

# secto

**Secto Topco Group  
Q4 2021 Financial reports**

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# Management comments & Operative summary

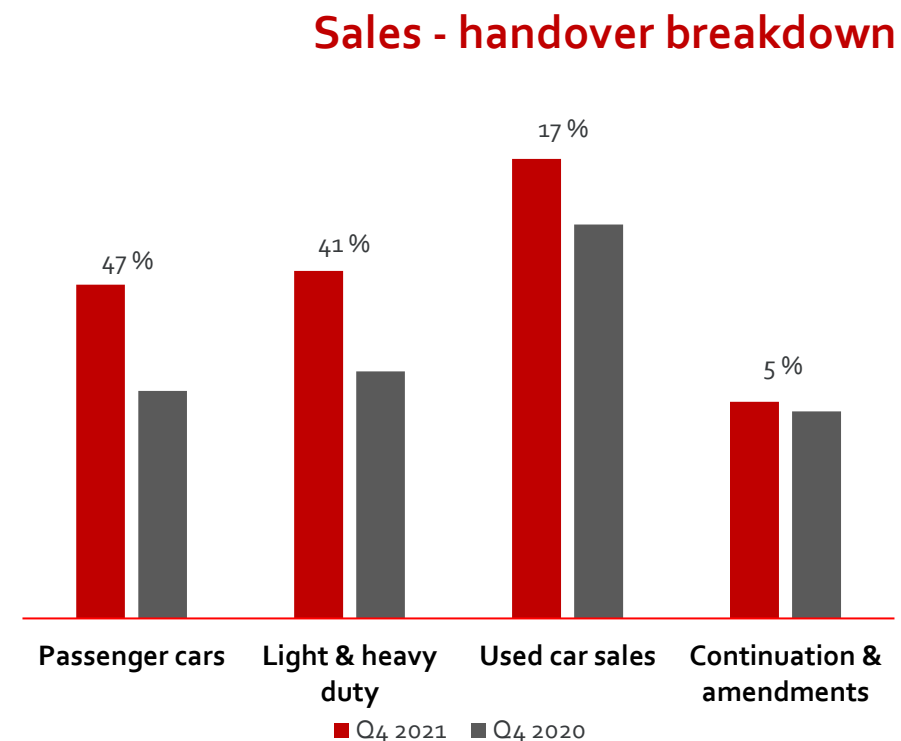
# Secto Topco Group – Management comments Q4 2021

- Strong result for the year 2021, with LTM Adj EBITDA of 10.3M€.
- Adjusted Net Sales grew with 17.4M€ compared to Q4 2020. Further, Gross margin and adj. EBITDA grew with 1.6M€ and 0.9M€ respectively compared to Q4 2020. Adj. EBITDA / Gross Margin was at a healthy level of 43.7%, a 3.4ppt improvement compared to Q4 2020.
- Cashflow development was positive during Q4 resulting to a closing balance of 20.3 M€.
- The order pipeline for 2022 is solid, indicating a promising start for the year.
- Secto has made the decision to pull back from an ongoing ERP project and continue developing the existing ERP system. The incurred costs of 0.43M€ weigh the Q4 OPEX and is reported as an adjustment.



# Secto Topco Group – Operative summary Q4 2021

INCOME STATEMENT	Secto Topco Group	Secto Topco Group	Change
QUARTER ENDING	31.12.2021	31.12.2020 Audited	
Net Sales	99 257 k €	79 080 k €	20 177 k €
Net Sales adjustments	28 664 k €	25 923 k €	2 740 k €
Adjusted net sales*	70 593 k €	53 156 k €	17 437 k €
Other Income	19 k €	11 k €	8 k €
Purchases	-92 424 k €	-73 858 k €	-18 566 k €
Materials and services total	-92 424 k €	-73 858 k €	-18 566 k €
<b>Gross margin</b>	<b>6 852 k €</b>	<b>5 232 k €</b>	<b>1 620 k €</b>
Personnel expenses total	-2 556 k €	-2 129 k €	-427 k €
Other operative expenses (Opex)	-1 876 k €	-1 126 k €	-750 k €
<b>EBITDA</b>	<b>2 420 k €</b>	<b>1 977 k €</b>	<b>443 k €</b>
Adjustments	-572 k €	-131 k €	-441 k €
<b>Adjusted EBITDA</b>	<b>2 992 k €</b>	<b>2 109 k €</b>	<b>884 k €</b>



Quarter margin comparisons	Q4 2021	Q4 2020	Diff pts
Gross margin / Adj. Net Sales	6,9 %	9,8 %	-2,9 %
Adj. EBITDA / Adj. Net Sales	3,0 %	4,0 %	-1,0 %
Adj. EBITDA / Gross Margin	43,7 %	40,3 %	3,4 %

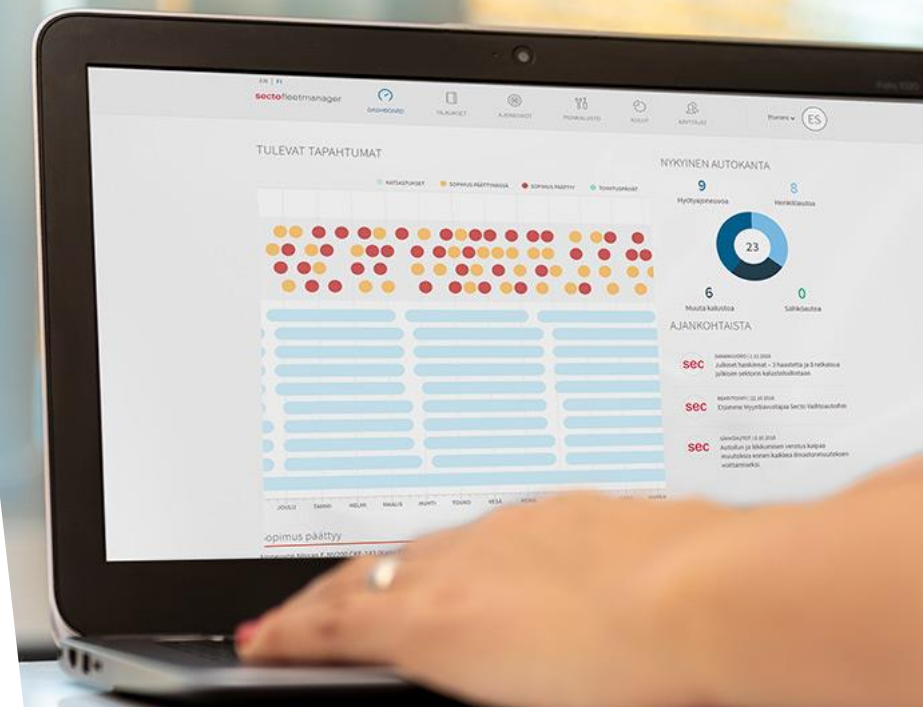
31.12.2021			
Fleet size	10366	IB Debt	34 711 K €
Cash	20 278 K €	IB Net debt	14 433 K €
LTM Adj. EBITDA	10 341 K €	IB Net Debt / adj. EBITDA	1,40

\* Sales where pass-through kind of items are eliminated

# Financial reports – Secto Topco Group

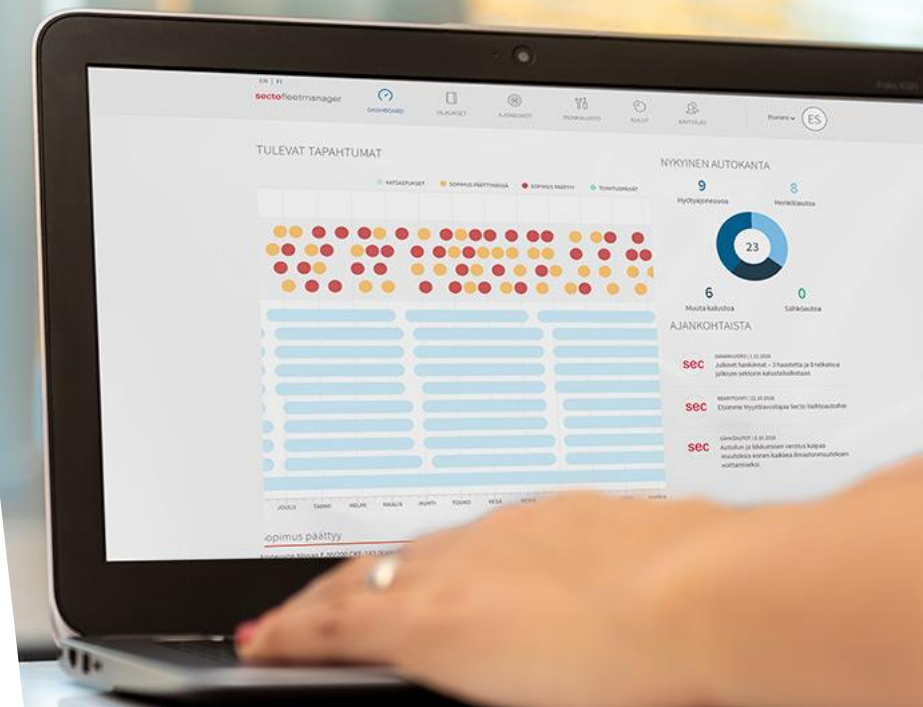
# Secto Topco Group – PL Q4 2021

INCOME STATEMENT	Secto Topco Group	Secto Topco Group	Change
QUARTER ENDING	31.12.2021	31.12.2020 Audited	
Net Sales	99 257 k €	79 080 k €	20 177 k €
Net Sales adjustments	28 664 k €	25 923 k €	2 740 k €
Adjusted net sales*	70 593 k €	53 156 k €	17 437 k €
Other Income	19 k €	11 k €	8 k €
Purchases	-92 424 k €	-73 858 k €	-18 566 k €
Materials and services total	-92 424 k €	-73 858 k €	-18 566 k €
<b>Gross margin</b>	<b>6 852 k €</b>	<b>5 232 k €</b>	1 620 k €
Personnel expenses total	-2 556 k €	-2 129 k €	-427 k €
Other operative expenses (Opex)	-1 876 k €	-1 126 k €	-750 k €
<b>EBITDA</b>	<b>2 420 k €</b>	<b>1 977 k €</b>	443 k €
Adjustments	-572 k €	-131 k €	-441 k €
<b>Adjusted EBITDA</b>	<b>2 992 k €</b>	<b>2 109 k €</b>	884 k €
Depreciations	-413 k €	-402 k €	-11 k €
Goodwill amortizations	-1 836 k €	-1 836 k €	
EBIT	172 k €	-260 k €	432 k €
Financial income	116 k €	157 k €	-40 k €
Financial expenses	-855 k €	-907 k €	52 k €
Financial items total	-738 k €	-751 k €	12 k €
<b>PROFIT (LOSS) BEFORE EXTRAORDINARY ITEMS</b>	<b>-567 k €</b>	<b>-1 011 k €</b>	444 k €
Extraordinary Items			
<b>PROFIT (LOSS) BEFORE TAXES</b>	<b>-567 k €</b>	<b>-1 011 k €</b>	444 k €
TAXES	185 k €	254 k €	-69 k €
Minority share of the profit			
<b>PROFIT (LOSS)</b>	<b>-382 k €</b>	<b>-757 k €</b>	375 k €



# Secto Topco Group – PL FY 2021

INCOME STATEMENT	Secto Topco Group	Secto Topco Group	Change
FULL YEAR ENDING	31.12.2021	31.12.2020 Audited	
Net Sales	342 016 k €	294 973 k €	47 043 k €
Net Sales adjustments	104 732 k €	99 231 k €	5 502 k €
Adjusted net sales*	237 284 k €	195 743 k €	41 541 k €
Other Income	85 k €	426 k €	-341 k €
Purchases	-319 899 k €	-277 708 k €	-42 191 k €
Materials and services total	-319 899 k €	-277 708 k €	-42 191 k €
<b>Gross margin</b>	<b>22 202 k €</b>	<b>17 692 k €</b>	<b>4 511 k €</b>
Personnel expenses total	-8 098 k €	-7 252 k €	-846 k €
Other operative expenses (Opex)	-4 659 k €	-3 821 k €	-838 k €
<b>EBITDA</b>	<b>9 445 k €</b>	<b>6 619 k €</b>	<b>2 827 k €</b>
Adjustments	-895 k €	-473 k €	-422 k €
<b>Adjusted EBITDA</b>	<b>10 341 k €</b>	<b>7 092 k €</b>	<b>3 249 k €</b>
Depreciations	-1 299 k €	-1 434 k €	135 k €
Goodwill amortizations	-7 342 k €	-7 342 k €	0 k €
EBIT	804 k €	-2 157 k €	2 961 k €
Financial income	512 k €	221 k €	290 k €
Financial expenses	-3 336 k €	-3 614 k €	278 k €
Financial items total	-2 824 k €	-3 393 k €	568 k €
<b>PROFIT (LOSS) BEFORE EXTRAORDINARY ITEMS</b>	<b>-2 020 k €</b>	<b>-5 550 k €</b>	<b>3 530 k €</b>
Extraordinary Items			
<b>PROFIT (LOSS) BEFORE TAXES</b>	<b>-2 020 k €</b>	<b>-5 550 k €</b>	<b>3 530 k €</b>
TAXES	-1 087 k €	-411 k €	-676 k €
Minority share of the profit			
<b>PROFIT (LOSS)</b>	<b>-3 107 k €</b>	<b>-5 961 k €</b>	<b>2 854 k €</b>





# Secto Topco Group – Balance sheet

<b>GROUP BALANCE SHEET</b>	Secto Topco Group		Change
In '000 €	31.12.2021	31.12.2020 Audited	
<b>ASSETS</b>			
<b>Current assets</b>			
<b>Intangible assets</b>	<b>48 177 k €</b>	<b>55 755 k €</b>	-7 577 k €
Goodwill	1 120 k €	1 356 k €	-235 k €
Group goodwill	47 057 k €	54 399 k €	-7 342 k €
<b>Tangible assets</b>	<b>2 224 k €</b>	<b>1 635 k €</b>	589 k €
Machinery and equipment	2 224 k €	1 635 k €	589 k €
Investments		4 589 k €	-4 589 k €
<b>Current assets total</b>	<b>50 402 k €</b>	<b>61 979 k €</b>	-11 577 k €
<b>Non-current assets</b>			
<b>Inventories</b>	<b>8 847 k €</b>	<b>5 928 k €</b>	2 919 k €
<b>Receivables</b>			
<b>Long-term receivables</b>	<b>931 k €</b>	<b>1 543 k €</b>	-612 k €
<b>Short-term receivables</b>			
Sales receivables	8 286 k €	13 740 k €	-5 453 k €
Loan receivables	4 k €	4 k €	
Other receivables	1 003 k €	846 k €	157 k €
Accrued receivables	1 628 k €	1 782 k €	-154 k €
<b>Short term receivables total</b>	<b>10 921 k €</b>	<b>16 368 k €</b>	-5 447 k €
<b>Financial Securities</b>	<b>5 289 k €</b>		5 289 k €
<b>Cash at bank</b>	<b>20 278 k €</b>	<b>16 823 k €</b>	3 456 k €
<b>Non-current assets total</b>	<b>46 266 k €</b>	<b>40 661 k €</b>	5 605 k €
<b>ASSETS TOTAL</b>	<b>96 668 k €</b>	<b>102 640 k €</b>	-5 973 k €

	Secto Topco Group		Change
In '000 €	31.12.2021	31.12.2020 Audited	
<b>LIABILITIES</b>			
<b>Equity</b>			
Share capital	3 k €	3 k €	0 k €
Non-restricted equity	26 623 k €	26 596 k €	27 k €
Retained earnings	-6 247 k €	-285 k €	-5 961 k €
Own shares	-2 k €	-2 k €	0 k €
Other			
Dividends			
Profit (loss) of the financial period	-3 107 k €	-5 961 k €	2 854 k €
<b>Equity total</b>	<b>17 269 k €</b>	<b>20 350 k €</b>	-3 080 k €
<b>Liabilities</b>			
<b>Long term loans</b>		<b>40 053 k €</b>	-40 053 k €
<b>Other loans</b>			
<b>Short term loans</b>			
Loans from financial institutions			
Bonds	40 000 k €		40 000 k €
Prepayments	18 490 k €	20 144 k €	-1 654 k €
Purchase payables	15 304 k €	16 641 k €	-1 336 k €
Other payables	2 089 k €	2 803 k €	-714 k €
Accrued payables	3 514 k €	2 650 k €	864 k €
<b>Short term loans total</b>	<b>79 398 k €</b>	<b>42 238 k €</b>	37 161 k €
<b>Liabilities total</b>	<b>79 398 k €</b>	<b>82 291 k €</b>	-2 892 k €
<b>LIABILITIES TOTAL</b>	<b>96 668 k €</b>	<b>102 640 k €</b>	-5 973 k €

# Secto Topco Group – Cash flow

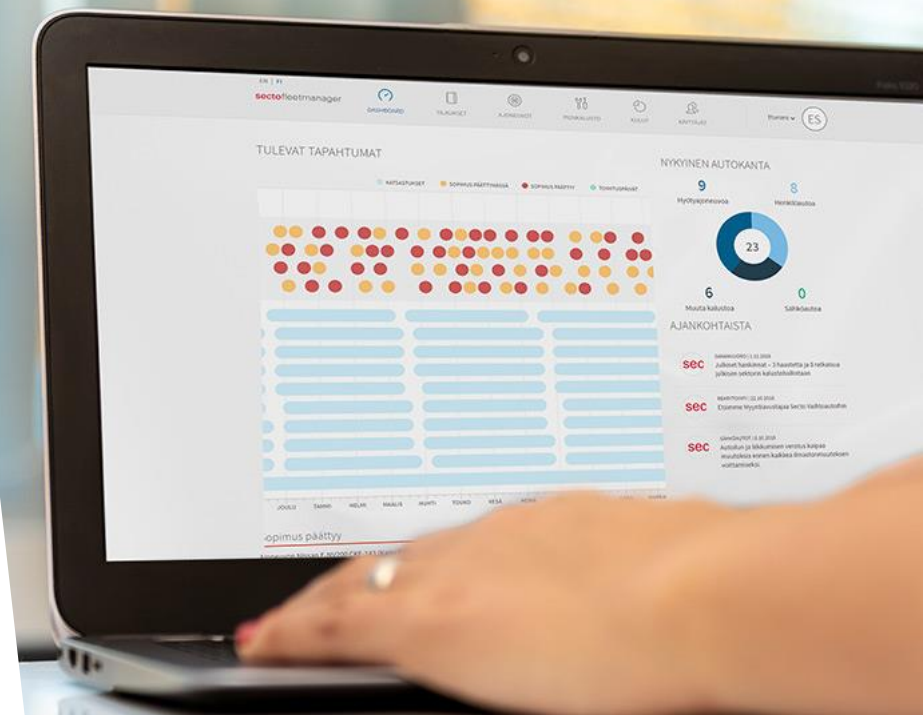
GROUP CASH FLOW - YTD	Q1 2021	Q2 2021	Q3 2021	Q4 2021
<b>EBITDA</b>	1 776 k €	2 317 k €	2 932 k €	2 420 k €
Change of NWC	-2 941 k €	-1 788 k €	2 269 k €	-2 574 k €
Investments	-1 172 k €	61 k €	-360 k €	4 407 k €
<b>Operative cash flow after investments</b>	-2 337 k €	590 k €	4 841 k €	4 253 k €
Taxes	-300 k €	-424 k €	-548 k €	185 k €
Operative financial items net	-10 k €	18 k €	41 k €	-7 k €
<b>Cash flow after taxes and interests</b>	-2 646 k €	184 k €	4 334 k €	4 430 k €
Bond interest payments	-710 k €	-710 k €	-716 k €	-731 k €
Capital re-payment			27 k €	
Dividends				
Other	-7 k €			
<b>Cash flow total</b>	-3 363 k €	-526 k €	3 646 k €	3 699 k €
Cash in the beginning	16 823 k €	13 459 k €	12 934 k €	16 579 k €
Cash in the end	13 459 k €	12 934 k €	16 579 k €	20 278 k €
<b>Change in cash</b>	-3 363 k €	-526 k €	3 646 k €	3 699 k €



# Appendix – Secto Topco Oy

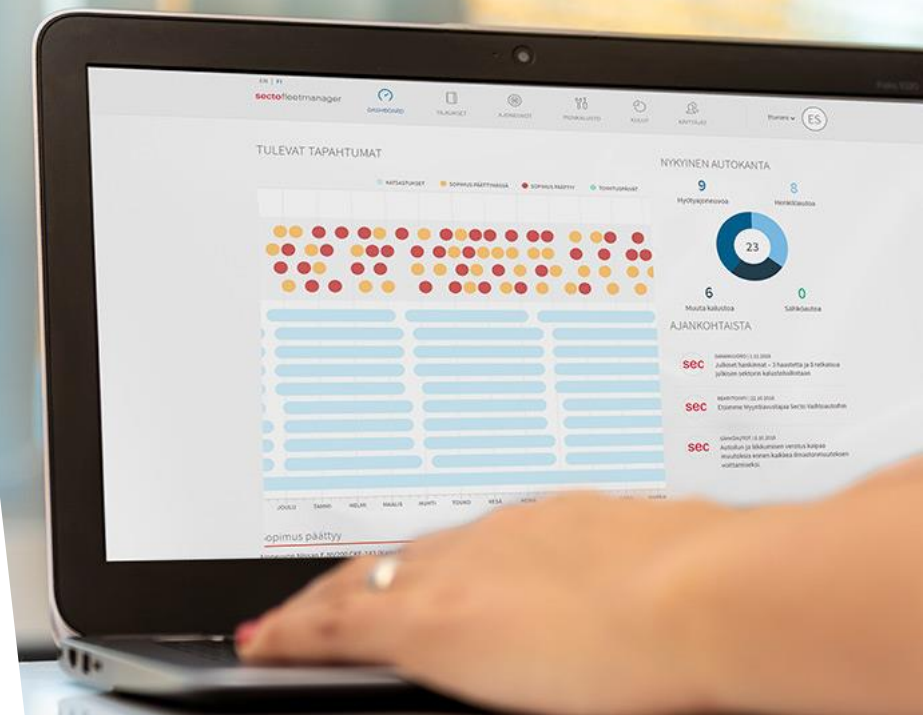
# Secto Topco Oy – PL Q4 2021

INCOME STATEMENT	Secto Topco Oy	Secto Topco Oy	Change
QUARTER ENDING	31.12.2021	31.12.2020 Audited	
Net Sales	240 k €	240 k €	0 k €
Net Sales adjustments			
Adjusted net sales*	240 k €	240 k €	0 k €
Other Income			
Purchases			
Materials and services total			
<b>Gross margin</b>	<b>240 k €</b>	<b>240 k €</b>	<b>0 k €</b>
Personnel expenses total	-247 k €	-161 k €	-87 k €
Other operative expenses (Opex)	-27 k €	-11 k €	-15 k €
<b>EBITDA</b>	<b>-34 k €</b>	<b>68 k €</b>	<b>-102 k €</b>
Adjustments			
<b>Adjusted EBITDA</b>	<b>-34 k €</b>	<b>68 k €</b>	<b>-102 k €</b>
Depreciations			
Goodwill amortizations			
EBIT	-34 k €	68 k €	-102 k €
Financial income	248 k €	240 k €	8 k €
Financial expenses	-851 k €	-856 k €	5 k €
Financial items total	-603 k €	-616 k €	13 k €
PROFIT (LOSS) BEFORE EXTRAORDINARY ITEMS	-638 k €	-548 k €	-89 k €
Extraordinary Items			
PROFIT (LOSS) BEFORE TAXES	-638 k €	-548 k €	-89 k €
TAXES	-32 k €	-1 k €	-31 k €
Minority share of the profit			
<b>PROFIT (LOSS)</b>	<b>-669 k €</b>	<b>-549 k €</b>	<b>-121 k €</b>



# Secto Topco Oy – PL FY 2021

INCOME STATEMENT	Secto Topco Oy	Secto Topco Oy	Change
FULL YEAR ENDING	31.12.2021	31.12.2020 Audited	
Net Sales	960 k €	960 k €	0 k €
Net Sales adjustments			
Adjusted net sales*	960 k €	960 k €	0 k €
Other Income			
Purchases			
Materials and services total			
<b>Gross margin</b>	<b>960 k €</b>	<b>960 k €</b>	<b>0 k €</b>
Personnel expenses total	-917 k €	-680 k €	-237 k €
Other operative expenses (Opex)	-77 k €	-49 k €	-28 k €
<b>EBITDA</b>	<b>-34 k €</b>	<b>231 k €</b>	<b>-265 k €</b>
Adjustments			
<b>Adjusted EBITDA</b>	<b>-34 k €</b>	<b>231 k €</b>	<b>-265 k €</b>
Depreciations	-1 k €		-1 k €
Goodwill amortizations			
EBIT	-35 k €	231 k €	-266 k €
Financial income	999 k €	737 k €	263 k €
Financial expenses	-3 253 k €	-3 120 k €	-132 k €
Financial items total	-2 254 k €	-2 384 k €	130 k €
PROFIT (LOSS) BEFORE EXTRAORDINARY ITEMS	-2 288 k €	-2 153 k €	-136 k €
Extraordinary Items			
PROFIT (LOSS) BEFORE TAXES	-2 288 k €	-2 153 k €	-136 k €
TAXES	-32 k €	-1 k €	-32 k €
Minority share of the profit			
<b>PROFIT (LOSS)</b>	<b>-2 321 k €</b>	<b>-2 153 k €</b>	<b>-168 k €</b>



# Secto Topco Oy – Balance sheet

<b>BALANCE SHEET</b>	Secto Topco Oy		Change		Secto Topco Oy		Change
In '000 €	31.12.2021	31.12.2020 Audited		In '000 €	31.12.2021	31.12.2020 Audited	
<b>ASSETS</b>				<b>LIABILITIES</b>			
<b>Current assets</b>				<b>Equity</b>			
Intangible assets				Share capital	3 k €	3 k €	0 k €
Goodwill				Non-restricted equity	26 615 k €	26 588 k €	27 k €
Group goodwill				Retained earnings	-189 k €	-286 k €	97 k €
Tangible assets				Own shares	-2 k €	-2 k €	0 k €
Machinery and equipment	3 k €		3 k €	Other			
				Dividends			
Investments	50 410 k €	54 999 k €	-4 589 k €	Profit (loss) of the financial period	311 k €	97 k €	214 k €
<b>Current assets total</b>	<b>50 413 k €</b>	<b>54 999 k €</b>	<b>-4 586 k €</b>	<b>Equity total</b>	<b>26 738 k €</b>	<b>26 399 k €</b>	<b>338 k €</b>
<b>Non-current assets</b>				<b>Liabilities</b>			
<b>Inventories</b>				<b>Long-term loans</b>		<b>40 000 k €</b>	<b>-40 000 k €</b>
<b>Receivables</b>				<b>Other loans</b>			
<b>Long-term receivables</b>		121 k €	-121 k €	<b>Short-term loans</b>			
<b>Short-term receivables</b>				Group debts	8 198 k €	7 210 k €	989 k €
Sales receivables				Bonds	40 000 k €		40 000 k €
Group receivables	19 369 k €	18 368 k €	1 001 k €	Prepayments			
Other receivables	154 k €	373 k €	-219 k €	Purchase payables	29 k €	42 k €	-14 k €
Accrued receivables	10 k €	k €	10 k €	Other payables	313 k €	323 k €	-10 k €
Short-term receivables total	19 533 k €	18 741 k €	792 k €	Accrued payables	82 k €	22 k €	60 k €
<b>Financial Securities</b>	5 289 k €		5 289 k €	<b>Short-term loans total</b>	<b>48 622 k €</b>	<b>7 597 k €</b>	<b>41 025 k €</b>
<b>Cash at bank</b>	<b>125 k €</b>	<b>135 k €</b>	<b>-10 k €</b>	<b>Liabilities total</b>	<b>48 622 k €</b>	<b>47 597 k €</b>	<b>1 025 k €</b>
<b>Non-current assets total</b>	<b>24 947 k €</b>	<b>18 997 k €</b>	<b>5 950 k €</b>	<b>LIABILITIES TOTAL</b>	<b>75 360 k €</b>	<b>73 996 k €</b>	<b>1 364 k €</b>
<b>ASSETS TOTAL</b>	<b>75 360 k €</b>	<b>73 996 k €</b>	<b>1 364 k €</b>				

**Form of Compliance Certificate**

To: Nordic Trustee Oy  
From: Secto Topco Oy  
Dated: **28.2.2022**

**Secto Topco Oy – EUR 40,000,000 Senior Secured Floating Rate Bonds 2019/2022 with ISIN FI4000410667 (the "Bonds")**

1. We refer to the terms and conditions for the Bonds dated 20 November 2019 (the "**Terms and Conditions**"). This is a Compliance Certificate referred to in the Terms and Conditions. Terms defined in the Terms and Conditions have the same meaning when used in this Compliance Certificate.

2. This compliance certificate relates to:

Test date: **31.12.2021**

We confirm that:

The Maintenance Test is met and the ratio of Net Interest Bearing Debt to EBITDA was: 1,4 / 4,25

3. The calculations for the Maintenance Test above are based on the following figures:


Net Interest Bearing Debt:	14 432 659,02 €
EBITDA (adjusted):	10 340 609,26 €

4. We confirm that so far as we aware, no Event of Default is continuing.

5. The calculations of the Maintenance Test above have been made on the figures for the Reference Period ending on the date stated above as set out in schedule 1.

The Net Interest Bearing Debt figure takes into account the share of bond repurchased back by Secto Topco Oy.

**Secto Topco Oy**



Name: Kati Parkkonen, CFO