

## VR's Business Review 1 January–31 March 2025: Profitability improved significantly

VR's profitability improved clearly in the first quarter. Profitability was boosted by a more favourable business environment than in the previous year and an increase in travel volumes. Profitability was also improved by determined performance improvement measures in line with the strategy.

### January–March 2025 (Q1) in brief:

- The Group's net sales increased by 3.9% to EUR 302.1 (290.9) million. Net sales excluding completed corporate acquisitions, increased by 6.9% and amounted to EUR 293.7 (274.7) million.
- Comparable operating result (EBIT) was EUR 21.9 (-17.1) million or 7.2% (-5.9%) of net sales.
- Operating result (EBIT) was EUR 23.9 (-15.0) million, or 7.9% (-5.2%) of net sales.
- Cash flow from operating activities was EUR 56.5 (35.1) million.
- The number of journeys on long-distance trains in Finland increased by 7.7%, to 3.8 (3.5) million journeys.
- Railway transport volumes in freight traffic increased by 46.9% and amounted to 6.9 (4.7) million tonnes.

Key figures	1-3/2025	1-3/2024	1-12/2024
Net sales, M€	302.1	290.9	1,294.7
Comparable EBITDA, MEUR*	64.0	29.6	271.6
% of net sales	21.2	10.2	21.0
Operating result (EBIT), MEUR	23.9	-15.0	76.1
% of net sales	7.9	-5.2	5.9
Comparable operating result (EBIT), MEUR*	21.9	-17.1	84.6
% of net sales	7.2	-5.9	6.5
Net profit/loss for the period, MEUR	17.1	-14.6	48.6
Cash flow from operating activities, MEUR	56.5	35.1	226.9
Investments, MEUR	38.1	53.7	234.1
Capital invested at the end of the period, MEUR	1,825.0	1,803.3	1,817.9
Comparable return on capital employed (ROCE), %*	5.9	-3.3	5.2
Comparable return on equity (ROE), %	4.7	-5.3	4.7
Net interest-bearing debt at the end of the period, MEUR	387.8	350.7	443.4
Gearing, %	30.4	27.9	35.1
Employees on average, FTE	7,325	8,184	7,919

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*\* VR Group presents comparable EBITDA and operating result (EBIT) as an alternative performance indicators. The aim of comparable performance indicator is to improve comparability between reporting periods.*

*The calculation formulas for the figures are disclosed in VR Group's Annual Report for 2024.*

*\*Segment-specific comparable return on capital employed (ROCE) % is calculated using comparable operating result as the numerator. The segment-specific key figure differs from the group's key figures because VR does not report financial items on a segment basis*

*This report is unaudited.*

*The comparative figures in brackets refer to the corresponding time period in the previous year, unless otherwise stated.*

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## CEO Elisa Markula:

"In the first quarter of 2025, we continued to successfully implement our strategy, and our profitability improved in all businesses. Our net sales grew by 3.9%. Excluding the impact of acquisitions, comparable net sales grew by 6.9%. The Group's comparable operating result improved clearly and was EUR 21.9 (-17.1) million. In the previous year, the business environment in the beginning of the year was particularly challenging. Severe winter conditions and exceptional track damage caused significant additional costs, and political labour disputes had a negative impact of almost EUR 20 million on the result at that time. The operating environment was favourable this year supporting our performance.

In the first quarter, domestic long-distance train travel continued to grow, especially in terms of leisure travel. The customer experience measured by the Net Promoter Score (NPS) was at an all-time high of 62 (32). Passengers have assessed the new train WiFi as an improvement and it is at a good level of 3.6/5. Due to the mild winter, there were exceptionally few traffic disruptions in the quarter. This supported the punctuality of long-distance trains, which was at an excellent level. In long-distance train traffic in Sweden, the track work that has begun on the Stockholm–Gothenburg route has a negative impact on VR Snabbtåg's travel volumes.

VR City traffic's net sales decreased clearly as a result of the expired contract-based public transport agreements. City Traffic's result remained unprofitable due to the weak profitability of old, long-term contracts. VR actively participates in regional tenders in the city traffic market, several of which are still ongoing this year, especially in Sweden. New contracts won last year will start in Sweden at the end of this year.

VR Logistics improved its result clearly compared to the previous year. In the comparison period, logistics volumes and results were significantly negatively affected by political strikes and difficult winter conditions. Improving operations also enhanced the profitability of logistics. VR sold its road logistics business at the turn of the year and is focusing on rail transport.

We are focusing increasingly on our core businesses, passenger and freight transport. At the same time, we are actively supporting the goals of the government programme to increase competition. One of the most concrete measures is to establish a rolling stock company for publicly supported and competitive contract-based public traffic, which will transfer VR's current contract-based public traffic's fleet to this rolling stock company, which is 100% owned by the state. VR has also put additional rolling stock up for sale to other industry players.

7 May 2025

Public

Thank you to all our employees for your excellent work – this is a good sign that we can continue on our common journey towards a sustainable future-proof VR! We would also like to thank our customers for their trust to our services.”

## Outlook for 2025

VR estimates that the Group's net sales in 2025 will decrease slightly compared to the previous year due to the sale of the road logistics business and the expired contract-based public traffic contracts in Sweden. The new contract-based public traffic contracts won in Sweden will not start until the end of 2025.

The Group's comparable operating result is estimated to improve compared to 2024. The outlook is subject to uncertainties in the business environment due to the general economic development.

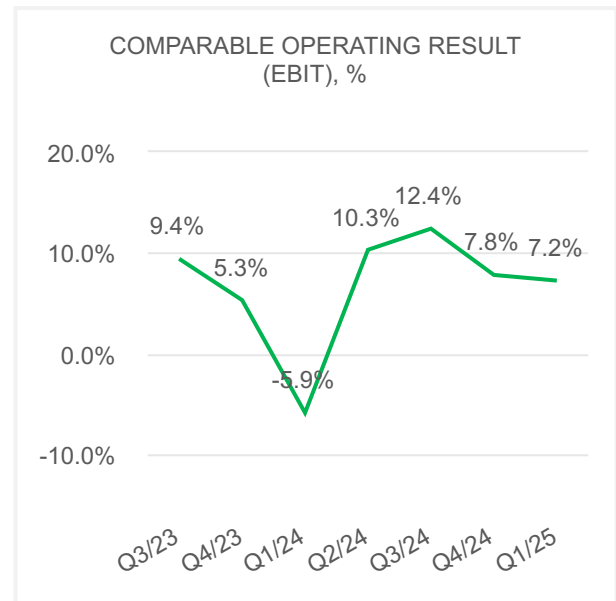
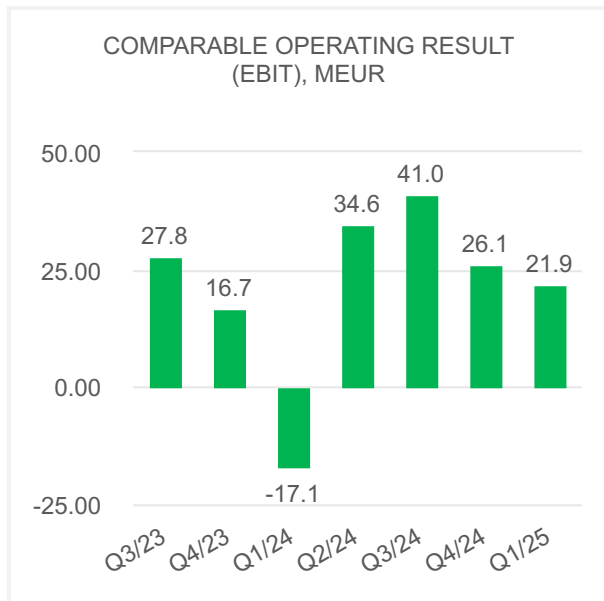
## The Group's financial development

### Net sales and result development by operation

In VR-Group Plc's segment reporting, the Group's real estate unit and VR FleetCare Ltd will be reported in their entirety under the other operations as of 1 January 2025. In the tables below, the figures for 2024 are in accordance with the new segment reporting method and are therefore comparable.

#### SEGMENTS

Net sales, EUR million	1-3/2025	1-3/2024	1-12/2024
VR Long-distance Traffic	112.4	96.6	445.7
VR City Traffic	105.2	124.7	493.7
VR Logistics	80.5	65.8	334.9
Other	4.1	3.8	20.4
<b>Total</b>	<b>302.1</b>	<b>290.9</b>	<b>1,294.7</b>
Comparable EBITDA, EUR million	1-3/2025	1-3/2024	1-12/2024
VR Long-distance Traffic	34.6	22.4	137.9
VR City Traffic	1.5	2.6	27.3
VR Logistics	24.1	-4.9	51.8
Other and eliminations	3.7	9.4	54.6
<b>Total</b>	<b>64.0</b>	<b>29.6</b>	<b>271.6</b>
Comparable operating result, EUR million	1-3/2025	1-3/2024	1-12/2024
VR Long-distance Traffic	18.6	7.6	74.8
VR City Traffic	-7.7	-12.8	-25.5
VR Logistics	12.5	-16.0	3.3
Other and eliminations	-1.5	4.1	32.0
<b>Total</b>	<b>21.9</b>	<b>-17.1</b>	<b>84.6</b>
Operating result, EUR million	1-3/2025	1-3/2024	1-12/2024
VR Long-distance Traffic	18.6	7.6	82.7
VR City Traffic	-6.4	-12.8	-37.5
VR Logistics	13.2	-13.9	-0.4
Other and eliminations	-1.5	4.1	31.3
<b>Total</b>	<b>23.9</b>	<b>-15.0</b>	<b>76.1</b>



## January-March 2025 (Q1)

VR's net sales increased by 3.9% compared to the corresponding period in 2024 and amounted to EUR 302.1 (290.9) million. In the previous fiscal year VR acquired a long-distance traffic operator in Sweden and at the turn of the year divested its road logistics business in Finland. Comparable net sales, excluding acquisitions, grew by 6.9%. The net sales growth was driven by a significant increase in freight volumes, increased travel numbers, and new business operations in Sweden. The termination of a few contract-based public traffic contracts in city traffic negatively impacted net sales. Last year's operational issues, such as severe winter conditions, strikes, and track damage, also negatively affected net sales in the first quarter 2024.

VR's comparable operating result (EBIT) for the first quarter of 2025 improved to EUR 21.9 (-17.1) million. Operating profit improved as a result of net sales growth, a more favourable business environment compared to the previous year, and the determined implementation of profitability improvement measures. During the comparison period, challenging winter conditions, an exceptional track damage, and political strikes negatively affected business results. VR's operating result (EBIT) came to EUR 23.9 (-15.0) million.

The Group's net profit in the first quarter was EUR 17.1 (-14.6) million.

## Cash flow, investments and financing

VR Group's balance sheet total at the end of the review period was EUR 2,304.3 (2,292.8) million, net interest-bearing debt amounted to EUR 387.8 (350.7) million and net gearing was 30.4% (27.9%). In the first quarter 2025, cash-flow from operating activities before investments and financing was EUR 56.5 (35.1) million and cash flow from investment activities was EUR -0.6 (-53.0) million. The cash flow from investment activities includes the sale of VR's entire ownership stake (10.6%) in the Norwegian NRC Group, as well as the refund of the insurance premium from the VR Pension Fund. The ratio of net debt to comparable EBITDA based on the last 12 months' comparable EBITDA was 1.3 (1.5).

The company's liquidity remained good during the review period. VR's liquid assets at the end of the period amounted to EUR 161.0 (194.2) million. VR has strengthened the Group's liquidity by means of revolving

credit facility (RCF) totalling EUR 200 million, which will mature on 3 June 2026. No withdrawals have been made under the RCF agreement.

In May 2022, VR Group issued a fixed-rate green bond as part of the Group's Green Finance Framework. The bond has a nominal value of EUR 300 million and a maturity of 7 years. The loan will mature in May 2029 and bears a fixed interest rate of 2.375%.

VR-Group Plc has a credit rating of A+ with a stable outlook, issued by the international credit rating agency S&P Global.

Financial position, EUR million	31.3.2025	31.3.2024	31.12.2024
Cash and cash equivalents	161.0	194.2	111.6
Unused committed credit facilities	200.0	200.0	200.0
Interest-bearing debt	548.8	544.9	555.0
of which current	48.0	33.4	49.4
Interest-bearing net debt	387.8	350.7	443.4
Net debt / Comparable EBITDA*	1.3	1.5	1.6
Net gearing, %	30.4	27.9	35.1
Equity ratio, %	55.4	54.9	54.7

\*Net debt / Comparable EBITDA is based on the last 12 months' comparable EBITDA

VR's investments in tangible and intangible assets totalled to EUR 38.1 (53.7) million.

Investments, EUR million	1-3/2025	1-3/2024	1-12/2024
Rolling stock	25.2	29.1	143.2
Transportation equipment (cars)	7.7	14.1	34.3
Real estate	2.0	3.4	19.9
ICT-investments	1.6	2.9	13.3
Other and eliminations	1.6	4.2	23.2
<b>Total</b>	<b>38.1</b>	<b>53.7</b>	<b>234.1</b>

Rolling-stock investments progressed as planned during the period and the production of the new commuter trains and night-trains has started as planned. The new night-trains and the commuter trains will be in use as of 2026. The deliveries of diesel locomotives and electric locomotives will continue until 2026-2027.

## Personnel

Employees on average, FTE	1-3/2025	1-3/2024	1-12/2024
VR Long-distance Traffic	1,227	1,154	1,233
VR City Traffic	3,557	4,465	4,104
VR Logistics	1,240	1,320	1,303
Other	1,301	1,245	1,280
<b>Total</b>	<b>7,325</b>	<b>8,184</b>	<b>7,919</b>

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Headcount at end of period	1-3/2025	1-3/2024	1-12/2024
VR Long-distance Traffic	1,406	1,308	1,410
VR City Traffic	4,286	5,213	4,308
VR Logistics	1,275	1,368	1,349
Other	1,348	1,294	1,349
<b>Total</b>	<b>8,315</b>	<b>9,183</b>	<b>8,416</b>

The average number of personnel (FTE) is calculated as the annual average. The number of personnel at the end of the period refers to the number calculated on the last day of the year, which includes both full-time and part-time employees.

The decrease in the number of personnel during the review period compared to the corresponding time last year is due to the expired contracts in city traffic.

## Business and segment overview

VR's core businesses are passenger services in Finland and Sweden, as well as freight traffic in Finland. The Group's reported business units are VR Long-distance Traffic, VR City Traffic, VR Logistics, and other operations.

### VR Long-distance Traffic

VR Long-distance Traffic is responsible for long-distance train journeys in Finland and Sweden. The business unit also includes Avekra, which provides restaurant and café services.

VR Long-distance Traffic	1-3/2025	1-3/2024	1-12/2024
Net sales, M€	112.4	96.6	445.7
Comparable (EBITDA), M€	34.6	22.4	137.9
% of net sales	30.8	23.2	30.9
Comparable operating result (EBIT), M€	18.6	7.6	74.8
% of net sales	16.5	7.8	16.8
Operating result (EBIT), M€	18.6	7.6	82.7
% of net sales	16.5	7.8	18.6
Capital employed at end of the period, M€	894.1	784.9	886.9
Comparable return on capital employed, (ROCE) %	8.4	3.9	9.4
Investments, M€	7.2	9.9	54.2
Employees on average, FTE	1,227	1,154	1,233
Long distance journeys (million), Finland	3.8	3.5	15.3
Punctuality %, Finland	89.7	68.6	78.3

## January-March 2025 (Q1)

During the first quarter of 2025, net sales of VR Long-distance Traffic increased by 16.4% year-on-year to EUR 112.4 (96.6) million. Net sales excluding the impact of the 30 May 2024 acquisition from Sweden increased by 7.7% and were EUR 104.0 million. The number of journeys in Finland's long-distance traffic increased by 7.7% in January–March, as demand remained strong. During the review period 3.8 (3.5) million journeys were made on long-distance trains in Finland. In the comparison period 2024, challenging winter conditions, political strikes and track damage negatively affected travel volumes and increased operational costs.

The comparable operating result (EBIT) of VR Long-distance Traffic increased to EUR 18.6 (7.6) million. The result for the first quarter of 2025 was supported by a more favourable operating environment than the previous year. The operating result (EBIT) was EUR 18.6 (7.6) million.

In the first quarter of 2025 punctuality in Finland long-distance at 89.7% (68.6%). Customer satisfaction, measured by the Net Promoter Score (NPS) in Finland was 62 (32) and in Sweden 56. In the comparison period, VR had not yet acquired long-distance traffic business in Sweden.

## VR City Traffic

VR City Traffic comprises commuter train, tram and bus services in Finland and Sweden.

VR City Traffic	1-3/2025	1-3/2024	1-12/2024
Net sales, M€	105.2	124.7	493.7
Comparable (EBITDA), M€	1.5	2.6	27.3
% of net sales	1.5	2.1	5.5
Comparable operating result (EBIT), M€	-7.7	-12.8	-25.5
% of net sales	-7.3	-10.2	-5.2
Operating result (EBIT), M€	-6.4	-12.8	-37.5
% of net sales	-6.0	-10.2	-7.6
Capital employed at end of the period, M€	337.6	335.2	320.9
Comparable return on capital employed, (ROCE) %	-9.2	-14.5	-7.2
Investments, M€	10.0	18.8	67.6
Employees on average, FTE	3,557	4,465	4,104

## January-March 2025 (Q1)

In the first quarter 2025, net sales of VR City Traffic decreased by -15.7% to EUR 105.2 (124.7) million. Compared to the previous year, the decline was mainly due to the termination of a few significant contract-based public transport agreements.

The comparable operating result (EBIT) for the first quarter of 2025 improved to EUR -7.7 (-12.8) million. The performance was negatively affected by the decline in net sales and positively affected by the mild winter, as well as index adjustments.



The weak city traffic results were attributable to the low profitability in the current operating environment of some of the long-term agreements signed before the pandemic. The operating result (EBIT) was EUR -6.4 (-12.8) million.

## VR Logistics

VR Logistics transports goods by rail and provides complementary logistics services that support rail transport.

VR Logistics	1-3/2025	1-3/2024	1-12/2024
Net sales, M€	80.5	65.8	334.9
Comparable (EBITDA), M€	24.1	-4.9	51.8
% of net sales	30.0%	(7.4)	15.5
Comparable operating result (EBIT), M€	12.5	-16.0	3.3
% of net sales	15.5	-24.3	1.0
Operating result (EBIT), M€	13.2	-13.9	-0.4
% of net sales	16.4	-21.1	-0.1
Capital employed at end of the period, M€	410.9	391.0	437.1
Comparable return on capital employed, (ROCE) %	11.9	-17.3	0.8
Investments, M€	17.0	19.5	81.7
Employees on average, FTE	1,240	1,320	1,303
Total transport volumes, million tonnes	6.9	5.8	27.1
railway transports	6.9	4.7	23.2
road transports	—	1.0	3.9

### January-March 2025 (Q1)

VR Logistics's net sales in the first quarter of 2025 increased by 22.3% to EUR 80.5 (65.8) million. Comparable net sales excluding road logistics sold at the turn of the year increased by 62.4%. The growth was particularly driven by political strikes and challenging winter conditions during the comparison period, which significantly reduced last year's volumes and net sales. Additionally, overall market demand remained stable during the review period.

Railway transport volumes increased by 46.9% to 6.9 (4.7) million tonnes. VR Transpoint's comparable operating result (EBIT) was EUR 12.5 (-16.0) million. The first quarter result was strong due to a significantly more favourable business environment compared to the previous year. Mild winter conditions, reduced customer-specific changes, as well as undisturbed traffic and operations improved the result during the review period. The previous fiscal year's result was significantly burdened by political strikes. The operating result (EBIT) was EUR 13.2 (-13.9) million.

## Other operations

Other operations include VR FleetCare, Track infrastructure, real estate services, and the Group's other common functions.

Other operations	1-3/2025	1-3/2024	1-12/2024
Net sales, M€	4.1	3.8	20.4
Comparable (EBITDA), M€	3.7	9.4	54.6
Comparable operating result (EBIT), M€	-1.5	4.1	32.0
Operating result (EBIT), M€	-1.5	4.1	31.3
Investments, M€	3.9	5.5	30.6

The operating result (EBIT) of other operations in January–March 2025 was EUR -1.5 (4.1) million.

## Sustainability

Responsibility and environmental care are key factors in VR's success. The company invests in energy efficiency and the use of fossil-free energy as it strives for carbon neutrality in accordance with the Paris Climate Agreement. Rail transport is already an energy-efficient and low-emission mode of transport, and VR also aims to be a pioneer in its other business activities. In March 2025, VR published its first CSRD-compliant sustainability report as part of the Board's report.

**VR has set ambitious, science-based environmental targets:** VR intends to halve its emissions over the next seven years and aims for net-zero emissions by 2040. VR's other environmental targets include increasing energy efficiency and improving the recycling rate.

**VR's goal is to increase energy efficiency in electric train traffic in Finland by 18%** by 2027, compared to 2022. After the first quarter, the situation in terms of energy efficiency is at the level of 12.5%. Our energy efficiency program aims to achieve this goal through many means, including drivers' energy-efficient driving habits and traffic planning. Key means also include developing our fleet to be more energy-efficient, increasing train sizes and increasing electric traffic. In early 2025, energy efficiency has also been supported by uninterrupted traffic and mild weather. Uninterrupted traffic enables energy-efficient traffic, which highlights the importance of cooperation between different actors.

**Safety is at the core of all operations.** The updated safety strategy of VR focuses on safety management and commitment, hazard and risk identification, risk management, and continuous improvement. The main goal of the updated safety policy is to manage work-related risks and thus enable successful operations. With proactive safety indicators, we gain information about work-related hazards and risks and identify measures that promote safety. During the first quarter of 2025, 35% of the personnel in VR's Finnish operations have made a safety observation, and nearly 7000 observations have been made in total at VR. This is about 10% more compared to the same period last year, and it shows that our employees are more aware of safety and more active in reporting.

In the first quarter of this year, we have continued to identify hazards and risks, train safe working practices, and prepare for the winter season. Reported accidents and safety deviations occurred less frequently than in the same period last year. Reported work accidents leading to absence were about 15% less. Railway safety incidents were about 30% less. Bus safety incidents were about 40% less. Partly, the comparison is affected by the snowy and challenging winter of the comparison period in 2024, when in addition to snow, temperature fluctuations caused ice and slipperiness. More slips and falls occurred in the previous year.

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## Risks and uncertainties

In addition to its exposure to external factors such as general economic situation, VR's operations are affected by a variety of strategic, operational and damage risks. Risks are being identified, prepared for and monitored in order to limit potential negative impacts on VR's business operations, although in some cases VR's capability to control risks is limited. Risk management aims to ensure effective and successful delivery of VR's strategy. Risk management and associated responsibilities are guided by risk management policy approved by VR-Group Plc's Board of Directors, as well as by other sector-specific guidelines for risks.

More information on VR's risks and risk management available in the company's website. Material sustainability-related risks and opportunities and their impacts are described in 2024 Report of the Board of Directors under section "Results of the double materiality assessment". VR's financial risk management is described under note "6 Financial risk management" in the 2024 Financial Statements.

### Most significant risks and uncertainties in the near term

The risks and uncertainties described below may, if realised, have a significant impact on VR's business operations and profitability (the list is not to be considered exhaustive).

**The general economic situation** has significant knock-on effects on VR's operations. Deterioration of the economic situation may reduce the Finnish industrial sector's need for rail-logistics services, as well as have a negative impact on customer volumes in passenger services. Uncertainty related to inflation, energy prices and general interest rate level could adversely affect VR's profitability through e.g. increased investment, personnel, energy, and financing costs. VR aims to minimise the impact of the materialisation of these risks through continuous monitoring of its own cost competitiveness and close customer cooperation. Cost increases due to inflation can be prepared for through index-linked customer contracts, for example, and the impact of energy price or interest rate fluctuations can be managed through actions defined in the treasury policy.

**Geopolitical uncertainty** has increased due to Russia's war of aggression and other conflicts such as trade disputes. The continuation and expansion of such conflicts can escalate security tensions and lead to intensified military and economic competition among great powers, which could significantly impact VR's business environment, production and supply chains and service availability. The impact of risk realization can be managed by ensuring the business continuity with actions like increasing the stock of critical spare parts and diversifying supplier risk, and maintaining close communication with different stakeholders.

**Growing cybercrime threat** has increased risks related to VR's business continuity and critical information loss. Cyberattacks can target critical rail and energy infrastructure (which may also face physical sabotage threats), information systems, or personal data. Consequences of risk realization could include disruptions in VR's service offerings, loss of customer trust, fines imposed by authorities, or even accidents resulting from sabotage. To manage the risk, VR implements for example an IT continuity improvement program ensuring at the same time that operations meet the requirements of the NIS2 directive.

**Profit improvement measures**, which VR is seeking to implement in line with its strategy and with a target of EUR 250 million, are essential to cover the additional costs arising from inflation and to improve the company's profitability. There is a risk that the profit improvement measures – including the targeted profitable growth in city traffic, in particular – may not be successfully implemented in time or at full. VR seeks to manage this risk by reacting quickly with regards to resource allocation and prioritisation. New measures are continuously identified to ensure competitiveness.

**The condition and maintenance** of railway infrastructure has a significant impact on VR's business. Infrastructure degradation and inadequate maintenance work or failed maintenance projects can cause, for example, functional constraints and disruptions on the lines, or even accidents. Insufficient investments in

railway infrastructure can become an obstacle to the growth and green transition of railway traffic and can, as a result, have a negative impact on the implementation of VR's investment and growth plans. VR aims to actively influence stakeholders in the development of the transport system and infrastructure investments. This is done together with, for example, the Finnish Transport Infrastructure Agency, which manages the state's fairway assets and is responsible for the care, development and maintenance of the railway network.

**Changes in the traffic policy** may have adverse impacts on VR's business operations. Any decisions to change the current market-based operating environment, land uncertainty relating to politics in general, may have significant impacts on the functioning and predictability of VR's business environment. In addition to ensuring its own competitiveness – and monitoring and anticipating the political situation – VR actively seeks to highlight the effects of regulation on the operating environment of rail transport, with the aim of keeping the operating environment equal for all parties.

**Compliance risks** related to e.g. data protection, competition law, corruption, bribery and sanctions may, should they materialise, have adverse impacts on the VR's businesses and financial situation. In addition to compliance with regulatory guidelines and practices, VR also requires compliance with ethical guidelines from its employees, as well as from its suppliers. Employees are being regularly trained, and any non-compliance is identified through regular inspections and auditing processes. In addition, VR uses a confidential reporting channel that encourages employees to report any concerns related to compliance and ethical practices.

**A major accident**, especially on railways, is a significant safety risk related to VR's business operations, which could result in serious personal injuries and damage to material or environment. The risk of railway accidents and incidents is managed with a railway safety management system that covers all rail traffic business operations and serves as the foundation for VR's safety management and operational safety. Risk management measures also include preventive safety cooperation with different stakeholders, for example emergency exercises for major accidents.

## Legal proceedings and disputes

By its decision of 13 September 2023, the Court of Appeal overturned the district court's decision regarding the unpaid lunch break for locomotive drivers in commuter traffic and decided the matter in favour of locomotive drivers. VR was granted leave to appeal to the Supreme Court in February 2024. VR is waiting for the appeal proceedings to proceed in the Supreme Court.

## Share capital

VR-Group Plc's shares are owned by the State of Finland. The company's share capital consists of 2,200,000 shares that amount to EUR 370,013,438.19. There were no changes in the number of shares or the share capital during the reporting period or the comparison period.

## Governance

### Decisions of VR-Group Plc's Annual General Meeting 9 April 2025

VR-Group Plc's Annual General Meeting (AGM) was held in Helsinki on 9 April 2025. The AGM approved the financial statements for 2024. The AGM granted discharge from liability to the members of the Board of Directors, the Supervisory Board, and the CEO for the financial year 2024. In addition, the Annual General Meeting made the following decisions:

The Annual General Meeting confirmed the number of members of the Board of Directors to be six (6). Esa Rautalinko was elected as the Chair of the Board of Directors and a new member Hanna Sievinen was elected as the Vice Chair of the Board of Directors. Torborg Chetkovich, Nermin Haireidin and Markus Holm will continue as members of the Board of Directors. In addition to Vice Chair Hanna Sievinen, Matias Knip was elected as a new member of the Board of Directors.

Markku Eestilä will continue as the Chair of the Supervisory Board and Vilhelm Junnila will continue as the Vice Chair. Kaisa Garedeu, Hanna Holopainen, Tuomas Kettunen, Teemu Kinnari, Arto Luukkanen, Lauri Lyly, Niina Malm, Anna Mäkipää, Martin Paasi and Juha Viitala were re-elected as members of the Supervisory Board.

The Chair of the Board of Directors will be paid a monthly fee of EUR 4,400, the Vice Chair a monthly fee of EUR 2,400 and a member of the Board of Directors a monthly fee of EUR 2,000. If a member of the Board of Directors who is not the Chair or Vice Chair of the Board of Directors acts as the Chair of the Audit Committee, he or she will be paid a monthly fee of EUR 2,400. In addition, the Chair, Vice Chair and members of the Board of Directors will be paid a meeting fee of EUR 600 for each meeting of the Board of Directors and its committees. If the meeting is held outside the Board member's country of residence and he or she attends it at the meeting venue, the meeting fee will be doubled.

The Chair of the Supervisory Board will be paid EUR 800 per meeting, the Vice Chair EUR 600 per meeting and the members EUR 500 per meeting. In addition, each member of the company's Board of Directors and Supervisory Board will receive a VR free ticket. No changes were made to the remuneration from the previous year.

On the proposal of the Board of Directors, the Annual General Meeting resolved that a capital repayment of EUR 44.4 million will be distributed from VR-Group Plc's distributable funds. or EUR 20.18 per share.

The Annual General Meeting elected KPMG Oy Ab as the auditor and assurer for sustainability reporting, and Leenakaisa Winberg has been appointed as the auditor with principal responsibility and assurer for sustainability reporting. The remuneration of the auditor and assurer will be paid according to a reasonable invoice.

In addition, the Annual General Meeting authorised the Board of Directors to decide on donations of a maximum total of EUR 60,000 for non-profit or similar purposes, as well as to decide on the recipients of the donations, their purposes of use and other terms and conditions of the donations. The authorization is valid until the next Annual General Meeting.

### Decisions of the constitutive meeting of VR-Group Plc Board of Directors 10 April 2025

The Board of Directors appointed Hanna Sievinen as the Chair and Torborg Chetkovich and Markus Holm as members of the Audit Committee.

The Board of Directors appointed Esa Rautalinko as the Chair and Nermin Haireidin and Matias Knip as members of the People & Culture Committee.

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The Board of Directors has assessed the independence of its members and concluded that all members of the Board of Directors, except Matias Knip, are independent of both the company and its shareholder (State of Finland). Matias Knip is not considered independent of the company's owner based on his employment relationship.

### Significant events after the period

No significant events after the period.

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME - unaudited

EUR million	1-3/2025	1-3/2024	1-12/2024
<b>Net sales</b>	<b>302.1</b>	290.9	1,294.7
Other operating income	11.8	16.6	94.4
Materials and services	-75.2	-91.2	-355.2
Production for own use	17.6	10.5	55.2
Personnel expenses	-134.1	-136.9	-552.9
Depreciation and amortisation	-42.1	-46.6	-197.1
Other operating expenses	-56.2	-58.4	-263.1
<b>Operating result (EBIT)</b>	<b>23.9</b>	-15.0	76.1
Net financial items	-1.3	-2.9	-13.1
Share of result of associated companies	0.0	0.0	-0.1
<b>Profit before tax</b>	<b>22.6</b>	-17.9	63.0
Income taxes	-5.5	3.4	-14.3
<b>Profit for the period</b>	<b>17.1</b>	-14.6	48.6
<b>Attributable to</b>			
Equity holders of the parent	17.1	-14.6	48.6
Non-controlling interests	0.0	0.0	0.0

## OTHER COMPREHENSIVE INCOME - unaudited

EUR million	1-3/2025	1-3/2024	1-12/2024
<b>Net profit for the period</b>	<b>17.1</b>	-14.6	48.6
<b>Items that may be reclassified subsequently to profit or loss</b>			
Currency translation differences	—	-0.6	-0.5
Cash flow hedges	-6.3	-6.2	-4.4
Taxes on items that may be reclassified subsequently to profit or loss	1.2	1.2	0.6
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of defined benefit plans	-0.5	11.3	16.8
Financial assets at fair value through other comprehensive income	-0.7	0.9	-6.4
Taxes on items that will not be reclassified subsequently to profit or loss	0.1	-2.3	-3.4
<b>Total other comprehensive income for the period net of taxes</b>	<b>-6.2</b>	4.3	2.7
<b>Total comprehensive income for the period</b>	<b>10.9</b>	-10.3	51.3
<b>Total comprehensive income for the period attributable to</b>			
Equity holders of the parent company	10.9	-10.3	51.3
Non-controlling interests	0.0	0.0	0.0

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION unaudited**

EUR million	31.3.2025	31.3.2024	31.12.2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Intangible assets	43.6	51.2	46.4
Goodwill	14.1	8.1	13.7
Property, plant and equipment	1,429.7	1,341.1	1,421.0
Right-of-use assets	238.9	254.4	245.0
Investment properties	11.2	9.0	11.3
Investments	1.1	14.8	8.4
Other receivables	150.7	164.1	176.1
<b>Non-current assets, total</b>	<b>1,889.3</b>	<b>1,842.7</b>	<b>1,921.9</b>
<b>Current assets</b>			
Inventories	103.2	101.8	104.1
Accounts receivable and other receivables	99.9	77.6	112.8
Prepaid expenses and accrued income	50.9	76.4	50.1
Cash and cash equivalents	161.0	194.2	111.6
<b>Current assets, total</b>	<b>415.0</b>	<b>450.1</b>	<b>378.6</b>
<b>Assets classified as held for sale</b>	<b>—</b>	<b>—</b>	<b>10.5</b>
<b>Assets, total</b>	<b>2,304.3</b>	<b>2,292.8</b>	<b>2,311.0</b>

EUR million	31.3.2025	31.3.2024	31.12.2024
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity attributable to holders of the parent company, total	1,276.2	1,258.4	1,263.0
Non-controlling interest	0.0	0.0	0.0
<b>Equity, total</b>	<b>1,276.2</b>	<b>1,258.4</b>	<b>1,263.0</b>
<b>Non-current liabilities</b>			
Provisions	83.5	83.4	85.2
Financial liabilities	299.5	300.8	299.4
Lease liabilities	201.3	210.7	206.1
Accounts payable and other liabilities	4.2	6.3	2.1
Deferred tax liabilities	123.2	122.5	132.0
<b>Non-current liabilities, total</b>	<b>711.7</b>	<b>723.7</b>	<b>724.9</b>
<b>Current liabilities</b>			
Provisions	—	0.6	0.4
Financial liabilities	20.6	—	20.6
Lease liabilities	27.4	33.4	28.9
Advances received	32.0	24.6	35.5
Accounts payable and other liabilities	76.5	105.6	94.4
Accrued expenses and prepaid income	159.8	146.5	138.2
<b>Current liabilities, total</b>	<b>316.3</b>	<b>310.7</b>	<b>318.0</b>



Liabilities associated with assets classified as held for sale	—	—	5.1
Liabilities, total	1,028.1	1,034.4	1,048.0
Equity and liabilities, total	2,304.3	2,292.8	2,311.0

## CONSOLIDATED STATEMENT OF CASH FLOWS - unaudited

EUR million	1-3/2025	1-3/2024	1-12/2024
<b>Cash flow from operating activities</b>			
Profit before taxes	22.6	-17.9	63.0
Depreciation and amortisation	42.1	46.6	197.1
Profit and loss from sale of tangible and Intangible assets and other adjustments	2.7	-0.5	6.0
Cash flow from operating activities before change in working capital	67.4	28.2	266.0
Change in working capital	-5.1	10.8	-22.2
Net financial expenses	-3.2	-0.9	-15.5
Income taxes paid	-2.7	-3.1	-1.5
<b>Cash flow from operating activities (A), total</b>	<b>56.5</b>	<b>35.1</b>	<b>226.9</b>
<b>Cash flow from investing activities</b>			
Tangible and intangible assets purchases	-38.1	-53.7	-234.1
Tangible and intangible assets sales	2.8	2.5	26.1
Shares and holdings sold	8.7	—	0.0
Change in investment receivables	26.0	-1.8	-5.4
<b>Cash flow from investing activities (B), total</b>	<b>-0.6</b>	<b>-53.0</b>	<b>-254.3</b>
<b>Cash flow before financing (A)+(B)</b>	<b>55.8</b>	<b>-17.9</b>	<b>-27.4</b>
<b>Cash flow from financing activities</b>			
Change in non-current liabilities	1.4	0.1	-3.1
Change in lease liabilities	-7.8	-12.2	-45.6
Change in current interest-bearing liabilities	—	—	20.6
<b>Cash flow from financing activities (C), total</b>	<b>-6.4</b>	<b>-12.0</b>	<b>-85.2</b>
<b>Change in cash flows (A)+(B)+(C)</b>	<b>49.4</b>	<b>-30.0</b>	<b>-112.6</b>
<b>Cash and cash equivalents beginning of period</b>	<b>111.6</b>	<b>224.2</b>	<b>224.2</b>
<b>Cash and cash equivalents end of period</b>	<b>161.0</b>	<b>194.2</b>	<b>111.6</b>