

## Stabilization notice

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**9 July 2025**

**DNB Carnegie Investment Bank AB (publ) ("DNB Carnegie"), acting as stabilization manager, notifies that stabilization measures have been undertaken in the shares of Terranor Group AB (publ) ("Terranor" or the "Company") on Nasdaq First North Growth Market.**

As announced on 30 June 2025 in connection with the offering of shares in the Company and the listing of the Company's shares on Nasdaq First North Growth Market, DNB Carnegie is acting as stabilization manager and may effect transactions which are designed to stabilize, maintain, or otherwise support the market price at a level above those which might otherwise prevail in the open market. Such stabilization transactions may be effected on Nasdaq First North Growth Market, in the over-the-counter market or otherwise, at any time during the period starting on the date of commencement of trading in the shares on Nasdaq First North Growth Market and ending no later than 30 calendar days thereafter.

Stabilization may be discontinued at any time without prior notice. In no event will transactions be effected at levels above the offering price of SEK 20. No later than by the end of the seventh trading day after stabilization transactions have been undertaken, DNB Carnegie shall disclose that stabilization transactions have been undertaken. Within one week of the end of the stabilization period, DNB Carnegie will make public the date on which stabilization started, the date on which stabilization last occurred and the price range within which stabilization was carried out, for each of the dates during which stabilization transactions were carried out.

mutares Holding-39 GmbH (the "**Principal Owner**") has granted an overallotment option to DNB Carnegie, under which DNB Carnegie may, no later than 30 days from the first day of trading in the Company's shares on Nasdaq First North Growth Market, request that a maximum of 750,000 additional existing shares are acquired from the Principal Owner, corresponding to a maximum of 15 percent of the total number of shares in the offering, at a price corresponding to the offering price of SEK 20, in order to cover possible overallotment within the framework of the offering.

DNB Carnegie has, in its capacity as stabilization manager, notified that stabilization measures have been undertaken in accordance with article 5(4) in the Market Abuse Regulation 596/2014 and the Commission Delegated Regulation (EU) 2016/1052, on Nasdaq First North Growth Market as specified below.

The contact person at DNB Carnegie is Anna Boqvist (phone: +46 8 5886 88 54).

<b>Stabilization information</b>	
Issuer:	Terranor Group AB (publ)
Securities:	Shares, ISIN: SE0025159023
Offering size:	5,750,000 shares (of which 750,000 refers to the overallotment option)
Offering price:	SEK 20
Ticker:	TERNOR
Stabilization manager:	DNB Carnegie Investment Bank AB (publ)

<b>Stabilization transactions</b>						
<b>Date</b>	<b>Number of shares</b>	<b>Highest price</b>	<b>Lowest price</b>	<b>Volume weighted average price</b>	<b>Currency</b>	<b>Trading venue</b>
2025-06-30	220,000	20.0000	19.8000	19.9955	SEK	Nasdaq First North Growth Market
2025-07-01	20,000	20.0000	19.9500	19.9884	SEK	Nasdaq First North Growth Market
2025-07-02	4,041	19.9000	19.9000	19.9000	SEK	Nasdaq First North Growth Market
2025-07-03	16,027	20.0000	19.9500	19.9688	SEK	Nasdaq First North Growth Market
2025-07-07	1,432	20.0000	20.0000	20.0000	SEK	Nasdaq First North Growth Market
2025-07-08	8,500	20.0000	20.0000	20.0000	SEK	Nasdaq First North Growth Market
2025-07-09	5,203	20.0000	20.0000	20.0000	SEK	Nasdaq First North Growth Market

**For further information, please contact:**

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*This is information that Terranor Group AB (publ) is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact persons set out above, at 18.30 CEST on 9 July 2025.*

## About Terranor

Terranor is one of the leading players in road maintenance in the Nordic region. The Company's business concept is to offer a wide range of qualified services in road operation and maintenance to ensure that roads remain accessible and functional all year round. The business covers both winter road maintenance, with snow removal and anti-slip protection, and summer maintenance, such as repairs and asphalt work. In addition, Terranor offers services in green area management, road safety and light infrastructure projects.

Through operational efficiency, Terranor has achieved a high and profitable growth, with revenue of MSEK 3,147 and an adjusted EBITA of MSEK 90 in 2024. Between 2022 and 2024, the Company showed a compound annual growth rate of 21 percent.<sup>1</sup>

Terranor's history starts when NCC began a carve-out of its road operations and maintenance business, which was initiated in 2018 and finalized in 2019. The carve-out was the start of the formation of Terranor. At that time, the carve-out consisted of a single company with subsidiaries in Norway, Denmark, Sweden and Finland. In 2020, the Principal Owner acquired the Swedish and Finnish parts of the business from NCC, and in 2021, the Principal Owner also acquired the Danish part. Since then, Terranor has established itself as an independent player.

Terranor is the only major private player specialized in road maintenance in the Nordic region, which provides competitive advantages in tender procedures. Terranor has a stable customer base and a well-diversified contract portfolio and sees good potential for continued growth. Terranor's customers are found in both the public and private sectors, but the vast majority of Terranor's revenue comes from government and municipal clients. The Company works with long-term contracts, often between four and eight years, which provide stable revenue streams with low risk and good visibility. These contracts include both fixed prices and variable quantities depending on the nature of the service, providing operational flexibility and stable margins.

The market for road infrastructure services is stable and generally supported by long-term structural trends. Terranor currently operates in the Swedish, Finnish, and Danish market, which are characterized by high stability, significant growth drivers, and high barriers to entry.

Growth is driven by large maintenance deficits, especially in Sweden, where the government is significantly increasing investments. At the same time, demand for traffic safety and climate measures are rising, further strengthening the demand for advanced and specialized services. The combination of maintenance deficits at governmental level, high barriers to entry, and strong local presence makes Terranor well-positioned for profitable organic growth.

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<sup>1</sup> To calculate the compound annual growth rate (CAGR) for revenue between 2022 and 2024, the formula  $(\text{revenue}_{2024}/\text{revenue}_{2022})^{(1/2)} - 1$  is used, which gives an average annual growth rate of 21 percent.

## IMPORTANT INFORMATION

This announcement is not and does not form a part of any offer for sale of securities.

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The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), and accordingly may not be offered or sold in the United States absent registration or an exemption from the registration requirements of the Securities Act and in accordance with applicable U.S. state securities laws. The Company does not intend to register any part of the offering in the United States or to conduct a public offering of securities in the United States. Copies of this announcement are not being, and should not be, distributed in or sent into the United States.

Any offering of the securities referred to in this announcement will be made by means of a prospectus. This announcement is an advertisement and is not a prospectus for the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (together with any related implementing and delegated regulations, the "**Prospectus Regulation**"). Investors should not invest in any securities referred to in this announcement except on the basis of information contained in the aforementioned prospectus.

In any EEA Member State other than Sweden, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of the Prospectus Regulation, i.e., only to investors who can receive the offer without an approved prospectus in such EEA Member State.

Please note that an investment in the Company is subject to regulation under the Foreign Direct Investment Act (2023:560), which requires investors, under certain conditions, to notify and obtain approval from the Swedish Inspectorate for Strategic Products. Investors should make their own assessment of whether a notification obligation exists before making any investment decision.

This communication is only being distributed to and is only directed at persons in the United Kingdom that are (i) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Order**") or (ii) high net worth entities, and other persons to whom this announcement may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "**Relevant Persons**"). This communication must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which this communication relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. Persons distributing this communication must satisfy themselves that it is lawful to do so.



Matters discussed in this announcement may constitute forward-looking statements. Forward-looking statements are statements regarding the Company's business strategy, financial condition, profitability, results of operations and market data, as well as other statements that are not historical facts and may be identified by words such as "believe," "expect," "anticipate," "intends," "estimate," "will," "may," "continue", "should", "target", "predict", "guideline" and similar expressions. The forward-looking statements in this release are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although the Company believes that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks, uncertainties, contingencies and other important factors which are difficult or impossible to predict and are beyond its control. Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this release by such forward-looking statements. The information, opinions and forward-looking statements contained in this announcement speak only as at its date, and are subject to change without notice.

In connection with the offer or sale of securities referred to herein, the Sole Global Coordinator may over-allot securities/conduct stabilization or effect transactions with a view to supporting the market price of the securities at a level higher than that which might otherwise prevail. Any stabilization action or over-allotment will be conducted by the Sole Global Coordinator in accordance with all applicable laws and rules.