

# CAPNOR WEASEL BIDCO OYJ

Interim Financial Report  
January – September 2025



## Interim Financial Report 2025 (unaudited)

### Third quarter (July – September) highlights

- Third quarter revenue increased by 5% to EUR 29.3 (27.8) million, and when excluding material deliveries, sales growth was about 8%
- Adjusted EBITDA increased by 108% to EUR 5.2 (2.5) million, corresponding to 18% (9%) Adjusted EBITDA margin
- Adjusted EBIT increased to EUR 1.5 (-0.7) million, corresponding to 5% (-2%) Adjusted EBIT margin
- Adjusted operational cash flow was EUR 1.6 million, up from EUR 1.1 million in the comparison period

### First nine months (January – September) highlights

- Revenue increased by 13% to EUR 86.3 (76.5) million, and when excluding material deliveries, sales growth was about 16%
- Adjusted EBITDA increased to EUR 14.4 (3.4) million, corresponding to 17% (4%) Adjusted EBITDA margin
- Adjusted EBIT in the first nine months of 2025 was EUR 1.9 (-5.6) million, corresponding to 2% (-7%) Adjusted EBIT margin
- Adjusted operational cash flow was EUR 9.0 million, down by about 18% from EUR 11.1 million in the comparison period

### Key events during and after the third quarter

- iLOQ launched its brand new 5 Series+ locking system and access-management platform, a mobile-first solution made for the residential market. The rollout of the new systems started in the United States in the first half of 2025 and has during the third quarter expanded to Australia, New Zealand, and Canada, with launches in other global markets expected over the remainder of 2025 and 2026.
- In October, iLOQ signed a five-year blanket purchase order contract with CERN (the European Organization for Nuclear Research) for the supply of a battery-free and wireless digital access management solution. The system will enable secure, traceable and energy-efficient access management across CERN's sites and technical areas.
- In August, iLOQ announced a new partnership agreement with the German Bundesliga football club Borussia Mönchengladbach to implement smart locks across its stadium. The partnership involves large-scale security updates, including the installation of smart locks on every door in the stadium and a whole new access system.

EUR '000	Q3 2025	Q3 2024	Change in %	9M 2025	9M 2024	Change in %	FY 2024
<b>Revenue</b>	<b>29,273</b>	<b>27,828</b>	<b>5%</b>	<b>86,271</b>	<b>76,468</b>	<b>13%</b>	<b>128,746</b>
EBITDA	5,079	2,507	103%	12,982	3,436	278%	19,614
EBITDA margin	17%	9%		15%	4%		15%
EBIT	1,374	-681	302%	1,897	-5,553	134%	7,212
EBIT margin	5%	-2%		2%	-7%		6%
Operational Cash Flow	1,413	1,149	23%	8,891	11,050	-20%	20,298
Operational Cash Flow %	5%	4%		10%	14%		16%
<b>Adjusted EBITDA*</b>	<b>5,224</b>	<b>2,507</b>	<b>108%</b>	<b>14,442</b>	<b>3,436</b>	<b>320%</b>	<b>21,413</b>
<b>Adjusted EBITDA margin*</b>	<b>18%</b>	<b>9%</b>		<b>17%</b>	<b>4%</b>		<b>17%</b>
Adjusted EBIT	1,520	-681	323%	1,897	-5,553	134%	9,011
Adjusted EBIT margin	5%	-2%		2%	-7%		7%
Adjusted Operational Cash Flow	1,558	1,149	36%	9,036	11,050	-18%	22,097
Adjusted Operational Cash Flow %	5%	4%		10%	14%		17%

\* FY 2024 included EUR 1.8 million adjustments related to strategic analysis of iLOQ's full sales potential together with restructuring costs. These costs have been excluded in the Adjusted EBITDA, Adjusted EBIT and Adjusted Operational Cash Flow figures above. During the first nine months of 2025, EUR 1.5 million non-recurring costs have been excluded in the aforementioned adjusted figures (some of them with a delayed cash flow impact), mainly in relation to growth and competitiveness boosting actions.

## Management overview of the third quarter

During the third quarter of 2025, iLOQ Group's revenue increased by 5% compared to the corresponding period of the previous year. When excluding some material delivery related sales to external manufacturing partners, revenue growth was 8% when comparing Q3/2025 to Q3/2024. Sales in the Nordics region continued to grow well, and during Q3 the Built Environment segment contributed positively. The Europe and Emerging Markets revenue declined in Q3/2025 vs. Q3/2024 due to lower-than-expected delivery volumes in the Critical Infra segment especially in Germany and the Netherlands. However, there are multiple large-scale projects being negotiated and worked on, where iLOQ's solutions fit well to customers' needs, but the timing of these planned projects is still uncertain. In the North American market, iLOQ continued to grow in the Critical Infra and Built Environment segments, winning new customers in e.g. university space and multi-family real estate, with some of the deliveries to come in the later quarters.

Revenue growth and first half-year actions on streamlining the operations contributed positively to quarterly profitability, and both absolute and relative profitability improved in the third quarter. At the end of September, the net working capital level was close to the situation at the end of September 2024, however with somewhat lower inventories and a higher trade receivables level.

Key quarterly performance metrics for the third quarter:

- EBITDA amounted to EUR 5.1 (2.5) million, corresponding to 17% (9%) EBITDA margin
- EBIT amounted to EUR 1.4 (-0.7) million, corresponding to 5% (-2%) EBIT margin
- Operational Cash Flow was EUR 1.4 (1.1) million

During the second half of the year, iLOQ launched its 5 Series + platform in the APAC region and announced new partnerships with e.g. CERN and Borussia Mönchengladbach. iLOQ's Partner Program roll-out proceeds according to plan, which is also expected to support future growth in all markets.

## Management overview of the first nine months

During the first nine months of 2025, iLOQ has continued to grow organically in its focus areas, with very good results especially in the Nordics region despite the general economic activity still being quite weak. iLOQ has continued to invest in R&D to accelerate new markets. To boost competitiveness and future growth, during the first half of the year iLOQ carried out and started additional measures to streamline the organization and to optimize the global supply chain. Therefore, during the first nine months of 2025, a total of EUR 1.5 million costs has been recognized as non-recurring items, the majority of which is driven by own personnel redundancies.

Key quarterly performance metrics for the first nine months:

- EBITDA amounted to EUR 13.0 (3.4) million, corresponding to 15% (4%) EBITDA margin
- EBIT amounted to EUR 1.9 (-5.5) million, corresponding to 2% (-7%) EBIT margin
- Operational Cash Flow was EUR 8.9 (11.1) million

Capnor Weasel Bidco Oyj finalized a successful refinancing for EUR 55 million nominal value of floating rate notes in 2024, and these senior secured floating rate notes have been publicly listed on Nasdaq Stockholm from the first quarter of 2025. In addition to this, the company has a EUR 30 million bilateral revolving credit facility, which was fully undrawn at the end of September 2025.

## Events after the reporting period

There were no significant events after the reporting period until the date of this release.

## Quarterly information

QUARTERLY INFORMATION, EUR '000	Q3 2023	Q4 2023	Q1 2024	Q2 2024	Q3 2024	Q4 2024	Q1 2025	Q2 2025	Q3 2025
Revenue	22,905	57,278	20,288	28,352	27,828	52,278	23,820	33,178	29,273
EBITDA	1,679	20,786	-3,098	4,027	2,507	16,178	1,815	6,088	5,079
EBITDA margin	7%	36%	-15%	14%	9%	31%	8%	18%	17%
EBIT	-948	17,594	-5,835	963	-681	12,765	-1,826	2,349	1,374
EBIT margin	-4%	31%	-29%	3%	-2%	24%	-8%	7%	5%
Operational Cash Flow	-3 639	12,295	10,433	-532	1,149	9,248	3,971	3,507	1,413
Operational Cash Flow %	-16%	21%	51%	-2%	4%	18 %	17%	11%	5%
Adjusted EBITDA	2,609	20,786	-3,098	4,027	2,507	17,977	1,815	7,402	5,224
Adjusted EBITDA margin	11%	36%	-15%	14%	9%	34%	8%	22%	18%

## Declaration of the Board

We confirm that, to the best of our knowledge, the condensed financial statements give a true and fair view of the Group's assets, liabilities, financial position and results of operations for the period. We also confirm, to the best of our knowledge, that the management overview includes a fair review of important events that have occurred during the first nine months of 2025.

Espoo, November 17, 2025

Heikki Hiltunen  
President and CEO

Magnus Hammarström  
Member of the Board

## INCOME STATEMENT

CONSOLIDATED INCOME STATEMENT, IFRS					
EUR '000	Q3 2025	Q3 2024	9M 2025	9M 2024	FY 2024
<b>Revenue</b>	29,273	27,828	86,271	76,468	128,746
Other income	6	3	13	11	18
Materials and services	-11,491	-12,448	-32,869	-33,607	-53,956
Employee benefit expenses	-6,971	-8,621	-22,846	-24,555	-29,469
Depreciation, amortization and impairment losses	-3,705	-3,188	-11,085	-8,989	-12,402
Other operating expenses	-5,739	-4,254	-17,588	-14,881	-25,724
<b>Operating profit (EBIT)</b>	<b>1,374</b>	<b>-681</b>	<b>1,897</b>	<b>-5,553</b>	<b>7,212</b>
Finance income	17	152	86	329	414
Finance cost	-1,122	-1,522	-3,596	-5,614	-7,004
<b>Net financial expenses</b>	<b>-1,105</b>	<b>-1,370</b>	<b>-3,510</b>	<b>-5,285</b>	<b>-6,590</b>
<b>Profit (-loss) before taxes</b>	<b>269</b>	<b>-2,051</b>	<b>-1,613</b>	<b>-10,838</b>	<b>622</b>
Income taxes	-331	8	-556	425	-821
<b>Profit (loss) for the financial period</b>	<b>-62</b>	<b>-2,043</b>	<b>-2,169</b>	<b>-10,412</b>	<b>-199</b>
<b>Items that may be subsequently reclassified to profit or loss</b>					
Translation differences	-77	338	-623	279	-256
<b>Total comprehensive income</b>	<b>-139</b>	<b>-1,705</b>	<b>-2,792</b>	<b>-10,133</b>	<b>-454</b>
<b>Earnings per share, undiluted (EUR)</b>	<b>-618</b>	<b>-20,432</b>	<b>-21,695</b>	<b>-104,125</b>	<b>-1,987</b>
<b>Earnings per share, diluted (EUR)</b>	<b>-618</b>	<b>-20,432</b>	<b>-21,695</b>	<b>-104,125</b>	<b>-1,987</b>

## BALANCE SHEET

CONSOLIDATED BALANCE SHEET, IFRS			
EUR '000	Sep 30, 2025	Sep 30, 2024	Dec 31, 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Intangible assets	108,499	108,341	108,797
Goodwill	92,467	92,467	92,467
Property, plant and equipment	5,201	6,715	6,483
Deferred tax assets	577	536	587
<b>Total non-current assets</b>	<b>206,745</b>	<b>208,060</b>	<b>208,334</b>
Inventories	24,592	25,222	23,064
Trade and other receivables	21,987	20,363	30,848
Current tax receivables for the financial year	3,377	2,996	1,978
Cash and cash equivalents	9,221	2,718	9,066
<b>Total current assets</b>	<b>59,177</b>	<b>51,300</b>	<b>64,955</b>
<b>Total assets</b>	<b>265,922</b>	<b>259,359</b>	<b>273,289</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>Equity</b>			
Share capital	80	80	80
Invested unrestricted equity fund	143,240	143,240	143,240
Translation difference	-845	313	-222
Retained earnings	25,670	16,597	27,881
<b>Total equity</b>	<b>168,145</b>	<b>160,230</b>	<b>170,979</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities	54,683	54,634	54,599
Non-current lease liabilities	1,195	1,720	1,833
Non-current provisions	815	1,076	949
Deferred tax liabilities	14,540	15,928	15,437
<b>Total non-current liabilities</b>	<b>71,232</b>	<b>73,358</b>	<b>72,818</b>
<b>Current liabilities</b>			
Short-term interest-bearing liabilities	0	1,328	62
Account payables and other liabilities	23,465	21,420	26,431
Current lease liabilities	1,960	1,895	1,842
Current provisions	1,099	879	1,113
Current tax liabilities	21	250	45
<b>Total current liabilities</b>	<b>26,545</b>	<b>25,771</b>	<b>29,492</b>
<b>Total liabilities</b>	<b>97,777</b>	<b>99,129</b>	<b>102,310</b>
<b>Total equity and liabilities</b>	<b>265,922</b>	<b>259,359</b>	<b>273,289</b>

## STATEMENT OF CASH FLOWS

CONSOLIDATED STATEMENT OF CASH FLOWS, IFRS EUR '000	9M 2025	9M 2024	FY 2024
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
Profit (loss) for the financial period	-2,169	-10,412	-199
Adjustments:			
Depreciation and amortization	11,085	8,989	12,402
Unrealized exchange rate gains and losses	0	0	0
Financial Income	-86	-329	-414
Financial Expense	3,596	5,614	7,004
Taxes	556	-425	821
Other adjustments	0	-370	476
<b>Change in Working Capital:</b>			
Change in trade and other receivables	8,860	16,544	5,893
Change in inventory	-1,528	-745	1,413
Change in trade and other payables	-2,963	-1,223	4,024
Change in provisions	-148	689	796
Interest paid	-2,926	-3,818	-4,988
Interest received	19	17	91
Income tax paid	-3,538	-4,458	-5,220
Other financial items	-92	-1,493	-1,522
<b>Net cash flow from operating activities (A)</b>	<b>10,665</b>	<b>8,579</b>	<b>20,768</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Investments in intangible assets	-8,191	-7 274	-10,843
Investments in tangible assets	-120	-377	-600
<b>Net cash flow from investing activities (B)</b>	<b>-8,311</b>	<b>-7 651</b>	<b>-11,443</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Payments of lease liabilities	-1,841	-1,674	-2,277
Withdrawals of short-term loans	0	1,331	0
Net proceeds from short-term liabilities	0	-5,000	-5,000
Withdrawals of long-term loans	0	55,000	55,000
Payments of long-term liabilities	-62	-55,064	-55,064
<b>Net cash flow from financing activities (C)</b>	<b>-1,902</b>	<b>-5,408</b>	<b>-7,341</b>
<b>CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>451</b>	<b>-4 481</b>	<b>1,983</b>
<b>Cash and cash equivalents, in the beginning of period</b>	<b>9,066</b>	<b>7,397</b>	<b>7,397</b>
Change in cash and cash equivalents	451	-4,481	1,983
Net effect of exchange rate changes on cash and cash equivalents	-296	-198	-314
<b>Cash and cash equivalents, at the end of period</b>	<b>9,221</b>	<b>2,718</b>	<b>9,066</b>



# NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

## 1. Reporting entity

Capnor Weasel Bidco Oyj (the Company) is domiciled in Finland. These condensed interim financial statements for the quarter ending on September 30, 2025, comprise the Company and its subsidiaries (together referred to as the 'Group')

## 2. Accounting principles

The Group's Interim Report for January - September 2025 has been prepared in line with IAS 34 'Interim Financial Reporting' standard and should be read in conjunction with the Group's financial statements for 2024. The Group has applied the same accounting principles in the preparation of this Interim Report as in its Financial Statements for 2024. The information presented in this Interim Report has not been audited.

## 3. Seasonality

The Group operates in an industry that has seasonal fluctuations in revenue. In a typical year, the first three quarters amount to approximately two thirds of the Group's full-year revenue, while the last quarter revenue typically amounts to about one third of the full-year revenue. Therefore, in a typical year, the financial results of the fourth quarter can be expected to be stronger than compared to the first three quarters, and this seasonality also affects the cash flow profile of the Group.

## 4. Segment reporting

In addition to the parent company Capnor Weasel Bidco Oyj, iLOQ Group belongs to the Group. Industrial operations are in the iLOQ Group that offers digital smart-locking solutions. iLOQ Group operates with a network business model in the manufacture and distribution of products, and hence it has only limited own assembly and manufacturing operations. iLOQ Group's products are sold through iLOQ's distribution partners that also provide professional installation and maintenance services to iLOQ's end-customers. For certain critical infra customers, iLOQ Group also has direct deliveries. iLOQ Group has its parent company iLOQ Oy in Finland and foreign subsidiaries in Sweden, Denmark, Norway, Germany, Belgium, the Netherlands, France, Spain, Poland, Great Britain, Canada, United Arab Emirates, Australia, Singapore and United States. The Group's business operations are managed and monitored as one entity. Subsidiaries are sales organizations, and their turnover consists of service charges from the iLOQ Group's parent company, with the exception that iLOQ USA Inc. has also some direct customer contracts and invoicing. Based on the similarity of business operations, products, services and production process, the Group has only one operating segment. iLOQ's Leadership Team is the Group's chief operative decision maker, and it evaluates the performance of the Group and the use of resources as a whole. Composition of the Group's turnover and geographical distribution is presented with the notes related to turnover. The Group has currently no external customers with revenue of over 10% of the Group's total revenue. The Group's most significant non-current assets are located at the domicile of the parent company. The semi-annual revenue split by geography has from the second quarter of 2025 been re-presented based on the new 2025 sales organizational structure, with the following sales regions based on the customers' main location and delivery destination: Nordics, Europe & Emerging Markets and North America.

## 5. Revenue

The revenue of Capnor Weasel Bidco Group consists of digital locking and access management systems. The Group's products consist of supplied locks and software as well as lock operation and maintenance services. The Group's customers are to main extent retailers and partners for locking products. Revenue is recognized when control over the goods or the service is transferred to the customer. Lock deliveries are recognized as revenue when control is transferred on the basis of the delivery of the products, when the risks and benefits have been transferred to iLOQ Group's customers. CIP Incoterms delivery term is generally used on the delivery of products. For some specific customers, Delivered Duty



Paid Incoterms can also be applied. Revenue from maintenance and repair services and licenses is recognized over time as the customer receives the benefits simultaneously as the service is provided. Sales contracts are made with the regular payment terms. Annual rebates can be granted to customers belonging to Group's partner program for products sold during a specified time frame, and these rebates are accrued for.

## DEFINITIONS OF ALTERNATIVE PERFORMANCE MEASURES

1. **EBITDA** = Operating profit (EBIT) before depreciation, amortization and impairment losses
2. **Operational Cash Flow** = EBITDA + change in trade and other receivables + change in inventories + change in trade and other payables + change in provisions + investments in intangible assets + investments in tangible assets. Operational Cash Flow is used internally by the group to follow EBITDA while also taking into account investments and changes in working capital
3. **Operational Cash Flow %** = Operational Cash Flow / Revenue
4. **Adjusted EBITDA, Adjusted EBIT and Adjusted Operational Cash Flow** = Same as above but excluding non-recurring items: in 2024 an impact of EUR 1.8 million adjustments related to strategic analysis of iLOQ's full sales potential together with restructuring costs, and during the first nine months of 2025 altogether EUR 1.5 million of non-recurring costs (some of them with delayed cash flow impact) that have been recognized mainly in relation to growth and competitiveness boosting actions. These non-recurring items have been excluded in the Adjusted EBITDA, Adjusted EBIT and Adjusted Operational Cash Flow figures above.

## CONTACT

Additional information about the Company can be found on the corporate website [www.iloq.com](http://www.iloq.com). The Company can be contacted by e-mail, [info@iloq.com](mailto:info@iloq.com)

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