

**Liven AS**

# **Group annual report**

1 January – 31 December 2025

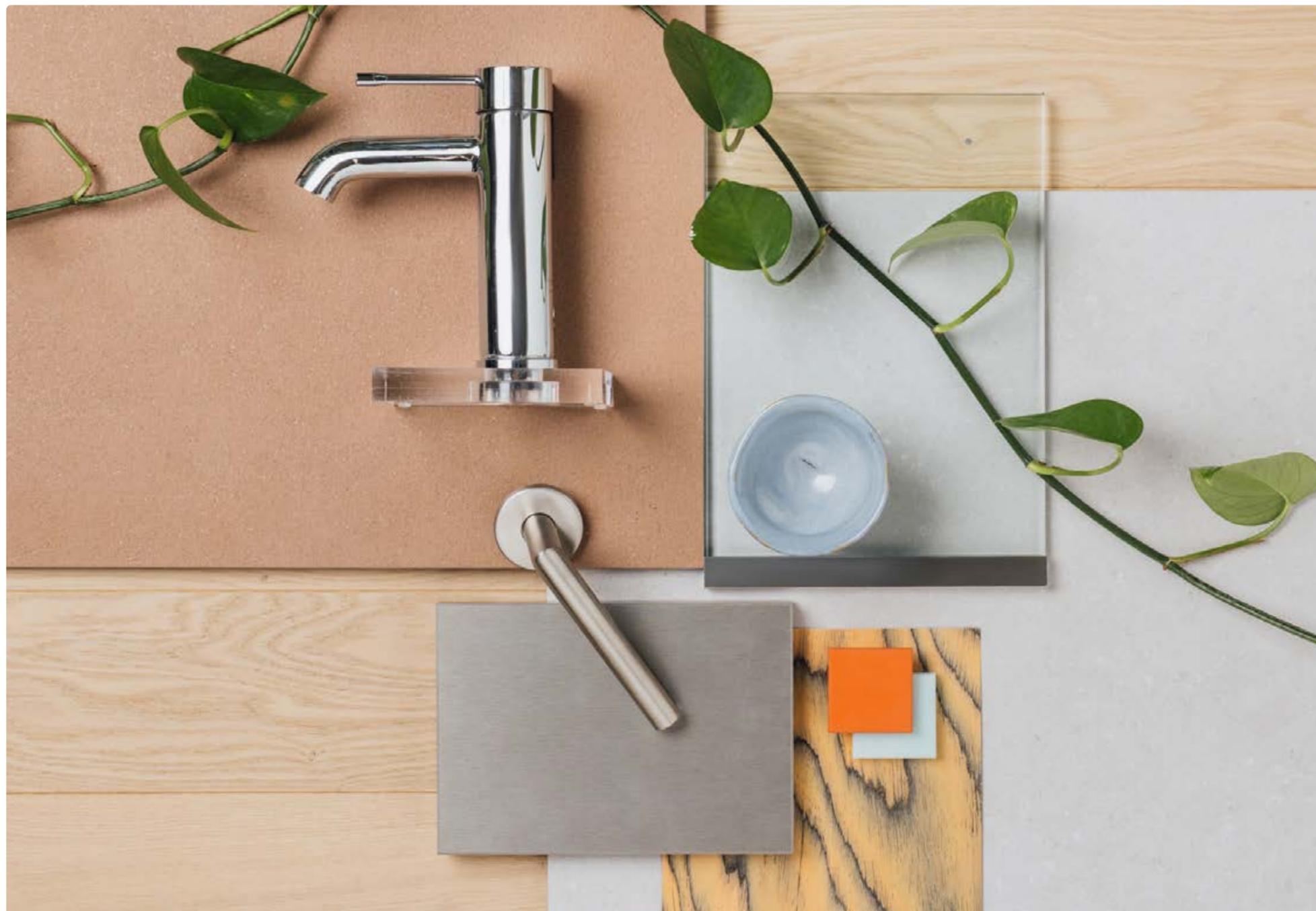


The group's annual report in the PDF format without the European Single Electronic Format (ESEF) markups.

The original document has been submitted in the machine-readable XHTML format to the Nasdaq Tallinn Stock Exchange and digitally signed (link: <https://nasdaqbaltic.com>)

## Liven AS group

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## CEO's letter

Dear investors,

Liven has become one of the market leaders in residential property development in the greater Tallinn area. We create homes, and a home is more than just bricks and mortar – it is a feeling created together. In 2025, our customer feedback score reached an all-time high of **9.6 / 10**. According to the Kantar Emor survey, we shared the top spot with Merko in the rankings of the most reputable property developers, and our developments have been considered the most attractive for several consecutive years. This is more than just recognition – this is the foundation that supports our growth.

In terms of figures, our strong market position translated into a record year. Revenue increased to **49.3 million euros**, net profit to **5.4 million euros** and the net return on equity was 28.1%, exceeding our long-term target of 20%. We signed 176 new sales contracts, the highest number on the greater Tallinn market for the second year in a row, and delivered 139 homes. These are Liven's best results to date.

More importantly, the work carried out last year has laid the groundwork for the future. We began construction on six new buildings and signed a record number of sales contracts, most of which will generate revenue in 2026. We started the current year with a presale portfolio worth **33.7 million euros**, and we are forecasting revenue growth of around 20% and a return on equity that exceeds the target.

After several years, our development portfolio grew again – **the volume of land purchased for development exceeded the volume of homes delivered**. We acquired two properties in Tallinn, and the detailed spatial plans that had been in the pipeline for a long time were either adopted or reached the adoption stage. The estimated revenue from our entire development portfolio exceeds 400 million euros, which will keep us

busy for the next four to five years. In Estonia, we set up our first 50:50 cooperation project, which enables us to grow with greater capital efficiency and we are prepared to collaborate with other landowners in a similar way.

**In Berlin, we started construction** on the first homes and more than 40% of the project has already been sold or reserved. Berlin is an area of long-term growth for us, where we are taking a step-by-step approach to minimise risk. We have also signed non-binding exclusive contracts for new properties and are preparing our next projects.

We conducted the first pilot projects for selling our Home Designer software and are now preparing to expand in Estonia and internationally. Although our software business is currently small, we recognise its long-term potential to add value, support our core business and give us a strategic edge.

In retrospect, 2025 was a year in which the efforts of previous years yielded tangible results in terms of both figures and market position. Looking ahead, our growing development portfolio, strong presales and geographical expansion in the longer term will pave the way for an even brighter future. As we enter the new year, we are doing so with confidence, focusing on customer satisfaction and profitable growth. We thank our investors for their continued support.

**Andero Laur**

Chairman of the Management Board and CEO

# Management report

## Key indicators for 2025

**€49.3 million**

Revenue

**€5.4 million**

Net profit

**28.1%**

Net return on equity

**# 1**

Most reputable property developer in Estonia (jointly held position)

**9.6 out of 10**

Customer feedback score

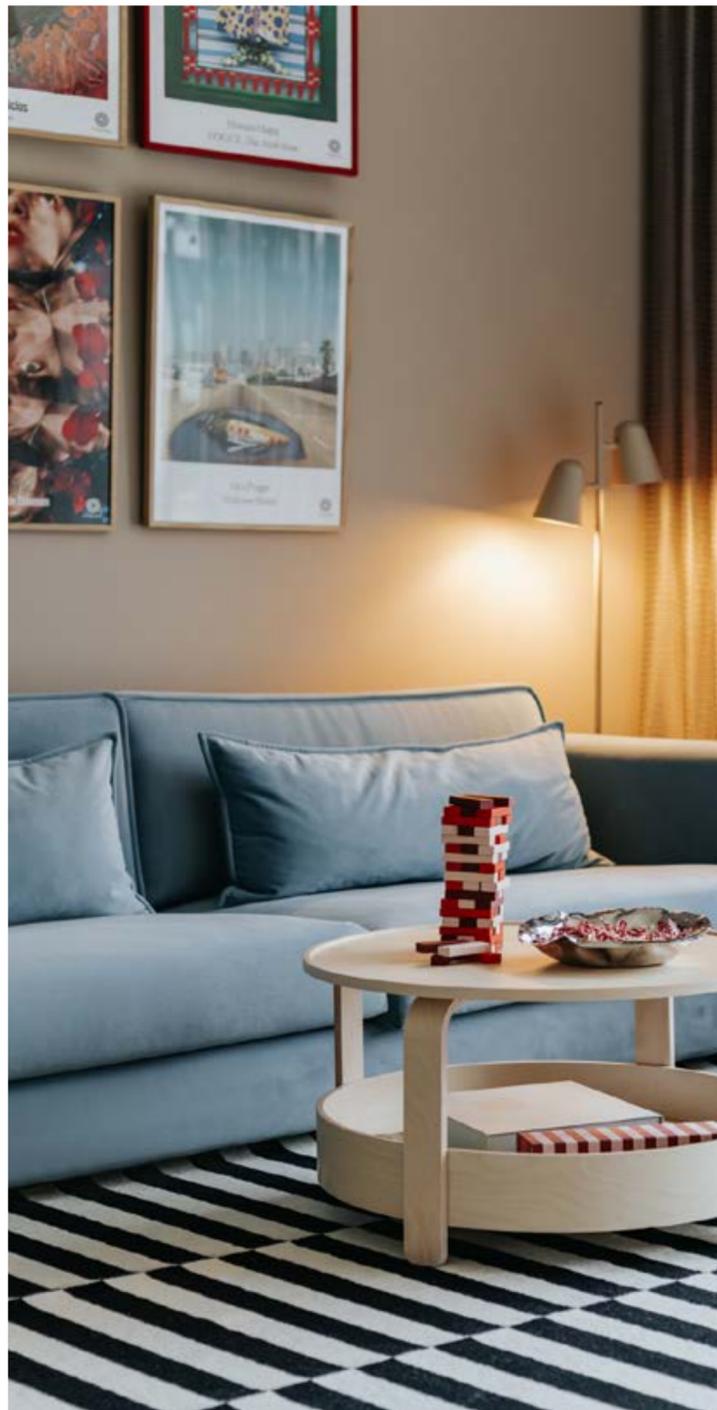
**343 homes**

Addition to the development portfolio

**1,566 homes**

For sale in the development portfolio  
(based on contracts under the law of obligations)





## Business model and strategy

### Liven's business model

Liven AS (Liven, the parent, the company or, together with its subsidiaries, the group) is a residential property developer operating in Tallinn and Berlin. The group's goal is to create complete, well-designed living environments. Since 2014, Liven has created over 900 homes in 15 different projects.

Liven's activities cover all stages of the residential development value chain: land acquisition, development, concept design, marketing, sales and after-sales service. Construction management is outsourced.

At the heart of Liven's value proposition are carefully considered concepts and building plans with a variety of interior design options and the opportunity to participate in the design of your new home. We also focus on software solutions to enable mass personalisation and enhance process management.

Customer satisfaction is a key strategic metric that we take into account when developing our business and rewarding our employees.

To develop profitably and cost-effectively, we need to operate in advanced economic and financing environments, as well as in growing cities with a sufficient population. Due to the amount of work involved in a development project, we typically need to be able to build over 50 homes on each property we acquire. We do not develop single-family homes. We specialise in housing, which means that when we acquire a development site, we ensure that the proportion of

commercial space does not exceed 25%, and that the businesses will add value to the living environment.

Liven manages its value proposition and risks at all stages of the development process. The most important work is carried out at the start: land purchase requires the existence of a comprehensive spatial plan that supports the proposed development project, as well as a detailed risk assessment and competitive advantages. The planned net return on equity (ROE) of an investment must exceed 20%.

The optimal presale volume (contracts signed under the law of obligations) for starting construction is 40–50%. This helps us keep investment risk low and ensures genuine customer interest.

Until now, Liven's development portfolio has mainly focused on Tallinn and the surrounding areas, where we see opportunities to grow faster than the market, primarily through diversifying the portfolio across different regions and city districts. We launch new projects and phases based on market demand.

In order to diversify risks and expand growth opportunities, we intend to gradually increase the proportion of properties located in Berlin, Germany. Based on the experience gained from an ongoing pilot project, we are seeking new properties to help us achieve a more sustainable operating volume in this market. As part of our environmental efforts, we have decided to strive for international green certifications, which are

held in even higher regard in Berlin than in Tallinn.

Due to the length of the development cycle and the capital-intensive nature of land acquisition and construction, our business model is characterised by a high level of debt. The long-term strategic target is to achieve an adjusted equity ratio of 40% (equity adjusted for construction loans). However, a lower ratio may be economically justified in the case of good investment opportunities and collateral.

To justify the high capital intensity, our long-term financial goal is to operate efficiently enough to sustainably maintain ROE at 20%.

In the short term, our target for 2026 is to grow revenue by around 20%, increase net profit and exceed the 20% ROE target.

At the end of 2025, our development portfolio comprised 11 projects, totalling over 1,500 homes at different stages of development, with an estimated sales volume of over 410 million euros. While this provides enough work for the next four to five years, the short-term target is to find sufficient investments to maintain and increase the number of homes under development in our portfolio.

To counterbalance investment in growth, we would like to consistently distribute 25% of profit before tax as dividends to shareholders.

## Economic environment and market dynamics

Whereas previous years were marked by rapid increases in interest rates and a sharp decline in transaction activity, 2025 brought the long-awaited market stabilisation and recovery. Last year, the Estonian real estate market saw Euribor stabilise, purchasing power gradually recover, and consumer confidence improve from low levels.

Throughout 2025, the 6-month Euribor showed signs of stabilisation. After lowering its key interest rates in four stages (by a total of 100 basis points) in the first half of 2025, the European Central Bank (ECB) left interest rates unchanged in the second half of the year in order to assess the impact of its earlier decisions on the economy. Euribor declined from 2.6% at the beginning of the year to 2.1% by year-end.

In Estonia, the increase in consumer prices remained higher than the euro area average (1.9%) in 2025. The average annual growth of the consumer price index was 4.8%, mainly due to rising food and service prices, as well as changes in taxes. According to the latest data and forecasts from Statistics Estonia, GDP grew by 0.3% at constant prices.

In terms of construction prices, the market has begun to stabilise following earlier volatility. However, regulations imposed by national and local governments or authorities could negatively impact construction and development costs. In 2025, prices were affected by rising production costs and the general inflationary environment.

According to Statistics Estonia, construction prices remained stable in 2025, increasing by just 1.5%.

A positive development was the continued recovery in wage purchasing power in 2025. Based on data from Statistics Estonia and the group's own estimates, the average gross wage increased by nearly 6.0% year on year, thereby exceeding the growth in consumer prices. Employment has remained relatively steady, supporting households' ability to cope with rising living costs. Although economic experts have highlighted some uncertainty in the labour market, the changes have not been significant and the growth rate of gross wages has remained stable. Despite rising incomes, long-term consumer confidence remained low throughout the year, although it improved in the second half of the year and at the beginning of 2026. Consumers have long maintained a wait-and-see approach, deferring major purchasing decisions even as wage growth has objectively begun to improve affordability.

A more pronounced recovery in household purchasing power is expected in 2026 due to the income tax changes that came into effect at the start of this year. According to projections by the Estonian central bank, these will increase people's net incomes by around 10%. This significantly exceeds the expected rise in prices, improving real purchasing power and enhancing the affordability of real estate.

	2025*	2024	2023	2022	2021
Annual change in GDP at constant prices	0.3%	-0.1%	-2.7%	-1.2%	8.3%
Change in average gross monthly wages and salaries	6.0%	8.3%	11.4%	11.6%	6.9%
Annual change in the consumer price index	4.8%	3.4%	9.2%	19.4%	4.6%
Unemployment rate	7.5%	7.6%	6.4%	5.6%	6.2%
Annual change in the construction price index	1.5%	1.6%	6.1%	17.8%	8.3%
6-month Euribor (at 31 December)	2.107%	2.568%	3.861%	2.693%	-0.546%

\*The latest available data at the date of completion of this report.

Source: Statistics Estonia, European Central Bank

Liven



## Tallinn real estate market

In 2025, the real estate market continued its gradual recovery from a weak external environment and transaction activity showed an upward trend over the year. According to the Land and Spatial Development Board, 9,020 residential apartment transactions took place in Tallinn during the year, 7.5% more than in 2024 (8,387 transactions).

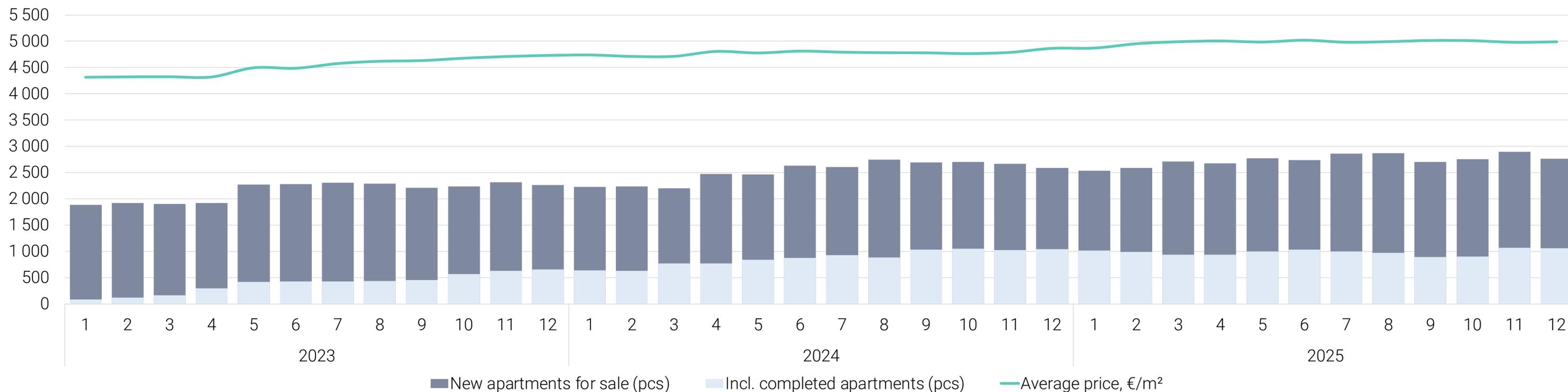
Transaction activity increased primarily in the secondary market, although a moderate upturn was also noticeable in the new developments segment. According to Citify.eu, a total of 1,515 apartments in new developments were sold in Tallinn in 2025, a 23.4% increase on 2024 (1,228 apartments). There was also a significant recovery in demand in the areas surrounding Tallinn, with 782 apartments sold during the year – nearly 50% more than in the previous year.

The number of listings in new developments in Tallinn grew slightly in 2025. According to Citify.eu, the annual average number of new apartments for sale increased by 8.7% to 2,742 (2024: 2,523). A total of 1,752 new apartments were added to the new developments market in Tallinn during the year. Over the past three years, there has been a clear upward trend in the number of completed apartments available for sale – in 2025, these accounted for an average of 38.4% of the total supply (1,063 apartments), a 12.9% increase on the 2024 average.

Price levels in the new developments market increased moderately in 2025. The average sales price per square metre in Tallinn increased by 4.3% year on year, reaching €4,987/m<sup>2</sup> (2024 average: €4,782/m<sup>2</sup>). There were no sudden, significant price changes in the market as increased supply and the stock of completed apartments kept prices stable.

The most active areas in Tallinn were also the districts with the highest supply: Haabersti, the city centre, northern Tallinn and the entire immediate surroundings of the city.

### Sales listings in new developments in Tallinn



Source: Market data on the supply and prices in new developments in Tallinn, published by Citify.eu.



## Berlin market in brief

The German real estate market underwent a correction phase. After three years of pressure, key indicators, including the Bulwiengesa Immobilienindex and reports by the analytics company FPRE, showed the first signs of stabilisation in 2025, with growth beginning to pick up again. The German economy as a whole is emerging from stagnation, and stabilising interest rates are restoring confidence among investors and homebuyers.

Although Berlin's economy has proven more resilient than the German average, its unemployment rate remains higher than in the rest of the country. In 2025, unemployment in Berlin continued to rise, exceeding the 10% mark.

Berlin's population continues to grow, driven by immigration. Due to strict rental market regulations, the availability of vacant rental properties is extremely low. According to real estate agency Guthmann, the vacancy rate for rental properties stands at just 0.3%. Free-market rents are more than twice as high as regulated rents and increased by 8.3% in 2025. Given these dynamics, many are considering buying a home rather than renting in the free market.

Although the demand for residential space is high and growing, the supply of real estate increased in both 2024 and 2025 primarily due to longer sales periods and weaker transaction activity. The main challenges have been uncertainty and affordability. According to Guthmann, the average price per square metre for new developments has risen to 8,220 euros, which is over 3,000 euros higher than the secondary market average (approximately €5,130/m<sup>2</sup>). High price levels and uncertain consumer sentiment led to a 28% decline in the number of transactions in new developments in 2025 compared to an already weak 2024.

The small number of transactions can also be attributed to the limited supply of new developments. The number of new projects brought to market and new building permits issued has been very low in recent years. Meanwhile, high construction prices and banks' reduced appetite for risk have forced smaller developers to exit the market. The recovery of purchasing power and consumer confidence creates favourable opportunities for developers.

Although the volume of new developments is expected to remain modest in 2026, stabilising interest rates and an increasing deficit suggest that demand is likely to recover. According to a survey by FPRE, the vast majority of market experts expect prices for new developments in Berlin to either remain stable or increase moderately in 2026.



## Financial results for 2025

### New sales contracts and revenue

Liven's key sales indicator is the conclusion of contracts under the law of obligations with new customers, which is accompanied by the homebuyer's initial down payment. Paid reservations are also used in the early stages of presale activity, prior to the signing of a contract. 2025 was Liven's most successful year in terms of sales, marked by steady growth in demand throughout all four quarters.

In 2025, the average number of homes for sale was 235. During the year, we concluded 176 new contracts under the law of obligations, which is the highest number in Liven's history (2024: 129).

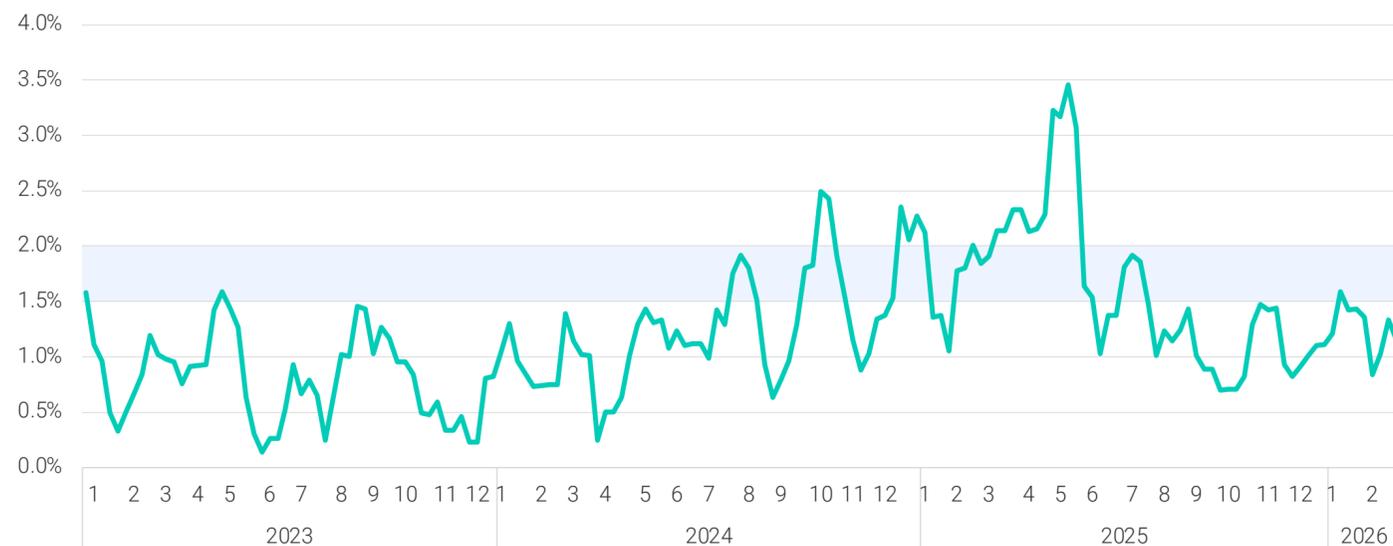
A reliable indicator of sales is the weekly sales ratio, i.e. the ratio of the average number of contracts under the law of obligations or paid reservations signed each week over a four-week period to the total number of homes for sale. The long-term normal level for this ratio is 1.5–2.0%, meaning it would take 1–1.5 years to sell all the homes on the market. However, due to strong interest in several new projects that entered presale in the first half of 2025, the ratio remained above average. In the second half of the year, the indicator normalised despite significantly higher supply than in previous years.

In 2025, we signed new sales contracts and generated regular rental and other income related to our core business of 48.1 million euros in total (2024: 39.4 million euros), driven by a broader offering in previous years and a steady recovery in demand. Of this amount, 21.2 million euros came from projects completed earlier or during the year, and 0.5 million euros was other revenue recognised during the period.

Homes sold during the year under contracts under the law of obligations that are not delivered under real right contracts during the same year are treated as presales. In 2025, the total revenue value of new contracts concluded for projects to be completed and delivered in subsequent years was 26.4 million euros (2024: 24.1 million euros). The presale portfolio decreased by 27.6 million euros (2024: 27.3 million euros) through the delivery of homes completed in 2025 and revenue recognition.

We entered 2026 with 101 contracts under the law of obligations in our presale portfolio, with a total revenue value of 33.7 million euros (31 December 2024: 35.0 million euros). The presale portfolio does not include the data on phase I of the Peakorter project, as the joint venture is not consolidated line by line and revenue from the delivery of related apartments is not recognised in the group's accounts.

Weekly sales ratio

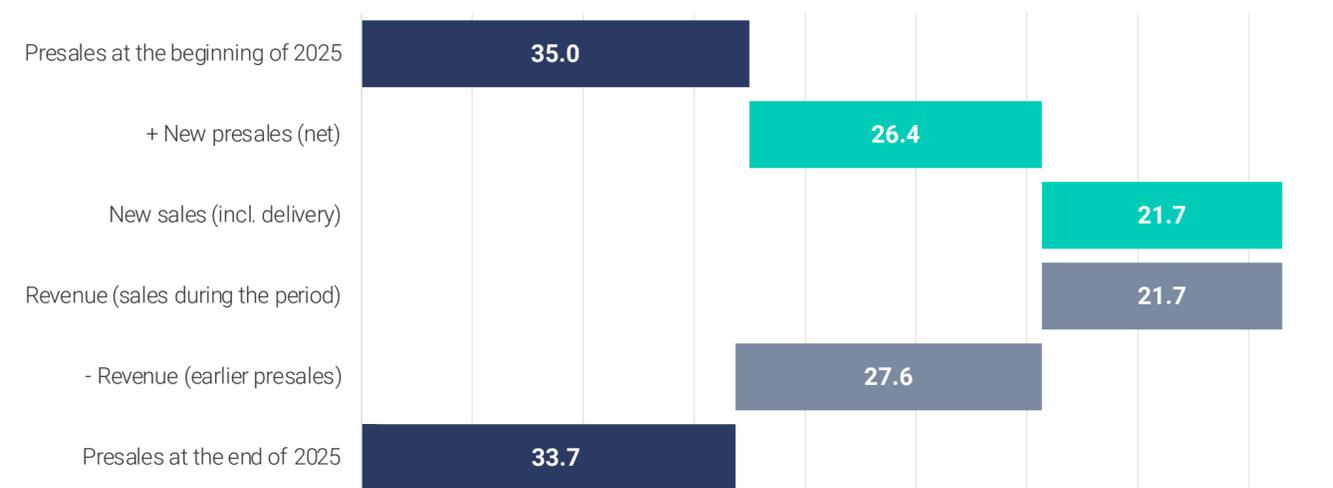


Contracts under the law of obligations or paid reservations signed per week / homes for sale (four-week rolling average).

Source: Liven.

Presales, new sales and revenue

(in million euros; excl. phase I of the Peakorter project)



We recognise revenue from the sale of real estate after the real right contract has been signed and ownership has been transferred to the home-buyer. In 2025, we concluded a total of 139 real right contracts for homes (2024: 92). Of these, 64 homes were delivered in phase I of the Regati project and 69 homes in various phases of the Iseära project that were completed during the year. In addition, we sold the final homes in the Magdaleena and Uus-Meremaa projects, thus concluding the sales of these developments.

Based on the portfolio of completed and ongoing developments, it was theoretically possible to deliver up to 194 residential and commercial units and generate up to 75 million euros in revenue in 2025. At the beginning of the year, we estimated annual revenue at around 55 million euros; however, as the construction timeline became clearer toward year-end, we revised the forecast to 45–50 million euros. Following the completion and delivery of homes in the Regati and Iseära projects, the group's revenue totalled 49.3 million euros in 2025, up 80.8% from 27.3 million euros in 2024.

Development projects completed and available for sale in 2025 and in earlier periods:

Subsidiary	Project, phase	Location	Area and number of units	31 December 2025 Proportion of apartments sold <sup>1</sup>	
				Contracts under the law of obligations (number/%)	Real right contracts (number/%)
Liven Kodu 5 OÜ	Uus-Meremaa, phase II	Lahepea street, Tallinn	5,108 m <sup>2</sup> , 58 homes and 2 commercial spaces	60 / 100%	60 / 100%
Liven Kodu 12 OÜ	Luuslangi, phase I	Jalami street, Tallinn	5,060 m <sup>2</sup> , 80 homes	78 / 98%	78 / 98%
Liven Kodu 16 OÜ	Iseära, phase II-A	Harkujärve	3,539 m <sup>2</sup> , 30 homes	30 / 100%	30 / 100%
Liven Kodu 16 OÜ	Iseära, phase II-K	Harkujärve	2,559 m <sup>2</sup> , 34 homes and 2 commercial spaces	35 / 97%	35 / 97%
Liven Kodu 16 OÜ	Iseära, phase II-B	Harkujärve	3,411 m <sup>2</sup> , 29 homes	25 / 86%	25 / 86%
Liven Kodu 19 OÜ	Magdaleena, phase II	Magdaleena 4, Tallinn	822 m <sup>2</sup> , 11 homes	11 / 100%	11 / 100%
Liven Kodu 20 OÜ	Regati, phase I	Regati pst 5, Tallinn	10,449 m <sup>2</sup> , 112 homes and 7 commercial spaces	77 / 65%	68 / 57%

Development projects completed and available for sale in 2024 and in earlier periods:

Subsidiary	Project, phase	Location	Area and number of units	31 December 2024 Proportion of apartments sold <sup>1</sup>	
				Contracts under the law of obligations (number/%)	Real right contracts (number/%)
Liven Kodu 5 OÜ	Uus-Meremaa, phase II	Lahepea street, Tallinn	5,108 m <sup>2</sup> , 58 homes and 2 commercial spaces	57 / 92%	57 / 92%
Liven Kodu 12 OÜ	Luuslangi, phase I	Jalami street, Tallinn	5,060 m <sup>2</sup> , 80 homes	71 / 87%	71 / 87%
Liven Kodu 16 OÜ	Iseära, phase II-A	Harkujärve	3,539 m <sup>2</sup> , 30 homes	27 / 89%	27 / 89%
Liven Kodu 19 OÜ	Magdaleena, phase II	Magdaleena 4, Tallinn	822 m <sup>2</sup> , 11 homes	9 / 76%	9 / 76%

<sup>1</sup> Contracts concluded in the project by the date, percentage based on the proportion of square metres.

## Profit and financial position

The significantly higher revenue compared to previous years also had a positive impact on profit. The group's net profit for 2025 was **5.4 million euros**, a substantial increase on the 0.6 million euros earned in 2024. Results were supported by the successful delivery of projects and improved profitability, achieved through more efficient management of the cost base. The strong net profit increased the return on equity (ROE) for 2025 to **28.1%** (2024: 3.1%), which exceeds the group's long-term strategic target of 20%.

At 31 December 2025, the balance of cash and cash equivalents was 8.6 million euros (31 December 2024: 5.9 million euros). Equity increased to 23.6 million euros by the end of 2025 (31 December 2024: 18.2 million euros). Borrowings at the end of the period amounted to 46.7 million euros (31 December 2024: 47.3 million euros).

During the year, we raised new loans to finance ongoing construction operations, and following the delivery of new homes, we also settled a significant portion of our previous liabilities. In total, we took out new loans of 35.7 million euros (2024: 32.2 million euros) and made loan repayments of 36.2 million euros (2024: 24.3 million euros).

In March, we conducted a public offering of bonds, raising an additional 6.2 million euros. At 31 December 2025, the equity ratio adjusted for construction loans stood at 29.2% (31 December 2024: 27.9%). While this represents an improvement, the ratio remains below our long-term strategic target of 40%.

## Events and developments in 2025

2025 was the most successful year in terms of sales and profit in Liven's history. As well as completing construction operations started in previous years, 2025 saw several important developments and events that will help us maintain and improve our financial performance in the coming years. We launched numerous new construction projects and acquired a sufficient number of new properties to expand our development portfolio despite the record sales results.

### Highlights of the year:

- A total of 184 residential and commercial units were completed in phase I of the Regati project and phase II of the Iseära project.
- We signed 6 agreements with general contractors for construction works in Tallinn and launched the construction of more than 270 homes in 5 projects: Olemuse, Peakorter – phase I, Virmalise 3, Luuslangi – phase II, and subsequent phases of Iseära.
- We commenced our first construction project in Berlin, Germany: 24 homes in the Wohngarten project.
- We signed a record 176 new contracts under the law of obligations, including our first sales in Berlin.
- We raised 6.2 million euros through a public bond offering.
- We acquired from the landowner a 50% stake in the properties at Erika 6a and 6b for the development of phase I of the Peakorter project.
- We acquired two new properties at auctions, adding more than 250 homes to our development portfolio.
- During the year, a detailed spatial plan was adopted for Juhkentali 48, and the Tallinn City Government approved the detailed plan for Kadaka tee 88 (Kadakadabra), which was adopted by the City Council in February 2026.
- According to Kantar Emor's annual survey of the most reputable property developers, Liven ranked joint first in 2025.
- According to Citify, Liven once again sold the largest number of new homes in the greater Tallinn area in 2025.



## Customer feedback and Liven's brand recognition

Gathering homebuyer feedback on all projects to enhance and manage quality is a key part of Liven's business model. This is done when:

- the contract has been signed under the law of obligations;
- the deadline for modification works has passed;
- the home has been delivered after signing the real right contract; and
- the warranty work has been completed.

In 2025, our average customer feedback score was **9.6** out of 10. This exceeds the consistently high levels achieved in previous years, confirming that our focus on personalised service and carefully designed homes is highly valued by customers.



## The most reputable real estate developers in Estonia

Liven remains among the top most reputable real estate developers, according to Kantar Emor's annual survey of the recognition and reputation of real estate brands.

In the 2025 survey, **Liven share first place** with Merko, further consolidating its reputation as a developer of **the most attractive properties**. Liven is recognised as a trendsetter offering distinctive, modern architectural solutions. Customer feedback and market research confirm that Liven has succeeded in maintaining and enhancing its brand value, even when launching large-scale developments.

## Key performance indicators and ratios

(in thousands of euros)	2025	2024	2023	2022	2021
Number of contracts signed under the law of obligations	176	129	69	106	125
Number of real right contracts signed	139	92	148	186	35
Customer feedback score in the past 12M (10 point scale)	9.6	9.2	8.0	8.9	9.0
Size of development portfolio at end of year (units for sale based on contracts under the law of obligations)	1,556	1,407	1,496	1,557	1,719
<b>Revenue</b>	<b>49,287</b>	<b>27,266</b>	<b>35,765</b>	<b>32,618</b>	<b>6,278</b>
Earnings before interest, tax, depreciation and amortisation (EBITDA)*	10,046	6,701	3,788	7,618	1,353
EBITDA margin, %*	21.1%	24.6%	10.6%	23.4%	21.5%
Operating profit	5,483	1,287	867	3,324	656
Operating margin, %*	11.1%	4.7%	2.4%	10.2%	10.4%
<b>Net profit</b>	<b>5,414</b>	<b>558</b>	<b>775</b>	<b>3,324</b>	<b>638</b>
Attributable to owners of the parent	5,414	558	775	3,324	647
Attributable to non-controlling interests	0	0	0	0	-9
Net margin, %*	11.0%	2.0%	2.2%	10.2%	10.3%
Weighted average number of shares (in thousands)	12,000	11,899	11,753	11,515	10,888
Earnings per share (in euros)	0.451	0.047	0.066	0.289	0.059
Attributable to owners of the parent (in euros)	0.451	0.047	0.066	0.289	0.059
Assets at end of period	86,457	78,298	68,559	60,279	50,257
Equity at end of period	23,590	18,237	18,122	16,526	12,881
Attributable to owners of the parent	23,590	18,237	18,122	16,526	12,807
Equity ratio, %*	27.3%	23.3%	26.4%	27.4%	25.5%
<b>Equity ratio (excluding construction loans), %*</b>	<b>29.2%</b>	<b>27.9%</b>	<b>32.0%</b>	<b>32.6%</b>	<b>28.3%</b>
<b>Return on Equity (ROE), %*</b>	<b>28.1%</b>	<b>3.1%</b>	<b>4.6%</b>	<b>22.4%</b>	<b>6.6%</b>
Return on capital employed (ROCE), %*	15.4%	13.6%	8.6%	22.3%	5.9%
Return on assets (ROA), %*	6.1%	1.8%	1.3%	5.8%	1.9%
Current ratio (times)	3.16	4.25	2.36	3.87	2.55
Quick ratio (times)	0.41	0.43	0.19	0.37	0.26
Average number of employees	36	31	27	24	16

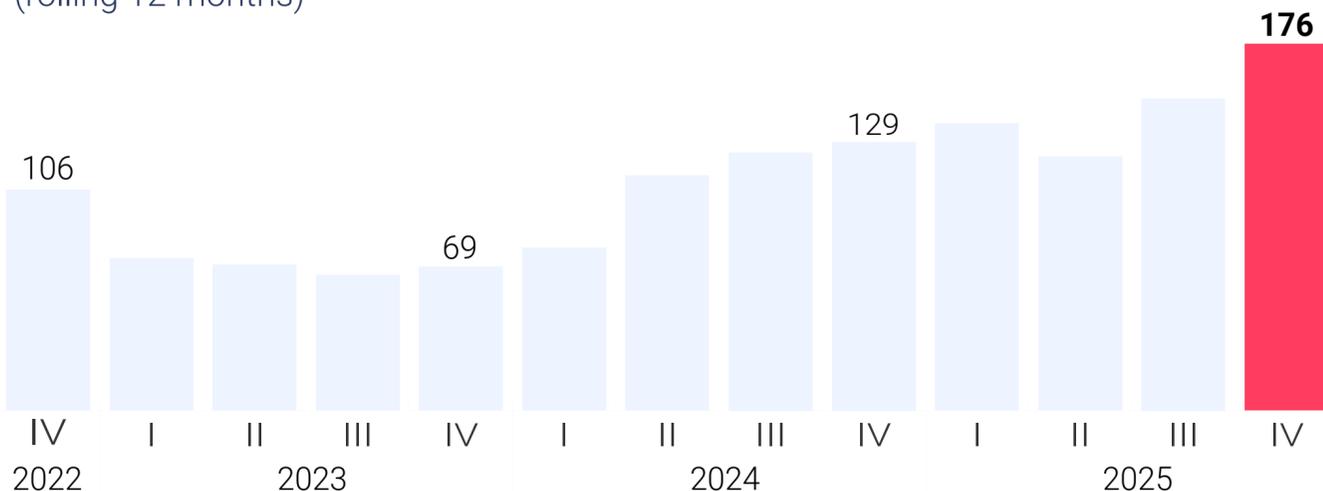
\* The formulas and input data used to calculate the alternative performance measures presented in the table are provided in the chapter Alternative performance measures, see page 76.



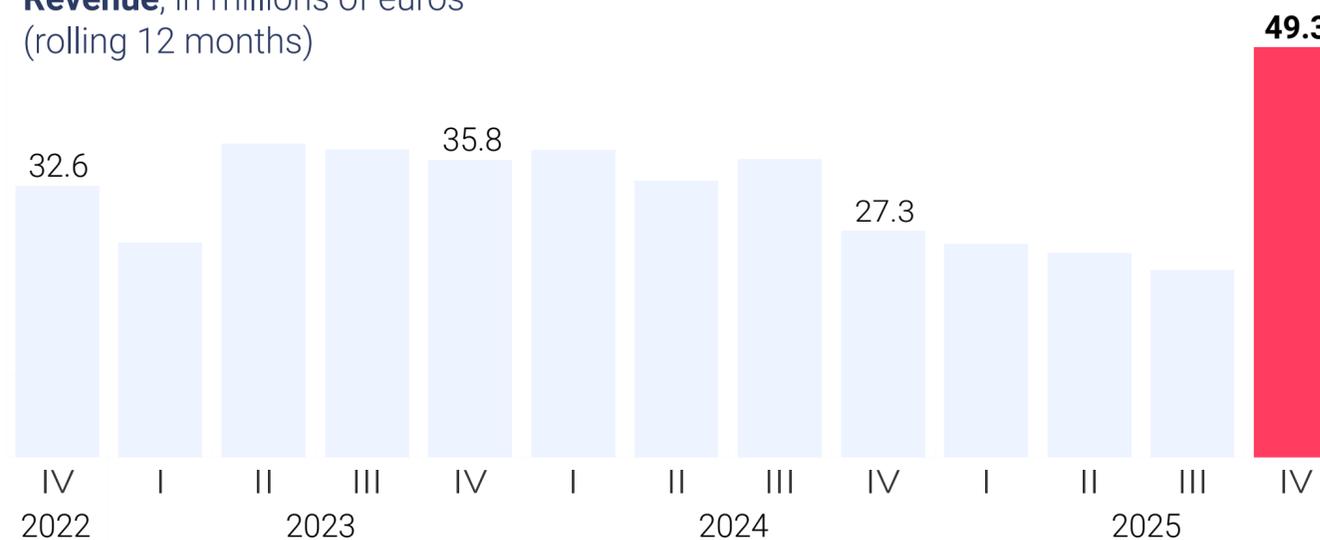
## Rolling 12 months

The results of real estate development are significantly influenced by the timing of projects, as well as the time lag between concluding sales contracts and delivering homes. A rolling 12-month view provides an overview of relevant relationships, as well as longer-term trends and dynamics. Market dynamics are most directly reflected in the number of new sales contracts. Based on recent years, the weighted average period from signing a sales contract under the law of obligations to delivering a home under a real right contract is approximately 15 months. This means that market trends typically reach revenue and profit with a lag of four to five quarters.

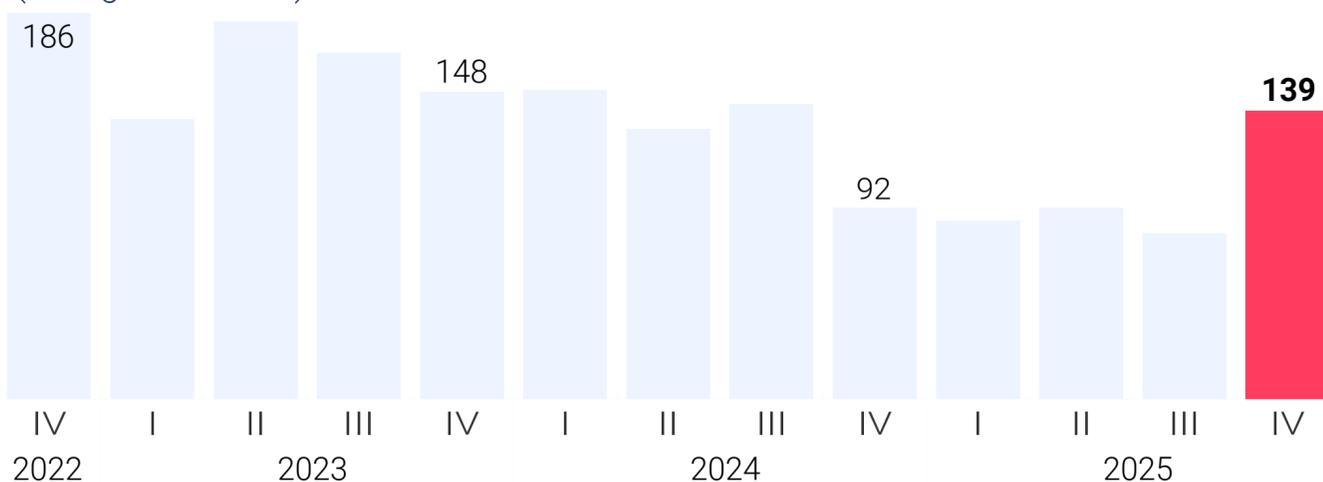
**New sales, number of contracts under the law of obligations**  
(rolling 12 months)



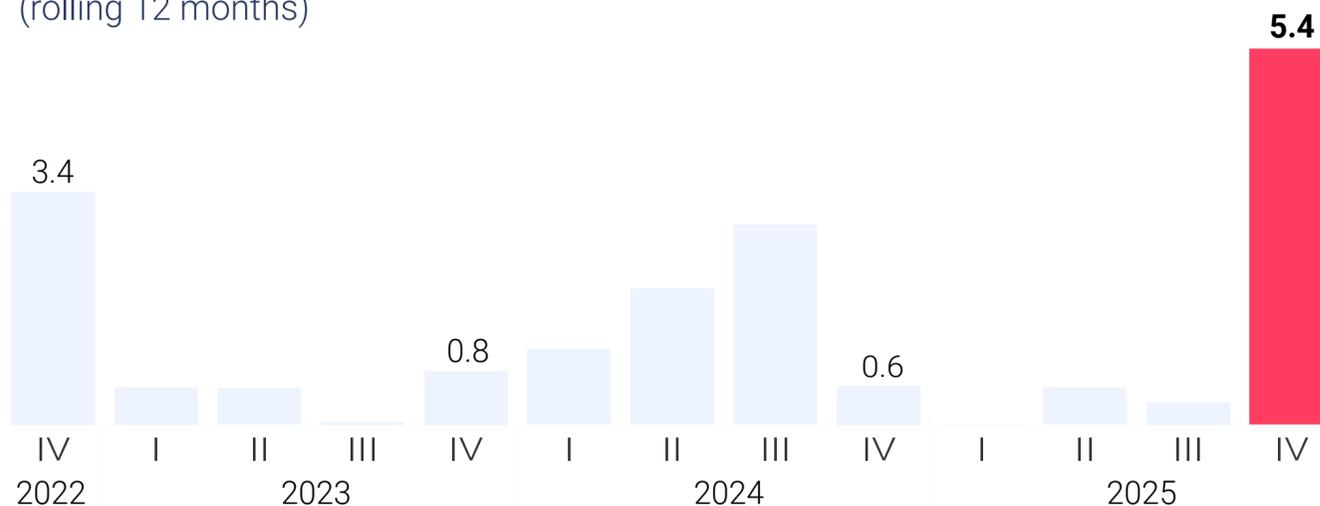
**Revenue, in millions of euros**  
(rolling 12 months)



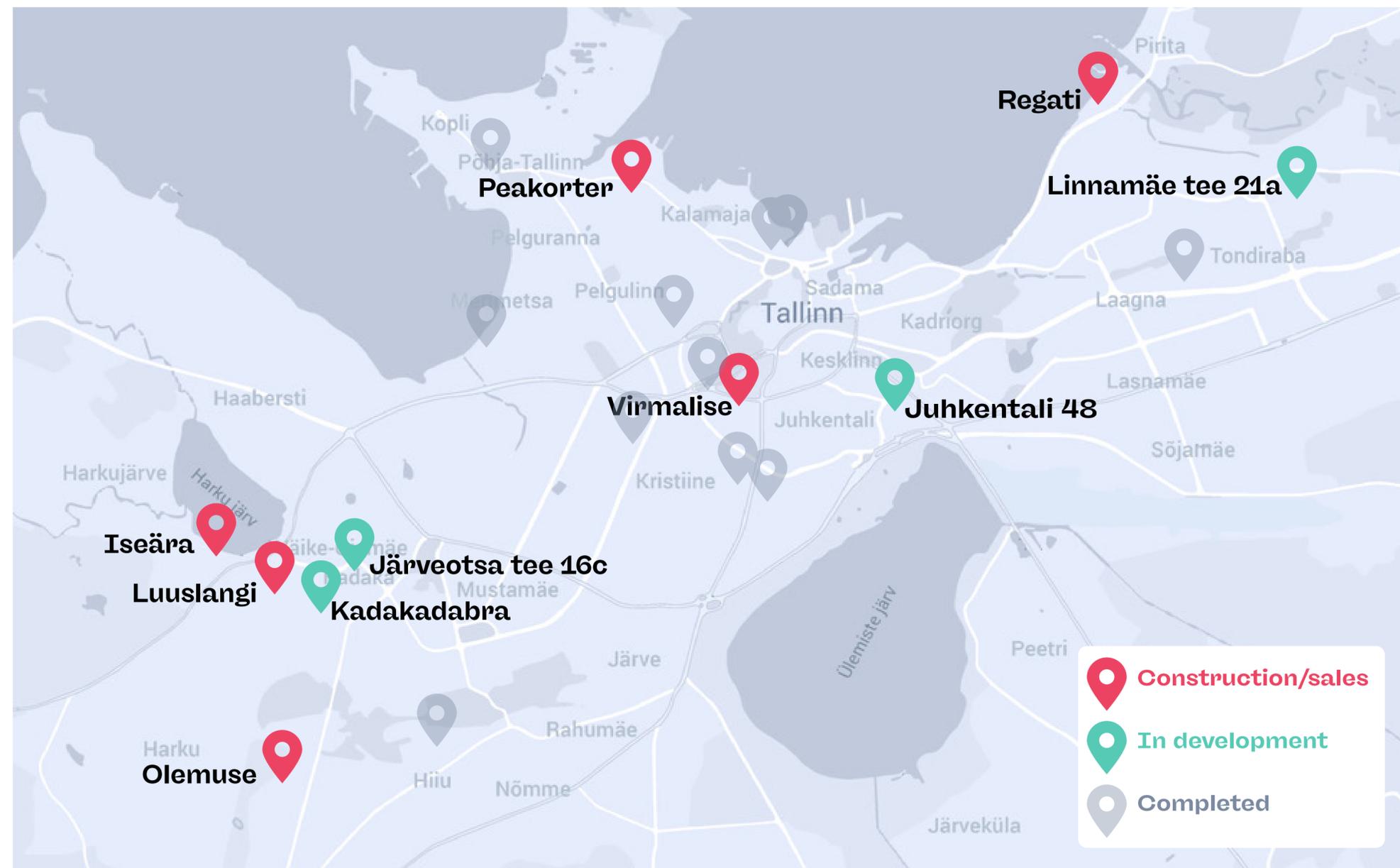
**Homes delivered, number of real right contracts**  
(rolling 12 months)



**Net profit, in millions of euros**  
(rolling 12 months)



## Development portfolio and development activities in 2025



At 31 December 2025, Liven had 11 development projects at various stages of development (31 December 2024: 11).

The development portfolio as at the reporting date comprised properties located in and around Tallinn and in Berlin with a total saleable above-ground area of 123,117 m<sup>2</sup> (31 December 2024: 113,882 m<sup>2</sup>), which will allow creating 1,568 homes (31 December 2024: 1,407) and 9,057 m<sup>2</sup> of commercial space (31 December 2024: 9,714 m<sup>2</sup>). Liven's business model focuses on the creation of homes and commercial premises that support the living environment, which is why the share of commercial premises is low: 7.4% at 31 December 2025 (31 December 2024: 8.5%).

At the reporting date, the total amortised cost of the properties in the group's development portfolio, which are recognised as inventories, was 28.6 million euros (31 December 2024: 30.6 million euros). The development and construction costs of the properties are also capitalised and included in inventories. Consolidated assets as at 31 December 2025 totalled 86.5 million euros (31 December 2024: 78.3 million euros), of which inventories accounted for 71.0 million euros, i.e. 82.1% (2024: 67.9 million euros, i.e. 86.7%). The group recognises properties under development within inventories at cost, and the properties and their development costs have not been written up to market value.



### Purchase of new properties

We acquired two new properties in Tallinn in 2025 to expand our development portfolio and secure future business: one at Linnamäe tee 21a in the Lasnamäe district and the other at Järveotsa tee 16c in the Haabersti district. The exact construction volume for both properties will be clarified during the detailed spatial planning process, but the group estimates that the total construction volume will be 17,500 m<sup>2</sup>, comprising 275 residential and commercial units.

During the year, 68 new homes were added to the portfolio in phase I of the Peakorter project developed by EK 6 OÜ (the group's 50/50 joint venture). The contract signed with Oma Grupp OÜ marks the group's first collaboration project with a landowner.

In contrast to the previous three years, the volume of new projects added to the development portfolio in 2025 exceeded the number of homes sold, indicating that the development portfolio had resumed growth.

### Projects completed earlier and in 2025

The construction of three projects launched in the previous year, comprising 184 residential and commercial units, was completed in 2025. The first three apartment buildings with 36 homes in the Iseära project were completed in spring and 29 homes in the terraced houses of the Iseära development were completed in autumn. The largest construction project, consisting of 112 homes and 7 commercial spaces in phase I of the Regati project, was completed at the end of the year.

At 31 December 2025, the group had a total of 44 completed homes and 7 commercial units for sale (including those completed in previous years) – 38 homes and 7 commercial units in the Regati project, 4 homes in the Iseära project and 2 homes in the Luuslangi project.

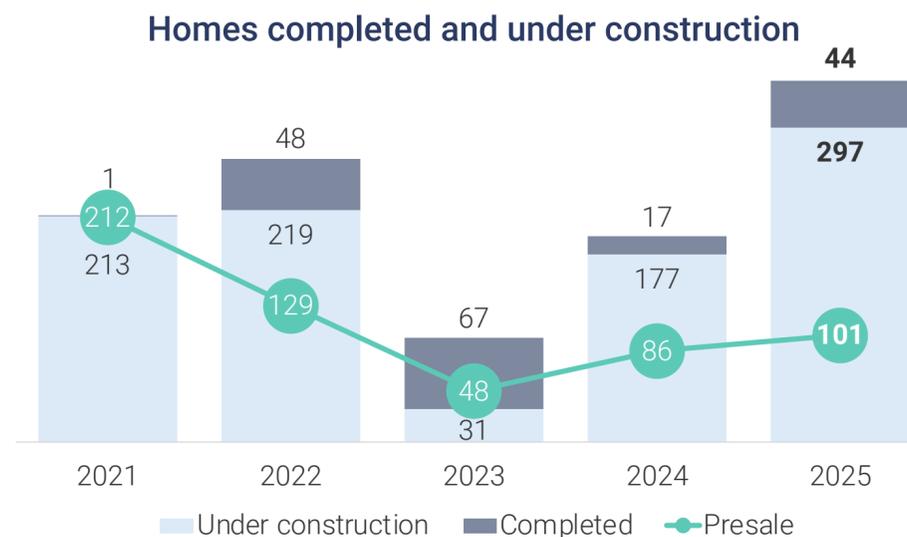
During the year, the final homes in both the Uus-Meremaa and Magdaleena projects were sold.

The commercial unit at Türi 4 has been rented out for the provision of accommodation services and is classified as an investment property.

### Projects for sale and under construction

In addition to the homes completed in previous periods and during the year, the group launched sales of several new projects: Olemuse, Virmalise, Wohngarten, phase I of Peakorter and the next phases of Iseära. Sales of phase II of the Luuslangi project also continued.

As the presale level in these projects was sufficiently high, 2025 proved to be a very active year in terms of starting construction. In total, we signed 7 general contractor agreements in six projects and started building 297 new homes during the year. This included commencing construction in Berlin and in a 50/50 joint venture.



Project	Number of homes	Planned completion
Luuslangi	39	2026
Olemuse	72	2026
Iseära terraced houses	30	2026
Iseära apartment buildings	36	2026
Virmalise	28	2026
Peakorter, phase I*	68	2027
Wohngarten	24	2027
<b>Total</b>	<b>297</b>	

\*A 50/50 joint venture.



## Projects for sale and under construction

*Developments with identified building rights*

### Iseära

Project company:	<b>Liven Kodu 16 OÜ</b>
Location:	Harkujärve, Harku
Stage:	Complete / under construction
Architect:	ARS Projekt
Number of homes:	233 terraced units, 151 apartments
Saleable area (m <sup>2</sup> ):	38,815
- Under construction	15%
- To be constructed	45%
Energy efficiency class:	A
Website:	iseara.liven.ee
Start of construction:	Q1 2022
Scheduled completion:	Q2 2030

In the Iseära project in Harkujärve village, 39 terraced houses and 13 apartment buildings will be completed in phases: over 380 homes in total and a childcare centre for four groups. 40% of the project was completed in previous years, 15% is under construction and 45% will be built in the future.

Since 2023, new terraced houses have been completed in the development every year and the first apartment buildings were completed in 2025. Out of completed homes, only 4 were still for sale at the end of 2025.

The construction of the next five terraced houses (30 homes) and three apartment buildings (36 homes), which

will be completed in the second half of 2026, started in 2025. By the end of 2025, 21 terraced homes and 11 apartments were sold in phases under construction.

In autumn 2025, we began the presale of the next four terraced houses comprising 22 homes, which we will start building in 2026. The start of presales and construction of the next phases depends on sales of the previous phases.

Tesron Ehitus OÜ (terraced houses) and Oma Ehitaja AS (apartment buildings) are the general contractors. Bigbank AS financed the acquisition of the properties and construction of the buildings and infrastructure.



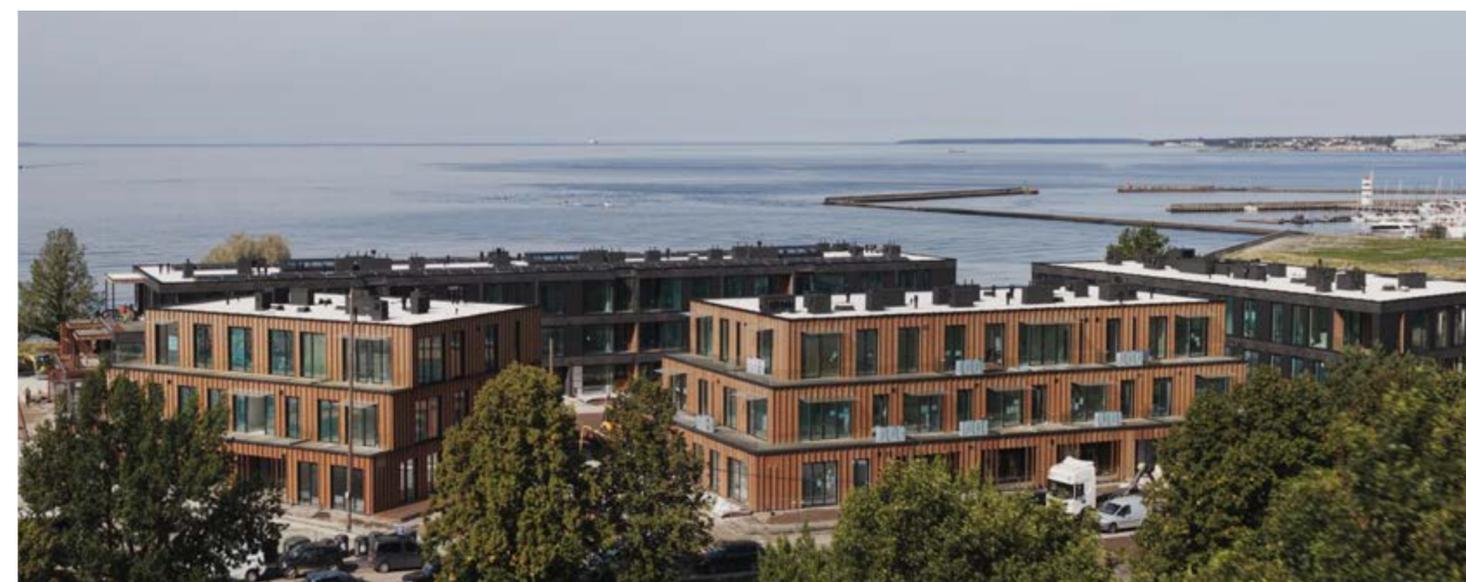
### Regati

Project company:	<b>Liven Kodu 20 OÜ</b>
Location:	Regati pst 3, 5
Stage:	Phase I complete, phase II building design document
Architect:	Salto arhitektid
Number of homes:	220 apartments
Saleable area (m <sup>2</sup> ):	20,669
- Not under construction	49%
Energy efficiency class:	A; LEED Platinum
Website:	regati.liven.ee
Start of construction:	Q1 2024
Scheduled completion:	Q1 2028

220 homes will be completed in two phases at Regati pst 3 and 5 near the Tallinn Olympic Yachting Centre at Pirita.

Phase I construction (112 homes, 7 commercial spaces) was completed, and home deliveries started at the end of 2025. Mitt & Perlebach OÜ was the general contractor, and LHV Pank AS financed the project. By the end of 2025, 75 of 112 homes had been sold and 64 delivered.

The building permit for phase II was issued in December 2025. We are planning to start the sales and construction of phase II in the second half of 2026, depending also on how quickly the homes completed in phase I are sold.



## Luuslangi

Project company:	<b>Liven Kodu 12 OÜ</b>
Location:	Jalami street, Astangu, Tallinn
Stage:	Phase I complete, phase II under construction
Architect:	Kadarik Tüür Arhitektid
Number of homes:	224 apartments
Saleable area (m <sup>2</sup> ):	14,212
- Under construction	17%
- To be constructed	47%
Energy efficiency class:	A
Website:	luuslangi.liven.ee
Start of construction:	Q3 2022
Scheduled completion:	Q2 2028

The Luuslangi project in the Haabersti district comprises 13 apartment buildings with 224 homes, which will be completed in phases. 36% of the project was completed in previous years, 17% is under construction, and the remaining 47% will be built in the future.

Sales of the final homes in the apartment buildings completed in late 2023 continued throughout the year, with only 2 remaining for sale by the end of 2025.

The construction of the first buildings in phase II began in summer 2025, with 39 homes due to be completed at Jalami 6 in 2026. By 31 December 2025, 22 of these homes had been sold. The presales of homes in the building at Jalami 4 also began in autumn, with 6 reserved by the end of the year. The construction of the buildings at Jalami 4 began in early 2026, with completion expected in 2027.

The start of presales and construction of the next phases depends on sales of the previous phases.

Mitt & Perlebach OÜ is the general contractor for all apartment buildings in the project and LHV Pank AS finance phase II.



## Wohngarten

Project company:	<b>Liven HW11 GmbH</b>
Location:	Berlin, Germany
Stage:	Under construction
Architect:	aalt+studio
Number of homes:	24 apartments
Saleable area (m <sup>2</sup> ):	1,109
Energy efficiency class:	KfW 40
Website:	liven.de/wohngarten
Start of construction:	Q2 2025
Scheduled completion:	Q1 2027

Our first pilot project in the German market is a six-storey residential building with 24 apartments, which we are developing at Hüttenroder Weg 11 in Neukölln, Berlin.

We launched the presale and construction of the project in 2025. By the end of the year, we had signed four notarised sales contracts, with new contracts and reservations secured in the first few months of 2026. By February 2026, 45% of the homes had been sold or reserved. The building is scheduled for completion in early 2027.



## Olemuse

Project company:	<b>Liven Kodu 22 OÜ</b>
Location:	Kalda 5, Pääsküla, Tallinn
Stage:	Under construction
Architect:	Lumia
Number of homes:	72 apartments
Saleable area (m <sup>2</sup> ):	6,854
Energy efficiency class:	A+10%
Website:	olemuse.liven.ee
Start of construction:	Q3 2025
Scheduled completion:	Q4 2026

A total of 72 homes will be completed in 12 three-storey residential buildings at Kalda 5 in Nõmme.

The presale of the project began in the first half of 2025 and the construction of the buildings started in autumn. NOBE OÜ is the general contractor and Coop Pank AS is financing the construction of the project. By 31 December 2025, 24 homes in the buildings had been sold. The buildings are scheduled for completion and the first homes are expected to be delivered in the second half of 2026.



## Virmalise

Project company:	<b>Liven Kodu 21 OÜ</b>
Location:	Virmalise 3, Uus Maailm, Tallinn
Stage:	Under construction
Architect:	Liven / Kuup Ruut arhitektuuribüroo
Number of homes:	28 apartments
Saleable area (m <sup>2</sup> ):	2,124
Energy efficiency class:	A
Website:	virmalise.liven.ee
Start of construction:	Q4 2025
Scheduled completion:	Q4 2026

A residential building with 28 homes and a closed courtyard will be completed at Virmalise 3 in Uus Maailm, Tallinn, by the end of 2026.

In 2025, we began the presale of the project, demolished the previous commercial building on the plot and started the construction of the new building in autumn. The general contractor is Bildgren Ehitus OÜ and the project and its construction are financed by Bigbank AS. By 31 December 2025, 8 homes had been sold.



## Peakorter phase I

Project company:	<b>EK 6 OÜ</b>
Location:	Erika 6a and 6b, Karjamaa, Tallinn
Stage:	Under construction
Architect:	PIN Arhitektid
Number of homes:	68 apartments
Saleable area (m <sup>2</sup> ):	4,994
Energy efficiency class:	A
Website:	peakorter.liven.ee
Start of construction:	Q3 2025
Scheduled completion:	Q1 2027

Two apartment buildings with a total of 68 homes, located at Erika 6a and 6b in Põhja-Tallinn, will be completed in cooperation with Oma Grupp OÜ as part of a 50/50 joint venture project. One of the buildings incorporates a nine-storey water tower which will be partially reconstructed.

In 2025, we signed the joint venture agreement and started active presale and construction of the project. The general contractor is Oma Ehitaja AS and Coop Pank AS is financing the construction. By the end of 2025, 20 homes had been sold in the buildings scheduled for completion in early 2027.



## Juhkentali 48

Project company:	<b>Liven Kodu 17 OÜ</b>
Location:	Juhkentali 48, Juhkentali, Tallinn
Stage:	Building design documentation
Number of homes:	63 apartments and commercial units
Saleable area (m <sup>2</sup> ):	7,986
Energy efficiency class:	A, LEED Gold
Start of construction:	Q4 2026
Scheduled completion:	Q4 2027

In September 2025, a detailed spatial plan was adopted for Juhkentali 48, allowing for the construction of a residential and commercial building comprising 63 apartments and 4,033 m<sup>2</sup> of commercial units on the property.

An architectural competition was launched at the end of 2025, with the results due to be announced in the first quarter of 2026. In February 2026, we decided to continue work on the basis of a rental building concept. Construction is expected to begin at the end of 2026.



## Projects awaiting detailed spatial plans or building design specifications

*Projects with building rights to be identified.*

### Kadakadabra

Project company:	<b>Liven Kodu 10 OÜ</b>
Location:	Kadaka tee 88, Astangu, Tallinn
Stage:	Detailed spatial plan
Architect:	Pluss Arhitektid
Number of homes:	391 apartments
Saleable area (m <sup>2</sup> ):	24,733
Energy efficiency class:	A, LEED Gold
Start of construction:	Q4 2026
Scheduled completion:	Q2 2031

A total of 17 two- to four-storey buildings, comprising 391 apartments, will be completed in phases as part of the project acquired in 2017.

The Tallinn City Government approved the detailed spatial plan in late 2025 and adopted it in February 2026.

We will start preparing for the presale of phase I homes this year and, depending on the sales results, we expect to begin construction in the second half of 2026.



### Peakorter phase II

Project company:	<b>Liven Kodu 18 OÜ</b>
Location:	Erika 12, Karjamaa, Tallinn
Stage:	Detailed spatial plan
Architect:	Kadarik Tüür Arhitektid
Number of homes:	137 apartments and 7 commercial units
Saleable area (m <sup>2</sup> ):	8,872
Energy efficiency class:	A+10% / LEED*
Website:	peakorter.liven.ee
Start of construction:	Q1 2027
Scheduled completion:	Q4 2028

We are planning to build six apartment buildings comprising 137 apartments and 7 commercial spaces on the Erika 12 property, which was acquired in 2020.

The drawn-out process for the adoption of a detailed spatial plan continued throughout 2025. We hope that the process will be completed and the plan adopted in 2026.



*\*We plan to design buildings that either exceed the requirements for energy efficiency class A by 10%, or meet the requirements for a LEED Gold Certificate.*

### Linnamäe tee 21a

Project company:	<b>Liven Kodu 23 OÜ</b>
Location:	Linnamäe tee 21a, Lasnamäe, Tallinn
Stage:	Detailed spatial plan
Number of homes:	154 residential and commercial units
Saleable area (m²):	9,500
Energy efficiency class:	A+10%/ LEED*
Start of construction:	Q3 2030
Scheduled completion:	Q3 2032

To expand our development portfolio, we purchased the nearly 9,500 m² development property at Linnamäe 21a at an auction held by the Land and Spatial Development Board in September 2025. A complete residential and commercial complex comprising around 154 units has been planned for the site.

The exact scope of the building rights will be determined during the upcoming detailed spatial planning process.

*\*We plan to design buildings that either exceed the requirements for energy efficiency class A by 10%, or meet the requirements for a LEED Gold Certificate.*

### Järveotsa tee 16c

Project company:	<b>Liven Kodu 24 OÜ</b>
Location:	Järveotsa tee 16c, Haabersti, Tallinn
Stage:	Detailed spatial plan
Number of homes:	111 residential and commercial units
Saleable area (m²):	8,000
Energy efficiency class:	A+10%/ LEED*
Start of construction:	Q4 2029
Scheduled completion:	Q4 2031

We purchased the development property at Järveotsa tee 16c in Haabersti, Tallinn, at an auction held by the Land and Spatial Development Board at the end of 2025. Our plans include building a residential complex with commercial units to enhance the local living environment.

The exact scope of the building rights will be determined during the upcoming detailed spatial planning process.

*\*We plan to design buildings that either exceed the requirements for energy efficiency class A by 10%, or meet the requirements for a LEED Gold Certificate.*



## Liven's environmental objectives and Green Financing Framework

As global environmental concerns increase, so does the importance of improving environmental sustainability in the construction sector. At Liven, we are dedicated to shaping a sustainable future and helping to achieve the EU's ambitious 2050 targets for carbon neutrality and environmental protection. Our sustainability action plan is a genuine commitment to environmental protection and responsible resource management, not just a strategy. Through our activities, we aim to contribute positively to global sustainability efforts while ensuring the long-term success of our business.

In cooperation with LHV Pank and in accordance with the International Capital Market Association's Green Bond Principles and the Loan Market Association's Green Loan Principles, we developed Liven's Green Financing Framework in 2024, which is based on our plans and activities. The framework has also received an independent second-party opinion from the international credit rating agency S&P Global Ratings.

### Liven's key environmental focus areas

**1. Projects with green labels.** We prefer projects with sustainability certifications, such as LEED or BREEAM, as these increase transparency and accountability in our construction practices.

**2. Energy efficiency.** Our goal is to design buildings that surpass national standards and minimum energy efficiency requirements so that they are among the top 10% in the region in terms of energy efficiency.

**3. Integration of sustainable materials.** We are committed to identifying materials with high CO2 emissions and replacing them with sustainable alternatives, such as wood. This promotes a circular economy model, improves resource efficiency and reduces our environmental impact.

### Contribution to the UN Sustainable Development Goals

The real estate development sector can significantly contribute to achieving the UN Sustainable Development Goals (SDGs). Liven has identified four SDGs as particularly relevant to its operations:



Using sustainable materials and resources to reduce the risk of building materials containing substances that are harmful to human health or the environment.

3.9 Substantially reduce the number of deaths and illnesses from hazardous chemicals.



Reducing energy consumption in development projects and implementing renewable energy options.

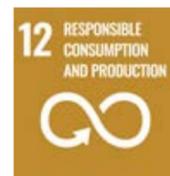
7.2. By 2030, increase substantially the share of renewable energy in the global energy mix.

7.3. Double energy efficiency by 2030.



Improving the efficiency of waste management.

11.6 By 2030, reduce the adverse per capita environmental impact of cities, including by paying special attention to air quality and municipal and other waste management.



Contributing to the achievement of the following goals:

12.2 Achieve the sustainable management and efficient use of natural resources.

12.4 Achieve the environmentally sound management of chemicals and all wastes throughout their life cycle, in accordance with agreed international frameworks, and significantly reduce their release to air, water and soil in order to minimise their adverse impacts on human health and the environment.

12.5 Reduce waste generation through prevention, reduction, recycling and reuse.

### Key conditions of Liven's Green Financing Framework

Liven's Green Financing Framework defines the investments that are eligible for financing by green financing instruments (loans, bonds) issued by a group company.

The Framework covers five principles:

1. Use of proceeds
2. Process for project evaluation and selection
3. Management of proceeds
4. Reporting
5. Verification

The selection criteria for projects eligible for green financing are based on the UN Sustainable Development Goals relating to reducing energy consumption and improving waste management efficiency, while also taking into account the European Union's Taxonomy Regulation on a best-effort basis. A more detailed overview of the Green Financing Framework and the use of the funds raised can be found in the 'Green financing report 2025', which is included in this annual report.

## Liven's social impact

Liven's commitment to society and social responsibility is demonstrated primarily through the long-term design of shared urban spaces. The visual architecture of our projects and the careful design of our public areas create high-quality living environments that people will use for decades to come.

We support the professional development of our sector by investing in education and the next generation of talent. This commitment is reflected in our day-to-day work: we offer paid internships each year, provide opportunities for young professionals and share our practical experience by giving guest lectures at educational institutions.

## Employees

In 2025, the group's average number of employees was 37 (2024: 31), and staff costs were 3.3 million euros (2024: 2.4 million euros). The remuneration of the management board totalled 327 thousand euros (2024: 248 thousand euros). The increase in staff costs was mainly driven by team growth and, to a lesser extent, the annual salary review and higher performance-related pay. Members of the supervisory board were not remunerated in 2025 or 2024.

A management board member who is removed from office is entitled to severance pay equivalent to his or her six months' remuneration (a contingent liability). The maximum possible severance pay liability at 31 December 2025 was 144 thousand euros (31 December 2024: 136 thousand euros).

Employee turnover in 2025 16.2% (calculated as the ratio of the number of employees who left during the year to the average number of employees for the year) (2024: 9.7%). Voluntary turnover has remained steadily low, being three times lower than total turnover in 2025.

At the end of 2025, 53% of employees were male and 47% were female (2024: 56% and 44%, respectively).

## Option programmes

In 2019, the group developed the Liven Employee Ownership Program (LEOP) to enable Liven's employees and key partners to contribute to the company's share capital and thereby benefit from the group's success. The three-year period during which shares could be acquired under the programme ended at the end of 2022. The exercise period for the options was 2023–2025. In 2024, the shareholders approved a new employee share option programme, LEOP 2024–2027, which is similar to the original LEOP. The period during which shares can be acquired under the programme will end in 2027 and the exercise period will end in 2030.

In 2021, the general meeting approved an option programme under which the recipients of options have personal targets and the programme also differs from LEOP in other respects.



## Future outlook

We expect demand to increase and the property market to normalise further in 2026, driven by a combination of factors. Euribor, which affected demand more than any other factor in previous years, normalised in 2025, and we expect its impact to be neutral in the current year. Unlike previous years, when changes in tax policy reduced demand and increased uncertainty, a flat tax exemption came into effect in 2026, positively impacting household incomes. The expected improvement in the economic environment and the increase in real wages should significantly strengthen households' financial position and confidence.

More broadly, the development of the market will continue to be affected by external factors, particularly the geopolitical situation and the overall consumer confidence. Recent years' results have confirmed that there is demand for our homes, even in a challenging environment.

In 2025, we delivered 139 homes and realised almost 66% of our maximum theoretical revenue potential, i.e. 49.3 million euros out of a possible 75 million euros. This was in line with our revised autumn forecast (45–50 million euros).

In 2026, our range is wider, our volumes are higher and our potential is greater. During the year, we could deliver up to 268 homes and commercial spaces in buildings that are either completed or due to be completed this year, with an estimated revenue value of 86 million euros. A realistic realisation forecast would be similar to that of the previous year, i.e. two thirds of the potential volume. This would represent **a roughly 20% increase in revenue** compared to 2025.

At the start of the year, our presale portfolio comprised 101 homes with a revenue value of 33.7 million euros across six projects. Although the stock of completed apartments on the market has increased, the sales of completed homes have grown even faster in the first couple of months of the year. In addition to market demand, our revenue realisa-

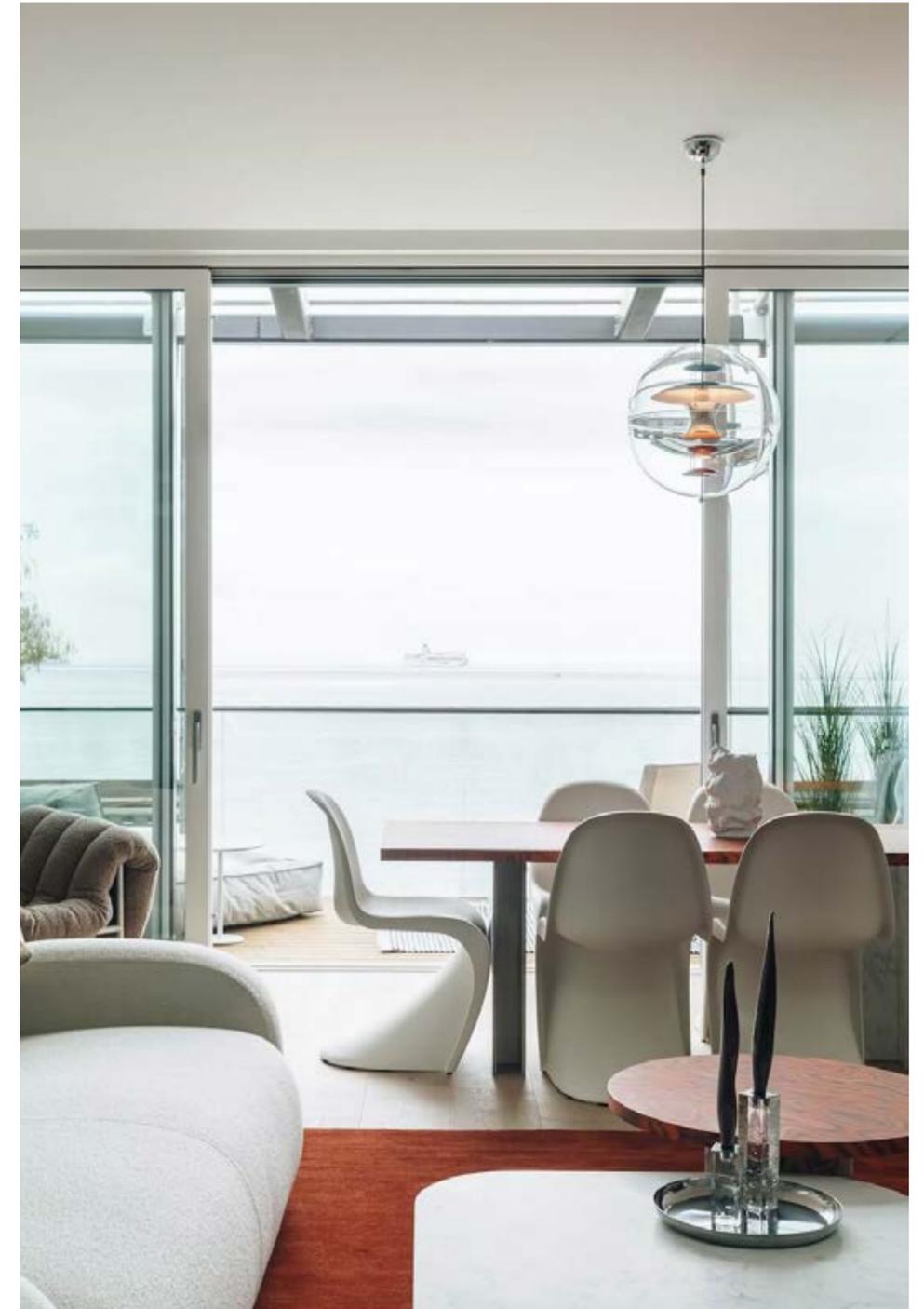
tion also depends on the timely completion of assets under construction and their delivery before the end of the year.

In 2025, our performance met expectations. We delivered a net profit of 5.4 million euros and a net return on equity of 28.1%, exceeding our long-term target of a 20% return on equity. We expect to surpass this target again in 2026, alongside achieving revenue and **net profit growth**.

In line with Liven's business model, the volume of construction loans fluctuates cyclically and is heavily influenced by the composition of the development portfolio. Due to ongoing construction work, we anticipate an increase in the volume of construction loans until mid-2026. In the second half of the year, particularly in the final quarter, the loan balance should decrease rapidly as homes are delivered.

The sales and construction operations launched in 2025 have laid the foundation for strong performance in 2026. We will continue working towards the results for 2027 and beyond. Projects currently under construction and due for completion in 2027 include Peakorter phase I and Wohngarten in Berlin, Germany. We also hope that the drawn-out planning process for the Erika 12 property will be finalised in 2026.

The new properties purchased in the second half of 2025 have both expanded our development portfolio and increased our future business potential. While Liven's current development portfolio is large enough to keep us busy for the next four to five years, we are actively seeking new properties and negotiating their purchase or development in collaboration with landowners in Tallinn and Berlin.





## Corporate governance

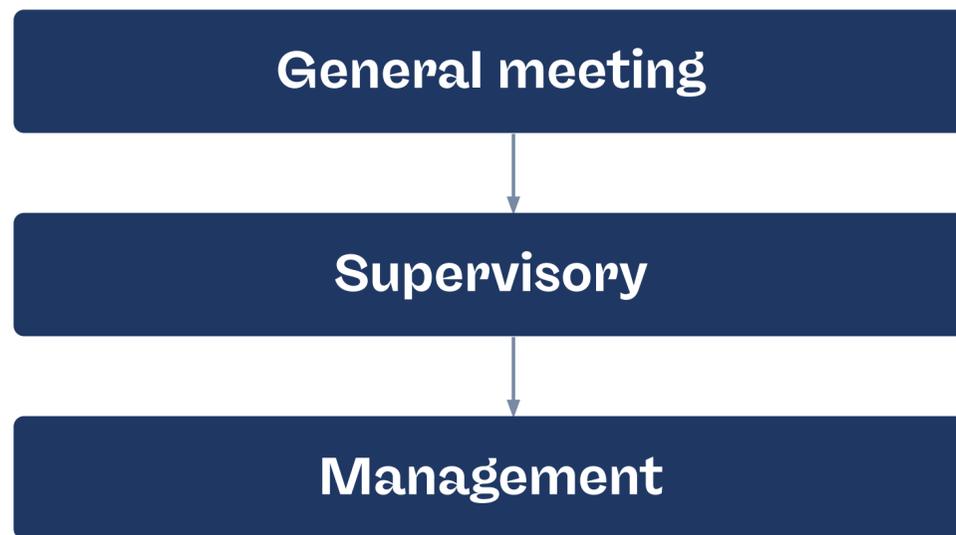
The shareholders' general meeting is the highest governing body of Liven AS. In 2025, both the supervisory board and the management board of Liven AS had three members. As the group does not have an audit committee, this function is performed by the supervisory board.

Financial audits are conducted in accordance with International Standards on Auditing. The auditor is selected and approved by the general meeting based on a procurement process, usually for a period of two years. The selection criteria include the experience of the audit team, the reputation of the audit firm, affiliation with an international network, auditor independence and service fees. The shareholders' general meeting appointed KPMG Baltics OÜ as the auditor of the group for the years 2025–2026. KPMG Baltics OÜ has audited the group since 2019. The audit fee for 2025 (including subsidiaries) was 64 thousand euros (2024: 56 thousand euros). The audit firm also provided non-audit services for 14.7 thousand euros (2024: 6.1 thousand euros), including translation, benchmarking analyses and other assurance services.

In 2023, the shareholders' general meeting decided to implement the Corporate Governance Recommendations (CGR) of the Tallinn Stock Exchange (a set of guidelines and recommendations prepared by the Financial Supervision and Resolution Authority) upon listing. Although the group's shares remain unlisted, its governance has largely aligned with the CGR since 2023.

### General meeting

The shareholders' general meeting is the highest governing body of Liven AS. Annual general meetings are held once a year and extraordinary general meetings may be called by the management board in the cases prescribed by law. The general meeting has the power to amend the articles of association and the share capital, elect the members of the supervisory board and determine their remuneration, appoint an auditor, approve the annual report and decide on the distribution of pro-



fits and other matters set out in the articles of association and the law.

The annual general meeting of Liven AS was held on 14 May 2025. The meeting was attended by 22 shareholders representing 99.3% of all votes. The shareholders approved the group's annual report for 2024, a dividend distribution of 180 thousand euros and the appointment of KPMG Baltics OÜ as the auditor for 2025–2026.

The notice of the annual general meeting was published in the stock exchange information system and made available on Liven's website, along with all documents necessary for adopting resolutions.

The general meeting was held in Estonian, and for practical reasons, the chairman of the management board was elected by unanimous vote to chair the meeting. Members of the supervisory and management boards attended the meeting, as did the auditor. The meeting was broadcast live on the internet. Shareholders who were unable or did not wish to attend the meeting could vote on the proposed resolutions by sending a digitally signed ballot paper by email before the meeting.

### Supervisory board of Liven AS

The supervisory board is a governing body that plans the activities and organises the management of the company and the group. It also supervises the activities of the management board. The supervisory board makes decisions on significant matters relating to the activities of the company and the group that fall outside the remit of the general meeting and the group's everyday economic activities.

When organising and governing the activities of the company and the group, the supervisory board complies with the company's articles of association and the law, and considers the guidance of the CGR. In 2025, the work of the supervisory board was organised by its chairman, Andres Aavik. The supervisory board holds ordinary meetings quarterly and regularly reviews information on projects developed by the group, as well as its economic activities and performance.

In 2025, the supervisory board held seven meetings and adopted resolutions by written vote twice. All board members attended the meetings and participated in adopting resolutions.

The most important supervisory board resolutions in 2025 were:

- arranging the public offering of series II bonds and deciding their listing;
- approving the annual report for 2024 and determining the agenda for the annual general meeting;
- making purchase offers for properties, including those in the joint venture.

The supervisory board has communicated with the company's auditor and obtained an overview of their ethical business practices and independence. Overall, the supervisory board is satisfied with the services provided by KPMG Baltics OÜ and auditor Indrek Alliksaar to the group and its companies in previous financial years, and has no complaints about the quality of the auditor's services.

According to the articles of association, the supervisory board comprises three to eight members whose term of office is five years, and who are elected and removed by a resolution of the general meeting. Members of the supervisory board elect a chairman from among their number, who is responsible for organising the activities of the supervisory board. In 2025, the supervisory board had three members. The members of the supervisory board were not remunerated in 2024 or 2025.



#### **Andres Aavik** (*Chairman of the Supervisory Board*)

Andres Aavik is one of the founders of Liven. He has been involved in real estate development since 1997. Over the years, he has developed more than 2,000 apartments and led over 10 detailed spatial plans through to adoption. From 2001 to 2013, he held various positions at Skanska AS, progressing from project manager to chairman of the management board in his final two years.

Andres is the chairman of the Association of Estonian Real Estate Firms.



#### **Krista Tamme**

Over the last 20 years, Krista Tamme has held various financial and executive management positions in ICT companies, including roles on management and supervisory boards. She has been a member of the management board of Liven's shareholder Probus OÜ since 2022 and a member of Liven's supervisory board since April 2023.



#### **Peeter Mänd**

The entrepreneurial journey of Peeter Mänd began in 1990 when co-founded and became the forestry director of the Sylvester forestry group. Since 2002, he has been active in various sectors, including real estate, as a member of the management board of OÜ Ivard. His best-known undertaking in the field of real estate is Eften Capital AS, where he was a co-founder and has been a member of the supervisory board since 2008. Peeter has been a member of the supervisory board of Liven since 2019.

## Management board of Liven AS

The management board is a governing body that represents and manages the group as well as the parent company. According to the articles of association, the management board comprises two to five members who are elected and removed by a resolution of the supervisory board and whose term of office is three years. The management board had three members in 2025:



### **Andero Laur** (*Chairman of the Management Board*)

Andero is one of the founders of Liven. He has been involved in the construction and real estate business since 2007. He holds a master's degree in construction management and has completed the Advanced Management Development Program in Real Estate at Harvard University. Before founding Liven, he worked for Skanska AS for seven years in various roles. At Liven, Andero is responsible for overall management and leading the group's entry into the German market.



### **Mihkel Simson**

Mihkel is one of the founders of Liven. He has been involved in construction management since 2006. He has been responsible for construction contracts, customer support and warranties since 2016, and for all commercial spaces in Liven's portfolio, including their development, sales and letting, since 2024.



### **Alina Kester**

Alina joined the management board of Liven AS in 2018. She has been working in marketing for over ten years, since 2013. In addition to extensive experience in real estate marketing, Alina holds two master's degrees in marketing. At Liven, she is responsible for marketing, sales, interior architecture and design.

## Shares held by members of Liven's governing bodies

The number of shares held by the members of Liven's supervisory board and management board and their close family members and the number of shares that could be acquired under share options in future periods at 31 December 2025:

	Position	Number of shares	Number of options
Andres Aavik	Chairman of the supervisory board	2,820,000	0
Peeter Mänd	Member of the supervisory board	1,199,813	0
Krista Tamme	Member of the supervisory board	0	0
Andero Laur	Chairman of the management board	2,600,000	0
Alina Kester	Member of the management board	36,416	53,100
Mihkel Simson	Member of the management board	2,600,000	0

## Shares and shareholders

The shares in Liven AS (ISIN: EE3100003112) are registered with Nasdaq CSD Estonia. At 31 December 2025, Liven AS had issued a total of 12,000,000 shares (2024: 12,000,000). The number of shares excluding own (treasury) shares was 11,962,259 (2024: 11,910,565).

In accordance with the articles of association, the share capital of Liven AS consists of ordinary shares with a par value of 0.1 euros each. All shares are of the same type and each share carries one vote at the general meeting of shareholders. No preference shares or shares with special rights have been issued. According to the articles of association, shares can be freely transferred. However, in accordance with the shareholder agreement, the existing shareholders have pre-emptive and tag-along rights.

Own shares were acquired in previous years to implement and comply with the terms of the share option programmes. At 31 December 2025, Liven AS held 37,741 own shares (2024: 89,435). See note 15 to the financial statements for further details on own share movements.

The Liven shares are not listed for public trading on any stock exchange and there has been no active trading due to the restrictions agreed in the shareholder agreement. Based on the most recent significant financial transaction, a share issue in 2023, the company's market capitalisation (the market value of its share capital) was 49.4 million euros.

Liven's shareholders at 31 December 2025:

Shareholder	Number of shareholders	Individual	Company	Number of shares	% of share capital
Verdale OÜ	1	0	1	2,820,000	23.6%
BKK Holding OÜ	1	0	1	2,600,000	21.7%
OÜ LAUR & PARTNERS	1	0	1	2,600,000	21.7%
Probus OÜ	1	0	1	1,392,751	11.6%
Ivard OÜ	1	0	1	1,199,813	10.0%
Shareholders participating in LEOP	38	30	8	403,368	3.5%
Other shareholders	48	10	38	946,327	7.9%
<b>Total</b>	<b>91</b>	<b>40</b>	<b>51</b>	<b>11,962,259</b>	<b>100%</b>
Liven AS's own (treasury) shares	1	0	1	37,741	
<b>Total (including own shares)</b>	<b>92</b>	<b>40</b>	<b>52</b>	<b>12,000,000</b>	

No shareholder holds more than 5% of the shares, except for those listed in the table.

## Shareholder agreement

After the share issue in 2019, the shareholders signed an agreement regarding the group's overall strategy, governance principles, financing and relations between shareholders. The agreement outlines the terms and conditions governing the transfer and sale of shares, including pre-emptive and tag-along rights. The agreement will automatically expire once the shares in Liven AS have been listed on the stock exchange, one of the targets set out in the agreement. All persons that have become shareholders through subsequent share issues and option programmes have also joined the shareholder agreement.

## Bonds listed on Nasdaq Tallinn Stock Exchange

Liven has issued two series of unsecured bonds, which are listed on the Baltic Bond List of the Nasdaq Tallinn Stock Exchange.

### Series I (ISIN: EE3300004332)

In May 2024, Liven issued 6,200 unsecured bonds with a nominal value of 1,000 euros each, a maturity date of 23 May 2028 and a fixed interest rate of 10.5% per annum, payable quarterly.

In 2025, 456 trades were made with the bonds for a total value of 784 thousand euros (2024: 438 trades; 673 thousand euros). The weighted average yield to maturity on the last trading day of the year (without considering the possibility of early redemption) was 9.6%.

### Series II (ISIN: EE0000000354)

In March 2025, Liven issued 6,200 unsecured bonds with a nominal value of 1,000 euros each, a maturity date of 19 March 2029 and a fixed interest rate of 9.0% per annum, payable quarterly.

From their listing on 20 March 2025 until the end of the year, 474 trades were made with the bonds for a total value of 481 thousand euros. The weighted average yield to maturity on the last trading day of the year (without considering the possibility of early redemption) was 8.8%.

## Financial calendar 2026

As a rule, we publish quarterly interim reports on the last Thursday of the month following the reporting period. In 2026, we will publish our unaudited consolidated interim reports as follows:

- 30 April 2026 – report for Q1 2026;
- 30 July 2026 – report for Q2 2026;
- 29 October 2026 – report for Q3 2026.

When the dates presented in the financial calendar change, we will publish a relevant notice via the stock exchange system.

## Dividend policy

According to the policy, the group distributes 25% of the previous year's profit before tax as dividends. Payment and timing depend on sufficient funds being available, and on the assumption that paying dividends will not jeopardise the group's ability to continue as a going concern or to make planned investments.

## Overview of business risks

Risk management, which is a central part of the group's strategic management, is aimed at identifying and minimising economic risks in order to help the group achieve its strategic and financial objectives. The main risks include market, operational and financial risks, including those related to capitalisation and financing. A more detailed description of financial risks is provided in note 7 to the financial statements.

The group's financial performance depends on the ability of its contractors and partners to comply with the agreed terms and conditions. As the group only develops residential real estate, it is exposed to market concentration risk. Although the group currently has a significant development portfolio and is seeking new projects, there is no guarantee that suitable and sufficiently profitable projects will be found in the future. As development activities are capital intensive, the group's operations and financial performance depend on its ability to raise capital on appropriate terms and in the required amounts. The group's financial performance is also affected by the general economic and geopolitical environment, as well as the cyclical nature of the property market. Additional risks include intense competition and regulatory changes.

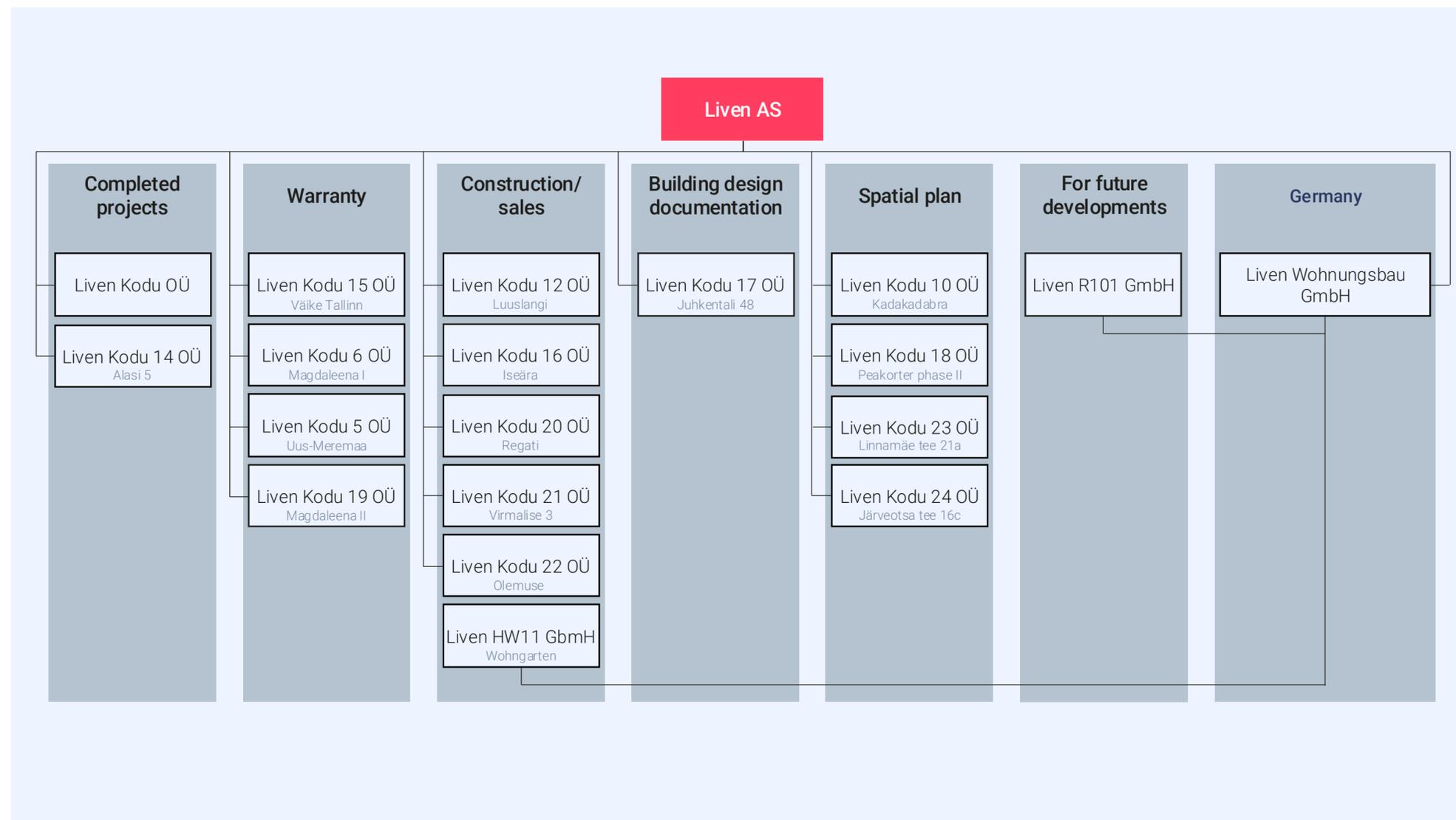


## Group structure

At 31 December 2025, the group comprised 20 companies (31 December 2024: 19). The core business of all group companies is the development of housing projects.

Liven AS is the group's holding company, Liven Kodu OÜ holds completed projects, Liven Wohnungsbau GmbH is the holding company for the business in Germany and all other companies have been established for the development of specific housing projects.

Liven AS has, directly or indirectly, sole control of all its subsidiaries. In 2025, Liven AS also acquired a 50% interest in EK 6 OÜ, a joint venture that is not consolidated line by line.



### Description of project stages:

**For future developments** - Development activities have not yet started. A company has been set up to carry out a potential new development project and acquire the related property.

**Spatial plan** - A detailed spatial plan or design specifications are being prepared in order to obtain building rights.

**Building design documentation** - This is a preparatory stage before construction. It involves preparing the building design documentation, obtaining the necessary permits and finding contractors. In some cases, design specification proceedings may also be necessary.

**Construction/sales** - The building is or the buildings are under construction (or there are plans to build the next phases when the earlier ones have been completed). As a rule, 40–50% of the volume under construction has been sold under contracts under the law of obligations by the time the construction work starts.

**Warranty** - The warranty period lasts for 2 years.

**Completed projects** - After the warranty period has ended and all the apartments have been sold, the companies established for the projects are merged with Liven Kodu OÜ in order to streamline the group's structure.





# Green financing report 2025

Reporting period: January – December 2025

## Liven's environmental focus areas and Green Financing Framework

Regardless of the shifts in public or political focus on sustainability, the underlying environmental challenges remain a constant reality for the construction and real estate sector. As developers, we recognise that our industry plays a tangible role in meeting environmental protection targets, and we believe that this responsibility must be approached with both professional integrity and a focus on long-term value.

For Liven, sustainability means integrating environmental considerations into our regular development processes in a way that is both impactful and cost-efficient. In real estate development, the environmental impact is determined mainly during the design phase, so this is where we focus our efforts. Our environmental strategy is built around three key focus areas:

**1. Projects with green labels.** We prefer projects with sustainability certifications, such as LEED or BREEAM, as these increase transparency and accountability in our construction practices.

**2. Energy efficiency.** We aim to design buildings that exceed national standards and to be among the top 10% of developers in our communities in terms of energy efficiency.

**3. Integration of sustainable materials.** We are committed to tracking and replacing materials with high CO<sub>2</sub> emissions with sustainable alternatives, such as wood. This promotes a circular economy model, improves resource efficiency and reduces our environmental impact.

In 2024, we formalised our existing plans and activities into Liven's Green Financing Framework (**the Framework**). The Framework was created to align our core development activities with internationally recognised sustainability principles and to offer investors the opportunity to support our long-term environmental values. It follows the International Capital Market Association's (ICMA) Green Bond Principles and the Loan Market Association's (LMA) Green Loan Principles.

The Framework enables us to transparently track and report how financing supports projects expected to deliver measurable energy and emissions benefits. It also reflects our response to growing stakeholder expectations and evolving regulatory standards. The Framework has received an independent second-party opinion from the international credit rating agency S&P Global Ratings and this report should be read together with both documents.

*In 2025, we moved on to refining the Framework's practical application. We expanded our Green Portfolio by adding new eligible projects and successfully issued a second series of green bonds. Strategically, we focused on building internal competence and transitioning toward a Design-to-CO<sub>2</sub> approach, which involves making proactive design choices to ensure our environmental efforts are integrated, cost-efficient, and based on real-world data.*



### What qualifies a „green“?

The capital raised through green bonds can only be used to finance or refinance projects that meet the eligibility criteria set out in the Framework. The criteria are designed to align with the EU Taxonomy (on a best-effort basis) and support specific UN Sustainable Development Goals, such as reducing energy use and improving resource efficiency.

Essentially, to qualify, projects must be planned to meet at least one of the following criteria at completion:

- LEED certification (*Gold* or higher)
- BREEAM certification (*Very Good* or higher)
- KfW 40 standard (Germany)
- Energy performance at least 10% better than Class A (Estonia)

## Green financing and Green Portfolio overview

### Green bond issuance and reporting period

To finance projects eligible under the Framework, Liven raised 6.2 million euros through the first public offering of green bonds (ISIN: EE3300004332) in the Baltic real estate sector in May 2024 and a further 6.2 million euros through the second series of green bonds within the existing bond programme (ISIN: EE0000000354) in March 2025. The bonds are listed for trading on the Nasdaq Baltic regulated bond market.

All proceeds raised from the bonds are used exclusively to finance projects that meet the predefined eligibility criteria set out in the Framework. Under the Framework, Liven is required to publish an independently verified Green Financing Report annually until the total allocation of the funds is completed.

### Green Portfolio – eligible projects

During the reporting period, Liven's Green Financing Working Group convened twice to review and confirm the eligibility of projects under the terms of the Framework. The following section outlines the current composition and progress of the Green Portfolio – i.e. the developments financed or refinanced using green bond proceeds – as well as the methods and data foundations being established to support future environmental impact reporting. During the year, no project lost eligibility as a result of the review process and two new projects were added.

As per the Framework, all Green Portfolio projects are new residential developments designed to achieve a nearly zero-energy building (NZEB) status in accordance with local standards once completed. They have also been assessed for material climate-related risks and are designed to meet at least one of the specific eligibility criteria specified in the Framework. The projects eligible for green financing (**the Green Portfolio**) in 2025, including the specific predefined eligibility criteria, are presented in the table below.

Project name	Project entity	Project stage (year-end)	Eligibility criteria
Regati	Liven Kodu 20 OÜ	I stage near completion	LEED Platinum
Wohngarten	Liven HW11 GmbH	Under construction	KfW 40
Olemuse	Liven Kodu 22 OÜ	Under construction	At least 10% better than Class A energy performance
Juhkentali 48	Liven Kodu 17 OÜ	Construction project	LEED Gold
Kadakadabra	Liven Kodu 10 OÜ	Detailed spatial plan	LEED Gold
Peakorter	Liven Kodu 18 OÜ	Detailed spatial plan	At least 10% better than Class A energy performance*
Linnamäe tee 21a	Liven Kodu 23 OÜ	Detailed spatial plan	At least 10% better than Class A energy performance*
Järveotsa tee 16c	Liven Kodu 24 OÜ	Detailed spatial plan	At least 10% better than Class A energy performance*

\*The feasibility of international certification is yet to be assessed and decided.

Of the Green Portfolio projects, **Regati** has been designed to meet the LEED Platinum standard. Construction of the first phase was completed at the end of 2025 and the first LEED Platinum certificate for a residential building in Estonia was awarded in February 2026.

Construction of the **Wohngarten** project in Berlin and the **Olemuse** project in Tallinn began in 2025. The former has been designed to meet the KfW 40 criteria and is expected to be completed in early 2027. The latter has been designed to exceed the requirements for a Class A energy label by 10% and is expected to be completed late in 2026.

It has been decided that the **Juhkentali 48** project should be designed to meet at least the LEED Gold certificate requirements. The detailed spatial plan was approved during the year and the project is currently classified as a construction project.

The **Kadakadabra** and **Peakorter** projects are both in the detailed spatial planning phase, while the **Linnamäe tee 21a** and **Järveotsa tee 16c** projects are in the early stages of that phase. In 2025, we decided to design the Kadakadabra project to meet the LEED Gold criteria, but the final decision on whether to aim for an international certificate or an energy performance of at least 10% better than a Class A energy label is yet to be made for the remaining three projects.

Except for the Regati project, which was awarded the LEED Platinum certificate in January 2026, all other Green Portfolio projects are currently in either the construction or planning phase. As none of the buildings have been completed, no formal certifications can yet be carried out or obtained. However, as per the Framework, all Green Portfolio projects are on track to meet the criteria.

## Impact report

As described in the previous section, our Green Portfolio projects are still in relatively early stages. The only exception is phase I of the Regati project, which was completed at the end of 2025 and certified at the beginning of 2026. Therefore, final certifications and operational data are currently unavailable. This timing is typical in green financing, where early investment precedes formal certification.

The primary challenge in assessing our projects' environmental impact is still the absence of a standardised national CO<sub>2</sub> calculation framework and locally verified lifecycle data. Current national datasets are incomplete and often rely on foreign proxies, such as Finnish data, which do not accurately reflect the Estonian manufacturing landscape.

Our 2025 pilot study, conducted within the framework of the non-green Iseära project, quantified these discrepancies, revealing that the national database provides specific data for only approximately half of the materials and components utilised in our developments. Furthermore, the study demonstrated that the generic values in these databases are, on average, 13% higher (i.e. more pessimistic) than those of the actual materials used on site over the building's lifecycle. This gap increases to 21% when focusing solely on the production stage, highlighting that generic reporting often fails to recognise the carbon savings achieved through specific material selection.

Given these persisting data gaps, we have concluded that highly detailed modelling is currently of limited value. Instead, we continue to provide preliminary impact estimates for our Green Portfolio based on the typical performance improvements associated with each certification type and energy class. These calculations compare estimated emissions against local minimum construction baselines and serve as indicative, best-effort benchmarks of our anticipated CO<sub>2</sub> savings until a formal national methodology and more robust local data become available.

In Estonia, the annual CO<sub>2</sub> emissions of buildings rated as energy class A are estimated to range from 15 to 20 kg CO<sub>2</sub> per square meter, depending on the energy source. We use a median reference value of 17.5 kg CO<sub>2</sub>/m<sup>2</sup>/year and apply a 10% efficiency gain to "A+10%" buildings, resulting in 15.75 kg CO<sub>2</sub>/m<sup>2</sup>/year.

In Germany, new residential buildings built according to the KfW 55 standard also emit approximately 20 kg CO<sub>2</sub>/m<sup>2</sup>/year. Public data shows KfW 40 standard buildings are approximately 27.3% more efficient than the local minimum requirement, corresponding to an estimated 14.54 kg CO<sub>2</sub>/m<sup>2</sup>/year.

For LEED-certified buildings, we have relied on publicly available industry data to estimate the typical reductions in carbon footprint achieved at different certification levels:

- **LEED Platinum:** ~30% lower emissions than the Class A baseline, i.e. 12.25 kg CO<sub>2</sub>/m<sup>2</sup>/year;
- **LEED Gold:** ~15% lower emissions than the Class A baseline i.e. 14.88 kg CO<sub>2</sub>/m<sup>2</sup>/year.

Based on current estimates, the Green Portfolio projects will collectively reduce CO<sub>2</sub> emissions by approximately 16.8% relative to local standards.

Project name	Project legal entity	Net area m <sup>2</sup>	Baseline emission kg CO <sub>2</sub> /year	Estimated emission kg CO <sub>2</sub> /year	Savings kg CO <sub>2</sub> /year	Savings %
Regati	Liven Kodu 20 OÜ	20,669	361,708	253,195	108,512	30.0%
Wohngarten	Liven HW11 GmbH	1,110	22,204	16,142	6,062	27.3%
Olemuse	Liven Kodu 22 OÜ	6,854	119,945	107,951	11,995	10.0%
Juhkentali 48	Liven Kodu 17 OÜ	7,986	139,755	118,792	20,963	15.0%
Kadakadabra	Liven Kodu 10 OÜ	26,632	466,060	396,151	69,909	15.0%
Peakorter	Liven Kodu 18 OÜ	8,872	155,260	139,734	15,526	10.0%
Linnamäe tee 21a	Liven Kodu 23 OÜ	9,521	166,618	149,956	16,662	10.0%
Järveotsa tee 16c	Liven Kodu 24 OÜ	7,987	139,773	125,795	13,977	10.0%
<b>Total</b>		<b>89,631</b>	<b>1,571,322</b>	<b>1,307,716</b>	<b>263,606</b>	<b>16.8%</b>

In 2025, we decided to adopt a Design-to-CO<sub>2</sub> approach for our new projects, integrating carbon impact assessments directly into the early design phase, alongside traditional cost management. This ensures that our sustainability efforts substantively influence construction decisions from the outset, enabling us to deliver tangible and practical environmental results. To facilitate this transition, we are providing our team members with advanced LEED professional training so they can serve as in-house consultants and lead environmental initiatives.

Our 2025 pilot studies have already validated the effectiveness of this proactive, data-driven direction, proving that our as-built performance is significantly more efficient than the generic national datasets currently available. By combining internal expertise with real-world data, we ensure that our sustainability governance is both technically sound and financially disciplined.

# Allocation report

## Green Account and Green Portfolio allocation approach

Liven maintains a dedicated Green Account through which all green financing transactions are processed. This account receives the gross proceeds from green financing and holds any unallocated amounts until they are invested in eligible Green Portfolio projects. For clarity, 'allocation' refers to the designation of green financing to eligible projects under the portfolio approach, both in the Framework and in this report. This includes direct transfers to project-owning legal entities, as well as proportionally assigned indirect allocations. The eligibility of allocated proceeds is ensured by allocating them only to projects that are planned to meet the eligibility criteria upon completion, including obtaining the necessary certificates.

A total of 12.4 million euros has been raised across the two green bond series (6.2 million euros each). In line with the Framework, any uninvested proceeds must be allocated within 24 months of issuance, or sooner if feasible. Until invested, unallocated amounts are held in liquidity reserves or short-term instruments, such as bank deposits. Series I funds were fully allocated by March 2025. As of 31 December 2025, the total allocated gross proceeds amounted to 10.1 million euros, with 2.3 million euros remaining unallocated and deposited in a bank account.

Green funds are allocated to eligible project-owning legal entities within the Liven group in the form of subordinated internal lending, which constitutes **direct allocation**. For efficiency and flexibility, the Green Account is also used to make interest payments on green bonds, as such payments benefit the underlying green projects, fall within the Framework's portfolio allocation approach and are deemed eligible costs. This constitutes **indirect allocation** of the proceeds, whereby interest costs are proportionally attributed to each project based on its time- and allocation-weighted share of the financing, including both actual and estimated usage.

As development projects generate limited income before completion, recurring costs across both green and non-green projects are typically financed through internal lending within the Liven group. Green financing operates in a similar manner, i.e. without a one-to-one matching against specific invoices. Where previous external or internal borrowing has been refinanced with green financing, the amounts are identified as 'refinancing'.

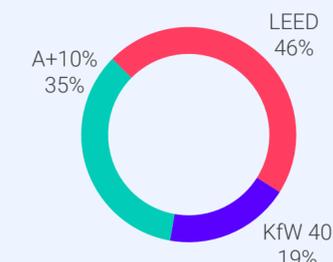
**Liven defines brownfield as follows:**

**Land affected by former uses, more specifically a site which:**

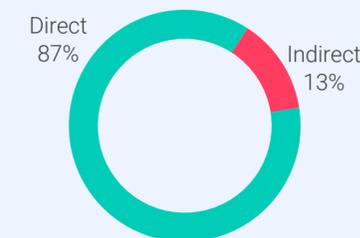
- has been affected by former uses of the site or surrounding land;
- is derelict or underused;
- is mainly in fully developed or partly developed urban areas;
- requires intervention to bring back to beneficial use; and/or
- may have real or perceived contamination problems.

**Breakdown of allocated financing by:**

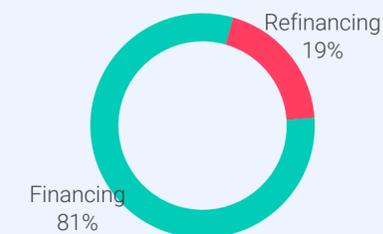
**Eligibility criteria**



**Allocation type**



**Usage type**





# Independent Practitioner's Limited Assurance Report

To the Management of Liven AS

*(Translation of the Estonian original)*

## Report on Green Financing Report

### Scope of the Limited Assurance Engagement

We have been engaged by the management of Liven AS (hereafter 'Liven') to provide limited assurance on the selected green financing information as specified in the next section of our report.

### Information Subject to the Limited Assurance Engagement

The selected green financing information presented in the 'Green Financing Report 2025' section of Liven's Annual Report for the year ended 31.12.2025 on pages 35-38 (hereafter the "Report") for the reporting period January 1–December 31, 2025 subject to the limited assurance (hereafter "Selected Green Financing Information") consists of the following information:

- The total allocated gross proceeds amounted to EUR 10.1 million with EUR 2.3 million unallocated and being deposited on bank account, as presented on page 38 of the Report.

### Conclusion

Based on the procedures performed and the evidence obtained, nothing has come to our attention that causes us to believe that the Selected Green Financing Information subject to the limited assurance engagement is not prepared, in all material respects, in accordance with the reporting criteria defined later in this report.

### Basis for Conclusion

We performed our limited assurance engagement in accordance with International Standard on Assurance Engagements (Estonia) 3000 (Revised), Assurance Engagements Other than Audits or Reviews of Historical Financial Information (ISAE (EE) 3000 (Revised)).

Our responsibilities under this standard are further described in the Responsibilities of the Independent Practitioner section of our report.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

### Independent Practitioner's Independence and Quality Management

We have complied with the independence and other ethical requirements of the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) as well as the ethical requirements applicable to limited assurance engagements in Estonia.

Our firm applies International Standard on Quality Management (Estonia) 1 (Revised), which requires the audit firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical

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requirements, professional standards and applicable legal and regulatory requirements.

## Management's Responsibilities

The management of Liven is responsible for the preparation and presentation of the Selected Green Financing Information in accordance with the reporting criteria, i.e. in accordance with Liven's Green Financing Framework published on Liven's website and Liven's internal reporting principles presented on page 38 of the Report (hereafter the 'Reporting Criteria'). This responsibility also includes designing, implementing and maintaining such internal control as management determines is necessary to enable the preparation of Selected Green Financing Information that is free from material misstatement, whether due to fraud or error.

## Inherent Limitations in the Preparation of Sustainability Information

It is characteristic of reporting on green finance information that preparation of this kind of information includes estimates and assumptions as well as measurement and estimation uncertainty.

## Responsibilities of the Independent Practitioner

Our responsibility is to perform an assurance engagement to obtain limited assurance about whether the Selected Green Financing Information subject to the limited assurance is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that includes our conclusion.

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 decisions of users taken on the basis of the Selected Green Financing Information.

Compliance with the International Standard on Assurance Engagements ISAE (EE) 3000 (Revised) requires that we exercise professional judgment and maintain professional scepticism throughout the engagement. We also:

- Identify and assess the risks of material misstatement of the Selected Green Financing Information, whether due to fraud or error, and obtain an understanding of internal control relevant to the engagement in order to design assurance procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's internal control.
- Design and perform assurance procedures responsive to those risks to obtain evidence that is sufficient and appropriate to provide a basis for our conclusion. 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.

## Description of the Procedures Performed

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. The nature, timing and extent of assurance procedures selected depend on professional judgment, including the assessment of risks of material misstatement, whether due to fraud or error. The procedures performed in a limited assurance engagement primarily consist of making inquiries and applying analytical procedures. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Our procedures included, among others, the following:

- We interviewed Liven's personnel responsible for collecting and preparing the Selected Green Financing Information.
- We assessed whether the projects to which the total allocated gross proceeds have been allocated are eligible

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projects as per the Reporting Criteria.

- We assessed whether the total allocated gross proceeds have been transferred to the project’s legal entity bank account (in case of direct allocation) and whether the interest payments have been made to Nasdaq (in case of indirect allocation).
- We verified the balance of unallocated funds held on the bank account as at 31 December 2025.
- Through interviews, we gained an understanding of the key processes related to collecting and consolidating the Selected Green Financing Information.
- We assessed the accuracy of the Selected Green Financing Information through an inspection of the background documentation and documents prepared by Liven on a sample basis and assessed whether they support the presented Selected Green Financing Information.
- We assessed the application of the reporting principles of the Reporting Criteria in disclosing the Selected Green Financing Information

Tallinn, 12 March 2026

/signed digitally/

**Siim Kannistu**

Certified Public Accountant No 607

**KPMG Baltics OÜ**

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**Consolidated  
financial statements**



## Consolidated statement of financial position

(in thousands of euros)	Note	31 Decemeber 2025	31 Decemeber 2024
<b>Current assets</b>			
Cash and cash equivalents	7	8,553	5,905
Trade and other receivables	8, 24	1,456	1,270
Prepayments	9	531	385
Inventories	10	71,009	67,902
<b>Total current assets</b>		<b>81,549</b>	<b>75,462</b>
<b>Non-current assets</b>			
Trade and other receivables	8, 24	1,535	0
Prepayments	9	44	44
Investment properties	11	1,960	1,350
Property, plant and equipment		296	423
Intangible assets		467	401
Right-of-use assets		606	618
<b>Total non-current assets</b>		<b>4,908</b>	<b>2,836</b>
<b>TOTAL ASSETS</b>		<b>86,457</b>	<b>78,298</b>

(in thousands of euros)	Note	31 Decemeber 2025	31 Decemeber 2024
<b>Current liabilities</b>			
Borrowings	12	11,882	6,405
Trade and other payables	13, 14	13,822	11,234
Provisions		97	99
<b>Total current liabilities</b>		<b>25,801</b>	<b>17,739</b>
<b>Non-current liabilities</b>			
Borrowings	12	34,850	40,851
Trade and other payables	13	2,065	1,398
Provisions		151	72
<b>Total non-current liabilities</b>		<b>37,066</b>	<b>42,321</b>
<b>Total liabilities</b>		<b>62,866</b>	<b>60,060</b>
<b>EQUITY</b>			
Share capital	15	1,200	1,200
Share premium	15	9,586	9,562
Share option reserve	15, 16	262	317
Own (treasury) shares	15	-4	-9
Statutory capital reserve		120	118
Retained earnings (prior periods)		7,012	6,491
Profit for the year		5,414	558
<b>Total equity</b>	<b>15</b>	<b>23,590</b>	<b>18,238</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>86,457</b>	<b>78,298</b>

The notes on pages 47–69 are an integral part of these consolidated financial statements.

## Consolidated statement of comprehensive income

(in thousands of euros)	Note	2025	2024
Revenue	17, 24	49,287	27,266
Cost of sales	18	-40,540	-23,429
<b>Gross profit</b>		<b>8,747</b>	<b>3,837</b>
Distribution costs	19	-1,881	-1,418
Administrative expenses	20	-1,613	-1,419
Other operating income	11	272	312
Other operating expenses		-42	-26
<b>Operating profit</b>		<b>5,483</b>	<b>1,287</b>
Finance income		148	79
Finance costs	10	-184	-647
<b>Total finance income and finance costs</b>		<b>-36</b>	<b>-568</b>
<b>Profit before tax</b>		<b>5,447</b>	<b>719</b>
Income tax expense		-34	-162
<b>Profit for the year</b>		<b>5,414</b>	<b>558</b>
Attributable to owners of the parent		5,414	558
Comprehensive income for the year		5,414	558
Attributable to owners of the parent		5,414	558
Basic earnings per share	25	0,451	0,047
Diluted earnings per share	25	0,444	0,046

The notes on pages 47–69 are an integral part of these consolidated financial statements.

## Consolidated statement of cash flows

(in thousands of euros)	Note	2025	2024
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit for the year		5,414	558
Adjustments for:			
Depreciation, amortisation and impairment losses		494	359
Change in fair value of investment properties	11	-159	-286
Interest income		-148	-79
Interest expense	10	184	647
Income tax on dividends		34	162
Other adjustments	26	4,494	2,153
<b>Total adjustments</b>		<b>4,898</b>	<b>2,955</b>
Change in receivables and prepayments	8, 9	-331	-112
Change in inventories	10	-3,107	-5,790
Change in trade and other payables	13	2,736	2,838
Other cash flows from operating activities		13	0
<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>9,623</b>	<b>449</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Paid for property, plant and equipment and intangible assets		-294	-395
Paid for acquisition of a joint venture		-1	0
Loans provided	24	-1,450	0
Interest received		66	96
Proceeds from government grants		0	150
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>-1,679</b>	<b>-148</b>

(in thousands of euros)	Note	2025	2024
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from loans received	12	35,734	32,199
Repayments of loans received	12	-36,223	-24,327
Repayments of lease principal		-197	-174
Interest paid	12	-4,429	-5,041
Proceeds from issue of shares	15	0	7
Proceeds from sale of own (treasury) shares	15, 16	29	25
Dividends paid	15	-180	-635
Corporate income tax paid		-28	-171
<b>NET CASH USED IN/FROM FINANCING ACTIVITIES</b>		<b>-5,295</b>	<b>1,883</b>
<b>NET CASH FLOW</b>		<b>2,649</b>	<b>2,184</b>
Cash and cash equivalents at beginning of period		5,905	3,721
Increase in cash and cash equivalents		2,649	2,184
<b>Cash and cash equivalents at end of period</b>	<b>7</b>	<b>8,553</b>	<b>5,905</b>

The notes on pages 47–69 are an integral part of these consolidated financial statements.

## Consolidated statement of changes in equity

(in thousands of euros)	Equity attributable to owners of the parent						Total	Non-controlling interests	Total equity
	Share capital	Share premium	Share option reserve	Own (treasury) shares	Statutory capital reserve	Retained earnings			
<b>As at 31 Decemeber 2023</b>	<b>1,183</b>	<b>9,339</b>	<b>363</b>	<b>-1</b>	<b>115</b>	<b>7,122</b>	<b>18,122</b>	<b>0</b>	<b>18,122</b>
Profit for the year	0	0	0	0	0	558	558	0	558
Issue of share capital	17	0	0	0	0	0	17	0	17
Share options	0	200	-41	0	0	0	159	0	159
Transfer to statutory capital reserve	0	0	0	0	3	-3	0	0	0
Sale of own shares	0	23	0	-8	0	0	15	0	15
Dividends paid	0	0	0	0	0	-635	-635	0	-635
Other changes in equity	0	0	-5	0	0	7	2	0	2
<b>As at 31 Decemeber 2024</b>	<b>1,200</b>	<b>9,562</b>	<b>317</b>	<b>-9</b>	<b>118</b>	<b>7,049</b>	<b>18,238</b>	<b>0</b>	<b>18,238</b>
Profit for the year	0	0	0	0	0	5,414	5,414	0	5,414
Share options	0	0	112	0	0	0	112	0	112
Transfer to statutory capital reserve	0	0	0	0	2	-2	0	0	0
Sale of own shares	0	24	0	5	0	0	29	0	29
Dividends paid	0	0	0	0	0	-180	-180	0	-180
Other changes in equity	0	0	-167	0	0	146	-23	0	-23
<b>As at 31 Decemeber 2025</b>	<b>1,200</b>	<b>9,586</b>	<b>262</b>	<b>-4</b>	<b>120</b>	<b>12,426</b>	<b>23,590</b>	<b>0</b>	<b>23,590</b>

Further information about the components of the group's equity is provided in note 15.

The notes on pages 47–69 are an integral part of these consolidated financial statements.

## Notes to the consolidated financial statements

### Note 1. General information

Liven AS (the parent, the company) is a company incorporated in Estonia in 2014. The parent's registered address is Telliskivi 60/5, Tallinn, 10111, Estonia. The consolidated financial statements of Liven AS for the year ended 31 December 2025 comprise the financial information of the parent and its subsidiaries (the group). The group's core business is the development of building projects.

### Note 2. Basis of preparation

The group's consolidated financial statements for the year ended 31 December 2025 have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. The accounting and reporting policies described below have been consistently applied to all periods presented in the consolidated financial statements. The subsidiaries prepare their financial statements in accordance with the local financial reporting standard and where the standard differs from IFRS, the necessary adjustments have been made in preparing these consolidated financial statements to present the information in accordance with IFRS.

The group's management board authorised these consolidated financial statements for issue on 12 March 2026. In accordance with the provisions of the Estonian Commercial Code, the annual report must also be approved by the supervisory board and ultimately by the shareholders' general meeting.

### Note 3. Functional and presentation currency

The group's functional and presentation currency is the euro. These consolidated financial statements are presented in thousands of euros. Because of rounding, some totals may not agree exactly with the sum of their component parts.

### Note 4. Significant accounting estimates

In preparing the consolidated financial statements, management uses estimates, which affect the application of the group's accounting policies and the amounts of reported assets, liabilities, income and expenses. Actual results may prove different from the estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Changes in estimates are recognised prospectively.

#### Significant estimates

**Note 10 Inventories – assessment of the need for an inventory write-down.** Inventories are measured using specific identification of the individual costs of identified items of inventory. A business plan is prepared for each identified item (a property or a building) that takes into account its specific features (purpose of use, building rights status), and the costs related to the item are compared to its estimated revenue (net realisable value, NRV). If the costs of an inventory item exceed its NRV, the item is written down by the corresponding amount. Due to the volatility of the construction market and the low liquidity of the real estate market, the NRV depends largely on management's estimates.

Sensitivity analyses of the write-down of development project inventories indicated that even if the NRV of the projects were overstated by 10% (i.e. if the revenue from the realisation of the inventories were 10% lower than estimated by management), the projects would still be profitable and there would be no need to recognise any additional write-down. Accordingly, no inventories were written down in 2025. In 2024, the group wrote down the inventories of the Magdaleena 4 development project by 30 thousand euros based on the project's NRV.

#### Fair value measurement

Several of the group's accounting policies and disclosure requirements assume fair value measurement. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability; or
- in the absence of a principal market, in the most advantageous market for the asset or liability.

The group must have access to the principal or most advantageous market at the measurement date.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interests. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs that are significant to the entire measurement:

- level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
- level 2 – valuation techniques whose lowest-level input that is significant to the entire measurement is observable, either directly or indirectly;
- level 3 – valuation techniques whose lowest-level input that is significant to the entire measurement is unobservable.

For further information about the assumptions, inputs and estimates used, see:

- Note 7. Financial instruments
- Note 11. Investment properties
- Note 16. Share-based payments

#### Estimation uncertainty

Management makes estimates based on its experience and the facts known to it by the date the financial statements are completed. Accordingly, there exists the risk that the assets and liabilities as well as the associated income and expenses reported as at and for the period ended at the reporting date may need to be adjusted in the future.

## Note 5. New standards, amendments to standards and interpretations

The following new and revised standards, interpretations and amendments were not yet effective for the reporting period ended 31 December 2025 and have, therefore, not been applied in preparing these consolidated financial statements. The group plans to adopt these pronouncements when they become effective.

### Standards, amendments and interpretations issued but not yet effective

The following new standards and amendments are effective for reporting periods beginning on or after 1 January 2026 and early adoption is permitted. The group has not early adopted any of these new standards and amendments and does not expect them to have a material impact on its consolidated financial statements when they become effective.

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7);
- Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7);
- IFRS 19 Subsidiaries without Public Accountability: Disclosures;
- Annual Improvements to IFRS Accounting Standards – Volume 11.

New standards, amendments and interpretations not yet endorsed by the European Union as at 18 December 2025 that are effective for annual periods beginning on or after 1 January 2026 and may have a material effect on the group's consolidated financial statements:

- IFRS 18 Presentation and Disclosure in Financial Statements;
- Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture.

IFRS 18 Presentation and Disclosure in Financial Statements  
(Effective for annual reporting periods beginning on or after 1 January 2027. Earlier application is permitted.)

IFRS 18 replaces IAS 1 Presentation of Financial Statements. The major changes in the requirements are summarised below.

#### **A more structured statement of profit or loss**

IFRS 18 introduces newly defined 'operating profit' and 'profit or loss before financing and income tax' subtotals and a requirement for all income and expenses to be allocated between three new distinct categories based on a company's main business activities: operating, investing and financing.

Under IFRS 18, companies are no longer permitted to disclose operating expenses only in the notes.

The group plans to apply the new standard from 1 January 2027.

The group expects that the new standard, when initially applied, may have a material impact on its financial statements.

The group is in the process of assessing the potential impact on its financial statements resulting from the application of IFRS 18.

A company presents operating expenses in a way that provides the 'most useful structured summary' of its expenses by either:

- nature;
- function; or
- using a mixed presentation.

If any operating expenses are presented by function, then new disclosures apply.

#### **MPMs – Disclosed and subject to audit**

IFRS 18 also requires some 'non-GAAP' measures to be reported in the financial statements. It introduces a narrow definition for Management-defined Performance Measures ('MPMs'), requiring them to be:

- a subtotal of income and expenses;
- used in public communications outside the financial statements; and
- reflective of management's view of financial performance.

For each MPM presented, companies need to explain in a single note to the financial statements why the measure provides useful information, how it is calculated and reconcile it to an amount determined under IFRS Accounting Standards.

#### **Greater disaggregation of information**

To provide investors with better insight into financial performance, the new standard includes enhanced guidance on how companies group information in the financial statements. This includes guidance on whether information is included in the primary financial statements or is further disaggregated in the notes.

	<p>Companies are discouraged from labelling items as 'other' and are required to disclose more information if they continue to do so.</p> <p><b>Other changes applicable to the primary financial statements</b></p> <p>IFRS 18 sets operating profit as a starting point for the indirect method of presenting cash flows from operating activities and eliminates the option for classifying interest and dividend cash flows as operating activities in the cash flow statement (this differs for companies with specified main business activities). It also requires goodwill to be presented as a separate line item on the face of the statement of financial position.</p> <p><b>Transition</b></p> <p>In its annual financial statements prepared for the period in which the new standard is first applied, an entity shall disclose, for the comparative period immediately preceding that period, a reconciliation for each line item in the statement of profit or loss between:</p> <ul style="list-style-type: none"> <li>- the restated amounts presented applying IFRS 18; and</li> <li>- the amounts previously presented applying IAS 1.</li> </ul>	
<p>Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</p> <p>(Effective date has been deferred indefinitely. Available for optional adoption in full IFRS financial statements. As the European Commission decided to defer the endorsement indefinitely, it is unlikely that it will be endorsed by the EU in the foreseeable future.)</p>	<p>The amendments clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business, such that:</p> <ul style="list-style-type: none"> <li>• a full gain or loss is recognised when a transaction between an investor and its associate or joint venture involves the transfer of an asset or assets which constitute a business (whether it is housed in a subsidiary or not), while;</li> <li>• a partial gain or loss is recognised when a transaction between an investor and its associate or joint venture involves assets that do not constitute a business, even if these assets are housed in a subsidiary.</li> </ul>	<p>The group plans to adopt the amendments when they become effective.</p> <p>The group expects that the amendments, when initially applied, may have a material impact on its financial statements.</p> <p>The group is in the process of assessing the potential impact on its financial statements resulting from the application of the amendments to IFRS 10 and IAS 28.</p>

## Note 6. Material accounting policies

A summary of material accounting policies applied in the preparation of these consolidated financial statements is set out below. The accounting policies described have been applied consistently unless otherwise stated in the following text.

### Preparation of consolidated financial statements

These consolidated financial statements comprise the financial information of Liven AS and its subsidiaries, consolidated on a line-by-line basis.

### Subsidiaries

Consolidation of a subsidiary begins from the date the group obtains control of the subsidiary and ceases when the group loses control of the subsidiary. All assets, liabilities, income and expenses of subsidiaries acquired or disposed of during the year are recognised in the consolidated financial statements from the date that control commences until the date that control ceases. The financial information of subsidiaries is adjusted, where necessary, to make them conform to the group's accounting policies.

### Joint ventures

Investments in joint ventures are accounted for using the equity method. An investment in a joint venture is initially recognised at cost and adjusted thereafter for the post-acquisition changes in the group's share of the joint venture's net assets.

### Transactions eliminated on consolidation

All intragroup assets and liabilities as well as items of equity, income, expenses and cash flows that result from intragroup transactions are fully eliminated on consolidation.

### Cash and cash equivalents

Cash and cash equivalents comprise overnight and demand deposits and other short-term, highly liquid investments with original maturities of three months or less which are subject to an insignificant risk of changes in value.

### Financial assets and liabilities

#### Recognition and initial measurement

Trade receivables are recognised at the time they arise. All other financial assets and liabilities are recognised when the group becomes a party to the contractual provisions of the instrument. At initial recognition, the group measures a financial asset or a financial liability at its fair value plus or minus any transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Trade receivables that do not contain a significant financing component are measured at initial recognition at the transaction price.

#### Classification, subsequent measurement, and gains and losses

##### Financial assets

The group subsequently measures financial assets at amortised cost, at fair value through other comprehensive income or at fair value through profit or loss.

Financial assets are not reclassified after initial recognition unless the group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if both of the following conditions are met:

- the asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The group classifies cash and cash equivalents, trade receivables, loans provided and other receivables as financial assets measured at amortised cost.

A financial asset is measured at fair value through other comprehensive income if it meets both of the following conditions and it has not been designated as measured at fair value through profit or loss:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets that are not classified as measured at amortised cost or at fair value through other comprehensive income, as described above, are measured at fair value through profit or loss.

Even if a financial asset meets the requirements to be measured at amortised cost or fair value through other comprehensive income, the group may designate, at initial recognition, the asset as measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

At 31 December 2024 and 31 December 2025 as well as in 2025, all of the group's financial assets were measured at amortised cost using the effective interest method. Measurement at amortised cost includes adjustment for any loss allowance (impairment). Any interest income, foreign exchange gains and losses, and impairment losses on the assets are recognised in profit or loss. Gains and losses arising on derecognition are also recognised in profit or loss.

### Financial liabilities

Financial liabilities are measured either at amortised cost or at fair value through profit or loss. A financial liability is classified as measured at fair value through profit or loss if it is held for trading, it is a derivative instrument or it is designated as such on initial recognition. Financial liabilities at fair value through profit or loss are measured at fair value, and net gains and losses on them, including any interest expense, are recognised in profit or loss.

Other financial liabilities are measured at amortised cost using the effective interest method. When calculating the effective interest rate, the group also takes into account the transaction costs. The difference between the amount received (less the transaction costs) and the redemption amount is recognised in profit or loss over the life of the instrument using the effective interest rate. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Gains and losses on derecognition are also recognised in profit or loss.

### Derecognition

#### Financial assets

The group derecognises a financial asset when, and only when, the contractual rights to the cash flows from the asset expire, or the group transfers the asset and the transfer qualifies for derecognition. The group transfers the right to receive contractual cash flows in a transaction in which all risks and rewards of ownership of the financial asset are transferred or, if the group does not transfer the risks and rewards of ownership of the financial asset, the group does not retain control of the financial asset.

If the group transfers a financial asset recognised in its financial statements but retains all or substantially all risks and rewards of ownership of the asset, the group does not derecognise the financial asset.

#### Financial liabilities

The group removes a financial liability from its statement of financial position when, and only when, its obligation is extinguished – i.e. when the obligation specified in the contract is discharged, cancelled or expires. The group derecognises a financial liability if the terms of the financial liability are modified so that the cash flows of the liability become substantially different from the original ones. In that case, a new financial liability with the modified terms is recognised at fair value.

The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

#### Impairment of financial assets

The group applies the expected credit loss model to financial assets measured at amortised cost.

The group measures a loss allowance for expected credit losses on a financial asset at an amount equal to lifetime expected credit losses, except for financial assets for which the loss allowance is measured at an amount equal to 12-month expected credit losses, such as:

- other receivables;
- cash and cash equivalents whose credit risk has not increased significantly since initial recognition.

For all trade receivables, the group applies the simplified approach permitted under IFRS 9 which allows an entity to measure a loss allowance at an amount equal to lifetime expected credit losses.

The group always recognises for trade receivables a loss allowance equal to their lifetime expected credit losses. Expected credit losses on these assets are estimated using a provision matrix, which is based on the group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and, if necessary, the time value of money. Expected credit losses are a probability-weighted estimate of credit losses. A credit loss is the difference between the cash flows that are due to an entity in accordance with the contract and the cash flows that the entity expects to receive, discounted at the financial asset's effective interest rate.

At each reporting date, the group assesses whether a financial asset measured at amortised cost might be credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the

estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the debtor;
- a breach of contract (such as a default or past due event);
- restructuring of a loan or prepayment on terms that the group would not otherwise have considered;
- it becoming probable that the debtor will encounter financial difficulty.

The carrying amount of a financial asset measured at amortised cost is reduced by the amount of its loss allowance.

### **Inventories**

The group's inventories include land that has been acquired or is being developed for housing development purposes and other purchase and production costs incurred in connection with the group's development activities. Finished goods and work in progress are initially recognised at cost, which comprises all direct and indirect costs incurred in bringing the inventories to the state necessary for sale. Inventories also include development projects' capitalised borrowing costs.

Inventories comprise both the costs directly related to the inventory items (e.g. development and construction costs) as well as a systematic proportionate allocation of administrative expenses (e.g. staff, office, other employee-related and other costs), which are capitalised and added to the cost of the inventories in accordance with internally established function-based and hourly rates and the allocation of the working time of the staff involved in the activities that generate the costs.

Inventories are measured at the lower of cost and net realisable value. Inventory write-downs to net realisable value are recognised as an expense (in the cost of sales) in the period in which the write-down is made. If the net realisable value of inventories written down in an earlier period subsequently increases, the write-down is reversed.

Revenue from completed developments is recognised when the transferor and the acquirer (the seller and the buyer) have signed a notarised real right contract for the transfer of the ownership of the immovable property. Capitalised costs which are included in inventories are recognised in the cost of sales in the statement of comprehensive income in the same period as the revenue is recognised and in proportion to the share of the sales price in the total budgeted revenue of the project or project stage.

### **Investment properties**

Investment property is property (land or a building) held by the group to earn rentals or for capital appreciation rather than for use in own operating activities. An investment property is measured at initial recognition at cost, which also includes directly attributable transaction costs (such as notaries' fees, state fees, consulting fees and other expenditures without which the transaction would probably not have occurred). After initial recognition, investment properties are measured at fair value, which is based on the market value determined using the discounted cash flow method. Gains and losses on changes in fair value are recognised in other operating income and other operating expenses, respectively.

An investment property is derecognised on disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from it. Gains and losses arising from the derecognition of an investment property are recognised in profit or loss in other operating income and other operating expenses,

respectively, in the period of derecognition.

When the purpose of use of an investment property changes, the asset is reclassified in the statement of financial position. From the date of transfer to another asset class, the asset is accounted for using the accounting policies applied to that asset class to which it was transferred.

### **Borrowing costs**

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised, i.e. recognised as part of the cost of that asset. Borrowing costs are those costs that would have been avoided if expenditure on the qualifying asset had not been made. If funds are borrowed specifically for the purpose of obtaining a qualifying asset, the group determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on the borrowed funds during the period less any investment income on the temporary investment of those funds. Other borrowing costs are recognised in profit or loss in the period in which they are incurred using the effective interest method.

### **Impairment of financial assets**

Impairment assessment for financial assets is described in the section 'Financial assets and liabilities' in these accounting policies.

### **The group as a lessee**

When entering into or modifying a contract that contains a lease component, the group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component.

The group recognises a right-of-use asset and a lease liability at the commencement date of the lease. The right-of-use asset is initially measured at cost, which comprises the amount of the initial measurement of the lease liability. The amount of the initial measurement of the lease liability is adjusted for any advance lease payments made, any initial direct costs incurred and any restoration costs (the costs incurred in dismantling and removing the underlying asset and restoring the site on which it was located) to be incurred. Any lease incentives received are deducted from this amount.

Right-of-use assets are depreciated on a straight-line basis from the commencement date to the end of the lease term unless the ownership of the underlying asset will transfer to the group at the end of the lease term or the carrying amount of the right-of-use asset indicates that the group intends to exercise the purchase option. In that case, the right-of-use asset is depreciated from the commencement date of the lease to the end of the useful life of the underlying asset, which is determined using the same approach that is applied to items of property, plant and equipment owned by the group. In addition, right-of-use assets are adjusted for impairment losses, if any. Right-of-use assets are also adjusted for certain remeasurements of the lease liability.

At the commencement date, the lease liability is measured at the present value of the lease payments not paid at that date, using the interest rate implicit in the lease or, if that rate cannot be readily determined, the incremental borrowing rate. The group generally applies the incremental borrowing rate as the discount rate.

The incremental borrowing rate is determined by reference to different sources of financing. The inputs obtained are adjusted to reflect the terms of the lease and the type of the underlying asset in order to find the incremental borrowing rate appropriate for the asset.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments (including in-substance fixed payments);
- penalties for terminating the lease (if termination is reasonably certain);
- the exercise price of a purchase option (if the lessee is reasonably certain to exercise that option);
- amounts expected to be payable by the lessee under residual value guarantees;
- lease payments that depend on an index or a rate.

A lease liability is measured at amortised cost. It is remeasured if there is a change in future lease payments resulting from a change in an index or a rate used to determine the payments, if there is a change in the amounts expected to be payable under a residual value guarantee or if the group changes its assessment of whether it intends to exercise the option to purchase the underlying asset or the options to extend or terminate the lease. The lease liability is also remeasured to reflect changes in fixed payments (including in-substance fixed payments).

If the lease liability is remeasured for the above reasons, a corresponding adjustment is made to the carrying amount of the right-of-use asset. The effect of the change in the lease liability is recognised in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

In 2025, right-of use assets included a showroom/office located at Telliskivi 60/5 in Tallinn and a showroom/office located in Berlin, as well as some motor vehicles leased during the reporting period. The underlying leases grant the group the right to use the premises and vehicles. The group has elected not to recognise right-of-use assets and lease liabilities for short-term leases and leases of low-value assets. The group recognises lease payments associated with those leases as an expense on a straight-line basis over the lease term.

#### The group as a lessor

The group recognises operating lease payments received as income in profit or loss on a straight-line basis over the lease term.

#### Share-based payments

For equity-settled share-based payment transactions, the group measures the goods and services received and the corresponding increase in equity at the fair value of the goods or services received. For transactions with employees, the fair value of the equity instruments granted is measured at grant date. The grant of equity instruments may be conditional on satisfying specified vesting conditions such as the completion of a specific period of service or the achievement of specific performance conditions. Vesting conditions, other than market conditions, are taken into account when estimating the number of equity instruments expected to vest. The estimate may be subsequently revised if new information indicates that the number of equity instruments expected to vest differs from the previous estimate. On vesting date, the group revises the estimate to equal the number of equity instruments that ultimately vested.

#### Provisions

A provision is recognised when the group has a present legal or constructive obligation as a result of a past event, an outflow of resources will be required to settle the obligation, and the amount of the obligation can be estimated reliably.

<b>Warranties</b>	Group companies recognise provisions for future expenditure required to meet the warranty obligations related to homes sold by the reporting date. The warranty period for construction work is two years from the date of delivery of the home. In general, the warranty provided by the builder covers the majority of the warranty work for which the builder also issues a letter of guarantee. Warranty costs are budgeted for minor works that are not covered by the builder's warranty or for which it is impractical to arrange a builder's warranty. Management determines the budget for warranty work for a project or project stage and estimates the related provision based on historical experience. Depending on the size of the project, the budgeted warranty costs not covered by the builder's warranty range from 0.3% to 0.9% of the construction cost. On the sale of homes, the group recognises a provision for a proportionate share of the total budget for warranty costs.
<b>Expenses on project-related performance-based bonuses</b>	Project-related performance-based bonuses payable to employees are capitalised and recognised within inventories based on the occurrence of specific agreed events. When all capitalised costs have been transferred from inventories to expenses upon project completion, provisions are recognised for performance-based bonuses payable in the future.
<b>Additional fee linked to the success of a project</b>	A provision is recognised for a loan agreement linked to the outcome of a project if sales contracts have been signed and inventories have been recognised as an expense after the completion of the construction of the project, but the outcome of the project is not yet known.

Possible obligations that are not likely to result in an outflow of resources or cannot be measured with sufficient reliability but which may transform into liabilities in certain circumstances are disclosed in the notes to the consolidated financial statements as contingent liabilities.

#### Income tax

In accordance with the Estonian Income Tax Act, the undistributed earnings (profit) of companies registered in Estonia are not subject to tax. Income tax is levied on profit distributions, including dividends.

Since 1 January 2025, the income tax rate for dividends has been 22% (the amount of tax payable is calculated as 22/78 of the net dividend). The lower tax rate of 14%, which could previously be applied to regularly distributed dividends, has been abolished, meaning all dividends are now taxable at the same rate. In 2024, the income tax rate was 20% (the amount of tax payable was calculated as 20/80 of the net dividend) and regular dividend distributions were taxable at a lower, 14% rate (the amount of tax payable was calculated as 14/86 of the net dividend).

Additional income tax of 7% must still be withheld on dividends paid to individuals that were previously taxed at 14%. Income tax payable on dividends is recognised as an income tax expense in the period in which the dividends are declared. The maximum income tax liability that would arise if all of the retained earnings were distributed as dividends is disclosed in note 27.

Group companies registered in Germany are subject to the German income tax system. In Germany, corporate income is taxed on an accrual basis in the relevant reporting period. Corporate income tax consists of federal corporate income tax (Körperschaftsteuer), a solidarity surcharge and a local business tax (Gewerbesteuer). Income tax expense is recognised in the period in which the profit is earned, based on the applicable tax rates. Deferred tax is recognised for temporary differences in accordance with IAS 12.

## Revenue

Revenue is measured based on the consideration set out in contracts with customers. The group recognises revenue when it transfers control of the goods or services to the customer. The table below provides information about the nature and timing of the satisfaction of performance obligations arising from contracts with customers and the related revenue accounting policies.

Type of product or service	Nature and timing of the satisfaction of the performance obligation and significant payment terms	Revenue accounting policy
<b>Sale of real estate</b>	<p>Revenue from the development and sale of real estate is recognised at a point in time as the customer obtains control of the asset and the group satisfies the performance obligation when ownership is transferred. Signing the real right contract is regarded by the group as the point in time when ownership is transferred.</p> <p>Contracts with customers generally contain a significant financing component. If it is known at contract inception that the period between when the group transfers a promised product or service to the customer and when the customer pays for the product or service exceeds one year, the group will adjust the amount of consideration in the contract with the customer for the effects of the time value of money. When adjusting the amount of consideration for the effects of the time value of money, the group uses a discount rate that would be reflected in a separate financing transaction between the group and its customer at contract inception.</p>	<p>Revenue from the sale of real estate is recognised at the point in time when ownership of the real estate is transferred to the customer, i.e. when the real right contract is signed between the customer and the group.</p>
<b>Sale of furniture, fixtures and furnishings</b>	<p>Revenue from the sale of furniture, fixtures and furnishings is recognised at a point in time because the customer obtains control of the assets and the group satisfies the performance obligation when ownership is transferred. According to the group' assessment, the point in time when ownership is transferred is the signature of the real right contract.</p> <p>No discounts or return options are offered on the sale of furniture, fixtures and furnishings.</p>	<p>Revenue from the sale of furniture, fixtures and furnishings is recognised at the point in time when the goods are transferred to the customer under the real right contract.</p>
<b>Sale of services</b>	<p>Revenue from the provision of services is recognised over the period in which the service is provided.</p> <p>Revenue from the sale of Home Designer licences and the provision of project management services to a company under joint control (a joint venture) is recognised monthly.</p> <p>Revenue from the provision of apartment sale services to the joint venture is recognised in the period in which the contract under the law of obligations is signed.</p>	<p>Revenue from the provision of services is recognised over the period in which the service is provided. The accounting period is a calendar month.</p> <p>Revenue from the provision of apartment sale services is recognised in the month in which the contract under the law of obligations is signed.</p>
<b>Rental income</b>	<p>The group recognises lease income for the period during which the property is at the disposal of the lessee in accordance with the lease terms.</p> <p>In the resale (passing on) of utility and property management expenses, the group acts as an agent and such revenue is not presented gross but net of related expenses (the expenses are offset against the revenue). Operator and agency fees are also offset against revenue.</p>	<p>Rental income is recognised on a straight-line basis over the lease term. The accounting period is one month.</p>

## Significant financing component

The group has decided to apply the practical expedient provided in IFRS 15, which permits not to adjust the promised amount of consideration for the effects of a significant financing component if the group expects, at contract inception, that the period between when the group transfers a promised product or service to a customer and when the customer pays for that product or service will be less than one year.

## Related parties

The group considers parties to be related if one has control of the other or can exert significant influence on the operating decisions of the other. The group's related parties include:

- the parent company and its owners;
- other group companies;
- the members of the management board;
- close family members of the above persons and companies related to them.

## Segment reporting

Operating segments are determined based on the reports monitored by the group's management board, which regards the group's business operations as a single operating segment and assesses the performance of the segment mainly based on its revenue and operating profit, and the growth of these indicators.

## Events after the reporting period

The consolidated financial statements reflect all significant events affecting the valuation of assets and liabilities that occurred between the reporting date and the date on which the financial statements were authorised for issue but are related to transactions of the reporting period or prior periods.

Subsequent events that have not been taken into account in measuring assets and liabilities but which will have a material effect on the results of the next financial year are disclosed in the notes to the consolidated financial statements.

## Note 7. Financial instruments and financial risk management

The group's activities expose it to several financial risks: credit risk, liquidity risk and market risk (including interest rate risk and currency risk). The group's overall risk management programme focuses on the unpredictability of the financial market and seeks to minimise potential adverse impacts on the group's financial operations. The group's risk management is based on the requirements of laws, regulations and International Financial Reporting Standards and supported by internal regulations. The main objectives of risk management are to ensure and maintain the group's liquidity, equity and continuity of operations. Financial risk management is the responsibility of the group's management board and the CFO.

### Liquidity risk

Liquidity risk is the risk that the group will encounter difficulty in meeting its obligations associated with financial liabilities as they fall due or that the group will be unable to realise its assets at market prices during a reasonable period of time. Long-term liquidity risk is the risk that the group will not have sufficient available cash or other sources

of liquidity to cover its future liquidity needs in implementing its business plan and meeting its liabilities or that the group will, therefore, have to raise funds unreasonably quickly.

The group's liquidity is mainly affected by the following factors:

- the ability of group companies to generate positive net operating cash flows and the volatility of those cash flows;
- maturity matching and flexibility in modifying the maturities of assets and liabilities;
- the financing structure.

Short-term liquidity is managed by monitoring the group's and group companies' cash flow forecasts on an ongoing basis to make sure that the group has sufficient liquid funds at all times. Short-term liquidity needs are primarily covered with intragroup loans.

Long-term liquidity management is based on managing the group's capital structure consistent with the agreed financing principles. In the preparatory phase of a project, where uncertainty about the future cash flows of the project is the highest, limits are set for the maximum leverage ratio. The group determines the marketability of its real estate assets on the basis of the presale rate of that real estate. According to the group's internal rules, construction will not commence before a sufficient number of the planned homes have been reserved. A presale rate that exceeds the required threshold for financing construction with a bank loan allows raising capital on more favourable terms and helps ensure that the financial liabilities assumed can be met with cash inflows from the sale of real estate.

As development costs are capitalised and recognised within inventories, the group has positive working capital consistent with its business model. It is also characteristic of the group's business model that current liabilities exceed current assets less inventories. This is because the bank loans taken to finance construction operations and the prepayments received from customers are recognised as current liabilities while the calculation does not reflect most of the expected revenue, which is received only when the real right contracts have been signed and the assets have been transferred, or the inventories to be transferred during the year.

The table below shows the key ratios describing the group's capital structure and liquidity:

	31 December 2025	31 December 2024
Current ratio	3,16	4,25
Quick ratio	0,41	0,43
Debt to capital ratio	54,1%	60,4%

**Underlying formulas:**

*Current ratio = current assets / current liabilities*

*Quick ratio = (current assets – inventories) / current liabilities*

*Debt to capital ratio = borrowings / total liabilities and equity*

According to management's estimates, the group's capital structure and liquidity are sufficient to raise additional capital and meet existing financial obligations in a timely manner.

**Exposure to liquidity risk**

Inventories (which account for the majority of assets and have mostly been financed by borrowings) are not exposed to liquidity risk and, therefore, it is characteristic of the group's business model that the liabilities exposed to liquidity risk (trade payables, payments related to borrowings and other payables) exceed the assets exposed to liquidity risk

(cash and cash equivalents, trade receivables, loans provided, interest receivable and other receivables). Liabilities are discharged using proceeds from inventory sale when homes are transferred to customers under real right contracts.

**Credit risk**

Credit risk is the risk that a counterparty will cause a financial loss for the group by failing to discharge a contractual obligation. Financial assets exposed to credit risk consist mainly of cash at bank, trade receivables, contract assets, other receivables, loans provided and prepayments to suppliers. The carrying amount of financial and contract assets reflects the maximum credit exposure.

**Cash and cash equivalents**

Cash and cash equivalents consist of demand deposits with commercial banks.

(in thousands of euros)	31 December 2025	31 December 2024
Cash and cash equivalents	8,553	5,905
<b>Total</b>	<b>8,553</b>	<b>5,905</b>

The group keeps its available funds at local financial institutions with a sufficient credit history or with whom it has signed a loan agreement. At the end of 2025, the group's cash and cash equivalents were mainly held at Swedbank AS, LHV Pank AS and Coop Pank AS (31 December 2025: 56% at Swedbank AS, 40% at LHV Pank AS and 2% at Coop Pank AS; at 31 December 2024: 27% at Swedbank AS, 41% at LHV Pank AS and 31% at Coop Pank AS). At 31 December 2025, the credit rating assigned to LHV Pank AS by the credit rating agency Moody's was Baa2 (31 December 2024: Baa3). Swedbank Group has been assigned credit ratings by rating agencies Standard & Poor's, Moody's and Fitch and at 31 December 2025 and 31 December 2024 the ratings were A1/A+ or above. According to Moody's, the credit rating of Coop Pank AS was Baa2 at both 31 December 2025 and 31 December 2024. Based on the credit ratings assigned to the financial institutions, the group's management estimates that there is no significant credit risk from cash and cash equivalents.

**Other financial assets exposed to credit risk**

Other financial assets exposed to credit risk are trade receivables, other receivables, loans provided and prepayments to suppliers.

The group's credit risk exposure to trade receivables is largely mitigated by the structure of its real estate sales transactions. As a rule, the sale of real estate is financed by partial advances from customers and ownership transfers to the buyer under a notarised real right contract, so there is no significant time difference between the transfer of ownership and the settlement of receivables. At 31 December 2025 and 31 December 2024, trade receivables mainly consisted of receivables from real right contracts signed at the end of the year, which were settled at the beginning of 2026 and 2025, respectively.

The group has provided the joint venture EK 6 OÜ with a 50/50 loan to finance its development operations. Given that project sales are meeting expectations and costs are within budget, management estimates that the credit risk of the loan is low.

**Market risk**

Market risk is the risk that changes in market prices, such as the prices of commodities, foreign exchange rates, interest

rates and the cost of capital, will affect the group's revenue or the value of its investments in financial instruments. The purpose of market risk management is to manage the group's exposures to market risk and keep the exposures within acceptable limits while optimising returns.

The value of an investment may change due to adverse market developments, such as macroeconomic changes, political or social instability, investor behaviour or other circumstances. The above factors may cause changes and volatility in real estate prices. The realisation of market risk may reduce the value of a real estate asset the group is planning to sell or cause buyers to withdraw from contracts to such an extent that the group cannot meet its obligations.

### Interest rate risk

Interest rate risk is the risk that the fair values or future cash flows of financial instruments will fluctuate because of changes in market interest rates. The group's cash flow interest rate risk arises from variable rate borrowings and is the risk that a rise in interest rates will increase the group's finance costs.

The group's exposure to interest rate risk arises from:

- the use of financial instruments with variable interest rates;
- the refinancing of liabilities on the arrival of their maturity dates;
- the raising of new financial instruments from highly volatile financial markets in a turbulent economic environment in order to execute an investment plan.

Some of the group's borrowings have fixed interest rates and are not affected by fluctuations in the money market. Some long-term bank loans are linked to six-month Euribor and thus exposed to interest rate risk. To manage interest rate risk, the group monitors changes in the money market interest rate curve, which reflects market participants' expectations of market interest rates and allows estimating movements in euro-denominated loan interest rates.

Effect of changes in interest rate risk on finance costs:

(in thousands of euros)	Note	31 December 2025	31 December 2024
Liabilities with fixed interest rates		21,814	19,003
Liabilities with variable interest rates		24,918	28,253
<b>Total interest-bearing liabilities</b>	<b>12</b>	<b>46,732</b>	<b>47,257</b>

The following sensitivity analysis describes the net effect of the group's variable rate financial instruments on its net profit, assuming that interest rates rise or fall by 10 basis points.

(in thousands of euros)	Changes in interest rates	31 December 2025	31 December 2024
Borrowings	-10 bp	25	28
	+10 bp	-25	-28

At 31 December 2025, the rate of six-month Euribor was 2.107% (31 December 2024: 2.568%)

According to management's estimates, the interest rates of fixed-rate liabilities correspond to the market interest rates of debt instruments with a similar risk level that are available to the group.

### Currency risk

Currency risk is the risk that the fair values or future cash flows of financial instruments will fluctuate because of changes in foreign exchange rates. The group has no material liabilities or receivables denominated in currencies other than its functional currency (the euro).

In 2025 and 2024, 100% of all receipts and payments (costs of goods sold, operating expenses, investments, finance costs) were in euros. Since all receipts and payments are in euros and borrowings are denominated in euros, currency risk has no material impact on the group's operations.

### Classification of financial instruments and their fair values

All of the group's financial assets and liabilities are either recognised in the statement of financial position or disclosed as contingent items in the notes to the consolidated financial statements. The carrying amounts of cash and cash equivalents, trade receivables, receivables from related parties, trade payables, payables to related parties and deferred income approximate their fair values and, therefore, their fair values have not been disclosed.

Trade receivables and trade payables are current items and, therefore, management has concluded that their carrying amounts approximate their fair values. According to management's estimates, the fair values of borrowings equal their carrying amounts because the current interest rates of the contracts correspond to the market interest rates. According to management's estimates, the group's risk margins have not changed significantly compared to the time the loans were obtained and the interest rates of the borrowings correspond to market terms.

### Capital management

The group's capital management is aimed at generating returns for shareholders, maintaining an optimal capital structure to reduce the cost of capital and protecting the group's ability to continue as a going concern. The group works towards these goals in a manner that ensures its sustainable development and credibility in the eyes of its shareholders, creditors, customers and other stakeholders.

In order to maintain or adjust its capital structure, the group may revise dividend distributions, return capital to shareholders, issue new shares or sell assets to reduce liabilities.

The group uses both debt and equity capital to finance its business operations. Debt capital is raised based on the following principles:

- in the preparatory phase of a project, debt capital raised in the form of loans may extend to no more than 50–70% of the cost of the plot, depending on the collateral position of the loan,
- construction work will not usually commence before the presale rate of the project is sufficient.

When designing its capital structure and diversifying risks, the group monitors the equity ratio (equity to assets), the equity ratio adjusted for construction loans (long-term target: 40%) and the net debt to capital ratio. Management considers the adjustment for construction loans to be more appropriate, given the dynamics and risk characteristics of these loans (generally high coverage by sales contracts at the peak of the loan balance).

The tables on the next page reflect the values of the equity ratio, the adjusted equity ratio and the net debt to capital ratio, along with the underlying data:

(in thousands of euros)	31 December 2025	31 December 2024
Total equity attributable to owners of the parent	23,590	18,237
Total assets	86,457	78,298
<b>Equity ratio</b>	<b>27.3%</b>	<b>23.3%</b>

(in thousands of euros)	31 December 2025	31 December 2024
Total equity attributable to owners of the parent	23,590	18,237
Total assets	86,457	78,298
Construction loans	-5,662	-13,033
Total adjusted assets	80,794	65,265
<b>Adjusted equity ratio</b>	<b>29.2%</b>	<b>27.9%</b>

(in thousands of euros)	31 December 2025	31 December 2024
Borrowings	46,732	47,257
Cash and cash equivalents	-8,553	-5,905
Net debt	38,173	41,352
Total equity attributable to owners of the parent	23,590	18,238
Net debt and total equity attributable to owners of the parent	61,769	59,590
<b>Net debt to capital ratio</b>	<b>61.8%</b>	<b>69.4%</b>

## Note 8. Trade and other receivables

(in thousands of euros)	Note	31 December 2025	31 December 2024
Trade receivables	17, 24	1,425	1,239
Loans provided		15	15
Interest receivable		9	9
Other receivables		7	8
<b>Total current receivables</b>		<b>1,456</b>	<b>1,270</b>
Loans provided	24	1,450	0
Interest receivable	24	85	0
<b>Total non-current receivables</b>		<b>1,535</b>	<b>0</b>

Trade receivables consist of receivables from real right contracts signed at the end of the reporting period, which were settled at the beginning of 2025 in line with the terms of the underlying contracts.

Long-term loans provided comprise a 50/50 loan to the joint venture EK 6 OÜ.

### Credit risk, market risk and credit losses due to impairment

For information about the group's credit and market risks and credit losses on receivables, see note 7.

## Note 9. Prepayments

(in thousands of euros)	31 December 2025	31 December 2024
Prepayments to suppliers	17	72
Prepaid expenses	39	51
Prepaid taxes	475	262
<b>Total current prepayments</b>	<b>531</b>	<b>385</b>
Prepaid expenses	44	44
<b>Total non-current prepayments</b>	<b>44</b>	<b>44</b>

## Note 10. Inventories

The table below shows inventories grouped by the status and chronological order of the development projects undertaken by the group's subsidiaries. For multi-phase projects, the estimated allocation of the inventories depends on the business plan of the development project.

(in thousands of euros)	31 December 2025	31 December 2024
Construction completed	21,838	4,728
Under construction	29,821	35,897
Building design	8,878	15,567
Development plans and other inventories	10,472	11,710
<b>Total</b>	<b>71,009</b>	<b>67,902</b>

All borrowing costs directly attributable to the financing of construction are capitalised and included in the cost of inventories. The capitalisation rate for borrowing costs is 100%. Capitalisation begins when a project reaches the development stage and ends when the homes are ready for sale and recognised as an expense as described in note 6. Borrowing costs on construction loans relating to homes completed but not yet sold are recognised as an expense as incurred. In connection with the completion of construction and homes becoming ready for sale in various projects, interest expense of 91 thousand euros was recognised directly in finance costs in 2025 (2024: 588 thousand euros). In the case of multi-phase projects, the capitalisation of other borrowing costs for interest-bearing liabilities that are

attributable to all phases ceases when the construction of the buildings in the last phase of the project is completed. The movements in the balance of capitalised interest included in inventories are described in note 26.

A proportionate share of the parent's staff costs and operating expenses of 2,064 thousand euros in total (2024: 1,487 thousand euros) that were related to the subsidiaries' development activities was also capitalised and included in the cost of inventories during the year. The decrease in inventories, which is recognised at the same time as revenue is recognised, was recognised in the cost of sales in an amount of 1,460 thousand euros (2024: 741 thousand euros). See note 6 for further information about inventory accounting policies.

In 2025, inventories of 40,098 thousand euros (2024: 22,787 thousand euros) were recognised as an expense in the cost of sales (note 18). See note 6 for further information about inventory accounting policies.

Management assesses the business plan for each development project that has been updated for new forecasts (including costs, revenues, progress of sales and provisions for risks) on a regular basis in order to manage cash flows and profitability and to estimate the need for recognising asset write-downs. Management has additionally estimated the need for inventory write-downs by carrying out a stress test for each development project. In the course of the tests, management analysed the effect of a decrease in the sales prices of apartments not yet sold on the profit of the project. The tests were conducted assuming that there would be a proportionate decrease in costs not related to contracts.

In 2025, no inventories were written down and no previously recognised write-downs were reversed. In 2024, the group wrote down the inventories of the Magdaleena 4 development project by 30 thousand euros based on the project's net realisable value (NRV). No previously recognised write-downs were reversed.

At 31 December 2025, the total carrying amount of inventories mortgaged to secure loans was 65,446 thousand euros (31 December 2024: 60,162 thousand euros). Further information about assets put up as loan collateral is provided in note 12.

## Note 11. Investment properties

(in thousands of euros)	Note	
<b>Carrying amount at 31 December 2023</b>		<b>0</b>
Reclassifications from inventories to investment properties	10	1,064
Change in fair value		286
<b>Carrying amount at 31 December 2024</b>		<b>1,350</b>
Reclassifications from inventories to investment properties	10	451
Change in fair value		159
<b>Carrying amount at 31 December 2025</b>		<b>1,960</b>

Investment properties consist of a commercial space in the Väike-Tallinn project, which has been leased out to an operator for the provision of accommodation services. In 2025, the property generated rental income of 112 thousand euros (2024: 121 thousand euros) (note 6) and net operating income (NOI) of 108 thousand euros (2024: 103 thousand euros). Management measured the fair value of the investment property generating cash flow using

the discounted cash flow method, taking into account the forecast NOI and applying a discount rate of 8.1% (2024: 8.5%). As at 31 December 2024 and 31 December 2025, the commercial space recognised as an investment property was mortgaged to secure loans.

In 2025, Liven Kodu 10 OÜ entered into a sales agreement for part of a commercial property. At 31 December 2025, the portion of inventories relating to the sold part of the property were reclassified and recognised within investment property. These assets will continue to be accounted for in the same way until they are transferred to the buyer. The sale is expected to be finalised under a real right contract in the first half of 2026.

## Note 12. Borrowings

In the preparatory phase of development projects, the group typically uses secured loan instruments. During the construction phase, construction work is financed with secured bank loans. Unsecured full-bullet junior investor loans are also used to replace previous liabilities. Additionally, the group uses funds raised through public bond issues to acquire new properties and flexibly finance development activities.

In addition to the loans presented in the following tables, the borrowings recognised in the statement of financial position include lease liabilities, which totalled 3 thousand euros at 31 December 2025 (31 December 2024: 48 thousand euros). All borrowings were denominated in euros at 31 December 2025 and 31 December 2024.

Loan type (in thousands of euros)	Interest rate	Balance at 31 Dec 2025	Incl. from related parties	Repayable		
				Within 1 year	2–5 years	Over 5 years
Bank loans, construction	4.5-4.6% + 6kE	5,662	0	3,751	1,911	0
Bank loans, development	3.9-7.95% + 6kE	19,254	0	7,529	11,725	0
Bonds	8.0-10.5%	15,461	1,166	600	14,861	0
Investor loans	8.0-14.0%	6,353	4,285	0	6,353	0
<b>Kokku</b>		<b>46,730</b>	<b>5,451</b>	<b>11,880</b>	<b>34,850</b>	<b>0</b>

6kE = 6-month Euribor

Loan type (in thousands of euros)	Interest rate	Balance at 31 Dec 2024	Incl. from related parties	Repayable		
				Within 1 year	2–5 years	Over 5 years
Bank loans, construction	4.6-4.9% + 6kE	13,033	0	0	13,033	0
Bank loans, development	3.9-7.95% + 6kE	15,173	0	831	14,342	0
Bonds	8.5-10.5%	11,850	878	4,000	7,850	0
Investor loans	8.0-14.0%*	7,153	5,358	1,565	5,588	0
<b>Total</b>		<b>47,209</b>	<b>6,238</b>	<b>6,396</b>	<b>40,813</b>	<b>0</b>

6kE = 6-month Euribor

\*The interest rate on loans taken by Liven Kodu 5 OÜ consisted of an annual fixed rate of 8%, plus an additional fee linked to the project's success.

In 2025, the group obtained new loans of 35,734 thousand euros (2024: 32,199 thousand euros) and made loan repayments of 27,690 thousand euros (2024: 24,327 thousand euros). Out of total loan repayments, 8,534 thousand euros was paid by buyers directly to the bank (2024: 14,233 thousand euros). Interest payments made in 2025 totalled 6,689 thousand euros (2024: 5,041 thousand euros).

Investor loans and bonds include loans from related parties. Further information about these is disclosed in note 24. The classification of loans into current and non-current is based on their contractual maturity dates.

### Green bonds listed on the Nasdaq Tallinn Stock Exchange

In 2025, Liven AS conducted a public offering of its second series of green bonds to finance new and existing projects. A total of 6,200 bonds were issued, each with a nominal value of 1,000 euros, a maturity date of 19 March 2029 and a fixed interest rate of 9.0% per annum, payable quarterly (2024: an offering of the first series of green bonds, with 6,200 bonds issued, each with a nominal value of 1,000 euros, a maturity date of 23 May 2028 and a fixed interest rate of 10.5% per annum, payable quarterly).

In connection with the bonds listed on the Baltic Bond List of the Nasdaq Tallinn Stock Exchange (Liven 10.5% 4Y green bond; ISIN: EE3300004332 and Liven 9.0% 4Y green bond; ISIN:EE0000000354), Liven AS has to meet the following financial covenants until the bonds are fully redeemed:

- The group's adjusted equity ratio<sup>1</sup> must exceed 20%. At 31 December 2025: 29.2%.
- The group's adjusted leverage ratio<sup>2</sup> must be less than 3.0. At 31 December 2025: 1.74.
- The company must guarantee that there are always sufficient funds in its bank accounts to cover the interest due on at least two subsequent interest payment dates, i.e. 605 thousand euros. The unconsolidated cash balance of Liven AS at 31 December 2025: 5,478 thousand euros.

### Investor loan for Liven Kodu 5 OÜ

In line with the project financing model resulting from the group's limited equity during its early years, the Liven Kodu 5 OÜ development project was fully financed with investor loans in 2017. The interest on these loans consisted of a fixed rate of 8% (which was capitalised until the end of the contract) plus an additional fee linked to the project's success. The size of the additional fee depended on the agreed success criteria, including the project's profitability, cash flows and their timing, and exceeding the agreed minimum success threshold.

As at 31 December 2024, the balance of the success-linked additional interest liability of 46 thousand euros was recognised as a short-term provision. The loan agreement matured in 2025. This was the last loan with a success-linked additional interest component used by the group in its early years. In total, Liven Kodu 5 OÜ made interest payments of 5,782 thousand euros over the entire loan term.

### Collateral and guarantees

At 31 December 2025, the total carrying amount of inventories mortgaged as loan collateral was 65,446 thousand euros (31 December 2024: 60,162 thousand euros). Further information about inventories is provided in note 10. The shares in Liven Kodu 10 OÜ were pledged to creditors both at 31 December 2025 and 31 December 2024. The shares in Liven Kodu 5 OÜ were pledged to creditors at 31 December 2024.

<sup>1</sup> Adjusted equity ratio (%) = total equity attributable to owners of the parent / (total assets – construction loans)

<sup>2</sup> Adjusted leverage ratio = (total borrowings – construction loans) / total equity attributable to owners of the parent

At 31 December 2025, Liven AS had provided the following guarantees to lenders as security for loan agreements:

- a guarantee of 440 thousand euros to secure the settlement of the liabilities of Liven Kodu 16 OÜ;
- a guarantee of 350 thousand euros to secure the settlement of the liabilities of Liven Kodu 17 OÜ;
- a guarantee of 806 thousand euros to secure the settlement of the liabilities of Liven Kodu 21 OÜ;
- a guarantee of 1,560 thousand euros to secure the settlement of the liabilities of Liven Kodu 22 OÜ;
- a guarantee of 225 thousand euros to secure the settlement of the liabilities of Liven Kodu 23 OÜ.

In 2025, Liven AS issued letters of guarantee to various Tallinn City departments to ensure fulfilment of the subsidiaries' contractual obligations relating to the construction of kindergartens, a school and street-side landscaping.

Liven AS has additionally guaranteed the self-financing required by the loan agreements signed by the subsidiaries by committing to give the subsidiaries loans of the required amounts where necessary.

## Note 13. Trade and other payables

(in thousands of euros)	Note	31 December 2025	31 December 2024
Trade payables		3,216	3,005
Deferred income		5,554	6,093
<b>Other payables</b>			
Payables to employees		221	163
Taxes payable	14	3,157	1,248
Interest payable	24	251	310
Accrued expenses		1,203	238
Lease liabilities		155	120
Other payables		65	58
<b>Total other payables</b>		<b>5,052</b>	<b>2,137</b>
<b>Total current trade and other payables</b>		<b>13,822</b>	<b>11,234</b>
Interest payable	24	1,504	762
Lease liabilities		484	512
Other payables		77	125
<b>Total non-current trade and other payables</b>		<b>2,065</b>	<b>1,398</b>

Deferred income as at 31 December 2025 and 31 December 2024 comprises deferred income received from customers in connection with housing development. Accrued expenses mainly include accrued payables for amounts not yet invoiced by general contractors and furniture dealers. Lease liabilities are related to a five-year lease of an office in Tallinn and a

five-year lease of an office in Berlin. Further information about deferred income is provided in note 17. Further information about payables to related parties is disclosed in note 24.

## Note 14. Taxes payable

(in thousands of euros)	Note	31 December 2025	31 December 2024
Value added tax		2,948	1,015
Personal income tax		69	74
Income tax on fringe benefits		5	8
Social security tax		120	135
Funded pension contributions (2 <sup>nd</sup> pillar)		8	7
Unemployment insurance contributions		6	7
Other taxes		0	2
<b>Total</b>	<b>13</b>	<b>3,157</b>	<b>1,248</b>

## Note 15. Share capital and reserves

### Share capital and share premium

(in thousands of euros)	31 December 2025	31 December 2024
Share capital	1,200	1,200
Share premium	9,586	9,562
<b>Total share capital and share premium</b>	<b>10,786</b>	<b>10,762</b>
Number of shares issued	12,000	12,000
Par value of a share (in euros)	0,1	0,1

As at 31 December 2025, the Estonian Commercial Code set the following requirements to the share capital of companies registered in Estonia:

- the minimum share capital of a limited company defined as aktsiaselts (AS) under Estonian law must amount to at least 25 thousand euros,
- the net assets of a limited company defined as aktsiaselts (AS) under Estonian law must amount to at least half of its share capital but not less than 25 thousand euros.

The size of share capital or the minimum and maximum amount of share capital are specified in the company's articles of association; the minimum share capital must be at least one fourth of the maximum share capital.

According to the articles of association of Liven AS in force at 31 December 2025 and 31 December 2024, the company's share capital consists of ordinary shares with a par value of 0.1 euros each. The minimum amount of share capital is 1,000 thousand euros (31 December 2024: 1,000 thousand euros) and the maximum amount of share capital is 4,000 thousand euros (31 December 2024: 4,000 thousand euros). Within those limits, share capital can be changed without amending the articles of association.

### Transactions with share capital

In 2025, share capital remained unchanged and no new shares were issued. In the third quarter of 2024, the supervisory board of Liven AS decided to increase the share capital by 15 thousand euros, from 1,185 thousand euros to 1,200 thousand euros, by issuing 145,758 new ordinary shares with a nominal value of 0.1 euros each, in accordance with an earlier decision of the shareholders' general meeting. The shares were issued without a premium and were fully paid for by cash contributions.

The increase of share capital and the issue of new shares were carried out in order to comply with the terms of the share option programmes LEOP and LEOP 2024–2027. Of the new shares, 47,495 shares were issued directly to the beneficiaries of the LEOP options, 57,057 shares were intended to be used to comply with the terms of LEOP and 41,206 shares were issued to create an option pool for LEOP 2024–2027.

To enable the participants in the share option programme to exercise their options, Liven AS issued 82,084 new shares with a par value of 0.1 euros each in 2024, increasing the share capital by 8 thousand euros.

### Own (treasury) shares

In 2019, a share option programme (Liven Employee Ownership Program, LEOP) was developed for the group's employees and key partners in connection with which 200,001 shares with a carrying amount of 20,000 euros were repurchased in the same year. As the investment period under LEOP ended at the end of 2022, no new shares were sold under the programme in 2025 or 2024 and there was no related increase in share premium.

In 2024, the shareholders approved a new share option programme for employees (LEOP 2024–2027). To comply with the terms of LEOP and create an option pool for LEOP 2024–2027, a total of 98,263 new shares with a nominal value of 0.10 euros each were issued to Liven Kodu OÜ, a group company, after which the shares were immediately transferred to Liven AS.

To enable employees to exercise the options under LEOP and participate in LEOP 2024–2027, a total of 51,694 own shares were sold to the employees in 2025 and, as a result, retained earnings increased by 135 thousand euros (2024: 17,302 own shares were sold to enable employees to exercise the options under LEOP and, as a result, retained earnings increased by 29 thousand euros). The par value of the shares sold during the period was 0.1 euros per share and the weighted average share premium was 0.90 euros per share (2024: 0.1 euros per share and 3.00 euros per share, respectively).

	Number of shares
<b>Number of own shares held at 31 December 2023</b>	<b>8,474</b>
Sale of own shares	17,302
Acquisition of own shares	98,263
<b>Number of own shares held at 31 December 2024</b>	<b>89,435</b>
Sale of own shares	51,694
<b>Number of own shares held at 31 December 2025</b>	<b>37,741</b>

Further information about share-based payments is provided in note 16.

## Reserves

The following table provides an overview of the reserves reported in equity.

(in thousands of euros)	31 December 2025	31 December 2024
Statutory capital reserve	120	118
Share option reserve	262	317
<b>Total</b>	<b>382</b>	<b>435</b>

### Share option reserve

The group recognises the services received in share-based payment transactions as the services are rendered. The corresponding increase in equity is recognised in the 'Share option reserve'.

### Statutory capital reserve

The statutory capital reserve is set up using annual net profit transfers as well as other transfers which are made on the basis of the law or the articles of association. The amount of the capital reserve is set out in the articles of association and it may not be less than one tenth of share capital. Every year, at least one twentieth of net profit must be transferred to the capital reserve. When the capital reserve reaches the level set out in the articles of association, net profit transfers to the capital reserve are discontinued.

Based on the resolution of the general meeting, the capital reserve may be used to cover losses, if losses cannot be covered with the company's unrestricted equity, and to increase share capital. The capital reserve may not be used to make distributions to shareholders.

Transfers to the capital reserve are made after the approval of the audited annual report. Therefore, the reserve as at 31 December 2025 and 31 December 2024 was smaller than required by the articles of association.

### Dividend distributions

In 2025, the parent company made a dividend distribution of 180 thousand euros (2024: 635 thousand euros) using the group's profit for 2024 on the basis of the group's dividend policy. According to the dividend policy approved by the shareholders, 25% of profit before tax for the previous year is distributed as dividends on an annual basis. The distribution and timing of the dividend depend on the availability of sufficient funds and are subject to the requirement that the dividend distribution must not jeopardise the group's ability to continue as a going concern and to make the planned investments.

The dividend distribution made in spring 2024 amounted to 72.2% of the profit before tax for 2023 (2023: dividend distribution amounted to 12.5% of the profit before tax for 2022; however, the management board was unable to make the planned proposal for an additional dividend distribution of 12.5% of the profit for 2022 in the second half of 2023 as the loss on phase I of the Magdaleena development project was larger than expected and the commercial space at Türi 4 was still unsold).

Information about the group's retained earnings and contingent income tax liability is provided in note 27.

## Note 16. Share-based payments

### Option programme (equity-settled)

In 2019, a share option programme (Liven Employee Ownership Program, LEOP) was implemented to provide the group's employees and key partners with an opportunity to contribute to Liven's share capital and thereby benefit from the group's success. In 2024, a new Liven Employee Ownership Program (LEOP 2024–2027) was launched.

The main terms of both LEOP programmes are as follows:

Option type	Vesting conditions	Term of options
A options	Three years after the grant date of the option.	Three years and one calendar month after successful satisfaction of vesting conditions.
B options	Three years after the grant date of the option and the achievement of the financial targets set out in the option contract.	Three years and once calendar month after successful satisfaction of vesting conditions.

In 2021, the general meeting approved an option programme running until the end of 2024. Under this programme, the recipients of options have personal targets and the programme also differs from LEOP in other respects. The options have a term of four years and a minimum vesting period of three years after the option contract is signed.

### Determination of fair value and the estimates used to measure fair value

The fair value of options was measured using the Black-Scholes-Merton model. In accordance with IFRS 2, service and performance-based vesting conditions were not taken into account in measuring fair value. The weighted average inputs used to measure the fair values of the options granted in 2025 and 2024 were as follows:

	Options with personal targets		LEOP 2024–2027 A and B options	
	2025	2024	2025	2024
Exercise price (in euros)	-	-	0.10	0.10
Term of options (in months)	-	-	36	36
Expected volatility	-	-	18.4%	18.5%
Risk-free interest rate	-	-	2.1%	2.0%
Fair value of the issued share (in euros)	-	-	4.03	4.05

The exercise price and term of the options were determined based on the underlying option contracts.

Volatility is the unweighted average volatility of the share prices of benchmark companies listed on the Nasdaq Tallinn Stock Exchange in the three years preceding the measurement

The risk-free interest rate is the yield of the 3-year German government bond, which was in the range of 1.7% to 2.3% in 2025 (2024: 1.9% to 2.9%).

The weighted average share price was found using the discounted cash flow method and it equals the share price recorded in the share sale agreement.

### Table of movements in options

The table shows the options granted under the programmes, the options exercised in 2025, the options which expired in 2024 without being exercised and the weighted average exercise prices.

Time of granting the options	Number of options granted:			
	LEOP options		Options with personal targets	Total
	A options	B options*	Options*	
<b>Outstanding at 31 December 2023</b>	<b>40,859</b>	<b>81,937</b>	<b>221,850</b>	<b>344,646</b>
Granted in 2024	2,830	4,245	-	7,075
Expired in 2024	-	-	-30,000	-30,000
Exercised in 2024	-23,306	-49,602	-	-72,908
<b>Outstanding at 31 December 2024</b>	<b>20,383</b>	<b>36,580</b>	<b>191,850</b>	<b>248,813</b>
Granted in 2025	3,091	4,636	-	7,727
Expired in 2025	-1,735	-2,603	-	-4,338
Exercised in 2025	-15,803	-29,709	-	-45,512
<b>Outstanding at 31 December 2025</b>	<b>5,936</b>	<b>8,904</b>	<b>191,850</b>	<b>206,690</b>

\*The maximum number of share options that may be granted when the financial targets set out in the option contracts are met.

The exercise price of all options granted under LEOP was 0.1 euros per share. The exercise price of options exercisable as at 31 December 2025 was 0.1 euros (31 December 2024: 0.1 euros) and the weighted average remaining life of the options was 1.9 years (31 December 2024: 0.9 years).

The exercise prices of options with personal targets vary. In 2025 and 2024, such options were not granted. See note 15 for further information about share capital.

### Expenses recognised in profit or loss

Expenses related to the grant of share options have been recognised in staff costs within 'Salary expenses' in an amount of 83 thousand euros (2024: 159 thousand euros).

## Note 17. Revenue

(in thousands of euros)	Note	2025	2024
Sale of real estate		47,824	26,142
Sale of furniture and furnishings		979	814
Sale of services	24	246	0
Rental income		239	310
<b>Total revenue</b>		<b>49,287</b>	<b>27,266</b>

In 2025 and 2024, the only geographical area where revenue was generated was Estonia. Furniture and furnishings are sold together with the real estate and both sales are treated as revenue from contracts with customers. Further information on revenue recognition is presented in note 6.

### Balances of contracts with customers

The table below provides an overview of assets and liabilities from contracts with customers:

(in thousands of euros)	Note	31 December 2025	31 December 2024
Trade receivables	8, 24	1,425	1,239
Deferred income	13	5,554	6,093

Revenue for 2025 resulted from real estate sales (under real right contracts) in five development projects in Tallinn:

- **Regati** (Liven Kodu 20 OÜ). The group sold 64 homes in the four buildings completed at Regati pst 5 at the end of the year. At 31 December 2025, 47 homes and 7 commercial spaces had not yet been sold under real right contracts.
- **Iseära** (Liven Kodu 16 OÜ). The group sold under real right contracts the last 3 homes in the terraced houses completed in 2024, 26 homes in the terraced houses completed in 2025 and 34 homes in the apartment buildings completed in 2025.
- **Luuslangi** (Liven Kodu 12 OÜ). The group sold 7 homes in the buildings completed in phase I at the end of 2023. At 31 December 2025, the last 2 homes were still for sale.
- **Uus-Meremaa** (Liven Kodu 5 OÜ). The group sold under real right contracts the last 2 homes and 1 commercial space in the buildings completed at the end of 2023 in Lahepea street.
- **Magdaleena** phase II (Liven Kodu 19 OÜ). The group sold the last 2 homes in the buildings completed at Magdaleena 4 in previous years.

Deferred income comprises deferred income received from customers for real estate development activities for which revenue is recognised on the transfer of the real estate to the customer (on the conclusion of the real right contract). According to management's estimates, the deferred income which reflects performance obligations not yet satisfied will be taken to revenue in accordance with the budgeted completion schedules of the projects.

## Note 18. Cost of sales

(in thousands of euros)	Note	2025	2024
Construction, fitout and furnishing expenses		29,889	17,626
Plot acquisition and preparation costs		3,903	763
Staff costs	21	1,877	1,508
Financing charges		3,565	2,677
Building design expenses		801	283
Connection fees		188	168
Depreciation and amortisation		75	83
Other costs		242	321
<b>Total</b>		<b>40,540</b>	<b>23,429</b>

See note 2 for the basis of preparation of the financial statements and note 6 for further information about the recognition of inventories in the cost of sales.

## Note 19. Distribution costs

(in thousands of euros)	Note	2025	2024
Media costs		598	529
Staff costs	21	616	371
Depreciation and amortisation		180	104
Other distribution costs		486	414
<b>Total</b>		<b>1,881</b>	<b>1,418</b>

## Note 20. Administrative expenses

(in thousands of euros)	Note	2025	2024
Staff costs	21	775	539
Training and other staff-related expenses		104	96
Business travel and transport expenses		59	49
Office expenses		74	80
Accounting and audit expenses		210	339
Legal fees and consulting expenses		59	65
Depreciation and amortisation		238	172
Other expenses		95	79
<b>Total</b>		<b>1,613</b>	<b>1,419</b>

## Note 21. Staff costs

(in thousands of euros)	2025	2024
Salary expenses	2,495	1,868
Social security and unemployment insurance charges	773	551
<b>Total</b>	<b>3,268</b>	<b>2,418</b>
Average number of employees converted to full-time equivalent	37	31
Incl. people working under employment contracts	34	28
Incl. people working under board member's service contracts	3	3

## Note 22. Segment reporting

Management has determined operating segments based on the reports monitored by the management board of Liven AS, which regards the group's business operations as a single segment and assesses the performance of the segment mainly based on its revenue and operating profit, and the growth of these indicators. In 2025 and 2024, the only geographical area where revenue was generated was Estonia. At 31 December 2025, 93.2% of the group's assets were held by companies registered in Estonia and 6.8% were held by companies registered in Germany (31 December 2024: 95.0% and 5.0%, respectively).

(in thousands of euros)	Note	2025	2024
Revenue	17, 24	49,287	27,266
Operating profit		5,483	1,287

## Note 23. Investments in subsidiaries and joint ventures

The parent company's ownership interests in companies as at the reporting date:

Company	Core business	Domicile	Interest, % 31 December 2025	Interest, % 31 December 2024
Liven Kodu OÜ	Development of building projects	Estonia	100	100
Liven Kodu 5 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 6 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 10 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 12 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 14 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 15 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 16 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 17 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 18 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 19 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 20 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 21 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 22 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 23 OÜ	Development of building projects	Estonia	100	100
Liven Kodu 24 OÜ	Development of building projects	Estonia	100	100
EK 6 OÜ <sup>1</sup>	Development of building projects	Estonia	50	-
Liven Wohnungsbau GmbH	Development of building projects	Germany	100	100
Liven HW11 GmbH	Development of building projects	Germany	100 <sup>2</sup>	100 <sup>2</sup>
Liven R101 GmbH	Development of building projects	Germany	100 <sup>2</sup>	-

### Changes in group structure

In 2025, the subsidiary Liven R101 GmbH was established and a 50% stake in EK 6 OÜ was acquired. The equity of the joint venture, EK 6 OÜ, was -280 thousand euros at the end of the financial year (2024: nil euros). Due to the joint venture's negative equity, Liven AS has recognised a write-down of the investment in the amount of 1 thousand euros in its statement of comprehensive income.

<sup>1</sup> A joint venture not consolidated line by line

<sup>2</sup> 100% ownership interest through Liven Wohnungsbau GmbH

## Note 24. Related party disclosures

For the purposes of these consolidated financial statements, related parties include:

- the group's parent Liven AS and shareholders that have significant influence over Liven AS;
- key management personnel (members of the supervisory and management boards), their close family members and companies under their control or significant influence.

The group considers parties to be related when one controls the other or has significant influence over the business decisions of the other. Significant influence is presumed to exist when a person holds more than 10% of voting power.

Receivables from related parties (in thousands of euros)	31 December 2025	31 December 2024
<b>Joint ventures</b>		
Receivables for sale of goods and services	63	0
Non-current interest receivable	85	0
Loans provided	1,450	0
<b>Total receivables from related parties</b>	<b>1,599</b>	<b>0</b>
<b>Liabilities to related parties (in thousands of euros)</b>		
<b>Current interest liabilities</b>		
Legal persons with a significant shareholding	0	9
Executive and higher management and companies under their significant influence	0	47
<b>Total current liabilities to related parties</b>	<b>0</b>	<b>56</b>
<b>Non-current interest liabilities</b>		
Legal persons with a significant shareholding	176	89
Executive and higher management and companies under their significant influence	958	483
<b>Total non-current liabilities to related parties</b>	<b>1,134</b>	<b>573</b>
<b>Transactions with related parties (in thousands of euros)</b>		
<b>Legal persons with a significant shareholding</b>		
Revenue	0	12
Interest paid	39	45
<b>Total</b>	<b>39</b>	<b>57</b>

<b>Transactions with related parties (in thousands of euros)</b>	<b>Note</b>	<b>2025</b>	<b>2024</b>
<b>Executive and higher management and companies under their significant influence</b>			
Services purchased		49	12
Interest paid		159	129
<b>Total</b>		<b>209</b>	<b>141</b>
<b>Joint ventures</b>			
Revenue	17	229	0
<b>Total</b>		<b>229</b>	<b>0</b>
No loss allowances were recognised for receivables from related parties in 2025 or 2024.			
<b>Changes in borrowings from related parties (in thousands of euros)</b>			
Borrowings from related parties at 1 January		6,236	7,480
<b>Loans received</b>			
Legal persons with a significant shareholding		749	140
Executive and higher management and companies under their significant influence		50	338
<b>Total loans received</b>		<b>799</b>	<b>478</b>
<b>Repayments of loans received</b>			
Legal persons with a significant shareholding		-1,189	-682
Executive and higher management and companies under their significant influence		-395	-2,113
<b>Total repayments of loans received</b>		<b>-1,584</b>	<b>-2,795</b>
<b>Payments offset against accrued (capitalised) interest</b>			
Legal persons with a significant shareholding		0	196
Executive and higher management and companies under their significant influence		0	877
<b>Total payments offset against accrued (capitalised) interest</b>		<b>0</b>	<b>1,073</b>
<b>Borrowings from related parties at 31 December</b>		<b>5,451</b>	<b>6,236</b>

All borrowings from related parties as at 31 December 2025 and 31 December 2024 were denominated in euros. Loans received from related parties have fixed interest rates, which are in the range of 9–14% (31 December 2024: 8–14%). Further information about borrowings is provided in note 12.

#### **Other transactions with related parties**

Transactions with share capital are described in note 15 and further information about investments in subsidiaries and joint ventures is provided in note 23.

In 2025, the remuneration of the members of the management board amounted to 327 thousand euros (2024: 248 thousand euros). The members of the supervisory board were not remunerated for their work on the board in 2025 and 2024. A member of the management board that is removed from office early or whose contract is not extended is entitled to severance pay equal to six months' remuneration (a contingent liability). The maximum possible severance pay liability at 31 December 2025 was 144 thousand euros (31 December 2024: 136 thousand euros).

## **Note 25. Basic and diluted earnings per share**

Basic earnings per share are calculated by dividing the net profit attributable to owners of the parent by the weighted average number of ordinary shares. Diluted earnings per share are calculated in the same way, but the weighted average number of ordinary shares is increased by the number of dilutive potential ordinary shares.

<b>(number of shares)</b>	<b>2025</b>	<b>2024</b>
Weighted average number of ordinary shares	12,000,000	11,899,164
Share options at period-end	206,690	248,813
Weighted average number of ordinary shares including the number of dilutive potential ordinary shares	12,206,690	12,147,977

<b>(in thousands of euros)</b>	<b>2025</b>	<b>2024</b>
Net profit attributable to owners of the parent	5,414	558
Basic earnings per share	0.451	0.047
Diluted earnings per share	0.444	0.046

## Note 26. Other adjustments

(in thousands of euros)	Note	2025	2024
Capitalisation of interest expense as part of the cost of inventories	10, 11	4,775	3,474
Reclassifications from inventories to investment properties	10, 11	-451	-1,064
Change in share option reserve		83	178
Non-cash transactions and other adjustments		87	-435
<b>Total other adjustments</b>		<b>4,494</b>	<b>2,153</b>

Line item 'Capitalisation of interest expense as part of the cost of inventories' includes accrued non-cash interest expense capitalised as part of the cost of inventories, which is related to mezzanine-type investor loans. See notes 6 and 10 for further information about the accounting policies for borrowing costs and the capitalisation of borrowing costs as part of the cost of inventories.

## Note 27. Contingent liabilities

### Contingent severance pay liability to the members of the management board

A member of the management board that is removed from office early or whose contract is not extended is entitled to severance pay equal to six months' remuneration (a contingent liability). The maximum possible severance pay liability at 31 December 2025 was 144 thousand euros (31 December 2024: 136 thousand euros).

### Contingent income tax liability

The group's total retained earnings as at the reporting date amounted to 12,426 thousand euros (31 December 2024: 7,049 thousand euros). The maximum income tax liability that could arise if all of the retained earnings as at the reporting date were distributed as dividends is 2,734 thousand euros (31 December 2024: 1,551 thousand euros) and the maximum amount that could be distributed as the net dividend is 9,692 thousand euros (31 December 2024: 5,498 thousand euros).

## Note 28. Events after the reporting period

In January 2026, Liven Kodu 20 OÜ signed a loan agreement with the previous financier of the Regati project for 15,135 thousand euros, secured by the residential and commercial premises completed in phase I. The loan was taken to refinance previous loans used to finance construction, rectification and alteration works and the purchase of a property.

In January 2026, Liven Kodu 12 OÜ signed a general (main) contract with Mitt & Perlebach OÜ for the construction of new residential buildings in phase II of the Luuslangi project. Mitt & Perlebach OÜ is also the general (main) contractor for the earlier residential buildings in the development project. Construction of the 39 homes in the residential buildings at Jalami 4 will be completed in the first half of 2027.

In February 2026, the Tallinn City Council approved the detailed spatial plan for the Kadaka tee 88 property, which is owned by Liven Kodu 10 OÜ.

In February 2026, the supervisory board approved the management board's proposal to continue with the rental housing concept for the project being developed on the Juhkentali 48 property, which is owned by Liven Kodu 17 OÜ. Due to the change in the purpose of use, the property will be classified as an investment property in future financial statements. As at 31 December 2025, the consolidated statement of financial position included inventories belonging to Liven Kodu 17 OÜ of 4,198 thousand euros.

## Note 29. Parent company's primary financial statements

In accordance with the Estonian Accounting Act, the notes to the consolidated financial statements have to include the primary financial statements of the consolidating entity (the parent). The primary financial statements of the parent, presented in this note, have been prepared using the same accounting policies that were applied in the preparation of the consolidated financial statements except that in the parent's primary financial statements investments in subsidiaries are measured using the cost method.

### Statement of financial position

(in thousands of euros)	31 December 2025	31 December 2024
Current assets		
Cash and cash equivalents	5,478	1,274
Trade and other receivables	2,265	6,706
Prepayments	45	40
Inventories	2	3
<b>Total current assets</b>	<b>7,790</b>	<b>8,023</b>
Non-current assets		
Investments in subsidiaries	7,555	11,046
Trade and other receivables	20,027	10,941
Prepayments	18	18
Property, plant and equipment	214	332
Intangible assets	467	401
Right-of-use assets	438	413
<b>Total non-current assets</b>	<b>28,719</b>	<b>23,150</b>
<b>TOTAL ASSETS</b>	<b>36,509</b>	<b>31,174</b>

(in thousands of euros)	31 December 2025	31 December 2024
<b>Current liabilities</b>		
Borrowings	125	133
Trade and other payables	963	845
<b>Total current liabilities</b>	<b>1,089</b>	<b>978</b>
<b>Non-current liabilities</b>		
Borrowings	12,499	6,373
Trade and other payables	488	511
<b>Total non-current liabilities</b>	<b>12,988</b>	<b>6,884</b>
<b>Total liabilities</b>	<b>14,076</b>	<b>7,862</b>
<b>EQUITY</b>		
Share capital	1,200	1,200
Share premium	9,571	9,547
Own (treasury) shares	-4	-9
Share option reserve	262	317
Statutory capital reserve	120	118
Retained earnings (prior periods)	12,101	12,735
Loss for the year	-818	-597
<b>Total equity</b>	<b>22,432</b>	<b>23,311</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>36,509</b>	<b>31,173</b>

**Statement of comprehensive income**

<b>(in thousands of euros)</b>	<b>2025</b>	<b>2024</b>
Revenue	3,344	2,427
Cost of sales	-2,084	-2,202
<b>Gross profit</b>	<b>1,260</b>	<b>226</b>
Distribution costs	-849	-662
Administrative expenses	-1,350	-1,091
Other operating income	84	26
Other operating expenses	-35	-21
<b>Operating loss</b>	<b>-890</b>	<b>-1,522</b>
Loss on investments in subsidiaries and joint ventures	-411	-2,080
Finance income	1,685	3,591
Finance costs	-1,203	-563
<b>Total finance income and finance costs</b>	<b>72</b>	<b>948</b>
<b>Loss before tax</b>	<b>-818</b>	<b>-575</b>
Income tax expense	0	-23
<b>Loss for the year</b>	<b>-818</b>	<b>-597</b>

**Statement of cash flows**

in thousands of euros)	2025	2024
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Loss for the year	-818	-597
Adjustments for:		
Depreciation, amortisation and impairment losses	421	315
Interest income	-1,585	-3,003
Interest expense	1,202	563
Finance costs on investments in subsidiaries	411	2,080
Finance costs on investments in joint ventures	1	0
Dividend income	-100	-587
Income tax on dividends	0	23
Other adjustments	346	636
<b>Total adjustments</b>	<b>346</b>	<b>27</b>
Change in receivables and prepayments	1,546	-562
Change in inventories	0	-3
Change in payables and deferred income	108	140
Other cash flows from operating activities	13	0
<b>NET CASH FROM/USED IN OPERATING ACTIVITIES</b>	<b>1,196</b>	<b>-994</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Paid for property, plant and equipment and intangible assets	-278	-316
Proceeds from sale of property, plant and equipment and intangible assets	0	16
Proceeds from government grants	0	150
Loans provided	-12,412	-6,718
Repayments of loans provided	8,820	2,359
Dividends received	100	587
Interest received	2,063	375
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>-1,708</b>	<b>-3,547</b>

in thousands of euros)	2025	2024
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from loans received	6,200	6,470
Repayments of loans received	-46	-59
Payments of lease principal	-143	-151
Interest paid	-1,144	-329
Proceeds from issue of shares	0	7
Proceeds from sale of own shares	29	25
Dividends paid	-180	-635
Corporate income tax paid	0	-23
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>4,716</b>	<b>5,305</b>
<b>NET CASH FLOW</b>	<b>4,204</b>	<b>763</b>
<b>Cash and cash equivalents at beginning of period</b>	<b>1,274</b>	<b>511</b>
Change in cash and cash equivalents	4,204	763
<b>Cash and cash equivalents at end of period</b>	<b>5,478</b>	<b>1,274</b>

**Statement of changes in equity**

(in thousands of euros)	Share capital	Share premium	Share option reserve	Own (treasury) shares	Statutory capital reserve	Retained earnings	Total
<b>As at 31 December 2023</b>	<b>1,183</b>	<b>9,327</b>	<b>363</b>	<b>-1</b>	<b>115</b>	<b>13,368</b>	<b>24,355</b>
Loss for the year	0	0	0	0	0	-597	-597
Issue of share capital	17	0	0	0	0	0	17
Share options	0	200	-41	0	0	0	159
Acquisition of own shares	0	0	0	-9	0	0	-9
Sale of own shares	0	23	0	2	0	0	25
Transfer to capital reserve	0	0	0	0	3	-3	0
Dividend distribution	0	0	0	0	0	-635	-635
Other changes in equity	0	-2	-5	0	0	5	-2
<b>As at 31 December 2024</b>	<b>1,200</b>	<b>9,547</b>	<b>317</b>	<b>-9</b>	<b>118</b>	<b>12,138</b>	<b>23,311</b>
Loss for the year	0	0	0	0	0	-818	-818
Share options	0	0	112	0	0	0	112
Sale of own shares	0	24	0	5	0	0	29
Transfer to capital reserve	0	0	0	0	2	-2	0
Dividend distribution	0	0	0	0	0	-180	-180
Other changes in equity	0	0	-167	0	0	145	-22
<b>As at 31 December 2025</b>	<b>1,200</b>	<b>9,571</b>	<b>262</b>	<b>-4</b>	<b>120</b>	<b>11,283</b>	<b>22,432</b>

<b>Adjusted unconsolidated equity (in thousands of euros)</b>	<b>As at 31 December 2025</b>	<b>As at 31 December 2024</b>
Parent company's unconsolidated equity	22,432	23,311
Carrying amount of interests under control and significant influence (-)	-7,555	-11,046
Value of interests under control and significant influence under the equity method (+)	9,936	7,254
<b>Adjusted unconsolidated equity</b>	<b>24,813</b>	<b>19,519</b>

## Statement by the management board

The management board prepared the group annual report consisting of the management report and the consolidated financial statements for the year ended 31 December 2025 and approved it for issue on 12 March 2026.

The management board confirms that to the best of its knowledge the financial statements, which have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the assets, liabilities, financial position and profit or loss of Liven AS and the group as a whole and the management report gives a true and fair view of the development of the business, the performance and the financial position of Liven AS and the group as a whole and includes a description of the main risks and uncertainties.

The report has been digitally signed.

**Andero Laur**

Chairman of the  
Management Board

**Mihkel Simson**

Member of the  
Management Board

**Alina Kester**

Member of the  
Management Board



# Independent auditors' report

## To the Shareholders of Liven AS

(Translation of the Estonian original)

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the consolidated financial statements of Liven AS and its subsidiaries ('the group'), which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the group as at 31 December 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (Estonia). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the group in accordance with the International Code of Ethics for Professional Accountants (Estonia) (including International Independence Standards), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Assessment of the need for inventory write-downs	
Refer to notes 4, 6, 10 to the consolidated financial statements.	
The key audit matter	How the matter was addressed in our audit
The consolidated statement of financial position as at 31 December 2025 includes inventories related to real estate developments in the amount of 71 009 thousand euros, which are described in more detail in note 10. According to International Financial Reporting Standards, inventories must be measured at the lower of cost and net realisable value.	Our audit procedures in this area included, among other things, the following: <ul style="list-style-type: none"><li>• We tested the existence of inventories and the accuracy and completeness of capitalised costs;</li><li>• We assessed the appropriateness of significant forecasts used by management based on our understanding of the group's business operations and the real estate market;</li></ul>

This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy.

<p>Assessing the need for a write-down requires making significant estimates for each real estate development. Each property (land or a building) recognised as inventory is measured on an individual basis. A business plan is prepared for each property based on its specific characteristics (intended use and existing building rights or building rights being established) and the estimated costs of the property are compared to expected revenue. If the costs of the property exceed the revenue from the realisation of the property, the group writes down the inventories by the amount of the excess costs. Due to the volatility of the construction market and the low liquidity of the property market, the estimated revenues and costs of the properties are subject to uncertainty.</p> <p>Assessing whether the assumptions used in identifying the need for a write-down of the group's inventories are based on reasonable and appropriate estimates required increased attention during the audit.</p>	<ul style="list-style-type: none"> <li>• We evaluated the reliability of external expert opinions, the competence of the appraiser, and the comparable transactions used;</li> <li>• We compared the data used in management's sensitivity analysis model with the budgets and strategy approved by the supervisory board and assessed the accuracy of the group's historical budgeting compared to actual sales results and costs in recent years;</li> <li>• We assessed whether the information disclosed in the consolidated financial statements (including the information regarding management's assessment of the need for inventory write-downs) is sufficient and appropriate.</li> </ul>
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## Other Information

Management is responsible for the other information. The other information comprises the information included in the management report but does not include the consolidated financial statements and our auditors' report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. In addition, our responsibility is to state whether the information presented in the management report has been prepared in accordance with the applicable legal and regulatory requirements.

If, based on the work we have performed, 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 and we state that the information presented in the management report is materially consistent with the consolidated financial statements and in accordance with the applicable legal and regulatory requirements.

## Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the group's financial reporting process.

## Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 International Standards on Auditing (Estonia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with International Standards on Auditing (Estonia), we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 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 management'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 group's ability to continue as a going concern. If we conclude that a material uncertainty exists, then we are required to draw attention in our auditors' report to the related disclosures in the consolidated 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 auditors' report. However, future events or conditions may cause the group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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.

This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy.

# Report on Other Legal and Regulatory Requirements

## Report on Compliance with the Requirements for iXBRL tagging of Consolidated Financial Statements included within the European Single Electronic Format Regulatory Technical Standard (ESEF RTS)

We have undertaken a reasonable assurance engagement on the iXBRL tagging of the consolidated financial statements included in the digital files 894500FK54S8LWFWC546-2025-12-31-1-et.zip.

### Responsibilities of Management for the Digital Files Prepared in Compliance with the ESEF RTS

Management is responsible for preparing digital files that comply with the ESEF RTS. This responsibility includes:

- the selection and application of appropriate iXBRL tags using judgement where necessary;
- ensuring consistency between digitized information and the consolidated financial statements presented in human-readable format; and
- the design, implementation and maintenance of internal control relevant to the application of the ESEF RTS.

### Auditors' Responsibilities

Our responsibility is to express an opinion on whether the electronic tagging of the consolidated financial statements complies in all material respects with the ESEF RTS based on the evidence we have obtained.

We apply the provisions of the International Standard on Quality Management (Estonia) 1 (revised) and accordingly maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We are independent of the group in accordance with the International Code of Ethics for Professional Accountants (Estonia) (including International Independence Standards), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We conducted our reasonable assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), *Assurance Engagements Other than Audits or Reviews of Historical Financial Information* (ISAE 3000) issued by the International Auditing and Assurance Standards Board.

A reasonable assurance engagement in accordance with ISAE 3000 (Revised) involves performing procedures to obtain evidence about compliance with the ESEF RTS. The nature, timing and extent of procedures selected depend on the practitioner's judgment, including the assessment of the risks of material departures from the requirements set out in the ESEF RTS, whether due to fraud or error. A reasonable assurance engagement includes:

- obtaining an understanding of the tagging and the ESEF RTS, including of internal control over the tagging process relevant to the engagement;
- reconciling the tagged data with the audited consolidated financial statements of the group dated 31 December 2025;
- evaluating the completeness of the tagging of the consolidated financial statements;
- evaluating the appropriateness of the group's use of iXBRL elements selected from the ESEF taxonomy and the creation of extension elements where no suitable element in the ESEF taxonomy has been identified;
- evaluating the use of anchoring in relation to the extension elements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In our opinion, the consolidated financial statements included in the annual report of Liven AS identified as 894500FK54S8LWFWC546-2025-12-31-1-et.zip for the year ended 31 December 2025 are tagged, in all material respects, in compliance with the ESEF RTS.



This version of our auditors' report is a copy from the original, which was prepared in xhtml format and presented to Nasdaq Tallinn together with the original version of the consolidated financial statements. All possible care has been taken to ensure that the copy is an accurate representation of the original, excluding xbrl tagging. However, in all matters of interpretation of information, views or opinions, the original version of our report takes precedence over this copy.

**Other Requirements of the Auditors' Report in Accordance with Regulation (EU) No 537/2014 of the European Parliament and of the Council**

We were appointed by those charged with governance on 14 May 2025 to audit the consolidated financial statements of Liven AS for the years ending 31 December 2024 and 31 December 2025. Liven AS is a public interest entity since 24 May 2024 and we have audited Liven AS's annual accounts without interruption since that date.

We confirm that:

- our audit opinion is consistent with the additional report presented to the members of the supervisory board of the group;
- we have not provided to the group the prohibited non-audit services (NASs) referred to in Article 5(1) of EU Regulation (EU) No 537/2014. We also remained independent of the audited entity in conducting the audit.

Tallinn, 12 March 2026

/signed digitally/

**Indrek Alliksaar**

Certified Public Accountant,

Licence No 446

**KPMG Baltics OÜ**

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## Alternative performance measures

The group presents certain performance measures as the key indicators, which in accordance with the European Securities and Markets Authority (ESMA) Guidelines on Alternative Performance Measures are not measures of historical financial performance, financial position and cash flows defined or explained in IFRS, but are instead non-financial measures and alternative performance measures (APMs).

The non-financial measures and APMs provide management, investors, securities analysts and other parties with significant additional information about the group's results of operations, financial position or cash flows and are often used by analysts, investors and other parties.

The non-financial measures and APMs should not be considered in isolation or as a substitute to the measures under IFRS. The APMs have not been audited.

### Calculation formulas for APMs

**Earnings before interest, tax, depreciation and amortisation (EBITDA)** = operating profit + interest paid + interest expense capitalised in inventories + depreciation, amortisation and impairment losses

**EBITDA margin:** EBITDA / revenue

**Operating margin:** operating profit / revenue

**Net margin:** net profit attributable to owners of the parent / revenue

**Return on assets (ROA):** operating profit / average total assets (average for the period)

**Return on equity (ROE):** net profit attributable to owners of the parent / average equity attributable to shareholders (average for the period)

**Return on capital employed (ROCE):** (EBITDA – depreciation, amortisation and impairment losses) / (total assets – current liabilities (average for the period))

**Equity ratio:** equity attributable to owners of the parent / total assets

**Adjusted equity ratio:** total equity attributable to owners of the parent / (total assets – construction loans)

**Current ratio:** current assets / current liabilities

**Quick ratio:** (current assets – inventories) / current liabilities

(in thousands of euros)	2025	2024	2023	2022	2021
Depreciation, amortisation and impairment losses	418	375	148	74	25
Interest paid	4,429	5,041	2,772	4,220	671
Operating profit	5,483	1,284	867	3,324	656
<b>EBITDA</b>	<b>10,331</b>	<b>6,700</b>	<b>3,788</b>	<b>7,618</b>	<b>1,353</b>
EBITDA	10,331	6,700	3,788	7,618	1,353
Revenue	49,287	27,264	35,765	32,618	6,278
<b>EBITDA margin</b>	<b>21.0%</b>	<b>24.6%</b>	<b>10.6%</b>	<b>23.4%</b>	<b>21.5%</b>
Operating profit	5,483	1,284	867	3,324	656
Revenue	49,287	27,264	35,765	32,618	6,278
<b>Operating margin</b>	<b>11.1%</b>	<b>4.7%</b>	<b>2.4%</b>	<b>10.2%</b>	<b>10.4%</b>
Net profit attributable to owners of the parent	5,414	556	775	3,324	647
Revenue	49,287	27,264	35,765	32,618	6,278
<b>Net margin</b>	<b>11.0%</b>	<b>2.0%</b>	<b>2.2%</b>	<b>10.2%</b>	<b>10.3%</b>
Operating profit	5,483	1,284	867	3,324	656
Total assets at end of year	86,457	78,298	68,559	60,279	50,257
Total assets at 30 September	100,183	73,104	68,177	63,103	-
Total assets at 30 June	95,149	72,801	61,244	60,549	-
Total assets at 31 March	88,810	67,551	64,839	52,614	-
Total assets at beginning of year	78,298	68,559	60,279	50,257	18,437
Total assets, average	89,779	72,059	64,620	57,360	34,347
<b>Return on assets (ROA)</b>	<b>6.1%</b>	<b>1.8%</b>	<b>1.3%</b>	<b>5.8%</b>	<b>1.9%</b>

<b>(in thousands of euros)</b>	<b>2025</b>	<b>2024</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
Net profit attributable to owners of the parent	5,415	556	775	3,324	647
Equity attributable to owners of the parent at end of year	23,590	18,237	18,122	16,526	12,807
Equity attributable to owners of the parent at 30 September	18,571	18,272	16,373	14,806	-
Equity attributable to owners of the parent at 30 June	18,431	17,886	17,168	14,845	-
Equity attributable to owners of the parent at 31 March	17,588	18,024	16,526	15,194	-
Equity attributable to owners of the parent at beginning of year	18,237	18,122	16,526	12,807	6,840
Equity attributable to owners of the parent, average per year	19,283	18,108	16,943	14,836	9,824
<b>Return on equity (ROE)</b>	<b>2.1%</b>	<b>3.1%</b>	<b>4.6%</b>	<b>22.4%</b>	<b>6.6%</b>
EBITDA	10,331	6,700	3,788	7,618	1,353
Depreciation, amortisation and impairment losses	418	375	148	74	25
Total assets at end of year	86,457	78,298	68,559	60,279	50,257
Total assets at 30 September	100,183	73,104	68,177	63,103	-
Total assets at 30 June	95,149	72,801	61,244	60,549	-
Total assets at 31 March	88,810	67,551	64,839	52,614	-
Total assets at beginning of year	78,298	68,559	60,279	50,257	18,437
Current liabilities at end of year	25,801	17,739	28,611	15,460	19,607
Current liabilities at 30 September	19,840	19,104	22,171	31,749	-
Current liabilities at 30 June	16,780	20,438	11,601	27,653	-
Current liabilities at 31 March	13,878	14,414	15,460	19,650	-
Current liabilities at beginning of year	17,739	28,611	15,460	19,607	3,910
Assets – current liabilities at end of year	60,656	60,559	39,948	44,818	30,650
Assets – current liabilities at 30 September	80,343	54,000	46,006	31,354	-
Assets – current liabilities at 30 June	78,369	52,363	49,644	32,896	-
Assets – current liabilities at 31 March	74,932	53,137	49,379	32,964	-
Assets – current liabilities at beginning of year	60,559	39,948	44,818	30,650	14,527
Assets – current liabilities, average	70,972	52,001	45,959	34,536	22,588
<b>Return on capital employed (ROCE)</b>	<b>15.1%</b>	<b>13.6%</b>	<b>8.6%</b>	<b>22.3%</b>	<b>5.9%</b>

<b>(in thousands of euros)</b>	<b>2025</b>	<b>2024</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
Equity attributable to owners of the parent	23,590	18,236	18,122	16,526	12,807
Total assets	86,457	78,298	68,559	60,279	50,257
<b>Equity ratio</b>	<b>27.3%</b>	<b>23.3%</b>	<b>26.4%</b>	<b>27.4%</b>	<b>25.5%</b>
Equity attributable to owners of the parent	23,590	18,236	18,122	16,526	12,807
Total assets	86,457	78,298	68,559	60,279	50,257
Construction loans	5,662	13,033	11,983	9,624	5,038
Total adjusted assets	80,794	65,265	57,576	50,655	45,219
<b>Adjusted equity ratio</b>	<b>29.2%</b>	<b>27.9%</b>	<b>32.0%</b>	<b>32.6%</b>	<b>28.3%</b>
Current assets	81,549	75,462	67,480	59,794	50,075
Current liabilities	25,801	17,739	28,611	15,460	19,607
<b>Current ratio</b>	<b>3.16</b>	<b>4.25</b>	<b>2.36</b>	<b>3.87</b>	<b>2.55</b>
Current assets	81,549	75,462	67,480	59,794	50,075
Inventories	71,009	67,902	62,112	54,140	44,976
Current liabilities	25,801	17,739	28,611	15,460	19,607
<b>Quick ratio</b>	<b>0.45</b>	<b>0.43</b>	<b>0.19</b>	<b>0.37</b>	<b>0.26</b>
Net profit	5,415	556	775	3,324	638
Weighted average number of shares (in thousands)	12,000	11,899	11,753	11,515	10,888
<b>Earnings per share</b>	<b>0.451</b>	<b>0.047</b>	<b>0.066</b>	<b>0.289</b>	<b>0.059</b>
Net profit attributable to owners of the parent	5,415	556	775	3,324	647
Weighted average number of shares (in thousands)	12,000	11,899	11,753	11,515	10,888
<b>Earnings per share attributable to owners of the parent</b>	<b>0.451</b>	<b>0.047</b>	<b>0.066</b>	<b>0.289</b>	<b>0.059</b>



The report contains photos of the Regati and Iseära homes.  
Interior architects: Anita Karma, Carolyn Kodar,  
Merlin Kuusemets, Sandra Leisson, Lennart Lind.