

Annual Report 2024

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Mission:
To provide creative games
of the highest quality for
people of all ages.

Vision:
To be a leader in a world
where everyone can play.

Game: ASKA
Studio: Sand Sailor Studios

This is Thunderful Group

Thunderful Group AB (publ) is a diversified gaming company that focuses on publishing, developing and co-developing high-quality digital games, mainly for PC and console platforms. The headquarters are in Gothenburg, Sweden and the Group spans over a significant portion of the gaming industry’s value chain through its two main business segments: Publishing and Co-Development & Services.

Publishing includes both third-party game publishing and internal game development. Thunderful’s game studios have broad creative and technical expertise, and the Group’s publishing team collaborates closely with the internal development studios as well as the third-party developers to optimise production, marketing, business development and sales. The team offers support throughout the entire product lifecycle to maximise both creative and commercial opportunities.

The Co-development and Services segment offers game development and publishing services to external partners. Co-development focuses on developing games on behalf of external licence and IP owners, while the services segment offers consultancy-based publishing services for developers that do not need, or want a traditional publisher.

The two business segments collaborate to develop, market, and distribute a diversified portfolio of gaming experiences. Currently, the Group’s game portfolio includes more than 90 unique titles.

Thunderful’s Group management and senior managers together have many years of experience from the gaming industry and related sectors. With 217 employees*, mainly based in Europe, the company has a strong and competent workforce dedicated to creating engaging and commercially successful gaming products. By building long-term collaborations with strategic partners, Thunderful continues to drive innovation and strengthen its position in the industry.

Key performance indicators	
Number of game releases 2023–2024:	17
The average Metacritic score (games 2023–2024):	80/100
Number of unique games launched in the game portfolio*	>90
Number of ongoing game development projects for publication*	11
Number of ongoing co-development projects*	3
Internal development studios:	5
Number of employees in the Group*	217
Number of nationalities represented in employment:	6
Number of Smolkr picked up in ASKA per month:	653,456,744

*31 st of March 2025

The year in brief

Game: SteamWorld Heist II
Studio: Thunderful Gothenburg

Q1

Restructuring and strategic changes

- Thunderful announced a restructuring programme to strengthen the company's long-term competitiveness.
- The aim was to reduce fixed costs and increase focus on the areas with the greatest growth potential.
- This included a workforce reduction of 20% and the divestment of non-strategic assets.
- Thunderful decided to divest the German subsidiary and publisher Headup Games.

Q3

Launch of new SteamWorld game

- Jennie Wilund appointed EVP of Operations for the Group.
- The game SteamWorld Heist II, by Thunderful Gothenburg was launched on all platforms.

Q2

Pure gaming business

- Henrik Lundkvist resigned as CFO, and Per Alnefelt was appointed as interim CFO.
- Nordic Game Supply, which had challenges in achieving positive cash flow, was divested.
- AMO Toys and Bergsala were sold to Owe Bergsten, which transformed Thunderful into a pure gaming company.
- The divestment of the distribution companies led to reduced bank loans and a strengthened financial position.
- The game ASKA, by Sand Sailor Studios was released in Early Access.

Q4

Continued strategic restructuring

- Mikael Falkner appointed CFO.
- Thunderful implemented a new strategic restructuring programme.
- Increased focus on game publishing of third-party titles, while investments in internally developed game projects were reduced.
- The programme involved workforce reductions and the discontinuation of some game projects in order to reduce costs and strengthen profitability.

The period January–December 2024

- Net revenue decreased by SEK 91.7 million to SEK 292.8 million (384.4) compared to the previous year.
- Operating profit/loss (EBIT) decreased by SEK 371.4 million to SEK -917.3 million (-546.0), corresponding to an operating margin of -313.3 percent (-142.0).
- Impairments of intangible assets for the year amounted to SEK 659.3 million, of which SEK 444.0 million related to impairments of acquisition-related surplus values.
- Adjusted EBITDA decreased by SEK 150.6 million to SEK -41.3 million (109.2), corresponding to an adjusted EBITDA margin of -14.1 percent (28.4).
- Adjusted EBITA decreased by SEK 287.4 million to SEK -383.9 million (-96.5), corresponding to an adjusted EBITA margin of -131.1 percent (-25.1).
- Profit/loss for the year amounted to SEK -887.5 million (-629.8) in total and for continuing operations to SEK -665.5 million (-579.6).
- Earnings per share, before and after dilution, amounted to SEK -12.63 (-8.96) in total and for continuing operations to SEK -9.47 (-8.25).
- Cash flow from operating activities amounted to SEK 241.3 million (299.0), of which SEK 343.6 million (346.2) was related to discontinued operations.

Significant events after the end of the period

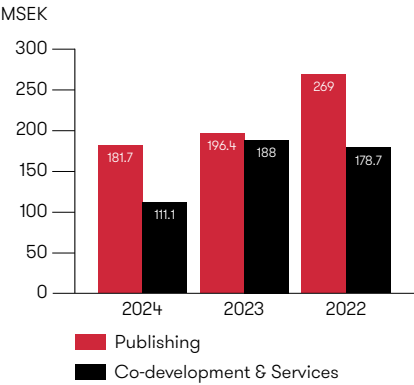
- Thunderful entered into an agreement with Jumpship Limited's former owner, Dino Patti, for the transfer of all shares in Jumpship Ltd. The company has also reached a settlement agreement regarding former seller claims on future earnouts in exchange for shares in Jumpship Ltd. Under the settlement agreement, Jumpship Ltd shall receive GBP 752.6 thousand from Thunderful, which corresponds to the expected winding-up costs, and Thunderful will waive all internal loans to Jumpship. Transfer of all shares was approved at an Extraordinary General Meeting on 10 February 2025.
- On 31 March, Thunderful resolved to carry out a directed issue amounting to SEK 3.0 million to Microcuts Holding GmbH in accordance with the authorisation from the company's Extraordinary General Meeting on 22 May 2024. The purpose of the Set-Off Issue and the reasons for the deviation from the shareholders' preferential rights is to fulfil the conditions stipulated in the agreement with Microcuts and to strengthen the company's financial position and liquidity. In total, 4,242,297 shares were issued at a subscription price of SEK 0.707 per share. The issue relates to part of the final payment of the remaining earnout related to the transfer of shares in the German subsidiary Headup GmbH to Microcuts Holding GmbH, where SEK 6.9 million was paid in cash and SEK 3.0 million was paid with newly issued shares, as an alternative to paying the entire final payment in cash.

Key performance indicators

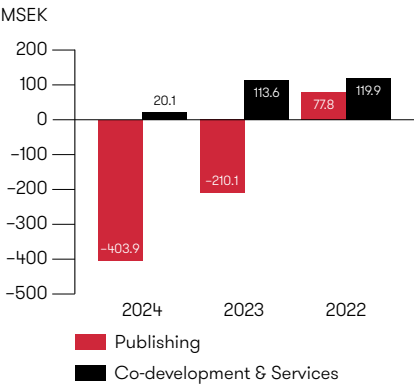
Group	2024	2023	Δ%
Net revenue, MSEK	292.8	384.4	-23.8%
Gross profit, MSEK	229.6	319.4	-28.1%
Gross margin, %	78.4%	83.1%	
EBITA, MSEK	-411.9	-105.9	-288.9%
Adjusted EBITA, MSEK	-383.9	-96.5	-297.8%
Adjusted EBITA margin, %	-131.1%	-25.1%	
EBITDA, MSEK	-69.4	99.8	-169.5%
Adjusted EBITDA, MSEK	-41.3	109.2	-137.8%
Adjusted EBITDA margin, %	-14.1%	28.4%	
Operating profit/loss (EBIT), MSEK	-917.3	-546.0	-68.0%
Operating margin (EBIT margin), %	-313.3%	-142.0%	
Profit/loss for the period, MSEK	-887.5	-629.8	-40.9%
Profit/loss for the year, continuing operations, MSEK	-665.5	-579.6	-14.8%
Net core working capital, MSEK	8.9	526.3	-98.3%
Cash flow from operating activities, MSEK	241.3	299.0	-19.3%
Interest-bearing net debt, MSEK	-7.7	402.1	-101.9%
Interest-bearing net debt/adjusted EBITDA, R12M	0.2	3.7	-94.6%
Earnings per share before dilution, SEK	-12.63	-8.96	-41.0%
Earnings per share after dilution, SEK	-12.63	-8.96	-41.0%
Earnings per share before dilution continuing operations, SEK	-9.47	-8.25	-14.8%
Earnings per share after dilution continuing operations, SEK	-9.47	-8.25	-14.8%

See page 79 for definitions of key performance indicators .

Net revenue



Adjusted EBITA



Game: Lost In Random: The Eternal Die
Studio: Stormteller Games

CEO Comment

A focused gaming group

2024 has been a year of change for Thunderful Group. In late 2023, it became clear that the Group's financial capacity and expected cash flows were insufficient to sustain the planned investment commitments and the existing cost base. Extensive restructuring has therefore been carried out during the year to create a more stable Group, focusing on the areas with the best future growth and profitability potential. The Group has moved from having a diverse range of businesses, including physical distribution of gaming hardware and toys, to become a focused gaming company.



After having completed the restructuring, the Group consists of two segments with a total of just over 200 employees. About half work in the Publishing segment with game publishing and production of internally developed and third-party games, and the other half work in Co-development & Services, where our teams carry out game development projects and services for external customers and partners.

Publishing

In 2024, Thunderful's publishing segment underwent a significant transformation in order to strengthen profitability. A strategic shift was implemented to create a clearer focus on third-party publishing and a reduction of investments in internally developed games with the aim of reducing fixed costs, creating greater flexibility and enabling a more balanced risk profile in our game investments.

“
In 2025, we have more exciting launches than ever before and we are working hard to reach a positive cash flow during the year.

We have also established a clear publishing strategy in order to focus our business on game titles and activities, which we are convinced will bring us long-term commercial stability and success.

When it comes to launches, the year has been characterised by both challenges and successes. ASKA, a Viking-inspired survival game, was launched in Early Access in June and

exceeded our initial sales expectations. SteamWorld Heist II, which was released in August, was warmly received by critics and players, but we have faced challenges in reactivating fans of the first game from 2015.

Our transaction sales, in other words, when we sell our games directly to end consumers via various distribution platforms, have improved significantly during the year. This was primarily due to an increased commercial focus within our sales team, but it is also a clear sign that our existing game catalogue has an appealing market position.

With a clearer strategy, a more efficient organisation and a more balanced investment model, we look forward to establishing a profitable and stable publishing business in the coming years. In 2025, we have more exciting launches than ever before and we are working hard to reach a positive cash flow during the year.

“
We are now entering a new phase where our focus on third-party publishing and strategic partnerships gives us a more flexible and sustainable business model.

Co-development & Services

In 2024, the Co-development and Services segment underwent a period of change where we adapted to a more competitive market. Net revenue decreased compared to the previous year, mainly due to a downturn in Robot Teddy's services business as well as lower non-recurring revenue in Coatsink.

Coatsink continues to be the engine of our co-development business and has market-leading expertise in developing VR games for partners such as Meta and Sony Pictures. The business had slightly lower capacity utilisation during the year, but also strengthened its position through an expanded development agreement with a major partner. This agreement ensures stable margins and employment for a large part of the development team. Coatsink has also contributed to the development of the critically acclaimed VR game *Batman: Arkham Shadow*, which further strengthens our position in the VR market.

Robot Teddy continued to support its customers with various publishing-related services during the year. In December, our client Doborog launched the popular game Clone Drone in the Hyperdome on Meta Quest and Steam VR.

Our long-term partnerships and strategic investments in co-development are creating stability and allow us to leverage our many years of expertise in VR and co-development. We are continuing to adapt and strengthen the segment for the future.

A clearer Thunderful – towards profitable growth

The year 2024 has been one of transition, but through divestments, significant cost savings and a clear strategic direction, we have taken crucial steps to strengthen Thunderful's long-term competitiveness. We are now entering a new phase where our focus on third-party publishing and strategic partnerships gives us a more flexible and sustainable business model. By reducing fixed costs and prioritising projects with both creative and commercial potential, we are creating a better basis for profitable growth.

We are aware that we still have challenges to navigate, but we see clear signs that the efforts we made in 2024 are starting to pay off. In 2025, we have several important game launches ahead of us and our goal is to reach a positive cash flow as soon as possible and build a stable foundation for long-term growth.

I look forward to continue leading Thunderful Group through this exciting and challenging period. Together with our passionate and skilled co-workers, as well as committed partners, I am confident that we can realise the company's full potential and create strong and commercially successful gaming experiences for players all over the world.

Martin Walfisz

CEO of Thunderful Group
Gothenburg, Sweden April 2025

Market and driving forces

- The global gaming industry was estimated to generate USD 187.7 billion in 2024, an increase of 2.1% compared to the previous year.
- The number of players have increased with 5% to 1.5 billion players during 2024, and is expected to reach 1.67 billion players by 2027.

Player distribution 2024:

- PC players:.....908 million
- Console players:.....630 million
- Mobile players:.....2.8 billion

The PC market is expected to grow in 2025 and reach a market share of 22%.

The gaming industry has long been the largest segment in the global media and entertainment market, where competition for consumers' free time is intense. Growth is driven by a growing player base, changing consumption patterns and new business models such as subscription services and cloud gaming.

According to the NewZoo Global Games Market Report 2024, the gaming industry has started to recover from the post-pandemic downturn of 2022 and is now displaying steadier growth, despite economic challenges such as high interest rates and inflation. The forecast for the global gaming market points to a compound annual growth rate (CAGR) of 3.1% between 2023 and 2027.

Driving forces

- Greater competition, IP (intellectual property rights) and branding are becoming increasingly important
- Diversified revenue streams
- More game developers need publishers

Trends

- Technological Innovation – AI and machine learning that streamline production
- Community Management an increasingly more important part of a game going viral and becoming commercially successful.



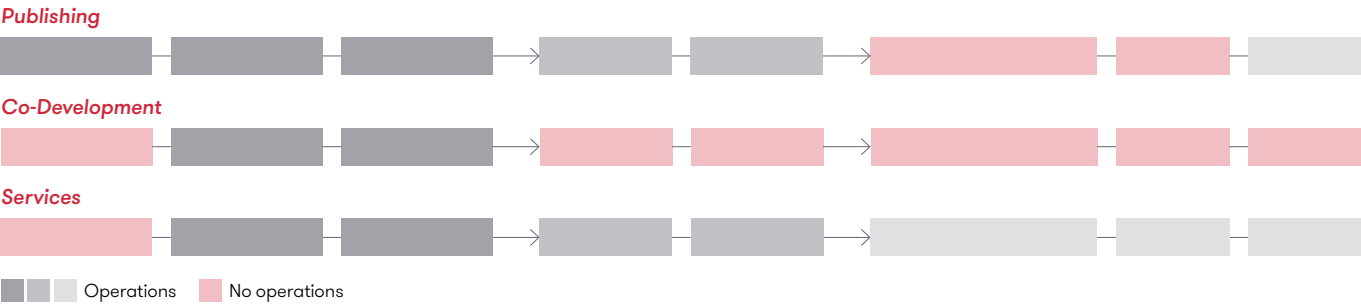
Game: Islanders New Shores
Studio: The Station/Coatsink

The gaming industry’s value chain

Thunderful Group operates across the entire value chain of the gaming industry – from ownership of intellectual property (IP), game development, and publishing to retail, end customers, and post-sale services. Depending on the business model, Thunderful engages with different parts of, or the entirety of, the value chain. Our operations are shaped by prevailing industry trends and market drivers, while at the same time exerting significant influence over the respective segments in which we operate.



Thunderful Group



Publishing

- **IP Owners:** Thunderful owns fice development studios that creates games on propriatry IPs.
- **Concept:** Third party studios develops concepts, designs, game ideas, retaining ownership of their IPs
- **Development:** Thunderful provides financing and ensures quality throughtout the development phase
- **Publishing:** Thunderful’s publishing division works in close collaboration with internal and external developers
- **Markering:** Product packaging and marketing activities to position the games effectively in the market
- **Sales** Strong partnerships with retailers and platforms support distribution and sales, primarily digital via plat-forms such as Steam, Playstation Store among others. Occassional physical distribution occurs.

End Customer: Players

- **After Market:** Ongoing support, updates, DLCs (down-loadable content) and expansions to furhter optimize the product, expand its lifecycle and enhance the player experience.

Co-Development

- **Concept:** Thunderful’s co-dev stduio develops games in close partnership with IP-owners and license holders
- **Development:** Contributes with development support and technical expertise

Services

- Thunderful offers publishing consulting services to inde-pendet studios across the entire product life cycle – from the product development phase to marketing, depending on what the client needs.

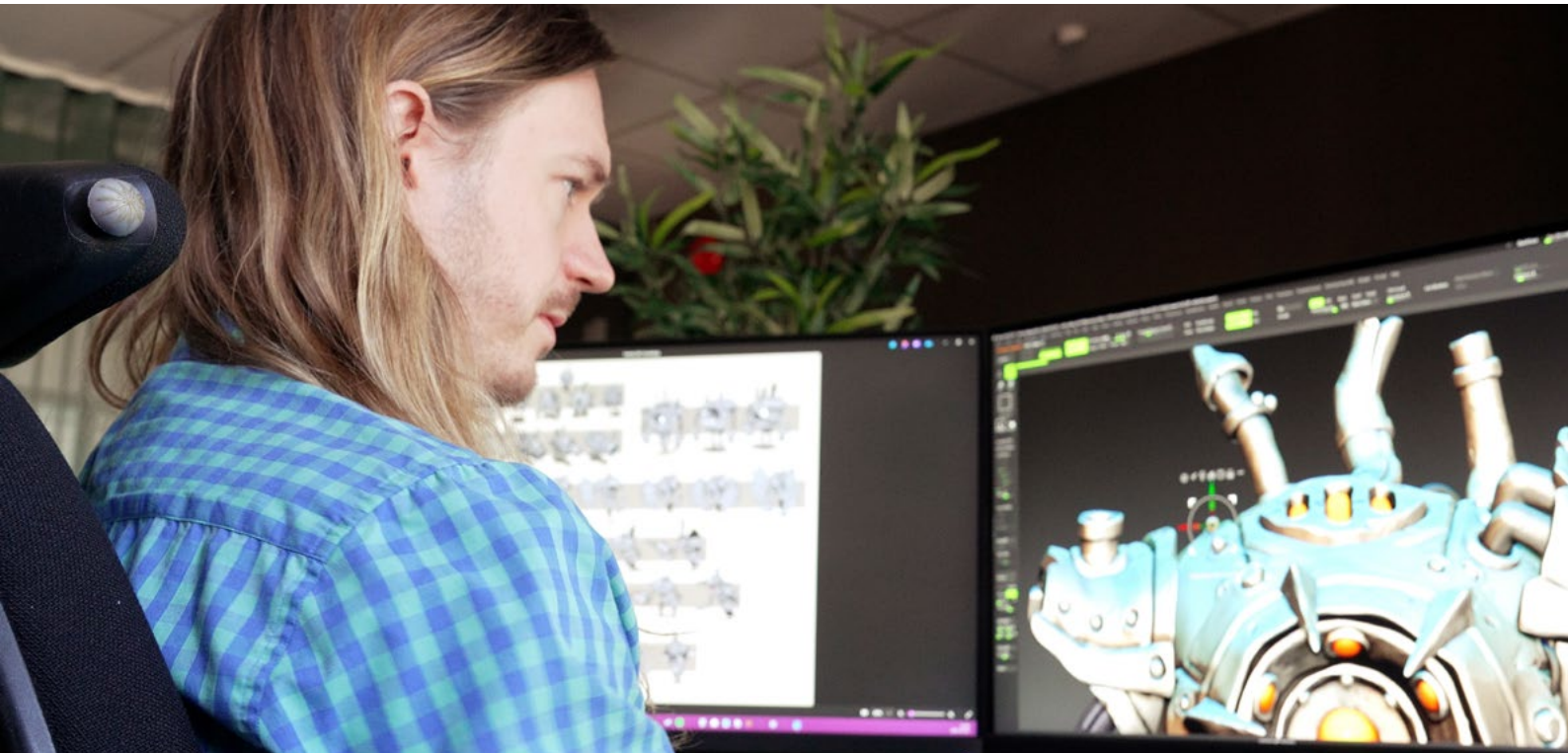
Read more about Thunderful Group’s impact in the company’s sustainability report on page 18.

Strategy & Business

During the past year, Thunderful has implemented a strategic restructuring with the aim of creating a more agile organisation, specialising in publishing and product development in the gaming industry. The Group is now structured in two gaming-focused business segments, which creates better conditions for efficient resource allocation and implementation of our strategy. It also creates higher efficiency in the areas that we assess as having the greatest potential for growth and profitability.



Game: Planet of Lana
Studio: Wishfully



Publishing

To reduce the Group's fixed costs and create a better balance of risk between internal and external development in the publishing segment, we scaled down internal development during the year and prioritised the publication of third-party games. Externally developed games mean a lower investment level and a shorter time to market, which enables faster revenue generation. In addition, this focus provides the flexibility to manage several projects in parallel at different stages of development. In this way, we can better diversify Thunderful's games portfolio of externally and internally developed games. We have a strategy for identifying and investing in new, promising external gaming projects with an investment level of up to EUR 2 million per project.

Meanwhile, we see great opportunities in our internal game development, where we can utilise the expertise and creativity of the Group's developers. This strengthens our games portfolio with proprietary IP (intellectual property rights). With internally developed games, we also have full control over the process and retain all the revenue after the game's launch, without needing to share it with licence owners or partners. This also builds long-term expertise for the Group in all aspects of game development. The disadvantage of internal development is high fixed costs and longer lead times from investment to revenue as we also invest in concept development and in scaling up and down staff between projects. Although internal game development implies higher investment risks, it can it can also generate significant commercial success, intangible assets and long-term value growth.

In our games portfolio, we primarily focus on PC and console games in the "premium indie" segment. Our guidelines are production budgets of USD 0.5–4 million, efficient develop-

ment teams comprising a maximum of 30 people per project and development phases extending from 12–30 months. The objective is to deliver high quality games with a Metacritic score of over 80 and pricing in the range of USD 10–30 per game.

Co-development & Services

Our co-development segment focuses on establishing long-term partnerships with high-profile B2B customers that need help with product development. Extensive experience with different technologies and platforms ensures an efficient development process and high-quality deliveries. Through the subsidiary Coatsink, the segment has established itself as one of the most sought-after VR suppliers. The strategy includes flexible development capacity, including development support coding, networking solutions and porting, which enables customisable and scalable solutions for projects of different sizes.

Within the Robot Teddy business, Thunderful acts as a service provider for third-party developers on a consultancy basis. Based on client needs, the segment can offer support in project management, business development, marketing and sales throughout the entire product life cycle.

Summary

Through these two segments, Thunderful is able to collaborate with development teams and partners at all levels – from teams that need specific support in particular areas of game development, to those seeking a publishing partner or a comprehensive product development solution through co-development projects. The segments have different risk profiles and business models which enables a more balanced level of risk for the Group.



Game: Augmented Empire
Studio: Coatsink

Publishing

The Publishing segment is dedicated to the development, marketing, distribution and commercialisation of digital games and intellectual properties (IPs). This includes projects developed internally by in-house studios as well as those created externally by third-party teams.

Revenue within the Publishing segment primarily comes from transactional sales (i.e. direct sales to consumers via online stores), supplemented by platform deals and collaborations with various marketing, commercialisation, and distribution partners. Back catalogue sales, which encompass all game titles released more than two years ago, contribute to form an essential and stable foundation of the segment's income. The Publishing segment requires ongoing investments in capitalised game development projects which generally have a

development cycle spanning several years before they can begin generating revenue. These investments are crucial for maintaining a steady and growing pipeline of high-quality game releases. The long-term objective of the Publishing segment is to create commercially successful games and IPs that provide stable revenue streams with strong financial performance, ensuring sustained growth and profitability for the business.

Co-development & Services

The Co-Development & Services segment offers a range of game development and publishing services to external partners. Co-Development focuses on ideating, planning, and developing game projects in collaboration with external partners and licensees.

This segment generates revenue through predictable work-for-hire arrangements with stable margins and can include revenue-sharing agreements. With external partners contributing funding, Thunderful Group can efficiently manage costs while fostering successful partnerships. The Services business offers tailored support to third-party game developers who choose to self-publish. Utilizing the expertise and resources of the Publishing segment, services include business development, marketing support, release management, and

strategic reviews. Revenue is generated through a combination of consulting fees and revenue-sharing agreements, ensuring predictable and stable margins. The long-term objective of the Co-Development & Services segment is to be recognised as a best-in-class service provider, foster enduring relationships that contribute to partners' success, while generating predictable revenue and profits for Thunderful Group.



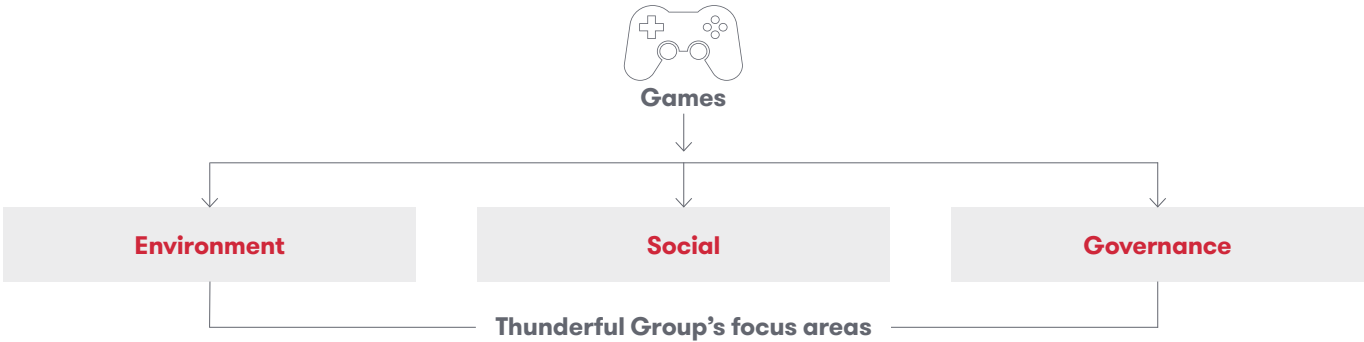
Coatsink have contributed with development support for Batman: Arkham Shadow

To be a leader in a world where everyone can play

Thunderful Group publishes and develops high-quality digital games in two business segments: Publishing and Co-development & Services, mainly for PC and console platforms. Read more about the operations, the business and market on pages 12–17.

Thunderful Group strives to create a workplace that offers creative meetings where dedicated employees contribute to innovative digital entertainment. The Group's greatest resource consists of its own workforce and its partners. This means that the conditions and circumstances of employees constitute the main impact within social sustainability. The digital wellbeing of end users and players is also a focus area where the Group is keen to be a responsible actor.

In 2024, Thunderful Group initiated work in the ESG area to more clearly map the Group's greatest impacts, risks and opportunities in order to continue working in a strategic and structured way in the three areas of Environment, Social and Governance.



Environment

Limited impact
Thunderful Group’s own organisation has a limited direct impact in the environmental area, and the Group has initiated work on identifying areas where its operations have a direct or indirect impact both upstream and downstream in the value chain. This mapping will continue in the coming years.

Thunderful Group’s direct impact with regard to emissions is mainly linked to office operations, the energy consumption that occurs through the operation of server halls and data centres as well as business trips and employees travelling to and from work. Downstream in the value chain, impacts arise from end-users' energy consumption when playing the Group's games. The Group intends to begin the work on mapping the scope 1, scope 2 and scope 3 emissions of its operations in order to create a basis for future work and monitoring of targets.

Materials and circular flows
Thunderful Group’s operations are dependent on computers. Electronics production requires everything from raw materials for production to transportation of components and products, which contributes to emissions. These emissions occur upstream in the value chain, outside of Thunderful Group’s organisation, which means that the Group does not have any direct impact on these activities, apart from the conscious choices that are made when purchasing new products. Downstream, players are dependent on electronic products to be able to use the Group's games, which also contributes to resource use and climate impact.

Going forward, Thunderful Group intends to continue developing the initiated work on the circular use of resources in the form of reuse, recycling and waste management, primarily within its own operations.

Social

A year of change and restructuring

The cost saving programme that Thunderful Group implemented during the year meant a sharp reduction in the number of employees. During the year, the Group has therefore placed a great emphasis on communicative transparency and offered support and assistance to the individuals who needed it during the period of notice – in close cooperation with the trade unions. Together with the Swedish Job Security Council (Trygghetsrådet), transition support has been offered in the form of training and support in finding new employment also for employees outside of Sweden.

In addition, regular coaching sessions for managers within the Group have been implemented to promote present leadership and create security and stability in the organisation. Developments are monitored through quarterly employee surveys across the entire Thunderful Group in order to capture employee experiences, identify needs and get inspiration for concrete proposals for activities that can contribute to increased engagement, wellbeing and development. The results of the employee surveys are used as a basis for decisions on prioritised measures.

Talented teams create our workplace

Thunderful Group offers a flexible working model where remote and on-site work may be combined based on the needs and wishes of the projects and teams. Regardless of where the individual employee is based – at home, at a partner or in one of the offices in Sweden or the UK – the ambition is to create a strong and inclusive Thunderful culture, with collaboration, open communication and shared activities in focus.

Health and wellness initiatives

The game development process is characterised by periods of varying intensity, but is generally sedentary work. Thunderful Group encourages physical activity, including through a health and wellness allowance. Swedish employees are offered the opportunity to dedicate time for exercise during working hours, and through company activities. One such company activity was ‘Thundertrekk’, where employees virtually walk a route on a digital map, all physical activity was converted into kilometres and for each employee who crossed the finish line, a sum was donated to the WWF. The Group works proactively to reduce or avoid sickness-related absences. It has also implemented a mental health policy, which can be found in the employee handbook, with the aim of creating a sustainable and healthy workplace for all employees.

Diversity in the gaming industry

Thunderful Group works to ensure that everyone, regardless of gender, ethnic origin, belief or non-belief, sexual orientation, age or disability, should have the opportunity to participate in working life on equal terms. Respecting the equal value of all people is of great importance to the Group, and contributes to an inclusive and cohesive work culture. Thunderful Group has an Offensive Treatment Policy which sets out how the Group counteracts and deals with abusive behaviour. This policy also includes guidelines, rules and clarifications about what is expected of employees in the Thunderful Group. Historically, the gaming industry has seen a marked overrepresentation of men and this is still largely the case, but the number of women in the Swedish gaming industry is growing. During the year, various local initiatives have been implemented in this area.



Co-workers^{1), 2), 3)}

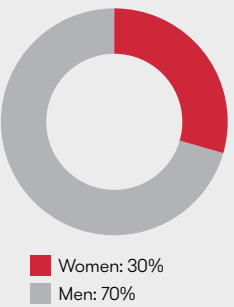
	2024	2023
Number of employees	297	358
New employees	32	—
Staff turnover, %	22	—
Sick leave, %	3	—

1) As of 31st of December
2) Previous year has been restated to exclude discontinued operations
3) Due to Thunderful Group's restructuring in 2024, the previous year's data is misleading in this context. Therefore, no comparative data is available from previous years.

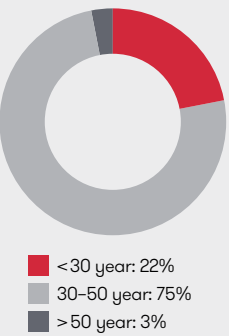
Average number of full-time employees per geographical region²⁾

	2024	2023
Sweden	153	186
Denmark	3	11
Germany	22	19
UK	149	146

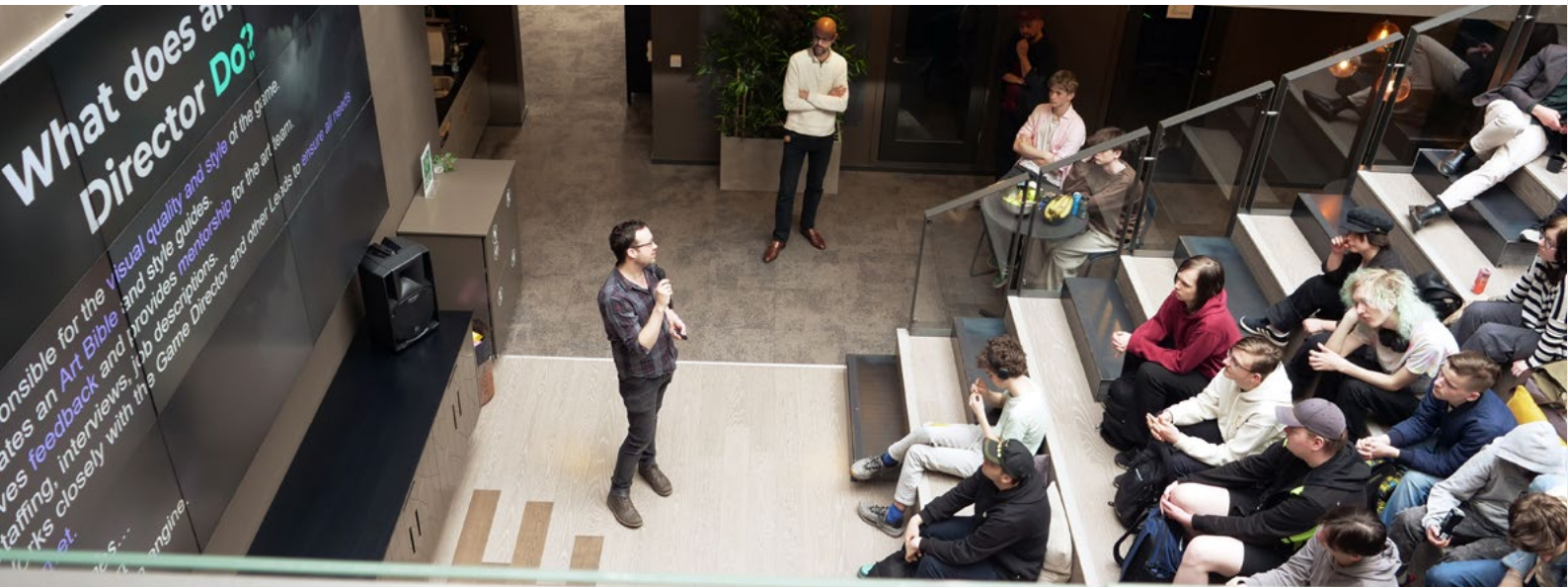
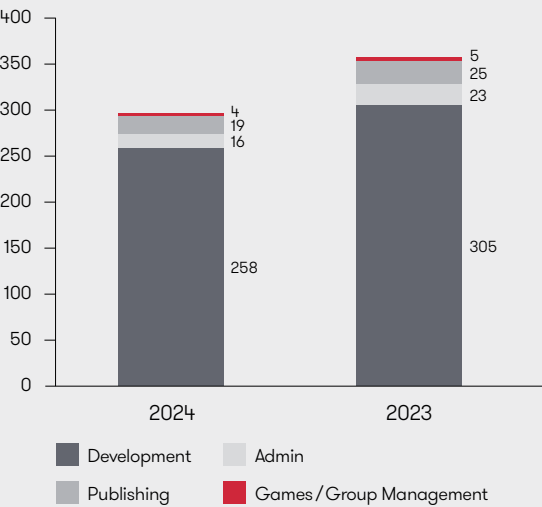
Gender distribution



Age distribution



Number of employees per occupational category²⁾



Governance

Good business ethics through codes of conduct

Thunderful Group applies a Group-wide Code of Conduct with which all employees are expected to comply in their daily work. The Code serves as a guide in relation to attitudes and compliance, both internally and externally in business relationships. The Code is based on the UN Global Compact’s Ten Principles for sustainable business, which cover areas such as human rights, labour, the environment and anti-corruption. The Code of Conduct is followed up by the Group Management team, and is revised annually by the Board of Directors.

Anti-corruption

Thunderful Group has zero tolerance of corruption in all its activities and business relationships. The Group-wide Code of Conduct clearly describes how employees are expected to act in an ethically appropriate manner in all business relationships.

Governing documents

Thunderful Group’s sustainability-related governing documents form the basis for the Group’s sustainability work and management of the environment, working environment, human rights and anti-corruption. The most significant governing documents are the:

- Code of Conduct
- Diversity, Inclusion and Gender Equality Policy
- Offensive Treatment Policy
- Whistleblowing Policy
- Employee Handbook incl. Working Environment Policy

The above documents shall guide and instruct all employees who are expected to comply with the governing documents. The documents are available via Thunderful Group’s Intranet, which allows easy access for employees to read the content.

Responsible product development

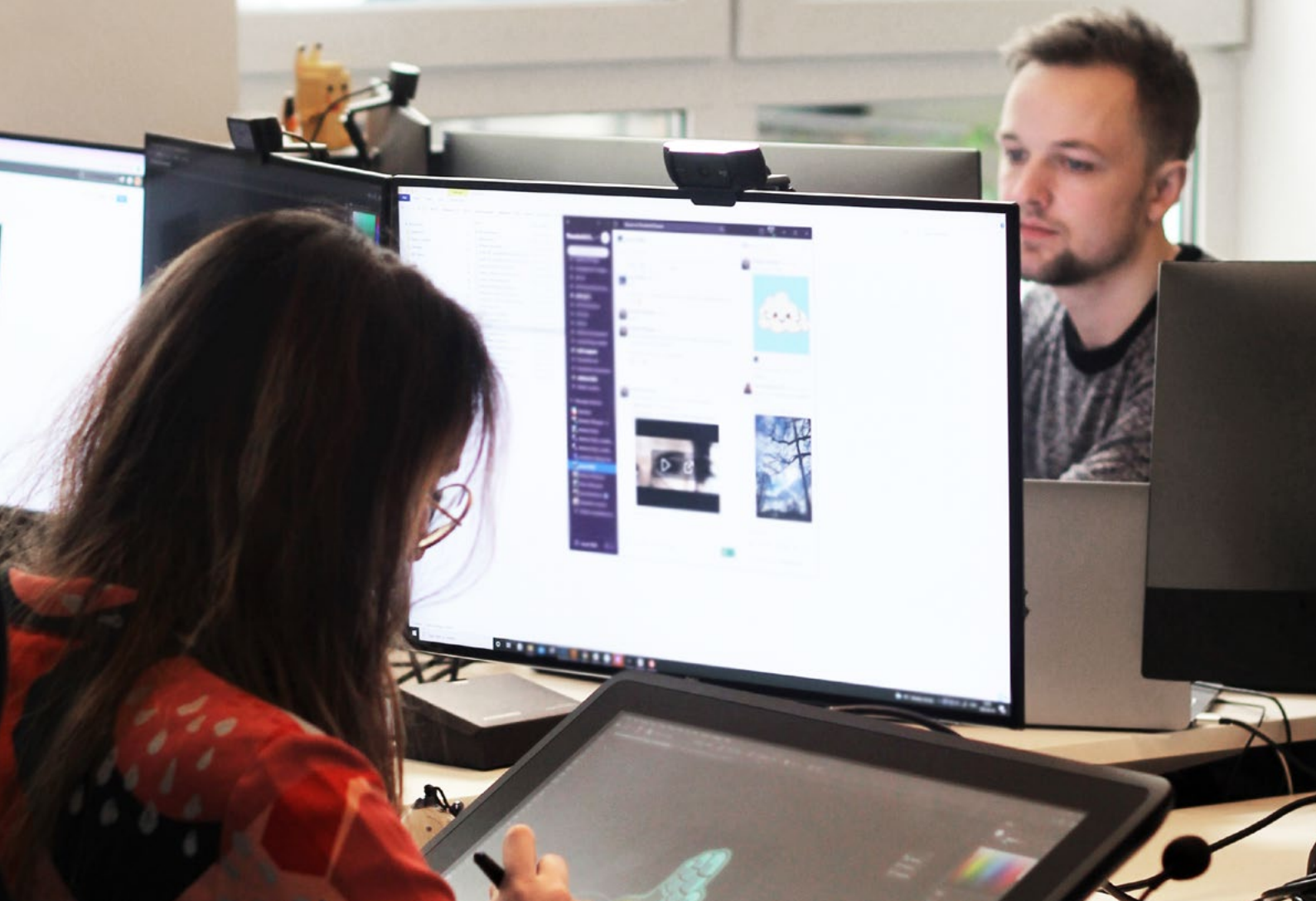
Thunderful Group’s ambition is to be a responsible company, and has therefore chosen not to develop games with elements of gambling, betting or so-called loot boxes. Likewise, the Group avoids game production that contains excessive violence. All distribution channels and game platforms have guidelines and systems to ensure that age restrictions on games are adhered to.

Whistleblowing function

A Group-wide and anonymous whistleblowing function for employees and external parties was implemented in 2023 and is available publicly. In this way, any misconduct and irregularities can be highlighted and prevented, and the whistleblowing function is part of the work on preventing corruption and other irregularities. Thunderful Group had no reported cases of irregularities during the year with regard to the environment, social and personnel conditions, human rights or corruption.

Risks and risk management

Thunderful Group has a systematic approach to risk analysis and risk management. A description of the sustainability-related risks is provided in the Risks and Risk Management section on pages 24–27.



About the Sustainability Report

This sustainability report pertains to Thunderful Group and covers the financial year 1 January – 31 December 2024. The Board of Directors is responsible for ensuring that the report has been prepared in accordance with the Swedish Annual Accounts Act.

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Auditor’s Opinion on the Statutory Sustainability Report

To the Annual General Meeting of Thunderful Group AB (Publ), corporate identity number 559230-0445.

Responsibility and Assignment

The Board of Directors is responsible for the sustainability report for the year 2024, as presented on pages 18–23, and for ensuring that it has been prepared in accordance with the Swedish Annual Accounts Act.

Scope and Nature of the Review

Our review has been conducted in accordance with FAR’s recommendation RevR 12, *Auditor’s Opinion on the Statutory Sustainability Report*. This means that our examination of the sustainability report differs in focus and is substantially less extensive than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing practices in Sweden. We consider that our review provides a sufficient basis for our statement.

Statement

A sustainability report has been prepared.

Gothenburg, 30 April 2025

Öhrlings PricewaterhouseCoopers AB

Nicklas Kullberg
Authorised Public Accountant

Risks and risk management

Thunderful Group is continuously exposed to various risks that could be significant and could have consequences for the company’s future operations, earnings and financial position. Thunderful Group works continuously to monitor and manage these risks and other uncertainties. The focus is on preventing risks, and also on assessing how the risk management can be turned into opportunities.

Risk diversification

Operating in the computer games industry implies great business opportunities, but also considerable business risks. The ability to identify, assess, manage and monitor risks is an important part of the governance and control of Thunderful Group’s business operations.

The Group operates primarily based on two business models with different risk levels, Publishing and Co-development. Part of the Group’s strategy, in combination with minimising risks, is to ensure a balance of commercial risks between mainly internally developed games in Publishing, and less risky revenue streams in the Co-development segment.

In the case of internal game development and IP building, the operations are dependent on making large investments. The profitability potential can be high in a successful project, but this only becomes evident at the launch of the game, where the consequence may also be that revenues and profitability largely fail to materialise. Externally developed games involve similar risks, but with the difference that the Group’s investment decisions are only made when the external studio has progressed further in its concept and prototype development, which lowers the risk level of the game project.

Co-development contributes to more predictable revenues, more stable margins and lower investment needs, where business risks are more likely to arise between different projects, as there is a risk of overcapacity. The fact that Thunderful Group has a flexible business model and attractive service offering contributes to a lower commercial risk profile.

Risk management

Thunderful Group has established procedures for the Group’s risk management. The risks are divided into four categories and, within these categories, there are additional sub-categories for easier division of responsibilities and monitoring. Most risks are managed at an operational level in connection with the day-to-day operations, but are also secured through the Group’s overall risk and CSRD work.

The highest governing body for risk management is the Board of Directors, the Audit Committee and the Group CSRD Committee, which continually manage the risks identified in this section.

Risks

Thunderful Group has chosen to group its risks into four areas. The following pages first present a risk map with consequence, likelihood, priority and trend during the year for each risk area. A more detailed description of each risk area is then provided.

Strategic risks are internal and external factors that can affect Thunderful Group’s operations and ability to achieve the strategic and financial objectives of the business. Read more about Thunderful Group’s strategy and business on pages 14–15.

Operational risks are risks that Thunderful Group can largely control and prevent itself and that mainly relate to employees, gaming projects, partner and customer relations and environmental impact. Read more about Thunderful Group’s work with diversity and responsible product development on pages 24–27 .

Legal risks relate to Thunderful Group having operations where much of the value creation is generated through IP rights, with the operations being subject to numerous laws, regulations and rules.

Financial risks refer, among other things, to risks related to maintaining future profitability and credit risks that could adversely affect the Group’s earnings. There are also valuation and accounting risks. Read more about Thunderful Group’s financial risk management on page 60.

Sustainability risks run like a common thread through all areas and involve risks related to employees, climate impact, anti-corruption and human rights. Read more about Thunderful Group’s sustainability work on pages 18–23.

The Corporate Governance Report on pages 28–33 provides a detailed description of the internal control aimed at managing risks in connection with the financial reporting.

▲ Increased ► Unchanged ▼ Decreased

Risk by category	Risk area	Consequence	Likelihood	Priority	Trend 2024
Strategic risks					
Market risks	Adjustment to current market trends	High	Low	High	▲
	Competitiveness	High	Low	High	►
Portfolio breadth and diversity	Public trust and brand reputation	Medium	Low	Medium	►
Operational risks					
Co-workers and organisation	Recruitment and supply of skills	High	Medium	Medium	▲
	Key people	High	Medium	High	►
	Working environment	Medium	Medium	Medium	►
Gaming projects and product development	Internally developed games – delays	Medium	Medium	High	►
	Internally developed games – failure to succeed	High	Medium	High	►
	Externally developed games – delays	Medium	High	High	▲
	Externally developed games – failure to succeed	High	Medium	High	▲
Business relationships and revenue risks	Dependence on a few large customers	High	Medium	High	►
Technological risks	IT systems and cybersecurity	Medium	Low	Medium	►
Technological trends and social responsibility	Use of open-source software	Low	Low	Low	►
	Digital wellbeing	High	Low	Low	►
	AI risks	Medium	Medium	Medium	►
Legal risks					
Intellectual property rights and legal risks	Protection of intangible assets	Medium	Low	Medium	►
	Compliance and legislation	Medium	Low	Medium	►
Financial risks					
Financing risk	Liquidity and refinancing	High	High	High	▲
	Fluctuations in key currencies	Low	High	Low	►
	Credit risk in trade receivables	Medium	Low	Low	►



Description

Risk by category	Risk area	Description of risk
Strategic risks		
Market risks	Adjustment to current market trends	The Group's success is strongly dependent on its ability to be innovative and respond to market changes. The gaming industry is evolving rapidly, and changing customer preferences can have a direct impact on the Group's revenues. A failure to identify and adapt to new trends can lead to new games not achieving the desired commercial success.
	Competitiveness	The global gaming market is highly competitive, with ever-increasing demands in terms of quality, content and innovation. The Group competes not only against other game developers but also against other forms of digital entertainment, such as streaming services and social media. If the Group's products are not perceived as sufficiently attractive or if competitors offer a better price or experience, this can lead to a reduced market share and loss of revenue.
Portfolio breadth and diversity	Public trust and brand reputation	A comprehensive and attractive games portfolio is crucial in order to reach a broad audience and strengthen the Group's brand. The balance between creative freedom and commercial portfolio breadth is an important factor in the company's strategy.
Operational risks		
Co-workers and organisation	Recruitment and supply of skills	The gaming industry is a knowledge-intensive sector where the availability of qualified employees is crucial. The ability to attract, develop and retain experienced developers, designers and technical experts is central to the company's long-term competitiveness. If recruitment targets are not achieved, this may affect the pace of development, innovative capacity and lead to increased costs and loss of revenue.
	Key people	The Group's Management team and other key individuals have extensive sector knowledge and strategic networks. If key individuals leave the company, this may result in a loss of expertise that affects decision-making and business strategy. It is therefore important to maintain an attractive and stimulating working environment in order to retain talent within the organisation.
	Working environment	A sustainable working environment is crucial for employees' wellbeing and productivity. High workloads and stress-related problems can result in sickness-related absences and reduced motivation. The Group works actively to promote a healthy work-life balance and to implement measures to ensure a positive corporate culture.
Gaming projects and product development	Internally developed games – delays	The Group is dependent on successfully investing in and developing new games. Game development is a complex and resource-intensive process, where delays, unexpected cost increases or technical challenges can have a negative impact on profitability. Possible failures in game development can lead to lost investments and a weakened market position.
	Internally developed games – failure to succeed	The development and launch of games entails project-related risks, which may give rise to increased costs, delays, interruptions or that the development requires more resources than originally planned. Interruptions, delays or failures in game development may also damage the Group's reputation.
	Externally developed games – failure to succeed	The Group's publishing activities are dependent on successful collaborations with external game developers to launch new game titles. There is a significant risk that these titles will not achieve the expected commercial success or will receive negative criticism from the market, for example due to design flaws, poor marketing or changing consumer preferences. In such cases, the Group may have limited opportunities to directly influence the further development of the game and thereby realise the expected return on its investments. Failures of externally developed games can lead to lost investments in advance, marketing costs and a negative impact on the Group's earnings and its ability to attract future partnerships.
	Externally developed games – delays and contractual risks	The release of externally developed games is subject to project-related risks that can lead to delays in release dates, increased costs or even interruptions in the development process. These delays may be caused by technical challenges at the external developer, problems related to project management or disagreements on the content and quality of the game. Furthermore, there are risks associated with the Group's ability to identify and contract external game developers on commercially favourable terms and to ensure that these developers meet their contractual obligations in relation to timetables and delivery of the game. Non-compliance by external developers can result in delayed launches, the need for additional resources to finalise projects or, in the worst case, loss of investments and damage to the Group's reputation in relation to partners and the market.
Business relationships and revenue risks	Dependence on a few large customers	If collaborations with key customers, distributors and retailers are terminated or if they have financial problems, this may lead to a loss of revenue and require rapid adjustments. The Group is working actively to diversify its customer base to reduce its dependence on individual business partners.

Technological trends and social responsibility	Use of open-source software	Open-source is an important part of modern game development but entails legal and commercial risks. Improper handling of open-source licences may lead to requirements to publish source code, liability for damages or the need for extensive code rewrites.
	Digital wellbeing	The gaming industry is part of an ongoing debate around digital wellbeing, particularly in relation to screen time and excessive gaming consumption. The Group strives to develop responsible gaming experiences that enable users to manage their time and gaming behaviour in a balanced way.
	AI risks	AI technology offers new opportunities in game development but also entails risks related to ethics, creativity and copyright. To ensure responsible AI use, the Group is actively working on policy development, risk assessment and regulatory alignment to minimise potential negative consequences.
Technological risks		
	IT systems and cybersecurity	The stability and security of IT systems is fundamental to the Group's operational success. Interruptions, intrusions or technical disruptions can cause production delays, loss of sales and increased costs for damage limitation. To minimise these risks, the Group continually invests in cybersecurity and robust IT solutions.
Legal risks		
Intellectual property rights and legal risks	Protection of intangible assets	Intellectual property rights are a central part of the Group's assets. If the protection of copyright, trademarks and other rights is inadequate, it can lead to competitors taking advantage of the company's innovations, which can result in loss of revenue and legal disputes.
	Compliance and legislation	Changes in laws and regulations, such as data protection rules or consumer rights, may give rise to additional compliance requirements and costs. Inadequate compliance may lead to penalties, claims for damages or negative publicity that affect the Group's reputation and business relationships.
Financial risks		
For financial risks see Note 4 on page 60.		



Corporate Governance Report

Legislation and Swedish Corporate Governance Code

Thunderful Group AB, the Parent Company of Thunderful Group, is a Swedish public limited company. Prior to its listing on First North Premier, the Company’s corporate governance was governed by the Swedish Companies Act (2005:551), the Swedish Annual Accounts Act (1995:1554), and other applicable laws and regulations, as well as the Company’s Articles of Association and internal control documents.

From the time of listing the company’s shares on First North Premier, the company must also comply with First North Premier’s rules for issuers, rulings from the Swedish Securities Council regarding good practice in the Swedish securities market and apply the Swedish Corporate Governance Code (the “Code”). The Code sets a higher standard for good corporate governance than the minimum requirements of the Swedish Companies Act and thus complements the Swedish Companies Act by setting higher corporate governance requirements in a number of areas, but at the same time enables the company to deviate from these in individual cases if this is deemed to result in better corporate governance (following the principle of “comply or explain”). During 2024, the Company deviated from the Code on two points:

- In accordance with item 1.1 of the Code, the Company has not provided information on its website regarding the location of the AGM and the customary timeframe for shareholders’ requests.
- In accordance with item 2.5 of the Code, the Company did not publish the names of the Nomination Committee members on the Company’s website no later than six months prior to the AGM.

General Meeting

In accordance with the Swedish Companies Act, the General Meeting is the Company’s highest decision-making body. At the General Meeting, shareholders exercise their voting rights on key matters such as amendments to the Articles of Association, the election of the Board of Directors and auditors, and the allocation of the Company’s profit or loss. The Annual General Meeting (AGM) must be held within six months from the end of the financial year, and Extraordinary General Meetings may be convened in addition to the AGM. According to the Company’s Articles of Association, notices of General Meetings shall be announced in the Swedish Official Gazette (Post- och Inrikes Tidningar) and be made available on the Company’s website. Furthermore, an announcement that the notice has been issued shall also be published in the daily business newspaper Dagens Industri. To be entitled to attend and vote at a General Meeting, either in person or by proxy, shareholders must be registered in the share register maintained by Euroclear Sweden on the record date for the meeting and must notify the Company of their intention to participate no later than the date specified in the notice convening the meeting. This date may not be a Sunday, other public holiday, Saturday, Midsummer Eve, Christmas Eve, or New Year’s Eve, and shall not fall earlier than the fifth business day prior to the General Meeting.

Owe Bergsten, who held 25.5 percent of the votes per 31st December 2024, was the only owner that held, directly or indirectly, shares representing one tenth or more of the number of votes for all shares in the company.

The AGM was held in Gothenburg on June 26, 2024. At the AGM, the election of the Board of Directors, auditors, and Nomination Committee was carried out, among other matters. Furthermore, the following resolutions were adopted:

- transfer of shares in AMO Toys AB, Bergsala Aktiebolag, Thunderful 1 AB, and Thunderful Solutions AB

- authorisation of the Board of Directors to, during the period until the 2025 Annual General Meeting, on one or more occasions, resolve on a new issue of shares, warrants, and/or convertibles up to a maximum of 7,029,059 shares, corresponding to a dilution of approximately 10 percent of all outstanding shares at the time of the notice.
 - establishment of a warrant-based incentive program 2024/2027 for certain key persons and resolutions on a staff option program 2024/2027 for certain foreign key persons, as well as a directed issue of warrants for the delivery of shares in the staff option program 2024/2027.
- Minutes from the 2024 AGM are available at www.thunderfulgroup.com under “Corporate governance/Annual General Meeting”

Nomination Committee

Provisions regarding the establishment of a Nomination Committee are set forth in the Code. The Nomination Committee’s primary task is to propose suitable candidates for the positions of Chairman of the Board, Board members, and auditor, as well as their remuneration.

The Nomination Committee shall consist of the Chairman of the Board and three members appointed by the three largest shareholders as of the last day of September.

Should any of the three largest shareholders choose to waive their right to appoint a member to the Nomination Committee, or if a member resigns or leaves their position on the Nomination Committee before the assignment is completed, the Chairman of the Board shall offer the next largest shareholder (i.e., the fourth largest shareholder) the opportunity to appoint a member to the Nomination Committee, and so forth. The Nomination Committee shall elect a chairman from among its members. The Chairman of the Board or any other member of the Company’s Board of Directors shall not be the chairman of the Nomination Committee.

If a significant change in ownership occurs no later than seven weeks prior to the AGM, a new member shall be appointed. Once such a member has been appointed, they shall replace the previous member of the Nomination Committee who no longer represents one of the three largest shareholders. The members of the Nomination Committee shall not receive 1 any remuneration from the Company unless otherwise decided by the General Meeting.

For the 2025 AGM, the following Nomination Committee was appointed during 2024: Anders Holmgren (Setterwalls law firm, representing Bergsala Holding), Brjann Sigurgeirsson (representing Brjann Sigurgeirsson Holding AB), Anders Enochsson (representing Knutsson Holding), and Patrick Svensk (Chairman of the Board).

Board of Directors

The Board of Directors is the Company’s highest decision-making body after the General Meeting. In accordance with the Swedish Companies Act, the Board of Directors is responsible for the Company’s organisation and the management of the Company’s affairs. This entails that the Board of Directors is, among other things, responsible for establishing objectives and strategies, ensuring procedures and systems for evaluating established objectives, continuously assessing the Company’s performance and financial position, and evaluating the operational management. Furthermore, the Board of Directors is responsible for ensuring that accurate information is provided to the Company’s shareholders, that the Company complies with laws and regulations, and that the Company develops and implements internal policies and ethical guidelines. The Board of Directors is also responsible

for ensuring that the annual report and interim reports are prepared in a timely manner. In addition, the Board of Directors appoints the Company’s Chief Executive Officer (CEO).

The members of the Board of Directors are elected annually at the AGM for the period until the next AGM has been held. According to the Company’s Articles of Association, the Board of Directors shall consist of no fewer than four and no more than eight members. The Board of Directors currently comprises five ordinary members elected by the General Meeting.

In accordance with the Code, the Chairman of the Board shall be elected by the AGM. The Chairman of the Board is responsible for leading the work of the Board of Directors and ensuring that the Board’s work is conducted effectively and that the Board fulfils its duties.

The Board of Directors adheres to written rules of procedure which are revised annually and adopted at the Board meeting following election. The rules of procedure regulate, among other things, the practices of the Board of Directors, tasks, decisions-making within the company, the Board of Directors’ meeting agenda, the duties of the Chairman of the Board and the allocation of responsibilities between the Board of Directors and the CEO. Instructions for financial reporting and instructions for the CEO are also adopted in connection with the Board meeting following election. The Board of Directors’ work is also carried out based on an annual briefing plan which fulfils the Board of Directors’ need for information. The Chairman of the Board and the CEO maintain, alongside the Board meetings, an ongoing dialogue on the management of the company.

The Board of Directors convenes according to a pre-determined annual schedule and, in addition to the statutory Board meeting, shall hold at least five ordinary Board meetings between each AGM. Furthermore, informal contacts occur between the Board members. During 2024, 14 Board meetings were held. At the Board meeting on April 24, 2024, two of the Board members were absent, but otherwise, all members participated in the Board meetings.

During the first quarter of 2025, a Board evaluation was conducted, which indicated well-functioning Board work. The Board evaluation is carried out through a questionnaire. The responses are compiled and discussed with the Board, the CEO, and the Nomination Committee.

The Board of Directors diversity policy

The Board as a whole must have a collective competence and experience appropriate for the work of the Board for the business that is conducted and to be able to identify and understand the risks that the business entails and the regulations that regulate the business that is conducted. When electing new Board members, the suitability of the individual member must be tested with the aim of achieving a Board with a collective competence that is sufficient for effective management of the company. The Nomination Committee strives for relevant expertise in gaming and distribution business, financing and more, as well as an even gender distribution. It is the responsibility of the Nomination Committee to take this into account, with the aim of achieving an appropriate composition of the board with regard to the company’s operations and conditions in general. The composition of the board consists of one woman and four men and is judged to represent a breadth of knowledge and valuable contact networks in relevant areas.

Board committees

The Board of Directors has established an Audit Committee according to the Swedish Companies Act and a Remuneration Committee

according to the Code. A more detailed description of the Committees’ current composition and tasks is presented below.

Audit Committee

The Audit Committee comprises the Chairman of the Board, Patrick Svensk, and the Board member Magdalena Rondell Andersson, who is also the chairman of the Committee. The Audit Committee shall, without prejudice to the Board’s overall responsibilities and duties, among other things, monitor the Company’s and the Group’s financial reporting, monitor the effectiveness of the Company’s and the Group’s internal control, internal audit (if established in the future), and risk management, and keep informed about the audit of the annual report and the consolidated financial statements, as well as the conclusions of the Swedish Inspectorate of Auditors’ quality control. The Committee shall also review and monitor the auditor’s impartiality and independence, paying particular attention to whether the auditor provides the Company with services other than audit services. During 2024, five Audit Committee meetings were held, with all members in attendance. To the extent that the Nomination Committee is not assigned this task, the Audit Committee shall also assist in preparing proposals for the General Meeting’s resolution on the election of auditors.

Remuneration Committee

The Remuneration Committee is comprised of the Board Members Patrick Svensk, chairman of the Committee, and the Board Member Owe Bergsten. The Remuneration Committee’s role is mainly to prepare the Board of Director’s decisions in matters concerning (i) remuneration principles, remuneration and other terms of employment for the Group Management, (ii) to monitor and evaluate programmes for variable remuneration to the Group Management that were ongoing or completed during the year, and (iii) to monitor and evaluate the application of any guidelines for remuneration to senior executives adopted by the General Meeting as well as current remuneration structures and remuneration levels. In 2024, two Remuneration Committee meetings were held where all members participated.

Chief Executive Officer and other senior executives

The CEO is subordinate to the Board of Directors and is responsible for the ongoing management and the day-to-day operations of the Company. The division of responsibilities between the Board of Directors and the CEO is specified in the Board’s rules of procedure and the instructions for the CEO. Thunderful Group has a Group Management team consisting of five individuals: Martin Walfisz, CEO; Mikael Falkner, CFO; Kathrin Strangfeld, EVP of Publishing; Jennie Wilund, Chief Operating Officer; and Maria Pihlgren, Interim Group Executive Manager People & Culture.

Remuneration to Board Members, the CEO and senior executives

Remuneration to Board Members

The AGM resolves on remuneration to Board Members elected by the General Meeting. At the AGM on June 26, 2024, it was resolved that the Board remuneration payable until the next AGM shall be SEK 1,750 thousand, of which SEK 500 thousand shall be paid to the Chairman of the Board and SEK 250 thousand to each of the other Board Members. Remuneration to the chairman of the Audit Committee shall be SEK 50 thousand and to the other members of the Audit Committee SEK 30 thousand. Regarding remuneration to the Remuneration Committee, the chairman shall receive SEK 40 thousand and the other

Remuneration to Board Members 2024 (SEK thousand)

Name	Board fee	Salary	Other benefits	Bonus	Pension	Total remuneration, bonuses and pensions
Patrick Svensk		573.3	—	—	—	573.3
Mats Lönnqvist		150.0	—	—	—	150.0
Owe Bergsten		273.3	—	—	—	273.3
Tomas Franzén		250.0	—	—	—	250.0
Magdalena Rodell Andersson		145.8	—	—	—	145.8
Adolf Kristjansson		136.7	—	—	—	136.7
Sara Bach		250.0	—	—	—	250.0
Total:		1,779.2	—	—	—	1,779.2

members SEK 20 thousand. Board Members are entitled to a fee in relation to the number of months each Board Member has held the position from the time of election until the next AGM is held.

The table above presents remuneration to the company’s Board Members as described above and refers to remuneration paid during the financial year of 2024 including any conditional or deferred remuneration and any benefits in kind that have been granted for services performed for the Group, regardless of by whom or in what capacity the services have been performed. All amounts are stated in SEK thousands and remuneration has been paid by the Group companies.

Remuneration guidelines for senior executives

At the AGM held on 26 June 2024, guidelines for remuneration for the CEO and other members of the Group Management were approved. The main principle is that remuneration and other employment conditions for members of the Senior Management shall be based on market terms and be competitive in order to ensure that the company can attract and retain competent members of the Senior Management at a reasonable cost for the company.

The total remuneration for the Senior Management may consist of fixed salary, variable remuneration, pension, and other benefits. In order to avoid that the Senior Management is encouraged to take unreasonable risks, there shall be a fundamental balance between any fixed and variable remuneration. The fixed salary shall thus be large enough in relation to the total remuneration paid to the member of the Senior Management in order to render it possible to reduce the variable remuneration to zero. The variable remuneration to a member of the Senior Management whose function or total remuneration level implies that he or she can have a material effect on the Group’s risk profile, may not be greater than the fixed salary. Variable remuneration is to be linked to predetermined and measurable performance criteria, formulated with the objective to promote the Group’s long-term value creation. Remuneration shall not discriminate on grounds of gender, ethnic background, national origin, age, disability or other irrelevant factors.

Regarding employments that are regulated by laws and regulations other than Swedish, necessary adjustments may be adopted regarding pension benefits and other benefits in order to follow such imperative regulations or fixed local customs, whereas these guidelines overall purpose shall be applied as far as possible.

Fixed salary

Members of the Senior Management employed by the Group shall be offered a market level fixed salary on market terms, based on the work instructions, degree of difficulty of the work performed as well as responsibilities, experience, competence and performances. Salary shall be determined per calendar year with an annual salary revision.

Members of the Senior Management active in the Group on a con-

sultancy basis are paid a market level consultancy fee based on responsibilities and performances for time spent.

Variable remuneration

Certain members of Senior Management may, from time to time, be offered a variable remuneration. For the Group’s managing director, such remuneration may not supersede a sum corresponding to 50 percent of the annually fixed salary. For other members of Senior Management, such remuneration may not supersede 40 percent of the annually fixed salary. The criteria for variable remuneration shall be determined annually by the remuneration committee. The variable remuneration shall be primarily based on the development of the Group and shall relate to the fulfilment of different performance targets or the achievement of certain financial targets. The performance targets shall be related to growth, operating profit in relation to turnover and shall aim to promote the Group’s business strategy and long-term interests.

Any variable remuneration and criteria for such variable remuneration shall be determined for each financial year. At the end of the measurement period for the fulfilment of the criteria for payment of variable remuneration, the extent to which the criteria have been fulfilled shall be assessed and determined. During the annual evaluation, the remuneration committee, or where applicable the Board of Directors, may adjust the targets and/or remuneration for both positive and negative extraordinary events, reorganizations, and structural changes.

Additional variable remuneration can be provided due to extraordinary circumstances, provided that such extraordinary arrangements are solely made on an individual level in order to either recruit or retain members of the Senior Management, or as remuneration for an extraordinary work performance beyond the persons ordinary work tasks. Such remuneration may not supersede a sum corresponding to 30 percent of the annually fixed salary and may not be provided more than once a year per person. Resolutions regarding such remuneration shall be made by the Board of Directors, after preparations of the remuneration committee.

Share related incentive programs

Certain members of the Senior Management participate in share related option programs in Thunderful. The programs are described in the annual report. The remuneration committee and the board of directors shall annually evaluate whether to propose additional share related incentive programs.

The board of directors shall each year consider whether the AGM is to be proposed to adopt a share based incentive program. Proposed incentive programs shall contribute to a long-term value growth. As

share related incentive programs are resolved by the shareholders’ meeting, this remuneration policy does not apply to such programs.

It shall be possible to offer members of the Senior Management corresponding incentives as should have been offered pursuant to a share based incentive program, should it show to be practically impossible to effectuate such program in the tax domicile of a member of the Senior Management, or if the company assesses that such participation cannot take place at reasonable administrative costs or financial contributions. The cost and the investment for the company as well as the incentive and financial outcome for the Senior Management member in question shall under those circumstances essentially correspond to the share based incentive program.

Pension

Senior Management employed by the Group are entitled pension in accordance with the Group’s Pension Policy, which is in line with the ITP pension scheme. Senior management shall, unless otherwise specifically agreed upon, be offered pension terms which are in accordance with the market in the country where the members of the senior management are habitually resident. Variable remuneration shall, as a main rule, not be considered pensionable income.

Other benefits

Other benefits such as a company car and additional health insurance shall be limited in value in relation to other remuneration, at the most 30% of the fixed salary, and shall be paid only in so far as it is considered to be in accordance with the market for other members of senior managements holding corresponding positions on the employment market where the member in question is operating.

Termination and severance payment

The managing director and one other member of the Senior Management have a mutual notice period of six (6) months. Redundancy pay, in addition to salary during the period of termination notice, shall be possible but shall, together with fixed salary during the period of termination notice, amount to a maximum of 18 months’ salary. Persons who are resident outside Sweden may be offered notice periods and redundancy pay that are competitive in the country where the persons are or have been resident or to which they have a significant connection, preferably solutions corresponding to what applies to senior executives’ resident in Sweden.

Preparations and decision-making of the Board of Directors

The remuneration committee proposes, and the Board of Directors resolves, on remuneration and other employment terms for the managing director. The remuneration committee and the managing director together propose, and the Board of Directors resolves, on remuneration and other employment terms for other members of Senior Management according to the above. The Group’s auditor shall annually review the implementation of these guidelines under applicable rules. The auditor’s report shall be submitted to the Board of Directors

Remuneration to senior executives 2024 (SEK thousand)

Name	Salary	Other benefits	Bonus	Pension	Total remuneration, bonuses and pensions
Martin Walfisz, CEO	3,453.3	91.3	1,029.8	928.1	5,502.6
Other members of Group Management ¹⁾	11,054.8	91.4	97.7	605.9	11,849.8
Total:	14,508.1	182.8	1,127.5	1,534.0	17,352.4

1) Other members of Group Management amounted to two people at the end of 2024. In addition, former CFO, EVP of Studios, EVP of Publishing and EVP of People and Culture are included.

and presented at the annual general meeting of the Company as and when required by law or listing agreements.

Remuneration to members of the Board of Directors

If a Board member that is elected by the shareholders’ meeting is performing work for Thunderful that stretches beyond the tasks of the Board of Directors, it shall be possible to pay such member of the Board of Directors for such work through consulting fees to the Board member or to a by the Board member controlled company provided that the performed work contributes to the implementation of Thunderful’s business strategy as well as the procurement of the long-term interest of Thunderful, including its sustainability. Such remuneration shall be market based and shall be approved by the Board of Directors.

Salary and terms of employment for employees

When preparing of the Board of Directors proposal for these remuneration guidelines, factors such as salary and terms of employment for the Group’s employees have been taken into account through the review of information regarding the employees total remuneration, the remuneration components as well as the remuneration increase and pace of increase over time, which have all constituted part of the Board of Directors’ basis for resolution when evaluating the reasonability and the limitations of the guidelines.

Deviations from the remuneration policy

The board of directors shall be entitled to deviate from the guidelines in this policy in individual cases if there are reasons for doing so and if necessary to facilitate the long-term interests of the company..

Incentive programmes

The Group has set up share-based incentive programmes for some of the company’s Board Members and senior executives.

The terms of the incentive programmes are described below. The maximum number of shares that can be issued in total under the three incentive programmes, without consideration of potential future recalculation in accordance with the warrant terms for the respective programmes, amounts to 6,039,103 shares, which corresponds to a dilution of approximately 7.9 percent based on the assumption that all programmes are fully exercised and calculated on the number of shares in the company as per 31 December 2024.

Warrant-based incentive programme 2022/2025 (i)

The AGM held on 27 April 2022 resolved to implement a warrant-based incentive programme for the new CFO of the Group, the Group’s CSIO and the Group’s COO through an issue of 270,000 warrants. The warrant programme was implemented in May 2022 and a SEK 0.27 warrant premium was paid for each warrant.

Each warrant entitles the holder to acquire a new share in the company at an exercise price of SEK 47.22 per share. The warrants can be exercised during the period from 19 May 2025 to 30 June 2025 inclusive. Upon full exercise of all issued warrants, a total of 143,000 new

shares will be issued and the share capital will increase by SEK 1,433.00, which corresponds to a dilution of approximately 0.28 percent based on the assumption that all of the warrants in the programme are fully exercised and based on the number of shares in the company as per 31 December 2024. The warrants are subject to customary recalculation provisions in connection with issues, etc.

Warrant-based incentive programme 2023/2026 (ii)
The AGM held on 17 May 2023 resolved on a warrant-based incentive programme for the Group CEO, the CFO at that time and certain key personnel in the Group through an issue of 940,000 warrants. The warrant programme was implemented in June 2023 and a SEK 2.23 warrant premium was paid for each warrant.
Each warrant entitles the holder to acquire a new share in the company at an exercise price of SEK 20.28 per share. The warrants can be exercised during the period from 19 May 2026 to 30 June 2026 inclusive. Upon full exercise of all issued warrants, a total of 130,000 new shares will be issued and the share capital will increase by SEK 1,300.00, which corresponds to a dilution of approximately 0.18 percent based on the assumption that all of the warrants in the programme are fully exercised and based on the number of shares in the company as per 31 December 2024. The warrants are subject to customary recalculation provisions in connection with issues, etc.

Warrant-based incentive program 2024/2027 (iii)
At the AGM on June 26, 2024, a resolution was passed regarding a warrant-based incentive program for the Group's CEO, incoming CFO, EVP of Publishing, and certain key personnel through the issuance of 3,644,232 warrants. The warrant program was implemented during the second half of 2024, and the transfer of warrants occurred at market value at the time of each transfer. In accordance with the resolution of the Annual General Meeting, the participants received bonus payments to cover their acquisition costs for the warrants. Upon transfer in July 2024, the market value was estimated at SEK 0.21 per warrant, and upon transfer in November 2024, the market value was estimated at SEK 0.0083 per warrant.

Each warrant entitles the holder to acquire one new share in the Company at an exercise price of SEK 3.34 per share. The warrants can be exercised during the period from June 1, 2027, up to and including July 15, 2027. Upon full exercise of all issued warrants, a total of 3,429,957 new shares will be issued, and the share capital will increase by SEK 34,300.00, which corresponds to a dilution of approximately 4.65 percent based on the assumption that all warrants in the program are fully exercised and calculated on the number of shares in the Company as per December 31, 2024. The warrants are subject to customary recalculation terms in connection with issues, etc.

Employee stock option program 2024/2027 (iv)
At the AGM on June 26, 2024, a resolution was also passed regarding an employee stock option program for certain foreign key personnel through the issuance of 3,033,372 warrants. The employee stock option program was implemented in July, and each warrant entitles the holder to acquire one new share in the Company at an exercise price of SEK 3.34 per share. The warrants can be exercised during the period from June 1, 2027, up to and including July 15, 2027. Upon full exercise of all issued warrants, a total of 2,335,812 new shares will be issued, and the share capital will increase by SEK 23,358.12, which corresponds to a dilution of approximately 3.22 percent based on the assumption that all warrants in the program are fully exercised and

calculated on the number of shares in the Company as per December 31, 2024. The warrants are subject to customary recalculation terms in connection with issues, etc.

Internal control and risk management
According to the Swedish Companies Act, the Board of Directors is responsible for the company's organisation and the management of the company's affairs and must regularly assess the company's and the Group's financial position and ensure that the company's organisation is designed to make sure the accounting, asset management and the company's financial conditions in other regards are adequately monitored.
The overall purpose of the internal control is to ensure that the company's strategies and targets can be implemented and to ensure that the financial reporting has been prepared in accordance with applicable laws, accounting standards and other requirements imposed on listed companies. The Swedish Companies Act, the Swedish Annual Accounts Act and the Code govern the Board of Directors' responsibility for the internal control of the company. The allocation of the roles and responsibilities has been stated in the rules of procedure for the Board of Directors, the instructions for the CEO and the instructions for financial reporting, all of which have been adopted by the Board of Directors, to contribute to effective management of the company's risks. The Board of Directors is also responsible for monitoring the company's financial position, overseeing the effectiveness of the company's internal control and risk management, staying informed about the audit of the Annual Report and consolidated financial statements, and reviewing and monitoring the auditor's impartiality and independence.

Control environment
The Board of Directors bears the overall responsibility for internal control of financial reporting. To create and maintain a functioning control environment, the Board of Directors has adopted a number of policies and governing documents that regulate, among other things, financial reporting, but also IT security. These mainly comprise the rules of procedure for the Board of Directors, the instructions for the CEO, instructions for committees set up by the Board of Directors and instructions for financial reporting. The Board of Directors has also established an Audit Committee whose main task is to monitor the company's financial reporting, to oversee the effectiveness of the company's internal control, internal audit (to the extent such a function is established) and risk management, and to review and monitor the auditor's impartiality and independence.

Responsibility for the day-to-day work of maintaining the control environment rests primarily with the company's CEO, who reports to the Board of Directors regularly in accordance with established instructions. The CEO shall regularly and, as needed, keep the Board of Directors informed of the condition and progress of the Group's business, revenues, earnings, financial position, cash flow and credit position. Furthermore, the CEO shall inform the Board of Directors of any significant business event for the Group and any event or circumstance whose existence, from the perspective of the Board of Directors, is significant to the Group.

In addition to the internal monitoring and reporting, the company's external auditors report to the CEO and the Board of Directors during the financial year. The auditors' reporting gives the Board of Directors a good understanding and reliable documentation regarding the financial reporting in the Annual Report.

Risk assessment and control activities
The risk assessment work includes identifying and evaluating the risk of material errors in the company's operational process, which includes accounting and reporting at Group and subsidiary level. Risk assessment is carried out on an ongoing basis and in accordance with established guidelines focusing on the company's significant business processes. Within the Board of Directors the Audit Committee is primarily responsible for continuously evaluating the risk situation of the company, after which the Board of Directors conducts an annual review of the risk situation. The main purpose of control activities is to identify and limit risks. The Board of Directors is responsible for the internal control and the monitoring of the senior management. This is implemented through both internal and external control activities as well as through review and follow-up of the company's policies and governing documents.

Information and communication
The company has information and communication channels intended to promote the accuracy of financial reporting and to facilitate reporting and feedback from operations to the Board of Directors and the management, for example by making corporate governance documents such as internal policies, guidelines and instructions regarding the financial reporting available and known to affected employees. Financial reporting is implemented mainly in a Group-wide system with predefined report templates. The company's financial reporting follows the laws and regulations that apply in Sweden and the local rules in each country where the business is conducted. The company's information to the shareholders and other stakeholders is provided via the Annual Report, interim reports and press releases.

Monitoring
The CEO ensures that the Board of Directors receives continuous reports on the development of the company's operations, including the company's results and position, and information about important events, such as progress in individual projects. In general, the CEO also reports on these issues at each Board meeting. The Board of Directors and the Audit Committee review the Annual Report and quarterly reports and carry on financial evaluations in accordance with the established plan. The Audit Committee monitors financial reporting and other related issues and regularly discusses these issues with the external auditors.

Auditor's report on the corporate governance report
To the general meeting of the shareholders of Thunderful Group AB (Publ), corporate identity number 559230-0445.

Engagement and responsibility
The Board of Directors is responsible for ensuring that the corporate governance statement for the year 2024 on pages 28–33 has been prepared in accordance with the Annual Accounts Act.

The scope of the audit
Our examination of the corporate governance statement is conducted in accordance with FAR's standard RevR 16 The auditor's examination of the corporate governance statement. This means that our examination of the corporate governance statement is different and substantially less in scope than an audit conducted in accordance with International Standards on Auditing and generally

Auditing
As a public company, the company is required to have at least one auditor to review the company's and the Group's Annual Reports and accounting, as well as the Board of Directors' and the CEO's administration. The review must be as thorough and comprehensive as good auditing practice requires. The company's auditor is appointed in accordance with the Swedish Companies Act and by the General Meeting. An auditor in a Swedish limited company thus has an assignment from, and reports to, the General Meeting and may not allow himself or herself to be guided in his or her work by the Board of Directors or any senior executive. The auditor's reporting to the General Meeting takes place at the AGM through the auditor's report.
According to the company's Articles of Association, the company must have one to two auditors and a maximum of one deputy auditor. A registered audit firm can also be appointed as auditor. The company's current auditor is Öhrlings PricewaterhouseCoopers AB with Nicklas Kullberg as auditor in charge. Remuneration to the company's auditor is paid in accordance with an approved invoice. Remuneration to Öhrlings PricewaterhouseCoopers AB was SEK 3.3 million for the 2023 financial year and pertained to auditing services for the company.

Stock market information and insider rules
Listed companies are required to give all players in the stock market simultaneous access to insider information about the company, and there are insider rules to prevent market abuse.
The Board of Directors has, among other things, adopted a communication and insider policy to ensure the accuracy and good quality of the company's information and handling of insider information both internally and externally. The Chairman of the Board deals with overall shareholder-related issues, while the CEO has overall responsibility for the company's external communication.
Policies and guidelines regarding disclosures and insider rules as well as updates and amendments are made available and known to the staff concerned, and the Group Management reviews the regulations with employees. The company's regulations have been established in accordance with Swedish legislation, First North Premier's regulations and the Code, as well as the EU Market Abuse Regulation (MAR). All financial reports and press releases since listing are published on the company's website (www.thunderfulgroup.com) in direct connection with publication.


accepted auditing standards in Sweden We believe that the examination has provided us with sufficient basis for our opinions.


Opinion
A corporate governance statement has been prepared. Disclosures in accordance with chapter 6, section 6, the second paragraph, points 2–6 of the Annual Accounts Act and chapter 7, section 31, the second paragraph of the same law, are consistent with the other parts of the annual accounts and consolidated accounts and are in accordance with the Annual Accounts Act.


Gothenburg, Sweden 30 April 2025
Öhrlings PricewaterhouseCoopers AB

Nicklas Kullberg
Authorised Public Accountant


Board of Directors


	Patrick Svensk
Chairman of the Board since 2023 Born 1966	
Background and education: Master of Science in Business and Economics. Since 1991, Patrick Svensk has, among other things, been CEO of TV3 Sweden, Kanal 5, Zodiak Entertainment, Nice Entertainment and Bright Group as well as Chairman of the board of Betsson and Readly.	
Selection of other assignments: CEO of PodX Group AB. Chairman of the board of Scribe AB and Hacksaw AB.	
Holdings in the company: 15.000 shares	
Independent in relation to the company: Yes Independent in relation to major shareholders: Yes	


	Owe Bergsten
Board Member since 2019 Born 1950	
Background and education: Several civil engineering courses at Chalmers University of Technology. Owe Bergsten founded Bergsala in 1976 together with Pierre Sandsten and Lars-Göran Larsson and has been running and operating it since the beginning.	
Selection of other assignments: Chairman of the board of Havsskatten AB. Board member of Bergsala Holding AB, Logi & Bastu på Kåringön AB and Orrviken Invest Aktiebolag.	
Holdings in the company: 17.913,693 shares	
Independent in relation to the company: Yes Independent in relation to major shareholders: No	


	Magdalena Rodell Andersson
Board Member since 2024 Born 1966	
Background and education: Master of Business Administration from Stockholm School of Economics. Magdalena has over 30 years of experience from leading positions in economics and finance, mainly within the retail sector. Examples of positions and assignments are CFO at OKQ8, CFO and vice president of Plantasjen, chairman of the board at MiniRodini and CFO at Filippa K. Since 2021, Magdalena is CFO at the attention computing company Tobii.	
Other ongoing assignments: CFO Tobii AB	
Holdings in the company: 26.000 shares	
Independent in relation to the company: Yes Independent in relation to major shareholders: Yes	


Group Management


	Martin Walfisz
CEO since 2023 Born 1973	
Background and education: Software engineer and honorary doctorate at Blekinge Institute of Technology. Martin Walfisz has been active as an entrepreneur, business leader and investor in the gaming industry for over 25 years. In 1997, he founded Massive Entertainment (now part of Ubisoft), where he was CEO until 2009. Since then, Martin has held senior positions and board assignments at many game companies, and built up the game investment business Nordisk Games for the media group Egmont. He is also the founder of the Association of Swedish Game Developers, and was its first chairman.	
Selection of other assignments: Chairman of the board of Multiscription Holding ApS. Board member of Cross Reality International AB and Game Habitat Southern Sweden AB.	
Holdings in the company: 14.880 shares and 250,000 warrants	


	Jennie Wilund
Executive Vice President of Operations since April 2024 Born 1974	
Background and education: Jennie is educated at KTH (Royal Institute of Technology) in Stockholm, Sweden. She has extensive experience and skillset from leadership positions in the games industry for more than fifteen years, ranging from mobile games to AAA titles, and includes working in executive positions at renowned companies such as Toca Boca, Avalanche Studios and Glorious Games Group (formerly Stardoll). Jennie also has experience from sitting on the Board of Directors for companies within and outside of the gaming industry.	
Holdings in the company: 328.933 shares	

	Mikael Falkner
CFO since 2024 Born 1984	
Background and education: Mikael Falkner holds a degree in business administration and boasts over 15 years of experience in economics. He has significant expertise from leading finance roles within major publicly traded companies. Previously, Mikael served as Finance Manager for Eastern Europe at Axis Communications, a former publicly listed company, before transitioning to Duni Group. At Duni Group, he held the positions of Business Area Controller and subsequently Director FP&A and Controlling.	
Holdings in the company: 0 shares	

	Sara Bach
Board Member since 2023 Born 1982	
Background and education: MSc in Media Technology at Linköping University. Sara Bach has worked in the gaming industry since 2006, mainly in leadership roles with a focus on product and production. Sara has been responsible for large game projects at EA DICE and was responsible for game production at King.	
Selection of other assignments: Responsible for all game development at Mojang AB, creator of Minecraft, Minecraft Dungeons, Minecraft Legends etc.	
Holdings in the company: 0 shares	
Independent in relation to the company: Yes Independent in relation to major shareholders: Yes	

	Tomas Franzén
Board Member since 2020 Born 1962	
Background and education: Master of Science Education in Industrial and Management Engineering at Linköping University. Tomas Franzén has many years of experience as CEO within the Bonnier Group, Com Hem, Eniro and Song Networks (later TDC).	
Selection of other assignments: Chairman of the Board, inter alia, of Bonnier News Group AB and Tietoevry Corp., Dustin Group AB and Pamica Group AB. Board Member, inter alia, of Axel Johnson Aktiebolag, Dustin Group AB and Liljedahl Group AB and Martin & Servera AB. Board member of Axel Johnson Aktiebolag, Dustin Group AB, Liljedahl Group AB, Martin & Servera etc.	
Holdings in the company: 136.879 shares	
Independent in relation to the company: Yes Independent in relation to major shareholders: Yes	

	Kathrin Strangfeld
EVP of Operations since 2023 Born 1981	
Background and education: With a background rooted in International Business, Kathrin obtained a dual degree from Universidad de Belgrano in Buenos Aires, Argentina, and Aalen University in Germany. Her academic pursuits provided a comprehensive understanding of global business dynamics, laying a solid foundation for her professional journey. Throughout her career, she has gained valuable experience across various industries, including Marketing, Logistics, Business Intelligence Consulting, and Electronics. In 2008, she transitioned into the video games industry, joining PlayStation regional headquarters in London. Her tenure at PlayStation saw her hold several senior roles in Business Development and Corporate Strategy, showcasing her adaptability and expertise across diverse sectors. Her educational background and multifaceted professional experiences reflect a versatile skill set, poised to navigate the complexities of the evolving global business landscape.	
Holdings in the company: 80. 000 O, 40.000 W	

	Maria Pihlgren
Interim Group Exec. Manager People & Culture since 2024 Born 1976	
Background and education: Maria has over 20 years of experience in HR and organisational development, in which she has led change management initiatives and strategic projects. She has held senior HR roles at Viaplay Group, Cevian Capital, and BioLamina, supporting international teams through organizational changes and cultural transformations. As CEO of The Rightsizing Agency, Maria assists boards and executive teams with HR and organisational development. Throughout her years as a consultant, Maria has worked across various industries, primarily in tech.	
Education and Certifications: Behavioral Scientist from Stockholm University, Certified Executive Coach, MBA in Leadership & Management. Certified in leadership and organisational development through Novare.	
Holdings in the company: 0 shares	

Remuneration Report 2024

Introduction

This remuneration report describes how the guidelines for remuneration to senior executives for Thunderful Group AB (“Thunderful” or “the company”), adopted by the Annual General Meeting on 26 June 2024, were applied during 2024. The report also contains information on remuneration to the CEO and a summary of the company’s outstanding share and share price-related incentive programmes. The report has been prepared in accordance with the Swedish Companies Act and the Swedish Board of Corporate Governance’s Rules on remuneration of the board and executive management and on Incentive programmes.

Further information on remuneration to senior executives can be found in Note 9 (Average number of employees/salaries etc.) on page 64 of the Annual Report for 2024. Information on the Remuneration Committee’s work in 2024 can be found in the corporate governance report on pages 28–33 of the Annual Report for 2024.

Board fees are not covered by this report. Such fees are decided annually by the Annual General Meeting and are reported in the corporate governance report on pages 28–33 of the Annual Report for 2024.

Developments in 2024

The summary of the company’s overall results can be found on page 10–11 of the Annual Report for 2024.

The company’s remuneration guidelines: scope, purpose and deviations

A prerequisite for successful implementation of the company’s business strategy and the safeguarding of its long-term interests, including its sustainability, is that the company can recruit and retain qualified employees. This requires that the company can offer competitive, market-rates of remuneration. The company’s remuneration guidelines enable senior executives to be offered a competitive total remuneration package at market rates. According to the remuneration guidelines, remuneration to senior executives may consist of the following components: fixed salary, variable cash remuneration, pension benefits and other benefits. The variable cash compensation must be linked to financial or non-financial criteria. It can consist of individualized quantitative or qualitative goals. The criteria must be designed so that they promote the company’s business strategy and long-term interests, including its sustainability, by, for example, having a clear connection to the business strategy or promoting the executive’s long-term development.

The guidelines can be found on page 29-32 of the Annual Report for 2024. During 2024, the company has followed the applicable remuneration guidelines adopted by the Annual General Meeting. No deviations from the guidelines have been made and no deviations have been made from the decision-making process that, according to the guidelines, is to be applied to determine the compensation. No remuneration has been reclaimed.

Share-based payment

Outstanding share-related and share price-related incentive programmes

Warrant-based incentive programme 2022/2025 (i)

The Annual General Meeting held on 27 April 2022 resolved to implement a warrant-based incentive programme for the new CFO of the Group, the Group’s CSIO and the Group’s COO through an issue of 270,000 warrants. The warrant programme was implemented in May 2022 and a SEK 0.27 warrant premium was paid for each warrant.

Each warrant entitles the holder to acquire a new share in the company at an exercise price of SEK 47.22 per share. The warrants can be exercised during the period from 19 May 2025 to 30 June 2025 inclusive. Upon full exercise of all issued warrants, a total of 143,000 new shares will be issued and the share capital will increase by SEK 1,433.00, which corresponds to a dilution of approximately 0.20 percent based on the assumption that all of the warrants in the programme are fully exercised and based on the number of shares in the company as per 31 December 2024. The warrants are subject to customary recalculation provisions in connection with issues, etc.

Warrant-based incentive programme 2023/2026 (ii)

The Annual General Meeting held on 17 May 2023 resolved on a warrant-based incentive programme for the Group CEO, the CFO at that time and certain key personnel in the Group through an issue of 940,000 warrants. The warrant programme was implemented in June 2023 and a SEK 2.23 warrant premium was paid for each warrant.

Each warrant entitles the holder to acquire a new share in the company at an exercise price of SEK 20.28 per share. The warrants can be exercised during the period from 19 May 2026 to 30 June 2026 inclusive. Upon full exercise of all issued warrants, a total of 130,000 new shares will be issued and the share capital will increase by SEK 1,300.00, which corresponds to a dilution of approximately 0.18 percent based on the assumption that all of the warrants in the programme are fully exercised and based on the number of shares in the company as per 31 December 2024. The warrants are subject to customary recalculation provisions in connection with issues, etc.

Warrant-based incentive program 2024/2027 (iii)

At the Annual General Meeting on June 26, 2024, a resolution was passed regarding a warrant-based incentive program for the Group’s CEO, incoming CFO, EVP of Publishing, and certain key personnel through the issuance of 3,644,232 warrants. The warrant program was implemented during the second half of 2024, and the transfer of warrants occurred at market value at the time of each transfer. In accordance with the resolution of the Annual General Meeting, the participants received bonus payments to cover their acquisition costs for the warrants. Upon transfer in July 2024, the market value was estimated at SEK 0.21 per warrant, and upon transfer in November 2024, the market value was estimated at SEK 0.0083 per warrant.

Each warrant entitles the holder to acquire one new share in the Company at an exercise price of SEK 3.34 per share. The warrants can be exercised during the period from June 1, 2027, up to and including July 15, 2027. Upon full exercise of all issued warrants, a total of 3,429,957 new shares will be issued, and the share capital will increase by SEK 34,300.00, which corresponds to a dilution of approximately 4.65 percent based on the assumption that all warrants in the program are fully exercised and calculated on the number of shares in the Company as per December 31, 2024. The warrants are subject to customary recalculation terms in connection with issues, etc.

Employee stock option program 2024/2027 (iv)

At the Annual General Meeting on June 26, 2024, a resolution was also passed regarding an employee stock option program for certain foreign key personnel through the issuance of 3,033,372 warrants. The employee stock option program was implemented in July, and each warrant entitles the holder to acquire one new share in the Company at an exercise price of SEK 3.34 per share. The warrants can be exercised during the period from June 1, 2027, up to and including July 15, 2027. Upon full exercise of all issued warrants, a total of 2,335,812 new shares will be issued, and the share capital will increase by SEK 23,358.12, which corresponds to a dilution of approximately 3.22 percent based on the assumption that all warrants in the program are fully exercised and calculated on the number of shares in the Company as per December 31, 2024. The warrants are subject to customary recalculation terms in connection with issues, etc.

Short-term variable remuneration to Thunderful’s CEO, etc.

During 2024, Thunderful had short-term variable remuneration for other senior executives.

Total remuneration to the CEO during 2024 (SEK thousand)¹⁾

Name of executive (position)	Basic salary ²⁾	Other benefits ³⁾	One-year	Multi-year	Extraordinary items	Pension cost ⁴⁾	Total remuneration	Proportion of fixed and variable remuneration
Martin Walfisz, CEO	3,453.3	91.3	1,029.8	0.0	0.0	928.1	5,502.6	81% / 19%

1) With the exception of Multi-year variable remuneration, the table reports remuneration for the year 2024. There is no multi-year variable remuneration.
2) Including holiday pay.
3) Refers to car benefit.
4) Pension costs (column 6), which refer in their entirety to Basic salary and are determined by the premium, have been fully reported as fixed remuneration.

Comparative information regarding changes in remuneration and the company’s results

Changes in remuneration and the company’s results over the last five reported financial years (income statement, IS) (SEK thousand)

	IS-4 vs IS-5	IS-3 vs IS-4	IS-2 vs IS-3	IS-1 vs IS-2	IS vs IS-1	IS 2024
Remuneration to the CEO	-15.3 [-2%]	+54.1 [+7%]	+1,604.4 [+205%]	+4,193.5 [+176%]	-1,075.8 [-16%]	5,502.6
The Group’s operating profit/loss	+17,598.8 [+57%]	+17,978.0 [+37%]	+85,138.7 [+128%]	-697,600.9 [-460%]	-371,381.5 [-68%]	-917,343.7
Average remuneration based on the number of FTEs* in the Parent Company						1,521.3

* Excluding members of Group Management.

Board of Directors’ Report

Information about the business

Thunderful Group AB (publ) is a diversified gaming company that focuses on publishing, developing and co-developing high-quality digital games mainly for PC and console platforms. Headquartered in Gothenburg, Sweden, the Group spans a significant portion of the gaming industry’s value chain through its two main business segments: Publishing and Co-Development & Services.

The two business segments collaborate to develop, market, and distribute a diversified portfolio of gaming experiences. The Group’s games portfolio currently includes more than 90 unique titles. Thunderful’s Group Management team and senior managers have extensive experience from the gaming and related industries. With 217*employees, mainly based in Sweden and the UK, the company has a strong and competent workforce, dedicated to creating engaging and commercially successful gaming products.

Thunderful Games

Publishing

Includes both third-party game publishing and internal game development. Thunderful’s game studios have broad creative and technical expertise, and the Group’s publishing segment works closely with third-party developers to optimise production, marketing, business development and sales. They offer support throughout the entire product lifecycle to maximise both creative and commercial opportunities.

Co-development & Services segment

Co-development focuses on developing games on behalf of external licence and IP owners, while the services segment offers consultancy-based publishing services for developers that do not need a traditional publisher.

Significant events during the financial year

Divestment of Headup Games

In late 2023, a process was initiated to divest the German publishing business Headup Games, which was acquired in 2021. Thunderful Group entered into an agreement for the transfer of all shares in its German publishing subsidiary. The Headup transaction was approved at an Extraordinary General Meeting on 22 May.

Restructuring in the publishing segment

Extensive restructuring has taken place during the year to reduce fixed costs and strengthen profitability, and to increase the focus on areas with the best future growth and profitability potential, which is estimated to generate annual savings of SEK 90–110 million. In order to create a more balanced risk profile, a strategic shift has been made to focus more on publishing third-party games, and to reduce investments in internally developed games.

*31st of March



This restructuring is expected to deliver improved cash flow of approximately SEK 80–90 million. Meanwhile, cash flow is also impacted by increased investments in publishing rights of approximately SEK 30–40 million per year.

- Non-recurring costs of approximately SEK 25–30 million in the fourth quarter
- Impairment losses in the form of capitalised development costs, goodwill and game rights, estimated at approximately SEK 220–240 million.

Divestment of the Distribution segment

Thunderful Group entered into an agreement to divest the operations and assets of Nordic Game Supply for a purchase price corresponding to the book value of the inventory with an agreed discount. The buyer was a company owned by Henrik Mathiasen, CEO of Bergsala AB and acting CEO of Nordic Game Supply. The transaction was approved at an Extraordinary General Meeting on 22 May.

On 20 May, Thunderful entered into a share purchase agreement to divest the remaining distribution businesses AMO Toys AB, Bergsala Aktiebolag, Thunderful 1 AB and the distribution company Thunderful Solutions AB for a purchase price of SEK 630 million on a cash and debt free basis. The buyer was Bergsala NDP AB, a newly incorporated company, which is owned by Thunderful Group’s largest owner and Board member, Owe Bergsten. The divestment will make it possible for

Thunderful Group to fully amortise its existing bank facility with Danske Bank and focus on the business segments consisting of Publishing and Co-development and Services. The transaction was approved at the Annual General Meeting on 26 June.

Game releases during the year

Notable game releases during the year have included ASKA, by Sand Sailor Games released in Early Access, which exceeded our initial sales expectations. SteamWorld Heist II by Thunderful Gothenburg was launched, and was appreciated by both critics and players, but it had difficulties reactivating the fans from the first game released in 2015. On the Co-development side, Coatsink provided development support to the critically acclaimed Batman: Arkham Shadow.

Changes in the Mangement team

Henrik Lundqvist resigned from his position as CFO and was replaced temporarily by Per Alnefeldt, until Mikael Falkner was appointed permanent CFO for the Group. Falkner has previously held senior positions, including at Axis Communication and the listed company Duni Group.

Jennie Wilund was appointed as EVP of Operations and has previously held management positions at gaming companies such as Toba Boca, Avalance Studios & Glorious Games Group (formerly Stardoll).



Accounting policies

The comparison period includes adjustments that were not material in the previous year but, due to the reduced scope of operations, should now be adjusted. The net income for the year 2023 and the capitalized development costs are thus adjusted downward by approximately SEK –20 million in total.

For further information on the Group’s accounting principles, see Note 2 on pages 55–59.

Significant events after the balance sheet date

Divestment of JUMPSHIP Ltd.

Thunderful entered into an agreement with Jumpship’s former owner, Dino Patti, for the transfer of all shares in Jumpship Limited. The company has also reached a settlement agreement regarding former seller’s claims on future earnouts in the amount of GBP 752.6, which corresponds to the expected wind-down costs, in addition to Thunderful waiving all internal loans to Jumpship. Transfer of all shares was approved at an Extraordinary General Meeting on 10 February.

Resolution on directed set-off issue

On 31 March, Thunderful resolved to carry out a directed issue amounting to SEK 3.0 million to Microcuts Holding GmbH in accordance with the authorisation from the company’s Extraordinary General Meeting on 22 May 2024. The purpose of the Set-Off Issue and the reasons for the deviation from the shareholders’ preferential rights is to fulfil the conditions stipulated in the agreement with Microcuts and to strengthen the company’s financial position and liquidity. In total, 4,242,297 shares were issued at a subscription price of SEK 0.707 per share. The issue relates to part of the final payment of the remaining earnout related to the transfer of shares in the German subsidiary Headup GmbH to Microcuts Holding GmbH, where SEK 6.9 million was paid in cash and SEK 3.0 million was paid with newly issued shares, as an alternative to paying the entire final payment in cash.

Multi-year overview, Group	2024	2023	2022
Net revenue, MSEK	292.8	384.4	447.7
Profit/loss after financial items, MSEK	–730.5	–568.2	252.4
Balance sheet total, MSEK	772.9	3,151.0	3,668.7
Equity/assets ratio, %	74.8%	43.2%	54.1%
Average number of employees	327	362	311

Multi-year overview, Parent Company	2024	2023	2022
Net revenue, MSEK	16.4	10.4	9.8
Profit/loss after financial items, MSEK	–1,057.7	–384.3	56.8
Balance sheet total, MSEK	964.5	2,472.3	3,287.2
Equity/assets ratio, %	69.0%	69.0%	63.0%
Average number of employees	3	6	4

Comments on multi-year overview

Net revenue and fluctuations in earnings are strongly linked to the quantity, size and success of the years’ game launches, and whether non-recurring revenues, usually in the form of platform transactions, have been completed during the year. Revenue streams and results linked to Co-development are more stable, while the services segment is more variable.

On the following pages, an analysis of the consolidated results is provided for the financial year 2024.

Net revenue

Consolidated net revenue during the year amounted to SEK 292.8 million (384.4), corresponding to a decrease of 23.8 percent. The drivers of net growth are reported under the segments.

Segments

Net revenue in the Publishing segment amounted to SEK 181.7 million (196.4), a decrease of 7.5 percent. The lower sales were mainly explained by the fact that 2024 was a year with fewer game launches, but also because fewer one-off deals were made with distribution platforms. Sales of previously launched games showed a strong positive development during the year.

Net revenue in the Co-development & Services segment amounted to SEK 111.1 million (188.0), a decrease of 40.9 percent. The development was mainly attributable to lower sales in the services segment, strongly linked to a more crowded market, and a shift to a lower billing level in the co-development company Coatsink in exchange for higher future revenue sharing.

MSEK	2024	2023
Thunderful Publishing	181.7	196.4
Thunderful Co-development & Services	111.1	188.0
Net revenue	292.8	384.4

Operating expenses

Costs for game development services and royalties amounted to SEK –65.7 million (–78.0), a decrease of 15.7 percent, due to higher royalty costs in the comparative year as revenue for externally developed games was higher.

Other external expenses amounted to SEK –109.7 million (–84.0), an increase of 30.6 percent, mainly due to higher marketing expenses compared to the previous year. The current year also includes restructuring costs of SEK –5.0 million.

Personnel expenses amounted to SEK –281.6 million (–267.9), an increase of 5.1 percent. The increase was mainly related to restructuring costs of SEK 23.0 million during the year. The total number of employees at year-end amounted to 297 (358).

Depreciation/amortisation and impairment amounted to SEK –848.0 million (–645.8), an increase of 31.3 percent compared to the previous year, mainly due to impairment of intangible assets. PPA-related (Purchase Price Allocation-related) amortisation and impairment amounted to SEK –505.4 million (–440.0), an increase of 14.9 percent.

Impairments were made both in connection with the restructuring programme and in order to better reflect the market’s valuation of industry assets.

MSEK	2024	2023
Expenses for game development and royalties	–65.7	–78.0
Other external expenses	–109.7	–84.0
– of which, acquisition-related non-recurring expenses	–0.0	–2.7
– of which other non-recurring expenses	–28.0	–6.7
Personnel expenses	–281.6	–267.9
Depreciation/amortisation and impairment of property, plant and equipment and intangible assets	–848.0	–645.8
– of which, PPA-related amortisation	–505.4	–444.0
Other operating expenses	–3.7	–9.0
Total operating expenses	–1,308.6	–1,084.7

Adjusted operating profit, EBITDA

Adjusted operating profit before depreciation, amortisation and impairment of intangible assets and property, plant and equipment (EBITDA) during the year amounted to SEK –41.3 million (109.2), corresponding to an adjusted EBITDA margin of –14.1 percent (28.4). Adjusted EBITDA is adjusted for non-recurring items of SEK –28.0 million (–9.4), mainly attributable to personnel-related restructuring costs.

Segments

Adjusted EBITDA for the Publishing segment during the year amounted to SEK –63.2 million (–4.9) corresponding to an adjusted EBITDA margin of –34.8 percent (–2.5). Adjusted EBITDA is adjusted for non-recurring items of SEK –27.6 million (–9.4), mainly attributable to personnel-related restructuring costs.

Adjusted EBITDA for the Co-development & Services segment during the year amounted to SEK 21.8 million (114.1) corresponding to an adjusted EBITDA margin of 19.6 percent (60.7). Adjusted EBITDA is adjusted for non-recurring items of –0.4 MSEK (0.0), attributable to personnel-related restructuring costs.

MSEK	2024	2023
Thunderful Publishing	–63.2	–4.9
Thunderful Co-development & Services	21.8	114.1
Adjusted EBITDA	–41.3	109.2
Adjusted non-recurring items (Publishing segment)	–27.6	–9.4
Adjusted non-recurring items (Co-development & Services segment)	–0.4	0.0
EBITDA	–69.4	99.8
Adjusted EBITDA margin		
Thunderful Publishing segment, %	–34.8%	–2.5%
Thunderful Co-development & Services. %	19.6%	60.7%
Thunderful Group, %	–14.1%	28.4%

Adjusted operating profit, EBITA

Adjusted operating profit/loss before acquisition-related amortisation (EBITA) during the year amounted to SEK –383.9 million (–96.5), corresponding to an adjusted EBITDA margin of –131.1 percent (–25.1). Adjusted EBITA is adjusted for non-recurring items of SEK –28.0 million (–9.4), mainly attributable to personnel-related restructuring costs.

Segments

Adjusted EBITA for the Publishing segment during the year amounted to SEK –403.9 million (–210.1), corresponding to an adjusted EBITDA margin of –222.4 percent (–107.0). Adjusted EBITA is adjusted for non-recurring items of SEK –27.6 million (–9.4), mainly attributable to personnel-related restructuring costs.

Adjusted EBITA for the Co-development & Services segment during the year amounted to SEK 20.1 million (113.6), corresponding to an adjusted EBITDA margin of 18.1 percent (60.4). Adjusted EBITA is adjusted for non-recurring items of SEK –0.4 million (0.0), attributable to personnel-related restructuring costs.

MSEK	2024	2023
Thunderful Publishing	–403.9	–210.1
Thunderful Co-development & Services	20.1	113.6
Adjusted EBITA	–383.9	–96.5
Adjusted non-recurring items (Games segment)	–27.6	–9.4
Adjusted non-recurring items (Co-development & Services segment)	–0.4	0.0
EBITA	–411.9	–105.9
Adjusted EBITA margin		
Thunderful Publishing segment, %	–222.4%	–107.0%
Thunderful Co-development & Services. %	18.1%	60.4%
Thunderful Group, %	–131.1%	–25.1%

Operating profit/loss, EBIT

Operating profit/loss during the year amounted to SEK –917.3 million (–546.0), corresponding to an operating margin of –313.3 percent (–142.0). Operating profit/loss includes non-recurring items of SEK –28.0 million (–9.4), mainly attributable to personnel-related restructuring costs.

Segments

Operating profit/loss for the Publishing segment during the year amounted to SEK –865.2 million (–504.3), corresponding operating margin of –476.3 percent (–256.8). Operating profit/loss includes non-recurring items of SEK –27.6 million (–9.4), mainly attributable to personnel-related restructuring costs.

Operating profit/loss in the Co-development & Services segment amounted during the period to SEK –52.1 million (–41.7), corresponding to an operating margin of –46.9 percent (–22.1). Operating profit/loss includes non-recurring items of SEK –0.4 million (0.0), attributable to personnel-related restructuring costs.

MSEK	2024	2023
Thunderful Games	–865.2	–504.3
Thunderful Distribution	–52.1	–41.7
Operating profit/loss	–917.3	–546.0
Operating margin		
Thunderful Games, %	–476.3%	–256.8%
Thunderful Distribution, %	–46.9%	–22.1%
Thunderful Group, %	–313.3%	–142.0%

Net financial items

Net financial items for the year amounted to SEK 186.8 million [–22.3]. Total net financial items comprise SEK 50.5 million [–45.5] from net exchange gains and losses, SEK –21.5 million [–28.0] from net interest income and expenses, SEK 160.3 million [46.4] from net revaluations of earn-outs and SEK –2.5 million [4.8] from profit/loss from associated companies.

Net exchange gains and losses includes unrealised currency exchange effects of SEK 25.5 million [–7.1].

Net profit for the year

Profit/loss for the year totalled SEK –887.5 million [–629.8], corresponding to net profit margin of –303.1 percent [–163.8].

For continuing operations, the profit/loss for the year amounted to SEK –665.5 million [–579.6], corresponding to a net profit margin of –227.3 percent [–150.8].

Other comprehensive income

Other comprehensive income is affected by translation differences from foreign operations which amounted to SEK 103.1 million [7.9] during the period.

Parent Company

The parent company’s net revenue for the year amounted to SEK 6.4 million [10.4], operating profit/loss to SEK –449.0 million [–34.0] and the profit/loss for the year was SEK –1,041.7 million [–364.6]. The parent company’s revenue comprises intra-Group services.

Impairment of participations in subsidiaries was made during the year of SEK 831.5 million for subsidiaries under discontinuation. A realised loss of SEK 404.4 million is reflected in the parent company related to divestments of subsidiaries.

Financial position and liquidity

Consolidated total assets amounted to SEK 772.9 million on 31 December 2024, compared to SEK 3,151.0 million on 31 December 2023.

Core working capital amounted to SEK 8.9 million on 31 December 2024, compared to SEK 526.3 million on 31 December 2023, mainly as a result of the divestment of the distribution business at the end of the second quarter.

Consolidated equity amounted to SEK 578.0 million on 31 December 2024, compared to SEK 1,361.9 million on 31 December 2023. The reduction is mainly attributable to the impairment of intangible assets in the fourth quarter.

Thunderful Group has a confirmed credit facility of EUR 10.5 million [SEK 120.6 million at the closing day rate] with Danske Bank. On the balance sheet date, 31 December 2024, Thunderful Group had utilised SEK 1.5 million of this facility and its cash and cash equivalents amounted to SEK 31.0 million. Including the unutilised part of the confirmed credit facility, the Group’s available cash and cash equivalents amounted to SEK 150.2 million on 31 December 2024, compared to SEK 209.1 million on 31 December 2023.

Assesment of going concern

The Company’s management is aware that the current financial plan

indicates a positive development, but that this plan is largely depend-ent on successful launches of a number of game projects. As stated in the section on risks on page 26, the development and launch of games are complex processes associated with significant risks of delays, cost overruns, and lack of commercial success.

Furthermore, the company’s existing loan facility expires at the end of the financial year, and there are currently no guarantees for an extension of this agreement. Further details regarding the company’s financing risk, including information on outstanding debt and liquid-ity, can be found in Financing Risk on page 43.

Should the planned game launches not achieve the expected com-mercial success and/or if an extension of the loan facility cannot be secured on acceptable terms, the company’s liquidity and financial position could be negatively impacted, which in the long term may cast doubt on the ability to continue as a going concern or necessitate the need to raise more capital. Management is closely monitoring developments and will take further action as needed to ensure the company’s long-term survival, but currently, the company’s long-term financing is not secured.

Cash flow and investments

Cash flow from operating activities during the year amounted to SEK 241.3 million [299.0]. Cash flow from operating activities from discon-tinued operations amounted to SEK 343.6 million [346.2] for the year.

Cash flow from investing activities for the year amounted to SEK 170.5 million [–313.8]. The positive cash flow for the year was related to the divestment of intangible assets for discontinued operations.

Cash flow from financing activities amounted to SEK –593.1 million [167.8] for the year, primarily related to full repayment of the previous loan facility at the end of the second quarter.

Total cash flow during the year amounted to SEK –181.3 million [153.0].

The following investments were made during the year.

MSEK	2024	2023
Development capex	97.9	186.1
Publishing licences capex	62.8	76.0
Gaming projects capex	0.0	1.7
Acquisitions capex	0.0	23.8
Other capex	1.0	1.1
Cash flow from discontinued operations	–298.3	25.2
Total investments	–136.6	313.8

Significant risks and uncertainties

The Group’s strategic, operational, legal and financial risks are pre-sented on pages 24–27. This section describes the Group’s financial risks and how these risks are managed.

Financial risks

Profitability

The Group may fail to achieve and maintain profitability in the future and may experience uneven cash flows, for example due to delayed or unsuccessful product launches.

Credit risk

The Group has a relatively low risk in relation to outstanding trade receivables. On 31 December 2024, the total amount of outstanding trade receivables was SEK 16.0 million. The value of these receivables could be negatively affected if one or more customers become insol-vent or go bankrupt. There is also a risk that customers will not pay for purchased products or pay later than expected, which is a risk that can increase during an economic downturn or periods of uncertainty. If the risks materialise, they could negatively affect the Group’s cash flow and earnings.

Valuation and accounting risks

As of 31 December 2024, the Group had goodwill and intangible assets [including capitalised expenditure for games development, publishing licences and investments in gaming projects] whose book value amounted to SEK 647.8 million [1,548.1], corresponding to 83.8 percent [49.1] of the Group’s total assets.

Other estimates and assessments are presented in Note 3.

The Group’s financial risk management

The Group is exposed to risks related to cash and cash equivalents, trade receivables, trade payables, borrowings and foreign exchange. These risks include:

- Financing risks related to the Group’s capital requirements
- Foreign exchange risks on commercial flows and net investments in foreign subsidiaries
- Credit risks relating to financial and commercial activities; and Inter-est rate risks related to cash and cash equivalents and borrowings

Financing risk

Financing risk refers to the risk that the Group’s capital requirements or refinancing of existing borrowings could become more difficult or more expensive. Group Finance continuously monitors the Group’s liquidity through rolling forecasts, and maintains an ongoing dialogue with the Board and the company’s banking contacts. For companies operating in fast-growing markets, making accurate medium- to longterm financial forecasts is a challenge. In addition, the revenue generated by the company’s operations is often unevenly distributed over time, which may affect liquidity in certain periods. Although the financial plan currently looks positive, rapid changes in the market or business operations – such as a general economic downturn, change in demand, or delayed game launches – can negatively affect liquid-ity. Therefore, it cannot be ruled out that the company will need to strengthen its working capital in the future and may seek additional financing, since as of today, the Groups long term financing is not secured. As of 31 December 2024, the Group had liabilities to credit institutions in the amount of SEK 1.5 million but a net cash position of SEK 29.6 million.

Foreign exchange risk

Foreign exchange risk refers to the risk that fluctuations in exchange rates have a negative impact on the Group’s financial position, profit-ability or cash flow. The Group’s revenue is mainly generated in USD, while a large part of the Group’s expenses are incurred in SEK, GBP and EUR. The Group is therefore exposed to fluctuations in the foreign exchange market, where changes in exchange rates could impact the Group’s profitability and earnings. Furthermore, the Group’s overdraft facility is denominated in EUR, which affects the Group’s available cash and cash equivalents in the event of exchange rate fluctuations in EUR. A sensitivity analysis of the Group’s foreign exchange risk, divided into transaction risk and translation exposure is provided in Note 39.

Credit risk

Credit risk refers to the risk of loss if a counterparty fails to fulfil its payment obligations and any collateral does not cover the Group’s claim. The Group’s credit risk is generally low, consisting mainly of advance payments and trade receivables and, to a limited extent, financial credit risk. The credit risk from trade receivables is with a few large, financially stable counterparties. In Publishing, the counterpar-ties are usually platform providers who report monthly sales that are paid within 1–2 months and for Co-development & Services, the coun-terparties are usually large IP owners/studios. Advance payments in development projects in some cases may need to be written off if the projects do not develop as planned. The Group has no significant concentration of credit risk and performs ongoing credit assessments of its counterparties.

Interest rate risk

Interest rate risk refers to the risk that changes in market interest rates will have a negative impact on the Group’s net financial items. The Group is exposed to interest rate risk mainly through interest-bearing liabilities. Cash and cash equivalents and borrowings are mainly handled centrally by Group Finance. All external borrowing occurs through the parent company and is passed on to the subsidiaries through internal loans or capital contributions. The Group is part of a common cash pooling arrangement with its subsidiaries, enabling more efficient management of liquidity and financing. Thunderful Group AB is part of a cash pooling arrangement with the majority of its subsidiaries and has a short-term credit facility with Danske Bank. As of 31 December 2024, SEK 1.5 million of the total overdraft facility of EUR 10.5 million, had been utilised, which corresponds to SEK 120.6 million at the closing day rate.

Significant events after the balance sheet date

Subsequent events are presented in Note 42.

Proposed appropriation of profit

The following amount in SEK is at the disposal of the Annual General Meeting:

Share premium reserve	1,969,428,778
Retained earnings	–263,010,541
Profit/loss for the year	–1,041,666,602
	664,751,634
To be carried forward to the new accounts	664,751,634

Consolidated income statement

MSEK	Note	2024	2023
Net sales	3, 6	292.8	384.4
Other operating income		2.5	12.9
Operating income		295.3	397.3
Capitalised work on own account		96.0	141.4
Purchased game development services and royalties	7	-65.7	-78.0
Other external expenses	7, 8	-109.7	-84.0
Personnel expenses	7, 9	-281.6	-267.9
Depreciation/amortisation and impairment of property, plant and equipment and intangible assets	5, 11	-848.0	-645.8
Other operating expenses		-3.7	-9.0
Operating profit/loss		-917.3	-546.0
Financial income		218.1	85.4
Financial cost		-31.3	-107.6
Financial items	12	186.8	-22.3
Profit/loss after financial items		-730.5	-568.2
Tax on net profit for the year	13	65.0	-11.4
Profit/loss from continuing operations		-665.5	-579.6
Profit/loss from discontinued operations Distribution		-164.7	77.6
Proit/loss from discontinued operations Games		-57.2	-127.8
Net profit/loss for the year		-887.5	-629.8
Other comprehensive income			
Currency translation difference in foreign operations		103.1	7.9
Comprehensive income for the year		-784.4	-621.9
Net profit/loss for the year attributable to:			
Parent Company shareholders		-887.5	-629.8
Earnings per share from continuing operations before dilution, SEK		-9.47	-8.25
Earnings per share before dilution, SEK		-12.63	-8.96
Earnings per share from continuing operations after dilution, SEK		-9.47	-8.25
Earnings per share after dilution, SEK		-12.63	-8.96
Comprehensive income for the year attributable to:			
Parent Company shareholders		-784.4	-621.9
Average number of shares		70,290,597	70,290,597

Consolidated balance sheet

MSEK	Note	31/12/2024	31/12/2023
ASSETS			
Non-current assets			
Intangible assets			
IT systems	14	0.0	2.5
Capitalised development expenditure	14	154.8	282.4
Publishing licences	14	70.0	143.6
Investments in games projects	14	11.2	13.5
Publishing and distribution relationships	14	0.0	223.0
Goodwill	14	337.1	479.7
Game rights	14	36.7	291.8
Customer relationships	14	17.3	88.7
Other intangible assets	14	20.7	22.9
		647.8	1,548.1
Property, plant and equipment			
Right-of-use assets	10, 15	21.7	113.7
Buildings and land	15	0.0	2.8
Equipment, tools, fixtures and fittings	15	2.3	20.5
		24.0	137.0
Financial assets			
Participations in associated companies	18	2.5	4.6
Other securities held as non-current assets	18	0.2	0.2
Other non-current receivables	18	2.1	7.4
		4.8	12.2
Deferred tax assets	18	0.3	1.1
Total non-current assets		676.9	1,698.4
Current assets			
Inventories, etc.			
Finished goods and goods for resale	19	0.1	557.4
Advance payments to suppliers	19	0.2	50.8
		0.2	608.2
Current receivables			
Assets held for sale		5.3	0.0
Accounts receivable	20	16.0	470.8
Current tax receivables		6.7	14.3
Other receivables		8.1	15.6
Prepaid expenses and accrued income	21, 22	28.5	134.6
		64.7	635.3
Cash and cash equivalents	23	31.0	209.1
Total current assets		96.0	1,452.6
TOTAL ASSETS		772.9	3,151.0

Consolidated balance sheet cont.

MSEK	Note	31/12/2024	31/12/2023
EQUITY AND LIABILITIES			
Equity			
Share capital	24	0.7	0.7
Other contributed capital		1,274.8	1,274.8
Other equity including net profit for the year		-697.5	86.4
		578.0	1,361.9
Non-current liabilities			
Non-current additional purchase consideration	26	21.5	181.6
Deferred tax liabilities	13, 26	20.3	152.5
Provisions	25	0.2	2.0
Non-current lease liabilities	10	11.6	86.6
		53.5	545.1
Current liabilities			
Overdraft facility	27	1.5	0.0
Liabilities to credit institutions	27	0.0	499.3
Liabilitites related to assets held for sale	27	4.6	0.0
Advance payments from customers	27	0.0	1.1
Accounts payable	27	74	552.8
Current tax liabilities	28	32.9	26.9
Other liabilities	28	14.6	75.0
Current additional purchase consideration	28	26.1	97.9
Current lease liabilities	10	10.4	25.3
Accrued expenses and prepaid income	29, 30	43.9	88.2
		141.4	1,366.5
TOTAL EQUITY AND LIABILITIES		772.9	3,151.0

Consolidated statement of changes in equity

MSEK	Share capital	Other contributed capital	Other equity including net profit for the year	Total capital
Opening balance, 1 January 2024	0.7	1,274.8	86.4	1,361.9
Issued share options	0.0	0.0	0.6	0.6
Transactions with owners	0.0	0.0	0.6	0.6
Total other comprehensive income for the year	0.0	0.0	-784.4	-784.4
Closing balance, 31 December 2024	0.7	1,274.8	-697.5	578.0

MSEK	Share capital	Other contributed capital	Other equity including net profit for the year	Total capital
Opening balance, 1 January 2023	0.7	1,274.8	707.2	1,982.7
Issued share options	0.0	0.0	1.1	1.1
Transactions with owners	0.0	0.0	1.1	1.1
Total other comprehensive income for the year	0.0	0.0	-621.9	-621.9
Closing balance, 31 December 2023	0.7	1,274.8	86.4	1,361.9

Consolidated cash flow statement

MSEK	Note	2024	2023
Operating activities			
Profit/loss after financial items continuing operations		-730.5	-568.2
Profit/loss after financial items discontinued operations		-221.4	-46.7
Adjustment for non-cash items	33		
- Depreciation/amortisation and impairment		848.0	645.8
- Exchange rate differences		52.8	6.0
- Revaluation of additional purchase considerations		-159.6	-44.8
- Other adjustments		-135.4	-13.7
- Adjustments for discontinued operations		96.3	224.2
		-249.9	202.8
Income tax paid		-6.1	-17.6
Income tax paid discontinued operations		7.4	-1.1
Cash flow from operating activities before changes in working capital		-248.6	184.1
Changes in working capital			
Change in inventories and advances to suppliers		0.1	-27.2
Change in accounts receivable		10.8	61.3
Change in accounts payable		-12.7	-1.7
Change in other working capital		30.3	-86.9
Change in working capital for discontinued operations		461.4	169.5
Cash flow from operating activities		241.3	299.0
Investing activities			
Acquisition of subsidiaries/operations	34	0.0	-23.8
Investment in property, plant and equipment		-1.0	-0.8
Investment in capitalised development expenditure, games		-97.9	-186.1
Investment in game projects		0.0	-33.6
Investment in publishing rights		-62.8	-76.0
Investment in other intangible assets		0.0	-0.2
Sale of fixed assets		0.0	31.9
Cash flow from investing activities discontinued operations		332.2	-25.2
Cash flow from investing activities		170.5	-313.8
Financing activities			
Change in overdraft facility		1.5	-63.6
Borrowings from credit institutions		-499.3	388.0
Repayments of lease liabilities		-9.9	-15.6
Amortisation of liability for additional purchase consideration		-77.1	-124.1
Option premiums paid in		0.6	1.1
Cash flow from investing activities discontinued operations		-8.9	-18.0
Cash flow from financing activities		-593.1	167.8
Cash flow for the year		-181.3	153.0
Cash and cash equivalents at beginning of year		209.1	56.6
Exchange rate difference in cash and cash equivalents		3.3	-0.5
Cash and cash equivalents at end of year		31.0	209.1

Parent Company income statement

MSEK	Note	2024	2023
Net sales		16.4	10.4
Other operating income		0.2	0.2
Operating income		16.7	10.7
Operating expenses			
Other external expenses	7	-46.7	-26.4
Personnel expenses	9	-14.3	-18.2
Depreciation/amortisation and impairment of property, plant and equipment and intangible assets		-0.0	-0.0
Other operating expenses		-404.7	-0.1
Total operating expenses		-465.7	-44.7
Operating profit/loss		-449.0	-34.0
Profit from participants in subsidiaries		-782.8	-376.7
Financial income		198.8	89.6
Financial cost		-24.7	-63.2
Financial items	12	-608.7	-350.3
Profit/loss after financial items		-1,057.7	-384.3
Year-end appropriations		14.3	19.7
Tax on net profit for the year	13	1.8	0.1
Net profit/loss for the year and comprehensive income for the year		-1,041.7	-364.6

Parent Company balance sheet

MSEK	Note	31/12/2024	31/12/2023
ASSETS			
Non-current assets			
Property, plant and equipment			
Equipment, tools, fixtures and fittings		0.0	0.1
		0.0	0.1
Financial assets			
Participations in Group companies	16, 17	874.0	2,020.9
Total non-current assets		874.1	2,021.0
Current assets			
Receivables from Group companies		87.1	297.2
Current tax receivables		0.1	0.1
Other receivables		2.8	3.1
Prepaid expenses and accrued income		0.4	2.1
Total current assets		90.5	302.5
Cash and bank balances			
	23	0.0	148.8
TOTAL ASSETS		964.5	2,472.3
EQUITY AND LIABILITIES			
Equity			
Restricted equity			
Share capital	24	0.7	0.7
		0.7	0.7
Unrestricted equity			
Retained earnings		-263.0	101.0
Share premium reserve		1,969.4	1,969.4
Net profit/loss for the year		-1,041.7	-364.6
Total unrestricted equity		664.8	1,705.8
Total equity		665.5	1,706.5
Non-current liabilities			
Non-current additional purchase considerations	26	21.5	171.8
Total non-current liabilities		21.5	171.8
Current liabilities			
Overdraft facility	27	1.5	0.0
Liabilities to credit institutions	27	0.0	499.3
Liabilities to Group companies		244.8	0.1
Accounts payable	27	3.0	4.7
Other liabilities	28	0.5	0.7
Current additional purchase consideration	28	26.1	87.4
Accrued liabilities	30	1.8	1.8
Total current liabilities		277.6	594.0
TOTAL EQUITY AND LIABILITIES		964.5	2,472.3

Parent Company change in equity

Parent Company, MSEK	Share capital	Share premium reserve	Statutory reserve	Retained earnings	Net profit/loss for the year	Total
Opening balance, 1 January 2024	0.7	1,969.4	0.0	101.0	-364.6	1,706.5
Appropriation of profit, approved by AGM	0.0	0.0	0.0	-364.6	364.6	0.0
Issued share options	0.0	0.0	0.0	0.6	0.0	0.6
Total other comprehensive income for the year	0.0	0.0	0.0	0.0	-1,041.7	-1,041.7
Closing balance, 31 December 2024	0.7	1,969.4	0.0	-263.0	-1,041.7	665.5

Parent Company, MSEK	Share capital	Share premium reserve	Statutory reserve	Retained earnings	Net profit/loss for the year	Total
Opening balance, 1 January 2023	0.7	1,969.4	0.0	78.7	21.2	2,070.1
Appropriation of profit, approved by AGM	0.0	0.0	0.0	21.2	-21.2	0.0
Issued share options	0.0	0.0	0.0	1.1	0.0	1.1
Total other comprehensive income for the year	0.0	0.0	0.0	0.0	-364.6	-364.6
Closing balance, 31 December 2023	0.7	1,969.4	0.0	101.0	-364.6	1,706.5

Parent Company cash flow statement

MSEK	Note	2024	2023
Operating activities			
Profit/loss after financial items		-1,057.7	-384.3
Adjustment for non-cash items	33		
– Impairment of participations in subsidiaries		855.2	376.7
– Realised gain for divestments of shares in subsidiaries		358.4	0.0
– Revaluation of additional purchase considerations		-159.6	-47.5
– Other adjustments		-0.4	8.7
		-4.2	-46.4
Income tax paid		0.4	-2.6
Cash flow from operating activities before changes in working capital		-3.8	-49.0
Changes in working capital			
Change in receivables		-51.6	30.6
Change in current liabilities		-2.2	-33.9
Cash flow from operating activities		-57.6	-52.3
Investing activities			
Shareholder contribution paid		-143.2	0.0
Cash received from sale of subsidiaries		606.7	0.0
Cash flow from investing activities		463.5	0.0
Financing activities			
Option premiums paid in		0.6	1.1
Amortisation of liability for additional purchase consideration		-77.1	-124.1
Repayments of lease liabilities		-0.0	-0.4
Change in bank overdraft facility		-497.8	324.5
Cash flow from financing activities		-554.6	201.1
Cash flow for the year			
Cash and cash equivalents at beginning of year		148.8	0.0
Cash and cash equivalents at end of year		0.0	148.8



Game: ASKA
Studio: Sand Sailor Studios

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Game: Lost In Random: The Eternal Die
Studio: Stormteller Games

Notes

1

Nature of the operations

Thunderful Group is a diversified gaming company with a focus on the publishing, development, and co-development of high-quality digital games, primarily for PC and console platforms.

The Parent Company, Thunderful Group AB, corp. reg. no. 559230-0445 is a limited company registered in Sweden and domiciled in Gothenburg. The address of the head office is Kvarnbergsgatan 2, SE-411 05 Gothenburg, Sweden.

The Thunderful Group has two segments:

- Thunderful Publishing
- Thunderful Co-development & Services

The Publishing segment includes internally developing games, investing in third party studio game development and publishing both internal and external games.

Co-development & Services offers game development on commission, while services provide consultative publishing support.

The Group’s financial statements for the financial year that ended on 31 December 2024 (including comparative figures) were approved by the Board of Directors on 30 April 2025 (see Note 44). It is not permissible to change the financial statements after they have been approved.

2

Accounting policies, etc.

This section provides an overview of the bases used in preparing the financial statements. For information concerning the recognition of specific items, refer to the relevant note.

The terms Thunderful Group, Thunderful, the Group or the company refer to, depending on the context, Thunderful Development AB corp. reg. no. 559139-0728 or to the Group that is constituted by Thunderful Group AB corp. reg. no. 559230-0445 and its subsidiaries. Due to rounding-off differences, totals presented in tables and running text do not always tally with the calculated sum of the separate sub-components. The ambition is that every sub-component will correspond to its original source, which is why rounding-off differences may affect the totals when all sub-components are aggregated.

Basis for preparing the accounts

The consolidated financial statements have been prepared in accordance with the Swedish Annual Accounts Act, RFR 1 – Supplementary Accounting Rules for Groups and International Financial Reporting Standards (IFRS) as adopted by the EU. The financial statements have been prepared based on the assumption that the Group conducts its operations according to the going concern principle. Preparing financial statements in accordance with IFRS requires certain key estimates for accounting purposes to be applied. It also requires that manage-

ment make certain assessments when applying the Group’s accounting policies. The areas including a high degree of assessment, which are complex, or those areas where assumptions and estimates are of material importance for the consolidated accounts are stated in Note 3.

Consolidation principles applied

In the consolidated financial statements, the operations of the Parent Company and the subsidiaries are consolidated up to and including 31 December 2024. All subsidiaries have 31 December as their balance sheet date.

All intra-Group transactions and balance sheet items are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. In cases where unrealised losses on intra-Group sales of assets are reversed on consolidation, the impairment need for the underlying asset is also tested from a Group perspective. Amounts reported for subsidiaries in the financial statements have been adjusted where necessary to ensure compliance with the Group’s accounting policies.

Profit and other comprehensive income for subsidiaries acquired during the year are recognised from the date of acquisition or date of divestment, as applicable.

Business acquisitions

The Group applies the acquisition method when reporting business acquisitions. The compensation transferred by the Group to obtain a controlling influence over a subsidiary is calculated as the sum of the fair values of the transferred assets, assumed liabilities and the equity instruments issued by the Group, as of the acquisition date, which includes the fair value of an asset or liability arising through an agreed contingent purchase consideration. Acquisition expenses are expensed as they are incurred. Acquired assets and assumed liabilities are measured at fair value at the time of acquisition.

Definition of Group companies

The consolidated financial statements include Thunderful Development AB and all companies over which the Parent Company (Thunderful Group AB) has control, meaning the power to direct the activities, exposure to variable returns and the ability to utilise its power. Because the new Group was formed in December 2019, this was considered to be a reverse acquisition and Thunderful Development AB is therefore considered the accounting Parent Company while Thunderful Group AB is the legal Parent Company. When the Group ceases to have control or a controlling influence over an entity, any retained interest in the entity is remeasured at fair value, with the change in value recognised in the combined consolidated statement of comprehensive income. At the end of 2024, the Group consisted of 18 (30) companies.

The following applies to companies that were added or divested during the year:

- Companies that have been acquired are included in the combined statement of comprehensive income as of the date when Thunderful Group AB gained control.
- Companies that have been divested are excluded from the consolidated financial statements as of the date on which control ceases.

Note 2 cont.

Discontinued operations

As per the second quarter of 2024, the Group applies IFRS 5 and reports the profit/loss for the period from discontinued operations in the former Games and Distribution segments separately. During the year, Thunderful divested the gaming company. Headup and discontinued operations in the gaming company Stage Clear. The profit / loss from these operations is reported separately in the Group as “discontinued operations Games.” At the end of the second quarter, Thunderful divested the sub-groups AMO Toys and Bergsala in the former Distribution segment as well as assets and customer relationships in the sub-group NGS. The profit / loss from these operations is reported separately in the Group as “discontinued operations Distribution”.

As per the fourth quarter of 2024, the Group holds assets and liabilities held for sale.

Translation of foreign currencies

Foreign currency transactions have been translated into the functional currency using the transaction-date exchange rate.

Financial assets and liabilities denominated in foreign currencies have been measured at the exchange rate prevailing on the balance sheet date, and any exchange rate differences are included in net profit for the year.

The financial statements are prepared in Swedish krona (SEK), which is Thunderful Group AB’s functional currency and the Group’s presentation currency in accordance with IAS 21.

The balance sheets of foreign subsidiaries have been translated to SEK at the exchange rate applicable on the balance sheet date. The statements of comprehensive income have been translated at the average exchange rate for the year.

Operating expenses

Operating expenses are recognised in profit or loss when the service has been utilised or when the event has occurred. Warranty expenses are recognised when the Group enters into an obligation, which normally occurs when the product is sold.

Non-recurring items

The company defines non-recurring items as profit or loss items of significant nature not included in the Group’s normal recurring profit and which complicates the comparison between periods, including transaction costs acquisitions.

Income tax

In the consolidated financial statements, tax is recognised based on the taxable earnings generated by the entities included in these financial statements.

Income tax comprises both current and deferred tax. Income tax is recognised in comprehensive income, unless the underlying item is reported directly in equity or other comprehensive income. For these items, the related income tax is also recognised directly in equity or other comprehensive income. A current tax liability or tax asset is recognised for the estimated taxes payable or refundable for the current year or prior years.

In the recognition of income taxes, Thunderful Group offsets current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities in the balance sheet in cases where Thunderful Group has a legal right to offset these items and the intention to do so.

Deferred tax

In the preparation of the consolidated financial statements, Thunderful Group estimates the income taxes in each of the tax jurisdictions in which the Group operates as well as deferred taxes based on temporary differences. Deferred tax assets relating to loss carry-forwards and temporary differences are recognised in those cases when future taxable income is expected to permit the recovery of those tax assets. Changes in assumptions about future forecast taxable income and changes in tax rates could result in significant differences in the measurement of deferred taxes.

Deferred tax is not recognised for the following temporary differences: goodwill that is not deductible for tax purposes, for the initial recognition of assets or liabilities that affect neither accounting nor taxable profit, and for differences related to investments in subsidiaries when it is probable that the temporary differences will not be reversed in the foreseeable future. Deferred tax is measured at the tax rate that is expected to be applied to the temporary differences when they are reversed, based on the tax laws that have been enacted or substantively enacted as per the balance sheet date. An adjustment of deferred tax assets/tax liabilities due to a change in the tax rate is recognised in the combined statement of comprehensive income, unless it relates to a temporary difference recognised directly in equity or other comprehensive income, in which case the adjustment is also recognised in equity or other comprehensive income. The measurement of deferred tax assets involves judgements regarding the deductibility of costs not yet subject to taxation and estimates regarding sufficient future taxable income to enable utilisation of unused tax loss carry-forwards in different tax jurisdictions.

Current tax

Thunderful Group has no provisions for uncertain outcomes regarding tax audits and no tax proceedings are ongoing as of today.

Pension obligations

The Group applies defined contribution pension plans except in one case where, in addition to these pension plans, an extra pension obligation and associated plan assets amounting to SEK 0.2 million have been included in the financial statements based on the estimated commitments for one of the employees transferred to the Thunderful Group. A defined contribution pension plan is a pension plan under which the Group pays fixed contributions to a separate legal entity (pension insurance company). The Group has no legal or informal obligations to pay additional fees if this legal entity does not have sufficient assets to pay all employee benefits related to the employees’ service during the current or previous periods.

Warrant programme

There is an outstanding warrant programme targeted at the company’s employees. Employees who wanted to participate in the programme have paid a premium equivalent to the market value of the warrant. Since the market value has been paid, there is no effect on the company’s profit for the period or its financial position. The number of warrants is set out in Note 9.

Intangible assets

Intangible assets are recognised at historical cost less straight-line accumulated amortisation and any impairment. Goodwill is not subject to amortisation, as it is considered to have an unlimited economic life and is tested for impairment quarterly. The Group applies a degressive amortisation method over two years for completed game development projects and launched publishing projects with 1/3 amortisation over months 1 to 3 following release, 1/3 amortisation over months 4 to 12 and the remaining 1/3 over months 13 to 24. In other respects, amortisation is calculated in accordance with the straight-line method and is based on the following expected useful lives:

Game development and publishing projects	2 years
IT systems	5 years
Publishing and distribution relationships	10 years
Game rights	2–9 years
Customer relationships	6–9 years
Other intangible assets	from 5 years and until perpetuity

Capitalised expenditure for computer game development

If an intangible asset is generated internally, it is classified either in a research phase or in a development phase. When the development phase is reached, the Group recognises the expenses generated as intangible assets. The intangible asset due to development is only capitalised if the criteria described under Capitalised development expenditure below are met. Expenditure for maintenance of software is expensed as it arises. Development expenses that are directly related to the development and testing of identifiable and unique software products (game development projects) that are controlled by the Group are recognised as capitalised development expenditure when the following criteria are met:

- technical feasibility to complete the asset for use or sale has been achieved,
- the company intends to supplement and use or sell the asset,
- the company has the capacity to use or sell the asset,
- the company understands that the asset will probably generate future economic benefits,
- technical, financial and other resources are available to complete the development of the asset,
- the company has the capacity to reliably measure the expenses.

Normally, the development process is not initiated until the above criteria are met, which means that capitalisation in most cases begins at the start date.

Directly related expenses that are capitalised mainly consist of expenses for employees, external subcontractors and user testing. Intangible assets are recognised at cost less accumulated amortisation and impairment. The cost of an internally generated intangible asset is the sum of the expenses that arise from the date when the intangible asset first meets the above capitalisation criteria.

As of 2019, Thunderful, in accordance with industry practices changed the accounting estimate for the useful life from five-year straight-line amortisation to amortisation over two years from release with the following division: 1/3 amortisation during months 1 to 3 following release, 1/3 amortisation during months 4 to 12 following release and the remaining 1/3 during months 13 to 24 following release. Ongoing projects are not amortised but are impairment tested annually.

Publishing licences

Publishing licences are recognised at cost less accumulated amortisation and any impairment. Publishing licences are amortised using a degressive amortisation method over two years following release, 1/3 amortisation over months 1 to 3 after release, 1/3 amortisation over months 4 to 12 following release and the remaining 1/3 over months 13 to 24 following release. Ongoing projects are not amortised but are impairment tested quarterly.

All expenses that arise during the research phase are expensed as they are incurred. All expenses incurred during the development phase are capitalised when the following conditions are met: the company’s intention is to complete the intangible asset and to use or sell it and the company has the conditions to use or sell the asset, it is technically possible for the company to complete the intangible asset so that it can be used or sold and there are adequate technical, financial and other resources to complete the development and to use or sell the asset, it is probable that the intangible asset will generate future economic benefits and the company can reliably calculate the expenses attributable to the asset during its development.

Property, plant and equipment

Property, plant and equipment are recognised at historical cost less straight-line accumulated depreciation and any impairment. Land is not subject to depreciation, as it is considered to have an unlimited economic life.

In other respects, depreciation is calculated in accordance with the straight-line method and is based on the following expected useful lives:

Right-of-use asset	Over each contract period
Buildings	50 years
Equipment and other plant and machinery	5 years
Computers	3 years

Leases

Accounting for leases requires the use of a number of different assumptions, of which determining the discount rate and the lease term have been assessed as the most critical ones. The applied discount rates are established centrally and comprise the Group’s calculated incremental borrowing rate for each entity determined by country, currency and contract duration. The model for determining the incremental borrowing rate is revised at least annually or when a need for revision is indicated in order to maintain the validity of the model. The lease term is determined based on the information available in the lease and other relevant facts and circumstances as per management’s judgement. The lease term includes extension or termination options should such options meet the threshold for reasonable certainty. There may not always be specific clauses on e.g. termination, cancellation or renewal of a lease. In such cases, assumptions are made based on the information available in the lease together with management’s judgement of relevant circumstances. On 31 December 2024, the carrying amount of right-of-use assets was SEK 21.7 (113.7) million and total lease liabilities amounted to SEK 21.9 (111.9) million.

Of the carrying amount, the main value refers to the right-of-use assets attributable to leases for premises that have different types of extension and termination options. Changes in assessments of whether or not it is reasonably certain that such options will be

Note 2 cont.

exercised could have a material impact on the carrying amounts for right-of-use assets and lease liabilities recognised under IFRS 16. As of 31 December 2024, this amount was, however, insignificant.

Inventories

Inventories are measured at the lower of cost and net realisable value. Cost includes all expenditure that is directly attributable to the purchase. Net realisable value is the estimated selling price in operating activities reduced by any applicable selling expenses. Obsolescence deductions are taken into account.

Accounts receivable

Receivables are recognised net after provisions for expected credit losses. The net value reflects the amounts that are expected to be collected, based on circumstances known at the balance sheet date. Changes in circumstances such as higher than expected defaults or changes in the financial situation of a significant customer could lead to significant deviations in the measurement. On 31 December 2024, accounts receivable, net of provisions for expected credit losses, amounted to SEK 16.0 (470.8) million. SEK 0.0 million was reserved for any expected credit losses and a bad debt loss of SEK 0.0 million was confirmed during the year.

Cash and cash equivalents

Cash and cash equivalents are defined as cash and disposable balances with banks and corresponding institutions together with other current liquid investments that mature within 90 days of the acquisition date and can easily be converted into known amounts of cash and are subject to only an insignificant risk of value fluctuations. The Group applies a joint cash pool for the majority of the Group's companies.

Calculation of expected credit losses

When measuring expected credit losses, the Group uses future-oriented information, to the extent reasonable with improved forecast quality, which is based on assumptions regarding various future market effects and how these will impact one another.

Warranties

As is customary in the industry in which Thunderful Group operates, some of the products sold are covered by an original warranty, which is included in the price and which extends for a predetermined period. Provisions for warranties are estimated based on historical data regarding the scope of measures, cost of repairs and similar. On 31 December 2024, Thunderful Group's provision for warranty commitments amounted to SEK 0.2 (2.0) million.

Disputes

Thunderful Group may become involved in disputes in the normal course of its business operations. Disputes may concern, for example, product liability, alleged defects in deliveries of goods and services, patent rights and other rights and other issues involving rights and obligations related to Thunderful Group's operations. Such disputes may prove to be costly and time consuming, and could disrupt normal operations. Moreover, the outcome of complex disputes can be difficult to foresee. It cannot be ruled out that a disadvantageous outcome of a dispute could prove to have an adverse impact on the Group's earnings and financial position. There were no material disputes on the date of issuance of this Annual Report.

Equity

Share capital represents the nominal value (quotient value) of issued shares.

Other equity including net profit for the year contains all equity for the Group that is not share capital, including the share premium reserve, which contains potential premiums received in connection with the new issue of share capital. Any transaction expenses that are related to new issues of shares are deducted from the contributed capital, taking into account any income tax effects.

Cash flow

The cash flow statement is prepared using the indirect method. The reported cash flow only includes transactions that have resulted in receipts or payments.

Changes in accounting policies and disclosures

New or amended standards that have not yet taken effect are not expected to have any material effect on the Group's financial statemens.

Parent Company accounting policies

The Parent Company's annual accounts have been prepared in accordance with the Swedish Annual Accounts Act and the Swedish Corporate Reporting Board's recommendation RFR 2. RFR 2 stipulates that in its Annual Report the Parent Company is to apply International Financial Reporting Standards (IFRS) as adopted by the EU as far as this is possible within the scope of the Swedish Annual Accounts Act, and taking into account the relationship between accounting and taxation. The recommendation states the exceptions and additions to IFRS that are required.

The Parent Company applies the same policies as presented in Note 2 of the consolidated financial statements, subject to the exceptions stated below. The policies have been applied for all periods of time specified in the Parent Company's annual accounts.

IFRS 9 is not applied in the Parent Company. Instead, the Parent Company applies the points stated in RFR 2 (IFRS 9 Financial Instruments, points 3–10). Financial instruments are measured at cost. In subsequent periods, financial assets acquired with the intention of being held in the short term will be recognised at the lower of cost or market value. When calculating the net selling price of receivables recognised as current assets, the principles for impairment testing and loss risk provisioning in IFRS 9 are applied. In the case of a receivable recognised at amortised cost at Group level, this means that the loss risk provision recognised in the Group in accordance with IFRS 9 shall also be taken up in the Parent Company.

IFRS 16 is not applied in the Parent Company. All leases are recognised as operating leases, regardless of whether the agreements are finance or operating leases. Lease payments are recognised as a cost on a straight-line basis over the term of the lease.

Participations in subsidiaries

In the Parent Company, participations in subsidiaries are accounted for using the cost method less any impairment. Cost includes acquisition-related costs and any additional purchase considerations.

Income tax

In the Parent Company, due to the connection between accounting and taxation, the deferred tax liability on untaxed reserves is reported as part of the untaxed reserves.

3 Estimates and assessments

Use of estimated values

When preparing the consolidated financial statements in accordance with IFRS, management has used a number of estimates and assumptions in the recognition of assets and liabilities and in disclosures concerning contingent assets and liabilities. Actual outcomes using other assumptions and under other circumstances could differ from these estimates. Below, Thunderful Group has summarised the accounting policies that require more comprehensive subjective judgements on the part of management in respect of assumptions or estimates regarding matters that are inherently difficult to assess.

Uncertainty in the estimate

Below is information on estimates and assumptions that have the most significant effect on the accounting and measurement of assets, liabilities, income and expenses. The outcome of these may deviate significantly.

Revenue recognition

The Group's revenue recognition regarding the Games segment is combined with important estimates and assessments regarding when revenue is reported over time. Revenue recognition from ongoing projects is based on assessments of the outcome of ongoing projects.

Games are sold to end users through platform owners such as Steam, Valve, Epic, Nintendo, Sony and Microsoft. Assessments are then made regarding revenue, as reports from platform owners may be received up to 90 days after the end of the period.

These assessments are based on historical data and preliminary reports. Estimates deviating from those of management may result in a different outcome for the operations and a different financial position.

Capitalisation of game development expenditure

The distribution between the research and development phases in new software development projects and determination whether the requirements for capitalisation of game development expenses are met require assessments. After capitalisation, Group Management monitors whether the accounting requirements for development costs continue to be met and whether there are indications that the capitalised expenses may be subject to a decrease in value.

The Group holds capitalised intangible non-current assets that have not yet been completed. These assets must be tested for impairment every quarter or when there is any indication of impairment. To be able to do this, an estimate must be made of future cash flows attributable to the asset or the cash-generating unit to which the asset is to be attributed when it is completed. An appropriate discount rate must also be determined in order to be able to discount these calculated cash flows.

Additional purchase considerations for 6 acquisitions

The contingent considerations attached to the acquisitions of Coat-sink Software Ltd (Oct '20), Headup GmbH (Mar '21), Stage Clear Studios SL (Sep '21), Early Morning Studio AB (Nov '21), Jumpship Ltd (Nov '22) and Studio Fizbin GmbH (Mar '23) have been valued on the basis of the acquired companies' forecast profit over a period of between one and three years. If income and expenses deviate from the forecast, the additional purchase considerations may need to be revalued with the effect taken over the income statement.

Impairment of assets and useful life

Non-current assets, including goodwill, publishing and distribution relationships, game rights, customer relationships and other intangible assets are impairment tested quarterly for each cash-generating unit or when events or changes indicate that the carrying amount of an asset may not be recoverable.

An asset whose value has declined is impaired to its value in use by applying a present value calculation of cash flows based on expected future outcomes. Differences in the estimation of expected future outcomes and the discount rates used could have resulted in different asset measurements.

The impairment testing of goodwill and other intangible assets with indefinite useful lives, including sensitivity analyses performed, indicated an impairment loss of SEK 444.3 million, divided between goodwill SEK 183.5 million, game rights SEK 198.9 million, customer relationships SEK 56.4 million and trademarks SEK 5.6 million.

The value according to the balance sheet on 31 December 2024 was SEK 337.1 million for goodwill, SEK 36.7 million for game rights, SEK 17.3 million for customer relationships and SEK 20.7 million for other intangible assets.

4

Financial risks

The Group’s financial risk management

The Group is exposed to risks related to liquid funds, accounts receivable, accounts payable, borrowings and foreign exchange. These risks include:

- Financing risks in relation to the Group’s capital requirements
- Foreign exchange risks on commercial flows and net investments in foreign subsidiaries
- Credit risks relating to financial and commercial activities; and
- Interest rate risks related to liquid funds and borrowings

Financing risk

Financing risk refers to the risk that the Group’s capital requirements or refinancing of existing borrowings could become more difficult or more expensive. Group Finance continuously monitors the Group’s liquidity through rolling forecasts, and maintains an ongoing dialogue with the Board and the company’s banking contacts. For companies operating in fast-growing markets, making accurate medium- to longterm financial forecasts is a challenge. In addition, the revenue generated by the company’s operations is often unevenly distributed over time, which may affect liquidity in certain periods. Although the financial plan currently looks positive, rapid changes in the market or business operations – such as a general economic downturn, change in demand, or delayed game launches – can negatively affect liquidity. Therefore, it cannot be ruled out that the company will need to strengthen its working capital in the future and may seek additional financing, since as of today, the Groups long term financing is not secured. As of 31 December 2024, the Group had liabilities to credit institutions in the amount of SEK 1.5 million but a net cash position of SEK 29.6 million.

Foreign exchange risk

Foreign exchange risk is defined as the risk that fluctuations in currency exchange rates have a negative impact on the Group’s financial position, profitability or cash flow. Revenue is mainly generated in USD while the Group’s expenses mainly comprise SEK, GBP and EUR. The Group is therefore exposed to fluctuations in the foreign exchange market, where changes in exchange rates could have a negative effect on the Group’s profitability and earnings. Furthermore, the Group’s overdraft facility is denominated in EUR, which affects the Group’s available cash. A sensitivity analysis of the Group’s foreign exchange risk, divided into transaction risk and translation exposure, can be found in Note 39.

Credit risk

Credit risk refers to the risk of loss if a counterparty fails to meet its payment obligations and any collateral does not cover the Group’s receivable. The Group’s credit risk is generally low, consisting mainly of advance payments and trade receivables, and to a limited extent, financial credit risk. The credit risk from trade receivables is concentrated among a few larger, financially stable counterparties. In the Publishing segment, the counterparties are typically platform operators who report monthly sales and pay within 1–2 months, while in the Co-Development & Services segment, the counterparties are usually large studios. Advance payments in development projects may, in some cases, need to be written off if the projects do not progress as planned. The Group does not have any significant concentration of credit risk and conducts ongoing credit assessments of its counterparties.

Interest rate risk

Interest rate risk refers to the risk that changes in market interest rates may negatively affect the Group’s net financial income. The Group is exposed to interest rate risk primarily through interest-bearing liabilities. Cash and borrowings are mainly managed centrally by Group Finance. All external borrowing is conducted through the parent company and is then distributed to subsidiaries through internal loans or capital contributions. Thunderful Group AB is part of a cash pooling arrangement with the majority of its subsidiaries and has a short-term credit facility with Danske Bank. As at 31 December 2024, SEK 1.5 million of its total overdraft facility of EUR 10.5 million has been drawn upon, which translates to SEK 120.6 million as per the balance sheet date.

5

Segment reporting

The Group has two segments:

- Thunderful Publishing
- Thunderful Co-Development & Services

Thunderful Publishing

Thunderful Publishing is focused on the development, marketing, distribution, and commercialization of digital games and intellectual property (IP). This includes projects developed internally by the Group’s own studios as well as those created externally by third-party developers. Revenue in the publishing segment primarily comes from transaction sales (i.e., direct sales to consumers via online stores), combined with various platform agreements and collaborations with marketing, commercialization, and distribution partners. Sales of back catalog titles, encompassing all game titles released more than two years ago, contribute to forming an important and stable base for the segment’s revenue.

Co-development & Services

The Co-development & Services segment offers a range of game development and publishing services to external partners. The main business is co-development and it focuses on developing creative ideas, plans, and game projects in collaboration with external partners and licensees. This segment generates revenue through long term commission-based agreements with stable margins that also can include revenue from royalties (revenue share). As external partners contribute financing to the co-development projects, Thunderful Group can effectively manage costs while fostering successful partnerships.

Segment reporting

Within Thunderful Publishing, the companies, or part of companies that develop and publish games are reported; Thunderful Publishing AB, Thunderful Development AB, Image & Form International AB, Zoink AB, Coatsink Software Ltd, Guiding Rules Games AB, Early Morning Studio AB, Jumpship Ltd, To The Sky AB, Thunderful Animation AB, and Studio Fizbin GmbH.

Within Co-development & Services, Robot Teddy Ltd and Coatsink Software Ltd are reported.

The segments are regularly monitored by the Chief Executive Officer. The segments are responsible for operating profit before interest, tax, and PPA-related amortizations (EBITA), while net assets, net financial items, and taxes, as well as net debt and equity, are not reported per segment. Operating profit for the segments is consolidated according to the same principles as for the Group.

There were no transactions between the segments during 2024.

MSEK	2024	2023
Thunderful Publishing	181.7	196.4
Thunderful Co-Development & Services	111.1	188.0
Operating income	292.8	384.4

MSEK	2024	2023
Thunderful Publishing	–340.8	–205.3
Thunderful Co-Development & Services	–1.8	–0.5
Depreciation and impairment	–342.5	–205.7

MSEK	2024	2023
Thunderful Games	–403.9	–210.1
Thunderful Co-Development & Services	20.1	113.6
Adjusted EBITA	–383.9	–96.5

MSEK	2024	2023
Adjusted non-recurring items Publishing	–27.6	–9.4
Adjusted non-recurring items Co-Development & Services	–0.4	0.0
EBITA	–411.9	–105.9

EBITA margin, %		
Thunderful Games	–222.4%	–107.0%
Thunderful Distribution	18.1%	60.4%
Thunderful Group	–131.1%	–25.1%

MSEK	2024	2023
Thunderful Publishing	–433.7	–284.8
Thunderful Co-Development & Services	–71.8	–155.3
PPA-related amortisation and impairment	–505.4	–440.0

MSEK	2024	2023
Thunderful Publishing	–865.2	–504.3
Thunderful Co-Development & Services	–52.1	–41.7
EBIT	–917.3	–546.0

Breakdown of non-current assets by country and segment						
Country	2024			2023		
	Publishing	Co-Dev & Services	Disc. operations	Publishing	Co-Dev & Services	Disc. operations
Sweden	187.2	0.0	0.2	420.9	0.0	371.8
UK	428.7	20.6	0.0	732.0	79.6	0.0
Germany	39.3	0.0	0.0	33.7	0.0	55.8
Denmark	0.0	0.0	0.9	0.0	0.0	1.1
Other	0.0	0.0	0.0	0.0	0.0	3.5
Total	655.2	20.6	1.1	1,186.5	79.6	432.3

6

Revenue recognition

Revenue types and flows

Thunderful Group’s revenue is mainly derived from from sales of video games and milestone payments from co-development contracts.

Publishing

Depending on whether a party is a publisher, developer or holds the rights on which the game is based, different parts of the gross revenue are received from the customer. For each agreement that the Group enters into as a party, an analysis is made of the role and what it entails in terms of accounting as principal or agent in the revenue stream.

When Thunderful acts as a publisher and investor for other game studios outside the Group, revenue from the game is distributed from the time it is released depending on the specific agreement between Thunderful and the external game studio. Depending on the weighting in the agreement, Thunderful will receive most of its investment after release before the external game studio receives its share. For companies within the Group’s publishing operation, agreed and paid instalments to a developer are considered to be an intangible asset (licences for publishing) and are subject to refund in accordance with the terms of the revenue sharing agreement after the game has been released.

With its own developed games and thus game rights, revenue from sales derives primarily from digital platform operators such as Valve (Steam), Sony, Nintendo or Microsoft. In these cases, the payment streams from customers go via the platform operator who pays any VAT and charges its fee, usually 20–30 percent after deducting VAT, before the money reaches Thunderful. The platform operator is considered a customer of Thunderful, which means that revenue is recognised net, after the fee to the platform operator. Sold games are recognised as income during the period when the sale to the end customer occurred.

Contract developers refers to when Thunderful develops a game for a publisher independent of Thunderful. An assignment usually entails two payment components from the publisher to Thunderful. One is based on the workforce involved in building the game, and the other is sales-based royalties. Thunderful’s development for an independent publisher is considered a clear performance obligation that is met over time. The work of Thunderful in these types of projects is usually constant or nearly constant throughout the lifetime of the project. Revenue related to development is recognised in accordance with an

input method, which means that the revenue is recognised on a straight-line basis since the effort is constant throughout the project’s lifetime. Royalties are recognised during the period on which the calculation of royalties is based, in accordance with the guidelines for sales-based royalties in IFRS 15. The royalties amount recognised matches what is documented in a royalty reconciliation published by the issuer.

Development assignments on behalf of others are recognised as income during the period when consumed resources and agreed milestones (reconciliation times) were approved and paid for by the customer without risk of complaint and potential repayment.

Receivables, contract assets and contract liabilities

A receivable is recognised when control of the products has been transferred as this is the point in time when the consideration is unconditional because only the passage of time is required before the payment is due. If consideration is conditional on further performance, a contract asset is recognised. If the Group receives an advance from a customer, a contract liability is recognised.

Payments from customers

Payment terms are based on local market conditions. The Group has no significant financing component included in the terms of payment.

Warranties

As Thunderful Group divested its distribution operations during 2024, no further provisions are made for the warranty commitment.

Breakdown of revenue

Thunderful Group’s Publishing segment sells its products primarily through companies in Sweden and the United Kingdom. The Co-development & Services segment operates mainly in the United Kingdom.

Net sales by country for the Publishing segment

Country	Group	
	2024	2023
Sweden	144.8	177.4
UK	31.3	11.9
Germany	5.6	7.1
Total	181.7	196.4

Net sales by country for the Co-development & Services segment

Country	Group	
	2024	2023
UK	111.1	188.0
Total	111.1	188.0

Net sales by reporting over time

Category	2024		2023	
	Publishing	Co-dev & Services	Publishing	Co-dev & Services
Goods and services transferred at a certain time	181.7	5.9	196.4	55.4
Services transferred over time	0.0	105.2	0.0	132.7
Total	181.7	111.1	196.4	188.0

Total amounts for transaction prices regarding performance obligations from existing agreements that are wholly or partly unfulfilled as of 31 December 2024

Category	2025	2026
Expected revenues, unfulfilled performance obligations	0.0	0.0

7

Operating expenses

Cost of goods sold and other items

Purchased game development services and royalties includes purchased external services related to game development, the payment the IP owner/third party studio receives as a share of external sales (royalties) and exchange rate differences on accounts payable. Other costs are divided into external expenses, personnel expenses and depreciation/amortisation.

MSEK	Group		Parent Company	
	2024	2023	2024	2023
Expenses for merchandise and royalties	–65.7	–78.0	0.0	0.0
Other external expenses	–109.7	–84.0	–46.7	–26.4
– of which, acquisition-related non-recurring expenses	0.0	–2.7	0.0	0.0
– of which other non-recurring expenses	–28.0	–6.7	0.0	0.0
Personnel expenses	–281.6	–267.9	–14.3	–18.2
Depreciation/amortisation and impairment of property, plant and equipment and intangible assets	–848.0	–645.8	0.0	0.0
– of which, PPA-related amortisation	–505.4	–440.0	0.0	0.0
Other operating expenses	–3.7	–9.0	–404.7	–0.1
Total operating expenses	–1,308.6	–1,084.7	–465.7	–44.7

8

Fees to auditors

At the 2024 AGM, Öhrlings Pricewaterhouse Coopers AB was elected auditor for the period up until the 2025 AGM.

	Group		Parent Company	
	2024	2023	2024	2023
Öhrlings Pricewaterhouse-Coopers AB				
Audit engagement	2.2	2.1	1.4	1.1
Other assignments	1.5	0.2	1.5	0.2
Grant Thornton Sweden AB				
Audit engagement	0.0	0.0	0.0	0.0
Other assignments	0.0	0.0	0.0	0.0
Tax advice	0.3	0.4	0.3	0.4
Övriga revisionsfirmor				
Audit engagement	1.2	0.7	0.0	0.0
Other assignments	0.1	1.7	0.1	0.3
Tax advice	0.6	0.5	0.0	0.0

9

Average number of employees/salaries etc.

Average number of employees	2024		2023	
	Women	Total	Women	Total
Parent Company				
Sweden	0	3	1	5
	0	3	1	5
Subsidiaries				
Sweden	32	150	38	182
UK	53	149	39	146
Germany	9	22	6	18
Other countries	0	3	2	11
	94	324	85	357
Group total	94	327	86	362

Remuneration to senior executives 2024 (SEK thousand)

Remuneration to Group Management has been paid in monthly salary, as well as through other taxable benefits such as a company car benefit. Variable remuneration in 2024 has been short term. The CEO has a bonus of a maximum of six months’ salary in accordance

Name	Salary	Other benefits	Bonus	Pension	Total remuneration, bonuses and pensions
Martin Walfisz, CEO (from September 2024)	3,453.3	91.3	1,029.8	928.1	5,502.6
Other members of Group Management ¹⁾	11,054.8	91.4	97.7	605.9	11,849.8
Total	14,508.1	182.8	1,127.5	1,534.0	17,352.4

1) Other members of Group Management amounted to two people at the end of 2024. In addition, former Chief Financial Officer, EVP of Distribution, EVP of Studios, EVP of Publishing and EVP of People & Culture.

Remuneration to senior executives 2023 (SEK thousand)

Name	Salary	Other benefits	Bonus	Pension	Total remuneration, bonuses and pensions
Martin Walfisz, CEO (from September 2023)	1,683.6	30.8	870.0	380.1	2,964.5
Anders Maiqvist, Acting CEO (up to and including August 2023)	2,038.7	39.7	966.7	568.8	3,613.9
Other members of Group Management	13,025.7	84.9	1,078.0	812.3	15,000.9
Total	16,748.1	155.4	2,914.7	1,761.2	21,579.3

Warrant programme

Total number of warrants	31/12/2024	31/12/2023
Opening balance	960,000	775,180
Allotted during the period	6,117,222	690,000
Forfeited during the period	—	—
Redeemed during the period	–1,038,119	—
Expired during the period	—	–505,180
Closing balance	6,039,103	960,000

Salaries and other remuneration	Group		Parent Company	
	2024	2023	2024	2023
Board of Directors and CEO	6.3	8.2	6.3	8.2
Other employees	220.0	212.8	4.4	4.7
	226.2	221.0	10.6	12.9
Social security expenses				
Pension expenses, the Board of Directors and the CEO	0.9	0.9	0.9	0.9
Pension expenses, other employees	8.1	10.3	0.3	0.7
Other social security expenses	44.2	44.0	3.6	4.6
	53.2	55.2	4.8	6.2

Gender distribution among senior executives	Group		Parent Company	
	2024	2023	2024	2023
Proportion of women on the Board of Directors	33%	20%	33%	20%
Proportion of men on the Board of Directors	67%	80%	67%	80%
Proportion of women among other senior executives	60%	44%	0%	0%
Proportion of men among other senior executives	40%	56%	100%	100%

The information refers to the situation on the balance sheet date.

with the employment contract. The CEO has a mutual notice period of six months. The CEO is assured of an occupational pension. The occupational pension is a defined contribution and the monthly premium shall correspond to 25% of the fixed monthly salary applicable at any given time.

Name	Salary	Other benefits	Bonus	Pension	Total remuneration, bonuses and pensions
Martin Walfisz, CEO (from September 2024)	3,453.3	91.3	1,029.8	928.1	5,502.6
Other members of Group Management ¹⁾	11,054.8	91.4	97.7	605.9	11,849.8
Total	14,508.1	182.8	1,127.5	1,534.0	17,352.4

1) Other members of Group Management amounted to two people at the end of 2024. In addition, former Chief Financial Officer, EVP of Distribution, EVP of Studios, EVP of Publishing and EVP of People & Culture.

Board of directors remuneration

At the Annual General Meeting on 26 June 2024, it was resolved that the Board of Directors remuneration for the period until the next Annual General Meeting shall be paid with a maximum of SEK 1,750, of which a maximum of SEK 500 thousand shall be paid to the Chairman of the Board and a maximum of SEK 250 thousands shall be paid to each Board member. The fee to the chairman of the audit committee shall be SEK 50 thousands and to the other members of the audit committee SEK 30 thousands. Regarding the fee to the remuneration committee, the fee to the chairman shall be SEK 40 thousands and to the other members SEK 20 thousands.

10

Lease

The Group has office premises and vehicles that are recognised in accordance with IFRS 16 Leases. The average lease term for office premises is 5–10 years and the average lease term for vehicles is 3–5 years.

Balance sheet	Group	
	31/12/2024	31/12/2023
Right-of-use assets, cost	52.9	175.1
Right-of-use assets, acc. depreciation	–31.1	–61.3
Right-of-use assets, carrying amount	21.7	113.7
Deferred tax assets	0.3	0.6
Interim receivables	–1.1	–4.8
Total assets	42.6	223.3
Current lease liabilities	10.4	25.3
Non-current lease liabilities	11.6	86.6
Retained earnings	–2.4	–1.7
Net profit/loss for the year	1.4	–0.6
Total liabilities and equity	20.9	109.6
Income statement		
Other income	1.9	0.0
Lease expenses	22.6	31.8
Interest expenses	–2.1	–3.0
Depreciation	–20.7	–29.5
Deferred tax	–0.3	0.1
Net loss for the year	1.4	–0.6

Right-of-use assets	Number of right-of-use assets	Interval remaining term (months)	Average remaining (months)	Number of leases with extension options	Number of leases with buy option	Number of leases with indexed variable fees	Number of leases with cancellation options
Office premises	4	17–43	27	4	0	4	4
Cars	2	18–22	20	2	2	0	2

An agreement is, or contains, a lease if the agreement transfers the right to determine the use of an identified asset for a certain period in exchange for compensation. Such an assessment is made when an agreement is entered into. The Group further classifies an identified lease as a current lease, as a lease of a low-value asset or as a standard lease. Current leases are defined as leases with a lease term of 12 months or less. The Group’s definition of a low-value asset includes all personal computers, laptops, telephones, office equipment and furniture, as well as all other assets with a value (when new) of less than SEK 50,000. Lease fees relating to current leases and leases of low-value assets are reported as operating expenses on a straight-line basis over the lease term. The Group applies the term “standard lease” to all identified leases that are categorised neither as current leases nor as leases of low-value assets.

Accordingly, a standard lease is a lease for which a right-of-use asset and a corresponding lease liability are recognised at the beginning of the lease, that is, when the underlying asset is made available for use. The Group’s lease assets, in the form of right-of-use assets, as well as non-current and current lease liabilities are presented as separate items in the consolidated balance sheet.

Cost	Group	
	31/12/2024	31/12/2023
Opening balance	175.0	177.3
Acquisitions for the year	19.9	16.7
Disposals for the year	–156.9	–16.4
Indexation	2.7	–2.4
Revaluation	12.4	0.1
Exchange rate differences, net	–0.1	–0.2
Closing balance	52.9	175.0
Accumulated depreciation		
Opening balance	–61.4	–43.6
Depreciation for the year	–20.7	–29.5
Disposals for the year	51.6	11.8
Exchange rate differences, net	–0.7	–0.1
Closing balance	–31.2	–61.4
Carrying amount	21.7	113.7

The assets and liabilities arising from leases are initially valued on the basis of a calculation of their present value. The lease liability is determined as the present value of all future lease fees on the commencement date, discounted by applying the Group’s calculated incremental borrowing rate, which is set per country and contract period (12–36 months, 37–72 months and >72 months). The following lease payments are included in the measurement of a lease liability:

- fixed fees, following deduction of any benefits in connection with the signing of the lease,
- variable lease fees linked to an index or a price, initially measured using an index or price on the start date,
- amounts expected to be paid by lessees in accordance with residual value guarantees,
- penalties payable on termination of the lease, if the lease term reflects that the possibility of terminating the lease agreement will be exercised.

Note 10 cont.

Variable lease fees not linked to an index or a price (including property tax) are not included in the measurement of the lease liability. Attributable variable lease payments are reported on an ongoing basis in the consolidated statement of comprehensive income.

Subsequent measurement of the lease liability is made by reducing the carrying amount to reflect lease fees paid and increasing the carrying amount to reflect interest on the lease liability in accordance with the effective interest method.

A right-of-use asset is initially valued at cost, which includes the total the lease liability is originally valued at, lease payments paid at or before the commencement date, after deduction of any benefits in connection with the signing of the lease, any initial direct expenses, and costs for restoration (unless these costs arise in connection with the production of goods) with a corresponding commitment recognised and valued as a provision in accordance with IAS 37. Subsequent measurement of the right-of-use asset is made at cost less accumulated depreciation, any impairment, as well as any effects from the revaluation of the lease liability. Revaluation of the lease liability, and the corresponding applicable adjustment of the right-of-use asset, is made when:

- the lease period changes or the assessment of an option to buy changes, the lease liability is then revalued by discounting the changed lease fees with a changed discount rate,
- lease fees change due to changes in an index or price or when the amounts expected to be paid out under a residual value guarantee change, the lease liability is then revalued by discounting the changed lease fees with an unchanged discount rate (unless the changes in the lease fees are a result of a variable interest rate, in which case a changed discount rate is used),
- the lease is changed, and the change is not reported as a separate lease, the lease liability is revalued by discounting the changed lease fees with a changed discount rate.

A right-of-use asset is normally depreciated on a straight-line basis over the shorter of the asset’s useful life and lease period. However, if it is deemed reasonably certain that ownership of the underlying asset will be transferred at the end of the lease period, the asset is depreciated over the useful life. Depreciation of the use-of-right asset begins on the commencement date. Impairment of the use-of-right asset is determined and reported in accordance with IAS 36.

Lease fees paid regarding standard leases are reported partly as repayment of the lease liability and partly as interest expense in the consolidated statement of comprehensive income.

Lease components are distinguished from non-lease components for leases regarding buildings (office premises, warehouses, etc). For leases regarding other types of assets (machinery, vehicles, etc.), lease components and any non-lease components are reported as a single lease component.

In determining the lease period, the possibility of extension is included only if it is deemed reasonably certain that the lease will be extended. Periods that follow after the possibility of termination are included in the lease period only if it is deemed reasonably certain that the lease will not be terminated. The lease period is reconsidered if a significant event should occur or if the circumstances should change in a significant way.

11 Depreciation/amortisation and impairment

	Group	
	2024	2023
Thunderful Publishing	-340.8	-205.3
Thunderful Co-Development & Services	-1.8	-0.5
PPA-related amortisation and impairment	-505.4	-440.0
Total	-848.0	-645.8

Impairment in both segments amounted to SEK -659.7 (-537.7) million.

12 Financial income and financial expenses/ Other interest income and similar profit/loss items as well as Other interest expenses and similar profit/loss items

	Group		Parent Company	
	2024	2023	2024	2023
Impairment of shares in subsidiaries	0.0	0.0	-831.5	-376.7
Dividends from subsidiaries	0.0	0.0	48.7	0.0
Profit from associated companies	-2.5	4.8	0.0	0.0
Interest income	4.4	4.2	3.8	4.1
Intra-Group interest income	0.0	0.0	416.7	530.8
Exchange rate differences, positive	28.7	2.2	13.5	0.0
Unrealised exchange rate differences, positive net	25.5	0.0	5.3	0.0
Revaluation of earn-out liability, positive	159.6	74.2	159.6	74.2
Interest expenses	-25.8	-32.1	-24.7	-31.3
Intra-Group interest expenses	0.0	0.0	-399.2	-492.1
Exchange rate differences, negative	-3.0	-45.7	-1.0	-0.6
Unrealised exchange rate differences, negative net	0.0	-0.5	0.0	-32.0
Revaluation of earn-out liability, negative	0.0	-29.4	0.0	-26.7
Total	186.8	-22.3	-608.7	-350.3

13 Tax

	Group		Parent Company	
	2024	2023	2024	2023
Current tax	-12.9	-25.1	1.8	0.1
Deferred tax	77.9	13.7	0.0	0.0
Tax included in net profit for the year	65.0	-11.4	1.8	0.1

Reconciliation of income tax

	Group		Parent Company	
	Percent	Amounts	Percent	Amounts
Profit/loss before tax continuing operations		-730.5		-1,043.4
Profit/loss before tax discontinued operations Distribution		-164.7		—
Profit/loss before tax discontinued operations Games		-57.2		—
Total		-952.4		-1,043.4
Tax in accordance with applicable tax rate	20.6%	196.2	20.6%	214.9
Adjustments for previous years’ taxes	0.7%	6.2	0.2%	1.8
Adjustment for differences in tax rates outside of Sweden	-0.5%	-4.6	0.0%	0.0
Tax-free income	10.8%	103.2	4.1%	43.1
Non-recorded taxable income	-0.2%	-2.1	0.0%	0.0
Non-deductible costs	-13.3%	-126.7	-24.0%	-255.3
Non-recorded deductible costs	0.1%	0.9	0.0%	0.0
Loss carry-forward utilised during the year that was not previously recognised as an asset	0.4%	3.9	0.0%	0.0
Unutilised loss carry-forward generated during the year	-9.7%	-92.3	-0.7%	-2.7
Temporary differences	-0.2%	-1.8	0.0%	0.0
Tax effect of divested subsidiaries	-1.5%	-14.6	0.0%	0.0
Other	-0.3%	-3.3	0.0%	0.0
Recognised income tax	6.8%	65.0	0.2%	1.8

The 2024 closing tax deficit carried forward amounted to SEK 445.0 (92.1) million.

Capitalised deductible temporary differences
The company analyses and assesses each case of non-capitalised items separately and makes active decisions about the situations in which deferred tax assets on temporary differences should be capitalised. The Group does not normally report deferred tax assets on temporary differences in situations where the opportunities to utilise these are considered to be limited.

Deferred tax
As per 31 December 2024, the Group recognised deferred tax assets of SEK 0.3 (1.1) million in relation to IFRS16. The gross deferred tax amounts for IFRS 16 amounted to SEK 4.9 (22.7) million in receivable and SEK -4.6 (-22.1) million in payable as per the balance sheet date. Deferred tax liabilities of SEK 20.3 (152.5) million pertaining mainly to the value of game rights and customer relationships.

14 Intangible assets

Capitalised expenditure for computer game development
Consists of capitalised expenses of SEK 154.8 million for game development and is amortised using a degressive amortisation method over two years following release, 1/3 amortisation over months 1 to 3 after release, 1/3 amortisation over months 4 to 12 following release and the remaining 1/3 over months 13 to 24 following release. Ongoing projects are not amortised but are tested for impairment in the event of any indication of a decrease in value and at each quarter. In 2024, capitalised development expenditure was written down by SEK 124.2 (85.9) million.

Publishing licences
Consists of publishing licences for SEK 70.0 million within one of the Group’s publishing activities and is amortised using a degressive amortisation method over two years following release, 1/3 amortisation over months 1 to 3 after release, 1/3 amortisation over months 4 to 12 following release and the remaining 1/3 over months 13 to 24 following release. Ongoing projects are not amortised but are tested for impairment in the event of any indication of a decrease in value and at each quarter. In 2024, capitalised development expenditure was written down by SEK 89.4 (11.8) million.

Investments in game projects
Consists of consulting services and support for third-party developers who publish their own games or want strategy advice. Projects are not depreciated, but rather tested for impairment on a quarterly basis at minimum. In 2024, investments in gaming projects were written down by SEK 1.6 million (SEK 3.8 million).

Publishing and distribution relationships
In connection with the merger in December 2019, the various groups were valued at multiples that are normally used in comparable business events. The surplus value that then arose after elimination of equity is judged to consist in its entirety of the value of the very long business relationships that have existed within the Distribution companies with their suppliers, where the agreement with Nintendo lasted for 40 years. This asset was divested in mid-2024, and as such, its value as per 31 December, 2024, is SEK 0.0 million (223.0).

Game rights
Game rights include IP rights for games that are fully developed and under development as well as revenue rights for games that are fully developed and under development. Game rights amount to SEK 36.7 million and are attributable to two acquisitions. The amortisation period for the various components varies between 2-9 years where

Note 14 cont.

games under development are not amortised until the game is fully developed. In 2024, game rights were written down by SEK 198.9 million [0.0] and SEK 26.9 million has been divested.

IP rights

Games developed internally where the Group company owns all IP rights to the game. For games under development, no amortisation takes place, but impairment tests are performed annually.

Revenue rights

For some game titles developed by external game studios, the Group’s companies receive a part of the game’s net sales revenue. For games that are under development and have not yet been launched, there is no amortisation, but annual impairment tests are performed. No impairment was recognised in 2024.

Specification of amortisation period

IP rights, games:	5 years
IP rights, games under development:	No amortisation, begins when the game is fully developed
Revenue rights, games:	9 years
Revenue rights, games under development:	No amortisation, begins when the game is fully developed
Revenue rights, contract:	2 years

Customer relationships

Customer relationships refer to long-standing customer relationships primarily for the development of games on behalf of customers. Customers are generally large global companies operating in several different areas, including the provision of game distribution platforms. Customers have on several occasions historically hired companies within Thunderful Group to develop games for the customer’s game platform, in several cases the games have been exclusively distributed on the customer’s game platform.

Customer relationships amount to SEK 20.2 million and are attributable to two acquisitions. The amortisation period for the various compo-nents varies between 6–9 years. During 2024 customer relationships have been written down by SEK 56.4 millions [0.0].

Specification of amortisation period

Customer relationships, revenue for game development:	6 years
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Other intangible assets

Other intangible assets include e.g. a brand for a game studio with an indefinite economic life and a brand for in-house developed games where the Group company has registered the games’ brand where the brand can be used for future commercial activities. Trademarks for game titles are amortised over 8 years and brands for game studios and similar companies are considered to have an indefinite useful life. During 2024 trademarks have been written down by SEK 5.6 million [0.0],

Specification of amortisation period

Brands, game studio:	Indefinite
Brands, game titles:	8 years

Intangible fixed assets

Cost	Capitalised expenses for development work	Publishing and distribution relationships
Opening balance, 1 January 2024	532.5	371.6
Internal development	84.3	0.0
Reclassification	–87.8	0.0
Divestment of operations	–58.5	–371.6
Exchange rate difference through foreign subsidiaries	8.7	0.0
Closing accumulated cost, 31 December 2024	479.2	0.0
Opening amortisation and impairment, 1 January 2024	–225.4	–148.6
Reclassification	33.6	0.0
Divestment of operations	51.0	157.9
Amortisation and impairment for the year	–183.7	–9.3
Closing accumulated amortisation and impairment, 31 December 2024	–324.5	0.0
Closing carrying amount	154.8	0.0
Cost	Capitalised expenses for development work	Publishing and distribution relationships
Opening balance, 1 January 2023	317.5	371.6
Internal development	202.3	0.0
Acquisition of operations	11.6	0.0
Exchange rate difference through foreign subsidiaries	1.1	0.0
Closing accumulated cost, 31 December 2023	532.5	371.6
Opening amortisation and impairment, 1 January 2023	–85.8	–111.5
Amortisation and impairment for the year	–139.6	–37.1
Closing accumulated amortisation and impairment, 31 December 2023	–225.4	–148.6
Closing carrying amount	307.1	223.0
Cost	IT systems	Publishing licences
Opening balance, 1 January 2024	12.8	251.0
Acquisitions for the year	0.0	46.2
Reclassification	0.0	87.8
Divestment of operations	–12.8	–12.9
Corrections	0.0	–11.6
Exchange rate difference through foreign subsidiaries	0.0	0.1
Closing accumulated cost, 31 December 2024	0.0	360.5
Opening amortisation and impairment, 1 January 2024	–10.4	–107.4
Reclassifications	0.0	–33.6
Divestment of operations	10.4	2.7
Amortisation and impairment for the year	0.0	–152.2
Closing accumulated amortisation and impairment, 31 December 2024	0.0	–290.4
Closing carrying amount	0.0	70.0

Cost	IT systems	Publishing licences
Opening balance, 1 January 2023	13.1	165.3
Acquisitions for the year	0.3	82.4
Disposals	–0.6	0.0
Exchange rate difference through foreign subsidiaries	0.0	2.9
Closing accumulated cost, 31 December 2023	12.8	251.0
Opening amortisation and impairment, 1 January 2023	–9.2	–54.4
Reclassification of amortisation	1.8	0.0
Amortisation and impairment for the year	–3.0	–53.0
Closing accumulated amortisation and impairment, 31 December 2023	–10.4	–107.4
Closing carrying amount	2.5	143.6

Cost	Game rights	Customer relationships
Opening balance, 1 January 2024	378.4	132.7
Divestment of operations	–28.8	0.0
Exchange rate difference through foreign subsidiaries	12.7	7.2
Closing accumulated cost, 31 December 2024	362.4	139.9
Opening amortisation and impairment, 1 January 2024	–86.6	–44.0
Divestment of operations	1.8	0.0
Amortisation and impairment for the year	–240.9	–75.7
Closing accumulated amortisation and impairment, 31 December 2024	–325.7	–119.7
Closing carrying amount	36.7	20.2

Cost	Game rights	Customer relationships
Opening balance, 1 January 2023	372.7	129.0
Exchange rate difference through acquisition foreign subsidiaries	5.7	3.7
Closing accumulated cost, 31 December 2023	378.4	132.7
Opening amortisation and impairment, 1 January 2023	–41.3	–23.3
Amortisation and impairment for the year	–45.3	–20.7
Closing accumulated amortisation and impairment, 31 December 2023	–86.6	–44.0
Closing carrying amount	291.8	88.7

Cost	Investments in games projects	Other intangi-ble assets
Opening balance, 1 January 2024	17.3	26.3
Acquisitions for the year	0.0	0.0
Exchange rate difference through foreign subsidiaries	–0.7	1.3
Closing accumulated cost, 31 December 2024	16.6	27.6
Opening amortisation and impairment, 1 January 2024	–3.8	–3.4
Amortisation and impairment for the year	–1.6	–1.3
Closing accumulated amortisation and impairment, 31 December 2024	–5.4	–4.7
Closing carrying amount	11.2	22.9

Cost	Investments in games projects	Other intangible assets
Opening balance, 1 January 2023	9.1	25.9
Acquisitions for the year	7.3	0.0
Exchange rate difference through foreign subsidiaries	0.9	0.4
Closing accumulated cost, 31 December 2023	17.3	26.3
Opening amortisation and impairment, 1 January 2023	0.0	–2.1
Amortisation and impairment for the year	–3.8	–1.3
Closing accumulated amortisation and impairment, 31 December 2023	–3.8	–3.4
Closing carrying amount	13.5	22.9

Goodwill

Goodwill is reported as an intangible non-current asset with an indefi-nite useful life at cost less accumulated impairment. As of 31 December 2024, goodwill amounted to SEK 337.1 [479.7] million. All intangible non-current assets with an indefinite useful life are tested every quarter to determine whether the value deviates negatively from the current book value and whether there is any indication of impairment. Individ-ual assets can be tested more often if there are indications of a decrease in value.

	Group	
	31/12/2024	31/12/2023
Opening cost	984.1	932.2
Acquisitions of assets for the year	0.0	11.0
Acquisitions of operations for the year	0.0	26.4
Divestment of subsidiary	–11.0	0.0
Exchange rate difference	56.1	10.2
Corrections from previous year	–4.3	4.3
Closing accumulated cost	1,024.9	984.1
Opening impairment	–504.4	–4.0
Impairment for the year	–183.5	–500.4
Closing accumulated impairment	–687.9	–504.4
Closing carrying amount	337.1	479.7

Note 14 cont.

Impairment testing of goodwill

In the quarterly impairment test, goodwill is allocated to the operating segments that are expected to benefit from the synergy effects from the business acquisitions where goodwill arises. Goodwill is allocated as follows:

Goodwill per operating segment	Group	
	31/12/2024	31/12/2023
Publishing	337.1	468.7
Co-development & Services	0.0	0.0
Discontinued operations	0.0	11.0
Total	337.1	479.7

The recoverable amount is calculated per segment, which are defined as cash-generating units. For the Co-development & Services segment, the recoverable amount is calculated using a multiple of 10X the forecast for free cash flow for the next year. For the Publishing segment, the recoverable amount is calculated using a multiple of 1X the sales forecast for the next year. Following an evaluation of the game portfolio and the subsidiaries’ future forecasts, the recoverable amount for Thunderful Group was calculated using this method to be SEK 411.8 million (SEK 1,256.9 million), which resulted in an impairment of goodwill and excess values of SEK 444.0 million as of December 31, 2024. The recoverable amount is thus the same as the value of carrying amount. If the estimated multiple had been 1% lower, an additional impairment need of SEK 4.9 million would have arisen. If the estimated multiple had been 5% lower, an additional impairment need of SEK 24.4 million would have arisen.

Revenue development during the forecast period for years 1–5 is based on budget figures as a starting point, as well as individual companies’ estimated forecasts thereafter.

15Property, plant and equipment

Right-of-use assets

Refers to financial leases, which are depreciated on a straight-line basis over the lease term. See Note 10.

Other property, plant and equipment

Property, plant and equipment are recognised at historical cost less straight-line accumulated depreciation and any impairment. Land is not subject to depreciation, as it is considered to have an unlimited economic life. In other respects, depreciation is calculated in accordance with the straight-line method and is based on the following expected useful lives:

Buildings:	50 years
Equipment:	5 years

Cost	Buildings and land	Equipment	Total
Opening balance, 1 January 2024	3.8	49.1	52.9
Acquisitions for the year	0.0	0.9	0.9
Divestment of operations	–3.8	–17.8	–21.6
Exchange rate differences through foreign subsidiaries	0.0	0.1	0.1
Closing accumulated cost, 31 December 2024	0.0	32.4	32.4
Opening depreciation and impairment, 1 January 2024	–1.0	–28.6	–29.6
Divestment of operations	1.0	1.9	2.9
Depreciation and impairment for the year	0.0	–3.4	–3.4
Closing accumulated depreciation and impairment, 31 December 2024	0.0	–30.1	–30.1
Closing carrying amount	0.0	2.3	2.3

Cost	Buildings and land	Equipment	Total
Opening balance, 1 January 2023	1.0	41.4	42.4
Acquisitions for the year	2.8	8.4	11.2
Exchange rate differences through foreign subsidiaries	0.0	–0.7	–0.7
Closing accumulated cost, 31 December 2023	3.8	49.1	52.9
Opening depreciation and impairment, 1 January 2023	–0.5	–23.9	–24.4
Disposals	0.0	1.8	1.8
Depreciation and impairment for the year	–0.5	–6.5	–7.0
Closing accumulated depreciation and impairment, 31 December 2023	–1.0	–28.6	–29.6
Closing carrying amount	2.8	20.5	23.3

16Participations in Group companies

	Parent Company	
	31/12/2024	31/12/2023
Opening cost	2,397.6	2,397.2
Acquisitions for the year	18.7	0.4
Shareholder contribution for the year	588.2	0.0
Divestments for the year	–922.4	0.0
Closing accumulated cost	2,082.2	2,397.6
Opening impairment	–376.7	0.0
Impairment for the year	–831.5	–376.7
Closing accumulated impairment	–1,208.2	–376.7
Closing carrying amount	874.0	2,020.9

17Specification of participations in Group companies

Subsidiary	Corporate identity number	Domicile	Share of equity	Share of voting rights	Number of shares	Carrying amount
Thunderful Development AB	559139-0728	Gothenburg	100%	100%	50,000	73.0
OldNGS AB	559226-5333	Kungsbacka	100%	100%	500	0.0
Coatsink Software Ltd	07567431	Sunderland, UK	100%	100%	2,000,000	700.1
Jumpship Ltd	10573099	Guildford, UK	100%	100%	2,278	0.0
Thunderful Animation AB	559091-1474	Kungsbacka	100%	100%	500	0.0
Stage Clear Studio, SL	B/86440815	Madrid, Spain	100%	100%	900	0.0
Robot Teddy Ltd	10847056	Newcastle, UK	100%	100%	2,151	57.2
Early Morning Studio AB	559175-8890	Gävle	100%	100%	5,263,168	25.1
Studio Fizbin GmbH	HRB 75 05 72	Ludwigsburg, Germany	100%	100%	25,000	18.7

Sub-subsidiaries					
Image & Form International AB	556544-1069	Gothenburg	100%	100%	
Zoink AB	556874-5185	Gothenburg	100%	100%	
Guiding Rules Games AB	556983-8005	Gothenburg	100%	100%	
Thunderful Publishing AB	559154-8721	Gothenburg	100%	100%	
Thunderful Games Ltd	5252507	Luton, UK	100%	100%	
Nordic Game Supply A/S	32663834	Tranbjerg, Denmark	100%	100%	
Nordic Game Supply GmbH	19211 KI	Neumunster, Germany	100%	100%	
Nordic Game Supply HK Ltd	—	Hong Kong, HK	100%	100%	
To The Sky AB	559319-3427	Gothenburg	91%	91%	

18Other non-current assets

Other non-current assets consist of the following items:

	Group	
	31/12/2024	31/12/2023
Participations in associated companies	2.5	4.6
Other receivables	2.1	7.4
Other securities held as non-current assets	0.2	0.2
Deferred tax assets	0.3	1.1
Total	5.1	13.3

19Inventories

Inventory consists of the following:

	Group	
	31/12/2024	31/12/2023
Goods for resale	0.1	578.6
Total	0.1	578.6

Advance payments to suppliers consist of the following:

	Group	
	31/12/2024	31/12/2023
Goods for resale	0.2	50.8
Total	0.2	50.8

Inventories are measured at the lower of cost and net realisable value. Obsolescence deductions are taken into account. Cost includes all expenditure that is directly attributable to the purchase. Net realisable value is the estimated selling price in operating activities minus any applicable selling expenses.

Impairment of SEK 0.6 (27.3) million has been recognised in the Purchased game development services and royalties line on the income statement in 2024 and in the Goods for resale line in the comparison year.

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Accounts receivable

Accounts receivable and other receivables consist of the following:

	Group	
	31/12/2024	31/12/2023
Accounts receivable, gross	16.0	472.2
Provision for bad debt losses	–0.0	–1.4
Total	16.0	470.8

Age distribution, accounts receivable	31/12/2024
Accounts receivable, not due	13.9
Overdue 0–30 days	1.7
Overdue 31–60 days	0.5
Overdue 61–90 days	–3.3
Overdue >90 days	3.2
Expected bad debt losses	0.0
Total	16.0

Changes in bad debt loss provision for the Group's doubtful receivables

Provision for doubtful accounts receivable 1 Jan 2024 (opening balance)	–1.4
Provision for doubtful accounts receivable	0.0
Divestments of operations	1.4
Bad debt losses	0.0
Total	0.0

As the Group has divested and discontinued all distribution operations, and most customer invoices from the publishing operations are issued in connection with payment, the calculation of expected credit losses is no longer applicable. The carrying amount of the receivables is equal to their fair value.

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Contract assets

Contract assets consist of the following:

	Group	
	31/12/2024	31/12/2023
Accrued income	18.2	72.5
Supplier bonus	0.0	4.2
Total	18.2	76.7

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Prepaid expenses and accrued income

Prepaid expenses and accrued income consist of the following:

	Group		Parent Company	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Contract assets, see Note 21	18.2	76.7	0.0	0.0
Other accrued income	4.3	44.5	0.0	0.0
Other prepaid expenses	6.0	13.4	0.4	2.1
Total	28.5	134.6	0.4	2.1

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Cash and cash equivalents

Cash and cash equivalents are defined as cash and disposable balances with banks and corresponding institutions together with other current liquid investments that mature within 90 days of the acquisition date and can easily be converted into known amounts of cash and are subject to only an insignificant risk of value fluctuations. The Group applies a joint cash pool for most of the Group's companies.

	Group		Parent Company	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Cash and cash equivalents	31.0	209.1	0.0	148.8
Total	31.0	209.1	0.0	148.8

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Share capital, number of shares

Share capital

As per 31 December 2024, Thunderful Group AB's share capital consists of 70,290,597 shares with a quotient value of SEK 0.01 per share. All shares are fully paid up. All shares entitle the holder to the same proportion of the company's assets and earnings and confer equal rights to dividends.

Parent Company change in equity

Parent Company	Share capital	Share premium reserve	Statutory reserve	Retained earnings	Net profit/loss for the year	Total
Opening balance, 1 January 2024	0.7	1,969.4	0.0	101.1	–364.6	1,706.5
Appropriation of profit, approved by AGM	0.0	0.0	0.0	–364.6	364.6	0.0
Issued share options	0.0	0.0	0.0	0.6	0.0	0.6
Comprehensive income for the year	0.0	0.0	0.0	0.0	–1,041.7	–1,041.7
Closing balance, 31 December 2024	0.7	1,969.4	0.0	–263.0	–1,041.7	665.5

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Provisions

Provisions are recognised when the Group has an obligation as a result of an occurred event, and it is likely that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. The amount recognised as a provision is the best estimate of the expenditure required to settle the obligation on the balance sheet date. Where the time value of money is material, the amount recognised is the present value of the estimated expenditure.

Warranty provisions are recognised at the date of sale of the products covered by the warranty and are calculated based on historical data for similar obligations. Provisions for warranty commitments are recognised on the basis of the Group policy of bearing the costs of repairing faulty products. Warranties are normally provided for one or two years from the date of sale.

The carrying amounts and changes to them are as follows:

	Warranty provisions	Other provisions	Total
Opening balance, 1 January 2024	1.8	0.2	2.0
Acquisitions for the year	0.0	0.0	0.0
Divestment of operations	–1.8	0.0	–1.8
Closing balance, 31 December 2024	0.0	0.2	0.2

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Non-current liabilities

Non-current liabilities consist of the following:

	Group		Parent Company	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Deferred tax liabilities	20.3	152.5	0.0	0.0
Non-current additional purchase consideration	21.5	181.6	21.5	171.8
Total	41.7	334.1	21.5	171.8

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Current liabilities

Current liabilities consist of the following:

	Group		Parent Company	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Current overdraft facilities	1.5	0.0	1.5	0.0
Liabilities to credit institutions	0.0	499.3	0.0	499.3
Advance payments from customers	0.0	1.1	0.0	0.0
Accounts payable	74	52.8	3.0	4.7
Total	8.9	1,053.2	4.4	504.0

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Other liabilities

Other liabilities consist of the following:

	Group		Parent Company	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Current additional purchase consideration	26.1	97.9	26.1	87.4
Current tax liabilities	32.9	26.9	0.0	0.0
Other current liabilities	14.6	75.0	0.5	0.7
Liabilities related to assets held for sale	4.6	0.0	0.0	0.0
Total	78.2	199.8	26.6	88.1

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Contract liabilities

Contract liabilities consist of the following:

	Group	
	31/12/2024	31/12/2023
Customer bonuses	2.5	23.1
Deferred income	0.0	0.0
Supplier commitments	13.5	21.9
Total	16.0	45.0

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Accrued expenses and prepaid income

Accrued expenses consist of the following:

	Group		Parent Company	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Contract liabilities, see Note 29	16.0	45.0	0.0	0.0
Accrued personnel expenses	24.8	274	0.8	0.9
Other accrued expenses	3.1	15.8	1.0	0.9
Total	43.9	88.2	1.8	1.8

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Financial instruments

Supplementary information is presented in the following notes: General information on the Group’s risk policy and more detailed information on Thunderful Group’s key financial instruments is provided in the Board of Directors’ report. Note 20 contains a description of accounts receivable and the credit risk associated with them.

This note describes the Group’s key financial instruments with respect to general terms and conditions, where this is considered relevant, and risk exposure and fair value at year-end.

Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Group becomes a party to the instrument’s contractual terms and conditions. Purchases and sales of financial assets are normally recognised on the trade date, that is, the date on which the Group undertakes to purchase or sell the asset. Financial instruments are initially recognised at fair value plus transaction costs directly attributable to the acquisition or issuance of financial assets or financial liabilities; for example, fees and commissions. Transaction costs for financial assets and financial liabilities measured at fair value through profit or loss are expensed in profit or loss.

Financial assets

Classification and subsequent measurement

The Group classifies its financial assets in the following measurement categories:

- fair value through profit or loss,
- fair value through other comprehensive income, or
- amortised cost.

The classification requirements for debt and equity instruments are described below:
Debt instruments are those instruments that fulfil the definition of a financial liability from the issuer’s perspective, such as accounts receivable, loan receivables and government bonds.

The Group classifies its debt instruments in one of the following two measurement categories:

Amortised cost: Assets held for the purpose of collecting contractual cash flows that solely comprise payments of principal and interest, and that are not identified as measured at fair value through profit or loss, are measured at amortised cost. The carrying amounts of these assets are adjusted for any expected credit losses that have been recognised (see “Impairment and expected loss” below). Interest income from these financial assets is recognised in net financial items using the effective interest method.

Fair value through profit or loss: Assets that do not fulfil the criteria for amortised cost are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in net financial items when it arises. Interest income from these financial assets is recognised in net financial items using the effective interest method. Accounts receivable sold on non-re-course terms are categorised as “held for sale” with the gain or loss recognised in operating profit.

Debt instruments are only reclassified when the Group’s business model for managing these assets is changed.

Equity instruments are instruments that meet the definition of equity from the issuer’s perspective, which entails that they are instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer’s net assets. Gains and losses on

equity instruments measured at fair value through profit or loss are included in net financial items. The Group has no investments in equity instruments.

Impairment and expected loss

The Group assesses on a future-oriented basis the long-term expected credit losses associated with its financial assets that are not measured at fair value. When so doing, a rating model is utilised to facilitate making assessments about the probability of default. Based on this model, the Group recognises a provision for such potential losses at each reporting date. The measurement of expected credit losses reflects an unbiased and probability weighted amount, based on reasonable and supporting information that is available, such as past events, current conditions and forecasts of future economic conditions. This model has been used for cash and bank balances. For accounts receivables, the Group applies the “simplified approach” (see Note 20). For cash, a ratings-based approach is used based on a forecast of the probability of default for each counterparty.

Derecognition from the balance sheet

A financial asset, or a portion thereof, is derecognised from the balance sheet when the contractual rights to collect cash flows from the asset have expired, or when they have been transferred and the Group either (i) transfers substantially all of the risks and rewards associated with ownership, or (ii) neither transfers nor retains substantially all the risks and rewards associated with ownership and has not retained control over the asset.

As of 31 December 2024	Carrying amount			Fair value			
	Measured at fair value	Measured at amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets							
Accounts receivable		16.0	16.0				
Cash and cash equivalents		31.0	31.0				
Total		47.0	47.0				
Financial liabilities							
Overdraft facility		–1.5	–1.5				
Accounts payable		–7.4	–7.4				
Lease liabilities		–21.9	–21.9				
Liability for additional purchase consideration	–47.5		–47.5			–47.5	–47.5
Total	–47.5	–30.8	–78.3	—	—	–47.5	–47.5

As of 31 December 2023	Carrying amount			Fair value			
	Measured at fair value	Measured at amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets							
Accounts receivable		470.8	470.8				
Cash and cash equivalents		209.1	209.1				
Total		679.9	679.9				
Financial liabilities							
Overdraft facility		0.0	0.0				
Accounts payable		–552.8	–552.8				
Lease liabilities		–111.9	–111.9				
Liability for additional purchase consideration	–279.4		–279.4			–279.4	–279.4
Total	–279.4	–664.7	–944.1	—	—	–279.4	–279.4

Financial liabilities

Classification and subsequent measurement

The Group’s financial liabilities, excluding liabilities for additional purchase considerations, are classified and subsequently measured at amortised cost. Liabilities for additional purchase considerations are classified at fair value through profit or loss.

Derecognition from the balance sheet

A financial liability is derecognised from the balance sheet when it is extinguished, meaning when the obligation specified in the contract is discharged, cancelled or expires.

Liability for additional purchase considerations

Liability for additional purchase considerations is initially measured at fair value on the date on which the contract is entered into, and is subsequently remeasured at fair value through profit or loss. Fair value is determined through discounted future cash outflows in accordance with the contract and using a WACC of 15.3 percent (16.1).

Interest-bearing liabilities

Loans are initially measured at the fair value of the funds received after deductions for transaction costs. After the date of acquisition, the loans are measured at amortised cost using the effective interest method.

Net debt/Net cash

At the end of 2024, Thunderful Group had a net cash position of SEK 29.6 (–290.2) million.

Note 31 cont.

The table below analyses the Group’s financial liabilities divided according to the time remaining on the balance sheet date until the contractual due date. The amounts provided in the table are the contractual, undiscounted cash flows. Future cash flows in foreign currencies and relating to variable interest have been calculated based on the exchange rate and interest rate in effect on the balance sheet date.

As of 31 December 2024	Less than 3 months	Between 3 months and 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total contractual cash flows	Carrying amount
Financial liabilities							
Borrowings from credit institutions		-1.5				-1.5	-1.5
Accounts payable	-7.4					-7.4	-7.4
Lease liabilities	-2.5	-7.5	-9.3	-2.9	-0.5	-22.7	-21.9
Liability for additional purchase consideration	-20.3	-6.5	-24.5	-2.3		-53.6	-47.5
Total	-30.2	-15.5	-33.8	-5.1	-0.5	-85.2	-78.3

As of 31 December 2023	Less than 3 months	Between 3 months and 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years	Total contractual cash flows	Carrying amount
Financial liabilities							
Borrowings from credit institutions	-6.7	-519.5				-526.3	-499.3
Accounts payable	-552.8					-552.8	-552.8
Lease liabilities	-8.2	-24.5	-27.0	-48.0	-27.8	-135.6	-111.9
Liability for additional purchase consideration	-33.3	-68.6	-49.7	-221.3		-372.8	-279.5
Total	-601.0	-612.6	-76.7	-269.3	-27.8	-1,587.4	-1,443.5

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Changes in liabilities related to financing activities

	1/1/2024	Inward cash flows	Outward cash flows	Items not affecting cash flow	31/12/2024
Borrowings from credit institutions	-499.3	-1.5	499.3		-1.5
Lease liabilities	-111.9		18.8	71.2	-21.9
Liability for additional purchase consideration	-279.5		77.1	154.9	-47.5
Carrying amount	-890.7	-1.5	595.2	226.1	-70.9

	1/1/2023	Inward cash flows	Outward cash flows	Items not affecting cash flow	31/12/2022
Borrowings from credit institutions	-174.9	-324.4			-499.3
Lease liabilities	-131.3		33.6	-14.2	-111.9
Liability for additional purchase consideration	-427.2		124.1	23.6	-279.5
Carrying amount	-733.4	-324.4	157.7	9.4	-890.7

	2024	2023
Revaluation of leases	-10.4	2.3
Revaluation of additional purchase considerations	159.6	44.8
Acquisitions	—	-17.9
Lease liabilities entered into	-14.3	-16.7
Lease liabilities disposed of	104.9	4.6
Exchange rate differences	-13.7	-7.7
Total	226.1	9.4

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Adjustment for non-cash items

	Group		Parent Company	
	2024	2023	2024	2023
Depreciation/amortisation and impairment	848.0	645.8	855.2	376.7
Exchange rate differences	52.8	6.0	-0.4	8.7
Revaluations of additional purchase considerations	-159.6	-44.8	-159.6	-47.5
Other adjustments	-135.4	-13.7	0.0	0.0
Adjustments for discontinued operations	96.3	224.4	0.0	0.0
Gain/Loss on Disposal of Shares in Subsidiaries	0.0	0.0	358.4	0.0

During the year 2023, the Group received interest income of SEK 4.4 (4.0) million and paid interest expenses of 25.8 (30.6) million.

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Acquisitions of subsidiaries/operations in the cash flow statement

	Group		Parent Company	
	2024	2023	2024	2023
Studio Fizbin	0.0	-12.8	0.0	0.0
TecTeam	0.0	-11.0	0.0	0.0
Total	0.0	-23.8	0.0	0.0

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Related party transactions

Transactions between the parent company and its subsidiaries have been eliminated within the Group and are not reported in this note.

During the year, Thunderful Group had the following related party transactions:

The German subsidiary Headup GmbH was divested for a purchase price of EUR 500 thousand. The buyer was Headup’s CEO Dieter Schoeller.

Thunderful Group divested the operations and assets of Nordic Game Supply for a purchase price corresponding to the carrying amount of the inventory with an agreed discount. The buyer was a company owned by Henrik Mathiasen, CEO of Bergsala AB and former CEO of Nordic Game Supply AB. Thunderful Group divested the distribution companies AMO Toys AB, Bergsala Aktiebolag, Thunderful 1 AB, and Thunderful Solutions AB to Bergsala NDP AB, owned by Bergsala’s founder Owe Bergsten.

Thunderful entered into an agreement with Jumpship’s former owner Dino Patti regarding the transfer of all shares in Jumpship Limited. The company has also reached a settlement agreement regarding the former sellers’ claims for future earn-out payments in the amount of GBP 752.6 thousand, which corresponds to the expected wind-down costs.

No other related party transactions of a material nature have taken place during the year.

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Discontinued operations

During the year, Thunderful divested the gaming company. Headup and discontinued operations in the gaming company Stage Clear. The profit / loss from these operations is reported separately in the Group as “discontinued operations Games.” At the end of the second quarter, Thunderful divested the sub-groups AMO Toys and Bergsala in the former Distribution segment as well as assets and customer relationships in the sub-group NGS. The profit / loss from these operations is reported separately in the Group as “discontinued operations Distribution”.

Distribution	2024	2023
Analysis of profit & loss		
Net revenue	645.2	2,615.8
Expense	-809.9	-2,535.4
Earnings before tax	-164.7	80.4
Tax	0,0	-2.8
Profit / loss from discontinued operations Distribution	-164.7	77.6

Games	2024	2023
Analysis of profit & loss		
Net revenue	12.9	48.2
Expense	-70.1	-175.2
Earnings before tax	-57.2	-127.1
Tax	0.0	-0.7
Profit / loss from discontinued operations Games	-57.2	-127.8

Analys av kassaflöden från avvecklade verksamheter		
Net cash flow from operating activities	343.6	346.2
Net cash flow from investing activities	332.2	-25.2
Net cash flow from financing activities	-8.9	-18.0
Cash flow from discontinued operations	666.9	302.9

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Assets held for sale

Assets and liabilities held for sale pertained to the subsidiary Jumpship.

Belopp i MSEK	2024	2023
Assets held for sale		
Accounts receivable	0.0	—
Other receivables	5.3	—
Total assets held for sale	5.3	—
Liabilities directly attributable to assets held for sale		
Other liabilities	4.6	—
Total liabilities held for sale	4.6	—

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Measurement and events in additional purchase considerations over the year

MSEK	Koncernen		Moderbolaget	
	2024	2023	2024	2023
As per 1 January	279.4	427.2	259.2	422.1
Contingent considerations paid	-77.1	-124.1	-77.1	-118.6
Acquisitions	0.0	17.9	21.7	0.0
Revaluations	-159.6	-44.8	-159.6	-47.5
Exchange rate differences	4.8	3.2	3.2	3.2
Per 31 December	47.5	279.4	47.5	259.2

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Sensitivity analysis

The Group operates internationally and is exposed to currency risks from various currency exposures. Foreign exchange risk arises through future business transactions, recognised assets and liabilities, as well as net investments in foreign operations. Foreign exchange risk occurs when future business transactions and recognised assets and liabilities in Group units are denominated in currencies other than the functional currency of the Group. The main currencies the Group is exposed to are EUR, GBP and DKK. The Group's risk exposure in net assets in foreign operations the end of the financial year, expressed in SEK million (MSEK) was as follows:

The Group's net assets in foreign operations by currency:

	31/12/2024 Net assets	31/12/2023 Net assets
EUR	10.6	121.6
GBP	13.0	179.1
DKK	4.7	86.5
Other currencies	4.0	30.7

Consolidated operating profit by foreign currency:

	2024	2023
EUR	-2.7	1.2
GBP	-104.4	105.7

A change in the EUR exchange rate versus the SEK of +/-10 percent, with all other variables constant, would impact operating profit for the year by SEK 0.3 (0.1) million and equity by SEK 1.1 (12.2) million. A change in the GBP exchange rate versus the SEK of +/-10 percent, with all other variables constant, would impact operating profit for the year by SEK 10.4 (10.6) million and equity by SEK 1.3 (17.9) million. A change in the DKK exchange rate versus the SEK of +/-10 percent, with all other variables constant, would impact equity by SEK 0.5 (8.6) million.

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Contingent liabilities

The Group companies guarantee one another's commitments by means of an upstream and downstream guarantee.

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Assets pledged for liabilities to credit institutions

Corporate mortgages pledged as security for commitments amounted to SEK 10.8 million on 31 December 2024. There were no assets pledged for the parent company.

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Events after the balance sheet date

Thunderful entered into an agreement with Jumpship Limited's former owner, Dino Patti, for the transfer of all shares in Jumpship Ltd. The company has also reached a settlement agreement regarding former seller claims on future earnouts in the amount of GBP 752.6 thousand from Thunderful, which corresponds to the expected wind-down costs. Thunderful will also waive all internal loans to Jumpship. Transfer of all shares was approved at an Extraordinary General Meeting on 10 February 2025.

On 31 March, Thunderful resolved to carry out a directed issue amounting to SEK 3.0 million to Microcuts Holding GmbH in accordance with the authorisation from the company's Extraordinary General Meeting on 22 May 2024. The purpose of the Set-Off Issue and the reasons for the deviation from the shareholders' preferential rights is to fulfil the conditions stipulated in the agreement with Microcuts and to strengthen the company's financial position and liquidity. In total, 4,242,297 shares were issued at a subscription price of SEK 0.707 per share. The issue relates to part of the final payment of the remaining earnout related to the transfer of shares in the German subsidiary Headup GmbH to Microcuts Holding GmbH, where SEK 6.9 million was paid in cash and SEK 3.0 million was paid with newly issued shares, as an alternative to paying the entire final payment in cash.

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Definitions of key performance indicators

Net sales
The business's main revenue, invoiced costs, incidental revenue and revenue corrections.

Gross profit
Profit after operating income and costs for goods for resale, games development services and royalties.

Operating profit (EBIT)
Operating profit after depreciation, amortisation and impairment of property, plant and equipment and intangible assets.

EBITDA
Operating profit before depreciation, amortisation and impairment of property, plant and equipment and intangible assets.

Adjusted EBITDA
EBITDA excluding items affecting comparability.

EBITA
Operating profit before amortisation and impairment of other intangible assets.

Adjusted EBITA
EBITA excluding items affecting comparability.

Net core working capital
Inventories plus accounts receivable minus accounts payable.

Interest-bearing net debt
The sum of current and non-current interest-bearing liabilities to credit institutions, including overdraft facilities less cash and cash equivalents.

Interest-bearing net debt/adjusted EBITDA LTM
Interest-bearing net debt as a share of adjusted EBITDA, R12M.

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Approval of financial statements

The consolidated financial statements for the financial year ending on 31 December 2024 (including comparison figures) were approved by the Board of Directors on 30 April 2025.

Signatures

The Board of Directors and CEO offer their assurance that this annual report gives a true and fair view of the Group’s and Parent Company’s operations, financial position and results of operations and describes the significant risks and uncertainties facing the Group and the Parent Company.

Gothenburg, 30 April 2025

Martin Walfisz
CEO

Patrick Svensk
Chairman of the Board

Magdalena Rodell Andersson
Board Member

Owe Bergsten
Board Member

Tomas Franzén
Board Member

Sara Bach
Board Member

Our Auditor’s Report was submitted on 30 April 2025
Öhrlings PricewaterhouseCoopers AB

Nicklas Kullberg
Authorised Public Accountant

This information is of a nature that Thunderful Group AB (publ) is obligated to publish under the EU’s Market Abuse Regulation. It was submitted for publication through the agency of the contact persons set out below at 2:00 p.m. CET on 30 April 2025.

For more information, please contact:
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Auditor’s report

To the general meeting of the shareholders of Thunderful Group AB (Publ), corporate identity number 559230-0445

Report on the annual accounts and consolidated accounts

Opinions

for year 2024 with the exception of the sustainability report on pages 18–23, the corporate governance report on pages 28–33 and the remuneration report on pages 36–37. The annual accounts and consolidated accounts of the company are included on pages 38–80 in this document.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the parent company as of 31 December 2024 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The consolidated accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material respects, the financial position of the group as of 31 December 2024 and their financial performance and cash flow for the year then ended in accordance with IFRS Accounting Standards, as adopted by the EU, and the Annual Accounts Act. The statutory administration report is consistent with the other parts of the annual accounts and consolidated accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet for the parent company and the group.

Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor’s Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our 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 opinions.

Significant uncertainty regarding assumption of continued operations

Without affecting our statements above, we would like to draw attention to the section “Assessment of going concern” in the Board of Director’s report. Where it’s stated that, despite the financial plan indicating a positive development, it is largely dependent on successful game launches. At the same time, the company’s credit facility expires at the end of the financial year. Should the game launches not achieve the expected success and/or if an extension of the credit facility cannot be secured, the company risks ending up in a situation where additional funding is needed. At present, the company’s long-term financing is not secured.

Overall, these conditions indicate a significant uncertainty factor that may lead to substantial doubt about the company’s and the group’s ability to continue operations.

Other Information than the annual accounts and consolidated accounts

This document also contains other information than the annual accounts and consolidated accounts and is found on pages 1–27, 36–37 and 83–85. The Board of Directors and the Managing Director are responsible for this other information.

Our opinion on the annual accounts and consolidated accounts does not cover this other information and we do not express any form of assurance conclusion regarding this other information.

In connection with our audit of the annual accounts and consolidated accounts, our responsibility is to read the information identified above and consider whether the information is materially inconsistent with the annual accounts and consolidated accounts. In this procedure we also take into account our knowledge otherwise obtained in the audit and assess whether the information otherwise appears to be materially misstated.

If we, based on the work performed concerning this information, 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.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and consolidated accounts and that they give a fair presentation in accordance with the Annual Accounts Act and, concerning the consolidated accounts, in accordance with IFRS Accounting Standards, as adopted by the EU, and the Annual Accounts Act. The Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts and consolidated accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts and consolidated accounts, the Board of Directors and the Managing Director are responsible for the assessment of the company and group’s ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is however not applied if the Board of Directors and the Managing Director intends to liquidate the company, cease operations or has no realistic alternative to doing any of this.

Auditor’s responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts and consolidated accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are consid-

ered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts and consolidated accounts. A further description of our responsibility for the audit of the annual accounts and consolidated accounts is available on the Swedish Inspectorate of Auditors’ website: www.revisorsinspektionen.se/revisornsansvar. This description is part of the auditor’s report.

Report on other legal and regulatory requirements

Opinions

In addition to our audit of the annual accounts and consolidated accounts, we have also audited the administration of the Board of Directors and the Managing Director of Thunderful Group AB (Publ) for year 2024 and the proposed appropriations of the company’s profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor’s Responsibilities section. We are independent of the parent company and the group in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our 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 opinions.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the company’s profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company and group’s type of operations, size and risks place on the size of the parent company’s equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company’s organization and the management of the company’s affairs. This includes among other things continuous assessment of the company and group’s

financial situation and ensuring that the company’s organization is designed so that the accounting, management of assets and the company’s financial affairs otherwise are controlled in a reassuring manner. The Managing Director shall manage the ongoing administration according to the Board of Directors’ guidelines and instructions and among other matters take measures that are necessary to fulfill the company’s accounting in accordance with law and handle the management of assets in a reassuring manner.

Auditor’s responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors or the Managing Director in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company’s profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company’s profit or loss are not in accordance with the Companies Act.

A further description of our responsibility for the audit of the administration is available on the Swedish Inspectorate of Auditors’ website: www.revisorsinspektionen.se/revisornsansvar. This description is part of the auditor’s report.

Stockholm 30 April, 2025.

Öhrlings PricewaterhouseCoopers AB

Nicklas Kullberg
Authorized Public Accountant

This is a translation of the Swedish language original. In the event of any differences between this translation and the Swedish language original, the latter shall prevail.

Other Information

Financial Calendar

Interim report Jan–Mar 2025	15 May 2025
Annual General Meeting 2025	27 May 2025
Interim report Apr–June 2025	27 August 2025
Interim report July–Sep 2025	13 November 2025
Year end report	18 February 2026

For more information

Further information about the Group is available on its website: thunderfulgroup.com

Contact

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Certified adviser

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Thunderful Group AB

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Kvarnbergsgatan 2
SE-411 05 Gothenburg, Sweden
www.thunderfulgroup.com

Game: ASKA
Studio: Sand Sailor Studios

The share and shareholders

Thunderful Group has been listed on Nasdaq Stockholm since December 2020, and the company’s shares are traded on First North Premier Growth Market (ticker: THUNDR).

During 2024, the share price of Thunderful Group’s shares decreased by –86.1 percent from SEK 4.90 at the opening on January 2 to SEK 0.68 at the closing on December 30. The highest closing price recorded during the year was SEK 5.24 on January 12, and the lowest closing price was SEK 0.66 on December 27. During the year, a total of 56,248,563 Thunderful Group shares were traded, with a total of 20,022 transactions. The share was traded on 100 percent of the trading days and had an average daily turnover of SEK 568,618, with an average of 80 transactions per day. At year-end, Thunderful Group’s market capitalization amounted to approximately SEK 47.9 million.

Total Return

The total return on Thunderful Group’s share in 2024, meaning the price change including reinvested dividends, was –86.1 percent.

Dividend and Dividend Policy

Thunderful Group intends to invest profits and cash flows in organic growth initiatives and acquisitions with the aim of strengthening value creation and therefore does not intend to pay an annual dividend in the medium term.

Share Capital

As of December 31, 2024, Thunderful Group AB’s share capital amounted to SEK 702,905.97, divided among 70,290,597 shares with a par value of SEK 0.01 each. Each share carries one vote and entitles the holder to the same proportion of the company’s assets and earnings and confers equal rights to dividends.

Financial reports and other financial and general information can be found on the Group’s website www.thunderfulgroup.com

Responsible for IR issues is
CFO Mikael Falkner
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Shareholders

At year-end, Thunderful Group had 5,206 (6,375) shareholders. The largest shareholders are Bergsala Holding AB with 25.5 percent, Avanza Pension with 7.9 percent, Brjann Sigurgeirsson with 6.2 percent, Klaus Lyngeled with 6.1 percent, and Nordea Liv & Pension with 3.7 percent. Of the total number of shares in the company, 94 percent are held by institutions. Foreign ownership amounts to 7.5 percent.

Market Communication

Thunderful Group’s contacts with the stock market are primarily based on quarterly financial reporting, press releases, and presentations of Thunderful Group in various contexts

Name	Shares	Capital and votes, %
Bergsala Holding AB	17,913,693	25.5%
Avanza Pension	5,529,701	7.9%
Brjann Sigurgeirsson (privately and in holding company)	4,375,000	6.2%
Lyngeled Holding AB	4,275,000	6.1%
Nordea Liv & Pension	2,619,950	3.7%
Johan Henningsson	2,513,703	3.6%
Knutsson Holdings AB	2,496,028	3.6%
Nordnet Pensionsförsäkring	2,259,696	3.2%
ÖstVäst Capital Management	2,200,000	3.1%
Andreas Johansson	1,539,742	2.2%
TOTAL TOP 10	45,722,513	65.0%
Other	24,568,084	34.9%
TOTAL	70,290,597	100.0%

Information about Nasdaq First North Premier Growth Market

Nasdaq First North Premier Growth Market (“First North”) is an alternative marketplace operated by Nasdaq Stockholm. It does not have the same legal status as a regulated marketplace. Companies listed on First North are covered by First North’s rules rather than the legal requirements for trading on a regulated marketplace. An investment

in a company that trades on First North involves a higher risk than one in a company that is listed on a regulated market. Companies must apply to the stock exchange and obtain approval before trading on First North can commence. A certified adviser guides the company through the listing process and ensures that the company always meets First North’s standards.



Game: Lost In Random: The Eternal Die
Studio: Stormteller Games

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**Our vision is to
be a leader in
a world where
everyone can play**