

Rotermann

ROTERMANN CITY OÜ INTERIM HALF-YEAR FINANCIAL REPORT

1. JANUARY – 30. JUNE 2026



UNAUDITED INTERIM HALF-YEAR FINANCIAL REPORT

Beginning of reporting period: 01.01.2026

End of reporting period: 30.06.2026

Business name: Rotermann City OÜ

Registry code: 11917871

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Management Report

Company Overview

Rotermann City OÜ is the owner and developer of Rotermann Quarter assets. Rotermann Quarter is strategically located at the intersection of Tallinn's Old Town, city centre and harbour area, combining historic industrial architecture with a contemporary business and urban environment.

The Company's principal activities comprise the leasing, management and development of commercial real estate. As at 30 June 2026, the total lettable area of the portfolio amounted to approximately 47.5 thousand sq m. The portfolio is divided into four main categories: office premises (69%), retail (14%), food and beverage (11%), and entertainment and other uses (6%).

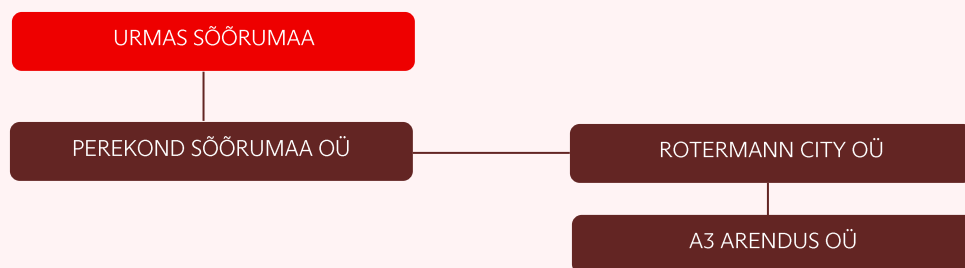
As at the end of the first half of 2026, the portfolio comprised more than 160 active tenants, with a weighted average lease term (WALT) of 4.09 years.

We provide our tenants with a high standard of service and continue to develop Rotermann Quarter as an integrated and self-sustaining urban environment, offering opportunities for work, leisure and access to services throughout the day.

As at 30 June 2026, the portfolio vacancy rate was 4.5%.

Issuer's key information	
Business name	Rotermann City OÜ
Registry code	11917871
Address	Rotermanni tn 8, 10111 Tallinn
Principle business activity	Renting and operating of own or leased real estate
Chairman of the Management Board	Kaarel Loigu
Members of the Management Board	Anneli Jakobi, Kristo Kokk
Supervisory Council	Urmas Sõõrumaa, Martin Ühtegi, Tõnis Sõõrumaa
Auditor	Baker Tilly Baltics OÜ
Security	RCITY077529FA; ISIN EE00000004364
Market	Nasdaq Tallinn First North bond list

Rotermann City ownership structure



- A3 Arendus OÜ, the subsidiary of Rotermann City OÜ is the owner of an immovable located at Ahtri 3, in Tallinn. The anchor tenant of the development is SEB Bank, which will establish its Baltic headquarters there. Completion of the Ahtri 3 building is scheduled for the second half of 2028.
- The balance value of the share of A3 Arendus OÜ was as at 30.06.2026 was EUR 15.8 million.

Key Events

Rotermann City OÜ conducted a public offering of bonds from 26 May to 5 June 2026. Under the offering, Rotermann City offered retail and institutional investors in Estonia, Latvia and Lithuania up to 6,000 bonds with a nominal value of EUR 1,000 per bond, with an option to increase the offering to 8,000 bonds in the event of oversubscription. The bonds mature on 12 December 2029 and bear a fixed interest rate of 7.75% per annum, payable quarterly. Interest payments are made on 12 September, 12 December, 12 March and 12 June.

Total demand in the public offering amounted to EUR 17.06 million, with 1,379 investors participating in the offering, resulting in the offering being 2.84 times oversubscribed. As a result of the oversubscription, Rotermann City exercised the option to increase the size of the offering and issued 8,000 bonds, bringing the total issue size to EUR 8 million.

Construction of Ahtri 6 (Golden Gate) was completed in the summer of 2025. By the end of the first quarter of 2026, the building was fully leased. Tenant demand for premises in Rotermann Quarter remains strong, as evidenced by the execution of new lease agreement as well as successful renewal of lease agreements with existing tenants. The continuation of all lease agreements expiring in 2026 has now been secured. Existing tenants prefer to remain within the Quarter even when their space requirements increase or decrease, demonstrating the strength and effective functioning of Rotermann Quarter as an established business community.

- On 15 June 2026, the bonds of Rotermann City OÜ were admitted to trading on the Nasdaq Baltic First North market.
- The total issue size was EUR 8.0 million, with a nominal value of EUR 1,000 per bond, a fixed interest rate of 7.75% per annum and a maturity date of 12 December 2029. Interest is paid quarterly.



Financial Performance and Financial Position

Key Financial Indicators (EUR mln), unaudited	01.01–30.06.2025	01.01–30.06.2026	2026 forecast
Sales revenue	4.13	5.95	11.9
EBITDA ¹	3.11	4.83	9.7
Net profit (-loss)	1.44	2.24	4.41
Profit before depreciation, amortisation, other operating income and expenses	1.44	2.24	4.42

Upon calculation of the indicators the following has been considered:

¹ EBITDA= operating profit before interest costs and income tax and adjusted by adding back depreciation and amortisation. For the avoidance of doubt, non-cash items are not taken into account in the calculation of EBITDA.

Revenue growth in the first half of 2026 was primarily attributable to an increase in rental income generated by the property located at Ahtri 6, which was completed in 2025 and became operational in 2026. As at the end of the reporting period, the building was fully leased.

As at 30 June 2026, the Company's total assets amounted to EUR 204.23 million.

Adjusted equity (equity plus subordinated loans) EUR 75.96 million.

Liquidity (cash and cash equivalents and deposits with maturities of up to six months) amounted to EUR 2.07 million. Total borrowings amounted to EUR 128.00 million, of which EUR 3.00 million is due within 12 months.

The table below presents the levels of the bond-related financial covenants, calculated as at the end of the first half of 2026.

Financial covenant	Required level	Actual level (unaudited, as at 30.06.2026)
Adjusted Equity to Assets ratio ¹	≥ 30%	37%
Debt Service Coverage Ratio or DSCR ²	≥ 1.20x	1.26
Liquidity (EUR mln) *	≥ 1 interest payment	2.07

* Liquid funds exceed the next bond interest payment by 13.4 times.

The following formulas have been used to calculate the financial covenants:

¹ A ratio, expressed as a percentage, of the shareholders' equity plus subordinated debt to total assets.

² EBITDA divided by the Debt Service Charges over the Reporting Period (scheduled principal payments and interest payments)

Investments and Financing

Investments in investment property during the reporting period amounted to EUR 556 thousand and related to improvements to the existing property portfolio. The EUR 8 million bond issue completed in June 2026 diversified the Company's capital structure. The proceeds from the bond issue were used to reduce the Company's liability to U.S. Invest Aktsiaselts.

As at 30 June 2026, the principal interest rate applicable to the Company's bank financing was 3-month EURIBOR + 1.7%.

In the first half of 2026, interest accrued on the bonds and bank loan, together with repayments of loan principal, amounted to EUR 3.84 million.

Payments relating to the bonds and bank loan are covered by rental income generated by the Company's property portfolio, which provides stable cash flows. The Company regularly monitors its cash flows to maintain an adequate liquidity buffer for meeting its debt obligations also in case of rising interest rates.

The Company manages its interest rate risk through an interest rate swap.

Key Risks and Outlook

The Company's operations are primarily affected by demand for commercial real estate, changes in vacancy and rental levels, tenants' creditworthiness, interest rate levels, refinancing conditions, changes in the fair value of real estate, and developments in construction and property management costs. These risks are mitigated by the central location of the portfolio, a diversified tenant base, predominantly long-term index-linked lease agreements, and active management of interest rate risk.

Management continues to focus on enhancing the value of the existing portfolio, maintaining strong tenant relationships, and pursuing the targeted development of the Company's real estate assets.

Events after the Reporting Date

Material events occurring after the reporting date are disclosed through the stock exchange information system in accordance with applicable requirements.

No additional adjusting events have been recognised in this interim report.

Interim Financial Statements

These interim financial statements are unaudited.

Balance Sheet

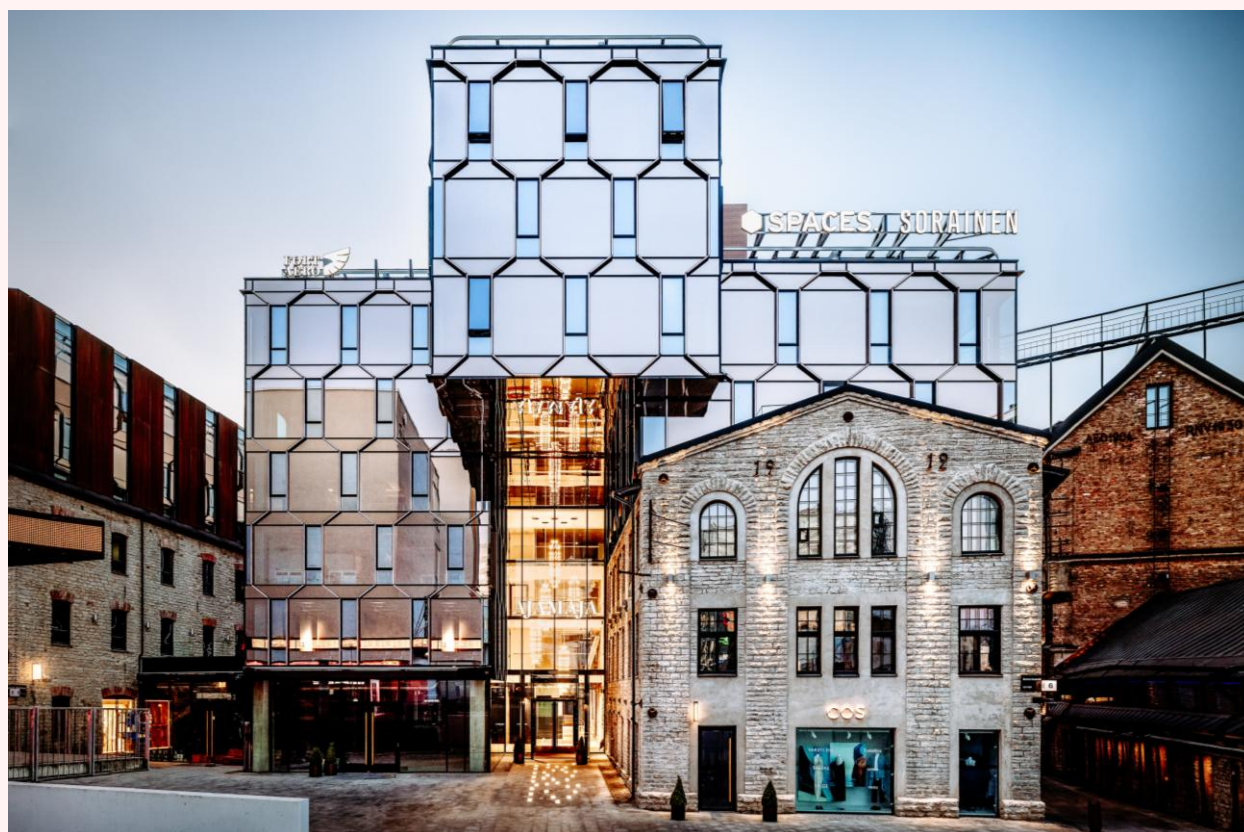
(in euros)

	30.06.2026	30.06.2025	Annex
Cash	1 171 526	750 369	
Receivables and prepayments	1 995 751	2 520 846	2
Inventories	32 873	40 554	
Total current assets	3 200 150	3 311 769	
Investments in subsidiaries	15 800 000	0	
Investment properties	185 206 531	185 664 694	3
Property, plant and equipment	18 360	25 145	
Total non-current assets	201 024 891	185 689 839	
TOTAL ASSETS	204 225 041	189 001 608	
Short term loan liabilities	2 998 310	1 843 551	4
Payables and prepayments	1 186 357	1 905 225	5
Total short-term liabilities	4 184 667	3 748 776	
Long term loan liabilities	125 003 592	109 499 855	4
Payables and prepayments	2 369 662	3 281 557	5
Total long-term liabilities	127 373 254	112 781 412	
Total liabilities	131 557 921	116 530 188	
Share capital	2 601	2 601	
Share Premium	1 000	1 000	
Retained earnings from prior periods	70 423 304	71 031 455	
Profit (-loss) for the reporting year	2 240 215	1 436 364	
Total equity	72 667 120	72 471 420	
TOTAL LIABILITIES AND EQUITY	204 225 041	189 001 608	

Income Statement

(in euros)

	01.01–30.06.2026	01.01–30.06.2025	Annex
Sales revenue	5 946 290	4 130 937	6
Other operating income	3 087	13 892	
Cost of goods, raw materials and services	-565 855	-350 534	7
Miscellaneous operating expenses	-552 621	-681 477	8
Depreciation and amortisation	-3 212	-3 828	
Other operating expenses	-22	-8	
Operating profit	4 827 667	3 108 982	
Interest income	10 239	13 550	
Interest expenses	-2 597 691	-1 686 168	
Profit (-loss) before tax	2 240 215	1 436 364	
Net profit (-loss)	2 240 215	1 436 364	



Statement of Cash Flows

(in euros)

	01.01-30.06.2026	01.01-30.06.2025
Operating profit	4 827 667	3 108 982
Depreciation	3 212	3 828
Total adjustments	3 212	3 828
Change in receivables	33 800	-234 732
Change in inventories	0	10 767
Change in liabilities	-150 765	-569 612
Total cash flows from operating activities	4 713 914	2 319 233
Paid for acquisition of investment property	-556 491	-8 245 032
Interest received	10 239	13 550
Total cash flows from investing activities	-546 252	-8 231 482
Loans received and bonds issued	8 000 000	8 842 807
Repayments of loans received	-9 391 082	-767 300
Interest paid	-2 316 316	-2 062 508
Net cash flows from financing activities	-3 707 398	6 012 999
Cash and cash equivalents at the beginning of period	460 264	100 750
Change in cash and cash equivalent	711 262	649 619
Cash and cash equivalents at the end of period	1 171 526	750 369

Statement of Changes in Equity

(in euros)

	Share capital	Share premium	Retained earnings	Total
31.12.2024	2 601	1 000	58 714 768	58 718 369
Profit for the period	0	0	1 436 364	1 436 364
Other changes in equity	0	0	12 316 687	12 316 687
30.06.2025	2 601	1 000	72 467 819	72 471 420
31.12.2025	2 601	1 000	70 423 304	70 426 905
Profit for the period	0	0	2 240 215	2 240 215
30.06.2026	2 601	1 000	72 663 519	72 667 120

Notes to the Interim Financial Report

Annex 1. Accounting Policies

Rotermann City OÜ's unaudited interim financial statements for the first half of 2026 have been prepared in accordance with the Estonian Financial Reporting Standard. The principal requirements of the Estonian Financial Reporting Standard are established by the Accounting Act and supplemented by guidelines issued by the Estonian Accounting Standards Board.

The same accounting policies and methods have been applied in preparing these interim financial statements as were used in the preparation of the annual financial statements for the financial year ended 31 December 2025. These interim financial statements do not include all disclosures required in annual financial statements and should therefore be read in conjunction with Rotermann City OÜ's 2025 annual report.

The income statement has been prepared in accordance with Scheme 1 set out in Appendix 2 to the Accounting Act. The financial statements are presented in euros. The Company is not required to prepare consolidated annual financial statements; accordingly, these interim financial statements have also been prepared on an unconsolidated basis.

Annex 2. Receivables and Prepayments

	30.06.2026	30.06.2025
Accounts receivable	891 836	1 466 563
Tax prepayments and receivables	3 318	34 105
Prepayments	146 796	79 762
Term deposit with a maturity of up to 6 months	900 000	900 000
Other current receivables	53 801	40 416
Total receivables and prepayments	1 995 751	2 520 846

Annex 3. Investment Property

	01.01–30.06.2026	01.01–30.06.2025
Carrying amount at the beginning of the period	184 650 040	121 741 153
Purchases and improvements	556 491	8 892 017
Additions through business combinations	0	55 031 524
Carrying amount at the end of the period	185 206 531	185 664 694

Investment property is measured using the fair value model. No new external valuation was performed during the interim reporting period and no changes in fair value were recognised.



Annex 4. Loan Liabilities

Loan liability	30.06.2026	Within 12 months	Within 1–5 years	Interest rate	Maturity Date
Bank loan – Swedbank AS	117 011 062	2 998 310	114 012 752	3 months EURIBOR + 1,7%	30.09.2029
Bonds	8 000 000	0	8 000 000	7,75%	12.12.2029
Loan from related parties	2 990 840	0	2 990 840	5,00%	31.12.2029
Total	128 001 902	2 998 310	125 003 592		

Loan liability	30.06.2025	Within 12 months	Within 1–5 years	Interest rate	Maturity Date
Bank loan – Swedbank AS	100 427 906	1 843 551	98 584 355	1 month EURIBOR + 1,7%	14.06.2026
Loan from related parties	10 915 500	0	10 915 500	5,00%	31.12.2029
Total	111 343 406	1 843 551	109 499 855		

All borrowings are denominated in EUR.

To hedge the interest rate risk arising from the floating-rate bank loan, the Company has entered into an interest rate swap agreement with a notional amount of EUR 70 million and a fixed interest rate 2.29%.

Interest on the bonds is paid quarterly. The bonds have been admitted to trading on the Nasdaq Tallinn First North Bond List under the ticker RCITY077529FA (ISIN EE00000004364). During the first half of 2026, proceeds from the bond issue were used to partially repay the financial liability to U.S. INVEST AKTSIASELTS in the amount of EUR 7.9 million.

The outstanding related-party loan is subordinated to the senior bank loan provided by Swedbank AS and to the bonds.

Annex 5. Payables and Prepayments

	30.06.2026	Within 12 months	Within 1 - 5 years
Trade payables	645 200	645 200	0
Tax payables	132 681	132 681	0
Interest payables	202 124	202 124	0
Accrued interest payable to related parties	305 620	0	305 620
Other accrued liabilities	206 234	206 234	0
Prepayments received	118	118	0
Tenant security deposits	2 064 042	0	2 064 042
Total payables and prepayments	3 556 019	1 186 357	2 369 662

	30.06.2025	Within 12 months	Within 1 - 5 years
Trade payables	1 518 923	1 518 923	0
Interest payables	170 610	170 610	0
Accrued interest payable to related parties	1 333 960	0	1 333 960
Other accrued liabilities	213 725	213 725	0
Prepayments received	1 967	1 967	0
Tenant security deposits	1 947 597	0	1 947 597
Total payables and prepayments	5 186 782	1 905 225	3 281 557

Annex 6. Revenue

Business activity	01.01–30.06.2026	01.01–30.06.2025
Rental income from investment property	5 689 646	4 035 020
Property management services	256 644	95 917
Total revenue	5 946 290	4 130 937

All revenue was generated in Estonia.

Annex 7. Raw Materials, Consumables and Services Used

	01.01–30.06.2026	01.01–30.06.2025
Property management and maintenance expenses	-520 540	-311 265
Other property management-related expenses	-45 315	-39 269
Total	-565 855	-350 534

Annex 8. Other Operating Expenses

	01.01–30.06.2026	01.01–30.06.2025
Support services and consulting expenses	-325 012	-534 994
Marketing and sales expenses	-193 274	-131 898
Other	-34 335	-14 585
Total	-552 621	-681 477



Annex 9. Related Parties

Name of the reporting entity's parent company	Perekond Sõõrumaa OÜ
Country of incorporation of the reporting entity's parent company	Estonia

Balances with related parties by category

CURRENT	30.06.2026	30.06.2025
Receivables and prepayments		
Subsidiaries	0	0
Management, senior management, significant individual shareholders, and entities under their control or significant influence	95 873	45 735
Total receivables and prepayments	95 873	45 735
Payables and prepayments		
Management, senior management, significant individual shareholders, and entities under their control or significant influence	316 319	766 375
Total payables and prepayments	316 319	766 375

NON-CURRENT	30.06.2026	30.06.2025
Borrowings		
Management, senior management, significant individual shareholders, and entities under their control or significant influence	2 990 841	10 915 500
Total borrowings	2 990 841	10 915 500
Payables and prepayments		
Management, senior management, significant individual shareholders, and entities under their control or significant influence	305 620	1 333 960
Total payables and prepayments	305 620	1 333 960

SOLD	01.01-30.06.2026	01.01-30.06.2025
	Services	Services
Management, senior management, significant individual shareholders, and entities under their control or significant influence	450 490	397 745
Total sold	450 490	397 745

PURCHASED	01.01-30.06.2026	01.01-30.06.2025
	Services	Services
Management, senior management, significant individual shareholders, and entities under their control or significant influence	885 250	873 555
Total purchased	885 250	873 555

As at 30 June 2026 the outstanding balance of the loan of the Company from the related parties was EUR 2.99 million (30.06.2025: EUR 10.92 million). The loan carried an interest rate of 5% per annum and had a maturity date of 31.12.2029.

Annex 10. Contingent Liabilities and Pledged Assets

The Company's bank loans are secured by mortgages and other collateral in accordance with the respective financing agreements.

Rotermann City OÜ has provided a guarantee in the amount of EUR 48.1 million to the financing bank of its subsidiary, A3 Arendus OÜ. The Guarantor guarantees the payment of all claims of the Bank arising under the Agreement, including interest, default interest, contractual penalties and claims for damages resulting from a breach of the Agreement, up to the maximum amount of the Guarantee.

The Guarantee expires on 30 September 2029.

Rotermann City OÜ has provided a guarantee to a bank in respect of the obligations of U.S. INVEST AKTSIASELTS under an overdraft facility in the amount of EUR 2.7 million. The guarantee expires on 2 April 2027.

To hedge the interest rate risk arising from its floating-rate loan, the Company has entered into an interest rate swap with a notional amount of EUR 70 million.

The obligations, restrictions and financial covenant requirements arising from the bonds are set out in the Terms and Conditions of the Bonds and the Final Terms dated 25 May 2026. Compliance with these requirements is regularly monitored by the Company's management.



Management Board Confirmation

The Management Board approves the unaudited interim report of Rotermann City OÜ for the first half of 2026 and confirms that, to the best of its knowledge:

- the interim report has been prepared in accordance with the applicable financial reporting framework;
- the interim report gives a true and fair view of the Company's assets, liabilities, financial position, financial performance and cash flows;
- the management report provides a fair review of the significant events, results and principal risks relating to the reporting period; and
- the Company continues to operate as a going concern.

Name	Position
Kaarel Loigu	Chairman of the Management Board
Anneli Jakobi	Member of the Management Board
Kristo Kokk	Member of the Management Board

