in Note 29.

In view of the significant values of goodwill in the Group and participations in group companies in the parent company, and in view of the significant assumptions and estimates required to calculate the value in use, we considered the measurement of goodwill and participations in group companies to be a particularly significant area in our audit.

## How our audit addressed this key audit matter

During our audit, we assessed the company's process for establishing its impairment test for goodwill and the company's routines for identifying indications of impairment of goodwill and in participations in group companies. We examined how cash-generating units are identified, assessed the company's valuation methods and calculation models with the support of our valuation specialists and judged the reasonableness of assumptions made. We performed sensitivity analyses regarding changes in material assumptions and made comparisons with historical outcomes and the accuracy of forecasts made earlier. We assessed the reasonableness of the discount rate and long-term growth assumed for individual units, through comparisons with other companies in the same sector.

Finally, we assessed the adequacy of the disclosures in the annual accounts.

## Other Information than the annual accounts and consolidated accounts

This document also contains other information than the annual accounts and consolidated accounts and is found on pages 1-45, 56-58 and 105-152. The other information also includes the remuneration report and were obtained before the date of this auditor's report. The Board of Directors and the Managing Director are responsible for this other information.

Our opinion on the annual accounts and consolidated accounts does not cover this other information and we do not express any form of assurance conclusion regarding this other information.

In connection with our audit of the annual accounts and consolidated accounts, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the annual accounts and consolidated accounts. In this procedure we also take into account our knowledge otherwise obtained in the audit and assess whether the information otherwise appears to be materially misstated.

If we, based on the work performed concerning this information, conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and consolidated accounts and that they give a fair presentation in accordance with the Annual Accounts Act and, concerning the consolidated accounts, in accordance with IFRS Accounting Standards as adopted by the EU. The Board of Directors and the Managing Director are also responsible for such internal control



## Auditor's Report (cont.)

as they determine is necessary to enable the preparation of annual accounts and consolidated accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts and consolidated accounts, The Board of Directors and the Managing Director are responsible for the assessment of the company's and the group's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is however not applied if the Board of Directors and the Managing Director intends to liquidate the company, to cease operations, or has no realistic alternative but to do so.

The Audit Committee shall, without prejudice to the Board of Director's responsibilities and tasks in general, among other things oversee the company's financial reporting process.

### Auditor's responsibility

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

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts and consolidated accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the company's internal control relevant to our audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors and the Managing Director.
- Conclude on the appropriateness of the Board of Directors' and the Managing Director's use of the going concern basis of accounting in preparing the annual accounts and consolidated accounts. We also draw a conclusion, based on the audit evidence obtained, as to whether any material uncertainty exists related to events or conditions that may cast significant doubt on the company's and the group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual accounts and consolidated accounts or, if such disclosures are inadequate, to modify our opinion about the annual accounts and consolidated accounts. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause a company and a group to cease to continue as a going concern.



Evaluate the overall presentation, structure and content of the annual accounts and consolidated accounts, including the disclosures, and whether the annual accounts and consolidated accounts represent the underlying transactions and events in a manner that achieves fair presentation.



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

We must inform the Board of Directors of, among other matters, the planned scope and timing of the audit. We must also inform of significant audit findings during our audit, including any significant deficiencies in internal control that we identified.

We must also provide the Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or related safeguards applied.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the annual accounts and consolidated accounts, including the most important assessed risks for material misstatement, and are therefore the key audit matters. We describe these matters in the auditor's report unless law or regulation precludes disclosure about the matter.

## Report on other legal and regulatory requirements

### Report on the audit of the administration and the proposed appropriations of the company's profit or loss

#### Opinions

In addition to our audit of the annual accounts and consolidated accounts, we have also audited the administration of the Board of Directors and the Managing Director of Systemair AB (publ) for the financial year 2024-05-01 – 2025-04-30 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

#### Basis for opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

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

### Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's and the group's type of operations, size and risks place on the size of the parent company's and the group's equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company's organization and the administration of the company's affairs. This includes among other things continuous assessment of the company's and the group's financial situation and ensuring that the company's organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a reassuring manner. The Managing Director shall manage the ongoing administration according to the Board of Directors' guidelines and instructions and among other matters take measures that are necessary to fulfill the company's accounting in accordance with law and handle the management of assets in a reassuring manner.

### Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors or the Managing Director in any material respect:



has undertaken any action or been guilty of any omission which can give rise to liability to the company, or



in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

As part of an audit in accordance with generally accepted auditing standards in Sweden, we exercise professional judgment and maintain professional scepticism throughout the audit. The examination of the administration and the proposed appropriations of the company's profit or loss is based primarily on the audit of the accounts. Additional audit procedures performed are based on our professional judgment with starting point in risk and materiality. This means that we focus the examination on such actions, areas and relationships that are material for the operations and where deviations and violations would have particular importance for the company's situation. We examine and test decisions undertaken, support for decisions, actions taken and other circumstances that are relevant to our opinion concerning discharge from liability. As a basis for our opinion on the Board of Directors' proposed appropriations of the company's profit or loss we examined the Board of Directors' reasoned statement and a selection of supporting evidence in order to be able to assess whether the proposal is in accordance with the Companies Act.



## The auditor's examination of the ESEF report

### Opinion

In addition to our audit of the annual accounts and consolidated accounts, we have also examined that the Board of Directors and the Managing Director have prepared the annual accounts and consolidated accounts in a format that enables uniform electronic reporting (the Esef report) pursuant to Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528) for Systemair AB (publ) for the financial year 2024-05-01 – 2025-04-30.

Our examination and our opinion relate only to the statutory requirements.

In our opinion, the Esef report has been prepared in a format that, in all material respects, enables uniform electronic reporting.

### Basis for opinion

We have performed the examination in accordance with FAR's recommendation RevR 18 Examination of the ESEF report. Our responsibility under this recommendation is described in more detail in the Auditors' responsibility section. We are independent of Systemair AB (publ) in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

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

### Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the Esef report in accordance with Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), and for such internal control that the Board of Directors and the Managing Director determine is necessary to prepare the Esef report without material misstatements, whether due to fraud or error.

### Auditor's responsibility

Our responsibility is to obtain reasonable assurance whether the Esef report is in all material respects prepared in a format that meets the requirements of Chapter 16, Section 4(a) of the Swedish Securities Market Act (2007:528), based on the procedures performed.

RevR 18 requires us to plan and execute procedures to achieve reasonable assurance that the Esef report is prepared in a format that meets these requirements.

Reasonable assurance is a high level of assurance, but it is not a guarantee that an engagement carried out according to RevR 18 and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Esef report.

The audit firm applies ISQM 1 Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or other Assurance or Related Services Engagements which requires the firm to design, implement and operate a system of quality management, including policies and procedures regarding compliance with professional ethical requirements, professional standards and applicable legal and regulatory requirements.

The examination involves obtaining evidence, through various procedures, that the Esef report has been prepared in a format that enables uniform electronic reporting

of the annual and consolidated accounts. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement in the report, whether due to fraud or error. In carrying out this risk assessment, and in order to design audit procedures that are appropriate in the circumstances, the auditor considers those elements of internal control that are relevant to the preparation of the Esef report by the Board of Directors and the Managing Director, but not for the purpose of expressing an opinion on the effectiveness of those internal controls. The examination also includes an evaluation of the appropriateness and reasonableness of assumptions made by the Board of Directors and the Managing Director.

The procedures mainly include a validation that the Esef report has been prepared in a valid XHTML format and a reconciliation of the Esef report with the audited annual accounts and consolidated accounts.

Furthermore, the procedures also include an assessment of whether the consolidated statement of financial performance, financial position, changes in equity, cash flow and disclosures in the Esef report have been marked with iXBRL in accordance with what follows from the Esef regulation.

## The auditor's examination of the corporate governance statement

The Board of Directors is responsible for that the corporate governance statement on pages 46-55 has been prepared in accordance with the Annual Accounts Act.

Our examination of the corporate governance statement is conducted in accordance with FAR's standard RevR 16 The auditor's examination of the corporate governance statement. This means that our examination of the corporate governance statement is different and substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinions.

A corporate governance statement has been prepared. Disclosures in accordance with chapter 6 section 6 the second paragraph points 2-6 of the Annual Accounts Act and chapter 7 section 31 the second paragraph the same law are consistent with the other parts of the annual accounts and consolidated accounts and are in accordance with the Annual Accounts Act.

Ernst & Young AB, Hamngatan 26, SE-111 47 Stockholm, was appointed auditor of Systemair AB (publ) by the general meeting of the shareholders on the 29 August 2024 and has been the company's auditor since the 2005/2006 financial year. Systemair became a public-interest entity in the 2007/2008 financial year.

Stockholm the day of our electronic signature  
Ernst & Young AB

**Johan Holmberg**  
Authorized Public Accountant







# Key Performance Measures and Definitions

## Alternative Performance Measures

In its interim reports and annual report, Systemair presents performance measures – alternative performance measures (APMs) – that are supplementary to the financial measures defined in IFRS. The Company is of the view that these APMs provide valuable information to investors and the Company's management, in that they enable evaluation of the Company's performance, trends, capacity to pay down debt and invest in new business opportunities, and in that they reflect the Group's acquisition-intensive business model.

Because not all companies calculate key financial performance measures in the same way, these APMs are not always comparable. As a result, they should not be regarded as substitutes for key performance measures as defined in IFRS. A number of definitions and calculations appear below, the majority of which are alternative performance measures.

## Definitions of Key Performance Measures

	2024/25 May-Apr	2023/24 May-Apr	2022/23 May-Apr
<b>Number of employees</b>			
The number of employees at the end of the accounting period. New employees, appointments terminated, part-time employees and paid overtime are converted into full-time equivalents.	6,729	6,616	6,587
<b>Return on equity</b>			
Profit after tax before non-controlling interest, for the trailing 12 months (TTM), divided by average equity excluding non-controlling interest.			
Profit after tax, before non-controlling interest, TTM, SEK m.	686.1	653.8	1,044.7
Average equity, SEK m.	5,855.6	5,541.0	4,620.9
Return on equity	11.7%	11.8%	22.6%
<b>Return on capital employed</b>			
Profit after financial income, TTM, divided by average capital employed.			
Profit after financial items, TTM, SEK m.	1,076.2	1,028.7	1,479.0
Average capital employed, SEK m.	7,279.0	7,254.3	7,355.1
Return on capital employed	14.8%	14.2%	20.1%
<b>EBITDA</b>			
Operating profit before depreciation/amortisation and impairments			
Operating profit, SEK m.	1,100.4	963.0	1,401.4
Depreciation/amortisation and impairments, SEK m.	460.8	422.1	568.3
EBITDA, SEK m.	1,561.2	1,385.1	1,969.7
<b>Equity per share</b>			
Equity divided by the number of shares at the end of the period			
Equity excluding minority interests, SEK m.	5,760.3	5,645.5	5,265.6
Number of shares, millions	208.0	208.0	208.0
Equity per share, SEK	27.70	27.14	25.32
<b>Cash generation</b>			
Operating profit before depreciation/amortisation and impairments, TTM, SEK m.	1,561.2	1,385.1	1,969.7
Provisions in working capital not affecting cash flow, TTM, SEK m.	8.6	-12.6	30.0
Changes in working capital, TTM, SEK m.	-151.6	350.9	-634.9
Investments in machinery and equipment, TTM, SEK m.	-456.4	-386.6	-325.7
<b>Total</b>	<b>961.8</b>	<b>1,336.8</b>	<b>1,039.1</b>
Operating profit, TTM, SEK m.	1,100.4	963.0	1,401.4
Cash generation	87.4%	138.8%	74.1%



	2024/25 May-Apr	2023/24 May-Apr	2022/23 May-Apr
<b>Net debt, adjusted EBITDA</b>			
Net debt in relation to adjusted operating profit before depreciation, amortisation and impairment (adjusted EBITDA).			
Interest-bearing liabilities	1,293.0	1,462.2	1,842.3
Cash and cash equivalents	421.0	414.3	339.9
Adjusted EBITDA	1,574.5	1,510.4	1,498.4
Net debt, adjusted EBITDA	0.55	0.69	1.00
<b>Leverage</b>			
Interest-bearing liabilities + provision for pensions, less cash and cash equivalents and short-term investments.			
Interest-bearing liabilities, SEK m.	1,292.9	1,462.2	1,842.2
Provisions for pensions, SEK m.	34.1	27.3	24.7
Cash and cash equivalents, short-term investments, SEK m.	426.0	419.3	343.7
Leverage, SEK m.	901.0	1,070.2	1,523.2
<b>Operating cash flow per share</b>			
Cash flow for the period from operating activities, divided by the average number of shares during the period.			
Cash flow for the period from operating activities, SEK m.	1,180.5	1,333.2	587.7
Number of shares, millions	208.0	208.0	208.0
Operating cash flow per share, SEK	5.68	6.41	2.83
<b>Organic growth</b>			
Changes in sales by like-for-like units, adjusted for acquisitions and foreign currency effects.			
Net sales for like-for-like units, SEK m.	12,498.9	12,554.5	11,168.8
Net sales for preceding year, SEK m.	12,256.6	12,057.9	9,634.5
Organic growth	2.0%	4.1%	15.9%
<b>Earnings per share</b>			
Profit for the period attributable to Parent Company shareholders, divided by the average number of shares during the period.			
Profit attributable to Parent Company shareholders, SEK m.	680.7	645.6	1,039.6
Number of shares, millions	208.0	208.0	208.0
Earnings per share	3.27	3.10	5.00
<b>Operating margin</b>			
Operating profit divided by net sales.			
Operating profit, SEK m.	1,100.4	963.0	1,401.4
Net sales, SEK m.	12,301.5	12,256.6	12,057.9
Operating margin	8.9%	7.9%	11.6%
<b>Operating profit (EBIT)</b>			
Earnings before financial items and tax, SEK m.	1,100.4	963.0	1,401.4



	2024/25 May-Apr	2023/24 May-Apr	2022/23 May-Apr
<b>Equity/assets ratio</b>			
Adjusted equity divided by total assets.			
Adjusted equity, SEK m.	5,768.2	5,653.8	5,272.5
Total assets, SEK m.	9,374.8	9,792.7	9,633.1
Equity/assets ratio	61.5%	57.7%	54.7%
<b>Capital employed</b>			
Total assets less non-interest-bearing liabilities			
Total assets, SEK m.	9,374.8	9,792.7	9,633.1
Non-interest-bearing liabilities, SEK m.	2,302.9	2,661.8	2,472.3
Capital employed	7,071.9	7,130.9	7,160.8
<b>Growth</b>			
Growth is defined as the change in net sales, relative to net sales for the preceding period.			
Net sales, SEK m.	12,301.5	12,256.6	12,057.9
Net sales for preceding year, SEK m.	12,256.6	12,057.9	9,634.5
Growth	0.4%	1.6%	25.2%
<b>Profit margin</b>			
Profit after financial items divided by net sales			
Profit/loss after financial items, SEK m.	942.8	864.4	1,294.9
Net sales, SEK m.	12,301.5	12,256.6	12,057.9
Profit margin	7.7%	7.1%	10.7%



# Sustainability Report

## About the Sustainability Report [BP-1 & BP-2]

Systemair's Sustainability Report is published annually as an integral part of the Company's Annual Report. The Annual Report presents a summary of the Company's accounts and management, and describes the Company's work on the most material sustainability matters during the year. The Sustainability Report is prepared on a consolidated basis. The scope of consolidation is the same as for the financial statements and thus covers the period 1 May 2024 to 30 April 2025. The previous report was published in August 2024. A statement by the Auditor's confirming that Systemair has drawn up a statutory sustainability report appears on page 149.

Systemair is working on implementation of the EU's new legislation on sustainability reporting, the Corporate Sustainability Reporting Directive (CSRD). This year, Systemair's Sustainability Report is structured according to CSRD. The Sustainability Report covers both Systemair's own operations and upstream and downstream activities in the value chain. Systemair also reports according to the GRI Standard (2021). The ESRS and GRI index on page 144 provides information on all GRI standards and ESRS requirements.

### Disclosures on particular circumstances

Systemair has departed from the ESRS defined time horizons in conducting scenario analyses for a climate risk assessment. The time horizons in the scenario analysis are 2020–2040 for the short term, 2040–2060 for the medium term and 2060 and beyond for the long term. Further disclosures for specific ESRS 2 data points are provided for each data point.

### Sustainability Reporting Index as per the Swedish Annual Accounts Act

The table below shows page references for the sections of Systemair's Sustainability Report that correspond to the requirements of the Swedish Annual Accounts Act.

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Goals and outcomes	pp. 14–15, 27, 29, 31, 33, 108	pp. 14, 31, 33, 114–119, 122–126	pp. 15, 27, 29, 134–138	pp. 27, 138, 140, 142–143	pp. 27, 142–143



## Governance

### Board of Directors and Group Management

#### [GOV-1 & GOV-2]

Systemair's overall strategy has been broken down into a detailed sustainability strategy, see pages 24–33. In conjunction with our Code of Conduct, this covers the material sustainability topics identified in the double materiality assessment, which forms the basis for reporting under the Corporate Sustainability Reporting Directive (CSRD). Systemair's Board of Directors has overall responsibility for the sustainability work. Group Management owns Systemair's sustainability strategy and is responsible for its priorities. Each focus area of the sustainability strategy has an owner in Group Management, along with a designated functional manager for development who is most closely associated with the particular core issue in each focus area. Key performance measures and, in most cases, a policy and targets are established for every core issue. A development plan is updated annually for every core issue in consultation with the functional manager. Activity plans are made for the largest subsidiaries to ensure that the right activities are performed to achieve Systemair's overall sustainability goals. The MD of each subsidiary is responsible for ensuring that the activity plan is kept updated and that conditions are created for performing the activities.

The Board of Directors during the financial year was made up of five members elected by the General Meeting. At the 2024 AGM, all members were re-elected. A more detailed presentation of the Board and its work is provided on pages 46–49. The Board is composed solely of non-executive

members, and three of its members are independent. Two employee representatives are appointed, and attend Systemair's Board meetings. Senior executives at the Company participate as needed in Board meetings.

Every quarter, selected sustainability data is obtained from the subsidiaries and information is collected on a larger scale annually during accounting for the financial year. The quarterly and annually reported data are fed back in a report to the MD of each subsidiary. Systemair's business boards review each company's performance regarding core issues 1–2 times a year. Outcomes and progress are reported to the Board of Directors and Group Management once a year. The Board's Audit Committee is kept informed about Systemair's sustainability impacts, risks and opportunities.

### Integration of sustainability-related performance into incentive programmes and sustainable finance

#### [GOV-3 & E1 GOV-3]

Systemair's Remuneration Committee prepares proposals for fixed and variable remuneration to senior executives, which are then presented to the Board for approval. Remuneration paid to the Board of Directors is not affected by Systemair's sustainability performance. Group Management and senior executives have a variable component in their remuneration, with sustainability performance being one of the assessment criteria. For more information on remuneration to senior executives see page 50. The proportion of variable remuneration linked to sustainability varies, depending on the person's position. Systemair assesses sustainability

performance and bases the variable remuneration on fulfilment of the following three targets:

- ➔ Increasing the share of female leaders
- ➔ Reducing Scopes 1 and 2 emissions intensity
- ➔ Reducing work-related injuries that lead to sick leave (according to LTIFR)

In October 2023, Systemair linked its credit facilities, totalling SEK 1.4 billion, with Nordea and Handelsbanken to the Group's own sustainability performance. The interest costs of the loans are varied according to the outcomes for four sustainability targets. In 2024/25, Systemair fulfilled three of the four targets.

### Risk management, due diligence and internal control over sustainability reporting

#### [GOV-4 & GOV-5]

Systemair analyses sustainability risks 1–2 times a year as part of the Company's overall risk management process to ensure that risks are identified, assessed and then managed responsibly. For more information, see pages 56–58 and 77–78 regarding which risks exist and how they are managed. As part of the double materiality assessment, an assessment was conducted on which sustainability-related financial risks and opportunities have an impact on Systemair in the short, medium and long term, see page 110 for more information. For more on Systemair's climate-related risks, see page 114.

Systemair operates a risk management process involving management and key functions, in order to ensure that risks are properly managed by identifying, evaluating, minimising and monitoring them. The Group's risk situation is updated on an ongoing basis. Priority is given to the risks that are judged to represent the potentially greatest negative impact, on the basis of the probability of their occurring and the possible impact on the business. The level of risk is a balance of probability and actual impact.

Systemair's sustainability data is based on information from the subsidiaries, provided via an online-based tool. To ensure data quality, the information reported is subject to quality controls. In addition, internal audits of the Group's companies are carried out in order to monitor and promote continuous development of work on sustainability in all parts of the organisation.

Composition of the Board of Directors	2024/25			2023/24			2022/23		
	Number	Women	Independent	Number	Women	Independent	Number	Women	Independent
<b>Non-executive directors</b>	<b>5</b>	<b>40%</b>	<b>60%</b>	<b>5</b>	<b>40%</b>	<b>60%</b>	<b>5</b>	<b>40%</b>	<b>60%</b>
30–50 years	1	0%	0%	1	0%	0%	1	0%	0%
More than 50 years	4	50%	75%	4	50%	75%	4	50%	75%
<b>Executive directors</b>	<b>0</b>	<b>0%</b>	<b>0%</b>	<b>0</b>	<b>0%</b>	<b>0%</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
30–50 years	0	0%	0%	0	0%	0%	0	0%	0%
More than 50 years	0	0%	0%	0	0%	0%	0	0%	0%
<b>Total</b>	<b>5</b>	<b>40%</b>	<b>60%</b>	<b>5</b>	<b>40%</b>	<b>60%</b>	<b>5</b>	<b>40%</b>	<b>60%</b>
Employee representation	2	0%		2	0%		2	0%	





Systemair works systematically on due diligence to identify and manage risks related to business ethics and social responsibility. A process in line with the OECD due diligence approach is in place within the organisation. Risks are identified and assessed based on the country in which the subsidiaries operate, the number of employees and whether it is a manufacturing company. Internal stakeholders also play an important role in the identification and assessment process. Business boards, local management and other key roles have a responsibility to inform Group Management if potential or actual violations of human or labour rights are identified. Local management is required to organise dialogue with key stakeholders, such as trade unions, where such exist, as part of the identification and assessment process.

In the case of business combinations, a sustainability review is carried out as part of due diligence in order to gauge the sustainability performance of the acquisition target. For more information on Systemair's approach to due diligence regarding suppliers, see pages 139–140.

### Management system

As part of the Company's sustainability management, Systemair uses the ISO 14001:2015 environmental management system. 15 of 26 production facilities are ISO 14001 certified. Systemair aims to have all production facilities certified to the ISO 14001 standard by no later than 2030 (except for manufacturing companies acquired after 1 January 2027). Systemair applies the TiA system to promote work on a safe working environment in all manufacturing units, with the exception of the most recent acquisitions. 25 out of 26 production facilities are also certified to the ISO 9001 quality management standard.

## Strategy

### Strategy, business model and value chain [SBM-1]

Systemair's business model is based on a comprehensive offering centred on high-quality ventilation products, with a focus on standardisation, delivery reliability and availability. Customers' needs are placed first, while Systemair is committed to sustainability and working responsibly in every part of the value chain. By offering energy-efficient products,

Systemair plays a part in reducing the energy use of buildings, and thus also impact on the climate.

Systemair's overall strategy is divided into five key areas; see page 12 for more information. The Company's overall strategy has been broken down into a detailed sustainability strategy, which is presented on pages 24–33. In conjunction with our Code of Conduct, this covers the material sustainability topics identified in the double materiality assessment.

Systemair's value chain consists mainly of suppliers, its own operations, customers and end-users of Systemair's products.

### Upstream value chain

Most of the materials and goods purchased consist of steel, electric motors and other components for ventilation equipment. Systemair's suppliers are mainly based in Europe and North America, which means that they are usually bound by national laws and regulations that ensure acceptable working conditions. Emissions from the production of steel are generally high, and electric motors are mostly made of metals, which are also linked to high emissions. In the supply chain for metals, it is widely recognised that there exists a higher risk of violations and abuses of both human rights and environmental law.

### Systemair's own operations

Systemair has operations in 51 countries and manufactures in 19. The majority of Systemair's employees are employed in manufacturing facilities. Manufacturing consists mainly of sheet metal processing and assembly. Some of the Company's larger facilities have a powder coating facility. For a manufacturing facility, potential environmental impacts are generally low, with very limited water use and very low likelihood of environmental pollution.

When sheet metal is processed and assembled, injuries and accidents may occur. The risk of violating human or labour rights is addressed via Systemair's internal due diligence process. Depending on the country of operation, there is an increased risk of violations of human and labour rights. Because Systemair is a manufacturing company, it employs a high proportion of engineers and technicians, meaning higher numbers of male employees overall.

### Downstream value chain

Systemair's products are sold over most of the world and are primarily designed for use in ventilation in most types of buildings. In addition to ventilation equipment, Systemair sells products for heating and cooling. Systemair's customers are mainly owners of properties or contractors who renovate or build new buildings. Systemair also has a servicing business.

Systemair is working on developing circular business components to gradually transition to a more sustainable future business model. For example, in some markets the Company offers retrofitting and upgrading of existing equipment.

Systemair's products mostly consist of fixed installations in buildings with a technical service life of generally 10–25 years. During operation, most products consume energy, mostly electricity. Depending on location and the electricity generation mix, this contributes to carbon dioxide emissions. Most products are made of metal that can be recycled. All other end-of-life management largely depends on the waste management capacity in the country where the products are taken out of service.

As Systemair is a global company operating in the construction industry, the risk of corruption is considered to be higher than normal, depending to a major extent on the country where business is conducted.

### Interests and views of stakeholders

#### [SBM-2]

Systemair's principal stakeholders consist of the Board of Directors, investors, customers, employees, suppliers and society at large. Systemair strives via a number of forums to maintain continuous dialogue with stakeholders on sustainability matters. Shareholders can also express their views to Management and the Board at general meetings. This dialogue supports progress in the Company's work on sustainability and its priorities to ensure that the sustainability strategy is designed to meet stakeholders' values, expectations and requirements.

As part of the double materiality assessment, Systemair has gathered stakeholder input via workshops, interviews and surveys. The information has been used to identify which sustainability matters are material to Systemair.



## Double materiality assessment and previous materiality assessment

The purpose of the materiality assessment is to identify the environmental, social and governance (ESG) issues that are material to Systemair. This extends to every aspect of Systemair's own operations and its value chain. The results of the double materiality assessment (DMA) determine the scope and focus of Systemair's sustainability work and ESRS reporting.

### Double materiality assessment process [IRO-1]

The double materiality assessment establishes the basis of a company's CSRD reporting. An important aim is to gain an understanding of what a company should strategically prioritise to successfully transition to a future sustainable business model. Existing materiality assessments should be used as an important input to build on. The concept of double materiality refers to an assessment of both how people and the environment are impacted by a company's operations, and how a company is affected financially by sustainability-related risks and opportunities. A DMA is iterative, and needs to be reviewed on an ongoing basis.

#### Systemair has used a methodology consisting of 6 steps:

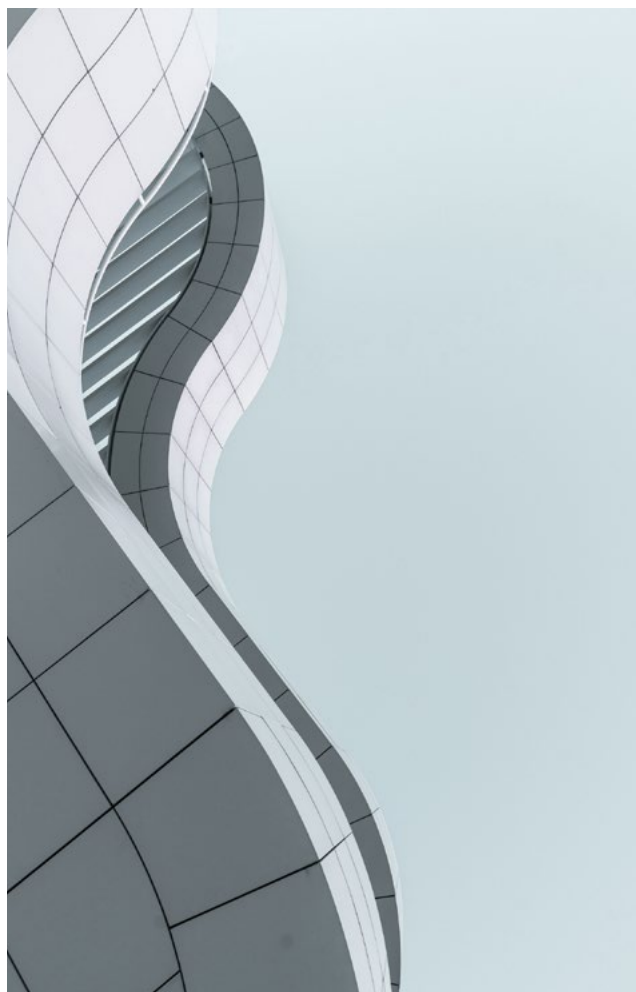
- 1. Stakeholder identification** – To understand who Systemair's stakeholders are and to determine their involvement in the DMA process.
- 2. Description of the value chain** – To gain an understanding of the ESG characteristics, dependencies and linkages in Systemair's value chain, they are described with reference to Systemair's upstream and downstream value chain, as well as the Company's own operations and impacts on local communities.
- 3. Initial prioritisation of relevant ESG aspects** – In order to focus the assessment on the aspects that may be material, topics that, in view of Systemair's operations, are definitively not material are discarded from further assessment.
- 4. Positive and negative impacts** – Assessments of ESG aspects are based on the extent of their negative and positive impacts on the environment and/or people.
- 5. Risks and opportunities** – Assessment of ESG aspects is based on Systemair's risks and opportunities from a financial perspective.
- 6. Calibration, validation and conclusion** – The results from assessment of impacts, risks and opportunities are calibrated, validated and summarised for conclusion on material issues.

To assess impacts, Systemair has engaged in a dialogue with a number of stakeholder groups via workshops, interviews and surveys. This has included Group Management, Group Operational Management and investors. To validate and

fine-tune the results of the assessment, additional information was collected from customers, suppliers and employees. Finally, the results were anchored in Systemair's Audit Committee.

Systemair assessed both positive and negative impacts by following the ESRS 1 guidelines to assess scale, scope and likelihood. For negative impacts, irremediability was also taken into account. The assessment was performed using a scale from 0 to 5 for each parameter. A threshold was applied to define the materiality of negative and positive impacts in the assessment of the weighted results in all parameters. The threshold was set on the basis of the spread and relative weighting of the results. The outcome was considered reasonable based on Systemair's experience and knowledge of its value chain, together with the previous materiality assessment which confirmed the outcome.

To assess financial risks and opportunities, the Group's sustainability function performed the initial assessment, which was then calibrated and adjusted following dialogue with Group Management. In the assessment, a scale from 0 to 5 was used to assess the likelihood of an event occurring and its potential financial magnitude. The scale of the financial magnitude was established according to Systemair's overall risk assessment process. In addition to likelihood and financial magnitude, each risk and opportunity assessment was assigned a time horizon based on the guidelines of short, medium and long term established in ESRS 1 guidelines. The materiality threshold was set on the basis of risk diversification and what Systemair considers reasonable and relevant to its business and value chain. The outcome of Systemair's overall risk assessment process confirms that the outcome is credible in terms Systemair's sustainability-related risks and opportunities.

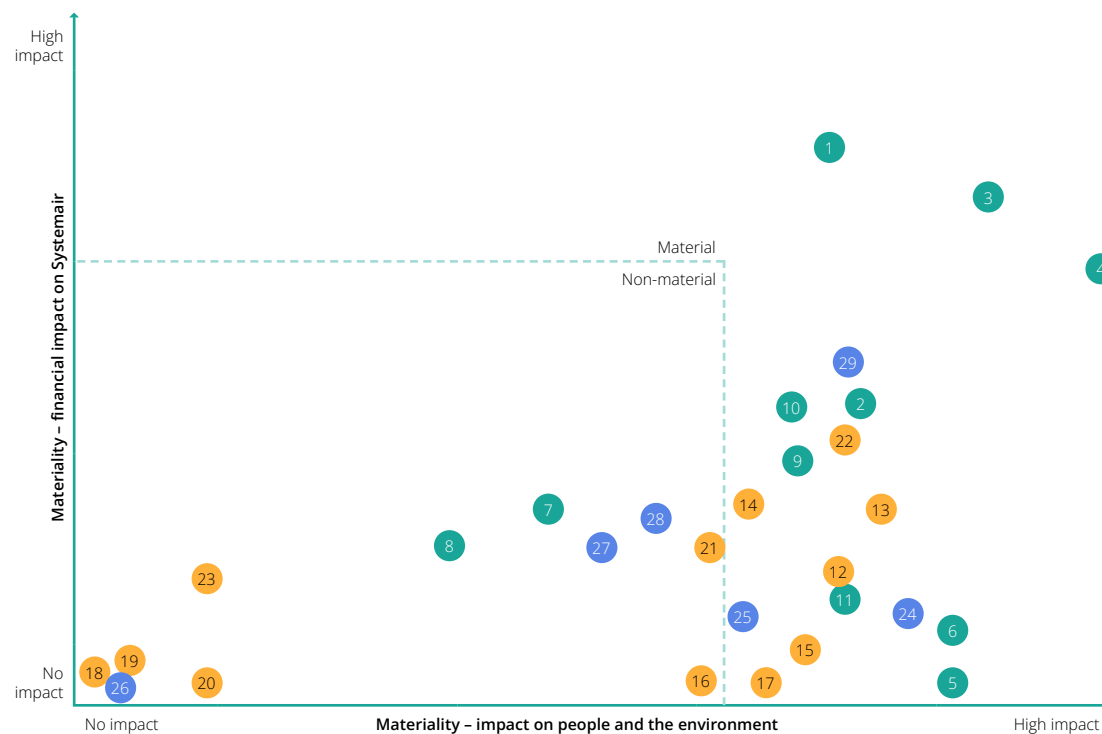




## Outcome double materiality assessment

### [SBM-3 & IRO-2]

The outcome of Systemair's double materiality assessment is presented in a diagram to better illustrate the prioritisation between the different sustainability aspects, in terms of both impacts on people and the environment and the financial impact on Systemair. The figures in the graph refer to the following table, which also indicates whether a sub-topic is material or not, along with any comments, as appropriate. Topics deemed to be material are essentially in alignment with Systemair's current sustainability strategy and confirm the outcome of the previous materiality assessment.





Topic	Sub-topic	Material?	Comment
E1 Climate change	Climate change adaptation (1)	Yes	
	Climate change mitigation (2)	Yes	
	Energy (3)	Yes	
E2 Pollution	Pollution of air (4)	Partially	The sub-topic pollution of air and specifically indoor air in the downstream value chain has been assessed as material. Pollution in general has been assessed as material in the upstream value chain.
	Pollution of water (5)	Partially	
	Pollution of soil (5)	Partially	
	Pollution of living organisms and food resources (5)	Partially	
	Substances of concern (5)	Partially	
	Substances of very high concern (5)	Partially	
	Microplastics (6)	Partially	
E3 Water and marine resources	Water (7)	No	Topic E3 is considered non-material for Systemair. Systemair has very limited water use in its manufacturing processes. Due to previous and already implemented reporting on water withdrawal from own operations, it will still be included in the reporting, corresponding to GRI 303-3.
	Marine resources (7)	No	
E4 Biodiversity and ecosystems	Direct impact drivers of biodiversity loss (8)	No	Topic E4 is considered non-material for Systemair. Systemair's production facilities are not located in or near sensitive natural areas.
	Impacts of the state of species (8)	No	
	Impacts on the extent and condition of ecosystems (8)	No	
	Impacts and dependencies on ecosystem services (8)	No	
E5 Resource use and circular economy	Resources inflow, including resource use (9)	Yes	
	Resource outflows related to products and services (10)	Yes	
	Waste (11)	Partially	Only waste from own operations has been assessed as material.
S1 Own workforce	Working conditions (12)	Partially	The sub-sub-topic Work-life balance has been assessed as non-material.
	Equal treatment and opportunities for all (13)	Yes	
	Other work-related rights (14)	Yes	
S2 Workers in the value chain	Working conditions (15)	Partially	The sub-sub-topic Work-life balance in the value chain has been assessed as non-material.
	Equal treatment and opportunities for all (16)	No	
	Other work-related rights (17)	Yes	
S3 Affected communities	Communities' economic, social and cultural rights (18)	No	Topic S3 is considered non-material for Systemair.
	Communities' civil and political rights (19)	No	
	Rights of indigenous peoples (20)	No	
S4 Consumers and end-users	Information-related impacts for consumers and/or end-users (21)	No	
	Personal safety of consumers and/or end-users (22)	Partially	Specifically product safety, part of sub-sub-topic Health and safety, was assessed to be a material topic.
	Social inclusion of consumers and/or end-users (23)	No	
G1 Business conduct	Corporate culture (24)	Yes	
	Protection of whistle-blowers (25)	Yes	
	Animal welfare (26)	No	
	Political engagement (27)	No	
	Management of relationships with suppliers, incl. payment practices (28)	No	
	Corruption and bribery (29)	Yes	





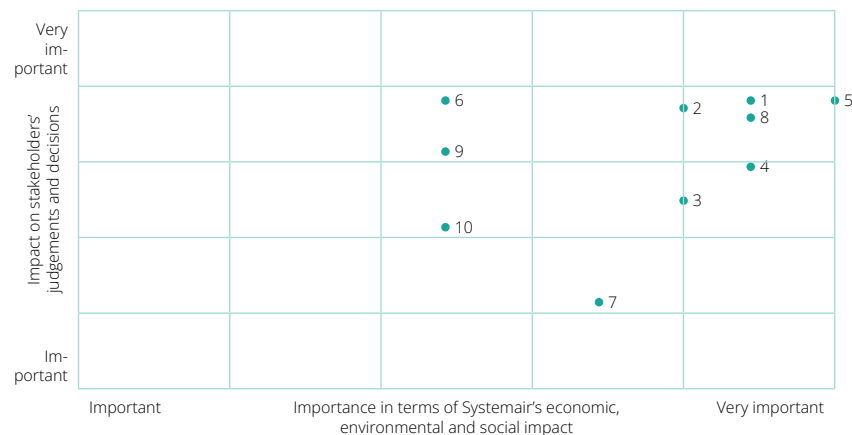
## Previous materiality assessment

Systemair has conducted a materiality analysis to identify relevant sustainability matters. The analysis consisted of four stages: setting a benchmark, including a review of the competition to identify relevant sustainability matters; a working session to assess Systemair's internal view of the social, environmental and economic impact of the sustainability matters; interviews and a questionnaire-based survey; and a concluding working session with Group Management.

The first two stages were devoted to producing a questionnaire that was distributed to Systemair's stakeholders. Respondents were asked to rank the sustainability matters that they thought had the greatest impact on decisions and judgements that they make relating to Systemair. In all, 1,154 people participated in the survey, including 14 customers, 1,131 employees and ten investors. In addition, three investors were interviewed. The replies of the stakeholders were weighted to provide a fair picture of the results.

In the concluding working session with Group Management, the respondents' prioritisations in the sustainability matters were weighed against Systemair's internal assessment of the economic, environmental and social impact of the sustainability matters. The materiality assessment was conducted in 2020 and has been reviewed every year, resulting in minor updates.

## Materiality assessment



1. Business ethics
2. Bribery and corruption
3. Supplier verification
4. Energy-efficient and sustainable products
5. Improved indoor climate
6. Energy-efficient operations
7. Emissions
8. Health and safety
9. Competence development
10. Diversity and equal opportunity





## Environmental information

At Systemair, the environment and climate are an important part of our sustainability work. The double materiality assessment identified climate change, pollution in the supply chain, resource use and circular economy as material areas. Systemair is working actively to reduce its climate impact, set environmental requirements for suppliers and promote resource efficiency in product development. Within pollution, indoor air quality was also identified as material in the downstream value chain – and as an opportunity, since ventilation products play a crucial role in providing adequate indoor air quality. Systemair follows developments in other environmental areas and acts responsibly on issues related to water use and biodiversity.



### Climate change

[ESRS E1]

#### Material impacts, risks and opportunities related to climate change

[E1 IRO-1]

Climate change is a global challenge that is affecting the entire planet, increasing risks of extreme weather events and disruptions to both Systemair's own operations and global supply chains. To meet this challenge, Systemair is taking responsibility by working actively on reducing its emissions – both within its own operations and in the value chain. In parallel, Systemair regularly assesses the need for possible climate adaptation to deal with extreme weather and other climate-related risks. Through systematic and long-term sustainability work, Systemair is increasing its own resilience and contributing to the global transition.

It has also been realised that reducing energy use is a significant business opportunity downstream in the value chain, since demand for products that improve the energy efficiency of a building is expected to increase. In addition to that business opportunity, higher energy efficiency has a significant positive impact on the environment with reduction in and avoidance of emissions.

#### Climate risk analysis

[SBM-3]

Systemair has conducted a climate-related risk analysis focusing on physical climate risks. The analysis covered the largest production facilities globally and focused on the Company's own operations. Transition risks have not yet been included in this analysis. A recurring threat is torrential rain and subsequent flooding, which can cause damage to facilities and business disruptions. Heat waves are also expected to become more frequent, leading to the possibility of power outages due to increased demand for electricity, as well as health and safety risks to Systemair employees. The risks identified vary greatly, according to geographical location.

The analysis was based on the IPCC's Shared Socioeconomic Pathway (SSP). It is based on the two established climate scenarios: the optimistic SSP1-2.6 and the more pessimistic SSP5-8.5. These scenarios are based on both socio-economic development pathways and forecast temperature increases.

The timeframes for the analysis were 2020–2040 (short term), 2020–2040 (medium term) and post 2060 (long term). The analysis used several data sources, including the IPCC's WGI Interactive Atlas tool and the World Resources Institute's (WRI) Aqueduct tool. The results of the analysis were summarised in a risk matrix categorising risks on a scale from very low to very high. When categorising the risks, Systemair took into account both the probability of the events occurring and their impact on the business if they were to occur.

Systemair currently takes the view that climate-related risks are not expected to have any material financial impact on the Group's operations within the next five years. In the longer term, the risks may increase in probability and degree of impact, which may result in a more tangible financial impact. The climate risk analysis will continue to be developed to cover a larger share of Systemair's operations and to assess the extent of the impact of transitional risks.

#### Transition plan

[E1-1]

Systemair has two transition plans, one for Scopes 1 and 2 and one for Scope 3. These cover the most important actions to reduce emissions at a sufficient rate to achieve the short-term emissions target by 2030/31, as approved by the Science Based Targets initiative (SBTi). Scopes 1 and 2 are treated separately from Scope 3 because Scope 3 includes the entire value chain outside Systemair's direct impact; although Scope 2 refers to indirect emissions, Systemair has greater control here because it is the Company that uses the energy supplied.

The actions identified are in line with Systemair's sustainability strategy and have already been initiated as they are a crucial part of how Systemair works on emissions reduction in Scopes 1 and 2. As regards Scope 3, the short-term emissions target is set for Category 11, Use of sold products, as this is estimated to account for 97 percent of Systemair's total emissions. The volume of these emissions is due to the fact that the majority of Systemair's products use energy, mostly electricity, for their operation. As the calculation has to be based on the entire expected service life of the products, this means a high volume of energy use. Systemair sells products globally and in several countries with a high proportion of electricity generated using fossil fuels. This gives rise to a high emission factor (kgCO<sub>2</sub>e/ kWh) which in turn is applied to the estimated energy use.



## Scopes 1 and 2 with the aim of reducing absolute emissions by 42 percent by 2030/31, with 2023/24 as the base year.

Activity	Status	Costs	Goal
<b>Reduce fossil-based heating in our buildings</b> Several of Systemair's production facilities use natural gas as an energy source for heating. Where possible and economically justifiable, Systemair will convert to other fossil-free solutions, such as heat pump systems powered by emission-free electricity.	In 2024/25, actions were taken to reduce the use of natural gas. The biggest impacts were from the relocation of Menerga's production from Germany to Slovenia and an upgrade of the paint shop in Koolair. Due to a colder winter, natural gas consumption went up in several of our facilities. Natural gas purchases increased by 2.9 percent, and emissions by the same amount.	Systemair is planning for the replacement of heating systems, and future investments are under investigation where both cost and possible emission reductions are included as assessment parameters. Additional investments will be needed to achieve the 2030/31 target.	The activity reduces Scope 1 emissions and targets a 35 percent reduction in natural gas emissions by 2030/31 compared to 2023/24.
<b>Increase the proportion of electric company cars used</b> In countries where an infrastructure is in place for EV charging, and where this is economically viable, Systemair will gradually electrify its vehicle fleet.	In 2024/25, a metric was established for the number of electric cars in the Group. The outcome for 2024/25 was that electric cars represent 14.4 percent of the vehicle fleet. Emissions from vehicles decreased by 9.3 percent over the year.	The total cost of an electric car compared to a fossil-fuelled one depends on mileage over the vehicle's useful life. To Systemair, the total cost of an electric car compared to that of a fossil-fuelled car is deemed to be equivalent and cars will be replaced as leasing contracts expire.	This activity will reduce Scope 1 emissions and targets a 60 percent reduction in vehicle emissions by 2030/31.
<b>Increase the share of self-generated electricity from solar panel installations</b> Reduce emissions by replacing electricity purchased from the national grid with solar energy produced in our own buildings.	In 2024/25, Systemair generated electricity equivalent to 2,837,000 kWh from solar panel installations, 9.2 percent of total electricity demand for the year. Using the market-based approach, emissions from electricity decreased by 10.4 percent over the year.	To date, Systemair has so far installed solar panel systems in Belgium, Malaysia, Slovakia, Germany, Portugal and Türkiye. Future investments are under investigation, in which both cost and possible emission reductions are included as parameters for the assessment. Additional investments will be needed to achieve the 2030/31 target. The investments are expected gradually to pay for themselves through lower electricity costs.	The activity is lowering Scope 2 emissions by investing in solar panel installations, and the target is to reduce emissions from electricity by 50 percent by 2030/31, compared to the base year 2023/24.
<b>Reduce emissions from electricity by actively choosing electricity that is emission-free</b> Reduced emissions from purchased electricity by active choices of electricity contracts with emission-free electricity, or by buying electricity that is certified as emission-free.	In 2024/25, Systemair purchased 9,985,155 kWh of emission-free electricity, 35.2 percent of total electricity purchases during the year.	Actively choosing zero-emission electricity does not increase capital expenditure, but it does increase operating expenditure. Systemair will prioritise solar panel investments where possible and purchase emission-free electricity in the volume required to meet its emissions target.	The activity reduces Scope 2 emissions and is used to achieve the Scope 2 emissions reduction target of 50 percent for electricity. Solar panel investments are prioritised and any additional emission-free electricity is purchased to meet the target.
<b>Increase energy efficiency in our production facilities</b> The activity includes both optimisation of existing equipment and improvements to buildings. As well as optimising Systemair's production apparatus in general.	In 2024/25, several minor and major improvements were made to production equipment and buildings. The biggest improvement arises through relocation of Menerga's production, from Germany to the existing facility in Maribor, Slovenia. Energy efficiency in Systemair's production improved by in all 8.1 percent in 2024/25.	Energy efficiency measures are mostly an effect of other improvement actions, such as installing new machinery or optimising production equipment. Additional costs for specific actions to increase energy efficiency are regarded as low.	The activity reduces Scope 1 and 2 emissions and aims to reduce energy intensity in Systemair's production facilities by 5 percent annually.

## Scope 3 and Use of sold products, with the aim of lowering absolute emissions by 25 percent by 2030/31, with 2023/24 as the base year.

Activity	Status	Costs	Goal
<b>Energy-efficient products</b> Systemair offers a wide range of ventilation products and also markets products for heating and cooling. A major proportion of these products use energy in operation, mostly electricity. As the products have a long service life, estimated energy use by the products is high. This demonstrates the importance of continuously developing more energy-efficient products.	Several activities are in progress to reduce the energy demand needed by the products in operation. This is partly driven by Systemair's own ambitions to develop energy-efficient products and partly by regulations such as the Ecodesign for Sustainable Products Regulation (ESPR).	No additional costs are involved, as they are included among Systemair's existing product development costs.	There is no established way of measuring energy efficiency in all Systemair products. It is estimated that more energy-efficient products will contribute around 10–15 percentage points of the overall 25 percent target for 2030/31.
<b>The global electricity market's transition to lower-emission electricity generation</b> To hold global warming at a manageable level, most countries in the world have committed to reducing their emissions through Nationally Determined Contributions (NDCs). In addition, the EU's climate law, "Fit for 55", requires the EU to reduce its net emissions by no less than 55 percent by 2030, compared to 1990 levels.	Systemair cannot influence how each country meets its commitment to reduce its emissions at a sufficient rate.	No additional costs to Systemair.	For Systemair to meet its Scope 3 target by 2030/31, countries have to reduce their emissions from electricity generation. If countries implement their NDCs in full, it is estimated that this will make a difference of around 25–30 percentage points. As each country's commitment cannot be guaranteed, a lower overall target of 25 percent has been set for Scope 3 emissions in 2030/31.



## Long-term emissions target and net-zero emissions

Long term, Systemair aims to reduce its Scopes 1, 2 and 3 absolute emissions by 90 percent and achieve net-zero emissions no later than financial year 2050/51. The long-term transition plan embraces the same types of activity as for the short-term. Systemair views increased cooperation with suppliers as an important way in the long term for finding solutions to reduce emissions from Scope 3 and Category 1, Purchased materials. Systemair is dependent on each country assuming its responsibilities and moving quickly enough in lowering emissions above all from electricity generation, together with other emissions. Technological progress in producing materials with very low or zero greenhouse gas emissions, as well as a maturing market for more resource-efficient solutions and business models, will also be important factors in reducing emissions. Where emissions cannot be eliminated, Systemair will select appropriate and effective neutralisation measures.

## Policies relating to climate change [E1-2]

Systemair has three Group-wide policies incorporating important aspects of climate change: The Code of Conduct, Environmental Policy and Sustainable Product Policy. The policies are available on [group.systemair.com](http://group.systemair.com) and in Systemair's management system.

### Systemair's Code of Conduct

The Group's Code of Conduct has a section on the environment and climate, and how as a company Systemair should act to reduce its impact on climate change. The Code of Conduct applies to all subsidiaries and employees in the Group and has been approved by Systemair's Board of Directors. Specifically, the following issues are addressed:

- Systemair abides by applicable laws and regulations regarding its operations and products to ensure environmental compliance.
- Systemair takes a precautionary approach to environmental issues and makes sure to assess the impact of business decisions.
- Systemair is aware of the environmental and climate impact of its operations and makes sure to integrate and evaluate relevant aspects in business planning and decision-making.
- Systemair chooses environmentally friendly technologies to minimise waste, emissions and pollutants.

### Environmental Policy

The Group's Environmental Policy covers climate change and other environmental areas. The policy addresses issues in input materials, production processes and waste in order to improve resource utilisation, which in turn reduces greenhouse gas emissions in the value chain. The policy has a dedicated section on energy efficiency and emission reduction, requiring Group subsidiaries to monitor and report their energy use and continuously review how it can be reduced. Specifically for Scopes 1 and 2 emissions, subsidiaries must report related energy use, have an understanding of their emissions and continuously

review ways in which their emissions can be reduced. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.

### Sustainable Product Policy

Systemair has a Group-wide policy on how sustainability aspects are to be taken into account in the product development process. The issues most relevant to reducing emissions are choice of materials in the design phase, which should be evaluated in terms of carbon footprint, and that design of the product should also take the production process into account, in order to minimise waste and energy demand in manufacturing. Design and technologies affecting the operational phase should be carefully evaluated in terms of energy optimisation. This has a major impact on the overall energy demand of the product in operation, which in turn determines greenhouse gas emissions, depending on the emission factor of the electricity used. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.

## Actions relating to climate change [E1-3]

Systemair focuses continuously on reducing its emissions, for example by purchasing emission-free electricity, reducing the use of fossil fuels for heating and by investing in solar panels and electric vehicles. Continuous improvements in energy efficiency are an important part of reducing emissions at Systemair, in the development of products, in manufacturing and across the entire organisation.

Since 2023/24, Systemair's solar panel installations have helped to reduce greenhouse gas emissions by 1,563 tonnes of CO<sub>2</sub>e, compared to the emission levels from the local electricity grid, including 1,048 tonnes from 2024/25. Following implementation of energy efficiency measures, investments in solar panel technology and an increased share of electricity purchases from renewable and nuclear sources, the Company reduced its market-based CO<sub>2</sub>e emissions from electricity consumption during the 2024/25 financial year by 999 tonnes compared to the previous year (2023/24).

Further reductions in emissions are expected in the future as a result of planned investments in energy efficiency, electrification of the vehicle fleet, expansion of solar energy and purchases of emission-free electricity. Together, these actions are expected to contribute to a further significant reduction in Systemair's greenhouse gas emissions.

Systemair's commitment to installing solar panels on its own facilities means that financial resources need to be set aside, but these investments are expected to gradually pay for themselves through lower electricity costs at the subsidiaries. If investments in solar panels do not contribute enough to enable Systemair to achieve its short-term emission targets, the share of emission-free electricity will be increased. This would result in a slightly higher electricity cost compared to electricity without a specified origin. Any such additional cost is not expected to be significant.





## Targets relating to climate change [E1-4]

Systemair is working on reducing its greenhouse gas emissions from its own operations and in the value chain. In the past year, Systemair's emission targets, both short-term and long-term, were approved by the Science Based Targets initiative (SBTi). In addition, Systemair already has a target for reducing emissions intensity:

**Reduce emissions intensity** – Halve Scopes 1 and 2 emissions intensity by 2030/2031, with 2019/20 as the base year.

**Reduce Scopes 1 and 2 absolute emissions** – Reduce Scopes 1 and 2 absolute emissions by 42 percent by 2030/31, with 2023/24 as the base year. And achieve net-zero emissions by no later than 2050/51.

**Reduce Scope 3 absolute emissions** – Reduce absolute emissions from the use of sold products (Scope 3) by 25 percent by 2030/31, with 2023/24 as the base year. And achieve net-zero emissions by no later than 2050/51.

## Energy use [E1-5]

Systemair collects energy data from its subsidiaries on a quarterly basis. The data is based on supplier invoices, meter readings and other reliable sources. This methodology ensures consistent and verifiable reporting of energy use across the Group.

To ensure the most accurate and transparent reporting of energy use, Systemair has above all endeavoured to use primary data on the origin of the electricity and district heating used. This means that, where possible, specific information regarding the production mix was obtained from the subsidiaries or from energy suppliers.

Where primary data was not available, secondary data from reliable and recognised sources, such as national energy agencies or international databases, were used instead. These sources provide a representative picture of each country's average electricity generation mix and allow a reasonable estimate of the origin of electricity and district heating.

During the 2024/25 financial year, total energy use decreased by around 2,600 MWh compared to the previous year. The decrease represents a reduction of 3.8 percent, mainly due to lower consumption of fuel for vehicles and reduced use of district heating. In the case of electricity, electricity sold is also included in the compilation, which occurs when solar panel installations have generated more than needed by own operations. This totals 272 MWh, meaning that Systemair's actual energy use was 30,917 MWh in 2024/25, taking into account the fact that the energy use based on electricity decreased by 2.8 percent compared to last year and the total energy use by about 2,900 MWh, or 4.2 percent.

Up to the 2023/24 financial year, Systemair did not have access to detailed data on electricity purchased, broken down by origin from nuclear and renewable sources. Calculations for these years have therefore been based on each country's average electricity generation mix for 2023/24 and 2022/23.

Energy use	2024/25		2023/24		2022/23	
	Energy use (MWh)	Proportion of total (%)	Energy use (MWh)	Proportion of total (%)	Energy use (MWh)	Proportion of total (%)
<b>Energy use from fuels</b>	<b>30,910</b>	<b>47%</b>	<b>31,958</b>	<b>46%</b>	<b>38,097</b>	<b>48%</b>
Coal and coal products	0	0%	0	0%	0	0%
Crude oil and oil-based products	16,660	25%	18,008	26%	18,392	23%
Natural gas	14,250	22%	13,950	20%	19,705	25%
Other fossil fuels	0	0%	0	0%	0	0%
Renewable fuels	0	0%	0	0%	0	0%
<b>Electricity</b>	<b>31,189</b>	<b>47%</b>	<b>31,815</b>	<b>46%</b>	<b>35,911</b>	<b>46%</b>
Electricity purchased from renewable sources	13,554	20%	15,289	22%	17,394	22%
Electricity purchased from nuclear power	6,028	9%	5,681	8%	7,502	10%
Electricity purchased from fossil sources	8,770	13%	9,265	13%	10,711	14%
Self-generated electricity from renewable sources	2,837	4%	1,579	2%	304	0%
<b>District heating</b>	<b>4,121</b>	<b>6%</b>	<b>5,053</b>	<b>7%</b>	<b>4,642</b>	<b>6%</b>
Renewable sources	3,214	5%	4,097	6%	3,535	4%
Fossil sources	907	1%	956	1%	1,106	1%
Total fossil energy use	40,587	61%	42,180	61%	49,915	63%
Total energy use from nuclear power	6,028	9%	5,681	8%	7,502	10%
Total renewable energy use	19,605	30%	20,966	30%	21,233	27%
<b>Total energy use</b>	<b>66,221</b>	<b>100%</b>	<b>68,827</b>	<b>100%</b>	<b>78,649</b>	<b>100%</b>

### GRI 302-1 & 302-4

Energy intensity in manufacturing companies	2024/25	2023/24	2022/23
Total energy use (MWh)	66,221	68,827	78,649
Net sales from manufacturing companies (SEK m.)	11,450	11,436	11,917
<b>Energy intensity in manufacturing companies (MWh/SEK m.)</b>	<b>5.8</b>	<b>6.0</b>	<b>6.6</b>



## Total greenhouse gas emissions

### [E1-6]

Systemair calculates its greenhouse gas emissions in accordance with guidance from the GHG Protocol and the Science Based Targets initiative (SBTi). Emissions are reported as carbon dioxide equivalents (CO<sub>2</sub>e). Emissions are reported using two approaches: the location-based and the market-based approach, as defined in the GHG Protocol.

Systemair collects data quarterly from subsidiaries on energy use that results in greenhouse gas emissions. In the case of Scope 2 emissions, the aim is to use primary data for emission factors from electricity suppliers. When such data is not available, emission factors from other reliable sources are applied, using both location-based and market-based approaches. Systemair is working to increase the share of primary data in order to better understand emissions.

Systemair's activities are not covered by the EU Emissions Trading Scheme or other similar schemes. As a result, the share of Scope 1 emissions covered by regulated emissions trading schemes is 0 percent.

In the 2024/25 financial year, market-based greenhouse gas emissions decreased by a total of approximately 1,400 tonnes of CO<sub>2</sub>e compared to those of the previous year. Two factors, above all, were in play: a reduction of around 400 tonnes in emissions from fuels and a reduction of around 1,000 tonnes from electricity consumption. The latter development mainly arises from an increased share of self-generated solar electricity, a higher share of electricity purchased from renewable and nuclear sources and energy efficiency improvements. Emissions from fuel have been adjusted because a subsidiary received incorrect information from a supplier regarding the amount of fuel used. Historical figures have thus been updated, resulting in around 50 tonnes lower emissions for fuels compared to previously reported figures.

Scope 1 and 2 CO <sub>2</sub> e emissions	2024/25		2023/24		2022/23	
	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)
<b>Scope 1</b>						
Natural gas	2,901	41%	2,818	39%	3,974	48%
Fuel oil	87	1%	76	1%	86	1%
LPG	185	3%	177	2%	224	3%
Vehicle fuels	3,579	51%	3,946	54%	3,977	48%
Other	275	4%	247	3%	51	1%
<b>Total, Scope 1</b>	<b>7,026</b>		<b>7,264</b>		<b>8,312</b>	
<b>Scope 2</b>						
Electricity (market-based)	8,615	97%	9,614	95%	10,681	96%
Electricity (location-based)	7,250	96%	7,277	94%	7,942	95%
District heating	266	3% (m); 4% (l)	453	5% (m); 6% (l)	442	4% (m); 5% (l)
<b>Total Scope 2 (market-based)</b>	<b>8,881</b>		<b>10,067</b>		<b>11,123</b>	
<b>Total Scope 2 (location-based)</b>	<b>7,516</b>		<b>7,730</b>		<b>8,384</b>	
<b>Total, Scopes 1 and 2 (market-based)</b>	<b>15,907</b>		<b>17,331</b>		<b>19,435</b>	
<b>Total, Scopes 1 and 2 (location-based)</b>	<b>14,542</b>		<b>14,994</b>		<b>16,696</b>	

#### GRI 305-1&2

Systemair has set a target for halving its emission intensity, combining total Scopes 1 and 2 emissions relative to the cost of goods sold (COGS). This metric discounts any divested operations, in terms of both emissions and COGS. Similarly, any acquired businesses are added. This applies to all years reported. As historical emissions have been updated, historical values are also affected.

Emissions intensity - Cost of goods sold (COGS)	2024/25	2023/24	2022/23	2021/22	2020/21	2019/20
Emissions intensity COGS (tonnes CO <sub>2</sub> e/SEK m.)	2.01	2.11	2.33	2.95	3.19	3.15
Difference relative to base year (%)	-36%	-33%	-26%	-6%	1%	0%

The emissions intensity has also been calculated in relation to Systemair's net sales in order to relate the emission levels to economic activity. The calculation only includes emissions from the companies that were part of the Group in the reporting period concerned.

Emissions intensity - Net sales	2024/25	2023/24	2022/23
Total Scopes 1 and 2 emissions (tonnes CO <sub>2</sub> e)	15,907	17,331	19,435
Net sales (SEK m.)	12,301	12,257	12,058
Emissions intensity (tonnes CO <sub>2</sub> e/SEK m.)	<b>1.29</b>	<b>1.41</b>	<b>1.61</b>



Emissions (market-based)	2024/25		2023/24		2022/23	
	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)
Scope 1	7,026	44%	7,264	42%	8,312	43%
Scope 2	8,881	56%	10,067	58%	11,123	57%
<b>Total, Scopes 1 and 2</b>	<b>15,907</b>		<b>17,331</b>		<b>19,435</b>	

Emissions (location-based)	2024/25		2023/24		2022/23	
	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)
Scope 1	7,026	48%	7,264	48%	8,312	50%
Scope 2	7,516	52%	7,730	52%	8,384	50%
<b>Total, Scopes 1 and 2</b>	<b>14,542</b>		<b>14,994</b>		<b>16,696</b>	

Scope 3 emissions are indicated below for Systemair's upstream and downstream activities. The calculations are based firstly on activity-based information where information was available, secondly on spend-based information and thirdly on estimates based on benchmarks and other relevant sources. Systemair strives continuously to increase the reliability of reporting of Scope 3 emissions. An important step in this process is to increase the share of activity-based information in the calculations. Replacing default values with more specific data from actual business activities provides a more accurate picture of indirect emissions in the value chain. This is part of the Company's long-term work to improve transparency.

Scope 3 emissions are absolutely highest in Use of sold products, accounting for 97 percent of total emissions. These emissions are based on estimates of energy use in operation over the expected lifetime of the products, as well as on emission factors for the electricity available in the country where the product is sold. The emissions of each country have a major impact on the outcome; if only emission-free electricity were used as an emission factor, emissions would be zero. Several of Systemair's products result in energy savings for other products in a building, above all heating and cooling equipment. This saving is significant and represents a much larger volume of energy than the products concerned consume themselves. In Scope 3, this saving cannot be credited and thus these savings and avoided emissions are not included in the reporting of Scope 3 emissions.

In 2024/25, Scope 3 emissions were reduced by around 20,000 tonnes CO<sub>2</sub>e, compared to the previous year which also serves as the base year for science-based targets. The calculations contain estimates and uncertainties in the data, mainly in respect of Use of sold products and Goods and services purchased. Systemair is striving to reduce uncertainty over time. Location-based emission factors have been used for 2023/24 and 2024/25 from the same source, AIB (2023). Historical data have been adjusted compared with previous reporting, due to further development of calculation models and ongoing data quality assurance.

Systemair will continue to work on understanding the emissions in the value chain in order to improve how emissions are calculated and to be able to verify that improvements implemented make the desired difference.

Emissions (Scope 3)	2024/25		2023/24	
	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)	Emissions (tonnes CO <sub>2</sub> e)	Proportion of total (%)
<b>Upstream activities</b>				
Goods and services purchased	188,592	2.0%	191,548	2.0%
Capital goods	7,148	0.1%	9,987	0.1%
Fuel- and energy-related activities	3,019	0.0%	3,268	0.0%
Transport and distribution	13,133	0.1%	12,977	0.1%
Waste management	3,317	0.0%	2,771	0.0%
Business travel	12,063	0.1%	11,651	0.1%
Employee commuting	8,259	0.1%	7,994	0.1%
Leased assets	605	0.0%	555	0.0%
<b>Downstream activities</b>				
Transport and distribution	1,730	0.0%	1,709	0.0%
Processing of sold products	11	0.0%	11	0.0%
Use of sold products	9,258,437	97.4%	9,275,617	97.4%
End-of-life treatment of sold products	8,820	0.1%	8,932	0.1%
Leased assets	264	0.0%	265	0.0%
Franchises	Not relevant	0.0%	Not relevant	0.0%
Investments	53	0.0%	56	0.0%
<b>Total</b>	<b>9,505,450</b>	<b>100%</b>	<b>9,527,341</b>	<b>100%</b>

GRI 305-3

## Carbon credits and internal carbon price

### [E1-7 & E1-8]

Systemair does not currently use greenhouse gas removals and carbon credits in the context of its climate work. The current strategy is to reduce direct and indirect emissions through energy efficiency, fossil-free electricity, increasing the proportion of electric vehicles and optimising processes across the value chain.

The aim is to achieve net-zero emissions by no later than the 2050/51 financial year. For this to be possible, Systemair will most likely need to utilise neutralisation measures in the future, such as greenhouse gas removals, to compensate for the emissions that cannot be completely eliminated. These actions will be chosen after detailed analysis and in accordance with recognised standards to ensure genuine climate benefits.

Systemair regards carbon credits and greenhouse gas removals as complementary to, not a replacement for, actions to reduce emissions. While the priority remains to reduce emissions where they arise, it will not be possible to eliminate some emissions entirely – and for those, greenhouse gas removals and carbon credits will play an important part in Systemair's long-term climate strategy.

At present, Systemair does not use an internal carbon price as a tool in business management or assessing investments. However, potential reductions in emissions are taken into account in assessing investments and other major decisions that may affect Systemair's emissions. Systemair does not rule out introducing an internal carbon price in the future.



## Pollution

### [ESRS E2]

#### Material impacts, risks and opportunities related to environmental pollution

##### [E2 IRO-1]

As part of the double materiality assessment (DMA), Systemair conducted an analysis of its facilities and business activities. During the process, it was concluded that environmental pollution does not have a material impact within the Company's own operations. Systemair has worked responsibly, and will continue to do so, on managing and minimising its environmental impact, and on meeting the requirements of major environmental laws and regulations to which the Company is subject.

It has also been identified that poorer indoor air, as a result of increasing air pollution, represents an important business opportunity downstream in the value chain, since demand for products that improve the quality of indoor air is expected to increase. In addition to the business opportunity, better indoor air has a considerably positive impact on human health and well-being.

Upstream in the value chain, it has been determined that environmental pollution is generally a material issue, especially in view of the fact that the production of steel and electronics can have material environmental impacts. On that basis, Systemair has found it material and will continue to work on control of suppliers and working together to manage the environmental impact linked to environmental pollution.

#### Policies related to environmental pollution

##### [E2-1]

Systemair has a Group-wide Responsible Sourcing Policy that also includes the Systemair Supplier Code of Conduct, which addresses management of environmental pollution upstream in the value chain. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management. Systemair's largest, and all new, suppliers are required to approve Systemair's Code of Conduct to

qualify as suppliers, and to confirm that they comply with relevant environmental legislation such as the REACH regulation.

The Supplier Code of Conduct specifies that it is the supplier's responsibility to identify environmental impacts and, in turn, to minimise potential negative impacts on society, the environment and natural resources, while protecting public health and safety. Key environmental aspects covered by the Code are:

- That all environmental permits and reporting requirements are met and properly managed.
- That preventive action is taken to minimise or eliminate environmental pollution.
- That hazardous substances and hazardous waste are managed safely and correctly and that efforts are made to minimise or eliminate the use of hazardous substances.
- That solid waste is dealt with systematically in order to manage it properly, to analyse how to reduce it and to ensure that the correct waste management method is used.
- That any air pollutants are identified and monitored in order to minimise or – if possible – eliminate them, and to ensure that any emissions comply with applicable environmental laws.
- That with any material restrictions as per legal or customer requirements regarding the prohibition of specific substances are complied with.
- That water is managed responsibly, that consumption is measured, that water use is minimised where possible and that any contaminated water is managed properly to ensure that contaminated water is not discharged.

Systemair works responsibly on environmental pollution issues in its own operations, even if this is not considered material enough to require reporting. Systemair has three Group-wide policies that refer to important aspects of environmental pollution in the Company's own operations: The Code of







Conduct, Environmental Policy and Sustainable Product Policy. The policies are available on [group.systemair.com](http://group.systemair.com) and in Systemair's management system.

### Systemair's Code of Conduct

The Group's Code of Conduct has a section on the environment and climate, and how as a company Systemair should act to reduce its impact on the environment. Specifically, the following issues are addressed:

- Systemair abides by applicable laws and regulations regarding its operations and products to ensure environmental compliance.
- Systemair takes a precautionary approach to environmental issues and makes sure to assess the impact of business decisions.
- Systemair is aware of the environmental and climate impact of its operations and makes sure to integrate and evaluate relevant aspects in business planning and decision-making.
- Systemair chooses environmentally friendly technologies to minimise waste, emissions and pollutants.

### Environmental Policy

The Group's Environmental Policy addresses issues related to environmental pollution. The areas covered are:

- Requirement to have an environmental management system in place.

- Measuring and monitoring waste to ensure proper management and to reduce it where possible. Specifically, the amount of waste sent to landfill or incineration should be minimised and, where possible, eliminated.
- Measuring and reducing hazardous waste, replacing hazardous substances with other alternatives where possible.
- Handling chemicals correctly to avoid causing environmental pollution.
- Managing water responsibly, and in particular in areas with a medium-to-high level of water stress.
- Complying with local environmental legislation.

The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.

### Sustainable Product Policy

Systemair has a Group-wide policy on how sustainability aspects are to be taken into account in the product development process. Development of a product's circularity and resource efficiency must not be at the expense of increased environmental pollution, and any hazardous substances must be minimised and, where possible, eliminated. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.





Actions related to environmental pollution

[E2-2]

Systemair ensures supplier commitments to responsible management of environmental pollution by requiring Systemair's largest, and new, suppliers to confirm their compliance with the Systemair's Supplier Code of Conduct. All of Systemair's largest suppliers confirmed their compliance with the Supplier Code for 2024/25.

Percentage of new suppliers who confirmed the Supplier Code of Conduct	2024/25	2023/24	2022/23
Environmental criteria	97%	97%	95%
Social criteria	97%	97%	95%

GRI 308-1 & 414-1

Systemair also conducts annual on-site audits of suppliers; 21 audits were conducted in 2024/25. The audit process includes a section on environmental issues for responsible and correct environmental management. Selection of suppliers for site visits each year is based on business volume and whether there are any needs for improvement. During the year, implementation of new processes and systems for supplier control and monitoring continued. Systemair's central purchasing function is responsible for ensuring that adequate processes are in place for control of Systemair's suppliers, and that necessary training is provided to local purchasing personnel, including training to audit local suppliers.

Targets related to environmental pollution

[E2-3]

Systemair aims to have its largest, and all new suppliers, confirm compliance with Systemair's Supplier Code of Conduct. Additional targets may need to be set for better measurement and monitoring of environmental pollution in the supply chain.

The goal for Systemair's own operations is for all manufacturing operations to be ISO 14001 certified by no later than 2030/31, other than acquisitions made in 2027 or later. In 2024/25, 58 percent of Systemair's manufacturing operations are ISO 14001 certified. During the year, two of Systemair's manufacturing facilities obtained the certification.

Resource use and circular economy

[ESRS E5]

Material impacts, risks and opportunities related to resource use and circular economy

[E5 IRO-1]

Within the framework of its double materiality assessment (DMA), Systemair conducted an analysis of the Company's facilities and business activities. The conclusion from the analysis is that resource use and circular economy is a key area to Systemair. Waste was assessed as material only in terms of the Company's own operations, based on Systemair's ability to control and reduce the negative impact of waste on the environment.

The circular economy is a long-term trend identified in the construction industry and is also evident in several other industries, especially where some form of manufacturing is involved. To Systemair, this represents above all a business opportunity, through a gradual increase in the share of products and an offering overall that support a transition to a more circular economy.

Policies related to resource use and circular economy

[E5-1]

Systemair has Group-wide policies in place covering important aspects in terms of resource use and circular economy: Environmental Policy and Sustainable Product Policy. The policies are available on [group.systemair.com](http://group.systemair.com) and in Systemair's management system.

Environmental Policy

The policy addresses issues regarding input materials, production processes and waste, in order to improve resource utilisation and increase circularity. As regards waste, the following aspects are addressed:

- Requirement to have an environmental management system in place.
- Measuring and monitoring waste to ensure proper management and to reduce it where possible. Specifically, the amount of waste sent to landfill or incineration should be minimised and, where possible, eliminated.
- Measuring and reducing hazardous waste, replacing hazardous substances with other alternatives where possible.
- Complying with local environmental legislation.

The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.

Sustainable Product Policy

Systemair has a Group-wide policy on how sustainability aspects are to be taken into account in the product development process. The issues concerning resource use and the circular economy are choice of materials in the design phase and the requirement that design of the product should take into account the production process, in order to minimise waste and energy demand in manufacturing. Design and technology affecting the product's service life and ease of maintenance are assessed to increase the service life, if possible, and to enable any worn-out components to be easily replaced to keep the product working. When the product is finally worn out and reaches the end of its life, it should be easy to dismantle it so that components and materials can be properly disposed of and to enable them to be reused or recovered or recycled. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.



Actions related to resource use and circular economy

[E5-2]

Systemair designs products from a life cycle perspective and monitors developments in the various requirements and recommendations that apply to development of sustainable products. A life cycle approach means taking into account the whole life of the product through its value chain, including environmental and climate issues. For example, by simplifying maintenance of the product to make a longer service life possible.

Important drivers in product development are market expectations and the need to satisfy the requirements of directives and regulations. Systemair is strongly involved in the development of Ecodesign (ESPR), with a focus on developing competence in issues such as circularity and upcoming requirements regarding a product's environmental and climate footprint from a life cycle perspective. Systemair has also played an active role in industry organisations and standardisation bodies to drive the development of requirements and standards aimed at bringing about higher resource efficiency, such as the standardisation of how an EPD should be structured.

During the year, the development of work on LCA and EPD continued, in order to ensure that the existing process and the system support function effectively and to ensure that data quality gradually improves to provide a more accurate picture of a product's carbon footprint. At year-end 2024/25, 98 EPDs had been produced and approved.

Sales of upgrade projects, where components rather than the whole product are replaced, increased during the year. Most of Systemair's products are fixed installations, and offering the possibility to upgrade already installed equipment reduces the burden on the environment, as individual components and controls can be replaced rather than the entire ventilation installation. This will extend the life and increase the energy efficiency of the existing installation and ensure that the components replaced are properly disposed of.

Systemair focuses continuously on reducing the volume of waste generated in its own operations through more efficient use of materials. Another factor affecting the environmental footprint of a product is scrap from production. At several of Systemair's facilities, investments have been made in coil forming machines with sheet metal on rolls, instead of using sheet metal. This has reduced the volume of material used by an average of 12 percent. In addition to reducing scrap, we sort and recover waste from production. Systemair also strives to increase the proportion of waste that is recycled or reused, rather than disposed of through landfill or other disposal methods.

Targets related to resource reuse and circular economy

[E5-3]

Systemair aims to increase the number of environmental declarations in the form of EPDs for products. The outcome for 2024/25 was 98. More specific targets are under investigation to better measure and monitor resource use and circularity in Systemair products.

As regards waste, Systemair's overall aim is to reduce the volume relative to production volume, as is part of Systemair's continuous improvement programme. Along with its waste reduction target, Systemair has set a target to increase to 90 percent the share of waste from its own operations that is diverted from disposal (e.g. through reuse, recycling or other recovery) by no later than 2030/31. In 2024/25, the share was 83 percent. The target applies to the higher levels of the waste hierarchy: reuse, recycling and other recovery. The targets set by Systemair are voluntary and not statutory.

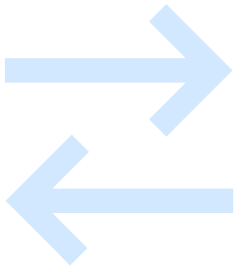
Resource inflows

[E5-4]

Systemair's main material inputs consist of various steel and other sheet metal, electric motors and electronic components. These materials are considered to have the greatest environmental impact. Systemair annually compiles the weight of purchased metal, representing the major share of the total weight purchased.

Purchased metal	2024/25		2023/24		2022/23	
	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total
Steel	33,080	83.8%	27,989	83.3%	32,482	86.3%
Aluminium	4,887	12.4%	3,438	10.2%	4,219	11.2%
Other metal	1,526	3.9%	2,179	6.5%	958	2.5%
Total	39,493	100.0%	33,606	100.0%	37,659	100.0%

Systemair is in the process of developing the ability to summarise the weight of the entire material input broken down into relevant categories such as the proportion of recycled material.





## Resource outflows

### [E5-5]

Systemair's main material outputs consist of manufactured products – such as air handling units, fans and other ventilation, heating and cooling equipment – plus waste generated in the manufacturing process. This waste mainly consists of scrap metal that goes to recycling, but also includes other materials such as plastic and cardboard.

Systemair is increasingly focusing on developing products with higher resource efficiency and circularity. This includes developing the products reparability, service life and recyclability.

The waste generated in Systemair's operations consists mainly of metals, such as steel alloys and aluminium, as well as packaging materials such as cardboard and plastics. Detailed data from subsidiaries on the composition of waste are not collected. It is estimated that metal accounts for around 85 percent of the weight of the waste generated. The vast majority of this waste is recycled.

Every quarter, Systemair collects data of waste from subsidiaries with manufacturing operations. The data are categorised into hazardous and non-hazardous waste and show how much waste was managed according to different waste management methods. Systemair does not generate radioactive waste.

Waste	2024/25		2023/24		2022/23	
	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total
<b>Waste diverted from disposal, total</b>	<b>10,321</b>	<b>84.7%</b>	<b>10,137</b>	<b>88.7%</b>	<b>12,228</b>	<b>88.3%</b>
Recycling	8,761	71.9%	7,821	68.4%	9,846	71.1%
Reuse	154	1.3%	141	1.2%	60	0.4%
Other recycling operations (including energy recovery)	1,406	11.5%	2,175	19.0%	2,321	16.8%
<b>Total waste diverted for disposal</b>	<b>1,861</b>	<b>15.3%</b>	<b>1,291</b>	<b>11.3%</b>	<b>1,617</b>	<b>11.7%</b>
Landfill	751	6.2%	471	4.1%	563	4.1%
Incineration without energy recovery	73	0.6%	97	0.9%	231	1.7%
Other	1,037	8.5%	723	6.3%	824	5.9%
<b>Total</b>	<b>12,182</b>	<b>100.0%</b>	<b>11,428</b>	<b>100.0%</b>	<b>13,845</b>	<b>100.0%</b>

**GRI 306-3,4 & 5**

Hazardous waste	2024/25		2023/24		2022/23	
	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total
<b>Hazardous waste diverted from disposal, total</b>	<b>47</b>	<b>17.6%</b>	<b>102</b>	<b>44.9%</b>	<b>86</b>	<b>34.9%</b>
Recycling	9	3.4%	10	4.3%	14	5.7%
Reuse	5	2.0%	19	8.3%	33	13.7%
Other recycling operations (including energy recovery)	33	12.2%	73	32.3%	38	15.5%
<b>Hazardous waste diverted for disposal</b>	<b>222</b>	<b>82.4%</b>	<b>124</b>	<b>55.1%</b>	<b>160</b>	<b>65.1%</b>
Landfill	0	0.1%	0	0.0%	7	3.0%
Incineration without energy recovery	37	13.6%	35	15.7%	38	15.3%
Other	185	68.7%	89	39.4%	115	46.8%
<b>Total</b>	<b>270</b>	<b>100.0%</b>	<b>226</b>	<b>100.0%</b>	<b>245</b>	<b>100.0%</b>

**GRI 306-3,4 & 5**

Shares of recycled and non-recycled waste	2024/25		2023/24		2022/23	
	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total	Weight in tonnes	Proportion of total
Recycled and reused	10,369	83.3%	10,239	87.9%	12,314	87.4%
Non-recycled/reused	2,083	16.7%	1,416	12.1%	1,777	12.6%
<b>Total</b>	<b>12,452</b>	<b>100.0%</b>	<b>11,654</b>	<b>100.0%</b>	<b>14,091</b>	<b>100.0%</b>

**GRI 306-3,4 & 5**





Additional environmental information

The environmental aspects that have been assessed as non-material in the double materiality assessment (DMA), remain important to Systemair. Systemair monitors developments in these areas and takes them into account in its sustainability work. Systemair has previously reported on GRI 303-3 for water withdrawals and will continue to do so. GRI 304-1 for biodiversity will also continue to be reported on.

Water  
[GRI 303-3]

Little water is used in Systemair’s production processes. The major share of the water used in operations is for hygiene purposes, such as toilets, showers, cleaning and drinking water. Reporting during the current year also includes an account of water consumption by subsidiaries located in water-stressed areas. To determine whether operations are located in water-stressed areas, we have used the Aqueduct tool, provided by the World Resources Institute.

Water withdrawal in cubic metres	2024/25	2023/24	2022/23
Municipal water	60,362	62,497	62,346
Groundwater from own well	30,911	17,928	16,619
Collected rainwater	339	20	20
Total	91,612	80,445	78,985
Of which in water-stressed areas	45,920	33,962	30,584

Biodiversity  
[GRI 304-1]

Systemair is regarded as having little impact on biodiversity due to the type of manufacturing involved and because it has no production facilities in or near areas classified as environmentally-sensitive according to, for example, Natura 2000. Systemair takes the issue of biodiversity conservation seriously and strives to further develop its in-house approach. Biodiversity is essential to the functioning of the planet’s ecosystems and failure to manage it responsibly is widely recognised as a major threat, going forward. A diverse ecosystem makes important ecosystem services possible,

such as maintenance of clean air and water, pollination of crops, natural pest control and climate regulation.

Systemair’s Sustainable Product Policy includes guidelines to reduce the release of any harmful substances into the environment. The Environmental Policy incorporates the principle that all Systemair production companies must ensure that no harm is done to local biodiversity. Subsidiaries are encourage to actively engage in local initiatives aimed at promoting biodiversity. The establishment of new buildings, areas or operations must be preceded by an assessment of risks to evaluate their potential impact on the environment and biodiversity.





# EU Taxonomy

The EU Taxonomy Regulation is based on six environmental objectives. Systemair reports all its taxonomy-eligible activities within the first environmental objective, climate change mitigation. Of the remaining environmental objectives, Systemair has economic activities within the second environmental objective, Climate change adaptation, and the fourth Circular economy. Systemair's view is that the first environmental objective covers the economic activities concerned that could also be reported under environmental objectives 2 and 4. As Systemair's greatest activity falls within environmental objective 1, and to avoid double reporting, everything is reported within environmental objective 1.

Reporting consists of a number of key performance measures showing how much of the Company's activities both fall within the scope of the taxonomy and meet the requirements of the Taxonomy; they are taxonomy-aligned. These two key performance measures are to be reported in relation to turnover, capital expenditure and operating expenditure. The measures are based on a classification system comprising a list of environmentally sustainable economic activities. At Systemair, this applies mainly to the economic activity 3.5. Manufacture of energy-efficient equipment for buildings. Every economic activity is subject to technical criteria that define what is environmentally sustainable and what is not.

The efficiency of ventilation, heating and cooling plays an important role in a building's energy demand. Fossil sources are widely used to meet this energy demand worldwide, so there is an urgent need to reduce energy supplied. At present, the EU Taxonomy fails to specify criteria for taxonomy-aligned technologies or the like for commercial buildings in particular. It only applies to smaller ventilation units designed for residential use and for heat pump products. As in other sectors and reporting enterprises, the Taxonomy's technical criteria are therefore subject to interpretations to obtain a fair picture of which – in Systemair's case – products make the most important difference in reducing the energy demand of buildings and thus help to limit climate change.

To identify turnover, capital expenditure and operating expenditure, a mapping has been carried out to determine at item level which products both fall within the scope – and

in some cases are also aligned – depending on the technical criteria of the Taxonomy and the interpretations made. The interpretations made are as follows:

- For air handling units not covered by EU regulations, Eurovent Certita Certification is applied. The Eurovent certification is a recognised industry standard and includes an energy rating system similar to the EU energy label. Energy classes A+ and A have been interpreted as meeting the technical criteria.
- In the North American market in particular – where EU regulations and Eurovent certification bear no weight or major market relevance – energy recovery technology has been used in interpreting whether the air handling unit meets the technical criteria. Energy recovery is one of the most important technologies in ventilation in terms of significantly reducing the overall energy use for heating and cooling in buildings. In the case of residential units used in the North American market, the Energy Star certification has been used as an interpretation regarding fulfilment of the technical criteria.
- Other components of a ventilation system subject to airtightness classification, e.g. ventilation ducts. The technical criteria are regarded as fulfilled if the airtightness classification meets the requirements of class C or D specified in the EN 1751 standard. In the case of filters, the ISO 16890 standard and associated energy classes in Eurovent certification have been used as an interpretation in order to assess which filters are taxonomy-eligible. Energy classes A+ and A are interpreted as taxonomy-aligned.

Systemair also sells energy recovery equipment as separate products and those with an EPD (Environmental Product Declaration) are reported under economic activity 3.6. Manufacture of other low-carbon technologies. Under economic activity 7.3. Installation, maintenance and repair of energy-efficient equipment. Systemair has reported the part of its servicing activities that fall within the scope of the Taxonomy and meet the relevant criteria.

To be taxonomy-aligned, not only do the technical criteria have to be satisfied, but the Do No Significant Harm (DNSH) criteria also have to be met as well as the Minimum Safeguards.

## Outcome for 2024/25 and comparison with 2023/24

The outcome for taxonomy-aligned turnover for 2024/25 was 27 percent and for 2023/24 26 percent. The figures for taxonomy-eligible turnover were 42 percent this year and 41 percent last year. The taxonomy-aligned share of capital expenditure increased from 30 percent in 2023/24 to 34 percent in 2024/25; taxonomy-eligible capital expenditure increased from 38 percent to 47 percent. In operational expenditure, the taxonomy-aligned outcome was 30 percent in 2023/24 and 29 percent in 2024/25. In taxonomy-eligible operational expenditure, the outcome was 46 percent and 45 percent respectively in 2024/25.

Taxonomy-aligned turnover increased by 1 percent, mainly due to increased sales of the Topvex air handling unit series, which has Eurovent's energy class A+ and A certification, and increased sales of residential units with the EU's energy label A+ and A during the year compared to the previous year. In the case of capital expenditure, the increase is explained by a higher share of investments in equipment enabling the production of taxonomy-eligible and taxonomy-aligned products and a higher share of investments in economic activities 7.3. The decrease in operating expenditure is explained by the fact that the apportioning of operating expenditure in the subsidiaries in relation to the share of taxonomy-aligned and taxonomy-eligible turnover resulted in an overall lower outcome for the year.

## Accounting policies

The accounts encompass all wholly- or majority-owned Systemair companies. For more information on Systemair's financial reporting, see Note 1 Accounting and valuation policies on page 74.



Economic activities (1)	2024/25		Criteria for substantial contribution							Criteria for "Do No Significant Harm" (DNSH)									
	Code (2)	Sales (3)	Share of sales (4)	Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Circular economy (8)	Pollution (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Circular economy (14)	Pollution (15)	Biodiversity and ecosystems (16)	Minimum safeguards (17)	Proportion of Taxonomy-aligned (A.1.) or eligible (A.2.) sales, year 2023/24 (18)	Category enabling activity (19)	Category transitional activity (20)
		SEK m.	%	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	%	E	T
<b>A. ACTIVITIES ELIGIBLE BY THE TAXONOMY</b>																			
<b>A.1 Environmentally sustainable activities (Taxonomy-aligned)</b>																			
Manufacture of energy efficiency equipment for buildings and manufacture of other low carbon technologies, as well as Installation, maintenance and repair of energy efficiency equipment.	CCM 3.5. 3.6. 7.3.	3 330	27%	Y	N/EL	N/EL	N/EL	N/EL	N/EL		Yes	Yes*	Yes*	Yes	Yes*	Yes	26%	E	
<b>Sales for environmentally sustainable activities (Taxonomy-aligned) (A.1)</b>		3 330	27%	27%	-	-	-	-	-								26%		
Of which enabling activities		3 330	27%	27%	-	-	-	-	-								26%	E	
Of which transitional activities		-	-	-	-	-	-	-	-								-		T
<b>A.2. Activities eligible by the Taxonomy but not environmentally sustainable</b>																			
Manufacture of energy efficiency equipment for buildings and manufacture of other low carbon technologies, as well as Installation, maintenance and repair of energy efficiency equipment.	CCM 3.5. 3.6. 7.3.	1 789	15%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								15%		
<b>Sales for activities eligible by the Taxonomy but not environmentally sustainable (A.2)</b>		1 789	15%	15%	-	-	-	-	-								15%		
<b>Total (A.1+A.2)</b>		5 119	42%	42%	-	-	-	-	-								41%		
<b>B. ACTIVITIES NOT ELIGIBLE BY THE TAXONOMY</b>																			
<b>Sales for activities not eligible by the Taxonomy (B)</b>		7 183	58%																
<b>Total (A+B)</b>		12 301	100%																

\*In category 7.3., (13), (14) and (16) are not applicable to the economic activity.

## Turnover

The turnover reported is based on external net turnover. As regards turnover in economic activities 3.5. and 3.6., reporting is based solely on turnover from products. This means that spare parts and accessories have not been included, with the exception of products with an air tightness classification and Eurovent energy classified filters.

Products that are taxonomy-eligible and those meeting the technical criteria have been analysed at item level in Systemair's central ERP system, as used by the majority of Systemair companies, representing approximately 75 percent of total external turnover. In the remaining companies, products have been identified by experts within each company and based on internal sales recorded in the central ERP system. Activities in 7.3. represent a minor share of total sales. In the absence of sufficiently detailed data the taxonomy-eligible and -aligned shares have been estimated on the basis of the net external turnover for servicing activities relative to the share of taxonomy-eligible and -aligned net external turnover in 3.5. for each company.



## Capital expenditure

Systemair accounts for its capital expenditure under IFRS, and thus in the categories of property, plant and equipment, intangible assets and leases. To assess taxonomy-eligible and -aligned capital expenditure, investments made during the financial year are to be assessed on the basis of whether they can be related to taxonomy-eligible and -aligned products or whether they are covered by economic activities 7.3, 7.4, 7.5 or 7.6.<sup>1</sup>

Based on this definition and amended instructions, each subsidiary has first identified investments made during the year that fall into the categories 7.3., 7.4., 7.5. and 7.6., as they are not related to which products are sold. After these capital expenditure items have been recognised separately, the remaining investments have been assessed as to what extent they can be related either to taxonomy-eligible products or to taxonomy-aligned products. In the case of leases, the breakdown of taxonomy-eligible turnover for each company has, for the purposes of simplification, been used as the calculation key. Account has also been taken of any taxonomy-eligible additions to property, plant and equipment and intangible assets arising from business combinations. Goodwill has not been included as it does not fall within the scope of IAS 38, which establishes the definition for intangible assets in the taxonomy.

<sup>1</sup> According to Annex 1 of the Taxonomy Regulation: 7.3. Installation, maintenance and repair of energy-efficient equipment; 7.4. Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces associated with buildings); 7.5. Installation, maintenance and repair of instruments and equipment for measuring, regulating and monitoring the energy performance of buildings; 7.6. Installation, maintenance and repair of renewable energy technology.

		2024/25		Criteria for substantial contribution							Criteria for "Do No Significant Harm" (DNSH)									
		Code (2)	Capital expenditure (3)	Share of capital expenditure (4)	Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Circular economy (8)	Pollution (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Circular economy (14)	Pollution (15)	Biodiversity and ecosystems (16)	Minimum safeguards (17)	Proportion of Taxonomy-aligned (A.1.) or eligible (A.2.) capital expenditure, year 2023/24 (18)	Category enabling activity (19)	Category transitional activity (20)
Economic activities (1)			SEK m.	%	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	%	E	T
<b>A. ACTIVITIES ELIGIBLE BY THE TAXONOMY</b>																				
<b>A.1 Environmentally sustainable activities (Taxonomy-aligned)</b>																				
Manufacture of energy efficiency equipment for buildings and manufacture of other low carbon technologies  Capital expenditure related to economic activities 7.3., 7.4., 7.5., 7.6.  <b>Capital expenditure for environmentally sustainable (Taxonomy-aligned) activities (A.1)</b>  Of which enabling activities  Of which transitional activities	CCM 3.5. 3.6.	224	32%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	N/EL		Yes	Yes	Yes	Yes	Yes	Yes	29%	E	
	CCM 7.3. 7.4. 7.5. 7.6.	16	2%	Y	N/EL	N/EL	N/EL	N/EL	N/EL	N/EL		Yes	N/A	N/A	Yes**	N/A	Yes	1%	E	
		240	34%	34%	-	-	-	-	-	-								30%		
		240	34%	34%	-	-	-	-	-	-								30%	E	
		-	-	-	-	-	-	-	-	-								-		T
<b>A.2. Activities eligible by the Taxonomy but not environmentally sustainable</b>																				
Manufacture of energy efficiency equipment for buildings and manufacture of other low carbon technologies  Capital expenditure related to economic activities 7.3., 7.4., 7.5., 7.6.  <b>Capital expenditure for activities that are eligible by the Taxonomy but are not environmentally sustainable (A.2)</b>  <b>Total (A.1+A.2)</b>	CCM 3.5. 3.6.	86	12%	EL	N/EL	N/EL	N/EL	N/EL	N/EL	N/EL								7%		
	CCM 7.3. 7.4. 7.5. 7.6.	1	1%	EL	N/EL	N/EL	N/EL	N/EL	N/EL	N/EL								1%		
		87	13%	13%														8%		
		327	47%	47%														38%		
<b>B. ACTIVITIES NOT ELIGIBLE BY THE TAXONOMY</b>																				
<b>Capital expenditure for activities not eligible by the Taxonomy (B)</b>			373	53%																
<b>Total (A+B)</b>			700	100%																

\*\*Only applies to 7.3. which is assessed as "Yes", as no investment in the economic activity related to building insulation.





## Operating expenditure

According to the Taxonomy's definition of operating expenditure, this includes direct expenditure related to research and development, building renovation, short-term leases, maintenance and repair, as well as all other direct expenditure relating to the day-to-day maintenance of property, plant and equipment performed by the undertaking or third party contracted for this purpose and necessary to ensure the continuous and efficient functioning of these assets. This definition represents the total basis for calculating the taxonomy-eligible and -aligned operating expenditure. Each company has identified and reported its total operating expenditure base, on the basis of the Taxonomy definition and adapted instructions. In view of a lack of sufficiently detailed information to determine the taxonomy-eligible and -aligned operating expenses, the breakdown of taxonomy-eligible and -aligned turnover for each company has been used as a calculation key.

Economic activities (1)	Code (2)	2024/25 Criteria for substantial contribution								Criteria for "Do No Significant Harm" (DNSH)									
		Operating expenditure (3)	Share of operating expenditure (4)	Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Circular economy (8)	Pollution (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Circular economy (14)	Pollution (15)	Biodiversity and ecosystems (16)	Minimum safeguards (17)	Proportion of Taxonomy-aligned (A.1.) or eligible (A.2.) operating expenditure, year 2023/24 (18)	Category enabling activity (19)	Category transitional activity (20)
		SEK m.	%	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Y; N; N/EL"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	"Yes/ No"	%	E	T
<b>A. ACTIVITIES ELIGIBLE BY THE TAXONOMY</b>																			
<b>A.1 Environmentally sustainable activities (Taxonomy-aligned)</b>																			
Manufacture of energy efficiency equipment for buildings and manufacture of other low carbon technologies, as well as Installation, maintenance and repair of energy efficiency equipment.	CCM 3.5. 3.6. 7.3.	48	29%	Y	N/EL	N/EL	N/EL	N/EL	N/EL		Yes	Yes*	Yes*	Yes	Yes*	Yes	30%	E	
Operating expenditure for environmentally sustainable (Taxonomy-aligned) activities (A.1)		48	29%	29%	-	-	-	-	-								30%		
Of which enabling activities		48	29%	29%	-	-	-	-	-								30%	E	
Of which transitional activities		-	-	-	-	-	-	-	-								-		T
<b>A.2. Activities eligible by the Taxonomy but not environmentally sustainable</b>																			
Manufacture of energy efficiency equipment for buildings and manufacture of other low carbon technologies, as well as Installation, maintenance and repair of energy efficiency equipment.	CCM 3.5. 3.6. 7.3.	27	16%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								16%		
Operating expenditure of activities that are eligible by the Taxonomy but not environmentally sustainable (A.2)		27	16%	16%	-	-	-	-	-								16%		
Total (A.1+A.2)		75	45%	45%	-	-	-	-	-								46%		
<b>B. ACTIVITIES NOT ELIGIBLE BY THE TAXONOMY</b>																			
Operating expenditure for activities not eligible by the Taxonomy (B)		90	55%																
Total (A+B)		165	100%																

\*In category 7.3., (13), (14) and (16) are not applicable to the economic activity.



## Criteria for “Do No Significant Harm” (DNSH)

To be classified as taxonomy-aligned, not only does the economic activity have to meet the technical criteria, it must also not cause significant harm in the other environmental areas included in the Taxonomy. Because Systemair only reports in Environmental area 1, areas 2 to 6 are presented below.

### 2. Climate change adaptation (12)

In order not to cause any significant harm, the organisation concerned has to perform an assessment of physical climate risks. Systemair has performed an analysis of climate-related risks in the operations concerned. See page 114 and the Climate risk analysis section.

### 3. Water and marine resources (13)

Systemair's manufacturing mostly does not use any water, and use is in very limited volumes, so it has no significant impact. In the areas with a higher risk of water scarcity where Systemair operates, the analysis of climate-related risks has identified where our business needs to take actions to reduce risk.

### 4. Circular economy (14)

To make it possible to meet the requirements of the circular economy, the Taxonomy has broken it down into four areas.

- The first aims wherever possible to encourage the reuse of materials, or the use of materials made from recycled materials. In design and product development, Systemair has a step-by-step policy to make products more sustainable. This includes challenging material selection for higher resource efficiency and a lower carbon footprint.
- Secondly, Systemair aims wherever possible to design for a longer service life, ease of recycling and simple maintenance. One of the aims of Systemair's design and product development policy is that design should take into account the entire life cycle of the product, a longer service life and simple maintenance; secondly, it should enable the product to be disposed of in the best possible way at the end of its life.
- The third aim is wherever possible to manage waste sustainably during the manufacturing process. Systemair has an environmental policy that is mandatory for all manufacturing facilities. The policy states that waste should be handled responsibly and that what can be recycled should be recycled.
- The fourth aim is wherever possible to maintain information and traceability regarding harmful substances through the life cycle of products manufactured. Systemair focuses continuously on monitoring to minimise the risk of any harmful substance being present in our products.





## 5. Pollution (15)

Systemair has processes in place and works continuously on monitoring the substances that are harmful as per EU directives and current regulations. Systemair does not consider that any significant harm is caused by any economic activity interpreted as taxonomy-aligned.

## 6. Biodiversity and ecosystems (16)

Systemair complies with the local environmental laws and regulations that apply, in order to utilise new land and obtain approval from government agencies for establishing activities on the land. None of Systemair's manufacturing facilities are located in or near a nature conservation area.

## Minimum safeguards (17)

To be classified as taxonomy-aligned, the economic activity must not only meet the technical criteria, it must also comply with the minimum safeguards. These are currently categorised into four areas, as described below:

→ **Human rights** – Systemair supports the 10 principles of the UN Global Compact on human rights, labour, environment and anti-corruption. The 10 principles, along with

the OECD Guidelines for Multinational Enterprises (MNE), the UN Guiding Principles on Business and Human Rights and the ILO's eight fundamental conventions, form an important basis for what Systemair commits to upholding through responsible business conduct. This is incorporated into the Systemair Code of Conduct.

- **Corruption** – Systemair operates a policy of zero tolerance of corruption. It also has a dedicated anti-corruption policy. For more on our anti-corruption work, see page 142.
- **Tax** – Systemair seeks to pay the right tax in the right country in accordance with the relevant laws and regulations of the country concerned. All cross-border transactions between Group entities shall be conducted in accordance with the arm's length principle as defined in the OECD Transfer Pricing Guidelines and in accordance with local transfer pricing rules and regulations. Systemair has a dedicated tax policy, see page 143.
- **Anti-competitive activities** – Systemair complies with each country's legislation on cartels and competition. Systemair does not engage in anti-competitive activities. This is incorporated into the Systemair Code of Conduct.





Nuclear and fossil gas related activities

Nuclear energy related activities	
1. The undertaking carries out, funds or has exposures to research, development, demonstration and deployment of innovative electricity generation facilities that produce energy from nuclear processes with minimal waste from the fuel cycle.	No
2. The undertaking carries out, funds or has exposures to construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production, as well as their safety upgrades, using best available technologies.	No
3. The undertaking carries out, funds or has exposures to safe operation of existing nuclear installations that generate electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production from nuclear energy, as well as their safety upgrades.	No
Fossil gas related activities	
4. The undertaking carries out, funds or has exposures to construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels.	No
5. The undertaking carries out, funds or has exposures to construction, refurbishment and operation of combined heat/cooling and power generation facilities using fossil gaseous fuels.	No
6. The undertaking carries out, funds or has exposures to construction, refurbishment and operation of heat generation facilities that produce heat/cooling using fossil gaseous fuels.	No







# Social information

## Own workforce

### [ESRS S1]

To assure Systemair's long-term success, it is important to be able to attract, develop and retain competent employees. Systemair continuously strives to be an attractive employer. Safety is the top priority in the Company's workplaces, and Systemair actively promotes the importance of diversity and an inclusive culture. No-one should have to go to their workplace concerned about their physical or mental health. Systemair does not tolerate violence, threats, harassment, bullying and similar abuses of employees.

Systemair has a long history of responsible business conduct and assumes its social responsibilities in the locations where it operates. Good external relations are crucial to Systemair's long-term success and the Company endeavours to understand the local communities in which it operates. Systemair is actively engaged in community activities that contribute to the development of the local community, to favour local businesses and to support schools and education. Systemair always complies with the laws of the country concerned and business decisions are taken in the best interests of the Company, the environment and our employees.

## Material impacts, risks and opportunities related to its own workforce

### [S1 SBM-3]

Based on the double materiality assessment, Systemair has identified the people impact, and the risks and opportunities related to its own workforce. The main issues are described in the areas below.

### A modern and safe work environment

In Systemair's manufacturing facilities and warehouses, accidents occur that lead to injuries; in the long term, the ambition is for no accidents and injuries to occur. In the Company's day-to-day operations, systematic approaches to safety and health are used to proactively prevent injuries, especially those leading to sickness absence. Sharing knowledge about accidents, near-accidents and risks in the common reporting system helps prevent incidents.

### Performance and employee development

Systemair's success over 50 years has been based on strong values and giving employees the freedom to develop and grow with the Company. The ability to attract and retain the right personnel is a strategic issue to any prosperous enterprise, and to the ability to maintain a competitive pace of development. Systemair works continuously on being an attractive employer, for example by delivering education and training in leadership. The sustainable transition is a business opportunity to Systemair that may both contribute to long-term growth and provide new development opportunities for employees.

### Diversity and equal opportunity

As a global enterprise, we regard diversity as an asset in our operations and in our business dealings and projects around the world. At Systemair, everyone should feel welcome, whatever their background. What counts is knowledge, experience and performance in the individual's role and no discrimination based on sexual orientation, gender, age, ethnicity or religion is allowed. All employees will be treated with respect, and no employee will be subject to bullying or abusive treatment.

### Human rights and labour law

Systemair stands up for fundamental rights and endeavours to ensure that no violations of human rights occur. This is done partly through training and communication of the Company's Code of Conduct and partly by following the OECD Guidelines for Multinational Enterprises and other recognised international standards.

In countries where there is generally a higher risk of rights violations, Systemair has developed a due diligence process to structurally analyse and limit the risk of violating human rights or breaching labour laws. Systemair has manufacturing operations in countries where there is a higher risk of forced labour (Saudi Arabia, India, Türkiye, Malaysia) and child labour (India, Türkiye).

### Policies related to own workforce

#### [S1-1]

Systemair's relationship with its employees is governed by a number of Group-wide policies: The Code of Conduct, Health & Safety Policy and Diversity & Inclusion Policy. The policies are available on [group.systemair.com](http://group.systemair.com) and in Systemair's management system.

### Systemair's Code of Conduct

The Group's Code of Conduct lays down guidelines on how Systemair and employees should act in the workplace. The Code of Conduct is based on international frameworks; the UN Global Compact's 10 principles on human rights, labour, environment and anti-corruption, which build on the OECD Guidelines for Multinational Enterprises (MNE), the UN Guiding Principles on Business and Human Rights and the ILO's eight fundamental conventions. The Code of Conduct applies to all legal entities and employees of the Group. It is subject to annual approval by the Systemair Board of Directors.

With regard to the Company's own workforce, the Code of Conduct specifically states the following:

- To always respect the UN Universal Declaration of Human Rights and make sure not to be complicit in human rights violations.
- Systemair does not accept child labour or forced labour in its own operations.
- No employee should be treated differently or unfavourably in connection with employment or duties because of age, ethnicity, nationality, gender, religion, sexual preference or disability.
- All employees in a managerial position must exercise their leadership from a position of objectivity and free from bias.





- Violence or threats of violence in the workplace, harassment, bullying or similar victimisation of employees will not be tolerated. This also applies during business-related travel and business entertainment.
- High focus maintained on health and safety in the workplace with a systematic approach to reduce work-related injuries.
- Systemair employees must not distribute, possess, use or work under the influence of drugs or alcohol at any Systemair workplace.
- Systemair is to respect the right to freedom of association and the effective recognition of the right to collective bargaining, in accordance with national law.

Systemair has a due diligence process in place governing its own activities. The process is based on the OECD's six-step process for identifying, preventing, mitigating and accounting for how actual and potential negative impacts on the Company's own workforce is to be managed.

The whistleblower function is described in the Code of Conduct. This function allows employees and external stakeholders to report suspected irregularities anonymously and without fear of retaliation, with a fair investigation to be undertaken by a third party. Cases are reported to Systemair's Audit Committee, part of Systemair's Board of Directors.

### Health and Safety Policy

The Group's Health and Safety Policy sets out Systemair's commitment to providing safe and healthy working conditions to prevent work-related injuries and ill health. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.

### Diversity and Inclusion Policy

The Diversity and Inclusion Policy aims to promote equality and diversity as part of the Company's striving for equal opportunities and fair working conditions regardless of gender, age, ethnicity, nationality, disability, religion, sexual orientation. The policy applies to all subsidiaries and employees in the Group and has been approved by the Chief Executive Officer.

## Engagement with and feedback from employees [S1-2 & S1-3]

Systemair's engagement with employees and their representatives is conducted via several communication channels. Systemair's values are communicated to employees in their local language, along with the Group's Code of Conduct, where possible. Information is shared with employees through meetings, reports and other internal communication platforms.

Annual development and performance reviews are conducted by managers. These are two-way discussions in which employees can both give and receive feedback. Employees are encouraged to maintain an open dialogue with direct managers. In addition, employees can always have regular contact with their trade union representative, where a trade union representative has been appointed. Safety rounds are conducted at production facilities to create dialogue on workplace safety and ergonomics. Systemair uses a web-based information system for reporting and analysing risk observations, near-accidents and occupational injuries. The system extends over the entire process, from reported case and investigation, including risk assessment and cause analysis, to action and follow-up.

Employees are encouraged to report deviations from Systemair's values and policies to their managers or local HR departments, or to escalate the matter to other senior managers. Employees may also report via the whistleblower function. In the event of deviations from Systemair's values and policies, appropriate action is taken. Actions vary according to the nature and severity of the case. They are handled within the business or, if necessary, escalated within the organisation.

## Actions related to own workforce [S1-4]

Systemair implements measures within the organisation on an ongoing basis to mitigate negative effects on the Company's own workforce and develop positive effects where possible. At Systemair, maintaining good working conditions and safe workplaces is the top priority in order to reduce injuries with negative impact on the workforce. Each production subsidiary draws up an annual plan to improve its health and safety performance, including targets for improvement, key activities and how it will be monitored.

Systemair operates in a male-dominated industry and action is needed to increase the number of women in the Company. In Systemair's recruitment process, diversity and equality are emphasised as a strength. Knowledge, experience and skills should be the decisive factors in selection of the right candidate. Greater diversity leads to a more dynamic and stimulating work environment, creating positive impact on the workforce.

High personnel turnover may have negative impact on the workforce. When employees leave the Company, exit interviews are held, when relevant, to better understand the reason and to design actions to minimise the risk of important skills, knowledge and experience leaving the Company.

## Targets related to own workforce [S1-5]

Systemair sees its own workforce as an important element of the Company's competitiveness and strives actively to remain an attractive employer and to offer an increasingly sustainable workplace. Three targets have been set, based on relevance to Systemair's own workforce and adopted by Systemair's Group Management:

- **Workplace safety** – Reduce injuries leading to sickness absence by no less than 15 percent per year
- **Skills and employee development** – Personnel turnover in line with industry average
- **Equal opportunities and an inclusive culture** – No less than 25 percent female leaders by 2025/26

Systemair's subsidiaries are responsible for following up on the targets and maintaining a dialogue with employees about them. Activities and plans for how to improve performance are set by the subsidiaries. The targets for work-related injuries and female leaders are followed up quarterly and outcomes for the targets are communicated via Systemair's interim reports and internally to management and local management. Personnel turnover is monitored annually.



## Characteristics of the Undertaking's Employees

### [S1-6]

Systemair reports the number of people employed, not in full-time equivalents (FTEs). The figures reported show the status at the end of each reporting period. For more on employees by country and by gender see Note 11 on page 82; this statement shows the number of employees as full-time equivalents (FTEs).

Number of employees, by region and type of employment	Nordic region			Western Europe			North America			Eastern Europe and CIS			Middle East, Asia, Australia and Africa		
	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23
Permanent employment (indefinite-term, part-time and probationary employment)	1,036	1,037	1,057	2,046	2,087	2,116	550	572	550	1,452	1,398	1,497	1,520	1,454	1,275
Fixed-term employment	43	10	39	31	38	44	11	0	0	64	19	31	11	0	0
<b>Total</b>	<b>1,079</b>	<b>1,047</b>	<b>1,096</b>	<b>2,077</b>	<b>2,125</b>	<b>2,160</b>	<b>561</b>	<b>572</b>	<b>550</b>	<b>1,516</b>	<b>1,417</b>	<b>1,528</b>	<b>1,531</b>	<b>1,454</b>	<b>1,275</b>

GRI 2-7

Total number of employees, by gender* and region	Men			Women			Total		
	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23
Nordic region	805	779	835	274	268	261	1,079	1,047	1,096
Western Europe	1,586	1,649	1,693	491	475	466	2,077	2,125	2,160
North America	344	343	328	217	229	222	561	572	550
Eastern Europe and CIS	1,036	972	1,048	480	445	480	1,516	1,417	1,528
Middle East, Asia, Australia and Africa	1,327	1,253	1,107	204	201	168	1,531	1,454	1,275
<b>Total</b>	<b>5,098</b>	<b>4,996</b>	<b>5,011</b>	<b>1,666</b>	<b>1,618</b>	<b>1,597</b>	<b>6,764</b>	<b>6,615</b>	<b>6,609</b>

GRI 2-8

Number of employees, by gender* and type of employment	Men			Women			Total		
	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23
Full-time	4,499	4,508	4,525	1,455	1,423	1,422	5,954	5,932	5,948
Part-time	487	456	397	163	160	150	650	616	547
Fixed-term employment	112	32	89	48	35	25	160	67	114
<b>Total</b>	<b>5,098</b>	<b>4,996</b>	<b>5,011</b>	<b>1,666</b>	<b>1,618</b>	<b>1,597</b>	<b>6,764</b>	<b>6,615</b>	<b>6,609</b>

New employee hires and personnel turnover by gender*	Men			Women			Total		
	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23
Number of new employees	967	576	845	297	275	300	1,264	851	1,145
New hire turnover	14.3%	8.7%	12.8%	4.4%	4.2%	4.5%	18.7%	12.9%	17.3%
Number of employees leaving the organisation	900	615	795	257	239	261	1,157	854	1,056
Personnel turnover	13.3%	9.3%	12.0%	3.8%	3.6%	3.9%	17.1%	12.9%	16.0%

GRI 401-1

\*In the Western Europe region, there was one employee in 2022/23 and 2023/24 who did not identify as specifically male or female. This person is included in the total number of employees.



	Nordic region			Western Europe			North America			Eastern Europe and CIS			Middle East, Asia, Australia and Africa		
New employee hires and personnel turnover by region	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23
Number of new employees	141	68	176	253	226	192	175	198	195	336	145	258	359	214	324
New hire turnover	2.1%	1.0%	2.7%	3.7%	3.4%	2.9%	2.6%	3.0%	3.0%	5.0%	2.2%	3.9%	5.3%	3.2%	4.9%
Number of employees leaving the organisation	85	88	134	318	229	219	172	208	161	249	235	272	333	94	270
Personnel turnover	1.3%	1.3%	2.0%	4.7%	3.5%	3.3%	2.5%	3.1%	2.4%	3.7%	3.6%	4.1%	4.9%	1.4%	4.1%

New hire turnover is calculated as the number of new employees hired during the year, divided by the total number of employees. Personnel turnover is calculated as the number of employees leaving the organisation during the year, divided by the total number of employees. New hires and personnel turnover for 2023/24 have been adjusted due to incorrect reporting by a subsidiary.

## Data on non-employees in Systemair's own workforce [S1-7]

Non-employees are defined as those who have a contract with Systemair to perform work. Systemair used non-employees both in production and on the administration side. Systemair is in the process of establishing procedures to collect data on this sub-topic at Group level in accordance with ESRS requirements. Every subsidiary complies with national guidelines and laws on the use of non-employees.



## Collective bargaining agreements [S1-8]

Systemair supports Principle 3 of the UN Global Compact: Businesses should protect the freedom of association and the right to collective bargaining. In cases where collective agreements do not exist, Systemair complies with local legislation and the terms of employment are described in employees' employment contracts. Information on significant organisational changes is communicated in good time to employee representatives, or directly to employees whose employment is significantly affected.

Proportion of employees with collective bargaining agreements	2024/25	2023/24	2022/23
Proportion of employees covered by collective bargaining agreements (%)	35	34	34

GRI 2-30

Proportion of employees with collective agreements by EEA country or non-EEA region							
2024/25							
Country/Region	Proportion of employees	Country/Region	Proportion of employees	Country/Region	Proportion of employees	Country/Region	Proportion of employees
Sweden	94%	Greece	100%	Norway	17%	Spain	99%
Belgium	0%	Ireland	0%	Austria	96%	United Kingdom	0%
Bulgaria	0%	Italy	100%	Poland	0%	Czech Republic	0%
Denmark	60%	Croatia	100%	Portugal	0%	Germany	1%
Estonia	0%	Latvia	0%	Romania	0%	Hungary	0%
Finland	14%	Lithuania	0%	Slovakia	0%	Middle East, Asia, Australia and Africa	2%
France	97%	Netherlands	99%	Slovenia	98%	North America	40%





## Diversity at Systemair

### [S1-9]

Systemair's recruitment processes promote diversity and equality. At Systemair, it is important that everyone feels welcome, whatever their background. Recruitment is based on knowledge, experience and skills and no discrimination is allowed on the grounds of sexual orientation, gender, age, ethnicity or religion. Senior management consists of Group Management, supported by a Group Operational Management team. The Board also has a diversity policy, as described on page 48.

Age and gender breakdown of employees	2024/25		2023/24		2022/23	
	Number	% Women	Number	% Women	Number	% Women
<b>Group Management</b>						
30-50 years	0	0%	0	0%	2	0%
Over 50 years	7	14%	6	17%	4	0%
<b>Group Operational Management</b>						
30-50 years	8	25%	9	11%	8	25%
Over 50 years	11	18%	10	30%	8	25%
<b>All employees</b>						
Under 30 years	1,302	20%	1,212	21%	1,206	22%
30-50 years	3,567	25%	3,472	24%	3,459	24%
Over 50 years	1,895	27%	1,931	27%	1,944	26%
<b>Total</b>	<b>6,764</b>	<b>25%</b>	<b>6,615</b>	<b>24%</b>	<b>6,609</b>	<b>24%</b>

GRI 405-1

## Training and skills development

### [S1-13]

Systemair regards employee development and competence development as an important focus area for more inspired, motivated and knowledgeable employees. For this reason, the Company operates an e-learning system, Systemair Academy. This is an educational platform to provide training in several areas. In addition to online training, a number of programmes are conducted locally to improve skills and provide further training.

Training, by gender*	Men			Women			Total		
	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23	2024/25	2023/24	2022/23
Total number of hours	43,163	39,740	38,710	13,359	11,418	14,009	56,522	51,218	59,048
Number of employees	5,097	4,996	5,011	1,666	1,618	1,597	6,764	6,615	6,609
Average number of hours	8.5	8.0	7.7	8.0	7.1	8.8	8.4	7.7	8.9

404-1

The ambition is to offer all employees at least one performance review per year to further promote the development of our employees.

Percentage who have had at least one performance review	2024/25	2023/24	2022/23
Women	62%	59%	52%
Men	67%	60%	53%
<b>All employees</b>	<b>66%</b>	<b>60%</b>	<b>52%</b>

404-3

## Adequate pay and remuneration indicators

### [S1-10 & S1-16]

Systemair complies with current legislation in the countries where it operates, which means that wages are above or are in line with the mandatory minimum wage. Systemair's subsidiaries are responsible for setting adequate pay for employees and for ensuring that equal work results in equal pay. Several of Systemair's operations are covered by national law where a pay survey is mandatory. In subsidiaries where collective bargaining agreements apply, adequate pay is ensured through established processes for transparent and fair treatment. Salaries are based on role and job responsibilities, experience and performance. Systemair operates performance-based bonus schemes as well as long-term share-based incentive schemes for several roles and levels in the Company, as well as for people in key position at the Company. The practice of market-based pension and other benefits is followed in countries where activity supports competitive total remuneration.

Systemair has a decentralised business model with subsidiaries in most parts of the world. It does not have a Group-wide HR system. Systemair is reviewing the possibility of analysing remuneration levels to better determine whether adequate salaries have been set. Note 11 on page 83 provides a breakdown of salaries, other remuneration and social security costs by Parent Company and by market region. Remuneration of the Board of Directors and Group CEO is described on page 82 and in Note 11.

## Social protection

### [S1-11]

Social protection against loss of income due to major life events ensures financial stability during unforeseen problems. This may include government programmes or employer benefits designed to support individuals facing events such as illness, job loss, work injury and acquired disability, parental leave or retirement. The majority of Systemair's employees are in countries providing good social protection programmes. Systemair's subsidiaries have a responsibility to ensure protection in line with national practice in countries where public protection is not adequate.



## Health and safety

### [S1-14]

At Systemair, maintaining good working conditions and safe workplaces is the top priority. No-one should need to worry about their health, either physical or mental, when going to their workplace. Preventing work environment risks requires knowledge. By providing information about accidents, near-accidents and risks that have occurred, new injuries can be prevented in other workplaces. Systemair uses TiA, a web-based information system for reporting and analysing risk observations, near-accidents and occupational injuries. The system extends over the entire process, from reported case and investigation, including risk assessment and cause analysis, to action and follow-up.

Systemair has a vision of zero work-related injuries and has an ongoing target of reducing the number of work-related injuries that lead to sickness absence by 15 percent year-on-year, based on LTIFR. The outcome for this year was -19 percent. LTIFR is the acronym for "Lost time injury frequency rate" and Systemair applies a normalisation factor of 1,000,000 hours.

Employees	2024/25		2023/24		2022/23	
	Number	Frequency (LTIFR)	Number	Frequency (LTIFR)	Number	Frequency (LTIFR)
Work-related injuries	86	7.1	102	8.7	182	14.8
Hours worked	12,155,299		11,706,165		12,299,262	
Fatalities due to work-related illness or injury	0		0		0	
Number of cases of work-related ill-health	14	1.2	10.0	0.9	5.0	0.4

**GRI 403-9 & 403-10**

Non-employees	2024/25		2023/24		2022/23	
	Number	Frequency (LTIFR)	Number	Frequency (LTIFR)	Number	Frequency (LTIFR)
Work-related injuries	2	2.2	3	3.8	6	18.4
Hours worked	901,714		792,991		325,610	
Fatalities due to work-related illness or injury	0		0		0	
Number of cases of work-related ill-health	0	0.0	0	0.0	0.0	0.0

**GRI 403-9 & 403-10**

Systemair reports average sickness absence to obtain a more accurate indication of the health status and well-being of its employees. Sickness absence is calculated by dividing the number of days of sickness absence by the number of working days available. Sickness absence in the Middle East, Asia, Australia and Africa in 2023/24 has been adjusted from 0.9 to 1 percent.

Sickness absence, percent	2024/25	2023/24	2022/23
Nordic region	5.0%	5.1%	5.1%
Western Europe	6.3%	5.8%	6.1%
North America	2.4%	4.1%	4.4%
Eastern Europe and CIS	4.9%	5.1%	5.3%
Middle East, Asia, Australia and Africa	1.4%	1%	1%
<b>Total</b>	<b>4.2%</b>	<b>4.2%</b>	<b>4.6%</b>

## Incidents, complaints and severe human rights impacts

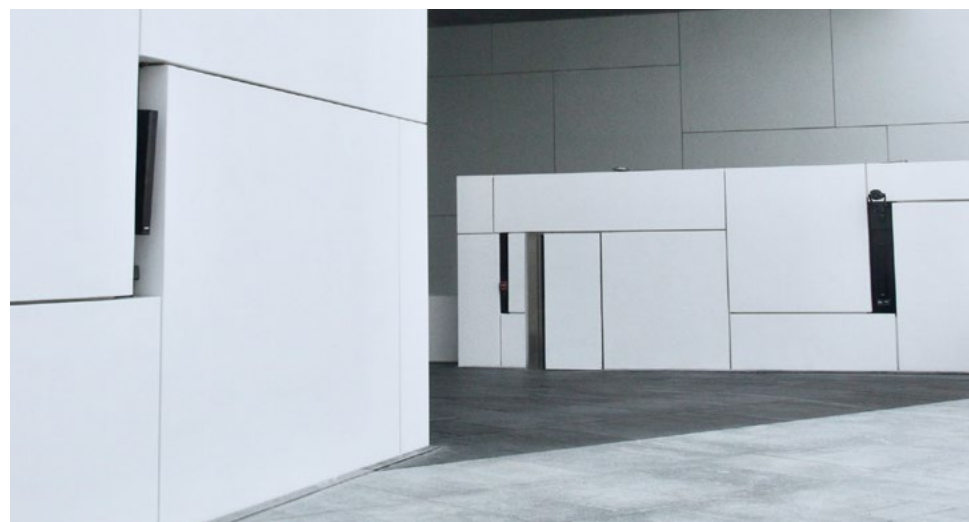
### [S1-17]

Systemair has a policy of zero tolerance of discrimination. Everyone should feel welcome and have the same opportunities irrespective of their background. No victimisation based on the seven grounds for discrimination – gender, gender identity or expression, ethnicity, religion/belief, disability, sexual orientation and age – is permitted. In the past year, four cases of discrimination were reported. Systemair has investigated the cases and taken action.

Incidents of discrimination	2024/25	2023/24	2022/23
Number of cases of discrimination	4	2	3

**GRI 406-1**

No serious impact in violation of human rights has occurred.



## Workers in the value chain

### [ESRS S2]

Systemair is a purchaser of materials, components and services and so has a responsibility for setting requirements for its supply chain. Systemair uses around 6,000 suppliers. Suppliers are assessed and selected on the basis of their ability to deliver on a commercial basis. They are also required to comply with Systemair's Supplier Code of Conduct, with its guidelines on labour rights, health and safety in the workplace, environmental requirements and business ethics.

## Material impacts, risks and opportunities related to value chain workers

### [S2 SBM-3]

Systemair's suppliers are mainly based in Europe and North America, which means that they are usually bound by national laws and regulations that ensure acceptable working conditions. There is always a risk that unethical business practices and human rights violations may occur. Systemair promotes safe working conditions and does not accept forced labour, harassment and other human rights violations.

To manage supply chain risks and take proactive measures, Systemair has a Responsible Sourcing Policy and a supplier portal to systematically gather data to be able to assess supplier performance and risk. Systemair conducts risk assessments and assesses suppliers to identify improvements that suppliers may need to make with regard to their employees. Suppliers of metals and electronic components are regarded as having the greatest impact on value chain workers, above all in the areas of forced labour, child labour and substandard working environment, and as most relevant in the countries where there is a higher risk of human and labour rights violations.

## Policies related to value chain workers

### [S2-1]

Systemair has policies in place for responsible and ethical behaviour in the value chain, with guidelines for suppliers and customers. The policies are available at [group.systemair.com](http://group.systemair.com) and in Systemair's management system.

In 2024/25, no violations against workers in the value chain were identified under the OECD Guidelines for Multinational Enterprises, the UN Guiding Principles on Business and Human Rights and the eight ILO fundamental conventions.

### The Systemair Code of Conduct

Systemair works actively at supplier and customer levels to maintain responsible business conduct, and here the Code of Conduct plays an important role. The Code of Conduct is based on international frameworks; the UN Global Compact's 10 principles on human rights, labour, environment and anti-corruption, which build on the OECD Guidelines for Multinational Enterprises (MNE), the UN Guiding Principles on Business and Human Rights and the ILO's eight fundamental conventions. These frameworks form an important basis for what Systemair is committed to upholding via responsible business conduct. The Code of Conduct applies to all subsidiaries and employees in the Group and has been approved by Systemair's Board of Directors.

With regard to value chain workers, the Code of Conduct specifically states the following:

- ➔ To always respect the UN Universal Declaration of Human Rights and make sure not to be complicit in human rights violations.
- ➔ Systemair does not accept child labour or forced labour at its suppliers.
- ➔ Systemair's suppliers are to be assessed and selected based on their ability to deliver on sound commercial terms and their ability to comply with Systemair's Supplier Code of Conduct. The Supplier Code of Conduct states that working conditions must be safe, that workers are treated with respect and dignity and that business is conducted ethically.
- ➔ Systemair works actively to ensure product safety and to reduce the risk of health and safety hazards (for users as well as installation contractors).

### Responsible Sourcing Policy and the Systemair Supplier Code of Conduct

The policy sets requirements and guidelines as to how Systemair should manage its suppliers in a responsible manner. The policy has been developed to strengthen

Systemair's efforts to exercise adequate control and verification of suppliers, including due diligence work with regard to human and labour rights. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Global Supply Chain, a member of Group Management.

Systemair's Supplier Code of Conduct sets requirements for suppliers to the Company. A supplier portal is used to collect confirmation from the supplier that it complies with the guidelines laid down in the Supplier Code of Conduct. All Systemair's new, and its largest, suppliers must confirm their compliance with the Code. Systemair's Supplier Code of Conduct is adopted from the Responsible Business Alliance (RBA) to ensure accurate and comprehensive content. The RBA Code sets standards to ensure that working conditions in the supply chain are safe, that workers are treated with respect and dignity, and that business activities are environmentally responsible and conducted ethically. The Supplier Code of Conduct also includes requirements for suppliers to have a due diligence process in place regarding purchases of minerals to reasonably ensure that they are sourced in a manner consistent with the OECD Guidelines for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, or an equivalent and recognised due diligence framework.

### Responsible Sales Policy

As a global company, it is of utmost importance for Systemair to act with great integrity and in accordance with common ethical guidelines. Systemair complies with international sanctions and ensures through screening that all business partners do the same. In complying with sanctions, Systemair takes lists from the UN, EU, UK and US into account. Systemair works with people and organisations all over the world, which sets high demands of responsible behaviour in all parts of the organisation.

Systemair's Responsible Sales Policy reflects the Company's core values and serves as a guide in our day-to-day work. It aims to maintain a good reputation among customers, suppliers, employees, shareholders, authorities and the public. The policy provides practical guidance, clarifies responsibilities and reduces risks throughout Systemair. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Vice President Sales, a member of Group Management.



Engagement and actions related to value chain workers

[S2-2, S2-3 & S2-4]

Value chain workers are mainly employed at Systemair’s suppliers. Systemair conducts annual on-site audits of suppliers; 21 were conducted in 2024/25. Selection of suppliers for site visits each year is based on business volume and whether there are any needs for improvement. During the year, implementation of new processes and systems for supplier control and monitoring continued. Systemair’s central purchasing function is responsible for ensuring that adequate processes are in place for control of Systemair’s suppliers, and that necessary training is provided to local purchasing personnel, including training to audit local suppliers.

For a company to be engaged as a Systemair supplier, a self-assessment form must be completed via a supplier portal. The form includes questions on compliance with the Supplier Code of Conduct, financial stability, product insurance and environmental requirements with regard to materials. This provides the key supplier data and confirms that the supplier complies with regulations, certification and standards applying to the intended market. Systemair places a premium on purchasing locally and this also provides a better understanding of and insight into workers’ conditions, including the risks that may be involved, for example, for individuals in vulnerable situations, such as migrants, children, women and ethnic minorities.

Systemair endeavours to minimise risks related to violations of human and labour rights. The due diligence process is based on a risk assessment where the suppliers’ location and share of Systemair’s purchasing costs are taken into account. To assess the level of risk, recognised risk indices are used. The results from the assessments provide input on activities for due diligence. If it is found necessary to take appropriate actions to reduce risk, they are planned, implemented and followed up.

If Systemair is found to have caused or contributed to an adverse impact on human rights or labour rights in the value chain, Systemair will take appropriate actions and work towards a fair resolution and, if necessary, contribute to a full or partial remediation of what has occurred. Plans are established to follow-up the measures taken in order to

determine whether they have had the desired effect. To ensure that information from an employee of a Systemair supplier reaches Systemair, it needs to be obtained through on-site visits, audits or contact with representatives from Systemair. Systemair’s whistleblower service is an additional option for drawing attention to possible irregularities. For more information on the whistleblower service, see page 143.

Targets related to value chain workers [S2-5]

Systemair aims for all large suppliers to have confirmed their compliance with Systemair’s Supplier Code of Conduct. The largest suppliers are selected on the basis of business volume; each year, a review is carried out and an adjustment made to determine which suppliers are our largest. The outcome for 2024/25 is that all of Systemair’s largest suppliers confirmed their compliance with the Supplier Code of Conduct.

Systemair aims to screen all new suppliers to ensure that they live up to the Supplier Code of Conduct. The Supplier Code of Conduct addresses issues such as the environment, work environment and human rights.

Percentage of new suppliers who confirmed the Supplier Code of Conduct	2024/25	2023/24	2022/23
Environmental criteria	97%	97%	95%
Social criteria	97%	97%	95%

GRI 308-1 & 414-1







## Consumers and end-users

### [ESRS S4]

Systemair offers a wide range of ventilation products and also markets products for heating and cooling. The products are installed and used to meet multiple needs where ventilation, heating and cooling are required. People depend on good air for their health and a good indoor climate in general for their well-being. This means that Systemair's products are used close to people and at the same time contain moving parts, such as the fan blades in a fan, and electronics are mostly present in some form. Moving parts may pose a safety risk if they come loose at high speed, and electronics may pose a risk if not properly installed. Providing safe products is a priority at Systemair.

## Material impacts, risks and opportunities related to consumers and end-users

### [S4 SBM-3]

Systemair products are above all installed in buildings, for the most part by installation contractors or other professionals who handle ventilation equipment. End-users are the people who use the buildings as a home, workplace or for other needs. The material risk identified is if a product were to have a quality defect leading to a safety risk, which in turn could have a negative impact on people if the product is damaged. This may lead to a financial impact in the form of fines for product defects and the possibility of legal costs, as well as damage to Systemair's reputation.

## Product safety for consumers and end-users

### [S4-1, S4-2, S4-3, S4-4 & S4-5]

Systemair's Code of Conduct emphasises the importance of good product safety and of striving actively to ensure that products do not cause any health and safety risks. Systemair observes global directives and the laws of each country in complying with product safety regulations. Systemair's Sustainable Product Policy describes the product development process, stating that product safety should always be the highest priority and that there should be no trade-offs with any other aspects of development.

Systemair has a decentralised corporate structure, and product safety issues are dealt with locally within each production and sales company to enable compliance with the various national product safety standards that apply. This means that contact with, for example, installation contractors, customers and end-users takes place via local sales representatives, customer service representatives and the necessary technicians to enable cooperation and guidance in all matters relating to Systemair's products. If a product is found to have a defect that places product safety at risk, an investigation is initiated jointly with the Systemair manufacturing company concerned, or the external manufacturer and supplier of the product, in order to determine the appropriate response to the defect.

Systemair tests and quality assures all its products. Materials purchased are subject to regular quality checks on the components used. Product safety requirements are taken into account at the start of a development project. Use of cross-functional teams make it possible to analyse risks throughout the product life cycle and to mitigate potential risks in advance. Group-wide information systems facilitate information-sharing between companies and functions in the Group to ensure that the latest information is available where needed. Quality, performance and product safety are high priorities at Systemair.

Systemair aims to ensure that no damage occurs as a result of product defects. If a Systemair product has caused damage due to product failure, Systemair will cooperate fully in the investigations and processes necessary to establish the cause and to determine sufficient measures to compensate for and/or remedy the damage as ultimately deemed fair in view of the extent, type and severity of damage. Systemair also maintains comprehensive global product liability insurance cover.





# Business conduct

## [ESRS G1]

Systemair's business shall be conducted in an ethical and responsible manner. As a global enterprise, it is important for Systemair to maintain recognised standards of proper and ethical business. Systemair always complies with the laws of the country concerned and business decisions are made in the best interest of the Company and its employees.

Systemair endeavours to pay the right tax in the right country in accordance with the relevant laws and regulations of the country concerned. All local legislation on cartels and competition is to be respected. Systemair's products and services are to be marketed and sold in a way that is justifiable, both commercially and ethically – that is, based on factors such as quality, price, product safety, delivery reliability and service level. Systemair has a dedicated anti-corruption policy and zero tolerance of corruption; employees are not permitted to demand, offer or accept bribes or other unlawful benefits to retain a customer or close a business deal.

Systemair's fundamental values – prioritise, simplify and trust – shape our corporate culture and serve as a guide in decisions and our day-to-day work, anywhere in the world.

### Role of the Board of Directors with regard to responsible business conduct

#### [G1 GOV-1 & IRO-1]

Systemair's Board of Directors has the overall responsibility for ensuring that Systemair operates in a responsible manner. The role of the Board's Audit Committee is to oversee the Company's internal control and risk management. Group Management is responsible for ensuring that the operational work of the Group meets the necessary standards to maintain a responsible business. A more detailed presentation of the work of the Board, the Audit Committee and Group Management is provided on pages 46–49.

Systemair's Code of Conduct is approved by the Board of Directors and reviewed once a year to ensure its content is relevant and accurate. Group Management is responsible for ensuring overall compliance with the Code. Systemair's central sustainability function is responsible for developing and revising the Code. Local management has operational

responsibility for ensuring compliance with the Code within its organisation. It also has an additional responsibility to promote a culture of compliance with the Code and is obliged to provide training to all employees.

Systemair's Anti-Corruption Policy is supplementary to the Code of Conduct, setting out Group-wide requirements and providing guidance in specific situations where corruption may occur. The policy is subject to approval by Systemair's CEO and is reviewed annually to maintain up-to-date and relevant guidelines on the issue. Group Management has the overall responsibility for ensuring compliance with the policy. The local MD of each subsidiary is responsible for implementing and monitoring compliance in the particular company. Systemair's central sustainability function is responsible for developing and revising the policy.

Specific targets within responsible business conduct:

- **Responsible and ethical business** – All employees must undergo training in the Code of Conduct.
- **Fighting corruption** – Zero incidents of corruption.
- **Responsible supply chain** – All our largest, and new, suppliers have committed to comply with our Supplier Code of Conduct.

### Policies on responsible business conduct and corporate culture

#### [G1-1]

Systemair has policies in place for responsible and ethical business conduct. Policies are available at [group.systemair.com](http://group.systemair.com) and in Systemair's management system.

- **Systemair's Code of Conduct** – Systemair works actively in its own operations and at supplier and customer level to maintain responsible business conduct, and here the Code of Conduct plays an important role. The Code of Conduct is based on international frameworks; the UN Global Compact's 10 principles on human rights, labour, environment and anti-corruption, which build on the OECD Guidelines for Multinational Enterprises (MNE), the

UN Guiding Principles on Business and Human Rights and the ILO's eight fundamental conventions. These frameworks form an important basis for what Systemair is committed to upholding via responsible business conduct. The Code of Conduct applies to all subsidiaries and employees in the Group and has been approved by Systemair's Board of Directors. With regard to ethical business conduct, the Code of Conduct specifically states the following:

- To always comply with the laws and regulations applying in the countries in which Systemair operates.
- To maintain open and objective communication with government agencies and society.
- To ensure accurate accounting records that comply with applicable laws and regulations.
- Not to engage in anti-competitive practices.
- Zero tolerance of corruption in all its forms, including bribery, extortion, fraud and embezzlement.
- All employees must avoid situations where their personal interests conflict with the duties and requirements of their position. Transactions with related persons must be based on the arm's length principle.

- **Anti-Corruption Policy** – Sets out Group-wide requirements and guidance for specific situations where corruption may occur. The policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Chief Executive Officer. Corruption may take several forms, but generally involves offering or receiving something of value with the aim of influencing a decision or action. In order to provide Systemair employees with clear guidelines, the following situations have been specified:

- Bribery
- Agents, third parties and other business representatives
- Facilitating payments
- Gifts and hospitality



- Travel, accommodation and business entertainment expenses
- Political donations
- Charitable contributions and sponsorship

➔ **Tax Policy** – Provides a framework for tax management at Systemair. Systemair shall act in a transparent manner that balances the interests of shareholders with the interests of society. The Company strives to pay the right amount of tax in the right country, in accordance with the applicable laws and regulations of the country in question. Systemair takes a professional approach to its tax expenses and does not engage in aggressive tax planning or artificial and abnormal tax structures in tax havens or other locations designed for tax avoidance. The Tax Policy applies to all subsidiaries and employees in the Group and has been approved by Systemair's Board of Directors. It lays down the principles for tax compliance and accounting, internal pricing and tax risk management. The Tax Policy covers all taxes, including corporation tax, VAT, social security contributions, property tax and customs duties.

➔ **Responsible Sales Policy** – Read more on page 139.

➔ **Responsible Sourcing Policy and the Systemair Supplier Code of Conduct** – Read more on page 139.

Information on the Code of Conduct and policies is provided to employees at induction. Training on the Code of Conduct is conducted annually in the form of a mandatory online training course for all employees. If an employee is unable to complete their online training, the employee's manager is responsible for organising appropriate training based on the content of the Code of Conduct.

### Protection of whistleblowers

Systemair operates a whistleblower system that offers a way of anonymously reporting deviations and inappropriate behaviour. This system provides a channel for employees to make complaints without fear of reprisals. The system is intended to promote a culture of transparency and accountability within the organisation. Reports are received and investigated by an external party to ensure objectivity and impartiality. Cases are then referred to the Audit Committee, which also serves as Systemair's Whistleblower Committee.

Whistleblower cases	2024/25	2023/24	2022/23
Notifications received	13	20	7
Qualifying whistleblower cases	0	0	1
Qualifying cases leading to disciplinary action	0	0	0

### Anti-corruption [G1-3 & G1-4]

Systemair conducts a corruption risk assessment once a year as part of the overall risk management process. Systemair's overall risk management process is based on four steps: identification, assessment, mitigation and monitoring. Systemair is a global enterprise and the risk of incidents is determined by the country of operation, combined with a management judgement. Country risk is based on recognised corruption risk indices. To prevent incidents of corruption, Systemair operates a dedicated anti-corruption training programme that is mandatory for all administrative personnel.

There were no reported cases of corruption at Systemair in 2024/25.

Incidents of corruption	2024/25	2023/24	2022/23
Number of incidents of corruption	0	0	0
Number of incidents in which employees were dismissed or subjected to other disciplinary action for corruption	0	0	0
Number of cases in which contracts with business partners were not renewed due to violations related to corruption	0	0	0

**GRI 205-3**

### Compliance with laws and regulations

Systemair complies with current legislation in the countries where the Company operates. Information collected and reported covers both environmental and socio-economic compliance.

Deviations from laws and regulations	2024/25	2023/24	2022/23
Number of cases	0	1	0
Total monetary value of fines (SEK)	0	182,290	0
Non-monetary sanctions	0	0	0

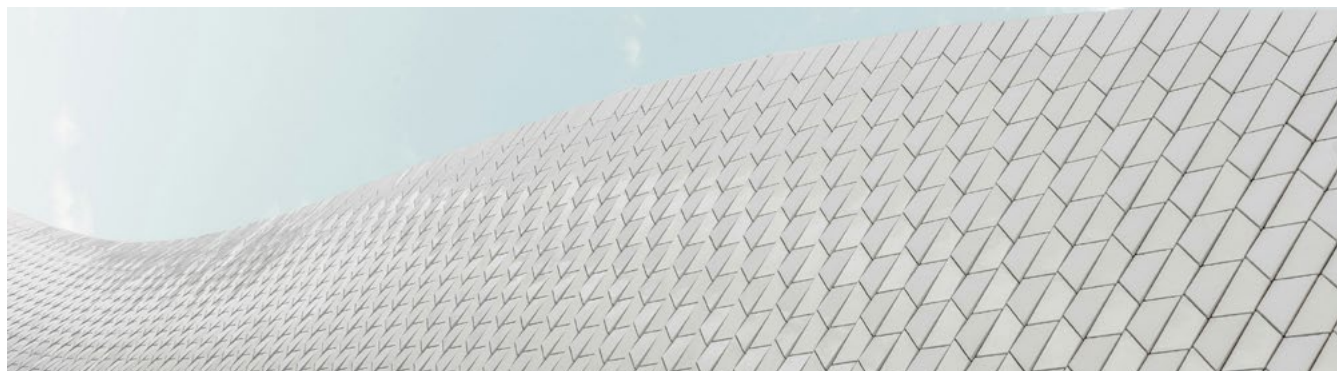
**GRI 2-27**

Systemair is not involved in price cartels or the like, and competes on equal terms. Systemair's Code of Conduct states that the laws of each country must always be complied with and that we are not involved in any anti-competitive activities.

### Legal actions relating to anti-competitive behaviour, anti-trust, and monopoly practices

	2024/25	2023/24	2022/23
Number of cases	0	0	0

**GRI 206-1**





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E5-3	Targets related to resource use and circular economy	123		
E5-4	Resource inflows	123		
E5-5	Resource outflows	124		GRI 306-3,4 & 5





Disclosure requirement	Disclosure	Section, page	Remarks	GRI
<b>ESRS S1 - Employees and non-employee workers</b>				
S1-1	Policies related to own workforce	133-134		
S1-2	Processes for engaging with own workforce and workers' representatives about impacts	134		
S1-3	Processes to remediate negative impacts and channels for own workforce to raise concerns	134		GRI 404-1 & 3
S1-4	Taking action on material impacts on own workforce and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions	134		
S1-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	134		
S1-6	Characteristics of the undertaking's employees	135-136		GRI 2-7, 401-1
S1-7	Characteristics of non-employee workers in the undertaking's own workforce	136		GRI 2-8
S1-8	Collective bargaining coverage and social dialogue	136		GRI 2-30, 405-1
S1-9	Diversity metrics	137		
S1-10	Adequate wages	137		GRI 2-21
S1-11	Social protection	137		
S1-12	Persons with disabilities		Not material	
S1-13	Training and skills development metrics	137		
S1-14	Health and safety metrics	138		GRI 403-9 & 10
S1-15	Work-life balance metrics		Not material	
S1-16	Remuneration metrics (pay gap and total remuneration)	137		GRI 2-21
S1-17	Incidents, complaints and severe human rights impacts	138		GRI 406-1
<b>ESRS S2 - Workers in the value chain</b>				
S2-1	Policies related to value chain workers	139		
S2-2	Processes for engaging with value chain workers about impacts	140		
S2-3	Processes to remediate negative impacts and channels for value chain workers to raise concerns	140		
S2-4	Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those actions	140		
S2-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	140		GRI 414-1
<b>ESRS S4 - Consumers and end-users</b>				
S4-1	Policies related to consumers and end-users	141		
S4-2	Processes for engaging with consumers and end-users about impacts	141		
S4-3	Processes to remediate negative impacts and channels for consumers and end-users to raise concerns	141		
S4-4	Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end-users, and effectiveness of those actions	141		
S4-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	141		
<b>ESRS G1 - Business conduct</b>				
G1-1	Business conduct policies and corporate culture	142-143		GRI 2-23, 2-24, 2-26
G1-2	Management of relationships with suppliers		Not material	
G1-3	Prevention and detection of corruption or bribery	143		GRI 2-27, 205-1 & 3, 206-1
G1-4	Incidents of corruption or bribery	143		GRI 205-1 & 3
G1-5	Political influence and lobbying activities		Not material	
G1-6	Payment practises		Not material	



## Other GRI disclosures

GRI Standard	Disclosure	Section, page	Remarks
<b>GRI 2: General disclosures 2021</b>			
2-1	Organizational details	note 1 pp. 74, note 29 pp. 96-97, note 38 pp.100	
2-5	External assurance	149	Systemair's sustainability report has not been externally audited.
2-10	Nomination and selection of the highest governance body	46-55	
2-11	Chair of the highest governance body	55	
2-15	Conflicts of interest	46-55	
2-16	Communication of critical concerns	50-59, 108	
2-17	Collective knowledge of the highest governance body	50-59, 108	
2-18	Evaluation of the performance of the highest governance body	46-55	
2-19	Remuneration policies	48-50, note 11 pp.82-83, 108	
2-20	Process to determine remuneration	47-50, 108	
2-21	Annual total compensation ratio	82-83	Systemair has not fully determined the compensation ratio in the Group.
2-22	Statement on sustainable development strategy	6-7	
<b>GRI 3: Material topics 2021</b>			
3-3	Management of material topics		Reported throughout the sustainability report.
<b>Specific disclosures – GRI 200: Economic</b>			
<b>GRI 201: Economic Performance 2016</b>			
201-1	Direct economic value generated and distributed	66-106	See financial reports
201-3	Defined benefit plan obligations and other retirement plans	62, note 1 pp.76, note 11 pp. 82-83, note 26 pp.93-95	
201-4	Financial assistance received from government	Note 9 pp. 81	
<b>Specific disclosures – GRI 300: Environmental</b>			
<b>GRI 303: Water and Effluents 2018</b>			
303-3	Water withdrawal	125	
<b>GRI 304: Biodiversity</b>			
304-1	Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside of protected areas	125	None of Systemair's production facilities are located in or near areas protected for biodiversity. Therefore, specific geographic locations for all of Systemair's operations, as well as other site-specific information, are not disclosed.



## Data points related to other EU legislation

Disclosure Requirement	Related datapoint	Reference in Sustainable Finance Disclosure Regulation	Reference in Pillar 3	Reference in Benchmark Regulation	Reference in EU Climate Law	Section: Page reference
ESRS 2 GOV-1	Board's gender diversity paragraph 21 (d)	x		x		108
ESRS 2 GOV-1	Percentage of board members who are independent paragraph 21 (e)			x		108
ESRS 2 GOV-4	Statement on due diligence paragraph 30	x				108-109
ESRS 2 SBM-1	Involvement in activities related to fossil fuel activities paragraph 40 (d) i	x	x	x		Not material
ESRS 2 SBM-1	Involvement in activities related to chemical production paragraph 40 (d) ii	x		x		Not material
ESRS 2 SBM-1	Involvement in activities related to controversial weapons paragraph 40 (d) iii	x		x		Not material
ESRS 2 SBM-1	Involvement in activities related to cultivation and production of tobacco paragraph 40 (d) iv			x		Not material
ESRS E1-1	Transition plan to reach climate neutrality by 2050 paragraph 14				x	114-116
ESRS E1-1	Undertakings excluded from Paris-aligned benchmarks paragraph 16 (g)		x	x		SBTi in accordance with the Paris Agreement. pp.114
ESRS E1-4	GHG emission reduction targets paragraph 34	x	x	x		117
ESRS E1-5	Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors) paragraph 38	x				117
ESRS E1-5	Energy consumption and mix paragraph 37	x				117
ESRS E1-5	Energy intensity associated with activities in high climate impact sectors paragraphs 40 to 43	x				117
ESRS E1-6	Gross Scope 1, 2, 3 and Total GHG emissions paragraph 44	x	x	x		118-119
ESRS E1-6	Gross GHG emissions intensity paragraph 53 to 55	x	x			188
ESRS E1-7	GHG removals and carbon credits paragraph 56				x	119
ESRS E1-9	Exposure of the benchmark portfolio to climate-related physical risks paragraph 66			x		Not disclosed
ESRS E1-9	Disaggregation of monetary amounts by acute and chronic physical risk paragraph 66 (a)		x			Not disclosed
ESRS E1-9	Location of significant assets at material physical risk paragraph 66 (c)		x			Not disclosed
ESRS E1-9	Broken down of the carrying value of its real estate assets by energy efficiency classes paragraph 67 (c)		x			Not disclosed
ESRS E1-9	Degree of exposure of the portfolio to climate-related opportunities paragraph 69			x		Not disclosed
ESRS E2-4	Amount of each pollutant listed in Annex II of the E-PRTR Regulation emitted to air, water and soil, paragraph 28	x				Not material
ESRS E3-1	Water and marine resources paragraph 9	x				Not material
ESRS E3-1	Dedicated policy paragraph 13	x				Not material
ESRS E3-1	Sustainable oceans and seas paragraph 14	x				Not material
ESRS E3-1	Total water recycled and reused paragraph 28 (c)	x				Not material
ESRS E3-1	Total water consumption in m3 per net revenue of own operations paragraph 29	x				Not material
ESRS 2 – IRO 1 – E4 P	paragraph 16 (a)	x				Not material
ESRS 2 – IRO 1 – E4 P	paragraph 16 (b)	x				Not material
ESRS 2 – IRO 1 – E4 P	paragraph 16 (c)	x				Not material
ESRS E4-2	Sustainable land/agriculture practices or policies paragraph 24 (b)	x				Not material



Disclosure Requirement	Related datapoint	Reference in Sustainable Finance Disclosure Regulation	Reference in Pillar 3	Reference in Benchmark Regulation	Reference in EU Climate Law	Section: Page reference
ESRS E4-2	Sustainable oceans/seas practices or policies paragraph 24 (c)	x				Not material
ESRS E4-2	Policies to address deforestation paragraph 24 (d)	x				Not material
ESRS E5-5	Non-recycled waste paragraph 37 (d)	x				124
ESRS E5-5	Hazardous waste and radioactive waste paragraph 39	x				124
ESRS 2 – SBM3 – S1	Risk of incidents of forced labour paragraph 14 (f)	x				133
ESRS 2 – SBM3 – S1	Risk of incidents of child labour paragraph 14 (g)	x				133
ESRS S1-1	Human rights policy commitments paragraph 20	x				133-134
ESRS S1-1	Due diligence policies on issues addressed by the fundamental International Labour Organisation Conventions 1 to 8, paragraph 21			x		133-134
ESRS S1-1	Processes and measures for preventing trafficking in human beings paragraph 22	x				133-134
ESRS S1-1	Workplace accident prevention policy or management system paragraph 23	x				133-134
ESRS S1-3	Grievance/complaints handling mechanisms paragraph 32 (c)	x				134
ESRS S1-14	Number of fatalities and number and rate of work-related accidents paragraph 88 (b) and (c)	x		x		138
ESRS S1-14	Number of days lost to injuries, accidents, fatalities or illness paragraph 88 (e)	x				Not disclosed
ESRS S1-16	Unadjusted gender pay gap paragraph 97 (a)	x		x		Not disclosed
ESRS S1-16	Excessive CEO pay ratio paragraph 97 (b)	x				Not disclosed
ESRS S1-17	Incidents of discrimination paragraph 103 (a)	x				138
ESRS S1-17	Non-respect of UNGPs on Business and Human Rights and OECD guidelines paragraph 104 (a)	x		x		138
ESRS 2- SBM3 – S2	Significant risk of child labour or forced labour in the value chain paragraph 11 (b)	x				139
ESRS S2-1	Human rights policy commitments paragraph 17	x				139
ESRS S2-1	Policies related to value chain workers paragraph 18	x				139
ESRS S2-1	Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines paragraph 19	x		x		139
ESRS S2-1	Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 19			x		139
ESRS S2-4	Human rights issues and incidents connected to its upstream and downstream value chain paragraph 36	x				Not disclosed
ESRS S3-1	Human rights policy commitments paragraph 16	x				Not material
ESRS S3-1	Non-respect of UNGPs on Business and Human Rights, ILO principles or OECD guidelines paragraph 17	x		x		Not material
ESRS S3-4	Human rights issues and incidents paragraph 36	x				Not material
ESRS S4-1	Policies related to consumers and end-users paragraph 16	x		x		Not material
ESRS S4-1	Non-respect of UNGPs on Business and Human Rights and OECD guidelines paragraph 17					Not material
ESRS S4-4	Human rights issues and incidents paragraph 35	x				Not material
ESRS G1-1	United Nations Convention against Corruption paragraph 10 (b)	x				142-143
ESRS G1-1	Protection of whistleblowers paragraph 10 (d)	x				143
ESRS G1-4	Fines for violation of anti-corruption and anti-bribery laws paragraph 24 (a)	x		x		143
ESRS G1-4	Standards of anti-corruption and anti-bribery paragraph 24 (b)	x				143





# Auditor's report on the statutory sustainability report

To the general meeting of the shareholders of Systemair AB (publ),  
corporate identity number 556160-4108

## Engagement and responsibility

It is the Board of Directors who is responsible for the statutory sustainability report for the financial year 2024-05-01 – 2025-04-30 on pages 22–35, 56-58, 107 and 126-132 and that it has been prepared in accordance with the Annual Accounts Act according to the prior wording that was in effect before 1 July 2024.

## The scope of the audit

Our examination has been conducted in accordance with FAR's standard RevR 12 The auditor's opinion regarding the statutory sustainability report. This means that our examination of the statutory sustainability report is different and substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinion.

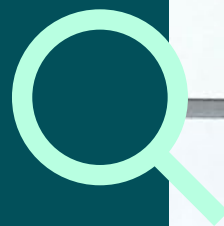
## Opinion

A statutory sustainability report has been prepared.

Stockholm the day of our electronical signature  
Ernst & Young AB

**Johan Holmberg**

Authorized Public Accountant





# Annual General Meeting

The Annual General Meeting (AGM) will be held at 3.00 p.m. on Thursday 28 August 2025 in the Auditorium at Systemair Expo, Skinnskatteberg, Sweden. There will be a tour of the production facility, with product presentations, prior to the meeting. Those wishing to participate should assemble at 1.00 p.m. at Systemair's Expo, Skinnskatteberg.

## Right to attend the AGM and notification of intention to take part

To be entitled to participate in and vote at the AGM, you must be directly registered in the share register maintained by Euroclear Sweden AB on the record day, Wednesday, 20 August 2025, and must notify the Company of your intention to participate no later than Friday, 22 August 2025. If you wish to check that you are directly registered as a shareholder in the share register, please contact your bank.

### Registration should be submitted either via a form at:

[group.systemair.com/registration/](https://group.systemair.com/registration/); by telephone on +46-(0)222 440 00; or by post to Systemair AB, Receptionen, SE-739 30 Skinnskatteberg, Sweden. Applications must include details of name, civic registration number/ corporate registration number, address, telephone number, any assistants (no more than two) and number of shares. Shareholders represented by a proxy must issue a dated power of attorney for the proxy. The maximum period of validity for the power of attorney shall be five years from the date of issue. Power of attorney forms are available on the Company's website [group.systemair.com](https://group.systemair.com) but may also be obtained by contacting reception. Anyone representing a legal entity must present a registration certificate, or equivalent document, confirming the person's authority to sign for the organisation. Powers of attorney, registration certificates and other documents of authorisation must be available at the AGM; the original power of attorney must be presented.

## Complete notice

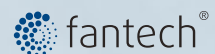
A complete notice of the Annual General Meeting with financial and other information are available on the Systemair website at: [group.systemair.com](https://group.systemair.com).

### Calendar

28 August 2025	Interim Report Q1 2025/26
4 December 2025	Interim Report Q2 2025/26



The Systemair brand spans a wide range of high-quality ventilation products, including fans, air distribution products, air conditioning products and air handling units for both comfort and safety ventilation. Systemair holds a strong position as a leading maker of energy-efficient ventilation products.



Under our Fantech brand, we develop, design and market ventilation solutions in North America. These products are sold to resellers in the USA and Canada by the Company's own salespeople and agents. We use the Fantech brand for the residential market, while the Systemair brand targets commercial projects where there is major demand for energy-efficient solutions.



Under the Frico brand, Systemair offers turnkey solutions based on products for airborne heating and we are market-leading in air curtains and airborne heating in Europe. Frico is represented in 70 countries via subsidiaries or distributors. The brand represents an accumulation of 80 years of experience in developing products that deliver a pleasant indoor climate to customers.



Menerga is a market-leading brand in Europe for air handling units in the segments comprising swimming pools, precision ventilation and data centre cooling. The company was established in 1980 and its products are marketed throughout Europe, with Germany the largest market.



