# Annual Report 2023

Interogo Holding AG
Consolidated Financial Statements

**Interogo Holding AG**

Registered as a Aktiengesellschaft
(corporation limited by share ownership)
Under Swiss law with a capital of CHF 330‘000‘000
www.interogoholding.com

Registered office: Bahnhofstrasse 15
8808 Pfäffikon SZ
Switzerland

Company-ID: CHE-416.814.967

# Consolidated Financial Statements as of 31 December 2023 and independent auditor's report

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# Management report

## This is Interogo Holding

Interogo Holding group is a foundation-owned international investment business with its parent company in Switzerland.

Our purpose is to support our owner, Interogo Foundation, to safeguard the IKEA Concept, which is anchored in the IKEA vision: To create a better everyday life for the many people.

Our investments help create financial strength for our owner to fulfil its mission to secure independence and longevity for the IKEA Concept, and build the financial reserves needed to ensure this.

We aspire to use our influence to empower people, organisations and businesses to do good for the people and the planet, while growing our assets responsibly. Only if we take responsibility are we able to be profitable long-term. And we can only secure our ability to take long-term responsibility by being profitable. We believe capital should work for the benefit of many.

Our investment approach is based on the belief that long-term sustainable competitiveness can only be achieved when businesses create value both for their owners and for other stakeholders, including co-workers, society and the environment. Our investment strategies include private and long-term equity, real estate, infrastructure and liquid assets.

Our entrepreneurial heritage calls on us to never stand still, dare to be different and be open for new ideas.

**1,000+**

Co-workers in
8 divisions

**Private equity**
**Real estate**
**Long-term equity**
**Infrastructure**
**Liquid assets**

**27.4**

EURbn
AUM 2023

# Message from Chairman and CEO

As 2023 began, we were confronted with significant uncertainties, with economic revival remaining bleak as financial and geopolitical disturbances persisted. In retrospect, the year's events have only exacerbated these challenges. Central banks tightening monetary policies have experienced some challenges. Notably, the collapse of banks in the US and Switzerland in March sparked initial worries of a new global financial crisis. Nonetheless, swift interventions by major central banks have mostly mitigated these market concerns. On the broader front, the global economic and geopolitical landscapes have continued to be unsettled. The escalation of geopolitical conflicts and the outbreak of active hostilities in several regions have compounded the instability of the global order, adding further to an already unstable macroeconomic environment.

In these uncertain times, global activity proved generally resilient, as demand and supply factors supported major economies. On the demand side, despite tight monetary conditions, stronger private and government spending sustained activity. From the supply perspective, higher labour force participation, restored supply chains, and reduced costs for energy and commodities were beneficial.

Consequently, the primary focus in the markets has been to control inflation throughout the year. The general belief is that we now have reached the peak of the interest rate hike cycle, but the persistently tight labour markets are still troubling, further postponing the perspectives of the start of a loosening cycle to later in 2024.

In the continuation of 2022, M&A transactions remained subdued on the back of elevated interest rates, general economic uncertainty and persistent valuation gap between buyers and sellers.

The European real estate market continued to face strong headwinds, with depressed investment volume and downwards pressure on prices. The office rental market revival in the second part of 2022 was short-lived. Economic uncertainties, coupled with a diminished need for office space due to the rise of remote work and the overcommitment to space before the pandemic, have led tenants to opt for a cautious approach towards long-term rental agreements. 2023 has continued to be challenging for the property development area as well, with activities affected by the subdue demand for offices and continuously high constructions prices.

During this eventful year, we continued to develop our investment platform and strengthen our organization and governance, including long-term strategic initiatives within information security and IT infrastructure. Our sustainability work focused on ESG targets and education, and a roll-out of group-wide diversity & inclusion guidelines and trainings for all co-workers.

We kept a disciplined and patient approach to our capital deployment, adapting to the challenging market environment and the scarcity of investment opportunities. In total, Interogo Holding invested EUR 0.7bn over 2023 in its alternative asset portfolios, about EUR 0.9bn less than in 2022.

International, our global private equity strategy, consistently committed capital to funds and co-investments managed by trusted partners for a total amount of EUR 460m (EUR 680m in 2022). Consistent with the general trend in private equity markets, for the second year in a row, capital deployment by our fund partners further contracted to reach EUR 435m (EUR 540m in 2022). In this difficult market environment, Nalka continued to look for new opportunities for our direct private equity portfolio with an increased focus on add-on investments. In total, 21 add-on investments were completed and the first platform investment of the DACH[1] strategy launched in 2022. Nalka and its portfolio companies made acquisitions for a total of EUR 260m (EUR 370m in 2022).

While facing a reduced deal flow, our long-term equity strategy has patiently continued to build up positions in the listed companies Siegfried, a worldwide leading contract development and manufacturing organization (CDMO), and Össur, a leader in non-invasive orthopaedics solutions. In the context of our thematic investment approach, the team has further deepened its knowledge and conviction around specific sectors, and continued establishing its network and foothold in the market. In total, our long-term equity strategy deployed EUR 235m over the year (EUR 295m in 2022).

[1] DACH: (D) Deutschland, (A) Austria and (CH) Switzerland

Like most other asset classes, private infrastructure weathered a slower transaction year in 2023. Nevertheless, our infrastructure team continued to evaluate renewable energy and inflation-hedged cashflow-generating assets. During the year, we completed a significant minority investment (49%) in a total of 1,066 megawatts (MW) of operational and under construction solar photovoltaic assets in Spain, co-owned with Spanish renewable energy company BRUC Energy.

In a context of persisting elevated construction prices, Vastint continued to carefully assess the launch of new developments and focused on completion of the ongoing projects. In total, Vastint invested EUR 280m (EUR 465m in 2022). The developed properties portfolio benefitted from a continuous strong demand for residential letting and strong rebound of the hospitality sector, while facing a sluggish demand for offices. Total rental income reached EUR 147m, 17% above 2022. The disparity between A-class and B-class properties is becoming more pronounced, affecting rental prices, occupancy rates, yields, and property valuations. This trend has accelerated recently, and we feel that our portfolio is well positioned in this context. For many years, Vastint has been building in accordance with the highest international sustainable construction certifications, including LEED, BREEAM and WELL.

Divestments in our alternative assets and properties contracted from EUR 0.6bn in 2022 to EUR 0.5bn in 2023, generating EUR 270m of realized investment income (EUR 310m in 2022).

Gross profit progressed by 14% to EUR 980m, driven by add-ons to the Nalka portfolio and growth of its existing portfolio companies. Dividend from Inter IKEA amounted to EUR 1bn (EUR 850m in 2022). Interogo Holding AG's net profit for the year reached EUR 1,266m (EUR 700m in 2022).

On the 30th of August 2023, our owner Interogo Foundation demerged into two separate enterprise foundations (Unternehmensstiftung). The new Inter IKEA Foundation became the new ultimate owner of Inter IKEA Holding B.V., the IKEA related business. Interogo Foundation continued as the ultimate owner of Interogo Holding AG. The purpose of the two enterprise foundations is identical, namely to secure independence and longevity of the IKEA Concept. The demerger further strengthened the business focus of both Inter IKEA Holding and Interogo Holding. In this context, Interogo Holding made a dividend distribution in-kind of the shares held in Inter IKEA Holding BV to our owner, Interogo Foundation.

Interogo Foundation contributed assets of a total value of 10.8 billion euros to Interogo Holding group's equity. We are very grateful to our owner for the support and trust as this contribution significantly bolsters our long-term financial stability.

2024 will remain a challenging year, with persisting core inflation that could keep interest rates up longer than initially anticipated and potentially hinder economic growth. With national elections lined up in over 70 countries this year, nearly half the world's population will be going to the polls. The risks of social unrest, geopolitical tensions and macroeconomic uncertainty will therefore remain high. However, we hope to see an increase in investment opportunities as capital markets start to open up and the valuation gap continues to narrow.

We would like to thank all our co-workers for their commitment and continuous hard work in 2023. Alongside our owner and our trusted partners, we stay committed to being an active and supportive owner, particularly during these uncertain times. Our focus remains on our core mission of generating financial stability and long-term value for our owner and other stakeholders.

As Chairman, I also extend our gratitude to Henrik Jonsson for his significant contribution and motivational leadership as CEO of Interogo Holding AG. Henrik has chosen to step down from his role on the 1st of September 2024. Henrik has played a crucial role in transforming Interogo Holding into a professional asset management group. We are pleased to continue to count on Henrik's experience as he will continue supporting our long-term and direct private equity strategies.

I also seize this moment to warmly welcome Martin van Dam and wish him every success in his new role as CEO of Interogo Holding AG.

| Søren Hansen | Henrik Jonsson |
| --- | --- |
| Chairman | CEO |

# Our investment strategies

We focus on sectors and strategies where we can benefit from our long-term business approach, financial strength, and commitment to also consider non-financial aspects of investments.

We are a committed owner who always aspire to provide more than capital to our investments. By working in a decentralised manner, we improve our ability to make well-informed decisions while inspiring our many co-workers to continuously improve our businesses. Our five investment strategies include:

**Private equity:** we invest globally in the private equity market directly and through funds, secondaries and co-investments. The objective is to identify and unlock values by providing capital and active ownership support to management teams.

Private equity assets under management as of December 31, 2023: EUR 5'525m (2022: EUR 5'040m).*

**Real estate:** we invest in European real estate markets by focusing on developing and managing assets in the commercial, residential and hotel segments. As both a developer and owner we strive to create long-term sustainable values.

Real estate assets under management as of December 31, 2023: EUR 5'640m (2022: EUR 5'470m).*

**Long-term equity**: we acquire significant minority equity holdings in profitable and sustainable European companies that have strong market positions and where we see a positive potential for future long-term performance. The strategy includes listed, soon-to-be listed and private companies.

Long-term equity assets under management as of December 31, 2023: EUR 900m (2022: EUR 690m).*

**Infrastructure:** we acquire holdings in infrastructure companies that provide essential services to society, are recession resilient and have stable cash-flows.

Infrastructure assets under management as of December 31, 2023: EUR 660m (2022: EUR 345m).*

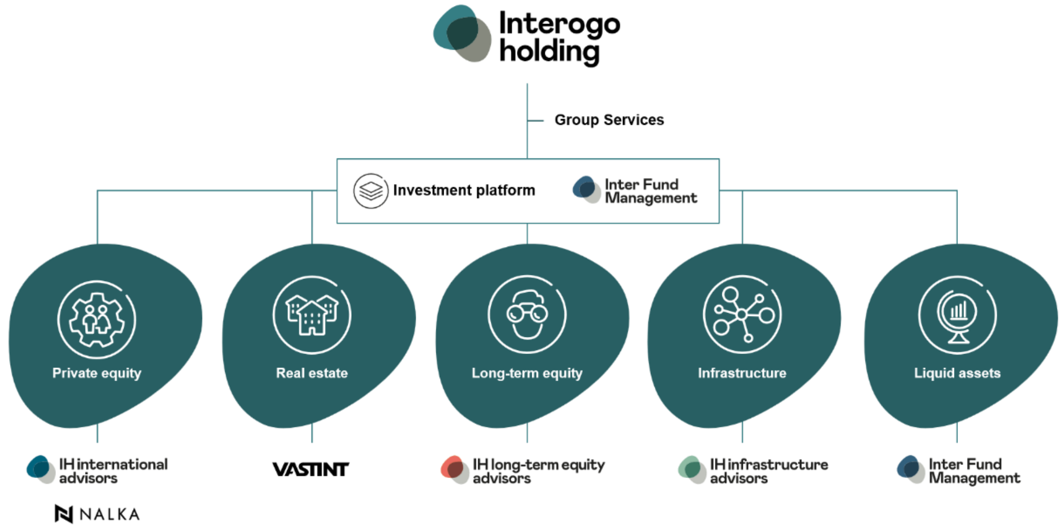
**Liquid assets:** we manage a portfolio of listed securities, mainly equities and fixed income. By focusing on liquid positions, we aim to achieve a high degree of flexibility in managing the assets.

Liquid assets under management as of December 31, 2023: EUR 12'750m (2022: EUR 10'240m). Interogo Holding is the main owner with EUR 10'830m. The remaining part is owned by our owner, Interogo Foundation.

*AUM values per investment strategy are estimated FMV (for information purposes and not audited)

# Our business model and organisation

Interogo Holding's business model is decentralised with each business having far-reaching responsibility for its own operations. Our investment scope includes five strategies: private and long-term equity, real estate, infrastructure and liquid assets. Each strategy is managed and advised by dedicated teams.




Simplified chart for illustrative purposes

Our five investment strategies advise and manage capital provided by Interogo Holding and Interogo Foundation. The operational model is built around Inter Fund Management (IFM) as investment platform in Luxembourg. IFM, headquartered in Luxembourg with a branch in Belgium, is managing assets on behalf of Interogo Holding and Interogo Foundation. IFM is authorised and regulated by the Commission de Surveillance du Secteur Financier (CSSF) as an Alternative Investment Fund Manager.

The investment advisory teams, IH International Advisors, IH Long-Term Equity Advisors, IH Infrastructure Advisors and Nalka Advisors Germany all operate as advisors to IFM, and perform deal origination, investment due diligence, investment recommendations and investment monitoring. Our liquid asset strategy is managed by a dedicated team within IFM. Nalka Invest's Nordic strategy and Vastint manage their investments and assets directly and are not integrated in the investment platform.

Our structure offers the advantages and merits of having a decentralised organisation, with each business having far-reaching responsibilities and independence. At the same time, it enables us to work and grow in a coordinated way as a group and to leverage on the expertise of all our co-workers.

**Our different investment teams are organised as follows:**


**We invest globally through funds, secondaries and co-investment as well as directly, in the Nordic region, acquiring controlling or co-controlling ownership positions.**

IH international advisors

IH International Advisors is a private equity investment advisory business with offices in London and New York. The portfolio spans over 20 years of private markets exposure. The advisory scope is global and cross-sector, focusing on primary and secondary fund investments and co-investments.

NALKA

Nalka invests in market-leading small- and medium-sized businesses based in the Nordic and DACH region with international ambition and reach. In 2023, the Nalka portfolio consisted of eleven companies.


**We acquire significant minority equity holdings in profitable and sustainable European companies, both public and private, that have strong market positions and where we see a positive potential for future long-term performance.**

IH long-term equity advisors

IH Long-Term Equity Advisors is the long-term equity team of Interogo Holding group. The strategy is to acquire significant equity holdings in profitable and sustainable European companies that have strong market positions and where we see a positive potential for future performance. The strategy includes listed, soon-to-be listed and private companies.

In 2023, disclosed holdings included: ABB E-mobility, Anticimex, Siegfried and Össur.


**We invest in European real estate by developing and managing commercial properties within the office, residential and hotel segments.**

VASTINT

Vastint is a real estate organisation with roughly 35 years of experience creating long-term value through property investments. The cornerstones of the operations are development of commercial and residential real estate for further active management.

The company is headquartered in Amsterdam and is active in many European markets.


**We invest in infrastructure businesses providing long-term essential services to society, offering downside protection and predictable cash flows.**

IH infrastructure advisors

IH Infrastructure Advisors AG focuses on infrastructure investment opportunities. The strategy, established in 2020, targets mainly European direct investments. The team is based in Pfäffikon SZ.

In 2023, disclosed holdings included: Adapteo, Bruc Fuentes and CityFibre.


**We invest in listed securities – mainly equities and fixed income – by acquiring minority liquid positions.**

Inter Fund Management

Inter Fund Management (IFM) is an independent and entrepreneurial asset management firm and the investment platform for all Interogo Holding advisory teams.

Beside managing the Infrastructure, Long-term Equity, International and Nalka DACH investment portfolios, IFM is also managing liquid assets on behalf of Interogo Holding and Interogo Foundation. The portfolio mainly consists of investments in listed and non-listed securities (equity, bonds and to a lower extent alternative investments.

The team manages assets on behalf of both Interogo Holding and Interogo Foundation. The team is based in Luxembourg.

### Treasury Services

Interogo Holding group provides treasury services, including lending and borrowing, for its own subsidiaries and the Inter IKEA Group. These activities are carried out through Interogo Holding AG in Pfäffikon SZ.


# Sustainability

During 2023, most businesses delivered their first internal sustainability reports and we all continued to work towards our sustainability priorities defined in 2022:

> **Climate**: Measure and continuously reduce the $CO_2$/GHG (greenhouse gas) footprint or intensity to reduce IHAG's overall climate impact.
>
> **Inclusion**: Strive for at least 40% of women or other underrepresented genders across our Board of Directors and our Investment Committees by 2025.
>
> **Business ethics**: High business ethics and governance standards supported by enhanced training and measurement.

We provided easier access to our co-workers to all group policies, training tools and sustainability-related information via our new intranet platform launched in August. In the fall of 2023, new group-wide guidelines for diversity and inclusion have been rolled to accelerate progress towards our 'Inclusion' objective.

By the end of 2023, all businesses have finalised the implementation of their individual Responsible Investment Policy. In line with our decentralised strategy, our businesses are in charge of improvements across our sustainability objectives. To drive this work, each investment team has assigned sustainability leads or teams which together with the group form Interogo Holding's sustainability network that is in charge of reporting, education and knowledge sharing.

Another focus area in 2023 were regular trainings focused on better ESG data understanding and collection, and also preparedness for upcoming regulations.

**2023 in brief:**

**Climate**:
- To support our ambition to continuously reduce our carbon footprint, we have streamlined the process and measurement of scope 1,2 and partly 3 emissions across our investment portfolios.
- Data availability and accuracy for our wide range of investment portfolios remain a challenge.
- We continued to measure and improve or direct office footprint and included all major offices across the group into the measurement.

**Inclusion**:
- We rolled out group-wide Diversity & Inclusion Guidelines in November 2023 that require each business to create a D&I roadmap and provide annual progress updates.
- Whilst working towards our near-term group inclusion target, we have seen an encouraging improvement in the gender split across Investment Committees and Boards where women represented 25% in 2023.

**Business ethics**:
- We launched a group-wide Code of Conduct refresher training for all co-workers.
- Clear metrics for Code of Conduct implementation and follow-up were introduced: new hires should be trained within three months of employment. All co-workers should have refreshed Code of Conduct training each 24 months.

# Corporate Governance

We believe good corporate governance begins with having co-workers who share both our culture and commitment to continuously strengthen our group as a reliable and trustworthy partner. Among other things, this means leading by example and always staying close to reality and our businesses.

We also recognise that governing structures, risk management and internal control are core functions of any business and decisive for our integrity and ability to uphold trust towards our many stakeholders.

The business of Interogo Holding is governed by the General Meeting, the Board of Directors, the CEO and the external auditor. At the General Meeting of shareholders, the owner, Interogo Foundation, elects the Board of Directors and, upon proposal by the Board of Directors, the external auditor. The Board of Directors appoints the CEO.

The Board has a central role in Interogo Holding AG's decentralised business model as an asset manager and active owner. Among other things, it is responsible to set the overall direction and strategy of Interogo Holding, capital allocation and key issues related to investment activities. It has the ultimate responsibility for the organisation and administration of Interogo Holding AG. The work of the Board is guided by a documented working process.

The Interogo Holding Board consists of six directors:

Søren Hansen, Chair

Sandra Pajarola

Lennart Sten

Erna Boogaard

Fredrik Persson

Urs Wickihalder

The Board has appointed an Audit Committee whose primary purpose is to provide oversight of the financial reporting process, the audit process, the systems of internal controls and risk management, and compliance with laws and regulations. The Audit Committee reports to the Board of Directors of Interogo Holding AG.

The CEO is responsible for Interogo Holding AG's business operations in accordance with the adopted strategy and instructions set by the Board. The decentralised business model means that each business has far-reaching responsibilities for its own operations. The governance and supervision of the businesses are based on a solid control framework consisting of group policies and guidelines and governance bodies including boards of directors, supervisory boards and investment committees.

Interogo Holding AG is owned by Interogo Foundation in Liechtenstein.

# Consolidated Financial Statements 2023

## Consolidated Balance Sheet as of December 31, 2023

| Assets in EUR 1'000 | Notes | 31.12.2023 | 31.12.2022 |
|---|---|---|---|
| **Non-current Assets** | | | |
| Intangible assets | 3 | 1'155'456 | 1'003'843 |
| Leased land and tangible assets | 2 | 3'771'124 | 3'561'365 |
| Non-current financial assets | 5 | 3'744'874 | 7'038'569 |
| Other non-current assets | 6 | 191'535 | 72'932 |
| **Total non-current Assets** | | **8'862'989** | **11'676'709** |
| | | | |
| **Current Assets** | | | |
| Inventories | 7 | 314'569 | 297'113 |
| Trade receivables | | 364'349 | 303'695 |
| Other receivables and prepayments | | 244'928 | 211'296 |
| Current financial assets | 5 | 814'843 | 11'822'228 |
| Securities | 8 | 16'891'213 | 3'520'025 |
| Cash and cash equivalent | 9 | 378'571 | 432'816 |
| **Total current Assets** | | **19'008'473** | **16'587'173** |
| | | | |
| **Total Assets** | | **27'871'462** | **28'263'882** |

| Liabilities and Shareholder's Equity in EUR 1'000 | Notes | 31.12.2023 | 31.12.2022 |
|---|---|---|---|
| **Shareholder's equity** | | | |
| Share capital | | 300'000 | 300'000 |
| Share premium | | 900'000 | 900'000 |
| Legal reserve | | 30'000 | 30'000 |
| Retained earnings | | 19'206'102 | 11'247'061 |
| Currency adjustment | | -11'898 | 947 |
| Non-controlling interests | | 2'035'579 | 90'406 |
| **Total shareholder's equity** | | **22'459'783** | **12'568'414** |
| | | | |
| **Non-current liabilities** | | | |
| Non-current provisions | 10 | 117'845 | 100'311 |
| Non-current financial liabilities | 11 | 685'622 | 614'030 |
| Other non-current liabilities | | 24'953 | 38'709 |
| **Total non-current liabilities** | | **828'420** | **753'050** |
| | | | |
| **Current liabilities** | | | |
| Current financial liabilities | 11 | 3'832'896 | 14'304'120 |
| Trade payables | | 260'320 | 222'718 |
| Other current liabilities | | 254'440 | 222'055 |
| Accrued liabilities | | 235'603 | 193'526 |
| **Total current liabilities** | | **4'583'259** | **14'942'419** |
| | | | |
| **Total liabilities** | | **5'411'679** | **15'695'469** |
| **Total liabilities and shareholder's equity** | | **27'871'462** | **28'263'882** |

# Consolidated Income Statement for the year ending December 31, 2023

| Income statement in EUR 1'000 | Notes | 2023 | 2022 |
|---|---|---|---|
| Net sales | | 2'398'069 | 2'193'012 |
| Cost of goods sold | | -1'419'374 | -1'332'747 |
| Gross profit | | 978'695 | 860'265 |
| Other operating income | 14 | 803'574 | 713'394 |
| **Operating income** | | **1'782'269** | **1'573'659** |
| Personnel expenses | 15 | -631'268 | -562'170 |
| Depreciation and impairment on tangible assets | 2 | -132'475 | -118'326 |
| Amortization and impairment of intangible assets | 3 | -171'224 | -155'244 |
| Other operating expenses | 17 | -840'035 | -689'551 |
| **Operating result (EBIT)** | | **7'267** | **48'368** |
| Financial result | 18 | 1'253'839 | 703'324 |
| **Profit before tax (EBT)** | | **1'261'106** | **751'692** |
| Income Taxes | 19 | 44'520 | -56'278 |
| **Net profit** | | **1'305'626** | **695'414** |
| Attributable to shareholders of the parent company | | 1'265'886 | 699'906 |
| Attributable to non-controlling interests | | 39'740 | -4'492 |

# Consolidated Statement of Cash-Flows for the year ending December 31, 2023

| In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Net profit | 1'305'626 | 695'414 |
| Depreciation, amortization and impairment | 303'699 | 273'252 |
| Share of results of associates | 15'455 | - |
| Gain on disposal of tangible and financial assets | -70'783 | -274'532 |
| Change in provisions | 9'481 | -7'499 |
| Deferred income taxes | -125'545 | 23'072 |
| Other non-cash items | -150'492 | 92'084 |
| Change in net working capital | -72'733 | -16'891 |
| Trade receivables | -31'567 | 11'284 |
| Inventory | 14'922 | -18'990 |
| Other receivables and deferrals | 81'178 | -29'427 |
| Trade payables | 12'835 | -4'853 |
| Other payables and accruals | -150'101 | 25'095 |
| **Cash-flow from operating activities** | **1'214'708** | **784'900** |
| | | |
| Investments in tangible assets | -312'234 | -492'921 |
| Disposals of tangible assets | 60'142 | 17'676 |
| Investments in intangible assets | -20'755 | -21'317 |
| Investments in financial assets | -882'946 | -780'069 |
| Disposal of financial assets | 734'665 | 572'448 |
| Acquisition of group companies | -407'974 | -337'461 |
| Disposal of group companies | 18'780 | 29'406 |
| **Cash-flow from investment activities** | **-810'322** | **-1'012'237** |
| | | |
| Change in current financial liabilities | 3'160'218 | -1'731'403 |
| Change in non-current financial liabilities | 57'854 | 261'051 |
| Change in minority interests | 47'190 | -167'273 |
| Dividend to minority interests | -533 | -26'255 |
| Contribution of cash investments | 1'455'442 | - |
| **Cash-flow from financing activities** | **4'720'171** | **-1'663'880** |
| | | |
| Net foreign exchange impact on cash | -1'960 | -4'155 |
| **Change in cash and cash equivalents** | **5'122'597** | **-1'895'372** |
| | | |
| **Opening value of cash accounts** | **3'952'841** | **5'848'213** |
| | | |
| **Closing value of cash accounts** | **9'075'438** | **3'952'841** |

The composition of cash accounts includes cash and cash equivalents and highly liquid securities.

| Composition of cash accounts in EUR 1'000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| Cash and cash deposits (Note 9) | 378'571 | 432'816 |
| Highly liquid cash investments (Note 8) | 8'696'867 | 3'520'025 |
| **Total** | **9'075'438** | **3'952'841** |

# Changes in Shareholders' Equity as of December 31, 2023

| In EUR 1'000 | Share capital | Share premium | Legal reserve | Retained earnings | Currency adjustment | Shareholders' equity | Non-controlling interests | Total equity |
|---|---|---|---|---|---|---|---|---|
| Balance 01.01.2022 | **300'000** | **900'000** | **30'000** | **10'725'713** | **-9'657** | **11'946'056** | **151'314** | **12'097'370** |
| Result of the year | | | | 699'906 | | **699'906** | -4'492 | **695'414** |
| Dividends distributed | | | | | | **-** | -26'255 | **-26'255** |
| Change in capital | | | | | | **-** | -50'855 | **-50'855** |
| Change of scope | | | | -178'558 | | **-178'558** | 26'550 | **-152'008** |
| Currency translation | | | | | 10'604 | **10'604** | -5'856 | **4'748** |
| **Balance 01.01.2023** | **300'000** | **900'000** | **30'000** | **11'247'061** | **947** | **12'478'008** | **90'406** | **12'568'414** |
| Result of the year | | | | 1'265'886 | | **1'265'886** | 39'740 | **1'305'626** |
| Dividends distributed | | | | -4'403'615 | | **-4'403'615** | -533 | **-4'404'148** |
| Change in capital | | | | | | **-** | 45'799 | **45'799** |
| Change of scope | | | | 272'546 | | **272'546** | 1'860'389 | **2'132'935** |
| Contributions from shareholders | | | | 10'824'224 | | **10'824'224** | | **10'824'224** |
| Currency translation | | | | | -12'842 | **-12'845** | -222 | **-13'067** |
| **Total Equity** | **300'000** | **900'000** | **30'000** | **19'206'102** | **-11'898** | **20'424'204** | **2'035'579** | **22'459'783** |

On 30 August 2023, the shareholder Interogo Foundation demerged into two separate enterprise foundations. As part of this restructuring a dividend in kind at cost value of total EUR 4.4bn was distributed to the shareholder. The shareholder contributed assets for a total value of EUR 10.8bn to Interogo Holding group's equity.

The share capital of the Group is composed as follows:

| | Number of shares | Nominal value |
|---|---|---|
| At December 31, 2022 | 330'000 | CHF 1'000 |
| At December 31, 2023 | 330'000 | CHF 1'000 |

All issued registered shares are fully paid in and have equal rights in respect to dividend distributions and capital repayment.

# Notes to the Consolidated Financial Statements

## Basis for the Consolidated Financial Statements

### General

Interogo Holding AG, with legal seat in Freienbach SZ, (hereafter “Holding”) is a company incorporated in Switzerland for an unlimited period of time (Canton Schwyz trade register CHE-416.814.967). The consolidated financial statements for the year ending December 31, 2023, comprise the Holding, its subsidiaries and its participating interests (hereafter “Group”).

The Group is focused on investments in private and long-term equity, real estate, infrastructure and liquid assets.

The Board of Directors approved the consolidated financial statements on May 6, 2023 for submission to the Annual General Meeting for shareholder approval.

### Basis of preparation

**Basic accounting policies**

The consolidated financial statements have been prepared in accordance with the existing accounting and reporting recommendations of Swiss GAAP FER according to the principle of “true and fair view”. The consolidated financial statements are based upon the financial statements of the Group companies as of 31 December and are established in accordance with standardized reporting and accounting policies.

The Group reporting currency is the Euro (“EUR”). The period comprises twelve months and ends 31 December.

All figures included in these financial statements and notes are rounded to the nearest EUR 1’000, except where otherwise indicated.

**Changes in accounting policies**

No changes to the Swiss GAAP FER standards became applicable in the current financial year. The revised Standard FER 30 “Consolidated financial statements” that will be applicable as from 01 January 2024 was not early adopted.

**Accounting estimates and judgements**

The preparation of consolidated financial statements in accordance with Swiss GAAP FER requires management to make certain accounting estimates and apply judgements which have an impact on the consolidated financial statements and related notes. These estimates and judgements are continuously evaluated and are based on experience and other factors, including expectations and assessments of future events that are presumed to be reasonable under the current circumstances. The actual results may be different from these estimates.

### Consolidation policies

**Subsidiaries**

Subsidiaries are entities controlled directly or indirectly by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating activities of an entity so as to obtain benefits from its operations. Control is normally presumed to exist when the Group, directly or indirectly, owns more than half of the voting rights of an entity. The existence and effect of potential voting rights that are currently exercisable or tradable can also determine whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is obtained. They are de-consolidated from the date that control ceases. Subsidiaries are recognised using the purchase method. The consideration encompasses the compensation transferred in exchange for obtaining control over the identifiable assets, liabilities and contingent liabilities of the company acquired. The compensation encompasses cash payments as well as the fair market value of both the transferred assets, the incurred or assumed liabilities and, in addition, the equity instruments as of the trade date that have been issued by the Group. The net assets acquired comprising identifiable assets, liabilities and contingent liabilities, are recognised at their fair value. Goodwill is recognised as of the acquisition date and is measured as the excess of the consideration transferred as described over and above the fair value of the identified net assets. If the Group does not acquire 100% of the shares of a company, the non-controlling interests in equity is to be disclosed separately in equity. Changes in ownership interests in subsidiaries are recognised as equity transactions, provided that control continues.

Transactions, balances and gains on transactions between subsidiaries are eliminated in full. Losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

**Associates**

Associates are companies that are significantly influenced, but not controlled by the Group. This is generally evidenced when the Group owns between 20% and 50% of the voting rights of a company. Investments in associates are accounted for using the equity method. The Group's investment in associates may include goodwill identified on acquisition.

**Foreign currency transactions**

Transactions in foreign currencies other than the reporting currency are translated at the foreign exchange rate prevailing at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rate effective at the balance sheet date. The resulting gains or losses are recorded in the income statement.

**Foreign subsidiaries**

The financial statements of foreign subsidiaries are translated into the reporting currency at year-end exchange rates for balance sheet and average exchange rates for income statement accounts. The equity accounts are kept at historical cost. Resulting differences are recorded under currency translation adjustment in equity.

## Derivative financial instruments

Derivative financial instruments are accounted for at fair value. Changes in the fair value are recognised immediately in the income statement.

## Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits and time deposits with a residual term to maturity from the balance sheet date of 90 days at the most. They form the basis of the consolidated statement of cash flows.

## Securities

Listed securities, portfolios or hedge funds managed by third parties are recorded at stock market prices at the balance sheet date. Unlisted securities are shown in the balance sheet at acquisition cost less any impairment.

## Trade receivables / other receivables

Trade receivables and other receivables are valued at par value less impairment, if any. An allowance is recorded if objective indications show that receivables cannot be collected. Allowances are based on individual valuations.

## Prepayments

Prepayments are costs relating to a subsequent accounting period that are capitalized as assets until they are actually used (e.g. insurance premiums, rent, interest charges and sundry costs paid in advance, non-consumed costs, maintenance contract fees).

## Inventories

Inventories are measured at cost. Discounts are recognised as a reduction in the purchase price. If the book value exceeds the net market value, an impairment is recorded on the income statement in the current period (lower of cost or market principle). Net market value is equivalent to the current market price less the usual sales deductions, marketing costs and administrative costs yet to be incurred. Inventories that cannot be sold are written off in full. The costs of inventories are determined by using the first in first out ("FIFO") method.

Inventories include costs incurred in relation to the construction of buildings that are destined to be sold.

## Leased land

A leased land is a long-term lease agreement in which the tenant rents and uses the land to erect buildings and infrastructures. The tenant owns the temporary or permanent buildings and infrastructures built upon it.

Leased land is depreciated over the lease period, which expires between the years 2023 and 2140.

## Tangible assets

Tangible assets are carried at acquisition or manufacturing costs, with depreciation calculated using the straight-line method based on the following estimated useful lives:

| | Years |
|---|---|
| Buildings – Other | 33 |
| Building installations | 15 |
| Leasehold improvements and leased equipment | Lease period |
| IT equipment | 5 |
| Furniture, fixtures and fittings | 10 |

### Investment property

Investment properties are carried at historical or manufacturing cost less accumulated depreciation and any impairment. The period of depreciation is calculated according to the category of asset.

## Intangible assets

### Goodwill

Net assets taken over in an acquisition are to be valued at fair values and any surplus of acquisition cost over the newly valued net assets is to be designated as goodwill (purchase price allocation). Goodwill is amortized on a straight-line basis over the expected useful life period not exceeding 10 years.

### Other intangible assets

Other intangible assets include licenses, patents or other rights. Other intangible assets are amortized over the expected useful life period not exceeding 10 years using the straight-line method.

## Financial assets

Financial assets include associates, related parties, non-listed investments in funds, co-investments and listed and non-listed direct investments, held for the long-term and valued at historical cost less impairment.

## Impairment of assets

All assets are reviewed as of each balance sheet date for indications of impairment. If there are indications that an asset may be impaired, the recoverable amount of the asset is determined and the impairment loss is estimated. Should the estimated recoverable amount of the asset, which is equivalent to the higher of net market value and the useful value of the asset, be lower than the asset's book value, an adjustment is made to the income statement to reduce the book value of the asset to the estimated recoverable amount in the same period in which the impairment was discovered. Net market value is the price obtainable between independent third parties less the associated selling expenses. Useful value is based on the estimated future cash flows resulting from the use of the asset, including any possible cash flow at the end of the useful life, discounted using an appropriate long-term interest rate.

## Operating Leases

Operating lease payments are recognised as expenses in the income statement on a straight-line basis over the lease term.

## Financial liabilities

Financial liabilities are measured at amortized costs.

## Trade and other payables

Trade and other payables are stated at its nominal amount.

## Provisions

Provisions are established when a legal or constructive obligation arising from past events exists that will likely result in a cash outflow and this cash outflow can be reliably measured. The provisions established represent the best possible estimate of the final obligation. Long-term provisions are discounted to their present values, provided that the impact is material. The subdivision into short-term and long-term provisions is based on whether utilisation is assumed to be probable within one year or at a later time.

Possible obligations whose existence requires confirmation by future events, or obligations whose amount cannot be reliably estimated, are disclosed in the notes to the financial statements as contingent liabilities.

## Contingent liabilities

Contingent liabilities are assessed according to the probability and scope of future unilateral contributions and costs and are disclosed in the notes.

## Pension benefit obligations

The pension benefit obligations of the Group companies in respect of old age, death and disability comply with the statutory provisions and regulations in the respective countries.

An economic benefit is capitalised provided it will be available to reduce the company's future pension expenses. An economic obligation is recognised as a liability if the conditions for establishing a provision are met. Any unconditionally available employer contribution reserves are recognised as assets. The economic impacts of surpluses or deficits in the pension funds on the Group, as well as a change in any employer contribution reserves, are recognised as profit or loss and reported as personnel expenses in addition to the contributions deferred to the reporting period.

## Taxes

### Income taxes

Current income taxes are calculated at the prevailing tax rates on the basis of the expected fiscal result for the period as per commercial law and according to the respective tax assessment rules. They are disclosed under other current liabilities.

### Deferred taxes

Deferred taxes are taken into account on temporary differences between tax bases and the carrying amounts in the consolidated financial statements and are calculated using the liability method based on effective or expected effective local tax rates. Deferred tax assets are recognised for loss carry-forwards where it is highly probable that they can be offset against future taxable income. The changes in deferred tax assets and liabilities are recognised in the consolidated income statement. Taxes on transactions that are reported in equity are also recognised in equity.

## Revenue recognition

### Net sales

Sales consists of all sales proceeds attained from the delivery of goods to third parties after deducting discounts, rebates and cash discounts. Sales proceeds are always included in the income statement as soon as the delivery of the goods has taken place and risks and rewards have been transferred to the buyer.

### Rental income

Rental income from tenants is recognised in the income statement on a straight-line basis over the term of the lease.

### Service income

Service income consists of services to third parties after deduction of discounts and rebates. Service proceeds are included in the income statement as soon as the service has been rendered.

### Gain or loss on disposal of tangible and financial assets

The gain or loss on disposal of tangible and financial assets is recognised when assets are effectively sold. It consists of the sales proceed, net of any selling expenses, minus the net book value including any impairment previously taken on such assets.

## Financial result

### Financial income

Financial income comprises dividends, interest income, fair value adjustment gains on current liquid assets, realized foreign currency gains and gains on hedging instruments that are recognised in the income statement.

Interest income is recognised in the income statement as it accrues. Dividend income is recognised when declared by the Board of Directors or at the Annual General Meeting of the shareholders.

**Financial expenses**

Financial expenses comprise interest expenses, fair value adjustment losses on current liquid assets, realized foreign currency losses and losses on hedging instruments that are recognised in the income statement.

All borrowing costs are recognised in the income statement as it accrues.

Value adjustments result from the compliance of the fair market value principle applied to financial instruments, such as bonds, shares, warrants and options.

## Note 1 Consolidation scope

The most significant companies contributing to the Group consolidation as at December 31, 2023 are listed below:

| Entities | Country | Interest held in capital / votes | | Currency | Share capital | | Equity contribution | |
|---|---|---|---|---|---|---|---|---|
| | | 2023 | 2022 | | 2023 | 2022 | 2023 | 2022 |
| Interogo Holding AG | CH | Parent | Parent | TCHF | 330'000 | 330'000 | 996'390 | 996'390 |
| Inter Holding Services SA | BE | 100% | 100% | TEUR | 63 | 63 | - | - |
| Vastint Holding BV * | NL | 100% | 100% | TEUR | 45'378 | 45'378 | 1'959'067 | 959'067 |
| Vastint Netherlands BV * | NL | 100% | 100% | TEUR | 40'505 | 40'505 | 3 | 3 |
| Vastint Belgium SA | BE | 100% | 100% | TEUR | 48'065 | 16'065 | 837 | 837 |
| Parc Louise SA | BE | 100% | 100% | TEUR | 12'744 | 744 | - | - |
| Vastint Lithuania UAB | LT | 100% | 100% | TEUR | 75'965 | 28'965 | - | - |
| Vastint France SAS | FR | 100% | 100% | TEUR | 12'000 | 10'000 | 62'000 | 24'000 |
| Vastint France Construction SAS | FR | 100% | 100% | TEUR | 500 | 500 | - | - |
| Vastint Latvia SIA | LV | 100% | 100% | TEUR | 71'000 | 21'000 | 19'630 | 19'630 |
| Vastint Romania SRL | RO | 100% | 100% | TRON | 793'788 | 273'166 | - | - |
| Vastint UK BV | NL | 100% | 100% | TGBP | 431'098 | 109'058 | 69'973 | 69'973 |
| Vastint UK Services Ltd | UK | 100% | 100% | TGBP | 496'000 | 174'000 | - | - |
| Vastint UK Residential Ltd | UK | 100% | 100% | TGBP | 151'000 | 51'000 | - | - |
| Vastint Land BV (liquidated) | NL | - | 100% | TEUR | - | 5'000 | - | - |
| Aurora Vastgoed BV | NL | 100% | 100% | TEUR | 18 | 18 | 68'069 | 68'069 |
| Colgardie S.L. | SP | 100% | 100% | TEUR | 36'703 | 36'703 | 9'000 | 9'000 |
| Vastint Poland Spzoo | PL | 100% | 100% | TEUR | 56'971 | 42'530 | 300'813 | 163'254 |
| Vastint Hospitality BV | NL | 100% | 100% | TEUR | 1'000 | 1'000 | 290'000 | 290'000 |
| Hospitality Equipment BV | NL | 100% | 100% | TEUR | 100 | 100 | 3'000 | - |
| Vastint Hospitality UK Services Ltd | UK | 100% | 100% | TGBP | 50 | 50 | - | - |
| Vastint Hospitality Germany Services GmbH | DE | 100% | 100% | TEUR | 25 | 25 | - | - |
| Vastint Factory SRL | IT | 100% | 100% | TEUR | 10 | 10 | 52'970 | 470 |
| Vastint Italy SRL | IT | 100% | 100% | TEUR | 10 | 10 | 149'590 | 49'590 |
| Vastint Hospitality Spain SL | SP | 100% | 100% | TEUR | 3 | 3 | - | - |
| Vastint Hospitality UK Student Home BV | NL | 100% | 100% | TGBP | - | - | - | - |
| F17 Hotelltomt AS | NO | 100% | - | TNOK | 20'712 | - | - | - |
| Hotel Co 51 BV | NL | 100% | 100% | TEUR | - | - | 45'000 | 45'000 |
| Hotel Co 51 Netherlands BV | NL | 100% | 100% | TEUR | 250 | 250 | 2'000 | 2'000 |
| Hotel Co 51 Italy Srl | IT | 100% | 100% | TEUR | 10 | 10 | 1'100 | 1'100 |
| Hotel Co 51 Norway AS | NO | 100% | 100% | TNOK | 30 | 30 | 25'322 | 25'322 |
| Hotel Co 51 UK Ltd | UK | 100% | 100% | TGBP | - | - | 8'526 | 8'526 |
| Hotel Co 51 France SAS | FR | 100% | 100% | TEUR | 10 | 10 | 4'500 | 4'500 |
| Hotel Co 51 Poland Spzoo | PL | 100% | 100% | TPLN | 926 | 926 | 5'984 | 5'984 |
| Hotel Co 51 Belgium SRL | BE | 100% | 100% | TEUR | 5 | 5 | 7'000 | 7'000 |
| Hotel Co 51 Germany GmbH | DE | 100% | 100% | TEUR | 25 | 25 | 13'000 | 13'000 |
| Inter Fund Management SA | LU | 100% | 100% | TEUR | 1'500 | 1'500 | - | - |
| Inter STL SA | LU | 100% | 100% | TEUR | 50'000 | 50'000 | 146'700 | 142'200 |
| Sirius Investment Fund SICAF-SIF – Pick Fund | LU | 100% | - | TEUR | 12'675 | - | - | - |
| IH International Advisors Ltd | UK | 100% | 100% | TGBP | 50 | 50 | - | - |
| IH International Advisors US Inc. | US | 100% | 100% | TUSD | 250 | 250 | - | - |
| IH Participations AG | CH | 100% | 100% | TEUR | 359 | 359 | 39'490 | 39'490 |
| International SIF SICAV SA * | LU | 100% | 100% | TEUR | 1'250 | 1'250 | 638 | 638 |
| Interogo Investment AG | CH | 100% | - | TEUR | 150 | - | 10'824'224 | - |
| Sirius Investment Fund SICAF-SIF – Magnolia Fund | LU | 100% | - | TEUR | 15'101 | - | - | - |
| International II SIF SICAF SA | LU | 100% | 100% | TEUR | 170'000 | 170'000 | 370'000 | - |
| IH Long-Term Equity Advisors AB | SE | 100% | 100% | TSEK | 50 | 50 | - | - |
| Inter Long Term Capital S.A. | LU | 100% | 100% | TEUR | 31 | 31 | 352'000 | 292'000 |
| IH Infrastructure Advisors AG | CH | 100% | 100% | TCHF | 100 | 100 | - | - |
| Inter Infrastructure Capital SA | LU | 100% | 100% | TEUR | 31 | 50'031 | 290'000 | 110'000 |
| Bruc Fuentes S.L.*E | ES | 49% | - | TEUR | 447 | - | 360'314 | - |
| Nalka DACH Investments SA SICAF - RAIF | LU | 100% | - | TEUR | 111'250 | - | - | - |
| Norres Baggerman Group* | DE | 70% | - | TEUR | 579 | - | 158'754 | - |
| Nalka Invest AB * | SE | 100% | 100% | TSEK | 60'000 | 60'000 | 858'418 | 858'418 |
| Asker Healthcare Group AB | SE | 69% | 69% | TSEK | 520'827 | 457'954 | 1'050'000 | 1'050'000 |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Prototal Holding AB | SE | 77% | 77% | TSEK | 221'250 | 221'250 | 126'039 | 126'039 |
| Best Transport Holding AB | SE | 90% | 89% | TSEK | 547'554 | 547'554 | - | - |
| MYBW Office Management TopCo AB* | SE | 79% | 79% | TSEK | 886'273 | 886'273 | 4'950 | 4'950 |
| Cibes Holding AB * | SE | 95% | 94% | TSEK | 36'288 | 36'288 | 403'833 | 403'833 |
| Open Air Holding AB * | SE | 91% | 84% | TSEK | 64'927 | 8'077 | 103'976 | 103'976 |
| Lekolar Group AB * | SE | 91% | 91% | TSEK | 354'285 | 354'285 | - | - |
| Certego Topco AB * | SE | 96% | 97% | TSEK | 3'307 | 25 | 684'275 | 684'275 |
| Uniwater Topco AB * | SE | 80% | 80% | TSEK | 682'200 | 652'250 | 49'975 | 49'975 |
| Precis Digital AB *[E] | SE | 21% | 22% | TSEK | 401'321 | 183'472 | - | - |

*Companies with subsidiaries in following countries: CH, DK, FI, NO, DE, ES, MT, MU, NL, SE, US, UK, LA, LI, CHN, VNM, THA, PHL, UAE, IN, AU.

[E] Accounted for using the equity method

In 2023, Nalka DACH Investments SA SICAF-RAIF acquired 70% of the shares of Norres Baggerman Group and Inter Infrastructure Capital SA acquired 49% of Bruc Fuentes S.L.

### Note 2 Leased land and tangible assets

| In EUR 1'000 | Land undeveloped | Land & building | Leasehold improvements | Other assets & equipment | Assets under construction | Total |
|---|---|---|---|---|---|---|
| **At cost** | | | | | | |
| **As at January 1, 2022** | **519'229** | **2'773'798** | **141'230** | **29'114** | **352'041** | **3'815'412** |
| Additions | 14'902 | 215'430 | 18'058 | 3'374 | 241'188 | 492'952 |
| Disposals | - | -7'640 | -35 | -2'352 | - | -10'027 |
| Transfers | -9'811 | 180'707 | 466 | 14'407 | -175'688 | 10'081 |
| Scope change | - | 47'482 | -2'233 | 272 | 53 | 45'574 |
| Translation adjustment | -12'002 | -57'835 | -413 | -962 | -10'338 | -81'550 |
| **As at December 31, 2022** | **512'318** | **3'151'942** | **157'073** | **43'853** | **407'256** | **4'272'442** |
| Additions | 29'811 | 44'678 | 14'239 | 2'833 | 223'699 | 315'260 |
| Disposals | - | -40'961 | -797 | -2'942 | -184 | -44'884 |
| Transfers | -7'175 | 45'119 | 5'716 | 6'233 | -42'110 | 7'783 |
| Scope change | - | 45'427 | - | -496 | - | 44'931 |
| Translation adjustment | 4'295 | 15'776 | -96 | 153 | 4'055 | 24'183 |
| **As at December 31, 2023** | **539'249** | **3'261'981** | **176'135** | **49'634** | **592'716** | **4'619'715** |
| **Accumulated depreciation** | | | | | | |
| **As at January 1, 2022** | **-** | **-526'187** | **-44'317** | **-13'424** | **-** | **-583'928** |
| Additions | - | -96'100 | -14'121 | -8'101 | - | -118'322 |
| Disposals | - | 7'062 | 23 | 2'217 | - | 9'302 |
| Impairment | - | - | - | - | - | - |
| Transfers | - | 2'820 | -747 | -1'820 | - | 253 |
| Scope change | - | -30'273 | 2'130 | -134 | - | -28'277 |
| Translation adjustment | - | 9'369 | 165 | 364 | - | 9'898 |
| **As at December 31, 2022** | **-** | **-633'312** | **-56'866** | **-20'899** | **-** | **-711'077** |
| Additions | - | -106'076 | -16'801 | -8'790 | - | -131'667 |
| Disposals | - | 13'095 | 796 | 2'909 | - | 16'800 |
| Impairment | - | -808 | - | - | - | -808 |
| Transfers | - | 4'873 | -4'183 | 1'118 | | 1'808 |
| Scope change | - | -22'421 | - | 158 | - | -22'263 |
| Translation adjustment | - | -1'344 | 34 | -71 | | -1'381 |
| **As at December 31, 2023** | - | **-745'996** | **-77'019** | **-25'576** | **-** | **-848'591** |
| **Net book value** | | | | | | |
| - as at January 1, 2022 | 519'229 | 2'247'611 | 96'913 | 15'690 | 352'041 | 3'231'484 |
| - as at December 31, 2022 | 512'318 | 2'518'630 | 100'207 | 22'954 | 407'256 | 3'561'365 |
| **- as at December 31, 2023** | **539'249** | **2'515'985** | **99'116** | **24'058** | **592'716** | **3'771'124** |

Additions to tangible assets mainly relates to Vastint (real estate). The geographical split for real estate development expenditures (offices, hotels, residential) is summarised as follows: UK 46%, PL 17%, NL 12%, LA 6%, IT 5%, LI 5%, RO 5%, FR 2%, BE 1% and 1% others.

## Note 3 Intangible assets

| In EUR 1'000 | Goodwill | Licenses and other intangibles | Total |
|---|---|---|---|
| **At cost** | | | |
| **As at January 1, 2022** | **1'024'141** | **177'387** | **1'201'528** |
| Additions | - | 21'317 | 21'317 |
| Disposals | - | - | - |
| Transfers | -47'645 | 63'562 | 15'917 |
| Scope change | 193'213 | 152'022 | 345'235 |
| Translation adjustment | -68'367 | -17'833 | -86'200 |
| **As at December 31, 2022** | **1'101'342** | **396'455** | **1'497'797** |
| | | | |
| Additions | 214'220 | 20'755 | 234'975 |
| Disposals | - | -10'986 | -10'986 |
| Transfers | -441 | 3'772 | 3'331 |
| Scope Change | 28'092 | 48'610 | 76'702 |
| Translation adjustment | 4'515 | 2'481 | 6'996 |
| **As at December 31, 2023** | **1'347'728** | **461'087** | **1'808'815** |
| | | | |
| **Accumulated depreciation** | | | |
| **As at January 1, 2022** | **-272'764** | **-93'547** | **-366'311** |
| Additions | -111'100 | -37'589 | -148'689 |
| Disposals | - | - | - |
| Impairment | -6'555 | - | -6'555 |
| Transfers | -3'224 | -1'621 | -4'845 |
| Scope change | 12'384 | -5'905 | 6'479 |
| Translation adjustment | 18'821 | 7'146 | 25'967 |
| **As at December 31, 2022** | **-362'438** | **-131'516** | **-493'954** |
| | | | |
| Additions | -122'802 | -48'422 | -171'224 |
| Disposals | - | 10'985 | 10'985 |
| Impairment | - | - | - |
| Transfers | 104 | -3'193 | -3'089 |
| Scope change | 12'067 | -537 | 11'530 |
| Translation adjustment | -6'362 | -1'245 | -7'607 |
| **As at December 31, 2023** | **-479'431** | **-173'928** | **-653'359** |
| | | | |
| **Net book value** | | | |
| - as at January 1, 2022 | 751'377 | 83'840 | 835'217 |
| - as at December 31, 2022 | 738'904 | 264'939 | 1'003'843 |
| **- as at December 31, 2023** | **868'297** | **287'159** | **1'155'456** |

Intangible assets are mainly composed of goodwill on subsidiaries belonging to Nalka Invest AB Group.

## Note 4 Foreign currencies

| | Balance sheet year-end rates | | Income statement average rates | |
|---|---|---|---|---|
| | 31.12.2023 | 31.12.2022 | 2023 | 2022 |
| US Dollar (USD) | 0.9036 | 0.9394 | 0.9228 | 0.9509 |
| British Pound (GBP) | 1.1531 | 1.1316 | 1.1508 | 1.1698 |
| Danish Krona (DKK) | 0.1342 | 0.1345 | 0.1342 | 0.1344 |
| Norwegian Krona (NOK) | 0.0886 | 0.0949 | 0.0873 | 0.0989 |
| Swedish Krona (SEK) | 0.0905 | 0.0896 | 0.0871 | 0.0936 |

## Note 5 Current and non-current financial assets

| In EUR 1’000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| Non-listed investments | 3’293’516 | 6’801’709 |
| Listed investments | 362’906 | 194’253 |
| Non-current loans receivable | 17’928 | 42’607 |
| Non-current loans receivable from associates | 70’524 | - |
| **Total non-current financial assets** | **3’744’874** | **7’038’569** |
| | | |
| Current loans receivables | 717’406 | 11’754’683 |
| Other current financial assets | 97’437 | 67’545 |
| **Total current financial assets** | **814’843** | **11’822’228** |

Non-listed investments include interests in investment funds and minority stakes in non-listed companies as part of our private and long-term equity investment strategy. The caption “Listed investments” relate to the listed investments being part of our long-term equity investment strategy.

During 2023 the group distributed a dividend in kind in form of non-listed investments to its shareholder. The decrease in current loan receivables is linked to the demerger of the shareholder. As part of this transaction current loans were repaid.

## Note 6 Other non-current assets

| In EUR 1’000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| Cash guarantees and deposits | 11’857 | 13’386 |
| Deferred tax asset | 147’318 | 25’314 |
| Straight-lining of rental income | 24’366 | 34’286 |
| Other non-current receivables | 7’994 | 7’885 |
| **Total** | **191’535** | **80’871** |

## Note 7 Inventories

| In EUR 1’000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| Raw material and consumables | 47’067 | 47’635 |
| Inventory in progress | 5’691 | 6’289 |
| Finished goods and goods for resale | 259’649 | 239’074 |
| Assets held for sale | 2’162 | 4’115 |
| **Total** | **314’569** | **297’113** |

Assets held for sale are related to properties held by Vastint consisting of residential properties built for sale. Other inventories are highly diversified as industrial, wholesale and retail goods held essentially by Nalka Invest’s portfolio companies.

### Note 8 Securities

Securities are composed of fixed income investments, listed equities and cash investments. Cash investments consists of investments in money market funds and other highly liquid fixed income and other debt instruments held as part of treasury management.

| In EUR 1'000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| Fixed Income | 1'837'202 | - |
| Listed Equities | 6'357'144 | - |
| Cash Investments | 8'696'867 | 3'520'025 |
| **Total** | **16'891'213** | **3'520'025** |

### Note 9 Cash and cash equivalents

| In EUR 1'000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| Cash at bank and in hand | 378'549 | 332'552 |
| Short-term deposits | 22 | 100'264 |
| **Total** | **378'571** | **432'816** |

### Note 10 Provisions

| In EUR 1'000 | Provisions for em-ployment commit-ment | Deferred tax liability | Other provisions | Total |
|---|---|---|---|---|
| **As at January 1, 2022** | 13'713 | 34'117 | 11'733 | 59'563 |
| Creation | 19 | 1'483 | 636 | 2'138 |
| Utilization | -130 | -8'823 | -5'337 | -14'290 |
| Scope change | 1'391 | 50'004 | 5'421 | 56'816 |
| Translation adjustment | -87 | -2'897 | -932 | -3'916 |
| **As at December 31, 2022** | **14'906** | **73'884** | **11'521** | **100'311** |
| | | | | |
| Creation | 7'537 | - | 4'395 | 11'932 |
| Utilization | - | -5'901 | -2'451 | -8'352 |
| Scope change | -138 | 11'455 | 2'013 | 13'330 |
| Translation adjustment | 24 | 575 | 25 | 624 |
| **As at December 31, 2023** | **22'329** | **80'013** | **15'503** | **117'845** |

The provision for employment commitment is a potential liability related for almost its entirety to pension obligations related to pension schemes no longer in force within the Group due to market conditions this provision had to be increased by EUR 7m.

### Note 11 Current and non-current financial liabilities

The current and non-current financial liabilities comprise loans owed to related parties and credit institutions with the following maturity:

| In EUR 1'000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| More than one year | 685'622 | 614'030 |
| Less than one year | 3'832'896 | 14'304'120 |
| **Total** | **4'518'518** | **14'918'150** |

### Note 12 Transactions with related parties

| Balance sheet In EUR 1'000 | 31.12.2023 | 31.12.2022 |
|---|---|---|
| Non-current financial assets | 70'524 | 4'109'438 |
| Other receivables and prepayments | 287 | 88 |
| Current financial assets | - | 11'753'091 |
| **Assets** | **70'811** | **15'862'617** |
| | | |
| Non-current financial liabilities | - | - |
| Current financial liabilities | 979 | 14'197'857 |
| **Liabilities** | **979** | **14'197'857** |

| Income statement In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Other operating revenues | 10'536 | 12'213 |
| Service expenses | -224 | -300 |
| Dividend income | 1'000'000 | 850'000 |
| Interest income | 346'443 | 376'771 |
| Interest expense | -422'794 | -375'367 |

Related parties include associates and Interogo Foundation, the ultimate owner, and its subsidiaries who are not part of the Interogo Holding AG consolidation scope. Any rendering of services and lending to and from related parties are entered at market conditions. The change in the non-current financial assets is mainly due to the dividend in kind distribution.

### Note 13 Sales

Sales are composed of diversified activities such as industrial, wholesale and retail goods of portfolio companies of Nalka Invest AB.

### Note 14 Other operating income

| In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Rental income | 146'775 | 125'920 |
| Service income | 48'061 | 48'428 |
| Investment income | 330'453 | 354'228 |
| Gain on sales of tangible assets | 27'981 | 5'398 |
| Other | 250'304 | 179'420 |
| **Total** | **803'574** | **713'394** |

Rental income consists of rental income on leased properties owned by Vastint. Service income consists of, for the majority, maintenance activities of Nalka's portfolio companies and for a smaller portion to fund management services rendered by Inter Fund Management. Investment income relates to net realised gains, interest income and dividend income generated by our private equity, long-term equity and liquid asset investments portfolios and net realised gains on disposal of participations. In other income included are revenues from hotel operations, license income and other operating income.

### Note 15 Personnel expenses

| In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Wages and salaries | 480'941 | 431'742 |
| Social security expenses | 93'010 | 78'631 |
| Pension expenses | 34'785 | 31'777 |
| Other | 22'532 | 20'020 |
| **Total** | **631'268** | **562'170** |

### Note 16 Employee pensions

The Group provides post-employment benefits to its employees, in the form of defined contribution or defined benefit pension plans, in most countries where it operates and in line with country legislation.

### Note 17 Other operating expenses

| In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Consultancy, advisory and investment fees | 120'505 | 108'526 |
| Impairment on non-current financial assets | 111'038 | 176'106 |
| Impairment on current assets | 24 | -318 |
| Property maintenance, repairs and utilities | 142'905 | 107'102 |
| Marketing and communication | 31'684 | 27'308 |
| Loss on disposal of tangible assets | - | 102 |
| Loss on disposal of financial assets | 145'823 | 37'936 |
| Other operating expenses | 288'056 | 232'789 |
| **Total** | **840'035** | **689'551** |

Other operating expenses consists of cost related to hotel operations, IT expenses, insurance expenses and other operating expenses.

### Note 18 Financial result

| In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Dividend income | 1'000'000 | 850'000 |
| Interest income and expenses | -38'059 | -142'324 |
| Fair value adjustments on securities | 352'976 | -4'729 |
| Net foreign exchange gains or losses | -39'038 | 6'475 |
| Other financial income and expenses | -6'585 | -6'475 |
| Share of result from associates | -15'455 | 377 |
| **Total** | **1'253'839** | **703'324** |

### Note 19 Income taxes

| In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Current income taxes | 81'052 | 33'291 |
| Deferred income taxes | -125'572 | 22'987 |
| **Total** | **-44'520** | **56'278** |

Group companies recognised deferred tax assets of EUR 147.3m (2022: EUR 25.3m) which arises from tax losses carried forward and other temporary tax differences. The average rate to calculate the deferred tax assets and liabilities was 17.5% (2022: 19%). The tax losses carried forward not recognised amount to EUR 114m (2022: EUR 189m).

Interogo Holding Group falls under the scope of the OECD Pillar Two model rules, which are already enacted in Switzerland and are expected to be enacted in the near future in the jurisdictions where the group operates.

As of year-end 2023, the Pillar Two legislation was not yet effective in any of the operating jurisdictions, hence resulting in no additional current income taxes for the group. The group has elected not to recognize additional deferred taxes related to Pillar Two income taxes.

The continuant changes in tax laws, pending guidance and the ongoing interpretation of the Pillar Two rules make it not practically possible to reliably quantify the potential impact on the Group's tax positions.

### Note 20 Contingent liabilities

Group companies have issued guarantees towards third parties for a total amount of EUR 21m (2022: EUR 35m). The Group also has commitments into conditional land purchase and investment agreements for EUR 1'557m (2022: EUR 1'556m).

## Note 21 Derivative financial instruments

Derivative financial instruments are recognised at fair value. The Company has foreign exchange contracts outstanding as of 31 December 2023. These contracts were entered in order to hedge the intercompany and related party loans.

| Derivative financial instruments in mEUR | Contract value | | Positive value | | Negative value | | Derivative class |
|---|---|---|---|---|---|---|---|
| | 31.12.2023 | 31.12.2022 | 31.12.2023 | 31.12.2022 | 31.12.2023 | 31.12.2022 | |
| FX Swap | 7'002'944 | 4'415'067 | 97'437 | 67'545 | -47'039 | -9'012 | Hedging |
| **Total** | **7'002'944** | **4'415'067** | **97'437** | **67'545** | **-47'039** | **-9'012** | |
| | | | | | | | |
| Current loans receivables | | | 717'406 | 11'754'683 | | | |
| Derivative financial instrument | | | 97'437 | 67'545 | | | |
| Current financial liabilities | | | | | 3'879'935 | 14'313'132 | |
| Derivative financial instrument | | | | | -47'039 | -9'012 | |
| **Total** | | | **814'843** | **11'822'228** | **3'832'896** | **14'304'120** | |

## Note 22 Contractual obligations

The table below shows future leasing obligations amount from land leases and other rental arrangements.

| In EUR 1'000 | 2023 | 2022 |
|---|---|---|
| Less than one year | 119'512 | 52'554 |
| Between one and five years | 104'563 | 95'476 |
| Over five years | 87'173 | 140'610 |
| **Total** | **311'248** | **288'640** |

## Note 23 acquired group companies

During the financial year 2023 the Group invested in Norres Baggerman Group via the Luxembourg investment fund Nalka DACH Investments SA SICAF-RAIF. The impact of the purchase of the 70% stake on the Group's consolidated financial statement is presented below.

| In EUR 1'000 | Norres Baggerman Group |
|---|---|
| Intangible assets | 18'358 |
| Tangible assets | 19'558 |
| Financial assets | 2'611 |
| Inventory | 22'227 |
| Current assets | 14'707 |
| Cash and bank | 7'978 |
| **Total assets** | **85'439** |
| | |
| Long term liabilities | 39'087 |
| Other short term liabilities | 11'781 |
| NCI | 641 |
| **Total liabilities** | **51'509** |
| | |
| **Net assets** | **33'930** |
| | |
| **Goodwill** | **169'539** |
| **Purchase price** | **203'469** |

During the financial year 2022 the Group divested Eson Pac International AB. The company was sold and deconsolidated as of 11 April 2022. The impact on the Group's consolidated financial statement is presented below.

| In EUR 1'000 | Eson Pac International AB |
|---|---|
| Intangible assets | 6'599 |
| Tangible assets | 10'144 |
| Financial assets | 859 |
| Inventory | 4'155 |
| Current assets | 11'386 |
| Cash and bank | 1'738 |
| **Total assets** | **34'882** |
| | |
| Long term liabilities | 6'626 |
| Other short term liabilities | 13'272 |
| **Total liabilities** | **19'898** |

### Note 24 Subsequent events

The Board of Directors is of the opinion that, as of the date of this report, there has been no event which require additional disclosure in or adjustments to the amounts recognised in these audited consolidated financial statements.

Interogo holding

# Independent Auditor's Report

EY
Building a better working world

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To the General Meeting of
Interogo Holding AG, Freienbach

Zurich, 7 May 2024

## Report of the statutory auditor

### Report on the audit of the consolidated financial statements

**Opinion**
We have audited the consolidated financial statements of Interogo Holding AG and its subsidiaries (the Group), which comprise the consolidated balance sheet as of 31 December 2023, the consolidated income statement, the consolidated statement of cash-flows and the changes in shareholders' equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements (pages 13 - 30) give a true and fair view of the consolidated financial position of the Group as at 31 December 2023 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Swiss GAAP FER and comply with Swiss law.

**Basis for opinion**
We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements" section of our report. We are independent of the Group in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession, and we have fulfilled our other 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 opinion.

**Other information**
The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements, the stand-alone financial statements and our auditor's reports thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

**Board of Directors' responsibilities for the consolidated financial statements**
The Board of Directors is responsible for the preparation of the consolidated financial statements, which give a true and fair view in accordance with Swiss GAAP FER and the provisions of Swiss law, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

**Auditor's responsibilities for the audit of the consolidated financial statements**
Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and SA-CH 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 consolidated financial statements.

A further description of our responsibilities for the audit of the consolidated financial statements is located on EXPERTsuisse's website at: https://www.expertsuisse.ch/en/audit-report. This description forms an integral part of our report.

## Report on other legal and regulatory requirements

In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

Ernst & Young Ltd

| | |
|---|---|
| Christoph Michel (Qualified Signature) | Gianantonio Zanetti (Qualified Signature) |
| Licensed audit expert<br>(Auditor in charge) | Licensed audit expert |

Interogo holding

**Interogo Holding AG**

For further information, please visit the Interogo Holding AG website, www.interogoholding.com