

 **ASPO**

YEAR 2022

# TOWARDS A NEW ASPO

Aspo aims to achieve sustainable long-term growth by re-investing earned profits in profitable investment objects.

Aspo enables growth for the businesses it owns and aims to improve their profitability and earnings by developing them and ensuring steady cash flows.

## ASPO YEAR 2022

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## 2022 in brief

The year 2022 turned out to be highly different from what we still assumed at the beginning of the year. Due to Russia's invasion of Ukraine we made the decision to withdraw from Russia and selected eastern markets and to focus on growth and profitability on the western markets in accordance with our renewed strategy.

In the financial sense, 2022 was a record-breaking year in many ways. Our net sales were up significantly, and the comparable operating profit was historically high. Gearing and return on equity also exceeded our targets.

We are heading to 2023 from a good position, and we will continue the determined implementation of our strategy. Our target is to continue to bolster organic growth with acquisitions in line with our strategy.

### NET SALES

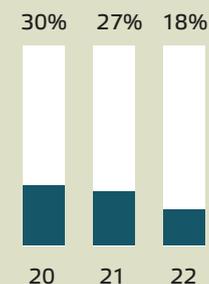
**652.6** M€  
+11%

### COMPARABLE OPERATING PROFIT

**55.3** M€  
+30%

## Focus increasingly shifting to the west

In Aspo's strategy, growth is sought especially from the western market. The eastern market's share of Aspo's net sales has already dropped significantly in recent years, and the withdrawal from Russia and other selected other eastern markets will reduce the share even further.



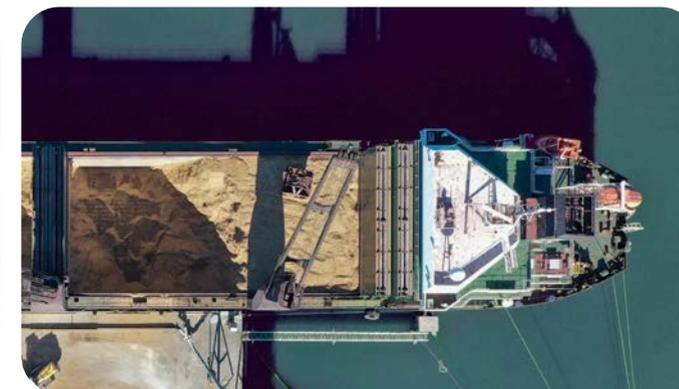
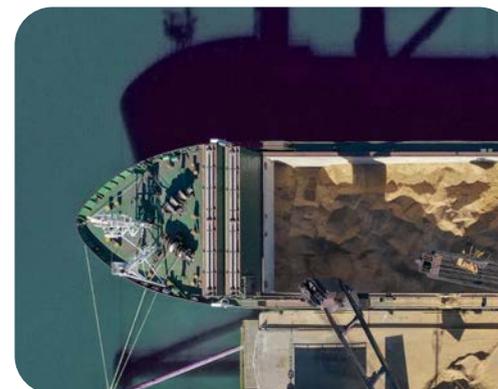
Russia, other CIS countries and Ukraine market area's share of Aspo's net sales.

## Significant structural arrangements

Kauko and Vulcanus, both deemed non-core businesses, were divested in 2022. At the same time, we focused on developing our key operations through acquisitions, with the acquisition of Kobia by Leipurin and Telko's recent transactions being the most significant. ESL Shipping also invested in new Green Coaster vessels through a pooling arrangement.

## Positive development in sustainability

Aspo's key focus areas include reducing emission intensity and improving occupational safety. These targets showed good development in 2022 when both emission intensity and accident frequency decreased from the previous year.





# Sustainable value creation

Aspo creates value by owning and developing business operations sustainably and in the long term. Our companies aim to be market leaders in their sectors. They are responsible for their own operations, customer relationships and the development of these aiming to be forerunners in sustainability. Aspo supports its businesses profitability and growth with the right capabilities. Aspo Group has businesses in 18 different countries, and it employs a total of approximately 950 professionals.

## ASPO'S FINANCIAL TARGETS

### OPERATING PROFIT

8%

### ANNUAL NET SALES GROWTH

5-10%

### RETURN ON EQUITY

>20%

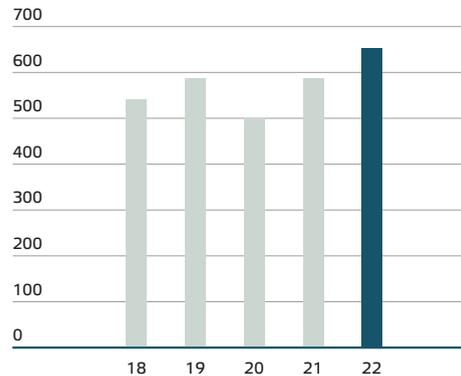
### GEARING

<130%

## KEY FIGURES

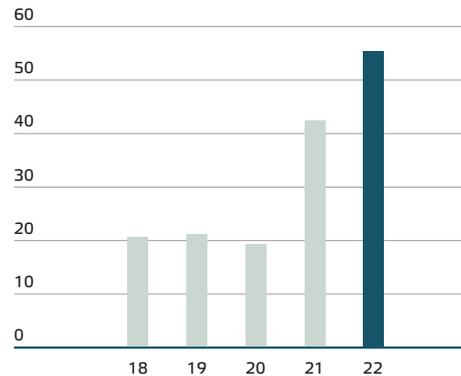
### NET SALES

652.6 M€  
+11%



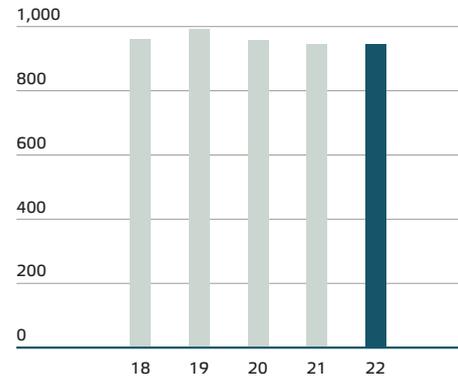
### COMPARABLE OPERATING PROFIT

55.3 M€  
+30%



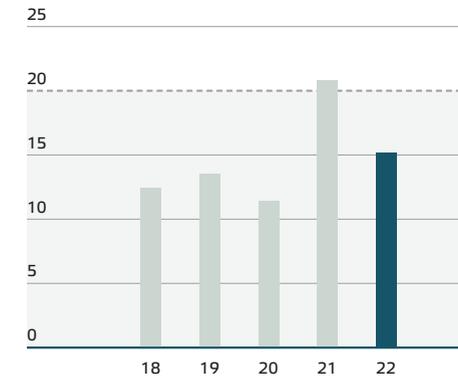
### EMPLOYEES

945



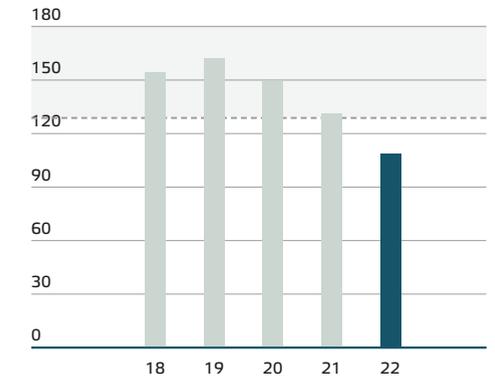
### RETURN ON EQUITY

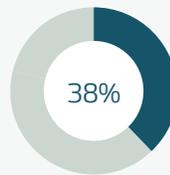
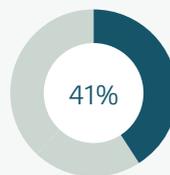
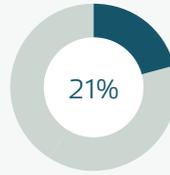
15.2%



### GEARING

108.4%



		NET SALES M€	COMPARABLE OPERATING PROFIT M€	EMPLOYEES	SHARE OF GROUP'S NET SALES %
 <p><b>ESL Shipping</b></p> <p>ESL Shipping is the leading dry bulk cargo company in the Baltic Sea region. ESL Shipping's competitive edge is based on its ability to secure product and raw material transportation for industry and energy production year-round, even in difficult weather conditions.</p>	<p><b>245.4</b></p> <p>+ 28%</p>	<p><b>37.4</b></p> <p>+ 40%</p>	<p><b>355</b></p>	 <p>38%</p>	
 <p><b>TELKO</b></p> <p>Telko is a leading distributor and solution provider for converters and brand owners looking to safeguard their business with future-proof plastics, chemicals or lubricant solutions.</p>	<p><b>267.4</b></p> <p>- 1%</p>	<p><b>20.8</b></p> <p>- 2%</p>	<p><b>293</b></p>	 <p>41%</p>	
 <p><b>LEIPURIN®</b></p> <p>Leipurin operates as part of the food chain, acquiring raw materials in global markets and from domestic companies, and supplying them through its effective logistics chain according to customer needs.</p>	<p><b>130.6</b></p> <p>+ 15%</p>	<p><b>3.3</b></p> <p>+ 74%</p>	<p><b>255</b></p>	 <p>21%</p>	

■ CEO'S REVIEW

# A year of major changes



**ROLF JANSSON**  
Group CEO

The year 2022 turned out to be highly different from what we still assumed at the beginning of the year. Already in spring, we decided to withdraw from all our operations in Russia and other selected eastern markets due to Russia's invasion of Ukraine.

The prerequisites for responsible business had been eliminated, and it became clear that we would set our sights even more firmly on western markets in accordance with our strategy updated at the end of 2021. We will continue to operate in Ukraine, and we want to support its development and do our part to help rebuild the country.

## **BUSINESS ARRANGEMENTS AND STRATEGY EXECUTION**

In addition to our withdrawal from eastern markets, we also made other significant structural changes during the year. In the summer, we divested Leipurin's machinery business Vulganus, and at the end of October, the divestment of Kauko was finalized. At the same time, in accordance with our compounder strategy, we focused on developing our key operations through acquisitions, with the acquisition of Kobia by Leipurin and Telko's recent transactions being the most significant.

During the year, we also made strategic investments, the most important of which was ESL Shipping's decision to invest in new Green Coaster vessels using a pooling arrangement.

## **WE ACHIEVED ALL OUR FINANCIAL TARGETS**

In the light of financial key figures, 2022 was a record-breaking year in many ways. Aspo Group's net

sales increased to EUR 652.6 million, up by roughly 11% from the previous year. Our comparable operating profit was a record EUR 55.3 million, and our comparable operating profit rate was 8.5%. Both the increase in net sales and our comparable operating profit exceeded the financial targets set for the Group. Gearing and return on equity also exceeded our targets.

The previous year was hard for our personnel in several ways, and the war in Ukraine still touches the daily lives of many of our employees. While the operating environment remained challenging throughout the year, we were able to achieve excellent financial results. I would like to thank all our personnel for this performance.

## **INVESTMENTS AND POSITIVE DEVELOPMENT IN SUSTAINABILITY**

Sustainability is an integral part of Aspo's strategy. Aspo's businesses aim to be forerunners in sustainability in their respective sectors. Sustainability also guides Aspo's management system and the process of investigating new investment objects.

Aspo's key focus areas include reducing emission intensity and improving occupational safety. These targets showed good development in 2022 when both emission intensity and accident frequency decreased from the previous year.

Achieving these ambitious targets also calls for investments. The twelve energy-efficient electric hybrid vessels ordered by ESL Shipping will strengthen its competitiveness and market position in the future. The shipping company will also continue the development of a fossil-free sea transportation ecosystem in line

with the green transition and the vessels suitable for it in cooperation with its key customers.

At the end of 2022, we deployed a new sustainability data reporting platform for all the Group's businesses. The new reporting platform improves the efficiency of the Group's sustainability reporting and makes it easier to verify data. Furthermore, it provides each business and Aspo's management with even better tools for the management and monitoring of sustainability activities.

## **STRONG FINANCES PLACE US IN AN EXCELLENT POSITION FOR THE FUTURE**

All our businesses have straightforward plans to develop and grow their operations in the next few years. ESL Shipping focuses on ESG-driven growth with its key industrial partners. Telko compensates for the discontinued operations in Russia and Belarus through organic growth and acquisitions, while scalability will remain the cornerstone of its success. Leipurin will continue to improve its profitability, supported by growth in selected segments.

We are heading to 2023 from a good position, and we will continue the determined implementation of our strategy. We continue to seek stronger organic growth through business acquisitions in line with our strategy.

**Rolf Jansson**  
Group CEO

## STRATEGY

# We continued the determined execution of our compounder strategy

Aspo creates value by owning and developing its businesses responsibly in the long term. The common goal of the owned businesses is to be the market leaders in their respective fields. The subsidiaries are responsible for their operations, customer relationships and their development, aiming to reach a leading position in sustainability in their own field. Aspo supports the success and growth of its businesses through appropriate capabilities.

Throughout Aspo's more than 90-year history, courage and people have been the defining characteristics of operations. The Group is continuously investigating new possibilities for structural changes that increase the shareholder value. The premise for value creation is to create growing and steady ability to generate results.

Such measures, which aim to produce more value, may include the acquisition or sale of companies or businesses, the listing of businesses or other market operations. At the end of 2022, Aspo Group had business operations in more than 15 different countries, and we employed over 900 professionals.

### PROGRESS ON MANY FRONTS

Aspo published its revised strategy at the end of 2021. Accordingly, Aspo aims to achieve sustainable long-term growth by reinvesting received profit in productive appli-

cations and by taking steps towards a compounder profile. Here, corporate arrangements are a key part of value creation, and the aim is to create growth and an income flow through them.

In 2022, we made good progress in our strategy execution. Leipurin completed a significant business transaction in September 2022 when it acquired all shares in Kobia AB, a Swedish distribution company for the bakery industry, from Swedish Abdon Group. Kobia's net sales more than compensate for the part of Leipurin's net sales eliminated due to the withdrawal from eastern markets.

Telko completed acquisitions during the year: the acquisition of the operations of the Norwegian company Johan Steenks AS was published in the fall, and Telko announced the acquisition of the Polish company Eltex at the beginning of this year. The decision to withdraw from selected eastern markets as a result of Russia's invasion of Ukraine will temporarily reduce also Telko's net sales, but the aim is to compensate for its impact by continuing acquisitions in western markets.

ESL Shipping took a significant strategic step forward when it established a long-term Green Coaster pool for energy-efficient electric hybrid vessels in August 2022 with an investor group consisting of institutional and private investors. The pooling structure is a commonly used

practice in international shipping operations for the ownership and operation of vessels. The arrangement accelerates ESL Shipping's operational growth and improves its profitability and return on equity.

### A DEVELOPING AND ACTIVE OWNER

Aspo enables growth for the businesses it owns, and aims to improve their profitability and returns by developing them and ensuring steady cash flows. The goal is to assume an active role in corporate arrangements – both in growth investments in the current businesses and in transactions.

As an owner, Aspo is responsible for the acquisition and allocation of capital and for the investments in its subsidiaries. Aspo's structure also enables larger investments, which individual businesses might not be able to afford.

### SUSTAINABILITY GUIDES ASPO'S OPERATIONS

Sustainability is a key factor in guiding Aspo Group's management system and the process of investigating new investment objects. Aspo's businesses aim to be forerunners in sustainability in their respective fields. In support of the sustainability commitments, Aspo has defined ESG targets for key parts of the Group and businesses. Aspo Group's key target is to reduce emission

#### Aspo's long-term financial targets

Operating profit	8%
Annual net sales growth	5–10%
Return on equity	> 20%
Gearing	< 130%

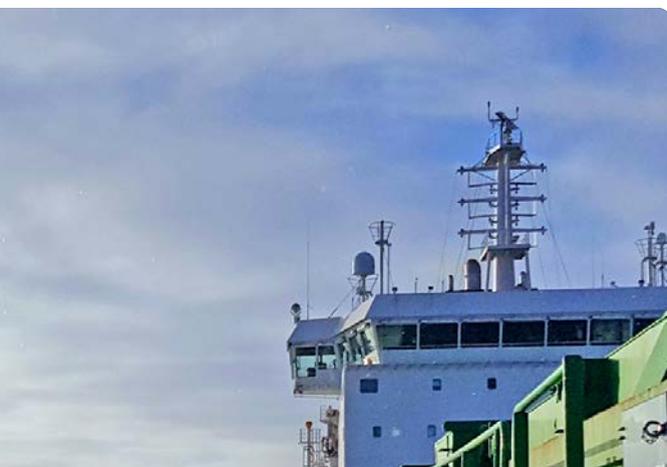
intensity by 30% by 2025. Another shared target for the Group is to improve occupational safety, measured by the development of accident frequency. Both targets showed positive development during 2022.

### A STRONG CASH FLOW ENABLES THE EFFECTIVE USE OF CAPITAL MARKETS

The Group's capital efficiency is also tightly linked to the execution of Aspo's strategy. Aspo's high debt management capacity, supported by its strong cash flow, enables the effective use of capital markets.

As part of its strategy, Aspo also takes care of its capital structure so that the Group can develop its businesses with no predefined schedules. Aspo must always have sufficient resources for operations and structural arrangements that produce more value.

# The leading dry bulk cargo company in the Baltic Sea region



Net sales  
MEUR

**245.4**

+28%

Comparable  
operating profit  
MEUR

**37.4**

+40%

Personnel

**355**



ESL Shipping's competitive edge is based on its pioneering role and ability to responsibly secure product and raw material transportation for industries and energy production year-round, even in difficult conditions. The shipping company loads and unloads large ocean liners at sea as a special service.

ESL Shipping's vessels mainly operate in contract traffic in the Baltic Sea and in Northern Europe. Transportation operations in the Baltic Sea and the North Sea are mostly based on long-term customer agreements and established customer relationships.

## STRONG FINANCIAL RESULTS

To provide flexible and reliable services for customers, a sufficiently large and interchangeable fleet is required. At the end of 2022, ESL Shipping had 41 vessel units in use, with a deadweight tonnage of more than 425,000 tons. Of these vessels, 23 were wholly owned (80% of the tonnage), two were minority owned, and the remaining 16 were time chartered.

In 2022, ESL Shipping achieved excellent financial results, enabled by high demand throughout the year in the main market areas, the shipping company's long-term partnership strategy and the successful operations of the onshore and offshore personnel.

To strengthen its position in the smaller vessel category, ESL Shipping's subsidiary AtoBatC ordered twelve highly energy-efficient next-generation electric hybrid vessels, every other of which will be sold to an investor group within the scope of a pooling arrangement.

## TARGETING FOR CARBON NEUTRAL OPERATIONS

A key target in ESL Shipping's strategy is to be a fore-runner in sustainable shipping. The shipping company's target is to lead the way in technological solutions, sustainability and service quality. The most important goal is to reduce carbon intensity by 50% per ton-mile by 2030 and enable carbon neutral operations by 2050. During 2022, ESL Shipping transported a total of 14.7 million tonnes of cargo, and its CO<sub>2</sub> emissions per transported ton of cargo decreased by 7.5% from the previous year.

The shipping company's roadmap for fossil-free shipping consists of three parts. Vessels and powertrain solutions, designed to be as efficient as possible, play a key part. They enable the use of various fossil-free fuel mixtures and, for example, the use of batteries in lowering consumption peaks.

Reducing emissions in shipping calls for the production of renewable fuels on an industrial scale, as their

availability is very limited at present. As a result, the shipping company is preparing long-term cooperation with leading energy suppliers to offer sea transportation with even lower carbon emissions in the future.

Customers who share the common vision of low emission shipping make up the third element. A good example of this is the Virtual Arrival trial started already in 2021, in which the aim is to further reduce emissions by optimizing the arrival time at the port.

A key target in ESL Shipping's strategy is to be a pioneer in sustainable shipping.

## ■ CASE

# Pooling arrangement accelerates the shipping company's growth

ESL Shipping established a long-term Green Coaster pool for energy-efficient electric hybrid vessels in August 2022 with an investor group consisting of institutional and private investors.

The pooling structure is a commonly used practice in international shipping operations for the ownership and operation of vessels. The established Green Coaster pool accelerates ESL Shipping's growth and improves its profitability and return on equity. At the same time, the pool marks the first stage in the shipping company's new low-carbon growth strategy based on investor funding and the pooling model.

AtoBatC Shipping, ESL Shipping's Swedish subsidiary, acts as the manager of the pool, and all twelve upcoming vessels will be part of the shipping company's existing and growing contract traffic operations. Investors are provided with end-to-end services for the construction and maintenance of vessels following the turnkey princi-

ple. ESL Shipping's total investment comprises six vessels and roughly EUR 70 million.

The greenhouse gas emissions of the new vessels, including CO<sub>2</sub> per transported unit of cargo, will be almost 50% lower than those of current vessels, which makes them the most energy-efficient in the world in their size category. The vessels' batteries, shore-side electricity solutions and electric hybrid operation enable fully zero-emission and practically noiseless visits to ports.

ESL Shipping has been closely engaged in the design of the vessels and customized the vessels according to customer needs. Special attention has been paid to cargo bay arrangements and energy efficiency. The first four of the vessels are already under construction, with the first vessel to be delivered in the fall of 2023.



# Accelerated growth



Net sales  
MEUR

**267.4**

-1%

Comparable  
operating profit  
MEUR

**20.8**

-2%

Personnel

**293**



Telko is a leading distributor and solution provider for converters and brand owners looking to safeguard their business with future-proof plastics, chemicals or lubricant solutions. This is done by using industry-leading expertise, strong partnerships and renowned service capabilities to improve Telko's customers' production lead times, material efficiency, and financial and environmental performance. Telko operates in 15 countries and has sales in more than 30 countries.

## MAJOR CHANGES IN THE OPERATING ENVIRONMENT

Russia's invasion of Ukraine had a significant impact on Telko's business operations and operating conditions in eastern markets. The withdrawal decision was already made in the spring and in October 2022, Telko signed a binding preliminary agreement on selling all shares in its subsidiary in Russia to a Russian industrial company. In December, Telko finalized the preliminary agreement to sell all shares in its subsidiary in Belarus to a member of its current management. Both transactions still need to be approved by the local authorities.

Despite the decreases in net sales and profitability in Russia and other eastern markets towards the end of

the year, Telko's comparable operating profit for 2022 remained close to the previous year's record-high figures.

## ACQUISITIONS AND SCALABILITY

In 2023, Telko's net sales and results will be significantly lower than in the previous year due to the changed situation in Russia, Belarus and Ukraine. In other countries, demand is expected to remain moderate, even though there will be differences between businesses.

In addition to organic growth, Telko will continue to accelerate its growth through acquisitions. Telko will also continue its activities to improve its operational efficiency and scalability. In recent years, Telko has consistently reduced the proportion of volume products in its range and correspondingly increased that of specialty

products, as a result of which its tolerance of price fluctuations is better than before.

## DEVELOPMENT OF SUSTAINABILITY ACTIVITIES CONTINUES

In 2021, Telko defined business-specific sustainability targets, of which helping the entire value chain reduce emission intensity is the most significant. Telko is currently preparing a progress plan for its indirect Scope 3 emissions. Good governance has given Telko a competitive edge for years, especially in eastern markets. In 2022, Telko received EcoVadis' gold level sustainability certificate, and the company's goal is to achieve the platinum level no later than by 2025.

Telko closely complies with all environmental and safety regulations and invests heavily in eco-friendly alternative plastic raw materials. Telko's environmental protection practices are under constant development in accordance with the principles of the ISO 9001 standard. In 2022, Telko received the ISO 14001 environmental certificate, covering all of its units in the EU. Industrial sectors that use plastic raw materials require options for conventional raw materials and seek to find eco-friendlier solutions. In their R&D activities, major raw material producers are investing heavily in alternative bio-based or biodegradable materials.

In 2022, Telko received  
EcoVadis' gold level  
sustainability certificate.

## ■ CASE

# Telko's compounder strategy making progress

A key factor in Telko's strategy is accelerating growth not only through organic growth, but also through acquisitions. Acquisitions aim to increase Telko's plastics, chemicals and lubricants businesses and expand them to new geographical areas.

Telko's acquisition of the operations of the Norwegian company Johan Steenks AS in the fall of 2022 was an indication of the progress Telko's compounder strategy is making. Johan Steenks is a distributor of technical plastic raw materials and additives for plastics, and it has an established customer base in the Norwegian markets and a number of well-known principals. The company's net sales are approximately EUR 5 million.

Corporate arrangements continued when Telko announced the acquisition of the Polish company Eltrex on January 31, 2023. Eltrex is a distributor of special chemicals and industrial packaging materials, whose broad range includes raw materials for manufacturers of industrial and floor coatings and home cleaning chemicals. Eltrex is a well-known name in Poland, especially in the industrial coatings segment, and it represents several global brands, including Allnex, Lanxess and Wanhua. The company is based in Golezów in Southern Poland.

The acquisition of Eltrex gives Telko access to chemicals markets in Poland and is a significant step on the company's growth path in Europe. Eltrex has annual net sales of approximately EUR 8 million, and its operating profit is slightly less than EUR 1 million.

The decision to withdraw from selected eastern markets as a result of Russia's invasion of Ukraine will temporarily reduce Telko's net sales, but the aim is to compensate for its impact by continuing acquisitions in western markets.



# Towards full potential

## LEIPURIN®



Net sales  
MEUR

**130.6**

**+15%**

Comparable  
operating profit  
MEUR

**3.3**

**+74%**

Personnel

**255**



Leipurin operates as part of the food chain, acquiring raw materials in global markets and domestic companies and supplying them through its effective logistics chain according to customer needs. Leipurin operates in nine countries.

Leipurin serves bakery, food industry and foodservice customers by providing raw materials and by supporting research and development and recipes for new products. Its other product categories include various supplies and machines for the same customer segments. Leipurin uses leading international manufacturers as its raw material and machinery supply partners.

### SIGHTS SET ON WESTERN MARKETS

The war in Ukraine and the decision to withdraw operations from markets in Russia, Belarus and Kazakhstan have a significant impact on Leipurin's operations. The divestment of the operations in the eastern markets still needs to be approved by the local authorities, and Leipurin expects the transaction to be completed during the first half of 2023, even though this still involves uncertainties.

Throughout the year, Leipurin's operations were affected by the restrictions in eastern markets due to Russia's invasion of Ukraine, the high price inflation in

global raw material markets, and challenges related to the availability of raw materials.

The company also took significant steps forward during the year. The expansion to Swedish markets as a result of the acquisition of Kobia announced in the summer of 2022 increases Leipurin's net sales significantly and produces synergy benefits in areas such as supply chain management and the development of the product range.

In 2022, Leipurin's net sales and profitability improved from the previous year. The steep increase in raw material prices in global markets had a significant impact on the increase in sales.

### FOCUS ON CORE OPERATIONS AND IMPROVING PROFITABILITY

In the summer, Leipurin completed the divestment of its machine business Vulganus to KÖNIG Maschinen GmbH, the leading bakery machine manufacturer in Austria. Vulganus manufactures and maintains refrigeration and freezing solutions for the food industry through its spiral products. Vulganus had previously been defined as a company outside core operations, and the investigation of strategic options had been started.

Leipurin took significant steps forward during the year.

Leipurin has defined new sustainability goals for its operations in line with Aspo's sustainability themes. The five pillars of Leipurin's sustainability cover the entire food chain, from nature and fields all the way to consumers' tables.

Miska Kuusela started as Leipurin's new CEO on January 2, 2023. He transferred to Leipurin Group from the position of Myllyn Paras Finland Oy's CEO. Kuusela has extensive experience in executive positions in the food industry, and he previously worked as the CEO of Dava Foods Finland Oy and Helsingin Mylly. Under Kuusela's leadership, Leipurin will continue to focus on selected growth clusters and improving its operational efficiency.

## CASE

# The acquisition of Kobia opens up new markets



*"Kobia's acquisition excellently supports our growth strategy, driven by acquisitions, and significantly increases Aspo Group's net sales in western markets"*

**Rolf Jansson**  
CEO of Aspo Group

Leipurin completed a significant business transaction in September 2022 when it acquired all shares in Kobia AB, a Swedish distribution company for the bakery industry, from Swedish Abdon Group.

Bakery markets and consumer product ranges in Finland and Sweden are similar in many ways. In addition, the expertise of Leipurin and Kobia in customer segments and categories creates synergies by offering opportunities for cross-sales and operational development throughout the Baltic Sea region.

The expansion to Sweden through the acquisition of Kobia will increase Leipurin's annual net sales by roughly EUR 50 million and create considerable synergies in the development of the product range and in the supply chain and procurement. It also enables partners to be served in

a larger geographic area. Furthermore, Kobia's net sales more than compensate for the part of Leipurin's net sales eliminated due to the exit from eastern markets.

For Aspo, this project marked an acquisition in western markets that consolidated the markets in line with its new strategy. As a result of the transaction, the company will have significant opportunities for creating value through the development of operations, the supply chain and procurement. Kobia's integration and value creation have been merged into Leipurin's ongoing performance improvement program to develop a shared management system. The integration of the operations of Leipurin and Kobia has proceeded as planned after the approval of the transaction.

# Aspo sustainability report 2022

Socially, financially and environmentally sustainable business is a requirement for creating long-term value. A responsibly led growing company can create jobs, tax revenues and wellbeing.



## Year 2022: Development on many fronts

Aspo's key focus areas include reducing emission intensity and improving occupational safety. These targets showed good development in 2022 when both emission intensity and accident frequency decreased from the previous year.

In 2022, we continued to develop Aspo's sustainability program on several fronts. For example, we prepared a new sustainability policy and integrated the Group's sustainability targets into Aspo's remuneration scheme. We also invested in a new Group-wide sustainability reporting platform.

### Zero tolerance for corruption

Aspo's Code of Conduct prohibits corruption and bribery in all their forms. Aspo's Code of Conduct and Compliance trainings include anti-corruption issues and provide guidance for identifying any suspicious situations and practices considered unethical.

#### SHARE OF ASPO'S EMPLOYEES WHO COMPLETED THE TRAININGS IN 2022

Code of Conduct



Compliance

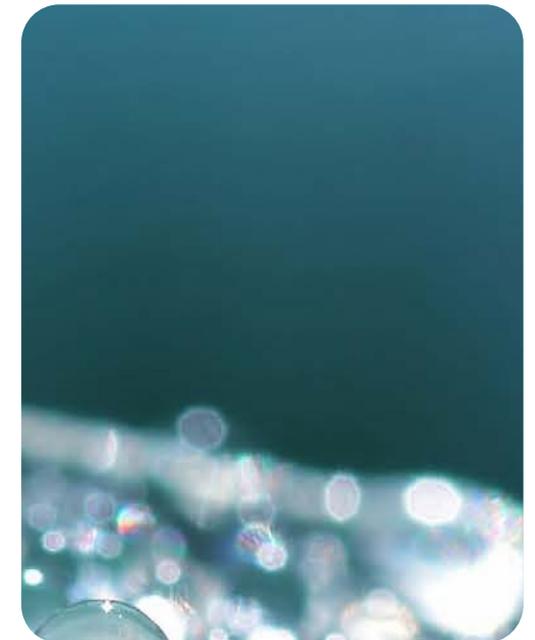
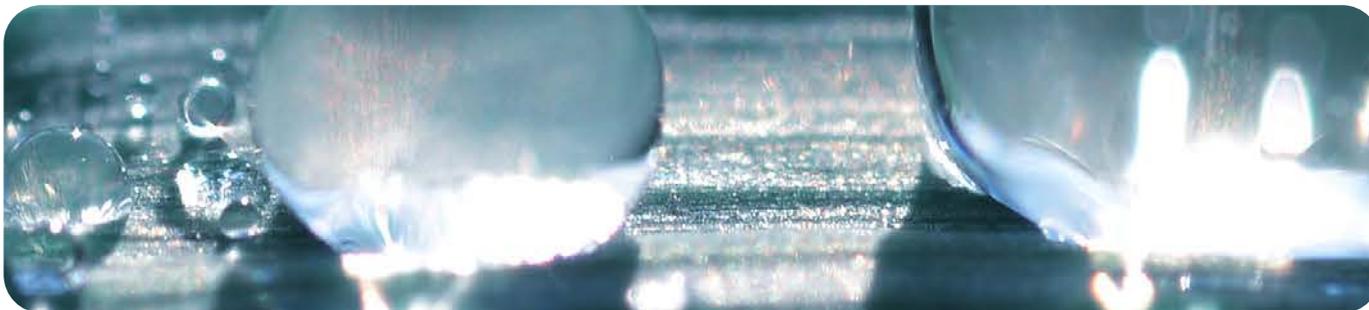


#### CARBON INTENSITY CO<sub>2</sub> (tn) / net sales (t€)

**0.33**  
2021: 0.42

#### INJURY FREQUENCY RATE TRIF

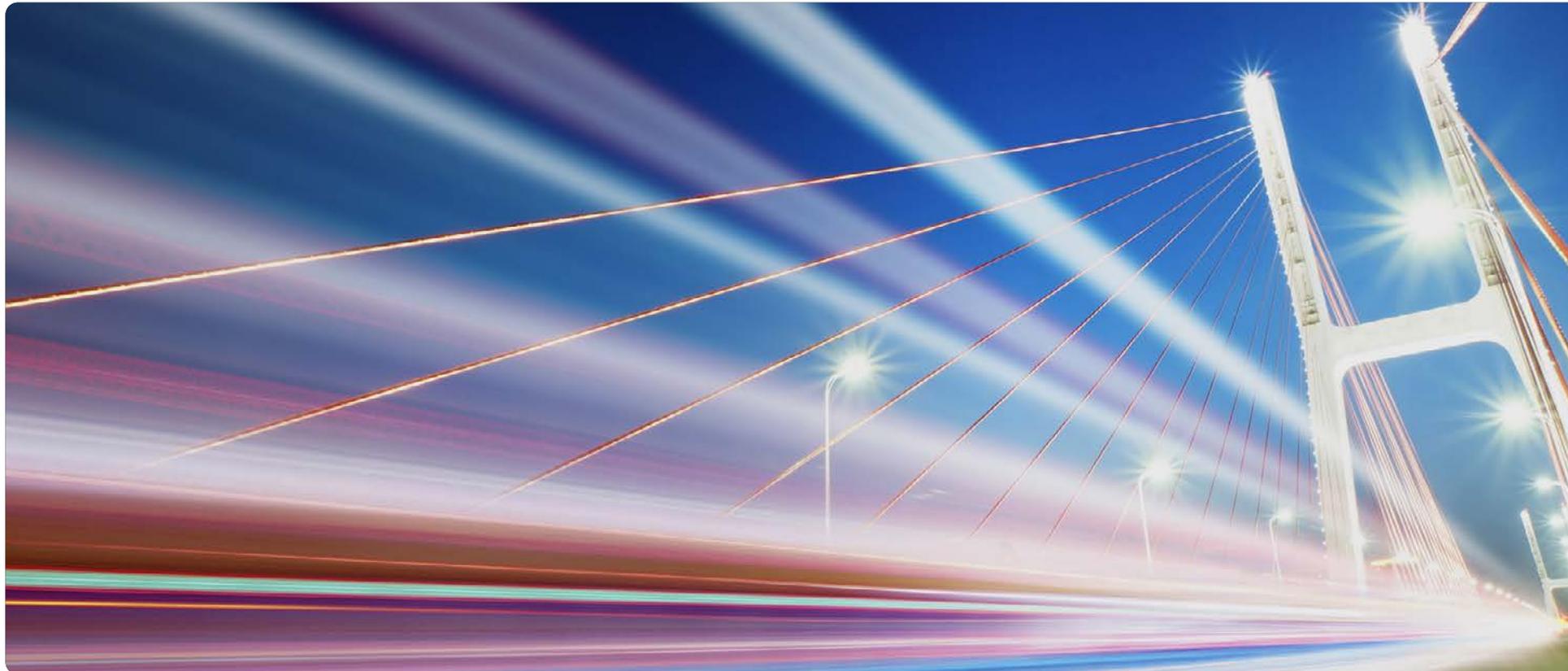
**8.1**  
2021: 8.8



## ■ SUSTAINABILITY

# A year of changes and development

Changes in the operating environment or our renewed strategy did not have an impact on our long-term targets for sustainability: Aspo's businesses still aim to be forerunners in sustainability in their respective sectors.



The year 2022 turned out to be highly different from what we still assumed at the beginning of the year. Russia's invasion of Ukraine dramatically changed the lives of many of our employees, and our entire operating environment turned upside down.

As a result of Russia's invasion, we decided to withdraw from Russia and selected eastern markets and focus on seeking growth and profitability especially in western markets in accordance with our renewed strategy.

However, the changes in the operating environment or our new strategy did not have an impact on our long-term targets for sustainability: Aspo's businesses still aim to be forerunners in sustainability in their respective sectors. Sustainability also guides Aspo's management system and the process of investigating new investment opportunities. In 2023, we will continue to develop and deploy environmental, social and corporate governance (ESG) evaluation criteria for potential acquisitions.

Aspo's different businesses naturally have highly different focus areas in their sustainability work. ESL Shipping has actively reduced its environmental footprint by

bringing down its fleet’s emissions and energy consumption. Product safety is essential for Telko, which acts as a link between industrial customers and international raw material manufacturers. The operations of Leipurin focus not only on product safety, but also on the reduction of waste and wastage.

The businesses also have several common targets. Key focus areas for the Group include reducing emission intensity and improving occupational safety. These targets showed good development in 2022 when both emission intensity and the accident frequency decreased from the previous year. In terms of environmental responsibility, we are rapidly approaching the target set for 2025 to reduce emission intensity by 30% from the level of 2020. The energy-efficient electric hybrid vessels ordered by ESL Shipping, the first of which will be deployed in fall 2023, will play a significant role in reducing emission intensity in the future.

Even though accident frequency decreased in 2022, we did not quite reach the target set for the year. We still have a lot of work ahead of us in developing our occupational safety culture, but we took several steps forward in 2022 in increasing safety awareness and ensuring the reliability of data.

It was delightful that during the year approximately 100% of the Group’s all employees completed Code of Conduct and Compliance trainings which include anti-corruption issues and provide guidance for identifying any suspicious situations and practices considered unethical.

In 2022, we continued to develop Aspo’s sustainability program on several fronts. For example, we prepared a new sustainability policy and integrated the Group’s sustainability targets into Aspo’s remuneration scheme.

We also invested in a new Group-wide sustainability reporting platform, which we believe will develop the reporting capabilities of our businesses and intensify the monitoring of goals. In addition, we continued to investigate the impact of the EU taxonomy for sustainable economic activities on the Group’s businesses and reporting practices. More information about the alignment of the Group’s businesses with the taxonomy is available in Aspo’s Management report. We have also started our preparations for the EU’s Corporate Sustainability Reporting Directive.

Since 2018, Aspo has been a member of the UN’s Global Compact initiative, and the Group’s operations are steered by the ten Global Compact principles related to human rights, working life principles, the environment and the prevention of corruption. Every year, Aspo reports its progress in the implementation of the Global Compact principles as part of this Sustainability Report and also on the external online platform managed by the UN Global Compact, in accordance with the new standardized reporting system entered into force on January 1, 2023.

In addition to this Sustainability Report, ESL Shipping, Telko and Leipurin will also publish their own sustainability reports, reviewing the long-term goals of each business in more detail and discussing their progress in sustainability in 2022.

Helsinki, Wednesday, February 15, 2023

Aspo Plc

**Board of Directors**

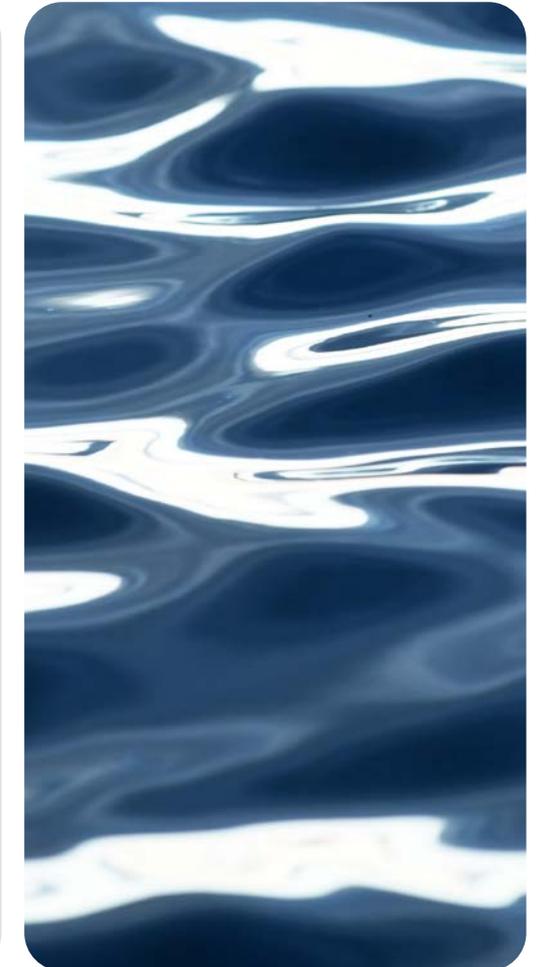
**CEO**



The UN’s Sustainable Development Goals that have been defined to be the most significant for Aspo and as goals on which Aspo can have the most impact.

**Aspo and its businesses share the following sustainability commitments:**

- Growing our business while lowering pressure to the environment
- Improving the Aspo experience for people in our value chain
- Driving sound governance practices at all levels



■ SUSTAINABILITY

# Aspo Group key sustainability themes

OUR AMBITION

Aspo portfolio companies aim to be sustainability forerunners in their industries

OUR COMMITMENTS/  
KEY FOCUS AREAS

**E**

Growing our business while lowering pressure to the environment

**S**

Improving the Aspo experience for people in our value chain

**G**

Driving sound governance practices at all levels

MATERIAL THEMES  
FOR ALL BUSINESSES



To reduce emission intensity



Ensuring employee safety



Sound governance practices



Driving sustainable innovations



Improving the employee, customer and principal experience



Thorough risk management



Improving recycling and waste management



Enhancing product and service quality

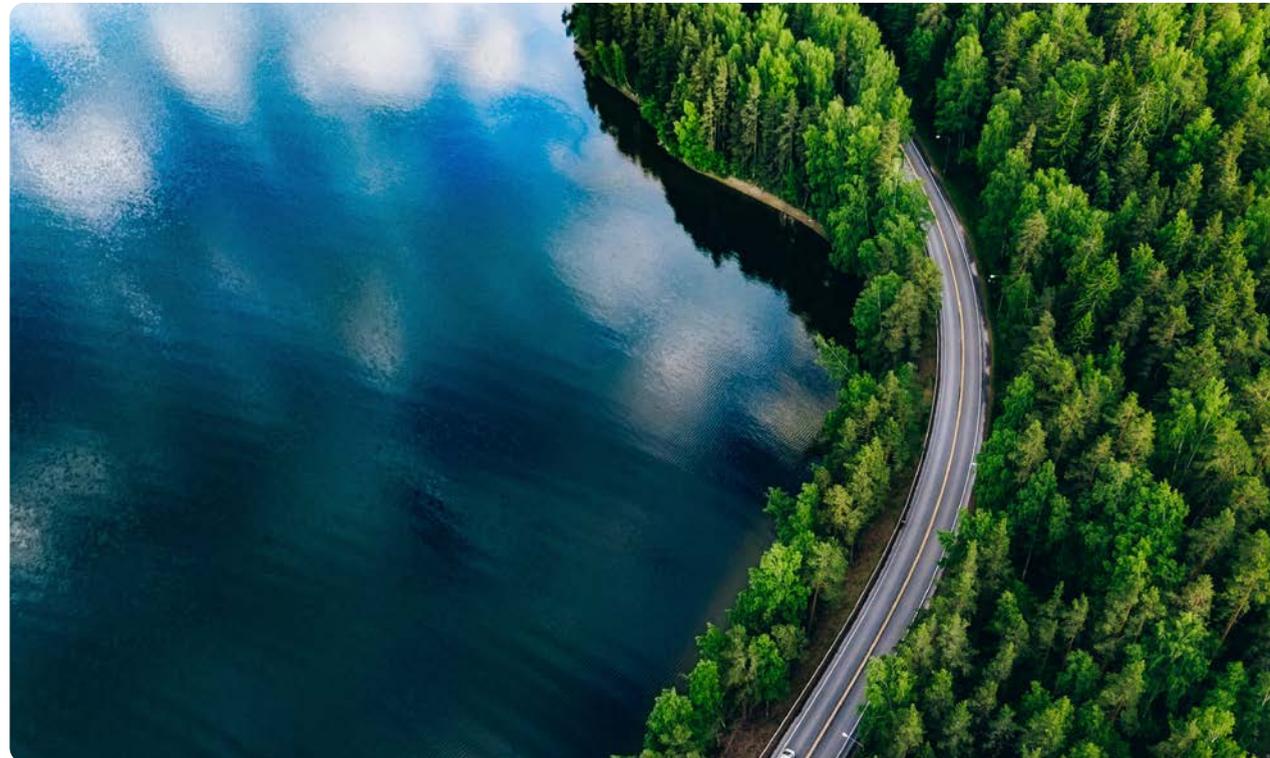


Continuous development of the Sustainability program

ENVIRONMENTAL RESPONSIBILITY

# Investments for the good of the environment

Growing our business while lowering pressure to the environment requires concrete actions and investments.



E

**LOWERING CARBON INTENSITY**

CO<sub>2</sub> (tn) / Net sales (t€)

Target 2022	Total 2022	2021	Notable	SDG
0.39	<b>0.33</b>	0.42	In 2022, carbon intensity improved further due to increase in net sales, operational efficiency and new operating models.	

**DRIVING SUSTAINABLE INNOVATIONS**

Business-specific development of sustainable innovations.



**IMPROVING RECYCLING AND WASTE MANAGEMENT**

Business-specific targets have been set for recycling and waste management.



The key target related to the Group’s environmental responsibility is to reduce emission intensity, CO<sub>2</sub> (tn) per net sales (EUR thousand), by 30% by 2025. In 2022, emission intensity improved, being 0.33 (0.42 in 2021). This positive trend resulted particularly from the growing businesses and ESL Shipping’s new operating models, operational efficiency and transport structure.

A more effective use of energy and raw materials plays a key role in reducing Aspo’s environmental impact. As ESL Shipping’s vessels generate the majority of the Group’s carbon dioxide emissions, the most significant environmental aspects for the shipping company are related to the improved energy efficiency and the reduced carbon footprint of its fleet.

**LEADING THE WAY IN SUSTAINABLE SHIPPING OPERATIONS**

ESL Shipping’s goal is to halve its carbon dioxide emissions per transportation unit by the end of the decade. Achieving this target calls for significant investments in

new vessels, fuel solutions and other operating models to improve energy efficiency. Progress can already be seen in various areas. During 2022, ESL Shipping transported 14.7 million tons of cargo and consumed 819 988 (898 158) MWh of energy. CO<sub>2</sub> emissions per transported ton of cargo decreased by 7.5% in 2022.

In 2021, ESL Shipping announced its plan to build a series of six highly energy-efficient electric hybrid vessels to strengthen its leading position in the sector, and in 2022, the order for the world’s most efficient vessels in their size category was doubled after a new shipping pool was established. The greenhouse gas emissions of the new vessels per transported unit of cargo will be nearly 50% lower compared with the current vessels. The construction of the first Green Coaster vessels is currently underway, and the first vessel will be delivered to ESL Shipping during the third quarter of 2023. The shipping company’s building supervisors are monitoring the construction of the vessels at the shipyard.

Progress was also seen in the deployment of new fuel solutions. In summer 2022, ESL Shipping became the first shipping company in the world to start using the new low-emission Neste Marine™ 0.1 Co-processed ship fuel in its vessels in Finland and Sweden. The ISCC Plus-certified co-processed ship fuel reduces greenhouse gas emissions by as much as 80% during its lifecycle compared to fossil fuels, without compromising on product quality or performance.

Virtual Arrival launched by ESL Shipping in summer 2021 is still used successfully in transportation between Luleå and Oxelösund in cooperation with SSAB and the Port of Oxelösund. The idea of Virtual Arrival is to reduce a ship's speed if it is known that its berth at the port will not be available upon arrival. Regardless of the actual arrival time, a ship's position in the port's line-up is determined based on the arrival time calculated using the normal service speed. Energy savings have been significant: the carbon dioxide emissions of sea transportation have decreased by up to 24% as a result of the optimized service speed. The energy savings equal the annual consumption of roughly 200 Finnish households.

In addition to environmental benefits, Virtual Arrival provides ports with better opportunities to set more reliable schedules and use resources more effectively. When schedules are better known, workday planning on board ships will be more proactive. Virtual Arrival has been selected by one of the traffic control and management company Finntraffic's leading projects for 2023, and it also participated in the UN Climate Change Conference in Egypt as a Green Shipping Challenge project.

We will continue our development by modernizing our fleet and deploying new non-fossil fuels. Playing a sig-

nificant role in the zero-emission transportation of our industrial partners' zero-emission products is the cornerstone of our shipping company's strategy.

### TOTAL IMPACT OF THE SUPPLY CHAIN ON THE ENVIRONMENT IS KEY

The largest environmental impact of Leipurin and Telko, which operate in the fields of trade and logistics, come from elsewhere in the supply chain. As defined by Aspo's Board of Directors, the goal of these companies is to be the best and the most responsible partners for their customers and principals in their respective fields and to reduce emissions in the entire supply chain through their expertise. This includes planning logistics flows effectively and ensuring the quality of products. In the next few years, we aim to understand the environmental impact of our entire supply chain even better, regardless of who carries out the operations in question.

Telko is playing its part in improving the circular economy involving plastics and is providing its customers with environmentally sustainable solutions. For example, Telko was the first Finnish distributor to receive the ISCC Plus certificate. ISCC Plus is a certificate granted for bio-based plastics. Accordingly, Telko can provide plastic raw materials produced in line with mass balance principles for its customers.

### RISKS ARE MANAGED IN VARIOUS WAYS

Aspo has classified environmental damage resulting from its operations and especially from fuel processing in the shipping company's operations and the practices of its partners, for example, in the transport and stor-



In the next few years, we aim to understand the environmental impact of our entire supply chain even better.

age of chemicals as significant risks associated with the environment. Changing regulations, such as stricter environmental laws, any changes in energy policies and the development of fuel taxation, can also have a significant impact on operating conditions and costs.

Aspo actively monitors the regulatory situation and aims to develop its operations cost-effectively and at the correct time so that it can keep any investment needs resulting from changing regulations under control. The investigation of the EU's classification system for environmentally sustainable economic activities (EU taxonomy) on the Group's businesses and reporting practices started in 2021 and continued in 2022. In order to address environmental aspects in supply chains, Aspo has prepared the Supplier Code of Conduct.

Aspo prepares for and controls risks through productive environmental management. For example, ESL Shipping has its own environmental management system, certified by ISO 140001. In 2022, ESL Shipping regis-

tered three (2021: 3) minor oil spills. As a result of these incidents, slightly less than 20 liters of oil were released into the environment. These were handled properly and resulted in no consequences from the authorities.

Telko's environmental protection practices are under constant development in accordance with the principles of the ISO 9001 standard. In 2022, Telko received the ISO 14001 environmental certificate, covering all of its units in the EU. In addition, Telko is a member of the Responsible Care program for chemical distributors, which guides operational development to be more extensive than the minimum requirements set out in acts and regulations.

In 2022, the ISO 14001 environmental certificate was also granted for Leipurin's operations in Sweden (Kobia AB) which helps control environmental risks. Leipurin is investigating opportunities to deploy the certificate more broadly.

# Fuel innovations reduce shipping emissions

ESL Shipping is actively developing more efficient and ecological transportation solutions for the future. Selecting the correct fuel for vessels is an important part of this development during this era of stricter environmental regulations.

Various factors need to be addressed in the design of the best possible vessels for the environment. A key area is finding the optimal dimensions and hydrodynamic solutions to minimize water resistance. The currently available fuel options and future fuel innovations are other significant factors.

ESL Shipping operates two 25,500 dwt dry bulk cargo vessels fueled by liquefied natural gas (LNG) – Viikki and Haaga. The use of LNG as the primary fuel in main and auxiliary engines reduces carbon dioxide emissions by more than 50% compared to the previous generation's vessels. Another advantage of LNG-fueled engines is that liquefied biogas (LBG) can also be used as fuel to reduce vessel emissions even further. In addition, the high-pres-

sure engines selected for Viikki and Haaga reduce their methane emissions down to a minimum.

In summer 2022, ESL Shipping became the first shipping company in the world to use the new low-emission Neste Marine™ 0.1 Co-processed ship fuel in its vessels. The ISCC Plus-certified co-processed ship fuel reduces greenhouse gas emissions by as much as 80% during its lifecycle compared to fossil fuels, without making any compromises over product quality and performance.

The highly environmentally friendly electric hybrid vessels ordered in 2021 and 2022 will improve the shipping company's energy efficiency even further. The vessels' batteries, shore-side electricity solutions and electric hybrid operation enable fully emission-free and practically noiseless visits to ports. The construction of the Green Coaster vessels is currently underway, and the first of the 12 ordered vessels will be delivered to ESL Shipping during the third quarter of 2023.



*"We have waited for this co-processed ship fuel for a long time. ESL Shipping is committed to leading the way in reducing greenhouse gas emissions in the shipping industry, and we are fortunate to be able to use this low-emission option without needing to modify our vessels. We believe that this is the right way to go, and I am convinced that, here in the Nordic countries, we can act as an example for the global shipping industry".*

**Mikki Koskinen**

Managing Director of ESL Shipping

■ SOCIAL RESPONSIBILITY

# A year shadowed by the war

Aspo's operating environment changed dramatically when Russia invaded Ukraine, and the war still touches the daily lives of many of our employees.

The year 2022 was hard for our personnel in several ways, and the war in Ukraine still touches the daily lives of many of our employees. When the war broke out, our top priority was ensuring the safety of our personnel and helping them in Ukraine and its neighboring areas.

Aspo is committed to respecting internationally accepted human rights as defined in the Universal Declaration of Human Rights and the UN Guiding Principles on Business and Human Rights. We reject any discrimination based on education, competence, position, personality, way of life, work experience, ethnic origin, religion, gender, sexual orientation, age, nationality, abilities or other qualities.

Aspo treats its employees in a just and equal manner in all countries where it operates. The applicable local legislation and regulations are complied with in all contracts of employment. These concern, among other things, working hours, remuneration, development opportunities, human rights and working conditions.

We aim to improve the personnel's engagement and wellbeing at work by promoting employees' professional development at all organizational levels and by building an encouraging atmosphere.

## INVESTING EVEN MORE IN OCCUPATIONAL SAFETY

The most significant social risks are associated with occupational safety and health, and the availability and commitment of the personnel. At Aspo, work environments range from cargo vessels to chemical warehouses, and specific focus is placed on safety guidelines and training in different businesses. The goal is that there are zero occupational accidents.

In 2022, the total recordable injury frequency (TRIF) was 8.1. While it showed positive development from the previous year (8.8), we were unable to achieve our goal of 7.0 set for 2022. Aspo has several ongoing projects to improve occupational safety and health, focusing

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### ENSURING EMPLOYEE SAFETY

#### Total Recordable Injury Frequency (TRIF)

Target 2022	Total 2022	2021	Note	SDG
7.0	8.1	8.8	Accident rates remain low. Each individual accident significantly affects the TRIF figure.	

### IMPROVING THE EMPLOYEE, CUSTOMER AND PRINCIPAL EXPERIENCE

#### Employee satisfaction is measured by the People Power index

Target 2022	Total 2022	2021	Note	SDG
AA+	AA	AA+	In 2022, the operating environment remained fairly challenging in all businesses, and job satisfaction decreased slightly, while still being high.	

### PRODUCT AND SERVICE QUALITY

Business-specific targets have been set to ensure the quality of products and services. The net promoter score is used in each business.



especially on ESL Shipping's operations, in which occupational accident risks are higher than in our other subsidiaries. Telko also adopted a new Safety Walk policy at its offices and warehouses to increase safety and awareness of it.

### JOB SATISFACTION AT A HIGH LEVEL

Aspo regularly assesses the satisfaction of employees with their own tasks, the quality of management, and Aspo as an employer by conducting an annual atmosphere survey. In 2021, Aspo started to use the People Power index, a new method of measuring job satisfaction, and it was also included in the Group's sustainability goals. The operating environment remained fairly challenging in all businesses, and job satisfaction decreased slightly, while still being high: the Group achieved the rating of AA in 2022, and there were no significant differences between the businesses. However, the targeted level of AA+ was not achieved unlike in 2021.

In addition to employees, Aspo Group also monitors the satisfaction of other stakeholders actively, and it has set business-specific goals to ensure the quality of products and services. The businesses regularly monitor the satisfaction of stakeholders and the likelihood that they would recommend each business to others using the net promoter score (NPS), a broadly used international market research metric. The NPS surveys conducted in 2022 showed that customer satisfaction is at least at a high level in all businesses.

## Our employees giving support during the crisis

Last spring, Russia's armed invasion of Ukraine dramatically changed the lives of people living in Ukraine. Millions were forced to leave their home, work and familiar living environment. Of Aspo Group's companies, Leipurin and Telko had some 60 employees in Kyiv and Lviv during Russia's invasion.

When the war broke out, some of the warehouses of Leipurin and Telko were destroyed in Ukraine, but there were no casualties. The destruction of the warehouses quickly put a stop to business operations in the region. Telko and Leipurin have continued to pay wages to their Ukrainian employees during the war.

"We collected information from our employees in Ukraine, started to consider the need for concrete assistance, and established an intragroup crisis team to exchange daily information and delegate practical matters," says Myllyluoma about the coordination of assistance.

While some employees of Leipurin and Telko were relocated to western parts of the country, others escaped to neighboring Poland and Romania. Telko has business operations and employees in these coun-

tries which made it easier to provide rental homes, furniture, clothing and acute food products.

"In our crisis team consisting of our local employees, someone was always ready to transport refugees from the border to our leased accommodation facilities in Poland and Romania. Our assistance covered not only families, but also the closest relatives. As men were not usually allowed to leave Ukraine, we took care of matters on behalf of their spouses and families," says Myllyluoma.

Throughout the challenging year, Telko has also aimed to support local industry in the availability of raw and other materials. Despite the difficult conditions in Ukraine, certain industrial segments have been able to continue their operations, and Telko has continued to serve its partners by developing new logistics solutions that take the obstacles presented by the war into account.

Aspo's businesses will continue to operate in Ukraine, and we want to support its development and do our part to help rebuild the country.



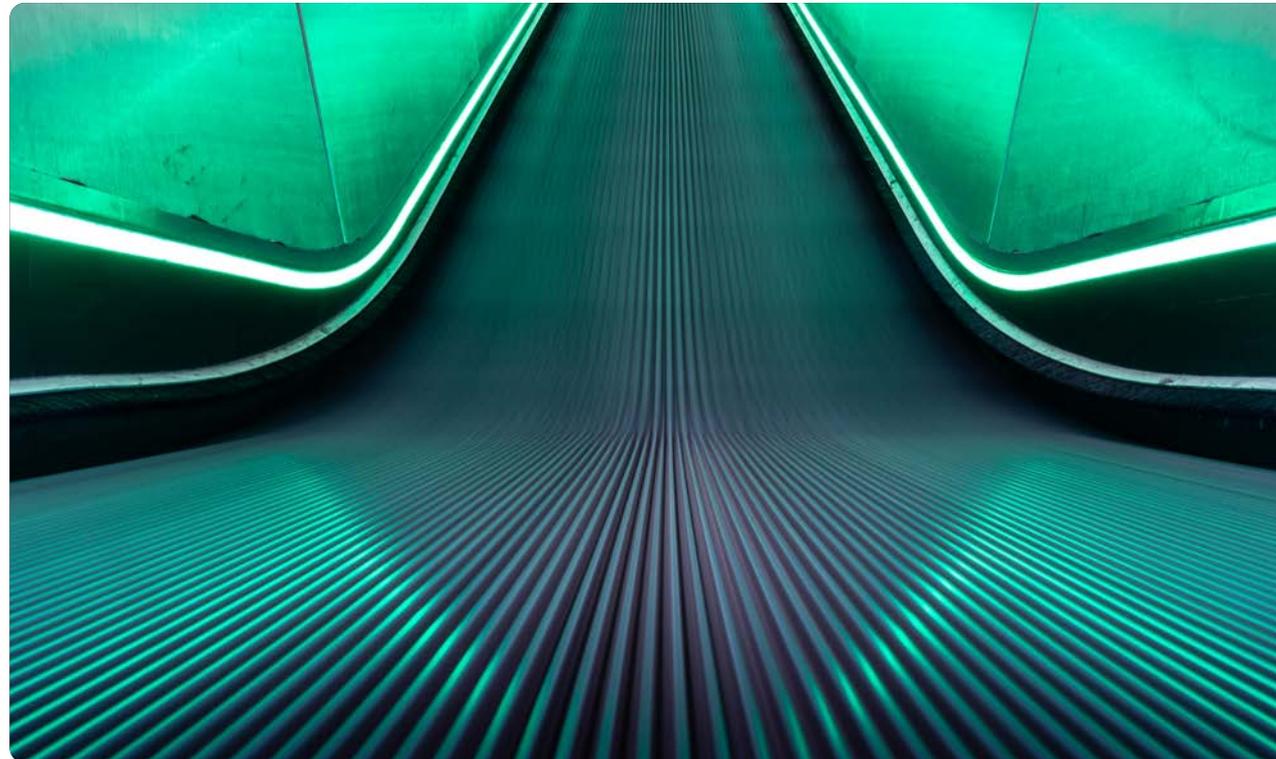
*"Russia's invasion in Ukraine deeply shocked our personnel in Finland, Europe and other parts of the world. We immediately started to discuss the situation during our personnel briefings, and it was clear from the start that we will do everything we can to help our Ukrainian colleagues"*

**Eveliina Myllyluoma**  
HR Business Partner at Telko

CORPORATE GOVERNANCE

# Responsible decisions on the future of our businesses

To promote the development of sustainability throughout the Group, Aspo established a new sustainability task force at the beginning of the year, headed by Aspo's new Director of Sustainability.



**G SOUND GOVERNANCE PRACTICES**  
Percentage of Aspo's personnel who completed the Code of Conduct & Compliance trainings

Target 2022	Total 2022	2021	Note	SDG
100%	100%	88%	Code of Conduct & Compliance trainings were renewed during 2022.	

**THOROUGH RISK MANAGEMENT**  
Further development of systematic risk management process together with portfolio companies.

**CONTINUOUS DEVELOPMENT OF THE SUSTAINABILITY PROGRAM**  
For example the integration of ESG targets to personnel incentive system group-wide in 2022.

In 2022, Russia's invasion of Ukraine largely defined Aspo's operating environment and the dramatic changes in it. We already decided in spring to withdraw from Russia and selected eastern markets after the preconditions for responsible business ceased to exist. Binding preliminary agreements have been made on the divestment of Telko's companies in Russia and Belarus and Leipurin's companies in Russia, Belarus and Kazakhstan, but they are still waiting for the approval of the local authorities.

Aspo's Code of Conduct, and HR management and development principles guide the Group's operations as a responsible employer. Aspo respects the freedom of association of employees and complies with local laws in each operating country. In emerging markets, in particular, Aspo aims to lead the way and spread sustainable operating methods.

To promote the development of sustainability throughout the Group, Aspo established a sustainability task force at the beginning of the year, headed by Aspo's new Director of Sustainability. The team's goal is to coordinate

sustainability activities in the Group, and develop and share best practices in all businesses.

### CORRUPTION REMAINS A CHALLENGE IN CERTAIN OPERATING COUNTRIES

As an international company, Aspo also operates in countries in which corruption is common. According to Transparency International, these include Russia, Uzbekistan and Ukraine. A key tool in the prevention of corruption and bribery is the responsible management of the supply chain. To ensure appropriate operating methods, Aspo's businesses monitor compliance with the Supplier Code of Conduct in various ways. For example, specific responsibility audits have been conducted at Telko since 2019. Warehouse audits conducted in partners' facilities are also part of Telko's toolkit to verify the compliance of its supply chain with regulations. In addition to on-site audits, a larger group of suppliers is monitored through self-assessment. In 2022, several of Telko's warehouses were audited without finding any significant deficiencies.

Aspo's Code of Conduct absolutely prohibits corruption and bribery in all their forms. Aspo's Compliance and Code of Conduct training includes anti-corruption issues and provides guidance for identifying any suspicious situations and practices considered unethical.

In 2022, 100% of the Group's employees completed Code of Conduct training and 100% completed Compliance training. Aspo's goal is that all of the Group's personnel complete the training every year.

**MONITORING COMPLIANCE WITH REQUIREMENTS IN VARIOUS WAYS**

Aspo's businesses are also monitoring sector-specific regulations and Telko, for example, uses more detailed guidelines for bribery, and it complies with the FECC's Code of Conduct. In addition, ESL Shipping, Telko and Leipurin conduct risk assessments for suppliers. Leipurin continued to develop its internal guidance and training for compliance in 2022 to sharpen its practices related to the prevention of corruption and bribery.

Product safety is key in the operations of both Telko and Leipurin. Non-conformities in quality and deliveries of incorrect products may have severe consequences. In 2022, no incorrect products were delivered to Telko's customers. Leipurin's raw material sales in Finland have the ISO 22000 food safety certificate, and the BRC Food Safety certificate has been granted for production and the BRC Storage and Distribution certificate for warehousing in Sweden.

Significant numbers of the partners of ESL Shipping, Telko and Leipurin are important international companies, with which each of these businesses have been engaged in long-term cooperation and which have their

own stabilized processes for the responsible management of supply chains. Aspo's Internal Audit and Legal Affairs departments also conduct regular audits within all businesses.

**MISUSE CAN BE REPORTED ANONYMOUSLY**

Since 2020, Aspo has been using a fully anonymous whistleblowing channel maintained by an external party. Through the service, employees can express their concerns over anything that is non-compliant with Aspo Group's values or Code of Conduct and may have serious consequences for our organization or individuals. Reports are forwarded to the whistleblowing channel team, led by the Group's Director of Legal Affairs.

Reports are processed in accordance with a fixed process and forwarded to Aspo's Board of Directors, which will also process them if necessary. Employees are notified of the whistleblowing channel, for example, in conjunction with annual Code of Conduct training.

A total of 14 reports were submitted through the whistleblowing channel in 2022. These reports were processed and responded to in accordance with the Group's processes. The reports were mainly related to minor violations of internal policies. No new cases of fraud were discovered in the investigations conducted, and no confirmed violations related to corruption or bribery were reported through the whistleblowing channel.

Aspo also has a broad impact on the communities in which it operates. For example, ESL Shipping is a significant organizer of maritime transport and plays a key role in Finland's emergency supply, because maritime transport accounts for 80% of Finland's imports and 90% of its exports. In the event of a crisis, vessels operating under the Finnish flag safeguard connections to other countries.

**SUSTAINABILITY TO FORM AN INTEGRAL PART OF OUR ACQUISITION PROCESS AND OWNERSHIP AGENDA**

	TARGET MAPPING	ACQUISITION PROCESS	OWNERSHIP
OUR APPROACH	<p>We evaluate potential targets based on financial performance and strategic fit</p> <p>Sustainability forms an integral part of the strategic fit –evaluation</p>	<p>We deepen our understanding of the financial performance and strategic direction</p> <p>Sustainability is evaluated both in terms of evaluating</p> <ul style="list-style-type: none"> <li>· Target performance across Aspo's key sustainability themes</li> <li>· Impact on Aspo's opportunity to reach set KPI targets</li> </ul> <p>The evaluation may result in us not investing in a company</p>	<p>We develop a sustainability strategy, incl. priority areas, together with the acquired company</p> <p>We set targets, define key actions, and monitor results – we provide active support from the group where needed</p> <p>We are committed to progress reporting to Aspo board and shareholders</p>

# Steps towards comprehensive sustainability reporting

Year by year, more local and international regulations have been directed at sustainability reporting by companies. The EU corporate sustainability reporting directive to enter into force in 2024 will be one of the most significant changes.

Its goal is to provide stakeholders of companies with reliable and verified information about the sustainability risks to which companies are exposed and how companies comply with the principles of sustainable development in their operations. European reporting standards will ensure the availability of the information required for sustainable funding and the reporting of comparable information. Statutory sustainability reporting will also apply to Aspo, and the Group has already started preparations for the new practices.

During 2021, Aspo already completed a large-scale process to set sustainability goals for each business. The next significant step was taken at the end of 2022 when Aspo deployed a new reporting platform for sustainability data for all its businesses. The new reporting platform improves the efficiency of the Group's sustainability reporting, and it will also make it easier for external partners to verify data in the coming years.

External parties have also identified the development steps Aspo's businesses have taken. In 2022, EcoVadis gave Telko the

gold-level sustainability rating. EcoVadis is one of the world's largest and most reliable providers of corporate sustainability assessments. Every year, it assesses companies' sustainability activities based on the environment, labor and human rights, ethics, and sustainable procurement. Telko's original goal set at the end of 2021 was to receive the gold rating in the 2023 assessment. This goal was now achieved one year ahead of schedule. ESL Shipping participated in the EcoVadis sustainability certification for the first time in 2022 and received the silver rating, which is only received by 10% of companies in the industry.

The significance of sustainability in assessing investment decisions has increased considerably during the last few years, and there are several providers of independent sustainability assessments. Assessments of the level of Aspo's sustainability activities by these bodies have also shown positive development. For example, in 2022, Aspo reached the low risk category status in the Sustainalytics assessment, rising to a better category from the previous year. In addition, Nasdaq again designated Aspo as a Nasdaq ESG Transparency Partner in 2022. The recognition is given to companies that communicate ESG themes related to sustainability transparently to their customers and investors.



*"The new reporting platform has successfully been launched in all our businesses, and it provides the management of Aspo and each business with even better tools to lead and monitor sustainability activities. The deployment is also part of our preparation for the obligations set out in the new corporate sustainability reporting directive"*

**Anni Lapatto**

Corporate Development Manager at Aspo Group

# Sustainability tables

The reporting period is the calendar year 2022. In principle, the reporting covers the entire Aspo Group. Any exceptions have been stated in conjunction with the indicators. The personnel figures given in the sustainability report include all permanent employees, including long-term absentees. The personnel figures also include the temporary maritime crew of AtoB@C Shipping, a subsidiary of ESL Shipping, but only with regard to vessels owned by the company. In the financial statements, the personnel figures only include Aspo Group's own employees, not temporary external workers. Additionally, the personnel figures only include active employees.

## THE USE OF ENERGY AND EMISSIONS

ESL Shipping	2022	2021	2020	2019	2018
Purchased energy <sup>2</sup> , Mwh	328.4	322.1	243.4	117.6	105.2
Total use of fuel, Mwh	820,496	898,551	838,743	892,250	597,300
tCO <sub>2</sub>	217,526	237,621	220,122	237,296	160,988
g-CO <sub>2</sub> per ton mile <sup>3</sup>	13.67	15.74	15.48	15.47	13.10
tSO <sub>x</sub>	87.34	98.36	56.44	179.27	128.90
mg-SO <sub>x</sub> per ton mile <sup>3</sup>	5.52	5.93	3.97	11.69	10.49

Telko	2022	2021	2020	2019	2018
Purchased energy <sup>1</sup> , Mwh	1,347.7	1,172.0	768.5	1,093.0	1,059.5
tCO <sub>2</sub>	219.6	340.1	215.8	306.9	337.2

Leipurin	2022	2021	2020	2019	2018
Purchased energy <sup>1</sup> , Mwh	3,681.1	3,212.8	4,148.0	3,394.8	4,240.6
tCO <sub>2</sub>	606.2	965.4	1,124.0	1,154.2	1,441.0

Other operations	2022	2021	2020	2019	2018
Purchased energy <sup>1</sup> , Mwh	192.6	180.9	182.7	150.3	177.1
tCO <sub>2</sub>	20.0	27.2	27.5	23.7	25.60

Aspo Group	2022	2021	2020	2019	2018
tCO <sub>2</sub>	218,385	238,963	221,511	238,805	161,350
Net sales, M€	652.6	573.3	500.7	587.7	540.9
Aspo Group carbon intensity	0.33	0.42	0.44	0.41	0.30

<sup>1</sup> Purchased energy mainly measured, if not possible to measure the figures are estimated.

<sup>2</sup> The figures include Raahe depot from 2020 onwards. Tug Charlie's use of shore-side electricity increases energy consumption from 2020 onwards.

<sup>3</sup> Figures corrected retrospectively for 2018.

## INJURY FREQUENCY AND SICK LEAVES

ESL Shipping – Office	2022	2021	2020	2019	2018
TRIF <sup>1</sup>	8.2	8.1	2.7		
Sick leaves, % <sup>2</sup>	0.5	0.7	0.8	1.4	0.5

ESL Shipping – Marine personnel	2022	2021	2020	2019	2018
TRIF <sup>1</sup>	22.0	22.3	21.4	22.1	21.1
Sick leaves, % <sup>2</sup>	2.0	3.7	4.6	4.0	3.9

AtoB@C Shipping – Marine personnel	2022	2021	2020	2019	2018
TRIF <sup>1</sup>	10.2	10.9			
Sick leaves, % <sup>2</sup>	0.2	0.30			

Telko	2022	2021	2020	2019	2018
TRIF <sup>1</sup>	1.7	0	0		
Sick leaves, % <sup>2</sup>	1.4	1.2	1.2	1.4	1.1

Leipurin	2022	2021	2020	2019	2018
TRIF <sup>1</sup>	0	6.3	10.3		
Sick leaves, % <sup>2</sup>	2.5	3.5	2	4.0	1.7

Other operations	2022	2021	2020	2019	2018
TRIF <sup>1</sup>	0	0	0		
Sick leaves, % <sup>2</sup>	0.6	0.3	0.3	1.6	0.7

Aspo Group	2022	2021	2020	2019	2018
TRIF <sup>1</sup>	8.1	8.8	8.5		

<sup>1</sup> Injury frequency is presented per 1,000,000 working hours.

TRIF = All injuries that require medical treatment and/or alternative work.

<sup>2</sup> Sick-leave absence ratio is calculated: (sick days/total work days)\*100. For AtoB@C Shipping's marine personnel in Sweden, the sick leave % is calculated only for days at sea.

## NUMBER OF PERSONNEL BY GEOGRAPHICAL AREA, DECEMBER 31

ESL Shipping <sup>1</sup>	2022	2021	2020	2019	2018
Finland	277	276	275	262	262
Scandinavia	78	79	79	74	69
Baltic countries					
Russia, other CIS countries and Ukraine					
Other countries			1	1	1
<b>Total</b>	<b>355</b>	355	355	337	332

Telko	2022	2021	2020	2019	2018
Finland	52	50	49	52	50
Scandinavia	48	38	37	24	27
Baltic countries	52	54	34	36	33
Russia, other CIS countries and Ukraine	114	155	140	162	161
Other countries	27	24	25	25	25
<b>Total</b>	<b>293</b>	321	285	299	296

Leipurin	2022	2021	2020	2019	2018
Finland	39	76	73	80	100
Scandinavia	70				
Baltic countries	48	47	49	50	49
Russia, other CIS countries and Ukraine	98	147	141	167	171
Other countries					10
<b>Total</b>	<b>255</b>	270	263	297	330

Other operations	2022	2021	2020	2019	2018
Finland	42	36	32	27	25
Scandinavia					
Baltic countries					
Russia, other CIS countries and Ukraine					
Other countries					
<b>Total</b>	<b>42</b>	36	32	27	25

Aspo Group	2022	2021	2020	2019	2018
Finland	410	459	450	451	470
Scandinavia	196	57	116	98	96
Baltic countries	100	101	83	86	82
Russia, other CIS countries and Ukraine	212	302	281	329	332
Other countries	27	25	27	27	37
<b>Total</b>	<b>945</b>	944	957	991	1,017

<sup>1</sup> ESL Shipping's marine personnel of the subsidiary AtoB@C Shipping reported for the vessels owned.

## NUMBER OF PERSONNEL BY CATEGORY, DECEMBER 31

ESL Shipping <sup>1</sup>	2022	2021	2020	2019	2018
Office staff	47	43	41	38	35
Supervisors	6	7	8	3	
Management	6	7	6	7	8
Non-office staff	2	2	2	2	3
<b>Total</b>	<b>61</b>	<b>59</b>	<b>57</b>	<b>50</b>	<b>46</b>

Telko	2022	2021	2020	2019	2018
Office staff	234	265	233	250	250
Supervisors	47	26	25	19	17
Management	5	24	20	24	20
Non-office staff	7	6	7	6	9
<b>Total</b>	<b>293</b>	<b>321</b>	<b>285</b>	<b>299</b>	<b>296</b>

Leipurin	2022	2021	2020	2019	2018
Office staff	164	190	182	206	211
Supervisors	39	35	37	40	38
Management	7	17	16	19	20
Non-office staff	45	28	28	32	61
<b>Total</b>	<b>255</b>	<b>270</b>	<b>263</b>	<b>297</b>	<b>330</b>

Other operations	2022	2021	2020	2019	2018
Office staff	34	28	26	22	19
Supervisors	3	2	2	2	3
Management	5	6	4	3	3
Non-office staff					
<b>Total</b>	<b>42</b>	<b>36</b>	<b>32</b>	<b>27</b>	<b>25</b>

Aspo Group <sup>1</sup>	2022	2021	2020	2019	2018
Office staff	478	541	497	538	539
Supervisors	95	72	74	65	63
Management	23	55	47	56	51
Non-office staff	54	40	41	45	78
<b>Total</b>	<b>650</b>	<b>708</b>	<b>659</b>	<b>704</b>	<b>731</b>

<sup>1</sup> Excluding marine personnel.

## NUMBER OF PERSONNEL BY CONTRACT TYPE, DECEMBER 31

ESL Shipping	2022	2021	2020	2019	2018
Amount of personnel	355	295	355	337	332
Full-time contract <sup>1</sup>	63	59	56	50	45
Part-time contract <sup>1</sup>			1		1

<sup>1</sup> Excluding marine personnel.

Telko	2022	2021	2020	2019	2018
Amount of personnel	293	321	285	299	296
Full-time contract	287	315	278	293	290
Part-time contract	6	6	7	6	6

Leipurin	2022	2021	2020	2019	2018
Amount of personnel	255	270	263	297	330
Full-time contract	246	264	260	293	316
Part-time contract	9	6	3	4	14

Other operations	2022	2021	2020	2019	2018
Amount of personnel	42	36	32	27	25
Full-time contract	41	35	30	26	22
Part-time contract	1	1	2	1	3

## GENDER DISTRIBUTION, DECEMBER 31

ESL Shipping	2022	2021	2020	2019	2018
Women	45	40	40	36	35
Men	310	255	315	301	297
<b>Total</b>	<b>355</b>	295	355	337	332

Telko	2022	2021	2020	2019	2018
Women	148	168	151	164	160
Men	145	153	134	135	136
<b>Total</b>	<b>293</b>	321	285	299	296

Leipurin	2022	2021	2020	2019	2018
Women	132	154	149	166	198
Men	123	116	114	131	132
<b>Total</b>	<b>255</b>	270	263	297	330

Other operations	2022	2021	2020	2019	2018
Women	22	18	18	16	14
Men	20	18	14	11	11
<b>Total</b>	<b>42</b>	36	32	27	25

The Boards of Aspo and segments	2022	2021	2020	2019	2018
Women	6	6	6	7	5
Men	14	8	9	9	10
<b>Total</b>	<b>20</b>	14	15	16	15

Aspo Group	2022	2021	2020	2019	2018
Women	347	383	367	394	419
Men	598	561	605	613	613
<b>Total</b>	<b>945</b>	944	972	1,007	1,032

## AGE DISTRIBUTION, DECEMBER 31

ESL Shipping	2022	2021	2020	2019	2018
< 24	10	4	5	12	9
25-39	128	114	132	119	103
40-54	140	119	141	127	107
55 <	77	58	77	79	56
<b>Total</b>	<b>355</b>	295	355	337	275

Telko	2022	2021	2020	2019	2018
< 24	1	3	3	8	6
25-39	106	144	131	140	137
40-54	137	131	116	117	119
55 <	49	43	35	34	34
<b>Total</b>	<b>293</b>	321	285	299	296

Leipurin	2022	2021	2020	2019	2018
< 24	7	8	1	3	17
25-39	75	97	105	129	154
40-54	130	122	121	132	126
55 <	43	43	36	33	33
<b>Total</b>	<b>255</b>	270	263	297	330

Other operations	2022	2021	2020	2019	2018
< 24			1	1	
25-39	19	16	13	6	6
40-54	14	11	9	10	10
55 <	9	9	9	10	9
<b>Total</b>	<b>42</b>	36	32	27	25

Aspo Group	2022	2021	2020	2019	2018
< 24	18	15	10	24	33
25-39	328	375	385	400	406
40-54	421	394	397	402	381
55 <	178	160	165	165	140
<b>Total</b>	<b>945</b>	944	957	991	960

## AVERAGE AGE OF EMPLOYEES

ESL Shipping	2022	2021	2020	2019	2018
Average age of employees	44	44	45	45	44
Telko	2022	2021	2020	2019	2018
Average age of employees	41	41	42	41	40
Leipurin	2022	2021	2020	2019	2018
Average age of employees	44	42	43	41	39
Other operations	2022	2021	2020	2019	2018
Average age of employees	44	49	43	47	47
Aspo Group	2022	2021	2020	2019	2018
Average age of employees	44	42	44	44	44

## PEOPLE POWER (SCALE 0-100)

	2022	rating	2021	rating
ESL Shipping	78.9	AA	79.8	AA+
Telko	81.8	AA+	82.2	AAA
Leipurin	70.5	A	80	AA+
Other operations	75.2	AA+	76.4	AA+

In 2021, Aspo introduced People Power personnel survey, which aims to identify the organisation's strengths and areas for development in terms of its own work, the community work community and the entire organization.

## EMPLOYEE TURNOVER RATE

ESL Shipping	2022	2021	2020	2019	2018
turnover rate, ground staff	10	8	9	16	16
Telko	2022	2021	2020	2019	2018
turnover rate	21	17	8	20	14
Leipurin	2022	2021	2020	2019	2018
turnover rate	17	17	10	26	26
Other operations	2022	2021	2020	2019	2018
turnover rate	8	13	19	39	18
Aspo Group	2022	2021	2020	2019	2018
turnover rate	17	15	9	23	21

Average turnover, %

## CODE OF CONDUCT AND COMPLIANCE - TRAINING 2022

	Compliance, %	Code of Conduct, %
ESL Shipping	100	100
Telko	100	100
Leipurin	99	100
Other operations	100	100
Aspo Group	100	100

Family leave and other long absences have been excluded. Excluding marine personnel.

## GOVERNANCE

# Corporate governance statement

Aspo Plc is a Finnish publicly listed company. Its objective is to increase the shareholder value responsibly in the long term by leading and developing the businesses it owns.

### GOVERNING PRINCIPLES

Aspo's decision-making and administration comply with the Finnish Limited Liability Companies Act, securities market legislation, other regulations concerning public companies, Aspo Plc's Articles of Association, and the rules and regulations of Nasdaq Helsinki Ltd. Aspo follows the Finnish Corporate Governance Code, effective from January 1, 2020, which is available on the Securities Market Association's website [www.cgfinland.fi](http://www.cgfinland.fi).

In addition to the Corporate governance statement, Aspo has published a separate management report 2022 in Aspo's Year 2022 publication. This statement will not be updated during the financial year, but the information on the subjects included in it, as well as other necessary and up-to-date information for investors is available on the company's homepages at [www.aspo.com](http://www.aspo.com).

The corporate governance statement as well as the company's financial statements, annual report and auditor's report are available on Aspo's website at [www.aspo.com](http://www.aspo.com).

### GROUP STRUCTURE

Aspo Group's parent company, Aspo Plc, is a Finnish public company domiciled in Helsinki. The main responsibility for Aspo Group's administration and operations lies with Aspo Plc's governing bodies, which are the Annual Shareholders' Meeting, the Board of Directors and the CEO. The highest decision-making power is exercised by the shareholders at the Annual Shareholders' Meeting. The Board of Directors and the CEO are responsible for the management of Aspo Group. The Board's Audit Committee and Human Resources and Remuneration Com-

mittee support its work. The Group Executive Committee assists the CEO in managing the Group.

Aspo develops its group structure and businesses responsibly and in the long term. Aspo Plc's task is to own, lead and develop the operations of its subsidiaries and other Group companies, centrally administer the Group companies, take care of issues related to financing and strategic planning, and plan and implement financially expedient investments. Aspo supports the success and growth of its businesses through appropriate capabilities.

The Group's operational business is carried out in the Group companies, ESL Shipping Ltd, Leipurin Plc and Telko Ltd, and in their subsidiaries in Finland and abroad.

### SHAREHOLDERS' MEETING

The Annual Shareholders' Meeting is arranged every year on a date set by the Board of Directors, and it deals with the issues that are the Annual Shareholders' Meeting's responsibility as outlined in the Articles of Association, the proposals of the Shareholders' Nomination Board and the Board of Directors, and other proposals to the Annual Shareholders' Meeting. The Annual Shareholders' Meeting, for instance, confirms the financial statements, elects the Board members and the auditor, and decides on profit distribution and the remuneration of the Board members and the auditor.

When required, an Extraordinary Shareholders' Meeting is convened. The Board of Directors is also obliged to convene an extraordinary shareholders' meeting if an auditor or shareholders with a total of at least 10% of all

shares so demand in writing in order for a given matter to be dealt with.

According to the Companies Act, the shareholders are entitled to have a matter falling within the competence of the Annual Shareholders' Meeting dealt with by the Annual Shareholders' Meeting if the shareholder so demands in writing from the Board of Directors well in advance, so that the matter can be included in the notice of the meeting.

The Board of Aspo Plc convenes the Annual Shareholders' Meetings. The notice of meeting is published in a stock exchange release and on the company's homepages not earlier than two months and not later than twenty-one (21) days prior to the meeting, but at least nine (9) days prior to the record date for the Annual Shareholders' Meeting. In addition, the Board of Directors may, at their discretion, decide to announce the Annual Shareholders' Meeting in one or several newspapers. In addition, the following information is published on the company's website 21 days before the Annual Shareholders' Meeting at the latest:

- Total number of shares and voting rights by share class on the date of the notice of meeting
- Documents to be presented to the Shareholders' Meeting
- Decision proposal of the Board of Directors or some other competent body
- Any issue that is included in the agenda of the Shareholders' Meeting but for which no decision is proposed

The resolutions of the Annual Shareholders' Meeting are published after the meeting in a stock exchange release. The minutes of the Annual Shareholders' Meeting with the voting results and appendices related to the decisions are published on the company's website within two weeks of the Annual Shareholders' Meeting.

### SHAREHOLDERS' NOMINATION BOARD

Aspo has a permanent Shareholders' Nomination Board that prepares proposals to the Annual Shareholders' Meeting for the election and remuneration of the members of the Board of Directors and the remuneration of the Board committees. The Shareholders' Nomination Board of Aspo consists of the representatives of the four largest shareholders. In addition, the Chairperson of Aspo's Board of Directors acts as an expert member of the Nomination Board.

The following representatives of the largest shareholders were members of the Nomination Board which prepared proposals for the Annual Shareholders' Meeting of 2023: Roberto Lencioni, Chairman (Vehmas family, including AEV Capital Holding Oy); Gustav Nyberg (Nyberg family, including Oy Havsudden Ab); Annika Ekman (Ilmarinen Mutual Pension Insurance Company); and Pekka Pajamo (Varma Mutual Pension Insurance Company). In addition, Heikki Westerlund, Chairman of Aspo's Board of Directors, has acted as an expert member of the Nomination Board.

In 2022, the Shareholders' Nomination Board convened four times. The participation rate was 100%.

### BOARD OF DIRECTORS

The Board of Directors sees to the administration of Aspo and the appropriate organization of its operations. The Board of Directors has established an Audit Committee and Human Resources and Remuneration Committee to support its work. When required, the Board of Directors can establish other permanent or temporary committees.

According to the Articles of Association, Aspo Plc's Board of Directors comprises no fewer than five and no more than eight members. The number of members of the Board is determined at the Annual Shareholders' Meeting, where its members are also elected. The members of the Board of Directors elects a Chairperson and a Vice Chairperson from among its members. In the 2021 Annual Shareholders' Meeting, seven Board members were elected. The term of the members ends at the conclusion of the next Annual Shareholder's Meeting following the election.

The Board constitutes a quorum when more than half of the members, including either the Chairperson or Vice Chairperson, are present. The Board of Directors seeks to make unanimous decisions, but the matters are put to a vote when required. The decisions are made by a majority of votes. In the event of a tie, the Chairperson shall have the casting vote.

The Board of Directors convenes at regular intervals, and also whenever necessary.

The duties and responsibilities of the Board of Directors are set out in the Articles of Association, the Finnish Limited Liability Companies Act, and other applicable legislation. The particular duty of the Board of Direc-

tors is to promote the interests of the shareholders and the company, among other things, by taking care of strategic policy decisions and appropriate organization of the business and administration. The Board of Directors is also responsible for ensuring that the supervision of the company's accounting and asset management has been appropriately organized. The Board of Directors processes and decides on all matters concerning the company's operations that are most important for the company. The Board of Directors has competence in all matters that are not handled by other administrative bodies pursuant to law or the Articles of Association.

Aspo Plc's Board of Directors has confirmed written standing orders which state that the matters to be handled by the Board include, but are not limited to:

- Aspo Group's strategic policies and divisional strategies
- Group structure
- Matters to be presented to Shareholders' Meetings
- Interim reports and consolidated financial statements
- Group business plans, budgets and investments
- Expanding and scaling back operations, acquisitions/divestments of companies or operations
- Group risk management, insurance and treasury policies
- Group environmental policy
- Management remuneration and incentive plans
- Appointment of the CEO
- Monitoring the financial and financing situation of Aspo Group

The Board carries out an annual self-evaluation of its operations and working methods.

In 2022, the Board of Directors arranged 21 meetings. The participation rate was 99%.

The majority of the Board of Directors are independent of the company and its major shareholders.

### Board committees

The Board of Directors may establish committees or other permanent or temporary bodies to carry out the tasks it orders in compliance with its rules of procedure. The Board of Directors elects the members of the committee and appoints its Chairperson. The Board of Directors confirms the rules of procedure for each committee, specifying the key tasks and operating principles of the committee concerned. The majority of members of each committee must be independent of the company, and at least one member has to be independent of the company's main shareholders. The members of committees must have the competence required for the range of tasks handled by the committee concerned.

### Audit Committee

The Audit Committee is tasked with preparing issues related to the company's financial reporting and control. The Audit Committee does not have independent decision-making authority, but the Board makes the decisions on the basis of preparations by the committee. The Audit Committee consists of the chairperson and at least two members, who the Board appoints from among the Board members for one year at a time. In 2022, Mammu Kaario acted as the Chair of the Audit

Committee, and Patricia Allam, Mikael Laine and Tatu Vehmas acted as committee members.

The tasks of the Audit Committee are:

- Monitoring the financial statements process
- Control of the financial reporting process
- Assessment of the use and presentation of alternative key indicators
- Monitoring the effectiveness of internal control and risk management systems
- Review of the internal audit's plans and reports
- Dealing with the plans and reports of the company's compliance function
- Dealing with the report issued by the company regarding its corporate governance system and the report issued regarding non-financial information
- Monitoring the statutory audit of the financial statements and consolidated financial statements
- Assessing the independence of the audit firm
- Assessing the auxiliary services offered by the audit firm
- Preparing the decision on the election of the auditor
- Other contacts with the auditor in addition to the tasks required by regulation
- Definition of the principles concerning the monitoring and assessment of related party transactions

The Audit Committee convenes regularly at least twice a year. In 2022, the Audit Committee had eight meetings. The participation rate was 100%.

## ATTENDANCE AT THE MEETINGS BY MEMBERS OF THE BOARD AND ITS COMMITTEE MEMBERS IN 2022

	Board member since	Committee membership	Attendance		
			Board	Audit Committee	Human Resources and Remuneration Committee
Allam Patricia	2021	Audit Committee	21/21	8/8	
Kaario Mammu	2012	Audit Committee (Chair)	21/21	8/8	
Laine Mikael	2016	Audit Committee	21/21	8/8	
Kolunsarka Tapio*	2022	Human Resources and Remuneration Committee	11/12		4/4
Pöyry Salla	2016	Human Resources and Remuneration Committee	21/21	8/8	6/6
Vehmas Tatu	2018	Human Resources and Remuneration Committee as well as Audit Committee	21/21		6/6
Westerlund Heikki**	2020	Human Resources and Remuneration Committee (Chair)	21/21		6/6

\* Member of the Board and Human Resources and Remuneration Committee since April 4, 2022

\*\* Chair of the Board and Human Resources and Remuneration Committee since April 8, 2021, member of Audit Committee until April 8, 2021.

### Human Resources and Remuneration committee

The Human Resources and Remuneration Committee is responsible for preparing matters related to the remuneration and appointment of the CEO and other members of the company's management and to other personnel reward schemes. The Committee does not have independent decision-making powers; the Board makes the decisions collectively on its behalf. The Human Resources and Remuneration Committee consists of the chairperson and of two to three members, who the Board appoints from among the Board members for one year at a time.

In 2022, Heikki Westerlund was the Chair of the Human Resources and Remuneration Committee, with Tapio Kolunsarka, Salla Pöyry and Tatu Vehmas acting as its members.

The tasks of the Human Resources and Remuneration Committee are:

- Preparing the appointment of the CEO and other members of the management, and to identify their successors;
- Preparing the salaries and other financial benefits of the CEO and other members of the management;
- Preparing matters related to the company's remuneration schemes;
- Assessing the remuneration paid to the CEO and other members of the management, and ensuring that remuneration schemes are purposeful;
- Assessing programs and other incentive schemes that are based on shares or special rights entitling their holder to shares and present recommendations about them to the Board of Directors;

- Planning the remuneration of other personnel and the development of the organization;
- Preparing the Remuneration Report;
- Drawing up the Board's diversity report;
- Monitoring the need to update the Remuneration Policy and compliance with it (regarding remuneration of the CEO);
- Responding to questions related to the Remuneration Report at the Shareholders' Meeting; and
- Recommending an advisor for the company's Board of Directors, if required, and preparing a proposal for fees paid to specialists.

The Human Resources and Remuneration Committee convenes regularly at least three times a year. In 2022, the Committee had six meetings. The average participation rate was 100%.

### Chair of the Board of Directors

Since April 8, 2021, Heikki Westerlund (born in 1966), M.Sc. (Econ.), has been the Chair of Aspo Plc's Board of Directors.

### Diversity of the Board of Directors

Aspo regards diversity of the Board of Directors as a significant part of responsible operations and a success factor that allows the company to reach its strategic goals. Diversity is part of a functional Board of Directors that is able to work together and respond to the requirements set by the company's businesses and strategic goals, and to challenge the company's acting management in a proactive and constructive manner.

The Shareholders' Nomination Board prepares and presents the proposal for the composition of the Board of Directors to the Annual Shareholders' Meeting. When planning the composition of the Board of Directors, the Shareholders' Nomination Board takes into account these diversity principles and particularly the needs and development phases of the company's businesses, as well as the competence areas required by different Board committees. When selecting board members, the key objective is to ensure that the Board of Directors as a whole supports the development of Aspo's current and future business operations.

The Shareholders' Nomination Board discusses the competence, know-how and suitability required of Board members so that each member can be assumed to have the required expertise and experience for successfully carrying out their duties. The objective of the preparatory work of the Nomination Board is to ensure that the Board of Directors forms a functional entity.

Diversity on the Board of Directors is examined from different perspectives. For the composition of Aspo's Board of Directors, key factors are, in particular, competence, with each board member supplementing one another, education and experience in different markets, fields of business, management and operations in different development phases, as well as the personal characteristics of each member. In addition, diversity in the Board of Directors is supported, among others, by experience in an international operating environment and consideration of the age and gender distribution.

The members of Aspo's Board of Directors must have the competence required for the position and the ability to allocate sufficient time to their duties. When composing the Board of Directors, the long-term needs and succession planning are also taken into account. The composition of the Board of Directors and the number of members must enable the Board of Directors to work effectively.

### CHIEF EXECUTIVE OFFICER

Aspo Plc's CEO is selected by the Board of Directors. The Board also decides on the remuneration payable to the CEO, on the long-term and short-term incentive programs, and on other terms and conditions of the CEO's contract of service. The terms and conditions of the CEO's contract of service are specified in a written contract approved by the Board of Directors. The CEO is appointed for an indefinite term.

Rolf Jansson (born in 1969), M.Sc. (Eng.), M.Sc. (Econ.) acts as the CEO of Aspo. The CEO leads and develops the Group's business and is responsible for the operative management in accordance with the instructions of

the Board of Directors. The CEO presents matters and reports to the Board of Directors. The CEO is responsible for the Group administration in accordance with the instructions of the Board of Directors, and for the company accounting complying with applicable legislation and the reliable arrangement of the company finances. The CEO also serves as the Chairman of the subsidiary Boards and acts as the operational supervisor of the Managing Directors of the subsidiaries and Group administration. Furthermore, the CEO is responsible for the internal audit and for Group risk management, which are coordinated by the Director of Legal Affairs.

### GROUP EXECUTIVE COMMITTEE

The CEO is assisted by the Group Executive Committee. The Group Executive Committee is responsible for developing the strategic structure of Aspo Group and its earnings, and it prepares the policies and common practices. The Group Executive Committee consists of the Group's CEO, CFO, Vice President Corporate Development, Director of Legal Affairs, and the Managing Directors of the Group companies. The Group Executive Committee convenes at least six times a year.

### REMUNERATION

The Remuneration Policy concerning Board members and the CEO was approved by the Board of Directors of Aspo on March 4, 2022. The Remuneration Policy describes the decision-making procedures and principles concerning the remuneration of the Board of Directors and the CEO, and it is presented to the Annual Shareholders' Meeting every four years or whenever it is amended.

The salaries, remuneration and other financial benefits of the CEO and the Board of Directors are presented in a separate Remuneration Report available on the company's website at [www.aspo.com/remuneration](http://www.aspo.com/remuneration).

### AUDIT

The statutory duty of the independent external auditor is, in particular, to ensure that the financial statements provide correct and sufficient information on the company's financial results for the period and its financial position.

According to the Articles of Association, the Annual Shareholders' Meeting elects the auditor, which must be an audit firm approved by the Finland Chamber of Commerce. In addition, the Annual Shareholders' Meeting decides on the fee payable to the auditor and its basis. The term of the auditor ends at the close of the next Annual Shareholders' Meeting following the election. When changing the auditor, the Annual Shareholders' Meeting elects the new auditor on the basis of the proposal of the Board of Directors, prepared by the Audit Committee.

The auditor elected by the Annual Shareholders' Meeting is responsible for instructing and coordinating the audit work centrally in the Group. As part of the annual audit, the auditor audits the company's accounts and administration. In addition, the auditor audits the consolidated financial statements and other relations between Group companies. The auditor provides the company's shareholders with the auditor's report required by law in connection with the financial statements. The Board also receives other possible reports and statements issued by the auditor.

The 2022 Annual Shareholders' Meeting elected the Audit Firm Deloitte Oy as the auditor. Jukka Vattulainen, APA, has been the auditor in charge. In 2021, companies belonging to the Deloitte Oy in Finland and abroad were paid approximately EUR 355,000 for performing the audits for the Aspo Group companies. In addition, other services were acquired for approximately EUR 41,000.

### INTERNAL CONTROL

The particular objective of Aspo's internal control is to ensure the profitability and efficiency of operations, reliable financial reporting, as well as compliance with the applicable laws and regulations and the agreed practices and operating principles. Aspo's internal control includes the control that is built in to the business processes, the Group's management system, and financial reporting covering the entire Group. Internal control is an integral part of the company's management, risk management and administration.

The aim of internal control is to create sufficient certainty of goals and objectives being reached in the following issues:

- Operational profitability and efficiency and capital control
- Reliability and integrity of financial and operational information
- Compliance with laws, regulations and agreements, as well as ethical principles and social responsibility
- Safeguarding and responsible management of assets and brands

The responsibility to arrange internal control lies with the Board of Directors and the CEO both at Group level

and in the different business areas. The Board of Directors is responsible to the shareholders and the CEO to the Board. The internal audit function supports the Group and business management in their internal control responsibility, and the aim is to provide the Aspo Board of Directors with a sufficient certainty of the functioning of internal control.

### FINANCIAL REPORTING

The control of financial reporting is based on monitoring of business processes. The information for financial reporting is created as business processes progress, and responsibility for correct information is shared by all participants in the process. The financial reporting process is decentralized and monitored by the Audit Committee.

Consolidated financial statements are prepared according to the IFRS standards as adopted by the EU. The financial statements of the parent company and the Finnish subsidiaries are prepared according to the Finnish Accounting Standards. Each separate company complies with the legislation of the country where it is located, but reports the information according to Aspo's internal accounting instructions. Separate companies may have their own chart of accounts, but all information is consolidated on the basis of a common chart of accounts to the unit level, where their reliability is assessed before the information is transferred to Group level. Aspo Group's financial information is verified, and assessed on monthly basis. At each phase the unit responsible for the quality and generation of information will assess its reliability. The Group-level monitoring and reconciliation mechanisms are used on monthly bases.

The systems required for financial reporting are decentralized and used according to the principles of internal control. Achieving the set targets is monitored on a monthly basis with the Group's consolidation and reporting system. In addition to actual and comparative figures, the system provides up-to-date forecasts. The reports are provided for the Aspo Board of Directors monthly. The Board of Directors assesses the Group's position and future based on the provided information. The Board of Directors is responsible for the contents and publication of the financial statements.

In addition to the Audit Committee, the reliability of reporting and processes are assessed by an independent external audit firm.

### INTERNAL AUDIT

Internal audit assists the Board of Directors in its control responsibility by assessing the level of internal control maintained to achieve Aspo's operational targets, for example. Internal audit supports the organization by assessing and verifying the effectiveness of business processes, risk management, as well as management and administration.

The Board of Directors approves the principles of internal audit as part of internal control. The Group's Director of Legal Affairs is responsible for the coordination of internal audit activities, and internal audit findings are reported to the CEO, the Audit Committee and the Board of Directors. Internal audit is organized corresponding to the size of the Group. Additional resources and special skills will be obtained when required. Audits are based on risk assessments. Audit assessment and assurance target the profitability and effectiveness

of activities, the reliability of financial and operational reporting, compliance with the law, and the safeguarding of assets.

Written audit reports are prepared and distributed to the Group's CEO, the senior managers in the audited sub-group, and the managers of the audited business or unit. Internal audit prepares a summary report on conducted audits, the most significant findings and agreed measures at least quarterly for the Audit Committee of Aspo's Board of Directors.

The Audit Committee monitors the operations and effectiveness of the company's internal audit at its meetings and also reviews the plans and reports of internal audit.

### RISK MANAGEMENT

The purpose of risk management is to contribute to the achievement of the Group's goals. Risk management aims to proactively identify and manage potential problems and to identify and use business opportunities. Risk management supports the development and implementation of Aspo's strategy.

The purpose of risk management is that:

- Aspo has an effective risk management control model, and related processes integrated into Aspo's business management.
- Managers have access to high-quality and up-to-date information on business risks and their control measures, providing support for decision making.
- The probability of the realization of risks and unexpected events, and their impact on finances and the reputation can be reduced effectively.

- Risk management measures and selected control measures are based on Aspo's willingness to take risks and ability to tolerate risks.
- Cooperation in risk management is effective between Aspo's different businesses.

Managers of the Group and its businesses are responsible for risk management. They are also responsible for determining sufficient measures and their implementation, and for monitoring and ensuring that the measures are implemented as part of daily management of operations. Risk management is coordinated by the Group's Director of Legal Affairs who reports to the CEO.

The Audit Committee monitors the effectiveness of the risk management systems and deals with risk management processes, plans and reports.

Each business has a separate risk management program. Business risks and their management are discussed regularly by management teams of businesses. The Group's shared functions ensure that sufficient risk assessment and reporting procedures are incorporated into the processes they are responsible for. The Group's administration is responsible for Group-level insurance plans.

Characteristic risks in each business area are identified in the business units, assessed in the business unit management teams, and reported to the subsidiary Boards and, if need be, also to the Aspo Board of Directors or the Audit Committee.

Risks are continuously assessed and their management is discussed in the business unit management

teams. Risk assessments are updated according to Aspo's management policy and the most noteworthy findings are presented in the quarterly interim reports.

Financial risks, their management principles and related organization are presented in the notes to the financial statements.

### RELATED PARTY TRANSACTIONS

Aspo complies with the legislation governing related party transactions, the Finnish Corporate Governance Code, and the rules and instructions of Nasdaq Helsinki Oy. On these bases, Aspo must evaluate and monitor business transactions in which it is engaged with its related parties, and ensure that any conflicts of interest are appropriately addressed in decision-making. Aspo maintains a list of related parties and verifies any changes at least once a year. If related party transactions are significant for Aspo and differ from regular business activities, or have been carried out on the basis of unusual market conditions, decision-making processes associated with these related party transactions must be described in financial statements.

Aspo's related party transactions are described in Note 5.2 (Related parties) of the consolidated financial statements. Related party transactions are not significant for the company, nor do they differ from the company's normal business activities, and they have been carried out at normal market conditions.

### INSIDER MANAGEMENT

Aspo Group complies with the EU regulation on market abuse (EU No 596/2014) and regulations issued pursuant to it, including the insider instructions of Nasdaq Helsinki Oy.

Permanent insiders of Aspo Plc include members of the Board of Directors, the Group's Executive Committee, the auditor and other individuals who have regular access to insider information. Individuals working in managerial positions at Aspo Plc include members of the Board of Directors and the Group's Executive Committee. When necessary, Aspo establishes and maintains project-specific insider registers regarding individuals who participate in the preparation of insider projects.

The 30-day closed window preceding the publication of interim reports, half year financial reports and financial statements applies to individuals working in managerial positions at Aspo and to permanent insiders. During the closed window, transactions using Aspo's shares and other financial instruments in one's own name or in the name of a third party are not permitted. Furthermore, individuals entered in project-specific insider registers cannot trade on securities issued by the company during the specific project period. Individuals working in managerial positions at Aspo and their related parties must report any business transactions associated with the company's financial instruments to the company and the Finnish Financial Supervisory Authority.

The Group's CFO is responsible for the control and monitoring of insider issues.

Aspo Plc's insider register and project-specific insider registers are maintained in the Sire service, an application service provided by Euroclear Finland for its customers to maintain registers associated with insider management.

Aspo Plc's report on the Corporate governance statement, Remuneration Policy and Remuneration Report for 2022 are available on Aspo's website at [www.aspo.com](http://www.aspo.com).

# Board of Directors

DECEMBER 31, 2022



◀ HEIKKI WESTERLUND



◀ SALLA PÖYRY



◀ PATRICIA ALLAM



TAPIO KOLUNSARKA ▶



TATU VEHMAS ▶



MAMMU KAARIO ▶



◀ MIKAEL LAINE

# Board of Directors

DECEMBER 31, 2022

## HEIKKI WESTERLUND

M.Sc. (Econ.), born in 1966  
Board professional

Chair of the Board since April 2021  
Member of the Board since 2020  
Chair of the Human Resources and Remuneration Committee since 2021  
Member of the Audit Committee in 2020  
Independent of the company and its major shareholders

Shareholdings in Aspo on December 31, 2022: 15,000 shares, or 0.05% of the total number of shares, held by related party Heiwes Oy: 20,000 shares, or 0.06% of the total number of shares.  
No holdings or rights based on share-based incentive plans.

## PATRICIA ALLAM

M.Sc. (Econ.), MBA (IMD), born in 1985

Member of the Board since 2021  
Member of the Audit Committee since 2021  
Independent of the company, dependent on its major shareholders

Shareholdings in Aspo on December 31, 2022: 6,371 shares, or 0.02% of the total number of shares, held by related party Havsudden Oy Ab: 3,262,941 shares, or 10.38% of the total number of shares.  
Aspo's hybrid bond 2022: EUR 0.2 million, EUR 0.7 million held by related party Havsudden Oy Ab.  
No holdings or rights based on share-based incentive plans.

## MAMMU KAARIO

Master of Laws with court training, MBA, born in 1963  
Board professional

Vice Chair of the Board since 2018  
Member of the Board since 2012  
Chair of the Audit Committee since 2017  
Member of the Audit Committee since 2012  
Independent of the company and its major shareholders

Shareholdings in Aspo on December 31, 2022: 10,000 shares, or 0.03% of the total number of shares.  
No holdings or rights based on share-based incentive plans.

## TAPIO KOLUNSARKA

M.Sc. (Tech.), M.Sc. (Econ.), born 1975  
President & CEO, Evac Group, 2020–

Member of the Board since 2022  
Member of the the Human Resources and Remuneration Committee since 2022  
Independent of the company and its major shareholders

Shareholdings in Aspo on December 31, 2022: no Aspo shares.  
No holdings or rights based on share-based incentive plans.

## MIKAEL LAINE

M.Sc. (Econ.), born in 1964  
SVP, Strategy, Cargotec Corporation, 2014–

Member of the Board since 2016  
Member of the Audit Committee since 2016  
Independent of the company and its major shareholders

Shareholdings in Aspo on December 31, 2022: 10,000 shares, or 0.03% of the total number of shares.  
Aspo's hybrid bond 2022: EUR 0.2 million.  
No holdings or rights based on share-based incentive plans.

## SALLA PÖYRY

D.Sc. (Econ.), CEFA, born in 1984  
Chair of the Board, Procurator-Holding Oy, 2015–  
Chair of the Board, Managing Director, Aspana Ab, 2021–

Member of the Board since 2016  
Member of the Human Resources and Remuneration Committee since 2020  
Member of the Audit Committee from 2016 to 2020  
Independent of the company and its major shareholders

Shareholdings in Aspo on December 31, 2022: 1,000 shares, or 0.003% of the total number of shares, held by related party Procurator-Holding Oy: 514,882 shares, or 1.64% of the total number of shares.  
Aspo's hybrid bond 2022: EUR 1.3 million held by related party Procurator-Holding Oy  
No holdings or rights based on share-based incentive plans.

## TATU VEHMAS

Bachelor of Science, born in 1994  
Chairman of the Board, AEV Capital Holding Oy, 2020–  
CEO, TAAVi Capital Oy, 2020–

Member of the Board since 2018  
Member of the Human Resources and Remuneration Committee since 2019  
Member of the Audit Committee since 2020 and in 2018–2019  
Independent of the company, dependent on its major shareholders

Shareholdings in Aspo on December 31, 2022: 42,790 shares, or 0.14% of the total number of shares, held by related party AEV Capital Holding Oy: 3,253,554 shares, or 10.36% of the total number of shares.  
Aspo's hybrid bond 2022: EUR 1.5 million  
No holdings or rights based on share-based incentive plans.

# Group Executive Committee

DECEMBER 31, 2022



◀ ROLF JANSSON



◀ MIKKO PASANEN



◀ ARTO MEITSALO



TONI SANTALAHTI ▶



MIKKO HEIKKILÄ ▶



MATTI-MIKAEL KOSKINEN ▶

# Group Executive Committee

DECEMBER 31, 2022

## ROLF JANSSON

M.Sc. (Eng.), M.Sc. (Econ.), born in 1969  
CEO, Aspo Plc, 2021–

### KEY WORK EXPERIENCE

President and CEO, VR-Group Ltd, 2016–2021  
SVP, Logistics, VR-Group Ltd, 2011–2016  
SVP, Corporate Development, VR-Group Ltd, 2009–2011  
Executive Director, Nordean Corporate Finance, 2007–2009  
Principal, Booz Allen Hamilton, 1999–2007  
Senior consultant, Smg consulting, 1995–1999

### KEY POSITIONS OF TRUST

Chair of the Board; NRC Group ASA, ESL Shipping Ltd, Leipurin Plc, Telko Ltd  
Vice Chair of the Board; East Office of Finnish Industries  
Member of the Board; Sarlin Group Oy Ab

Shareholding  
Shareholdings in Aspo on December 31, 2022: 40,000 shares, or 0.13% of the total number of shares.  
Aspo's hybrid bond 2022: EUR 0.1 million.

## MIKKO HEIKKILÄ

M.Sc. (Tech.), born 1984  
Vice President, Corporate Development, Aspo Plc, 2021–

### KEY WORK EXPERIENCE

Investment Manager, Onvest, 2019–2021  
Management consultant, McKinsey & Company, 2015–2019  
Management consultant, Capacent Oy, 2012–2015  
Development engineer, Konecranes Corporation, 2010–2012

### KEY POSITIONS OF TRUST

Member of the Board: Leipurin Plc  
  
Shareholding  
Shareholdings in Aspo on December 31, 2022: 4,098 shares, or 0.01% of the total number of shares.

## MATTI-MIKAEL KOSKINEN

M.Sc. (Econ.), born in 1972  
Managing Director, ESL Shipping Ltd, 2013–

### KEY WORK EXPERIENCE

Managing Director, Meriaura Ltd, 2007–2013  
Chartering Manager, Deputy Managing Director, Meriaura Ltd, 2004–2006  
Consultant, The World Bank, 2004  
Project researcher, Turku School of Economics and Business Administration, 2003–2004

### KEY POSITIONS OF TRUST

Chair of the Board: Finnish Shipowners' Association  
Vice Chair of the Arctia Oy  
Member of the Board: International Chamber of Shipping, Finnish Waterway Association, Finnish Coal info Hiilitieto ry  
Member, ICC Finland Business Council

Shareholding  
Shareholdings in Aspo on December 31, 2022: 62,857 shares, or 0.20% of the total number of shares.

## ARTO MEITSALO

M.Sc. (Econ.), born in 1963  
CFO, Aspo Plc, 2009–  
Managing Director, Aspo Services Ltd, 2013–

### KEY WORK EXPERIENCE

Managing Director (acting), Kauko Ltd, 2018–04/2019  
President, Kauko-Telko Ltd, 2008  
CFO, Kauko-Telko Ltd, 2007  
Director, Kaukomarkkinat Ltd, 2005–2007  
Group Controller, Kaukomarkkinat Ltd, 2002–2005  
Financial Accountant, Bank of Finland, 1993–2002  
Financial Accountant, Kaukomarkkinat Ltd, 1989–1993

### KEY POSITIONS OF TRUST

Chair of the Committee: Federation of Finnish Commerce, Trade Policy Committee  
Vice Chair of the Board: Silmäsäätiö

Shareholding  
Shareholdings in Aspo on December 31, 2022: 67,596 shares, or 0.22% of the total number of shares.

## MIKKO PASANEN

M.Sc. (Econ.), born in 1973  
Managing Director, Telko Ltd., 2019–

### KEY WORK EXPERIENCE

CEO, Onninen Oy, 2016–2018  
Vice President, Kesko, 2010 – 2018  
Country Director for Russia, Rautakesko Oy, 2007–2010  
CFO, Rautakesko Russia, 2005–2007  
Management positions, Outokumpu Copper Products, 2000–2005

### KEY POSITIONS OF TRUST

Member of the Board: European Association of Chemical Distributors (FECC), The Association of Finnish Technical Traders, Teknisen Kaupan Palvelut-TKP Oy  
Deputy Member of the Board: East Office of Finnish Industries Oy

Shareholding  
Shareholdings in Aspo on December 31, 2022: 39,904 shares, or 0.13% of the total number of shares.  
Aspo's hybrid bond 2022: EUR 0.1 million.

## TONI SANTALAHTI

LL.M, born in 1971  
Director, Legal Affairs, Aspo Plc, 2017–

### KEY WORK EXPERIENCE

Group Legal Counsel, Aspo Plc, 2009–2017  
Administrative Manager/Corporate Lawyer, Kauko-Telko Ltd, 2006–2009

### KEY POSITIONS OF TRUST

Chair of the Board: Olarin Huolto Oy  
Vice Chair of the Board: Tapiolan Lämpö Oy

Shareholding  
Shareholdings in Aspo on December 31, 2022: 22,927 shares, or 0.07% of the total number of shares.

# Board members in Group companies

DECEMBER 31, 2022

## ESL SHIPPING LTD

### Rolf Jansson

Chair of the Board since 2021

### Mikko Niini

M.Sc. (Tech.)

Board member: Navidom Oy,  
Rauma Marine Constructions Oy  
Member of the Board since 2012

### Kimmo Nordström

Senior Adviser, Partner, Capstan Ltd  
Member of the Board since 2016

### Ulla Tapaninen

Ph.D.

Tenured Associate Professor, Tallinn University of Technology  
Member of the Board since 2012

## LEIPURIN PLC

### Rolf Jansson

Chair of the Board since 2021

### Jukka Havia

M.Sc. (Econ.)

Chief Financial Officer, Evac Group  
Member of the Board since 2014

### Mikko Heikkilä

D.Sc. (Tech.)

Vice President, Corporate Development, Aspo Plc  
Member of the Board since 2021

### Kaisa Poutanen

D.Sc. (Tech.)

Chief Advisor, Nordic FoodTech Venture Capital  
Member of the Board since 2014

### Harri Sivula

M.Sc. (Admin.)

Board professional  
Member of the Board 2010–2013 and since 2014

## TELKO LTD

### Rolf Jansson

Chair of the Board since 2021

### Ralf Holmlund

M.Sc. (Econ.)

Board professional  
Member of the Board since 2018

### Elina Piispanen

M.Sc. (Econ.)

Board professional  
Member of the Board since 2017

### Mika Salokangas

M.Sc. (Econ.)

Board professional  
Member of the Board since 2022

# Management report 2022

## ASPO'S OPERATING MODEL

Aspo seeks sustainable long-term growth by re-investing earned profits in profitable investment objects and by taking steps towards a compounder profile. Aspo enables growth for the businesses it owns and aims to improve their profitability and returns by developing them and ensuring steady cash flows. The goal is to assume an even more active role in mergers, acquisitions, and other restructuring activities as well as in growth investments in the owned businesses. Aspo focuses especially on B-to-B industrial services, and its key clusters include logistics and trade.

In 2022, Aspo's reportable segments were ESL Shipping, Leipurin and Telko. Other operations consist of Aspo Group's administration and the financial and ICT service center.

## COMPLEMENTARY REPORTS

Aspo Plc has released a separate 2022 Corporate Governance Statement. In addition, Aspo releases a report on non-financial information as required by the Finnish Accounting Act in compliance with the provisions laid down in regulation (EU) 2020/852 of the European Parliament and of the Council, in the form of its Sustainability Report concurrently with this Management Report. Both reports will be released on the company's website at [www.aspo.com/en](http://www.aspo.com/en), and can also be found in Aspo's Year 2022 report along with the Financial statements and Management report.

## ASPO GROUP'S KEY FIGURES

	2022	2021	2020	2019	2018
Net sales, Group total, MEUR	<b>652.6</b>	586.4	500.7	587.7	540.9
Net sales from continuing operations, MEUR	<b>643.4</b>	573.3	474.3	587.7	540.9
Net sales from discontinued operations, MEUR	<b>9.2</b>	13.1	26.4		
Operating profit, Group total, MEUR	<b>31.2</b>	33.9	19.3	21.1	20.6
Operating profit from continuing operations, MEUR	<b>33.9</b>	36.9	16.7	21.1	20.6
Operating profit from discontinued operations, MEUR	<b>-2.7</b>	-3.0	2.6		
Operating profit rate, Group total	<b>4.8</b>	5.8	3.9	3.6	3.8
Items affecting comparability, MEUR	<b>-24.1</b>	-8.5			
Comparable operating profit, Group total, MEUR	<b>55.3</b>	42.4	19.3	21.1	20.6
Comparable operating profit rate, Group total	<b>8.5</b>	7.2	3.9	3.6	3.8
Profit before taxes from continuing operations, MEUR	<b>27.6</b>	33.0	12.2	18.2	16.4
Profit before taxes from continuing operations, %	<b>4.3</b>	5.8	2.6	3.1	3.0
Profit for the period, MEUR	<b>20.7</b>	25.3	13.4	16.1	14.2
Profit from continuing operations, MEUR	<b>23.5</b>	28.3	10.8	16.1	14.2
Profit from discontinued operations, MEUR	<b>-2.8</b>	-3.0	2.6		
Earnings per share (EPS), EUR	<b>0.61</b>	0.76	0.39	0.47	0.42
EPS from continuing operations, EUR	<b>0.70</b>	0.86	0.30	0.47	0.42
EPS from discontinued operations, EUR	<b>-0.09</b>	-0.10	0.09		
Return on equity (ROE), %	<b>15.2</b>	20.8	11.4	13.5	12.4
Equity ratio, %	<b>34.7</b>	32.0	30.1	30.1	29.5
Gearing, %	<b>108.4</b>	131.0	149.0	162.2	154.4
Net cash from operating activities, MEUR	<b>67.7</b>	44.0	65.0	52.5	20.3
Free cash flow, MEUR	<b>34.4</b>	27.5	56.0	45.2	-34.8

Aspo Group has reported items affecting comparability since 2021. Items affecting comparability are explained on the next page of this Management Report. Items affecting comparability for 2018–2020 are explained below, and the figures presented in the key figures table have not been adjusted regarding them.

Figures for 2018–2019 have not been adjusted regarding discontinued operations, i.e. the Kauko operating segment's figures are included in the figures of continuing operations for 2018–2019.

Figures for 2019 are affected by the decision issued by the Administrative Court in December 2019 to reduce the additional taxes imposed on Telko in 2015 which increased the financial income, in particular, and improved earnings per share by EUR 0.05.

Figures for 2018 include an impairment loss of EUR 4.8 million recognized on Kauko's goodwill.

The comparability of the key figures is affected by the adoption of IFRS 16 – Leases on January 1, 2019.

Accounting principles for the key figures are presented on the last page of the Management report.

## EARNINGS

Aspo Group's net sales from continuing operations increased significantly during the financial year to EUR 643.4 (573.3) million. The comparable operating profit for 2022 increased to EUR 55.3 (42.4) million, with the comparable operating profit rate being 8.5% (7.2%). Items affecting comparability, totaling EUR -24.1 million, had a negative effect on the reported figures. They mostly consisted of expenses associated with Russia's invasion in Ukraine, and especially of impairment losses resulting from the classification of Telko's and Leipurin's operations in eastern markets as held for sale. The operating profit from continuing operations was EUR 33.9 (36.9) million. Earnings per share from continuing operations were EUR 0.70 (0.86).

In 2022, the net sales of ESL Shipping increased by 28% from the previous year to EUR 245.4 (191.4) million. The comparable operating profit was the highest in the company's history at EUR 37.4 (26.8) million, with the comparable operating profit rate being 15.2% (14.0%). Net sales of Telko remained at the previous year's level at EUR 267.4 (268.8) million. Telko's comparable operating profit for 2022 was EUR 20.8 (21.2) million, with the comparable operating profit rate remaining strong at 7.8% (7.9%). Leipurin's net sales increased by 15% to EUR 130.6 (113.1) million in 2022. Leipurin's comparable operating profit for 2022 was EUR 3.3 (1.9) million, and the comparable operating profit rate was 2.5% (1.7%).

In 2022, Aspo continued to report its net sales by market area with the following division: Finland, Scandinavia, the Baltic region, and eastern markets (Russia, other CIS countries, and Ukraine). The eastern markets' share of total net sales continued to decrease during the fourth quarter of 2022, mainly due to Russia's invasion of Ukraine and Aspo's decisions to downsize its operations in Russia and withdraw from the market as planned. As a result of the withdrawal from Russia, the division of Aspo's main market areas will change at the beginning of 2023. According to the previously announced strategy, the company will direct its growth investments at western markets. The share of the market area of Russia, other CIS countries and Ukraine from Aspo's net sales decreased down to 13.2% during the final quarter.

In 2022, items affecting comparability totaled EUR -24.1 million, of which EUR -20.7 million resulted from the impact of Russia's invasion in Ukraine on Aspo Group's operations. Items affecting comparability relating to the Kauko operating segment totaled EUR -2.5 million, and they are reported in the profit from discontinued operations. Other items affecting comparability totaled EUR -0.9 million.

The comparability of ESL Shipping's operating profit was affected by sales gains from the barge Espa and expenses associated with the suspended operations in Russia. Their net impact on the result was EUR 0.7 million.

The comparability of Telko's operating profit was affected by the warehouse destroyed in Ukraine, the impairment losses associated with companies in Russia and Belarus, and other costs arising from the withdrawal from Russia, totaling together EUR -13.5 million.

Items affecting the comparability of Leipurin's operating profit totaled EUR -8.1 million and were mainly related to the impact of Russia's invasion in Ukraine, the acquisition of Kobia AB, and the divestment of Vulganus Oy.

Items affecting the comparability in 2021, totaling EUR -8.5 million, included the impairment loss of EUR -4.3 million recognized on Leipurin's goodwill, and the impairment loss and restoration provision of EUR -0.8 million recognized on the fixed assets of Telko's terminal in Rauma, as well as the impairment loss of EUR -3.4 million recognized on Kauko's goodwill, which is reported as part of the profit from discontinued operations.

## OPERATING ENVIRONMENT IN 2022

Aspo's operating environment changed dramatically during the financial year due to Russia's invasion in Ukraine. The invasion caused considerable general uncertainties in markets, lower consumer confidence, price inflation, higher energy prices in particular, as well as significant fluctuations in prices and exchange rates. The markets were also characterized by disruptions in logistics flows and the low availability of certain products.

The war drastically weakens operating conditions in eastern markets as a result of operational challenges and regulations. As a result of these challenges and values in particular, Aspo decided already in spring to withdraw from all operations in Russia and other selected eastern markets.

During the financial year, ESL Shipping's all operations were suspended in Russia, and the released vessel capacity was transferred to other operating areas. In October, Telko signed a binding preliminary agreement on selling all shares in its subsidiary in Russia, to GK Himik, a Russian industrial company. At the end of 2022, Telko also signed a binding preliminary agreement on the sale of its subsidiary in Belarus to a member of its current management. A binding preliminary agreement was also signed after the end of the financial year on the sale of Leipurin's companies in Russia, Belarus and Kazakhstan.

The international sanctions and Russia's legislative measures prevent the transportation of goods and the transfer of payments which has reduced the

## NET SALES BY MARKET AREA, CONTINUING OPERATIONS

	2022 MEUR	2021 MEUR	Change MEUR	Change %
Finland	224.4	175.2	49.2	28.1
Scandinavia	137.6	109.4	28.2	25.8
Baltic countries	67.8	54.8	13.0	23.7
Russia, other CIS countries and Ukraine	118.2	155.2	-37.0	-23.8
Other countries	95.4	78.7	16.7	21.2
<b>Total</b>	<b>643.4</b>	<b>573.3</b>	<b>70.1</b>	<b>12.2</b>

## OPERATING PROFIT AND COMPARABLE OPERATING PROFIT, GROUP TOTAL

MEUR	2022	2021
ESL Shipping, operating profit	38.1	26.8
Telko, operating profit	7.3	20.4
Leipurin, operating profit	-4.8	-2.4
Other operations, operating profit	-6.7	-7.9
Operating profit from continuing operations	33.9	36.9
Operating profit from discontinued operations	-2.7	-3.0
Operating profit, Group total	31.2	33.9
Items affecting comparability	-24.1	-8.5
<b>Comparable operating profit, Group total</b>	<b>55.3</b>	<b>42.4</b>

net sales and profitability of our operations in Russia. In addition, decreases in the companies' operations and personnel have reduced Russia's role in Aspo's business operations. The operating environment is expected to become even more challenging, and no rapid solution is in sight.

During the financial year, rising interest and inflation rates, as well as weaker general economic estimates, affected consumers' purchasing behavior, for example, so that consumers have shifted from more expensive to more affordable products.

The coronavirus pandemic continued to have an impact on Aspo's operating environment during the financial year. For example, the global shortage of components, caused by the pandemic, had an impact on certain Aspo's businesses, decelerating trading and the completion of orders. During the year, the risk of infections needed still to be taken into account in daily operations and especially among ESL Shipping's crew members.

#### CASH FLOW AND FINANCING

In 2022, cash flow from operating activities was EUR 67.7 (44.0) million. The cash flow of all key operations showed positive development during the financial year. The impact of the change in working capital on cash flow was EUR -6.7 (-22.0) million. The increase in working capital mainly comes from the advance payments for the vessels to be built in the ESL Shipping segment's vessel pool and the customer receivables accumulated through high sales at the end of the year. This was partly compensated by the Telko segment's working capital, which improved towards the year end. Free cash flow was EUR 34.4 (27.5) million. The investments of EUR 17.8 (15.9) million mainly included the ESL Shipping segment's dockages and Green Coaster advance payments. In addition, cash flow from investing activities includes EUR -17.9 million in cash outflow spent on the acquisitions of Kobia, Mentum and Johan Steenks and a total of EUR 2.8 million cash inflow received from the sale of Espa and Vulganus as the most significant items.

#### NET INTEREST-BEARING DEBT

MEUR	2022	2021	2020
Interest-bearing liabilities, including lease liabilities	189.2	187.3	201.4
Cash and cash equivalents	33.5	17.7	32.3
<b>Net interest-bearing debt</b>	<b>155.7</b>	169.6	169.1

Net interest-bearing debt decreased to EUR 155.7 (169.6) million and gearing fell to 108.4% (131.0%) during the financial year. The Group's equity ratio at the end of the financial year was 34.7% (32.0%). The balance sheet strengthened as a result of improved profitability and the new hybrid bond issued in June.

Net financial expenses in 2022 totaled EUR -6.3 (-3.9) million. Exchange rate fluctuations, especially the strengthened value of the Russian ruble, increased financial expenses by EUR 1.6 million from the previous year. The average interest rate of interest-bearing liabilities, excluding lease liabilities, was 3.3% (1.4%).

The Group's liquidity position remained strong during the financial year. Cash and cash equivalents stood at EUR 33.5 (17.7) million at the end of the financial year, of which cash and cash equivalents related to businesses classified as held for sale were EUR 11.8 million. Committed revolving credit facilities, totaling EUR 40 million, were completely unused, as in the previous year. Aspo's EUR 80 million commercial paper program was also completely unused (EUR 5 million used at the end of 2021).

During 2022, Aspo extended its maturity structure for interest-bearing loans. In September, AtoBatC Shipping signed an EUR 32.2 million loan agreement with Svenska Skeppshypotek. The loan's maturity is 15 years, and it has not yet been withdrawn. A ten-year loan agreement of EUR 20 million was signed in June with the Nordic Investment Bank, of which EUR 19.6 million have been withdrawn. These loans provide funding for ESL Shipping's investment in a series of six new highly energy-efficient electric hybrid vessels. The project was launched in September 2021. In addition, Aspo restructured a bilateral bank loan of EUR 20 million, about to mature in 2023, with a new bilateral revolving credit facility which will mature in 2025. The loan agreement also includes two options for a one-year extension.

In June, Aspo issued a new EUR 30 million hybrid bond, whose coupon rate is 8.75% per annum. The hybrid bond has no maturity, but the company may exercise an early redemption option in June 2025 at the earliest. Aspo's earlier hybrid bond of EUR 20 million was redeemed on May 2, 2022.

#### FINANCIAL TARGETS

Aspo's financial targets announced on December 1, 2021:

- Net sales growth: 5-10% a year
- Operating profit: 8%
- Return on equity: more than 20%
- Gearing: less than 130%

With regard to Aspo's businesses, ESL Shipping's operating profit target is 14%, Telko's 8% and Leipurin's 5%.

In 2022, the Group's targets were reached well overall. Aspo Group's net sales increased by 11%. The comparable operating profit rate was 8.5% (7.2%), clearly exceeding the target level of 8.0%. Return on equity remained at 15.2% (20.8%) due to the items affecting comparability of EUR -24.1 million that mainly consisted of additional costs and impairment losses arising from Russia's invasion of Ukraine, and whose negative impact on return on equity was roughly 15.6 percentage points. Aspo's gearing decreased to 108.4% (131.0%), well below the target level.

#### EVENTS AFTER THE FINANCIAL YEAR

In January 2023, Leipurin signed a binding preliminary agreement to sell all shares in its subsidiaries in Russia, Belarus and Kazakhstan to Timur Akhmyarov. Russian-born Akhmyarov will invest in Leipurin's operations in eastern markets as a private investor. The sales price is approximately EUR 8.4 million. Rights to Leipurin's name and trademarks are not included in the transaction. The transaction still needs to be approved by the local authorities.

The Belarusian subsidiaries of Telko and Leipurin have been added to the list of companies whose transfer of shares are prohibited by a decision issued by the Council of Ministers of Belarus at the end of January 2023. Because of this, it is deemed unlikely that the sale of Telko's Belarusian business would proceed. This does not change Aspo Group's previously published assessment of the financial effects of the divestment. Leipurin's Belarusian subsidiary is part of an agreement according to which the share capitals of Leipurin's subsidiaries

in Russia, Belarus and Kazakhstan would be sold to the same buyer. The decision of the Council of Ministers of Belarus does not change the previously published assessment of the financial effects of the transaction, nor does it prevent the sale of Leipurin's Russian and Kazakh subsidiaries.

In January 2023, Telko acquired the Polish distribution company Eltrex. Eltrex is a distributor of speciality chemicals and industrial packaging materials, and its annual net sales are roughly EUR 8 million and operating profit slightly less than EUR 1 million.

In February 2023, Leipurin agreed on the sale and leaseback of its warehouse property in Gothenburg. The property was transferred to Leipurin's ownership in conjunction with the acquisition of Kobia on September 1, 2022. The buyer of the property is Revelop, a Swedish real estate investor. As a result of the sale and leaseback transaction, Aspo recognizes a sales gain of approximately EUR 0.4 million. According to the terms and conditions of the agreement, Leipurin leases the property for five years. The transaction is close to cost neutral, as the depreciation expense of the assets owned will be replaced by depreciation and interest expense for the leased assets of similar size.

### OUTLOOK FOR 2023

General market uncertainties have continued even after the coronavirus pandemic. Russia's armed invasion in Ukraine caused a collapse in eastern markets, especially concerning Russia, rapid restrictions on the free movement of capital, and a significant decrease in goods transportation. As a result of the significant decrease in eastern markets, Aspo has directed its operations to western markets and other regions outside Aspo's eastern markets. Demand and growth are expected to remain moderate in these regions, albeit there are differences in business-specific outlook. Supply chains have become susceptible to disruptions globally and the availability of raw materials may decrease because of Russia's invasion and the coronavirus pandemic.

Inflation and price increases may shift demand to products whose profit margins are lower, therefore having a negative impact on profitability. Inflation is not expected to continue its rapid increase, and the price development is expected to stabilize in a moderate increase.

Demand may fluctuate in different industrial sectors, while the largest sectors will add stability to volumes and also stabilize prices at best. Aspo's cus-

tomers acquiring raw materials and other production inputs from a larger geographic area may increase demand for transportation solutions in particular.

Russia's invasion in Ukraine seems to continue and, even though it is not expected to expand outside Ukraine, its negative impact may extend to commercial operations. However, the year is expected to be good for Aspo, regardless of the circumstances.

### GUIDANCE FOR 2023

Aspo Group's comparable operating profit will be higher than EUR 35 (2022: 55.3) million in 2023.

### ASPO'S BUSINESS OPERATIONS

#### ESL Shipping

ESL Shipping is the leading dry bulk sea transportation company operating in the Baltic Sea area. ESL Shipping's operations are mainly based on long-term customer contracts and established customer relationships. At the end of the financial year, the shipping company's fleet consisted of 41 vessels with a total capacity of 425,000 dwt. Of these, 23 were wholly owned (80% of the tonnage), two were minority owned (2%) and the remaining 16 vessels (18%) were time chartered. ESL Shipping's competitive edge is based on its pioneering role and ability to responsibly secure product and raw material transportation for industries and energy production year-round, even in difficult conditions. The shipping company loads and unloads large ocean liners at sea as a special service.

ESL Shipping	2022	2021	2020
Net sales, EUR million	245.4	191.4	148.4
Operating profit, MEUR	38.1	26.8	7.6
Operating profit, %	15.5	14.0	5.1
Items affecting comparability, MEUR	0.7		
Comparable operating profit, MEUR	37.4	26.8	7.6
Comparable operating profit, %	15.2	14.0	5.1

ESL Shipping's net sales increased from the comparative period by 28% to EUR 245.4 (191.4) million. The comparable operating profit was the highest in the company's history at EUR 37.4 (26.8) million, with the comparable operating profit rate being 15.2% (14.0%). Operating profit rate clearly exceeded the long-term target of 14%. The items affecting comparability of EUR 0.7 million included EUR 1.5 million in sales gains from the barge Espa and EUR -0.8 million in expenses associated with the suspended operations in Russia.

High demand in the ESL Shipping's main market areas throughout the year, the shipping company's long-term partnership strategy and the successful operations of the onshore and offshore personnel enabled the excellent results.

The profitability of all the shipping company's vessel categories was historically strong. Demand and profitability in ESL Shipping's all customer segments remained high throughout the year. In contract traffic, demand for ton-miles remained high, and cargoes in spot markets were at a good level. Prices of spot markets started to decrease and demand to show signs of deceleration towards the end of the year. The energy industry was an exception, with its demand remaining high. Due to the exceptional situation involving the security of supply, the low availability of biofuels and longer transportation distances, the percentage of energy coal from all transportation operations increased significantly during the latter half of the year.

The shipping company's financial performance was excellent, especially considering the discontinuation of cargo transportation from Russia as a result of Russia's invasion in Ukraine and related sanctions. ESL Shipping suspended its operations in Russia during the second quarter, after which it no longer had any transportation obligations from Russian ports or for customers and cargoes linked closely to Russia. The released vessel capacity was transferred to other operating areas, in which the need for transportation capacity increased after raw material deliveries shifted away from Russia and transportation distances became longer. ESL Shipping suspended the operations of its previously established Russian company and will eventually divest the company in accordance with the requirements of local legislation.

In 2022, ESL Shipping achieved a significant strategic and structural interim goal when its Swedish subsidiary AtoBatC Shipping AB established a long-term Green Coaster pool for energy-efficient electric hybrid vessels with a group of institutional and private investors. The pooling structure is a commonly used

practice in international shipping operations for the ownership and operation of vessels.

The Green Coaster pool will accelerate the shipping company's operational growth and improve its profitability and return on equity. The pool also marks the first phase in the shipping company's new low carbon growth strategy, utilizing funding by investors and the pooling structure. AtoBatC Shipping AB has ordered a total of twelve next-generation electric hybrid vessels, with every other vessel being sold to the company established by the investor group. The first four new vessels are already under construction, and the first vessel is to be delivered during fall 2023. AtoBatC Shipping AB, ESL Shipping's subsidiary, acts as the manager of the pool to be established and provides comprehensive services for the building and maintenance of the vessels following the turnkey principle.

#### Outlook 2023 for ESL Shipping

General macroeconomic uncertainties have increased in ESL Shipping's main market areas. Higher inflation and slower economic growth increase demand and pricing pressures among the shipping company's main customers. Finland's labor market may experience unrest during the spring, and its impact through overtime bans and strikes may be significant on key customers and especially on the effectiveness of the transport chain.

Global demand estimates in sea transportation markets and price levels of spot markets have decreased considerably from the previous year. On the other hand, the availability of vessel capacity suitable for round-the-year operations in the Baltic Sea is limited. Production volumes of ESL Shipping's main customers are expected to be satisfactory, albeit slightly lower than in the previous year. Demand for energy deliveries outside Finland is expected to remain high during the first half of the year. In the forest industry, pulp delivery volumes are looking positive, but only satisfactory for sawn goods. Volumes are looking satisfactory in the steel industry. Now that deliveries of Russian raw materials have stopped, some of the shipping company's significant contractual customers are forced to seek new suppliers for part of their production input required in new geographic areas. Not all of these procurement routes have yet become stabilized which may cause an imbalance in ESL Shipping's operations. The role of energy coal transportation is expected to decrease significantly when the security of supply situation returns to normal and demand shifts towards other energy forms.

The majority of the shipping company's transportation capacity has been secured through long-term agreements with the exception of the Supramax vessels. Currently, the expectations of the lessors of the time-chartered vessels do not meet the realities in the shipping company's main market areas which may cause further uncertainties in the availability of a suitable and sufficient tonnage. The impact of rising energy prices on ESL Shipping's costs is compensated effectively through fuel clauses in long-term transportation agreements.

The shipping company's investments in energy-efficient vessels will strengthen its competitiveness and market position in the future. ESL Shipping will continue the development of a fossil-free sea transportation ecosystem in line with the green transition and the vessels designed for it in cooperation with its key customers. The shipping company is participating in projects aimed to produce green hydrogen through renewable electricity and to further process it as fossil-free fuel for the shipping company's vessels.

#### Telko

Telko is a leading expert in and supplier of plastic raw materials, industrial chemicals and lubricants. It operates as a sustainable partner in the value chain, bringing well-known international principals and customers together. Its competitive edge is based on strong technical support, efficient logistics and local expert service. Telko operates in Finland, the Baltic countries, Scandinavia, Poland, Romania, Russia, Belarus, Ukraine, Kazakhstan, Uzbekistan, and China.

In October 2022, Telko signed a binding preliminary agreement on selling all shares in its subsidiary in Russia to GK Himik, a Russian industrial company. In December, Telko finalized the preliminary agreement to sell all shares in its subsidiary in Belarus to a member of its current management. Both business transactions still need to be approved by the local authorities.

Telko	2022	2021	2020
Net sales, EUR million	267.4	268.8	224.9
Operating profit, MEUR	7.3	20.4	12.6
Operating profit, %	2.7	7.6	5.6
Items affecting comparability, MEUR	-13.5	-0.8	
Comparable operating profit, MEUR	20.8	21.2	12.6
Comparable operating profit, %	7.8	7.9	5.6

Telko's net sales for the financial year remained at the previous year's level at EUR 267.4 (268.8) million. The full-year comparable operating profit of EUR 20.8 million was only slightly lower than the previous year's record-high comparable operating profit (EUR 21.2 million). The comparable operating profit rate remained high at 7.8% (7.9%). The items affecting comparability of EUR -13.5 million included EUR -2.6 million relating to the destroyed warehouse in Ukraine and EUR -10.9 million relating to the impairment losses associated with companies in Russia and Belarus, and other expenses arising from the withdrawal from Russia.

Towards the end of the year, net sales and operating profit decreased compared to 2021, especially due to the poor development and negative results of operations in Russia. Operations in Ukraine also decreased significantly from the previous year. In addition to the items affecting comparability, exchange rate losses and expenses associated with corporate restructuring had a negative impact on the operating profit.

Of Telko's business areas, the net sales of the plastics business and the chemicals business decreased slightly in 2022. Instead, the lubricants business increased by 30.4% which can largely be explained by high price levels and the acquisition of Mentum AS, which was completed at the end of 2021.

In recent years, Telko has consistently reduced the proportion of volume products and increased that of specialty products, as a result of which its tolerance of price fluctuations is better than before. According to its strategy, Telko seeks to accelerate its growth through acquisitions in addition to organic growth.

Telko completed the acquisition of the operations of the Norwegian company Johan Steenks AS in October. Johan Steenks is a distributor of technical plastic raw materials and additives for plastics, and it has an established customer base in the Norwegian markets and a number of well-known principals. The company's annual net sales are approximately EUR 5 million.

#### Outlook 2023 for Telko

Telko has agreed to divest its operations in Russia and Belarus. Telko's net sales in Russia and Belarus stood at EUR 58.0 million in 2022, comprising 22% of Telko's total net sales in 2022. Both sales transactions require approval from the local authorities. The transaction in Russia is expected to be completed during the first quarter of 2023, but there is uncertainty involved.

In 2023, Telko's net sales and results will be significantly lower than in the previous year due to the changed situation in Russia, Belarus and Ukraine. In

other countries, demand is expected to remain moderate, even though there will be differences between business areas.

The prices of plastics and chemicals decreased steeply during the latter half of 2022, while still being clearly above the long-term average. It is assumed that the most significant price corrections took place during 2022, but the prices are expected to decrease slightly during the first half of the year if energy prices do not experience a considerable increase. In high added value products, on which Telko focuses in accordance with its strategy, price changes are typically more moderate. Significant changes in prices have a short-term impact on margins. Demand for lubricants is expected to remain stable, and prices are expected to increase at least during the first half of 2023.

In western markets, demand will involve uncertainties during the first part of 2023. Demand indices have decreased in the construction and automotive industries in Europe. High energy prices and inflation rates will affect demand during the next few months, in particular. At the end of the year, demand will, above all, be affected by the general development of purchasing power in Europe. The lifting of coronavirus restrictions in China is expected to increase local demand. In addition, higher demand in China may have an impact on global price development during the first part of the year. In Central Asia, demand is expected to remain relatively high. Sales in Ukraine will be lower during the first half of the year than in the previous year, while they are expected to be at the 2022 level during the rest of the year, depending completely on the development of the war.

Telko will continue its activities to improve its operational efficiency and scalability. Inflation causes general increases in costs. On the other hand, cargo expenses, especially in Asia, will be materially lower than in the previous year.

### Leipurin

Leipurin operates as part of the food chain, acquiring raw materials in global markets and from domestic companies and supplying them through its effective logistics chain according to customer needs. Leipurin operates in nine countries that have been grouped into four business units, each being responsible for their financial performance: Finland, Sweden, Baltics, and East. Leipurin serves bakery, food industry and foodservice customers by providing raw materials and by supporting research and development and recipes for new products. The Leipurin segment's other product categories include various supplies and machines for the same customer segments. The Leipurin segment uses

leading international manufacturers as its raw material and machinery supply partners.

Leipurin is in the process of withdrawing from its operations in Russia, Belarus and Kazakhstan. In January 2023, Leipurin signed a binding preliminary agreement to sell its subsidiaries in these countries to a private investor. The transaction still needs to be approved by the local authorities.

Leipurin	2022	2021	2020
Net sales, EUR million	130.6	113.1	101.0
Operating profit, MEUR	-4.8	-2.4	1.4
Operating profit, %	-3.7	-2.1	1.4
Items affecting comparability, MEUR	-8.1	-4.3	
Comparable operating profit, MEUR	3.3	1.9	1.4
Comparable operating profit, %	2.5	1.7	1.4

During the financial year, Leipurin's operations were affected by the restrictions in eastern markets due to Russia's invasion of Ukraine, the high price inflation in global raw material markets, and challenges related to the availability of raw materials.

On September 1, 2022, Leipurin acquired all shares in Kobia AB, a Swedish distributor in the bakery industry, from the Swedish Abdon Group. The acquisition expands Leipurin's operations geographically in markets in Northern Europe. Annually, Kobia's net sales are close to EUR 50 million, and its operating profit rate is roughly 3%. The acquisition strengthens Leipurin's position as the leading player in the Baltic Sea region.

In 2022, Leipurin's net sales grew by 15% to EUR 130.6 (113.1) million. The acquisition of Kobia AB increased net sales by EUR 17.3 million. Figures for the comparative year included EUR 11.4 million in net sales of the discontinued machinery business in Russia and divested Vulganus Oy, which were EUR 7.1 million higher than in 2022, but the increase in raw material sales in western markets was particularly strong year-on-year. The steep increase in raw material prices in global markets had a significant impact on the euro-denominated increase in sales.

Leipurin's comparable operating profit for 2022 was EUR 3.3 (1.9) million, and the comparable operating profit rate was 2.5% (1.7%). Items affecting

comparability, totaling EUR -8.1 (-4.3) million, were mainly related to the impact of Russia's invasion in Ukraine, the acquisition of Kobia, and the divestment of Vulganus. The impairment loss recognized on goodwill affected the comparability of the comparative period. Due to these items, the operating profit was negative at EUR -4.8 (-2.4) million.

In June, Vulganus Oy was sold to KÖNIG Maschinen GmbH, the leading manufacturer of bakery machines in Austria. The loss arising from the divestment and the expenses related to it, totaling EUR -0.4 million, are reported under the Leipurin segment's other operating expenses.

### Outlook 2023 for Leipurin

The war in Ukraine and the decision to withdraw operations from Russia, Belarus and Kazakhstan will have a significant impact on Leipurin's net sales and results. Leipurin's net sales in Russia, Belarus and Kazakhstan stood at EUR 24.7 million in 2022, comprising 19% of Leipurin's total net sales in 2022. The divestment of eastern operations still needs to be approved by the local authorities. Leipurin expects the transaction to be completed during the first half of 2023, but there is uncertainty involved.

The expansion to Sweden through the acquisition of Kobia AB will increase Leipurin's annual net sales by roughly EUR 50 million and produce considerable synergy benefits in the development of the product range, and in the supply chain and procurement. It also enables partners to be served in a larger geographic area.

Inflation and the rising energy prices, in particular, have a negative impact on demand for more expensive products, potentially presenting profitability challenges among the bakery segment's customers. The decreased purchasing power may have a negative impact on demand for artisanal bakeries, as consumers prefer more affordable products.

The upward trend is expected to continue in the prices of main raw material categories, even though the rapid inflation during 2022 is expected to decelerate considerably. This is expected to take place during the first half of 2023.

Despite these challenges, Leipurin sees that the market will offer a highly stable environment in the long term and also opportunities for organic growth in selected market segments.

The impact of Russia's invasion in Ukraine and the coronavirus pandemic on global supply chains, the availability of certain raw materials and general delivery times will continue. The management of payment defaults and claims has

succeeded well at present. Profitability challenges will increase risks of payment defaults and bankruptcies among customers and suppliers.

### STRUCTURAL ARRANGEMENTS

In the ESL Shipping segment, the operations of Norra Skeppnings Gruppen AB were divested on December 1, 2022.

Telko Norway AS acquired the operations of Johan Steenks AB on October 3, 2022. Mentum AS was merged into its parent company Telko Estonia OÜ. Before the merger, Mentum's branches in Latvia and Lithuania were sold through intragroup transactions to Telko UAB in Lithuania and Telko SIA in Latvia.

On September 1, 2022, Leipurin acquired all shares in Kobia AB, a Swedish distributor in the bakery industry, from the Swedish Abdon Group. Leipurin sold Vulcanus Oy to KÖNIG Maschinen GmbH on June 30, 2022. In addition, Leipurin Plc acquired two dormant companies LT HC One Oy and LT HC Two Oy for corporate restructuring in eastern markets.

Kauko Oy was sold to Signal Partners Oy on October 31, 2022. Kauko GmbH is in the process of being dissolved, and its operations have been discontinued.

### INVESTMENTS

In 2022, Aspo Group's investments totaled EUR 17.8 (15.9) million. The investments mainly consisted of the dockage of ESL Shipping's vessels and advance payments for the Green Coaster vessels.

### INVESTMENTS

MEUR	2022	2021	2020
Investments in tangible and intangible assets	17.8	15.9	4.7

Advance payments for the Green Coaster vessels to be sold further have been recognized in inventories. At the end of the financial year, inventories included EUR 10.2 million in advance payments for the Green Coaster vessels.

### PERSONNEL

The employee benefit expenses within the Group in 2022 amounted to EUR 54.4 (50.7) million. Salaries and fees during the financial years 2022 and 2021

represent the amounts of continuing operations and hence do not include the share of Kauko operating segment. More detailed information about the personnel is presented in Aspo's Sustainability Report.

### PERSONNEL

	2022	2021	2020
Number of personnel, December 31	886	944	896
Average number of personnel	914	911	852
Salaries and fees during the financial year, MEUR	46.0	42.5	36.2

### REMUNERATION

#### Share-based incentive plan 2022–2024

On February 16, 2022, Aspo Plc's Board of Directors decided to establish a new share-based incentive plan for 2022–2024. The aim of the plan is to combine the objectives of the shareholders and key employees in order to increase the value of the company in the long term, to retain key employees in the company, and to offer them a competitive reward plan based on earning and accumulating the company's shares.

The share-based incentive plan consists of three earnings periods, with the earned reward being based on the Group's earnings per share (EPS) and two sustainability indicators. Participation in the scheme and obtaining rewards require that participants allocate the freely transferable company shares they hold to the plan or acquire the company's shares up to the quantity determined by the Board of Directors.

The share-based incentive plan is directed at a maximum of 30 people, including the members of the Group Executive Committee. The potential reward will be paid partly in the company's shares and partly in cash in 2023, 2024 and 2025. The rewards payable based on the plan correspond to a maximum total value of 400,000 Aspo Plc shares, also including the proportion to be paid in cash.

For the 2022 earnings period, the targets were met at 90% overall.

#### Share-based incentive plan 2021–2023

On February 11, 2021, Aspo's Board of Directors decided to continue the share-based incentive plan for the Group's key personnel by establishing a share-based incentive plan for 2021–2023. The aim of the plan is to combine the objectives of the shareholders and key employees in order to increase the value of the company in the long term, to retain key employees in the company, and to offer them a competitive reward plan based on earning and accumulating the company's shares. The share-based incentive plan is directed at around 20 people, including the members of the Group Executive Committee.

The EPS target, acting as an earnings criterion for the share-based incentive plan, was fully met during the 2021 financial year. In March 2022, based on the share-based incentive plan, a total of 89,400 treasury shares were transferred, and an amount equaling the value of the shares was paid in cash to cover taxes.

#### Share-based incentive plan 2020

In June 2022, Aspo's Board of Directors granted 20,000 Aspo shares to Aspo's CEO Rolf Jansson based on the share-based incentive plan for 2020 and the conditions of the CEO's contract of service. 10,000 of the shares and an amount of cash equaling their value to cover taxes were transferred in June and at the same time, Jansson acquired 10,000 shares from the market at his own expense in accordance with the contract. A second transfer of equal quantity will take place in 2023.

### RESEARCH AND DEVELOPMENT

Aspo Group's R&D focuses, according to the nature of each segment, on developing operations, procedures and products as part of the customer-specific operations, which means that the development inputs are included in other operating expenses and are not capitalized.

### SUSTAINABILITY

Aspo's businesses aim to be pioneers in sustainability in their respective sectors. Sustainability is a key factor in guiding our management system and the process of investigating new investment objects.

Key sustainability themes have been defined for Aspo's businesses:

- Increasing our business operations, while reducing their environmental loads

- Improving the Aspo experience for people in our value chain
- Advancing the practices of good governance at all levels

Aspo's different businesses partly have highly different focus areas in their sustainability. ESL Shipping has actively reduced its environmental footprint by minimizing its fleet's emissions and energy consumption. The operations of Leipurin focus on product safety, and the reduction of waste and wastage. Product safety is also essential for Telko, which acts as a link between industrial customers and international raw material manufacturers. Aspo's Code of Conduct defines a common set of rules for responsible business in all the Group's subsidiaries.

Key focus areas for the Group include reducing emission intensity and improving occupational safety. These targets showed positive development in 2022 when both emission intensity and the accident frequency decreased from the previous year. In terms of environmental responsibility, we are rapidly approaching the target set for 2025 to reduce emission intensity by 30% from the level of 2020. In addition, approximately 100% of the Group's all employees completed Code of Conduct and Compliance trainings during the year, including anti-corruption issues and provides guidance for identifying any suspicious situations and practices considered unethical. More information about the progress Aspo and its businesses have made in sustainability is available in Aspo's 2022 Sustainability Report. Aspo's businesses will also publish their own sustainability reports at the beginning of 2023.

In 2022, the development of Aspo's sustainability program continued on several fronts. For example, we prepared a new sustainability policy and integrated the Group's sustainability goals into Aspo's remuneration scheme. We also invested in a new Group-wide sustainability reporting platform, which we believe will develop the reporting capabilities of our businesses and intensify the monitoring of targets. The new reporting platform has been deployed in all our businesses, and it will also assist in reporting in accordance with the EU's upcoming corporate sustainability reporting directive. In addition, we continued to investigate the impact of the EU taxonomy for sustainable activities on the Group's businesses and reporting practices.

### REPORTING IN ACCORDANCE WITH THE EU TAXONOMY

The EU taxonomy is a classification system for environmentally sustainable economic activities. It is a framework for directing investments at more sustainable activities through six environmental objectives, 'do no significant harm' (DNSH) criteria, minimum social safeguards, and detailed technical screening criteria. Aspo releases information about environmentally sustainable economic activities in accordance with the non-financial reporting directive (NFRD) as defined in the EU taxonomy.

At this stage, only the economic activities that have the highest need and potential to have a significant impact on climate change mitigation and adaptation are within the scope of the taxonomy regulation. According to Aspo's interpretation, a large part of its business activities, meaning the operations of Telko and Leipurin, are not within the scope of the EU taxonomy, as their commercial activities are not included in the group of high emission sectors. Telko is a distributor of plastics, chemical raw materials and lubricants, while Leipurin is a distributor of the raw materials and supplies required by bakeries and the food industry in their production operations. However, Aspo has identified activities that are eligible under the taxonomy and those that are aligned with the taxonomy.

We support the transition to fossil-free transportation and invest in technologies that help our customers acquire their logistics chains and make their products carbon-neutrally. ESL Shipping, which operates in the sensitive Baltic Sea and the Arctic, has eligible and aligned activities. With regard to the taxonomy's environmental objectives, ESL Shipping's aligned activities contribute to climate change mitigation. Key development areas include vessels, in which we invest significantly on our way towards fossil-free transportation and to prevent the spread on invasive alien species through ballast water. We have set strict targets to reduce our carbon footprint: ESL Shipping's goal is to reduce carbon intensity by 50% per ton-mile by 2030 and generate zero carbon dioxide emissions by 2050.

The European Commission issued its most recent and comprehensive instructions for the application of the taxonomy in December 2022 (Draft Commission Notice on the interpretation and implementation of certain legal provisions of the EU Taxonomy Climate Delegated Act & Draft Commission notice on the interpretation and implementation of certain legal provisions of the Disclosures Delegated Act under Article 8 of EU Taxonomy Regulation). Our inter-

pretation of how taxonomy information is to be published is based on the instructions given and the preparatory work we carried out in 2021 and 2022. We also interpreted the instructions at the beginning of 2023 assisted by specialists, and we will apply them to the 2022 report. As a rule, our interpretation of eligibility and alignment is based on the taxonomy regulation and the complementary climate delegated act, as well as the technical criteria defined in them: 1) substantial contribution to climate change mitigation/adaptation; and 2) DNSH criteria. In addition, we have assessed compliance with the minimum safeguards in our activities.

We lead the way in sustainability in our respective fields. We are the driver of change and reshape our industries by changing our own activities and, therefore, by guiding the market to make similar changes.

Aspo's Sustainability Report is published annually, similarly to the responsibility reports of our businesses. They include information about how the environment is addressed in our business activities.

### Minimum safeguards

Aspo assesses the minimum safeguards at Group level, while applying all related principles to each of its businesses. We have assessed the minimum safeguards relative to human rights, bribery and corruption, taxation, and fair competition as part of the EU taxonomy regulation and in relation to the Final Report on Minimum Safeguards of the EU Platform on Sustainable Finance. As a result of the assessment, Aspo considers that all its aligned activities meet the criteria used.

Aspo's Code of Conduct, commitment to the principles of the UN Global Compact, training completed by each employee, and Aspo's other guidelines set a framework for the principles and requirements that are expected from Aspo's all employees and partners. According to the UN Global Compact, we abide by its principles related to human rights, working life, the environment and anti-corruption. In addition, Aspo respects and follows internationally recognized standards on human and workers' rights.

Aspo uses a whistleblower channel in accordance with the EU whistleblower protection directive, and it can be used by any member of the personnel. All cases reported to the channel are processed anonymously and confidentially. The severity of cases is assessed by a small and limited group, which decides on further measures. In addition, whistleblowers are protected by all means

necessary. All cases are listed and reported to Aspo's Audit Committee. Cases are investigated and, if required, a limited group is used to implement corrective measures. Any reports received from outside the channel are processed with the same diligence and confidentiality as reports received through it.

#### Minimum safeguards – human rights

Aspo is committed to the UN Global Compact initiative, the first two principles of which concern human rights. Aspo also approves human rights due diligence (HRDD) commitments and has included the principles applied in its policies, guidelines and personnel training.

In Aspo's Compliance and Code of Conduct trainings, members of the personnel are trained to identify any adverse impact on human rights questions and situations where human rights may be violated. Furthermore, Aspo's businesses assess their customers and suppliers, and they have been instructed to end a business relationship if any violations are discovered. The principles have been described extensively in Aspo's Code of Conduct, they are tested in personnel training, and they apply to all our employees, job applicants and subcontractors.

In addition to training, any measures taken and possible violations are communicated internally. If a potential violation is considered to have a broad impact on the market or the value of Aspo's shares, it will be communicated in accordance with stock exchange rules. All supervisors must instruct, supervise and support their teams so that they can work safely. The content of training is based on the Code of Conduct approved by Aspo's Board of Directors and the principles mentioned above.

Our businesses continuously audit supply chains to assess measures related to the minimum safeguards, including human rights. Aspo has never been convicted of any human rights violations.

#### Minimum safeguards – anti-corruption and fair competition

The personnel's Compliance training also includes an anti-corruption module. Before providing regular training, Aspo already combated corruption in all its market areas by adopting zero tolerance. Aspo's businesses have rejected transactions in markets in which business operations would have required activities in breach of Aspo's Code of Conduct. We do not accept corruption or bribery in any form. We never pay bribes or accept their payment to the authorities or private individuals, and we never request or accept them. In particu-

lar, we can never give or offer anything of a monetary value to inappropriately influence decisions to obtain or maintain business activities or to gain an unfair advantage. We cannot do this directly or indirectly through third parties.

We aim to engage in a productive, ethical and transparent relationship with our principals, representatives, distributors, customers and subcontractors. Furthermore, we expect our partners to comply with applicable acts and regulations, and commit to abiding by the codes of conduct of our product and service suppliers.

We operate in an international business environment, which includes the importation and exportation of products, goods, services and information from one country to another. We comply with the applicable acts and regulations that have an impact on our operations. Regulations include blockades and sanctions, customs importation and exportation regulations, export controls, customs valuations, and regulations on origin and preferential treatment. In our operations, we comply with applicable acts on the prevention of money laundering, terrorism and economic crime. In addition, we always check the background of our new suppliers and customers (know your customer, KYC), and compare our information with sanctions lists at regular intervals.

Aspo complies with the principle of fair competition. We provide our personnel with regular training to help them understand competition law and related practices. No legal action has ever been taken against Aspo, its subsidiaries, management or managerial employees for breach of competition law.

#### Minimum safeguards – taxation

Aspo's tax strategy can briefly be defined as follows. Aspo complies with national and international tax laws. We are not engaged in any aggressive tax planning, and the profit of Aspo's companies is taxed in the country in which it has been generated. Aspo or its subsidiaries have never been convicted of any tax violations, but Aspo may take legal action to defend its tax rights, if necessary. We always comply with local tax law regarding all tax types. Aspo has special tax characteristics at its shipping companies in Finland and Sweden, to which local tonnage tax law applies. We openly communicate our tax position at least once a year in our financial statements, and in separate bulletins if required. We do not recognize any tax receivables from losses, unless we can indisputably prove that they can be utilized according to legislation.

#### Assessment of alignment with the taxonomy based on technical criteria

Aspo's alignment with the taxonomy has also been assessed based on technical criteria: substantial contribution to climate change mitigation, substantial contribution to climate change adaptation, and DNSH criteria.

#### Substantial contribution to climate change mitigation

Aspo's aligned activities mainly concern ESL Shipping's most recent vessels and those under construction. Paragraph 1d of the article on substantial contribution to climate change mitigation applies to these vessels which means that the vessels have been given an energy efficiency design index (EEDI) value until December 31, 2025, which is 10% lower than the EEDI requirements applied on April 1, 2022, if the vessels use a fuel that does not generate direct carbon dioxide emissions (exhaust emissions) or fuels produced from renewable sources. Of ESL Shipping's vessels, Viikki and Haaga are below the required level by 18.5% and the electric hybrid vessels under construction by 20.5%. On these grounds, we consider the taxonomy's technical criteria to be met, and these vessels are aligned with the taxonomy.

These vessels are not intended for the transportation of fossil fuels which meets the criteria defined in paragraph 2 of the article on substantial contribution to climate change mitigation. The part of net sales generated through the transportation of fossil fuels is not included in aligned net sales.

#### Do no significant harm criteria

##### 1) Climate change adaptation

Aspo has assessed climate scenarios, changes in conditions and resulting risks using the mid-term climate scenarios of the Intergovernmental Panel on Climate Change (IPCC). The World Wildlife Fund's (WWF) climate change scenarios and resulting risks have also been used in the assessment. ESL Shipping's operations meet the requirements (p. 140) set for climate change adaptation in Annex I, Appendix A of the delegated regulation regarding the assessment of climate risks and vulnerabilities. As the lifecycle of ESL Shipping's operations has been assessed to be more than ten years, climate risks and vulnerabilities have been assessed relative to time and the scope of operations. Initially, ESL Shipping's vessels have been designed for conditions expected in shipping operations, including storms, wind, waves, Arctic and other challenging condi-

tions. According to our assessment, ESL Shipping has a good ability to respond and adapt to various risks presented by climate change.

### 2) Sustainable use and protection of water and marine resources

With regard to the sustainable use and protection of water and marine resources, no environmental impact assessment (EIA) is required for ESL Shipping's vessels. ESL Shipping is in the process of updating goals related to water quality and the prevention of water stress in its guidelines.

### 3) Transition to a circular economy

Any waste generated during the operation of ESL Shipping's vessels is sorted and stored on board each vessel and transferred to ports under control. Dockages are carried out by operators that are able to process the waste generated during dockages sustainably. Lubricants and other hazardous waste are processed so that they can be used in recycling. If ESL Shipping maintains any vessels until the end of their lifecycle, scrapped vessels will be recycled under control. Vessels are operated in accordance with Annex V of the International Convention for the Prevention of Pollution from Ships (MARPOL) issued by the International Maritime Organization (IMO) on November 2, 1973. ESL Shipping has prepared guidelines for waste processing, safety, recycling and scrapping, and it has issued a statement on compliance with MARPOL.

### 4) Pollution prevention and control

In recent years, ESL Shipping has made specific investments in technologies that reduce greenhouse gas emissions released into the atmosphere, including carbon dioxide and methane. These include the liquefied natural gas (LNG) technology and the electric hybrid technology used in the vessels under construction. Furthermore, ESL Shipping has installed sulfur scrubbers to purify exhaust gases in its vessels that can use heavy sulfur-containing fuel oil but also use light low-sulfur fuel oil that burns more cleanly. The carbon dioxide emissions of Viikki and Haaga, ESL Shipping's handy class vessels fueled by LNG, are 21–28% lower compared with conventional fuels used in shipping operations. Moreover, the methane emissions of Viikki and Haaga are significantly lower. High-pressure two-stroke engines were selected as their main engines, as they burn meth-

ane more completely than conventional four-stroke engines. Both vessels have a certificate granted by the Clean Shipping Index to indicate that they meet the requirements of CSI 5.

The processing of gray water minimizes access to waterbodies by processing the water at ports.

### 5) Protection and restoration of biodiversity and ecosystems

ESL Shipping does not use any antifouling paint at the bottoms of its vessels, as they are cleaned mechanically which reduces the spread of toxins to the sensitive ecosystem of the Baltic Sea. As practical examples of other safeguards, ESL Shipping's vessels are equipped with ballast water treatment systems that prevent the spread of invasive alien species from one waterbody to another through ballast water.

### Eligible and aligned net sales, capital expenditure and operating expenditure

During the 2021 financial year, we assessed that the operations of Telko, Leipurin and Kauko are not eligible under the taxonomy. Instead, ESL Shipping's operations were wholly eligible, similarly to its aligned investments and fixed expenses.

During the 2022 financial year, we divested Kauko's operations, and the net sales, investments or fixed expenses of Telko and Leipurin were not eligible, which is why their alignment with the taxonomy has not been assessed.

ESL Shipping's operations belong to the taxonomy's activity 6.10 (sea and coastal freight water transport, vessels for port operations and auxiliary activities). The first environmental objective set for the activity is climate change mitigation. Of ESL Shipping's operations, net sales, investments and fixed expenses are wholly eligible. Of these, Viikki and Haaga, ESL Shipping's handy class vessels fueled by LNG, are aligned, and their net sales consist of income obtained from customer contracts. The net sales generated by these vessels are not wholly aligned, as the vessels have transported coal for use in energy generation. The part of net sales obtained from the transportation of coal has been deducted from the numerator of the turnover indicator. The net sales of other vessels and correspondingly of Aspó's other operations are not aligned, but they

have been included in full in the numerator of the turnover indicator at a Group level. The capital and operating expenditure allocated to the LNG-fueled vessels also follows the distribution of their net sales.

The shipping company's Supramax vessels or vessels of a smaller size category are not aligned.

Currently, 12 advanced electric hybrid vessels are being built for ESL Shipping's Swedish subsidiary AtoBatC Shipping AB at a shipyard in India. Six of them will remain in the company's ownership and six will be transferred to another owner participating in the pooling arrangement. Aligned capital expenditure only includes the capital expenditure of the vessels recognized on AtoBatC Shipping's balance sheet. The vessels transferred to the other pooling party do not generate any aligned capital expenditure. Because the vessels are still under construction, they have not generated any aligned operating expenditure.

Aligned operating expenditure includes maintenance expenses that arise from ESL Shipping's vessel and are not regarded as capital expenditure.







## RISKS AND RISK MANAGEMENT

Companies must approve a certain risk level, relative to which business targets are set. Aspo also involves different risks associated with normal operations and business-specific activities.

The purpose of risk management is to contribute to the achievement of the Group's goals. Risk management aims to proactively identify and manage potential problems and to identify and utilize business opportunities.

Risk management supports the development and implementation of Aspo's strategy.

The purpose of risk management is that:

- Aspo has an effective risk management control model, and related processes integrated into Aspo's business management.
- Managers have access to high-quality and up-to-date information on business risks and their control measures, providing support for decision making.
- The probability of the realization of risks and unexpected events, and their impact on finances and the reputation can be mitigated effectively.
- Risk management measures and selected control measures are based on Aspo's willingness to take risks and ability to tolerate risks.
- Cooperation in risk management is effective between Aspo's different businesses.

Aspo has strategic, operational, loss and financial risks. Strategic risks include risks that have a long-term impact on businesses, such as risks associated with the operating environment, market risks and political/legislative risks. The management of operational risks is a daily activity in businesses, and they include counterparty risks, price risks associated with raw materials and risks associated with non-conformities. The management of risks of loss is based on insurance and operating guidelines.

Globally, there are many geopolitical risk clusters, the development of which is difficult to predict, but which may have an impact on Aspo's businesses. Changes in these regions may be rapid and unpredictable, which is why it is difficult to estimate their potential impact or scale on Aspo's businesses. International sanctions have been imposed, which may also affect Aspo's businesses directly or indirectly. Furthermore, various countries have imposed import duties or other trade restrictions on each other's products. However, for now they have

not had any direct impact on Aspo's business operations. Geopolitical tensions may escalate and cause direct damage to business, payments and, at worst, suspend business operations in a crisis area. The crisis can also lead to human, economic and monetary losses. Possible sanctions, including counter-sanctions, could lead to business difficulties and financial losses.

Increased financial activities have caused the prices of many raw materials, components and logistics services to increase rapidly, and increased uncertainties over the functioning of logistics in certain market situations. Aspo may temporarily benefit from this increase in prices, while the prices of purchased raw materials or leased capacity, such as leased vessels, are increasing at the same time. Longer delivery times for spare parts, components and raw materials, and any rapid price changes in different market situations, are also increasing risks. Growing inflation and rising interest rates may decelerate general economic growth and reduce demand for Aspo's businesses.

In line with its renewed strategy, Aspo aims to increase its steady profit-making ability through acquisitions. The strategy may lead to a temporary deterioration in the balance sheet and capital structure in situations where acquisitions require financial investments and consequently may reduce solvency.

The coronavirus pandemic continues to have an impact on Aspo's businesses. Any new variants of coronavirus and their rapid spread may lead to various interruptions and financial losses.

The quantity and probability of the Group's loss risks are assessed regularly. Bidding processes are arranged for general insurance policies, and the amounts insured are regularly updated. The amounts insured are sufficient in view of the scope of Aspo's operations, but insurance companies may restrict the validity of insurance policies as a result of risks increasing for various reasons.

Because the future estimates presented in this annual report are based on the current situation, they involve risks and other uncertainties, due to which actual future outcomes may differ from the estimates.

## FINANCIAL RISKS

Aspo Group's financing and financial risk management are centralized in the parent company in accordance with the treasury policy approved by the Board of Directors.

- The refinancing risk is managed by decentralizing interest-bearing liabilities with respect to the counterparty, the form of funding, and maturity.
- The liquidity risk is managed by securing the Group's sufficient cash funds, with committed revolving credit facilities and other financial reserves.
- The company hedges against interest rate changes by tying interest-bearing liabilities partly to floating rate loans and partly to fixed rate loans. In addition, interest rate derivatives are used for targeting hedging against interest rate risks, if required.
- On a case-by-case basis, the Group uses terms of payment based on advance payments and bank guarantees to hedge against credit risks. Full knowledge of customers is an important part of credit risk management.
- The exchange rate risk is primarily controlled through customer and principal agreements at the business level, and secondarily by using currency derivatives, if required.

A more detailed description of financial risks is presented in Note 5.1 (Financial risks and the management of financial risks) of the consolidated financial statements.

## INTERNAL CONTROL AND RISK MANAGEMENT

One of the responsibilities of Aspo's Audit Committee is to monitor the efficiency of the Group's internal control, internal audits and risk management systems. The Audit Committee monitors the risk management process and instructs necessary measures to prevent strategic risks in particular. In accordance with the internal control principles approved by the Board of Directors, risk management is part of Aspo's internal control, and its task is to ensure the implementation of the Group's strategy, the development of financial results, shareholder value, dividend payment ability, and continuity in business operations. The operational management of each business is responsible for risk management. The management is responsible for specifying sufficient measures and their implementation, and for monitoring and ensuring that the measures are implemented as part of day-to-day operational management. Aspo's Director of Legal Affairs, who reports to the Group CEO, is in charge of risk management.

## LEGAL PROCEEDINGS

Aspo Group's companies are party to some legal proceedings and disputes associated with regular business operations. There were no significant changes in these during 2022. On the basis of the information available and taking into account the existing insurance cover and provisions made, Aspo believes that they do not have any material adverse impact on the Group's financial position.

## MANAGEMENT AND AUDITORS

At the Annual Shareholders' Meeting, Patricia Allam, Mammu Kaario, Mikael Laine, Salla Pöyry, Tatu Vehmas and Heikki Westerlund were re-elected to the Board of Directors, and Tapio Kolunsarka was elected as a new member. At the Board's organizing meeting held after the Annual Shareholders' Meeting, Heikki Westerlund was elected Chair of the Board and Mammu Kaario as Vice Chair. In addition, the Board decided to elect Heikki Westerlund as Chair of the Personnel and Remuneration Committee, and Tapio Kolunsarka, Salla Pöyry and Tatu Vehmas as its members, and Mammu Kaario as Chair of the Audit Committee, and Patricia Allam, Mikael Laine and Tatu Vehmas as its members.

In 2022, the Board of Directors held 21 meetings. The participation rate was 99%.

In 2022, the company's CEO was Rolf Jansson (M.Sc. (Econ.), M.Sc. (Eng.)) who started in his position in August 2021.

In October, Miska Kuusela was appointed Leipurin's new Managing Director and member of Aspo Group Executive Committee. In December, Taru Uotila was

appointed Aspo Group's Senior Vice President of Legal Affairs, HR and Sustainability, and member of the Aspo Group Executive Committee. Kuusela and Uotila started in their positions on January 2, 2023.

Keijo Keränen, Aspo Group's Treasurer and member of the Group Executive Committee, left the company at the beginning of November 2022. Heli Arantola, Leipurin's Managing Director and member of the Aspo Group Executive Committee, resigned in June 2022 to transfer to another company. She stopped working in her position on September 30.

The authorized public accountant firm Deloitte Oy has been the company's auditor. Jukka Vattulainen, APA, has been the auditor in charge. The auditor's fee will be paid in accordance with an accepted invoice.

## BOARD AUTHORIZATIONS

### Authorization of the Board of Directors to decide on the acquisition of treasury shares

The Annual Shareholders' Meeting held on April 6, 2022 authorized the Board of Directors to decide on the acquisition of no more than 500,000 treasury shares using the unrestricted equity of the company, representing around 1.6% of all the shares in the company. The authorization includes the right to accept treasury shares as a pledge. The authorization is valid until the Annual Shareholders' Meeting in 2023 but not more than 18 months from the approval at the Annual Shareholders' Meeting.

### Authorization of the Board of Directors to decide on a share issue of treasury shares

The Annual Shareholders' Meeting held on April 6, 2022 authorized the Board of Directors to decide on a share issue, through one or several lots, to be executed by conveying treasury shares. An aggregate maximum amount of 900,000 shares may be conveyed based on the authorization. The authorization is valid until the Annual Shareholders' Meeting in 2023 but not more than 18 months from the approval at the Annual Shareholders' Meeting.

In 2022, a total of 99,400 shares were conveyed within the scope of share-based incentive plans.

### Authorization of the Board of Directors to decide on a share issue of new shares

The Annual Shareholders' Meeting on April 6, 2022 authorized the Board of Directors to decide on an issue of new shares against payment. The authorization includes the right of the Board of Directors to decide on all of the other terms and conditions of the conveyance and thus also includes the right to decide on a directed share issue, in deviation from the shareholders' pre-emptive right, if a compelling financial reason exists for the company to do so. The total number of new shares to be offered for subscription may not exceed 1,500,000. The authorization is valid until the Annual Shareholders' Meeting in 2023 but not more than 18 months from the approval at the Annual Shareholders' Meeting.

### Authorization of the Board of Directors to decide on donations

Aspo Plc's Annual Shareholders' Meeting held on April 6, 2022 authorized the Board of Directors to decide on donations of EUR 100,000 at maximum for non-profit or similar purposes, and to decide on the recipients, purposes and other conditions of the donations. The authorization is valid until the Annual Shareholders' Meeting in 2023.

In 2022, donations totaled approximately EUR 55,000.

## SHARES AND SHAREHOLDERS

### Shares and payment of dividends

Aspo Plc's registered share capital on December 31, 2022 was EUR 17,691,729.57, and the total number of shares was 31,419,779, of which the company held 62,250 shares; that is, 0.2% of the share capital.

Aspo Plc's Annual Shareholders' Meeting held on April 6, 2022, decided, as proposed by the Board of Directors, that EUR 0.23 per share be distributed in dividends for the 2021 financial year, and that no dividend be paid for shares held by Aspo Plc. The dividend was paid on April 19, 2022.

At its meeting held on November 2, 2022, Aspo Plc's Board of Directors decided on the second dividend distribution of EUR 0.22 per share, on the basis of the authorization provided at the Annual Shareholders' Meeting on April 6, 2022. The dividend was paid on November 11, 2022.

Aspo Plc has one share series. Each share entitles the shareholder to one vote at the shareholders' meeting. Aspo's share is quoted on Nasdaq Helsinki Ltd's Mid Cap segment under basic resources.

In January–December 2022, a total of 4,242,696 Aspo Plc shares, with a market value of EUR 33.9 million, were traded on Nasdaq Helsinki. In other words, 13.5% of the shares changed hands. During the year, the share price reached a high of EUR 11.80 and a low of EUR 6.09. The average price was EUR 8.01 and the closing price at the end of the year was EUR 8.20. At the end of the year, the market value, less treasury shares, was EUR 257.1 million.

### Shareholders

Aspo's shares are included in the book-entry system maintained by Euroclear Finland Ltd. The company had 11,712 shareholders at the end of the year. A total of 1,077,145 shares, or 3.43% of the share capital, were nominee registered or held by non-domestic shareholders.

A monthly updated list of Aspo's major shareholders is available at Aspo's website.

### Share ownership by members of the Board and the Group Executive Committee

On December 31, 2022, the total number of shares owned by the members of Aspo Plc's Board of Directors with entities under their control was 7,136,238 shares, which represents 22.71% of the company's shares and voting rights.

On December 31, 2022, Aspo Plc's CEO and the other members of the Group Executive Committee held a total of 237,382 shares, which represents 0.76% of the company's shares and voting rights.

## DIVIDEND PROPOSAL BY THE BOARD OF DIRECTORS

Aspo aims for an annually increasing dividend distribution, while leaving room for strategic investments. Starting from 2017, Aspo has adopted a twice-a-year dividend payment policy.

The Board of Directors proposes to the Annual Shareholders' Meeting of Aspo Plc to be held on April 4, 2023, that EUR 0.23 per share be distributed in dividends for the 2022 financial year, and that no dividend will be paid for shares held by Aspo Plc. In addition, the Board of Directors proposes that the Annual Shareholders' Meeting authorizes the Board of Directors to decide on another dividend distribution in the maximum amount of EUR 0.23 per share at a later date. The authorization would be valid until the next Annual Shareholders' Meeting.

On December 31, 2022, the parent company's distributable funds totaled EUR 43,344,212.43, with the profit for the financial year totaling EUR 7,544,383.09. There are a total of 31,357,529 shares entitling to dividends on the publication date of the financial statement release.

The dividend of EUR 0.23 per share will be paid to shareholders who are registered in the shareholders' register maintained by Euroclear Finland Ltd on the record date of April 6, 2023. The Board of Directors proposes that the dividend be paid on April 17, 2023. The Board of Directors will decide at its meeting to be held on November 1, 2023, on the second dividend distribution in the maximum amount of EUR 0.23 per share, which would be paid in November 2023 to shareholders who are registered in the shareholders' register maintained by Euroclear Finland Ltd on the record date.

Before the Board of Directors implements the decision made at the Annual Shareholders' Meeting, it must assess, as required in the Finnish Limited Liability Companies Act, whether the company's liquidity and/or financial position has changed after the decision was made at the Annual Shareholders' Meeting so that the prerequisites for the distribution of dividends stipulated in the Limited Liability Companies Act are no longer fulfilled. The fulfillment of the prerequisites stipulated in the Limited Liability Companies Act is a requirement for the implementation of the decision made at the Annual Shareholders' Meeting.

## MAJOR SHAREHOLDERS ON DECEMBER 31, 2022

	Shares qty	Percentage of shares and voting rights, %
Havsudden Oy Ab	3,262,941	10.38
AEV Capital Holding Oy	3,253,554	10.36
Varma Mutual Pension Insurance Company	1,423,076	4.53
Vehmas Tapio	1,275,827	4.06
Nyberg Gustav	901,524	2.87
Ilmarinen Mutual Pension Insurance Company	875,226	2.79
Investment fund Nordea Nordic Small Cap	726,040	2.31
Procurator-Holding Oy	514,882	1.64
IAIK Oy	488,147	1.55
Skandinaviska Enskilda Banken Ab (Publ)	413,406	1.32
<b>Ten major shareholders, total</b>	<b>13,134,623</b>	<b>41.80</b>

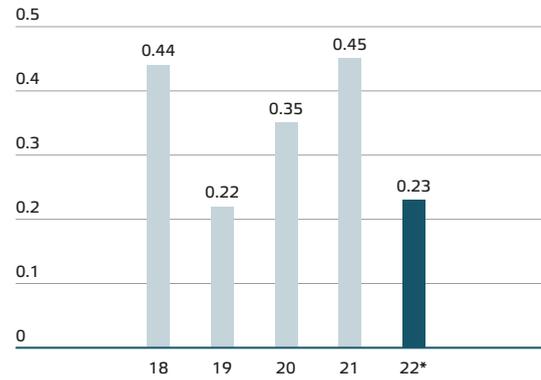
## DISTRIBUTION OF SHARE OWNERSHIP ON DECEMBER 31, 2022 BY NUMBER OF SHARES

Shares qty	Number of shareholders	Percentage of shareholders %	Number of shares qty	Percentage of all shares %
1-100	2,884	24.63	148,815	0.47
101-500	4,358	37.21	1,189,603	3.79
501-1,000	1,830	15.63	1,397,239	4.45
1,001-5,000	2,120	18.10	4,541,303	14.45
5,001-10,000	288	2.46	2,059,073	6.55
10,001-50,000	188	1.61	3,814,806	12.14
50,001-100,000	13	0.11	949,221	3.02
100,001-500,000	22	0.19	5,082,185	16.18
500,001-	8	0.07	12,233,070	38.93
Total in joint accounts			4,464	0.01
<b>Total</b>	<b>11,711</b>	<b>100.00</b>	<b>31,419,779</b>	<b>100.00</b>

## DISTRIBUTION OF SHARE OWNERSHIP ON DECEMBER 31, 2022 BY OWNER GROUP

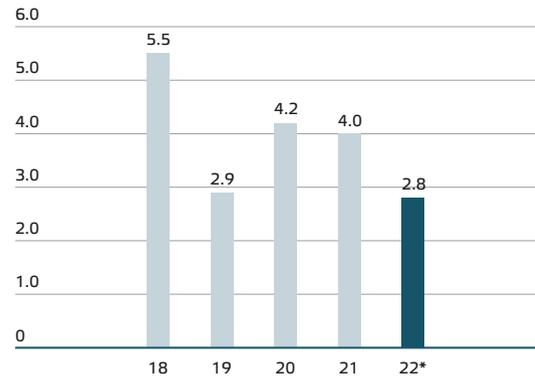
	Percentage of shareholders %	Percentage of shares %
Households	94.7	50.8
Companies	3.8	29.1
Financial and insurance institutions	0.3	7.6
Non-profit organizations	0.8	3.3
Public organizations	0.1	7.6
Non-domestic	0.4	1.6
<b>Total</b>	<b>100.0</b>	<b>100.0</b>

**DIVIDEND PER SHARE, EUR**



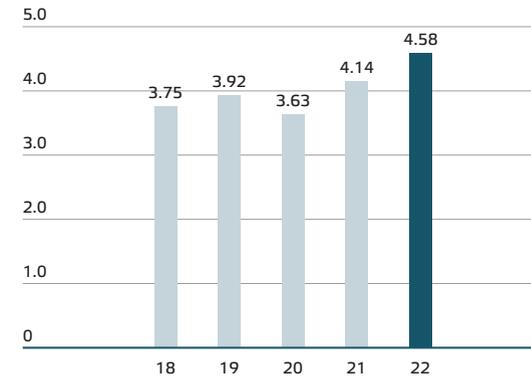
\* Board proposal to the Annual Shareholders' Meeting

**EFFECTIVE DIVIDEND YIELD, %**

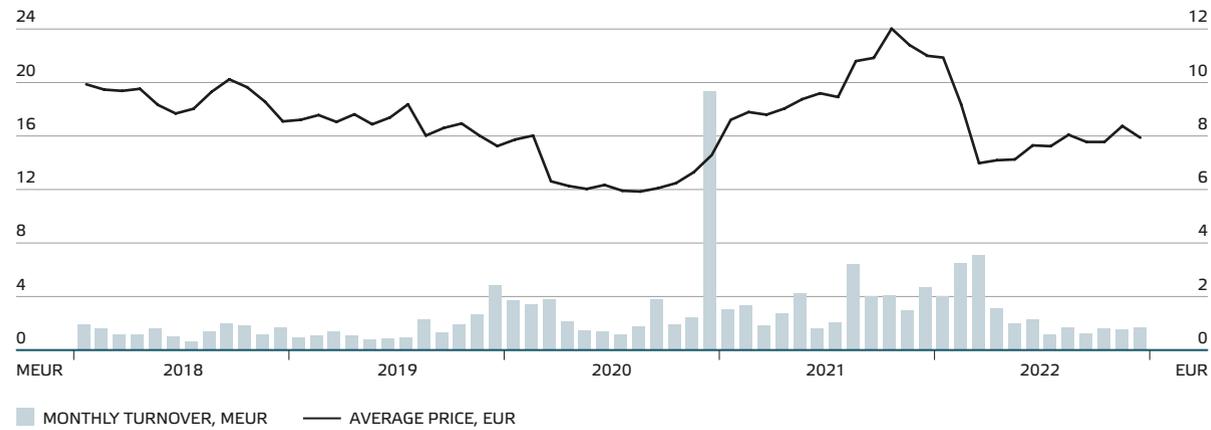


\* Board proposal to the Annual Shareholders' Meeting

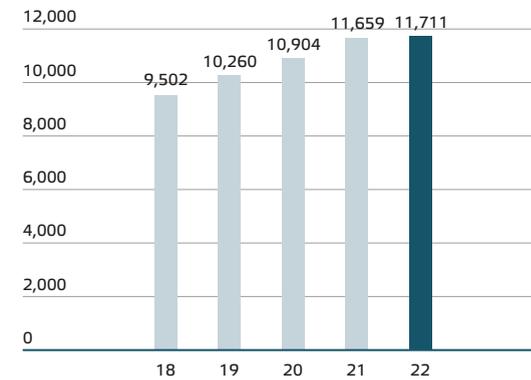
**EQUITY PER SHARE, EUR**



**SHARE TRADING AND AVERAGE PRICE**



**NUMBER OF SHAREHOLDERS**



## SHARE-SPECIFIC KEY FIGURES

	2022	2021	2020	2019	2018
Equity per share, EUR	4.58	4.14	3.63	3.92	3.75
Dividend per share, EUR (2022 proposal by the Board of Directors)	0.23	0.45	0.35	0.22	0.44
Dividend/earnings, %	37.6	58.9	91.0	46.4	106.7
Effective dividend yield, %	2.8	4.0	4.2	2.9	5.5
Price/earnings ratio (P/E)	13.4	14.9	21.8	16.1	19.1
Share price performance, EUR					
Average price	8.01	10.08	6.80	8.20	9.51
Lowest price	6.09	8.28	5.50	7.52	7.90
Highest price	11.80	13.50	8.56	9.42	10.80
Closing price	8.20	11.36	8.40	7.62	7.96
Market value of shares, Dec. 31, MEUR	257.1	355.1	262.6	237.2	247.7
Share trading, 1,000 shares	4,243	4,068	6,798	2,454	1,809
Share trading, MEUR	33.9	41.0	46.3	20.1	17.2
Share trading/number of shares, %	13.5	12.9	21.6	7.8	5.8
Total number of shares on the closing date, 1,000 shares	31,420	31,420	31,420	31,420	31,420
Treasury shares	62	162	162	297	304
Outstanding shares	31,358	31,258	31,258	31,123	31,115
Average number of shares (outstanding), 1,000 shares	31,333	31,258	31,191	31,121	30,809

## ■ CALCULATION PRINCIPLES FOR KEY FIGURES

Aspo Plc applies the guidance on alternative key figures issued by the European Securities and Market Authority (ESMA). In addition to IFRS figures, the company releases other commonly used key figures (alternative key figures), which are mainly derived from the consolidated statement of comprehensive income and balance sheet. According to the manage-

ment, alternative key figures clarify and supplement the picture drawn by the consolidated statement of comprehensive income and balance sheet, as well as the IFRS key figures, of Aspo's financial performance and financial position.

$$\text{Return on equity (ROE), \%} = \frac{\text{profit for the period} \times 100}{\text{equity (average of the current and previous financial year)}}$$

$$\text{Equity ratio, \%} = \frac{\text{shareholders' equity} \times 100}{\text{balance sheet total} - \text{advances received}}$$

$$\text{Gearing, \%} = \frac{(\text{interest-bearing liabilities} - \text{cash and cash equivalents}^*) \times 100}{\text{shareholders' equity}}$$

$$\text{Interest-bearing liabilities, EUR} = \text{loans and overdraft facilities in use (interest-bearing)} + \text{lease liabilities}$$

$$\text{Net interest-bearing debt, EUR} = \text{interest-bearing liabilities} - \text{cash and cash equivalents}$$

$$\text{Free cash flow, EUR} = \text{net cash from operating activities} + \text{net cash from investing activities}$$

$$\text{Earnings per share (EPS), EUR} = \frac{\text{profit for the period} - \text{hybrid interest, net of tax}}{\text{average number of shares, excluding treasury shares}}$$

$$\text{Shareholders' equity per share, EUR} = \frac{\text{shareholders' equity}}{\text{number of shares on the closing date, excluding treasury shares}}$$

$$\text{Dividend/earnings, \%} = \frac{\text{dividend per share} \times 100}{\text{earnings per share (EPS)}}$$

$$\text{Effective dividend yield, \%} = \frac{\text{dividend per share} \times 100}{\text{closing price}}$$

$$\text{Price/earnings ratio (P/E)} = \frac{\text{closing price}}{\text{earnings per share (EPS)}}$$

$$\text{Market value of shares, EUR} = \text{number of shares on the closing date, excluding treasury shares} \times \text{closing price}$$

$$\text{Comparable operating profit, EUR} = \text{operating profit, excl. items affecting comparability}$$

\*) In the calculation of gearing, interest-bearing liabilities and cash and cash equivalents also include interest-bearing liabilities and cash and cash equivalents classified as held for sale. Of cash and cash equivalents held for sale, EUR 11.5 million are considered restricted cash and cash equivalents in accordance with IAS 7 standard.

# Financial statements 2022

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# Consolidated financial statements

## Consolidated statement of comprehensive income

1,000 EUR	Note	Jan 1–Dec 31, 2022	Jan 1–Dec 31, 2021
<b>Continuing operations</b>			
<b>Net sales</b>	3.1	<b>643,398</b>	573,288
Other operating income	3.2	<b>2,648</b>	473
Share of profits accounted for using the equity method	3.3	<b>626</b>	-57
Materials and services	3.4	<b>-402,918</b>	-349,420
Employee benefit expenses	3.6	<b>-54,404</b>	-50,684
Depreciation, amortization and impairment losses	3.7	<b>-19,864</b>	-20,781
Depreciation, amortization and impairment losses, leased assets	3.7	<b>-16,695</b>	-13,761
Other operating expenses	3.5	<b>-118,881</b>	-102,132
<b>Operating profit</b>		<b>33,910</b>	36,926
Financial income	3.8	<b>1,551</b>	487
Financial expenses	3.8	<b>-7,815</b>	-4,365
<b>Financial income and expenses</b>		<b>-6,264</b>	-3,878
<b>Profit before taxes</b>		<b>27,646</b>	33,048
Income taxes	3.9	<b>-4,147</b>	-4,733
<b>Profit from continuing operations</b>		<b>23,499</b>	28,315
Profit from discontinued operations (attributable to equity holders of the company)	1.3	<b>-2,812</b>	-3,032
<b>Profit for the period</b>		<b>20,687</b>	25,283

1,000 EUR	Note	Jan 1–Dec 31, 2022	Jan 1–Dec 31, 2021
<b>Other comprehensive income</b>			
Items that may be reclassified to profit or loss in subsequent periods:			
Translation differences		<b>-1,211</b>	2,174
Other comprehensive income for the period, net of taxes		<b>-1,211</b>	2,174
<b>Total comprehensive income</b>		<b>19,476</b>	27,457
<b>Profit for the period attributable to</b>			
Parent company shareholders		<b>20,687</b>	25,283
<b>Total comprehensive income attributable to</b>		<b>19,476</b>	27,457
Parent company shareholders		<b>19,476</b>	27,457
<b>Earnings per share attributable to parent company shareholders, EUR</b>			
Basic earnings per share			
Continuing operations	2.7	<b>0.70</b>	0.86
Discontinued operations	2.7	<b>-0.09</b>	-0.10
<b>Total</b>		<b>0.61</b>	0.76
Diluted earnings per share			
Continuing operations	2.7	<b>0.70</b>	0.86
Discontinued operations	2.7	<b>-0.09</b>	-0.10
<b>Total</b>		<b>0.61</b>	0.76

# Consolidated balance sheet

## ASSETS

1,000 EUR	Note	Dec 31, 2022	Dec 31, 2021
<b>Non-current assets</b>			
Intangible assets	4.2	46,783	45,845
Tangible assets	4.1	178,454	168,886
Leased assets	2.5	15,871	20,748
Investments accounted for using the equity method	3.3	974	701
Other financial assets		207	321
Deferred tax assets	4.8	330	645
<b>Total non-current assets</b>		<b>242,619</b>	237,146
<b>Current assets</b>			
Inventories	4.4	69,900	68,626
Accounts receivable and other receivables	4.5	68,995	74,035
Current tax assets		255	433
Cash and cash equivalents	2.2	21,727	17,697
		160,877	160,791
Assets held for sale	1.3	12,414	8,373
<b>Total current assets</b>		<b>173,291</b>	169,164
<b>Total assets</b>		<b>415,910</b>	406,310

## EQUITY AND LIABILITIES

1,000 EUR	Note	Dec 31, 2022	Dec 31, 2021
<b>Equity attributable to parent company shareholders</b>			
Share capital	2.6	17,692	17,692
Share premium reserve	2.6	4,351	4,351
Other reserves	2.6	16,472	16,474
Hybrid bond	2.6	30,000	20,000
Translation differences		-25,995	-24,786
Retained earnings		101,165	95,658
<b>Total equity</b>		<b>143,685</b>	129,389
<b>Non-current liabilities</b>			
Deferred tax liabilities	4.8	6,946	5,241
Provisions	4.7	586	586
Loans and overdraft facilities	2.3	154,301	142,381
Lease liabilities	2.5	4,559	6,869
Other liabilities		99	59
<b>Total non-current liabilities</b>		<b>166,491</b>	155,136
<b>Current liabilities</b>			
Provisions	4.7	58	77
Loans and overdraft facilities	2.3	17,825	21,465
Lease liabilities	2.5	11,728	14,411
Accounts payable and other liabilities	4.6	71,105	78,077
Current tax liabilities		1,111	985
		101,827	115,015
Liabilities directly associated with assets classified as held for sale	1.3	3,907	6,770
<b>Total current liabilities</b>		<b>105,734</b>	121,785
<b>Total liabilities</b>		<b>272,225</b>	276,921
<b>Total equity and liabilities</b>		<b>415,910</b>	406,310

# Consolidated cash flow statement

1,000 EUR	Note	Jan 1–Dec 31, 2022	Jan 1–Dec 31, 2021
<b>Cash flows from/used in operating activities</b>			
Operating profit from continuing operations		<b>33,910</b>	36,926
Operating profit from discontinued operations	1.3	<b>-2,726</b>	-3,016
Operating profit total		<b>31,184</b>	33,910
Adjustments to operating profit:			
Depreciation, amortization and impairment losses	3.7	<b>37,815</b>	38,134
Other impairment losses of the eastern companies classified as held for sale		<b>11,733</b>	
Gains (-) and losses (+) on sale of tangible assets		<b>-1,637</b>	-205
Gains and losses on sale of business operations		<b>1,010</b>	
Expensed inventory fair value adjustment of acquired businesses		<b>634</b>	
Share of profits accounted for using the equity method	3.3	<b>-626</b>	57
Share-based incentive plan		<b>1,152</b>	1,126
Increase (+) / decrease (-) in provisions	4.7	<b>-37</b>	655
Unrealized foreign exchange gains and losses on operating activities		<b>582</b>	-164
Change in working capital:			
Increase (-) / decrease (+) in inventories		<b>-12,934</b>	-23,886
Increase (-) / decrease (+) in accounts receivable and other receivables		<b>-2,502</b>	-13,294
Increase (+) / decrease (-) in accounts payable and other liabilities		<b>8,785</b>	15,178
Interest paid		<b>-4,224</b>	-4,395
Interest received		<b>307</b>	357
Income taxes paid		<b>-3,571</b>	-3,475
<b>Net cash from operating activities</b>		<b>67,671</b>	43,998

1,000 EUR	Note	Jan 1–Dec 31, 2022	Jan 1–Dec 31, 2021
<b>Cash flows from/used in investing activities</b>			
Investments in tangible and intangible assets	4.1	<b>-17,818</b>	-16,887
Investment subsidies	4.1		1,009
Proceeds from sale of tangible assets		<b>1,795</b>	225
Acquisitions, net of cash		<b>-17,937</b>	-1,067
Dividends received		<b>354</b>	216
Proceeds from sale of business operations		<b>310</b>	
<b>Net cash used in investing activities</b>		<b>-33,296</b>	-16,504
<b>Cash flows from/used in financing activities</b>			
Proceeds from loans		<b>29,600</b>	37,007
Repayments of loans		<b>-18,689</b>	-47,513
Proceeds from issuance of commercial papers		<b>30,000</b>	28,000
Repayment of commercial papers		<b>-35,000</b>	-34,000
Payment of lease liabilities		<b>-16,227</b>	-13,798
Proceeds from Hybrid bond issue	2.6	<b>30,000</b>	
Hybrid bond repayment	2.6	<b>-20,000</b>	
Hybrid bond, interest paid	2.6	<b>-1,760</b>	-1,750
Hybrid bond, transaction costs paid	2.6	<b>-353</b>	
Dividends paid		<b>-14,107</b>	-10,940
<b>Net cash used in financing activities</b>		<b>-16,536</b>	-42,994
<b>Change in cash and cash equivalents</b>			
Cash and cash equivalents Jan. 1 *)		<b>17,724</b>	32,303
Translation differences		<b>28</b>	921
Impairment of cash of the eastern companies classified as held for sale		<b>-2,017</b>	
<b>Cash and cash equivalents at year-end *)</b>		<b>33,574</b>	17,724

\*) In year-end 2022 cash and cash equivalents of continuing operations totalled EUR 21,727 thousand and cash and cash equivalents classified as assets held for sale totalled EUR 11,847 thousand. In year-end 2021 cash and cash equivalents of continuing operations totalled EUR 17,697 thousand and cash and cash equivalents classified as assets held for sale totalled EUR 28 thousand.

# Consolidated statement of changes in equity

1,000 EUR	Note	Share capital	Share premium reserve	Other reserves	Hybrid bond	Translation differences	Retained earnings	Total
<b>Equity January 1, 2022</b>		<b>17,692</b>	<b>4,351</b>	<b>16,474</b>	<b>20,000</b>	<b>-24,786</b>	<b>95,658</b>	<b>129,389</b>
<b>Comprehensive income</b>								
Profit for the period							20,687	20,687
Other comprehensive income, net of taxes								
Translation differences				-2		-1,209		-1,211
<b>Total comprehensive income</b>				<b>-2</b>		<b>-1,209</b>	<b>20,687</b>	<b>19,476</b>
<b>Transactions with owners</b>								
Dividend distribution							-14,109	-14,109
Hybrid bond	2.6				10,000			10,000
Hybrid bond interest and transaction costs	2.6						-2,223	-2,223
Share-based incentive plan							1,152	1,152
<b>Total transactions with owners</b>					<b>10,000</b>		<b>-15,180</b>	<b>-5,180</b>
<b>Equity December 31, 2022</b>		<b>17,692</b>	<b>4,351</b>	<b>16,472</b>	<b>30,000</b>	<b>-25,995</b>	<b>101,165</b>	<b>143,685</b>
<b>Equity January 1, 2021</b>								
		<b>17,692</b>	<b>4,351</b>	<b>16,475</b>	<b>20,000</b>	<b>-26,961</b>	<b>81,940</b>	<b>113,497</b>
<b>Comprehensive income</b>								
Profit for the period							25,283	25,283
Other comprehensive income, net of taxes								
Translation differences				-1		2,175		2,174
<b>Total comprehensive income</b>				<b>-1</b>		<b>2,175</b>	<b>25,283</b>	<b>27,457</b>
<b>Transactions with owners</b>								
Dividend distribution							-10,940	-10,940
Hybrid bond interest	2.6						-1,750	-1,750
Share-based incentive plan							1,125	1,125
<b>Total transactions with owners</b>							<b>-11,565</b>	<b>-11,565</b>
<b>Equity December 31, 2021</b>		<b>17,692</b>	<b>4,351</b>	<b>16,474</b>	<b>20,000</b>	<b>-24,786</b>	<b>95,658</b>	<b>129,389</b>

# Notes to the consolidated financial statements

## 1 ASPO DEVELOPS BUSINESSES RESPONSIBLY IN THE LONG TERM

### STRUCTURE OF THE FINANCIAL STATEMENTS

Aspo's consolidated financial statements are divided into five sections. This section (Aspo develops businesses responsibly in the long term) provides information about Aspo, its tasks and purpose, as well as the Group structure, including acquisitions and divestments.

This section also describes the accounting principles of the financial statements and summarizes the changes in them during 2022. The accounting principles as well as the accounting estimates and management's judgement are presented in the notes with the related financial statements line item. The financial statements have been divided into themes and grouped so that they highlight, first and in the best possible manner, factors that are the most significant for Aspo and present Aspo Group's operations and special characteristics in structured format.

#### ACCOUNTING PRINCIPLES

Accounting principles are presented as part of the note to which they relate to. Accounting principles are marked with gray background color in each note.

#### ESTIMATES AND MANAGEMENT'S JUDGEMENT

The estimates and management's judgement are presented as part of the note in which the estimated financial statements item in question is discussed. Estimates and management's judgement are marked with white background color in each note.

### INFORMATION OF THE COMPANY AND OF THE FINANCIAL STATEMENTS

Aspo creates value by owning and developing its businesses responsibly in the long term.

Aspo aims to achieve sustainable long-term growth by re-investing earned profits in profitable investment objects and by taking steps towards a compounder profile. Aspo enables growth for the businesses it owns and aims to improve their profitability and earnings by developing them and ensuring steady cash flows. The goal is to take on an even more active role in mergers, acquisitions, and other restructuring activities as well as in growth investments in the owned businesses. Aspo focuses especially on B-to-B industrial services, and its key clusters include logistics and trade.

Aspo Group's core purpose is to contribute to the development of the financial results of the businesses it owns, increase the shareholder value, and maintain the dividend payment ability that is expected from it.

The Group's parent company is Aspo Plc and its Business ID is 1547798-7. Aspo Plc is a Finnish public Corporation, and its shares are listed on Nasdaq Helsinki Ltd. The parent company is domiciled in Helsinki, and its registered address is Mikonkatu 13 A, FI-00100 Helsinki, Finland, where also a copy of the consolidated financial statements is available.

In its meeting on February 15, 2023, Aspo Plc's Board of Directors approved these consolidated financial statements for issue. Pursuant to the Finnish Companies Act, the shareholders decide of the adoption of the consolidated financial statements at the Annual Shareholders' Meeting.

**BASIS OF PREPARATION**

Aspo Plc's consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, and by applying the standards and interpretations valid on December 31, 2022. The notes to the consolidated financial statements also comply with Finnish Accounting Standards and company law.

All figures in the consolidated financial statements are presented in thousands of euros and are based on the original cost of transactions unless otherwise stated in the accounting principles. Figures from the comparative period 2021 are presented in brackets.

**CHANGES IN ACCOUNTING PRINCIPLES IN 2022**

There were no changes in the accounting principles of Aspo in 2022.

**ACCOUNTING ESTIMATES AND MANAGEMENT'S JUDGEMENT**

Management exercises judgement when applying the accounting principles. In addition, accounting estimates are used in the preparation of the financial statements. Changes in the factors that form the basis of the estimates may cause that the final outcome significantly deviates from the estimates used when preparing the consolidated financial statements.

The table below provides an overview of the areas involving a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted if estimates and assumptions turn out to

be incorrect. Detailed information about each of these estimates and management's judgement is included in the notes of each affected financial statement line item together with information about the basis of preparation.

In 2022, the estimates were affected by Russia's invasion of Ukraine, which also had a significant impact on Aspo Group's operations and the measurement of its assets, especially regarding companies classified as held for sale, but also for example regarding accounts receivable in Ukraine.

**SIGNIFICANT ESTIMATES AND DECISIONS BASED ON JUDGEMENT**

Item	Estimate	Judgement	Note
Disposal groups held for sale	Valuation of eastern operations classified as held for sale	Yes	1.3
Lease liabilities and leased assets	Determination of the lease term and determination of the lease component for time-chartered vessels	Yes	2.5
Tangible and intangible assets	Determination of the useful life, residual value and fair value in business combinations	Yes	4.1, 4.2
Goodwill and brands	Assumptions made in the value in use calculations	No	4.3
Inventories	Valuation of inventories	Yes	4.4
Accounts receivable	Valuation of accounts receivable	Yes	4.5
Deferred tax assets	Recognition and recoverability of deferred tax asset	No	4.8

## 1.1 Group structure



Aspo's businesses – ESL Shipping, Telko and Leipurin – are strong corporate brands in the trade and logistics sectors, and they aim for the leading position in their respective markets. They are responsible for their own operations and customer relationships, as well as for developing these. Kauko operating segment is reported as a discontinued operation in accordance with IFRS 5 standard. Kauko Ltd was sold in October 2022 and its subsidiary Kauko GmbH is being dissolved. In 2022, the Group's main market areas were still Finland, Scandinavia, the Baltic countries and eastern markets (Russia, other CIS countries and Ukraine). Due to Russia's invasion of Ukraine, Aspo will, however, divest its operations in Russia and Belarus. Aspo has a 100% ownership in all its subsidiaries.

### GROUP COMPANIES



Company	Domicile
Aspo Plc, parent company	FI
Aspo Services Ltd	FI
Suhi-Suomalainen Hiili Oy	FI
Kauko GmbH	DE

Company	Domicile
<b>ESL Shipping</b>	
ESL Shipping Ltd	FI
Oy AtoBatC Shipping Ab	FI
Oy Bomanship Ab	FI
AtoBatC Shipping AB	SE
Bothnia Bulk AB	SE
Norra Skeppnings Gruppen AB	SE
ESL Shipping Russia LLC	RU
AtoBatC Shipping Cyprus Ltd	CY



Company	Domicile
<b>Telko</b>	
Telko Ltd	FI
Rauma Terminal Services Oy	FI
Oy Troili Ab	FI
Telko Sweden AB	SE
Telko Norway AS	NO
Telko Denmark A/S	DK
Telko Estonia OÜ	EE
Telko Latvia SIA	LV
Telko UAB	LT
Telko-Poland Sp. z o.o.	PL
OOO Telko	RU
FLLC Telko	BY
LLC Telko	UA
Telko Caucasus LLC	AZ
LLC Telko Central Asia	KZ
Telko Solution LLC	UZ
Telko Romania SRL	RO
Telko Shanghai Ltd.	CN
Telko Middle East Co.	IR



Company	Domicile
<b>Leipurin</b>	
Leipurin Plc	FI
Leipurien Tukku Oy	FI
LT HC One Oy	FI
LT HC Two Oy	FI
Kobia AB	SE
Leipurin Estonia AS	EE
SIA Leipurin	LV
UAB Leipurin	LT
OOO Leipurien Tukku	RU
OOO NPK Leipurin	RU
FLLC Leipurin	BY
LLC Leipurin	UA
TOO Leipurin	KZ

### ASSOCIATED COMPANIES

Aspo Group has two associated companies, Auriga KG and Norma KG. More information about the associated companies can be found in Note 3.3 Associated companies.

**CONSOLIDATION**

The consolidated financial statements include the parent company Aspo Plc and all its subsidiaries. Subsidiaries are entities over which the Group has control. Subsidiaries are fully consolidated from the date on which control is transferred to the Group and deconsolidated from the date that control ceases.

Associates are entities in which the Group has 20–50 percentage of the voting rights and at least a 20-percentage shareholding, or over which the Group otherwise has significant influence.

Intra-group transactions, receivables and liabilities and intra-group profit distribution have been eliminated when preparing the consolidated financial statements. In addition, unrealized gains on transactions within the Group are eliminated. Unrealized gains on transactions between the Group and its associates are eliminated in proportion to the Group's ownership share.

**FOREIGN SUBSIDIARIES**

The results and financial position of Group entities are measured in the primary currency of the unit's economic environment ("functional currency"). The consolidated financial statements are presented in euro, which is the parent company's functional and presentation currency.

In the consolidated financial statements, the income statements of foreign subsidiaries are translated into euro by using the average exchange rates of the financial year. Balance sheet items are translated into euro by using the exchange rates at the reporting date. Translation differences are presented as a separate item under equity. When an interest in a subsidiary is divested in its entirety or partially so that control is lost, the accumulated translation differences are reclassified to the statement of comprehensive income as part of the sales gain or loss.

## 1.2 Acquisitions

### ACQUISITIONS

#### Acquisitions in 2022

##### Acquisition of Kobia AB

Leipurin acquired the entire share capital of the Swedish distributor in the bakery industry Kobia AB from the Swedish Abdon Group on September 1, 2022. The acquisition expands Leipurin's geographical presence in the Northern European market and strengthens its position as a leading player in the Baltic Sea region. The new entity provides suppliers with a compelling gateway to the region's market. Customers in the bakery and food industry will benefit from a strong partner in the global raw material market. Kobia AB forms Leipurin's new business unit Sweden. In 2021, Kobia's net sales amounted to approximately EUR 50 million and its operating profit rate was approximately 3%. The acquisition of Kobia AB included also the properties owned by Kobia. Aspo actively explores options to sell and lease back the properties. The potential transactions are significantly affected by market conditions.

The acquisition consideration of Kobia AB was EUR 15.7 million and it was paid fully in cash in 2022. The assets and liabilities of the acquired company were measured at fair value on the acquisition date. A fair value allocation of EUR 9.7 million was made on the properties, a fair value allocation of EUR 0.4 million was made on the intangible assets based on customer relationships, and the fair value adjustment relating to inventories was EUR 0.5 million. The deferred tax liability arising from the fair value adjustments was EUR 2.2 million. The carrying amount of the other acquired assets and liabilities were deemed to correspond to their fair values. A goodwill balance of EUR 0.1 million resulted from the acquisition. The acquisition-related costs of approximately EUR 1.0 million were recognized in the Leipurin segment's other operating expenses.

##### Acquisition of Johan Steenks

Telko completed the acquisition of the business operations of the Norwegian company Johan Steenks AS on October 3, 2022. Johan Steenks is a distributor of technical plastic raw materials and additives for plastics, and it has an established customer base in the Norwegian markets and a number of well-known principals. The company's annual net sales are approximately EUR 5 million. The acquisition had no significant impact on Telko's net sales or results in year 2022. The acquisition consideration was approximately EUR 2.0 million, of which EUR 0.7 million were allocated to inventories and the remaining EUR 1.3 million were recognized as an increase in goodwill. The cash flow from the acquisition in 2022 was EUR -1.9 million.

### ACQUISITION CALCULATION OF KOBIA

1,000 EUR	2022
<b>Consideration</b>	
Paid in cash	15,708
<b>Total consideration</b>	<b>15,708</b>
<b>Recognized amounts of identifiable assets acquired and liabilities assumed</b>	
	<b>Fair value</b>
Intangible assets	806
Tangible assets	13,579
Leased assets	295
Inventories	4,822
Accounts receivable and other receivables	4,958
Cash and cash equivalents	7
<b>Total assets</b>	<b>24,467</b>
Interest-bearing liabilities	1,245
Accounts payable and other liabilities	5,328
Deferred tax liabilities	2,280
<b>Total liabilities</b>	<b>8,853</b>
<b>Net assets acquired</b>	<b>15,614</b>
<b>Goodwill</b>	94
<b>Total</b>	<b>15,708</b>
Acquisition-related costs	1,043

### Acquisitions in 2021

Telko strengthened its position in the Baltic lubricant market by acquiring all shares in the Estonian company Mentum AS on December 31, 2021. The company had branches in Latvia and Lithuania. In 2021, the net sales of Mentum were EUR 9.4 million, and its profit before taxes was EUR 0.2 million. Aspo's consolidated financial statements for 2021 included only the acquired company's balance sheet items, and no profit and loss items, as the acquisition took place on the last day of the year.

The acquisition consideration was EUR 1.5 million and it was paid in full in cash. EUR 1.1 million of the consideration was paid on the last day of 2021 and the rest EUR 0.4 million was paid during year 2022. The assets and liabilities of the acquired company were measured at fair value at the acquisition date. An adjustment to fair value of EUR 0.2 million was made to intangible assets based on principal agreements, and a minor adjustment to fair value was made to inventory value. The carrying amount of other acquired assets and liabilities were deemed to correspond to their fair values. No goodwill resulted from the acquisition. The acquisition-related costs of EUR 0.1 million were recognized in the Telko segment's other operating expenses.

### ACQUISITION CALCULATION OF MENTUM

1,000 EUR	2021
<b>Consideration</b>	
Paid in cash	1,466
<b>Total consideration</b>	<b>1,466</b>
<b>Recognized amounts of identifiable assets acquired and liabilities assumed</b>	
	<b>Fair value</b>
Intangible and tangible assets	229
Leased assets	163
Inventories	2,664
Accounts receivable and other receivables	807
<b>Total assets</b>	<b>3,863</b>
Lease liabilities	163
Accounts payable and other liabilities	2,234
<b>Total liabilities</b>	<b>2,397</b>
<b>Net assets acquired</b>	<b>1,466</b>
Acquisition-related costs	123

### OTHER RESTRUCTURING

#### Financial year 2022

In the ESL Shipping segment, the operations of Norra Skeppnings Gruppen AB were divested on December 1, 2022.

In the Telko segment Mentum AS was merged into its parent company Telko Estonia OÜ. Before the merger, Mentum's branches in Latvia and Lithuania were sold through intragroup transactions to Telko UAB in Lithuania and Telko SIA in Latvia.

Leipurin Plc sold Vulganus Oy to KÖNIG Maschinen GmbH on June 30, 2022. In addition, Leipurin Plc acquired two dormant companies LT HC One Oy and LT HC Two Oy for the purposes of corporate restructuring in eastern markets.

Kauko Oy was sold to Finnish Signal Partners Oy on October 31, 2022. Kauko GmbH is in the process of being dissolved, and its operations have been discontinued.

#### Financial year 2021

In the ESL Shipping segment, AtoBatC Holding AB was merged into its sister company AtoBatC Shipping AB. Bomanship Europe Unipessoal Lda in Portugal was discontinued, and new companies, AtoBatC Shipping Cyprus Ltd in Cyprus and ESL Shipping Russia LLC in Russia, were established.

In the Telko segment ILS Nordic AB and Autolubes Nordic AB were merged into their sister company Telko Sweden AB. In addition, the operations of Telko in Azerbaijan were discontinued.

### BUSINESS COMBINATIONS

The acquisition method of accounting is used to account for business combinations. The consideration and the acquired company's assets and liabilities are measured at fair value at the acquisition date. Acquisition-related costs are recognized as expenses. Any contingent consideration is measured at fair value at the acquisition date and classified either as a liability or

equity. A contingent consideration classified as a liability is measured at fair value at each consequent reporting date, and the resulting gain or loss is recognized in profit and loss. The contingent consideration classified as equity is not re-measured. The amount by which the consideration exceeds the net fair value of the acquired identifiable assets, liabilities and contingent liabilities is recognized as goodwill.

## 1.3 Discontinued operations and divestments

On October 17, Telko signed a binding preliminary agreement on selling all shares in its subsidiary in Russia, to GK Himik, a Russian industrial company. The sales price is approximately EUR 9.5 million. The transaction still needs to be approved by the Russian authorities. Telko's company in Russia has been classified as held for sale since October 2022 when the preliminary agreement on the sale was signed. Telko's company in Belarus has been classified as held for sale since December 2022 when the agreement on the sale was signed with the company's acting management.

Leipurin's companies in Russia, Belarus and Kazakhstan have been classified as held for sale since December 31, 2022. A binding preliminary agreement on their sale was signed on January 17, 2023 with Timur Akhiyarov, a Russian-born private investor. The sales price is approximately EUR 8.4 million. The transaction still needs to be approved by the local authorities.

The Kauko operating segment and Vulganus Oy, part of the Leipurin segment, were defined as non-core businesses for Aspo and classified as held for sale in December 2021.

- The Kauko operating segment has been classified as a discontinued operation in accordance with the IFRS 5 standard, and its results and balance sheet items are reported separately from the figures of Aspo Group's continuing operations. Kauko Oy was sold to Signal Partners Oy on October 31, 2022.
- Vulganus Oy, a manufacturer specializing in freezing and cooling machines, was sold to KÖNIG Maschinen GmbH, the leading manufacturer of bakery machines in Austria, on June 30, 2022. The results of Vulganus, including the divestment loss of EUR -0.4 million, are reported as part of the Leipurin segment's figures and Aspo Group's continuing operations.

### DISCONTINUED OPERATION

The Kauko operating segment was classified as a discontinued operation in December 2021 as it was no longer part of Aspo's core businesses, and, over the years, it had become fairly small in size compared to Aspo's other businesses. Kauko is a specialist in applications, devices and services for demanding work environments in mobile knowledge work. Kauko Oy was sold to Signal Partners Oy on October 31, 2022 and its subsidiary Kauko GmbH is being dissolved.

### PROFIT FROM DISCONTINUED OPERATIONS

1,000 EUR	2022	2021
Net sales and other operating income	9,244	13,124
Materials and services	-6,918	-9,610
Employee benefit expenses	-1,518	-1,698
Depreciation, amortization and impairment losses	-1,256	-3,477
Depreciation, leased assets		-115
Other operating expenses	-2,278	-1,240
<b>Operating profit</b>	<b>-2,726</b>	-3,016
Financial income and expenses	-10	-10
<b>Profit before taxes</b>	<b>-2,736</b>	-3,026
Income taxes	-76	-6
<b>Result for the period</b>	<b>-2,812</b>	-3,032

Profit from discontinued operations includes the income and expenses of Kauko operating segment, insofar as they are considered to transfer outside Aspo Group in conjunction with the divestment. Therefore, the profit from discontinued operations does not include all internal administrative charges of Aspo Group allocated to Kauko operating segment. As a result, the profit from discontinued operations is EUR 0.3 (0.4) million higher than the Kauko operating segment's profit. An impairment loss of EUR -1.3 million was recognized on Kauko's goodwill in June 2022 when it became obvious that the fair value of Kauko operating segment is lower than its carrying value.

The sales loss recognized in conjunction with sale of Kauko Oy's shares was EUR -1.2 million, and it is presented in the table above as part of other operating expenses. In 2021, an impairment loss of EUR -3.4 million was recognized on Kauko's goodwill, constituting the majority of the loss of the discontinued operations in the comparative period. More information about goodwill impairment testing is available in Note 4.3 Goodwill impairment testing

## NET CASH FLOWS OF DISCONTINUED OPERATIONS

1,000 EUR	2022	2021
Net cash inflow from operating activities	-561	432
Net cash inflow/outflow( ) from investing activities	-994	-7
Net cash inflow/outflow( ) from financing activities	-1,588	-1,623
<b>Net change in cash generated by the discontinued operation</b>	<b>-3,143</b>	-1,198

Net cash flows of discontinued operations consist of discontinued operations' share of Aspo Group's cash flows. The cash flow from the divestment of Kauko Oy in 2022 was EUR -1.0 million, and it is included in the cash flow used in investing activities. The costs to sell of EUR -0.4 million are included in the cash flow used in operating activities. The cash flow used in financing activities mainly consists of repayment of an interest-bearing pension loan and payment of lease liabilities.

## DISPOSAL GROUPS CLASSIFIED AS HELD FOR SALE

During the reporting period, Telko's companies in Russia and Belarus, and Leipurin's companies in Russia, Belarus and Kazakhstan (hereinafter "eastern operations held for sale") were classified as disposal groups held for sale.

In connection with the classification as held for sale, the net assets of the eastern operations held for sale were recognized at fair value less cost to sell, being lower than the carrying amount for each company. Part of each operating segment's goodwill was also allocated to the companies in proportion to the fair values. In conjunction with the classification as held for sale, impairment losses were recognized on the companies' net assets and goodwill. The results and recognized impairment losses of the eastern operations held for sale are reported as part of the figures of Telko and Leipurin segments and Aspo Group's continuing operations.

## IMPAIRMENT LOSSES RECOGNIZED IN PROFIT AND LOSS IN 2022

1,000 EUR	Telko	Leipurin	Total
Impairment losses, tangible and intangible assets	594	1,074	1,668
Impairment losses, leased assets	789	94	883
Materials and services	4,834	2,385	7,219
Other operating expenses	3,120	1,394	4,514
Income taxes	22	234	256
<b>Total</b>	<b>9,359</b>	<b>5,181</b>	<b>14,540</b>

## IMPAIRMENT LOSSES IN BALANCE SHEET IN 2022

1,000 EUR	Telko	Leipurin	Total
Goodwill	389	979	1,368
Intangible assets		3	3
Tangible assets	205	92	297
Leased assets	789	94	883
Deferred tax assets	22	234	256
Inventories	4,834	2,385	7,219
Accounts receivable	135	1,323	1,458
Other receivables	970	69	1,039
Cash and cash equivalents	2,015	2	2,017
<b>Total</b>	<b>9,359</b>	<b>5,181</b>	<b>14,540</b>

The impairment losses recognized on the assets of the eastern operations held for sale were mainly allocated to inventories, accounts receivable, and cash and cash equivalents. In addition, impairment losses were recognized on goodwill, determined in proportion to the fair values of the companies and the segment.

## ASSETS AND LIABILITIES CLASSIFIED AS HELD FOR SALE

1,000 EUR	2022	2021
Assets of discontinued operations		5,443
Other assets held for sale	<b>12,414</b>	2,930
<b>Assets classified as held for sale, total</b>	<b>12,414</b>	8,373
Liabilities of discontinued operations		4,863
Liabilities directly associated with assets classified as held for sale	<b>3,907</b>	1,907
<b>Liabilities directly associated with assets classified as held for sale, total</b>	<b>3,907</b>	6,770

In 2022, assets and liabilities classified as held for sale included the assets and liabilities of the eastern operations held for sale. In Telko segment the assets held for sale were EUR 8.4 million and liabilities EUR 2.7 million. In the Leipurin segment, the assets held for sale were EUR 4.0 million and liabilities EUR 1.2 million. In the Telko segment, the assets classified as held for sale consist of cash and cash equivalents. Also in the Leipurin segment, the majority of the assets classified as held for sale consist of cash and cash equivalents. Telko Russia was classified as held for sale on October 31, 2022, and the other eastern operations held for sale on December 31, 2022. The recognition of depreciation and amortization expense ended at the time of the classification as held for sale.

In 2021, assets and liabilities of discontinued operations included the figures of the Kauko operating segment. The other assets held for sale at the end of 2021 consisted of Vulganus Oy's assets and liabilities. The assets and liabilities of Kauko operating segment and Vulganus Oy classified as held for sale in 2021, were measured at their carrying amount. The recognition of depreciation and amortization expense ended on December 1, 2021, for Kauko and Vulganus when they were classified as held for sale. The depreciation and amortization expense was recognized as part of sales losses in conjunction with the divestment of the companies.

On the balance sheet, the assets and liabilities of the companies held for sale are reported under "Assets held for sale" and liabilities under "Liabilities directly associated with assets classified as held for sale". The reporting of balance sheet items on separate rows starts at the time of classification, therefore the figures of the comparative period have not been restated. The classification includes the share of the assets and liabilities of Aspo Group that belong to the companies held for sale, excluding internal assets and liabilities that have been eliminated in consolidation.

### DISCONTINUED OPERATIONS AND DISPOSAL GROUPS CLASSIFIED AS HELD FOR SALE

Aspo has classified Telko's companies in Russia and Belarus and Leipurin's companies in Russia, Belarus and Kazakhstan as being held for sale. Regarding the sale of Telko's companies, the sales agreements have already been signed, so their classification as held for sale clearly meets the criteria in IFRS 5 standard. For Leipurin the classification as held for sale required management judgement as there was no signed sales agreement at the reporting date. However, the management estimated that the realization of the sale is very likely also for Leipurin's companies, based on which the classification as held for sale was made according to the criteria of the IFRS 5 standard.

In connection with the classification as held for sale, the net assets of Telko's and Leipurin's operations classified as held for sale have been valued at fair value less cost to sell, which was lower than the book value

for each company. The fair value has been determined as the price according to the signed sales agreement or the received offer, or half of the company's net asset value, if it is lower. According to management's assessment, the price in the sales agreement is unlikely to be realized in full due to Russia's restrictions, one of which is related to the fact that the sale price cannot exceed half of the company's net assets. According to the management, there is also uncertainty related to the repatriation of the sales prices, because money traffic, especially from Russia, is strictly regulated and controlled. However, according to management's assessment, the money will be received from the sale, and everything needed will be done to get it as quickly as possible. The repatriation of the money is accompanied by a fee imposed by the Russian government, which corresponds to ten percent of the sales price, and it has been deducted from the fair value of the companies together with other estimated costs to sell.

### DISCONTINUED OPERATIONS AND DISPOSAL GROUPS CLASSIFIED AS HELD FOR SALE

Non-current assets or disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

The assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet. Non-current assets are not depreciated or amortized while they are

classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognized.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale, that represents a separate major line of business or geographical area of operations, and that is part of a single co-ordinated plan to dispose of such a line of business or area of operations. The results of discontinued operations are presented separately in the consolidated statement of comprehensive income. The comparative period's figures in the consolidated statement of comprehensive income are restated.

## 2 CAPITAL STRUCTURE

Aspo's definition of capital includes all equity items, including the hybrid bond. The objective of the Group is to achieve a capital structure, with which Aspo Group can ensure the operational framework for short- and long-term operations, and a sufficient return on equity. The main factors affecting the capital structure are potential restructuring activities, Aspo Plc's dividend policy, the vessel investments of ESL Shipping and the profitability of the subsidiaries' business operations.

### CAPITAL MANAGEMENT

Capital is managed by monitoring the key figures for indebtedness and solvency (gearing and equity ratio) and by adjusting the components of capital in a way that targets relating to the key figures are met. In addition to Aspo's own targets, certain liability items include external requirements for the levels of capital. They are monitored and reported to Aspo's management, and the providers of the loans concerned. The solvency of the subsidiaries is monitored, and capital is transferred within the Group as permitted by regulations.

### ASPO'S CAPITAL

1,000 EUR	2022	2021
<b>Total equity</b>	<b>143,685</b>	129,389
Loans and overdraft facilities	<b>172,126</b>	163,846
Lease liabilities	<b>16,287</b>	21,280
Liabilities held for sale and other liabilities	<b>854</b>	2,162
<b>Interest-bearing liabilities, total</b>	<b>189,267</b>	187,288
<b>Equity and interest-bearing liabilities, total</b>	<b>332,952</b>	316,677
Interest-bearing liabilities, total	<b>189,267</b>	187,288
- Cash and cash equivalents	<b>21,727</b>	17,697
- Cash and cash equivalents held for sale	<b>11,847</b>	28
<b>Net debt</b>	<b>155,693</b>	169,563
<b>Gearing, %</b>	<b>108.4%</b>	131.0%
Total equity	<b>143,685</b>	129,389
Equity and liabilities, total	<b>415,910</b>	406,310
Advances received	<b>1,481</b>	1,695
<b>Equity ratio, %</b>	<b>34.7%</b>	32.0%

Net interest-bearing debt decreased to EUR 155.7 (169.6) million and gearing fell to 108.4% (131.0%). The Group's equity ratio at the end of the year was 34.7% (32.0%). The balance sheet strengthened as a result of improved profitability and the new hybrid bond issued in June. Net debt is calculated by deducting cash and cash equivalents from interest bearing liabilities. Calculation principles for key figures are presented on the last page of the Management report.

### CASH FLOWS

The Group's net cash flow from operating activities was EUR 67.7 (44.0) million. The impact of the change in working capital on cash flow during the year was EUR -6.7 (-22.0) million. The increase in working capital mainly comes from the advance payments for the vessels to be built in the ESL Shipping segment's vessel pool and the customer receivables accumulated through high sales at the end of the year. This was partly compensated by the Telko segment's working capital, which improved towards the year end.

The free cash flow is an important indicator for Aspo, as it represents cash flows generated from business operations after investments. Therefore, the free cash flow has an impact on the Group's debt repayment and dividend distribution abilities, as well as liquidity.

### FREE CASH FLOW

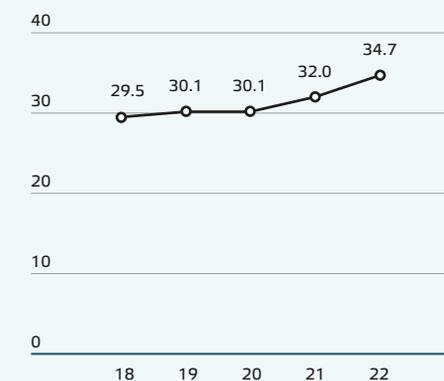
1,000 EUR	2022	2021
Net cash from operating activities	<b>67,671</b>	43,998
Net cash used in investing activities	<b>-33,296</b>	-16,504
<b>Free cash flow</b>	<b>34,375</b>	27,494

The free cash flow was EUR 34.4 (27.5) million. The investments of EUR 17.8 (15.9) million mainly included the ESL Shipping segment's dockages and Green Coaster advance payments. In addition, the cash flow from investing activities includes EUR -17.9 million cash outflow on the acquisitions of Kobia, Mentum and Johan Steenks and a total of EUR 2.8 million in cash inflow from the sale of the vessel Espa and Vulcanus Oy as the most significant items.

### GEARING, %



### EQUITY RATIO, %



## 2.1 Financial assets and liabilities

### FINANCIAL ASSETS AND LIABILITIES

1,000 EUR	Note	2022	2021
<b>Financial assets</b>			
Measured at amortized cost			
Loan receivables		454	72
Accounts receivable and other receivables*		47,279	58,911
Cash and cash equivalents	2.2	21,727	17,697
Measured at fair value through profit and loss			
Other financial assets		128	147
<b>Financial assets, total</b>		<b>69,588</b>	76,827
<b>Financial liabilities</b>			
Measured at amortized cost			
Loans and overdraft facilities	2.3	172,126	163,846
Accounts payable and other liabilities*		42,951	52,049
Lease liabilities	2.5	16,287	21,280
<b>Financial liabilities, total</b>		<b>231,364</b>	237,175

\*Comprises financial assets or financial liabilities included in the corresponding balance sheet item.

The Group's exposure to risks relating to financial instruments is described in Note 5.1 Financial risks and the management of financial risks. The maximum exposure for credit risk at the end of the financial year is the carrying amount of each class of financial asset.

### FINANCIAL ASSETS

Aspo classifies its financial assets based on its business model as follows: 1) measured at amortized cost, and 2) measured at fair value through profit and loss.

Accounts receivable and other receivables, as well as cash and cash equivalents, recognized at amortized cost are initially measured at fair value and subsequently at amortized cost. They are classified as current when they fall due within twelve months after the end of the reporting period. Cash and cash equivalents are always classified as current. The expected credit loss model applied for accounts receivable is described in Note 4.5 Accounts receivable and other receivables. This group includes loan receivables, whose cash flows consist of the payment of capital and interest, and that are planned to be held until the date of maturity. Loan receivables are recognized at amortized cost using the effective interest rate method. Transaction costs are included in the original acquisition cost. Credit loss risks associated with loan receivables are assessed on a customer-specific basis and, if required, the expected credit loss is considered when measuring receivables over the next 12 months or when the credit loss risk increases throughout the contractual period.

Financial assets measured at fair value through profit and loss include other non-current financial assets which include investments in unlisted shares. As no reliable market value is available, other non-current financial assets are measured at acquisition cost less any impairment losses.

Financial assets are derecognized when the Group has lost the contractual right to cash flows, or when

it has materially moved risks and rewards outside the Group.

### FINANCIAL LIABILITIES

Aspo classifies its financial liabilities as follows: 1) measured at amortized cost, and 2) measured at fair value through other comprehensive income. In addition, the financial liabilities include lease liabilities, the accounting principles of which are described in Note 2.5 Leases.

Bank, pension, and bond loans recognized at amortized cost, as well as overdraft facilities in use, are initially recognized at fair value, net of transaction costs, after which they are measured at amortized cost using the effective interest rate method. The difference between the withdrawn amount net of transaction costs and the paid amount is recognized in the income statement during the estimated loan maturity period. The fair values of loans do not materially differ from their carrying amounts, because their interest rate is close to the market rate. The carrying amounts of accounts payable and other liabilities are expected to correspond to their fair values due to the short-term nature of these items. Aspo classifies the liability as non-current unless it falls due within a year.

Financial liabilities measured at fair value through other comprehensive income include derivatives in hedge accounting. They are measured at fair value through other comprehensive income. In year 2022 or 2021, there were no derivatives in hedge accounting in the Group.

### FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

The Group classifies the determination methods of the fair values of financial assets and liabilities based on the fair value hierarchy. Financial assets and liabilities recognized at amortized cost are at level 2 in the hierarchy. Their fair values do not significantly differ from their carrying amount. The fair values of non-current loans have been calculated by discounting future cash flows and by considering Aspo's credit margin. Other non-current financial assets recognized at fair value through profit and loss are at level 3 in the hierarchy. Derivatives recognized at fair value through other comprehensive income are interest rate swaps, and they are at level 2 in the fair value hierarchy.

#### FAIR VALUE HIERARCHY

Preparing the consolidated financial statements requires the measurement of fair values, for both financial and non-financial assets and liabilities. Group classifies the fair value measurement hierarchy as follows:

Level 1: The fair values of financial instruments are based on quoted prices on active markets. A market may be considered active when quoted prices are available on a regular basis and the prices represent the instrument's actual value in liquid trading.

Level 2: The financial instruments are not traded on active and liquid markets. The value of the financial instrument can be determined on verifiable market information and possibly partially based on derived determination of value. If the factors influencing the instrument's fair value are nevertheless available and verifiable, the instrument belongs to level 2.

Level 3: The valuation of the financial instrument is not based on verifiable market information. Nor are other factors that affect the instrument's fair value available or verifiable.

## 2.2 Cash and cash equivalents

### CASH AND CASH EQUIVALENTS AND UNUTILIZED COMMITTED REVOLVING CREDIT FACILITIES

1,000 EUR	2022	2021
Cash and cash equivalents	21,727	17,697
Revolving credit facilities	40,000	40,000
<b>Total</b>	<b>61,727</b>	57,697

Cash and cash equivalents include cash funds, bank deposits and other highly liquid investments of no more than three months. At the end of the financial year, the Group's cash and cash equivalents were EUR 21.7 (17.7) million. In addition, the Group has EUR 11,8 million of cash and cash equivalents classified as held for sale, for further information refer to Note 1.3 Discontinued operations and divestments. Committed revolving credit facilities, totaling EUR 40 million, were fully unused, as in the comparative period.

#### RESTRICTED CASH AND CASH EQUIVALENTS

In Russia, Aspo Group has EUR 13.5 million in cash and cash equivalents, the use of which is strictly restricted by the Russian Government and controlled by banks. The value of these cash and cash equivalents in the Group is EUR 11.5 million, as an impairment loss of EUR 2.0 million was recognized on the cash and cash equivalents in conjunction with the classification of the companies in Russia as held for sale. Cash and cash equivalents in Russia are presented under assets held for sale on the balance sheet. It was still possible to pay dividends and make commercial payments during the year 2022 but to a limited extent. According to our understanding, the sales prices of the eastern operations held for sale can be transferred in conjunction with their sale. However, there is a risk that the Group does not have access to the cash and cash equivalents in full in Russia, which is why they must be considered restricted cash and cash equivalents in accordance with IAS 7 standard.

## 2.3 Loans

### LOANS AND OVERDRAFT FACILITIES IN USE

1,000 EUR	2022	2021
<b>Non-current</b>		
Loans	<b>138,400</b>	126,567
Bonds	<b>14,954</b>	14,928
Overdraft facilities in use	<b>947</b>	886
	<b>154,301</b>	142,381
<b>Current</b>		
Loans	<b>17,825</b>	20,670
Overdraft facilities in use		795
	<b>17,825</b>	21,465
<b>Total</b>		
Loans	<b>156,225</b>	147,237
Bonds	<b>14,954</b>	14,928
Overdraft facilities in use	<b>947</b>	1,681
<b>Total</b>	<b>172,126</b>	163,846

AtoBatC Shipping signed an EUR 32.2 million loan agreement with Svenska Skeppshypotek. The loan's maturity is 15 years. The loan will be withdrawn in parts in line with the financing need for the construction of Green Coasters and it has not yet been withdrawn at the end of 2022. In June, a ten-year loan agreement of EUR 20 million was signed with the Nordic Investment Bank, of which EUR 19.6 million have been withdrawn. These loans provide funding for ESL Shipping's investment in a series of six new highly energy-efficient electric hybrid vessels.

Aspo continued to extend its maturity structure for interest-bearing loans during the reporting period and restructured a bilateral bank loan of EUR 20 million, about to mature in 2023, with a new bilateral revolving credit facility which will mature in 2025. The loan agreement also includes two options for a one-year extension.

In 2021, Aspo Plc refinanced a bilateral bank loan of EUR 15 million, about to mature in 2022, with a new loan agreement maturing in 2025. The agreement also includes a one-year extension option. In addition, the company repaid an EUR 11 million private placement bond issued in 2015 and signed a new bilateral loan agreement of EUR 10 million. The loan period is six years, and the agreement includes a one-year extension option.

On September 25, 2019, Aspo Plc issued a EUR 15 million unsecured private placement bond as part of the group bond of EUR 40 million guaranteed by Garantia Insurance Company. The bond pays fixed interest rate and matures on September 25, 2024.

At the reporting date, Aspo Plc had a EUR 80 million domestic commercial paper program which were fully unused. In the comparative period EUR 5 million were in use.

## 2.4 Maturity

### LIQUIDITY AND REFINANCING RISK

The objective of Aspo Group is to ensure sufficient financing for operations in all situations and market conditions. In accordance with the treasury policy, the sources of financing are diversified among a sufficient number of counterparties and different loan instruments. The appropriate number of committed financing agreements and sufficient maturity ensure Aspo Group's current and near-future financing needs and decrease the refinancing risk relating to financing agreements.

The main financing source of Telko and Leipurin is the cash flow from their operations. ESL Shipping often also requires external financing in conjunction with investments due to the nature of its operations. Liquidity is ensured through cash and cash equivalents, and committed overdraft limits, as well as revolving credit facilities granted by selected cooperation banks. The Group has adopted a Nordic multi-currency cash pool structure, which improves the efficiency of the Group's cash management and centralization of liquid funds.

The maturity structure of loans was balanced, and the Group's refinancing risks were reduced during 2022 and 2021 by means of several bilateral loan arrangements.

Most lease payments fall due within five years and a significant proportion of vessel lease payments fall due in less than a year.

AtoBatC Shipping's EUR 32.2 million loan agreement with Svenska Skeppshypotek is not included in the maturity analysis because the loan has not yet been withdrawn. The final loan repayment date will be in 2038.

In June, Aspo issued a new hybrid bond of EUR 30 million, which is classified as equity. The bond has no maturity, but the company is entitled to redeem it in June 2025 at the earliest.

### MATURITY ANALYSIS

#### 2022

1,000 EUR	Carrying value Dec 31, 2022	Cash flow 2023	2024	2025	2026	2027–
Loans	-171,179	-47,825	-56,100	-32,394	-9,187	-25,719
Overdraft facilities in use	-947	-947				
Accounts payable and other liabilities	-42,951	-42,951				
Lease liabilities	-16,287	-11,962	-2,791	-1,014	-385	-492

#### 2021

1,000 EUR	Carrying value Dec 31, 2021	Cash flow 2022	2023	2024	2025	2026–
Loans	-162,165	-20,670	-37,767	-56,100	-31,100	-16,600
Overdraft facilities in use	-1,681	-1,681				
Accounts payable and other liabilities	-52,049	-52,049				
Lease liabilities	-21,280	-14,613	-4,009	-1,768	-612	-650

## 2.5 Leases

The Group has customary, business related lease contracts, e.g. relating to offices, warehouses, vessels and cars. Part of the office equipment and software is also leased. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease term for vessels is in general approximately one year. Other rental agreement periods are typically less than five years.

The consolidated balance sheet shows the following amounts relating to leases:

### LEASED ASSETS

1,000 EUR	2022	2021
Intangible assets	653	964
Land	765	860
Buildings	3,783	5,655
Machinery and equipment	1,700	1,848
Vessels	8,970	11,414
Other assets		7
<b>Total</b>	<b>15,871</b>	20,748

At the end of the financial year the most significant leased assets were the vessels leased by ESL Shipping, and the office and warehouse premises used by the businesses. Six time-chartered vessels of the smaller vessel category were redelivered to their owners as the charter agreements ended at the end of the year and as the price of an extended charter period became too high. Additions to the leased assets during the financial year were EUR 16.1 (17.1) million.

### LEASE LIABILITIES

1,000 EUR	2022	2021
Non-current	4,559	6,869
Current	11,728	14,411
<b>Total</b>	<b>16,287</b>	21,280

Maturity of lease liabilities is presented in Note 2.4 Maturity.

The consolidated statement of comprehensive income shows the following amounts relating to leases:

### AMOUNTS RECOGNIZED IN PROFIT AND LOSS

1,000 EUR	2022	2021
Depreciation and amortization, leased assets	15,813	13,761
Impairment losses, leased assets	882	
Interest expenses	486	440
Expenses relating to short-term leases	49	150
Expenses relating to leases of low-value assets	219	197
<b>Expenses total</b>	<b>17,449</b>	14,548
Rental income from operating sub-leases	46	33
<b>Rental income total</b>	<b>46</b>	33

Depreciation and amortization of leased assets is presented in Note 3.7 Depreciation, amortization and impairment losses.

The lease payments relating to leased assets amounted to EUR 16.4 (14.0) million, of which EUR 0.5 (0.4) million were interest expenses. The total lease payments, also including the variable lease payments and rents for short-term and low-value asset leases amounted to EUR 17.0 (14.6) million.

At the end of the financial year, the Group was committed mainly to such future lease agreements that are designated to replace existing agreements, and the amount of which do not significantly depart from the agreements currently effective. The lease agreements do not include significant purchase options. Leased assets are not used as security for borrowing purposes.

## ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENT

Lease accounting involves significant management estimates relating to the determination of the lease term and the lease components.

The most significant management judgement regarding the determination of the lease term relates to leased vessels, most of which, have been leased for a period of approximately one year. As a significant portion of the fleet is leased, it is likely that, the same or a similar vessel will be leased again at the end of the lease term. In case there is no intention to continue or renew the lease, the agreement will be treated as a fixed-term lease contract. If a vessel is leased for approximately one year, the lease term used to calculate the lease liability is 13 months (ongoing month + the next 12 months). This is because the agreements may be terminated after the fixed lease term and each month a new assessment is made on the probability to use the termination right. The need of vessels is planned over a 12-month planning period and the plan is adjusted each month as deemed necessary.

A significant estimate has been made in the determination of rents when the lease component and non-lease components have been separated from lease agreements of vessels, i.e. when it is estimated how large a part of the payment of rent is associated with the leased vessel and how large a part is

associated with the crew and other services. The management estimates that the vessel accounts for 30% of the rent and the remaining 70% is made up of non-lease components. ESL Shipping's management has made the estimate based on a statistical calculation, which is updated for changes annually. Aspo's lease liabilities relating to non-lease components are presented as other commitments in Note 5.4 Contingent assets and liabilities, and other commitments.

The determination of the lease term involves judgement, especially with regard to agreements valid until further notice. The estimate of the duration of the lease term is agreement specific. The probable lease term of lease agreements valid until further notice is estimated based on business plans and considering costs arising from the termination of the agreement.

The option to extend or terminate a lease is considered in determining the lease term. The period covered by an option to extend the lease is included into the lease term if it according to management judgement is reasonably certain that the option will be exercised. Correspondingly, if it is reasonably certain that an option to terminate the lease is not exercised, the lease term will cover the contract period in full. The assessment to exercise an option or not is made case by case based on the profitability of the arrangement and needs of the business.

## LEASES

Leases are recognized as a leased asset and a corresponding liability at the date when the leased asset is available for use by the Group. Contracts may contain both lease and non-lease components. When the agreement includes a non-lease component such as maintenance, services, and maritime crew Aspo separates them based on their stand-alone price given in the agreement or by using estimates.

The lease term is based on the agreement period considering any options to extend or terminate. For contracts valid until further notice, Aspo estimates the probable lease term according to best knowledge and based on business plans, considering costs arising from the termination of the agreement.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives to be received
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments arising from terminating the lease if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used. The criteria used to determine the applicable discount rate for each lease agreement include the class of underlying asset, geographic location, currency, maturity of the risk-free interest rate and lessee's credit risk premium.

Right of use assets, i.e., Leased assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the leased asset.

Leases are recognized in profit and loss as finance expenses of the lease liability and depreciation of the leased asset. Leased assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the leased asset is depreciated over the underlying asset's useful life. The finance cost is recognized in profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

A lease liability and a leased asset are not recognized on the balance sheet in respect of leases of low value assets. Aspo has determined the acquisition value of EUR 5,000 as a threshold for low value assets. Low-value assets comprise ICT equipment and minor office furniture. Also, short-term leases, with a lease term of 12 months or less, are not recognized on the balance sheet. Payments associated with low-value assets and short-term leases are recognized on a straight-line basis in other operating expenses.

Aspo acts as a lessor in a very minor scale when sub-leasing office premises. These arrangements have been classified as operating leases and the lease income is recognized in other operating income on a straight-line basis over the lease term.

## 2.6 Equity

Aspo's equity consists of the share capital, share premium, hybrid bond (Hybrid), translation differences, treasury shares, retained earnings and other reserves including the invested unrestricted equity reserve, legal reserves and fair value reserve. Dividend distribution is disclosed in the next chapter 2.7 Earnings per share and dividend distribution. Share-based payments are discussed in Note 5.3 Share-based payments.

### SHARE CAPITAL AND SHARE PREMIUM RESERVE

	Number of shares	Share capital 1,000 EUR	Share premium reserve 1,000 EUR
<b>Dec 31, 2022</b>	<b>31,419,779</b>	<b>17,692</b>	<b>4,351</b>

Share capital includes ordinary shares. Aspo Plc has one share series. Each share entitles the shareholder to one vote at the shareholders' meeting. The shares do not have a nominal value. On December 31, 2022, Aspo Plc's number of shares was 31,419,779 and the share capital was EUR 17.7 million.

Share subscriptions based on the convertible capital loan that were issued during the validity of the old Companies Act (29.9.1978/734) were recognized in the share premium reserve. There have been no changes in the number of shares, share capital or share premium reserve during the financial years ended December 31, 2022, and 2021.

### TREASURY SHARES

	Number of shares	Treasury shares 1,000 EUR
Jan 1, 2021	161,650	-920
<b>Dec 31, 2021</b>	<b>161,650</b>	<b>-920</b>
Jan 1, 2022	161,650	-920
Share-based incentive plan	-99,400	566
<b>Dec 31, 2022</b>	<b>62,250</b>	<b>-354</b>

Aspo Plc holds treasury shares, which the Board of Directors has transferred to individuals within the scope of share-based incentive schemes based on authorization granted by the Annual Shareholders' Meeting. Share-based incentive schemes are described in more detail in Note 5.3 Share-based payments. Treasury shares are presented as part of retained earnings.

### OTHER RESERVES

The invested unrestricted equity reserve includes other equity-type investments and share subscription price to the extent that it is not recognized in the share capital in accordance with a separate resolution.

The translation difference reserve includes translation differences arising from the translation of the financial statements of foreign units, as well as unrealized foreign exchange gains and losses from the Group's net investments in foreign operations. More information on translation differences is presented under currency risks in Note 5.1 Financial risks and the management of financial risks.

### EQUITY

Transaction costs, net of tax, resulting directly from the issuance of new shares are recognized in equity, as a reduction of the payments received.

When the company purchases treasury shares, the consideration paid for the shares and the transaction

costs are recognized as a reduction in equity. When the shares held by the company are sold, the consideration, net of tax and less direct transaction costs, is recognized as an increase in equity.

## ■ HYBRID BOND

1,000 EUR	2022	2021
Jan 1	20,000	20,000
Repayment of the old hybrid bond	-20,000	
Issuance of the new hybrid bond	30,000	
<b>Dec 31</b>	<b>30,000</b>	20,000

In June 2022, Aspo issued a new hybrid bond of EUR 30 million, with a coupon rate of 8.75% per annum. The hybrid bond has no maturity, but the company is entitled to redeem it in June 2025 at the earliest.

In the beginning of the 2022 financial year, Aspo also had an EUR 20 million hybrid bond, issued in April 2020. The coupon rate of this hybrid bond was 8.75%. Aspo redeemed this hybrid bond on May 2, 2022.

During the financial period, hybrid bonds accrued EUR 2.0 (1.8) million in interest. Expenses from the issuance of the new hybrid in 2022 were EUR 0.3 million. EUR 1.9 (1.8) million of the interest and the expenses for the issuance have been recognized as reduction of retained earnings. EUR 1.8 (1.8) million have been paid in interest on hybrid bonds.

### HYBRID BOND

The hybrid bond is classified as equity. The interest payment obligation arises if the Annual Shareholders' Meeting decides to distribute dividends. If no dividend is distributed, the company can decide upon the payment of interest separately. In the consolidated financial statements, the bond together with its accumulated interest and the transaction costs relating to the

issuance of a new hybrid bond, net of possible tax, are presented in equity according to their nature. A hybrid bond is an instrument which is subordinated to the company's other debt obligations. The hybrid bond does not confer to its holders the rights of a shareholder and does not dilute the holdings of the shareholders.

## 2.7 Earnings per share and dividend distribution

### EARNINGS PER SHARE

Earnings per share is calculated by dividing the profit and loss attributable to the parent company's shareholders by the weighted average number of outstanding shares during the financial year. When calculating earnings per share, the interest of the hybrid bond, net of tax, has been considered as a profit-reducing item. Diluted earnings per share equals basic earnings per share as there has been no dilution effects in years 2022 and 2021.

### ■ EARNINGS PER SHARE

1,000 EUR	2022	2021
Profit for the period attributable to parent company shareholders, continuing operations	23,499	28,315
Interest of the hybrid bond (adjusted by tax effect), continuing operations	-1,496	-1,400
Profit for the period attributable to parent company shareholders, discontinued operations	-2,812	-3,032
<b>Total</b>	<b>19,191</b>	23,883
Average number of shares outstanding during the financial period (1,000)	31,333	31,258
<b>Basic and diluted earnings per share, EUR</b>		
Earnings per share, continuing operations	0.70	0.86
Earnings per share, discontinued operations	-0.09	-0.10
<b>Total</b>	<b>0.61</b>	0.76

### DIVIDEND DISTRIBUTION

The Board of Directors has proposed that a dividend of EUR 0.23 per share is distributed for the financial year 2022, and that the dividend is paid in April 2023. In addition, the Board of Directors has proposed that the Annual Shareholders' Meeting authorizes the Board of Directors to decide on another dividend distribution in the maximum amount of EUR 0.23 per share at a later time. The authorization would be valid until the next Annual Shareholders' Meeting.

According to the decision of the Annual Shareholders' Meeting held on April 6, 2022, a total dividend of EUR 0.45 per share was distributed for 2021. A dividend of EUR 0.23 per share was paid in April and another payment of EUR 0.22 per share was made in November 2022. The decision about the second dividend distribution in November was made by the Board of Directors of the company based on the authorization by the Annual Shareholders' Meeting.

Dividend distribution to owners of the parent company is recognized based on the Shareholder's Meeting resolution. No dividend is paid to the treasury shares held by Aspo Plc.

### 3 BUSINESS OPERATIONS AND PROFITABILITY



ESL SHIPPING

TELKO

LEIPURIN

#### OPERATING SEGMENTS

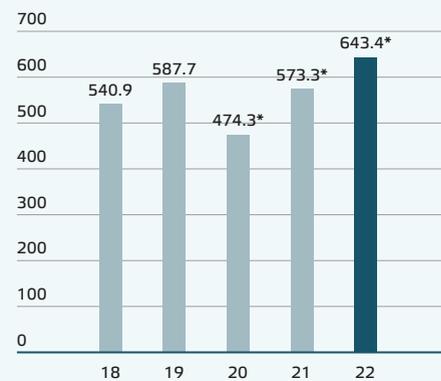
The operating and reportable segments of Aspo Group's continuing operations are ESL Shipping, Telko and Leipurin. The Board of Directors, which is the chief operating decision maker in Aspo Group, is responsible for allocating resources to the operating segments and evaluating their performance. The operating segments have been identified based on Aspo Group's organizational structure, in which each business is led separately.

- **ESL Shipping** conducts sea transportation of raw materials for industry and the energy sector and offers related services.
- **Telko** acquires and supplies plastic raw materials, chemicals and lubricants to industry. Its extensive customer service also covers technical support and the development of production processes.
- **Leipurin** provides solutions particularly for bakery customers and food industry and to retail trade and chain customers in the foodservice business.

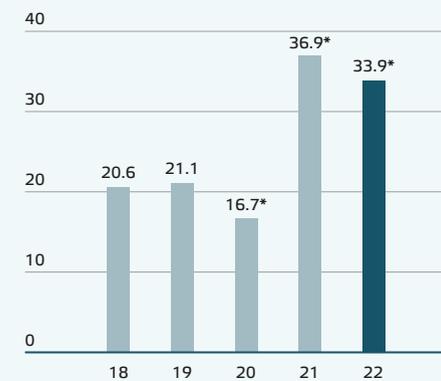
#### PROFITABILITY

Within the Group, the evaluation of segment results is based on each segment's operating profit and net sales from outside the Group. Segment reporting is prepared in accordance with the same recognition and measurement principles as the consolidated financial statements. Transactions between segments are based on fair market prices. There are no considerable inter-segment transactions.

#### NET SALES, MEUR



#### OPERATING PROFIT, MEUR



\* Net sales and operating profit from continuing operations

## RECONCILIATION OF SEGMENT OPERATING PROFIT TO THE GROUP'S PROFIT BEFORE TAXES, CONTINUING OPERATIONS

### 2022

1,000 EUR	ESL Shipping	Telko	Leipurin	Unallocated items	Group total
Operating profit	38,058	7,274	-4,831	-6,591	33,910
Net financial expenses				-6,264	-6,264
<b>Profit before taxes</b>					<b>27,646</b>

### 2021

1,000 EUR	ESL Shipping	Telko	Leipurin	Unallocated items	Group total
Operating profit	26,786	20,432	-2,372	-7,920	36,926
Net financial expenses				-3,878	-3,878
<b>Profit before taxes</b>					<b>33,048</b>

Items unallocated to segments consist of the results of other operations, i.e. mainly administrative costs. Other operations include Aspo Group's administration, the finance and ICT service center. The Group has not allocated net financial expenses to segments, as Aspo monitors and manages them at the Group level.

## SEGMENT ASSETS AND LIABILITIES

1,000 EUR	ESL Shipping	Telko	Leipurin	Unallocated items	Held for sale	Group total
Segment assets Dec 31, 2021	215,806	106,595	54,729	20,807	8,373	406,310
Segment assets Dec 31, 2022	224,796	85,730	68,533	24,437	12,414	415,910
Segment liabilities Dec 31, 2021	31,453	47,921	15,399	175,378	6,770	276,921
Segment liabilities Dec 31, 2022	32,260	34,444	16,389	185,225	3,907	272,225

The assets and liabilities of the segments are items that the segment uses in its business operations or that can be reasonably allocated to the segment. Unallocated items consist of items associated with income taxes and centralized financing. More information about assets and liabilities held for sale can be found in Note 1.3 Discontinued operations and divestments.

## 3.1 Net sales

Aspo's revenue consists mainly of the following income flows:

- ESL Shipping: Sales of sea freight services mainly to the industry and the energy sector
- Telko: Sales of plastic and chemical raw materials as well as lubricants to industries and trade
- Leipurin: Sales of raw materials and machines to the bakery and other food industry

Still in 2021, the external net sales of the segments equaled the net sales recognized in the consolidated statement of comprehensive income, and there were no net sales that had not been allocated to the segments. During the 2022 financial year, net sales unallocated to the segments were EUR 15,000, including Aspo's service charges from divested operations.

Aspo does not depend on any individual significant customers, however, in the ESL Shipping segment the purchases of one customer in the steel industry account for slightly more than ten percent of the consolidated net sales.

Aspo Group's net sales from continuing operations increased significantly during the financial year to EUR 643.4 (573.3) million. Net sales include foreign exchange rate differences of EUR 1.7 (-0.1) million.

### ESL SHIPPING'S NET SALES

ESL Shipping's net sales increased from the comparative period by 28% to EUR 245.4 (191.4) million. High demand in the shipping company's main market areas, the shipping company's long-term partnership strategy and the successful operations of the onshore and offshore personnel enabled the growth. Weather conditions were also favorable for operations.

### TELKO'S NET SALES

Telko's net sales decreased by 1% to EUR 267.4 (268.8) million. The net sales of the plastics and chemicals businesses decreased especially in Russia, Belarus and Ukraine due to Russia's invasion of Ukraine. In the lubricants business, sales increased in all key product groups.

### TELKO NET SALES BY BUSINESS AREA

1,000 EUR	2022	2021
Plastics business	136,864	146,694
Chemicals business	80,297	83,622
Lubricants business	50,212	38,464
<b>Telko total</b>	<b>267,373</b>	268,780

### LEIPURIN'S NET SALES

Leipurin's net sales increased by 15% to EUR 130.6 (113.1) million. Raw material sales in western markets showed a significant increase during the year. The net sales of the acquired Kobia AB constitutes the net sales of the new Sweden business unit. The net sales of the East business unit decreased.

### LEIPURIN NET SALES

1,000 EUR	2022	2021
Business units:		
Finland	46,633	40,400
Sweden	17,272	
Baltics	36,776	30,573
East	25,589	30,731
<b>Total</b>	<b>126,270</b>	101,704
of which:		
Bakeries	87,867	73,210
Food Industry	14,176	11,023
Retail, foodservice, other	24,226	17,471
Machinery trading Russia	62	7,295
Vulganus	4,262	4,065
<b>Leipurin total</b>	<b>130,594</b>	113,064

In addition, Aspo specifies net sales by timing of revenue recognition and by market area.

### ■ NET SALES BY TIMING OF RECOGNITION

1,000 EUR	2022	2021
<b>ESL Shipping</b>		
At a point in time	3,523	3,582
Over time	241,893	187,862
	245,416	191,444
<b>Telko</b>		
At a point in time	266,939	268,444
Over time	434	336
	267,373	268,780
<b>Leipurin</b>		
At a point in time	127,274	107,424
Over time	3,320	5,640
	130,594	113,064
<b>Unallocated items</b>		
Over time	15	
	15	
<b>Total</b>		
At a point in time	397,736	379,450
Over time	245,662	193,838
<b>Total</b>	643,398	573,288

Most of the Group's net sales, 62% (66), are recognized as revenue at a point in time in conjunction with the delivery of goods or services. Net sales recognized over time mainly include ESL Shipping's sea transportation and related services amounting to EUR 241.9 (187.9) million.

### ■ INFORMATION RELATED TO GEOGRAPHICAL REGIONS

The Group has still in 2022 monitored its net sales in accordance with the following geographical division: Finland, Scandinavia, the Baltic countries, Russia, other CIS countries and Ukraine, and other countries. The eastern markets' share of total net sales decreased in 2022, mainly due to Russia's invasion in Ukraine and decisions to downsize operations in Russia and withdraw from the market as planned. According to the previously announced strategy, Aspo will direct its growth investments at western markets. Net sales of the geographical regions are presented as per customer location.

### ■ NET SALES BY MARKET AREA

1,000 EUR	2022	2021
<b>ESL Shipping</b>		
Finland	121,565	84,333
Scandinavia	58,487	54,089
Baltic countries	2,934	3,487
Russia, other CIS countries and Ukraine	1,264	2,482
Other countries	61,166	47,053
	245,416	191,444
<b>Telko</b>		
Finland	53,464	47,582
Scandinavia	61,688	52,404
Baltic countries	28,231	20,451
Russia, other CIS countries and Ukraine	91,280	117,273
Other countries	32,710	31,070
	267,373	268,780
<b>Leipurin</b>		
Finland	49,376	43,257
Scandinavia	17,406	2,891
Baltic countries	36,620	30,921
Russia, other CIS countries and Ukraine	25,652	35,394
Other countries	1,540	601
	130,594	113,064
<b>Unallocated items</b>		
Finland	15	
	15	
<b>Total</b>		
Finland	224,420	175,172
Scandinavia	137,581	109,384
Baltic countries	67,785	54,859
Russia, other CIS countries and Ukraine	118,196	155,149
Other countries	95,416	78,724
<b>Total</b>	643,398	573,288

**REVENUE RECOGNITION**

The majority of Aspo's net sales comes from the sale of products, which are considered to be individual performance obligations. Revenue is recognized when the performance obligation is fulfilled by handing over the product or service to the client. Revenue is recognized upon delivery at a point in time once significant risks and benefits associated with ownership have been passed on to the buyer in accordance with the delivery clauses.

ESL Shipping's income is recognized over time as the services are rendered. The revenue recognition is based on the transportation agreements or other service agreements. At the end of each reporting period, revenue from ESL Shipping's undelivered or otherwise incomplete services, is recognized based on the number of days completed by the reporting date as a percentage of the estimated total duration of the service.

Apart from ESL Shipping, only a small part of the net sales of the operating segments comprises services sold to customers, income from which is recognized at a point in time once the service has been rendered, or over time if the customer simultaneously receives benefits when the service is being rendered. Majority of other services offered by the segments are regarded as customer service, and they are not considered separate performance obligations, because they are related, for example, to the development and design of product concepts and customized solutions.

Transaction prices do not include any significant financing components. Primarily, accounts receiva-

ble fall due within 0–60 days after the invoicing date. Advance payments received from customers are also used, typically in projects with a long production period, where installments are tied to the progress of the project. These payments are contract liabilities and recorded in advances received.

Some contracts with customers include discounts that are tied, for example, to product volumes purchased annually by the customer in question. With regard to these, the likely amount of a realized discount is estimated on the basis of historical information, and these estimates are used to adjust the recognized revenue. These accruals are recorded on a monthly basis, and the estimates are updated when more information is available. The amount of these discounts is not significant within Aspo Group.

Products sold by Aspo involve warranty obligations, due to the replacement or repair of any defective products during the warranty period. These warranty obligations do not differ from normal statutory obligations, or any obligations followed in accordance with sector-specific market practices. These obligations are assessed regularly as the likely amount based on historical experience and recorded in operational expenses.

Aspo has not had significant incremental costs for obtaining contracts with customers that should be capitalized in the balance sheet. Possible incremental costs are expensed as incurred as their nature is such that they would be expensed within a year.

## 3.2 Other operating income

**OTHER OPERATING INCOME**

<b>1,000 EUR</b>	<b>2022</b>	<b>2021</b>
Gains on sale of tangible assets	<b>1,753</b>	239
Rents and related remunerations	<b>123</b>	48
Leasing agreement related compensation	<b>57</b>	44
Other income	<b>715</b>	142
<b>Total</b>	<b>2,648</b>	473

In 2022, sales gains from tangible assets included EUR 1.5 million in sales gains from ESL Shipping's barge Espa.

## 3.3 Associated companies

### SHARE IN COMPANIES ACCOUNTED FOR USING THE EQUITY METHOD

Aspo Group has two associated companies that were acquired in conjunction with the acquisition of AtoBatC in 2018. These German limited partnership companies, Auriga KG and Norma KG, are domiciled in Leer. Aspo Group holds 49% of the shares of these companies. The associated companies are included in the ESL Shipping segment.

### ASSOCIATED COMPANIES

Company	Domicile	Holding %
Auriga KG	DE	49.00
Norma KG	DE	49.00

Both companies own one dry bulk cargo vessel. The income of the companies consists of rent income from the vessels owned. The fair value of these associated companies determined in conjunction with the acquisition was EUR 0.9 million higher than the carrying amount. The difference between the fair value and carrying amount is attributable to the vessels owned by the companies, and it is amortized during the useful life of the vessels. The amortization amounts to approximately EUR 0.1 million per year.

### INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

1,000 EUR	2022	2021
Balance Jan 1	701	972
Dividends received	-353	-214
Share of profits for the the financial year	626	-57
<b>Carrying amount Dec 31</b>	<b>974</b>	701

### TRANSACTIONS WITH RELATED PARTIES - ASSOCIATED COMPANIES

1,000 EUR	2022	2021
Services acquired	3,172	1,837
Depreciation of time-chartered vessels	1,509	775
Interest expense of time-chartered vessels	36	18
Leased assets, vessels	1,538	1,119
Other receivables	314	133
Lease liabilities	1,544	1,133

ESL Shipping uses the two vessels of the associated companies in its business operations and pays market rent to the associated companies.

#### ASSOCIATED COMPANIES

Investments in associates are accounted for using the equity method of accounting. If the Group's share of losses in an associate exceeds the carrying amount, losses in excess of the carrying amount will not be recognized, unless the Group undertakes to fulfill the obligations of the associate. Unrealized gains on transac-

tions between the Group and its associates are eliminated in proportion to the Group's ownership share. The share of profits of associated companies presented in the consolidated statement of comprehensive income is calculated from the associate's profit for the period, net of tax.

## 3.4 Materials and services

### MATERIALS AND SERVICES

1,000 EUR	2022	2021
<b>Purchases during the period</b>		
ESL Shipping	70,207	36,436
Telko	213,232	241,775
Leipurin	109,883	91,781
<b>Total</b>	<b>393,322</b>	369,992
<b>Change in inventories</b>	<b>1,015</b>	-26,972
<b>Services acquired</b>		
Telko	3,841	3,207
Leipurin	4,740	3,193
<b>Total</b>	<b>8,581</b>	6,400
<b>Materials and services, total</b>	<b>402,918</b>	349,420

In 2022, purchased materials and services increased by 15%, being three percentage points higher than the increase in sales. This difference can be explained by the losses of EUR 2.6 million for Telko and EUR 0.7 million for Leipurin due to the destruction of warehouses in Ukraine, and the impairment losses of EUR 4.8 million for Telko and EUR 2.4 million for Leipurin recognized in the inventories of the eastern operations held for sale. In addition, the derecognition of the EUR 0.5 million fair value adjustment of inventories recognized as a result of the acquisition of Kobia AB increased expenses.

Purchases included EUR -4.5 (0.1) million in exchange rate differences.

## 3.5 Other operating expenses

### OTHER OPERATING EXPENSES

1,000 EUR	2022	2021
ESL Shipping	92,220	84,394
Telko	13,389	8,635
Leipurin	10,232	5,728
Other operations	3,040	3,375
<b>Total</b>	<b>118,881</b>	102,132

Most of ESL Shipping's other operating expenses are related to vessel operations, such as port and fairway fees, technical vessel expenses, service components of lease agreements, and the travel expenses of crew members.

Telko's other operating expenses increased by EUR 3.1 million due to the impairment losses recognized in the eastern operations held for sale and EUR 1.1 million due to other business adaptation expenses in Russia.

The increase in Leipurin's other operating expenses mainly consisted of EUR 1.0 million in expenses arising from the acquisition of Kobia AB, EUR 0.4 million in losses from the divestment of Vulganus Oy, EUR 1.4 million in impairment losses recognized in the eastern operations held for sale, and EUR 0.6 million in other business adaptation expenses in Russia.

### AUDITORS' FEES

1,000 EUR	2022	2021
<b>Audit firm of the parent company</b>		
Audit	355	336
Other services	41	135
<b>Other audit firms</b>		
Audit	135	53
Tax advice	18	7
Other services	19	28
<b>Total</b>	<b>568</b>	559

The authorized public accountant firm Deloitte Oy is Aspo Plc's auditor. Deloitte's audit fee for 2022 was EUR 0.4 (0.3) million, and its fees relating to other services totaled EUR 0.0 (0.1) million. The other services from Deloitte mainly included services related to sustainability reporting.

## 3.6 Employee benefit expenses and number of employees

### EMPLOYEE BENEFIT EXPENSES

1,000 EUR	2022	2021
Wages and salaries	44,219	41,396
Pension expenses, defined contribution plans	4,968	5,009
Share-based payments	1,829	1,125
Other employee benefit expenses	3,388	3,154
<b>Total</b>	<b>54,404</b>	50,684

Aspo benefits from the government subsidy for merchant vessels received from the Ministry of Transport and Communications, according to which ESL Shipping receives withholding taxes and social security expenses related to marine personnel's pays as refunds. The amount of the subsidy for merchant vessels amounted to EUR 5.8 (5.5) million.

In Finland the statutory pension provision is arranged by insurances from pension insurance companies. In foreign units, the pension provision is arranged in accordance with local legislation and social security regulations. The Group's pension schemes are defined contribution plans and the contributions are recognized as employee benefit expense in the financial period they relate to.

Information regarding the employee benefits of key management personnel is presented in Note 5.2 Related parties.

### NUMBER OF EMPLOYEES

At the end of the financial year, the number of employees of Aspo Group was 886 (944), while the average number of personnel during the financial year was 914 (911).

### PERSONNEL BY SEGMENT, ON AVERAGE

	2022	2021
ESL Shipping	298	294
Telko	314	291
Leipurin	243	267
Other operations	41	35
<b>Continuing operations, total</b>	<b>896</b>	887
Discontinued operation	18	24
<b>Total</b>	<b>914</b>	911

### PERSONNEL BY SEGMENT AT YEAR-END

	2022	2021
ESL Shipping	295	295
Telko	293	321
Leipurin	255	270
Other operations	42	36
<b>Continuing operations, total</b>	<b>885</b>	922
Discontinued operation	1	22
<b>Total</b>	<b>886</b>	944

### PERSONNEL BY GEOGRAPHICAL AREA AT YEAR-END

	2022	2021
Finland	410	438
Scandinavia	136	57
Baltic countries	100	101
Russia, other CIS countries and Ukraine	212	302
Other countries	27	24
<b>Continuing operations, total</b>	<b>885</b>	922
Discontinued operation	1	22
<b>Total</b>	<b>886</b>	944

## 3.7 Depreciation, amortization and impairment losses

### DEPRECIATION, AMORTIZATION AND IMPAIRMENT LOSSES

1,000 EUR	2022	2021
<b>Depreciation and amortization, tangible and intangible assets</b>		
Intangible assets	461	451
Buildings	482	379
Vessels	16,436	14,535
Machinery and equipment	800	661
Other tangible assets	17	34
<b>Total depreciation and amortization</b>	<b>18,196</b>	16,060
<b>Impairment losses</b>		
Intangible assets	3	
Goodwill	1,368	4,330
Buildings	19	391
Machinery and equipment	278	
<b>Total impairment losses</b>	<b>1,668</b>	4,721
<b>Total depreciation, amortization and impairment losses</b>	<b>19,864</b>	20,781

### DEPRECIATION, AMORTIZATION AND IMPAIRMENT LOSSES, LEASED ASSETS

1,000 EUR	2022	2021
<b>Depreciation and amortization, leased assets</b>		
Intangible assets	433	623
Land	96	96
Buildings	2,520	2,338
Vessels	11,685	9,709
Machinery and equipment	1,074	990
Other tangible assets	5	5
<b>Total depreciation and amortization</b>	<b>15,813</b>	13,761
<b>Impairment losses</b>		
Buildings	642	
Machinery and equipment	238	
Other tangible assets	2	
<b>Total impairment losses</b>	<b>882</b>	
<b>Total depreciation, amortization and impairment losses</b>	<b>16,695</b>	13,761

Aspo's depreciation expenses mainly relate to vessels owned and leased by ESL Shipping, whose leases were higher than in the comparative year.

In 2022, impairment losses were recognized on the assets of the eastern operations held for sale. All of the impairment losses above recognized in tangible, intangible and leased assets in 2022 are associated with the eastern operations held for sale. More information about them is presented in Note 1.3 Discontinued operations and divestments.

In 2021 an impairment loss of EUR 4.3 million was recognized on Leipurin's goodwill, and an impairment loss of EUR 0.4 million was recognized on the buildings of Telko's Rauma terminal.

Accounting principles for depreciation are included in Note 4.1 Tangible assets and for amortization in Note 4.2 Intangible assets. Accounting principles for leases are described in Note 2.5 Leases.

## DEPRECIATION, AMORTIZATION AND IMPAIRMENT LOSSES BY SEGMENT

1,000 EUR	2022					2021				
	ESL Shipping	Telko	Leipurin	Other operations	Group total	ESL Shipping	Telko	Leipurin	Other operations	Group total
Intangible assets	162	607	1,063		1,832	151	187	4,443		4,781
Tangible assets	16,473	871	655	33	18,032	14,567	1,124	271	38	16,000
	16,635	1,478	1,718	33	19,864	14,718	1,311	4,714	38	20,781
Leased assets	12,085	2,522	1,404	684	16,695	10,064	1,314	1,577	806	13,761

## 3.8 Financial income and expenses

### FINANCIAL INCOME AND EXPENSES

1,000 EUR	2022	2021
Interest income from loans and other receivables	300	255
Foreign exchange gains	1,251	232
<b>Financial income</b>	<b>1,551</b>	487
Interest expenses on leases	-486	-440
Interest and other financial expenses	-4,373	-3,580
Foreign exchange losses	-2,956	-345
<b>Financial expenses</b>	<b>-7,815</b>	-4,365
<b>Financial income and expenses</b>	<b>-6,264</b>	-3,878

## 3.9 Income taxes

### TAXES IN THE STATEMENT OF COMPREHENSIVE INCOME

1,000 EUR	2022	2021
Taxes for the period	-3,635	-4,094
Change in deferred tax assets and liabilities	-520	-737
Taxes from previous financial years	8	98
<b>Total</b>	<b>-4,147</b>	<b>-4,733</b>

The Group's income taxes include taxes based on the Group companies' profits for the financial year, adjustment of taxes from previous financial years and changes in deferred taxes. Income taxes are recognized in accordance with the tax rate valid in each country. Regarding the deferred taxes, see Note 4.8. Deferred taxes.

### RECONCILIATION OF THE TAX EXPENSE IN THE STATEMENT OF COMPREHENSIVE INCOME AND TAXES CALCULATED BY USING THE PARENT COMPANY'S TAX RATE 20%

1,000 EUR	2022	2021
Profit before taxes	27,646	33,048
Taxes calculated using the parent company's tax rate	-5,529	-6,610
Impact of foreign subsidiaries' tax rates	274	595
Impact of tonnage taxation	8,679	5,364
Losses for which no deferred tax asset was recognized	-2,494	-1,376
Utilization of previously unrecognized tax losses	110	118
Deferred tax liability on retained earnings of foreign subsidiaries		-1,042
Taxes from previous financial years	8	98
Withholding taxes	-199	-135
Timing differences, tax-free and non-deductible items	-4,996	-1,745
<b>Taxes in the statement of comprehensive income</b>	<b>-4,147</b>	<b>-4,733</b>
Effective tax rate	15%	14%

In Finland and Sweden, a limited liability company which is obliged to pay taxes and is practicing international marine logistics has the opportunity to apply for taxation based on vessel tonnage during a tonnage taxation period, instead of taxation based on the profits of the shipping business. ESL Shipping Ltd.'s and AtoBatC Shipping AB's taxation is based on the tonnage taxation regime. The inclusion within the scope of tonnage taxation significantly reduces the Group's effective tax rate.

Aspo Group's effective tax rate 15% (14%) was higher than in the comparative year, mainly due to more non-deductible items in the subsidiaries relating, for example, to impairment losses. In addition, the increase in the effective tax rate is explained by unrecognized deferred tax assets on the taxable losses in the financial year.

## 4 INVESTED CAPITAL

### INVESTED CAPITAL

1,000 EUR	Note	2022	2021
Intangible assets	4.2	46,783	45,845
Tangible assets	4.1	178,454	168,886
Leased assets	2.5	15,871	20,748
Inventories	4.4	69,900	68,626
Accounts receivable and other receivables	4.5	68,995	74,035
Other assets		1,436	1,455
Cash and cash equivalents	2.2	21,727	17,697
Accounts payable and other liabilities	4.6	-71,105	-78,077
Other liabilities		-1,854	-1,707
Deferred tax assets and liabilities, net	4.8	-6,616	-4,596
Assets and liabilities classified as held for sale, net		9,345	3,765
<b>Total</b>		<b>332,936</b>	316,677

Aspo's invested capital includes the Group's assets less liabilities, excluding interest-bearing liabilities. Invested capital describes where equity and interest-bearing liabilities are tied, which is why it provides interesting information and is representative of Aspo's operations. The most significant component of invested capital are the vessels owned and leased by ESL Shipping, totaling EUR 160.7 million. Goodwill and other intangible assets account for EUR 46.8 million of invested capital. Goodwill and other intangible assets, such as customer relationships and brands are generated on Aspo's balance sheet, when it develops the Group structure through acquisitions according to its strategy. Furthermore, working capital makes up EUR 76.9 million, and cash and cash equivalents EUR 21.7 million of invested capital.

### INVESTMENTS BY SEGMENT

1,000 EUR	2022	2021
ESL Shipping	16,460	15,235
Telko	208	509
Leipurin	1,124	121
Other operations	2	5
<b>Continuing operations, total</b>	<b>17,794</b>	15,870
Discontinued operation	24	8
<b>Total</b>	<b>17,818</b>	15,878

Investments consist of additions in tangible assets and intangible assets that will be used during more than one financial year, excluding additions through acquisitions. Additions of leased assets are disclosed in Note 2.5 Leases. The investments of EUR 17.8 (15.9) million mainly consisted of ESL Shipping segment's dockages and Green Coaster advance payments.

### NON-CURRENT ASSETS BY MARKET AREA

1,000 EUR	2022	2021
Finland	197,751	218,034
Scandinavia	43,391	17,361
Baltic countries	238	308
Russia, other CIS countries and Ukraine	773	763
Other countries	136	35
<b>Total</b>	<b>242,289</b>	236,501

The non-current assets include all other assets except for deferred tax assets. Assets of geographical regions are presented as per location of the assets.

### GREEN COASTER INVESTMENT COMMITMENT

AtoBatC Shipping AB, reported in the ESL Shipping segment, is building a series of six highly energy-efficient electric hybrid vessels. The new vessels of ice class 1A will be top of the line in terms of their cargo capacity, technology and innovation. The total value of the six-vessel investment is approximately EUR 70 million, and its cash flows will be divided mainly for the years 2023 and 2024. The new vessels will be built at the Chowgule and Company Private Limited shipyard in India, and first of them will start operating in the third quarter of 2023.

In 2022, it was confirmed that ESL Shipping will establish a Green Coaster pool. As a result, AtoBatC Shipping AB declared its option and ordered five additional vessels from the Chowgule & Company Private Limited, from which AtoBatC had previously ordered seven identical electric hybrid vessels. Every other vessel in the series of twelve next-generation electric hybrid vessels will be sold to a company formed by a group of investors. Advance payments for the vessels to be sold further have been recognized in inventories. ESL Shipping's total investment comprises six vessels and approximately EUR 70 million.

### WORKING CAPITAL

Working capital, as defined by Aspo, includes inventories, accounts receivable, accounts payable and advances received. Aspo emphasizes the efficiency of working capital and aims to permanently decrease its working capital.

### WORKING CAPITAL

1,000 EUR	Note	2022	2021
Inventories	4.4	69,900	68,626
Accounts receivable	4.5	47,279	58,911
Accounts payable	4.6	-38,805	-48,218
Advances received	4.6	-1,481	-1,695
<b>Total</b>		<b>76,893</b>	77,624

The Group's working capital decreased by EUR 0.7 million. However, if the working capital is adjusted by the Group's incoming and outgoing items resulting from acquisitions and disposals and by impairment amounts recognized on the assets of the eastern operations held for sale in conjunction with the IFRS 5 classification, the working capital increased, especially regarding inventories. The increase in inventories mainly came from advance payments for the vessels to be built for the ESL Shipping segment's vessel pool. At the end of the financial year, inventories included EUR 10.2 million in advance payments for the Green Coaster vessels. Telko segment's working capital improved during the year. In 2021, working capital increased by EUR 26 million, mainly as a result of the increase in Telko's inventories. The impact on cash flow of the adjusted change in working capital was EUR -6.7 (22.0) million.

## 4.1 Tangible assets

### TANGIBLE ASSETS 2022

1,000 EUR	Land	Buildings	Machinery and equipment	Vessels	Other tangible assets	Work in progress and advance payments	Total
Acquisition cost, Jan 1	54	6,578	7,739	305,256	726	6,787	327,140
Translation differences	-228	-477	-387				-1,092
Additions, business combinations	5,119	10,904	8,210				24,233
Additions		13	828	4,590	30	11,368	16,829
Assets classified as held for sale		-19	-20				-39
Decreases			-289	-5,783		-2,195	-8,267
Transfers between classes			126	5,165		-5,291	0
<b>Acquisition cost, Dec 31</b>	<b>4,945</b>	<b>16,999</b>	<b>16,207</b>	<b>309,228</b>	<b>756</b>	<b>10,669</b>	<b>358,804</b>
Accumulated depreciation, Jan 1		-4,955	-6,109	-146,743	-447		-158,254
Translation differences		147	336				483
Accumulated depreciation, business combinations		-3,224	-7,282				-10,506
Accumulated depreciation, assets held for sale		19	20				39
Accumulated depreciation of decreases			235	5,685			5,920
Depreciation and impairment losses for the period		-501	-1,078	-16,436	-17		-18,032
<b>Accumulated depreciation, Dec 31</b>		<b>-8,514</b>	<b>-13,878</b>	<b>-157,494</b>	<b>-464</b>		<b>-180,350</b>
<b>Carrying amount, Dec 31</b>	<b>4,945</b>	<b>8,485</b>	<b>2,329</b>	<b>151,734</b>	<b>292</b>	<b>10,669</b>	<b>178,454</b>

An impairment loss of EUR 0.3 million was recognized on the tangible assets of the eastern operations held for sale during the 2022 financial year.

## TANGIBLE ASSETS 2021

1,000 EUR	Land	Buildings	Machinery and equipment	Vessels	Other tangible assets	Work in progress and advance payments	Total
Acquisition cost, Jan 1	54	6,633	7,707	299,447	759	1,067	315,667
Translation differences		9	209				218
Additions, business combinations			58				58
Additions			607	5,841	5	9,377	15,830
Assets classified as held for sale		-62	-508		-33		-603
Decreases			-364	-3,664			-4,028
Transfers between classes		-2	30	3,632	-5	-3,657	-2
<b>Acquisition cost, Dec 31</b>	<b>54</b>	<b>6,578</b>	<b>7,739</b>	<b>305,256</b>	<b>726</b>	<b>6,787</b>	<b>327,140</b>
Accumulated depreciation, Jan 1		-4,215	-6,095	-135,872	-415		-146,597
Translation differences		15	-143				-128
Accumulated depreciation, assets held for sale		31	451				482
Accumulated depreciation of decreases			351	3,664	2		4,017
Depreciation and impairment losses for the period		-786	-673	-14,535	-34		-16,028
<b>Accumulated depreciation, Dec 31</b>		<b>-4,955</b>	<b>-6,109</b>	<b>-146,743</b>	<b>-447</b>		<b>-158,254</b>
<b>Carrying amount, Dec 31</b>	<b>54</b>	<b>1,623</b>	<b>1,630</b>	<b>158,513</b>	<b>279</b>	<b>6,787</b>	<b>168,886</b>

An impairment loss of EUR 0.4 million was recognized on the buildings of Telko's Rauma terminal in financial year 2021.

The EU has subsidized ESL Shipping's energy-efficiency and environmental investments regarding the LNG-fueled vessels deployed in 2018. To obtain the subsidy, it was required that the activities listed in the agreement were carried out and that the arising costs were documented in an approved manner. For 2016–2020, ESL Shipping was able to receive at most EUR 5.9 million in subsidies, of which EUR 2.1 million were received in 2016, EUR 2.5 million 2020, and the last installment of EUR 1.0 million in September 2021. The subsidy received was recognized to reduce the acquisition costs of vessels and presented as a decrease in investments in the year of receipt. The subsidy will be recognized as income in the form of lower depreciation expense during the useful life of the vessels.

### ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENT

Estimates of the useful life and residual value, and the selection of depreciation method require management's significant judgement and are subject to a constant review. Vessels comprise the most significant fixed asset item on the bal-

ance sheet, and their depreciation periods range from 17 to 30 years, based on the useful life of each vessel.

Estimates are also made in conjunction with business combinations when determining the fair values and remaining useful lives of the acquired tangible assets.

### TANGIBLE ASSETS

Tangible assets are recognized at cost net of cumulative depreciation less any impairment losses. For new construction of vessels, financial expenses arising during the construction are capitalized as part of the cost and depreciated over the useful life of the asset. The depreciation period of dockages is based on an estimate of the dockage interval.

Depreciation is calculated on a straight-line basis over the estimated useful life as follows:

- |                                     |             |
|-------------------------------------|-------------|
| • Vessels                           | 17–30 years |
| • Pushers                           | 18 years    |
| • Dockings                          | 2–3 years   |
| • Buildings and structures          | 15–40 years |
| • Machinery and equipment           | 3–10 years  |
| • Piping                            | 5–20 years  |
| • Refurbishment costs from premises | 5–10 years  |
| • Other tangible assets             | 3–40 years  |

Land is not depreciated, but the carrying amounts are reviewed annually.

Gains and losses arising from the discontinued use and disposal of tangible assets are included in other operating income and expenses.

The carrying amounts of individual tangible and intangible assets are reviewed at the end of each

reporting period to identify events or circumstances that could indicate their impairment. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. The impairment loss is recognized in profit and loss. After the recognition of an impairment loss, the asset's useful life is reassessed. A previously recognized impairment loss is reversed if the estimates used in the determination of the recoverable amount change. Carrying amount increased due to the reversal of an impairment loss may not exceed the carrying amount that would have been defined for the asset if no impairment loss had been recognized in previous years.

### SUBSIDIES

Government subsidies granted to compensate for expenses incurred are recognized in the statement of comprehensive income in the periods in which the expenses related to the object of the subsidy are expensed. Subsidies received are presented as net deductions from generated expenses. Subsidies related to the acquisition of tangible assets have been recognized as adjustments to their cost. Subsidies are recognized as income during the period of use of the asset in the form of smaller depreciation expense.

## 4.2 Intangible assets

The most significant intangible asset is goodwill. Intangible rights primarily consist of brands. Other intangible assets include software and associated licenses, as well as principal and customer relationships acquired in business combinations.

### INTANGIBLE ASSETS

1,000 EUR	2022				
	Goodwill	Intangible rights	Other intangible assets	Advance payments	Total
Acquisition cost, Jan 1	51,273	7,147	16,483		74,903
Translation differences	7,947	178	-215		7,910
Additions, business combinations	1,412		1,554		2,966
Additions		19	191	808	1,018
Assets classified as held for sale		-3			-3
Decreases	-13,240	-218	-3,446		-16,904
<b>Acquisition cost, Dec 31</b>	<b>47,392</b>	<b>7,123</b>	<b>14,567</b>	<b>808</b>	<b>69,890</b>
Accumulated amortization and impairment, Jan 1	-14,149	-1,623	-13,286		-29,058
Translation differences	-6,992	-148	103		-7,037
Accumulated amortization, business combinations			-756		-756
Accumulated amortization, assets held for sale		3			3
Accumulated amortization of decreases	11,985	183	3,405		15,573
Amortization and impairment for the period	-1,368	-65	-399		-1,832
<b>Accumulated amortization and impairment, Dec 31</b>	<b>-10,524</b>	<b>-1,650</b>	<b>-10,933</b>		<b>-23,107</b>
<b>Carrying amount, Dec 31</b>	<b>36,868</b>	<b>5,473</b>	<b>3,634</b>	<b>808</b>	<b>46,783</b>

An impairment loss of EUR 1.4 million was recognized on the intangible assets of the eastern operations held for sale during the 2022 financial year, which was mainly allocated to consolidated goodwill.

1,000 EUR	2021			
	Goodwill	Intangible rights	Other intangible assets	Total
Acquisition cost, Jan 1	59,644	7,304	16,380	83,328
Translation differences	-123	4	-43	-162
Additions, business combinations		19	152	171
Additions		48		48
Assets classified as held for sale	-8,248	-179		-8,427
Decreases		-51	-6	-57
Transfers between classes		2		2
<b>Acquisition cost, Dec 31</b>	<b>51,273</b>	<b>7,147</b>	<b>16,483</b>	<b>74,903</b>
Accumulated amortization and impairment, Jan 1	-13,399	-1,761	-12,886	-28,046
Translation differences	36	-4	-5	27
Accumulated amortization of decreases	6,993	193	5	7,191
Amortization and impairment for the period	-7,779	-51	-400	-8,230
<b>Accumulated amortization and impairment, Dec 31</b>	<b>-14,149</b>	<b>-1,623</b>	<b>-13,286</b>	<b>-29,058</b>
<b>Carrying amount, Dec 31</b>	<b>37,124</b>	<b>5,524</b>	<b>3,197</b>	<b>45,845</b>

In 2021, impairment losses recognized on goodwill totaled EUR 4.3 million for Leipurin segment and EUR 3.4 million for Kauko operating segment.

### ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENT

Estimates of the useful life and residual value, and the selection of depreciation method require the management's significant judgement and are subject to a constant review.

Estimates are also made in conjunction with business combinations when determining the fair values and remaining useful lives of the acquired intangible assets. The value on the acquisition date is determined using discounted cash flows.

**GOODWILL AND BRANDS**

Goodwill or brands with indefinite useful life arising from business combinations are not amortized, instead they are tested for impairment at least annually by using value in use calculations. Cash flow-based value in use is determined by calculating the present value of forecast discounted cash flows. An indication of possible impairment may trigger the impairment testing also with shorter time frame.

An impairment loss is recognized in profit and loss if the carrying amount of the asset is higher than its recoverable amount. An impairment loss recognized for assets other than goodwill is reversed if the estimates used in the determination of the recoverable amount change to a substantial extent. Carrying amount increased due to the reversal of an impairment loss may not exceed the carrying amount that would have been determined for the asset if no impairment loss had been recognized in previous years. An impairment loss recognized from goodwill is not reversed under any circumstances.

Management reviews the measurement of brands annually by using a segment-specific value in use calculation of which more information can be found in Note 4.3 Impairment test of goodwill and brands.

**OTHER INTANGIBLE ASSETS**

Other intangible assets are measured at cost and amortized on a straight-line basis over their useful lives. The amortization periods are:

- Software and associated licenses 3–5 years
- Principal relationships and technology acquired through business combinations 10 years
- Customer relationships acquired through business combinations 15 years

The accounting principles relating to the recognition of impairment losses are included in Note 4.1 Tangible assets.

**RESEARCH AND DEVELOPMENT COSTS**

Aspo Group's R&D focuses, according to the nature of each segment, on developing the operations, procedures, and products as part of customer-specific operations, which means that development inputs are included without specification in operating expenses, and they do not meet the recognition criteria for intangible assets.

## 4.3 Impairment test of goodwill and brands

Goodwill is allocated to the Group's cash-generating units on the operating segment level. Goodwill is allocated to the cash-generating units as follows:

**GOODWILL BY SEGMENT**

1,000 EUR	2022	2021
ESL Shipping	6,337	6,337
Telko	9,058	8,433
Leipurin	21,473	22,354
<b>Total</b>	<b>36,868</b>	37,124

The goodwill of Kauko operating segment amounted to EUR 1.3 million at the end of the financial year 2021 and it was presented as assets held for sale.

**BRANDS BY SEGMENT**

1,000 EUR	2022	2021
Telko	2,155	2,155
Leipurin	3,148	3,148
<b>Total</b>	<b>5,303</b>	5,303

The useful lives of brands included in Telko and Leipurin segments have been estimated to be indefinite. The strong image and history of these brands support management's view that these brands will affect cash flow generation over an indefinite period. The brands have been tested for impairment together with goodwill.

## IMPAIRMENT TESTING

The recoverable amount of the cash-generating units is determined by a value in use calculation. Cash flow-based value in use is determined by calculating the present value of forecast discounted cash flows. The cash flows include for example estimates of future sales, profitability and maintenance investments. The cash flow projections are based on the budget for 2023 and the financial plans for 2024–2026 approved by the Board of Directors. In testing, the cash flow projections are prepared for a five-year period, with the final year being the terminal year. The terminal value has been calculated by using a growth assumption of 2% (2%).

When estimating net sales, the assumption is that current operations can be maintained, and net sales will grow in a controlled manner at the rate estimated in financial plans. The sales margin is estimated to follow net sales growth. It is estimated that costs will increase slowly as a result of continuous cost management. Fixed costs are expected to grow at the rate of inflation.

The discount rate is determined for each segment by using the weighted average cost of capital (WACC) that depicts the overall costs of equity and liabilities, considering the particular risks related to the assets and location of operations. The WACC is lower than in the comparative period mainly due to the decreased weight of eastern markets.

## POST-TAX WACC BY CASH GENERATING UNIT

	2022	2021
ESL Shipping	8.13%	8.61%
Telko	10.93%	11.39%
Leipurin	9.34%	10.86%
Kauko		9.96%

## RESULTS OF THE IMPAIRMENT TESTS AND SENSITIVITY ANALYSIS

### Continuing operations

The Leipurin, Telko and ESL Shipping segments underwent the annual goodwill impairment testing in December.

The recoverable amount indicated by the impairment tests conducted for Telko and ESL Shipping clearly exceeded the carrying amount of the cash generating unit for each operating segment, and the carrying amounts are therefore considered to be justified.

The impairment test conducted for the Leipurin also showed that the recoverable amount exceeded the carrying amount of the cash generating unit. In the Leipurin segment, an increase of one percentage point in WACC would result in the recognition of an impairment loss on goodwill. Furthermore, a decrease of half a percentage point in the estimated EBITDA would also make it necessary to recognize an impairment loss in the Leipurin segment.

In 2021, the impairment test conducted for the Leipurin segment showed that the recoverable amount did not cover the entire carrying amount and an impairment loss amounting to EUR 4.3 million was recognized. Of the impairment loss,

the foodservice business accounted for EUR 3.0 million and Vulganus Oy's machine manufacturing EUR 1.3 million. The impairment loss resulted from the more moderate outlook for the foodservice business and the machine manufacturing business having fallen short of its targets.

### Discontinued operation and eastern operations held for sale

An impairment loss of EUR 1.3 million was recognized on the goodwill of the Kauko operating segment. Kauko is reported as a discontinued operation and based on the purchase offers received, it became apparent that Kauko's fair value was lower than its book value. The impairment loss of Kauko operating segment is presented in the consolidated income statement as part of the profit from discontinued operations.

In 2021, the goodwill of the Kauko operating segment underwent an impairment testing during the strategy process, and new strategy-based figures were found to generate a lower cash flow than previously estimated. This was explained by Kauko's low profitability following the peak in 2020, which was driven by business operations associated with the coronavirus pandemic. In testing, Kauko's carrying amount was found to be EUR 3.4 million higher than the recoverable amount, resulting in the recognition of an impairment loss.

In connection with the classification as held for sale, the net assets of the eastern operations held for sale were measured at fair value less cost to sell, being lower than the carrying amount. Part of each operating segment's goodwill was also allocated to the eastern operations held for sale in proportion to fair values. More information about the measurement of the eastern operations in conjunction with the classification as held for sale is available in Note 1.3 Discontinued operations and divestments. In conjunction with the classification as held for sale, impairment losses recognized on goodwill totaled EUR 1.0 million for Leipurin and EUR 0.4 million for Telko. These impairment losses are presented in the Group's continuing operations and as part of the Telko and Leipurin segments' figures.

### ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENT

The carrying amount of goodwill and brands with an indefinite useful life are tested for impairment by using value in use calculations, which include estimates. Different assumptions in the value in use calculations could have a significant impact on the amounts of goodwill and brands reported in the consolidated financial statements.

Uncertainties in economic development due to the coronavirus pandemic, changes in exchange rates and strong fluctuations in the operating environment make

it difficult to prepare the estimates used in the impairment testing, especially regarding future cash flows and profit levels.

According to management's view the estimates of future cash flows and the tying-up rate of capital used in testing are likely. The assumptions used in the calculations may, however, change along with changes in financial and business conditions. Therefore, realized cash flows may differ from the estimated future discounted cash flows, which may lead to the recognition of impairment losses during future periods.

## 4.4 Inventories

### INVENTORIES

1,000 EUR	2022	2021
Materials and supplies	5,832	3,003
Finished goods	53,609	62,534
Other inventories	10,458	3,089
<b>Total</b>	<b>69,899</b>	68,626

### INVENTORIES BY SEGMENT

1,000 EUR	2022	2021
ESL Shipping	15,116	2,870
Telko	38,988	52,403
Leipurin	15,788	13,353
Other operations	7	
<b>Total</b>	<b>69,899</b>	68,626

ESL Shipping's inventories include the fuels of vessels and advance payments for the Green Coaster vessels to be sold to the members of the vessel pool. Leipurin's inventories consist of raw materials for the bakery and food industries, and to a lesser extent of machinery, equipment, and spare parts. Telko has plastic and chemical raw materials and lubricants in stock.

In 2022, ESL Shipping established a Green Coaster pool. As a result, AtoBatC Shipping AB has ordered twelve vessels from the Chowgule & Company Private Limited shipyard in India. Every other vessel in the series of twelve next-generation electric hybrid vessels will be sold to a company formed by a group of investors. Advance payments for the Green Coaster vessels to be sold further have been recognized in inventories. At the end of the financial year 2022, inventories included EUR 10.2 million in advance payments for the Green Coaster vessels.

An expense of EUR 0.3 (0.3) million was recognized during the financial year for a write down of inventories to net realizable value.

### ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENT

For inventories the estimation uncertainty relates mainly to the recoverability and measurement of slow-moving inventories. Uncertainties over demand for products increase as products become older, and some products also become outdated. The slow-moving inventory also includes spare parts that must be kept available. According to the management's estimate, the value of inventories of more than one year should be set to zero. As a result of the coronavirus

pandemic, the turnover rate of inventories extended from normal, due to which a temporary change was made in measurement principles at the management's judgement starting from 31 March 2020, according to which the full write down is recognized only when the inventory items are more than 18 months old. The measurement principle was also in effect throughout the 2021 financial year, and its use was discontinued during 2022 by resuming the use the 12-month measurement practice.

### INVENTORIES

Inventories are measured at cost or at net realizable value, if lower. The cost is determined using the FIFO (first-in, first-out) principle. Net realizable value is the actual sales price in the ordinary course of business less the costs of completion and sale.

In normal operating conditions Aspo Group recognizes a 100% allowance for slow-moving inventories of more than 12 months. Exception is made for such inventory, which relates to a binding sales agreement. However, during the coronavirus pandemic the above-mentioned period of 18 months was used.

## 4.5 Accounts receivable and other receivables

### ACCOUNTS RECEIVABLE AND OTHER RECEIVABLES

1,000 EUR	2022	2021
Accounts receivable	47,279	58,911
Refund from the Ministry of Transport and Communications	6,131	3,106
Advance payments	4,582	2,414
VAT receivable	1,266	1,110
Loan receivables	448	22
Other deferred receivables	9,289	8,472
<b>Total</b>	<b>68,995</b>	<b>74,035</b>

An impairment loss of EUR 1.5 million was recognized in the value of the accounts receivable of the eastern operations held for sale in conjunction with their classification as held for sale during the 2022 financial year, of which EUR 1.3 million were recognized for Telko and EUR 0.2 million for Leipurin.

#### ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENT

The recoverability of accounts receivable always involves the risk that the counterparty becomes insolvent and is unable to pay its debts. See also "Credit and counterparty risks" in Note 5.1 Financial risks and the management of financial risks.

Businesses make sales- and customer-specific assessment based on the nature of sales and the credit rating of customers, as well as their service history, to define to whom products and services are sold, and which payment terms are used. If necessary, an advance payment is used as the payment term. Allow-

ance for expected credit losses is recognized proactively based on each segment's credit loss history. In addition, emphasis has been placed on the monitoring and evaluation of each customer's payment ability due to the coronavirus pandemic, as the management sees that the pandemic has an impact on customers' payment behavior and solvency. Considerable uncertainties are associated with the solvency of Ukrainian customers due to Russia's invasion in Ukraine. The solvency of Ukrainian customers has been evaluated separately, and preparations have been made for any insolvency by recognizing a credit loss allowance for the majority of Ukrainian customers' accounts receivable.

### AGEING ANALYSIS OF ACCOUNTS RECEIVABLE

2022	Accounts receivable	Allowance for credit losses	Carrying amount
<b>1,000 EUR</b>			
Not matured	41,636	-32	41,604
Matured 1-30 days ago	5,064	-20	5,044
Matured 31-60 days ago	479	-1	478
Matured 61-90 days ago	39	-1	38
Matured 91-180 days ago	50	-9	41
Matured more than 181 days ago	1,804	-1,730	74
<b>Total</b>	<b>49,072</b>	<b>-1,793</b>	<b>47,279</b>

#### 2021

1,000 EUR	Accounts receivable	Allowance for credit losses	Carrying amount
Not matured	54,036	-33	54,003
Matured 1-30 days ago	4,486	-18	4,468
Matured 31-60 days ago	239	-2	237
Matured 61-90 days ago	57	-1	56
Matured 91-180 days ago	188	-20	168
Matured more than 181 days ago	1,864	-1,885	-21
<b>Total</b>	<b>60,870</b>	<b>-1,959</b>	<b>58,911</b>

According to management's judgement accounts receivable do not involve significant credit loss risks. During the year, a total of EUR 0.7 (0.3) million was recognized as credit losses from accounts receivable. The amount includes the change in the expected credit loss allowance.

**ACCOUNTS RECEIVABLE AND OTHER RECEIVABLES**

Accounts receivable and other receivables are measured at amortized cost. When measuring accounts receivable, Aspo applies the simplified segment-specific model to determine expected credit losses, as permitted by IFRS 9 standard. The Group estimates expected credit losses using an experience-based matrix which takes into account the age structure of receivables, each segment's credit loss history from previous years, the market area and the customer base.

Accounts receivable and contract assets are derecognized as final credit losses when it is determined that it is reasonably certain that no payment will be obtained due to for example the bankruptcy of the client. Credit losses are included in operating profit on net basis. If subsequently payments relating to final credit losses are received, they are credited from the same profit and loss account.

## 4.6 Accounts payable and other liabilities

**ACCOUNTS PAYABLE AND OTHER LIABILITIES**

1,000 EUR	2022	2021
Accounts payable	38,805	48,218
Advances received	1,481	1,695
Salaries and social security contributions	11,203	10,921
Employer contributions	1,415	1,370
Accrued interest	2,181	1,450
VAT liability	3,612	3,987
Other current liabilities	550	1,011
Other current deferred liabilities	11,858	9,425
<b>Total</b>	<b>71,105</b>	<b>78,077</b>

## 4.7 Provisions

**NON-CURRENT PROVISIONS**

1,000 EUR	Tax provisions	Restoration provisions	Pension provisions	Total
December 31, 2021	10	466	110	586
Change in provisions	9		-9	0
<b>December 31, 2022</b>	<b>19</b>	<b>466</b>	<b>101</b>	<b>586</b>

**CURRENT PROVISIONS**

1,000 EUR	Other provisions
December 31, 2021	77
Change in provisions	-19
<b>December 31, 2022</b>	<b>58</b>

Non-current provisions include a restoration provision relating to the Rauma terminal area and reported in the Telko segment. Rauma Terminal Services Oy, a company belonging to Aspo Group, is obligated to restore the land areas leased from the Town of Rauma, so that they are in the same condition as before the lease. The obligation is expected to be realized in 2030, when the land lease agreement ends. The pension provisions relate to direct pension liabilities granted by the Group. The current other provisions relate to the discontinuation of Telko's operations in Azerbaijan.

**PROVISIONS**

A provision is recognized in the balance sheet if the Group has, as a result of a past event, a present legal or constructive obligation that will probably have to be

settled, and the amount of the obligation can be reliably estimated. The amount recognized as a provision is the present value of the costs that are expected to occur when settling the obligation.

## 4.8 Deferred taxes

### DEFERRED TAX ASSETS

1,000 EUR	2022	2021
Leases	74	87
Employee benefits	24	21
Allowance for credit losses	102	108
Other provisions	93	100
Losses carried forward		145
Other temporary differences	37	184
<b>Total</b>	<b>330</b>	645

### CHANGES IN DEFERRED TAX ASSETS

1,000 EUR	2022	2021
Deferred tax assets, Jan 1	645	441
Items recognized in the statement of comprehensive income		
Leases	-13	17
Employee benefits	3	21
Allowance for credit losses	-6	-9
Other provisions	-7	96
Losses carried forward	-73	61
Other temporary differences	55	18
Impairment, operations in east	-256	
Divestments	-18	
<b>Deferred tax assets, Dec 31</b>	<b>330</b>	645

During the 2022 financial year, the most significant change in deferred tax assets related to impairment losses recognized in conjunction with the classification of the eastern operations as held for sale. During the 2021 financial year, the most significant change in deferred tax assets of EUR 0.1 million related to the recognition of the restoration provision for the Rauma terminal.

No deferred tax assets have been recognized on the losses carried forward of EUR 52.7 (48.7) million incurred by the Finnish Group companies. The utilization period of these losses is 10 years, and a portion of them expires each year. Also new losses arise each year.

The Group had EUR 0.6 (2.8) million losses carried forward in foreign subsidiaries, for which no deferred tax assets have been recognized because the Group is unlikely to accumulate taxable income against which the losses could be utilized before they expire. The loss expiry period varies from one country to another, while some losses do not expire within the scope of the current legislation.

## DEFERRED TAX LIABILITIES

1,000 EUR	2022	2021
Depreciation in excess of plan and Swedish tax reserves	1,434	1,461
Tangible and intangible assets	4,417	2,700
Retained earnings of foreign subsidiaries	1,069	1,042
Other temporary differences	26	38
<b>Total</b>	<b>6,946</b>	5,241

## CHANGES IN DEFERRED TAX LIABILITIES

1,000 EUR	2022	2021
Deferred tax liabilities, Jan 1	5,241	4,319
Items recognized in the statement of comprehensive income		
Depreciation in excess of plan and Swedish tax reserves	-122	18
Tangible and intangible assets	-390	-140
Retained earnings of foreign subsidiaries	27	1,042
Other temporary differences	661	-30
Acquisitions	2,202	32
Transfer to liabilities held for sale, operations in east	-673	
<b>Deferred tax liabilities, Dec 31</b>	<b>6,946</b>	5,241

During the financial year, a deferred tax liability of EUR 1.1 (1.0) million in total was recognized based on the retained earnings of the Estonian subsidiaries of Telko and Leipurin. A deferred tax liability of EUR 1.8 (1.8) million has not been recognized based on the retained earnings of foreign subsidiaries because they are permanently invested in the countries in question.

## ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENT

The recognition of deferred tax assets involves estimates because their realization during upcoming years requires taxable income, against which the benefit can be used.

On each closing date, the Group estimates whether taxable income against which deferred tax assets can be used will be accumulated in the future at a sufficient probability. The estimate is based on a long-term plan and profit forecast prepared by the management. The realization of the tax benefit and the recognition of deferred tax assets are affected by the future prof-

itability of the Group's business operations and any changes in the tax legislation. Deferred tax assets have not been recognized for tax losses, the use of which involves uncertainties.

Deferred tax liabilities have not been recognized from the undistributed profits of the Finnish Group companies, because this profit can be distributed without any tax consequences. Furthermore, the Group does not recognize deferred tax liabilities from the undistributed profit of its foreign subsidiaries, insofar as it is not probable that the temporary difference is not dissolved in the foreseeable future.

## DEFERRED TAXES

Deferred tax assets and liabilities are calculated from temporary differences between accounting and taxation by applying the applicable tax rate at the reporting date or by using a future substantively enacted tax rate. Temporary differences arise e.g., from provisions,

differences in depreciation and from taxable losses carried forward. Deferred tax assets are recognized from taxable losses carried forward and other temporary differences only to the extent that it is likely that they can be utilized in the future.

## 5 OTHER NOTES

### 5.1 Financial risks and the management of financial risks

#### FINANCIAL RISK MANAGEMENT PRINCIPLES AND ORGANIZATION

The function of Aspo Group's financial risk management is to protect the operating margin and cash flows, and effectively manage fund-raising and liquidity. The Group aims to develop the predictability of the results, future cash flows, and capital structure, and continuously adapt its operations to changes in the operating environment.

Financial risk management is based on the treasury policy approved by the Board of Directors, which defines the main principles for financial risk management in Aspo Group. The treasury policy defines general risk management objectives, the relationship between the Group's parent company and business units, the division of responsibility, and risk management-related reporting requirements. The treasury policy also defines the operating principles related to the management of currency risks, interest rate risks, and liquidity and refinancing risks.

Together with the Chief Financial Officer, Aspo's CEO is responsible for the implementation of financial risk management in accordance with the treasury policy approved by the Board of Directors. The business units are responsible for recognizing their own financial risks and managing them together with the parent company in accordance with the Group's treasury policy and more detailed instructions provided by the parent company.

Information about liquidity and refinancing risk can be found in Note 2.4 Maturity.

#### MARKET RISKS

##### Currency risk

Aspo Group has companies in 19 countries, and the operations take place in 14 different currencies. The Group's currency risk consists of foreign currency-denominated internal and external receivables and liabilities, estimated currency flows, derivative contracts and translation risks related to results and capital. The target of Aspo Group is to decrease the uncertainty related to fluctuations in results, cash flows and balance sheet items.

At the business unit level, currency risk mainly occurs when a unit sells products and services with its domestic currency, but the costs are realized in a foreign currency. In Aspo Group, a significant part of the net sales of Telko and Leipurin have come from eastern markets, although the region's share of the Group's total net sales has decreased, especially due to Russia's invasion in Ukraine in 2022. Up to half of Leipurin's purchases in the eastern markets are made in the local currency. For Telko, euro-denominated imports account for the majority of purchases in the eastern markets. Aspo's highest exchange rate risk concerns the Russian ruble. If the ruble weakened against the euro, the net sales of the Telko and Leipurin segments generated in Russia would decrease. Then again, if the ruble strengthened, net sales would increase. The Russian companies of Telko and Leipurin also hold significant euro-denominated cash and cash equivalents,

the translation of which generates foreign exchange rate losses when the value of the euro decreases in relation to the ruble. During 2022, the Russian ruble strengthened in relation to the euro, driven especially by rising oil prices.

At the reporting date, Aspo Group's currency position mainly consisted of internal and external interest-free and interest-bearing receivables and liabilities denominated in foreign currencies. Interest-bearing liabilities are mainly denominated in euro.

#### LOANS AND OVERDRAFT FACILITIES IN USE BY CURRENCY

1,000 EUR	2022	2021
EUR	171,179	162,165
USD	947	886
PLN		795
<b>Total</b>	<b>172,126</b>	163,846

Most of Aspo Group's accounts receivable are denominated in euro. The accounts receivable denominated in the Swedish and Danish krona comprise the next largest items. The proportion of Sweden increased significantly due to the acquisition of Kobia by Leipurin. The share of accounts receivable and accounts payable denominated in USD is also significant, especially in the Telko segment, because part of raw materials are purchased in USD. In addition, part of ESL Shipping's transactions is carried out in USD, and certain fuel purchases are denominated in USD. Accounts receivable in Russia have been classified as assets held for sale. ESL Shipping's new electric hybrid vessel investments and upcoming sales are denominated in euro.

## ACCOUNTS RECEIVABLE BY CURRENCY

1,000 EUR	2022	2021
EUR	34,660	41,442
SEK	5,304	2,514
DKK	2,532	2,441
PLN	471	366
RUB		3,665
UAH	140	3,353
USD	1,965	2,770
Other	2,207	2,360
<b>Total</b>	<b>47,279</b>	58,911

## ACCOUNTS PAYABLE AND ADVANCES RECEIVED BY CURRENCY

1,000 EUR	2022	2021
EUR	30,236	37,788
SEK	4,413	2,255
DKK	519	368
PLN	48	59
RUB	-4	2,576
UAH	256	564
USD	2,599	5,082
Other	2,219	1,221
<b>Total</b>	<b>40,286</b>	49,913

### ITEMS DENOMINATED IN FOREIGN CURRENCIES

Transactions denominated in foreign currencies are recorded at the exchange rates at the transaction dates. Receivables and liabilities denominated in foreign currencies, outstanding at the end of the financial year are translated using the exchange rates at the reporting date. The gains and losses arisen from foreign currency denominated transactions and the translation of monetary items are recognized in profit and loss. Foreign exchange gains and losses related to

business operations are included in the corresponding items in operating profit. Foreign exchange gains and losses arisen from loans denominated in foreign currencies are included in financial income and expenses.

Aspo has internal non-current loans to subsidiaries, which have been classified as net investments in foreign operations, in accordance with IAS 21 standard. The unrealized foreign exchange gains and losses arising from these net investments are recognized in other comprehensive income.

## EQUITY OF FOREIGN SUBSIDIARIES BY CURRENCY

1,000 EUR	Equity 2022	Equity 2021
EUR	31,345	27,330
SEK	11,639	5,166
DKK	8,228	6,410
RUB	20,500	16,605
NOK	71	451
UAH	408	5,020
PLN	3,647	3,180
BYN	741	362
CNY	2,050	1,790
KZT	818	81
AZN	-419	-338
IRR	-187	-176
UZS	392	219
RON	-287	-91
<b>Total</b>	<b>78,946</b>	66,009

Aspo Group has made investments in foreign subsidiaries. In addition to direct investments, the equity of the foreign subsidiaries changes based on their business results. The total equity of the Group's foreign subsidiaries at the reporting date was EUR 78.9 (66.0) million. Ruble-denominated investments of EUR 20.5 (16.6) million in subsidiaries operating in Russia were the biggest foreign currency investment. Despite the significant share of equity being denominated in the Russian ruble, the Group deems that diversification is at a sufficient level, and there is no need to hedge the translation position associated with the equities of its foreign subsidiaries. The table shows the Group's share in the subsidiaries' equity by currency.

The Group's internal non-current loan receivables from Telko's Belarusian, Ukrainian and Kazakhstani subsidiaries have initially been classified as non-current net investments in foreign operations in accordance with IAS 21 standard. The total amount of these loan receivables is EUR 5.2 (8.1) million.

During the 2022 financial year, the Belarusian company repaid its outstanding balance of EUR 0.8 million in full, and the Ukrainian company repaid its loan by EUR 2.0 million. During the 2021 financial year, non-current internal loan receivables from Ukraine were repaid by EUR 3.6 million, and EUR 0.8 million of the non-current loan receivables from Belarus were converted into the Belarusian company's equity. As a result of the loan repayments, the loans in Ukraine and Belarus are no longer treated as net investments in foreign units, and the exchange rate differences related to them have been included in the income statement after the change in the classification.

### Interest rate risk

To finance its operations, Aspo Group uses both fixed-rate and floating-rate borrowings the latter of which causes an interest rate risk in Aspo Group's cash flow and profit when changes in the interest rate level take place. In addition to fixed-rate borrowings, Aspo Group uses interest rate derivatives to decrease a possible growth in future cash outflows caused by an increase in short-term market interest rates. On December 31, 2022, the Group's interest-bearing liabilities totaled EUR 189.3 (187.3) million and cash and cash equivalents stood at EUR 33.6 (17.7) million, including the cash and cash equivalents and interest-bearing liabilities classified as held for sale. The share of lease liabilities included in the amount of interest-bearing liabilities was EUR 17.1 (21.9) million. Aspo Group's debt portfolio is reviewed with regard to average interest rate, the duration of interest rate position and average loan maturity. On the balance sheet date, the average interest rate on interest-bearing liabilities, excluding lease liabilities, was 3.3% (1.4%), the duration of interest rate position was 0.6 years (0.6), the average loan maturity was 2.7 years (2.7).

### SENSITIVITY TO MARKET RISKS

Aspo Group is exposed to interest rate and currency risks via financial assets and liabilities, in the balance sheet on the reporting date. Market risks may also have an impact on Aspo Group through items other than financial instruments. The oil price has an impact on Aspo Group's financial performance through transportation costs. The Group has hedged against this risk by means of contractual clauses. The fluctuations in raw material prices for chemicals and food also affect the Group's financial performance.

The currency position varies during the financial year and, accordingly, the position included in the balance sheet on the reporting date does not necessarily reflect the situation during the financial year. The profit and loss impact of foreign currency denominated sales and purchase transactions made during the financial year is not taken into account in the sensitivity analysis.

## SENSITIVITY ANALYSIS FOR FOREIGN CURRENCY AND INTEREST RATE RISK

1,000 EUR	2022		2021	
	Profit and loss	Equity	Profit and loss	Equity
<b>Currency risk</b>				
+ 30% strengthening of EUR against RUB	2,915	-4,731	396	-3,809
- 30% weakening of EUR against RUB	-5,414	8,786	-735	7,074
<b>Interest rate risk</b>				
Change of +100 basic points in the market interest rates	-1,559		-1,469	
Change of -100 basic points in the market interest rates	1,564		1,472	

The sensitivity analysis is used to analyze the impact of market trends on measurements. The fluctuation between the Russian ruble and euro is the most significant factor causing currency risks to the Group. In the sensitivity analysis, the effects in the statement of comprehensive income are calculated as before taxes.

The sensitivity analysis regarding changes in the euro/Russian ruble exchange rate is based on the following assumptions:

- The exchange rate change of +/-30 percentage.
- The position includes the ruble denominated financial assets and liabilities of companies that use the euro as their functional currency and the euro-denominated financial assets and liabilities of subsidiaries operating in Russia, i.e. accounts receivable and other receivables, loans and overdraft facilities used, accounts payable and other liabilities, as well as cash and cash equivalents on the reporting date.
- Future cash flows are not considered in the position.

The equity sensitivity analysis covers the equity of the Russian subsidiaries with regard to the currency risk.

The sensitivity calculation resulting from changes in interest rates is based on the following assumptions:

- The interest level changes by one percentage point.
- The position includes floating-rate interest-bearing financial liabilities and assets.
- The calculation is based on balance sheet values on the reporting date, and changes in capital during the year are not taken into account.

## CREDIT AND COUNTERPARTY RISKS

The Group has credit risk from accounts receivable. Telko and Leipurin segments have an international and highly diversified customer base, and no considerable customer risk concentrations exist. However, accounts receivable in Ukraine carry a higher risk due to Russia's invasion, and preparations have been made for any insolvency among customers through credit loss allowance.

ESL Shipping's accounts receivable derive from long-term customer relationships with creditworthy companies. The turnover rate of its accounts receivable is high. All segments hedge against credit risks by using, when necessary, payment terms based on advance payments and bank guarantees.

Aspo Group aims to have a low cash and cash equivalents balance. The counterparty risk is managed by selecting well-known and financially solvent domestic and international banks as counterparties. Excess funds are invested in bank deposits and short-term money market instruments. The Group has cash and cash equivalents in eastern markets that have been classified as held for sale and that are restricted cash and cash equivalents in accordance with IAS 7 standard, for further information refer to Note 2.2. Cash and cash equivalents. The derivative contract-based counterparty risk is managed by selecting well-known and solvent Nordic banks as counterparties.

## 5.2 Related parties

### RELATED PARTIES AND MANAGEMENT COMPENSATION

The subsidiaries and associated companies, which are related parties of Aspo Group are presented in Note 1.1 Group structure, and further information about associated companies can be found in Note 3.3 Associated companies. The related parties also include key management personnel i.e., members of the Board of Directors and the Group Executive Committee and their close family members as well as any entities under their control. Information about the members of the Board and the Group Executive Committee is available in the Governance section, where also information on Aspo's hybrid bond subscribed by the related parties is presented.

### EXPENSES FOR KEY MANAGEMENT COMPENSATION

1,000 EUR	2022	2021
Salaries and other short-term employee benefits	2,574	2,196
Post-employment benefits	503	518
Termination benefits	461	1,420
Share-based payments	1,059	671
<b>Total</b>	<b>4,597</b>	4,805

Aki Ojanen was Aspo Group's CEO until August 15, 2021. Expenses of EUR 1.4 million were recognized in 2021 regarding Ojanen's retirement, and they are presented under Termination benefits in the table above. In February 2022, the Board of Directors granted share-based payments of EUR 0.5 million to Ojanen that were recognized in 2022.

### SALARIES AND BENEFITS OF BOARD MEMBERS AND CEO

1,000 EUR	2022		2021	
	Salaries and remunerations	Pensions	Salaries and remunerations	Pensions
CEO Jansson Rolf, salaries	437		157	
CEO Jansson Rolf, bonuses	78			
CEO Jansson Rolf, pensions		87		26
CEO Jansson Rolf, share-based payments	152			
CEO Ojanen Aki, salaries			445	
CEO Ojanen Aki, bonuses			141	
CEO Ojanen Aki, pensions				198
CEO Ojanen Aki, termination benefits	461		1,420	
Board of Directors:				
Westerlund Heikki, Chairman of the Board*	69		61	
Nyberg Gustav, Chairman of the Board**			19	
Kaario Mammu, Vice Chairman of the Board	54		53	
Allam Patricia***	38		26	
Kolunsarka Tapio****	27			
Laine Mikael	38		36	
Pöyry Salla	37		37	
Vehmas Tatu	42		40	
<b>Total</b>	<b>1,433</b>	<b>87</b>	2,435	224

\*Chairman of the Board since April 8, 2021. Member of the Board from May 4, 2020 until April 8, 2021.

\*\*Chairman of the Board until April 8, 2021.

\*\*\*Member of the Board since April 8, 2021

\*\*\*\*Member of the Board since April 6, 2022

Pension benefits include both statutory and voluntary pension payments. The current CEO Rolf Jansson's pension benefits are statutory.

### OTHER BENEFITS

The current CEO is entitled to a statutory pension, and the retirement age is determined according to the statutory earnings-related pension scheme. The period of notice applied to the employment relationship of the CEO is six months. If notice is given by the company, a severance pay corresponding to six months' salary will be paid in addition to the salary for the notice period.

## 5.3 Share-based payments

### SHARE-BASED PAYMENT EXPENSES RECOGNIZED

1000 €	2022	2021
Recognized in employee benefit expenses	1,829	1,126

Aspo has three valid share-based incentive schemes the expenses of which are recognized during a period of three years. In February 2022, the Board of Directors granted share-based payments of EUR 0.5 million to Aspo's previous CEO Aki Ojanen that were recognized in 2022.

#### Share-based incentive plan 2022–2024

On February 16, 2022, Aspo Plc's Board of Directors decided to establish a new share-based incentive plan for 2022–2024. The aim of the plan is to combine the objectives of the shareholders and key employees in order to increase the value of the company in the long term, to retain key employees in the company, and to offer them a competitive reward plan based on earning and accumulating the company's shares.

The share-based incentive plan consists of three earnings periods, with the earned reward being based on the Group's earnings per share (EPS) and two sustainability indicators. Participation in the scheme and obtaining rewards require that participants allocate the freely transferable company shares they hold to the plan or acquire the company's shares up to the quantity determined by the Board of Directors.

The share-based incentive plan is directed at a maximum of 30 people, including the members of the Group Executive Committee. The potential reward will be paid partly in the company's shares and partly in cash in 2023, 2024 and 2025.

The rewards payable based on the plan correspond to a maximum total value of 400,000 Aspo Plc shares, also including the proportion to be paid in cash.

For the 2022 earnings period, the targets were met at 90% overall.

#### Share-based incentive plan 2021–2023

On February 11, 2021, Aspo's Board of Directors decided to continue the share-based incentive plan for the Group's key personnel by establishing a share-based incentive plan for 2021–2023. The aim of the plan is to combine the objectives of the shareholders and key employees in order to increase the value of the company in the long term, to retain key employees in the company, and to offer them a competitive reward plan based on earning and accumulating the company's shares. The share-based incentive plan is directed at around 20 people, including the members of the Group Executive Committee.

The EPS target, acting as an earnings criterion for the share-based incentive plan, was fully met during the 2021 financial year. In March 2022, based on the share-based incentive plan, a total of 89,400 treasury shares were transferred, and an amount equaling the value of the shares was paid in cash to cover taxes. Shares paid as a reward may not be transferred during the restriction period, which ends on December 31, 2023.

#### Share-based incentive plan 2020

In June 2022, Aspo's Board of Directors granted 20,000 Aspo shares to Aspo's CEO Rolf Jansson based on the share-based incentive plan for 2020 and the conditions of the CEO's contract of service. 10,000 of the shares and an amount of cash equaling their value to cover taxes were transferred in June and at the same time, Jansson acquired 10,000 shares from the markets at his own expense in accordance with the contract. A second transfer of equal quantity will take place in 2023.

### SHARE-BASED INCENTIVE PLAN

	Board decision date	Grant date	Transfer date	Number of shares granted	Share price on grant date, EUR	Share price on transfer date, EUR
Restricted share plan 2020	17.6.2020	14.6.2022	16.6.2022	10,000	7.83	7.59
	17.6.2020	14.6.2022		10,000	7.83	
Share-based incentive plan 2021–2023	11.2.2021	1.4.2021	23.3.2022	67,100	8.99	6.72
	16.2.2022	16.2.2022	23.3.2022	22,300	10.34	6.72
Share-based incentive plan 2022–2024	16.2.2022	30.5.2022			7.48	

**SHARE-BASED PAYMENTS**

The Group has share-based management incentive plans, where part of the reward is settled in shares and part in cash. These plans include net payment features for meeting withholding tax obligations. Assigned shares are measured at fair value at the time of assignment and recognized in the statement of comprehensive income as costs over the vesting period of the incentive plan. Other than market-based condi-

tions (e.g. profitability and profit growth target) are not included in the fair value but taken into account when determining the number of shares to which a right is assumed to be generated by the end of the vesting period. For the portion settled in shares the expense is recognized as an employee benefits expense, with a corresponding increase in equity. Also the portion paid in cash is classified as equity settled and recognized in equity at the grant date market value.

## 5.4 Contingent assets and liabilities, and other commitments

**OTHER COMMITMENTS****Collaterals and commitments**

As part of their ordinary business activities, Aspo and some of its subsidiaries sign different kinds of agreements under which guarantees are offered to third parties on behalf of these subsidiaries. Such agreements are primarily made in order to support or improve Group companies' creditworthiness and facilitate the availability of sufficient financing.

**COLLATERAL FOR OWN DEBT AND OTHER COMMITMENTS**

1,000 EUR	2022	2021
Mortgages given	97,000	129,000
Guarantees	7,455	12,456
<b>Total</b>	<b>104,455</b>	141,456
<b>Other commitments</b>	<b>26,762</b>	22,917

The mortgages given are associated with loan agreements to finance certain vessel investments of ESL Shipping, and they represent the amount of mortgages as at the loan agreements' signing date. On the closing date, the corresponding loan capital was EUR 51.6 (64.5) million. Other commitments consist mainly of commitments relating to temporary maritime personnel of time-chartered vessels.

**CONTINGENT ASSETS AND LIABILITIES****Contingent liability related to the divestment of Kauko**

Based on the agreement on the sale of Kauko Oy's shares Aspo is responsible for an old debt established in 2016–2018 to Chinese companies that have not invoiced their receivables. Kauko has aimed to contribute to the collection of the debt, but to no avail. In the company's view, it is not likely that the counterparty will require the company to repay its debt, and the liability of EUR 0.5 million has not been recognized on Aspo's balance sheet.

**Tax positions**

Due to local tax audits or clarification requests, Aspo has some uncertain tax positions, as the tax authority has summoned the company's claims for deductible items in tax returns. Concerning each case, Aspo has assessed whether the tax authority's interpretations are justified and, if necessary, adjusted the recognized amounts to correspond with the expected payable amounts. Although management believes that these cases will not result in any significant additional recognitions in addition to previously recognized amounts, the final amounts may differ from the estimated amounts.

**Legal proceedings**

Aspo Group companies are parties to some legal proceedings and disputes associated with regular business operations. The financial impact of these proceedings and disputes cannot be estimated for certain but, on the basis the information available and taking into account the existing insurance cover and provisions made, Aspo management believes that they do not have any material adverse impact on the Group's financial position.

## 5.5 Events after the financial year

On January 17, 2023, Leipurin signed a binding preliminary agreement to sell all shares in its subsidiaries in Russia, Belarus and Kazakhstan to Timur Akhiyarov. Russian-born Akhiyarov will invest in Leipurin's operations in eastern markets as a private investor. The sales price is approximately EUR 8.4 million. Rights to Leipurin's name and trademarks are not included in the transaction. The transaction still needs to be approved by the local authorities.

The Belarusian subsidiaries of Telko and Leipurin have been added to the list of companies whose transfer of shares are prohibited by a decision issued by the Council of Ministers of Belarus at the end of January 2023. Because of this, it is deemed unlikely that the sale of Telko's Belarusian business would proceed. This does not change Aspo Group's previously published assessment of the financial effects of the divestment. Leipurin's Belarusian subsidiary is part of an agreement according to which the share capitals of Leipurin's subsidiaries in Russia, Belarus and Kazakhstan would be sold to the same buyer. The decision of the Council of Ministers of Belarus does not change the previously published assessment of the financial effects of the transaction, nor does it prevent the sale of Leipurin's Russian and Kazakh subsidiaries.

In January 2023, Telko acquired a Polish distribution company Eltrex. Eltrex is a distributor of specialty chemicals and industrial packaging materials, and its annual net sales are approximately 8 million euros and operating profit slightly under one million euros.

On February 9, 2023, Leipurin completed a sale and lease back agreement for its warehouse property in Gothenburg, Sweden. The property came into Leipurin's ownership via the Kobia acquisition that took place on 1 September 2022. The buyer of the property is Revelop, a Swedish real estate investor. As a result of the sale and lease back transaction, Aspo recognizes a sales gain of approximately EUR 0.4 million. According to the terms of the agreement, Leipurin leases the property for five years. The transaction is close to cost neutral, as the depreciation expense of the assets owned will be replaced by depreciation and interest expense for the leased assets of similar size.

## 5.6 Changes in IFRS standards

### NEW AND AMENDED STANDARDS ADOPTED DURING THE FINANCIAL YEAR

No new standards or amendments to standards have been adopted by the Group for the first time in the annual reporting period commencing January 1, 2022.

### CHANGES IN IFRS STANDARDS AND IFRIC INTERPRETATIONS, THAT BECOME EFFECTIVE EARLIEST IN THE NEXT FINANCIAL YEAR

The Group will adopt the following changes in standards when they become effective:

- *Classification of Liabilities as Current or Non-Current – Amendment to IAS 1*, which will become effective on January 1, 2023. The amendment clarifies that the classification of loans as current or non-current should be based on rights that are in existence at the end of the reporting period and that the classification is unaffected by management's expectations or events after the reporting date. The amendment may have an impact on the classification of Aspo's loans as current and non-current.
- Amendments to IFRS 10 and IAS 28 – *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*. The amendments to IFRS 10 and IAS 28 deal with situations where there is a sale or contribution of assets between an investor and its associate or joint venture. The effective date of the amendments has yet to be set by the IASB. Management expects that the adoption of the amendments may have an impact on the consolidated financial statements in future financial years, if such transactions occur.
- Amendments to IAS 1 and IFRS Practice Statement 2 *Disclosure of Accounting Policies*: A description of material accounting policy information is added to the standard. Accounting policy information is material when, it can reasonably be expected to influence decisions that the primary users make on the basis of those financial statements. Accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. The Board has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in IFRS Practice Statement 2. The amendments to IAS 1 are effective on 1 January 2023. The amendments to IFRS Practice Statement 2 do not contain an effective date or transition requirements.
- Amendments to IAS 8 *Definition of Accounting Estimates*, which become effective on January 1, 2023. The amendments replace the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". However, the change will concern the following: a change in accounting estimate that results from new information or new developments is not a correction of an error, and that the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if

they do not result from the correction of prior period errors. These terminological changes are not expected to have any impact on Aspo's consolidated financial statements.

- Amendments to IAS 12 *Deferred Tax related to Assets and Liabilities Arising from a Single Transaction*. Under the amendments, an entity does not apply the initial recognition exemption for transactions that give rise to equal taxable and deductible temporary differences. The amendment may have an impact on the consolidated financial statements upon recognition of a lease liability and the corresponding right-of-use asset applying IFRS 16 at the commencement date of a lease. However, the change is not expected to have any particularly significant impact on Aspo, as the Group's lease agreements are mainly related to vessels that are within the scope of tonnage taxation, and no deferred taxes are therefore recognized on them. For Aspo Plc and the Leipurin segment, the recoverability criteria are not met regarding deferred tax receivables, which means that the amendment only concerns Telko's lease agreements. The amendments are effective on January 1, 2023, and comparative period's information is restated.
- Amendments to IFRS 16 *Leases—Lease Liability in a Sale and Leaseback*. The amendments clarify how a seller-lessee subsequently measures sale and leaseback transactions that satisfy the requirements in IFRS 15 to be accounted for as a sale. These amendments require a seller-lessee to subsequently measure lease liabilities arising from a leaseback in a way that it does not recognise any amount of the gain or loss that relates to the right of use it retains. The new requirements do not prevent a seller-lessee from recognising in profit or loss any gain or loss relating to the partial or full termination of a lease. The amendments are effective for annual reporting periods beginning on or after 1 January 2024. Earlier application is permitted. Management expects that the adoption of the amendments may have an impact on the consolidated financial statements in future financial years, if such transactions occur.

# Parent company's financial statements

## Parent company's income statement

EUR	Note	Jan 1–Dec 31, 2022	Jan 1–Dec 31, 2021
<b>Net sales</b>	1.1	<b>628,666.56</b>	600,500.00
Other operating income	1.2	<b>698,117.32</b>	671,340.89
Employee benefit expenses	1.3	<b>-2,982,759.80</b>	-3,865,217.34
Depreciation and amortization	1.4	<b>-30,117.42</b>	-36,264.21
Other operating expenses	1.5	<b>-3,487,439.99</b>	-4,090,695.34
<b>Operating loss</b>		<b>-5,173,533.33</b>	-6,720,336.00
Financial income and expenses	1.6	<b>10,217,916.42</b>	19,609,939.70
<b>Profit before appropriations and taxes</b>		<b>5,044,383.09</b>	12,889,603.70
Appropriations	1.7	<b>2,500,000.00</b>	3,030,000.00
<b>Profit for the period</b>		<b>7,544,383.09</b>	15,919,603.70

# Parent company's balance sheet

## ASSETS

EUR	Note	Dec 31, 2022	Dec 31, 2021
<b>Non-current assets</b>			
Intangible assets	2.1	<b>29,382.32</b>	55,329.08
Tangible assets	2.1	<b>106,538.75</b>	80,150.78
Investments	2.2	<b>81,818,131.57</b>	83,404,469.90
<b>Total non-current assets</b>		<b>81,954,052.64</b>	83,539,949.76
<b>Current assets</b>			
Receivables from Group companies, non-current	2.3	<b>102,773,786.00</b>	102,038,786.00
Receivables from Group companies, current	2.3	<b>15,696,075.74</b>	15,644,787.11
Other current receivables	2.3	<b>384,580.49</b>	330,861.25
Cash and cash equivalents		<b>9,437,636.18</b>	6,040,476.12
<b>Total current assets</b>		<b>128,292,078.41</b>	124,054,910.48
<b>Total assets</b>		<b>210,246,131.05</b>	207,594,860.24

## EQUITY AND LIABILITIES

EUR	Note	Dec 31, 2022	Dec 31, 2021
<b>Equity</b>			
Share capital	2.4	<b>17,691,729.57</b>	17,691,729.57
Share premium reserve	2.4	<b>4,351,173.64</b>	4,351,173.64
Invested unrestricted equity reserve	2.4	<b>21,370,305.29</b>	21,324,170.25
Retained earnings	2.4	<b>14,429,524.05</b>	12,363,542.64
Profit for the period		<b>7,544,383.09</b>	15,919,603.70
<b>Total equity</b>		<b>65,387,115.64</b>	71,650,219.80
<b>Provisions</b>	2.5	<b>318,262.50</b>	253,328.00
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Bonds	2.6	<b>14,982,968.75</b>	14,973,158.75
Hybrid bond	2.6	<b>30,000,000.00</b>	20,000,000.00
Loans from financial institutions	2.6	<b>72,500,000.00</b>	75,000,000.00
Loans from Group companies	2.6		854,000.00
<b>Total non-current liabilities</b>		<b>117,482,968.75</b>	110,827,158.75
<b>Current liabilities</b>			
Liabilities to Group companies	2.7	<b>11,803,547.40</b>	14,008,818.94
Loans from financial institutions	2.7	<b>12,500,000.00</b>	7,500,000.00
Accounts payable		<b>32,355.69</b>	213,911.07
Other liabilities		<b>67,580.94</b>	75,932.89
Deferred liabilities	2.7	<b>2,654,300.13</b>	3,065,490.79
<b>Total current liabilities</b>		<b>27,057,784.16</b>	24,864,153.69
<b>Total liabilities</b>		<b>144,540,752.91</b>	135,691,312.44
<b>Total equity and liabilities</b>		<b>210,246,131.05</b>	207,594,860.24

# Parent company's cash flow statement

EUR	Jan 1–Dec 31, 2022	Jan 1–Dec 31, 2021
<b>Cash flows from/used in operating activities</b>		
Operating loss	<b>-5,173,533.33</b>	-6,720,336.00
Adjustments to operating loss	<b>95,051.92</b>	288,247.82
Change in working capital	<b>-999,185.97</b>	1,326,107.36
Interest paid	<b>-4,708,376.29</b>	-4,240,585.92
Interest received	<b>1,778,131.91</b>	1,826,814.97
Dividends received	<b>12,000,000.00</b>	20,900,000.00
<b>Net cash from operating activities</b>	<b>2,992,088.24</b>	13,380,248.23
<b>Cash flows from/used in investing activities</b>		
Investments in tangible and intangible assets	<b>-30,558.63</b>	
Proceeds from sale of subsidiary shares	<b>-968,600.00</b>	
Loans granted	<b>-48,200,000.00</b>	-18,300,000.00
Proceeds from loans	<b>47,465,000.00</b>	29,485,000.00
<b>Net cash used in investing activities</b>	<b>-1,734,158.63</b>	11,185,000.00

EUR	Jan 1–Dec 31, 2022	Jan 1–Dec 31, 2021
<b>Cash flows from/used in financing activities</b>		
Repayment of non-current loans from Group companies	<b>-854,000.00</b>	-1,430,571.36
Proceeds from non-current loans		25,000,000.00
Repayment of non-current loans	<b>-2,500,000.00</b>	-17,500,000.00
Change in current receivables from Group companies	<b>3,470,711.37</b>	-3,828,732.91
Change in current liabilities to Group companies	<b>-2,199,993.67</b>	-7,069,550.56
Proceeds from current loans	<b>10,000,000.00</b>	
Repayment of a bond loan		-11,000,000.00
Proceeds from issuance of commercial papers	<b>30,000,000.00</b>	28,000,000.00
Repayment of commercial papers	<b>-35,000,000.00</b>	-34,000,000.00
Proceeds from Hybrid bond issue	<b>30,000,000.00</b>	
Repayment of Hybrid bond	<b>-20,000,000.00</b>	
Group contributions received	<b>3,030,000.00</b>	2,360,000.00
Dividends paid	<b>-14,108,588.05</b>	-10,940,345.15
Proceeds from sale of treasury shares	<b>301,100.80</b>	
<b>Net cash used in financing activities</b>	<b>2,139,230.45</b>	-30,409,199.98
<b>Change in cash and cash equivalents</b>	<b>3,397,160.06</b>	-5,843,951.75
Cash and cash equivalents Jan 1	<b>6,040,476.12</b>	11,884,427.87
<b>Cash and cash equivalents at year-end</b>	<b>9,437,636.18</b>	6,040,476.12

The division of the cash flow statement for the previous financial year has been changed to correspond to the current financial year's division by transferring granted loans and repayments of loan receivables from cash flow from financing to cash flow from investments.

# Notes to the parent company's financial statements

## ACCOUNTING PRINCIPLES

### Basis of accounting

Aspo Plc's financial statements have been compiled in accordance with Finnish Accounting Standards (FAS). The accounting principles have not changed from the previous year. Aspo Plc is the parent company of Aspo Group. All figures in the financial statements are presented in full values. When appropriate, the financial statements of Aspo Plc comply with the Group's accounting principles based on IFRS. Below are described those accounting principles in which the financial statements of Aspo Plc differ from the accounting principles of the Group. The accounting principles for the consolidated financial statements are presented in the notes to the consolidated financial statements. When compiling the financial statements, the management of the company must, in accordance with valid regulations and good accounting practice, make estimates and assumptions that affect the measurement and accruing of financial statement items. The outcome may differ from the estimates.

### Investments

Subsidiary shares in investments in the company's non-current assets, as well as other shares and participations, are measured at the lower of the acquisition cost or the fair value.

### Leasing

Lease payments are recognized as rent expenses during the lease period and included in other operating expenses.

### Provisions

Provisions include items that are either based on contracts or otherwise binding obligations but have not yet realized. Changes in provisions are recognized in the income statement.

### Share-based payments

In the parent company's financial statements, share-based payment expenses are recognized as expenses for the financial year, during which the obligation to pay remunerations is generated. Share-based payment expenses are recognized as provisions if the shares have not been transferred yet. The right to tax deductibility is established

when the shares are transferred. The reward is settled partly in shares of the company and partly in cash, with cash being paid to fulfil the withholding tax obligation. The settlement of the reward in shares does not give rise to an accounting transaction.

### Income taxes

The income taxes in the income statement include taxes calculated on profit for the period based on Finnish tax legislation and considering losses carried forward, as well as adjustment of taxes from previous financial years.

### Hybrid bond

The hybrid bond is presented in the parent company's balance sheet as liabilities and the related interest is presented as financial expenses in the income statement.

### Cash pool arrangement

The Group has a cash pool arrangement, to facilitate an efficient liquid asset management between the parent and its subsidiaries. The cash pool balances of the subsidiaries are presented in the parent company's balance sheet as either cash pool receivables or liabilities.

### Measurement of financial instruments

Fair value measurement compliant with Chapter 5, section 2a of the Accounting Act is applied to the accounting treatment of financial derivatives, and changes in their fair value are entered in the income statement. Financial derivatives are measured at the market prices at the balance sheet date.

## 1.1 Net sales

### ■ NET SALES

EUR	2022	2021
Net sales	<b>628,666.56</b>	600,500.00
<b>Distribution of net sales by market area %</b>		
Finland	<b>100</b>	100

## 1.2 Other operating income

### ■ OTHER OPERATING INCOME

EUR	2022	2021
Rental income from Group companies	<b>627,386.21</b>	625,633.46
Other operating income	<b>70,731.11</b>	45,707.43
<b>Total</b>	<b>698,117.32</b>	671,340.89

## 1.3 Information about personnel and management

### ■ EMPLOYEE BENEFIT EXPENSES

EUR	2022	2021
Wages and salaries	<b>1,983,249.77</b>	2,853,243.03
Share-based payments	<b>440,562.11</b>	253,328.00
Profit bonus paid to the personnel fund	<b>19,202.64</b>	4,704.12
Pension expenses	<b>462,829.23</b>	651,337.65
Other social security expenses	<b>76,916.05</b>	102,604.54
<b>Total</b>	<b>2,982,759.80</b>	3,865,217.34

### ■ MANAGEMENT COMPENSATION

EUR	2022	2021
CEOs, salaries	<b>589,162.08</b>	604,592.91
CEO, share-based payments	<b>74,708.18</b>	
CEO, bonuses	<b>71,725.50</b>	140,820.88
Members of the Board of Directors, remunerations	<b>304,673.68</b>	242,400.00
<b>Total</b>	<b>1,040,269.44</b>	987,813.79

The CEO is entitled to a statutory pension, and the retirement age is determined according to the statutory earnings-related pension scheme.

### ■ AVERAGE NUMBER OF PERSONNEL DURING THE FINANCIAL YEAR

	2022	2021
Office staff	<b>9</b>	9

## 1.4 Depreciation and amortization

### DEPRECIATION AND AMORTIZATION

EUR	2022	2021
Amortization, other long-term expenditure	<b>25,946.76</b>	25,946.76
Depreciation, machinery and equipment	<b>4,170.66</b>	10,317.45
<b>Total</b>	<b>30,117.42</b>	36,264.21

## 1.5 Other operating expenses

### OTHER OPERATING EXPENSES

EUR	2022	2021
Rents	<b>867,178.28</b>	881,807.87
Administration and consultancy services	<b>2,000,091.65</b>	2,261,134.39
Other expenses	<b>620,170.06</b>	947,753.08
<b>Total</b>	<b>3,487,439.99</b>	4,090,695.34

### AUDITOR'S FEES

EUR	2022	2021
Audit fees	<b>73,863.33</b>	37,000.00
Other services	<b>20,840.50</b>	125,900.00
<b>Total</b>	<b>94,703.83</b>	162,900.00

The authorized public accountant firm Deloitte Oy is the company's auditor. The audit fee was EUR 74 (37) thousand. Other fees mainly consist of services related to sustainability reporting.

## 1.6 Financial income and expenses

### FINANCIAL INCOME AND EXPENSES

EUR	2022	2021
<b>Dividend income</b>		
From Group companies		
Total	<b>16,000,000.00</b>	21,900,000.00
<b>Other interest and financial income</b>		
From Group companies	<b>1,798,242.55</b>	1,826,616.38
Exchange rate gains	<b>576.08</b>	547.63
From others	<b>24,820.92</b>	241.46
<b>Total</b>	<b>1,823,639.55</b>	1,827,405.47
<b>Total financial income</b>	<b>17,823,639.55</b>	23,727,405.47
<b>Financial expenses</b>		
<b>Interest expenses and other financial expenses</b>		
To Group companies	<b>-34,429.08</b>	-29,817.49
To others	<b>-7,571,294.05</b>	-4,087,648.28
<b>Total</b>	<b>-7,605,723.13</b>	-4,117,465.77
<b>Total financial expenses</b>	<b>-7,605,723.13</b>	-4,117,465.77
<b>Total financial income and expenses</b>	<b>10,217,916.42</b>	19,609,939.70

Kauko Oy's sales loss of EUR 3.0 million is included in financial expenses in 2022.

## 1.7 Appropriations

### APPROPRIATIONS

EUR	2022	2021
Group contributions received	<b>2,500,000.00</b>	3,030,000.00
<b>Total</b>	<b>2,500,000.00</b>	3,030,000.00

## 2.1 Intangible and tangible assets

### ■ INTANGIBLE AND TANGIBLE ASSETS 2022

EUR	Intangible rights	Other long-term expenditure	Total intangibles	Land	Buildings	Machinery and equipment	Other tangible assets	Total tangibles
Acquisition cost, Jan. 1	201,058.04	135,459.44	336,517.48	1,387.55	12,142.02	170,841.18	73,097.83	257,468.58
Additions				520.00			30,038.63	30,558.63
<b>Acquisition cost, Dec. 31</b>	<b>201,058.04</b>	<b>135,459.44</b>	<b>336,517.48</b>	<b>1,907.55</b>	<b>12,142.02</b>	<b>170,841.18</b>	<b>103,136.46</b>	<b>288,027.21</b>
Accumulated depreciation, Jan. 1	-201,058.04	-80,130.36	-281,188.40		-12,142.02	-165,175.78		-177,317.80
Depreciation and amortization for the period		-25,946.76	-25,946.76			-4,170.66		-4,170.66
<b>Accumulated depreciation, Dec. 31</b>	<b>-201,058.04</b>	<b>-106,077.12</b>	<b>-307,135.16</b>		<b>-12,142.02</b>	<b>-169,346.44</b>		<b>-181,488.46</b>
<b>Carrying amount, Dec. 31, 2022</b>	<b>0.00</b>	<b>29,382.32</b>	<b>29,382.32</b>	<b>1,907.55</b>	<b>0.00</b>	<b>1,494.74</b>	<b>103,136.46</b>	<b>106,538.75</b>

### ■ INTANGIBLE AND TANGIBLE ASSETS 2021

EUR	Intangible rights	Other long-term expenditure	Total intangibles	Land	Buildings	Machinery and equipment	Other tangible assets	Total tangibles
Acquisition cost, Jan. 1	201,058.04	135,459.44	336,517.48	1,387.55	12,142.02	170,841.18	73,097.83	257,468.58
<b>Acquisition cost, Dec. 31</b>	<b>201,058.04</b>	<b>135,459.44</b>	<b>336,517.48</b>	<b>1,387.55</b>	<b>12,142.02</b>	<b>170,841.18</b>	<b>73,097.83</b>	<b>257,468.58</b>
Accumulated depreciation, Jan. 1	-201,058.04	-54,183.60	-255,241.64		-12,142.02	-154,858.33		-167,000.35
Depreciation and amortization for the period		-25,946.76	-25,946.76			-10,317.45		-10,317.45
<b>Accumulated depreciation, Dec. 31</b>	<b>-201,058.04</b>	<b>-80,130.36</b>	<b>-281,188.40</b>		<b>-12,142.02</b>	<b>-165,175.78</b>		<b>-177,317.80</b>
<b>Carrying amount, Dec. 31, 2021</b>	<b>0.00</b>	<b>55,329.08</b>	<b>55,329.08</b>	<b>1,387.55</b>	<b>0.00</b>	<b>5,665.40</b>	<b>73,097.83</b>	<b>80,150.78</b>

## 2.2 Investments

### INVESTMENTS

EUR	Subsidiary shares	Other shares	Total
Carrying amount, Jan. 1	83,243,469.45	161,000.45	83,404,469.90
Additions/Disposals	-1,586,338.33		-1,586,338.33
<b>Carrying amount, Dec. 31, 2022</b>	<b>81,657,131.12</b>	<b>161,000.45</b>	<b>81,818,131.57</b>
Carrying amount, Jan. 1	83,243,469.45	161,000.45	83,404,469.90
<b>Carrying amount, Dec. 31, 2021</b>	<b>83,243,469.45</b>	<b>161,000.45</b>	<b>83,404,469.90</b>

Kauko Oy's subsidiary shares were sold during the 2022 financial year. Kauko GmbH's subsidiary shares were redeemed free of charge from Kauko Oy before the divestment of the company

Subsidiaries of Aspo Oyj	Share
ESL Shipping Ltd, Helsinki	100%
Telko Ltd, Espoo	100%
SuHi- Suomalainen Hiili Oy, Helsinki	100%
Leipurin Plc, Helsinki	100%
Kauko GmbH, Hamburg	100%
Aspo Services Ltd, Helsinki	100%

## 2.3 Non-current and current receivables

### ■ NON-CURRENT RECEIVABLES

EUR	2022	2021
<b>Receivables from Group companies</b>		
Loan receivables	102,773,786.00	102,038,786.00
<b>Total non-current receivables</b>	<b>102,773,786.00</b>	102,038,786.00

### ■ CURRENT RECEIVABLES

EUR	2022	2021
<b>Receivables from Group companies</b>		
Interest receivables	52,000.00	
Dividend receivables	12,000,000.00	8,000,000.00
Group contribution receivables	2,500,000.00	3,030,000.00
Cash pool receivables	1,144,075.74	4,614,787.11
<b>Total</b>	<b>15,696,075.74</b>	15,644,787.11
<b>Other receivables</b>	<b>138,437.28</b>	128,145.77
<b>Deferred receivables</b>		
Interest		6,492.36
Personnel costs	3,002.80	1,335.81
Other deferred receivables	243,140.41	194,887.31
<b>Total other current receivables</b>	<b>246,143.21</b>	202,715.48
<b>Total current receivables</b>	<b>16,080,656.23</b>	15,975,648.36

## 2.4 Equity

### ■ EQUITY

EUR	2022	2021
Share capital, Jan. 1	17,691,729.57	17,691,729.57
<b>Share capital, Dec. 31</b>	<b>17,691,729.57</b>	17,691,729.57
Share premium reserve, Jan. 1	4,351,173.64	4,351,173.64
<b>Share premium reserve, Dec. 31</b>	<b>4,351,173.64</b>	4,351,173.64
Invested unrestricted equity reserve, Jan. 1	21,324,170.25	21,324,170.25
Share-based payments, gain on sale of treasury shares	46,135.04	
<b>Invested unrestricted equity reserve, Dec. 31</b>	<b>21,370,305.29</b>	21,324,170.25
Retained earnings, Jan. 1	28,283,146.34	23,303,887.79
Share-based payments	254,965.76	
Dividend distribution	-14,108,588.05	-10,940,345.15
<b>Retained earnings, Dec. 31</b>	<b>14,429,524.05</b>	12,363,542.64
<b>Profit for the period</b>	<b>7,544,383.09</b>	15,919,603.70
<b>Total equity</b>	<b>65,387,115.64</b>	71,650,219.80

### ■ CALCULATION REGARDING DISTRIBUTABLE EQUITY

EUR	2022	2021
Invested unrestricted equity reserve	21,370,305.29	21,324,170.25
Retained earnings	14,429,524.05	12,363,542.64
Profit for the period	7,544,383.09	15,919,603.70
<b>Total</b>	<b>43,344,212.43</b>	49,607,316.59

## 2.5 Provisions

### PROVISIONS

EUR	2022	2021
Share based incentive plan	<b>318,262.50</b>	253,328.00
<b>Total</b>	<b>318,262.50</b>	253,328.00

## 2.6 Non-current liabilities

### NON-CURRENT LIABILITIES

EUR	2022	2021
Bonds	<b>14,982,968.75</b>	14,973,158.75
Hybrid bond	<b>30,000,000.00</b>	20,000,000.00
Loans from financial institutions	<b>72,500,000.00</b>	75,000,000.00
<b>Total</b>	<b>117,482,968.75</b>	109,973,158.75
<b>Liabilities to Group companies</b>		
Loans		854,000.00
<b>Total</b>		854,000.00
<b>Total non-current liabilities</b>	<b>117,482,968.75</b>	110,827,158.75

In June, Aspo issued a new EUR 30 million hybrid bond, with a coupon rate of 8.75% per annum. The hybrid bond has no maturity, but the company may exercise an early redemption option in June 2025 at the earliest. Aspo's earlier hybrid bond of EUR 20 million was redeemed on May 2, 2022.

During 2022, Aspo extended its maturity structure for interest-bearing loans. In addition, Aspo restructured a bilateral bank loan of EUR 20 million, about to mature in 2023, with a new bilateral revolving credit facility which will mature in 2025. The loan agreement also includes two options for a one-year extension.

In 2021, Aspo Plc refinanced a bilateral bank loan of EUR 15 million, about to mature in 2022, with a new loan agreement which will mature in 2025. The agreement also includes a one-year extension option. In addition, the company repaid an EUR 11 million private placement bond issued in 2015 and signed a new bilateral loan agreement of EUR 10 million. The loan period is six years, and the agreement includes a one-year extension option.

On September 25, 2019, Aspo Plc issued a EUR 15 million unsecured private placement bond as part of the group bond of EUR 40 million guaranteed by Garantia Insurance Company. The bond pays fixed interest rate and matures on September 25, 2024.

## 2.7 Current liabilities

### CURRENT LIABILITIES

EUR	2022	2021
<b>Loans from financial institutions</b>		
Loans from financial institutions	12,500,000.00	2,500,000.00
Commercial papers		5,000,000.00
<b>Total</b>	<b>12,500,000.00</b>	7,500,000.00
<b>Liabilities to Group companies</b>		
Loans		2,428,571.36
Cash pool accounts	11,782,829.37	11,508,185.73
Accounts payable	20,718.03	66,783.98
Deferred liabilities		5,277.87
<b>Total</b>	<b>11,803,547.40</b>	14,008,818.94
<b>Deferred liabilities</b>		
Interest	1,635,360.33	1,297,483.95
Personnel expenses	917,058.18	787,194.52
Other	101,881.62	980,812.32
<b>Total</b>	<b>2,654,300.13</b>	3,065,490.79

## 2.8 Guarantees and contingent liabilities

### FUTURE LEASE PAYMENTS

EUR	2022	2021
Payable within one year	1,008,918.84	1,132,187.03
Payable later	276,626.72	1,464,723.85
<b>Total</b>	<b>1,285,545.56</b>	2,596,910.88

### GUARANTEES ON OWN BEHALF

EUR	2022	2021
Guarantees	94,911.34	94,911.34
<b>Total</b>	<b>94,911.34</b>	94,911.34

### GUARANTEES ON BEHALF OF GROUP COMPANIES

EUR	2022	2021
Guarantees	78,467,668.35	76,869,557.36
<b>Total</b>	<b>78,467,668.35</b>	76,869,557.36

**Signature of the Financial Statements and the Management Report**

Helsinki, February 15, 2023

Heikki Westerlund  
Chairman of the Board

Patricia Allam  
Board member

Mammu Kaario  
Board member

Tapio Kolunsarka  
Board member

Mikael Laine  
Board member

Salla Pöyry  
Board member

Tatu Vehmas  
Board member

Rolf Jansson  
CEO

# Auditor's report

(Translation from the Finnish original)

## To the Annual General Meeting of Aspo Oyj

### REPORT ON THE AUDIT OF FINANCIAL STATEMENTS

#### Opinion

We have audited the financial statements of Aspo Oyj (business identity code 1547798-7) for the year ended 31 December, 2022. The financial statements comprise the consolidated statement of financial position, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes, including a summary of significant accounting policies, as well as the parent company's balance sheet, income statement, cash flow statement and notes to the financial statements.

In our opinion

- the consolidated financial statements give a true and fair view of the group's financial performance and financial position in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU; and
- the financial statements give a true and fair view of the parent company's financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Our opinion is consistent with the additional report submitted to the Audit Committee.

#### Basis for opinion

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the Auditor's Responsibilities for the Audit of Financial Statements section of our report.

We are independent of the parent company and of the group companies in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

According to our best knowledge and understanding all services other than the statutory audit we have provided for parent company and group companies comply with regulations governing the services other than the statutory audit in Finland. We have not provided any prohibited non-audit services referred to in Article 5(1) of regulation (EU) 537/2014. All services other than the statutory audit which we have provided have been disclosed in note 3.5. to the consolidated financial statements and in note 1.5 to the parent company's financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have also addressed the risk of management override of internal controls. This includes consideration of whether there was evidence of management bias that represented a risk of material misstatement due to fraud.

Key audit matter	How our audit addressed the key audit matter
<p><b>Goodwill impairment testing</b></p> <p>We refer to the Aspo Oyj's consolidated financial statements' note 4.3.</p>	
<p>Consolidated financial statements as of 31.12.2022 includes Goodwill amounting to EUR 36.8 million (EUR 37.1 million). Management has conducted goodwill impairment testing and as a result of the testing conducted has accounted for impairment over goodwill amounting EUR 2.7 million as at 31.12.2022.</p> <p>Goodwill impairment testing requires substantial management judgment over the recoverable amounts which are for example associated to following assumptions and estimates:</p> <ul style="list-style-type: none"> <li>• estimations over the projected future cash flow;</li> <li>• long term growth assumptions; and</li> <li>• applied discount rate.</li> </ul> <p>For further details over the goodwill impairment testing conducted by the management is presented in the note 4.3. within the consolidated financial statements.</p> <p>This matter is regarded as significant risk of material misstatement in accordance with EU Audit Regulation (537/2014) Article 10 paragraph 2 c.</p>	<p>As part of our audit procedures we have critically evaluated the estimates over the future recoverable cash flows and we have compared, that the forecasts used in the impairment tests are based on approved long-term forecast and budgets approved. We have assessed appropriateness of impairment testing calculations.</p> <p>We have assessed the impairment testing of goodwill booked to the consolidated financial statements as at 31.12.2022 by:</p> <ul style="list-style-type: none"> <li>• evaluating the key assumptions applied per segment applied</li> <li>• assessing the growth estimates and comparing them to historical performance</li> <li>• comparing applied discount rates to independent third party sources</li> <li>• assessing the sensitivity analysis over the long term assumptions and discount rate.</li> <li>• We have used Deloitte's fair value specialist to ensure that the discount rates and long-term growth assumptions are in line with the market information.</li> </ul> <p>We have also assessed the sensitivity analysis, which is disclosed in the consolidated financial statements note 4.3. for the factors where a reasonably possible change in certain variables could lead to significant impairment.</p>

Key audit matter	How our audit addressed the key audit matter
<p><b>Discontinued Operations</b></p> <p>We refer to the Aspo Oyj's consolidated financial statements' note 1.3.</p>	
<p>On October 17, 2022, Telko signed a binding preliminary agreement on selling all shares in its subsidiary in Russia. The sales price is approximately EUR 9.5 million. The transaction still needs to be approved by the Russian authorities. Telko's company in Russia has been classified as held for sale since October 2022 when the preliminary agreement on the sale was signed. Telko's company in Belarus has been classified as held for sale since December 2022 when the agreement on the sale was signed with the company's acting management.</p> <p>Leipurin's companies in Russia, Belarus and Kazakhstan have been classified as held for sale since December 31, 2022 when their divestment started to seem probable. A binding preliminary agreement on their sale was signed on January 17, 2023. The sales price is approximately EUR 8.4 million. The transaction still needs to be approved by the local authorities.</p> <p>The Kauko operating segment and Vulganus Oy, part of the Leipurin segment, were defined as non-core businesses for Aspo and classified as held for sale in December 2021:</p> <ul style="list-style-type: none"> <li>• The Kauko operating segment has been classified as a discontinued operation in accordance with the IFRS 5 standard, and its figures are reported separately from the figures of Aspo Group's continuing operations. In the statement of comprehensive income, the figures of the comparative periods have been restated. Kauko Oy was sold on October 31, 2022.</li> <li>• Vulganus Oy, a machinery business specified for freezing and cooling equipment, was divested on June 30, 2022. The loss arising from the divestment and the expenses related to it, totaling EUR -0.4 million, are reported under the Leipurin segment's other operating expenses.</li> </ul> <p>The accounting treatment for discontinued operations is a key audit matter, because the accounting treatment for changes in the group structure and the classification of discontinued operations and businesses for sale in accordance with IFRS 5 involves significant management judgment and the changes have a material impact on the financial statements.</p>	<p>Our audit procedures have consisted e.g. the following amongst others:</p> <ul style="list-style-type: none"> <li>• We gained an understanding of the group's accounting principles related to business acquisitions and divestments and discontinued operations.</li> <li>• We evaluated how the management has applied accounting principles and assumptions related to accounting practices.</li> <li>• Regarding the major divested and discontinued businesses, we tested the sales result determined by the management and the effect of the transaction to the goodwill.</li> <li>• We evaluate the appropriate presentation of discontinued operations in the financial.</li> </ul>

Key audit matter	How our audit addressed the key audit matter
<p><b>Revenue recognition (continuing operations)</b> We refer to the consolidated financial statements' note 3.1.</p> <p>In the financial year 2022 Aspo Group's revenue from continuing operations amounted to EUR 643.4 million (EUR 573.3 million), which mainly consists of sale of goods, but also from services sold to customers.</p> <p>Minor part of the revenue consists of revenue recognized from order customer specific projects on which revenue is recognized over time in Leipurin-segment.</p> <p>Revenue from sale of goods is recognized when the control of the underlying products have been transferred to the customer. Revenue from services is recognized after the service has been rendered.</p> <p>Revenue is Group's key performance indicator, which may be an incentive for premature revenue recognition.</p>	<p>We have assessed the internal controls of Aspo Group's information technology systems relating to sales process and revenue recognition focusing of access controls and change management controls.</p> <p>We have assessed the design of main controls relating to major revenue streams and assessed the operating effectiveness of these controls.</p> <p>We have assessed of the compliance of company's accounting policies over revenue recognition and comparison with applicable accounting standards.</p> <p>We have audited correctness of timing and amounts of revenue recognized based on samples and substantive analytical audit procedures and comparison with applicable accounting standards.</p> <p>As part of our audit of revenue recognition policies we have compared of sales transactions in the bookkeeping records against customer contracts and verification of acceptance of deliveries.</p> <p>We have assessed appropriateness and adequacy of consolidated financial statement notes related to revenue.</p>
<p>We have not identified significant risks of material misstatement in accordance with EU Audit Regulation (537/2014) Article 10 paragraph 2 c in the parent company's financial statements.</p>	

### Responsibilities of the Board of Directors and the Chief Executive Officer for the financial statements

The Board of Directors and the Chief Executive Officer are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, and of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. The Board of Directors and the Chief Executive Officer are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors and the Chief Executive Officer are responsible for assessing the parent company's and the group's ability to continue as going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the parent company or the group or cease operations, or there is no realistic alternative but to do so.

### Auditor's responsibilities in the audit of financial statements

Our objectives are to obtain reasonable assurance on whether the 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 good auditing practice will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or

in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with good auditing practice, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the parent company's or the group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the Board of Directors' and the Chief Executive Officer use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the parent company's or the group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or

conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events so that the financial statements give a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## OTHER REPORTING REQUIREMENTS

### Information on our audit engagement

We have been appointed as auditors by the Annual General Meeting of Aspo Oyj on 4 May 2020, and our appointment represents a total period of uninterrupted engagement of 3 years.

### Other information

The Board of Directors and the Chief Executive Officer are responsible for the other information. The other information comprises information included in the report of the Board of Directors and in the Aspo's Year 2022 publication but does not include the financial statements and our report thereon. We obtained the report of the Board of Directors prior to the date of the auditor's report, and the Aspo's Year 2022 publication is expected to be made available to us after the date of the auditor's report.

Our opinion on the financial statements does not cover the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated. With respect to report of the Board of Directors, our responsibility also includes considering whether the report of the Board of Directors has been prepared in accordance with the applicable laws and regulations.

In our opinion, the information in the report of the Board of Directors is consistent with the information in the information in the financial statements and the report of the

Board of Directors has been prepared in accordance with the applicable laws and regulations.

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

Helsinki, 15 February 2023

Deloitte Oy  
Audit Firm

Jukka Vattulainen  
Authorised Public Accountant (KHT)

# Information for investors

## ASPO PLC'S INVESTOR RELATIONS

The disclosure policy of Aspo Plc describes the general principles and procedures that the Company adheres to in its communication with the capital markets and its main stakeholders. The disclosure policy can be found on company's website.

The key principles of Aspo's investor communications are transparency, accuracy and fairness. Aspo meets and proactively interacts with the capital markets and the media. The aim of Aspo's communications is to support the fair value of the Company's shares by providing the capital markets with correct, sufficient and relevant information on Aspo's operations, strategy, targets, operational environment and financial position.

Aspo's Investor communications manages the arrangements of the Capital Markets Days and other events for investors and analysts, and analyzes market information and investor feedback for the use of Aspo Group's management and Board of Directors.

## SILENT PERIOD

Aspo has adopted a silent period of 30 days prior to the publication of results. During this period, no comments on the financial situation, company's outlook or estimates will be made. During this period, the company does not meet investors, analysts or media in events where these issues are discussed.

## FURTHER INVESTOR INFORMATION

Aspo's website at [www.aspo.com](http://www.aspo.com) offers also versatile further investor information, such as the latest share information and consensus estimates based on expectations and predictions by the analysts following Aspo. At the web address [www.aspo.com](http://www.aspo.com) it is also possible to order all stock exchange releases and press releases to your e-mail.

## ANNUAL SHAREHOLDERS' MEETING

The Aspo Plc Annual Shareholders' Meeting will be held on Tuesday, April 4, 2023 at 10 a.m. at Pörssitalo, Helsinki. A shareholder wishing to participate in the Annual Shareholders' Meeting shall register for the Annual Shareholders' Meeting and, if applicable, vote in advance no later than at 4 p.m. Finnish time on March 28, 2023 by which time the registration and the advance votes shall be received. More detailed instructions for shareholders will be provided in the notice of the meeting which will be released on March 13, 2023. A proxy form and advance voting form will be available on the company's website at [www.aspo.com/shareholdersmeeting](http://www.aspo.com/shareholdersmeeting) on March 13, 2023, at the latest.

## DIVIDEND PAYMENTS

The Board of Directors proposes to the Annual Shareholders' Meeting of Aspo Plc to be held on April 4, 2023, that EUR 0.23 per share be distributed in dividends for the 2022 financial year, and that no dividend will be paid for shares held by Aspo Plc. In addition, the Board of Directors proposes that the Annual Shareholders' Meeting authorizes the Board of Directors to decide on another dividend distribution in the maximum amount of EUR 0.23 per share at a later time. The authorization would be valid until the next Annual Shareholders' Meeting.

The dividend of EUR 0.23 per share will be paid to shareholders who are registered in the shareholders' register maintained by Euroclear Finland Ltd on the record date of April 6, 2023. The Board of Directors proposes that the dividend be paid on April 17, 2023. The Board of Directors will decide at its meeting to be held on November 1, 2023, about the second dividend distribution in the maximum amount of EUR 0.23 per share, which would be paid in November 2023 to shareholders who are registered in the shareholders' register maintained by Euroclear Finland Ltd on the record date.

## FINANCIAL REPORTING IN 2023

- Financial Statement Release was published on February 15, 2023
- Financial Statements and Sustainability report 2022 was published on March 9, 2023
- Interim Report for January–March on Wednesday, May 3, 2023
- Half Year Financial Report for January–June on Thursday, August 10, 2023
- Interim Report for January–September on Wednesday, November 1, 2023

Aspo's financial information is published on the company's website at [www.aspo.com](http://www.aspo.com), including financial statements, interim reports, half year financial reports and stock exchange releases in Finnish and in English. Reports can also be ordered by phone +358 9 521 41 00 or by e-mail from [viestinta@aspo.com](mailto:viestinta@aspo.com).

## CONTACT INFORMATION

For any further information concerning Aspo's investor relations issues, please contact:

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## BASIC SHARE INFORMATION

- Listed on: Nasdaq Helsinki Ltd
- Industry sector: Industrials
- Category: Mid Cap
- Trading code: ASPO
- ISIN code: FI0009008072