

SUSTAINABILITY REPORT 2025

About this report

Published in April 2026, this Sustainability Report provides information about CellMark's ESG performance during 2025. It complements the Group's Annual Report, where more information about CellMark can be found (including the complete financial results for the same period).

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BEST VIEWED

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Message from the CEO

CellMark is an independent sales and marketing organization with a global footprint. Our motto, Global Trade Made Easy®, reflects our mindset: we connect suppliers and customers across markets and geographies, and provide the services that make their trade processes smoother and more efficient. Through our business activities, we create value for our partners and stakeholders around the world.

At the same time, we recognize that our activities have an impact—both directly and indirectly—on the environment and society throughout the value chain. Acting responsibly and promoting sustainable business practices is, therefore, integral to the way we operate. Our commitment to international standards relating to the environment, human rights, and business ethics remains firm and continues to guide our decisions as we grow and evolve as a global organization.

The past year has been marked by continued geopolitical and economic uncertainty, alongside an increasingly complex regulatory landscape. New developments, such as the EU Deforestation Regulation (EUDR) and other emerging requirements, are reshaping expectations for global trade. At the same time, CellMark has undergone important leadership transitions. Through all these changes, one thing has remained constant: our values, our principles, and our long-term commitment to conducting business responsibly.

In 2025, we continued to strengthen our ESG & Compliance framework while preparing for enhanced reporting and due diligence requirements. We further improved our Group-wide reporting processes and deepened engagement with customers, suppliers, and financial partners on sustainability-related matters. ESG & Compliance remains firmly embedded in our Group strategy, supported by ongoing training initiatives and a strengthened organizational structure that positions us well for future regulatory demands.



While external conditions remain challenging, CellMark's agility, expertise, and strong culture position us well. Our ability to adapt, combined with our commitment to Surpassing Expectations, enables us to navigate complexity while remaining true to our principles.

This Sustainability Report provides an overview of our ESG & Compliance progress during the year and reflects both the dedication of our employees and the trust of our business partners. By remaining focused on our core values and long-term strategy, we are confident in our ability to continue delivering sustainable value in 2026 and beyond.

Doug Smith
President & CEO

Message from our Vice President of ESG & Compliance

2025 marked a year of continued development in CellMark's ESG & Compliance journey. Building on the foundations established in previous years, we focused on strengthening our governance structures, refining our processes, and enhancing our ability to respond to an increasingly complex regulatory environment. Meeting fast-evolving regulatory expectations requires the implementation of robust data management, clear governance, and effective cross-functional coordination.

During the year, our priorities included:

- Finalizing the foundation of our expanded ESG & Compliance due-diligence and risk assessment framework.
- Further expanding internal awareness and training initiatives to reinforce accountability across the organization.
- Improving reporting capabilities and internal controls to enhance transparency and data quality.
- Preparing for compliance with the EU Deforestation Regulation (EUDR) and the Carbon Border Adjustment Mechanism (CBAM).
- Enhancing our reporting methodologies, particularly concerning environmental data.

This year's Sustainability Report reflects these ongoing efforts. We view strengthened reporting and disciplined execution as essential components of a credible ESG & Compliance program and of maintaining the trust of our stakeholders.

With the structural foundation of ESG & Compliance now in place, we will continue to monitor regulatory developments. Looking ahead, we will leverage our learnings to further improve our risk assessment framework and enhance our ESG & Compliance due

diligence processes, with full implementation targeted for 2026–2027.

With ESG & Compliance firmly integrated into CellMark's strategy, and supported by the continued commitment of our Board of Directors and Management Team, we remain focused on steadily advancing our framework and promoting responsible business practices across our value chains.

Cédric Dubar
Vice President of ESG & Compliance



CellMark 2025 in brief



BOARD OF DIRECTORS

71.4%
NON-EXECUTIVE DIRECTORS



100%
ATTENDANCE

AREAS OF EXPERTISE

- Sales & Marketing
- Logistics & Customer Services
- Trade Finance-related Services
- Regulatory & Compliance Support
- Chemical Custom Manufacturing & R&D

FIVE DIVISIONS



CHEMICALS



PACKAGING & PAPER



PULP

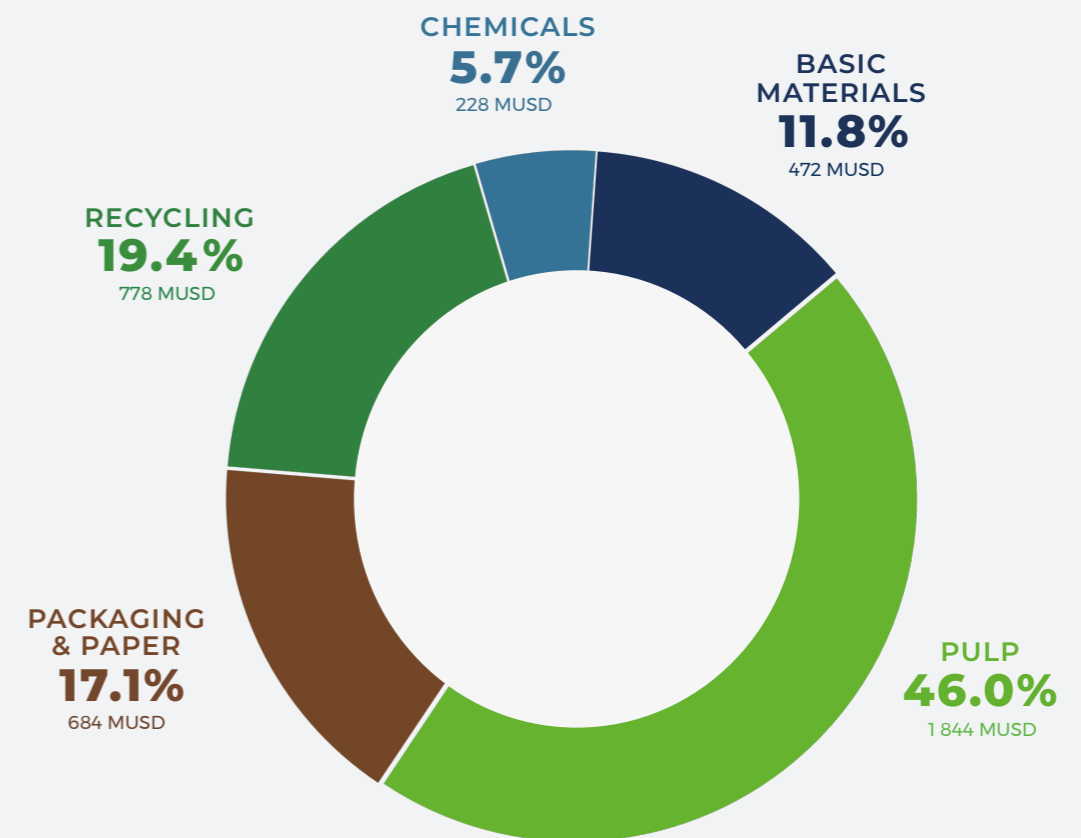


RECYCLING



BASIC MATERIALS

REVENUE BY DIVISION 2025



1 CELLMARK'S IDENTITY

1.1 General information about the company

NAME OF THE ORGANIZATION

Company name: CellMark AB

Commercial name: CellMark

Registered with the Swedish Companies Register Office under number 556244-2433.

OWNERSHIP

CellMark AB is a company, ultimately owned by its employees and by an external investment firm, the family-owned Swedish company Neudi & C:o AB, via the public company CellMark Investment AB (Registered with the Swedish Companies Register Office under number 556737-1959).

As at December 31, 2025, Neudi & C:o was the largest shareholder of CellMark Investment AB with 26.31 percent of CellMark's capital and voting rights.

LEGAL FORM AND GOVERNING LAW

CellMark AB is a limited liability company (Aktiebolag) established in 1984 and governed by Swedish law.

LOCATION OF HEADQUARTERS

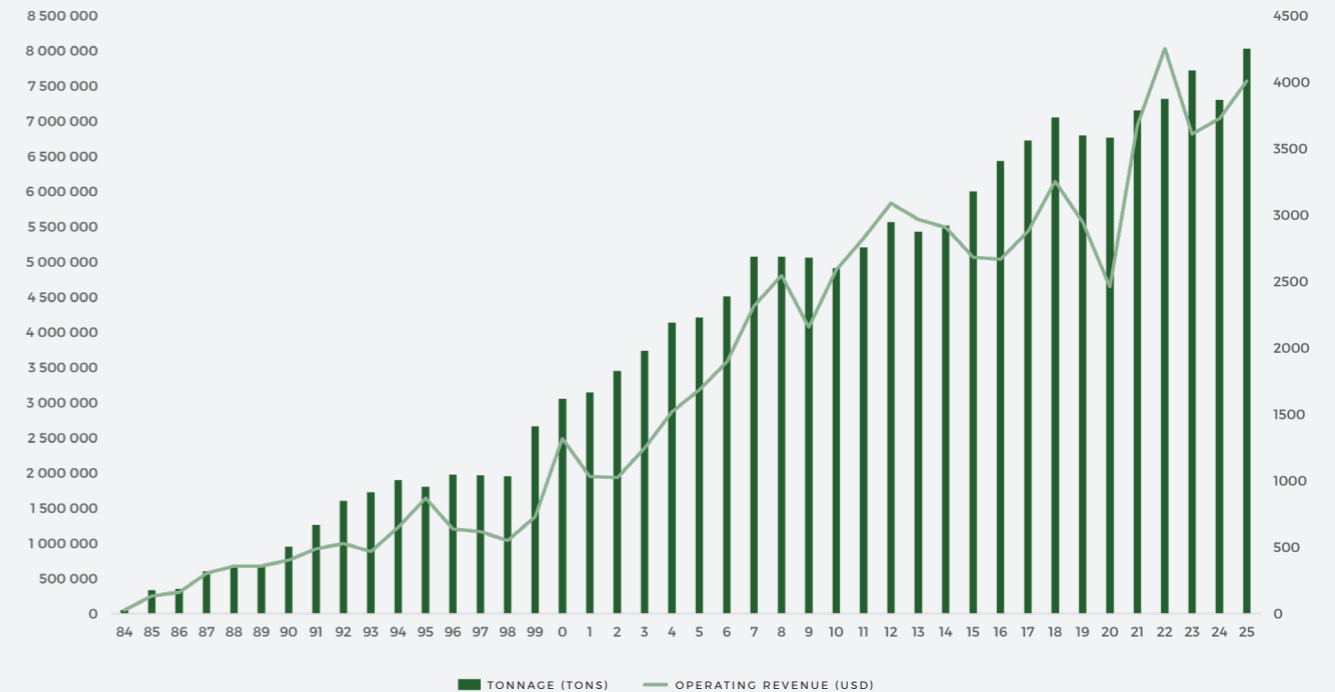
Registered office: Lilla Bommen 3C
411 04 Gothenburg, Sweden

Postal address: P.O. Box 11927
411 04 Gothenburg, Sweden

Telephone: +46 (0)31-10 03 00

Website: cellmark.com

GROUP TONNAGE AND OPERATING REVENUE 1984-2025



1.2 A history of dynamic growth

Founded in 1984 in Gothenburg, Sweden, CellMark has its roots in the international trade and distribution of raw materials related to the global pulp and paper industry.

Over the years, the group developed world-class marketing and supply chain service capabilities and expanded into new product areas.

Today, the group consists of five international Divisions: Pulp, Packaging & Paper, Recycling, Chemicals, and Basic Materials.

The Group has also grown operations for recycled plastics and biomass for energy within its divisional structure.



Highlights

1984

Cellulose Marketing International AB is founded in Gothenburg with 21 employees. Five overseas sales offices are established.

1987

CellMark becomes 100 percent employee owned. The Group acquires Pacific Forest Resources Inc., adding packaging, paper, and board and recovered paper to its existing base in market pulp and whitepaper

1990

CellMark reaches the 1-million-ton mark and sells its products in 36 markets. In 1991, chemicals are added to the product portfolio.

1996

The 2-million-ton mark is reached. CellMark becomes ISO-9001 certified and acquires its first recycling plant.

1997

The company name, Cellulose Marketing International AB, is changed to CellMark AB.

1999

CellMark acquires American Paper Sales and Perkins Goodwin in the US and Unifibra in Europe. Singapore Pulp Private Ltd (SPPL) is established in Singapore.

2000

The Group's sales exceed one billion US dollars. CellMark acquires Gothia Paper AB and Larsson Paper AB.

2001

Over 3 million tons of pulp and paper are sold to over 100 markets. Most subsidiaries are consolidated under the CellMark brand name.

2004

CellMark celebrates its 20th anniversary and reaches a sales volume of more than 4 million tons.

2006

CellMark has 37 offices around the world and becomes FSC® and PEFC certified.

2009

CellMark celebrates its 25th anniversary and maintains the 5-million-ton record reached in 2007. The Group acquires Fibres International, and the CellMark Recycling Division operates 10 recycling facilities in North America.

2010

CellMark acquires Sicutec AB, a supplier of second-hand machinery and equipment to the pulp and paper industry.

2011

CellMark acquires Alcan International Network. With this acquisition, CellMark creates two new divisions: CellMark Chemicals and CellMark Metals. CellMark also acquires NorCell in the USA and Axe Papier in France.

2012

Several new business lines are established: Basic Chemicals and Waste-to-Energy. CellMark is established as a leading supplier of Biomass to the energy industry in France.

2014

CellMark celebrates its 30th anniversary and becomes the exclusive distributor of Norske Skog in Asia, through NorCell Asia. The Group also acquires Sonaco Trading AB, a Stockholm-based metals trading company, and AnMar International Ltd, a nutraceutical ingredient company, thus broadening its network as well as its product portfolio and service capabilities.

2017

CellMark acquires Semper Exeter (now Semper CellMark) in North America, a distributor and converter of paper, paperboard, plastics, and films. A new long-term investor, Ernström & Co (now Neudi & C:o), becomes a shareholder of CellMark, adding new skills and direction to the Group.

2018

Volumes reach seven million tons and CellMark begins reporting on its sustainability practices.

2020

CellMark introduces a new Division, CellMark Basic Materials, resulting from a merger between two existing Divisions: CellMark Metals and CellMark Basic Chemicals. The Group also completes the acquisition of Rocky Mountain Recycling Services LLC, a major supplier and valued strategic partner to the Recycling Division.

2022

CellMark achieves its best financial year ever. The Group introduces a combination of its CellMark Packaging and CellMark Paper Divisions, to form a new division: CellMark Packaging & Paper.

2023

The third-best financial year in CellMark's history. The Group acquires the Lenvale Group, a paper converting industry leader in the UK, and the Novara Group, a virgin

and recycled plastics resin supplier. CellMark also becomes the exclusive sales agent in Italy for all publication paper and recycled containerboard products produced by Norske Skog.

2024

CellMark is awarded a Gold Rating for its sustainability performance by the independent rating organization EcoVadis. The Group acquires Kempenaars, a leading wastepaper and plastics recycler in Southwestern Netherlands.

2025

CellMark enters into a joint venture with EcoTech Management, a New York-based specialist in secure data destruction and electronics recycling, strengthening the Group's global footprint in the e-waste sector. CellMark is certified Great Place to Work® in 12 countries.

1.3 Activities, brands, products, and services

1.3.1 BUSINESS SECTORS

The CellMark group consists of five international Divisions: Pulp, Packaging & Paper, Recycling, Chemicals, and Basic Materials.



1.3.1.1 PULP

CellMark's Pulp Division is a global sales and marketing platform for wood pulp, biomass energy, wood chips, and for caustic soda in the Nordic region of Europe.

WOOD PULP

The global pulp market is dynamic and continually diversifying into many non-traditional areas such as textiles, chemicals, non-wood offerings, hygiene products, and packaging solutions. CellMark Pulp has a diversified product portfolio of wood pulp, including Northern & Southern Softwood, Radiata, Aspen, Birch, Maple, Acacia, Eucalyptus, BCTMP, non-wood, and Dissolving pulps.

ENERGY

The Energy group markets wood biomass for heat and electricity production in Europe and Asia. It trades and distributes wood pellets and wood chips for heat and electricity production.

In addition to wood biomass, CellMark Pulp sources raw materials (wood chips and non-wood fibers) for pulp and paper applications around the world. Other product offerings include waste-to-energy raw materials for energy production.

The Division has a global presence with four main global hub offices in Gothenburg, Geneva, Singapore, and Norwalk (Connecticut, USA), as well as numerous branch offices.

NORDIC CAUSTIC

The Nordic Caustic group provides caustic soda solutions to the pulp & paper and mining industries in the Nordic region. The Nordic Caustic group specializes in this region and has long-term partnerships with both suppliers and customers looking for market knowledge and reliability in this volatile segment.





1.3.1.2 PACKAGING & PAPER

CellMark's Packaging & Paper Division is a global distributor of a wide variety of packaging and paper products. In addition to its core marketing and supply chain services activities, the Division is the exclusive distributor

for particular product segments for major paper & packaging groups in certain geographies. The Division has a global presence, with 14 offices worldwide and access to packaging and paper products all over the world.

PAPER PRODUCTS

CellMark's Paper segment markets the following products:

- A wide variety of **publication & advertising papers**, such as newsprint papers, high bright papers, uncoated freesheet papers, or coated freesheet papers.
- **Paperboard** that can be used for boxes: solid bleach board, folding boxboard, and coated.
- **Specialty & converting papers**, such as food service papers, envelope papers, thermal papers, carbonless papers, and greaseresistant papers.
- **Office papers.**

PACKAGING PRODUCTS

CellMark's Packaging segment markets the following products:

- **Containerboard:** Used in producing corrugated boxes and other non-standard uses where unbleached board is required.
- **Kraft Paper:** Used in a wide range of bags and sacks: from lightweight food grade for use in a bread or sandwich bag to high-strength paper to package heavy weights.
- **Boxboard:** Used for smaller boxes in the food, cosmetics, and consumer goods sectors, where the strength of a corrugated box is not needed, or for paper cups and plates, and packages for high-print needs.
- **Specialty products:** Such as unbleached kraft pulp (for the production of specialty papers that require high-strength virgin fibers), tissue and toweling, and starch (used in the paper production plants as additives to enhance the final products, or in corrugated box factories as a natural adhesive to hold the box together).





1.3.1.3 RECYCLING

CellMark’s Recycling Division is a full-service organization that buys, sells, produces, and transports recycled fiber, plastics, metals, and job lot/stock lot rolls across the globe. The Division also owns and operates six recycling facilities and is active in four other recycling facilities through joint venture partnerships.

RECYCLED FIBER

CellMark Recycling handles over 2.1 million tons of all grades of recycled fiber every year. The Division is active in over 40 countries through its 30 offices. The main product segments are wastepaper, post-consumer, and industrial plastics and metals.

SEMPER CELLMARK

Via its Semper CellMark business (formerly Semper Exeter), CellMark Recycling converts and distributes packaging papers, paperboard, plastics and films, and textiles. Semper CellMark provides custom-made products to printers, box makers, tube winders, and paper retailers and advises its customers on how to find the right solution for their needs.

JOB LOTS & STOCK LOTS - SUNSET TRADING

Via its Sunset Trading business, CellMark Recycling specializes in buying rejected off-grade paper and over-runs from mills, as well as from insurance salvage deals. Most buys are transported to one of the Division’s warehouses, graded, sorted, and shipped to

The Division has a global presence, with offices and production facilities across North America, Europe, the Caribbean, South America, and Asia. In 2025, CellMark Recycling sourced and traded over 2.2 million tons globally and processed over 493 000 tons of waste through its facilities.

customers in the USA and to 20+ countries worldwide. Warehouses are located strategically to minimize freight and handling, while outbound loads are carefully customized to each customer’s requirement.

Main product segments

Poly coated board, uncoated and coated bleached board, unbleached board, recycled board, natural kraft paper, excess printing grades, and metals & metal scraps.

CASCELL TRADING GROUP

CasCell Trading Group is a joint venture between CellMark Recycling and Cascades Recovery. It markets recyclable commodities generated at Cascades Recovery’s facilities, third-party recycling companies, and retail and commercial suppliers. CasCell Trading markets commodities worldwide.



PLASTICS

The plastic segment of CellMark Recycling is a full-service prime & generic prime compounding, resin sales, and distribution organization. It is a global provider of thermoplastic resins and recycled services to OEMs and other manufacturers in the plastic industry. CellMark Plastics also works with its customers to develop programs to meet their sustainability goals. CellMark Plastics covers the markets of North America, Asia, and Europe.

Main product segments

- **Engineering resins:** from styrenics to high-temperature polymers.
- **Commodity resins,** including polystyrene, polypropylene and polyethylene.
- **Custom compounds** designed to maximize performance and cost.
- **Reprocessed resins:** post-consumer and post-industrial waste streams that are re-processed back into useable plastic pellets.



1.3.1.4 CHEMICALS

CellMark's Chemicals Division specializes in the sourcing, sales & marketing, and custom manufacturing of specialty chemical products. Through its laboratory capabilities and R&D platforms, the Division designs and develops custom-made solutions for its customers. By leveraging its inventory of more than 1,000

CellMark Chemicals deals primarily with organic, inorganic, specialty, fine chemicals, active ingredients, and nutritionals. The Division's portfolio of more than 1,000 products are sold in four main market segments: Health & Personal Care, Catalyst & Gas Processing, Industrial & Specialty Chemicals, and Ingredients for Nutritionals.

The Division's global team of Regulatory Specialists ensures that CellMark Chemicals and the products provided comply with the full spectrum of regulatory bodies, such as REACH, OSHA, FDA, USDA, DEA, EPA, and GHS/CLP.

CellMark Chemicals has a global presence, with 15 offices located worldwide. It owns a cGMP-compliant facility with particle engineering and custom formulation capabilities.

industrial, pharmaceutical, and personal care products, the Chemicals Division has successfully put itself on the map as one of the industry's top distributors and manufacturers world-wide. Custom Manufacturing now represents more than 12 percent of CellMark Chemicals' business.

CATALYST & GAS PROCESSING (CGP)

CellMark's CGP segment supplies and produces custom manufactured products that go into automotive catalysts, specialized materials for desulfurization and amine scrubbing units, as well as proprietary products for the removal of CO₂ from gas streams in the oil and gas industry (catalysts, corrosion inhibitors, antifoam, and custom formulations tailored to meet customer defined requirements).

Main product segments

Chemicals for hot potassium carbonate CO₂ removal systems, catalysts (active components for environmental catalysts, automotive and organic syntheses), desulfurization units, and several other gas treatment products.

NUTRITIONAL INGREDIENTS AND MANUFACTURING SERVICES

CellMark's Ingredients business segment manufactures and distributes ingredients that go into dietary supplement components and food ingredients. Our processes include but are not limited to triturations, granulations, oil to powder blends, dry blends, drying, milling, and packing all of which are performed in the Division's GMP compliant facility.

Product segments

Vitamins, customized botanical products and custom granulations and triturations, amino acids, excipients, and specialty ingredients trademarked and clinically backed.

HEALTH & PERSONAL CARE (HPC)

In the HPC segment, CellMark provides a wide range of chemicals and ingredients that are designed to enhance and improve the well-being and quality of life of end users.

Product applications

Oral care, pharmaceutical intermediates, pharmaceutical active ingredients, cosmetic ingredients, beverage ingredients, flavors & fragrances.

INDUSTRIAL & SPECIALTY CHEMICALS (ISC)

CellMark's ISC segment offers a select range of raw materials and finished chemicals. The Division's expertise is in supplying high-quality, high-purity, raw materials to established industries as well as new product development into emerging markets.

Product applications

Adhesives and sealants, agriculture, chemicals intermediates, electronics, glass, lubricants, paint, coating & building materials, polymers & compounds, pulp & paper processing, reducing agents, refractory, ceramics, abrasives, solvents, stabilizers, textiles, and oil & gas and water treatment.



1.3.1.5 BASIC MATERIALS

CellMark's Basic Materials Division trades and distributes a selected range of basic chemicals and metal products broadly used in common industries. The Division has a global

presence in 5 regions: Europe, Middle East & Africa, Asia, Latin America, and North America. It is active in 60 countries, with a network of 22 offices around the globe.

Main basic chemicals traded

- Acids & bases
- Acetyls, ketones & alcohols
- Lignosulfonates
- Esters, plasticizers & glycols
- Agrochemicals
- Solvents
- Many other organic and inorganic basic chemicals

Main metals traded

- **Ferrous Metals:** chrome, manganese, silicon, nickel, pig iron, ferroalloys.
- **Non-Ferrous Metals:** aluminum, copper, silicon, magnesium, master alloys, zinc, lead.
- **Foundry & Shot Blasting:** supply of products and equipment to the foundry and surface treatment industry in Europe.



1.3.2 SERVICES

CellMark delivers a broad range of products, services, and solutions to the world market, connecting suppliers and customers. Thanks to its long-term experience, the Group has developed services that help its industrial partners improve reliability and performance.

1.3.2.1 SALES & MARKETING

With its experience and global presence, CellMark offers its customers and suppliers all types of sales and marketing services, timely market information, risk management, order tracking, invoicing, and trade documentation.

1.3.2.2 LOCAL WAREHOUSING, LOGISTICS & CUSTOMER SERVICE

CellMark's logistics capabilities fulfill the needs of both the suppliers and customers. These services are integrated with the Group's Divisions. As a large shipper of goods, CellMark has cultivated close relationships with major shipping lines, forwarding companies, terminals, haulers, and insurance companies. These partnerships complement the Group's deep product knowledge, resulting in high-quality transportation at competitive costs.

CellMark's logistics services

- container shipments
- bulk shipments
- dangerous goods
- contract negotiations
- marine insurance
- inspection of goods
- vessel chartering
- warehousing
- due diligence
- claims handling

1.3.2.3 TRADE FINANCE-RELATED SERVICES

CellMark's finance team creates financial and risk management solutions from offices in Gothenburg, Geneva, Shanghai, Singapore, Istanbul, Novato (California, USA), Miami (Florida, USA), Norwalk (Connecticut, USA), and Shelton (Connecticut, USA).

Deep financial insight, an extensive global network, and close relationships with banks and insurance institutions give CellMark the ideal platform from which to customize solutions for customers and suppliers. The Group strives to design its financial solutions around the buyer's or seller's trading cycle, thereby minimizing risks.

CellMark's trade finance-related services

- short- & medium-term trade finance
- structured trade finance
- pre-export financing
- project finance
- credit insurance facilities
- credit management
- cash management services

1.3.2.4 REGULATORY & COMPLIANCE SUPPORT

This valuable service helps customers and suppliers navigate the complexities of domestic and foreign markets. At the same time, we identify new business opportunities created by regulatory changes and reduce the possibility of non-compliance.

In recent years, the regulatory environment for the chemical and allied industries in which the Group operates has changed dramatically. To keep up with these changes, CellMark's Chemicals Division has built a global team of regulatory specialists. These professionals strive to ensure that CellMark and the

products supplied comply with the full spectrum of regulatory bodies, such as REACH, OSHA, FDA, USDA, DEA, EPA, and GHS/CLP.

1.3.2.5 CHEMICALS CUSTOM MANUFACTURING

CellMark offers, designs, and develops custom-made solutions to everyday manufacturing challenges in specialty chemicals using its global lab capabilities and R&D platforms.

CellMark's chemical custom manufacturing and R&D services*

- formulations
- custom blending
- granulations
- encapsulations
- milling
- triturations
- packaging and re-packing
- research and development
- pilot trials
- laboratory testing
- inorganic reactions

*Services included, but not limited to

1.3.3 BUSINESS ADMINISTRATION

CellMark's operational activities (see sections 1.3.1 and 1.3.2) are supported by the Business Administration group that provides cross-functional services to all Divisions. Most of these functions

are overseen from CellMark's headquarters in Gothenburg, Sweden, and organized in three main regional hubs that support the Group's operational activities in their region.

Functions gathered in the Business Administration group

- Accounting
- Credit, Risk & Assurance
- Trade Finance
- Internal Control & Audit
- Strategy & M&A
- Information Technology & Digital
- Human Resources
- Information & Media
- ESG & Compliance (including certification and quality)

1.3.4 BUSINESS MODEL

CellMark's performance mainly relies on (i) the unique knowledge and experience of its employees, (ii) the long-term relationships established with its business partners and customers, and (iii) its global presence.



The Group's employees have an in-depth understanding of actors in their market and of even minor changes in the market's culture and mechanics, which facilitates superior, day-to-day interaction with business partners and customers.



Over the years, CellMark has built strong far-reaching relationships and long-term perspective engagements with its business partners (suppliers and customers). The business partners' confidence in the group's professionalism has been the backbone of CellMark's development.



The Group's global reach is one of its core strengths. Each Division has access to products all over the globe and has local offices to both support and administrate the business.

The Group values its employees and business partners highly and continuously strives to maintain the industry's confidence and respect through its thorough knowledge of the markets and the broad range of services offered to its customers and suppliers.

CELLMARK'S BUSINESS MODEL

INPUT



CellMark members

Employees: 951
46 % women
36 % female managers
60 non-employee workers



Financial

Total assets: 1 242 MUSD



Bank & insurance

Deep financial insight and close relationships with banks and insurance institutions.



Partnership & network

Far reaching, and long-term relationships with business partners.



Natural resources

Energy consumption:
90 945 GJ
Electricity used:
31 847 GJ
Water consumption:
12 720 m³
Waste generated:
547 tons
Waste processed:
493 000 tons



Global presence

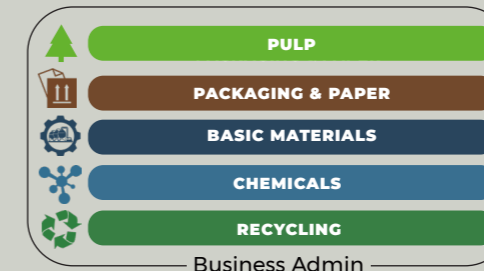
70+ locations
30+ countries

BUSINESS MODEL



Leveraging our strong network and experience, we provide top-of-the-line supply chain services- across the street and across the globe.
Global Trade Made Easy®.

Who we are



How we act



Services we offer



OUTPUTS



CellMark members

83 % Trust Index™ in the 2025 Great Place To Work® survey.



Financial

EBIT: 62 MUSD
Operating Revenue: 4 006 MUSD
Net Result: 20.2 MUSD



Bank & insurance

Customized financial solutions tailored to the trading cycles of our business partners.



Partnership & network

Ability to identify, and facilitate, ideal supplier-customer partnerships across the world.



Natural resources

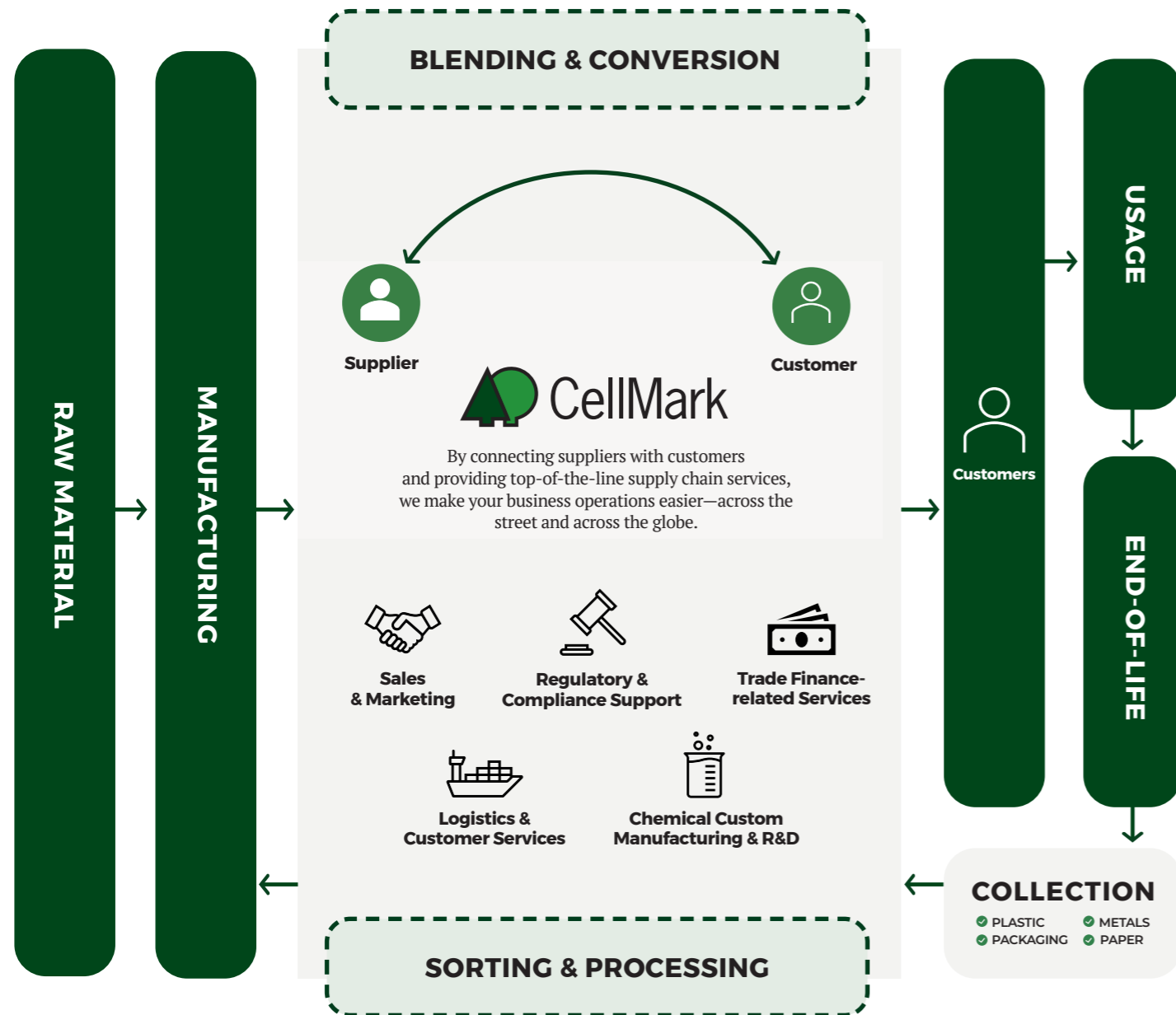
Energy consumption vs. 2024: +14 %
GHG emissions vs. 2024: -9 %
89 % of waste processed by the Recycling Division traded for recycling.



Global presence

All Divisions have global reach with access to products & partners globally.

CELLMARK'S VALUE CHAIN AND OPERATIONS



GENERATION OF ECONOMIC VALUE

Direct Economic value generated (kUSD)	2025
Total operating income	4 005 850
Interest income	5 277
TOTAL	4 011 127

DISTRIBUTION OF ECONOMIC VALUE

Direct Economic value distributed (kUSD)	2025
Operating costs (except employees' wages and benefits)	3 802 228
Employees' wages and benefits	141 929
Interest expenses	30 897
Payments to Governments (tax on profit)	11 401
Distribution to shareholders	17 611
TOTAL	4 004 066

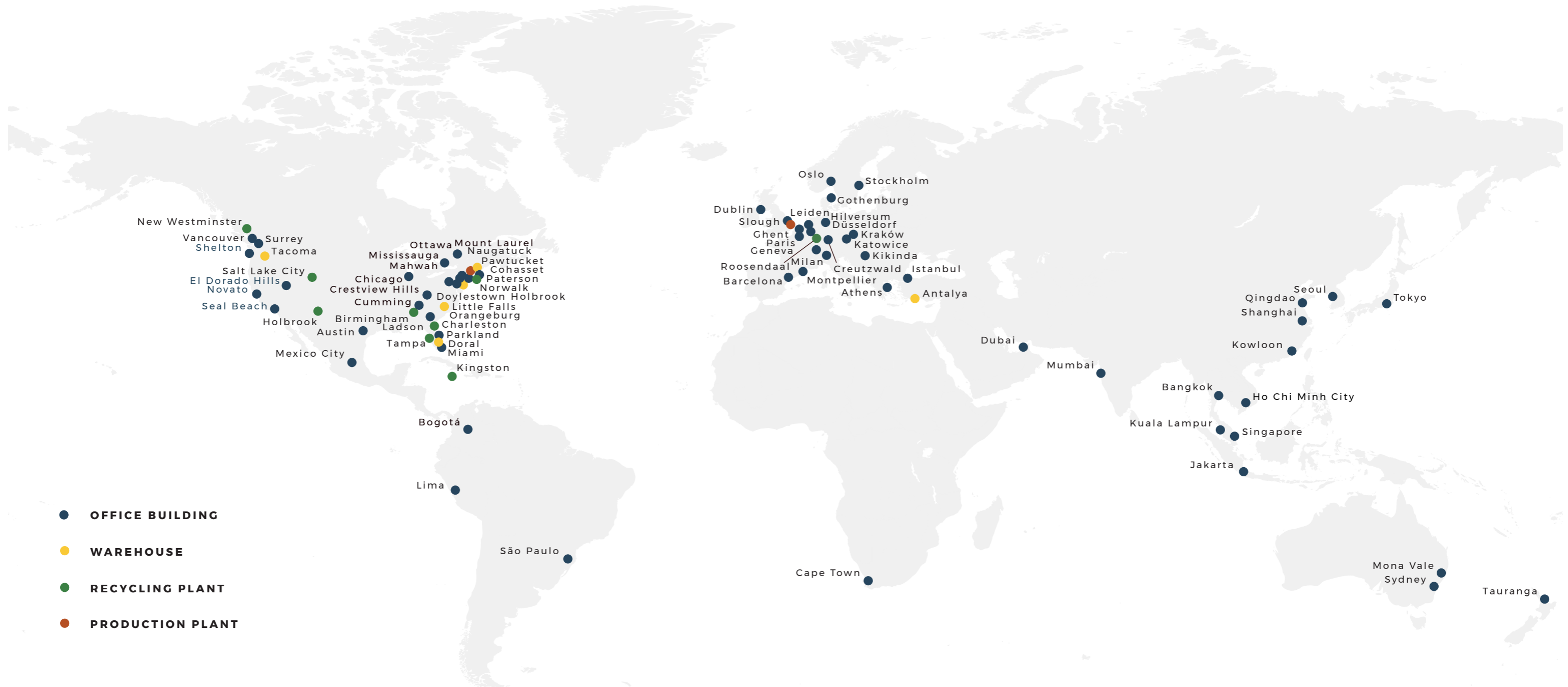
1.4 Location of operations & markets served

1.4.1 LOCATION OF OPERATIONS

The CellMark Group has an extensive network of more than 50 offices in over 30 countries, supplemented with numerous representatives around the world, resulting in a global reach with a presence in more than 70 locations. Operating activities are conducted by legally independent com-

panies grouped together in the following business Divisions: Pulp, Packaging & Paper, Recycling, Chemicals, and Basic Materials.

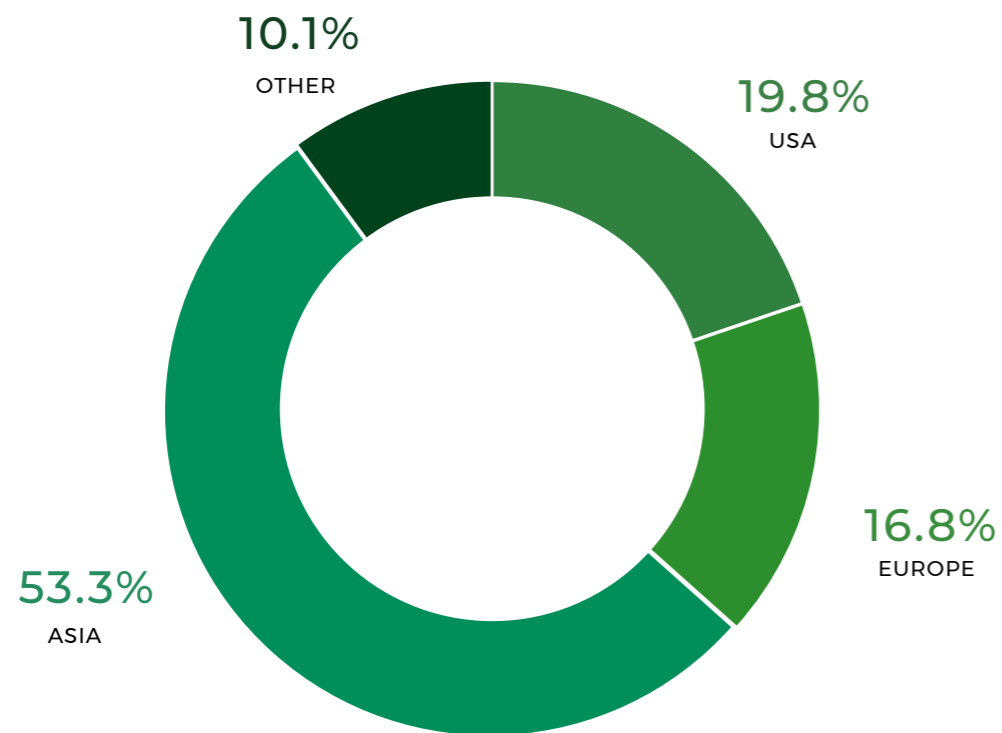
As at December 31, 2025, the Group included CellMark AB and 52 consolidated subsidiaries, as well as 6 representative offices.



1.4.2 MARKETS SERVED

CellMark provides products, services, and solutions to its customers and suppliers all over the world: the Group's customers and business partners are in more than 120 countries. In 2025, the Group served more than 6 500 active customers and had more than 8 500 active suppliers.

REVENUE BY GEOGRAPHIC AREA 2025

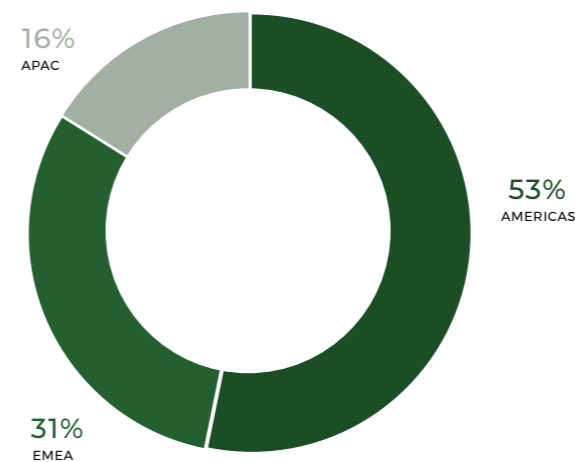


REVENUE DISTRIBUTION BY REGION (%)

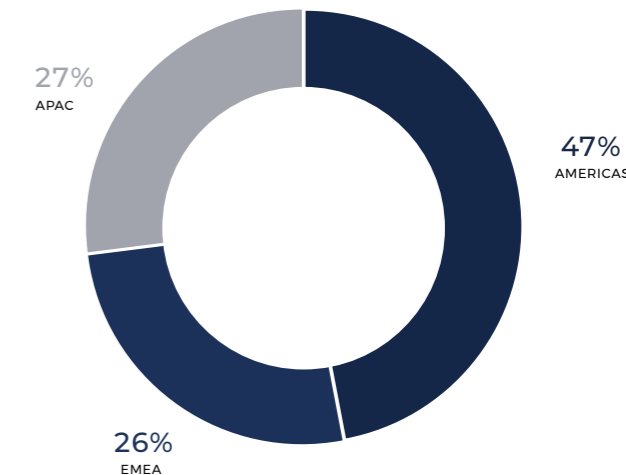
	2025	2024	2023	2022
USA	19.8	21.2	19.5	20.5
Europe	16.8	15.7	15.5	16.6
APAC	53.3	50.2	51.4	43
Other	10.1	12.9	13.6	19.9

In 2025, among the Group's +8 500 active suppliers, by number of suppliers, 38 percent were product suppliers, 18 percent were freight providers, and 43 percent were other service providers. They are distributed as follows:

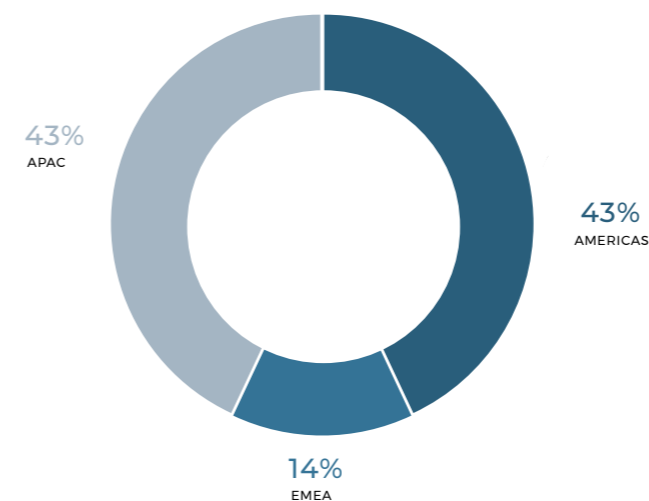
DISTRIBUTION OF ACTIVE SUPPLIERS IN 2025 (BY GEOGRAPHIC AREA)



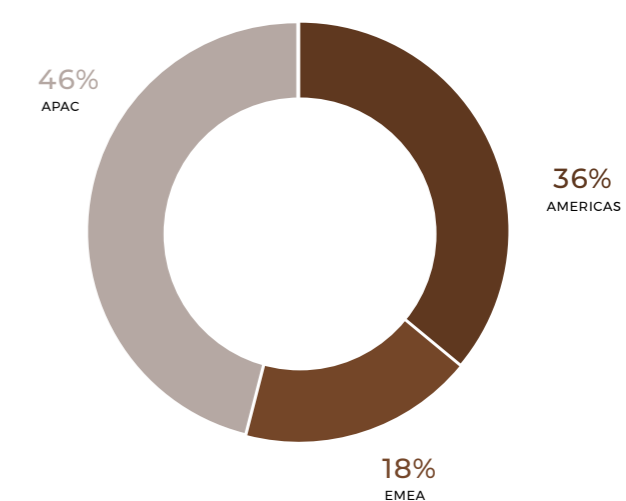
DISTRIBUTION OF ACTIVE PRODUCT SUPPLIERS IN 2025 (BY GEOGRAPHIC AREA)



DISTRIBUTION OF ACTIVE FREIGHT SUPPLIERS IN 2025 (BY GEOGRAPHIC AREA)



DISTRIBUTION OF ACTIVE OTHER SUPPLIERS IN 2025 (BY GEOGRAPHIC AREA)



2025 COSTS REPRESENTING MORE THAN 5 % OF TOTAL COST (BY REGION)

	Americas	EMEA	APAC
Purchase of products	32%	57%	12%
Purchase of logistic services	50%	40%	10%

1.5 CellMark's Value Platform

CellMark's Value Platform was developed and adopted by the Management Team in 2016. It reflects CellMark's spirit and way of doing business, by establishing Guiding Principles that all employees are expected to embrace, as well as a vision and a mission for the Group.

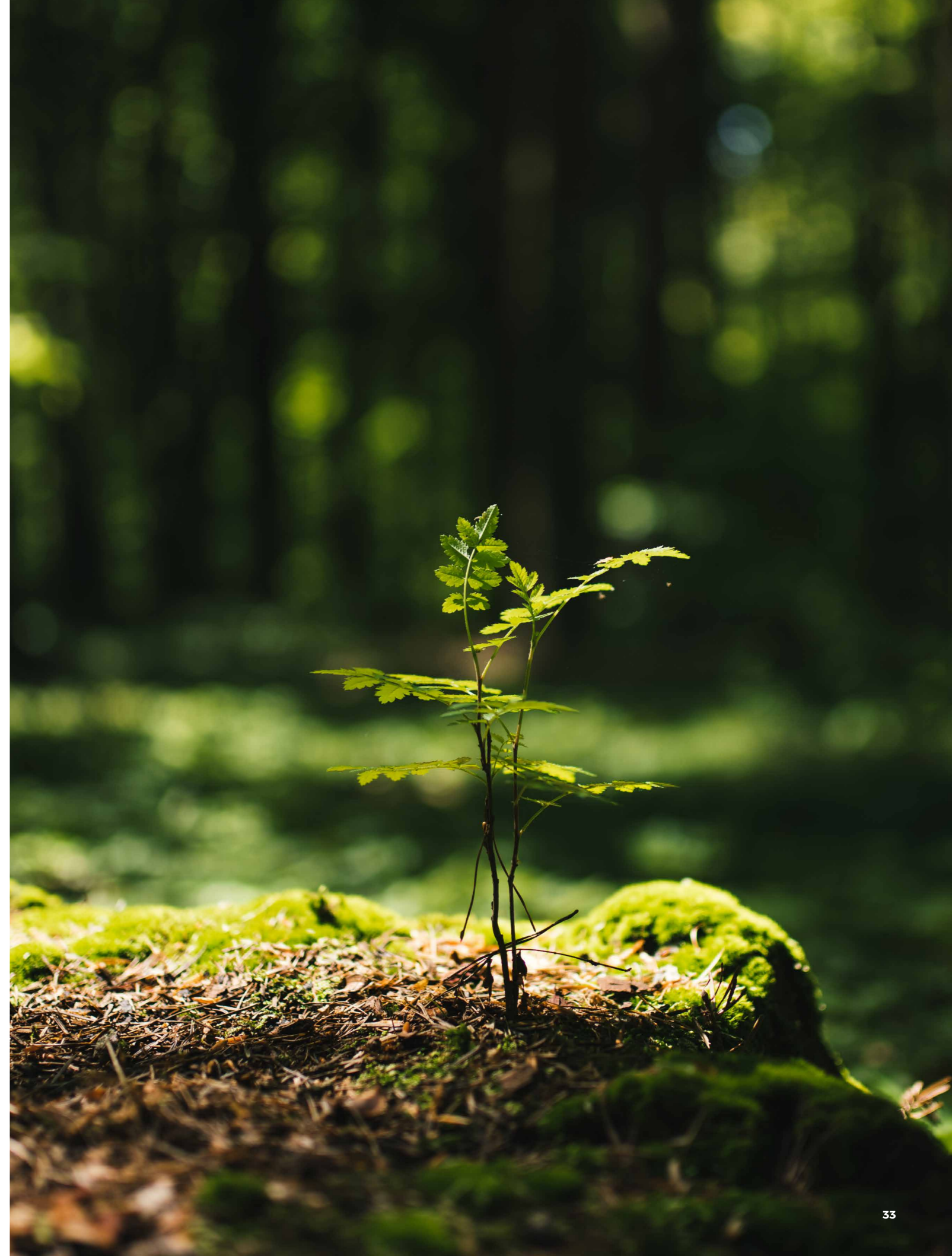
The Guiding Principles highlight several behaviors that are considered important

for the Group's success. CellMark's Management Team evaluates the relevance of reviewing the Value Platform on a regular basis.

Awareness regarding the Value Platform is part of the onboarding program that all new employees must follow. In addition to providing information on the Value Platform to all new employees, global awareness campaigns have also been carried out.

Integrity is the foundation of our relationships, with each other and with our business partners.

- We **empower** each other to be creative and decisive. We are a company of global entrepreneurs where we generate ideas and welcome change.
- We **care** about the future welfare, health and well-being of our people, our business partners, and the communities where we are present.
- We **build** strong, agile teams of dedicated people with a results-oriented work ethic to align towards common goals. We develop long-lasting relationships while having fun.
- We **are supportive**, promote open dialogues and treat each other with respect. We celebrate our accomplishments and learn from our experiences.
- We **develop** tools, training, and guardrails to facilitate **sustainable growth**.



1.6 Significant events in 2025

The world economy experienced a steady but modest growth in 2025. Global inflation continued its downward trend, making interest rate cuts possible.

The shareholders approved in April and December 2025 the redemption of a total of 1.99 percent of CellMark shares. They also approved in April 2025 the share issue of a total of 1.48 percent of CellMark shares.

Daniel Dayan and Johanna Lamminen retired from the Board of Directors and did not to seek re-election at the 2025 Annual General Meeting held on April 28, 2025. During this Annual General Meeting, the shareholders appointed Fabian Hielte as the Chair of CellMark Investment AB's Board of Directors and two new non-executive Directors: Aran Williams and Johannes Hobohm.

Tariffs and uncertainty in the market had a major impact on global trade. Uncertainty reduced demand in some areas, which impacted CellMark's performance.

Considering the risks for vessels in the Red Sea, Suez Canal-bound vessels were still re-routed around the Cape of Good Hope, to protect lives, vessels, and cargo. This situation led to longer transit times and, in certain cases, a lack of available empty containers and canceled schedules.

Following Christer Simrén's retirement at the end of 2024, Henrik Forsberg Schoultz held the position of CEO of CellMark from April 1 until October 13, 2025. The Board of Directors appointed Doug Smith, Divisional President of Pulp and a member of the CellMark Board of Directors, as the new CEO of CellMark from this date. To ensure a smooth transition, Doug Smith will continue to lead the Pulp Division during the first months of 2026.

The Recycling Division entered into a 50/50 joint venture with EcoTech Management, a company specializing in the security of data destruction and recycling of computers and other electronics, based in Holbrook, New York, USA.

Other than mentioned above, during the year 2025:

- There was no facility opening, closing, or expansion.
- There was no significant change in the share capital structure.
- There were no significant changes to the supply chain that caused or contributed to significant economic, environmental, and social impacts.
- There was no specific "major" contract or "major" investment.

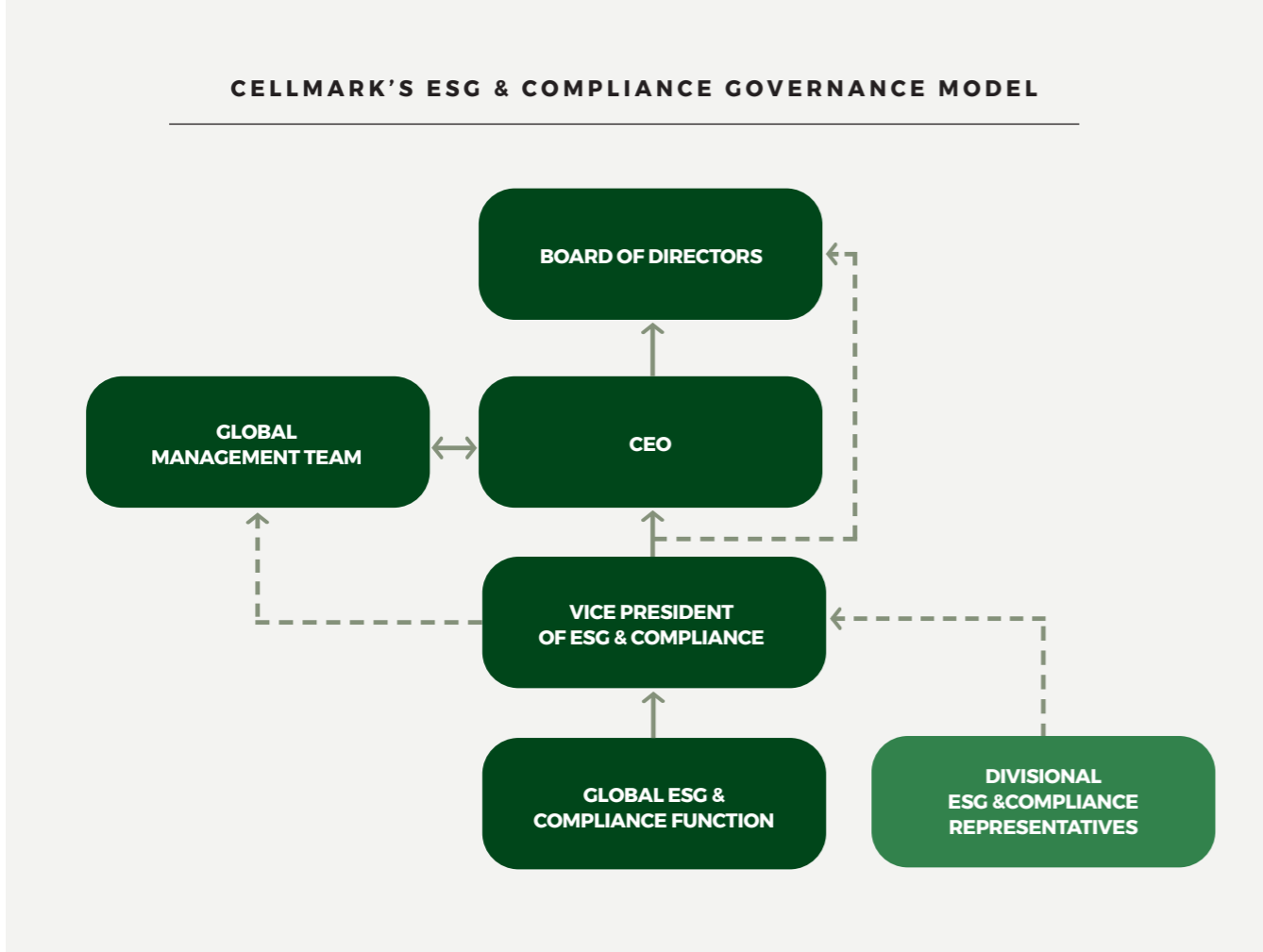
1.7 CellMark’s approach to Environment, Social, and Governance (ESG)

1.7.1 ESG & COMPLIANCE GOVERNANCE

CellMark’s Board of Directors has the ultimate responsibility for defining the Group’s ESG & Compliance strategy, and the Management Team has the responsibility to implement this strategy through the Divisional Presidents.

The Board of Directors and the Management Team are supported by the ESG & Compliance function, which has the overall responsibility for the development,

implementation, and maintenance of the ESG & Compliance strategy and programs. The Vice President of ESG & Compliance reports to the Chief Executive Officer and the Chair of the Board. ESG & Compliance Coordinators have also been appointed to support the roll-out of the ESG & Compliance strategy and programs within their Division, by providing awareness on and contributing to the operational implementation of ESG & Compliance.



The Vice President of ESG & Compliance has regular separate meetings with CellMark’s Chief Executive Officer and with the Chair of the Board. ESG & Compliance risks and opportunities, impact, strategy, and pro-

grams are presented and discussed at the Management Team and Board of Directors levels regularly. The ESG & Compliance annual action plan is presented to the Management Team and the Board of Directors.

1.7.2 ESG STRATEGY

CellMark’s ESG strategy has been approved by the Group’s Board of Directors and Management Team. It is based on the following core principles:

- Ensure optimal stakeholder relations through transparency and engagement.
- Foster long-term relationships with customers and business partners.
- Ensure CellMark’s performance by attracting and retaining talent and by focusing on employee well-being.
- Strive for excellence in safety and security.
- Sustain a culture of integrity in the Group.
- Strive to provide ESG services to our customers.
- Involve suppliers and other business partners in our ESG efforts.

As a responsible company, CellMark is committed to integrating ESG in its everyday business and activities and works constantly to improve its strategy and ESG reporting practices.

The ESG Strategy is discussed by the Board regularly and is reviewed accordingly.



1.7.3 SUPPORTING INTERNATIONAL GUIDELINES AND STANDARDS

CellMark supports and works actively to comply with international guidelines regarding environment, human rights, and business ethics, including:

- The UN Global Compact Initiative.
- Internationally proclaimed human rights standards and conventions (in particular the International Bill of Human Rights, the United Nations Guiding Principles on Business and Human Rights, the eight core conventions of the International Labour Organization, and Article 32 of the United Nations Convention on the Rights of the Child).
- The OECD Convention on combating bribery of Foreign Public Officials in International Business Transactions.
- The OECD Guidelines for Multinational Enterprises.

1.7.4 CONTRIBUTION TO THE UNITED NATIONS' SUSTAINABLE DEVELOPMENT GOALS

CellMark's business can contribute to the achievement of some of the United Nations' Sustainable Development Goals (SDGs).

7 AFFORDABLE AND CLEAN ENERGY

AFFORDABLE AND CLEAN ENERGY (SDG #7)

CellMark Energy is a leader in the trade and proliferation of biomass-based alternative fuels and waste-to-energy commodities. Further, in our lignosulphonate commodity trading, CellMark supports reduced energy usage in the production of ceramics and clay bricks, coal briquettes, and recycled paper.

8 DECENT WORK AND ECONOMIC GROWTH

DECENT WORK AND ECONOMIC GROWTH (SDG #8)

CellMark's commitment to responsible business stretches further than its own operations. In addition to its direct positive impact on its employees (see section 3.1), the Group promotes decent working conditions among its business partners through the implementation of its Code of Conduct for Business Partners (see section 1.10.2).

11 SUSTAINABLE CITIES AND COMMUNITIES

SUSTAINABLE CITIES AND COMMUNITIES (SDG #11) & RESPONSIBLE CONSUMPTION AND PRODUCTION (SDG #12)

Recycling is one of CellMark's core business areas. It contributes to the SDGs "Sustainable cities and communities" and "Responsible consumption and production". With its Recycling Division, CellMark strives to keep waste in the recycling stream and out of the landfill. It also contributes to reducing the world's ecological footprint.

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

15 LIFE ON LAND

LIFE ON LAND (SDG #15)

CellMark maintains a broad range of third-party certifications (see section 1.7.7). These certifications include, for example, those from the Forest Stewardship Council (FSC®) and the Programme for the Endorsement of Forest Chain of Custody Standards (PEFC). These certifications demonstrate the Group's commitment to sustainable, intelligently managed forestry, which makes trees a renewable resource and keeps the world's woodlands healthy and productive.

1.7.5 MEMBERSHIP OF ASSOCIATIONS

CellMark's Divisions are members of several industry associations that are key actors in the sectors in which they do business. This includes, for example:

- ✔ Roundtable on Sustainable Palm Oil (RSPO)
- ✔ The Alliance for Chemical Distribution (ACD)
- ✔ The Drug, Chemical, and Associated Technologies Association (DCAT)
- ✔ The Minor Metals Trade Association (MMTA)
- ✔ The International Chrome Development Association (ICDA)
- ✔ The Bureau of International Recycling (BIR)
- ✔ The International Magnesium Institute (IMA)
- ✔ The Society of Cosmetic Chemists (SCC)
- ✔ The Calorie Control Council (CCC)
- ✔ The Independent Packaging Association (AICC)
- ✔ The Technical Association of the Pulp and Paper Industry (TAPPI)
- ✔ The European Federation of Corrugated Board Manufacturers (FEFCO)
- ✔ European Petrochemicals Association (EPCA)
- ✔ Singapore Chemical Industry Council (SCIC)
- ✔ America Fuel & Petrochemical Manufacturers (AFPM)
- ✔ The International Chrome Development Association (ICDA)

1.7.6 CELLMARK'S ESG STAKEHOLDERS

1.7.6.1 MAPPING OF CELLMARK'S MAIN ESG STAKEHOLDERS

Establishing regular dialogue with the Group's stakeholders is essential to better understand their perception of and expectations from CellMark in the fields of ESG & Compliance. Stakeholder dialogue also helps Cell-

Mark identify areas for improvement, new opportunities, and strategic changes. Engagement with the Group's stakeholders is performed through collaborative and open dialogue, both formally and informally.

Based on their importance for CellMark's business, the Group's main stakeholders are:

Customers, product suppliers, and service providers involved in the supply chain

As a marketing and supply chain services company, CellMark's business highly depends on its customers and product suppliers, and on the service providers involved in the supply chain; the Group maintains a constant dialogue with these stakeholders regarding the services provided. The Group is regularly assessed by many of its customers regarding ESG & Compliance through questionnaires, letters of assurance, or audits.

Employees

CellMark's success relies on the unique knowledge and experience of its employees, who are therefore key stakeholders. For the Group to fully understand its employees' motivation, engagement, and reported well-being Great Place to Work® employee opinion surveys are regularly conducted (with scores that are improving). The latest survey was performed during the second half of 2025.

Banks

CellMark's business relies to a large extent on external financing and banks are therefore an important stakeholder. CellMark's approach to compliance and ESG is important for its bank relationships and has become a more frequent discussion topic in the last few years.

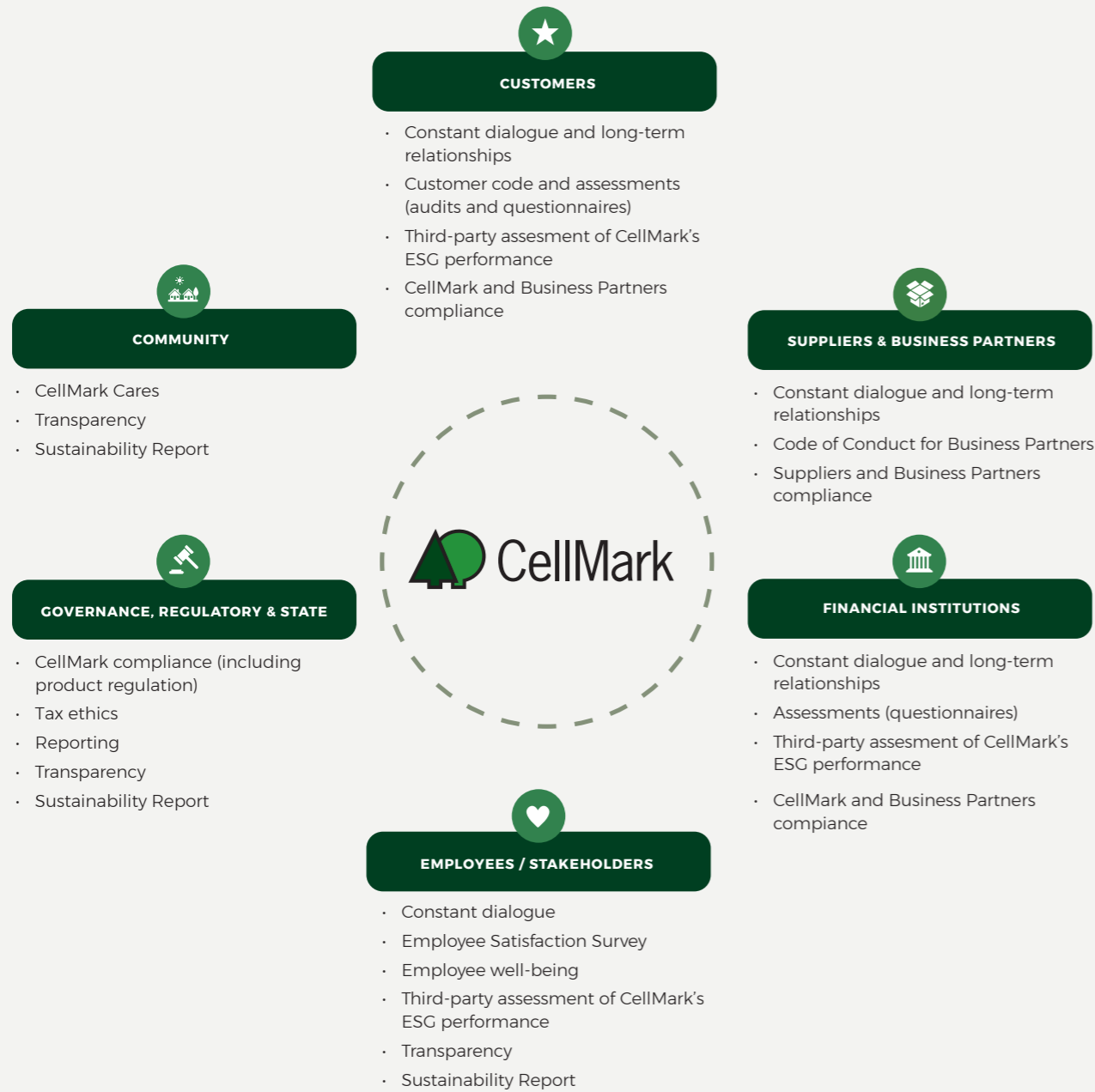
Insurance companies

Insurance is an important element of CellMark's business activity. Insurers are therefore an important stakeholder for the Group. Constant dialogue is maintained with the insurance companies regarding the services provided.

Shareholders

As CellMark is a public company owned by its employees and by an external investment company, the shareholders are important stakeholders. Dialogue with these stakeholders is maintained through a letter from CellMark's CEO three times a year, an Annual General Meeting to which all shareholders are invited, and through the close relationship maintained with employees by divisional and corporate management.

STAKEHOLDER ENGAGEMENT



In 2025, the Group engaged with its main banks to discuss (i) their views, concerns, and expectations on the Group's key (material) ESG topics, and (ii) impro-

vements made by CellMark in the ESG & Compliance fields.

Focus: Great Place to Work® employee opinion survey, 2025 results

In 2025, CellMark conducted its sixth employee opinion survey in collaboration with the independent consulting firm, Great Place To Work®. With a global response rate of 73 percent, the Group achieved a new all-time-high trust index of 83 percent, meaning that 83 percent of all respondents answered positively to statements related to trust in leaders, work, and colleagues. Additionally, 89 percent of the respondents stated that CellMark is a "great place to work". The overall response rate in

2025 was lower than in 2023, when the survey was last conducted, likely due to a broader respondent base as the blue-collar workers (who don't have easy access to digital tools during working hours and represent 24 percent of the respondents) were included in the 2025 survey. The results indicate a positive workforce atmosphere, pride in what we are doing as a company, and trust in management.

Trust Index© 83 %

89 %

"Taking everything into account, this is a great place to work"



CREDIBILITY
83 %



RESPECT
81 %



PRIDE
84 %



CAMARADERIE
86 %



FAIRNESS
81 %

GREAT PLACE TO WORK® EMPLOYEE OPINION SURVEY RESULT DEVELOPMENT SINCE 2016 (%)

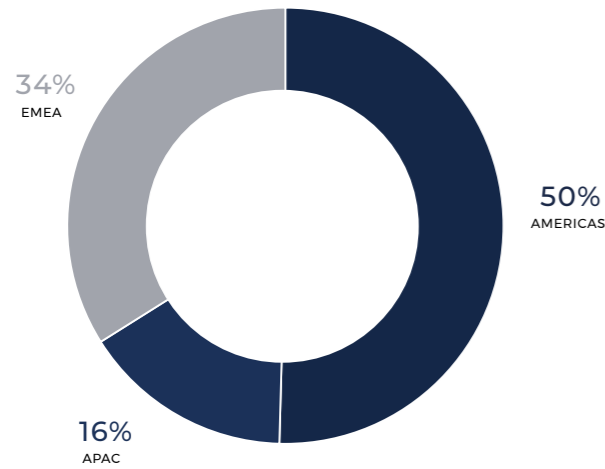
	2025	2023	2021	2018	2017	2016
Credibility	83	82	82	74	65	69
Respect	81	81	80	75	67	70
Fairness	81	82	82	77	68	72
Pride	84	84	84	80	74	76
Camaraderie	86	84	84	80	74	76
CellMark is a great place to work	89	86	88	83	74	80
Trust Index™ average	83	82	82	77	69	72

1.7.6.2 MANAGEMENT OF THE SUPPLY CHAIN

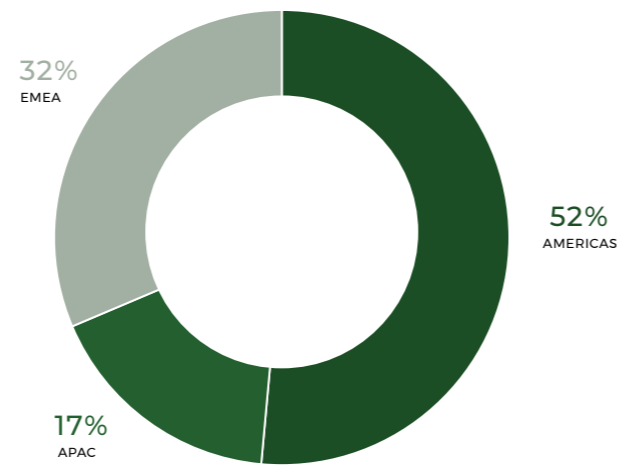
CellMark is committed to creating value for both its customers and suppliers, and to optimal management

of its value chain through customer and supplier satisfaction, and ethical management of its supply chain.

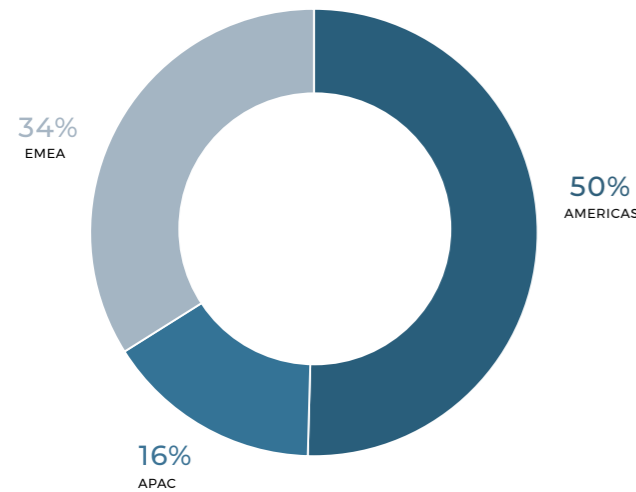
DISTRIBUTION OF CELLMARK'S SUPPLIERS (SPEND BASE) IN 2025, BY GEOGRAPHIC AREA



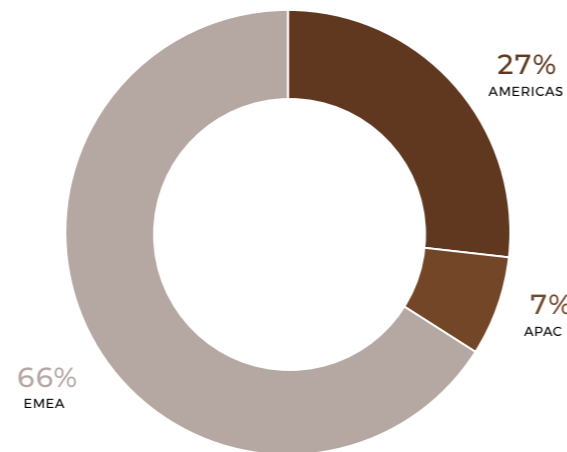
DISTRIBUTION OF PRODUCT SUPPLIERS (SPEND BASE) IN 2025, BY GEOGRAPHIC AREA



DISTRIBUTION OF FREIGHT SUPPLIERS (SPEND BASE) IN 2025, BY GEOGRAPHIC AREA



DISTRIBUTION OF OTHER SUPPLIERS (SPEND BASE) IN 2025, BY GEOGRAPHIC AREA



DISTRIBUTION OF CELLMARK'S SUPPLIERS (SPEND BASE) SINCE 2022 (%)

	2022	2023	2024	2025
Americas	56	58.5	55	52
EMEA	23.5	25.5	27	31
APAC	20.5	16	18	17

CellMark's business activities are global and have significant direct and indirect economic impacts on the supply chain in all industries served by the Group. Indirect economic impacts include:

- The number of jobs supported in the supply and distribution chains (CellMark's growth or contraction can have employment impacts on the suppliers and service providers).
- Economic impacts from the products traded and services used (economic growth resulting from trading a specific product or using a specific service).

Additional information about CellMark's value chain can be found in sections 1.3.4, "Business Model", and 1.4.2, "Markets served".

1.7.6.3 RELATIONSHIPS WITH CUSTOMERS AND SUPPLIERS

CellMark maintains strong, far-reaching relationships and long-term perspective engagements with its business partners.

A Suppliers & Business Ethics

As further described in section 1.10.2, CellMark has implemented a Code of Conduct for Business Partners, which sets out CellMark's expectations toward its business partners and details the grievance mechanisms in place.

In addition to the Code of Conduct for Business Partners, the Group has implemented a Corporate Social Responsibility Policy that includes a set of principles for procurement activities. According to this Policy, a risk analysis is conducted on new suppliers and customers, covering their financial strength and sanctions, and screening of all business partners is performed regularly (see section 1.10.4 for more details).

According to the Group's Corporate Social Responsibility Policy, a supplier may be terminated if, for example:

- It refuses to perform an audit or refuses to provide a letter of assurance or any other type of integrity undertaking.
- The monitoring of the business partner reveals:
 - Non-compliance with applicable laws or with the Code of Conduct for Business Partners.
 - Malpractice that resulted in or might have resulted in a loss to CellMark.
 - Use by the business partner of CellMark's assets/rights/names etc. to its own advantage without prior written approval from CellMark.

B Suppliers & Environmental Performance

In relation to the environmental impact of the products traded, CellMark closely monitors its suppliers' FSC® and PEFC certifications as follows:

- When sourcing a new supplier, the supplier's FSC® or PEFC certificate is verified.
- All invoices received from FSC® or PEFC certified suppliers are also verified.
- Every quarter, a report on the purchase of FSC® or PEFC certified products is created to make additional checks and ensure that the sales of FSC® and/or PEFC products correspond to the quantity purchased.

In 2025, 53 percent of the products traded by the Pulp and Packaging & Paper Divisions (vs. 46 percent in 2024) were FSC® and/or PEFC certified. In 2025, the Group enhanced its system capabilities to monitor the distribution of FSC® and/or PEFC transactions by region.

C Products Health & Safety

CellMark collects and assesses information on the properties and hazards of all relevant products traded by the Group. In particular, CellMark has implemented processes and systems to ensure the safe handling, processing, recycling, and trading of substances of very high concern (SVHC), in accordance with applicable legislation and national or international frameworks, such as the REACH Regulation or the Occupational Safety and Health (OSH) Act. For example, CellMark identifies and manages the Health & Safety risks linked to the chemical products imported into the European Union by collecting all relevant safety information about these products and by following the European REACH regulation (EC 1907/2006) adopted to improve the protection of human health and the environment from the risks that can be posed by chemicals.

Hazardous products traded by the Group are handled accordingly throughout the value chain (from the supplier to the customer): CellMark's due diligence processes ensure that the logistics service providers have all relevant accreditations to appropriately transport or store hazardous products. Hazmat training is provided to all relevant employees, to ensure proper shipping and handling of products.

CellMark has implemented standard operating procedures to maintain Health & Safety compliance both internally and externally

✓ HAZARD ANALYSIS

Identification of biological, chemical, and physical hazards that may be present in the food production process.

✓ PREVENTIVE CONTROLS

Implementation of preventive measures to control identified hazards, including process controls, sanitation, and supplier controls.

✓ MONITORING PROCEDURES

Regular checks and monitoring activities are performed to ensure that preventive controls are effectively implemented, and hazards are under control.

✓ RECORD KEEPING

The facility keeps documentation of all aspects of the Food Safety Plan, including monitoring results, corrective actions, and verification activities.

✓ CORRECTIVE ACTIONS

Protocols have been implemented for addressing deviations from established procedures or when hazards are not adequately controlled, including corrective actions and measures to prevent recurrence.

In addition, where relevant, CellMark

- has implemented a Foreign Supplier Verification Program (FSVP) that follows the US Food and Drug Administration's Food Safety Modernization Act. Through this FSVP, CellMark ensures that foreign suppliers of ingredients that will be used in food for human and animal consumption meet adequate safety standards and that the food is not adulterated and properly labeled with respect to allergens.
- is certified according to the Hazard Analysis and Critical Control Points (see section 1.7.7).
- utilizes the United Nations' Globally Harmonized System of Classification and Labelling of Chemicals (GHS) that provides criteria for the

classification of health, physical, and environmental hazards, and safety information on hazardous chemical substances and mixtures. The GHS also specifies what information should be included on labels of hazardous chemicals as well as safety data sheets. This proactive approach ensures that potentially hazardous materials are appropriately identified, classified, and communicated throughout the supply chain, thereby contributing to the promotion of consistent and transparent communication about chemical hazards.

CellMark's Ingredients segment has implemented a policy statement regarding Customer Health & Safety. This policy is based on the principles of the HACCP (see section 1.7.7).

1.7.7 CERTIFICATIONS AND ESG ASSESSMENTS

CellMark maintains the following third-party certifications:

ISO 9001

ISO 9001 is a globally recognized standard for quality management systems, ensuring the quality of business processes. CellMark’s quality management system adheres to the ISO 9001 standard.

FSC®

CellMark is certified by the Forest Stewardship Council®, an independent, non-governmental, non-profit organization established to promote the responsible management of the world’s forests. FSC® certification ensures that products come from responsibly managed forests that provide environmental, social, and economic benefits.

PEFC

CellMark is also certified by the Programme for the Endorsement of Forest Certification (PEFC), that promotes sustainable forest management: environmentally, socially beneficial, and economically viable management of forests for present and future generations through independent third-party forest certification.

ACD

CellMark Chemicals in the USA is certified by the Alliance for Chemical Distribution (ACD), an international association of chemical distributors and supply chain partners who process, formulate, blend, re-package, warehouse, transport, and market chemical products. Members of the ACD are committed to product stewardship and responsible distribution in every phase of chemical storage, handling, transportation, and disposal.

OK KOSHER (K)

CellMark Chemicals is certified by OK Kosher, one of the world’s leading orthodox kosher certification agencies, thus ensuring that the relevant products are kosher, i.e., prepared in accordance with Jewish dietary law.

ISCC PLUS

CellMark AB is ISCC PLUS certified. ISCC PLUS is a voluntary certification scheme designed to validate sustainability characteristics of alternative feedstocks (bio-based, renewable, and circular (recycled) raw materials).

SFI®

CellMark Inc, Miami is certified by the Sustainable Forestry Initiative (SFI®), whose mission is to advance sustainability through forest-focused collaboration. SFI® is an independent, non-profit organization that mainly operates in the USA and Canada and is structured to provide equal power to environmental, social, and economic sectors.

QS

CellMark AB is QS certified. The QS certification is a quality assurance system for fresh food that covers all stages of the food chain. It ensures transparency and safety in food production (for example regarding traceability and hygiene).

SBP

CellMark’s Energy segment is certified by the Sustainable Biomass Program (SBP), which is a certification system designed for woody biomass, mostly in the form of wood pellets and woodchips, used in industrial, large-scale energy production. This certification system provides assurance that woody biomass is sourced from legal and sustainable sources.

FSSC 22000

CellMark Chemicals’ production facility is certified FSSC 22000. This certification is a food safety certification scheme based on the existing internationally recognized standard ISO 22000 and complemented by technical standards, such as ISO TS 22002-1 for food manufacturing and ISO TS 22002-4 for packaging manufacturing.

HACCP (HAZARD ANALYSIS AND CRITICAL CONTROL POINTS)

Where relevant, CellMark’s ingredients business segment is HACCP certified. This certification demonstrates the Group’s commitment to trading in safe ingredients for the food industry by ensuring that CellMark follows these 7 principles: conducting hazard analysis, critical control points identification, setting critical limits, following monitoring procedures, carrying out corrective actions, record keeping, and effectiveness verification.

RSPO (ROUNDTABLE ON SUSTAINABLE PALM OIL)

CellMark AB is RSPO certified. This certification includes the assurance that CellMark has committed to and complied with sustainability requirements, which includes assurance that the palm oil sourced by CellMark is sustainable and is kept separate from ordinary palm oil throughout the supply chain.

In addition to the above certifications, CellMark’s ESG performance is assessed by a third party (EcoVadis). The Group received a “Gold Medal” status in 2025.

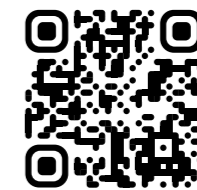
CELLMARK’S ECOVADIS SCORES

OVERALL SCORE				PERFORMANCE			
2022	2023	2024	2025	2022	2023	2024	2025
63/100	65/100	76/100	76/100	88th percentile, "Silver Medal" status	88th percentile, "Silver Medal" status	97th percentile, "Gold Medal" status	95th percentile, "Gold Medal" status

In 2025, the Group participated in the Carbon Disclosure Project for the fourth consecutive year.



Visit CellMark’s recognition page



GO TO PAGE >

1.8 Materiality analysis

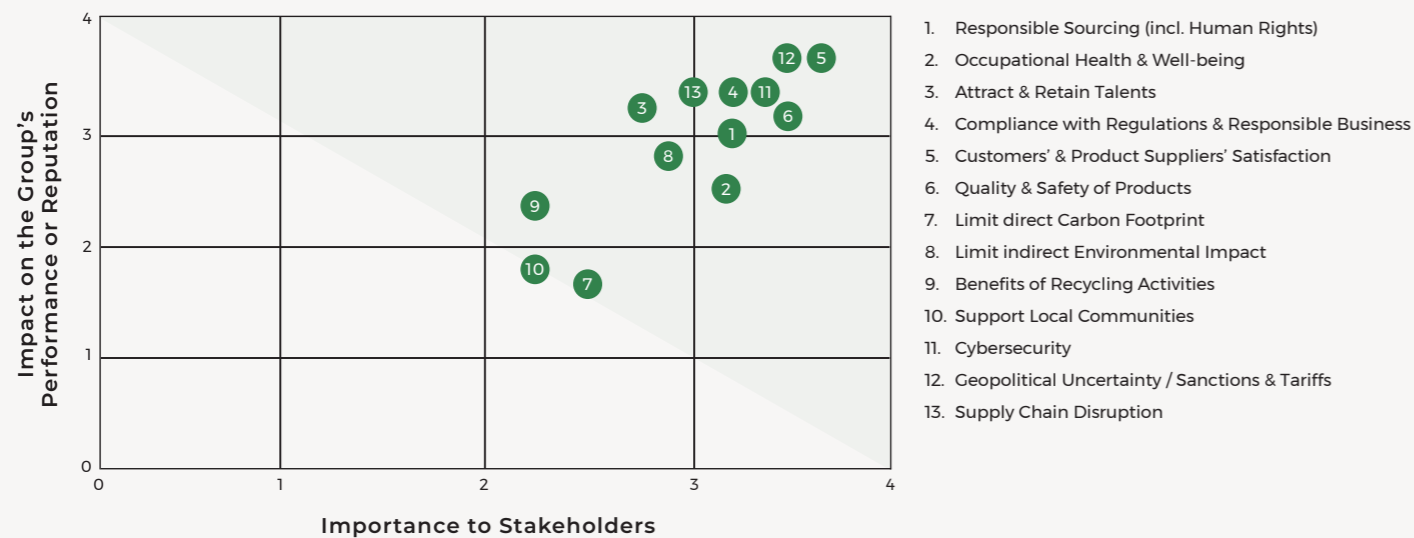
Materiality is a concept used to determine which of CellMark’s risks and opportunities are important enough to be included in this sustainability report.

The determination of topics to be reported in this Sustainability Report reflects a combination of the following internal and external factors:

- ✓ **INTERNAL FACTORS:** Value Platform, strategies, Code of conduct and compliance framework, risk assessment activities, quality, environment, health and safety, and information security management systems.
- ✓ **EXTERNAL FACTORS:** Applicable laws and regulations, indications from the GRI Standards, ESG ratings, assessments of stakeholders’ interests and expectations, and issues highlighted by the ESG criteria being assessed by financial partners.

The following chart includes the areas that, to date, are considered most important for the Group and their respective impact on CellMark in terms of performance or reputation.

CELLMARK’S ESG MATERIALITY ANALYSIS

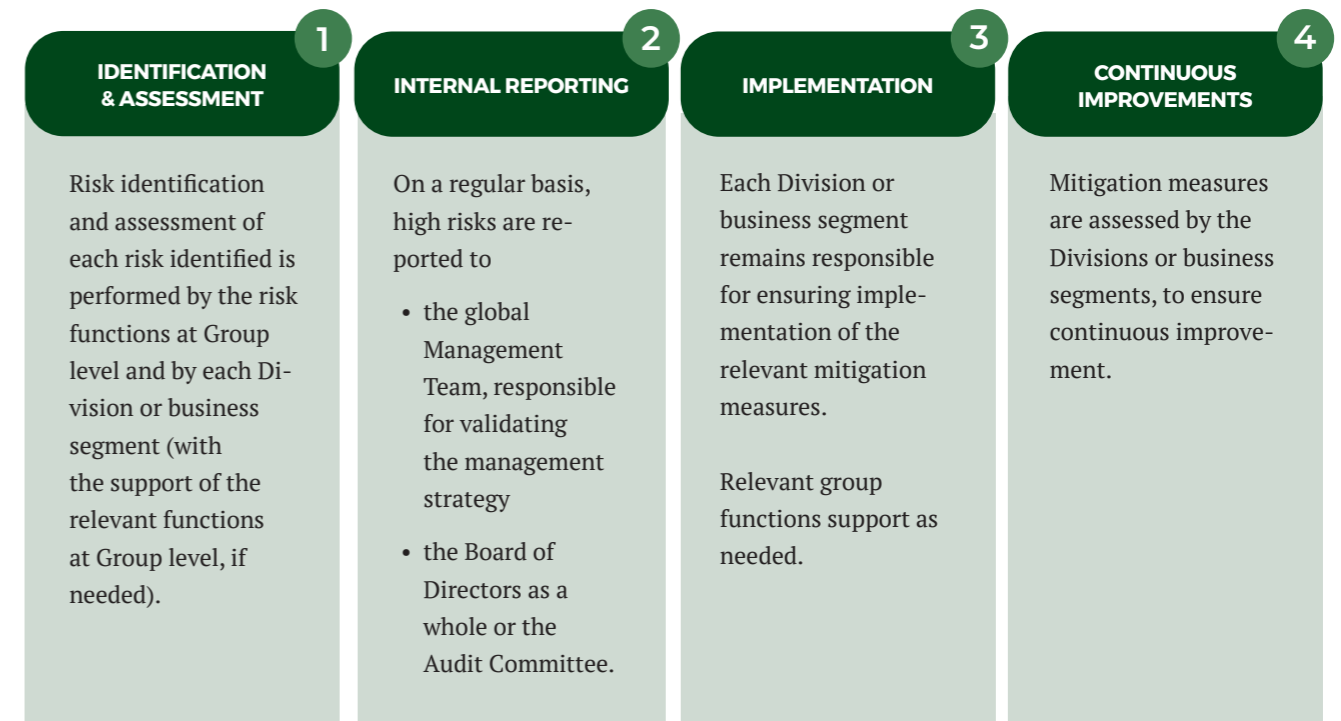


In 2025, the EU Corporate Sustainability Reporting Directive (CSRD) was revised as part of the Omnibus package. According to the new principles, the CSRD applies as of Fiscal Year 2027 to large non-listed companies in the European Union if their average

“Full-Time Equivalent” (FTE) reaches 1,000 employees. Based on the data for 2025 (see section 3.1.2), CellMark is out of scope of the CSRD, as its average number of FTEs is below 1,000.

1.9 Risk factors and management approach

1.9.1 PROCESS FOR MANAGING RISKS



In 2025, the Board of Directors and the Audit Committee discussed all relevant risks with a specific focus on

- geopolitical risk
- financial risk
- credit risk
- litigation risk
- risk in accounts receivables
- inventory risks
- cybersecurity risks
- tax risks
- ESG & Compliance risks.

In general, CellMark's presence in different sectors and on various continents helps to diversify and mitigate risks associated with its business activity, even if it also implies being exposed to certain local/regional risks.

In addition to the above:

- When performing operational planning or acquisitions of new companies, the Group assesses the risks related to the business, such as financial exposure, environmental, social, compliance with sanctions, reactions by competitors, and staff engagement.
- CellMark has implemented Business Continuity and Disaster Recovery capabilities aiming at strengthening the Group's resilience on business-disrupting incidents.

The elements described in the following sections are the main risks and opportunities identified as being significant to CellMark, i.e., the risks that are likely to have a material negative impact on the Group's business, financial position, or reputation, or the factors that may be considered as a source of opportunity for CellMark.

In 2025, CellMark performed ESG & Compliance risk assessments as described in section 1.10.1.

1.9.2 UNCERTAIN GLOBAL ECONOMIC ENVIRONMENT

RISKS AND OPPORTUNITIES

CellMark's business operations may be significantly affected by economic, business, social, health, and geopolitical conditions at the global level, such as the continued pressure or volatility on raw materials and energy prices, to the possibility of stricter trade compliance rules and/or the introduction of new customs tariffs, inflation forecasts (including uncertainties regarding the extent and duration), and a deteriorating economic environment could generate increased price pressure and affect the collection of receivables.

Geopolitical crisis or events such as national military conflicts, regional civil instability due to political actions or localized civil unrest may pose risks to the safety of employees and company

assets, and/or may cause the inoperability of localized regional offices for limited periods, with the potential need for relocation of CellMark offices from affected areas. Such conflicts may also influence the availability and price of certain commodities as well as the effective operation of maritime and road transportation.

New trade restrictions (sanctions and export control legislations) and/or the introduction of new customs tariffs may prohibit or limit the Group to trade with or export goods to one or several destinations or to certain categories of entities or individuals. On the other hand, existing sanctions or tariffs may be eased or lifted (either in full or partially), which could create business opportunities for the Group.

MANAGEMENT APPROACH

CellMark's approach to the management of volatility risks related to the uncertain economic environment relies on:

- Close monitoring of the markets and of the implications of geopolitical events,
- Close monitoring of customs tariffs.
- Screening of new and existing business partners against trade sanctions and export controls
- As mentioned in section 1.3.4, "Business Model", CellMark's employees have an in-depth understanding of all actors in their market and of even minor changes in the market's culture and mechanics.

1.9.3 VOLATILITY OF RAW MATERIALS SUPPLY AND PRICES

RISKS AND OPPORTUNITIES

Raw materials markets are known for being volatile, but in the last three years, the level of uncertainty is unprecedented. Volatility often results from supply disruptions, pent-up demand, or significant peaks and troughs in prices. Given CellMark's business, the Group's revenue, net

earnings, and cash flows can be negatively affected by the volatility of raw materials supply and prices. However, market volatility can also generate opportunities for CellMark, whose traders watch market data for patterns that might indicate buy or sell signals.

MANAGEMENT APPROACH

CellMark's approach to the management of volatility risks relies on:

- A principle of back-to-back ordering.
- Thorough understanding and monitoring of the market dynamics.
- An outstanding knowledge of the value chain, from suppliers to customers, and its challenges.
- The supplier portfolio diversity to mitigate the risks that could limit the availability of specific suppliers.
- Strictly limiting and monitoring inventories.
- Being a very nimble Group: CellMark's organizational structure empowers employees to make quick decisions.

1.9.4 FINANCIAL RISKS

RISKS AND OPPORTUNITIES

CellMark's revenue, net earnings, and cash flows may be affected by risks related to liquidity, credit, and counterparty as well as interest and currency fluctuation.

MANAGEMENT APPROACH

The Group's Finance department:

- Manages the liquidity risk by anticipating its liquidity needs, reporting its cash position weekly, and ensuring its coverage with short and long-term financial resources.
- Has implemented and follows clear policies on
 - how to manage credit and counterparty risk
 - how to handle and hedge currency exposure.
- Has a diversified setup with close relationships with several banks and insurance companies.

1.9.5 CYBERSECURITY

RISKS AND OPPORTUNITIES

Many of CellMark's activities are computer based. Thus, the Group's effectiveness is dependent on the proper functioning of complex software and integrated hardware systems. It is not possible to guarantee uninterrupted operation and complete security of these systems. Computer viruses, whether deliberately or unintentionally introduced, could cause damage, loss, or delays. Moreover, in the context of increased cyberattacks and the emergence of cyberterrorism, CellMark may be subject to computer attacks or intrusions that could interfere with the proper functioning of its systems and cause substantial delays or damage to its activities, not to mention disclosure of confidential data (including personal data).

In the event of challenges to the confidentiality, integrity, or availability of this data, the Group

could be exposed to various risks in terms of image, loss of revenue, third-party disputes, and fines. These challenges are growing as systems become ever more complex, due to the rapid expansion of working from home and increasing prevalence of computer hacking, and more stringent regulatory requirements.

Cyber incidents occur regularly but are handled either automatically or in combination with manual efforts according to applicable processes.

In 2025, CellMark was exposed to seven cyber incidents which were handled according to the Group's established routines. Incident reports are evaluated and, where applicable, lead to additional awareness and security measures.

MANAGEMENT APPROACH

The Group's IT Department:

- Regularly updates the security measures protecting the Group's systems.
- Regularly runs backups to be prepared for necessary restoration activities.
- Regularly perform tests.
- Has implemented an IT security policy applicable to all Group employees, along with mandatory awareness and training regarding IT security (including micro-training in cyber security).
- Regularly conducts self-assessment on the security of IT systems and networks in the operating entities.

Mitigating the impact of cyber incidents is also an important part of CellMark's Business Continuity and Disaster Recovery Plan.

1.9.6 DEPENDENCE ON KEY BUSINESS PARTNERS

RISKS AND OPPORTUNITIES

In a limited number of the Group's business segments, an important part of the commodity sourcing may be performed through a few suppliers only.

MANAGEMENT APPROACH

In the business segments where commodities are sourced from very few key suppliers, the Group has been widely diversifying its supplier base and strives to further diversify it.

1.9.7 ABILITY TO ATTRACT AND RETAIN TALENTS

RISKS AND OPPORTUNITIES

CellMark's entrepreneurial culture, flat organization, and international scope attract talent seeking responsibility, impact, and commercial exposure. Broad roles, close decision-making, and internal mobility support development, engagement, and long-term retention of key capabilities.

However, competition for experienced commercial, logistics, and specialist talent is increasing.

If CellMark loses the ability to hire and retain critical expertise, key employees and executives, or to continuously adapt their skills to operational needs, the Group's activities, revenue, and operating income could be negatively impacted. Similarly, misalignment with evolving employee expectations could impact execution, risk management, and growth.

MANAGEMENT APPROACH

To support the Group's resilience, competitiveness, and long-term value creation CellMark focuses on:

- Actively monitoring risks and opportunities related to its ability to attract and retain talent through regular people reviews, succession planning, and engagement dialogue.
- Developing leaders internally, maintaining competitive reward structures, fostering an inclusive and performance-driven culture, and ensuring alignment between business strategy and people's capabilities.
- Focuses on the well-being and development of its employees and engages with them through opinion surveys that are performed on a regular basis (see section 1.7.6.1).

1.9.8 COMPLEX REGULATORY AND COMPLIANCE ENVIRONMENT

RISKS AND OPPORTUNITIES

CellMark operates in a legal environment with multiple, sometimes contradictory, regulations that are constantly changing and becoming more complex. These regulations apply to many different fields, such as general business practices, anti-corruption, trade compliance, competitive practices, product regulation, employment laws and human rights protection, data privacy, financial reporting standards, internal controls, and local and international tax regulations.

Compliance with applicable laws and with newly created or stricter regulations (such as the EU Deforestation Regulation and the Carbon

Border Adjustment Mechanism) implies an increase in compliance costs and extensive administrative efforts. In the event that CellMark's employees or business partners were to breach applicable laws, such failure or suspected failure to comply with these regulations may result in inquiries or investigations by the authorities, or even fines and sanctions, and may have a negative impact on the Group's business operations, revenue, or reputation.

MANAGEMENT APPROACH

CellMark requires its employees and business partners to comply with applicable laws and regulations. The Group has implemented a Code of Conduct and a compliance framework that set out the principles according to which employees are required to perform their work, as well as training activities and a whistleblowing mechanism (for more details, see section 1.10.5).

A specific Code of Conduct for Business Partners that sets out the Group's expectations toward its business partners in the fields of business ethics, environment, and human rights and working conditions is deployed through the contractual agreements with the Group's business partners.

In addition, CellMark monitors regulations that apply to its business activities to identify the impact on its businesses upstream and downstream as accurately as possible and ensure compliance readiness.

Being subject to several legislations mandating specific reporting on human rights and modern slavery risks, such as the Norwegian Transparency Act (2022), the Australian Modern Slavery Act (2018), the UK Modern Slavery Act (2015) and the Canadian Fighting Against Forced Labour and Child Labour in Supply Chains Act (2023), CellMark makes a yearly Human Rights statement, available to the public via cellmark.com.

GO TO STATEMENT [▶](#)

1.9.9 CLIMATE AND ENVIRONMENTAL CHANGES AND NATURAL DISASTERS

RISKS AND OPPORTUNITIES

CellMark may be impacted by both physical and regulatory risks and opportunities related to climate and environmental changes.

With climate and environmental changes, extreme weather-related events and natural disasters are more and more likely to occur and could cause substantive changes in the Group's operations, revenue, or expenditure by, for example, disrupting supply or restricting or even interrupting logistics.

Medium and long-term, climate and environmental changes and natural disasters may have a material impact on the Group's business, notably affecting its local customers and suppliers, the availability

and price of certain commodities, the effective operation of maritime and road transportation, the amount of insurance premium, and credit rating. Environmental challenges include, for example, the preservation of biodiversity and natural resources,

In addition, climate- and environmental-related regulations regarding greenhouse gas emissions and preservation of the environment are being enacted throughout the world. These regulations may lead to more complex operations, e.g. by imposing strict environmental targets throughout the value chain.

MANAGEMENT APPROACH

The measures taken to manage this risk are essentially the same as those for volatility risks (see section 1.9.3). In addition, CellMark closely monitors environmental-related regulations that apply to its business activities and those of its business partners, to identify the impact on its businesses upstream and downstream as accurately as possible

1.9.10 IMPACT OF CHANGING CONSUMPTION PATTERNS

RISKS AND OPPORTUNITIES

In most of the industries served by CellMark, the customers' needs and the end customers' consumption habits are evolving rapidly impacting demand and generation of waste for recycling. This situation requires the Group to constantly adapt to changing volumes and new demands from its customers.

At the same time, the increasing demand for certain recycled products can be seen as an opportunity for CellMark's recycling and energy businesses.

MANAGEMENT APPROACH

The Group's presence in different sectors and on various continents helps to diversify risks associated with its business activity. The Divisions strive to anticipate, detect, and analyze the eventual challenges posed by changes in customer demand and consumer behaviour.

1.9.11 LEGAL PROCEEDINGS - REPUTATION RISKS

RISKS AND OPPORTUNITIES

In the ordinary course of business, the Group is involved from time to time in litigation, tax audits, or regulatory inquiries and other proceedings.

Inquiries, litigation, and administrative proceedings can be lengthy, expensive, disrupt the management of the Group's operations, and can damage its reputation, including in cases of actions that have no legal basis. The outcome of legal or administrative investigations and proceedings is always uncertain and could result in an adverse impact on the Group's financial

position and operating income, or even the conduct of its operations and reputation. These negative effects could appear even in the event of compliance with regulations or benchmarks, particularly in terms of ESG.

To CellMark's knowledge, all appropriate provisions have been made in the Group's 2025 accounts and there is no outstanding, suspended or pending government proceeding, litigation or arbitration, which is likely to have a significant impact on the Group's financial position or results of operations.

MANAGEMENT APPROACH

All legal proceedings involving CellMark are closely monitored by the relevant Division and the Finance department. The Group also strives to continuously monitor applicable legislation and provides training to its employees on important compliance matters (see section 1.10.3 regarding Ethics & Compliance training).

1.10 Business ethics and compliance

CellMark's commitment towards business ethics and compliance is asserted through:

- An ethics and compliance governance system (see section 1.7.1, "ESG & Compliance governance").
- The implementation of a risk assessment covering ethics and compliance risks.
- An ethics and compliance framework (Code of Conduct, policies, directives, and guidelines) that sets out the rules applicable to all employees, as well as a specific Code of Conduct that applies to CellMark's Business Partners.
- Employee awareness and training.
- Monitoring activities.
- The whistleblowing mechanism.

1.10.1 ESG & COMPLIANCE RISK ASSESSMENT

CellMark performs ESG & Compliance risk assessments on a regular basis. In 2025, this risk assessment process involved:

- The outcome of risk workshops performed with the whole Business Administration function.
- A detailed risk questionnaire that was embedded in the two mandatory Code of Conduct e-learnings.
- The analysis of internal data such as the business performed by each Division through intermediaries, the whistleblowing reports received, and the ESG risks related to the products or the location of the Group's suppliers.

The results of these risk assessments led to identifying and starting to implement mitigation actions.

Focusing on the risk of bribery and corruption, as detailed in the Code of Conduct, employees are

asked to pay extra attention when they engage in the following activities that entail higher risk:

- Performing business transactions through intermediaries (such as commission agents or consultants or advisors involved in a business transaction).
- Offering or receiving gifts, favors, and hospitality.
- Engaging with public officials.
- Engaging in corporate giving (donations and sponsorship activities).

1.10.2 THE ETHICS AND COMPLIANCE FRAMEWORK

Based on the Value Platform (as detailed in section 1.5), CellMark's Code of Conduct provides ethical standards for all Group employees: it sets the tone by reinforcing CellMark's principle of doing business with integrity and describes how the Group expects its activities to be conducted. It also describes the mechanisms for seeking advice and raising concerns.

The Code of Conduct is supplemented with a series of corporate policies, directives, and guidelines that apply to all employees and to non-employee workers (consultants working exclusively for CellMark). Together, these documents form CellMark's ethics and compliance framework.

CellMark's Code of Conduct and the framework of corporate policies and directives cover the areas of

international economic sanctions, anti-bribery and -corruption, antitrust, fraud, confidentiality, conflict of interests, Corporate Social Responsibility (environment & human rights), data privacy, IT Security, tax, finance (currency, inventory and trading, credit, investment) and whistleblowing.

The Code of Conduct, policies, directives, and guidelines are developed by the relevant risk owner at the Group level (ESG & Compliance, Finance, IT, and HR functions), in consultation with key stakeholders who may be significantly affected by the governing document or who have relevant expertise in the subject matter.

Governing documents are approved as follows:

- The Code of Conduct and the corporate policies are validated by the Management Team and approved by the Board of Directors.
- Corporate directives are approved by the Management Team.
- Guidelines are approved by the relevant member of the Management Team.

Once approved, a new or modified governing document is uploaded to the central policy repository on CellMark's intranet where it can be accessed by all Group employees. The owner is responsible for internal awareness and communication about a new or revised governing document.

A communication plan should be an essential part of the successful implementation and application of a new governing document. The owner should discuss the implementation of a new governing document with relevant stakeholders to agree on a timeline for all required implementation activities and to assign responsibilities for each activity.

Approved governing documents are subject to periodic review at the initiative of their owner. An initiative for a new governing document or a revision of an existing document can also be triggered, for example, by legislative changes or newly identified risks or gaps.

In addition, a Code of Conduct for Business Partners is deployed through the inclusion of specific provisions in the contractual agreements (written contracts or terms and conditions) with the Group's business partners, or through the execution of letters of assurance by the business partners. This Code sets out CellMark's expectations toward its business partners in the fields of business ethics, environment, and human rights & working conditions. It also describes the mechanisms for seeking advice and raising concerns.

1.10.3 ETHICS AND COMPLIANCE TRAINING AND COMMUNICATION

Employee awareness and training are an essential pillar of CellMark’s commitment towards ESG & Compliance. The ESG & Compliance training & communication strategy is based on the principle that ESG & Compliance, through its training and

communication initiatives, must remain visible, relevant, and risk-based. The strategy also defines the activities that should be conducted every year and is coupled with a plan spanning over the coming five years.

1.10.3.1 ESG & COMPLIANCE TRAINING PROGRAM

The Group’s ESG & Compliance training program includes mandatory e-learning modules for all employees and new hires. The mandatory e-learnings are supplemented with additional e-learning modules that are available on the Group’s Learning platform (CellMark Academy), and with regular training on information and IT security provided by a separate service provider, through a dedicated platform.

In 2025, the training efforts built on the baseline set through the e-learnings launched in 2023–2024. In particular, the focus was on:

- Fostering a Speak Up culture and ensuring internal awareness of our Whistleblowing Policy.
- Two mandatory refresher training courses on the Code of Conduct, coupled with interactive forms where the learners were asked to rate the perceived risk level, and the efficiency of existing risk mitigation. The topics covered were trade sanctions & export control, anti-bribery & corruption, anti-trust/competition law, labor & human rights, data privacy, confidentiality, conflict of interests, fraud & money laundering and corporate social responsibility.

- Monthly introductory sessions for new hires, held globally (in addition to the mandatory ESG & Compliance e-learning included in the onboarding process).
- The EU Deforestation Regulation, with frequent regulatory updates to external stakeholders and regular awareness and training sessions to internal stakeholders, was key following the many changes that characterized the EU omnibus dialogue. Specific in-depth training was given to key internal stakeholders, and practical workshops were held to ensure that the dedicated program and related processes were both fit for purpose and well-understood by those affected.
- The formal ESG & Compliance training for the Board of Directors, normally held during the meeting in November, was postponed to March 2026. The Audit Committee of the Board received awareness and regulatory updates regarding ESG & Compliance reporting and due diligence.

COMPLETION OF MANDATORY CODE OF CONDUCT TRAINING COURSES IN 2025

	Completion rate (%)
Playing by the rules: Speak up, raise concerns, ask questions [All employees, online]	96
Code of Conduct Refresher and Risk Assessment Pt.1 [All employees, online]	96
Code of Conduct Refresher and Risk Assessment Pt.2 [All employees, online]	93

1.10.3.2 ESG & COMPLIANCE COMMUNICATION PROGRAM

CellMark’s ESG & Compliance communication program supplements the training program described in section 1.10.3.1. It is a key element of CellMark’s ambition to build ESG & Compliance competence throughout the Group. Regular information is published on CellMark’s intranet (CellNet) with the ambition to keep ESG & Compliance at the top of everyone’s minds. These publications can take different forms (e.g. written, video, podcast) and cover a wide range of topics such

as information about new internal ESG & Compliance developments, regulatory updates, relevant external news, stories from employees regarding how ESG & Compliance impact their activities, and inspirational articles from third parties. Employee awareness is also raised on specific subjects through dedicated presentations at internal seminars and via webinars.





1.10.4 MONITORING ACTIVITIES

Due diligence on business partners

In accordance with the Group's Know Your Counterpart Directive:

- Due diligence must be performed on all new business partners' prior to any business transaction. This initial due diligence is done by the Credit team that verifies the financial strength of the business partners and screens them against sanctions, money laundering, and adverse media risks.
- CellMark also performs regular batch screening on all its existing business partners.

Screening is performed with an external tool. CellMark's due diligence process was audited in 2023 by the Group's internal audit, which revealed minor non-conformities that have all been mitigated.

In 2025, the Group:

- Finalized the implementation of measures to comply with the EU Deforestation Regulation (EUDR) which entry into force was scheduled on 31 December, 2025 but was postponed to 31 December 2026. In 2026, the focus will be on following up the EUDR legislative developments and ensuring that the due diligence process implemented by CellMark in 2025 remains compliant with the potential modifications of the EUDR.
- Continued its project to rationalize and develop its existing due diligence processes by creating a due diligence process encompassing all ESG risks (including, inter alia, trade sanctions, corruption, human rights and environmental risks) into one single process fully aligned with CellMark's overall risk program and with full implementation targeted for 2026–2027.

Conflict minerals assessment

CellMark is actively committed to sourcing responsibly and has implemented a conflict minerals program since 2022, based on the globally recognized framework from the Organization for Economic Co-operation and Development (OECD). To date, based on the assessments carried out so far on its relevant suppliers, CellMark has uncovered no evidence that any of its suppliers have contributed to conflict or human rights violations.

In addition to this conflict minerals assessment, CellMark monitors its suppliers' FSC® and PEFC certifications (see section 1.7.6.3 for more details).

Delegations of authority

The delegations of authority implemented by CellMark (see section 2.3 for more details) participate in the monitoring of the transactions performed by the Group.

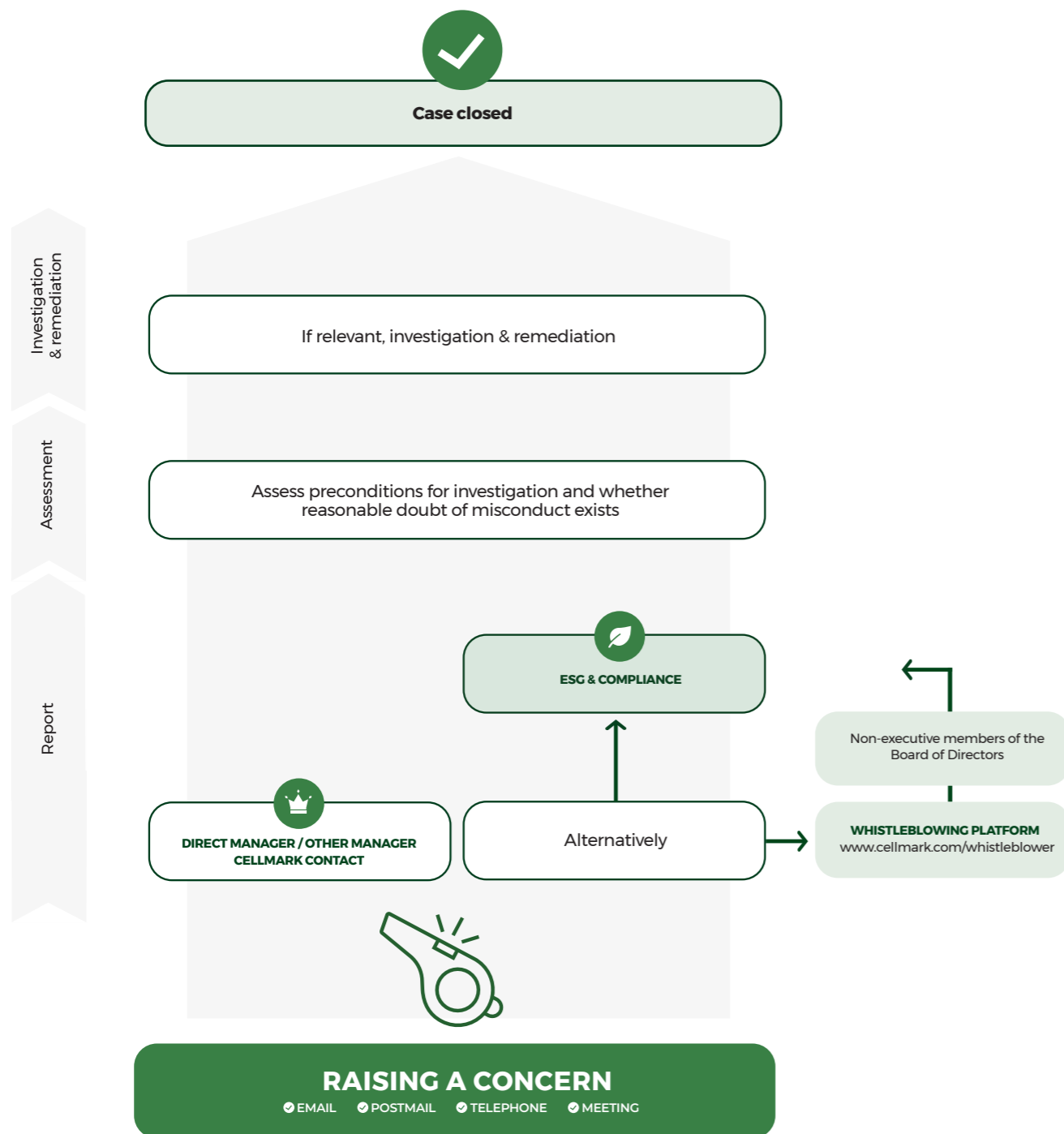
¹ This principle does not apply to "admin suppliers" which are product or service providers that support administration of CellMark's business and represent a lower risk.

1.10.5 WHISTLEBLOWING MECHANISM

CellMark has implemented mechanisms that are available internally and externally for (i) seeking advice and asking questions about ethical and lawful behavior, and organizational integrity, and (ii)

reporting concerns about unethical or unlawful behavior and organizational integrity. The Board of Directors has overall responsibility for these mechanisms.

CELLMARK'S WHISTLEBLOWING PROCESS



For employees, the reporting mechanisms are detailed in the Code of Conduct and the Whistleblower Policy (that are available on the Group's intranet, CellNet). The process is also described on CellNet and CellMark's external website. For external stakeholders, these reporting mechanisms are described in the Code of Conduct for Business Partners and on CellMark's website.

Employees or external stakeholders can report allegations of misconduct via several channels: in writing, by telephone, by requiring a meeting, or via CellMark's whistleblowing platform. The whistleblowing platform is operated by an independent external service provider. It can be used by employees or external stakeholders (it is accessible via CellMark's website) and provides an option to remain anonymous.

CellMark's Whistleblower Policy provides information on how employees can raise concern, the matters that can be reported, the receivers of the reports, the confidentiality and non-retaliation principles, the investigation of allegations, and the consequences of confirmed misconduct.

Whistleblowing reports are assessed carefully to determine whether an internal investigation is required to establish the facts and determine whether there is enough evidence to substantiate the matters reported.

In 2025, CellMark received two reports via the whistleblowing platform (vs. one in 2024). The reports received were about a "disagreement with managerial decisions" (absent misbehavior) and allegations of fraud. The fraud case is still under investigation.

WHISTLEBLOWING CASES VIA THE WHISTLEBLOWING PLATFORM IN THE PAST 3 YEARS

2023	2024	2025
2 reports · complaint form a customer · managerial conflict	1 report · relations among employees	2 reports · disagreement with managerial decisions · fraud

1.11 Tax ethics

CellMark’s approach to tax seeks to align with the long-term interests of all the relevant stakeholders, including its shareholders, employees, governments, and communities.

The roles and responsibilities related to tax are defined in the Group’s Tax Summary and the Tax Policy

- The Board of Directors is ultimately responsible for the Group’s tax position and strategies; it approves the Tax Policy, after review and approval from the Vice President of Accounting, the Chief Financial Officer, and the Chief Executive Officer.
- Group Accounting (reporting to the Chief Financial Officer) is responsible for the execution of the Tax Policy.
- The Vice President of ESG & Compliance and the Divisional Presidents support and reinforce the Tax Policy.
- With the support of their local finance team, the Managing Directors of the Group’s companies are responsible for preparing and providing part of the necessary tax information and for compliance with local tax regulations; local Managing Directors continuously liaise with and seek support from Group Accounting.
- Group Accounting and local Managing Directors engage external advisors when it is deemed prudent to obtain a third party’s expert view on a specific area
- Local accounting is the primary contact with stakeholders regarding local tax.

With offices in over 30 countries, the Group is exposed to tax risks, such as

- Risks of non-compliance with local tax rules and regulations, which may also impact the Group’s relationships with stakeholders, clients, tax authorities, business partners and the general public.
- Transactional risks that arise where transactions are carried out or actions are taken without appropriate consideration of the potential tax consequences or where advice taken is not correctly implemented.

The Group manages tax as follows:

OPERATE IN COMPLIANCE WITH TAX LAWS

CellMark strives to comply with its tax filing, tax reporting, tax payment, and other tax obligations globally, in accordance with applicable regulations and requirements. The Group’s tax control framework supports the management of tax processes through the implementation of policies, procedures, and controls. In situations where tax law is unclear, the Group consults with external tax advisors. Any dispute arising with tax authorities must be resolved in a timely manner by being cooperative and seeking relevant approval from tax authorities prior to entering into any transactions, where appropriate.

EVASION SCHEMES

CellMark does not participate in any tax evasion schemes.

BUILDING TRUST WITH WIDER STAKEHOLDERS

CellMark seeks to build trust with its wider stakeholders by acting in an open and transparent way and maintaining an ongoing dialogue. In particular, CellMark strives to have an open and honest relationship with the local tax authorities in all countries where it operates.

OPERATE WITH INTEGRITY

CellMark acts firmly to avoid engaging in any tax planning that may harm the Group’s business operations, reputation, or stakeholders.

QUESTIONS OR INCIDENTS

Questions or incidents related to tax can be reported via any channel described in CellMark’s Code of Conduct or the Code of Conduct for Business Partners (see Sections 1.10.2 and 1.10.5).

CONSULTING OF GROUP ACCOUNTING

Group Accounting is consulted in advance of changes in the Group’s legal structure, or of any significant business transactions.

In 2025, as required, the Group filed a country-by-country tax report covering FY 2024 with the Swedish tax authorities. This 2024 country-by-country tax report includes information for every tax jurisdiction

in which CellMark did business, on the amount of revenue, the profit before income tax, the income tax paid and accrued, the number of employees, the stated capital, the retained earnings, and tangible assets.

2 GOVERNANCE

CellMark has adopted a governance system composed of the Board of Directors and the Group Management Team. Members of the Board of Directors are appointed by the Group's shareholders, and the Board of Directors appoints CellMark's Chief Execu-

tive Officer, who leads the Group's Management Team. The Management Team is entrusted with CellMark's operations and general affairs, while the Board of Directors has a general oversight function over key strategic matters affecting the Group.

The Board of Directors comprises three sub-committees

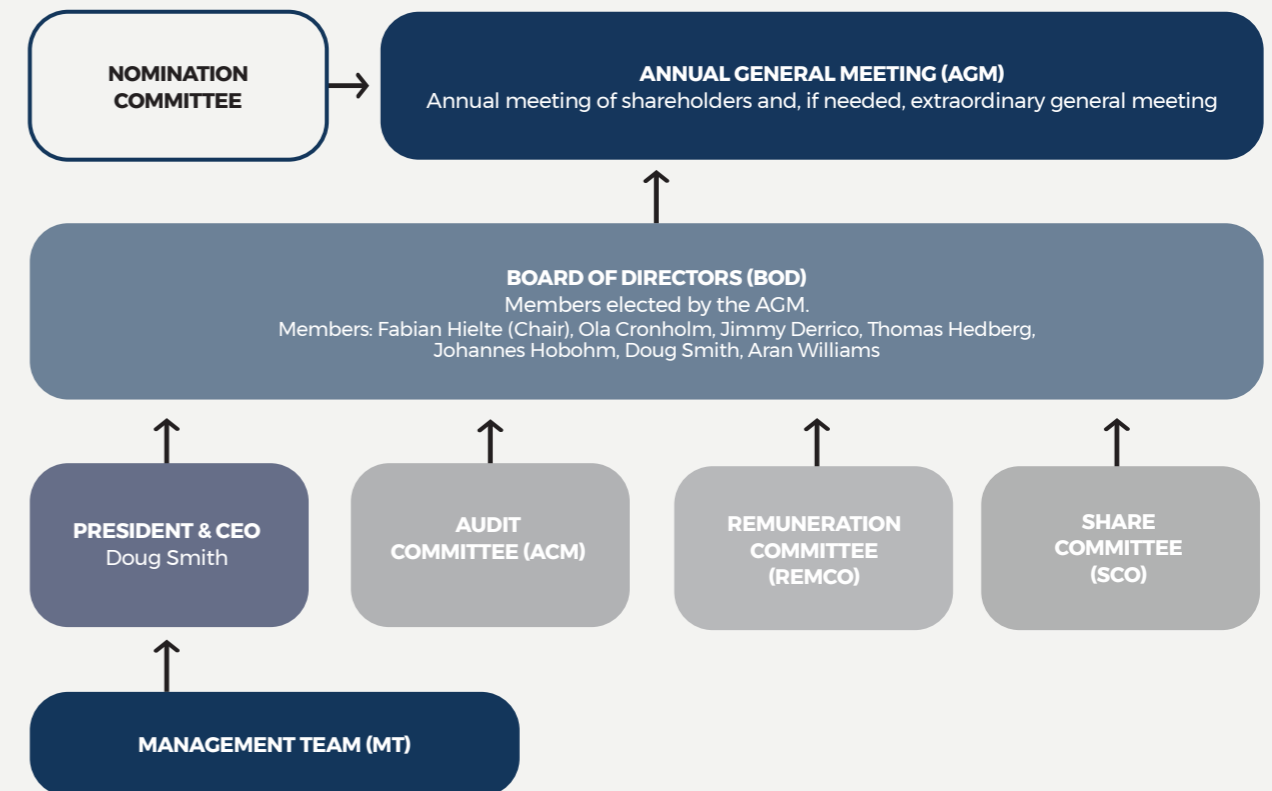
- ✓ The **Audit Committee** whose role is to:

 - Support the Board in all matters regarding finance, accounting, business control, and compliance.
 - Support and provide advice to the Board on the financial reporting and divisional and corporate results, the evaluation and maintenance of CellMark's risks portfolio, the assessment and handling of risk exposure, the external audit (coordination and review of the auditors' work and invoicing), updates of corporate policies, and the conduct of internal audits and investigations.
- ✓ The **Remuneration Committee**, whose role is to prepare all remuneration-related proposals for the Annual General Meeting. It reviews and ensures compensation to key personnel, gives final approval of proposed bonus distribution and secures and motivates succession planning and development for key personnel.
- ✓ The **Shareholder Committee**, which represents the Board in day-to-day matters regarding share transactions and prepares matters for the Board related to shareholding.

In addition to these Board Committees, the Nomination Committee nominates the Members of the Board of Directors and recommends the compensation of the non-executive Board Members to be approved during the Annual General Meeting.



CELLMARK CORPORATE GOVERNANCE STRUCTURE



2.1 Board of Directors

The Board of Directors is a corporate body composed of three to ten members elected annually by the shareholders at the General Meeting. As at December 31 2025, it consisted of seven members (two executives and five non-executives) appointed during the General Meeting of 2025 for a period of one year.

Fabian Hielte
Chair, Non-Executive Director

Jimmy Derrico
Executive Director

Johannes Hobohm
Non-Executive Director

Doug Smith
Executive Director

Ola Cronholm
Non-Executive Director

Thomas Hedberg
Non-Executive Director

Aran Williams
Non-Executive Director

It is to be noted that in 2025:

- Daniel Dayan (Chair) and Johanna Lamminen (Non-executive Director) retired from the Board and did not to seek re-election at the 2025 Annual General Meeting.
- Christer Simrén, CEO of CellMark until 31 December 2024, retired from the Board on 31 March 2025.
- Henrik Forsberg Schoultz (Executive Director) retired from the Board on 13 October 2025.

All potential conflicts of interest (e.g., cross-board membership or cross-shareholding with suppliers or other stakeholders) have been declared by the relevant Board members and are managed according to the rules of procedure for the Board of Directors: a Board member may not be involved in a decision regarding a transaction between CellMark and third parties if the Board member has a material interest that may conflict with CellMark's interest.



The main role of the Board of Directors is the permanent supervision of the management of CellMark. Its missions include:

- Appointment of the CEO.
- Decision and follow-up on overall company and divisional strategy and long-term plan and budget.
- Review of ongoing results and forecasts.
- Review and approval of the annual accounts.
- Review of external audit.
- Decision on specific projects during the year.
- Review of the company's internal controls.
- Business risk assessment.
- Credit requirements and insurances.
- Bonus rules for the following year.

Additionally, the Board oversees the implementation of the Code of Conduct and the corporate policies introduced by the Management Team, advises the Management Team on global corporate strategy, and monitors compliance with laws and regulations.

The Board also evaluates its work and the work of CellMark's CEO. In addition, as a part of the yearly nomination process of the Board members, the Nomination Committee evaluates the Directors.

The skills of the Board members are in line with the Group's strategy: the Directors of CellMark have a complementary set of skills and experience that line up with the Group's strategy and enable it to respond to the challenges it faces. Together, they have the industrial, financial, and managerial expertise that is relevant to CellMark.

In 2025, the Vice President of ESG & Compliance regularly updated the Audit Committee regarding upcoming legislation and important changes in the field of ESG, as well as ongoing projects. As part of the November meeting, the Board discussed and approved updates to several Group policies, received awareness on fraud and discussed specific matters relating to

fraud and mitigation measures.

The Board of Directors meets at least three times per year. In 2025, the Board of Directors met 12 times, with an attendance of 100 percent.

As at December 31, 2025, the Board of Directors was entirely composed of men. Non-executive members of the Board of Directors are remunerated for their role as Directors; they do not receive any other specific types of payment such as variable pay, termination payments, clawbacks, sign-on bonuses (or other recruitment incentive payments), or retirement benefits. Executive Directors do not receive any specific remuneration for their responsibilities as Directors of the Board (see section 2.2 for more details about executive Directors' remuneration). The remuneration for non-executive Directors is established each year according to the following process: the Remuneration Committee makes an initial proposal that is formally submitted for approval by the shareholders during the Annual General Meeting. In 2025, the resolution regarding the remuneration for non-executive Directors was adopted unanimously by the shareholders at the Annual General Meeting.

MEMBER	NATIONALITY	GENDER	AGE GROUP	FIRST APPOINTED	INDEPENDENT MEMBER	BOARD ATTENDANCE IN 2025	AUDIT COMMITTEE	REMUNERATIONS COMMITTEE	NOMINATION COMMITTEE	SHAREHOLDER COMMITTEE	EXPERIENCE
Daniel Dayan Chair of the Board <i>(until April 28, 2025)</i>	United Kingdom	♂	Over 50	June 2021	Yes	100%		Member			Daniel Dayan is an experienced chairman of global businesses, currently at thermal-processing services provider Bodycote plc, specialty chemicals producer Aquaspersions, and data electronics manufacturer Trend Networks, in addition to his role at CellMark. Daniel's career includes senior roles in general management, operations and corporate development over 35 years, most recently as chairman of Low & Bonar plc, and previously as CEO of Klöckner Pentaplast, LINPAC Group and Fiberweb plc. He holds a degree in engineering from Cambridge University and lives in London, UK.
Fabian Hielte Chair of the Board <i>(from April 28, 2025)</i>	Sweden	♂	30–50	April 2025	No	100%			Member		CEO at Neudi & C:o (formerly Ernström & C:o). Fabian represents the fourth generation of the family behind Neudi & C:o. He is currently CEO, having previously served as chairman and, before that, as Managing Director for ten years. Prior to Neudi & C:o, Fabian was MD at Platzer Fastigheter and Ernström Invest. He began his career as an analyst at Lazard and during his studies, he also held internships at Lombard Odier and Booz Allen Hamilton. Fabian holds a Master of Science DHS in Economics from the Stockholm School of Economics and was a Chazen MBA Program student at Columbia Business School in New York. In addition to his role at Neudi & C:o, Fabian is on the board of directors of Ernströmgruppen, Sverigehuset, and Skagerack Ventures. He has previously served on the boards of Nederman Holding, Svedbergs, Collector, and several other companies.
Thomas Hedberg Non-Executive Director	Sweden	♂	Over 50	1984	No	100%		Member	Member		Co-founder and Non-Executive Director of CellMark. Thomas is currently Chairman of Hills Golf AB and Hills Villastad, a property project owned by Hills Golf AB and Nordr AB, and board member of Demokraterna. Previous roles include directorships of GreenCarrier AB Basic Chemicals Solutions LLC, Crossroads AB, Atlantica AB, Belgfast AB and Benefast AB, Svenska Mässans Trust, Stadshus AB, Västra Götaland Region Council and deputy member of the Gothenburg Council.
Jimmy Derrico Executive Director	USA	♂	Over 50	June 2020	No	100%			Member	Member	President of CellMark's Recycling division and intimately involved in the growth of CellMark's Recycling Group since 1990. Jimmy is the 4th generation of his family in the recycling industry and is a lifetime veteran of the recycling industry, with extensive hands-on experience and knowledge of all facets of the industry. Jimmy attended Boston College (School of Management).
Ola Cronholm Non-Executive Director	Sweden			August 2020	No	100%	President			Member	Investment Manager at Neudi & C:o (formerly Ernström & C:o), where Ola holds board assignments in several businesses across different industries. Prior to Neudi & C:o, Ola served as CFO and Investment Manager at Profura AB, a family-owned investment house based in Gothenburg. During this period, Ola had board positions in several companies within the Swedish wood industry. Prior to Profura, Ola has had positions at IK Investment Partners in London and Arthur Andersen auditing. Ola holds a master's degree in Financial Economics.
Henrik Forsberg Schoultz Non-Executive Director <i>(until March 31, 2025)</i> Executive Director <i>(from April 1 until October 13, 2025)</i>	Sweden	♂	30–50	June 2018	No	100%		Member			CEO at of Neudi & C:o (formerly Ernström & C:o) until March 31, 2025, Henrik was earlier responsible for the investment organization of the company. Prior to Neudi & C:o, Henrik was an investment professional at Nordstjernen, family-owned investment company, where he was co-responsible for Etac Group and Bygghemma Group. Henrik has also worked at McKinsey & Company where he supported clients with strategic topics. In addition to his role at CellMark, Henrik is chairman of the board of directors of Platzer and a director of Ernströmgruppen, and Apotea.
Doug Smith Executive Director	Canada	♂	Over 50	June 2020	No	100%		Member			President of CellMark's Pulp division. Doug has been in the pulp industry for over 20 years and has worked for both the agency and producer side of the industry. Doug started his career as an entrepreneur in Retail with two successful leisure product stores in Ontario, Canada, before joining the pulp industry in 1994. He has also launched and managed a start-up manufacturing facility in the specialty wood panel industry introducing the world's first engineered coated board.
Johanna Lamminen Non-Executive Director <i>(until April 28, 2025)</i>	Finland	♀	Over 50	June 2021	Yes	100%	Member				Johanna Lamminen is the CEO of Novana, a Nordic company focusing on the production of critical raw materials. Prior to Novana, Johanna served seven years as the CEO of the Finnish energy company Gasum. She has extensive experience in the energy and finance sectors, and in organizational and business development. Johanna is also on the Board of Directors of Mandatum Plc and Alisa Pankki Plc. Earlier she was also a member of the Board of Directors of Sampo Plc (2019–2023), Tieto Plc (2016–2019), Evli Bank Plc (2016–2019), and Cargotec Corporation (2017–2024). In addition, she chairs the Board of Directors of Savonlinnan Opera Festival and is a member of the Board of Directors of ETLA Economic Research and the Board of Directors of the Finnish Business and Policy Forum (EVA). Johanna holds a Doctor of Science degree (Technology) and an MBA degree.
Johannes Hobohm Non-Executive Director <i>(from April 28, 2025)</i>	Sweden	♂	30–50	April 2025	No	100%		President			Johannes Hobohm is the CEO of A Day's March, an international direct-to-consumer clothing brand. He is also an owner and board member of Neudi & Co (formerly Ernström & Co) and has served on the boards of Alivia, LYSA, and Forza Football. He has vast experience in working with start-ups and growth companies as a partner of the start-up fund The Springfield Project and as a business developer at the SaaS company Storykit. Johannes holds a Bachelor's degree in Political Science and a Master's degree from the Department of Management at the London School of Economics and Political Science.
Aran Williams Non-Executive Director <i>(from April 28, 2025)</i>	Sweden	♂	Over 50	April 2025	No	100%	Member				Aran Williams is the founder of Snapdragon AB, an independent advisory firm, and a senior adviser to B. Dyson Capital Advisors and Stout Advisory. Aran worked for over 20 years in investment banking, first at S.G. Warburg in London, focusing on M&A and international debt restructuring. Later, he worked at Lazard, based in Stockholm, focusing on M&A and restructuring advisory work. Since 2008, Aran has focused on the global shipping industry, where he has advised on several industry-defining transactions and assists clients with strategy, corporate development, and finance. Aran recently served on the Board of Petroserv, a Brazilian offshore drilling company. He holds a BA Joint Honours degree in Modern Languages and is licensed as a registered representative under US FINRA broker-dealer rules.

2.2 Management Team

The Group Management Team is a corporate body appointed by the Board of Directors. It is entrusted with the management and general affairs of CellMark and the following main responsibilities:

- Develop and propose to the Board of Directors a strategy for the Group.
- Operational execution of CellMark's strategy: development and implementation of the Group's strategic plan, management, and control of CellMark's business accordingly.
- Oversee and manage the Group's financial situation.
- Ensure compliance with applicable laws and regulations.
- Preparation and approval of CellMark's financial statements and related reports.
- Reporting to the Board of Directors.

As at December 31, 2025, the Management Team was composed of six members (17% women and 83% men):

Doug Smith
President & Chief Executive Officer
Division President, CellMark Pulp

Pernilla Jordan
Chief Financial Officer

Hugo Galletta
Division President, CellMark Chemicals

Jimmy Derrico
Division President, CellMark Recycling

Ersin Alkan
Division President, CellMark Basic Materials

Doug Smith
Division President, CellMark Pulp

Joe Hoffman
Division President, CellMark Packaging & Paper

Henrik Forsberg Schoultz held the position of CEO of CellMark from April 1, 2025 and was replaced in this position by Doug Smith with effect from October 13,

2025 (see section 1.6 for more information). The Management Team meets every 4 to 6 weeks. In 2025, the Management Team met 14 times.

The members of the Group Management Team are remunerated according to the levels of remuneration for their position in their local market (these local market levels are determined with the assistance of external independent consultants). The bonus level of the Divisional Presidents is dependent on their Division's EBT result for the previous year and the bonus level of the CEO and the CFO is dependent on the Group's EBT for the previous year. The remuneration of the

Management Team members is reviewed by the Remuneration Committee every year. All Management Team members are employed by a Group entity and benefit from the additional remuneration elements applicable to employees of this entity. No specific termination payments, clawbacks, sign-on bonuses (or other recruitment incentive payments), or retirement benefits are paid in addition.

2.3 Delegation of authority

Formal delegations of authority are among the tools implemented by CellMark to ensure appropriate segregation of duties, better risk management, and a reduced risk for fraud and/or errors.

What CellMark has implemented

- A Corporate Governance matrix that clearly sets the respective responsibilities of each governance body (as described in the introduction to this section 2) and senior executives,
- A Delegation of Authority matrix that defines the authorizations given from CellMark's highest governance body to senior executives and other key employees, and
- Delegations of Authority covering each of CellMark's Divisions and Business Administration.

3 SOCIAL ASPECTS

3.1 CellMark's workforce

Information regarding the methodology followed by CellMark for collecting the data provided in this section can be found in section 5.1 below.

3.1.1 MANAGEMENT APPROACH

As CellMark's success relies on the unique knowledge and experience of its employees (see section 1.7.6), the Group strives to attract, motivate and retain these highly skilled talents, and to preserve Health & Safety and well-being in the workplace. The main principles

that govern the Group's relationship with its workforce and with the people within its value chain are set out respectively in CellMark's Code of Conduct and the Code of Conduct for Business

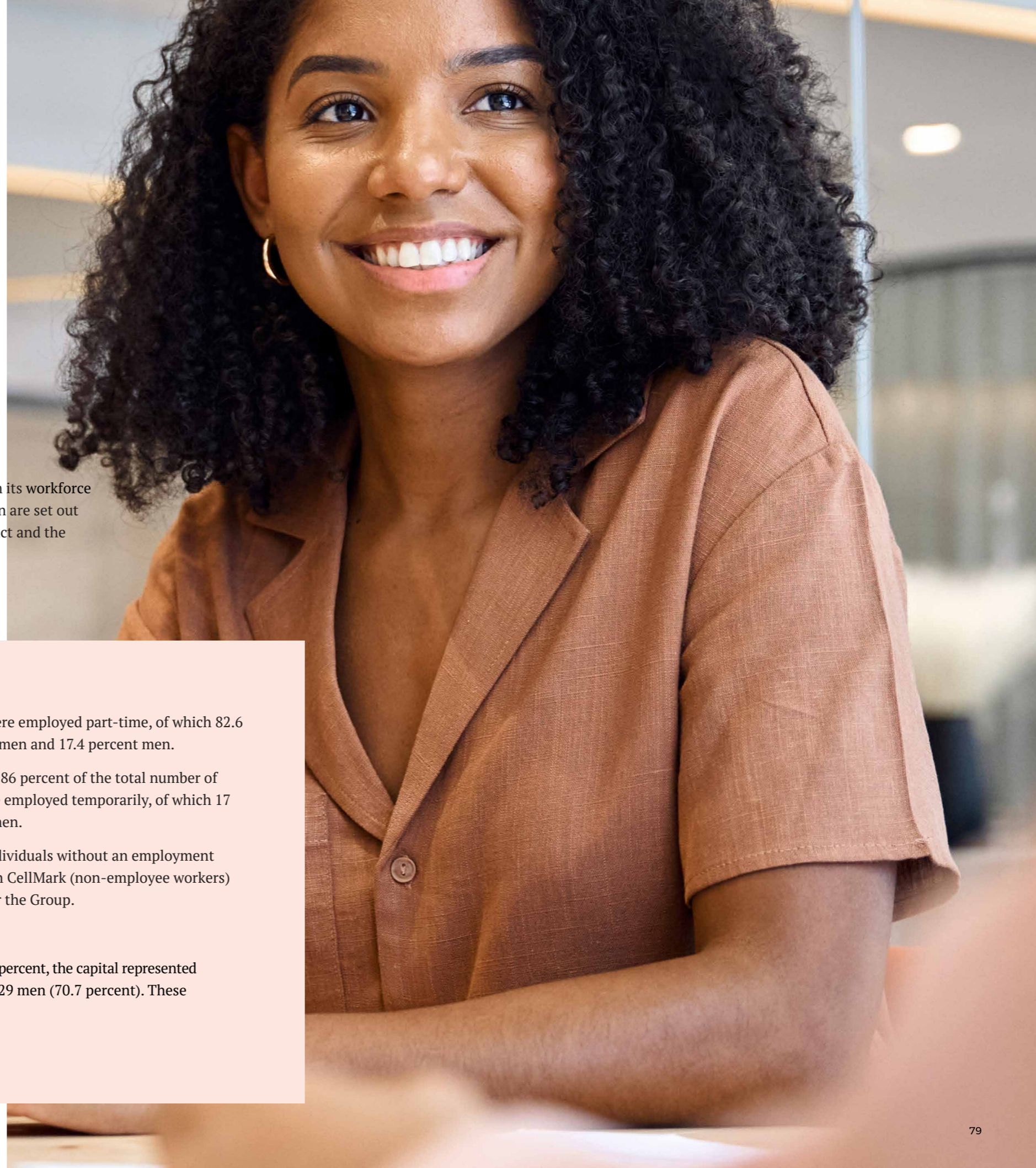
3.1.2 GENERAL INFORMATION ABOUT CELLMARK'S WORKFORCE

As at December 31, 2025:

- 943 individuals (916 permanent and 27 temporary) were employed by CellMark.
- Women represented 45.5 percent of the employees (vs. 45.3 percent in 2024). In total, the number of male employees was 514 and the number of female employees was 429.
- Women represented 35.8 percent of the managers and 47.6 percent of the non-managers (vs. respectively 36.8 percent and 47 percent in 2024).
- 23 employees were employed part-time, of which 82.6 percent were women and 17.4 percent men.
- 27 employees (2.86 percent of the total number of employees) were employed temporarily, of which 17 women and 10 men.
- 60 additional individuals without an employment relationship with CellMark (non-employee workers) were working for the Group.

In addition, including the employees at the joint ventures where CellMark owns more than 50 percent, the capital represented 41 individuals (25 permanent and 16 temporary), among which 12 women (29.3 percent) and 29 men (70.7 percent). These employees represent an average number of 29 FTEs.

The average number of Full Time Equivalent (FTE) in 2025 was 984 in total.



EMPLOYEES (PERMANENT AND TEMPORARY) BY CATEGORY, GENDER, AND REGION*

	AMERICAS			EMEA			APAC			TOTAL		
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL
Manager	59	21	80	37	21	58	10	17	27	106	59	165
Non-Manager	263	169	432	112	126	238	32	76	108	407	371	778
TOTAL	322	190	512	149	147	296	42	93	135	513	430	943

*As at December 31, 2025

EMPLOYEES BY TYPE OF CONTRACT, GENDER, AND REGION*

	AMERICAS			EMEA			APAC		
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL
Temporary	0	2	2	3	4	7	7	11	18
Other	322	188	510	39	89	128	142	136	277
TOTAL	322	190	512	42	93	135	149	147	195

*As at December 31, 2025

EMPLOYEES (PERMANENT AND TEMPORARY) BY AGE AND GENDER*

	Men	Women	TOTAL
<30	37	33	70
30-50	224	250	474
>50	253	146	399
TOTAL	514	429	943

*As at December 31, 2025

**EVOLUTION OF EMPLOYEES
(PERMANENT AND TEMPORARY) BY CATEGORY AND GENDER**

	2023			2024			2025		
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL
Manager	101	57	158	108	63	171	106	59	165
Non-manager	401	368	769	418	370	788	407	371	778
TOTAL	502	425	927	526	433	959	513	430	943

**EVOLUTION OF EMPLOYEES
(PERMANENT AND TEMPORARY) BY GENDER AND TYPE OF CONTRACT**

	2023			2024			2025		
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL
Permanent	492	412	904	515	422	937	503	413	916
Temporary	10	13	23	11	11	22	10	17	27
TOTAL	502	425	927	526	433	959	513	430	943

**EVOLUTION OF EMPLOYEES
(PERMANENT AND TEMPORARY) BY GENDER AND REGION**

	2023			2024			2025		
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL
Americas	334	195	529	335	198	533	322	190	512
EMEA	125	137	262	149	142	291	149	147	296
APAC	43	93	136	42	93	135	42	93	135
TOTAL	502	425	927	526	433	959	513	430	943

COUNTRIES WITH AT LEAST 10% OF THE TOTAL NUMBER OF EMPLOYEES*

	Number of employees
USA	487
Sweden	97

*As at December 31, 2025

DISTRIBUTION OF EMPLOYEES BY TYPE AND GENDER*

	Men	Women	TOTAL
Number of employees	514	429	943
Number of permanent employees	503	413	916
Number of temporary employees	10	10	27
Employees with non-guaranteed hours	1	5	6
Number of full-time employees	510	410	920
Number of part-time employees	4	19	23

*As at December 31, 2025

DISTRIBUTION OF EMPLOYEES BY TYPE AND REGION*

	Americas	EMEA	APAC
Number of employees	513	296	134
Number of permanent employees	511	278	127
Number of temporary employees	2	18	7
Employees with non-guaranteed hours	2	4	0
Number of full-time employees	512	275	133
Number of part-time employees	1	21	1

*As at December 31, 2025

**PERCENTAGE OF PART-TIME EMPLOYEES
(PERMANENT AND TEMPORARY) BY GENDER AND REGION***

	AMERICAS			EMEA			APAC			TOTAL		
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL
Number	1	0	1	2	19	21	1	0	1	4	19	23
% of total employees	0.11	0	0.11	0.21	2.01	2.23	0.11	0	0.11	0.42	2.01	2.44

*As at December 31, 2025

EVOLUTION OF PART-TIME EMPLOYEES (PERMANENT AND TEMPORARY) BY GENDER*

	2023			2024			2025		
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL
Number	3	18	21	3	21	24	4	19	23
% of total employees	0.3	1.9	2.3	0.3	2.2	2.5	0.42	2.0	2.4

*As at December 31, 2025.

In 2025, the average (permanent) employee turnover was 8.7 percent (vs. 6.2 percent in 2024), and 77 new permanent employees joined CellMark (vs. 138 in 2024).

NEW EMPLOYEES (PERMANENT) BY AGE, GENDER, AND REGION IN 2025

AGE	AMERICAS			EMEA			APAC			GLOBAL
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL	Total
<30	11	3	14	4	0	4	0	1	1	19
30-50	16	10	26	5	9	14	0	4	4	44
<50	10	1	11	0	0	2	1	0	1	14
TOTAL	37	14	51	11	9	20	1	5	6	77

NEW EMPLOYEES (TEMPORARY) BY AGE, GENDER, AND REGION IN 2025

AGE	AMERICAS			EMEA			APAC			GLOBAL
	Men	Women	TOTAL	Men	Women	TOTAL	Men	Women	TOTAL	Total
<30	0	0	0	0	1	1	0	1	1	2
30-50	0	0	0	0	2	2	1	0	1	3
<50	0	0	0	1	1	2	0	0	0	2
TOTAL	0	0	0	1	4	5	1	1	2	7

EMPLOYEE (PERMANENT) TURNOVER 2025 (%)

GLOBAL AVERAGE TURNOVER	8.7
Turnover by gender	
Female	7.9
Male	9.5
Turnover by region	
Americas	4.8
APAC	1.7
EMEA	6.1
Turnover by age category	
<30	2.4
30-50	9.3
<50	8.1

PARENTAL LEAVE 2025

	Men	Women
Number of employees entitled to parental leave	399	256
Number of employees taking parental leave in 2025	2 (EMEA) 2 (AMERICAS) 1 (APAC)	6 (EMEA) 3 (AMERICAS) 4 (APAC)
Number of employees due to return to work in 2025	1 (EMEA) 2 (AMERICAS) 1 (APAC)	5 (EMEA) 3 (AMERICAS) 4 (APAC)
Number of employees returning to work after parental leave in 2025	1 (EMEA) 2 (AMERICAS) 1 (APAC)	5 (EMEA) 3 (AMERICAS) 4 (APAC)
Return to work rate, by gender	100%	100%

3.1.3 TRAINING AND PERFORMANCE APPRAISAL

One of the fundamental aspects of talent management within CellMark is training. The e-learning platform, CellMark Academy, plays a key role in supporting employees' professional development. Employees are encouraged to undertake at least one hour per month of competence development and training.

The Group adheres to the 70-20-10 method of professional development: 70 percent from on-the-job experience, tasks and problem solving; 20 percent from feedback, coaching (formal and informal) and networks; 10 percent from formal classroom courses like e-learning and seminars.

For new employees, CellMark Academy has a comprehensive onboarding program covering CellMark's history, culture, and business areas; the Value Platform (see section 1.5); and mandatory training (see section 1.10.3).



CELLMARK ACADEMY

In 2025, the total number of hours spent on online training via CellMark Academy and the stand-alone Cybersecurity training platform as well as in-person training reported by CellMark's Human Resources and ESG & Compliance departments (i.e., excluding any other form of training or via any other platform) amounted to 1691 hours, which corresponds to 1.8 hours per employee in average (based on the average number of employees over the calendar year 2025).

CellMark has implemented a process for employee annual performance review and for development & goal conversations (where

employees and their managers discuss future goals, development plans, and the employees' well-being). Based on the Great Place to Work® survey performed in 2025 (73 percent response rate), 63 percent of CellMark employees confirmed that they had a development & goal conversation with their manager in 2025 (vs. 62 percent in 2023).



3.1.4 OCCUPATIONAL HEALTH AND SAFETY

CellMark pays close attention to its employees' welfare not only by complying with laws on workplace health and safety and by establishing procedures preventing accidents and occupational illness, but also by promoting physical and psychological well-being. The Group's employee handbooks include provisions on Health and Safety.

In the facilities or warehouses owned by CellMark, where health and safety risks are higher, the Group strives to maintain a high level of health and safety culture, with proper instructions and training for employees.

Operating procedures that CellMark has implemented

- ✓ **Risk identification**
Health and safety risks are identified on an ongoing basis, through scheduled safety meetings.
- ✓ **Governance**
Each manager has direct responsibility for the governance of health and safety in their facility, supported as necessary by the Human Resources and/or Quality departments.
- ✓ **Policies and procedures**
In addition to the principles set out in CellMark's Code of Conduct, each facility has implemented an employee handbook that contains health and safety provisions as well as specific processes.
- ✓ **Awareness and training**
All employees are given health & safety training (such as toolbox meetings, first aid training, GHS training, or other OSHA-mandated safety training) on an ongoing basis, and regular safety meetings are conducted (weekly or monthly depending on the facility). New hires are trained via local onboarding procedures in accordance with the applicable employee handbook.
- ✓ **Preventive controls and monitoring procedures**
Regular checks and monitoring activities are performed to ensure that preventive controls are effectively implemented. For example, in the Group's R&D facility, annual mask fittings and hearing checks are conducted.
- ✓ **Record keeping and reporting**
The facilities keep documentation on the controls and monitoring performed and the related corrective actions. The mandatory incident reports (such as the annual OSHA 301 injuries and illness report) are submitted.

These operating procedures cover all employees working at CellMark's facilities and warehouses.



**OCCUPATIONAL HEALTH & SAFETY-RELATED STATISTICS 2025
(INCLUDING THE JOINT VENTURES WHERE CELLMARK OWNS MORE THAN 50%)**

Number of cases of injuries or work-related ill-health	11
Number of lost time injury events	4
Number of days lost due to injury or work-related ill-health	57
Lost time injury (LTI) frequency	1.91
Lost time injury (LTI) severity	0.03
Fatality rate	0

For more information about the methodology used, see section 5.1.3.2.

Routines for occupational accidents, injuries, and fatalities

- ✓ For each occupational accident or injury, a report and mitigation plan must be set.
- ✓ In case of any fatality, a specific report must be filed, and relevant risk mitigation actions taken based on the conclusions made.

3.1.5 DIVERSITY AND EQUAL OPPORTUNITY

CellMark’s Code of Conduct includes provisions regarding Diversity, Equality, and Inclusion. The Code of Conduct, the employee handbooks, and the recruitment guidelines also include provisions on anti-discrimination and harassment. Training on anti-discrimination and harassment is provided through global training initiatives (e.g., via the code of conduct e-learning series, see 1.10.3.1) and locally; for example, all CellMark employees in the United States receive training on Diversity, Equality, and Inclusion

every other year. In the last two years, 100 percent of CellMark’s employees in the United States were trained on discrimination.

All members of the Group Management Team and all but one of their direct reports are based in their home countries. CellMark’s offices are led by local citizens.

General information on employee representation per gender and age group can be found in section 3.1.2.

3.1.6 LABOR/MANAGEMENT RELATIONS

None of the Group entities is subject to a collective bargaining agreement, whether at the Group, industry, or country level. Beyond applicable legislation, the principles that govern the relationship between CellMark and its employees are defined in the Code of Conduct and the applicable employee handbook.

Whenever CellMark considers implementing significant operational changes, reasonable notice is provided to employees and appropriate government authorities, in accordance with applicable legislation.

CellMark has implemented Social Dialogue Guidelines that provide a framework for social dialogue within the Group’s operations. It reinforces CellMark’s commitment to fostering mutual, meaningful and open discussions between the Group’s management and employees to address workplace issues, improving working conditions, and enhancing overall organizational performance.

3.1.7 REMUNERATION PRINCIPLES AND PROCESS

Principles that guide CellMark’s remuneration

- Attract, recruit, and retain the best professionals.
- Be consistent with the Group’s strategic positioning and development and with its objective of excellence.
- Follow the principle of fair reward for labour.
- Recognize and reward the commitment, responsibility, and performance in accordance with the Group’s vision, “Surpassing Expectations”.
- Adapt to the different local realities of the Group.

The Remuneration Committee of the Board sets the compensation for the Management Team, including the CEO, and the Nomination Committee sets the compensation for the Chair of the Board (see Section 2).

Remunerations are reviewed each year and adjusted as relevant. The remuneration review process is performed independently by each Division and by Business Administration for the support functions. General salary

adjustments are led by the Chief Executive Officer, the Chief Financial Officer, and the Vice President of Human Resources and are formally validated by the Group Management Team, when applicable

Remuneration levels and principles for employees outside the Group Management Team are based on the grandfather principle, where each remuneration proposed by a manager is signed off by their manager (or a more senior manager).

The vast majority of CellMark employees have fixed and variable pay, and their remuneration level is well above locally defined minimum wage levels. Variable pay is determined individually, based on employee performance and their Division's results (or the Group results for Business Administration), according to the grandfather principle described above.

Pension benefits are provided in certain jurisdictions according to local legislation and the respective contribution of CellMark and the employee varies by country as well as by role and seniority of the employee.

CellMark carries pension liabilities that are all covered by the Group. As at December 31, 2025, the provisions for pension liabilities in the financial statements amounted to 6.3 MUSD, covering 9 consolidated entities.

Additional benefits are provided to permanent employees in all CellMark's main offices: healthcare, disability & invalidity coverage, and retirement. Except for the Gothenburg office, these benefits are not provided to temporary workers. The benefits provided to full-time employees are also provided to part-time employees.

Ownership of CellMark shares is also offered on a regular basis to permanent full-time employees who have been employed for over one year at the date of the share offer.

For information regarding the principles governing the remuneration of CellMark's Directors and members of the Management Team, see sections 2.1 and 2.2 respectively.

3.2 Contribution to local communities

CellMark Cares is the corporate social responsibility program at CellMark. This program was created to enhance, amplify, and strategically provide funding for non-profit organizations and non-governmental organizations (NGOs) serving the communities where CellMark has a presence.

Efforts towards local communities in 2025

- Donations to charities identified by CellMark.
- Employee volunteering and community support.

The total amount of donations distributed by the Group in 2025 was over USD 383 000.

In particular, CellMark Cares provided USD 180 000 to charities and NGOs (non-governmental organizations) in transformational grants primarily in the range of USD 35 000–50 000. Employees can recommend a registered charity or NGO anywhere in the world where CellMark has a presence. All recommendations are

vettted by a third party (checking the charitable nature of the organization and performing relevant due diligence). Vettted organizations are reviewed, based on geography, mission diversity, and equitable distribution among the Group's five Divisions.



4 ENVIRONMENTAL ASPECTS

Information regarding the methodology followed by CellMark to calculate the environmental data provided in this section can be found in section 5.1 below.

In 2025, CellMark sourced a carbon accounting engine that automates environmental reporting. This third-party system uses a hybrid methodology based on the GHG Protocol, utilizing activity data and a database of over 349 000 emission factors for audit-ready, scientific accuracy.

For consistency reasons and to ensure the use of more accurate and granular emissions factors, the figures provided in this report for 2023 and 2024 were recalculated using this system.

4.1 Management approach

The Group's environmental commitment is based on:

- Complying with applicable environmental laws and regulations.
- Increasing its contribution to the manufacturing of recycled products through its recycling activities.
- Helping customers with their environmental commitments.
- Pursuing continuous improvement of the Group's environmental performance.
- Raising awareness internally and maintaining the dialogue with its stakeholders on environmental challenges.

CellMark operates a limited number of facilities and warehouses. For these sites, according to the Corporate Social Responsibility Policy and as much as circumstances allow, the Group undertakes to:

- Minimize consumptions and pollution.
- Minimize usage of materials and water.
- Reduce waste and recycle.

In general, most of CellMark employees work in an office building or at home, and most of our facilities are rented. Electricity and gas are mainly used to run office buildings and the processing of goods in the recycling plants does not require a high level of energy or water consumption. When establishing new sites or relocating sites, CellMark strives to select office spaces with good energy ratings.

4.2 Energy consumption

Energy consumption includes electricity, natural gas, propane, gasoline, and diesel for vehicles, and oil and diesel for other sources of energy. Only one site reported a negligible amount of refrigerant consumption.

By applying the methodology described in section 5.1.3.2, CellMark's total energy consumption in 2025 was assessed at 90 944 Gigajoules (GJ), and the following chart shows the breakdown per type of energy.

TOTAL ENERGY CONSUMPTION AND RELATED EMISSIONS IN 2025, BY TYPE OF ENERGY

	Gigajoules	Emissions (t CO ₂ e)
Electricity (location based)	31 847	2 684
Natural gas	6 977	393
Propane	10 161	650
Other energy sources	123	11
Fuel for vehicles	41 836	2 980
TOTAL	90 944	6 718

By applying the methodology described in section 5.1.3.2, CellMark's total energy consumption was assessed at 63 889 GJ in 2023, and 60 167GJ in 2024.

ENERGY CONSUMPTION BETWEEN 2023 AND 2025, ON A LIKE-FOR-LIKE BASIS, BY TYPE OF ENERGY

	GJ			%
	2023	2024	2025	Variation 2024-2025
Electricity	22 721	22 486	20 457	-9
Natural gas	6 806	5 940	6 977	+17
Propane	9 947	9 381	10 161	+8
Other energy sources	0	0	123	N/A
Fuel for vehicles	24 415	22 361	31 169	+39
TOTAL ENERGY CONSUMPTION	63 889	60 167	68 887	+14

In 2025, the energy intensity, calculated as GJ of total energy consumption per million USD revenue, was 22.71 GJ/MUSD. The energy intensity figures for 2023 and 2024 were recalculated using the data from the carbon accounting system.

ENERGY INTENSITY BETWEEN 2023 AND 2025, ON A LIKE-FOR-LIKE BASIS

	2023	2024	2025	Variation 2024-2025 (%)
Energy consumption (in GJ)	63 889	60 167	68 887	+14
Revenue (MUSD)	3 605.6	3 724	4 006	+8
Energy intensity	17.72	16.16	17.2	+6

Whenever possible, CellMark strives to minimize energy consumption for lights, air-conditioning, computers, photocopiers, and other equipment. Several CellMark premises have taken measures to reduce their consumption of energy for lighting, by using LED tubes, motion sensors, and dimmers. Similarly, several premises are equipped with energy-efficient HVAC systems, such as central air conditioners, or have

programmable thermostats that turn off heating and cooling during non-office hours.

Of the 36 sites reporting their electricity consumption in 2025, 7 reported that they are using green electricity (electricity produced from renewable sources) in the amount of 20 300 kWh.

4.3 Impact of transportation

TRANSPORTATION OF PRODUCTS

As described in section 1.3.2.2, transportation of products (by sea, road, or, to a lesser extent, air) is one of the key services provided by the Group to its customers and suppliers. The transport sector is deemed to have substantial negative impacts on the environment as it is responsible for around 3 percent of global Greenhouse Gas (GHG) emissions and contributes to poor air quality.

CellMark mainly works with major shipping lines that have engaged in programs to reduce their GHG emissions.

BUSINESS TRAVELS

Technological solutions, such as video conferencing, online meetings, and conference calls are widely used within CellMark, and many meetings and training events may be conducted without resorting to air travel. These options should be thoroughly explored before any business flights are undertaken. In accordance with the Group's Corporate Social Responsibility policy, employees are encouraged to reduce travel and choose online meetings whenever relevant.

In 2025, the total amount spent on business travel was 7 326 000 USD distributed as follows: Americas 66 percent, EMEA 20 percent, and APAC 14 percent.

DISTRIBUTION OF BUSINESS TRAVELS IN 2025, BY TYPE AND REGION (%)

	Americas	EMEA	APAC
Flights	25	8	6
Ground transportation	12	3	3
Other expenses (including accommodation)	30	8	5

TRAVEL TO WORK

Many CellMark employees work from home, either full-time or part-time, which limits the impact of travel to work.

NUMBER OF FULL-TIME REMOTE WORKERS (HOME OFFICE) BY REGION*

Americas	EMEA	APAC	TOTAL
67	23	13	103

*As at December 31, 2025

COMPANY CARS

CellMark owns or leases 71 company cars globally, of which 10 are electric and 11 are hybrid (petrol-electric). The portion of company cars using cleaner technology (electric or hybrid) represents 30 percent of the fleet (vs. 24 percent in 2024).

TRUCKS & OTHER HEAVY VEHICLES

The Recycling Division's facilities operate 72 trucks and other heavy vehicles (other than forklifts), none of which are electric or hybrid.

4.4 Water

CellMark uses exclusively water supplied by the municipality or other public or private water utilities, and wastewater goes into the public sewage system.

In 2025, the water consumption reported by 31 sites (representing 81 percent of the total surface area of the Group’s premises) was 11 025 cubic meters. Based on the data reported and by applying the methodology described in section 5.1.3.2, the total water consumption for the Group is estimated at 12 720 cubic meters.

In 2023 and 2024, water consumption was reported respectively by 25 and 30 sites. By applying the methodology described in section 5.1.3.2, CellMark’s total water consumption in 2023 and 2024 was assessed respectively at 12 185 and 10 605 cubic meters. On a like-for-like basis, water consumption decreased by 9 percent in 2025 compared to 2024.

4.5 Biodiversity

Most of CellMark’s sites, owned or leased, are in urban or industrial areas. The site owned by the Group in Naugatuck (Connecticut, USA), where the Chemicals Division’s R&D facility is located, is adjacent to an area of high biodiversity (a forest that is not a protected area). The facility covers 4 830 m² of the 40 000 m² site owned by CellMark.

As a supply chain company operating in the wood industry, the products traded by CellMark come from areas with high biodiversity value. The Group works with its certified suppliers to source products from managed forests and ensure the sourcing of deforestation-free products.

As detailed in section 1.7.7, CellMark maintains a number of third-party certifications that are related to the wood industry (e.g., FSC® and PEFC). Trading certified wood products has beneficial consequences for the preservation of biodiversity as it involves controlling forest resources and takes into account criteria such as the productive and protective functions of forests, biological diversity, and forest health and vitality. The implementation by CellMark of the EUDR process (see section 1.10.4) will provide additional assurance, for all products in scope, about forest conservation.

4.6 Emissions

4.6.1 SCOPE 1 AND SCOPE 2 EMISSIONS

CellMark reports its GHG emissions in accordance with the provisions of the Greenhouse gas protocol

- **SCOPE 1:** Scope covers all direct emissions from sources owned and controlled directly by the Group. CellMark’s Scope 1 emissions are based on the Group’s consumptions of natural gas and fuel, and fleet vehicles (CellMark doesn’t own or control any boiler or furnace). In 2025, no consumption of refrigerant was reported.
- **SCOPE 2:** Emissions resulting from the production of electricity consumed by the organization. Scope 2 covers the CO₂ emissions resulting from energy purchased or acquired by the Group. CellMark’s Scope 2 emissions, only include the CO₂ emissions resulting from the Group’s electricity consumption (no steam, heat, or cooling is consumed).

In 2025, CellMark’s scope 1 and scope 2 emissions, based on the Group’s consumptions, were respectively 3 630 and 3088 tCO₂ e location-based.

SCOPE 1 AND SCOPE 2 GHG EMISSIONS 2025 (tCO₂ e)

	2025 (market-based)	2025 (location-based)
Scope 1	3 630	3 630
Scope 2	2 393	3 088
TOTAL	6 023	6 718

By applying the methodology described in section 5.1.3.2.b and location-based, CellMark’s total GHG emissions in 2023, 2024, and 2025 were assessed, respectively, at 5 618 tCO₂ e, 5 356 tCO₂ e, and 5 245 tCO₂ e.

**SCOPE 1 AND SCOPE 2 EMISSIONS (tCO₂ e)
BETWEEN 2023 AND 2025, LOCATION-BASED AND ON
A LIKE-FOR-LIKE BASIS**

	2023	2024	2025	Variation 2024-2025 (%)
Scope 1	2 348	2 156	2 881	+34
Scope 2	3 270	3 200	2 365	-26
TOTAL	5 618	5 356	5 245	-2

The GHG emission intensity indicators are calculated by relating the emission values to the size of CellMark in terms of revenue. In 2025, the GHG emissions intensity, calculated as tCO₂ e of emissions per million USD revenue, was 1.68 tCO₂ e/ MUSD.

2025 GHG EMISSIONS INTENSITY (tCO₂ e PER MUSD REVENUE), LOCATION-BASED

	2025
Revenue (in kUSD)	4 005
Total Scope 1 emissions	3 630
GHG emissions intensity Scope 1	0.91
Total Scope 2	3 088
GHG emissions intensity Scope 2	0.77
Total GHG emissions	6 718
TOTAL GHG EMISSIONS INTENSITY SCOPE 1 AND SCOPE 2	1.68

**GHG EMISSION INTENSITY (tCO₂ e PER MUSD REVENUE)
BETWEEN 2023 AND 2025, LOCATION-BASED AND ON A LIKE-FOR-LIKE BASIS**

	2023	2024	2025	Variation 2024-2025 (%)
Revenue (in MUSD)	3 606	3 724	4 005	+8
Total Scope 1 emissions	2 348	2 156	2 881	+34
GHG emissions intensity Scope 1	0.65	0.58	0.72	+24
Total Scope 2	3 270	3 200	2 365	-26
GHG emissions intensity Scope 2	0.91	0.86	0.59	-31
Total GHG emissions Scope 1 and Scope 2	5 618	5 356	5 245	-2
TOTAL GHG EMISSIONS INTENSITY SCOPE 1 AND SCOPE 2	1.56	1.44	1.31	-9

4.6.2 SCOPE 3 EMISSIONS

Scope 3 covers the CO₂ emissions related to activities from assets not owned or controlled by CellMark but linked to the Group's business activities.

The Group has identified the following categories to be relevant to its scope 3 emissions: purchased goods, transportation and distribution (upstream and downstream) business travel, the processing of sold products, and end-of-life treatment of sold products. To assess the CO₂ emissions related to the manufacturing of the goods traded by the Group and their transportation, CellMark will have to collect relevant data from its suppliers. Given the number of products traded by the Group and the number of suppliers worldwide, as well as the number of transportation service providers, CO₂ emissions from the manufacturing of purchased

goods and their transportation are not expected in the short term but the Group intends to publish data on an ongoing basis.

Assessing the processing of sold products and end-of-life treatment of sold products is a challenge due to the diversification and high volume of products traded by the Group, combined with the fact that CellMark's customers make different uses of these products.

CellMark intends to leverage the carbon accounting system sourced in 2025 (see the introduction of this Chapter 4 for more information) to provide Scope 3 emissions data covering purchased goods, transportation and distribution (upstream and downstream), and business travel.

4.7 Waste

As described in sections 1.3.1.3 and 1.7.4, CellMark's Recycling Division contributes to the recycling of fiber, plastics, metals, and job lot/stock lot rolls, thereby keeping waste in the recycling stream and out of the landfill.

The recycling facilities (including the joint ventures where CellMark owns more than 50 percent) reported having processed over 493 000 tons of waste materials (including the waste derived from their own operations) in 2025, of which almost 440 000 tons (89 percent) were traded for recycling.

CellMark's warehouses reported a total of 483 tons of waste from which 50 percent was recycled. Regarding the other sites of the Group (i.e., other than the recycling facilities and warehouses): the sites having reported data indicated 57 tons of waste, of which 99 percent was non-hazardous and 17 percent was recycled. Based

on this data and by applying the methodology described in section 5.1.3.2, the total waste generated by the Group (excluding CellMark's recycling facilities and warehouses) is estimated at 64 tons.

The waste generated by CellMark's facility is managed by a certified third-party company that manages the waste in line with contractual and legislative obligations. This third-party company comes into the facility and removes the waste material from the laboratory. This waste material may contain hazardous materials and is handled accordingly.

5 INFORMATION ABOUT THE SUSTAINABILITY REPORT

5.1 Methodology

This Sustainability Report has been prepared based on the “GRI Sustainability Reporting Standards” of the Global Reporting Initiative, using the “in accordance with” reporting option. The reporting period for the information provided in this Report is January 1 to December 31, 2025. CellMark prepares a Sustainability Report annually.

5.1.1 PRINCIPLES FOR DEFINING THE CONTENT OF THE SUSTAINABILITY REPORT AND THE TOPIC BOUNDARIES

Criteria taken into account to define the content of this report

- **STAKEHOLDERS' EXPECTATIONS:** The application of this principle has led CellMark to carry out a reflection on its stakeholders' expectations in the different areas of ESG, mainly described in section 1.7.6, “CellMark’s ESG Stakeholders”.
- **CELLMARK’S RISKS:** The assessment of CellMark’s risks, as described in section 1.9, “Risk factors and management approach”, is an essential element of CellMark’s strategy as it enables the Group to better determine how to mitigate these risks and, thus, better achieve its goals.
- **SUSTAINABILITY CONTEXT:** Section 1.7.2, “ESG Strategy” describes how the Group interprets “sustainability” as related to the business sector to which it belongs.

- **MATERIALITY:** The relevance of the ESG topics covered in the Sustainability Report is consistent with the materiality analysis described in section 1.8, “Materiality analysis”. The link between the ESG topics reported and the SDGs is highlighted in section 1.7.4, “Contribution to the United Nations Sustainable Development Goals”.
- **COMPLETENESS:** The content of this Sustainability Report has been defined to provide stakeholders with a complete picture of CellMark’s global activities.

5.1.2 PRINCIPLES FOR DEFINING THE QUALITY OF THE SUSTAINABILITY REPORT

Principles followed to define the quality of the Sustainability Report

- **BALANCE:** In describing the outcomes of CellMark activities, the Group has tried to reflect both positive and negative aspects to give a balanced view of overall performance.
- **COMPARABILITY:** To enable stakeholders to analyze changes in the Group’s performance, the Report includes some comparative data over a three-year period.
- **ACCURACY:** Financial data are taken from the audited financial statements and, in the absence of a global reporting system for ESG, social and environmental data are collected and reported as described in section 5.1.3.2. “Scope of the Social and Environmental Data and Reporting Methodology”.
- **TIMELINESS:** CellMark’s Sustainability Report is prepared annually.
- **CLARITY:** CellMark’s Sustainability Report has been organized to enable stakeholders to identify information easily; it opens with a letter from the CEO and key figures and includes four sections: CellMark’s identity, Governance, Social aspects, and Environmental aspects.
- **RELIABILITY:** This Sustainability Report has been reviewed and approved by CellMark’s Management Team and the Board of Directors and has been reviewed by the Group’s external auditors.

5.1.3 REPORTING METHODOLOGY

The following paragraphs summarize CellMark’s reporting methodology for the data provided in this Sustainability Report.

5.1.3.1 SCOPE OF THE CONSOLIDATED FINANCIAL STATEMENTS

Unless otherwise stated in the relevant sections of this Sustainability Report, the financial data provided covers the Group’s 52 consolidated subsidiaries. CellMark AB’s direct subsidiaries are listed in note 18 to the consolidated financial statements. Participations in joint ventures have been reported according to the equity method. Companies where CellMark holds between 20 and 50 percent of the voting rights are treated as associated companies.

5.1.3.2 SCOPE OF THE SOCIAL AND ENVIRONMENTAL DATA AND REPORTING METHODOLOGY

SOCIAL

Information about CellMark’s workforce (section 3.1) was collected via:

- The HR reporting system that is deployed in all the Group’s entities.
- A specific reporting campaign that involved all HR representatives in the Group.

All data are reported in headcount and, unless mentioned as reported for the year 2025, they are reported as at December 31, 2025.

When workforce data is reported for the Group’s “main offices”, it covers all offices with more than 20 employees, which represent circa 33 percent of the total number of employees.

Unless otherwise stated in the relevant sections of this Sustainability Report, data on CellMark’s workforce covers the entire organization, excluding joint ventures. Information on joint ventures where CellMark owns more than 50 percent is provided as stand-alone data.

CellMark’s offices with +20 employees

Norwalk, Connecticut (USA)	Office building
Novato, California (USA)	Office building
Shelton, Connecticut (USA)	Office building
Gothenburg (Sweden)	Office building
Shanghai (China)	Office building
Singapore (Singapore)	Office building

Information about the Group’s contribution to local communities (section 3.2) was collected via the financial reporting system deployed in all the Group’s consolidated subsidiaries.

The methodology used to calculate health & safety-related statistics in 2025 (section 3.1.4) is based on the (partly estimated) total number of working hours for all employees (permanent and temporary) in the Group and the average number of employees in 2025. The total number of working hours is based on the reported figures for circa 80 percent of CellMark’s employees (795 employees) and, for the remaining 20 percent (199 employees), on a calculation of the average yearly hours by employee based on the reported figures.

LTI frequency rate is calculated using the formula:

Total number of lost time injury events * 1,000,000 / total hours worked.

LTI severity rate is calculated using the formula:

Total number of days lost due to injuries or work-related ill-health * 1,000 / total hours worked.

Employee turnover (section 3.1.2) is calculated based on data from CellMark’s HR reporting system. Until 2023, the methodology used to calculate employee turnover included employee movement linked to internal transfers, office relocations, end of trial periods, move from temporary to permanent contract and changes from one Group company to another. In this Report (and in the future), these employee movements are not included in the calculation of employee turnover since 2024.

Information regarding parental leave (section 3.1.2) takes into account employees having taken at least 1-month consecutive parental leave. Return to work rate is based on the number of employees on parental leave that were due to return to work during 2025 vs. the number of employees who actually returned to work. The reported data is based on information gathered through questionnaires sent to CellMark’s HR team globally. The accuracy of the total number

of employees eligible to parental leave is likely to be somewhat affected by limited information to the age of children to the employees, where the local legislated right to parental leave is capped at a certain age.

Data about the average hours of learning by employee (section 3.1.3) is calculated as follows:

- Sum of:
 - the completion statistics for online training, from both CellMark’s learning platform CellMark Academy (note: the data is based on estimated completion times per course) and the two independent Cybersecurity training platforms, as CellMark changed training provider during the course of 2025 (note: the data from the first platform is based on actual time spent, and for the second platform, the data is based on the number of completed courses multiplied by an average of 3 minutes completion time per course).
 - in-person training (data provided by the Human Resources and the ESG & Compliance departments).
- Divided by the average number of employees in the Group in 2025 (955).

ENVIRONMENT

Unless otherwise stated in the relevant sections of this Sustainability Report, data on CellMark’s environmental performance includes the joint ventures where CellMark owns more than 50 percent. Most of the environmental data provided in this Report was calculated by utilizing a third-party system and is based on information col-

lected via a specific reporting campaign that covered 42 sites (vs 41 in 2024). These 42 sites represent 100 percent of the total surface area of CellMark’s premises worldwide (joint ventures are excluded from this report). 2023 is the baseline for like-for-like comparison.

CellMark’s main sites (> 2000 square meters) in 2025

Naugatuck, Connecticut (USA)	Production facility
Salt Lake City, Utah (USA)	3 recycling facilities
Doral, Florida (USA)	Warehouse
Patterson, New Jersey (USA)	Recycling facility
Tacoma, Washington (USA)	Warehouse
Ladson, South Carolina (USA)	Recycling facility
Tampa, Florida (USA)	Recycling facility
Birmingham, Alabama (USA)	Recycling facility
Charleston, South Carolina (USA)	Recycling facility
Orangeburg, South Carolina (USA)	Warehouse
Kempenaars, The Netherlands	Recycling facility

Energy and water consumption (sections 4.2 and 4.4) were obtained by considering the information on each invoice issued by the local energy or water provider. When the original invoice was not available because consumptions were included in the rental agreements, the information was requested from the landlords. Where none of the above was obtained, the consumptions were estimated with one, or a combination, of the following methods:

- Average consumption amongst similar facilities in terms of location, type (office or plant or warehouse), surface area, and number of employees.
- Reference to the data provided for another year.

- Data recovery through investigations over the Internet (for example, the average fuel consumption of a certain type of vehicle or the average consumption of water per person, per day).

2023 is the reference year for information about year over year variations. These variations are calculated by referring to the Group consumptions (assessed based on the data reported). It is to be noted that the data provided in 2023 and 2024 for the Group’s energy consumptions and emissions were recalculated, using the carbon accounting system sourced in 2025 (see introduction to section 4 for more information).



A few data in section 4 were collected via the Group’s financial system (e.g., data on business travel or FSC® and PEFC certification), or the HR reporting system (e.g., data on remote workers).

All units expressed in “tons” in this report are metric tons.

Emissions are measured in metric tons of carbon dioxide equivalent (referred to as tCO₂ e in this Report), considering the specific Global Warming Potential (GWP) of

each greenhouse gas. All consumptions reported or assessed were converted into tCO₂ e. The sources for the conversion rates used to calculate its GHG emissions (Scope 1 and Scope 2) depend on the country or location of the relevant premises. The carbon accounting system used by CellMark to assess its emissions utilizes activity data and a database of over 349 000 emission factors for audit-ready, scientific accuracy.

5.2 GRI content index

CellMark has reported the information cited in this GRI content index for the period January 1 to December 31, 2025, in compliance with the GRI Standards – GRI 1: Foundation 2021.

GRI STANDARD	DISCLOSURE	LOCATION	COMMENTS
GRI Foundation		Section 5.2, p. 108–109	
GRI 2: General Disclosures 2021	2-1 Organizational details	* Key figures/CellMark 2025 in brief, p. 6–7 * Section 1.1, p. 8–9 * Section 1.4, p. 28–31	
	2-2 Entities included in the organization's sustainability reporting	* Section 5.1, p. 102–107	
	2-3 Reporting period, frequency, and contact point	* Section 5.1, p. 102–107 * Last page (or section 5.4, p. 111)	
	2-4 Restatements of information	Not applicable.	
	2-5 External assurance	Auditor's opinion, p. 112	
	2-6 Activities, value chain, and other business relationships	* Key figures/CellMark 2025 in brief, p. 6–7 * Section 1.3, p. 11–27 * Section 1.4, p. 28–31 * Section 1.7.6, p. 40–47	
	2-7 Employees	* Key figures/CellMark 2025 in brief, p. 6–7 * Section 3.1.2, p. 78–85 * Section 5.1.3, p. 104–107	
	2-8 Workers who are not employees	* Section 3.1.2, p. 78–85 * Section 5.1.3, p. 104–107	
	2-9 Governance structure and composition	Section 2, p. 70–76	
	2-10 Nomination and selection of the highest governance body	Section 2, p. 70–76	
	2-11 Chair of the highest governance body	Section 2, p. 70–76	
	2-12 Role of the highest governance body in overseeing the management of impacts	* Section 1.5, p. 32–33 * Section 1.7.1, p. 36 * Section 1.7.2, p. 37 * Section 1.9.1, p. 51–52 * Section 2, p. 70–76	
	2-13 Delegation of responsibility for managing impacts	* Section 1.7.1, p. 36 * Section 2.3, p. 77	
	2-14 Role of the highest governance body in sustainability reporting	* Section 2.1, p. 72–75 * Section 5.3, p. 111	
	2-15 Conflicts of interest	* Section 2.1, p. 72–75	
	2-16 Communication of critical concerns	* Section 1.8, p. 50–51 * Section 1.9, p. 51–59 * Section 1.10.5, p. 66–67 * Section 2, p. 70–76	
	2-17 Collective knowledge of the highest governance body	* Section 2.1, p. 72–75	
	2-18 Evaluation of the performance of the highest governance body	* Section 2.1, p. 72–75	
	2-19 Remuneration policies	* Section 2.1, p. 72–75 * Section 2.2, p. 76–77 * Section 3.1.7, p. 89–90	
	2-20 Process to determine remuneration	* Section 2.1, p. 72–75 * Section 2.2, p. 76–77 * Section 3.1.7, p. 89–90	
	2-21 Annual total compensation ratio	This information is not available for FY 2025.	
	2-22 Statement on sustainable development strategy	* Message from our CEO, p. 4 * Message from our Vice President of ESG & Compliance, p. 5 * Section 1.7.2, p. 37	
	2-23 Policy commitments	* Section 1.5, p. 32–33 * Section 1.7.3, p. 38 * Section 1.9, p. 51–59 * Section 1.10.2, p. 61 * Section 1.11, p. 68–69	
	2-24 Embedding policy commitments	* Section 1.9, p. 51–59 * Section 1.10, p. 60–67 * Section 1.11, p. 68–69	
	2-25 Processes to remediate negative impacts	* Section 1.10.5, p. 66–67	
	2-26 Mechanisms for seeking advice and raising concerns	* Section 1.10.5, p. 66–67	
	2-27 Compliance with laws and regulations	* Section 1.9.8, p. 57 * Section 1.9.11, p. 59 * Section 1.10, p. 60–67	To the best of CellMark's knowledge, in the FY 2025, there was no confirmed material non-compliance with - environmental laws and regulations - laws and regulations in the social and economic area.
	2-28 Membership associations	* Section 1.7.5, p. 40	
	2-29 Approach to stakeholder engagement	* Section 1.7.6, p. 40–47	
	2-30 Collective bargaining agreements	* Section 3.1.6, p. 89	

GRI 3: Material Topics 2021	3-1 Process to determine material topics	* Section 1.8, p. 50–51 * Section 1.9, p. 51–59	
	3-2 List of material topics	* Section 1.8, p. 50–51 * Section 1.9, p. 51–59 * Further information can be found throughout the report.	
	3-3 Management of material topics	* Section 1.8, p. 50–51 * Section 1.9, p. 51–59 * Further information can be found throughout the report.	
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	* Section 1.3.4, p. 24–27	
	201-2 Financial implications and other risks and opportunities due to climate change	* Section 1.9.9, p. 58	
	201-3 Defined benefit plan obligations and other retirement plans	* Section 3.1.7, p. 89–90	
	201-4 Financial assistance received from government	In 2025, CellMark received assistance from the Chinese government for an amount of 615 000 CNY.	
GRI 202: Market Presence 2016	202-1 Ratios of standard entry level wage by gender compared to local minimum wage	* Section 3.1.7, p. 89–90	
	202-2 Proportion of senior management hired from the local community	* Section 3.1.5, p. 88	
GRI 203: Indirect Economic Impacts 2016	203-1 Infrastructure investments and services supported	Not applicable. CellMark has not made any significant infrastructure development in FY 2025.	
	203-2 Significant indirect economic impacts	* Section 1.3.4, p. 24–27 * Section 1.4, p. 28–31 * Section 1.7.6, p. 40–47	
GRI 204: Procurement Practices 2016	204-1 Proportion of spending on local suppliers	Given the global nature of CellMark's business, the proportion of spending on local suppliers is not relevant.	
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	* Section 1.10.1, p. 60 * Section 1.10.4, p. 65	
	205-2 Communication and training about anti-corruption policies and procedures	* Section 1.10.3, p. 62–63	
	205-3 Confirmed incidents of corruption and actions taken	To the best of CellMark's knowledge, there was no confirmed incident of corruption in the FY 2025.	
GRI 206: Anti-competitive Behavior 2016	206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	To the best of CellMark's knowledge, there was no material legal actions for anti-competitive behavior, anti-trust, and monopoly practices in the FY 2025.	
GRI 207: Tax 2019	207-1 Approach to tax	* Section 1.11, p. 68–69	
	207-2 Tax governance, control, and risk management	* Section 1.11, p. 68–69	
	207-3 Stakeholder engagement and management of concerns related to tax	* Section 1.11, p. 68–69	
	207-4 Country-by-country reporting	* Section 1.11, p. 68–69	
GRI 301: Materials 2016	301-1 Materials used by weight or volume	Not applicable to CellMark.	Note: CellMark does not manufacture any products, therefore, the Group does not have any direct operations with significant use of materials
	301-2 Recycled input materials used	* Section 1.3.1.3, p. 16–17	CellMark does not manufacture any products.
	301-3 Reclaimed products and their packaging materials	Not applicable to CellMark.	
GRI 302: Energy 2016	302-1 Energy consumption within the organization	* Section 4.2, p. 94–95 * Section 5.1.3, p. 104–107	
	302-2 Energy consumption outside of the organization	* Section 4.2, p. 94–95 * Section 5.1.3, p. 104–107	
	302-3 Energy intensity	* Section 4.2, p. 94–95	
	302-4 Reduction of energy consumption	* Section 4.2, p. 94–95	
	302-5 Reductions in energy requirements of products and services	This information is not available for FY 2025.	Note: CellMark does not manufacture any products.
GRI 303: Water and Effluents 2018	303-1 Interactions with water as a shared resource	* Section 4.4, p. 98	
	303-2 Management of water discharge-related impacts	This information is not available for FY 2025.	
	303-3 Water withdrawal	* Section 4.4, p. 98	
	303-4 Water discharge	This information is not available for FY 2025.	
	303-5 Water consumption	* Section 4.4, p. 98	
GRI 304: Biodiversity 2016	304-1 Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	* Section. 4.5, p. 98	
	304-2 Significant impacts of activities, products and services on biodiversity	* Section. 4.5, p. 98	
	304-3 Habitats protected or restored	Not applicable to CellMark.	
	304-4 IUCN Red List species and national conservation list species with habitats in areas affected by operations	Not applicable to CellMark.	

GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	* Section 4.6.1, p. 99-100	
	305-2 Energy indirect (Scope 2) GHG emissions	* Section 4.6.1, p. 99-100	
	305-3 Other indirect (Scope 3) GHG emissions	* Section 4.6.2, p. 101	
	305-4 GHG emissions intensity	* Section 4.6.1, p. 99-100	
	305-5 Reduction of GHG emissions	* Section 4.6.1, p. 99-100	
	305-6 Emissions of ozone-depleting substances (ODS)	This information is not available for FY 2025.	
	305-7 Nitrogen oxides (NOx), sulfur oxides (SOx), and other significant air emissions	This information is not available for FY 2025.	
GRI 306: Waste 2020	306-1 Waste generation and significant waste-related impacts	* Section 4.7, p. 101	
	306-2 Management of significant waste-related impacts	* Section 4.7, p. 101	
	306-3 Waste generated	* Section 4.7, p. 101	
	306-4 Waste diverted from disposal	* Section 1.3.1.3, p. 16-17 * Section 1.7.4, p. 39 * Section 4.7, p. 101	
	306-5 Waste directed to disposal	* Section 4.7, p. 101	
GRI 308: Supplier Environmental Assessment 2016	308-1 New suppliers that were screened using environmental criteria	This information is not available for FY 2025.	In the future, CellMark intends to collect the data necessary for the coverage of the indicator.
	308-2 Negative environmental impacts in the supply chain and actions taken	This information is not available for FY 2025.	In the future, CellMark intends to collect the data necessary for the coverage of the indicator.
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	* Section 3.1.2, p. 78-85	
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	* Section 3.1.7, p. 89-90	
	401-3 Parental leave	* Section 3.1.2, p. 78-85	
GRI 402: Labor/Management Relations 2016	402-1 Minimum notice periods regarding operational changes	* Section 3.1.6, p. 89	
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	* Section 3.1.4, p. 87	
	403-2 Hazard identification, risk assessment, and incident investigation	* Section 3.1.4, p. 87	
	403-3 Occupational health services	* Section 3.1.4, p. 87	
	403-4 Worker participation, consultation, and communication on occupational health and safety	* Section 3.1.4, p. 87	
	403-5 Worker training on occupational health and safety	* Section 3.1.4, p. 87	
	403-6 Promotion of worker health	* Section 3.1.4, p. 87	
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	* Section 3.1.4, p. 87	
	403-8 Workers covered by an occupational health and safety management system	* Section 3.1.4, p. 87	
	403-9 Work-related injuries	* Section 3.1.4, p. 87	
	403-10 Work-related ill health	* Section 3.1.4, p. 87	
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	* Section 3.1.3, p. 86	
	404-2 Programs for upgrading employee skills and transition assistance programs	* Section 3.1.3, p. 86	
	404-3 Percentage of employees receiving regular performance and career development reviews	* Section 3.1.3, p. 86	
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	* Section 2, p. 70-77 * Section 3.1., p. 78-90	
	405-2 Ratio of basic salary and remuneration of women to men	This information is not available for FY 2025.	
GRI 406: Non-discrimination 2016	406-1 Incidents of discrimination and corrective actions taken	To the best of CellMark's knowledge, there was no confirmed incident of discrimination in FY 2025.	
GRI 407: Freedom of Association and Collective Bargaining 2016	407-1 Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	There is no risk regarding the right to freedom of association and collective bargaining within CellMark's operations. To the best of CellMark's knowledge, no risk regarding the right to freedom of association and collective bargaining within suppliers was reported to the Group in FY 2025.	
GRI 408: Child Labor 2016	408-1 Operations and suppliers at significant risk for incidents of child labor	There is no significant risk for incidents of child labor within CellMark's operations. To the best of CellMark's knowledge, no significant risk for incidents of child labor within suppliers was reported to the Group in FY 2025.	
GRI 409: Forced or Compulsory Labor 2016	409-1 Operations and suppliers at significant risk for incidents of forced or compulsory labor	There is no significant risk for incidents of forced or compulsory within CellMark's operations. To the best of CellMark's knowledge, no significant risk for incidents of forced or compulsory labor within suppliers was reported to the Group in FY 2025.	
GRI 410: Security Practices 2016	410-1 Security personnel trained in human rights policies or procedures	Not applicable. CellMark does not use security personnel.	

GRI 411: Rights of Indigenous Peoples 2016	411-1 Incidents of violations involving rights of indigenous peoples	To the best of CellMark's knowledge, there was no incident of violations involving rights of indigenous peoples in FY 2025.	
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments, and development programs	* Section 3.2, p. 91	
	413-2 Operations with significant actual and potential negative impacts on local communities	Not applicable. Given the nature of CellMark's business activities, the Group does not have any direct operations with significant actual and potential negative impacts on local communities.	
GRI 414: Supplier Social Assessment 2016	414-1 New suppliers that were screened using social criteria	This information is not available for FY 2025.	In the future, CellMark will collect the data necessary for the coverage of the indicator.
	414-2 Negative social impacts in the supply chain and actions taken	This information is not available for FY 2025.	In the future, CellMark will collect the data necessary for the coverage of the indicator.
GRI 415: Public Policy 2016	415-1 Political contributions	CellMark has not made any political contribution in the FY 2025.	
GRI 416: Customer Health and Safety 2016	416-1 Assessment of the health and safety impacts of product and service categories	* Section 1.7.6.3.c, p. 46	
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	To the best of CellMark's knowledge, other than quality claims in the normal course of business, there was no incident of non-compliance concerning the health and safety impacts of products and services in the FY 2025.	
GRI 417: Marketing and Labeling 2016	417-1 Requirements for product and service information and labeling	* Section 1.7.6.3.c, p. 46	
	417-2 Incidents of non-compliance concerning product and service information and labeling	To the best of CellMark's knowledge, there was no incident of non-compliance concerning product and service information and labeling in the FY 2025.	
	417-3 Incidents of non-compliance concerning marketing communications	To the best of CellMark's knowledge, there was no incident of non-compliance concerning marketing communications in the FY 2025.	
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	To the best of CellMark's knowledge, there were no substantiated complaints concerning breaches of customer privacy and losses of customer data in the FY 2025.	

5.3 Review and approval of the Sustainability Report

This Sustainability Report was reviewed and approved by the Board of Directors of CellMark on March 12, 2025.

5.4 Contact

ESG & COMPLIANCE

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Feedback and suggestions on CellMark's Sustainability Report are most welcome.



Auditor's opinion regarding the statutory Sustainability Report

To the general meeting of the shareholders in CellMark AB, corporate identity number 556244-2433.

ENGAGEMENT AND RESPONSIBILITY

It is the board of directors who is responsible for the sustainability report for the financial year 2025 and that it is prepared in accordance with the Annual Accounts Act in accordance with the older wording that applied before 1 July 2024.

THE SCOPE OF THE EXAMINATION

Our examination has been conducted in accordance with FAR:s auditing standard RevR 12 *The auditor's opinion regarding the statutory sustainability report*. This means that our examination of the statutory sustainability report is different and substantially less in scope

than an audit conducted in accordance with International Standards on Auditing and generally accepted auditing standards in Sweden. We believe that the examination has provided us with sufficient basis for our opinion.

OPINION

A statutory sustainability report has been prepared.

Gothenburg, March 24, 2026

Filip Larsson
Authorized Public Accountant
KPMG AB

This is a translation of the Swedish original.



This Sustainability Report was prepared by the ESG & Compliance Department.

Design: CellMark
CellMark, April 2026

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