Duell Corporation

FINANCIAL STATEMENTS AND BOARD OF DIRECTORS' REPORT

1.9.2025-31.8.2026

Duell Corporation
Business ID: 2929424-1
Registered office: Mustasaari, Finland

Financial statements and Board of Director's report for period 1.9.2025-31.8.2026

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BOARD OF DIRECTORS' REPORT 2026

General Operations

Duell Oyj (Duell and the Duell Group) is an import and wholesale company based in Mustasaari, founded in 1983. Duell imports, manufactures, and sells products through an extensive distribution network in Europe, covering 8,500 retailers. Duell's product range includes approximately 100,000 products from over 500 brands. The range covers spare parts and accessories for motorcycling, ATV/UTV vehicles, cycling, snowmobiling, boating, and garden and forestry small machinery categories. The company's logistics centers are located in Finland, Sweden, the Netherlands, France, and the United Kingdom. Duell's shares are listed on the Nasdaq First North Growth Market Finland marketplace.

Duell Oyj (2929424–1) owns the entire share capital of Oy Duell Bike-Center Ab and provides administrative services to the Duell Group companies.

Oy Duell Bike-Center Ab owns the entire share capital of Duell AB in Sweden, Duell AS in Norway, Duell UK Ltd in the United Kingdom, Duell GmbH in Germany, Duell SAS in France, and Duell TMV B.V. in the Netherlands. In addition, Oy Duell Bike-Center Ab indirectly owns the entire share capital of Tecno Globe SAS in France, which is a subsidiary of Duell SAS, and the entire share capital of Duell UK Ltd in the United Kingdom, which owns the entire share capital of Tran-Am Ltd.

Financial Performance and Position

Duell's revenue for fiscal year 2026 decreased by -1.8% (1.6%) to EUR 124.3 million (126.6). The decline in revenue was primarily driven by changes in the French brand portfolio and a weak winter season.

The Nordic countries' revenue accounted for 52.2% (51.6%) and Central Europe's share of Duell's revenue was 47.8% (48.4%). The decline in Central Europe's revenue was mainly due to changes in the French brand portfolio.

Online sales accounted for 31.0% (29.6%) of total revenue during the review period. The growth in e-commerce is driven by a trend where large online retailers are increasing their market share relative to smaller operators.

Private label products accounted for 18.7% (19.7%) of total revenue, representing a decrease. The decline in the share of private label products was driven by the relative growth of major brands within the brand portfolio.

Duell's EBITA for fiscal year 2026 was EUR -1.9 million (3.9).

Duell's balance sheet total on August 31, 2026, was EUR 78.8 million (90.6). The amount of consolidated goodwill on the balance sheet was EUR 13.5 million (16.2).

Duell's cash and cash equivalents on August 31, 2026, were EUR 7.5 million (5.6) and interest-bearing liabilities totaled EUR 22.4 million (25.7). Interest-bearing liabilities include loans from financial institutions. At the end of the review period, Duell had EUR 12.0 million of undrawn credit facilities.

Net working capital on August 31, 2026, was EUR 40.8 million (50.0) and the inventory value was EUR 36.0 million (46.4). The decrease in inventory value is a result of inventory optimization amounting to EUR 7.5 million, as well as a write-down of EUR 2.9 million carried out at the end of the review period.

Duell's equity ratio was 55.0% (55.1%) on August 31, 2026, and the Group's return on equity was -14.3% (-2.1%).

Duell's net cash flow from operating activities in fiscal year 2026 was EUR 7.3 million (1.6), representing a change of EUR 5.7 million. This was impacted by improved working capital driven by reduced inventory lock-up.

Duell's net debt on August 31, 2026, was EUR 14.9 million (20.2). Duell's net debt on August 31, 2026, relative to adjusted EBITDA over the last 12 months was 3.6x (3.3x).

GROUP (€m)	1.9.2025-31.8.2026	1.9.2024-31.8.2025	1.9.2023-31.8.2024
Revenue	124,3	126,6	124,7
Operating profit	-4,6	1,2	0,8
Operating profit %	-3,7 %	0,9 %	0,7 %
Return on equity %*	-14,3 %	-2,1 %	-5,9 %
Equity ratio	55 %	55,1 %	55 %

**Return on equity % formula includes group contributions in net income and equity on average as the denominator*

PARENT COMPANY (€m)	1.9.2025-31.8.2026	1.9.2024 31.8.2025	1.9.2023-31.8.2024
Revenue	1,5	1,2	1,1
Operating profit	-1,0	-0,2	-2,8
Operating profit %	-67,7 %	-15,8 %	-247,7 %
Equity ratio	72,4 %	75,2 %	76,7 %

The financial statements have been prepared on a going concern basis. At the balance sheet date of August 31, 2026, Duell's covenant conditions were met, with covenants relating to the net debt ratio to EBITDA and the net debt ratio to equity. Duell agreed on a new financing agreement with the financial institution in October 2026, which defined covenant conditions as well as the amounts of financing limits, margins, and collateral.

Covenant conditions are reviewed on a quarterly basis. According to the financing agreement, if covenant conditions are breached, the bank has the right to terminate the loans and demand repayment. The subsequent review dates for covenant fulfillment are quarterly, at which time, according to management's forecasts, the covenant conditions will be met.

The company increased its measures to improve profitability, net working capital, and cash flow during fiscal year 2026, thereby strengthening its financial position. Reducing inventory levels by approximately EUR 10 million was the most significant factor in strengthening the financial position. The company expects cash flow to develop positively thanks to the development of inventory management processes.

Related Party Loans (OYL)

The total amount of group loans granted by the parent company at the end of the fiscal year was EUR 39,000,000. The loan term is 5 years, and the interest rate is 3.15% for loans granted before 2023 and 5.5% for loans granted after January 1, 2023. The loans are 5-year bullet loans.

Significant Events During and After the Fiscal Year

On September 22, 2025, Duell announced that it was streamlining its operations and planning to reduce the number of Nordic warehouses from three to two by relocating bicycle product warehouse operations from Tampere to Mustasaari and Tranås, Sweden. As part of the planned relocation, Duell initiated change negotiations on September 29, 2025, with all Tampere warehouse and production staff.

Loan terms were amended to better suit Duell's business operations, and the amendments were signed in October 2025. The lender has issued a waiver, and the repayment of loans will continue in accordance with the previous payment schedule.

On November 18, 2025, Duell announced that it had transferred a total of 22,962 Duell Oyj shares held by the company free of charge in accordance with the terms of the key personnel share-based incentive scheme 2024–2025. The share-based incentive scheme was announced in a company release dated February 6, 2024. Following the transfer, the company holds 10,838 own shares.

In its organizational meeting held on November 25, 2025, following the 2025 Annual General Meeting, Duell Oyj's Board of Directors decided that Anna Hyvönen would be elected as Chair of the Board, Kim Ignatius as Vice Chair of the Board, and Axel Lindholm and Elina Rahkonen as members of the Board. Anna Hyvönen was elected as Chair of the Personnel and Remuneration Committee, with Elina Rahkonen as a member. Kim Ignatius was elected as Chair of the Audit Committee, with Axel Lindholm and Elina Rahkonen as members.

On December 18, 2025, Duell announced that it had completed the change negotiations. As a result of the negotiations, the personnel reduction totals nine positions. The original estimate of the reduction need was a maximum of 15 positions. The transfer will be implemented by the end of March 2026. The measure is estimated to achieve approximately EUR 400,000 in annual savings and will result in approximately EUR 350,000 in non-recurring costs in the first half of fiscal year 2026.

On March 4, 2026, Duell announced that CEO Magnus Miemois and Duell's Board of Directors had mutually agreed that Miemois would step down from his position in the company. The Board immediately initiated the recruitment process for a new CEO and appointed Tomi Virtanen as Duell's interim CEO effective March 5, 2026. Virtanen has served as Duell's Chief Supply Chain Officer.

On April 8, 2026, Duell published its updated guidance for fiscal year 2026:

Consumer confidence remains weak, and market uncertainty continues. Duell expects the market environment to remain weak during fiscal year 2026. Duell's profit performance in France remains weak, and winter season sales in the Nordic countries were low.

- Duell expects organic revenue to be approximately EUR 115 million.
- Duell expects adjusted EBITA to be approximately EUR 2 million.

In addition, supply chain restructuring and inventory level optimization will have a one-off negative impact of EUR 2–3 million on Duell's full-year result. The previous guidance for fiscal year 2026 was published on January 14, 2026.

Duell's Board of Directors appointed Tomi Virtanen as Duell's CEO on May 7, 2026. Virtanen had served as Duell's interim CEO since March 5, 2026.

On June 15, 2026, Duell announced that Group HR Director and Executive Team member Anne-May Asplund would step down from the company on September 15, 2026.

On July 1, 2026, Duell announced that, in accordance with the strategy renewed in spring 2026, the company is aiming for a more agile and efficient operational model focusing on supply chain management and digital services to enhance customer service. As part of the strategy execution, the company decided to change the composition of its Executive Team. The CEO will take on a more central role in sales management, and the Group's Executive Team will be streamlined. Effective July 1, 2026, Duell's Executive Team comprises Tomi Virtanen (CEO), Caj Malmsten (CFO), Jukka Smolander (Chief Supply Chain Officer), and Heidi Markkanen (Chief Digital Officer).

On July 7, 2026, Duell announced that it had appointed Jonathan Delalun as Nordic Sales Director and Tarja Kaipio as Group HR Director, effective September 1, 2026.

On July 20, 2026, Duell announced that Chief Supply Chain Officer and Executive Team member Jukka Smolander had resigned from the company. Smolander will continue in his current role until October 2026. Hannu Holopainen has been appointed as the company's Chief Supply Chain Officer and a member of the Executive Team effective October 21, 2026.

On August 25, 2026, Duell announced that the Board of Directors had decided on an incentive scheme for the years 2026–2028. The value of the rewards payable based on the scheme corresponds to a total of a maximum of 130,000 Duell Oyj shares, representing approximately 2.5 percent of the total number of the company's shares, including the cash-settled portion. The target group for the 2026–2028 performance period comprises approximately 10 key persons.

Duell agreed on a new financing agreement with the financial institution in October 2026, defining covenant conditions as well as financing limits, margins, and collateral amounts.

Management's Assessment of Future Development

The market environment is expected to remain challenging, with consumer demand at below-normal levels and competition tight. However, Duell succeeded in stabilizing its revenue and maintaining its market position in a soft market. The company continues measures aimed at improving profitability, adjusting cost structures, and enhancing inventory management.

According to management's assessment, revenue will develop in line with guidance to the EUR 122–130 million level, and profitability is expected to strengthen due to efficiency programs, digital tools, and e-commerce development. Net working capital management and cash flow improvement are key priorities, and in management's view, the company has good conditions to improve its financial performance as markets gradually stabilize.

Personnel

At the end of the fiscal year, the parent company employed 4 people. The Group employed 191 people at the end of the fiscal year.

GROUP	1.9.2025-31.8.2026	1.9.2024-31.8.2025	1.9.2023-31.8.2024
Average number of employees	198	210	215
Salaries and remuneration (€m)	-10,6	-10,6	-10,7

Duell launched (in 2024) a share-based incentive scheme (2025–2029) spanning three fiscal years. The criteria for the period are based on total revenue and adjusted EBITA-% for fiscal year 2028. A total of up to 130,000 shares (including the cash-settled portion) may be paid as rewards, representing approximately 2.5 percent of Duell's shares. The program covers approximately 10 key persons.

Research and Development

The Group continuously develops and tests new products under its private labels and develops its own internal processes. Research and development costs are recorded as expenses in the income statement.

Risks

The Group's most significant risks relate to macroeconomic impacts and consumer demand, demand forecasting and inventory management, distribution channel changes by brand manufacturers, credit and currency exchange rates, and the development of the competitive situation. In addition, geographic expansion, capital structure, and the availability and pricing of financing may involve factors that jeopardize growth and profitability. A key operating environment risk is the potential transition of brand owners to direct-to-consumer sales bypassing the wholesale tier.

Duell manages risks as part of its continuous management process. The Board of Directors and operational management regularly monitor the risk position, assess their financial impacts, and decide on necessary preventive and corrective measures. In practice, risks are managed through, among other things, the optimization of inventory levels and working capital, the diversification of the brand and supplier portfolio, and, where necessary, the hedging of credit and currency risks.

Market uncertainty is expected to continue in fiscal year 2027, which reduces predictability and emphasizes the importance of active risk management.

Sustainability

During fiscal year 2026, Duell focused on monitoring the changes and impacts of the EU Corporate Sustainability Reporting Directive (CSRD) within the framework of the EU Commission's new Omnibus package. The company does not fall within the scope of sustainability reporting

obligations pursuant to Directive (EU) 2022/2464 of the European Parliament and of the Council (CSRD).

Shares and Authorizations

At the end of the review period, the company's fully paid-up share capital registered in the Trade Register was EUR 80,000. The number of shares at the end of the review period was 5,194,374, of which Duell held 10,838 shares, representing 0.21% of the total number of shares.

The General Meeting on November 25, 2025, authorized the Board of Directors to decide on share issues. Under the authorization, a maximum of 519,437 shares may be issued.

Duell Oyj has one share class, and each share entitles the holder to equal voting rights, 1 vote/share. All shares have equal rights to dividends and the company's assets.

Company's Board of Directors, CEO, and Auditor

The members of the company's Board of Directors from the General Meeting of November 25, 2025, onwards are Anna Hyvönen (Chair), Kim Ignatius (Vice Chair), Axel Lindholm, and Elina Rahkonen. Serving on the company's Board of Directors until the General Meeting of November 25, 2025, were Anna Hyvönen (Chair), Kim Ignatius (Vice Chair), Niko Mokkila, Axel Lindholm, and Anu Ora.

CEO Magnus Miemois stepped down from his position on March 4, 2026, and Tomi Virtanen was appointed in his place as interim CEO effective March 5, 2026, and as permanent CEO effective May 7, 2026.

The company's auditor is KPMG Oy Ab, with Mari Kaasalainen, APA (KHT), as the responsible auditor.

Board's Proposal for the Treatment of Fiscal Year Profit

The parent company's distributable funds on August 31, 2026, were EUR 49,739,857, of which the parent company's fiscal year loss is EUR -72,460. There have been no significant changes in the company's financial position after the end of the fiscal year.

The Board of Directors proposes to the Annual General Meeting that the parent company's fiscal year loss of EUR -72,460 be transferred to the retained earnings account, and that no dividend be distributed.

Currency: EURO	Group 01.09.2025 31.08.2026	Group 01.09.2024 31.08.2025	Parent company 01.09.2025 31.08.2026	Parent company 01.09.2024 31.08.2025
NET SALES	**124 290 279**	**126 591 485**	**1 507 275**	**1 226 480**
Other operating income	244 613	229 894	0	0
Materials and services				
Materials and consumables				
Purchases during the financial period	-84 657 850	-91 440 021	0	0
Change in inventories, increase (-) or decrease (+)	-7 963 427	908 545	0	0
External services	-7 107 401	-6 315 268	0	0
Materials and services, total	-99 728 678	-96 846 744	0	0
Personnel expenses				
Wages and salaries	-10 638 705	-10 643 934	-976 599	-678 917
Other personnel expenses				
Pension expenses	-1 126 718	-1 274 310	-99 177	-101 389
Other social expenses	-1 321 920	-1 349 741	-19 746	-13 224
Personnel expenses, total	-13 087 342	-13 267 985	-1 095 521	-793 530
Depreciation and impairment losses according to plan	-4 856 131	-3 984 063	-53 571	-4 682
Other operating expenses	-11 484 529	-11 548 456	-1 377 807	-621 929
OPERATING PROFIT (-LOSS)	**-4 621 788**	**1 174 132**	**-1 019 623**	**-193 661**
Financial income and expenses				
Other Interest and other financial income				
from Group companies	0	0	1 769 000	1 769 000
from others	2 313 758	1 829 190	46 464	-165 675
Interest and other financial expenses				
from Group companies	0	0	-404 869	-235 498
from others	-4 809 110	-4 103 520	-463 432	-593 783
Financial income and expenses, total	-2 495 352	-2 274 330	947 163	774 044
PROFIT (-LOSS) BEFORE APPROPRIATIONS AND TAXES	**-7 117 140**	**-1 100 198**	**-72 460**	**580 382**
Income taxes				
Taxes for the financial period	-224 216	-238 743	0	66 144
Changes in deferred taxes	667 869	281 815	0,00	0,00
Income taxes, total	443 653	43 071	0	66 144
PROFIT (-LOSS) FOR THE FINANCIAL YEAR	**-6 673 487**	**-1 057 127**	**-72 460**	**646 526**

Currency: EURO	Group 31.08.2026	Group 31.08.2025	Parent company 31.08.2026	Parent company 31.08.2025
A S S E T S				
FIXED ASSETS				
Intangible assets				
Intangible rights	83 437	112 224	0	0
Other intangible assets	1 437 699	2 091 102	395 793	9 365
Assets under construction	1 809 294	1 029 608	0	0
Goodwill	13 474 529	16 176 376	0	0
	16 804 959	19 409 309	395 793	9 365
Tangible assets				
Machinery and equipment	580 061	594 581	0	0
Investments				
Holdings within companies in the same group	0	0	20 889 340	20 889 340
Receivables in companies in the same	0	0	39 000 000	39 000 000
NON -CURRENT ASSETS, TOTAL	17 385 019	20 003 889	60 285 133	59 898 704
CURRENT ASSETS				
Current assets				
Inventories, Finished products / Goods	35 407 496	44 942 623	0	0
Advance payments	616 560	1 472 180	0	0
	36 024 056	46 414 802	0	0
Receivables				
Non-current				
Other non-current receivables	178 694	220 038	0	0
Other non-current receivables from group companies			6 831 841	5 062 841
Current				
Trade receivables	15 172 959	16 456 772	0	0
Loan receivables	0	1 300	0	0
Deferred tax receivables	941 583	273 714		
Receivables from other group companies			1 522 688	1 260 446
Other current receivables	228 150	37 889	11	0
Pre-paid expenses and accrued income	1 378 027	1 660 514	193 728	154 916
	17 720 719	18 430 190	1 716 427	1 415 362
Cash and cash equivalents	7 476 482	5 554 368	0	0
CURRENT ASSETS, TOTAL	61 399 951	70 619 398	8 548 268	6 478 203
ASSETS, TOTAL	**78 784 970**	**90 623 287**	**68 833 401**	**66 376 908**

Currency: EURO	Group 31.08.2026	Group 31.08.2025	Parent company 31.08.2026	Parent company 31.08.2025
E Q U I T Y AND L I A B I L I T I E S				
EQUITY				
Capital and reserves				
Share capital	80 000	80 000	80 000	80 000
Other reserves				
Reserve for invested unrestricted equity	52 797 456	52 797 457	52 797 456	52 797 456
Retained earnings	-2 842 864	-1 895 507	-2 985 139	-3 631 665
Profit (-loss) for the financial year	-6 673 487	-1 057 127	-72 460	646 526
EQUITY, TOTAL	**43 361 106**	**49 924 822**	**49 819 857**	**49 892 318**
LIABILITIES				
Non-current				
Loans from financial institutions	19 099 720	22 433 545	8 242 220	9 461 045
Other liabilities	33 642	84 319	0	0
	19 133 362	22 517 863	8 242 220	9 461 045
Current				
Loans from financial institutions	3 298 000	3 298 000	1 183 000	1 183 000
Loans from group companies			8 853 798	5 283 483
Trade payables	7 746 091	8 150 330	32 873	45 939
Other current liabilities	2 197 860	3 011 745	175 708	172 157
Accrued expenses and deferred income	3 048 552	3 720 526	525 945	338 966
	16 290 502	18 180 601	10 771 323	7 023 546
LIABILITIES, TOTAL	**35 423 864**	**40 698 464**	**19 013 544**	**16 484 590**
EQUITY AND LIABILITIES, TOTAL	**78 784 971**	**90 623 287**	**68 833 401**	**66 376 908**

Currency: EURO	Group 31.08.2026	Group 31.08.2025	Parent company 31.08.2026	Parent company 31.08.2025
Cash flow from operating activities				
Operating profit (-loss)	-4 621 788	1 174 132	-1 019 623	-193 661
Depreciation according to plan	1 267 281	1 221 752	53 571	4 682
Goodwill amortization	2 761 761	2 762 311	0	0
Other income and expenses not associated with payment	3 643 326	-399 342	0	0
Changes in working capital	7 061 062	-655 287	-88 183	45 694
Financial expenses and income	-2 686 909	-2 010 786	-856 983	-831 511
Income taxes	-115 196	-522 957	0	66 144
Net cash flow from operating activities	**7 309 537**	**1 569 823**	**-1 911 218**	**-908 652**
Cash flow from investing activities				
Investments of intangible and tangible assets	-2 144 643	-1 422 625	-440 000	-1 375
Loans granted to group companies	0	0	0	0
Repayment of loans from Group companies	0	0	0	0
Acquired shares in subsidiaries	0	0	0	0
Net cash flow from investing activities	**-2 144 643**	**-1 422 625**	**-440 000**	**-1 375**
Cash flow from financing activities				
Withdrawals of long-term loans	0	0	0	0
Repayment of non-current debt	-3 348 677	-3 298 000	-1 183 000	-1 183 000
Interest and other financial expenses paid	0	0	0	0
Loans from group companies	0	0	3 534 218	2 275 331
Group contribution	0	0	0	0
Repurchase of own shares	0	-182 303	0	-182 303
Share issue	0	0	0	0
Net cash flow from financing activities	**-3 348 677**	**-3 480 303**	**2 351 218**	**910 028**
Unrealized exchange and currency translation differences	105 897	-400 441	0	0
Cash and cash equivalents at the beginning of the financial year	**5 554 368**	**9 287 916**	**0**	**0**
Changes in cash and cash equivalents	1 922 114	-3 733 546	0	0
Cash and cash equivalents at the end of the financial year	**7 476 482**	**5 554 370**	**0**	**0**

Duell Corporation NOTES

ACCOUNTING AND VALUATION PRINCIPLES

General about the Group
The Duell Group comprises the parent company Duell Corporation as well as Oy Duell Bike-Center Ab (registered office: Mustasaari, Finland), Duell AB (registered office: Tranås, Sweden), Duell AS (registered office: Kongsvinger, Norway), Duell UK Ltd (registered office: Coalville, Great Britain), Duell TMV B.V. (registered office: Veghel, the Netherlands), Duell GmbH (registered office: Meppen, Germany), Duell SAS (registered office: Montpellier, France), Tecno Globe SAS (registered office: Montpellier, France), and Tran-Am Ltd (registered office: New Milton, Great Britain). The consolidated financial statements are combined with the parent company's financial statements and are available at the head office at Kauppatie 19, 65610 Mustasaari, Finland.

Scope of consolidated financial statements
In addition to Duell Corporation, the consolidated financial statements cover the subsidiaries in which the Group exercises control (all subsidiaries). Control is constituted when the Group holds more than half of the voting power in the subsidiary or otherwise exercises control. Control refers to the right to determine a company's financial and business policies in order to derive benefit from its operations.

Going concern
The financial statements have been prepared on a going concern basis. At the balance sheet date of August 31, 2026, Duell's covenant conditions were met, with covenants relating to the net debt ratio to EBITDA and the net debt ratio to equity. Duell agreed on a new financing agreement with the financial institution in October 2026, which defined covenant conditions as well as the amounts of financing limits, margins, and collateral.

Covenant conditions are reviewed quarterly. According to the financing agreement, if covenant conditions are breached, the bank has the right to terminate the loans and demand repayment. The subsequent review dates for covenant fulfillment are quarterly, at which time, according to management's forecasts, the covenant conditions will be met.

The company increased its measures to improve profitability, net working capital, and cash flow during fiscal year 2026, thereby strengthening its financial position. Reducing inventory levels by approximately EUR 10 million was the most significant factor in strengthening the financial position.

Elimination of ownership within the Group
Intra-group ownership has been eliminated using the acquisition cost method.

Business transactions within the Group
All business transactions within the Group, internal receivables and liabilities, unrealised profits, and internal distribution of profit are eliminated in the consolidated financial statements.

Deferred taxes
All business transactions within the Group, internal receivables and liabilities, unrealised profits, and internal distribution of profit are eliminated in the consolidated financial statements.

Items in foreign currency
Business transactions denominated in foreign currencies are recognised in euros using the exchange rate prevailing on the transaction date. Receivables and liabilities denominated in foreign currencies are translated into euros using the exchange rates of the balance sheet date. Exchange rate gains and losses arising from such transactions, receivables, and liabilities are recognised in the income statement.

Income and expense items in the income statements and balance sheets denominated in foreign currencies of Group companies are translated into euros using the exchange rates confirmed by the European Central Bank. Income statements are translated using the average exchange rates of the financial year and balance sheets using the exchange rates of the balance sheet date. Different exchange rates result in a translation difference, which is recognised under equity, as well as the translation differences arising from the elimination of the acquisition cost of subsidiaries.

Valuation of fixed assests
Intangible assets are mainly composed of intangible rights, such as trademarks, and other long-term expenditure. Tangible fixed assets are mainly composed of machinery and equipment. Fixed assets are valued in the balance sheet at original acquisition cost less depreciation according to plan and any impairment.

Depreciation according to plan and impairments are based on the estimated useful economic lives of the assets.

Applied rules for depreciation

Intangible assets	
Consolidated Goodwill	10-year straight-line depreciation
Other long-term expenditure	3-year straight-line depreciation
Intangible rights	5-year straight-line depreciation
Tangible assets	
Machinery and equipment	25% reducing balance depreciation

Valuation principles for inventories and trade receivables
Inventories are valued according to the weighted average cost principle, at the lower of acquisition cost, probable net realisable value, or replacement cost. The value of inventories includes variable costs only.
According to the inventory valuation principles, product obsolescence is evaluated based on the storage period, which is defined product-category-specifically based on the technical characteristics of the product.
In accordance with the valuation principles for trade receivables, a 50% bad debt provision is made for receivables overdue by more than 60 days, and a 100% provision for receivables overdue by more than 90 days.

Research and development expenditure
Research and development costs are recognized as an annual expense in the income statement.

Related party transactions, Parent company

Related party transactions between Group companies during the financial year were as follows:

	2026	2025
Sales of services	1 500 190	1 221 341
Financial income	1 769 000	1 769 000
Financial expense	404 869	235 498
Group contribution	0	0

Related party loans granted, Parent company

	2026	2025
Group loans	39 000 000	39 000 000

The total amount of group loans granted by the parent company at the end of the fiscal year was EUR 39,000,000. The loan period is 5 years, and the interest rate is 3.15% for loans granted before 2023 and 5.5% for loans granted after January 1, 2023. The loans are 5-year bullet loans.

Significant events during the financial year

October–November 2025: Amendments to loan terms were agreed with the lender, and the company received a waiver regarding the covenant terms for the previous balance sheet date of August 31, 2025. Repayment of loans continued in accordance with the previous repayment schedule.

November 18, 2025: Duell announced that it had transferred a total of 22,962 Duell Oyj shares held by the company free of charge in accordance with the terms of the key personnel share-based incentive scheme 2024–2025. The incentive scheme was announced via a company release on February 6, 2024. Following the transfer, the company holds 10,838 own shares.

November 25, 2025: In its organizational meeting following the 2025 AGM, the Board of Directors of Duell Oyj elected Anna Hyvönen as Chair of the Board, Kim Ignatius as Vice Chair, and Axel Lindholm and Elina Rahkonen as Board members. Anna Hyvönen was elected Chair of the Personnel and Remuneration Committee with Elina Rahkonen as a member. Kim Ignatius was elected Chair of the Audit Committee with Axel Lindholm and Elina Rahkonen as members. Serving on the Board until the AGM on November 25, 2025, were Anna Hyvönen (Chair), Kim Ignatius (Vice Chair), Niko Mokkila, Axel Lindholm, and Anu Ora.

December 18, 2025: The company completed change negotiations regarding the relocation of Tampere warehouse operations to Mustasaari and Tranås, Sweden. As a result, headcount was reduced by 9 positions. The measure is estimated to achieve annual savings of approximately EUR 0.4 million and resulted in non-recurring costs of approximately EUR 0.35 million in fiscal year 2026. Operations were relocated by the end of March 2026.

August 25, 2026: Duell announced that the Board of Directors decided on an incentive scheme for 2026–2028. The total value of rewards payable corresponds to a maximum of 130,000 Duell Oyj shares, representing approximately 2.5% of total shares, including the cash portion. The target group comprises approximately 10 key persons.

Significant events after the financial year

October 2026: Duell agreed on a new financing agreement with the financial institution, defining covenant conditions as well as financing limits, margins, and collateral amounts.

Management's assessment of future development

The market environment is expected to remain challenging, with consumer demand at below-normal levels and competition tight. However, Duell succeeded in stabilizing its revenue and maintaining its market position in a soft market. The company continues measures aimed at improving profitability, adjusting cost structures, and enhancing inventory management.

According to management's assessment, revenue will develop in line with guidance to the EUR 122–130 million level. Profitability is expected to strengthen due to efficiency programs, digital tools, and e-commerce development. Net working capital management and cash flow improvement are key priorities, and in management's view, the company has good conditions to improve its financial performance as markets gradually stabilize.

NOTES TO THE INCOME STATEMENT

Net sales split		**Group 2026**	**Group 2025**	**Parent company 2026**	**Parent company 2025**
	Domestic	31 896 080	33 847 091	585 100	533 299
	Other Europe	91 875 582	90 930 149	922 496	693 182
	Other	523 298	1 814 245	0	0
	Total	**124 294 960**	**126 591 485**	**1 507 596**	**1 226 481**

The Group's net sales consist of the sale of equipment, supplies, and spare parts for motorcycles, snowmobiles, mopeds, ATVs, and bicycles. In addition, the range includes sports and boating accessories. Net sales of the parent company Duell Corporation consist of administrative service charges to Group companies.

	Group	**Group**	**Parent company**	**Parent company**
	31.08.2026	**31.08.2025**	**31.08.2026**	**31.08.2025**
Average number of employees during the financial year	198	210	3	3
Number of employees at the end of reporting period	191	211	4	4

Notes regarding the personnel and governance bodies

Board of Directors and CEO salaries and fees	724 715	373 242	724 715	373 242

Duell Oyj's Board of Directors has decided on a share-based incentive scheme (2025–2029) spanning three financial years. Criteria for the period are based on total revenue and adjusted EBITA-% for fiscal year 2028. Up to 130,000 shares (including the cash-settled portion) may be paid as rewards, corresponding to approximately 2.5% of total shares. The program covers approximately 10 key persons.

Loans to related parties in the Parent company or in the Group

The total amount of group loans granted by the parent company at the end of the financial year was EUR 39,000,000. The loan term is 5 years, and the interest rate is 3.15% for loans granted before 2023 and 5.5% for loans granted after January 1, 2023. The loans are 5-year bullet loans.

Depreciation and impairment

	Group	**Group**	**Parent company**	**Parent company**
	31.08.2026	**31.08.2025**	**31.08.2026**	**31.08.2025**
Depreciation of tangible assets	-221 996	-269 942	0	0
Depreciation of intangible assets*)	-4 634 135	-3 714 121	-53 571	-4 682
Depreciation, total	**-4 856 131**	**-3 984 063**	**-53 571**	**-4 682**

*) The figure includes an impairment loss of €827,088 recognized on other non-current expenses.

Financial income and expenses

	Group	**Group**	**Parent company**	**Parent company**
	31.08.2026	**31.08.2025**	**31.08.2026**	**31.08.2025**
Interest income				
from Group companies	0	0	1 769 000	1 769 000
from others	20 523	40 337	20	1 952
Other financial income	2 293 205	1 788 855	46 444	-167 628
Interest and other financial expenses	-4 809 110	-4 103 520	-868 301	-829 281
Financial items, total	**-2 495 382**	**-2 274 329**	**947 163**	**774 044**

Auditor's fees

	Group	**Group**	**Parent company**	**Parent company**
	31.08.2026	**31.08.2025**	**31.08.2026**	**31.08.2025**
Audit firm				
Audit	242 793	303 820	54 785	78 429
Tax advicing	20 474		20 474	
Other services	21 607	79 993	4 180	11 359
Total	**284 874**	**383 813**	**79 439**	**89 788**

NOTES TO BALANCE SHEET

Intangible and tangible assets

Group	**Intangible assets**					**Tangible assets**	
	Intangible rights	Other intangible assets	Assets under construction	Goodwill	Total	Machinery and equipment	Total
Acquisition cost on 1 Sep	2 168 926	4 263 229	1 029 608	27 623 111	35 084 874	3 193 857	3 193 857
Additions		1 178 044	1 434 415		2 612 459	222 099	222 099
Decreases		-1 647 266	-654 728		-2 301 994	-98 553	-98 553
Group companies assets at acquisition		63 324			63 324	205 062	205 062
Currency translation difference		1 780		92 619	94 399	708	708
Adjustments		-12 429			-12 429	-97 277	-97 277
Acquisition cost on 31 Aug	**2 168 926**	**3 846 682**	**1 809 295**	**27 715 730**	35 540 633	**3 425 895**	3 425 895
Accumulated depreciation on 1 Sep	-2 056 701	-2 172 127	0	-11 446 735	-15 675 562	-2 599 274	-2 599 274
Depreciation during financial year	-23 081	-1 022 205		-2 761 761	-3 807 048	-221 996	-221 996
Group companies accumulated depreciation at acquisition	0	855744	0	0	855 744	61 077	61 077
Accumulated depreciation at decreased assets		-63324			-63 324	-205 062	
Currency translation difference		-1 674		-32705,36	-34 380	-1 387	-1 387
Adjustments	-5 707	-5 397			-11 104	120 808	120 808
Accumulated depreciation on 31 Aug	**-2 085 489**	**-2 408 983**	**0**	**-14 241 201**	**-18 735 673**	**-2 845 834**	**-2 845 834**
Carrying amount on 31 Aug	**83 437**	**1 437 698**	**1 809 295**	**13 474 529**	**16 804 959**	**580 061**	**580 061**

Parent company	**Intangible assets**					**Tangible assets**	
	Intangible rights	Other intangible assets	Assets under construction	Goodwill	Total	Machinery and equipment	Total
Acquisition cost on 1 Sep		14 047			14 047		0
Additions		440 000			440 000		0
Decreases					0		0
Group companies assets at acquisition							0
Currency translation difference							0
Adjustments							0
Acquisition cost on 31 Aug	**0**	**454 047**	**0**	**0**	**454 047**	**0**	**0**
Accumulated depreciation on 1 Sep		-4 682			-4 682		0
Depreciation during financial year		-53 571			-53 571		0
Group companies accumulated depreciation at acquisition					0		0
Accumulated depreciation at decreased assets					0		0
Currency translation difference					0		0
Adjustments					0		0
Accumulated depreciation on 31 Aug	**0**	**-58 253**	**0**	**0**	**-58 253**	**0**	**0**
Carrying amount on 31 Aug	**0**	**395 794**	**0**	**0**	**395 794**	**0**	**0**

Parent Company	**Investments in subsidiaries**
Acquisition cost on 1 Sep	20 889 340
Additions	0
Decreases	0
Acquisition cost on 31 Aug	**20 889 340**

Subsidiaries

Company	**Registered office**	**Group Ownership**
Oy Duell Bike-Center Ab	Mustasaari	100 %
Duell AS	Kongsvinger	100 %
Duell UK Ltd	Coalville	100 %
Tran-Am Ltd	New Milton	100 %
Duell TMV B.V.	Veghel	100 %
Duell GmbH	Meppen	100 %
Duell SAS	Montpellier	100 %
Tecno Globe SAS	Montpellier	100 %

Tran-Am (New Milton) Ltd was liquidated on 24 December 2024.

Receivables

	Group	Group	Parent Company	Parent Company
Non-current receivables from others	**31.08.2026**	**31.08.2025**	**31.08.2026**	**31.08.2025**
Other non-current receivables	178 694	220 038	0	0
Non-current receivables from group companies	**31.08.2026**	**31.08.2025**	**31.08.2026**	**31.08.2025**
Pre-paid expenses and accrued income	0	0	6 831 841	5 062 841
Non-current receivables total	0	0	6 831 841	5 062 841

	Group	Group	Parent Company	Parent Company
Current receivables from others	**31.08.2026**	**31.08.2025**	**31.08.2026**	**31.08.2025**
Trade receivables	15 172 959	16 456 772		
Loan receivables		1300		
Deferred tax receivable	941 583	273 714		
Other current receivables	228 150	37 889		
Pre-paid expenses and accrued income	1 378 027	1 660 514	193 728	154 917
Total	**17 720 719**	**18 430 190**	**193 728**	**154 917**

	Konserni	Konserni	Emoyhtiö	Emoyhtiö
Current receivables from Group companies	**31.08.2026**	**31.08.2025**	**31.08.2026**	**31.08.2025**
Trade receivables	0	0	22 431,00	27 955,00
Pre-paid expenses and accrued income	0	0	1 500 257	1 232 491
Total	**0**	**0**	**1 522 688**	**1 260 446**
Current receivables total	**17 720 719**	**18 430 190**	**1 716 416**	**1 415 362**

The deferred tax receivable has arisen from losses incurred by the Group companies, which can be utilized in future years.

Equity	Group 31.08.2026	Group 31.08.2025	Parent Company 31.08.2026	Parent Company 31.08.2025
Share capital on 1 Sep	80 000	80 000	80 000	80 000
Increase of share capital	0		0	0
Share capital on 31 Aug	**80 000**	**80 000**	**80 000**	**80 000**
Reserve for invested unrestricted equity on 1 Sep	52 797 457	52 979 760	52 797 457	52 979 760
Share issue	0	0	0	0
Purchase of own shares*)	0	-182 303	0	-182 303
Reserve for invested unrestricted equity on 31 Aug	**52 797 457**	**52 797 457**	**52 797 457**	**52 797 457**
Retained earnings on 1 Sep	-2 952 635	-1 411 757	-2 985 139	-3 631 665
Adjustment to retained earnings	0	0	0	0
Osingonjako			0	0
Changes in accounting principles	0	-536 510	0	0
Change in currency translation differences	109 772	52 760	0	0
Retained earnings on 31 Aug	**-2 842 863**	**-1 895 508**	**-2 985 139**	**-3 631 665**
Profit (loss) for the period	-6 673 487	-1 057 127	-72 460	646 526
Equity, total	**43 361 107**	**49 924 822**	**49 819 857**	**49 710 015**

*Duell completed its share buy-back programme on October 15, 2024. The buybacks started on August 5, 2024. Under the programme, the company acquired 6,760,000 shares at an average price of EUR 0.0369. The shares were repurchased in public trading on First North Growth Market Finland operated by Nasdaq Helsinki Ltd at the market price at acquisition. The repurchased shares will be used for a new share-based incentive plan for key employees of the Duell Group. Following the share buybacks, as of August 31, 2026, the company holds a total of 10,838 shares, which corresponds to approximately 0.21% of total shares in Duell Corporation (5,194,374 shares).

Distributable funds on 31 Aug	Parent Company 31.08.2026	Parent Company 31.08.2025
Reserve for invested unrestricted equity	52 797 456	52 797 456
Retained earnings	-2 985 139	-3 631 665
Profit (loss) for the period	-72 460	646 526
Total distributable funds at 31 Aug	**49 739 857**	**49 812 317**

The Board's proposal of the distributable funds

The Board proposes to the Annual General Meeting that the company's loss of EUR -72,460 be transferred to the retained earnings account and that no dividend be distributed.

Shares in the Parent company

	31.08.2025
One share class, each share entitles the holder to equal voting rights (1 vote/share).	5 194 374

All shares have equal rights to dividends and company assets.

At the balance sheet date, one share was valued at EUR 2.12 and the company's market capitalization was EUR 11,012,072.

Non-current liabilities

	Group 31.08.2026	Group 31.08.2025	Parent Company 31.08.2026	Parent Company 31.08.2025
Loans from financial institutions	19 099 720	22 433 545	8 242 220	9 461 045
Other long-term liabilities	84 319	76 296	0	0
Deferred tax liabilities*	0	18 626	0	0
Non-current liabilities total	**19 184 038**	**25 647 396**	**8 242 220**	**9 461 045**

*Deferred tax liability consists of adjustments in acquisition cost calculations.

Current liabilities

Current liabilities to others	Group 31.08.2026	Group 31.08.2025	Parent Company 31.08.2026	Parent Company 31.08.2025
Loans from financial institutions	3 298 000	3 298 000	1 183 000	1 183 000
Trade payables	7 746 091	8 150 330	32 873	45 939
Other current liabilities	2 197 860	3 011 745	175 708	172 157
Accrued expenses and deferred income	3 048 552	3 720 526	525 945	338 966
Wages and salaries	1 697 585	1 473 400	400 746	201 084
Interest expenses	40 919	107 908	16 436	15 738
Other accrued expenses and deferred income	1 310 048	2 139 220	108 762	122 144
Total	**16 290 502**	**18 180 601**	**1 917 525**	**1 740 062**
Current liabilities to group companies				
Trade payables	0	0	36 097	0
Other current liabilities*)	0	0	8 817 701	5 283 483
Total	**0**	**0**	**8 853 798**	**5 283 483**
Current liabilities total	**16 290 502**	**18 180 601**	**10 771 323**	**7 023 546**

*Current accrued liabilities to Group companies consist of the utilised Group bank account credit facility. At the balance sheet date, the Group's cash and cash equivalents, including the Group account, total EUR 7,476,482.

Collaterals and off-balance sheet commitments

	Group	Group	Parent company	Parent Company
	31.08.2026	**31.08.2025**	**31.08.2026**	**31.08.2025**
Loans and other liabilities pledged with collaterals				
Loans from financial institutions	22 397 720	25 731 545	9 425 220	10 644 045
Credit limits	12 000 000	21 000 000	0	0
whereof used	0	0	0	0
Import letter of credit	500 000	500 000	0	0
whereof used	32 949	0	0	0
Other collaterals	618 000	618 000	0	0
whereof used	316 059	286 126	0	0
Given Collaterals				
Corporate mortgage	120 640 000	120 640 000	60 320 000	60 320 000
Subsidiary shares	0	0	20 889 340	20 889 340

Rental commitments	Group	Group	Parent company	Parent Company
	31.08.2026	**31.08.2025**	**31.08.2026**	**31.08.2025**
Current rental commitments	2 308 018	2 458 053	0	0
Non-current rental commitments	9 214 097	10 963 891	0	0
Total	**11 522 115**	**13 421 944**	**0**	**0**

Lease commitments	Group	Group	Parent company	Parent Company
	31.08.2026	**31.08.2025**	**31.08.2026**	**31.08.2025**
Current Lease commitments	249 209	359 179	24 422	24 028
Non-current Lease commitments	147 916	289 554	31 164	41 224
Total	**397 124**	**648 733**	**55 586**	**65 252**

Signatures for the financial statements and the report of the Board of Directors

14.10.2026

Anna Hyvönen
Chairman of the Board

Kim Ignatius
Vice Chairman, Board member

Axel Lindholm
Board member

Elina Rahkonen
Board member

Tomi Virtanen
Managing director

Auditor's note

A report on the audit performed has been issued today.

14.10.2026

KPMG Oy Ab Audit Firm

Mari Kaasalainen, KHT

List of accounting books and materials

Journal: printout
General ledger: printout
Payroll accounting: printouts
Financial statements: bound
Balance sheet specifications: bound