FLOWER

Third quarter interim report 2026

Q3 2026

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Summary

This is the first interim report of Flower German Tolling AB (publ). The Group (as defined on page 3) comprises Flower German Tolling AB (publ), Flower German Tolling Holding GmbH, Flower BESS Germany GmbH and five German project companies developing battery energy storage systems. The Issuer was incorporated in June 2026, and the five project companies were acquired on 30 June 2026.

As the Group had no operations in 2025, all comparative figures for 2025 are zero.

Financial performance in the third quarter

The Group had no operational assets during the quarter and reported no operating revenue. EBITDA amounted to SEK -3.7 million, driven mainly by consultancy fees of SEK 2.5 million and other external services of SEK 0.8 million.

Net financial items amounted to SEK -5.0 million, mainly interest expenses of SEK 6.8 million on the senior secured bond, partly offset by positive currency effects of SEK 2.0 million. Net profit for the quarter was SEK -8.7 million. Activity in the first half of 2026 was immaterial, so year-to-date income statement figures equal the quarter. The year-to-date cash flow statement also includes the acquisition of the five project companies, about SEK 87 million, financed with about SEK 90 million of debt.

Financing and financial position

The Group has a SEK 600 million senior secured bond. As of 30 September 2026, cash and cash equivalents amounted to SEK 511.0 million and net debt to SEK 89 million. Projects under construction were carried at SEK 126.1 million, and equity amounted to SEK 27.9 million, an equity ratio of 4.4%.

The remaining construction cost is intended to be financed with senior debt. Negotiations are ongoing with a global lending bank, and the Group aims to sign the first facility before the end of 2026.

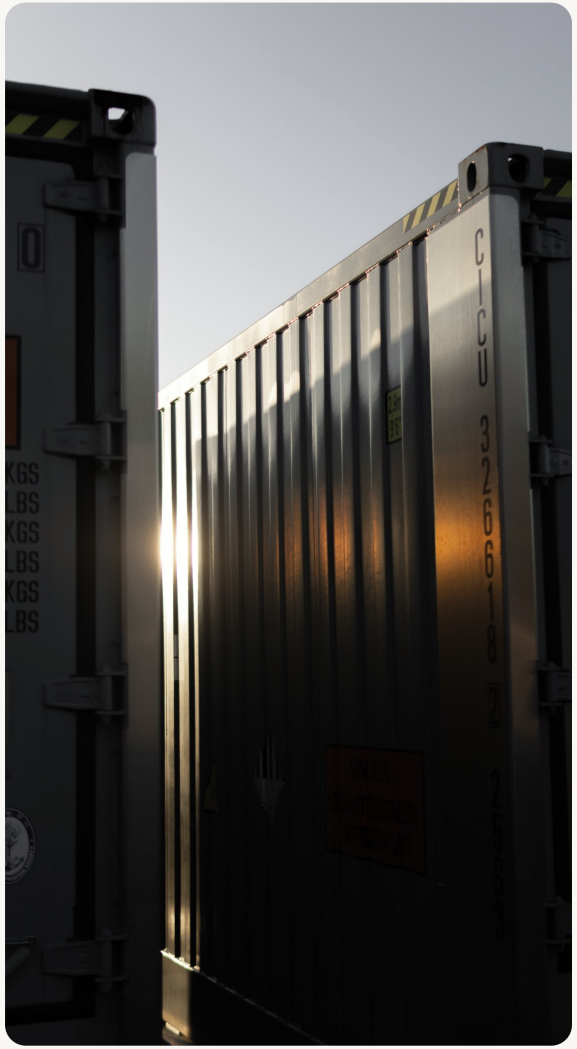
Projects under construction

At 30 September 2026, the Group owned five projects under construction in Germany, totaling 51.5 MW and 172.5 MWh. Chint Solar builds them under turnkey EPC contracts. Commercial operation is planned for Kölleda and Lemförde in Q1 2027, Schotten and Leisnig in Q2 2027 and Mittweida in Q4 2027, with battery and PCS deliveries for the first projects scheduled from January 2027. All five projects are progressing according to plan, and the Group does not currently expect any delays to the planned commercial operation dates.

Financial summary

	Quarter		Year to date	
	25-jul	26-jul	25-jan	26-jan
SEKm	25-sep	26-sep	25-sep	26-sep
Revenue	-	(0.0)	-	(0.0)
EBITDA	-	(3.7)	-	(3.7)
Net profit	-	(8.7)	-	(8.7)
KPIs	25-sep	26-sep	25-sep	26-sep
Cash and cash equivalents	-	511.0	-	511.0
Bond loan (nominal)	-	600.0	-	600.0
Net debt	-	89.0	-	89.0

Note: Net debt refers to the nominal amount of the bond less cash and cash equivalents, including bond proceeds held in escrow. Equity ratio refers to equity divided by total assets.



Comment from CEO

First and foremost, I would like to extend a warm welcome to all new investors in our senior secured bond. This is the first interim report from Flower German Tolling AB (publ), and we appreciate the confidence you have shown in the company and in our strategy for battery energy storage in Germany.

The third quarter was an important period for us. We established the Group and completed the bond issue in August, an important step towards financing our German construction. Going forward, our focus is on advancing the projects towards delivery.

Our five projects, acquired from Chint Solar at the end of June, are built under turnkey EPC contracts with Chint Solar, and the work is now moving towards procurement and delivery of the main equipment.

After the quarter, we significantly expanded the portfolio. Bergedorf (100 MW / 400 MWh) was transferred into the Group from Flower Tolling HoldCo AB, we completed the acquisition of Borken and Berga from Chint Solar, and we acquired the Döllnitz project (63 MW / 257 MWh) from the Flower Infrastructure Technologies MidCo AB (publ) group. The portfolio now comprises nine projects totaling 275 MW and approximately 990 MWh. We also signed a 7-year tolling agreement covering 96 MW of capacity, an important step towards the long-term contracted cash flows that underpin our strategy.

The portfolio is intended to be contracted under long-term tolling agreements for the majority of its capacity, with the aim of providing the Group with stable cash flows once the assets are in operation. The remaining capacity will be optimized across ancillary services and wholesale power markets, using the optimization platform Flower has developed in Sweden.

Looking ahead, battery and PCS deliveries for the first projects are scheduled from early 2027, followed by installation and commissioning. I look forward to updating you on our progress in the coming quarters.

John Diklev

Group structure

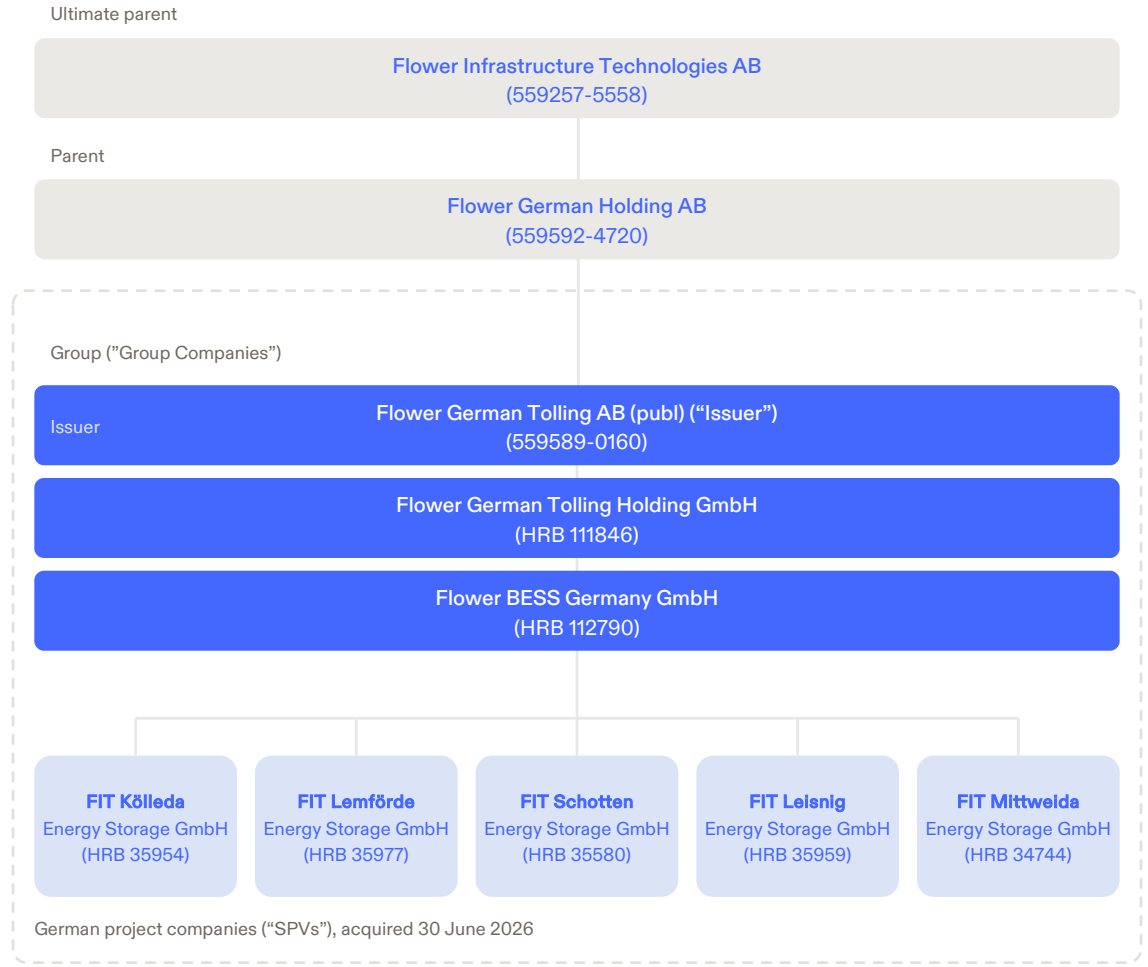
Flower German Tolling AB (publ) (the “Issuer”) is the issuing entity under the SEK 600 million senior secured bonds 2026/2029 (ISIN SE0029502657), issued on 26 august 2026 under a SEK 750 million framework. The Issuer is wholly owned by Flower German Holding AB, a subsidiary of Flower Infrastructure Technologies AB.

The Group comprises the Issuer, Flower German Tolling Holding GmbH, Flower BESS Germany GmbH and five German project companies, each developing one battery energy storage system. The project companies were acquired from Chint Solar on 30 June 2026.

Reported financial information

The reported financial statements comprise all Group companies. The Group will start generating operational cash flow once the first German asset is commissioned. These cash flows are upstreamed through the structure to support the Issuer’s debt service obligations.

Group structure



Business overview

The Group develops battery energy storage systems in Germany. On 30 June 2026, Flower BESS Germany GmbH acquired five ready-to-build projects from Chint Solar, part of the seven-project Project Bloom portfolio.

The five projects total 51.5 MW and 172.5 MWh. After quarter-end, the Group acquired Bergedorf (100 MW / 400 MWh) on 13 October, Borken and Berga (60.5 MW / 160 MWh) on 23 October and Döllnitz (63 MW / 257 MWh) on 17 November 2026, bringing the portfolio to nine projects totaling 275.0 MW and 989.5 MWh.

Acquired projects	Size (MW)	Size (MWh)	Planned CoD
Kölleda	6.0	25.0	Q1 2027
Lemförde	9.5	30.0	Q1 2027
Schotten	12.0	37.5	Q2 2027
Leisnig	9.0	30.0	Q2 2027
Mittweida	15.0	50.0	Q4 2027
Total Group	**51.5**	**172.5**	

Chint Solar builds each project under a turnkey EPC contract. The Ultimate Parent, Flower Infrastructure Technologies AB, provides optimization, asset management and construction management services under contractual arrangements.

At least 75% of each asset's capacity must be under tolling agreements after commercial operation. The rest will be optimized across ancillary services and wholesale markets.

Significant events during the quarter

On 26 August 2026, the Issuer issued SEK 600 million senior secured bonds 2026/2029 (ISIN SE0029502657) under a SEK 750 million framework, with a coupon of 3m STIBOR + 8.50%.

Up to SEK 220 million finances the Project Bloom acquisitions, released from escrow per company; the rest is held in escrow for further tolling assets.

Significant events after the end of the quarter

After the end of the quarter, the Group significantly expanded its portfolio through the acquisition of four projects, increasing total capacity from 51.5 MW to 275.0 MW, and secured a second long-term tolling agreement, further strengthening the Group's base of stable, contracted cash flows. In summary:

- Flower BESS Germany GmbH acquired Flower Infrastructure Technologies Germany GmbH and its subsidiary FIT Bergedorf Energy Storage GmbH (100 MW / 400 MWh) from Flower Tolling HoldCo AB, as part of an intra-group restructuring. The transaction was carried out on arm's length terms and at fair market value, for a total cash consideration of SEK 217.5 million, financed with funds released from the escrow account.
- The Group acquired Borken and Berga (60.5 MW / 160 MWh) from Chint Solar, completing the seven-project Project Bloom portfolio.
- The Group, through Flower Infrastructure Technologies Germany GmbH, acquired the 63 MW / 257 MWh Döllnitz battery energy storage project in Saxony-Anhalt, Germany, from the Flower Infrastructure Technologies MidCo AB (publ) group. The transaction was carried out on arm's length terms and at fair market value, for a total cash consideration of EUR 10.6 million, financed with funds released from the escrow account.
- Flower Infrastructure Technologies Germany GmbH signed a 7-year tolling agreement with a leading European utility covering 96 MW of battery energy storage capacity in Germany. This is the Group's second long-term tolling agreement.



Reported financial statements

Condensed consolidated income statement

	Quarter		Year to date	
	25-jul	26-jul	25-jan	26-jan
SEKm	25-sep	26-sep	25-sep	26-sep
Optimization revenue	-	-	-	-
Other revenue	-	(0.0)	-	(0.0)
Revenue	-	(0.0)	-	(0.0)
COGS	-	-	-	-
Gross profit	-	(0.0)	-	(0.0)
Operating expenses	-	(3.6)	-	(3.6)
EBITDA	-	(3.7)	-	(3.7)
Depreciation & Amortization	-	-	-	-
Operating profit (EBIT)	-	(3.7)	-	(3.7)
Financial net	-	(5.0)	-	(5.0)
Profit before tax (EBT)	-	(8.7)	-	(8.7)
Taxes	-	-	-	-
Net profit of the period	-	(8.7)	-	(8.7)

Reported financial statements

Condensed consolidated balance sheet

	Quarter-on-Quarter (QoQ)		Year-on-year (YoY)	
SEKm	26-jun	26-sep	25-sep	26-sep
Intangible assets	-	-	-	-
Tangible assets	105.1	126.1	-	126.1
Financial assets	-	-	-	-
Non-current assets	105.1	126.1	-	126.1
Inventory	-	-	-	-
Trade receivables	-	-	-	-
Other current receivables	2.8	2.9	-	2.9
Cash and cash equivalents	1.2	511.0	-	511.0
Current assets	4.0	513.9	-	513.9
Total assets	109.2	640.0	-	640.0

Condensed consolidated balance sheet (cont.)

	Quarter-on-Quarter (QoQ)		Year-on-year (YoY)	
SEKm	26-jun	26-sep	25-sep	26-sep
Share capital	(0.5)	(0.5)	-	(0.5)
Other contributed capital	-	(37.1)	-	(37.1)
Retained earnings and profit for the year	(0.0)	8.7	-	8.7
Other equity	-	1.0	-	1.0
Equity	(0.5)	(27.9)	-	(27.9)
Non-current financial debt	(27.2)	(579.4)	-	(579.4)
Deferred tax liabilities	(18.8)	(21.8)	-	(21.8)
Non-current liabilities	(46.1)	(601.2)	-	(601.2)
Trade payables	-	(2.1)	-	(2.1)
Other current payables	(62.6)	(8.8)	-	(8.8)
Current liabilities	(62.6)	(10.9)	-	(10.9)
Total liabilities	(108.6)	(612.1)	-	(612.1)
Total Equity and liabilities	(109.2)	(640.0)	-	(640.0)

Reported financial statements

Condensed consolidated cash flow statement

	Quarter		Year to date	
	25-jul	26-jul	25-jan	26-jan
SEKm	25-sep	26-sep	25-sep	26-sep
Operating profit (EBIT)	-	(3.7)	-	(3.7)
Adjustments for non-cash items	-	-	-	-
Interest net	-	(0.6)	-	(0.6)
Income tax paid	-	-	-	-
Change in working capital	-	4.6	-	2.5
Cash flow from operating activities	-	0.3	-	(1.8)
Investment / sale of intangible assets	-	-	-	-
Investment / sale of tangible assets	-	(16.4)	-	(103.3)
Investment / sale of financial assets	-	-	-	-
Cash flow from investing activities	-	(16.4)	-	(103.3)
Debt draw-down and repayments	-	516.3	-	606.0
Shareholder contribution	-	9.6	-	10.1
Other financial items	-	(0.0)	-	0.0
Cash flow from financing activities	-	525.9	-	616.1
Cash flow for the period	-	509.8	-	511.0
Cash at beginning of period	-	1.2	-	-
Cash at end of period	-	511.0	-	511.0

Note: Cash and cash equivalents include SEK 510 million of bond proceeds held in escrow.

Year-to-date and quarterly figures

Year-to-date figures include cash flows in the first half of 2026 that are not part of the third quarter:

- Investments in tangible assets of SEK 86.9 million
- Debt financing of SEK 89.7 million
- Change in working capital of SEK -2.1 million
- Shareholder contribution of SEK 0.5 million

Net cash flow in the first half of 2026 was SEK 1.2 million, which is the cash at the beginning of the third quarter.

Basis of preparation

Figures for periods before August 2026 relate to the sub-group headed by Flower German Tolling Holding GmbH.
See Key accounting principles on page 8.

Key accounting principles

General accounting principles

The consolidated financial statements of Flower German Tolling AB (publ) have been prepared in accordance with the Swedish Annual Accounts Act (Årsredovisningslagen) and the K3 framework (BFNAR 2012:1).

Basis of preparation

The Issuer became the parent of Flower German Tolling Holding GmbH and its subsidiaries in August 2026, through a reorganization under common control. Figures before August 2026 relate to that sub-group.

Functional currency and presentation currency

The Company's financial statements are presented in Swedish kronor (SEK) which is the Parent Company's functional currency. All amounts are presented in million Swedish kronor ("SEKm"), unless otherwise indicated. Rounding differences may occur.

Use of estimates and judgements

The preparation of the financial statements in accordance with K3 (BFNAR 2012:1) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, income and expenses, as well as related disclosures in the financial statements. These estimates and assumptions are based on management's best knowledge at the reporting date. Actual results may differ from these estimates.

Revenue and costs

Revenue is recognized at the fair value of the consideration received or receivable. Revenue is recognized in the period in which the services are performed or delivered. Where invoicing occurs after the reporting period, revenue is accrued and recognized in the period to which it relates. Any discounts granted are deducted from revenue. The Group's revenue will primarily consist of tolling fees under long-term tolling agreements, as well as optimization income from the remaining capacity, generated through participation in ancillary services markets and electricity market arbitrage.

Costs are recognized in the period in which they are incurred and in accordance with the matching principle, meaning that costs directly attributable to generating revenue are recognized in the same period as the related revenue. Operating costs primarily consist of grid fees, maintenance costs, optimization fees, and other operating expenses related to the battery energy storage assets.

Non-current assets

Tangible and intangible non-current assets are recognized at acquisition cost less accumulated depreciation and any impairment losses.

Property, plant and equipment are divided into significant components when the components have materially different useful lives. The acquisition cost includes, in addition to the purchase price, costs that are directly attributable to bringing the asset to the location and condition necessary for it to operate as intended.

Costs related to dismantling, removal or restoration of the site are not included in the acquisition cost of property, plant and equipment. Instead, a provision is recognized progressively over the useful life of the asset.

The depreciable amount consists of the acquisition cost less an estimated residual value, where this is considered significant. Depreciation is applied on a straight-line basis over the expected useful life of the asset and is recognized as an expense in the income statement.

The following useful lives are applied:

Asset category:	Useful life:
Buildings	20 years
Grid connection	5 years
Batteries	15 years
Inverters	20 years
Transformers	25 years

Asset acquisitions

Acquisitions of companies that do not constitute a business are accounted for as asset acquisitions. In such cases, the purchase consideration is allocated to the identifiable assets and liabilities acquired based on their relative fair values at the acquisition date. No goodwill is recognized in connection with asset acquisitions. Transaction costs that are directly attributable to the acquisition are included in the acquisition cost of the acquired assets. Where the acquired company primarily holds development rights, permits, or battery energy storage projects under construction, the acquisition cost is recognized as part of property, plant and equipment or assets under construction.

Goodwill

Goodwill arises when the acquisition cost of a business exceeds the fair value of the identifiable assets acquired and liabilities assumed. Goodwill is recognized as an intangible asset and is measured at acquisition cost less accumulated amortization and any impairment losses.

Goodwill is amortized on a straight-line basis over its estimated useful life, which reflects the period during which the economic benefits from the acquired business are expected to arise. The amortization period is 10 years, unless a shorter useful life can be reliably determined.

Goodwill is reviewed for impairment whenever there are indications that the carrying amount may not be recoverable.

Parent group:

The Ultimate Parent Company ("Flower Infrastructure Technologies AB, 559257-5558") prepares its annual report in accordance with the Swedish Annual Accounts Act (1995:1554) and BFNAR 2012:1 Annual Report and Consolidated Financial Statements (K3).

Related Party Transactions:

The Ultimate Parent, Flower Infrastructure Technologies AB, provides optimization, construction-related and other operational services to the battery energy storage projects within the Group under contractual arrangements. These services include trading, optimization, project development, construction management and operational oversight through Flower's proprietary technology platform, while maintaining a clear separation between asset ownership and service operations within the Group structure. After the end of the quarter, the Group acquired Flower Infrastructure Technologies Germany GmbH, FIT Bergedorf Energy Storage GmbH and Döllnitz Energy Storage GmbH from other companies within the Flower group, see Significant events after the end of the quarter on page 4.

Other information

Corporate information

Flower German Tolling AB (publ), org. No. 559589-0160, is a limited liability company with its registered office in Stockholm, Sweden and is a part of the Flower Infrastructure Technologies AB's group.

Review

This report has not been subject to review by the Company's auditor.

The Board of Directors and the Chief Executive Officer certify that this report provides a true and fair overview of the Group's financial position and results of operations.

Financial calendar for 2026

30 November 2026	Third quarter interim report 2026
28 February 2027	Fourth quarter interim report 2026
30 April 2027	Full year report 2026

Financial reports

Flower German Tolling AB's financial reports are available on the company's website. The financial reports are only distributed in digital form via the website: https://www.flower.se

The purpose of Flower German Tolling AB's Investor Relations is to continuously inform the capital market about the company's operations and development.

Flower German Tolling AB (publ)

Stockholm, 18 November 2026

Dan Holm
Chairman of the Board

John Diklev
Board member and Chief Executive Officer

David Evholt
Board member



Definitions, Glossary and Key Ratios

Adjusted EBITDA and EBITA:	EBITDA and EBITA adjusted for non-recurring items, and transaction and M&A related costs.
Adjusted EBITDA and EBITA margin:	Adjusted EBITDA and EBITA as a percentage of total revenue.
CAPEX:	Capital expenditures in tangible and intangible assets, during the period.
Debt ratio:	Net debt as a percentage of total capital.
EBITA:	Profit/loss from operations excluding amortization.
EBITA margin:	EBITA as a percentage of total revenue.
EBITDA:	Profit/loss from operations excluding depreciation, amortization and impairment.
EBITDA margin:	EBITDA as a percentage of total revenue.
Gross profit:	Total revenue less cost of goods sold.
Net debt:	Total interest-bearing borrowings (non-current and current) and leasing liabilities less cash and cash equivalents.
Non-recurring items (NRI):	Non-recurring income or expenses which are not recurring in normal operations.
Operating cash flow:	Cash flow from operating activities including changes in working capital.
Operating profit/loss (EBIT):	Profit or loss from operations before financial items and tax.


FLOWER