

JAKOB WIRTSCHAFTSPRÜFUNG AG

ACCOUNTING FIRM

This is an unofficial translation of the German annual Report.
In case of discrepancies, the German version shall prevail.

CERTIFICATE COPY
the annual financial
statements as of
December 31, 2023 and
situation report
for the financial year of 2023

Voi Technology
Germany GmbH
Munich

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Board:

Hans-Günter Jakob,
Certified Public Accountant, Tax Consultant, Legal Advisor
Carsten Ewald
Certified Public Accountant, Tax Consultant
Philipp Hofmann
Certified Public Accountant, CISA, CVA

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AUDIT OPINION OF THE INDEPENDENT AUDITOR

For Voi Technology Germany GmbH

Audit opinions

We have audited the annual financial statements of Voi Technology Germany GmbH – consisting of the balance sheet as of December 31, 2023 and the income statement for the financial year from January 1, 2023 to December 31, 2023 as well as the notes, including the presentation of the accounting and valuation methods. In addition, we have reviewed the management report of Voi Technology Germany GmbH for the financial year from January 1, 2023 to December 31, 2023.

In our opinion, based on the knowledge gained during the examination

- in all material respects, the attached annual financial statements comply with the German commercial law regulations applicable to corporations and, in compliance with the German principles of proper accounting, provide a true and fair view of the Company's net assets and financial position as of December 31, 2023 and its results of operations for the financial year from January 1, 2023 to December 31, 2023 and
- overall, the attached management report provides a true picture of the situation of the company . In all material respects, this management report is in line with the annual financial statements, complies with German legal regulations and appropriately presents the opportunities and risks of future development.

According to § 322, Para. 3, Line Item 1, of the HGB (German Commercial Code), we declare that our audit has not led to any objections as to the correctness of the annual financial statements and the management report.

The basis for the audit opinions

We have conducted our audit of the annual financial statements and the management report in accordance with § 317, of the HGB in compliance with the German principles of proper auditing of financial statements established by the Institute of Public Accountants (IDW) and in complementing compliance with the International Standards on Auditing (ISA). Our responsibility in accordance with these regulations and principles is described in more detail in the section "Responsibility of the Auditor for the Audit of Annual Financial Statements and Management Report" of our auditor's report.

We are independent of the company in accordance with the German commercial and professional regulations and have fulfilled our other German professional obligations in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and suitable to serve as the basis for our audit opinions on the annual financial statements and the management report.

Management's representatives for the annual financial statements and the management report

Management is responsible for the preparation of the annual financial statements that comply with the German commercial law regulations applicable to corporations in all material respects, and for ensuring that the annual financial statements convey a true and fair view of the Company's net assets, financial position and results of operations in compliance with the German principles of proper accounting. Furthermore, the legal representatives are responsible for the internal controls that they have determined to be necessary in accordance with the German principles of proper accounting in order to enable the preparation of annual financial statements that are free from material misrepresentations due to fraudulent actions (i.e. manipulations of accounting and financial losses) or errors.

When preparing the annual financial statements, the legal representatives are responsible for assessing the Company's ability to continue operating the business. Furthermore, they have the responsibility to state facts in connection with the continuation of the company's activities, if relevant. In addition, they are responsible for ensuring the continuation of the company's activities on the basis of the accounting principles, unless actual or legal circumstances prevent this.

In addition, the legal representatives are responsible for the preparation of the management report, which, on the whole, provides an accurate picture of the Company's situation and is in line with the annual financial statements in all material respects, complies with German legal regulations and accurately presents the opportunities and risks of future development. Furthermore, the legal representatives are responsible for the precautions and measures (systems) that they consider necessary to enable the preparation of a management report in accordance with the applicable German legal regulations, and to be able to provide sufficient suitable evidence for the statements in the management report.

Responsibility of the auditor for the audit of the annual financial statements and the management report

Our objective is to obtain sufficient security as to whether the annual financial statements as a whole are free from material misrepresentations due to wrong actions or errors, and whether the management report as a whole conveys an accurate picture of the Company's situation and is consistent in all material respects with the annual financial statements and with the findings gained during the audit, complies with German legal regulations and accurately presents the opportunities and risks of future development, as well as to issue an audit opinion , which contains our audit opinions on the annual financial statements and the situation report.

Sufficient security is a high level of assurance, but is not a guarantee that an audit conducted in accordance with § 317 of the HGB and German generally accepted standards for the audit of financial statements promulgated by the Institute of Public Accountants (ISA) will always detect a material misrepresentation. Misrepresentations may result from deliberate actions or errors and are considered significant if it could reasonably be expected that they, individually or as a whole, influence the economic decisions of addressees made on the basis of these annual financial statements and management report.

During the examination, we exercise due discretion and maintain a critical attitude. In addition,

- we identify and assess the risks of material misrepresentations in the annual financial statements and in the Management report due to wrong actions or errors, plan and carry out audit procedures in response to these risks, and obtain audit evidence that is sufficient and suitable to serve as the basis for our audit opinions. The risk that material misrepresentations resulting from incorrect actions will not be revealed is higher than the risk that material misrepresentations resulting from errors will not be revealed, since incorrect actions may involve collusive interaction, falsifications, intended incompleteness, misleading representations or the overriding of internal controls.
- we gain an understanding of the internal control system relevant for the audit of the annual financial statements and the precautions and measures relevant for the audit of the management report in order to plan audit procedures that are appropriate under the given circumstances, but not with the aim of making an audit opinion on the effectiveness of these systems of the Company.
- we assess the appropriateness of the calculation applied by the legal representatives as well as the justifiability of the estimated values and related information presented by the legal representatives and the related information.
- we draw conclusions about the appropriateness of the accounting principle applied by the legal representatives for the continuation of the company's activities and, on the basis of the audit evidence obtained, whether there is a material uncertainty in connection with events or circumstances that may raise significant doubts about the Company's ability to continue the Company's activities. If we come to the conclusion that there is a material uncertainty, we are obliged to draw attention to the related information in the annual financial statements and in the management report in the audit report or, if this information is inappropriate, to modify our respective audit opinion. We draw our conclusions on the basis of the audit evidence obtained by the date of our audit opinion. However, future events or circumstances may lead to the fact that the Company can no longer continue its corporate activities.
- we assess the presentation, structure and content of the annual financial statements as a whole, including the disclosures, as well as whether the annual financial statements present the underlying business transactions and events in such a way that the annual financial statements convey a true and fair view of the Company's financial position, financial position and results of operations, in compliance with the German principles of orderly accounting.

- we assess the compliance of the management report with the annual financial statements, its compliance with the law and the picture of the company's situation conveyed by it.
- we carry out audit procedures on the forward-looking information presented by the legal representatives in the management report. On the basis of sufficient appropriate audit evidence, we verify, in particular, the significant assumptions underlying the forward-looking statements by the legal representatives and assess the factual derivation of the forward-looking statements from these assumptions. We do not issue an independent audit opinion on the forward-looking information and on the underlying assumptions. There is a considerable unavoidable risk that future events will deviate significantly from the forward-looking statements.

We discuss with those responsible for monitoring, among other things, the planned scope and timing of the audit as well as significant audit findings, including any significant deficiencies in the internal control system that we detect during our audit.

We submit the above audit report in accordance with the legal requirements and the principles of proper preparation of audit reports (IDW PS 450 n.F. (10.2021)).

The use of the above-mentioned audit opinion outside of this audit report requires our prior consent.

Baunatal, June 28, 2024

Carsten Ewald
Auditor

Philipp Hofmann
Auditor

ASSETS				LIABILITIES			
	Euro	Fiscal year Euro	Previous year Euro		Euro	Fiscal year Euro	Previous year Euro
A. Non-current assets				A. Equity			
I. Intangible assets				I. Subscribed capital		25.000,00	25.000,00
1. Concessions acquired for consideration, industrial property rights and similar rights and assets, and licenses to such rights and assets		557,90	1.152,85	II. Capital reserve		150.000,00	150.000,00
II. Tangible assets				III. Retained earnings		984.859,05	633.700,35
1. Other equipment, operating and office equipment		350.445,89	371.751,90	Total equity		1.159.859,05	808.700,35
Total non-current assets		351.003,79	372.904,75	B. Provisions			
B. Current assets				1. Tax provisions	19.952,31		142.576,52
I. Receivables and other assets				2. Other provisions	1.692.800,92		1.931.896,27
1. Receivables from deliveries and services	292.896,32		371.375,26			1.712.753,23	2.074.472,79
2. Receivables from affiliated companies	447.636,17		977.105,87	C. Liabilities			
3. Other assets	623.353,45		522.973,38	1. Liabilities to credit institutions	9,70		0,00
		1.363.885,94	1.871.454,51	2. Liabilities from deliveries and services	409.045,22		432.412,91
II. Cash on hand, balances with the Bundesbank, balances with credit institutions and cheques		1.973.463,21	1.343.191,11	3. Other liabilities	453.564,01		477.443,21
				- including taxes Euro 452.776,42 (Euro 475.804,45)			
Total current assets		3.337.349,15	3.214.645,62	- of which within the framework of social security Euro 787,59 (Euro 1.638,76)			
C. Prepaid expenses and accrued income		144.682,07	269.045,05	D. Deferred income		862.618,93	909.856,12
		<u>3.833.035,01</u>	<u>3.856.595,42</u>			97.803,80	63.566,16
						<u>3.833.035,01</u>	<u>3.856.595,42</u>

36110/2023 Income statement for the period from 01.01. to 31.12.2023	Appendix II
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	Fiscal year Euro	Previous year Euro
1. Sales revenues	54.256.942,56	52.147.704,35
2. Other operating income	567.002,31	278.011,20
3. Material costs		
a) Expenses for related services	29.792.973,40	29.529.953,86
4. Personnel expenses		
a) Wages and salaries	9.011.359,97	8.408.910,89
b) Social security contributions and expenses for pensions and for support	2.207.376,73	1.993.720,00
- of which for pension provision Euro 291,016.53 (Euro 231,261.65)		
	11.218.736,70	10.402.630,89
5. Depreciation and amortization		
a) intangible assets and property, plant and equipment	113.456,93	146.258,01
6. Other operating expenses	13.015.713,10	11.721.576,37
7. Other interest and similar income	19.106,14	0,00
8. Taxes on income and earnings	351.012,18	396.596,34
9. Profit after tax	351.158,70	228.700,08
10. Net income for the year	351.158,70	228.700,08
11. Profit carried forward from the previous year	633.700,35	405.000,27
12. Retained earnings	984.859,05	633.700,35

Notes for the financial year of 2023**Basic information about the company and accounting**

The annual financial statements of Voi Technology Germany GmbH were prepared in accordance with the §§ 242 and further of the HGB in compliance with the supplementary provisions for corporations (§§ 264 and further of the HGB) and the GmbHG (German Limited Liability Companies Act).

The income statement was prepared using the nature of expense method.

Information on the identification of the company according to the Registration Court

Company	Voi Technology Germany GmbH
Seat:	Munich
Registration Court:	District Court Munich
Register No.:	HRB 247746

Information on accounting policies and valuation methods

Fixed assets are recognized at acquisition cost including ancillary costs or production costs (in accordance with section 255 (2) to (3) HGB).

Intangible assets are valued at acquisition cost less straight-line amortization. Internally generated intangible fixed assets are not capitalized.

Property, plant and equipment are measured at cost less depreciation. Depreciation is calculated using the straight-line method over the useful life of the asset. The production costs of property, plant and equipment are measured at the lower limit under commercial law (direct costs, appropriate material and production overheads and depreciation of fixed assets, if caused by production). Inclusion options are not exercised. Interest on borrowed capital is also not capitalized.

Low-value assets up to € 800.00 net for tax purposes are immediately written off in full at the time of acquisition.

Receivables and other assets are recognized at nominal value less appropriate value adjustments.

The cash and cash equivalents are each recognized at nominal value.

Prepaid expenses relate to expenses prior to the balance sheet date that represent expenses for a certain period after this date. They are reversed on a straight-line basis in accordance with the passage of time.

Tax provisions and other provisions are recognized at the settlement amount required according to prudent business judgment.

Liabilities are recognized at the settlement amounts.

Deferred income relates to income before the balance sheet date that represents income for a certain period after this date. They are reversed on a straight-line basis in accordance with the passage of time.

Transactions in foreign currencies are recognized at the respective daily exchange rate. Receivables and liabilities in foreign currencies with a remaining term of no more than one year are valued at the mean spot exchange rate on the balance sheet date. In other cases, any exchange rate losses on the balance sheet date are taken into account.

The accounting and valuation methods applied to date were largely retained in the annual financial statements.

Further information on the balance sheet

1. Receivables from shareholders

Receivables from affiliated companies include €447.6 thousand (previous year: €977.1 thousand) in receivables from shareholders.

Other assets with a remaining term of more than one year amount to €237.9 thousand (previous year: €246.0 thousand) with a remaining term of more than one year.

2. Equity

Retained earnings include the profit carried forward from the previous year of €633.7 thousand (previous year: €405.0 thousand).

The Management proposes to carry forward the retained earnings.

3. Other provisions

Other provisions include, in particular, provisions for personnel costs of €195.2 thousand and outstanding invoices of €1,477.1 thousand.

4. Liabilities**Schedule of Liabilities**

The liabilities shown in the balance sheet have the following remaining maturities and collateral:

Items	Balance 31.12.2023 € thousand	Up to 1 year € thousand	Between 1 and 5 years € thousand	More than 5 years € thousand
Liabilities from deliveries and services	409,0	409,0	0,0	0,0
<i>Previous year: 432,4</i>		<i>432,4</i>	<i>0,0</i>	<i>0,0</i>
Other liabilities	453,6	453,6	0,0	0,0
<i>Previous year: 477,4</i>		<i>477,4</i>	<i>0,0</i>	<i>0,0</i>
Overall	862,6	862,6	0,0	0,0
<i>Previous year: 909,8</i>		<i>909,8</i>	<i>0,0</i>	<i>0,0</i>

Voi Technology Germany GmbH, Munich

Development of fixed assets for the 2023 financial year

		Acquisition and production costs				Accumulated depreciation				Book value	
		01.01.2023	Additions	Divestments	31.12.2023	01.01.2023	Additions	Divestments	31.12.2023	31.12.2023	31.12.2022
		€	€	€	€	€	€	€	€	€	€ thousand
I. Intangible assets											
1.	Concessions acquired for consideration, industrial property rights and similar rights and assets, and licenses to such rights and assets	9.209,54	0,00	0,00	9.209,54	8.056,69	594,95	0,00	8.651,64	557,90	1,2
		9.209,54	0,00	0,00	9.209,54	8.056,69	594,95	0,00	8.651,64	557,90	1,2
II. Tangible assets											
1.	Other equipment, operating and office equipment	502.470,62	91.555,97	0,00	594.026,59	130.718,72	112.861,98	0,00	243.580,70	350.445,89	371,8
		502.470,62	91.555,97	0,00	594.026,59	130.718,72	112.861,98		243.580,70	350.445,89	371,8
		511.680,16	91.555,97	0,00	603.236,13	138.775,41	113.456,93	0,00	252.232,34	351.003,79	372,9

Other information**1. Number of employees**

The average number of employees in the financial year was:

	Number
Men	203
Women	13
Other	5
Total	221

2. Information on the members of the Management

Members of the Management Board in the 2023 financial year are:

Hjälml, Thomas Fredrik (Managing Director)

Stark, Douglas Michael Gustav (Managing Director)

The management activity corresponds to the profession exercised according to § 285 No. 10 of the HGB.

The remuneration of the management for the past financial year is not disclosed in accordance with § 286(4) of the HGB.

3. Information about the parent company

The annual financial statements of Voi Technology Germany GmbH, Munich, are included in the consolidated financial statements of Voi Technology AB, Stockholm (Sweden). Voi Technology AB, Stockholm, prepares the consolidated financial statements for the smallest and largest group of companies. The consolidated financial statements are available at the company's registered office.

4. Other financial obligations

Other financial obligations exist in the amount of €1,031.3 thousand per year and result from rental agreements.

Munich, June 28, 2024

Thomas Fredrik Hjälml

Douglas Michael Gustav Stark

Management report for the financial year

In 2019, Voi Technology Germany GmbH, Munich ("the Company") was founded as a German subsidiary of Voi Technology AB ("Voi") based in Stockholm, Sweden.

Voi was founded in 2018 and is now a leading player in the field of joint micro-mobility in regulated markets in Europe.

The vision of the company is "Cities Made for Living, free from noise and pollution", supported by the mission to offer safe, sustainable and reliable micromobility for all. Through innovation and cutting-edge technology, Voi is developing an efficient and affordable transport service that complements the existing public transport networks in order to improve car-free access to the cities in cooperation with the public sector. In this way, Voi enables an acceleration from low to no greenhouse gas emissions from transport in urban areas and at the same time supports more liveable and healthier cities. Voi has already adopted the Sustainable Development Goals as a guideline in the area of sustainability.

As of December 31, 2023, Voi was active in 12 countries and over 100 cities and has a fleet of around 100,000 vehicles. The company operates an electric scooter sharing service on its local market by offering electric scooters that can be picked up on the road and rented for a short period of time. The electric scooter sharing service is offered on behalf of Voi, which is the owner of the electric scooters and the entire infrastructure required for the operation of the electric scooter sharing service.

In return for its activities, the company receives a remuneration in the amount of the operating costs plus a margin (mark-up) and is billed with the scooter rental for the use of the scooter.

Since Voi is the owner of the scooters and the hardware, all research and development takes place at the headquarters in Stockholm. Voi is responsible for the strategy and all "back-office" functions such as human resources and IT.

The Company is responsible for marketing and operational support in the local market in relation to the Group's range of services.

The company is headquartered in Munich and has warehouses at the following locations: Aachen, Berlin, Bochum, Frankfurt, Hamburg, Hanover, Leipzig, Lübeck, Monheim, Munich, Nuremberg, Rostock and Stuttgart.

Macroeconomic and industry-specific growth

In 2023, global gross domestic product (GDP) growth slowed to 3.1%. As in 2022, there were also a large number of various uncertainties for the past financial year. Accordingly, GDP in Germany fell by 0.3% percent in 2023 compared to the previous year. The German economy continues to hope for a revival in the following years.

While global growth slowed down during the year under the influence of uncertainties, economic activity has increased contrary to this. The global inflation rate fell by 2.0% from 8.8% to 6.8%, due to restrictive monetary policy measures, lower energy prices and a continuing easing of supply chain pressure.

Under all the above conditions, the average annual growth rate (CAGR) of the global shared mobility market was estimated at \$439.8 million in 2022, and increased by 12.0% to \$492.5 million in 2023. Continuous growth of 12.0% is expected to continue until 2024.

According to data from Fluctuo, sales in the shared mobility market in Europe were targeted at €2.3 billion in 2023. 1.6 million trips per day were made with 930,000 vehicles on the road. Shared mobility is becoming increasingly popular.

Business development and results of operations

Despite the difficult global economic situation, the company continued its strong growth in 2023 and at the same time accelerated its development from a scale-up to an established company with robust internal processes. Sales growth continued in 2023, although the company has already shifted its focus to increasing profits in 2022.

In 2023, the company expanded into another new city and received additional licenses in regulated markets, which strengthened Voi's position as a leading European operator. The company was active in 23 cities in 2022 and expanded in 2023 to a total of 24 cities in Germany. Most recently, the city of Pforzheim has been added. In addition, the company has continued to introduce e-bikes in order to strengthen its position as a multimodal operator.

In 2023, Voi continued the development of its latest e-scooter model, the Voyager 7, and its latest e-bike, the Explorer 3. Both models will be launched in 2024. The Voyager 7 has a significantly longer service life than its predecessor models and has been subjected to rigorous testing in laboratories and city-like environments to ensure its safety, performance and reliability. With the Voyager 7, progress has been made in terms of improved safety, greater comfort, greater range and easier parking. One of the most important financial performance indicators is the sales revenues of third parties. In the financial year, these increased by 27.1% from €34.7 million to €44.1 million. The average number of active users increased by 12.0% from 299,000 users to 335,000 users, while the average revenue per active driver increased by 14.0%. The Company was able to reduce the cost of sales ratio by 1.6% from 56.6% to 54.9% and increase gross profit from €22.6 million to €24.5 million. As the most important non-financial performance indicator, the company defines the number of electric scooters on the roads. The average number of available vehicles increased by 17.6% from 39,802 to 46,821.

The personnel expenses ratio remained at a constant level in 2023 and increased by 0.8% to 20.7% from 19.9% in 2022. Other operating expenses increased by €1.3 million to €13.0 million. This is due in particular to the increase in insurance premiums of €1.6 million. The increase in insurance premiums is in line with the increased use of electric scooters and the associated increase in sales.

Net assets and financial position

In 2023, the balance sheet total remained almost constant at €3,833.0 thousand.

Receivables from affiliated companies decreased by €529.5 thousand, which is a direct consequence of the increased revenues from third parties.

Other assets increased by €100.4 thousand as a result of the reporting date. Other provisions decreased by €239.1 thousand, as provisions for outstanding invoices decreased by €323.0 thousand due to the introduction of order-related invoicing with our external logistics suppliers. Trade payables decreased by €23.4 thousand to €409.0 thousand and other payables decreased by €23.9 thousand to €453.6 thousand from €477.4 thousand. The falling receivables led to an increase in cash and cash equivalents at credit institutions by €630.3 thousand to €1,973.5 thousand as of the balance sheet date.

The Company was able to meet its financial obligations at any time.

As of the balance sheet date, the Company had an equity ratio of 30.3% (previous year: 21.0%). The increase in equity is due to the positive annual result. The Company's main source of financing is an intra-group agreement with the parent company Voi, in which the operating costs plus a margin are reimbursed to the company.

Forecast

In 2022, sales in the e-scooter sharing segment in Germany amounted to about €167.0 million. Thus, Germany is the second largest market for the rental of e-scooters worldwide, behind the USA and ahead of France. Nevertheless, the sales curve shows a weakening dynamics. By 2025, the estimated sales in the e-scooter segment should be €212.0 million. This corresponds to about 12.0 million users. In addition, the market is expected to grow at an annual growth rate of about 3.3% by 2029. The estimated market volume by 2029 is therefore around €244.0 million.

The OECD's International Transport Forum estimates that by 2050, 60.0% of all journeys in urban areas will have to be made through micro-mobility and shared mobility in order for the transport system to become sustainable. The global market for micromobility is expected to grow by 16.2% annually from USD 49.3 billion to USD 186.2 billion in 2030.

In its Strategy for Smart and Sustainable Mobility, the European Commission states that "the EU cannot rely solely on technical solutions"; therefore, "sustainable alternatives must now be made widely available in a fully integrated and seamless multimodal mobility system". European cities have big ambitions to reduce dependence on the cars. Micromobility is of crucial importance for achieving the climate and sustainability goals at European, national and local level.

Also according to Fluctuo, it is expected that the European shared mobility market will grow in the future due to a 17-point plan announced by the EU. The plan envisages doubling the number of kilometers covered by bicycle by 2030 and making cycling safer.

Voi already has more than 45 partnerships with public transport companies and operators as well as with other platforms for mobility as a service (MaaS) throughout Europe. Studies by third parties have proven that the integration of shared micromobility into public transport increases the number of train trips, and Voi user research shows that 55 percent of users combine shared e-scooters with public transport, thus helping to reduce dependence on the car.

The current deterioration in macroeconomic conditions has prompted the company to shift the emphasis from growth to profitability. Voi expects that demand will remain strong, as the high fuel costs and the measures taken by cities to reduce car use increase the need for affordable alternatives. Voi will further reduce its cost base and increase profitability, as well as make investments to increase operational efficiency.

Voi is aiming for a positive Group EBITDA in 2024. To achieve this, Voi intends to further improve its business processes and make them more efficient in order to reduce operating costs. The Company expects to continue its strong sales growth and profitability in 2024, accompanied by the increase in efficiency.

Opportunities & Risks

The demand for shared micromobility has been proven, and Voi expects further growth in the coming years. To the extent that the cities regulate the services and problems related to parking and safety are solved, Voi expects an improved experience of the service for both drivers and non-drivers. Voi also assumes that the public sector will increasingly use shared micromobility as an instrument to promote car-free access by further integrating micromobility into public transport networks. As acceptance increases, the service may move further away from city centers, which increases the impact on sustainability and operational efficiency through Improved economies of scale at the local level.

The mobility turnaround in the cities opens up numerous opportunities for the company. This enables an expansion of business activities, the acquisition of new users and the expansion of the offer. In order to ensure the sustainable success of the company, opportunities arising from changed market structures or user preferences are identified at an early stage and sought to be used in a targeted manner.

The following section presents the material risks identified by management. Overall, the risk assessment shows that there are uncertainties, especially with regard to market regulation, as well as a dependence on the Swedish parent company.

It should be noted that the Group operates on an immature market, which is still characterized by high volatility. Both in terms of the economic environment and the associated risk appetite on the capital markets as well as the regulatory environment. It is therefore not guaranteed beyond a reasonable doubt that the company will be able to maintain the financing of the business until it is able to support itself.

It is also not guaranteed that the cities and countries in the company's markets regulate business transactions in such a way that high profitability can be achieved in the long term.

Furthermore, due to the prevailing market situation, it is generally difficult to recruit and retain competent and experienced personnel.

The group operates a large fleet of vehicles on the roads of Europe every day. As with any mobility, there is a risk of accidents and unexpected incidents. This may be due to the handling of users, the behavior of other road users, but also to defects in the vehicles. Regardless of the type of cause, these carry the risk that the business and the reputation of the company will be negatively affected.

Industry-related risks such as market changes and competitive conditions

More and more cities are regulating the market through tenders, which benefits responsible operators with a proven track record in sustainability, safety and operational excellence. Voi has been promoting this development for many years and had the largest market share of licensed e-scooters among all operators as of December 31, 2023. Some markets are still lagging behind in regulating the market through tenders, but the trend is clear that unregulated cities will sooner or later move in this direction.

It is common for tendering cities to issue licenses to more than one operator. In this way, competition within the protected markets is maintained. Voi offers a market-leading user experience, which is preferred by the users and makes the company a clear market leader in many advertised cities. The competitive user experience and Voi's operational excellence have also brought advantages to the company in unregulated markets, which are oversaturated by operators. In 2022, some competitors have introduced aggressive pricing to undercut their competitors. However, Voi has defended its leading position in the major cities, proving that users are willing to pay for a premium experience.

Market risks

The Company operates in a highly competitive environment that is exposed to regulatory risks. The industry was characterized by low barriers to entry in the early days, but the barriers are increasing as tenders become the norm. Therefore, Voi expects a market consolidation with fewer operators who have the resources to be able to compete for licenses. Another risk in Germany is the possible introduction of mandatory parking zones by the cities. This regulation would restrict the free parking of the e-scooters and thus significantly influence the concept of micromobility.

Competition is a market risk. As the parent company of the Voi Group, Voi Technology AB is the owner of the electric scooter. Market fluctuations that have a negative impact on price or demand, for example, are market risks for Voi Technology AB. Therefore, Voi Technology AB bears the global market risk of the Voi Group.

Cyber Security

Cyber security plays an important role in today's corporate landscape. Voi is exposed to various cyber risks, including, among other things, the risk of cyber attacks on the networks and computer systems. These can cause considerable damage and guarantee a potential risk, especially with regard to user data. These threats could have a significant negative impact on business processes in all areas, in particular on the B2C relationship and on the rental of scooters. Due to this, the IT security structure is continuously being improved by the Voi parent company. The risk of fraud related to the use of the Voi app is considered low.

Liquidity and currency risk

The risk that a company will not be able to meet its payment obligations at a contractually agreed time is referred to as a liquidity risk. The Company is strictly and continuously monitored by the cash flow and liquidity planning of our treasury management. However, the company has a positive cash flow and is not dependent on the cash inflows of the parent company. Currency risks may arise from financial instruments that are valued in a different currency. Since the company conducts the majority of its business in its functional currency, this risk is insignificant.

Supply chain risk

The company is dependent on the further research and development of Voi in order to improve the current electric scooters and adapt them to the needs of users and to the requirements of the infrastructure in the city. Risks in the supply chain are generally borne by the parent company, but could have a negative impact on the company's business activities.

In the case of a fleet upgrade, the company bears the risk of the global supply chain if hardware or spare parts are not delivered on time. The main risk for this remains with Voi Technology AB, as the company only provides operational services on behalf of the parent company and in return is exempt from most corporate risks. However, the company has introduced early inventory and fleet planning as a countermeasure against supply chain risks.

Another risk comes from our external logistics providers, as the company relies on them to recharge and replace the batteries of the scooters. Improper handling can lead to problems with the electric scooter and, in the worst case, to the fact that the scooter cannot be used and is out of order.

One of the countermeasures to this risk is that the supplier's employees must attend a training course to learn the instructions and how to use the electric scooter and batteries.

Personnel risk

The company is exposed to a personnel risk, as qualified specialists and managers are needed for the operational business in order to equip the fleet as quickly as possible and keep it operational. This risk is minimized by efficient personnel and representation planning as well as by improvements in the recruitment process and consulting by professional recruitment companies. In the event of staff shortages, we are supported by temporary staff.

Risk of dependence

In addition to the risks already listed, it should be mentioned that the company is in a dependency relationship with the parent company Voi. The dependence of the company is already clear under the items "Market risks" and "Supply chain risk". A large part of the operating expenses and income is related to the parent company, which is why the inter-company relationship can have a significant impact on the company's position. We currently rate the intercompany risk as low.

Overall statement on the assessment of opportunities and risks

Despite challenging circumstances, the management considers the business development in 2023 and the economic situation of the company to be stable in principle. The company was able to increase sales with customers, reduce the cost of sales ratio and thus reduce the inter-company service fees. The Management also expects a further improvement in the key figures in 2024. The forecast is based on a further improvement in the market position and the expansion of the product portfolio. Overall, a difficult market environment with corresponding challenges is still expected. As a result, market conditions are continuously monitored and corresponding trends are thus to be identified at an early stage. There are no risks that endanger the stock.