



# 2022



# KAMUX

Kamux is a retail chain specializing in the sale of used cars and related integrated services that has grown rapidly. Kamux's operating model is a seamless combination of digital commerce and an extensive showroom network: we want to provide an excellent customer experience regardless of time or place. Founded in Hämeenlinna in 2003, Kamux operates in Finland, Sweden and Germany, and at the end of 2022, the company had 78 showrooms in total. Since its founding, Kamux has sold more than 450,000 used cars.



# Kamux Annual Report 2022

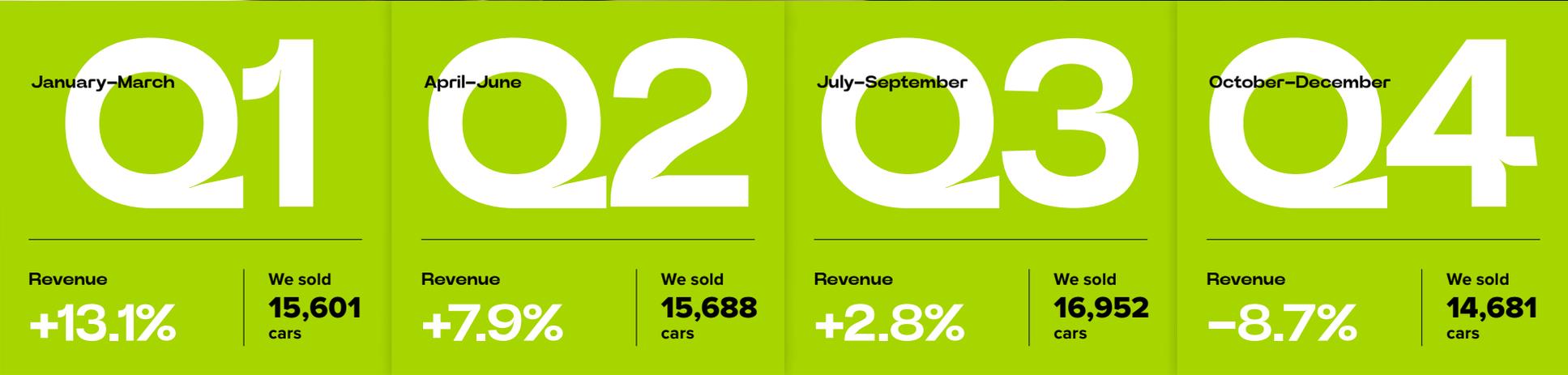
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This Annual Report is not a European Single Electronic Format (ESEF) regulation compliant xHTML document. The ESEF-compliant Board of Directors' report and Financial Statements 2022 are available at [www.kamux.com/en/releases-and-publications/reports-and-presentations/](http://www.kamux.com/en/releases-and-publications/reports-and-presentations/).

The Annual Report is published in Finnish and in English. In case of doubt, the Finnish version is authoritative.

# 2022 Highlights



- **Our strategic** real estate investment, the Oulu processing center and showroom, was opened.
- **We developed** our service offering by launching a renewed, more comprehensive Kamux Plus service in Finland.
- **The share of hybrid and electric cars** we sold grew by nearly 40% compared to the first quarter of 2021.

- **We expanded** our showroom network in Sweden and opened a new mega store in Malmö.
- **We increased** our market share in all our operating countries despite the challenging market environment.
- **The share of integrated services** of the revenue continued to grow in all our operating countries.

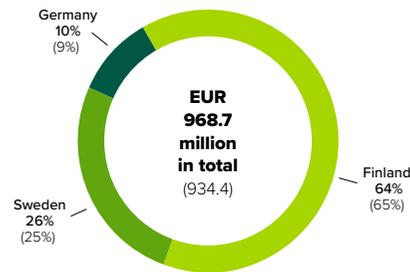
- **In line with our strategy**, we combined the Olari and Niittykumpu showrooms in Finland into one big showroom. In Germany, we transferred the operations of the Wentorf showroom to the nearby showroom in Nedderfeld.
- **Kamux's market share** increased in all operating countries also in the third quarter.
- **Demand for electric and hybrid cars** declined due to increasing electricity prices and news concerning the energy crisis. Despite this, the number of hybrid and electric cars sold by Kamux increased by 29% from the comparison period.

- **We opened** two new showrooms in Sweden: Kalmar and Nyköping.
- **Juha Kalliokoski**, founder of Kamux, announced he will step down from his position as the company's CEO in the first half of 2023. Tapio Pajuharju was appointed as the new CEO.
- **Sales of integrated services** progressed well in all operating countries.
- **The market environment** was exceptionally challenging. Consumer confidence was low, and the market contracted in all operating countries.

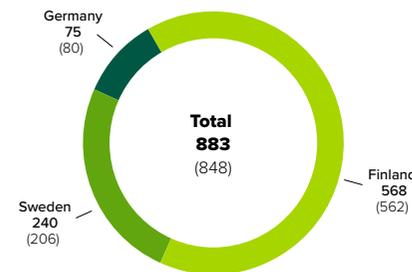
# Our revenue grew in an exceptional market situation

Kamux's revenue was EUR 968.7 million and adjusted operating profit EUR 17.5 million in 2022. Return on equity was 10.1%.

Revenue split by country in 2022

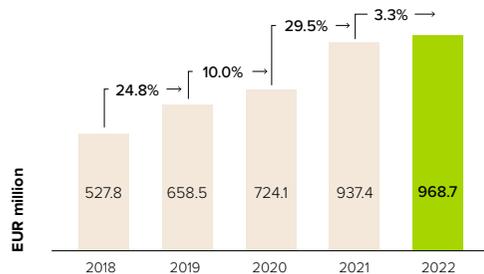


Average number of employees during 2022



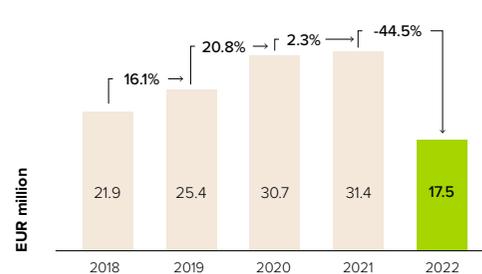
Revenue development

→ Revenue growth, % from previous year



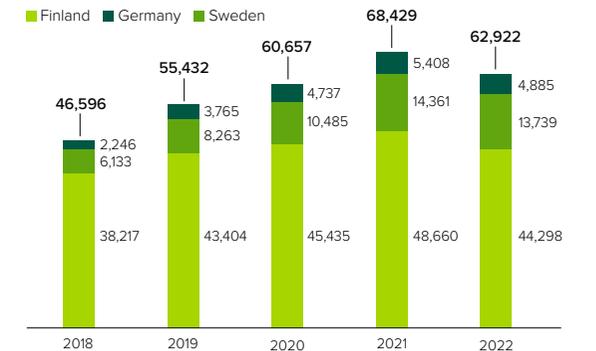
Adjusted operating profit development

→ Adjusted operating profit growth, % from previous year



Cars sold by country

■ Finland ■ Germany ■ Sweden



## Key figures

EUR million	2022	2021	Change, %
Revenue	968.7	937.4	3.3%
Gross profit	94.1	101.3	-7.1%
as percentage of revenue, %	9.7%	10.8%	
Operating profit (EBIT)	17.0	28.0	-39.0%
as percentage of revenue, %	1.8%	3.0%	
Adjusted operating profit*	17.5	31.4	-44.4%
as percentage of revenue, %	1.8%	3.3%	
Revenue from integrated services	52.9	42.8	23.5%
as percentage of revenue, %	5.5%	4.6%	
Number of cars sold	62,922	68,429	-8.0%
Gross profit per sold car, EUR	1,495	1,480	1.0%
Sales growth of like-for-like showrooms, %	0.6%	19.1%	
Net debt	59.1	70.4	-16.1%
Inventories	114.1	132.8	-14.1%
Inventory turnover, days	51.5	49.3	4.3%
Capital expenditures	3.1	7.4	-57.9%
Average number of employees during the period	883	848	4.1%
Return on equity (ROE), %	10.1%	19.5%	
Return on investment (ROI), %	7.2%	12.5%	
Equity ratio, %	53.2%	47.3%	
Earnings per share, basic, EUR	0.27	0.49	-44.8%
Earnings per share, diluted, EUR	0.27	0.49	-44.7%

\* Operating profit adjusted for special items related to strategic planning, legal processes, taxes from previous financial years and own real estate operations, totaling EUR 0.5 million for the fourth quarter of 2022 and totaling EUR 0.4 million for 1-12/2022 (10-12/2021: EUR -0.5 million and 1-12/2021: EUR 3.4 million).

## Financial targets

Kamux's medium-term annual financial targets for strategy period 2021-2023 are:

Target	Actual 2022
Annual revenue growth of more than 20%	3.3%
Annually growing adjusted operating profit and adjusted operating profit margin of at least 3.5%	Adjusted operating profit decreased -44.5% and adjusted operating profit margin was 1.8%
Return on equity (ROE) of over 25%	10.1%
Dividend payout of at least 25% of profit	55% (dividend proposal for FY2022)



# Kamux's operating model proved its effectiveness even in an exceptional operating environment

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The year 2022 started in nearly normal conditions in all our markets, and the outlook for the year was hopeful after the preceding pandemic years. In February, the operating environment and market situation changed suddenly due to Russia's attack on Ukraine, which was reflected to consumers during the year as climbing cost of living and interest rates and as significant uncertainty about the future. The declined consumer confidence and increased uncertainty caused the market to contract significantly in all our operating countries in 2022; the contraction was stronger than ever before during Kamux's operating history.

All in all, the year 2022 was quite challenging, and revenue growth was clearly below previous years. Our revenue increased to EUR 968.7 million mainly due to the increased average price of cars and the opening of new showrooms. Positive developments in the year included the sales of integrated services, which developed well throughout the year in all our markets.

We cannot be satisfied with the development in the number of sold cars or the weakened margin per car. In addition, Kamux's profitability was negatively impacted by our work to adjust the inventory to better match the demand which

fluctuated heavily during the year. The global shortage of components continued to prolong delivery times for new cars, resulting in limited availability of used cars in the market and a challenging purchasing market. The availability of used cars improved substantially in the second half of the year due to the generally weakened demand. Purchasing activity was also hampered by the rapid changes in demand between power sources during the year. The demand for electric and hybrid cars was strong in Finland and Sweden early in the year but weakened in early fall as electricity prices increased and insecurity about the sufficiency of electricity grew. Towards the end of the year, consumer demand was clearly more strongly focused on lower-priced combustion engine cars with low fuel consumption than in the previous years. In the exceptional operating environment, adjusted operating profit declined to EUR 17.5 million and was 1.8 percent of the revenue. The market situation also weakened predictability and we had to lower our outlook for 2022 twice.



### Implementation of growth strategy continued

The year 2022 was the second year of our strategy period 2021–2023. Despite the market situation and consumer uncertainty, we continued to decisively develop our business and carry out activities in line with our growth strategy. Our strategic focus areas are omnichannel customer experience and services, efficient processes and scalability, utilizing data and leading with knowledge, and developing capabilities and continuous learning.

The Oulu processing center was completed in schedule early in the year. Our strategically important first real estate investment enables efficient and more precise car handling, and it also serves showrooms outside Oulu.

During the year, we focused on increasing showroom size in accordance with the strategy. Larger showrooms support scalability and more efficient processes in line with Kamux's concept. The showrooms in Pori and Petikko, Vantaa moved to larger premises, we opened a new mega store in Malmö, Sweden, and we expanded our showroom network by opening new showrooms in Nyköping and Kalmar. In Finland, our showrooms in Olari and Niittykumpu were combined into one mega store in Niittykumpu, Espoo. In Germany, the Wentorf operations were transferred to the showroom in Nedderfeld.

During the strategy period, we are investing in developing and automating internal processes. 2022 was the first full year during which the Kamux Management System (KMS), the enterprise resource planning system (ERP) tailored to Kamux's needs, was fully in use in all our operating countries. System adoption has been extremely smooth, it has made processes

more efficient, and the system has fulfilled the expectations we had for it. During the year, we also developed our purchasing processes and leading with data in connection with inventory management, among other things.

We continued to develop the digital customer experience by redesigning the functionalities of our website. The seamless combination of the website, digital customer service channels and showrooms is an integral part of Kamux's first-class omnichannel customer experience. We also updated Kamux's brand identity to support the customer experience.

In 2022, we renewed and strengthened the composition of the Management Team. The country managers in charge of growing the business and developing country organizations were made part of the Management Team. Kerim Nielsen started in his position in Sweden in January, Jani Koivu in Finland in February, and Martin Verrelli in Germany in July. Juha Saarinen took on the responsibilities for the Group's purchasing, logistics, and hub operations in April, and Jarkko Lehtismäki, who is in charge of the digital and ICT functions, started in September. Furthermore, we enhanced the capabilities of our organization and hired people into key positions to take on responsibilities for, among other things, training, purchasing, and digital and data competence.

All in all, I can say that the year 2022 was very challenging. However, Kamux's operating model proved its effectiveness even in this exceptional operating environment. We have carried out well-timed strategic actions and development projects. Thanks to our operating model, our strong financial situation and Kamux's professional personnel, we managed better than the market in a changed world.

### Looking confidently to the future

I have had the privilege of steering Kamux for nearly 20 years. During these years, Kamux has grown from a one-showroom operation in Hämeenlinna to the largest used car retail player in the Nordic countries and an international listed company.

I want to express my warmest thanks to every Kamux employee for their contribution in 2022 with the market being exceptionally challenging. At the same time, I express my gratitude to the professionals who have worked for Kamux over the years and to our extensive partner network, with whom we have made Kamux the company it is today. I also thank Kamux's Board of Directors for the support they have shown and our customers and shareholders for their trust.



**Juha Kalliokoski**  
CEO  
**Kamux Corporation**

# Mobility needs unchanged – rising cost of living and uncertainty reduced used car sales

In 2022, the operating environment was overshadowed by Russia's attack on Ukraine. The energy crisis brought on by the war, accelerating inflation, and rise of interest rates and cost of living weakened consumer confidence, which was reflected in the declined demand of used cars in all Kamux's operating countries. In Finland and Sweden, changes in the economic environment and energy pricing also had a significant impact on the changes in consumer preference for different power sources during the year.

# The used car market in 2022

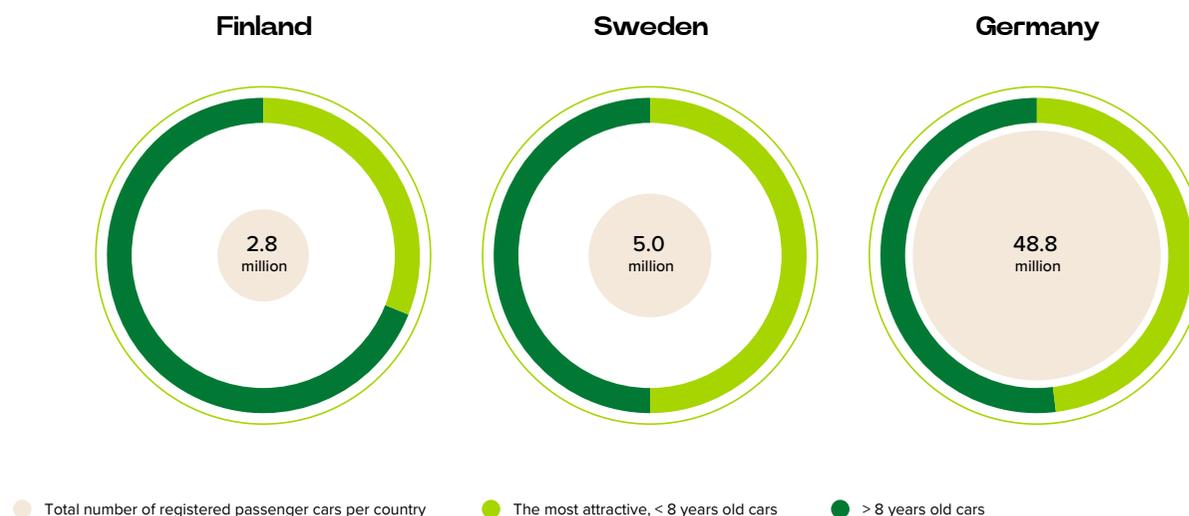
The European used car market is large, historically stable, and extremely fragmented. The size of the used car market in Finland, Sweden, and Germany totals approximately EUR 100 billion.

In 2022, the used car market contracted in all Kamux's operating countries. According to Kamux's estimate, the size of the market in 2022 was approximately 0.6 million used cars sold per year in Finland, approximately 1.2 million in Sweden and about 5.6 million in Germany. Kamux estimates that Finland is the most concentrated used car market in the world. In 2022, large and mid-sized players focused on used car sales continued to increase their market share. There were no major changes in car sales between consumers. In Sweden, large players focused on used car sales increased their market share, and car sales between consumers declined slightly. In Germany, the used car sales market is very fragmented, and according to Kamux's estimate, the combined market share of the five largest players is only about two percent.

The component shortage continued to slow down new car deliveries especially at the beginning of the year. In 2022, registration of new passenger cars in the EU was down by 4.6 percent from the previous year. In Finland, the number of new cars registered was historically low; the previous year with as few new cars registered was 1995. The number of new registrations decreased by 17 percent from the previous year in Finland. In Sweden, new car sales were down by 4.3 percent compared to 2021. In Germany, the number of

## Kamux's target market

Source: Traficom, ACEA, company estimates



new registrations increased slightly in 2022 due to the strong end of the year. As delivery times for new cars were still long, the volume of used cars entering the market was scarce, which was reflected in the tighter competitive situation in used car procurement and increased average prices.

In Kamux's operating countries, a growing share of new cars are either fully electric or plug-in hybrids. In Sweden, as much as 56 percent of new registrations were plug-in cars, whereas in Finland the share was 38 percent and in Germany

31 percent. However, the car fleet changes slowly, and the share of plug-in cars of the entire car fleet was 9 percent in Sweden and 6.2 percent in Finland. In Germany, the share of plug-in cars grows considerably slower than their share of new car sales might indicate and was only 2.4 percent in 2022. Due to the local subsidy policy, a significant share of plug-in cars sold in Germany has been exported after six months of use. The subsidy policy changed for the year 2023, which is expected to reduce export.

# Used car retail trends

## Current trends



**Changes in market dynamics**



**Service in digital channels**

## Evolving trends



**New means of transportation and mobility as a service**



**Electrification of motoring**

## Current trends

### CHANGES IN MARKET DYNAMICS

The used car market is still very fragmented. In 2020–2021, several new players focused on online sales of used cars entered Kamux’s target markets, and some of them were forced to adjust their operations during 2022: CarNext ended its operations in Germany and Norway, and Cazoo withdrew from the German and Italian markets.

As the used car trade develops and becomes more specialized, players focusing on a specific part of the car sales value chain (e.g. car deliveries, car processing, purchasing cars from consumers) have emerged. These new players are mainly partners from Kamux’s point of view, but in some cases they are also competitors.

Industry consolidation continued, as internationally operating companies acquired local players in Finland and Austria, among others.

### SERVICE IN DIGITAL CHANNELS

The digitalization of retail continues and consumers appreciate an easy shopping experience. The key factors in online service are the reliability of the service and a seamless customer experience between the online store, remote interaction and the showroom.

Digital channels and omnichannel customer service are in a key role in each of Kamux’s sales transactions. It is very rare for an entire purchase process to take place in the showroom only. In a typical transaction, the consumer finds a Kamux car online and has a discussion with the salesperson via chat, WhatsApp or phone. After interacting in digital channels, the customer test drives the car and accepts delivery in a Kamux showroom or in their own driveway.



## Evolving trends

### NEW MEANS OF TRANSPORTATION AND MOBILITY AS A SERVICE

Versatile services that enable mobility by car, such as joint ownership and sharing solutions as well as different services with monthly fees, are one of the evolving trends. There are many players in Kamux's operating countries that offer mobility as a service. Car sharing services have remained quite small and their growth is expected to be moderate (Snapshot of the European car-sharing market, McKinsey). Some players have also closed down operations, especially in the Nordics. Monthly fee-based services, on the other hand, have increased their market share steadily every year. However, the share of monthly fee-based services of the whole car market varies strongly between market areas and in Kamux's operating countries the majority of car users still choose to finance their car purchases in traditional ways with cash, in installments or with a bank loan. Kamux's product in the monthly fee segment is called Kamux Huoleton (Kamux Carefree). The service pilot continues in Finland.

Other new mobility services include numerous different business models. Among these, micro-mobility services based on electric scooters have grown strongly and are partially replacing short trips in densely populated areas traditionally made using public transport, taxi or privately owned cars. Kamux monitors the development of the market. According to Kamux's estimate, the impact on car demand has so far not been significant.

### ELECTRIFICATION OF MOTORING

People have always had a need to move and transport goods. As awareness of environmental and climate matters increases, interest towards cars running on alternative power sources is growing. In addition to environmental considerations, lower costs of use are boosting consumer interest towards electric cars in particular. In addition, the electrification of motoring is promoted in many markets through legislation. Sales of cars running on alternative power sources is still limited by the higher price level compared to traditional combustion engine cars, long lead times, limited selection in some areas, shorter operating range than in combustion engine cars, the developing public charging infrastructure and potential challenges in home charging. Consumer interest towards cars running on alternative power sources is also significantly influenced by the public discussion on the benefits of different power sources as well as development of energy prices.

Of the cars sold by Kamux in 2022, 11 percent were cars running on alternative power sources, which was 21 percent more than in the previous year. Sales of petrol and diesel cars still form the majority of used car sales in all Kamux's operating countries. The share of plug-in cars is, however, growing rapidly, as new plug-in cars sold today enter the used car market after 1 to 3 years. Kamux is strongly involved in this development and in 2022, it was the largest seller of used fully electric cars in Finland.

# Strategic focus areas for 2021–2023

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Kamux continued to implement its strategy in an exceptional operating environment. We reacted to the changed market situation and continued to implement the strategic focus areas as planned.

The key target of Kamux's strategy period 2021–2023 is strong revenue growth, as we aim at nearly doubling the revenue. Profitability development during the strategy period is built on business growth and scalability.

The large size of the market and the strong digitalization of the used car business offer attractive opportunities for a company specialized in used car retail such as Kamux.

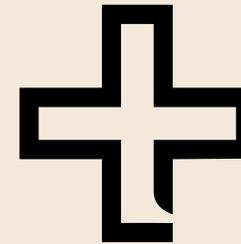
## Strategic focus areas for 2021–2023

### **OMNICHANNEL CUSTOMER EXPERIENCE AND SERVICES**

We aim at seamless omnichannel service and the best digital customer journey on the market. In customer service, we make use of our strong concept in which the company's entire car selection is available for sale in all showrooms and customers can choose their preferred way of interacting with us. Our customer proposition focuses on attractive prices and trust. We develop new services in a customer-oriented way.

### **UTILIZING DATA AND LEADING WITH KNOWLEDGE**

We lead sales, purchasing and pricing with the support of data and analytics. We utilize data in developing the customer experience, especially in online shopping. We manage our purchases by combining up-to-date information on demand and supply with our comprehensive knowledge of different car models.



### **EFFICIENT PROCESSES AND SCALABILITY**

We industrialize and improve the efficiency of our processes and logistics through integrations and robotic process automation (RPA). We increase the average size of our showrooms and will open larger showrooms in the future. We will centralize car inspections and develop processing. We will continue to keep our fixed costs low.

### **DEVELOPING CAPABILITIES AND CONTINUOUS LEARNING**

We develop our capabilities systematically to support our strategic objectives. We invest heavily in developing personnel competence, continuous learning, and career paths at all levels of the organization.



## Kamux's operating model: omnichannel used car retail



### The cornerstones of Kamux's operating model

- Professional sourcing and sales
- Rapid inventory turnover
- Low fixed costs
- Profitable integrated services



### The cornerstones of Kamux's customer proposal

- First-class omnichannel customer service
- Attractive pricing for customers
- Trustworthiness



### Our values

- Teamwork, joy, and drive
- Freedom and accountability
- Happy customers
- Profitable business
- Responsibility

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**Kamux's vision is to be the**  
**#1**  
**used car retailer**  
**in Europe.**

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#### **We developed our business in line with the strategic focus areas**

In 2022, we continued to determinedly implement Kamux's growth strategy and focused purposefully on developing the focus areas in an exceptional operating environment.

The processing center in Oulu started its operations early in the year; this was our first strategic real estate investment. The processing center, located in a property owned by Kamux, serves our showrooms in northern Finland. The center enables efficient and more precise handling of cars, such as inspections, washing, repairs, photographing, modeling, and

logistics. Southern Finland is served by our other processing center in Niittykumpu, Espoo.

In spring, we moved the showrooms in Pori and Petikko, Vantaa to larger premises, and in May, we opened a new mega store in Malmö, Sweden. A larger showroom size supports scalability and more efficient processes in line with Kamux's concept. In fall, we continued to expand our showroom network in Sweden by opening new showrooms in Nyköping and Kalmar. In Finland, our showrooms in Olari and Niittykumpu were combined into one mega store in Niittykumpu, Espoo. In Germany, the Wentorf operations

were transferred to the showroom in Nedderfeld. At the end of 2022, Kamux had a total of 78 showrooms: 47 in Finland, 24 in Sweden and 7 in Germany.

As part of our strategy implementation, we continued to develop new services and the piloting of the monthly fee based Kamux Huoleton service model continued. We also successfully renewed the Kamux Plus add-on service. After the renewal, Kamux Plus can be offered for a larger number of cars we sell. In 2022, the sales of Kamux's integrated add-on services developed well in all our operating countries. Kamux strives to offer all services related to buying or selling a car under one roof, and our customers valued the comprehensive service provided by Kamux.

### Add-on services offered by Kamux

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Financing

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Insurance

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Liability extension Kamux Plus\*

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Home delivery

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Kamux Huoleton\*\* – a pilot-phase car service with a monthly fee

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\*Service available in Finland and Sweden.  
\*\* Service available in Finland.

We continued our systematic work to develop personnel trainings. We focused particularly on the trainings of supervisors and the sales and purchasing organization and unified our processes across our operating countries. Our goal is to provide an efficient training system that allows also new Kamux employees to quickly learn our ways of working.



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**In 2022,  
we continued to implement  
our strategy regardless  
of the exceptional  
operating environment.**

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# Digital operating model as a strength in international used car sales

A seamless omnichannel customer experience is at the heart of Kamux's operating model. Advanced purchasing and sales processes also enable efficient inventory turnover: we can offer our customers the right cars at an attractive price – in all our markets.

Kamux aims to provide its customers with a first-class purchase experience and the role of digital channels is central to the customer journey. Consumers browse the selection and carry out extensive background work online to find a suitable car. For this reason, the functionalities of the website as well as vehicle information that is correct and as extensive as possible are important factors in achieving a first-class customer experience. Omnichannel customer service and reliability throughout the purchase process are prerequisites in international used car sales.

During 2022, we fine-tuned the omnichannel customer experience and digital services by developing the functionalities of our website, for instance by improving and speeding up the search function and making the pages easier to browse and use particularly with mobile devices.

We supplement our web service with a chat channel, and digital customer service and sales are a key part of the work of Kamux's showroom personnel. We use the chat to answer customers' questions and provide additional information about cars the customers are interested in. We can also book a test drive, even outside showroom opening hours. During showroom opening hours, our trained salespeople can present a car to a customer in real time through a video call, for example. In 2022, customer contacts through the chat increased.

### We use data to meet our customers' mobility needs

During the current strategy period, we are investing in developing and automating Kamux's internal processes. With these measures we aim to streamline and harmonize our pricing, customer contact management, the placement and logistics of the cars on sale, and market analytics.

In 2022, the use of Kamux Management System continued in all our operating countries. The ERP, tailored to Kamux's needs, has proven to be an effective tool, and it plays a key role in the work of nearly all Kamux employees.

During the year, we improved our purchasing processes and leading with data. This work continues in 2023. We developed the way we utilize data that we obtain from purchasing and sales processes, among other things. Mapping consumer needs even more efficiently allows Kamux to build a car offering that matches the demand as accurately and in as timely a manner as possible. This will also improve inventory turnover.

## Digital customer journey

36%

use digital channels in Finland<sup>(1)</sup>

32%

use digital channels at group level<sup>(1)</sup>

Majority

of customers begin their customer journey online and continue to a showroom

~ 1%

begin and finish their purchase in a showroom<sup>(2)</sup>

Approximately  
1,000,000

visits to Kamux websites in Finland, Sweden, and Germany per month

78 showrooms

served as pick-up points for cars bought at the webstore or other digital channels in 2022

<sup>(1)</sup> Cross-selling 1–12/2022. <sup>(2)</sup> Based on the company's estimate.

# Kamux Management System

An ERP tailored to Kamux's needs

## Physical and digital sales combine into a seamless customer experience

- First-class omnichannel customer service
- We serve customers in the channels that best suit them
- Customer service online and through the chat outside of showroom opening hours
- Supporting consumers' purchase decisions

## Automation of core processes in car retail

- Pricing
- Product information
- Logistics
- Sales leads management

## Connecting supply and demand at the European level

- Customer needs
- Buying
- Selling

## Technical system infrastructure

- Enabling growth
- Ability to expand and launch new concepts and services

**Kamux  
Management  
System**

# Business by country

# Finland

The demand for used cars reduced significantly in Finland due to weakened consumer confidence caused by the unstable geopolitical situation and increased costs. As an established and strong operator and by investing in new services, we fared better compared to the market development in a challenging situation.

We estimate that our market share at the end of 2022 was approximately 8 percent and we were the largest operator in used car retail in Finland.

The used car market contracted by approximately 11 percent in Finland in 2022. Starting from the end of February, the increase in fuel prices caused by the war in Ukraine weakened the demand for diesel and petrol-powered cars and increased the demand for electric cars. However, the strong demand for electric and hybrid cars weakened in the third quarter as a result of increased electricity prices and the heavy news coverage on the energy crisis. Of the cars sold by Kamux in 2022, 13.7 percent were hybrid and electric cars, representing a 29 percent increase compared to the previous year. Towards the end of the year, the risen interest rates and accelerated inflation were reflected as cautious consumer

behavior and increased demand for fuel-effective and more affordable combustion-engine cars.

With the weakened consumer demand, the general availability of used cars improved during the second quarter, but the purchasing market for cars meeting the demand continued to be tight throughout the year. Margin per car decreased in Finland due to rapid changes in demand between different power sources and the related measures to adjust inventory.

In Finland, one of the most significant events of the year was the opening of the processing center and showroom in Oulu at the beginning of 2022. The processing center enables efficient and more precise handling of cars, such as inspections, washing, repairs, photographing, modeling, and logistics. The industrialization of processes serves customers through both the selection and detailed and high-quality information provided on the cars, which strengthens transparency and builds trust. At the end of 2022, Kamux had a total of 47 showrooms in Finland.

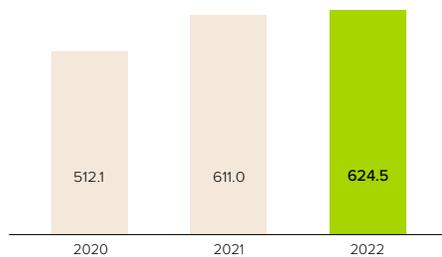
During the year, we invested in integrated services, and especially the sales of the more comprehensive Kamux Plus

## Kamux's first processing center was opened in Oulu.

service, which was renewed in early 2022, developed very well. The sales of financing services also developed well. In accordance with our strategy, we focused on increasing showroom size and combined showrooms under one roof. Jani Koivu assumed his position as Country Director of Finland in the beginning of February 2022.

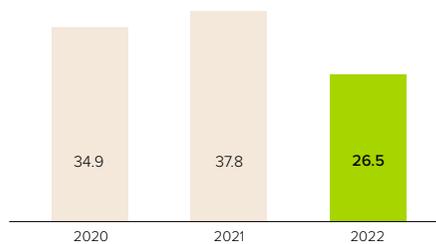
### Revenue

EUR million



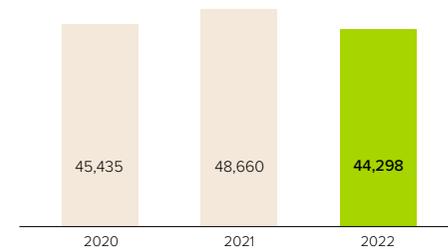
### Operating profit

EUR million



### Sold cars

number



# Sweden

**Uncertainty about the future**, accelerated inflation and sharply increased fuel prices weakened consumer confidence, and the demand for used cars decreased very strongly in Sweden in 2022. Despite the challenges imposed by the operating environment, we managed to grow. Revenue growth was based on the opening of new showrooms as well as the increase in the average price of sold cars. According to our estimate, we have secured a position among the five largest players in Sweden in terms of sales volume. Our market share is approximately 1.2 percent of the entire used car market in the country.

Margin per car decreased in 2022 due to the rapid fluctuation in demand between combustion engine cars and electric cars caused by changes in the operating environment as well as the related measures to adjust inventory.

During the year, we opened three new showrooms in Sweden. The Malmö showroom was opened in May, while the Nyköping and Kalmar showrooms were opened in

October 2022. At the end of 2022, Kamux had a total of 24 showrooms in Sweden. In line with our strategy, besides opening new showrooms, we focused on integrated services and their share of revenue increased. In addition to improving profitability, omnichannel presence, the development of digital services and the acceleration of growth will be our strategic focus areas in the future as well.

In Sweden, we invested in developing our country organization, and especially purchasing and training activities were improved by recruiting new key personnel. We also boosted personnel training on various organizational levels. We will continue to increase Kamux's brand awareness in Sweden, and our goal is to strengthen Kamux's employer branding to attract talent going forward as well.

**In 2022,  
three new showrooms  
were opened in Sweden:  
Malmö, Nyköping  
and Kalmar.**

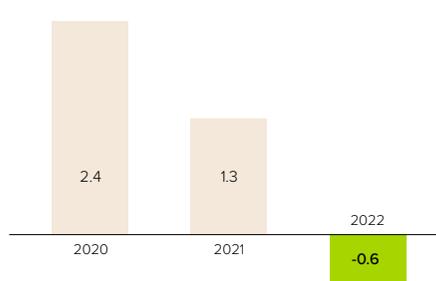
## Revenue

EUR million



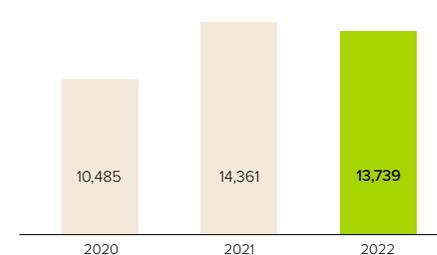
## Operating result

EUR million



## Sold cars

number



# Germany

**The used car market** contracted by 15.8 percent in Germany in 2022. Geopolitical uncertainty, high fuel prices as well as the accelerated inflation and increased interest rates weakened consumer confidence and reduced used car sales. In early 2022, COVID-19-related restrictions also reduced the number of customers visiting the showrooms. In a challenging market situation, Kamux performed better than the market development and increased its market share in Germany. Prices for used cars increased in 2022.

Consumers' uncertainty about changes in taxation and their potential impacts on different means of transportation increased uncertainty in the market. In addition, the problems in the delivery of new cars resulting from the shortage of components and chips continued due to the war in Ukraine and were also reflected in used car retail. Sales of Kamux's financing services progressed extremely well in Germany, and revenue from integrated services increased its share of external revenue.

In 2022, the operations of the Wentorf showroom were transferred to the nearby showroom in Nedderfeld. A larger showroom supports scalability and the measures related to enhancing processes in line with our concept. At the end of 2022, Kamux had a total of 7 showrooms in Germany.

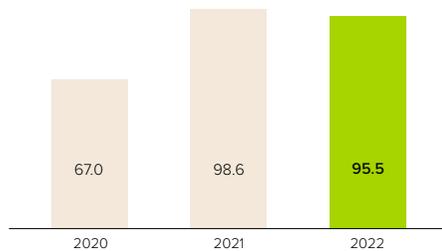
The pending legal process against a local procurement partner in Germany was completed as the Stuttgart District Court ruled in favor of Kamux. Due to significant uncertainty related to debt collection, the ruling did not have an immediate impact on profit. The authorities continue to investigate the local procurement partner's actions in connection with the incident.

We continued to develop our country organization and strengthened purchasing and training competencies in particular. Our recruitment processes faced challenges due to the labor market situation in Germany. Martin Verrelli assumed his position as Country Director of Kamux Germany in the beginning of July 2022.

**Revenue from Kamux's integrated services as percentage of revenue increased in a challenging market situation.**

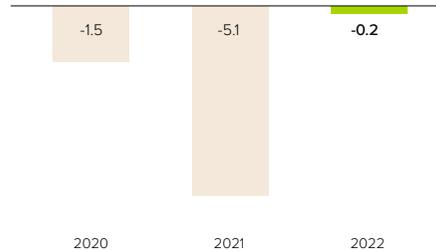
## Revenue

EUR million



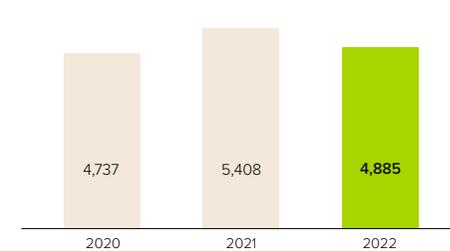
## Operating result

EUR million



## Sold cars

number





# This is how Kamux creates value

The cornerstones of our business model, digital focused omnichannel customer service and efficient purchasing and sales processes, enable value creation to our different stakeholders even in an exceptional operating environment.

## Value creation resources and enablers



Market leader in Finland and established presence in the Swedish and German markets

Extensive and rapidly changing selection of cars and continuously growing vehicle database

Large and growing clientele: consumers as well as companies and entrepreneurs who need utility vehicles

Extensive international purchasing networks and sourcing channels: approximately 200 professional car suppliers in 13 countries

Purchasing directly from consumers in all operating countries

Professional used car purchasing and sales teams in Finland, Sweden, and Germany

Car retail ERP Kamux Management System that supports the company's growth

Systematically expanding sales network: 10 digital sales channels and 78 showrooms at the end of the year

Strong and well-known Kamux brand

Stable financial position: equity of approximately EUR 108 million



## Through our business we produce

We provide solutions to different mobility needs: a total of 62,922 cars sold in 2022

We offer all relevant and evolving add-on services: Kamux Financing in all markets, in Finland and Sweden also Kamux Insurance and Kamux Plus. In Finland, also Kamux Huoleton



## Our impact

### SOCIETAL IMPACT

- We respond to people's mobility needs and influence the infrastructure of mobility.
- We renew Finland's car fleet: we imported 5,712 cars, the average age of which was 4.8 years (the average age of Finnish passenger car fleet: 12.9 years). At the same time, we are improving traffic safety and contributing to the electrification of motoring by bringing used electric cars to the market.
- We offer consumers the possibility to upgrade their car to a newer and lower-emission alternative affordably.
- We promote an ethical way to sell cars as well as transparency and reliability in used car retail in all our markets.
- We are a significant employer in Finland and a growing employer in Sweden and Germany.

### ENVIRONMENTAL IMPACT

- We renew Finland's car fleet and import lower-emission cars: of our imported cars, 53.4% were hybrid, electric or natural gas vehicles.
- We participate in circular economy: we do not use natural resources to produce new cars, but rather we support and enable the sensible use of already manufactured vehicles and spare parts until the end of their lifecycle.
- Our direct environmental impacts result primarily from heating our premises and from transferring cars.

### SOCIAL IMPACT

- We employ directly and indirectly on a local level: Kamux employed 1,326 professionals at the end of the year.
- We purchase services and materials from approximately 6,500 companies in Finland, Sweden and Germany.
- We promote youth employment by hiring summer employees and we extend people's careers by hiring seniors to, for example, deliver cars.
- We train our personnel and offer diverse career paths, also internationally.
- We invest in work satisfaction: an average of 3.9/5.
- Customer satisfaction at a good level: an average of 4.0.

### ECONOMIC IMPACT

- Profitability: adjusted operating profit EUR 17 million.
- Shareholder value: EUR 8 million paid as dividend during financial year 2022.
- Investments supporting strategy: EUR 3 million in total.
- Equal and fair pay: salaries EUR 38 million.
- Tax footprint: EUR 75 million.
- Our activities increased the revenue of our suppliers and partners.

Figures from 2022 unless stated otherwise.

A close-up photograph of a person's hand plugging a black charging cable into the charging port of a car. The car's interior and the charging port are visible, with some blurred lights in the background. The text 'Responsible used car sales' is overlaid on the image.

# Responsible used car sales

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Kamux aims to offer competitively priced cars that meet the customers' needs. We renew Finland's vehicle fleet by importing newer cars with lower CO<sub>2</sub> emissions compared to the average car currently used on Finnish roads. We also offer a comprehensive selection of alternative power sources. For our personnel, we are a fair and inspiring employer that provides employees with interesting and motivating career opportunities internationally.

**Kamux has defined** the responsibility topics that are material to its operations and grouped them under three central responsibility themes. For defining the material themes and topics, we have used customer feedback and questions, interviewed analysts and investors, and examined the information gathered from employee surveys.

In 2022, we started a review and re-evaluation of the material topics in our responsibility program and initiated a development project for updating the program. In 2023, we will continue the development work with attention to our key stakeholders.

### Kamux's responsibility program is built around the following three themes:



#### Sensible choices

- Newer cars, alternative power sources
- Promoting circular economy
- Efficient operations

We enable newer car purchase to many consumers by offering a versatile selection of used cars. By importing cars, we lower the average age of the vehicle fleet in Finland.



#### Worth the trust

- Reliable information on cars
- Excellent customer experience
- Value for society

A key business principle for Kamux is to operate responsibly. We aim to be the forerunner of car retail by being reliable, open, and transparent.

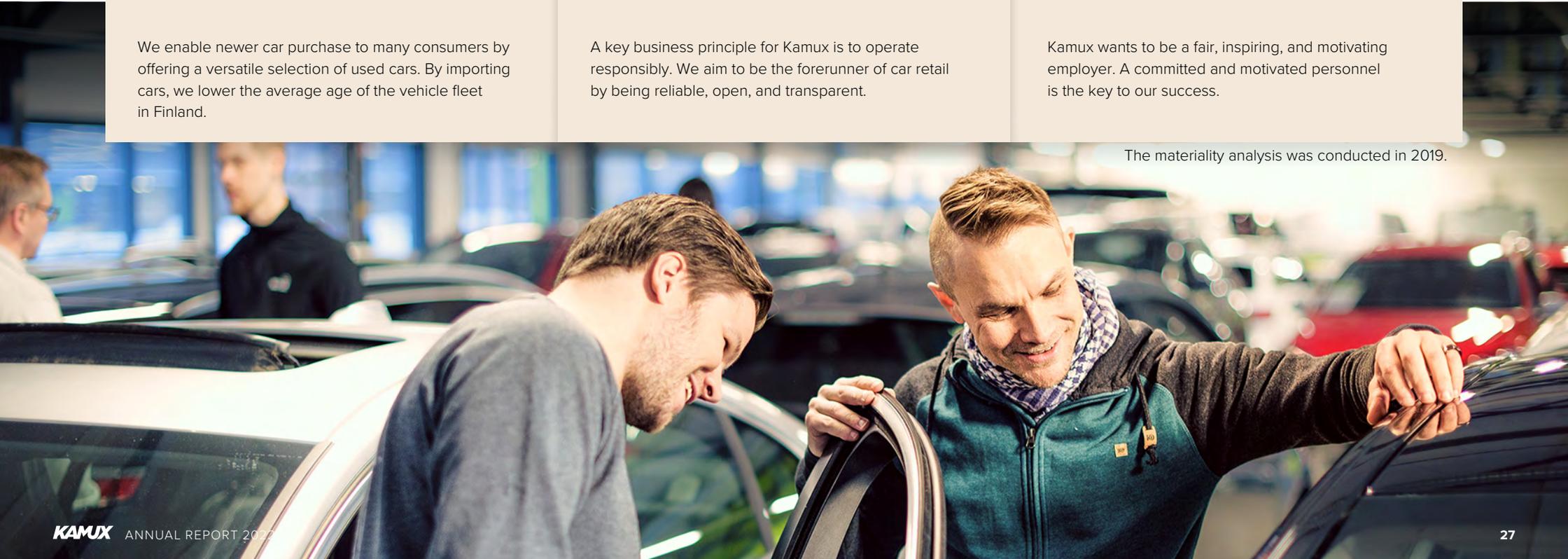


#### Enthusiasm for work

- Versatile career opportunities
- Promoting expertise and well-being
- Striving for diversity

Kamux wants to be a fair, inspiring, and motivating employer. A committed and motivated personnel is the key to our success.

The materiality analysis was conducted in 2019.



# Kamux's corporate responsibility goals and performance metrics

The purpose of the goals and performance metrics related to the responsibility themes and topics defined by Kamux is to give an overall picture of the responsibility of our operations. We systematically review the relevance of the goals and performance metrics and develop monitoring and data collection as part of business management.

Themes and topics	Goals	Central metrics	Actual 2022	UN Sustainable Development Goals*
<b>Sensible choices</b>				
<b>Newer cars, alternative power sources</b>	<ul style="list-style-type: none"> <li>We enable newer car purchase to many</li> <li>We bring lower emission cars to the roads and renew the car fleet</li> </ul>	<ul style="list-style-type: none"> <li>Vehicles sold</li> <li>Age and share of alternative power sources of imported cars (in Finland)</li> </ul>	<ul style="list-style-type: none"> <li>62,922</li> <li>4.8 yrs. / 53.4%</li> </ul>	
<b>Promoting circular economy</b>	<ul style="list-style-type: none"> <li>Maintenance and repair measures and equipment upgrades extend the life-cycle of cars</li> </ul>	<ul style="list-style-type: none"> <li>% of vehicles sold</li> </ul>	<ul style="list-style-type: none"> <li>50%</li> </ul>	
<b>Efficient operations</b>	<ul style="list-style-type: none"> <li>We use resources sensibly and expect the same from our partners</li> <li>We lead our operations with knowledge on supply and demand, we optimize routes and modes of transport when moving vehicles</li> </ul>	<ul style="list-style-type: none"> <li>Fuel consumption / vehicle sold</li> </ul>	<ul style="list-style-type: none"> <li>30 liters</li> </ul>	
<b>Worth the trust</b>				
<b>Reliable information on cars</b>	<ul style="list-style-type: none"> <li>Corrective decisions related to the cost sharing of car repairs after the sale</li> </ul>	<ul style="list-style-type: none"> <li>Decisions recommending rectification, % of cars sold</li> </ul>	<ul style="list-style-type: none"> <li>Finland 0.07%</li> <li>Sweden 0.13%</li> </ul>	
<b>Excellent customer experience</b>	<ul style="list-style-type: none"> <li>Kamux offers smooth, transparent customer experiences, encouraging customers to recommend Kamux</li> </ul>	<ul style="list-style-type: none"> <li>Customer satisfaction target level at 4/5</li> </ul>	<ul style="list-style-type: none"> <li>4.0/5</li> </ul>	
	<ul style="list-style-type: none"> <li>We are the forerunner in car retail in creating a culture of trust and openness</li> </ul>	<ul style="list-style-type: none"> <li>Notifications received through the whistleblowing channel</li> </ul>	<ul style="list-style-type: none"> <li>1 notification received</li> </ul>	
<b>Value for society</b>	<ul style="list-style-type: none"> <li>We create economic well-being in society</li> </ul>	<ul style="list-style-type: none"> <li>Salaries paid</li> <li>Tax footprint</li> </ul>	<ul style="list-style-type: none"> <li>EUR 38 million</li> <li>EUR 74.8 million</li> </ul>	
<b>Enthusiasm for work</b>				
<b>Versatile career opportunities</b>	<ul style="list-style-type: none"> <li>We offer a dynamic work community with opportunities to develop as a car retail expert</li> </ul>	<ul style="list-style-type: none"> <li>Growth in number of personnel</li> <li>Number of internal recruitments</li> </ul>	<ul style="list-style-type: none"> <li>35 FTE's</li> <li>86</li> </ul>	 
<b>Promoting expertise and well-being</b>	<ul style="list-style-type: none"> <li>Committed, skilled, and motivated personnel is the key to Kamux's success</li> </ul>	<ul style="list-style-type: none"> <li>Score of work satisfaction and well-being surveys by country</li> <li>Health percentage of employees</li> </ul>	<ul style="list-style-type: none"> <li>Group average 3.9/5</li> <li>43.2</li> </ul>	 
<b>Striving for diversity</b>	<ul style="list-style-type: none"> <li>We aim to become a more diverse work community</li> <li>We treat employees equally</li> </ul>	<ul style="list-style-type: none"> <li>Gender distribution</li> <li>Number of languages spoken by the personnel</li> <li>Width of age range</li> </ul>	<ul style="list-style-type: none"> <li>10% women</li> <li>34</li> <li>16–84 yrs.</li> </ul>	

\* SDG 4: Ensure inclusive and equal high-quality education and lifelong learning opportunities, SDG 8: Promote inclusive and sustainable economic growth, full and productive employment and decent work, SDG 12: Ensure sustainable consumption and production patterns

## Kamux's net impacts

**The Upright Project** has developed a net impact model, which measures the overall impact and value creation of companies, i.e. what a company achieves with its products and services. We utilize the results of the modeling made of Kamux in the development of our responsibility program.

A considerable aspect in Kamux's impact is supporting people's mobility, the transportation of goods, and societal infrastructure. The modeling emphasized value creation for society. We enable the purchase of a newer car with reduced emissions to many consumers. In addition, we extensively

employ people at the beginning of their careers as well as those near the end of their working life in our three operating countries.

The Upright Project also modeled future scenarios in terms of Kamux's impact profile. Kamux's operating environment is affected by global megatrends such as climate change and digitalization.

## Management of corporate responsibility and risks

**Kamux's Management Team** is responsible for setting and monitoring the themes, goals, and performance metrics of the corporate responsibility program. The Board of Directors of Kamux approves the corporate responsibility program and the results of the work and discusses matters related to responsibility in its meetings. The Chief People Officer along with the corporate responsibility working group coordinate daily responsibility work with experts in various fields.

Risks related to corporate responsibility are identified and managed as a part of Kamux's comprehensive risk management work. In addition, responsibility topics, including the related risks, are discussed in every Management Team meeting, and they are included on the agenda of the Audit Committee and form a part of the Board of Directors' reporting package.



# Sensible choices



## Newer cars, alternative power sources

Kamux supports the national energy and climate strategies and emission reduction targets. Transportation accounts for approximately a quarter of all greenhouse gas emissions both in Europe and globally (European Commission and SLOCAT Transport and Climate Change Global Status Report). Passenger car transportation accounts for approximately 12 percent of the EU's CO<sub>2</sub> emissions (EU Reporter). The CO<sub>2</sub> footprint of the car manufacturing industry is big as well, so existing vehicles should be used sensibly for the whole extent of their life-cycle and their materials should then be reused through circular economy.

Kamux renews Finland's vehicle fleet by importing newer cars with lower CO<sub>2</sub> emissions compared to the average car currently used on Finnish roads. The average age of the cars we imported into Finland in 2022 was 4.8 years (5.5). However, in Finland, the average age of registered passenger cars and cars in traffic use has risen since 2007

(Statistics Finland). In Finland, greenhouse gas emissions related to transportation have decreased by approximately 19 percent between 2005 and 2020 (Traficom).

Kamux provides its customers with a wide selection of cars of different ages, with a variety of power sources. The disposable income of households, driving and usage needs, and place of residence define the car choices people make as well as the price category of the vehicles most people can purchase.

In new car retail the share of plug-in cars has increased strongly in all Kamux's operating countries. In Sweden, for example, more than half of new cars sold are plug-in cars, but their share of the entire vehicle fleet remains quite small. In Sweden, plug-in cars represented approximately 9 percent of the entire vehicle fleet in 2022. The share of plug-in cars has also increased in used car retail, and the volume of plug-in hybrid and electric cars sold by Kamux increased by 27% from 2021.

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**The number of  
plug-in cars  
sold by Kamux  
grew by 27%.**

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# Statistics for 2022

Finland	The figures in parentheses are comparison figures from 2021
The average CO <sub>2</sub> emissions for passenger cars used in transportation at the end of the year	143.7 g/km (147.1) (Traficom)
The average age of passenger cars used in transportation	12.9 years (12.6)
Of first-time registered passenger cars	
<ul style="list-style-type: none"> <li>natural gas, electric, and ethanol cars as well as plug-in hybrids</li> </ul>	18.5 percent (11.2) 19.8 percent (20.5)
<ul style="list-style-type: none"> <li>combustion engine cars</li> </ul>	30.2 percent (39.8)
<ul style="list-style-type: none"> <li>non-rechargeable hybrids</li> </ul>	31.5 percent (28.5)
Natural gas, electric, and ethanol cars and plug-in hybrids, % of entire vehicle fleet	6 percent (4) (Finnish Information Centre of Automobile Sector)
Kamux	
Average age of imported cars	4.8 years (5.5)
Average CO <sub>2</sub> emissions of imported cars	104.2 g/km (123.8)
Cars using alternative power sources, such as hybrid, electric, natural gas, or ethanol cars, % of imported cars	53.4 percent (32.8)
Cars using alternative power sources, % of all cars sold in Finland	14.6 percent (10.3)
Sweden	
Plug-in hybrids, electric cars, natural gas, or ethanol cars, % of first-time registered cars	56 percent (44)
% of entire vehicle fleet	13 percent (11) (Trafa.se)
Germany	
Natural gas and electric cars and plug-in hybrids, % of first-time registered cars	34.1 percent (26.5)
% of entire passenger car fleet	3.3 percent (2.1) (Kraftfahrt-Bundesamt)



### Promoting circular economy

Used car retail has positive environmental impacts from the point of view of circular economy. The climate challenge, loss of biodiversity, and the use of non-renewable raw materials underline the importance of circular economy. Kamux's operations are a part of a circular economy where non-renewable natural resources are saved through repairs, reusing, and recycling. For their part, Kamux's operations enable keeping existing vehicles in traffic throughout their reasonable life-cycle.

Kamux carries out used car retail by purchasing cars through its international sourcing network and from individual consumers and selling them forward. Wholesale and individual purchases are always made following Kamux's procurement guidelines.

In 2022, maintenance and repair measures and equipment upgrades were made to 50 percent (52) of the cars we sold. With these measures we ensured that the usability of the cars we sell is as good as possible, taking into account the age of the car. Maintenance and repair measures extend its remaining reasonable life-cycle. We use recycled spare parts of high quality when possible.

### Efficient operations

Kamux strives to operate resource-efficiently. The key direct environmental impact of our operations comes from emissions, which are formed when cars are transported from the place of purchase to showrooms and between showrooms. Through development of internal processes and data analytics, we strive to make the placement and logistics of cars for sale more efficient, and we strive to transport several cars at the same time whenever possible to minimize the emissions from the transportation. We have also instructed our personnel in economic driving. By investing in leading with knowledge, we strive to combine regional supply and

demand as efficiently as possible, thereby reducing the need to transport cars. We use mainly local operators for maintenance, repair, and cleaning work, which reduces the need to transfer cars around. Kamux's fuel consumption in 2022 was 30 liters (32) per car sold.

We also require our partners to operate responsibly and in an environmentally conscious way. Kamux minimizes the amount of waste and recycles waste appropriately and efficiently. We expect our suppliers and subcontractors to do the same when it comes to, for example, batteries, tires, and hazardous waste. Kamux pays Finnish Car Recycling an annual membership fee related to recycling car parts appropriately.

In 2022, the amount of waste was 53.50 metric tons (37.14), the waste recovery rate was 98 percent (83) and the recycling rate was 11 percent (10). The amount of waste and the waste recovery rate are affected by the scope of operations as well as fluctuations in waste component volumes. The information covers 44 showrooms (50) in Finland. We restrain energy consumption in our showrooms and favor low-emission energy sources on properties where we can directly influence the used energy solutions. We favor recycled furniture when furnishing our office premises.

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**Kamux**  
enables keeping existing  
vehicles in traffic throughout  
their reasonable life-cycle.

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# A car's life-cycle and CO<sub>2</sub> emissions

A significant share of the emissions and other environmental impacts of motoring is related to car manufacturing. It is therefore important that cars that have already been manufactured stay in traffic until the end of their reasonable life-cycle, after which they should be scrapped and raw materials recovered and utilized. As much as 95% of a scrapped car can be reused. In terms of CO<sub>2</sub> emissions, cars should be scrapped around the age of 15–20 years. Hence, a used car is often a smart choice from the perspective of environmental impacts. Kamux supports and enables the use of existing cars until the end of their reasonable life-cycle.

## Circular economy and Kamux

- **Materials circulate**
- **Preserving the value of products, parts, and components**
- **Resource wisdom**
- **Use of cars already in traffic throughout their reasonable life-cycle**



Source:  
CO<sub>2</sub> emissions from cars, the facts (2018)  
Transport & Environment, European Federation for Transport and Environment AISBL

Scrapping old diesel cars has a positive effect on nitrogen oxide emissions if the replacing vehicle is a low-emission vehicle.



# Worth the trust

## Reliable information on cars

In all our activities, Kamux aims to adhere to good consumer sales and governance practices as well as the principles of responsible business we have defined for our own operations. We expect that our personnel and all partners follow Kamux's Code of Conduct regardless of their job description, market, showroom, or customer service channel.

We have made strategic investments in increasing the efficiency of our operations and the leading with knowledge approach in our sourcing and sales processes. By developing internal processes, we harmonize the processing of cars and the quality of collected data in all our showrooms. We aim to provide our customers with information on cars for sale that is as comprehensive as possible and even more reliable than before.

With centralized inspection and processing of cars, we meet the consumers' increased need to receive reliable and as comprehensive as possible information on the car via all customer service channels before making the purchase decision. Kamux communicates openly about the true condition of and the possible defects detected in the cars for sale as required by the Consumer Protection Act.

Transparent and reliable used car retail promotes Kamux's customer satisfaction as well as reduces the number of potential post-sale disagreements and dispute cases requiring a resolution from the consumer authority.

In 2022, Kamux sold a total of 44,298 used cars in Finland (48,660). Each used car is unique, and sometimes a fault may appear after the purchase that Kamux was not aware of at the time of the sale. In such cases, we primarily work to find a solution together with the customer, but we also actively urge customers to initiate consumer dispute procedure in unclear situations so that an objective solution can be reached. A total of 64 (68) cases, or 0.1% of sales, led to a consumer dispute procedure. The number of cases leading to consumer dispute procedure remained at the previous year's level. The decision of the Consumer Disputes Board was in favor of the proposal made by Kamux to the customer in 48% of the cases. Decisions recommending rectification constituted 0.07% of cars sold in Finland.

In Sweden, Kamux sold a total of 13,739 (14,361) cars, of which a total of 74 (62) disputes between Kamux and the consumer ended up in a process with the local consumer authority, Allmänna reklamationsnämnden (ARN). 60.8% of

its decisions supported the proposal given by Kamux to the customer. Decisions recommending rectification constituted 0.13% of cars sold.

In Germany, Kamux sold 4,885 (5,408) cars in total, of which 14 (17) disputes were settled in court. Of these cases, 2 led to a decision in favor of the customer and 5 were concluded with a compromise decision.

## Seamless omnichannel customer experience

First-class omnichannel customer experience has a central role in Kamux's operating model. Most consumers examine the selection in digital channels before visiting a showroom or booking a test drive. Kamux aims to make its service as reliable, transparent, easy, and smooth as possible. In addition, we aim for a customer experience that encourages recommendation.

We continuously develop our customer service channels to meet customers' needs. Our chat service also serves outside the showroom opening hours. We want to offer a best-in-class customer experience in used car retail anytime and anywhere, regardless of the channel.

We monitor our success in customer service situations actively and aim to develop our operations based on the feedback that we receive. In 2022, we received an overall score of 4.0/5 (3.8). Our target level is an overall score above 4.

**We build a culture of trust and openness**

Kamux builds trustworthy operating models and an open operating culture in used car retail. We want to create a safe and comfortable environment in which our personnel can work and develop their skills. In 2022, we strengthened our organization and recruited a head of safety, whose responsibilities include monitoring the consistency of ways of working and the realization of the Code of Conduct in our operating countries, among other things.

The company has a whistleblowing channel through which our employees and external stakeholders can anonymously report any suspected or detected actions or ways of working

that violate the Code of Conduct. In 2022, we received one report through the whistleblowing channel.

**Economic well-being in society**

We create value for Kamux’s shareholders and society at large through long-term efforts. In line with our growth strategy, we target strong and continuous growth and improved profitability.

In 2022, our tax footprint increased compared to the previous year. This was mainly due to a schedule change in the processing of car taxes and a significant part of the taxes on cars Kamux imported was transferred from 2021 to 2022. Our tax footprint was EUR 74.8 million (67.1) in total. The most significant items related to tax payments were the car taxes as well as marginal and VAT taxes paid. We paid a total of EUR 7.5 million (5.5) of income tax.

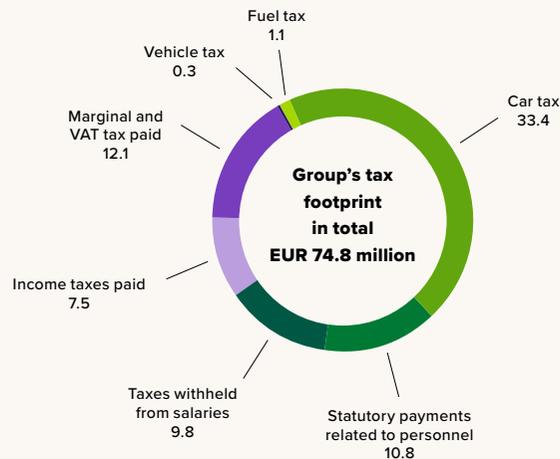
Kamux is a significant employer, and we create economic well-being on the local level. Kamux’s remuneration model is

equal and motivating, and the remuneration of, for example, the sourcing and showroom personnel consists of a basic salary and a performance-based pay. In 2022, we updated the remuneration of our sourcing and showroom personnel to make it more motivating. The principles of compensation are transparent, and the salary model for salespeople is based on the same principles in all Kamux’s operating countries. In 2022, we added various sport, culture and well-being services to the employee benefits we offer. Our goal is to provide our employees with a competitive and motivating remuneration model and attractive employee benefits in all market situations.

We paid a total of EUR 38 million in salaries in 2022. The amount of salaries paid decreased 1.8% compared to the previous year, while the Group’s revenue increased by 3.3% in the financial year 2022.

## Group’s tax footprint 2022

(EUR million)





# Enthusiasm for work

## Versatile career opportunities

Converted to full-time equivalent (FTE) employees, Kamux employed 883 (848) people in 2022. During the year, the number of personnel increased on the Group level by 35, calculated as full-time equivalent (FTE) employees. The personnel increase is related to the opening of new showrooms in 2021–2022 in Finland and Sweden as well as the increase in number of employees in existing showrooms and administration.

During the year, we opened one new showroom in Finland and three in Sweden. With the new openings, we strengthened our sales organization in both countries. In 2022, new Country Directors started in Finland and Germany, and we reorganized the Group's Management Team.

We want to be a fair and inspiring employer that provides employees with interesting and motivating career opportunities also internationally. In 2022, we harmonized our ways of working and strengthened cooperation between the operating countries. We launched an internal exchange

program called Kamux Passport, through which employees can work for a time period of their choosing in another Kamux operating country. During the first year of the program, we received 20 applications and the first international job rotations took place.

We also want to offer our employees opportunities to develop as professionals in car retail. We continued systematic career and talent surveys to develop the capabilities of our employees and to enable role changes within the organization that match their aspirations. A typical career path for a Kamux employee is to progress from salesperson to showroom manager and from showroom manager to sales manager or further to area manager. In 2022, a total of 86 Kamux employees changed roles in the organization through internal recruitment.

## An employer that promotes expertise and well-being

Enthusiastic, professional and committed personnel is a key factor in the success of daily work and international growth.

In 2022, we switched on a higher gear in developing our employees' know-how and professional skills on the Group level as we launched the development of Kamux's learning corporate culture and defined its principles. During the year, we strengthened the operations of our country organizations and recruited new talent for roles in development and training.

We continued the implementation of the License to Lead program, directed at supervisors, in Sweden and Germany and harmonized our training model between operating countries. Many people working as supervisors at Kamux have expanded their roles within the organization and risen to their positions through internal recruitment. With the training program, we offer employees with supervisor duties, regardless of experience, tools for succeeding in their work and ensure uniform ways of working in all supervisor work.

We monitor the development of our employees' capabilities and well-being at work through an annual work satisfaction and well-being survey. The results of the survey

conducted in 2022 were 3.97/5 in Finland (4.08), 3.57/5 in Sweden (3.95), and 3.94/5 in Germany (3.88). The Group's average score was 3.90/5 (4.04).

Kamux strives to provide a safe work environment in which no accidents leading to absence from work occur. The number of accidents leading to absence from work reduced from the previous year, and in 2022, there were in total 4 (10) accidents leading to absence. Our work is mostly performed in office premises or showrooms, where the most common accidents result from slipping or stumbling. On the Group level, the health percentage of our employees was 43 (51) in 2022. During the year, there were many absences related to COVID-19 and influenza.

#### **Work community that supports diversity**

Kamux is a genuinely international organization. We operate in three markets and are a culturally diverse organization. In all our operations, we respect our employees' privacy, freedom of religion, as well as freedom of association and collective bargaining. Familiarity with the ways of working and work culture in each market is key in the development of an international organization as well as in the success of our employees. Kamux employees served their customers in 34 different languages.

In 2022, the number of personnel in the Group converted to full-time equivalent (FTE) employees was 883, of which approximately 10% (9) were women. In 2022, the age distribution of Kamux employees was 16–84 years. Kamux extends careers by offering employment widely to people of all ages and in different life situations. Careers are extended by offering summer jobs to students and employing people in part-time car delivery tasks, for instance. The share of employees under 25 years was approximately 45% and the share of employees over 55 years was approximately 37.5% in 2022.





# Corporate Governance Statement 2022

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## Remuneration Report 2022

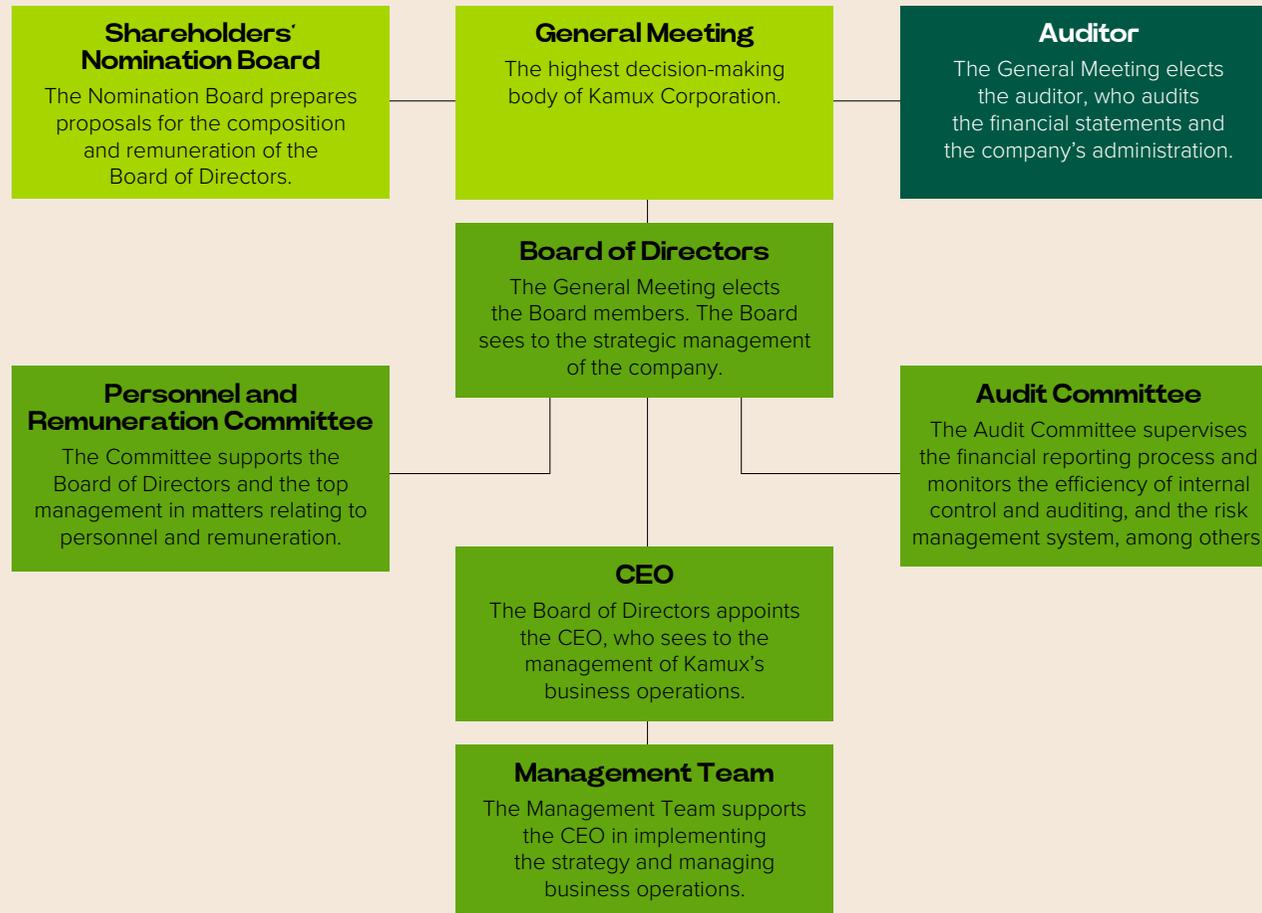
# Corporate Governance Statement 2022

Kamux Corporation's ("the company" or "Kamux") corporate governance complies with the Finnish Limited Liability Companies Act, regulations concerning listed companies, the company's Articles of Association, and the rules and regulations of Nasdaq Helsinki Ltd. The company

also adheres to the Finnish Corporate Governance Code 2020 issued by the Finnish Securities Market Association. An unofficial English translation of the Finnish Corporate Governance Code is available on the Securities Market Association's website at <https://cgfinland.fi/en/>.

The Corporate Governance Statement is issued as a separate statement from the Report of the Board of Directors, and it will be published together with Kamux's Board of Directors' Report, financial statements and Remuneration Report for the year 2022. The statement, the subjects it contains as well as other necessary and up-to-date investor information are available in the investor section of the company's website at [www.kamux.com](http://www.kamux.com).

## Corporate Governance at Kamux



### Corporate governance at Kamux

The bodies of Kamux are its General Meeting of shareholders, the Board of Directors and the CEO. The highest decision-making power in Kamux is exercised by the company's shareholders at the General Meeting.

The Board of Directors has two committees, the Audit Committee as well as the Personnel and Remuneration Committee, which assist the Board in its duties.

The Board of Directors and the CEO are responsible for the management of the company. The Management Team assists the CEO in operative management of the company and the Group.

The auditor selected by the General Meeting acts as the audit body appointed by the shareholders.

The General Meeting has also decided on the Shareholders' Nomination Board, which consists of the largest shareholders or members appointed by the largest shareholders.

### General Meeting

The General Meeting of shareholders is the highest decision-making body of Kamux. The Annual General Meeting shall be held once a year by the end of June. It decides on matters in its authority, stipulated in the company's Articles of Association, and on proposals made to the Board. An Extraordinary General Meeting can be convened if needed. The Board of Directors is required to organize an extraordinary meeting if requested in writing by a company auditor or shareholders holding a minimum of 10 percent of the company's shares in total for the purpose of discussing a specific issue.

The duties of the General Meeting are defined in Kamux's Articles of Association and include:

- Adoption of the financial statements;
- Use of the profit shown on the balance sheet;
- Discharging the members of the Board of Directors and the CEO from liability;
- Decision on the number of members in the Board of Directors;
- Election of the members, Chairperson and Vice Chairperson of the Board of Directors, and the decision on their remuneration;
- Election of the auditor and the decision on his/her compensation.

The notice convening the General Meeting shall be delivered to the shareholders by publishing the notice on the company's website or by a newspaper announcement which is published in one or several widely circulated daily newspapers chosen by the Board of Directors, no earlier than three months and no later than three weeks before the General Meeting, and in any case at least nine days before the record date. The notice of the General Meeting and the Board's proposals for the meeting are also published as a stock exchange release.

The notice of the meeting, the documents to be presented at the General Meeting and the proposals for the decisions of the Board of Directors or other decision-making bodies will also be available on the company's website no later than 21 days before the General Meeting.

### 2022 General Meeting

Kamux Corporation's Annual General Meeting was held on 20 April 2022. Due to exceptional meeting procedures, the shareholders and their representatives could not be present at the General Meeting. The Board of Directors of the company resolved on exceptional meeting procedures based on the Temporary Act (375/2021) approved by the Finnish Parliament. To limit the spread of the COVID-19 pandemic, the participants could not attend the Annual General Meeting at site. Instead, the shareholders were able to participate in the General Meeting and use their shareholder rights only by advance voting and by submitting counterproposals and questions in advance.

The Annual General Meeting approved the financial statements for the year 2021, discharged the members of the Board of Directors and CEO from liability for the financial year 2021, decided on the distribution of dividends, elected the members, Chairperson and Vice Chairperson of the Board as well as the auditor for the term 2022–2023, and decided on the authorizations given to the Board. Further, the Annual General Meeting approved the 2021 Remuneration Report for the Governing Bodies with an advisory resolution. The minutes of the 2022 Annual General Meeting are available on Kamux's website.

### Board of Directors

The Board of Directors is responsible for the governance of the company and the appropriate organization of its operations. The Board of Directors oversees the appropriate organization of the company's accounting and supervision of financial management. The Board of Directors has two committees, the Audit Committee as well as the Personnel and Remuneration Committee, and it can establish other committees.

Under Kamux's Articles of Association, the Board of Directors shall comprise a minimum of four and a maximum of eight members, who shall be elected at a General Meeting. The Shareholders' Nomination Board prepares a proposal of the members of the Board of Directors. The term of all Board members expires at the end of the Annual General Meeting following their election.

The Board of Directors constitutes a quorum when more than one-half of its members are present. The decisions of the Board require a simple majority. In case of a tie vote, the decision will be based on the opinion with which the Chairperson of the meeting concurs.

### Duties of the Board of Directors

The Board of Directors has defined its main duties in written rules of procedure, which will be reviewed annually and updated if needed. No changes were made to the rules of procedure in 2022.

Under the rules of procedure and the Finnish Limited Liability Companies Act, the duties of the Board of Directors include among others:

- Confirming the business strategy;
- Preparing the Board of Directors' reports, financial statements and interim reports;
- Ensuring the appropriate arrangement and control of accounts and finances;
- Preparing proposals to be addressed in a General Meeting and convening a General Meeting, including defining the dividend policy and preparing a proposal for the General Meeting concerning the amount of dividend to be paid;
- Approving and monitoring the principles governing risk management, internal auditing and control, as well as addressing significant risks;
- Approving the annual business plan and budget and supervising their implementation;
- Appointing the CEO and deciding on the terms of his or her service;
- Deciding on the company structure as well as ensuring and monitoring the functioning of the organizational structure and management system;
- Appointing the members of the Management Team and deciding on their remuneration;
- Deciding on the main principles of the remuneration and incentive schemes for other personnel;
- Ensuring that Kamux has values that are adhered to within all Group companies;
- Deciding on strategically or financially significant mergers and acquisitions, other corporate transactions, and investments;
- Approving the company's central operating policies;
- Defining the principles for monitoring and evaluating the transactions of the company and its related parties, and deciding on related party transactions not conducted in the ordinary course of business;
- Deciding on donations, excluding minor donations;
- Processing the annual Corporate Governance Statement; and
- Deciding on other matters decreed by the Limited Liability Companies Act or other legislation that fall within the purview of the Board.

The Board of Directors regularly convenes eleven times a year and arranges additional meetings if needed. If necessary, the Board can also pass resolutions without a meeting. The members of the Management Team who regularly attend Board meetings include the CEO, CFO and secretary of the Board, who are not Board members.

**The Board of Directors in 2022**

During January 1–April 20, 2022, members of the Board of Directors of Kamux were Harri Sivula, Reija Laaksonen, Antti Mäkelä, Jokke Paananen, Tapio Pajuharju and Tuomo Vähäpassi.

The Annual General Meeting on April 20, 2022 reappointed the members Harri Sivula, Reija Laaksonen, Antti Mäkelä, Tapio Pajuharju and Tuomo Vähäpassi to the Board of Directors. Terho Kalliokoski and Jaana Viertola-Truini were elected as new members of the Board of Directors. In accordance with the proposal made by the Shareholders’ Nomination Board, the General Meeting elected Mr. Harri Sivula as the Chairperson of the Board and Mr. Tuomo Vähäpassi as the Vice Chairperson of the Board.

In 2022, the Board of Directors’ work focused on the various factors related to operating in the radically changed market environment. In addition, the Board continued the implementation of projects pertaining to the strategy. Personnel matters and the development of leadership were strongly on the Boards’ agenda, and the Board established a committee focused on personnel and remuneration matters. In fall 2022, the Board decided on the appointment of a new CEO after the current CEO announced that he will resign from his duties in spring 2023.

The Board of Directors held a total of 19 meetings in 2022, of which six were resolutions made without a formal meeting. The Board members’ attendance report is shown in a table later in this document.

**Independence of the Board of Directors**

According to the Corporate Governance Code, a majority of the Board members shall be independent of the company. At least two of these members shall also be independent of the major shareholders of the company.

The Board of Directors shall assess annually the independence of its members in relation to the company and its major shareholders. In 2022, members of Kamux’s Board of Directors, appointed in the Annual General Meeting on April 20, 2022, were assessed to be independent of the company in accordance with the Finnish Corporate Governance Code. According to the independence assessment, members of the Board were also independent of major shareholders.

**Self-evaluation**

The Board of Directors conducts a self-evaluation of its operations and working methods at least once a year. The annual self-evaluation examines the Board members’ assessments of and opinions on, for example, the matters processed by the Board, the composition and working methods of the Board as well as various factors related to the company and its development. The Board of Directors conducted the self-evaluation for the year 2022 in December 2022. Based on the feedback received in the previous year’s survey, the Board’s work was developed in 2022 by putting more effort in personnel and leadership matters, among other things. In 2023, the Board’s agenda will increasingly emphasize the development of international business, various renewal projects as well as ESG issues.

When the self-evaluation surveys were completed, the results were reviewed by the Board of Directors and the Shareholders’ Nomination Board. The self-evaluation process will be developed continuously also in the future.

**Diversity of the Board**

Kamux’s Board of Directors has adopted a diversity policy. The Shareholders’ Nomination Board is responsible for maintaining the diversity policy. The policy was last updated in late 2020.

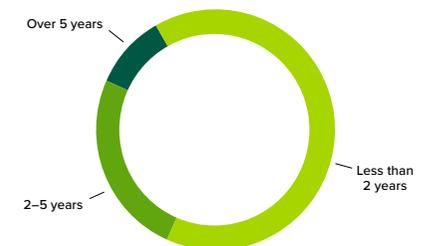
Kamux’s diversity policy promotes balanced gender diversity when electing Board members and includes Board members having skills and experience in different business areas that complement each other and support the company’s core functions. The diversity of the Board of Directors is supported by the diverse professional and educational background of the members as well as consideration for the age distribution.

A person elected as a member of the Kamux Corporation’s Board of Directors must have qualifications required for the task and skills fitting the competence profile of Kamux’s Board of Directors, as well as adequate availability for carrying out the duties of a Board member. When electing Board members, the goal is to ensure that the Board of Directors as a whole supports the development of Kamux Corporation’s current and future business. The extent of the business activities of the company also requires preparing matters pertaining to financial reporting and control in a smaller group in the Audit Committee. Members of the Audit Committee must have sufficient qualifications and experience considering the duties of the Committee and the statutory tasks related to financial auditing.

In the beginning of its term, the Shareholders’ Nomination Board always examines the diversity policy of Kamux’s Board of Directors, takes the requirements set in the diversity policy into account in its proposals as well as proposes changes to the diversity policy if needed.

The diversity goals defined in Kamux’s diversity policy are evaluated to be adequately realized in 2022. On December 31, 2022, the members of the Board of Directors had a diverse educational background and competence profile that support the implementation of Kamux’s strategy. The members were between 46 and 61 years of age. On December 31, 2022, two of the Board members were women and five were men.

**Length of membership in Kamux’s Board of Directors**



## Board of Directors on December 31, 2022

The up-to-date resumés of the members of the Board of Directors are available on the website at [kamux.com/en](http://kamux.com/en).

All Board members are independent of the company and its significant shareholders.

**Harri Sivula**



b. 1962, M.Sc. (Admin.), Finnish national  
Member of the Board of Directors 2017–, Chairperson of the Board of Directors 2020–  
Holdings on December 31, 2022: 42,939 shares  
Principal occupation: Board professional

**Tuomo Vähäpassi**



b. 1969, Master of Laws/LLM, Finnish national  
Member of the Board of Directors 2020–, Vice Chairperson of the Board of Directors 2021–  
Chairperson of the Audit Committee  
Holdings on December 31, 2022: 3,854 shares  
Principal occupation: CEO of Lifeline SPAC I Plc 2021–

**Reija Laaksonen**



b. 1973, M.Sc. (Econ.), Finnish national  
Member of the Board of Directors 2017–  
Chairperson of the Personnel and Remuneration Committee  
Holdings on December 31, 2022: 8,202 shares  
Principal occupation: Head of Global Marketing of Nokian Tyres Plc 2020–2022

**Antti Mäkelä**



b. 1976, student of Technology, student of Economics, Finnish national  
Member of the Board of Directors 2020–  
Member of the Personnel and Remuneration Committee  
Holdings on December 31, 2022: 34,854 shares  
Principal occupation: Founder and Chairperson of the Board of Directors of Reaktor Group 2000–, Director and Chairperson of the Board of Directors of Reaktor Ventures Oy 2013–

**Tapio Pajuharju**



b. 1963, M.Sc. (Econ.), Finnish national  
Member of the Board of Directors 2021–  
Member of the Audit Committee  
Holdings on December 31, 2022: 4,187 shares  
Principal occupation: CEO and member of the Management Team of Harvia Plc 2016–

**Terho Kalliokoski**



b. 1961, M.Sc. (Econ.), Finnish national  
Member of the Board of Directors 2022–  
Member of the Personnel and Remuneration Committee  
Holdings on December 31, 2022: 79,379 shares  
Principal occupation: Board professional

**Jaana Viertola-Truini**



b. 1972, M.Sc. (Econ.), Finnish national  
Member of the Board of Directors 2022–  
Member of the Audit Committee  
Holdings on December 31, 2022: 1,379 shares  
Principal occupation: CFO of Mathem AB 2020–

Tapio Pajuharju was appointed as Kamux Corporation's CEO so that he will assume his position by June 1, 2023. Pajuharju will continue as a member of the Board of Directors at Kamux Corporation until the Annual General Meeting of 2023.

### Audit Committee

The Board of Directors appoints an Audit Committee to assist it in the performance of its supervisory duties. The Board appoints from its members at least three members to the Committee. Members of the Audit Committee must have qualifications required for the task. Members of the Audit Committee shall be independent of the company, with at least one member being also independent of the major shareholders of the company.

The Board has defined the duties of the Audit Committee in its adopted rules of procedure, which will be reviewed annually and updated if needed. No changes were made to the rules of procedure in 2022.

In accordance with the rules of procedure, the duties of the Audit Committee include assisting the Board in ensuring appropriate supervision of the company's accounting and financial management, as well as ensuring that the company has an adequate internal control system in place covering all its operations. Furthermore, the Audit Committee is responsible for monitoring that the company's operations and internal control are organized in compliance with laws, regulations and principles of good management and administration, and for supervising the implementation of internal audits. To carry out its duties, the Audit Committee aids the Board in preparing, guiding and assessing risk management, internal control systems, processes for financial reporting, accounting and internal audits in the following ways, among others:

- Monitoring the reporting process of financial statements and interim reports;
- Handling interim reports for the approval of the Board;
- Supervising the financial reporting process;
- Monitoring and evaluating the efficiency of internal control, internal auditing and risk management systems;
- Handling the descriptions of the main features of the internal control and risk management systems pertaining to the financial reporting process;
- Monitoring the statutory audit of the financial statements and consolidated financial statements, evaluating the resources and independence of the statutory auditor, and preparing a proposal for resolution on the election of the auditor;
- Reviewing the company's financial position and procurement processes;

### Attendance of members of the Board of Directors and the Board's committees in meetings in 2022

Member	Board of Directors		Audit Committee		Personnel and Remuneration Committee	
	Attendance	Attendance rate	Attendance	Attendance rate	Attendance	Attendance rate
Harri Sivula	19/19	100	–	–	–	–
Tuomo Vähäpassi	17/19	90	5/5	100	–	–
Reija Laaksonen	18/19	95	1/1	100	5/5	100
Antti Mäkelä	19/19	100	1/1	100	5/5	100
Tapio Pajuharju	19/19	100	4/4	100	–	–
Terho Kalliokoski (from April 20, 2022)	12/12	100	–	–	5/5	100
Jaana Viertola-Truini (from April 20, 2022)	12/12	100	3/4	75	–	–
Jokke Paananen (until April 20, 2022)	7/7	100	–	–	–	–
<b>Average attendance rate</b>		<b>98</b>		<b>95</b>		<b>100</b>

- Evaluating compliance with laws, regulations and ethical principles;
- Monitoring the company's credit position and taxation;
- Reviewing the company's Corporate Governance Statement and addressing and resolving any special issues raised by the Board of Directors that fall within the purview of the Audit Committee.

The Chairperson of the Audit Committee shall convene the Committee at least four times a year. The Audit Committee reports on the measures decided on in its meetings regularly to the Board.

#### Audit Committee in 2022

On January 1–April 20, 2022, the Audit Committee comprised Tuomo Vähäpassi (Chairperson), Reija Laaksonen and Antti Mäkelä. In its constitutive meeting convening after the Annual General Meeting on April 20, 2022, Kamux's Board of Directors decided to appoint Mr. Tuomo Vähäpassi (Chairperson), Mr. Tapio Pajuharju and Ms. Jaana Viertola-Truini as members of the Audit Committee. All members of the Audit Committee are independent of the company and its major shareholders.

In 2022, the Audit Committee's work focused on developing the tools required to analyze and understand the market that became very challenging and turbulent, increasing the automation of financial administration and the related software projects and processes, as well as measures related to internal auditing and control. The Audit Committee convened five times in 2022.

Information about the attendance of the Audit Committee members in meetings is shown in the table before.

#### Personnel and Remuneration Committee

The primary duty of the Personnel and Remuneration Committee is to prepare matters related to the remuneration and appointment of the CEO and other members of the Management Team as well as the remuneration principles followed by the company. The work of the Committee focuses on the development of the remuneration systems and the remuneration principles followed by the company and on the advancement of the transparency and organization of the company's remuneration. The Committee's other focus area is to concentrate on the development of the company's entire intellectual capital and the organization's capability as well as on succession planning for key employees.

The Board of Directors annually decides on the establishment of the Personnel and Remuneration Committee and selects from its members at least three members to the Committee. The majority of the Committee members must be independent of the company, with most of the members also being independent of the company's significant shareholders.

The CEO or other members of the company's management cannot be members of the Committee. The Remuneration Committee acts independently in relation to the company's top management.

The Chairperson of the Personnel and Remuneration Committee shall convene the Committee at least three times a year. The Personnel and Remuneration Committee reports on the measures decided on in its meetings regularly to the Board.

**Key duties of the Personnel and Remuneration Committee:**

- Assisting the Board of Directors in all matters related to establishing and terminating a contractual relationship between the company and the CEO;
- Preparing the conditions related to the employment and remuneration of the direct reports of the CEO to be decided by the Board of Directors as well as preparing the annual performance bonuses and other long- and/or short-term incentive and commitment systems to be decided by the Board of Directors;
- Assessing the performance of the CEO and, together with the CEO, assessing the performance of the members of the Management Team;
- Preparing the succession and deputy planning concerning the CEO and the members of the Management Team;
- Processing the development needs and measures related to competencies;
- Preparing the remuneration policy for the company's Governing Bodies as well as presenting the remuneration policy to the Annual General Meeting and answering questions related to the remuneration policy at the Annual General Meeting;
- Supervising, monitoring and developing the implementation and enforcement of remuneration and the remuneration policy;
- Processing and monitoring the personnel remuneration and incentive systems, policies and programs;
- Evaluating the functionality and expediency of the company's

organization as well as preparing the measures related to the development of the organization;

- Evaluating the company's personnel policy (incl. training, equality, health and safety) and other related practices;
- Developing the employer image, including corporate culture, the organization's capability, staff turnover and recruitments;
- Monitoring the remuneration and other personnel-related matters in the industries that are relevant to the company;
- Annually evaluating the up-to-dateness of the Charter of the Board of Directors.

**Personnel and Remuneration Committee in 2022**

In its constitutive meeting convened immediately after the Annual General Meeting on April 20, 2022, the Board resolved to establish a Personnel and Remuneration Committee and appointed Ms. Reija Laaksonen (Chairperson), Mr. Antti Mäkelä and Mr. Terho Kalliokoski as members.

After the establishment and organization of the Committee in 2022, the Personnel and Remuneration Committee's work emphasized the evaluation of the current status of personnel and remuneration matters, identifying the matters that are essential to business operations, personnel retention, identifying competencies and succession planning as well as leadership development. In addition, the Committee's work focused on Kamux's employer image as well as the evaluation and development of remuneration. The Personnel and Remuneration Committee convened five times in 2022.

**Shareholders' Nomination Board**

The purpose of the Shareholders' Nomination Board is to annually prepare and present to the Annual General Meeting, and to Extraordinary General Meetings when necessary, proposals for the composition of the Board of Directors (the number of members and the persons) and for remuneration in accordance with the Remuneration Policy for the Governing Bodies. In addition, the Nomination Board's duty is to look for successor candidates for Board members and to prepare the principles of the Board of Directors regarding diversity.

The Nomination Board consists of four (4) members. The right to appoint members representing the shareholders belongs to the three (3) shareholders whose proportions of the votes of all shares of the company are the largest according to the shareholder register on the first business day of August

preceding the Annual General Meeting. In addition, the Chairperson of the Board of Directors is a member of the Nomination Board. If a shareholder chooses not to use their right to appoint, the right is passed on to the next-largest shareholder. A representative of the largest shareholder is appointed as Chairperson of the Nomination Board unless the Nomination Board explicitly decides otherwise.

The members of the Nomination Board are appointed annually, and their term ends when new members have been appointed.

In the term 2021–2022, the members of the Shareholders' Nomination Board included

- Timo Luhtaniemi, Chairperson of the Shareholders' Nomination Board, representing shareholders Juha Kalliokoski and Callardo Capital Oy
- Jan Andersson, representing the investment funds managed by Swedbank Robur (nominee-registered holding)
- Paavo Ahonen, representing shareholder Elo Mutual Pension Insurance Company until December 2, 2021, after which Jukka Vähäpesola represented Elo Mutual Pension Insurance Company as a member of the Nomination Board
- Harri Sivula, Chairperson of Kamux Corporation's Board of Directors.

In the term 2022–2023, the members of the Shareholders' Nomination Board include

- Timo Luhtaniemi, Chairperson of the Shareholders' Nomination Board, representing shareholders Juha Kalliokoski and Callardo Capital Oy
- Niko Syrjänen, representing shareholder Elo Mutual Pension Insurance Company
- Jan Andersson, representing the investment funds managed by Swedbank Robur (nominee-registered holding)
- Harri Sivula, Chairperson of Kamux Corporation's Board of Directors.

During the term 2022–2023, the Shareholders' Nomination Board convened three times by the publication date of this Statement. Harri Sivula did not participate in one of the meetings. All other members attended each meeting.

On November 17, 2022, the Nomination Board submitted its proposals for the composition and remuneration of the

Company's Board of Directors for the 2023 Annual General Meeting. The Board of Directors will include the Nomination Board's proposals in the notice of the 2023 Annual General Meeting.

### CEO

The CEO's task is to manage Kamux's operations in accordance with the instructions and rules given by the Board of Directors, as well as to report to the Board of Directors on the development of Kamux's business and financial situation. The CEO's duties include preparing matters to be decided by the Board of Directors, developing Kamux's operations together with the Board of Directors in accordance with the mutually set objectives, and ensuring the appropriate implementation of the decisions made by the Board of Directors. The CEO is also responsible for organizing Kamux's day-to-day governance and overseeing that the company's financial management is organized in a reliable manner. In addition, the CEO ensures that Kamux complies with applicable laws and regulations.

The CEO chairs the meetings of Kamux's Management Team. The CEO cannot be elected as Chairperson of the Board of Directors.

The Board of Directors appoints, and dismisses if needed, the CEO, and decides on the remuneration and other terms and conditions of the position of CEO. The CEO is appointed for the post until further notice.

Juha Kalliokoski serves as the CEO of Kamux Corporation, appointed by Kamux's Board of Directors. On November 17, 2022, Kamux announced that Kalliokoski has resigned from his position and that the Board of Directors has appointed Tapio Pajuharju as the company's new CEO. Pajuharju will assume his position on June 1, 2023 at the latest.

The financial benefits of the CEO are reported in the separate Remuneration Report of Kamux Corporation for 2022.

### Management Team

The Management Team supports the CEO in implementing the company's strategy and manages Kamux's business operations as a whole. The members of Kamux's Management Team have specific authority in their individual areas of responsibility, and their duty is to develop Kamux's operations in line with the targets set by the company's Board of Directors and CEO.

The Management Team regularly convenes each month or when necessary. In its work in 2022, the Management Team focused especially on implementing the current strategy, strategic planning as well as managing the impact of the war in Ukraine and the resulting phenomena, such as the energy crisis, on the business operations.

The up-to-date resumés of the members of the Management Team are available on the company website at [kamux.com/en](http://kamux.com/en).

### Main principles of risk management

The aim of risk management is to ensure the keeping of customer promises, profit development, the ability to pay dividends, shareholder value, responsible operating practices and the continuity of business. Kamux has uniform and efficient methods to identify, assess and manage risks and their consequences.

Kamux complies with the internal control and risk management principles approved by the company's Board of Directors. Risk management is a systematic activity, the purpose of which is to guarantee comprehensive and appropriate identification, assessment, management and monitoring of risks. It is an essential part of Kamux's planning and management process, decision-making, day-to-day management, operations, and supervision and reporting procedures. Risks are assessed and managed comprehensively from the perspective of potential business impacts.

The Group CEO and other members of the Management Team are each responsible for their own areas. The Management Team regularly reports to the Board of Directors on risks and risk management measures. The Board of Directors addresses the most significant risks and measures to manage them and assesses the efficiency and effectiveness of risk management. The CFO is responsible for coordinating risk management.

Kamux has documented its common operating principles in the company's Code of Conduct. The Code of Conduct is part of risk management. Kamux also has a separate guideline for its partners.

Kamux has a whistleblowing system, which enables anonymous reporting of detected or suspected misconduct. In 2022, the reporting channel was used to report one incident.

The report was handled and investigated in accordance with the company's dedicated process aimed at investigating suspected misconduct.

### Internal control and auditing

The objective of internal control at Kamux is to ensure the efficiency and profitability of business operations, the reliability of financial reporting, compliance with laws and regulations applicable to the company's business, and compliance with the company's internal instructions. The specific objective of the internal control of financial reporting is to ensure that interim reports, half-year reports, financial statement bulletins and other financial reporting as well as financial statements and annual reports are reliable and are prepared in accordance with the accounting and reporting principles adopted by the company.

The company's Board of Directors is responsible, in accordance with its rules of procedure, for monitoring the process of financial reporting and the effectiveness of the company's internal control and risk management system. The responsibility for the practical implementation of internal control lies with the CEO. Supported by the Management Team, the CEO is responsible for ensuring that the Group's day-to-day operations comply with the agreed principles and applicable laws and regulations, and that identified non-compliance incidents and deficiencies are addressed and that adequate corrective measures are taken.

Internal control and auditing are discussed in all meetings of Kamux's Audit Committee. The Audit Committee monitors the progress and results of the internal control and auditing measures.

In 2022, the development of internal control focused on implementing the inspection program in new showrooms after the COVID-19 pandemic had receded. Additionally, a new role of Group Security Officer was established.

Kamux's Board of Directors has assessed that due to the nature of the company's operations, the number of employees and geographical scope, it is not necessary to organize internal audit as a separate function. The Board of Directors shall evaluate on a yearly basis whether such function should be established. In 2022, internal audit was carried out by an external service provider.

## Management Team on December 31, 2022



**Juha Kalliokoski**

CEO and Member of the Management Team 2001–  
b. 1970, police officer, degree in salesmanship training  
Finnish national  
Holdings on December 31, 2022: 5,881,577 shares (direct holdings  
and shares owned by an investment company under the control  
of related parties)



**Marko Lehtonen**

CFO and Member of the Management Team 2019–  
b. 1972, M.Sc. (Econ.), CEFA  
Finnish national  
Holdings on December 31, 2022: 6,966 shares



**Jani Koivu**

Country Director Finland, Group Marketing Director and Member  
of the Management Team 2022–  
b. 1977, M.Sc. (Mgmt.), BA (Econ.)  
Finnish national  
Holdings on December 31, 2022: 6,513 shares



**Kerim B. Nielsen**

Country Director Sweden and Member of the Management  
Team 2022–  
b. 1985, Business Marketing  
Swedish national  
Holdings on December 31, 2022: 509 shares



**Martin Verrelli**

Country Director Germany and Member of the Management  
Team 2022–  
b. 1970, Diploma in Economics  
German national  
Holdings on December 31, 2022: 450 shares



**Jarkko  
Lehtismäki**

Chief Digital Officer and Member of the Management Team 2022–  
b. 1983, M.Sc. (Eng.)  
Finnish national  
Holdings on December 31, 2022: 6,900 shares



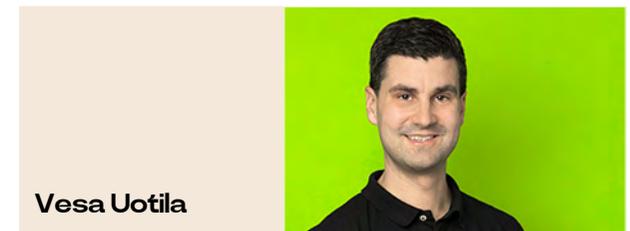
**Marjo Nurmi**

HR Director and Member of the Management Team 2021–  
b. 1975, Master of Health Science  
Finnish national  
Holdings on December 31, 2022: 1,337 shares



**Juha Saarinen**

Purchasing Director and Member of the Management Team 2022–  
b. 1974, M.Sc. (Eng.)  
Finnish national  
Holdings on December 31, 2022: 0 shares



**Vesa Uotila**

Director of Business Development and Member of the Management  
Team 2020–  
b. 1982, M.Sc. (Econ.)  
Finnish national  
Holdings on December 31, 2022: 8,323 shares

### Related party transactions

Kamux's Board of Directors has defined the principles for monitoring and evaluating related party transactions. The related party policy of the company also defines the principles and processes that the company uses to organize decision-making in terms of related party transactions and to monitor and report on possible related party transactions. The Group maintains a list of related parties. The main principle of the Kamux related party policy is that all legal transactions between the company and related parties shall be carried out on normal market terms.

Transactions carried out with related parties are addressed in the Audit Committee of the Board of Directors and/or in the Board of Directors in accordance with the related party policy. Significant transactions with the management of Kamux and its related parties are decided by Kamux's Board of Directors. The Board of Directors also decides on related party transactions that are not part of the company's normal business operations or that are not carried out on normal market terms. The company and its related parties did not carry out any transactions that are material to the company and not in the ordinary course of business or otherwise based on market terms in 2022. Related party transactions carried out in the ordinary course of business concern certain lease agreement arrangements, vehicle procurement and sale, and mutual service sales and loan arrangements between Group companies.

### Insider management

Kamux Corporation observes the guidelines for insiders approved by the Board of Directors, which is based on the Market Abuse Regulation (MAR), the Guidelines for Insiders of Nasdaq Helsinki Ltd, and other applicable rules and regulations.

The CFO is responsible for insider matters at Kamux Corporation. The company compiles a list of permanent insiders and also maintains a list of project- or event-specific insiders as needed. The insider lists are maintained in an electronic service.

People in management positions at Kamux and their immediate circle are required to declare their business transactions in the shares of Kamux Corporation or other derivative financial instruments. Kamux has determined that the members of the Board of Directors, the CEO and the potential Deputy CEO as well as the members of the Management Team, including their related parties in line with the MAR, are required to disclose their business transactions in Kamux's financial instruments as stated in the MAR.

People in management positions at Kamux and other persons within the information core of the company may not, on their own account or on the account of a third party, carry out business transactions in the shares of Kamux Corporation or other derivative financial instruments during the closed period. The closed period begins 30 days before the publication day of Kamux's financial statement bulletin, half-year report, or interim report. Persons operating within the information core of the company include those who have access to the company's information core as part of their duties. Typically, these persons include those who prepare interim reports and annual financial statements, are responsible for financial reporting or communications, or other company leaders.

Project-specific insiders are deemed to be persons who participate in the planning and preparation of projects or events related to inside information. Project-specific insiders may not trade in or carry out other business transactions with the company's financial instruments during the project. This prohibition also applies to their dependent children and directly or indirectly controlled legal entities.

### Audit

The statutory audit covers the company's accounting, financial statements and administration for the financial year. The auditor of the parent company shall also audit the consolidated financial statements. The auditor provides the company's shareholders with a statutory auditor's report in connection with the company's annual financial statements and regularly reports their observations to the Board of Directors. Kamux's financial year is the calendar year. According to the company's Articles of Association, the company's auditor shall be an auditing organization approved by the Central Chamber of Commerce. The auditor is elected at the Annual General Meeting of shareholders for a term that ends at the conclusion of the Annual General Meeting following the election.

### Audit in 2022

The Annual General Meeting re-elected PricewaterhouseCoopers Oy as the auditor, with CPA Markku Launis as the principal auditor announced by PricewaterhouseCoopers Oy. PricewaterhouseCoopers Oy has acted as the auditor of Kamux since 2015.

The auditor is paid a fee according to an invoice approved by the company. In 2022, the auditors were paid a total of EUR 213,000 for the auditing services (EUR 213,000 in 2021) and a total of EUR 26,000 for other advisory services unrelated to auditing (EUR 32,000 in 2021). The other advisory services mainly concerned financial consultation pertaining to, for instance, sustainability reporting and direct and indirect taxes.

## Dear shareholder,

With this greeting, I present the Remuneration Report 2022 of Kamux Corporation on behalf of the Board of Directors of the company. This Remuneration Report has been drafted in accordance with the Finnish Corporate Governance Code 2020 and other regulations concerning remuneration reporting, and it covers the remuneration of the Board of Directors and CEO of the company in 2022. The Remuneration Report 2022 will be presented at Kamux's Annual General Meeting 2023 for an advisory vote.

### **Kamux's year 2022**

The past financial year proved to be quite a challenging year in many ways. The sudden change in the operating environment due to Russia's invasion of Ukraine resulted in weakened consumer confidence as well as an increase in inflation and interest rates. Due to the increased uncertainty, the used car market shrunk significantly in all of Kamux's operating countries. In 2022, Kamux's revenue growth was considerably lower compared to previous years, and the company's adjusted operating profit decreased.

However, Kamux continued to take systematic measures in line with its growth strategy during the year and retained its market share in all operating countries. The large size of the market and the strongly digitalizing used car business offer inviting opportunities for Kamux as a company specialized in used car retail.

### **Key principles of remuneration**

Kamux's remuneration policy defines the remuneration practices that encourage the Board of Directors and CEO to drive the company forward in terms of growth strategy, long-term success, and shareholder value creation. Another objective is to recruit a competent Board of Directors and Management Team to the company and to ensure their commitment.

The aim of the remuneration of the Board of Directors is that it is aligned with similar companies in terms of market capitalization, and that it on the other hand corresponds to the competence and workload expected of members.

In the remuneration of the CEO, financial development of the company and long-term shareholder value creation are significant factors, aligning the interests of the CEO and shareholders in a sustainable way. Competitive total remuneration also has to bolster Kamux's entrepreneurial mode of operation.

In 2022, Kamux's Board of Directors established a Personnel and Remuneration Committee, whose primary duty is to prepare matters related to the remuneration and appointment of the CEO and other members of the Management Team as well as the remuneration principles followed by the company. Long-term succession planning for the management and comprehensive assessment of remuneration development also support the preconditions for the implementation of Kamux's strategy.

### **Remuneration in 2022**

In 2022, the remuneration of the Board of Directors and CEO complied with the remuneration policy of Kamux, and there were no deviations.

In accordance with the resolution of the Annual General Meeting 2022, 40% of the annual fee of the Board of Directors was paid in shares of Kamux. The company's remuneration policy encourages Board members to hold shares of Kamux.

The remuneration paid to the CEO in 2022 totaled EUR 420,112. This sum includes the fixed salary and the share-based incentive paid for 2021.

### **Remuneration development**

As stated in the Remuneration Report 2021, Kamux's aim has been to develop its remuneration models so that remuneration could also be tied to a responsibility metric that is relevant to the company. Going forward, the metrics of the share-based long-term incentive plan will also reflect responsibility: We have decided to include eNPS (Employee Net Promoter Score) as a new metric for the 2023 performance period.

Kamux's Personnel and Remuneration Committee regularly evaluates and prepares the remuneration of the company's bodies and personnel so that remuneration supports the development of the company's business and the implementation of its strategy. In the development of remuneration, we consider the changes in Kamux's operating environment so that remuneration builds commitment and motivation and emphasizes delivering results. In 2023, we continue to comply with the principles of Kamux's remuneration policy.

I welcome feedback on Kamux's remuneration reporting and remuneration.

### **Reija Laaksonen**

Chairperson of the Personnel and Remuneration Committee of Kamux Corporation

# Remuneration Report 2022 of Kamux Corporation

## Introduction

The Remuneration Report 2022 of Kamux Corporation (“Kamux” or the “company”) adheres to the Finnish Corporate Governance Code 2020 issued by the Finnish Securities Market Association as well as to other applicable legislation. Kamux’s remuneration policy defines the principles related to the remuneration of the company’s Board of Directors, CEO and possible deputy CEO. The company’s Annual General Meeting approved the remuneration policy with an advisory resolution in 2020.

In 2022, the remuneration of Kamux’s governing bodies adhered to the principles defined in the company’s remuneration policy. There were no deviations from the remuneration policy in 2022. The remuneration of the Board of Directors or CEO were not adjusted or recovered in the financial year 2022.

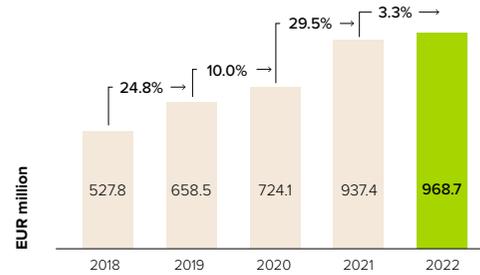
The Remuneration Report is drafted and presented at the Annual General Meeting annually. The Remuneration Report 2021 was presented at the Annual General Meeting in the spring of 2022. The approval of the Remuneration Report was supported by 81.65% and opposed by 18.35% of the votes cast in the Annual General Meeting. No counterproposals were made. The remuneration policy of Kamux is available on the company website at <https://www.kamux.com/en/corporate-governance/remuneration/>.

## Remuneration development

Kamux has implemented its growth strategy in a consistent manner during the five-year period reviewed. The Group increased its revenue from EUR 527.8 million in 2018 to EUR 968.7 million in 2022. The adjusted operating profit increased annually in 2018–2021 but declined in 2022 from the previous year to EUR 17.5 million. The adjusted operating profit amounted to 1.8% of revenue in 2022.

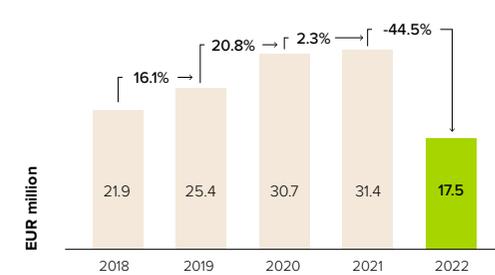
## Revenue

→ Increase of revenue, % from previous year



## Adjusted operating profit

→ Adjusted operating profit, % from previous year

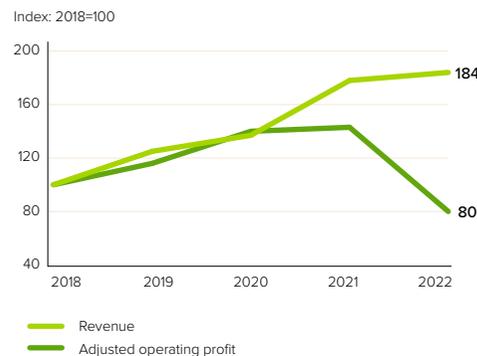


## Average remuneration

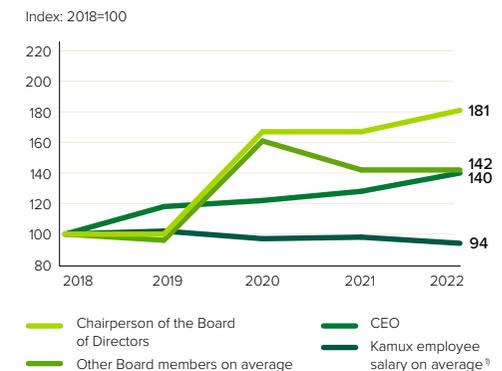
EUR	2018	2019	2020	2021	2022
Chairperson of the Board of Directors	36,000	36,000	60,000 <sup>2)</sup>	60,000	65,000
Other Board members on average	21,167	20,400	34,080 <sup>2)</sup>	30,000	30,000
CEO	299,184	353,005	364,096	382,163	420,112
Kamux employee salary on average <sup>1)</sup>	52,429	53,641	50,895	51,242	49,238

1) The average salary of Kamux employees was calculated as follows: (Group salaries and bonuses + defined contribution pension costs + share-based incentives)/average number of personnel within the Group during the financial year converted to full-time equivalent (FTE) employees.  
 2) Based on resolution of the 2020 Annual General Meeting, the remuneration of the Board of Directors was reviewed to align it with the current level of remuneration in listed companies of similar size.

## Financial performance over a five-year period



## Relative remuneration development over a five-year period



The chart Relative remuneration development over a five-year period presents the average remuneration development of the Chairpersons of the Board, other Board members, the CEO and employees in 2018–2022. The sums are indexed at 100 in 2018 to illustrate relative development in 2018–2022.

### Remuneration of the Board of Directors in 2022

Kamux Corporation's Annual General Meeting annually decides on the remuneration paid to the Board of Directors and the principles for the compensation of expenses.

In accordance with the proposal of the Shareholders' Nomination Board, the Annual General Meeting 2022 resolved that an annual compensation of EUR 65,000 is paid to the Chairman of the Board and EUR 30,000 to the Board members, and an additional compensation of EUR 5,000 per year to the Chairman of the Audit Committee and EUR 2,500 to each member of the Audit Committee.

The Annual General Meeting resolved that if the Board of Directors decides to establish new committees, the annual fees of the Chairperson and the members of the new committee will be equal to the annual fees of the

Chairperson and the members of the Audit Committee.

Kamux's Board of Directors decided on the establishment of a Personnel and Remuneration Committee in its organizing meeting held after the Annual General Meeting 2022. Thus, EUR 5,000 was paid to the Chairperson of the Committee and EUR 2,500 to each member of the Committee in 2022.

The Annual General Meeting 2022 resolved that 40% of the annual fee of the Chairperson and the members of the Board of Directors is paid in Kamux Corporation shares either purchased at a prevailing market price from the market or alternatively by using own shares held by the company. The transfer of own shares or acquisition of shares directly for the members of the Board of Directors will be executed after the publication of the interim report for the period January 1–March 31, 2022. The rest of the

annual fee will be paid in cash, which is used to cover taxes arising from the fees. The fees of the Committee members are paid in cash.

Board members are not compensated separately for Board or committee meetings. Travel expenses resulting from Board meetings are compensated in accordance with the company's travel policy. Remuneration for the company's Board members does not include pension payments.

Members of the Board of Directors are not included in Kamux's short- or long-term incentive plans. The share of annual remuneration of the members of the Board of Directors paid in shares was paid in own shares held by the company in May–June 2022. There are no special terms or conditions associated with owning the shares received as remuneration.

### Remuneration of the Board of Directors in 2022

Member	Total annual remuneration, EUR <sup>1)</sup>	Annual remuneration paid in shares, pcs <sup>2)</sup>	Annual remuneration paid in shares, EUR <sup>3)</sup>	Annual remuneration paid in cash, EUR	Remuneration paid for committee membership in 2021–2022, EUR <sup>4)</sup>	Total remuneration paid in financial year 2022, EUR <sup>5)</sup>	Remuneration outstanding for committee memberships in 2022, EUR <sup>6)</sup>
Harri Sivula	65,000	2,989	26,587	38,413	-	65,000	-
Tuomo Vähäpassi	30,000	1,379	12,266	17,734	5,000	35,000	3,333
Reija Laaksonen	30,000	1,379	12,266	17,734	2,500	32,500	3,333
Antti Mäkelä	30,000	1,379	12,266	17,734	2,500	32,500	1,667
Tapio Pajuharju	30,000	1,379	12,266	17,734	-	30,000	1,667
Terho Kalliokoski (from April 20, 2022)	30,000	1,379	12,266	17,734	-	30,000	1,667
Jaana Viertola-Truini (from April 20, 2022)	30,000	1,379	12,277	17,723	-	30,000	1,667
Jokke Paananen <sup>7)</sup> (until April 20, 2022)	-	-	-	-	-	-	-
<b>Total</b>	<b>245,000</b>	<b>11,263</b>	<b>100,195</b>	<b>144,805</b>	<b>10,000</b>	<b>255,000</b>	<b>13,333</b>

<sup>1)</sup> The annual remuneration paid in 2022 includes the annual remuneration paid in shares of Kamux Corporation (40%) in accordance with the Annual General Meeting's 2022 resolution as well as the annual remuneration paid in cash.

<sup>2)</sup> The annual remuneration paid in shares was paid in the company's own shares on May 27–June 2, 2022.

<sup>3)</sup> Value calculated on the mean share price on the payment date – EUR 8.895 per share on May 27, 2022 and EUR 8.903 per share on June 2, 2022.

<sup>4)</sup> The annual remuneration for the Audit Committee membership between April 2021 and April 2022 was paid to the members of the Board of Directors in May 2022.

<sup>5)</sup> The total remuneration paid in financial year 2022 = annual remuneration + remuneration for committee membership 4/2021–4/2022.

<sup>6)</sup> The annual remuneration related to the Audit Committee as well as Personnel and Remuneration Committee memberships from April 2022 onwards will be paid in spring 2023. The table includes a portion of committee fees for the time period 4–12/2022 as remuneration outstanding.

<sup>7)</sup> The remuneration payable to Jokke Paananen for the term 2021–2022 in the Board of Directors was paid in 2021.

**Remuneration of the CEO in 2022**

The company’s Board of Directors decides on the remuneration of the CEO and the terms of the remuneration. The remuneration of the CEO consists of a monthly fixed salary, a bonus and a share-based incentive plan.

The objective of the bonus and the share-based incentive plan is to support the realization of the company’s short- and long-term objectives and to ensure that management is committed to the company.

The CEO was not paid other financial benefits in 2022.

**Fixed monthly salary**

In 2022, the total monthly salary of CEO Juha Kalliokoski was EUR 342,769 (the fixed salary paid in 2021 was EUR 345,020).

**Remuneration paid to the CEO in 2022**



Variable remuneration, which includes the bonus and the long-term share-based incentives, is an integral part of the remuneration of Kamux’s CEO. Of the total remuneration in 2022, variable remuneration constituted 18% (10% in 2021) and fixed remuneration 82% (90% in 2021).

**Short-term incentive plan: bonus**

The goal of Kamux’s short-term incentive plan is to motivate and reward key personnel based on the achievement of the annual business targets. Performance-based remuneration aims to promote the implementation of the strategy, strengthen a results-driven company culture and reward clear accomplishments. The terms of the CEO’s bonus are decided by the company’s Board of Directors each year.

The bonus is paid based on achieving the targets set for the financial period related to revenue as well as personal targets that are related to each area of responsibility and support the implementation of the company’s strategy. The weight of revenue in the earnings of the incentive plan is 70 percent and the weight of personal strategic targets is 30 percent. The bonus is paid under the condition that the adjusted operating profit limit set by the company for incentives has been met.

The CEO’s bonus payable based on performance in 2022 can be up to 45 percent of the fixed salary (calculated from the fixed salary without holiday compensation and fringe benefits). No bonus will be paid to the CEO for 2022, as the set revenue target was not reached and as Kamux did not meet the adjusted operating profit limit set for the incentive plan.

The CEO’s performance-based bonus in 2021 was up to 45 percent of the fixed salary. No bonus was paid to the CEO in 2021, as the CEO waived his right to the bonus.

**Long-term incentive plans**

**Share-based long-term incentive plan for 2021–2023**

The aim of the plan approved by the Board of Directors of Kamux Corporation is to encourage and strengthen the commitment of the Group’s key personnel to implement a long-term strategy and increase shareholder return, as well as to align the objectives of the company’s shareholders and key people in order to increase the company’s value.

The plan started at the beginning of 2021 and is divided into three one-year performance periods. The amount of any gross reward paid pursuant to the plan for the performance period will be determined by the targets regarding the achievement of revenue on a yearly basis. The payment of a reward pursuant to the plan requires that the adjusted operating profit limit set by the company for incentives has been met. In addition, the plan includes an additional component based on the market value of the company, which gives each participant an opportunity to receive additional shares after the end of the 2023 performance period. The potential reward will be paid primarily in Kamux’s shares or in cash or as a combination of these two by the end of April after the end of the performance period. The potential additional shares will be paid by the end of April after the end of the 2023 performance period.

The net shares paid as remuneration will be subject to a transfer restriction during the commitment period. The commitment period begins when the reward is paid and ends on April 30, 2024. As a member of the Group’s Management Team, the CEO shall own at least half of the net shares received as a reward based on the plan until their total shareholding in the company corresponds to the value of their annual salary (ownership obligation). Each participant must own this number of shares for as long as he/she remains a member of the Group’s Management Team.

If the participant’s employment with Kamux terminates before the reward is paid, she/he is not generally entitled to a reward based on the plan. Definitive entitlement to remuneration requires that employment in Kamux continues until April 2024. The Board of Directors will make a separate decision on CEO Kalliokoski’s entitlement to the paid shares at a later date following his resignation.

The gross remuneration paid to the CEO pursuant to the plan for the performance period 2022 was determined by the achievement of targets set as the performance criteria. The applicable performance criterion was achieving the revenue

target for 2022 set by the Board of Directors. No bonus will be paid to the CEO for the performance period 2022, as the set revenue target was not reached.

The amount of gross remuneration paid pursuant to the plan for the performance period 2021 was determined by the achievement of targets set as the performance criteria. In accordance with the Board's decision, the applicable performance criterion for the performance period was achieving the revenue target for 2021 set by the Board of Directors. In addition, the payment of a reward pursuant to

the incentive plan required Kamux to reach the adjusted operating profit target set for incentives. The CEO achieved the target. The net remuneration resulting from the plan, 3,430 shares in total, was paid to the CEO in April 2022. The remuneration was paid fully in the company's shares. The 3,430 shares paid was the net remuneration payable after deducting the cash proportion to cover the taxes for the confirmed overall remuneration. The amount of gross remuneration totaled EUR 77,343 based on the share price on the payment date April 6, 2022, EUR 11.2761 per share.

### The key terms of service of the CEO

The management contract of the CEO is valid until further notice and has no less than a six-month period of notice. If the company terminates the CEO's management contract, the CEO is, under certain conditions, entitled to a severance payment corresponding to 12 months' full salary. The CEO does not have a supplementary pension plan. The CEO's retirement age is determined by the statutory pension system and is 63 years under the applicable legislation.

## Salaries and remuneration paid to the CEO in financial year 2022, EUR

Fixed salary <sup>1)</sup>	Bonus paid for 2021	Share-based incentive for 2021 <sup>2)</sup>	Total amount paid in 2022
342,769	–	77,343	<b>420,112</b>

<sup>1)</sup> Including fringe benefits (telephone) and defined contribution pension costs. The salary also includes the defined contribution pension costs for the bonuses.

<sup>2)</sup> The amount of gross remuneration was calculated using the share price on the payment date April 6, 2022, EUR 11,2761 per share. The paid net remuneration amounted to 3,430 shares.



# Report by the Board of Directors and Consolidated Financial Statements 2022

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This Annual Report is not a European Single Electronic Format (ESEF) regulation compliant xHTML document. The ESEF-compliant Board of Directors' report and Financial Statements 2022 are available at [www.kamux.com/en/releases-and-publications/reports-and-presentations/](http://www.kamux.com/en/releases-and-publications/reports-and-presentations/).

# Report by the Board of Directors 2022

## KAMUX'S OPERATING ENVIRONMENT

Kamux is a retail chain specializin in purchasing and selling used cars. At the end of 2022 Kamux had altogether 78 showrooms in its three operating countries Finland, Sweden and Germany.

In 2022, Kamux's operating environment was affected by the war in Ukraine that started in February and the resulting energy crisis and global political uncertainty, as well as their effects on the cost of living and consumer confidence. Prices of fuel and energy increased sharply, inflation accelerated and interest rates increased. As a result of reduced consumer confidence and increased uncertainty, the used car market contracted significantly in all of Kamux's operating countries.

Kamux estimates that the market for used cars in its three operating countries contracted to approximately 7.4 million sold passenger cars in 2022 (approximately 8.6 million cars in 2021). In 2022, according to Kamux's estimate, approximately 0.6 million used cars were sold in Finland, approximately 1.2 million in Sweden and approximately 5.6 million in Germany. With the increase in average price, Kamux estimates the value of the market to remain at over EUR 100 billion.

The global shortage of components continued to prolong delivery times for new cars, resulting in limited availability of used cars in the market and a challenging purchasing market. The availability of used cars improved substantially in the second half of the year due to the generally weakened demand. Purchasing activity was also hampered by the rapid changes in demand between power sources during the year.

The total market for used cars in Europe is approximately twice the size of the market for new cars and changes in the market have traditionally been smaller than those in the market for new cars. The market is also very fragmented. In 2022, some of the new players focused on online sales of used cars that had entered the market in 2020–2021 were forced to adjust their operations. E.g. CarNext ended

its operations in Germany and Norway, and Cazoo withdrew from the German and Italian markets.

In 2022, registration of new passenger cars in the EU was down by 4.6 percent from the previous year (ACEA). In Finland, new registrations decreased by 17 percent compared to 2021 (Autoalan tiedotuskeskus), in Sweden, new registrations decreased by 4.3 percent (Mobility Sweden) and in Germany, the number of new registrations increased by 1.1 percent (Kraftfahrt-Bundesamt). New car registrations within the EU started to rise in August 2022 as the global component shortage started to ease up. The share of plug-in electric and hybrid vehicles among new registrations in the EU increased in 2022 and was almost 22 percent.

The COVID-19 pandemic that characterized the years 2020 and 2021 did not have a significant impact on consumers' mobility and purchasing behavior during 2022.

## Finland

The energy crisis caused by the war in Ukraine that started in February, global political uncertainty and the rising costs of living significantly weakened consumers' confidence in the future in Finland. In addition, rising interest rates weakened the demand for used cars. According to Kamux's estimate, the used car market in Finland contracted by approximately 11 percent in 2022, and approximately 0.6 million used cars were sold during the year.

Demand between different power sources fluctuated strongly during the year. At the beginning of the year, the rise in fuel prices weakened the demand for traditional power sources, and the demand for electric and hybrid vehicles grew strongly. As the electricity prices increased and insecurity about the sufficiency of electricity grew toward the fall, the demand for rechargeable cars weakened. Towards the end of the year, consumer demand was clearly more strongly focused on lower-priced combustion engine cars with low fuel consumption than in the previous years. During the end of the year, the prices of used cars started to decline in Finland.

Electrification of motoring continued in 2022 and already almost 38 percent of new registrations were plug-in electric or hybrid cars (Autoalan keskusliitto). Most of used cars sold are still combustion engine cars, but an increasing number of used cars are plug-in hybrid or fully electric cars. The number of hybrid and electric cars sold by Kamux in Finland increased by 29 percent compared to 2021. Finland's vehicle fleet is changing slowly, and the share of plug-in hybrid and electric cars in the entire fleet in 2022 was roughly 5 percent. The turnover rate of Finland's vehicle fleet has slowed down in recent years, and the average age of cars is almost 13 years. The number of cars in traffic decreased slightly in 2022 (Traficom, Autoalan tiedotuskeskus).

Kamux has an established role as the largest player in the used car retail trade in Finland, and according to our estimate, our market share in 2022 was approximately 8 percent. At the end of 2022 Kamux had 47 showrooms in Finland.

## Sweden

Uncertainty about the future, accelerated inflation and sharply increased fuel prices weakened consumer confidence and the demand for used cards decreased very strongly in Sweden in 2022. According to Kamux's estimate the used car market in Sweden contracted by approximately 19 percent and approximately 1.2 million used cars were sold during the year.

The demand between different power sources fluctuated strongly during the year also in Sweden, following the development of fuel and energy prices. Prices for used cars remained stable.

In Sweden, the vehicle fleet renews somewhat faster than in Finland and as much as 56 percent of new registrations were rechargeable. At the end of 2022, 9 percent of the total vehicle fleet were rechargeable (Trafa.se). The number of hybrid cars sold by Kamux in Sweden decreased but the number of electric cars increased by 114 percent compared to 2021.

Kamux has had operations in Sweden since 2012 and according to its estimate it is among the five largest

players. According to our estimate, Kamux's market share in Sweden was approximately 1.2 percent in 2022. Kamux had 24 showrooms in Sweden at the end of 2022.

### Germany

Geopolitical uncertainty, high fuel prices as well as the accelerated inflation and increased interest rates weakened consumer confidence and reduced used car sales in Germany in 2022. Uncertainty about future tax changes related to driving also increased consumer uncertainty. According to Kamux's estimate, the used car market contracted by approximately 16 percent and approximately 5.6 million used cars were sold during the year.

In 2022, 31 percent of new registrations were plug-in hybrid or electric cars but the share of rechargeable vehicles of the total vehicle fleet is only approximately two percent, as in recent years a relatively large share of rechargeable cars sold in Germany are exported after six months of use. The used cars sold by Kamux in Germany are almost always combustion engine cars, but Kamux buys a significant part of the plug-in hybrids and electric cars it sells in Finland and Sweden from Germany.

Kamux has had operations in Germany since 2015 and it had 7 showrooms in the country at the end of 2022.

### STRATEGY IMPLEMENTATION

The used car market offers an attractive opportunity for expansion and growth. Strong revenue growth defines Kamux's strategy, which aims for nearly doubling our revenue during 2021–2023. Profitability development during the strategy period is built on business growth and scalability.

The Company's strategic focus areas are:

- Omnichannel customer experience and services
- Efficient processes and scalability
- Utilizing data and leading with knowledge
- Developing capabilities and continuous learning

In 2022, Kamux continued to invest in growth systematically in accordance with its strategy. During the year, a large showroom and a processing center was opened in Oulu and three new showrooms were opened in Sweden. In Finland, the Olari and Niittykumpu showrooms were combined and in Germany, the Wentorf and Nedderfeld showrooms were combined. The larger store size supports scalability and the efficiency of processes according to Kamux's concepts.

During the year, we implemented in all operating countries a systematic data-based purchasing process, where up-to-date information on demand and supply is combined with our comprehensive knowledge of different car models, allowing us to ensure that we have cars for sale that best suit the needs of consumers at any given time.

Investments in personnel training and management development were continued to ensure the best digital path on the market and the fulfillment of the customer promise. In Finland, the renewed, more comprehensive Kamux Plus service was launched at the beginning of the year and the pilot of the monthly fee-based Kamux Huoleton service launched in 2021 was continued.

In 2022, the Board of Directors focused on the different factors related to operating in a radically changed market environment. The Board of Directors also continued the implementation of projects included in the strategy. During the year, the Board familiarized itself with the company's operations on site in all three of its operating countries.

### GROUP REVENUE AND PROFIT IN 2022

The Group's revenue increased by 3.3% compared to the previous year and was EUR 968.7 million (937.4). Revenue increased mainly due to the increase in the average price of sold cars and the good development of sales of integrated services. In connection with the sale of a used car, Kamux offers its customers commission-based services, such as insurance and financing services, as well as the Kamux Plus service, which is an extension to the statutory seller's liability for faults. Revenue from integrated services was

EUR 52.9 million (42.8), or 5.5% (4.6) of total revenue.

The number of cars sold by Kamux in Finland, Sweden and Germany decreased by -8.0% compared to the previous year and was 62,922 cars (68,429). Revenue per sold car was EUR 15,395 (13,699).

Gross profit decreased by -7.1% compared to 2021 and was EUR 94.1 million (101.3). Gross profit as percentage of revenue decreased by -1.1 percentage points to 9.7% (10.8). During the comparison period, gross profit was burdened by an exceptional cost item of EUR 3.7 million, booked during the second quarter, that was related to ongoing judicial processes in Germany.

Kamux's adjusted operating profit decreased by -44.4% mainly due to negative development in the operating profit in Finland and was EUR 17.5 million (31.4). Adjusted operating profit as percentage of revenue was 1.8% (3.3). Items adjusting the operating profit totaled EUR 0.4 million (3.4) in January–December. The adjustment items include EUR 0.1 million of expenses related to strategic investigations, EUR 0.1 million of income related to legal processes, EUR 0.2 million of expenses related to taxes from previous years and EUR 0.2 million of expenses related to own real estate operations.

Operating profit (EBIT) decreased by -39.0% compared to the previous year and was EUR 17.0 million (28.0).

Net financing items were EUR -1.8 (-1.5) million.

Kamux's profit before taxes was EUR 15.3 million (26.4). Taxes were EUR 4.4 million (6.8), corresponding to an effective tax rate of 28.9 % (25.8 %) for the financial year. Profit for the financial year was EUR 10.8 million (19.6).

Basic and diluted earnings per share were EUR 0.27 (0.49).

## SEGMENTS

### Finland in 2022

Revenue in Finland increased by 2.2% compared to the previous year and was EUR 624.5 million (611.0). Revenue growth was driven mainly by higher average prices for sold cars, new showrooms and sales growth of like-for-like showrooms. The number of cars sold decreased by -4,362, or -9.0%, compared to the previous year and was 44,298 cars (48,660). Sales of financing services and the renewed Kamux Plus service developed well, and revenue from integrated services increased to EUR 42.4 million (35.6), or 6.8% (5.8) of revenue. Operating profit decreased by -30.0% compared to the previous year and was EUR 26.5 million (37.8), or 4.2% (6.2) of revenue. Operating profit decreased mainly due to a decreased number of sold cars and lower average margin per car. In addition, the measures taken during the second half of the year to adjust the inventory to meet the changed demand had a negative impact on operating profit.

A processing center and a new showroom was opened in Oulu in February. In May, the showrooms in Pori and Petikko, Vantaa moved to new larger premises.

### Sweden in 2022

Total revenue in Sweden increased by 1.6% compared to the previous year and was EUR 301.3 million (296.6). External revenue increased by 5.1% and was EUR 250.9 million (238.7). The number of cars sold decreased by 622, or -4.3%, compared to the previous year and was 13,739 cars (14,361). External revenue growth was mainly due to higher average prices for sold cars, new showrooms and sales growth of like-for-like showrooms. Revenue from integrated services increased to EUR 6.3 million (5.2), or 2.5% (2.2) of external revenue. Operating income decreased compared to the previous year and was EUR -0.6 million (1.3), or -0.2% (0.5) of total revenue. The decrease in operating profit was due to a decreased number of sold cars and lower average margin per car. Operating profit was also negatively impacted by investments in growth.

We opened three new showrooms in Sweden during the year. The Malmö megastore was opened in May and the Kalmar and Nyköping showrooms were opened in October.

### Germany 2022

Total revenue in Germany decreased by -3.1% compared to the previous year and was EUR 95.5 million (98.6). External revenue increased by 6.4% and was EUR 93.4 million (87.7). The number of cars sold decreased by -523, or -9.7%, compared to the previous year and was 4,885 cars (5,408). External revenue growth was mainly due to higher average prices for sold cars, while total revenue was negatively impacted by the decrease in number of cars sold from Germany to other Kamux operating countries. Sales of integrated services developed well and their share of external revenue increased to EUR 4.2 million (2.0), or 4.5% (2.2) of the external revenue. Operating loss decreased compared to the previous year and was EUR -0.2 million (-5.1), or -0.2% (-5.2) of total revenue. The operating loss in the comparison period was impacted by an exceptional cost item of EUR 3.5 million that was related to ongoing judicial processes at the time.

The Wentorf showroom was combined to the Nedderfeld showroom in summer 2022. The 2G rule for retail that was introduced in December 2021 had an impact on showroom visits during the first quarter.

## CONSOLIDATED BALANCE SHEET AND FINANCIAL POSITION

At the end of 2022, the consolidated balance sheet total was EUR 204.6 million (224.5), of which total equity was EUR 108.4 million (105.7). Net debt was EUR 59.1 million (70.4). Non-current bank loans were EUR 15.5 million (13.0). The company's balance sheet is strong, allowing business growth in line with the strategy.

In spring 2020, Kamux renewed its five-year credit facility agreement of EUR 40 million with Nordea Bank Corporation. The credit facility agreement includes a five-year term loan of EUR 18 million and a five-year revolving credit facility of EUR

22 million. In addition to the revolving credit facility, Kamux has a lease guarantee facility of EUR 0.4 million. At the end of the reporting period, EUR 13.0 million of the term loan and EUR 0.0 million of the revolving credit facility were drawn. The term loan is currently repaid in bi-annual instalments of EUR 1.0 million.

In January 2022, Kamux Corporation issued a commercial paper totaling EUR 15.0 million. The commercial paper matured in October 2022. In October 2022, Kamux Corporation issued a commercial paper totaling EUR 5.0 million and drew a EUR 5.0 million short-term credit. In December, the EUR 5.0 million short-term credit was repaid. The funds acquired through the short-term credit and the commercial paper are used to fund working capital.

Following the completion of the Oulu showroom and processing center, a ten-year term loan of EUR 5.0 million was drawn for the property in March 2022. At the end of the financial year, EUR 4.8 million of the term loan was drawn. The term loan is repaid in bi-annual instalments of EUR 0.2 million.

Net working capital was EUR 100.2 million (103.8) as of December 31, 2022. The value of the inventory was EUR 114.1 million (132.8).

Cash flow from operating activities during 2022 was EUR 26.1 million (7.3). Cash and cash equivalents were EUR 4.2 million (0.9) at the end of the financial year.

Equity ratio at the end of the financial year was 53.2% (47.3). Return on investment (ROI) was 7.2% (12.5) and return on equity (ROE) was 10.1% (19.5).

## CAPITAL EXPENDITURE, RESEARCH AND DEVELOPMENT

Kamux seeks to gain a significant competitive advantage by investing in leading with knowledge as well as digital customer and business processes.

Kamux's capital expenditure in 2022 was EUR 3.1 million (7.4), and it mainly consisted of investments in IT systems, the Oulu showroom and processing center as well as ordinary maintenance in the showrooms. The company financed

this capital expenditure with its existing cash and cash equivalents, cash flow from operations as well as a revolving credit facility and commercial papers.

Kamux's research and development costs are mainly related to further development of the Company's retail concept and improvement of its business processes.

### STATEMENT OF NON-FINANCIAL INFORMATION

The information presented below is disclosed in accordance with the reporting obligations set forth in the directive on reporting non-financial information. Information on Kamux's corporate responsibility is also presented on pages 26–37 of the Annual Report.

#### Operating model and value creation

Kamux's operating model is focused on used car retail. The cornerstones of the company's omnichannel business model are professional sourcing and sales, rapid inventory turnover, low fixed costs, and integrated services. The company's vision is to be the largest retail operator specializing in used car sales in Europe.

The used car market is large and fragmented, which combined with the company's business model offers attractive growth potential. Kamux wants to continue to grow profitably and aims to take an ambitious leap to accelerate growth and to nearly double its revenue during the strategy period 2021–2023. Profitability development during the strategy period is built on business growth and scalability. The strategy focuses on utilizing data and leading with knowledge, improving the efficiency of our processes, seamless omnichannel customer experience, developing the capabilities of the personnel for the good of the customer, and investing in continuous learning.

Kamux's profitable growth enables value creation for different stakeholders and for society as a whole. The company's most significant impacts relate to value creation in the society and social impacts, such as promoting mobility and renewing the vehicle fleet in Finland. As the largest used

car retailer in Finland, Kamux also has a significant role in promoting the electrification of the vehicle fleet. Furthermore, Kamux's operations enable for their part using existing vehicles already in traffic throughout their reasonable life-cycle. Economic and social impacts are seen, for example, in tax payments and employment in three operating countries. Kamux's financial targets for 2021–2023 include the target of distributing a dividend of at least 25% of the profit for the financial year. For the financial year 2022, the Board of Directors proposes a dividend distribution of 55% of the result of the financial year.

#### Our way of working

Sustainable ways of working are central for the company's business, its development, and the relations between Kamux and its stakeholders. Kamux complies with the laws, rules, and regulations in force in each of its operating countries. Taxes and other payments are carried out in accordance with local legislation.

Responsibility, ethics, honesty, and equality are a part of Kamux employees' everyday actions. Kamux's values are teamwork, joy and drive, freedom and accountability, happy customers, profitable business, and responsibility.

Kamux has three responsibility themes: sensible choices, worth the trust, and enthusiasm for work. Each theme includes topics identified as essential as well as goals and performance metrics. The responsibility themes are based on a materiality analysis conducted in 2019. Alongside the materiality analysis, the responsibility themes represent the areas in which Kamux has the greatest impacts on people, the economy, and the environment.

In 2022, Kamux started a review and re-evaluation of the material topics in our responsibility program as well as a development project for updating the program. In 2023, the company will continue the development work with attention to key stakeholders. Kamux's key stakeholders include customers, personnel, owners, partners, authorities, and decision-makers as well as the car industry.

The figures presented in this Non-financial information statement cover the essential topics mentioned above. Kamux is also committed to contributing to the United Nations' global Sustainable Development Goals in its operations.

#### Code of Conduct and policies

Kamux wants to be a car retail forerunner in building a culture of trust and openness. In all markets, the company's operations, management, and corporate governance are based on Kamux's Code of Conduct, good governance, and careful compliance with current requirements.

Kamux also expects all suppliers of cars, services, or goods to comply with the Code of Conduct. The principles are included in the company's procurement policy. Other key policies and principles include, for example, the diversity policy approved by Kamux's Board of Directors.

#### Corporate responsibility risk management

Risks related to corporate responsibility are identified and managed as a part of Kamux's comprehensive risk management work. In addition, responsibility topics, including the related risks, are discussed in every Management Team meeting, and they form a part of the Board of Directors' reporting package.

The company has an anonymous whistleblowing channel for reporting any possible actions violating the Code of Conduct, possible misconduct, or suspicions of misconduct. The whistleblowing channel is available for Kamux's personnel and other stakeholders on the company's website. During 2022, Kamux received one report through the whistleblowing channel.

#### Environmental matters

##### Sensible choices

Kamux's operations are a part of circular economy where non-renewable natural resources are saved through repairs, reusing, and recycling. The greatest environmental impact of Kamux's operations is created indirectly when the cars

purchased and resold by Kamux are in traffic. As the CO<sub>2</sub> footprint of the car manufacturing industry is big, existing vehicles should be used in a sensible way to the end of their life-cycle and the remaining materials reused within the circular economy. Kamux's operations enable keeping existing vehicles in traffic throughout their reasonable life-cycle. In 2022, we carried out maintenance and repair measures and equipment upgrades to 50 percent of the cars sold so that the cars will remain usable for the extent of their reasonable life-cycle and their usability is as good as possible considering their age.

Kamux supports both EU and national energy and climate strategies and emission reduction targets. Kamux aims to enable the purchase of a newer car with reduced emissions to many consumers. In terms of Kamux's indirect climate impacts, the development of low-emission cars and their share of total used car sales are integral.

Kamux renews Finland's vehicle fleet by importing newer cars with lower CO<sub>2</sub> emissions compared to the average car currently used on Finnish roads. The average age of the cars imported by the company was 4.8 years (5.5) in 2022, whereas the average age of passenger cars in traffic use in Finland in 2022 was approximately 12.9 years (12.6) according to the Finnish Information Centre of Automobile Sector.

In 2022, the CO<sub>2</sub> emissions of cars imported by Kamux to Finland were on average 104.2 g/km (NEDC). The average CO<sub>2</sub> emissions for passenger cars used in Finnish transportation were 143.7 g/km (NEDC) at the end of 2022. 53.4% (33) of the cars Kamux imported to Finland in 2022 were running on alternative power sources, including hybrids, electric, natural gas, or ethanol cars, and they accounted for 14.6% (10) of all the cars the company sold in Finland. The share of plug-in cars is growing rapidly, as new plug-in cars sold today enter the used car market after 1 to 3 years. Kamux is strongly involved in this development and in 2022, it was the largest seller of used fully electric cars in Finland.

In car maintenance and repair, Kamux uses recycled spare parts of high quality when possible. Service, repair, and cleaning are done by local operators.

The company minimizes the amount of waste it produces and recycles the waste. In 2022, the amount of waste in Finland totaled 53.5 tons (37.14). The waste recovery rate was 98% (83) and the recycling rate was 11% (10). The information covers 44 showrooms in Finland. Kamux restrains energy consumption in its showrooms and favors low-emission energy sources on properties where it can directly influence the used energy solutions.

By investing in leading with knowledge, Kamux strives to meet the mobility needs of customers even better than before and match supply and demand more efficiently. Mapping consumer needs even more efficiently allows Kamux to build a car offering that responds to demand in an as accurate and up-to-date way as possible. Additionally, Kamux can place the cars in its showrooms in a way that minimizes transferring them. The personnel has been instructed on driving in an economical and environmentally conscious way, and cars are fueled with only the necessary amount of fuel. Kamux's fuel consumption in 2022 was 30 liters (32) per car sold.

#### **EU classification for sustainable financing, or taxonomy**

The EU taxonomy is a classification system for sustainable financing, which strives to create criteria for defining environmentally sustainable business. It classifies taxonomy eligible and taxonomy-aligned activities, i.e. economic activities that best promote the achievement of the EU's climate goals. As a publicly listed company that employs more than 500 people, Kamux is obligated to provide a statement of non-financial information in its Board of Directors' Report. The statement also presents information in compliance with the EU's taxonomy on sustainable financing.

Currently, the EU taxonomy mainly covers the economic activities with the greatest impacts on mitigating climate change and adapting to it. Consequently, many fields of business, such as car dealerships, may remain almost

completely outside the scope of the taxonomy in its current form.

Kamux has assessed the taxonomy eligibility and taxonomy alignment of its business activities in relation to the delegated act of the EU taxonomy regulation concerning climate change mitigation and adapting to climate change. An activity can be classified as taxonomy-aligned if it promotes significantly at least one of the taxonomy's environmental targets, has no significant harmful impacts regarding other environmental targets, and complies with the social minimum safeguards defined in the taxonomy.

The current taxonomy does not cover all activities that are typical to car retail, which means that businesses report on activities that fall within the scope of the taxonomy if they engage in them. So far, none of Kamux's business activities has been classified in the taxonomy, and Kamux has no taxonomy eligible or taxonomy-aligned activities that fulfill the criteria of the EU taxonomy in its current form. Therefore, 0% of Kamux's net sales, operating costs, and capital expenditure is taxonomy eligible and 100% of them is thereby non-eligible. 0% of Kamux's net sales, operating costs, and capital expenditure is taxonomy aligned and 100% of them is non-aligned.

The largest environmental impacts of Kamux's operations are caused indirectly by vehicles used in traffic. Kamux's primary ways of creating climate impacts are related to the development of low-emission cars and their share of used car sales. Used car retail has positive environmental impacts especially from the perspective of circular economy. Kamux enables using already manufactured cars throughout their reasonable life-cycle.

Kamux continues to develop its taxonomy analysis and reporting in 2023, when the EU taxonomy is extended and the final technical evaluation criteria for the four remaining environmental targets are finalized. As a company engaged in circular economy, Kamux monitors the development of the criteria for the environmental target concerning circular economy with particular interest.

Proportion of turnover from products or services associated with Taxonomy-aligned economic activities - disclosure covering year 2022

Economic activities (1)	Code(s) (2)	Absolute turnover (3)	Proportion of turnover (4)	Substantial contribution criteria						DNSH criteria ('Does Not Significantly Harm')						Minimum safeguards (17)	Taxonomy-aligned proportion of turnover, year N (18)	Taxonomy-aligned proportion of turnover, year N-1 (19)	Category (enabling activity or) (20)	Category ('transitional activity') (21)
				Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Circular economy (8)	Pollution (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Circular economy (14)	Pollution (15)	Biodiversity and ecosystems (16)					
		€million	%	%	%	%	%	%	%	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	%	E	T
<b>A. TAXONOMY-ELIGIBLE ACTIVITIES</b>																				
<b>A.1. Environmentally sustainable activities (Taxonomy-aligned)</b>																				
-		-	-	-	-	-	-	-	-											
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0.00	0.00																	
<b>A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)</b>																				
-		-	-	-	-	-	-	-	-											
Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		0.00	0.00																	
<b>Total (A.1 + A.2)</b>		<b>0.00</b>	<b>0.00</b>																	
<b>B. TAXONOMY-NON-ELIGIBLE ACTIVITIES</b>																				
Revenue of Taxonomy-non-eligible activities (B)		968.7	100																	
<b>Total (A + B)</b>		<b>968.7</b>	<b>100</b>																	

Proportion of CapEx from products or services associated with Taxonomy-aligned economic activities - disclosure covering year 2022

Economic activities (1)	Code(s) (2)	Absolute CapEx (3)	Proportion of CapEx (4)	Substantial contribution criteria						DNSH criteria ('Does Not Significantly Harm')						Minimum safeguards (17)	Taxonomy-aligned proportion of CapEx, year N (18)	Taxonomy-aligned proportion of CapEx, year N-1 (19)	Category (enabling activity) (20)	Category ('transitional activity') (21)
				Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Circular economy (8)	Pollution (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Circular economy (14)	Pollution (15)	Biodiversity and ecosystems (16)					
		€million	%	%	%	%	%	%	%	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	%	E	T
<b>A. TAXONOMY-ELIGIBLE ACTIVITIES</b>																				
<b>A.1. Environmentally sustainable activities (Taxonomy-aligned)</b>																				
-		-	-	-	-	-	-	-	-											
<b>CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)</b>		0.00	0.00																	
<b>A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)</b>																				
-		-	-	-	-	-	-	-	-											
<b>CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)</b>		0.00	0.00																	
<b>Total (A.1 + A.2)</b>		0.00	0.00																	
<b>B. TAXONOMY-NON-ELIGIBLE ACTIVITIES</b>																				
<b>CapEx of Taxonomy-non-eligible activities (B)</b>		8.6	100																	
<b>Total (A + B)</b>		8.6	100																	

**Proportion of OpEx from products or services associated with Taxonomy-aligned economic activities - disclosure covering year 2022**

Economic activities (1)	Code(s) (2)	Absolute OpEx (3)	Proportion of OpEx (4)	Substantial contribution criteria						DNSH criteria ('Does Not Significantly Harm')						Minimum safeguards (17)	Taxonomy-aligned proportion of OpEx, year N (18)	Taxonomy-aligned proportion of OpEx, year N-1 (19)	Category (enabling activity) (20)	Category ('transitional activity') (21)
				Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Circular economy (8)	Pollution (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Circular economy (14)	Pollution (15)	Biodiversity and ecosystems (16)					
		€million	%	%	%	%	%	%	%	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	%	E	T
<b>A. TAXONOMY-ELIGIBLE ACTIVITIES</b>																				
<b>A.1. Environmentally sustainable activities (Taxonomy-aligned)</b>																				
-		-	-	-	-	-	-	-	-											
<b>OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)</b>		0.00	0.00																	
<b>A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)</b>																				
-		-	-	-	-	-	-	-	-											
<b>OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)</b>		0.00	0.00																	
<b>Total (A.1 + A.2)</b>		0.00	0.00																	
<b>B. TAXONOMY-NON-ELIGIBLE ACTIVITIES</b>																				
<b>OpEx of Taxonomy-non-eligible activities (B)</b>		0.7	100																	
<b>Total (A + B)</b>		0.7	100																	

**Social matters**

**Excellent customer experience**

Kamux wants to offer the best customer experience in used car retail. The goal is for Kamux’s customer interactions to be smooth and transparent and to encourage recommendations. Kamux monitors performance in customer service situations systematically and strives to develop its operations based on received feedback. In 2022, the average of scores given to Kamux was 4.0/5 (3.8). The target level is a score higher than four.

Kamux aims to be the forerunner of car retail by being reliable, open, and transparent. During 2022, the company fine-tuned its omnichannel customer experience and digital services further, and it provides as comprehensive and clear information as possible on the car that is of interest to the customer. Kamux aims to minimize the amount of post-sale disagreements and dispute cases requiring rectification. Kamux acts in accordance with the recommendations and guidelines of local consumer authorities when providing its customers with solutions based on the life-cycle approach.

**Partners**

Kamux has approximately 6,500 local maintenance, repair, and cleaning service providers, including car purchase channels and partners. Partners employ people in different parts of all Kamux’s operating countries. Kamux builds close partnerships that are based on compliance with the company’s Code of Conduct.

**Personnel**

**Enthusiasm for work**

Enthusiastic, committed and skilled personnel is the cornerstone of Kamux’s operations. Kamux is a fair workplace that ensures employee engagement by providing career paths, training, and a motivating reward system. In 2022, employee satisfaction and well-being at work remained on a high level despite the challenging market situation. Results of the work satisfaction and well-being survey were 3.97/5

(4.08) in Finland, 3.57/5 (3.95) in Sweden, and 3.94/5 (3.88) in Germany. The entire Group’s average remained on a good level at 3.90/5 (4.04). During 2022, 86 Kamux employees changed roles within the organization.

Kamux carried out major projects to develop the skills and expertise of its personnel. In 2022, Kamux harmonized its ways of working and strengthened cooperation between operating countries, launched the development of Kamux’s learning corporate culture and defined its principles. During the year, the company also strengthened the operations of its country organizations and recruited new talent for roles in development and training. In addition, Kamux launched an internal exchange program called Kamux Passport through which Kamux employees can work in another Kamux operating country. The implementation of the License to Lead training program continued in Sweden and Finland.

The health percentage of employees on the Group level was 43. During the year, there were many absences especially due to COVID-19 and influenza. Work safety is important at Kamux and we strive to minimize accidents. During the year, a total of 12 accidents occurred that led to absence from work, but there were no serious work-related accidents.

**Diversity, equality and non-discrimination**

The average number of employees during the financial year increased by 4.13% from the previous year. Kamux strengthened its organization especially with digital and data experts. During the year, the company also strengthened its training organization and invested in international competence.

The average number of personnel working for Kamux converted to full-time equivalent (FTE) employees was 883 (848) in 2022, of whom 90% were male and 10% were female. The age distribution of employees was 16–84 years. The youngest employees were summer workers and the oldest were car deliverers. In 2022, Kamux employees served their customers in 34 different languages.

Kamux is a responsible employer and aims to treat all employees equally, respecting their privacy, religious freedom as well as freedom of association and collective bargaining. The company operates in accordance with the United Nations’ Universal Declaration of Human Rights and the employees’ rights defined by the International Labor Organization (ILO), as determined in Kamux’s Code of Conduct.

Kamux’s diversity policy promotes balanced gender diversity when electing Board members and includes Board members having skills and experience in different business areas that complement each other and support the company’s core functions. The diversity of the Board of Directors is supported by the diverse professional and educational background of the members as well as consideration for the age distribution. The diversity goals defined in Kamux’s diversity policy are evaluated to be adequately realized in 2022.

**Human rights and preventing corruption and bribery**

Kamux operates in accordance with the United Nations’ Universal Declaration of Human Rights and the employees’ rights defined by the International Labor Organization (ILO). Respecting human rights highlights equality as an employer, a safe working environment, equal opportunities to develop as a car sales professional as well as diversity of management. Kamux does not tolerate human rights violations in any form. The company has zero tolerance for corruption and bribery. The awareness and readiness of personnel are developed through trainings and internal guidelines.

**PERSONNEL**

Kamux had 1,326 (1,221) employees on December 31, 2022, including all active full-time and part-time employees. Converted to full-time equivalent (FTE) employees, Kamux employed 883 (848) people in 2022. During the year, the number of personnel increased on the Group level by 35, calculated as full-time equivalent (FTE) employees.

The personnel increase is related to the opening of new showrooms in 2021–2022 in Finland and Sweden as well as the increase in number of employees in existing showrooms and administration.

	2022	2021
Personnel on Dec 31	1,326	1,221
FTE employees on average	883	848
Wages and salaries (EUR million)	38.0	38.7

The average number of FTE employees was divided by country as follows:

	2022	2021
Finland	568	562
Sweden	240	203
Germany	75	80

### CHANGES IN MANAGEMENT

At the beginning of 2022 Kamux’s management team comprised of CEO Juha Kalliokoski, CFO Marko Lehtonen, Chief Digital Officer (CDO) Mikko-Heikki Inkeroinen, Country Manager for Sweden Kerim Nielsen, Chief People Officer Marjo Nurmi and Director of Business Development Vesa Uotila.

Jani Koivu began as Country Manager for Finland and member of the Management Team on February 1, 2022.

Juha Saarinen began as Director for Purchasing and member of the Management Team on April 1, 2022.

Mikko-Heikki Inkeroinen resigned on March 8, 2022 to take up new responsibilities outside the company. He continued with Kamux until May 15, 2022.

Martin Verrelli began as Country Director for Germany and a member of the Management Team on July 1, 2022.

Jarkko Lehtismäki began as Group Chief Digital Officer and a member of the Management Team on September 1, 2022.

On November 17, 2022 the company announced that the founder and CEO of Kamux Corporation, Mr. Juha Kalliokoski, has decided to step down from his current position as CEO, and the Board of Directors of the Company has appointed Mr. Tapio Pajuharju, M.Sc. (Econ.), b. 1963, as the new CEO. The change of CEO will take place during the first half of 2023, at a time to be specified later, so that Tapio Pajuharju will assume his role as CEO latest on June 1, 2023, and Juha Kalliokoski will step down from the Company’s operative management at the latest on July 1, 2023.

### Management holdings

Holdings of the Board of Directors, CEO and Management Team of the Company’s outstanding shares as of December 31, 2022 were as follows:

	Ownership
Members of the Board of Directors	0.4%
CEO	14.7%
Other Management Team	0.1%

### RISK MANAGEMENT

The aim of risk management is to ensure the keeping of customer promises, profit development, the ability to pay dividend, shareholder value, responsible operating practices and the continuity of business. Kamux complies with the internal control and risk management principles approved by the company’s Board of Directors.

Risk management is a systematic activity, the purpose of which is to guarantee comprehensive and appropriate identification, assessment, management and monitoring of risks. It is an essential part of Kamux’s planning and management process, decision-making, daily leadership, operations and supervision and reporting procedures. Risks are assessed and managed in a business-oriented fashion and comprehensively. This means that the key risks are identified, assessed, managed, monitored and reported on systematically as part of the business.

Kamux only takes conscious and calculated risks in expanding its business, strengthening its market position and creating new business. In assessing the risks, the company takes into account not only economic aspects but also the impact on people, the environment and reputation. Kamux creates a safe working environment for employees and minimizes the potential for crime or misconduct. The company secures business-critical operations and the resources needed to ensure continuity. Kamux prepares for the realization of risks, for example, by maintaining adequate insurance coverage and information security.

The Group’s CEO and other members of the Management Team each have their own responsibility areas. The Management Team regularly reports to the Board on risks and risk management actions. The Board reviews most significant risks, measures to manage them, and assesses the effectiveness and functionality of risk management. The CFO is responsible for the coordination of risk management. Kamux has created common operating principles in its Code of Conduct, which is available in Finnish, Swedish, German and English. The Code of Conduct is one part of pre-emptive risk management.

### Economic risks and general competitive situation

General economic conditions may have an adverse effect on the used car retail market in which Kamux operates. The risk is managed by closely monitoring the general economic development and its impact on Kamux’s business. Other risks related to the economy include interest rate, financing and tax risks, which are monitored and mitigated as described in the Group’s Treasury Policy.

The used car retail market is highly fragmented, and Kamux’s competitors range from large nationwide brand dealerships to private individuals in all of its geographical markets. Kamux responds to tightening competition through continuous competitive situation assessment and development of the Kamux concept.

Kamux offers its customers third-party financing products, which are significant for Kamux's profit-making ability. Potential considerable changes in credit granting by financial institutions, interest rates offered to customers or the financial situation of an individual financial institution may impact the supply and competitiveness of financing products in the market. Kamux closely monitors the development of customer funding in the market and cooperates with several leading financial institutions in different markets.

Amendments to the car tax legislation or drafting of legislation can have a material adverse effect on the trade of new and used cars and on Kamux. Kamux's tax burden may increase as a result of changes in tax laws or their application, or as a result of a tax audit.

Public discussion on different power sources and possible changes in power sources and related political decisions may from time to time have an impact on Kamux's operations via changes in consumer demand.

Rapid changes in the attractiveness and pricing of different power sources may impact the market prices of used cars. Kamux operationally manages the risk related to inventory valuation by paying continuous attention to sufficiently fast inventory turnover and by monitoring industry trends regarding power sources.

The war in Ukraine has caused significant uncertainty across Europe. The geopolitical situation was reflected in the markets of European countries in many ways, for example monetary policy, the investment market and inflation, as well as energy and fuel prices. If prolonged, the situation may have an impact on people's consumption behavior and purchasing power, which may also be reflected in the used car sales.

#### Reputation risk

Kamux's brand and reputation among customers and other stakeholders are important factors of success. Kamux works to minimize reputation risk by monitoring the development of customer satisfaction, maintaining high customer service levels and operating in a responsible way.

#### Personnel risk

Competent personnel deliver Kamux's results. Kamux's human resource strategy identifies personnel as the Group's most important resource, and employees are instrumental in achieving set business goals. Managing personnel growth has been identified as a risk. Personnel risk is minimized through a systematic recruitment process, tracking and developing employee satisfaction and well-being, training and a rewarding incentive system.

#### Failures in IT systems and processing of customer confidential information

Kamux's IT systems are especially important and cover all key business areas such as customer information, inventory monitoring, logistics, human resources, finance and other administrative systems. Kamux collects, processes and retains confidential customer information in connection with its normal business. The business premises and systems of Kamux and its external service providers may be exposed to risks related to unauthorized use, misuse, employee mistakes or misconduct, computer viruses, hacker attacks or other similar threats. Kamux aims to prevent failures by means defined in its information security strategy.

## RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF KAMUX CORPORATION AND THE DECISIONS OF THE CONSTITUTIVE MEETING OF THE BOARD OF DIRECTORS AND AUTHORIZATIONS

### Resolutions of the Annual General Meeting

Kamux Corporation's Annual General Meeting was held on Wednesday, April 20, 2022. The Meeting approved the Annual Accounts for the financial year 2021 and discharged the members of the Board of Directors and the CEO from liability. The Annual General Meeting also made an advisory resolution to approve the remuneration report for the governing bodies.

### Payment of dividend

The Board of Directors' proposal for a dividend of EUR 0.20 per share was approved. The dividend was paid in two instalments. The shareholders did not demand the distribution of a minority dividend. The record date for the first dividend instalment, EUR 0.08, was April 22, 2022, and the dividend was paid on April 29, 2022. The record date for the second dividend instalment, EUR 0.12, was October 21, 2022, and the dividend was paid on October 28, 2022.

### Composition and remuneration of the Board of Directors

In accordance with the proposal of the Shareholders' Nomination Board, the Annual General Meeting confirmed that the Board of Directors will consist of seven members. In accordance with the proposal of the Shareholders' Nomination Board, Ms. Reija Laaksonen, Mr. Antti Mäkelä, Mr. Tapio Pajuharju, Mr. Harri Sivula, and Mr. Tuomo Vähäpassi were re-elected as members of the Board of Directors and Mr. Terho Kalliokoski and Ms. Jaana Viertola-Truini were elected as new members of the Board of Directors. In accordance with the proposal of the Shareholders' Nomination Board, the Annual General Meeting elected Mr. Harri Sivula as the Chairperson of the Board and Mr. Tuomo Vähäpassi as the Vice Chairperson of the Board.

In accordance with the proposal of the Shareholders' Nomination Board, the Annual General Meeting resolved that an annual compensation of EUR 65,000 be paid to the Chairperson of the Board and EUR 30,000 to the Board Members, and an additional compensation of EUR 5,000 per year to the Chairperson of the Audit Committee and EUR 2,500 to each member of the Audit Committee. It was resolved that 40% of the annual fee of the Chairperson and the members of the Board of Directors are paid in Kamux Corporation shares either purchased at a prevailing market price from the market or alternatively by using own shares held by the Company. The transfer of own shares or acquisition of shares directly for the members of the Board of Directors will be executed after the publication of the interim report for the period January 1, 2022–March 31, 2022. The rest of the annual fee will be paid in cash, which is used to cover taxes arising from the fees. The Company pays the transaction costs and transfer taxes related to the purchase and transfer of shares. The fees of the Committee members are paid in cash. If the Board of Directors decides to establish new committees, the annual fees of the Chairperson and the members of the new committee will be equal to the annual fees of the Chairperson and the members of the Audit Committee. Travel expenses are reimbursed in accordance with the Company's travel policy.

#### **Auditor**

Authorized Public Accountant PricewaterhouseCoopers Oy was re-elected as the Company's auditor in accordance with the proposal of the Board of Directors. The remuneration of the auditor will be paid according to a reasonable invoice as approved by the Company. PricewaterhouseCoopers Oy has informed that Authorized Public Accountant Mr. Markku Launis will act as the principal auditor.

#### **Authorizing the Board of Directors to decide on a share issue**

The Annual General Meeting resolved to authorize the Board of Directors, in accordance with the proposal of the Board, to resolve on the issuance of a maximum of 4,000,000 shares in one or more tranches corresponding to approximately 10% of all the shares in the Company. The Board of Directors decides on the terms and conditions of the issuance of shares. The authorization concerns both the issuance of new shares as well as the transfer of treasury shares either against payment or without consideration. The issuance of shares may be carried out in deviation from the shareholders' pre-emptive right (directed issue). The authorization cancels the previous authorization regarding share issue given to the Board of Directors by the Annual General Meeting on April 20, 2021. The authorization is valid until the closing of the next Annual General Meeting, however, no longer than until June 30, 2023.

#### **Authorization of the Board of Directors to decide on the repurchase of the Company's own shares**

The Annual General Meeting resolved to authorize the Board of Directors, in accordance with the proposal of the Board, to resolve on the repurchase of a maximum of 2,000,000 own shares of the Company using the unrestricted equity of the Company, representing about 5% of all the shares in the Company. The authorization also includes the right to accept the Company's own shares as a pledge. The shares shall be acquired through public trading, for which reason the shares are acquired otherwise than in proportion to the share ownership of the shareholders and the consideration paid for the shares shall be the market price of the Company's share in public trading at Nasdaq Helsinki Ltd at the time of the acquisition. Shares may also be acquired outside public trading for a price which, at the most, corresponds to the market price in public trading at the time of the acquisition. The authorization includes the Board's right to resolve on a directed repurchase or the acceptance of shares as a pledge

if there is a compelling financial reason for the Company to do so as provided for in Chapter 15, section 6 of the Finnish Limited Liability Companies Act. The shares shall be acquired to be used for execution of the Company's share-based incentive schemes or for other purposes determined by the Board of Directors. The decision to repurchase or redeem the Company's own shares or to accept them as pledge shall not be made so that the shares of the Company in the possession of or held as pledges by the Company and its subsidiaries would exceed 10% of all shares. The Board of Directors shall decide on any other matters related to the repurchase of the Company's own shares and/or accepting them as a pledge. The authorization cancels the previous authorization given to the Board of Directors by the Annual General Meeting on April 20, 2021. The authorization is valid until the closing of the next Annual General Meeting, however, no longer than until June 30, 2023.

#### **Amendment of the Rules of Procedure for the Shareholders' Nomination Board**

The Annual General Meeting resolved to amend the rules of procedure for the Shareholders' Nomination Board in accordance with the proposal of the Nomination Board.

#### **Decisions of the Constitutive Meeting of the Board of Directors**

In its constitutive meeting convening after the Annual General Meeting, the Board of Directors decided to appoint Mr. Tuomo Vähäpassi (Chairperson), Mr. Tapio Pajuharju and Ms. Jaana Viertola-Truini as members of the Audit Committee. Additionally, the Board resolved to establish a Personnel and Remuneration Committee and appointed Ms. Reija Laaksonen (Chairperson), Mr. Antti Mäkelä and Mr. Terho Kalliokoski as members.

The decisions of the Annual General Meeting and the constitutive meeting of the Board of Directors were published in a stock exchange release on April 20, 2022.

### KAMUX'S SHAREHOLDERS' NOMINATION BOARD

On August 26, 2022 Kamux announced the composition of its Shareholders' Nomination Board. The right to appoint members representing the shareholders belongs to the three shareholders whose proportions of the votes of all shares of the Company are the largest on the first business day of August preceding the Annual General Meeting. In addition, the Chairperson of the Board of Directors is a member of the Nomination Board.

The following shareholders have used their nomination right and the following members have been nominated to Kamux's Shareholders' Nomination Board:

- Timo Luhtaniemi, Chairperson of the Shareholders' Nomination Board, representing shareholders Juha Kalliokoski and Callardo Capital Oy
- Niko Syrjänen, representing shareholder Elo Mutual Pension Insurance Company
- Jan Andersson, representing the funds managed by Swedbank Robur (nominee registered shareholdings)
- Harri Sivula, Chairperson of Kamux Corporation's Board of Directors

The Nomination Board gave its proposals for the Annual General Meeting 2023 to the Company's Board of Directors on November 17, 2022.

### SHARE-BASED INCENTIVE PLAN

On February 26, 2021, the Board of Directors of Kamux Corporation decided to approve the new long-term share-based incentive plan for the Group's key personnel for years 2021–2023. The general terms and conditions of the plan were described and published in a separate stock exchange release on February 26, 2021. The entire plan is accounted for as an equity-settled payment with net settlement features. The plan is divided into three one-year earning periods, the first of which began at the beginning of the year 2021. The commitment period following the earning periods ends at April 30, 2024. In addition, the plan includes an additional

component based on the market value of the Company. Based on the additional component, if the criteria are met, additional shares are distributed after the end of the 2023 earnings period. The fair value of the plan was determined on the grant date. The fair value of the plan is expensed during the three years until the end of the commitment period. In 2022, the total effect of the share-based plans on the consolidated income for the financial year was EUR -0.2 million (-0.3).

Note 5.3 of the consolidated financial statements contains more information on share-based incentive plans.

### TREASURY SHARES

At the beginning of 2022, The Company held 36,502 treasury shares. In January 2022, a total of 612 shares, in April, a total of 1,401 shares, in August a total of 1,603 shares, in October, a total of 852 shares and in December, a total of 852 shares were returned to the Company without consideration due to the termination of employment of persons covered by the share-based incentive plan. In April 2022, the Company issued a total of 26,521 shares held by the Company to the key personnel of the Kamux Group for the payment of the share-based incentive scheme of 2021. In May–June, the Company transferred to the Members of the Board of Directors a total of 11,263 shares held by the Company as part of their annual compensation. At the end of the reporting period, the Company held 4,038 treasury shares, representing 0.01% of all shares.

### FLAGGING NOTICES

On May 17, 2022, Kamux Corporation received a notification pursuant to Chapter 9, Section 5 of the Securities Markets Act ("SMA"), according to which the total holding of funds (Swedbank Robur Nordenfond and Swedbank Robur Småbolagsfond Norden) managed by Swedbank Robur Fonder AB (Sundbyberg, Sweden) in Kamux Corporation shares and votes had decreased below five (5) percent on May 16, 2022 and was 4.38% following the notification.

### SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

On January 13, 2023, Kamux Corporation received a notification pursuant to Chapter 9, Section 5 of the Securities Markets Act ("SMA"), according to which the total holding of funds (Danica Pension Livsforsikringsaktie and Finnish Fund) managed by Danske Bank A/S (Copenhagen, Denmark) in Kamux Corporation shares and votes had increased above five (5) percent on January 12, 2023 and was 5.05% following the notification.

### Outlook for the year 2023

In 2023, Kamux expects its adjusted operating profit to grow from the year 2022, when the adjusted operating profit was EUR 17.5 million.

### Outlook for the year 2022

In its Financial Statements Bulletin for 2021, published on March 3, 2022, Kamux announced that in 2022, it expects its revenue to be at least EUR 1,100 million and adjusted operating profit to increase from the previous year. Kamux also estimated that although Kamux's business is not exposed to immediate Russia-related risks, Russian military actions in Ukraine have caused significant uncertainty across Europe. The situation may have an impact on people's consumption behaviour and purchasing power, which may also create uncertainty regarding Kamux's outlook for 2022.

On August 11, 2022, Kamux lowered its full-year 2022 guidance and expected its revenue to be over EUR 1,000 million and its adjusted operating profit to be approximately EUR 23–30 million. The rationale for updating the outlook was the weakened consumer confidence caused by the war in Ukraine and its effects. This had led to a stronger than anticipated contraction in the demand for used cars in all Kamux's operating countries from March 2022 onwards. The weakened demand and the measures taken to address the inventory to match the current demand had also had a negative impact on Kamux's profitability.

In its Interim Report (for the period January 1–September 30, 2022), published on November 18, 2022, Kamux revised that it expects the adjusted operating profit for the year 2022 to be approximately EUR 23–26 million.

On December 30, 2022 Kamux lowered its outlook for the year 2022 revenue and operating profit due to weaker than expected sales and car sales margin during the fourth quarter. At that time the company expected its revenue to be over EUR 950 million and adjusted operating profit to be approximately EUR 16–20 million. Rationale for updating the outlook was more significant than expected contraction in demand for Kamux’s used cars in all operating countries during the fourth quarter. The contraction in demand was due to low consumer confidence, caused by the war in Ukraine and its effects, such as the energy crisis. In addition, Kamux’s margin on car sales was significantly lower than expected due to weak demand and the measures taken to adjust the inventory to meet the demand.

#### **Financial targets for 2021–2023**

The Company’s medium-term financial targets are to increase revenue by over 20% annually, to increase adjusted operating profit annually, and to reach an adjusted operating profit margin of over 3.5% and a return on equity (ROE) of over 25%. Additionally, the Company’s target is to distribute dividends of at least 25% of net profits. The Board of Directors of the

Company estimates annually the balance between dividends to be distributed and funds to be used for Kamux’s growth, and based on this assessment, makes a proposal on the amount of dividend to be distributed, which may for any single year differ significantly from the target level set in the dividend policy.

Kamux will update its strategy and financial targets at the beginning of 2024.

#### **PROPOSAL OF THE BOARD OF DIRECTORS FOR DISTRIBUTION OF PROFIT**

On December 31, 2022 Kamux Corporation’s distributable earnings totaled EUR 109,418,100.43 of which profit for the year was EUR 12,870,706.13. The Board of Directors proposes a dividend of EUR 0.15 per share to be distributed for the year 2022 and that the other distributable earnings be held in unrestricted equity (for the year 2021 a dividend of EUR 0.20 per share was distributed). The Board proposes that the dividend for the financial year 2022 be paid in two instalments. The first dividend instalment, EUR 0.05 per share, is to be paid to shareholders registered in the Company’s register of shareholders maintained by Euroclear Finland Ltd on the first dividend instalment payment record date of April 24, 2023. The Board proposes that the first dividend instalment pay date be May 2, 2023. The second dividend instalment is to be paid to shareholders registered in the

Company’s register of shareholders maintained by Euroclear Finland Ltd on the second dividend instalment payment record date of October 24, 2023. The Board proposes that the second dividend instalment pay date be October 31, 2023. The Board proposes that it be authorized to decide, if necessary, on a new dividend payment record date and pay date for the second instalment if the rules and statutes of the Finnish book-entry system change or otherwise so require.

#### **ANNUAL GENERAL MEETING**

The Annual General Meeting of Kamux Corporation is scheduled to be held on Thursday, April 20, 2023.

#### **CORPORATE GOVERNANCE STATEMENT AND REMUNERATION REPORT**

The Corporate Governance Statement and Remuneration Report are presented as separate sections in Kamux’s Annual Report which is published on the week commencing on March 27, 2023. The reports are also available on the company’s website at [www.kamux.com](http://www.kamux.com).

Hämeenlinna, March 3, 2023  
Kamux Corporation  
Board of Directors

## Shares and share ownership

### SHARE

Kamux Corporation's share capital at the end of the financial year was EUR 80,000 and the number of shares was 40,017,420. The company has one class of shares and each share has one vote at the company's general meeting. In January 2022, a total of 612 shares, in April a total of 1,401 shares, in August a total of 1,603 shares, in October a total of 852 shares and in December a total of 852 shares were returned to the Company without consideration due to the termination of employment of key persons covered by the plan. In April 2022, the Company transferred a total of 26,521 shares held by the Company to key personnel of Kamux Group for the payment of the share-based incentive plan of 2021. In May-June, the Company transferred a total of 11,263 shares held by the Company to the Members of the Board of Directors as a part of their annual compensation. At the end of the financial year, the Company held 4,038 treasury shares, representing 0,01% of all shares.

During the financial year, 42,795,565 (37,321,741) Kamux shares were traded on the Nasdaq Helsinki main market. The highest share price for the financial year was EUR 11.91 (18.03) and the lowest price was EUR 4.29 (10.65). On the last trading day of the financial year, December 30, 2022, the closing share price was EUR 4.33 (11.47). Kamux's volume weighted average share price during the year was EUR 7.13 (13.90). Market capitalization, excluding treasury shares, measured at the financial year's closing price was EUR 173.3 million (458.6). The trading symbol on the Nasdaq Helsinki main market is KAMUX, and Kamux is classified as a medium-sized company in the Retail sector.

### SHAREHOLDERS AND FLAGGING

At the end of 2022, the number of registered shareholders was 26,451 (23,726), including 10 (10) nominee registered shareholders. Kamux's largest shareholders on December 31, 2022 were Juha Kalliokoski including both the shares owned by Juha Kalliokoski and by an investment company controlled by closely associated persons to Juha Kalliokoski (14.70%), Elo Mutual Pension Insurance Company (5.27%) and Danske Invest Finnish Equity Fund (4.24%).

In accordance with the rules of the Securities Market Act, shareholders of publicly listed companies must notify both the Financial Supervisory Authority and the listing company of changes in their holdings. During 2022, the company received notices of changes in shareholdings pursuant to Chapter 9, Section 5 of the Finnish Securities Markets Act as follows:

The total holding of funds (Swedbank Robur Nordenfond and Swedbank Robur Småbolagsfond Norden) managed by Swedbank Robur Fonder AB (Sundbyberg, Sweden) in Kamux Corporation shares and votes had decreased below five (5) percent on May 16, 2022 and was 4.38% following the notification.

Largest shareholders December 31, 2022		Share ownership	% of shares
1	Kalliokoski Juha Antero	5,366,434	13.41
2	Elo Mutual Pension Insurance Company	2,109,800	5.27
3	Danske Invest Finnish Equity Fund	1,694,896	4.24
4	Mäkinen Jussi Antero	1,369,162	3.42
5	Kalliola Jyri	1,367,300	3.42
6	Mutual Fund eQ Nordic Small Cap	1,270,000	3.17
7	Mutual fund Aktia Capital	890,442	2.23
8	Ilmarinen Mutual Pension Insurance Company	824,000	2.06
9	OP-Finland Small Firms Fund	575,930	1.44
10	Callardo Capital Oy	515,143	1.29
11	Special Mutual Fund Coeus Invest Grit	425,655	1.06
12	Fondita Nordic Small Cap Investment Fund	380,000	0.95
13	S-pankki Fenno Osake Mutual Fund	350,435	0.88
14	Fondita Nordic Micro Cap	300,000	0.75
15	Investment Fund Cumulant Capital Northern Europe	280,000	0.70
16	Mutual Fund Säästöpankki Domestic	278,193	0.70
17	Mutual Fund Säästöpankki Small Cap	263,298	0.66
18	Pihlaja Ari Kalevi	220,141	0.55
19	Merivirta Jyri	200,000	0.50
20	eQ Suomi	188,639	0.47
<b>20</b>	<b>largest shareholders in total</b>	<b>18,869,468</b>	<b>47.16</b>

Excludes nominee registered shares and treasury shares. As of December 31, 2022, Kamux held 4,038 treasury shares.

Ownership by sector, December 31, 2022	Owners	% of owners	Shares	% of shares
Foreign owners	54	0.20	31,595	0.09
Households	25,343	95.81	21,020,977	60.90
Government entities	4	0.02	2,952,527	8.55
Financial and insurance institutions	42	0.16	5,096,709	14.77
Non-profit organizations	29	0.11	456,530	1.32
Companies and home associations	979	3.70	4,958,852	14.37
<b>Total</b>	<b>26,451</b>	<b>100.00</b>	<b>34,517,190</b>	<b>100.00</b>

Includes only book-entry registered shareholders in Finland. The distribution of shareholdings is thus not illustrative of the distribution of the entire shareholding in the company.

#### Ownership distribution by size, December 31, 2022

Shares	Owners	% of owners	Shares	% of shares
1–100	11,606	43.88	513,500	1.28
101–500	9,711	36.71	2,490,599	6.22
501–1 000	2,664	10.07	2,030,563	5.07
1 001–5 000	2,076	7.85	4,393,606	10.98
5 001–10 000	201	0.76	1,424,588	3.56
10 001–50 000	146	0.55	3,005,750	7.51
50 001–100 000	19	0.07	1,271,027	3.18
100 001–500 000	16	0.06	4,072,232	10.18
500 001–	12	0.05	20,815,555	52.02
<b>Total</b>	<b>26,451</b>	<b>100.00</b>	<b>40,017,420</b>	<b>100.00</b>

Includes the treasury shares held by Kamux Corporation.

## Key performance measures

Statement of comprehensive income	2022	2021	2020
Revenue	968.7	937.4	724.1
revenue growth, %	3.3%	29.5%	10.0%
Gross profit	94.1	101.3	91.5
as percentage of revenue, %	9.7 %	10.8 %	12.6 %
Earnings before interest, tax, depreciation and amortization (EBITDA)	29.5	39.9	40.8
as percentage of revenue, %	3.0%	4.3%	5.6%
Operating profit (EBIT)	17.0	28.0	31.2
as percentage of revenue, %	1.8%	3.0%	4.3%
Adjusted operating profit	17.5	31.4	30.7
as percentage of revenue, %	1.8%	3.3%	4.2%
<b>Balance sheet</b>			
Equity	108.4	105.7	95.7
Non-current liabilities	47.0	49.8	54.5
Current liabilities	49.2	68.9	41.2
Balance sheet total	204.6	224.5	191.3
Net debt	59.1	70.4	53.5
Net working capital	100.2	103.8	79.3
Inventories	114.1	132.8	93.6
<b>Other information</b>			
Number of cars sold	62,922	68,429	60,657
Gross profit per sold car	1,495	1,480	1,509
Sales growth of like-for-like showrooms, %	0.6 %	19.1 %	-3.8 %
Inventory turnover, days	51.5	49.3	47.2
Capital expenditures	3.1	7.4	4.9
Average number of employees during the period	883	848	713

Key figures	2022	2021	2020
Return on equity (ROE), %	10.1%	19.5%	26.3%
Return on capital employed (ROI), %	7.2%	12.5%	16.9%
Equity ratio, %	53.2%	47.3%	50.1%
Gearing, %	54.5%	66.6%	55.9%
<b>Per share data</b>			
Earnings per share, basic and diluted, €	0.27	0.49	0.58
Cash flows from operating activities per share, €	0.65	0.18	0.26
Shareholders' equity per share, €	2.71	2.64	2.26
Dividend per share, €	0.15 *	0.20	0.24
Payout ratio, %	55.3%	40.7%	41.1%
Effective dividend yield, %	3.5%	1.7%	1.8%
Price/earnings (P/E) ratio	16.0	23.4	23.3
Highest share price, €	11.91	18.03	13.76
Lowest share price, €	4.29	10.65	5.14
Share price on December 31, €	4.33	11.47	13.60
Market capitalization of share stock, € million	173.3	458.6	543.6
Turnover of shares, total, (1,000 shares)	42,796	37,322	33,288
Relative turnover of shares, total, %	107.0%	93.3%	83.3%
Average no. of shares (1,000 shares), basic**	39,983	39,932	39,931
Average no. of shares (1,000 shares), diluted**	39,989	40,001	39,955
Total no. of shares (1,000 shares) on December 31**	40,013	39,981	39,974

\* Proposal of the Board of Directors to the Annual General Meeting

\*\*Excluding treasury shares

## Calculation of key figures and alternative performance measures

Kamux presents alternative performance measures as additional information to performance measures presented in the consolidated income statement, consolidated statement of financial position and consolidated statement of cash flows prepared in accordance with IFRS. In Kamux's view, the alternative performance measures provide significant additional information related to Kamux's results of operations, financial position and cash flows, and they are widely utilized by analysts, investors and other parties.

The alternative performance measures should not be considered separately from measures under IFRS or as substitutes for corresponding measures under IFRS. All companies do not calculate alternative performance measures in a uniform way and therefore the alternative

performance measures presented by Kamux may not be comparable with similarly named measures presented by other companies.

### TAX REASSESSMENT DECISION

In year 2018, Kamux received a tax reassessment decision from the Finnish Tax Administration. The decision was related to a tax audit carried out by the Finnish Tax Administration in 2016–2018 concerning Kamux Suomi Oy and the tax years 2012–2016. Kamux expensed the total amount of the tax reassessment decision, approximately EUR 2.6 million, in full in its result of 2018. However, Kamux considered the decision to be unfounded and appealed against the decision.

In June 2020, The Finnish Tax Administration's Adjustment

Board partially approved the appeal by Kamux on the tax reassessment decision and ruled that the company receive a refund of approximately EUR 0.9 million. Kamux recognized the total amount of the refund, EUR 0.9 million, in its result for the second quarter of 2020 as credit in other operating expenses. Both parties have the opportunity to appeal the decision. Kamux considers the decision of the Adjustment Board partly unfounded, and the company has placed the issue before the Administrative Court and applied for a rectification of the Adjustment Board's ruling. In December 2022, the Administrative Court rejected Kamux's appeal for the most part. Kamux has filed an application for leave to appeal and an appeal to the Supreme Administrative Court in January 2023.

### Reconciliation of adjusted operating profit

EUR million	2022	2021
<b>Operating profit (EBIT)</b>	<b>17.0</b>	<b>28.0</b>
Strategic investigations	0.1	-
Legal processes	-0.1	3.5
Taxes related to previous financial years	0.2	-0.1
Own real estate operations	0.2	-
Total adjustment items	0.4	3.4
<b>Adjusted operating profit</b>	<b>17.5</b>	<b>31.4</b>

## Calculation of key figures

Gross profit	=	Revenue + Other operating income – Materials and services	Net working capital, EUR	=	Inventories + Trade and other receivables + Current income tax receivables – Trade and other payables – Current income tax liabilities – Non-current and current provisions
Earnings before interest, tax, depreciation, and amortization (EBITDA)	=	Operating profit + Depreciation and amortization	Dividend per share, EUR	=	Dividend per share approved by the Annual General Meeting with respect to the most recent year, the Board's proposal to the AGM
Adjusted operating profit (EBIT)	=	Operating profit adjusted for special items relating to strategic planning, legal processes, own real estate operations and taxes related to previous financial years.	Payout ratio, %	=	$100 \times \frac{\text{Dividend/share}}{\text{Share of EPS belonging to parent company owners}}$
Net debt	=	Non-current borrowings + Current borrowings + Lease liabilities – Cash and cash equivalents	Effective dividend yield, %	=	$100 \times \frac{\text{Dividend/share adjusted for share issue}}{\text{Final quotation at close of period adjusted for share issue}}$
Financial debt	=	Non-current borrowings + Current borrowings	Price/earnings (P/E) ratio	=	$\frac{\text{Final quotation at close of period adjusted for share issue}}{\text{Share of EPS belonging to parent company owners}}$
Like-for-like showroom revenue growth	=	$100 \times \left( \frac{\text{Like-for-like showroom car sales}}{\text{Like-for-like showroom car sales in the previous year}} - 1 \right)$  New showrooms are included in the calculation when they have been open for 13 months and, therefore, the first time the showroom is included in the measure is its 25th operating month.	Shareholders' equity per share, EUR	=	$\frac{\text{Equity attributable to equity holders of the parent}}{\text{Basic number of shares at the end of period adjusted for share issue}}$
Inventory turnover	=	$365 \times \frac{\text{Inventories (average for 12 months)}}{\text{Materials and services (rolling 12 months)}}$	Market capitalization of share stock, EUR	=	Number of shares x closing price at the end of period
Return on equity (ROE), %	=	$100 \times \frac{\text{Profit for the period (rolling 12 months)}}{\text{Equity (average for 12 months)}}$			
Return on capital employed (ROI), %	=	$100 \times \frac{\text{Profit for the period + Finance costs (rolling 12 months)}}{\text{Equity + Financial debt (average for 12 months)}}$			
Equity ratio, %	=	$100 \times \frac{\text{Equity}}{\text{Balance sheet total – Advance payments received}}$			
Gearing, %	=	$100 \times \frac{\text{Net debt}}{\text{Equity}}$			
Earnings per share, basic, EUR	=	$\frac{\text{Profit for the period (attributable to owners of the Company)}}{\text{Weighted average number of outstanding shares adjusted for share issue for the period}}$			

# Consolidated Financial Statements as of December 31, 2022

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Kamux's (Company ID 2442327-8) business is based on an effective integrated business model in the sale of used cars. Kamux's goal is to continuously develop its operations and services to better meet customers' needs. In the presentation of consolidated financial statements, Kamux also focuses on information relevant to the users of financial statements and strives to report Kamux's financial performance in 2022 and 2021 clearly and concisely. In addition to primary statements the consolidated financial statements include five sections: Basis of Preparation and Information on Kamux, Key Performance Metrics of Kamux Group, Net Working Capital, Capital Management and Net Debt and Other Notes. Each part also explains related significant accounting principles. This manner of presenting information aims at providing the reader with a clear understanding of the Group's financial position and on how the applied accounting policies impact the figures presented in the financial statements.

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# Primary statements of the Consolidated Financial statements

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Consolidated statement of comprehensive income

Consolidated balance sheet

Consolidated statement of changes in equity

Consolidated statement of cash flows

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## Consolidated statement of comprehensive income

EUR million	Note	For the year ended December 31,	
		2022	2021
<b>Revenue</b>	2.2	<b>968.7</b>	<b>937.4</b>
Other operating income	2.2	1.1	1.4
Materials and services	2.3, 2.4	-875.7	-837.5
Personnel costs	2.4	-46.9	-47.6
Other operating expenses	2.4	-17.7	-13.8
Depreciation and amortization	2.4	-12.4	-11.9
<b>Operating profit</b>		<b>17.0</b>	<b>28.0</b>
Finance income and costs	4.2	-1.8	-1.5
<b>Profit before income tax</b>		<b>15.3</b>	<b>26.4</b>
Income tax	2.5	-4.4	-6.8
<b>Profit for the period</b>		<b>10.8</b>	<b>19.6</b>
<b>Other comprehensive income</b>			
<b>Items that may be subsequently reclassified to profit or loss</b>			
Translation differences		-0.3	-0.1
<b>Other comprehensive income for the period, net of tax</b>		<b>-0.3</b>	<b>-0.1</b>
<b>Total comprehensive income for the period</b>		<b>10.5</b>	<b>19.6</b>
Profit for the period attributable to			
owners of the Company		10.8	19.6
Total comprehensive income for the period attributable to			
owners of the Company		10.5	19.6
Earnings per share for profit attributable to owners of the Company	2.6		
<b>Earnings per share, basic and diluted, EUR</b>		<b>0.27</b>	<b>0.49</b>

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

## Consolidated balance sheet

EUR million	Note	At December 31,	
		2022	2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Intangible assets	5.2	5.9	6.4
Goodwill	5.2	14.0	14.0
Property, plant and equipment	5.2	6.9	6.0
Lease assets	5.2	39.2	44.6
Other receivables		0.2	0.2
Deferred tax assets	5.5	1.3	1.4
<b>Total non-current assets</b>		<b>67.4</b>	<b>72.6</b>
<b>Current assets</b>			
Inventories	3.1	114.1	132.8
Trade and other receivables	3.2	17.2	18.1
Current tax assets		1.6	0.0
Cash and cash equivalents	4.1	4.2	0.9
<b>Total current assets</b>		<b>137.1</b>	<b>151.9</b>
<b>TOTAL ASSETS</b>		<b>204.6</b>	<b>224.5</b>

EUR million	Note	At December 31,	
		2022	2021
<b>EQUITY AND LIABILITIES</b>			
<b>Equity attributable to owners of the Company</b>			
Share capital	5.4	0.1	0.1
Reserve for invested unrestricted equity		24.7	24.7
Translation differences		-0.3	0.0
Treasury shares		-	-0.0
Retained earnings		73.0	61.3
Profit for the period		10.8	19.6
<b>Total equity attributable to owners of the Company</b>		<b>108.4</b>	<b>105.7</b>
<b>Non-current liabilities</b>			
Borrowings	4.1	15.5	13.0
Lease liabilities	5.2	31.2	36.4
Other non-current liabilities		0.0	0.1
Provisions	3.4	0.4	0.4
<b>Total non-current liabilities</b>		<b>47.0</b>	<b>49.8</b>
<b>Current liabilities</b>			
Borrowings	4.1	7.3	12.5
Lease liabilities	5.2	9.3	9.5
Derivative financial instruments	4.1	0.2	0.1
Trade and other payables	3.3	29.3	41.9
Provisions	2.3, 3.4	3.1	3.4
Current income tax liabilities		-	1.6
<b>Total current liabilities</b>		<b>49.2</b>	<b>68.9</b>
<b>Total liabilities</b>		<b>96.2</b>	<b>118.8</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>204.6</b>	<b>224.5</b>

The above consolidated balance sheet should be read in conjunction with the accompanying notes.

## Consolidated statement of changes in equity

EUR million	Note	Share capital	Reserve for invested unrestricted equity	Translation differences	Treasury shares	Retained earnings	Total equity
<b>Equity at Jan 1, 2022</b>		<b>0.1</b>	<b>24.7</b>	<b>0.0</b>	<b>-0.0</b>	<b>81.0</b>	<b>105.7</b>
Profit for the period						10.8	10.8
Other comprehensive income				-0.3			-0.3
<b>Total comprehensive income</b>				<b>-0.3</b>		<b>10.8</b>	<b>10.5</b>
Transactions with owners:							
Conveyance of treasury shares	5.4				0.0		0.0
Share-based payments	5.3					0.1	0.1
Dividends for owners						-8.0	-8.0
<b>Equity at Dec 31, 2022</b>		<b>0.1</b>	<b>24.7</b>	<b>-0.3</b>	<b>-</b>	<b>83.8</b>	<b>108.4</b>
<b>Equity at Jan 1, 2021</b>		<b>0.1</b>	<b>24.7</b>	<b>0.1</b>	<b>-0.2</b>	<b>71.0</b>	<b>95.7</b>
Profit for the period						19.6	19.6
Other comprehensive income				-0.1			-0.1
<b>Total comprehensive income</b>				<b>-0.1</b>		<b>19.6</b>	<b>19.6</b>
Transactions with owners:							
Conveyance of treasury shares	5.4				0.1		0.1
Share-based payments	5.3					-0.0	-0.0
Dividends for owners						-9.6	-9.6
<b>Equity at Dec 31, 2021</b>		<b>0.1</b>	<b>24.7</b>	<b>0.0</b>	<b>-0.0</b>	<b>81.0</b>	<b>105.7</b>

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

## Consolidated statement of cash flows

EUR million	Note	For the year ended December 31,	
		2022	2021
<b>Cash flows from operating activities</b>			
<b>Profit for the period</b>		<b>10.8</b>	<b>19.6</b>
Adjustments for:			
Depreciation and amortization	2.4	12.4	11.9
Finance income and costs	4.2	1.8	1.5
Change in provisions	2.3, 3.4	-0.2	0.3
Write-down of inventories	3.1	0.7	-0.2
Income taxes	2.5	4.4	6.8
Other non-cash items		0.2	-0.0
Changes in working capital:			
Change in trade receivables and other receivables	3.2	0.8	-1.7
Change in trade payables and other payables	3.3	-11.9	15.1
Change in inventories	3.1	15.4	-39.6
Interests paid		-1.2	-0.9
Other financial items, net		0.1	0.0
Income taxes paid		-7.5	-5.5
<b>Net cash inflow (outflow) from operating activities</b>		<b>26.1</b>	<b>7.3</b>
<b>Cash flows from investing activities</b>			
Investments in property, plant and equipment	5.2	-1.9	-4.3
Investments in intangible assets	5.2	-1.2	-3.1
<b>Net cash inflow (outflow) from investing activities</b>		<b>-3.1</b>	<b>-7.4</b>

EUR million	Note	For the year ended December 31,	
		2022	2021
<b>Cash flows from financing activities</b>			
Proceeds from bank loans	4.1	24.4	35.5
Repayments of bank loans	4.1	-27.0	-27.0
Repayments of lease liabilities	5.2	-9.6	-9.0
Dividends paid		-8.0	-9.6
Other cash flows from financing activities		0.1	0.1
<b>Net cash inflow (outflow) from financing activities</b>		<b>-20.2</b>	<b>-9.9</b>
<b>Net decrease/increase in cash and cash equivalents</b>			
Cash and cash equivalents at the beginning of the period		0.9	11.2
Effects of exchange rate changes on cash and cash equivalents		0.6	-0.2
<b>Cash and cash equivalents at the end of period</b>		<b>4.2</b>	<b>0.9</b>

The above consolidated statement of cash flow should be read in conjunction with the accompanying notes.

# 1

# Basis of preparation and information on Kamux

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Basis of preparation

Short presentation of Kamux

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# 1.1 Basis of preparation

## General information

These are the financial statements of Kamux Corporation (the “Company”) and its subsidiaries (together referred as “Kamux”, or “Group”). Kamux is a rapidly grown retail chain operating in Finland, Sweden and Germany specializing in used car sales.

The parent company’s company ID is 2442327-8, domicile is Hämeenlinna and the registered address of the head office is Parolantie 66 A, 13130 Hämeenlinna.

The Company’s Board of Directors has approved these financial statements at its meeting on March 3, 2023.

According to the Finnish Companies Act, shareholders have the opportunity to approve or reject the financial statements at the General Meeting of Shareholders held after publication. It is also possible to amend the financial statements at the General Meeting of Shareholders.

## Basis of preparation

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, conforming to the IAS standards and IFRS standards as well as IFRIC interpretations applicable as of December 31, 2022. The notes to the financial statements also comply with Finnish accounting and corporate legislation complementing the IFRS standards.

Assets and liabilities are measured at cost, except for tangible and intangible assets that are measured at acquisition cost less accumulated depreciations and amortizations, inventory that is measured at lower of cost and net realizable value, lease agreements that are measured at the net present value of the future lease payments and derivative instruments that are measured at fair value through profit or loss. Financial statements are presented in millions of euros. The figures presented in the financial statements are rounded and therefore the sum of individual figures may differ from the presented sum figure.

The consolidated financial statements are presented in euros, which is the functional and reporting currency of the parent company. Transactions denominated in foreign currency are translated into euro by using the exchange rate prevailing at the transaction date. The income statements of the foreign subsidiaries are translated into euros by using the weighted average exchange rate for the period and balance sheets are translated into euros by using the exchange rate prevailing at the balance sheet date.

In addition to primary statements the consolidated financial statements are divided into five sections: Basis of Preparation and Information on Kamux, Key Performance Metrics of Kamux Group, Net Working Capital, Capital Management and Net Debt and Other Notes. Each section includes related significant accounting policies.

## Accounting estimates and judgments in the financial statements

Preparing the financial statements in accordance with IFRS requires management to make accounting estimates and judgments as well as assumptions that influence the application of the accounting policies and the carrying amounts of assets, liabilities, revenue and expenses. Actual outcomes may differ from these estimates and judgments.

Estimates and judgments are regularly reviewed. Changes in estimates are reported in the period in which the change is made if the change affects only that period, or in the period in which the change is made and in future periods if the change affects both the current and future periods.

Assumptions underlying management’s estimates can be found in the following notes to the financial statements:

<b>Source of uncertainty and managerial judgments</b>	<b>Note</b>
Repair liability costs	2.3 and 3.4
Valuation of used cars	3.1
Goodwill and lease agreements	5.2
Deferred tax assets	5.5

## 1.2 Short presentation of Kamux

Kamux is a rapidly grown retail chain operating in Finland, Sweden and Germany and specializing in the sale of used cars. The first Kamux car showroom began operations in 2003 in Finland. On December 31, 2022, Kamux had an online store and a total of 78 showrooms: 47 showrooms in Finland, 24 in Sweden and 7 in Germany. Kamux has sold more than 450,000 used cars since its founding.

Kamux CEO Juha Kalliokoski founded Kamux in 2003 in Hämeenlinna, where Kamux's head office is still located. In 2010, Kamux had grown into a chain of 14 showrooms and started systematically offering integrated services to its customers. In 2011, the Finnish company KMX Holding Oy (now Kamux Oyj), founded by private equity firm Intera Partners, acquired control of Kamux with the existing management staying as company shareholders. With the inclusion of Intera, Kamux gained more resources and know-how to expand its business in Finland and abroad. At the end of 2012, Kamux expanded to Sweden and in December 2015 to Germany.

In 2017, Kamux was listed on Nasdaq Helsinki, and in the IPO the company gained more than 1,200 new shareholders. Intera Fund II Ky remained the company's largest shareholder. In September 2020, Intera Fund II Ky completely divested from Kamux after having reduced its holdings already earlier.

On December 31, 2022, the company had a total of 26,451 shareholders. Kamux's founder and CEO, Juha Kalliokoski, is the company's largest shareholder, when both Kalliokoski's direct holdings as well as shares owned by an investment company controlled by closely associated persons to Juha Kalliokoski are added together.

Kamux's business is based on a combination of car showrooms and online presence, professional procurement of used cars, low fixed costs, fast inventory turnover and the sale of integrated services. Kamux's business model enables the sale of cars at an affordable price. Kamux strives to continuously develop its operations in such a way that the services it offers meet the changing needs of customers as well as possible. Kamux offers its customers third-party financing products in all of its showrooms in Finland, Sweden and Germany. In addition, Kamux offers third-party insurance products in Finland and Sweden as well as its own liability extension product, Kamux Plus, for unexpected car repair costs. A key component of Kamux's customer service concept is the home delivery service, where the car is delivered to the place agreed with the customer and at the same time a possible trade-in car is picked up, when necessary. Digital channels play a key role in the customer's purchase process, as the purchase of a car typically starts online. Kamux also serves its customers via chat. Kamux's website ([kamux.fi/kamux.se/kamux.de](http://kamux.fi/kamux.se/kamux.de)) had about 1,000,000 monthly visits in 2022.

Developing new services is part of Kamux's strategy. In 2022, Kamux introduced the renewed and more comprehensive Kamux Plus service in Finland and continued piloting the Kamux Huoleton service launched in 2021.

Kamux acquires used cars from car auctions, leasing companies, other car dealers, finance companies, importers, private individuals and other sources. The majority of the used cars sold by Kamux are acquired from its customers as

trade-in cars. In Finland, all Kamux car sales personnel buy cars, and every Kamux showroom has defined purchase goals. In Sweden and Germany, purchasing teams under the guidance of the purchasing manager are responsible for the pricing of purchased cars. Kamux has a separate purchasing organization, which is responsible for car purchases from, for example, car auctions and partly also for consumer purchases. Kamux strives to align its own and its employees' interests through its incentive scheme. The sales personnel's incentive scheme takes into account sales, car purchases and trade-in cars, as well as sales of integrated services when determining the remuneration.

Kamux's entire range of cars is available for sale by all of its sellers and showrooms, and if necessary, Kamux will transfer the car from one showroom or country to another once the sale is agreed upon. In 2022, 32 percent of the cars sold by Kamux were sold digitally.

# 2

## Key performance metrics of Kamux Group

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Results by segment

Revenue

Repair costs

Expenses

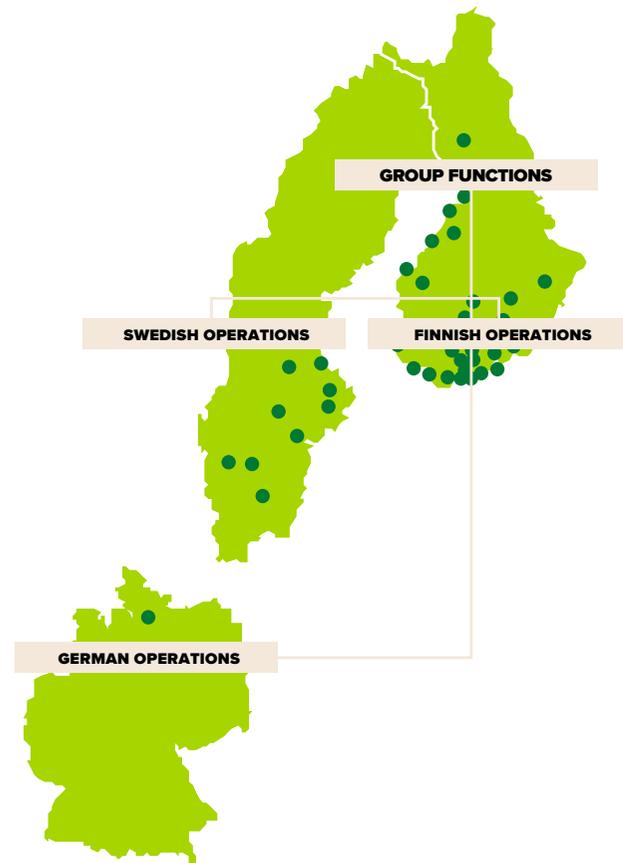
Income taxes

Earnings per share

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## 2.1 Results by segment

Kamux is a rapidly grown car retail chain operating in Finland, Sweden and Germany and specializing in used car sales. Its operational structure is as follows:



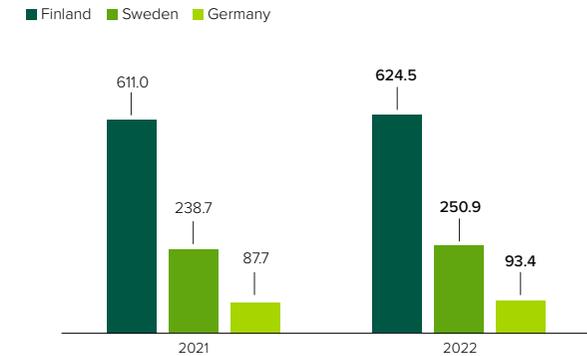
Management has defined the Group's reportable segments based on the reporting regularly presented to the CEO of the Group. This reporting forms the basis for the CEO's strategic and operative decisions to allocate resources and for assessing performance. The primary measure of performance is operating profit (EBIT). The CEO also receives information about segments' revenue, gross profit and operating profit on a monthly basis. Reportable segments comprise the following geographical areas: Finland, Sweden and Germany. Other activities consist of head office, real estate company and Group functions, including centralized procurement, marketing, communications, finance and Group management.

Kamux had 47 showrooms in Finland on December 31, 2022.

In Sweden Kamux opened its first showroom in December 2012 and at the end of December 2022, it operated 24 showrooms. The showrooms are located in different areas and two of them are located in Stockholm area.

Kamux's growth strategy includes international expansion and, in accordance with the strategy, Kamux started its operations in Germany by opening its first showroom in Hamburg area in December 2015. At the end of 2022 Kamux operated 7 showrooms in Germany. The showrooms in Germany are located in Hamburg area and in Lübeck.

External revenue by segment (EUR million)



### ACCOUNTING POLICY – SEGMENT REPORTING

Segment revenue and expenses are items directly attributable to the operating segment. Certain expenses such as centralized procurement are allocated to the segments on a reliable basis in the internal management reporting. Other activities comprise Group level operations that are not directly employed by the individual segment in its operating activities. Sales between segments are carried out on arm's length and eliminated on consolidation. Segment reporting is based on the Group's IFRS reporting.

#### Definition of key measures

Gross profit	Revenue + Other operating income – Materials and services
EBITDA	Operating profit + depreciation and amortization
Operating profit (EBIT)	Profit for the period + income tax + net finance costs

EUR million	Finland	Sweden	Germany	Segments total	Group functions	Eliminations	Group
2022							
<b>Revenue</b>	<b>624.5</b>	<b>301.3</b>	<b>95.5</b>	<b>1,021.2</b>		<b>-52.6</b>	<b>968.7</b>
internal	-0.0	50.4	2.1	52.5		-52.6	-0.1
external	624.5	250.9	93.4	968.8			968.8
sales of used cars	582.1	244.6	89.1	915.9			915.9
integrated services	42.4	6.3	4.2	52.9			52.9
<b>Gross profit</b>	<b>67.6</b>	<b>18.0</b>	<b>8.5</b>	<b>94.1</b>			<b>94.1</b>
<b>EBITDA</b>	<b>34.7</b>	<b>2.5</b>	<b>0.9</b>	<b>38.1</b>	<b>-8.6</b>		<b>29.5</b>
Depreciation and amortization	-8.2	-3.1	-1.1	-12.4	-0.0		-12.4
<b>Operating profit</b>	<b>26.5</b>	<b>-0.6</b>	<b>-0.2</b>	<b>25.7</b>	<b>-8.6</b>		<b>17.0</b>
Finance income and costs							-1.8
<b>Profit before income tax</b>							<b>15.3</b>

EUR million	Finland	Sweden	Germany	Segments total	Group functions	Eliminations	Group
2021							
<b>Revenue</b>	<b>611.0</b>	<b>296.6</b>	<b>98.6</b>	<b>1,006.1</b>		<b>-68.7</b>	<b>937.4</b>
internal	-0.0	57.9	10.8	68.7		-68.7	
external	611.0	238.7	87.7	937.4			937.4
sales of used cars	575.3	233.5	85.8	894.6			894.6
integrated services	35.6	5.2	2.0	42.8			42.8
<b>Gross profit</b>	<b>79.6</b>	<b>19.0</b>	<b>2.6</b>	<b>101.3</b>			<b>101.3</b>
<b>EBITDA</b>	<b>45.7</b>	<b>4.2</b>	<b>-4.0</b>	<b>45.9</b>	<b>-6.0</b>		<b>39.9</b>
Depreciation and amortization	-7.9	-2.9	-1.1	-11.9	-0.0		-11.9
<b>Operating profit</b>	<b>37.8</b>	<b>1.3</b>	<b>-5.1</b>	<b>34.0</b>	<b>-6.1</b>		<b>28.0</b>
Finance income and costs							-1.5
<b>Profit before income tax</b>							<b>26.4</b>

Of the Group's non-current assets, except for deferred tax assets, EUR 40.6 million as of December 31, 2022 (EUR 41.7 million as of December 31, 2021) were located in Finland. The corresponding amounts for Sweden were EUR 17.5 million as of December 31, 2022 (EUR 19.5 million as of December 31, 2021) and for Germany EUR 8.0 million as of December 31, 2022 (EUR 9.9 million as of December 31, 2021).

## 2.2 Revenue

Kamux's business consists of retail and wholesale sales of used cars in Finland, Sweden and Germany and of integrated services sold to consumer and corporate customers. These have been identified as separate performance obligations. Sales are based on the network of physical showrooms and efficient online showrooms in Kamux's websites in these countries. Kamux offers a home delivery service, in which Kamux delivers the car to the place agreed with the client. The car delivered to the customer's home has a 14-day right of return. Kamux also sells used cars in auctions.

Kamux offers its customers financing and insurance products provided by third parties in connection with the sale of the used car. The credit and insurance risks for these products are borne by finance and insurance companies. Kamux is entitled to financing fees and insurance commissions from its sales of these products. Parts of the fees are contingent on the continuation of the agreement between the finance company and the client.

In addition, Kamux offers its customers a Kamux Plus service, which extends the seller's statutory liability for defects. Customers can choose between several options of Kamux Plus service. Depending of the option chosen, Kamux repairs predefined car defects that are detected within 12 or 24 months of the purchase of a car or until 20,000 or 40,000 driven kilometers, depending on which threshold is reached first. Kamux Plus is part of the car sales contract and it will therefore be taken into account when determining the sales price of a car.

**>> Read more about the Kamux Plus service in note 2.3.**

Financing fees and insurance commissions amounted to EUR 44.8 million during 2022, comprising 4.6 percent of total revenue. In 2021 fees and commissions were EUR 36.2 million or 3.9 percent of total revenue. Revenue from sales of the Kamux Plus service was EUR 8.1 million for the year ended December 31, 2022, and EUR 6.6 million in 2021.

External revenue generated in Finland was EUR 624.5 million and represented 64.5 percent of total Group revenue during 2022. In 2021 corresponding revenue was EUR 611.0 million, or 65.2 percent of total Group revenue. In Sweden external revenue amounted to EUR 250.9 million during 2022, or 25.9 percent of total Group revenue. In 2021 corresponding revenue was EUR 238.7 million, or 25.5 percent of total Group revenue. In Germany external revenue amounted to EUR 93.4 million during 2022, or 9.6 percent of total Group revenue. In 2021 corresponding revenue was EUR 87.7 million or 9.4 percent of total Group revenue.

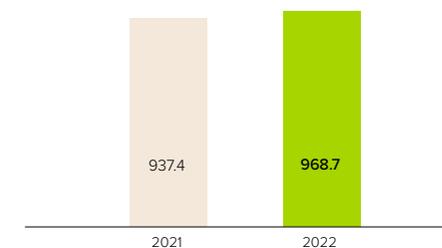
Other operating income in the Kamux Group amounted to EUR 1.1 million in 2022 and EUR 1.4 million in 2021, and comprised mainly from insurance compensations, rental income from premises and income from customer's responsibility of the Kamux Plus service.

**>> Read more about segment revenue in note 2.1.**

Revenue EUR million	For the year ended December 31,	
	2022	2021
Sales of used cars	915.8	894.6
Financing fees and Insurance commissions	44.8	36.2
Sales of Kamux Plus	8.1	6.6
<b>Total</b>	<b>968.7</b>	<b>937.4</b>

Revenue from sales of used cars was EUR 915.8 million, or 94.5 percent of total revenue during the financial year 2022. In 2021 such revenue was EUR 894.6 million, or 95.4 percent of total revenue.

### Revenue (EUR million)



**Contract based balance sheet items**

Contract based assets and liabilities according to IFRS 15 comprise of accrued insurance commissions and financing fees included in the prepaid expenses and accrued income, and advance payments received relating to Kamux Plus service included in accrued expenses and deferred income. In the following table is presented the contract based balance sheet items according to IFRS 15:

EUR million	At December 31,	
	2022	2021
Contract based assets included in prepaid expenses and accrued income	4.5	4.8
Contract based liabilities included in accrued expenses and deferred income	6.0	3.3

**ACCOUNTING POLICY - REVENUE**

IFRS 15 Revenue from Contracts with Customers - standard includes a five-step model by which sales revenue is recognized when control of a good or service transfers to a customer. Revenue is recognized in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for those goods or services.

Kamux’s business consists of retail and wholesale sales of used cars and of integrated services sold to consumer and corporate customers. These goods and services have been identified as separate performance obligations in accordance with IFRS 15.

**In the sales of used cars** the control of a good sold transfers to the customer at the time of delivery. The sales of used cars are recognized as revenue upon delivery of the car to the customer and upon transfer of the performance obligation to the customer. At the time of delivery, the customer pays the sales price by cash or the finance company provides Kamux an approved credit decision as a payment for the sales price. Home delivered cars have a 14-day right of return. Revenue on home delivered cars is recognized upon delivery to the extent Kamux estimates to be entitled to.

Revenue from sales is recognized according to the fair value of the sold car, net of discounts and value added taxes.

**In integrated services** regarding the financial and insurance services provided by a third party, Kamux acts as an agent towards the customer. Kamux presents the income derived from sales of financing and insurance

services in its revenue as net amount after Kamux has fulfilled its performance obligation of sales of the services.

**Insurance commissions** from insurance companies are recognized as revenue when the service is rendered, i.e. when the insurance contract is signed with the customer and Kamux is entitled to a commission fee in accordance with its agency contract. Insurance commissions are paid mainly during the month following the rendering of the service.

**Financing fees from finance companies** comprise fixed withdrawal and invoicing fees, variable interest fees and annual bonus fees. Fees are recognized as revenue on an accrual basis when the contract is signed with the customer or during the term of the agreement when Kamux is entitled to a payment from the finance company. Annual bonus fees are determined on percentage basis of the actual sales during a calendar year and they are recognized when Kamux is entitled to receive the payment from the financing company. Financing fees are paid during the maturity of each financing agreement signed with the customer in accordance with the agreement with the financing company.

**The Kamux Plus service** is recognized as revenue on a straight-line basis over the 12 or 24 months warranty period. Kamux Plus service provides the customer with a customer liability extension in connection with a used car sale.

## 2.3 Repair costs

Kamux’s customer service and customer satisfaction strategy are based on offering used cars that are high-quality and reconditioned. Any deficiencies in the cars are disclosed to the customer during the sale process.

Used cars include the seller’s statutory repair liability. In Finland, Sweden and Germany a car dealer has a liability to repair undisclosed defects that become apparent within six months after the purchase of the car (unless Kamux can prove that the defects arose subsequent to the sale). After six months, the burden of proof is transferred from Kamux to the customer.

In addition to the statutory repair liability, Kamux offers its customers the Kamux Plus services, which extends the seller’s liability for defects. Depending on the Kamux Plus service option, Kamux repairs predefined defects that are detected within 12 or 24 months following the purchase of the car or within 20,000 or 40,000 driving kilometers, whichever comes first.

Repair liability provision amounted to EUR 2.9 million as at December 31, 2022 and EUR 3.3 million as at December 31, 2021. Repair- and maintenance costs amounted to EUR 23.7 million during the financial year 2022, and to EUR 23.1 million during the financial year 2021. The repair liability provision is expected to be used in the following 12 months. Repair liability costs and other repair and maintenance costs are reported in “materials and services” in the consolidated statement of comprehensive income.

### ACCOUNTING POLICY – REPAIR LIABILITY PROVISION

Estimated repair liability cost is recognized as repair liability provision when the car is sold. The amount of repair liability provision is based on historical statistics about realized repair liability costs and the estimated trend of repair liability costs.

### SOURCES OF UNCERTAINTY AND MANAGERIAL JUDGMENTS – REPAIR LIABILITY PROVISION

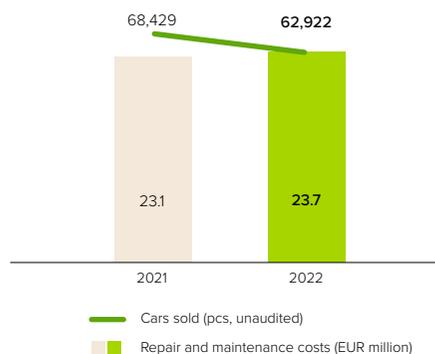
Repair liability provision is recognized based on the actual repair costs and the estimate on the development of repair liability costs. There is uncertainty between actual and estimated repair liability costs because repair liability costs may not necessarily be realized as predicted. Typically repair liability costs are realized frontloaded during the repair liability period. Estimates and assumptions are reviewed quarterly. Differences between actual and estimated repair liability costs may impact the provision amounts recognized in future periods.

>> **Read more on repair liability provision in note 3.4.**

Repair liability provision (EUR million)



Cars sold & repair and maintenance costs



## 2.4 Expenses

EUR million	For the year ended December 31,	
	2022	2021
<b>Materials and services</b>		
Purchases during the period	859.4	877.7
Change in inventories	16.2	-40.3
External services	0.1	0.1
<b>Total</b>	<b>875.7</b>	<b>837.5</b>
<b>Personnel costs</b>		
Wages and salaries	38.0	38.7
Pension costs	4.9	4.6
Share-based incentive scheme	0.2	0.3
Other employee benefit expenses	3.9	3.9
<b>Total</b>	<b>46.9</b>	<b>47.6</b>
<b>Other operating expenses</b>		
Premises costs	3.3	2.3
Marketing and advertising expenses	6.1	4.1
IT costs	2.5	2.0
Consulting	0.9	0.9
Voluntary personnel expenses	1.0	0.8
Rental costs of external personnel	0.2	0.7
Travel expenses	0.3	0.3
Other administrative expenses	3.3	2.8
<b>Total</b>	<b>17.7</b>	<b>13.8</b>

EUR million	For the year ended December 31,	
	2022	2021
<b>Auditors' fees (included in line other administrative expenses)</b>		
Audit fees	0.2	0.2
Other audit related services	0.0	0.0
<b>Total</b>	<b>0.2</b>	<b>0.2</b>
<b>Depreciation and amortization by class</b>		
Intangible assets	1.8	1.6
Property, plant and equipment	10.7	10.3
<b>Total</b>	<b>12.4</b>	<b>11.9</b>

### Materials and services

Kamux purchases most of its used cars as trade-in cars. Kamux also acquires cars from private individuals, car auctions, leasing companies, finance companies, other car dealers, importers and other sources. Materials and services include the cost to acquire used cars and the reconditioning and transportation costs associated with preparing cars for sale. It also includes repair costs associated with repair liability and change in inventories.

### Personnel costs

Kamux's average number of full-time equivalent employees was 883 during the financial period 2022 and 848 in 2021. Employee remuneration is based on fixed and variable salary. The proportionate share of the variable compensation is significant and is based on the achievement of individually determined sales targets. In addition, some employees have car allowance, telephone allowance and internet access at home.

Kamux's pension arrangements are classified as defined contribution plans. The Finnish statutory pension plan under TyEL is arranged through insurance companies and provides pension benefits based on the years of employment and earnings. The retirement age of the old-age pension under TyEL is 63–68 years. Employees in Sweden and Germany belong to defined contribution plans. For the employees in Sweden, an additional pension plan, classified as a defined contribution plan, was taken into use in 2021. In Sweden,

retirement age is 61-67 years, and in Germany 65-67 years.

In defined contribution plans, insurance contributions are paid to insurance companies and recognized as an expense in the financial period the charge relates to. There are no other payment obligations in the defined contributions plans.

Employee benefit expenses in 2022 include EUR 0.2 million and in 2021 EUR 0.3 million costs accrual related to the share-based incentive scheme.

**>> Read more about the management's wages and remuneration in note 5.3.**

### Premises costs

Premises costs consist of premises related costs such as heating, cleaning and electricity, as well as those rental payments for showrooms and office space that are not in the scope of IFRS 16.

**>> Read more about leasing obligations in note 4.3.**

**>> Read more about lease agreements in note 5.2.**

### Depreciation and amortization

Depreciation on property, plant and equipment include also depreciation on lease assets in accordance with IFRS 16.

## 2.5 Income taxes

EUR million	For the year ended December 31,	
	2022	2021
Current tax	4.3	6.9
Tax on previous years	-	-
Change in deferred tax assets and liabilities	0.1	-0.1
<b>Total</b>	<b>4.4</b>	<b>6.8</b>
<b>Reconciliation of income tax expense</b>		
Profit before income tax expense	15.3	26.4
Tax calculated at the Finnish tax rate*	3.1	5.3
Non-deductible expenses	0.3	0.2
Difference in foreign tax rates	-0.3	-0.8
Tax losses carried forward for which a deferred tax asset has not been recognized	1.3	2.1
Other temporary differences for which a deferred tax asset has not been recognized	-0.0	0.0
Utilization of previously unrecognized tax losses carried forward	-0.0	-
Other items	-0.0	-0.0
<b>Income tax expense</b>	<b>4.4</b>	<b>6.8</b>

\*Tax rate 20% in 2022 and 2021.

>> **Read more about deferred tax balances in note 5.5.**

### ACCOUNTING POLICY – INCOME TAXES

Income taxes for the period include current and deferred taxes. Current income tax is the tax to be paid or received with respects to the current financial year, with the application of tax rates that have been enacted or substantively enacted by the balance sheet date. Current income taxes are calculated on the basis of the tax regulations prevailing in the countries in which Kamux operates and generate taxable income. Current tax also includes adjustments for current income tax attributable to earlier periods.

Deferred taxes are recognized on temporary differences that arise between the taxable value and carrying value of assets and liabilities. Deferred tax assets are recognized to the extent that it is probable that they will be utilized against taxable income.

## 2.6 Earnings per share

	For the year ended December 31,	
	2022	2021
Profit for the period attributable to Owners of the Company (EUR million)	10.8	19.6
Impact of share-based compensation scheme on number of shares	-22	-47
Weighted average number of shares outstanding during the period, basic, in thousands of shares	39,983	39,932
<b>Earnings per share, basic (EUR)</b>	<b>0.27</b>	<b>0.49</b>
Impact of share-based compensation scheme on number of shares	-18	22
Weighted average number of shares outstanding during the period, fully diluted, in thousands of shares	39,989	40,001
<b>Earnings per share, fully diluted (EUR)</b>	<b>0.27</b>	<b>0.49</b>

### ACCOUNTING POLICY – EARNINGS PER SHARE

Basic EPS is calculated by dividing the consolidated profit for the period attributable to the owners of the Company with the weighted average number of shares outstanding during the year excluding the treasury shares.

Diluted EPS is calculated on the same basis as Basic EPS except that it reflects the impact of any potential commitments the Group has to issue shares in the future.

# 3 Net working capital



Inventory

Trade and other receivables

Trade and other payables

Provisions and other commitments



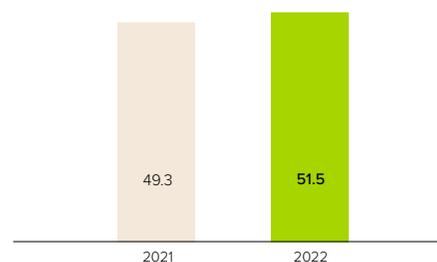
## 3.1 Inventory

Due to its effective process to acquire used cars, Kamux is able to offer a broad collection of different car brands at competitive prices. Kamux acquires cars from car auctions, leasing companies, other car dealers, finance companies, importers, private persons and other sources. Kamux purchases most of the used cars from customers as trade-in cars as part of the used car sale. Inventory is located in different showrooms. Every salesman is able to sell used cars from all Kamux’s showrooms utilizing the Group-wide inventory information. Inventory management is well organized and advanced IT-systems are utilized to achieve an optimal balance between cars in inventory and quick inventory turnover.

Inventories amounted to EUR 114.1 million on December 31, 2022. On December 31, 2021 inventories amounted to EUR 132.8 million.

Revaluations of inventories to net realizable value amounted to EUR 0.7 million during 2022. In 2021 write-downs amounted to EUR -0.2 million. These revaluations were recognized through profit or loss during the financial years and were included in changes in inventory in line item “materials and services”.

### Inventory turnover



Inventory turnover is calculated as follows:  
 Inventory on average during the period (average of the beginning and ending inventory of the year) divided by “Materials and services” expense item during the reporting period, multiplied by 365.

### ACCOUNTING POLICY – INVENTORY

Inventory is measured at lower of cost or net realizable value. The cost of an individual car included in the inventory balance is determined using the purchase price for the car including directly attributable repair costs for reconditioning the car for selling purposes.

At each reporting date, a detailed review for net realizable value is executed for cars that have been in inventory for more than 90 days. Any adjustments to net realizable value are expensed through profit or loss.

### SOURCES OF UNCERTAINTY AND MANAGERIAL JUDGMENTS – INVENTORY

The estimated selling price of the car (net realizable value) at the reporting date is determined based on the managerial judgment, market information and historical data. If the estimated selling price of the car is lower than the cost, the inventory value for the car will be written down.

## 3.2 Trade and other receivables

EUR million	At December 31,	
	2022	2021
Trade receivables	11.1	9.4
Prepaid expenses and accrued income	5.1	5.4
Other receivables	0.9	3.3
<b>Total</b>	<b>17.2</b>	<b>18.1</b>
<b>Material items included in prepaid expenses and accrued income</b>		
Insurance and finance commission fees	4.5	4.8
Other	0.6	0.6
<b>Total</b>	<b>5.1</b>	<b>5.4</b>

### Trade receivables and credit risk

Trade receivables consist mainly of receivables from finance companies, with the exception of insignificant amounts of receivables from individual customers to whom Kamux has sold a car with a short-term payment period. Generally, receivables originate when there is a temporary time lag between the approved credit decision (i.e. when revenue is recognized) and a payment is made by the finance company. However, once the finance company has approved the credit application of Kamux's customer, the credit risk of the car sale is borne by the finance company.

Kamux has a temporary credit risk from finance companies between the approved credit decision and payment. The Company mitigates the credit risk by dealing with highly rated finance company counterparties.

At the end of the financial year there was no need for an impairment based on the provision matrix due to non-existence of material past due trade receivables as of December 31, 2022.

Impairment losses of trade receivables recognized in profit or loss amounted to EUR 0.1 million during the year 2022. In 2021 impairment losses of trade receivables were EUR 0.0 million.

### Other receivables

Other receivables comprise mainly from receivables related to value added taxes.

### ACCOUNTING POLICY – IMPAIRMENT OF FINANCIAL ASSET

In accordance with IFRS 9 Financial Instruments –standard the impairment of financial asset is based on the expected credit loss method. The significant financial assets of Kamux are trade receivables arising from normal business operations. For these trade receivables the group applies a simplified provision matrix approach. According to this approach, a loss is recognized by using the provision matrix, except for situations where financial assets are assessed to be impaired due to credit risk. In Kamux the amount of impairment losses from trade receivables has been historically low.

## 3.3 Trade and other payables

EUR million	At December 31,	
	2022	2021
Trade payables*	7.0	6.8
Accrued expenses and deferred income	13.4	10.9
Other payables**	8.8	24.2
<b>Total</b>	<b>29.3</b>	<b>41.9</b>
<b>Material items included in accrued expenses and deferred income</b>		
Accrued salaries	6.1	6.5
Accrued interests	0.0	0.0
Other accrued expenses***	7.3	4.4
<b>Total</b>	<b>13.4</b>	<b>10.9</b>

\* Trade payables also include short term car financing-related loans transferred to Kamux in connection with the purchases of the trade-in cars of EUR 1.5 million as of December 31, 2022 and EUR 0.8 million as of December 31, 2021. Loans to the finance companies are paid within a short period after the purchase of the car.

\*\* Other payables include EUR 4.5 million in December 31, 2022 and EUR 20.9 million in December 31, 2021 as estimated car tax liabilities waiting for tax authority's car tax decisions relating to sold cars.

\*\*\* Other accrued expenses relate to deferred revenue from sales of Kamux Plus as of December 31, 2022 and 2021.

Carrying values of trade and other payables correspond to their fair values due to the short-term nature of these payables.

## 3.4 Provisions, lease obligations and other commitments

### Decommissioning obligation

Kamux owns a car showroom building in Nedderfeld, Germany, which is located on the land area Kamux is renting. Kamux has leased the land area under a five year fixed-term contract, which has been extended after the expiry of the fixed-term period. Kamux has an obligation to demolish the building at Kamux's own expense at the end of the lease. This obligation is recognized in the balance sheet on December 31, 2022 as a non-current provision of EUR 0.4 million.

### Repair liability provision

Kamux's current provisions comprise of repair liability provision and other provisions.

>>Read more on repair liability provision in note 2.3.

### Other provisions

Other provisions comprise from cost provision related to the ongoing juridical processes against a local procurement partner in Kamux's German subsidiary and from cost provision related to taxes of previous accounting periods.

### Changes in provisions in the financial year

EUR million	Other provisions	Repair liability provision	Decommissioning obligation	Total
Jan 1, 2022	0.1	3.3	0.4	<b>3.7</b>
Increases in provisions	0.1	-	-	<b>0.1</b>
Provisions realized	-0.1	-0.3	-	<b>-0.4</b>
<b>Dec 31, 2022</b>	<b>0.2</b>	<b>2.9</b>	<b>0.4</b>	<b>3.4</b>
Current provisions at Dec 31, 2022	0.2	2.9	-	<b>3.1</b>
Non-current provisions at Dec 31, 2022	-	-	0.4	<b>0.4</b>

EUR million	Other provisions	Repair liability provision	Decommissioning obligation	Total
Jan 1, 2021	-	3.1	0.4	<b>3.4</b>
Increases in provisions	0.2	0.2	-	<b>0.3</b>
Provisions realized	-0.0	-	-	<b>-0.0</b>
<b>Dec 31, 2021</b>	<b>0.1</b>	<b>3.3</b>	<b>0.4</b>	<b>3.7</b>
Current provisions at Dec 31, 2021	0.1	3.3	-	<b>3.3</b>
Non-current provisions at Dec 31, 2021	-	-	0.4	<b>0.4</b>

**Loans against which guarantees and mortgages have been given**

EUR million	At December 31,	
	2022	2021
Loans	17.8	25.4
guarantees given against loans	110.0	104.0

**Other commitments**

EUR million	At December 31,	
	2022	2021
Rent and other payment guarantees	0.3	0.4

Kamux has given business mortgages amounting to EUR 110.0 million at 31 December, 2022 and EUR 104.0 million as of December 31, 2021 as a security for its loans from financial institutions. In addition, the Company has given an unlimited general guarantee on the behalf of the subsidiaries of Finland and Sweden and pledged their shares.

# 4

# Capital management and net debt

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Capital management and net debt

Finance expenses

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## 4.1 Capital management and net debt

### Capital management

The Group's objective when managing capital (net debt and total equity) is to ensure the continuity of its operations and maintain optimal returns to shareholders. Management aims to maintain an optimal capital and funding structure that ensures the lowest cost of capital available to the Group.

In order to maintain or adjust its capital structure, the Group may adjust the amount of dividends paid to shareholders or issue new shares.

The Group monitors capital on the basis of net debt and equity. Net debt is calculated as financial liabilities ("current and non-current borrowings and lease liabilities" in the consolidated balance sheet) less cash and cash equivalents.

>> Read more about equity in note 5.4.

### Cash and cash equivalents

Cash and cash equivalents consist mainly of cash, demand deposits and other short-term highly liquid investments.

EUR million	At December 31,	
	2022	2021
Cash and bank accounts	4.2	0.9
<b>Total cash and cash equivalents</b>	<b>4.2</b>	<b>0.9</b>

### Net debt

The Group borrows money from financial institutions in the form of bank loans and bank overdrafts. The Group's loans have floating interest rates and the Group may use interest rate swaps to limit the interest rate risk related to floating interest rates of the loans. The Group also borrows money from the financial markets by issuing commercial papers.

Lease liabilities comprise of future rental payments of showrooms and office premises that have been discounted to present value.

### Interest bearing liabilities and net debt

EUR million	At December 31,	
	2022	2021
<b>Non-current interest-bearing liabilities</b>		
Bank loans	15.5	13.0
Lease liabilities	31.2	36.4
<b>Total non-current interest-bearing liabilities</b>	<b>46.7</b>	<b>49.4</b>
<b>Current interest-bearing liabilities</b>		
Bank loans	2.3	7.0
Bank overdrafts	-	5.5
Issued commercial papers	5.0	-
Lease liabilities	9.3	9.5
<b>Total current interest-bearing liabilities</b>	<b>16.7</b>	<b>22.0</b>
<b>Total interest-bearing liabilities</b>	<b>63.3</b>	<b>71.3</b>
Less cash and cash equivalents	-4.2	-0.9
<b>Net debt</b>	<b>59.1</b>	<b>70.4</b>

### Borrowings and derivatives

In Spring 2020 Kamux renewed the five-year credit facility agreement of EUR 40 million with Nordea Bank Corporation. The credit facility agreement includes a five-year term-loan of EUR 18 million and a revolving credit facility of EUR 22 million.

Following the completion of the Oulu showroom and processing center, a ten-year term loan of EUR 5.0 million was drawn for the property in March 2022.

In December 31, 2022, Kamux Group's borrowings comprised of above mentioned term loans, of which EUR 17.8 million was in use. The term loan is currently repaid in bi-annual installments of EUR 1.2 million in March and in September. The loans mature on March 31, 2025 and on March 17, 2032.

Fair values for Kamux's borrowings are determined by discounting the estimated cash flows to be paid at the market rate of the reporting date, considering the risk premium. Different terms and conditions of the loans (maturity, subordination, collateral) are taken into account in the measurement. Bank loans are classified as Level 2 in the fair value hierarchy due to the use of unobservable inputs, including Kamux's own estimates for risk premium.

In January 2022, Kamux Corporation issued a commercial paper totaling EUR 15.0 million. The commercial paper matured in October 2022. In October 2022, Kamux Corporation issued a commercial paper totaling EUR 5.0 million and drew a EUR 5.0 million short-term credit. In December, the EUR 5.0 million short-term credit was repaid. The funds acquired through the short-term credit and the commercial paper are used to fund working capital.

### ACCOUNTING POLICY – BORROWINGS

Bank loans are measured initially at fair value, net of transaction costs. Bank loans are subsequently carried at amortized cost. Interest expenses and transaction costs are amortized over the term of the loan and recognized as finance cost using an effective interest rate method. Borrowings are derecognized when the loan has been repaid or liability has been extinguished for example in connection with refinancing.

### Fair values and nominal values of the derivatives

EUR million	At December 31,	
	2022	2021
<b>Foreign currency derivatives</b>		
Fair value	-0.2	-0.1
Value of underlying instrument	18.3	14.7

### ACCOUNTING POLICY – DERIVATIVES

Financial assets and liabilities recorded at fair value through profit and loss consist of derivatives. Derivatives are measured and recognized in the balance sheet according to their fair value at the trade date. Subsequent fair value changes of open derivatives are recognized directly in the finance income and finance costs in the statement of comprehensive income. The Group's derivatives consist of foreign exchange derivatives to hedge foreign exchange rate risk. These derivatives are not subject to hedge accounting.

Derivatives consist of foreign exchange forwards. These derivatives are included in Level 2 and their fair value is calculated as the present value of the estimated future cash flows based on observable foreign exchange rates. The nominal value of open foreign exchange forwards was EUR 18.3 million on December 31, 2022 and EUR 14.7 million on December 31, 2021.

**Risks associated with Net debt**

**Liquidity risk**

Management of liquidity risk aims to ensure that Kamux is able to meet its finance obligations. Kamux's financing requirement is covered by both optimizing of operating activities and external financing in order to ensure that Kamux has continually sufficient liquidity or has access to an adequate amount of committed credit facilities. Liquidity risks are monitored and managed centrally in the Group's finance department where the availability of financing is managed daily based on rolling forecasts.

The maturity of financial liabilities is monitored regularly. As of December 31, 2022, Kamux had cash and cash equivalents of EUR 4.2 million and as of December 31, 2021, EUR 0.9 million. In addition, Kamux had access to unused credit facilities and bank overdrafts of EUR 22.0 million as of December 31, 2022 and EUR 11.5 million as of December 31, 2021.

Kamux has entered into a five-year credit facility agreement of EUR 40 million with Nordea Bank Corporation. The credit facility agreement includes a five-year term loan of EUR 18 million and a revolving credit facility of EUR 22 million. In addition to the revolving credit facility, Kamux has a lease guarantee facility of EUR 0.4 million.

Following the completion of the Oulu showroom and processing center, a ten-year term loan of EUR 5.0 million was drawn for the property in March 2022.

At the end of the reporting period, EUR 17.8 million of these term-loans was in use. The term loans are currently repaid in bi-annual installments of EUR 1.2 million.

In January 2022, Kamux Corporation issued a commercial paper totaling EUR 15.0 million. The commercial paper matured in October 2022. In October 2022, Kamux Corporation issued a commercial paper totaling EUR 5.0 million and drew a EUR 5.0 million short-term credit. In December, the EUR 5.0 million short-term credit was repaid.

The funds acquired through the short-term credit and the commercial paper are used to fund working capital.

Loans from the financial institutions include the following covenants: net debt in proportion to adjusted EBITDA, equity as a portion of the balance sheet total and inventory turnover. The interest margin is variable and depends on the ratio of net debt and adjusted EBITDA. Kamux has given business mortgages amounting to EUR 110.0 million as of December 31, 2022 as a security for the loans from financial institutions. In addition, the Company has given an unlimited general guarantee on behalf of the subsidiaries in Finland and in Sweden and pledged the shares of the Finnish and Swedish subsidiaries.

According to specific terms and conditions of the bank loan agreements, the most significant transactions require a prior written approval by the financial institution, including ordinary terms and conditions protecting the creditor.

## Maturity table for financial liabilities

EUR million	Less than 3 months	3 months - 1 year	1-2 years	2-3 years	3-4 years	4-5 years	More than 5 years
<b>Dec 31, 2022</b>							
Lease liabilities	2.4	7.3	8.3	5.6	3.9	3.3	11.0
Loans	1.2	1.4	2.6	9.5	0.0	0.0	3.5
Commercial papers	5.0	-	-	-	-	-	-
Accounts payables	7.0	-	-	-	-	-	-
Derivatives	0.1	0.0	-	-	-	-	-
<b>Dec 31, 2021</b>							
Lease liabilities	1.0	3.1	8.8	6.8	4.3	3.6	13.8
Loans	11.6	1.2	2.2	2.2	9.1	-	-
Accounts payables	6.8	-	-	-	-	-	-
Derivatives	-	0.1	-	-	-	-	-

### Interest rate risk

The Group's bank loans comprise of long-term floating rate loans and interest-bearing credit limit facilities. Due to the Euribor-tied loans, Kamux is subject to the cash flow risk arising from floating rate loans.

To manage the interest rate risk, Kamux may use interest rate swaps, as needed, in order to reduce the cash flow risk arising from floating rate loans. With this course of action, Kamux aims to limit the impact of interest rate volatility in the Group's finance costs to acceptable levels.

Weighted average interest rate of bank loans was 1.69% at the end of 2022.

Based on the sensitivity analysis, if interest rates had been 1.0 percentage points higher with all other variables held constant, the recalculated post-tax profit for the period and equity would have been EUR 0.5 million smaller in 2022 and EUR 0.1 million smaller in 2021. Interest rate sensitivity has been calculated by shifting the interest curve by 1.0

percentage points (due to low market interest environment the lower scenario has not been presented). The interest position includes all external variable rate loans.

### Foreign exchange risk

Kamux is mainly exposed to transaction risk related to the Swedish krona and the risk that arises when the parent company's investments in the Swedish subsidiaries are translated into euros.

Foreign exchange risk relating to Swedish operations arises basically from intra-Group finance transactions and trade payables from Swedish vendors and subsidiaries incurred in operating activities between the Group companies. Foreign exchange risk is not significant for the Group and these items are hedged as needed by using foreign exchange derivatives and/or holding cash nominated in Swedish krona in Group's bank accounts. In December 31, 2022 the Group had foreign exchange derivatives

which mature under 12 months to hedge against the foreign exchange risk arising from above mentioned transactions.

The remainder of the Group's income and expenses are generated almost exclusively in euros. According to the Company's treasury policy, all intercompany financing is issued in the subsidiary's functional currency.

The Group's net investment in companies outside the Eurozone consists of subsidiary investments in Sweden. Foreign exchange risk associated with the net investment is not hedged.

Foreign exchange risk position includes debts denominated in Swedish krona of Group companies and loan receivables from Swedish subsidiaries. Krona denominated intra-group items, which are exposed to foreign exchange risk, translated at the rate of the balance sheet date were EUR 15.1 million as of December 31, 2022 and EUR 29.2 million as of December 31, 2021. In December 31, 2022 these balances were only partly hedged. If the foreign exchange risk would

not have been hedged and if the weakening or strengthening of the Swedish krona against euro had been 10 percent, the recalculated post-tax profit for the period had been EUR 2.2 million in 2022 and EUR 2.5 million in 2021 higher or lower based on the sensitivity analysis.

#### Credit and counterparty risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Company. Kamux considers all of its material counterparties to be creditworthy as they represent large and well-established financial institutions. Kamux's exposure to credit risk is continuously monitored, in particular, if agreed payments are delayed.

>> **Read more about credit risk related to trade and other receivables in note 3.2.**

The credit risk on cash and cash equivalents is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies. To spread the credit risk, Kamux deposits its cash reserves with different banks.

## 4.2 Finance expenses

EUR million	For the year ended December 31,	
	2022	2021
Interest expenses	0.8	0.4
Interest expenses on lease liabilities	0.5	0.5
Fair value changes for derivatives	0.1	0.1
Foreign exchange gains and losses, net	0.6	0.5
Other finance income and costs	-0.1	-0.0
<b>Total</b>	<b>1.8</b>	<b>1.5</b>

#### ACCOUNTING POLICY – FINANCE EXPENSES

Finance expenses consist of interest expenses on bank loans and credit limits and realized and unrealized changes on foreign exchange derivatives, exchange rate differences as well as interest expenses on lease liabilities. Transaction costs related to loans are expensed in profit or loss using effective interest rate method.

The effective interest rate is the rate that discounts the estimated future payments through the expected life of a loan to the net carrying amount of the financial liability. The calculation includes all fees paid by the contracting parties and transaction costs.

# 5 Other notes

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Group structure and consolidation

Intangible assets and property, plant and equipment and lease agreements

Related party transactions

Share capital and reserves

Deferred taxes

Events after the reporting date

New and forthcoming IFRS standards

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## 5.1 Group structure and consolidation

### Subsidiaries

The consolidated financial statements include parent company and its subsidiaries. Subsidiaries refers to entities of which Kamux Group has control. Control exists, when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control or if the subsidiaries have been founded by the Company, from the date of the inception of the subsidiary. Subsidiaries are consolidated until the date that control ceases.

### Changes in the Group structure in 2022

There were no changes in the Group structure during year 2022.

### Changes in the Group structure in 2021

In April 2021, the company Koy Autoportinkaarre was founded as a wholly owned subsidiary of Kamux Corporation. Koy Autoportinkaarre builds the Oulu processing center and showroom for Kamux.

Group's subsidiaries as of December 31, 2022 and December 31, 2021 were as follows:

### Preparation of the consolidated financial statements

Intra-Group receivables and liabilities, income or expenses and unrealized profits or losses arising from Intra-Group transactions between the Group companies and intra-Group profit sharing are eliminated in their entirety when preparing the consolidated accounts.

Assets and liabilities in Swedish subsidiaries are translated into euro at the rate prevailing on the balance sheet date. Income and expenses in Swedish subsidiaries are translated into euro using an average rate. Translation differences that arise when translating the financial statements of subsidiaries are recognized in other comprehensive income and accumulated in a separate component of equity, called translation differences.

Foreign currency denominated transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or if items have been revalued, at the measurement dates exchange rates. Foreign exchange gains and losses arising in respect of business operations, such as sales and purchases, are recognized in EBIT. Foreign exchange differences arising from financing transactions are recognized in finance costs.

Parent company	Country of incorporation	Parent and Group ownership (%)	Principal activities
Kamux Oyj	Finland		Holding company
<b>Subsidiaries</b>			
Kamux Suomi Oy	Finland	100	Sales of used cars
Suomen Autorahaksi Oy	Finland	100	Dormant company
Koy Autoportinkaarre	Finland	100	Real estate company
KMX Holding AB	Sweden	100	Holding company
Kamux AB	Sweden	100	Sales of used cars
Kamux Auto GmbH	Germany	100	Sales of used cars

Koy Autoportinkaarre was established on April 27, 2021 as a fully owned subsidiary

Subsidiaries have share capital consisting solely of ordinary shares that are held directly by the Group, and the proportion of ownership interests equals the voting rights held by the Group. The country of incorporation of registration is also their principal place of business.

## 5.2 Intangible assets, property, plant and equipment and lease agreements

### Goodwill

Goodwill in the balance sheet mainly formed when the parent company, a company established by Intera Fund II Ky, acquired Kamux Oy and its subsidiaries on December 7, 2011. In 2020 the amount of goodwill recognized into the balance sheet increased due to the acquisition of Autosilta business from Jagro Oy on January 9, 2020. The amount of goodwill arisen from the acquisition amounted to EUR 0.4 million and it was regarded as arising mainly from strengthening of the market position and business location. The amount of goodwill was EUR 14.0 million as of December 31, 2022 and there were no changes in the amount of goodwill during the years 2021-2022. Goodwill is entirely allocated to the operating segment of Finland which is profitable. In accordance with management's estimate, the corona pandemic did not cause any indication of impairment of goodwill.

The Group performs impairment tests annually. The recoverable amount of goodwill related to Finland is based on fair value less costs of disposal (FVLCD), which is determined using a discounted cash flow model. Key estimates used to determine the recoverable amount include sales growth rate, cost development and the post-tax discount rate. Inputs used in the discounted cash flow model are inputs that are not based on observable market data (Level 3 inputs). Calculations are based on 5 years' cash flow projections approved by the management. Long-term growth rate was estimated to be 1% and post-tax discount rate was defined at 8.7% (2021 7.2%). In addition, management reviews observable market data of comparable entities, for example, EBITDA multiples to assess whether there is a significant difference between FVLCD of the group of CGUs tested and comparable entities market data, which would require Kamux to make changes to the assumptions used in goodwill impairment testing.

As part of the performance review, management has performed sensitivity analyses around the key parameters and the result suggests that a situation in which the carrying

value of goodwill and other assets under impairment testing would exceed the recoverable amount is unlikely. Changed parameters used in the sensitivity analyses for 2022 and 2021 impairment testing were:

- 20% decrease in the annual sales growth rate
- 20% decrease in EBIT margin of the financial year
- Long term growth rate of 0%
- Post-tax discount rate of 15%

The sensitivity analyses did not indicate impairment when the parameters above were changed one at a time or all at the same time.

### Other intangible assets

Kamux has capitalized development costs and intangible rights related to IT systems as other intangible assets.

During 2021-2022, Kamux invested mainly in new sales management system which is one of the key enablers of Kamux's effective selling process and cost-efficient inventory management. The new sales management systems was fully implemented in the Group during 2021 and in 2022 new features were developed into it. The capitalized costs consist of external service provider invoices.

In 2022 Kamux began investing in new financial system. Due to the financial system is purchased as SaaS (Software as a Service), the costs arising from the implementation are mainly expensed in profit or loss. The intangible assets under IAS 38 arising during the development phase of the software and controlled by Kamux, are capitalized into the balance sheet.

The advance payments for intangible assets comprise of development costs of IT systems before the implementation of the systems.

The Group does not have intangible assets with indefinite useful lives except for goodwill.

## ACCOUNTING POLICY – GOODWILL AND OTHER INTANGIBLE ASSETS

**Goodwill** is an intangible asset with indefinite useful life. Goodwill is not amortized but tested for impairment at least annually, or whenever there is an indication that its carrying value would not be recoverable.

Management has determined that each showroom represents a separate cash generating unit (CGU). The impairment review is carried out for the group of cash generating units representing the geographical area of Finland which is the level at which goodwill is monitored by management (read more in Sources of uncertainty and managerial judgements – Goodwill).

**Other intangible assets**, which are separately identifiable and can be sold separately comprise development costs of IT software and intangible rights. Other intangible assets are amortized on a straight-line basis over the estimated useful life of 3-5 years. The amortization is recognized into profit or loss in accordance with the amortization plan.

Accounting treatment for the **Cloud Computing Arrangements** is depending on whether the cloud based software is classified as an intangible asset or a service agreement. The management makes judgment in assessing if any intangible assets under IAS 38 and controlled by Kamux is arising in the development phase of the arrangement.

Those arrangements, where Kamux has no control over the software, are accounted as service agreements which give Kamux during the agreement period a right to use the application software controlled by the supplier. As a basis the continuous payments for right to use the software and the configuration and customization costs relating to the software are recognized into the other operating expenses at the time the service is received. Kamux assesses if the services relating to the configuration and customization are separately identifiable from the software as a service.

## SOURCES OF UNCERTAINTY AND MANAGERIAL JUDGMENTS – GOODWILL

Management makes significant estimates and judgments in determining the level at which the goodwill is tested and whether there are any indications of impairment.

The goodwill in the Kamux's balance sheet arose mainly in December 2011 when the parent company, a company established by Intera Fund II Ky, acquired Kamux Oy and its subsidiaries. At the time of the acquisition, Kamux operated in Finland through five subsidiaries, including 16 showrooms. The Management views that the excess of the purchase price over the acquired net assets was paid for the business and business concept as a whole and therefore considers that goodwill should be tested at the level of group of CGU's which is Finland.

The forecasted cash flows are based on the Group's past performance and management's best estimate of future sales, cost development, general market conditions and applicable income tax rates.

Management tests the effects of changes to significant estimates used in forecasts by sensitivity analyses in a way described in the section "Goodwill".

## Reconciliation of the book values of the intangible assets between the beginning and the end of the period

### 2022

EUR million	Other intangible assets	Advance payments and intangibles in progress	Goodwill	Total
Acquisition cost at Jan 1, 2022	11.0	0.0	15.5	26.5
Translation differences	-0.0	-	-	-0.0
Increases	1.1	0.1	-	1.2
<b>Acquisition cost at Dec 31, 2022</b>	<b>12.1</b>	<b>0.1</b>	<b>15.5</b>	<b>27.7</b>
Accumulated amortization and impairments at Jan 1, 2022	-4.6	-	-1.5	-6.1
Translation differences	0.0	-	-	0.0
Amortization	-1.8	-	-	-1.8
<b>Accumulated amortization and impairments at Dec 31, 2022</b>	<b>-6.4</b>	<b>-</b>	<b>-1.5</b>	<b>-7.9</b>
Book value at Jan 1, 2022	6.4	0.0	14.0	20.4
<b>Book value at Dec 31, 2022</b>	<b>5.8</b>	<b>0.1</b>	<b>14.0</b>	<b>19.8</b>

### 2021

EUR million	Other intangible assets	Advance payments and intangibles in progress	Goodwill	Total
Acquisition cost at Jan 1, 2021	3.5	4.5	15.5	23.5
Translation differences	-0.0	-	-	-0.0
Increases	2.7	0.3	-	3.0
Transfers between items	4.8	-4.8	-	-
<b>Acquisition cost at Dec 31, 2021</b>	<b>11.0</b>	<b>0.0</b>	<b>15.5</b>	<b>26.5</b>
Accumulated amortization and impairments at Jan 1, 2021	-3.0	-	-1.5	-4.5
Translation differences	0.0	-	-	0.0
Amortization	-1.6	-	-	-1.6
<b>Accumulated amortization and impairments at Dec 31, 2021</b>	<b>-4.6</b>	<b>-</b>	<b>-1.5</b>	<b>-6.1</b>
Book value at Jan 1, 2021	0.6	4.5	14.0	19.0
<b>Book value at Dec 31, 2021</b>	<b>6.4</b>	<b>0.0</b>	<b>14.0</b>	<b>20.4</b>

### Property, plant and equipment

Property, plant and equipment comprise of right-of-use-assets of leasing agreements on showrooms, capitalized renovation as well as modernization expenses, office furniture, machinery and equipment and car showroom building in Nedderfeld, Germany, which was acquired in 2016.

In 2021 founded group company Koy Autoportinkaarre built the Oulu processing center and showroom for Kamux. The costs arisen during the building period are included into advance payments in the tangible assets in year 2021. The property was taken into use in spring 2022 and it is included into the acquisition cost of buildings and structures in 2022.

Property, plant and equipment are depreciated on a straight-line basis over the estimated useful lives, which are:

- 15 years for the showroom building in Germany
- 20 years for the building owned by Koy Autoportinkaarre, 10 years for the technical equipment of that building, 20 years for the other tangible assets (as layering asphalt over the parking area), 10 years for other tangible assets (as branding) and 5 years for equipment
- 3-5 years for the machinery and equipment as well as for the other tangible assets owned by other group companies than Koy Autoportinkaarre

The depreciations are recognized into profit or loss in accordance with the depreciation plan.

The Group does not capitalize borrowing costs and there are no tangible assets pledged as security for liabilities.

The useful life for the land areas is indefinite, thus land areas are not depreciated.

## Reconciliation of the book values of the property, plant and equipment between the beginning and the end of the period

<b>2022</b>						
<b>EUR million</b>	<b>Land and water areas</b>	<b>Buildings and structures</b>	<b>Machinery and equipment</b>	<b>Other tangible assets</b>	<b>Advance payments and tangibles in progress</b>	<b>Total</b>
Acquisition cost at Jan 1, 2022	-	70.0	2.3	4.1	3.8	80.1
Translation differences		-2.1	-0.0	-0.1	-	-2.2
Increases		8.0	0.2	0.6	0.9	9.8
Decreases		-2.4	-	-	-	-2.4
Transfers between items	0.8	3.6	0.1	0.2	-4.7	-
<b>Acquisition cost at Dec 31, 2022</b>	<b>0.8</b>	<b>77.1</b>	<b>2.5</b>	<b>4.8</b>	<b>0.0</b>	<b>85.3</b>
Accumulated depreciation and impairment at Jan 1, 2022	-	-25.2	-1.3	-3.0	-	-29.5
Accumulated depreciation on decreases and transfers		0.6	0.0	0.1	-	0.7
Translation differences	-	0.3	-	-	-	0.3
Depreciation	-	-9.9	-0.2	-0.5	-	-10.7
<b>Accumulated depreciation and impairment at Dec 31, 2022</b>	<b>-</b>	<b>-34.3</b>	<b>-1.5</b>	<b>-3.4</b>	<b>-</b>	<b>-39.2</b>
Book value at Jan 1, 2022	-	44.7	1.0	1.1	3.8	50.6
<b>Book value at Dec 31, 2022</b>	<b>0.8</b>	<b>42.9</b>	<b>1.1</b>	<b>1.4</b>	<b>0.0</b>	<b>46.1</b>

<b>2021</b>						
<b>EUR million</b>		<b>Buildings and structures</b>	<b>Machinery and equipment</b>	<b>Other tangible assets</b>	<b>Advance payments and tangibles in progress</b>	<b>Total</b>
Acquisition cost at Jan 1, 2021		63.0	2.0	3.7	-	68.8
Translation differences		-0.5	-0.0	-0.0	-	-0.5
Increases		13.9	0.2	0.3	4.0	18.3
Decreases		-6.4	-	-	-	-6.4
Transfers between items		0.0	0.0	0.1	-0.1	-
<b>Acquisition cost at Dec 31, 2021</b>		<b>70.0</b>	<b>2.3</b>	<b>4.1</b>	<b>3.8</b>	<b>80.1</b>
Accumulated depreciation and impairment at Jan 1, 2021		-15.8	-1.0	-2.5	-	-19.4
Translation differences		0.1	0.0	0.0	-	0.1
Depreciation		-9.5	-0.2	-0.5	-	-10.3
<b>Accumulated depreciation and impairment at Dec 31, 2021</b>		<b>-25.2</b>	<b>-1.3</b>	<b>-3.0</b>	<b>-</b>	<b>-29.5</b>
Book value at Jan 1, 2021		47.1	1.0	1.2	-	49.4
<b>Book value at Dec 31, 2021</b>		<b>44.7</b>	<b>1.0</b>	<b>1.1</b>	<b>3.8</b>	<b>50.6</b>

### Lease agreements

Kamux applies IFRS 16 in recognition of lease agreements. In accordance with IFRS 16 Kamux recognizes almost all leases on the balance sheet. The standard requires recognition of an asset i.a. the right to use the leased item and a financial liability to pay rentals for virtually all lease contracts.

Lease agreements recognized into Kamux's balance sheet comprise mainly of rental agreements of showrooms and

office premises. Kamux inventory is located in the showrooms and the sales of cars takes place mainly in the showrooms.

The right-of-use asset and the non-current and current lease liabilities arising from the lease agreements are presented in the balance sheet as row items "Lease assets" and "Lease liabilities".

## ACCOUNTING POLICY – LEASE AGREEMENTS

Lease agreements may contain both lease and non-lease components. Kamux applies the treatment in accordance with IFRS 16 only to lease components and recognizes the expenses arising from non-lease components into profit or loss as other operating expenses.

Lease agreements of the showrooms or office premises are negotiated on an individual basis resulting in agreements with different terms and conditions. Lease agreements are typically either for the time being or 1- to 10-year fixed term contracts. Agreements usually include the option of extending the lease after the original date of termination.

Assets and liabilities arising from a lease are initially measured on a present value basis. The present value of a lease liability is determined by discounting the estimated future lease payments during the lease period. The right-of-use asset is initially measured at cost corresponding with the amount of the lease liability and it can be adjusted by the direct costs or incentives obtained relating to the lease agreement.

The right-of-use asset is depreciated

over the asset's useful life which in Kamux usually corresponds with the lease term.

The lease assets are derecognized against the lease payments and as finance expenses. The finance expense recognized into profit or loss reflects the amount of interest for certain period arising from the lease liability.

Kamux applies the optional exemption that exists for short-term and low-value leases. Short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in profit or loss as other operating expenses. Short-term leases are leases with a lease term of 12 months or less and low-value assets are leases with total value EUR 5,000 or less. Short-term and low-value leases in Kamux Group are for example leases of parking areas nearby the showrooms or job-related housing of the personnel.

## SOURCES OF UNCERTAINTY AND MANAGERIAL JUDGMENTS – LEASE AGREEMENTS

Management makes critical judgments and assessments in determination of the lease terms of the lease agreements. Also determination of the discount rates for the lease liabilities requires management judgment.

### Lease term

The lease agreements of the Group's showrooms and office premises can be divided into following groups regarding to lease terms: agreements made for the time being and fixed-term agreements. Fixed-term agreements can include an option for an extension period following the fixed-term or they can continue as agreements for time being after the fixed-term. Kamux has entered also in fixed-term agreements which cannot be extended according to the initial agreement.

The management assesses a lease term of each lease agreement on an individual basis. In determining the lease term for each lease agreement the management considers the following factors, among others: Has Kamux or the lessor an unilateral right to serve notice of

termination on the agreement or to decide about the extension period or is the decision made by both lessee and lessor together? Is it probable that the extension period will be exercised? What is the historical data about lease terms of lease agreements in Kamux?

The lease term is initially assessed at the date an agreement is signed and the term is reassessed at least annually and every time when the agreement is changed with an effect on the lease term.

### Discount rate

The future lease payments are discounted by using a discount rate prevailing at the date of signing a lease agreement. When the interest rate implicit in the lease cannot be determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset similar value to the right-of-use asset in a similar economic environment with similar terms and conditions of agreement.

### Changes of lease agreements in the balance sheet

EUR million	Lease assets	Lease liabilities
<b>Jan 1, 2022</b>	<b>44.6</b>	<b>45.9</b>
Increases	7.9	7.8
Decreases	-2.1	-2.0
Depreciation	-9.7	-
Exchange rate differences and other changes	-1.4	-1.5
Interest expenses	-	-0.5
Repayments of lease liability	-	-9.1
<b>Dec 31, 2022</b>	<b>39.2</b>	<b>40.5</b>

EUR million	Lease assets	Lease liabilities
<b>Jan 1, 2021</b>	<b>46.9</b>	<b>47.7</b>
Increases	13.9	13.8
Decreases	-6.4	-6.4
Depreciation	-9.5	-
Exchange rate differences and other changes	-0.4	-0.3
Interest expenses	-	-0.5
Repayments of lease liability	-	-8.4
<b>Dec 31, 2021</b>	<b>44.6</b>	<b>45.9</b>

An incremental borrowing rate of 1.69% was used in year 2022 and 1.05% in year 2021 as a discount rate for the future lease payments.

### Changes of lease agreements in the statement of comprehensive income

EUR million	2022	2021
Depreciation of lease assets	-9.7	-9.5
Interest cost from lease liabilities	-0.5	-0.5
Costs from short-term leases	-0.1	-0.0
Costs from service components included in lease agreements	-0.4	-0.3
<b>Total expense in the statement of comprehensive income</b>	<b>-10.6</b>	<b>-10.3</b>

In 2022, the cash outflow from lease agreements amounted to EUR 10.0 million (EUR 9.2 million in year 2021).

## 5.3 Related party transactions

Related parties of the Group consist of the parent company and the Group companies mentioned in note 5.1. Related parties are also key management personnel and their close family members as well as entities controlled by them. Key management personnel are the members of the Board of Directors, CEO and Management Team.

EUR million	For the year ended December 31,	
	2022	2021
Sales of used cars	0.0	0.1
Purchases of used cars	-0.3	-0.1

EUR million	At December 31,	
	2022	2021
Lease liabilities	1.9	2.1

Kamux's key management personnel, members of the Board of Directors and their family members have a right to buy cars from Kamux and sell cars to Kamux in accordance with the personnel policy applicable to the whole staff.

The Group has leased from the CEO, his close family members and the companies controlled by them four locations with lease agreements made for the time being and fixed-term lease agreements for 1-10 years. Group's lease liabilities for related party include the present value of future lease payments for the above mentioned showrooms.

Transactions with related parties were made under normal market conditions.

Holdings of the Board of Directors, CEO and Management Team of the Company's outstanding shares as of December 31, 2022 are presented in the following table:

	Ownership
Members of the Board of Directors	0.44%
CEO	14.70%
Other Management Team	0.08%

### Management's salaries and fees

The Board of Directors decides on the remuneration and its criteria for the CEO and members of the Management Team. The salary of the CEO and members of Management Team consists of a monthly salary, bonus and share-based incentive arrangement. The Board of Directors decides the terms of bonuses annually. The CEO's and Management Team's bonuses are paid on the basis of personal goals set for the financial year and certain profitability targets. In 2022, the bonus percent of total wages may not exceed 45 percent for CEO and 45 percent for other Management Team members.

EUR thousand	For the year ended December 31,	
	2022	2021
<b>Management Team salaries and other benefits (except CEO)</b>		
Wages, salaries and benefits	1,409	1,169
Pension costs -defined contribution plans	262	203
Share-based benefits	-	184
<b>Total</b>	<b>1,671</b>	<b>1,556</b>
<b>CEO salaries and benefits</b>		
Wages, salaries and benefits	290	315
Pension costs -defined contribution plans	53	55
Share-based benefits	-	98
<b>Total</b>	<b>343</b>	<b>469</b>
EUR thousand	For the year ended December 31,	
	2022	2021
<b>Board of Directors salaries and benefits</b>		
Harri Sivula	64	60
Reija Laaksonen	33	32
Antti Mäkelä	33	32
Tuomo Vähäpassi	33	33
Tapio Pajuharju (from April 21, 2021)	26	20
Terho Kalliokoski (from April 20, 2022)	20	-
Jaana Viertola-Truini (from April 20, 2022)	20	-
Jokke Paananen (until April 20, 2022)	10	30
David Nuutinen (until April 20, 2021)	-	14
<b>Total</b>	<b>239</b>	<b>221</b>
<b>Management and Board of Directors compensation in total</b>	<b>2,253</b>	<b>2,246</b>

The Group CEO is entitled to the statutory pension and the retirement age is determined within the framework of statutory earnings-related pension plans. The CEO's retirement age is 63 years under the current legislation. Termination period for the CEO's employment contract is 6 months, and he/she is entitled to the salary for the termination period as well as the performance bonus until the termination date. In addition, if the Company terminates the contract, CEO is entitled under certain conditions to the amount corresponding to twelve months' total salary.

### Share-based incentive plans

In the financial year 2022 the employee benefit expenses included EUR 0.2 million and in 2021 EUR 0.3 million costs accrual related to the share-based incentive plan. The key terms and conditions for the earnings periods are described in the table below.

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

In February 2021 the Board of Directors of Kamux Corporation decided to approve the new long-term share-based incentive plan for the Group’s key personnel for years 2021–2023. The plan is divided into three one-year earning periods, the first of which began at the beginning of the year 2021. Any rewards paid from the plan will be based on achieving the revenue target and the adjusted EBIT target set by the Board of Directors. In addition, the plan includes an additional component based on the market value of the Company. Based on the additional component, if the criteria is met, additional shares are distributed after the end of the 2023 earnings period.

No rewards will be paid from the earnings period 2022 (LT12022) since the vesting conditions were not met. Any rewards resulting from the earnings period 2021 (LT12021) were paid in shares and/or in cash during spring 2022.

The net shares paid as a reward will be subject to a transfer restriction during the commitment period. The commitment period begins when the reward is paid and ends on 30 April 2024.

The entire plan is accounted for as an equity-settled payment with net settlement features. The fair value of the plan was determined on the grant date. The fair value of the plan is expensed during the three years until the end of the commitment period April 2024.

#### Share-based incentive plan for years 2017-2020

In April 2017, the Board of Directors of Kamux Corporation decided to establish a share-based incentive scheme for the Group’s key personnel. The share-based incentive scheme comprises of separate yearly incentive plans based on the judgment of the Board of Directors of Kamux Corporation. The key personnel belonging to the scheme are Management Team members and also other key management personnel.

The amount of any gross reward paid pursuant to the plan for the earnings period 2020 (LT12020) was determined by the achievement of goals set for the earnings criteria. The earnings criterion applicable for the 2020 earnings period was achieving the EBIT target for 2020 set by the Board of

Directors. Rewards resulting from the plan LT12020 were paid in shares and cash during spring 2021.

The plans were accounted for as an equity-settled payment with net settlement features. The plans had one year earnings period followed by a two-year commitment period. The fair value of the plans were determined on the grant date. The fair value of the each plan was expensed during the three years until the end of the commitment period.

### Key terms and conditions of the share-based incentive plan

Share-based incentive plan	LT12021-2022	LT12020
Nature of the scheme	Shares	Shares
Initial grant date	February 26, 2021	January 16, 2020
Maximum amount of shares granted, pcs	370,000	181,400
Earnings and commitment period, years	3	3
Vesting conditions	To reach the revenue and EBIT target and remaining employment contract on Apr 30, 2024	To reach the EBIT target and remaining employment contract on Dec 31, 2022
Number of people entitled to participate	29	18
Payment method	Share and/or cash	Share and/or cash

### Measurement factors for the shares granted

	LTi2022	LTi2021	LTi2020
Weighted average of share prices on grant dates, EUR	10.74	14.72	7.74
Return on equity requirement, %	-	-	11.29%
Estimated wastage during the vesting period, %	15.00%	15.00%	10.00%
Fair value of the scheme on the grant date, MEUR	0.0	0.9	0.6
Share price at reporting period end, EUR	4.33	11.5	-
Expected dividends, EUR	0.33	0.7	-
Expected volatility, %*	4.71%	37.01%	-
Risk-free rate, %*	-0.07%	-0.62%	-
Valuation model*	Monte Carlo simulation with Geometric Brownian Motion	Monte Carlo simulation with Geometric Brownian Motion	-

\* These parameters were only used for valuation of the market based criteria

### Changes in the share-based incentives during the period

shares	2022	2021
January, 1 outstanding	109,623	88,821
Earned during the period	88,310	142,317
Vested during the period	-5,334	-73,412
Forfeited during the period	-38,220	-48,103
<b>December 31, outstanding</b>	<b>154,379</b>	<b>109,623</b>

### ACCOUNTING POLICY – SHARE-BASED INCENTIVE PLANS

Kamux's share-based incentive plans are considered as equity-settled payments, and the compensation costs are recognized based on the number of gross shares awarded. Any rewards resulting from the plans will be paid after the end of the earnings period in the company's shares unless the Board of Directors decides to pay the reward partly or fully in cash. Where an employer is obliged to withhold an amount for the employee's tax obligation associated with a share-based payment and pay that amount to the tax authority, the whole award will be treated as if it was equity-settled provided it would have been equity-settled without the net settlement feature.

The earnings period for the yearly plans granted under the incentive scheme is a calendar year, followed by a two-year commitment period for the plan 2020. For the plans 2021-2023 the commitment period ends in spring 2024. The fair value of a share incentive is determined on the grant date of each yearly plan. This fair value of the plan is expensed until the end of the commitment period. The accrued expense is annually adjusted to correspond the actual amount of granted shares. The plan for 2021-2023 includes also an additional component based on the market value of the Company. Based on the additional component, if the criteria is met, additional shares are distributed after the end of the 2023 earnings period. The effect of the plans in profit or loss is presented in personnel expenses and the corresponding increase is presented in the equity.

## 5.4 Share capital and reserves

Movements in the number of outstanding shares, treasury shares and total registered shares during the financial periods were as follows:

Number of shares, 1 000 pcs	Shares outstanding	Treasury shares	Total shares	Treasury shares EUR million
<b>January 1, 2021</b>	<b>39,974</b>	<b>44</b>	<b>40,017</b>	<b>-0.2</b>
Conveyance of treasury shares	11	-11	-	0.1
Return of share-based payments	-3	3	-	-
Conveyance of treasury shares on an accrual basis	-	-	-	0.1
<b>December 31, 2021</b>	<b>39,981</b>	<b>37</b>	<b>40,017</b>	<b>-0.0</b>
Conveyance of treasury shares	38	-38	-	0.0
Return of share-based payments	-5	5	-	-
<b>December 31, 2022</b>	<b>40,013</b>	<b>4</b>	<b>40,017</b>	<b>-</b>

The Company has one share class and each share has an equal right to dividend. Each share carries one vote at the general meeting. All issued shares are fully paid and they do not have par value.

Dividend distribution, acquisition or redemption of the treasury shares or other distribution of funds to the Company's shareholders require the fulfilment of certain terms of the financing agreement. For the financial year 2022, the Board of Directors proposes a dividend of EUR 6.0 million calculated for the outstanding shares at 31 December 2022 (EUR 0.15 per share). The Company paid a dividend of EUR 8.0 million (EUR 0.20 per share) in spring and autumn 2022 in two instalments.

The Board proposes that the dividend for the financial year 2022 will be paid in two instalments. The first dividend instalment, EUR 0.05 per share, is to be paid to shareholders registered in the Company's register of shareholders

maintained by Euroclear Finland Ltd on the first dividend instalment payment record date of April 24, 2023. The Board proposes that the first dividend instalment pay date be May 2, 2023. The second dividend instalment is to be paid to shareholders registered in the Company's register of shareholders maintained by Euroclear Finland Ltd on the second dividend instalment payment record date of October 24, 2023. The Board proposes that the second dividend instalment pay date be October 31, 2023. The Board proposes that it be authorized to decide, if necessary, on a new dividend payment record date and pay date for the second instalment if the rules and statutes of the Finnish book-entry system change or otherwise so require.

The subscription price of new shares is recognized as share capital unless it is determined in the share issue decision to be booked entirely or partly into the reserve for invested unrestricted equity. Payments to the reserve for

invested unrestricted equity can be also done without a share issue. The number of shares which have been paid but not yet registered at the end the financial year are entered to the share issue account.

The Company's share capital is EUR 80 thousand.

### Movements in the equity reserves are as follows:

#### Conveyance and returning of treasury shares in 2022

In April 2022, the Company transferred a total of 26,521 shares held by the Company to key personnel of Kamux Group for the payment of the share-based incentive plan of 2021. In May-June, the Company transferred a total of 11,263 shares held by the Company to the Members of the Board of Directors as a part of their annual compensation. In consequence to the conveyances, the balance of the retained earnings was zero. In 2022 a total of 5,320 shares were returned to the Company without consideration due to the termination of employment of persons covered by the plan. At the end of the financial year, the Company held 4,038 treasury shares, representing 0.01% of all shares.

#### Conveyance and returning of treasury shares in 2021

In April 2021, the Company transferred a total of 4,894 shares held by the Company to key personnel of Kamux Group for the payment of the share-based incentive plan of 2020. In May, the Company transferred a total of 5,656 shares held by the Company to the Members of the Board of Directors as a part of their annual compensation. In consequence to the conveyances, the retained earnings increased by EUR 0.1 million. In 2021 a total of 3,313 shares were returned to the Company without consideration due to the termination of employment of persons covered by the plan. At the end of the financial year, the Company held 36,502 treasury shares, representing 0.09% of all shares.

## 5.5 Deferred tax

EUR million	January 1,	Recognized through profit or loss	Foreign exchange differences	December 31,
<b>2022</b>				
<b>Deferred tax assets</b>				
Provisions	0.5	-0.0	-	0.4
Tax losses carried forward	0.8	-	-0.1	0.8
Depreciation and amortization, inventory and lease agreements	0.2	-0.1	-0.0	0.1
<b>Total</b>	<b>1.5</b>	<b>-0.1</b>	<b>-0.1</b>	<b>1.3</b>
<b>Deferred tax liabilities</b>				
Loans from financial institutions	0.0	-0.0	-	0.0
Accrued expenses and deferred income	0.1	-0.1	0.0	0.0
<b>Total</b>	<b>0.1</b>	<b>-0.1</b>	<b>0.0</b>	<b>0.0</b>
<b>Total net</b>	<b>1.4</b>	<b>-0.1</b>	<b>-0.1</b>	<b>1.3</b>
<b>2021</b>				
<b>Deferred tax assets</b>				
Provisions	0.5	0.0	-	0.5
Tax losses carried forward	0.7	0.1	-0.0	0.8
Depreciation and amortization, inventory and lease agreements	0.2	0.0	-0.0	0.2
<b>Total</b>	<b>1.4</b>	<b>0.2</b>	<b>-0.0</b>	<b>1.5</b>
<b>Deferred tax liabilities</b>				
Loans from financial institutions	0.0	-0.0	-	0.0
Accrued expenses and deferred income	0.0	0.0	0.0	0.1
<b>Total</b>	<b>0.0</b>	<b>0.0</b>	<b>0.0</b>	<b>0.1</b>
<b>Total net</b>	<b>1.3</b>	<b>0.1</b>	<b>-0.0</b>	<b>1.4</b>

Deferred tax assets and liabilities are offset only when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes relate to the taxes collected by the same fiscal authority. In Sweden, the Group had unused tax losses EUR 6.9 million as of December 31, 2022 and EUR 4.0 million as of December 2021, and in Germany EUR 18.8 million as of December 31, 2022 and EUR 16.7 million as of December 31, 2021. These losses will not expire under the current tax regulations. No deferred tax asset has been recognized for the unused tax losses carried forwards in Germany due to the operating losses.

### **ACCOUNTING POLICY – DEFERRED TAX BALANCES**

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Deferred tax is recognized on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

Deferred tax liabilities are recognized for all taxable temporary differences, except for deferred tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets are recognized on deductible temporary differences only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

### **SOURCES OF UNCERTAINTY AND MANAGERIAL JUDGMENTS – DEFERRED TAX ASSETS ON TAX LOSSES CARRIED FORWARD**

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At the end of each reporting period, the management makes judgment in assessing the conditions for the recognition of deferred tax assets on tax losses carried forwards. The unused tax losses carried forwards can be utilized against the future taxable profit in a company in which they have been arisen. The management estimates the probability of the availability of future taxable profits or the existence of other reliable evidence on availability of future taxable profits against which the unused tax losses carried forwards can be utilized.

## 5.6 Events after the reporting date

On January 13, 2023, Kamux Corporation received a notification pursuant to Chapter 9, Section 5 of the Securities Markets Act ("SMA"), according to which the total holding of funds (Danica Pension Livsforsikringsaktie and Finnish Fund) managed by Danske Bank A/S (Copenhagen, Denmark) in Kamux Corporation shares and votes has increased above five (5) percent on January 12, 2023 and was 5.05% following the notification.

## 5.7 New and forthcoming IFRS standards

### **New and revised standards effective in January 1, 2022**

In preparing these consolidated financial statements, Kamux has followed the same accounting policies as in the annual financial statements for 2021. The changes of the IFRS standards and interpretations effective for periods after January 1, 2022 had no material impact on the consolidated financial statements or they were not applicable to the Group.

### **New and revised standards to be adopted in later financial years**

Kamux has not yet applied the following new and revised standards and interpretations already issued but will be effective on financial years beginning on or after January 1, 2023. The Group will adopt them as of the effective date or, if the date is other than the first day of the financial year, from the beginning of the subsequent financial year.

The amendments that will be effective on reporting periods beginning on or after 1 January 2023 clarify the presentation of material accounting policies as well how to distinguish changes in accounting policies from changes in accounting estimates. The amendments that will be effective on later reporting periods will increase the notes on borrowings having covenant conditions. These amendments will be effective on reporting periods beginning on or after 1 January 2024. The amendments are not yet endorsed by EU. Management estimates that the amendments will not have a material effect on the consolidated financial statements. The other published new standards or amendments do not have a material effect on the consolidated financial statements.

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# Parent company financial statements

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## Parent company income statement (FAS)

EUR million	For the year ended December 31,	
	2022	2021
<b>REVENUE</b>	<b>8.2</b>	<b>5.7</b>
Other operating income	0.0	0.0
Expenses		
Materials and services		
Purchases of materials	0.1	0.0
<b>Total materials and services</b>	<b>0.1</b>	<b>0.0</b>
Personnel expenses		
Salaries and fees	-2.5	-2.6
Social security expenses		
Pension expenses	-0.4	-0.4
Other social security expenses	-0.1	-0.1
<b>Total personnel expenses</b>	<b>-3.0</b>	<b>-3.0</b>
Depreciation and amortization		
<b>Depreciation and amortization according to plan</b>	<b>-0.0</b>	<b>-0.0</b>
<b>Other operating expenses</b>	<b>-5.8</b>	<b>-3.0</b>
<b>Total expenses</b>	<b>-8.7</b>	<b>-6.0</b>
<b>OPERATING LOSS</b>	<b>-0.5</b>	<b>-0.3</b>

EUR million	For the year ended December 31,	
	2022	2021
Financial income and expenses		
Interest and other financial income		
From Group companies	2.6	2.0
From others	2.0	0.9
Total	4.6	2.9
Interest and other financial expenses		
To others	-3.0	-1.4
Total	-3.0	-1.4
<b>Total financial income and expenses</b>	<b>1.6</b>	<b>1.5</b>
<b>PROFIT BEFORE APPROPRIATIONS AND TAXES</b>	<b>1.1</b>	<b>1.2</b>
Appropriations		
Group contributions received	15.0	27.0
<b>Total appropriations</b>	<b>15.0</b>	<b>27.0</b>
Direct taxes	-3.2	-5.6
<b>PROFIT FOR THE FINANCIAL YEAR</b>	<b>12.9</b>	<b>22.6</b>

## Parent company balance sheet (FAS)

EUR million	At December 31,	
	2022	2021
<b>ASSETS</b>		
NON-CURRENT ASSETS		
Intangible assets		
Intangible rights	0.1	0.0
<b>Total</b>	<b>0.1</b>	<b>0.0</b>
Investments		
Investments in subsidiaries	55.3	45.8
<b>Total</b>	<b>55.3</b>	<b>45.8</b>
CURRENT ASSETS		
Non-current receivables		
Non-current receivables from Group companies	9.0	4.0
<b>Total</b>	<b>9.0</b>	<b>4.0</b>
Current receivables		
Receivables from Group companies	60.4	82.8
Other receivables	0.3	0.3
Prepaid expenses and accrued income	1.5	0.1
<b>Total</b>	<b>62.2</b>	<b>83.2</b>
Cash at hand and in banks	3.4	0.0
<b>TOTAL ASSETS</b>	<b>130.0</b>	<b>133.0</b>

EUR million	At December 31,	
	2022	2021
<b>LIABILITIES AND EQUITY</b>		
Equity		
Share capital	0.1	0.1
Invested non-restricted equity reserve	25.3	25.3
Retained earnings	71.2	56.6
Profit for the year	12.9	22.6
<b>Total</b>	<b>109.5</b>	<b>104.6</b>
Liabilities		
Non-current liabilities		
Loans from financial institutions	11.0	13.0
Current liabilities		
Interest-bearing		
Loans from financial institutions	7.0	12.5
Liabilities to Group companies	0.7	0.0
Non-interest-bearing		
Trade payables	0.3	0.2
Liabilities to Group companies	0.9	0.6
Other current liabilities	0.1	0.1
Accrued expenses and deferred income	0.5	2.1
<b>Total</b>	<b>20.5</b>	<b>28.4</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>130.0</b>	<b>133.0</b>

## Parent company cash flow statement (FAS)

EUR million	For the year ended December 31,	
	2022	2021
Profit for the financial year	12.9	22.6
Adjustments:		
Financial income and expenses	-1.6	-1.5
Group contributions received	-15.0	-27.0
Depreciation and amortization	0.0	0.0
Other adjustments	0.0	0.1
Direct taxes	3.2	5.6
Change in net working capital:		
Change in trade and other receivables	-0.0	-0.1
Change in trade and other payables	0.1	0.6
Interests paid and payments on other operating expenses	-0.7	-0.4
Interests received	2.5	1.7
Taxes paid	-5.8	-4.5
<b>Net cash from/in operating activities (A)</b>	<b>-4.3</b>	<b>-2.8</b>
Payments for property, plant and equipment and intangible assets	-0.1	-
Investments in subsidiaries	-8.6	-4.8
<b>Net cash from/in investing activities (B)</b>	<b>-8.7</b>	<b>-4.8</b>

EUR million	For the year ended December 31,	
	2022	2021
Repayments of bank loans	-26.9	-27.0
Proceeds from bank loans	19.4	35.5
Net change of intra-group receivables and payables	4.5	-27.1
Dividends paid	-8.0	-9.6
Group contributions received	27.0	25.0
<b>Net cash from/in financing activities (C)</b>	<b>16.0</b>	<b>-3.2</b>
<b>Change in cash (A+B+C)</b>	<b>2.9</b>	<b>-10.8</b>
Cash at hand and in bank at the beginning of the financial year	0.0	10.8
Exchange rate differences	0.5	0.0
Cash at hand and in bank at the end of the financial year	3.4	0.0

# Accounting principles of the parent company financial statements

## General information

The financial statements of Kamux Corporation are prepared in accordance with Finnish Accounting Standards (FAS). The accounting principles of the consolidated financial statements are applied to the appropriate extent in the preparation of the Company's financial statements. In the following paragraphs are described the accounting principles of the parent company to the extent they differ from the accounting principles for the consolidated financial statements.

## Revenue

Revenue of the Company consists of intra-group management fees.

## Intra-group receivables and liabilities

Intra-group receivables and liabilities of the Company consist of intra-group transactions. Receivables are recognized in the balance sheet at their nominal value or their probable value, whichever is lower. Liabilities are measured at their nominal value. Interest income and expenses relating to receivables and liabilities are recognized on accrual basis and accrued to the financial year on the basis of the time period.

## Loans and interest expenses

Loans from banks are recognized at their nominal value. Transaction costs related to loans are expensed at the time of taking out a loan. Interest expenses of the loans are recognized in the income statement on accrual basis and accrued to the financial year on the basis of the time period.

## Deferred tax assets

The Company does not recognize deferred tax assets in the financial statements of the parent company.

## Notes to the parent company's financial statements

EUR million	2022	2021
<b>Revenue</b>		
Services to Group companies	8.2	5.7
<b>Total</b>	<b>8.2</b>	<b>5.7</b>
<b>Revenue</b>		
Geographical distribution		
Domestic	5.1	3.5
Other Europe	3.1	2.2
<b>Total</b>	<b>8.2</b>	<b>5.7</b>
<b>Personnel expenses and fees</b>		
Salaries and fees	2.5	2.6
Pension expenses	0.4	0.4
Other social security expenses	0.1	0.1
<b>Total</b>	<b>3.0</b>	<b>3.0</b>
Number of personnel	22	16
<b>Other operating expenses</b>		
Voluntary personnel expenses	0.2	0.1
Travel expenses	0.1	0.1
Marketing expenses	1.0	0.0
Administrative services	4.0	2.6
Other administrative expenses	0.1	0.1
Other operating expenses	0.5	0.2
<b>Total</b>	<b>5.8</b>	<b>3.0</b>

EUR million	2022	2021
<b>Auditor's remuneration</b>		
Audit fee	0.1	0.0
Other services from main auditor	0.0	0.0
<b>Total</b>	<b>0.1</b>	<b>0.1</b>
<b>Appropriations</b>		
Group contribution received	15.0	27.0
<b>Total</b>	<b>15.0</b>	<b>27.0</b>
<b>Non-current assets</b>		
Other capitalized long term expenditures		
opening balance Jan 1	0.0	0.0
additions during the financial year	0.1	-
amortizations during the financial year	0.0	0.0
<b>closing balance Dec 31</b>	<b>0.1</b>	<b>0.0</b>
Investments		
Investments in subsidiaries		
opening balance Jan 1	45.8	38.3
additions during the financial year	9.5	7.5
<b>closing balance Dec 31</b>	<b>55.3</b>	<b>45.8</b>
<b>Non-current receivables from Group companies</b>		
Non-current loan receivables from Group companies	5.8	1.0
Non-current interest receivables	3.2	3.0
<b>Total</b>	<b>9.0</b>	<b>4.0</b>

EUR million	2022	2021
<b>Current receivables from Group companies</b>		
Current loan receivables from Group companies	58.8	81.7
Interest receivables	-	0.1
Trade receivables	1.6	0.9
Prepaid expenses and accrued income	-	0.1
<b>Total</b>	<b>60.4</b>	<b>82.8</b>
<b>Prepaid expenses and accrued income</b>		
Taxes	1.4	-
Other	0.1	0.1
<b>Total</b>	<b>1.5</b>	<b>0.1</b>
<b>Shares</b>		
Group companies		
Kamux Suomi Oy	100%	100%
Suomen Autorahaksi Oy (100%)		
KMX Holding AB	100%	100%
Kamux AB (100%)		
Kamux Auto GmbH	100%	100%
Koy Autoportinkaarre	100%	100%

EUR million	2022	2021
<b>Changes in equity during the financial year</b>		
Share capital on Jan 1	0.1	0.1
Share capital on Dec 31	0.1	0.1
Invested non-restricted equity reserve on Jan 1	25.3	25.3
Invested non-restricted equity reserve on Dec 31	25.3	25.3
Retained earnings on Jan 1	79.2	66.1
Dividend distribution	-8.0	-9.6
Acquisition of treasury shares	0.0	0.1
Retained earnings on Dec 31	71.2	56.6
Profit/loss for the financial year	12.9	22.6
<b>Total equity</b>	<b>109.5</b>	<b>104.6</b>
<b>Distributable earnings Dec 31</b>		
Retained earnings	71.2	56.6
Profit for the financial year	12.9	22.6
Invested non-restricted equity fund	25.3	25.3
<b>Total</b>	<b>109.4</b>	<b>104.5</b>

EUR million	2022	2021
<b>Loans from financial institutions</b>		
Nordea Pankki Suomi Oyj		
Instalments to be paid within one year	7.0	12.5
Instalments to be paid after one year	11.0	13.0
<b>Total</b>	<b>18.0</b>	<b>25.5</b>
<b>Other liabilities</b>		
Current other liabilities	0.1	0.1
<b>Total</b>	<b>0.1</b>	<b>0.1</b>
<b>Current loans to Group companies</b>		
Current loans to Group companies	0.7	0.0
Accrued expenses and deferred income	0.9	0.6
<b>Total</b>	<b>1.7</b>	<b>0.6</b>
<b>Accrued expenses and deferred income</b>		
Personnel expenses	0.4	0.8
Taxes	-	1.2
Other	0.2	0.0
<b>Total</b>	<b>0.5</b>	<b>2.1</b>

EUR million	2022	2021
<b>Pledges and guarantees</b>		
Loans	25.0	32.5
Amount in use	13.0	25.5
Guarantees given on loans		
General guarantee		
Business mortgages		
Total bearer bonds	26.0	26.0
Special guarantee		
Business mortgages		
Total bearer bonds	52.0	52.0
Pledged subsidiary shares		
Total shares of KMX Holding Ab		
Total shares of Kamux Suomi Oy		
Kamux Oyj has given non-restricted general guarantee on behalf of its subsidiaries in Finland and in Sweden and pledged the shares of these subsidiaries.		

# Signatures for the report by the Board of Directors and the financial statements

Hämeenlinna, March 3, 2023

**Harri Sivula**  
Chairman of the Board

**Terho Kalliokoski**  
Member of the Board

**Reija Laaksonen**  
Member of the Board

**Antti Mäkelä**  
Member of the Board

**Tapio Pajuharju**  
Member of the Board

**Jaana Viertola-Truini**  
Member of the Board

**Tuomo Vähäpassi**  
Member of the Board

**Juha Kalliokoski**  
CEO

The Auditor's Note

A report on the audit performed has been issued today.

Helsinki, March 3, 2023

PricewaterhouseCoopers Oy  
Authorized Public Accountants

Markku Launis  
Authorized Public Accountant

# Auditor's Report (Translation of the Finnish Original)

To the Annual General Meeting of Kamux Oyj

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

In our opinion

- the consolidated financial statements give a true and fair view of the group's financial position and financial performance and cash flows in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU
- 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 the financial statements in Finland and comply with statutory requirements.

Our opinion is consistent with the additional report to the Audit Committee.

### What we have audited

We have audited the financial statements of Kamux Oyj (business identity code 2442327-8) for the year ended 31 December, 2022. The financial statements comprise:

- the consolidated balance sheet, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes, including a summary of significant accounting policies
- the parent company's balance sheet, income statement, statement of cash flows and notes.

### 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 the Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

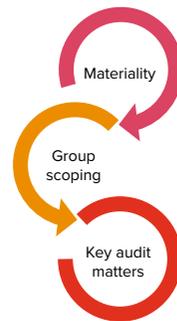
### Independence

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.

To the best of our knowledge and belief, the non-audit services that we have provided to the parent company and to the group companies are in accordance with the applicable law and regulations in Finland and we have not provided non-audit services that are prohibited under Article 5(1) of Regulation (EU) No 537/2014. The non-audit services that we have provided are disclosed in note 2.4 to the Financial Statements.

### Our Audit Approach

#### Overview



- Overall group materiality: € 2,600,000, calculated based on a combination of revenue and profit before tax.
- Our audit procedures covered all countries and group locations significant to the Group, with emphasis on the most prominent locations in Finland and Sweden.
- Valuation of inventories
- Valuation of subsidiary shares (Parent company)

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain.

### Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They 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.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall group materiality for the consolidated financial statements as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements on the financial statements as a whole.

<b>Overall group materiality</b>	€ 2,600,000 (previous year € 2,600,000)
<b>How we determined it</b>	An average of 5% of the group's profit before tax and 1% of revenue. Weighted 79% the group's profit before tax and 21% revenue.
<b>Rationale for the materiality benchmark applied</b>	We chose a combination of profit before tax and revenue as the benchmark because, in our view, these benchmarks against which the performance of the group is most commonly measured by readers of the financial statements. We chose 5% of profit before tax and 1% revenue which are within the ranges of acceptable quantitative materiality thresholds in auditing standards.

#### How we tailored our group audit scope

We tailored the scope of our audit, taking into account the structure of the group, the accounting processes and controls, and the industry in which the group operates.

Our audit procedures covered all significant components of the group. The audit of the consolidated financial statements was focused on the most significant locations in Finland and Sweden, where we performed an audit based on the size of the companies and the characteristics of the risks. In other group companies we have performed analytical audit procedures to mitigate the risk of material misstatements in the consolidated financial statements.

#### 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.

As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

**Key audit matter in the audit of the group**

**Valuation of inventories**

*Refer to note 3.1*

The Group measures inventory (EUR 114,1 million) at lower of cost and net realizable value. The cost of an individual car included in the inventory balance is determined using the purchase price for the car including directly attributable repair costs for reconditioning the car for selling purposes.

At the reporting date, a detailed review for net realizable value is executed for cars that have been in inventory for more than 90 days.

Valuation of inventories is a key audit matter due to the size of the balance and the level of management judgement involved in the estimation process.

**How our audit addressed the key audit matter**

Our audit procedures included obtaining an understanding of management's processes and controls related to the accuracy of the valuation of inventories.

In our audit we evaluated the appropriateness of the valuation principles of the group and their application to the valuation of inventories.

We evaluated management's estimate of the need for write-downs for cars over 90 days in stock. We evaluated the accuracy of the write-downs compared to the group valuation principles, subsequent sales transactions and other circumstances identified during the audit.

We tested the value of the sample of cars included in inventory at year-end. We compared the inventory value of the cars in the sample to purchase costs.

We tested the net realizable value of a sample of cars included in inventory at year-end. We compared the inventory value of the cars in the sample to a subsequent sales price or market value.

**Key audit matter in the audit of the parent company**

**Valuation of subsidiary shares in the parent company's financial statements**

*Refer to parent company's financial statement notes*

Valuation of subsidiary shares is a key audit matter due to the size of the balance and the level of management judgement involved in the estimation process.

As at 31 December 2022 the value of Kamux Oyj's subsidiary shares amounted to € 55,3 million in the parent company's financial statements prepared in accordance with Finnish GAAP.

The valuation of subsidiary shares is tested as part of the group impairment testing based on the discounted cash flow model.

**How our audit addressed the key audit matter**

We reviewed management's impairment test of subsidiary shares, methods, and assumptions. We assessed the appropriateness of the method and assumptions used in the impairment test.

We evaluated the process of preparing the forecasted cash flows, e.g. by comparing the management's forecasts with external forecasts, both in terms of revenue growth and operating profit.

The discount rates applied within the model were assessed by PwC business valuation specialist.

We interviewed management about subsequent events which might require changes to management's estimates regarding the subsidiaries' ability to generate income or the valuation of subsidiary shares.

There are no significant risks of material misstatement referred to in Article 10(2c) of Regulation (EU) No 537/2014 with respect to the consolidated financial statements or the parent company financial statements.

**Responsibilities of the Board of Directors and the Managing Director for the Financial Statements**

The Board of Directors and the Managing Director 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 Managing Director 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 Managing Director are responsible for assessing the parent company's and the group's ability to continue as a 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 to cease operations, or there is no realistic alternative but to do so.

**Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about 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 the aggregate,

they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 Managing Director's 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 parent company or the group 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 to 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**

### **Appointment**

We were first appointed as auditors by the annual general meeting on October 10, 2015. Our appointment represents a total period of uninterrupted engagement of eight years.

### **Other Information**

The Board of Directors and the Managing Director are responsible for the other information. The other information comprises the report of the Board of Directors and the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. We have obtained the report of the Board of Directors prior to the date of this auditor's report and the Annual Report is expected to be made available to us after that date.

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 the 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 financial statements
- 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 on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Helsinki 3 March 2023

### **PricewaterhouseCoopers Oy**

Authorised Public Accountants

Markku Launis

Authorised Public Accountant (KHT)



**KAMUX CORPORATION**

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