

1–12 | 2025

Financial Statements

Bulletin

Record high fee income, fee profit
and assets under management

CapMan

CapMan Plc 2025 Financial Statements Bulletin

Results 2025, continuing operations

- Assets under management EUR 7.2 billion 31 December 2025 (EUR 6.1 billion 31 December 2024)
- Group revenue was MEUR 63.0 1 January–31 December 2025 (MEUR 57.6 1 January–31 December 2024) of which:
 - Fee income was MEUR 58.9 (MEUR 53.3)
 - Carried interest was MEUR 4.1 (MEUR 4.3)
- Operating profit was MEUR 23.2 (MEUR 16.7) and comparable operating profit was MEUR 25.8 (MEUR 19.0)
- Fee profit was MEUR 7.4 (MEUR 6.9)
- Fee profit before group costs was MEUR 10.2 (MEUR 9.9)
- Diluted earnings per share were 7.4 cents (2.8 cents) and comparable diluted earnings per share were 8.6 cents (4.0 cents)

Significant events

- In March, CapMan Real Estate fund CapMan Hotels II closed the acquisition of Midstar Fastigheter AB's hotel portfolio, growing CapMan's assets under management by EUR 0.4 billion.
- In June, CapMan signed an agreement to acquire majority of German based real estate debt specialist CAERUS Debt Investments AG and launched new investment area Real Asset Debt. The transaction was closed on 31 July 2025, and as at 31 December 2025 contributed some EUR 0.6 billion to CapMan's assets under management.
- The Board of Directors expects the dividend distribution for 2025 to be EUR 0.12 per share, of which EUR 0.06 per share is proposed to be paid on 8 April 2026 and EUR 0.06 per share following a Board resolution in September.

Key figures

Fee profit	Net carried interest	Return on investments
1–12 2025 €7.4m	1–12 2025 €3.0m	Fair value change 1–12 2025 €15.5m / +8.6%
Change 1–12 2025 +6%	Change 1–12 2025 –32%	Fair value of investments 31 December 2025 €179m
Growth / last three years +22% p.a.	Average / last three years €3.5m p.a.	Fair value change / last three years +3.2% p.a.

CEO's comment

2025 was a year of strong financial development for CapMan. Assets under management grew 19% to a new record level of EUR 7.2 billion. Consequently, fee income and fee profit also reached record levels, with fee income growing 11% to EUR 58.9 million and fee profit reaching EUR 7.4 million.

During 2025 we raised a total of EUR 900 million of new capital across investment areas. This is an excellent achievement in a year marked by economic and geopolitical uncertainty, and a testament to our strong track record, dedicated teams and longstanding investor relationships. In addition, we during the year expanded into Real Asset Debt with the acquisition of CAERUS Debt Investments AG, that by year end contributed some EUR 600 million to assets under management.

Transaction activity returned to healthy levels

Value creation across CapMan's funds was strong in 2025 and transaction activity returned to healthy levels. As a result of active asset management, fair values developed positively across all investment areas, and the fair value of CapMan's balance sheet investments into own funds increased 10.2%. We completed 15 exits during the year, returning significant capital to our fund investors, and deployed capital through ten platform investments and several add-ons. The Nordic real estate market offered attractive opportunities, with Real Estate making six new fund investments and three successful exits. Natural Capital completed successful exits in Portugal, Latvia and Lithuania and Buyout exited five portfolio companies, including three from the latest Buyout XI fund.

Accelerating strategy execution during 2026

In 2026 we will focus on realising value from our funds and succeeding with the ongoing fund raisings. Natural Capital held the first close in European Forest Fund IV in December and the fundraising continues. Real Estate has a strong pipeline, having already secured the option for the first investment into the Nordic Real Estate IV fund that is being raised. In Real Asset Debt we are raising the eighth CAERUS real estate debt fund and in parallel explore the possibility to expand the offering into infrastructure debt. Additionally, Infra will launch the fundraising for the Nordic Infrastructure III flagship fund during the year. All four above mentioned flagship funds are expected to be larger than their predecessor funds, and once realised, contributing significantly to assets under management and fee income generation for several future years to come.

Strong position to continue positive financial development

Looking back at year 2025, we took significant steps towards achieving our strategic objective of reaching EUR 10 billion of assets under management and strengthened CapMan's strategic focus on real asset investments. The focus on creating scalable profitable operations is a core theme also for 2026, and we expect our assets under management and fee profit to continue to grow.

A warm thank you to our shareholders and fund investors for your continued trust. I also want to thank CapMan's leadership and all employees for your commitment and for creating the highly professional can-do culture that makes CapMan unique. I feel honoured to lead this growth chapter of CapMan and look forward to continuing to build value together with and for all our stakeholders.

Pia Kåll

CEO, CapMan Plc



Market environment

The amount of capital raised to alternative assets is still lower than in the peak years around 2020, but according to Preqin, an alternative assets analysis company, fundraising times have shortened during 2025 compared to the extended process durations the past two years. At the same time, the transaction market activity has continued to revitalise with deal volumes somewhat higher than the previous year. This could indicate a positive turn in the markets, but for the trend to continue it requires exits and capital distributions to investors to continue to pick-up. Despite the cautiously positive signs, full year 2025 is likely to have been the fourth year in a row with declining annual capital commitments.

The market environment is expected to continue to show higher inflation and interest rates, combined with geopolitically driven volatility in public equities. This is likely to over time favour private real asset investments, as investors are increasingly looking for increased diversification and investments with more controllable outcomes. In this environment, real asset investments that are asset-backed and have inflation linked income streams like infrastructure, real asset debt and natural capital can offer both outperformance and downside protection in portfolios.

In the long-term, private asset markets are expected to continue solid growth, and within the asset class Northern Europe and especially the Nordics are well positioned. The stable political environment and track record of strong private asset returns makes the Nordics attractive for institutional investors across Europe, North America and Asia alike.

Highlights of active value creation in portfolio

Seminaari School – Value enhancements and the speed of project execution exceeded return targets

During CapMan's ownership of only 1.5 years, the Seminaari School in Hämeenlinna, Finland, undertook several value-enhancing projects. A new geothermal heating system reduces the property's carbon footprint and operating costs while increasing on-site renewable energy generation. Together with other energy-efficiency improvements by CapMan, the property's primary energy demand is reduced by 65% and the buildings meet EPC A class. The buildings are now EU taxonomy aligned, which is the EU definition for sustainable investments. CapMan Real Estate also upgraded the schoolyard and the activity facilities for 700 pupils. During the weekends, the open schoolyard marks an important place for community members in the area. All projects were made in close cooperation with the City of Hämeenlinna. At the end of October, CapMan Real Estate sold the property to real estate investment company Hemsö. The faster-than-planned exit led to exceeding return targets.

Haminan Energia – Rapid execution of waste heat investment boosts profitability

CapMan Infra acquired Haminan Energia, a district heating and electricity network operator in Hamina in October 2024, and within a year has enabled the investment in a new heat pump plant that uses waste heat from Google's data centre. With the first heat supplied in Q4 2025, the project showcases CapMan's active ownership approach with rapid execution and strong collaboration with Haminan Energia and the City of Hamina. The project has a significant role in supporting the energy transition in the Hamina region. Once fully operational, it will cover around 70% of Hamina's district heating needs and cut CO₂ emissions by reducing fossil fuel and biomass use. The investment also lowers fuel costs, boosting profitability and return potential. Construction of the new heat pump was essential to harness waste heat from Google's data centre, allowing Haminan Energia to provide emission-free district heating to new customers and expand the network. The project is an example of how collaboration among stakeholders can lead to mutually beneficial solutions that support financial and sustainability value creation.

CapMan Plc 2025 Financial Statements Bulletin

Group revenue and result in 1–12 2025

Table 1: Group revenue and result in 1–12 2025

€ ('000)	1-12/2025	1-12/2024	Change
Continuing operations:			
Fee income	58,900	53,303	11 %
Carried interest	4,133	4,318	-4 %
Revenue	63,033	57,621	9 %
Operating expenses	-55,314	-48,749	13 %
Fair value changes	15,519	7,789	99 %
Operating profit	23,238	16,660	39 %
Items impacting comparability*	2,592	2,377	9 %
Comparable operating expenses	-52,722	-46,373	14 %
Comparable operating profit	25,830	19,037	36 %
Less:			
Net carried interest*	-2,957	-4,318	-32 %
Fair value changes of investments	-15,519	-7,789	99 %
Fee profit	7,355	6,930	6 %
Less:			
Group costs	2,849	2,961	-4 %
Fee profit before group costs	10,203	9,891	3 %
Earnings per share from continuing operations, diluted, cents	7.4	2.8	164 %
Comparable earnings per share from continuing operations, diluted, cents	8.6	4.0	115 %

*For more information, see table “Revenue, items impacting comparability and alternative performance measures” under the Tables section.

CapMan Group’s revenue totalled MEUR 63.0 in the period spanning 1 January–31 December 2025 (1 January–31 December 2024: MEUR 57.6), up 9% from the comparison period. The growth was mainly driven by Fee income, which increased 11% year-on-year, while less Carried interest was realised compared to previous year.

Operating expenses were MEUR 55.3 (MEUR 48.7) with the main items being:

- Personnel expenses MEUR 39.0 (MEUR 33.3)
- Depreciations and amortisations MEUR 3.0 (MEUR 2.4)

- Other operating expenses MEUR 13.3 (MEUR 13.0).

Comparable operating expenses were 14% above the comparison period at MEUR 52.7 (MEUR 46.4). The increase in operating expenses is mainly attributable to personnel expenses growing due to the transferred Midstar organisation, CAERUS acquisition, and carried interest linked bonuses.

Fair value changes of investments were MEUR 15.5 (MEUR 7.8), corresponding to a fair value increase of 8.6% (4.5%) in 2025. Investments into funds managed by CapMan developed on average positively contributing MEUR 14.3 (MEUR 8.3), corresponding to a 10.2% (6.9%) change in fair value. Investments into external funds developed also positively with fair value changes of MEUR 1.2 (MEUR -0.5), corresponding to a change of 3.0% (-1.0%).

On 31 December 2025 the fair value of CapMan's fund investments stood at MEUR 178.6 (31 December 2024: MEUR 167.2). Of the total, MEUR 143.6 (MEUR 128.1) is invested into funds managed by CapMan and MEUR 35.0 (MEUR 39.1) is invested into external funds. The year-on-year decrease in the value of external fund investments is mainly due to secondary transaction completed in August 2025. In line with our strategy, new external fund investments are currently not planned and thereby the share of external fund investments and their impact on Group level fair value changes will decrease over time.

Investments in portfolio companies are valued at fair value in accordance with the International Private Equity and Venture Capital Valuation Guidelines (IPEVG). Investments in real estate and natural capital are valued at fair value based on appraisals made by independent external experts. Valuation of external funds is based primarily on fair values reported by respective external fund managers. Sensitivity analysis by investment area is presented in the Tables section of this report.

Operating profit was MEUR 23.2 (MEUR 16.7). The comparable operating profit was MEUR 25.8 (MEUR 19.0). The increase year-on-year is mainly due to the increase in Fair value changes.

Fee profit increased 6% year-on-year and stood at MEUR 7.4 (MEUR 6.9). Fee profit before Group costs was MEUR 10.2 (MEUR 9.9).

The result for the period was MEUR 15.8 (MEUR 9.4). The comparable result for the period was MEUR 17.9 (MEUR 11.5).

A quarterly breakdown of revenue and profit, together with operating profit/loss, alternative performance measures as well as items affecting comparability are available in the Tables section of this report.

Assets under management as at 31 December 2025

Assets under management refers to the remaining investment capacity of funds and capital already invested at acquisition cost or at fair value when referring to mandates and open-ended funds. Assets under management is calculated based on the capital, which forms the basis for management fees, and includes primarily equity without accounting for the funds' debt. Assets under management is impacted by fundraising, exits and fair value changes for open-ended funds as well as wealth management.

Assets under management were MEUR 7,211 as at 31 December 2025 (31 December 2024: MEUR 6,063). In total, some MEUR 900 of new capital was raised during the period. The largest intake of capital was into Real Estate funds, with CapMan Hotels II growing the most through the acquisition of the Midstar portfolio in the first quarter. Real Asset Debt, through the acquisition of CAERUS in the third quarter contributed MEUR 585 at year end. Simultaneously exits across investment areas reduced assets under management with some MEUR 275.

Table 2: Assets under management (incl. funds and mandates)

	31 December 2025 (MEUR)	31 December 2024 (MEUR)
Real Estate	3,754	3,090
Private Equity & Credit	918	1,080
Natural Capital	816	726
Real Asset Debt	585	n/a
Infra	554	648
Wealth Management	583	518
Total assets under management	7,211	6,063

Balance sheet and financial position as at 31 December 2025

CapMan's balance sheet totalled MEUR 337.6 as at 31 December 2025 (31 December 2024: MEUR 343.3), of which goodwill amounted to MEUR 32.5 (MEUR 30.1). Cash and short-term financial assets amounted to MEUR 64.5 (MEUR 93.9), of which cash and cash equivalents were MEUR 61.0 (MEUR 90.1), and other short-term financial assets were MEUR 3.5 (MEUR 3.8). The short-term financial assets consist of liquid fixed income investments.

CapMan's total equity amounted to MEUR 194.4 (MEUR 202.6). Interest-bearing net debt amounted to MEUR 45.2 (MEUR 12.4). CapMan's other short-term financial assets are not included in the net debt calculation. CapMan's total interest-bearing debt as at 31 December 2025 is outlined in Table 3.

Table 3: CapMan's interest bearing debt

	Debt amount 31 Dec 2025 (MEUR)	Matures latest	Annual interest	Debt amount 31 Dec 2024 (MEUR)
Senior bond (issued in 2022)	40 MEUR	Q2 2027	4.50%	40 MEUR
Senior bond (issued in 2024)	60 MEUR	Q2 2029	6.50%	60 MEUR
Long-term credit facility (available)	(20 MEUR)	Q2 2027	1.75-2.70%	(20 MEUR)

CapMan's bonds and long-term credit facility include financing covenants, which are conditional on the company's equity ratio and net gearing ratio. CapMan honoured all covenants as at 31 December 2025. The senior bonds issued in 2022 and 2024 are linked to sustainability targets. The targets of the 2022 bond were achieved in April 2023.

The Group's cash flow from operations totalled MEUR -8.2 during the period (MEUR 3.2). CapMan receives management fees from funds semi-annually, in January and July, which is shown under working capital in the cash flow statement. The decline from the comparison period was mainly due to MEUR -12.0 of taxes paid (MEUR -4.4) and higher interest payments. Comparison period also includes cash flow from discontinued operations. The taxes paid related mainly to a pre-existing and identified tax liability received in connection with the Dasos Capital transaction completed in March 2024.

Cash flow from investments was positive and totalled MEUR 8.5 (MEUR 59.5). Main positive contributors included Kokoelmakeskus exit with MEUR 6.5 as well as the Buyout exits and secondary transactions. The largest negative cash flow item was CapMan's MEUR 15.0 investment

related to the Real Estate fund CapMan Hotels II acquisition of Midstar Fastigheter AB. During 2024 cash flow from investments included MEUR 59.1 of proceeds received from the divestment of CaPS. Cash flow from investments includes, inter alia, investments and repaid capital received by the Group. CapMan makes investments mainly through its investment company and its investments and cash on hand are classified as fund investments. Cash flow from financing was MEUR -28.8 (MEUR -13.7).

Sustainability

CapMan's vision is to become the most responsible private assets company in the Nordics. A strategic objective is to integrate material sustainability themes into all operations across fundraising, investment activities and asset specific value creation plans, fund management and the development of CapMan's personnel and work environment.

Progress on material sustainability themes

Climate action based in science and operations that safeguard nature and the planetary boundaries

CapMan has set validated near-term Science Based Targets (SBT) and net zero target by 2040. In June 2025 CapMan Real Estate received validation of its net zero climate targets from the Science Based Targets initiative (SBTi) in accordance with the Buildings Criteria.

CapMan Real Estate's new net-zero 2035 target is now combining all property types, and it is to reduce in-use operational GHG emissions by 90.90% per square meter from a 2021 baseline. By end of 2025, an estimated reduction of 58% in the properties was achieved. The previous near-term 2032 SBT target was to reduce GHG emission intensity per square meter by 72% in commercial properties and by 50% in residential properties from a 2021 baseline. By end of 2025 an estimated reduction of 53% in commercial and 80% in residential properties had been achieved.

For eligible majority owned portfolio companies, the target is for 54.5% to have validated Science-Based Targets by 2027 and 100% by 2032. During 2025 Hydroware, Netox and Innofactor had their targets validated, taking the total share of the portfolio with SBTs from 8% to 21% by the end of year 2025.

Diverse, equitable and inclusive business that provide meaningful work, as well as, safeguarding human rights throughout the value chain

CapMan strives to develop and maintain a high employee satisfaction in its portfolio companies and among CapMan employees. In 2025 CapMan's employee satisfaction eNPS was 51 and Inclusion Index 81.

Within the real estate portfolio, the commercial tenant satisfaction was 3.9/5 in 2025, with the target to be 4 or above by 2026. Portfolio company data collection is in progress for 2025 data, and updated numbers will be available in the 1-3 2026 interim report. In 2024, in CapMan's portfolio companies the average employee satisfaction was 4/5, above the target of 3.5. By the end of 2024 of the majority owned portfolio companies 87% had implemented a DEI policy and 89% a human rights policy. Appointments made by CapMan to portfolio company boards (independent) and management groups by gender was 30% women and 70% men during 2024.

Accountability and transparency

In Q2 2025, CapMan issued its first Taskforce for Nature-related Financial Disclosures (TNFD) aligned report. In July 2025, CapMan officially became part of a Natural Capital Assessment and

Accounting project, organised by the International Sustainable Forestry Coalition (ISFC) in collaboration with the Taskforce on Nature-related Financial Disclosures (TNFD) and the Capitals Coalition. CapMan Real Estate participated in the Nordic Circularity Piloting programme for Technical Building Solutions.

CapMan has implemented a sustainability link to employee remuneration. CapMan's Performance Share Plan 2025 has also introduced sustainability targets. 45% of CapMan's portfolio companies had sustainability linked to executive remuneration by the end of 2024. 2025 data will be available in the 1–3 2026 interim report.

CapMan Real Estate and CapMan Infra improved their scores across all funds and assets in the 2025 GRESB assessment. GRESB assesses and compares the ESG performance and management of individual assets and portfolios globally. CapMan Real Estate received the maximum five stars for four funds as Hotels II and Nordic Property Income maintained their five-star rating and Residential and Nordic Real Estate III for the first time received five-stars. CapMan Residential Fund was recognised as global and regional leader in GRESB in the Residential category by achieving top rankings in the 2025 GRESB Real Estate Assessment. Nordic Real Estate II retained its four-star rating and Social Real Estate fund debuted with four stars. CapMan Nordic Infrastructure I earned a four-star rating, while CapMan Nordic Infrastructure II secured a five-star rating for its pre-operational assets and a strong three-star rating for operational assets.

Key figures 31 December 2025

CapMan's return on equity was 8.0% on 31 December 2025 (31 December 2024: 46.2%) and the comparable return on equity was 9.0% (7.2%). Return on investment was 7.7% (6.5%) and the comparable return on investment was 8.5% (7.4%). Equity ratio was 57.6% (59.0%).

According to CapMan's long-term financial targets, the target level for the company's return on equity is on average over 20%. The objective for the equity ratio is more than 50%.

Table 4: CapMan's key figures

	31 December 2025	31 December 2024
Earnings per share, cents	7.5	39.5
Diluted earnings per share, cents	7.4	39.3
Comparable earnings per share from continuing operations, diluted, cents	8.6	4.0
Shareholders' equity / share, cents	109.9	116.6
Share issue adjusted number of shares	176,878,210	173,807,362
Return on equity, % p.a.	8.0	46.2
Return on equity from continuing operations, comparable, % p.a.	9.0	7.2
Return on investment, % p.a.	7.7	6.5
Return on investment from continuing operations, comparable, % p.a.	8.5	7.4
Equity ratio, %	57.6	59.0
Net gearing, %	23.2	6.1

Decisions of the 2025 Annual General Meeting

Decisions of the AGM regarding distribution of funds

CapMan's 2025 Annual General Meeting (AGM) decided, in accordance with the proposal of the Board of Directors, that a dividend in the total amount of EUR 0.07 per share, would be paid to shareholders based on the balance sheet adopted for 2024. In addition, the AGM authorised the Board of Directors to decide on an additional dividend in the maximum amount of EUR 0.07 per share. The Board of Directors resolved on the additional dividend of EUR 0.07 per share on 15 September 2025. Decisions regarding the distribution of funds have been described in greater detail in the stock exchange release on the decisions taken by the AGM issued on 25 March 2025.

Decisions of the AGM regarding the composition of the Board

CapMan's 2025 AGM decided that the Board of Directors comprises six (6) members. Mr. Johan Bygge, Ms. Catarina Fagerholm, Mr. Joakim Frimodig, Ms. Mammu Kaario, Mr. Ari Kaperi and Ms. Eva Lindholm were elected members of the Board of Directors for a term of office expiring at the end of the next Annual General Meeting.

The Board composition and remuneration have been described in greater detail in the stock exchange releases on the decisions of the AGM and the organisational meeting of the Board issued on 25 March 2025.

Authorisations given to the Board by the AGM

CapMan's 2025 AGM authorised the Board of Directors to decide on the issuance of special rights entitling to shares referred to in Chapter 10, Section 1 of the Finnish Companies Act.

The number of shares to be issued on the basis of the authorisation shall not exceed 17,500,000 shares in total, which on the day of the notice to the AGM and on the day of the AGM corresponded to approximately 9.89% of all shares in the company.

The authorisation is effective until the end of the next AGM, however no longer than until 30 June 2026.

Further details on these authorisations can be found in the stock exchange release on the decisions taken by the AGM issued on 25 March 2025.

Authorising the company's Board of Directors to decide on charitable contributions

CapMan's 2025 AGM authorised the Board of Directors to decide on contributions in the total maximum amount of EUR 50,000 for charitable or similar purposes and to decide on the recipients, purposes, and other terms of the contribution. The authorisation is effective until the next AGM.

Shares and shareholders

All CapMan Plc's shares generate equal voting rights (one vote per share) and rights to a dividend and other distribution to shareholders. CapMan Plc's shares are included in the Finnish book-entry system.

Table 5: Shares and shareholders

	31 December 2025	31 December 2024
Shares and share capital		
Number of shares outstanding	176,878,210	176,878,210
Share capital, MEUR	35.2	35.2

Company shares		
Number of shares held by CapMan	26,299	26,299
Of all shares and votes	0.01%	0.01%
Market value, EUR	50,599	44,971
Trading and market capitalisation		
Close price, EUR	1.92	1.71
Volume-weighted average price, year to date, EUR	1.85	1.89
Intra-year high, EUR	2.05	2.36
Intra-year low, EUR	1.58	1.67
No of shares traded, millions	25.6	26.3
Value of shares traded, MEUR	47.5	49.7
Market capitalisation, MEUR	340	303
Shareholders		
Number of shareholders	28,788	28,719

Personnel

CapMan employed 215 people on average in 2025 (2024 average: 200), of whom 152 (149) worked in Finland and the remainder in the other Nordic countries, Germany, Luxembourg and the United Kingdom. A breakdown of personnel by country is presented in the Tables section of this report.

Remuneration and incentives

CapMan's variable remuneration consists of short-term and long-term incentive schemes.

The short-term scheme covers all CapMan employees, excluding the CEO of the company, and its key objective is earnings development, for which the Board of Directors has set a minimum target.

In March 2025, CapMan Plc's Board of Directors resolved to establish a new long-term share-based incentive plan (Performance Share Plan 2025) for the CEO, Management Group and selected key employees. The aim of the plan is to align the objectives of the shareholders and the key employees and to retain the key employees at CapMan.

The long-term incentive plan consists of annually commencing individual three-year performance periods. During a performance period, the target group has an opportunity to earn CapMan shares based on achieving set performance targets. The target group, the maximum number of shares that can be allocated to the plan, and specific targets are decided upon annually by the Board of Directors for each performance period.

The prerequisite for receiving a reward from performance share plan is that a participant allocates newly acquired or previously owned CapMan shares to the Performance Share Plan and retains the investment during the performance period. The reward is paid after the end of the performance period subject to reaching the performance targets and continuous employment. As a rule, no reward will be paid if the participant's employment or service contract is terminated before reward payment. All reward shares are subject to a lock-up period of one year.

The first three-year performance period commenced on 1 April 2025 and will end on 31 March 2028. The target group for the performance period includes all members of the Management Group, including the CEO, as well as other selected key employees. Altogether there are approximately 25 participants in the target group. The potential reward from the performance period is based on achieving performance targets that, in order of significance, are linked to total shareholder return, fee profit growth, sustainability, and on a participant's employment or service upon reward payment.

Further information related to CapMan's share-based incentive plans is available on the Company's website at <https://capman.com/shareholders/share-shareholders/performance-share-plans/>.

Other significant events in 2025

On 20 February 2025, CapMan announced that its Real Estate fund CapMan Hotels II has signed an agreement to acquire Midstar Fastigheter AB, a well-established Nordic hotel real estate portfolio, encompassing 28 assets in the Nordics. The transaction is one of the largest of its kind in the region and significantly expands and diversifies CapMan Hotels II's Nordic hotel portfolio, strengthening its position as a key player in the Nordic hotel investment market. The acquisition grows CapMan's assets under management by EUR 0.4 billion and significantly supports CapMan's objective to increase assets under management to EUR 10 billion during the ongoing strategy period. The transaction was closed on 31 March 2025.

On 11 March 2025, CapMan held a Capital Markets Day for investors and analysts in Helsinki. During the event, CapMan's management provided insight about the company's strategy and operating environment, as well as presented the company's financial development. CapMan continues on the path to doubling the assets under management to EUR 10 billion during year 2027, which is the strategic objective that was set in 2022. CapMan is committed to reaching this objective by scaling real asset investment strategies, launching new products and with targeted acquisitions.

On 25 March 2025, CapMan announced that it changes its financial reporting structure to reflect its current operations. Segment reporting is discontinued, and the financial performance of CapMan's current operations is reported under the Group Income Statement. For more information, refer to the Note "Accounting principles" in the tables section of this report.

On 25 March 2025, CapMan Plc's Board of Directors resolved to establish a new long-term share-based incentive plan (Performance Share Plan 2025) for the CEO, Management Group and selected key employees. More information on the resolution is available in the Remuneration and incentives section of this report.

On 4 April 2025, CapMan announced that CapMan Wealth's annual programme had raised USD 120 million of new capital. CW Investment Partners Fund IV (non-UCITS) is part of the annual CapMan Wealth Investment Partners programme that invests in sought after US mid-market buyout funds alongside AlpInvest, a leading global private equity asset manager.

On 5 May 2025, CapMan announced that Jyri Hietala has been appointed as Managing Partner at CapMan Natural Capital and member of CapMan's Management Group. The appointment is part of a planned transition as current Managing Partner Olli Haltia steps into a Senior Advisor role. Jyri will start in his position at the latest in October 2025.

On 19 June 2025, CapMan announced the acquisition of 51 per cent of the shares of German based real estate debt specialist CAERUS Debt Investments AG and the launch of new investment area Real Asset Debt. CapMan's fee-generating assets under management increases by some EUR 700 million as a result of the transaction. Private real asset debt is a large, well-established market with an attractive growth outlook. Private real estate debt offers competitive solutions for borrowers in complex

situations when e.g. bank financing is limited or unavailable. For institutional investors it is an attractive asset class with several benefits such as stable yield, downside protection, diversification and attractive risk adjusted returns. The transaction is based on a debt and cash free valuation of up to EUR 13 million for 100 per cent of CAERUS, including a potential earn-out consideration. In the transaction CapMan acquires 51 per cent of the share capital with a debt and cash free up-front consideration of EUR 4.2 million at closing and an earn-out consideration of up to EUR 2.6 million, subject to CAERUS reaching certain operational targets during 2026. The up-front and potential earn-out consideration will be paid in cash. No external financing will be used to finance the acquisition. Michael Morgenroth, founder and CEO of CAERUS will retain a 49 per cent ownership through his 100 per cent owned holding company MOMO Beteiligungs GmbH. The transaction was closed on 31 July 2025. At closing of the transaction Michael Morgenroth was appointed to CapMan's Management Group as Managing Partner for Real Asset Debt investment area. Further details related to the acquisition as well as the preliminary purchase price allocation are presented in the Tables section of this report.

On 15 September 2025, CapMan's Board of Directors decided on the additional dividend of EUR 0.07 per share authorised by the Annual General Meeting.

On 23 December 2025, CapMan Natural Capital announced the first close of its European Forest Fund IV, which is a closed-ended forestry fund targeting long-term value creation through active, sustainable management of European forest assets. The fund aims to deliver a net internal rate of return of more than 8%. Fundraising continues with the objective of building a fund larger than its predecessor vehicles.

Events after the end of the review period

There were no significant events after the end of the review period.

Significant risks and short-term uncertainties

CapMan faces many different risks and uncertainties which, if realised, could affect its strategic direction, financial position, earnings, operations and reputation. Assessment and management of risks is an integral part of CapMan's ability to conduct its operations in a successful manner. CapMan classifies risks according to various categories and identifies principal risks for each category. CapMan performs an annual review of the risk environment at the end of the financial year and reports on any material developments quarterly. An annual risk assessment and risk descriptions is presented on the website under <https://capman.com/shareholders/risks/>. A summary of risks and observed changes in the short-term risk environment are presented in Table 6.

Table 6: Risk classification, principal risks and short-term changes

Risk classification	Principal risks	Changes in the short-term risk environment
1. Strategic risks	<ul style="list-style-type: none"> Failure to achieve strategic or performance targets Failure to select the correct strategy in a competitive environment Failure to recruit and retain key personnel Failure to scale the business 	<ul style="list-style-type: none"> CapMan acquired 51 per cent of the shares of CAERUS, establishing a new investment area CapMan Real Asset Debt
2. Financial risk	<ul style="list-style-type: none"> Poor financial performance Insufficient liquidity position Failure to obtain financing 	<ul style="list-style-type: none"> No changes
3. Market risks	<ul style="list-style-type: none"> Interest and foreign exchange rate, inflation and asset valuation volatility Changes in customer preferences 	<ul style="list-style-type: none"> A potential widespread and prolonged global trade war increases general uncertainty and

	<ul style="list-style-type: none"> • Fluctuations of the transaction market • Failure in fundraising 	may negatively affect fundraising, fair values, and exit opportunities
4. Operational risks	<ul style="list-style-type: none"> • Cyber threats and system errors • Inadequate or failed processes or controls • Corruption, fraud or criminal behaviour • Mistakes 	<ul style="list-style-type: none"> • Focus on cyber threats have been increased due the more sophisticated phishing approaches
5. Regulatory risks	<ul style="list-style-type: none"> • Adverse changes in the regulatory environment • Adverse changes in local and international tax laws and practices 	<ul style="list-style-type: none"> • Potential EU level deregulation may reduce administrative burden and risk of non-compliance
6. Sustainability risks	<ul style="list-style-type: none"> • Failure to invest in sustainable assets and ESG related incidents or lack of appropriate ESG approach in portfolio companies • Unreasonable increase in costs to comply with sustainability and reporting requirements 	<ul style="list-style-type: none"> • No changes
7. Reputational risk	<ul style="list-style-type: none"> • Negative public perception 	<ul style="list-style-type: none"> • No changes

Long-term financial targets

CapMan's distribution policy is to pay sustainable distributions that grow over time. CapMan's objective is to distribute at least 70% of the Group's profit attributable to equity holders of the company excluding the impact of fair value changes, subject to the distributable funds of the parent company. In addition, CapMan may pay out distributions accrued from investment operations, taking into consideration foreseen cash requirements for future investments.

The revenue growth target excluding carried interest income is more than 15% p.a. on average. The target for return on equity is more than 20% and for equity ratio more than 50%.

CapMan expects to achieve these financial targets gradually and key figures are expected to show fluctuations on an annual basis considering the nature of the business.

Proposal of the Board of Directors regarding distribution of funds

CapMan's distributable funds amounted to MEUR 85.2 on 31 December 2025. The Board of Directors resolution proposal to the Annual General Meeting to be held on 25 March 2026 is a combined proposal of a dividend distribution and an authorisation for the Board of Directors to decide on distribution of an additional dividend. The Board of Directors expects the overall dividend distribution to be EUR 0.12 per share for 2025, which would amount to MEUR 21.2 in total.

The Board of Directors proposes that a dividend in the total amount of EUR 0.06 per share, would be paid 8 April 2026. The Board of Directors further proposes that the Board of Directors be authorised to decide on an additional dividend in the maximum amount of EUR 0.06 per share. The Board of Directors intends to resolve on the additional dividend in its meeting scheduled for 8 September 2026.

Outlook estimate for 2026

CapMan's objective is to improve results in the long term, taking into consideration annual fluctuations related to the nature of the business. Carried interest income from funds managed by CapMan and the return on CapMan's investments have a substantial impact on CapMan's overall result. In addition to asset-specific development and exits from assets, various factors outside of the portfolio's and CapMan's control influence fair value development of CapMan's overall investments, as well as the magnitude and timing of carried interest. For these reasons, CapMan does not provide numeric estimates for 2026.

CapMan estimates assets under management to grow in 2026. The company estimates fee profit also to grow in 2026. These estimations do not include possible items affecting comparability.

Helsinki, 11 February 2026

CAPMAN PLC

Board of Directors

CapMan Group's Interim Report for the period 1 January–31 March 2026 is published on Wednesday 6 May 2026.

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Group Statement of comprehensive income (IFRS)

€ ('000)	10-12/25	10-12/24	1-12/25	1-12/24
Continuing operations:				
Management fees	15,164	11,185	49,772	45,892
Sale of services	1,550	2,222	9,128	7,411
Carried interest	3,786	486	4,133	4,318
Revenue	20,500	13,893	63,033	57,621
Other operating income	0	-5	29	6
Personnel expenses	-12,613	-9,392	-38,964	-33,330
Depreciation, amortisation and impairment	-876	-664	-3,035	-2,444
Other operating expenses	-4,138	-3,342	-13,344	-12,981
Fair value changes of investments	3,146	5,081	15,519	7,789
Operating profit	6,019	5,572	23,238	16,660
Financial income and expenses	-1,909	-1,056	-6,118	-4,324
Result before taxes (Continuing operations)	4,110	4,516	17,121	12,337
Income taxes	-122	-919	-1,303	-2,952
Result for the period (Continuing operations)	3,988	3,597	15,818	9,385
Discontinued operations:				
Result after taxes from discontinued operations	0	60,660	0	64,081
Result for the period	3,988	64,257	15,818	73,466
Other comprehensive income:				
Translation differences	70	-43	137	-84
Total comprehensive income	4,059	64,213	15,955	73,381
Profit attributable to:				
Equity holders of the company	3,466	63,898	13,182	68,573
Non-controlling interest	522	359	2,636	4,893
Total comprehensive income attributable to:				
Equity holders of the company	3,537	63,854	13,319	68,488
Non-controlling interest	522	359	2,636	4,893
Earnings per share for profit attributable to the equity holders of the Company:				
Earnings per share, cents	2.0	36.8	7.5	39.5
Diluted, cents	1.9	36.6	7.4	39.3
Earnings per share from continuing operations for profit attributable to the equity holders of the Company:				
Earnings per share, cents	2.0	1.9	7.5	2.8
Diluted, cents	1.9	1.9	7.4	2.8

Group balance sheet (IFRS)

€ ('000)	31.12.25	31.12.24
ASSETS		
Non-current assets		
Tangible assets	6,414	2,931
Goodwill	32,520	30,135
Other intangible assets	16,660	12,388
Investments at fair value through profit and loss		
Investments in funds	178,555	167,221
Other financial assets	714	571
Receivables	5,426	7,052
Deferred income tax assets	1,843	1,733
	242,132	222,030
Current assets		
Trade and other receivables	31,017	27,360
Financial assets at fair value through profit and loss	3,529	3,790
Cash and cash equivalents	60,971	90,142
	95,517	121,292
Total assets	337,649	343,322
EQUITY AND LIABILITIES		
Capital attributable the Company's equity holders		
Share capital	35,198	35,198
Share premium account	38,968	38,968
Other reserves	21,114	21,114
Translation difference	-518	-653
Retained earnings	93,328	104,166
Total capital attributable to the Company's equity holders	188,090	198,793
Non-controlling interests	6,308	3,775
Total equity	194,398	202,568
Non-current liabilities		
Deferred income tax liabilities	9,304	8,536
Interest-bearing loans and borrowings	105,064	101,262
Other non-current liabilities	1,833	547
	116,202	110,345
Current liabilities		
Trade and other payables	24,240	19,378
Interest-bearing loans and borrowings	1,077	1,271
Current income tax liabilities	1,733	9,760
	27,050	30,409
Total liabilities	143,252	140,754
Total equity and liabilities	337,649	343,322

Group Statement of Changes in Equity

€ ('000)	Attributable to the equity holders of the Company						Non-controlling interests
	Share capital	Share premium	Other reserves	Translation differences	Retained earnings	Total	
Equity on 1 January 2024	772	38,968	21,114	-570	52,914	113,197	1,928
Result for the year					68,573	68,573	4,893
Other comprehensive income for the year				-84		-84	
Currency translation differences				-84		-84	
Total comprehensive income for the year				-84	68,573	68,488	4,893
Acquisition of a subsidiary	34,427					34,427	62
Performance Share Plan					25	25	
Dividends and return of capital					-18,016	-18,016	-3,986
Transactions with non-controlling interests					672	672	878
Other changes				2	-2	0	
Equity on 31 December 2024	35,198	38,968	21,114	-653	104,166	198,793	3,775
Equity on 1 January 2025	35,198	38,968	21,114	-653	104,166	198,793	3,775
Result for the year					13,182	13,182	2,636
Other comprehensive income for the year					137	137	
Currency translation differences					137	137	
Total comprehensive income for the year					137	13,182	13,319
Acquisition of a subsidiary						0	2,601
Performance Share Plan					737	737	
Dividends and return of capital					-24,759	-24,759	-2,704
Other changes				-2	2	0	
Equity on 31 December 2025	35,198	38,968	21,114	-518	93,328	188,090	6,308

Statement of cash flow (IFRS)

€ ('000)	1-12/25	1-12/24
Cash flow from operations		
Result for the financial period	15,818	73,466
Adjustments for:		
Share-based payments	737	612
Depreciation and amortisation	3,035	2,535
Fair value changes of investments	-15,519	-7,789
Financial income and expenses	6,118	4,330
Income taxes	1,303	4,035
Acquisitions and disposals	532	-58,353
Other non-cash items	85	35
Adjustments, total	-3,710	-54,595
Change in working capital:		
Change in current non-interest-bearing receivables	-5,031	-4,505
Change in current trade payables and other non-interest-bearing liabilities	2,755	-3,130
Interest paid	-5,947	-3,661
Taxes paid	-12,046	-4,391
Cash flow from operations	-8,161	3,185
Cash flow from investing activities		
Acquisition of subsidiaries, net of cash	-1,352	1,695
Proceeds from sale of subsidiaries	-22	59,068
Investments in tangible and intangible assets	-9	-47
Investments at fair value through profit and loss	9,572	-2,241
Long-term loan receivables granted	-1,440	-1,492
Proceeds from long-term receivables	779	1,084
Interest received	933	1,425
Cash flow from investing activities	8,460	59,492
Cash flow from financing activities		
Proceeds from borrowings	0	59,668
Repayment of long-term loan	0	-50,102
Payment of lease liabilities	-1,358	-1,267
Dividends paid and return of capital	-27,490	-22,004
Cash flow from financing activities	-28,848	-13,705
Change in cash and cash equivalents	-28,549	48,972
Cash and cash equivalents at beginning of period	90,142	41,017
Translation difference	-621	153
Cash and cash equivalents at end of period	60,971	90,142

Sensitivity analysis of Level 3 investments at 31 December 2025

Investment area	Fair Value MEUR, 31 December 2025	Valuation methodology	Unobservable inputs	Used input value (weighted average)	Change in input value	Fair value sensitivity
Private Equity	48.8	Peer group	Peer group earnings multiples	EV/EBITDA 2025 11.7x	+/- 10%	+/- 5.2 MEUR
			Discount to peer group multiples	17 %	+/- 10%	+/- 1.1 MEUR
Real Estate	53.1	Valuation by an independent valuer	FX rate	EUR/SEK 10.8215	+/-1%	+/- 0.3 MEUR
				EUR/DKK 7.4689	+/-1%	+/- 0.4 MEUR
				EUR/NOK 11.843	+/-1%	+/- 0.1 MEUR
Infra	21.0	Discounted cash flows	Terminal value	EV/EBITDA 14.4x	+/- 5%	+/- 1.6 MEUR
			Discount rate; market rate and risk premium	13 %	+/- 100 bps	+/- 2.2 MEUR
Credit	7.1	Discounted cash flows	Discount rate; market rate and risk premium	9 %	+/- 100 bps	-0.1 MEUR / value change based on a change in the discount rate is not booked
Natural Capital	2.0	Valuation by an independent valuer	Wood prices	na	+/- 2.5%	+/- 0.3 MEUR
			Discount rate	4 %	+0.3%	+/- 0.8 MEUR
Investments in funds-of-funds	7.9	Reports from PE fund management company	FX rate	EUR/USD 1.1175	+/-1%	+/- 0.1 MEUR
Investments in external venture capital funds	35.2	Reports from fund management companies and possible CapMan adjustment	Adjustment to the reported value	8 %	+/-10%	- 0.3 MEUR / + 0.3 MEUR

Sensitivity analysis of Level 3 investments at 31 December 2024

Investment area	Fair Value MEUR, 31 December 2024	Valuation methodology	Unobservable inputs	Used input value (weighted average)	Change in input value	Fair value sensitivity
Private Equity	50.3	Peer group	Peer group earnings multiples	EV/EBITDA 2024 12.1x	+/- 10%	+/- 5.2 MEUR
			Discount to peer group multiples	20 %	+/- 10%	+/- 1.4 MEUR
Real Estate	39.3	Valuation by an independent valuer	FX rate	EUR/SEK 11.4590	+/-1%	+/- 0.1 MEUR
				EUR/DKK 7.4578	+/-1%	+/- 0.1 MEUR
				EUR/NOK 11.7950	+/-1%	+/- 0.0 MEUR
Infra	17.7	Discounted cash flows	Terminal value	EV/EBITDA 14.6x	+/- 5%	+/- 1.2 MEUR
			Discount rate; market rate and risk premium	13 %	+/- 100 bps	+/- 1.9 MEUR
Credit	5.9	Discounted cash flows	Discount rate; market rate and risk premium	10 %	+/- 100 bps	-0.2 MEUR / value change based on a change in the discount rate is not booked
Natural Capital	2.9	Valuation by an independent valuer	Wood prices	na	+/- 2.5%	+/- 0.3 MEUR
			Discount rate	4 %	+0.3%	+/- 0.9 MEUR
Investments in funds-of-funds	7.8	Reports from PE fund management company	FX rate	EUR/USD 1.0389	+/-1%	+/- 0.2 MEUR
Investments in external venture capital funds	39.1	Reports from PE fund management company				

Accounting principles

This unaudited financial statements release is prepared in accordance with IAS 34 (Interim Financial Reporting) using the same accounting policies and methods of computation as in the previous annual financial statements, except for segment information. Due to divestments of the service businesses in 2023-24, CapMan no longer has service businesses. Also, the income impact from CapMan's balance sheet investments materially equals fair value changes that are reported separately in the Group Income Statement. As a result of the aforementioned structural changes in the business, the overall reporting framework and accounting policies have been reassessed. As of January 1, 2025, CapMan Plc's Board of Directors, which is responsible for resource allocations and taking strategic decisions, is determined as the chief operating decision maker under IFRS 8. As Board of Directors evaluates CapMan's financial performance based on the Group Income Statement, CapMan has decided to discontinue segment reporting.

Figures in the accounts have been rounded and consequently the sum of individual figures can deviate from the presented sum figure.

Items impacting comparability and alternative performance measures

CapMan uses alternative performance measures to denote the financial performance of its business and to improve the comparability between different periods. Alternative performance measures do not replace performance measures in accordance with the IFRS and are reported in addition to such measures. Alternative performance measures, as such are presented, are derived from performance measures as reported in accordance with the IFRS by adding or deducting the items affecting comparability and they will be nominated as 'comparable'. Such alternative performance measures are, for example, comparable operating profit, comparable profit for the period, and comparable earnings per share. In addition, CapMan discloses alternative performance measures that have been derived from the aforementioned comparable performance measures by further adding or deducting some income statement items that have been adjusted to exclude possible items impacting comparability. This kind of alternative performance measure is fee profit, which is comparable operating profit or loss deducted with carried interest and fair value changes of investments. As a new alternative performance measure, fee profit before group costs is disclosed, which is fee profit before costs related to CapMan's status as a stock-listed entity. Also, as a new performance measure, net carried interest is disclosed, which is carried interest less carried interest-linked bonuses.

Items affecting comparability are, among others, material items related to mergers and acquisitions, such as amortisation and impairment of intangible assets recognised in the purchase price allocation, or costs related to major development projects, such as reorganisation costs. Items impacting comparability include also material gains or losses related to the acquisition or disposals of business units, material gains or losses related to the acquisition or disposal of intangible assets, material expenses related to decisions by authorities and material gains or losses related to reassessment of potential repayment risk to the funds.

Items impacting comparability and alternative performance measures with reconciliations are presented under the section "Revenue, items impacting comparability and alternative performance measures".

Revenue, items impacting comparability and alternative performance measures

€ ('000)	10-12/25	10-12/24	1-12/25	1-12/24
Continuing operations:				
Timing of revenue recognition from customer contracts:				
Services transferred over time	16,502	13,374	58,506	52,987
Services transferred at a point in time	3,998	518	4,528	4,634
Revenue from customer contracts	20,500	13,893	63,033	57,621
Operating profit	6,019	5,572	23,238	16,660
Items impacting comparability:				
Purchase price allocation amortisations	492	339	1,626	1,132
Reorganisation costs	190	44	531	157
Acquisition related expenses	0	0	436	1,088
Items impacting comparability, total	683	384	2,592	2,377
Comparable operating profit	6,702	5,956	25,830	19,037
Less:				
Net carried interest	-2,691	-486	-2,957	-4,318
Fair value changes of investments	-3,146	-5,081	-15,519	-7,789
Fee profit	865	389	7,355	6,930
Less:				
Group costs	720	779	2,849	2,961
Fee profit before group costs	1,585	1,168	10,203	9,891
Carried interest	3,786	486	4,133	4,318
Carried interest linked bonuses	-1,095	0	-1,176	0
Net carried interest	2,691	486	2,957	4,318
Profit for the period	3,988	3,597	15,818	9,385
Items impacting comparability, net of tax:				
Purchase price allocation amortisations	377	272	1,273	905
Reorganisation costs	152	35	425	126
Acquisition related expenses	0	9	429	1,083
Items impacting comparability, total, net of tax	530	316	2,126	2,114
Comparable profit for the period	4,518	3,913	17,944	11,498
Earnings per share, cents	2.0	1.9	7.5	2.8
Items impacting comparability	0.3	0.2	1.2	1.2
Comparable earnings per share, cents	2.3	2.1	8.7	4.0
Earnings per share, diluted, cents	1.9	1.9	7.4	2.8
Items impacting comparability	0.3	0.2	1.2	1.2
Comparable earnings per share, diluted, cents	2.2	2.1	8.6	4.0

Acquisition and disposals

Acquisition of CAERUS was completed, on July 31, 2025, which together with the acquisition of Dasos Capital made in the comparison period has an impact on the comparability of figures. The disposal of CaPS business made in the comparison period is accounted for as a discontinued operation.

Acquisition of CAERUS Debt Investments AG in 2025

On 31 July 2025, CapMan completed the acquisition of 51% ownership interest in CAERUS Debt Investments AG ("CAERUS") and launched a new investment area CapMan Real Asset Debt.

The transaction was based on an equity valuation of up to EUR 13 million for 100% ownership interest in CAERUS, including a potential earn-out consideration. The upfront consideration for 51% ownership interest paid in cash on the closing date was EUR 4.2 million. In addition, subject to CAERUS reaching certain operational targets during 2026, an earn-out consideration of up to EUR 2.6 million will be paid in cash.

CAERUS was founded in 2012 as one of the first real estate debt investment managers in Germany. A team of 12 investment professionals offers tailored real estate debt financing across nearly all real estate segments with a focus on the DACH (Germany, Austria and Switzerland) and Benelux-region. CAERUS has seven active funds at the moment. With its long presence in the market and strong track-record, CAERUS has demonstrated its expertise in sourcing and selecting attractive investment opportunities for investors.

Resulting from the transaction, CapMan expands its presence to a new geographical area, and the provisional goodwill of EUR 2.4 million arising from the transaction is primarily attributable to CAERUS' professional workforce and future customers. The acquisition also brings local expertise and market knowledge of Central Europe, strengthens CapMan's presence there, and contributes to CapMan's growth strategy. Only a small portion of goodwill is attributable to cost synergies. Goodwill will not be tax-deductible.

As of the acquisition date, July 31, 2025, CAERUS has been consolidated into CapMan's consolidated financial statements in full. Consolidated income statement includes EUR 2.3 million of revenue, of which EUR 1.5 million is fee income and EUR 0.8 million is carried interest, and EUR 0.2 million of fee profit and EUR 0.4 million of profit for the financial year from CAERUS as of July 31st, 2025. Had CAERUS been consolidated from January 1, 2025, consolidated income statement for the full financial year 2025 would show combined revenue of EUR 67.7 million (of which CAERUS: MEUR 7.0), of which fee income of EUR 61.4 million (CAERUS: MEUR 4.1), and combined net profit of EUR 13.4 million (CAERUS: MEUR 0.5).

The expenses arising from the acquisition, EUR 0.4 million, have been included in line item Other operating expenses of the consolidated income statement and classified as items impacting comparability.

The purchase price allocation is provisional. The following table summarises the consideration, the fair value of identifiable assets and liabilities assumed at the acquisition date, and the arising goodwill.

€ ('000)	Fair value	€ ('000)	Fair value
Consideration		LIABILITIES	
Up-front cash consideration	4,188	Leasing liabilities	263
Estimated earn-out consideration	904	Deferred tax liabilities	1,842
Total consideration	5,091	2,105	
ASSETS		Current liabilities	
Non-current assets		Trade and other payables	2,440
Customer-related intangibles	5,302	Leasing liabilities	120
Marketing-related intangibles	595	Current tax liabilities	277
Other intangible assets	0		2,836
Tangible assets	26		
Right-of-use assets	383	Total liabilities	4,942
Investments at fair value through profit and loss	5	Non-controlling interest*	2,601
	6,312	Net assets (excl. goodwill)	2,707
Current assets		Total consideration	5,091
Trade and other receivables	665	Goodwill, provisional	2,385
Cash and cash equivalents	3,272		
	3,937		
Total assets	10,249		

*measured at proportionate share of acquiree's identifiable net assets

Acquisition of Dasos Capital in 2024

On 1 March 2024, CapMan completed the acquisition of all the shares of Dasos Capital Oy. As of the acquisition date, Dasos Capital has been consolidated into CapMan's consolidated financial statements in full. The purchase price was paid by executing a directed issue of 17,672,761 new CapMan shares to the owners of Dasos Capital Oy, representing approximately 10.0% ownership in CapMan, and by a cash consideration of EUR 3.0 million. Fair value of the issued shares amounted to EUR 34.4 million. In addition, CapMan has committed to paying an additional earn-out consideration of a maximum EUR 5 million based on management fee turnover incurred in 2025 and 2026, payable when the management fees of the funds managed by Dasos exceed certain limits. The additional consideration will be paid later in 2026 and 2027 in CapMan's shares.

Dasos Capital Oy is a leading timberland and natural capital investment asset manager in Europe and a significant player globally. Dasos focuses on managing sustainable timberland investments, natural sites and forest carbon sinks, as well as developing value in Europe and emerging markets. The investors in the funds managed by Dasos are domestic and foreign institutions, mainly pension and insurance companies. The acquisition supports CapMan's vision of becoming the most responsible private asset company in the Nordics and significantly promotes CapMan's strategic objective to increase assets under management to EUR 10 billion during the ongoing strategy period.

The goodwill arising from the acquisition was EUR 22.2 million and was mainly attributable to Dasos' professional workforce, future customers and products, CapMan's cross-selling opportunities, and synergies. Dasos Capital forms CapMan's new investment area Natural Capital.

Disposal of service business CaPS in 2024 and discontinued operations

On October 31, 2024, CapMan Plc sold its ownership (92.7%) in subsidiary CapMan Procurement Services (CaPS) Ltd ("CaPS") to Proxer Bidco Oy together with subsidiary's non-controlling interest (7.3%). Debt free purchase price was EUR 70 million, of which CapMan's share is EUR 64.9 million, and in addition, CapMan is entitled to a maximum of EUR 4.6 million earn-out consideration, subject to CaPS reaching certain operating targets during 2025. At the moment, based on preliminary information, it seems unlikely that CaPS would have reached these targets in 2025, and therefore no receivable has been recorded in relation to the earn-out consideration.

CapMan classified CaPS business as a discontinued operation in the income statement and restated the comparison periods' income statement accordingly.

Below table summarises the income statement by line item from discontinued operations for the reporting and comparison periods:

1 000 EUR	10-12/2025	10-12/2024	1-12/2025	1-12/2024
Discontinued operations				
Turnover, external	-	1,061	-	9,533
Other operating income	-	0	-	3
Operating expenses	-	.562	-	-4,390
Operating profit	-	499	-	5,146
Financial income and expenses	-	1	-	-7
Net gain on disposal*	-	60,290	-	60,025
Profit before taxes	-	60,789	-	65,164
Income taxes	-	.127	-	.1,083
from ordinary activities	-	.127	-	.1,083
from disposal	-	0	-	0
Profit after taxes	-	60,662	-	64,081

*less advisory fees and success bonuses paid

Income taxes

The Group's income taxes in the Income Statements are calculated on the basis of current taxes on taxable income and deferred taxes. Deferred taxes are calculated on the basis of all temporary differences between book value and fiscal value.

Dividends and repayment of capital

As at December 31, 2025, CapMan Plc's distributable funds amounted to approximately EUR 85.2 million. The Board of Directors' resolution proposal to the General Meeting is a combined proposal of a dividend distribution and an authorisation for the Board of Directors to decide on distribution of an additional dividend. The Board of Directors expects the overall dividend distribution to be EUR 0.12 per share, or EUR 21.2 million in total, for the financial period ended 31 December 2025. The Board of Directors proposes to the General Meeting that a dividend in the total amount of EUR 0.06 per share would be paid for the financial period that ended on 31 December 2025 based on the balance sheet adopted for 2025. The dividend would be paid to a shareholder who on the record date of the payment, 27 March 2026, is registered as a shareholder in the shareholders' register of the Company maintained by Euroclear Finland Oy. The payment date would be 8 April 2026. The Board of Directors further proposes to the General Meeting that the Board of Directors be authorised to decide on an additional dividend in the maximum amount of EUR 0.06 per share. The authorisation would be effective until the end of the next Annual General Meeting. The Board of Directors intends to resolve on the additional dividend in its meeting scheduled for 8 September 2026.

The Annual General Meeting, held on 25 March 2025, decided that a dividend of EUR 0.07 per share, totalling EUR 12.4 million, will be paid for the financial year 2024. The dividend was paid on April 3, 2025. The Annual General Meeting also authorised the Board of Directors to decide on an additional dividend in the maximum of EUR 0.07 per share or EUR 12.4 million in total. The Board of Directors resolved on the additional dividend of EUR 0.07 per share on September 15, 2025, and a total of EUR 12.4 million was paid on September 24, 2025.

Financial assets measured at fair value through profit and loss

Fair value hierarchy of financial assets measured at fair value at 31 December 2025

	Level 1	Level 2	Level 3	Total
Investments in funds				
at Jan 1	4,318		162,902	167,221
Additions			25,118	25,118
Acquisition of a subsidiary			5	5
Distributions	0		-20,812	-20,812
Disposals			-8,016	-8,016
Fair value gains/losses			15,503	15,503
Transfers*	-464			-464
at the end of period	3,854		174,701	178,555
Other investments				
at Jan 1	545	0	25	570
Additions	42			42
Fair value gains/losses	102			102
at the end of period	689		0	25
Current financial assets at FVTPL	3,492		36	3,529

* Change of cash and cash equivalents of the subsidiary CapMan Fund Investments SICAV-SIF, classified as fund investments and transfer of fund investments consisting only of cash from Level 3 to Level 1.

The different levels have been defined as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets

Level 2 - Other than quoted prices included within Level 1 that are observable for the asset, either directly (that is, as price) or indirectly (that is, derived from prices).

Level 3 - The asset's value that is not based on observable market data

Investments in funds include the subsidiary, CapMan Fund Investments SICAV-SIF, with a fair value of EUR 137.2 million at the end of the reporting period. The fair value included EUR 3.6 million of cash.

Fair value hierarchy of financial assets measured at fair value at 31 December 2024

	Level 1	Level 2	Level 3	Total
Investments in funds				
at Jan 1	980		157,927	158,907
Additions			19,017	19,017
Acquisition of a subsidiary			3,301	3,301
Distributions	-589		-9,466	-10,055
Disposals			-15,623	-15,623
Fair value gains/losses			7,746	7,746
Transfers*	3,928			3,928
at the end of period	4,318		162,902	167,221
Other investments				
at Jan 1	482	0	25	508
Additions	42			42
Fair value gains/losses	21			21
at the end of period	545		0	25
Current financial assets at FVTPL	3,790		0	3,790

* Change of cash and cash equivalents of the subsidiary CapMan Fund Investments SICAV-SIF, classified as fund investments and transfer of fund investments consisting only of cash from Level 3 to Level 1.

The different levels have been defined as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets

Level 2 - Other than quoted prices included within Level 1 that are observable for the asset, either directly (that is, as price) or indirectly (that is, derived from prices).

Level 3 - The asset that is not based on observable market data

Investments in funds include the subsidiary, CapMan Fund Investments SICAV-SIF, with a fair value of EUR 111.3 million at the end of the reporting period. The fair value included EUR 4.0 million of cash.

CapMan has made some investments also in funds that are not managed by CapMan Group companies. The fair values of these investments in CapMan's balance sheet are primarily based on the valuations by the respective fund managers. No separate sensitivity analysis is prepared by CapMan for these investments. However, CapMan evaluates the significant investments individually and makes adjustments to them if necessary. Separate sensitivity analysis is prepared by CapMan for these adjustments.

The changes in the peer group earnings multiples and the peer group discounts are typically opposite to each other. Therefore, if the peer group multiples increase, a higher discount is typically applied. Because of this, a change in the peer group multiples may not in full be reflected in the fair values of the fund investments.

The valuations are based on euro. If portfolio company's reporting currency is other than euro, P&L items used in the basis of valuation are converted applying the average foreign exchange rate for corresponding year and the balance sheet items are converted applying the rate at the time of reporting. Changes in the foreign exchange rates, in CapMan's estimate, have no significant direct impact on the fair values calculated by peer group multiples during the reporting period.

The valuation of CapMan funds' investment is based on international valuation guidelines that are widely used and accepted within the industry and among investors. CapMan always aims at valuing funds' investments at their actual value. Fair value is the best estimate of the price that would be received by selling an asset in an orderly transaction between market participants on the measurement date.

Determining the fair value of fund investments for funds investing in portfolio companies is carried out using International Private Equity and Venture Capital Valuation Guidelines (IPEVG). In estimating fair value for an investment, CapMan applies a technique or techniques that is/are appropriate in light of the nature, facts, and circumstances of the investment in the context of the total investment portfolio. In doing this, current market data and several inputs, including the nature of the investment, local market conditions, trading values on public exchanges for comparable securities, current and projected operating performance, and the financial situation of the investment, are evaluated and combined with market participant assumptions. In selecting the appropriate valuation technique for each particular investment, consideration of those specific terms of the investment that may impact its fair value is required.

Different methodologies may be considered. The most applied methodologies at CapMan include available market price for actively traded (quoted) investments, earnings multiple valuation technique, whereby public peer group multiples are used to estimate the value of a particular investment, and the Discounted Cash Flows method, whereby estimated future cash flows and the terminal value are discounted to the present by applying the appropriate risk-adjusted rate. CapMan always applies a discount to peer group multiples, due to e.g. limited liquidity of the investments. Due to the qualitative nature of the valuation methodologies, the fair values are to a considerable degree based on CapMan's judgment.

The Group has a Risk and Valuation team, which monitors the performance and the price risk of the investment portfolio (financial assets entered at fair value through profit or loss) independently and objectively of the investment teams. The Risk and Valuation team is responsible for reviewing the monthly reporting and forecasts for portfolio companies. Valuation proposals are examined by the Risk and Valuation team and subsequently reviewed and decided by the Valuation Committee, which comprises at least Valuation Controller, Risk Manager and at least one CapMan AIF Manager's Board of Directors. The portfolio company valuations are reviewed in the Valuation Committee on a quarterly basis. The valuations are back tested against realised exit valuations, and the results of such back testing are reported to the Audit and Risk Committee annually.

Investments in real estate are valued at fair value based on appraisals made by independent external experts, who follow International Valuation Standards (IVS). The method most appropriate to the use of the property is always applied, or a combination of such methods. For the most part, the valuation methodology applied is the discounted cash flow method, which is based on significant unobservable inputs. These inputs include the following:

Future rental cash inflows	Based on the actual location, type and quality of the properties and supported by the terms of any existing lease, other contracts or external evidence such as current market rents for similar properties;
Discount rates	Reflecting current market assessments of the uncertainty in the amount and timing of cash flows;
Estimated vacancy rates	Based on current and expected future market conditions after expiry of any current lease;
Property operating expenses	Including necessary investments to maintain functionality of the property for its expected useful life;
Capitalisation rates	Based on actual location size and quality of the properties and taking into account market data at the valuation date;
Terminal value	Taking into account assumptions regarding maintenance costs, vacancy rates and market rents.

The investments in natural capital funds that CapMan manages are valued based on appraisals made in cooperation with independent appraisers with specific experience in the valuation of investments in timberland assets. The main forest valuation approaches include income approach where the value is the net present value of expected cash flows discounted at a current market rate, cost approach where the value is based on historical investment cost of the forest asset (land cost, planting and management cost etc.) and market approach where the value is based on the transaction values of comparable forest assets.

Valuations based on appraisals by independent external experts are updated annually for closed-end funds and quarterly for open-ended funds.

Seasonal nature of business

Carried interest income is accrued on an irregular schedule depending on the timing of exits. An exit may have an appreciable impact on the Group's result for the full financial year.

Average personnel

By country	31.12.25	31.12.24
Finland	152	149
Sweden	29	27
Denmark	15	12
Norway	3	2
Luxembourg	4	3
United Kingdom	9	7
Germany	5	0
In total	215	200

Contingent liabilities

€ ('000)	31.12.25	31.12.24
Securities and other contingent liabilities	61,143	61,132
Remaining commitments to funds	57,859	66,829
Remaining commitments by investment area		
Buyout	8,881	14,886
Credit	1,498	2,527
Russia	1,066	1,066
Real Estate	5,199	6,432
Other	1,394	1,489
Funds of funds	245	245
Growth equity	9,521	10,569
Infra	6,684	8,230
Special Situations	1,877	3,462
Natural Capital	9,981	43
CapMan Wealth Services funds	10,988	16,031
External funds-of-funds	265	265
External venture capital funds	260	1,583
In total	57,859	66,829

Derivatives

€ ('000)	31.12.25	31.12.24
Fair value of derivatives		
Foreign exchange forwards	20	.77
Nominal amounts of derivatives		
Foreign exchange forwards	3,157	4,484

CapMan uses short-term derivatives to hedge against currency changes incurred to its foreign currency denominated trade receivables. Derivatives have been valued at market value on the reporting date and are reported in current assets or liabilities. CapMan does not apply hedge accounting.

Related parties

Transactions with related parties

There were no related party transactions during the reporting period, apart from customary transactions between group entities. In the comparison period, CapMan granted a long-term loan of EUR 747 thousand and a short-term loan of EUR 170 thousand with a fixed interest rate to Noelia Invest AB, a controlled entity of Mika Koskinen, member of the Management Group. The short-term loan term was extended to 2026 during the period. Noelia Invest AB used the loans to subscribe shares issued by CapMan Wealth Services Oy, a subsidiary of CapMan Plc. Furthermore, during the previous financial year 2024, CapMan sold a share of its interest in CWS Investment Partners Fund III to Noelia Invest AB. The purchase price was EUR 30 thousand and the transaction also included transferring a total of USD 300 thousand of investment commitments to the aforementioned fund from CapMan to Noelia Invest AB.

Loan and interest receivables from related parties

1 000 EUR	31.12.25	31.12.24
Non-current	860	817
Current	182	175

Commitments to related parties

€ ('000)	31.12.25	31.12.24
Loan commitments	48	73

Revenue and profit quarterly

Year 2025

MEUR	1-3/25	4-6/25	7-9/25	1-9/25	1-12/25
Revenue	13.0	14.1	15.4	20.5	63.0
Management fees	11.0	11.3	12.3	15.2	49.8
Sales of services	2.1	2.6	2.9	1.6	9.1
Carried interest	0.0	0.2	0.2	3.8	4.1
Other operating income	0.0	0.0	0.0	0.0	0.0
Operating expenses	-11.9	-13.5	-12.3	-17.6	-55.3
Fair value changes of investments	5.7	1.9	4.8	3.1	15.5
Operating profit	6.9	2.5	7.9	6.0	23.2
Financial income and expenses	-1.4	-1.6	-1.3	-1.9	-6.1
Result before taxes	5.5	0.9	6.6	4.1	17.1
Result for the period	4.9	0.7	6.2	4.0	15.8

Year 2024

MEUR	1-3/24 restated	4-6/24 restated	7-9/24	10-12/24	1-12/24
Continuing operations:					
Revenue	15.6	15.4	12.8	13.9	57.6
Management fees	10.5	13.4	10.8	11.2	45.9
Sales of services	1.6	1.7	2.0	2.2	7.4
Carried interest	3.5	0.3	0.0	0.5	4.3
Other operating income	0.0	0.0	0.0	0.0	0.0
Operating expenses	-12.3	-12.8	-10.3	-13.4	-48.8
Fair value changes of investments	2.3	1.2	-0.8	5.1	7.8
Operating profit (loss)	5.6	3.8	1.7	5.6	16.7
Financial income and expenses	-0.9	-1.1	-1.3	-1.1	-4.3
Result before taxes	4.8	2.7	0.4	4.5	12.3
Result for the period (Continuing operations)	3.6	2.6	-0.4	3.6	9.4
Result from discontinued operations	1.3	1.3	0.8	60.7	64.1
Result for the period	4.9	3.9	0.3	64.3	73.5